

**INVITATION FROM THE BOARD OF DIRECTORS OF  
GÜBRE FABRİKALARI TÜRK ANONİM ŞİRKETİ  
TO 2025 ORDINARY GENERAL ASSEMBLY MEETING**

The Ordinary General Assembly Meeting of Gübre Fabrikaları Türk Anonim Şirketi (“the Company” or “Gübretaş”) for 2025 will be held on May 8, 2026, at 10:00 a.m., in Meeting Hall located at the address of “Yamanevler, Ahmet Tevfik İleri, Bereket Tower, No:1/3 Ümraniye/İstanbul” and agenda items listed below will be discussed and resolved by The Company’s shareholders (“the Shareholders”).

Shareholders of Gübretaş may attend the meeting in person or appoint a third party as their representative. Individual shareholders attending in person can participate by presenting their identification. Representatives attending on behalf of individual or corporate shareholders are required to present both their identification and a power of attorney.

Shareholders unable to attend in person must have their proxies prepared in compliance with the format attached to the General Assembly meeting invitation, notarized in accordance with the “Communiqué on Proxy Voting and Proxy Collection by Call, No: II-30.1.” Physical representatives attending in place of shareholders must submit these notarized proxies. **Proxies appointed through the Electronic General Assembly System (E-GKS) do not need to present a power of attorney. Non-compliant or unsigned proxies that are not notarized as per the aforementioned communiqué will not be accepted due to legal liability.**

Shareholders can participate in the General Assembly physically or electronically in accordance with Article 1527 of the Turkish Commercial Code. Shareholders who wish to attend electronically, either personally or through representatives, must indicate their preference in the E-GKS. Shareholders who declare their intention to participate electronically but do not revoke this preference will not be allowed to attend physically. Those intending to attend electronically must comply with the regulations published in the Official Gazette dated August 28, 2012 (No. 28395) and August 29, 2012 (No. 28396), regarding electronic participation in general assemblies of joint-stock companies.

Shareholders participating electronically can access information about participation, proxy appointment, making proposals, expressing opinions, and voting via the Central Securities Depository’s website ([www.mkk.com.tr](http://www.mkk.com.tr)).

In accordance with Article 415, Paragraph 4 of the Turkish Commercial Code No. 6102 and Article 30, Paragraph 1 of the Capital Markets Law, participation in and voting at the General Assembly do not require the blocking of shares. Therefore, shareholders are not required to block their shares to attend the meeting.

The consolidated financial statements for the 2025 fiscal year, the Corporate Governance Compliance Report, Corporate Governance Information Form, the Sustainability Principles Compliance Report, the Board of Directors Activity Report, the Independent Auditor’s Report, 2024 Sustainability Report, the General Assembly Information Document, and the Profit Distribution Proposal will be made available for shareholders to review along with the General Assembly invitation. These documents will be accessible on the Public Disclosure Platform ([www.kap.gov.tr](http://www.kap.gov.tr)), the company website ([www.gubretas.com.tr](http://www.gubretas.com.tr)), the Central Securities Depository’s e-General Assembly System, and at the company headquarters and branches.

We respectfully request the attendance of our shareholders, either physically or electronically, at the specified date and time.

**GÜBRE FABRİKALARI TÜRK ANONİM ŞİRKETİ**  
**AGENDA FOR THE 2025 ORDINARY GENERAL ASSEMBLY MEETING**

- 1- Opening and establishment of the Meeting Chairmanship
- 2- Reading, discussion and approval of the Board of Directors' Annual Report for the 2025 fiscal year
- 3- Reading of the Independent Auditor's Report for the 2025 fiscal year
- 4- Reading, discussion and submission for approval of the financial statements for the 2025 fiscal year
- 5- Reading, discussion and approval of the TSRS-Compliant Sustainability Report for the year 2024, prepared within the scope of the Türkiye Sustainability Reporting Standards (TSRS)
- 6- Submission for approval of the release (discharge) of the members of the Board of Directors
- 7- Discussion and submission for approval of the Board of Directors' proposal regarding profit distribution
- 8- Determination and submission for approval of the remuneration to be paid to the members of the Board of Directors during their term of office
- 9- Election of the members of the Board of Directors, determination of their terms of office and submission for approval
- 10- Submission for approval of the independent auditor selected for the audit of the consolidated financial reports for the fiscal period 01.01.2026–31.12.2026 in accordance with the Turkish Commercial Code and the regulations of the Capital Markets Board
- 11- Submission for approval of the independent auditor selected for the Limited Assurance Audit of the Sustainability Reports for the fiscal periods 01.01.2024–31.12.2024, 01.01.2025–31.12.2025 and 01.01.2026–31.12.2026
- 12- Informing the General Assembly about the guarantees, pledges, mortgages and sureties provided in favor of third parties during the 2025 fiscal year and the income or benefits obtained therefrom
- 13- Informing the General Assembly about the transactions carried out within the scope of principle no. 1.3.6 of the Corporate Governance Communiqué (II-17.1) of the Capital Markets Board
- 14- Informing the General Assembly about donations and grants made in 2025
- 15- Informing the General Assembly about the transactions carried out under the Share Buyback Program
- 16- Submission for approval of granting permission to the members of the Board of Directors in accordance with Articles 395 and 396 of the Turkish Commercial Code, and informing the General Assembly about any transactions carried out within this scope
- 17- Submission to vote of whether the administrative fines shall be recourse to the members of the Board of Directors
- 18- Wishes, remarks and closing

**POWER OF ATTORNEY**  
**GÜBRE FABRIKALARI T.A.Ş.**

I hereby appoint ..... as attorney introduced in detail below in order to represent me, to vote, to make proposals and to sign the required documents at the 2025 Ordinary General Assembly of Gübre Fabrikaları T.A.Ş. to be held on May 8, 2026, at 10:00 a.m. in Meeting Hall located at the address of “Yamanevler Mahallesi, Ahmet Tevfik İleri Caddesi, Bereket Plaza, No:1/3 Ümraniye/İstanbul”.

The Attorney’s (\*):

**Name, Surname/Title:**

**ID Number/Tax ID Number, Trade Register and Number and MERSIS (Central Registration System) Number:**

(\* ) Foreign attorneys should submit the equivalent information mentioned above.

**A)SCOPE OF REPRESENTATIVE POWER**

The scope of representative power should be defined after choosing one of the options (a), (b) or (c) in the following sections 1 and 2.

**1.About the agenda items of General Assembly:**

- a) The attorney is authorized to vote according to his/her opinion.
- b) The attorney is authorized to vote on proposals of the Board of the company.
- c) The attorney is authorized to vote in accordance with the following instructions stated in the table.

**Instructions:**

In the event that the shareholder chooses the (c) option, the shareholder should mark “Accept” or “Reject” box and if the shareholder marks the “Reject” box, then he/she should write the dissenting opinion to be noted down in the minutes of the general assembly.

	<b>Agenda Items</b>	<b>Accept</b>	<b>Reject</b>	<b>Dissenting Opinion</b>
1.	Opening and establishment of the Meeting Chairmanship			
2.	Reading, discussion and approval of the Board of Directors’ Annual Report for the 2025 fiscal year			
3.	Reading of the Independent Auditor’s Report for the 2025 fiscal year			
4.	Reading, discussion and submission for approval of the financial statements for the 2025 fiscal year			
5.	Reading, discussion and approval of the TSRS-Compliant Sustainability Report for the year 2024, prepared within the scope of the Türkiye Sustainability Reporting Standards (TSRS)			
6.	Submission for approval of the release (discharge) of the members of the Board of Directors			
7.	Discussion and submission for approval of the Board of Directors’ proposal regarding profit distribution			
8.	Determination and submission for approval of the remuneration to be paid to the members of the Board of Directors during their term of office			
9.	Election of the members of the Board of Directors, determination of their terms of office and submission for approval			
10.	Submission for approval of the independent auditor selected for the audit of the consolidated financial reports for the fiscal period 01.01.2026–31.12.2026 in accordance with the Turkish Commercial Code and the regulations of the Capital Markets Board			
11.	Submission for approval of the independent auditor selected for the Limited Assurance Audit of the Sustainability Reports for the fiscal periods 01.01.2024–31.12.2024, 01.01.2025–31.12.2025 and 01.01.2026–31.12.2026			
12.	Informing the General Assembly about the guarantees, pledges, mortgages and sureties provided in favor of third parties during the 2025 fiscal year and the income or benefits obtained therefrom			
13.	Informing the General Assembly about the transactions carried out within the scope of principle no. 1.3.6 of the Corporate Governance Communiqué (II-17.1) of the Capital Markets Board			
14.	Informing the General Assembly about donations and grants made in 2025			

15.	Informing the General Assembly about the transactions carried out under the Share Buyback Program			
16.	Submission for approval of granting permission to the members of the Board of Directors in accordance with Articles 395 and 396 of the Turkish Commercial Code, and informing the General Assembly about any transactions carried out within this scope			
17.	Submission to vote of whether the administrative fines shall be recourse to the members of the Board of Directors			
18.	Wishes, remarks and closing			

**There will not be any voting for informative items.**

**If the minority has another draft resolution, necessary arrangements should be made to enable them vote by proxy.**

**2. Special instruction related to other issues that may come up during General Assembly meeting and rights of minority:**

- a) The attorney is authorized to vote according to his/her opinion.
- b) The attorney is not authorized to vote in these matters.
- c) The attorney is authorized to vote in accordance with the following instructions.

**SPECIAL INSTRUCTIONS:** The special instructions (if there is any) to be given by the shareholder to the attorney are stated herein.

**B) The shareholder specifies the shares to be represented by the attorney by choosing one of the following.**

**1. I hereby confirm that the attorney represents the shares specified in detail as follows:**

- a) Amount-Nominal Value
- b) Is there any privilege that share has or not
- c) Ratio of the total shares/voting rights of the shareholder

**2. I hereby confirm that the attorney represents all my shares on the list, prepared by MKK (Central Registry Agency) the day before the Meeting, concerning the shareholders who could attend the General Assembly Meeting.**

**NAME SURNAME OR TITLE OF THE SHAREHOLDER (\*)**

ID Number/ Tax ID Number, Trade Register and Number and MERSIS (Central Registration System) Number:

Address:

(\*) Foreign attorneys should submit the equivalent information mentioned above.

**SIGNATURE**