

**INFORMATION DOCUMENT ON THE ORDINARY GENERAL ASSEMBLY MEETING TO BE HELD IN 28 MARCH, 2023 CONCERNING THE ACTIVITIES IN 2022.**

The Ordinary General Assembly Meeting of our Company, where deliberations will be conducted on the Activities of our Company in 2022, will be held at The Marmara Hotel, Taksim Square/ Istanbul, on 28 March 2023, Tuesday at 14.00, in order to deliberate the agenda items thereof and adopt resolutions thereon.

The shareholders may physically or electronically participate in this Ordinary General Assembly Meeting of our Company whether in person or through their proxies. A shareholder may electronically participate in the General Assembly Meeting through his or her secure electronic signature or the secure electronic signature of his or her proxy. Therefore, a shareholder, who wishes to make use of the Electronic General Assembly Meeting System (EGKS), should first get registered with the e-MKK Information Portal of the Central Registry Agency (MKK), and also need to have a secure electronic signature. A shareholder or their proxy not registered with the e-MKK Information Portal and with no secure electronic signature may not electronically participate in the General Assembly Meeting.

In addition, a shareholder, who wishes to electronically participate in the meeting, or their proxy, is required to fulfil the applicable obligations in accordance with the pertinent provisions of the “Regulations on General Assembly Meetings to be Held Electronically for a Joint Stock Company” published on the Official Journal, issue no. 28395, on August 28, 2012, and of the “Communique on Electronic General Assembly Meeting System for General Assembly Meetings of a Joint Stock Company” published on the Official Journal, issue no. 28396, on August 29, 2012.

A shareholder, who may not participate in the meeting whether physically or electronically, is required to issue their form of proxy appropriately or get a template of the form of proxy from the Registered Office of our Company or the website of our Company at [www.alkim.com](http://www.alkim.com), submit this proxy that bears their notarized signature by means of fulfilling the applicable obligations as set forth under the Capital Market Board’s Communique serial no. II-30.1 on “Casting Vote by Proxy and Collecting Proxy by Call”. A shareholder, who wishes to attend the General Assembly Meeting in a physical environment, is required to present their identity to exercise their right in relation with their share recorded under the “List of Shareholders”.

A shareholder, who prefers to electronically attend the General Assembly Meeting through the Electronic General Assembly Meeting, may get information from the website of the Central Registry Agency at <https://www.mkk.com.tr> concerning the procedures and principles on how to attend a meeting, appoint a proxy, suggest a proposal, forward an opinion, and cast a vote.

The following documents will be made accessible to the shareholders for review from the Electronic General Assembly Meeting System and the website of our company at [www.alkim.com](http://www.alkim.com) on the page thereof “Investors” and also from the Registered Office of our Company located at İnönü Cad. No:13 Taksim Beyoğlu /İstanbul, Turkey at last three weeks before the date of the meeting of the General Assembly: the Management’s and Independent Auditing Firm’s Reports, the Financial Statements and the proposal of the Board of Directors on the profit distribution for the activity year of 2022.

We inform the esteemed shareholders accordingly.

## **Explanations under the Scope of the CMB’s Corporate Governance Communique**

The explanations on the agenda items pursuant to the CMB’s “Corporate Governance Communique” (II – 17.1) published on the Official Journal, issue no. 28871, on 03.01.2014, are made available on the following agenda item, and the additional explanations are submitted to you for your information in this section.

## 1. Shareholding Structure

| Additional Definition Group                         | Remaining Balance | Nominal / Capital | Capital        |
|-----------------------------------------------------|-------------------|-------------------|----------------|
| Shares that may be Traded in the Stock Exchange     | 86.425.882,531    | 57,62%            | 150.000.000,00 |
| Shares that may not be Traded in the Stock Exchange | 63.574.117,469    | 42,38%            |                |

## 2. Privileged Shares

### i. Privileges regarding the election of the Board of Directors

Out of the members of the Board of Directors, three members are elected among the candidates nominated by the Group “A” shareholders, two members by the Group “B” shareholders, two members by the Group “C” members, one member by the Group “D” shareholders and, one member by the Group “E” members.

### ii. Privileges regarding the Voting Right

Whereas, the shares of the Groups A, B, C and D were entitled to 100 votes per share as per the Articles of Association during the incorporation of the Company, and the Turkish Commercial Code No. 6102, the article 479(2) “Privileges regarding the Voting Right” provides that each share may be entitled to fifteen votes at maximum and, this restriction would not be applied if it was provided that there was a justified reason or due to such reasons that require institutionalization. Accordingly, a legal action initiated before the Commercial Court of First Instance located where the registered office is situated for establishing a provisional injunction to be excluded from the said restriction has been refused and, the decision thereof has been approved before the Court of Cassation. Therefore, the respective provisions of the article 479 (2) of the Turkish Commercial Code have applied to the Group “A”, “B”, “C” and “D” shares. 1 vote cast for 1 share in any type of the shares during the General Assembly Meetings of the Company.

### iii. Privileges regarding Termination and Liquidation

In case of the appointment of a liquidation board, this board shall consist of four people, each of whom is elected by the Group “A”, “B”, “C” and “E” shareholders respectively.

Each shareholder is entitled to dividend in proportion to his/her shares. There is no privilege granted with respect to the profit distribution.

## 3. Information on Changes concerning Management and Operations as may Significantly Affect the Activities of our Company or Significant Affiliates and Subsidiaries:

There is no current or planned change concerning management and operations as may significantly affect the activities of the Company.

## 4. Information on the dismissal, replacement or election of board members on the agenda items of the general assembly meeting, the reasons for dismissal and replacement, if applicable, and those who are to nominated for the position of board member:

As is known, the members of the Board of Directors of our Company were elected for a term of office of 3 years at the Ordinary General Assembly Meeting held on March 25, 2021.

It was resolved to submit to the General Assembly Meeting for approval of the position of Azade Başağa as an independent member of the Board of Directors, in accordance with the criteria concerning the independent board members pursuant to the applicable Capital Market Board Corporate Governance Principles as set forth under the Capital Market Board’s (CMB) “Corporate Governance Communiqué”, serial no. II-17.1..

**5. Requests of the shareholders, the Capital Market Board (CMB) and/or other respective public departments and offices regarding the inclusion of an agenda item:**

There is no such request submitted to the investors relations unit concerning the Ordinary General Assembly Meeting to be held on March 28, 2023, during which the deliberations on the activities in 2022 will take place.

**6. In case of an agenda item concerning an amendment to the articles of association, the respective board resolution and, the former and current forms of the articles of association:**

Not applicable.

**ALKİM ALKALİ KİMYA A.Ş. Agenda Items of the Ordinary General Assembly Meeting to be held on March 28, 2023, and Remarks**

**1. Opening and, formation of the Chairperson of the Meeting**

**Remarks:** A Meeting Council will be elected to preside over the General Assembly Meeting in line with the applicable provisions of the “Turkish Commercial Code no. 6102” (TCC), and of the “Regulations on the Procedures and Principles concerning General Assembly Meetings of a Joint Stock Company, and the Representatives from the Turkish Ministry of Customs and Trade to Attend these Meetings” (“Regulations” or “General Assembly Meeting Regulations”).

**2. Reading and deliberation on the Annual Report of the Board of Directors for the accountancy period of 2022**

**Remarks:** The Annual Report disclosed to the public through the Public Disclosure Platform (KAP), on the corporate website of the company, <http://www.alkim.com> in line with the applicable provisions of the Turkish Commercial Code, the Regulations and the Capital Market Law is made available for three weeks before the General Assembly Meeting at the corporate website of the company, <http://www.alkim.com> and at the registered office of the company for review by the shareholders, and a summary thereof will be read during the Ordinary General Assembly Meeting.

**3. Reading the Report of the Independent Auditing Firm for the accountancy period of 2022**

**Remarks:** The Independent Audit Report disclosed to the public through the Public Disclosure Platform (KAP), on the corporate website of the company, <http://www.alkim.com> in line with the applicable provisions of the Turkish Commercial Code, the Regulations and the Capital Market Law is made available for three weeks before the General Assembly Meeting at the corporate website of the company, <http://www.alkim.com> and at the registered office of the company for review by the shareholders, and the opinions section thereof will be read during the Ordinary General Assembly Meeting.

**4. Reading, deliberation on and approval of the Financial Statements for the accountancy period of 2022**

**Remarks:** The shareholders will be informed of the Financial Statements contained in the Annual Report disclosed to the public through the Public Disclosure Platform (KAP), on the corporate website of the company, <http://www.alkim.com> in line with the applicable provisions of the Turkish Commercial Code, the Regulations and the Capital Market Law, made available for three weeks before the General Assembly Meeting at the corporate website of the company, <http://www.alkim.com> and at the registered office of the company for review by the shareholders, and these Financial Statements will be submitted to the shareholders for approval.

**5. Release of the members of the Board of Directors due to their activities, transactions and accounts in the accounting period of 2022**

**Remarks:** It will be submitted to the General Assembly Meeting for approval of the release of each of the members of the Board of Directors concerning their operations, transactions and accounts in 2022 pursuant to the applicable provisions of the Turkish Commercial Code, the Regulations and the Capital Market Board.

**6. Informing the shareholders and approval of the “Dividend Policy” of the company as per the regulations of the Capital Market Board**

**Remarks:** The “Dividend Policy” of our Company attached hereto is contained in the Annual Report disclosed to the public through the Public Disclosure Platform (KAP), on the corporate website of the company, <http://www.alkim.com>, made available for three weeks before the General Assembly Meeting at the corporate website of the company, <http://www.alkim.com> and at the registered office of the company for review by the shareholders, and this Dividend Policy will be submitted to the General Assembly Meeting for approval. There has been no amendment to the “Dividend Policy” of our Company within the period.

## **7. Deliberation on the proposal of the Board of Directors on the distribution of the profit from the accounting period of 2022 and, adopting a resolution thereon**

**Remarks:** A table is attached hereto as Annex-5 concerning the proposal for profit distribution prepared concerning the cash position in line with the pertinent principles as set forth under the Capital Market Board's (CMB) Dividend Communiqué (serial no. II-19-1) about the dividends of the companies with the shares traded at Borsa İstanbul A.Ş. (BIST), and pursuant to the applicable provisions of the articles of association and according to the "Dividend Policy" of our Company disclosed to the public. The respective special disclosure is contained in the Annual Report disclosed to the public through the Public Disclosure Platform (KAP), on the corporate website of the company, <http://www.alkim.com>, made available for three weeks before the General Assembly Meeting at the corporate website of the company, <http://www.alkim.com> and at the registered office of the company for review by the shareholders. It will be submitted to the General Assembly Meeting for approval based on the respective resolution of the Board of Directors.

## **8. Approval of the selection of Independent Auditing Firm**

**Remarks:** It was decided at the respective meeting of the Board of Directors to appoint Güney Bağımsız Denetim ve Serbest Muhasebeci Mali Müşavirlik A.Ş. (Ernst&Young) to audit the business operations and accounts of our company in 2023 considering the suggestion of the Audit Committee in accordance with the applicable provisions of the Turkish Commercial Code and the Capital Market Board's Regulations, and this will be submitted to the General Assembly Meeting for approval.

**9. Submission to the General Assembly Meeting for approval of the position of Kerim Oygur as a member of the Board of Directors, who was elected by the Board of Directors to this position vacant due to the resignation of the former member Svitlana Kora, pursuant to the article 363 of the Turkish Commercial Code.**

**10. Submission to the General Assembly Meeting for approval of the position of Azade Başağa as an independent member of the Board of Directors, in accordance with the criteria concerning the independent board members pursuant to the applicable Capital Market Board Corporate Governance Principles as set forth under the Capital Market Board's (CMB) "Corporate Governance Communiqué", serial no. II-17.1.**

## **11. Fixing the remunerations of the members of the Board of Directors**

**Remarks:** An attendance fee per month will be fixed for the members of the Board of Directors pursuant to the applicable provisions of the Turkish Commercial Code and the Regulations, and in line with the principles and procedures as set forth the articles of association and according to the remuneration policy.

An attendance fee per month in the amount of TL 6.200 was paid to each member of the Board of Directors pursuant to the respective resolution adopted at the Ordinary General Assembly Meeting held in the previous year. A proposal concerning the fixation of the monthly attendance fee to the members of the Board of Directors will be submitted to the General Assembly for meeting at the General Assembly Meeting to be held on March 28, 2023.

**12. Authorizing the Board of Directors to sell all or a portion of the shares of the affiliate (subsidiary) of our company traded at Borsa İstanbul A.Ş. (BIST)**

**Remarks:** A proposal will be submitted to the General Assembly for approval with respect to authorizing the Board of Directors to sell all or any part of our shares in Alkim Kağıt San. ve Tic. A.Ş, a subsidiary to our company, with the shares traded at Borsa İstanbul A.Ş. (BIST) as the renewal of the authentication granted at the Ordinary General Assembly Meeting held in the previous year.

**13. Authorizing the Board of Directors to sell the building of the General Office of our Company located in İnönü Cad. No:13 Taksim Beyoğlu Istanbul.**

**14. Submitting the “Donation and Aid Policy” created as per the regulations of the Capital Market board to the shareholders for approval; informing the shareholders of the donations and aids in 2022 and, setting the upper limit of the donations and aids in 2023**

**Remarks:** A “Donation and Aid Policy” was prepared by our company pursuant to the Capital Market Board’s Corporate Governance Communique and made available at the corporate website of the company, <http://www.alkim.com>, and will be submitted to the General Assembly Meeting for approval. The “Donation and Aid Policy” prepared to that end is attached hereto as an Annex.

It is necessary that the General Assembly Meeting will be informed of the donations made in within the year pursuant to the Capital Market Board’s Corporate Governance Communique. This is not subject to approval of the General Assembly Meeting, but for information purposes only. An amount of TL 35.400 was donated by our Company to associations and foundations in 2022.

**15. Informing the shareholders of the guarantees, liens, mortgages and securities granted by our company in favor of 3<sup>rd</sup> parties in 2022**

**Remarks:** The shareholders will be informed of the guarantees, liens, mortgages and securities granted by the company in favor of 3<sup>rd</sup> parties for the purpose of carrying out the ordinary commercial operations of the company, pursuant to the Capital Market Board’s Corporate Governance Communique.

**16. Informing the shareholders of the “Remuneration Policy” concerning the members of the Board of Directors and senior executives as per the regulations of the Capital Market Board**

**Remarks:** The General Assembly Meeting will be informed of the “Remuneration Policy” of our Company attached hereto as an Annex in line with the applicable regulations of the Capital Market Board, and this policy is made available at the corporate website of the company, <http://www.alkim.com>. There has been no amendment to the “Remuneration Policy” of our Company within the period.

**17. Granting permission to the shareholders controlling the management, the members of the Board of Directors, the executives with administrative responsibilities and, their spouses and relatives by blood and by marriage up to second degree as per the articles 395 and 396 of the Turkish Commercial Code and, the regulations of the Capital Market Board and, informing the shareholders of the transactions carried out in this scope within the accounting period of 2022**

**Remarks:** It required an approval of the General Assembly for the members of the Board of Directors to carry out businesses in line with the article 395 “Prohibition on Transactions with and Borrowing Money from Company” and the article 396 “Prohibition of Competition” of the Turkish Commercial Code.

Pursuant to the CMB’s Corporate Governance Communique, we hereby submit for your information that the shareholders controlling the management, the members of the board of directors, the executives with the administrative responsibility or their spouses and relatives by blood and marriage up to the second degree have not been involved in any significant commercial transaction with our company or any subsidiary, which may cause a conflict of interest, and/or they have not engaged in any commercial activity that fall under the scope of our company or any subsidiary on their behalf or on behalf of others, and they have not been a general partner of another company engaging in similar types of commercial activities.

In order to fulfil the pertinent regulations, any attempt in this respect will be first subject to the approval of the shareholders at a General Assembly Meeting, and the shareholders will be informed of such businesses carried out within the year. There is no such business transaction carried out in 2022.

## **18. Wishes and requests**

### **Annex 1: ALKİM ALKALİ KİMYA A.Ş. REMUNERATION POLICY FOR THE BOARD MEMBERS and SENIOR EXECUTIVES**

Attendance fees may be paid to the members of the board of directors in accordance with the pertinent provisions of the Turkish Commercial Code. The remunerations to be paid each year to the members of the Board of Directors are determined by means of a resolution adopted at a General Meeting upon the respective proposal of the shareholders.

Dividends up to 4% of the net profit may be distributed to the members of the board of directors based on the article 16 of the articles of association provided that this must be approved at a general meeting.

Executive members of the Board of Directors may be paid monthly payments not exceeding the wage of the General Manager, in accordance with the policy as set forth for the senior executives.

The remunerations paid to the senior executives are determined based on their positions, legal liabilities and seniorities. The annual determination of the said rights is based on the results and realization of the targets of the Company.

The form and amount of the remunerations to be paid are determined by the Board of Directors.

### **Annex 2: ALKİM ALKALİ KİMYA A.Ş. DIVIDEND POLICY**

Our Company's dividend policy is determined in line with the Capital Market Board, the pertinent communiqués of the Capital Market Board, the pertinent provisions of the Turkish Commercial Code and of the articles of association, as well as the corporate governance principles.

There is no privilege with respect to the dividends among the share types and, each shareholder is entitled to dividends in proportion to the shares held by him/her in the capital.

Considering the benefits of the shareholders and of the Company in accordance with the approvals of the board of directors and the general meeting of shareholders as well as the applicable legislations, the determination of the proportions of the payments of the dividends in cash is based on the financial structure, liquidity status and investment requirements of the Company and, it is principle to make distributions as much as possible, provided that it shall not be less than the amount and percentage as identified by the Capital Market Board.

A resolution is adopted by the Board of Directors for the distribution of dividends each year and, submits the same to the respective General Meeting for approval, and this proposal for the distribution of dividends is disclosed to the public as per the respective laws and regulations. It is announced through the web site of the Company. The proposal may be accepted or refused at the General Meeting.

In case the board of directors proposes not to distribute any dividend, it shall explain the reasons to the shareholders at the respective General Assembly Meeting, which shall be included in the respective annual report and, published through the internet site.

The dividends to be distributed may be in the form of cash, bonus shares or the combination of these options in line with the respective resolution adopted at the respective General Meeting.

The date on which the dividends are to be distributed shall be determined at the respective General Assembly Meeting in line with the pertinent provisions of the Capital Market Law and of the Turkish Commercial Code, provided that it shall be within the legal periods. The dividends may be paid in instalments with the equal or different amounts in accordance with the pertinent communiqués of the Capital Market Board, provided that a resolution shall be adopted at the General Assembly Meeting with respect thereto.

This policy shall be submitted to the first General Assembly Meeting for the approval of the shareholders.  
This policy shall be submitted to the first General Assembly Meeting for the approval of the shareholders.

In case of any amendment to the dividend policy, the resolution of the board of directors pertaining thereto and, the reason thereof shall be disclosed to the public in accordance with the principles for the special disclosures to the public.

The distribution of dividend advances shall take place by means of granting respective authorities to the board of directors limited to the fiscal period pertaining to the resolution adopted at the respective general meeting, in accordance with the Capital Market Board, the pertinent communiqués of the Capital Market Board, the pertinent provisions of the Turkish Commercial Code and of the articles of association, as well as the corporate governance principles.



### **Annex 3: ALKİM ALKALİ KİMYA A.Ş. DONATION AND AID POLICY**

Pursuant to the articles of association of our company, article 3, paragraph "i" and in line with the principles as set forth by the Capital Market Board, the shareholders will be informed donations, including those made within the year at a General Assembly Meeting, and the upper limits of these donations will be identified at a General Assembly Meeting, and accordingly donations and aids may be provided to:

- Schools of the Ministry of National Education
- Educational Institutions
- Universities
- Associations beneficial to society
- Foundations
- or such other persons or organizations

in the form of aids and donations in kind/or in cash . The Board of Directors is authorized to adopt resolutions to provide donations and aids.

Any donation made within the respective activity period is added to the basis of the distributable profit within the scope of the Capital Market Law.

## **Annex 4: ALKİM ALKALİ KİMYA A.Ş. DISCLOSURE POLICY**

### **1. PURPOSE**

The disclosure policy of Alkim Alkali Kimya A.Ş. is formed in a way as to provide the necessary information to the public, investors and shareholders in a timely, complete, clear, accurate, transparent and understandable manner. It is intended to provide the respective organizations and corporations as well as investors with the financial information that is not falling into the extent of trade secret and that has become legally disclosable as per the pertinent provisions of the Turkish Commercial Code, the Capital Market Law and other laws and regulations of the Capital Market Board.

Alkim Alkali Kimya A.Ş. carries out the procedures concerning the disclosure of the information provided to the public, investors and other respective organizations and corporations in line with the Corporate Governance Principles previously disclosed.

### **2. AUTHORITIES AND RESPONSIBILITIES**

It is under the authority and responsibility of the Board of Directors of Alkim Alkali Kimya A.Ş. (the “Company”) to form the disclosure policy, inform the public accordingly and, expand and monitor the policy by means of updating it as may be required. The disclosure policy as approved by the Board of Directors is disclosed to the public and published on the website accordingly. The Investor Relations Department or those responsible for the tasks of the Investor Relations Department are to be required to supervise and follow up all types of aspects in connection with the Disclosure Policy.

### **3. DISCLOSURE TOOLS AND METHODS**

The disclosures take place by means of disclosure tools such as material event disclosures, financial statements and footnotes, annual reports, website, presentations, meetings with investors, disclosure letters and, press releases.

The following tools are used by the Company for public disclosures:

- a. Material event disclosures set to Borsa Istanbul A.Ş. (“BİST”);
- b. Financial reports and annual reports forwarded to BİST;
- c. Investor relations section on the corporate website of the Company (<http://www.alkim.com>);
- d. Letter of explanations, circulars, letters of announcement and other documents that need to be issued as per the Capital Market Law;
- e. Announcements and adverts published through the Turkish Trade Registry Gazette (“TTRG”);
- f. Announcements, adverts and meetings through other press and media outlets as well as presentations, reports and press releases concerning such meetings;
- g. General Meetings;
- h. Applications submitted to the Investor Relations Department in writing;
- i. Files of meetings and presentations with Investors and Analysts;
- j. Communications means and tools through phones, electronic mail etc.;

#### **4. MATERIAL EVENT DISCLOSURES**

Material event disclosures are made to the public as per the Material Events Communiqué.

Material event disclosures are made by the Investor Relations Department or those responsible for the tasks of the Investor Relations Department.

In addition, these persons are responsible for monitoring all types of news and rumors about the Company on press and media outlets and websites on the Internet or by means of any other methods. Disclosure on such news and rumors take place in compliance with the Material Events Communiqué.

#### **5. DISCLOSURE OF PREDICTIONS TO THE PUBLIC**

In case the Board of Directors of the Company or those authorized by the Board of Directors wish to disclose the predictions to the public, then this disclosure takes place in accordance with the Material Events Communiqué and the principles as set forth the Material Events Guidance.

#### **6. IDENTIFICATION OF THOSE WITH ADMINISTRATIVE RESPONSIBILITIES**

The “Persons with Administrative Responsibilities” are the members of the Board of Directors and, those, who have a regular direct or indirect access to the insights of the Company and, who are entitled to make administrative decisions that affect the future development and commercial objectives of the Company, and who are defined as General Manager and Assistant General Managers as per the applicable internal directive and the list of authorized signatures.

#### **7. CONFIDENTIALITY OF MATERIAL EVENTS**

The Board of Directors sets forth regulations as to keep confidential the insights not yet disclosed to the public that may affect the value of the capital market instruments and the investment decisions of the investors, as well as other material events and the insights delayed as per the article 6 of the Material Events Communiqué and, take all necessary measures to that end by means of making use of all types of techniques if necessary.

The Company prepares a list of those with access to the insights as per the article 7 of the Material Events Communiqué. In case of any change to such information, it updates the list within a period of time as set forth under the pertinent legislations.

It is ensured that those named in the list of insights are informed of the obligations as set forth under the pertinent regulations and, the legal sanctions concerning the misuse of the insights.

## **8. CORPORATE WEBSITE**

For the purpose of an active public disclosure, the corporate website of the Company (<http://www.alkim.com>) is made use of.

On the website, the following information is included in the section Investor Relations.

- a.) Alkim Disclosure Policy
- b.) Share Certificates and Investors
- c.) Annual Reports
- d.) Periodical Financial Statements
- e.) Trade Registry Information
- f.) Shareholding Structure
- g.) Board of Directors and Audit Committee
- h.) General Meeting Information Note
- i.) General Meeting Agenda
- j.) General Meeting Minutes
- k.) List of Attendees of the General Meeting
- l.) Guide for the Voting in Proxy
- m.) General Meeting Internal Directive
- n.) Articles of Association
- o.) Letters of Explanation
- p.) Material Event Disclosures
- q.) Corporate Governance Principles Compliance Report
- r.) Guide for the Preparation of Dividend Distribution
- s.) Table of Dividend Distribution
- t.) Dividend Policy
- u.) Policy Concerning the Donations and Aids
- v.) Committee Duties and Working Principles
- w.) Remuneration Policy
- x.) Code of Conducts
- y.) Compensation Policy
- z.) Press Releases and Presentations, Information Society Services

## **9. FINANCIAL REPORTS AND ANNUAL REPORTS**

The financial reports prepared as per the respective international auditing standards and the pertinent provisions of the Capital Market Law and Communiqués, the footnotes thereto (including the approvals of the independent auditor in such periods for which an audit needs to be carried out) and, the annual reports are sent to BIST within in due time as per the pertinent legislations upon the approval thereof by the Audit Committee/ the Board of Directors. These documents are made available on the corporate website of the Company.

The financial institutions and shareholders are free to obtain the printed format of our annual reports in English and Turkish from the Investor Relations Department.

## **10. DOCUMENTS PREPARED AS PER THE CAPITAL MARKET LAW AND REGULATIONS**

Letters of explanation, circulars and announcements as well as similar documents prepared as per the Capital Market Law and regulations are disclosed to the public, announced and, made available on the corporate website.

## **11. ANNOUNCEMENTS AND ADVERTS MADE THROUGH THE TURKISH TRADE REGISTRY GAZETTE AND OTHER MEDIA OUTLETS**

Any fact concerning public disclosure as per the pertinent provisions of the Turkish Commercial Code, the Capital Markets Laws and Regulations and, the Articles of Association of the Company is announced on the Turkish Trade Registry Gazette and, through other media and press outlets if necessary.

## **12. GENERAL MEETINGS**

Before, during and after the General Meeting, it is ensured to make public disclosures as per the requirements as set forth under the pertinent provisions of the Capital Market Law and Regulations.

## **13. PRESS RELEASES**

The Company may issue Press Releases and hold Press Meetings in various aspects by means of using visual and printed media outlets in line with the pertinent provisions of the Capital Market Law and Regulations and, such reports, presentations and documents used at these meetings are made available on the corporate website of the Company.

## **14. UNFOUNDED NEWS**

The public and investors are informed in a detailed manner of such significant developments within the year in the form of written and visual press releases and, by means of material event disclosures sent to the Public Disclosure Platform (the “PDP”) and BIST. Depending on the content of the subject to be disclosed, this disclosure may be made by means of a press meeting. In case of rumors and unfounded news published on the media outlets with a content that is different than the information disclosed, then an inspection is carried out as to determine if a material event disclosure is required and, if it is required to do so, a disclosure is made on if the said rumors reflect the truth. However, if it is decided that there is no such requirement, then no disclosure is made.

## **15. TALKS WITH INVESTORS**

Questions and information requests from the media are assessed in writing and, sensitively answered. In order to be able to answer the questions from the investors or their representatives in a timely and accurate manner, the Investor Relations Department is formed. The Investor Relation Department and the Financial Affairs Department act in coordination in line with the Disclosure Policy.

The Investor Relations Department makes use of various instruments such as disclosures/announcements for direct information. All the meeting requests from the shareholders are answered positively and, it is ensured that they are in contact with the Company at the best level possible. It is ensured that the shareholders and analysts are able to follow up the developments concerning Alkim through the corporate website that is regularly updated.

| ALKİM ALKALİ KİMYA A.Ş. STATEMENT OF PROFIT DISTRIBUTION FOR 2022 (TL)    |                                                             |                |                            |
|---------------------------------------------------------------------------|-------------------------------------------------------------|----------------|----------------------------|
| 1.                                                                        | Issued / Paid Capital                                       |                | 150.000.000,00             |
| 2.                                                                        | General Legal Reserve Fund (Acc. to Legal Records)          |                | 19.832.699,92              |
| Privilege concerning dividends as per the articles of association, if any |                                                             |                | No privilege               |
|                                                                           |                                                             | Acc. to CMB    | Acc. to Legal Records (LR) |
| 3.                                                                        | Profit for the Period                                       | 840.784.246,00 | 291.280.364,01             |
| 4.                                                                        | Taxes (-)                                                   | 173.115.098,00 | 52.395.328,24              |
| 5.                                                                        | Net Profit for the Period (=)                               | 572.307.342,00 | 238.885.035,77             |
| 6.                                                                        | Losses from the Previous Periods (-)                        | 0,00           | 0,00                       |
| 7.                                                                        | General Legal Reserve Fund (-)                              | 11.944.251,79  | 11.944.251,79              |
| 8.                                                                        | Distributable Net Profit of the Period (=)                  | 560.363.090,21 | 226.940.783,98             |
| 9.                                                                        | Donations within the year (+)                               | 35,400         |                            |
| 10.                                                                       | Distributable Net Profit of the Period with Donations Added | 560.398.490,21 |                            |
| 11.                                                                       | First Dividend to Shareholders                              |                |                            |
|                                                                           | - Cash                                                      | 112.079.698,04 |                            |
|                                                                           | - Free of Charge                                            | 0,00           |                            |
|                                                                           | - Total                                                     | 112.079.698,04 |                            |
| 12.                                                                       | Dividends Distributed to Privileged Shareholders            | 0,00           |                            |
| 13.                                                                       | Other Dividends Distributed                                 |                |                            |
|                                                                           | - to Board Members                                          | 1.702.055,88   |                            |
|                                                                           | - to Employees                                              | 0,00           |                            |
|                                                                           | - to Non-Shareholders                                       | 0,00           |                            |
| 14.                                                                       | Dividends Distributed to Owners of Dividend Shares          | 0,00           |                            |
| 15.                                                                       | Second Dividend to Shareholders                             | 26.809.190,85  |                            |
| 16.                                                                       | General Legal Reserve Fund                                  | 13.309.094,48  |                            |
| 17.                                                                       | Statutory Reserves                                          | 0,00           | 0,00                       |
| 18.                                                                       | Special Reserves                                            | 0,00           | 0,00                       |
| 19.                                                                       | EXTRAORDINARY RESERVE FUND (+)                              | 406.463.050,97 | 73.040.744,74              |
| 20.                                                                       | Other Sources Foreseen to be Distributed                    | 0,00           | 0,00                       |

#### ALKİM ALKALİ KİMYA A.Ş. STATEMENTS OF DIVIDENT RATIOS FOR 2022

|       | TOTAL DIVIDENDS DISTRIBUTED |                     | TOTAL DIVIDENDS DISTRIBUTED/ DISTRIBUTABLE NET PROFIT OF THE PERIOD | DIVIDEND CORRESPONDING TO SHARE WITH A NOMINAL VALUE OF TL 1 |                |
|-------|-----------------------------|---------------------|---------------------------------------------------------------------|--------------------------------------------------------------|----------------|
|       | CASH (TL)                   | FREE OF CHARGE (TL) | PERCENTAGE (%)                                                      | AMOUNT (TL)                                                  | PERCENTAGE (%) |
| A     | 682.507,58                  |                     | 0,12                                                                | 0,833333                                                     | 83,3333        |
| B     | 561.172,90                  |                     | 0,10                                                                | 0,833333                                                     | 83,3333        |
| C     | 572.548,03                  |                     | 0,10                                                                | 0,833333                                                     | 83,3333        |
| D     | 3.791,71                    |                     | 0,00                                                                | 0,833333                                                     | 83,3333        |
| E     | 123.179.979,78              |                     | 21,98                                                               | 0,833333                                                     | 83,3333        |
| TOTAL | 125.000.000,00              |                     | 22,31                                                               | 0,833333                                                     | 83,3333        |

## 5.7. Curriculum Vitae and Declarations of Independence of the Independent Board Members

- **HIDIR MEHMET COLPAN**

Hıdır Mehmet Çolpan was born in 1949 in Sivrihisar. He graduated from the Department of Economics and Statistics, Middle East Technical University in 1973. He received master's degree in the Department of Financing and Investment, Exeter University in 1979. He worked in the General Directorate of Research, Turkish Central Bank between 1975 and 2004.

- **M. C. NAZIM BARBAROSOĞLU**

Mehmet Celadet Nazım Barbarosoğlu was born in 1956 in Istanbul, received his secondary school education from Kadıköy Anatolian High School, undergraduate education from the Department of Mechanical Engineering, University of Bradford and, master's degree from the Department of Automatic Control Engineering, University of Bradford.

He worked as an engineer in the department of heating and ventilation at Atatürk Airport for Arı-Alarko between 1981 and 1982.

He held the positions of the sales representative for construction equipment and mining machines, trucks, forklifts, marine engines, concrete machines, cranes and trailers; the manager of second hand sales, services, spare parts; Assistant General Manager and Board Member for Enka Pazarlama İhracat, İthalat A.Ş. between 1983 and 1998. He served as Chairman of the Board of Directors for Big Mak A.Ş. between 1999 and 2006.

He is current holding the position of Chairman of the Board of Directors for Okman Mühendislik Makine Sanayi ve Ticaret Ltd. Şti..

- **AZADE BAŞAĞA**

Born in Istanbul on 12.05.1948, Azade Başağa graduated from TED Ankara College and Hacettepe University French Philology. Currently, Greenactive Ltd. Sti. Green is the Co-Founder and President of Active PR.

It has designed and implemented environmental, social responsibility, product market share increase and corporate reputation development projects for the institutions it serves. Green Active PR has 14 International and 5 National awards. Most important awards:

- "The best communication company award" chosen by the students of Istanbul University
- IPRA "International Public Relations Association"
- PRSA "Public Relations Society of America"
- United Nations Special Award for Environment

## DECLARATION OF INDEPENDENCE

I hereby state that I intend to serve as an "Independent Member" of the Board of Directors of Alkim Alkali Kimya A.Ş. (Company) based on criteria laid down in the Corporate Governance Principles of the Capital Markets Board specified in the Communiqué on Corporate Governance (11-17.1), which was issued by the Capital Markets Board and promulgated in the 28871st issue of the Official Gazette on January 3, 2014 and the applicable legislation and the articles of incorporation.

a) There was no employment relationship with the Company and partnerships in which the company has management control as defined in Turkey Financial Reporting Standards 10 or has significant influence under Turkey Accounting Standards 28 and shareholders who control the company's management or have significant influence over the company and legal entities where such shareholders hold management control and myself, my spouse, and relatives by blood or marriage up to the second degree which involves employment at managerial position and that I did not own more than 5% of the capital or voting rights or privileged shares or had a material business relationship in the past five years,

b) I did not assume key positions and responsibilities as an executive or acquired an interest (5% or more) and/or served as a member of the board of directors within any company from which the company purchased a significant amount of services or products, including the company's audit (including tax audit, statutory audit, and internal audit), rating, and consultancy under agreements concluded in the past five years,

c) I have professional education, knowledge and experience to dully perform the duties I shall assume for the position of an independent board member

ç) I have not worked / will not work for any public agency or institution on full time basis currently /after my election as a member except for working as a lecturer in a university provided that it is consistent with the applicable legislation,

d) I am a resident of Turkey pursuant to the Income Tax Law numbered 193 and dated 12/31/1960,

e) I have strong ethical standards, professional reputation, and experience for making positive contributions to the Company's operations and maintaining my impartiality regarding any conflict of interest between the company and shareholders and freely making decisions by taking account of the rights of stakeholders,

f) I will spare time for performing representational functions on behalf of the company, which the Board of Directors may assign to me, as well as the company's affairs so that I will be able to monitor the company's operations and fully discharge the tasks that I have undertaken,

g) I have not served as a member of the company's Board of Directors for more than six years in the past ten years,

ğ) I have not served as an independent board member in more than three companies controlled by the company or its controlling shareholders or more than five companies listed in the stock,

h) I was not registered and announced on behalf of a legal entity elected as a board member..

I hereby inform the Board of Directors, shareholders, and all stakeholders accordingly.

Date : 22.02.2021

Name and Surname: : HIDIR MEHMET ÇOLPAN

Signature : HIDIR MEHMET ÇOLPAN



## DECLARATION OF INDEPENDENCE



I hereby state that I intend to serve as an “Independent Member” of the Board of Directors of Alkim Alkali Kimya A.Ş. (Company) based on criteria laid down in the Corporate Governance Principles of the Capital Markets Board specified in the Communiqué on Corporate Governance (11-17.1), which was issued by the Capital Markets Board and promulgated in the 28871st issue of the Official Gazette on January 3, 2014 and the applicable legislation and the articles of incorporation.

a) There was no employment relationship with the Company and partnerships in which the company has management control as defined in Turkey Financial Reporting Standards 10 or has significant influence under Turkey Accounting Standards 28 and shareholders who control the company’s management or have significant influence over the company and legal entities where such shareholders hold management control and myself, my spouse, and relatives by blood or marriage up to the second degree which involves employment at managerial position and that I did not own more than 5% of the capital or voting rights or privileged shares or had a material business relationship in the past five years,

b) I did not assume key positions and responsibilities as an executive or acquired an interest (5% or more) and/or served as a member of the board of directors within any company from which the company purchased a significant amount of services or products, including the company’s audit (including tax audit, statutory audit, and internal audit), rating, and consultancy under agreements concluded in the past five years,

c) I have professional education, knowledge and experience to dully perform the duties I shall assume for the position of an independent board member

ç) I have not worked / will not work for any public agency or institution on full time basis currently /after my election as a member except for working as a lecturer in a university provided that it is consistent with the applicable legislation,

d) I am a resident of Turkey pursuant to the Income Tax Law numbered 193 and dated 12/31/1960,

e) I have strong ethical standards, professional reputation, and experience for making positive contributions to the Company’s operations and maintaining my impartiality regarding any conflict of interest between the company and shareholders and freely making decisions by taking account of the rights of stakeholders,

f) I will spare time for performing representational functions on behalf of the company, which the Board of Directors may assign to me, as well as the company’s affairs so that I will be able to monitor the company’s operations and fully discharge the tasks that I have undertaken,

g) I have not served as a member of the company’s Board of Directors for more than six years in the past ten years,

ğ) I have not served as an independent board member in more than three companies controlled by the company or its controlling shareholders or more than five companies listed in the stock,

h) I was not registered and announced on behalf of a legal entity elected as a board member..

I hereby inform the Board of Directors, shareholders, and all stakeholders accordingly.

Date : 22.02.2021

Name and Surname: : MEHMET CELADET NAZIM BARBAROSOĞLU

Signature : MEHMET CELADET NAZIM BARBAROSOĞLU

#### DECLARATION OF INDEPENDENCE

I hereby state that I intend to serve as an “Independent Member” of the Board of Directors of Alkim Alkali Kimya A.Ş. (Company) based on criteria laid down in the Corporate Governance Principles of the Capital Markets Board specified in the Communiqué on Corporate Governance (11-17.1), which was issued by the Capital Markets Board and promulgated in the 28871st issue of the Official Gazette on January 3, 2014 and the applicable legislation and the articles of incorporation.

a) There was no employment relationship with the Company and partnerships in which the company has management control as defined in Turkey Financial Reporting Standards 10 or has significant influence under Turkey Accounting Standards 28 and shareholders who control the company’s management or have significant influence over the company and legal entities where such shareholders hold management control and myself, my spouse, and relatives by blood or marriage up to the second degree which involves employment at managerial position and that I did not own more than 5% of the capital or voting rights or privileged shares or had a material business relationship in the past five years,

b) I did not assume key positions and responsibilities as an executive or acquired an interest (5% or more) and/or served as a member of the board of directors within any company from which the company purchased a significant amount of services or products, including the company's audit (including tax audit, statutory audit, and internal audit), rating, and consultancy under agreements concluded in the past five years,

c) I have professional education, knowledge and experience to dully perform the duties I shall assume for the position of an independent board member

ç) I have not worked / will not work for any public agency or institution on full time basis currently /after my election as a member except for working as a lecturer in a university provided that it is consistent with the applicable legislation,

d) I am a resident of Turkey pursuant to the Income Tax Law numbered 193 and dated 12/31/1960,

e) I have strong ethical standards, professional reputation, and experience for making positive contributions to the Company's operations and maintaining my impartiality regarding any conflict of interest between the company and shareholders and freely making decisions by taking account of the rights of stakeholders,

f) I will spare time for performing representational functions on behalf of the company, which the Board of Directors may assign to me, as well as the company's affairs so that I will be able to monitor the company's operations and fully discharge the tasks that I have undertaken,

g) I have not served as a member of the company's Board of Directors for more than six years in the past ten years,

ğ) I have not served as an independent board member in more than three companies controlled by the company or its controlling shareholders or more than five companies listed in the stock,

h) I was not registered and announced on behalf of a legal entity elected as a board member..

I hereby inform the Board of Directors, shareholders, and all stakeholders accordingly.

Date : 30.01.2023

Name and Surname: : AZADE BAŞAĞA

Signature

