

**MINUTES OF THE ORDINARY GENERAL ASSEMBLY MEETING OF
AFYON ÇİMENTO SANAYİ TRK A.Ş. DATED MARCH 27th 2025**

The Ordinary General Assembly Meeting of Afyon Çimento Sanayi Trk A.Ş. for the year 2024 was held on March 27, 2025 at 9.00 at the address of Sabancı Center Kule:2 4.Levent - ISTANBUL under the supervision of the Ministry Representative Aysun ARASOĞLU who was assigned with the letter of the Istanbul Governorship Provincial Directorate of Commerce, dated 25.03.2025 and numbered 107677001.

The invitation for the meeting was made in due time as stipulated in the Law and the Articles of Association, including the agenda, by being published in the Turkish Trade Registry Gazette dated March 04, 2025 and numbered 11281, on the Company's website "www.afyoncimento.com" and in the Electronic General Assembly System of the Central Registry Agency.

From the examination of the list of attendees, out of 40.000.000.000 shares with a nominal value of 1 Kurus each corresponding to the Company's total capital of TRY 400.000.000, a total of TRY 205.397.079,796 was represented at the meeting, of which TRY 205.397.429,796 was represented on behalf. And it has been determined that the minimum meeting quorum stipulated in the law and the articles of association is present.

Accordingly, upon the understanding that the minimum meeting quorum stipulated in both the Law and the Articles of Association, the meeting was opened by the Chairman of the Board of Directors, Mr. Burak Turgut ORHUN, by stating that the Company auditor DRT Bağımsız Denetim ve Serbest Muhasebeci Mali Müşavirlik A.Ş. represented by Auditor Partner **Volkan BECERİK**, was present at the meeting and it was proceeded with the discussion of the agenda items.

As a result of the negotiations made in accordance with the agenda, the following decisions were taken:

1. Upon the proposal, Şerafettin KARAKIŞ was elected as the chairman of the meeting with TRY 205.397.329,796 positive votes against TRY 100 negative votes.

The Meeting Chairman has appointed Ersin KAPLAN as the Vote Collection Officer and Mustafa AYDIN as the Clerk, and the Meeting Chairmanship has been formed.

In addition, Mahmut Bahadır YILMAZER, one of the Company employees who holds the Central Registry Agency Electronic General Assembly System Certificate Expertise, was appointed by the Meeting Chairman to use the "Electronic General Assembly" system.

TRY 1.397.080 shares were represented electronically at the meeting.

Since there was no request to change the order of discussion of the agenda items, the discussion of the agenda items continued in the order in which they were announced.

2. The 2024 Activity Report of the Board of Directors was accepted as read after the proposal submitted to the chairmanship of the meeting, by the attendees by majority vote, with TRY 205.397.329,796 positive votes against TRY 100 negative votes.

3. As a result of the acceptance of the proposal submitted to the chairmanship of the meeting by majority vote, with TRY 205.397.329,796 positive votes against TRY 100 negative votes,

the opinions sections of the 2024 Auditor Reports were read and the shareholders were informed.

4. As a result of the acceptance of the proposal with TRY 205.397.329,796 positive votes against TRY 100 negative votes, the consolidated financial statements for the year 2024 were read and discussed at the main accounts level.

As a result of the voting, the consolidated financial statements of the Company for the year 2024 were approved with TRY 205.397.329,796 positive votes against TRY 100 negative votes.

5. As a result of the voting, the members of the Board of Directors were released from their activities in 2024 with TRY 205.397.329,796 positive votes against TRY 100 negative votes.

6. As a result of the acceptance of the proposal proposed by the Board of Directors regarding the utilization method of 2024 profit with TRY 205.397.329,796 positive votes against TRY 100 negative votes;

It has been resolved that; the net distributable profit of TL 404,257,874.60, which is obtained after deducting the legal obligations and noncontrolling shares as stipulated in the CMB communiqués and Article 26 of our Articles of Association from the consolidated profit of 2024 calculated in accordance with the CMB Legislation, will be completed from the retained earnings and distributed as follows.

First Profit Share	TRY 20.000.000,00
Second Profit Share	TRY 346.257.874,60
Retained Earnings	TRY 33.742.125,40
Total Profit Share	TRY 400.000.000,00

General Legal Reserve	TRY 55.272.044,53
Extraordinary Reserve	TRY 1.998.608.837,16

As a result of distributing profits according to the above principles, it has been decided to distribute the gross profit share of TRY 400,000,000.00 from the net distributable term profit in our legal records, after deducting legal obligations and to transfer the remaining amount to extraordinary reserves.

Herewith, it was decided to distribute TRY 400.000.000,00 gross profit shares from the Profit of 2024 to the shareholders representing TRY 400.000.000,00 capital in cash as of 08.04.2025, depending on their legal status.

7. Upon the proposal, It is decided with TRY 203.999.999,796 positive votes against TRY 1.397.430 negative votes that a gross monthly fee of TRY 60,000 (Ninety Thousand TRY) to be paid to each Independent Member of Board of Directors during the duty term and not to make any payments to other Board Members.

8. As a result of voting; Considering the recommendation of the Audit Committee and the Board of Directors, it was resolved to appoint DRT Bağımsız Denetim ve Serbest Muhasebeci Mali Müşavirlik A.Ş. as the Auditor to audit the financial reports of the Company for the fiscal year 2025 in accordance with the principles set out in the Turkish Commercial Code No. 6102 and Capital Markets Law No. 6362, assurance audit of sustainability reports for 2024 and 2025 and to carry out other activities within the scope of the relevant regulations in these laws with TRY 205.397.329,796 positive votes against TRY 100 negative votes.

9. In accordance with the Article 24 of the Articles of Association and the "Capital Markets Board's Dividend Communiqué No. II-19.1", it was resolved to authorize the Board of Directors to decide on the distribution of advance dividends, limited to the fiscal year 2025 and the event that the Board of Directors decides to distribute advance dividends during the year and there is insufficient profit or loss at the end of the accounting period of 2025, the advance dividend to be distributed shall be offset against other resources that can be subject to dividend distribution in the statement of financial position dated 31.12.2025 with TRY 205.397.329,796 positive votes against TRY 100 negative votes.

10. Shareholders were informed that total of TRY 49.583.695,00 was donated to various public institutions and organizations during the year.

11. Upon the proposal, it is decided to set the limit of the donations to be made by the Company in 2025 as 5% (five percent) of its profit before tax and/or TRY 100,000,000 with TRY 204.000.249,796 positive votes against TRY 1.397.180 negative votes.

12. It was resolved to grant permission to the Chairman and Members of the Board of Directors to carry out the transactions specified in Articles 395 and 396 of the Turkish Commercial Code with TRY 205.397.329,796 positive votes against TRY 100 negative votes.

13. The floor was given to the shareholders who wanted to speak to convey their wishes.

Since there were no matters to be discussed on the agenda, the Meeting Chairman declared that the meeting quorum was maintained throughout the meeting and closed the meeting.

These 3-page minutes were issued and signed at the meeting place following the meeting. Istanbul, 27.03.2025 09.30.

MINISTRY REPRESENTATIVE
Aysun ARASOĞLU

CHAIRMAN OF MEETING
Şerafettin KARAKIŞ

VOTE COLLECTOR
Ersin KAPLAN

CLERK OF MINUTES
Mustafa AYDIN