



**BOARD OF DIRECTORS' REPORT**  
**PREPARED IN ACCORDANCE WITH COMMUNIQUE NO. II-14.1**

**01 JANUARY – 30 SEPTEMBER 2021**

INTERIM BOARD OF DIRECTORS' REPORT  
PREPARED IN ACCORDANCE WITH COMMUNIQUE NO. II-14.1

**A- GENERAL INFORMATION**

**1. Reporting Period**

01/01/2021 - 30/09/2021

**2.**

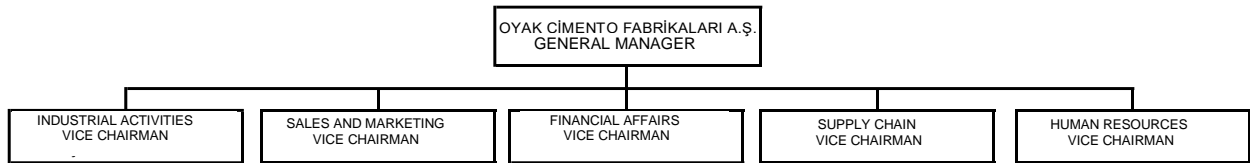
- **Commercial Name** : OYAK Çimento Fabrikaları A.Ş.
- **Trade Registration Number** : 445644 (Mersis No: 0612005096100011)
- **Headquarters contact information** :  
Çukurambar Mah. 1480. Sok. No:2 A/56
- **Address** : Çankaya/ANKARA
- **Phone** : 0(312) 220 02 90
- **Fax** : 0(312) 220 02 91
- **Website address** : www.oyakcimento.com

**3. Shareholding Structure and Capital Distribution, Organization**

Registered Capital Ceiling (TRY) : 1.500.000.000 TRY  
Paid-in capital (TRY) : 1.159.793.441 TRY

Shareholders	Nominal Value (TRY)	Share of Capital (%)
OYAK Çimento A.Ş.	849.507.226,71	73,25
Other	310.286.214,29	26,75
<b>Grand Total</b>	<b>1.159.793.441,00</b>	<b>100,00</b>

**4. Organizational Structure of the Company**



**5. Explanations on privileged shares and voting rights of shares**

There are no privileged shares in the Company.

**6. Information about the Board of Directors, executive officers and number of personnel**

Board members are assigned in accordance with the provisions of the Articles of Association of our Company per the Turkish Commercial Code and related regulations. Changes during the period are made by the Board of Directors' decision subject to approval in the next Ordinary General Assembly. The Ordinary General Assembly of the Company for the year 2020 was convened on 31/03/2021.

Board Members:

**INTERIM BOARD OF DIRECTORS' REPORT  
PREPARED IN ACCORDANCE WITH COMMUNIQUE NO. II-14.1**

<b>Company</b>	<b>Duties</b>	<b>Term Start Date</b>
OYKA Kağıt Ambalaj Sanayii ve Ticaret A.Ş. (Person Acting on its Behalf: Suat ÇALBIYIK)	Chairman of the Board of Directors	20/09/2016
OYAK Pazarlama Hizmet ve Turizm A.Ş. (Person Acting on its Behalf: Mehmet OKKAN)	Vice Chairman of the Board of Directors	10/06/2021
ATAER Holding A.Ş. (Person Acting on its Behalf: Muammer ATILA)	Board Member	10/06/2021
OYTAŞ İç ve Dış Ticaret A.Ş. (Person Acting on its Behalf: Ramazan PATIR)	Board Member	10/06/2021
OYAK Denizcilik ve Liman İşletmeleri A.Ş. (Person Acting on its Behalf: İhsan Kağan BAYRAKTAR)	Board Member	05/08/2019
OMSAN Lojistik A.Ş. (Person Acting on its Behalf: Adalet TUNÇER)	Board Member	19/03/2020
Kazım YETİŞ	Independent Board Member (Chairman of the Audit Committee, Member of the Early Risk Detection Committee)	19/03/2020
Sezai Afif ENSARİ	Independent Board Member (Chairman of the Early Risk Detection Committee, Member of the Corporate Governance Committee)	19/03/2020
Abdurrahman ÇELİKER	Independent Board Member Chairman of the Corporate Governance Committee, Member of the Audit Committee	19/03/2020

**Changes Made to the Board of Directors During the Period**

The Independent Board Members have been assigned in the General Assembly meeting on 31/03/2021 until the next ordinary general assembly meeting, the Board Members other than the Independent Board Members have been assigned in the general assembly meeting on 19/03/2020 until the Ordinary General Assembly meeting regarding the activities in 2022.

In the Board Meeting dated 31/03/2021;

- Mr. Volkan ÜNLÜEL has been appointed as the real person acting on behalf of OYAK Pazarlama Hizmet ve Turizm A.Ş., as of 31<sup>st</sup> of March 2021, replacing Mr. Hayati NAZİK, per the Board of Directors' decision of OYAK Pazarlama Hizmet ve Turizm A.Ş., which is a legal person that is a Board member of our Company,

- Mr. Alpaslan SİNAN has been appointed as the real person acting on behalf of ATAER Holding A.Ş., as of 31<sup>st</sup> of March 2021, replacing Mr. Mehmet Ali BAŞDOĞAN, per the Board of Directors' decision of ATAER Holding A.Ş., which is a legal person that is a Board member of our Company,

- Ms. Selda ÜNAL has been appointed as the real person acting on behalf of OYTAŞ İç ve Dış Ticaret A.Ş., as of 31<sup>st</sup> of March 2021, replacing Mr. Mustafa KOCAEREN, per the Board of Directors' decision of OYTAŞ İç ve Dış Ticaret A.Ş., which is a legal person that is a Board member of our Company

**INTERIM BOARD OF DIRECTORS' REPORT  
PREPARED IN ACCORDANCE WITH COMMUNIQUE NO. II-14.1**

- OYKA Kağıt Ambalaj Sanayii ve Ticaret A.Ş. has been appointed as the Chairman of the Board of Directors (Person Acting on its Behalf: Suat ÇALBIYIK),
- OYAK Denizcilik ve Liman İşletmeleri A.Ş. has been appointed as the Vice President of the Board of Directors (Person Acting on its Behalf: İhsan Kağan BAYRAKTAR),

In the Board Meeting dated 10/06/2021;

- Mr. Mehmet OKKAN has been appointed as the real person acting on behalf of OYAK Pazarlama Hizmet ve Turizm A.Ş., as of 10<sup>th</sup> of June 2021, replacing Mr. Volkan ÜNLÜEL, per the Board of Directors' decision of OYAK Pazarlama Hizmet ve Turizm A.Ş., which is a legal person that is a Board member of our Company,
- Mr. Muammer ATİLA has been appointed as the real person acting on behalf of ATAER Holding A.Ş., as of 10<sup>th</sup> of June 2021, replacing Mr. Alpaslan SİNAN, per the Board of Directors' decision of ATAER Holding A.Ş., which is a legal person that is a Board member of our Company,
- Mr. Ramazan PATIR has been appointed as the real person acting on behalf of OYTAŞ İç ve Dış Ticaret A.Ş., as of 10<sup>th</sup> of June 2021, replacing Ms. Selda ÜNAL, per the Board of Directors' decision OYTAŞ İç ve Dış Ticaret A.Ş., which is a legal person that is a Board member of our Company,
- OYAK Pazarlama Hizmet ve Turizm A.Ş. (Person Acting on its Behalf: Mehmet OKKAN) has been appointed as Vice President of the Board, replacing OYAK Denizcilik ve Liman İşletmeleri A.Ş. (Person Acting on its Behalf: İhsan Kağan BAYRAKTAR) that had been serving as Vice President of the Board,
- OYAK Denizcilik ve Liman İşletmeleri A.Ş. (Person Acting on its Behalf: İhsan Kağan BAYRAKTAR) which had been serving as Vice President of the Board has been appointed as a Board member.

**Duties and Powers of the Board Members**

The Chairman and Members of the Board of Directors have the duties and powers set out in the relevant articles of the Turkish Commercial Code and the Articles of Association of the Company.

**Numbers of Board Meetings Convened throughout the Year and Attendance by the Board Members to these Meetings**

For the period 01/01/2021-30/09/2021, the Board of Directors has convened 15 times and 38 resolutions have been adopted. Board Members regularly attended these meetings.

**Committee Members of the Committees of the Board of Directors, Frequency of Meetings, Working Principles, including the Activities to be Carried Out, and Evaluation of the Board of Directors on the Effectiveness of the Committees**

In 2021, the Audit Committee has convened 3 time, the Corporate Governance Committee has convened 4 times, and the Early Risk Detection Committee has convened 4 time. Board Members regularly attended these meetings. Working guidelines for committees are available on [www.oyakcemento.com](http://www.oyakcemento.com).

**INTERIM BOARD OF DIRECTORS' REPORT  
PREPARED IN ACCORDANCE WITH COMMUNIQUE NO. II-14.1**

The Company's Board of Directors has established the Audit Committee, the Corporate Governance Committee and the Early Risk Detection Committee in order to properly fulfill its duties and responsibilities and comply with Corporate Governance Principles, and has published the principles of the functioning of the Committees on the website. The Audit Committee and the Corporate Governance Committee of the Board of Directors meet every 3 months, and the Early Risk Detection Committee meets every 2 months and informs the board of directors in accordance with the purposes specified in the operating principles. Under the framework of the Corporate Governance Communiqué of the Capital Markets Board, the authority, duty and responsibility for the fulfillment of the tasks stipulated for the Nomination Committee and the Remuneration Committee are also assigned to the Corporate Governance Committee. No external consulting service has been procured by the committees throughout the year.

Committee	Duties	Name and Surname	Title	Meeting Frequency
<b>Supervision Committee</b>	Chairman	Kazım YETİŞ	Independent Member	Once every 3 month period, at least four times a year.
	Member	Abdurrahman ÇELİKER	Independent Member	
<b>Corporate Governance Committee</b>	Chairman	Abdurrahman ÇELİKER	Independent Member	Once every 3 month period, at least four times a year.
	Member	Sezai Afif ENSARİ	Independent Member	
	Member	Enes Ensari VARDAR	Investor Relations Manager	
<b>Early Risk Detection Committee</b>	Chairman	Sezai Afif ENSARİ	Independent Member	Once every 2 month period, at least six times a year.
	Member	Kazım YETİŞ	Independent Member	

#### Executive Officers

Executive Officers	Duties	Term Start Date
Ali PASTONOĞLU	OYAK Çimento Fabrikaları A.Ş. General Manager	18.08.2020
Kadir Kaan KAHVECİ	Vice Chairman - Financial Affairs	10.06.2020
Cem ÇELİK	Vice Chairman - Sales and Marketing	10.06.2020
Sabri Levent ÖZÇENGEL	Vice Chairman - Human Resources	10.06.2020
Ozan ERİNÇKAN	Vice Chairman - Supply Chain	10.06.2020

The number of our company personnel is 2.041 people, including 1.437 that are covered by collective agreements and 604 that are not covered by collective agreements.

#### Changes to Executive Officers during the Period

During the period, İlker Vedat ULUĞTEKİN Vice Chairman - Industrial Activities who worked in executive level has resigned his position at our Company.

INTERIM BOARD OF DIRECTORS' REPORT  
PREPARED IN ACCORDANCE WITH COMMUNIQUE NO. II-14.1

**7. Actions of Board Members with the company on behalf of themselves or someone else, as well as activities falling under non-competition**

In the Ordinary General Assembly meeting held on 31/03/2021 regarding the activities of the Company for 2020, board members were granted permission for 2021 to carry out transactions within the framework of the relevant articles of the TCC. In this context, no transaction has occurred.

**8. Employee and Worker Movements and Collective Agreement Practices and Rights and Benefits Provided to Employees and Workers**

Personnel working in the Company, whether covered by collective agreements or not, work in accordance with the Social Insurance and General Health Insurance Law No. 5510, in terms of social security, and the Labor Law No. 4857 in terms of labor law.

The personnel's (not covered by collective agreements) personal rights are managed in accordance with the employment contracts signed by the Company and the employee, and the personnel's (covered by collective agreements) personal rights are managed in accordance with the provisions of the collective labor agreement. The workers are affiliated with the Turkish Çimse-İş labor union and the collective labor agreements cover the dates 01/01/2020 - 31/12/2021.

Amount of provision for severance pay allocated at the end of the period in accordance with Communiqué No. II-14.1 of the CMB is TRY 99.004.172 .

**9. Corporate Governance Principles Compliance Report**

"Corporate Governance Principles" published by the Capital Markets Board are followed and applied during the period 01/01/2021 - 30/09/2021.

**10. Amendments to the Articles of Association**

In the General Assembly meeting dated 31/03/2021, the following amendments were made to the articles of association.

**INTERIM BOARD OF DIRECTORS' REPORT  
PREPARED IN ACCORDANCE WITH COMMUNIQUE NO. II-14.1**

FORMER TEXT	NEW TEXT
<p><b>Share and Share Transfer and Capital of the Company:</b></p> <p><b>Article 7</b> - The Company adopted the registered capital system in accordance with the provisions of the Capital Market Law (CMB) No. 6362 and transitioned to this system with the approval of the Capital Market Board dated 02.05.1991 and numbered 292. The Company's Registered Capital Ceiling Is 200,000,000.- TRY (<del>two hundred million</del> TRY). The Company's issued capital is 1,159,793,441, paid in full.- TRY. (one billion one hundred and fifty nine million seven hundred ninety three thousand and four hundred and forty one TRY)</p> <p>This capital is divided into 115.979.344.100 (one hundred and fifteen billion, nine hundred and seventy-nine million, three hundred and forty-four thousand and a hundred) shares with each at a nominal value of 1 Kuruş (one kuruş).</p> <p>The distribution of shares representing the issued capital is shown below. Cash: 168,391,920 shares, 1,683,919.20 TRY, funds of increase after reevaluation: 2,160,389,230 shares, 21,603,892.30 TRY, Positive Inflation Adjustment Difference: 6.673.309.350 shares, 66.733.093, 50 TRY, Extraordinary Reserves : 654.436.100 shares ,6.544.361,00 TL, status reserves: 1.295.873.400 shares,12.958.734, 00 TRY and 1.050.269.441 TRY increased capital, covered by the acquisition and merger of the companies Adana Çimento Sanayii T.A.Ş., Aslan Çimento A.Ş., Bolu Çimento Sanayii A.Ş. and Ünye Çimento Sanayii ve Ticaret A.Ş., along with all of the assets and liabilities and rights and obligations, in total, in accordance with art. 134 et. al. of the Turkish Commercial Code No. 6102, art. 19 and 20 of the Corporate Tax Law No. 5520, art. 23, 24 and other relevant articles of the Capital Markets Law No. 6362; the Communiqué on Merger and Demerger (II-23.2) and the Communiqué on the Common Principles Regarding Significant Transactions and the Right to Leave (II-23.1) and other relevant provisions of the legislation and per the principles agreed upon in the merger agreement executed by the companies merged therein dated.</p> <p>Shares issued in exchange for this increased amount of capital have been distributed, based on the merger and conversion ratios determined by the expert firm report dated February 10, 2020, to the shareholders of Adana Çimento Sanayii T.A.Ş.,</p>	<p><b>Share and Share Transfer and Capital of the Company:</b></p> <p><b>Article 7</b> - The Company adopted the registered capital system in accordance with the provisions of the Capital Market Law (CMB) No. 6362 and transitioned to this system with the approval of the Capital Market Board dated 02.05.1991 and numbered 292. The Company's Registered Capital Ceiling Is <b>1,500,000,000.- TRY (one billion five hundred million TRY)</b>. The Company's issued capital is 1,159,793,441, paid in full.- TRY. (one billion one hundred and fifty nine million seven hundred ninety three thousand and four hundred and forty one TRY)</p> <p>This capital is divided into 115.979.344.100 (one hundred and fifteen billion, nine hundred and seventy-nine million, three hundred and forty-four thousand and a hundred) shares with each at a nominal value of 1 Kuruş (one kuruş).</p> <p>The distribution of shares representing the issued capital is shown below. Cash: 168,391,920 shares, 1,683,919.20 TRY, funds of increase after reevaluation: 2,160,389,230 shares, 21,603,892.30 TRY, Positive Inflation Adjustment Difference: 6.673.309.350 shares, 66.733.093, 50 TRY, Extraordinary Reserves : 654.436.100 shares ,6.544.361,00 TL, status reserves: 1.295.873.400 shares,12.958.734, 00 TRY and 1.050.269.441 TRY increased capital, covered by the acquisition and merger of the companies Adana Çimento Sanayii T.A.Ş., Aslan Çimento A.Ş., Bolu Çimento Sanayii A.Ş. and Ünye Çimento Sanayii ve Ticaret A.Ş., along with all of the assets and liabilities and rights and obligations, in total, in accordance with art. 134 et. al. of the Turkish Commercial Code No. 6102, art. 19 and 20 of the Corporate Tax Law No. 5520, art. 23, 24 and other relevant articles of the Capital Markets Law No. 6362; the Communiqué on Merger and Demerger (II-23.2) and the Communiqué on the Common Principles Regarding Significant Transactions and the Right to Leave (II-23.1) and other relevant provisions of the legislation and per the principles agreed upon in the merger agreement executed by the companies merged therein.</p> <p>Shares issued in exchange for this increased amount of capital have been distributed, based on the merger and conversion ratios determined by the expert firm report dated February 10, 2020, to the shareholders of Adana Çimento Sanayii T.A.Ş.,</p>

**INTERIM BOARD OF DIRECTORS' REPORT  
PREPARED IN ACCORDANCE WITH COMMUNIQUE NO. II-14.1**

<p>Aslan Çimento A.Ş., Bolu Çimento Sanayii A.Ş., Ünye Çimento Sanayii ve Tic. A.Ş., companies that were liquidated per the merger, free of charge.</p> <p>In accordance with the capital market legislation, all shares of the Company, except those traded on the stock exchange, are registered shares. The Company may not issue bearer shares except those that will be issued to be traded on the stock exchange.</p> <p>The Board of Directors is authorized to increase the issued capital by issuing bearer shares up to the registered capital ceiling when it deems necessary in accordance with the provisions of the CMB, between <del>2018-2022</del>. The registered capital ceiling permit issued by the Capital Markets Board is valid for the years <del>2018-2022</del> (5 years). Even if, at the end of <del>2022</del>, the authorized ceiling of the registered capital has not been reached, in order for the board of directors to decide on increasing capital after <del>2022</del>, it is necessary to obtain authorization from the general assembly for a new period by obtaining permission from the Capital Markets Board for the previously authorized ceiling or a new ceiling amount. If such an authorization is not obtained, capital can not be increased by a resolution of the Board of Directors.</p> <p>Under the condition of conformity with the provisions of the Turkish Commercial Code and the Capital Markets Law, the Board of Directors is authorized to limit the right of shareholders to purchase new shares and to issue shares above their nominal value.</p> <p>Shares representing the capital are monitored within the framework of the principles of dematerialization. Each share is entitled to 1 vote.</p> <p>During the pre-license period and until the production license is obtained, no action or transaction that will result in a direct or indirect change of the Company's shareholding structure, transfer of shares or share certificates may be carried out, except for the exceptions specified in the Electricity Market License regulation.</p> <p>After having obtained a production license, for any transfer of shares or share certificates resulting in an acquisition of shares that represent ten percent (five percent for publicly traded companies) or more of the capital of the Company, directly or indirectly by a real or legal person, or a change of control within the shareholding structure of the Company, free of the changes in shareholding percentages mentioned above, or other transactions having such results, - before the transaction is carried out - in every case and at</p>	<p>Aslan Çimento A.Ş., Bolu Çimento Sanayii A.Ş., Ünye Çimento Sanayii ve Tic. A.Ş., companies that were liquidated per the merger, free of charge.</p> <p>In accordance with the capital market legislation, all shares of the Company, except those traded on the stock exchange, are registered shares. The Company may not issue bearer shares except those that will be issued to be traded on the stock exchange.</p> <p>The Board of Directors is authorized to increase the issued capital by issuing bearer shares up to the registered capital ceiling when it deems necessary in accordance with the provisions of the CMB, between <b>2021-2025</b>. The registered capital ceiling permit issued by the Capital Markets Board is valid for the years <b>2021-2025</b> (5 years). Even if, at the end of <b>2025</b>, the authorized ceiling of the registered capital has not been reached, in order for the board of directors to decide on increasing capital after <b>2025</b>, it is necessary to obtain authorization from the general assembly for a new period by obtaining permission from the Capital Markets Board for the previously authorized ceiling or a new ceiling amount. If such an authorization is not obtained, capital can not be increased by a resolution of the Board of Directors.</p> <p>Under the condition of conformity with the provisions of the Turkish Commercial Code and the Capital Markets Law, the Board of Directors is authorized to limit the right of shareholders to purchase new shares and to issue shares above their nominal value.</p> <p>Shares representing the capital are monitored within the framework of the principles of dematerialization. Each share is entitled to 1 vote.</p> <p>During the pre-license period and until the production license is obtained, no action or transaction that will result in a direct or indirect change of the Company's shareholding structure, transfer of shares or share certificates may be carried out, except for the exceptions specified in the Electricity Market License regulation.</p> <p>After having obtained a production license, for any transfer of shares or share certificates resulting in an acquisition of shares that represent ten percent (five percent for publicly traded companies) or more of the capital of the Company, directly or indirectly by a real or legal person, or a change of control within the shareholding structure of the Company, free of the changes in shareholding percentages mentioned above, or other transactions having such results, - before the transaction is carried out - in every case and at</p>
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**INTERIM BOARD OF DIRECTORS' REPORT  
PREPARED IN ACCORDANCE WITH COMMUNIQUE NO. II-14.1**

every single time, it is necessary to obtain an approval from the Energy Market Regulatory Authority. If the transfer of shares is not completed within six months from the date of approval, the said approval will be invalid. Each share is entitled to 1 vote.	every single time, it is necessary to obtain an approval from the Energy Market Regulatory Authority. If the transfer of shares is not completed within six months from the date of approval, the said approval will be invalid. Each share is entitled to 1 vote.
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**B- Financial Rights Granted to Board Members and Executive Officers**

**1. Total amount of financial benefits such as attendance payment, remuneration, premia, bonuses and dividends**

In the General Assembly meeting which took place on 31/03/2021, it has been decided to pay a net remuneration of 8.100 TRY/Month as of 01/04/2021 to the Independent Board Members who are to serve until the next Ordinary General Meeting and to not pay any remuneration to the other Board Members. In addition, Life Insurance (death) have been granted for all Board Members.

No performance-based rewarding payments have been made to the Board members.

During the period, no amounts were credited to the board members and managers, directly or through a third party as a personal loan, and no guarantees such as collateral were given in their favor.

The salaries of the Company's executive officers are determined by the Company's Board of Directors. Additional performance-based payments are made within the Company to non-covered personnel, including the Company's executive officers.

A total of TRY 10.607.474 is recorded as an expense in the reporting period as wages and other short term benefits for the executive officers of the Company.

**2. Information on the total amount of allowances, travel, accommodation and representation expenses, as well as in-kind and cash benefits, insurance and similar guarantees**

Expenses were not recorded during the reporting period in relation to the Company's Board members.

**C- Research and Development Activities**

R&D activities regarding concrete designs for our current and alternative customers, along with studies carried out for the purposes of alternative energy sources in the manufacturing process at our Company, development of new products and product applications, are currently being carried out;

Per the cooperation protocols executed by "Çukurova University Faculty of Engineering and Architecture", and "Adana Science and Technology University"; work for R&D, innovation, business development, project studies for scientific and technological research, project-based articles and working papers, and work that would ensure an experimentation capacity at a national or international level to ensure the efficient use and sustainability of research infrastructure are currently ongoing.

For the period 01/01/2021-30/09/2021, TRY 6.696.131 is recorded as a research and development expense.

INTERIM BOARD OF DIRECTORS' REPORT  
PREPARED IN ACCORDANCE WITH COMMUNIQUE NO. II-14.1

**D- Activities and Important Developments Related to Activities**

**1. Investment Activities**

No significant investment has been realized for the period 01/01/2021-30/09/2021.

**2. Internal control system and internal audit activities**

In order to increase the effectiveness and efficiency of the internal control system, the Company regularly monitors periodic measurements, preventive maintenance practices, specific energy monitoring reports, daily production tracking tables, monthly activity reports and takes instant measures against elements that may affect the Company's productivity. In addition, a management system is implemented with targets and committee activities are carried out.

An internal audit unit department exists in the cement and concrete group. The Company carries out Audit Committee studies and reports and internal control system within its business processes. On 25/07/2012 it established the Early Risk Detection Committee. The committee, consisting of a total of 2 members, meets, from the date of its establishment to the date of the report, for the purpose of early diagnosis of reasons that endanger the existence and development of the Company and the implementation of the necessary measures and remedies for this and risk management, and submits the reports it has prepared in this context to the Board of Directors. Guidelines of the committees are available at the Company's website [www.oyakcimento.com](http://www.oyakcimento.com).

**3. Direct and Indirect Subsidiaries**

Company	Sector	Participation Rate (%)
Adana Çimento Sanayi ve Ticaret Ltd.	Cement and clinker	100
Adana Çimento Free Port Ltd.	Cement and clinker	100
Unye Cem SRL	Cement and packaging	100
Marmara Madencilik San. ve Tic. Ltd. Şti.	Exploration, extraction, discovery, exploitation and procuring exploitation of all kinds of mines, turning these into raw, semi-finished and finished goods and purchasing and selling these	98,9

The registration, at the Ankara Trade Registry Office, of the merger of Oyak Beton Sanayi ve Ticaret A.Ş., a subsidiary of our Company at the percentage of 100%, registered at the Ankara Trade Registry Office with the registration number 195300, in the midst of our Company, by "acquisition" via the application of the method of "Facilitated Merger Procedure", as a whole with all its assets and liabilities, is completed as of 31/12/2020.

**4. Information regarding the shares of the Company that it has acquired**

None exists as of 01/01/2021 –30/09/2021.

INTERIM BOARD OF DIRECTORS' REPORT  
PREPARED IN ACCORDANCE WITH COMMUNIQUE NO. II-14.1

**5. Explanations on private audit and public audit**

Independent external audit activities for 2021, is to be carried out by the firm, DRT Bağımsız Denetim ve Serbest Muhasebeci Mali Müşavirlik A.Ş. (Deloitte), an independent external audit firm approved at the Ordinary General Assembly meeting on March 31/03/2021, and the Full Certification Audit will be carried out by Denet Yeminli Mali Müşavirlik A.Ş.. The Company has been audited for one time by any public institution in 2021.

The Independent Audit and Full Certification and audit by public institution, which are routinely carried out between 01/01/2021 and 30/09/2021, are as follows.

Auditor	Start Date	End Date	Audit Subject	Result
DRT Bağımsız Denetim ve Serbest Muhasebeci Mali Müşavirlik A.Ş.	11.01.2021	05.03.2021	Independent Audit	Positive
Denet Yeminli Mali Müşavirlik A.Ş.	18.01.2021	25.01.2021	Full Certification and Tax Audit	Positive
Denet Yeminli Mali Müşavirlik A.Ş.	05.05.2021	11.05.2021	Full Certification and Tax Audit	Positive
Republic of Turkey Ministry of Treasury and Finance	10.06.2021	06.09.2021	2016-2017 Accounting Period Adana Çimento Sanayi T.A.Ş. Audit	The audit result has not shared with our company.
Denet Yeminli Mali Müşavirlik A.Ş.	02.08.2021	06.08.2021	Full Certification and Tax Audit	Positive

**6. Legal Matters**

**a) Lawsuits**

There are no significant lawsuits filed against the Company and that are still ongoing, that may affect the financial position and activities of the company. In the financial statements dated 30/09/2021, an amount of TRY 11.586.139 is allocated in accordance with the legal report for the cases filed against the company and which are not of a significant nature.

**b) Administrative-Judicial sanctions**

There are none.

**7. General Assemblies**

On 31/03/2021, Ordinary General Assembly meeting for the year 2020 has been held. The outcomes of Ordinary General Assembly meeting are presented to our shareholders by publishing them on the Public Disclosure Platform (PDP), Company website ([www.oyakcimento.com](http://www.oyakcimento.com)) and the information portal of the Central Securities Depository (CSD).

Resolutions adopted in the 2020 Ordinary General Assembly meeting held on 31/03/2021 have been implemented.

**INTERIM BOARD OF DIRECTORS' REPORT  
PREPARED IN ACCORDANCE WITH COMMUNIQUE NO. II-14.1**

**8. Donations and Social Responsibility Projects**

Support and donations for the amount of 405.923 TRY have been made in the period 01/01/2021-30/09/2021.

**E- Financial Situation****1. Summary of Financial Statements**

Financial statements are prepared according to the Communiqué No:14.1 of the CMB.

**Summary Balance Sheet (TRY)**

	<b>30.09.2021</b>	<b>31.12.2020</b>
Current Assets	2.344.328.534	1.909.488.901
Non Current Assets	2.140.805.804	2.063.237.639
Total Assets	4.485.134.338	3.972.726.540
Short-Term Liabilities	1.608.677.220	1.554.271.751
Long-Term Liabilities	162.159.472	136.303.584
Equity	2.714.297.646	2.282.151.205
Total liabilities and equity	4.485.134.338	3.972.726.540

**Summary Income Statement (TRY)**

	<b>30.09.2021</b>	<b>30.09.2020</b>
Revenue	3.150.609.420	1.961.907.527
Operating Profit	588.436.516	190.291.564
Profit Before Tax	590.055.660	197.572.318
Net Profit for the Period	442.982.621	159.584.694

**Significant Ratios**

	<b>30.09.2021</b>	<b>30.09.2020</b>
Operating Profit Margin(%)	18,68	9,70
Net Profit Margin(%)	14,06	8,13
EBITDA Margin (%)	22,65	15,28

**2. Financial Capacity**

Per the calculations made in accordance with Art. 376 of the TCC, it is determined that the capital of the Company is not uncovered.

**3. Development of Funding Sources and Policies Implemented by the Enterprise Regarding this Development**

There is no change in the Company's funding sources.

**INTERIM BOARD OF DIRECTORS' REPORT  
PREPARED IN ACCORDANCE WITH COMMUNIQUE NO. II-14.1**

**Nature and Amount of Issued Capital Market Instruments**

The principal and coupon payment of the private sector bond with the ISIN code TRSBOLU72119, issued to qualified investors, was made on 05/07/2021.

Regarding the decision of the Board of the Directors dated 15 September 2021 numbered 38, under article 9 of the Articles of Association entitled "Issue of Debt Instruments" a total amount of up to 500.000.000 TL (FiveHundredMillionTurkishLira), to be sold to domestically qualified investors in one or more times, without being offered to the public, issuing the debt instrument by the usage of a private placement and/or to be sold to qualified investors or both using ways, by not exceeding 48-month maturity, the decision of flotation of debt instruments at the reducing price or by coupon payment regarding the market conditions, the decision of debt instruments interest rates of variable rates or fixed rates and to make all the necessary applications to the relevant authorities for the issuance of debt instruments and perform all mandatory operations, Our Company's Headquarters granted authorization to issue debt instruments. The application has been submitted to Capital Markets Board on 20 September 2021, the submission has accepted by Capital Markets Board on 07 October 2021.

**4. Dividend Distribution**

Our profit distribution policy adopted in the Ordinary General Assembly meeting for 2014 held on March 12, 2015 is as follows.

"The Company, in principle, has adopted the policy of distribution of the entirety of the distributable profit for the period in cash, to the extent that the financial leverage rates and the needs for investment / funding and expectations regarding the creation of free cash in the future, including market forecasts, in accordance with the legislation in force and the Articles of Association of the Company. The dividend distribution policy is reviewed annually by the Board of Directors according to national and global economic conditions, the projects on the company's agenda and the status of its funds.

Dividends are paid until 15<sup>th</sup> of December of the relevant calendar year, in installments with equal or different amounts, in accordance with the provisions of the legislation, with the authorization of the Board of Directors in the general assembly meeting during which a resolution to distribute is adopted.

In accordance with the provisions of the relevant legislation, the General Assembly is authorized to distribute Advance Dividends"

As a result of the General Meeting held on 31/03/2021, it is decided that the Company is not to distribute dividends over its profit for the year 2020.

**5. Information about the Industry in Which the Enterprise Conducts Business**

Throughout Turkey, there are 57 integrated facilities and 19 grinding – packaging facilities belonging to 27 groups and manufacturers. According to Türk Çimento data for 2020, clinker production capacity in Turkey is 94.112.060 tons and cement production capacity is 145.401.478 tons. With this capacity, Turkey ranks sixth after China, India, USA, Vietnam and Indonesia in the rankings for cement production in the world.

Taking into consideration and evaluating Türk Çimento data for 2020, it can be said that cement production is 72.299.054 tons. Total sales were 55.653.157 tons as domestic sales and 16.245.597 tons as export sales. Again, in this period, the export sales of clinker amounted to

**INTERIM BOARD OF DIRECTORS' REPORT  
PREPARED IN ACCORDANCE WITH COMMUNIQUE NO. II-14.1**

13.555.020 tons. There is an excess of capacity in Turkey and exports have become necessary. Despite this excess capacity, cement facility investments continue in different regions of Turkey.

According to Türk Çimento data at the end of July 2021, cement production increased by 17.5% compared to the same period last year. About 24.7% of the cement produced during this period is exported. Again, in this period, domestic sales increased by 18.95% and exports by 9.39%.

According to Türk Çimento data for July 2021, domestic cement sales increased regionally in all regions, while exports, except Mediterranean and Black Sea, from the Marmara, Aegean, Central Anatolia and Southeastern Anatolia regions increased.

(\*) Production, domestic and export sales data for Turkey and its regions cover factories that are members of Türk Çimento.

## **6. Position of the Enterprise in the Industry**

### **Marmara**

According to Türk Çimento's data for July 2021, domestic sales increased by 18,9% in Turkey and 14,4% in the Marmara region compared to the same period last year. Exports increased by 18,8% in Turkey and 55,7% in our region. According to Türk Çimento's data for July 2021, 10.752.297 tons of clinker and 10.652.767 tons of cement were produced in our region.

### **Mediterranean**

According to Türk Çimento's data for July 2021, domestic sales increased by 18,9% in Turkey and 28,2% in the Mediterranean region compared to the same period last year. Exports increased by 18,8% in Turkey, while a decline of 13,4 % was observed in our region. According to Türk Çimento's data for July 2021, 11.746.896 tons of clinker and 10.963.555 tons of cement were produced in our region.

### **Black Sea**

According to Türk Çimento's data for July 2021, domestic sales increased by 18,9% in Turkey and 15,4% in the Black Sea region compared to the same period last year. Exports increased by 18,8% in Turkey, while 52% fell in our region. According to Türk Çimento's data for July 2021, 3.745.409 tons of clinker and 4.356.044 tons of cement were produced in our region.

### **Central Anatolia**

According to Türk Çimento's data for July 2021, domestic sales increased by 18,9% in Turkey and 18,9% in Central Anatolia compared to the same period last year. Exports increased by 18,8% in Turkey, and by 25,8% in our region. According to Türk Çimento's data for July 2021, 7.687.472 tons of clinker and , 6.815.523 tons of cement were produced in our region.

### **Southeastern Anatolia**

According to Türk Çimento's data for July 2021, domestic sales increased by 18,9% in Turkey and 19,5% in Southeast Anatolia compared to the same period last year. Exports increased by 18,8% in Turkey and 98% in our region. According to Türk Çimento's data for July 2021, 3.926.428 tons of clinker and 3.183.287 tons of cement were produced in our region.

(\*) Production, domestic and export sales data for Turkey and its regions cover factories that are members of Türk Çimento.

**INTERIM BOARD OF DIRECTORS' REPORT  
PREPARED IN ACCORDANCE WITH COMMUNIQUE NO. II-14.1**

**7. Incentives**

The Company benefits from the Social Insurance Invalidity and Old Age Incentive No. 5510, the Insurance Premium Incentive No. 6486, disability incentive included in the quota subject to Law No. 5510 within the scope of the art. 30 of the Labor Law No. 4857, government incentive for students going through supplemental education per Professional Education Law No. 3308, Minimum Wage incentive No. 6661, Insurance Premium Incentive No. 17103 and 27103 and Additional Employment Incentive No. 6111.

Investment incentive certificate No. 502785, dated 21.02.2019, was obtained for clinker production line modernization investment in Aslan cement facility and the related investment was completed as of 30.09.2020. According to the relevant incentive certificate, the tax deduction rate is 100% and the investment contribution rate is 55%.

**8. Development of the Enterprise**

The first concrete export by OYAK Çimento Fabrikaları A.Ş., which has started its activities on September 8, 1975, (Former Commercial Title: Mardin Çimento Sanayii ve Tic. A.Ş.) has been made to Middle East countries, in 1975. OYAK Çimento, with its strong and reliable reputation acquired in domestic and export markets, is a reason for choice in all around Turkey.

Taking into consideration the strategic plans and the synergy to be achieved regarding the targets in the cement industry, on 13.12.2019, it has been decided to start the negotiations with the intention to carry out the merger of OYAK Çimento Fabrikaları A.Ş. (Former Commercial Title: Mardin Çimento Sanayii ve Tic. A.Ş.) and Adana Çimento Sanayii T.A.Ş., Aslan Çimento A.Ş., Bolu Çimento Sanayi A.Ş., and Ünye Çimento Sanayi ve Ticaret A.Ş.

The "Announcement Text" on the merger was approved by the decision of the Capital Markets Board dated 20/02/2020 and submitted to the approval of the shareholders in the Extraordinary General Meeting held on 27.03.2020. In the Extraordinary General Assembly, the merger was approved. The merger has been registered at the Mardin Trade Registry Office on 14.05.2020.

The registration, at the Ankara Trade Registry Office, of the merger of Oyak Beton Sanayi ve Ticaret A.Ş., a subsidiary of our Company at the percentage of 100%, registered at the Ankara Trade Registry Office with the registration number 195300, in the midst of our Company, by "acquisition" via the application of the method of "Facilitated Merger Procedure", as a whole with all its assets and liabilities, is completed as of 31/12/2020.

OYAK Çimento, which continues its activities in a wide area as the capacity and market leader of the Turkish cement industry, is a leading community that develops areas of use of cement with the principles of efficiency, creativity and profit-orientation, playing an active role in the country's market.

OYAK Çimento Fabrikaları A.Ş., which adopted as its vision to be a respected, leading and reliable company, developing areas of use of cement and playing an active role in global markets, endeavors to increase sales volumes both at home and abroad.

**9. Units of the Enterprise**

The capacities of the branches and facilities of our Company are summarized in the table below.

**INTERIM BOARD OF DIRECTORS' REPORT  
PREPARED IN ACCORDANCE WITH COMMUNIQUE NO. II-14.1**

PLACES OF ACTIVITY	AREAS OF ACTIVITY OF THE FACILITY	Cement Production Capacity (Ton / Year)	Clinker Production Capacity (Ton / Year)	Grinding Capacity (Ton / Year)	Cement Stocking Capacity (Ton / Year)	Concrete Production Capacity (m3 / year)	Aggregate Production Capacity (Ton / Year)
Adana Cement Branch	Cement-clinker production and sales	3.5 million	3 million				
Iskenderun Facility-I	Cement-Ground Slag and Sale			1 million			
Iskenderun Facility-II	Cement-Ground Slag and Sale			1 million			
Turkish Republic of Northern Cyprus	Stocking and sales				8 thousand		
Bolu Cement Branch	Cement-clinker production and sales	2.5 million	1.45 million				
Ereğli Branch	Cement and Ground Slag and Sale			1 million			
Ankara Branch	Cement-clinker production and sales	1.7 million	1.3 million				
Aslan Cement Branch	Cement-clinker production and sales	3.3 million	1.8 million				
Ünye Cement Branch	Cement-clinker production and sales	2.6 million	1.56 million				
Rize/ Çayeli	Cement Filling and Packaging Facility				21 thousand		
Romania Facility	Cement Filling and Packaging Facility				8 thousand		
Mardin Cement Branch	Cement-clinker production and sales	2.7 million	1.85 million				
Ready Mixed Concrete Facilities ( İstanbul, Ankara, İzmit, İzmir, Adana, Samsun, Manisa, Aydın, Denizli,Afyon, Mersin, Hatay, Gaziantep, Kahramanmaraş, Osmaniye,Ordu,Rize )	Ready Mixed Concrete Production and Sales					9.5 million	
Aggregate Production Facilities (Ayaş, Çerkeşli, Candere)	Aggregate Production Facility						5 million



**INTERIM BOARD OF DIRECTORS' REPORT**  
**PREPARED IN ACCORDANCE WITH COMMUNIQUE NO. II-14.1**

**10. Products**

The product range of OYAK Çimento Fabrikaları includes the following types of cement. Portland Cement is used in construction projects that require high strength but do not require special attention to hydration heat and sulfate effect. Portland Composite Cement is used in general-purpose construction projects where blended cement is used and which require higher strength. Pozzolanic Cement is used in concrete exposed to sea water and groundwater, industrial floors affected by sulfate, mass concrete where low hydration heat is required. Blast Furnace Slag Cement is used in concrete exposed to sea water and groundwater, industrial floors affected by sulfate, general purpose construction, mass concrete where low hydration heat is required. Sulfate-resistant cement types are used in construction projects in areas affected by sulphated fields and sea water, in underwater construction projects, construction projects for bridges, dams and port foundations, in construction projects for retaining walls. White cement can be used wherever grey cement is used. Their distinctive basic characteristics are that they have white color, aesthetic and decorative properties, and their strength gains are high. Ground Blast Furnace Slag is used as a secondary binder in concrete production.

Product Name	Type and Class	Standard
<b>Adana Cement Branch</b>		
Portland Cement	CEM I 42,5 R	TS EN 197-1
Portland Cement	CEM I 52,5 R	TS EN 197-1
White Portland Cement	CEM I 52.5 R / BPC 52.5 R / 85	TS EN 197-1 / TS 21
White Portland Cement	CEM I 42,5 R	TS EN 197-1
White Portland Limestone Cement	CEM II / B-LL 42,5 R	TS EN 197-1
Composite Cement	CEM V / A (S-P) 32.5 R	TS EN 197-1
Portland Slag Cement	CEM II / A-S 42,5 R	TS EN 197-1
Portland Cement(White)	Type I	ASTIM C 150

<b>Iskenderun Facilities Branch</b>		
Portland Cement	CEM I 52,5 R	TS EN 197-1
Portland Cement	CEM I 42,5 R	TS EN 197-1
White Portland Cement	CEM I 52, R	TS EN 197-1
Blast Furnace Slag Cement	CEM III / A 42,5 N	TS EN 197-1
Portland Composite Cement	CEM II / B-M (S-V) 42,5 R	TS EN 197-1
Composite Cement	CEM V / A (S-V) 32.5 R	TS EN 197-1
Portland Cement(White)	Type I	ASTIM C 150
Ground Blast Furnace Slag	-	TS EN 15167-1

<b>Bolu Cement Branch</b>		
Portland Cement	CEM I 42,5 R	TS EN 197-1
Sulphate Resistant Portland Cement	CEM I 42.5 R-SR5	TS EN 197-1
Portland Composite Cement	CEM II / A-M (S-L) 42.5 R	TS EN 197-1
Pozzolanic Cement	CEM IV / B (P) 32,5 R	TS EN 197-1
API Well Cement	Class G; HSR type	API Spec Q1-API-10A
Ground Blast Furnace Slag	Ground Blast Furnace Slag	EN 15167-1

INTERIM BOARD OF DIRECTORS' REPORT  
PREPARED IN ACCORDANCE WITH COMMUNIQUE NO. II-14.1

<b>Ereğli Branch</b>		
Sulphate Resistant Blast Furnace Slag Cement	CEM III B (S) 32,5 N-SR	TS EN 197-1
Ground Blast Furnace Slag	Ground Blast Furnace Slag	EN 15167-1
Blast Furnace Slag Cement	CEM III / A (S) 32,5 N	TS EN 197-1
Blast Furnace Slag Cement	CEM III / A (S) 42.5 R	TS EN 197-1

<b>Ankara Branch</b>		
Portland Cement	CEM I 42,5 R	TS-EN-197-1
Pozzolanic Cement	CEM IV / B (P) 32,5 R	TS-EN 197-1
Portland Limestone Cement	CEM II/A-LL 42,5 R	TS EN 197-1
Ground Blast Furnace Slag	Ground Blast Furnace Slag	TS-EN 15167-1

<b>Aslan Cement Branch</b>		
Portland Cement	CEM I 42,5 R	TS EN 197-1
Portland Composite Cement	CEM II / A-M (S-L) 42.5 R	TS EN 197-1
Composite Cement	CEM V / A (S-P) 32,5 N	TS EN 197-1
Portland Composite Cement	CEM II / B-M (S-L) 42,5 R	TS EN 197-1
Portland Cement (Low Alkali Content)	TYPE I	ASTM C 150

<b>Ünye Cement Branch</b>		
Portland Cement	CEM I 42,5 R	TS EN 197-1
Portland Composite Cement	CEM II / A-M (P-LL) 42.5 R	TS EN 197-1
Blast Furnace Slag Cement	CEM III / A 42,5 N	TS EN 197-1
Pozzolanic Cement	CEM IV / B (P) 32,5 R	TS EN 197-1

<b>Mardin Cement Branch</b>		
Portland Cement	CEM I 42,5 N	TS EN 197-1
Portland Composite Cement	CEM II / A-M (P-LL) 42.5 R	TS EN 197-1
Pozzolanic Cement	CEM IV / B (P) 32,5 N	TS EN 197-1
Sulphate Resistant Cement	CEM I 42,5 R-SR3	TS EN 197-1

**INTERIM BOARD OF DIRECTORS' REPORT  
PREPARED IN ACCORDANCE WITH COMMUNIQUE NO. II-14.1**

Along with the production of all kinds of standard concrete of every class and type within the product range of ready-mixed concrete, OYAK Çimento Fabrikaları A.Ş. has a special and wide product range, developed by long term R&D efforts, whose trademarks are registered, every single one of which serves a different purpose, with a content and richness that may respond to every special need.

Brand	Product Name	Explanation
<i>DURABET®</i>	Concrete with High Durability	It is a special product with high durability that is resistant to severe environmental effects, with low water and chlorine permeability, minimized crack risk, and heat development control.
<i>SMARTBET®</i>	Self-Settling Concrete	It is a self-settling special product designed for building elements with narrow-sections and thick fittings, that may be easily placed and finished.
<i>AQUABET®</i>	Concrete with Reduced Water Permeability	It is a special product with reduced water permeability designed for any environment exposed to water and moisture.
<i>SKYBET®</i>	Concrete Pumped to High Floors	It is a special product with high consistency protection and high strength that can be easily transferred over very long distances in multi-story office and residential buildings, vertically and horizontally.
<i>İZOBET®</i>	Insulating Concrete	It is a special product designed for building elements where heat and sound insulation are needed.
<i>FIBRABET®</i>	Fiber Concrete	It is a special steel and polypropylene fiber reinforced product with high bending and impact resistance, and a reduced risk of premature cracks.
<i>FIBROSHOT®</i>	Fiber Shotcrete	It is a special shotcrete product that is fast, practical and fiber-reinforced, used in manufacturing of tunnel and slope etc.
<i>WHITEBET®</i>	White Concrete	It is a special product manufactured by the use of special white cement and light colored raw materials for construction elements with aesthetic and decorative features.
<i>REPABET®</i>	Micro-fiber Repair Concrete	It is a special fiber reinforced product that settles quickly and that can be used in the repair of factory floor concrete, road, apron and runway concrete subject to heavy traffic, with a low risk of cracks, high early and final strength.
<i>VIABET®</i>	Sliding Formwork Concrete	It is a special product designed in accordance with the working principle of sliding formwork systems in viaduct concretes.

**INTERIM BOARD OF DIRECTORS' REPORT  
PREPARED IN ACCORDANCE WITH COMMUNIQUE NO. II-14.1**

<i>POROZBET®</i>	Permeable Concrete	It is a special product designed for areas such as parks, gardens, parking lots etc., with increased permeability.
<i>DUALBET®</i>	Road Concrete	It is a special road concrete that can be compressed with a cylinder and/or dumped with a paver.
<i>DOZBET®</i>	Dose Concrete	It is a special product designed based on a binding rate determined according to customer demand.
<i>FLEKS BET®</i>	Fixed and Flex Line Concrete	It is a special product designed according to customer demand, which can be conveniently pumped over long distances with fixed or flex hoses.

<b>Product Name</b>	<b>Type and Class</b>	<b>Standard</b>
<b>OYAK Beton</b>		
Standard Concrete	C8 / 11-C80 / 95	TS EN 206
Light Concrete	LC 8/9-LC 35/38	TS EN 206
Heavy Concrete	HC8 / 10 – HC 50/60	TS EN 206
DURABET®	Special Product	TS EN 206
AQUABET®	Special Product	TS EN 206
SKYBET®	Special Product	TS EN 206
SMARTBET®	Special Product	TS EN 206
FIBRABET®	Special Product	TS EN 206
WHITEBET®	Special Product	TS EN 206
FIBROSHOT®	Special Product	TS EN 206
REPABET®	Special Product	TS EN 206
İZOBET®	Special Product	TS EN 206
VIABET®	Special Product	TS EN 206
POROZBET®	Special Product	TS EN 206
DUALBET®	Special Product	TS EN 206
DOZBET®	Special Product	TS EN 206

## 11. Developments Regarding Sales

While the Company continues its activities by targeting sustainable profitability, new investments are being pursued domestically in 2021. Regarding exports, new sales markets are being explored.

## F- Risks and Assessment of the Board of Directors

### 1. Risk management policy

The Company manages the risks by identifying the risks that may endanger its existence, development and continuation and taking the necessary measures related to the identified risks. In this context, the Company established the Early Risk Detection Committee.

**INTERIM BOARD OF DIRECTORS' REPORT**  
**PREPARED IN ACCORDANCE WITH COMMUNIQUE NO. II-14.1**

## 2. Early Risk Detection Committee

The Company established this committee on 25/07/2012 and the committee consists of 2 members. The committee has met routinely from the date of its establishment to the date of the report, for the purpose of early diagnosis of reasons that endanger the existence and development of the Company and the implementation of the necessary measures and remedies for this and risk management, and submitted the reports it has prepared to the Board of Directors. Guidelines of the committee are available at the Company's website [www.oyakcimento.com](http://www.oyakcimento.com).

## 3. Future Risks

In accordance with our awareness and priorities for social responsibility, our Company monitors future risks in order to maintain its activities in accordance with its goals regarding occupational health and safety, environmental sensitivity, regular optimization of its costs and to offer innovative products to our customers. All factors that may negatively affect our domestic and export sales quantity and prices are monitored.

## G- Other Considerations

### 1. Headquarters and Organizations outside the Headquarters

The Headquarters and Organizations outside the Headquarters of our Company are listed below.

	Address	Phone Number	Fax Number
Headquarters	Çukurambar Mahallesi 1480. Sokak No: 2A/56 Çankaya-Ankara / TURKEY	0 (312) 220 02 90	0 (312) 220 02 91
Adana Cement Branch	İncirlik Cumhuriyet Mahallesi Çimento Blv. No: 39/ A Yüreğir / ADANA / TURKEY	0 (322) 332 99 50	0 (322) 332 97 32
Iskenderun Facility I	Karayılan Beldesi Yanı PK: 27 İskenderun/HATAY / TURKEY	0 (326) 654 25 10	0 (326) 654 25 00
Iskenderun Facility II	Karayılan Mah. 37. Sok. No: 9 İskenderun/HATAY / TURKEY	0 (326) 654 25 10	0 (326) 654 25 00
Turkish Republic of Northern Cyprus	Gazimağusa Serbest Liman Bölgesi Parsel no: 1 Gazimağusa / TRNC	0 (392) 365 31 25	0 (392) 365 07 64
Bolu Cement Branch	Yuva Köyü Yuva Köyü Merkez ( Mucavir ) Mevkii Çimento Fabrikası yanı Sokak No:1 A Merkez BOLU / TURKEY	0 (374) 226 47 70	0 (374) 226 50 68
Ereğli Branch	Hamzafakıhlı Mahallesi Organize Sanayi Bölgesi 5 Nolu Yol Sokak (Bina no: 116184763) Dış Kapı No:3 Ereğli ZONGULDAK / TURKEY	0 (372) 334 32 00	0 (372) 334 32 05
Ankara Branch	Saray Mahallesi Gıdaçılar Caddesi No:23 /A-B Kahramankazan ANKARA / TURKEY	0 (312) 815 50 50	0 (312) 815 50 60
Aslan Cement Branch	Cami Mahallesi, Kaplan Caddesi Girişi Sit. No: 149/1 Darıca / KOCAELİ / TURKEY	0 (262) 745 47 47	0 (262) 745 43 42
Ünye Cement Branch	Günpınarı Mah. Boğazağzı Sok. No.2/1 Ünye / Ordu / TURKEY	0 (452) 321 11 00	0 (452) 321 11 30
Rize/ Çayeli	Limanköy Mevkii Çayeli / Rize/ TURKEY	0 (464) 532 86 01	0 (464) 532 86 03
Romania Facility	Incinta Port Mangalia Romania	00 40 241 743 777	00 40 241 743 733
Mardin Cement Branch	Kabala Mah. 630 Sokak No:1/1 Artuklu / MARDİN / TURKEY	0 (482) 226 64 30	0 (482) 226 64 36
OYAK Beton	Bahçekapı Mah. 2453 Cad. Oyak Beton Apt. No: 8 Etimesgut / ANKARA	0 (312) 278 78 00	0 (312) 278 60 20

There are also ready-mixed concrete facilities owned by our Company.

## 2. Information about Changes in Legislation that can Significantly Affect the Company's Activities

There are no changes in legislation that can significantly affect the Company's activities.

**INTERIM BOARD OF DIRECTORS' REPORT  
PREPARED IN ACCORDANCE WITH COMMUNIQUE NO. II-14.1**

**3. Information about Conflicts of Interest Between the Organizations from which the Company Procures Services on Issues such as Investment Advice and Rating, as well as Measures Taken by the Company to Prevent these Conflicts of Interest**

There are none.

**4. Information about Employees' Social Rights, Vocational Training and Other Activities of the Company which Have Social and Environmental Consequences**

Company employees are covered by health and life insurance. In addition, both internal and external vocational and social skill trainings are organized in order to increase the competence of the employee of the company.

The company takes all necessary measures by evaluating the possible effects on the environment and the environmental dimensions of the investments being made at the project stage. Environmental impact assessment reports have been prepared specifically for each factory and project in relation with the company's activities and in this context there are Positive EIA Certificates and/or decisions regarding EIA not being necessary. Each factory has "Environmental Permit and License documents" in force, regarding Wastewater discharge, Air emission, Noise and Waste incineration and Co-incineration. The Company monitors all risks and environmental dimensions regarding the protection and improvement of the environment and human health and security and promptly takes measures and aims to, by increasing the efficiency of the "Integrated Management System", increase the level of quality, create a healthy and safe business environment with environmental awareness, and ensure the continuity of consumer satisfaction by presenting products and services that are appropriate for the desires and taste of customers.

With the purposes of developing quality along with environmental awareness and occupational health and safety culture, reducing work accidents, creating a healthy and safe working environment, reducing use of natural resources, and increasing efficiency, the Company has established the "Integrated Management System" that meets the requirements of ISO 9001 "Quality Management System", ISO 14001 "Environmental Management System", ISO 50001 "Energy Management System" and ISO 45001 "Occupational Health and Safety Management System" and obtained certificates in a level covering each factory.

The Company has updated policies , by prioritization of economical, social and environmental impacts to management strategy within the scope of sustainability in 2020, and published 2020 Integrated report on May 28, 2021, which shows both financial information and sustainability performances in the most holistic, effective and comprehensive way. At the same time, in 2021, the company has started studies to determine the sustainability strategies and targets for the next three years (2022-2025).

**5. Mandatory information to be provided to shareholders on related party transactions and balances**

Information about our Company's transactions with Related parties is included in footnote 4 of our CMB report dated 30/09/2021.

**6. Information for Shareholders**

Shares of the Company are traded at Borsa İstanbul A.Ş. (BİST) with the code OYAKC. Information about share certificates is published on the economy pages of daily newspapers and on the internet portals of investment companies.

**INTERIM BOARD OF DIRECTORS' REPORT  
PREPARED IN ACCORDANCE WITH COMMUNIQUE NO. II-14.1**

The Company's annual reports and other information may be obtained both from the address below and at [www.oyakcimento.com.tr](http://www.oyakcimento.com.tr).

The paid-in capital of the company is 115.979.344.100 TRY (31 December 2020: 115.979.344.100). The Company's Capital is divided into 115.979.344.100 shares, each with a nominal value of 0,01 TRY (31 December 2020:0,01 TRY)

**Investor Relations Department Contact Information**

Shares of OYAK Çimento Fabrikaları A.Ş. are traded at Borsa İstanbul A.Ş. (BIST) with the OYAKC symbol. Information about share certificates is published on our website, on the economy pages of daily newspapers and on the internet portals of investment companies.

Annual reports of OYAK Çimento Fabrikaları A.Ş. and other information can be obtained both from the address below and at [www.oyakcimento.com.tr](http://www.oyakcimento.com.tr).

All activities related to shareholders are carried out within the Company's Financial Affairs Directorate-General Accounting and the relevant contact information is below.

Information about the manager of the Investor Relations Department;

Name and Surname : Enes Ensari VARDAR  
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