

# OYAK ÇİMENTO FABRİKALARI A.Ş.

General disclosures which must be done pursuant to the "II-17.1 Communiqué on Corporate Governance" of the Capital Markets Board, could be found hereinafter:

a) Total number of shares and voting rights reflecting the current corporate structure as of the date that the announcement and should the corporation have privileged shares, number of privileged shares and voting rights for each privileged share group and information on the feature of the privileges:

Shareholder	Amount of Shares (TRY)	Share in Capital (%)	Voting Right	Rate of Voting Right (%)
OYAK Çimento A.Ş.	849.507.226,71	73,25	84.950.722.671	73,25
Diğer	310.286.214,29	26,75	31.028.621.429	26,75
Grand Total	1.159.793.441,00	100,00	115.979.344.100	100,00

Each share has one voting right and there are no privileged shares in our Company's capital.

b) Changes in the management and activities of the corporation and subsidiaries thereof that took place in the past accounting period or that are planned for future accounting periods, which may affect the activities of the corporation significantly and information on the reasons for such changes:

None.

c) In case the general assembly meeting agenda includes dismissal, change or election of board of directors members, the grounds for their dismissal and change and with respect to the persons whose candidacy has been declared to the corporation; their curricula vitae, duties that they have conducted in the last ten years and reasons for their resignation, feature and materiality level of their relation with the corporation and its related parties, whether they are independent or not, and information on similar issues which may affect the activities of the corporation should these persons are elected as members of Board of Directors:

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 31st 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 31st 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 31st 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

- 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 10th 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 10th 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 10th 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.

In the Board Meeting dated 10/12/2021;

Legal Entity Board Member of our company OYAK Maritime and Port Management INC.' As of 10 December 2021, OYAK Denizcilik ve Liman İşletmeleri A.Ş. As the representative of the real person acting on behalf of Mr. Instead of İhsan Kağan BAYRAKTAR, Mr. It was decided to appoint Arda Kaan ALPMAN.

The CVs of the Independent Members of the Board of Directors who will be nominated for the Membership of the Board of Directors at the Ordinary General Assembly to be held on March 30 2022, regarding the activities of 2021 are presented in APPENDIX:1.



c) Written requests of shareholders submitted to the Investor Relations Department for inclusion of an item into the agenda and should the board of directors have not accepted the proposals, such proposals which have not been accepted and grounds for their refusal:

None.

d) In case the agenda includes amendment of articles of association, relevant resolution of the board of directors and former and new versions of the articles of association:

None.



**APPENDIX 1** 

### **CURRICULUM VITAE (INDEPENDENT MEMBER)**

Name Surname : Sezai A. ENSARİ

Birth Date : 1951

Educational Background		Institution	Graduation Date
Bachelor's Degree	:	İstanbul Üniversitesi İktisat Fakültesi Istanbul University Faculty of Economics	1973

#### Foreign Language(s): English

### Experiences in Last 10 Years:

Experience	Starting and Ending Dates	Reason for Termination
OYAK ÇİMENTO FABRİKALARI A.Ş. Independent Board Member	2020 - Currently	
ADANA ÇİMENTO SANAYİİ T.A.Ş. Independent Board Member	2018 - 2020	Company Merger
Sümer Holding A.Ş. General Manager and Deputy Chairman of the Board of Directors	2005 - 2016	July 2016 Age Retirement

He has no relationship with the company and related entities.



**APPENDIX 1** 

# **CURRICULUM VITAE (INDEPENDENT MEMBER)**

Name Surname	-	Abdurrahman ÇELİKER	
Birth Date	:	1964	
Educational Background		Institution	Graduation Date
Bachelor's Degree		Hacettepe University – Electronics Engineering	1992

#### Foreign Language(s): English

### Experiences in Last 10 Years:

Experience Starting and Ending Dates		Reason for Termination
PAGE TELEKOM VE MÜŞAVİRLİK İÇ VE DIŞ TİC. LTD. ŞT. Director	Mayıs 2003 – Currently	-
OYAK ÇİMENTO FABRİKALARI A.Ş. Independent Board Member	2020 - Halen	-
Independent Board Member • Bolu Çimento Sanayii A.Ş. • Aslan Çimento A.Ş.	2017 - 2020	Company Merger

He has no relationship with the company and related entities.



**APPENDIX 1** 

# **CURRICULUM VITAE (INDEPENDENT MEMBER)**

Name Surname

: Kazım YETİŞ

Birth Date : 01/03/1942

Educational Background	Institution	Graduation Date
Master's Degree	Ankara Academy of Economics and Commercial Sciences / Cost Manager - Management Muh.	1979
Bachelor's Degree	Istanbul University / Faculty of Economics	1967

#### Foreign Language(s): English

#### Experiences in Last 10 Years:

Experience	Institution	Reason for Termination
ANKARA YMM ROOM Advisory Committee Member	2016 - Currently	-
OYAK ÇİMENTO FABRİKALARI A.Ş. Independent Board Member	2020 - Currently	-
ADANA ÇİMENTO SANAYİİ T.A.Ş. Independent Board Member	2017 - 2020	Company Merger

He has no relationship with the company and related entities.