

## 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, are provided below:

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 Title	Share in Capital (TL)	Share in Capital (%)	Voting Rights	Voting Rights Rate (%)
TCC OYAK Amsterdam Holdings B.V.	3.891.795.733,59	80,05	3.891.796.733,59	80,05
Other	969.860.049,41	19,95	969.860.049,41	19,95
<b>Total</b>	<b>4.861.655.783,00</b>	<b>100,00</b>	<b>486.165.578.300</b>	<b>100,00</b>

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:**

At the 2023 General Assembly meeting dated 29/03/2024, Independent Board members were elected to serve until the next ordinary general assembly meeting, and other Board members were elected to serve until the Ordinary General Assembly meeting to be held regarding the activities of 2026.

The delegation of duties made by the Board of Directors after the 2023 Ordinary General Assembly meeting dated 29/03/2024;

- Mr. Suat ÇALBIYIK was elected as a member of the Board of Directors.
- Mr. Eralp TUNÇSOY was elected as a member of the Board of Directors.
- Mr. Murat Idris SELA was elected as a member of the Board of Directors

- Based on the decision of the Board of Directors of our Company's Legal Entity Board Member, ATAER Holding A.Ş., as a real person representative acting on behalf of ATAER Holding A.Ş., as of 29.03.2024, The election of Baran ÇELİK,

- Pursuant to the decision of the Board of Directors of our Company's Legal Entity Board Member, OYAK Birleşik Enerji A.Ş., as the real person representative acting on behalf of OYAK Birleşik Enerji A.Ş., as of 29.03.2024, Mr. The election of Gözde ERKOÇ,

decision has been made.

### **Changes Made in the Board of Directors during the Reporting Period**

Due to the death of Independent Board Member Mr. Kazım YETİŞ on 26.08.2024, Mr. İsmail Doğan was elected as an Independent Board Member with the decision of Board of Directors dated 04.09.2024.

The resumes of the persons acting on behalf of the Board Members who will be nominated for board memberships at the 2024 Ordinary General Assembly Meeting and the independent board members to be nominated are presented in APPENDIX:1.

**ç) 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:**

The Board of Directors decided to change the following articles of the Articles of Association in the Board of Directors on 06.05.2024 and apply to Capital Markets Board for the approval of conformity on 13.06.2024

- Article 4 entitled "Purpose and Object",
- Article 7 entitled "Share, Share Transfer and Share Capital
- Article 10 entitled "Board of Directors

According to Article 33/2 of Capital Markets Law, our application has been accepted and we were informed of this by letter from the Capital Markets Board on 07.01.2025.

**APPENDIX 1.****CURRICULUM VITAE****Name and Surname** : Suat ÇALBIYIK**Date of birth** : 1965

<b>Educational Status</b>	<b>Name of Educational Institution</b>	<b>End Date</b>
Licence	Middle East Technical University / Faculty of Engineering	1986

**Foreign Languages Known:** English**Duties Performed in the Last 10 Years:**

<b>Work Experience</b>	<b>Start and End Date</b>	<b>Reason for Termination</b>
OYAK Çimento Fabrikaları A.Ş. Chairman of the Board	2016 - Currently	
Cimpor Chairman of the Board	2019 - Currently	
OYAK Çimento Beton Kağıt Chairman of the Board	2016 - 2024	-
Azertürk Yatırım A.Ş. Chairman of the Board	2015 - 2016	-
ZGC BES Enerji A.Ş. Chairman of the Board	2011 - 2016	-
Çalbiyik Grup A.Ş. Chairman of the Board	2010 - 2016	-
Akkord Sanaye Tikinti Investisiya Korporasiyası ASC Chairman of the Board	2013 - 2015	-
Akkord Sanaye Tikinti Investisiya Korporasiyası ASC Vice Chairman of the Board of Directors	2012 - 2013	-
SC Endüstri Elektro Mekanik A.Ş. - General Manager	1994 - 2016	-
Elimko A.Ş. R&D and System Manager	1986 - 1994	-

## CURRICULUM VITAE

**Name and Surname** : Eralp TUNÇSOY

**Date of birth** : 1986

<b>Educational Status</b>	<b>Name of Educational Institution</b>	<b>End Date</b>
Licence	Istanbul University - Economics	2008
High School	Cağaloğlu Anatolian High School	2004

**Foreign Languages Known:** English

**Duties Performed in the Last 10 Years:**

<b>Work Experience</b>	<b>Start and End Date</b>	<b>Reason for Termination</b>
OYAK Çimento Fabrikaları A.Ş. Board Member	2024 - Currently	
Cimpor Group CFO	2018 - Currently	
OYAK Cimento CFO Deputy	06.2018 - 11.2018	Assignment
OYAK Cimento Group Finance Manager	2017 - 2018	Assignment
Akcansa Cimento Financial Planning and Analysis Manager	2013 - 2017	Job Change

## CURRICULUM VITAE

**Name and Surname** : Murat İdris SELA

**Date of birth** : 1970

<b>Educational Status</b>	<b>Name of Educational Institution</b>	<b>End Date</b>
Licence	Gazi University Industrial Engineering	1992

**Foreign Languages Known:** English

**Duties Performed in the Last 10 Years:**

<b>Work Experience</b>	<b>Start and End Date</b>	<b>Reason for Termination</b>
OYAK Çimento Fabrikaları A.Ş. Board Member	2024 - Currently	
OYAK Çimento Fabrikaları A.Ş. General Manager	2023 - Currently	
Oyak Çimento Beton Kağıt Vice President of Industrial Activities	2022 - 2023	Assignment
Cimpor Portekiz Industry Director	2021 - 2022	Assignment
Oyak Çimento Beton Kağıt Aslan Cement Factory General Manager	2017 - 2021	Assignment
Çimentaş İzmir Factory Manager	2014 - 2017	Job Change

## CURRICULUM VITAE

**Name and Surname** : Baran ÇELİK

**Date of birth** : 1981

<b>Educational Status</b>	<b>Name of Educational Institution</b>	<b>End Date</b>
Licence	Boğaziçi University / International Trade	2004

**Foreign Languages Known:** English

**Duties Performed in the Last 10 Years:**

<b>Work Experience</b>	<b>Start and End Date</b>	<b>Reason for Termination</b>
OYAK- Consultant	2024 - Currently	
OYAK- Financial Affairs and Finance Group President	2021 - 2024	-
OYAK- Financial Management and Financial Affairs EVP	2018 - 2021	-
OYAK Çimento- Vice President of Financial Affairs	2017 - 2018	-
Çimsa- Deputy General Manager (Finance)	2015 - 2017	-

**In addition, he holds various term-limited Board Memberships (representative) in OYAK Group Companies.**

## CURRICULUM VITAE

**Name and Surname** : Gözde ERKOÇ

**Date of birth** : 1985

<b>Educational Status</b>	<b>Name of Educational Institution</b>	<b>End Date</b>
DEGREE	Sabancı University / Master of Business Administration	2018
Licence	Bilgi University Faculty of Law	2007

**Foreign Languages Known:** English

**Duties Performed in the Last 10 Years:**

<b>Work Experience</b>	<b>Start and End Date</b>	<b>Reason for Termination</b>
OYAK Group Legal Director	2021 - Currently	
Sabancı Holding - Legal Counsel	2014 - 2021	Job Change
Esin Avukatlık Ortaklığı (Baker Mckenzie İstanbul Office) - Lawyer	2007 - 2014	Job Change

## CURRICULUM VITAE

**Name and Surname** : İsmail DOĞAN

**Date of birth** : 1986

<b>Educational Status</b>	<b>Name of Educational Institution</b>	<b>End Date</b>
Licence	Boğaziçi University – Industrial Engineering	2008

**Foreign Languages Known:** English

**Duties Performed in the Last 10 Years:** :

<b>Work Experience</b>	<b>Start and End Date</b>	<b>Reason for Termination</b>
Türkiye Bilimsel ve Teknolojik Araştırma Kurumu Vice President	2023 - Currently	-
TÜBİTAK TÜSSİDE Institute Director	2018 - 2024	Task Change
Ernst & Young - EY Senior Manager / Director	2016 - 2018	Separation
Pricewaterhouse Coopers – PwC Manager / Senior Manager	2012 - 2016	Separation

## CURRICULUM VITAE

**Name and Surname** : Sezai A. ENSARI

**Date of birth** : 1951

<b>Educational Status</b>	<b>Name of Educational Institution</b>	<b>End Date</b>
Licence	İstanbul Teknik University / International Trade	1973

**Foreign Languages Known:** English

**Duties Performed in the Last 10 Years:**

<b>Work Experience</b>	<b>Start and End Date</b>	<b>Reason for Termination</b>
OYAK Çimento Fabrikaları A.Ş. Independent Board Member	2020 - Currently	-
Adana Çimento Sanayii T.A.Ş. Independent Board Member	2018 - 2020	Company Merger
OYAK Çimento Fabrikaları A.Ş. Independent Board Member	2020 - Currently	-
Adana Çimento Sanayii T.A.Ş. Independent Board Member	2018 - 2020	Legal Merger
Sümer Holding A.Ş. General Manager and Vice President	2005 - 2016	Retirement due to age limit as of July 2016

**He has no relationship with the company and related entities.**

## CURRICULUM VITAE

**Name and Surname** : Abdurrahman ÇELİKER

**Date of birth** : 1964

<b>Educational Status</b>	<b>Name of Educational Institution</b>	<b>End Date</b>
Licence	Hacettepe University – Electronics Engineering	1992

**Foreign Languages Known:** English

**Duties Performed in the Last 10 Years:**

<b>Work Experience</b>	<b>Start and End Date</b>	<b>Reason for Termination</b>
Page Telekom Ve Consultancy Internal And Foreign Tic. LTD.STİ. Director	2003 – Currently	-
OYAK Çimento Fabrikalari A.Ş. Independent Board Member	2020 - Currently	-
Independent Board Member - Bolu Cement Industry Inc. - Aslan Çimento A.Ş.	2017 - 2020	Company Merger

**He has no relationship with the company and related entities.**

## CURRICULUM VITAE

**Name and Surname** : Cem ÇAKMAK

**Date of birth** : 1979

<b>Educational Status</b>	<b>Name of Educational Institution</b>	<b>End Date</b>
Licence	Anadolu University – Business Administration	2005

**Foreign Languages Known:** English

**Duties Performed in the Last 10 Years:**

<b>Work Experience</b>	<b>Start and End Date</b>	<b>Reason for Termination</b>
MAK YMM A.Ş.	2021 - Currently	
Certified Financial Advisor	2020 - Currently	
Independent Accountant Financial Advisor	2007 - 2020	Transition to Certified Public Accountant

**He has no relationship with the company and related entities**

## CURRICULUM VITAE

**Name and Surname** : Kadri ÖZGÜNEŞ

**Date of birth** : 1973

<b>Educational Status</b>	<b>Name of Educational Institution</b>	<b>End Date</b>
Doctorate	Boğaziçi University / Finance	2006
Degree	Boğaziçi University / Economics	1998
Licence	Istanbul Technical University / Management Engineering	1993

**Foreign Languages Known:** English

**Duties Performed in the Last 10 Years:**

<b>Work Experience</b>	<b>Start and End Date</b>	<b>Reason for Termination</b>
Ereğli Iron and Steel Factories T.A.Ş. Independent Board Member	2023 - Currently	
Iskenderun Iron and Steel Inc. Independent Board Member	2023 - Currently	
OYAK Yatırım Menkul Değerler A.Ş. Independent Board Member	2021 - 2023	-
Hektaş Ticaret T.A.Ş. Independent Board Member	2021 - Currently	
Kairos Corporate Consulting Managing Partner	2019 - Currently	
Istinye University Dr.Lectur	2018 - 2023	-
Temsa Transportation Vehicles Industry and Trade Inc. Deputy General Manager of Strategy and Business Development	2018 - 2018	-
Temsa Transportation Vehicles Industry and Trade Inc. Deputy General Manager of International Sales and Marketing	2016 - 2017	-
Hacı Ömer Sabancı Holding A.Ş. Business Development and Performance Director	2013 - 2016	-

**He has no relationship with the company and related entities**