



ADDITIONAL DISCLOSURES WITHIN THE FRAME OF CMB REGULATIONS

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:

1. 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 (%) |
|--------------------|------------------------|----------------------|------------------------|--------------------------|
| Ataer Holding A.Ş. | 1,724,982,584 | 49.29 | 172,498,258,449 | 49.29 |
| Diğer | 1,775,017,416 | 50.71 | 177,501,741,551 | 50.71 |
| Toplam | 3,500,000,000 | 100.00 | 350,000,000,000 | 100.00 |

This capital is divided into shares Group A and Group B. 1 (one) share of certificate, issued to the bearer amounting to 1 Kr (one Kuruş) is A group and 349,999,999,999 (three hundred forty nine billion nine hundred ninety nine million nine hundred ninety nine thousand nine hundred ninety nine) share of certificates amounting to 3,499,999,999.99 (three billion four hundred ninety nine million nine hundred ninety nine thousand nine hundred ninety nine Turkish Liras, ninety nine Kuruş) is B Group.

The right of usufruct shall be established in favor of and to the name of Privatization Administration on the shares of A Group with all rights appertaining thereto unless otherwise decided by Supreme Board of Privatization. All voting rights on the shares of A Group shall be exercised by the holder of usufruct.

In the Company’s Articles of Association,

- Resolutions regarding any amendment which are likely to affect, directly or indirectly, the obligations in the Share Sale Agreement in respect of investment and employment, and, the rights granted to the Group A shares in connection with those obligations as well as the amendments which are to affect the quorum for meeting and resolution of Board of Directors and the rights belonging to the Group A shares,
- Resolutions regarding closedown or sales of or an encumbrance upon the integrated steel production facilities and mining facilities owned by the Company and/or its subsidiaries or a resolution on reduction in capacity of such facilities,
- Resolutions regarding closedown, sales, demerger or merger or liquidation of the Company and / or its subsidiaries owning the integrated steel production facilities and mining facilities,

can be passed only through affirmative votes of the usufructuary in representation of Group A shares. Otherwise, the resolutions passed shall be invalid.

2. 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:

There is no change 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.

3. **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:**

Legal Entity Board Members have been appointed for three years and Independent Board Members have been appointed for one year at the 2019 Ordinary General Assembly Meeting which was held on July 14, 2020.

Due to the expiry of their term of office, Yunus ARINCI, Ali FİDAN and Kurtuluş Bedri VAROĞLU were elected as Independent Members of the Board of Directors for one year as a result of the election at the Ordinary General Assembly Meeting dated July 14, 2020. Yunus ARINCI, who has been serving as an Independent Board Member since 31 March 2016, resigned from his duties as Independent Board Member and Committee Members as of 17 July 2020. As of February 5, 2021, Mahmut Cengiz AYDIN has started to work as an Independent Board Member for the vacant position.

Resumes of Independent Board Members who will be nominated at the 2020 Ordinary General Meeting, which will be held on March 17, 2021 are given in the Appendix 1.

4. **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:**

No such request has been received for the Ordinary General Meeting.

5. **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:**

There is no such article about the amendment of articles of association in our Ordinary General Meeting's agenda.

APPENDIX 1

CURRICULUM VITAE (INDEPENDENT MEMBER)

Name Surname : Ali FİDAN

Birth Date : 1970

| Educational Background | Institution | Graduation Date |
|-------------------------------|--|------------------------|
| Master's Degree | Portsmouth University / Europe Studies | 2008 |
| Master's Degree | İstanbul University / Institute of Social Sciences, Industrial Relations and Human Resources | 2006 |
| Bachelor's Degree | İstanbul University / Faculty of Political Sciences, Public Administration | 1992 |

Foreign Language(s): English

Experiences in Last 10 Years:

| Experience | Starting and Ending Dates |
|--|----------------------------------|
| İskenderun Demir ve Çelik A.Ş. - Independent Board Member | 2019 - |
| Central Governor | 2018- |
| Ereğli Demir ve Çelik Fabrikaları T.A.Ş. -Independent Board Member | 2017 - |
| Undersecretary of Ministry of National Defense | 2016 - 2018 |
| Governor of Düzce | 2015 - 2016 |
| General Directorate of Provincial Administration - General Manager | 2013 - 2015 |
| General Directorate of Provincial Administration - Assistant General Manager | 2012 - 2013 |
| General Directorate of Provincial Administration - Head of Department | 2007 - 2012 |

He has no relationship with the company and related entities.



CURRICULUM VITAE (INDEPENDENT MEMBER)

Name Surname : Kurtuluş Bedri VAROĞLU

Birth Date : 1960

| Educational Background | Institution | Graduation Date |
|-------------------------------|--|------------------------|
| Master's Degree | Ankara University / Institute of Social Sciences | 1985 |
| Bachelor's Degree | Ankara University / Faculty of Law | 1982 |

Foreign Language(s): English

Experiences in Last 10 Years:

| Experience | Starting and Ending Dates |
|---|----------------------------------|
| İskenderun Demir ve Çelik A.Ş. - Independent Board Member | 2019 - |
| Ereğli Demir ve Çelik Fabrikaları T.A.Ş. - Independent Board Member | 2017 - |
| Varoğlu Law Office - Legal Advisor and Lawyer | 1988 - |

He has no relationship with the company and related entities.

CURRICULUM VITAE (INDEPENDENT MEMBER)

Name Surname : Mahmut Cengiz AYDIN

Birth Date : 1972

| Educational Background | Institution | Graduation Date |
|-------------------------------|---|------------------------|
| Master's Degree | Columbia University / International Relations | 2004 |
| Bachelor's Degree | METU / Faculty of Economics and Administrative Sciences / Political Science and Public Administration | 1995 |

Foreign Language(s): English - French

Experiences in Last 10 Years:

| Experience | Starting and Ending Dates |
|---|----------------------------------|
| Ereğli Demir ve Çelik Fabrikaları T.A.Ş. -Independent Board Member | 2021 - |
| İskenderun Demir ve Çelik A.Ş. - Independent Board Member | 2021 - |
| Hektaş Ticaret T.A.Ş. - Independent Board Member | 2017 - |
| AIFD - Association of Research - Based Pharmaceutical Companies, Director of Investment and Innovation Policies | 2016 - |
| US Department of State, American Embassy - Senior Economist | 2015 -2016 |
| VARYAP İnşaat - Vice President | 2012 - 2015 |
| Ministry of Economy, Foreign Trade Controller - Specialist | 2010 - 2011 |

He has no relationship with the company and related entities.