



## 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)	Rate of Share in Capital (%)	Voting Right	Rate of Voting Right (%)
Ereğli Demir ve Çelik Fabrikaları T.A.Ş.	2,751,325,633	94.87	275,132,563,316	94.87
Other	148,674,367	5.13	14,867,436,684	5.13
<b>Total</b>	<b>2,900,000,000</b>	<b>100</b>	<b>290,000,000,000</b>	<b>100</b>

This capital is divided into shares Group A and Group B. 2.000 (two thousand) share of certificate, issued to the bearer amounting to TRY 20 (twenty Turkish Lira) belongs to ERDEMİR is A group and 289,999,998,000 (two hundred eighty nine billion nine hundred ninety nine million nine hundred ninety eight thousand) share of certificates amounting to 2,899,999,980 (two billion eight hundred ninety nine million nine hundred ninety nine thousand nine hundred eighty Turkish Lira) is B Group.

Usufruct right to the name of Privatization Administration has been established in order to be valid until a contrary decision is taken by High Board of Privatization on A Group shares together with all rights.

In the Company's Articles of Association,

- The decisions related to amendments on board of directors meeting and decision quorum and on the rights affecting A Group shares in the Articles of Association; any kind of Articles of Association amendment effecting obligations related to investment and employment and in parallel with the obligations existing in the Articles of Association and affecting directly or indirectly the rights entitled to A Group Shares related to these obligations,
- To close and to sell any of the integrated steel production facilities and mine facilities owned by the company; to restrict with any encumbrance or to decrease its capacity,
- To close, to sell, to demerger or to merger or to liquidate the company,

may be made by affirmative vote of representative of Privatization Adminstrating having usufruct right as representative of A group shares. Otherwise the decisions made shall be invalid.



**2. Changes in the management and activities of the corporation 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 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 at the Ordinary General Assembly Meeting which was held on March 21, 2019.

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 of Company's Board of Directors since 21 March 2019, 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 the Independent Board Members who will be nominated at the 2020 Ordinary General Meeting, which will be held on March 16, 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

<b>Educational Background</b>	<b>Institution</b>	<b>Graduation Date</b>
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	Istanbul University / Faculty of Political Sciences, Public Administration	1992

**Foreign Language(s):** English

**Experiences in last 10 years are;**

<b>Experience</b>	<b>Starting and Ending Dates</b>
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

<b>Educational Background</b>	<b>Institution</b>	<b>Graduation Date</b>
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 are;**

<b>Experience</b>	<b>Starting and Ending Dates</b>
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

<b>Educational Background</b>	<b>Institution</b>	<b>Graduation Date</b>
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 are;**

<b>Experience</b>	<b>Starting and Ending Dates</b>
İskenderun Demir ve Çelik A.Ş. Independent Board Member	2021 -
Ereğli Demir ve Çelik Fabrikaları T.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.**