

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 2016 Ordinary General Assembly Meeting which was held on March 31, 2017.

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 March 30, 2018 and March 21, 2019.

Resumes of the Legal Entity Board Members and Independent Board Members who will be nominated at the 2019 Ordinary General Meeting, which will be held on July 14, 2020 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****Name Surname** : Süleyman Savaş ERDEM**Birth Date** : 1969

Educational Background	Institution	Graduation Date
Master's Degree	Carnegie Mellon University, Pittsburgh, U.S.A. / School of Public Policy and Management, MSPPM	2005
Bachelor's Degree	Middle East Technical University / Department of Political Science & Public Administration	1996

Foreign Language(s): English, German**Experiences in Last 10 Years:**

Experience	Starting and Ending Dates
OYAK - CEO	2016-
Ziraat Bank Montenegro AD - Board Member	2016-
Prime Ministry Chief Inspector	2014 - 2016
Deputy Head of the Prime Ministry Board of Directors of Inspectors	2008 - 2013

In addition, Mr. Erdem has periodical various seats in the board of directors (as a representative) within the OYAK Group Companies as of June 2020.

Title	Company
Chairman (Representative)	Ereğli Demir ve Çelik Fabrikaları T.A.Ş.
Chairman (Representative)	İskenderun Demir ve Çelik A.Ş.
Chairman	OYAK Global Investments S.A.
Chairman	OYAK Capital Investments B.V.
Chairman of Supervisory Board	Chemson Polymer Additive AG (Avusturya)
Board Member	Chemson Limited
Chairman (Representative)	OYAK Sermaye Yatırımları A.Ş.

CURRICULUM VITAE

Name Surname : Toker ÖZCAN

Birth Date : 1969

Educational Background	Institution	Graduation Date
Bachelor's Degree	Middle East Technical University / Mechanical Engineering	1992

Foreign Language(s): English

Experiences in Last 10 Years:

Experience	Starting and Ending Dates
SASA POLYESTER – CEO / Board Member	2012 – 2016
ADVANSASASA - Sales and Marketing Director	2009 – 2012

In addition, Mr. Özcan has periodical various seats in the board of directors (as a representative) within the OYAK Group Companies as of June 2020.

Title	Company
Deputy Chairman and Managing Director (Representative)	Ereğli Demir ve Çelik Fabrikaları T.A.Ş.
Deputy Chairman and Managing Director (Representative)	İskenderun Demir ve Çelik A.Ş.
Chairman (Representative)	Erdemir Madencilik Sanayi ve Ticaret A.Ş.
Chairman (Representative)	Erdemir Mühendislik, Yönetim ve Danışmanlık Hizmetleri A.Ş.
Chairman	Erdemir Romania S.R.L.
Chairman (Representative)	Erdemir Çelik Servis Merkezi Sanayi ve Ticaret A.Ş.
Chairman	İsdemir Linde Gaz Ortaklığı A.Ş.
Chairman (Representative)	Akdeniz Kimya San. ve Tic. A.Ş.
Chairman (Representative)	Akdeniz Kimyasal Ürünler Pazarlama İç ve Dış Ticaret A.Ş.
Supervisory Board Member	Chemson Polymer Additive AG (Avusturya)
Board Member	Chemson Inc.
Board Member	Chemson LTDA
Board Member	Chemson Limited
Board Member	Chemson Pasific PTY

Board Member	Dalian Chemson Chemical Products Co. Ltd.
Board Member	Dalian Chemson Technical Co. Ltd.
Board Member	Chemson Polymer Additives (Changzhou) Co. Ltd.
Board Member	Chemson Polymer Additives (Zhejiang)
Chairman (Representative)	Ataer Madencilik San.ve Tic. A.Ş.
Chairman	Milux OY
Chairman	Ata Steel Investments B.V.

CURRICULUM VITAE

Name Surname : Baran ÇELİK

Birth Date : 1981

Educational Background	Institution	Graduation Date
Bachelor's Degree	Boğaziçi University / International Trade	2004

Foreign Language(s): English

Experiences in Last 10 Years:

Experience	Starting and Ending Dates
OYAK General Management - Financial Management and Financial Affairs Vice President	2018 -
OYAK Çimento - Financial Affairs Vice President	2017 - 2018
Çimsa - Vice President (Finance)	2015 - 2017
Çimsa - Finance Director	2013 - 2014
Çimsa - Budget and Finance Manager	2011 - 2013
Pepsico - East Europe Region Turkey Beverage Internal Audit Manager	2010 - 2011
Ernst&Young - Audit Manager	2004-2010

In addition, Mr. Çelik has periodical various seats in the board of directors (as a representative) within the OYAK Group Companies as of June 2020.

Title	Company
Board Member (Representative)	Ereğli Demir ve Çelik Fabrikaları T.A.Ş.
Board Member (Representative)	ATAER Holding A.Ş.
Board Member (Representative)	İskenderun Demir ve Çelik A.Ş.
Board Member	Ata Steel Investments B.V.
Board Member	OYAK Capital Investments B.V.
Board Member	Cimpor Global Holdings B.V.
Board Member (Representative)	OYAK Çimento A.Ş.
Board Member (Representative)	OYAK Selülöz Kağıt Fab. A.Ş.
Board Member (Representative)	Akdeniz Kimya San. ve Tic. A.Ş.

Board Member (Representative)	Akdeniz Kimyasal Ürünler Paz. İç ve Dış Tic. A.Ş.
Board Member (Representative)	Hektaş Tic. T.A.Ş.
Board Member (Representative)	OYAK Sermaye Yatırımları A.Ş.

CURRICULUM VITAE

Name Surname : Güliz KAYA

Birth Date : 1978

Educational Background	Institution	Graduation Date
PhD	Ankara University Faculty of Law / Civil Procedure and Enforcement Bankruptcy Law	Continuing
Master's Degree	Ankara University Faculty of Law / Commercial Law	2004
Bachelor's Degree	Ankara University Faculty of Law	2000

Foreign Language(s): English

Experiences in Last 10 Years:

Experience	Starting and Ending Dates
General Directorate of OYAK - I. Legal Counsel	2016-
ATAER Holding A.Ş. - Legal Director	2014-2016
General Directorate of OYAK - Attorney	2002-2014

In addition, Ms. Kaya has periodical various seats in the board of directors (as a representative) within the OYAK Group Companies as of June 2020.

Title	Company
Board Member (Representative)	Ereğli Demir ve Çelik Fabrikaları T.A.Ş.
Board Member (Representative)	İskenderun Demir ve Çelik A.Ş.
Board Member (Representative)	Akdeniz Kimya San. ve Tic. A.Ş.
Board Member (Representative)	Erdemir Enerji Üretim A.Ş.

CURRICULUM VITAE

Name Surname : Aslıhan DÖĞER

Birth Date : 1977

Educational Background	Institution	Graduation Date
Master's Degree	Bilkent University / MBA	2001
Bachelor's Degree	Middle East Technical University / Industrial Engineering	1999

Foreign Language(s): English, French, German

Experiences in Last 10 Years:

Experience	Starting and Ending Dates
OYAK - Strategic Planning and Corporate Monitoring Executive Vice President	2019 –
OYAK - General Manager Office Coordinator	2018 – 2019
OYAK Çimento - Strategic Planning Director	2017 – 2018
Votorantim Çimento - Performance and Business Development Manager	2012 – 2017
Cimpor Yibitaş - Performance Manager	2007 – 2012

In addition, Ms. Döğer has periodical various seats in the board of directors (as a representative) within the OYAK Group Companies as of June 2020.

Title	Company
Board Member (Representative)	Ereğli Demir ve Çelik Fabrikaları T.A.Ş.
Board Member (Representative)	İskenderun Demir ve Çelik A.Ş.
Deputy Chairman (Representative)	Erdemir Madencilik San. ve Tic. A.Ş.
Deputy Chairman (Representative)	Erdemir Mühendislik, Yönetim ve Danışmanlık Hizmetleri A.Ş.
Board Member	Erdemir Romania S.R.L.
Deputy Chairman (Representative)	Erdemir Çelik Servis Merkezi San. ve Tic. A.Ş.
Board Member	Erdemir Asia Pacific Pte. Ltd.
Board Member (Representative)	OMSAN Lojistik A.Ş.
Board Member (Representative)	OMSAN Havacılık A.Ş.
Board Member (Representative)	OMSAN Denizcilik A.Ş.

Board Member (Representative)	OYAK Biyoteknoloji San. ve Tic. A.Ş.
Board Member	Miilux OY
Board Member	OYAK Capital Investments B.V.

CURRICULUM VITAE (INDEPENDENT MEMBER)

Name Surname : Yunus ARINCI

Birth Date : 1975

Educational Background	Institution	Graduation Date
Master's Degree	Indiana University / Public Administration	2009
Bachelor's Degree	Ankara University / Faculty of Political Sciences Public Administration	1996

Foreign Language(s): English

Experiences in Last 10 Years:

Experience	Starting and Ending Dates
Presidency State Supervisory Council - President	2015-
Prime Ministry Inspection Board - President	2009-2015

In addition, Mr. Arıncı has a periodical seat in the board of directors within the OYAK Group Companies as of June 2020.

Title	Company
Independent Board Member	Ereğli Demir ve Çelik Fabrikaları T.A.Ş.
Independent Board Member	İskenderun Demir ve Çelik A.Ş.

He has no relationship with the company and related entities.

CURRICULUM VITAE (INDEPENDENT MEMBER)

Name Surname : Ali FİDAN

Birth Date : 1970

Educational Background	Institution	Graduation Date
Bachelor's Degree	Istanbul University / Faculty of Political Sciences, Public Administration	1992

Foreign Language(s): English

Experiences in Last 10 Years:

Experience	Starting and Ending Dates
Central Governor	2018-
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

In addition, Mr. Fidan has a periodical seat in the board of directors within the OYAK Group Companies as of June 2020.

Title	Company
Independent Board Member	Ereğli Demir ve Çelik Fabrikaları T.A.Ş.
Independent Board Member	İskenderun Demir ve Çelik A.Ş.

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
Varoğlu Law Office - Legal Advisor and Lawyer	1988-

In addition, Mr. Varoğlu has a periodical seat in the board of directors within the OYAK Group Companies as of June 2020.

Title	Company
Independent Board Member	Ereğli Demir ve Çelik Fabrikaları T.A.Ş.
Independent Board Member	İskenderun Demir ve Çelik A.Ş.

He has no relationship with the company and related entities.