

**DISCLOSURE DOCUMENT**  
**ON ORDINARY GENERAL ASSEMBLY MEETING FOR 2021 TO BE HELD BY**  
**AKSA AKRİLİK KİMYA SANAYİ ANONİM ŞİRKETİ ON APRIL 1, 2022**

Our Company shall hold an Ordinary General Assembly Meeting for 2021 on 1 April 2022 at 10:30 at the corporate plant located in Merkez Mahallesi Ali Raif Dinçk k Caddesi No: 2 Tařk pr   iftlikk y Yalova in order to discuss and resolve on the agenda items provided below.

Shareholders who shall not be able to attend the meeting in person are required to issue a power of attorney in conformity with sample power of attorney available in the annex hereto (Annex-1), or obtain it from the Corporate head office in Merkez Mahallesi Ali Raif Dinçk k Caddesi No: 2 Tařk pr   iftlikk y Yalova or corporate website at [www.aksa.com](http://www.aksa.com) and also to fulfil such requirements that are listed in the Communiqu  on Voting by Attorneys and Calls for Gathering of Proxies (the “Communiqu ”) No. (II-30.1) of the Capital Market Board, published in the Official Gazette No. 28862 of 24.12.2013. The Representation by a proxy at the General Assembly Meeting shall only be possible through the utilization of the sample power of attorney available in the Annex 1 hereto. In case of appointment of an attorney via the Electronic General Assembly System (EGKS) in accordance with applicable regulations of the Central Registry Agency (“MKK”), then the utilization of the power of attorney available in the Annex 1 shall not be required provided that it must conform to the principles detailed in the Communiqu . Shareholders having the right to vote may appoint their attorneys by approving the signature available on the power of attorney issued physically or via EGKS, or by attaching a signature declaration drawn up before a notary public to the signed power of attorney form.

Pursuant to Article 1527 of the Turkish Commercial Code No. 6102, the shareholders may attend the General Assembly Meetings in person, or may also attend through electronic media and cast their votes as such. Attendance through electronic media shall only be possible with the use of secured electronic signatures of the shareholders or representatives. The shareholders casting votes through the EGKS must thus first obtain a secured electronic signature and be registered in the e-investor investor information center. The shareholders or representatives who are not registered in e-investor investor information center, or who do not have any secured electronic signatures cannot attend General assembly Meetings through electronic media via EGKS.

The shareholders or their attorneys intending to attend the General Assembly Meeting through electronic media shall be required to complete necessary formalities laid down in the “Regulation on General Assembly Meetings of Stock Companies to be held in Electronic Environment” as published via the Official Gazette No. 28395 of 28.08.2012 as well as in the “Communiqu  on Electronic General Assembly System to be Used for in General Assembly Meetings of Stock Companies” as published via the Official Gazette No. 28396 of 29.08.2012. Otherwise they will not be able to attend the meeting.

Since the general assembly meeting shall be held in electronic media, it is kindly requested that the shareholders be ready at the venue before the meeting time so that the meeting can start in time.

The Annual Board Report for 2021 which has been prepared in line with the provisions of the applicable regulations of the Capital Market Board and Turkish Ministry of Trade as well as Audit Report, Financial Statements, Proposal on Distribution of Dividends comprised of the necessary remarks and documents as laid down in mandatory Corporate Governance Principles shall be made available to the Shareholders in our corporate office, corporate website ([www.aksa.com](http://www.aksa.com)) and electronic general assembly portal of MKK in addition to the Public Disclosure Platform (KAP) ([www.kap.gov.tr](http://www.kap.gov.tr)) for review 3 weeks prior to the meeting date excluding the announcement and meeting days.

Please kindly be advised.

Sincerely yours,

**AKSA AKRİLİK KİMYA SANAYİ ANONİM ŞİRKETİ**

## ADDITIONAL DISCLOSURES UNDER REGULATIONS OF CMB

The additional disclosures required under the Corporate Governance Principle no. 1.3.1 laid down in the “Corporate Governance Communiqué” no. (II-17.1) of CMB are explained below to the extent that they have any relevance to the agenda items:

### 1. Information on total number of shares reflecting the shareholding structure, the number of shares representing each group of privileged shares, if any, and the rights to vote and attributes of privileges:

The Company’s fully paid up capital, issued out of the registered capital cap of the Company in the sum of TRY 650.000.000,00, amounts to TRY 323.750.000,00. The issued capital is divided into a total of 32.375.000.000 shares, each having a par value of 1 (one) kurush.

All of the shares are registered without any distinction as to share class or privileged shares.

The shareholding structure and voting rights are summarized in the following chart:

Shareholder	Capital Share (TL)	Capital Ratio (%)	Voting Rights (Number of Shares)	Ratio of Voting Rights (%)
Akkök Holding A.Ş.	128.165.619,94	39,59	12.816.561.994	39,59
Emniyet Ticaret ve Sanayi A.Ş.	65.961.000,97	20,37	6.596.100.097	20,37
Other (*)	129.623.379,09	40,04	12.962.337.909	40,04
<b>TOTAL</b>	<b>323.750.000,00</b>	<b>100,00</b>	<b>32.375.000.000</b>	<b>100,00</b>

(\*) As of March 4, 2022, 36,5% of the shares of Aksa are actively traded in Borsa İstanbul (BIST).

### 2. Information on changes in the management and activities of our company and in affiliates that occurred in preceding account period, or that are planned to be performed during subsequent account periods, which may have a material impact on the Company’s activities; together with reasons of these changes:

There is no actual or planned change in the management and activities of the company or its significant affiliates and subsidiaries which might have a material impact on the activities conducted by the company.

### 3. Information on reasons for discharges of or changes in, if any, or selection of, members of the board of directors as per the agenda of general assembly meeting; resumes of persons whose nominations as member of the board of directors have been submitted to the partnership; their business performances realized in the last ten years and reasons for their quit; nature of their relationships with partnership and related parties and level of priority; whether they have independence or not; and issues that may affect the partnership activities if these persons are elected as members of the board of directors:

Under agenda item 8, the General Assembly shall determine term of duty and re-elect three independent board members due to due to the company inclusion in 1. group companies starting from 2022 with Capital Market Board's 2022/2 numbered 13.01.2022 dated bulletin. The curriculum vitae of nominees and the Independence Declarations of nominees for independent board members are provided in Annex-2.

**4. Proposals made by the shareholders for inclusion of items into the meeting agenda by submitting the same to the Investor Relations Department in written form; proposals which are rejected and reasons for rejection in case any proposals of the shareholders are rejected by the board of directors:**

No written proposal has been forwarded for inclusion of any additional items into the agenda for the ordinary general assembly meeting where the activities of 2021 shall be discussed.

**5. If applicable, board resolution for amendment to the articles of association together with new and previous forms of the articles of association:**

The meeting agenda does not include any item as to amendment to the articles of association.

**REMARKS ABOUT THE AGENDA ITEMS OF THE ORDINARY GENERAL ASSEMBLY MEETING TO BE HELD ON 06.04.2021**

**1. Opening of the meeting and election of the Presiding Board of the General Assembly,**

Pursuant to the provisions of "Turkish Commercial Code" (the "TCC"), "Regulation on Rules and Principles of General Assembly Meetings of Incorporations and Attendance of Representatives of Ministry of Customs and Trade" (the "Regulation") and Internal Directive on General Assembly Meetings, a meeting chairman shall be elected to preside the meeting after which the Meeting Chairman shall duly constitute the Meeting Council.

**2. Reading and discussing the Annual Report for 2021 which was prepared by the Board of Directors,**

The General Assembly shall discuss the Annual Board Report prepared in line with the provisions of the applicable regulations of the Capital Market Regulation and Turkish Ministry of Customs in a manner to contain the Compliance Report on Corporate Governance Principles and presented to the shareholders in the corporate office, electronic general assembly portal of MKK, KAP and corporate website ([www.aksa.com](http://www.aksa.com)) three (3) weeks prior to the meeting date excluding the announcement and meeting days.

**3. Reading the Independent Audit Report for 2021,**

This agenda item refers to reading out the Audit Report presented to the shareholders in the corporate office, electronic general assembly portal of MKK, KAP and corporate website ([www.aksa.com](http://www.aksa.com)) three (3) weeks prior to the meeting date excluding the announcement and meeting days under the relevant provisions of the Capital Market Regulation and TCC.

**4. Reading, discussing and approval of the Financial Statements for the year 2021,**

This agenda item refers to reading out and approving the financial statements presented to the shareholders in the corporate office, electronic general assembly portal of MKK, KAP and corporate website ([www.aksa.com](http://www.aksa.com)) three (3) weeks prior to the meeting date excluding the announcement and meeting days under the relevant provisions of the Capital Market Regulation and TCC.

**5. Releasing the members of the Board of Directors individually with regard to the Company's activities in 2021,**

The General Assembly shall decide on the individual release of the directors with respect to the corporate activities conducted in 2021 under the relevant provisions of the Capital Market Regulation and TCC.

**6. Determining the usage of profit, percentages of profit distribution and profit sharing,**

This agenda item refers to approval of the Board Proposal for Distribution of Dividends presented to the shareholders as of 15 February 2022.

The Dividend Distribution Chart and Proposal for Distribution of Dividends are available in Annex-3 and Annex-4 respectively.

**7. Determination of remuneration for the Board Members and Independent Directors,**

The General Assembly shall determine the monthly remuneration payable to the Directors in 2021 with due regard for the suggestions of the Corporate Governance Committee in line with the applicable provisions of Capital Market Regulation, TCC, articles of association and wage policy of the company.

**8. Determining the duty terms and re-electing three independent board members due to the company inclusion in 1. group companies starting from 2022 with Capital Market Board's 2022/2 numbered 13.01.2022 dated bulletin**

The General Assembly shall determine duty term and re-elect three independent board members to comply with CMB's Corporate Governance Communiqué 4.3.7 numbered principle article 3, due to the company inclusion in 1. group companies starting from 2022 with Capital Market Board's 2022/2 numbered 13.01.2022 dated bulletin.

Lale Develiođlu, İlknur Gür Uralcan and Kamil Batur Şulen are nominated in board of directors decision regarding Corporate Governance Committee's proposal. In the letter dated 18.02.2022 and numbered E-29833736-110.07.07-17489, sent by the CMB, it is specified that it has been decided not to declare any adverse opinion regarding Lale Develiođlu, İlknur Gür Uralcan and Kamil Batur Şulen.

The curriculum vitae of nominees and the Independence Declarations of nominees for independent board members are provided in Annex-2.

**9. Submitting the selection of the Independent Auditor for approval pursuant to the Turkish Commercial Code, the 'Communiqué on Independent Auditing Standards in Capital Markets' issued by the Capital Markets Board of Turkey, and the decision of the Board of Directors on the matter,**

In accordance with applicable provisions of the "Communiqué on Independent Audit Standards at Capital Markets" of the Capital Market Board and with Turkish Commercial Code, the election of an independent audit firm as proposed by the Board of Directors for the fiscal year of 2022 in consideration of remarks delivered by our Audit Committee, shall be presented for approval of our shareholders at the General Assembly Meeting.

**10. Pursuant to the Capital Markets Board's Communiqué on Corporate Governance, in the event that controlling shareholders, members of the Board of Directors, executive management and their first and second degree relatives by blood or by marriage have carried out significant transactions that may result in conflict of interest either with**

**the Company or its subsidiaries, and/or have carried out commercial transactions in the same line of business with the Company or its subsidiaries either by themselves or on behalf of others, or have become partners without limits of liability in a company that is engaged in the same line of business, informing the shareholders with regard to such transactions,**

Members of the board of directors may be involved in any dealings within the framework of the Article 395 (1) “No Dealings with and No Loans From Company” and Article 396 “No Competition” of the Turkish Commercial Code, only prior consent of the General Assembly Meeting. The directors were endowed with the permissions and powers provided in Articles 395 and 396 of Turkish Commercial Code at the ordinary general assembly meeting for 2020 which was held on 06.04.2021.

In accordance with the mandatory Corporate Governance Principle No. 1.3.6. of the Capital Market Board, in the event that the shareholders having a managerial control, members of the Board of Directors, managers having administrative responsibilities, and their spouses and relatives by blood or marriage up to second degree, have been involved in any transactions which may pose a conflict of interests with the company or its affiliates and/or have been involved in a process within scope of commercial activities of the company or its affiliates on their names or on behalf of third parties, or been involved in any other company dealings within scope of commercial activities as an unlimited partner, then these transactions will be included in the agenda of the General Assembly Meeting as a separate item in order to provide detailed information about these transactions and be recorded into the minutes of the General Assembly Meeting.

Information will be provided to our shareholders at the General Assembly Meeting in accordance with this Corporate Governance Principle.

**11. Pursuant to articles 395 and 396 of the Turkish Commercial Code, granting permission and authority to the members of the Board of Directors,**

The shareholders shall be asked to provide approval for granting the permissions and powers to the Directors in line with Articles 395 and 396 of the Turkish Commercial Code.

**12. Informing shareholders with regard to share buybacks pursuant to board of directors decision taken and notified in public disclosure platform at 9 May 2018 according to the grant given by Capital Markets Board’s press releases dated 21 July and 25 July 2016,**

Pursuant to decisions of Capital Market Board dated 21 July and 25 July 2016, the Company boughtback own shares in order to secure shareholders’ benefits according to the board of directors’ decision of 9 May 2018; company has sold all remaining shares of 1.156.106 (0.36% of total shares) which are bought back before 2021 with TL 16,00 unit price on 18.02.2021. The cost of sold shares are TL 7.556.926 and Company has TL 10.940.770 (excluding dividend) profit from the sales of those shares.

In 2021, Company have not bought back any shares and as of report date, company has no shares.

**13. Pursuant to the Capital Markets Law, informing the shareholders about the donations and aid made by the Company in 2021,**

The General Assembly shall be informed of the donations amounting to TRY 165.967 in 2021 pursuant to the Corporate Governance Principle no. 1.3.10 under the Corporate Governance Communiqué of the Capital Market Board.

**14. Pursuant to Article 12 of the Communiqué on Corporate Governance, informing the shareholders about the sureties, pledges, mortgages and guarantees given by the Company in favor of third parties and on the income and benefits acquired by the Company in 2021,**

The General Assembly shall be informed of the fact that no mortgages, liens, bails, and securities were provided for the benefit of third parties in 2021.

**ANNEXES:**

- 1.** Power of Attorney form,
- 2.** Resumes of Candidate Members of the Independent Board Of Directors and Independence Declarations
- 3.** Profit Distribution Statement,
- 4.** Profit Distribution Proposal,

## ANNEX-1-

I/We hereby appoint ..... described in detail herein as my/our proxy authorized to represent me/our Company, to cast vote, to make proposal and to sign the necessary documents in the direction of the opinions I/we specify herein at the Ordinary General Assembly Meeting of AKSA AKRİLİK KİMYA SANAYİİ ANONİM ŞİRKETİ to be held for the year 2021 on 01.04.2022 at 10:30 in factory located at the address “Merkez Mahallesi Ali Raif Dinçkök Caddesi No: 2 Taşköprü Çiftlikköy Yalova”.

Of the Proxy (\*):

Name-Surname / Trade Name:

TR Identification Number / Tax Account Registration - Number and Central Registration System

Number

(\*Equivalent of the said information, if any, should be presented for the proxies of foreign citizen.

### A) SCOPE OF THE POWER OF ATTORNEY

The scope of the power of attorney should be determined by selecting one of the alternatives (a), (b) or (c) for the sections 1 and 2 herein.

#### 1. Regarding The Issues Included in the Agenda of the General Assembly;

a) The Proxy is authorized to cast vote in the direction of his/her opinion;

b) The Proxy is authorized to cast vote in the direction of the proposals of the partnership management;

c) The Proxy is authorized to cast vote in the direction of the instruction specified in the Table herein.

#### Instructions:

In the case where the alternative (c) is selected by the shareholder, the instructions regarding the agenda item shall be given by making one of the alternatives given opposite to the agenda item (yes or no) and in the case where the alternative of “no” is selected, by specifying the dissenting opinion in the minutes of the general assembly.

Agenda Items (*)	Yes	No	Dissenting Opinion
1 Opening of the meeting and election of the Presiding Board of the General Assembly,			
2. Reading and discussing the 2021 Annual Report prepared by the Board of Directors,			
3. Reading the Auditors' Report for the year 2021,			
4. Reading, discussing and approval of the Financial Statements for the year 2021,			
5. Releasing the members of the Board of Directors individually with regard to the Company's activities in 2021,			
6. Determining the usage of profit, percentages of profit distribution and profit sharing,			
7. Determination of remuneration for the Board Members and Independent Directors,			
8. Determining the duty terms and re-electing three independent board members due to the company inclusion in 1. group companies starting from 2022 with Capital Market Board's 2022/2 numbered 13.01.2022 dated bulletin			
9. Submitting the selection of the Independent Auditor for approval pursuant to the Turkish Commercial Code, the 'Communiqué on Independent Auditing Standards in Capital Markets' issued by the Capital Markets Board of			

Turkey, and the decision of the Board of Directors on the matter,			
10. Pursuant to the Capital Markets Board's Communiqué on Corporate Governance, in the event that controlling shareholders, members of the Board of Directors, executive management and their first and second degree relatives by blood or by marriage have carried out significant transactions that may result in conflict of interest either with the Company or its subsidiaries, and/or have carried out commercial transactions in the same line of business with the Company or its subsidiaries either by themselves or on behalf of others, or have become partners without limits of liability in a company that is engaged in the same line of business, informing the shareholders with regard to such transactions,			
11. Pursuant to articles 395 and 396 of the Turkish Commercial Code, granting permission and authority to the members of the Board of Directors,			
12. Informing shareholders with regard to share buybacks pursuant to board of directors decision taken and notified in public disclosure platform at 9 May 2018 according to the grant given by Capital Markets Board's press releases dated 21 July and 25 July 2016,			
13. Pursuant to the Capital Markets Law, informing the shareholders about the donations and aid made by the Company in 2021,			
14. Pursuant to Article 12 of the Communiqué on Corporate Governance, informing the shareholders about the sureties, pledges, mortgages and guarantees given by the Company in favor of third parties and on the income and benefits acquired by the Company in 2021			

(\*)The agenda items of the General Assembly shall be enumerated one by one. If there is a draft resolution of the minority, this shall also be specified in order to ensure voting by proxy.

2. Special instruction regarding exercising of the other issues which may arise at the General Assembly meeting and especially the minority rights:

- a) The Proxy is authorized to cast vote in the direction of his/her opinion;
- b) The Proxy is not authorized to represent in these issues;
- c) The Proxy is authorized to cast vote in the direction of the special instructions herein.

**SPECIAL INSTRUCTIONS:** The special instructions to be given by the shareholder to the proxy, if any, shall be specified herein.

**B) The shareholder shall select one of the alternatives herein and specify the shares he/she wishes to be represented by the proxy.**

1. I approve the representation of my shares specified in detail herein by the proxy.

- a) Serial and series:\*
- b) Number/Group:\*\*
- c) Piece – nominal value:
- ç) Whether it has privilege in voting:
- d) Whether Bearer or Registered:\*
- e) Ratio to the total shares / voting rights owned by the shareholders:

\* This information is not requested for the shares monitored through registration.

\*\* An information shall be given regarding the group, if any, instead of number for the shares monitored through registration.

**2. I approve the representation of all the shares I have as included in the list prepared by the Central Registry Agency regarding the shareholders who may participate in the General Assembly by the proxy one day prior to the date of the General Assembly.**

**NAME-SURNAME or TITLE OF THE SHAREHOLDER (\*)**

TR Identification Number/Tax Account Number, Trade Registration – Number and Central Registration System Number:

Address:

SIGNATURE

(\*)Equivalent of the said information, if any, should be presented for the proxies of foreign citizen.

## **ANNEX - 2-**

### **İlknur Gür Uralcan**

Born in Ankara, İlknur Gür Uralcan is a graduate of the Chemistry Department of Boğaziçi University. Uralcan started her career in 1993 in Degere International Trading company in the position of Chemical Agents Sales Representative and moved to Kordsa in 1996 as Sales Supervisor as part of Sabancı Talent Pool program. In 1998, Uralcan started working in İstanbul office of GE Plastics company as Account Manager and this was followed in ensuing years by such positions as Country Leadership, Regional Management of Central Europe, Turkey and Israel, General Management of Developing Regions and General Management of European Specialty Business in GE Plastics/Sabic Innovative Plastics companies. Between 2013-2019, Uralcan held the position of the President of Eastern Europe, Middle East and Africa in Wilsonart LLC. Currently, she offers services as angel investor and counsellor in the company she founded in Germany. Being a non-executive, Uralcan has the status of an independent member pursuant to the Corporate Management Principles of Capital Markets Board. For the last five years, she has no affiliations with Akxa Akrilik Kimya Sanayii A.Ş. and interested parties other than being an independent member of the Board of Directors at Akxa Akrilik Kimya Sanayii A.Ş.

### **Lale Develioğlu**

After graduating from the Industrial Engineering Department of Boğaziçi University, Lale Develioğlu had her post-graduate education in the Faculty of Decision Sciences in Rensselaer Polytechnic Institute of New York in the field of Administrative Engineering and Operations Research.

Starting her professional business life in 1992 in Unilever, Lale Develioğlu assumed increasing responsibilities in the same company through 12 years, working in the field of marketing with regard to many brands, positions and country groups, and held the position of Marketing Director between 1998-2003. Lale Develioğlu moved to Turkcell in early 2004 assuming the position of Private Customers Marketing Director, then shifted to the seat of Vice President of Marketing in Turkcell between 2006 – 2011 and to Vice Presidency of International Affairs between 2011 – 2014. During her employment, she was responsible for the income and profit of the private customers of Turkcell and played crucial roles in the customer-oriented redesigning of the company's branding and growth strategies and in ensuring sustainable company growth through critical transition processes such as 3G and Number Portability. In the period when she was in charge of international affairs, she undertook the responsibility of 8 group companies, both domestic and overseas, while also acting as the member or president in the board of directors of these companies.

After serving Turkcell for 11 years, Lale Develioğlu started working as the Head of Marketing in Yıldız Holding in 2015 and in 2016 she accepted the position of Global Head of Marketing in Pladis, which was founded as the London-based global snacks company of the Holding, where she took the lead in establishing the brand, portfolio and growth strategy and structuring through the phase of foundation. Having completed the certification programs named "Women on Board" in Turkey and INSEAD "Corporate Governance" in France, Develioğlu acted as independent member of board in the executive boards of various companies operating in the fields of technology, fast moving consumer goods, food, durable consumer goods and retailing. She is also a founder and a board member of the Woman on Board Association.

Based on her experience of 28 years, Lale Develioğlu is a leader of marketing, business development and strategy. She was elected the "Best Marketer in Turkey" by Capital Journal in 2009; was granted the prize of "Distinctive Women" in 2014; and took her place in the Global Creativepool Annual list as one of the "Top 100 Influencers" in 2018. For 8 years, she was a member of the Board in Advertisers' Association and a member of Advertising Self-regulatory Board. She is also an angel investor who has made investments in 6 different technology companies and is licensed as Individual Contribution Investor; she has given lectures on Strategic Marketing in Bilgi University School of Branding; she is the author of the book on business and memories, titled "Karar Verdim". Outside Akxa, she is currently holding the positions of independent board member in Anadolu Efes Biracılık Ve Malt Sanayii A.Ş., managerial counsellor, instructor and mentor. Develioğlu has the status of an independent member pursuant to the Corporate Management Principles of Capital Markets Board. The positions she has held for the last 10 years have been outlined above in essence and for the last five years she has no affiliations with Akxa Akrilik Kimya Sanayii A.Ş. and interested parties.

### **Kamil Batur Şulen**

Born in 1965 in İstanbul, K.Batur Şulen graduated from the Department of Economy in Middle East Technical University and held the positions of control specialist in Koç Holding Financial Control Coordination unit in 1989-1994, "Koç 2000" project management in Koçsistem A.Ş. in 1994 – 2000, Financial and Administrative Services Manager in Biletix A.Ş. in 2000 - 2002, and Evyap Holding Group Internal Audit Director from 2003 until the end of 2019. He currently holds the positions of independent board member in Akxa Akrilik Kimya Sanayii A.Ş. and

board member of Turkish Basketball Federation. Şulen speaks English and French and is married with one daughter.

K.Batur Şulen has the status of an independent member pursuant to the Corporate Management Principles of Capital Markets Board. Mr Şulen is experienced in the fields of auditing/accounting and finance and is certified as CIA (Certified Internal Auditor).

The positions he has held for the last 10 years have been outlined above in essence and for the last five years he has no affiliations with Aksa Akrilik Kimya Sanayii A.Ş. and interested parties.

## Declaration of Independent Membership of the Board of Directors

### To the Akxa Akrilik Kimya Sanayii A.Ş. Board of Directors, Corporate Governance Committee,

Pursuant to the Communiqué Regarding the Determination and Implementation of Corporate Governance Principles (Serial: II, No: 17.1) issued by the Capital Market Board, Articles of Association, and the criteria set forth in related legislation, as a candidate for independent membership of the Board of Directors of Akxa Akrilik Kimya Sanayii Anonim Şirketi, I hereby declare that:

a) There is no employment relationship between myself, my spouse, relatives by blood or by marriage up to the second degree and Akxa Akrilik Kimya Sanayii A.Ş., any partnerships of which the Company holds or significantly affects management control, or shareholders who hold or significantly affect the management of the Company, or any legal entities of which these shareholders hold the management control, at a managerial position to undertake major duties and responsibilities in the last five years, and that I do not have, together or alone, more than 5% of the Company's capital or voting rights or privileged shares, and I do not have a business relationship of significant nature,

b) I have not served as a partner (5% and above), at a managerial position to undertake major duties and responsibilities and / or as a board member in any companies, particularly those conducting the auditing (including tax audit, legal audit and internal audit), grading and counseling of the Company, to which the company has sold or purchased a significant amount of products or services in the framework of the agreements, during the periods of selling or purchasing products or services, in the last five years,

c) I have the requisite professional training, knowledge and experience in order to fulfill the tasks that I will assume in the Company as an independent member of the Board of Directors,

d) I will not work in public institutions and organizations, other than academic positions at universities, provided that it is appropriate to their relevant legislations, on a full-time basis, after being elected as a member,

e) I am considered as a resident in Turkey according to the Income Tax Act (I.T.A.) dated December 31, 1960 and numbered 193,

f) I possess the requisite strong ethical standards, professional reputation and experience to contribute positively to the Company's activities, to maintain my objectivity in conflicts of interest between the company and the shareholders, and to decide freely in consideration of stakeholders' rights,

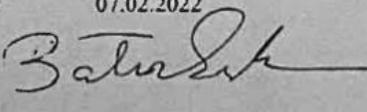
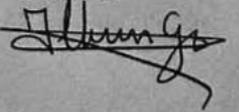
g) I will spare enough time for the Company's affairs in order to follow-up the functioning of the Company's activities, and to fully meet the requirements of the duties that I will assume,

h) I haven't served as a member of the Company's Board of Directors for more than six years during the last ten years,

i) I haven't served as an independent member of the Board of Directors in more than three companies whose management is controlled by the same person, Company or shareholders holding the management control of the Company, and in more than a total of five companies traded on the exchange,

I will therefore act as an independent member of the Board of Directors of Akxa Akrilik Kimya Sanayii Anonim Şirketi. Pursuant to the related legislation, I also declare that should a situation arise that removes my independence, I would communicate this to the Board of Directors in order for it to be announced to the public, and that I would resign on principle.

Sincerely,

Ad-soyadı:	Kamil Batur Şulen	Ilknur Gür Uralcan	Lale Develioğlu
Tarih:	07.02.2022	07.02.2022	07.02.2022
İmza			

### ANNEX -3- PROFIT DISTRIBUTION STATEMENT FOR 2021 (TL)

<b>1. Paid-in/Issued Capital</b>			323.750.000,00
<b>2. Legal Reserves (according to the Legal Records)</b>			223.011.961,57
<b>Information regarding privileges in the distribution of profit pursuant to the Articles of Association, if any</b>			N/A
		<b>According to CMB</b>	<b>According to Legal Records</b>
<b>3.</b>	<b>Profit for the Period (*)</b>	1.131.838.204,00	880.674.713,00
<b>4.</b>	<b>Taxes ( - )</b>	35.370.000,00	(67.490.019,00)
<b>5.</b>	<b>Net Profit for the Period (**) ( = )</b>	1.167.208.204,00	813.184.694,00
<b>6.</b>	<b>Losses from previous years ( - )</b>	-	-
<b>7.</b>	<b>General Legal Reserves ( - )</b>	-	-
<b>8.</b>	<b>NET DISTRIBUTABLE PROFIT FOR THE PERIOD (=)</b>	<b>1.167.208.204,00</b>	<b>813.184.694,00</b>
<b>9.</b>	Donations made during the year ( + )	165.967,00	
<b>10.</b>	<b>Net distributable profit for the period including donations</b>	<b>1.167.374.171,00</b>	
<b>11.</b>	Primary Dividend to Shareholders		
	-Cash	16.187.500,00	
	-Free of Charge	-	
	- Total	<b>16.187.500,00</b>	
<b>12.</b>	Dividend Distributed to the Holders of Privileged Share Certificates		
<b>13.</b>	Other Distributed Dividend		
	- To Board Members		
	- To Employees		
	- To the persons other than shareholders		
<b>14.</b>	Dividend Distributed to the Holders of Redeemed Shares		
<b>15.</b>	Secondary Dividend to Shareholders	582.750.000,00	
<b>16.</b>	General Legal Reserves	58.275.000,00	
<b>17.</b>	Statutory Reserves		
<b>18.</b>	Special Reserves		
<b>19.</b>	<b>EXTRAORDINARY RESERVES</b>	509.995.704,00	155.972.194,00
<b>20.</b>	<b>Other Resources Stipulated to be Distributed</b>		

(\*) Consolidated pre-tax profit

(\*\*) Period net profit for parent company

**DIVIDEND RATIO STATEMENT**

	GROUP	TOTAL DISTRIBUTABLE DIVIDEND		TOTAL DISTRIBUTABLE DIVIDEND / NET PROFIT FOR THE PERIOD	DIVIDEND CORRESPONDING TO A SHARE WITH NOMINAL VALUE OF 1 TL	
		CASH (TL)	FREE OF CHARGE (TL)	RATIO (%)	AMOUNT (TL)	RATIO (%)
<b>NET (***)</b>	-	539.043.750,00	-	46,182313%	1,66500000	166,500000%
	<b>TOTAL</b>	<b>539.043.750,00</b>	<b>-</b>	<b>46,182313%</b>	<b>1,66500000</b>	<b>166,500000%</b>

(\*\*\*) Net values of dividends per gross share have been calculated based on 10% withholding rate in compliance with the assumption that dividends are distributed to real person shareholders with full liability and distribution is not subject to any exceptional practice in terms of profits.

## PROFIT DISTRIBUTION PROPOSAL

Dear Shareholders,

We have presented our operating information and the balance-sheet and income statement for the fiscal year of 2021. We hope that the operating results shall be found to be appropriate by you.

Pursuant to our profit share (dividend) distribution policy which we have previously shared with you, the profit distribution proposal of our Company regarding the profit of the year 2021 has been arranged for the purpose of presenting the same for approval of the General Assembly.

Our consolidated balance sheet net period profit included in the financial statements issued pursuant to the of the Communiqué Serial: II, No: 14.1 of the Capital Market Board is 1.167.208.204-TL whereas our net profit for the period as included in our financial statements prepared within the framework of the provisions of the Tax Procedural Law is 813.184.694-TL.

With respect to the net period profit amounting to 1.167.208.204-TL according to the consolidated financial statements issued pursuant to the of the Communiqué Serial: II, No: 14.1 of the Capital Market Board, we kindly present the following proposals;

- General Legal Reserves should not be set aside due to the fact that it has reached the upper limit provided in article 519.(1) of Turkish Commercial Code and article 25.(a) of the Articles of Association,
- The primary dividend in the amount of 16.187.500,00 TL corresponding to 5% of the paid-in capital of our Company in the amount of 323.750.000,00 TL (the amount of dividend corresponding to the share with nominal value of 1,00 TL is 0,05 TL and the rate of dividend is gross 5%) should be distributed in cash to our shareholders within the framework of the provision of article 25 of our Company's Articles of Association,
- The secondary dividend in the amount of 582.750.000-TL from the remaining amount of 1.151.020.704-TL (the amount of gross dividend corresponding to the share with nominal value of 1,00 TL is 1,80-TL and the rate of dividend is gross 180,00%) should be distributed in cash to our shareholders within the framework of the provision of Article 25 of our Company's Articles of Association,
- 58.275.000-TL should be added to the General Legal Reserves,
- The sum of the 1st and 2nd dividends distributable to shareholders and the dividend contemplated for distribution from retained profits shall be TL 598.937.500- (the amount of dividend falling on a share with par value of TL 1.00 is TL 1.85 in gross and the ratio of dividend is 185.00%);
- The amounts of dividend should be distributed in cash on 21.04.2022,

Our esteemed shareholders, we pay our respects to you hoping that the future years shall bring happy and successful days for our Company and all of us.

Board of Directors