

**INVITATION TO THE ORDINARY GENERAL ASSEMBLY MEETING FOR 2023
TO BE HELD BY AKSA AKRİLİK KİMYA SANAYİİ ANONİM ŞİRKETİ ON
MARCH 28, 2024**

Our Company shall hold an Ordinary General Assembly Meeting for 2023 on 28 March 2024 at 10:30 at the corporate plant located in Merkez Mahallesi Ali Raif Dinçkök Caddesi No: 2 Taşköprü Çiftlikköy 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 Dinçkök Caddesi No: 2 Taşköprü Çiftlikköy Yalova or corporate website at www.aksa.com and also to fulfil such requirements that are listed in the Communiqué on Voting by Attorneys and Calls for Gathering of Proxies (the “Communiqué”) 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 Communiqué. 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 “Communique 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 2023 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, Amendment to the Articles of Association and Information Note 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) and electronic general assembly portal of MKK in addition to the Public Disclosure Platform (KAP) (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 SANAYİİ ANONİM ŞİRKETİ

AKSA AKRİLİK KİMYA SANAYİİ ANONİM ŞİRKETİ
AGENDA FOR THE 2023 ORDINARY GENERAL ASSEMBLY MEETING OF
AKSA AKRİLİK KİMYA SANAYİİ ANONİM ŞİRKETİ

1. Opening of the meeting and election of the Presiding Board of the General Assembly,
2. Reading and discussing the 2023 Annual Report prepared by the Board of Directors,
3. Reading the Auditors' Report for the year 2023,
4. Reading, discussing and approval of the Financial Statements for the year 2023,
5. Releasing the members of the Board of Directors individually with regard to the Company's activities in 2023,
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. 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,
9. 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,
10. Pursuant to articles 395 and 396 of the Turkish Commercial Code, granting permission and authority to the members of the Board of Directors,
11. Informing shareholders with regard to share buyback pursuant to board of directors decision taken and notified in public disclosure platform at 20 February 2023 In accordance with the permission granted within the framework of the announcement made by the Capital Markets Board with the principle decision dated 14 February 2023 and numbered 9/177,
12. Approval of increasing the cap for donations and grants indicated in the Corporate Donation and Grant Policy as per the Capital Market Law and "Profit Share Communiqué" no. (II-19.1) of the Capital Market Board,
13. Pursuant to the Capital Markets Law, informing the shareholders about the donations and aid made by the Company in 2023,
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 2023,
15. Presenting the amendment draft with regard to article 6, "Capital", of the Company's Articles of Association, in the format approved by the Energy Market Regulatory Authority, the Capital Markets Board and the Ministry of Trade, and provided that the necessary permissions are obtained from the Energy Market Regulatory Authority, the Capital Markets Board and the Ministry of Trade, for the approval of the General Assembly,

POWER OF ATTORNEY

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 SANAYİ ANONİM ŞİRKETİ to be held for the year 2023 on 28.03.2024 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 2023 Annual Report prepared by the Board of Directors,			
3. Reading the Auditors' Report for the year 2023,			
4. Reading, discussing and approval of the Financial Statements for the year 2023,			
5. Releasing the members of the Board of Directors individually with regard to the Company's activities in 2023,			
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. 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,			
9. 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,			
10. Pursuant to articles 395 and 396 of the Turkish Commercial Code, granting permission and authority to the members of the Board of Directors,			
11. Informing shareholders with regard to share buyback pursuant to board of directors decision taken and notified in public disclosure platform at 20 February 2023 In accordance with the permission granted within the framework of the announcement made by the Capital Markets Board with the principle decision dated 14 February 2023 and numbered 9/177,			
12. Approval of increasing the cap for donations and grants indicated in the Corporate Donation and Grant Policy as per the Capital Market Law and “Profit Share Communiqué” no. (II-19.1) of the Capital Market Board,			
13. Pursuant to the Capital Markets Law, informing the shareholders about the donations and aid made by the Company in 2023,			
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 2023			
15. Presenting the amendment draft with regard to article 6, “Capital”, of the Company’s Articles of Association, in the format approved by the Energy Market Regulatory Authority, the Capital Markets Board and the Ministry of Trade, and provided that the necessary permissions are obtained from the Energy Market Regulatory Authority, the Capital Markets Board and the Ministry of Trade, for the approval of the General Assembly			

(*)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.

THE AMENDMENT TO AKSA AKRİLİK KİMYA SANAYİİ A.Ş. ARTICLES OF ASSOCIATION	
OLD FORM	NEW FORM
<p>CAPITAL</p> <p>ARTICLE 6- The Company has adopted the system of registered capital as outlined in the Capital Market Law and implemented this system pursuant to the License No. 90 granted by the Capital Markets Board on 20.02.1992. The upper limit of the Company's registered capital is TL 650.000.000 (Six Hundred and Fifty Million Turkish Liras), divided into 65.000.000.000 shares of stock each having a par value of 1-Kr (One Turkish Kurush)</p> <p>The capital of the company may be increased or decreased pursuant to the provisions of the Turkish Commercial Code and Capital Market regulations when necessary.</p> <p>The ceiling of authorized registered capital as authorized by the Capital Market Board shall be valid for the period of 2021 to 2025 (e.g. for a period of 5 years). Even if the ceiling of authorized registered capital is not achieved as at the end of 2025, in order for the Board of Directors to resolve for a capital increase after the year 2025 it would have to obtain authorization from the General Assembly of Shareholders for a new period of time after obtaining a permission from the Capital Market Board for the previously authorized ceiling or for a new ceiling amount. If such authorization is not so obtained, it shall not be possible to increase the capital based on the resolution of the board of directors.</p> <p>The issued and fully paid in capital of the Company is TL 323.750.000 (Three Hundred and Twenty Three Million, Seven Hundred and Fifty Thousand Turkish Lira).</p> <p>The shares representing the capital shall be monitored in line with the registration principles.</p> <p>The Board of Directors may, at its discretion, increase the issued capital of the Company by issuing shares up to the registered capital ceiling, increase the issued capital by issuing shares up to the registered capital limit when necessary, issue shares above or below the par value, restrict the right of the shareholders to acquire new shares and make decisions about the issuance of premium shares in accordance with applicable provisions of the Capital Market Law between 2021 and 2025. The authority to restrict the right to acquire new shares may not be used in a manner that shall cause unequal treatment among the shareholders.</p> <p>All share certificates are registered. No bearer shares may be issued by the Company.</p> <p>The company may acquire or accept as pledge its own shares based on the restrictions provided in the Turkish Commercial Code and Capital Market Law provided that consent shall be sought from the Energy Market Regulatory Authority.</p>	<p>CAPITAL</p> <p>ARTICLE 6- The Company has adopted the system of registered capital as outlined in the Capital Market Law and implemented this system pursuant to the License No. 90 granted by the Capital Markets Board on 20.02.1992. The upper limit of the Company's registered capital is TL 6.500.000.000 (Six Billion Five Hundred Million Turkish Liras), divided into 650.000.000.000 shares of stock each having a par value of 1-Kr (One Turkish Kurush).</p> <p>The capital of the company may be increased or decreased pursuant to the provisions of the Turkish Commercial Code and Capital Market regulations when necessary.</p> <p>The ceiling of authorized registered capital as authorized by the Capital Market Board shall be valid for the period of 2024 to 2028 (e.g. for a period of 5 years). Even if the ceiling of authorized registered capital is not achieved as at the end of 2028, in order for the Board of Directors to resolve for a capital increase after the year 2028 it would have to obtain authorization from the General Assembly of Shareholders for a new period of time after obtaining a permission from the Capital Market Board for the previously authorized ceiling or for a new ceiling amount. If such authorization is not so obtained, it shall not be possible to increase the capital based on the resolution of the board of directors.</p> <p>The issued and fully paid in capital of the Company is TL 323.750.000 (Three Hundred and Twenty Three Million, Seven Hundred and Fifty Thousand Turkish Lira).</p> <p>The shares representing the capital shall be monitored in line with the registration principles.</p> <p>The Board of Directors may, at its discretion, increase the issued capital of the Company by issuing shares up to the registered capital ceiling, increase the issued capital by issuing shares up to the registered capital limit when necessary, issue shares above or below the par value, restrict the right of the shareholders to acquire new shares and make decisions about the issuance of premium shares in accordance with applicable provisions of the Capital Market Law between 2024 and 2028. The authority to restrict the right to acquire new shares may not be used in a manner that shall cause unequal treatment among the shareholders.</p> <p>All share certificates are registered. No bearer shares may be issued by the Company.</p> <p>The company may acquire or accept as pledge its own shares based on the restrictions provided in the Turkish Commercial Code and Capital Market Law provided that consent shall be sought from the Energy Market Regulatory Authority.</p>