

MINUTES OF THE ORDINARY GENERAL ASSEMBLY MEETING OF KİMTEKS POLİÜRETAN SANAYİ VE TİCARET A.Ş. FOR 2021 HELD ON 14.06.2022

The meeting has been held on Tuesday, 14.06.2022 at 14:00 h at the meeting address of Kimteks Poliüretan Sanayi ve Ticaret A.Ş. (Company) at Emniyet Evleri Mah. Eski Büyükdere Cad. Sapphire Plaza No: 1/4 Kat: 19 Daire: 1, Kağıthane/İSTANBUL, under the supervision of the ministerial representative Dursun Ekşi appointed by the appointment letter No. E-90726394-431.03-00075501562 dated 13/06/2022 of the Turkish Ministry of Trade.

It has been understood that invitation to the meeting and announcement thereof has been communicated to shareholders of Group A on 17.05.2022 together with the agenda as anticipated by law and in the Articles of Association; the Ordinary General Assembly should be held by announcement according to Article 414 of the Turkish Commercial Code; the announcement in this regard has been made within due term at the Turkish Trade Register Gazette No. 10582 dated 23.05.2022 on pages No. 172-173 as well as on the official website of the Company under <https://kimpur.com/tr/>; the Public Disclosure Platform (PDP) on 17.05.2022, and the e-EGM through which the Electronic General Meeting is to be held, and that there are no objections to the Ordinary General assembly meeting.

As it has been understood from the investigation of the Attendance List that 121.550.000 shares corresponding to the total capital of the Company of 121.550.000 TL are represented personally with 55.111.437 shares corresponding to 55.111.437 TL, and by proxy with 41.245.250 shares corresponding to 41.245.250 TL, and by proxy electronically via internet with 375.000 shares corresponding to 375.000 TL, amounting to a total of 96.731.687, whereas the quorum for the meeting anticipated both by law and the Articles of Association has been reached.

It has been determined that the Company has carried out the preparations for the Electronic General Meeting in compliance legal arrangements in accordance with Clauses No. 5 and 6 of Article 1527 of the Turkish Commercial Code. Damla MERMEROĞLU, “Central Securities Depository (MKG) Electronic General Assembly System Certificate Specialist”, has been appointed to use the Electronic General Assembly System, whereas the physical and electronic assembly has been opened at the same time, and the discussion of the agenda has been commenced.

AGENDA

Item 1 - The meeting has been opened by Cavidan Karaca, Vice President of the Executive Board/CEO. The formation of the Meeting Board has passed on according to the Item. Cavidan Karaca has been suggested as Chairman, Reyhan Uzun as Minutes Clerk, and Damla Mermeroğlu as Vote Collector, whereas this suggestion has been accepted unanimously with 96.731.687 affirmative and 0 dissenting votes.

Item 2 - According to Item No. 2 of the agenda the authorization of the selected Meeting Board to sign the Minutes of the General Assembly on behalf of the shareholders has been accepted unanimously with 96.731.687 affirmative and 0 dissenting votes.

Item 3 - According to Item No. 3 of the agenda the the General Assembly passed on to the reading, discussion and submission to approval of the Activity Report of the Board of Directors for the year 2021. In line with the suggestion it has been accepted by majority of votes with 96.356.687 affirmative and 375.000 dissenting votes that the Activity Report of the Board of Directors for the year 2021 has not been published on PDP, since the Company went public on 28.04.2022, but has been offered to investigation by the shareholders on 17.05.2022 on the official website of the Company at

<https://kimpur.com/tr/> and via the E-GEM system within the General Assembly documents, and therefore, the Activity Report will not be read. The Activity Report for 2021 has been opened to discussion. No comments were made in favor or in opposition. According to the Item, the General Assembly passed on to the voting on the Activity Report of the Board of Directors for 2021. As a result of the voting, the Activity Report for 2021 has been accepted by majority of votes with 96.356.687 affirmative and 375.000 dissenting votes.

Item 4 – According to Item No. 4 of the agenda the General Assembly passed on to the reading and discussion of the opinion and the report of the Independent Auditing Firm for the fiscal year 2021. In line with the suggestion it has been accepted by majority of votes with 96.356.687 affirmative and 375.000 dissenting votes that the Independent Audit Report for the year 2021 issued by DRT Bağımsız Denetim ve Serbest Muhasebeci Mali Müşavirlik A.Ş. has not been published on PDP, since the Company went public on 28.04.2022, but has been offered to investigation by the shareholders on 17.05.2022 on the official website of the Company at <https://kimpur.com/tr/> and via the E-GEM system within the General Assembly documents, and that therefore, the Independent Audit Report will not be read, but only the opinion of the independent auditors will be read. The opinion of the auditor included in the report of the Independent Auditing Firm for the fiscal year 2021 has been read by independent auditor Volkan Becerik to, and discussed by the General Assembly. The independent audit report and opinion has been read and discussed, and, as a result of the voting, been accepted by majority of votes with 96.356.687 affirmative and 375.000 dissenting votes.

Item 5 – According to Item No. 5 of the agenda the General Assembly passed on to the reading, discussion and submission to approval of the financial statements for the fiscal year 2021. In line with the suggestion it has been accepted by majority of votes with 96.356.687 affirmative and 375.000 dissenting votes that the financial statements for the year 2021 included in the Independent Auditing Firm Report issued by DRT Bağımsız Denetim ve Serbest Muhasebeci Mali Müşavirlik A.Ş. has not been published on PDP, since the Company went public on 28.04.2022, but has been offered to investigation by the shareholders on 17.05.2022 on the official website of the Company at <https://kimpur.com/tr/> and via the E-GEM system within the General Assembly documents, and that therefore, not all of the items in the financial report, but only the main items of the balance sheet and income statement will be read. The main items of the balance sheet and the income statement for 2021 have been read to the General Assembly by our Accounting Manager Reyhan Uzun. The financial statements have been opened to discussion. No comments were made in favor or in opposition. According to the Item, the General Assembly passed on to the voting on the financial statements for 2021. As a result of the voting, the financial statements has been accepted by majority of votes with 96.356.687 affirmative and 375.000 dissenting votes.

Item 6 - According to Item No. 6 of the agenda the General Assembly passed on to the acquittal of the members of the Board of Directors separately from the activities, transactions and accounts for the fiscal year 2021. As a result of the voting on the acquittal of the members of the Board of Directors separately from the activities, transactions and accounts for the fiscal year 2021, where the Board members did not use their votes, the members of the Board of Directors have been acquitted separately and unanimously from the activities for the year 2021.

Item 7 - According to Item No. 7 of the agenda the General Assembly passed on to the reading, discussion and submission to approval of the Internal Directive on Working Principles and Procedures of the General Assembly. In line with the suggestion it has been accepted unanimously with 96.731.687 affirmative and 0 dissenting votes that the Directive will not be read, since it has been published on 17.05.2022 on PDP, on the official website of the Company at <https://kimpur.com/tr/> and via the E-GEM system within the General Assembly documents for investigation by the shareholders. The Internal Directive on Working Principles and Procedures of the General Assembly has been opened to discussion. No comments were made in favor or in opposition. According to the Item, the General Assembly passed on to the voting on the Internal Directive on Working Principles and Procedures of the General Assembly. As a result of the voting the Internal Directive on Working Principles and Procedures of the General Assembly has been accepted

unanimously with 96.731.687 affirmative and 0 dissenting votes.

Item 8 - According to Item No. 8 of the agenda the General Assembly passed on to the reading of the Women's Board Membership Policy of the Company, and the instruction of the shareholders thereof. In line with the suggestion it has been accepted by majority of votes with 96.356.687 affirmative and 375.000 dissenting votes that the Policy will not be read, since it has been published on 17.05.2022 on PDP, on the official website of the Company at <https://kimpur.com/tr/> and via the E-GEM system within the General Assembly documents for investigation by the shareholders. The General Assembly has been given information on the Women's Board Membership Policy. The Policy has been opened to discussion, whereas no comments were made in favor or in opposition.

Item 9 - According to Item No. 9 of the agenda the General Assembly passed on to the reading, discussion and submission to approval of the suggestion of the Board of Directors on profit distribution for the fiscal year 2021. As a result of the voting it has been unanimously accepted with 96.731.687 affirmative and 0 dissenting votes that the profit for 2021 shall be distributed in compliance with Article 13 of the Articles of Association and in line with the profit distribution policy of the Company as anticipated in the attached Profit Distribution Statement, and that the profit shall be distributed to the shareholders as profit shares in line with their share proportions as from 17.06.2022.

Item 10- According to Item No. 10 of the agenda our CEO Cavidan Karaca gave information about the payments made to the members of the Board of Directors and senior executives in the accounting period of 2021. As a result of the negotiations regarding the attendance fees to be given to the Members of the Board of Directors in 2022 according to the same Item, a total monthly gross payment of 472.200 TL to the Members of the Board of Directors and a total monthly gross payment of 48.000 TL to Independent Board Members has been accepted by majority of votes with 96.356.687 affirmative votes and 375.000 dissenting votes.

Madde 11- According to Item No. 11 of the agenda our CEO Cavidan Karaca informed the shareholders about donations and grants made in 2021. As a result of the negotiations in order to determine an upper limit for donations and grants to be made in 2022 according to the same Item, it has been accepted by majority of votes with 96.356.687 affirmative votes and 375.000 dissenting votes to determine the upper limit for donations and grants as 2.000.000 TL as anticipated in our donations and grants policy and the Articles of Association.

Item 12- According to Item No. 12 of the agenda the General Assembly passed on to the submission to approval of the General Assembly of the independent auditing firm DRT Bağımsız Denetim ve Serbest Muhasebeci Mali Müşavirlik A.Ş., with its head office at Eski Büyükdere Caddesi Maslak Mahallesi No:1 Maslak No:1 Plaza Maslak 34398 Sarıyer/İstanbul, Tax Registration No. 291 001 0976, Independent Auditing Registration No. 304099, which has been selected by the Board of Directors for one year for the accounting period of 2022. In line with the provisions of Turkish Commercial Code and the decision taken by the Board of Directors of the Company on 21.02.2022, it has been unanimously accepted as result of the voting with 96.731.687 affirmative, 0 dissenting votes to select DRT Bağımsız Denetim ve Serbest Muhasebeci Mali Müşavirlik A.Ş. to carry out the auditing of the financial reports for the accounting period of 2022 and other activities within the scope of the relevant regulations in these laws.

Item 13- According to Item No. 13 of the agenda our CEO Cavidan Karaca informed the shareholders about the income or benefits obtained by the company in 2021 with guarantees, pledges, mortgages and sureties given in favor of third parties.

Item 14- According to Item No. 14 of the agenda it has been unanimously decided with 96.731.687 affirmative and 0 dissenting votes to grant controlling shareholders, members of the Board of Directors, senior executives and their spouses and their relatives by blood or otherwise up to the

second degree an authorization by the General Assembly in the scope of Articles 395 and 396 of the Turkish Commercial Code and in line with the Capital Markets Board's Corporate Governance Communiqué. According to the same Item, our CEO Cavidan Karaca informed the shareholders about transactions made within this scope in 2021.

Item 15- According to Item No. 15 of the agenda our CEO Cavidan Karaca informed the General Assembly about transactions made with related parties in 2021 in accordance with the decision of the Capital Markets Board.

Item 16- The General Assembly passed on to wishes and requests.

The General Assembly was ended at 14:45 by the Chairman of the Meeting, as there was no other item to be discussed on the agenda, and no shareholder objecting to the decisions taken.

**CHAIRMAN OF THE MEETING
CAVIDAN KARACA**

(signature)

**MINUTES CLERK
REYHAN UZUN**

(signature)

REPRESENTATIVE OF THE MINISTRY OF TRADE DURSUN EKŞİ

(signature)

VOTE COLLECTOR DAMLA MERMEROĞLU

(signature)

TUT

K YAZMANI

BAKANLIK TEMSILCISI DURSUN EKŞİ

OY TOPLAMA MEMURU DAMLA M RMEROGLU