

INFORMATION DOCUMENT
CONCERNING THE ORDINARY GENERAL ASSEMBLY MEETING TO THE YEAR 2021
DATED 29 APRIL 2022 OF AKÇANSA ÇİMENTO SANAYİ VE TİCARET A.Ş.

The Ordinary General Assembly Meeting of our Company for the year 2021 shall be held in Hacı Ömer Conference Hall at Sabancı Center Kule 2, 4. Levent 34330 İstanbul on **29 April 2022, Friday** at **10:00 a.m.** in order to discuss and resolve the following points included in the agenda.

Our shareholders whose shares are being monitored by the Central Registry Agency and who are entitled to participate in general assembly meetings may attend the general assembly meeting to be convened at the above mentioned address either in person or through their proxies or upon their wish, they may attend the general assembly meeting electronically either in person or through their proxies by using their safe electronic signatures via the Electronic General Assembly System provided by Central Registry Agency.

Shareholders may appoint their proxies by using the Electronic General Assembly System; or within the framework of the provisions of the Communiqué no. II-30.1 of the Capital Markets Board, they may also have themselves represented at the meeting by completing the proxy form, a copy of which is provided below or by completing the proxy form that may be obtained from our head office and our Company's website at www.akcansa.com.tr and by having their signatures certified by the notary public or by adding their notarized signature circulars to the proxy form bearing their own signatures.

For General Assembly Meeting to be physically held;

- Real person shareholders shall submit their identity cards,
 - Legal person shareholders shall submit the identity cards of the persons that are authorized to represent and bind the related legal person, together with their letters of authorization,
 - Proxies of real and legal persons shall submit their identity cards together with letters of authorization,
 - Representatives authorized via the Electronic General Assembly System shall submit their identity cards
- and sign the list of attendants in order to attend the General Assembly Meeting.

Our shareholders who will attend the general assembly meeting electronically over the Electronic General Assembly System may obtain information about the procedures and principles related to attendance, appointment of proxies, submission of motions, explanation of opinions and voting at <http://www.mkk.com.tr>, i.e. the website of the Central Registry Agency.

The shareholders or their proxies willing to attend the meeting electronically are required to fulfill their obligations in accordance with the provisions of the "Regulation on Joint Stock Company General Assembly Meetings to be Held Electronically" published in the Official Gazette no. 28395 dated 28 August 2012 and of the "Communiqué on the Electronic General Assembly System to be used in the General Assembly Meetings of Joint Stock Companies" published in the Official Gazette no. 28396 dated August 29, 2012.

Our Company's Financial Statements, the Board of Directors' and Independent Auditor's Reports for 2021, the Board of Directors' Profit/Dividend Distribution Proposal and General Assembly Information document shall be made accessible on Electronic General Assembly System page of the Central Registry Agency's web site and on "Investor Relations" page of the link <http://www.akcansa.com.tr>, i.e. our Company's website, at least three weeks before from the date of meeting and they shall also be kept physically ready and available for review at the Company's head office located at Barbaros Mah. Kardelen Sok. Palladium Tower Apt. No: 2/125 Ataşehir İstanbul. It is hereby respectfully requested from the esteemed shareholders to attend the meeting on the date and time specified.

BURAK TURGUT ORHUN

AKÇANSA ÇİMENTO SANAYİ VE TİCARET A.Ş. CHAIRMAN OF THE BOARD OF DIRECTORS

AKÇANSA ÇİMENTO SANAYİ VE TİCARET A.Ş.
AGENDA OF THE ORDINARY GENERAL ASSEMBLY OF SHAREHOLDERS
OF THE YEAR 2021
TO BE HELD ON 29/04/2022 AT 10:00 AM

1. Opening and Formation of the Council.
2. Reading and discussion of the Board's activity report, related to the year 2021.
3. Reading and discussion of the auditor reports related to the year 2021.
4. Reading, discussion on and approval of the financial statements related to 2021.
5. Presenting the assignment of the Board Member who was elected to serve for the remaining term of the Board membership position vacated, to the approval of General Assembly.
6. Release of the members of the Board of Directors related to the 2021 activities.
7. Determination of the manner of use of the 2021 profit, determination of the shares of distributable profit and dividend.
8. Determination of the fees and honorarium, rights such as premiums and bonus of the members of Board of Directors.
9. Election of auditor.
10. Briefing of the General Assembly of the donations and contributions made in 2021 and approval thereof.
11. Determination of the limit of the donations to be made by the company in 2022.
12. Briefing of the General Assembly Regarding Wage Policy for The Members of The Board of Directors and Top Managers.
13. Granting the permissions to the chairman and members of the Board of Directors to perform the activities stated in the Articles 395 and 396 of the Turkish Commercial Code.
14. Wishes and requests.

OUR ADDITIONAL DISCLOSURES WITHIN THE SCOPE OF CMB REGULATIONS

In relation to the disclosures required to be made pursuant to the CMB's Corporate Governance Communiqué No. II-17.1 and the Capital Market Board's Corporate Governance Principles annexed thereto, those related to the items of agenda are provided in the related item of the agenda given below; and the other compulsory general disclosures are hereby provided in this section for our shareholders' information.

a) Information on the total number of shares and voting rights reflecting the shareholding structure of the company as at the date of disclosure, and if there are any privileged shares in the company's capital, the number of shares and voting rights representing each privileged share group and nature of such privileges:

	SHARE AMOUNT TL	SHARE RATIO %	NUMBER OF SHARES (UNITS)
HEIDELBERGCEMENT AG.	76.035.135,41	39,72	7.603.513.541
HACI ÖMER SABANCI HOLDİNG A.Ş.	76.035.136,43	39,72	7.603.513.643
PUBLICLY HELD PORTION	39.376.796,41	20,56	3.937.679.641
GRAND TOTAL	191.447.068,25	100,00	19.144.706.825

There are no privileged shares in the company's capital.

b) Information on the changes in the management and activities of the company and its subsidiaries that will substantially affect the company's activities realized in the previous fiscal period or planned to be conducted in the following fiscal periods, and the reasons of such changes;

There is no management and activities realised in 2021 and/or planned in next account periods which may considerably affect company activities in the year 2021.

All of our 51% shares in the capital of Karcımsa Çimento Sanayi ve Ticaret A.Ş., a subsidiary of our company, were sold and the share transfer process was completed as of 22.10.2021.

c) If dismissal, replacement or election of members of the Board of Directors are on the agenda of General assembly meeting; information about the reasons of such dismissal and replacement, curriculum vitae of the persons nominated as candidates for board membership as notified to the company, the positions that they have held in the last ten years and their reasons of departure, the nature of their relationship with the company and the company's related parties and the level of importance thereof; whether they have independence or not, and similar matters that may affect the company's activities in case these persons are elected as members of board of directors;

Although there is no separate item regarding the election of the members of the Board of Directors in the General Assembly meeting agenda, the assignment to vacant membership due to resignation from the Board of Directors elected to serve for a period of 3 years at the Ordinary General Assembly Meeting dated March 29, 2021, will be submitted to the approval of the General Assembly.

d) Requests of the company's shareholders that they have submitted in writing to the Investor Relations Department for addition of items on the agenda, and if board of directors does not accept the proposals of the shareholders in relation to the items of the agenda, the rejected proposals and reasons of such rejection;

There is no request made under subparagraph (ç) of article 1.3.1 of the CMB's Corporate Governance Communiqué with Serial no.:II-17.1.

e) Information about the requests concerning inserting agenda articles on the agenda by the shareholders, Capital Markets Board or the Other Public Organizations and Corporations;

The company shareholders, Capital Markets Board or the other public organizations and corporations did not make any request concerning inserting any additional article on the meeting agenda for the Ordinary General Board meeting in which the activities for the year 2021 shall be discussed.

f) In the event that there is any amendment to the articles of association on the agenda, former and new versions of the amendments in the articles of association together with the related resolution of the board of directors;

There is no amendment to be made in the articles of association on the agenda of the Ordinary General Assembly Meeting for 2021 which will be held by the Company on 29 April 2022.

**EXPLANATIONS ABOUT THE ITEMS ON THE AGENDA OF
THE ORDINARY GENERAL ASSEMBLY MEETING FOR THE YEAR 2021
DATED 29 APRIL 2022 PERTAINING TO THE COMPANY OF
AKÇANSA ÇİMENTO SANAYİ VE TİCARET A.Ş.**

1- Opening and Formation of the Meeting Council.

The Meeting Chairman shall be appointed and the Meeting Council shall be formed for the management of the General Assembly meeting within the framework of the Turkish Commercial Code (TCC), the provisions of the articles of association, the regulation concerning the general assembly meetings of capital companies issued by the Ministry of Customs and Trade (Regulation) as well as the provisions of our Internal Directive on the General Assembly.

2- Reading and discussion of the Board's activity report, related to the year 2021,

Within the framework of the provisions of the TCC, the Regulation and our Internal Directive on General Assembly, the Board of Directors' Annual Report which has been made available for review by our shareholders at the Head Office of our Company, on Public Disclosure Platform (KAP) and on our company's corporate website www.akcansa.com.tr for three weeks prior to the General Assembly meeting, shall be read and presented to our shareholders for their opinions during the General Assembly meeting.

3- Reading and discussion of the auditor reports related to the year 2021.

The Auditor Reports that have been made available for review by our shareholders at the Head Office of our Company, on Public Disclosure Platform (KAP), on the Central Registry Agency's Electronic General Assembly Platform and on our company's corporate website www.akcansa.com.tr for three weeks prior to the General Assembly meeting shall be read and presented to our shareholders for their opinions during the General Assembly meeting.

4- Reading, discussion on and approval of the financial statements related to 2021.

Within the framework of the provisions of TCC, Regulation and our Internal Directive provisions about the General Assembly, Financial Statements related to 2021 which have been submitted for review of our shareholders in the Head Office of our Company and our company's corporate website www.akcansa.com.tr and Central Registry Agency's Public Disclosure Platform for three weeks prior to the General Assembly meeting shall be read and submitted for our shareholders' approval during the General Assembly.

5- Presenting the assignment of the Board Member who was elected to serve for the remaining term of the Board membership position vacated, to the approval of General Assembly.

At our company's Board of Directors meeting dated 30.04.2021; The resignation letter dated 30.04.2021 regarding the resignation of the Chairman of the Board of Directors, Mr.Tamer SAKA, was discussed, and the resignation of Mr.Tamer SAKA was accepted with effect from 11.05.2021 and It has been decided to appoint Mr.Burak Turgut ORHUN to the vacant position of Chairman of the Board, effective as of 12.05.2021. The assignment will be submitted to the approval of the General Assembly. (**Appendix-3** Resumes of relevant board member)

6- Release of the members of the Board of Directors related to the 2021 activities.

Release of our members of the Board of Directors due to activities, transactions and accounts for the year of 2021 shall be submitted for General Assembly's approval.

7- Determination of the manner of use of the 2021 profit, determination of the shares of distributable profit and.

Net profit for the year amounting to **303.618.933 TL** has been obtained according to our financial statements for the fiscal period of 01.01.2021-31.12.2021 prepared by our company in accordance with Capital Market Board's "Communiqué on Financial Reporting Principles in the Capital Market" (II-14.1) and audited by PwC Bağımsız Denetim Ve Serbest Muhasebeci Mali Müşavirlik A.Ş. The table regarding our profit distribution proposal is included in **Appendix -2**.

8- Determination of the fees and honorarium, rights such as premiums and bonus of the members of Board of Directors,

The wages and financial rights of the members of the Board of Directors such as attendance fee, bonus and premium will be determined at the Ordinary General Assembly meeting for 2021 to be held on 29.04.2022. In this context, the proposal to pay a monthly gross salary of 24,000 TL to each of the Independent Members of the Board of Directors and not to pay any salary or attendance fee to the other members of the Board of Directors will be submitted to the approval of the General Assembly.

9- Election of auditor,

Taking the Audit Committee's advice into consideration, and acting in accordance with the principles specified pursuant to the Turkish Commercial Code no. 6102 and the Capital Markets Law no. 6362, our Board of Directors has resolved to propose that PwC Bağımsız Denetim ve Serbest Muhasebeci Mali Müşavirlik A.Ş. be appointed for auditing our Company's financial statements in the fiscal period of 2022 and for conducting other activities within the scope of relevant regulations in these laws; and this election shall be presented to the General Assembly for approval.

10-Briefing of the General Assembly of the donations and contributions made in 2021 and approval thereof.

The donations made during the year must be submitted for the General Assembly's information in accordance with Article 6 of the Capital Market Board's communiqué no. II-19.1 and Article 1.3.10 of the annex of communiqué no. II-17.1. The donations and aids amounting to a total of 7.010.931.10 TL were made to various public institutions and organizations, foundations and associations, and the beneficiaries of these donations and aids are listed in the table below.

Beneficiary	Amount (TRY)
Charity - Foundation	4.291.065,00
Municipality	1.223.232,07
Governorship - District Governorship	1.015.042,70
Village - Neighbourhood Unit	157.287,56
Education	142.677,30
Sabancı University	121.202,50
Other	60.423,97
Toplam	7.010.931,10

Information about the total donation amount in 2021 will be given during the General Assembly meeting to be held on 29.04.2022 and since decided in 2020 general assembly meeting as 3% of profit before tax limit was exceeded, it will be submitted for the General Assembly's approval.

11-Determination of the limit of the donations to be made by the company in 2022.

Pursuant to the fifth paragraph of the 19th article of the Capital Markets Law No. 6362 the limit for the donations to be made by the company in 2022 shall be determined by our shareholders at the General Assembly meeting.

12-Briefing of the General Assembly Regarding Wage Policy for The Members of The Board of Directors and Top Managers.

The General Assembly will be informed about the "Wage Policy for The Members of The Board of Directors and Top Managers", which has been revised within the scope of the company's sustainability compliance framework and corporate governance studies, and the shareholders will be given the opportunity to present their opinions on this matter. The wage policy prepared for this purpose is included in **Appendix-4**.

13-Granting permission to the chairman and members of the Board of Directors to perform the activities stated in Articles 395 and 396 of the Turkish Commercial Code.

The members of our Board of Directors may perform the transactions specified under article 395/1 entitled "Prohibition of Transactions with the Company, Prohibition of Borrowing from the Company" and article 396 entitled "Non-Competition", as specified in the TCC, only with and upon the approval of the General Assembly. In order to be able to fulfill the requirements of these regulations, the issue of authorization/permission as such shall be presented to our shareholders' approval at the General Assembly meeting; and our shareholders shall also be informed about such transactions carried out during the year.

14-Wishes and requests.

Ending general assembly meeting with wishes and requests.

APPENDIX:

Appendix-1: Power of Attorney Specimen

Appendix-2: Profit Distribution Table

Appendix-3: Resumes of relevant board members

Appendix-4: Wage Policy for The Members of The Board of Directors and Top Managers

APPENDIX -1

POWER OF ATTORNEY **AKÇANSA ÇİMENTO SANAYİ VE TİCARET A.Ş.** **ATTENTION: BOARD OF DIRECTORS**

I hereby appoint below described in detail, to represent me, vote and/or make proposals and to sign necessary documents on my behalf in direction of my below stated opinions, at the Ordinary General Assembly of Shareholders of Akçansa Çimento Sanayi ve Ticaret A.Ş. to be held on April 29, 2022, Friday 10:00 am at Hacı Ömer Conference Hall, Sabancı Center Kule 2 4. Levent-İSTANBUL.

Proxy(*):

Name/Title:

ID No/Tax No/Trade Registry and No and MERSIS No :

(*) Similar information shall be submitted for foreign proxies.

A) Scope of the Power of Attorney

(a), (b) or (c) shall be chosen for below parts no: 1 and 2 to determine the scope of the authority to represent.

1. Concerning the items stated at the Agenda of the General Assembly:

- a) The proxy has the authority to vote for all matters to his opinion.
- b) The proxy has the authority to vote according to the advice of the company management.
- c) The Proxy has the authority to vote according to the below stated instructions.

INSTRUCTIONS:

In case shareholder chooses option (c), the specific instructions related to agenda items will be shown by checking (Accept or Decline) options and if Decline is checked, Dissenting Opinion (if any) will be stated if record of such to the General Assembly minutes is requested.

Agenda Item (*)	Accept	Decline	Dissenting Opinion
1.Opening and Formation of the Council.			
2.Reading and discussion of the Board's activity report, related to the year 2021.			
3.Reading and discussion of the auditor reports related to the year 2021.			
4.Reading, discussion on and approval of the financial statements related to 2021.			
5.Presenting the assignment of the Board Member who was elected to serve for the remaining term of the Board membership position vacated, to the approval of General Assembly.			
6.Release of the members of the Board of Directors related to the 2021 activities.			
7.Determination of the manner of use of the 2021 profit, determination of the shares of distributable profit and dividend.			
8. Determination of the fees and honorarium, rights such as premiums and bonus of the members of Board of Directors.			
9.Election of auditor.			
10.Briefing of the General Assembly of the donations and contributions made in 2021 and approval thereof.			
11.Determination of the limit of the donations to be made by the company in 2022.			

12.Briefing of the General Assembly Regarding Wage Policy for The Members of The Board of Directors and Top Managers.			
13.Granted the permissions to the chairman and members of the Board of Directors to perform the activities stated in the Articles 395 and 396 of the Turkish Commercial Code.			
14.Wishes and requests.			

(*) Agenda items will be listed one by one. If the minority has a separate decision draft, this shall be separately stated to enable the proxy to vote upon.

2.Special instruction concerning other issues that may come up during the General Assembly Meeting and especially use of minority rights:

- The proxy has the authority to vote for all matters to his opinion.
- The proxy does not have any authority on these issues.
- The Proxy has the authority to vote according to the below stated instructions.

SPECIAL INSTRUCTIONS; Special instructions (if any) of the shareholder to the proxy will be stated here.

B) Shareholder will determine the shares that the proxy will represent by choosing one of the below options.

1. I approve the representation of the below stated shares by the proxy:

- Edition and series: *
- Number and Group**
- Quantity and Nominal Value:
- Voting Privileges (if any):
- Bearer/Registered Share:*
- Ratio of total of the shares belonging to the shareholder/voting rights:

* This information is not required for deposited shares.

** Group information will be provided instead of number for deposited shares.

2. I approve the representation by the proxy of all my shares which will be stated in the list showing the shareholders having the right to participate to the general assembly to be prepared by the MKK (Central Securities Depository) one day prior to the General Assembly.

Shareholder Name/Title(*):

ID No/Tax No/Trade Registry and No and MERSIS No :

Address:

(*)Similar information shall be submitted for foreign shareholders.

SIGNATURE

APPENDIX -2 PROFIT DISTRIBUTION PROPOSAL

Akçansa Çimento Sanayi ve Ticaret A.Ş.Dividend Distribution Statement for 2021 (TL)			
1. Paid in Capital/Issued Capital		191.447.068,25	
2. Total Legal Reserves (According to Statutory Income Statements)		233.566.764,66	
Information on privileges in profit distribution if any in the Articles of Association		None	
		CMB Consolidated Result	Local Tax Result
3.	Current period profit	233.182.925,00	201.121.940,80
4.	Taxes payable (-)	-70.436.008,00	37.963.725,46
5.	Net profit (=)	303.618.933,00	163.158.215,34
6.	Previous years losses (-)	0,00	0,00
7.	1st Legal reserves (-)	0,00	0,00
8	NET DISTRIBUTABLE NET PROFIT FOR THE PERIOD (=)	303.618.933,00	163.158.215,34
9	Donations made during the year (+)	7.010.931,10	
10	Net Distributable Profit added donations for the calculations of 1st Reserves	310.629.864,10	
11	First dividend to Shareholders	0,00	
	Cash	9.572.353,41	
	Bonus	0,00	
	Total	9.572.353,41	
12	Dividend to privileged shareholders	0,00	
13	Dividend to the Board members and Employees	0,00	
	BoD	0,00	
	Employees	0,00	
	Non Shareholders	0,00	
14	Dividend to redeemed shareholders	0,00	
15	Secondary dividends to shareholders	82.322.239,35	
16	Secondary legal reserves	8.232.223,93	
17	Statutory reserves	0,00	
18	Special reserves	28.316.475,88	28.316.475,88
19	EXTRAORDINARY RESERVES	175.175.640,43	34.714.922,77
20	Other Distributable Reserves	0,00	0,00
	- Previous Year Profit	0,00	0,00
	- Extraordinary reserves	0,00	0,00
	- Other distributable reserves as per the law and the Articles of Association	0,00	0,00

TABLE OF DIVIDEND RATIOS						
		TOTAL DISTRIBUTED DIVIDEND		TOTAL DISTRIBUTED DIVIDEND / NET DISTRIBUTABLE PROFIT FOR THE PERIOD	DIVIDEND CORRESPONDING TO SHARE AMOUNTING TO 1 TL NOMINAL VALUE	
		CASH (TL)	NON CASH (TL)	RATE (%)	AMOUNT (TL)	RATIO (%)
GROSS		91.894.592,76	-	30,2664	0,4800	48,0000
NET*		82.705.133,48	-	27,2398	0,4320	43,2000

* Net dividend calculation is made by %10 withholding assumption.

APPENDIX-3

BURAK TURGUT ORHUN CHAIRMAN OF THE BOARD OF DIRECTORS

Mr. Burak Orhun completed his undergraduate study in the Economics department of Boğaziçi University and took his master's degrees from George Washington University in the USA in Finance (MsF) and University of Pennsylvania-Wharton Business School in Business Management (MBA). Starting his career in Mercedes Benz Türk A.Ş. as the Financial Planning and Analysis Specialist, Mr. Orhun undertook various management positions respectively in Thomson Corporation (Reuters), Capital One Financial and CadenceQuest, Inc. in the USA including Finance Director, Portfolio Management Director, Corporate Development Director and Deputy General Director of Financial Affairs following his postgraduate study. With a responsibility for all company purchase and sales (M&A) and new investment projects of Oyak Group between 2009-2018, he acted as the General Director of Oyak Girişim Danışmanlığı and Oyak Sermaye Yatırımları and he simultaneously engaged in the positions of executive, managing member and chairman of the board of directors in national and international chemistry and energy companies of Oyak Group. He acted as the Head of the Strategy and Business Development in Sabancı Holding between September 2018-May 2021 and appointed as Head of Construction Materials Department. Mr. Burak Orhun was appointed as the Board Member of Akçansa Çimento on 12.05.2021 and he has been in charge of this position since then.

APPENDIX-4

WAGE POLICY FOR THE MEMBERS OF THE BOARD OF DIRECTORS AND TOP MANAGERS

This policy document defines the wage systems and applications of the members of the board of directors and the top-level managers discharging managerial responsibilities in the coverage of the regulations of SPK (Capital Markets Board).

The fixed wage is determined in the ordinary general board meeting every year to be valid for independent members of the board of directors of the company.

The payment is made in the coverage of the policy which is determined for the top-level managers the details of which are explained below to the members of the board of directors in execution.

The payment plans based on the performance of the company are not used in wage determination the independent members of the board of directors.

The payment is made at prorate basis to the members of the board of directors by means of taking into consideration that they are on duty as of the dates of appointment and leaving. The expenditures made by the members of the board of directors to contribute to the company (such as transportation, telephone, insurance etc. expenditures) could be covered by the company.

The wages of the top-level managers are composed of two components as fixed, and performance based.

Within our wage determination policy, wage, and fringe benefits management is arranged and applied through main targets considering competitive, rewarding and motivating, just and objective criteria which appreciate the high performance and as.

The main targets of our wage policy are as follows; making wage determination by means of attaching a particular importance to the concepts of work size, performance, contribution to the work, knowledge / skills and capabilities, ensuring the wage balance both in the company and between the companies and the competition in the market and motivating the employees and increasing their commitment and acquiring to our company the workforce with the appropriate capability to ensure our company to attain its financial, environmental, social and governance targets.

The wage management approach which we apply in our company based on the roles in the organization, fundamental responsibility examples, performance indicators, skill/capability/experience and capabilities and our wage policy is based on an objective system. Performance indicators are determined in line with the main company targets, including financial indicators as well as non-financial long-term sustainability indicators.

In addition to this, the purpose of the variable wage management which is applied in our organization is to reward the success for the purpose of supporting our company to realize its budget targets and to obtain the work results exceeding their targets and to place the target-oriented performance culture.

"Fringe benefits" are taken up as an important part of our total rewarding management to support the wage management with the additional benefits. The fringe benefits which we provide include the principles of being just and competitive, in compliance with the market conditions.