

**MINUTES OF THE EXTRAORDINARY GENERAL
ASSEMBLY MEETING OF BATIÇİM BATI ANADOLU
ÇİMENTO SANAYİİ A.Ş. HELD ON 22.11.2023**

The Extraordinary General Assembly Meeting of Batıçım Batı Anadolu Çimento Sanayii Anonim Şirketi (our Company/Company) was held on 22.11.2023 at 15.00 in the meeting hall at the Company's head office address "*Ankara Caddesi No.335 Bornova/İZMİR*" under the supervision of Ministry representatives Birgül Yazıcıoğlu and Eda Kalaycı, who were assigned by the letter dated 17.11.2023 and numbered E-52101085-431.03.00091077513 of İzmir Provincial Directorate of Trade on behalf of the Republic of Türkiye Ministry of Trade.

The invitation to the meeting was made in due time, as stipulated in the law and the Articles of Association and including the agenda, by being published in the Turkish Trade Registry Gazette issue no. 10947 dated October 31, 2023, on the Company's website at www.batisoke.com.tr, on the Public Disclosure Platform (PDP) and on the Electronic General Assembly System (e-GENEL KURUL) of the Central Registry Agency.

Upon examination of the List of Attendants, it is understood that out of 18,000,000,000 shares corresponding to the Company's total capital of 180,000,000,000 Turkish Liras, 7,745,094,272.4 shares with a nominal value of 77,450,942.724 Turkish Liras, 7,745,094,272.4 shares with a nominal value of 77,451,023.86 Turkish Liras, and it was thus understood that the minimum meeting quorum stipulated in both the law and the Articles of Association was present, and that the Company has fulfilled the preparations for the electronic general assembly in accordance with the legal regulations within the framework of the Turkish Commercial Code No. 6102 (TCC), Capital Markets Legislation and Central Registry Agency regulations, the meeting was opened by Mr. Gülant Candaş, Deputy Chairman of the Board of Directors. Mr. Gülant Candaş, Deputy Chairman of the Board of Directors, opened the meeting and read the agenda items.

Proceeded to the Item 1 of the agenda;

In accordance with Article 15 of the Company's Articles of Association, due to the excuse of the Chairman of the Board of Directors, Mr. Sabit Aydın, the Deputy Chairman of the Board of Directors, Mr. Gülant Candaş, assumed the chairmanship of the Extraordinary General Assembly Meeting on behalf of the Board of Directors that called for the meeting. The Meeting Chairman appointed Ömer Çağdaş Selvi, representing Çiftay İnşaat Taahhüt ve Ticaret A.Ş., as Vote Collector and Gözde Güliz Ceyhan as Minutes Clerk. Authorizing the Meeting Chairmanship to sign the minutes of the meeting and all other documents, especially the minutes and annexes to the minutes, on behalf of the General Assembly was approved with 7,774,316,544.40 affirmative votes against zero dissenting votes.

Proceeded to the Item 2 of the agenda;

With the permission letter of the Capital Markets Board dated 16.11.2023 and numbered E-29833736-110.03.03-45302 and the permission letter of the Republic of Türkiye Ministry of Trade dated 20.11.2023 and numbered E-50035491-431.02-0009 II O1575, the draft amendments to the Articles of Association of the Company for the amendment of Articles 7, (*Board of Directors*), 17. (*Representative of the Ministry of Customs and Trade*), 20. (*Proxy*) and 21. (*Casting of Votes*) and the addition of Article 34 (Compliance with Corporate Governance Principles) to the Articles of Association of the Company were presented.

The draft amendment to Article 7 (Board of Directors) of the Company's Articles of Association, as approved by the Capital Markets Board and the Ministry of Trade, was approved with 7,774,316,544.40 affirmative votes against zero dissenting votes.

The draft amendment to Article 17 (*Representative of the Ministry of Customs and Trade*) of the Company's Articles of Association, as approved by the Capital Markets Board and the Ministry of Trade, was approved with 7,774,316,544.40 affirmative votes against zero dissenting votes.

The draft amendment to Article 20 (*Proxy*) of the Company's Articles of Association, as approved by the Capital Markets Board and the Ministry of Trade, was approved with 7,774,316,544.40 affirmative votes against zero dissenting votes.

The draft amendment to Article 21 (*Casting of Votes*) of the Company's Articles of Association, as approved by the Capital Markets Board and the Ministry of Trade, was approved with 7,774,316,544.40 affirmative votes against zero dissenting votes.

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The draft amendment to addition of Article 34 (*Compliance with Corporate Governance Principles*) to the Company's Articles of Association, as approved by the Capital Markets Board and the Ministry of Trade, was approved with 7,774,316,544.40 affirmative votes against zero dissenting votes.

Proceeded to the Item 3 of the agenda;

It was observed that there were no wishes and suggestions.

Since the agenda was completed, the meeting was adjourned by the Meeting Chairman.

**Meeting
Chairman.**

Gülant Candaş
[Signature]

**Ministry of Trade
Representative**

Birgül Yazıcıoğlu
[Signature]

**Ministry of Trade
Representative**

Eda Kalaycı
[Signature]

Vote Collection Officer

Representing Çiftay İnşaat Taahhüt ve Ticaret A.Ş.
Ömer Çağdaş Selvi
[Signature]

Minutes Clerk

Gözde Güliz Ceyhan
[Signature]

Minutes Keeper: Total of one annex
1- Amendment to the Articles of
Association

BATIÇİM BATI ANADOLU ÇİMENTO SANAYİİ A.Ş.
AMENDMENT TO ARTICLES OF
ASSOCIATION

OLD FORM	NEW FORM
Article 7 - BOARD OF DIRECTORS	Article 7 - BOARD OF DIRECTORS
<p>The business and administration of the Company shall be carried out by the Board of Directors consisting of at least 5 (five) and at most 11 (eleven) members to be elected by the General Assembly in accordance with the provisions of the Turkish Commercial Code and in compliance with the capital markets legislation.</p> <p>All members of the Board of Directors are elected among the candidates to be nominated by the majority of the Group A bearer shareholders.</p> <p>Pursuant to Article 363 of the Turkish Commercial Code, the member to be elected to the Board of Directors shall be approved by the majority of the holders of Group A bearer shares.</p> <p>For independent members of the Board of Directors, the regulations of the Capital Markets Board are complied with. The Board of Directors is responsible for the management and representation of the Company against outsiders.</p>	<p>The business and administration of the Company shall be carried out by the Board of Directors consisting of at least 7 (seven) and at most 9 (nine) members to be elected by the General Assembly in accordance with the provisions of the Turkish Commercial Code and in compliance with the capital markets legislation.</p> <p>All members of the Board of Directors are elected among the candidates to be nominated by the majority of the Group A bearer shareholders.</p> <p>Pursuant to Article 363 of the Turkish Commercial Code, the member to be elected to the Board of Directors shall be approved by the majority of the holders of Group A bearer shares.</p> <p>For independent members of the Board of Directors, the regulations of the Capital Markets Board are complied with. The Board of Directors is responsible for the management and representation of the Company against outsiders.</p>
Article 17 - REPRESENTATIVE OF THE MINISTRY OF CUSTOMS AND TRADE	Article 17 - MINISTRY OF COMMERCE REPRESENTATIVE
<p>A representative of the Ministry of Customs and Trade shall be present at the ordinary and extraordinary meetings of the General Assembly of Privileged Shareholders in accordance with the Turkish Commercial Code and related legislation.</p>	<p>A representative of the Ministry of Trade shall be present at the ordinary, extraordinary or privileged shareholders' general assembly meetings in accordance with the Turkish Commercial Code and related legislation.</p>
Article 20 - PROXY	Article 20 - PROXY
<p>Shareholders may be represented at the General Assembly meetings by proxies to be selected from among themselves with the power of attorney they will give or they may be represented by proxies to be chosen from non-shareholders. In this case, the proxies may cast both their own votes and the votes of one or more shareholders for whom they are proxy.</p>	<p>The Capital Markets Board's regulations on voting by proxy shall be complied with in the General Assembly meetings. In order to exercise his/her rights arising from his/her shares, the shareholder may attend the general assembly himself/herself or may send a person who is or is not a shareholder to the general assembly as a representative within the framework of the Capital Markets Law and the relevant legislation regulations.</p>

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Article 21 - CASTING OF VOTES	Article 21 - CASTING OF VOTES
<p>The provisions of the Turkish Commercial Code, the Capital Markets Law and other relevant legislation shall be complied with regarding voting at the General Assembly Meetings.</p> <p>At the General Assembly meetings, votes are cast by raising hands. If one tenth of the capital represented by the shareholders present at the meeting requests a secret ballot, the votes shall be cast in secret.</p> <p>The regulations to be introduced by the internal directive of the general assembly established in accordance with the Turkish Commercial Code and the legal regulations regarding voting in electronic environment are reserved.</p>	<p>The provisions of the Turkish Commercial Code, the Capital Markets Law and other relevant legislation shall be complied with regarding voting at the General Assembly Meetings.</p> <p>If one tenth of the capital represented by the shareholders present at the meeting requests a secret ballot, the votes shall be cast in secret.</p> <p>The regulations to be introduced by the internal directive of the general assembly established in accordance with the Turkish Commercial Code and the legal regulations regarding voting in electronic environment are reserved.</p>
	<p>ARTICLE 34 - COMPLIANCE WITH CORPORATE GOVERNANCE PRINCIPLES</p>
	<p>Corporate governance principles required to be implemented by the Capital Markets Board are complied with.</p> <p>The regulations of the Capital Markets Board on corporate governance principles shall be complied with in transactions deemed to be material in terms of the application of corporate governance principles and in the Company's material related party transactions and in transactions regarding the provision of guarantees, pledges and mortgages in favor of third parties.</p> <p>The number and qualifications of the independent members of the Board of Directors are determined in accordance with the regulations of the Capital Markets Board on corporate governance.</p>

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