

**MINUTES OF THE MEETING OF GROUP A
SHAREHOLDERS OF BATIÇİM BATI ANADOLU
ÇİMENTO SANAYİİ A.Ş. HELD ON 02.07.2024**

Group A Shareholders Meeting of Batıçım Batı Anadolu Çimento Sanayii Anonim Şirketi (the Company) will be held on 02.07.2024 at **14:30** at the Company's headquarters address "*Ankara Caddesi No.335 Bornova/İZMİR*" under the supervision of the Ministry representatives Hilal Cebeci Meşe with T.R. ID number 15980152540 and Aydoğın Taşdemir with T.R. ID number 25414020222, who were assigned by the letter dated 27.06.2024 and numbered *E-52101085-431.03-00098143628* of İzmir Provincial Directorate of Trade on behalf of the Ministry of Trade.

The invitation for the meeting was published in the Turkish Trade Registry Gazette dated 10.06.2024 and numbered 11100, as stipulated in the law and the articles of association, and including the agenda, and in the Company's www.baticim.com.tr the Public Disclosure Platform (KAP) and the Electronic General Assembly System (EGKS) of the Central Registry Agency.

In the examination of the List of Attendees, it was noted that a total of 2,093,029.6 Group A shares, with a nominal value of 20,930.296 Turkish Liras, were represented at the meeting, of which 2,085,473 Group A shares with a nominal value of 20,854.73 Turkish Liras were represented by proxy and 7,557 Group A shares with a nominal value of 75.57 Turkish Liras were represented in person, corresponding to the company's capital of 48,000 Turkish Liras and totaling 4,800,000 Group A shares. Accordingly, it was understood that the minimum meeting quorum stipulated by both the law and the company's articles of association was present, and it was confirmed that the Company had fulfilled its electronic general assembly preparations in accordance with the relevant legal regulations pursuant to the Turkish Commercial Code (TCC) No. 6102, the Capital Markets Legislation, and the regulations of the Central Registry Agency. Upon this confirmation, the meeting was opened by the Vice Chairman of the Board of Directors, Mr. Gülant Candaş.

Proceeded to the Item 1 of the agenda;

Pursuant to Article 15 of the Company's Articles of Association for the formation of the Meeting Chairmanship of the Group A Shareholders' Meeting, Gülant Candaş, Deputy Chairman of the Board of Directors, assumed the Chairmanship of the Group A Shareholders' Meeting due to the excuse of Mr. Sabit Aydın, Chairman of the Board of Directors. The Meeting Chairman appointed Adil Uludağ as Vote Collector and Orçun Turan as Minutes Clerk. Authorizing the Meeting Chairmanship to sign all other documents, especially the minutes and annexes to the minutes of the meeting, on behalf of the General Assembly was unanimously approved with 31,395,444 affirmative votes against 0 dissenting votes.

Proceeded to the Item 2 of the agenda;

With the permission letter of the Capital Markets Board dated 24.05.2024 and numbered E-29833736-110.03.03-54469 and the permission letter of the Republic of Turkey Ministry of Trade dated 13.06.2024 and numbered E-50035491-431.02-00097916295, the 15th amendment of the Articles of Association of the Company was approved. (*General Assembly of Shareholders*), as approved by the Capital Markets Board and the Republic of Türkiye Ministry of Trade, was submitted to the approval of the Group A Shareholders.

As a result of 60,960 dissenting votes against 31,334,484 affirmative votes, the draft amendment to the Articles of Association was not approved, since the quorum corresponding to 3/4 of the Group A shareholders, as stipulated under Article 27 (*Amendment of the Articles of Association*) of the Articles of Association, was not met.

Proceeded to the Item 3 of the agenda;

The independent memberships of Mr. Mehmet ŞAHNE, Mr. Mustafa Teoman GÜRGAN and Mr. Ufuk Bala YÜCEL, who were nominated as Independent Members of the Board of Directors to be submitted to the approval of the General Assembly pursuant to the decision of the Board of Directors of our Company dated 05.06.2024 and numbered 1529, were separately submitted for the approval of the Group A Shareholders,

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The nomination of Mr. Mehmet ŞAHNE as an independent member of the Board of Directors was submitted to the approval of Group A Shareholders and was approved with 31,310,484 affirmative votes against 84,960 dissenting votes.

The nomination of Mr. Mustafa Teoman GÜRGAN as an independent member of the sandy of Directors was submitted to the approval of Gmbu A Shareholders and was approved with 31,310,484 affirmative votes against 84,960 dissenting votes.

The nomination of Mr. Ufuk Bala YÜCEL as an independent member of the Board of Directors was submitted to the approval of Group A Shareholders and was approved with 31,310,484 affirmative votes against 84,960 dissenting votes.

Pursuant to Article 7 (*Board of Directors*) of the Company's Articles of Association, the proposal submitted by the representative of Çiftay İnşaat Taahhüt ve Ticaret A.Ş. for the nomination of the remaining Board Member candidates to be submitted to the General Assembly for approval was read.

It was approved with 31,371,444 affirmative votes against 24,000 dissenting votes that, for the duration determined by the General Assembly, in the event that the Board of Directors is composed of 7 members, Mr. Sabit Aydın, Mr. Gülant Candaş, Mr. Ömer Çağdaş Selvi, and Mr. Erdoğan Göğen are designated as candidates for membership of the Board of Directors; in the event that the Board of Directors is composed of 8 members, Mr. Sabit Aydın, Mr. Gülant Candaş, Mr. Ömer Çağdaş Selvi, Mr. Erdoğan Göğen, and Mr. Yusuf Kaya are designated as candidates; and in the event that the Board of Directors is composed of 9 members, Mr. Sabit Aydın, Mr. Gülant Candaş, Mr. Ömer Çağdaş Selvi, Mr. Erdoğan Göğen, Mr. Yusuf Kaya, and Mr. Mehmet Gökalg Özkök are designated as candidates for membership of the Board of Directors.

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

**Meeting
Chairman.**
Gülant Candaş

**Ministry of Trade
Representative**
Hilal Cebeci Meşe

**Ministry of Trade
Representative**
Aydoğan Taşdemir

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Vote Collection Officer
Adil Uludağ

Minutes Clerk
Orçun Turan
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Annexes to the Minutes: Total 1 (one)
attachment 1- Amendment to the
Articles of Association

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

OLD FORM	NEW FORM
<p>GENERAL MEETING OF SHAREHOLDERS: Article 15</p> <p>The General Assembly of Shareholders convenes either ordinarily or extraordinarily. The Ordinary General Assembly meeting shall be held every year within the legal period starting from the end of the accounting year. The General Assembly must convene at least once a year. In this meeting, the matters required pursuant to the capital markets legislation and the matters on the agenda to be prepared pursuant to Article 409 of the Turkish Commercial Code are discussed and the necessary decisions are reached.</p> <p>The Extraordinary General Assembly shall convene in accordance with the provisions of the law and these Articles of Association in cases and times required by the Company's business or in the event of the emergence of the reasons specified in Article 410 and the following articles of the Turkish Commercial Code, and the necessary decisions shall be taken. The meetings are chaired by the Chairman of the Board of Directors. In case of his/her excuse, the deputy chairman shall preside, and in his/her excuse, the chairman shall be elected by the General Assembly.</p> <p>Electronic participation in the general assembly meeting:</p> <p>The right holders who have the right to attend the general assembly meetings of the Company may also attend these meetings electronically in accordance with Article 1527 of the Turkish Commercial Code. Pursuant to the provisions of the Regulation on General Assembly Meetings of Joint Stock Companies to be Held Electronically, the Company may establish an electronic general assembly system that will enable the right holders to participate in the general assembly meetings electronically, to express their opinions, to make suggestions and to vote, or may purchase services from systems established for this purpose. In all general assembly meetings to be held, it is ensured that the right holders and their representatives can exercise their rights specified in the provisions of the said Regulation through the system established pursuant to this provision of the Articles of Association.</p>	<p>GENERAL MEETING OF SHAREHOLDERS: Article 15</p> <p>The General Assembly of Shareholders convenes either ordinarily or extraordinarily. The Ordinary General Assembly meeting shall be held every year within the legal period starting from the end of the accounting year. The General Assembly must convene at least once a year. In this meeting, the matters required pursuant to the capital markets legislation and the matters on the agenda to be prepared pursuant to Article 409 of the Turkish Commercial Code shall be discussed and the necessary decisions shall be reached.</p> <p>The Extraordinary General Assembly shall convene in accordance with the provisions of the law and these Articles of Association in cases and times required by the Company's business or in the event of the emergence of the reasons specified in Article 410 and the following articles of the Turkish Commercial Code, and the necessary decisions shall be taken. Meetings are chaired by one of the executive members of the Board of Directors. In case of their excuse, the chairman shall be elected by the General Assembly.</p> <p>Electronic participation in the general assembly meeting:</p> <p>Right holders who have the right to attend the general assembly meetings of the Company may also attend these meetings electronically in accordance with Article 1527 of the Turkish Commercial Code. Pursuant to the provisions of the Regulation on General Assembly Meetings of Joint Stock Companies to be Held Electronically, the Company may establish an electronic general assembly system that will enable the right holders to participate in the general assembly meetings electronically, to express their opinions, to make suggestions and to vote, or may purchase services from systems established for this purpose. In all general assembly meetings to be held, it is ensured that the right holders and their representatives can exercise their rights specified in the provisions of the said Regulation through the system established pursuant to this provision of the Articles of Association.</p>

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