



KAMUYU AYDINLATMA PLATFORMU

LİMAK DOĞU ANADOLU ÇİMENTO SANAYİ VE TİCARET A.Ş. Corporate Governance Information Form 2025 - Annual Notification

Summary

Corporate Governance Compliance Form



**MERKEZİ KAYIT
İSTANBUL**

Türkiye Sermaye Piyasası - Merkezi
Saklanması ve Veri Depolama Kuruluşu

1. SHAREHOLDERS

Related Companies

Related Funds

1. SHAREHOLDERS	
1.1. Facilitating the Exercise of Shareholders Rights	
The number of investor meetings (conference, seminar/etc.) organised by the company during the year	The Investor Relations Department held meetings with a total of 11 institutional investors, both physically and online, in 2025. In addition, questions and requests from individual and institutional investors were responded via e-mail.
1.2. Right to Obtain and Examine Information	
The number of special audit request(s)	No request for the appointment of a special auditor has been made.
The number of special audit requests that were accepted at the General Shareholders' Meeting	No request for the appointment of a special auditor has been made.
1.3. General Assembly	
Link to the PDP announcement that demonstrates the information requested by Principle 1.3.1. (a-d)	https://www.kap.org.tr/tr/Bildirim/1426381
Whether the company provides materials for the General Shareholders' Meeting in English and Turkish at the same time	The documents related to the Ordinary General Assembly Meeting of our Company were presented in Turkish, and links to the original documents were provided on the English version of our corporate website.
The links to the PDP announcements associated with the transactions that are not approved by the majority of independent directors or by unanimous votes of present board members in the context of Principle 1.3.9	No such transaction has occurred.
The links to the PDP announcements associated with related party transactions in the context of Article 9 of the Communique on Corporate Governance (II-17.1)	https://www.kap.org.tr/tr/Bildirim/1453936 , https://www.kap.org.tr/tr/Bildirim/1480123
The links to the PDP announcements associated with common and continuous transactions in the context of Article 10 of the Communique on Corporate Governance (II-17.1)	https://www.kap.org.tr/tr/Bildirim/1523983

The name of the section on the corporate website that demonstrates the donation policy of the company	Not available.
The relevant link to the PDP with minute of the General Shareholders' Meeting where the donation policy has been approved	Not available.
The number of the provisions of the articles of association that discuss the participation of stakeholders to the General Shareholders' Meeting	Article 10
Identified stakeholder groups that participated in the General Shareholders' Meeting, if any	There is no restriction regarding the participation of stakeholders in the General Assembly.
1.4. Voting Rights	
Whether the shares of the company have differential voting rights	Evet (Yes)
In case that there are voting privileges, indicate the owner and percentage of the voting majority of shares.	Limak Çimento Sanayi ve Ticaret A.Ş. (Class A Shareholder) – Voting Ratio: 91.25%
The percentage of ownership of the largest shareholder	% 70,301
1.5. Minority Rights	
Whether the scope of minority rights enlarged (in terms of content or the ratio) in the articles of the association	Hayır (No)
If yes, specify the relevant provision of the articles of association.	Not expanded.
1.6. Dividend Right	
The name of the section on the corporate website that describes the dividend distribution policy	Investor Relations / Corporate Governance / Policies
Minutes of the relevant agenda item in case the board of directors proposed to the general assembly not to distribute dividends, the reason for such proposal and information as to use of the dividend.	Dividend distribution has been carried out.
PDP link to the related general shareholder meeting minutes in case the board of directors proposed to the general assembly not to distribute dividends	Dividend distribution has been carried out.

General Assembly Meetings

General Meeting Date	The number of information requests received by the company regarding the clarification of the agenda of the General Shareholders' Meeting	Shareholder participation rate to the General Shareholders' Meeting	Percentage of shares directly present at the GSM	Percentage of shares represented by proxy	Specify the name of the page of the corporate website that contains the General Shareholders' Meeting minutes, and also indicates for each resolution the voting levels for or against	Specify the name of the page of the corporate website that contains all questions asked in the general assembly meeting and all responses to them	The number of the relevant item or paragraph of General Shareholders' Meeting minutes in relation to related party transactions	The number of declarations by insiders received by the board of directors	The link to the related PDP general shareholder meeting notification
08/05/2025	0	% 69,89782	% 0,00019	% 69,89763	Investor Relations / Corporate Governance / General Assembly Information	Investor Relations / Corporate Governance / General Assembly Information / General Assembly Meeting Minutes	-	52	https://www.kap.org.tr/tr/Bildirim/1446989

2. DISCLOSURE AND TRANSPARENCY

2. DISCLOSURE AND TRANSPARENCY	
2.1. Corporate Website	
Specify the name of the sections of the website providing the information requested by the Principle 2.1.1.	Investor Relations Section
If applicable, specify the name of the sections of the website providing the list of shareholders (ultimate beneficiaries) who directly or indirectly own more than 5% of the shares.	There is no real person shareholder owning more than 5% of the shares.
List of languages for which the website is available	Turkish and English
2.2. Annual Report	
The page numbers and/or name of the sections in the Annual Report that demonstrate the information requested by principle 2.2.2.	
a) The page numbers and/or name of the sections in the Annual Report that demonstrate the information on the duties of the members of the board of directors and executives conducted out of the company and declarations on independence of board members	A.5. Board of Directors, Senior Executives and Personnel; Annex-1
b) The page numbers and/or name of the sections in the Annual Report that demonstrate the information on committees formed within the board structure	A.5. Board of Directors, Senior Executives and Personnel
c) The page numbers and/or name of the sections in the Annual Report that demonstrate the information on the number of board meetings in a year and the attendance of the members to these meetings	A.5. Board of Directors, Senior Executives and Personnel
ç) The page numbers and/or name of the sections in the Annual Report that demonstrate the information on amendments in the legislation which may significantly affect the activities of the corporation	G.1. Legislative Changes
d) The page numbers and/or name of the sections in the Annual Report that demonstrate the information on significant lawsuits filed against the corporation and the possible results thereof	D.7. Lawsuits
e) The page numbers and/or name of the sections in the Annual Report that demonstrate the information on the conflicts of interest of the corporation among the institutions that it purchases services on matters such as investment consulting and rating and the measures taken by the corporation in order to avoid from these conflicts of interest	G.2. Conflicts of Interest

<p>f) The page numbers and/or name of the sections in the Annual Report that demonstrate the information on the cross ownership subsidiaries that the direct contribution to the capital exceeds 5%</p>	<p>D.4. Subsidiaries</p>
<p>g) The page numbers and/or name of the sections in the Annual Report that demonstrate the information on social rights and professional training of the employees and activities of corporate social responsibility in respect of the corporate activities that arises social and environmental results</p>	<p>G.3. Employees' Social Rights, Vocational Training and Other Corporate Activities with Social and Environmental Impact</p>

3. STAKEHOLDERS

3. STAKEHOLDERS	
3.1. Corporation's Policy on Stakeholders	
The name of the section on the corporate website that demonstrates the employee remedy or severance policy	The provisions of the Labor Law are applied for severance pay and notice pay paid to employees. There is no additional compensation policy.
The number of definitive convictions the company was subject to in relation to breach of employee rights	None.
The position of the person responsible for the alert mechanism (i.e. whistleblowing mechanism)	Legal Counsel, Director of Human Resources, Culture and Sustainability, Internal Audit Manager
The contact detail of the company alert mechanism	Stakeholders may submit notifications 24/7 through the whistleblowing channels listed below: - Telephone access (call center channel): 0850 759 12 12 - E-mail access (e-mail channel): etik@limak.com.tr
3.2. Supporting the Participation of the Stakeholders in the Corporation's Management	
Name of the section on the corporate website that demonstrates the internal regulation addressing the participation of employees on management bodies	Investor Relations / Corporate Governance / Policies / Stakeholder Participation and Suggestion/Complaint Policy
Corporate bodies where employees are actually represented	Although there is no practice regarding the employees' participation in management, efforts are ongoing within the framework of the Stakeholder Involvement and Suggestion Complaint Policy.

3.3. Human Resources Policy	
The role of the board on developing and ensuring that the company has a succession plan for the key management positions	Policies / Code of Business Ethics
The name of the section on the corporate website that demonstrates the human resource policy covering equal opportunities and hiring principles. Also provide a summary of relevant parts of the human resource policy.	Investor Relations / Corporate Governance / Policies / Corporate Equality Policy
Whether the company provides an employee stock ownership programme	Pay edindirme planı bulunmuyor (There isn't an employee stock ownership programme)
The name of the section on the corporate website that demonstrates the human resource policy covering discrimination and mistreatments and the measures to prevent them. Also provide a summary of relevant parts of the human resource policy.	Investor Relations / Corporate Governance / Policies / Code of Business Ethics Implementation Principles, Compliance and Violations Policy
The number of definitive convictions the company is subject to in relation to health and safety measures	1
3.5. Ethical Rules and Social Responsibility	
The name of the section on the corporate website that demonstrates the code of ethics	Investor Relations / Corporate Governance / Policies / Code of Business Ethics Implementation Principles, Compliance and Violations Policy
The name of the section on the company website that demonstrates the corporate social responsibility report. If such a report does not exist, provide the information about any measures taken on environmental, social and corporate governance issues.	Information regarding the measures taken by the Company on social and corporate governance issues is included under the Investor Relations / Corporate Governance
Any measures combating any kind of corruption including embezzlement and bribery	Investor Relations / Corporate Governance / Policies / Anti-Corruption Policy

4. BOARD OF DIRECTORS-I

4. BOARD OF DIRECTORS-I	
4.2. Activity of the Board of Directors	
Date of the last board evaluation conducted	Not available.
Whether the board evaluation was externally facilitated	Hayır (No)
Whether all board members released from their duties at the GSM	Evet (Yes)
Name(s) of the board member(s) with specific delegated duties and authorities, and descriptions of such duties	Deputy Chairman of the Board – Muhammed Erkam Kocakerim and Board Member – İsmail Kerem Güzel are jointly authorized to represent the Company without limitation in all matters.
Number of reports presented by internal auditors to the audit committee or any relevant committee to the board	Not available.
Specify the name of the section or page number of the annual report that provides the summary of the review of the effectiveness of internal controls	D.3. Internal Control System and Internal Audit Activities
Name of the Chairman	Ebru Nur Yıldız
Name of the CEO	Muhammed Erkam Kocakerim
If the CEO and Chair functions are combined: provide the link to the relevant PDP announcement providing the rationale for such combined roles	They are not the same person.
Link to the PDP notification stating that any damage that may be caused by the members of the board of directors during the discharge of their duties is insured for an amount exceeding 25% of the company's capital	Any damage that may be caused by the members of the board of directors during the discharge of their duties has been insured with an amount exceeding 25% of the Company's capital; however, no Public Disclosure Platform (KAP) disclosure has been made.
The name of the section on the corporate website that demonstrates current diversity policy targeting women directors	Investor Relations / Corporate Governance / Policies / Corporate Equality Policy

The number and ratio of female directors within the Board of Directors

Number of female members: 2; ratio: 40%

Composition of Board of Directors

Name, Surname of Board Member	Whether Executive Director Or Not	Whether Independent Director Or Not	The First Election Date To Board	Link To PDP Notification That Includes The Independency Declaration	Whether the Independent Director Considered By The Nomination Committee	Whether She/He is the Director Who Ceased to Satisfy The Independence or Not	Whether The Director Has At Least 5 Years' Experience On Audit, Accounting And/Or Finance Or Not
EBRU NUR YILDIZ	İcrada Görevli Değil (Non-executive)	Bağımsız üye değil (Not independent director)	18/10/2023	-	İlgisiz (Not applicable)	İlgisiz (Not applicable)	Evet (Yes)
MUHAMMED ERKAM KOCAKERİM	İcrada görevli (Executive)	Bağımsız üye değil (Not independent director)	18/10/2023	-	İlgisiz (Not applicable)	İlgisiz (Not applicable)	İlgisiz (Not applicable)
İSMAİL KEREM GÜZEL	İcrada görevli (Executive)	Bağımsız üye değil (Not independent director)	18/10/2023	-	İlgisiz (Not applicable)	İlgisiz (Not applicable)	Evet (Yes)
HASAN ERDEM TECER	İcrada Görevli Değil (Non-executive)	Bağımsız üye (Independent director)	21/05/2024	https://www.kap.org.tr/tr/Bildirim/1279106	İlgisiz (Not applicable)	Hayır (No)	Evet (Yes)
MÜJDE ASLAN	İcrada Görevli Değil (Non-executive)	Bağımsız üye (Independent director)	21/05/2024	https://www.kap.org.tr/tr/Bildirim/1279106	İlgisiz (Not applicable)	Hayır (No)	Evet (Yes)

4. BOARD OF DIRECTORS-II

4. BOARD OF DIRECTORS-II	
4.4. Meeting Procedures of the Board of Directors	
Number of physical or electronic board meetings in the reporting period	31
Director average attendance rate at board meetings	% 76
Whether the board uses an electronic portal to support its work or not	Hayır (No)
Number of minimum days ahead of the board meeting to provide information to directors, as per the board charter	The provisions of the relevant legislation apply with respect to the formation, duties and working principles of the committees that the Board of Directors is obliged to establish under the Capital Markets Law, the Capital Markets Board's corporate governance regulations, the Turkish Commercial Code and related legislation, as well as with respect to their relations with the Board of Directors.
The name of the section on the corporate website that demonstrates information about the board charter	Investor Relations / Articles of Association
Number of maximum external commitments for board members as per the policy covering the number of external duties held by directors	There is no policy restricting Board Members from undertaking other duties outside the Company.
4.5. Board Committees	
Page numbers or section names of the annual report where information about the board committees are presented	A.5. Board of Directors, Committees, Senior Executives and Personnel
Link(s) to the PDP announcement(s) with the board committee charters	https://www.kap.org.tr/tr/Bildirim/1289219

Composition of Board Committees-I

Names Of The Board Committees	Name Of Committees Defined As " Other" In The First Column	Name-Surname of Committee Members	Whether Committee Chair Or Not	Whether Board Member Or Not
Denetim Komitesi (Audit Committee)		HASAN ERDEM TECER	Evet (Yes)	Yönetim kurulu üyesi (Board member)
Denetim Komitesi (Audit Committee)		MÜJDE ASLAN	Hayır (No)	Yönetim kurulu üyesi (Board member)
Kurumsal Yönetim Komitesi (Corporate Governance Committee)		HASAN ERDEM TECER	Evet (Yes)	Yönetim kurulu üyesi (Board member)
Kurumsal Yönetim Komitesi (Corporate Governance Committee)		EBRU NUR YILDIZ	Hayır (No)	Yönetim kurulu üyesi (Board member)
Kurumsal Yönetim Komitesi (Corporate Governance Committee)		RİSALE FULİN ÖNDER	Hayır (No)	Yönetim kurulu üyesi değil (Not board member)
Riskin Erken Saptanması Komitesi (Committee of Early Detection of Risk)		MÜJDE ASLAN	Evet (Yes)	Yönetim kurulu üyesi (Board member)
Riskin Erken Saptanması Komitesi (Committee of Early Detection of Risk)		EBRU NUR YILDIZ	Hayır (No)	Yönetim kurulu üyesi (Board member)

4. BOARD OF DIRECTORS-III

4. BOARD OF DIRECTORS-III	
4.5. Board Committees-II	
Specify where the activities of the audit committee are presented in your annual report or website (Page number or section name in the annual report/website)	Activity Report A.5. Board of Directors, Senior Executives and Personnel
Specify where the activities of the corporate governance committee are presented in your annual report or website (Page number or section name in the annual report/website)	Activity Report A.5. Board of Directors, Senior Executives and Personnel
Specify where the activities of the nomination committee are presented in your annual report or website (Page number or section name in the annual report/website)	Not available.
Specify where the activities of the early detection of risk committee are presented in your annual report or website (Page number or section name in the annual report/website)	Activity Report A.5. Board of Directors, Senior Executives and Personnel
Specify where the activities of the remuneration committee are presented in your annual report or website (Page number or section name in the annual report/website)	Not available.
4.6. Financial Rights	
Specify where the operational and financial targets and their achievement are presented in your annual report (Page number or section name in the annual report)	D.9. Evaluation of Targets Determined in Previous Periods
Specify the section of website where remuneration policy for executive and non-executive directors are presented.	Investor Relations / Corporate Governance / Policies
Specify where the individual remuneration for board members and senior executives are presented in your annual report (Page number or section name in the annual report)	B. Financial Rights Provided to Board Members and Senior Executives, Rights and Benefits Provided to Personnel and Workers

Composition of Board Committees-II

Names Of The Board Committees	Name of committees defined as "Other" in the first column	The Percentage Of Non-executive Directors	The Percentage Of Independent Directors In The Committee	The Number Of Meetings Held In Person	The Number Of Reports On Its Activities Submitted To The Board

Denetim Komitesi (Audit Committee)	% 100	% 100	8	8
Kurumsal Yönetim Komitesi (Corporate Governance Committee)	% 66,667	% 33,333	4	4
Riskin Erken Saptanması Komitesi (Committee of Early Detection of Risk)	% 100	% 100	6	6