



**KORDSA TEKNİK TEKSTİL A.Ş.**  
**2021 ORDINARY GENERAL ASSEMBLY MEETING**  
**INFORMATION DOCUMENT DATED 22 MARCH 2022**

**KOCAELİ**  
**Registry No: 26907**  
**Trade name**  
**KORDSA TEKNİK TEKSTİL ANONİM ŞİRKETİ**  
**THE BOARD OF DIRECTORS'**  
**INVITATION TO THE ORDINARY GENERAL ASSEMBLY**

Our Company's 2021 Shareholders General Assembly Meeting will be held to discuss the agenda below on **22 March 2022**, Tuesday at **2.00 PM** at SADIKA ANA HALL I, at the address of the Company headquarters SABANCI CENTER, 4.LEVENT 34330 ISTANBUL TURKEY.

Our shareholders, whose shares are monitored by the Central Registry Agency in dematerialized form and who are entitled to participate the general assembly meeting, may attend the meeting at the above mentioned address in person or through representatives or they may prefer to attend the meeting electronically in person or through representatives by using their secure electronic signature via the Electronics General Assembly System provided by the Central Registry Agency.

Shareholders could authorize their representatives by using Electronics General Assembly System or by way of filling the below proxy form or the proxy form which is available at the Company headquarters and our Company's website (<http://www.kordsa.com>) and notarizing their signature in line with the provisions of the Capital Markets Board's Communiqué numbered II- 30.1. Shareholders may also represent themselves through submitting signed proxy form with notarized signature circular of the shareholders.

In order to attend the physically-held General Assembly Meeting, shareholders shall provide below documents and sign the List of Attendants:

- Real person shareholders shall submit their ID cards,
- Legal person shareholders shall submit their representatives' ID cards and authorization documents,
- Real and legal person's representatives shall submit their ID cards and representation documents,
- Representatives authorized via the Electronic General Assembly System shall submit their ID cards

Our shareholders, who will be attending the meeting electronically via the Electronics General Assembly System can get information about procedures and principles of attendance, authorization of representatives, making proposals, explanations and voting at the Central Registry Agency's website ([www.mkk.com.tr](http://www.mkk.com.tr)).

Our shareholders and their representatives, who will be attending the meeting electronically are required to fulfill their obligations in accordance with the provisions of "Regulation Regarding the Electronic General Assembly of the Joint-Stock Company" published on the Official Gazette dated 28 August 2012 and numbered 28395 as well as "Communiqué Regarding the Electronic General Assembly System to be Applied in the General Assembly Meeting of the Joint-Stock Company" published on the Official Gazette dated 29 August 2012 and numbered 28396.

The financial statements, The Board of Directors' and Independent Audit Reports, Profit Distribution Proposal of the Board of Directors, and Information Document Regarding General Assembly Meeting for the year 2021 are made available for the shareholders examination at least 21 days before the date of the meeting on the Electronic General Assembly System section of the Central Registry Agency website, on the "Investors Relations" section of our Company's website ([www.kordsa.com](http://www.kordsa.com)) and as well as at the above-mentioned address of the Company's headquarters. With to the mentioned documents, the Informative Documents in line with the provisions of the Capital Markets Board's Communiqué numbered II- 17.1. "Communique on Corporate Governance" will be made available at least 21 days before the date of the meeting on our website ([www.kordsa.com](http://www.kordsa.com))

Our shareholders are requested with the respect to honor the meeting on the mentioned day and time.

## **KORDSA TEKNİK TEKSTİL ANONİM ŞİRKETİ THE BOARD OF DIRECTORS**

### **Company's :**

<b>Headquarter's Address</b>	:	Alikahya Fatih Mahallesi Sanayici Cad. No: 90 İzmit 41310 KOCAELİ
<b>Telephone Number</b>	:	(0262) 316 70 00
<b>Fax Number</b>	:	(0262) 316 70 70
<b>Contact Address</b>	:	Sanayi Mah. Teknopark Bulvarı No:1/1B 34906 Pendik İSTANBUL
<b>Telephone</b>	:	(0216) 300 10 00
<b>Fax</b>	:	(0216) 300 10 01
<b>E-mail Address</b>	:	<a href="mailto:info@kordsa.com">info@kordsa.com</a>
	:	<a href="mailto:yatirimciiliskileri@kordsa.com">yatirimciiliskileri@kordsa.com</a>
	:	<a href="mailto:investorrelations@kordsa.com">investorrelations@kordsa.com</a>
<b>Web Site</b>	:	<a href="http://www.kordsa.com">www.kordsa.com</a>
<b>Trade Registry Directorate</b>	:	T.C. Kocaeli Trade Registry Directorate
<b>Registry Date</b>	:	17.08.1973
<b>Trade Registry Number</b>	:	26907
<b>Tax Office</b>	:	Büyük Mükellefler
<b>Tax Number</b>	:	5770053564
<b>Mersis Number</b>	:	0577005356400013

### **Production Plant Addresses ;**

**Plant** : Alikahya Fatih Mahallesi Sanayici Caddesi No: 90 İZMİT 41310 / KOCAELİ  
Tel: (0262) 316 70 00 Fax: (0262) 316 70 70

❖ *Agenda for the 2021 Ordinary General Assembly Meeting is given in Appendix-I*

## **ADDITIONAL EXPLANATIONS UNDER THE SCOPE OF CAPITAL MARKET BOARDS REGULATIONS**

The required disclosures pursuant to Capital Market Board's (CMB) "Corporate Governance Communiqué" II-17.1 are provided below the following agenda topics, and other mandatory general disclosures are presented for your information in this section:

### **1.3.1.**

**a) Informating relating to total number of shares and voting rights reflecting the current corporate structure, and should the corporation have privileged shares, number of privileged shares and voting rights for each privileged share group, and information on the feature of the privileges**

#### **1. Capital and Shareholding Structure:**

Registered Capital : 500.000.000,00 ₺

Paid Capital : 194.529.076,00 ₺

The Company's issued share capital is ₺ 194.529.076,00 (onehundredninetymillionfivehundredtwentyninethousandseventysix) and is fully paid in and free of any encumbrances, it consists of 19.452.907.600 shares at 1 shares of Kr 1 nominal value.

## 2. Shareholders with more than 10% of the Company Capital:

Shareholder	Number of Shares	Capital Ratio (%)	Share Lot	Share Amount (₺) (1 share 1 Kr)
Hacı Ömer Sabancı Holding A.Ş.	13.832.761.401	%71,11	Registered	138.327.614,01
Diğer	5.620.146.199	%28,89	Registered	56.201.461,99
<b>Total</b>	<b>19.452.907.600</b>	<b>%100,00</b>		<b>194.529.076,00</b>

## 3. Privileged Shares, Voting Rights of the Shares:

There is no person ultimate controlling shareholder of the Company.

According to the Company's Articles of Association, each share has a single voting right at the General Assembly and there is no privilege.

In accordance with Article 425 of the Turkish Commercial Code, shareholders can have themselves represented in the General Assembly by persons who are or are not shareholders. Proxy form will be determined in accordance with Article 415, 426-427 of the Turkish Commercial Code. The regulations of the Capital Markets Board regarding voting by proxy shall be reserves

There is no provision restricting stock transfer in the Articles of Association.

Share transfers among shareholders are performed within the framework of Turkish Commercial Code and Capital Market Law provisions.

Shareholder	Voting Right	Capital Ratio (%)	Voting Right Ratio (%)	Share Amount (₺)
Hacı Ömer Sabancı Holding A.Ş.	13.832.761.401	%71,11	%71,11	138.327.614,01
Diğer	5.620.146.199	%28,89	%28,89	56.201.461,99
<b>Total</b>	<b>19.452.907.600</b>	<b>%100,00</b>	<b>%100,00</b>	<b>194.529.076,00</b>

### 1.3.1.

b) **Information relating to changes in the management and activities of the corporation and subsidiaries thereof that took place in the past accounting period or that are planned for future accounting periods, which may affect the activities of the corporation significantly, and information on the reasons for such changes**

1. **Information relating to changes in the management and activities of Our Company and our subsidiaries thereof that took place in the past accounting period which may affect the activities of the corporation significantly, and information on the reasons for such changes**

#### In 2021;

##### 1) Our Company's Material Event Disclosure (General) dated 24<sup>th</sup> February,2021

The two suppliers of ADN (which is the main ingredient of nylon 66), located in the USA have declared force majeure for an indefinite time due to harsh winter conditions. It is predicted that this situation will have impacts on the whole nylon 66 production chain and will trigger global supply chain problems.

Due to the announced force majeure events and foreseeing the possibility of Kordsa being affected by this situation similar to all nylon 66 manufacturers in the world, a force majeure declaration to be effective as of February 24, 2021 has been deemed necessary by Kordsa.

Since the duration and depth of the force majeure event is directly related to our suppliers, the possible impacts of the same on our financial results shall be evaluated in due course as per the developments and communicated with the public.

During this period, given the limitations of the force majeure, we have taken the measures necessary to supply our customers. Moreover, information on developments with each one of our customers is being shared urgently and necessary actions are being decided. Required explanations on the commercial and financial aspects of the situation shall be made to all our stakeholders as per the development of the issue.

**2) Our Company's Material Event Disclosure (General) dated 27<sup>th</sup> August, 2021:**

A minor fire incident that occurred in a restricted area on Wednesday, 25th August, 2021 at Indo Kordsa, a our subsidiary in Indonesia and Nylon 66 production was interrupted. Currently, Kordsa is in the process making a detailed assessment and developing actions for the re-start of our Nylon 6.6 operations. The supply chain solutions were created by helping of our global operations and the continuity of supply to our customers was ensured. Its financial impact is expected to not change our year-end guidance.

**3) Şirketimiz 22 Eylül 2021 tarihli tarihli KAP Özel Durum Açıklaması (Genel):**

Our Nylon 6.6 operations which was interrupted by the result of a small fire a month ago in Indo Kordsa operations, was started to produce by helping of our devoted efforts of our teams without any disruption in our services to our customers.

**2. Information relating to changes in the management and activities of our Company and our subsidiaries thereof that are planned for future accounting periods which may affect the activities of the corporation significantly, and information on the reasons for such changes**  
None.

**1.3.1.**

**c) In case the general assembly meeting agenda includes dismissal, change or election of board of directors members, the grounds for their dismissal and change, and with respect to the persons whose candidacy has been declared to the corporation; their curricula vitae, duties that they have conducted in the last ten years and reasons for their departure from office, attributes and materiality level of their relation with the corporation and its related parties, whether they are independent or not, and information on similar issues which may affect the activities of the corporation should these persons be elected as members of board of directors**

During 2021, there is no member of board of directors which was dismissed.

With this, in the Agenda of General Assembly meeting there is Article 5 relating to the presenting the assignments of the Board Members who were elected to serve for the remaining term of the Board membership position vacated during the year 2021, to the approval of General Assembly.

**1.3.1.**

**ç) Written requests of shareholders submitted to the Investor Relations Department for inclusion of an item into the agenda, and in the event that the board of directors does not accept the proposals, such proposals which have not been accepted and grounds for their refusal.**

There is no request to add an additional agenda items by Capital Market Board or other public authorities to the Agenda of the 2021 Ordinary General Assembly meeting.

**1.3.1.**

**d) In case the agenda includes amendments to articles of association, relevant resolution of the board of directors and former and new versions of the articles of association.**

There is no amendments to articles of association in the Agenda.

**1.3.1.**

**Other**

**1) The Auditor's Report on the Early Detection of Risk's Committee and System which was prepared by KPMG Bağımsız Denetim ve Serbest Muhasebeci Mali Müşavirlik A.Ş. under the scope of 378 (1)**

Article of the Turkish Commercial Code are in the **Appendix-V**. The result section of this report will be read in the General Assembly and presented to the opinion of shareholders

- 2) In accordance with Turkish Personal Data Protection Law no:6698, the detail information relating to processing personal data can be obtained from Kordsa Teknik Tekstil A.Ş.'s the Policy of Protection and Processing of Personal Data which was shared with the community in our website [www.kordsa.com](http://www.kordsa.com)

## **THE 2021 ORDINARY GENERAL ASSEMBLY MEETING EXPLANATIONS DATED 22 MARCH 2022 REGARDING AGENDA ITEMS**

### **1) Opening and Formation of the Meeting Council.**

The Chairmanship which is consisted of a chairperson that governs the General Assembly Meeting, Vote Collector and Minute Clerk has been formed within the framework of the provisions of Turkish Commercial Code no.6102, the Regulation of the Ministry of Customs and Commerce Regarding Principles and Procedures of General Assembly Meetings of Joint-Stock Companies and Representatives of the Ministry of Customs and Commerce to be Present in these Meetings, Regulation Regarding the Electronic General Assembly of the Joint Stock Company published by the Ministry of Customs and Commerce on the Official Gazette dated 28 August 2012 and numbered 28395, Communiqué Regarding the Electronic General Assembly System to be Applied in the General Assembly Meeting of the Joint Stock Company published on the Official Gazette dated 29 August 2012 and numbered 28396, Article 30 of our Articles of Association, and the Internal Directive of the General Assembly of the Company.

### **2) Regarding and Discussion of the 2021 Annual Report of the Board of Directors.**

Within the framework of the Turkish Commercial Code, the Regulation, the Capital Markets Law and related Regulations, Internal Directive of the General Assembly, information on the 2021 Annual Report, which was made available to shareholders for review at the Company's Head Office, on the Electronic General Assembly portal of the Central Registry Agency and on our Company's website [www.kordsa.com](http://www.kordsa.com) three weeks prior to the Ordinary General Assembly, and it shall be presented for discussion and approval of our shareholders

### **3) Reading the 2021 Auditor's Reports.**

Information concerning the Independent Auditor's Reports which prepared by KPMG Bağımsız Denetim ve Serbest Muhasebeci Mali Müşavirlik A.Ş. selected as the independent auditor in line with regulations of the Turkish Commercial Code No.6102 and Capital Markets Law No:6362 for Financial Reports of 2021 and for carrying out related activities in accordance with the regulations in the related laws, posted three weeks prior to the General Assembly meeting at the Company's Head Office, on the Electronic General Assembly portal of the Central Registry Agency and on our Company's website [www.kordsa.com](http://www.kordsa.com), will be presented to the General Assembly

### **4) Reading, Discussion and Approval of the 2021 Financial Statements.**

The Financial Statements for the year 2021, which are available for the review of our shareholders at the Company headquarters, Electronic General Assembly System of Central Registry Agency, and the Company website [www.kordsa.com](http://www.kordsa.com) three weeks before the General Assembly Meeting will be read and presented to the opinions and approvals of our shareholders in accordance with the provisions of Turkish Commercial Code, the Regulation, the Capital Markets Law and related Regulations, Internal Directive of the General Assembly

### **5) Presenting the assignments of the Board Members who were elected to serve for the remaining term of the Board membership position vacated during the year 2021, to the approval of General Assembly**

In parallel with the duty changes on Kordsa Teknik Tekstil A.Ş., based on the Board of Director's Resolution dated 11 May 2021 and numbered as 2021/15, **Gökhan EYİGÜN** instead of **Tamer SAKA** and **Nusret Orhun KÖSTEM** instead of **Burak Turgut ORHUN** have been elected for the remaining term of vacant Board Membership positions since 12 May 2021 in accordance with Article 14 of Articles of Association. This change will be presented to the approval of the General Assembly.

**Member of Board of Directors who was elected to serve for the remaining term of the Board membership position vacated during the year:**

**Gökhan EYİGÜN – Board Member**

**Remaining Time: 12 May 2021 - March 2024 (until the 2023 Ordinary General Assembly Meeting)**

Mr. Gökhan Eyigün graduated from Management Engineering Department of İstanbul Technical University with honors degree in 1998. He had his MBA degree from Rotterdam School of Management in 2004; moreover, he attended several executive programs at Harvard Business School. Mr. Eyigün started his career at Arthur Andersen in 1998 where he was mainly specialized in Corporate Finance Advisory. He, then, took responsibility in the formation of Corporate Finance and M&A Advisory department at PricewaterhouseCoopers in 2004 and led the department afterwards. In 2007, Mr. Eyigün joined Sabancı Group where he contributed to Strategy and Business Development department at various executive roles until 2018. He served as the Secretary General of Sabancı Holding and the General Manager of Exsa, Tursa and AEO companies between 2018 and 2021; and he worked as the Executive Board Member of Temsa Motor Vehicles between 2020 and 2021, in addition. He was appointed as the Group President of Strategy and Business Development at Sabancı Holding in 2021. He continues to serve as the Secretary General of Sabancı Holding at the same time.

**Nusret Orhun KÖSTEM – Board Member**

**Remaining Time: 12 May 2021 - Mach 2024 (until the 2023 Ordinary General Assembly Meeting)**

Orhun Köstem received his bachelor's degree from Middle East Technical University Mechanical Engineering Department in 1991 and completed his MBA Program at the same university. He also has a master's degree in Finance and Corporate Law from Bilgi University.

Mr. Köstem joined Anadolu Group in 1994 and held various management positions until 2008. In 2008, he was appointed as the CFO of Efes Breweries International and in 2009 continued his career as Corporate Finance Coordinator of Anadolu Group. Mr. Orhun Köstem pursued his career in Coca-Cola İçecek where he worked from 2010 to 2016 as the CFO and from 2017 to 2018 as the Regional Director responsible for Middle East and Pakistan. Mr. Köstem served as the CFO of Anadolu Efes between 2019 and 2021. Mr. Köstem has been in charge of Group CFO of Sabancı Holding since July 1, 2021. He is also the Chairman and Member of the Board of Directors of Carrefoursa and Kordsa, respectively.

Mr. Köstem is one of the three authors of the book "A Window to Capital Markets: The A to Z of Public Offering and Investor Relations" published in 2009. In 2016, 2019, 2020 and 2021 he was listed among "Turkey's Most Influential 50 CFOs", according to a research conducted by BMI Business School in collaboration with DataExpert. He was awarded as Turkey's Best CFO in the Investor Relations Awards organized by Thomson Reuters Extel in 2011 and 2013, while he was also honored with the "Best CFOs" by Sell Side analysts in Consumer Sector in Emerging EMEA by Institutional Investor Magazine and Institutional Investor Research Group in 2020. He is also a member of CFO Network of World Business Council for Sustainable Development (WBCSD).

**6) Release of the Members of the Board of Directors with regard to the 2021 Activities.**

Pursuant to Turkish Commercial Code, the Regulation and Internal Directive of the General Assembly, release of the members of the Board of Directors in respect of the activities, transactions and accounts for the year 2021, will be presented to the approval of the General Assembly.

**7) Use of the 2021 Profit and Rate of Dividend to be Distributed.**

According to the financial statements for the accounting period between 01.01.2021 and 31.12.2021 that was prepared in compliance with the Turkish Financial Reporting Standards published by Public Oversight Accounting and Auditing Standards Authority and Capital Markets Board's Communique on Principles of Financial Reporting in Capital Markets No: II-14.1, and that was audited by KPMG Bağımsız Denetim ve Serbest Muhasebeci Mali Müşavirlik A.Ş; the Profit Distribution Table and Profit Distribution Proposal which are included to Appendix-III will be presented to the opinions and approvals of the General Assembly.

## **8) Determination of Monthly Gross Salaries Payable to the Members of the Board of Directors.**

Pursuant to CMB's Mandatory Corporate Governance Principle 4.6.2., the remuneration policy relating to applicable to the remuneration of the members of the Board of Directors and the senior management was read and presented to the 2011 General Assembly in 18 April, 2012 and published at the corporate website. In this context, payment of a monthly gross salary of TRY 26,000 to the Chairperson and each of Independent member of the Board of Directors during their term of office will be submitted to the approval of the General Assembly.

## **9) Election of the Auditor.**

In the meeting of our Board of Directors dated 21 February 2022, it has been decided that within the scope of the provisions of Communique regarding Independent Audit Standards in Capital Markets published by the Capital Markets Board and upon suggestions of the Audit Committee in the Audit Committee Report dated as February 21th, 2022, KPMG Bağımsız Denetim ve Serbest Muhasebeci Mali Müşavirlik A.Ş., which resides at Levent Mahallesi Meltem Sokak İş Kuleleri Kule:3 Kat:2-9 Levent 34330 Beşiktaş – İSTANBUL, shall be suggested to 2021 Ordinary General Assembly in order to audit 2022 financial statements and report of the Company in accordance with Turkish Commercial Code no:6102 and the Capital Markets Law no:6362 to conduct other activities within the scope of regulations in relation to these issues.

## **10) Informing the General Assembly regarding the Donations and Grants made by the Company in 2021.**

The information regarding the donations made during the year must be submitted to the General Assembly in accordance with the Article 6 of the Capital Markets Board's Communique on Dividends No: II-19.1 and the Article 1.3.10. of the Corporate Governance Principles as attached to the Communique on Corporate Governance No: II-17.1. In 2021, the amount of donations granted to the various universities, schools, non-profit organizations, foundations and legal institutions was ₺ 742.568,98.

The list of donations and contributions are shown in Appendix-IV and the General Assembly will be informed about this subject.

## **11) Determination of the Upper Limit for Donations to be made in 2022.**

Pursuant to the 19 (5) Article of Capital Markets Law No:6362, the upper limit of the donations to be made in 2022 will be determined by the shareholders at the General Assembly.

## **12) Granting Permission to the Chairperson and the Members of the Board of Directors for the Activities under the Articles 395 and 396 of the Turkish Commercial Code.**

The members of our Board of Directors may do business as stipulated in the first subsection of Article 395 titled "Ban to Enter into Business with the Company and Borrowing" and Article 396 titled "Competition Ban" of the Turkish Commercial Code, provided that the permission of the General Assembly is obtained, therefore the granting of the permission shall be presented to our shareholders' approval at the General Assembly meeting.

## **13) Wishes and Expectations.**

### **Appendix;**

Ap.-1 : Agenda of the Ordinary General Meeting of 2021.

Ap.-2 : Sample of Proxy Form.

Ap.-3 : Profit Distribution Table for 2021, Dividend Ratio Table, Profit Distribution Proposal.

Ap.-4 : The list of donations and contributions made in 2021.

Ap.-5 : The Auditor's Report regarding the Early Risk Detection Committee's System and Committee.

**22 February 2022**

## **Appendix-I**

### **KORDSA TEKNİK TEKSTİL ANONİM ŞİRKETİ THE AGENDA OF THE ORDINARY GENERAL MEETING OF 2021**

#### **AGENDA**

1. Opening and Formation of the Meeting Council
2. Reading and discussion of the Board of Directors Annual Report concerning the year 2021
3. Reading of Auditors' Reports concerning the year 2021
4. Reading, discussion and approval of the financial statements concerning the year 2021
5. Presenting the assignments of the Board Members who were elected to serve for the remaining term of the Board membership position vacated during the year 2021, to the approval of General Assembly
6. Release of the members of the Board of Directors with the regard to the 2021 activities,
7. Determining the use of profit, amount of dividend and ratios for dividend shares concerning the year 2021
8. Determination of the salaries and benefits such as attendance fees, bonuses and premiums for the Board Members
9. Selection of the auditor
10. Informing the General Meeting about donations and contributions made in 2021 and approval of donations and contributions
11. Determination of the donation limits for the year 2022
12. Granting permission to the Chairman and the Members of the Board to make the transactions specified in Articles No. 395 and No. 396 of the Turkish Commercial Code
13. Wishes and Expectations

**Meeting Date** : 22 March 2022 Tuesday  
**Meeting Time** : 14.00  
**Meeting Place** : Sabancı Center, Sadıka Ana 1 Toplantı Salonu  
4. Levent, 34330 Beşiktaş - İSTANBUL



## Appendix-II

### PROXY FORM

#### TO THE BOARD OF DIRECTORS OF

#### KORDSA TEKNİK TEKSTİL A.Ş.

I hereby appoint ..... introduced as detailed below as my proxy authorized to represent me, to vote, to make proposals and to sign the required papers in line with the views I express below at the Ordinary General Assembly of Kordsa Teknik Tekstil A.Ş. that will convene on March 22, 2022, Tuesday at 14:00 at the address of SABANCI CENTER SADIKA ANA HALL I, 4.LEVENT 34330 İSTANBUL.

The Attorney's (\*);

Name Surname/Trade Name:

TR ID Number / Tax ID Number, Trade Register and Number and MERSIS Number:

(\* ) Foreign shareholders should submit the equivalent information mentioned above.

#### **A) SCOPE OF REPRESENTATION**

**The scope of representative power should be defined after choosing one of the options (a), (b) or (c) in the following sections 1 and 2.**

##### **1. About the agenda items of General Assembly**

**a)** The attorney is authorized to vote according to his/her option

**b)** The attorney is authorized to vote proposals of the attorney partnership management

**c)** The attorney is authorized to vote in accordance with the following instructions stated in the table

##### **Instructions:**

**In the event that the shareholder chooses the (c) option, the shareholder should mark "Accept" or "Reject" box and if the shareholder marks the "Reject" box, then he/she should write the dissenting opinion to be noted down in the minutes of the general assembly.**

Agenda Items (*)	Accept	Reject	Dissenting Option
1. Opening and formation of the Meeting Council,			
2. Reading and discussion of the 2021 Annual Report of the Board of Directors,			
3. Reading the 2021 Auditor Reports,			
4. Reading, discussion and approval of the 2021 Financial Statements,			
5. Presenting the members of the Board of Directors, which was appointed during the year due to the occurrence of the absence in the Board of Directors' membership to serve for the remaining period for the approval of the General Assembly,			
6. Release of the members of the Board of Directors with the regard to the 2021 activities,			

7. Determining the use of the 2021 profit and rate of dividend to be distributed,			
8. Determination of the salaries, attendance fees, bonus, premium and similar rights to be paid to the members of the Board of Directors,			
9. Election of the auditor,			
10. Informing the General Assembly regarding the donations and grants in 2021,			
11. Determination of an upper limit for donations to be made in 2021,			
12. Granting permission to the Chairman and members of the Board of Directors for the activities under the Article 395 and 396 of the Turkish Commercial Code,			
13. Wishes and expectations.			

**(\*) All items in the General Assembly Agenda should be listed. If the minority has a different draft resolution, the opinion for this draft resolution should also be indicated in the proxy form.**

**2. Special instruction related to other issues that may come up during General Assembly meeting and rights of minority:**

- a) The attorney is authorized to vote according to his/her opinion.
- b) The attorney is not authorized to vote on these matters.
- c) The attorney is authorized to vote for the items in accordance with the special instruction. Special Instruction; The special instructions (if there is any) to be given by the shareholder to the attorney are stated herein.

**Special Instruction;** The special instructions (if there is any) to be given by the shareholders to the attorney are stated herein.

**B) The shareholder specifies the shares to be represented by the attorney by choosing one of the following.**

**1. I hereby confirm that the attorney represents the shares specified in detail as below:**

- a) Order and Serial:\*
- b) Number/Group:\*\*
- c) Amount-Nominal Value:
- ç) Privilege on Vote or not:
- d) Bearer-Registered:\*
- e) Ratio of the total shares/voting rights of the shareholder:

\*Such information is not required for dematerialized shares.

\*\* For dematerialized shares, information related to the group will be given instead of number.

**2. I hereby confirm that the attorney represents all my shares on the list, prepared by MKK (Central Registry Agency) the day before the Meeting, concerning who could attend the General Assembly Meeting.**

**SHAREHOLDERS' NAME, SURNAME or TITLE (\*)**

TR ID Number/Tax ID Number, Trade Register and Number and MERSİS Number:

Address:

(\*) Foreign shareholders should submit the equivalent information mentioned above.

SIGNATURE

**APPENDIX-III**

<b>KORDSA TEKNİK TEKSTİL A.Ş.</b>			
<b>DIVIDEND DISTRIBUTION TABLE FOR THE YEAR 2021 (₺)</b>			
<b>1. Paid-in Capital</b>		194.529.076,00 ₺	
<b>2. General Legal Reserves (as per Turkish GAAP)</b>		85.459.690,19 ₺	
<b>Information about subject concession if there is no concession in profit distribution in accordance with basic contract</b>		None	
		As per IFRS	As per Turkish GAAP
<b>3.</b>	<b>Profit</b>	944.057.474,00 ₺	394.914.419,35 ₺
<b>4.</b>	<b>Taxes ( - )</b>	80.397.822,00 ₺	29.652.944,09 ₺
<b>5.</b>	<b>Net Profit for the Period ( = )</b>	768.560.878,00 ₺	365.261.475,26 ₺
<b>6.</b>	<b>Previous Years' Losses ( - )</b>	0,00 ₺	-16.432.501,66 ₺
<b>7.</b>	<b>General Legal Reserves ( - )</b>	0,00 ₺	0,00 ₺
<b>8.</b>	<b>Net Distributable Profit for the Period ( = )</b>	768.560.878,00 ₺	348.828.973,60 ₺
	<b>Dividend Advance Distributed during the Period ( - )</b>	0,00 ₺	0,00 ₺
	<b>Dividend Advance Less Net Distributable Current Period Profit</b>	0,00 ₺	0,00 ₺
<b>9.</b>	<b>Donations Granted During the Year ( + )</b>	742.568,98 ₺	
<b>10.</b>	<b>Net Distributable Profit including Donations</b>	769.303.446,98 ₺	
<b>11.</b>	<b>First Category Dividend for the Shareholders</b>	9.726.453,80 ₺	
	* Cash	9.726.453,80 ₺	
	* Share	0,00 ₺	
<b>12.</b>	<b>Dividends Distribution to the Privileged Shareholders</b>	0,00 ₺	
<b>13.</b>	<b>Other Dividens Distributed</b>	0,00 ₺	
	* Employees	0,00 ₺	
	* Members of the Board of Directors	0,00 ₺	
	* Non-Shareholders	0,00 ₺	
<b>14.</b>	<b>Dividends Distributed to the Holders of Usufruct Right Certificates</b>	0,00 ₺	
<b>15.</b>	<b>Second Category Dividend for the Shareholders</b>	150.273.546,20 ₺	
<b>16.</b>	<b>General Legal Reserves</b>	15.027.354,62 ₺	
<b>17.</b>	<b>Status Reserves</b>	0,00 ₺	
<b>18.</b>	<b>Special Reserves</b>	0,00 ₺	0,00 ₺
<b>19.</b>	<b>Extraordinary Reserves</b>	593.533.523,38 ₺	173.801.618,98 ₺
<b>20.</b>	<b>Other Resources Planned for Distribution</b>	0,00 ₺	0,00 ₺

22 February 2022

**KORDSA TEKNİK TEKSTİL A.Ş.**  
**DIVIDEND RATES TABLE FOR THE YEAR 2021**

	TOTAL DIVIDEND AMOUNT		TOTAL DIVIDEND AMOUNT / NET DISTRIBUTABLE PROFIT FOR THE PERIOD	DIVIDEND PER SHARE OF TRY 1 NOMINAL VALUE	
	CASH (₺)	SHARE (₺)	RATIO (%)	AMOUNT (₺)	RATIO (%)
<b>GROSS</b>	<b>160.000.000,00</b>	-	<b>20,8181</b>	<b>0,82250</b>	<b>82,25</b>
<b>NET</b>	<b>144.000.000,00</b>	-	<b>18,7363</b>	<b>0,74025</b>	<b>74,02</b>

\* If distributed gross dividend amounting to 160,000,000 TL is distributed to the taxpayers (unlimited liable taxpayer person, limited liable taxpayer person, limited liable taxpayer institutions except the institutions which are obtaining commercial earnings through establishment or permanent representative in Turkey), %10 withholding tax on gross amount will apply (double taxation agreements must be observed)

**22 February 2022**

**2021 Proposed Profit Distribution:**

With the Resolution of Board of Directors dated 22 February, 2022, no: 2022/6,

According to our financial statements for the period of 01.01.2021-31.12.2021 which are prepared in compliance with the Turkish Accounting Standards pursuant to the "Communiqué About Guidelines For Financial Reporting in Capital Market" Serial No II, Article No 14.1 of Capital Market Board, and are audited by KPMG Bağımsız Denetim ve Serbest Muhasebeci Mali Müşavirlik A.Ş., **₺ 944.057.474,00** consolidated profit has been obtained.

At the end of the negotiations, the approval of the profit distribution table for 2021 as attached,

It has been resolved that; the net distributable profit of **₺ 768.560.878,00**, reached after deducting the reserves stipulated in CMB communiqués and in article 35 of our Articles of Association, is decided to be distributed according to the profit distribution plan stated below

1 <sup>st</sup> Dividend	: 9.726.453,80 ₺
2 <sup>nd</sup> Dividend	: 150.273.546,20 ₺
<b>Total Gross Dividend Distributed</b>	<b>: 160.000.000,00 ₺</b>
General Reserves	: 15.027.354,62 ₺
Extraordinary Reserves	: 593.533.523,38 ₺

Regarding to the table above and according to our legal records in compliance with Tax Procedure Law;

- **₺ 160.000.000,00** of the gross profit which will be distributed to shareholders; is to be covered by the net distributable profit,
- **₺ 173.801.618,98** is to be classified as Extraordinary Reserves

Depending on the legal status of the shareholders, representing TL 194.529.076,00 capital, it is decided to distribute gross **82,25%** dividend, net **74,02%** amounting to **₺ 160.000.000,00** to shareholders starting on **March 24th, 2022** and to suggest this issue to 2021 Ordinary General Meeting Assembly which will be held on **March 22nd, 2022**.

## **Appendix-IV**

### **The list of donations and contributions made in 2021**

<b>NAME</b>	<b>AMOUNT (₺)</b>
Antalya Manavgat İlçesi Güzelyalı Mahallesi Tadilat İşlemleri	295.000,00
Cumhuriyet Kocaeli Seferberliği	203.752,96
İzmit Burs Derneği	74.000,00
T.C. İzmit Belediye Başkanlığı	40.000,00
Sağlık Bakanlığı	26.463,00
Öğretmen Akademisi Vakfı İktisadi İşletmesi	20.000,00
Gülmek İyileştirir Derneği	19.000,00
TÜSİAD - Türk Sanayicileri ve İş İnsanları Derneği	17.500,00
Kartepe Kubilay Ortaokulu	15.757,62
T.C. Milas Belediye Başkanlığı	12.318,40
Sabancı Üniversitesi	10.000,00
TEMA, Türkiye Erozyonla Mücadele, Ağaçlandırma ve Doğal Varlıkları Koruma Vakfı	7.217,00
TEV - Türk Eğitim Vakfı	1.100,00
Doğal Hayatı Koruma Vakfı	460,00
<b>TOTAL</b>	<b>742.568,98</b>



KPMG Bağımsız Denetim ve  
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### **RİSKİN ERKEN SAPTANMASI SİSTEMİ VE KOMİTESİ HAKKINDA DENETÇİ RAPORU**

Kordsa Teknik Tekstil Anonim Şirketi Genel Kurulu'na,

Kordsa Teknik Tekstil Anonim Şirketi("Şirket") tarafından kurulan riskin erken saptanması sistemi ve komitesini denetlemiş bulunuyoruz.

#### *Yönetim Kurulu'nun Sorumluluğu*

6102 sayılı Türk Ticaret Kanunu'nun ("TTK") 378 inci maddesinin birinci fıkrası uyarınca Yönetim Kurulu, şirketin varlığını, gelişmesini ve devamını tehlikeye düşüren sebeplerin erken teşhisi, bunun için gerekli önlem ve çarelerin uygulanması ile riskin yönetilmesi amacıyla uzman bir komite kurmak, sistemi çalıştırmak ve geliştirmekle yükümlüdür.

#### *Denetçinin Sorumluluğu*

Sorumluluğumuz, yaptığımız denetime dayanarak, riskin erken saptanması sistemi ve komitesine ilişkin bir sonuca varmaktır. Yaptığımız denetim, TTK'ya, Kamu Gözetimi, Muhasebe ve Denetim Standartları Kurumu tarafından yayımlanan "Riskin Erken Saptanması Sistemi ve Komitesi Hakkında Denetçi Raporuna İlişkin Esaslara" ve etik kurallara uygun olarak yürütülmüştür. Bu esaslar tarafımızca; şirketin riskin erken saptanması sistemi ve komitesini kurup kurmadığının belirlenmesini, kurulmuşsa sistem ve komitenin TTK'nın 378 inci maddesi çerçevesinde işleyip işlemediğinin değerlendirilmesini gerektirmektedir. Riskin erken saptanması komitesi tarafından risklere karşı gösterilen çarelerin yerindeliği ve riskler karşısında yönetim tarafından yapılan uygulamalar, denetimimizin kapsamında değildir.



#### *Riskin Erken Saptanması Sistemi ve Komitesi Hakkında Bilgi*

Riskin Erken Saptanması ve Yönetimi Komitesi ("Komite")'sinin amacı kurumsal düzeyde gerçekleştirilen risk projeleri ışığında, Şirket'in varlığını, gelişmesini ve devamını tehlikeye düşürebilecek risklerin erken teşhisi, tespit edilen risklerle ilgili gerekli önlemlerin uygulanması ve riskin yönetilmesi amacıyla çalışmalar yapmaktır. Komite biri başkan olmak üzere toplam 3 üyeden oluşmaktadır. Komite 2021 yılı içerisinde toplam 6 kere olmak üzere 9 Mart 2021 , 21 Nisan 2021, 8 Haziran 2021, 6 Eylül 2021, 8 Kasım 2021 ve 6 Aralık 2021 tarihlerinde toplanmış ve hazırladığı raporları Yönetim Kurulu'na sunmuştur.

#### *Sonuç*

Yürüttüğümüz denetim sonucunda, Kordsa Teknik Tekstil Anonim Şirket'inin riskin erken saptanması sistemi ve komitesinin, tüm önemli yönleriyle, TTK'nın 378 inci maddesi çerçevesinde yeterli olduğu sonucuna ulaşılmıştır.

KPMG Bağımsız Denetim ve Serbest Muhasebeci Mali Müşavirlik Anonim Şirketi



Hakan Ölekli, SMMM  
Sorumlu Denetçi  
21 Şubat 2022  
İstanbul, Türkiye