

**INVITATION FROM THE BOARD OF DIRECTORS OF
GÜBRE FABRİKALARI TÜRK ANONİM ŞİRKETİ
TO 2024 ORDINARY GENERAL ASSEMBLY MEETING**

The Ordinary General Assembly Meeting of Gübre Fabrikaları Türk Anonim Şirketi ("the Company" or "Gübretaş") for 2024 will be held on April 30, 2025, at 10:00 a.m., in Meeting Hall located at the address of "Merdiveköy, Bora Street, Nidakule Göztepe Tower, No:1, Floor: B1 Kadıköy/İstanbul" and agenda items listed below will be discussed and resolved by The Company's shareholders ("the Shareholders").

Shareholders of Gübretaş may attend the meeting in person or appoint a third party as their representative. Individual shareholders attending in person can participate by presenting their identification. Representatives attending on behalf of individual or corporate shareholders are required to present both their identification and a power of attorney.

Shareholders unable to attend in person must have their proxies prepared in compliance with the format attached to the General Assembly meeting invitation, notarized in accordance with the "Communiqué on Proxy Voting and Proxy Collection by Call, No: II-30.1." Physical representatives attending in place of shareholders must submit these notarized proxies. **Proxies appointed through the Electronic General Assembly System (E-GKS) do not need to present a power of attorney. Non-compliant or unsigned proxies that are not notarized as per the aforementioned communiqué will not be accepted due to legal liability.**

Shareholders can participate in the General Assembly physically or electronically in accordance with Article 1527 of the Turkish Commercial Code. Shareholders who wish to attend electronically, either personally or through representatives, must indicate their preference in the E-GKS. Shareholders who declare their intention to participate electronically but do not revoke this preference will not be allowed to attend physically. Those intending to attend electronically must comply with the regulations published in the Official Gazette dated August 28, 2012 (No. 28395) and August 29, 2012 (No. 28396), regarding electronic participation in general assemblies of joint-stock companies.

Shareholders participating electronically can access information about participation, proxy appointment, making proposals, expressing opinions, and voting via the Central Securities Depository's website (www.mkk.com.tr).

In accordance with Article 415, Paragraph 4 of the Turkish Commercial Code No. 6102 and Article 30, Paragraph 1 of the Capital Markets Law, participation in and voting at the General Assembly do not require the blocking of shares. Therefore, shareholders are not required to block their shares to attend the meeting.

The consolidated financial statements for the 2024 fiscal year, the Corporate Governance Compliance Report, Corporate Governance Information Form, the Sustainability Principles Compliance Report, the Board of Directors Activity Report, the Independent Auditor's Report, the General Assembly Information Document, and the Profit Distribution Proposal will be made available for shareholders to review along with the General Assembly invitation. These documents will be accessible on the Public Disclosure Platform (www.kap.gov.tr), the company website (www.gubretas.com.tr), the Central Securities Depository's e-General Assembly System, and at the company headquarters and branches.

We respectfully request the attendance of our shareholders, either physically or electronically, at the specified date and time.

GÜBRE FABRİKALARI TRK ANONİM ŐİRKETİ
AGENDA FOR THE 2024 ORDİNARY GENERAL ASSEMBLY MEETING

- 1.** Opening and establishment of the Meeting Chairmanship
- 2.** Reading and discussion of the 2024 fiscal year Annual Report of the Board of Directors
- 3.** Reading of the Independent Auditor's Report for the 2024 fiscal year
- 4.** Reading, discussion, and voting for the approval of financial statements for the 2024 fiscal year
- 5.** Voting for the acquit of Board of Directors members from liability
- 6.** Discussion and voting on the Board of Directors' proposal for profit distribution
- 7.** Determination and voting on the remuneration to be paid to Board of Directors members during their term of office
- 8.** Election of the Board of Directors members, determination of their terms of office and submission to vote
- 9.** Submitting the registered capital ceiling renewal and the articles of association amendment to the vote
- 10.** Within the scope of the Turkish Commercial Code and the Capital Markets Board regulations, the Independent Audit Firm proposed to be elected by the Board of Directors is put to a vote.
- 11.** Informing the General Assembly about guarantees, pledges, mortgages, sureties provided in favor of third parties, and any income or benefits obtained in the 2024 fiscal year
- 12.** Informing the General Assembly about transactions carried out in accordance with principle 1.3.6 in the annex of the Capital Markets Board's Corporate Governance Communiqué No. II-17.1
- 13.** Informing the General Assembly about the donations and aids made in 2024, determining the donation and aid ceiling that can be made in 2025 and putting it to a vote
- 14.** Providing information to the General Assembly about transactions made within the scope of the Share Buyback Program
- 15.** Within the scope of Articles 395 and 396 of the Turkish Commercial Code, submitting the permission to be given to the Board of Directors to the vote. Informing the General Assembly about any transactions made within this scope.
- 16.** Wishes, requests, and closing.

POWER OF ATTORNEY
GÜBRE FABRİKALARI T.A.Ş.

I hereby appoint as attorney introduced in detail below in order to represent me, to vote, to make proposals and to sign the required documents at the 2023 Ordinary General Assembly of Gübre Fabrikaları T.A.Ş. to be held on April 30, 2025, at 10:00 a.m. in Meeting Hall located at the address of “Merdiveköy, Bora Street, Nidakule Göztepe Tower, No:1, Floor: B1 Kadıköy/İstanbul”.

The Attorney's (*):

Name, Surname/Title:

ID Number/Tax ID Number, Trade Register and Number and MERSIS (Central Registration System) Number:

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

A)SCOPE OF REPRESENTATIVE POWER

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 opinion. ☐

b) The attorney is authorized to vote on proposals of the Board of the company. ☐

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 Opinion
1.	Opening and establishment of the Meeting Chairmanship			
2.	Reading and discussion of the 2024 fiscal year Annual Report of the Board of Directors			
3.	Reading of the Independent Auditor's Report for the 2024 fiscal year			
4.	Reading, discussion, and voting for the approval of financial statements for the 2024 fiscal year			
5.	Voting for the acquit of Board of Directors members from liability			
6.	Discussion and voting on the Board of Directors' proposal for profit distribution			
7.	Determination and voting on the remuneration to be paid to Board of Directors members during their term of office			
8.	Election of the Board of Directors members, determination of their terms of office and submission to vote			
9.	Submitting the registered capital ceiling renewal and the articles of association amendment to the vote			
10.	Within the scope of the Turkish Commercial Code and the Capital Markets Board regulations, the Independent Audit Firm proposed to be elected by the Board of Directors is put to a vote			
11.	Informing the General Assembly about guarantees, pledges, mortgages, sureties provided in favor of third parties, and any income or benefits obtained in the 2024 fiscal year			
12.	Informing the General Assembly about transactions carried out in accordance with principle 1.3.6 in the annex of the Capital Markets Board's Corporate Governance Communiqué No. II-17.1			
13.	Informing the General Assembly about the donations and aids made in 2024, determining the donation and aid ceiling that can be made in 2025 and putting it to a vote			
14.	Providing information to the General Assembly about transactions made within the scope of the Share Buyback Program			
15.	Within the scope of Articles 395 and 396 of the Turkish Commercial Code, submitting the permission to be given to the Board of Directors to the vote. Informing the General Assembly about any transactions made within this scope.			
16.	Wishes, requests, and closing.			

There will not be any voting for informative items.

If the minority has another draft resolution, necessary arrangements should be made to enable them vote by proxy.

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 in these matters. ☐
- c) The attorney is authorized to vote in accordance with the following instructions. ☐

SPECIAL INSTRUCTIONS: The special instructions (if there is any) to be given by the shareholder 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 follows: ☐

- a) Amount-Nominal Value
- b) Is there any privilege that share has or not
- c) Ratio of the total shares/voting rights of the shareholder

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 the shareholders who could attend the General Assembly Meeting. ☐

NAME SURNAME OR TITLE OF THE SHAREHOLDER (*)

ID Number/ Tax ID Number, Trade Register and Number and MERSIS (Central Registration System) Number:

Address:

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

SIGNATURE