#### SPECIAL CASE DECLARATIONS BY PETKIM IN 2020

#### S.C.D. NO:37

# PETKİM PETROKİMYA HOLDİNG A.Ş. / 18.11.2020 21:13:21

## Registration of capital increase and bonus issue ex-date

Increase of our company's issued capital from 2.112.000.000 to 2.534.400.000 by covering such increase totally from last year's profit has been registered on 18.11.2020. The bonus issue ex-date is 20.11.2020. Related issuance certificate and amendment of Articles of Association approved by CMB are attached.

#### S.C.D. NO:36

## PETKİM PETROKİMYA HOLDİNG A.Ş. / 12.11.2020 21:44:49

## CMB approval for capital increase

Ref: 19.10.2020 Dated Public Disclosure

On 19.10.2020 dated disclosure we have announced our application to Capital Markets Board to increase our company's paid in capital from TL 2.112.000.000 to TL 2.534.400.000 by covering the whole amount from profit of previous year. On the bulletin of Capital Markets Board (CMB) dated 12.11.2020, it has been stated that the application has been approved.

#### S.C.D. NO:35

## PETKİM PETROKİMYA HOLDİNG A.Ş. / 28.10.2020 17:51:59

# Cancellation of change in Articles of Association and appointment of Independent Board Member

Change in Articles of Association and appointment of Independent Board Member announced in our disclosures dated 21.10.2010 have been cancelled.

#### S.C.D. NO:34

## PETKİM PETROKİMYA HOLDİNG A.Ş. / 21.10.2020 18:29:44

## **Appointment of Independent Board Member**

With the change in Articles of Association of Our Company, the number of independent board members will be required to be 4 while it is currently 3 due to the increase planned in the number of total board members. It has been decided to appoint our current Board Member Neslihan TONBUL for the mentioned to be occurred independent board membership of our company and to carry out necessary proceedings.

## S.C.D. NO:33

# PETKİM PETROKİMYA HOLDİNG A.Ş. / 21.10.2020 18:25:41

## **Change in Articles of Association**

With the decision of the Board of Directors of Our Company dated 20.10.2020, it has been decided to amend the item numbered 11 titled "Board of Directors" and the item numbered 15 titled "Meetings of the Board of Directors" of the Articles of Association of Our Company, as stated in the attachment and the application was made to the Capital Markets Board on 21.10.2020 in order to obtain the approval. Following the receipt of Capital Markets Board and Ministry of Trade approvals, the proposed amendments will be submitted to the first general assembly that will convene.

## S.C.D. NO:32

#### PETKİM PETROKİMYA HOLDİNG A.S. / 20.10.2020 08:27:58

#### **Credit Rating**

Fitch Ratings Limited ("Fitch") has affirmed our company's Long Term Issuer Default Rating (IDR) of 'B' rating with a Stable Outlook.

#### S.C.D. NO:31

# PETKİM PETROKİMYA HOLDİNG A.Ş. / 19.10.2020 18:13:47

#### Application to CMB regarding capital increase

Ref: Public Disclosure dated 09.10.2020

In our disclosure dated 09.10.2020, we announced the decision to increase our company's paid in capital from TL 2.112.000.000 to 2.534.400.000 by covering the whole amount from last year's profit and to apply Capital Markets Board. In this context, necessary application has been made to Capital Markets Board.

#### S.C.D. NO:30

PETKİM PETROKİMYA HOLDİNG A.Ş. / 12.10.2020 18:17:55

## **Assignment of Investor Relations Personnel**

In accordance with the 11th article and 2nd item of the Capital Markets Board's Corporate Governance Communiqué (II-17.1), İlkay Çetin's duty as Our Company's Investor Relations personnel has ended and as of 12.10.2020, Merve Cansın Sönmez is assigned to this position.

#### S.C.D. NO:29

## PETKİM PETROKİMYA HOLDİNG A.Ş. / 09.10.2020 19:22:06

## **Board of Directors Resolution on Capital Increase**

Our company has resolved to distribute bonus shares to shareholders as dividend corresponding to %20 of the issued capital in its annual general assembly meeting dated 02.10.2020. In this regard, it has been resolved.

- To increase our Company's paid-in capital within the upper limit of the company's registered capital TL 4,000,000,000, from TL 2,112,000,000 to TL 2,534,400,000
- The increase in share capital amounting TL 422,400,000 shall be covered from the profit for the year of 2019,
- The newly to-be issued bonus shares shall be A Group 9th composition type,
- To distribute to our shareholders bonus shares on the ratio of 20% per share owned by them,
- The distribution of these bonus shares shall be made in accordance with the rates of participation in Central Registry Agency,
- To obtain necessary approvals from the Capital Markets Board and other institutions regarding the issue.

## S.C.D. NO:28

#### PETKİM PETROKİMYA HOLDİNG A.Ş. / 08.10.2020 18:39:45

#### Registration of Ordinary General Assembly Meeting Decisions for the year 2019

Our company's Ordinary General Assembly for the 2019 activity year convened on 02 October 2020, brief information about the resolutions is stated below. Minutes of Ordinary General Assembly Meeting, List of Attendants and Profit Distribution Table is attached.

Regarding the 2nd Agenda item; our Company's 2019 activity report has been approved.

Regarding the 4th Agenda item; financial statements on 2019 activity year of our Company have been approved.

Regarding the 5th Agenda item; the Chairman and Board members of our Company have been released separately for the Company's activities and operations in 2019.

Regarding the 6th Agenda item; Board of Directors' proposal to distribute gross dividend at amount of TL 422,400,000.00, corresponding to %20 of the issued capital, to shareholders as bonus shares to be covered from net distributable income, has been approved.

Regarding the 7th Agenda item; "Profit Distribution Policy" revized in accordance with the Capital Markets Board's Profit Distribution Communiqué numbered (II-19.1) has been approved.

Regarding the 9th Agenda item; election of PwC Bağımsız Denetim ve Serbest Muhasebeci Mali Müşavirlik A.Ş. as the auditor pursuant to the Capital Market Law and Turkish Commercial Code for the accounts of 2020 has been approved.

Regarding 10th Agenda item; the shareholders have been informed about the donation made by our Company in total amount of TL 7,467,270.86 in 2019.

Regarding 11th Agenda item; the limit of aid and donations until Ordinary General Assembly Meeting for 2020 has been approved as TL 15,000,000.

Regarding the 13th Agenda item; the Board of Directors has been granted authorization to perform the transactions provided in Articles 395 and 396 of Turkish Commercial Code.

Regarding the 14th Agenda item; the shareholders have been informed about security, pledge or mortgage in 2019 related to the Company within the context of article 12/4 of the "Communiqué on Corporate Governance" no. (II-17.1) of the Capital Market Board.

## S.C.D. NO:27

#### PETKİM PETROKİMYA HOLDİNG A.S. / 08.10.2020 18:28:09

## **Registration of Independent Auditor Selection**

Registry of PwC Bağımsız Denetim ve Serbest Muhasebeci Mali Müşavirlik A.Ş. as the auditor of our company's accounts pertaining to 2020 activity year has been registered on 8 October 2020.

#### S.C.D. NO:26

## **PETKİM PETROKİMYA HOLDİNG A.Ş. / 05.10.2020 17:24:05**

#### **Task Delegation of Board of Members**

In accordance with the Article 366 of Turkish Commercial Code, the task delegation of the Members of Board of Directors shall be realized as follows.

SOCAR Turkey Petrokimya A.Ş (Represented by Vagif ALIYEV) Chairman,

David MAMMADOV Vice Chairman,

SOCAR Turkey Enerji A.Ş.(Represented by Farruh GASIMOV) Board Member,

Süleyman GASIMOV Board Member,

Neslihan TONBUL Board Member,

İlhami ÖZŞAHİN Board Member,

Osman DİNÇBAŞ Independent Board Member,

Mehmet BOSTAN Independent Board Member,

Mehmet CEYLAN Independent Board Member.

#### S.C.D. NO:25

#### PETKİM PETROKİMYA HOLDİNG A.Ş. / 05.10.2020 17:20:55

#### **Establishment of Board Committees**

In accordance with the Capital Markets Boards Communique II-17.1 on Corporate Governance, Committees and their members have been determined as follows;

Committee in Charge of Audit, Mr. Mehmet CEYLAN (Chairman) and Mr. Mehmet BOSTAN (Member),

Corporate Governance Committee, Mr. Mehmet BOSTAN (Chairman), Mr. Vagif ALIYEV (Member), Mrs. Neslihan TONBUL (Member), Mr. Farruh GASIMOV (Member) and Investor Relations Supervisor Mr. Emre Can YÜCEOĞLU (Member),

Early Detection of Risk Committee, Mr. Osman DİNÇBAŞ (Chairman), Mr. Vagif ALIYEV (Member) and Mr. Süleyman GASIMOV (Member).

#### S.C.D. NO:24

# PETKİM PETROKİMYA HOLDİNG A.Ş. / 02.10.2020 19:14:44

## **Dividend Distribution Policy Revision**

Our company's Profit Distribution Policy is approved as attached in the General Assembly dated 02.10.2020

#### S.C.D. NO:23

## PETKİM PETROKİMYA HOLDİNG A.Ş. / 02.10.2020 18:42:46

#### **Organizational Changes and New Appointments**

A new organization structure has been established in Refinery and Petrochemical Business Unit and new appointments were made.

Refinery and Petrochemical Business Unit Head of Procurement and Supply Chain position carried out by Mr. Riza BOZOKLAR has ended and Mr. Matin KHALILLI is appointed to this position. Refinery and Petrochemical Business Unit Head of Business Excellence position carried out by Mr. Kanan MIRZAYEV has ended and Mr. İbrahim KADIOĞLU is appointed to this position. Refinery and Petrochemical Business Unit Head of Information Technologies and Digitalization and Asset Management positions were cancelled and these functions are restuctured under other Head Positions and related shared services units.

## S.C.D. NO:22

# PETKİM PETROKİMYA HOLDİNG A.Ş. / 02.10.2020 18:38:06

## **Selection of Independent Auditor**

In the General Assembly Meeting held on 02.10.2020, selection of PwC Bağımsız Denetim ve Serbest Muhasebeci Mali Müşavirlik A.Ş. for auditing 2020 activity year's accounts has been approved pursuant to the Capital Market Law and Turkish Commercial Code.

#### S.C.D. NO:21

## PETKİM PETROKİMYA HOLDİNG A.Ş. / 02.10.2020 18:27:17

# **Notification Regarding Dividend Payment**

According to the Consolidated Financial Statements for the period of 01.01.2019-31.12.2019, our Company has earned a "Net Term Profit Attributable to Parent Company" of TL 813.291.000 pursuant to the principles of Capital Markets Board ("CMB") Communiqué (II-14.1); and Net Term Profit TL 838.827.525,41 pursuant to Tax Procedure Law ("TPL").

In this respect, it has been resolved by the Board members that;

- a) Pursuant to article 519 of Turkish Commercial Code, TL 41.941.376,28 out of Net Term Profit in accordance with TPL will be allocated to the primary legal reserves,
- b) Gross dividend in the amount of TL 422.400.000,00 out of Net Distributable Income which corresponds to %20 of the issued capital shall be distributed to shareholders as bonus shares in accordance with the provisions of CMB Communiqué numbered II-19.1,
- c) TL 374.486.149,13 which remains from current Net Term Profit after the allocation of primary legal reserves and bonus share distribution to shareholders shall be allocated to retained earnings in our company's accounts which are kept in accordance with TPL,
- d) TL 348.949.623,72 which is the amount remaining from "Net Term Profit Attributable to Parent Company" after the allocation of primary legal reserves and bonus share distribution to shareholders, shall be allocated to the extraordinary reserves in our company's consolidated financial tables that are prepared in accordance with CMB Communiqué (II-14.1),,
- e) This board resolution shall be submitted to the approval of the Ordinary General Assembly Meeting for the activity year of 2019.

Dividend Distribution Table is attached.

#### S.C.D. NO:20

## PETKİM PETROKİMYA HOLDİNG A.Ş. / 02.10.2020 18:17:40

## **Notification Regarding General Assembly Meeting**

Our company's Ordinary General Assembly for the 2019 activity year convened on 02 October 2020, brief information about the resolutions is stated below. Minutes of Ordinary General Assembly Meeting, List of Attendants and Profit Distribution Table is attached.

Regarding the 2nd Agenda item; our Company's 2019 activity report has been approved.

Regarding the 4th Agenda item; financial statements on 2019 activity year of our Company have been approved.

Regarding the 5th Agenda item; the Chairman and Board members of our Company have been released separately for the Company's activities and operations in 2019.

Regarding the 6th Agenda item; Board of Directors' proposal to distribute gross dividend at amount of TL 422,400,000.00, corresponding to %20 of the issued capital, to shareholders as bonus shares to be covered from net distributable income, has been approved.

Regarding the 7th Agenda item; "Profit Distribution Policy" revized in accordance with the Capital Markets Board's Profit Distribution Communiqué numbered (II-19.1) has been approved.

Regarding the 9th Agenda item; election of PwC Bağımsız Denetim ve Serbest Muhasebeci Mali Müşavirlik A.Ş. as the auditor pursuant to the Capital Market Law and Turkish Commercial Code for the accounts of 2020 has been approved.

Regarding 10th Agenda item; the shareholders have been informed about the donation made by our Company in total amount of TL 7,467,270.86 in 2019.

Regarding 11th Agenda item; the limit of aid and donations until Ordinary General Assembly Meeting for 2020 has been approved as TL 15,000,000.

Regarding the 13th Agenda item; the Board of Directors has been granted authorization to perform the transactions provided in Articles 395 and 396 of Turkish Commercial Code.

Regarding the 14th Agenda item; the shareholders have been informed about security, pledge or mortgage in 2019 related to the Company within the context of article 12/4 of the "Communiqué on Corporate Governance" no. (II-17.1) of the Capital Market Board.

#### S.C.D. NO:19

## PETKİM PETROKİMYA HOLDİNG A.Ş. / 23.09.2020 15:14:09

#### **Notification About News or Rumours**

Due to the recent news claiming "suspicious transfer" transactions in the media, and related inquiries raised by our investors on this subject; it has been deemed necessary to make a disclosure.

The transfers between our company and the company mentioned in the news (Petrokim Trading Ltd.) are ordinary trade transactions. These are completely related to the trade of petrochemical goods, and are compliant with all relevant laws. Our company has not had any transactions with countries or institutions that are subject to international sanctions. To this day, we have not faced any sanctions or restrictions on our commercial activities.

In addition, the mentioned company, Petrokim Trading Ltd., has left the SOCAR Group portfolio in 2018, and there is no current ownership or similar legal relationship with this company.

## S.C.D. NO:18

## PETKİM PETROKİMYA HOLDİNG A.Ş. / 22.09.2020 18:14:15

## The Report Regarding the Common and Continuous Transactions

In accordance with Article 10 of CMB's Corporate Governance Communiqué numbered II-17.1, as a result of the facts that the amount of the naphtha purchase transactions which are common and of continuous nature between our Company and STAR Rafineri A.Ş. in the 2019 financial year have reached more than 10% of the cost of sales stated in the financial statements; and that the Company is expected to carry out related party transactions which are common and of continuous nature with same conditions as exceeding such 10% ratio in the year 2020; as of 22.09.2020 our Board of Directors, by taking into account the work prepared by the Independent Audit Firm with respect to the abovementioned matter, has resolved to approve the attached report prepared and covering the conditions of naphtha purchase transactions which are common and of continuous nature exceeding abovementioned 10% ratio and comparison of these transactions with market conditions; and in line with the evaluation made as per item 3 of article 10 of the Communiqué, to confirm that the abovementioned naphtha purchase transactions, the scope and conditions of which are set forth in the attached report, have been carried out properly as compared to market conditions.

## S.C.D. NO:17

#### PETKİM PETROKİMYA HOLDİNG A.Ş. / 18.09.2020 11:48:30

### **Credit Rating**

Moody's Investors Services Ltd. ("Moody's"), has affirmed our Company's 'B2' long term credit rating with negative outlook.

#### S.C.D. NO:16

PETKİM PETROKİMYA HOLDİNG A.Ş. / 09.09.2020 18:28:25

## **Notification Regarding Dividend Payment**

Dividend Rate Table Explanations

According to the Consolidated Financial Statements for the period of 01.01.2019-31.12.2019, our Company has earned a "Net Term Profit Attributable to Parent Company" of TL 813.291.000 pursuant to the principles of Capital Markets Board ("CMB") Communiqué (II-14.1); and Net Term Profit TL 838.827.525,41 pursuant to Tax Procedure Law ("TPL"). In this respect, it has been resolved by the Board members that;

- a) Pursuant to article 519 of Turkish Commercial Code, TL 41.941.376,28 out of Net Term Profit in accordance with TPL will be allocated to the primary legal reserves,
- b) Gross dividend in the amount of TL 422.400.000,00 out of Net Distributable Income which corresponds to %20 of the issued capital shall be distributed to shareholders as bonus shares in accordance with the provisions of CMB Communiqué numbered II-19.1,
- c) TL 374.486.149,13 which remains from current Net Term Profit after the allocation of primary legal reserves and bonus share distribution to shareholders shall be allocated to retained earnings in our company's accounts which are kept in accordance with TPL,
- d) TL 348.949.623,72 which is the amount remaining from "Net Term Profit Attributable to Parent Company" after the allocation of primary legal reserves and bonus share distribution to shareholders, shall be allocated to the extraordinary reserves in our company's consolidated financial tables that are prepared in accordance with CMB Communiqué (II-14.1),,
- e) This board resolution shall be submitted to the approval of the Ordinary General Assembly Meeting for the activity year of 2019. Dividend Distribution Table is attached.

## S.C.D. NO:15

## PETKİM PETROKİMYA HOLDİNG A.Ş. / 09.09.2020 18:22:45

#### **Notification Regarding General Assembly Meeting**

The Ordinary General Assembly Meeting of the year 2019 will convene on 2nd October 2020 Friday, at 14.00 pm at Company Headquarters located at Aliağa/İzmir in order to discuss and decide upon attached agenda items. Information document of General Assembly is attached.

#### Agenda Items

- 1 Opening and composition of the Meeting Presidency,
- 2 Reading, discussion and approval of the Activity Report of the Board of Directors for activity year of 2019,
- 3 Reading the report of the Auditor pertaining to activity year of 2019,
- 4 Reading, discussion and approval of the financial statements pertaining to activity year of 2019,
- 5 Release of the Chairman and members of the Board of Directors on account of their activities and accounts for activity year of 2019.
- 6 Discussion of the proposal of the Board of Directors on the usage of the profit pertaining to the activity year of 2019,
- 7 Submitting the Distribution Dividend Policy, which has been revised within the scope of the Communiqué on the Dividend of the Capital Markets Board (II-19.1), for the approval of the General Assembly,
- 8 Determination of the monthly gross remunerations to be paid to the members of the Board of Directors,
- 9 Approval of the election of the Independent Audit Firm by the Board of Directors pursuant to Turkish Commercial Code and Capital Markets legislation,
- 10 Informing the Shareholders on the aid and donations granted by our Company within the activity year of 2019,
- 11 Taking a resolution on the limit of aid and donation of our Company that will be made until 2020 Ordinary General Assembly Meeting pursuant to the Article 19/5 of the Capital Markets Law
- 12 Informing the General Assembly regarding respective transactions of the persons mentioned in the clause (1.3.6) of "Corporate Governance Principles" which is annexed to Communiqué of the Capital Markets Board "Corporate Governance" numbered (II-17.1),
- 13 Granting the Members of the Board of Directors authorization to perform the transactions stated in Articles 395 and 396 of Turkish Commercial Code,
- 14 Informing the General Assembly with regard to the guarantees, pledges and mortgages given by the Company in favor of third parties in 2019 and of any benefits or income thereof, pursuant to Clause 12/4 of Communiqué of the Capital Markets Board "Corporate Governance" numbered (II-17.1),
- 15 Wishes and closing.

S.C.D. NO:14

PETKİM PETROKİMYA HOLDİNG A.Ş. / 24.07.2020 15:42:21

#### **Notification Regarding Issue of Capital Market Instrument**

In order to be transferred into the related investors' accounts, USD 14,687,500 has been paid as the payment of fifth coupons with regard to our Company's USD 500 million 5 year maturity bonds.

#### S.C.D. NO:13

#### PETKİM PETROKİMYA HOLDİNG A.Ş. / 01.07.2020 16:40:21

## **About New Appointment**

Duty period of Deputy Head of Refinery-Petrochemical Bussiness Unit (Commerce) position carried out by Mr. Murat ERDOGAN by proxy has ended and Mr. Agshin SALIMOV is appointed to this position.

#### S.C.D. NO:12

## PETKİM PETROKİMYA HOLDİNG A.Ş. / 15.05.2020 08:11:23

## Third Installment Payment of Rafineri Holding A.Ş. Share Puchase Agreement

Our Company's Board of Directors has resolved with its decisions dated 09.01.2018 and 07.03.2019 to sign a share purchase agreement ("SPA") at an amount of USD 720,000,000 with STEAŞ, our main shareholder, so as to become 18% indirect shareholder in STAR; to pay the purchase price in three equal installments; and to pay the final installment on the Closing date that has been defined as 30 June 2020 at the latest simultaneously with the share transfer and to take all necessary actions in relation to the abovementioned transfer.

However, in order to strengthen our Company's cash position, considering the pandemic which spread to all countries in the world and adverse developments in the markets and non-occurrence of the project completion date as defined under STAR's financing arrangements, as a result of negotiations with STEAS, a mutual understanding has been reached for determining the last date for Closing, and consequently the third installment payment last date, as 30.06.2021, and the Agreement has been amended in this respect.

#### S.C.D. NO:11

#### PETKİM PETROKİMYA HOLDİNG A.Ş. / 02.04.2020 15:41:44

#### **About New Appointment**

Deputy Head of Technical Services Management was formed within the Refinery and Petrochemical Business Unit and Mr. Ergun Binboğa is appointed to this position.

#### S.C.D. NO:10

## PETKİM PETROKİMYA HOLDİNG A.Ş. / 23.03.2020 18:34:09

## **Cancel Corporate Action**

On 18 March 2020, Board of Directors has resolved that 2019 General Assembly Meeting, which was originally announced to convene on 27 March 2020, to be postponed to a date which will be announced later, due to ongoing pandemic risk.

## S.C.D. NO:9

## PETKİM PETROKİMYA HOLDİNG A.Ş. / 06.03.2020 18:30:25

## **Assignment of Investor Relations Supervisor**

In accordance with the 11th article and 2nd item of the Capital Markets Board Corporate Governance Communiqué (II-17.1), as of 09/03/2020, Emre Can Yüceoğlu will be the supervisor of our Company's Investor Relations Department.

#### **S.C.D. NO:8**

#### PETKİM PETROKİMYA HOLDİNG A.S. / 05.03.2020 19:44:25

## **Notification Regarding Dividend Payment**

According to the Consolidated Financial Statements for the period of 01.01.2019-31.12.2019, our Company has earned a "Net Term Profit Attributable to Parent Company" of TL 813.291.000 pursuant to the principles of Capital Markets Board ("CMB") Communiqué (II-14.1); and Net Term Profit TL 838.827.525,41 pursuant to Tax Procedure Law ("TPL").

In this respect, it has been resolved by the Board members that;

- a) Pursuant to article 519 of Turkish Commercial Code, TL 41.941.376,28 out of Net Term Profit in accordance with TPL will be allocated to the primary legal reserves,
- b) Gross dividend in the amount of TL 422.400.000,00 out of Net Distributable Income which corresponds to %20 of the issued capital shall be distributed to shareholders as bonus shares in accordance with the provisions of CMB Communiqué numbered II-19.1,
- c) TL 374.486.149,13 which remains from current Net Term Profit after the allocation of primary legal reserves and bonus share distribution to shareholders shall be allocated to retained earnings in our company's accounts which are kept in accordance with TPL,
- d) TL 348.949.623,72 which is the amount remaining from "Net Term Profit Attributable to Parent Company" after the allocation of primary legal reserves and bonus share distribution to shareholders, shall be allocated to the extraordinary reserves in our company's consolidated financial tables that are prepared in accordance with CMB Communiqué (II-14.1),,
- e) This board resolution shall be submitted to the approval of the Ordinary General Assembly Meeting for the activity year of 2019.

Dividend Distribution Table is attached.

#### **S.C.D. NO:7**

#### PETKİM PETROKİMYA HOLDİNG A.Ş. / 04.03.2020 18:39:10

## **Notification Regarding General Assembly Meeting**

The Ordinary General Assembly Meeting of the year 2019 will convene on 27th March 2020 Friday, at 10:00 am at Company Headquarters located at Aliağa/İzmir in order to discuss and decide upon attached agenda items. Information document of General Assembly is attached.

- 1 Opening and composition of the Meeting Presidency,
- 2 Reading, discussion and approval of the Activity Report of the Board of Directors for activity year of 2019,
- 3 Reading the report of the Auditor pertaining to activity year of 2019,
- 4 Reading, discussion and approval of the financial statements pertaining to activity year of 2019,
- 5 Release of the Chairman and members of the Board of Directors on account of their activities and accounts for activity year of 2019,
- 6 Discussion of the proposal of the Board of Directors on the usage of the profit pertaining to the activity year of 2019,
- 7 Submitting the Distribution Dividend Policy, which has been revised within the scope of the Communiqué on the Dividend of the Capital Markets Board (II-19.1), for the approval of the General Assembly,
- 8 Determination of the monthly gross remunerations to be paid to the members of the Board of Directors,
- 9 Approval of the election of the Independent Audit Firm by the Board of Directors pursuant to Turkish Commercial Code and Capital Markets legislation.
- 10 Informing the Shareholders on the aid and donations granted by our Company within the activity year of 2019,
- 11 Taking a resolution on the limit of aid and donation of our Company that will be made until 2020 Ordinary General Assembly Meeting pursuant to the Article 19/5 of the Capital Markets Law
- 12 Informing the General Assembly regarding respective transactions of the persons mentioned in the clause (1.3.6) of "Corporate Governance Principles" which is annexed to Communiqué of the Capital Markets Board "Corporate Governance" numbered (II-17.1),
- 13 Granting the Members of the Board of Directors authorization to perform the transactions stated in Articles 395 and 396 of Turkish Commercial Code,
- 14 Informing the General Assembly with regard to the guarantees, pledges and mortgages given by the Company in favor of third parties in 2019 and of any benefits or income thereof, pursuant to Clause 12/4 of Communiqué of the Capital Markets Board "Corporate Governance" numbered (II-17.1),
- 15 Wishes and closing.

#### **S.C.D. NO:6**

## PETKİM PETROKİMYA HOLDİNG A.Ş. / 04.03.2020 18:36:48

## **Appointment of Independent Auditor**

Our Company's Board of Directors has decided to appoint the PwC Bağımsız Denetim ve Serbest Muhasebeci Mali Müşavirlik A.Ş. to audit our Company for the accounting period of 2020, pursuant to the Capital Markets Board and Turkish Commercial Code regulations and to present the choice to the approval of the General Assembly Meeting.

#### **S.C.D. NO:5**

PETKİM PETROKİMYA HOLDİNG A.Ş. / 04.03.2020 18:33:12

#### **Dividend Distribution Policy Revision**

Our company's Profit Distribution Policy is to be updated as in the appendix and to be put on the agenda of the first General Assembly for approval, has been resolved.

## S.C.D. NO:4

PETKİM PETROKİMYA HOLDİNG A.Ş. / 14.02.2020 18:31:59

**Submission Of Financial Statements To Any Authorities** 

Our Company's income statement for the period of 01.01.2019 - 31.12.2019, which is presented to Tax Authority together with provisional tax return statement, is attached. The income statement is not prepared in accordance to Capital Market Board legislation.

PE	ETKİM PETROKİMYA	HOLDİNG A.Ş.		
	INCOME STATEM	1ENT (TL)		
The income statement is not assessed in a	ordonas with Conits	I Markata Baard Ia	aidatian	
The income statement is not prepared in acc	cordance with Capita	I Markets Board Ie	gisiation.	
	PREVIOUS YEAR		CURRENT YEAR	
	01.01.2018 - 31.12.2018		01.01.2019 - 31.12.2019	
A- GROSS SALES		9.620.736.037,64		11.866.276.892,91
1- Domestic Sales	5.624.136.061,73	9.020.730.037,04	6.920.716.941,29	11.800.270.892,91
2- Export Sales	3.724.553.890,84		4.858.785.643,53	
3- Other Sales	272.046.085,07		86.774.308,09	
B- SALES DISCOUNTS	212.010.000,01	(318.093.762,95)	00.77 1.000,00	(352.635.985,94)
1- Sales Returns (-)	(37.940.846,33)	(0000000000)	(22.334.297,90)	(002.000.000)
2- Sales Discounts (-)	(7.923.856,71)		(11.569.299,35)	
3- Other Deductions (-)	(272.229.059,91)		(318.732.388,69)	
C- NET SALE	(	9.302.642.274,69	(,	11.513.640.906,97
D- COST OF SALES (-)		(7.637.041.787,59)		(10.050.029.927,56)
1- Cost of Goods Sold (-)	(6.253.326.562,00)	, ,	(7.814.815.841,20)	, , ,
2- Cost of Merchandises Sold (-)	(1.382.170.243,07)		(2.234.968.421,13)	
3- Cost of Services Sold (-)	(1.544.982,52)		(245.665,23)	
4-Cost of Other Sales (-)	-		-	
GROSS PROFIT OR (LOSS)		1.665.600.487,10		1.463.610.979,41
E- OPERATIONAL EXPENSES		(375.370.367,09)		(506.827.248,72)
1- Research and Development Expenses (-)	-	,,	(132.909,84)	,
2- Marketing Selling and Distributing Expenses (-)	(77.583.150,73)		(95.593.557,41)	
3- General Administrative Expenses (-)	(297.787.216,36)		(411.100.781,47)	
OPERATIONAL INCOME OR LOSS	, ,	1.290.230.120,01	, ,	956.783.730,69
F- PROFIT/INCOME FROM OTHER OPERATIONS		4.821.713.808,19		1.959.408.701,10
1- Dividend Income From Eugity Investments				,
2- Dividend Income From Subsidiaries	-		-	
3-Interest Income	302.124.595,94		193.113.563,62	
4- Commision Income	-		-	
5- Reversal of Unncessary Provisions	829.144,06		235.259,92	
6- Profit on Marketable Securities	-		143.356,16	
7- Foreign Exchange Gains	4.410.226.993,64		1.561.843.708,12	
8- Discounts on Notes Payable	10.182.556,34		24.653.284,54	
9-Inflation Correction Income	-		-	
10-Other Income	98.350.518,21		179.419.528,74	
G- LOSS/EXPENSES FROM OTHER OPERATIONS (-)		(1.138.974.764,82)		(728.149.608,65)
1- Commission Expenses (-)	-		-	
2- Provision Expenses (-)	(41.670,25)		(1.111.570,70)	
3- Loss on Sale of Marketable Securities (-)	-		-	
4- Foreign Exchange Losses (-)	(1.078.895.076,98)		(642.452.268,60)	
5- Discount on Notes Receivables (-)	(24.653.284,54)		(15.293.532,97)	
6-Inflation Correction Loss (-)	-		-	
7- Other Expenses (-)	(35.384.733,05)		(69.292.236,38)	
H- FINANCE EXPENSES (-)		(3.779.322.972,94)		(1.248.736.388,67)
1-Finance Expense of Short Term Borrowings (-)	(3.779.322.972,94)		(1.248.736.388,67)	
2- Finance Expense of long Term Borrowings (-)	-		-	
ORDINARY INCOME LOSS		1.193.646.190,44		939.306.434,47
I- EXTRAORDINARY INCOME/PROFIT		12.709.657,52		13.934.807,76
1- Previous Periods Income	2.910.708,25		4.291.183,89	
2- Other Extraordinary Income	9.798.949,27		9.643.623,87	
J- EXTRAORDINARY EXPENSE OR LOSSES (-)		(85.146.406,44)		(63.736.495,40)
1- Idle Capacity Expenses (-)	(67.973.977,04)		(36.850.177,66)	
2- Previous Periods Losses and Expenses (-)	(817.778,76)		(8.058.683,88)	
3- Other Extraordinary Expenses (-)	(16.354.650,64)		(18.827.633,86)	
PROFIT/LOSS BEFORE TAXATION FOR THE YEAR		1.121.209.441,52		889.504.746,83
K- PROVISION FOR TAX (-)	(125.936.361,52)	(125.936.361,52)	(50.677.221,42)	(50.677.221,42)
NET PROFIT / (LOSS) FOR THE YEAR		995.273.080,00		838.827.525,41

# **S.C.D. NO:3**

The Investor Relations Manager of Petkim Petrokimya Holding A.Ş., Mr. Mustafa Çağatay resigned from his position as of 07.02.2020.

#### **S.C.D. NO:2**

#### **PETKİM PETROKİMYA HOLDİNG A.S. / 06.02.2020 18:28:38**

# **About Special Consumption Tax Notification**

Re: Our public announcement dated 25.08.2017

We have stated that our company has been notified by Tax Authority regarding Special Consumption Tax at an amount of TL 66 million and tax penalty at an amount of TL 99 million, upon an investigation related to PyGas consumption in 2014. We have also stated that we would use all of our legal rights, including settlement and court process regarding this notification. Since there has been no mutual agreement in the settlement process regarding the dispute over the alleged Special Consumption Tax occurred due to consumption of PyGas, we have initiated legal proceeding. It is envisaged that original tax charges and penalties will result without leading to a major financial risk through lawsuit by taking into account that Regional Administrative Court has approved that PyGas consumed by our company has GTIP number not subject to Special Consumption Tax.

#### S.C.D. NO:1

# PETKİM PETROKİMYA HOLDİNG A.Ş. / 27.01.2020 09:20:09

# **Notification Regarding Issue of Capital Market Instrument**

In order to be transferred into the related investors' accounts, USD 14,687,500 has been paid as the payment of fourth coupons with regard to our Company's USD 500 million 5 year maturity bonds.