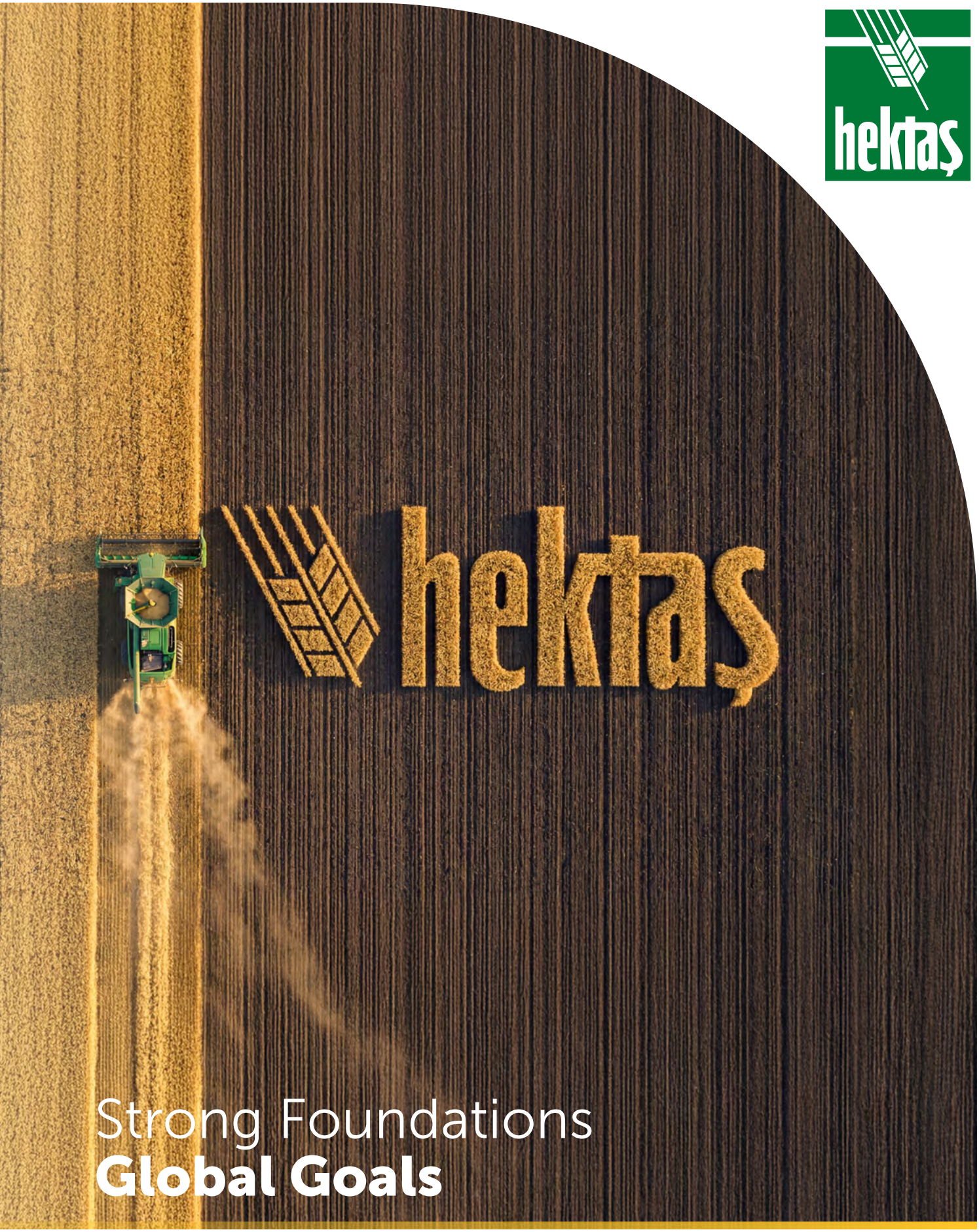


Strong Foundations
Global Goals

HEKTAŞ TİCARET TÜRK A.Ş.

2025 ANNUAL REPORT

DRT Bağımsız Denetim
ve Serbest Muhasebeci
Mali Müşavirlik A.Ş.
Maslak no1 Plaza
Eski Büyükdere
Caddesi Maslak
Mahallesi No:1 Maslak,
Sarıyer 34485 İstanbul,
Türkiye

Tel : +90 (212) 366 6000
Fax : +90 (212) 366 6010
www.deloitte.com.tr

Mersis No: 0291001097600016
Ticari Sicil No : 304099

**(CONVENIENCE TRANSLATION OF
INDEPENDENT AUDITOR'S REPORT ON THE MANAGEMENT'S ANNUAL REPORT
ORIGINALLY ISSUED IN TURKISH)**

INDEPENDENT AUDITOR'S REPORT ON THE MANAGEMENT'S ANNUAL REPORT

To the General Assembly of
Hektaş Ticaret Türk Anonim Şirketi

1) Opinion

As we have audited the full set consolidated financial statements of Hektaş Ticaret Türk Anonim Şirketi ("the Company") and its subsidiaries ("the Group") for the period between 01/01/2025–31/12/2025, we have also audited the annual report for the same period.

In our opinion, the consolidated financial information provided in the Management's annual report and the Management's discussions on the Group's financial performance, are fairly presented in all material respects, and are consistent with the full set audited consolidated financial statements and the information obtained from our audit.

2) Basis for Opinion

We conducted our audit in accordance with the Standards on Independent Auditing ("SIA") which is a part of Turkish Auditing Standards accepted by regulations of the Capital Markets Board and published by the Public Oversight Accounting and Auditing Standards Authority ("POA"). Our responsibility is disclosed under *Responsibilities of the Independent Auditor on the Independent Audit of the Annual Report* in detail. We are independent of the Company in accordance with the *Code of Ethics for Independent Auditors (including Independence Standards)* ("Code of Ethics") published by the POA, as applicable to audits of financial statements of public interest entities, together with the ethical requirements included in the regulations of the Capital Markets Board and other regulations that are relevant to audits of the financial statements of public interest entities. We have also fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

Deloitte refers to a Deloitte member firm, one of its related entities, or Deloitte Touche Tohmatsu Limited ("DTTL"). Each Deloitte member firm is a separate legal entity and a member of DTTL. DTTL does not provide services to clients. Please see www.deloitte.com/about to learn more about.

© 2026. For information, contact Deloitte Türkiye, Member of Deloitte Touche Tohmatsu Limited.

3) Auditor's Opinion for the Full Set Consolidated Financial Statements

We have presented unqualified opinion for the Group's full set consolidated financial statements for the period between 01/01/2025–31/12/2025 in our Auditor's Report dated 6 March 2026.

4) Management's Responsibility for the Annual Report

The Group's Management is responsible for the following in accordance with Article 514 and 516 of the Turkish Commercial Code No. 6102 ("TCC") and "Communiqué on Principles of Financial Reporting in Capital Markets" with No.14.1 of the Capital Markets Board ("the Communiqué"):

a) Preparing the annual report within the three months following the reporting date and presenting it to the General Assembly,
b) Preparing the annual report with the all respects of the Group's flow of operations for that year and the Group's consolidated financial performance accurately, completely, directly and fairly. In this report, the consolidated financial position is assessed in accordance with the consolidated financial statements. The Group's development and risks that the Group may probably face are also pointed out in this report. The Board of Director's evaluation on those matters are also stated in this report.
c) The annual report also includes the matters stated below:
   - The significant events occurred in the Group's activities subsequent to the financial year ends,
   - The Group's research and development activities,
   - The compensation paid to key management personnel and members of Board of Directors including financial benefits such as salaries, bonuses and premiums, allowances, travelling, accommodation and representation expenses, in cash and kind facilities, insurances and other similar guarantees.

The Board of Directors also considers the secondary regulations prepared by the Ministry of Trade and related institutions while preparing the annual report.

Deloitte.

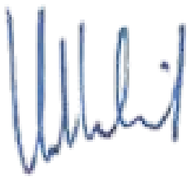
5) Responsibilities of the Independent Auditor on the Independent Audit of the Annual Report

Our aim is to express an opinion and prepare a report about whether the Management's discussions and consolidated financial information in the annual report within the scope of the provisions of the TCC and the Communiqué are fairly presented and consistent with the information obtained from our audit.

We conducted our audit in accordance with the regulations of the Capital Markets Board and the SIA. Those standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the Management's discussions on the Group's financial performance, are fairly presented in all material respects, and are consistent with the full set audited consolidated financial statements and the information obtained from our audit.

The engagement partner on the audit resulting in this independent auditor's report is Volkan Becerik.

DRT BAĞIMSIZ DENETİM VE SERBEST MUHASEBECİ MALİ MÜŞAVİRLİK A.Ş.
Member of **DELOITTE TOUCHE TOHMATSU LIMITED**



Volkan Becerik
Partner

İstanbul, 6 March 2026

“Agriculture is the foundation of the national economy. For this reason, we attach great importance to agricultural development. Well-structured and practical initiatives extending to rural areas will facilitate the achievement of this objective. However, the primary condition for accomplishing this vital mission is to improve the conditions of those engaged in agricultural activities. Therefore, we consistently prioritize measures that enhance the welfare of villagers and farmers.”

Mustafa Kemal ATATÜRK



How to Read Our Report More Effectively

Our 2025 Annual Report has been designed for digital use with user-friendly navigation and smart guidance, helping to prevent unnecessary paper consumption.

- Contains email links for obtaining further information or getting in touch.
- Includes redirect links to the company website or other external resources.

- Previous Page
- Next Page
- Table of Contents

TABLE OF CONTENTS

HEKTAŞ TİCARET TÜRK A.Ş.
MESSAGE FROM THE CHAIRMAN OF THE BOARD OF DIRECTORS 10

HEKTAŞ TİCARET TÜRK A.Ş.
MESSAGE FROM THE GENERAL MANAGER 12

01. HEKTAŞ AT A GLANCE 14
- Financial Indicators 16
- Operations Map 18
- Our Vision & Mission 20
- About Us 22
- Corporate Profile 23
- Milestones 24
- Shareholding Structure 26
- Group Of Companies 27
- Subsidiaries & Affiliates 27
- Production Facilities & Other Facilities 40
- Products 55

02. GOVERNANCE STRUCTURE 56
- Board Of Directors Members 58
- Senior Management 66
- Organizational Structure 70
- Human Resources 72
- Committee Structure 76

03. HEKTAŞ 2025 ACTIVITIES 78
- 2025 Company Activities On A Periodic Basis 80
- R&D Activities 84
- Sales Activities 102
- Quantitative Sales 107
- Marketing Activities 108
- Achievements And Awards 111
- Investor Relations Department And Activities 112
- Credit Rating Scores 113
- Information About the Sector In Which the Company Operates 114
- Contributions Made by Hektaş to The Sector It Operates in During The Year 124
- Sustainability Activities 126
- Investments Made and Incentives Received 128
- Internal Control Systems 132
- Risk Management 133

04. CORPORATE GOVERNANCE 134
- General Assembly 136
- Amendment To the Articles of Association 139
- Working Principles of The Committees 140
- Corporate Policies 148
- Miscellaneous 164
- **Annex-1** 168
  - Independence Declarations of Independent Board Members 168
- **Annex-2** 176
  - Statement of Compliance with Corporate Governance Principles 176
  - Corporate Governance Compliance Report 178
  - Corporate Governance Information Form 184
  - Sustainability Principles Compliance Report 190

05. INDEPENDENT AUDIT REPORT 196



Strengthening Our Capabilities Through Investments

Our new facility investments, capacity increases, and international expansion initiatives further enhance HEKTAŞ's global competitiveness. Innovative products and agricultural technologies developed in our R&D centers respond to the evolving needs of producers while contributing to the wider adoption of sustainable and efficient production models.

HEKTAŞ TİCARET TÜRK A.Ş.
MESSAGE FROM THE CHAIRMAN OF THE BOARD OF DIRECTORS



Food security, resource efficiency and sustainable production will become even more decisive in the coming period. With its deep-rooted heritage and strong corporate foundations, HEKTAŞ is determined to take responsibility and create value throughout this transformation process.

Dear Shareholders,

Dear Employees,

Esteemed Business Partners and Farmers,

We have recently left behind a period in which economic balances have been reshaped on a global scale. Production, investment and market conditions have become more volatile than ever before. In such an environment, corporate and financial capacity, as well as customer confidence, become even more decisive.

Throughout its 69-year history, HEKTAŞ has positioned itself as one of the most reliable solution partners of Turkish agriculture. This trust has been built not only through product quality but also through a consistent management approach and a long-term perspective. As the Board of Directors, our priority is to protect this legacy and carry it further by making the necessary adjustments in line with changing conditions.

One of the most important sources of strength for HEKTAŞ is the solid and well-established corporate structure of OYAK. Operating across a wide range of sectors, OYAK is one of Türkiye's strongest industrial organizations with its production capability, financial discipline and long-term investment approach. Its principles of transparent governance and sustainable value creation provide stability to HEKTAŞ's strategic decisions and place our Company's long-term growth objectives on a secure foundation.

Despite fluctuating global conditions, we continue to uphold our mission of leadership and resolutely focus on strategic areas. The steps taken particularly in the fields of seeds and international expansion are the result of a vision aimed at creating lasting value rather than short-term gains. In this respect, 2025 has been a period in which our infrastructure was further strengthened and preparations for the future were completed.

Today, trust is measured not only by financial performance but also by transparency, corporate governance and sustainability standards. The high level of success achieved by HEKTAŞ in international ESG ratings demonstrates not only the operational strength of our Company but also the robustness of our governance approach. This achievement is one of the most concrete indicators of the confidence we have built among our stakeholders.

The agricultural sector continues to be an area of increasing strategic importance. Food security, resource efficiency and sustainable production will become even more decisive in the coming period. With its deep-rooted heritage and strong corporate foundations, HEKTAŞ is determined to take responsibility and create value throughout this transformation process.

Celebrating its 70th anniversary in 2026, HEKTAŞ has the determination and experience to carry the confidence it has built in the past into the future. We are making every effort to implement the financial and structural changes required by the current period as swiftly as possible. As the Board of Directors, our goal is to prepare our Company for the future with a more competitive, more transparent and stronger structure, while continuing to create sustainable value for our stakeholders.

I would like to thank all our stakeholders who have placed their trust in our Company to date, and I would like to particularly emphasize my belief that HEKTAŞ will continue its journey of stable growth with the same determination and vision.

Prof. Dr. Turan EROL
Chairman of the Board of Directors

HEKTAŞ TİCARET TÜRK A.Ş.
MESSAGE FROM THE GENERAL MANAGER



With nearly seventy years of experience, our strong corporate structure, and our culture of strategic partnerships, we are preparing for a new phase of growth.

Dear Business Partners and Stakeholders,

Dear Members of the HEKTAŞ Family,

The year 2025 has been a period in which the effects of global economic fluctuations, climate change, and geopolitical developments on the agricultural sector have become more pronounced. The growing world population, diminishing natural resources, and changing production conditions are making agricultural productivity and sustainability a strategic necessity. With the global population expected to reach 9.7 billion by 2050 and food demand projected to increase by at least 50%, the responsibility facing the agricultural sector continues to expand.

Türkiye holds an important position in the world thanks to its agricultural production capacity and diversity. However, climate pressures, rising costs, and global competition require a more resilient, innovative, and efficient structure. As HEKTAŞ, we assume responsibility for this transformation and act with a forward-looking perspective that plans for the future.

For 69 years, HEKTAŞ has been a symbol of trust in Turkish agriculture, combining its deep-rooted experience with an innovative vision. While standing alongside our producers with our strong product portfolio in plant protection, plant nutrition, and seeds, we create added value at every stage of the value chain through our research and development activities. Our goal is not only to maintain our current position but also to become one of the companies that shape and lead our sector.

Seeds are at the core of our strategic priorities. The size of the global seed market and the anticipated growth in the coming years clearly demonstrate how critical this field is. With the objective of developing high-performance and competitive varieties that are adaptable to climate conditions, we continue to strengthen our breeding programs and create value through commercial agreements. Our investments in seeds will be one of the key pillars of our Company's long-term growth vision.

We are extending our growth perspective beyond borders. The year 2025 was a period in which we strengthened our infrastructure to position ourselves more effectively in international markets. We completed the preparatory processes for a multinational partnership and laid the foundations for a strategic collaboration that will be implemented in 2026. This step will support our ambition to become a more influential player on a global scale and will create significant opportunities in terms of technology sharing and access to new markets.

The year 2025 also stood out with our strong performance in sustainability. As HEKTAŞ, one of the OYAK Chemistry Agriculture companies, we ranked second worldwide in the agricultural chemicals sector in the ESG ratings of LSEG, a subsidiary of the London Stock Exchange Group. With this achievement, we also met the criteria of the Borsa İstanbul Sustainability Index and became the first company in our sector to be included in the index. This success demonstrates that the high standards we adopt in environmental, social, and governance practices are recognized at the international level and also reflects our commitment to efficiency and resource stewardship.

In 2026, we will celebrate our 70th anniversary. With nearly seventy years of experience, our strong corporate structure, and our culture of strategic partnerships, we are preparing for a new phase of growth. While maintaining our financial discipline, we remain firmly committed to creating long-term value and delivering consistent performance for our stakeholders.

At every step we have taken so far, our greatest strength has been the dedication of our colleagues, the contributions of our business partners, and the trust of our stakeholders. As we carry the legacy of 69 years of trust into the future, we consider preserving this trust under all circumstances to be our most fundamental responsibility.

Ahead of us lie new goals, new collaborations, and new success stories. As we move toward our 70th year, I sincerely thank all our stakeholders who believe in us, support us, and create value together with us, and I firmly believe that together we will build an even stronger future for HEKTAŞ.

Enis Emre TERZİ
General Manager

Focusing on Global Growth

At HEKTAŞ, guided by our strong R&D infrastructure, innovative products, and sustainable growth vision, we shape not only the needs of today but also those of the future in the agricultural sector.

01 HEKTAŞ AT A GLANCE

01. HEKTAŞ AT A GLANCE

FINANCIAL INDICATORS

Summary Balance Sheet (TRY)	31.12.2025	31.12.2024 (*)	Change % (2025-2024)
Current Assets	6,182,316,144	11,581,896,318	-46.62%
Fixed Assets	21,547,590,841	19,933,522,171	8.10%
Total Assets	**27,729,906,985**	**31,515,418,489**	**-12.01%**
Short-Term Liabilities	11,685,546,011	9,592,579,026	21.82%
Long-Term Liabilities	2,170,037,377	3,945,847,841	-45.00%
Equities	13,874,323,597	17,976,991,622	-22.82%
Total Equities	**27,729,906,985**	**31,515,418,489**	**-12.01%**

Summary Income Statement (TRY)	31.12.2025	31.12.2024 (*)	Change % (2025-2024)
Revenue	6,127,914,357	6,370,645,052	-3.81%
Cost of Sales (-)	-6,721,171,882	-7,692,884,418	-12.63%
GROSS PROFIT/LOSS	**-593,257,525**	**-1,322,239,366**	**-55.13%**
Operating Expenses (Marketing, Distribution, General Administration, R&D	-2,228,606,288	-2,467,619,414	-9.69%
Other Activities (Income/Expenses)	-331,701,336	107,018,796	-409.95%
REAL OPERATING PROFIT/(LOSS)	**-3,153,565,149**	**-3,682,839,984**	**-14.37%**
Income/Expenses from Investment Activities	6,687,785	22,095,292	-69.73%
OPERATING PROFIT/(LOSS) BEFORE FINANCE EXPENSES	**-3,146,877,364**	**-3,660,744,692**	**-14.04%**
Finance Income/Expenses	-2,949,113,398	-5,475,797,761	-46.14%
Net Monetary Loss Profit	1,889,658,865	4,496,575,076	-57.98%
PROFIT/LOSS BEFORE TAX FROM CONTINUING OPERATIONS	**-4,206,331,897**	**-4,639,967,377**	**-9.35%**
TAX INCOME/EXPENSE FROM CONTINUING OPERATIONS	131,983,424	1,034,986,475	-87.25%
PROFIT/LOSS FOR THE PERIOD	**-4,074,348,473**	**-3,604,980,902**	**13.02%**

Key Financial Indicators	31.12.2025	31.12.2024 (*)	Change % (2025-2024)
Sales Income	6,127,914,357	6,370,645,052	-3.81%
Real operating profit / loss	-3,153,565,149	-3,682,839,984	-14.37%
Gross Profit/Loss	-593,257,525	-1,322,239,366	-55.13%
Profit / (Loss) for the Period	-4,074,348,473	-3,604,980,902	13.02%
EBITDA (Earnings Before Interest, Taxes, Depreciation, and Amortization)	-1,988,797,142	-2,603,588,722	-23.61%

Margins	31.12.2025	31.12.2024
Gross Profit Margin	-9.68%	-20.76%
Operating Profit Margin	-51.46%	-57.81%
Net Profit Margin	-66.49%	-56.59%
EBITDA Margin	-32.45%	-40.87%

(*) The Turkish Lira ("TL") is presented in TL based on purchasing power as of December 31, 2025.



OPERATIONS MAP

Domestic

With our **state-of-the-art production facilities in many regions of** Türkiye, **we continue to contribute to employment and remain a leader in Turkish agriculture.**

Kocaeli/Gebze

HEKTAŞ Headquarters and Plant Protection Products Production Facility

HEKTAŞ R&D Center

Facility Area : 75,000 m²

Bursa/Orhangazi

Ferbis Headquarters

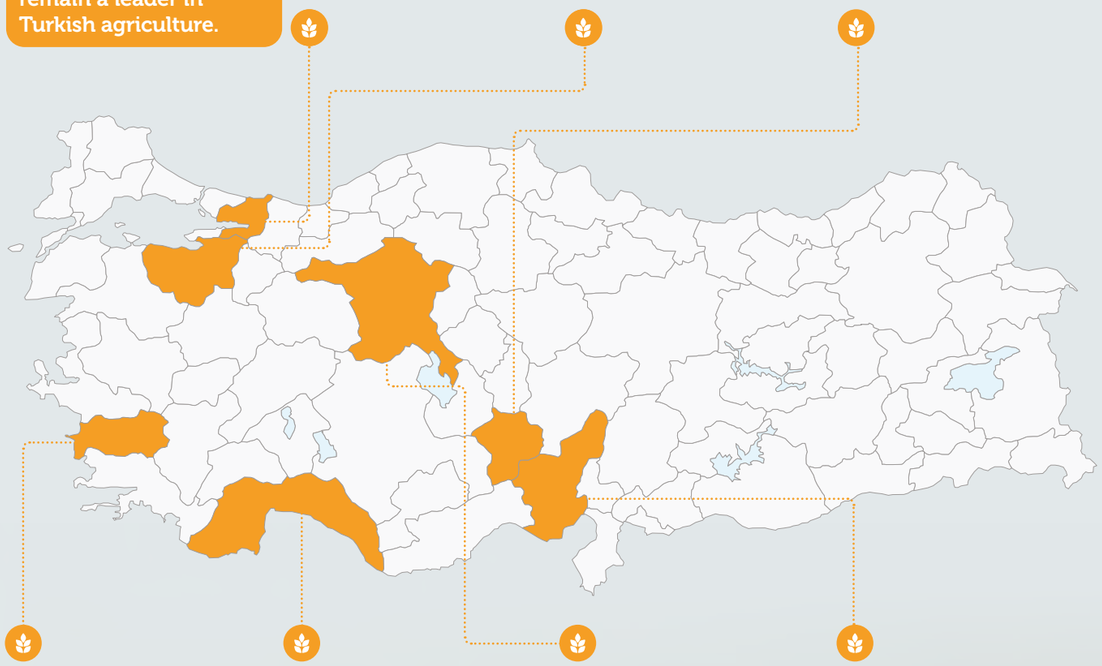
HEKTAŞ F.A.R.M.

Facility Area : 634,000 m²

Niğde/Bor

Ferbis Plant Protection Products Production Facility

Facility Area : 24,000 m²



Aydın/Söke-Koçarlı

Areo Tohumculuk / Aydın/Söke Cotton R&D Trial Field

Greenhouse Area : 35,000 m²

Areo Tohumculuk / Aydın/Koçarlı Industrial Crops Storage Area

Warehouse Area : 800 m²

Antalya/Konyalatı

Areo Tohum Technologies Center

Antalya/Akdeniz University Technopark

Facility Area : 36,900 m²

Greenhouse Area : 29,000 m²

Ankara/Sincan

Ankara High Technology Center

HEKTAŞ R&D Center

Facility Area : 12,000 m²

Adana/Sarıçam

HEKTAŞ Organomineral Fertilizer Production Facility

Facility Area : 20,000 m²

Foreign

It has been a year in which the infrastructure work for our **strategic overseas investments**, which we laid the foundations for in the past, has accelerated.

Sunset (Foreign)

Sunset Kimya Tarım Ürünleri ve Aletleri İmalat Pazarlama Sanayi ve Tic. A.Ş.

Overseas Licensed Plant Protection Products : 290 pieces

Uzbekistan

HEKTAS ASIA LLC

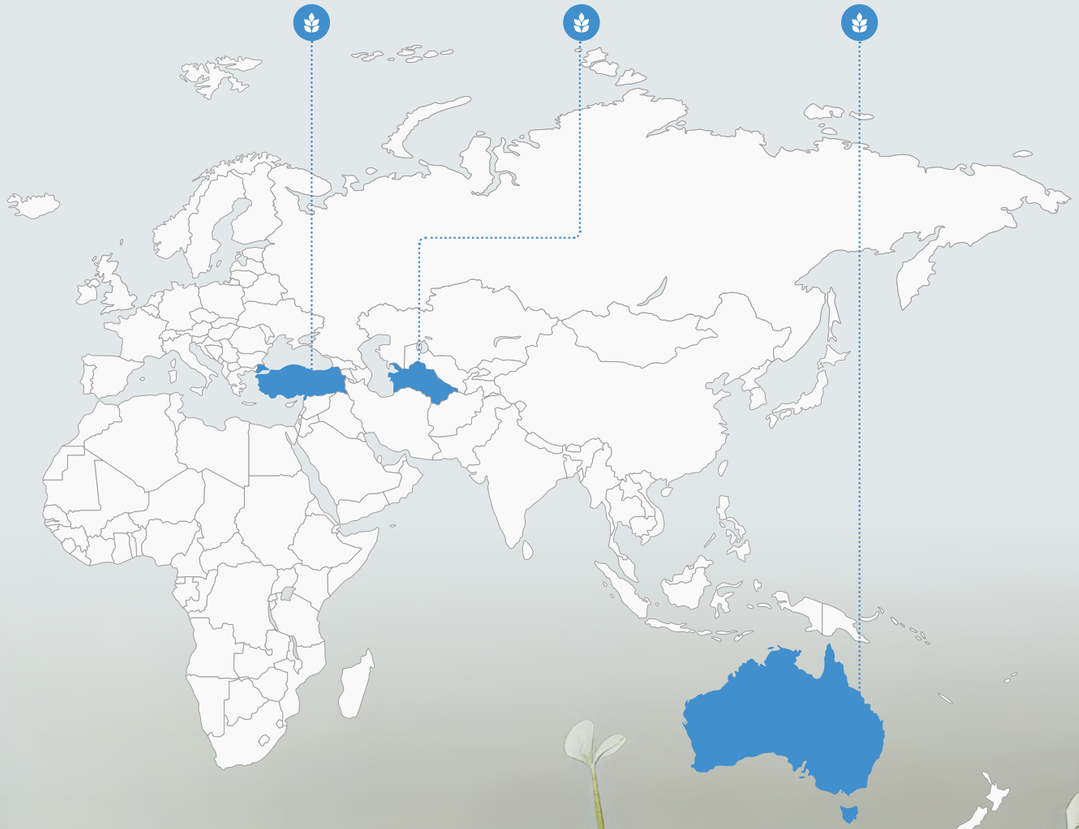
Crop Protection Capacity : 35,000 tons/year

Organomineral Fertilizer Capacity: : 150,000 tons/year

Australia

Agriventis Technologies Pty. Ltd

Number of Seed Lines : 260+



OUR VISION AND MISSION



Our Vision: To be a dynamic company preferred in all areas that add value to the agricultural sector, aligning with customer needs.





Our Mission: To provide the highest benefit to the agricultural sector through sustainable growth. Our mission is to create added value for our partners, society, and producers.

ABOUT US

As one of the pioneering organizations of Turkish agriculture, HEKTAŞ stands by farmers at every stage of production with its innovative products and solutions developed in the fields of crop protection, plant nutrition, seed breeding, and agricultural technologies. Operating in line with the principles of quality, trust, and sustainability since its establishment, our Company aims to enhance agricultural productivity and contribute to food security through its strong R&D infrastructure, qualified human resources, and modern production facilities.

With its broad product portfolio and science-based approach, HEKTAŞ develops solutions tailored to Türkiye's diverse ecological conditions, supports good agricultural practices, enhances producers' competitiveness, and promotes sustainable agriculture with a strong sense of environmental responsibility. Extending its strong domestic position to international markets, our Company continues to expand its value chain through global partnerships and investments.

Placing technology, innovation, and corporate governance at the core of its operations, HEKTAŞ continues to create long-term value for its stakeholders, lead the transformation of the agricultural sector, and serve as a reliable solution partner shaping the future of agriculture.



CORPORATE PROFILE

TRADE NAME	HEKTAŞ TİCARET TÜRK ANONİM ŞİRKETİ
DATE OF ESTABLISHMENT	1956
FIELD OF ACTIVITY	Production, sales, and marketing of plant nutrition and plant protection products, as well as seed breeding, production, sales, and marketing
HEADQUARTERS ADDRESS	Gebze Organize Sanayi Bölgesi 700. Sokak No:711 41480 Gebze/ Kocaeli
WEBSITE	www.hektas.com.tr
E-MAIL	info@hektas.com.tr
TELEPHONE	+90 262 751 1412
FAX	+90 262 751 3717
PRODUCTION FACILITY ADDRESSES	
HEKTAŞ / Plant Protection Production Facility	Gebze Organize Sanayi Bölgesi 700. Sokak No:711 41480 Gebze/ Kocaeli
HEKTAŞ / Adana Organomineral Fertilizer Production Facility	Acıdere Osb Mahallesi Atatürk Blv. No: 19 Sarıçam/ADANA
FERBİS / Niğde Plant Protection Production Facility	Organize Sanayi Bölgesi Mah. 2 B No'lu Yol Cad. No.6 Bor / Niğde
AREO / Seed Breeding and Production Facility	Pınarbaşı Mahallesi Dumlupınar Bulvarı No:812 Konyaaltı / Antalya
AGRIVENTIS	Level 36, Gateway, 1 Macquarie Place, Sydney NSW Australia 2000
ANKARA HIGH TECHNOLOGY CENTER	Alcı OSB Mah. 2024 Cad. No: 25 Sincan / Ankara
TAX OFFICE / NO	İlyasbey / 4610015898
TRADE REGISTRY DIRECTORATE / NO	Gebze Ticaret Sicil Müdürlüğü / 6535-10921
MERSIS NO	461001589800013
PAID-IN CAPITAL	TRY 8,430,000,000
AUTHORIZED CAPITAL CAP	TRY 8,500,000,000
INDEPENDENT AUDITOR	DRT Bağımsız Denetim ve Serbest Muhasebeci Mali Müşavirlik A.Ş.

MILESTONES

2021

Arma İlaç, a manufacturer of veterinary medicinal products, was acquired

Work has begun on establishing a factory in Balıkesir for local pet food production

Included in the BIST 30 Reserve List

2022

51% of Agriventis Technologies was acquired

It was included in the BIST 30 index

A company named HEKTAŞ Asia LLC was established in Tashkent, Uzbekistan

2023

The public offering process for Ferbis has begun

The process of change and transformation has begun

The animal health business line was exited

2024

A paid-in capital increase was made

Its capital has reached TRY 8,430,000,000

2025

Partnership negotiations were initiated for HEKTAŞ Asia LLC.

HEKTAŞ qualified for inclusion in the BIST Sustainability Index in the first quarter of 2026.

2020

Sunset Kimya Tarım Ürünleri company was acquired

2019

AREO Tohumculuk company was acquired

It was included in the BIST 50 index

2018

It was included in the BIST 100 index

The company entered the pet food and care products sector.

2017

The plant nutrition and seed divisions were established

Organic-mineral fertilizer production began in Adana

Ferbis company was acquired

2005

The animal health division was established

1956

Founded in Adana

1963

Türkiye's largest occupational pension fund, OYAK, became one of the shareholders of HEKTAŞ

1981

HEKTAŞ shares were offered to the public.

1986

It started trading on the stock exchange

SHAREHOLDING STRUCTURE

With companies operating in the mining & metallurgy, cement & concrete & paper, automotive & logistics, chemicals & agriculture, energy, finance, and food sectors, OYAK operates in Türkiye and 22 different countries, with more than 130 companies and nearly 40,000 employees and is HEKTAŞ's largest shareholder with a 55.37% stake.

Shareholders	Share Amount (TRY)	Percentage Share
Ordu Yardımlaşma Kurumu (OYAK)*	4,667,398,975.06	55.37
Other	3,762,601,024.94	44.63
Grand Total	**8,430,000,000.00**	**100**

CAPITAL STRUCTURE

The company adopts the registered capital system in accordance with the provisions of the Capital Markets Law (CML). The company's registered capital ceiling is TRY 8,500,000,000, divided into 850,000,000,000 shares, each with a nominal value of 1 (one) Kuruş. The registered capital ceiling approval granted by the Capital Markets Board is valid for the years 2023-2027 (5 years).

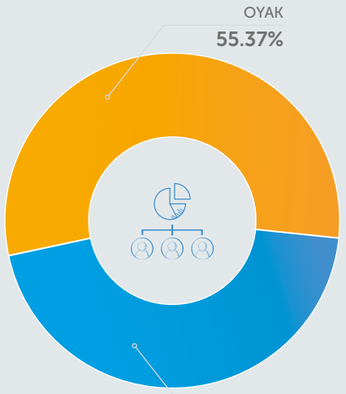
The company's issued capital is fully paid and amounts to 8,430,000,000 (eight billion, four hundred thirty million) Turkish Lira, consisting of 843,000,000,000 (eight hundred forty-three billion) shares, each with a nominal value of 1 (one) Kuruş.

Each share carries 1 voting right. Founders' usufruct certificate holders have a 5% dividend right arising from the company's articles of association.

VOTING RIGHT

There is no voting privilege Each share carries 1 voting right.

The shares representing the capital are tracked electronically in accordance with the principles of dematerialization.



OYAK, with its operations in Türkiye and 22 other countries, more than 130 subsidiaries, and nearly 40,000 employees, holds a 55.37% stake as HEKTAŞ's largest shareholder



GROUP OF COMPANIES

Pursuant to the resolution dated 06.03.2026 and numbered 12 adopted by the Company's Board of Directors, a report explaining the relations with the Controlling Shareholder and Subsidiaries within the scope of Article 199 of the Turkish Commercial Code was prepared. The conclusion section of the said report, approved by the Board of Directors, is as follows:

During the 2025 fiscal year, there were no legal transactions carried out by the Company with its controlling shareholder, Ordu Yardımlaşma Kurumu (OYAK), and/or OYAK's subsidiaries, nor any measures taken or refrained from being taken in favor of OYAK or any of its subsidiaries upon OYAK's direction. All commercial transactions conducted between the Company and both our controlling shareholder and its subsidiaries during the 2025 fiscal year were carried out under arm's length market conditions.

AFFILIATES & SUBSIDIARIES

Company Name	Shareholding Percentage (%)
Ferbis Tarım Ticaret ve Sanayi Anonim Şirketi	100.00
Areo Tohumculuk Arge Sanayi ve Dış Ticaret Anonim Şirketi (*)	100.00
Sunset Kimya Tarım Ürünleri Ve Aletleri İmalat Pazarlama Sanayi Ve Ticaret Anonim Şirketi	100.00
Agriventis Technologies Pty. Ltd	51.00
Hektas Asia LLC	66,70 (**)
Takimsan Tarım Kimya Sanayi ve Ticaret Anonim Şirketi	99.78
Çantaş Çankırı Tuz Ürünleri Üretim ve Dağıtım Anonim Şirketi	0.37

(*) The trade name of our subsidiary, Areo Tohumculuk Arge Sanayi ve Dış Ticaret Anonim Şirketi, has been changed to HEKTAŞ Seedculuk Sanayi ve Dış Ticaret Anonim Şirketi, and the development was publicly disclosed via the Public Disclosure Platform (KAP) on 24/02/2026

(**) As a result of the partnership negotiations conducted between our Company and Uzbek-Oman Investment Company JV LLC, it was resolved that Uzbek-Oman Investment Company JV LLC would acquire a 33.3% stake in Hektaş Asia LLC for a consideration of USD 24,905,317.23 (UZS 304,895,127,444.68). Following the General Assembly held on 03.02.2026, during which only Uzbek-Oman Investment Company JV LLC participated in the 49.93% capital increase, our Company's ownership interest in Hektaş Asia LLC was realized at 66.7%. The new partnership structure and capital of Hektaş Asia LLC were registered on 10/02/2026 and announced to the public via the Public Disclosure Platform (KAP).

AFFILIATES & SUBSIDIARIES



Ferbis Tarım Ticaret ve Sanayi Anonim Şirketi

Growing year by year and continuously evolving, Ferbis continues its operations with the motto **"The Innovative Face of Efficient Agriculture."**

In the last quarter of 2017, HEKTAŞ acquired 100% of Ferbis Tarım Ticaret ve Sanayi Anonim Şirketi, a company engaged in plant protection production and marketing in Niğde, with the aim of pursuing a price-focused strategy, targeting both domestic and international markets, and diversifying its existing product and customer portfolio with lower and mid-range products.

The most significant factor in the acquisition of the crop protection production facility in Niğde was its proximity particularly to the Çukurova and GAP regions and its location within the "Bor Organized Industrial Zone 5th Incentive Region."

The Republic of Türkiye provides certain advantages, including tax incentives, to companies investing in Niğde province, which is classified as part of the 5th and 6th regions in the regional and sectoral incentive program, as well as to those investing in Niğde OSB and Niğde Bor KOSB.

The advantages provided to Ferbis by having its production facilities located in Niğde / Bor KOSB can be summarized as follows:

- **As for transportation convenience;** its proximity to highways, railways, ports, and airports.
- **As for land incentives;** a 90% discount opportunity on industrial plots for investors in the Niğde Bor Mixed and Leather Specialized Organized Industrial Zone in Bor District.
- **As for investment incentives;** in addition to VAT exemption, customs duty exemption, tax reductions, employer's share of social security premium support, and interest subsidies, Ferbis, which holds an investment incentive certificate, benefits from the 6th region incentives, allowing it to take advantage of a 90% + 10% tax reduction, a 50% + 15% investment contribution rate, and many other similar advantages.
- **As for regional advantages;** due to Niğde being located in the fourth earthquake zone, it is one of the provinces with the lowest earthquake risk in our country, resulting in lower construction costs and investment risks.

With the four major advantages mentioned above and ongoing investments, along with the support for the production of developing plant protection products, the goal is for the Company's production facility in Niğde to become one of the most qualified production facilities in the agricultural pesticide market.

Ferbis

The number of product licenses related to the products manufactured in 2025 **increased to 132.**



Ferbis, operating in the field of plant protection, continues to strengthen its position in the market and increase its market share with a cost- and quality-focused service approach. The majority of the market is made up of companies producing generic products, while the other portion is composed of foreign companies producing specific products. Ferbis shape the lower and mid-market segment by producing and selling generic products licensed by the Ministry of Agriculture, leveraging its experienced team and strong infrastructure.

At Ferbis, plant protection products, herbicides (weed killers), insecticides (insect repellents), fungicides (fungus treatments), and plant growth regulators are produced and sold. Product diversification will be achieved by introducing new formulations to the herbicide and insecticide product lines.

HEKTAŞ, which has grown and become a market leader by focusing on value-driven and biological products, entering regions it previously did not enter through Ferbis, due to this strategy. Entering the market swiftly with flagship and high-impact products, Ferbis has significantly increased its market share through its extensive operational network, expedited licensing process, and uncompromising service approach, including post-sales technical support.

After joining HEKTAŞ in 2017 and undergoing a transformation in its brand identity, FERBIS, with its strong infrastructure and experienced team, has rapidly gained a significant market share, continuing to grow quickly and make new investments.

As of 2020, the number of licenses for the products it produces was 30, and by 2021, this number increased to 85. Together with licenses developed through the recommendation method, the number of licenses increased over the years to 109 in 2022, 111 in 2023, 123 in 2024, and finally to 132 as of 2025.

Ferbis is expanding its product portfolio for international markets and focusing on exports, continuing to export to Turkic Republics within 2025.

Ferbis, focusing on expanding its product portfolio through R&D efforts and creating a difference in the market, effectively provides solutions to the changing market expectations and needs, primarily driven by climate conditions. It also offers technical support to producers in the field with its team of expert agricultural engineers.

Construction of the third parcel building, which commenced in October 2021, was completed, and the storage facility was commissioned in 2023 as the first phase. In the last quarter of 2024, the herbicide production facility was also commissioned. In 2025, the Insecticide-Fungicide granule (WG) facility was commissioned. In 2025, production permits were also obtained for Plant Growth Regulator (PGR) SC formulation and Granule (WG) formulation, and the production permits of the herbicide facility were updated.

Ferbis, which continues to grow and evolve year by year, continues its operations with the motto 'The Innovative Face of Efficient Agriculture.

In addition to plant protection, the company is also exploring opportunities in various sectors that contribute to agricultural production. With its efficiency-focused solutions, it works towards productive farming, easy access to food, and a sustainable future. Among its future goals, the company aims to enter new sectors and continues to add value to our country and HEKTAŞ by transferring its quality and experience to other markets every day.

AFFILIATES & SUBSIDIARIES



Areo Tohumculuk Arge Sanayi ve Dış Ticaret Anonim Şirketi

Global G.A.P. certified, authorized by the Ministry of Agriculture and Forestry for production, processing and packaging operations, we operate as a trusted and competent seed company.

HEKTAŞ, operating in many areas of the agriculture sector, took a significant step in the strategic field of seed production by acquiring 100% of Areo Tohumculuk, which carries out local seed production and R&D activities, in 2019. Thanks to this important step, the company continued its R&D activities for vegetable and field crop seeds and began seed production. With the brand transformation carried out in 2024, the company now presents its products to the market under the HEKTAŞ Seed brand.

The sale of hybrid seeds developed at the facility, where R&D activities are carried out, commenced in 2023. In 2025, the number of registered varieties reached 35.

Areo Tohumculuk, which continues its activities at the Technopark at Akdeniz University, has a greenhouse area of 29,000 m^2 within its 36,900 m^2 R&D and trial facility. Within Areo Tohumculuk, seed varieties are developed for vegetables (tomato, pepper, and cucumber) and industrial crops (cotton, barley, wheat, chickpea, pea, corn, and sunflower).

In addition, with a 35,000 m^2 open field in Aydın/Söke where cotton R&D activities are conducted and an 800 m^2 storage area in Aydın/Koçarlı used for industrial crops, Areo Tohumculuk continues its operations across a total area of 72,700 m^2.

HEKTAŞ Seed develops local hybrid vegetable and industrial plant varieties with the motto 'Local R&D, Local Seeds.' In this context, it continues its breeding activities by integrating modern breeding technologies into its R&D efforts in order to reduce Türkiye's dependency in the seed sector, provide sustainable agricultural solutions, and become a strong and reliable brand in international markets.

Due to its geopolitical location, Areo Tohumculuk, operating in Antalya, benefits from the advantages provided by its geographical position. The location offers the opportunity to develop varieties that can adapt to both high-altitude regions and areas suitable for sea level.

In Antalya province, R&D activities and the development of highly adaptable hybrid varieties are suitable for production and cultivation not only throughout Türkiye but also in the MENA region (Middle East and North Africa), Spain, Italy, Mexico, China, and other key production areas worldwide. Additionally, the R&D centers of some of the world's leading seed companies are located in Antalya.

The location of the Breeding R&D facility in a temperate Mediterranean climate ensures significantly lower heating and natural gas costs. The province of Antalya, known as the capital of agriculture, has highly fertile soils, natural water resources, and access to cost-effective and qualified agricultural labor. One of the city's significant advantages is the widespread greenhouse cultivation, the large farming population, and the ability to grow crops two or three times a year in Antalya, while other regions can only produce once annually.

The proximity of Antalya to ports, together with its well-developed air transportation and infrastructure network, contributes to reduced logistics costs. For example, planting can be carried out on an area of 1 decare using on average 4 kg of cotton and corn seeds, 18 kg of wheat seeds, 500 g of sunflower seeds, 2,500 tomato (8.75 g) and cucumber (45.7 g) seeds, 1,600 pepper (13.5 g) and eggplant (7 g) seeds, as well as 1,600 melon (53 g) and 350 watermelon (12 g) seeds. Vegetable seeds, in particular, can be offered in very small packaging and generate relatively high economic returns.

In greenhouse vegetable cultivation, Antalya holds more than 60% of the production and exports, and has a structure that covers all links of the chain, from R&D and production to reaching the consumer. Due to its advanced knowledge base and technological infrastructure, Antalya is at the forefront in this regard.

Considering the aforementioned advantages, HEKTAŞ's decision to invest in this field, particularly in Antalya, constitutes a highly significant and strategic step aligned with its long-term objectives.

Through the HEKTAŞ Seed brand, the Company will directly contribute to reducing Türkiye's external dependency in the seed sector. Accordingly, HEKTAŞ Seed will provide significant support to Türkiye's goal of increasing self-sufficiency in the seed sector and, indirectly, in the food sector through domestic capital.

As one of the leading companies creating added value in Türkiye's seed sector, HEKTAŞ Seed utilizes technology more effectively than its peers and has a state-of-the-art biotechnology unit as well as speed breeding chambers. The biotechnology unit supports breeding activities through molecular testing, tissue culture, and phytopathology laboratories using modern techniques. Through R&D activities carried out with this infrastructure, the aim is to develop products beneficial to human health and rich in nutritional value, maximize the nutritional value obtained per unit of product, and thus contribute to healthy nutrition by providing higher nutritional value with lower consumption.

In 2025, three R&D projects conducted within Antalya Technopark were successfully completed, and as of 2026, three R&D projects remain actively ongoing. Additionally, it is planned to initiate new Technopark R&D projects and expand the project portfolio in 2026. HEKTAŞ Seed benefits extensively from government incentives due to its R&D activities carried out within Antalya Technopark.

Areo Tohumculuk holds a Global Gap certificate and, in addition, it possesses the seed production, processing, and packaging certificate granted by the Ministry of Agriculture and Forestry, as well as the authorized seed company and research institution certificate.

HEKTAŞ will work in coordination with its 'HEKTAŞ Asia LLC', established in Uzbekistan, to expand its export network.

Areo Tohumculuk has a structure that keeps pace with the times, tracking all changes and innovations occurring in its field both globally and in Türkiye In line with this, it is developing business development projects and establishing collaborations, particularly with universities and the Ministry of Industry.

The patent application submitted to the Turkish Patent and Trademark Office titled "Determination of Resistance to TSWV (Tomato Spotted Wilt Virus) in Tomato by Fluorescently Labeled Sequence-Specific Probes in RT-PCR (Real-Time PCR)" is under examination as of 2025–2026.

Areo Tohumculuk is a company that utilizes human resources at every stage of its operations. It places great emphasis on women's employment. Sixty percent of the employees are women. Furthermore, it also has a well-educated and experienced team. It strongly supports the education and development of its employees. It stands out with its postgraduate employee profile.

AFFILIATES & SUBSIDIARIES



Agriventis Technologies Pty.Ltd.

HEKTAŞ's long-term objective is to leverage its international R&D capabilities to develop high-yield and diverse seed varieties suitable for arid and semi-arid regions, thereby advancing climate resilience while promoting **sustainable agriculture and food security on a global scale.**

Aiming to develop smart solutions and shape the market in order to ensure a sustainable supply-demand balance in food, HEKTAŞ took a strategic step by acquiring a 51% stake in Australia-based Agriventis Technologies, a company developing drought-tolerant seeds, thereby positioning itself on a global scale.

Agriventis Technologies conducts production and sales activities across various regions of Australia in the fields of agricultural seed technologies development, seed breeding, and production. The Company focuses on breeding and cultivating high-yield, disease-resistant seeds with low water requirements. It continues its research and development activities within the scope of strategic collaborations with several universities, particularly Central Queensland University (CQUniversity). It is also among the key stakeholders in various seed development projects initiated by the Australian government.

Agriventis has more than 260 seed lines, including pulses, oilseeds, various cereals, and spices. Among these lines, the most recently introduced "Graze & Grain" series focuses on providing high-quality, high value-added multi-species seed solutions for the livestock sector. This series includes varieties such as forage adzuki bean, horse bean, moth bean, and Texas cowpea.

The seed varieties offered for sale are regarded among Australia's best and attract significant interest from farmers. The Company generates increasing demand not only from Australia but also from various regions, particularly the Americas and the Asia-Pacific.

The Company's trial and adaptation studies continue in Australia and various other regions worldwide, aiming to further advance its seed R&D activities each year.

HEKTAŞ's long-term objective in this field is to strengthen international R&D collaborations in the seed sector, implement pioneering R&D projects such as developing high-yield and diverse seed varieties capable of thriving in arid and semi-arid regions uncommon in Türkiye, and thereby assume a mission that combats climate change, supports sustainable agriculture, ensures food security, and positions the Company as a global player.

In an ever-changing global environment, climates, like all living beings, are also changing. As our planet increasingly ages, the alarming rate of depletion of water resources is compelling humanity to seek alternative methods to sustain life.

One of the most important approaches developed to ensure the healthy continuation of the life cycle, maintain living standards despite changing conditions, and sustain food supply at levels sufficient to meet everyone's needs is to maximize agricultural productivity by adopting dry farming practices.

Agriventis has more than 260 seed lines, including legumes, oilseeds, various cereals, and spices.

Ongoing Projects:

- Expansion of the forage crop product range through seed multiplication across Central and Southern Queensland,
- Studies aimed at expanding and improving sesame production,
- Development of protein markets targeting feed, health, and food sectors through protein extraction initiatives,
- Commercialization of the third (desert-type) mung bean variety planned for market launch next year,
- Multiplication and commercialization of desi chickpea, sesame, and forage crop varieties,
- Implementation of initiatives to increase field pea production in Türkiye within the scope of commercialization opportunities,
- Execution of activities aimed at the commercialization of soybean production in Türkiye.



AFFILIATES & SUBSIDIARIES



Agriventis Technologies Pty.Ltd.

In addition to its ongoing **R&D activities, Agriventis** has made significant investments to protect the intellectual property rights of its **260 seed lines.**

Within 2025

Agriventis will continue its work within the scope of publicly funded R&D projects. Through its unique genetic varieties developed in Texas cowpea, sesame, desi chickpea, sorghum, and forage adzuki bean, the Company has brought new dynamism to the Australian agricultural sector.

Agriventis commercialized its Desi Chickpea variety in mid-2025. In addition, the Black Sesame product has been commercialized, and the first export to Japan is planned for June/July 2026. Within the scope of the new pasture line developed alongside moth bean, horse bean, and Texas cowpea varieties, forage adzuki bean development activities are ongoing, and sales of this product group are projected to commence in the last quarter of 2026.

In addition to its ongoing R&D activities, Agriventis has made significant investments to protect the intellectual property rights of its 260 seed lines. More than USD 380,000 has been invested in total within the scope of seed renewal activities. The four-year investment program conducted by its main research partner, CQUniversity, was completed as of December 2025. Within the scope of this investment, a long-term preservation system was established across three separate independent and secure storage facilities, ensuring the protection of Agriventis's intellectual property assets for years to come.

Multiplication and stock enhancement activities for sesame, forage adzuki bean, moth bean, horse bean, and Texas cowpea varieties continue at various farms and research centers in Northern Australia. Through these efforts, it is aimed to reach sufficient seed stock levels for commercial launch in 2026.

According to the Southern Hemisphere calendar, more than 70 tons of the newly launched Desi Chickpea variety were sold across Australia during the winter season of 2025. Agriventis's mung bean variety named Green Taipan has entered its third year of production. Furthermore, the new mung bean variety named "Green Devil," expected to generate strong market demand due to its robust genetic profile, is planned to be launched in early 2026.

As demand in the animal feed market continues to grow, the new pasture program—comprising new genetic varieties of moth bean, horse bean, and forage adzuki bean with high protein content and high yield capacity—will be positioned as a new product group under the name "Graze & Grain," together with Texas cowpea varieties. Compared to other Agriventis product groups, this new product family is expected to generate significant revenue and profitability for the Company in 2026 and beyond.

Black and white sesame varieties remained among the strategic priority areas throughout 2025, and their commercial launches are planned for 2026, particularly targeting export markets. As a result of the comprehensive R&D efforts carried out over the past five years, Agriventis has secured its first export contract for the supply of black sesame to Mitsubishi in Japan. These shipments are planned for mid-2026, and Agriventis is the only company in Australia holding internationally licensed sesame varieties.

Within the scope of its forward-looking objectives, Agriventis aims to create new protein markets targeting the healthy nutrition and bodybuilding sectors by utilizing its high value-added seed lines through protein extraction methods. In addition, evaluation studies of sorghum and durum wheat varieties for local and international markets will continue.

Varieties Within the Scope of 2025 PBR (Plant Breeders' Rights)

- U.S.-origin Sesame (two white varieties owned by Sesaco): Financed by Sesaco and to be licensed to Agriventis.
- Adzuki bean,
- Moth bean,
- Fodder faba bean,
- Mung bean (registered in Australia under the "Green Devil" brand),
- Texas cowpea (registered in Australia under the "King Brown" brand).

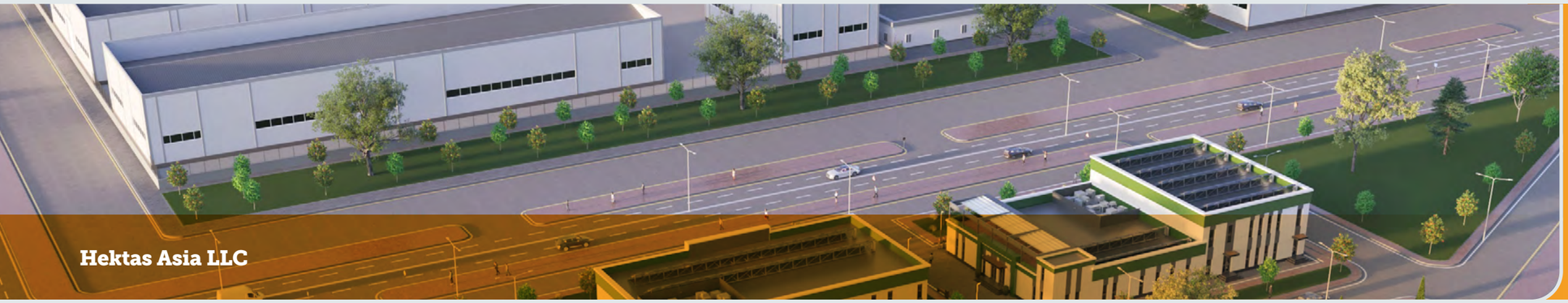
All varieties currently under development will undergo DNA certification processes to ensure the protection of intellectual property rights.

In line with its current operations, Agriventis aims to increase its market share in 2026. Although the Company's revenue level has not yet reached the targeted level, the work completed in recent years is expected to make a significant contribution to revenue growth in 2026 and beyond.

An investment of over USD 380,000 was made within the scope of seed renewal activities.



AFFILIATES & SUBSIDIARIES



Hektas Asia LLC

Leveraging its knowledge, expertise, and experience in agriculture during the development process in **Uzbekistan, HEKTAŞ** established a company under the name **"HEKTAS ASIA LLC."**

In recent years, Uzbekistan, which has entered a rapid liberalization process, has taken significant steps towards large-scale modernization efforts in the agricultural sector. Thanks to scientific research and new technological methods, significant successes have started to be achieved in the agricultural sector. It has become a country that applies the best technologies in the world to increase agricultural production and make it more efficient. As part of this, various reforms, including the support of the private sector, have paved the way for the more efficient use of arable lands in Uzbekistan compared to the past.

Leveraging its knowledge, expertise, and experience in agriculture within Uzbekistan's development process, and in order to support export-oriented growth due to its proximity not only to the Uzbek market but also to other Turkic Republics in the region, HEKTAŞ established "HEKTAS ASIA LLC" in Tashkent, Uzbekistan, in November 2022 to operate in the fields of crop protection and plant nutrition.

Applying plant protection products in the correct dosages improves plant health and boosts yields. Due to the application of significantly lower-than-required dosages in Uzbekistan, a decision was made to enter the Uzbek crop protection market by establishing a crop protection production facility with an annual capacity of approximately 35,000 tons.

Following negotiations with the Uzbek authorities regarding the location of the crop protection production facility, a lease agreement for a 10-hectare land plot within the "Uzbek-Turk Industrial Cluster" for a period of 25 years was signed in August 2024 between HEKTAŞ ASIA LLC and OSTIM GLOBAL TURK SANOAT KLASTERI DIREKSIYASI for the establishment of the crop protection production facility. The relevant agreement grants the right to extend the lease period upon its expiration.

Subsequent to the land lease agreement, an Engineering, Procurement, and Construction (EPC) contract for the "crop protection chemicals production facility" was signed in August 2024 between the Company and the contractor firm.

Under the signed contract, the construction and installation of the plant protection products production facility will be carried out. The turnkey completion period for the first phase is planned to be 28 months. The estimated completion period may vary depending on different circumstances and conditions that may arise during the process.

A decision was made to enter the Uzbekistan market in the field of plant protection by establishing a plant protection production facility with an **annual production capacity of approximately 35,000 tons.**



In 2025, in line with process engineering requirements, the necessary construction works and procurement activities for machinery and equipment for the crop protection production facility were effectively initiated. Within this scope, implementation works to establish infrastructure suitable for the facility's production processes and procurement processes for machinery and equipment to be used in the main production units are being carried out simultaneously.

Furthermore, with respect to the ongoing investments of Hektaş Asia LLC, it was resolved by a Board of Directors decision taken in 2025 to initiate partnership (*) negotiations specifically for the relevant company.

(*)As a result of the partnership negotiations conducted between our Company and Uzbek-Oman Investment Company JV LLC, it was resolved that Uzbek-Oman Investment Company JV LLC would acquire a 33.3% stake in Hektaş Asia LLC for a consideration of USD 24,905,317.23 (UZS 304,895,127,444.68). Following the General Assembly held on 03.02.2026, during which only Uzbek-Oman Investment Company JV LLC participated in the 49.93% capital increase, our Company's ownership interest in Hektaş Asia LLC was realized at 66.7%. The new partnership structure and capital of Hektaş Asia LLC were registered on 10/02/2026 and announced to the public via the Public Disclosure Platform (KAP).

AFFILIATES & SUBSIDIARIES

Sunset Kimya Tarım Ürünleri ve Aletleri İmalat Pazarlama Sanayi ve Ticaret Anonim Şirketi

Alongside its domestic market activities, HEKTAŞ, which is taking steps toward becoming a global agriculture company, acquired Sunset Kimya Tarım Ürünleri—one of the leading players in the plant protection sector—in 2020 in line with its long-term growth objectives. With 82 licensed crop protection products in its portfolio, Sunset Kimya Tarım Ürünleri offers significant solutions in the domestic agricultural market and also holds 290 licensed crop protection products abroad. The acquisition is an important step in HEKTAŞ's efforts to increase its market share by entering new markets, both domestically and abroad, particularly in the Middle East and the Caucasus.

Through its international distributorship network, exports are made to five countries: Azerbaijan, Cyprus, Kyrgyzstan, Uzbekistan, and Tajikistan.

Takimsan Tarım Kimya Sanayi ve Ticaret Anonim Şirketi

HEKTAŞ has a company named Takimsan Tarım Kimya San. ve Tic. A.Ş., through which it utilizes the licenses for its agricultural pesticides.

Çantaş Çankırı Tuz Ürünleri Üretim ve Dağıtım Anonim Şirketi

When the financial statements of Çantaş are examined both individually and collectively, they are not considered material in terms of amount and nature, and due to the limited scope of Çantaş's operations, it is not included in the consolidation scope.

This represents an important step for HEKTAŞ in increasing its market share by entering new markets both domestically and internationally, particularly in the Middle East and the Caucasus.



PRODUCTION FACILITIES & OTHER FACILITIES

HEKTAŞ Headquarters and Plant Protection Production Facility (GEBZE)

HEKTAŞ continues its operations with its high-capacity modern facility, which was completed in 1991 at the address 700. Sokak, No: 711/1, Gebze OSB Mahallesi, Gebze / Kocaeli. The facility continues its operations in the production of plant protection, plant nutrition, and biocidal products. Covering a total area of approximately 75,000 m², with 32,723 m² of closed space, the facility, with its modern infrastructure and automation systems, continues to lead Turkish agriculture and represent our country in the agricultural sector abroad.

In 2025, approximately 4,250 tons of technical material and 10,631 tons of finished products were produced at the facility, resulting in a total production volume of approximately 14,881 tons. The product portfolio created is designed to meet all the needs of agricultural production. In this context, it contributes to reducing foreign dependence in the plant protection product market.

Industry 4.0, synonymous with smart manufacturing, is a collective system that incorporates various contemporary automation systems, data exchanges, and production technologies. The production facility is the first in its field to operate with Industry 4.0 standards.

The modernization and automation investments initiated in 2020 have reached their final phase. During this process, all production stages, filling, machinery, and equipment were renewed, and an automation system was implemented in the filling processes.

With the modernization and automation investments put into operation in 2022 in line with Industry 4.0, the process is monitored from production to packaging, ensuring standardization in production. The process, made traceable in the system room equipped with the latest technologies and software, allows real-time and rapid analysis by expert engineers and the R&D team, ensuring the production of products at the same standard without compromising on quality.

HEKTAŞ was the first company to adopt the QR code application introduced under the Crop Protection Products Stock Tracking System (BKTS) implemented by the Ministry of Agriculture and Forestry. BKTS is a portal designed to ensure the traceability of QR-coded crop protection products from the point of production or import through notifications received at each stage of the supply chain. In this way, HEKTAŞ supported the fight against underground production in our country, helping to eliminate organizations that negatively impacted market dynamics, and provided all necessary contributions for the infrastructure of legal traceability.



A facility with a **total area of 75,000 m²**, including **32,723 m² of enclosed production area.**

The number of licenses for products manufactured at the facility increased to **238 in 2025.**



The annual production capacity of the **HEKTAŞ Gebze** Production Facility is **21,910 tons**

The production facility, designed in accordance with Industry 4.0 standards, has four different production areas for liquid herbicides, liquid other products, powders, and granules. All filling lines operate with robotic systems.

Due to the emphasis placed on occupational health and safety at the production facility, and in alignment with OYAK's sustainability development goals, the Prevention of Major Industrial Accidents and Impact Mitigation (MIA) and Environmental Management Systems (EMS) are maintained at high standards As a natural consequence of its commitment to all living beings and the environment, it meets all the requirements of Occupational Health and Safety (OHS) regulations, Environmental Impact Assessment (EIA) regulations, and other relevant legislation.

The production facility holds ISO 9001:2015, ISO 14001:2015, ISO 45001:2018, and ISO 27001:2013 certifications, and is accredited within the framework of standards, ensuring compliance with all legal regulations.

In line with the Company's energy efficiency and sustainability objectives, the ISO 50001:2018 Energy Management System certification process was completed in 2025.

At the Gebze (Crop Protection) production facility, crop protection products are manufactured in technical material, liquid form, liquid herbicide form, and powder form varieties. As of year-end 2025, the total finished goods production amounted to 14,881,118 kg.

For 2025, the annual production capacity of the HEKTAŞ Gebze Production Facility is 21,910 tons.

The number of licenses related to products manufactured at the facility was 155 in 2020 and increased to 173 in 2021. Together with licenses developed through the recommendation method, the total number of licenses increased to 179 in 2022, 205 in 2023, 233 in 2024, and finally to 238 in 2025.

PRODUCTION FACILITIES & OTHER FACILITIES

Ferbis Plant Protection Products Production Facility (NİĞDE)

The production facility, incorporated into HEKTAŞ in 2017 in line with its strategic objectives, operates in the field of crop protection and plant nutrition products at Organize Sanayi Bölgesi Mah. 2 B No'lu Yol Cad. No:6 Bor / Niğde. With a total area of 24,000 m^2, including 20,229 m^2 of enclosed space, and with the completion of its second and third buildings, the facility has become one of the qualified production facilities in Türkiye's agricultural pesticides market.

The facility contains warehouses for storing finished products and raw materials.

Currently, there are 2 finished product warehouses, and with the completion of 2 additional warehouses started in 2023, the total number of finished product warehouses has increased to 4. As of 2022, the storage capacity was 1,400 pallets, and with the new warehouses, the storage capacity has reached 4,000 pallets.

Currently, there are 4 raw material warehouses, and with the completion of 1 additional warehouse started in 2023, the total number of raw material warehouses has increased to 5. As of 2022, the storage capacity was approximately 2,000 m^2, and with the new warehouse, the storage capacity has been increased by 1,000 m^2, reaching a total of 3,000 m^2.

At the facility, where many efforts to increase production are ongoing, the construction of a new plant, expansion of storage capacity, acquisition of new machines, and the transition to automation in production, along with the increase in workforce, are among the most notable innovations.

This facility, which stands out with its strong infrastructure, houses two different laboratories. In the physical and chemical laboratories, the pH density, emission pool, and instrumental analysis of the produced products are carried out, ensuring the production of the highest quality products.

This production facility operates according to a zero-waste policy, where all waste generated during production is sorted by type and temporarily stored in a waste storage area in compliance with regulations. These wastes are sent to licensed companies for recycling or disposal.

The production facility serves both domestic and international markets. This facility contributes to the gradual reduction of Türkiye's dependency on imports, particularly through the production of plant protection products. With a product portfolio designed to meet all the needs of agricultural production, Ferbis continues to strengthen its position in both domestic and international markets.

In addition, Ferbis holds the "Organic Farming Practices Certificate," which guarantees consumers the evaluation of all processes in the production chain and the ingredients within the product, the use of the highest-quality ecological content, and sensitivity to environmental issues.

Ferbis, having passed the aforementioned audit phase, operates as an environmentally friendly company that adheres to these standards.

In light of the emphasis placed on occupational health and safety at the production facility and in alignment with OYAK's sustainable development goals, Environmental Management Systems are maintained to high standards. As a natural result of its commitment to all living beings and the environment, it complies with all the requirements of the Occupational Health and Safety regulations, the Environmental Impact Assessment regulations, and other related legislation.

The production facility is certified with ISO 9001:2015, ISO 14001:2015, and ISO 45001:2018, and it is accredited within the framework of standards while ensuring compliance with all legal regulations.

At the Niğde (Crop Protection) production facility, crop protection products are manufactured in technical material, liquid form, liquid herbicide form, and powder form varieties. As of year-end 2025, finished goods production amounted to 4,680,870 kg. Total production, including technical materials, reached 6,029,820 kg.

For 2025, the annual production capacity of the FERBİS Niğde Production Facility is 12,452 tons.



The transition to automated production, enabled by the acquisition of new machinery, and the increase in workforce capacity stand out as some of the most notable developments.

The FERBİS Niğde Production Facility has an annual production **capacity of 12,452 tons.**

PRODUCTION FACILITIES & OTHER FACILITIES

HEKTAŞ Organomineral Fertilizer Production Facility (ADANA)

In the field of organomineral fertilizer production, HEKTAŞ continues its operations at the Acıdere OSB Mahallesi Hacı Sabancı OSB Atatürk Bulvarı No:19 Sarıçam/Adana address, which was leased as a warehouse in 2019, purchased in 2022, and converted into a production facility. The site spans a total of 20,000 m^2, including approximately 12,400 m^2 of indoor space, and features state-of-the-art laboratories equipped with the latest technology.

This production facility was strategically located in Adana due to its geopolitical position, offering proximity to both ports and the Central Anatolia and GAP regions. At this facility, granular fertilizers—referred to as subsoil and topsoil fertilizers—are produced. The production process includes steps such as steaming, drying-cooling, sieving, and filling.

Organomineral fertilizer, referred to as a new-generation fertilizer, is a type of fertilizer developed to enrich agricultural land that has lost productivity due to improper farming practices and to return the minerals needed by cultivated crops back to the soil. It is obtained by combining the soil-improving properties of organic materials with the benefits of minerals into a single fertilizer.

A low amount of organic matter limits soil fertility. Furthermore, it slows down the development of soil organisms. With the use of organomineral fertilizer, bacterial activity in the soil is enhanced by organic matter. In addition, it increases the soil's oxygen levels, as well as its water and nutrient retention capacity, and prevents nitrogen losses, helping the soil warm up more quickly. Organomineral fertilizer improves soil aeration, helps it retain moisture, and thus reduces the plant's need for water. This, in turn, helps water resources be used more efficiently and effectively. Its most significant impact is reducing the use of chemical fertilizers, thereby purifying the soil from heavy metals and greatly enhancing soil fertility.

The foundation of sustainable agricultural practices is based on methods that maintain and improve the organic matter content of the soil and support soil organisms. The biocharization of organic matter, allowing it to persist in the soil for long periods, is a crucial agricultural strategy for sustainable farming.

By improving soil structure, reducing chemical fertilizer consumption, and increasing productivity, this type of fertilizer is particularly important for Turkish agriculture. Due to its contribution to next-generation farming practices, it represents one of the rational solutions brought to agriculture.

In a large portion of Türkiye's soils, pH levels and lime content are high. In approximately 70% of agricultural lands in Türkiye, the organic matter content is around 1%. For proper plant nutrition, soil organic matter should range between 2–3%. Chemical fertilizers excessively used for over 50 years have reduced soil organic matter while increasing pH levels. While 92% of soils had insufficient organic matter in 1990, this ratio increased to 99% in 2014. Due to widespread improper agricultural practices and the use of stubble burning, which destroys soil elements, the organic matter content in soils has declined to approximately 1%. Organomineral fertilizer, which helps increase organic matter from 1% to around 3%, assists in restoring the broken link in this vital cycle through the leonardite it contains.

Ending hunger and all forms of malnutrition by 2030, and ensuring adequate food for all people, especially children, is one of the United Nations' Sustainable Development Goals. The United Nations envisions achieving these goals by supporting small-scale farmers and promoting sustainable agricultural practices that ensure equal access to land, technology, and markets. At the same time, it supports international partnerships aimed at investing in infrastructure and technology to improve agricultural productivity.

In alignment with the United Nations' Sustainable Development Goals and once again demonstrating its commitment to all living beings and the environment, HEKTAŞ contributes to sustainable and efficient agricultural production with the organomineral fertilizer produced at this facility. This fertilizer helps restore the productivity of increasingly barren agricultural lands caused by chemical fertilization, while also protecting groundwater resources polluted by chemical fertilizers.

HEKTAŞ is one of the key players in the organomineral fertilizer market. The organomineral fertilizer market in Türkiye has a history of approximately 10 years. HEKTAŞ has been present in this market for approximately 7 years. Organomineral fertilizers reduce the use of imported chemical fertilizers, thereby decreasing Türkiye's external dependency in the fertilizer sector.

With the facility established in Adana, the company firmly maintains its position as one of the leading firms in this market in Türkiye. Maintaining uncompromising quality standards and producing fertilizers that meet farmers' expectations, HEKTAŞ has become one of the most preferred brands in the market with its TRADITE Premium brand. In TRADITE Premium organomineral fertilizer varieties, raw materials are carefully selected, and at every stage of production, the most suitable analyses are conducted to ensure that products are prepared in the quality, hardness, and moisture levels desired by farmers. TRADITE Premium plays a significant role in enhancing product quality to a higher level by coating the granules with a coating solution.

In light of the emphasis placed on occupational health and safety at the production facility and in alignment with OYAK's sustainable development goals, Environmental Management Systems are maintained to high standards. As a natural result of its commitment to all living beings and the environment, it complies with all the requirements of the Occupational Health and Safety regulations, the Environmental Impact Assessment regulations, and other related legislation.

The production facility is certified with ISO 9001:2015, ISO 14001:2015, and ISO 45001:2018, and it is accredited within the framework of standards while ensuring compliance with all legal regulations.

Organomineral fertilizer is produced at the Adana (Organomineral Fertilizer) production facility. As of year-end 2025, total production amounted to 28,116,172 kg.

In 2025, the investment in a dust suppression system for the production process was completed and commissioned.

For 2025, the annual production capacity of the Adana Organomineral Fertilizer Production Facility is 99,000 tons.

A facility with **12,400 m² of enclosed area** and a **total site area of 20,000 m².**

As of 2025, the annual production capacity of **the Adana Organomineral Fertilizer Production Facility is 99,000 tons.**



PRODUCTION FACILITIES & OTHER FACILITIES

HEKTAŞ F.A.R.M. (Farming, Analysis, Research & More)



"It is necessary to establish efficient, modern, hands-on agricultural centers that farmers can see with their own eyes and take as examples for their work."

Mustafa Kemal ATATÜRK

Since 1956, HEKTAŞ has contributed to Türkiye's agricultural industry through projects that support domestic production and producers, and continues to contribute to national agriculture through its agricultural innovation, training, and experience center.

As agricultural production depends heavily on natural conditions, risk and uncertainty in production are high. With changing climate conditions and international crises, access to safe food has become strategically important for countries. This is why the use of rational approaches in agriculture is becoming increasingly important to minimize these risks and uncertainties and to boost productivity. HEKTAŞ F.A.R.M. offers innovative solutions to help producers stay ahead in a highly competitive environment, increase their market share, improve yield per unit area through smart and good agricultural practices, reduce costs, and grow sustainably.

Located in Orhangazi, Bursa, HEKTAŞ F.A.R.M. is Türkiye's first and one of the world's few agricultural R&D centers in its field. Established on 634 decares of land and 607 decares are actively used, it is one of the most comprehensive facilities in its field, focusing on increasing agricultural productivity and sustainability through digitalized processes and next-generation techniques.



One of the most important reasons for locating the HEKTAŞ F.A.R.M. facility in Orhangazi is its geopolitical position, which provides easy and fast accessibility, and its proximity to Lake İznik, which, due to its micro-climate characteristics, allows for the cultivation of various product groups.

Within the facility's 370-decare area:

- Pome and stone fruit trees (Peach, Nectarine, Olive, Plum, Apricot, Apple, Cherry, Pomegranate, Persimmon, Fig)
- Nut trees (Walnut)
- Field crops (wheat, sunflower, corn)
- Berry groups (Blueberry, Blackberry, Kiwi)
- Vineyards (Table grape varieties)
- Summer / Winter Vegetables (tomato, pepper, beans, lettuce, cauliflower, broccoli, artichoke, peas)
- Sustainable and innovative agricultural production is carried out in Smart Soilless Greenhouses (for tomatoes, peppers, cucumbers, and seed production) in line with the principles of modern agriculture.

Plant and seed production takes place in soilless agriculture greenhouses controlled by smart automation systems, which are highly significant in the face of shrinking farmland and the potential food crisis expected due to climate change.

In addition to 370 decares of crop production areas, the facility includes a 137-room guesthouse; a congress center featuring six meeting rooms ranging in capacity from 50 to 900 people, including a 900-seat auditorium; an agriculture and science experience center (museum); and R&D laboratories that will operate in the fields of crop protection, plant nutrition, and plant breeding.

At this facility, which aims to create added value for and help shape the future of national agriculture, solutions are being developed to increase crop productivity and to address the growing challenges of climate change worldwide through the implementation of precision agriculture techniques. With this center—unique in both Türkiye and Europe—studies expected to contribute indirectly to the Turkish economy aim to promote productivity-focused production, increase yield per unit area, and enable farmers to achieve maximum output with minimum resources.

Open Field Crop Production

HEKTAŞ F.A.R.M. hosts a wide variety of plant species due to its advantageous location. In the open-field production plots, 117 different varieties across 16 species are cultivated. The cultivated species are generally high-value crops grown in Türkiye that have significant export potential. In the fields, smart farming techniques are used for cultural practices (pruning, training, plant protection, plant nutrition), and sustainable production is achieved with digital technologies.

Berry Fruits

Berry fruits have become one of the most prominent product groups attracting producers' attention in recent years, due both to favorable growing conditions and economic reasons. At F.A.R.M., there are dedicated plots for blueberry, blackberry, vineyard, and kiwi cultivation. The blueberry crop includes 26 different varieties, and the aim is to demonstrate their suitability for different climates to the producers.



PRODUCTION FACILITIES & OTHER FACILITIES

HEKTAŞ F.A.R.M. (Farming, Analysis, Research & More)

Stone Fruits

Among the most widely produced stone fruits in Türkiye and worldwide are plums, cherries, olives, apricots, sour cherries, nectarines, and peaches. The production of these fruits, which typically grow in warm and temperate climates, depends on factors such as appropriate soil selection and care, proper fertilization, irrigation, and controlling diseases and pests. Many types of stone fruits are grown at HEKTAŞ F.A.R.M. The goal is to achieve maximum yield through trials with various technological devices, biological products, and different pruning techniques.

During the 2025 production season, low temperatures and frost events experienced nationwide had seasonal impacts on stone fruit varieties. At HEKTAŞ F.A.R.M., timely and controlled cultural practices, along with proper irrigation and plant nutrition management, helped mitigate potential adverse effects. In particular, the cherry plots served as exemplary application areas in terms of the technical approaches implemented during this period.

Pome Fruits

At the F.A.R.M. facility, pome fruit trees commonly cultivated in Türkiye—such as apple, persimmon, fig, and pomegranate—are grown. Through various training and pruning systems applied in our production areas, early yield is achieved, and with our plant protection and nutrition products, results above the national average in quality and productivity are obtained.

As of 2025, approximately 90 tons of produce have been obtained from open-field crop production activities at HEKTAŞ F.A.R.M., covering various product groups. This production volume serves as an indicator of the phenological development levels and operational capacity of the crop production areas within the facility.

The cherry, plum, peach, and olive plots planted in 2020 reached full biological productivity by 2025, with production processes carried out in accordance with the planned technical standards. Other species and varieties established in subsequent years have begun transitioning into the productive phase, while saplings planted in 2024 have shown healthy and balanced vegetative growth.

High-density planting systems and modern training techniques have been implemented to enhance land-use efficiency, and modern production approaches have been adopted to streamline and rationalize operational workflows. These practices contribute to strengthening sustainable production and technical implementation capacity.



Core Strategy: R&D, Training, and Knowledge Transfer

HEKTAŞ F.A.R.M. is positioned as one of the key field-based pillars of the Company's R&D, training, and applied agricultural innovation strategy. The center operates with a holistic approach aimed at generating knowledge to enhance productivity, quality, and sustainability in agricultural production, testing it under field conditions, and transferring the results to end users.

Accordingly, multifaceted R&D activities are conducted in model orchards and trial plots established within the F.A.R.M. site, based on Good Agricultural Practices. Within this scope;

- Trial productions for different crops and varieties,
- Comparative applications on pruning systems, grafting methods, and training systems,
- Evaluation of the field performance of biological and biotechnical products,
- Testing residue-, environmental-, and human health-focused approaches in plant nutrition and plant protection practices

are carried out. The studies are planned with consideration of the real conditions faced by producers in the field, aiming to generate practical and scalable results.

As of 2025, a total of six R&D projects are actively conducted within the HEKTAŞ F.A.R.M. R&D Center. Three of these projects continue under open-field conditions within the scope of field applications and observation studies.

Eight R&D projects previously initiated and conducted in line with planned objectives have been completed and closed. The technical findings and field observations obtained within the scope of completed projects have been incorporated into the R&D knowledge base and recorded as references for future studies.

Ongoing and completed R&D projects are planned and managed based on their testability under field conditions, technical feasibility, and the evaluation of sustainable agricultural production approaches.

Sustainable Management and Water Resources

All activities carried out at HEKTAŞ F.A.R.M. are addressed within the framework of a sustainable management approach; the conservation and efficient use of natural resources are among the primary focus areas. In agricultural irrigation activities, soil moisture sensors, technologies measuring water efficiency in the plant root zone, and climate data obtained from meteorological stations are evaluated together, and data-driven decision support approaches are implemented.

Through these practices, it is aimed to determine irrigation timing based on the plant's actual water requirements, reduce water losses, and optimize resource utilization. The data obtained are utilized in R&D activities and shared with producers through model applications.



PRODUCTION FACILITIES & OTHER FACILITIES

HEKTAŞ F.A.R.M. (Farming, Analysis, Research & More)

Smart Greenhouse Areas

The smart greenhouses within HEKTAŞ F.A.R.M. operate as application areas where automation-based, controlled, and sustainable production approaches are tested under field conditions within the scope of greenhouse soilless farming practices. The greenhouses within the facility provide an integrated structure where crop production, variety observation, and R&D activities are conducted simultaneously. Within the F.A.R.M. facility, there are two separate greenhouses covering a total area of 65 decares. Excluding fertilization rooms, packaging areas, and similar sections, these soilless farming greenhouses provide 52 decares of production area.

Sixteen different cocktail tomato varieties bred by HEKTAŞ Seed and observed by us, as well as the cluster tomato variety named Otantik developed by HEKTAŞ Seed, have been cultivated. Pollination processes are ensured naturally through pollinator bumblebees. Measurements regarding plant development, yield parameters, and quality criteria are regularly recorded and shared with relevant units. The varieties cultivated in our greenhouses are observed by producers, dealers, and sector stakeholders, supporting sales operations.

Successful outcomes have been achieved in seed production activities within both cultivation and R&D processes in our greenhouses equipped with smart agricultural technologies. Findings obtained from our Company's activities in plant protection, plant nutrition, and seeds have been compiled in our knowledge pool and serve as references for future work.

Vertical Farming and Aquaponic Production Areas

The aquaponic production area developed within HEKTAŞ F.A.R.M. has been designed as a sustainable production model based on water circulation, integrating aquaculture in a closed and controlled environment with soilless plant production. The system aims to increase resource efficiency and reduce environmental impact by converting waste generated from aquaculture into inputs for plant production.

Thanks to the equipment and technical infrastructure of this system, established in line with HEKTAŞ's sustainable agriculture and resource efficiency approach, water quality and water circulation can be monitored in real time and optimized according to the needs of living organisms within the system. The system design maintains balance between cultured aquatic species and plant production components while providing infrastructure that enables comprehensive R&D activities.

To utilize nutrient-rich waste generated in aquaponic systems for plant production, vertical farming models are implemented within HEKTAŞ F.A.R.M. Vertical farming is a sustainable production approach that enables high yields and up to 95% water savings through its climate-independent, soilless, and multi-layered production structure in closed and controlled environments.

In these systems, plant growth is controlled through artificial lighting, allowing production in urban areas and regions unsuitable for conventional agriculture. HEKTAŞ continues its R&D, production, and feasibility studies in vertical farming models, contributing to resource efficiency and sustainable agriculture goals.

PRODUCTION FACILITIES & OTHER FACILITIES

HEKTAŞ F.A.R.M. (Farming, Analysis, Research & More)

Organizations

In 2025, the F.A.R.M. facility became a highly productive center not only in crop production areas but also in organizational terms. Our F.A.R.M. facility, actively used for internal events, trainings, and meetings, hosted numerous organizations in 2025 as well. In January 2025, we hosted the launch of our liquid plant nutrition products—registered in 2024 and produced at our Ankara High Technology Center—with the participation of more than 60 of our dealers. Throughout the year, numerous visits and events were organized to support our sales operations.

Continuing its operations as one of the world's few and Türkiye's first Agricultural R&D Centers, HEKTAŞ F.A.R.M. also serves as a model facility for younger generations. Within this scope, events covering next-generation agricultural technologies and practices were organized for more than 350 university, high school, and middle school students throughout the year.

The Agriculture 2030 Summit—where the strengths and weaknesses of the agricultural sector, which faces climate change, drought, and numerous challenges each year, were discussed under 12 main themes with the participation of representatives of public institutions and organizations, academics, students, and farmers—was once again hosted at the HEKTAŞ F.A.R.M. facilities.

The Global Farm Summit, attended by more than 1,400 visitors over two days on December 4–5, was also held at our F.A.R.M. facilities. The event, organized with the support of the Ministry of Agriculture and Forestry and hosted for the second time in 2025, has become a key meeting point for sector stakeholders.

Established to enable Turkish farmers to learn innovative, technology- and efficiency-focused agricultural practices through hands-on experience, HEKTAŞ F.A.R.M. is positioned not merely as a production area, but as an integrated R&D and training center where good agricultural practices, sustainable management approaches, and innovative agricultural solutions are developed collectively, and where knowledge is generated, validated, and transferred to the field. The activities conducted at the center support HEKTAŞ's innovative product and solution development approach while offering a long-term value creation perspective aligned with sustainable agriculture goals.





PRODUCTION FACILITIES & OTHER FACILITIES

Ankara High Technology Center

In the final quarter of 2019, HEKTAŞ initiated R&D activities for the production of protein-based plant nutrients, beneficial microorganisms, and organic acids. A "High Technology Center" was established in Sincan district, Ankara, to introduce high-value-added products to our country that will minimize dependence on foreign sources in the fertilizer market, reduce imports, decrease the use of traditional chemical and animal-based fertilizers, and support food and environmental health. Established with the benefit of regional incentives, the facility is Türkiye's most well-equipped center in terms of biological products, with a production capacity of 21 million liters. In 2025, the center produced 384,000 liters, and aims to manufacture strategic products developed through R&D and product development activities, as well as products that are import-intensive, high value-added, and subject to supply chain risks in the short term. Within this scope, a total of 21 products have been registered and introduced to producers. In the long term, the development of new products will continue.



PRODUCTS

Since its establishment, HEKTAŞ has maintained a strong market position in the business lines in which it operates and continues to create sustainable value in its sector through a production approach that does not compromise on quality and focuses on consumer expectations.

Operating across a broad spectrum—from crop protection and plant nutrition to seed production—at every stage of the production chain from seed to table, HEKTAŞ has adopted contributing to public health through good agricultural practices as its mission.

The Company's product portfolio includes more than 400 crop protection and plant nutrition products developed in line with Türkiye's ecological structure and crop diversity, along with a wide range of seed varieties.

Organomineral fertilizers are produced at the production/processing facility located at Acıdere OSB Mahallesi Atatürk Blvd. No:19 Sarıçam/ADANA.

In Antalya, under the HEKTAŞ Seed brand at the Areo Tohumculuk company, seed breeding and production activities are carried out. Additionally, in 2021, the "Seed Technologies Center" was established within Areo Tohumculuk.

In Niğde, the Ferbis company also produces plant protection products. Furthermore, as part of R&D projects, vegetables are produced in smart greenhouses and field crops are cultivated in open areas at the HEKTAŞ F.A.R.M. facility located in Orhangazi.

Plant Protection Products

- Fungicides
- Herbicides
- Acaricides
- Insecticides
- Fumigants and Nematicides
- Harvest Aids & Plant Growth Regulators
- Winter Dormant Oils and Summer Oils
- Spreaders-Adhesives
- Pheromones
- Biological Products



Plant Nutrition Products

- Smart Base Fertilizers
- Organically Coated Fertilizers
- Foliar Fertilizers
- Pure Fertilizers
- Organominerals
- Drip Irrigation
- Special Products
- Biological Preparations
- Other



Seeds

- Tomato Seed
- Pepper Seed
- Cucumber Seed
- Eggplant Seed
- Cotton Seed
- Barley Seed
- Wheat Seed
- Melon Seed
- Pumpkin Seed
- Pea Seed
- Corn Seed
- Sunflower Seed



A Reliable Solution Partner for Producers

In a world where the strategic importance of agriculture continues to grow, we consider standing alongside our producers as a fundamental responsibility. Through strong collaborations and our customer-focused service approach, we continue to grow together with our stakeholders.

02 GOVERNANCE STRUCTURE

02. GOVERNANCE STRUCTURE

GOVERNANCE STRUCTURE

BOARD MEMBERS

The company's affairs and management are carried out by the Board of Directors. The Board of Directors consists of a minimum of 5 and a maximum of 9 members to be elected by the General Assembly in accordance with the provisions of the Turkish Commercial Code (TCC) and the Capital Markets Law (CMB). Independent Board Members are elected for one year, while other Board Members are elected for three years. Board Members whose terms have expired may be re-elected. The Independence Declarations of Independent Board Members are provided in Annex-1.

The Chairperson and Members of the Board of Directors possess the duties and authorities set forth in the relevant articles of the Turkish Commercial Code and in Article 15 of the Company's Articles of Association.

Independent Board Members are elected for one year, while other Board Members are elected for three years. Board Members whose terms have expired may be re-elected. If a seat becomes vacant for any reason, the Board of Directors will temporarily appoint a person meeting the qualifications stipulated in the Turkish Commercial Code, Capital Markets Regulations, and the Articles of Association, and present this appointment for approval at the next General Assembly. Thus, the newly appointed member will serve out the remaining term of the previous member.

The Board of Directors convened 39 times during 2025. The Board of Directors members participated in the meetings on a largely regular basis.







69 Years of Experience

With our 69 years of experience, we stand as a symbol of trust, quality, and innovation in the agricultural sector. By combining the knowledge accumulated over decades with modern agricultural techniques, we deliver the best solutions to our farmers. Guided by our passion for the soil and our commitment to agriculture, we continue to build a stronger future every day.



BOARD MEMBERS



Turan EROL
(Chairman of the Board of Directors)

OMSAN LOJİSTİK A.Ş.
Natural Person Acting on Behalf

Date of First Election of the Representative to the Board - *22/08/2025*

Duties of the Representative Outside the Company

Mr. Turan EROL, who has been serving as Chairman of the Board of Directors as the legal entity representative of OMSAN LOJİSTİK A.Ş. since August 22, 2025, was born in 1961. He completed his undergraduate studies in the Department of Economics at Karadeniz Technical University in 1985, his master's degree in Economics at Middle East Technical University in 1989, and his Ph.D. in Financial Economics at the Tinbergen Institute / Erasmus University in 1996. Mr. EROL has a good command of English.

Over the past 10 years, Mr. EROL has served as Chief Advisor to the Prime Minister of the Republic of Türkiye (2009–2018); Independent Board Member at Turkish Airlines Inc. (2010–2011); Chairman of the Board at TCI A.Ş. (2010–2016); Independent Board Member at Turkish Airlines Technic Inc. (2010–2024); Independent Board Member at TÜMOSAN A.Ş. (2018–2024); Chairman of the Board at İSRA Portfolio Management Company (2023–2025); Advisor to the Chairman of the Board at SSTEK A.Ş. (2016–2024); and Independent Board Member and Advisor to the Chairman of the Board at ASELSAN (2015–2024). He has been serving as a Faculty Member at Istanbul Sabahattin Zaim University since 2016; as a Board Member at OSTİM Investment A.Ş. since 2019; as a Member of the Investment Committee at OSTİM Venture Capital Investment Fund since 2022; as an Independent Board Member at MEKA Global A.Ş. since 2023; and as an Independent Board Member at ZMS A.Ş. since 2025.



Mehmet Hadi TUNÇ
(Vice Chairman of the Board of Directors) (*)

AKDENİZ CHEMSON Kimya Sanayi ve Ticaret A.Ş.
Natural Person Acting on Behalf

Date of First Election of the Representative to the Board - *12/02/2026*

Duties of the Representative Outside the Company

Mr. Mehmet Hadi TUNÇ, who has been serving as the Vice Chairman of the Board of Directors of our Company since 12 February 2026 as the legal entity representative of AKDENİZ CHEMSON Kimya Sanayi ve Ticaret A.Ş., was born in 1959 and completed his undergraduate studies at the Faculty of Agriculture of Atatürk University in 1982.

Within the last ten years, Mr. TUNÇ has held the following positions: Deputy Undersecretary of the Ministry of Food, Agriculture and Livestock between 2013 and 2017; Undersecretary of the Ministry of Food, Agriculture and Livestock between 2017 and 2018; Deputy Minister of the Ministry of Agriculture and Forestry between 2018 and 2022; and, concurrently, Member of the Sugar Board between 2014 and 2018. Since 2023, he has been serving as a Member of the Board of Directors of the Agricultural Strategy and Policy Development Foundation.

(*) Pursuant to the Board Resolution of our Company dated 12.02.2026, and in accordance with the Board Resolution of AKDENİZ Chemson Kimya Sanayi ve Ticaret Anonim Şirketi, our Company's legal entity Vice Chairman of the Board of Directors, Mr. Mehmet Hadi TUNÇ, was appointed to replace Mr. Hüseyin Fazıl ORAL, the real person previously acting on behalf of AKDENİZ Chemson Kimya Sanayi ve Ticaret Anonim Şirketi. The relevant disclosure was announced to the public through the Public Disclosure Platform (KAP) on 12/02/2026.



Oğulcan TOPER
(Member of the Board of Directors) (*)

OYTAŞ İÇ VE DIŞ TİCARET A.Ş.
Natural Person Acting on Behalf

Date of First Election of the Representative to the Board - *12/02/2026*

Duties of the Representative Outside the Company: *Sector Operations Director (Automotive, Energy, Finance, Agriculture & Food), OYAK General Directorate*

Mr. Oğulcan TOPER, who has been serving as a Member of the Board of Directors of our Company since 12 February 2026 as the legal entity representative of OYTAŞ İç ve Dış Ticaret A.Ş., was born in 1990 and completed his undergraduate studies in the Department of Business Administration at Bilkent University in 2013. He is currently pursuing a master's degree in Business Administration at Bilgi University. Mr. TOPER has a strong command of English.

Within the last ten years, Mr. TOPER has held the following positions: Auditor at Deloitte Ankara Independent Audit Company between 2014 and 2017; Senior Auditor at OYAK Audit Presidency between 2017 and 2021; Internal Audit Manager at HEKTAŞ Ticaret Türk Anonim Şirketi between 2021 and 2023; Deputy Head of Audit at OYAK Audit Presidency between 2024 and 2025; Director of Internal Control and Compliance at OYAK General Directorate between 2025 and 2026; and, since 2026, he has been serving as Sector Operations Director (Automotive, Energy, Finance, Agriculture & Food) at OYAK General Directorate.

(*) Pursuant to the Board Resolution of our Company dated 12.02.2026 and in accordance with the Board Resolution of OYTAŞ İç ve Dış Ticaret Anonim Şirketi, Mr. Oğulcan TOPER was appointed to replace Mr. Volkan ÜNLÜEL as the real person acting on behalf of our Company's legal entity Board Member, OYTAŞ İç ve Dış Ticaret Anonim Şirketi. The relevant disclosure was announced to the public through the Public Disclosure Platform (KAP) on 12/02/2026.



Ferhat BAĞLARLIOĞLU
(Board Member)

OYAK PAZARLAMA HİZMET VE TURİZM A.Ş.
Natural Person Acting on Behalf

Date of First Election of the Representative to the Board - *08/05/2024*

Duties of the Representative Outside the Company

Since May 8, 2024, Mr. Ferhat BAĞLARLIOĞLU has been serving as a Board Member in our company as the Corporate Representative of Oyak Pazarlama Hizmet ve Turizm A.Ş. Born in 1965, he completed his undergraduate degree in Fire Control Systems at the Naval Academy in 1987 and earned a master's degree from the Naval War College in 1999.

Over the past 10 years, Mr. BAĞLARLIOĞLU served as Commander of the Erdek Naval Base from 2013 to 2015, as Head of Academics at the Naval War College from 2015 to 2016, and as Chief of Staff at the Southern Naval Area Command from 2016 to 2018.

BOARD MEMBERS



Erhan AKGÜL
(Board Member)

OYAK DENİZCİLİK VE LİMAN İŞLETMELERİ A.Ş.
Natural Person Acting on Behalf

Date of First Election of the Representative to the Board - *12/06/2025*

Duties of the Representative Outside the Company

Since 12 June 2025, Mr. Erhan AKGÜL, who has been serving as a Member of the Board of Directors of our Company as the legal entity representative of OYAK Maritime and Port Management Inc., was born in 1974 and completed his undergraduate studies at the Turkish Military Academy in 1995, his master's degree at the National Defence College of Pakistan in 2019, and his master's degree at the National Defence University Command and Staff College in 2020.

Over the past 10 years, Mr. AKGÜL served at the General Staff Operations Department – Iraq Desk between 2016 and 2019, as Head of Army Operations between 2020 and 2021, as Commando Brigade Commander between 2021 and 2023, and as Central Infantry Brigade Commander between 2023 and 2024.



Bülent Şamil YETİŞ
(Independent Board Member)

Date of First Election to the Board of Directors (Independent Member) – 31/03/2020

Positions Held Outside the Company (Independent Member)

Consultancy

Since March 31, 2020, Mr. Bülent Şamil YETİŞ has been serving as an Independent Board Member in the Company. Born in 1973, he completed his undergraduate degree in English Business Administration at Eastern Mediterranean University in 1997 and his master's degree in English Business Administration at the University of Essex in 1998.

Over the past 10 years, Mr. YETİŞ worked as a Certified Public Accountant (SMMM) from 2004 to 2015, became a Sworn-in Certified Public Accountant (YMM) in 2016, and served as an Independent Board Member at ÜNYE Çimento from 2017 to 2020. He has been serving as an Independent Board Member at HEKTAŞ since 2020.



Kurtuluş Bedri VAROĞLU
(Independent Board Member)

Date of First Election to the Board of Directors (Independent Member) – 03/04/2023

Positions Held Outside the Company (Independent Member)

Attorney-at-Law

Since March 30, 2023, Mr. Kurtuluş Bedri VAROĞLU has been serving as an Independent Board Member in the Company. Born in 1960, he completed his undergraduate degree in Law at Ankara University in 1982 and earned his master's degree at Ankara University Institute of Social Sciences in 1985.

Over the past 10 years, Mr. VAROĞLU has been serving as a Legal Counsel and Attorney-at-Law at VAROĞLU Law Office since 1988; he also served as an Independent Member of the Board of Directors at ERDEMİR between 2017 and 2023 and at İSDEMİR between 2019 and 2023. Mr. VAROĞLU has been serving as an Independent Board Member at HEKTAŞ since 2023.



Murat Dertli ERKER
(Independent Member of the Board of Directors)

Date of First Election to the Board of Directors (Independent Member) – 08/09/2025

Positions Held Outside the Company (Independent Member)

Senior Executive

Mr. Murat Dertli ERKER, who has been serving as an Independent Member of the Board of Directors of the Company since 8 September 2025, was born in 1965 and completed his undergraduate studies in the Radio and Television Department of the Faculty of Communication at Istanbul University in 1994 and completed Land Forces Command Class School training in Communication Electronic Information Systems in 1999. He has also been pursuing a master's degree in Strategic Design and Strategic Thinking at the Institute of Social Sciences of Bahçeşehir University since 2015. Mr. ERKER has a good command of English and French.

Over the past 10 years, Mr. ERKER served as Marketing, Corporate Communications and Business Development Director at SANKO Holding / Design and Construction Machinery Group – Başak Traktör Company between 2011 and 2014, and as Founder and CEO of Redif International SPRL – Brussels between 2017 and 2021. Since 2021, Mr. ERKER has been serving as Founder and Chairman of the Board at Redif Security Systems Inc., and since 2024, as Coordinator and Deputy Business Development Director at BİTES Defence, Aerospace and Space Software Technologies Company.

Changes Made in the Board of Directors During the Period

The changes made to our Company's Board of Directors are listed below.

At the Board of Directors meeting of our Company held on June 12, 2025, Mr. Erhan AKGÜL was appointed in place of Ms. Şansel YILMAZ, the natural person acting on behalf of the legal entity Board Member Oyak Denizcilik ve Liman İşletmeleri Anonim Şirketi, and the related disclosure was made on the Public Disclosure Platform (KAP).

At the Board of Directors meeting of our Company dated 23.06.2025, Mustafa Serdar BAŞOĞLU was appointed in place of Eren Ziya DİK, the real person acting on behalf of OMSAN Lojistik A.Ş., the legal entity serving as Chairman of the Board of Directors of our Company; and on 11.08.2025, Volkan ÜNLÜEL, the real person acting on behalf of OYTAŞ İç ve Dış Ticaret A.Ş., was appointed as Chairman of the Board of Directors, and the relevant disclosure was made on the Public Disclosure Platform (KAP).

At the Board of Directors meeting of our Company dated 23.06.2025, Volkan ÜNLÜEL was appointed in place of Can ÖRÜNG, the real person acting on behalf of OYTAŞ İç ve Dış Ticaret A.Ş., the legal entity serving as Vice Chairman of the Board of Directors; and on 11.08.2025, Ahmet EREN, the real person acting on behalf of OMSAN Lojistik A.Ş., was appointed as Vice Chairman of the Board of Directors, and the relevant disclosure was made on KAP.

At the Board of Directors meeting of our Company held on August 11, 2025, Mr. Hüseyin Fazıl ORAL was appointed in place of Ms. Gözde ERKOÇ, the natural person acting on behalf of the legal entity Board Member AKDENİZ Chemson Kimya Sanayi ve Ticaret Anonim Şirketi, and the related disclosure was made on the Public Disclosure Platform (KAP).

Mr. Bekir Yener YILDIRIM, who was serving as an Independent Board Member of our Company, resigned from his positions as Independent Board Member, Chairman of the Early Detection of Risk Committee, and Member of the Audit Committee as of July 9, 2025, due to a new executive role he would assume at another company outside our organization. Within this framework, in order to complete the remaining term of office of Mr. Bekir Yener YILDIRIM, our Board of Directors resolved on 08.08.2025, pursuant to Article 4.3.8 of the Corporate Governance Communiqué and based on the report of the Nomination Committee, to nominate Murat Dertli ERKER and submit his candidacy for the approval of the Capital Markets Board.

Pursuant to the resolution adopted by our Company's Board of Directors on August 22, 2025, Turan Erol has been appointed as the real person representative acting on behalf of the legal entity Board Member OMSAN Lojistik Anonim Şirketi, and a related disclosure has been made on the Public Disclosure Platform (KAP).

In accordance with the resolution adopted by the Board of Directors on August 22, 2025, OMSAN Lojistik A.Ş. (represented by the real person Turan Erol) was elected as the Chairperson of the Board of Directors, and AKDENİZ Chemson Kimya Sanayi ve Ticaret A.Ş. (represented by the real person Hüseyin Fazıl Oral) was elected as the Vice Chairperson of the Board of Directors. A related disclosure has been made on the Public Disclosure Platform (KAP).

Following the Capital Markets Board's (CMB) decision not to express a negative opinion regarding Mr. Murat Dertli Erker's candidacy as an independent board member, Mr. Murat Dertli Erker was appointed as an Independent Member of the Board of Directors in accordance with Article 6, paragraph 5 of the CMB's Corporate Governance Communiqué No. II-17.1, to serve until the first General Assembly meeting to be held. A related disclosure was made on the Public Disclosure Platform (KAP) on September 8, 2025.

Pursuant to the Board Resolution of our Company dated 12.02.2026, and in accordance with the Board Resolution of AKDENİZ Chemson Kimya Sanayi ve Ticaret Anonim Şirketi, our Company's legal entity Vice Chairman of the Board of Directors, Mr. Mehmet Hadi TUNÇ, was appointed to replace Mr. Hüseyin Fazıl ORAL, the real person previously acting on behalf of AKDENİZ Chemson Kimya Sanayi ve Ticaret Anonim Şirketi. The relevant disclosure was announced to the public through the Public Disclosure Platform (KAP) on 12/02/2026.

Pursuant to the Board Resolution of our Company dated 12.02.2026 and in accordance with the Board Resolution of OYTAŞ İç ve Dış Ticaret Anonim Şirketi, Mr. Oğulcan TOPER was appointed to replace Mr. Volkan ÜNLÜEL as the real person acting on behalf of our Company's legal entity Board Member, OYTAŞ İç ve Dış Ticaret Anonim Şirketi. The relevant disclosure was announced to the public through the Public Disclosure Platform (KAP) on 12/02/2026.

Duties and Authorities of the Board Members

The Chairman and Members of the Board of Directors possess the duties and authorities specified in the relevant articles of the Turkish Commercial Code and in Articles 14 and 15 of the Company's Articles of Association.

At the Board of Directors meeting of our Company dated 23.05.2025, the legal entity Board Member OMSAN Lojistik A.Ş. (represented by Eren Ziya DİK) was elected as Chairman of the Board of Directors, and the legal entity Board Member OYTAŞ İç ve Dış Ticaret A.Ş. (represented by Can ÖRÜNG) was elected as Vice Chairman of the Board of Directors for a term of one year. The relevant disclosure was made on KAP.

In accordance with the resolution adopted by the Board of Directors on August 22, 2025, OMSAN Lojistik A.Ş. (represented by the real person Turan Erol) was elected as the Chairperson of the Board of Directors, and AKDENİZ Chemson Kimya Sanayi ve Ticaret A.Ş. (represented by the real person Hüseyin Fazıl Oral (*)) was elected as the Vice Chairperson of the Board of Directors. A related disclosure has been made on the Public Disclosure Platform (KAP).

Activities Covered by the Non-Compete Obligation

At the Ordinary General Assembly Meeting held on 23 May 2025 regarding the Company's activities for 2024, as in the previous period, the Members of the Board of Directors were granted permission to engage in transactions within the scope of the relevant provisions of the Turkish Commercial Code for the year 2025.

No transactions were carried out within this scope during 2025.

(*) Pursuant to the Board Resolution of our Company dated 12.02.2026, and in accordance with the Board Resolution of AKDENİZ Chemson Kimya Sanayi ve Ticaret Anonim Şirketi, our Company's legal entity Vice Chairman of the Board of Directors, Mr. Mehmet Hadi TUNÇ, was appointed to replace Mr. Hüseyin Fazıl ORAL, the real person previously acting on behalf of AKDENİZ Chemson Kimya Sanayi ve Ticaret Anonim Şirketi. The relevant disclosure was announced to the public through the Public Disclosure Platform (KAP) on 12/02/2026.

Financial Benefits Provided to the Board Members and Senior Executives

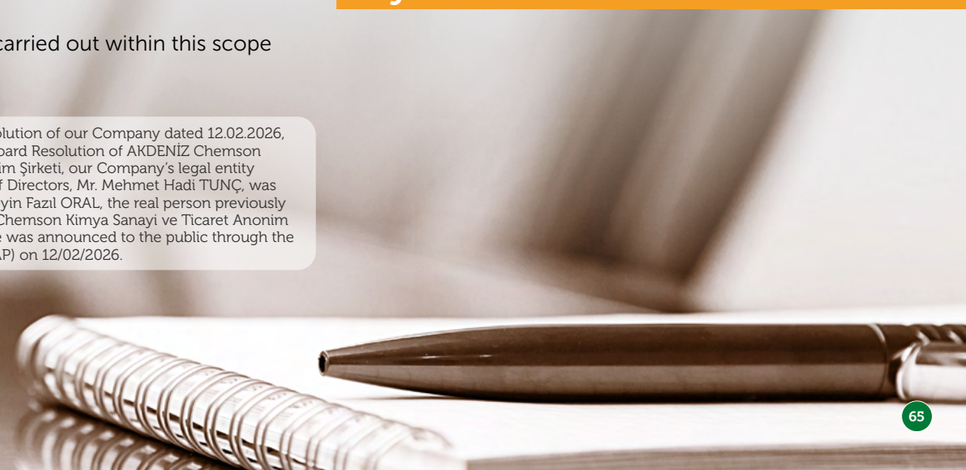
At the Ordinary General Assembly Meeting held on 23 May 2025, it was resolved that, effective as of the beginning of the month following the month in which the General Assembly was held, Independent Members of the Board of Directors would be paid a monthly net fee of TRY 38,500, while no remuneration would be paid to the other Members of the Board of Directors. Individual accident and life insurance are provided for the Board Members. The total amount of salaries and similar benefits paid to key executives and personnel for their services is TRY 76,994,929.

No performance-based compensation was provided to the Board Members.

During the period, no loans were granted to any Board Member or executive, nor were any personal loans extended directly or through a third party, and no guarantees such as sureties were provided on their behalf.

The salaries of the company's senior executives are determined by the Board of Directors. Within the company, including senior executives, non-unionized personnel receive performance-based additional payments.

At HEKTAŞ, we ensure the sustainability of success through merit-based appointments and a performance-based reward system.



SENIOR MANAGEMENT



Enis Emre TERZİ
General Manager)

Enis Emre TERZİ has been serving as the General Manager of HEKTAŞ since January 26, 2024. He completed his undergraduate studies in the Department of Business Administration at Istanbul University.

He began his professional career at ERNST & YOUNG as an Auditor and left the firm as a Senior Auditor. He subsequently held the positions of Financial Analysis and Investor Relations Specialist at SABANCI HOLDİNG, Internal Audit Manager and Financial Analysis Manager at YILDIZ Holding, and Group Finance Manager at ÜLKER Romania. Prior to joining HEKTAŞ, TERZİ served as Chief Financial Officer (CFO) of GRUP LACTALIS (İçim Süt). Before assuming the role of General Manager at HEKTAŞ, he also served as the company's Chief Financial Officer (CFO). In addition to his role at HEKTAŞ, TERZİ continues to serve as General Manager in various group companies.



Murat KILIÇ
Finance Director

Since April 15, 2024, Murat KILIÇ has been serving as the Finance Director at HEKTAŞ. Born in 1986, he completed his undergraduate degree in Economics at Middle East Technical University (METU) in 2009.

Mr. KILIÇ began his professional career in 2009 and served as Senior Audit Associate at PRICEWATERHOUSECOOPERS between 2009 and 2012; as Consolidation Specialist and Financial Control Consolidation Manager at YILDIZ HOLDING between 2013 and 2017; as Budget and Reporting Manager at EMAAR Turkey between 2017 and 2018; and at ÜLKER between 2018 and 2024 as Financial Control Manager, Financial Control Director and Finance Director, respectively. Since April 2024, he has been serving as the Financial Affairs Director at HEKTAŞ.



Ayhan GÖKBAĞ
Technical Affairs Director

Ayhan GÖKBAĞ, who has been serving as the Company's Technical Affairs Director since January 23, 2024, was born in 1970. He completed his bachelor's degree in Mechanical Engineering at Istanbul Technical University in 1991 and his master's degree in Mechanical Engineering at Boğaziçi University in 1995.

Mr. GÖKBAĞ, who began his professional career in 1993, served as the Field Manager at BSH PROFİLO Company between 1993 and 2001, as the Production Manager at TERMAL ELEKTRONİK Company from 2002 to 2003, as the Technical Director at ODE YALITIM Company between 2003 and 2014, as the Technical Director at ISIDEM YALITIM Company between 2014 and 2019, and as a Senior Executive at AKKAR SİLAH Company between 2019 and 2020. On March 23, 2020, he started at HEKTAŞ as a Technical Advisor, and from July 2020 onward, he has served as the Factory Director at FERBİS Tarım Ticaret ve Sanayi A.Ş, a 100% subsidiary of HEKTAŞ. As of January 2024, he has been serving as the Technical Affairs Director.



Tendü ARSAN
Human Resources Director

Since October 26, 2023, Tendü ARSAN has been serving in the Company's Human Resources Directorate. Born in 1981, she completed her bachelor's degree in Labor Economics and Industrial Relations at Marmara University in 2003 and her master's degree in Management and Work Psychology at Marmara University in 2008.

Starting her professional career in 2002, Ms. ARSAN has held various positions, including serving as the Human Resources Manager for Oyak Teknoloji at OYAK Pazarlama Şirketi from 2002 to 2014; as the Human Resources Manager at OYAK Pazarlama Şirketi from 2014 to 2015; as the Payroll and Personnel Affairs Manager at OMSAN Lojistik Şirketi from 2015 to 2019; as the Human Resources Director at OYAK Erdemir Mühendislik Şirketi from 2019 to 2023; and in 2023, she assumed the role of Human Resources Director at OYAK Ataer Madencilik Şirketi. As of October 2023, she has been serving as the Human Resources Director.



SENIOR MANAGEMENT



Emrah ÖZDEMİR
Supply Chain Director

Emrah ÖZDEMİR has been serving in the Company's Supply Chain Directorate since October 11, 2023. Born in 1978, he completed his bachelor's degree in Chemical Engineering at Istanbul University in 2002 and his master's degree in Business Administration at Gebze Technical University in 2010.

Mr. ÖZDEMİR, who began his professional career in 2005, worked in Production Engineering at PLAS PLASTİK ve AMBALAJ Company from 2005 to 2006, served as Production Control Officer at YORİM CAM Company in 2006, and since 2007 has held successive positions at HEKTAŞ, including roles in Production Engineering, as Assistant Production Manager, as Logistics Manager, and finally as Integrated Management System Manager. As of October 2023, he has been serving as the Supply Chain Director.



Cüneyt KÖSEOĞLU
Sales Director

Cüneyt KÖSEOĞLU has been serving in the Company's Sales Directorate since September 09, 2024. Born in 1973, he completed his bachelor's degree in Plant Protection at Çukurova University's Faculty of Agriculture in 1997 and his master's degree in Field Crops at Çukurova University's Faculty of Agriculture in 2008.

Mr. KÖSEOĞLU, who began his professional career in 1999, held various positions at SYNGENTA Company between 1999 and 2015, including Project Leader, Technical Consultant, Southeast Europe Development Center-Sebze Plant Protection Products Leader, Regional Marketing and Sales Manager, Portfolio Manager, and Technical Manager for Field Crops and Plant Protection. Between 2015 and 2021, he served as the Technical and Marketing Manager at ERTAR KİMYA Company; from 2021 to 2024, he held the position of Global Registration and Marketing Manager at AGRİ SCİENCES Company; and from March 2024 to September 2024, he worked as a Consultant at AGROMACS TARIM Company. As of September 2024, he has been serving as the Sales Director at HEKTAŞ.



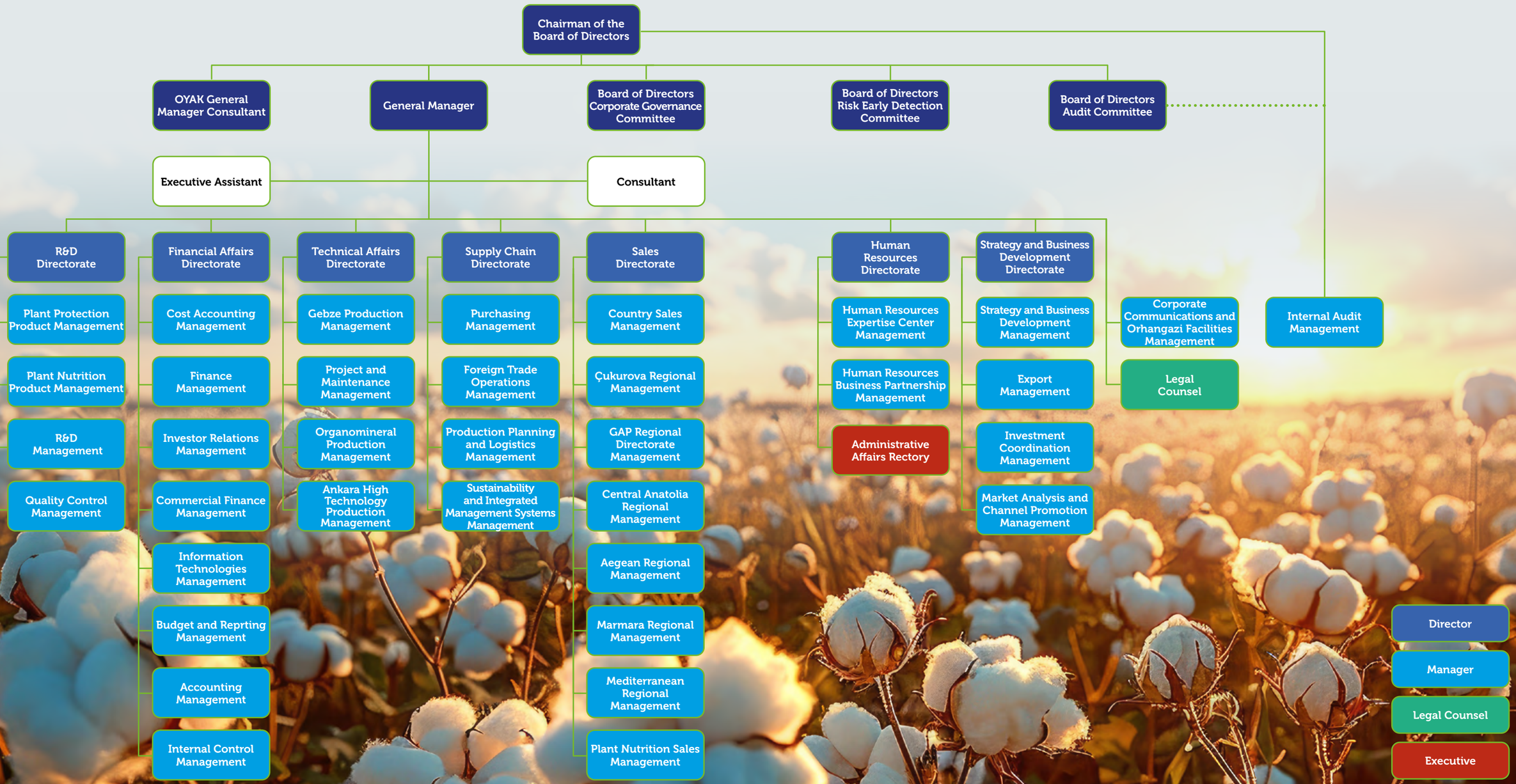
Osman SUİÇMEZ
Strategy and Business Development Director

Osman SUİÇMEZ, who has been serving as Strategy and Business Development Director of the Company since 24 December 2025, was born in 1981 and completed his undergraduate studies in Industrial Engineering at Istanbul Technical University in 2003.

Mr. SUİÇMEZ began his professional career in 2004 and served as Planning and Purchasing Manager at SYSTEMAIR HSK between 2004 and 2006; Ice Cream Category Supply Planning Manager at UNILEVER between 2006 and 2009; Demand and Supply Manager at BAYER HEALTHCARE between 2009 and 2012; Manager at DELOITTE CONSULTING between 2012 and 2014; Management Consulting Manager at EY (ERNST & YOUNG) between 2014 and 2015; Senior Manager at GSK PHARMA between 2015 and 2016; Senior Management Consulting Manager at PwC between 2016 and 2019; Independent Management Consultant (and PwC – Senior Subject Matter Expert) between 2019 and 2022; Strategy and Business Development Manager at OYAK between 2022 and 2023; and Strategy and Business Development Manager at MAİS between 2024 and 2025. As of December 2025, he has been serving as Strategy and Business Development Director at HEKTAŞ.

ORGANIZATIONAL STRUCTURE

The final version of the organizational chart resulting from the changes made during the period is as follows.



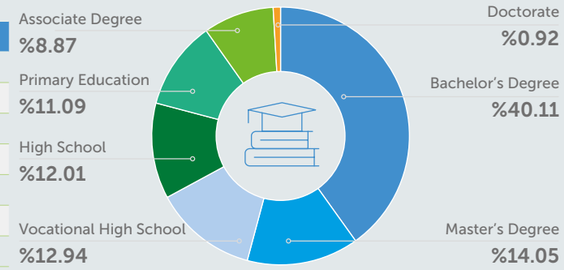
HUMAN RESOURCES

HEKTAŞ, with its expertise and existing products in plant protection, plant nutrition, and seeds, has become the solution partner for sustainable agricultural production in our country's agriculture sector. HEKTAŞ continues to serve with a human resources policy that values its employees, draws strength from their creativity and enthusiasm, remains open to change and development, creates career opportunities, and respects people, the environment, and nature—all while adhering to quality standards and prioritizing innovation and sustainability.

As of 31.12.2025,
the number of employees in our company is 541 in total, consisting of 190 blue-collar and 351 white-collar workers.

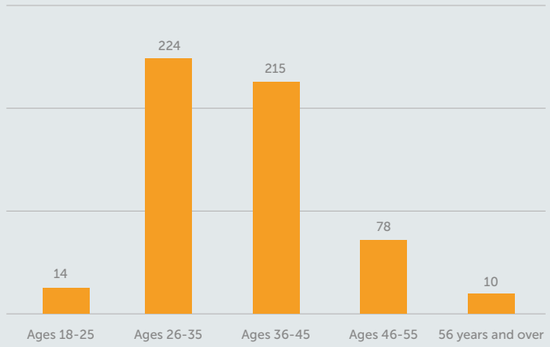
Educational Distribution

Educational Distribution	Person
Primary Education	60
High School	65
Vocational High School	70
Associate Degree	48
Bachelor's Degree	217
Master's Degree	76
Doctorate	5



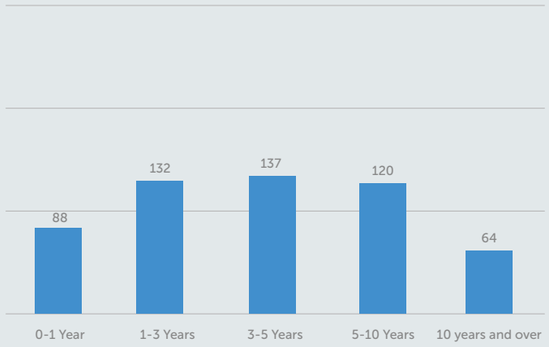
Age Distribution

Ages 18-25	14
Ages 26-35	224
Ages 36-45	215
Ages 46-55	78
56 years and over	10



Seniority Distribution

0-1 Year	88
1-3 Years	132
3-5 Years	137
5-10 Years	120
10 years and over	64



Recruitment

In all human resources processes, including recruitment, in line with the importance given to equal opportunities and diversity, no discrimination is made on the basis of gender, language, race, ethnic origin, political views, beliefs, religion, sect, age, physical disabilities, or similar reasons.

In recruitment processes, equal opportunities are provided to candidates who possess the competencies required for the position, who will embrace and uphold the Company's culture, and who will add value to the Company, contributing to sustainable success.

Candidates are interviewed online or face-to-face through competency- and technical-based interviews. Measurement tools include assessment center practices specific to managerial roles, personality inventories for all white-collar positions, as well as general aptitude and foreign language tests, with objective evaluations conducted based on the results.

With a focus on gender equality, projects aimed at increasing the employment of both white-collar and blue-collar women are being prioritized, with location-based initiatives being carried out in this context. **Equal opportunities are provided to contribute to women's employment in the sector.**

Digital Performance Management

In 2025, the performance management system continued to be implemented through the DijitalİK system. White-collar and blue-collar employees performing routine operations are evaluated once a year on a competency basis, while other white-collar employees are evaluated once a year on a target-based basis.

During the goal-setting period, the individual targets entered into the system by employees are subject to managerial approval. During the goal evaluation period, first an individual evaluation is conducted, followed by a managerial evaluation, with the process proceeding by consensus.

Compensation and Benefits

At HEKTAŞ, the process is carried out using a methodology based on a defined systematic approach with international validity, in accordance with the job grades established for the positions. There is no hourly wage in the Company; all employees are paid based on fixed net amounts determined on a monthly basis. Employees are also granted benefits such as private health insurance, performance-based variable pay (bonus), and employer-supported individual retirement and life insurance.

Employees are provided their social rights on a monthly and regular basis in accordance with legal regulations. The Company does not have a Collective Bargaining Agreement.

It is essential that the positions within the company's organizational structures be evaluated using a defined methodology, and that the magnitude of the job be determined;

- The relative magnitudes of jobs are objectively evaluated within a defined framework using a job evaluation methodology that has international validity,
- Establishing an infrastructure that enables easy comparison of the existing salary structure with global, local, and sectoral market salary research results,
- The goal is to establish a common infrastructure that facilitates the integration and holistic management of human resources processes, including recruitment and placement, training and development, talent management and organizational development, payroll, and performance management.

The compensation policy is reviewed annually based on the results of salary surveys conducted within the relevant sector and detailed salary analyses. Employees receive 12 salary payments per year.

Shuttle services are provided for employees' commutes to and from the company, meal allowances are given to field employees, and cafeteria meal services are available for employees working at company facilities.

HUMAN RESOURCES

Talent Management

Having the necessary talent with the required qualifications to achieve the company's strategic goals is one of the most crucial aspects of its growth journey.

Throughout this process, to ensure the organization's sustainability, talents are supported by guiding their career and development plans. This support includes assigning competency-based projects, providing training, enriching their roles beyond their current responsibilities, and offering coaching and mentoring assistance.

Internship Program

Within the scope of talent management, in order to attract young talents to the Company, support students in their development and preparation for professional life, and contribute to the potential workforce, **the mandatory internships of 38 university students were carried out within our organization in 2025** in line with the defined intern selection criteria.



Training

In 2025, training programs were organized to enhance HEKTAŞ's valuable human capital by equipping employees with competencies that enable them to adapt to the digitalizing and evolving world while also improving their existing talents.

Based on the results of the training needs analysis, the annual plan includes individual development, classroom training, technical training, and mandatory training programs.

In the learning experience journey, monthly training assignments are made through DijitalİK based on employees' needs and/or current trends, with assignments determined according to job titles.

Classroom training programs included courses such as the "Manager Development Program," "IFRS Training," "Problem-Solving Techniques and Continuous Improvement," and "Effective Report Writing Techniques."

As part of technical training, programs such as "Overhead Crane Operator Training," "Boilerman Training," "First Aid Refresher Training," "LOTO (Lockout Tagout) Training," "Electric Pallet Truck Training," "Firefighting Training," and various awareness-based internal training sessions were conducted.

Training Hours Per Employee		Online and Classroom Training Hours		
			Online	Classroom
HEKTAŞ	38,41	HEKTAŞ	31,21	21,39
FERBİS	39,76	FERBİS	18,30	32,36
AREO	28,75	AREO	28,98	5,50
TAKİMSAN	11,46	TAKİMSAN	10,21	3,75
SUNSET	22,01	SUNSET	21,01	5,00

Online Training Support Platforms

Employees' development is also supported through external online platforms, contributing to their learning experiences.

Through the DijitalİK platform, all employees receive training on various topics, including work-life balance, functional development, competency development, foreign language skills, and managerial skills enhancement.



COMMITTEE STRUCTURE

According to Article 20 of the Company's Articles of Association, the formation, duties, and working principles of the committees that the Board of Directors is required to establish under the Capital Markets Legislation and Article 378 of the Turkish Commercial Code, including the Early Detection of Risk Committee, as well as their relationships with the Board of Directors, are governed by the relevant legislative provisions.

The Audit Committee, the Early Detection of Risk Committee, and the Corporate Governance Committee, along with their members, are as follows:

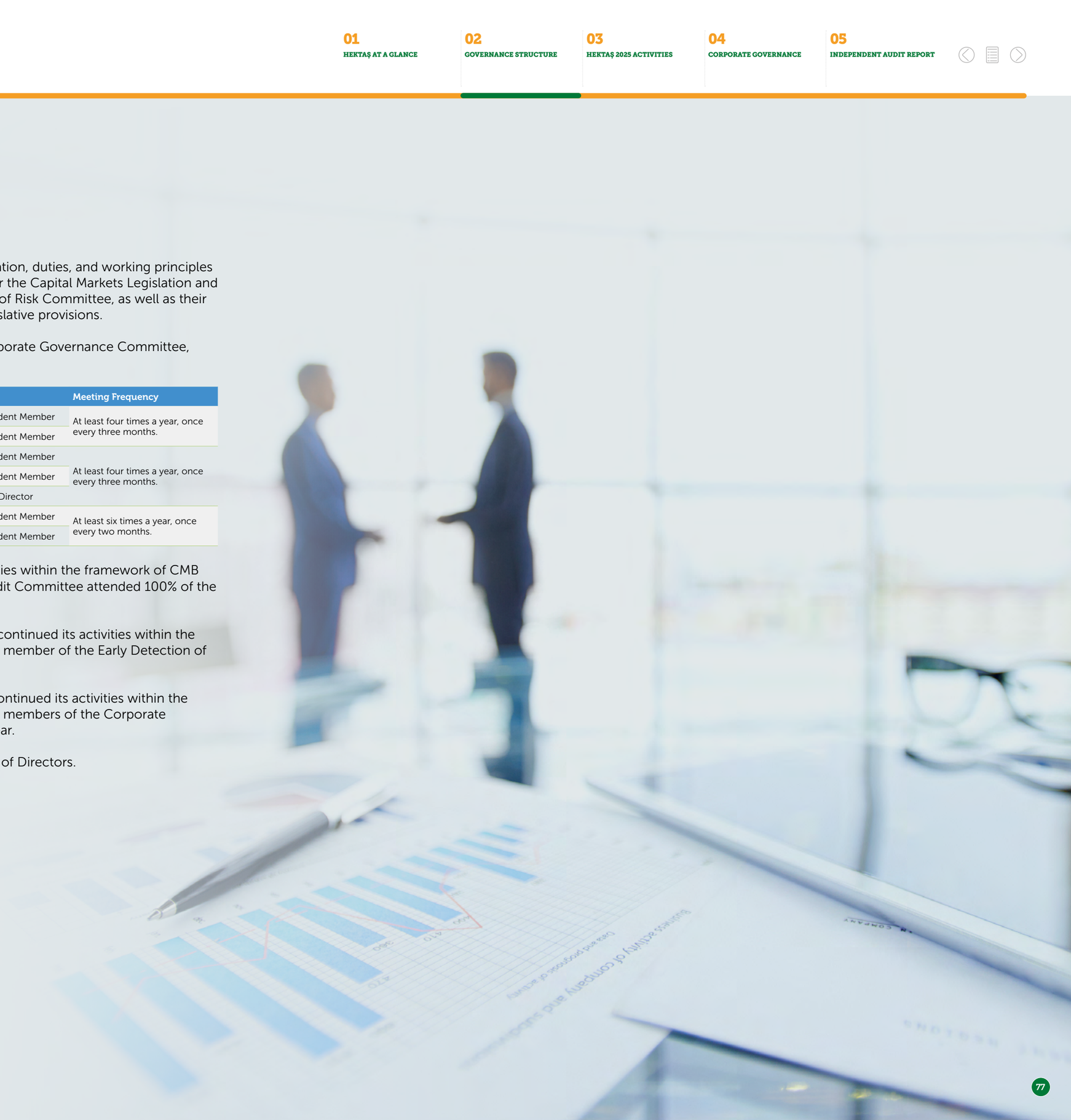
Committee	Title	Name-Surname	Nature	Meeting Frequency
Audit Committee	Chairperson	**Bülent Şamil YETİŞ**	Independent Member	At least four times a year, once every three months.
	Member	**Murat Dertli ERKER**	Independent Member	
Corporate Governance Committee	Chairperson	**Kurtuluş Bedri VAROĞLU**	Independent Member	At least four times a year, once every three months.
	Member	**Murat Dertli ERKER**	Independent Member	
	Member	**Murat KILIÇ**	Finance Director	
Early Detection of Risk Committee	Chairperson	**Bülent Şamil YETİŞ**	Independent Member	At least six times a year, once every two months.
	Member	**Murat Dertli ERKER**	Independent Member	

The Audit Committee convened five times in 2025 and continued its activities within the framework of CMB regulations and its statutory obligations. The Chair and member of the Audit Committee attended 100% of the meetings held during the year.

The Early Detection of Risk Committee convened eight times in 2025 and continued its activities within the framework of CMB regulations and its statutory obligations. The Chair and member of the Early Detection of Risk Committee attended 100% of the meetings held during the year.

The Corporate Governance Committee convened ten times in 2025 and continued its activities within the framework of CMB regulations and its statutory obligations. The Chair and members of the Corporate Governance Committee attended 100% of the meetings held during the year.

All committees submit their meeting minutes and evaluations to the Board of Directors.



Advancing into the Future with the Strength of Our Deep-Rooted Heritage

By combining the experience gained from our longstanding heritage with our innovative vision and global growth strategy, we continue to represent trust and sustainable success in the agricultural sector.

03 HEKTAŞ 2025 ACTIVITIES

03. HEKTAŞ 2025 ACTIVITIES

COMPANY ACTIVITIES ON A PERIODIC BASIS IN 2025

First Quarter

- **Two Crystal Mortar Awards** were received in the categories of **Number of National R&D Patents and Number of R&D Trademarks** within the scope of the **International Medicinal Chemistry Congress organized by the Chemists Association.**
- **An investment of TRY 86,801,203** was made in the first three months.
- Within the first three months, **2 of the 40 R&D projects carried over from 2024 at the Gebze R&D Center were completed and 2 new projects were initiated.**
- At the **Orhangazi Branch R&D Center, 1 new project** was initiated in addition to the **5 R&D projects carried over from 2024 within the first three months.**
- **At the AREO R&D Center, 1 new project** application was submitted in addition to the **5 R&D projects carried over from 2024 within the first three months.**
- **At the AREO R&D Center, registration was obtained for 2 additional products** in addition to the **28 registered products carried over from 2024 within the first three months.**
- **Production of 4.2 thousand tons was realized at the Gebze (Crop Protection) production** facility within the first three months.
- **Production of 1.7 thousand tons was realized at the Niğde (Crop Protection) production** facility within the first three months.
- **Production of 8.7 thousand tons was realized at the Adana (Organomineral Fertilizer) production** facility within the first three months.
- **Production of 157 thousand liters of liquid fertilizer was realized at the Ankara High Technology Center** within the first three months.
- As of the first three months, **the HEKTAŞ Gebze (Crop Protection) product line reached 233 domestic and 552 international licenses.**
- As of the first three months, **the FERBİS Niğde (Crop Protection) product line reached 124 domestic and 128 international licenses.**

Second Quarter

- The **2024 Ordinary General Assembly Meeting was held.**
- **The "Star of Export" award was won for the seventh consecutive time at the İKMİB Stars of Export Awards.**
- **An investment of TRY 366,089,689** was made within the first six months.
- Within the first six months, **6 of the 40 R&D projects carried over from 2024 at the Gebze R&D Center** were completed and 4 new projects were initiated.
- **At the Orhangazi Branch R&D Center, 3 new projects were initiated in addition to the 5 R&D projects carried** over from 2024 within the first six months.
- **At the AREO R&D Center, 1 new project was initiated in addition to the 5 R&D projects carried** over from 2024 within the first six months.
- **At the AREO R&D Center, registration was obtained for 3 additional products in addition to the 28 registered** products carried over from 2024 within the first six months.
- **At the Ankara High Technology Center, registration was obtained for 3 additional products in addition to the 17 registered products carried** over from 2024 within the first six months.
- **Production of 8 thousand tons was realized at the Gebze (Crop Protection) production** facility within the first six months.
- **Production of 3.6 thousand tons was realized at the Niğde (Crop Protection) production facility** within the first six months.
- **Production of 19.5 thousand tons was realized at the Adana (Organomineral Fertilizer) production facility** within the first six months.
- **Production of 234 thousand liters of liquid fertilizer was realized at the Ankara High Technology Center** within the first six months.
- As of the first six months, the **HEKTAŞ Gebze (Crop Protection) product line reached 231 domestic and 557 international licenses.**
- As of the first six months, **the FERBİS Niğde (Crop Protection) product line reached 125 domestic and 127 international licenses.**

COMPANY ACTIVITIES ON A PERIODIC BASIS IN 2025

Third Quarter

- **Partnership negotiations** were initiated at our subsidiary **HEKTAŞ ASIA LLC.**
- **An investment of TRY 694,274,620** was made within the first nine months.
- Within the first nine months, **6 of the 40 R&D projects carried over from 2024 at the Gebze R&D Center were completed and 4 new projects** were initiated.
- **At the Orhangazi Branch R&D Center, 4 new projects were initiated in addition to the 5 R&D projects carried** over from 2024 within the first nine months.
- **At the AREO R&D Center, 1 of the 5 R&D projects carried over from 2024 was completed and 1 new project** was initiated within the first nine months.
- **At the AREO R&D Center, registration was obtained for 3 additional products in addition to the 28 registered products** carried over from 2024 within the first nine months.
- **At the Ankara High Technology Center, registration was obtained for 3 additional products in addition to the 17 registered products carried** over from 2024 within the first nine months.
- **Production of 10.9 thousand tons was realized at the Gebze (Crop Protection) production facility** within the first nine months.
- **Production of 4.8 thousand tons was realized at the Niğde (Crop Protection) production facility** within the first nine months.
- **Production of 22.4 thousand tons was realized at the Adana (Organomineral Fertilizer) production facility** within the first nine months.
- **Production of 336 thousand liters of liquid fertilizer was realized at the Ankara High Technology Center** within the first nine months.
- As of the first nine months, **the HEKTAŞ Gebze (Crop Protection) product line reached 235 domestic and 472 international licenses.**
- As of the first nine months, **the FERBİS Niğde (Crop Protection) product line reached 127 domestic and 129 international licenses.**

Fourth Quarter

- **The Company qualified** for inclusion in the **BIST Sustainability Index for the first quarter of 2026.**
- As of the end of **2025, an investment of 1,080,319,245 TL was made.**
- **Revenue decreased by 3.81%** compared to 2024.
- **Net profit decreased by 13.02%** compared to 2024.
- **EBITDA increased by 23.61%** compared to 2024.
- In 2025, at the **Gebze R&D Center, 4 new projects were initiated in addition to the 40 R&D projects** carried over from 2024, **and 12 of these projects were completed.**
- In 2025, **at the Orhangazi R&D Center, 4 new projects were initiated in addition to the 5 R&D projects carried** over from 2024, **and 4 of these projects were completed.**
- In 2025, **at the AREO R&D Center, 1 new project was initiated in addition to the 5 R&D projects carried** over from 2024, **and 3 of these projects were completed.**
- In 2025, **at the AREO R&D Center, registration was obtained for 7 additional products in addition to the 28 registered products** carried over from 2024.
- In 2025, **at the Ankara High Technology Center, registration was obtained for 4 additional products in addition to the 17 registered products carried** over from 2024.
- In 2025, **production of 14.9 thousand tons was realized at the Gebze (Crop Protection) production facility.**
- In 2025, **production of 6 thousand tons was realized at the Niğde (Crop Protection) production facility.**
- In 2025, **production of 28.1 thousand tons was realized at the Adana (Organomineral Fertilizer) production facility.**
- In 2025, **production of 384 thousand liters of liquid fertilizer was realized at the Ankara High Technology Center.**
- As of 2025, **the HEKTAŞ Gebze (Crop Protection) product line reached 238 domestic and 462 international licenses.**
- As of 2025, **the FERBİS Niğde (Crop Protection) product line reached 133 domestic and 129 international licenses.**

R&D ACTIVITIES

With its strong R&D ecosystem and sustainable innovation approach, HEKTAŞ aims to adapt to the needs of the era, achieve a competitive advantage on a global scale, **and reinforce its leadership in the sector.**

In line with its sustainable agriculture vision, the Company increases its R&D investments and develops production models that are both environmentally and economically efficient through modern breeding techniques and digital agriculture applications. Considering sustainability principles as a fundamental element of its corporate culture, HEKTAŞ's activities contribute to Türkiye's sustainable development goals and progress in alignment with strategies aimed at global food security, agricultural productivity, and the conservation of natural resources. Through its R&D activities conducted in line with its vision of delivering innovative solutions, HEKTAŞ assumes a leading role in Türkiye's agricultural sector and continues its operations with an environmentally conscious, innovative, and responsible production approach.

- In this context, intensive R&D activities are carried out in the provinces of Kocaeli, Bursa, and Ankara, including 2 certified R&D Centers.
- In order to develop strategies that can shape the future of agriculture, the Agriculture 2030 Summit—bringing together public institutions and organizations, academia, and the private sector under one roof—was held at the Bursa Orhangazi F.A.R.M. facilities.
- With a strong commitment to prioritizing R&D activities as the cornerstone of sustainable growth, the Company completed 16 of the 45 projects carried over from 2024, initiated 8 new projects in 2025, and entered 2026 with a total of 37 ongoing projects. Through these completed projects, new products were developed, product quality and standards were enhanced, and cost-reducing techniques were implemented.
- In the field of crop protection, licenses were obtained for 7 new formulations whose R&D activities were completed, and 5 new products were launched during the year as project outputs.
- In the field of plant nutrition, 4 new products were registered and 1 new product was commercialized.
- In the field of biotechnology, significant progress was achieved in the development of microbial-based insecticides, antibiotics, and phytohormones supporting the crop protection and plant nutrition business lines. R&D activities were conducted with the objectives of producing enzymes suitable for industrial use, obtaining amino acids through enzymatic hydrolysis, enriching the liquid fertilizer and biostimulant product portfolio, and registering import-substitute products.
- Two registered organic fertilizers—one plant-based liquid organic fertilizer and one liquid organic fertilizer containing animal-based amino acids—were introduced to serve Turkish agriculture.
- Under the TÜBİTAK SAYEM 1833 GREEN TRANSFORMATION Call, two R&D projects led by HEKTAŞ as the platform coordinator have been deemed eligible for support.
- Three multi-partner project proposals were submitted to international project calls.
- Joint projects were carried out with OYAK group companies (İndisol, Erdemir, Karbontürk).
- Participation in and support for national and international scientific events continued.
- At the 23rd International Biotechnology Congress, which was supported by the Company, high-quality studies examining how microorganisms can be utilized in agriculture and how new techniques can be developed to combat pathogens were shared with academia and industry professionals through 4 poster presentations and 1 oral presentation.
- At the ZIMID 1st Plant Protection Products Congress, a poster presentation was delivered analyzing new trends in herbicides used for weed control.
- At the 13th Medicinal Chemistry Congress Crystal Mortar Awards Ceremony (2025), the Company received the Second Prize for the Number of National Pharmaceutical R&D Patents and the Third Prize for the Number of Pharmaceutical R&D Trademarks.
- Four personnel were certified within the scope of the Ministry of Industry and Technology's "R&D Centers Strengthened by Industrial Property" Project.
- Three members of the R&D team commenced their master's degree studies. Approximately 5,000 hours of training were provided exclusively to R&D personnel through Company resources.

According to the AR-GE 500 Report for the fiscal year 2024, prepared and published annually by Turkishtime magazine based on data from companies holding R&D Center certificates approved by the Republic of Türkiye Ministry of Industry and Technology, HEKTAŞ ranked as follows:

- 43rd in the overall ranking of companies with the highest R&D expenditures,
- 2nd in the Chemicals and Chemical Products Sector,
- 37th in terms of the number of projects conducted at the R&D Center,
- 12th in terms of the number of trademarks registered by the R&D Center.



R&D ACTIVITIES

At the HEKTAŞ Gebze R&D Center;

- As of year-end 2025, 12 of the 40 projects carried over from 2024 were completed.
- Four new projects were developed in 2025.
- A total of 32 R&D projects were carried over into 2026.
- In 2025, licenses were obtained for 7 new formulations in the field of Crop Protection whose R&D activities were completed.
- In 2025, 5 new products in the field of Crop Protection were launched as project outputs.
- In 2025, registration was obtained for 4 new products in the field of Plant Nutrition whose R&D activities were completed. Two of these products hold Organic Product Registration Certificates.
- In 2025, 1 new product in the field of Plant Nutrition was launched as a project output.

At the HEKTAŞ Orhangazi R&D Center;

- R&D activities continued regarding fruit trees, field crops, berry groups, vineyards, and summer and winter vegetables.
- As of year-end 2025, 4 of the 5 projects carried over from 2024 were completed.
- Four new projects were developed in 2025.
- A total of 5 R&D projects were carried over into 2026.

HEKTAŞ's operations contribute to Türkiye's sustainable development goals and progress in alignment with strategies aimed at global food security, agricultural productivity, and the protection of natural resources.



R&D ACTIVITIES

At the Areo Seed Technologies R&D Center;

Through its R&D studies focused on seed breeding, Areo Tohumculuk helps reduce Türkiye's dependence on foreign seed supplies and contributes to increasing the export volume. The Areo Tohumculuk brand, alongside HEKTAŞ Seed, has started to enhance its competitive strength against international brands by developing varieties that are in line with market conditions and meet the needs of producers.

Developments in the Vegetable Group

Breeding and R&D

In 2025, breeding activities included the evaluation of parental lines, hybridization, selection in segregating populations, disease resistance testing, yield and quality analyses, multiplication of advanced lines, and preparation of candidate varieties for pre-registration trials; these processes were carried out using greenhouses and controlled environments to cover multiple growing periods throughout the year.
In addition to conventional methods, the line development phase in pepper and cucumber has been accelerated through tissue culture techniques, and new parental lines have been incorporated into the breeding program. In tomato, new lines have been developed through ovule culture in order to accelerate the line development process.

Disease resistance in breeding materials is tested using molecular markers, thereby enhancing efficiency in breeding programs.



Specifically for tomatoes,

In 2025, tomato breeding activities at the Antalya Teknokent R&D Center included the evaluation of existing lines, disease resistance studies, enrichment of the gene pool with new materials, and the development of new hybrid candidates. These activities were carried out over an area of 5,500 m^2 at the Antalya Teknokent R&D Center during the first period of 2025. In the second period, hybrid trial plantings were conducted over 7,000 m^2 to perform initial breeder observations, and the observations were completed. Within this scope:

- 770 single-type
- 100 beef-type
- 300 pink-type
- 200 cluster-type
- 225 cocktail-type,

totaling 1,595 hybrid candidates evaluated.

As a result of joint studies conducted with the Product Development (ÜR-GE) team:

- 73 single-type
- 20 beef-type
- 15 pink-type
- 10 cluster-type
- 14 cocktail-type,

totaling 132 hybrids, were decided to "continue" in the program.

Among the hybrids decided to continue:

- 12 single-type
- 10 beef-type
- 5 pink-type
- 5 cluster-type
- 8 cocktail-type varieties

were deemed suitable for trials under domestic and international farmer conditions.

In 2026;

- In addition to the hybrid candidates to be tested under farmer conditions, selected varieties are planned to be re-evaluated at the Antalya Teknokent R&D Center.
- Newly developed lines will be included in the 2026 hybridization studies.
- R&D activities aimed at strengthening the gene pool, developing new lines, and conferring disease resistance to varieties will continue.
- Pilot trials on SSD (Single Seed Descent) and Life Cycle Acceleration will be initiated to accelerate breeding line development processes.



R&D ACTIVITIES

At the Areo Seed Technologies R&D Center;

Developments in the Vegetable Group

Specifically for peppers,

Within the scope of pepper breeding studies, the evaluation of F1 variety candidates from previous years and the development of new F1 variety candidates continued throughout 2025. Based on breeder and Product Development observations, both existing F1 variety candidates were advanced and new F1 variety candidates were incorporated into the program.

A total of 12 F1 hybrid variety candidates in the "kapya, long (kıl), charleston, pointed (sivri), and three-lobed (üç burun)" types, previously tested in different locations, stood out as a result of breeder and Product Development observations. Observations of these variety candidates across different locations were completed in 2025, and the varieties to be directed for registration were determined. Among the F1 hybrid variety candidates that completed breeder and Product Development observations, registration was obtained under the names Krater (Three-Lobed Pepper), Klerans (Long Pepper), and Belinay (Yellow California Wonder Pepper). Additionally, registration was obtained under the name Sereday for a kapya-type pepper that stood out in open-field trials.

The trial setup for 50 variety candidates that had previously completed breeder and product development observations was planned at the Antalya Teknokent facility to collect data, and the seed planting was completed.

Within this scope, the relevant varieties were subjected to weighted observations; photographic documentation was conducted, and all measurement and performance data were recorded.

Planned and Potential Targets for 2026;

In the first half of 2026, it is planned to continue line purification studies of parental lines derived from existing breeder materials within the pepper breeding program to establish a foundation for new F1 variety studies. These studies aim to obtain lines with high genetic stability and to prepare parental material suitable for advanced hybridization processes.

Furthermore, within the scope of the TÜBİTAK 1832 Project, it is planned to conduct the first hybridization studies for new F1 hybrid variety candidates in 2026. These studies are expected to progress in line with the project scope and technical evaluation results.

In 2026, it is planned to prioritize breeding activities in the kapya, stuffing (dolma), pointed (sivri), charleston, and red California pepper groups, which stand out in terms of market size and commercial potential. In this context, it is aimed to tighten selection criteria for these pepper types and to utilize resources more effectively.

As a result of the trials, observations, and performance evaluations conducted throughout 2025, seed production is planned in 2026 for a limited number of F1 variety candidates that stood out based on the joint assessments of the Product Development and Sales teams. These productions are intended to be used for trial and demonstration purposes and to be evaluated in order to obtain market feedback.

All planning for 2026 will be shaped in line with technical observation results, climate and production conditions, market expectations, and project outputs, and will remain open to revision in light of the data to be obtained.

Within the scope of pepper activities, the project titled "Development of Multi-Disease Resistant Variety Candidates in Pepper (Capsicum annuum L.) Through the Use of Lines Obtained by Classical and Rapid Breeding Methods" qualified for support in October 2025 under the TÜBİTAK 1832 Green Transformation in Industry Program; its contract was signed in November 2025, and it will commence on 1 February 2026 and continue for a period of 24 months.

The project aims to develop hybrid variety candidates with multiple disease resistance across different pepper types. By integrating classical breeding approaches with rapid breeding and biotechnological methods, the project seeks to accelerate breeding processes, optimize resource utilization, and enhance productivity in production. With the development of resistant varieties, it is aimed to reduce pesticide use, thereby lowering carbon emissions and minimizing environmental impact.

This approach is aligned with the principles of sustainable agriculture, green transformation, and the circular economy, contributing to a production model that delivers higher yields with fewer inputs, is environmentally responsible, and generates long-term economic value. Within the scope of the project, it is planned to carry out the initial hybridization studies for new F1 hybrid variety candidates in 2026. These studies are expected to progress in line with the project scope and technical evaluation results.

Following the completion of R&D observations, trial setups were planned at the Antalya Technokent facility to collect data for 50 candidate varieties, and seed sowings were carried out.





R&D ACTIVITIES

At the Areo Seed Technologies R&D Center;

Developments in the Vegetable Group

Specifically for cucumbers,

Within the scope of line purification studies, lines belonging to F3, F4, and F5 generation genotypes of different cucumber types (Beith Alpha, Silor, Gherkin) planted during the 2025-1 production period were observed in terms of morphological and agronomic characteristics, and the results were evaluated. Based on these evaluations, genotypes meeting the selection criteria were replanted in the 2025-2 period and advanced to the F4, F5, and F6 generations. For genotypes that reached the F6 generation, elite line combination tests were initiated during the 2025-2 production period. Additionally, through rigorous selection methods at the selection stage, the issue of excess similar genotypes in the pool and the problem of male flowering have begun to be addressed.

Within the scope of line purification studies, F1-F2 generation genotypes of different cucumber types (Beith Alpha, Silor, Gherkin) planted during the 2025-1 production period were subjected to morphological and phenotypic evaluations, and based on the data obtained, were replanted in the 2025-2 production period and advanced to the F2-F3 generations. During the 2025-1 season, necessary dihybrid crosses were carried out in F1 generation genotypes as part of a gene pool diversification program—aiming to ensure reliable sources for recessive and polygenic disease resistance and to increase diversity; in the 2025-2 season, required selections were conducted at the F2 stage in these dihybrid crosses, advancing the genotypes to the F3 stage, and additional dihybrid crosses were performed to continue expanding the genetic pool into 2026.

Back-cross program studies were conducted to improve the disease resistance and quality characteristics of elite lines (for Beith Alpha and Silor types); during the 2025-2 season, BC1F1 generations were utilized alongside control varieties, morphological observations and selections were carried out, and the genotypes were incorporated into the genetic pool.

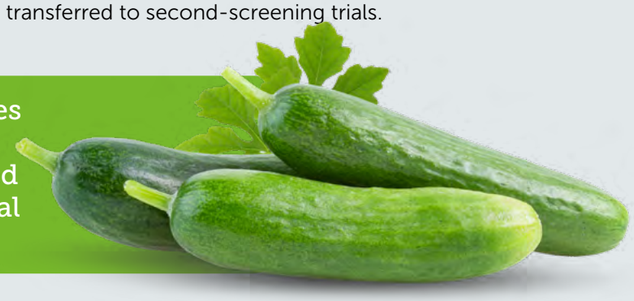
In addition to classical breeding, plants generated through anther culture techniques for the purpose of rapid line development in key genotypes during the 2025-2 season were transplanted into greenhouses, and it is aimed to obtain diploid lines through selfing in 2026.

Micro-seed production of varieties that had previously stood out in domestic and international trials has been completed.

Within the scope of F1 variety development studies, 115 first-screening variety candidates belonging to different cucumber types (Beith Alpha, Silor), planted at our facility for initial observation, were evaluated based on morphological and agronomic criteria; as a result of these evaluations, it was decided to advance a total of 30 hybrid variety candidates (15 Beith Alpha types suitable for late autumn and winter seasons, and 15 Silor types suitable for the autumn season) to second-screening trials. These candidates have been included in the 2026 autumn, late autumn, and 2027 winter trials.

In 2026, the advancement of genotypes within the existing pool through necessary morphological observations and selections will continue, and the genetic pool will be further diversified through breeding crosses and the inclusion of new genotypes; approximately 100 F1 varieties obtained from the 2025-2 hybrid candidate studies will be planted alongside control varieties to collect yield and morphological data, and promising varieties will be transferred to second-screening trials.

Out of 115 cucumber variety candidates (B. Alpha, Silor) planted for initial observation, the number was narrowed down to 30 as a result of morphological and agronomic evaluations.



Specifically for melon,

Within the scope of line purification studies, lines belonging to F3 generation genotypes of different melon types (Galia, Ananas) planted during the 2025-2 production period were observed and evaluated in terms of morphological and agronomic characteristics; in line with these evaluations, genotypes meeting the selection criteria are targeted to be replanted in the 2026-1 period and advanced to the F4 generation.

During the 2025-2 season, necessary dihybrid crosses were carried out at the F1 stage as part of a gene pool diversification program—aimed at ensuring reliable sources for recessive and polygenic disease resistance and increasing diversity. In the 2026-1 season, necessary morphological observations will be conducted, and efforts to further expand the gene pool will continue.

Lines belonging to F3-stage genotypes (Galia, Ananas) were observed and evaluated in terms of their morphological and agronomic characteristics.



With specific reference to zucchini and zucchini rootstock

The gene pool formation phase was initiated during the 2025-1 and 2025-2 seasons. The continuation of the pool and the inclusion of new genotypes will also continue in 2026. In this process, in addition to advancing generations, breeding crosses among existing genotypes were conducted to increase diversity at the stage of establishing the genetic pool.

Specifically for eggplant,

For one cylindrical eggplant variety that stood out as a result of trials, seed production has been carried out and it has been included in domestic and international trial plans. In 2026, open-field studies in eggplant are particularly planned.

Specifically for seed production,

As of year-end 2025, production was completed for 5 tomato varieties (3 commercial), 4 pepper varieties, and 2 cucumber varieties. The planning for the domestic and international market sales of the produced seeds is ongoing.

As of year-end 2025, production was completed for 5 tomato varieties (3 commercial), 4 pepper varieties, and 2 cucumber varieties.



R&D ACTIVITIES

Registration

In February 2025, one long (kıl) pepper was registered under the name Parla F1, and in May 2025, one Yellow California Wonder pepper was registered under the name Belinay F1. **A total of 2 products were registered.**

In October 2025;

- 1 long (kıl) pepper – Klerans F1
- 1 three-lobed pepper – Krater F1
- 1 kapya-type pepper – Sereday F1
- 1 cocktail tomato under the name Fiyonk F1.

A total of 4 products were registered,

Additionally, in the Industrial Crops Group, o**ne barley variety** was registered in April 2025.

Accordingly, in 2025, **a total of 7 products were registered, including 6 in the vegetable group and 1 in the industrial crops group.**

- In the first quarter of 2026, the registration of a squash rootstock is planned.
- It is planned to incorporate 4 onion varieties into the portfolio in 2026.

In the Vegetable Group Foreign Trade Channel

Within the scope of foreign trade activities conducted throughout 2025, new countries and regions with high potential were identified as a result of target market analyses; seed varieties with strong global demand were determined through international market research and incorporated into the product portfolio. Brand awareness was strengthened through participation in international fairs and the World Seed Congress, and new commercial connections were established through these platforms. Our export development activities continue in Lebanon, Morocco, Uzbekistan, Egypt, and Afghanistan. While successfully entering new export markets, product diversity in existing markets has been increased; pricing and market positioning strategies have been restructured in line with competitive analyses. A strategic roadmap for export processes has been developed and implemented, and significant initiatives have been launched to enhance international customer reach through e-export and digital marketing activities. Furthermore, product performance was demonstrated in the field through trial plots and field day organizations, thereby increasing customer confidence; observation and evaluation visits conducted with the breeding team accelerated the product development process in line with market needs.

In line with 2026 export targets, the establishment of seed trial sites in target markets and countries will be expanded and sustained; these trials will be monitored regularly, and product performance will be evaluated through systematic reporting based on the analysis of observational results. Through active participation in international fairs and congresses, company visits with potential business partners, B2B meetings, and comprehensive target market research will be conducted within the scope of the TSÜAB UR-GE Project. By participating in field days organized by existing export customers, product performance will be observed on-site, customer relations will be strengthened, and brand awareness will be enhanced. During this process, it is aimed to initiate exports to the Uzbek market, while the Company's presence in the region will be strengthened through the completion of variety registrations in Egypt. By strengthening the e-commerce infrastructure and enhancing digital marketing activities, visibility and customer reach in international markets will be increased; in export processes, effective risk management practices will be implemented, and state support and incentive mechanisms provided by Eximbank, the Ministry of Trade, and other relevant institutions will be utilized actively and efficiently.



R&D ACTIVITIES

Developments in the Biotechnology and Tissue Culture Group

In the biotechnology laboratory, routine analyses and testing activities were conducted to evaluate disease resistance using molecular methods in order to ensure yield and quality consistency in the production of vegetable group plants. Within this scope, the Marker-Assisted Selection (MAS) technique was integrated with classical breeding programs to monitor disease tolerance in plants regularly and at an early stage.

Gene-editing studies aimed at conferring herbicide tolerance in cotton were completed in 2025 in line with the planned project objectives. During the project, significant technical achievements were obtained in the stages of plant regeneration, adaptation, and molecular validation; the results achieved have established a valuable knowledge and experience base for future strategic studies.

In 2025, activities conducted in the Tissue Culture Laboratories focused on accelerating plant breeding processes, optimizing protocols, and generating scientific outputs.

Within the scope of ovary culture studies conducted on cucumber (Cucumis sativus L.), the research article titled "Effects of Different Nutrient Media on Embryo Induction and Plant Regeneration in Cucumber (Cucumis sativus L.) Ovary Cultures" was published in the internationally peer-reviewed journal Ekin Journal of Crop Breeding and Genetics. Through this study, laboratory protocols were optimized, and the project outputs were contributed to the scientific literature. Furthermore, at the 23rd International Biotechnology Congress, the results of a study conducted on melon and focused on process improvement were presented as a poster under the title "Pollen irradiation with cesium-137: a dose-response study in melon (Cucumis melo L.)."

Within the scope of embryo rescue studies, rapid breeding programs were maintained, and plants in different groups were advanced to the F4 and F6 generations in line with the objective of developing parental lines. In 2026, it is planned to continue embryo rescue activities in newly incorporated elite tomato varieties. These developments aim to contribute to the creation of more efficient and resilient tomato varieties.

During the spring and autumn seasons of 2025, doubled haploid (DH) studies in cucumber and pepper were carried out without interruption. In the 2026 season, it is aimed to continue the routine application of DH techniques, recognized as one of the fastest and most effective methods for obtaining parental lines.

Within the scope of the Productivity Project Awards organized by the Ministry of Industry and Technology, Directorate General for Strategic Research and Productivity, our project titled "Development of New Hybrid Tomato Varieties with Different Fruit Types and Multiple Disease Resistance in Tomato" qualified for the final round by receiving a full score of 100 from the project evaluators. Our project, which ranked among the finalists, was evaluated as a high-quality initiative in terms of agricultural productivity, innovation, and R&D approach; the technical competence and methodological rigor of our project team were recognized by the relevant authorities and documented with a certificate of appreciation. Although the project did not achieve a ranking in the final standings, this process made a significant contribution to enhancing the Company's R&D capacity, project development capabilities, and national visibility.

Gene-editing studies aimed at conferring **herbicide tolerance in cotton were completed in 2025 in line with the planned project objectives.**

Developments in Industrial Crops

Cotton R&D

R&D and Breeding Activities: In the cotton breeding process, our field studies are conducted on a 35-decare land located in Söke district of Aydın province, while the processing of harvested products continues at AREO Tohum in Koçarlı district of Aydın province. In addition, as part of the adaptation studies for our variety candidates in different regions, we also have a trial at the Nazilli location in Aydın province.

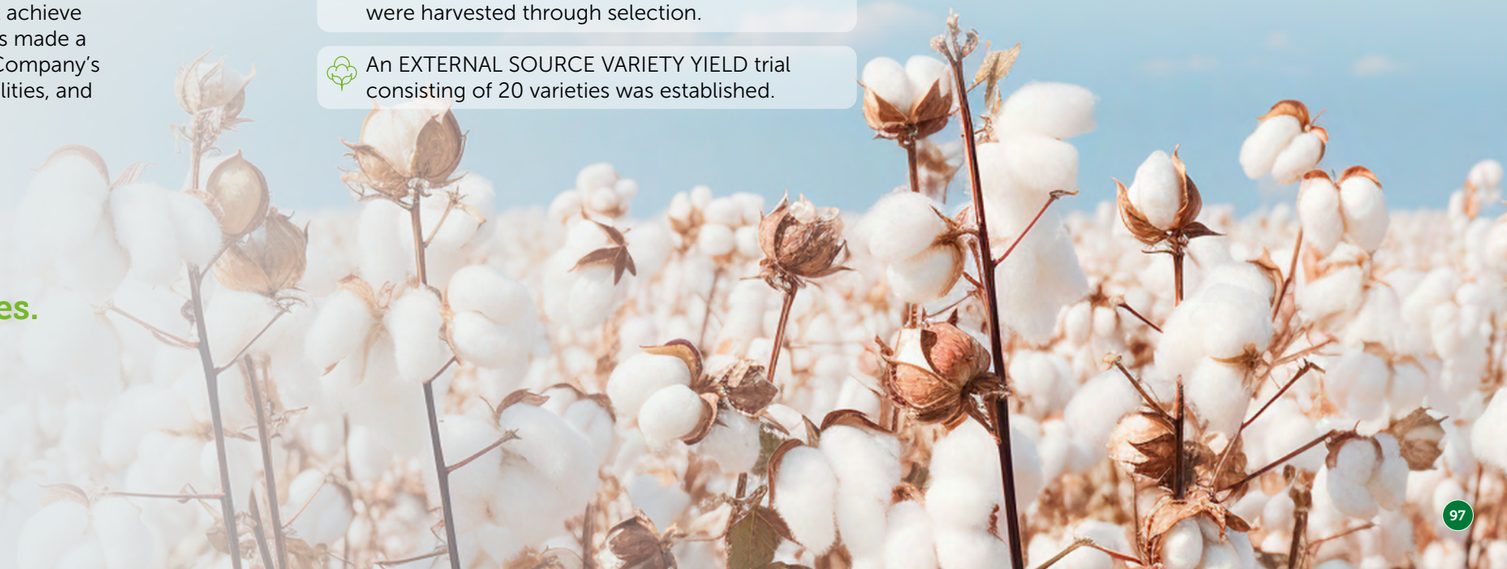
In our breeding studies, hybridization activities are carried out annually for various objectives in order to establish a base population. In 2025, hybridization studies focused on earliness and yield were conducted. Using 11 varieties, 66 combinations were obtained through a half-diallel crossing program.

- At the F2 stage, 13 varieties were planted and harvested as 13 F3 candidates.
- At the F1 stage, 45 varieties were planted and harvested as 45 F2 candidates.
- At the F6 stage, 244 materials were planted and harvested as 244 F7 candidate lines.
- At the F2-F3 stage, 327 varieties were planted and harvested as 327 F3-F4 candidates.
- For variety maintenance of Halay and Yakut, plants were sown and homogeneous plants were harvested through selection.
- An EXTERNAL SOURCE VARIETY YIELD trial consisting of 20 varieties was established.
- An INTERNAL COMPANY VARIETY YIELD trial consisting of 17 varieties was established.
- The 2007-1 project conducted in cooperation with Hektaş and TAGEM was established with 17 varieties.
- A line trial consisting of 8 varieties was established.

In 2024, a project was initiated in collaboration with the Cotton Research Institute aimed at developing cotton genotypes that are suitable for different climates and soil structures, with high yield, ginning efficiency, and fiber quality characteristics. As part of the project, variety yield trials were established in Söke and Nazilli using the advanced cotton genotypes available at the Cotton Research Institute, and the results were evaluated. In 2026, observations will be conducted again with the same varieties, and applications for registration will be made for the promising varieties.

Cotton Production-Sales

Due to the availability of sufficient seed stocks from the 2024 and prior seasons, no seed production was carried out in 2025. From a sales perspective, despite a contraction in cotton planting areas, approximately 50,000 kg of commercial seed sales were realized.



R&D ACTIVITIES

Developments in Industrial Crops

Maize

During the 2025 working period of the maize breeding program, activities were carried out including the evaluation of harvest results and the final greenhouse program sowing of the year. Within the scope of efforts to obtain in-vivo doubled haploid maize lines, seed doubling and advanced line development activities were conducted. Silage maize lines that appeared promising based on previous trial results were tested in Kulu district of Konya province alongside the main competitor varieties in the market. As these lines exhibited lower yield performance compared to competitor varieties, their production activities were discontinued.

Within the 2025 working cycle of the maize breeding program, activities were conducted including the evaluation of harvest results and the planting of the final greenhouse program of the year.



Wheat

In the field of wheat breeding, drought-tolerant varieties are being developed, and international trials are being conducted for disease resistance. Breeding activities continue using materials obtained from institutions such as CIMMYT, ICARDA, and IWWIP and selected during the 2022-2023 season. In the first quarter of 2025, yield trials, durum wheat yield trials, barley yield trials, and preliminary yield trials were conducted with these materials at the Ankara/Haymana and Konya/Kulu locations, where post-winter cold damage and plant development conditions were observed and recorded. Irrigation, pesticide application, and fertilization processes were carried out. As of 2025, we have 9 varieties in the wheat product group.

Seed multiplication activities for our Barfiks wheat variety, registered by the Ministry in 2025, have commenced and are ongoing.

During the 2023-2024 planting season, yield and adaptation trials conducted in the Central Anatolia Region (Ankara/Haymana, Konya/Kulu) were harvested.

As these were considered promising variety candidates, replanting was carried out in the 2025-2026 growing season to reassess their yield and quality potential.

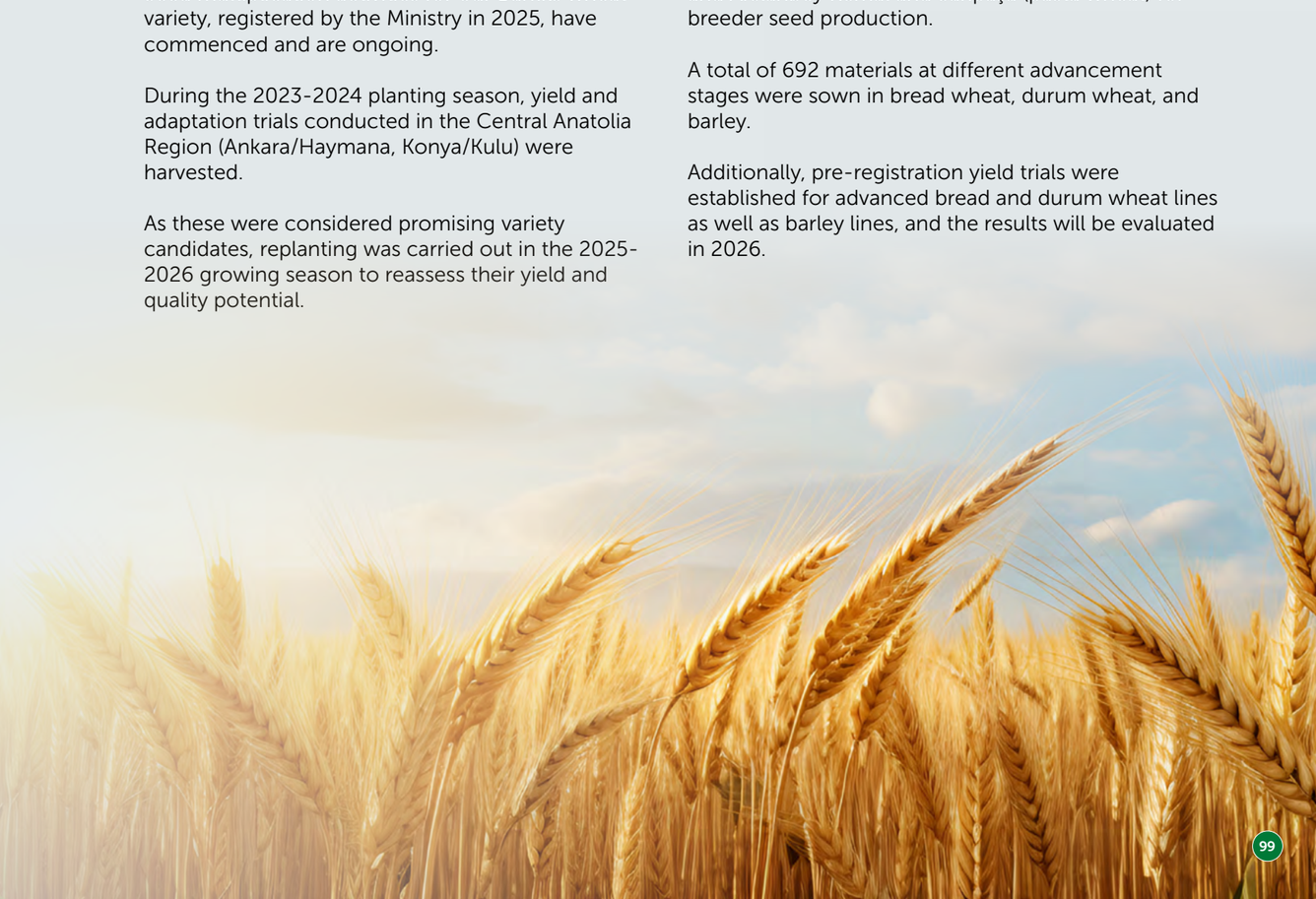
Seed treatment, packaging, and sowing planning were completed for materials at different advancement stages to be planted in the 2025-2026 season, as well as for selected lines to be included in yield and preliminary yield trials.

For our registered varieties Gazi38, Süngü, Kahraman, Ulubaş (bread wheat), Arslanbey Kemal, and Sarıpaşa (durum wheat), seed sowings were carried out on approximately 50 decares each for Original and Certified seed production using Elite and Certified seed classes.

In 2025, seed planting was carried out from the selected spikes of our registered varieties, Gazi38, Süngü, Kahraman, Ulubaş, Elif, Merve (bread wheat), and Arslanbey Kemal and Sarıpaşa (pasta wheat) for breeder seed production.

A total of 692 materials at different advancement stages were sown in bread wheat, durum wheat, and barley.

Additionally, pre-registration yield trials were established for advanced bread and durum wheat lines as well as barley lines, and the results will be evaluated in 2026.



R&D ACTIVITIES

At the Ankara High Technology Center;

In the field of Microbiology and Genetics

- The R&D project initiated in 2025 for the production, purification, and activity measurement of microbiological-based enzymes intended for industrial use was completed within the year.
- The plant-based amino acid production project initiated in 2025 was completed, the product formulation was developed, and product registration was obtained.
- The isolation and testing processes of microorganisms to be used in obtaining microbial protective agents for applications in industrial fields such as food and agriculture, initiated in 2025, were completed within the year.
- Optimization studies initiated in 2025 for the production and purification of secondary metabolites (antibiotics, insecticides, growth hormones) derived from microbial species were completed within the year.
- The renewal and quality control of stock cultures belonging to the existing bacterial species in inventory were completed in 2025.
- The selection, development, and optimization of microorganisms required for starter cultures widely used in food technology were continued.
- The isolation and purification of bacteria from various sample sources were continued.
- Genetic characterization studies of the isolated bacteria were continued.
- Studies on the isolation and purification of toxic proteins with microbiology-based insecticidal properties were continued.
- In addition to the projects completed and those initiated and ongoing in 2025, the following activities will be carried out in 2026:
- The establishment of an artificial intelligence-supported microbial evaluation platform for agricultural applications,
- The development of innovative microbial fertilizers, biostimulants, and soil–plant health formulations that enhance plant nutrition efficiency, improve resilience to climate stress, and support regenerative agriculture,
- The isolation and characterization of new microorganism species with high functional properties that are not currently included in our culture collection, in order to support the development of innovative microbial products in the fields of plant nutrition and plant protection,
- The development of recombinant strains for the production of biologically derived antimicrobial peptides and the investigation of their plant protection potential,
- The recombinant production of metal-binding bioactive proteins and the examination of their functional properties,
- Research will be conducted on the identification of microorganism isolates with high nitrogen-fixation potential and the molecular characterization of their functional regions.

In the Field of Fermentation

- As a result of the studies conducted in 2025, the necessary applications were submitted for the registration of three new products. In 2026, registrations will be obtained for three new products whose trials have been completed.
- Improvement of fermentation conditions for Bacillus amyloliquefaciens, Bacillus subtilis, Bacillus thuringiensis, Bacillus megaterium, and Bacillus pumilis bacteria,
- Production of biomass in bioreactors at an industrial scale,
- Industrial application of the production of multiple strains,
- Development of the downstream process for industrially produced bacteria,
- The development of final formulations and metabolites will continue in 2026.

In the field of Chemistry

- Registration was obtained in 2025 for four newly developed liquid fertilizer formulations.
- Formulation development and design of the necessary equipment for Agrifor, Tradite, and Natsu series as well as planning for industrial production. Within this scope, the development of six different liquid fertilizer formulations (nitrogen-containing, zinc-phosphorus-containing, potassium-containing, zinc-boron-containing, calcium-boron-nitrogen-containing, and rooting formulations) and the completion of their industrial-scale production trials were finalized in 2025.
- Industrial-scale production trials of Natsu Ca using the existing $Ca(NO_3)_2 \cdot 4H_2O$ were completed in 2025, and industrial-scale production has commenced.
- The project involving biostimulant formulation development and studies on the recovery of waste generated during production was completed in 2025. Efforts to recover generated waste will continue in 2026.
- Development of the necessary formulations for Fe-EDDHA synthesis and initiation of pilot-scale trials,
- Laboratory studies for the production of plant micronutrients at the nano scale,
- Development and implementation of analytical methods in the laboratory, including spectrometric, chromatographic, gravimetric, and volumetric analysis techniques,
- Studies are ongoing in the development of advanced formulations and smart carrier systems that enhance efficacy and stability for seed coating, postbiotic, and fermentative biological preparations.



SALES ACTIVITIES

With its biodiversity, rich climatic structure, geographical conditions, production capacity, and product quality, Türkiye ranks among the important agricultural countries in the global agricultural economy. Agricultural activities in Türkiye are carried out in a wide range of fields due to the country's climatic diversity.

In agricultural production, chemical control remains the most preferred method for combating diseases, pests, and weeds both in Türkiye and globally, and accordingly, the use of PPPs (Plant Protection Products) shows an increasing trend in Türkiye and worldwide.

Agricultural pesticide use is shaped based on climatic conditions and crop types before and after planting, and operates independently of seed and fertilizer consumption trends.

When analyzed by year and region, agricultural pesticide usage varies depending on the agents harmful to soil and crops (such as pests, fungal agents, disease factors, weeds, or parasitic plants), and therefore different crop protection methods are preferred each year.

In fertilizer usage, due to Türkiye's soil structure, nitrogen-based chemical fertilizers are predominantly used, and a rapid increase in consumption has been observed over the years. It is believed that by using proper irrigation methods, the minerals in the soil can be preserved, and effective fertilizer usage can be ensured through subsequent soil analysis.

Agricultural product prices are sensitive to changes in climatic conditions, production volumes, as well as fluctuations in the prices of chemical raw materials, logistics costs, fertilizer, and natural gas prices.



Operating in the fields of plant protection, plant nutrition, and seeds, HEKTAŞ provides services across all regions of Türkiye through its extensive sales network. As of 2025, the Company's 12-month sales revenue appears to have decreased by approximately 4% compared to 2024. To summarize the reasons for the decline in sales revenue and the overall 2025 performance evaluation of the business lines:

In the Plant Protection sector;

Throughout 2025, in line with the Company's overall commercial approach, the Plant Protection Business Line prioritized a cash and short-term sales strategy; maintaining sales volume, managing collection risks, and generating sustainable turnover were addressed as primary objectives. Despite fluctuations in market conditions throughout the year, efforts were made to maintain controlled growth and a disciplined commercial structure.

In the product-based evaluation, throughout 2025, Kibele 490 SC stood out in terms of revenue, while HEKTAŞ Bordo 20 WP emerged as the leading product in terms of sales volume (tonnage). The copper-based product group generally experienced strong demand, particularly supporting sales performance during the spring and autumn seasons. For certain products, limited sales realizations were observed due to climatic conditions, narrowing application windows, and regional demand declines.

On a regional basis, agricultural frost and drought conditions experienced throughout the year in the Çukurova and Southeastern Anatolia regions negatively impacted sales performance. In these regions, the contraction of cultivation areas and the weakening of farmers' financial structures limited demand for plant protection products. In the Central Anatolia Region, a similarly below-target performance was observed in the early part of the year, followed by a partial recovery in the subsequent periods.

Among the factors positively affecting sales in 2025 were early sales practices, campaign structures targeting specific product groups, and regionally focused field sales activities. Commercial actions undertaken for the Knock-Out, Zodiac, Maestro/Capito, Torpedo, Hekplan 20 SP, and copper-based product groups contributed to sales performance throughout the year.

On the other hand, the main factors suppressing sales performance were frost and drought conditions driven by climate factors, aggressive maturity policies of competitors, difficulties in accessing financing, and overall liquidity constraints. Particularly in regions severely affected by frost damage, sales losses occurred in certain insecticide and fungicide groups that would normally experience seasonal demand.

Under these conditions, in the Plant Protection Business Line, sales activities were maintained through the management of product- and customer-based commercial risks, along with controlled inventory and maturity policies; a cautious and balanced sales approach aligned with market conditions was adopted.

SALES ACTIVITIES

In the Plant Nutrition sector;

- The significant increases in credit interest rates and the resulting cost increases due to these changes,
- Financial difficulties experienced by our business partners (dealers) due to ongoing economic challenges in 2023, 2024, and 2025,
- Fluctuations in input prices,
- The excessive stock levels held by our business partners,
- The introduction of competitors' inventories to the market below cost or the offering of lower-quality products at cheaper prices or with extended maturities,
- Competitors engaging in aggressive competition by offering product sales with maturities of 16–20 months,

have significantly affected our operations.

The Company, particularly in the Plant Nutrition and Plant Protection Business Lines, was exposed to "systematic risks affecting the market environment and beyond the control of company management" and was compelled to implement the following measures to partially mitigate these risks.

- The accurate and dynamic pricing of our products based on market analysis and credit interest rates,
- Identifying alternative sources for raw material purchases and making early and controlled acquisitions,
- Due to the market bottleneck, controlled sales are being carried out,
- Implementation of cash-based and short-term sales strategies,
- Reassessment of the customer portfolio in line with market conditions and customers' financial standing,

Actions such as launching new campaigns and making our products more attractive in the market compared to competitors were implemented to reduce existing stock levels.

In the Seed sector;

The main positive and negative developments affecting sales performance in the Seed Business Line in 2025 are presented below.

Positive Developments

- Inclusion of newly bred commercial vegetable seed varieties with high yield potential and resistance to diseases and abiotic stress conditions in the portfolio,
- The supportive impact on sales of the additional incentive model implemented for publicly originated varieties,
- Contributions to increasing market share in domestic and international markets through the effectiveness of our sales distributors.

Negative Developments

- Ecological factors such as rising temperatures, drought, and irregular precipitation, along with economic conditions, leading to rapid changes in crop patterns and the seed market,
- The long-term nature of breeding and new material development processes, high R&D costs, and limited diversity within the existing portfolio.



SALES ACTIVITIES

In foreign sales;

Throughout 2025, sales activities were conducted in a planned manner in line with annual targets and overall demonstrated a successful performance. Despite market fluctuations and various operational challenges experienced during the year, the defined sales targets were achieved. In this process, deepening the product portfolio in respective countries, increased efficiency in logistics processes, and effective field operations played a significant role. Strong collaborations established with distributors and business partners particularly supported sustainable growth in the markets.

Based on product group evaluation, the highest sales revenue was generated in the fungicide segment, followed by the herbicide product group. In the fungicide group, both the preservation of market share for existing products and the introduction of new products positively affected sales performance. The rapid and effective launch of newly registered products to the market was a significant factor in increasing sales volume. Furthermore, the suitability of the products for different climates and crop patterns provided a competitive advantage in export markets.

Throughout the past year, financial conditions in the global market, as well as product and raw material prices, were closely monitored, and pricing management was handled meticulously in line with these developments. Flexible pricing strategies were implemented against price fluctuations.

While ensuring the sustainability of sales in existing export markets, new market and customer opportunities were also evaluated. In particular, participation in trade fairs, technical promotion activities, and field operations aimed at increasing brand awareness in developing markets came to the forefront. As a result of all these efforts, a solid foundation has been established in the export channel for the upcoming periods.



Sales Channels

Together with its subsidiaries, HEKTAŞ serves farmers across Türkiye through 6 regional directorates and approximately 1,500 distribution points.

Head Office	Gebze/ KOCAELİ
Çukurova Regional Directorate	Seyhan / ADANA
Central Anatolia Regional Directorate	Çankaya /Ankara
Mediterranean Regional Directorate	Kepez / ANTALYA
Marmara Regional Directorate	Orhangazi / BURSA
Aegean Regional Directorate	Bornova / İZMİR
GAP Regional Directorate	Haliliye / ŞANLIURFA

QUANTITATIVE SALES

As of year-end 2025, **the Company's sales volume amounted to 68,051,425 kg for products under the Plant Protection and Plant Nutrition Business Lines; and for the Seed Business Line, 52,825 kg of open-field seeds, 7,421,537 units of vegetable seeds, and 329,669 kg of vegetable trial sales were realized.**

HEKTAŞ;

Through its 6 regional directorates, HEKTAŞ provides the products and services needed by producers in every agricultural production area of Türkiye and, in 2025, operated **with a total of 937 sales points, comprising 865 retail, 27 institutional, and 45 wholesale channels.**



FERBİS;

Through its 3 regional directorates, FERBİS provides the products and services needed by producers in every agricultural production area of Türkiye and, in 2025, **operated with a total of 538 sales points, comprising 481 retail, 28 institutional, and 29 wholesale channels.**



MARKETING ACTIVITIES

Customer Club

Customers are a company's most valuable stakeholders. Long-term success and sustainable growth are possible by accurately understanding customer value and acting with a customer-centric approach.

Target-oriented sales approaches and attention to individual expectations strengthen customer loyalty; strong relationships established with customers enable accurate analysis of their needs and expectations. In this way, solid steps are taken toward delivering a high value-added and consistent service experience.

While HEKTAŞ continues its journey with determination in line with its customer-oriented management strategy, it prioritizes developing and sustaining innovative practices that nurture the HEKTAŞ journey together with its customers.

Founded in March 2018, the Customer Club, a first in the industry, has taken the communication between HEKTAŞ and its customers—one of the company's most valuable assets—a step further. Through the HEKTAŞ Customer Club, the sensitivity of customers to events, their purchasing habits, and communication activity are identified, with the goal of both developing and strengthening the bond established through trade.

The HEKTAŞ Customer Club is a special social network established with selected retail customers, through which customer experience is enhanced and loyalty is increased. The various events and opportunities offered to customers strengthen their loyalty to the brand.

As of 2025, marking its 8th year, the HEKTAŞ Customer Club updated its total membership to 490, comprising 435 retail and 55 sub-retail members. The club allows us to perform data analysis in various aspects, such as members' sensitivity to events, purchasing habits, and communication activity. As of year-end 2025, members spent a total of 56,441 minutes on the platform. As of year-end 2025, 4,050 participations were recorded in the communication modules, demonstrating active engagement. As a result of these interactions, a total of 4,710 gifts were awarded to members between 2018 and year-end 2025 through points earned from product purchases.

hektaş müşteri kulübü



Launches

In line with its vision of delivering sustainable and innovative solutions to the agricultural sector, HEKTAŞ—placing strong emphasis on R&D—continued promotional meetings in 2025 following last year's launch of its liquid plant nutrition products, which significantly enhance efficiency in agricultural production. At the product promotion meetings held at the **HEKTAŞ F.A.R.M. facility in Orhangazi—attended by major dealers from various regions of Türkiye—detailed information about the products was shared. The liquid plant nutrition solutions offered to the sector under four different brands (Hekamino, Tradite Liquid, Agrifor, and Natsu), comprising 21 products, were developed leveraging the advanced R&D capabilities of the Ankara High Technology Center.**

Press Releases

During the year, press releases titled "OYAK to Take Part in Take Off Istanbul with Three Companies" and "OYAK to Participate in TEKNOFEST with Five Companies" were distributed. **Through press distribution, a total reach of 304,932 was achieved in print media and 720,385 through digital media coverage.**

Exhibition and Conference Participation (Agriculture)

- Growtech 2025 (Antalya)
- DLG Karaevli Agriculture and Technology Days Fair (Tekirdağ)
- Moldova Agriculture Fair
- SENAGRO (Senegal)
- Saudi Agriculture (Saudi Arabia / Riyadh)
- Agriculture 2030 Summit: Organized to develop strategies that can shape the future of agriculture, the Agriculture 2030 Summit brought together public institutions, academia, and the private sector under one roof at the HEKTAŞ Agricultural Innovation, Training and Experience Center (HEKTAŞ F.A.R.M.) in Orhangazi, Bursa. It was aimed that the outputs obtained from the workshops moderated by TÜBİTAK MAM would serve as guidance in defining the sector's priorities, strategic directions, and areas of collaboration.
- Global Farm Summit 2025: Hosted by HEKTAŞ F.A.R.M., in cooperation with TÜSEDAD, supported by the Ministry of Agriculture and Forestry of the Republic of Türkiye, and organized by Agriconnect Türkiye, the Global Farm Summit was held on December 4–5. The summit brought together leading brands of the meat and dairy sector with producers, hosting more than 1,400 visitors from 6 countries and over 40 exhibitors.
- TEKNOFEST İstanbul
- Take Off İstanbul
- 9th International Congress on Plant Protection of Türkiye (Ankara)
- 23rd International Biotechnology Congress (Ankara)

Field Days (Areo)

- Paddy Field Day (Balıkesir)

MARKETING ACTIVITIES

Digital Marketing Activities

Through social media posts and digital advertising campaigns, **more than 15 million impressions were achieved in 2025. Approximately 11 million of these reach figures were achieved through digital advertising campaigns focused on interests, regions, and crops.**



ACHIEVEMENTS AND AWARDS

In 2025, the company;

- **HEKTAŞ achieved a first in Türkiye by ranking second globally in its sector in the ESG sustainability assessment conducted by the London Stock Exchange Group (LSEG).** With this result, HEKTAŞ met the criteria required for inclusion in the **Borsa İstanbul Sustainability Index** and became the first company in its sector to be listed in the index.
- **HEKTAŞ won the "Star of Export" award for the seventh consecutive time at the İKMİB Stars of Export Awards organized by the Istanbul Chemicals and Chemical Products Exporters' Association (İKMİB).**
- In the annual **"Top 250 Companies with the Highest R&D Expenditure in Türkiye"** survey announced by **Turkishtime, HEKTAŞ ranked among the top three companies in the Chemicals and Chemical Products Sector in the category of "Company with the Highest R&D Expenditure."**
- Within the scope of the **International Drug Chemistry Congress organized by the Chemists Association since 2013, HEKTAŞ** was once again **awarded two Crystal Mortar Awards this year in the categories of "Number of National R&D Patents" and "Number of R&D Trademarks."**



INVESTOR RELATIONS UNIT AND ACTIVITIES

The Investor Relations Unit operates under the Financial Affairs Directorate of the company. The Investor Relations Unit responds to the information requests of shareholders and investors within the framework of regulations, the articles of association, Corporate Governance Principles, and the Disclosure Policy. It is also part of the members of the Corporate Governance Committee.

The duties and powers of Investor Relations are regulated in Article 11 of the Corporate Governance Communiqué (II-17.1), which was published in the Official Gazette dated January 3, 2014, and numbered 28871.

Investors can access the corporate information, reports, relevant period financial statements, and disclosures through the Investor Relations section on the company's official website (www.hektas.com.tr).

Name-Surname	Title	Licence	E-Mail	Telephone
Murat KILIÇ	Director of Financial Affairs Head of Investor Relations	CMB (Capital Markets Board) Level 3 License. Corporate Governance Rating License.	investorrelations@hektas.com.tr yatirimciiliskileri@hektas.com.tr	0 262 888 19 56
Füsun DÖNERTAŞ	Investor Relations Officer	CMB (Capital Markets Board) Level 3 License. Corporate Governance Rating License.	investorrelations@hektas.com.tr yatirimciiliskileri@hektas.com.tr	0 262 888 19 56

The Investor Relations unit is responsible for establishing the connection between investors and the company, applying a management approach that is fair, accountable, and transparent. It represents the company before the Capital Markets Board (CMB), Borsa İstanbul, Central Securities Depository (MKK), and other regulatory authorities.

The unit acts in accordance with the regulations required by the legislation, ensuring that non-insider information is sent accurately, without exaggeration, and in a timely manner to the relevant individuals and institutions.

The Investor Relations unit promptly responds to inquiries from individual and institutional investors without disclosing insider information, ensuring transparent communication with investors.

In 2025, in addition to fulfilling corporate governance and public disclosure obligations, the Unit organized the Company's 2024 Ordinary General Assembly Meeting in accordance with the relevant laws and regulations.



Stock Profile

Public Offering Date	1981
Issued Capital	8,430,000,000
Free Float Ratio	44.63%
Stock Ticker	HEKTS
ISIN Code	TRAHEKTS91E4R
BIST Market Where the Capital Market Instrument is Traded	BIST Stars Market / Wholesale Market (Among Qualified Investors)
Indexes in Which the Company is Included	BIST KOCAELİ / BIST STAR / BIST INDUSTRIAL / BIST 100 / BIST 50 / BIST 100-30 / BIST ALL SHARES / BIST 500 / BIST SUSTAINABILITY / BIST CHEMICALS, PETROLEUM, PLASTICS

Stock Performance Throughout the Year

HEKTAŞ shares started 2025 at TRY 3.91 and closed the year at TRY 3.06, reflecting a 22% decline.

As a result of the activities carried out in 2025, the Company qualified for inclusion in the **BIST Sustainability Index** as of the first quarter of 2026.

In 2025, it continued to be a 'First Group' company.

In 2025, it continued to be included in the "FTSE Index" traded on the London Stock Exchange.

In 2025, it continued to be included in the MSCI Türkiye Index.

CREDIT RATING SCORES

2019	Short Term	**A-1+(Trk)**	The outlook for the ratings was determined as 'stable'.
	Long Term	**AA (Trk)**	It was evaluated in the investment-grade category on both national and international scales. The national rating was capped by the sovereign rating
2020	Short Term	**A-1+(Trk)**	The outlook for the ratings was determined as 'stable'.
	Long Term	**AA (Trk)**	It was evaluated in the investment-grade category on both national and international scales. The national rating was capped by the sovereign rating
2021	Short Term	**A-1+(Trk)**	The outlook for the ratings was determined as 'stable'.
	Long Term	**AA (Trk)**	It was evaluated in the investment-grade category on both national and international scales. The national rating was capped by the sovereign rating
2022	Short Term	**J1+ (tr)**	The outlook for the ratings was determined as 'stable'.
	Long Term	**AA (tr)**	It was evaluated in the investment-grade category on both national and international scales. The national rating was capped by the sovereign rating
2023	Short Term	**J1+ (tr)**	The outlook for the ratings was determined as 'stable'.
	Long Term	**AA (tr)**	It was evaluated in the investment-grade category on both national and international scales. The national rating was capped by the sovereign rating
2024	Short Term	**J1 (tr)**	The outlook for the ratings was determined as 'stable'.
	Long Term	**A (tr)**	It was evaluated in the investment-grade category on both national and international scales. The national rating was capped by the sovereign rating
2025	Short Term	**J1 (tr)**	The outlook for the ratings was determined as 'stable'.
	Long Term	**A (tr)**	It was evaluated in the investment-grade category on both national and international scales. The national rating was capped by the sovereign rating

INFORMATION ON THE SECTORS IN WHICH THE COMPANY OPERATES

Crop Protection Market

Crop protection refers to agricultural practices aimed at protecting plants from diseases and weeds, thereby increasing agricultural production and improving its quality.

Crop protection is of great importance in increasing agricultural productivity, reducing crop losses, and ensuring food security. Agricultural pesticides are one of the most effective and fastest-acting methods for combating pests in crop production. According to research, crop losses can reach up to 60% in the absence of pesticide use.

Global demand for plant protection products is shaped by multiple factors, including population growth, limited arable land, climate-induced stress factors, changes in crop patterns, and regulatory frameworks. FAO's assessments covering the 1990–2023 period indicate that global pesticide use has shown an upward trend over the long term, while usage intensity varies according to cultivated area and production structure. Moreover, over the past decade, herbicide and fungicide segments have demonstrated a more pronounced acceleration in total usage growth; this trend is considered to be associated with the increasing criticality of weed management and fungal disease risks across many production systems.

In Türkiye, the sector is influenced by factors such as crop patterns, climatic conditions, producers' access to financing, residue/compliance requirements of export markets, and the regulatory framework. The 2025 Plant Health Implementation Program published by the Ministry of Agriculture and Forestry sets out the framework for the year in terms of plant health and quarantine services as well as monitoring and inspection processes; issues such as strengthening residue management and awareness activities are of particular importance for the sector.

Plant protection plays a critical role in increasing agricultural productivity, reducing crop losses, and ensuring food security.



Crop Protection Market in Türkiye

The plant protection products market in Türkiye is directly affected by the diversity of agricultural production patterns, climate variability, residue/compliance requirements of export markets, producers' access to financing, and updates in the regulatory framework. The sector has evolved significantly since the 1950s in parallel with modern agricultural production; over time, product portfolios, application techniques, and inspection/traceability practices have diversified substantially.

Official statistics indicate that the use of plant protection products in Türkiye differs markedly across product groups. According to the latest available data (2024) from the Ministry of Agriculture and Forestry's series titled "Quantities of Plant Protection Products Used by Years (Grouped), 2006–2024," total usage amounted to 53,515 tons; within this total, fungicides held the largest share with 18,145 tons, followed by insecticides (13,420 tons) and herbicides (12,727 tons). This outlook indicates that fungal disease management and weed control hold significant weight in demand dynamics within crop production.

The geographical distribution of usage varies depending on factors such as crop patterns (vegetable–fruit–greenhouse intensity), climate conditions, and pest/disease pressure. The Ministry's 2024 provincial-level statistics show that usage is concentrated in specific provinces, with agricultural production hubs such as Adana, Mersin, Antalya, Manisa, Konya, and İzmir standing out with high consumption figures. Within this framework, plant protection demand in Türkiye is considered to be regionally clustered in "high-intensity production basins."

The size of the plant protection market is projected to reach approximately TRY 25 billion in revenue terms in 2025.

Throughout 2025, the importance of strengthening traceability, proper application, and inspection standards remained a key focus in the sector; regulatory updates concerning the application and control of plant protection products were also on the agenda. In this context, the regulation outlining the implementation and inspection framework of the "B-Prescription" tracking system was published in the Official Gazette.

Overall, the plant protection market in Türkiye exhibits a structure in which production continuity, yield and quality objectives, and compliance/inspection requirements are managed simultaneously, while remaining sensitive to climatic and financial conditions. Accordingly, in addition to producer needs, regulatory compliance and traceability-oriented practices are considered to be decisive factors in the sector.

Global Crop Protection Market

At the global level, the plant protection market is undergoing transformation driven by climate change-induced fluctuations in pest and disease pressure, biological risks accelerated by trade, the need for food security, and a tightening trend in regulatory frameworks. This transformation makes the effective use of conventional chemical solutions and risk management more critical, while simultaneously increasing the importance of integrated pest management (IPM), biological solutions, and digitalization-based approaches.

In terms of global demand dynamics, according to FAO/FAOSTAT assessments, total pesticide use in agriculture reached 3.73 million tons of active ingredients in 2023; while this figure indicates a slight decline compared to 2022, it confirms the continuation of the long-term upward trend. The same assessment shows that pesticide use intensity stood at 2.40 kg/ha in 2023, while fluctuations were observed in trade volumes and values.

Regulation and compliance remain decisive factors in the sector. In many markets, evaluation criteria and restrictions are tightening with a focus on human health and environmental safety; traceability, residue management, and compliance with good agricultural practices are gaining greater importance for producers and supply chains. Although the European Union's Sustainable Use Regulation (SUR) agenda on pesticides was withdrawn in 2024, objectives such as reducing pesticide risk and expanding Integrated Pest Management (IPM) remain at the center of policy discussions.

INFORMATION ON THE SECTORS IN WHICH THE COMPANY OPERATES

Plant Nutrition Market

Plant nutrition is the process of providing the essential nutrients required for plants to grow healthily and achieve the desired yield.

Over the past 20 years, as global agricultural production has been modernized, plant nutrition applications have also experienced significant advancements. Over the past 20 years, the FAO (Food and Agriculture Organization) has aimed to create global awareness of integrated nutrient management practices and promote their widespread adoption at the farm level through field projects and its publications.

Global challenges such as climate change and a growing population are increasing demand for the plant nutrition sector while simultaneously complicating production processes. The demand for biotechnological methods in agriculture is rapidly increasing, while strict regulatory requirements may affect companies' operational processes.

In recent years, HEKTAŞ has been supporting the goal of sustainable domestic production in the plant nutrition market through its portfolio, which encompasses both plant nutrition and soil productivity enhancement, along with its newly developed products.

HEKTAŞ, with its range of plant nutrition products offered in the market, focuses on enhancing the mineral content in plants to achieve high yields.

HEKTAŞ, in addition to its organomineral fertilizer product line—which is 100% its own in terms of production and formulation—also collaborates with two globally renowned plant nutrition companies to provide Turkish producers with high-quality plant nutrition products. In this way, it aims to tailor its product range to best meet producers' needs while continuing to maintain its leading position in the fertilizer market.

In 2025, the plant nutrition sector experienced significant changes and developments both in Türkiye and globally. Climate change, sustainability, and technological advancements are among the key factors shaping the future of the sector.

HEKTAŞ focuses on achieving higher yields by increasing the mineral content of plants through its plant nutrition product portfolio introduced to the market.



Plant Nutrition Market in Türkiye

In Türkiye, an increase in the use of chemical fertilizers has been observed to correlate with a decline in the organic matter content of soils. Due to their high water retention capacity, soil health-enhancing effects, environmentally friendly properties, yield-boosting capability, and support for plant growth, interest in organomineral fertilizers has increased in recent years. The size of the organomineral fertilizer market reached TRY 15.5 billion in 2025.

In Türkiye, educational and awareness efforts regarding pesticide and fertilizer use have played a significant role in increasing interest in organomineral fertilizers. Sustainable agricultural practices and environmental regulations inherently involve both risks and opportunities.

In recent years, as sustainable agriculture and the importance of soil health have come to the forefront, there has been an increase in demand for fertilizers containing organic matter. Additionally, through agricultural support payments and crop insurance, the government is contributing to the growth of the organomineral fertilizer sector by providing various incentives to support these fertilizers. The supports provided by the government are intended to ensure the sustainability of agricultural production and food supply security, contribute to production planning, enhance yield and quality, promote the adoption of environmentally friendly approaches in agriculture, and improve the effectiveness of the implemented policies.



INFORMATION ON THE SECTORS IN WHICH THE COMPANY OPERATES

Plant Nutrition Market

Global Plant Nutrition Market

In the plant nutrition sector, raw material prices are experiencing stabilization. Meanwhile, there is a noticeable increase in conventional fertilizer usage, leading to demand-driven growth.

Globally, climate change continues to significantly impact the agricultural sector—and by extension, the plant nutrition sector—with adverse weather conditions such as drought and heavy rainfall altering both the demand for and methods of plant nutrition.

In the global agriculture industry, new trends are emerging in the production and marketing of fertilizers and plant nutrients. Especially precision agriculture technologies play a crucial role in increasing crop yields while optimizing fertilizer usage. In this context, technologies such as artificial intelligence and data analytics help in making more accurate and effective decisions in plant nutrition.

With the growing environmental awareness, the transition to sustainable methods in plant nutrition has accelerated. Natural fertilizers and biological control methods are increasingly preferred.

Worldwide, the demand for organomineral fertilizers has significantly increased in recent years due to the growing efforts to boost agricultural productivity, promote sustainable farming practices, and protect soil health. Organomineral fertilizers are used in many countries around the world. Especially in developed countries, there is significant interest in these fertilizers as part of sustainable agriculture practices.

Global demand for organomineral fertilizers has increased significantly in recent years, driven by efforts to enhance agricultural productivity, promote sustainable farming practices, and protect soil health.

Some of the key factors affecting this demand are:

1- Sustainable Agriculture Practices

The intensive use of conventional chemical fertilizers leads to a loss of soil organic matter and environmental problems.

Organomineral fertilizers, being a combination of organic matter and mineral fertilizers, both improve soil health and reduce environmental impacts.

2. The Rise of Organic Agriculture

With the growth of the organic agriculture market, the demand for fertilizers with organic content is increasing.

Especially in markets such as the European Union, the United States, and Japan, organic agriculture regulations encourage the use of organomineral fertilizers.

3. Global Growth in the Agricultural Market

The Asia-Pacific region (including countries such as China, India, and Indonesia) is one of the largest demand centers due to its growing population and food security needs.

South America (especially Brazil) is expanding its use of organomineral fertilizers to increase productivity in intensive agricultural areas.

4. Environmental Regulations and Policies

The promotion of environmentally friendly practices and the regulation of chemical fertilizer use are guiding farmers toward organomineral products.

5. Market Forecast and Growth Rate

The organomineral fertilizer market is projected to grow at a compound annual growth rate (CAGR) of 6-8% between 2023 and 2030, while the organic fertilizer market is expected to grow at a CAGR of 11.31% over the same period. Additionally, the chemical fertilizer market is projected to grow at a CAGR of approximately 9.1% between 2023 and 2030.

Especially in Europe and North America, technological innovation and R&D investments are accelerating market growth.



INFORMATION ON THE SECTORS IN WHICH THE COMPANY OPERATES

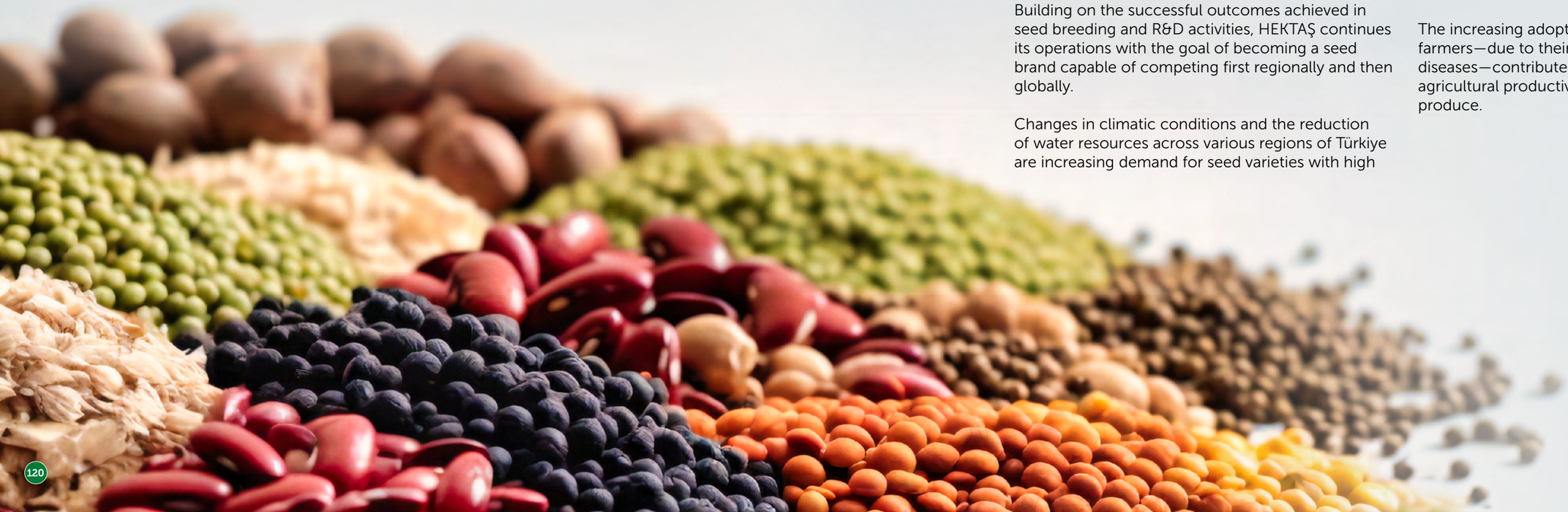
Seed Market

Seeds, forming the first link in the food chain, constitute a fundamental building block for sustaining life and preserving biological and cultural diversity. Seeds hold strategic importance for the sustainability of agricultural production and the continuity of food systems.

In recent years, the importance of the agricultural sector has become more prominent than ever on the global agenda, driven by factors such as population growth, agricultural sustainability, climate change, and food security. Ensuring that the global population exceeding eight billion can access sufficient, healthy, and balanced nutrition has made food security a strategic priority.

When considered together with food security, sustainable agriculture and economic development emerge as indispensable elements for safeguarding individual health and improving overall quality of life. Within this framework, it is of great importance for Türkiye to preserve its rich biodiversity while expanding agricultural production in line with international standards. At the same time, ensuring sustainability in the sector and preserving local seed varieties are regarded as critical priorities within national strategies.

Seed, which constitutes the first link in the food chain, represents a fundamental building block for sustaining life for all living beings and for preserving biological and cultural diversity.



Seed Market in Türkiye

Thanks to its geographical location, rich biodiversity, and climate that allows four seasons to be experienced simultaneously, Türkiye holds significant global potential in the seed industry. These natural advantages provide a favorable infrastructure for seed development and production activities across various product groups.

Türkiye has increased its exports of tomato, cucumber, and pepper seeds by approximately 30% and is capable of exporting seeds to more than 121 countries.

The need for agricultural production is rising in parallel with Türkiye's growing population; this trend increases demand for high-quality, high-yield, and resilient seeds. Through its seed production activities conducted in compliance with international standards, HEKTAŞ contributes to reducing Türkiye's dependency on imported seeds.

Through its efforts to preserve local seed varieties and ensure the sustainability of biodiversity, our Company assumes responsibility in the strategically important seed sector from the perspective of food sovereignty. Building on the successful outcomes achieved in seed breeding and R&D activities, HEKTAŞ continues its operations with the goal of becoming a seed brand capable of competing first regionally and then globally.

Changes in climatic conditions and the reduction of water resources across various regions of Türkiye are increasing demand for seed varieties with high tolerance to drought stress. Accordingly, HEKTAŞ conducts various R&D and breeding studies in collaboration with its Australia-based subsidiary, Agriventis Technologies, to develop drought-tolerant and highly adaptable seed varieties.

In recent years, increasing awareness regarding the use of domestic seeds and the growing strategic importance of local breeding efforts have drawn attention. Changes in crop patterns due to drought, low yields, and climate-related risks significantly affect the selection of seed varieties. This transformation necessitates that companies operating in the sector develop innovative, sustainable, and climate-adaptive solutions.

As of 2024, the seed sector in Türkiye has gained further momentum under Laws No. 5042 and 5553; while the number of registered and production-authorized varieties has increased, seed production volumes have also risen. As a result of these developments, certified and hybrid seed production has increased significantly, and these products have begun to be exported to various markets, primarily in Central Asia, Africa, and Europe.

The increasing adoption of certified seeds among farmers—due to their high yield and resistance to diseases—contributes significantly to improving agricultural productivity and obtaining higher-quality produce.

INFORMATION ON THE SECTORS IN WHICH THE COMPANY OPERATES

Seed Market

Global Seed Market

The seed industry holds strategic importance globally, as it does in Türkiye. As the global population continues to grow, demands for efficiency and sustainability in agricultural production are rising, thereby increasing global demand for seeds. Reports and discussion papers by institutions such as FAO (Food and Agriculture Organization) frequently emphasize that agricultural production must increase by approximately 60–70% by 2050 compared to current levels to meet the needs of a growing global population. This projection is primarily based on factors such as population growth, rising incomes leading to changing dietary habits, and expanding food demand. This trend increases global demand for high-yield seed varieties.

Global drought conditions, shrinking agricultural land, and water scarcity are driving demand for drought-tolerant and environmentally stress-resistant seed varieties. Similarly, interest in biotechnological seeds is increasing in line with sustainability, food security, and agricultural productivity goals. This trend is reinforced particularly by CRISPR and similar gene-editing technologies, which enable the development of more resilient, higher-yielding, and nutritionally enhanced seeds with fewer inputs for farmers.

As of 2026, the global seed market is valued at approximately USD 78 billion and is expected to demonstrate strong growth in the coming years. This growth is supported by increasing demand for climate-adaptive, high-yield, and resilient seed varieties. By the 2030s, the market is projected to reach triple-digit billion-dollar levels on this basis. Countries such as the United States, China, and India stand out in the global seed market in terms of production capacity, technological infrastructure, and trade volume. These countries hold significant shares in the global market through high production levels and advanced breeding technologies.

According to reports and discussion papers published by institutions such as the FAO (Food and Agriculture Organization of the United Nations), it is frequently emphasized that in order to meet the needs of a growing global population, agricultural production will need to increase by approximately 60–70% by 2050 compared with current levels.

As of 2026, the global seed market is valued at approximately USD 78 billion, and it is expected to demonstrate strong growth in the coming years.



HEKTAŞ'S CONTRIBUTIONS TO THE SECTOR THROUGHOUT THE YEAR

For 69 years, embracing a domestic and national agricultural vision and leading its sector accordingly, HEKTAŞ continued its innovative and pioneering initiatives in 2025 with a team that consistently adapts to the needs of the industry and its target audience. **HEKTAŞ continues to advance steadily on the path of sustainable growth through realistic projections, strategic planning, and innovative projects.**

With its 69-year heritage and leadership in plant protection, plant nutrition, seeds, and smart agricultural technologies, HEKTAŞ continues its R&D investments on the path to becoming a global company, while enhancing the competitiveness of domestic producers through innovative products and solutions in seeds and plant nutrition.

Located in Orhangazi, Bursa, HEKTAŞ F.A.R.M. is the first of its kind in Türkiye and among the leading agricultural R&D centers worldwide. Established on a 634-decare area, F.A.R.M. is one of the most comprehensive facilities in its field, focusing on enhancing agricultural productivity and sustainability through digitalized processes and next-generation techniques.

One of HEKTAŞ's most significant investments is the establishment of 'HEKTAS ASIA LLC' in Tashkent, Uzbekistan. This company will operate in the fields of crop protection and plant nutrition, aiming to strengthen the mutually beneficial economic relations between Türkiye and Uzbekistan, expand its presence in the Uzbek market as well as other Turkic Republics, and support export-driven growth.

With factors such as population growth, climate change, and seasonal conditions, the rapid decline in agricultural production areas is making food security and the implementation of efficient farming methods even more critical. In this context, sustainable farming techniques, increasing local production capacity, and integrating technological innovations are of great importance. Recognizing this global strategic importance, agricultural production and food will continue to play a decisive role in achieving social, economic, and environmental sustainability goals for all countries. For these reasons, agriculture and food security are becoming an increasingly urgent priority and will remain a key agenda item in national policies and global collaborations.

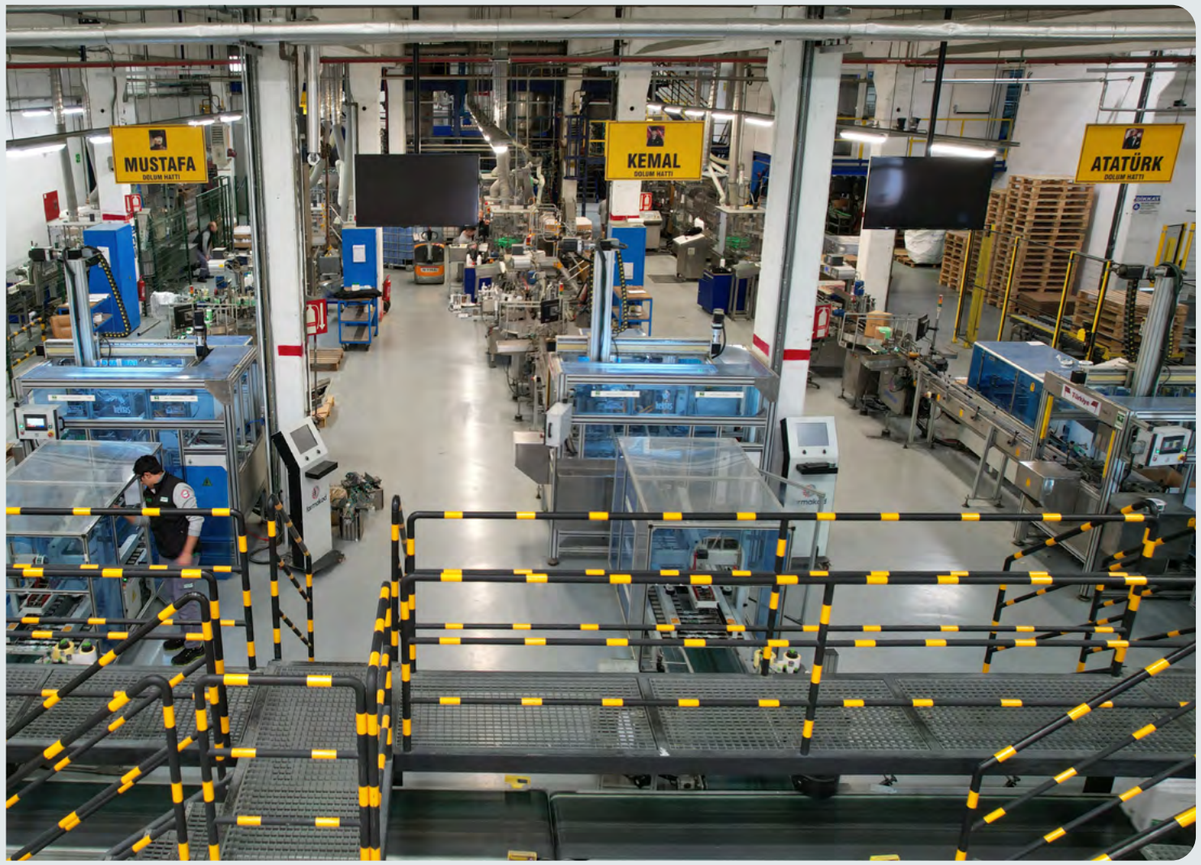
By evaluating inorganic and organic growth opportunities, HEKTAŞ continues to expand its portfolio in the agricultural sector with innovative and distinctive products and services. With strategic investments, particularly in seed and plant nutrition, the company maintains its steady growth.

In line with its vision of providing sustainable and innovative solutions to the agricultural sector, HEKTAŞ, which places great importance on R&D, introduced liquid plant nutrition solutions last year that significantly enhance efficiency in agricultural production. HEKTAŞ's liquid plant nutrition solutions, offered to the industry under four different brands with a total of 23 products, were developed at the Ankara High Technology Center's advanced R&D facility.

HEKTAŞ is leading the Agriculture 4.0 transformation in Türkiye while building its future strategy in line with Agriculture 5.0.

Areo Tohumculuk, HEKTAŞ's company operating in the seed field, has continued its brand activities under the name HEKTAŞ Seed following the brand transformation carried out in 2024. HEKTAŞ Seed develops domestic hybrid vegetable and industrial crop varieties under the motto "Local R&D, Local Seeds." In this context, in order to reduce Türkiye's dependency on foreign seeds, provide sustainable agricultural solutions, and become a strong and reliable brand in international markets, the Company continues its breeding activities by integrating modern breeding technologies into its R&D operations. As of 2025, the number of registered varieties has reached 35.

In addition to its R&D efforts, HEKTAŞ consistently supports producers through various field activities. With its team of professional engineers, the company continues to be the most trusted brand in the eyes of both producers and dealers. With its strong sales network and experienced sales team, HEKTAŞ is a preferred brand in all areas of agricultural production. By offering innovative and sustainable yield-enhancing products to the market, the company ensures the highest level of customer satisfaction. The company conducts efficiency-focused operations using smart greenhouses, sensors, imaging, analysis, and artificial intelligence systems. HEKTAŞ continues to enhance the competitiveness of domestic producers through the innovative products and solutions it has introduced in the fields of seeds and plant nutrition.



SUSTAINABILITY INITIATIVES

In 2025, as HEKTAŞ, we placed our sustainability approach at the core of our business and achieved significant progress in environmental, social, and governance (ESG) areas. Our 2024 GRI-compliant Sustainability Report, prepared within this framework and published on the Public Disclosure Platform (KAP) on 17.10.2025, has been prepared in accordance with internationally recognized sustainability standards and reflects our Company's long-term value creation vision. Furthermore, in accordance with the Turkish Sustainability Reporting Standards (TSRS) announced by the Public Oversight Authority (KGK), we published our 2024 TSRS-compliant Sustainability Report—assessing the financial impacts of climate change—on KAP on 18.08.2025.

At the core of our sustainability strategy lie the efficient use of natural resources, reduction of environmental impact, enhancement of employee well-being, a transparent governance structure, and increased social contribution. Within this framework, improvements in water and energy consumption have been achieved through resource efficiency and optimization of our production processes; environmental impacts have been minimized through waste management and circular economy-focused initiatives.

During the 2024 reporting period, we certified our sustainability performance at the global level by achieving a score of 78 in the ESG rating conducted by the London Stock Exchange Group and ranking second worldwide in the agricultural chemicals sector. This achievement enabled us to meet the criteria for inclusion in the Borsa İstanbul Sustainability Index in the first quarter of 2026 (January–March), representing a first in our sector.

Additionally, improvements aimed at increasing water recovery and energy efficiency in our production processes have been implemented, and innovative production models enabling the recovery of valuable compounds from animal waste have been adopted. Our portfolio of registered organic agricultural products has been expanded, and our R&D investments have contributed to the broader adoption of sustainable agricultural practices.

In the coming periods, we aim to further strengthen our sustainability performance through carbon footprint assessments, sustainable supply chain practices, and initiatives to raise awareness in waste management.

These efforts not only enhance environmental and economic efficiency but also reinforce our corporate social responsibility approach.



Published on the Public Disclosure Platform (KAP), our 2024 GRI-compliant Sustainability Report has been prepared in accordance with internationally recognized sustainability standards and reflects our Company's long-term value creation vision.



INVESTMENTS MADE AND INCENTIVES RECEIVED

As of 2025, **the company has made investments totaling TRY 1,080,319,245.**

The Company's Investment Profile by Years;

2017
- Acquisition of Ferbis Tarım

2018
- Modernization of Adana OMG Facilities
- Modernization of Gebze Plant Protection Facility

2019
- Acquisition of Areo Tohum
- Modernization of Hektaş F.A.R.M.
- Modernization of Gebze Plant Protection Facility
- Modernization of Adana OMG Facilities
- Modernization of Niğde Plant Protection Production Facility
- Machinery and equipment purchase

2020
- Acquisition of Sunset
- Modernization of Gebze Plant Protection Facility
- Modernization of Niğde Plant Protection Production Facility
- Modernization of Hektaş F.A.R.M.
- Modernization of Adana OMG Production Facilities
- Regional offices, warehousing and logistics units, and IT investments
- New product development and R&D projects
- Machinery and equipment purchase

2021
- Acquisition of Arma
- Acquisition of Pet Food Production Facility
- Modernization of Niğde Plant Protection Production Facility
- Modernization of Gebze Plant Protection Facility
- Modernization of Adana OMG Facilities
- Establishment of Ankara YTM
- Modernization of Hektaş F.A.R.M.
- Machinery and equipment purchase

2022
- Becoming the major partner in Agriventis
- Modernization of Hektaş F.A.R.M.
- Modernization of Niğde Plant Protection Production Facility
- Modernization of Gebze Plant Protection Facility
- Modernization of Adana OMG Facilities
- Modernization of Pet Food Production Facility
- Acquisition of the leased facility in Adana
- Investment in Ankara YTM
- Establishment of Hektaş Asia

2023
- Acquisition of Veterinary Medical Products Production Facility
- Modernization of Gebze Plant Protection Facility
- Modernization of Niğde Plant Protection Production Facility
- Modernization of Adana OMG Facilities
- Modernization of Hektaş F.A.R.M.
- Modernization of Pet Food Production Facility
- Investment in Ankara YTM

2024
- Modernization of Hektaş F.A.R.M.
- Modernization of Gebze Plant Protection Facility
- Modernization of Adana OMG Facilities
- Construction of production facilities to be operated in Uzbekistan
- Modernization of Niğde Plant Protection Auxiliary Facilities

2025
- Renovation Investments at the Adana OMG Production Facility
- Modernization of the Ankara High Technology Center Facility
- Renovation Investments at the Gebze Crop Protection Facility
- Investment in a Veterinary Medicinal Products Manufacturing Facility
- Capacity Increase Investment at the Niğde Crop Protection Facility
- Investment in the Hektaş Asia Uzbekistan Production Facility



INVESTMENTS MADE AND INCENTIVES RECEIVED

Incentives Benefited from by the Company;

Social Security Institution (SSI) Incentive

Through this incentive, the company receives a discount on Social Security Institution (SGK) premiums. Through the reductions provided by this incentive, which applies to both our manufacturing and non-manufacturing operations, advantages are gained in terms of employee-related costs to the Company.

Tax Incentive – Investment Incentive Certificate

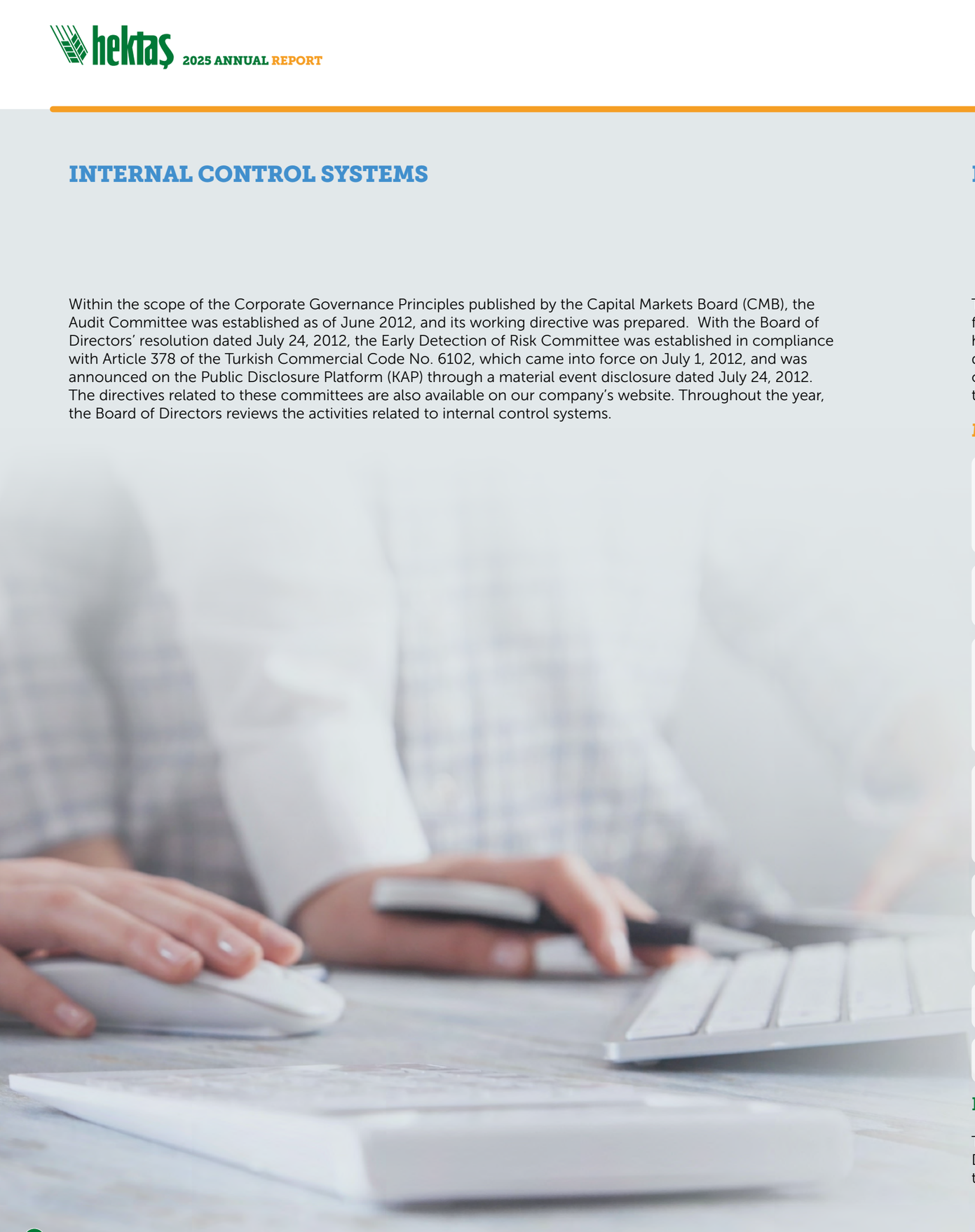
The investment incentive certificate is a document required to benefit from the advantages of the Investment Incentive System, which offers various state-provided incentives if the investment meets the specified minimum criteria. Through this certificate, the company secures government support for its investments in the form of tax reductions, VAT exemptions, and customs duty exemptions, thereby lowering investment costs.

R&D Deduction

In the Corporate Tax Law, R&D and the R&D deduction are defined as 'research and development expenditures carried out exclusively within enterprises in pursuit of new technology and knowledge.' Expenditures on R&D activities are deductible from Corporate Tax within the rates specified by the regulations. This enables a cost-reducing effect on expenditures related to researching and developing new production methods, process improvements, and new techniques that enhance product quality and performance while lowering costs.

INTERNAL CONTROL SYSTEMS

Within the scope of the Corporate Governance Principles published by the Capital Markets Board (CMB), the Audit Committee was established as of June 2012, and its working directive was prepared. With the Board of Directors' resolution dated July 24, 2012, the Early Detection of Risk Committee was established in compliance with Article 378 of the Turkish Commercial Code No. 6102, which came into force on July 1, 2012, and was announced on the Public Disclosure Platform (KAP) through a material event disclosure dated July 24, 2012. The directives related to these committees are also available on our company's website. Throughout the year, the Board of Directors reviews the activities related to internal control systems.



RISK MANAGEMENT

The Company is exposed to eight types of "Risks Arising from Financial Instruments," namely capital risk, financial risk, credit risk, liquidity risk, market risk, currency risk, interest rate risk, and price risk. HEKTAŞ, which has the capability to manage these risks effectively, holds periodic meetings of the Board of Directors to develop and implement action plans. The Early Detection of Risk Committee identifies potential financial and operational risks related to the company in advance and takes measures to mitigate these risks at the right time and place.

Management of Risks Arising from Financial Instruments

Capital Risk: While striving to ensure the continuity of its operations, the Company also aims to maximize its profitability by efficiently managing the balance between debt and equity. It aims to maintain capital risk at a balanced level through the acquisition of new debt or the repayment of existing debt. The Board of Directors regularly convenes to assess the capital structure and debt position, striving to maintain capital risk at a balanced level.

Financial Risk: Due to its operations, the Company is exposed to market risk (currency risk and price risk), credit risk and liquidity risk. To mitigate these financial risks, the Company occasionally uses derivative instruments.

Credit Risk: Due to being a part of the Oyak Group and a key player in its sector, the Company has high creditworthiness. The Company mitigates credit risk by conducting transactions only with parties having credit reliability, obtaining sufficient collateral when possible, and continuously performing credit assessments on customers' trade receivables.

The collateral mainly consists of guarantee letters obtained from customers and mortgages.

Liquidity Risk: The Board of Directors manages liquidity risk by ensuring the continuity of sufficient funds and borrowing reserves through the estimation of liquidity risk, regular monitoring of actual cash flows, and matching the maturities of financial assets and liabilities. The Board of Directors minimizes liquidity risk by implementing an appropriate liquidity risk management strategy for the Group Management's short-, medium-, and long-term funding and liquidity requirements.

Market Risk: The Company uses forward foreign exchange purchase/sale contracts occasionally to control risks associated with exchange rates.

Currency Risk: The Company manages currency risk through forward foreign exchange purchase/sale contracts, based on approved policies.

Interest Rate Risk: The Company keeps its exposure to interest rate fluctuations at a very low level by structuring its financial obligations with both variable and fixed-interest instruments for financing purposes.

Price Risk: Price risk is naturally managed by ensuring that debts and receivables, as well as interest-bearing assets and liabilities, in the same currency offset each other.

Forward-Looking Risks

The Board of Directors regularly analyzes the risks that the Company may face in the future through the Early Detection of Risk Committee. As of the reporting period, the assessments indicate that no risks are anticipated to affect the Company's future operations.



Strong Growth in Seeds

Through our companies operating in the seed sector, we pursue a growth strategy centered on productivity and quality. Innovative solutions developed with HEKTAŞ Seed and Agriventis support sustainable production while establishing a strong foundation that will help secure the future of agricultural production.

04 CORPORATE GOVERNANCE

04. CORPORATE GOVERNANCE

GENERAL ASSEMBLY

According to Article 21 of the Company's Articles of Association, the Ordinary General Assembly convenes at least once a year, within three months following the end of the Company's fiscal period, to discuss and resolve the items on the agenda. The Extraordinary General Assembly convenes when required by the affairs of the Company, in accordance with the provisions set forth in the law and the Articles of Association, to make the necessary decisions.

2024 Annual General Assembly Meeting

The Ordinary General Assembly Meeting of Hektaş Ticaret Türk Anonim Şirketi for the year 2024 was held on May 23, 2025, at 12:00, at the company headquarters located at Gebze Organized Industrial Zone Mah., 700th Street No: 711/1, P.K. 41400 Gebze/Kocaeli, under the supervision of the Ministry Representative Mr. Veysi UZUNKAYA, appointed by the letter of the Kocaeli Provincial Directorate of Commerce dated May 23, 2025, and numbered E-80122446-431.03-00109348394. As a result of the examination of the list of attendees present physically and electronically; it was observed that 3,885,295.70 shares representing TRY 38,852,957 of the capital were present in person, 26,974,609,502.70 shares representing TRY 269,746,095.027 of the capital were represented by depository representatives, and 466,739,897,506.40 shares representing TRY 4,667,398,975.064 of the capital were represented by other representatives. Thus, it was determined that a total of 493,718,392,304.80 shares representing TRY 4,937,183,923.048 of the capital were present at the meeting. It was understood that the minimum meeting quorum stipulated in the relevant laws and the Company's Articles of Association was met, and upon this confirmation, the meeting was initiated by Mr. Murat KILIÇ, and the discussion of the agenda commenced.

Efforts were made to ensure the participation of all stakeholders, including interested parties, media representatives, and the general public, as observers in the General Assembly, with the goal of facilitating their involvement in the meeting. Additionally, the General Assembly Meeting was broadcast live through the CSD (MKK) and E-GKS platforms. Along with the list of physical attendees, an electronic attendees list was also prepared.

The invitation to the meeting, including the agenda, was announced in accordance with the Turkish Commercial Code and the Articles of Association by publication in the Turkish Trade Registry Gazette, on the Public Disclosure Platform (KAP), and on the Electronic General Assembly System, and was simultaneously made available to shareholders on the Company's website at www.hektas.com.tr.

Before the General Assembly, an informative document regarding the agenda items is prepared and made publicly available through the Public Disclosure Platform (KAP) and the corporate website. Including the Activity Report, Financial Statements and Reports, Corporate Governance Compliance Report, Dividend Distribution Proposal (if applicable), Independent External Audit Reports, and Legal Auditor's Report, as well as the amendment text and justification for any changes to the Articles of Association, the Information Policy, and the Remuneration Policy, are made available for review by shareholders at the Company's headquarters and on the website in an easily accessible manner, three weeks before the General Assembly meeting.

Before the General Assembly meeting, sample power of attorney forms for those who wish to be represented by a proxy are made available to shareholders through the newspaper announcement and the website. The voting procedure to be applied during the meeting is communicated to shareholders through a material event disclosure on the website and the Public Disclosure Platform (KAP).

In General Assembly meetings, it is a fundamental right for shareholders to ask questions and express their opinions on the matters discussed. This principle is strictly adhered to. In this regard, the shareholders' right to ask questions, present proposals related to the agenda items, or speak on the proposals or existing matters is ensured by the Chairmanship of the Assembly in accordance with the procedures, and the necessary records are kept.

No notification was received from the Company's shareholders regarding the addition of any item to the agenda of the Ordinary General Assembly Meeting for the year 2024 held on 23.05.2025.

The minutes of the General Assembly meeting are published on the Company's website, the Public Disclosure Platform (KAP), and the CSD's (MKK) "Electronic General Assembly" system, in a manner that allows shareholders to access them easily within the legal timeframes.

At least one Board of Directors member, one auditor, at least one of the officials responsible for preparing the financial statements, and at least one expert on the relevant topics were present at the General Assembly meeting to provide explanations on the agenda items requiring special attention.

On the Company's website, along with the general assembly meeting notice, the following matters, in addition to the notifications and disclosures required by the Company's regulations, are announced to the shareholders:

- The total number of shares and voting rights reflecting the Company's shareholder structure as of the date of the announcement,
- If the agenda of the General Assembly Meeting includes the removal, replacement, or election of Board Members, the reasons for their removal and replacement, as well as information about the candidates nominated for Board Members,
- In the case of an amendment to the Articles of Association on the agenda, the related Board of Directors' decision, along with the old and new versions of the amendments to the Articles of Association,
- The biographies of the individuals nominated for Board of Directors membership, including information about the positions they have held in the last ten years.

GENERAL ASSEMBLY

Ordinary General Assembly Agenda

- Opening, formation of the meeting presidency, and moment of silence,
- Granting authority to the Meeting Presidency for signing the General Assembly meeting minutes and other related documents,
- Reading, discussing, and submitting for approval the "Board of Directors Activity Report" for the 2024 fiscal year,
- Reading the summary of the "Independent Audit Report" for the 2024 fiscal year,
- Reading, discussing, and submitting for approval the "Financial Position Statement" and "Profit and Loss Accounts" for the 2024 fiscal year,
- Discussing and deciding on the approval of the Board of Directors members for the 2024 fiscal year,
- Discussing and submitting for approval the Board of Directors' proposal for profit distribution and the distribution date for the 2024 fiscal year,
- Selection of Independent Board Members and determination of their terms of office in accordance with the relevant legal provisions,
- Determining the remuneration of the Board of Directors members,
- Granting permission to the Board of Directors members to perform the activities specified in Articles 395 and 396 of the Turkish Commercial Code,
- Deliberation and resolution on the proposal of the Board of Directors regarding the selection of the independent external audit firm for the audit of the accounts and transactions for the year 2025, in accordance with the regulations of the Turkish Commercial Code, the Capital Markets Board, and the Public Oversight, Accounting and Auditing Standards Authority,
- Providing information regarding guarantees, pledges, mortgages, and sureties given in favor of third parties, as well as the income or benefits obtained from them,
- Providing information on donations and grants made in 2024 and determining the donation limit for the fiscal period 01.01.2025–31.12.2025,
- Submitting amendments to the Company's Disclosure Policy for the information of the General Assembly,
- Closing.

AMENDMENT TO THE ARTICLES OF ASSOCIATION

No amendments were made to the Company's Articles of Association during 2025.

WORKING PRINCIPLES OF THE COMMITTEES

Corporate Governance Committee Internal Regulations

Purpose

The purpose of this Internal Directive ("Directive") is to determine the duties, authorities, responsibilities, and working principles and procedures of the Corporate Governance Committee ("Committee"), established by the Board of Directors' resolution dated 22.06.2012 and numbered 2012/32, in order to ensure the proper fulfillment of the duties and responsibilities of the Board of Directors of HEKTAŞ TİCARET T.A.Ş. ("Company") in accordance with the Communiqué on the Determination and Implementation of Corporate Governance Principles issued by the Capital Markets Board ("Communiqué").

Considering the structure of the Company's Board of Directors, with the Board of Directors' decision dated June 22, 2012, and numbered 2012/32, the authority, duties, and responsibilities for carrying out the tasks foreseen by the Communiqué for the Nomination Committee and the Remuneration Committee were also entrusted to the Corporate Governance Committee.

The purpose of the Committee is to monitor the structure and efficiency of the Company's Board of Directors within the framework of corporate governance principles, make improvements in this regard, and provide recommendations to the Board of Directors.

Authority and Scope

As part of the Company's management and oversight process, the Committee, within the scope of the objectives outlined above, has the authority to:

- Oversee the activities of the shareholder relations unit,
- Work on establishing a transparent system for identifying, evaluating, and training suitable candidates for the Board of Directors, and develop policies and strategies in this regard,
- Conduct regular evaluations of the structure and efficiency of the Board of Directors and present recommendations for potential changes to the Board. Establish the approach, principles, and practices for evaluating the performance of Board members and senior executives, as well as for career planning, and oversee their implementation,
- Develop recommendations regarding the compensation principles for Board members and senior executives, taking into account the Company's long-term goals,

and is tasked with responsibilities within its authority and scope. The final decision-making responsibility always rests with the Board of Directors.

The Committee reviews and evaluates the adequacy of this Internal Regulation and submits any proposed amendments to the Board of Directors for approval.

Structure of the Committee

Committee members are appointed annually by the Board of Directors, and the majority of the Committee members are composed of the Company's Board of Directors members. If the Committee consists of two members, both of them are non-executive members of the Board of Directors. In the case of more than two members, the majority of the members must be non-executive Board members. The CEO and General Manager are not allowed to serve on the committees. The Committee Chairman is selected from among the Independent Board Members.

The Committee may appoint a vice-chairman to assume the responsibilities of the Chairman in their absence.

Within the framework of the above-mentioned purpose and scope, the Committee may, at the Company's expense, seek consulting services from independent experts or organizations on matters it deems necessary. It may also invite the relevant manager to its meetings and seek their opinions.

The Committee is accountable to the Board of Directors.

Committee Meetings

The Committee's meetings are held once every three months to ensure that the Committee can effectively fulfill its duties, and they are scheduled to align with the regular meetings of the Board of Directors.

However, the Committee may meet as frequently as necessary to ensure the effectiveness of its work.

All necessary resources and support required for the Committee to carry out its duties are provided by the Board of Directors. The Committee may be convened at the request of the Committee Chairman or a Committee member. Committee meetings will be held based on the agenda distributed in advance by the Corporate Governance Secretariat ("Secretariat"). The decisions made during Committee meetings are recorded in writing by the Secretariat and archived. In this context, after each meeting, a written report on the Committee's activities, along with a summary of the minutes, is submitted to the Board of Directors. The meeting minutes are kept in the Secretariat. The Committee may also convene via teleconference or through any other means.

The Committee makes its decisions with a quorum consisting of a simple majority of its members.

The Committee conducts an annual self-assessment regarding its objectives, duties, and performance, and reports the results of this assessment to the Board of Directors.

WORKING PRINCIPLES OF THE COMMITTEES

Corporate Governance Committee Internal Regulations

Duties and Responsibilities

The Committee ensures that the Board of Directors is informed on matters within its authority and responsibility,

The Committee develops, reviews, and, if necessary, updates the Company's Corporate Governance Principles annually or more frequently. It then submits its recommendations for changes to these principles to the Board of Directors,

The Committee monitors the effective implementation of corporate governance practices and identifies conflicts of interest arising from the incomplete application of these principles, providing the Board of Directors with proposed solutions,

The Committee makes recommendations to the Board of Directors regarding the number of Board members and the structure of its committees,

The Committee conducts the search and identification of qualified individuals who could potentially be appointed as Board members or fill vacant positions on the Board. It also identifies candidates for the new term, as well as candidates for vacancies that occur before the end of the term, and presents these candidates to the Board of Directors upon request,

The Committee evaluates potential Board member candidates by preparing criteria to assess their background and reputation in terms of character, integrity, professional experience, how they can complement the experience diversity and expertise of other Board members, their ability to dedicate sufficient time to Board duties, and their alignment with other criteria developed by the Board of Directors. These criteria are regularly updated,

The Committee also makes recommendations for members of other Board of Directors committees and suggests suitable candidates for vacancies in these committees. The Committee ensures that, in all areas of its application, committee members meet the independence criteria and other criteria set by laws, regulations, and applicable rules,

When recommending a Board member for re-election, the Committee considers the individual's attendance at previous meetings and their contributions to the Board and Committee activities,

The Committee assists the Board of Directors in evaluating the annual performance of senior executives. The evaluation includes job performance, achievement of long-term strategic objectives,

It should be based on objective criteria, including but not limited to management development issues,

The Committee conducts a performance evaluation at least annually to assess whether it is working effectively,

The Committee develops the existing compensation policy for Board members and senior executives, taking into account the degree to which the criteria set by the Board of Directors are met, and submits its recommendations to the Board of Directors,

The Committee prepares and reviews a succession plan for the Company's senior executives and provides recommendations to the Board of Directors regarding these plans,

In the process of identifying suitable candidates for the Board of Directors;

The Committee ensures that the Board of Directors is informed on matters within its authority and responsibility,

- The Committee reviews the candidates' resumes within the timeframes prescribed by the legislation, in accordance with the criteria set out in the Corporate Governance Principles, and may request any information and documents from the candidates.

- The Committee keeps a personnel file for each candidate, containing the information and documents on which its evaluation is based.

- The Committee presents its review and evaluation of the candidates, including its opinion on whether the candidates are suitable for membership, and if necessary, provides a preferred ranking, to the Board of Directors within the time frame set by the Board, in the form of a reasoned report.

- The Committee obtains an "Independence Statement" from the candidates it deems to meet the criteria and adds it to their personnel files.

- The Board of Directors reviews the candidates' status in light of the submitted report and makes a decision regarding their membership. This decision may align with the Committee's recommendations, or it may involve the Committee re-examining the candidates' status. However, if the views formed as a result of the Committee's re-examination are not accepted, the Board of Directors will make the decision directly.

- The Board of Directors' decision regarding a proposed candidate may either approve the candidate's membership or reject it based on a valid reason.

Amendment to the Internal Regulations

Proposed amendments to these regulations are submitted by the Committee to the Board of Directors.

The prepared proposals are brought up on the agenda at the Board of Directors' first meeting.

Enforcement

This regulation shall come into effect on the date it is approved by the Board of Directors.

WORKING PRINCIPLES OF THE COMMITTEES

Early Detection of Risk Committee Internal Regulations

Purpose

The purpose of this Internal Regulation ("Internal Regulation") is to define the duties, authorities, responsibilities, working procedures, and principles of the Early Detection of Risk Committee ("Committee"), which was established with the Board of Directors' decision dated July 24, 2012, and numbered 2012/34, in line with the Capital Markets Board's Communiqué on the Determination and Implementation of Corporate Governance Principles ("Communiqué") and Article 378 of the Turkish Commercial Code, which came into effect on July 1, 2012, to ensure the proper fulfillment of the duties and responsibilities of the Board of Directors of HEKTAŞ TİCARET T.A.Ş. ("Company").

The purpose of the Early Detection of Risk Committee ("Committee") is to identify, within the scope of this regulation and legal regulations, risks that could jeopardize the Company's existence, development, and continuity, implement necessary measures for the identified risks, and manage the risks.

Authority and Scope

All necessary resources and support required for the Committee to carry out its duties are provided by the Board of Directors. The Committee may invite any manager it deems necessary to its meetings and seek their opinions.

The Committee seeks the opinions of independent experts on matters it deems necessary for its activities. The cost of the consulting services required by the Committee is covered by the Company.

Committee members are determined at the first Board of Directors meeting following the Annual General Assembly meeting each year.

The Committee reviews and evaluates the adequacy of this Internal Regulation and submits any proposed amendments to the Board of Directors for approval.

The Committee evaluates the risk situation in its bi-monthly report to the Board of Directors, points out any potential dangers, and suggests solutions if necessary. The report is also sent to the auditor.

Structure of the Committee

The majority of the Committee members are composed of the Company's Board of Directors members. If the Committee consists of two members, both of them are non-executive members of the Board of Directors. In the case of more than two members, the majority of the members must be non-executive Board members. The CEO and General Manager are not allowed to serve on the committees. The Committee Chairman is selected from among the Independent Board Members.

Committee Meetings

The Committee's meetings are held once every two months to ensure the effective performance of its duties, and are scheduled to align with the regular meetings of the Board of Directors. However, the Committee may meet as frequently as necessary to ensure the effectiveness of its work.

The Committee may be convened at the request of the Committee Chairman or a Committee member. Committee meetings will be held based on the agenda distributed in advance by the Corporate Governance Secretariat ("Secretariat"). The decisions made during Committee meetings are recorded in writing by the Secretariat and archived. In this context, after each meeting, a written report on the Committee's activities, along with a summary of the minutes, is submitted to the Board of Directors. The meeting minutes are kept in the Secretariat. The Committee may also convene via teleconference or through any other means.

The Committee makes its decisions with a quorum consisting of a simple majority of its members.

The Committee conducts an annual self-assessment regarding its objectives, duties, and performance, and reports the results of this assessment to the Board of Directors.

Duties and Responsibilities

The Committee;

In line with the risk appetite determined by the Board of Directors and the views of the Board;

The identification of all risks that could jeopardize the Company's existence, development, and continuity, by assessing their likelihood and impacts,

The development of risk measurement models and risk management systems, and the review of their effectiveness at least once a year,

Providing information to the Board of Directors on the measurement and monitoring of risks, and making necessary warnings regarding the use of risk factors in decision-making processes,

The Committee is responsible for making recommendations to the Board of Directors for improving risk management practices and models.

The Committee carries out the necessary work to ensure that the risk management policies and practices are adopted and implemented by all Company departments and employees.

The Committee meets at least six times a year. The meeting minutes are kept in writing. The meeting outcomes are presented to the Board of Directors in the form of a report. Meetings may also be conducted using technological means in the event that the committee members are unable to gather in person.

Amendment to the Internal Regulations

Proposed amendments to these regulations are submitted by the Committee to the Board of Directors. The prepared proposals are brought up on the agenda at the Board of Directors' first meeting.

Enforcement

This regulation, along with any amendments and updates related to it, comes into effect with the decision of the Board of Directors.

WORKING PRINCIPLES OF THE COMMITTEES

Audit Committee Internal Regulations

Purpose and Scope

The purpose of this Internal Regulation ("Internal Regulation") is to define the duties, authorities, responsibilities, working procedures, and principles of the Audit Committee ("Committee"), which was established with the Board of Directors' decision dated June 22, 2012, and numbered 2012/31, in accordance with the Capital Markets Board's Communiqué on the Determination and Implementation of Corporate Governance Principles ("Communiqué") to ensure the proper fulfillment of the duties and responsibilities of the Board of Directors of HEKTAŞ TİCARET T.A.Ş. ("Company").

The Audit Committee, in accordance with the Capital Markets regulations and the principles set forth in this regulation, assists the Board of Directors by evaluating the Company's accounting system, public disclosure of financial information, independent audit, and the functioning and effectiveness of the internal control system. The Committee evaluates the issues identified during its assessments and reports them to the Board of Directors.

Structure of the Committee

The Committee consists of at least two members. All members of the Committee are composed of the Company's Independent Board Members.

The Committee may appoint a vice-chairman to assume the responsibilities of the Chairman in their absence.

The Committee may, at the Company's expense, obtain consulting services from independent experts or organizations on matters it deems necessary for its activities. It may also invite any manager it deems necessary to its meetings and seek their opinions.

Committee Meetings

The Committee meets at least four times a year, with meetings held at least once every three months, to ensure that it can effectively carry out its duties. The outcomes of the meetings are recorded in minutes and presented to the Board of Directors. Committee meetings are held at times that align with the regular meetings of the Board of Directors.

However, the Committee may meet as frequently as necessary to ensure the effectiveness of its work. The Committee makes its decisions with a quorum consisting of a simple majority of its members.

All necessary resources and support required for the Committee to carry out its duties are provided by the Board of Directors. The Committee may be convened at the request of the Committee Chairman or a Committee member. Committee meetings will be held based on the agenda distributed in advance by the Audit Committee Secretariat ("Secretariat"). The decisions made during Committee meetings are recorded in writing by the Secretariat and archived. In this context, after each meeting, a written report on the Committee's activities, along with a summary of the minutes, is submitted to the Board of Directors. The meeting minutes are kept in the Secretariat. The Committee may also convene via teleconference or through any other means.

The Committee may, if deemed necessary, delegate some of its duties to one or more subcommittees, each consisting of two or more members.

The Committee conducts an annual self-assessment regarding its objectives, duties, and performance, and reports the results of this assessment to the Board of Directors.

Duties and Responsibilities

The Committee supervises the Company's accounting system, public disclosure of financial information, independent audit, and the functioning and effectiveness of the Company's internal control system. The selection of the independent audit firm, the preparation of independent audit contracts, the initiation of the independent audit process, and the monitoring of the audit firm's work at each stage are carried out under the supervision of the Committee.

The independent audit firm from which the Company will receive services, along with the services to be provided by these firms, is determined by the Committee and submitted for approval by the Board of Directors.

The methods and criteria for examining and resolving complaints received by the Company regarding its accounting and internal control system, as well as its independent audit, and for evaluating the notifications of the Company's employees related to accounting and independent audit issues under the principle of confidentiality, are determined by the Audit Committee.

The Committee, after obtaining the opinions of the Company's responsible managers and independent auditors regarding the compliance of the annual and interim financial statements to the accounting principles followed by the Company, as well as their fairness and accuracy, reports its own assessment to the Board of Directors in writing.

The Committee promptly reports its findings and recommendations related to its duties and responsibilities to the Board of Directors in writing.

The Committee's duties and responsibilities do not eliminate the Board of Directors' responsibility arising from the Turkish Commercial Code.

Amendment to the Internal Regulations

Proposed amendments to these regulations are submitted by the Committee to the Board of Directors. The prepared proposals are brought up on the agenda at the Board of Directors' first meeting.

Enforcement

This regulation, along with any amendments and updates related to it, comes into effect with the decision of the Board of Directors.

COMPANY POLICIES

Profit Distribution Policy

As a general principle, the Company adopts a policy of distributing the entire distributable net profit for the period in cash, to the extent permitted by the applicable regulations, the provisions of the Company's Articles of Association, financial leverage ratios, investment/financing needs, market forecasts, and the expected future free cash flow generation. The profit distribution policy is reviewed annually by the Board of Directors, taking into account national and global economic conditions, the Company's ongoing projects, and the status of its funds.

The dividend, once approved in the General Assembly meeting, is paid by granting authority to the Board of Directors, in equal or different installment amounts, in accordance with the provisions of the legislation, by December 15 of the relevant calendar year.

The General Assembly is authorized to distribute the Dividend Advance in accordance with the provisions of the relevant legislation.

Remuneration Policy

Managers with Administrative Responsibility

The "Remuneration Policy for Managers with Administrative Responsibility" was developed based on scientific studies, research, and reviews, taking into account practices that have been tried and developed by many companies both globally and in Türkiye.

In this context, when determining the salary level, the structure of the industry in which the Company operates, competitive conditions, ongoing production and sales activities, the spread of operational locations, international activities, the structure of subsidiaries, their weight within the total, the level of knowledge required for the continuation of operations, and the number of employees are taken into consideration.

The salaries of Managers with Administrative Responsibility are tiered based on the knowledge, skills, competencies, experience level, scope of responsibilities, and problem-solving criteria required for the position, within the framework of the Company's operational diversity and scale. According to the established tiers, the monthly fixed salaries of Managers with Administrative Responsibility are determined while maintaining internal balance within the Company, and salary surveys conducted by leading companies across Türkiye are used. Thus, a fair and competitive compensation structure is ensured within the Company and in the market.

The Corporate Governance Committee ensures that, in addition to the criteria mentioned above, the long-term goals of the Company are also taken into account when determining the compensation principles and criteria for Managers with Administrative Responsibility and when creating compensation proposals.

Board Members

When determining the Board of Directors members' salary levels, in addition to practices derived from corporate guidelines, the responsibilities the Board member assumes in the decision-making process, the knowledge, skills, competencies, experience level required, the time spent on the role, and comparisons with the salary levels of Board members in similar companies within the sector are also taken into consideration.

In determining the salary levels of Independent Board Members, in addition to the above criteria, care is taken to ensure that the set salary maintains the independence of the member. Furthermore, within the framework of Corporate Governance Principles, profit sharing, stock options, or performance-based payment plans related to the Company's performance are not used.

The Corporate Governance Committee ensures that, in addition to the criteria mentioned above, the long-term goals of the Company are also taken into account when determining the compensation principles and criteria for Board Members and when creating compensation proposals.

The fees to be paid to Board Members are determined by the General Assembly's decision.

Compensation Policy

Company employees are subject to the Labor Law and relevant legislative provisions.

Information Policy

Purpose and Scope

The purpose of the Disclosure Policy of HEKTAŞ Ticaret T.A.Ş. ("HEKTAŞ") is to ensure continuous, effective, and transparent communication by sharing all non-confidential information, the company's past performance, and future expectations in a complete, fair, accurate, timely, understandable, and easily accessible manner with all stakeholders, such as local/foreign shareholders, potential investors, employees, customers, and relevant authorities, in an equal manner in accordance with the provisions of the Capital Markets Legislation, Corporate Governance Principles, and the Company's Articles of Association.

The Company's information policy is carried out in accordance with the provisions of the Capital Markets Legislation, decisions of the Capital Markets Board, and other relevant regulations. In this framework, the matters to be disclosed are announced to the public in a timely, complete, and accurate manner.

The Information Policy covers all employees operating within Hektaş.

Authority and Responsibility

Within the framework of the Corporate Governance Principles of the Capital Markets Board (CMB), the Company's Disclosure Policy is established and implemented under the authority of the Board of Directors. The Board of Directors reserves the right to make changes to this policy from time to time, as required by the relevant regulations. The Disclosure Policy and any amendments thereto are publicly announced on the Public Disclosure Platform (KAP) and on the Company's corporate website (www.hektas.com) following the approval of the Board of Directors.

The responsibility for overseeing and monitoring this Information Policy lies with Company Investor Relations Department.

All written and visual press releases to be made within the scope of this Policy are disclosed to the public by the Company officials comprising the Members of the Board of Directors, the General Manager, Directors, and the Head of the Investor Relations Department.

COMPANY POLICIES

Information Policy

The provision of the Capital Markets Board (CMB) Communiqué II-15.1 on Material Events, Article 10/a: "Forward-looking statements may be disclosed to the public, provided that they are subject to the written approval of the Board of Directors or, if authorized, the person authorized by the Board of Directors," is reserved.

Information Methods and Tools

The methods and tools used by Company for disclosure under this Disclosure Policy are outlined below.

Financial statements, independent auditor reports, and statements periodically submitted to the Public Disclosure Platform (KAP)

- Annual Activity Reports
- Investor Presentation Files
- Company Website
- Material event disclosure forms
- Announcements and notices made through the Trade Registry Gazette and daily newspapers
- Communication methods via telephone, email, fax, and other communication tools

Principles Regarding Presentations and Reports Disclosed at Information or Press Meetings

Unless otherwise stated in the Disclosure Policy, only individuals authorized to make public statements on behalf of HEKTAŞ Ticaret Türk A.Ş. may communicate with capital market participants.

Information requests submitted to the Company by analysts are responded to by the Investor Relations Unit—within the scope of publicly disclosed information—in an accurate, complete, and fair manner, through written or verbal communication or via briefing meetings.

For matters subject to special situations, including forward-looking evaluations, press and media outlets, press conferences and/or press releases, or other communication channels may also be utilized to disclose information to the public.

Company representatives may, from time to time, attend national and international conferences or meetings to share information with investment institutions and analysts. Presentations used at such events are also published on the Company's website in Turkish and English.

Principles Regarding the Monitoring of News and Rumors About the Company in Media Outlets or Websites and the Disclosure of Related Statements

The Company monitors news and rumors published in national or international media outlets and other communication channels through a media monitoring service. In the event of news or rumors that are disclosed for the first time or that contain information differing from previously disclosed information, the Company evaluates—within the framework of its internal regulations—the potential impact on the value and price of its shares or on investors' investment decisions and, where deemed necessary, makes a public disclosure in accordance with the principles set forth in capital markets legislation, even if a decision to delay disclosure has been taken.

The Company may choose to make a statement regarding news and rumors published in media outlets that do not trigger an obligation for a material event disclosure. These statements may be communicated to the public through written or verbal communication with the press, or they may be announced via the Company's website (www.hektas.com.tr).

The Company is not obligated to make a public disclosure regarding the adequacy and accuracy of comments, analyses, assessments, and forecasts made based on publicly disclosed information through media outlets and other communication channels.

Measures Taken to Ensure Confidentiality Until the Public Disclosure of Material Events

Company executives, their spouses, children, or individuals living in the same household, are prohibited from trading in the Company's shares or capital market instruments based on these shares, from the day following the end of the financial period for which the financial statements and independent audit reports are prepared, until the public disclosure of these statements and reports in accordance with the regulations. The prohibition also applies to the managers of the Company's affiliated and controlling subsidiaries, as well as individuals who possess insider information or continuous information due to their shareholding in the Company or its affiliated and controlling subsidiaries.

The Company may delay the public disclosure of insider information, provided that it can ensure that the release of such information does not mislead investors and that the information remains confidential, in order to protect its legitimate interests. In such cases, the Company takes all necessary measures to ensure the confidentiality of insider information, in accordance with capital markets legislation.

The Company informs its executives and employees, through in-house training programs, about the obligations outlined in the laws and relevant regulations regarding insider information, as well as the sanctions related to the misuse or dissemination of such information. The Company takes the necessary measures, such as obtaining confidentiality agreements from employees not listed as having access to insider information and third-party service providers, to prevent unauthorized access to such information.

Individuals with access to insider information are informed in writing, against signature, about the obligations outlined in the laws and relevant regulations regarding such information, as well as the sanctions related to the misuse or dissemination of these details.

COMPANY POLICIES

Information Policy

Principles Used in the Identification of Individuals with Administrative Responsibility

Within the framework of the Capital Markets Legislation, "Individuals with Administrative Responsibility" are defined as the members of the Company's Board of Directors, as well as individuals who, although not Board members, regularly have direct or indirect access to the issuer's insider information and have the authority to make administrative decisions that affect the issuer's future development and commercial objectives.

Within our Company, Persons Discharging Managerial Responsibilities are designated as the Members of the Board of Directors, the General Manager, and Directors.

Principles Regarding the Disclosure of Forward-Looking Statements

Forward-looking statements containing internal information, including plans and forecasts, or assessments that provide investors with insights into the issuer's future activities, financial condition, and performance, may be disclosed to the public within the framework of the principles set forth in the Capital Markets Legislation. The disclosure of forward-looking statements to the public is not mandatory but is discretionary.

Forward-looking statements are based on reasonable assumptions and forecasts. In the event of deviations due to unforeseen risks and developments, and if there is a significant difference between previously disclosed information and actual outcomes, an explanation is provided to the public, including the reasons for these discrepancies.

The Chairman of the Board of Directors and the CEO are authorized by the Company's Board of Directors to disclose the Company's forward-looking assessments.

Forward-looking statements, within the framework of the principles set forth in the Capital Markets Legislation, may be disclosed through material event disclosures, as well as through media outlets, press conferences, press releases, conferences or meetings at national and international levels, and other communication channels.

All questions regarding the implementation principles and procedures of this Policy should be directed to the Investor Relations Department.

Donation and Assistance Policy

HEKTAŞ Ticaret T.A.Ş. carries out its operations with a focus on the Company's sustainable growth, achieving long-term goals, and protecting the rights of all stakeholders.

In this context, donations and assistance that could lead to a departure from the principle of protecting the rights of the Company's shareholders are avoided. However, within the framework of corporate social responsibility, certain donations and assistance may be made, provided they comply with the provisions of the Capital Markets Legislation and remain within the scope of Group practices, as deemed appropriate by the Board of Directors.

The limit for donations to be made is determined by the General Assembly on an annual basis. The Capital Markets Board (SPK) is authorized to set an upper limit for the donation amount. Information regarding the donations made each year is provided at the General Assembly meeting.

Human Resources Policy

HEKTAŞ, with the awareness that the most valuable resource behind its success is human capital, operates by:

- Valuing employees,
- Harnessing the creativity of employees and drawing energy from their enthusiasm,
- Open to change and development,
- Creating career opportunities,
- Respectful of people, the environment, and nature,
- Compliant with quality standards,
- Focusing on innovation and sustainability.

Information Security Policy

As HEKTAŞ, in order to manage all risks related to business continuity and information assets, we:

- Ensure that our information security management system is documented, certified, and continuously improved to meet the requirements of the ISO 27001 standard,
- Ensure compliance with all legal regulations and contracts related to information security,
- Systematically manage risks related to information assets,
- Conduct training programs to enhance technical and behavioral competencies in order to increase awareness of information security,
- We protect the confidentiality of critical data related to our products and services, including strategic objectives, design, production, sales, supply sources, and information concerning customers and employees;
- Grant access rights in accordance with the principle of "need-to-know," and prevent unauthorized access,
- Create appropriate physical and electronic environments to ensure the security of information assets,
- Provide the necessary plans and technical infrastructure to ensure the continuity of information technology services,
- Our activities are managed in an integrated manner with other management systems, aimed at detecting information security violations in a timely manner and responding immediately.

COMPANY POLICIES

Integrated Management System Policy

Adopting Quality, Environment, and Occupational Health and Safety as a core philosophy, HEKTAŞ aims to deliver pioneering and distinctive services in its sector with high-quality products by maintaining maximum customer satisfaction in the fields of Plant Protection, Plant Nutrition, and Environmental Health.

With the mission of being the **"Pioneer of Smart Agriculture,"** the fundamental objectives of HEKTAŞ for sustainable growth are:

- To become a dynamic company preferred in every segment of the market by meeting customer needs and expectations through innovative improvements and developments with the participation of all employees;
- To ensure the production, storage, and delivery to customers of products that comply with the Quality Management System Standard, national/international regulations, and defined and measurable specifications required by our customers;
- To fulfill all relevant sectoral, national, and international legal requirements and other applicable obligations in the execution of our products and services, ensure strict compliance with conformity obligations, and enhance the performance of the Integrated Management System;
- To establish measurable objectives by considering best practices in the sector and worldwide for the continuous improvement of Integrated Management Systems and to regularly review their achievement;
- To remain committed to the principle of continuous improvement by developing proactive and systematic approaches to eliminate hazards and reduce occupational health and safety risks;
- To create a safe working environment in line with the "Zero Work Accidents" principle by increasing employee awareness and participation in processes, consulting employees, and preventing risks at their source through a risk-based approach;
- To conduct all activities in compliance with applicable laws and international standards in order to minimize environmental impact and to produce within the framework of responsible production and consumption by ensuring the recovery and reuse of outputs;
- To adopt environmental protection and pollution prevention as fundamental principles; to ensure the efficient use of natural resources, reduce waste at its source, control emissions, and carry out activities with a continuous improvement approach to minimize environmental impacts.
- To use resources efficiently by taking climate change into consideration and to develop strategies to mitigate its adverse impacts,
- To conduct honest, transparent, and ethics-based relationships with all our stakeholders.

As HEKTAŞ, for the purpose of ensuring the sustainability of the Integrated Management System, we undertake to carry out our activities at every stage within the framework of this policy through teamwork, knowledge sharing, and continuous process improvement, thereby creating added value for our stakeholders, society, and producers.

Sustainability Policy

HEKTAŞ Ticaret Türk A.Ş. (HEKTAŞ) is committed to acting within the framework of environmental, social, and economic responsibilities in order to contribute to the future of agriculture and sustainable development. Under the motto "Pioneer of Smart Agriculture," sustainability principles have been integrated into all of the Company's operations. The HEKTAŞ Sustainability Policy (the "Policy") is regarded as a guideline to ensure the achievement of HEKTAŞ's sustainability objectives.

This Policy has been established to define HEKTAŞ's commitments to fulfilling its environmental, social, and economic responsibilities while delivering sustainable agricultural solutions. Accordingly:

- A safe and inclusive working environment based on human rights and employee well-being is ensured through the continuous development of an occupational health and safety culture.
- It is aimed to expand sustainable production models by utilizing digitalization in agriculture and innovation-driven technologies based on R&D.
- It is aimed to minimize environmental impact through the efficient use of natural resources (such as water, soil, and energy).
- It is aimed to adopt sustainable production techniques to combat climate change and preserve biodiversity.
- Contribution will be made to the circular economy through products with low environmental impact.
- It is aimed to address corporate risk management with a holistic approach by assessing the impacts of environmental, social, and governance risks within business processes and creating opportunities in these areas.
- By aiming to minimize direct and indirect waste generated from its activities, the Company plans to continuously improve systems for effective waste segregation, recovery, and environmentally responsible disposal.
- By adhering to high ethical standards and the principle of transparency in all operations, an open communication approach with stakeholders is adopted, and all activities are conducted in compliance with national and international legal regulations and environmental standards.
- It is planned to establish collaborations with suppliers in line with sustainability principles and to work with suppliers that fulfill their environmental and social responsibilities.
- Sustainability training will be provided to employees, and awareness will be embedded at all levels.
- The process of achieving sustainability objectives will be regularly monitored, and improvement actions will be taken when necessary.

By acting in alignment with sustainable development goals, HEKTAŞ aims to be a pioneer of sustainability in agriculture.

COMPANY POLICIES

Energy Management System Policy

- To establish policy-aligned objectives with the participation of our employees, to develop actions to achieve these objectives, and to allocate the necessary resources;
- To monitor and comply with all laws and regulations related to energy;
- To establish effective communication with all stakeholders in order to create shared value and beneficial outcomes in energy management;
- To use appropriate resources and technologies to maintain control over energy;
- To improve energy performance indicators, including energy efficiency and intensity, across all processes;
- To ensure the efficient use of natural resources and energy and to increase the share of renewable energy sources in total energy consumption;
- To reduce energy consumption, implement continuous improvements in energy efficiency, and monitor their implementation and results;
- To use energy-efficient products and ensure the procurement of services and related design activities to improve energy performance;
- To continuously improve, document, communicate, review, and maintain the currency of our Energy Management System;
- To contribute to raising awareness among our suppliers and subcontractors, in addition to training all our employees on energy awareness;
- To continue our activities in cooperation with our suppliers and all employees for mutual benefit;
- To provide all necessary information and resources to achieve energy-related goals and objectives;

As HEKTAŞ, we commit to ensuring that our Energy Management Systems are understood and implemented by all employees of our organization, and that they become an integral part of a sustainable energy management culture by being communicated and made accessible.

Code of Ethics

Purpose and Scope

The Code of Ethics and Working Principles apply to "HEKTAŞ Türk Ticaret Anonim Şirketi (HEKTAŞ) and Group Companies," as well as all third parties and employees acting on behalf of these companies. The primary purpose of these rules is to clearly establish the ethical principles and standards that all HEKTAŞ and Group Companies employees must adhere to. The rules provided here should be considered and evaluated in conjunction with other internal corporate documents of the Company (such as policies, regulations, circulars, directives, etc.).

Code of Ethical Conduct

Integrity

The employees of HEKTAŞ and Group Companies prioritize accuracy and integrity in all business processes and relationships. Employees of HEKTAŞ and Group Companies act within the framework of accuracy and integrity in their relationships with all other employees and stakeholders.

Avoidance of Conflicts of Interest

A conflict of interest refers to any benefit that employees, in relation to their job description, status, or areas of authority, or the knowledge and skills they possess, may provide to themselves, their relatives, friends, or third parties or organizations they are associated with.

Company employees carefully avoid actions that could result in a conflict of interest and strive to protect the company's interests during their duties. They refrain from any actions or behaviors that could be interpreted as benefiting themselves or their relatives.

Refraining from Transactions for Personal or Relatives' Benefit

In HEKTAŞ and Group Companies, it is essential that employees who have a marital or third-degree (including in-laws) familial relationship do not have a reporting relationship with each other or participate together in decision-making mechanisms within the same organization.

Employees of HEKTAŞ and Group Companies, as well as their family members, should not have any financial interest in any company that has a business relationship with HEKTAŞ and Group Companies.

Employees of HEKTAŞ and Group Companies must not engage in activities that would directly or indirectly classify them as "merchants" or "traders." It is essential that they do not work for another person and/or institution, either during or outside of working hours, in exchange for a fee or similar benefit, under any title. Personnel temporarily assigned to arbitration, mediation, or expert duties by judicial or administrative authorities are exempt from this restriction.

Former Employees Engaging in Business with HEKTAŞ

In order for employees who have left HEKTAŞ and Group Companies to engage in business with HEKTAŞ and Group Companies as vendors, contractors, consultants, brokers, representatives, dealers, or in any similar capacity:

- There must be no disciplinary record regarding the employee at the company they previously worked for,
- There must be no conflict of interest arising from the duties previously undertaken by the employee.

Additionally, if the employee who has left the company previously held a position granting access to sensitive information and commercial decision-making mechanisms at HEKTAŞ and Group Companies, and wishes to engage in business in the same or similar field of activity within HEKTAŞ and Group Companies, it is essential that no business relationship is established within 3 years from the employee's departure date.

COMPANY POLICIES

Code of Ethics

Code of Ethical Conduct

The Ethics Committee is authorized to evaluate and approve exceptional cases. Under the condition that these requirements are met, in order for former employees to engage in business with HEKTAŞ and Group Companies, a report prepared by the manager of the relevant department must be approved by the Ethics Committee.

Trading in HEKTAŞ Shares

Employees can engage in investment transactions with HEKTAŞ shares on the stock exchange under the conditions specified in the regulations of the Capital Markets Board. However, employees are aware that using any confidential information belonging to HEKTAŞ and Group Companies, or sharing it with third parties, to gain any benefit, including engaging in direct or indirect stock trading on the exchanges, constitutes insider trading. They understand that such actions are considered illegal under the law.

The internal procedures established to implement the regulations of the Capital Markets Board are strictly followed. Employees listed as "insiders" are expected to be in full compliance with the relevant legislation, policies, and procedures.

Participation in Representation and Organization Invitations

Employees of HEKTAŞ and Group Companies cannot participate in events such as invitations, outdoor organizations, artistic and sporting activities, or domestic and international trips organized by third parties or institutions with whom they have a direct or indirect business relationship, if these activities could affect the decision-making process, create a potential conflict of interest, or be perceived as such by the other party. Exceptional cases are subject to the approval of the CEO.

Offers for participation in free conferences, promotional meetings, training, etc., from third parties, clients, or potential clients, as well as open public events, sports, and similar activities, may be accepted with the approval of the relevant senior manager.

Business meals, as well as open public events such as conferences, receptions, promotional activities, and seminars, are considered outside the scope of this rule.

Acceptance and Giving of Gifts

Employees of HEKTAŞ and Group Companies should not request or accept gifts, profits, assistance, hospitality, special discounts, commissions, or rebates that could affect their impartiality, decisions, and behavior, or any such offers they receive.

Except for gifts that are clearly symbolic in meaning, given in accordance with commercial traditions, customs, and practices, or promotional/souvenir gifts with a value not exceeding one-quarter of the minimum wage, gifts from individuals or institutions with whom there is a business relationship, including customers, suppliers, and distributors, are not accepted.

Gifts that must be accepted due to business relationships and do not comply with the criteria mentioned above should be reported to the Ethics Committee and subsequently recorded in the company's fixed asset register.

Employees of HEKTAŞ and Group Companies should not accept cash or cash-equivalent gifts (such as gift vouchers, commissions, etc.), regardless of the amount, nor should they borrow money from suppliers, consultants, distributors, or competitors.

Employees are not allowed to give gifts to institutions or individuals with whom they have business relationships, except for the promotional gifts prepared by the company.

Political Activities

Employees of HEKTAŞ and Group Companies should avoid situations that could create a conflict of interest in their current roles and responsibilities while engaging in individual and voluntary political activities.

In individually conducted political activities, the company's name, internal titles, and company resources may not be used.

Political propaganda cannot be conducted during working hours or within the workplace environment. Employees cannot be asked to join a political party, and the time of other employees cannot be taken for activities related to these matters.

Club and Association Memberships

It is essential that employees of HEKTAŞ and Group Companies do not engage in social activities that are incompatible with their interests and benefits. However, provided that it does not disrupt working hours and order, employees may take roles in foundations, professional, and social associations. If employees take positions in management levels at the mentioned organizations, it is essential for them to inform through the "Ethics" communication channels. The activities of associations and/or clubs must not be in any way discriminatory or contrary to the benefit of society.

COMPANY POLICIES

Code of Ethics

Our Duties and Responsibilities

Our Legal Responsibilities

All activities and transactions of HEKTAŞ and Group Companies, both domestically and internationally, are conducted within the framework of the laws of the Republic of Türkiye and international law. It is essential to provide accurate, complete, and understandable information to regulatory institutions and organizations in a timely manner. Our Responsibilities Towards Employees

HEKTAŞ and Group Companies do not discriminate based on race, ethnicity, nationality, religion, or gender. By providing equal opportunities to individuals under equal conditions, compensation, assignments, and promotions are based on performance and productivity criteria. The company's practices are in compliance with all applicable laws and regulations regarding employment and working life. Company employees also fulfill all legal requirements within the scope of their activities and act in accordance with legal regulations.

No tolerance is shown for any violation of personal integrity through physical, sexual, and/or emotional harassment towards our employees or stakeholders with whom we have business relationships, whether in the workplace or any other location related to their work. Any negative attitudes or behaviors towards individuals who report such violations or assist during the investigation process are considered a violation of our ethical standards.

A collaborative, positive, and harmonious work environment is created in the company, preventing conflict situations and ensuring that individuals with different beliefs, thoughts, and opinions work together harmoniously. Religious propaganda cannot be made in the workplace environment.

HEKTAŞ and Group Companies ensure the necessary participation in Occupational Health and Safety (OHS) training to provide a safe and healthy working environment and take all necessary precautions in this regard. Our employees report any potential hazards and risks they observe in the workplace to their department managers and/or the workplace OHS (Occupational Health and Safety) units through the relevant notification forms.

Training aimed at developing employees' professional knowledge and skills, as well as their personal abilities, is provided in accordance with the principle of equality.

Systematic and planned behaviors aimed at discouraging, reducing the performance of, or causing an employee to resign, with the intention of targeting them for psychological harassment (mobbing), will not be tolerated.

Our Responsibilities Towards Shareholders

HEKTAŞ and Group Companies prioritize sustainability and, in line with the goal of creating value for shareholders, make operational decisions based on known economic criteria. They emphasize financial discipline and accountability, ensuring that resources are managed in the most efficient way possible.

In public and shareholder disclosures, information regarding the company's financial statements, strategies, investments, and risk profile is provided in a timely, accurate, complete, and understandable manner. All meetings with investors, financial analysts, media representatives, etc., are regulated by internal company regulations. No verbal or written statements are made on behalf of HEKTAŞ and Group Companies unless specifically authorized.

Our Responsibilities Towards Customers

HEKTAŞ and Group Companies work with a customer satisfaction-oriented, proactive approach, responding to customer needs and requests in the shortest possible time and with the utmost accuracy. We deliver services on time and under the agreed conditions; approach customers with respect, honor, fairness, equality, and courtesy. It is essential that employees carefully protect the confidential information of customers.

HEKTAŞ and Group Companies are responsive to the needs and requests of their customers. At every stage of their operations, HEKTAŞ and Group Companies continuously make improvements in products, services, technology, and business processes to ensure quality, energy efficiency, and development.

Our Responsibilities Towards Suppliers/Business Partners

HEKTAŞ and Group Companies select all their suppliers from firms that fully fulfill their legal obligations, have no negative reputation, and are experts in their fields, using objective criteria.

It acts fairly and respectfully as expected from a good customer, exercises due diligence to fulfill its obligations on time, and carefully protects the confidential information of the individuals and organizations we do business with, as well as our business partners.

Our Responsibilities Towards Competitors

HEKTAŞ and its Group Companies do not engage in any agreements or practices, either directly or indirectly, that aim to prevent, distort, or restrict competition in the fields in which they operate.

HEKTAŞ and its Group Companies strictly prohibit any actions that may hinder competition, such as conducting market and price-setting activities, engaging in collaborations, or exchanging information.

Our Social Media Responsibilities

Any posts or personal comments made on social networking sites, blogs, dictionaries, forums, email groups, or similar platforms that could negatively impact the corporate stance, sectoral and social reputation, or competitiveness of HEKTAŞ and its Group Companies may impose liabilities on the employee, unless explicitly authorized within their job description and authority. Except for those specifically authorized, no employee may make verbal or written statements on behalf of HEKTAŞ and its Group Companies.

COMPANY POLICIES

Code of Ethics

Implementation

Access to ethical notifications is exclusively authorized for the General Management Office and the Chief Internal Audit Executive. The Chief Internal Audit Executive is responsible for the security, confidentiality, and management of all channels. The decision to subject notifications to review by the Ethics Committee is made by the General Management Office following a preliminary review conducted by the Chief Internal Audit Executive.

Ethics Committee

The HEKTAŞ and Group Companies Ethics Committee is the authorized body for ethical matters within the company. It provides recommendations to senior management on all ethical matters and highlights ethically risky situations.

The Ethics Committee consists of the General Manager, the Chief Technical Affairs Executive, and the Chief Human Resources Executive. The Chief Internal Audit Executive serves as the rapporteur of the Ethics Committee. The General Manager chairs the Ethics Committee and has the authority to make changes to its members.

Principles of Operation of the Ethics Committee

The Ethics Committee ensures that all employees are duly informed about the Code of Ethics and responds, with the utmost regard for confidentiality, to any questions raised by employees regarding the implementation of the Code of Ethics.

It keeps notifications and complaints, as well as the identities of those submitting them, confidential. It adopts a policy to prevent any retaliatory actions or behaviors against employees or individuals who report ethical violations and conducts investigations in accordance with confidentiality principles.

It has the authority to request information, documents, and evidence related to the investigation directly from the relevant unit. It may review any obtained information and documents strictly within the scope of the investigation.

The investigation is handled promptly to reach a conclusion as quickly as possible, and the relevant authorities are informed of the results. The decisions made by the Ethics Committee are implemented immediately. The investigation process is documented in writing from the outset, with all information, evidence, and documents attached to the report, which is then signed by the Chair and Members.

The Committee Chair and members perform their duties independently and without influence from their respective department managers or the organizational hierarchy. They cannot be subjected to any pressure or influence regarding the matter.

If employees encounter a practice that violates ethical rules, they can report it through the Ethics Line established within our Group (as part of the Ethics Line framework).

They can report it via the Ethics Line through the website www.speak-hub.com.tr, the email address hektas@speak-hub.com, or by calling (0212) 403 34 53.

OTHER ISSUES

Legal Issues

Lawsuits

There are no significant lawsuits filed against the company or currently ongoing.

Administrative and Judicial Sanctions

There are no significant administrative sanctions or penalties imposed on the Company or its Board Members due to practices that violate legislative provisions.

Information on Legislative Changes That May Significantly Affect Company Activities

There are no legislative changes related to incentives, taxation, or other regulations that would significantly impact the company's financial statements for the year-end 2025.

Disclosures on Special Audits and Public Audits

The Company's activities are regularly and periodically audited by the Independent External Auditor and Auditors appointed by the General Assembly. For the year 2025, independent audit activities are carried out by DRT Bağımsız Denetim ve Serbest Muhasebeci Mali Müşavirlik Anonim Şirketi (Member of Deloitte Touche Tohmatsu Limited).

Information Required to Be Presented to Shareholders Regarding Related Party Transactions and Balances

Information regarding the transactions carried out by the Company with related parties is disclosed in the footnotes to the financial statements dated 31.12.2025.

Information regarding any conflicts of interest arising between the Company and the institutions from which it receives services such as investment advisory and rating services, and the measures taken by the Company to prevent such conflicts: None.

Corporate Governance Compliance Report, Corporate Governance Information Form, and Sustainability Principles Compliance Report

The Corporate Governance Principles published by the Capital Markets Board were complied with and implemented during the January – December 2025 period.

The Corporate Governance Compliance Report, Corporate Governance Information Form, and Sustainability Principles Compliance Report are included in Annex-2.

Donations Made

As of 2025, the Company has not made any donations to any institutions or organizations.

OTHER ISSUES

Events Occurring After the Reporting Period

Notification Regarding the Registered Capital Ceiling Transactions

At the meeting of our Board of Directors dated 06 January 2026, it was resolved to increase the Company's registered capital ceiling from TRY 8,500,000,000 to TRY 25,000,000,000, to extend its validity period from the end of 2027 to the end of 2030, and accordingly to amend Article 7 of our Articles of Association titled "Capital",

For this purpose, it has been resolved to obtain the necessary approvals from the Capital Markets Board and the Ministry of Trade of the Republic of Türkiye, and following the receipt of such approvals, to submit the amendments for the approval of the shareholders at the first General Assembly meeting to be held, and to authorize the General Management to carry out the necessary procedures in this regard. The resolution adopted was publicly disclosed on 06/01/2026 through the Public Disclosure Platform (KAP).

Registered Capital Ceiling Increase and Extension of Validity Period – Application to and Approval by the CMB

An application was submitted to the Capital Markets Board on 09.01.2026 for the amendment of Article 7 of the Company's Articles of Association titled "Capital" in relation to the increase of the registered capital ceiling and the extension of its validity period. The development regarding the process was publicly disclosed on 09/01/2026 through the Public Disclosure Platform (KAP). The application was approved by the Capital Markets Board of the Republic of Türkiye with its letter dated 13/01/2026 and numbered E-29833736-110.04.04-84318, and was also approved by the Ministry of Trade of the Republic of Türkiye with its decision dated 04/02/2026 and numbered E-50035491-431.02-00118632159. The approved text of the amendment to the Articles of Association will be submitted for the approval of the shareholders at the Ordinary General Assembly meeting for the year 2025. The development regarding the process was publicly disclosed on 05/02/2026 through the Public Disclosure Platform (KAP).

Amendment to the Articles of Association

An application was submitted to the Capital Markets Board on 09.01.2026 for the amendment of Article 7 of the Company's Articles of Association titled "Capital" in relation to the increase of the registered capital ceiling and the extension of its validity period. The development regarding the process was publicly disclosed on 09/01/2026 through the Public Disclosure Platform (KAP). The application was approved by the Capital Markets Board of the Republic of Türkiye with its letter dated 13/01/2026 and numbered E-29833736-110.04.04-84318, and was also approved by the Ministry of Trade of the Republic of Türkiye with its decision dated 04/02/2026 and numbered E-50035491-431.02-00118632159. The approved text of the amendment to the Articles of Association will be submitted for the approval of the shareholders at the Ordinary General Assembly meeting for the year 2025. The development regarding the process was publicly disclosed on 05/02/2026 through the Public Disclosure Platform (KAP).

The amendment text of the Articles of Association is as follows:

HEKTAŞ TİCARET TÜRK ANONİM ŞİRKETİ
AMENDMENT TEXT OF THE ARTICLES OF ASSOCIATION

CURRENT VERSION	NEW VERSION
ARTICLE 7	**ARTICLE 7**
The Company has adopted the registered capital system in accordance with the provisions of the Capital Markets Law (CML) and transitioned to this system with the approval of the Capital Markets Board, dated October 13, 1988, and numbered 547.	The Company has adopted the registered capital system in accordance with the provisions of the Capital Markets Law (CML) and transitioned to this system with the approval of the Capital Markets Board, dated October 13, 1988, and numbered 547.
The Company's registered capital ceiling is ~~**TRY 8,500,000,000,**~~ divided into ~~**850,000,000,000**~~ shares, each with a nominal value of 1 (one) Kuruş. The authorization granted by the Capital Markets Board for the registered capital ceiling shall be valid for the years ~~**2023–2027**~~ (5 years). Even if the approved registered capital ceiling has not been reached by the end of ~~**2027;**~~ in order for the Board of Directors to resolve on a capital increase after ~~**2027**~~, it is mandatory to obtain authorization from the General Assembly for a new period not exceeding five years, by securing the approval of the Capital Markets Board for either the previously approved ceiling or a new ceiling amount. If this authorization is not obtained, a capital increase cannot be made with a decision of the Board of Directors.	The Company's registered capital ceiling is **TRY 25,000,000,000** divided into **2,500,000,000,000** shares, each with a nominal value of TRY 0.01. The authorization granted by the Capital Markets Board for the registered capital ceiling shall be valid for the years **2026–2030** (5 years). Even if the approved registered capital ceiling has not been reached by the end of **2030**, in order for the Board of Directors to resolve on a capital increase after **2030**, it is mandatory to obtain authorization from the General Assembly for a new period not exceeding five years, by securing the approval of the Capital Markets Board for either the previously approved ceiling or a new ceiling amount. If this authorization is not obtained, a capital increase cannot be made with a decision of the Board of Directors.
The Company's issued capital is fully paid and amounts to 8,430,000,000 (Eight billion four hundred thirty million) Turkish Liras, consisting of 843,000,000,000 (Eight hundred forty-three billion) shares, each with a nominal value of 1 (one) Kuruş.	The Company's issued capital amounts to TRY 8,430,000,000 (Eight Billion Four Hundred Thirty Million Turkish Lira), fully paid in, and consists of 843,000,000,000 (Eight Hundred Forty-Three Billion) shares, each with a nominal value of TRY 0.01.
Between ~~**2023 and 2027,**~~ the Board of Directors is authorized, in accordance with the provisions of the Capital Markets Law, to increase the issued capital up to the registered capital ceiling by issuing registered or bearer shares as it may deem necessary.	Between **2026 and 2030**, the Board of Directors is authorized, in accordance with the provisions of the Capital Markets Law, to increase the issued capital up to the registered capital ceiling by issuing registered or bearer shares as it may deem necessary, and to resolve on the restriction of shareholders' pre-emptive rights as well as the issuance of shares at a premium or below their nominal value. The authority to limit the preemption rights for new shares cannot be used in a way that would cause inequality among the shareholders.
Provided that it does not contravene the provisions of the Turkish Commercial Code and the Capital Markets Law, the Board of Directors is authorized to restrict shareholders' pre-emptive rights and to issue shares above their nominal value. The authority to limit the preemption rights for new shares cannot be used in a way that would cause inequality among the shareholders.	
Shares representing the capital are monitored in book-entry form in accordance with the principles of dematerialization.	Shares representing the capital are monitored in book-entry form in accordance with the principles of dematerialization.
Each share carries 1 voting right.	Each share carries 1 voting right.

OTHER ISSUES

Events Occurring After the Reporting Period

Regarding the Capital Increase and New Shareholding Structure of Hektaş Asia LLC

As previously disclosed to the public on 12.09.2025 and 23.10.2025, it was announced that partnership negotiations had commenced in relation to the ongoing investments of our Uzbekistan-based subsidiary, Hektaş Asia LLC. As also stated in our Public Disclosure Platform (KAP) announcement dated 23.10.2025, as a result of the partnership negotiations conducted between our Company and Uzbek-Oman Investment Company JV LLC regarding the ongoing investments of Hektaş Asia LLC, our wholly owned subsidiary with fully paid capital, it was resolved that Uzbek-Oman Investment Company JV LLC would acquire a 33.3% stake in Hektaş Asia LLC for a consideration of USD 24,905,317.23 (UZS 304,895,127,444.68). For the purposes of this partnership, the General Assembly of Hektaş Asia LLC resolved to convene an extraordinary meeting on 03.02.2026 in order to decide on a 49.93% capital increase, to be fully paid in cash, by restricting HEKTAŞ's pre-emptive rights. Following the General Assembly, upon participation solely by Uzbek-Oman Investment Company JV LLC in the 49.93% capital increase, our Company's shareholding ratio in Hektaş Asia LLC will be 66.7%. The development regarding the process was disclosed to the public on 03/02/2026 via the Public Disclosure Platform (KAP). The new shareholding structure and capital of Hektaş Asia LLC were registered on 10/02/2026 and announced to the public via the Public Disclosure Platform (KAP).

Changes Of The Person Acting On Behalf Of The Legal Person Board of Directors Member

Pursuant to the Board Resolution of our Company dated 12.02.2026, and in accordance with the Board Resolution of AKDENİZ Chemson Kimya Sanayi ve Ticaret Anonim Şirketi, our Company's legal entity Vice Chairman of the Board of Directors, Mr. Mehmet Hadi TUNÇ, was appointed to replace Mr. Hüseyin Fazıl ORAL, the real person previously acting on behalf of AKDENİZ Chemson Kimya Sanayi ve Ticaret Anonim Şirketi. The relevant disclosure was announced to the public through the Public Disclosure Platform (KAP) on 12/02/2026.

Pursuant to the Board Resolution of our Company dated 12.02.2026 and in accordance with the Board Resolution of OYTAŞ İç ve Dış Ticaret Anonim Şirketi, Mr. Oğulcan TOPER was appointed to replace Mr. Volkan ÜNLÜEL as the real person acting on behalf of our Company's legal entity Board Member, OYTAŞ İç ve Dış Ticaret Anonim Şirketi. The relevant disclosure was announced to the public through the Public Disclosure Platform (KAP) on 12/02/2026.

Submission of Financial Statements to any Authorities

The Detailed Income Statement of our Company for the period between 01/01/2025 and 31/12/2025 has been submitted to the Tax Office to which we are affiliated, as an attachment to the 4th Provisional Corporate Tax Return for the year 2025. The relevant disclosure was announced to the public through the Public Disclosure Platform (KAP) on 17/02/2026.

Company General Info Form / Subsidiaries, Financial Non-Current Assets and Financial Investments

The trade name of our subsidiary, Areo Tohumculuk Arge Sanayi ve Dış Ticaret Anonim Şirketi, has been changed to HEKTAŞ Seedculuk Sanayi ve Dış Ticaret Anonim Şirketi, and the development was publicly disclosed via the Public Disclosure Platform (KAP) on 24/02/2026.

Regarding the Introduction of Privileges to the Existing Shares

Based on the resolution adopted at the Board of Directors meeting dated 28.02.2026 of our Controlling Shareholder, Ordu Yardımlaşma Kurumu (OYAK) General Directorate, a request has been submitted to our Company for an amendment to the Articles of Association in order to create privileged rights in the shares it holds, to reorganize the shares representing our Company's share capital as Class A (privileged) and Class B (non-privileged) shares, and to grant voting, management and pre-emptive rights privileges to the Class A shares, with the aim of ensuring the continuity of strategic decisions to be taken for the establishment of financing options through equity-based methods at Hektaş and the reduction of financing costs, preserving the control structure, and maintaining a stable control structure in the management for the financing of operations. The aforementioned proposal will be evaluated by our Company, and the public will be duly informed of any developments. The development was publicly disclosed via the Public Disclosure Platform (KAP) on 02/03/2026.

Regarding the Amendment of the Articles of Association and CMB Application / Notification Regarding Retirement Right

Based on the resolution of our Board of Directors dated 05.03.2026; Pursuant to the separation of the shares representing the capital of our Company into A and B Groups and the creation of privileges for A Group shares, our application to the Capital Markets Board through the E-Application system regarding the amendment of Article 7 titled " Capital", Article 11 titled "Board of Directors", Article 12 titled "Term of the Board of Directors", Article 13 titled "Meetings", Article 14 titled "Powers of the Board of Directors", and Article 22 titled "Voting Rights and Form of Representation" of our Company's Articles of Association, and the addition of Article 38 titled "Transfer of Shares" to the Articles of Association, was submitted on 05.03.2026

ANNEX-1

Annex-1: Declarations of Independence of the Independent Members of the Board of Directors

INDEPENDENT BOARD MEMBER DECLARATION

03.02.2025

I hereby acknowledge, declare, and undertake that I have read and understood the Corporate Governance Principles set forth in the Capital Markets Board's Communiqué on Corporate Governance (II-17.1) and that I meet all the criteria for Independent Board Membership, as listed in the principles and attached to this declaration.

Bülent Şamil YETİŞ

DECLARATION OF INDEPENDENCE

HEKTAŞ TİCARET T.A.Ş. I declare that I am a candidate to serve as an "independent member" of the Board of Directors in accordance with the criteria set forth in the legislation, the articles of association, and the Capital Markets Board's Corporate Governance Communiqué, and in this context:

a) That neither I, nor my spouse, nor my relatives by blood or marriage up to the second degree have had, within the past five years, any employment relationship in an executive position involving significant duties and responsibilities with the Company, its subsidiaries where the Company has management control or significant influence, or the shareholders who hold management control or significant influence over the Company, as well as with the legal entities controlled by such shareholders; that we do not individually or collectively own more than 5% of the capital, voting rights, or privileged shares of these entities; and that no significant commercial relationship has been established,

b) That within the past five years, I have not been a partner (holding 5% or more of shares), an executive in a position with significant duties and responsibilities, or a board member in companies from which the Company has purchased or to which it has sold significant amounts of products or services, particularly in areas such as audit (including tax audit, statutory audit, and internal audit), credit rating, or consultancy, during the periods when such purchases or sales took place,

c) That I possess the professional education, knowledge, and experience necessary to duly fulfill the duties I will undertake as an independent board member,

ç) That, except for university faculty membership, I do not hold a full-time position in any public institutions or organizations after being elected as a member, provided that it complies with the applicable legislation,

d) That I am considered a resident in Türkiye in accordance with the Income Tax Law No. 193, dated 31/12/1960,

e) That I possess strong ethical standards, professional reputation, and experience that enable me to make positive contributions to the Company's activities, maintain impartiality in conflicts of interest between the Company and its shareholders, and make independent decisions while considering the rights of stakeholders,

f) That I am able to allocate sufficient time to monitor the Company's operations and fully fulfill the requirements of my duties,

g) That I have not served as a board member in the Company's Board of Directors for more than six years within the last ten years,

ğ) That I do not serve as an independent board member in more than three companies controlled by the Company or its controlling shareholders, nor in more than five publicly traded companies in total,

h) That I declare that I have not been registered or announced as a representative on behalf of a legal entity elected as a Board Member in the trade registry.

Bülent Şamil YETİŞ
03 Şubat 2025

ANNEX-1

Annex-1: Declarations of Independence of the Independent Members of the Board of Directors

INDEPENDENT BOARD MEMBER DECLARATION

03.02.2025

I hereby acknowledge, declare, and undertake that I have read and understood the Corporate Governance Principles set forth in the Capital Markets Board's Communiqué on Corporate Governance (II-17.1) and that I meet all the criteria for Independent Board Membership, as listed in the principles and attached to this declaration.

Kurtuluş Bedri VAROĞLU

DECLARATION OF INDEPENDENCE

HEKTAŞ TİCARET T.A.Ş. I declare that I am a candidate to serve as an "independent member" of the Board of Directors in accordance with the criteria set forth in the legislation, the articles of association, and the Capital Markets Board's Corporate Governance Communiqué, and in this context:

a) That neither I, nor my spouse, nor my relatives by blood or marriage up to the second degree have had, within the past five years, any employment relationship in an executive position involving significant duties and responsibilities with the Company, its subsidiaries where the Company has management control or significant influence, or the shareholders who hold management control or significant influence over the Company, as well as with the legal entities controlled by such shareholders; that we do not individually or collectively own more than 5% of the capital, voting rights, or privileged shares of these entities; and that no significant commercial relationship has been established,

b) That within the past five years, I have not been a partner (holding 5% or more of shares), an executive in a position with significant duties and responsibilities, or a board member in companies from which the Company has purchased or to which it has sold significant amounts of products or services, particularly in areas such as audit (including tax audit, statutory audit, and internal audit), credit rating, or consultancy, during the periods when such purchases or sales took place,

c) That I possess the professional education, knowledge, and experience necessary to duly fulfill the duties I will undertake as an independent board member,

ç) That, except for university faculty membership, I do not hold a full-time position in any public institutions or organizations after being elected as a member, provided that it complies with the applicable legislation,

d) That I am considered a resident in Türkiye in accordance with the Income Tax Law No. 193, dated 31/12/1960,

e) That I possess strong ethical standards, professional reputation, and experience that enable me to make positive contributions to the Company's activities, maintain impartiality in conflicts of interest between the Company and its shareholders, and make independent decisions while considering the rights of stakeholders,

f) That I am able to allocate sufficient time to monitor the Company's operations and fully fulfill the requirements of my duties,

g) That I have not served as a board member in the Company's Board of Directors for more than six years within the last ten years,

ğ) That I do not serve as an independent board member in more than three companies controlled by the Company or its controlling shareholders, nor in more than five publicly traded companies in total,

h) That I declare that I have not been registered or announced as a representative on behalf of a legal entity elected as a Board Member in the trade registry.

Kurtuluş Bedri VAROĞLU
03 Şubat 2025

ANNEX-1

Annex-1: Declarations of Independence of the Independent Members of the Board of Directors

INDEPENDENT BOARD MEMBER DECLARATION

03.02.2025

I hereby acknowledge, declare, and undertake that I have read and understood the Corporate Governance Principles set forth in the Capital Markets Board's Communiqué on Corporate Governance (II-17.1) and that I meet all the criteria for Independent Board Membership, as listed in the principles and attached to this declaration.

Bekir Yener YILDIRIM

DECLARATION OF INDEPENDENCE

HEKTAŞ TİCARET T.A.Ş. I declare that I am a candidate to serve as an "independent member" of the Board of Directors in accordance with the criteria set forth in the legislation, the articles of association, and the Capital Markets Board's Corporate Governance Communiqué, and in this context:

a) That neither I, nor my spouse, nor my relatives by blood or marriage up to the second degree have had, within the past five years, any employment relationship in an executive position involving significant duties and responsibilities with the Company, its subsidiaries where the Company has management control or significant influence, or the shareholders who hold management control or significant influence over the Company, as well as with the legal entities controlled by such shareholders; that we do not individually or collectively own more than 5% of the capital, voting rights, or privileged shares of these entities; and that no significant commercial relationship has been established,

b) That within the past five years, I have not been a partner (holding 5% or more of shares), an executive in a position with significant duties and responsibilities, or a board member in companies from which the Company has purchased or to which it has sold significant amounts of products or services, particularly in areas such as audit (including tax audit, statutory audit, and internal audit), credit rating, or consultancy, during the periods when such purchases or sales took place,

c) That I possess the professional education, knowledge, and experience necessary to duly fulfill the duties I will undertake as an independent board member,

ç) That, except for university faculty membership, I do not hold a full-time position in any public institutions or organizations after being elected as a member, provided that it complies with the applicable legislation,

d) That I am considered a resident in Türkiye in accordance with the Income Tax Law No. 193, dated 31/12/1960,

e) That I possess strong ethical standards, professional reputation, and experience that enable me to make positive contributions to the Company's activities, maintain impartiality in conflicts of interest between the Company and its shareholders, and make independent decisions while considering the rights of stakeholders,

f) That I am able to allocate sufficient time to monitor the Company's operations and fully fulfill the requirements of my duties,

g) That I have not served as a board member in the Company's Board of Directors for more than six years within the last ten years,

ğ) That I do not serve as an independent board member in more than three companies controlled by the Company or its controlling shareholders, nor in more than five publicly traded companies in total,

h) That I declare that I have not been registered or announced as a representative on behalf of a legal entity elected as a Board Member in the trade registry.

Bekir Yener YILDIRIM
03 Şubat 2025

ANNEX-1

Annex-1: Declarations of Independence of the Independent Members of the Board of Directors

INDEPENDENT BOARD MEMBER DECLARATION

08.08.2025

I hereby acknowledge, declare, and undertake that I have read and understood the Corporate Governance Principles set forth in the Capital Markets Board's Communiqué on Corporate Governance (II-17.1) and that I meet all the criteria for Independent Board Membership, as listed in the principles and attached to this declaration.

Murat Dertli ERKER

DECLARATION OF INDEPENDENCE

HEKTAŞ TİCARET T.A.Ş. I declare that I am a candidate to serve as an "independent member" of the Board of Directors in accordance with the criteria set forth in the legislation, the articles of association, and the Capital Markets Board's Corporate Governance Communiqué, and in this context:

a) That neither I, nor my spouse, nor my relatives by blood or marriage up to the second degree have had, within the past five years, any employment relationship in an executive position involving significant duties and responsibilities with the Company, its subsidiaries where the Company has management control or significant influence, or the shareholders who hold management control or significant influence over the Company, as well as with the legal entities controlled by such shareholders; that we do not individually or collectively own more than 5% of the capital, voting rights, or privileged shares of these entities; and that no significant commercial relationship has been established,

b) That within the past five years, I have not been a partner (holding 5% or more of shares), an executive in a position with significant duties and responsibilities, or a board member in companies from which the Company has purchased or to which it has sold significant amounts of products or services, particularly in areas such as audit (including tax audit, statutory audit, and internal audit), credit rating, or consultancy, during the periods when such purchases or sales took place,

c) That I possess the professional education, knowledge, and experience necessary to duly fulfill the duties I will undertake as an independent board member,

ç) That, except for university faculty membership, I do not hold a full-time position in any public institutions or organizations after being elected as a member, provided that it complies with the applicable legislation,

d) That I am considered a resident in Türkiye in accordance with the Income Tax Law No. 193, dated 31/12/1960,

e) That I possess strong ethical standards, professional reputation, and experience that enable me to make positive contributions to the Company's activities, maintain impartiality in conflicts of interest between the Company and its shareholders, and make independent decisions while considering the rights of stakeholders,

f) That I am able to allocate sufficient time to monitor the Company's operations and fully fulfill the requirements of my duties,

g) That I have not served as a board member in the Company's Board of Directors for more than six years within the last ten years,

ğ) That I do not serve as an independent board member in more than three companies controlled by the Company or its controlling shareholders, nor in more than five publicly traded companies in total,

h) That I declare that I have not been registered or announced as a representative on behalf of a legal entity elected as a Board Member in the trade registry.

Murat Dertli ERKER
08 Ağustos 2025

ANNEX-2

Annex-2: Corporate Governance Compliance Report, Corporate Governance Information Form, and Sustainability Principles Compliance Report

HEKTAŞ TİCARET T. ANONİM ŞİRKETİ CORPORATE GOVERNANCE PRINCIPLES COMPLIANCE REPORT

CORPORATE GOVERNANCE PRINCIPLES COMPLIANCE STATEMENT

HEKTAŞ TİCARET T. ANONİM ŞİRKETİIt is aware of the responsibilities it carries towards its stakeholders as one of the publicly traded companies with a leading position in its sector and the most extensive sales network in Türkiye within the same sector. In this context, the Company has adopted the principles of "fairness," "transparency," "accountability," and "responsibility," which constitute the foundation of corporate governance in its operations, and exercises utmost care and diligence in complying with the Capital Markets Law ("CML") and the secondary regulations and resolutions of the Capital Markets Board ("CMB").

In this context, in line with corporate governance efforts, corporate governance mechanisms within the Company began to be implemented in accordance with the principles starting from February 27, 2012.

HEKTAŞ TİCARET T. ANONİM ŞİRKETİ The Company believes in the importance of full compliance with the Corporate Governance Principles. During the fiscal year ended 31 December 2025, the corporate governance principles set forth in the annex to the Corporate Governance Communiqué and mandated by the applicable legislation were adopted and implemented in full by the Company. Maximum care is taken to comply with the voluntary principles that are not mandatory under the relevant legislation, and with respect to those principles that have not yet been fully implemented, no conflicts of interest have arisen among stakeholders to date, given the current situation. Within the scope of compliance with the principles, the Company's corporate website is being revised and updated. For the year 2025, the Report on Common and Continuous Related Party Transactions has been prepared and published on the Public Disclosure Platform (KAP) by resolution of the Board of Directors. The Corporate Governance Committee evaluates nominations for independent membership by taking into account whether the candidate meets the independence criteria and submits its assessment to the approval of the Board of Directors in the form of a written report. A written declaration of independence is obtained from the independent board member candidate in accordance with the criteria set forth in the relevant Communiqué. The Board of Directors prepares the list of independent member candidates in line with the Committee's report and submits it to the Capital Markets Board (CMB).

For the fiscal year ended 31 December 2025, disclosures regarding compliance with the corporate governance principles set forth in the annex to the Corporate Governance Communiqué, as well as explanations concerning any areas of non-compliance, are included in the annual report, the Corporate Governance Compliance Report ("CGCR"), the Corporate Governance Information Form ("CGIF"), and other relevant sections of the report.

In the future, efforts will continue to improve our corporate governance practices, including the voluntary principles that have not yet been implemented, with the aim of better operating mechanisms within the framework of the aforementioned principles in the Company's corporate governance practices.

In the event of any changes in the KYUR or KYBF during the period, special situation disclosures will be made, and the changes will also be included in the interim activity reports.

ANNEX-2

Corporate Governance Compliance Report

CORPORATE GOVERNANCE COMPLIANCE REPORT	Compliance Status					Description
	Yes	Partially	No	Exempt	Unrelated	
1.1. FACILITATION OF THE EXERCISE OF SHAREHOLDER RIGHTS						
1.1.2 - Information and disclosures that may affect the exercise of shareholder rights are made available to investors on the Company's corporate website on an up-to-date basis.	X					
1.2. RIGHT TO INFORMATION AND INSPECTION						
1.2.1 - The company management has refrained from taking actions that would hinder the conduct of an independent audit.	X					
1.3. GENERAL ASSEMBLY						
1.3.2 - The company has ensured that the General Assembly agenda is clearly stated, with each proposal provided under a separate heading.	X					
1.3.7 - Those who have privileged access to the company's information have informed the Board of Directors to ensure that information regarding transactions they have made on behalf of the company within its scope of activities is included on the agenda for discussion at the General Assembly.			X			No request has been made.
1.3.8 - Regarding items of particular importance on the agenda, the board members, other relevant individuals, authorized personnel responsible for preparing the financial statements, and auditors were present at the General Assembly meeting.	X					
1.3.10 - The agenda of the General Assembly includes a separate item specifying the amounts of all donations and aids, as well as the beneficiaries of those donations.	X					
1.3.11 - The General Assembly meeting was held publicly, including stakeholders and the media, without the right to speak.	X					
1.4. VOTING RIGHT						
1.4.1 - There are no restrictions or practices that hinder shareholders from exercising their voting rights.	X					
1.4.2 - The company does not have any shares with privileged voting rights.		X				Founders' usufruct certificate holders have a 5% dividend right arising from the company's articles of association.
1.4.3 - The company has not exercised its voting rights at the General Assembly of any affiliated company with which it has a mutual participation relationship that also involves a control relationship.					X	Our company does not have any affiliated company with which it has a mutual participation relationship.
1.5. MINORITY RIGHTS						
1.5.1 - The company has made utmost efforts to ensure the exercise of minority rights.	X					
1.5.2 - Minority rights have been granted to those holding less than one-twentieth of the capital as per the articles of association, and the scope of minority rights has been expanded by being regulated in the articles of association.			X			Although not regulated in the Articles of Association, the provisions of the Turkish Commercial Code No. 6102 and the Capital Markets Law No. 6362 are applied.

CORPORATE GOVERNANCE COMPLIANCE REPORT	Compliance Status					Description
	Yes	Partially	No	Exempt	Unrelated	
1.6. RIGHT TO DIVIDENDS						
1.6.1 - The profit distribution policy approved by the General Assembly has been disclosed to the public on the company's corporate website.	X					
1.6.2 - The profit distribution policy contains at least the minimum information necessary to enable shareholders to foresee the principles and procedures for the distribution of profits the company will earn in future periods.	X					
1.6.3 - The reasons for not distributing profits and the use of undistributed profits are specified in the relevant agenda item.	X					
1.6.4 - The Board of Directors has reviewed whether a balance has been maintained between the shareholders' interests and the company's interests in the profit distribution policy.	X					
1.7. TRANSFER OF SHARES						
1.7.1 – There are no restrictions that hinder the transfer of shares.	X					
2.1. CORPORATE WEBSITE						
2.1.1 - The company's corporate website contains all the elements specified in Corporate Governance Principle 2.1.1.	X					
2.1.2 - The shareholder structure (including the names, privileges, number of shares, and percentage of real person shareholders holding more than 5% of the issued capital) is updated on the corporate website at least every 6 months.	X					
2.1.4 - The information on the company's corporate website has been prepared in foreign languages, as needed, with content identical to the Turkish version.	X					
2.2. ACTIVITY REPORT						
2.2.1 - The Board of Directors ensures that the annual activity report accurately and fully reflects the company's operations.	X					
2.2.2 - The annual activity report contains all the elements specified in Corporate Governance Principle 2.2.2.	X					
3.1. COMPANY POLICY REGARDING STAKEHOLDERS						
3.1.1 - The rights of stakeholders are protected within the framework of relevant regulations, contracts, and principles of good faith.	X					
3.1.3 - The policies and procedures related to the rights of stakeholders are published on the company's corporate website.		X				Code of Ethics, Disclosure Policy, Profit Distribution Policy, Compensation Policy, Remuneration Policy, Donation and Aid Policy
3.1.4 - Mechanisms have been established to allow stakeholders to report transactions that are contrary to regulations and unethical.	X					
3.1.5 - The company addresses conflicts of interest among stakeholders in a balanced manner.	X					

ANNEX-2

Corporate Governance Compliance Report

CORPORATE GOVERNANCE COMPLIANCE REPORT	Compliance Status					Description
	Yes	Partially	No	Exempt	Unrelated	
3.2. SUPPORT FOR STAKEHOLDERS' PARTICIPATION IN COMPANY MANAGEMENT						
3.2.1 - Employee participation in management is regulated by the articles of association or internal company regulations.			X			There is no provision in the Articles of Association.
3.2.2 - Methods such as surveys or consultations have been implemented to obtain the opinions of stakeholders on significant decisions that have an impact on them.		X				Requests and suggestions from customers, suppliers, and shareholders are received and, when necessary, recorded; however, no such request has been received. After analyst meetings, a meeting evaluation survey is conducted with the analysts.
3.3. COMPANY'S HUMAN RESOURCES POLICY						
3.3.1 - The company has adopted an equal opportunity employment policy and a succession planning process for all key executive positions.	X					Succession planning is carried out for all critical positions within the company.
3.3.2 - The criteria for personnel recruitment have been established in writing.	X					
3.3.3 - The company has a Human Resources Development Policy and organizes training programs for employees within this framework.	X					The Company's training processes have been regulated in detail under the Training Procedure.
3.3.4 - Meetings have been organized to inform employees about the company's financial status, compensation, career planning, training, and health-related matters.	X					Online meetings and digital communication channels are used to continuously inform employees about new developments.
3.3.5 - Decisions that may affect employees have been communicated to them and their representatives. The opinions of the relevant trade unions have also been sought on these matters.		X				Direct notifications are made to our employees; however, there is no union present.
3.3.6 - Job descriptions and performance criteria have been prepared in detail for all employees, communicated to them, and used in compensation decisions.	X					At the recruitment stage, job descriptions are signed by all employees and a copy thereof is delivered to them. The scope of the role, as defined in the job description, is taken into consideration in remuneration decisions.
3.3.7 - Procedures, training, awareness-raising activities, goals, monitoring, and complaint mechanisms have been implemented to prevent discrimination among employees and to protect them from physical, mental, and emotional mistreatment within the company.	X					The relevant processes are managed through the Company's internal ethics hotline. In addition, the Human Resources Department conducts regular meetings with the relevant departments.
3.3.8 - The company supports the effective recognition of the freedom to form associations and the right to collective bargaining.					X	Our company does not have a policy established on this matter.
3.3.9 - A safe working environment is provided for employees.	X					An ergonomic and safe working environment is provided for employees and is continuously improved through surveys and similar methods.

CORPORATE GOVERNANCE COMPLIANCE REPORT	Compliance Status					Description
	Yes	Partially	No	Exempt	Unrelated	
3.4. RELATIONSHIPS WITH CUSTOMERS AND SUPPLIERS						
3.4.1 - The company has measured customer satisfaction and has operated with an unconditional customer satisfaction approach.	X					
3.4.2 - When there is a delay in processing customer requests related to the goods and services purchased, this situation is communicated to the customers.	X					
3.4.3 - The company adheres to quality standards related to its goods and services.	X					
3.4.4 - The company has controls in place to protect the confidentiality of sensitive information that falls under trade secrets of customers and suppliers.	X					
3.5. CODE OF ETHICS AND SOCIAL RESPONSIBILITY						
3.5.1 - The Board of Directors has established the Code of Ethical Conduct and published it on the company's corporate website.	X					
3.5.2 - The company is sensitive to social responsibility. The company has taken measures to prevent corruption and bribery.	X					
4.1. THE FUNCTION OF THE BOARD OF DIRECTORS						
4.1.1 - The Board of Directors ensures that the strategy and risks do not threaten the company's long-term interests and that effective risk management is implemented.	X					
4.1.2 - The meeting agenda and minutes demonstrate that the Board of Directors discusses and approves the company's strategic objectives, identifies the necessary resources, and oversees the performance of the management.	X					
4.2. PRINCIPLES OF THE BOARD OF DIRECTORS' ACTIVITIES						
4.2.1 - The Board of Directors has documented its activities and made them available to shareholders.	X					
4.2.2 - The duties and authorities of the board members have been disclosed in the annual activity report.	X					
4.2.3 - The Board of Directors has established an internal control system suitable for the company's scale and the complexity of its operations.	X					
4.2.4 - Information regarding the operation and effectiveness of the internal control system has been provided in the annual activity report.	X					
4.2.5 - The roles of the Chairman of the Board and the Chief Executive Officer (General Manager) have been separated and defined.	X					
4.2.7 - The Board of Directors ensures the effective operation of the investor relations department and the corporate governance committee, and has worked closely with them in resolving disputes between the company and shareholders, as well as in communication with shareholders.	X					
4.2.8 - In relation to the faults of board members during the performance of their duties and the potential damage they may cause to the company, the company has obtained a directors' liability insurance with a coverage amount exceeding 25% of the capital.		X				A directors' liability insurance with a guarantee of USD 30 million has been obtained.

ANNEX-2

Corporate Governance Compliance Report

CORPORATE GOVERNANCE COMPLIANCE REPORT	Compliance Status					Description
	Yes	Partially	No	Exempt	Unrelated	
4.3. THE STRUCTURE OF THE BOARD OF DIRECTORS						
4.3.9 – The Company has set a minimum target of 25% for female representation on the Board of			X			There is no policy in place.
Directors and has established a policy to achieve this objective. The structure of the Board is reviewed annually and the nomination process is carried out in line with this policy.	X					
4.3.10 - At least one member of the Audit Committee has 5 years of experience in audit, accounting, and finance.						
4.4. THE FORMAT OF BOARD OF DIRECTORS MEETINGS						
4.4.1 - All board members have participated in the majority of the board meetings, either physically or electronically.	X					
4.4.2 - The Board of Directors has defined a minimum period for sending information and documents related to agenda items to all members before the meeting.	X					
4.4.3 - The views of a member who is unable to attend the meeting but submits their opinions in writing to the Board of Directors have been shared with the other members.	X					
4.4.4 - Each member of the Board of Directors has one voting right.	X					
4.4.5 - Yönetim kurulu toplantılarının ne şekilde yapılacağı şirket içi düzenlemeler ile yazılı hale getirilmiştir.	X					
4.4.6 - The minutes of the Board of Directors meetings reflect that all agenda items have been discussed, and the decision minutes are prepared to include dissenting opinions as well.	X					
4.4.7 - The board members' ability to hold other positions outside the company is restricted. The positions held by board members outside the company have been disclosed to shareholders at the General Assembly meeting.			X			There is no restriction, and the positions held by board members outside the company have been disclosed to shareholders at the General Assembly meeting.
4.5. COMMITTEES ESTABLISHED WITHIN THE BOARD OF DIRECTORS						
4.5.5 - Each board member serves on only one committee.			X			Due to the number of members on the Board of Directors, certain members serve on more than one committee.
4.5.6 - The committees have invited individuals whose opinions they deemed necessary to the meetings and have gathered their views.	X					
4.5.7 - Information regarding the independence of the person/institution providing consultancy services to the committee is included in the annual activity report.					X	No such consultancy has been received.
4.5.8 - Reports on the outcomes of committee meetings have been prepared and presented to the board members.	X					
4.6. FINANCIAL RIGHTS PROVIDED TO BOARD MEMBERS AND EXECUTIVES WITH ADMINISTRATIVE RESPONSIBILITY						
4.6.1 - The Board of Directors has conducted a board performance evaluation to assess whether it is effectively fulfilling its responsibilities.			X			A performance evaluation has not been conducted.
4.6.4 - The company has not provided any loans to board members or executives with administrative responsibility, has not lent money, extended the term of any loans, improved the terms, or granted personal loans through third parties, nor has it provided guarantees such as guarantees in their favor.	X					Ücretler kişi bazında değil, kümülatif olarak verilmektedir.
4.6.5 - The salaries provided to board members and executives with administrative responsibility have been disclosed on an individual basis in the annual activity report.		X				The salaries are provided on a cumulative basis, not on an individual basis.

Corporate Governance Information Form

1. SHAREHOLDERS	
1.1. Facilitation Of The Exercise Of Shareholder Rights	
The number of investor conferences and meetings organized by the company throughout the year	0
1.2. Right to Information and Inspection	
The number of requests for an independent auditor	0
The number of requests for an independent auditor approved at the General Assembly meeting	0
1.3. General Assembly	
The link to the Public Disclosure Platform (KAP) announcement where the information requested under Principle 1.3.1 (a-d) has been disclosed	https://kap.org.tr/tr/Bildirim/1429803
Whether the documents related to the General Assembly meeting have been provided in English simultaneously with the Turkish version	No such process has been carried out
The links to the Public Disclosure Platform (KAP) announcements related to transactions that do not have the approval of the majority of independent members or the unanimous vote of those present, as per Principle 1.3.9.	No such process has been carried out
The links to the Public Disclosure Platform (KAP) announcements regarding related party transactions carried out under Article 9 of the Corporate Governance Communiqué (II-17.1)	There are no such transactions
The links to the Public Disclosure Platform (KAP) announcements regarding widespread and recurring transactions carried out under Article 10 of the Corporate Governance Communiqué (II-17.1)	The Public Disclosure Platform (KAP) announcement regarding related party transactions.
The section on the company's corporate website that contains the policy regarding donations and aids	https://hektas.com.tr/yatirimci-iliskileri/kurumsal-yonetim/bagis-ve-yardim-politikasi
The link to the Public Disclosure Platform (KAP) announcement containing the minutes of the General Assembly meeting where the policy on donations and aids was approved	https://kap.org.tr/tr/Bildirim/1441730
The article number in the Articles of Association that regulates the participation of stakeholders in the General Assembly	None
Information regarding stakeholders who participated in the General Assembly	There are no restrictions on the participation of stakeholders in the General Assembly.
1.4. Voting Rights	
Whether there are any privileged voting rights	No
If there are privileged voting rights, the shareholders with privileged shares and their voting ratios	None
The shareholding percentage of the largest shareholder	55,37 %
1.5. Minority Rights	
Whether the minority rights have been expanded (in terms of content or ratio) in the company's Articles of Association.	No
Please specify the article number in the Articles of Association if minority rights have been expanded in terms of content or ratio.	None
1.6. Right to Dividends	
The section on the corporate website where the profit distribution policy is located	https://hektas.com.tr/yatirimci-iliskileri/kurumsal-yonetim/kar-dagitim-politikasi
The minutes of the General Assembly agenda item regarding the reasons for the Board of Directors' proposal not to distribute profits and the intended use of undistributed profits	"Pursuant to separate calculations made in accordance with the provisions of the Tax Procedure Law and the Corporate Tax and Income Tax Laws, as well as the Capital Markets Board's Communiqué No. II-14.1, a loss for the period has arisen in our statutory records as of 31.12.2024. Therefore, there is no distributable profit. As there is no distributable profit base in the statutory records as of 31.12.2024, we respectfully submit and propose that no dividend distribution be made." The dividend distribution proposal was submitted for approval. As a result of the voting, the proposal was accepted by a majority vote.
The link to the Public Disclosure Platform (KAP) announcement containing the minutes of the General Assembly where the Board of Directors proposed not to distribute profits	https://kap.org.tr/tr/Bildirim/1441730

ANNEX-2

Corporate Governance Information Form

General Assembly Meetings				
Date of the General Assembly	**The number of additional clarification requests submitted to the company regarding the General Assembly agenda**	**The participation rate of shareholders in the General Assembly**	**The proportion of shares represented directly**	**The proportion of shares represented by proxy**
23/05/2025	0	58.57 %	0.05 %	58.52 %

The section on the company's corporate website where the General Assembly meeting minutes are displayed, showing both positive and negative votes for each agenda item	**The section on the company's corporate website where all questions raised during the General Assembly meeting and the corresponding answers are provided**	**The item or paragraph number in the General Assembly meeting minutes related to related party transactions**	**The number of individuals who have privileged access to the company's information (insiders list) and who have notified the Board of Directors**	**The link to the General Assembly notice published on the Public Disclosure Platform (KAP)**
https://hektas.com.tr/ Investor Relations / General Assembly Meetings	General Assembly Meeting Minutes and Attendance List	12	246	https://kap.org.tr/tr/Bildirim/1441730

2. PUBLIC DISCLOSURE AND TRANSPARENCY		
2.1. Corporate Website		
	The names of the sections on the corporate website where the information requested in Corporate Governance Principle 2.1.1 is provided	Investor Relations Section
	The section on the corporate website that contains the list of real person shareholders holding more than 5% of the shares, either directly or indirectly	https://hektas.com.tr/yatirimci-iliskileri/ortaklik-yapisi
	The languages in which the corporate website is prepared	Turkish - English
2.2. Activity Report		
	The page numbers or section names in the activity report where the information specified in Corporate Governance Principle 2.2.2 is provided	
	a)The page number or section name in the activity report where the board members and executives' external roles and independence declarations of members are provided	*/Annex-1* *Independence Declarations of Independent Board Members*
	b) Information regarding the committees formed within the Board of Directors, including page number or section title	**- MANAGEMENT STRUCTURE** /COMMITTEE STRUCTURE **- CORPORATE GOVERNANCE** / WORKING PRINCIPLES OF THE COMMITTEES
	c) Information regarding the number of meetings held by the Board of Directors during the year and the participation status of members, including page number or section title	**- MANAGEMENT STRUCTURE** /Board of Directors Members
	ç) Information regarding legislative changes that may significantly affect the company's activities, including page number or section title	**- CORPORATE GOVERNANCE** /Other Issues /Information Regarding Legislative Changes That May Significantly Affect the Company's Activities
	d) Information regarding significant lawsuits filed against the company and their potential outcomes, including page number or section title	**- CORPORATE GOVERNANCE** **/Other Issues** **/Legal Matters**
	e) Information regarding conflicts of interest between the company and the institutions providing services such as investment advisory and rating, and the measures taken to prevent them, including page number or section title	**- CORPORATE GOVERNANCE** /Other Issues /Information Regarding Conflicts of Interest Between the Company and the Institutions Providing Services in Areas Such as Investment Advisory and Rating, and the Measures Taken by the Company to Prevent These Conflicts of Interest
	f) Information regarding mutual investments where the direct participation rate in the capital exceeds 5%, including page number or section title	There is no such situation.
	g) Information regarding corporate social responsibility activities related to employees' social rights, vocational training, and other company activities that have social and environmental impacts, including page number or section title	**- MANAGEMENT STRUCTURE** /Human Resources

ANNEX-2

Corporate Governance Information Form

3. STAKEHOLDERS	
3.1. Company Policy on Stakeholders	
Title of the section on the compensation policy on the corporate website	https://hektas.com.tr/yatirimci-iliskileri/kurumsal-yonetim/tazminat-politikasi
The number of finalized court rulings against the company due to the violation of employee rights	2
The title of the authorized person responsible for the whistleblowing mechanism	Ethics Committee
Access information for the company's whistleblowing mechanism	(0212) 403 34 53
3.2. Supporting Stakeholder Participation in Company Management	
Title of the section on the internal regulations regarding employee participation in the management bodies on the corporate website	None
Management bodies represented by employees	None
3.3. The Company's Human Resources Policy	
The Role of the Board of Directors in Developing a Succession Plan for Key Executive Positions	https://hektas.com.tr/insan-kaynaklari/kariyer-planlama/
Title of the section on the company's human resources policy, including equal opportunity and personnel recruitment criteria, on the corporate website, or a summary of the relevant articles of the policy	https://hektas.com.tr/insan-kaynaklari/insan-kaynaklari-politikamiz/
Whether there is an equity acquisition plan	There is no such plan
Title of the section on the company's human resources policy, including measures to prevent discrimination and mistreatment, on the corporate website, or a summary of the relevant articles of the policy	https://hektas.com.tr/kurumsal/etik-kurallar/
The number of finalized court rulings against the company due to liability for workplace accidents	0
3.5. Code of Ethics and Social Responsibility	
Title of the section on the corporate website containing the code of ethics policy	https://hektas.com.tr/kurumsal/etik-kurallar/
Title of the section on the corporate website containing the corporate social responsibility report If there is no corporate social responsibility report, measures taken regarding environmental, social, and corporate governance issues	https://hektas.com.tr/kurumsal/entegre-yonetim-sistemi-politikasi/
Measures taken to combat all forms of corruption, including extortion and bribery	The Company diligently refrains from unethical practices such as bribery, corruption, and abuse of office, and supports efforts aimed at eliminating such misconduct. The Company refrains from giving or accepting gifts, products, or services that may influence decisions and activities or that could create doubt, even if symbolic in nature, regarding the provision of undue privileges or benefits inconsistent with the proper course of business.

4. BOARD OF DIRECTORS-I	
4.2. Operating Principles of the Board of Directors	
The date of the most recent performance evaluation of the Board of Directors	None
Whether independent experts were used in the performance evaluation of the Board of Directors	No
Whether all members of the Board of Directors have been discharged from liability	Yes
Names of the Board of Directors members to whom authority has been delegated along with the content of the respective authorities and their duties	There are no executive members with special authority.
The number of reports submitted by the internal control unit to the audit committee or other relevant committees	4
Title of the section or page number in the annual report where the evaluation of the effectiveness of the internal control system is located	- HEKTAŞ 2025 ACTIVITIES / Internal Control Systems
The name of the Chairman of the Board of Directors	OMSAN LOJİSTİK ANONİM ŞİRKETİ (represented by Turan EROL)
The name of the CEO / General Manager	Enis Emre TERZİ
The link to the public disclosure on the KAP (Public Disclosure Platform) specifying the justification for the Chairman of the Board of Directors and CEO/General Manager being the same person	They are not the same person.
The link to the public disclosure on the KAP (Public Disclosure Platform) regarding the insurance of the damage caused to the company by the faults of the Board of Directors members during their duties, which is insured for an amount exceeding 25% of the company's capital	None
Title of the section on the corporate website providing information about the diversity policy aimed at increasing the proportion of female board members	None
The number and proportion of female members	0

ANNEX-2

Structure of the Board of Directors

Name/Surname of the Board of Directors Member	Whether or not they have executive duties	Whether or not they are an independent member	Date of First Election to the Board of Directors	The link to the KAP (Public Disclosure Platform) announcement containing the declaration of independence	Whether the independent member has been evaluated by the Nomination Committee	Whether the member has lost their independence	Whether they have at least 5 years of experience in the fields of audit, accounting, and/or finance
Omsan Lojistik Anonim Şirketi **Turan EROL**	Not involved in executive duties	Not an independent member	22/08/2025				Yes
Akdeniz Chemson Kimya Sanayi ve Ticaret Anonim Şirketi **Mehmet HADI TUNÇ**	Not involved in executive duties	Not an independent member	12/02/2026				Yes
Oytaş İç ve Dış Ticaret Anonim Şirketi **Oğulcan TOPER**	Not involved in executive duties	Not an independent member	12/02/2026				Yes
Oyak Pazarlama Hizmet ve Turizm Anonim Şirketi **Ferhat BAĞLARLIOĞLU**	Not involved in executive duties	Not an independent member	08/05/2024				Yes
Oyak Denizcilik ve Liman İşletmeleri Anonim Şirketi **Erhan AKGÜL**	Not involved in executive duties	Not an independent member	12/06/2025				Yes
Bülent Şamil YETİŞ	Not involved in executive duties	Independent Member	31.03.2020	https://www.kap.org.tr/tr/Bildirim/1441732	Evaluated	No	Yes
Kurtuluş Bedri VAROĞLU	Not involved in executive duties	Independent Member	03/04/2023	https://www.kap.org.tr/tr/Bildirim/1441732	Evaluated	No	Yes
Murat Dertli ERKER	Not involved in executive duties	Independent Member	08/09/2025	https://www.kap.org.tr/tr/Bildirim/1488146	Evaluated	No	Yes

4. BOARD OF DIRECTORS-II	
4.4. Form of Board of Directors Meetings	
The number of Board of Directors meetings held physically during the reporting period	39
Average attendance rate at Board of Directors meetings	99 %
Whether an electronic portal is used to facilitate the work of the Board of Directors	No
According to the Board of Directors' working principles, the number of days before the meeting that information and documents are provided to the members	7 day
Title of the section on the corporate website providing information about internal regulations determining how Board of Directors meetings are conducted	https://hektas.com.tr/yatirimci-iliskileri/kurum-kimligi-ve-yonetimi/anasozlesme
The upper limit specified in the policy that restricts members from taking on other roles outside the company	None
4.5. Committees Formed Within the Board of Directors	
Page number or title of the section in the annual report containing information about the Board of Directors' committees	**- Management Structure** */Committee Structure* **- Corporate Governance** */ Working Principles of the Committees*
The link to the KAP (Public Disclosure Platform) announcement where the working principles of the committees are disclosed	None

Board of Directors Committees-I

Names of the Board of Directors Committees	The name of the committee listed as "Other" in the first column	Name/Surname of Committee Members	Whether or not they are the Committee Chair	Whether or not they are a Board of Directors member
Audit Committee		Bülent Şamil YETİŞ	Yes	Board Member
Audit Committee		Murat Dertli ERKER	No	Board Member
Corporate Governance Committee		Kurtuluş Bedri VAROĞLU	Yes	Board Member
Corporate Governance Committee		Murat Dertli ERKER	No	Board Member
Corporate Governance Committee		Murat KILIÇ	No	Not a Board Member
Early Detection of Risk Committee		Bülent Şamil YETİŞ	Yes	Board member
Early Detection of Risk Committee		Murat Dertli ERKER	No	Board member

4. BOARD OF DIRECTORS-III	
4.5. Board of Directors Committees-II	
Please specify the section (page number or title) in the annual report or corporate website that provides information about the activities of the Audit Committee	https://hektas.com.tr/yatirimci-iliskileri/kurumsal-yonetim/komite-yonergeleri
Please specify the section (page number or title) in the annual report or corporate website that provides information about the activities of the Corporate Governance Committee	https://hektas.com.tr/yatirimci-iliskileri/kurumsal-yonetim/komite-yonergeleri
Please specify the section (page number or title) in the annual report or corporate website that provides information about the activities of the Nomination Committee	https://hektas.com.tr/yatirimci-iliskileri/kurumsal-yonetim/komite-yonergeleri
Please specify the section (page number or title) in the annual report or corporate website that provides information about the activities of the Risk Early Detection Committee	https://hektas.com.tr/yatirimci-iliskileri/kurumsal-yonetim/komite-yonergeleri
Please specify the section (page number or title) in the annual report or corporate website that provides information about the activities of the Remuneration Committee	https://hektas.com.tr/yatirimci-iliskileri/kurumsal-yonetim/komite-yonergeleri
4.6. Financial Rights Provided to Board Members and Executives with Administrative Responsibility	
Page number or title of the section in the annual report that provides information about operational and financial performance targets and whether they have been achieved	None
Title of the section on the corporate website that contains the compensation policy for executive and non-executive members	https://hektas.com.tr/yatirimci-iliskileri/kurumsal-yonetim/ucret-politikasi
Page number or title of the section in the annual report that specifies the salaries and all other benefits provided to the Board of Directors members and executives with administrative responsibility	**- MANAGEMENT STRUCTURE** */BOARD MEMBERS* */Financial Rights Provided to Board Members and Senior Executives*

ANNEX-2

Board of Directors Committees-II

Names of the Board of Directors Committees	The name of the committee listed as "Other" in the first column	Proportion of Executives Not Involved in Executive Duties	Proportion of Independent Members in the Committee	Number of Physical Meetings Held by the Committee	Number of Reports Submitted to the Board of Directors Regarding the Committee's Activities
Audit Committee		100 %	100 %	5	4
Corporate Governance Committee		67 %	67 %	10	6
Risk Early Detection Committee		100 %	100 %	8	6

Sustainability Principles Compliance Report

If the compliance with the principles is determined as "Yes" or "Partially," the report information/link regarding the publicly disclosed information should be provided.

Explanations regarding compliance with the principles are provided in the "Explanation" column.

The scope in which the requested information is presented as consolidated or individual should be specified in the "Explanation" column.

SUSTAINABILITY REPORT		YES	PARTIALLY	NO	UNRELATED	EXPLANATION	Report Information Regarding Publicly Disclosed Information
	A. General Principles						
	A1. Strategy, Policy, and Objectives						
A1.1	The partnership's board of directors has identified the key environmental, social, and corporate governance (ESG) issues, risks, and opportunities.	X				Process-based risk analyses have been conducted in our company. Within the framework of business ethics rules, there are regulations regarding relationships with shareholders, stakeholders, and the public. There is an Integrated Management Systems Policy and Business Ethics principles. Climate Change risks and opportunities have been identified within the scope of the Turkish Sustainability Reporting Standards (TSRS).	
	ESG policies (e.g., Environmental Policy, Energy Policy, Human Rights and Labor Policy, etc.) have been created by the partnership's board of directors and disclosed to the public.	X				Integrated Management Systems Policy, Energy Management System Policy, Sustainability Policy, and Information Security Policy are in place. They have been published on the Company's official website.	
A1.2	Short-term and long-term goals set within the framework of the ESG policies have been disclosed to the public.	X				Within the scope of TSRS, short-, medium-, and long-term targets are specified in the TSRS Report. An announcement has been made on the Public Disclosure Platform (KAP). The TSRS Report is available on the Company's official website.	
	A2. Implementation/Monitoring						
	The committees and/or units responsible for the implementation of ESG policies, as well as the top-level officials in the partnership responsible for ESG matters and their duties, have been identified and disclosed to the public.	X				Committees for Risk Early Detection, Audit, and Corporate Governance have been established and disclosed to the public. A Sustainability Committee is in place. This has been disclosed in the TSRS Report and the Sustainability Report	
A2.1	Activities carried out under the policies by the responsible committee and/or unit have been reported to the Board of Directors at least once during the year.	X				Resolutions of the Corporate Governance Committee, the Early Detection of Risk Committee, and the Audit Committee have been adopted and disclosed in the annual report. The Sustainability Committee provides information to the Board of Directors at least once a year, as disclosed in the TSRS Report.	
A2.2	Action and implementation plans have been created in line with ESG goals and disclosed to the public.	X				The targets are specified in the TSRS Report and defined as short-, medium-, and long-term. In addition, the related practices are disclosed in the Sustainability Report.	
A2.3	ESG Key Performance Indicators (KPIs) and the level of achievement of these indicators on an annual basis have been disclosed to the public.		X			ESG-related KPIs have been determined, and KPIs have been assigned at the unit and employee levels.	
A2.4	Activities aimed at improving sustainability performance in business processes or products and services have been disclosed to the public.	X				The activities have been disclosed in the Sustainability Report.	
	A3. Reporting						
A3.1	In the annual reports, information regarding the partnership's sustainability performance, goals, and actions has been provided in a clear, accurate, and sufficient manner.	X				All disclosures are made in an objective and transparent manner based on corporate governance principles.	
A3.2	The partnership has disclosed to the public information about which of its activities are related to the United Nations (UN) 2030 Sustainable Development Goals.	X				It is included in the Sustainability Report.	
A3.3	Lawsuits filed and/or concluded against ESG matters, which are significant in terms of ESG policies and/or may substantially affect operations, have been disclosed to the public.				X	Our company is not a party to any such lawsuits.	
	A4. Verification						
A4.1	The partnership's ESG key performance indicators have been verified by an independent third party and disclosed to the public.			X		No information has been shared in this regard.	

ANNEX-2

Sustainability Principles Compliance Report

	SUSTAINABILITY REPORT	YES	PARTIALLY	NO	UNRELATED	EXPLANATION	Report Information Regarding Publicly Disclosed Information
	B. Environmental Principles						
B1	The partnership has disclosed its policies and practices in environmental management, action plans, environmental management systems (known by the ISO 14001 standard), and programs to the public.	X				Our Company holds ISO 14001 and ISO 50001 certifications. All policies, procedures, and instructions have been prepared within the scope of the Environmental Management System and the Energy Management System.	
B2	With respect to the environmental reports prepared for the disclosure of environmental management information, the scope of the report, reporting period, reporting date, and any limitations regarding reporting conditions have been publicly disclosed.	X				A list of external documents and the relevant regulations to be followed have been determined, and a system for monitoring regulatory changes on a daily basis has been established. All procedures and instructions have been prepared based on the relevant regulations.	
B4	Environmental objectives included in the performance incentive systems, based on stakeholders (such as board members, managers, and employees), have been disclosed to the public.		X			It has been partially explained in the Personnel Regulation. The work is ongoing.	
B5	It has been disclosed to the public how the identified environmental issues are integrated into business objectives and strategies.	X				Environmental priorities and sensitivities are included in the business strategies.The relevant information is included in the TSRS Report and the Sustainability Report.	
B7	It has been disclosed to the public how environmental issues are managed throughout the partnership value chain, including suppliers and customers, and how they are integrated into business objectives and strategies, including the operational process.	X				Supplier selection is carried out according to the supplier evaluation procedure, and the suitability of suppliers is monitored through audits. The upstream and downstream value chain has been addressed within the scope of TSRS.	
B8	It has been disclosed to the public whether relevant organizations and non-governmental organizations are involved in the policy-making processes and the collaborations made with these institutions.			X		There is no organization with which we collaborate on environmental issues.	
B9	Information regarding environmental impacts, in light of environmental indicators (Greenhouse gas emissions (Scope 1 (Direct), Scope 2 (Energy indirect), Scope 3 (Other indirect), air quality, energy management, water and wastewater management, waste management, biodiversity impacts), has been disclosed to the public in a periodically comparable manner.	X				Scope 1 and Scope 2 calculations have been conducted, and a water footprint study has been carried out. The facilities hold Zero Waste Certificates. The relevant information is included in the TSRS Report and the Sustainability Report.	
B10	The standards, protocols, methodologies, and base year details used to collect and calculate the data have been disclosed to the public.	X				The relevant information is provided in the TSRS Report and the Sustainability Report.	
B11	The increase or decrease in environmental indicators for the reporting year, compared to previous years, has been disclosed to the public.		X			The work is ongoing.	
B12	Short- and long-term goals have been set to reduce environmental impacts, and the progress made toward these goals, as well as those set in previous years, has been disclosed to the public.	X				Environmental priorities and sensitivities are included in the business strategies.Environmental priorities and sensitivities are incorporated into business strategies. The projects undertaken are described in the Sustainability Report.	
B13	A strategy to combat the climate crisis has been developed, and the planned actions have been disclosed to the public.	X				Climate Change Risks and Opportunities have been identified within the scope of TSRS.They have been disclosed in the TSRS Report.	
B14	Programs or procedures have been established to prevent or minimize the potential negative environmental impacts of products and/or services, and have been disclosed to the public.		X			Our company is an organization within the scope of BEKRA and makes the BEKRA declaration. The BEKRA notification has been published on our website for the public. Additionally, we have procedures and instructions related to the processes, which are not publicly available.	
	Actions have been taken to reduce greenhouse gas emissions by third parties (e.g., suppliers, subcontractors, distributors, etc.), and these actions have been disclosed to the public.			X		No statement has been made in this regard.	
B15	The environmental benefits/ gains and cost savings provided by initiatives and projects aimed at reducing environmental impacts have been disclosed to the public.	X				Environmental expenditures and implemented projects have been disclosed in the Sustainability Report.	
B16	Energy consumption data (natural gas, diesel, gasoline, LPG, coal, electricity, heating, cooling, etc.) have been disclosed to the public as Scope 1 and Scope 2.	X				Scope 1 and Scope 2 calculations have been conducted and disclosed in the TSRS Report and the Sustainability Report.	
B17	Information regarding electricity, heat, steam, and cooling produced in the reporting year has been disclosed to the public.	X				Information on consumed electricity, natural gas, and water has been disclosed in the TSRS Report.	
B18	Efforts have been undertaken to increase the use of renewable energy and transition to zero- or low-carbon electricity, and these efforts have been publicly disclosed.		X			A project is being developed regarding the use of renewable energy. Feasibility studies have been conducted for the solar power investment, and preliminary work has begun.	
B19	Renewable energy production and consumption data have been disclosed to the public.			X		No statement has been made in this regard.	
B20	Energy efficiency projects have been implemented, and the energy consumption and emission reductions achieved through these projects have been disclosed to the public.	X				Information regarding project implementation is provided in the Sustainability Report.	
B21	Water consumption, including the amounts of water extracted from underground or surface sources, recycled, and discharged, along with the sources and procedures, have been disclosed to the public.	X				This information has been included in the TSRS Report and the Sustainability Report.	
B22	It has been disclosed to the public whether the operations or activities are included in any carbon pricing system (Emission Trading System, Cap & Trade, or Carbon Tax).				X	Due to the nature of the company's operations, it is not within the scope of the relevant regulations and initiatives.	
B23	Information regarding accumulated or purchased carbon credits during the reporting period has been disclosed to the public.				X	Due to the nature of the company's operations, it is not within the scope of the relevant regulations and initiatives.	
B24	If carbon pricing is applied within the partnership, the details have been disclosed to the public.				X	Due to the nature of the company's operations, it is not within the scope of the relevant regulations and initiatives.	
B25	The platforms through which the partnership discloses its environmental information have been disclosed to the public.				X	No statement has been made in this regard.	

ANNEX-2

Sustainability Principles Compliance Report

	SUSTAINABILITY REPORT	YES	PARTIALLY	NO	UNRELATED	EXPLANATION	Report Information Regarding Publicly Disclosed Information
	C. Social Principles						
	C1. Human Rights and Labor Rights						
C1.1	A Corporate Human Rights and Labor Rights Policy has been developed, covering the Universal Declaration of Human Rights, ILO Conventions ratified by Türkiye, and other relevant regulations. The responsible parties for the implementation of the policy have been identified, and the policy along with the responsible parties have been disclosed to the public.		X			Business Ethics Principles have been established. A statement has been made on the corporate website regarding the subject.	
C1.2	The policy on labor rights includes considerations on fair workforce, improvement of labor standards, female employment, and inclusivity (such as non-discrimination based on gender, race, religion, language, marital status, ethnic identity, sexual orientation, gender identity, family responsibilities, union activities, political views, disability, social and cultural differences, etc.), taking into account the impacts of the supply and value chain.	X				HEKTAŞ Ticaret T.A.Ş. Principles of Business Ethics have been established.	
C1.3	Measures taken throughout the value chain to address the needs of vulnerable groups sensitive to specific economic, environmental, and social factors (such as low-income groups, women, etc.) or to ensure the rights of minorities/equal opportunities have been disclosed to the public.			X		No statement has been made in this regard.	
C1.4	Developments related to preventive and corrective actions to avoid discrimination, inequality, human rights violations, forced labor, and child labor have been disclosed to the public.	X				HEKTAŞ Ticaret T.A.Ş. Principles of Business Ethics have been established. To date, there has been no application to the ethics committee regarding this matter. If it occurs, it will be reported.	
C1.5	The policy on labor rights includes investments made in employees (training, development policies), compensation, recognized benefits, the right to unionize, work/life balance solutions, and talent management.		X			It is included in the relevant procedures.	
	Mechanisms for employee complaints and dispute resolution have been established, and dispute resolution processes have been defined.	X				It is explained in the Personnel Regulation. All types of disputes are resolved in the Disciplinary Committee.	
	Activities carried out during the reported period to ensure employee satisfaction have been disclosed to the public.	X				All services provided to employees (training, organization, meals, transportation, events, etc.) are measured.	
C1.6	Occupational health and safety policies have been established and disclosed to the public.	X				It is included in the Integrated Management System Policy. It has been announced on our corporate website.	
	Measures taken to prevent workplace accidents and protect health, along with accident statistics, have been disclosed to the public.	X				Accident statistics are regularly recorded and reported. We hold an ISO 45001 certification. The relevant information is available in the Sustainability Report.	
C1.7	Personal data protection and data security policies have been established and disclosed to the public.	X				Within the scope of the Law on the Protection of Personal Data (KVKK), relevant forms have been prepared for our internal and external customers and communicated to the concerned parties. It has been announced on our corporate website.	
C1.8	Personal data protection and data security policies have been established and disclosed to the public.	X				HEKTAŞ Ticaret T.A.Ş. The Business Ethics Principles are in place and have been announced on our website.	
C1.9	Personal data protection and data security policies have been established and disclosed to the public.			X		No statement has been made in this regard.	
C1.10	Personal data protection and data security policies have been established and disclosed to the public.	X				A Sustainability Committee has been established, and information on policies and practices is provided during committee meetings.	
	C2. Paydaşlar, Uluslararası Standartlar ve İnisiyatifler						
C2.1	A customer satisfaction policy regarding the management and resolution of customer complaints has been established and disclosed to the public.		X			The process has been defined through the Customer Complaint Process.	
C2.2	Information regarding communication with stakeholders (including which stakeholders, topics, and frequency) has been disclosed to the public.	X				Internal communication with internal customers is maintained through the Hekinnova internal communication portal. All company information is shared with the public in a transparent manner.	
C2.3	The international reporting standards adopted in the reports have been disclosed.	X				The Sustainability Report is prepared with reference to the GRI Standards. The TSRS Report has been prepared in accordance with the regulation issued by the Public Oversight Authority (KGK), and references to international standards have been included in the report.	
C2.4	The principles adopted regarding sustainability, as well as the international organizations, committees, and principles signed or joined, have been disclosed to the public.			X		No statement has been made in this regard.	
C2.5	Developments have been made and efforts have been undertaken to be included in the sustainability indices of Borsa İstanbul and/or international index providers.	X				A working group has been established on the subject.	
	D. Corporate Governance Principles						
D1	The opinions of stakeholders have been sought in determining the measures and strategies in the field of sustainability.	X				-	
D2	Social responsibility projects, awareness activities, and training programs have been carried out to raise awareness about sustainability and its importance.	X				The implemented social responsibility projects are carried out based on sustainability principles and are shared with the public through various communication channels (website, social media, press releases, etc.). In the communication efforts, speeches, press releases, and projects, an emphasis is placed on agricultural and environmental sustainability, and the importance of sustainability is conveyed.	

With the discipline of OYAK, HEKTAŞ's transformation journey continues.

Maintaining momentum in our transformation journey under OYAK's disciplined management approach, we focus on the localization of agricultural inputs, the widespread adoption of smart farming practices, and environmentally responsible production. HEKTAŞ will continue to play a leading role in shaping the future of agriculture in Türkiye.

05 INDEPENDENT AUDIT REPORT

DRT Bağımsız Denetim
ve Serbest Muhasebeci
Mali Müşavirlik A.Ş.
Maslak no1 Plaza
Eski Büyükdere Caddesi
Maslak Mahallesi No:1
Maslak, Sarıyer 34485
İstanbul, Türkiye

Tel : +90 (212) 366 6000
Fax : +90 (212) 366 6010
www.deloitte.com.tr

Mersis No: 0291001097600016

Ticari Sicil No : 304099

**(CONVENIENCE TRANSLATION OF
INDEPENDENT AUDITOR'S REPORT ORIGINALLY ISSUED IN TURKISH)**

INDEPENDENT AUDITOR'S REPORT

To the General Assembly of Hektaş Ticaret Türk Anonim Şirketi

A) Report on the Audit of the Consolidated Financial Statements

1) Opinion

We have audited the consolidated financial statements of Hektaş Ticaret Türk Anonim Şirketi ("the Company") and its subsidiaries ("the Group"), which comprise the consolidated statement of financial position as at 31 December 2025, and the consolidated statement of comprehensive income, consolidated statement of changes in equity and consolidated statement of cash flows for the year then ended, and notes to the consolidated financial statements, including a summary of significant accounting policies.

In our opinion, the accompanying consolidated financial statements present fairly, in all material respects, the consolidated financial position of the Group as of 31 December 2025, and its consolidated financial performance and its consolidated cash flows for the year then ended in accordance with Turkish Financial Reporting Standards (TFRS).

2) Basis for Opinion

We conducted our audit in accordance with the Standards on Independent Auditing ("SIA") which is a part of Turkish Auditing Standards accepted by regulations of the Capital Markets Board and published by the Public Oversight Accounting and Auditing Standards Authority ("POA"). Our responsibilities under those standards are further described in the *Auditor's Responsibilities for the Audit of the Consolidated Financial Statements* section of our report. We are independent of the Group in accordance with the *Code of Ethics for Independent Auditors (including Independence Standards)* ("Code of Ethics") published by the POA, as applicable to audits of consolidated financial statements of public interest entities, together with the ethical requirements included in the regulations of the Capital Markets Board and other regulations that are relevant to audits of the consolidated financial statements of public interest entities. We have also fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Deloitte, Deloitte Touche Tohmatsu Limited ("DTTL"), onun küresel üye firma ağı ve ilgili kuruluşlarından bir veya daha fazlasını ifade eder. DTTL üye firmalarının her biri yasal olarak ayrı ve bağımsız kuruluşlardır. DTTL müşterilere hizmet sunmamaktadır. Daha fazla bilgi almak için www.deloitte.com/about adresini ziyaret ediniz.

© 2026. Daha fazla bilgi için Deloitte Türkiye (Deloitte Touche Tohmatsu Limited üye şirketi) ile iletişime geçiniz.

3) Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the consolidated financial statements of the current period. These matters were addressed in the context of our audit of the consolidated financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

Key Audit Matter	How the matter was addressed in the audit
Revenue recognition Main operation of the Group comprises production and sale of products for plant nutrition, protection and animal health. The Group recognizes revenue according to the five-step model as described in TFRS 15 "Revenue from Contracts with Customers". Five step model comprises identification of contract, identification of performance obligations, determination and allocation of transaction price to performance obligations and recognition of revenue when these performance obligations are satisfied. As revenue is a measurement criterion for evaluating the results of the strategy implemented during the year and monitoring performance, and due to its unique nature, being susceptible to risks due to fraud and error, considered to be a material account balance. Determining when the related performance obligations are satisfied and recognition of revenue in the correct period has been identified as a key audit matter. The Group's accounting policies regarding revenue, revenue amounts, receivables and additional explanations regarding the risk levels of these receivables are presented in Note 2.5, Note 6, Note 23 and Note 33, respectively.	During our audit, the following audit procedures have been applied regarding the revenue recognition: The revenue process of the Group has been evaluated, the relevant controls within this process have been determined, and the design and implementation of these controls have been understood. Satisfaction of performance obligations are assessed based on the timing for transfer of control of goods to customers. Revenue amounts recognized closed to year end, are tested by selecting samples and controlling proof of deliveries from supporting documents. With the additional substantive procedures performed, completeness and accuracy of the revenue recognized in the consolidated financial statements have also been tested. In addition to the procedures mentioned above, the adequacy of the disclosures in Note 6, Note 23 and Note 33 has been evaluated within the scope of the relevant TFRSs.

3) Key Audit Matters (continued)

Recoverability of trade receivables As of 31 December 2025, the Group's trade receivables from third parties amounting to TL 1,211,214,442. Considering the credit risk of these receivables, the Group has provided a provision for doubtful receivables amounting to TL 223,055,507. The Group management assesses recoverability of trade receivables and sets allowance for the ones that there is collection risk. The allowance amount is based on expected loss to be incurred from the related receivable, as presented in Note 6. Due to the industry that the Group operates in, average collection day for the Group is 88 days and receivables are spread to many different customers. While assessing recoverability of these receivables, the Group management considers past payment performance, collateral levels, and current financial strength based on market intelligence gathered, therefore the assessment is based on significant management estimates and assumptions. As trade receivables constitutes significant part of the total assets of the Group, as the average collection periods are long, as the period between financial statement and report dates is limited and accordingly subsequent collection from these receivables are also limited and as the recoverability assessment of trade receivables include significant management estimates and assumptions, recoverability of trade receivables has been identified as key audit matter. The Group's accounting policies regarding receivables, receivable amounts and additional explanations regarding the risk levels of these receivables are presented in Note 2.5, Note 6 and Note 33, respectively.	During our audit, the following audit procedures have been applied regarding the recoverability of trade receivables: The process and controls set for monitoring trade receivables have been evaluated. Aging of trade receivables and allowance calculation for doubtful trade receivables have been obtained from the Group management. Completeness and accuracy of the information used in these calculations have been controlled, assumptions used are evaluated and arithmetic accuracy has been tested. Considering long collection period of the receivables, a further assessment is made by analyzing opening balances, sales and collections throughout the year and collateral level for individual customers and for the ones that are assessed to be risky additional information has been asked from the Group management and subsequent collection is controlled on sampling basis. Trade receivable balances from third parties are tested by sending verification letters through sampling. In addition to the procedures mentioned above, the adequacy of the disclosures in Note 6 and Note 33 has been evaluated within the scope of the relevant TFRSs.

3) Key Audit Matters (continued)

Recoverability of deferred tax assets	**The procedures within the scope of our audit work include but are not limited to the procedures below:**
As stated in Note 30, the Group recognizes deferred tax assets amounting to TL 2,308,147,503 in the consolidated statement of financial position as of 31 December 2025. The recoverable amount of deferred tax assets has been estimated through projections prepared by the Group management based on assumptions under current conditions. As these projections are based on estimates and the deferred tax assets recognized in the consolidated financial statements as at 31 December 2025 are significant, the recoverability of these assets is considered as Key Audit Matter.	Projections were obtained from the Group management and the appropriateness of the key assumptions included in these projections were evaluated in meetings with senior management, including our tax experts. The reasonableness of the estimates has been assessed. We assessed the Group's budget processes (the basis of the estimates) and analyzed the principles and mathematical accuracy of the calculation model. The appropriateness of financial indicators such as revenue, capital expenditures and production costs, which have a significant impact on taxable profits, has been evaluated by comparing them with the current year realizations. In addition to the procedures mentioned above, the adequacy of the disclosures in the consolidated financial statements and notes to them has been assessed in accordance with TFRS.

4) Responsibilities of Management and Those Charged with Governance for the Consolidated Financial Statements

Management is responsible for the preparation and fair presentation of the consolidated financial statements in accordance with TFRS, and for such internal control as management determines is necessary to enable the preparation of consolidated financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the consolidated financial statements, management is responsible for assessing the Group’s ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Group or to cease operations, or has no realistic alternative but to do so.

Those charged with governance are responsible for overseeing the Group's financial reporting process.

5) Auditor's Responsibilities for the Audit of the Consolidated Financial Statements

Responsibilities of independent auditors in an independent audit are as follows:

Our objectives are to obtain reasonable assurance about whether the consolidated financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance but is not a guarantee that an audit conducted in accordance with the regulations of the Capital Markets Board and SIA will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these consolidated financial statements.

As part of an audit in accordance with the regulations of the Capital Markets Board and SIA, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the consolidated financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. (The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.)

- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Group's internal control.

- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.

5) Auditor's Responsibilities for the Audit of the Consolidated Financial Statements (continued)

- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Group's ability to continue as a going concern. If we conclude that material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the consolidated financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Group to cease to continue as a going concern.

- Evaluate the overall presentation, structure and content of the consolidated financial statements, including the disclosures, and whether the consolidated financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

- Plan and perform the group audit to obtain sufficient appropriate audit evidence regarding the financial information of the entities or business units within the group as a basis for forming an opinion on the group financial statements. We are responsible for the direction, supervision and review of the audit work performed for purposes of the group audit. We remain solely responsible for our audit opinion.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, actions taken to eliminate threats or safeguards applied.

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the consolidated financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the benefits of public interest such communication.

Deloitte.

B) Report on Other Legal and Regulatory Requirements

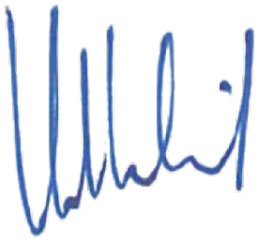
In accordance with paragraph four of the Article 398 of the Turkish Commercial Code No. 6102 ("TCC"), the auditor's report on the system and the committee of early detection of risk has been submitted to the Board of Directors of the Company on 6 March 2026.

In accordance with paragraph four of the Article 402 of TCC, nothing has come to our attention that may cause us to believe that the Group's set of accounts and financial statements prepared for the period 1 January-31 December 2025 does not comply with TCC and the provisions of the Company's articles of association in relation to financial reporting.

In accordance with paragraph four of the Article 402 of TCC, the Board of Directors provided us all the required information and documentation with respect to our audit.

The engagement partner on the audit resulting in this independent auditor's report is Volkan Becerik.

DRT BAĞIMSIZ DENETİM VE SERBEST MUHASEBECİ MALİ MÜŞAVİRLİK A.Ş.
Member of **DELOITTE TOUCHE TOHMATSU LIMITED**



Volkan Becerik, SMMM
Partner

İstanbul, 6 March 2026

HEKTAŞ TİCARET TÜRK ANONİM ŞİRKETİ ("Hektaş" or "the Company")
AND ITS SUBSIDIARIES ("Hektaş Group" or "the Group")

CONSOLIDATED FINANCIAL STATEMENTS
AS OF 31 DECEMBER 2025 AND
INDEPENDENT AUDITOR'S REPORT

(ORIGINALLY ISSUED IN TURKISH)

INDEX **PAGE**

CONSOLIDATED STATEMENT OF FINANCIAL POSITION..... 1-2

CONSOLIDATED STATEMENT OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME 3

CONSOLIDATED STATEMENT OF CHANGES IN EQUITY..... 4

CONSOLIDATED STATEMENT OF CASH FLOWS..... 5

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS..... 6-72

HEKTAŞ GROUP

AUDITED
CONSOLIDATED STATEMENT OF FINANCIAL POSITION AS AT 31 DECEMBER 2025

(All amounts expressed in TL in terms of the purchasing power of Turkish Lira ("TL") as of 31 December 2025, unless otherwise stated.)

	Notes	Current Period Audited 31 December 2025	Prior Period Audited 31 December 2024
ASSETS			
Current Assets		**6,182,316,144**	**11,581,896,318**
Cash and Cash Equivalents	3	1,378,470,800	2,450,706,127
Financial Equivalents	4	411,798,828	1,524,527,031
Trade Receivables	6a	1,263,551,294	1,735,155,521
From Related Parties	*32*	*52,336,852*	*81,013,575*
From Third Parties		*1,211,214,442*	*1,654,141,946*
Other Receivables	8a	48,381,877	255,762,030
Inventories	11	2,485,137,988	4,427,616,646
Prepaid Expenses	9	136,368,013	173,404,075
From Related Parties	*32*	*79,534*	*787,427*
From Third Parties		*136,288,479*	*172,616,648*
Current Tax Assets	19	7,227,542	138,472,527
Other Current Assets	21	451,379,802	876,252,361
Non-Current Assets		**21,547,590,841**	**19,933,522,171**
Trade Receivables	6a	-	679,565
Other Receivables	8a	3,021,609	5,914,393
Investment Properties	15	139,013,319	141,137,526
Property, Plant and Equipment	12	12,529,008,330	12,502,473,274
Intangible Assets		2,203,844,059	2,073,071,799
Goodwill	*16*	*556,936,870*	*556,936,870*
Other	*14*	*1,646,907,189*	*1,516,134,929*
Right-of-Use Assets	13	1,110,162,082	836,704,452
Prepaid Expenses	9	3,254,393,939	2,180,277,807
Deferred Tax Asset	30	2,308,147,503	2,193,263,355
TOTAL ASSETS		**27,729,906,985**	**31,515,418,489**

HEKTAŞ GROUP

AUDITED
CONSOLIDATED STATEMENT OF FINANCIAL POSITION AS AT 31 DECEMBER 2025

(All amounts expressed in TL in terms of the purchasing power of Turkish Lira ("TL") as of 31 December 2025, unless otherwise stated.)

	Notes	Current Period Audited 31 December 2025	Prior Period Audited 31 December 2024
LIABILITIES AND EQUITY			
Current Liabilities		**11,685,546,011**	**9,592,579,026**
Short-Term Borrowings	5	8,026,364,772	5,869,705,569
Lease Liabilities	5	95,600,906	74,149,255
Trade Payables	6b	2,014,402,479	1,748,915,197
To Related Parties	*32*	*174,214,721*	*178,939,009*
To Third Parties		*1,840,187,758*	*1,569,976,188*
Payables Related to Employee Benefits	7	162,204,556	209,726,547
Other Payables	8b	1,227,864,043	1,592,444,761
To Related Parties	*32*	*1,195,584,649*	*1,562,178,701*
To Third Parties		*32,279,394*	*30,266,060*
Deferred Income	10	131,669,571	65,307,944
Current Tax Liability		56,329	-
Short-Term Provisions	20a	27,383,355	32,329,753
Related to Employee Benefits	*20a*	*18,238,347*	*25,527,796*
Other	*20a*	*9,145,008*	*6,801,957*
Non-Current Liabilities		**2,170,037,377**	**3,945,847,841**
Long-Term Borrowings	5	1,026,754,070	2,885,397,183
Lease Liabilities	5	772,425,932	667,242,268
Other Payables	8b	166,053,368	163,623,658
Other Payables to Related Parties	*32*	*166,053,368*	*163,623,658*
Long-Term Provisions	20b	116,617,206	137,426,688
Related to Employee Benefits		*116,617,206*	*137,426,688*
Deferred Tax Liability	30	88,186,801	92,158,044
EQUITY		**13,874,323,597**	**17,976,991,622**
Equity Attributable to the Parent		**13,955,964,667**	**18,026,704,403**
Paid-in Capital	22a	8,430,000,000	8,430,000,000
Share Capital Adjustment Differences	22a	12,164,650,582	12,164,650,582
Premiums/Discounts Related to Interests		276,229,024	276,229,024
Accumulated Other Comprehensive Income (Expenses) that will be Reclassified to Profit or Loss		(423,123,256)	(386,574,126)
- Foreign Currency Translation Differences		*(423,123,256)*	*(386,574,126)*
Accumulated Other Comprehensive Income (Expenses) that will not be Reclassified to Profit or Loss		(64,882,360)	(76,795,289)
- Defined Benefit Plans Remeasurement Losses	22c	*(64,882,360)*	*(76,795,289)*
Restricted Reserves Appropriated from Profit	22b	597,606,222	597,606,222
Prior Years' Profit		(2,978,412,010)	590,662,527
Net Loss for the Period		(4,046,103,535)	(3,569,074,537)
Non-Controlling Interests		**(81,641,070)**	**(49,712,781)**
TOTAL LIABILITIES AND EQUITY		**27,729,906,985**	**31,515,418,489**

The accompanying notes form an integral part of these consolidated financial statements.

HEKTAŞ GROUP

AUDITED CONSOLIDATED STATEMENT OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME FOR THE PERIOD 1 JANUARY – 31 DECEMBER 2025

(All amounts expressed in TL in terms of the purchasing power of Turkish Lira ("TL") as of 31 December 2025, unless otherwise stated.)

	Notes	Current Period Audited 1 January- 31 December 2025	Prior Peirod Audited 1 January- 31 December 2024
PROFIT OR (LOSS)			
Revenue	23a	6,127,914,357	6,370,645,052
Cost of Sales (-)	23b	(6,721,171,882)	(7,692,884,418)
GROSS PROFIT/(LOSS)		**(593,257,525)**	**(1,322,239,366)**
General Administrative Expenses (-)	24b	(1,169,701,065)	(1,327,867,068)
Marketing Expenses (-)	24a	(612,069,994)	(634,321,983)
Research and Development Expenses (-)	24c	(446,835,229)	(505,430,363)
Other Income from Operating Activities	26	176,952,542	271,863,763
Other Expenses from Operating Expenses (-)	27	(508,653,878)	(164,844,967)
OPERATING (LOSS)/PROFIT		**(3,153,565,149)**	**(3,682,839,984)**
Income from Investing Activities	28a	8,840,648	24,525,271
Expenses from Investing Activities (-)	28b	(2,152,863)	(2,429,979)
OPERATING (LOSS)/PROFIT BEFORE FINANCE EXPENSES		**(3,146,877,364)**	**(3,660,744,692)**
Finance Income	29a	681,006,811	2,791,996,203
Finance Expenses (-)	29b	(3,630,120,209)	(8,267,793,964)
Monetary Loss Gain, net	36	1,889,658,865	4,496,575,076
(LOSS)/PROFIT FROM CONTINUING OPERATIONS BEFORE TAX		**(4,206,331,897)**	**(4,639,967,377)**
Continuing Operations Tax (Expense) / Income		**131,983,424**	**1,034,986,475**
Current Tax (Expense) / Income	30	(579,775)	-
Deferred Tax (Expense) / Income	30	132,563,199	1,034,986,475
PROFIT/LOSS FOR THE PERIOD		**(4,074,348,473)**	**(3,604,980,902)**
Distribution of (Loss)/Profit for the Period			
Non-Controlling Interests		(28,244,938)	(35,906,365)
Parent Shares		(4,046,103,535)	(3,569,074,537)
		(4,074,348,473)	**(3,604,980,902)**
Earnings / (loss) per share			
One Hundred Ordinary Stock (TL)	31	**(0.48)**	**(1.04)**
OTHER COMPREHENSIVE (EXPENSE) / INCOME:			
Items that will not be Reclassified Subsequently to Profit or Loss		**11,912,929**	**1,773,682**
Defined Benefit Plans Remeasurement Gains/Losses		15,883,906	2,364,908
Defined Benefit Plans Remeasurement Gains/(Losses), Tax Effect		(3,970,977)	(591,226)
(Expense)/Income that will be Reclassified Subsequently to Profit or Loss		**(40,232,481)**	**(652,232,711)**
Foreign Currency Translation Differences		(40,232,481)	(652,232,711)
OTHER COMPREHENSIVE (EXPENSE) / INCOME		**(28,319,552)**	**(650,459,029)**
TOTAL COMPREHENSIVE (EXPENSE) / INCOME		**(4,102,668,025)**	**(4,255,439,931)**
Distribution of Total Comprehensive (Expense) / Income:		**(4,102,668,025)**	**(4,255,439,931)**
Non-Controlling Interests		(31,928,289)	(32,590,489)
Parent Shares		(4,070,739,736)	(4,222,849,442)

The accompanying notes form an integral part of these consolidated financial statements.

HEKTAŞ GROUP

AUDITED CONSOLIDATED STATEMENT OF CHANGES IN EQUITY
FOR THE PERIOD 1 JANUARY – 31 DECEMBER 2025

(All amounts expressed in TL in terms of the purchasing power of Turkish Lira ("TL") as of 31 December 2025, unless otherwise stated.)

				Accumulated Other Comprehensive Income and Expenses that will not be Reclassified Subsequently to Profit or Loss	Accumulated Other Comprehensive Income and Expenses that will be Reclassified Subsequently to Profit or Loss		Retained Earnings				
	Paid-in Capital	Share Capital Adjustment Differences	Share Issue Premiums / Discounts	Accumulated Remeasurement Losses of Defined Benefit Plans	Foreign Currency Translation Differences	Restricted Reserves Appropriated from Profit	Prior Years' Profit	Net Profit / Loss for the Period	Equity Attributable to the Parent	Non-Controlling Interests	Equity
Balances as of 1 January 2024	**2,530,000,000**	**10,262,603,707**	**94,567,807**	**(78,568,971)**	**268,974,461**	**597,606,222**	**2,250,365,135**	**(1,659,702,608)**	**14,265,845,753**	**(17,122,292)**	**14,248,723,461**
Transfers	-	-	-	-	-	-	(1,659,702,608)	1,659,702,608	-	-	-
Total Comprehensive Income / (Expense)	-	-	-	**1,773,682**	**(655,548,587)**	-	-	**(3,569,074,537)**	**(4,222,849,442)**	**(32,590,489)**	**(4,255,439,931)**
Profit /(Loss) for the Period	-	-	-	-	-	-	-	*(3,569,074,537)*	*(3,569,074,537)*	*(35,906,365)*	*(3,604,980,902)*
Other Comprehensive (Expense) / Income	-	-	-	*1,773,682*	*(655,548,587)*	-	-	-	*(653,774,905)*	*3,315,876*	*(650,459,029)*
Capital Increase	5,900,000,000	1,902,046,875	181,661,217	-	-	-	-	-	**7,983,708,092**	-	**7,983,708,092**
Balances as of 31 December 2024	**8,430,000,000**	**12,164,650,582**	**276,229,024**	**(76,795,289)**	**(386,574,126)**	**597,606,222**	**590,662,527**	**(3,569,074,537)**	**18,026,704,403**	**(49,712,781)**	**17,976,991,622**
Balances as of 1 January 2025	**8,430,000,000**	**12,164,650,582**	**276,229,024**	**(76,795,289)**	**(386,574,126)**	**597,606,222**	**590,662,527**	**(3,569,074,537)**	**18,026,704,403**	**(49,712,781)**	**17,976,991,622**
Transfers	-	-	-	-	-	-	(3,569,074,537)	3,569,074,537	-	-	-
Total Comprehensive (Expense) / Income	-	-	-	**11,912,929**	**(36,549,130)**	-	-	**(4,046,103,535)**	**(4,070,739,736)**	**(31,928,289)**	**(4,102,668,025)**
Loss for the Period	-	-	-	-	-	-	-	*(4,046,103,535)*	*(4,046,103,535)*	*(28,244,938)*	*(4,074,348,473)*
Other Comprehensive Income / (Expense)	-	-	-	*11,912,929*	*(36,549,130)*	-		-	*(24,636,201)*	*(3,683,351)*	*(28,319,552)*
Balances as of 31 december 2025	**8,430,000,000**	**12,164,650,582**	**276,229,024**	**(64,882,360)**	**(423,123,256)**	**597,606,222**	**(2,978,412,010)**	**(4,046,103,535)**	**13,955,964,667**	**(81,641,070)**	**13,874,323,597**

The accompanying notes form an integral part of these consolidated financial statements.

HEKTAŞ GROUP

AUDITED CONSOLIDATED STATEMENT OF CASH FLOWS
FOR THE PERIOD 1 JANUARY – 31 DECEMBER 2025

(All amounts expressed in TL in terms of the purchasing power of Turkish Lira ("TL") as of 31 December 2025, unless otherwise stated.)

	Notes	Current Period Audited 1 January- 31 December 2025	Prior Period Audited 1 January- 31 December 2024
CASH FLOWS FROM OPERATING ACTIVITIES		**1,932,502,053**	**5,510,896,746**
Loss for the Period		**(4,074,348,473)**	**(3,604,980,902)**
Adjustments Related to the Net Profit/Loss Reconciliation for the Period		**1,931,181,985**	**1,962,410,422**
Adjustments Related to Depreciation and Amortization	25	1,168,342,125	1,081,275,974
Adjustments Related to Impairment (Cancellation)		(401,690,802)	382,544,629
- Adjustments Related to Impairment of Receivables	*6a*	*52,341,673*	*89,588,536*
- Adjustments Related to Inventory Impairment	*11*	*(454,032,475)*	*292,956,093*
Adjustments Related to Provisions		46,839,319	72,831,790
- Provisions for Employee Benefits		*42,480,798*	*69,885,531*
- Litigation Provisions / (Cancellation)	*20a*	*4,358,521*	*2,946,259*
Adjustments Related to Interest (Income) / Expenses		1,946,932,522	5,370,788,239
- Adjustments Related to Interest Income	*29*	*(411,085,707)*	*(2,057,524,084)*
- Adjustments Related to Interest Expenses	*29*	*2,211,418,951*	*7,201,181,077*
- Adjustments Related to Bank Transactions Expenses	*29*	*146,599,278*	*227,131,246*
Adjustments Related to Unrealized Foreign Currency Translation Differences		(226,398,628)	(767,109,425)
Adjustments Related to Monetary Losses/Gains		(1,480,073,097)	(3,406,966,788)
Adjustments Related to Fair Value Losses/Gains		-	(2,339,224)
- Adjustments Related to Fair Value Losses / (Gains) of Derivative Financial Instruments		-	*(2,339,224)*
Adjustments Related to Exchange Differences		1,011,811,997	269,496,822
Adjustments Related to Tax Income / (Expense)	30	(131,983,424)	(1,034,986,475)
Adjustments Related to Loss/Gains on Disposal of Fixed Assets		(2,598,027)	(3,125,120)
Changes in working capital		**3,677,299,690**	**5,174,519,368**
Adjustments Related to Increase/Decrease in Trade Receivables		3,975,710	2,130,521,505
Adjustments Related to Increase/Decrease in Other Operating Receivables		501,162,109	(327,650,059)
Adjustments Related to Increase/Decrease in Inventories		2,396,511,133	3,312,066,297
Adjustments Related to Increase/Decrease in Trade Payables		678,254,502	(83,680,774)
Increase / (Decrease) in Payables Related to Employee Benefits		1,976,260	103,310,470
Adjustments Related to Increase/Decrease in Other Operating Payables		95,419,976	39,951,929
Cash Flows from Operations		**398,368,851**	**1,978,947,858**
Interest Received		420,807,979	2,121,533,658
Payments Related to Provisions for Employee Benefits	20	(21,134,795)	(20,702,920)
Collections from Doubtful Receivables	6a	6,446,655	16,589,647
Tax Payments / Refunds		(7,750,988)	(138,472,527)
CASH FLOWS FROM INVESTMENT ACTIVITIES		**(1,391,616,438)**	**451,571,296**
Other Receivables Cash Inflows from Related Parties		-	1,953,159,114
Cash Inflows from Sales of Property, Plant and Equipment and Intangible Assets		9,899,368	10,012,456
- Cash Inflows from Sales of Property, Plant and Equipment		*9,899,368*	*4,606,837*
- Cash Inflows from Sales of Intangible Assets		-	*5,405,619*
Cash Outflows from Purchase of Property, Plant and Equipment and Intangible Assets		(1,080,319,245)	(874,830,621)
- Cash Outflows from Purchase of Property, Plant and Equipment	*12*	*(1,054,093,456)*	*(861,081,199)*
- Cash Outflows from Purchase of Intangible Assets	*14*	*(26,225,789)*	*(13,749,422)*
Cash Outflows from Purchase of Investment Properties	15	-	(68,952,861)
Cash Advances Given and Payables		(1,074,116,132)	(567,816,792)
Other Cash Inflows / Outflows		752,919,571	-
CASH FLOWS FROM FINANCE ACTIVITIES		**(1,392,524,967)**	**(10,146,412,482)**
Cash Inflows / (Outflows) Arising from Borrowing to Related Parties		(255,146,146)	261,784,657
Cash Inflows from Borrowings	5	6,485,266,388	11,317,147,911
Cash Outflows from Borrowings	5	(5,313,156,606)	(21,568,639,278)
Bank Transaction Costs Paid		(146,599,278)	(227,131,246)
Interest Paid		(1,860,495,093)	(7,576,274,704)
Cash Outflows Related to Debt Payments Arising from Lease Contracts	5	(302,394,232)	(251,813,225)
Cash Inflows from Shares Issues	22a	-	7,898,513,403
NET INCREASE/DECREASE IN CASH AND CASH EQUIVALENTS BEFORE THE EFFECT OF FOREIGN CURRENCY TRANSLATION DIFFERENCES		**(851,639,352)**	**(4,183,944,440)**
THE EFFECT OF FOREIGN CURRENCY CONVERSION DIFFERENCES ON CASH AND CASH EQUIVALENTS		**365,113,553**	**625,770,649**
INFLATION EFFECT ON CASH AND CASH EQUIVALENTS		**(575,987,256)**	**(2,662,131,778)**
NET CHANGE IN CASH AND CASH EQUIVALENTS		**(1,062,513,055)**	**(6,220,305,569)**
CASH AND CASH EQUIVALENTS AT THE BEGINNING OF THE PERIOD	**3**	**2,440,486,591**	**8,660,792,160**
CASH AND CASH EQUIVALENTS AT THE END OF THE PERIOD	**3**	**1,377,973,536**	**2,440,486,591**

The accompanying notes form an integral part of these consolidated financial statements.

1. ORGANIZATION AND OPERATIONS OF THE GROUP

Hektaş was established for the purpose of producing, importing, and marketing agricultural and veterinary pesticides upon registration and entry in the trade registry in 1956. The main field of activity of the Company is the production, import and marketing of agricultural and veterinary pesticides. The main shareholder of the Company is the Turkish Armed Forces Pension Fund ("OYAK") which owns 55.40 per cent of the Company's shares. OYAK is an institution with legal personality, which is financially and administratively autonomous and subject to the provisions of private law, which was founded pursuant to the law no. 205 on 1 March 1961. As the "solidarity and pension fund" of the members of the Turkish Armed Forces ("TSK"), OYAK provides various services and benefits to its members in line with the social security approach envisaged by the constitution. OYAK has direct and indirect subsidiaries and associates operating in industry, finance and service sectors. Detailed information about OYAK is available on its official web site at the address (www.oyak.com.tr).

These consolidated financial statements include the Company and its subsidiaries. The Company and its subsidiaries will hereinafter be referred to as "the Group" or "Hektaş Group" collectively.

The Company acquired 100% of FNC Tarım Ticaret ve Sanayi Anonim Şirketi ("FNC") on 29 November 2017 at a price of Turkish Lira ("TL") 14,117,000 (US Dollar 3,600,000) and included FNC within the scope of the consolidation based on its periodic statements of 30 September 2017.

The main field of activity of FNC is the production, import and marketing of agricultural pesticides. FNC is headquartered in the district of Bor in Niğde and has a capital of TL 40,500,000.

FNC's title was changed as 'Ferbis Tarım Ticaret ve Sanayi Anonim Şirketi' ("Ferbis") as declared in the Trade Registry Gazette dated 7 July 2020 and by the Extraordinary General Assembly dated 30 June 2020.

On 22 February 2019, the Company acquired 100 percent of Akça Tohumculuk Arge Sanayi ve Dış Ticaret Anonim Şirketi ("Akça") at a price of TL 25,150,000 and included Akça within the scope of consolidation based on its financial statements pertaining to the period ending on 31 January 2019.

Akça's main field of activity is to engage in all kinds of seed production and development activities and to set up green houses and specially equipped areas for this purpose. Akça's headquarters are located in Antalya Technocity.

Akça's title was changed as 'Areo Tohumculuk Arge Sanayi ve Dış Ticaret Anonim Şirketi' ("Areo") as declared in the Trade Registry Gazette dated 6 October 2020 and by the Extraordinary General Assembly dated 25 September 2020. Its capital is in the amount of TL 95,750,000.

On 9 June 2020, the Company acquired 100 per cent of Sunset Kimya Tarım Ürünleri ve Aletleri İmalat Pazarlama Sanayi ve Ticaret Anonim Şirketi ("Sunset") at a price of TL 65,000,000 and included Sunset within the scope of consolidation based on its financial statements pertaining to the period ending on 30 May 2020.

Sunset's main field of activity is the wholesale and retail trade, production, import and export and domestic and international marketing of all kinds of agricultural pesticides. Sunset is headquartered in the district of Bor in Niğde. Its capital is in the amount of TL 2,000,000.

Agriventis Technologies Pty Ltd ("Agriventis") was acquired by the OYAK group as of 18 September 2020. As of 12 January 2022, all the shares representing the 51% capital of Agriventis, field of activity of which is "agricultural seed technology development, seed improvement and production", controlled by Oyak Sermaye Yatırımları A.Ş, the subsidiary of the main shareholder, have been acquired for TL 28,000,000. Agriventis is headquartered in Sydney, Australia. Its capital is AUD 475,375.

Hektaş Asia LLC was established on 21 November 2022 in Tashkent, Uzbekistan, with 100% of its shares owned by HEKTAŞ Ticaret T.A.Ş. It was established to operate in export-oriented plant protection and plant nutrition fields. USD 49,782,247 has been paid for the capital of Hektaş Asia LLC and all of it has been registered.

The capital structure of Hektaş as of the related reporting dates is disclosed in Note 22.

The Company's shares have been quoted on Borsa İstanbul ("BIST") since 1986. The Group's main shareholder and principal controller is OYAK.

As of 31 December 2025, the number of employees of the Group is 541 in total, 190 of them being blue-collar and 351 being white-collar (31 December 2024: 579 employees).

The Company carries out its activities at is headquarters at the address Gebze Organize Sanayi Bölgesi, İhsandede Caddesi, 700. Sokak 41400 Gebze, Kocaeli.

1. ORGANIZATION AND OPERATIONS OF THE GROUP (cont'd)

Details of the types and fields of activity of the Company's subsidiaries are as follows:

	Types and Subject of Activity
Takimsan Tarım Kimya Sanayi ve Ticaret Anonim Şirketi ("Takimsan")	Production, import and marketing of pesticides
Çantaş Çankırı Tuz Ürünleri Üretim ve Dağıtım Anonim Şirketi ("Çantaş")	Inactive
Ferbis	Production, import and marketing of pesticides
Areo	To carry out all kinds of seed production and development activities, to establish related greenhouses and specially equipped areas related to this.
Sunset	Wholesale and retail trade of all kinds of pesticides, import and export, marketing in domestic and foreign markets
Agriventis	Agricultural seed technology development, seed breeding and production
Hektaş Asia	Production, sales, distribution and marketing of plant protection and plant nutrition products

2. BASIS OF PRESENTATION OF THE CONSOLIDATED FINANCIAL STATEMENTS

2.1 Basis of Presentation

Statement of Compliance with TFRS

The accompanying consolidated financial statements have been prepared in line with Capital Markets Board ("CMB"), Communiqué Serial: II, No. 14.1 on "Principles on Financial Reporting in Capital Market" ("the Communiqué"), promulgated in Official Gazette No. 28676 dated 13 June 2013. TFRSs include Standards and Interpretations published by POA under the names of Turkish Financial Reporting Standards ("TFRS"), Turkish Financial Reporting Standards, TAS Interpretations and TFRS Interpretations.

In addition, the consolidated financial statements are presented in accordance with the formats determined in the "Announcement on TFRS Taxonomy" published by the POA on 3 July 2024 and the Financial Statement Examples and User Guide published by the CMB.

Approval of consolidated financial statements:

The consolidated financial statements were approved by the Board of Directors of Hektaş on 6 March 2026. The General Assembly of Hektaş has the right to amend and the related regulatory authorities have the right to demand the amendment of these consolidated financial statements.

2. BASIS OF PRESENTATION OF THE CONSOLIDATED FINANCIAL STATEMENTS (cont'd)

2.1 Basis of Presentation (cont'd)

Measurement Principles

The consolidated financial statements have been prepared at historical costs, except for the items measured at fair value differences, which are stated below:

- Derivative financial instruments at fair value through profit or loss, fixed assets of through business

The determination of historical cost is generally based on the fair value of the amount paid for the assets at the acquisition date. The consolidated financial statements have been prepared on the historical cost basis, adjusted for the effects of inflation as of 31 December 2004.

Fair value measurement principles are explained in Note 2.4.

Functional and Reporting Currency

The consolidated financial statements are submitted in TL, which is the functional currency of the Group. All financial information submitted in TL is submitted in full, unless otherwise stated.

Restatement of financial statements during periods of high inflation

The consolidated financial statements and related figures for previous periods have been restated for changes in the general purchasing power of the functional currency and, consequently, the financial statements and related figures for previous periods are expressed in terms of the measuring unit current at the end of the reporting period in accordance with TAS 29 Financial Reporting in Hyperinflationary Economies.

TAS 29 applies to the financial statements, including the consolidated financial statements, of each entity whose functional currency is the currency of a hyperinflationary economy. If an economy is subject to hyperinflation, TAS 29 requires an entity whose functional currency is the currency of a hyperinflationary economy to present its financial statements in terms of the measuring unit current at the end of the reporting period.

As at the reporting date, entities operating in Türkiye are required to apply TAS 29 "Financial Reporting in Hyperinflationary Economies" for the reporting periods ending on or after 31 December 2023, as the cumulative change in the general purchasing power of the last three years based on the Consumer Price Index ("CPI") is more than 100%.

POA made an announcement on 23 November 2023 regarding the scope and application of TAS 29. It stated that the financial statements of the entities applying Turkish Financial Reporting Standards for the annual reporting period ending on or after 31 December 2023 should be presented in accordance with the related accounting principles in TAS 29, adjusted for the effects of inflation.

In accordance with the CMB's decision dated 28 December 2023 and numbered 81/1820, issuers and capital market institutions subject to financial reporting regulations applying Turkish Accounting/Financial Reporting Standards are required to apply inflation accounting by applying the provisions of TAS 29 to their annual financial statements for the accounting periods ending on 31 December 2023.

In this framework, while preparing the consolidated financial statements dated 31 December 2025, inflation adjustment has been made in accordance with TAS 29.

2. BASIS OF PRESENTATION OF THE CONSOLIDATED FINANCIAL STATEMENTS (cont'd)

2.1 Basis of Presentation (cont'd)

Restatement of financial statements during periods of high inflation (cont'd)

The table below shows the inflation rates for the relevant years calculated by taking into account the Consumer Price Indices published by the Turkish Statistical Institute (TURKSTAT):

Date	Index	Adjustment Coefficient	Three-year cumulative inflation rates
31 December 2025	3,513.87	1.00000	2.11000
31 December 2024	2,684.55	1.30892	2.91000
31 December 2023	1,859.38	1.88981	2.68000

The main outlines of TMS 29 indexing transactions are as follows:

- As of the balance sheet date, all items other than those stated in terms of current purchasing power are restated by using the relevant price index coefficients. Prior year amounts are also restated in the same way.

- Monetary assets and liabilities are expressed in terms of the purchasing power at the balance sheet date and are therefore not subject to restatement. Monetary items are cash and items to be received or paid in cash.

- Fixed assets, subsidiaries and similar assets are indexed to their acquisition values, which do not exceed their market values. Depreciation has been adjusted in a similar manner. Amounts included in shareholders' equity have been restated by applying general price indices for the periods in which they were contributed to or arose within the Company.

- All items in the income statement, except for the effects of non-monetary items in the balance sheet on the income statement, have been restated by applying the multiples calculated over the periods when the income and expense accounts were initially recognized in the financial statements.

- The gain or loss arising on the net monetary position as a result of general inflation is the difference between the adjustments to non-monetary assets, equity items and income statement accounts. This gain or loss on the net monetary position is included in profit or loss.

The impact of the application of TAS 29 Inflation Accounting is summarized below:

Restatement of the Statement of Financial Position

Amounts in the statement of financial position that are not expressed in terms of the measuring unit current at the end of the reporting period are restated. Accordingly, monetary items are not restated because they are expressed in the currency of the reporting period. Non-monetary items are required to be restated unless they are expressed in terms of the currency in effect at the end of the reporting period.

The gain or loss on the net monetary position arising on restatement of non-monetary items is recognized in profit or loss and presented separately in the statement of comprehensive income.

Restatement of the Statement of Profit or Loss

All items in the statement of profit or loss are expressed in terms of the measuring unit current at the end of the reporting period. Therefore, all amounts have been restated by applying changes in the monthly general price index.

Cost of inventories sold has been restated using the restated inventory balance.

Depreciation and amortization expenses have been restated using the restated balances of property, plant and equipment, intangible assets and right-of-use assets.

2. BASIS OF PRESENTATION OF THE CONSOLIDATED FINANCIAL STATEMENTS (cont'd)

2.1 Basis of Presentation (cont'd)

Restatement of financial statements during periods of high inflation (cont'd)

Restatement of Statement of Cash Flows

All items in the statement of cash flows are expressed in terms of the measuring unit current at the end of the reporting period.

Consolidated financial statements

The consolidated financial statements of a subsidiary whose functional currency is the currency of a hyperinflationary economy are restated by applying the general price index before they are included in the consolidated financial statements prepared by the parent company. If the subsidiary is a foreign subsidiary, its restated consolidated financial statements are translated at the closing rate. When consolidating financial statements with different reporting period ends, all monetary and non-monetary items are restated in accordance with the measuring unit current at the date of the consolidated financial statements. The financial statements of Subsidiaries and Associates operating in foreign countries have been prepared in accordance with TFRSs issued by POA with adjustments and reclassifications reflected for the purpose of fair presentation. The assets and liabilities of the related foreign subsidiaries are translated into Turkish Lira at the exchange rate at the balance sheet date and income and expenses are translated into Turkish Lira at the average exchange rate on a monthly basis. Exchange differences arising from the use of closing and average exchange rates are recognized in the currency translation differences in equity.

Comparative figures

Relevant figures for the previous reporting period are restated by applying the general price index so that the comparative consolidated financial statements are presented in the measuring unit applicable at the end of the reporting period. Information disclosed for prior periods is also expressed in terms of the measuring unit current at the end of the reporting period.

Basis of Consolidation

Business Combinations

The Group accounts for business combinations using the acquisition method when control is transferred to the Group. The consideration transferred on the acquisition is generally accounted for at fair value, as with the identifiable net assets purchased. The resulting goodwill is tested for impairment annually. The gain or loss from the bargain purchase is recognized immediately in profit or loss. Transaction costs other than those associated with the issuance of debt or equity securities that the Group incurs in connection with a business combination are expensed as incurred.

The purchase price does not include amounts related to closing existing relationships. These amounts are generally recognized in profit or loss.

Any contingent consideration payable is recognized at fair value at the acquisition date. If the contingent consideration is classified as equity, it is not remeasured, and settlement is accounted for within equity.

If the retained share-based payment rights (acquired rights) of employees of the acquired business for past service are replaced by a new share-based payment rights (renewal rights), all or a portion of the market-based measurement of the changed benefits is added to the acquisition cost under the business combination. This amount is determined to the extent that renewed rights are associated with pre-combination services and by comparing a market-based measure of renewal rights with a market-based measure of acquiree's rights.

Goodwill is measured as the excess of the sum of the consideration transferred, the amount of any non-controlling interests in the acquiree, and the fair value of the acquirer's previously held equity interest in the acquiree (if any) over the net of the acquisition-date amounts of the identifiable assets acquired and the liabilities assumed.

2. BASIS OF PRESENTATION OF THE CONSOLIDATED FINANCIAL STATEMENTS (cont'd)

2.1 Basis of Presentation (cont'd)

Basis of Consolidation (cont'd)

Business Combinations (cont'd)

Changes in the fair value of the contingent consideration that qualify as measurement period adjustments are adjusted retrospectively, with corresponding adjustments against goodwill. Measurement period adjustments are adjustments that arise from additional information obtained during the 'measurement period' (which cannot exceed one year from the acquisition date) about facts and circumstances that existed at the acquisition date.

If the initial accounting for a business combination is incomplete by the end of the reporting period in which the combination occurs, the Group reports provisional amounts for the items for which the accounting is incomplete. Those provisional amounts are adjusted during the measurement period, or additional assets or liabilities are recognized, to reflect new information obtained about facts and circumstances that existed at the acquisition date that, if known, would have affected the amounts recognized at that date.

Business Combinations Under Common Control

Business combinations under common control are accounted for using the pooling of interests method; therefore, no goodwill arising from this transaction is recognised in the consolidated financial statements. When applying the combination of rights method, the financial statements should be corrected as if the merger took place as of the beginning of the reporting period in which the common control was formed and should be presented comparatively from the beginning of the reporting period in which the common control was formed. Since it would be appropriate to look at the reflection of business combinations subject to common control in the financial statements from the perspective of the parent company, the financial statements are rearranged in accordance with the provisions of TFRS, including merger accounting, as if the financial statements were prepared in accordance with TFRS on and after the date when the company holding the control of the group in the consolidation transaction takes control of the companies under common control. In order to eliminate the asset-liability mismatch caused by the merger of businesses subject to common control, the "Common Control Entity "Merger Effect" account is used as an equalizing account under shareholders' equity.

Subsidiaries

Subsidiaries are entities controlled by the Group. The Group controls an entity when it is exposed to, or has rights to, variable returns from its involvement with the entity and has the ability to affect those returns through its power over the entity. The financial statements of subsidiaries are included in the consolidated financial statements from the date on which control commences until the date on which control ceases.

As of 31 December 2025 and 2024, the details of the Company's subsidiaries and financial investments are as follows:

			Group's share rate in capital and voting rate (%)	
Title of the Company	Location of activity	Functional currency	31 December 2025	31 December 2024
Subsidiaries				
Takimsan	Kocaeli	TL	99.78	99.78
Ferbis	Niğde	TL	100.00	100.00
Areo	Antalya	TL	100.00	100.00
Sunset	Niğde	TL	100.00	100.00
Agriventis	Australia	AUD	51.00	51.00
Hektaş Asia	Uzbekistan	UZS	100.00	100.00
Financial investments				
Çantaş	Çankırı	TL	0.37	0.37

2. BASIS OF PRESENTATION OF THE CONSOLIDATED FINANCIAL STATEMENTS (cont'd)

2.1 Basis of Presentation (cont'd)

Non-controlling interests

Non-controlling interests are measured over the proportional amount of the net asset value of the subsidiary at the date of acquisition. Changes in the Group's interests in subsidiaries that do not result in a loss of control are accounted for as an equity transaction.

Loss of control

If the Group loses control over the subsidiary, it derecognizes the assets and liabilities of the subsidiary, its non-controlling interests and the amounts under other equity related to the subsidiary. Any resulting gains or losses are recognized in profit or loss. The remaining interest in the previous subsidiary is measured at fair value as of the day of loss of control.

Elimination transactions in consolidation

During the preparation of the consolidated financial statements, intragroup balances, transactions and unrealized income and expenses arising from intragroup transactions are mutually eliminated. Unrealized income from transactions with investments accounted for using the equity method is written off in proportion to the Group's share in the investment. If there is no impairment, unrealized losses are written off in the same way as unrealized income.

2.2 Changes in accounting estimates and errors

If the changes in accounting estimates are related with one period only, they are applied in the current period when the change is applied; if they are related with future periods, they are applied prospectively both in the period of change and in the future periods. Material accounting errors detected are executed retrospectively and the previous period's financial statements are restated. There have been no significant changes in the Group's accounting estimates in the current year.

2.3 Significant Changes Related to Current Period

The Group has reviewed the estimates and assumptions used in the preparation of the consolidated financial statements as of 31 December 2025. In this context, the Group has evaluated the possible impairments in trade receivables, inventories, property, plant and equipment and investment properties in its consolidated financial statements as of 31 December 2025 and no impairment has been detected.

2. BASIS OF PRESENTATION OF THE CONSOLIDATED FINANCIAL STATEMENTS (cont'd)

2.4 Summary of Significant Accounting Policies

New and Amended Turkish Financial Reporting Standards

a) Amendments that are mandatorily effective from 2025

Amendments to TAS 21 *Lack of Exchangeability*

Amendments to TAS 21 Lack of Exchangeability

The amendments contain guidance to specify when a currency is exchangeable and how to determine the exchange rate when it is not. Amendments are effective from annual reporting periods beginning on or after 1 January 2025.

The Group evaluates the effects of these standards, amendments and improvements on the consolidated financial statements.

b) New and revised TFRSs in issue but not yet effective

The Group has not yet adopted the following standards and amendments and interpretations to the existing standards:

TFRS 17	*Insurance Contracts*
Amendments to TFRS 17	*Initial Application of TFRS 17 and TFRS 9 — Comparative Information*
TFRS 18	*Presentation and Disclosures in Financial Statements*
TFRS 19	*Subsidiaries without Public Accountability: Disclosures*
Amendments to TFRS 9 and TFRS 7	*Classification and Measurement of Financial Instruments*
Amendments to TFRS 9 and TFRS 7	*Power Purchase Arrangements*
Annual Improvements	*Annual Improvements to TFRSs – Volume 11*
Amendments to TFRS 19	*Subsidiaries without Public Accountability: Disclosures*

TFRS 17 *Insurance Contracts*

TFRS 17 requires insurance liabilities to be measured at a current fulfillment value and provides a more uniform measurement and presentation approach for all insurance contracts. These requirements are designed to achieve the goal of a consistent, principle-based accounting for insurance contracts. TFRS 17 has been deferred for insurance, reinsurance and pension companies for a further year and will replace TFRS 4 *Insurance Contracts* on 1 January 2027.

Amendments to TFRS 17 *Insurance Contracts* and *Initial Application of TFRS 17 and TFRS 9 – Comparative Information*

Amendments have been made in TFRS 17 in order to reduce the implementation costs, to explain the results and to facilitate the initial application.

The amendment permits entities that first apply TFRS 17 and TFRS 9 at the same time to present comparative information about a financial asset as if the classification and measurement requirements of TFRS 9 had been applied to that financial asset before. Amendments are effective with the first application of TFRS 17.

TFRS 18 *Presentation and Disclosures in Financial Statements*

TFRS 18 includes requirements for all entities applying TFRS for the presentation and disclosure of information in financial statements. Applicable to annual reporting periods beginning on or after 1 January 2027.

TFRS 19 *Subsidiaries without Public Accountability: Disclosures*

TFRS 19 specifies the disclosure requirements an eligible subsidiary is permitted to apply instead of the disclosure requirements in other IFRS Accounting Standards. This standard is effective from annual reporting periods beginning on or after 1 January 2027.

2. BASIS OF PRESENTATION OF THE CONSOLIDATED FINANCIAL STATEMENTS (cont'd)

2.4 Summary of Significant Accounting Policies (cont'd)

New and Amended Turkish Financial Reporting Standards (cont'd)

b) New and revised TFRSs in issue but not yet effective (cont'd)

Amendments to TFRS 9 and TFRS 7 *Classification and Measurement of Financial Instruments*

The amendments address matters identified during the post-implementation review of the classification and measurement requirements of TFRS 9 *Financial Instruments*. Amendments are effective from annual reporting periods beginning on or after 1 January 2026.

Amendments to TFRS 9 and TFRS 7 *Power Purchase Arrangements*

The amendments aim at enabling entities to include information in their financial statements that in the IASB's view more faithfully represents contracts referencing nature-dependent electricity. Amendments are effective from annual reporting periods beginning on or after 1 January 2026.

Annual Improvements to TFRSs – Volume 11

The pronouncement comprises the following amendments:

- TFRS 1: Hedge accounting by a first-time adopter
- TFRS 7: Gain or loss on derecognition
- TFRS 7: Disclosure of deferred difference between fair value and transaction price
- TFRS 7: Introduction and credit risk disclosures
- TFRS 9: Lessee derecognition of lease liabilities
- TFRS 9: Transaction price
- TFRS 10: Determination of a 'de facto agent'
- TAS 7: Cost method

Amendments are effective from annual reporting periods beginning on or after 1 January 2026.

Amendments to TFRS 19 *Subsidiaries without Public Accountability: Disclosures*

The amendments cover new or amended Turkish Financial Reporting Standards that were not considered when TFRS 19 was first issued. Amendments are effective from annual reporting periods beginning on or after 1 January 2027.

The Group evaluates the effects of these standards, amendments and improvements on the consolidated financial statements.

Inventories

Inventories are valued at the lower of cost or net realizable value. Costs, including some of the fixed and variable general production expenses, are valued according to the method appropriate to the class of the inventories and mostly according to the weighted average cost method. The net realizable value is the value of an asset that can be realized by a company or entity upon the sale of the asset, less a reasonable prediction of the costs associated with either the eventual sale or the disposal of the asset in question. When the net realizable value of the inventories is less than its cost, inventories reduced to its net realizable value and the irrecoverable amount is charged as an expense in the year when the write-down incurred. If the circumstances that caused the write-down cease to exist or if there is clear evidence that the net realizable value has increased because of change in economic circumstances, the write down is reversed to that extent. The reversal amount is limited to the amount of the original write-down.

Segment Reporting

The Group's operations are defined as the geographic operating segment. However, considering the nature of the products and production processes, the type of customers for their products and services, and the methods they use to distribute their products or provide their services, the segments have been combined into a single operating segment with similar economic characteristics.

2. BASIS OF PRESENTATION OF THE CONSOLIDATED FINANCIAL STATEMENTS (cont'd)

2.4 Summary of Significant Accounting Policies (cont'd)

Property, plant and equipment

Property, plant and equipment are measured at cost less accumulated depreciation and any impairment losses.

When parts of an item of property, plant and equipment have different useful lives, they are accounted for as separate items (major components) of property and equipment.

Gains or losses on disposals of property, plant and equipment are accounted in profit or loss.

Subsequent expenditure is capitalized only when it is probable that the future economic benefits associated with the expenditure will flow to the Group.

Items of property, plant and equipment are depreciated from the date that they are available for use, or in respect of self-constructed assets, from the date that the asset is completed and ready for use. Depreciation is recognized in profit or loss on a straight-line basis over the estimated useful lives of each part of an item of property and equipment. Depreciation is generally recognized in profit or loss unless it is included in the carrying amount of another asset. Leased assets are depreciated over the shorter of the lease term and their useful lives unless it is reasonably certain that the Group will obtain ownership by the end of the lease term. Land is not depreciated.

The estimated useful lives of property, plant and equipment items in the current and comparative periods are as follows:

	Useful Life
Lands and land improvements	4-50 years
Buildings	10-50 years
Plant, machinery and equipment	2-20 years
Vehicles	2-5 years
Furniture and fixtures	2-24 years
Leasehold Improvements	5-35 years

Depreciation methods, useful lives and residual values are reviewed at each reporting date and adjusted as necessary.

Intangible assets

Goodwill

Goodwill arising from the acquisition of subsidiaries is measured at cost less accumulated impairment losses.

Subsequent costs

Subsequent expenditure is capitalized only when it increases the future economic benefits embodied in the specific asset to which it relates. All other expenses are recognized in profit or loss when incurred, including internally generated goodwill and trademarks.

2. BASIS OF PRESENTATION OF THE CONSOLIDATED FINANCIAL STATEMENTS (cont'd)

2.4 Summary of Significant Accounting Policies (cont'd)

Intangible assets (cont'd)

Trademarks, licenses and drug registrations

Acquired trademarks, licenses and drug registrations are shown at historical cost. Trademarks, licenses and drug registrations have a finite useful life and are carried at cost less accumulated amortization. Amortization is calculated using the straight-line method to allocate the cost of trademarks, licenses and drug registrations over their estimated useful lives (3 – 20 years).

Computer software

Acquired computer software licenses are capitalized on the basis of the costs incurred to acquire and bring to use the specific software. These costs are amortized over their estimated useful lives (5 years).

Research and development

Expenditure on research activities is recognized as an expense in the period in which it is incurred.

An internally-generated intangible asset arising from development (or from the development phase of an internal project) is recognized if, and only if, all of the following have been demonstrated:

- the technical feasibility of completing the intangible asset so that it will be available for use or sale;
- the intention to complete the intangible asset and use or sell it;
- the ability to use or sell the intangible asset;
- how the intangible asset will generate probable future economic benefits
- the availability of adequate technical, financial and other resources to complete the development and to use or sell the intangible asset; and
- the ability to measure reliably the expenditure attributable to the intangible asset during its development.

The amount initially recognized for internally-generated intangible assets is the sum of the expenditure incurred from the date when the intangible asset first meets the recognition criteria listed above. Where no internally-generated intangible asset can be recognized, development expenditure is recognized in profit or loss in the period in which it is incurred.

Subsequent to initial recognition, internally-generated intangible assets are reported at cost less accumulated amortization and accumulated impairment losses, on the same basis as intangible assets that are acquired separately.

Amortization is calculated using the straight-line method over the estimated useful lives of items of intangible assets, less their estimated residual values, and is generally recognized in profit or loss. Goodwill is not subject to depreciation.

The amortization periods used for intangible assets are as follows:

	Useful Life
Rights	3-20 years
Development Costs	5 years

Amortization methods, useful lives and residual values are reviewed at each reporting date and adjusted as necessary.

2. BASIS OF PRESENTATION OF THE CONSOLIDATED FINANCIAL STATEMENTS (cont'd)

2.4 Summary of Significant Accounting Policies (cont'd)

Impairment of assets

Non-financial assets

At each reporting period, the Group reviews the carrying amounts of its non-financial assets (excluding investment property, inventories, contract assets and deferred tax assets) to determine if there are any signs of impairment If such an indicator exists, the asset's recoverable amount is estimated. Goodwill is tested for impairment annually.

For impairment testing, assets are grouped by the smallest group of assets generating cash inflows, regardless of continued use, cash inflows from other assets or CGUs. Goodwill arising from a business combination is allocated to CGUs or CGU groups that are expected to benefit from the synergies of the combination.

The recoverable amount of an asset or CGUs is the higher of its value in use and its GUD to be sold at lower costs. Value in use is based on estimated future cash flows discounted to present value using a pre-tax discount rate that reflects current market assessments of the time value of money and risks specific to the asset or CGU.

If the recoverable amount of an asset or CGU is less than its carrying amount, the carrying amount of that asset or CGU is reduced to its recoverable amount.

Impairment losses are recognized in profit or loss. It is distributed first, which will reduce the carrying amount of any goodwill distributed to the CGU, and then reduced by the carrying amount of the other assets in the CGU.

An impairment loss recognized for goodwill is not reversed. For other assets, an impairment loss is reversed only if the carrying amount of the asset, after deducting any impairment or amortization, does not exceed its determined carrying amount if no impairment has been identified.

Financial instruments and contractual assets

The Group recognizes a loss allowance for expected credit losses ("ECL") on the following items:

- Financial assets measured at amortized cost;

The Group measures the loss allowance at the amount equal to lifetime ECLs, as indicated below.

- Debt instruments determined to have low credit risk at the reporting date, and
- Other debt instruments and bank balances for which the credit risk (i.e., the risk of default over the expected life of the financial instrument) has not increased significantly since initial recognition.

The Group has chosen lifetime ECLs in calculating the impairment of trade receivables and contract assets.

In determining whether a financial asset's credit risk has increased significantly since initial recognition and in estimating its ECLs, the Group considers reasonable and supportable information available without undue cost or effort regarding the estimation of expected credit losses, including the effects of expected prepayments. This information includes quantitative and qualitative information and analysis based on the Group's past experience of credit losses and forward-looking information.

2. BASIS OF PRESENTATION OF THE CONSOLIDATED FINANCIAL STATEMENTS (cont'd)

2.4 Summary of Significant Accounting Policies (cont'd)

Impairment of assets (cont'd)

Non-financial assets (cont'd)

The Group assumes that the credit risk on a financial asset increases significantly when it is 360 days past due.

The Group considers a financial asset in default if:

- The debtor's failure to fully fulfill its loan obligation without resorting to actions such as the use of collateral (if any) by the Group, or
- The financial instrument is past due 360 days.

The Group considers bank balances to have low credit risk if they are equal to the international definition of risk assessments "investment grade".

Lifetime ECLs are expected credit losses arising from all possible default events over the expected life of the financial instrument.

The 12-month ECLs are the portion of the expected credit losses arising from possible default events on the financial instrument within 12 months of the reporting date.

The maximum period for which ECLs will be measured is the maximum contractual period for which the Group is exposed to credit risk.

Measurement of ECLs

ECLs are a probability-weighted estimate of credit losses. In other words, it is the credit losses that are measured on the present value of all the cash deficits (for example, the difference between the cash inflows to the entity and the cash flows expected by the entity to be collected based on the contract).

The cash deficit is the difference between the cash flows to be incurred and the cash flows expected to be received by the entity. As the amount and timing of payments are considered in expected credit losses, a credit loss occurs even if the entity expects to receive the full payment in the contract with the maturity specified in the contract.

ECLs are discounted at the effective interest rate of the financial asset.

Credit impaired financial assets

At the end of each reporting period, the Group assesses whether financial assets carried at amortized cost. A financial asset is 'credit-impaired' when one or more events that have a detrimental impact on the estimated future cash flows of the financial asset have occurred.

Evidence that a financial asset is credit-impaired includes the following observable data:

- significant financial difficulty of the borrower or issuer;
- breach of contract such as a default or 90 days even after past due;
- the restructuring of a loan or advance by the Company on terms that the Company would not consider otherwise;
- it is probable that the borrower will enter bankruptcy or other financial reorganization; or
- the disappearance of an active market for a security because of financial difficulties.

Presentation of impairment

Loss allowances for financial assets measured at amortized cost are deducted from the gross carrying amount of the assets.

Write-off

In the absence of reasonable expectations of a partial or full recovery of a financial asset's value, an entity writes-off the gross carrying amount of the financial asset directly. A write-off is a cause for derecognition.

2. BASIS OF PRESENTATION OF THE CONSOLIDATED FINANCIAL STATEMENTS (cont'd)

2.4 Summary of Significant Accounting Policies (cont'd)

Investment properties

Property held by the Group to earn rental income or for capital appreciation and not used by the Group is classified as investment property. Investment properties consist of land, buildings, and land improvements. Investment properties are shown over their remaining values after deducting depreciation expenses and impairment losses, if any, from their acquisition costs. Buildings and land improvements are depreciated over their expected useful life (50 years) using the straight-line method. Investment properties are derecognized if they are disposed of or are completely out of use and no future economic benefits are expected from disposal. Income or loss resulting from the disuse or disposal of investment property is shown in the profit or loss statement of that year.

Transactions in foreign currency

Transactions in foreign currency are translated into TL at the exchange rate on the date of the transaction.

Monetary assets and liabilities in foreign currencies are translated into functional currency at the exchange rates at the end of the reporting period. Currency differences on reconversion are generally recognized in profit or loss. Non-monetary items measured at historical cost in a foreign currency are translated at the exchange rate at the date of the transaction.

Date	TL/USD	TL/EUR	TL/AUD
31 December 2025	42.8457	50.2859	28.5725
31 December 2024	35.2803	36.7362	21.8769

Lease transactions

(i) As a lessee

At the actual commencement date of the lease or at the date of the change in the contract containing the lease component, the Group allocates to each lease component based on the relative stand-alone price of the lease component and the total stand-alone price of the non-lease components.

The Group has chosen not to separate the non-lease components from the lease components, but instead to account for each lease component and its associated non-lease components as a single lease component.

The Group has reflected right-of-use assets and lease liabilities in its financial statements at the commencement date of the lease. The initial measurement of the liability for the cost of the right-of-use asset consists of all lease payments made at or before the commencement of the lease, less any lease incentives received, plus all initial direct costs and disassembly and relocation of the asset, estimated future costs of restoring the site in which it is located or restoring the underlying asset to the condition required by the terms and conditions of the lease.

If the lease transfers ownership of the underlying asset to the lessee at the end of the lease term, or if the cost of the right-of-use asset indicates that the lessee will exercise a call option, the right-of-use asset is depreciated from the date the lease actually began to the end of the useful life of the underlying asset. In other cases, the right-of-use asset is depreciated over the shorter of the asset's useful life or the lease term, starting from the date the lease actually commenced. In addition, the value of the right-of-use asset is periodically reduced, less any impairment losses, and adjusted for remeasurement of the lease liability.

At the commencement date of the lease, the lease liability is measured at the present value of the lease payments not paid at that date. Lease payments are discounted using that rate if the implied interest rate on the lease can be easily determined. If this rate cannot be easily determined, the Group's alternative borrowing interest rate is used.

The Group determines the alternative borrowing interest rate by taking into account the interest rates it will pay for the debts to be used from various external financing sources and makes some adjustments to reflect the lease terms and the type of the leased asset.

2. BASIS OF PRESENTATION OF THE CONSOLIDATED FINANCIAL STATEMENTS (cont'd)

2.4 Summary of Significant Accounting Policies (cont'd)

Lease transactions (cont'd)

(i) As a lessee (cont'd)

The lease payments included in the measurement of the lease liability consist of:

– Fixed payments (including fixed payments in substance);

– Variable lease payments based on an index or rate, initially measured using an index or rate at the commencement date of the lease;

– Amounts expected to be paid by the lessee under residual value commitments;

– Payment of termination penalties if the exercise price and lease term of the option indicate that the Group will exercise an option to terminate the lease if there is reasonable confidence that the option to call will be exercised.

The lease liability is measured by discounting lease payments with a discount rate. The Group considers renewal, termination and purchase options if there is a change in these payments as a result of a change in an index or rate used to determine future lease payments and if there is a change in the amounts expected to be paid under the residual value commitment.

In case of re-measurement of the lease liability, it is reflected to the financial statements as an adjustment to the right-of-use asset according to the newly found debt amount. However, if the carrying amount of the right-of-use asset is reduced to zero and there is a further reduction in the measurement of the lease liability, the remaining remeasurement amount is recognized in profit or loss.

The Group presents right-of-use assets and lease liabilities that do not meet the definition of investment property in the statement of financial position as "Financial Liabilities".

Short-term leases and low value leases

The Group has chosen not to recognize right-of-use assets and lease liabilities for short-term leases of machinery with lease terms of 12 months or less, and leases of low-value assets, including IT equipment. The Group has recognized the lease payments related to these leases as an expense on a straight-line basis over the lease term.

(ii) As a lessor

For a contract with a lease component and one or more additional lease components or non-lease components, the Group allocates the contract price on the basis of the relative stand-alone price, at the inception of the contract or when the contract with a lease component is modified.

When the Group is a lessor, it classifies each of the leases as operating or finance leases.

To classify each lease, the Group makes an overall assessment of whether the lease essentially transfers all the risks and rewards of ownership of the asset. A lease is a finance lease when it transfers risks and rewards; otherwise, it is an operating lease. As part of this assessment, the Group considers certain other indicators, such as whether the lease term covers most of the economic life of the underlying asset.

If the lease includes a lease component and one or more additional lease components or non-lease components, the Group allocates the contract value by applying TFRS 15 Revenue from Contracts with Customers.

The Group applies the derecognition and impairment provisions in TFRS 9 to the net lease investment. The Group regularly reviews the estimated residual uncommitted values used in calculating the gross lease investment.

In general, accounting policies applied to the Group as a lessor in the comparative period are not different from TFRS 16, except for the classification of a sublease entered in the current reporting period resulting in a finance lease classification.

2. BASIS OF PRESENTATION OF THE CONSOLIDATED FINANCIAL STATEMENTS (cont'd)

2.4 Summary of Significant Accounting Policies (cont'd)

Provisions, contingent liabilities and contingent assets

Provisions

Provisions are recognized only if the Group has a past and present obligation (legal or structural), there is a possibility of disposal of resources that provide economic benefits to the business due to this obligation, and the amount of the obligation can be determined reliably. When the depreciation of money over time becomes significant, provisions are reflected with the discounted value of the expenses that may occur in the future at the reporting date. When discounted value is used, increases in provisions due to the passage of time are recognized as interest expense.

Contingent assets and liabilities

Possible assets or obligations that arise from past events and whose existence will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the entity are treated as contingent assets or liabilities and the entity does not account anything in its consolidated financial statements.

Contingent liabilities are disclosed in the notes to the financial statements, except when the probability of an outflow of resources embodying economic benefits is remote. If the situation requiring resource transfer is probable, contingent liabilities are reflected in the financial statements. Contingent assets, on the other hand, are not reflected in the consolidated financial statements and are disclosed in the notes if they are likely to generate economic returns.

Income tax

As Turkish Tax Legislation does not allow the parent company and its subsidiary to prepare consolidated tax returns, tax provisions have been calculated on a separate-entity basis, as reflected in the accompanying consolidated financial statements.

Income tax expense is the sum of current tax and deferred tax expense.

Income tax is recognized in profit or loss, except when associated with business combinations or directly in equity or other comprehensive income.

Current tax

Current tax is the expected tax liability or receivable on taxable profit or loss in the current year and includes adjustments to previous years' tax liabilities.

It is calculated by taking into account the tax rates that are in force as of the end of the reporting period or that are almost certain to enter into force.

Deferred tax

Deferred tax is calculated over the temporary differences between the book values of assets and liabilities in the financial statements and the values used in the tax base. Deferred tax is not recognized for temporary differences in the following cases:

- Temporary differences in the initial recognition of assets or liabilities resulting from a transaction that is not a business combination and does not affect either accounting profit or taxable profit or loss;
- Temporary differences related to investments in subsidiaries, associates and jointly controlled entities that are not likely to reverse in the foreseeable future and for which the Group has control over the reversal time, and
- Taxable temporary differences during the initial recognition of goodwill.

Deferred tax assets are recognized if it is probable that taxable profits will be sufficient to offset unused tax losses, tax benefits and deductible temporary differences in the future. Taxable profit is determined according to the business plans of each subsidiary in the Group. Deferred tax assets are reviewed at each reporting date and if it is probable that taxable profits will be generated in the future, deferred tax assets that have not been previously recognized are recognized, limited to these amounts.

The Group measures deferred tax liabilities and deferred tax assets in a manner consistent with the tax consequences of its expectations at the end of the reporting period regarding how its assets will recover or pay their liabilities. Deferred tax asset and deferred tax liability are offset only when certain conditions are met.

2. BASIS OF PRESENTATION OF THE CONSOLIDATED FINANCIAL STATEMENTS (cont'd)

2.4 Summary of Significant Accounting Policies (cont'd)

Provisions for Employee Benefits

a) Provision for employment termination benefit

The provision for employment termination benefits represents the present value of the estimated total provision of the Group's future probable obligation arising from the retirement of the personnel in accordance with the Turkish Labor Law. According to Turkish Labor Law and other laws applicable in Türkiye, the Group is obliged to pay employment termination benefits to all personnel in cases of termination of employment without due cause, call for military service, be retired or death upon the completion of a minimum one-year service. The provision for the present value of the defined social assistance obligation is calculated using the projected liability method. All actuarial gains and losses are recognized in other comprehensive income/expense.

b) Provision for seniority incentive bonus

The Group has a benefit paid to its personnel named as "Seniority Incentive Premium" who served over a definite year. The seniority incentive premium accrued in the financial statements represents the present value of the estimated total reserve of possible future liabilities.

c) Defined contribution plans

The Group has to pay contributions to the Social Security Institution on a mandatory basis. The Group has no further payment obligations once the contributions have been paid. These contributions are recognized as an employee benefit expense when they are accrued.

d) Unused vacation

In accordance with Labor Law in Türkiye, it is obliged to pay for any reason claimed by the employee if the ending, but unused annual leave belonging fee gross salary at the date when the contract expires and contractual other interests him or rights to their owners over the total. Unused leave is the total undiscounted liability amount that all employees deserve but correspond to the days of leave they have not yet used as of the reporting date. Obligations arising from unused leave rights are accrued at the time they are entitled.

Revenue

Revenues are measured at the fair value of the amount of receivables collected or to be collected. Net sales are shown by deducting estimated and realized returns, discounts, commissions, turnover premiums and sales-related taxes from the sales amount of the goods.

In accordance with TFRS 15, a five-stage approach is followed in the recognition of revenue for all contracts with customers.

Step 1: Definition of the contract

When a contract is only legally enforceable, collectible, rights and payment terms for goods and services are identifiable, the contract is considered to be in accordance with TFRS 15 if the terms of the contract have been met, the contract has been approved by the parties and the parties have fulfilled all the obligations under which they are committed.

When contracts are negotiated as a single business package, or if a contract is bound to other contract or goods or services (or part of the goods or services), the Group considers the contracts as a single contract.

Step 2: Definition of performance obligations

The Group determines a "performance obligation" as a unit of account for revenue recognition. The Group evaluates the goods or services promised in a contract with the customer and determines each commitment to the customer to transfer one of the following as a performance obligation:

(a) good or service (or a bundle of goods or services) that is distinct; or
(b) series of distinct goods or services that are substantially the same and that have the same pattern of transfer to the customer.

2. BASIS OF PRESENTATION OF THE CONSOLIDATED FINANCIAL STATEMENTS (cont'd)

2.4 Summary of Significant Accounting Policies (cont'd)

Revenue (cont'd)

Step 2: Definition of performance obligations (cont'd)

The Group defines a good or service in the contract separately from other commitments in the contract and defines it as a different good or service if it enables the customer to benefit from the said good or service alone or in combination with other resources available for use. A contract may include commitments to provide a number of different goods or services that are essentially the same. At contract inception, an entity determines whether the series of goods or services is a single performance obligation.

Step 3: Determine the transaction price

To determine the transaction price, the Group evaluates how much it expects to receive after fulfilling its contractual obligation. In making the assessment, it considers elements of variable amounts and whether the contract includes a significant financing component.

Significant financing component

The Group reviews the amount that reflects the cash selling price of the promised good or service with the amount promised to pay for the effect of a significant financing component. As a practical application, the Group does not adjust the transaction price for the effects of a significant financing component if, at contract inception, the period between customer payment and transfer of goods or services is expected to be one year or less. Where the Group's obligations during the period and the advances received and the payment schedule are broadly compatible, the Group considers that the period between the fulfillment of the obligation and the payment should never exceed 12 months.

Variable consideration

The Group determines whether there are items in the customer contract that may result in price concessions, incentives, performance bonuses, early completion bonuses, price adjustment clauses, penalties, discounts or similar variable charges.

Step 4: Distribution of transaction price to performance obligations

In the event that different goods or services are delivered in accordance with a single contract, the contract price shall be distributed on the basis of the individual sales prices of the individual goods or services (different performance obligations). If no direct observable sales prices are available, the total price in contracts is distributed on the basis of the expected cost-plus profit margin.

Step 5: Revenue recognition

The Group recognizes revenue over time when any of the following conditions are met:

- If the customer is simultaneously using the benefits of the business and consuming these benefits;
- In the event that the entity has passed the control of the asset that has been created or developed at the same time as the entity creates or develops it, or
- If the Group fulfills its obligation, the Group does not create an asset with alternative use for the Group and the Group has the right to a legally enforceable payment on the payment to be made against the obligation completed until that date.

For each performance obligation fulfilled over time, the Group selects a single measure of progress that represents transferring control of the goods or services to the customer. The Group uses a method that reliably measures the work performed. The Group uses the costs made to measure progress towards completion of the project using the input method and uses the units transferred to measure progress towards completion of the project using the output method.

If a performance obligation is not satisfied over time, then the Group recognizes revenue when it transfers control of the goods or service to the customer.

In cases where the cost that must be incurred by the Group to fulfill its obligations under the contract exceeds the economic benefit expected to be obtained under the contract, a provision is made in accordance with TAS 37 "Provisions, Contingent Liabilities and Contingent Assets".

2. BASIS OF PRESENTATION OF THE CONSOLIDATED FINANCIAL STATEMENTS (cont'd)

2.4 Summary of Significant Accounting Policies (cont'd)

Contract changes

If the Group commits to offer additional goods or services, it accepts the contract change as a separate contract. In case of the termination of the existing contract and the creation of a new contract, if the goods or services offered are different, they shall recognize the related changes. If the amendment to the contract does not create separate goods or services, the entity shall, with the first contract, recognize by combining additional goods or services as if it were a part of the initial contract.

Sales of goods

The transfer of the control of the products is realized with the invoice and revenue is recognized as revenue. For goods or services sold together as a package, revenue is recognized when the goods or services are considered to be of a different nature – for example, if the good or service is identifiable separately from other contractual commitments and the customer can benefit from the good or service alone or in combination with other readily available resources. The contract price is distributed to the goods and services that are evaluated as different in a package, on the basis of stand-alone sales prices. Stand-alone selling prices are determined on the basis of the list prices at which the Group sells these goods and services alone. Stand-alone selling prices for goods and services that are not stand-alone are estimated using the expected cost-plus margin approach. The cost of products and services is recognized as an expense when the relevant revenue is recognized.

Related parties

a) A person or a close member of that person's family is related to the Group if that person:
(i) has control or joint control over the Group,
(ii) has significant influence over the Group,
(iii) is a member of the key management personnel of the Group or of a parent of the Group.

(b) An entity is related to the Group if any of the following conditions exist:

(i) the entity and the Group are members of the same group.
(ii) the entity is an associate or joint venture of the other entity (or a member of a group of which the other entity is a member)
(iii) both entities are joint ventures of the same third party.
(iv) one of the entities is a joint venture of a third entity and the other entity is an associate of that third entity.
(v) the entity, the Group, or an entity associated with the Group is a post-employment benefit plans for employees. If the Group itself has such a plan, the sponsoring employers are also related to the Group.
(vi) the entity is controlled or jointly controlled by a person identified in (a).
(vii) a person identified in (a) (i) has significant influence over the entity or is a member of the key management personnel of that entity (or of a parent of the entity).

A related party transaction is a transfer of resources, services, or obligations between related parties, regardless of whether a price is charged.

Earnings per share

Earnings per share disclosed in the statement of comprehensive income are determined by dividing net earnings by the weighted average number of shares that have been outstanding during the related period.

In Türkiye, companies can increase their share capital by making a pro-rata distribution of shares ("bonus shares") to existing shareholders from retained earnings on equity items. Such kind of bonus shares are taken into consideration in the computation of earnings per share as issued share certificates. Therefore, the weighted average stock share, which is used in the calculation of earnings per share, is determined by retrospective application of bonus share issue.

Events after the reporting date

Events that occur after the reporting date and may affect the Group's position at the reporting date are reflected in the financial statements. Non-adjusting events are disclosed in the notes according to their materiality.

2. BASIS OF PRESENTATION OF THE CONSOLIDATED FINANCIAL STATEMENTS (cont'd)

2.4 Summary of Significant Accounting Policies (cont'd)

Financial instruments

i. Recognition and initial measurement

The Group's trade receivables and debt instruments are initially recognized when they are originated. All other financial assets and financial liabilities are initially recognized when the Group becomes a party to the contractual provisions of the instrument.

A financial asset (unless it is a trade receivable without a significant financing component) or financial liability is initially measured at fair value plus, for an item not at FVTPL, transaction costs that are directly attributable to its acquisition or issue. A trade receivable without a significant financing component is initially measured at the transaction price.

ii. Reclassification and subsequent measurement

On initial recognition, a financial instrument is classified as specified; measured at amortized cost; those measured at fair value through other comprehensive income—investments in debt instruments, investments in equity instruments measured at fair values in other comprehensive income—or those measured at fair value through profit or loss. After initial recognition, financial instruments are not reclassified unless the Group changes the business model used for the management of financial assets.

Financial assets are not reclassified subsequent to their initial recognition unless the Group changes its business model for managing financial assets, in which case all affected financial assets are reclassified on the first day of the first reporting period following the change in the business model.

A financial asset is measured at amortized cost if it meets both of the following conditions and is not designated as at FVTPL:

- it is held within a business model whose objective is to hold assets to collect contractual cash flows and
- its contractual terms give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

All financial assets not classified as measured at amortized cost or FVOCI as described above are measured at FVTPL. This includes all derivative financial assets. On initial recognition, the Group may irrevocably designate a financial asset that otherwise meets the requirements to be measured at amortized cost or at FVOCI as at FVTPL if doing so eliminates or significantly reduces an accounting mismatch that would otherwise arise.

Financial assets - Evaluation of the business model

The Group makes an assessment of the objective of the business model in which a financial asset is held at a portfolio level because this best reflects the way the business is managed and information is provided to management:

- the stated policies and objectives for the portfolio and the operation of those policies in practice. These include whether management's strategy focuses on earning contractual interest income, maintaining a particular interest rate profile, matching the duration of the financial assets to the duration of any related liabilities or expected cash outflows or realizing cash flows through the sale of the assets;
- how the performance of the portfolio is evaluated and reported to the Group's management;
- the risks that affect the performance of the business model (and the financial assets held within that business model) and how those risks are managed;
- how managers of the business are compensated – e.g., whether compensation is based on the fair value of the assets managed or the contractual cash flows collected; and
- the frequency, volume and timing of sales of financial assets in prior periods, the reasons for such sales and expectations about future sales activity.

2. BASIS OF PRESENTATION OF THE CONSOLIDATED FINANCIAL STATEMENTS (cont'd)

2.4 Summary of Significant Accounting Policies (cont'd)

Financial instruments (cont'd)

Financial assets - Evaluation of the business model (cont'd)

Transfers of financial assets to third parties in transactions that do not qualify for derecognition are not considered sales for this purpose, consistent with the Group's continuing recognition of the assets.

Financial assets that are held for trading or are managed and whose performance is evaluated on a fair value basis are measured at FVTPL.

Financial assets – Assessment whether contractual cash flows are solely payments of principal and interest:

Principal is defined as the fair value of the financial asset on initial recognition. Interest is defined as consideration for the time value of money and for the credit risk associated with the principal amount outstanding during a particular period of time and for other basic lending risks and costs (e.g. liquidity risk and administrative costs), as well as a profit margin.

In assessing whether the contractual cash flows are solely payments of principal and interest, the Group considers the contractual terms of the instrument. This includes assessing whether the financial asset contains a contractual term that could change the timing or amount of contractual cash flows such that it would not meet this condition. In making this assessment, the Group considers:

- contingent events that would change the amount or timing of cash flows;
- terms that may adjust the contractual coupon rate, including variable rate features;
- prepayment and extension features; and
- terms that limit the Group's claim to cash flows from specified assets (e.g., non-recourse features).

A prepayment feature is consistent with the solely payments of principal and interest criterion if the prepayment amount substantially represents unpaid amounts of principal and interest on the principal amount outstanding, which may include reasonable additional compensation for early termination of the contract.

Additionally, (i) for a financial asset acquired at a significant discount or premium to its contractual par amount, (ii) a feature that permits or requires prepayment at an amount that substantially represents the contractual par amount plus accrued (but unpaid) contractual interest (which may also include reasonable additional compensation for early termination) is treated as consistent with this criterion (iii) if the fair value of the prepayment feature is insignificant at initial recognition.

Financial assets – Subsequent measurement and gains and losses

Financial assets measured at amortized cost	These assets are subsequently measured at amortized cost using the effective interest method. Amortized costs, if any, are reduced by the amount of impairment losses. Interest income, foreign currency gains and losses and impairments are recognized in profit or loss. Gains or losses on derecognition are recognized in profit or loss. For derivatives defined as hedging instruments, see section (iii) below.
Debt instruments measured at FVOCI	These assets are subsequently measured at their fair value. Interest income, foreign currency gains and losses and impairments calculated using the effective interest method are recognized in profit or loss. Other gains and losses are recognized in other comprehensive income. When financial assets are derecognized, total gains or losses previously recognized in other comprehensive income are reclassified to profit or loss.
Equity instruments at FVOCI	These assets are subsequently measured at their fair value. Dividends are recognized as income in profit or loss unless the dividend clearly represents a recovery of part of the cost of the investment. Other net gains and losses are recognized in OCI and are never reclassified to profit or loss.

2. BASIS OF PRESENTATION OF THE CONSOLIDATED FINANCIAL STATEMENTS (cont'd)

2.4 Summary of Significant Accounting Policies (cont'd)

Financial instruments (cont'd)

(i) Derecognition

Financial assets

When the contractual rights to the cash flows related to the financial asset expire, or when the Group transfers substantially all the risks and rewards of ownership of that financial asset, or when it neither transfers nor retains substantially all the risks and rewards of ownership of that financial asset, if it does not retain control over the financial asset, it derecognizes that financial asset.

The Group enters into transactions whereby it transfers assets recognized in its statement of financial position but retains either all or substantially all of the risks and rewards of the transferred assets. In these cases, the transferred assets are not derecognized.

Financial liabilities

The Group derecognizes a financial liability when its contractual obligations are discharged or cancelled or expire. The Group also derecognizes a financial liability when its terms are modified and the cash flows of the modified liability are substantially different, in which case a new financial liability based on the modified terms is recognized at fair value.

On derecognition of a financial liability, the difference between the carrying amount extinguished and the consideration paid (including any non-cash assets transferred or liabilities assumed) is recognized in profit or loss.

Financial liabilities – Classification, subsequent measurement and gains and losses

Financial liabilities are classified as measured at amortized cost or FVTPL.

(ii) Offsetting of financial assets and liabilities

Financial assets and financial liabilities are offset, and the net amount presented in the statement of financial position when, and only when, the Group currently has a legally enforceable right to set off the amounts and it intends either to settle them on a net basis or to realize the asset and settle the liability simultaneously.

(iii) Derivative financial instruments and hedge accounting

The Group holds derivative financial instruments to hedge its foreign currency and interest rate risk exposures. Embedded derivatives are separated from the host contract and accounted for separately if the host contract is not a financial asset and certain criteria are met.

Derivative instruments are initially recognized at their fair value. Subsequent to initial recognition, derivatives are measured at fair value, and changes therein are generally recognized in profit or loss.

The Group designates certain derivatives as hedging instruments to hedge the variability in cash flows associated with highly probable forecast transactions arising from changes in foreign exchange rates and interest rates and certain derivatives and non-derivative financial liabilities as hedges of foreign exchange risk on a net investment in a foreign operation.

At the inception of the hedge relationship, the Group documents the relationship between the hedging instrument and the hedged item, along with its risk management objectives and its strategy for undertaking various hedge transactions. The Group also documents the economic relationship between the hedged item and the hedging instrument, including whether changes in the cash flows of the hedged item and the hedging instrument are expected to offset each other.

2. BASIS OF PRESENTATION OF THE CONSOLIDATED FINANCIAL STATEMENTS (cont'd)

2.4 Summary of Significant Accounting Policies (cont'd)

Financial instruments (cont'd)

(iii) Derivative financial instruments and hedge accounting (cont'd)

Cash flow hedges

When a derivative is designated as a cash flow hedging instrument, the effective portion of changes in the fair value of the derivative is recognized in OCI and accumulated in the hedging reserve. The ineffective portion of the change in the derivative's fair value is recognized directly in profit or loss. The effective portion of the change in the fair value of the derivative instrument determined on the present value basis from the inception of the hedging relationship recognized in other comprehensive income is limited to the cumulative effect of the change in the fair value of the hedging instrument.

The Group designates only the change in fair value of the spot element of forward exchange contracts as the hedging instrument in cash flow hedging relationships.

The change in fair value of the forward element of forward exchange contracts (forward points) is separately accounted for as a cost of hedging and recognized in a cost of hedging reserve within equity.

When the hedged forecast transaction subsequently results in the recognition of a non-financial item such as inventory, the amount accumulated in the hedging reserve and the cost of hedging reserve is included directly in the initial cost of the non-financial item when it is recognized.

For all other hedged forecast transactions, the amount accumulated in the hedging reserve and the cost of hedging reserve is reclassified to profit or loss in the same period or periods during which the hedged expected future cash flows affect profit or loss.

If the hedge no longer meets the criteria for hedge accounting or the hedging instrument is sold, expires, is terminated or is exercised, then hedge accounting is discontinued prospectively. When hedge accounting for cash flow hedges is discontinued, the amount that has been accumulated in the hedging reserve remains in equity until, for a hedge of a transaction resulting in the recognition of a non-financial item, it is included in the non-financial item's cost on its initial recognition or, for other cash flow hedges, it is reclassified to profit or loss in the same period or periods as the hedged expected future cash flows affect profit or loss.

If the hedged future cash flows are no longer expected to occur, then the amounts that have been accumulated in the hedging reserve and the cost of hedging reserve are immediately reclassified to profit or loss.

Capital

Ordinary shares

Transaction costs arising from equity transactions are accounted for as a deduction from the related equity item. Income taxes on distributions to shareholders of equity instruments and transaction costs arising from equity transactions are accounted for in accordance with TAS 12 Income Taxes.

Borrowing costs

Borrowing costs directly attributable to the acquisition, construction or production of a qualifying asset are capitalized as part of the cost of the relevant qualifying asset, and other borrowing costs are recognized as an expense in the period in which they are incurred.

Government incentives

Unconditional government grants received by the Group are recognized under other income in profit or loss if these grants become receivables. Other government grants are recorded as deferred income at their fair value if there is sufficient assurance that the Group will meet the necessary conditions for the grant and that the grant will be received and are then systematically recognized in profit or loss under other income over the useful life of the asset.

Government grants that cover the expenses incurred by the Group are systematically recognized in profit or loss in the periods in which such expenses are recognized.

2. BASIS OF PRESENTATION OF THE CONSOLIDATED FINANCIAL STATEMENTS (cont'd)

2.4 Summary of Significant Accounting Policies (cont'd)

Finance income and finance expenses

Finance income consists of bank deposit interest income which is part of the cycle used for financing purposes, receivables from related parties from interest income from invested funds, foreign exchange gains on financial assets and liabilities (other than trade receivables and payables) and gains on derivative instruments recorded in profit or loss.

Finance expenses include interest expenses on bank loans, credit cards and letters of guarantee, commission expenses, exchange rate expenses on financial assets and liabilities (other than trade receivables and debts), and gains on derivative instruments and recorded in profit or loss. Borrowing costs that cannot be directly associated with the acquisition, construction or production of an asset are accounted for in profit or loss using the effective interest rate.

Exchange rate incomes and expenses on financial assets and liabilities (other than trade receivables and debts) are reported separately in finance income or finance expenses according to the net position of the currency difference movements. Exchange rate difference and rediscount income on trade receivables and debts are reported in other income from operating activities, exchange rate difference and rediscount expenses are reported in other expenses from operating activities.

Interest income is calculated using the effective interest method. This income is calculated by applying the effective interest rate to the gross book value of the financial asset, except for:

(a) Financial assets with credit-impairment when purchased or created. For these types of financial assets, the entity applies the effective interest rate corrected according to credit to the amortized cost of the financial asset since it was first included in the financial statements.

(b) Financial assets that are not financial assets with credit-impairment when purchased or created, but subsequently become financial-impaired financial assets. For such financial assets, the entity applies the effective interest rate to the amortized cost of the asset in subsequent reporting periods.

An entity that calculates interest income by applying an effective interest method to the amortized cost of the financial asset in a reporting period, in the event that the credit risk in the financial instrument improves in a way that the financial asset is no longer deemed to be impaired as a credit-impairment, and this improvement can be attributed to an objectively occurring event (a debtor's credit rating increase) calculates the interest income in the next reporting periods by applying the effective interest rate to the gross book value.

Dividend income is recognized in profit or loss on the date the Group is entitled to receive payment.

Statement of cash flows

In the statement of cash flows, cash flows are classified according to operating, investing and financing activities. The Group presents cash flows from operating activities using the indirect method, where net profit or loss is adjusted for the effects of non-cash transactions, accruals or deferrals of cash inflows and outflows related to past or future transactions, and items of income or expense related to investment or financing cash flows.

2.5 Significant accounting judgments, estimates and assumptions

In the preparation of the consolidated financial statements, the Group Management makes assumptions and estimations that will affect the reported assets and liabilities, determine the possible liabilities and commitments as of the reporting date and the income and expense amounts as of the reporting period. Actual results may differ from estimates and assumptions. These estimations and assumptions are reviewed regularly, and when the need for correction arises, the corrections are reflected in the relevant period's operating result.

Considering the interpretations that may have a material effect on the amounts reflected in the consolidated financial statements and the main sources of the existing or future estimates at the reporting date, the important assumptions and assessments are presented below:

a) Provisions for doubtful receivables reflect the amounts that the Group management believes will cover the future losses of the receivables that exist as of the reporting date but have the risk of being uncollectible within the current economic conditions. While evaluating whether the receivables are impaired or not, the past performance of the debtors other than the related parties and key customers, their credibility in the market, the guarantees received, their performance from the balance sheet date to the approval date of the financial statements and the renegotiated conditions are taken into account. As of the relevant reporting dates, the Group's provision for doubtful receivables is included in Note 6. Actual results may differ from assumptions.

2. BASIS OF PRESENTATION OF THE CONSOLIDATED FINANCIAL STATEMENTS (cont'd)

2.5 Significant accounting judgments, estimates and assumptions (cont'd)

b) The Group management made various assumptions in line with the experiences of the technical team, especially in determining the useful economic life of buildings and machinery.

c) The amount of provisions for litigation, the probability of losing the relevant lawsuits and the probable consequences to be incurred in case of loss are determined through the estimations made by the Group Management in line with the opinions of the Group's Legal advisors (Note 20a).

d) In the calculation of severance pay and severance incentive obligations, the Group makes various assumptions such as discount rate, inflation rate, real salary increase rate, possibility of voluntary resignation, etc. The assumptions used in the calculation of the liability are provided in detail in Note 20b.

e) In the calculation of the provisions for the decline in the value of inventories, the Group makes various assumptions such as estimated sales price, estimated completion costs and the estimated costs required to perform sales (Note 11). Actual results may differ from the assumptions.

f) The Group subjects the goodwill amount to impairment test every year. The recoverable amounts of cash generating units are determined based on the calculations of value in use. These calculations require the use of estimates (Note 16). The use value of the cash generating unit is calculated using the discounted cash flow method. Discounted cash flows are based on projections made in TL, which is the functional currency of the cash-generating unit. During the calculation of the projections, some assumptions and estimations have been used by the Group Management. If actual results differ from estimates, the attached consolidated financial statements may be affected.

g) The Group recognizes deferred tax assets and liabilities for temporary timing differences arising from the differences between the tax base legal financial statements and the financial statements prepared in accordance with TFRS. The Group's subsidiaries have deferred tax assets consisting of other deductible temporary differences. The partially or wholly recoverable amount of deferred tax assets has been estimated under current conditions. In the light of the data obtained, if the future taxable profit of the Group is not sufficient to cover all deferred tax assets, a provision is made for all and part of the deferred tax asset.

h) The Group calculates the fair values of financial instruments that do not have an active market, using market data, using arm's-length similar transactions, taking the fair values of similar instruments as a reference, and discounted cash flow analysis (Note 4).

2.6 Going Concern

The consolidated financial statements have been prepared on a going concern basis, which assumes that the Group will realise the benefits from its assets and settle its liabilities within the next year and in the normal course of business. As of 31 December 2025, the Group's current liabilities exceed its current assets by TL 5,503,229,867. The Group's net loss for the year 2025 is TL 4,046,103,535 and accumulated losses totalling TL 2,978,412,010.

The Group has available lines of credit with financial institutions in case of need. In addition, the main shareholder of the Group has committed to provide the necessary financial support for at least 12 months as of the reporting date, if required, in order to provide financing for the Group's operations and to fulfil its financial obligations. Considering these matters, it is assessed that the Group has the capacity to fulfil its current liabilities and will be able to continue its operations within the framework of the going concern assumption.

3. CASH AND CASH EQUIVALENTS

	31 December 2025	31 December 2024
Cash	267,372	419,510
Cash at banks	239,461,999	2,307,717,995
Demand deposits	*22,507,069*	*724,471,225*
Time deposits with a maturity of less than three months	*216,954,930*	*1,583,246,770*
Other current assets (*)	1,138,741,429	142,568,622
Cash and cash equivalents in the consolidated statement of financial position	1,378,470,800	2,450,706,127
Less : interest accruals	(497,264)	(10,219,536)
Cash and cash equivalents according to the cash flow statements	1,377,973,536	2,440,486,591

(*) Other cash and cash equivalents consist of checks and money market fund and credit card receivables due as of 31 December 2025 and 2024. The maturity of the financing bond is less than 3 months.

As of 31 December 2025, the Group has USD time deposits amounting to TL 209,943,930 with an interest rate of 1.00 percent and maturity less than 3 months (As of 31 December 2024, the Group has USD time deposits amounting to TL 692,688,092 with an interest rate of 1.00 and maturity less than 3 months).

As of 31 December 2025, the Group has TL time deposits amounting to TL 7,011,000 with an interest rate of 38.50 percent. Maturities are shorter than 3 months (As of 31 December 2024, TL time deposits amounting to TL 890,558,678 with an interest rate of 48.50 percent and maturity less than 3 months).

4. FINANCIAL INVESTMENTS

Financial investments at fair value through other comprehensive income:

Company Title	Share Rate %	31 December 2025	Share Rate %	31 December 2024
Çantaş	0.37	310,755	0.37	310,755
		310,755		310,755
Impairment provision		(310,755)		(310,755)
		-		-

	31 December 2025	31 December 2024
Unused restricted bank deposits (*)	411,263,791	1,523,849,350
Other	535,037	677,681
	411,798,828	1,524,527,031

(*) As of 31 December 2025, restricted cash and cash equivalents amounting to TL 411,263,791 (TL 1,523,849,350 as of 31 December 2024) are separately classified under 'Financial Investments' since their use is restricted in the Group's ongoing operations and fulfilling its obligations.

5. FINANCIAL LIABILITIES

Short-Term Financial Liabilities	31 December 2025	31 December 2024
Bank loans	8,026,364,772	5,869,705,569
Lease liabilities	95,600,906	74,149,255
	8,121,965,678	5,943,854,824

Long-Term Financial Liabilities	31 December 2025	31 December 2024
Bank loans	1,026,754,070	2,885,397,183
Lease liabilities	772,425,932	667,242,268
	1,799,180,002	3,552,639,451

Details of Short-Term Bank Loans are as follows;

Currency	Weighted Average Interest Rate %	31 December 2025 Short-term
TL	42.18	2,906,022,054
USD	7.65	5,120,342,718
		8,026,364,772

Currency	Weighted Average Interest Rate %	31 December 2024 Short-term
TL	48.30	2,118,862,472
USD	7.22	3,750,843,097
		5,869,705,569

Details of Long-Term Bank Loans are as follows;

Currency	Weighted Average Interest Rate %	31 December 2025 Long-term
TL	17.00	15,000,000
USD	8.68	1,011,754,070
		1,026,754,070

5. FINANCIAL LIABILITIES (cont'd)

Details of Long-Term Bank Loans are as follows (cont'd);

Currency	Weighted Average Interest Rate %	31 December 2024 Long-term
TL	13.32	45,376,009
USD	8.61	2,840,021,174
		2,885,397,183

The maturities of the lease liabilities are as follows;

	31 December 2025	31 December 2024
Payable in 1 year	95,600,906	74,149,255
Payable in 1-5 years	191,993,693	130,781,999
5 years and longer	580,432,239	536,460,269
	868,026,838	741,391,523

The maturities of bank loans, issued debt instruments and other financial liabilities are as follows:

	31 December 2025	31 December 2024
Payable in 1 year	8,026,364,772	5,869,705,569
Payable in 1-2 years	419,701,637	1,796,887,326
Payable in 2-3 years	404,701,623	435,403,945
Payable in 3-4 years	202,350,810	435,403,945
Payable in 4-5 years	-	217,701,967
	9,053,118,842	8,755,102,752

As of 31 December, bank loans have spot, fixed and floating interest rates and due to their short original maturities, it is assumed that their fair values and book values are close.

As of 1 January - 31 December 2025 and 2024, the reconciliation of liabilities arising from financing activities is as follows;

	1 January-31 December 2025	1 January-31 December 2024
Financial liabilities as of 1 January	**9,496,494,275**	**27,281,377,613**
Capital inflow within the period	6,485,266,388	11,317,147,911
Payments within the period	(5,615,550,838)	(21,820,452,503)
Foreign exchange rate changes	1,445,310,801	1,479,193,809
Change in interest accrual	350,923,858	(375,093,627)
Inflation accounting effect	(2,241,298,804)	(8,385,678,928)
	9,921,145,680	9,496,494,275

6. TRADE RECEIVABLES AND PAYABLES

a) Trade Receivables

As of 31 December 2025 and 2024, the details of the Group's trade receivables are as follows;

Short-term trade receivables	31 December 2025	31 December 2024
Trade receivables	964,253,915	1,160,833,832
Notes receivable	470,016,034	726,021,354
Trade receivables from related parties (Note 32)	52,336,852	81,013,575
Provision for expected loss (-)	(223,055,507)	(232,713,240)
	1,263,551,294	1,735,155,521

Long-term trade receivables	31 December 2025	31 December 2024
Notes receivable	-	679,565
	-	679,565

As of 31 December 2025 and 2024, the aging of trade receivables is as follows:

	31 December 2025	31 December 2024
Not overdue and impaired	1,171,897,730	1,581,345,746
Overdue for 1-30 days, not impaired	48,358,166	114,123,414
Overdue for 1-3 months, not impaired	42,433,269	25,443,805
Overdue for 3-12 months, not impaired	862,129	14,737,386
Overdue for 1-5 years, not impaired	-	184,735
	1,263,551,294	1,735,835,086

The Group has evaluated the collateral status of the overdue receivables mentioned above, the current financial position of the related customers and the collections after the reporting date and concluded that there is no impairment on these receivables.

The average maturity applied by the Group for its sales is 88 days (31 December 2024: 214 days)

The provision for doubtful receivables for trade receivables is determined based on the future collection expectation and past experience of uncollectibility. The movement of the Group's provision for doubtful trade receivables is as follows:

Expected loss provision movements	1 January-31 December 2025	1 January-31 December 2024
Opening balance	232,713,240	237,460,689
Charge for the period	52,341,673	89,588,536
Collections	(6,446,655)	(16,589,646)
Disposal from sale of subsidiary	57,065	-
Inflation accounting effect	(55,609,816)	(77,746,339)
Closing balance	223,055,507	232,713,240

The nature and level of risks related to trade receivables are disclosed in Note 33.

6. TRADE RECEIVABLES AND PAYABLES (cont'd)

b) Trade Payables

As of 31 December 2025 and 2024, the details of the Group's trade payables are as follows:

Short-term trade payables	31 December 2025	31 December 2024
Trade payables (*)	1,817,414,976	1,535,093,033
Trade payables to related parties (Note 32)	174,214,721	178,939,009
Expense accruals	22,772,782	34,883,155
	2,014,402,479	1,748,915,197

(*) As of 31 December 2025, letters of credit amounting to TL 1,489,264,692 are included in trade payables (31 December 2024: TL 597,689,342).

The average payment period of trade payables for the purchase of goods is 101 days (31 December 2024: 104).

7. PAYABLES FOR EMPLOYEE BENEFITS

	31 December 2025	31 December 2024
Payables to personnel	1,159,095	2,088,494
Premium provisions payable to personnel	141,088,972	187,834,203
Social security premiums payable	19,956,489	19,803,850
	162,204,556	209,726,547

8. OTHER RECEIVABLES AND PAYABLES

a) Other Receivables

Other Short-Term Receivables	31 December 2025	31 December 2024
VAT and other refund receivables	21,690,573	251,806,463
Special consumption tax ("SCT") refund receivable (*)	15,529,607	1,801,999
Corporate and provisional tax refund receivable	10,771,775	1,512,933
Deposits and guarantees given	389,922	640,635
	48,381,877	255,762,030

(*) In case the raw materials subject to SCT are used in the production of goods that are not subject to SCT, the Special Consumption Tax paid for the purchase of such raw materials can be refunded if the issues specified in the Special Consumption Tax Communiqué numbered 25 are fulfilled. In this context, the SCT amount requested for refund is TL 15,529,607 (31 December 2024: TL 1,801,999).

Other Long-Term Receivables	31 December 2025	31 December 2024
Deposits and guarantees given	3,021,609	5,914,393
	3,021,609	5,914,393

8. OTHER RECEIVABLES AND PAYABLES (cont'd)

b) Other Payables

Other Short-Term Payables	31 December 2025	31 December 2024
Other payables to related parties (Note 32) (*)	1,195,584,649	1,562,178,701
Taxes and funds payable	28,346,757	26,264,630
Other miscellaneous payables	3,932,637	4,001,430
	1,227,864,043	1,592,444,761

(*) TL 1,188,463,012 of the relevant amount consists of the principal and interest accrual amounts related to the borrowings.

Other Long-Term Payables	31 December 2025	31 December 2024
Other payables to related parties (Note 32)	166,053,368	163,623,658
	166,053,368	163,623,658

9. PREPAID EXPENSES

Short-Term Prepaid Expenses	31 December 2025	31 December 2024
Order advances given	64,280,858	55,491,926
Prepaid expenses	72,007,621	117,124,722
Advances given to related parties (Note 32)	79,534	787,427
	136,368,013	173,404,075

Long-Term Prepaid Expenses	31 December 2025	31 December 2024
Advances given for the purchase of fixed assets	3,254,393,939	2,180,277,807
	3,254,393,939	2,180,277,807

10. DEFERRED INCOME

Short-Term Deferred Income	31 December 2025	31 December 2024
Order advances received	131,669,571	65,307,944
	131,669,571	65,307,944

11. INVENTORIES

	31 December 2025	31 December 2024
Raw material	936,341,978	2,272,952,113
Work-in-process	160,956,774	442,101,992
Finished goods	647,066,989	1,158,603,933
Trade goods	316,556,069	670,596,041
Other inventories (*)	607,449,292	520,628,156
Provision for impairment on inventories (-)	(183,233,114)	(637,265,589)
	2,485,137,988	4,427,616,646

(*) As of 31 December 2025, TL 564,246,689 (31 December 2024: TL 495,093,391) of other inventories consist of goods in transit.

Movement of provision for impairment on inventory	1 January-31 December 2025	1 January-31 December 2024
Opening balance	(637,265,589)	(344,309,496)
Charge for the period	(202,265,470)	(626,474,581)
Provision used/reversed	656,297,945	333,518,488
Closing balance	(183,233,114)	(637,265,589)

12. PROPERTY, PLANT AND EQUIPMENT

Property, Plant and Equipment

Cost Value	Lands	Land improvements	Buildings	Plant, machinery and equipment	Vehicles	Furniture and fixtures	Leasehold improvements	Construction in progress	Total
Opening balance as of 1 January 2025	92,901,173	20,000,443	1,243,629,976	3,908,672,566	69,660,440	899,691,958	4,468,348,355	3,874,901,559	14,577,806,470
Foreign currency translation differences	-	-	-	6,285	(15,924)	9,617	-	41,545,880	41,545,858
Additions	-	-	34,897,547	234,560,770	1,804,383	19,542,055	12,278,311	751,010,390	1,054,093,456
Disposals	-	-	-	(2,261,593)	(1,980,731)	(6,927,454)	-	(6,015,194)	(17,184,972)
Transfers (*)	-	7,754,783	10,015,611	1,154,938,637	(1,069,087)	34,642,482	-	(1,503,973,660)	(297,691,234)
Closing balance as of 31 December 2025	92,901,173	27,755,226	1,288,543,134	5,295,916,665	68,399,081	946,958,658	4,480,626,666	3,157,468,975	15,358,569,578
Accumulated Depreciation									
Opening balance as of 1 January 2025	-	(6,357,864)	(99,578,405)	(1,233,252,781)	(43,785,090)	(409,808,227)	(282,550,829)	-	(2,075,333,196)
Foreign currency translation differences	-	-	-	(165,214)	(53,136)	(21,680)	-	-	(240,030)
Charge for the period	-	(2,014,791)	(25,524,039)	(500,903,109)	(10,208,378)	(134,194,327)	(91,027,009)	-	(763,871,653)
Disposals	-	-	-	1,982,899	1,792,274	6,108,458	-	-	9,883,631
Closing balance as of 31 December 2025	-	(8,372,655)	(125,102,444)	(1,732,338,205)	(52,254,330)	(537,915,776)	(373,577,838)	-	(2,829,561,248)
Carrying value as of 31 December 2025	92,901,173	19,382,571	1,163,440,690	3,563,578,460	16,144,751	409,042,882	4,107,048,828	3,157,468,975	12,529,008,330

(*) TL 297,691,234 has been transferred from intangible assets from construction in progress (Note 14).

12. PROPERTY, PLANT AND EQUIPMENT (cont'd)

Property, Plant and Equipment (cont'd)

Cost Value	Lands	Land improvements	Buildings	Plant, machinery and equipment	Vehicles	Furniture and fixtures	Leasehold improvements	Construction in progress	Total
Opening balance as of 1 January 2024	92,901,173	20,000,443	798,133,964	3,760,403,103	71,457,084	737,490,782	-	4,043,192,855	9,523,579,404
Foreign currency translation differences	-	-	-	(4,746,191)	(1,908,536)	(99,346)	-	-	(6,754,073)
Additions	-	-	5,902,660	154,455,129	1,709,871	166,054,713	41,968,961	490,989,862	861,081,196
Revaluation fund	-	-	-	(1,439,475)	(1,597,979)	(3,754,191)	-	-	(6,791,645)
Transfers (*)	-	-	439,593,352	-	-	-	4,426,379,394	(659,281,158)	4,206,691,588
Closing balance as of 31 December 2024	92,901,173	20,000,443	1,243,629,976	3,908,672,566	69,660,440	899,691,958	4,468,348,355	3,874,901,559	14,577,806,470
Accumulated Depreciation									
Opening balance as of 1 January 2024	-	(4,963,906)	(77,867,223)	(877,387,925)	(34,637,381)	(278,471,135)	-	-	(1,273,327,570)
Foreign currency translation differences	-	-	-	1,414,390	927,583	65,756	-	-	2,407,729
Charge for the period	-	(1,393,958)	(21,711,182)	(358,433,076)	(11,425,649)	(134,208,589)	(132,547,208)	-	(659,719,662)
Disposals	-	-	-	1,153,830	1,350,357	2,805,741	-	-	5,309,928
Transfers (*)	-	-	-	-	-	-	(150,003,621)	-	(150,003,621)
	-	-	-	-	-	-	-	-	-
Closing balance as of 31 December 2024	-	(6,357,864)	(99,578,405)	(1,233,252,781)	(43,785,090)	(409,808,227)	(282,550,829)	-	(2,075,333,196)
Carrying value as of 31 December 2024	92,901,173	13,642,579	1,144,051,571	2,675,419,785	25,875,350	489,883,731	4,185,797,526	3,874,901,559	12,502,473,274

(*) TL 4,426,379,394 has been transferred from intangible assets to leasehold improvements, while the remaining TL 219,687,806 has been transferred from construction in progress to intangible assets (Note 14).

13. RIGHT-OF-USE ASSETS

Cost Value	Lands improvements	Properties	Vehicles	Total
Opening balance as of 1 January 2025	-	1,309,259,548	401,780,474	1,711,040,022
Foreign currency translation differences	5,338,015	-	-	5,338,015
Additions	39,587,958	269,539,827	179,272,596	488,400,381
Disposals	-	(1,743,282)	(12,730,724)	(14,474,006)
Closing balance as of 31 December 2025	44,925,973	1,577,056,093	568,322,346	2,190,304,412
Accumulated Amortization				
Opening balance as of 1 January 2025	-	(548,760,690)	(325,574,880)	(874,335,570)
Foreign currency translation differences	(216,138)	-	-	(216,138)
Charge for the period	(1,602,932)	(115,205,740)	(94,634,108)	(211,442,780)
Disposals	-	581,094	5,271,064	5,852,158
Closing balance as of 31 December 2025	(1,819,070)	(663,385,336)	(414,937,924)	(1,080,142,330)
Carrying value as of 31 December 2025	43,106,903	913,670,757	153,384,422	1,110,162,082

Cost Value	Properties	Vehicles	Total
Opening balance as of 1 January 2024	533,383,276	417,642,163	951,025,439
Additions	775,876,272	62,716,049	838,592,321
Disposals	-	(78,577,738)	(78,577,738)
Closing balance as of 31 December 2024	1,309,259,548	401,780,474	1,711,040,022
Accumulated Amortization			
Opening balance as of 1 January 2024	(433,496,425)	(237,153,726)	(670,650,151)
Charge for the period	(115,264,265)	(125,247,006)	(240,511,271)
Disposals	-	36,825,852	36,825,852
Closing balance as of 31 December 2024	(548,760,690)	(325,574,880)	(874,335,570)
Carrying value as of 31 December 2024	760,498,858	76,205,594	836,704,452

Amortization periods of right-of-use assets are as follows:

	Useful Life
Properties	1-35 years
Vehicles	1-3 years

14. INTANGIBLE ASSETS

Cost Value	Rights	Development costs	Total
Opening balance as of 1 January 2025	1,915,709,117	317,463,141	2,233,172,258
Foreign currency translation differences	(845,112)	37,033	(808,079)
Additions	26,225,789	-	26,225,789
Transfers	10,824,058	286,867,176	297,691,234
Closing balance as of 31 December 2025	1,951,913,852	604,367,350	2,556,281,202
Accumulated Amortization			
Opening balance as of 1 January 2025	(573,594,941)	(143,442,388)	(717,037,329)
Foreign currency translation differences	(1,372,700)	(60,499)	(1,433,199)
Charge for the period	(118,262,275)	(72,641,210)	(190,903,485)
Closing balance as of 31 December 2025	(693,229,916)	(216,144,097)	(909,374,013)
Carrying value as of 31 December 2025	1,258,683,936	388,223,253	1,646,907,189

Cost Value	Rights	Development costs	Other intangible assets	Total
Opening balance as of 1 January 2024	1,875,526,834	184,341,783	4,443,036,539	6,502,905,156
Foreign currency translation differences	(66,552,348)	-	(4,088,243)	(70,640,591)
Additions	13,678,794	70,638	-	13,749,432
Disposals	(744,530)	-	(5,405,621)	(6,150,151)
Transfers (*)	93,800,367	133,050,720	(4,433,542,675)	(4,206,691,588)
Closing balance as of 31 December 2024	1,915,709,117	317,463,141	-	2,233,172,258
Accumulated Amortization				
Opening balance as of 1 January 2024	(428,030,554)	(116,990,435)	(151,647,586)	(696,668,575)
Foreign currency translation differences	7,528,859	-	374,566	7,903,425
Charge for the period	(153,837,776)	(25,087,661)	(94,893)	(179,020,330)
Disposals	744,530	-	-	744,530
Transfers	-	(1,364,292)	151,367,913	150,003,621
Closing balance as of 31 December 2024	(573,594,941)	(143,442,388)	-	(717,037,329)
Carrying value as of 31 December 2024	1,342,114,176	174,020,753	-	1,516,134,929

(*) TL 4,426,379,394 of TL 4,433,542,675 in other intangible assets has been transferred to leasehold improvements under property, plant and equipment and TL 7,163,281 has been transferred to development costs.

15. INVESTMENT PROPERTIES

Cost Value	Lands	Land and land improvements	Buildings	Total
Opening balance as of 1 January 2025	72,193,508	18,066,460	102,538,904	192,798,872
Closing balance as of 31 December 2025	72,193,508	18,066,460	102,538,904	192,798,872
Accumulated Depreciation				
Opening balance as of 1 January 2025	-	(9,244,004)	(42,417,342)	(51,661,346)
Charge for the period	-	(361,329)	(1,762,878)	(2,124,207)
Closing balance as of 31 December 2025	-	(9,605,333)	(44,180,220)	(53,785,553)
Carrying value as of 31 December 2025	72,193,508	8,461,127	58,358,684	139,013,319

Cost Value	Lands	Land and land improvements	Buildings	Total
Opening balance as of 1 January 2024	4,198,354	18,066,460	101,581,198	123,846,012
Additions	67,995,154	-	957,706	68,952,860
Closing balance as of 31 December 2024	72,193,508	18,066,460	102,538,904	192,798,872
Accumulated Depreciation				
Opening balance as of 1 January 2024	-	(8,882,674)	(40,753,961)	(49,636,635)
Charge for the period	-	(361,330)	(1,663,381)	(2,024,711)
Closing balance as of 31 December 2024	-	(9,244,004)	(42,417,342)	(51,661,346)
Carrying value as of 31 December 2024	72,193,508	8,822,456	60,121,562	141,137,526

The Group has leased the factory buildings in Şanlıurfa and Adana which are not actively used in production. Therefore, the related assets are recognised as investment property. The rental income obtained from these properties in the current period is TL 5,966,760 (31 December 2024: TL 4,967,938 rental income) (Note 28a).

15. INVESTMENT PROPERTIES (cont'd)

Fair value measurements of the Group's investment properties

As of 31 December 2025, the fair values of the Group's investment properties have been determined by Aden Gayrımenkul Değerleme ve Danışmanlık Anonim Şirketi, an independent valuation company. As of 31 December 2024, the fair values of the Group's investment properties have been determined by Yetkin Gayrımenkul Değerleme ve Danışmanlık Anonim Şirketi. The relevant companies are authorized by the CMB and provide real estate valuation services in accordance with capital market legislation and has sufficient experience and qualifications in measuring the fair value of real estates in the relevant regions. The fair value of the freehold land was determined based on the market comparative approach that reflects recent transaction prices for similar properties. No different valuation technique has been used in the current period.

As of 31 December 2025 and 2024, the Group's investment properties and the fair value hierarchy of the assets are shown in the table below:

	Fair value level as of reporting date		
	Level 1	Level 2	Level 3
2025	TL	TL	TL
Lands	-	147,023,000	-
Land Improvements and Buildings	-	149,695,000	-

	Level 1	Level 2	Level 3
2024	TL	TL	TL
Lands	-	142,274,588	-
Land Improvements and Buildings	-	148,117,759	-

16. GOODWILL

Company	Acqusition Date	31 December 2025	31 December 2024
Sunset	2020	445,398,976	445,398,976
Ferbis	2017	111,537,894	111,537,894
		556,936,870	556,936,870

In accordance with the accounting policy set out in Note 2, the Group tests annually or more frequently for any impairment on goodwill. The impairment test for cash-generating units was performed as of 31 December 2025. The test was conducted in accordance with the discounted cash flow method, taking into account the "net fair value less cost to sell".

The Group Management has calculated the value in use of the cash-generating unit to which the goodwill amount is related in the impairment studies performed for goodwill.

The estimated fair value calculated according to the discounted cash flow method exceeds the recoverable amount as of 31 December. No impairment provision was made during 2025 and 2024.

16. GOODWILL (cont'd)

The important assumptions used in the calculation of recoverable amounts are discount rates, final growth rates and EBITDA (Earnings before interest, depreciation and tax) growth rates. The values used in the assumptions are based on Group Management's assessment of future trends in the pesticide market and internal and external sources (historical data). The main assumptions reflecting the weighted average of all cash-generating units included in the relevant operating segments are as follows:

Weighted average	31 December 2025	31 December 2024
Discount rate, gross	17%-31%	17%-33%
Final growth rate	10%	10%
Budgeted EBITDA growth rate (average of the next five years)	26%-75%	10%-57%

In the discounted cash flow model, estimated cash flows during the license period are included. The long-term growth rate has been determined based on the long-term compound EBITDA growth rate estimated by Group Management and believed to be consistent with the assumptions made by a market participant.

Budgeted EBITDA has been determined based on expected future results, taking into account past experience, and has been adjusted for the following factors.

After determining the basic revenue figures, it is assumed that these prices will increase in line with the estimated inflation in the first five years.

The Group compared the estimated recoverable amount of the cash-generating unit with its carrying amount and concluded that there was no impairment.

17. GOVERNMENT GRANTS AND INCENTIVES

The Company has benefited from investment incentive certificates amounting in total to TL 366,740,556, issued by the T.C. Ekonomi Bakanlığı, within the scope of the manufacture of pesticides (crop protection products) and other agricultural and chemical products. These certificates, which include VAT exemption, employer's social security premium support, tax reduction and customs duty exemption incentives, comprise Investment Incentive Certificates No. 510660 (dated 1 May 2020; effective from 30 April 2020 to 28 October 2024), No. 507656 (dated 31 December 2019; effective from 26 December 2019 to 26 June 2024), No. 516676 (dated 3 November 2020; effective from 3 November 2020 to 3 November 2026), No. 528148 (dated 1 October 2021; effective from 29 September 2021 to 29 September 2024), No. 576031 (dated 31 December 2024; effective from 31 December 2024 to 31 December 2027), No. 534402 (dated 20 March 2022; effective from 5 March 2022 to 5 March 2025), No. 576649 (dated 21 January 2025; effective from 31 December 2024 to 31 December 2027) and No. 506178 (dated 13 May 2019; effective from 13 May 2019 to 12 November 2023).

As of 31 December 2025, the Company has a tax advantage of TL 366,740,557 that can be used in the future years related to the incentive. The entire amount is included in the deferred tax calculation (31 December 2024: TL 383,228,462).

18. GUARANTEES, PLEDGE AND MORTGAGES

The details of the Company's Guarantees/Pledge/Mortgages ("GPM") are as follows:

31 December 2025	TL equivalent	Turkish Lira	USD
A. GPMs Given for Company's Own Legal Personality			
-Guarantee	*779,008,549*	*777,637,487*	*32,000*
-Pledge	-	-	-
-Mortgage	-	-	-
B. GPMs Given on Behalf of Fully Consolidated Companies			
-Guarantee	-	-	-
-Pledge	-	-	-
-Mortgage	-	-	-
-Other (*)	*1,930,000,000*	*1,930,000,000*	-
C. GPMs Given in the Normal Course of Business Activities on Behalf of Third Parties			
-Guarantee	-	-	-
-Pledge	-	-	-
-Mortgage	-	-	-
D. Total Amount of Other GPMs			
i. Total Amount of GPMs Given on Behalf of the Parent			
-Guarantee	-	-	-
-Pledge	-	-	-
-Mortgage	-	-	-
ii. Total Amount of GPMs Given to on Behalf of Other Group Companies which are not in Scope of B and C			
-Guarantee	-	-	-
-Pledge	-	-	-
-Mortgage	-	-	-
-Other (*)	*70,000,000*	*70,000,000*	-
iii. Total Amount of GPMs Given on Behalf of Third Parties which are not in Scope of C			
-Guarantee	-	-	-
-Pledge	-	-	-
-Mortgage	-	-	-
Total	2,779,008,549	2,777,637,487	32,000

(*) The balance consists of guarantees given on behalf of the Group's subsidiaries for their financial borrowings as of 31 December 2025.

18. GUARANTEES, PLEDGE AND MORTGAGES (cont'd)

31 December 2024	TL equivalent	Turkish Lira
A. GPMs Given for Company's Own Legal Personality		
-Guarantee	*612,891,414*	*612,891,414*
-Pledge	-	-
-Mortgage	-	-
B. GPMs Given on Behalf of Fully Consolidated Companies		
-Guarantee	-	-
-Pledge	-	-
-Mortgage	-	-
-Other (*)	*2,617,846,566*	*2,617,846,566*
C. GPMs Given in the Normal Course of Business Activities on Behalf of Third Parties		
-Guarantee	-	-
-Pledge	-	-
-Mortgage	-	-
D. Total Amount of Other GPMs		
i. Total Amount of GPMs Given on Behalf of the Parent		
-Guarantee	-	-
-Pledge	-	-
-Mortgage	-	-
ii. Total Amount of GPMs Given to on Behalf of Other Group Companies which are not in Scope of B and C		
-Guarantee	-	-
-Pledge	-	-
-Mortgage	-	-
-Other (*)	*91,624,630*	*91,624,630*
iii. Total Amount of GPMs Given on Behalf of Third Parties which are not in Scope of C		
-Guarantee	-	-
-Pledge	-	-
-Mortgage	-	-
Total	3,322,362,610	3,322,362,610

(*) The balance consists of guarantees given on behalf of the Group's subsidiaries for their financial borrowings as of 31 December 2024.

As of 31 December, there are no guarantees, pledges and mortgages other than the letters of guarantee given on behalf of the Company's legal entity as presented above.

The ratio of the Group's other GPMs to equity is 0% as of 31 December 2025 (2024: 0%).

19. CURRENT TAX ASSETS

Current tax assets	31 December 2025	31 December 2024
Prepaid tax and funds	7,227,542	138,472,527
	7,227,542	138,472,527

20. SHORT-TERM AND LONG-TERM PROVISIONS

a) Short-term Provisions

Short-term provisions	31 December 2025	31 December 2024
Provisions for legal cases (*)	9,145,008	6,801,957
Provision for unused vacation	18,238,347	25,527,796
	27,383,355	32,329,753

(*) Includes possible liabilities of reemployment and commercial lawsuits.

The movements of the provisions for litigation in the accounting period ending on 31 December 2025 and 2024 are as follows:

	1 January-31 December 2025	1 January-31 December 2024
Provision as of 1 January	6,801,957	6,081,032
Provision expense for the period	6,348,798	3,406,333
Provisions released	(1,990,277)	(460,074)
Inflation effect	(2,015,470)	(2,225,334)
Provision as of 31 December	9,145,008	6,801,957

The movements of the provision for unused vacation for the period ending on 31 December 2025 and 2024 are as follows:

	1 January-31 December 2025	1 January-31 December 2024
Provision as of 1 January	25,527,796	25,033,900
Provision expense for the period	(2,103,431)	9,194,941
Foreign currency translation difference	640,957	105,351
Inflation accounting effect	(5,826,975)	(8,806,396)
Provision as of 31 December	18,238,347	25,527,796

b) Long-Term Provisions

Long-term provisions for employee benefits as of 31 December 2025 and 2024 are presented below:

Long-term provisions	31 December 2025	31 December 2024
Provision for employment termination benefit	95,280,480	112,441,086
Seniority incentive premium provision	21,336,726	24,985,602
	116,617,206	137,426,688

Provision for Severance Incentive Bonus:

The Group provides a benefit in the name of "Seniority Incentive Bonus" to its employees with a certain seniority. In this respect, the Group pays one salary equivalent of seniority incentive bonus for each work period of 10 years. The current value of the severance incentive premium liability has been calculated by an independent actuary in the current year and the assumptions used in the calculation of provisions for severance pay were used.

20. SHORT-TERM AND LONG-TERM PROVISIONS (cont'd)

b) Long-Term Provisions (cont'd)

Provision for Severance Incentive Bonus (cont'd):

Transactions of the provisions for severance incentive premium in the fiscal period ending on 31 December 2025 and 2024 are presented below:

	1 January-31 December 2025	1 January-31 December 2024
Provision as of 1 January	24,985,602	14,790,812
Service cost	(2,401,400)	14,770,853
Interest cost	6,055,931	3,663,610
Amount paid during the period	(1,172,967)	(1,715,411)
Earnings from reducing benefits / layoffs	-	49,145
Inflation accounting effect	(6,130,440)	(6,573,407)
Provision as of 31 December	21,336,726	24,985,602

Provision for employment termination benefit:

Under the Effective Labor Law provisions, employees whose employment contract is terminated with eligibility for severance pay must be paid the statutory severance pays for which they are eligible. Furthermore, under the provision of the article 60 of the Social Security Law no. 506 which is still effective, amended by the laws no. 2422 dated 6 March 1981 and no. 4447 dated 25 August 1999, statutory severance pay must also be paid to those who are eligible for resigning with severance pay.

The employment termination benefit payable as of 31 December 2025 is subject to a monthly cap of TL 53,919.68 (31 December 2024: TL 41,828.42). The severance pay liability is not legally subject to any funding.

The severance pay liability is calculated according to the estimation of the current value of the future probable obligation of the Group arising from the retirement of the employees. TAS 19 ("Benefits Provided to Employees") prescribes that the Group's liabilities are developed by using actuarial valuation methods within the scope of defined benefit plans. The severance pay liability was calculated by an independent actuary and the Projected Unit Credit Method was used in the calculation. The actuarial assumptions used in the calculation of the current value of the liabilities are specified below.

	31 December 2025	31 December 2024
Discount rate	27.12%	25.88%
Inflation rate	22.06%	21.81%

The estimated rate of employment termination benefit amounts which will not be paid as a result of voluntary resignations and which will remain within the Group has been taken into account as well. It has been assumed that the voluntary resignation rates of employees would depend on their past service period; the past experience was analyzed and the assumed voluntary resignations expected prospectively were reflected in the calculation in order to calculate the total severance pay liability. In the actuarial calculations made, the voluntary resignation possibility of employees was included in the calculation at the rates which decline as the previous service period increases. Accordingly, the possibility of voluntary resignation is between 11 per cent and 0 per cent for personnel whose previous service period is between 0 and 15 years and above.

The important estimates used in the calculation of the severance pay liability are the discount rate and the probability of voluntary dismissal.

- If the discount rate is increased by 1 percent annually, the amount of severance pay decreases by 7.7 percent.
- If the discount rate is decreased by 1 percent annually, the amount of severance pay increases by 9.1 percent.
- If the annual inflation rate is increased by 1 percent, the amount of severance pay increases by 9.4 percent.
- If the annual inflation rate is decreased by 1 percent, the amount of severance pay decreases by 8.0 percent.
- If the possibility of voluntary departure is not used, the amount of severance pay increases by 6.3 percent.

20. SHORT-TERM AND LONG-TERM PROVISIONS (cont'd)

b) Long-Term Provisions (cont'd)

Provision for employment termination benefit (cont'd):

As of 31 December 2025 and 2024, the movement of provision for employment termination benefits is as follows:

	1 January-31 December 2025	1 January-31 December 2024
Provision as of 1 January	112,441,086	124,800,512
Service cost	16,375,152	24,636,547
Interest cost	23,200,629	21,154,280
Employment termination benefits paid	(19,961,828)	(18,987,508)
Earnings from reducing benefits / layoffs	6,539,935	5,117,198
Actuarial gain / (loss)	(15,883,906)	(2,364,908)
Inflation accounting effect	(27,430,588)	(41,915,035)
Provision as of 31 December	95,280,480	112,441,086

21. OTHER CURRENT ASSETS

Other Current Assets	31 December 2025	31 December 2024
Transferred VAT	421,048,666	844,971,936
Other miscellaneous current assets	30,331,136	31,280,425
	451,379,802	876,252,361

22. EQUITY

a) Share Capital

The paid-in capital structure of the Company as of 31 December 2025 and 2024 is as follows:

Shareholders	%	31 December 2025	%	31 December 2024
Ordu Yardımlaşma Kurumu	55.4	4,667,398,975	55.4	4,667,398,975
Public	44.6	3,762,601,025	44.6	3,762,601,025
		8,430,000,000		8,430,000,000
Share Capital Adjustment Differences		12,164,650,582		12,164,650,582
		20,594,650,582		20,594,650,582

The Company's registered capital ceiling is TL 8,500,000,000 (31 December 2024: TL 8,500,000,000).

The capital consists of 8,430,000,000,000 shares with a nominal value of TL 0.01 and there are no privileged shares.

22. EQUITY (cont'd)

a) Share Capital (cont'd)

After the exercise of the rights to acquire new shares (pre-emptive rights), the shares with a total nominal value of TL 43,732,413,926 corresponding to the rights to acquire new shares that were not exercised in due time were offered for sale in the Primary Market of Borsa Istanbul A.Ş. for 2 (two) business days on 07 October-08 October 2024, and all of the remaining shares were sold for TL 178,089,491 and the capital increase was completed on 08 October 2024. Our company has provided total nominal funds amounting to TL 6,034,359,312 due to the capital increase.

b) Restricted Reserves Appropriated from Profit

	31 December 2025	31 December 2024
Legal Reserves	597,606,222	597,606,222
	597,606,222	597,606,222

In accordance with Turkish Commercial Law, legal reserves are classified as first and second reserves. The Group reserves 5% of the historical statutory profit as first legal reserve, until the total reserve reaches 20% of the historical paid in share capital. The other legal reserve is appropriated at the rate of 10% per annum of all cash dividend distributions after the payment of dividends to the shareholders at a rate of 5%. According to Turkish Commercial Law, general legal reserves cannot be distributed unless it exceeds 50% of the issued capital yet can be used to close the losses when the profit reserves are insufficient.

Publicly traded companies distribute their dividends in this way: in accordance with the CMB decision dated 25 February 2005 and numbered 7/242; if the entire profit distribution amount calculated in accordance with the regulations of the CMB regarding the minimum profit distribution obligation over the net distributable profit found in accordance with the CMB regulations can be met from the distributable profit in the legal records, the whole of this amount, and if not, the entire net distributable profit in the legal records will be distributed. If there is a period loss in the financial statements prepared in accordance with the CMB regulations or in any of the legal records, profit distribution will not be made.

With the decision of the Capital Markets Board dated 27 January 2010, no minimum profit distribution obligation was introduced for the dividend distribution to be made for publicly held joint stock companies whose shares are traded on the stock exchange.

Equity inflation adjustment differences and registered values of extraordinary reserves, bonus issue capital increase; cash can be used for profit distribution or loss offset. However, if the equity inflation adjustment differences are used in cash profit distribution, they will be subject to corporate tax.

c) Actuarial Gain/Loss Fund for Employee Benefits

	31 December 2025	31 December 2024
Defined benefit plans remeasurement losses	(82,801,306)	(98,685,212)
Deferred tax	17,918,946	21,889,923
	(64,882,360)	(76,795,289)

22. EQUITY (cont'd)

d) Additional Information on Share Capital, Reserves and Other Equity Items

As of 31 December 2025 and 2024, the comparison of the inflation adjusted equity items presented in the consolidated financial statements with the inflation adjusted amounts in the financial statements prepared in accordance with the Tax Procedure Law are as follows:

31 December 2025	Inflation-adjusted amounts included in the financial statements prepared in accordance with the Tax Procedure Law	Inflation-adjusted amounts in the financial statements prepared in accordance with TAS/TFRS Financial Statements	Difference in prior years' losses
Share Capital Adjustment Differences	5,132,279,085	12,164,650,583	(7,032,371,498)
Premiums/Discounts on Shares	46,743,583	119,035,510	(72,291,927)
Restricted Reserves Appropriated from Profit	500,525,188	517,202,225	(16,677,037)

31 December 2024	Inflation-adjusted amounts included in the financial statements prepared in accordance with the Tax Procedure Law	Inflation-adjusted amounts in the financial statements prepared in accordance with TAS/TFRS Financial Statements	Difference in prior years' losses
Share Capital Adjustment Differences	6,717,759,590	9,560,427,303	(2,842,667,713)
Premiums/Discounts on Shares	61,183,764	70,474,773	(9,291,009)
Restricted Reserves Appropriated from Profit	655,149,072	492,363,559	162,785,513

23 REVENUE AND COST OF SALES

a) Revenue

	1 January-31 December 2025	1 January-31 December 2024
Domestic sales	6,209,192,660	6,594,268,166
Foreign sales	474,372,731	582,381,418
Other sales	9,839,740	33,358,572
Sales returns (-)	(93,663,510)	(116,549,838)
Sales discounts (-)	(471,827,264)	(722,813,266)
	6,127,914,357	6,370,645,052

b) Cost of Sales

	1 January-31 December 2025	1 January-31 December 2024
Raw material expenses	(2,929,890,213)	(3,003,026,215)
Personnel expenses	(413,224,206)	(426,081,173)
General production expenses	(338,426,534)	(326,671,178)
Depreciation and amortization expenses	(394,881,066)	(281,317,596)
Transportation expenses	(192,002,793)	(315,644,166)
Changes in work in-process inventories	(281,145,218)	(324,836,290)
Changes in finished goods inventories	(511,536,944)	(943,292,394)
Cost of goods sold	(5,061,106,974)	(5,620,869,012)
Cost of trade goods sold and other sales	(1,660,064,908)	(2,072,015,406)
	(6,721,171,882)	(7,692,884,418)

24. MARKETING EXPENSES, GENERAL ADMINISTRATIVE EXPENSES, RESEARCH AND DEVELOPMENT EXPENSES

	1 January-31 December 2025	1 January-31 December 2024
General administrative expenses (-)	(1,169,701,065)	(1,327,867,068)
Marketing expenses (-)	(612,069,994)	(634,321,983)
Research and development expenses (-)	(446,835,229)	(505,430,363)
	(2,228,606,288)	(2,467,619,414)

a) Marketing Expenses

	1 January-31 December 2025	1 January-31 December 2024
Personnel expenses	(342,639,378)	(406,000,663)
Depreciation expenses	(127,357,013)	(76,988,747)
Advertisement expenses	(33,461,016)	(38,934,838)
Transport expenses	(16,624,111)	(18,965,238)
Travel expenses	(10,647,995)	(9,247,898)
Exhibition and fair expenses	(10,272,323)	(6,721,320)
Insurance expenses	(9,199,402)	(17,497,080)
Taxes, duties and charges	(6,702,483)	(4,549,826)
Energy and maintenance costs	(5,794,446)	(2,655,648)
Outsourced security costs	(5,704,868)	(3,852,689)
Information technology expenses	(5,363,972)	(4,325,902)
Cleaning Expenses	(5,246,814)	(7,694,608)
Litigation follow-up and consultancy expenses	(4,579,144)	(2,901,662)
Dealer meeting expenses	(3,446,589)	(3,020,981)
Representation expenses	(3,009,381)	(2,406,301)
Telephone Expenses	(844,247)	(673,427)
Rent expenses	(681,066)	(8,245,414)
Other	(20,495,746)	(19,639,741)
	(612,069,994)	(634,321,983)

24. MARKETING EXPENSES, GENERAL ADMINISTRATIVE EXPENSES, RESEARCH AND DEVELOPMENT EXPENSES (cont'd)

b) General Administrative Expenses

	1 January-31 December 2025	1 January-31 December 2024
Depreciation expenses	(395,107,953)	(484,149,204)
Personnel expenses	(320,707,579)	(351,118,790)
Repair, maintenance and cleaning expenses	(193,141,258)	(233,639,625)
Consultancy expenses	(48,653,275)	(37,572,581)
Provision for doubtful receivables (net)	(45,895,018)	(72,998,890)
Outsourced security costs	(38,748,652)	(36,468,078)
Insurance expenses	(36,282,348)	(7,207,031)
Energy costs	(18,112,951)	(24,215,649)
Transport expenses	(11,510,983)	(11,717,132)
Taxes, duties and charges	(9,617,804)	(8,455,130)
Travel expenses	(8,563,386)	(4,435,321)
Litigation follow-up and consultancy expenses	(8,252,486)	(10,107,339)
Rent expenses	(6,180,122)	(3,707,026)
Information technology expenses	(5,934,311)	(5,553,535)
Advertisement and general assembly expenses	(1,299,428)	(4,682,706)
Representation expenses	(604,456)	(435,672)
PTT expenses	(253,024)	(269,583)
Stationery expenses	(245,989)	(575,170)
Meeting expenses	(219,523)	(79,949)
Dues expenses	(84,662)	(133,976)
Other	(20,285,857)	(30,344,681)
	(1,169,701,065)	(1,327,867,068)

c) Research and Development Expenses

	1 January-31 December 2025	1 January-31 December 2024
Depreciation expenses	(248,871,886)	(236,795,716)
Personnel expenses	(125,764,360)	(154,245,288)
Information technology expenses	(11,139,255)	(23,814,215)
Licence and Licence Usage Expenses	(10,697,327)	(23,241,750)
Repair, maintenance and cleaning expenses	(9,271,299)	(12,642,911)
Transport expenses	(7,329,150)	(11,941,102)
Consultancy expenses	(5,341,188)	(10,123,486)
Outsourced security costs	(3,224,448)	(1,480,790)
Stationery expenses	(1,429,914)	(768,030)
Energy costs	(895,083)	(829,154)
Taxes, duties and charges	(411,100)	(449,355)
Insurance expenses	(235,728)	(1,085,532)
PTT expenses	(149,744)	(245,369)
Other	(22,074,747)	(27,767,665)
	(446,835,229)	(505,430,363)

25. EXPENSES BY NATURE

As of 31 December 2025 and 2024, details of depreciation and amortization expenses are as follows:

a) Depreciation and Amortization Expenses

	1 January-31 December 2025	1 January-31 December 2024
Property, plant and equipment and right-of-use assets	**(975,314,433)**	**(900,230,933)**
Production cost	(362,704,859)	(267,117,133)
Marketing expenses	(105,294,857)	(54,647,792)
General administrative expenses	(385,810,142)	(452,154,688)
Research and development expenses	(121,504,575)	(126,311,320)
Intangible assets	**(190,903,485)**	**(179,020,330)**
Production cost	(32,176,207)	(14,200,463)
Marketing expenses	(22,062,156)	(22,340,955)
General administrative expenses	(9,297,811)	(31,994,516)
Research and development expenses	(127,367,311)	(110,484,396)
Investment properties	**(2,124,207)**	**(2,024,711)**
Expenses from investing activities	(2,124,207)	(2,024,711)
	1,168,342,125	(1,081,275,974)

b) Employee Benefits

Personnel Expenses	1 January-31 December 2025	1 January-31 December 2024
Salary and wages	(913,399,712)	(935,142,826)
Social insurance expenses	(136,587,037)	(117,764,150)
Other benefit and services	(152,348,774)	(284,538,938)
	(1,202,335,523)	(1,337,445,914)

26. OTHER OPERATING INCOME

Other operating income for the years ended 31 December 2025 and 2024 is as follows:

	1 January-31 December 2025	1 January-31 December 2024
Foreign exchange gain (*)	93,430,697	165,859,350
Service income	23,576,105	36,486,077
Reversal of expected credit loss provision	22,315,248	12,811,790
Scrap, waste and recycling income	6,371,487	5,009,613
Damage compensation income	5,480,668	4,925,516
Income from maturity difference	1,449,910	6,588,886
Other income	24,328,427	40,182,531
	176,952,542	271,863,763

(*) It arises from trade receivables and trade payables.

27. OTHER OPERATING EXPENSES

Other operating expenses for the years ended 31 December 2025 and 2024 are as follows:

	1 January-31 December 2025	1 January-31 December 2024
Foreign exchange loss (*)	(187,817,679)	(102,335,642)
Provision for expected credit losses	(11,426,659)	-
Damage compensation expenses	(2,299,054)	(27,926,483)
Other expenses and losses	(307,110,486)	(34,582,842)
	(508,653,878)	(164,844,967)

(*) It arises from trade receivables and trade payables.

28. INCOME AND EXPENSES FROM INVESTING ACTIVITIES

a) Income from Investing Activities

The details of income from investing activities for the year ended 31 December 2025 and 2024 are as follows:

	1 January-31 December 2025	1 January-31 December 2024
Gain on sale of fixed assets	2,626,683	3,529,962
Rents received	5,966,760	4,967,938
Other (*)	247,205	16,027,371
	8,840,648	24,525,271

(*) Consists of currency hedged deposits and investment fund income.

b) Expenses from Investing Activities

The details of expenses from investing activities for the years ended 31 December 2025 and 2024 are as follows:

	1 January-31 December 2025	1 January-31 December 2024
Fixed asset sales loss	(28,656)	(404,841)
Depreciation of investment property (Note 15)	(2,124,207)	(2,024,711)
Diğer	-	(427)
	(2,152,863)	(2,429,979)

29. FINANCE INCOME AND EXPENSES

a) Finance Income

The details of finance income for the years ended 31 December 2025 and 2024 are as follows:

	1 January - 31 December 2025	1 January - 31 December 2024
Interest income	411,085,707	2,057,324,562
Exchange difference income	205,922,102	550,906,734
Income from maturity difference	63,999,002	183,764,907
	681,006,811	2,791,996,203

b) Finance Expenses

The details of finance expenses for the years ended 31 December 2025 and 2024 are as follows:

	1 January - 31 December 2025	1 January - 31 December 2024
Bank loan interest expenses	(1,581,004,983)	(5,840,285,080)
Interest expense related to bond and bill transactions	-	(236,649,141)
Interest expenses related to lease liabilities	(119,107,385)	(78,058,753)
Employment termination benefit interest expenses	(29,256,560)	(24,817,890)
Banking transaction expenses	(146,599,278)	(227,131,246)
Interest expense on maturity difference	(511,306,583)	(610,514,477)
Factoring expenses	-	(435,673,626)
Exchange difference expense	(1,242,845,420)	(814,663,751)
	(3,630,120,209)	(8,267,793,964)

30. INCOME TAXES (INCLUDING DEFERRED TAX ASSETS AND LIABILITIES)

Corporate Tax

The Group is subject to the corporate tax effective in Türkiye. The necessary provisions were set aside in the attached financial statements for the Group's estimated tax liabilities pertaining to the current period's operating results. Turkish tax legislation does not allow the parent company to file a tax return based on the consolidated financial statements of its subsidiaries. Therefore, tax liabilities reflected in these consolidated financial statements were calculated separately for all companies included in the scope of consolidation.

The corporate tax rate to be accrued on the taxable corporate profits is calculated over the tax base remaining after addition of non-deductible expenses that are booked as expense in the determination of business profits and after deduction of non-taxable incomes and other deductions (previous years' losses, if any, and investment allowances used if preferred).

The effective tax rate applied in 2025 is 25% (2024: 25%).

The "Law on the Amendment of Certain Tax Laws and Certain Other Laws" no. 7061 was published in the Official Gazette dated 5 December 2017 numbered 30261. Under the article 89 of this Law, the article 5 titled "Exemptions" of the Corporate Tax Law is amended. Pursuant to the clause (a) of the first paragraph of the article, the 75% exemption applied to the earnings arising from the sales of immovable property retained for two full years in the assets of corporations is reduced to 50 per cent. This regulation became effective as of 5 December 2017.

According to the provisional article added to the Tax Procedure Law ("TPL") by Law No. 7571, published in the Official Gazette on 24 December 2025, even if the conditions are met, inflation adjustments based on the Producer Price Index ("PPI") will not be applied to the 2025, 2026, and 2027 accounting periods. Therefore, inflation adjustments will not be applied to the TPL financial statements that will serve as the basis for corporate tax returns for these periods. The Group is evaluating the impact of these changes on its consolidated financial statements.

30. INCOME TAXES (INCLUDING DEFERRED TAX ASSETS AND LIABILITIES) (cont'd)

Corporate Tax (cont'd)

	31 December 2025	31 December 2024
Provision for current corporate tax	(579,775)	-
Less: Prepaid taxes and funds	7,750,988	138,472,527
Current tax assets	7,171,213	138,472,527

Deferred Tax:

The Group recognizes deferred tax assets and liabilities based upon temporary differences arising between its financial statements as reported for TFRS purposes and its statutory tax financial statements. These differences usually result in the recognition of revenue and expenses in different reporting periods for TFRS and tax purposes and they are given below.

The tax rate used in the calculation of deferred tax assets and liabilities is 25% on temporary timing differences that are expected to reverse (2024: 25%).

Subsidiaries with deferred tax assets are not netted off with subsidiaries with deferred tax liabilities and are shown separately, as businesses in Türkiye cannot declare consolidated tax returns.

Tax (expense) / income consists of:	1 January-31 December 2025	1 January-31 December 2024
Current tax expense	(579,775)	-
Deferred tax (expense) / income	132,563,199	1,034,986,475
Total tax (expense) / income	131,983,424	1,034,986,475

Deferred tax assets / (liabilities) :	31 December 2025	31 December 2024
Tax advantage from investment discount	366,740,557	383,228,462
Interest deduction on cash capital increase	1,231,475,024	764,801,533
Accumulated financial loss tax advantage	1,570,468,699	1,394,273,308
Employment termination benefit and severanace incentive premium provisions	29,154,301	34,356,671
Provision for unused vacation and premium	38,987,290	52,794,553
Differences in book values of inventories	(24,809,197)	(208,359,709)
Depreciation of property, plant and equipment/amortization of other intangible assets	(703,530,399)	(319,822,616)
Other	1,715,026	(166,891)
	2,510,201,301	2,101,105,311
Deferred tax provision (-)	(290,240,599)	-
Total	2,219,960,702	2,101,105,311
Deferred tax asset	2,308,147,503	2,193,263,355
Deferred tax liability	(88,186,801)	(92,158,044)
	2,219,960,702	2,101,105,311

30. INCOME TAXES (INCLUDING DEFERRED TAX ASSETS AND LIABILITIES) (cont'd)

Deferred Tax: (cont'd)

As of 31 December 2025 and 2024, the movement of deferred tax (assets)/liabilities for the years ended are as follows:

Movement of deferred tax asset / (liability):	1 January-31 December 2025	1 January-31 December 2024
Opening balance as of 1 January	2,101,105,311	1,071,204,906
(Expense) / income recognized in statement of income	132,563,199	1,034,986,475
Income recognized in the statement of other comprehensive income	(3,970,977)	(591,226)
Foreign currency translation differences	(9,736,831)	(4,494,844)
Closing balance as of 31 December	2,219,960,702	2,101,105,311

Reconcilation of tax provision:	1 January-31 December 2025	1 January-31 December 2024
Loss before tax	(4,206,331,897)	(4,639,967,377)
Income tax rate of 25% (2024: 25%)	25%	25%
Expected tax income	1,051,582,974	1,159,991,844
Tax effects of:		
- non-taxable income	9,375,521	18,084,977
- non-deductable expenses	(562,754,402)	(97,452,310)
- inflation effect	(754,691,069)	(608,254,014)
- investment incentive discount	73,959,103	51,104,056
- cash capital interest discount	659,818,218	522,175,434
- reversal of deferred tax provision	(290,240,599)	-
- effect of other non-taxable items	(55,066,322)	(10,663,512)
Tax provision income / (expense) in the statement of profit or loss	131,983,424	1,034,986,475

(*) As of 31 December 2025, the Group has unused tax losses of TL 6,670,536,288 (31 December 2024: TL 5,671,025,528) and a deferred tax asset of TL 1,280,228,100 (31 December 2024: TL 1,394,273,308) has been recognised for these losses. Due to the uncertainty of future profitability, the remaining deferred tax asset of TL 387,405,972 (31 December 2024: TL 68,774,755) has not been recognised.

	31 December 2025	31 December 2024
0-1 year	2,755,144	812,996
1-2 years	8,396,595	3,606,272
2-3 years	301,950,815	10,990,499
3-4 years	29,059,926	15,327,774
4-5 years	45,243,492	38,037,214
	387,405,972	68,774,755

31. EARNINGS PER SHARE

Earnings per share	1 January-31 December 2025	1 January-31 December 2024
Weighted average number of shares outstanding during the period	843,000,000,000	343,520,547,945
Parent net profit for the period	(4,046,103,535)	(3,569,074,537)
Profit per share from continuing operations		
-one hundred shares of common stock (TL)	(0.48)	(1.04)

32. RELATED PARTY DISCLOSURES

Details of the balances and transactions between the Group and other related parties are explained below:

	31 December 2025		31 December 2024	
	Trade		Trade	
Balances with related parties	Receivables	Payables	Receivables	Payables
Parent Company				
OYAK	-	45,648,203	-	42,343,982
Other Companies Managed by the Parent				
Arma İlaç Sanayi ve Ticaret A.Ş.	28,829,444	-	59,592,840	-
OYAK Biyoteknoloji San.ve Ticaret A.Ş.	23,498,368	16,270,679	661,806	19,935,473
OYAK Grup Sigorta ve Reasürans Brokerliği A.Ş.	-	68,845,970	-	76,956,640
OYAK Otomotiv Enerji ve Lojistik Holding A.Ş.	-	14,424,148	-	13,307,987
OYAK Pazarlama Hizmet Turizm A.Ş.	-	11,964,765	20,193,400	8,664,220
OYAK Savunma ve Güvenlik Hiz. A.Ş.	-	5,520,754	-	8,419,406
Akdeniz Chemson Kimya Sanayi ve Ticaret A.Ş.	-	3,236,969	371,230	-
Omsan Lojistik A.Ş.	-	2,811,649	-	2,919,094
Güzel Enerji Akaryakıt A.Ş.	-	1,521,338	-	2,160,103
OYAK İnşaat A.Ş.	-	1,141,675	-	-
Tamek Grup Gıda Üretim A.Ş.	-	140,963	-	-
Other	9,040	2,687,608	194,299	4,232,104
	52,336,852	174,214,721	81,013,575	178,939,009

Trade receivables from related parties arise from sales of goods and services and their average maturity is 2 months. The aforementioned receivables are unsecured and no interest is charged.

Trade payables to related parties generally arise from purchase of goods and services and their average maturity is 1 month. No interest is charged for these payables.

32. RELATED PARTY DISCLOSURES (cont'd)

Short-term advances given to related parties	31 December 2025	31 December 2024
Other Companies Managed by the Parent		
OYPOWER Elektrik Ticareti ve Hizmetleri A.Ş.	-	787,427
OYAK Gıda Ve Tarım Holding Anonim Şirketi	79,534	-
	79,534	787,427

Other short-term payables to related parties	31 December 2025	31 December 2024
Parent		
OYAK	514,375,000	658,079,360
Other Companies Managed by the Parent		
OYAK Otomotiv Enerji ve Lojistik Holding A.Ş.	674,088,014	894,777,667
Other		
Dividends to be Paid Founder Shares (*)	7,121,635	9,321,674
	1,195,584,649	1,562,178,701

(*) Consists of the portion of previous years' dividend payments not yet completed as of 31 December 2025.

Other long-term payables to related parties	31 December 2025	31 December 2024
Other Companies Managed by the Parent		
OYAK Sermaye Yatırımları A.Ş.	166,053,368	163,623,658
	166,053,368	163,623,658

Short-term and long-term other payables to related parties consist of amounts received for financing purposes and interest is charged. Interest rate for short term other payables to related parties is between 43% - 56%. For long term other payables to related parties, 2% interest rate is used in AUD.

32. RELATED PARTY DISCLOSURES (cont'd)

	1 January - 31 December 2025		1 January - 31 December 2024	
Transactions with related parties	Purchases	Sales	Purchases	Sales
Parent				
OYAK	168,815,178	-	134,350,827	-
Other Companies Managed by the Parent			-	-
OYAK Savunma ve Güvenlik Hiz. A.Ş.	92,449,372	-	79,323,234	-
OYAK Pazarlama Hizmet Turizm A.Ş.	62,953,767	17,689,581	67,869,397	35,725,725
OYPOWER Elektrik Ticareti ve Hizmetleri A.Ş.	41,558,910	-	38,908,331	-
Güzel Enerji Akaryakıt A.Ş.	18,079,483	-	23,807,706	-
İndisol Bilişim ve Teknoloji A.Ş.	17,366,566	-	12,951,855	-
Omsan Lojistik A.Ş.	16,917,693	-	35,734,353	-
OYAK İnşaat A.Ş.	8,774,894	-	30,956,792	-
Akdeniz Chemson Kimya Sanayi ve Ticaret A.Ş.	7,513,452	-	122,626	-
Doco Petrol ve Danışmanlık A.Ş.	2,351,909	-	3,345,820	-
OYAK Biyoteknoloji Sanayi ve Tic.A.Ş.	2,165,950	24,198,721	32,339,337	425,589
Satem Grup Gıda Dağıtım ve Pazarlama A.Ş.	543,722	-	-	1,795,574
OYAK Yatırım Menkul Değerler A.Ş:	127,719	-	2,116,236	-
Arma İlaç Sanayi ve Ticaret A.Ş.	51,974	128,575,034	124,121,378	151,077,525
Likitgaz Dağıtım Ve Endüstri A.Ş.	1,927	-	-	-
Tamek Grup Gıda Üretim A.Ş.	-	1,760,857	-	5,260,614
Ereğli Demir ve Çelik Fabrikaları T.A.Ş. (*)	-	16,777	-	-
Kümaş Manyezit San.A.Ş.	-	9,160	-	-
OYAK Gıda Ve Tarım Holding A.Ş.	-	-	-	49,659,937
OYAK Otomotiv Enerji ve Lojistik Holding A.Ş.	-	-	5,788,572	-
	439,672,516	172,250,130	591,736,464	243,944,964

Maturity difference expenses to related parties	1 January-31 December 2025	1 January-31 December 2024
Parent		
OYAK	281,298,371	295,554,566
Other Companies Managed by the Parent		
OYAK Otomotiv Enerji ve Lojistik Holding A.Ş.	230,008,212	314,959,911
	511,306,583	610,514,477

Maturity difference income from related parties	1 January-31 December 2025	1 January-31 December 2024
Other Companies Managed by the Parent		
Arma İlaç Sanayi ve Ticaret A.Ş.	63,999,002	183,764,907
	63,999,002	183,764,907

32. RELATED PARTY DISCLOSURES (cont'd)

Exchange rate difference income from related parties	1 January-31 December 2025	1 January-31 December 2024
Other Companies Managed by the Parent		
Arma İlaç Sanayi ve Ticaret A.Ş.	-	69,196,252
OYAK Gıda Ve Tarım Holding A.Ş.	-	46,450,487
	-	115,646,739

Key management personnel consist of the Members of the Board of Directors, the General Manager and the Deputy General Managers. The salaries and similar benefits paid to key management personnel for their services are as follows.

	1 January-31 December 2025	1 January-31 December 2024
Salaries and other short-term benefits	76,994,929	83,468,628
	76,994,929	83,468,628

33. NATURE AND LEVEL OF THE RISKS ARISING FROM FINANCIAL INSTRUMENTS

Capital risk management

While trying to ensure the continuity of its activities in capital management, the Group also aims to increase its profits by using the debt and equity balance in the most efficient way.

The capital structure of the Group consists of debts including the loans disclosed in Note 3 and Note 5, cash and cash equivalents, and equity items including issued capital, reserves and previous year profits disclosed respectively in Note 22.

The Board of Directors of the Group convenes regularly, reviewing the capital structure and indebtedness of the Group. The Group aims to maintain the balance of its capital structure by obtaining new loans or repaying the existing debts, based on the recommendations of the Board.

The general strategy of the Group does not differ from the previous period.

Financial risk factors

The Group is exposed to market risk (exchange rate risk and price risk), credit risk and liquidity risk due to its activities. The Group's risk management program is generally focused on minimizing the potential negative impacts of the uncertainty in the financial markets on the Group's financial performance. The Group also uses derivative products occasionally as protection against financial risks.

33. NATURE AND LEVEL OF THE RISKS ARISING FROM FINANCIAL INSTRUMENTS (cont'd)

Credit risk management

Credit risks exposed in terms of financial instruments	**Receivables**						
	Trade Receivables		**Other Receivables**				
31 December 2025	**Related Party**	**Other Party**	**Related Party**	**Other Party**	**Deposits at Banks**	**Other Cash Equivalents**	**Financial Investments**
Maximum credit risk exposed as of reporting date (A+B+C+D) (*)	52,336,852	1,211,214,442	-	51,403,486	239,461,999	1,138,741,429	411,798,828
- Secured portion of the maximum risk with guarantee etc. (**)	-	471,511,570	-	-	-	-	-
A. Financial assets not past due nor impaired instruments	52,336,852	1,119,560,878	-	51,403,486	239,461,999	1,138,741,429	411,798,828
B. Assets past due but not impaired	-	91,653,564	-	-	-	-	-
- Secured portion with guarantee etc.	-	11,897,837	-	-	-	-	-
C. Net book value of impaired assets	-	223,055,507	-	-	-	-	-
- Past due (gross book value)							
- Impairment (-)	-	(223,055,507)	-	-	-	-	-
- Secured portion of the net value with guarantee etc.	-	-	-	-	-	-	-
- Not past due (gross book value)	-	-	-	-	-	-	-
- Impairment (-)	-	-	-	-	-	-	-
- Secured portion of the net value with guarantee etc.	-	-	-	-	-	-	-
D. Items including off-balance sheet risk	-	-	-	-	-	-	-

(*) The factors that increase the credit reliability, such as guarantee received are not considered in the determination of the balance.
(**) Guarantees consist of the letters of guarantee, guarantee notes and mortgages received from customers.

33. NATURE AND LEVEL OF THE RISKS ARISING FROM FINANCIAL INSTRUMENTS (cont'd)

Credit risk management (cont'd)

Credit risks exposed in terms of financial instruments	**Receivables**						
	Trade Receivables		**Other Receivables**				
31 December 2024	**Related Party**	**Other Party**	**Related Party**	**Other Party**	**Deposits at Banks**	**Other Cash Equivalents**	**Financial Investments**
Maximum credit risk exposed as of reporting date (A+B+C+D) (*)	81,013,575	1,654,821,511	-	261,676,423	2,307,717,995	142,568,622	1,524,527,031
- Secured portion of the maximum risk with guarantee etc. (**)	-	598,556,270	-	-	-	-	-
A. Financial assets not past due nor impaired instruments	81,013,575	1,500,147,436	-	261,676,423	2,307,717,995	142,568,622	1,524,527,031
B. Assets past due but not impaired	-	154,489,340	-	-	-	-	-
- Secured portion with guarantee etc.	-	10,739,192	-	-	-	-	-
C. Net book value of impaired assets	-	232,897,948	-	-	-	-	-
- Past due (gross book value)	-	-	-	-	-	-	-
- Impairment (-)	-	(232,713,240)	-	-	-	-	-
- Secured portion of the net value with guarantee etc.	-	184,735	-	-	-	-	-
- Not past due (gross book value)	-	-	-	-	-	-	-
- Impairment (-)	-	-	-	-	-	-	-
- Secured portion of the net value with guarantee etc.	-	-	-	-	-	-	-
D. Items including off-balance sheet risk	-	-	-	-	-	-	-

(*) The factors that increase the credit reliability, such as guarantee received are not considered in the determination of the balance.
(**) Guarantees consist of the letters of guarantee, guarantee notes and mortgages received from customers.

33. NATURE AND LEVEL OF THE RISKS ARISING FROM FINANCIAL INSTRUMENTS (cont'd)

Credit risk management (cont'd)

Credit risk is defined as the risk of financial loss to the Group due to the failure of one of the parties to the financial instrument to fulfill its contractual obligations. The Group tries to conduct transactions only with parties with credit reliability and to reduce its credit risk by obtaining sufficient guarantee, where possible. The credit risks to which the Group is exposed and the credit ratings of customers are constantly monitored.

Trade receivables cover many customers distributed to various industries and geographical areas. Credit assessments are continuously carried out on customers' trade receivable balances and guarantees are received where deemed necessary. Guarantees are primarily received as letters of guarantee and mortgage.

Overdue receivables are aged as follows:

	31 December 2025 Trade Receivables	31 December 2024 Trade Receivables
1-30 days overdue	48,358,166	114,123,414
1-3 months overdue	42,433,269	25,443,805
3-12 months overdue	862,129	14,737,386
1-5 years overdue	223,055,507	233,061,427
Total overdue receivables	314,709,071	387,366,032
Secured portion with guarantee etc.	11,897,837	10,923,927

As of the balance sheet date, provision for overdue trade receivables amounting to TL 223,055,507 (31 December 2024: TL 232,713,240). The guarantees received for overdue trade receivables for which no provision has been recognized are as follows:

	31 December 2025	31 December 2024
Letters of guarantee	11,897,837	10,923,927
	11,897,837	10,923,927

33. NATURE AND LEVEL OF THE RISKS ARISING FROM FINANCIAL INSTRUMENTS (cont'd)

Liquidity risk management

The main responsibility regarding liquidity risk management belongs to the Board of Directors. The Board of Directors has established a suitable liquidity risk management for the short, medium and long-term funding and liquidity requirements of the Group Management. The Group manages the liquidity risk by regularly monitoring the estimated and actual cash flows and ensuring the continuity of sufficient funds and borrowing reserves, by matching the maturities of financial assets and liabilities.

The following table demonstrates the maturity distribution of the Group's financial liabilities which are not in the nature of derivatives. The following tables have been prepared based on the earliest dates when payment should be made and without discounting the Group's liabilities. Interests payable over the liabilities in question are included in the table below. Derivative financial liabilities on the other hand have been arranged according to undiscounted net cash inflows and outflows. Forward instruments are paid as net amounts for future transactions which must be paid as gross amounts and are realized over the undiscounted, gross cash inflows and outflows. The amount disclosed when the receivables or payables are not fixed is determined by using the interest rate derived from the yield curves on the report date.

31 December 2025

Contractual maturities	Book Value	Total contractual cash outflows (I+II+III+IV)	Less than 3 months (I)	Between 3-12 months (II)	Between 1-5 years (III)	Over 5 years (IV)
Non-derivative financial liabilities						
Financial liabilities	9,921,145,680	12,883,609,026	903,918,003	8,637,656,225	1,748,800,014	1,593,234,784
Trade payables	2,014,402,479	2,014,402,479	903,376,419	1,111,026,060	-	-
Payables related to employee benefits	162,204,556	162,204,556	21,115,585	141,088,971	-	-
Other payables	1,393,917,411	1,885,854,073	347,537,043	1,372,263,662	166,053,368	-
	13,491,670,126	**16,946,070,134**	**2,175,947,050**	**11,262,034,918**	**1,914,853,382**	**1,593,234,784**

31 December 2024

Contractual maturities	Book Value	Total contractual cash outflows (I+II+III+IV)	Less than 3 months (I)	Between 3-12 months (II)	Between 1-5 years (III)	Over 5 years (IV)
Non-derivative financial liabilities						
Financial liabilities	9,496,494,275	12,299,346,395	1,355,742,176	5,661,372,253	4,107,300,691	1,174,931,275
Trade payables	1,748,915,197	1,748,915,197	1,046,451,672	702,463,525	-	-
Payables related to employee benefits	209,726,547	209,726,547	21,892,344	187,834,203	-	-
Other payables	1,756,068,419	1,930,357,843	654,701,283	1,112,032,902	163,623,658	-
	13,211,204,438	**16,188,345,982**	**3,078,787,475**	**7,663,702,883**	**4,270,924,349**	**1,174,931,275**

33. NATURE AND LEVEL OF THE RISKS ARISING FROM FINANCIAL INSTRUMENTS (cont'd)

Market risk

The Group's activities are primarily exposed to the financial risks related with the changes in foreign exchange rates. The Group occasionally uses forward foreign exchange purchase / sale contracts in order to keep the risks associated with foreign exchange rates under control.

In the current year, there has been no changes in the market risk to which the Group is exposed or the management and measurement methods for the risks, compared to the previous year.

Exchange rate risk management

Transactions in foreign currency result in exchange rate risks. Exchange rate risk is managed through the forward foreign exchange purchase / sale contracts concluded based on approved policies. Distribution of the Group's monetary assets and monetary liabilities in foreign currency as of the reporting date is as follows:

	31 December 2025				
	TL Equivalent (Functional currency)	**USD**	**EUR**	**CNY**	**GBP**
Trade Receivable	123,706,890	2,887,265	-	-	-
Monetary Financial Assets	626,754,464	14,616,041	10,340	-	-
Non-Monetary Financial Assets	90,567,163	1,877,642	201,215	-	-
CURRENT ASSETS	**841,028,517**	**19,380,948**	**211,555**	**-**	**-**
Non-Monetary Financial Assets	1,719,619,116	39,199,551	797,180	-	-
NON-CURRENT ASSETS	**1,719,619,116**	**39,199,551**	**797,180**	**-**	**-**
TOTAL ASSETS	**2,560,647,633**	**58,580,499**	**1,008,735**	**-**	**-**
Financial Liabilities	5,120,342,718	119,291,630	-	-	-
Trade Payables	1,574,050,301	20,039,390	788,804	109,197,639	-
CURRENT LIABILITIES	**6,694,393,019**	**139,331,020**	**788,804**	**109,197,639**	**-**
Financial Liabilities	1,011,754,070	23,571,429	-	-	-
NON-CURRENT LIABILITIES	**1,011,754,070**	**23,571,429**	**-**	**-**	**-**
TOTAL LIABILITIES	**7,706,147,089**	**162,902,449**	**788,804**	**109,197,639**	**-**
Net foreign currency asset liability position	**(5,145,499,456)**	**(104,321,950)**	**219,931**	**(109,197,639)**	**-**
Export	451,772,370	10,821,438	-	-	-
Import	1,842,184,749	31,853,625	4,621,973	72,883,712	2,114,210

33. NATURE AND LEVEL OF THE RISKS ARISING FROM FINANCIAL INSTRUMENTS (cont'd)

Exchange rate risk management (cont'd)

	31 December 2024		
	TL Equivalent (Functional currency)	**USD (*)**	**EUR (*)**
Trade Receivable	78,495,415	1,699,800	-
Monetary Financial Assets	1,641,781,809	35,547,853	4,371
Non-Monetary Financial Assets	32,497,104	683,777	19,150
Other	-	-	-
CURRENT ASSETS	**1,752,774,328**	**37,931,430**	**23,521**
Non-Monetary Financial Assets	694,202,933	13,975,946	1,014,973
NON-CURRENT ASSETS	**694,202,933**	**13,975,946**	**1,014,973**
TOTAL ASSETS	**2,446,977,261**	**51,907,376**	**1,038,494**
Financial Liabilities	3,750,843,097	81,223,638	-
Trade Payables	1,324,030,686	24,545,928	3,962,145
CURRENT LIABILITIES	**5,074,873,783**	**105,769,566**	**3,962,145**
Financial Liabilities	2,840,021,174	61,500,000	-
NON-CURRENT LIABILITIES	**2,840,021,174**	**61,500,000**	**-**
TOTAL LIABILITIES	**7,914,894,957**	**167,269,566**	**3,962,145**
Net foreign currency asset liability position	**(5,467,917,696)**	**(115,362,190)**	**(2,923,651)**
Export	472,421,399	10,257,749	-
Import	1,477,213,774	32,145,826	2,334,868

(*) The related amounts are presented in original currency and TL equivalents are presented on purchasing power basis.

33. NATURE AND LEVEL OF THE RISKS ARISING FROM FINANCIAL INSTRUMENTS (cont'd)

Sensitivity to exchange rate risk

The Group is exposed to exchange rate risk, primarily in USD and Euro.

The following table shows the Group's sensitivity to a 10% increase and decrease in USD and Euro rates. The 10% rate refers to the rate used while reporting the exchange rate risk to senior managers within the Group. The sensitivity analysis only covers the monetary items in open foreign currency at the end of the year and shows the effects of the 10% change in exchange rates at the end of the year for these items. A negative value signifies a decline in the profit/loss and other equity items.

	31 December 2025	
	Profit / Loss	
	Appreciation of foreign currency	Depreciation of foreign currency
In case USD appreciates 10% against TL		
Net asset/liability of USD	(448,232,304)	448,232,304
Portion hedged from USD risk (-)	-	-
USD net effect	(448,232,304)	448,232,304
In case EUR appreciates 10% against TL		
Net asset/liability of EUR	1,098,796	(1,098,796)
Portion hedged from EUR risk (-)	-	-
EUR net effect	1,098,796	(1,098,796)
In case CNY appreciates 10% against TL		
Net asset/liability of CNY	(67,416,438)	67,416,438
Portion hedged from CNY risk (-)	-	-
CNY net effect	(67,416,438)	67,416,438
TOTAL	(514,549,946)	514,549,946

	31 December 2024	
	Profit / Loss	
	Appreciation of foreign currency	Depreciation of foreign currency
In case USD appreciates 10% against TL		
Net asset/liability of USD	(532,733,433)	532,733,433
Portion hedged from USD risk (-)	-	-
USD net effect	(532,733,433)	532,733,433
In case EUR appreciates 10% against TL		
Net asset/liability of EUR	(14,058,337)	14,058,337
Portion hedged from EUR risk (-)	-	-
EUR net effect	(14,058,337)	14,058,337
TOTAL	(546,791,770)	546,791,770

Interest rate risk management

The Group keeps its risk related with the changes in the interest rate very low in order to provide financing. The financial liabilities of the Group consist of fixed-interest instruments. Therefore, the Group does not have any risks which may are from fluctuations in the interest rate.

Price risk

Price risk is a combination of foreign currency, interest and market risk and is naturally managed by the Group by matching its payables and receivables in the same currency with the assets and liabilities bearing interest. Market risk is closely monitored by the Group by reviewing market information and through suitable valuation methods.

34. FINANCIAL INSTRUMENTS

Fair value measurements hierarchy table

The Group classifies the fair value measurements of financial instruments, which are reflected in the financial statements at fair value, as follows, by using a three-level hierarchy, depending on the source of inputs of each financial instrument class.

Level 1: Valuation techniques where market prices traded (unadjusted) in an active market are used for the designated financial instruments.
Level 2: Other valuation techniques that include direct or indirect observable input.
Level 3: Valuation techniques that do not include observable market input

Classes and fair values of financial instruments

31 December 2025	Financial assets at amortized cost	Financial assets at fair value through profit or loss	Financial liabilities at amortized cost	Note
Financial assets				
Cash and cash equivalents	1,378,470,800	-	-	3
Trade receivables	1,263,551,294	-	-	6a
Financial investments	-	411,798,828	-	4
Financial liabilities				
Financial liabilities	-	-	9,921,145,680	5
Trade payables	-	-	2,014,402,479	6b
Payables related to employee benefits	-	-	162,204,556	7
Other payables	-	-	1,393,917,411	8b

31 December 2024	Financial assets at amortized cost	Financial assets at fair value through profit or loss	Financial liabilities at amortized cost	Note
Financial assets				
Cash and cash equivalents	2,450,706,127	-	-	3
Trade receivables	1,735,835,086	-	-	6a
Financial investments	-	1,524,527,031	-	4
Financial liabilities				
Financial liabilities	-	-	9,496,494,275	5
Trade payables	-	-	1,748,915,197	6b
Payables related to employee benefits	-	-	209,726,547	7
Other payables	-	-	1,756,068,419	8b

The Group is of the opinion that the booked values of financial instruments reflect their fair values.

As of the reporting date, the fair value of derivative instruments is at Level 2.

Fair values of financial instruments

Fair values of financial assets and liabilities are determined as follows:

- The fair value of financial assets and liabilities traded in an active liquid market is determined over the quoted market price, under standard terms and conditions.
- The fair value of financial assets and liabilities other than derivatives are determined within the framework of generally accepted pricing models. These models are based on discounted cash flows based on prices from observable data market transactions.
- The fair value of derivative instruments is calculated using their quoted prices. Option pricing model is used for derivative instruments that contain options.

35. FEES FOR SERVICES RECEIVED FROM THE INDEPENDENT AUDIT FIRM

The fees related to the services received by the Group from the Independent Audit Firm (IAF) for the periods 1 January - 31 December 2025 and 2024 are as follows:

	2025			2024		
	IAF	Other IAF	Total	IAF	Other IAF	Total
Independent audit fee for the reporting period	5,960,896	1,457,660	7,418,556	5,419,640	-	5,419,640
	5,960,896	1,457,660	7,418,556	5,419,640	-	5,419,640

36. EXPLANATIONS ON NET MONETARY POSITION GAINS/(LOSSES)

The Group's net monetary position gains and (losses) as of 31 December 2025 and 2024 are as follows:

Non-Monetary Items	**31 December 2025**	**31 December 2024**
Financial statement items	808,526,034	2,309,597,684
Inventories	186,313,398	749,510,605
Prepaid expenses	285,686,988	311,109,234
Financial investments	628,704,342	403,857,134
Investment properties	26,486,546	18,807,358
Property, plant and equipment	2,904,014,847	3,976,112,087
Right-of-use assets	153,890,420	37,186,865
Goodwill	131,444,500	171,189,808
Intangible assets	333,588,433	349,416,296
Deferred tax asset	505,350,880	340,172,967
Share capital	(4,860,611,126)	(4,011,556,769)
Share Premiums/Discounts	(65,193,719)	(34,863,193)
Resctricted reserves appropriated from profit	(141,043,007)	(186,349,156)
Defined benefit plans remeasurement gains (losses)	16,948,727	23,921,900
Prior years' profit	702,944,805	161,082,548
Statement of profit or loss items	1,081,132,831	2,186,977,392
Revenue	(779,186,747)	(1,068,166,874)
Cost of sales (-)	1,508,779,436	2,124,199,200
Research and Development Expenses (-)	20,943,271	36,481,098
Marketing expenses (-)	51,525,737	72,704,894
General administrative expenses (-)	73,879,220	97,448,481
Other operating income	(17,183,674)	(89,226,859)
Other operating expenses (-)	31,295,052	29,218,827
Income from investment activities	(1,087,888)	(1,602,932)
Expenses from investment activities (-)	1,579	21,833
Finance income	(72,314,698)	(378,971,561)
Finance expenses (-)	264,481,543	1,364,871,285
	1,889,658,865	4,496,575,076

37. EVENTS AFTER THE REPORTING DATE

The Board of Directors, on 6 January 2026, resolved to: To increase the Company's registered capital ceiling from TL 8,500,000,000 to TL 25,000,000,000, to extend the validity period until the end of 2027 to 2030, and consequently to amend Article 7 of the Company's Articles of Association entitled 'Capital'; To this end, it has been decided to obtain the necessary approvals from the Capital Markets Board and the Ministry of Trade of the Republic of Türkiye, and following the receipt of such approvals, to submit the amendments to the shareholders for approval at the first general meeting to be held, and to authorise the General Directorate to act on these matters.

An application has been submitted to the Capital Markets Board on 9 January 2026 to amend Article 7 of the Company's Articles of Association entitled 'Capital' regarding the increase in the registered capital ceiling and the extension of the term.

As a result of the partnership negotiations conducted between the Company and Uzbek-Oman Investment Company JV LLC regarding the ongoing investments of Hektaş Asia LLC, the Group's wholly owned subsidiary, it has been resolved to admit Uzbek-Oman Investment Company JV LLC as a shareholder in Hektaş Asia LLC with a 33.3% ownership interest for a consideration of USD 24,905,317.23 (UZS 304,895,127,444.68). In this context, the General Assembly of Hektaş Asia LLC resolved to convene an extraordinary meeting on 3 February 2026 to approve a capital increase of 49.93%, to be fully subscribed in cash, with the pre-emptive rights of HEKTAŞ restricted for the purposes of the aforementioned partnership. Following the General Assembly and provided that only Uzbek-Oman Investment Company JV LLC participates in the 49.93% capital increase, the Company's ownership interest in Hektaş Asia LLC will be 66.7%.

The trade name of our subsidiary Areo Tohumculuk Arge Sanayi ve Dış Ticaret Anonim Şirketi was changed to HEKTAŞ Tohumculuk Sanayi ve Dış Ticaret Anonim Şirketi.

Pursuant to the resolution adopted at the Board of Directors meeting of the Company's ultimate parent, Ordu Yardımlaşma Kurumu (OYAK) General Directorate, dated 28 February 2026, certain structural arrangements have been considered in order to ensure the continuity of strategic decisions regarding the establishment of financing options using the equity method at the Company and the reduction of financing costs. Within this scope, a request has been submitted to the Company to amend the Articles of Association to restructure the Company's shares as Class A (privileged) and Class B (non-privileged) shares; to recognize privileges for Class A shares, including voting rights, the right to nominate candidates to the Board of Directors, and pre-emptive rights, in order to maintain control, ensure stability in management, and strengthen the decision-making processes related to the financing of operations. This request is currently under evaluation by the Company's Board of Directors, and following the completion of the required corporate and legal procedures in accordance with the relevant legislation, developments regarding this matter will be disclosed to the public.

Based on the resolution of our Board of Directors dated 5 March 2026; Pursuant to the separation of the shares representing the capital of our Company into A and B Groups and the creation of privileges for A Group shares, our application to the Capital Markets Board through the E-Application system regarding the amendment of Article 7 titled " Capital", Article 11 titled "Board of Directors", Article 12 titled "Term of the Board of Directors", Article 13 titled "Meetings", Article 14 titled "Powers of the Board of Directors", and Article 22 titled "Voting Rights and Form of Representation" of our Company's Articles of Association, and the addition of Article 38 titled "Transfer of Shares" to the Articles of Association, was submitted on 5 March 2026.

HEKTAŞ TİCARET TÜRK A.Ş.
G.O.S.B. Mh. 700. Sokak No: 711/1
41400 Gebze / Kocaeli, Türkiye

T : 0262 751 14 12
F : 0262 751 14 22
www.hektas.com.tr