

Turkish Trade Registry Gazette

**KARTAL 9. NOTERLİĞİ**

Üsküdar Cd. (Bağdat Cd.)

No: 51/1 Kartal/İST.

Tel: 0216 306 84 10 - 387 53 70

ASLINDAN TERÇÜME EDİLMİŞTİR. № 07462

Registry No: 173921/121407

15 Mart 2021

Trade Title: ANADOLU OTOMOTIV SANAYI VE TICARET ANONIM SIRKETİ

Trade Headquarters: İstanbul province, Sirkeci District Emirler Street No: 3/1

The registration and declaration of the Articles of Incorporation of the Company with the above stated trade headquarters and the title state above as attested by the Ministry of Trade on 11.6.1980 and the court award with the resolution no 1980/1509 of Istanbul 11th Commercial Court were requested, accordingly it is hereby declared that the company was registered on 19.6.1980 pursuant to the provisions of the Turkish Commercial Code No. 6762 and the documents under possession of our office.

Istanbul First Commercial Court of First Instance

Docket No: 1980/1540

Resolution: 1980/1509

Judge: Turhan Onur

Member: Alaattin Selcuk

Member: Turgut Kavak

Head Clerk: Sevin Erdener

The persons requesting the attestation of the foundation of the Company filed the petition dd. 19.6.1980 to our court through the court in charge, and accordingly the petition letter and its attachments were reviewed after registry thereof in the register.

IT WAS RESOLVED:

It was understood that the foundation of the Company was found as suitable and permitted by Ministry of Commerce and 25 percent of the subscribed capital was deposited to Sultanhamam Branch of Turkiye Is Bankasi, it was decided unanimously ANONIM SIRKETİ with the guidance of Article 303 of Turkish Commercial Code and with requirement of Article 299 of the same, and to collect 15 TL duty from the related the Company.

Chairman: 12104 (Signature)

Member: 14038 (Signature)

Member: 15013 (Signature)

(BARCODE)

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ANADOLU OTOMOTİV SANAYİ VE TICARET A.Ş.  
KARTAL 9. NOTERİ  
MUSTAFA AKSAN  
YERİNE İMZALI YETKİLİ BAŞKATIP  
Sevgi ERKUŞ

15 Mart 2021

No 07462

## Articles of Incorporation

## Chapter 1

**Article 1  
Establishment**

The founder shareholders whose names and addresses are written herein below have established a Company in compliance with the related provisions concerning instantaneous formation of corporations of Turkish Commercial Code and other regulations those are in force.

**Article 2  
Founders**

1. Anadolu Endustri Holding Anonim Şirketi, citizen of Turkish Republic, residing at İstanbul, Sirkeci Emirler Street 3/1
2. Celik Montaj Ticaret ve Sanayi Anonim Şirketi, citizen of Turkish Republic, residing at İstanbul, Kartal, Ankara Asfaltı, Soganlikoy opposite
3. An-Pa Anadolu Pazarlama ve Dagitim Ticaret Anonim Şirketi, citizen of Turkish Republic, residing at İstanbul, Sirkeci Emirler Street 3/1
4. Yazicilar Otomotiv ve Gida Yatirim ve Pazarlama Sanayi ve Ticaret Anonim Şirketi, citizen of Turkish Republic, residing at İstanbul Sirkeci Emirler Street 3/1
5. Ozitas Gida ve Metal Sanayi ve Ticaret Anonim Şirketi, citizen of Turkish Republics, residing at İstanbul, Sirkeci Emirler Street 3/1

**Article 3**

Title: is ANADOLU OTOMOTIV SANAYİ VE TİCARET ANONİM ŞİRKETİ. It is only called as "Company" hereinafter in these Articles of incorporation.

**Article 4  
Purpose and Subject**

The purpose of the Company is to operate in the road transportation vehicles industry and therefore

- A) It may establish and operate factories for manufacturing of any and all road vehicles
- B) It may produce spare parts and accessories required for the road vehicles
- C) It may import and export related to and expedient to or realize the purposes of the company, and it may organize such matters.
- D) It may be involved in any and all commercial and industrial initiations related to the above stated matters; acquire intellectual property rights such as brands, trademarks, trade titles and patents, and it may conduct any and all transactions thereon
- E) It may act as distributor for others and undertake contracts for products, parts, accessories and other items for the road vehicles.
- F) It may open, operate warehouses, stores, sales and exhibition places for the marketing of the goods produced or imported by the company, and it may grant and receive dealer, agency, representation and distribution rights.
- G) It may acquire shares in the companies previously existing or to be established on road vehicles, and it may purchase shares, bonds and commercial papers of such companies, and may sell such where required.
- H) It may issue bonds and other securities and may conduct transactions thereon
- I) It may purchase real properties for the works and needs within the purpose and subjects of the company; it may lease, rent out and sell those not needed any more.
- J) The company may establish mortgage on its properties in favor of the third parties and may receive mortgage to strengthen / secure its claims; it may acquire or grant rights and may conduct transactions thereon;

In case of The Company wishes to be engage in other relevant and suitable activities to accomplish the above mentioned purposes and scope of the Company, the request shall be presented by Board of Directors to General Assembly for approval. But the required permission shall be obtained from Ministry of Commerce for these matters which are deemed to be the amendments of the Articles of Incorporation and such issues are to be registered as per the applicable provisions of the Turkish Commercial Code.

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TRANSLATION/TERCÜME

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**Article 5  
Headquarters**

The principal office of The Company is located in Istanbul. The Company may open offices and branches and have correspondents in both Turkey and abroad when required provided that Ministry of commerce is notified previously by a decision that will be made by Board of Directors.

**Article 6  
Duration**

The Company is established for an indefinite period of time.

**Chapter Two****Article 7****Capital, Payment Terms, Shares, Capital Increase and Decrease, Issuance of Bonds Capital**

The capital of the Company amounts to TL. 200,000,000 and is constituted 200,000 shares with the par value of TL. 1,000 .- (ten thousand Turkish Liras) per share.

And this capital has been committed fully by the shareholders as following:

ANADOLU ENDUSTRI HOLDING ANONIM SIRKETİ shall have 115.000 shares with the per value of 115.000.000

Celik Montaj Ticaret ve Sanayi Anonim Sirketi shall have 79,000 shares with the par value of 79,000,000 TL

An-Pa Anadolu Pazarlama ve Dagitim Ticaret Anonim Sirketi shall have 5,000 shares with the par value of 5,000,000 TL

Yazicilar Otomotiv ve Gida Yatirim ve Pazarlama Sanayi ve Ticaret Anonim Sirketi shall have 340 shares with the par value of 340,000 TL

Ozitas Gida ve Metal Sanayi ve Ticaret Anonim Sirketi shall have 160 shares with the par value of 160 TL

and 1/4 of the capital was paid in advance.

**Article 8  
Payment Conditions**

The Board of Directors shall decide the times and quantities of the capital commitments not paid at the foundation. The requests as per such decision shall be published in a daily newspaper to be published at the city in which the headquarters is located and the Trade Registry Gazette minimum one month prior to the payment date.

The applicable provisions of the Turkish Commercial Code shall apply on the capital commitments not paid within due time despite requests to be made duly. However, the Board of Directors is not entitled to apply such legislation exactly and instead it may follow the shareholder in default and request payment of interest accrued on the commitments not paid within due times.

**Article 9  
Shares**

The shares are bearer shares. No bearer share may be issued until and unless all of the capital commitments will be paid in full.

Share may not be split against the company. Where any share will be owned by more than one person, they will be represented before the company only one joint representative, and any notice to be served upon him shall be deemed as served to all of these shareholders. The voting right of any share on which beneficial ownership is established is used by the beneficial owner thereof.

**Article 10  
Capital Increase**

The capital of the Company may only be increased after payment of all capital commitments in full.

The capital increases may be in the form of cash capital commitment or transfer of the extraordinary reserves to the capital account. The capital may also be increased in kind. In such a case, the provisions and forms in the Turkish Commercial Code shall apply.

Regardless the form of the capital increase, the general assembly may determine the requirements for issuance of the shares and authorize the Board therefore accordingly.

For capital increases the quorum stipulated in the article 388 of the Turkish Commercial Code is required

#### Article 11

##### Capital Decrease

The general assembly is entitled to decide on capital decrease as per the articles 396, 397 and 398 of the Turkish Commercial Code.

#### Article 12

##### Bonds Issuance

The general assembly is entitled to issue bonds as per the applicable provisions of the Turkish Commercial Code. In the general assembly to decide on bond issuance, the quorum stipulated in the article 388 of the Turkish Commercial Code shall be complied.

The general assembly is entitled to decide issuance of the bonds may determine the requirements for issuance of the bonds and authorize the Board therefore accordingly. All of the value of the bonds to be issued may not exceed the paid in capital of the company.

### Chapter Three Management and Bodies

#### Article 12

##### Board of Directors

- A) The Company's administration, representation and management shall be carried out by a Board of Directors consisting minimum 3 maximum 11 members to be elected among shareholders.

The number of board members is decided by the general assembly within the limits specified above. As the first board members

Mr. Tuncay Ozilhan for and on behalf of Anadolu Endustri Holding Anonim Sirketi, Mr. Ustun Celik for and on behalf of Celik Montaj Ticaret ve Sanayi Anonim Sirketi, Can Arikan for and on behalf of An-Pa Anadolu Pazarlama ve Dagitim Ticaret Anonim Sirketi

Mr. Ali Sanal for and on behalf of Yazicilar Otomotiv ve Gida Yatirim ve Pazarlama Sanayi ve Ticaret Anonim Sirketi

Mr. Mumtaz Baysal for and on behalf of Ozitas Gida ve Metal Sanayi ve Ticaret Anonim Sirketi are elected.

No remuneration shall be paid to such first board members until the next general assembly meeting. After such, the general assembly shall decide the remuneration to be paid to them.

- B) Office period of the Board of Directors

The office term of the first board shall continue until the next general assembly. After such, each Board to be elected shall hold office for 1 year. The board member may be re-elected after the expiry of their office periods. The board members shall continue to hold office until the next general assembly even if their office periods will be expired before such date.

The general assembly is entitled to replace any members of Board of Directors.

- C) Meetings of the Board

The Board of Directors shall meet where required for the company affairs and transactions. However, the Board shall meet at least once a month.

The quorum for meeting is more than half of the number of board members, and the quorum for decision is more than half of the present board members at the meeting.

It is allowed to issue a decision in written with the written approval of all board members on any proposal to be submitted by one of the board members, unless any of the board members will request physical meeting.

The decisions shall be valid subject to writing of such decision in the resolution register with the signature of the board members. Each member is entitled to call a meeting from the Chairman of the Board.

#### Article 13

##### Duties of the Board

The management of the company and its representation against the third parties belong to the Board of Directors. The Board of Directors is entitled to conduct any and all works and legal transactions included within the subjects of the company and to use the title of the company.

All of the affairs and transactions/ acts of the company not prohibited under the applicable legislations and the applicable laws, and not requiring the general assembly decision and specifically are decided and applied by the Board of Directors in particular:

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- a) Select the managers and servants to work in the management of the company and to decide their powers, remuneration and other rights, conclude agreements with them, and revoke such agreements
- b) Issue and apply agreement related to the purpose of the company and manage the properties, cash and real properties of the company, rent out or lease out them, establish mortgage or pledge thereon, issue decisions for purchase, lease real properties and chattels for the purposes of the company without requiring any decision from the general assembly, and receive mortgage and pledges established by the third parties in favor of the company,
- c) Sell or lease out/ rent out the moveable and immoveable assets of the company without any general assembly decision
- d) Issue bonds subject to decision of the general assembly
- e) Organize the budget and the teams of the company
- f) Define the authorized representatives to bind the company and their powers and register and publish such
- g) Call a general assembly once per year and prepare the agenda as per the applicable legislations and the Articles of Association, and in particular to submit the balance sheet, profit and loss statement to the general assembly, and issue report on such matter.
- h) Determine the remuneration and bonuses to be paid to the servants and executive directors of the Company, Company managers for the general expenses of the company
- i) For validity of any acts, documents and transactions to be made for and on behalf of the company, such acts, documents and transactions are to be signed by the persons authorized to represent and bind the company over the stamp of the company containing the title of the company.

Unless a new decision will be made by the Board, any two of the Board members will be authorized to represent and bind the company with their joint signatures over the stamp of the company containing the title of the company.

#### E) Assignment of Duties in the Board

The Board shall elect a chairman and a vice chairman at its first meeting.

The management and representation works of the company may be divided among the board members.

The Board of Directors is entitled to decide on such matter. It is obligatory to assign such powers to minimum one board member.

The Board is entitled to delegate or divide management and representation works to a committee or executive member(s) or manager(s) who are not required to hold the shares of the Company. The remuneration to be paid to the executive directors is determined by the Board of Directors. However, the general assembly is entitled to issue directions to the Board or determine the minimum and maximum amounts therefore.

### Article 14

#### Company Managers

The company managers may be elected from the Board members or outside persons. The Board of Directors is entitle to terminate their offices. The office terms of the managers who will be elected from outside persons may exceed the office term of the board of directors.

The managers are not entitled to transfer or delegate their manager powers to any other party. However, they may issue special power of attorney to other parties for specific works and affairs.

### Article 15

#### Auditors

- A. The General Assembly shall elect one or more auditors from shareholders or outsiders, who shall hold office for maximum 3 years.

Mr. Omer Akan (İstanbul Çilehavuzlar Cezmior Street Kosem Apt. 4/25 a TR National) is elected as the first auditor to hold office for 1 year.

No remuneration shall be paid to the auditor until the first general assembly. Then his remuneration shall be decided by the general assembly.

If the number of the auditor is one then he or she and if more than one, minimum more than half of the number of the auditors must be TR national.

The auditors may be re-elected after the expiry of his/ her office period. The auditors shall continue their offices until the first ordinary or extraordinary general assembly even after the expiry of their office periods.

#### B. Duties of the Auditors

The auditors are obliged to audit the general transactions and accounts of the company for the General Assembly. In addition to the foregoing the auditors shall:

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İNANÇLI İSSİZDİR MOTİV  
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İNANÇLI İSSİZDİR MOTİV

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- a) Determine the method of preparation of the balance sheet in collaboration with the board members.
- b) Ensure proper keeping of the company books and records of the company and review the company books minimum once per 6 months.
- c) Check the company's cash desk minimum once per three months and without any notice, and control whether all guarantees and pledges and valuable documents kept at the cash desk of the company are present.
- d) Review whether the conditions stated for attendance of the shareholders to the general assembly meetings in the Articles of Association are met.
- e) Audit the balance sheet and budget.
- f) Supervise liquidation procedures.
- g) Call ordinary or extraordinary general assembly meeting where the Board fails to call.
- h) Be present at the general assembly meetings.
- i) Supervise whether the board members fully comply with the provisions of the law and the articles of association.
- j) The auditors shall issue report and opinion to the general assembly about the operations of the Board of Directors and the balance sheet, profit and loss statements of the previous year at the ordinary general assembly meetings.

The auditors are entitled to notify any deficiency and corruption acts they found out during their operations to the officers in the management and the general assembly in important events. The auditors are obliged to call the general assembly meeting when required. The auditors shall be jointly and severally liable for any circumstances for which they are faulty.

#### **Article 16 General Assembly**

##### **A. General Assembly meetings:**

The Ordinary General Assembly Meetings will be convened within three months from the end of the accounting period of the Company at least once a year. At these meetings the agenda determined as per the article 369 of the Turkish Commercial Code shall be negotiated and decided. At these meetings the agenda determined as per the article 369 of the Turkish Commercial Code shall be negotiated and decided. The general assembly meetings are held and adopt decisions as per the applicable legislations and the Articles of Association.

General Assembly represent all shareholders and the decisions to be adopted by the general assembly shall also bind the share holders not being present at any meeting.

These situations are explained in invitations and announcements. Ministry of Commerce is entitled to convene the General Assembly to meet if they deem it necessary.

##### **B. Venue:**

General assembly meetings are held at the headquarters or any other place of the company is located..

##### **C. Validity of the Meeting:**

- a) The Commissar of Ministry Commerce shall take part in General Assembly. In case of the absence of the said Commissar, resolutions to be adopted in any General Assembly shall not be deemed valid.
- b) The quorum for meeting and decisions are to be complied with for validity of the decisions to be adopted by the general assembly.
- c) The announcements of the Company shall be published in a newspaper as per the mandatory provisions of Turkish Commercial Code minimum 15 days ago. The provisions of Article 397 and 438 of Turkish Commercial Code shall be applicable in connection with announcements pertaining to the decrease of capital and liquidation. The registered letters containing the place, date and time of the meeting are sent to the registered shareholders and the other shareholders who notified their legal notice addresses to the company.
- d) In the announcements of the meetings, the agenda and the amendment to the Articles of Association, and the articles proposed to be changed and former and current versions of the articles are published. No item which is not included in the agenda may be handled at any meeting.

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- e) The shareholders to attend the general assembly are required to provide the shares to the company within the period stated in the announcement and obtain the entrance card for the meeting. Voting right may be used by the shareholders or their proxies. The voting is conducted by raising hands at shareholders' meetings when requested. However it is an obligation to apply ballot voting upon the request the shareholder(s) having one tenth of the present shareholders.

#### D. Method of Voting:

- a) A list containing the names, domiciles, number of shares and his status as proxy or in person is issued and submitted to the Ministry Commissar and other shareholders before the meeting,
- b) Casting of vote in the General Assembly is exercised by raising hands; however, ballot procedure or written voting may also be adopted upon request of the attendees holding 1/10 of the capital represented by the present shareholders.
- c) The shareholders may register their reservation for any decision to be adopted by the general assembly with the reasons for such objection.
- d) The shareholders may not vote in the negotiations about them. However, they are entitled to vote in the decisions to be adopted for election of the board members.

#### E. Meeting Form:

The Chairman or the Deputy Chairman shall act as the assembly council president at the general assembly meetings. Where none of them is present at any meeting, the General Assembly shall elect the assembly council president.

Also two of the shareholders holding the maximum number of shares are elected as the vote collectors, and one member or outsider person is elected as the secretary.

The General Assembly is managed by a council including the president, vote collectors and sufficient number of secretaries elected by the General Assembly. Unless otherwise requested, the meeting notes and documents are signed by the Council for and on behalf of the general assembly.

The minutes of the meeting and the documents given at the meeting are also signed by the Commissar of the Ministry of Trade. The documents without proper signatures will not be valid.

The minutes of the meeting and the decisions adopted are to be registered with the Trade register and declared through it. The extracts are required to be signed by the authorized representatives of the company.

#### F. Officers of the Ministry of Trade:

- a) The permission of the Ministry of Trade is obtained before any general assembly during which amendment shall be made to the Articles of Association.
- b) Three copies of the annual report, audit reports, minutes of the meeting and the list of presents shall be given to the commissar being present at the meeting after the meeting.

#### G. Duties of the General Assembly:

- a) Decide all works not included in the powers of the Board of Directors
- b) Give certain permissions to the Board of Directors, and determine the requirements thereof and the general management of the company
- c) Approve or decide re-issuance of the reports issued by the Board, balance sheets and profit/ loss statements
- d) Acquit the board members and the auditors or decide their liabilities.
- e) Decide on reserves, extraordinary reserves, provisions, profit distribution
- f) Grant -or not to grant- permit to the board members for their special circumstances
- g) Elect the board members and the auditors, dismiss any and all of them, replace them with new ones, and determine remuneration for them.
- h) Decide on issuance of bonds and find out the requirements for the bonds to be issued

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- i) Change the articles of association, increase or decrease the capital, and terminate the company subject to compliance with announcement requirements in the applicable legislations
- ii) Decide on the articles of the agenda related to application of the Articles of Association in general

#### Chapter Four

##### Fiscal Year, Balance Sheet, profit and Loss Accounts, Closing of the Losses

###### Article 17

###### Fiscal year

The Accounting period of the Company shall commence on the first day of January and end on the 31st day of December. However, for the first accounting year it will start on final registration date of the Company with the Trade Register and end on the 31st day of December of such year.

###### Balance Sheet

###### Article 18

Balance Sheets, Profit and Loss Statements showing the general status of the company are prepared.

###### Article 19

###### Profit and Loss, reserves and Provisions

Net profit of the company shall be the amount found after deduction all kind of expenses and amounts such as the amounts allocated to the board members, executive directors and other employees, depreciation expenses, bond interests, donations and aids (5% of the earnings of the company before tax shall be donated to Anadolu Egitim and Social Aid Foundation as long as tax deduction is allowed) to be paid or allocated by company from the revenues obtained during the balance sheet period. From this net profit:

- a) 5 % (five percent) of the net profit shall be allocated as legal reserves until it reaches to 1/5 of the paid in capital,
- b) Then, a first dividend for 10 % of paid-up capital is allocated in order to be distributed to shareholders.
- c) The remaining part shall be allocated as per the decisions of the General Assembly to be paid out to the shareholders or to be retained fully or partially. The payments to be made to the founders and board members, officers and servants of the company as well as the second dividend payments to be paid to the shareholders will be retained as the Legal Reserves pursuant to the 1st, 2nd and 3rd clauses of the Article 466 of Turkish Commercial Code excluding 5% legal reserves and first dividends.
- d) After that appropriation procedures shall continue in the following years only if the rate of paid-up legal reserves will be reduced for any reason whatsoever.

No dividend may be paid out to the shareholder s unless the legal reserves and extraordinary reserves will be allocated as per the applicable laws.

- e) The decisions to be adopted by the general assembly duly as per this article may not be contested by the shareholders who will not be present at the applicable meeting.

- f) The method and time of distribution of the profits decided to be paid out by the general assembly may be decided by the general assembly or such authority may be delegated to the Board of Directors.

###### Article 20

###### Closing of Losses

Closing of the losses in the balance sheet of the company may be conducted with the general or extraordinary reserves, or the losses may be transferred to the next year. Unless the loss will be covered no dividend may be paid out.

###### Article 21

###### Termination and Liquidation of the Company

If the Board will require decision on termination or liquidation of the Company for any reason, it is required to adopt the decision on such matter by the affirmative vote of minimum 2/3 of the present members where the quorum for the meeting will be minimum 1/4. The termination may be decided subject to compliance with such requirements without any other legal reason.

Turkish Trade Registry Gazette

3rd Notary of Istanbul  
Ahmet Cinar

Ground: Extract of the circular issued by the 1st Notary of Kartal with number 1979 dd. 35610.

Title of the Company: Celik Montaj Ticaret ve Sanayi Anonim Sirketi

Administration of the Company:

The Company is represented by joint signatures of one Group A and one group B board members for sales of fixtures and furniture, collective bargaining, contracts, releases, waivers and any and all contracts.

Group A Ms. Ali SANAL  
Group B Mr. Ustun Cevik

Ground: Extract from the circular as attested by the Twelfth Notary of Istanbul with number 42077 dd. 3 December 1979

Company Title: An-Pa Anadolu Pazarlama ve Dagitim Ticaret Anonim Sirketi

Company Administration:

The personal and real rights of these contracts of any and all facilities of the company shall be represented and bound by the Chairman of the Board or the any of the Vice Chairmen and any of the board members.

Ground: Extract from the circular as attested by the 9th Notary of Istanbul with number 40486 dd. 27.12.1977

Company Title: Yazicilar Otomotiv ve Gida yatirim ve Pazarlama Sanayi ve Ticaret Anonim Sirketi

Company Administration:

The transactions and transfers related to the bonds and assets of the company, waivers, assignment, or establishment of mortgage and pledge any and all power of attorney, fixture and equipment sales, contracts, agreements and any and all commercial transactions 'are conducted by the Chairman of the Board or the any of the Vice Chairmen and any of the board members jointly over the stamp of the company.

Ground: Extract from the circular as attested by the sixth Notary of Istanbul with number 3580 dd. 24 January 1977.

Title of the Company: Oziltas Gida ve Metal Sanayi ve Ticaret Anonim Sirketi

Company Administration

Any and all contracts, releases, waivers, bonds, securities, acquittals are conducted by the two board members jointly over the stamp of the company.

Ground: Extract from the circular as attested by the 12th Notary of Istanbul with number 20076 dd. 28 June 1978 Title of the

Company: Anadolu Endustri Holding Anonim Sirketi

Company Administration

Any and all contracts, transaction binding the company releases, waivers, and any transactions binding the company in commercial and administrative areas are conducted by the two board members jointly over the stamp of the company.

14 (0112.3/13349)

The Articles of Association of this joint stock company is reviewed and its foundation has been permitted pursuant to the article 273 of the Turkish Commercial Code.



This document has been signed with secured e-signature on 17.03.2021  
within the scope of the Electronic Signature Law numbered 5070. The  
verification time is one month from e-signature date.

KARTAL 9. NOTERİ  
MUSTAFA AKSAN  
YERİNE İMZALI YETKİLİ BAŞKATİP  
Sevgi ERKUS

(BARCODE)  
Bu Tercümenin İNGİLİZCE  
tasla / fotokopisine uygun olarak  
taraflıdan yapıldığını onaylarım.  
İngilizce Yemini Tercüman  
Göktuğ ERKUS

Bu Tercümenin noterimizin yemini  
tercümanı Göktuğ ERKUS  
tarafından yapıldığını tasdik ederim.





**APOSTILLE**  
**( Convention de La Haye du 5 Octobre 1961 )**

1. Ülke/Country/Pays/Staat TÜRKİYE - LA TURQUIE

İşbu resmi belge/This public document/Le présent acte public/Dieses zeugnis wurde

2. Sevgi ERKUŞ tarafından imzalanmıştır./Has been signed by/a été signé par/durch ...  
underschrieben

3. İmzalayanın sıfatı Başkatip'dır./Acting in the capacity of/Agissant en qualité de/Titel des  
Unterzeichneter

4. Kartal 9. Noterliği 'nin mühür/damgasını taşımaktadır-bears the seal/stamp of-/est revêtu du  
sceau/timbre de-trägt Siegel/Stempel von

**TASDİK / CERTIFIED / ATTESTE / BEGLAUBIGUNG:**

5. Maltepe Kaymakamlığı' da/at/à/in

6. 18.03.2021 günü/the/le/Am

7. Şef Özgül İBİŞ tarafından/by/par/durch den/die

8. No : 20166 ile tasdik edilmiştir./No:/sous No:/unter Nr.

9. Mühür - Damga/Seal-stamp/Sceau-  
timbre/Siegel-Stempel

10. İmza/Signature/Signature/Unterschrift:



SAHİBİ VE TİCARET A.S.

**KARTAL 9. NOTERLİĞİ**  
 Üsküdar Cd. ( Bağdat Cd.)  
 Tel: 0216 306 84 10 - 387 53 70

**Republic of Turkey**  
**MINISTRY OF SCIENCE, INDUSTRY AND TECHNOLOGY**  
**Directorate General of Industry**

**INDUSTRY REGISTRATION CERTIFICATE**

**№ 02387**  
**26 Ocak 2021**

Certificate Date:	Certificate No:502069	Reason for Issuance: Change of Production Information	Tax ID No:0680069095
07/04/1997	Anadolu Isuzu Otomotiv Sanayi ve Ticaret Anonim Şirketi- Gebze Branch		
Title of the Company:	Sekerpinar Mah. Otomotiv Cadde No:2 Çayırova Kocaeli		
Address:			
Professional Chamber of Registration:	Kocaeli Chamber of Commerce	Foundation Date and Trade Registry No:	26/06/1980 5438
Capacity Report Association	29/05/2018 17555	Trade Registry Gazette Date and Number	08/07/1980 37
Approval Date and No			
Production subject	TRUCK: DIESEL, HYBRID, ELECTRIC AND ELECTRIC MOTOR, CHASSIS OR EQUIPMENT SUITABLE FOR ALL TYPES OF MILITARY AND CIVIL MANUFACTURING. BUS AND SMALL BUS: STEPPED, LOW BASE, LOW ENTRY, (SOLO, BELLOWS, DOUBLE-BLADED, DOUBLE DECKED), CNG, DIESEL, HYBRID, HYBRID ELECTRIC MOTOR OR OTHER ALTERNATIVE FUEL, PICK-UPS. BUS AND SMALL BUS: DIESEL HYBRID, ELECTRIC AND ELECTRIC MOTOR, ARMORED, SUITABLE FOR ALL MILITARY AND CIVIL MANUFACTURING PERSONNEL CARRIER. SPECIAL-PURPOSE TRUCK: ALL TYPES OF DIESEL, HYBRID, HYBRID ELECTRIC AND ELECTRIC MOTOR, CHASSIS OR EQUIPMENT TRUCK (PICKUP): DIESEL ENGINE, 4X4 WHEELED ARMORED COMBAT VEHICLE (ARMORED, CONCEALED ARMORED). 4X4 PERSONNEL CARRIER (ZPT) (ARMORED, CONCEALED ARMORED). TOWING: SPECIAL-PURPOSE VEHICLE BODIES SUITABLE FOR MILITARY AND CIVIL PRODUCTION, OFF-ROAD VEHICLE, TOWING, TRANSPORTER, RESCUER VEHICLES, TRAILER AND TACTICAL WHEELED PERSONNEL AND CARGO-CARRYING VEHICLES, TANK TRANSPORTER (EXCLUDING TRAILERS), TANK TOWING VEHICLES, DIESEL ENGINE, 4X4, 6X6, 8X8, 10X10, 12X12, 14X14, 16X16, 18X18, 20X20, GUN PLATFORM VEHICLE(UNARMORED, ARMORED, CONCEALED ARMORED)	-Approval and Signature [Sealed & Signed]	

Visa for year ..... (12.04.2017)  <b>Seal and Signature</b> )	Visa for year ..... (16.04.2019)  <b>Seal and Signature)</b>	Visa for year .....  	Visa for year .....  	Visa for year .....  
The business with the above stated identification details was registered as per the article two of the law No 6948 dd. 24.04.1957.	This document is required to be re-approved biennially as of the issuance date of the document.	KARTAL 9. NOTERLİĞİ MUSTAFA AKSAN YERİNE İMZA YETKİLİ BAŞKATIP Sevgi ERKUS		

İşbu belge Türkçe asılına - fotokopisine uygun olarak İngilizce'ye tarafından  
çevrilmiştir  
Çeviri做的人: Gültan GÜLPİNAR  
Yerine imzalayan kişi: Gültan GÜLPİNAR  
ASLINDAN TERCÜME EDİLMİŞTİR

Bu Tercümenin noterimizin yeminli  
tercümanı Gültan GÜLPİNAR  
'dan yapıldığını tasdik ederim.



T.C.  
BİLİM, SANAYİ VE TEKNOLOJİ BAKANLIĞI  
Sanayi Genel Müdürlüğü

# SANAYİ SİCİL BELGESİ

26 Ocak 2021 № 02387

Belge Tarihi 07/04/1997

Belge No 502069

Veriliş Sebebi/İretim Bilgisi Değişikliği

Vergi No: 0680069095

İşyeri İşletme Ünvanı

ANADOLU ISUZU OTOMOTİV SANAYİ VE TİCARET ANONİM ŞİRKETİ - GEBZE SUBESİ  
ŞEKERPINAR MAHALLESİ OTOMOTİV CADDE NO:2 ÇAYIROVA/ KOCAELİ

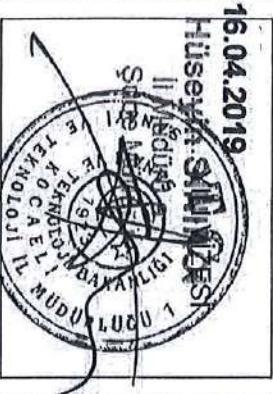
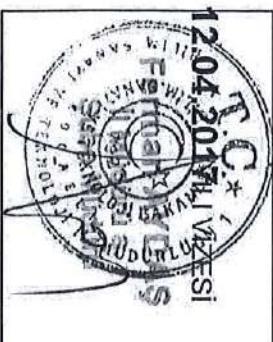
İşyeri Adresi

Kayıtlı Bulunduğu Meslek Odası  
KOCaeli SANAYİ ODASI  
Kuruluş Tarihi  
ve Ticaret Sicil No  
26/06/1980 5438

Kapasite Raporu  
Birlik Onay Tarin ve No  
29/05/2018 1755  
Ticaret Sicil Gazetesi  
Tarih ve Sayısı  
08/07/1980 37

KAMYON; HER TÜRLÜ ASKERİ VE SİYİL İMALATLARA UYGUN YÜK TAŞIMAYA MAHSUS, DİZEL, HİBRİT, HİBRİT ELEKTRİKLİ VE ELEKTRİKLİ MOTORLU ŞASELİ Veya EKİPMANLI, OTOBÜS VE KÖCÜK OTOBÜS; BASAMAKLI, ALCAK TABANLI, ALCAK GİRİŞLİ (SOLO, KÖRÜKLÜ, ÇİFT KÖRÜKLÜ, ÇİFT KATTI VB.), CNG, DİZEL, HİBRİT, HİBRİT ELEKTRİKLİ VE ELEKTRİKLİ MOTORLU Veya DIĞER ALTERNATİF YAKITLI AKTARMA ORGANLARINA SAHİP, OTOBÜS VE KÖCÜK OTOBÜS; DİZEL, HİBRİT, HİBRİT ELEKTRİKLİ VE ELEKTRİKLİ MOTORLU, ZİRHİ, GİZLİ/ZİRHİ HER TÜRLÜ ASKERİ VE SİYİL İMALATLARA UYGUN PERSONEL TASİYICI, ÖZEL AMACLI KAMYONET; HER TÜRLÜ, DİZEL, HİBRİT, HİBRİT ELEKTRİKLİ VE ELEKTRİKLİ MOTORLU ŞASELİ Veya EKİPMANLI KAMYONET (PIKA), HER TÜRLÜ, DİZEL MOTORLU, ŞASELİ Veya EKİPMANLI KAMYONET (PIKA); DİZEL MOTORLU, 4x4 TEKERLEKLİ ZİRHİ MUHAREBE ARACI (ZİRHİ, GİZLİ ZİRHİ); GİZLİ/ZİRHİ; ASKERİ Veya SİYİL İMALATLARA UYGUN ÖZEL AMAÇLI ARAC (GÖVDELERİ, ARAZİ ARACI, ÇEKİCİ, TASİYICI, KURTARICI ARAÇLAR, TREYLER VE TAKTİK TEKERLEKLİ PERSONEL VE YÜK TAŞIYICI ARAÇLAR, TANK TAŞIYICI (RÖMORK HARİCİ), TANK ÇEKİCİ ARAÇLAR, DİZEL MOTORLU, 4x4, 6x6, 8x8, 10x10, 12x12, 14x14, 6x16, 18x18, 20x20, SILAH PLATFORM ARACI (ZİRHİSİZ, ZİRHİ, GİZLİ ZİRHİ),

- Operasyon ve İmza:  
KARTAL 9. NOTERİ  
MUSTAFA AKSAN  
YERİNE İMZALI YETKİLİ BAŞKATIP  
Sevgilerle  
Seyit ERKUS



Yukarıda hüviyeti yazılı işletme 24.04.1957 tarih ve 6948 Sayılı Kanunun İkinci Maddesi gereğince tescil edilmiştir.

Bu belge düzenlenmiş tarihi tibatıyla iki yılda bir vize ettürilmek zorundadır.

**APOSTILLE**  
**( Convention de La Haye du 5 Octobre 1961 )**

1. Ülke/Country/Pays/Staat TÜRKİYE - LA TURQUIE  
İşbu resmi belge/This public document/Le présent acte public/Dieses zeugnis wurde  
2. Sevgi ERKUŞ tarafından imzalanmıştır./Has been signed by/a été signé par/durch ...  
unterschrieben  
3. İmzalayanın sıfatı Başkatip'dır./Acting in the capacity of/Agissant en qualité de/Titel des  
Unterzeichneten  
4. Kartal 9. Noterliği 'nin mühür/damgasını taşımaktadır-bears the seal/stamp of-/est revêtu du  
sceau/timbre de-trägt Siegel/Stempel von

**TASDİK / CERTIFIED / ATTESTE / BEGLAUBIGUNG:**

5. Maltepe Kaymakamlığı' da/at/à/in
6. 26.01.2021 günü/the/le/Am
7. Yazı İşleri Md. Makbule KOÇ tarafından/by/par/durch den/die
8. No : 19655 ile tasdik edilmiştir./No:/sous No:/unter Nr.

9. Mühür - Damga/Seal-stamp/Sceau-timbre/Siegel-Stempel



10. İmza/Signature/Signature/Unterschrift:

Makbule KOÇ  
....Maltepe Kaymakamlığı  
Yazı İşleri Müdürü

15 Mart 2021

No 07463  
TRANSLATION TERCÜME

KARTAL 9. NOTERİĞİ  
Uşakdar Cd (Bagdat Cd.)  
No: 51/1 Kartal/İST.  
Tel: 0216 306 84 10 - 387 53 70

MARTI TERCÜME  
Noter Yeminli/Ceviri Hizmetleri  
Yakacık Cad. No:32/6 Kartal/İST.  
Tel: 0538 782 45 80  
maritercume@gmail.com

Turkish Trade Registry Gazette

KISMİ TERCÜME/PARTIAL TRANSLATION

Page No. 801

July 09, 2013  
Issue No. 8359

Istanbul Trade Registry Office  
Trade Registration Number 173921  
Corporate Name  
ANADOLU ISUZU OTOMOTIV SANAYİ VE TİCARET ANONİM ŞİRKETİ

ASLINDAN TERCÜME EDİLMİŞTİR.

**Article 3:**

**Title**

The title of the Company is "Anadolu - Isuzu Otomotiv Sanayii ve Ticaret Anonim Sirketi" and it shall be called as "Company" in the following Articles of Incorporation.

**Article 4:**

**Purpose and Subject:**

The aim of the company is to operate industrial and commercial activities in the automotive field, therefore

- a) The company can manufacture, assemble, market, export and import motor land transport vehicles, armored security vehicles, agricultural tractors, all kinds of engines, machinery and tools used for industrial and agricultural purposes, automotive industry and sub-industry products and all kinds of goods, materials, tools, equipment, machinery, equipment and installations such as main parts and spare parts, accessories belong to them.
- b) The company can establish and operate industrial facilities, factories, workshops and any other units in order to facilitate and ensure its purposes.
- c) The Company can produce and import, buy, transport and market all kinds of raw, semi processed, processed, auxiliary material, processing and packaging materials, machinery, equipment and spare parts, products and by-products related to the company's purpose and can organize these matters.
- d) The Company can engage in all kinds of industrial and commercial activities in the country and abroad, import and export, buy and give agencies, dealerships, representation offices, open and operate necessary warehouses, store sales and exhibit on places in relation to its purpose and subject and in order to assist it.
- e) The company can make and do contract manufacturing, procurement, technical assistance, licensing, distribution and other agreements related to its purpose and subject, enter into investments in order to establish the relevant industry, participate in tenders, increasing and decreasing bidding, carry out all kinds of transportation and commitment transactions and can organize these matters.
- f) The company can make all kinds of financial, commercial and industrial activities related to its purpose and subject, acquire trademarks, trade names, inventions, models, pictures, know-how, good-will, royalty and make all kinds of disposition of them.
- g) The company can establish or join domestic and foreign companies that are related to the business subject or assist in its acquisition or work in other fields, buy, sell, pledge and pledge their shares, bonds and other securities, provided that not engaging in brokerage activity and security portfolio management provided that they are not in the nature of investment services and activities and without prejudice to the provision of article 21/10 f the Capital Market Law No.6362
- h) The company can buy, rent, lease land, sea and air transportation vehicles, real estate for the business and needs included in its purpose and subject; it can sell those which does not provide any benefit.

(BARCODE)

İşbu tercümenin İNGİLİZCE  
asına / fotokopisine uygun olarak  
tarafından yapıldığını onaylarım.  
İngilizce Yeminli Tercüman  
Göktuğ ERKUŞ



Bu Tercümenin noterimizin yeminli  
tercümanı Göktuğ ERKUŞ  
tarafından yapıldığını tasdik ederim.

This document has been signed with secured e-signature on 17.03.2021  
within the scope of the Electronic Signature Law numbered 5070. The  
verification time is one month from e-signature date.

KARTAL 9. NOTERİ  
MUSTAFA AKSAN  
YERİNE İMZALI BAŞKATIP  
Sevgi ERKUŞ

July 09, 2013  
Issue No. 8359

Turkish Trade Registry Gazette

i) Within the scope of special cases in order to enlighten the investors as required by the company business, provided that the necessary explanations required by the Capital Market Board are made; the Company can establish mortgages and pledges on its real estates and movables in favor of its own legal entity and its subsidiaries included in its financial statements within the scope of full consolidation and in order to carry out its ordinary commercial activities, in favor of other third parties; as well as take mortgages and pledges in its favor in order to consolidate its receivables, establish real rights, establish a commercial enterprise pledge on them and take pledge in favor of the Company. However, the principles determined within the framework of the Capital Market Legislation shall be complied with regarding the issue of providing security, guarantee, surety or pledge including mortgage in favor of third parties.

"In case of changes in the purpose and scope of the company, necessary permissions must be obtained from the Ministry of Customs and Trade and the Capital Markets Board."

ANADOLU ISUZU OTOMOTİV  
SANAYİ VE TİCARET A.Ş.

(BARCODE)

İş bu tercümenin İNGİLİZCE  
asına / fotokopisine uygun olarak  
terafından yapıldığını onaylarım.  
İngilizce Yeminli Tercüman  
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tarafından yapıldığını tasdik ederim.  
KARTAL 9. NOTERİ  
MUSTAFA AKSAN  
YERİNE İMZA YETKİLİ BAŞKATİP  
Sevgi ERKUŞ

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**APOSTILLE**  
**( Convention de La Haye du 5 Octobre 1961 )**

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İşbu resmi belge/This public document/Le présent acte public/Dieses zeugnis wurde

2. Sevgi ERKUŞ tarafından imzalanmıştır./Has been signed by/a été signé par/durch ...  
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3. İmzalayanın sıfatı Başkatip'dır./Acting in the capacity of/Agissant en qualité de/Titel des  
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sceau/timbre de-trägt Siegel/Stempel von

**TASDİK / CERTIFIED / ATTESTE / BEGLAUBIGUNG:**

5. Maltepe Kaymakamlığı' da/at/à/in

6. 18.03.2021 günü/the/le/Am

7. Şef Özgül İBİŞ tarafından/by/par/durch den/die

8. No : 20166 ile tasdik edilmiştir./No:/sous No:/unter Nr.

9. Mühür - Damga/Seal-stamp/Sceau-  
timbre/Siegel-Stempel

10. İmza/Signature/Signature/Unterschrift:



ANADOLU ISUZU MOTOTİV  
SANAYİ VE TİCARET A.Ş.

MARTI TERCÜME  
Noter Yeminli/Çeviri Hizmetleri  
Yakacık Cad. No:32/6 Kartal/İST.  
Tel: 0538 782 45 80  
maritercume@gmail.com



KARTAL 9. NOTERLİĞİ  
Üsküdar Cd. (Bağdat Cd.)  
No: 51/1 Kartal/İST.  
Tel: 0216 306 84 10 - 387 53 70

İSTANBUL

18 Mart 2021 № 07801

TRANSLATION/TERCÜME

CHAMBER OF COMMERCE

CERTIFICATE OF ACTIVITY **ASLINDAN TERCÜME EDİLMİŞTİR.**

(REGISTRATION FORM COPY)

DATE: 15/03/2021

REGISTRATION NUMBER : 173921-0

MERSIS: 0068-0069-0950-0014

TITLE OF THE FIRM : ANADOLU ISUZU OTOMOTİV SANAYİİ VE TİCARET ANONİM ŞİRKETİ

ADDRESS : TEPEÜSTÜ F.SULTAN MEHMET MAH. BALKAN CAD.NO.58 BUYAKA E BLOK ÜMRANIYE

ACTIVITY:

Can manufacture motor vehicles, armored security vehicles, all kinds of engines, machines and tools used for industrial and agricultural purposes, automotive industry and sub-industry products and all kinds of goods, items, materials, tools, machinery, equipment and installations such as main and spare parts, accessories belonging to these, make their mounting, commercialize, import and export these and other works written in the amendment draft registered on 3.7.2013

DEGREE : MAGNIFICENT

CAPITAL : \*\*\*\*\*84.000.000,00 TL.

START DATE OF EMPLOYMENT : 26/6/1980

OCCUPATIONAL GROUP : 52 LAND VEHICLES, SPARE PARTS AND EQUIPMENT

NACE CODE :

29.10.01 : Manufacturing of vans, trucks, tow trucks for semitrailers, tankers and similar road vehicles  
NACE Rev. 02

29.10.04 : Manufacturing of minibuses, buses, trolleybuses, metro bus and similar passenger transport vehicles  
NACE Rev. 02

THIS DOCUMENT IS ISSUED UPON REQUEST OF THE MEMBER OF WHICH CHAMBER REGISTRATION IS ACTIVE AND TITLE IS WRITTEN ABOVE. DOCUMENTS FALSIFIED ARE INVALID.

This document is valid for 60 (sixty) days.

It is signed with Secured E-Signature according to the Electronic Signature Law numbered 5070. The document which is signed electronically can be accessed from the URL below.

Bu Tercümenin noterimizin yeminli  
tercümanı Göktuğ ERKUŞ  
tarafından yapıldığını tasdik ederim.

PINAR TUGCE KOKTEN  
e-signature  
Deputy Secretary General  
MEMBER REGISTRY DIRECTORATE



KARTAL 9. NOTERİ  
MUSTAFA AKSAN  
YERİNE İMZА YETKİLİ BAŞKATIP  
Sevgi ERKUŞ

İşbu tercümenin İNGİLİZCE  
asına / fotokopisine uygun olarak  
tarafından yapıldığını onaylarım.  
İngilizce Yeminli Tercüman  
Göktuğ ERKUŞ

<https://eportal.ito.org.tr/belge/aXrUEKjH739H3xNghOuD6g2>

ANADOLU ISUZU OTOMOTİV  
SANAYİİ VE TİCARET A.Ş.

18 Mart 2021

No 07801

TRANSLATION/TERCÜME

İSTANBUL

TİCARET ODASI

FAALİYET BELGESİ

(SİCİL KAYIT SURETİ)

TARİH:

15/03/2021

SİCİL NO : 173921-0

MERSİS: 0068-0069-0950-0014

FİRMA : ANADOLU ISUZU OTOMOTİV SANAYİİ VE TİCARET ANONİM ŞİRKETİ

ADRES : TEPEÜSTÜ F.SULTAN MEHMET MAH. BALKAN CAD.NO.58 BUYAKA E BLOK ÜMRANIYE

MEŞGALE:

Motorlu kara taşıma araçlarını, zırhlı güvenlik araçlarını tarım sektörlerini, sınai ve zirai amaçlarla kullanılan her türlü motor, makina ve aletleri, otomotiv sanayii ile yan sanayii ürünlerini ve bunlara ait ana parça ve yedek parça, aksesuar gibi her türlü mal, madde, malzeme, araç gereç, makina, teçhizat ve tesisatı üretebilir, montajını yapabilir, pazarlayabilir, ithal ve ihraç edebilir ve 3.7.2013 tarihinde tescil edilen tadil tasarıısında yazılı diğer işler.

DERECESİ : FEVKALADE

SERMAYE : \*\*\*\*\*84.000.000,00 TL' dir.

İŞE : 26/6/1980  
BAŞLAMA  
TARİHİ

MESLEK : 52 KARA TAŞITLARI, YEDEK PARÇALARI VE EKİPMANLARI  
GR.

NACE KODU :

29.10.01 Kamyonet, kamyon, yarı römorklar için çekiciler, tankerler, vb. karayolu taşıtlarının imalatı NACE Rev.02

29.10.04 Minibüs, midibüs, otobüs, trolleybus, metrobus, vb. yolcu nakil araçlarının imalatı NACE Rev.02

İşbu tercümenin İNGİLİZCE  
aslina / fotokopisine uygun olarak  
tarafından yapıldığını onayıyorum.  
İngilizce Yeminli Tercüman  
Göktuğ ERKUŞ

Bu Tercümenin noterimizin yeminli  
tercümanı Göktuğ ERKUŞ  
tarafından yapıldığını takdir ederim.

KARTAL 9. NOTERİ  
MUSTAFA AKSAN  
YERİNE İMZА YETKİLİ BAŞKATIP  
Sevgi ERKUŞ

18 Mart 2021

TRANSLATION/TERCÜME  
№ 07801

BU BELGE ODA KAYDI FAAL OLAN YUKARIDA ÜNVANI YAZILI ÜYENİN TALEBİ ÜZERİNE VERİLMİŞTİR. ÜZERİNDE TAHRİFAT YAPILAN BELGELER GEÇERSİZDİR.

Bu belge 60 (altmış) gün süreyle geçerlidir.

5070 Sayılı Elektronik İmza Kanununa göre Güvenli Elektronik İmza ile imzalanmıştır. Elektronik olarak imzalanan belgeye aşağıdaki URL adresinden ulaşılabilmektedir.

PINAR TUĞÇE KÖKTEN

e-imza

Genel Sekreter y.  
ÜYE SİCİL MÜDÜRLÜĞÜ

İSTANBUL  
TİCARET  
ODASI

İşbu tercümenin İNGİLİZCE  
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tarafından yapıldığını onaylarım.  
İngilizce Yeminli Tercümanı  
Göktug ERKUS

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tarafından yapıldığını tasdiki  
yeminli



KARTAL 9. NOTERİ  
MUSTAFA AKSAN  
YERİNE İMZА YETKİLİ BAŞKATIP  
Sevgi ERKUS

<https://eportal.ito.org.tr/belge/aXruEKJh73IH3xNghOub6g2>

ANADOLU ISUZU OTOMOTİV  
SİHAATİ VE TİCARET A.Ş.

**APOSTILLE**  
**( Convention de La Haye du 5 Octobre 1961 )**

1. Ülke/Country/Pays/Staat TÜRKİYE - LA TURQUIE

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3. İmzalayanın sıfatı Başkatip'dır./Acting in the capacity of/Agissant en qualité de/Titel des  
Unterzeichner

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sceau/timbre de-trägt Siegel/Stempel von

**TASDİK / CERTIFIED / ATTESTE / BEGLAUBIGUNG:**

5. Maltepe Kaymakamlığı' da/at/à/in

6. 18.03.2021 günü/the/le/Am

7. Şef Özgül İBİŞ tarafından/by/par/durch den/die

8. No : 20166 ile tasdik edilmiştir./No:/sous No:/unter Nr.

9. Mühür - Damga/Seal-stamp/Sceau-  
timbre/Siegel-Stempel

10. İmza/Signature/Signature/Unterschrift:



ANAPOLU ISUZU OTOMOTİV  
ANAYİH VE İCRAHET A.Ş.

I S T A N B U L  
C H A M B E R   O F   C O M M E R C E  
C E R T I F I C A T E   O F   A C T I V I T Y  
(R E G I S T R A T I O N   F O R M   C O P Y)

D A T E : 09/03/2021

R E G I S T R A T I O N   N U M B E R : 173921-0      M E R S I S : 0068-0069-0950-0014

T I T L E   O F   T H E   F I R M : A N A D O L U   I S U Z U   O T O M O T İ V   S A N A Y İ İ   V E   T İ C A R E T   A N O N İ M   Ş İ R K E T İ

A D D R E S S : T E P E Ü S T Ü   F . S U L T A N   M E H M E T   M A H .   B A L K A N   C A D . N O . 5 8   B U Y A K A   E   B L O K   Ü M R A N İ Y E

C A P I T A L : \* \* \* \* \* \* \* 8 4 . 0 0 0 . 0 0 0 , 0 0   T L .

D A T E   O F   C O M M E N C E M E N T : 2 6 / 6 / 1 9 8 0

O C C U P A T I O N A L   G R O U P : 5 2   V E H I C L E S , S P A R E   P A R T S   A N D   E Q U I P M E N T D   E Q U I P M E N T

N A C E   C O D E :  
2 9 . 1 0 . 0 1      M a n u f a c t u r e   o f   r o a d   v e h i c l e s   s u c h   a s   v a n s , t r u c k s , t r a c t o r s  
f o r   s e m i - t r a i l e r s , t a n k e r s , e t c .   N A C E   R e v . 0 2  
2 9 . 1 0 . 0 4      M a n u f a c t u r e   o f   p a s s e n g e r   t r a n s p o r t a t i o n   v e h i c l e s   s u c h   a s  
m i n i b u s , m i d i , b u s , t r o l l e y   b u s , m e t r o b u s , e t c .   N A C E   R e v . 0 2

T H I S   C E R T I C I F A T E   H A S   B E E N   G I V E N   U P O N   T H E   R E Q U E S T   O F   T H E   A B O V E - M E N T I O N E D  
C O M P A N Y   W H O S E   R E C O R D   I N   O U R   C H A M B E R   I S   A C T I V E   A T   P R E S E N T .   A N Y  
F A L S I F I C A T I O N   T O   T H I S   C E R T I C I F A T E   R E N D E R S   I T   I N V A L I D .

M E H M E T   S A D I K   T E M E L  
f o r   t h e   S e c r e t a r y   G e n e r a l  
M E M B E R S   R E G I S T R A T I O N   D E P A R T M E N T

December 28 1995  
Issue No: 3946

From Istanbul Trade Register Office  
Registry No: 173921/121407

Turkish Registry Gazette

15 Mart 2021

Page No: 347

**Nº07464**

**ASLINDAN TERÇÜME EDİLMİŞTİR.**

**KİSMİ TERÇÜME/PARTIAL TRANSLATION**

Former Trade Title: ANADOLU OTOMOTIV SANAYI VE TICARET ANONIM SİRKETİ

Current Trade Title: ANADOLU ISUZU OTOMOTIV SANAYI VE TICARET ANONIM SİRKETİ

Trade Headquarters: İstanbul province, Ankara Asfaltı Dogankoy opposite

The registration and publication of the resolutions of the shareholders of the company related to the amendment to the Articles of Association of the Company as attested by the Ministry of Industry and Trade on 17.11.1995 with the above stated trade headquarters, registry number, and the General Assembly Decision 15.12.1995 and 15.12.1995 were requested and they are submitted to our office with the signature circular as attested by the 1st Notary of Kartal with journal entry number 79394 dd. 25.12.1995; and it is hereby declared that it is registered on 25.12.1995 based on the documents in our possession and pursuant to the Turkish Trade Code Nr 6762.

#### Former Version

##### Article 3

Title: is ANADOLU OTOMOTIV SANAVI VE TICARET ANONIM SİRKETİ. It is only called as "Company" hereinafter in this Articles of incorporation.

#### Former Version

##### Article 5

The principal office of The Company is located in Istanbul. The Company may open offices and branches and have correspondents in both Turkey and abroad when required provided that Ministry of commerce is notified previously by a decision that will be made by Board of Directors.

#### Former Version

##### Article 7 Capital

The capital of the Company is 150,000,000,000 (one hundred fifty billion) TL divided into 150,000,000 (one hundred fifty million) registered shares with 1,000 (one thousand) TL par value per share, consisting of 120,000,000,000 (one hundred twenty billion) TL of Group A Shares and 30,000,000,000 (thirty billion) TL of Group A Shares.

6,960,000,000 (six billion nine hundred sixty million) of this capital is was paid in full by the previous subscribers in cash, and 40,000,000 (forty million) TL thereof was provided from the inclusion of the revaluation funds occurred from revaluation of the fixed assets as per the provisional article 11 of the Tax Procedure law as amended by the law No 3094, and the shares issued for such amount was allocated / distributed to the existing shareholders as bonus shares without any charge.

The current capital increase of 143,000,000,000 (one hundred forty-three billion) TL shall be provided as follows :

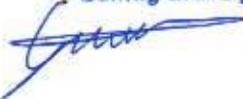
- 1) 17,270,000,000 (seventeen billion two hundred seventy million) TL shall be provided from the revaluation of the fixed assets as per the article 298 of the Tax Procedure Law
- 2) 230,000,000 (two hundred thirty million) TL shall be provided from the revaluation of the subsidiaries as per the duplicated article 298 of the Tax Procedure Law No 213

The shares issued for such amounts specified in the (1) and (2) above shall be allocated / distributed to the existing shareholders as bonus shares without any charge.

- 3) 125,500,000,000 (one hundred twenty-five billion five hundred million) TL has been committed by the shareholders contributing the capital increase fully in cash, and ¼ thereof was paid in cash. ¾ of the cash capital commitments shall be collected at the times and quantities to be determined by the Board.

The applicable provisions of the Turkish Commercial Code shall apply on the capital commitments not paid within due time despite requests to be made duly. However, the Board of Directors is not entitled to apply such legislation exactly and instead it may follow the shareholder in default and request payment of interest accrued on the commitments not paid within due times.

İşbu tercümenin İNGİLİZCE  
askına / fotokopisine uygun olarak  
[Barcode] taraflarından yapıldığını onaylarım.  
İngilizce Yeminli Tercüman  
Göktuğ ERKUS



Bu Tercümenin Noterimizin yeminli  
tercümanı: Göktuğ ERKUS

taraflarından yapıldığını tasdiki ederim.

This document has been signed with secured e-signature on 17.03.2021  
within the scope of the Electronic Signature Law numbered 5070. The  
verification time is one month from e-signature date.

KARTAL 9. NOTERİ  
MUSTAFA AKSAN  
YERİNE İMZALI BAŞKATIP  
Sevgi ERKUS

  
ANADOLU ISUZU OTOMOTİV  
SANAYİ VE TİCARET AŞ.

## KİSMİ TERCÜME/PARTIAL TRANSLATION

## After Capital Increase

Shareholders	Share Value	Ratio%
Local Partners	5,600,000,000	80.00
Isuzu Motors Ltd	525,000,000	7.50
Itochu Corp.	875,000,000	12.50
Total	7,000,000,000	100.00

## After Capital Increase

Shareholders	Share Value	Ratio%
Local Partners	120,000,000,000	80.00
Isuzu Motors Ltd	11,250,000,000	7.50
Itochu Corp.	18,750,000,000	12.50
Total	150,000,000,000	100.00

For Contribution of the Group B Shareholders to the existing capital the permissions no 4100 dd. 8 November 1985, No 2685 dd. 29 March 1990, and no 99562 dd. 13 August 1993 were obtained from TR Prime Ministry and Treasury and Foreign Trade Undersecretariat as per the Law No 6224.

## Former Form

## Article 9

## Types and Transfer Condition of Shares

- A. The shares are bearer shares. No bearer share may be issued until and unless all of the capital commitments will be paid in full.  
Share may not be split against the company. Where any share will be owned by more than one person, they will be represented before the company only one joint representative, and any notice to be served upon him shall be deemed as served to all of these shareholders. The voting right of any share on which beneficial ownership is established is used by the beneficial owner thereof.
- B. The sales, transfer or sale of the registered shares may not be valid until such will be approved by the Board and registered in the Share Register of the company.  
The Board is entitled to deny any sales, transfer or sale of the registered shares without any reason excluding the following circumstances.  
However the Board may not deny approval and registration of the share transfers in the following circumstances.  
In other transfers, the members of the Board appointed by the Group B Shareholders are to approve the transfer decision so that the Board will be entitled to approve the transfer transaction.
  1. As per the share register as of 3 April 1996i the Group A Shareholders is entitled to transfer their shares directly or indirectly to the companies in which they are shareholders subject to notice to the Group B shareholders, as long as the Group A shares will continue to be the majority shareholders.
  2. (illegible)...
  3. (illegible)...

(to continue in page 348)

İş bu tercümenin İNGİLİZCE  
asına / fotokopisine uygun olarak  
tarafından yapıldığını onaylarım.  
İngilizce Yeminli Tercüman  
Göktuğ ERKUŞ

(BARCODE)

Göktuğ  
ERKUŞ

ANADOLU İNŞAAT OTOMOBİL  
SANAYİ VE TİCARET A.Ş.



This document has been signed with secured e-signature on 17.03.2021  
within the scope of the Electronic Signature Law number 5070.The  
verification time is one month from e-signature date.











**APOSTILLE**  
**( Convention de La Haye du 5 Octobre 1961 )**

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timbre/Siegel-Stempel

10. İmza/Signature/Signature/Unterschrift:



ISUZU MOTIV  
TİCARET A.Ş.

## STATUS AMENDMENTS

From the Directorate of  
Istanbul Trade Register  
Registration No: 173921

Commercial Name  
ANADOLU ISUZU  
OTOMOTIV SANAYİ VE  
TİCARET ANONİM SİRKETİ

Corporate Headquarters:  
İstanbul Ümraniye Tepeüstü Fatih  
Sultan Mehmet Dist. Balkan St.  
No: 58 Buyaka E Block

## Article 7-

## Capital:

The company's capital is valued at 25.419.706,54 TL. (Twenty five million four hundred nineteen thousand seven hundred six Turkish Lira fifty four piaster) This capital is divided into 2.541.970,654 (two billion five hundred forty one million nine hundred seventy thousand six hundred fifty four) shares in total each at the amount of 1 piaster; as 1.366.404,402 (one billion three hundred sixty six million four hundred four thousand four hundred two) (A) Group shares in the name of the holder, 755.995,500 (seven hundred fifty five million nine hundred ninety five thousand five hundred) (B) Group shares in the name of the holder, 419.570,752 (four hundred nineteen million five hundred seventy thousand seven hundred fifty two) (C) Group shares.

## Partners

## A Group Partners:

-Domestic Partners  
Share Amount (TL) 13.664.044,02

## B Group Partners:

-Isuzu Motors Limited  
Share Amount (TL) 4.319.991,00

## -Itochu Corporation

Share Amount (TL) 3.239.964,00

## C Group Partners

-Public Offering

Share Amount (TL) 3.811.860,00

## Other

Share Amount (TL) 383.847,52

## Total

Share Amount (TL) 25.419.706,54

All of the 25.419.706,54 TL (Twenty five million four hundred nineteen thousand seven hundred six Turkish Lira fifty four piaster) which constitute the company's capital is paid free from collusion. The shares representing the capital are monitored within the framework of dematerializing principles before Central Registry Agency.

previous capital is paid free from collusion

## Article 7-

## Capital:

The capital of the company is valued at 84.000.000 TL. (Eighty four million Turkish Lira) This capital is divided into 8.400.000.000 (Eight billion four hundred million) shares in total each at the amount of 1 piaster; as 4.515.314.511 (four billion five hundred fifteen million three hundred fourteen thousand five hundred eleven) (A) Group shares in the name of the holder, 2.498.204.373 (two billion four hundred ninety eight million two hundred four thousand three hundred seventy three) (B) Group shares in the name of the holder, 1.386.481.116 (one billion three hundred eighty six million four hundred eighty one thousand one hundred sixteen) (C) Group shares

From this 58.580.293,46 (Fifty eight million five hundred eighty thousand two hundred ninety three Turkish Lira forty six piaster) which is increased this time and fully covered from internal resources:

- 56.752.572,70 TL (fifty six million seven hundred fifty two thousand five hundred seventy two Turkish Lira seventy piaster) is met by adding the positive distinctions from share capital adjustment which realize as a result of inflation correction made by the company due to the provisions of Tax Procedure Law numbered 213 to the capital;

- 708,41 TL (Seven hundred eight Turkish Lira forty one piaster) is met by adding the share premium on cancelled stocks and positive distinctions from inflation correction of the share premium on cancelled stocks to the capital;

- 119.735,03 TL (one hundred nineteen thousand seven hundred thirty five Turkish Lira three piaster) is met by adding the extraordinary reserves to the capital;

- 1.707.277,32 TL (one million seven hundred seven thousand two hundred seventy seven Turkish Lira thirty two piaster) is met by adding the reserve of affiliate's profit on sale and positive distinctions from inflation correction of the reserve of affiliate's profit on sale to the capital.

The shares representing the capital are monitored within the framework of dematerializing principles before Central Registry Agency.

## New Status:

## Article 7-

## Capital:

The capital of the company is valued at 84.000.000 TL. (Eighty four million Turkish Lira) This capital is divided into 8.400.000.000 (Eight billion four hundred million) shares in total each at the amount of 1 piaster; as 4.515.314.511 (four billion five hundred fifteen million three hundred fourteen thousand five hundred eleven) (A) Group shares in the name of the holder, 2.498.204.373 (two billion four hundred ninety eight million two hundred four thousand three hundred seventy three) (B) Group shares in the name of the holder, 1.386.481.116 (one billion three hundred eighty six million four hundred eighty one thousand one hundred sixteen) (C) Group shares

(stamps-signatures)

(SA)(18/264532)

**ASLINDAN  
TERCÜME EDİLMİŞTİR.**

KARTAL 9. NOTERİ  
MUSTAFA AKSAN  
YERİNE İMZА YETKİLİ BAŞKAN  
Sevgi ERKUS

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tercümanı Göktuğ ERKUS  
tarafından yapıldığını tasdik ederim.

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tarafından yeminli onaylarım.  
İngilizce yeminli Tercüman  
Göktuğ ERKUS

ANADOLU ISUZU OTOMOTİV  
SANAYİ VE TİCARET A.Ş.

No 07519

KARTAL 9. NOTERLİĞİ  
Üsküdar Cd. (Bağdat Cd.)  
No: 51/1 Kartal/İST.  
Tel: 0216 306 84 10 - 387 53 70







**APOSTILLE**  
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9. Mühür - Damga/Seal-stamp/Sceau-  
timbre/Siegel-Stempel

10. İmza/Signature/Signature/Unterschrift:

91

M. Güven