



**2020 BOARD of DIRECTORS
OPERATING REVIEW
REPORT**

GÜBRE FABRİKALARI TÜRK A. Ş.

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I. INTRODUCTION

A. REPORTING PERIOD

01.01.2020 - 31.12.2020

B. COMMERCIAL TITLE

Gübre Fabrikaları Türk Anonim Şirketi (“Gübretaş” or “the Company”)

C. TRADE REGISTER NUMBER

The Company is registered to the İstanbul Trade Registry with the registry number 47535.

D. CONTACT INFORMATION

HEAD OFFICE

The address of headquarters, which is registered to the trade registry, is “İstanbul Kadıköy Bora Sk. Nida Kule Göztepe İşm. No.1 K.12 (Bölüm: 42, 45) K. 30 - 31”.

The telephone, fax, e-mail and web address of Gübretaş are as below:

Tel: +90 (216) 468 50 50

Fax: +90 (216) 407 10 11

E-mail Address: gubretas@gubretas.com.tr

Web Address: www.gubretas.com.tr

The contact information of production facilities and regional offices is listed below;

YARIMCA FACILITIES

Address: Atalar Mahallesi Hayat Sokak No: 30 41740 Körfez / KOCAELİ

Phone : +90 (262) 528 46 40

Fax : +90 (262) 528 21 31

İZMİR FACILITIES

Address: Fatih Mah. Atatürk Cad.No: 28 Aliğa / İZMİR

Phone : +90 (232) 627 91 59

Fax : +90 (232) 627 91 59

FOÇA FACILITIES

Address: Baęarası Ky Hacıveli Mh. Foça-İzmir Karayolu No: 401 Foça / İZMİR

Phone: +90 (232) 822 81 48

İSKENDERUN FACILITIES

Address: Sariseki Mah. 12 Eylül Caddesi E-5 Karayolu Altı No: 1 İskenderun / HATAY

Phone : +90 (326) 656 22 88

Fax : +90 (326) 656 22 80

ANKARA REGIONAL OFFICE

Address: Emek Mah. Kazakistan Cad. (4. Cadde) No: 139 Çankaya / ANKARA

Phone : +90 (312) 212 75 75

Fax : +90 (312) 231 92 99

ANTALYA REGIONAL OFFICE

Address: Kızıltoprak Mah. Aspendos Bulvarı, Çam Plaza, No:19 Daire:3 Muratpaşa/ANTALYA

Phone : +90 (242) 311 43 73 - 83

Fax : +90 (242) 311 43 93

DİYARBAKIR REGIONAL OFFICE

Address: Kayapınar Mah. Urfa Yolu 3. Km DİYARBAKIR

Phone : +90 (412) 251 12 46 / +90 (412) 251 15 46

Fax : +90 (412) 251 18 55

İSKENDERUN REGIONAL OFFICE

Address: Sariseki Mah. Atatrk Cad. No: 6 Sariseki İskenderun/HATAY

Phone : +90 (326) 626 14 42 - 44 - 49

Fax : +90 (326) 626 14 50

İZMİR REGIONAL OFFICE

Address: Kırlar Mevkii Fatih Mah. Atatrk Cad. Helvacı - Alięa / İZMİR

Phone : +90 (232) 627 91 59

Fax : +90 (232) 627 91 60

SAMSUN REGIONAL OFFICE

Address: Kamalı Mah. 4043 Sok. No.1/A Atakum / SAMSUN

Phone : +90 (362) 266 40 10

Fax : +90 (362) 266 68 25

ŞANLIURFA REGIONAL OFFICE

Address: Ulubağ Mh. Recep Tayyip Erdoğan Blv. Tarım Kredi St. No.305/5 Haliliye/
ŞANLIURFA

Phone : +90 (414) 341 08 08

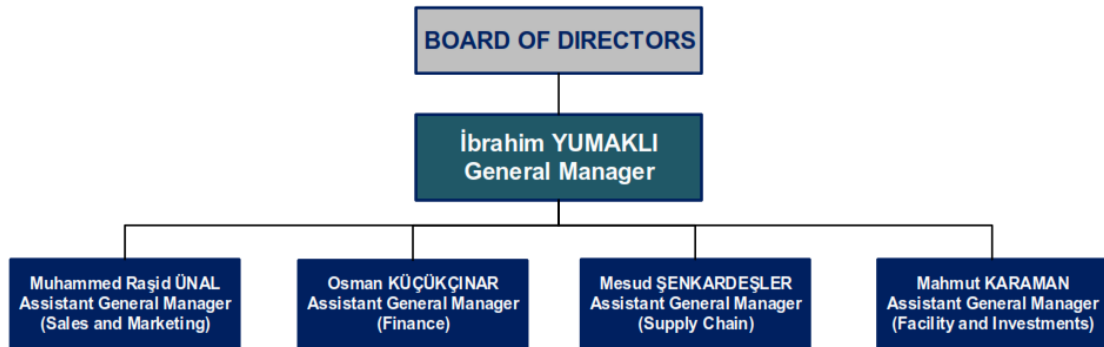
Fax : +90 (414) 381 08 10

TEKİRDAĞ REGIONAL OFFICE

Address: Hürriyet Mah. Dekanlar Sk. No: 2 Yaşam Plaza Kat:1 D:2 Süleymanpaşa/TEKİRDAĞ

Phone : +90 (282) 262 76 50 / +90 (282) 262 47 94

Fax : +90 (282) 262 98 51

E. ORGANIZATION CHART**F. CAPITAL STRUCTURE**

As of 31.12.2020, authorized share capital of the company is 1.000.000.000 ₺ and paid-in share capital is 334.000.000 ₺. There has not been any change in terms of share capital and shareholder's structure of Gübretas within the reporting period.

There is no preferred shares issued by the Company and the Company does not own any shares that it has acquired.

"Capital loss" or "Indebtedness" situations, which are defined in 376th article of TCC, has not been observed.

Table 1 : CAPITAL STRUCTURE

Shareholders	Share Amount -₺	Share %
Central Union of Turkish Agricultural Credit Cooperatives	253.684.606,88	75,95
Other	80.315.393,12	24,05
Total	334.000.000,00	100,00

G. BOARD OF DIRECTORS

Title	Name	Date of Election
Chairman	Fahrettin POYRAZ	19.12.2017
Vice Chairman	Ahmet BAĞCI	03.05.2018
Executive Member	İbrahim YUMAKLI	28.10.2016
Member	Mehmet TUNÇAK	03.05.2018
Member	Selahattin KÜLCÜ	22.03.2019
Member	Mehmet Okan ATEŞ	02.05.2019
Independent Member	Murat YAŞA	11.05.2017
Independent Member	Vahit Kirişçi	25.06.2020
Independent Member	Mehmet BULUT	30.03.2018

The members of Board of Directors have the rights, which are described in the Articles of Association and Turkish Commercial Code. In the footnote 16 of interim consolidated financial statements, information about the benefits provided to the Board of Directors and top management is disclosed.

H. TOP MANAGEMENT

Title	Name	Date of Appointment
General Manager	İbrahim YUMAKLI	28.10.2016
Assistant GM - Facility and Investments	Dr. Mahmut KARAMAN	04.02.2015
Assistant GM - Supply Chain	Mesud ŞENKARDEŞLER	30.09.2016
Assistant GM - Finance	Osman KÜÇÜKÇINAR	30.04.2020
Assistant GM – Sales & Marketing	Muhammed Raşid ÜNAL	15.06.2020

I. ADMINISTRATIVE ACTIVITIES

Number of Personnel

As of 31.12.2020, the number of personnel increased by 1% to 577 people compared to the previous year.

Training Activities

Training activities are aimed at developing managerial, personal and professional skills of the staff. Education activities of 397 hours were carried out in the year of 2020.

II. THE COMPANY'S ACTIVITIES

A. PRODUCTION

Gübretaş produced 466.340 tons (2019: 447.016 tons) of compound fertilizers, 119.840 tons (2019: 90.880 tons) of nitrogen-based fertilizers, 61.810 tons (2019: 45.200 tons) of phosphate-based fertilizers, and a total of 647.990 tons (2019: 583.096 tons) of solid fertilizers in the year of 2020. In addition, 36.909 tons (2019: 26.270 tons) of liquid and powder fertilizers were produced in the same period.

Solid fertilizer production increased by 11%; liquid-powder production increased by 41% in the year of 2020 compared to the year of 2019. Total fertilizer production including solid, liquid and powder increased by 12%.

Some of the products were used as raw material in the production process. Capacity utilization rate was 72% in the year of 2020.

Table 2: PRODUCTION BY GROUP -TON

Production	2020	2019	Change
Solid Fertilizer	647.990	583.096	%11
Liquid - Powder Fertilizer	36.909	26.270	%42
TOTAL	684.899	609.366	%12

B. SALES AND PURCHASES

The Company sold 1.995.837 tons (2019: 1.649.286 tons) of solid, 58.963 tons (2019: 47.758 tons) of liquid and powder fertilizers in the year of 2020.

The solid fertilizer sales increased by 19% and the liquid fertilizer sales increased by 23% in the year of 2020, compared to the previous year.

The volume of purchases was 1.742.832 tons in the year of 2019, and increased by 3% to 1.802.419 tons in the year of 2020. Export numbers increased by 41% to 52.910 tons in the year of 2020, while it was 37.411 tons in the year of 2019.

Table 3: PROCUREMENT AND SALES-TON

Solid Chemical Fertilizer	2020	2019	Change
Raw Material	482.422	505.364	(%4)
Commodity	1.317.997	1.237.468	%7
Total Purchases	1.802.419	1.742.832	%3

Table 4: SALES BY PRODUCT GROUPS-TON

Solid Chemical Fertilizer	2020	2019	Change
Compound	699.628	612.346	%14
Nitrogen-based	1.033.150	843.618	%19
Phosphate-based and others	293.059	193.122	%52
Total Solid Fertilizer	1.995.837	1.649.286	%21
Total Liquid - Powder Fertilizer	58.963	47.758	%23
Grand Total	2.054.800	1.697.044	%21

C. INVESTMENTS

In Turkish operations, the Company incurred 111.386.561 ₺ of capital expenditure in the year of 2020, while this figure was 94.201.716 ₺ in the year of 2019.

III. AFFILIATES AND SUBSIDIARIES

Detailed information about affiliates and subsidiaries are given in the Note 1 of interim consolidated financial statements of 31 December 2020.

IV. RAZİ PETROCHEMICAL CO.'S ACTIVITIES

A. PRODUCTION

In the year of 2020, 1.618.314 tons (2019: 1.605.364 tons) of fertilizer and fertilizer raw materials were produced in Razi Petrochemical Co. ("Razi"). The capacity utilization rate was 49% (2019: 43%)

Table 5: RAZİ PRODUCTION-TON

PRODUCT	2020	2019	Change	Capacity	2020 CUR
Ammonia	757.527	745.964	%2	1.336.000	%57
Urea	456.412	449.678	%1	594.000	%77
Sulphur	237.953	222.117	%7	508.000	%44
Sulphuric Acid	138.571	151.071	(%8)	627.000	%22
DAP	27.851	36.534	(%24)	450.000	%12
Total	1.618.314	1.605.364	%1	3.641.000	%49

B. SALES

In the year of 2020, 1.385.552 tons (2019: 1.182.247 tons) of fertilizer were sold. The total revenue generated by Razi and its subsidiaries were 1.327.098.806 ₺ (2019: 1.120.980.329 ₺) during the reporting period. Razi exported 991.321 tons and sold 394.225 tons in the domestic market in the year of 2020. The share of exports in total sales was 72%.

Table 6: RAZI SALES-TON

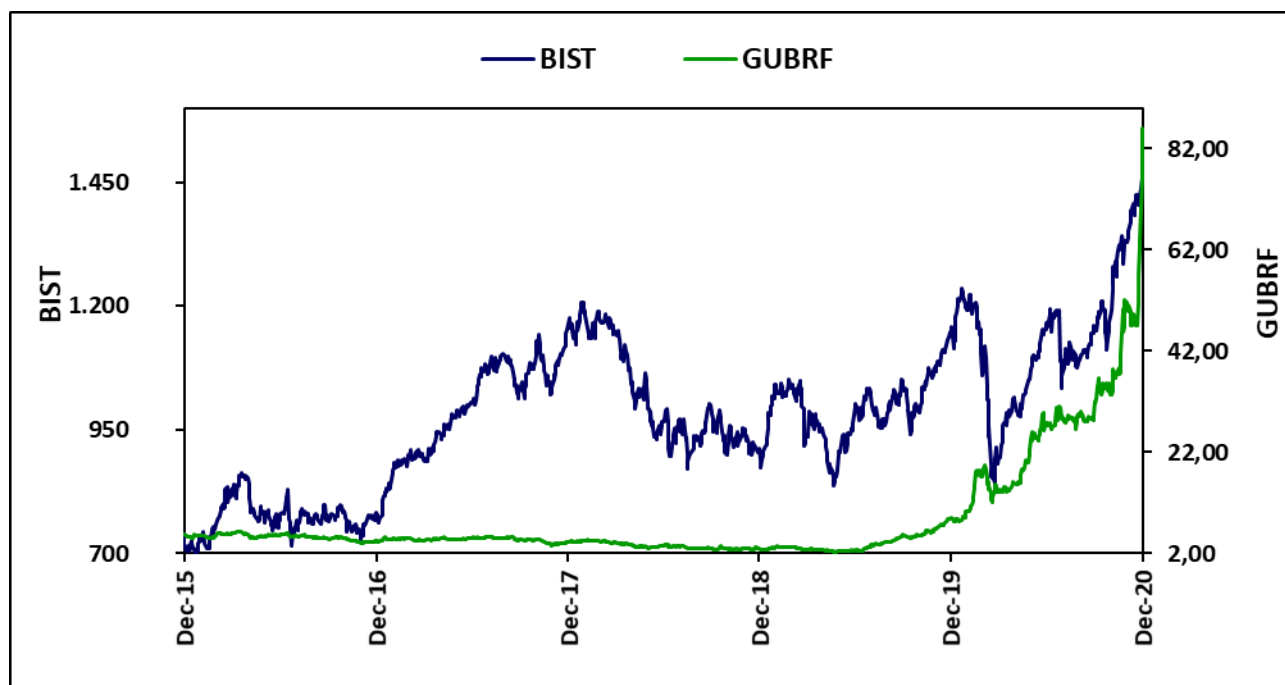
Sale Type	2020	2019	Change
Domestic	394.225	369.900	%7
Urea	204.538	209.793	(%3)
Sulphuric Acid	125.447	145.236	(%14)
DAP	51.790	5.589	%832
Ammonia	12.449	9.312	%34
Export	991.321	812.347	%22
Ammonia	495.034	416.917	%19
Urea	274.840	229.104	%20
Sulphur	220.954	165.302	%34
DAP	500	1.025	(%50)
TOTAL	1.385.546	1.182.247	%17

C. INVESTMENTS

26.821.488 ₺ of capital expenditures were incurred by the Iran operations in the year of 2020, while this figure was 35.203.287 ₺ in the same period of 2019.

V. PERFORMANCE OF THE STOCK

Graph 1 : PERFORMANCE OF THE STOCK



Date	12/31/2019	03/31/2020	06/30/2020	09/30/2020	12/31/2020
Stock Price	9,04	14,63	27,68	32,12	86,05

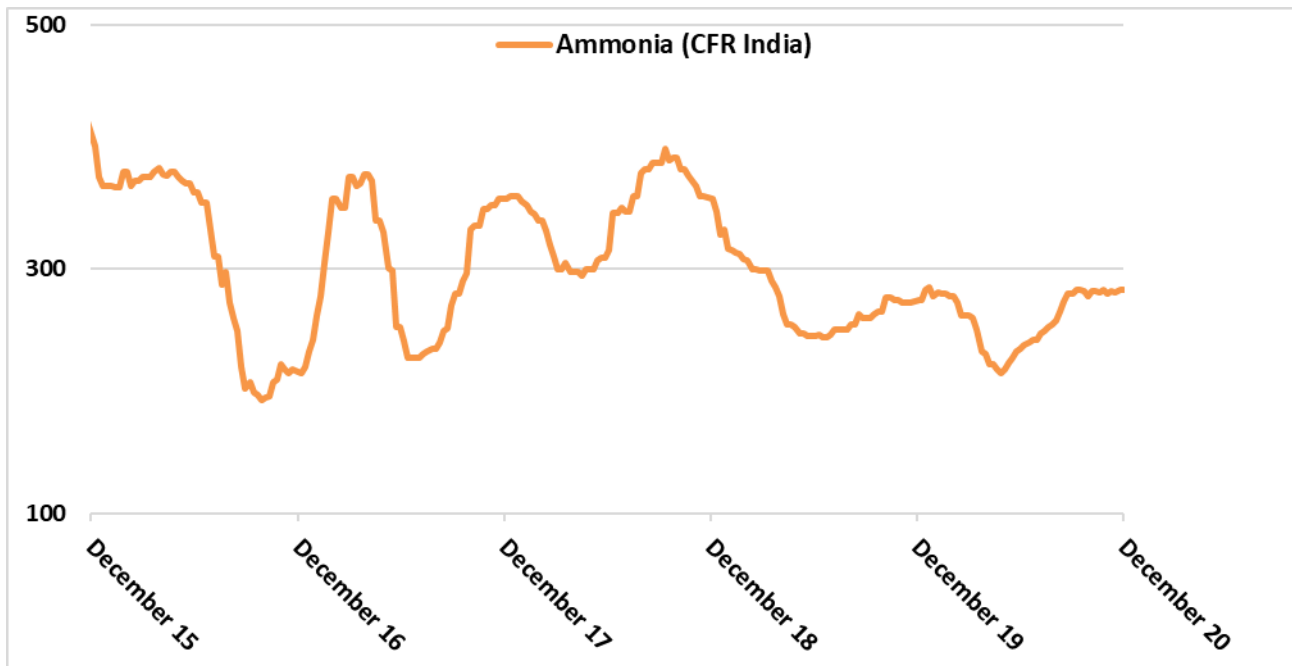
VI. REVIEW

The ammonia is the most important product for the Iranian operations. There was a downward trend in ammonia prices in the last quarter comparing to the previous quarter of 2020 on the other hand the prices are up to 15% compared to the same period of the last year. In the year of 2020, the average ammonia prices was around 260USD. Increasing Ammonia prices, has been observed as positive development for the Iranian operations. Also the 26% quarterly devaluation of the Iranian Riyal against the USD had a positive operational cost ratio effect on the Razi operations.

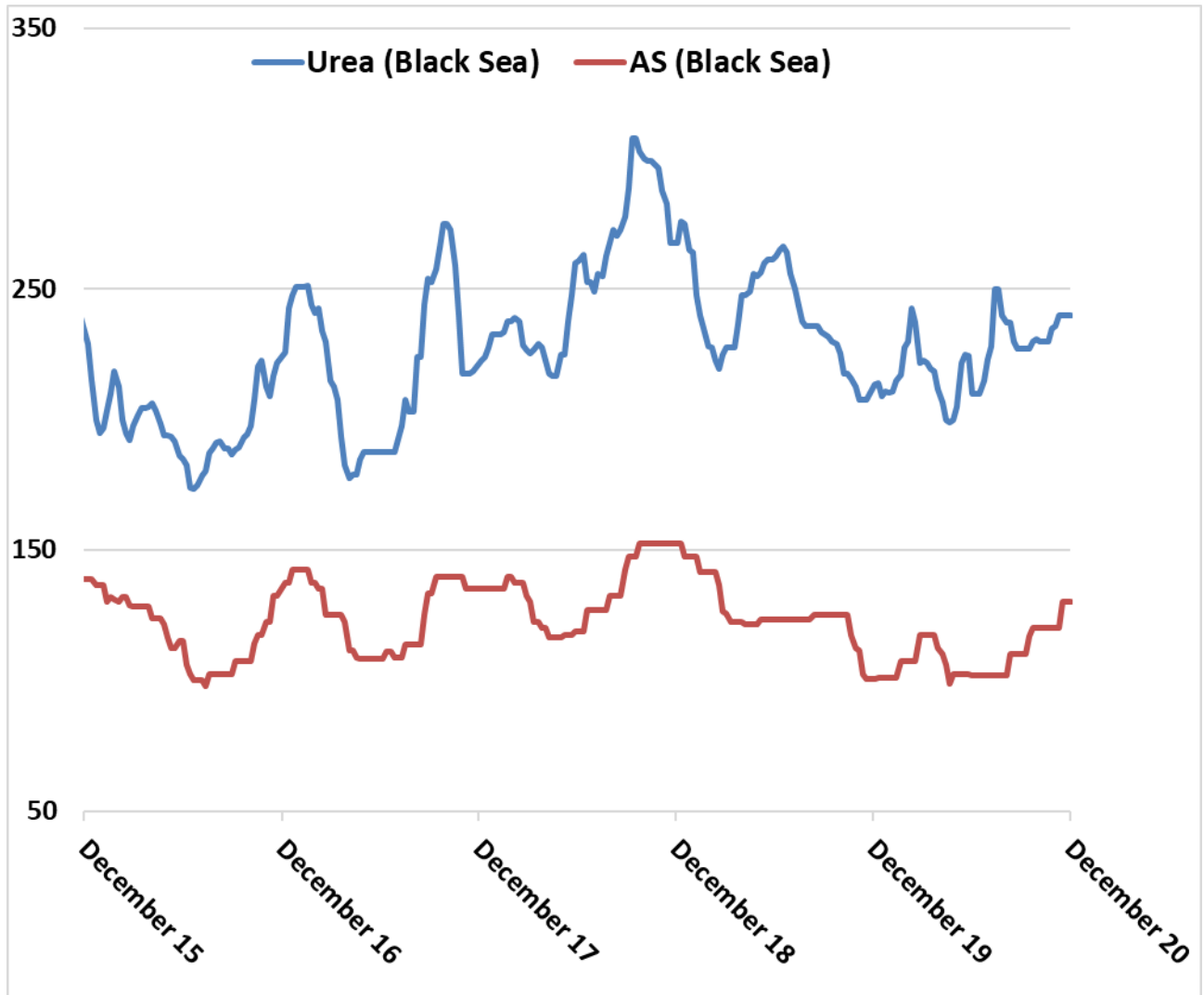
As the Ammonium Sulfat (AS) prices had a flat price trend in the last quarter, but on the nine months basis AS prices had fallen 15% compared to the the last year. The Urea prices that had an downward trend on second quarter, started to have a upward trend at the end

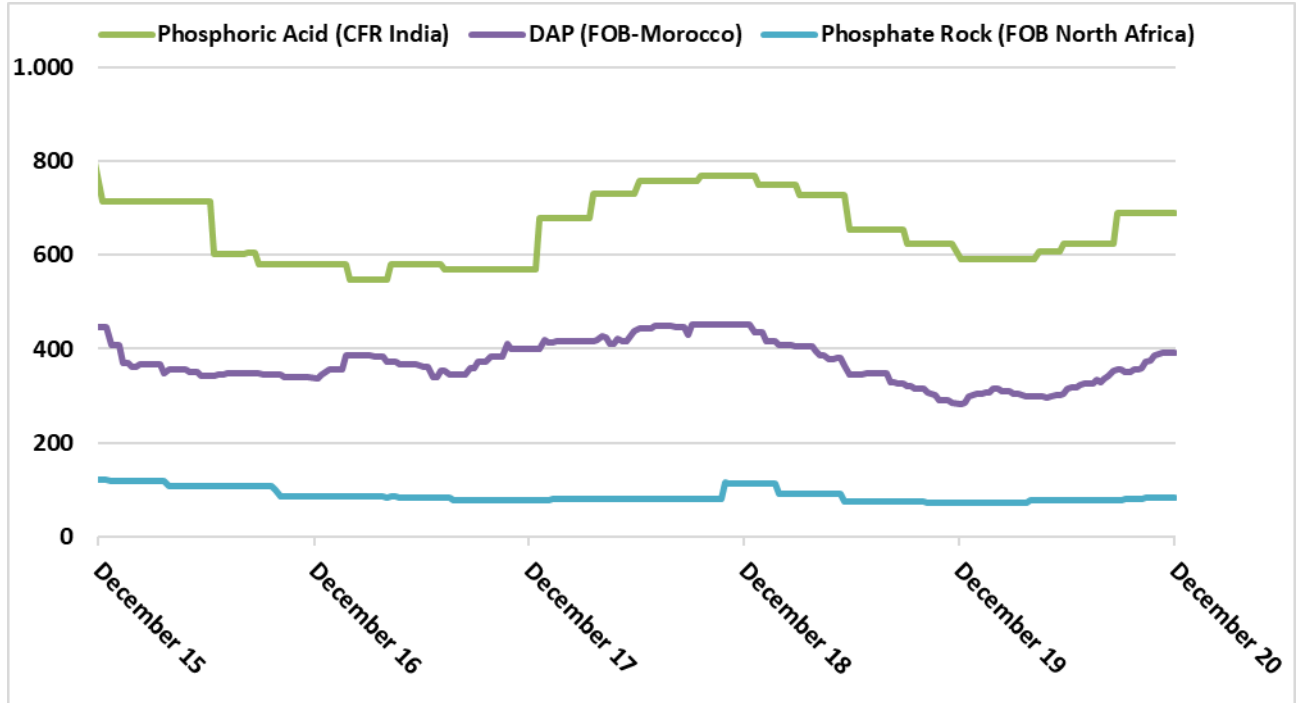
of the reporting period. In phosphate fertilizers and fertilizer raw materials, a period with predominantly upward movement has been observed at the end of the quarter.

Graph 2 : FERTILIZER PRICES IN INTERNATIONAL MARKETS - US\$/TON



Graph 3 : FERTILIZER PRICES IN INTERNATIONAL MARKETS - US\$/TON



Graph 4 : FERTILIZER PRICES IN INTERNATIONAL MARKETS - US\$/TON


VII. CORPORATE GOVERNANCE PRINCIPLES COMPLIANCE REPORT

In accordance with Communiqué on Corporate Governance, which is numbered II-17.1 and published by Capital Markets Board in 03.01.2014, within the year of 2020 covering the dates of 01.01.2020 - 31.12.2020, the following works have been realized by the Company in order to be compliant with the principles issued in the related communiqué:

1. About the fertilizer sales which will be realized by the Company, Gübre Fabrikaları T.A.Ş., within the year of 2019 to the related party, Central Union of Turkish Agriculture Credit Cooperatives, the conclusion part of the Board of Directors' report which was prepared due to the Article 10 under the heading of Common and Continuous Transactions of Communiqué on Corporate Governance numbered II-17.1 was submitted for public information on January 22, 2020.

2. Regarding to the article 11/1 of Corporate Governance Communiqué, Investor Relations Department prepared “Investor Relations 2020 1H Operating Report” related to activities within the first 6 months of 2020, “Investor Relations 2020 Yearly Operating Report” and submitted them for the Board’s information.
3. Regarding to the article 2.1.3, under the title of “Public Disclosure and Transparency”, in Corporate Governance Principles, which are stated in the Annex-1 of the Corporate Governance Communiqué, our disclosure of 2020 1Q-2Q-3Q financial statements excluding footnotes was announced in the Public Disclosure Platform both in Turkish and English.

VIII. CONCLUSION

DEAR SHAREHOLDERS,

In the year of 2020, 1.802.419 tons (2019: 1.742.832 tons) of fertilizers and raw materials were procured from domestic and foreign markets. In the year of 2020, 684.899 tons (2019: 609.366 tons) of various types of solid, liquid and powder fertilizer were produced at facilities and totally 2.054.800 tons (2019: 1.697.044 tons) fertilizers were sold in the same period. In Turkish operations of the Company, net sale revenues realized as 4.086.613.452 ₺ (2019: 3.223.516.040 ₺).

In addition, 1.618.314 tons (2019: 1.605.364 tons) of fertilizer and fertilizer raw materials were produced and 1.327.098.806 ₺ (2019: 1.120.980.329 ₺) sale revenues were realized by the sale of 1.385.546 tons (2019: 1.182.247 tons) of fertilizer and fertilizer raw material in Razi and its subsidiaries.

The Company reached to 5.413.712.258 ₺ (2019 : 4.344.496.369 ₺) consolidated sales revenue. Beside, by deducting cost of goods sold, operation expenses, other operating expenses-income and financial expenses; 471.209.510 ₺ (2019: -117.323.407 ₺) profit realized before tax. 416.068.128 ₺ (2019 -98.641.066 ₺) consolidated profit occurred after deducting 51.744.752 ₺ (2019/9: -18.682.401 ₺) net tax expense. 262.088.207 ₺ (2019: -149.740.564 ₺) consolidated net period profit to shareholders has occurred after deducting 154.012.046 ₺ (2019: 51.099.558 ₺) shares of minority shareholders.

We would kindly like to ask you to evaluate the results mentioned above regarding the year of 2020 activities.

Best Regards,

BOARD OF DIRECTORS