



Registration of a Charge

Company Name: **WE SODA LTD**

Company Number: **10264457**



XCV2N6PF

Received for filing in Electronic Format on the: **19/01/2024**

Details of Charge

Date of creation: **17/01/2024**

Charge code: **1026 4457 0017**

Persons entitled: **DENİZBANK A.Ş.**

Brief description:

Contains fixed charge(s).

Contains negative pledge.

Authentication of Form

This form was authorised by: **a person with an interest in the registration of the charge.**

Authentication of Instrument

Certification statement: **I CERTIFY THAT SAVE FOR MATERIAL REDACTED PURSUANT TO S. 859G OF THE COMPANIES ACT 2006 THE ELECTRONIC COPY INSTRUMENT DELIVERED AS PART OF THIS APPLICATION FOR REGISTRATION IS A CORRECT COPY OF THE ORIGINAL INSTRUMENT.**

Certified by: **CLIFFORD CHANCE LLP**



CERTIFICATE OF THE REGISTRATION OF A CHARGE

Company number: 10264457

Charge code: 1026 4457 0017

The Registrar of Companies for England and Wales hereby certifies that a charge dated 17th January 2024 and created by WE SODA LTD was delivered pursuant to Chapter A1 Part 25 of the Companies Act 2006 on 19th January 2024 .

Given at Companies House, Cardiff on 22nd January 2024

The above information was communicated by electronic means and authenticated by the Registrar of Companies under section 1115 of the Companies Act 2006



Companies House



**THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES**

SHARE PLEDGE AGREEMENT SUPPLEMENT

This share pledge agreement supplement, dated 17 January 2024 (this "Share Pledge Agreement Supplement"), is executed and delivered pursuant to Clause 4 (*Pledge over Additional Shares*) of the share pledge agreement dated 11 February 2022 between, We Soda Ltd as pledgor (the "Pledgor") and DenizBank A.Ş. as pledgee (the "Pledgee") and Ciner Kimya Yatırımları Sanayi ve Ticaret A.Ş. as company ("Company") (the "Share Pledge Agreement"). The terms defined in the Share Pledge Agreement and not otherwise defined herein shall have the same meaning in this Share Pledge Agreement Supplement.

The Pledgor hereby irrevocably and unconditionally establishes, grants and pledges in favour of the Pledgee, a first ranking pledge over the Additional Shares listed in List A attached hereto (**List of Additional Shares**) and all of the Pledgors' Related Rights in relation therewith, as collateral and continuing security for the Transaction Security Secured Obligations.

The Pledgor agrees that (i) this Share Pledge Agreement Supplement and the Share Pledge Agreement shall be read and construed as one document; that this Share Pledge Agreement Supplement constitutes an integral part of the Share Pledge Agreement, (ii) all actions provided to be undertaken under the Share Pledge Agreement for the establishment of the pledge thereunder shall be undertaken and the documents required to be delivered to evidence that the pledge created under the Share Pledge Agreement as per Clause 4 (*Pledge*) thereunder has duly been established shall be delivered for the establishment of the pledge under this Share Pledge Agreement Supplement, and, (iii) the Additional Shares and the Related Rights in respect thereof shall be and becomes part of the Pledged Shares under the Share Pledge Agreement and shall secure all Secured Obligations.

The Pledgor hereby certifies that the representations and warranties applicable to the Pledgor set forth in Clause 5 (*Representations and Warranties*) of the Share Pledge Agreement are true and correct on and as of the date hereof.

We Soda Ltd

(as Pledgor)

By : Ömer Ercengiz

Title : Authorized Signatory

Signature :

By : Ömer Ercengiz

Title : Authorized Signatory

Signature :

CİNER KİMYA YATIRIMLARI SANAYİ VE TİCARET A.Ş.	WE SODA LTD	DENİZBANK A.Ş.
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Execution copy

Denizbank A.Ş.

(as Pledgee)

By : *Corle D. V. S.*
Title : *Head of Corporate*
Signature : *INSTITUTIONAL BANKING*

By : *RAASHED AMIN*
Title : *CEO, UK*
Signature : *[Redacted]*

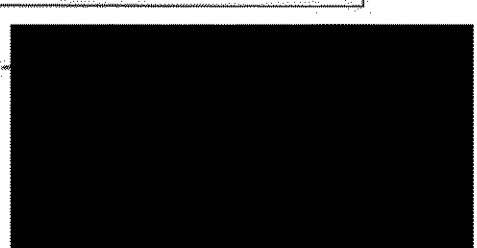
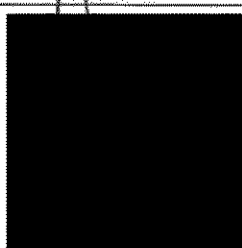
Ciner Kimya Yatırımları Sanayi ve Ticaret A.Ş.

(as Company)

By : *Ömer Ercengiz*
Title : *As Attorney*
Signature : *[Redacted]*

By : *Ömer Ercengiz*
Title : *As Attorney*
Signature : *[Redacted]*

CİNER KİMYA YATIRIMLARI SANAYİ VE TİCARET A.Ş.	VE SODA LTD	DENİZBANK A.Ş.
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Execution copy

LIST A
LIST OF SHARE CERTIFICATES REPRESENTING THE ADDITIONAL SHARES

Number of share certificate Issue-Serial		Type	Company	Shareholder	Number of shares	Nominal value per share (Turkish Lira)	Aggregate nominal value (Turkish Lira)
2	1	Registered	Ciner Kimya	WE Soda Ltd	75,546,937	1,00	75,546,937.00
2	2	Registered	Ciner Kimya	WE Soda Ltd	55,787,138	1,00	55,787,138.00
2	3	Registered	Ciner Kimya	WE Soda Ltd	278,935,505	1,00	278,935,505.00
2	4	Registered	Ciner Kimya	WE Soda Ltd	557,871,380	1,00	557,871,380.00
2	5	Registered	Ciner Kimya	WE Soda Ltd	557,871,380	1,00	557,871,380.00
2	6	Registered	Ciner Kimya	WE Soda Ltd	557,871,380	1,00	557,871,380.00
2	7	Registered	Ciner Kimya	WE Soda Ltd	557,871,380	1,00	557,871,380.00
2	8	Registered	Ciner Kimya	WE Soda Ltd	557,871,380	1,00	557,871,380.00
2	9	Registered	Ciner Kimya	WE Soda Ltd	557,871,380	1,00	557,871,380.00
2	10	Registered	Ciner Kimya	WE Soda Ltd	557,871,380	1,00	557,871,380.00
2	11	Registered	Ciner Kimya	WE Soda Ltd	557,871,380	1,00	557,871,380.00
2	12	Registered	Ciner Kimya	WE Soda Ltd	557,871,380	1,00	557,871,380.00

CINER KİMYA YATIRIMLARI SANAYİ VE TİCARET A.Ş.	WE SODA LTD	DENİZBANK A.Ş.
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