MINUTES OF THE ORDINARY GENERAL ASSEMBLY MEETING OF AKİŞ GAYMENKUL YATIRIM ORTAKLIĞI ANONİM ŞİRKETİ HELD ON 30.04.2024 FOR THE YEAR 2023

The Ordinary General Assembly Meeting of AKİŞ GAYRİMENKUL YATIRIM ORTAKLIĞI ANONİM ŞİRKETİ for 2023 was held on 30.04.2024 at 10:00 at the Akasya Culture and Art Hall at Acıbadem Mahallesi, Çeçen Sokak, No: 25, Akasya Shopping Center, 34660, Üsküdar, Istanbul under the supervision of the Ministry Representative Mr. EMRAH GÖZELLER, who was assigned by the letter dated 26.04.2024 and numbered 96227785 of the Turkish Ministry of Commerce, Istanbul Provincial Directorate of Commerce. Mr. RAİF ALİ DİNÇKÖK, Chairman of the Board of Directors of the Company, Mr. İHSAN GÖKŞİN DURUSOY, Deputy Chairman of the Board of Directors, Mrs. ALİZE DİNÇKÖK, Mr. MEHMET EMİN ÇİFTÇİ, Mrs. BERNA ÜLMAN and Mr. CEM YALÇINKAYA, Board Members, and Mr. BAKI ERDAL, Auditor of the company, on behalf of PWC BAĞIMSIZ DENETİM VE SERBEST MUHASEBECİ MALİ MÜŞAVİRLİK ANONİM ŞİRKETİ were present at the meeting.

The call for the meeting was made in due time, as stipulated in the Law and the Articles of Association and including the agenda, by being announced in the Turkish Trade Registry Gazette dated 04.04.2024 and numbered 11058, on the Public Disclosure Platform, on the electronic general assembly portal of the Central Registry Agency (MKK) and on our Company's corporate website www.akisgyo.com. The detailed Information Document containing the necessary explanations and relevant documents within the framework of the mandatory Corporate Governance Principles regarding the Annual Report of the Board of Directors for 2023, Independent Audit Report, Financial Statements, Proposal on Profit Distribution, Amendment to the Articles of Association and agenda items prepared within the framework of the provisions of the relevant legislation of the Capital Markets Board and the Ministry of Commerce of the Republic of Turkey has been made available for the examination of the shareholders at our Company headquarters, on the corporate website of the Company at www.akisgyo.com, on the electronic general assembly portal of the MKK and on the Public Disclosure Platform (KAP) at www.kap.org.tr within the legal period three weeks before the date of the General Assembly Meeting, except for the announcement and meeting days.

In the examination of the list of attendees, it has been determined that from the total nominal value of the Company's shares of 805.000.000,00-TL (eight hundred and five million Turkish Liras); 36.353.239,807 Group (A) nominal shares with a total nominal value of 36.353.239,807-TL and 529.991.513,351 Group (B) bearer shares with a total nominal value of 529.991.513,351-TL represent 45.293.058,867 Group (B) bearer shares with a total nominal value of 45.293.058,867-TL, a total of 611,637,812.025 shares with a nominal value of 611,637,812.025 TL were represented at the meeting thus, the minimum meeting quorum stipulated in the Law and the Articles of Association is present.

Chairman of the Board of Directors RAİF ALİ DİNÇKÖK made a statement about the way of voting in the physical environment. In this context, it has been stated that, as stated in both the Law and the Company's Articles of Association and Internal Directive, and without prejudice to the electronic voting arrangements, voting will be carried out openly and by raising hands among the shareholders who physically participate in the meeting in the meeting room, the shareholders who will vote against must declare the rejection vote verbally, and the shareholders who do not raise their hands, do not stand up or make any verbal statement will be deemed to have voted against.

In accordance with Article 1527 of the Turkish Commercial Code and the Regulation on General Assemblies to be Held in Electronic Environment in Joint Stock Companies published in the Official Gazette dated 28 August 2012 and numbered 28395, it has been determined by the Ministry Representative that the conditions in the relevant legislation have been fulfilled in order for the meeting to be opened simultaneously in physical and electronic environment and to be held through the electronic general assembly system.

The following statements were made by the Chairman of the Board of Directors RAİF ALİ DİNÇKÖK in order to briefly inform the shareholders about the implementation of the electronic general assembly:

- Negotiations and voting will be initiated simultaneously.
- Rights holders and their representatives participating in the meeting electronically will be able to send their opinions/questions in writing electronically.
- The voting time is two minutes. However, if all participants have sent the votes before this period expires, there will be no need to wait for the end of the period.
- After all votes are received electronically, the status of the total acceptance and rejection votes in the meeting room will be entered into the system and after the final voting result is recorded in the system in this way, the other agenda item will be discussed.

Following the presentation of the above-mentioned issues to the shareholders by RAİF ALİ DİNÇKÖK, Chairman of the Board of Directors, the meeting was opened physically and electronically at the same time and the following statement was made regarding the Company's 2023 activities and related results before the discussion of the agenda items:

"*Dear Shareholders/Stakeholders,*

2023 was left behind as a year in which the policy sets and approaches from previous years in the global economy evolved in a different direction, the problems arising from the supply chain that emerged after the pandemic and continued for a long time decreased considerably, the purchasing appetite of consumers weakened with the ongoing interest rate increases, and pricing behaviors completely reversed, especially in some sectors. While the Russian-Ukrainian war continued, the Israeli-Palestinian conflict, which emerged towards the end of the year, added new dimensions to global polarization.

The Turkish economy completed the first half of 2023 with high inflation, a relatively low exchange rate and low policy interest. After the Presidential Elections, which were completed in two rounds in May, both political tension decreased and financial data gradually started to improve within the framework of macro policy sets, which are described as more conventional and market-friendly with the new cabinet. While the continuation of the currently implemented policy sets is especially important for a gradual and time-spanning improvement on the inflation side, it also stands out as a promising development for 2024.

The commercial real estate and retail sector, in which we operate, continued its dynamism and upward momentum from the previous year in 2023. As a result of this trend, turnover records in TL and dollar terms were broken in our shopping centers and the increase in our rental income was well above inflation. In 2023, our priority is to provide the highest efficiency from the operational real estates in our portfolio, while reaching 99% occupancy rate in both shopping centers. However, in order to reach a healthier position in terms of both indebtedness and open positions, a structure has been created in such a way that it will be least affected by exchange rate and interest rate movements as in recent years.

2023 was a very productive year for our Company in terms of sustainability. On the Refinitiv platform, where we report, we managed to enter the top 10 among 473 companies in the world in our sector. In addition, we became the first institution in Turkey other than the financial sector to receive an ESG rating from Sustainable Fitch.

In 2024, as in the last few years, our priorities will be to increase our rental income as much as possible and to reduce our loan debt with the cash flow to be created. On the other hand, we will focus on digitalization and innovation within the scope of stakeholder satisfaction and expectations and strive to take our ability to create preferred living spaces to the next level.

As Akiş GYO, we think that we spent the year 2023 very successfully and efficiently. We will continue to be a pioneer in the sector with the same vision and desire in the coming period. On this occasion, I would like to thank all our stakeholders, especially our employees, and I believe that we will do the best possible in 2024 despite all the difficulties."

Following the presentation of the above explanations, RAİF ALİ DİNÇKÖK, Chairman of the Board of Directors, proceeded to the discussion of the agenda items.

I- The first item of the agenda was discussed.

Regarding the first item of the agenda, a motion with the following text was given by the representative of AKKÖK HOLDİNG ANONİM ŞIRKETI, one of the shareholders, and the motion was read to the general assembly:

"*We recommend that Mrs. SIDIKA ÇAĞLA ZINGIL be elected as the Chairman of* the *Meeting at the Ordinary General Assembly Meeting of the Company for 2023.*"

The motion was put to the vote of the shareholders.

As a result of the voting, it was decided to elect Mrs. SIDIKA ÇAĞLA ZINGIL as the Chairman of the Meeting at the Ordinary General Assembly Meeting of the Company for 2023 with a total of 6,533.21 negative votes, 1 negative vote of one shareholder attending the meeting electronically with 6,532.21 negative votes of the representative of ÖMER DİNÇKÖK, one of the shareholders attending the meeting, with a total of 611,631,278.82 positive votes and a majority of votes of other shareholders attending the meeting both electronically and physically.

The representative of the shareholder ÖMER DİNÇKÖK took the floor and declared that he was in opposition to this item of the agenda and this decision, that he reserved the right to file a lawsuit, and requested that the opposition annotation be recorded in the minutes.

In accordance with Article 431 of the Turkish Commercial Code and Article 24 of the Regulation on the Procedures and Principles of the General Assembly Meetings of Joint Stock Companies and the Ministry Representatives to Attend These Meetings published in the Official Gazette dated 28 November 2012 and numbered 28481, it was announced that the Chairman of the Meeting informed the Company that 18,370,389 shares with a nominal value of TL 18,370,389.00 out of the shares included in the above-mentioned meeting quorum were represented by the depositing representatives.

YASEMİN BİNGÖL YILDIRIMER was appointed as the Minute Clerk and SERCAN UZUN was appointed as the Vote Collector by the Chairman of the Meeting. MEHMET ALİ SUKUŞU, who holds the Central Registry Agency Electronic General Assembly System Certificate, was appointed as the expert to use the electronic general assembly system during the meeting by the Chairman of the Meeting in order to carry out the technical transactions in the electronic general assembly system at the time of the meeting.

The agenda of the meeting was read to the general assembly by the Chairman of the meeting.

The Chairman of the Meeting asked the General Assembly whether there were any proposals for changes regarding the order of discussion of the agenda items. Upon the declaration of the shareholders that there was no amendment proposal regarding the order of discussion of the agenda items, the Chairman of the Meeting continued to discuss the other items of the agenda.

II- The second item of the agenda was discussed.

Regarding the second item of the agenda, a motion with the following text was given by the representative of AKKÖK HOLDİNG ANONİM ŞİRKETİ, one of the shareholders, and the motion was read to the general assembly:

"*We recommend that the annual Activity Report for 2023 prepared by the Board of Directors is not re-read at the meeting within the legal period of three weeks before the date of the general assembly meeting, except for the announcement and meeting days, at the Company's headquarters, on the Company's corporate website at www.akisgyo.com, on the MKK's electronic general assembly portal and on the Public Disclosure Platform at www.kap.org.tr, since the sufficient time for the shareholders to read and review until the date of the meeting has passed.*"

The motion was submitted to the vote of the shareholders by the Chairman of the Meeting.

As a result of the voting, it was decided with a total of 611.637.811,02 positive votes and a majority of votes of all shareholders participating in the meeting, both electronically and physically, against 1 negative vote of a shareholder **participating in the meeting electronically, the annual Activity Report for 2023 prepared by the Board of Directors not to be re-read at the meeting within the legal period three weeks before the date of the general assembly meeting, except for the announcement and meeting days, due to the fact that it was opened for the examination of the shareholders at the Company's headquarters, the Company's corporate website at www.akisgyo.com, the MKK's electronic general assembly portal and the Public Disclosure Platform at www.kap.org.tr, and the sufficient time for the shareholders to read and review it until the date of the meeting.**

The Annual Report for the year 2023 prepared by the Board of Directors was opened for discussion by the Meeting Chairman and the shareholders were asked whether they had any questions within the scope of this item of the agenda.

Regarding this item of the agenda, ÖMER DİNÇKÖK's representative took the floor and declared that the following questions regarding this item of the agenda were asked to the Board of Directors within the framework of the rights to receive and review information in accordance with Article 437 of the Turkish Commercial Code and that he reserves the right to file a lawsuit.

General Manager LEVENT ÇANAKÇILI and Assistant General Manager of Financial Affairs NAİLE BANUHAN YÜRÜKOĞLU were requested to answer all questions to be asked by the members of the Board of Directors present at the General Assembly meeting of the Company within the scope of the meeting agenda on behalf of the Company's management and authorized in this regard.

The following questions were asked by the representative of the shareholder ÖMER DİNÇKÖK and the questions were answered as follows:

1- Can you provide information about Akiş-Mudanya Ordinary Partnership, Akyaşam Yönetim Hizmetleri A.Ş., WMG London Developments L.P., Akasya Çocuk Dünyası A.Ş., Aksu Real Estate E.A.D. in accordance with the accountability principles that reflect the truth in full and honestly, with due diligence, within the framework of Article 200 of the TCC, regarding the financial and asset-related situations of these companies and the results of their accounts, the relations of the parent company with the affiliated companies, the affiliated companies with each other, the shareholders, managers and their relatives of the parent and affiliated companies, the transactions they have made and their results?

In response to this question, NAİLE BANUHAN YÜRÜKOĞLU, Deputy General Manager of Financial Affairs of the Company, delivered the table prepared within the scope of Article 200 of the Turkish Commercial Code to the representative of ÖMER DİNÇKÖK, the shareholder.

The following additional statement was made by NAİLE BANUHAN YÜRÜKOĞLU, Deputy General Manager of Financial Affairs of the Company:

The submitted table includes companies within the scope of Article 200 of the TCC. WMG is not a subsidiary of our Company; WMG is an unincorporated limited partnership by nature and is managed by the general partner. WMG's management control is not in our Company. Our company has the same status as the limited partner status with which it previously held a 51% share; there has been no change in the articles of association. Our company only has a say in decisions that are characteristic.

2- You declare that you do not have control in this company, where you own approximately 90% of the shares with new share purchases. Can you explain why?

The following statement was made by NAİLE BANUHAN YÜRÜKOĞLU, Deputy General Manager of Financial Affairs of the Company:

Our shareholding rate increased from 51% to 89.30%; however, there was no change in the managerial status of our Company.

3- What are your expectations from the Akkök Next investment in 2023? In which specific areas are investments considered? Have investments been started? What stage is it at?

The following statement was made by the General Manager of the Company, LEVENT ÇANAKÇILI:

First of all, Next1 Fund is a fund designed jointly with Akkök Holding and 212 and established primarily to invest in advanced material technologies. A commitment of 5.78% was made to this fund through Akyaşam. The total size of the fund is $17.3 million, the fund's investment focus, material technologies, will invest in innovative sustainable material solutions that can impact the construction and retail sectors and from which a financial return is planned.

In addition, this investment is of strategic importance. When we say strategic importance, it is aimed to provide our Company with a competitive advantage and an additional contribution to the sustainability studies we attach importance to as a Company through sustainable new products and services that adapt to innovative world trends. At present, Akkök Next has only TL 200 thousand of founding capital in proportion to our 5.78% share in Akkök Next Yatırım Holding A.Ş. No payment has been made for our Company's share of the total amount of USD 17.3 million foreseen for the fund investment.

4- Regarding WMG London Developments L.P.:

a- In the GA in 2022, it was stated that "Construction will start after the renovation license is obtained in the project and it may take 1.5-2 years to complete the construction." Has the renovation license of the project been obtained? What are the plans of the Company management for this investment?

The following statement was made by NAİLE BANUHAN YÜRÜKOĞLU, Deputy General Manager of Financial Affairs of the Company:

Regarding the progress of the project, the procedure for starting construction in the UK is going through a process with a lot of requirements. There are some requirements called preconstruction work, but in this process, some changes came to the agenda in the legislation that we can translate as the fire regulation called second stair case. The by-election process in the UK was prolonged, there was a change in the law, we waited for the change to become clear because we predicted that it could affect the cost and we wanted to decide how to proceed. Currently, the project renovation process in accordance with the new fire regulation is in progress. Afterwards, the preconstruction work process will be completed. We are unable to provide complete information on when the license can be obtained. The process takes a long time.

b- How much did it cost in total within the scope of this project? Since 2018, when the investment was made, developments have been continuously negative and as a result, a loss corresponding to the entire registered value has occurred. What is the probability that further damages will occur in the coming period? Is there any guarantee given by Akiş GYO to third parties within the scope of this project?

The following statement was made by NAİLE BANUHAN YÜRÜKOĞLU, Deputy General Manager of Financial Affairs of the Company:

There is no guarantee given by Akiş. If we need to summarise the process after the investment is made very briefly; it can be summarised as the introduction of the pandemic, the increase in interest rates after the macroeconomic outlook in this framework, the decrease in housing prices, and the increase in construction costs. These have prolonged the process, the permit processes take a long time and it is a tedious process with many stages. The process was prolonged due to the amendment of the Fire Regulation. £5.5m has now been invested. In the future, we will clarify how we will proceed in the project. The reason for the increase to 89.30% is to be effective in specific decisions and not to get locked in. We intend to proceed with the most accurate and appropriate options such as continuing to invest or selling.

c- Although the value of this company was "0" in the KAP statement dated 09.10.2023 regarding this investment, which has a cost of £5.5 million so far, whose completion date is uncertain and which you have stated may cause loss thereafter, the 36.9172% partnership shares of Gamma Anglia I Limited Partnership in WMG London Developments L.P. were purchased for a price of £170,909.85. For what purpose were these shares purchased? Why were more shares purchased for an investment with a value of "0", and why was £170,909.85 paid for these shares?

The following statement was made by NAİLE BANUHAN YÜRÜKOĞLU, Deputy General Manager of Financial Affairs of the Company:

Although we do not have management control in our Company, it is aimed to provide quorums regarding the specific issues stipulated in the Limited Partnership Agreement. This share purchase was made in order to have a say in the course of the project.

d- Can you explain why a structure that will provide management control is not established in a company with a 90% share with an additional investment of £170,909.85, and what are the specific issues that are voted on even though there is no management control with an additional share purchase of 36.9%?

The following statement was made by NAİLE BANUHAN YÜRÜKOĞLU, Deputy General Manager of Financial Affairs of the Company:

As we emphasized in our Kap statement, it is important for our Company to continue the project, to be active and to be a decision maker in the sale of shares. In the limited partnership, all kinds of representation, binding and management authority belongs to the general partner. Our company does not have full control. No amendment has been made to the articles of association. What is critical is the direction in which the project will evolve, and at this point, we are at the point we want in the decision quorum. Specific decisions (Reserved Matters) are related to issues such as business plan change and liquidation. It should be emphasized that this structure is a limited partnership and has a fund-like structure.

e- WMG London's shareholding structure was asked in general meetings in previous years and it was stated that its other partners were an Icelandic investment fund. Could you give information about your investment plans? What is Gamma Anglia I LP's connection to the Icelandic fund? In our examination of this company, it has been observed that it is managed by a proxy named JTC Trustees and the real shareholders are not disclosed. Who are the true shareholders of Gamma Anglia I LP?

The following statement was made by NAİLE BANUHAN YÜRÜKOĞLU, Deputy General Manager of Financial Affairs of the Company:

We do not know the partnership structure of Gamma Anglia I LP, which is a partner. This Icelandic fund is also managed by a general partner.

f- Regarding the partnership structure of WMG London, the information of other partners other than Akiş GYO could not be reached. What is the reason why WMG London is based in Jersey, which is considered a tax haven, and no information is available about the other partners? Based on which references has Akiş GYO Board of Directors entered into a partnership in terms of the reputation and credibility of other partners? Has a compliance review been conducted for these partners?

The following statement was made by NAİLE BANUHAN YÜRÜKOĞLU, Deputy General Manager of Financial Affairs of the Company:

There was a limited partnership established in Jersey; Our company participated in this limited partnership through capital increase. Our company has entered an existing structure. There is no such thing as hiding information or not being able to

access information. We have already mentioned the Icelandic fund in previous general assemblies. Tormen Finance has a share of around 7% in the Limited Partnership; the remaining 3% belongs to an individual investor. Necessary examinations have been made by the general partner of the limited partnership regarding the compliance with the partners. Our company entered this structure later.

g- Who owns the remaining 10.70% shares after the last share purchase?

The following statement was made by NAİLE BANUHAN YÜRÜKOĞLU, Deputy General Manager of Financial Affairs of the Company:

Tormen Finance has a share of around 7% in the Limited Partnership; the remaining 3% belongs to an individual investor. The name of the individual investor is confidential information.

h- In our examinations, it has been understood that the shares of OXR Limited owned by WMG London Developments L.P. and the Aldgate Project being developed by OXR Limited are managed by a structure called "Trustee of WMG London Developments LP". It has been determined that there is a connection between this company and a person named Mehmet Dalman. On the other hand, there is another company called "WMG Advisors LLP" at the address of this company. The chairman of the Board of Directors of this company is Mehmet Dalman. Who is Mehmet Dalman? What is its connection to WMG London? The Board members of OXR Limited are Michael John Edmund Cooke and Pieter Van Leuven. It has been observed that these people are the managers of the company named WMG Advisors LLP, where Mehmet Dalman is the Chairman of the Board of Directors. Can you explain these links?

The following statement was made by NAİLE BANUHAN YÜRÜKOĞLU, Deputy General Manager of Financial Affairs of the Company:

Mehmet Dalman is involved in the general partner and the advisor; we knew him when we entered this structure.

5- In accordance with Article 39 of the Communiqué on Principles Regarding Real Estate Investment Trusts (III-48.1); Could you give explanations about the current situation, completion rate and duration of the projects, the realization of the predictions, and the problems?

The following statement was made by NAİLE BANUHAN YÜRÜKOĞLU, Deputy General Manager of Financial Affairs of the Company:

We have fixed investments that are expected to take action. We can say that there is no completion rate in Beykoz and WMG projects.

6- In the answer given to the question asked by the Company Management in the 2022 GA, it was stated that new zoning plans were prepared and finalized upon the cancellation of the zoning plan covering the area to be developed in the Beykoz region, and therefore zoning practices are expected to be completed. Could you give information about the latest situation regarding the Beykoz lands owned by Karlıtepe and the construction contracts in return for the land share signed by the ordinary partnership?

The following statement was made by the General Manager of the Company, LEVENT ÇANAKÇILI:

There are 7 lawsuits filed for the cancellation of the entire zoning plan and its cancellation on a parcel basis. There is no decision of annulment or stay of execution given by the courts in ongoing cases. In addition, as a result of a lawsuit filed against the Ministry of Environment, Urbanization and Climate Change in 2021 with the request of the cancellation of the sit rating decision, the administrative court decided to cancel the sit rating decision in December 2023. This information was obtained in February 2024, and we are also aware that the Ministry has appealed the case. The Ministry is expected to take action on this issue. If we give information about the projects; zoning applications have been made by the municipality regarding the immovables we call as the first stage, and the title deed registration stages have been completed. The action to be taken at the moment is the application for a building permit, but the municipality is waiting for this decision to be finalized due to the case for the annulment of the sit rating decision I mentioned. Regarding the other four stages, zoning applications are expected to be completed by the municipality, and the district municipality is expected to conclude the case for the cancellation of the sit rating decision for zoning applications.

7- Beykoz lands with a registered value of 417.600.000 TL have been reported as a short-term value under "Current Assets" in the balance sheet for many years. Can we get your views on the long-term classification of this amount under "Fixed Assets"?

The following statement was made by NAİLE BANUHAN YÜRÜKOĞLU, Deputy General Manager of Financial Affairs of the Company:

Our aim is to be able to take action as soon as possible regarding Beykoz lands. Therefore, we did not change the classification of Beykoz lands.

8- Regarding the sale of Çiftehavuzlar land; in the KAP statements made, it is understood that 97.000.000 TL will be collected in 2022, 101.000.000 TL and 37.000.000 TL in 2023, and a total of 235.000.000 TL will be collected. According to the statement, the sales price is 335.000.000 TL. From which KAP description can the payment for the amount of 100.000.000 TL be monitored?

The following statement was made by NAİLE BANUHAN YÜRÜKOĞLU, Deputy General Manager of Financial Affairs of the Company:

As stated in our last KAP statement, the real estate was sold for 335 million TL and it was stated that the remaining 37 million TL would be collected. 100 million TL has been collected in advance.

9- The USD value of Çiftehavuzlar land, which was purchased for 39.724.000 TL in 2013, is approximately 18.6 million USD at the time of purchase. The sales value of Çiftehavuzlar land in 2023 is 335.000.000 TL and the USD equivalent of this amount is approximately 18 million USD. Considering that there is no rental income from the purchase of this land until the date of sale, how do you explain that the sales amount 10 years later is lower than the purchase value 10 years ago?

The following statement was made by NAİLE BANUHAN YÜRÜKOĞLU, Deputy General Manager of Financial Affairs of the Company:

Some problems had arisen in the Caddebostan project. The real estate has been sold for 335 million TL and has not been sold below the appraisal value. Our loan debt has been closed with the income obtained. No rental income was obtained for 10 years. Profit has also been written in terms of inflation accounting.

10- Can you explain the Company's plans regarding the land in Bulgaria?

The following statement was made by NAİLE BANUHAN YÜRÜKOĞLU, Deputy General Manager of Financial Affairs of the Company:

It is out of the question for us to develop projects in this real estate; we will see what we can do in the process. Bids are received from time to time regarding this immovable, the bids are examined, but there is no transaction that has taken place.

The following statement was made by the representative of the shareholder ÖMER DİNÇKÖK:

These are my questions regarding the Annual Report. Since the answers given to the questions I asked regarding the Annual Report are insufficient, I remain in opposition and declare that I reserve the right to file a lawsuit under the provision of Article 437 of the Turkish Commercial Code.

The members of the Board of Directors present at the meeting were asked by the Chairman of the Meeting whether the answers given by the shareholders to the questions asked within the scope of this agenda item were confirmed, and it was declared that the answers were confirmed by the members of the Board of Directors present at the meeting.

The chairman of the meeting asked the shareholders whether they had any other questions regarding this item of the agenda, and upon the shareholders declaring that they did not have any other questions regarding this item of the agenda, it was stated that the 3rd item of the agenda would be discussed.

III- The third item of the agenda was discussed.

Regarding the third item of the agenda, the Opinion Section of the Independent Audit Report for 2023 was read by BAKI ERDAL on behalf of the company auditor PWC BAĞIMSIZ DENETİM VE SERBEST MUHASEBECİ MALİ MÜŞAVİRLİK ANONİM ŞİRKETİ.

IV- The fourth item of the agenda was discussed.

Regarding the fourth item of the agenda, a motion with the following text was given by the representative of AKKÖK HOLDİNG ANONİM ŞIRKETI, one of the shareholders, and the motion was read to the general assembly:

"We recommend that the main headings be read at the meeting since the 2023 Financial Statements were made available for shareholders' review at the Company headquarters, on the corporate website of the Company at www.akisgyo.com, on the electronic general assembly portal of the MKK and on the Public Disclosure Platform at www.kap.org.tr within the legal period of three weeks prior to the date of the general assembly meeting, excluding the announcement and meeting days, and since sufficient time has elapsed for shareholders to read and review them until the date of the meeting."

The motion was submitted to the vote of the shareholders by the Chairman of the Meeting.

As a result of the voting, since the Financial Statements for 2023 were opened for the examination of the shareholders at the Company's headquarters, on the Company's corporate website at www.akisgyo.com, on the MKK's electronic general assembly portal and on the Public Disclosure Platform at www.kap.org.tr within three weeks before the date of the general assembly meeting, excluding the announcement and meeting days, and there was enough time for the shareholders to read and review until the date of the meeting, it was decided to read the main titles of the meeting with a total of 611.637.811,02 positive votes and a majority of votes of all shareholders participating in the meeting, both electronically and physically, against 1 negative vote of a shareholder **participating in the meeting electronically.**

The main headings of the Financial Statements for 2023 were read.

The Financial Statements for 2023 were opened for negotiation by the Chairman of the Meeting and the shareholders were asked whether they had any questions within the scope of this item of the agenda.

The representative of ÖMER DİNÇKÖK, one of the shareholders, took the floor regarding this item of the agenda and declared that the following questions regarding this item of the agenda were asked to the Board of Directors within the framework of the rights to receive and review information in accordance with Article 437 of the Turkish Commercial Code and that he reserves the right to file a lawsuit:

1- The Company's average net monetary liability, which was 3.275.000.000 TL in 2022, decreased by approximately 15% in 2023 and reached 2.775.000.000 TL. In addition, the inflation rates for 2022 and 2023 remained the same at about 64%. In the light of these data, how do you explain that the monetary gain of 3.268.773.924 TL reported in 2022 decreased by 46% in 2023 and reached 1.758.468.895 TL?

The following statement was made by NAİLE BANUHAN YÜRÜKOĞLU, Deputy General Manager of Financial Affairs of the Company:

We would like to emphasize that these figures are audited by the independent audit company. We have a net monetary obligation. Our average net monetary position in 2021 and 2022 is 3.2 billion TL in liability direction, and the expected monetary position is 1.9 billion TL when multiplied by 64.27%, which is 2022 inflation. When we look at the relevant monetary position from the 2023 purchasing power, it can be calculated as 3.2 billion TL in our income statement by multiplying it by 64.77%. When we look at 2023, our average net monetary liability position over the quarterly balance sheets is 2.7 billion TL. When we multiply the relevant amount by 64.77%, which is the 2023 index, the expected monetary loss gain is 1.7 billion TL, and the relevant figure is reflected in our income statement.

2- Income related to other activities (excluding shopping mall revenues and Çiftehavuzlar) is 201,786,000 TL in 2023, costs are 100,688,000 TL, and gross profitability is 50%. Gross profitability for these services was 69% in 2021 and 55% in 2022. In other words, profitability has been steadily decreasing in the last 3 years. Can you explain the reasons why the profitability from other activities is so low while a sustainable rate of approximately 75%-80% is achieved in the gross profitability of shopping malls?

The following statement was made by NAİLE BANUHAN YÜRÜKOĞLU, Deputy General Manager of Financial Affairs of the Company:

Our profitability rates are increasing in our shopping malls. I think what you are talking about is mainly Akasya Çocuk and Akyaşam. While there is a challenging process on the part of Akasya Çocuk during the pandemic process, it is currently in the process of recovery. Therefore, we plan to progress to different figures in the future. Costs are increasing everywhere, as a result, we are going through a recovery period, and we think that we will reach better points in the process. You look at it by excluding the shopping centres and the Çiftehavuzlar property. Among the other revenues you mentioned, there are also Uşaklıgil rental revenues for 2022, so you see the rate as high. Uşaklıgil was sold in 2022. When the mentioned Uşaklıgil rental income is subtracted, the gross profitability increases.

3- In the footnote 23 of the financial statements, sales commission expenses, which were 19.188.659 TL in 2022, were reported as zero in 2023. As a result of which activities do sales commission expenses arise? In this respect, can you explain the reason for the difference between the two years?

The following statement was made by NAİLE BANUHAN YÜRÜKOĞLU, Deputy General Manager of Financial Affairs of the Company:

The sales commission is the real estate commission. There is a sales commission paid on the sale realized in 2022. There was no real estate commission paid in 2023. There is no commission paid for the real estate in Caddebostan; because there is no intermediary in between.

4- According to the information obtained from footnote 6 of the financial statements, 81% of the long-term loans amounting to a total of 1.8 million TL will be paid in 2025. Can this bring up the restructuring of the payment plan?

The following statement was made by NAİLE BANUHAN YÜRÜKOĞLU, Deputy General Manager of Financial Affairs of the Company:

We will work on determining both the number and the maturity regarding how we will proceed in the process. The maturities of the balloon payments are yet to come; we will be meeting with the banks towards the end of the year as we approach the maturities. We will decide in the process. We are aware of the existence of the balloon payment and we will take our refinancing actions on time.

5- The total amount of short and long-term prepaid financing expenses in footnote 9 of the financial statements is 138.534.959 TL. Which loans are prepaid financing expenses related to? What is the prepaid and accrued portion of these amounts? Can you explain the increase in prepaid financing expenses in a period when financial debts are decreasing? For the accrued part; which account is credited while the prepaid financing expense is debited?

The following statement was made by NAİLE BANUHAN YÜRÜKOĞLU, Deputy General Manager of Financial Affairs of the Company:

Although there is a sale-leaseback and Yapı Kredi Bank amount among the prepaid financing expenses, a significant part of it is related to intra-group financing. It is a figure that is not based on the purchase of goods and services. Debt stock has decreased significantly, and the point is that the cost of financing is affordable. At the point where there is an affordable cost, the process is carried out in this way.

6- Can you explain the intra-group financing relations you mentioned? Could you give information about the source of the borrowing?

The following statement was made by NAİLE BANUHAN YÜRÜKOĞLU, Deputy General Manager of Financial Affairs of the Company:

We are talking about the item we follow in other payables to related parties. This item consists of use from Akpa. We do not have information about the source; it can be asked at the general assembly of the relevant company. It is used within the framework of Akpa's existing idle resources in order to have an affordable cost according to market conditions.

7- Why are financing expenses paid in advance?

The following statement was made by NAİLE BANUHAN YÜRÜKOĞLU, Deputy General Manager of Financial Affairs of the Company:

The cost of financing is important for our Company, and according to the market conditions, it is proceeded in accordance with the appropriate cost method.

8- From your answer to the previous question, we understand that you have obtained a loan from Akpa, which is not a financial institution and is a related party, by paying the financing expense in advance. According to footnote 28 of the financial statements; financing expenses related to financial debts received from Ak-Pa decreased from 116.551.045 TL to 75.604.331 TL in 2022. However, the financial debt increased from 504.115.641 TL to 591.871.592 TL. While the financial debt increased by17%, can you explain the 35% decrease in the financing expense? Could you compare the interest rate of the debt received from Ak-Pa with the market value?

The following statement was made by NAİLE BANUHAN YÜRÜKOĞLU, Deputy General Manager of Financial Affairs of the Company:

Inflation accounting is applied. This difference is seen as it was multiplied by 1.6477 at the end of 2022 and brought to the end of 2023, but there is no decrease. There is both inflation accounting and periodic expenses. Both have an effect. This financing is used because it is cost-effective and has a good ratio to the market. Akpa's debt balance at the end of 2023 is above the year average. The 2022 year average is higher than the 2022 year-end amount. This is the reason why the financing expense in 2023 is lower.

9- Can you make an evaluation of the investments specified in footnote 5 of the financial statements? Could you give information about the financial results of the sale of Ünlü Portföy Yönetimi A.Ş. İda Capital Acceleration Venture Capital Investment Fund in 2023? In 2023, the company increased its investment in the international shipping company Navlungo. Can you evaluate the Navlungo investment in terms of the Company's strategy? Why was Akkök Next Yatırım Holding A.Ş. invested in?

The following statement was made by NAİLE BANUHAN YÜRÜKOĞLU, Deputy General Manager of Financial Affairs of the Company:

An inflation-accounted profit of TL 7.9 million was generated from the sale on the Ünlü side.

The following additional statement was made by the General Manager of the Company, LEVENT ÇANAKÇILI:

Regarding Next1; detailed answers were also given within the scope of the agenda item regarding the Annual Report, and investments were made to create a competitive advantage in advanced construction materials and to contribute to sustainability.

Regarding Navlungo; Navlungo, a company that can create a transportation infrastructure integrated with the rapidly developing e-commerce platforms after the pandemic, provides both domestic and international freight services. It has a very user-friendly application that helps smaller companies carry out partial transportation compared to companies that provide large freight services.

10- According to footnote 28 of the financial statements, the purchases made from Akkök Holding in the amount of 5.124.386 TL from 2022 increased to 20.486.235 TL in 2023. Could you give information about the content of the purchases and the reasons for the increase?

The following statement was made by NAİLE BANUHAN YÜRÜKOĞLU, Deputy General Manager of Financial Affairs of the Company:

The services received are corporate communication, human resources, finance, strategic planning and business development services. There has been an increase in the time spent and allocated by the Holding to our Company. The distribution key is determined by the holding. New projects are also in question, and there are operations carried out in this context. Numbers have increased in terms of purchases and consultancy. Inflation and cost increases have an effect, inflation accounting has also been made and basically there is an increase in the time spent in our Company. The scope of the purchase is the same. We can state that the time spent by the Holding on our Company has increased. There have also been issues related to automation in human resources, corporate communication and financial issues.

11- Can you explain the new projects that are the reason for the 4-fold increase from 2022 to 2023?

The following statement was made by NAİLE BANUHAN YÜRÜKOĞLU, Deputy General Manager of Financial Affairs of the Company:

There has been an increase in digitalization, human resources, corporate communication and business development projects.

12- As announced in the KAP statement dated May 8, 2015, based on the protocol signed with the Directorate of National Education, the company allocated a donation of TL 6,000,000 (TL 9,886,000 with inflation) for the school to be built in Ünalan Neighborhood opposite Akasya Shopping Mall until December 31, 2022. This provision is not seen in the balance sheet of 30.09.2023. This amount cannot be monitored in provisions that are no longer subject. Could you give information about the fate of this response and the construction of the school?

The following statement was made by NAİLE BANUHAN YÜRÜKOĞLU, Deputy General Manager of Financial Affairs of the Company:

The amount of the provision allocated is correct; the payment of this amount was made in 2023; therefore, it has ceased to be a provision. In accordance with the protocol made with National Education, money is given for the construction of the school and this money has been paid by our Company and our obligation has been fulfilled and ended. School construction is an issue before the Ministry of National Education.

The following statement was made by the representative of the shareholder ÖMER DİNÇKÖK:

These are my questions regarding the Financial Statements. Since the answers given to the questions I asked regarding the Financial Statements are insufficient, I remain in opposition and declare that I reserve the right to file a lawsuit under the provision of Article 437 of the Turkish Commercial Code.

The members of the Board of Directors present at the meeting were asked by the Chairman of the Meeting whether the answers given by the shareholders to the questions asked within the scope of this agenda item were confirmed, and it was declared that the answers were confirmed by the members of the Board of Directors present at the meeting.

The Chairman of the Meeting asked the shareholders whether they had any other questions regarding this item of the agenda, and upon the declaration of the shareholders that they did not have any other questions regarding this item of the agenda, the approval of the Financial Statements for 2023 was submitted to the vote.

It was resolved to accept and approve the Financial Statements for 2023 with a total of 6,533.21 negative votes, including 6,532.21 negative votes of ÖMER DİNÇKÖK representative and 1 negative vote of a shareholder who participated in the meeting electronically, against a total of 6,533.21 negative votes of other shareholders who participated in the meeting both electronically and physically, with a total of 611,631,278.82 positive votes and majority of votes.

The representative of shareholder ÖMER DİNÇKÖK took the floor and declared that he opposed this item of the agenda and this resolution, that he reserved his right to file a lawsuit, and requested that his opposition annotation be recorded in the minutes.

V- The fifth item of the agenda was discussed.

Pursuant to the fifth item of the agenda, it was stated by the Chairman of the Meeting that the release of all Board Members who served in 2023 will be submitted to a separate vote due to the activities of the Company in 2023.

The release of the Chairman of the Board of Directors RAİF ALİ DİNÇKÖK due to the activities of the Company in 2023 was submitted to the vote of the shareholders by the Chairman of the Meeting.

As a **result of the voting, it was decided to release the Chairman of the Board of Directors RAİF ALİ DİNÇKÖK due to the activities of the Company in 2023 with a total of 406.726.173,74 positive votes and a majority of votes of the other shareholders participating in the meeting, against a total of 6.533,21 negative votes, including 6.532,21 negative votes of the representative of ÖMER DİNÇKÖK, one of the shareholders participating in the meeting, and 1- negative votes of one shareholder participating in the meeting electronically. In this voting, pursuant to paragraph 2 of Article 436 of the Turkish Commercial Code; the voting right arising from 120.138.980,204 shares of this shareholder represented by the representative of RAİF ALİ DİNÇKÖK, who is a member of the board of directors of the shareholder, the voting right arising from 72.297.587,404 shares of this shareholder represented by the representative of ALİZE DİNÇKÖK, the voting right arising from 7.422.623,637 shares of this shareholder represented by the representative of MEHMET EMİN ÇİFTÇİ, the voting right arising from 5.045.913,833 shares of İHSAN GÖKŞİN DURUSOY and the voting right arising from 3.755.618,723 shares of this shareholder represented by the representative of İNTEKS SANAYİ İNŞAAT TİCARET ANONİM ŞİRKETİ have not been used.**

The representative of the shareholder ÖMER DİNÇKÖK took the floor and declared that he was in opposition to this item of the agenda and this decision, that he reserved the right to file a lawsuit, and requested that the opposition annotation be recorded in the minutes.

The release of İHSAN GÖKŞİN DURUSOY, Vice Chairman of the Board of Directors, by the Chairman of the Meeting due to the activities of the Company in 2023 was submitted to the vote of the shareholders.

As a **result of the voting, it was decided to release İHSAN GÖKŞİN DURUSOY, Deputy Chairman of the Board of Directors, for the activities of the Company in 2023, with a total of 406.726.173,74 positive votes and a majority of votes of the other shareholders participating in the meeting, against 6.532,21 abstaining votes (abstaining votes were accepted as negative votes) of the representative of ÖMER DİNÇKÖK, one of the shareholders participating in the meeting, and 1- negative votes of one shareholder participating in the meeting electronically. In this voting, pursuant to paragraph 2 of Article 436 of the Turkish Commercial Code; the voting right arising from 120.138.980,204 shares of this shareholder represented by the representative of RAİF ALİ DİNÇKÖK, who is a member of the board of directors of the shareholder, the voting right arising from 72.297.587,404 shares of this shareholder represented by the representative of ALİZE DİNÇKÖK, the voting right arising from 7.422.623,637 shares of this shareholder represented by the representative of MEHMET EMİN ÇİFTÇİ, the voting right arising from 5.045.913,833 shares of İHSAN GÖKŞİN DURUSOY and the voting right arising from 3.755.618,723 shares of this shareholder represented by the representative of İNTEKS SANAYİ İNŞAAT TİCARET ANONİM ŞİRKETİ have not been used.**

The release of AHMET CEMAL DÖRDÜNCÜ, Member of the Board of Directors, by the Chairman of the Meeting due to the activities of the Company in 2023 was submitted to the vote of the shareholders.

As a **result of the voting, it was decided to release Board Member AHMET CEMAL DÖRDÜNCÜ for the activities of the Company in 2023;** 6,532.21 abstaining votes (abstaining votes were accepted as negative votes) of ÖMER DİNÇKÖK, one of the shareholders participating in the meeting, and 1- negative votes of one shareholder participating in the **meeting electronically, with a total of 406,726,173.74 positive votes and a majority of votes of other shareholders participating in the meeting both electronically and physically. In this voting, pursuant to paragraph 2 of Article 436 of the Turkish Commercial Code; the voting right arising from 120.138.980,204 shares of this shareholder represented by the representative of RAİF ALİ DİNÇKÖK, who is a member of the board of directors of the shareholder, the voting right arising from 72.297.587,404 shares of this shareholder represented by the representative of ALİZE DİNÇKÖK, the voting right arising from 7.422.623,637 shares of this shareholder represented by the representative of MEHMET EMİN ÇİFTÇİ, the voting right arising from 5.045.913,833 shares of İHSAN GÖKŞİN DURUSOY and the voting right arising from 3.755.618,723 shares of this shareholder represented by the representative of İNTEKS SANAYİ İNŞAAT TİCARET ANONİM ŞİRKETİ have not been used.**

The release of Board Member ALİZE DİNÇKÖK due to the activities of the Company in 2023 was submitted to the vote of the shareholders by the Chairman of the Meeting.

As a **result of the voting, it was decided to release Board Member ALİZE DİNÇKÖK due to the activities of the Company in 2023 with a total of 406.726.173,74 positive votes and a majority of votes of the other shareholders participating in the meeting, against a total of 6.533,21 negative votes, including 6.532,21 negative votes of the representative of ÖMER DİNÇKÖK, one of the shareholders participating in the meeting, and 1- negative votes of one shareholder participating in the meeting electronically. In this voting, pursuant to paragraph 2 of Article 436 of the Turkish Commercial Code; the voting right arising from 120.138.980,204 shares of this shareholder represented by the**

representative of RAİF ALİ DİNÇKÖK, who is a member of the board of directors of the shareholder, the voting right arising from 72.297.587,404 shares of this shareholder represented by the representative of ALİZE DİNÇKÖK, the voting right arising from 7.422.623,637 shares of this shareholder represented by the representative of MEHMET EMİN ÇİFTÇİ, the voting right arising from 5.045.913,833 shares of İHSAN GÖKŞİN DURUSOY and the voting right arising from 3.755.618,723 shares of this shareholder represented by the representative of İNTEKS SANAYİ İNŞAAT TİCARET ANONİM ŞİRKETİ have not been used.

The representative of the shareholder ÖMER DİNÇKÖK took the floor and declared that he was in opposition to this item of the agenda and this decision, that he reserved the right to file a lawsuit, and requested that the opposition annotation be recorded in the minutes.

The release of Board Member MEHMET EMİN ÇİFTÇİ due to the activities of the Company in 2023 was submitted to the vote of the shareholders by the Chairman of the Meeting.

As a **result of the voting, it was decided to release Board Member MEHMET EMİN ÇİFTÇİ for the activities of the Company in 2023 with a total of 406.726.173,74 positive votes and a majority of votes of the other shareholders participating in the meeting, against a total of 6.533,21 negative votes, including 6.532,21 negative votes of the representative of ÖMER DİNÇKÖK, one of the shareholders participating in the meeting, and 1- negative votes of one shareholder participating in the meeting electronically. In this voting, pursuant to paragraph 2 of Article 436 of the Turkish Commercial Code; the voting right arising from 120.138.980,204 shares of this shareholder represented by the representative of RAİF ALİ DİNÇKÖK, who is a member of the board of directors of the shareholder, the voting right arising from 72.297.587,404 shares of this shareholder represented by the representative of ALİZE DİNÇKÖK, the voting right arising from 7.422.623,637 shares of this shareholder represented by the representative of MEHMET EMİN ÇİFTÇİ, the voting right arising from 5.045.913,833 shares of İHSAN GÖKŞİN DURUSOY and the voting right arising from 3.755.618,723 shares of this shareholder represented by the representative of İNTEKS SANAYİ İNŞAAT TİCARET ANONİM ŞİRKETİ have not been used.**

The representative of the shareholder ÖMER DİNÇKÖK took the floor and declared that he was in opposition to this item of the agenda and this decision, that he reserved the right to file a lawsuit, and requested that the opposition annotation be recorded in the minutes.

The release of İNTEKS SANAYİ İNŞAAT TİCARET ANONİM ŞİRKETİ, a member of the Board of Directors, due to the activities of the company in 2023 was submitted to the vote of the shareholders by the Chairman of the Meeting.

As a **result of the voting, it was decided to release the Board Member İNTEKS SANAYİ İNŞAAT TİCARET ANONİM ŞİRKETİ due to the activities of the company in 2023**; 6,532.21 abstaining votes (abstaining votes were accepted as negative votes) of the representative of ÖMER DİNÇKÖK, one of the shareholders attending the meeting, and 1- negative votes of one shareholder **attending the meeting electronically, with a total of 406,726,173.74 positive votes and a majority of votes of other shareholders attending the meeting both electronically and physically. In this voting, pursuant to paragraph 2 of Article 436 of the Turkish Commercial Code; the voting right arising from 120.138.980,204 shares of this shareholder represented by the representative of RAİF ALİ DİNÇKÖK, who is a member of the board of directors of the shareholder, the voting right arising from 72.297.587,404 shares of this shareholder represented by the representative of ALİZE DİNÇKÖK, the voting right arising from 7.422.623,637 shares of this shareholder represented by the representative of MEHMET EMİN ÇİFTÇİ, the voting right arising from 5.045.913,833 shares of İHSAN GÖKŞİN DURUSOY and the voting right arising from 3.755.618,723 shares of this shareholder represented by the representative of İNTEKS SANAYİ İNŞAAT TİCARET ANONİM ŞİRKETİ have not been used.**

The release of Independent Board Member BERNA ÜLMAN due to the activities of the Company in 2023 was submitted to the vote of the shareholders by the Chairman of the Meeting.

As a **result of the voting, the release of Independent Board Member BERNA ÜLMAN for the activities of the Company in 2023 was decided with a total of 406.726.173,74 positive votes and a majority of votes of the other shareholders participating in the meeting, in return for 6.532,21 abstaining votes (abstaining votes were accepted as negative votes) of the representative of ÖMER DİNÇKÖK, one of the shareholders participating in the meeting, and 1- negative votes of one shareholder participating in the meeting electronically. In this voting, pursuant to paragraph 2 of Article 436 of the Turkish Commercial Code; the voting right arising from 120.138.980,204 shares of this shareholder represented by the representative of RAİF ALİ DİNÇKÖK, who is a member of the board of directors of the shareholder, the voting right arising from 72.297.587,404 shares of this shareholder represented by the representative of ALİZE DİNÇKÖK, the voting right arising from 7.422.623,637 shares of this shareholder represented by the representative of MEHMET EMİN ÇİFTÇİ, the voting right arising from 5.045.913,833 shares of İHSAN GÖKŞİN DURUSOY and the voting right arising from 3.755.618,723 shares of this shareholder represented by the representative of İNTEKS SANAYİ İNŞAAT TİCARET ANONİM ŞİRKETİ have not been used.**

The release of Independent Board Member ELİF ATEŞ ÖZPAK due to the activities of the Company in 2023 was submitted to the vote of the shareholders by the Chairman of the Meeting.

As a result of the voting, the acquittal of Independent Board Member ELİF ATEŞ ÖZPAK for the activities of the Company in 2023 was decided with a total of 406.726.173,74 positive votes and a majority of votes of the other shareholders participating in the meeting, in return for 6.532,21 abstaining votes (abstaining votes were accepted as negative votes) of the representative of ÖMER DİNÇKÖK, one of the shareholders participating in the meeting, and 1- negative votes of one shareholder participating in the meeting electronically. In this voting, pursuant to paragraph 2 of Article 436 of the Turkish Commercial Code; the voting right arising from 120.138.980,204 shares of this shareholder represented by the representative of RAİF ALİ DİNÇKÖK, who is a member of the board of directors of the shareholder, the voting right arising from 72.297.587,404 shares of this shareholder represented by the representative of ALİZE DİNÇKÖK, the voting right arising from 7.422.623,637 shares of this shareholder represented by the representative of MEHMET EMİN ÇİFTÇİ, the voting right arising from 5.045.913,833 shares of İHSAN GÖKŞİN DURUSOY and the voting right arising from 3.755.618,723 shares of this shareholder represented by the representative of İNTEKS SANAYİ İNŞAAT TİCARET ANONİM ŞİRKETİ have not been used.

The release of Independent Board Member CEM YALÇINKAYA due to the activities of the Company in 2023 was submitted to the vote of the shareholders by the Chairman of the Meeting.

As a result of the voting, the release of Independent Board Member CEM YALÇINKAYA for the activities of the Company in 2023 was decided with a total of 406.726.173,74 positive votes and a majority of votes of the other shareholders participating in the meeting, in return for 6.532,21 abstaining votes (abstaining votes were accepted as negative votes) of the representative of ÖMER DİNÇKÖK, one of the shareholders participating in the meeting, and 1- negative votes of one shareholder participating in the meeting electronically. In this voting, pursuant to paragraph 2 of Article 436 of the Turkish Commercial Code; the voting right arising from 120.138.980,204 shares of this shareholder represented by the representative of RAİF ALİ DİNÇKÖK, who is a member of the board of directors of the shareholder, the voting right arising from 72.297.587,404 shares of this shareholder represented by the representative of ALİZE DİNÇKÖK, the voting right arising from 7.422.623,637 shares of this shareholder represented by the representative of MEHMET EMİN ÇİFTÇİ, the voting right arising from 5.045.913,833 shares of İHSAN GÖKŞİN DURUSOY and the voting right arising from 3.755.618,723 shares of this shareholder represented by the representative of İNTEKS SANAYİ İNŞAAT TİCARET ANONİM ŞİRKETİ have not been used.

The release of FERDA BESLİ, who resigned as an Independent Board Member on 15.06.2023 by the Chairman of the Meeting, due to the activities of the Company in 2023 was submitted to the vote of the shareholders.

As a result of the voting, it was decided to release FERDA BESLİ, who resigned as a Member of the Independent Board of Directors on 15.06.2023, due to the activities of the Company in 2023, with a total of 406.726.173,74 positive votes and a majority of votes of the other shareholders participating in the meeting, in return for 6.532,21 abstaining votes (abstaining votes were accepted as negative votes) of the representative of ÖMER DİNÇKÖK, one of the shareholders participating in the meeting, and 1- negative votes of one shareholder participating in the meeting electronically. In this voting, pursuant to paragraph 2 of Article 436 of the Turkish Commercial Code; the voting right arising from 120.138.980,204 shares of this shareholder represented by the representative of RAİF ALİ DİNÇKÖK, who is a member of the board of directors of the shareholder, the voting right arising from 72.297.587,404 shares of this shareholder represented by the representative of ALİZE DİNÇKÖK, the voting right arising from 7.422.623,637 shares of this shareholder represented by the representative of MEHMET EMİN ÇİFTÇİ, the voting right arising from 5.045.913,833 shares of İHSAN GÖKŞİN DURUSOY and the voting right arising from 3.755.618,723 shares of this shareholder represented by the representative of İNTEKS SANAYİ İNŞAAT TİCARET ANONİM ŞİRKETİ have not been used.

VI- The sixth item of the agenda was discussed.

Regarding the sixth item of the agenda, the Resolution of the Board of Directors dated 29.03.2024 and numbered (10), the text of which is written below, regarding the proposal to distribute the dividends for 2023, was read to the general assembly and the following resolutions are adopted:

"1. Net profit for the period included in the consolidated financial statements of the Capital Markets Board of our company issued within the framework of the provisions of the Communiqué Serial: II, No: 14.1 is 3,358,458,325.00 TL; net profit for the period included in the financial statements issued within the framework of the provisions of the Tax Procedure Law ("TPL") is 1,231,134,810.22 TL.

2. In our consolidated financial statements dated 31.12.2023 prepared in accordance with the provisions of the Communiqué Serial: II, No: 14.1 of the Capital Markets Board, there are net profit of 3,358,458,325.00-TL for the year 2023 and previous year profits of 3,236,671,995.00-TL in total. In accordance with the opinions of the Board specified in Article D/2 of the Board Decision dated 07.03.2024 and numbered 14/382 in the Bulletin of the Capital Markets Board dated

07.03.2024 and numbered 2024/14, it has been announced that the profit distribution will be made based on the Net Profit for the Period and Previous Year Losses before the inflation adjustment to be made in accordance with the provisions of the TPL. Pursuant to this Board Decision, in the financial statements of our Company prepared according to the Tax Procedure Law before the inflation adjustment, there are net profit for the year 2023 in the amount of 1.231.134.810,22-TL, as well as previous year losses in the amount of 498.507.511,97-TL, previous year profits in the amount of 150.531.903,03-TL and extraordinary reserves allocated from previous year profits in the amount of 284.661.246,77-TL, and accordingly, there is a distributable profit of 1.167.820.448,05-TL before the inflation adjustment in our financial statements prepared according to the Tax Procedure Law.

3. Since the previous year losses included IN the financial statements of our company as of the end of 2023 before the inflation adjustment prepared in accordance with the provisions of the TPL should be deducted with the previous year profits, the previous year losses in the amount of 435.193.149,80-TL should be deducted from the previous year profits and extraordinary reserves specified in Article 2, and the remaining 63.314.362,17-TL Previous Year Loss should be deducted from the net profit of 2023,

4. Within the framework of Article 519 of the Turkish Commercial Code and Article 33 of the Articles of Association of the Company, from the net profit of 3.358.458.325,00-TL in our consolidated financial statements prepared within the framework of the provisions of the Communiqué Series: II, No: 14.1 of the Capital Markets Board;

- As specified in paragraph (1) of Article 519 of the Turkish Commercial Code, it is envisaged to allocate 5% General Legal Reserve from the Net Profit for the Period until 20% of the Paid Capital is reached, as specified in the provision of subparagraph (a) of Article 33 of the Company's Articles of Association, and the Paid Capital of our Company is TL 805,000,000.00 and the General Legal Reserve amount before inflation adjustment in the records kept in accordance with the Tax Procedure Law is TL 109,461,965.09. According to the General Legal Reserve Fund limit of TL 161,000,000.00, which is 20% of the Paid-in Capital, an amount of TL 51,538,034.91 can be set aside as General Legal Reserve Fund, and since the General Legal Reserve Fund that can be set aside as 5% of the Period Net Profit of 2023 is higher than the General Legal Reserve Fund limit of TL 167,922,916.25, to set aside TL 51,538,034.91 as 1st Series Legal Reserve in accordance with the first paragraph of Article 519 of the TCC and Article 33 of the Company's Articles of Association,

- The first dividend in the amount of 40.250.000,00-TL, which corresponds to 5% of the paid-in capital of our company in the amount of 805.000.000,00-TL (the dividend amount corresponding to the share with a nominal value of 1.00-TL is 0.05-TL gross, the dividend rate is 5.00% gross.) to be distributed to our partners in cash,

- The second dividend in the amount of 19.750.000,00-TL from the remaining amount of 3.270.508.164,09-TL (the dividend amount corresponding to the share with a nominal value of 1.00-TL is 0,07453416-TL gross, the dividend rate is 7,453416% gross) to be distributed to our partners in cash,

- 1,975,000.00-TL General Legal Reserve is allocated based on the second dividend distributed,

- To determine the total of the 1st and 2nd dividends to be distributed to our partners as 60,000,000.00 TL (the dividend amount corresponding to a share with a nominal value of 1.00 TL is 0.07453416 TL gross, the dividend rate is 7.453416% gross),

- Total 3.244.945.290,09-TL to be allocated as General Legal Reserve,

5. To Pay the dividend amounts shall be paid in cash on 08.05.2024,

6. To submit this dividend distribution proposal of our Board of Directors to the approval of our General Assembly,

7. To announce to the public ourur decision regarding this profit distribution proposal and the 2023 Profit Distribution Table prepared within the framework of the decisions of the Capital Markets Board ''

Pursuant to the decision of the Board of Directors dated 29.03.2024 and numbered (10), the proposal for the distribution of the dividends for 2023 was submitted to the vote of the shareholders by the Chairman of the Meeting.

As a **result of the voting, it was decided to distribute the dividends for 2023 in cash on 08.05.2024 as specified in the above-mentioned decision of the Board of Directors dated 29.03.2024 and numbered (10);** The decision was taken by a majority vote, with a total of 7,121.11 negative votes, including 6,532.21 abstentions (abstaining votes are considered as negative votes) of the representative of ÖMER DİNÇKÖK, 7,120.11 negative votes of HÜSEYİN BAHTİYAR İNCİ, and 1 negative vote of a shareholder who attended the meeting electronically. In total, the decision was taken by a majority vote of 611,624,158.71 positive votes of other shareholders who attended the meeting both electronically and physically.

Since there is no proposal, motion, or suggestion regarding the distribution of dividends to the members of the Board of Directors, no vote has been taken on this issue.

VII- The seventh item of the agenda was discussed.

Pursuant to the seventh article of the agenda, the appointment of CEM YALÇINKAYA as an Independent Board Member in accordance with Article 363 of the Turkish Commercial Code to be submitted to the approval of the first general assembly with the decision of the Board of Directors dated 14.07.2023 in place of FERDA BESLİ, who resigned as an Independent Board Member as of 15.06.2023, was submitted to the approval of the general assembly.

As a result of the voting, the appointment of CEM YALÇINKAYA as an Independent Board Member was decided by a majority vote, with 611,631,278.82 positive votes and votes from the other shareholders who attended the meeting both electronically and physically, against 6,532.21 abstentions (abstaining votes are considered as negative votes) of the representative of ÖMER DİNÇKÖK, one of the shareholders attending the meeting, and 1 negative vote from a shareholder attending the meeting electronically.

VIII- The eighth item of the agenda was discussed.

Regarding the eighth item of the agenda, in accordance with Article 13 of the Company's Articles of Association titled "Board of Directors and Term of Office", a joint motion with the following text was given by the (A) Group privileged shareholders RAİF ALİ DİNÇKÖK representative and NİLÜFER DİNÇKÖK ÇİFTÇİ representative and the motion was read to the shareholders:

"We propose to elect RAİF ALİ DİNÇKÖK, İHSAN GÖKŞİN DURUSOY, ALİZE DİNÇKÖK, MEHMET EMİN ÇİFTÇİ and LEVENT ÇANAKÇILI, whose resumes are included in the Information Document, to serve as Members of the Board of Directors of the Company for 1 year."

The joint motion given by the Chairman of the Meeting, the (A) Group privileged shareholders RAİF ALİ DİNÇKÖK representative and NİLÜFER DİNÇKÖK ÇİFTÇİ representative was submitted to the vote.

As a result of the voting, the election of RAİF ALİ DİNÇKÖK, İHSAN GÖKŞİN DURUSOY, ALİZE DİNÇKÖK, MEHMET EMİN ÇİFTÇİ and LEVENT ÇANAKÇILI, whose resumes are included in the Information Document and who declared in writing that they accept the duty of being a member of the board of directors, to serve as the members of the Board of Directors of the Company for a period of 1 year, **was decided with a total of 611.426.450,82 positive votes and a majority of votes, against 6.532,21 negative votes of ÖMER DİNÇKÖK, one of the shareholders participating in the meeting, and 204.829 negative votes of some shareholders participating in the meeting both electronically and physically.**

The representative of the shareholder ÖMER DİNÇKÖK took the floor and declared that he was in opposition to this item of the agenda and this decision, that he reserved the right to file a lawsuit, and requested that the opposition annotation be recorded in the minutes.

Regarding the eighth item of the agenda, a motion was made by the representative of AKKÖK HOLDİNG ANONİM ŞIRKETI with the text below and the motion was read to the shareholders:

"We propose that *İNTEKS SANAYİ İNŞAAT TİCARET ANONİM ŞİRKETİ, whose resume is represented by Meral Miryam Molinas in the Information Document, be elected as a member of the board of directors of the company for a period of 1 year; and that BERNA ÜLMAN, ELİF ATEŞ ÖZPAK and CEM YALÇINKAYA, whose resumes are included in the Information Document, be elected as members of the independent board of directors for a period of 1 year, within the framework of the principles regarding the independence of the members of the board of directors specified in the Corporate Governance Principles of the Capital Markets Board, with the letter of the Capital Markets Board dated 16.04.2024 and numbered E-12233903-110.07.07-52584.* "

The proposal given by the Chairman of the Meeting by the representative of AKKÖK HOLDİNG ANONİM ŞIRKETI was submitted to the vote.

Pursuant to the voting, İNTEKS SANAYİ İNŞAAT TİCARET ANONİM ŞİRKETİ, registered with the registration number 99802-45700 in the Istanbul Trade Registry Directorate, represented by Meral Miryam Molinas, whose resume is included in the Information Document, declares in writing that they accept the duty of being a member of the board of directors to serve as a member of the board of directors for 1 year, BERNA ÜLMAN, ELİF ATEŞ ÖZPAK and CEM YALÇINKAYA, whose resumes are included in the Information Document, were nominated within the framework of the principles regarding the independence of the members of the board of directors specified in the Corporate Governance Principles of the Capital Markets Board and the Capital Markets Board's letter dated 16.04.2024 and numbered E-12233903-110.07.07-52584 was decided by a majority vote, with a total of 211,361.21 negative votes, including 6,532.21 negative votes from the representative of ÖMER DİNÇKÖK, and a total of 204,829 negative votes from some shareholders who attended the meeting electronically, and a total of 611,426,450.82 positive votes from other shareholders who attended the meeting both electronically and physically.

The representative of the shareholder ÖMER DİNÇKÖK took the floor and declared that he was in opposition to this item of the agenda and this decision, that he reserved the right to file a lawsuit, and requested that the opposition annotation be recorded in the minutes.

IX- The ninth item of the agenda was discussed.

Regarding the ninth item of the agenda, a motion with the following text was given by the representative of AKKÖK HOLDİNG ANONİM ŞIRKETI, one of the shareholders, and the motion was read to the shareholders:

"We propose to determine the monthly net wage to be paid to each of the Board Members and Independent Board Members as 75.000,00-TL."

The motion was put to the vote of the shareholders by the Chairman of the Meeting regarding each Board Member.

As a result of the voting, it was resolved to determine the remuneration to be paid to each of the Members of the Board of Directors and Independent Members of the Board of Directors as net TL 75000.00 per month, with a total of 18376922.21 negative votes, including 6532.21 negative votes of the representative of ÖMER DİNÇKÖK, one of the shareholders attending the meeting, and a total of 18370.390 negative votes of some shareholders attending the meeting electronically, against a total of 322762659.19 positive votes and majority of votes of the other shareholders attending the meeting both electronically and physically. Pursuant to paragraph 1 of Article 436 of the Turkish Commercial Code, the voting right arising from 120,138,980,204 shares belonging to this shareholder represented by the representative of RAİF ALİ DİNÇKÖK, who is a member of the board of directors of the shareholder, the voting right arising from 72,297,587,404 shares belonging to this shareholder represented by the representative of ALİZE DİNÇKÖK, the voting right arising from 7,422,623,637 shares belonging to this shareholder represented by the representative of MEHMET EMIN ÇİFTÇİ, the voting right arising from 5.045,913,833 shares belonging to İHSAN GÖKŞİN DURUSOY and the voting right arising from 3,755,618,723 shares belonging to this shareholder represented by the representative of İNTEKS SANAYİ İNŞAAT TİCARET ANONİM ŞİRKETİ, and the voting right arising from 65,593,125,548 shares belonging to this shareholder represented by the representative of NİLÜFER DİNÇKÖK ÇİFTÇİ have not been used.

The representative of the shareholder ÖMER DİNÇKÖK took the floor and declared that he was in opposition to this item of the agenda and this decision, that he reserved the right to file a lawsuit, and requested that the opposition annotation be recorded in the minutes.

X- The tenth item of the agenda was discussed.

Regarding the tenth item of the agenda, the Board of Directors Decision dated 29.03.2024 and numbered (11), the text of which is written below, has been read:

"Pursuant to the Turkish Commercial Code and the" Communiqué on Independent Auditing Standards in the Capital Market "amended by the Communiqué X Series, No. 28 of the Capital Markets Board, it was decided to propose the election of PwC BAĞIMSIZ DENETİM VE SERBEST MUHASEBECİ MALİ MÜŞAVİRLİK ANONİM ŞİRKETİ company to the General Assembly at the ordinary general assembly meeting for 2023 in line with the report of the Audit Committee for the audit of our company's financial statements and reports for the period of 2024."

In accordance with the "Communiqué on Independent Auditing Standards in the Capital Market" published by the Capital Markets Board and the "Turkish Commercial Code" and based on the above-mentioned decision of the Board of Directors, the election of the Independent Auditor was submitted to the vote of the shareholders by the Chairman of the Meeting.

As a **result of the voting, in accordance with the Turkish Commercial Code and the "Communiqué on Independent Auditing Standards in the Capital Market" amended by the Communiqué X Series, No. 28 of the Capital Markets Board, in line with the report of the Audit Committee for the audit of the financial statements and reports of our Company for the period of 2024, it was decided to select PWC INDEPENDENT DENETIM AND CERTIFIED MUHASEBECİ MALİ MAŞAVİRLİK ANONİM ŞİRKETİ, registered with the Boğaziçi Institutions Tax Office Directorate with the tax number 1460022405, located at Kılıçali Paşa Mahallesi, Meclis-i Mebusan Caddesi, No: 8, İç Kapı No: 301, Beyoğlu/İstanbul, and registered with the Istanbul Trade Registry Directorate with the Registration Number 201465-14900 and Mersis Number 0146002240500015 with a total of 6.533,21 negative votes, 1 negative vote of the shareholder ÖMER DİNÇKÖK, one of the shareholders participating in the meeting, with a total of 611.631.278,8-positive votes and most positive votes of the other shareholders participating in the meeting, both electronically and physically.**

The representative of the shareholder ÖMER DİNÇKÖK took the floor and declared that he was in opposition to this item of the agenda and this decision, that he reserved the right to file a lawsuit, and requested that the opposition annotation be recorded in the minutes.

XI- The eleventh item of the agenda was discussed.

Pursuant to the eleventh item of the agenda, the shareholders were informed by NAİLE BANUHAN YÜRÜKOĞLU, Deputy General Manager of Financial Affairs of the Company, that there were no transactions carried out by the Company within the scope of this agenda item in 2023.

XII- The twelfth item of the agenda was discussed.

Pursuant to the twelfth article of theagenda, the issue of granting the permits and powers specified in the provisions of Articles 395 and 396 of the Turkish Commercial Code to the Members of the Board of Directors was submitted to the vote of the shareholders, regarding each Member of the Board of Directors.

As a result of the voting, it was decided to grant the members of the Board of Directors the permissions and powers specified in the provisions of Articles 395 and 396 of the Turkish Commercial Code with a total of 6,534.21 negative votes, including 6,532.21 negative votes of the representative of ÖMER DİNÇKÖK, one of the shareholders participating in the meeting, and a total of 6,534.21 negative votes of some shareholders **participating in the meeting electronically, with a total of 341,133,047.19 positive votes and a majority of votes of other shareholders participating in the meeting both electronically and physically. Pursuant to paragraph 1 of Article 436 of the Turkish Commercial Code, the voting right arising from 120,138,980,204 shares belonging to this shareholder represented by the representative of RAİF ALİ DİNÇKÖK, who is a member of the board of directors of the shareholder, the voting right arising from 72,297,587,404 shares belonging to this shareholder represented by the representative of ALİZE DİNÇKÖK, the voting right arising from 7,422,623,637 shares belonging to this shareholder represented by the representative of MEHMET EMIN ÇİFTÇİ, the voting right arising from 5.045,913,833 shares belonging to İHSAN GÖKŞİN DURUSOY and the voting right arising from 3,755,618,723 shares belonging to this shareholder represented by the representative of İNTEKS SANAYİ İNŞAAT TİCARET ANONİM ŞİRKETİ, and the voting right arising from 65,593,125,548 shares belonging to this shareholder represented by the representative of NİLÜFER DİNÇKÖK ÇIFTÇI have not been used.**

The representative of the shareholder ÖMER DİNÇKÖK took the floor and declared that he was in opposition to this item of the agenda and this decision, that he reserved the right to file a lawsuit, and requested that the opposition annotation be recorded in the minutes.

XIII- The thirteenth item of the agenda was discussed.

Pursuant to the thirteenth item of the agenda, the following information was given to the shareholders by NAİLE BANUHAN YÜRÜKOĞLU, Deputy General Manager of Financial Affairs of the Company:

"As stated in the KAP statement of our Company dated 17.02.2023; based on the permission given by our Board of Directors in the press announcements of the Capital Markets Board dated 21 July and 25 July 2016, to terminate the share buyback program initiated by publishing on KAP on 3 August 2018 and to initiate a new share buyback program under the following conditions without any limit and price with the aim of protecting the interests of all our stakeholders, especially our small stakeholders, and contributing to the formation of a healthy price in our Company's shares, considering that the share price does not reflect the real performance of the Company's activities in order to benefit from the opportunities within the framework of the Capital Markets Board's Principle Decision i-SPK.22.7 (dated 14.02.2023 and numbered 9/177), and in this context it is resolved that

• The share repurchase program to be determined to cover the next 3 calendar years from the date of the decision,

• The maximum amount of funds that can be allocated for share repurchase to be determined as 60.000.000-TL (sixty million Turkish Liras),

• The maximum number of shares that may be subject to share repurchase to be determined as 6.000.000-TL (six million Turkish Liras) nominal value,

• It has been decided to authorize General Manager Levent Çanakçılı and Deputy General Manager of Financial Affairs Naile Banuhan Yürükoğlu to carry out the repurchase of our company's own shares on the stock exchange.

5.331.099 shares of the repurchases realized within the scope of the share repurchase program initiated on 03.08.2018 and terminated on 17.02.2023 based on the permission given in the press announcements of the Capital Markets Board dated 21.07.2016 and 25.07.2016 were in the accounts of our Company. Within the scope of this program, no share repurchase was realized in 2023.

Within the scope of the new share repurchase program initiated on 17.02.2023 within the framework of the Principle Decision of the Capital Markets Board numbered i-SPK.22.7 (dated 14.02.2023 and numbered 9/177), a total of 1,079,813 shares were acquired, the last repurchase transaction being on 03.05.2023. The details of the said shares acquired in 2023 are given in the table below:

Maximum Price Paid for the Shares repurchased (TL/Piece)	*Average Price Paid for repurchased Shares (TL/Piece)*	*Cost of Repurchase (TL)*	*Resource Used in the Repurchase Process*	*Total number of shares repurchased*	*Ratio of Repurchased Shares to Capital (%)*
6,01	*5,14098793*	*5.551.306*	*Internal resources*	*1.079.813*	*0,134*

As stated in the KAP statement of our Company dated 21.09.2023, all of the shares with a nominal value of 6.410.912-TL, which were repurchased from the stock market within the scope of the above-mentioned share repurchase programs and representing 0.7964% of the capital of our Company, were sold to investors by our Company through a special transaction notification in Borsa Istanbul on 21.09.2023 at a price of 11.20-TL per share. There are no shares owned by our Company within the scope of repurchase programs as of 21.09.2023 after the sale.

The share repurchase program of our company, which was initiated with the decision of the board of directors dated 17.02.2023, is still in force."

XIV- The fourteenth item of the agenda was discussed.

Regarding the fourteenth item of the agenda, in accordance with the Corporate Governance Principle No. 1.3.10 of the Corporate Governance Communiqué of the Capital Markets Board (II-17.1), the following information was given to the shareholders by NAİLE BANUHAN YÜRÜKOĞLU, Deputy General Manager of Financial Affairs of the Company, about the donations and aids made in 2023 in the amount of 2.744.817,00-TL (the value after inflation adjustment is 3.837.874,00-TL):

"Our company made donations and aids in the amount of 2.744.817,00-TL (after inflation adjustment, its value is 3.837.874,00-TL) in 2023, and the breakdown of the donations and aids made in 2023 is as follows:"

PERSON/INSTITUTION TO WHICH THE DONATION WAS MADE	DONATION AMOUNT PAID (TL)	INDEXED AMOUNT (TRY)
Scholarship Payment	9.000,00	12.517,00
Arts for Goodness Association	26,000.00	38.365,00
Shopping Center Investors Association	200,000.00	304.290,00
Gyoder	100,000.00	152.145,00
Turkish Education Foundation	9.100.00	12.563,00
T.R. Disaster and Emergency Management Earthquake Donation	800,000.00	1.219.465,00
Üsküdar Soup Kitchen Association Earthquake Donation	50,000.00	76.072,00
Üsküdar Soup Kitchen Association Donation	350,000.00	463.291,00
Association for Supporting Contemporary Life	10.000,00	15.122,00
Community Volunteers Foundation Akkök Child and Youth Support Center	500,000.00	722.620,00
Community Volunteers Foundation Disaster Fund Support Payment	656.000,00	771.404,00
United Nations Population Fund	17.654,00	25.038,00
Üsküdar District Governorship-Children's Underwear	6,000.00	9.198,00
From Soil to Plate Cooperative- Breakfast for victim Children in Earthquake	6.755,00	9.637,00
Akut Foundation-Textbook Distribution	4,308.00	6.147,00
TOTAL	**2.744.817,00**	**3.837.873,00**

XV- The fifteenth item of the agenda was discussed.

Regarding the fifteenth item of the agenda, in accordance with Article 12 of the Corporate Governance Communiqué, the shareholders were informed by NAİLE BANUHAN YÜRÜKOĞLU, Deputy General Manager of Financial Affairs of the Company, that there was no income or benefit obtained by the guarantee, pledge, mortgage and surety given by the Company in favor of third parties in 2023.

XVI- The sixteenth item of the agenda was discussed.

Regarding the sixteenth item of the agenda, the shareholders were informed by NAİLE BANUHAN YÜRÜKOĞLU, Deputy General Manager of Financial Affairs of the Company, that there was no transaction within the scope of Article 37 of the Communiqué on Principles Regarding Real Estate Investment Trusts in the purchase, sale and lease transactions made in 2023.

XVII-The seventeenth item of the agenda was discussed.

Regarding the seventeenth item of the agenda, the following information was given to the shareholders by NAİLE BANUHAN YÜRÜKOĞLU, Deputy General Manager of Financial Affairs of the Company:

"As stated in the KAP statement dated 09.10.2023, in the process of evaluating the OXR Limited shares of WMG London Developments L.P., which our Company is a limited partner, or the options for the sale of the immovables subject to the Aldgate Project being developed by OXR Limited or the continuation of the current project, and deciding on the final transaction type, it has been decided by our Company to purchase and take over all of the 36.9172% partnership shares in WMG London Developments L.P., which is one of the limited partners of WMG London Developments L.P., for a price of

170.909,85-Pound sterling, as it will have a positive effect on the maximum benefit of our Company in all three options and the decision quorum stipulated in the Partnership Agreement will be provided for the realization of the sales transaction, and the partnership share purchase process has been completed. As stated in the valuation report attached to the KAP statement; as of the valuation date, the value of the 100% share in WMG London Developments L.P. is zero."

XVIII- The eighteenth item of the agenda was discussed.

Pursuant to the eighteenth article of the agenda, the Capital Markets Board's letter dated 25.04.2024 and numbered E-12233903-350.05.02-52984 regarding the amendment of Article 8 titled "CAPITAL and SHARES" of the Company's Articles of Association and the following amendment draft approved by the letter of the Ministry of Commerce dated 26.04.2024 and numbered E-50035491-431.02-00096235055 were submitted to the vote of the shareholders in order to increase the registered CAPITAL ceiling of the Company from 2.000.000.000,00-TL to 10.000.000,00-TL and to determine the validity period of the registered capital ceiling as 2024-2028.

As a result of the voting, it was decided by a majority vote, with a total of 18.376.922,21 negative votes, including 6.532,21 negative votes of the representative of the shareholder ÖMER DİNÇKÖK, and a total of 18.370.390 negative votes of some shareholders who attended the meeting electronically, and a total of 593.260.889,82 positive votes of the other shareholders who attended the meeting both electronically and physically, to amend the Article 8 of the Company's Articles of Association titled **"CAPITAL AND SHARES" as follows, as approved by the Capital Markets Board's letter dated 25.04.2024 and numbered E-12233903-350.05.02-52984 and the letter dated 26.04.2024 and numbered E-50035491-431.02-00096235055 of the Ministry of Trade of the Republic of Turkey.**

The representative of the shareholder ÖMER DİNÇKÖK took the floor and declared that he was in opposition to this item of the agenda and this decision, that he reserved the right to file a lawsuit, and requested that the opposition annotation be recorded in the minutes.

ORIGINAL VERSION	NEW VERSION
Capital and Shares **ARTICLE 8:** The Company has a registered capital ceiling of 2.000.000.000,00-TL (Two billion Turkish Liras) according to the provisions of the Capital Markets Law and its capital is divided into 2.000.000.000 (Two billion) shares with a nominal value of 1,00-TL each. The registered capital ceiling permission granted by the Capital Markets Board is valid for the years 2022-2026 (5 years). Even if the permitted registered capital ceiling is not reached by the end of 2026, in order for the board of directors to take a capital increase decision after 2026, it is mandatory to obtain authorization for a new period at the first general assembly meeting to be held by obtaining permission from the Capital Markets Board for the previously permitted ceiling or a new ceiling amount. The duration of this authorization may be extended by a general assembly decision for periods of five years. If the said authorization is not obtained, the Company cannot increase its capital by a board of directors decision. The issued and fully paid-up capital of the Company is 805.000.000,00-TL (eight hundred and five million Turkish Liras), and 36.353.239,81-TL of this capital consists of registered (A) Group and 768.646.760,19-TL of bearer (B) Group shares. This capital is divided into 805,000,000 shares with a nominal value of TL 1.00 each. Of the 805.000.000,00-TL, which is the issued and fully paid-up capital of the company: -124.608.000,00-TL portion was covered from the 2019 profit share, -383.300.154,00-TL portion was covered in cash, -275.292.687,36-TL portion covered as a result of the merger transactions, -21.799.158,64-TL portion covered from internal sources by using the "Capital Adjustments Positive Differences" account	**Capital and Shares** **ARTICLE 8:** The Company has a registered capital ceiling of TL 10,000,000,000.00 (Ten billion Turkish Liras) in accordance with the provisions of the Capital Markets Law, and its capital is divided into 10,000,000,000 (Ten billion) shares with a nominal value of TL 1.00 each. The registered capital ceiling permission granted by the Capital Markets Board is valid for the years 2024-2028 (5 years). Even if the permitted registered capital ceiling is not reached by the end of 2028, in order for the board of directors to make a capital increase decision after 2028; it is mandatory to obtain authorization for a new period at the first general assembly meeting to be held by obtaining permission from the Capital Markets Board for the previously permitted ceiling or a new ceiling amount. The duration of this authorization may be extended by a general assembly decision for periods of five years. If the said authorization is not obtained, the Company cannot increase its capital by a board of directors decision. The issued and fully paid-up capital of the Company is 805.000.000,00-TL (eight hundred and five million Turkish Liras), and 36.353.239,81-TL of this capital consists of registered (A) Group and 768.646.760,19-TL of bearer (B) Group shares. This capital is divided into 805,000,000 shares with a nominal value of TL 1.00 each. Of the805.000.000,00-TL, which is the issued and fully paid-up capital of the company: -124.608.000,00-TL portion was covered from the profit share of 2019, -383.300.154.00-TL portion was covered in cash, -275.292.687,36-TL portion was covered as a result of the merger transactions, -21.799.158,64-TL portion was covered from internal sources by using the "Capital Adjustments Positive Differences" account

. Group (A) shares are registered shares and Group (B) shares are bearer shares. The transfer of registered shares cannot be restricted. (A) Group shares have the privilege of nominating candidates in the election of the members of the board of directors. The Board of Directors is authorized to increase the issued capital by issuing new shares up to the registered capital ceiling from both internal sources and through capital commitment, to issue shares above or below the privileged and nominal value, to limit the rights of shareholders to purchase new shares, to take decisions restricting the rights of privileged shareholders and to take decisions on premium share issuance in accordance with the provisions of the Capital Market Law and Capital Market Legislation between 2022-2026. The new share acquisition restriction authority can not be used in a way that will lead to inequality between shareholders.	. Group (A) shares are registered shares and Group (B) shares are bearer shares. The transfer of registered shares cannot be restricted. (A) Group shares have the privilege of nominating candidates in the election of the members of the board of directors. The Board of Directors is authorized to increase the issued capital by issuing new shares up to the registered capital ceiling, either from internal sources or through capital commitment, to issue privileged shares and shares above or below their nominal value, to limit the rights of shareholders to purchase new shares, to make decisions restricting the rights of privileged shareholders and to make decisions on the issuance of shares at a premium, in accordance with the provisions of the Capital Markets Law and the Capital Markets Legislation between the years 2024-2028. The authority to restrict the right to acquire new shares cannot be used in a way that would create inequality among shareholders.
In the capital increases to be made, Class (A) shares shall be issued in exchange for Class (A) shares and Class (B) shares shall be issued in exchange for Class (B) shares. However, if the Board of Directors restricts the right of shareholders to purchase new shares, all new shares to be issued shall be issued in writing to Group (B) and its bearer.	In the capital increases to be made, Class (A) shares shall be issued in exchange for Class (A) shares and Class (B) shares shall be issued in exchange for Class (B) shares. However, if the Board of Directors restricts the right of shareholders to purchase new shares, all new shares to be issued shall be issued in writing to Group (B) and its bearer.
The amount of issued capital must be shown in the documents where the Company's title is used.	The amount of issued capital must be shown in the documents where the Company's title is used.
The shares representing the Bank's Capital shall be traced on the basis of the records within the framework of the principles of dematerialization (registration).	Shares representing the capital are monitored in the form of records within the framework of the principles of dematerialization. (registration).
The decision to increase the capital in kind can only be taken at the general assembly.	The decision to increase the capital in kind can only be taken at the general assembly.

Since there were no other issues to be discussed on the agenda, the meeting was terminated. 30.04.2024

MINISTRY REPRESENTATIVE

EMRAH GÖZELLER

MEETING CHAIRMAN
SIDIKA CAGLA ZINGIL

MINUTE CLERK
YASEMİN BİNGÖL YILDIRIMER

VOTE COLLECTOR
SERCAN UZUN

Burcu DEMİR
Yeminli Tercüman

*Tercüme edilmek üzere, kaynak lisandaki **Türkçe** asıl belgeyi hedef lisan **İngilizce**'ye tam ve doğru olarak Tercüme ettiğimi/zi beyan ederim/riz. Çeviri tarihi:. 15.11.2024*

Ms. Burcu DEMİR
Sworn Translator

We declare that the hereby document was translated from Turkish to English by our certified sworn translator and it is a true and accurate translation of the original document. It was translated on : 15.11.2024