Vakıf GYO

Geleneğin Gücü, Geleceğin İnşası

Annual Report 2024

Vakıf GYO
Geleneğin Gücü, Geleceğin İnşası

Table of Contents

Table of Contents 2

Reporting Period 7

Company Details 7

Shareholding Structure 17

Main Factors Affecting Business Performance 17

Financial Resources and Risk Management Policies of the Business 22

Effectiveness of Internal Control System, Risks and Evaluations of the Management Body 23

Our Journey of Corporate Development 24

Sustainability 26

Strategic Management and Goals 28

Real Estate Portfolio and Related Activities 30

Completed Projects 30

Ongoing Projects 32

Investments 36

Lands 40

Real Estate Portfolio Development 43

Significant Events Occurring After the Reporting Period 43

Predictions about the Development of the Business 43

Report of Compliance with the Corporate Governance Principles 43

Research and Development Activities Conducted 44

Nature and Amount of Issued Capital Market Instruments, If Any 44

Information about the sector in which the business operates and its place within this sector 44

Developments in Investments, Benefiting from Incentives, and If So, to What Extent 44

Prices of the goods and services under the scope of activity, sales revenues, sales conditions and developments in these during the year, developments in yield and productivity coefficients, reasons for significant changes in these compared to previous years 44

Basic Ratios Regarding Financial Status, Profitability and Debt Payment Status Calculated Based on Financial Tables and Information Prepared Within the Framework of the Provisions of this Communiqué.....45

Stock Performance 45

Changes Made in the Articles of Association During the Period and Their Reasons 46

Result of the Board of Directors' Affiliation Report for 2024 46

Balance Sheet 47

Income Statement 49

Measures Considered to Improve the Financial Structure of the Business 50

Changes Made in Top Management During the Year and Names, Surnames and Professional Experience of Those Currently on Duty 50

Personnel and Worker Movements, Collective Agreement Practices, Rights and Benefits Provided to Personnel and Workers 50

Information on Donations Made During the Year 50

Information on whether there are any off-center organizations 50

Other Information Regarding Activities 50

Corporate Social Responsibility 53

Portfolio Table 54

List of Real Estate Valuation Reports 56

Vakıf GYO
Geleneğin Gücü, Geleceğin İnşası

Dear Esteemed Stakeholders,

As Vakıf REIT, with the strength we derive from VakıfBank's deep-rooted values, we continue to create value by carrying our reliability and sustainable growth approach to the real estate sector. Thanks to the firm steps we have taken in our corporate development journey, we are proud to successfully continue our goal of being a pioneer in our sector in 2024 with our strong financial structure and innovative solutions. We are delighted to share our activities and the progress we have made in this process with you, our valued stakeholders, in this 2024 report we have prepared within the framework of our transparency and accountability principles.

The year 2024 was recorded as a challenging year under the influence of global economic uncertainties and tight monetary policies implemented by central banks. In addition to the slowdown in the US and European economies, the Turkish economy also went through a process that prioritized fiscal discipline and focused on combating inflation. While this situation has had significant effects on the construction and real estate sectors, rising property prices and increasing rental costs have made the issue of housing accessibility a universal issue. While demand has shrunk due to difficulties in accessing financing, the need for alternative financing solutions has become even more evident in this process.

In this challenging period, Vakıf REIT managed to achieve its goals with its solid corporate structure, flexible strategic moves and innovative financing solutions. The sustainable financing models and flexible payment options we offer to our customers have had a positive impact on our balance sheet. During this period, our company's total assets reached 22 billion Turkish Liras, and our net profit was recorded as 3 billion Turkish Liras.

In 2024, we achieved important goals in our projects. The process of the title deed deliveries of for the projects "Cubes Ankara" and "Tablo Adalar" have been largely completed. The building usage permits for the VakıfBank Towers, which are located in the Istanbul Finance Center and positioned as one of the symbolic structures of the city, have been received. The sales process of the project VSancaktepe Center has been initiated and our strategic project development work has been implemented in accordance with the plan. We have managed to make a difference in the sector with the innovative financial solutions we offer to meet the varying needs of our customers.

By placing sustainability at the center of our strategic business model, we aim to lead the transformation in the sector. The green building projects, energy and resource efficiency focused studies, our practices based on the respective international standards, and our 5-year strategic plan prepared in line with the United Nations Development Goals once again demonstrate our determination to minimize our environmental impacts accordingly. We are very proud to have been awarded the EFQM Global Award-7 Diamonds in 2024 and to have achieved another important success, such as the Türkiye Excellence Grand Award in 2023.

We are determined to increase efficiency in our projects by accelerating digital transformation; to further strengthen our relations with our stakeholders; and to be an exemplary organization with a transparent, sustainable and accountable management approach in the national and international arena. As Vakıf REIT, we will continue to contribute to the sustainable development of the country's economy.

On behalf of our Board of Directors and myself, I would like to express my sincere gratitude to all our stakeholders, especially our main shareholder VakıfBank, who believe in our company and support us with their contributions.

I hope that we will take strong steps together in the coming period.

Yours respectfully,

Mikail HIDIR
Chairman

Vakıf GYO
Geleneğin Gücü, Geleceğin İnşası

Dear Esteemed Stakeholders,

Adopting the deep-rooted values of VakıfBank culture and acting with a visionary perspective, Vakıf Real Estate Investment Trust continues to develop innovative and sustainable projects, offer safe and durable living spaces, and add value to society with its activities.

Our company, which is appreciated and exemplary in the international arena with its corporate governance performance, has once again demonstrated its determination to achieve its goals in 2024. The residents started to live in our high-quality projects, the construction process of which we have completed. We offered solutions that met our customers' expectations and needs. By integrating technology further into our business processes, we used our resources effectively and efficiently. We have taken care to carry out our operational activities in a sustainable, fair, transparent and trust-oriented manner.
While expanding our portfolio with our new investments, we continued to contribute to corporate social responsibility projects that aim to instill a culture of sustainability in our youth and future generations. In this way, we maintained the financial momentum we gained in previous years in 2024.

In this 2024 Annual Report, we share our strong financial performance, completed projects and sustainable growth strategies.

The year 2024 will be a year in which the fight against inflation and the balance of growth will be at the forefront in both the global and Turkish economy. The tight monetary policies of central banks directly affected the real estate sector, as in many other sectors. Difficulty in accessing financing has caused fluctuations in the housing market. There was a significant slowdown in home sales and mortgage sales rates in the first quarter of the year. Signals of recovery were received in the second half of the year with the arrangements of the Turkish Economic Administration in the priority reform areas aimed at combating inflation and improving the production and investment environment. During this period, the real estate sector also developed alternative financing models and innovative campaigns, offering different alternatives to home buyers. As a result, by the end of 2024, when the downward movement in inflation and the interest rate reduction process began, house sales increased by 20.6 percent compared to the previous year, reaching 1 million 478 thousand 25 units.

As Vakıf REIT, we have achieved significant success in line with our strong and sustainable growth targets. By the end of 2024, we increased our assets reached an active size of 22 billion Turkish Liras.

We continued the activities of our ongoing projects without interruption and our total construction area exceeded 930 thousand square meters. In 2024, we received the building use permit certificate for the project Cubes Ankara, consisting of 866 independent units, and the project Tablo Adalar, consisting of 317 independent units. We have delivered the keys and title deeds to both of our projects where the residents started to move in. We have started the construction of the project VSancaktepe Center, which consists of a total of 332 independent sections including commercial units and has a construction area of 58 thousand square meters.

During the periods when sales activity in the sector decreased, we developed innovative campaigns with flexible payment plans that fit our customers' expectations. We have made the process of home purchasing easier and provided access to a wide range of people with the financing solutions we offer. As a result of our 2024 sales and leasing activities, we achieved a revenue of TL 5.6 billion. The project VSancaktepe Center attracted great interest during the launch period and there was about 20% meltdown in our stock count. In the project Cubes Ankara, we signed lease agreements with retailers with high brand value for our commercial areas exceeding 27 thousand square meters in total. These commercial units will provide regular income to our company as of 2025.

In 2024, when we celebrate VakıfBank's 70th anniversary, we received the building use permit for our IFC-VakıfBank Towers project, which is in our portfolio. The VakıfBank Towers, consisting of two towers of 52 and 36 floors, received the Leed Gold Certificate and was registered as one of the symbolic structures of Istanbul by winning the 'Best Office Building' award at the Sign of the City Awards. The contribution of a strong asset

like the VakıfBank Towers, which was built with a modern, innovative and sustainable architectural approach, to our company's assets will continue to increase in the coming year.

While our project construction and delivery processes continue; we continued the project development processes in line with our target of starting construction activities in 2025 for our land investments in Istanbul Sancaktepe, Izmir Konak and Kocaeli Gebze.

Our company, which was selected as the 'Best Application' with its Integrated Strategic Plan in 2023 and won the Türkiye Excellence Grand Award, raised the bar even higher in its corporate governance approach in 2024. It was awarded the 2024 EFQM Global Award for translating strategy into action and continuously improving corporate performance. The corporate governance rating increased to 9.39. This superior performance was the most important indicator that our company's transparent, accountable and sustainable management approach was accepted at the international level.

We have achieved all these successes with the trust and cooperation of our valued stakeholders. We remain determined to continue our contribution to our customers, investors, business partners and society with our strong foundations, innovative approach and sustainable projects.

Our goal is to be a company that is environmentally sensitive, prioritizes social needs, and continuously increases its efficiency through digital transformation. I would like to express my gratitude to VakıfBank Senior Management, who guided us to achieve this goal, and to our Board of Directors, who always supported our company, and I would like to thank my colleagues for their devoted efforts.

I believe that we will achieve greater success together in the coming period.

Yours respectfully,

Onur İNCEHASAN
General Manager

Reporting Period

01.01.2024-31.12.2024

Company Details

Registered Capital	TL 5,000,000000
Issued Capital	TL 3,450,000,000
Registered Office	İnkılap Mah. Dr. Adnan Büyükdeniz Cad. Akyaka Park No:7A İç Kapı No:28 Ümraniye/ İSTANBUL
Establishment Date	1996
Trade Registry/No	Istanbul Chamber of Commerce/653731
Phone/Fax	0216 285 94 00 / 0216 285 94 49
Web Site	www.vakifgyo.com.tr
Mersis No	0922008334600018
E-Mail	info@vakifgyo.com.tr
KEP Address	vakifgayrimenkul@hs01.kep.tr
Customer Contact Center	0850 210 10 02

Board Resolution adopted in accordance with Article 9 of the Communiqué on Principles of Financial Reporting in the Capital Markets (II-14.1);

Meeting No	:	2025/8
Meeting Date	:	14/02/2025
Resolution No.	:	2025/20
Meeting Place	:	Vakıf Real Estate Investment Trust

VAKIF REAL ESTATE INVESTMENT TRUST
BOARD RESOLUTION

AGENDA: Financials and Annual Report for the accounting period 01.01.2024-31.12.2024.

DECISION:

The Board of Directors reviewed the Financial Statements and Footnotes as well as the Board's Annual Report, which have been independently audited, in line with the resolution of the Audit Committee on the subject.

Accordingly;

a) We have reviewed and approved the Company's Financial Statements and Footnotes as well as the Board Annual Report for the accounting period of 01.01.2024-31.12.2024.

b) Within the framework of the information our Company has in its field of duty and responsibility, it has been observed that the Financial Statements and Footnotes as well as the Board's Annual Report do not contain any untrue statements on important matters or any deficiencies that may result in misleading as of the date the statement was made.

c) Within the framework of the information our Company has in its field of duty and responsibility, it has been observed that the Financial Statements and Footnotes as well as other financial information included in the Board's Annual Report accurately reflect the truth about the financial situation and operating results of our Company.

Resolved to approve the Financial Statements and their footnotes as well as the Board's Annual Report, which have been independently audited, for the accounting period of 01.01.2024-31.12.2024.

Mikail HIDIR
Chairman

Assoc. Prof. Şükrü Mete TEPEGÖZ
Vice-Chairman

Onur İNCEHASAN
Board Member

Arzu SEYAN
Board Member

Tevfik ERPEK
Board Member

Korhan TURGUT
Board Member

Rıfat DEMİRBAŞ
Board Member

Ömer DEMİR
Board Member

Abdullah AYAZ
Board Member

State of Responsibility in accordance with Article 9 of the Communiqué on Principles of Financial Reporting in the Capital Markets (II-14.1);

BOARD'S RESOLUTION ON THE APPROVAL OF THE FINANCIAL STATEMENTS

RESOLUTION DATE: 14/02/2025

RESOLUTION NUMBER 2025/20

OUR DECLARATION IN ACCORDANCE WITH THE CAPITAL MARKETS BOARD'S COMMUNIQUE NO. II-14.1, ARTICLE 9

a) We hereby declare that we have reviewed our Company's Financial Statements and the Board's Annual Report for the activity period ending on 31.12.2024 as prepared within the framework of the Communiqué No. II-14.1 published by the Capital Markets Board,

b) Within the framework of the information our Company has in its field of duty and responsibility, it has been observed that the Financial Statements and the Board Annual Report do not contain any untrue statements on important matters or any deficiencies that may result in misleading as of the date the statement was made.

c) Within the framework of the information our Company has in its field of duty and responsibility, the Financial Statements prepared in accordance with the CMB's Communiqué No. II-14.1 fairly reflect the truth about the assets, liabilities, financial position and profit & loss of the business and, the Board's Annual Report fairly reflects the development and performance of the business, the financial position of the business, including the significant risks and uncertainties we face.

Best regards,

VAKIF REAL ESTATE INVESTMENT TRUST

HEAD OFFICE

Abdullah AYAZ	Rıfat DEMİRBAŞ	Onur İNCEHASAN
Board Member	Board Member	General Manager

Board Members and Senior Executives

BOARD MEMBER		TERM OF OFFICE
Chairman	Mikail HIDIR	22.06.2020–Continue
Vice Chairman	Assoc. Prof. Şükrü Mete TEPEGÖZ	02.03.2020–Continue
Board Member	Onur İNCEHASAN	19.03.2020–Continue
Board Member	Arzu SEYAN	22.06.2020–Continue
Board Member	Tevfik ERPEK	22.06.2020–Continue
Board Member	Korhan TURGUT	02.04.2021–Continue
Board Member	Rıfat DEMİRBAŞ	22.06.2020–Continue
Board Member	Ömer DEMİR	02.04.2021–Continue
Board Member	Abdullah AYAZ	12.06.2024-Continue

SENIOR MANAGEMENT		TERM OF OFFICE
General Manager	Onur İNCEHASAN	05.03.2020-Continue
Assistant General Manager (D)	Adem ERCİN	01.10.2024-Continue
Assistant General Manager (D)	Seda TARLABÖLEN	02.12.2024-Continue

BOARD'S COMMITTEES

Early Detection of Risk Committee

Chairman	Rıfat DEMİRBAŞ
Member	Tevfik ERPEK

Audit Committee

Chairman	Abdullah AYAZ
Member	Rıfat DEMİRBAŞ

Corporate Governance Committee

Chairman	Ömer DEMİR
Member	Tevfik ERPEK
Member	Tülay ÖZTÜRK

Board Members Who Resigned during the Period:

None.

Duties Performed by the Board Members and Executives Outside the Company

BOARD MEMBERS AND GENERAL MANAGER		
NAME & SURNAME:	POSITION	ROLE/TITLE OUTSIDE THE COMPANY
Mikail HIDIR	Chairman	T. Vakıflar Bankası T.A.O. Assistant General Manager
Assoc. Prof. Şükrü Mete TEPEGÖZ	Vice Chairman	T. Vakıflar Bankası T.A.O. Head, Corporate Credit Allocation Management
Onur İNCEHASAN	Board Member and General Manager	General Manager, Vakıf Real Estate Investment Trust
Arzu SEYAN	Board Member	T. Vakıflar Bankası T.A.O. Head, Corporate Banking Marketing
Tevfik ERPEK	Board Member	T. Vakıflar Bankası T.A.O. Head, SME Banking Marketing
Korhan TURGUT	Board Member	T. Vakıflar Bankası T.A.O. Head, General Accounting and Financial Affairs
Rıfat DEMİRBAŞ	Board Member	Architect, PhD
Ömer DEMİR	Board Member	Freelance
Abdullah AYAZ	Board Member	Interior Architect

Vakıf GYO
Geleneğin Gücü, Geleceğin İnşası

Declarations of Independence

DECLARATION WITHIN THE SCOPE OF THE COMMUNIQUE ON DETERMINATION AND IMPLEMENTATION OF CORPORATE GOVERNANCE PRINCIPLES

1) There has been no employment relationship in a management position assuming significant duties and responsibilities between me, my spouse and my relatives by blood or marriage up to the second degree on one hand and the company, the partnerships, over which the company has management control or significant influence, and the partners, who have management control of the company or have significant influence in the company, and the legal entities, over which these partners have management control, and I do not own more than 5% of the capital or voting rights or privileged shares, either jointly or individually, or no significant commercial relationship has been established with them, within the last five years.

2) I have not been holding any management position assuming significant duties and responsibilities or I have not been a Board Member or a shareholder (5% and more) in such companies, from which the company has purchased or sold a significant amount of services or products within the framework of the respective agreements, especially for the company's audit (including tax audit, legal audit, internal audit), rating and consultancy, during the period when such services or products have been purchased or sold, within the last five years.

3) I have the professional training, knowledge and experience to properly fulfill the duties I will undertake as an independent member of the Board of Directors,

4) I will not work full-time in public institutions and organizations after being elected as a board member, except as a university faculty member, provided that it complies with the relevant legislation,

5) I am considered to be settled in Türkiye according to the Income Tax Law (Income Tax Law),

6) I have strong ethical standards, professional reputation and experience to make positive contributions to the company's activities, to maintain my impartiality in conflicts of interest between the company and its shareholders, and to make decisions freely by taking into account the rights of stakeholders,

7) I have not served as a Board Member on the Company's Board of Directors for more than six years in the last ten years,

8) I am able to devote enough time to the company affairs to follow the functioning of the company activities and fully fulfill the requirements of the duties I undertake,

9) I do not serve as an Independent Member of the Board of Directors in more than three of the companies, where the management control of the company or the partners holding the management control of the company is controlled, and in more than five of the companies traded on the stock exchange in total,

10) I have not been registered and announced on behalf of the legal entity elected as a member of the Board of Directors,

11) In case any situation arises that eliminates my independence, I will immediately convey this situation and its justification to the board of directors to be disclosed on the Public Disclosure Platform, and simultaneously convey this situation and its justification to the Board in writing, and resign in principle,

I hereby declare, agree and undertake accordingly.

Rıfat DEMİRBAŞ

DECLARATION WITHIN THE SCOPE OF THE COMMUNIQUE ON DETERMINATION AND IMPLEMENTATION OF CORPORATE GOVERNANCE PRINCIPLES

1) There has been no employment relationship in a management position assuming significant duties and responsibilities between me, my spouse and my relatives by blood or marriage up to the second degree on one hand and the company, the partnerships, over which the company has management control or significant influence, and the partners, who have management control of the company or have significant influence in the company, and the legal entities, over which these partners have management control, and I do not own more than 5% of the capital or voting rights or privileged shares, either jointly or individually, or no significant commercial relationship has been established with them, within the last five years.

2) I have not been holding any management position assuming significant duties and responsibilities or I have not been a Board Member or a shareholder (5% and more) in such companies, from which the company has purchased or sold a significant amount of services or products within the framework of the respective agreements, especially for the company's audit (including tax audit, legal audit, internal audit), rating and consultancy, during the period when such services or products have been purchased or sold, within the last five years.

3) I have the professional training, knowledge and experience to properly fulfill the duties I will undertake as an independent member of the Board of Directors,

4) I will not work full-time in public institutions and organizations after being elected as a board member, except as a university faculty member, provided that it complies with the relevant legislation,

5) I am considered to be settled in Türkiye according to the Income Tax Law (Income Tax Law),

6) I have strong ethical standards, professional reputation and experience to make positive contributions to the company's activities, to maintain my impartiality in conflicts of interest between the company and its shareholders, and to make decisions freely by taking into account the rights of stakeholders,

7) I have not served as a Board Member on the Company's Board of Directors for more than six years in the last ten years,

8) I am able to devote enough time to the company affairs to follow the functioning of the company activities and fully fulfill the requirements of the duties I undertake,

9) I do not serve as an Independent Member of the Board of Directors in more than three of the companies, where the management control of the company or the partners holding the management control of the company is controlled, and in more than five of the companies traded on the stock exchange in total,

10) I have not been registered and announced on behalf of the legal entity elected as a member of the Board of Directors,

11) In case any situation arises that eliminates my independence, I will immediately convey this situation and its justification to the board of directors to be disclosed on the Public Disclosure Platform, and simultaneously convey this situation and its justification to the Board in writing, and resign in principle,

I hereby declare, agree and undertake accordingly.

Ömer DEMİR

DECLARATION WITHIN THE SCOPE OF THE COMMUNIQUE ON DETERMINATION AND IMPLEMENTATION OF CORPORATE GOVERNANCE PRINCIPLES

1) There has been no employment relationship in a management position assuming significant duties and responsibilities between me, my spouse and my relatives by blood or marriage up to the second degree on one hand and the company, the partnerships, over which the company has management control or significant influence, and the partners, who have management control of the company or have significant influence in the company, and the legal entities, over which these partners have management control, and I do not own more than 5% of the capital or voting rights or privileged shares, either jointly or individually, or no significant commercial relationship has been established with them, within the last five years.

2) I have not been holding any management position assuming significant duties and responsibilities or I have not been a Board Member or a shareholder (5% and more) in such companies, from which the company has purchased or sold a significant amount of services or products within the framework of the respective agreements, especially for the company's audit (including tax audit, legal audit, internal audit), rating and consultancy, during the period when such services or products have been purchased or sold, within the last five years.

3) I have the professional training, knowledge and experience to properly fulfill the duties I will undertake as an independent member of the Board of Directors,

4) I will not work full-time in public institutions and organizations after being elected as a board member, except as a university faculty member, provided that it complies with the relevant legislation,

5) I am considered to be settled in Türkiye according to the Income Tax Law (Income Tax Law),

6) I have strong ethical standards, professional reputation and experience to make positive contributions to the company's activities, to maintain my impartiality in conflicts of interest between the company and its shareholders, and to make decisions freely by taking into account the rights of stakeholders,

7) I have not served as a Board Member on the Company's Board of Directors for more than six years in the last ten years,

8) I am able to devote enough time to the company affairs to follow the functioning of the company activities and fully fulfill the requirements of the duties I undertake,

9) I do not serve as an Independent Member of the Board of Directors in more than three of the companies, where the management control of the company or the partners holding the management control of the company is controlled, and in more than five of the companies traded on the stock exchange in total,

10) I have not been registered and announced on behalf of the legal entity elected as a member of the Board of Directors,

11) In case any situation arises that eliminates my independence, I will immediately convey this situation and its justification to the board of directors to be disclosed on the Public Disclosure Platform, and simultaneously convey this situation and its justification to the Board in writing, and resign in principle,

I hereby declare, agree and undertake accordingly.

Abdullah AYAZ

Benefits and Rights Granted to the Board Members and Senior Executives

No payments are made to the members of the Company's Board of Directors other than their monthly remunerations. The remunerations of the Board Members are determined at the Ordinary General Assembly held every year. The General Assembly determined the monthly remunerations of the Board of Directors for 2024 as the net amount of TL 22,080.

The total gross remuneration paid in 2024 is as follows:

Board's remunerations and expenses
TL 3,633,922

Payments to the other senior executives
TL 12,788,326

There are no transactions that the Members of the Board of Directors appointed by the General Assembly of our Company carry out with the Company on behalf of themselves or third parties and that fall within the scope of the prohibition of competition. Members of the Board of Directors do not have any shares on their own behalf. Members of the Board of Directors do not have any commercial relationship with the Company. There is no lawsuit filed or ongoing against any Board Member regarding matters concerning the Company's activities.

Members of the Board of Directors are not restricted from taking on other duties or tasks outside the company, and the provisions of the Turkish Commercial Code regarding non-competition are complied with. The Board Members are able to devote enough time to the company affairs to follow the functioning of the company activities and fully fulfill the requirements of the duties they undertake,

Activities of the Board Committees in 2024

Audit Committee

The committee responsible for auditing is formed and authorized by the Board of Directors. The committee responsible for the audit, which was established by the decision of our Company's Board of Directors, is chaired by Mr. Abdullah AYAZ and its member is Mr. Rıfat DEMİRBAŞ. The Committee acts under its own authority and responsibility, makes recommendations to the Board of Directors and, when necessary, prepares a report and presents its opinion to the Board of Directors. However, the final decision responsibility always belongs to the Board of Directors.

The Audit Committee reviewed the Financial Statements and Footnotes as well as the Board's Annual Reports for the accounting period of 01.01.2024-31.12.2024, and presented a report thereon to the Board of Directors.

The Committee met 6 times and prepared 7 reports during this period. The Committee also reviewed the functioning of the company's internal audit system, contributed to the identification of processes open to improvement, and ensured that audit activities were carried out effectively.

Early Detection of Risk Committee

Mr. Rıfat DEMİRBAŞ is the chairman of the Early Detection of Risk Committee, which was established by our Company's Board of Directors in accordance with the Turkish Commercial Code and the capital markets legislation, for the purpose of early diagnosis of the reasons that endanger the existence, development and continuation of the company, implementation of the necessary measures and remedies for this, and management of the risk, and Mr. Tevfik ERPEK is the committee member.

During this period, the Committee made efforts to ensure early diagnosis of risk, take necessary precautions regarding risks that may endanger the existence, development and continuity of the Company, and manage the risk, and within the scope of bimonthly routine review of risk management systems, reviewed the Internal Control Reports prepared by the Internal Control Commission and presented a report thereon to the Board of Directors.

During this period, the committee prepared 6 reports and made 7 decisions.

Corporate Governance Committee

The Corporate Governance Committee established by the Board of Directors is chaired by Mr. Ömer DEMİR and its members are Mr. Tevfik ERPEK and Investor Relations Manager Ms. Tülay ÖZTÜRK. During this period, the Committee responsible for corporate governance made efforts to provide an agenda for the Board of Directors to ensure that the Corporate Governance Principles are developed and implemented within the Company, to make recommendations to the Board of Directors in order to improve the corporate governance practices, to oversee the procedures of the Investor Relations Unit, to make suggestions regarding the number and election of the Board Members, the functioning structure and effectiveness of the Board of Directors and its committees, taking into account the Corporate Governance Principles, and to predict such risks that may affect the Company's operations in the areas, where the company operates, and to take measures to eliminate and/or reduce the possible negative effects of these risks. In addition, the Corporate Governance Committee also assumed the duties of the Nomination Committee and the Remuneration Committee. The Committee also prepared and submitted to the Board of Directors the Corporate Compliance Report and the Sustainability Principles Compliance Report for the accounting period of 2023, and the section Investors Relations on the Annual Report for the 3rd term in 2024.

For the 01.01.2024-31.12.2024 accounting period, the committee prepared 5 reports and took 10 decisions.

Meeting of the Board of Directors

The meetings of the Board of Directors are planned and held in an efficient and productive manner. Each member of the Board of Directors is entitled to 1 vote to cast. The Board of Directors meets regularly and as planned in advance, at least once a month, and when deemed necessary, without being bound by this period and without delay. It is a principle that a member of the Board of Directors attend every meetings. The chairman of the Board of Directors talks to the General Manager to identify the agenda items of a meeting of the Board of Directors.

Our Company's Board of Directors met 53 times in As of 31 December 2024 adopted 187 resolutions, and the participation rate of the members was 100%..

Shareholding Structure

	December 31, 2024		December 31, 2023	
	Share Percentage (%)	Share amount	Share Percentage (%)	Share amount
T. Vakıflar Bankası Türk Anonim Ortaklığı	53.77	1,855,078,800	53.77	1,586,226,736
VakıfBank Employees Private Social Security Services Foundation	7.33	252,921,900	7.33	216,266,547
VakıfBank Civil Servants and Services Retirement Fund	6.48	223,392,456	6.48	191,016,704
Other	32.42	1,118,606,844	32.42	956,490,013
Total	100.00	3,450,000,000	100.00	2,950,000,000

The Company's shares are of two types: Group A, which are of registered shares, and Group B, which are of bearer shares. In the election of the members of the Board of Directors, each Group A share has 15 (fifteen) voting rights, and each Group B share has 1 (one) voting right.

At the Ordinary General Assembly Meeting of the Company dated June 12, 2024, it was decided to increase its paid-in capital of TL 2,950,000,000, provided that it remains within the registered capital ceiling of TL 5,000,000,000, to TL 3,450,000,000 by distributing TL 500,000,000 of the net profit, corresponding to 38.22% of the net distributable profit for the period in which the first dividend will be calculated, in the form of bonus shares and an application was made to the Capital Markets Board on June 27, 2024. The application was approved by the Capital Markets Board at its meeting dated September 5, 2024 and numbered 49/1414 and announced in the Capital Markets Bulletin numbered 2024/44, and Article 7 of the Company's Articles of Association was registered by the Istanbul Trade Registry Office on September 23, 2024.

As of December 31, 2024, the Company's registered capital ceiling is TL 5,000,000,000.

VakıfBank has control over the Company as the controlling shareholder.

Main Factors Affecting Business Performance

General Economic Outlook and Real Estate Sector

In 2024, the global economy has tried to find the balance between the fight against inflation, geopolitical risks and the monetary policies of the central banks. While the growth rates have slowed, the inflationary pressures have continued, forcing the central banks to make tough decisions. When the economies of the developed countries are reviewed, the USA exhibits a stronger growth outlook compared to the economies of the other developed countries. On the other hand, China's annual growth fell to its lowest level in the last eighteen months in the third quarter. In this context, it is estimated that the global growth index, weighted by the export shares of Türkiye's foreign trade partners, will increase by 2.0 percent in 2024, remaining unchanged compared to the previous Inflation Report period. The growth forecasts for 2025 were revised downwards for the Eurozone,

upwards for the US, UK and the United Arab Emirates, while remaining the same for China. When the realizations, forecasts and leading indicators are analyzed together, it is generally assessed that the downside risks to the global growth outlook have increased compared to the previous Inflation Report period.

The increasing geopolitical risks in 2024 have negatively affected the global economy and created inflationary pressure accordingly. In particular, the Ukraine-Russia war and developments in the Middle East have negatively affected the international trade through commodity prices. While the priority was to fight inflation in the first half of the year, the growth and employment concerns came to the fore in the second half of the year and some of the central banks loosened their monetary policies. The US Federal Reserve (FED) and the European Central Bank (ECB) have lowered policy rates by 100 basis points in total through 2024, with the 25 basis point cuts they made in December. Due to the increasing policy uncertainties in the US, the FED is expected to take a more cautious stance in interest rate cuts in 2025. On the other hand, it is thought that the ECB may cut interest rates more quickly due to the weak economic activity in the Eurozone. Some certain statements have been made that more supportive monetary and fiscal policies will be followed in China in 2025 to support the domestic demand.

The World Bank's Global Economic Prospects Report for January 2025 stated that the growth in the global economy will be insufficient to promote sustainable development. There are also risks from the increased policy uncertainty, adverse trade policy changes, geopolitical tensions, persistent inflation and climate-related natural disasters. Emphasizing the need for the global policy efforts to protect trade, address debt vulnerabilities and combat climate change, the Bank predicted that Türkiye would grow by 2.6% in 2025 and 3.8% in 2026.

Our country's economic management has initiated the balancing process by complying with the targets set for the improvement of growth figures in 2024. It was observed that the disinflation process progressed more gradually than expected, especially due to the rigidity in expectations and service prices. The disinflation process that started in June 2024 continued, albeit at a slower rate, as of the fourth quarter. While it kept the policy rate unchanged in its meetings in October and November, it reduced the monetary policy rate by 250 basis points to 47.5 percent in its December meeting. Although the CBRT has started the interest rate reduction process, it has generally maintained its approach regarding the upside risks on inflation and its tight monetary stance in its statements. In this context, it stated that it would take its decisions with a cautious, data-based and meeting-based approach in the coming period. The CBRT also changed the limitations on credit growth in order to ensure that the credit growth and composition are consistent with the disinflation path.

While the contribution from the private sector consumption on the expenditure side to the gross domestic product (GDP) in the third quarter of 2024 increased compared to the previous quarter, the positive contribution of the net foreign demand continued. In the third quarter of the year, it grew by 2.1% compared to the same quarter of the previous year. (market expectation: 2.4%). The calendar adjusted GDP increased by 1.9% in the third quarter compared to the same quarter of the previous year, while the seasonally and calendar adjusted GDP decreased by 0.2% compared to the previous quarter.

The improvement in the external balance continued in the fourth quarter. While the recovery in the exports continues, the imports increased again in the last two months of the year. As the growth in service revenues has slowed, the developments on the revenue side limit the improvement in the current account balance. The central government budget balance announced by the Ministry of Treasury and Finance had a deficit of TL 829.2 billion in December 2024. According to the preliminary data from the Ministry of Commerce, the exports will

increase by 2.5 percent in 2024 compared to 2023, while the imports will decrease by 4.9 percent. Therefore, the foreign trade deficit, which was USD 106.3 billion in 2023, decreased to USD 82.2 billion in 2024.

Türkiye's sectoral PMI (manufacturing industry purchasing managers index) report pointed out that production and new orders slowed down widely in the last month of 2024, while the number of sectors recording growth increased compared to November. While nine out of the ten sectors monitored within the scope of the survey slowed down their production, this number dropped to seven in December, indicating a relative recovery. The signs of easing inflationary pressures strengthened in December, and the rise in input costs in most sectors slowed down compared to November.

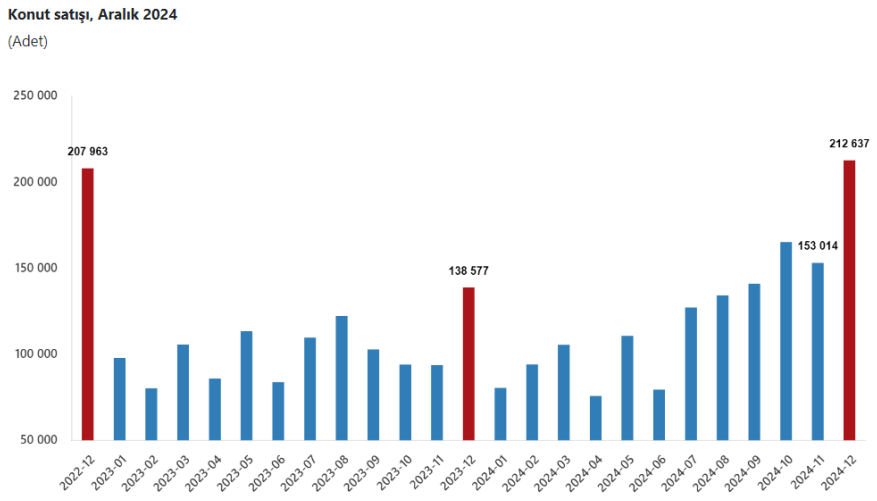
The annual inflation of the general consumer price index (CPI), which was 49.4 percent in September 2024, decreased to 44.4 percent in December. In the same period, annual inflation in the general domestic producer price index (D-PPI) decreased from 33.1 percent to 28.5 percent. According to the main expenditure groups, the groups with the highest monthly price increases in December were household goods with 2.78%, communication with 1.82% and housing with 1.71%.

Housing Market

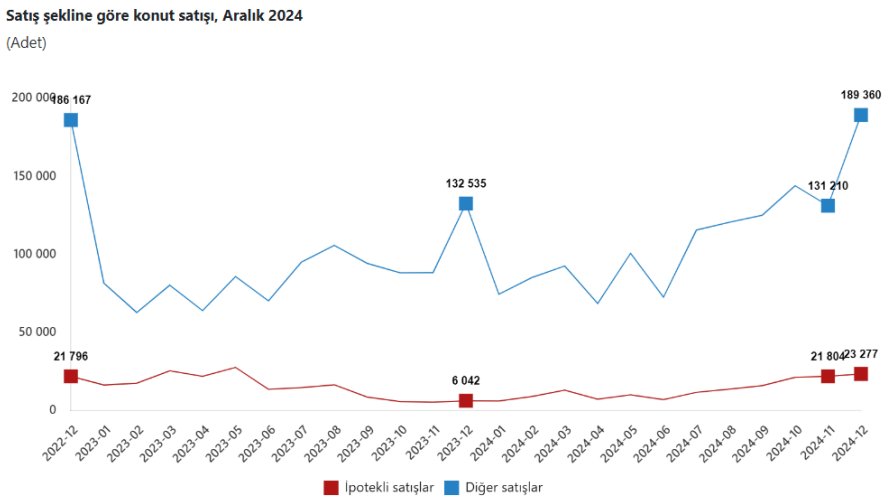
The activity and increasing sales in the housing market in the last quarter, the rise in mortgage sales and the lively demand bring investments in this area to the fore. Sustainable investments and meeting the need for investments in areas such as housing, logistics warehouses, student dormitories will be among the important issues for REITs in 2025.

According to housing sales figures announced by TUİK, housing sales across Türkiye increased by 53.4% in December compared to the same month of the previous year, reaching 212,637. While the cities with the highest number of house sales were Istanbul with 239 thousand 213, Ankara with 134 thousand 46 and Izmir with 80 thousand 398, the cities with the lowest were Ardahan with 755, Hakkari with 958 and Bayburt with 999.

Thus, housing sales increased by 20.6% in the January-December period compared to the same period of the previous year and amounted to 1 million 478 thousand 25.



Mortgaged house sales in December 2024 increased by 285.3 percent compared to the same month of the previous year, reaching 23,277. Mortgaged house sales in 2024 decreased by 10.8% compared to the previous year, reaching 158,486. The share of mortgaged sales in total housing sales was 10.9% in December and 10.7% in 2024.



The number of first-hand housing sales in Türkiye increased by 49.5% in December compared to the same month of the previous year, reaching 76,629. First-hand home sales increased by 27.6% in 2024 compared to the previous year, reaching 484 thousand 461. The share of first-hand housing sales in total housing sales was 36% in December and 32.8% in 2024.

OFFICE MARKET and LOGISTIC WAREHOUSES

Despite the slowdown in inflation and exchange rate growth, the low supply of new office space on the supply side caused prime rents to continue to rise in both TL and USD terms; this increase was recorded as 21.6 percent in USD terms. In addition, due to the record-high prime rents and limited supply of quality office space, companies are having difficulty finding space that fits their budgets and has ideal features, while demand for office space has decreased. Companies have recently started to show a tendency to downsize their existing spaces or prefer smaller offices when relocating. In the third quarter, 38 percent of deals on a square meter basis took place in the central business district, an increase compared to the same period in the previous year. Of the transactions outside the central business area, 62 percent took place on the Anatolian side and 38 percent on the European side, indicating no change compared to the same period of the previous year. Investment transactions are expected to accelerate in the medium or long term.

In the third quarter of 2024, the general supply of the Istanbul office market was recorded as 7.11 million m². The total rental transactions in this quarter is 34,985 m². The total rental transaction in 2024 reached 166,082 m². Thus, a decrease of 19% was recorded compared to the same period of the previous year. However, 30.4% and 41.2% of the rental deals concluded in this quarter, both in terms of square meters and numbers, were new rental deals, respectively.

Based on the figures of Türkiye Commercial Real Estate Index, it was realized at the level of 1001.92 points as of the end of December 2024. The index increased by 178.18 points compared to the same month last year and showed a monthly increase of 7.76 points. The index, which started 2024 at 843.93 points, experienced an increase of 157.99 points in the 12-month period.

High level of construction and land costs remain a significant challenge for development activities. The global industrial and logistics market faces challenges such as geopolitical conflicts, trade policy changes, and rising costs; disruptions in production and supply chains continue. Despite these pressures, Türkiye remains an attractive location for nearshoring strategies of the businesses looking to mitigate supply chain risks and increase operational efficiency. As our country continues to play a crucial role in global trade through new logistics corridors and infrastructure investments, Chinese manufacturers are encouraged to move their production lines to Türkiye for better market access. The rapid growth of e-commerce increases the demand for qualified and smart storage areas by increasing investments in transfer centers and regional warehouses.

In 2024, the warehouse rental transaction volume revived, with a 56 percent increase compared to the previous year, reaching a total of 211,600 m². While third-party logistics companies had the largest share in rental transactions with a 49 percent share, the white goods category had a 21 percent share and retail companies had a 19 percent share.

According to current data, there is a logistics supply for commercial use of approximately 7.5 million m² in the total warehouse stock of approximately 11.3 million m² in the Istanbul-Kocaeli region, which is the primary logistics market. The volume of projects under construction has been recorded as approximately 500 thousand m² and almost all of the projects in question are for commercial use. In the last quarter of 2024, the total supply increased by 1.7 percent and supply under construction increased by 3.9 percent compared to the same period last year. At the end of 2024, the vacancy rates were recorded at 2.0 percent in the Istanbul European market, 1.2 percent in the Istanbul Asian market and 1.8 percent in the Kocaeli market, respectively.

In the 4th quarter of 2024, primary rents for logistics warehouses increased to 10 USD/m²/month in USD terms, increasing by 14.3 percent compared to the previous year. In TL terms, it increased by 35.4 percent compared to the same period last year and rose to 350 TL/m²/month. The upward pressure on rental prices in the primary markets is expected to continue in the coming periods due to the limited available supply.

It was prepared by compiling from the reports from the CBRT and TUİK , GYODER

Financial Resources and Risk Management Policies of the Business

As of December 31, 2024, there are TL 200,721,844 worth of letters of guarantee given, the details are as follows:

Location	Project	Amount
İller Bankası A.Ş.	Istanbul Finance Center - T.Vakıflar Bankası TAO Head Office Service Building and Facilities Project	TL 82,104,181
Ankara 25th Civil Court of First Instance	Cubes Ankara Project	TL 270,000
Ankara 28th Enforcement Office	Cubes Ankara Project	TL 275,699
Istanbul 23rd Enforcement Office	Bizimtepe Aydos Project	TL 416,076
Istanbul 7th Enforcement Office	Bizimtepe Aydos Project	TL 77,500
Istanbul 6th Enforcement Office	Bizimtepe Aydos Project	TL 391,500
Istanbul 18th Enforcement Office	Bizimtepe Aydos Project	TL 340,000
ıstanbul 8th Enforcement Office	Bizimtepe Aydos Project	TL 332,000
ıstanbul 17th Enforcement Office	Bizimtepe Aydos Project	TL 109,512
Istanbul Metropolitan Municipality	Sancaktepe Mixed Project	TL 1,145,000
Istanbul 21st Enforcement Office	Bizimtepe Aydos Project	TL 75,000
Istanbul 25th Enforcement Office	Bizimtepe Aydos Project	TL 100,000
Istanbul 19th Enforcement Office	Bizimtepe Aydos Project	TL 120,000
Istanbul 4th Enforcement Office	Bizimtepe Aydos Project	TL 205,000
Ankara 46th Civil Court of First Instance	Cubes Ankara Project	TL 334,000
Alemdağ Tax Office	Tablo Adalar Project	TL 114,004,440
ıstanbul 5th Enforcement Office	Bizimtepe Aydos Project	TL 97,000
ıstanbul 2th Enforcement Office	Bizimtepe Aydos Project	TL 324,936
Total		TL 200,721,844

This refers to the guarantee fee given to the banks in question in return for the loan amount, in case the buyers of houses and offices in the Company's ongoing projects purchase the relevant projects by using a house/workplace loan from the banks with which the Company has agreements. The ratio of other GPMs given by the Company in this context to the Company's equity is 3.91%. (December 31, 2023: % 6.91). The details as of December 31, 2023 and December 31, 2022 are as follows:

	December 31, 2024		December 31, 2023	
	Under the scope of Guarantor Sales Made	Company Share	Sales Made Under Guarantee	Company Share
Cubes Ankara Project (100%)	94,612,053	94,612,053	136,599,720	136,599,720
Tablo Adalar Project (99%)	410,029,502	405,929,207	591,995,557	586,075,602
Total	504,641,555	500,541,260	728,595,277	722,675,322

On July 6, 2020, the "Cubes Ankara Project" with a construction progress level of 15% was transferred to the Company. The total amount of GPMs given in favor of third parties in connection with this transfer as of December 31, 2024 is TL 8,371,793. The Company monitors the amounts of independent sections for which a sales promise agreement was signed by the owner of the project before the transfer and for which collections were made, under its contingent liabilities. The relevant independent sections have started to be delivered to customers as of March 18, 2024.

Our Company has short-term loans from banks amounting to TL 11,301,076 as of December 31, 2024. Considering the current status of our Company, the risks foreseen in this context are under control.

Effectiveness of Internal Control System, Risks and Evaluations of the Management Body

The Early Detection of Risk Committee consists of two members elected by the Company's Board of Directors from among its own members, and the chairman of the committee is an independent Board Member. In the 4th Term of 2024, 6 reports were prepared and presented to the Board of Directors.

The purpose of the Audit Committee is to ensure that the Company's business and transactions are carried out in an orderly, efficient and effective manner, in accordance with the management strategy and policies, within the framework of legislation and rules, and to ensure the integrity and reliability of the account and record order, the timely and accurate availability of information in the data system, errors, and to prevent and detect fraud and irregularities.

In 2024, the Audit Committee convened 4 times and 4 reports were prepared, and taking into account the Corporate Governance Principles and Standards, an environment of trust has been established that the Company's activities are carried out in line with the Company's objectives and that the financial statements and relevant laws and legislation are complied with. It has been observed that the main risks are identified, constantly observed and minimized in line with the determined targets, and existing internal control activities are evaluated frequently and continuously.

In addition, an Internal Control Committee consisting of managers covering all the respective processes was established in order to organize and manage our Company's Internal Control System effectively and efficiently.

The Internal Control is managed within the scope of "Y1.4 Enterprise Risk Management Process" and "PR-Y1-08 Enterprise Risk Management Procedure". The process was developed in accordance with the requirements of the Public Financial Management and Control Law No. 5018, COSO Internal Control Model, and ISO 31000 Risk Management standard.

In this context, the risks are determined under three groups: Strategy, Process and Project risks, and four categories for each group (strategic, operational, financial, reputation risks).

In determining each risk, internal control deficiencies are questioned in 6 aspects (*Policy and Procedure, Documentation* , *Security, Assignment, Systematicity, Monitoring)* . Risks are evaluated in the aspects of Probability and Impact and are leveled as " *high, medium and low* " risks out of 25 points with a 5X5 matrix. An Internal Control Plan is created by planning risk response actions for medium and high risk levels. As of 2021, risks and actions are monitored through the Corporate Risk Management Module on Vakıf REIT's Integrated Management System Platform.

Risks are monitored at three levels:

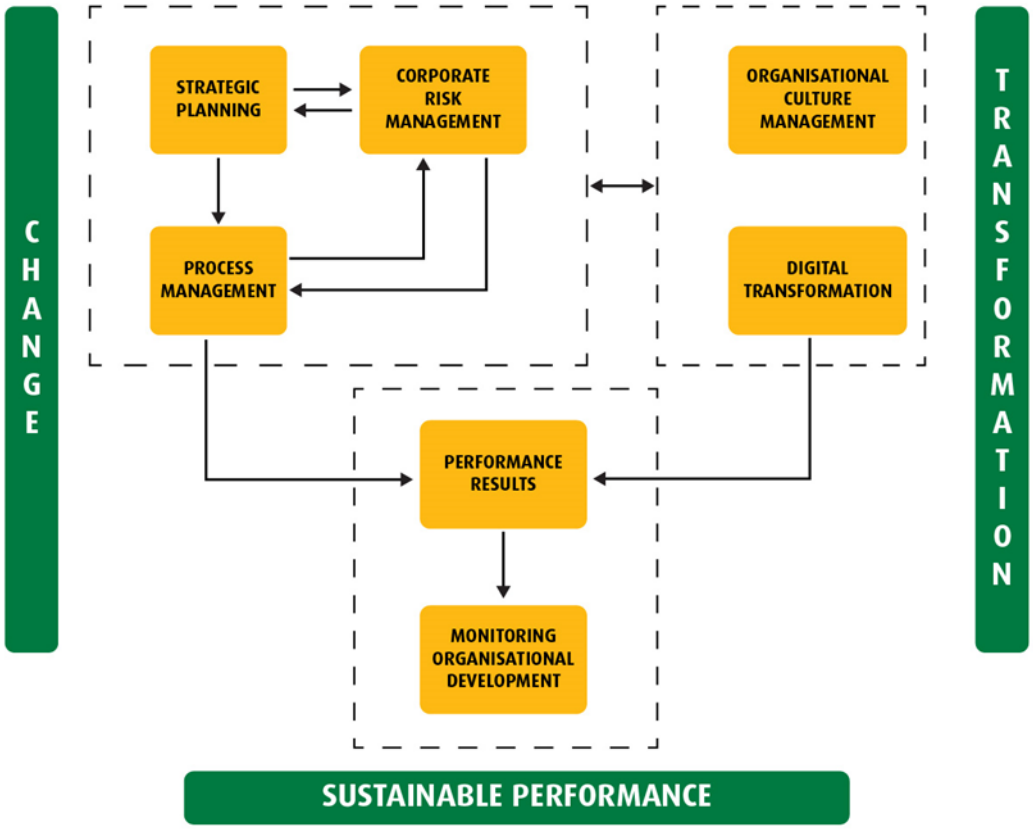
- Strategic risks are determined by the senior management by taking into consideration the needs and expectations of the relevant parties through SWOT, PESTEL, STAKEHOLDER and other analyzes conducted on internal and external issues within the scope of the Strategic Plan, and actions are taken accordingly.
- In addition to the Internal Control Committee, in determining the risks and opportunities for the processes; all the units evaluate their own processes, identify risks and take necessary precautions accordingly.

- And the real estate project risks are not strategic level or process risks, but are project-specific risks/opportunities that affect the project progress rates, and the necessary actions are taken within the work schedule.

  The risk/opportunity management process (risk identification, evaluation and control) is evaluated by the Committee and the senior management at Management Review meetings, at the end of each year and/or whenever necessary, and the necessary measures are taken according to the evaluation results.

Our Journey of Corporate Development

VAKIF REIT CORPORATE DEVELOPMENT MODEL



As Türkiye's first Real Estate Investment Trust, our goal is to maximize the corporate development of our Company, befitting its experience, and make our Company the pioneer and representative of the sector in this field. For this purpose, the Corporate Development Project, which is Vakıf REIT's vision project, has been initiated in order to effectively manage change and transformation.

To briefly summarize the Corporate Development Project; In today's world, where change and destructive transformation are experienced, very important steps have been taken in terms of institutionalization with the change-transformation program we have implemented, and many necessary functional systems such as strategic planning, process management, corporate risk management have been established with a well-founded approach and are constantly being developed. By taking into account the factors of change in the ecosystem, our differentiation strategies that will provide competitive advantage are such strategies that cover the expectations of our five basic stakeholders and are integrated with the United Nations sustainable development goals. In this respect, Vakıf REIT's Strategic Plan is a long-term "Integrated Strategic Plan", which is the first application of the sector.

On the other hand, our transformation projects have been initiated to keep up with this change. With the digital transformation, which is the first of our transformation projects, the need for digital change was determined and the necessary technological infrastructure was provided. Another important transformation program contributing to the success of change is "Corporate Culture Management".

By measuring the current corporate culture, information and motivation training organizations were provided in line with the determined cultural and social change needs, and the integration and holistic management of the Vakıf REIT' health and well-being program into the Human Resources system was aimed by measuring the health of the organization.

With our transformation projects, the resilience and agility of the organization is increased.

To summarize our journey of corporate development over the years;

- With the systems that started with the ISO 9001 Quality Management System in 2020 and are developed day by day, the understanding of sustainable development has turned into a way of life in our company.

- Our management system was created by adopting the EFQM Management Model, which is referenced by the EU, and with the participation in the recognition program organized by KalDer in 2021, the " 2021 Türkiye Excellence Awards - Competence in Superior Performance - 4 Stars" certificate was received in our first year.

- In 2022, the Integrated Quality Management System was developed by obtaining documents for the ISO 27001 Information Security Management System, ISO 10002 Customer Complaints Management System

and ISO 14064 Greenhouse gas inventory calculation standards, integrated with our ISO 9001 Quality Management System.

- Our Integrated Management Model, which has been continuously developed within the scope of the Corporate Development Project and reached its current maturity level, was crowned with the " 2022 Türkiye Excellence Award " and the "Turkish Excellence Grand Award in 2023", which were evaluated within the scope of the EFQM Model, and in particular, our integrated management approach was recognized as a good practice.

- This journey, which we carried to the international arena, was recognized by the reviews of experienced and independent evaluators from different countries of the world in the 2024 EFQM Global Award competition and we were awarded the "EFQM Global Award - 7 Diamonds".

Sustainability

With the change-transformation program implemented in our company, important steps have been taken towards the corporate development and all necessary functional systems have been established accordingly. With these systems, which are developed day by day, it is aimed to transform the understanding of sustainable development into a way of life in our company.

On the other hand, digital transformation is carried out to keep up with this change and the agility and durability of the organization is increased through corporate culture studies.

While putting into practice the principles of change and transformation, we focus on the provision of sustainable development considering the needs of the next generations. Beyond the three aspects of sustainability: economic, social and environmental sustainability, we adopt the product responsibility resulting in the total four aspects of sustainability in our organization.

Our strategies were associated with the 17 Development Goals and 169 Development Aims of the United Nations Sustainability Program and the first integrated strategic plan of the sector was published. In addition, the focus is on meeting the expectations of all five basic stakeholder groups in a balanced manner and managing the experience of our stakeholders.

Our sustainability efforts are being managed through the process "Y3.3. Sustainability Management" and under the coordination of our Department of Corporate Development and Sustainability, which was established in 2022. The process includes the sub-processes of Sustainable Building Management, Environmental Sustainability Management and Social Sustainability Management:

There are many ISO and EN standards within the scope of quality assurance systems regarding sustainable building management. In addition, many rating and certification systems for green buildings have been developed, such as the American LEED certificate, the UK BREEAM certificate and others developed by European countries. In our country, the YeS-TR Regulation has been published by our Ministry of Environment, Urbanization and Climate Change.

In this context, we attach importance to green building rating studies in order to control carbon emissions resulting from building construction works. Among our current projects; the project Istanbul Finance Center is the first building in the IFC Campus to receive the Leed GOLD Certificate, and we are a candidate for the Leed GOLD certificate in the project VYeniKonak. In addition, compliance with many green building criteria such as Energy Efficiency, Natural Lighting, Healthy Indoor Environment, Responsible Production and Consumption, Reducing Water Footprint, Increasing Biodiversity, Green Parking Lots and Bicycle Parks is taken into account for our other projects without a certification target.

- Product Sustainability: There are many ISO and EN standards within the scope of quality assurance systems. In addition, many rating and certification systems for green buildings are developed, such as the American LEED certificate, the UK BREEAM certificate and others developed by European countries. In our country, the YeS-TR Regulation (Certificate for Buildings and Premises) has been published by our Ministry of Environment, Urbanization and Climate Change. In this context, we attach importance to green building rating works in order to control carbon emissions resulting from building construction works. Out of our current projects; Istanbul Finance Center Project has the LEED GOLD Certificate, and our Izmir Project is a LEED GOLD Certificate candidate. In addition, compliance with many green building criteria such as Energy Efficiency, Natural Lighting, Healthy Indoor Environment, Responsible Production and Consumption, Reducing Water Footprint, Increasing Biodiversity, Green Parking Lots and Bicycle Parks is taken into account for our other projects without a certification target.

- Environmental Sustainability Management: The carbon emissions of all our projects were calculated and reported to the CDP, the world's most prestigious environmental reporting agency, and the targets were determined to reduce carbon emissions.

  A C+ performance score was achieved in the first year reporting under the CDP Climate Change program. Vakıf REIT, which has taken important steps by reporting with the Carbon Disclosure Project (CDP) and calculating greenhouse gas emissions according to ISO 14064, aims to transparently share with all its stakeholders its sustainability and climate risks, priority issues and the steps it has taken

to manage these issues with its integrated annual report. A CDP application has also been made for 2024.

- Social Sustainability: A member of VakıfBank Finance Group, Vakıf REIT has been considering the impact of its activities on society and the world since the day it was founded, with the influence of the foundation heritage in its roots.

In this direction, as Vakıf REIT, our priority social responsibility projects cover the aspects of:

- Sustainable Cities and Communities
- Industry, Innovation and Infrastructure
- Quality Education
- Reduced Inequality
- Gender Equality

.

Strategic Management and Goals

Starting from 2020, Vakıf REIT determines its short and long-term goals with its 5-year strategic plan and annual performance program and, manages both its current and future performance in line with these goals. Vakıf REIT Strategic Plan was associated with the United Nations Sustainable Development Goals (17 SDGs) and Targets (169 SDTs) at every stage, from the Current Situation analysis stage to the determination of the annual performance program, and an Integrated Strategic Plan was prepared for the first time in Türkiye. By adopting the 4P Model (Economic, Social, Environmental and Product sustainability) beyond the generally accepted 3P Model (Economic, Social, Environmental sustainability) defined in the United Nations Sustainability Program, it has been ensured that our Strategic Plan covers the sustainability program in four aspects.

In addition, the focus is on meeting the change and transformation strategies and the expectations of all five basic stakeholder groups in a balanced manner and managing the experience of our stakeholders. In addition, the continuity of progressive improvement towards corporate development is aimed at creating a corporate culture of "We are Vakıf REIT" in line with our main purpose, managing the health and well-being of the organization, which is considered a global reference, and keeping the values alive.

Our main strategy is to continuously grow and provide value to its stakeholders with innovative and sustainable solutions, with the vision of becoming a reference organization that directs change in the sector with its symbolic structures. In order to implement this main strategy, our company has determined 7 strategies and key performance indicators (KPIs), including operational and financial targets. Our strategies and major KPIs are presented below:

- Business Development with Innovative and Concept Projects (KPI : number of business developments, real estate portfolio size, total portfolio size)
- Effective Growth with Effective Marketing and Sales (KPI: Asset Size Ranking, Asset Size Market Share)
- Effective and Efficient Management of Project Portfolio (KPI: Project Progress Rates (Cubes Ankara, Tablo Adalar, VYeniKonak, VSancaktepe Center)
- Managing Customer Experience Effectively (KPI: Customer Satisfaction Rate, Net Promoter Score)
- Managing Organizational Climate (Health) (KPI: Employee Satisfaction Rate, Employee Loyalty Rate)
- Managing Corporate Development (KPI: EFQM Self-Assessment Score, Strategy Realization Score, Digitalization Level)
- Strengthening Our Reputable Position by Effectively Managing Reputation (Corporate Reputation Rate, Net Promoter Score)

In order to achieve the targets determined by the study Strategic Planning, in the categories such as human resources, investment costs, service procurement, effectiveness, etc., the resource requirements required for the strategic activities are determined and based thereon, a 5-year financial plan and annual budget are prepared.

The 5-year Strategic Plan and financial plan, as well as the annual performance program and budget, come into force with the approval of the Board of Directors.

Institutional learning and, accordingly, continuous improvement of activities are ensured through the monitoring and evaluation process. In the annual review meetings held at the end of the year, strategic plan realizations are reported and the evaluations made constitute input into the strategic planning process of the following year.

With the successful implementation of the strategic plan, a dramatic improvement has been seen in the business results that we present in the Integrated Annual Report. Vakıf REIT's 2023 Integrated Annual Report, which details its commitment to sustainability and corporate responsibility and its strategic steps for the future, was prepared in accordance with the Turkish Sustainability Reporting Standards (TSRS) published in December 2023.

Real Estate Portfolio and Related Activities

Completed Projects

IFC VAKIFBANK TOWERS

Province	Istanbul
District	Ümraniye
Block/Parcel	3328 / 12
Purchase Date	07.06.2011
Appraisal Date	30.12.2024
Appraisal Value	TL 9,015,210,000.00

The land of 8,774.05 m² that is located in the Istanbul Finance Finance Center, Ümraniye District, Küçükbakkalköy Neighborhood, section no. 3328, parcel no. 5, and the 7,225.80 m² land located in the Ümraniye District, Küçükbakkalköy Neighborhood, section no. 3328, parcel no. 12, were purchased by our Company in 2011 in order to carry out the "T Vakıflar Bankası T.A.O. Head Office Service Building and Facilities Project" thereon. This project, the concept project studies of which have been completed, was approved by the Ministry of Environment and Urbanization Aesthetics Board Decision dated 22.05.2014. Following the approval, license projects were completed and prepared, and the construction licenses for both parcels were obtained from the Municipality of Ümraniye on June 22, 2015.

After the completion of the main contractor tender process for the T. Vakıflar Bankası T.A.O. Head Office Service Building and Facilities Project, we have signed a contract with REC Uluslararası İnşaat Yatırım San. ve Tic. A.Ş. for the said work.

At the meeting of the Company's Board of Directors dated 15.11.2018, it was decided to sell a total of 22,900 m² of area in the 52-storey block of the "T Vakıflar Bankası T.A.O. Head Office Service Building and Facilities Project" as included in the portfolio of our Company, which is planned to be used as our Bank's Head Office Service Building, to T. Vakıflar Bankası T.A.O., and a "Real Estate Sales Promise Agreement" was signed with T. Vakıflar Bankası T.A.O. on 23.11.2018.

At the meeting of the Company's Board of Directors dated 26.10.2020, it was decided to sell a total of 28,001.20 m² of area in the 52-storey block of the "T Vakıflar Bankası T.A.O. Head Office Service Building and Facilities Project" as included in the portfolio of our Company, which is planned to be used as Bank's Head Office Service Building, to T. Vakıflar Bankası T.A.O.

At the meeting of the Company's Board of Directors dated 06.01.2021, it was decided to sell the area of 4,785.68 m²' in the 52-storey block, which is planned to be used as VakıfBank Head Office service building.

At the meeting of the Company's Board of Directors dated 07.04.2022, it was decided to sell the area of 25,718.12 m² in the 52-storey block, which is planned to be used as the VakıfBank Head Office Service Building. In order to ensure compliance with the revision made on the Istanbul Finance Center Project Master Work Program , additional protocols have been signed with the contractor company, project management company and professional supervision services company.

Construction work on the VakıfBank Tower in the Istanbul Finance Center has been completed. The provisional acceptance process was completed on 15.09.2023 and the building use permit (occupancy) certificate was received on 16 February 2024.

Since the interior design works carried out by the bank in Parcel 12 – B block are still ongoing, final acceptance has not yet been made and a protocol was signed with the Contractor company on 27.09.2024. According to the protocol, the final acceptance date has been updated to 13.07.2025, which is the completion date of the interior architecture layout works ongoing by the bank.

According to the report dated 30.12.2024 of Arge Gayrimenkul Değerleme ve Danışmanlık A.Ş., which is authorized by the CMB to provide valuation services, the market value of the Istanbul Finance Center located on the section no. 3328, parcel no. 12 is TL 9,015,210,000.00 excluding VAT.

TABLO ADALAR

Province	Istanbul
District	Maltepe
Block/Parcel	15646/44
Purchase Date	17.05.2016
Appraisal Date	27.12.2024
Appraisal Value	TL 1,497,703,400.00

The land of 15,268.61 61 m² registered under block no. 15646, parcel no. 44, with a zoning plan for residential purposes, located in Zümrütevler neighborhood, Maltepe district, Istanbul province, was purchased by the ordinary partnership established with Obaköy Gayrimenkul Geliştirme İnşaat Yatırım Taahhüt Sanayi ve Ticaret A.Ş., with 50% of the shares to be paid by Vakıf REIT and 50% by Obaköy.

On January 31, 2018, Obaköy, the 50% shareholder of the Ordinary Partnership, transferred 49% of its shares to our Company in return for the land and development expenses incurred up to that date and the share transfer fee. After this transfer, our share in the ordinary partnership was increased to 99%. In order to find the most appropriate and accurate design for the project to be carried out on the land, a request for a preliminary concept was made along with offers from 5 companies well referenced and recognized, and as a result of the concept presentations, an agreement was signed with Tabanlıoğlu Architecture company. Currently, the Building Permits have been renewed by Maltepe Municipality on October 14, 2021, and the project's "Main Contractor Service" and "Project Management Service" tenders have been concluded.

The project was provisionally accepted on 03.10.2023. The building use permit (occupancy) certificate for Blocks A and B was obtained on 26.03.2024.

The sales process was initiated by holding a launch meeting for the project on December 01, 2021, and as of December 31, 2024, a sales promise agreement was signed for 274 independent units.

The turnkey delivery process started on November 29, 2023. According to the 2024 year-end appraisal report, the total value of 135 independent sections is TL 1,497,703,400.00.

Ongoing Projects

VYENİKONAK PROJECT

Province	İzmir
District	Konak
Block/Parcel	8601/2
Purchase Date	19.08.2015
Appraisal Date	31.10.2024
Project Current Appraisal Value	TL 2,411,426,797

The land located in İzmir Province, Konak District, Mersinli Neighborhood, section no. 8601, parcel no. 1, with a surface area of 17,673.63 m² in the MİA (Central Business Area) legend was purchased on August 19, 2015.

Aiming to create a mixed-use project on the block/parcel no. 8601/1, a main contractor tender was held under the name "Izmir Konak Mixed Project" and with the method "Revenue Sharing in Return for Land

Sale", and İlk İnşaat and Kaf Teknik Business Venture with the best offer committed a Company Share Income of based on a Company Share Income of 30% to Vakıf REIT in return for the land sales.

The TEIAS land, located in the northern neighborhood of our land, was purchased by the company on April 04, 2019, based on the unification condition in the zoning status document received from the relevant Municipality, and due to the changes arising from the "Unification and Abandonment to the Public Without Charge" transaction, it was registered with the title deed as a land of 17,703.70 m² under block no. 8601 and parcel no. 2, and then subsequently qualified as "Land" by means of demolishing the risky buildings on the parcel.

The project design based on the license has been completed by the contractor company and the building license was obtained on April 16, 2020. The procedures for the implementation project are in progress. The respective site construction activities were started by the Main Contractor in October 2020. In line with the needs in the region, certain arrangements were made in the license project by the main contractor and the renovation license dated December 31, 2021 was obtained accordingly.

In addition to the fact that construction implementation activities have been started as of 2021, while the project progress level is still at ~ 4.81%, it was decided to terminate the service contract based on the Board's Decision dated/13.09.2022/108 due to the contractor's failure to fulfill its obligations in the contract.

The Company has put out a tender for the "İzmir Konak Mixed Project Revenue Sharing in Return for Land Sale" project to be built on parcel no. 8601, section no. 2, Mersinli Neighborhood, Konak District, İzmir Province, which is in its portfolio, and a main contractor contract was signed with Rec Uluslararası İnşaat Yatırım San ve Tic AŞ, which submitted the most suitable bid, on 09.03.2023 with a 35% company share income rate on the total income in return for land sale. The building permit for the project was obtained on 12.05.2023. It was terminated with the Mutual Abrogation Agreement signed by mutual consent of the parties on 17.05.2024, in a way that does not create any rights or liabilities for either party.

It is considered that the project to be carried out in Izmir, one of the important metropolises of the country, will be extremely beneficial in terms of both continuing the growth vision of the Company and increasing its profitability.

According to the year-end valuation report of the real estate dated 31.10.2024, the "current status of the project" appraisal value was assessed as TL 2,411,426,797.

CUBES ANKARA

Province	Ankara
District	Çankaya
Block/Parcel	16124/5 and 16125/4
Purchase Date	06.07.2020
Appraisal Date	27.12.2024
Appraisal Value	TL 10,489,000,000

In order to include the Cubes Ankara Project, which is under construction in 2 separate blocks with a total area of 16,778.93 m², including residential, office, commercial and social facilities, and a closed construction area of 207,853 m², on 2 separate blocks with the section/parcel numbers 16124/5 and 16125/4 in Çukurambar Neighborhood, Çankaya District, Ankara Province, in our Company's portfolio, a contract was signed with T Vakıflar Bankası TAO on May 13, 2020. On 06 July 2020, the title deed transfer of the "Cubes Ankara Project" to our Company was completed. Renovation permits for the project were obtained on October 16, 2023 and October 25, 2023 , and according to the renovation permit, the project has a closed construction area of 215,984.66 m².

The project's tenders for "Main Contractor Service" and "Project Management Service" were finalized and, the construction activities were initiated by means of signing contracts with the relevant companies. The project, which was provisionally accepted on April 20, 2024, is at 99% progress level as of December 31, 2024. The Building use permit (occupancy) for Blocks A1-A2 was received on February 22, 2024, and the Building use permit (occupancy) for Blocks B1-B2 was received on November 4, 2024.

The sales process was initiated by holding the project launch meeting on October 13, 2021, and as of December 31, 2024, a sales promise agreement was signed for 437 independent units.

The key delivery process started on March 18, 2024.

In the Cubes Ankara Project, on 29.03.2024, the independent sections numbered B1-404 qualified as Hotel and numbered B2-30 qualified as Multi-Purpose Hall, with a total area of 8,801.75 m², were sold to Totem İş Güvenlik Cihazları İnşaat Taahhüt San ve Tic Ltd Şti as Shell&Core, on installment basis for TL 628,075,000 + VAT. However, with the decision of the Board of Directors of the Company dated 23.12.2024; Due to the application of Totem İş Güvenlik Cihazları İnşaat Taahhüt San. ve Tic. Ltd. Şti. for performance difficulties it experienced in its deferred payments and its default, it was decided to use the Company's right to withdraw from the sale of the relevant real estates with just cause, and to reach an agreement with Totem İş Güvenlik Cihazları İnşaat Taah. San. ve Tic. Ltd. Şti. regarding the return of the real estates to the Company at the sales price (TL 628,075,000 + VAT) on the condition that all expenses related to the canceled sale transaction and the transfer back of the real estates will be covered by Totem İş Güvenlik Cihazları İnşaat Taahhüt San. ve Tic. Ltd. Şti., the title deed transactions were completed on 31.12.2024 and the real estates were included in the portfolio.

According to the valuation report dated 23.12.2024, the value of 1 hotel numbered B1-404 BB was assessed as TL 558,593,350 , and the value of independent sections with the multi-purpose hall numbered B2-30 BB was assessed as TL 182,225,000. According to the year-end valuation report dated 27.12.2024, the total value of 521 independent sections was assessed as TL 10,489,000,000.

VSANCAKTEPE CENTER

Province	Istanbul
District	Sancaktepe
Block/Parcel	6770/2
Purchase Date	09.12.2016
Appraisal Date	30.12.2024
Appraisal Value	TL 1,273,625,394

The 17,518.17 m² commercial + residential zoned land located in Samandıra Neighborhood, Sancaktepe District, Istanbul Province, registered in the land registry office with the title deed, sheet no. 243EE4D , section no. 6770 , parcel no. 2 was purchased on 09.12.2016.

Aiming to develop a mixed-use project on the parcel, the "Sancaktepe Mixed Project Design Tender" was held on 16.02.2022. The work in question was given to Mental Tasarım Proje Geliştirme ve Yapı San. Tic. Ltd. Şti. and the Building Permits were obtained on 14.03.2023. Building Permits were renewed on 22.12.2023. The procedures for the design and implementation project have been completed. The project's "Main Contractor Service" and "Project Management Service" tenders were finalized and construction activities were initiated by signing contracts with the relevant companies. The completion rate of the VSANCAKTEPE CENTER project is 20.20% as of December 31, 2024.

The sales process was initiated by holding a launch meeting for the project on September 25, 2024, and a sales promise agreement was signed for 51 independent units as of December 31, 2024.

According to the completion rate in the 2024 year-end expert report, the year-end value is TL 1,273,625,394 , and the total value of the project in case of 100% completion is TL 2,943,765,000.

Investments

REAL ESTATE BASED ON PROPERTY ACQUISITION

TRANSFORM FİKİRTEPE PROJECT INDEPENDENT SECTIONS

Province	Istanbul
District	Kadıköy
Block/Parcel	3412/3
Purchase Date	09.05.2018
Appraisal Date	18.12.2024
Appraisal Value	TL 191,170,000

Our company invested in 30 independent units with a total saleable area of 2,728.92 m² on May 09, 2018, located on the 13th, 14th and 15th floors of Block C in the Transform Fikirtepe Project, registered on the section no. 3412 , parcel no. 3 in Merdivenköy Neighborhood of Kadıköy District of Istanbul Province, on a land area of 7,813.31 m².

In the valuation report dated December 18, 2024, the completion rate of the project was determined as 75%, and it was estimated that the fair value would be TL 191,170,000 + VAT according to the goodwill study within the framework of the market approach method in case the independent sections in our Company's portfolio are 100% completed. After our Company received the title deeds, the independent sections were transferred to the investment properties.

NİDAPARK KÜÇÜKYALI PROJECT INDEPENDENT SECTIONS

Province	Istanbul
District	Maltepe
Block/Parcel	16772/1
Purchase Date	30.11.2018
Appraisal Date	17.12.2024
Appraisal Value	TL 281,410,000

Our Company has invested in a total of 102 independent units with a gross sales area of 20,439.61 m² located in the office towers of the Nidapark Küçükyalı Project B10 and B11 blocks, registered with the parcel no. 16772, section no. 1 in the Küçükyalı Neighborhood of Maltepe District, Istanbul Province, on November 30, 2018. According to the additional protocol signed on October 13, 2020, the gross sales area is 20,427.73 m² and the number of independent sections is 106.

According to the year-end valuation report dated December 17, 2024, it has been estimated that if the 12 independent sections owned by our Company are completed, the revenue value under today's market conditions will be TL 281,410,000 + VAT.

REAL ESTATE INVESTMENTS WITH RENTAL INCOME

IFC – VAKIFBANK HEAD OFFICE SERVICE BUILDING AND FACILITIES

Province	Istanbul
District	Ümraniye
Block/Parcel	3328 / 12
Appraisal Date	30.12.2024
Appraisal Value	TL 9,015,210,000

Information on Rental Income

The Company has signed an agreement within this scope in order to lease the remaining 51,563.30 m² area, excluding the shops allocated as shop-mix area, of the B Tower Block, located on a parcel area of 7,225.80 m² and registered under section no. 3328, parcel no. 12, with a total saleable/leasable area of 54,582.90 m² and a construction area of 112,603.97 m², to Türkiye Vakıflar Bankası T.A.O. as Shell&Core, starting from 05.08.2022, for a period of 5 + 5 years accordingly under the scope of this project. Monthly rental fee is TL 40,200,000 + VAT as of December 31, 2024.

KAVAKLIDERE SHOP

Province	Ankara
District	Çankaya
Block/Parcel	2537/6
Purchase Date	30.12.2004
Appraisal Date	17.12.2024
Appraisal Value	TL 134,795,000

This real estate is located in Ankara province, Çankaya district, Tunalı Hilmi avenue registered under block no. 2537, parcel no. 6. The surroundings of the property, which is centrally located and conveniently located in terms of transportation, consist mainly of shops, stores, commercial buildings, office floors and residences.

The building consists of a total of 8 floors and 12 independent sections, including 1 Basement floor + Ground floor + 6 Normal floors. Our Company owns the independent section number 1, located on the 1st Basement floor, Ground floor and 1st Normal floor, with a total gross area of 1,062 m² and a warehouse shop.

Information on Rental Income

It was leased as VakıfBank Kavaklıdere Branch with a 10-year contract on 01.01.2020. The current monthly rental fee is TL 341,755.57 + VAT.

KÜTAHYA BUSINESS CENTER

Real Estate Details

Province	Kütahya
District	Registered Office
Block/Parcel	63/224

Purchase Date	31.01.2011
Appraisal Date	06 December 2024
Appraisal Value	TL 75,875,000

Kütahya Business Center is located in Kütahya province, Merkez district, Alipaşa neighborhood, Cumhuriyet avenue, at the corner of its intersection with Karagöz Street, registered under block no. 63, parcel no. 224. It was included into the portfolio of the Company in January, 2011. Historical buildings on the avenue, the small bathhouse under protection and the Karagöz Ahmed Pasha Mosque are in the immediate vicinity of the property. Most of the banks are located on Cumhuriyet avenue, where our building is also located.

The building, which consists of 9 floors in total, 1 basement floor + ground floor + 7 normal floors, has a gross usable area of 2,060 m².

Information on Rental Income

It was rented to be used as VakıfBank Kütahya branch on 01.02.2021 with a 10-year contract.

The current monthly rental fee is - TL 219,431.41 + VAT.

Since the building reinforcement works have started as of January 2025, no rental income will be obtained in 2025.

ALIAĞA BUSINESS CENTER

Real Estate Details

Province	İzmir
District	Aliağa
Block/Parcel	-/5637
Purchase Date	31.01.2011
Appraisal Date	17.12.2024
Appraisal Value	TL 60,350,000

The Aliağa Business Center was included in the portfolio on January 31, 2011 and is located on Istiklal Street, Aliağa District, Aliağa Neighborhood, İzmir Province, on parcel 5637. The building, which consists of a total of 7 floors, including 1 basement floor + ground floor + 5 normal floors, is registered in the title deed as 9 separate independent sections with a gross area of 1,323 m².

Information on Rental Income

The current monthly rental fee is - TL 128,087.52 + VAT.

The 1st basement, ground and 1st floors of the building, with a total area of 448 m², were rented as VakıfBank Aliağa branch on 01.01.2020 with a 10-year contract. The current monthly rental fee is TL 100,275.52 + VAT. In addition, 8 real estates from independent sections in the building were rented for TL 27,812.00 + VAT.

FATIH BUSINESS CENTER

Real Estate Details

Province	Istanbul
District	Fatih
Block/Parcel	2123/9
Purchase Date	08.02.2011
Appraisal Date	06 December 2024
Appraisal Value	TL 55,150,000

Fatih Business Center is located in Istanbul Province, Fatih District, on Macar Kardeşler avanue, at the corner of the intersection of the avenue and Hulusi Noyan Avanue, registered under block no. 2123, parcel no. 9. It was added to the portfolio via leasing from Vakıf Finansal Kiralama A.Ş. on February 8, 2011.

The gross usage area of the building, which consists of a total of 4 floors, 2 basement + ground floor + 2 normal floors, and 1 independent section, is 509 m². In order for the real estate to be subject to sale and rental as separate independent sections in the future, the title deed records of the real estate were updated as 3 separate independent sections on April 20, 2021.

Information on Rental Income

The current monthly rental fee is - TL 141,716.07 + VAT.

It was rented to be used as VakıfBank Kütahya branch on 01.02.2021 with a 10-year contract.

BİZİMTEPE AYDOS COMMERCIAL UNITS

Istanbul / Bizimtepe Aydos project is located in Istanbul province, Sancaktepe district, Samandıra avenue registered under block no. 8085, parcel no. 36. The company has sold all of its commercial sections and there is no commercial section as of December 31, 2023.

Lands

İZMIR - KONAK LANDS

	Section no. 8603, parcel no. 1	Section no. 8604, parcel no. 1	Section no. 8604, parcel no. 4
Province	İzmir	İzmir	İzmir
District	Konak	Konak	Konak
Purchase Date	19.08.2015	19.08.2015	19.08.2015
Appraisal Date	31.10.2024	31.10.2024	31.10.2024
Appraisal Value	TL 456,150,000	TL 580,845,000	TL 547,470,000

In Izmir Province, Konak District, Mersinli Neighborhood, section no. 8603 , parcel no. 1 , with a surface area of 5,183.53 m², section no. 8604 , parcel no. 1, with a surface area of 6,600.52 m², section no. 8604 , parcel no. 4 , with a surface area of 6,221.25 m², CBD (Central Business Area) zoned lands have been included in our portfolio. The fair value of our land according to the market approach method in the 2024 year-end appraisal report is TL 1,584,465,000.

Information on Rental Income

The current monthly rental fee is TL 120,000 + VAT. The land under section no. 8604 and parcel no. 1 was leased to REC Uluslararası İnşaat Yatırım San. Ve Tic. A.Ş. with a 3-year contract on 01.01.2024. However, the contract was terminated as of May 2024.

ANKARA - ETİMESGUT LANDS

Province	Ankara
District	Etimesgut
Block/Parcel	48750/1 and 48744/5
Purchase Date	12.04.2000
Appraisal Date	31.10.2024
Appraisal Value	TL 11,158,020

The real estate properties are registered lands located in Ankara province, Etimesgut district, Erler neighborhood registered under no. 48750, parcel no. 1 parcel and block no. 48744, parcel no. 5. Since the lands are located in the Energy Transmission Line area, there is no construction on them. The parceling plan no. 85170/1, which includes the immovable properties of our company, was canceled by the decision of Ankara 5th Administrative Court dated 04 December 2018 and numbered 2018/2472, and the legal process continues. The surface area of the land registered under block no. 48750, parcel no. 1 is 19,023 m² and Vakıf REIT's shares thereon are 2,111/19,023. The land registered under block no. 48744, parcel no. 5 is 2,399 m².

ISTANBUL SANCAKTEPE LAND

Province	Istanbul
District	Sancaktepe
Block/Parcel	8741/13
Purchase Date	12.08.2022
Appraisal Date	31.10.2024
Appraisal Value	TL 595,675,000

The 21,000 m² land located in the 100th parcel of Samandıra Neighborhood, Sancaktepe District of Istanbul Province has detached structure, H(max) 12.50 meters, TAKS: 0.40, KAKS: 1.00 construction conditions. After the creation, unification and subdivision process of the old 100 parcels of Samandıra District, the registration of the "Land" qualified real estate in the zoning plan with a surface area of 13,720.22 m² in Block 8741, Parcel 13, was realized on 01.02.2024. Zoning Implementation procedures are ongoing for the real estate in accordance with the Zoning Law No. 3194.

Information on Rental Income

The current monthly rental fee is - TL 477,288.00 + VAT.

It was leased to Öztek Motorlu Araçlar Tic. A.Ş. with a 2-year contract on 06.11.2023.

CUBES ANKARA PROJECT COMMERCIAL AREAS

The tender process for the leasing of 27,645.81 m² commercial area in our Company's portfolio of Cubes Ankara Project, which is under construction in 2 separate blocks with a total area of 16,778.93 m² with residential, office, commercial and social facilities on plots of land with the section/parcel numbers 16124/5 and 16125/4 in Çukurambar Neighborhood of Çankaya District of Ankara Province, has been completed and a contract has been signed on 06.02.2024.

Information on Rental Income

The current monthly rental fee is - TL 330,000.00 + VAT.

KOCAELİ GEBZE - ÇAYIROVA LAND

Province	Kocaeli
District	Gebze
Block/Parcel	6365/8
Purchase Date	02.09.2022
Appraisal Date	17.12.2024
Appraisal Value	TL 600,713,000

For the land located in Kocaeli Province, Gebze District, Çayırova Neighborhood, on the parcel number 6365/8, with an area of 28.414 m², with the construction conditions of Detached structure, 12 floors, H(max) 36.50 meters, KAKS 1.98 within the "Trade Area" suitable for construction with storage function in the 1/1000 Scale Gebze Revision Implementation Zoning Plan, a valuation report dated 18.08.2022 was prepared and it was included in our portfolio on 02.09.2022.

Real Estate Portfolio Development

Our company attaches importance to the fact that its real estate portfolio consists of properties that have been qualitatively and financially analyzed and, the risk impact of which has been reduced. Feasibility studies and real estate appraisal studies are carried out on all real estate included in the portfolio to determine the correct target groups, and these studies based on scientific data are taken as basis in purchasing and leasing transactions.

In order to achieve its investment goals, our company has adopted the principle of including in its portfolio real estate with different features that are safe, efficient, stable, high in income-generating factors and free of risk parameters, by keeping up to date with the global and national real estate market and taking new investment actions. In this direction, our company's Business Development and Planning Directorate was established. The first of our 7 main strategies, "Business development with innovative and concept projects", is carried out in accordance with the performance criteria of the strategy.

Significant Events Occurring After the Reporting Period

In our Company's meeting held on January 13, 2025; it was decided to increase the Registered Capital Ceiling from TL 5,000,000,000 to TL 15,000,000,000, and an application was made to the Capital Markets Board on January 13, 2025 to obtain the necessary permission for the amendment of Article 7 titled "Capital" of our Company's articles of association in order to increase the registered capital ceiling and update the permission period. Approved by the letter of the Capital Markets Board dated February 06, 2025 and numbered E-12233903-340.08-67445.

Predictions about the Development of the Business

Our Company, which always aims to go further in the field of Real Estate Investment Trust, will continue to research new investment projects with its expert staff.

Report of Compliance with the Corporate Governance Principles

Statement of Compliance with the Corporate Governance Principles

Our company has complied with and implemented all of the mandatory Corporate Governance Principles and most of the non-mandatory principles. Efforts are being made to comply with other principles.

In accordance with the decision of the Capital Markets Board dated 10/01/2019 and numbered 2/49; Our Company's Corporate Governance Compliance Report for the year 2023, prepared in accordance with the Corporate Governance Communiqué numbered II-17.1, was published on the KAP Platform using the Corporate Governance Compliance Report (GCR) and Corporate Governance Information Form (CGIF) templates on 14.02.2025 Additionally, the Sustainability Principles Compliance Report was announced on the PDP on the same date.

These reports are available on the PDP with the following links:

PDP Corporate Governance Information Form,

PDP GCR Corporate Governance Compliance Report and

Sustainability Principles Compliance Report 2024.

Vakıf GYO
Geleneğin Gücü, Geleceğin İnşası

Research and Development Activities Conducted

Our company constantly carries out feasibility studies for the developments of lands and projects.

Nature and Amount of Issued Capital Market Instruments, If Any

Our company has no capital market instruments issued in 2024.

Information about the sector in which the business operates and its place within this sector

The company operates in the field of Real Estate Investment Trust. Since its establishment in 1996, Vakıf REIT has maintained its reputation as a reliable, successful and stable company in the real estate sector.

Developments in Investments, Benefiting from Incentives, and If So, to What Extent

No incentives were used in the projects carried out by our company.

The characteristics of the production units of the enterprise, capacity utilization rates and developments in these, general capacity utilization rate, developments in the production of goods and services within the scope of activity, explanations including comparisons of quantity, quality, version and prices with previous period figures.

Comparative notes are included in the explanatory footnotes of the financial statements for the accounting period ending as of December 31, 2024.

Prices of the goods and services under the scope of activity, sales revenues, sales conditions and developments in these during the year, developments in yield and productivity coefficients, reasons for significant changes in these compared to previous years

As can be seen from the table below, rental income was regularly obtained within the framework of the lease agreements for the real estate in our Company's portfolio during the period.

2024	KAVAKLIDERE SHOP	ALIAĞA BUSINESS CENTER	ALIAGA HOUSING	KÜTAHYA BUSINESS CENTER	FATIH BUSINESS CENTER	ISTANBUL FINANCIAL CENTER	IZMIR KONAK LAND	SANCAKTEPE LAND	CUBES ANKARA-COMMERCIAL AREAS	Total
January	462,452 ₺	135,681 ₺	29,630 ₺	192,137 ₺	124,089 ₺	29,080,426 ₺	162,370 ₺	426,222 ₺	-	30,613,007 ₺
February	442,414 ₺	129,802 ₺	28,771 ₺	284,045 ₺	183,445 ₺	27,820,388 ₺	155,335 ₺	407,754 ₺	-	29,451,954 ₺
March	428,851 ₺	125,823 ₺	29,280 ₺	275,337 ₺	177,822 ₺	26,967,495 ₺	150,573 ₺	395,254 ₺	-	28,550,435 ₺
April	415,635 ₺	121,945 ₺	29,136 ₺	266,851 ₺	172,341 ₺	26,136,420 ₺	145,933 ₺	383,073 ₺	-	27,671,334 ₺
May	402,092 ₺	117,972 ₺	28,902 ₺	258,157 ₺	166,726 ₺	25,284,812 ₺	141,175 ₺	370,591 ₺	-	26,770,427 ₺
June	395,601 ₺	116,068 ₺	29,841 ₺	253,989 ₺	164,035 ₺	24,876,642 ₺	-	364,609 ₺	-	26,200,785 ₺
July	383,239 ₺	112,441 ₺	28,909 ₺	246,053 ₺	158,909 ₺	24,099,305 ₺	-	353,216 ₺	-	25,382,072 ₺
August	373,986 ₺	109,726 ₺	28,211 ₺	240,111 ₺	155,072 ₺	43,988,567 ₺	-	344,687 ₺	-	45,240,360 ₺
September	363,205 ₺	106,563 ₺	27,398 ₺	233,190 ₺	150,602 ₺	42,720,536 ₺	-	334,750 ₺	-	43,936,244 ₺
October	353,038 ₺	103,580 ₺	26,631 ₺	226,662 ₺	146,386 ₺	41,524,682 ₺	-	325,380 ₺	340,874 ₺	43,047,233 ₺
November	345,289 ₺	101,306 ₺	26,046 ₺	221,687 ₺	143,173 ₺	40,613,312 ₺	-	318,239 ₺	333,393 ₺	42,102,445 ₺
December	341,776 ₺	100,276 ₺	27,812 ₺	219,431 ₺	141,716 ₺	40,200,000 ₺	-	612,528 ₺	330,000 ₺	41,973,539 ₺
Total	4,707,578 ₺	1,381,183 ₺	340,567 ₺	2,917,650 ₺	1,884,316 ₺	393,312,585 ₺	755,386 ₺	4,636,303 ₺	1,004,267 ₺	410,939,835 ₺

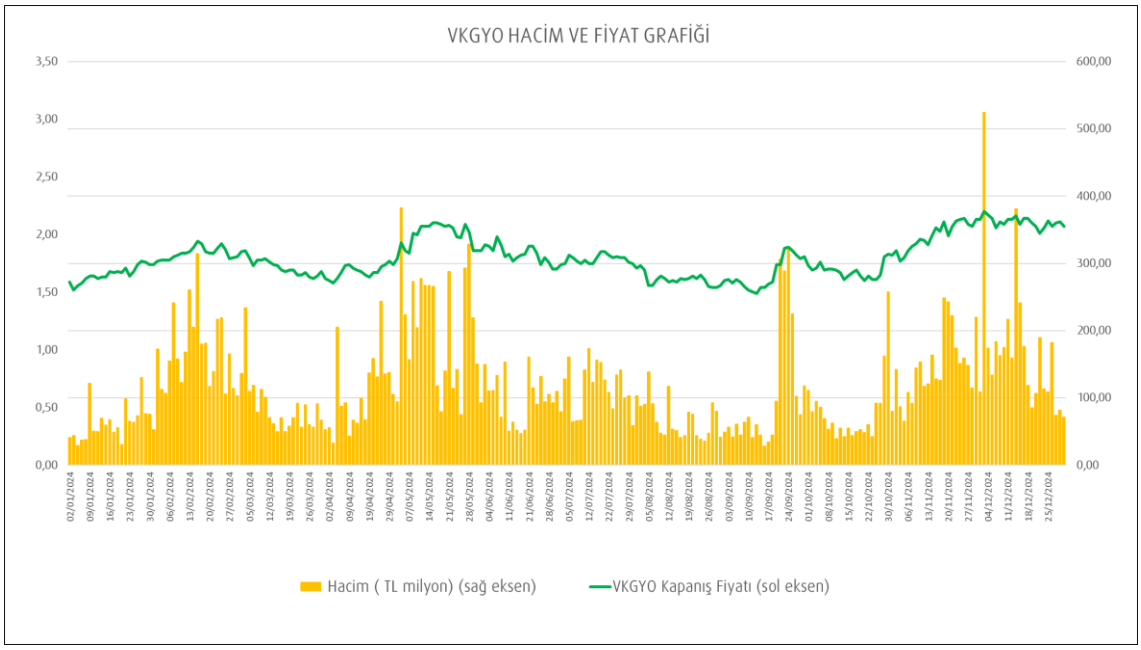
Basic Ratios Regarding Financial Status, Profitability and Debt Payment Status Calculated Based on Financial Tables and Information Prepared Within the Framework of the Provisions of this Communiqué

Ratios	Percentage
Current Percentage	3,83
Liquid Ratio	2,00
Cash Ratio	1,51

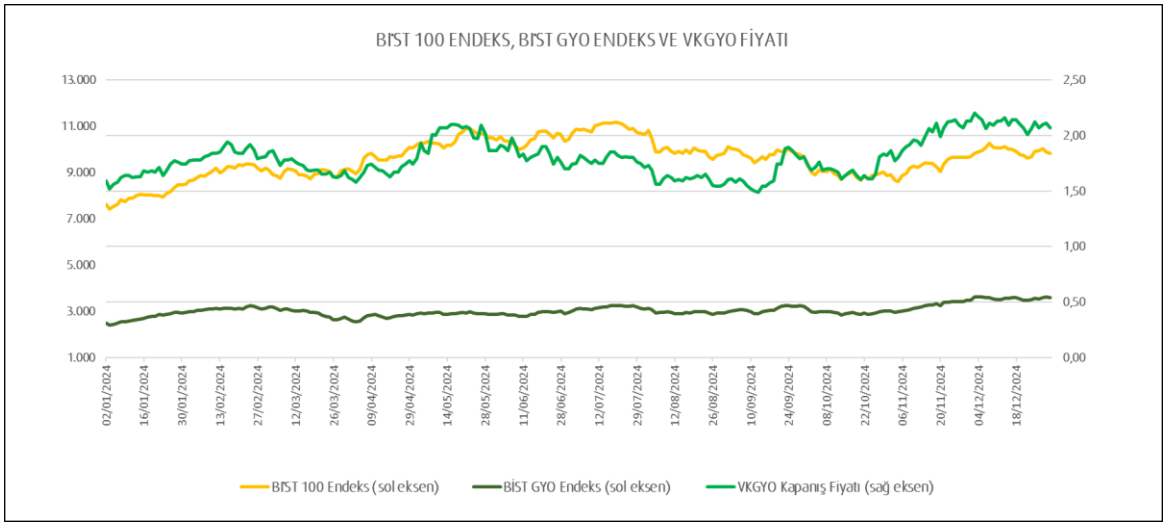
Stock Performance

The development of Vakıf REIT's stock in 2024 is presented in the graphs below. The graphs show the price changes of our Company's stock **in the period between** 01.01.2024 - 31.12.2024 , the volume of transactions, and the comparison of our Company's stock with BIST 100 and REIT indices.

VKGYO PRICE CHART



VKGYO-XGMYO- XU100 COMPARATIVE MONTHLY CHANGE CHART



Changes Made in the Articles of Association During the Period and Their Reasons

The "Stock Exchange Issuance Certificate" regarding the A and B group shares to be issued due to the increase of the issued capital of our Company, which is TL 2,950,000,000 within the registered capital ceiling of TL 5,000,000,000, by 16.95%, the portion of which is TL 500,000,000 to be covered from the 2023 period profit, to TL 3,450,000,000, was approved in the meeting of the Capital Markets Board dated 05/09/2024 and numbered 49/1414, and an opinion was given in accordance with the new form of Article 7 of the Company's Articles of Association showing the issued capital. The fact that our application for the free capital increase was deemed appropriate and approved was announced in the weekly bulletin dated 05/09/2024 and numbered 2024/44, and was notified to our Company by the Board's letter dated 10/09/2024. Article 7 of our Company's Articles of Association was registered by the Istanbul Trade Registry on September 23, 2024.

The amendment texts were shared on the PDP platform and our website.

Result of the Board of Directors' Affiliation Report for 2024

All the legal transactions made by our company with the parent company and affiliated companies in 2024 were carried out in accordance with precedents. According to the circumstances and conditions known to our Company at the time these legal transactions were carried out, an appropriate counter-performance was provided in each legal transaction. There are no measures taken or avoided that could cause damage to the company. For this reason, there is no right of counterclaim equivalent to a subsidiary company regarding the material damage/loss suffered by our Company due to intra-group transactions during the activity period, the transaction subject to equalization by the dominant company, or the benefits provided by our Company.

Balance Sheet

VAKIF GAYRİMENKUL YATIRIM ORTAKLIĞI ANONİM ŞİRKETİ
STATEMENT OF FINANCIAL POSITION (BALANCE SHEET)
AS OF 31 DECEMBER 2024 AND 31 DECEMBER 2023
(Amounts expressed in Turkish Lira ("TRY") in terms of purchasing power of the TL at 31 December 2024 unless otherwise indicated.)

ASSETS	Notes	Audited 31 December 2024	Audited 31 December 2023
CURRENT ASSETS		3.563.677.523	9.412.698.221
Cash and cash equivalents	*4*	1.403.982.704	1.296.045.485
Trade receivables			
- Trade receivables from third parties	*7*	*202.779.665*	*129.576.915*
Other receivables			
- Other receivables from third parties	*8*	*3.401.141*	*5.838.761*
Inventories	*12*	1.701.923.344	7.454.367.565
Prepaid expenses	*9*	7.780.887	108.293.976
Current income tax assets	*10*	28.477.774	26.714.219
Other current assets	*10*	215.332.008	391.861.300
NON-CURRENT ASSETS		18.524.768.327	12.154.953.164
Trade receivables			
- Trade receivables from third parties	*7*	*23.536.116*	--
Other receivables			
- Other receivables from third parties	*8*	*5.300.695*	*1.550.352*
Inventories	*12*	2.208.040.398	1.867.217.597
Investment properties	*11*	15.898.018.000	9.637.802.662
Tangible assets	*13*	14.152.136	14.021.448
Intangible assets			
- Other intangible assets	*14*	*1.012.105*	*3.271.628*
Prepaid expenses	*9*	367.052.130	416.763.084
Other non-current assets	*10*	7.656.747	214.326.393
TOTAL ASSETS		22.088.445.850	21.567.651.385

Vakıf GYO
Geleneğin Gücü, Geleceğin İnşası

LIABILITIES	Notes	Audited 31 December 2024	Audited 31 December 2023
CURRENT LIABILITIES		931.514.351	5.554.577.329
Short-term portion of long-term borrowings			
- Short-term portion of long-term borrowings from related parties	*3,6*	*11.301.076*	*149.613.845*
Trade payables			
- Trade payables to related parties	*3,7*	*965.713*	*256.864*
- Trade payables to third parties	*7*	*169.629.394*	*879.764.711*
Payables for employee benefits		1.684.540	3.296.279
Other payables			
- Other payables to third parties	*8*	*2.369.531*	*19.715.982*
Deferred revenue (Other than contract liabilities)			
- Deferred revenue to related parties	*3,17*	*369.503.960*	*271.253.400*
- Deferred revenue to third parties	*17*	*347.637.113*	*4.166.839.854*
Short term provisions			
- Short-term provisions for employee benefits	*16*	*6.785.641*	*5.596.982*
Other current liabilities	*17*	21.637.383	58.239.412
NON-CURRENT LIABILITIES		2.992.026.495	413.555.853
Long term borrowings			
- Long term borrowings from related parties	*3,6*	*--*	*14.638.730*
Other Payables			
- Other payables to third parties	*8*	*42.521.472*	*36.173.476*
Deferred revenue (Other than contract liabilities)			
- Deferred revenue from third parties	*17*	*238.133.470*	*328.552.131*
Long term provisions			
- Long-term provisions for employee benefits	*16*	*3.686.850*	*4.641.750*
- Other long-term provisions	*16*	*20.466.836*	*29.549.766*
Deferred tax liability		2.687.217.867	--
TOTAL LIABILITIES		3.923.540.846	5.968.133.182
EQUITY		18.164.905.004	15.599.518.203
Paid-in capital	18	3.450.000.000	2.950.000.000
Adjustment to share capital	18	10.874.292.398	10.842.942.444
Share premiums	18	33.246.610	33.246.610
Other comprehensive income not to be reclassified to profit or loss			
- (Loss) / gain on remeasurement of employee benefits	*18*	*(2.716.269)*	*(2.393.949)*
Restricted reserves appropriated from profit		239.314.743	210.285.447
Retained earnings/(losses)		533.565.778	(362.843.548)
Net profit for the year		3.037.201.744	1.928.281.199
TOTAL LIABILITIES AND EQUITY		22.088.445.850	21.567.651.385

Vakıf GYO
Geleneğin Gücü, Geleceğin İnşası

Income Statement

PROFIT / LOSS	Audited 1 January 2024 - 31 December 2024	Audited 1 January 2023 - 31 December 2023
Revenue	6.079.520.871	2.047.542.526
Cost of sales (-)	(4.905.589.782)	(936.370.233)
Gross Profit	1.173.931.089	1.111.172.293
General administrative expenses (-)	(219.549.512)	(222.848.270)
Marketing expenses (-)	(97.455.989)	(97.213.670)
Other operating income	5.587.959.344	2.006.677.217
Other operating expense (-)	(749.828.639)	(445.140.845)
Operating Income/(Expenses)	5.695.056.293	2.352.646.725
Operating Profit Before Financial Income / (Expenses)	5.695.056.293	2.352.646.725
Financial expenses (-)	(13.282.942)	(134.349.415)
Financial Income / (Expenses), Net	(13.282.942)	(134.349.415)
Profit From Continuing Operations Before Tax	5.681.773.351	2.218.297.310
Monetary Gain / (Loss)	(428.708.226)	(290.016.111)
Tax Income / (Expense)	(2.215.863.381)	--
- Deferred Tax Income / (Expense)	*(2.215.863.381)*	--
Net Profit for the Year	3.037.201.744	1.928.281.199
OTHER COMPREHENSIVE (LOSS)/INCOME		
Other comprehensive income not to be reclassified to profit or loss		
- Gain or loss from the remeasurement of employee benefits	(460.457)	(1.068.433)
- Deferred Tax Income / (Expense)	138.137	--
Total Other Comprehensive (Loss)/Income	(322.320)	(1.068.433)
Total Comprehensive Income	3.036.879.424	1.927.212.766
Earnings per share (in full TRY)	0,880	0,559

Measures Considered to Improve the Financial Structure of the Business

During this period, Vakıf REIT strived to maintain its strong and stable financial structure with effective sales and marketing activities and continued its sustainable growth.

Changes Made in Top Management During the Year and Names, Surnames and Professional Experience of Those Currently on Duty

All information and CVs of our Company's Senior Management and Board Members; Vakıf REIT:Senior Management and the board of directors are available at the link at (vakifgyo.com.tr).

Personnel and Worker Movements, Collective Agreement Practices, Rights and Benefits Provided to Personnel and Workers

As of 31.12.2024, the number of employees in our company is 42. There is no collective agreement practice. Additional benefits are provided to the personnel such as private health insurance, life insurance and private pension insurance.

Information on Donations Made During the Year

Not Available.

Information on whether there are any off-center organizations

Our company has no organization outside its head office.

Other Information Regarding Activities

CONSULTANCY SERVICES

Our company receives the service for Independent Audit for 2024 from Güney Bağımsız Denetim ve Serbest Muhasebeci Mali Müşavirlik A.Ş.

Our company receives full certification services for 2024 from HSY Bağımsız Denetim ve YMM A.Ş.

A one-year Corporate Governance Rating Agreement has been signed between our Company and DRC Derecelendirme Hizmetleri A.Ş., effective as of June 24, 2024 .

The one-year contract with JCR Avrasya Derecelendirme A.Ş. for the purpose of measuring the credit worthiness of our company was terminated on 25.10.2024, in line with the request of our company.

We receive services from Arge Gayrimenkul Değerleme ve Danışmanlık A.Ş. to carry out the appraisal studies of our existing properties in our portfolio, and from Arge Gayrimenkul Değerleme ve Danışmanlık A.Ş. ve Etik Gayrimenkul Değerleme ve Danışmanlık A.Ş. to obtain appraisal services for real estate that are not included in our portfolio and are subject to appraisal.

Within the scope of the Istanbul Finance Center Project, our company receives project management services from Entegre Proje Yönetimi Dan. Müh. Ticaret A.Ş. and professional supervision services from Tabanlıoğlu Mimarlık A.Ş.

Within the scope of 1.2, it receives project management services from Erya Mühendislik Proje Yönetimi Ticaret A.Ş. and professional supervision services from Tabanlıoğlu Mimarlık A.Ş.

Within the scope of the Sancaktepe Mixed Project, it receives ground consultancy services from Geotech İstanbul Müşavirlik Mühendislik Limited Şirketi as of 2023.

Within the scope of Cubes Ankara Project, it receives project management services from Erya Mühendislik Proje Yönetimi Ticaret A.Ş., professional supervision services from Lejant Mimarlık İnşaat Ltd. Şti., facade consultancy services from Innobuıld Cephe Dan. Ve Müh. Ltd. Şti., Fire Consultancy services from Alara Pro. Müh. Prod. İnş. Taah. Tic. Ve San. Ltd. Şti., and Elevator consultancy services from Bylift Asansör Otomasyon Dan. San Ve Tic. Ltd. Şti..

Our company has provided IT support services through Türkiye Vakıflar Bankası T.A.O. in order to provide infrastructure and operation of information systems components.
Our company receives application and consultancy services in accordance with the electronic document management system circular from C.B.K.Soft Yazılım ve Donanım Elek. ve Bilgi Sist. San. Tic. A.Ş. for the central management of internal and external correspondence and past period documents.

Integrated Management System and Consultancy and Support Services are provided by BİMSER ÇÖZÜM YAZILIM AŞ
Our company has established its own Enterprise Resource Management system in accordance with the growing market and corporate structure in the real estate sector in which it operates, and received from Agc Erp Hizm. Yaz. Ltd. Şti. the Consultancy and Support Services for ERP purchased to increase competitiveness in the short, medium and long term, support its growth policy, provide fast, accurate and reliable data flow in the decision support process, increase the efficiency of its organization and its employees, consolidate all the information resources and business processes of the company on an integrated and manageable system without being dependent on individuals, manage the operations on a process basis, use the information technologies in a strong and efficient manner yielding high efficient and flexibility for cost management
Within the scope of the "Corporate Development Project" initiated to effectively manage change and transformation and to raise Vakıf REIT's corporate performance to a differentiating and sustainable superior performance level, consultancy services are received from Seçkin Danışmanlık, Eğitim ve Tic. Ltd. Şti. on Strategic Planning, Corporate Risk Management, Process Management, Corporate Culture Management and monitoring of corporate development.

Our company receives consultancy services from ESG Strateji Danışmanlığı ve Eğitim Limited Şti. within the scope of Carbon Footprint Measurement and Reporting & CDP Reporting.

During the corporate development process of our company, we received consultancy services for Management Systems Analysis and Business Analysis from Organik HR Consultancy in order to organize the activities carried out within the Human Resources Department more efficiently and to determine the improvement needs accordingly.

Consultancy services were received from Consulta İş ve Sosyal Güvenlik Mevzuatı Danışmanlık Hizmetleri A.Ş.. in order to follow up the legal changes and updates that are of critical importance in terms of payroll management within the scope of the business processes of the Human Resources Department in our company, to adapt them to the ERP system and to carry out their controls.

Legal consultancy service is provided from Author Egemen Law Firm.

<u>There was no conflict of interest with the persons and institutions mentioned above.</u>

LEGISLATIVE CHANGES THAT WILL SIGNIFICANTLY AFFECT ACTIVITIES

There are no significant changes that will affect our company's activities. Further, there is no administrative and/or judicial sanction imposed on the Company and the Board Members due to applications contrary to the applicable legislations.

CASES TO WHICH THE COMPANY IS A PARTY

As of December 31, 2024, the Company has 64 cases to which it is a party, 38 cases are pending in the consumer court, 1 case in the civil court of peace, 14 cases in the civil court of first instance, 1 case in the administrative court, 4 cases in the commercial court, 4 cases in the labor court, 1 case in the tax court and 1 case in the arbitration center.

DIRECT OR INDIRECT AFFILIATES OF THE COMPANY

Joint Activities

Joint operations occur when parties with joint control of an arrangement have rights to the assets and obligations regarding the debts related to the arrangement. A joint operation participant is evaluated based on its assets, liabilities, revenues and costs. The assets, liabilities, equity items, income and expense accounts and cash flow movements belonging to the joint activities are included in the financial statements with the proportional consolidation method, and intra-group transactions, balances and unrealized profits/losses realized with these joint activities are eliminated from the financial statements.

Joint Activities	Subject of Activity	Enterprising Partners
Halk REIT - Vakıf REIT Ordinary Partnership ("Halk - Vakıf")	Housing Project	Halk REIT.
Vakıf REIT – Obaköy Ordinary Partnership ("Vakıf - Obaköy")	Housing Project	Obaköy Gayrimenkul Geliştirme İnşaat Yatırım Taahhüt Sanayi ve Ticaret A.Ş. ("Obaköy")

Halk REIT – Vakıf REIT

Halk REIT – Vakıf REIT was established as an ordinary partnership with the project partnership agreement signed on August 29, 2014 and started operating on October 16, 2014. Halk REIT – Vakıf REIT was established with a capital of TL 100,000 and a 50% share, and the aim of the partnership is to develop a housing project in Sancaktepe, Istanbul. The company purchased a land with a surface area of 95,221.84 m^2 in Sancaktepe district of Istanbul Province, with 50% of the land being paid by Vakıf REIT and 50% by Halk REIT.

Vakıf REIT - Obaköy

Vakıf-Obaköy was established as an ordinary partnership with the project partnership agreement signed on April 29, 2016 and became operational on April 29, 2016. Vakıf-Obaköy was established with a capital of TL 100,000 and a 50% share, and the aim of the partnership is to develop a housing project in Maltepe, Istanbul. The company purchased a land with a surface area of 15,268 m2 located in Maltepe district of Istanbul Province. The Company, in accordance with the Board of Directors' decision numbered 2018/4 taken on January 31, 2018, decided to increase its share in the Ordinary Partnership, which was established to develop a project on a 15,268 m2 residential zoned land located in Maltepe district of Istanbul province, between Obaköy Gayrimenkul Geliştirme İnşaat Yatırım Taahhüt Sanayi ve Ticaret A.Ş. (Obaköy) and of which the Company holds a 50% share, to 99% by signing a protocol. Vakıf REIT paid Obaköy 49% of the amount covered by Obaköy of the investment amount shared jointly by the two Partners until January 31, 2018 (the investment amount consists of the purchased land and the development expenses made on it) and the determined transfer fee.

Corporate Social Responsibility

A member of VakıfBank Finance Group, Vakıf REIT has been considering the impact of its activities on society and the world since the day it was founded, with the influence of the foundation heritage in its roots.

In this direction, as Vakıf REIT, we attach priority to:

- Sustainable Cities and Communities
- Industry, Innovation and Infrastructure
- Quality Education
- Reduced Inequality
- Gender Equality

Our Corporate Social Responsibility Projects:

- Miniature Building Competition – MDC'24 (Miniature Design Competition)

  In line with Vakıf REIT's main purpose of "the Power of Custom, the Build of the Future"; we aim to provide university students with a culture of sustainability with the Miniature Building Competition, which has been held in cooperation with Yıldız Technical University and which we have supported for 3 years, in order to enable young people, the architects and engineers of the future, to produce ideas, to encourage them, to listen to their innovative ideas and projects, to work on them and to reward the projects and students at the end of the process.

- Climate Defenders Workshop

  In line with Vakıf REIT's main purpose of "the Power of Custom, the Build of the Future", we aim to increase the awareness of children who will build the future, about the effects of climate change and, instill a culture of sustainability in our students aged 8-12.

- VakıfBank Sports Club Sponsorship

  As a member of the VakıfBank Finance Group family, we believe that sports are one of the parts that shape a society's lifestyle and form its social capital, and we have been supporting VakıfBank Sports Club since 2018. With this support we provide for VakıfBank Sports Club volleyball schools and infrastructure investments, we aim to both enable our little girls to meet sports and contribute to the national and international success of the club.

Controlling Compliance with Portfolio Restrictions

As of December 31, 2024, the information given in the footnote titled "Control of Compliance with Portfolio Restrictions" is summary information derived from the financial statements in accordance with Article 16 of the CMB Communiqué Serial: II, No: 14.1 "Communiqué on Principles Regarding Financial Reporting in Capital Markets" and is in the nature of summary information derived from the financial statements in accordance with Article 16 of the Communiqué Serial: III, No: 48.1 "Communiqué on Principles Regarding Real Estate Investment Trusts" published in the Official Gazette No: 28660 on May 28, 2013: III, No: 48.1 "Communiqué on Principles Regarding Real Estate Investment Trusts" published in the Official Gazette numbered 28660 on May 28, 2013 and Serial: III, No: 48.1a published in the Official Gazette numbered 28891 on January 23, 2014: III, No: 48.1a "Communiqué on Amendments to the Communiqué on Principles Regarding Real Estate Investment Trusts" published in the Official Gazette dated January 23, 2014 and numbered 28891. In this context, information on total assets, total portfolio and portfolio limitations as of December 31, 2024 and December 31, 2023 are as follows and the ratios related to these limitations are shown in the table:

Financial Statement Main Account Items	Related Regulation	Current Period	Prior Period
Money and capital market instruments	III-48.1 Communique Art.24/(b)	1.403.982.704	1.296.045.485
Real estate, real estate based projects, real estate based rights	III-48.1 Communique Art. 24/(a)	19.807.981.742	18.959.387.824
Subsidiaries	III-48.1 Communique Art. 24/(b)	--	--
Due from related parties (Non-trade)	III-48.1 Communique Art. 23/(f)	--	--
Other assets		876.481.404	1.312.218.076
Total Assets (Total Assets)	**III-48.1 Communique Art.3/(p)**	**22.088.445.850**	**21.567.651.385**
Financial liabilities	III-48.1 Communique Art. 31	11.301.076	164.252.575
Other financial liabilities	III-48.1 Communique Art. 31	--	--
Finance lease payables	III-48.1 Communique Art. 31	--	--
Due to related parties (Non-trade)	III-48.1 Communique Art. 23/(f)	--	--
Shareholders' Equity	III-48.1 Communique Art. 31	18.164.905.004	15.599.518.203
Other sources		3.912.239.770	5.803.880.607
Total Resources	**III-48.1 Communique Art. 3/(p)**	**22.088.445.850**	**21.567.651.385**
Other Financial Information	**Relevant Regulation**	**Cari Dönem**	**Önceki Dönem**
3-year infrastructure investment and services of money and capital market instruments the portion held for payments	III-48.1 Communique Art. 24/(b)	1.400.836.954	1.293.007.552
Foreign currency denominated time and demand deposits/special current and participation accounts and TL denominated time deposit / participation account	III-48.1 Communique Art. 24/(b)	3.145.750	3.037.933
Foreign capital market instruments	III-48.1 Communique Art. 24/(d)	--	--
Foreign real estate, real estate based projects, real estate based rights	III-48.1 Communique Art. 24/(d)	--	--
Idle land/plots of land	III-48.1 Communique Art. 24/(c)	1.589.424.164	1.994.294.345
Foreign subsidiaries	III-48.1 Communique Art. 24/(d)	--	--
Participation in the operating company	III-48.1 Communique Art. 28/1 (a)	--	--
Non-cash loans	III-48.1 Communique Art. 31	709.634.898	1.078.166.841
Costs of mortgages on which the project will be developed, the ownership of which does not belong to the partnership	III-48.1 Communique Art. 22/(e)	--	--
Total of money and capital market instruments investments in a single company	III-48.1 Communique Art. 22/(1)	3.145.750	3.037.933

	Portfolio Limitations	III-48.1 Related Regulation		31/12/2024	31/12/2023	Minimum/Maximum Rate
1	Mortgage costs of mortgaged lands on which the project will be developed, the ownership of which does not belong to the partnership	Art.22/(e)		0,00%	0,00%	≤ %10
2	Properties, projects based on real estate, rights based on real estate (*)	Art.24 /	(a) , (b)	96,02%	93,90%	≥ %51
3	Money and Capital Market Instruments and Associates	Art.24/(b)		0,01%	0,01%	≤ %49
4	Foreign Properties, Real Estate Based Projects, Real Estate Based Rights, Subsidiaries, Capital Market Instruments	Art.24/(d)		0,00%	0,00%	≤ %49
5	Idle Land/Land Plots	Art..24/(c)		7,20%	9,25%	≤ %20
6	Participation in the Operating Company	Art.28/1(a)		0,00%	0,00%	≤ %10
7	Borrowing Limit	Art..31		3,97%	7,96%	≤ %500
8	Foreign currency denominated time and demand deposits/special current and participation accounts and TL denominated time deposit / participation account	Art..24/(b)		0,01%	0,01%	≤ %10
9	Total of Money and Capital Market Instruments Investments in a Single Company	Art..22/(1)		0,01%	0,01%	≤ %10

(*) Pursuant to subparagraph (b) of the first paragraph of Article 24 of the Capital Markets Board Communiqué on Real Estate Investment Trusts No. III-48.1, the Company has notified the Capital Markets Board of the planned expenditure amounts for the projects whose cost payments are made in return for certain progress payments or in installments. The cash surpluses corresponding to these expenditures were utilized through the assets mentioned in subparagraph (k) of the first paragraph of Article 22 and presented under the main account item "Part of Money and Capital Market Instruments Held for 3-Year Real Estate Payments" in the Control of Compliance with Portfolio Restrictions table. In addition, as a result of the Company's application to the Capital Markets Board on March 8, 2016, at the meeting of the Board Decision Making Body dated March 23, 2016 and numbered 10/305, it was decided that the cash amounts invested in time deposits/participation accounts would not be considered within the scope of the 10% issuer limit stated in subparagraph (l) of the first paragraph of Article 22 of the Communiqué, and therefore cash surpluses subject to these expenditures were not included in the calculation. Considering these issues, as of December 31, 2024 and December 31, 2023, there is no non-compliance within the scope of the maximum limit in terms of Article 24/(b) of Communiqué III-48.1 and Article 22/(l) of Communiqué III-48.1.

Vakıf GYO
Geleneğin Gücü, Geleceğin İnşası

List of Real Estate Valuation Reports

Real Estate	Konak, İzmir; 8604/1 Parcel; Land
Agreement Date	01.10.2024
Valuation Agency	Arge Gayrimenkul Değerleme ve Danışmanlık AŞ
Report Date and No.	31.10.2024 / VAKIF REIT-2024-25
Valuation Date	28.10.2024
Valuation Method	Land Value Based on Market Approach
TKGM Qualification	Agricultural Equipment Buildings and Warehouses, Nursery
Final Value	TL 580,845,000

Real Estate	Konak, İzmir; 8603/1 Parcel; Land
Agreement Date	01.10.2024
Valuation Agency	Arge Gayrimenkul Değerleme ve Danışmanlık AŞ
Report Date and No.	31.10.2024 / VAKIF REIT-2024-26
Valuation Date	28.10.2024
Valuation Method	Land Value Based on Market Approach
TKGM Qualification	Agricultural Equipment Buildings and Warehouses, Nursery
Final Value	TL 456,150,000

Real Estate	Konak, İzmir; 8604/4 Parcel; Land
Agreement Date	01.10.2024
Valuation Agency	Arge Gayrimenkul Değerleme ve Danışmanlık AŞ
Report Date and No.	31.10.2024 / VAKIF REIT-2024-27
Valuation Date	28.10.2024
Valuation Method	Land Value Based on Market Approach
TKGM Qualification	Altındağ Factory with Six Houses and Well Garden
Final Value	TL 547,470,000

Real Estate	Etimesgut, Ankara; ENH; Lands
Agreement Date	01.10.2024
Valuation Agency	Arge Gayrimenkul Değerleme ve Danışmanlık AŞ
Report Date and No.	31.10.2024 / VAKIF REIT-2024-24
Valuation Date	28.10.2024
Valuation Method	Land Value Based on Market Approach
TKGM Qualification	Land
Final Value	TL 11,158,020

Real Estate	Kütahya Head Office Building
Agreement Date	01.10.2024
Valuation Agency	Arge Gayrimenkul Değerleme ve Danışmanlık AŞ
Report Date and No.	06.12.2024 / VAKIF REIT-2024-35
Valuation Date	02.12.2024
Valuation Method	Building Value Based on Market Approach and Income Capitalization Approach
TKGM Qualification	Reinforced Concrete Building with a Total of Nine Floors, Eight Above It At Road Level, and One Below It, and Containing a Bank Branch and Eight Lodgings.
Final Value	TL 75,875,000

Real Estate	Fatih, Istanbul, Building
Agreement Date	01.10.2024
Valuation Agency	Arge Gayrimenkul Değerleme ve Danışmanlık AŞ
Report Date and No.	06.12.2024 / VAKIF REIT-2024-36
Valuation Date	02.12.2024
Valuation Method	Building Value Based on Market Approach and Income Capitalization Approach
TKGM Qualification	4 Storey Reinforced Concrete Business Place
Final Value	TL 55,150,000

Real Estate	Izmir Aliaga Building
Agreement Date	01.10.2024
Valuation Agency	Arge Gayrimenkul Değerleme ve Danışmanlık AŞ
Report Date and No.	17.12.2024 / VAKIF REIT-2024-37
Valuation Date	13.12.2024
Valuation Method	Building Value Based on Market Approach and Income Capitalization Approach
TKGM Qualification	Five-Storey Service Building and Lodging
Final Value	TL 60,350,000

Real Estate	Kavaklıdere, Çankaya, Ankara; Shop
Agreement Date	01.10.2024
Valuation Agency	Arge Gayrimenkul Değerleme ve Danışmanlık AŞ
Report Date and No.	17.12.2024 / VAKIF REIT-2024-34
Valuation Date	13.12.2024
Valuation Method	Value of Independent Section Number One on the Ground Floor Based on Market Approach and Income Capitalization Approach
TKGM Qualification	Apartment Block with 2 Shops and 12 Residential Apartments
Final Value	TL 134,795,000

Real Estate	Istanbul Sancaktepe 6770/2 Parcel VSancaktepe Center Project
Agreement Date	01.10.2024
Valuation Agency	Arge Gayrimenkul Değerleme ve Danışmanlık AŞ
Report Date and No.	30.12.2024 / VAKIF REIT-2024-41
Valuation Date	26.12.2024
Valuation Method	Land+Building Value Based on Market Approach and Cost Approach (Building Licensed Project with 312 Residences and 20 Shops)
TKGM Qualification	Land
Final Value	TL 1,273,625,394

Real Estate	Kadıköy, Istanbul; Transform Fikirtepe
Agreement Date	01.10.2024
Valuation Agency	Arge Gayrimenkul Değerleme ve Danışmanlık AŞ
Report Date and No.	18.12.2024 / VAKIF REIT-2024- 33
Valuation Date	16.12.2024
Valuation Method	Completion Status Value, Based on Market Approach (30 Residential Independent Sections)
TKGM Qualification	Land
Final Value	TL 191,170,000

Real Estate	Istanbul Maltepe Nidapark Küçükyalı
Agreement Date	01.10.2024
Valuation Agency	Arge Gayrimenkul Değerleme ve Danışmanlık AŞ
Report Date and No.	17.12.2024 / VAKIF REIT-2024-32
Valuation Date	13.12.2024
Valuation Method	Completion Status Value According to Cost Method and Market Approach (12 Office Independent Sections)
TKGM Qualification	Land, 29 Storey B1 Block, 27 Storey B2 Block, 24 Storey B3 Block, 21 Storey B4 Block, 30 Storey B5 Block, 6 Storey B6 Block, 5 Storey B7 Block, 6 Storey B8 Block, 1 Storey B12, B13, B14, B15 Blocks.
Final Value	TL 281,410,000

Real Estate	Izmir Konak 8601/2 Parcel VYenikonak Project
Agreement Date	01.10.2024
Valuation Agency	Arge Gayrimenkul Değerleme ve Danışmanlık AŞ
Report Date and No.	31.10.2024 / VAKIF REIT-2024-28
Valuation Date	28.10.2024
Valuation Method	Land+Building Value According to Market Approach, Project Development and Cost Approach (Building Licensed Project with 174 Residences, 350 Offices and 52 Shops)
TKGM Qualification	Land
Final Value	TL 2,411,426,797

Real Estate	Istanbul Sancaktepe 8741/13 Parcel Land
Agreement Date	01.10.2024
Valuation Agency	Arge Gayrimenkul Değerleme ve Danışmanlık AŞ
Report Date and No.	31.102024 / VAKIF REIT-2024-30
Valuation Date	28.10.2024
Valuation Method	Land Value Based on Market Approach
TKGM Qualification	Land
Final Value	TL 595,675,000

Real Estate	Çankaya, Ankara; Cubes Ankara; Project
Agreement Date	01.10.2024
aluation Agency	Arge Gayrimenkul Değerleme ve Danışmanlık AŞ
Report Date and No.	27.12.2024 / VAKIF REIT-2024- 40
Valuation Date	23.12.2024
Valuation Method	Land+Building Value According to Market Approach (63 Houses, 439 Offices, 19 Shops as independent units)
TKGM Qualification	B1 Block 35-Storey Office and Workplace and Hotel B2 Block 11-Storey Office and Workplace and Meeting/Multi-Purpose Halls and Land 44-Storey Reinforced Concrete A1 Block Residence, Office and Workplace 11-Storey Reinforced Concrete A2 Block Office and Workplace and Land
Final Value	TL 10,489,000,000

Real Estate	Ümraniye, Istanbul, Finance Center; 12 Parcel; Office Tower
Agreement Date	01.10.2024
Valuation Agency	Arge Gayrimenkul Değerleme ve Danışmanlık AŞ
Report Date and No.	30.12.2024 / VAKIF REIT-2024-38
Valuation Date	26.12.2024
Valuation Method	Sales Value of 48 Independent Sections According to Market Approach
TKGM Qualification	Land, B Block 36 Storey Reinforced Concrete Office, Workplace and Land
Final Value	TL 9,015,210,000

Real Estate	Sancaktepe, Istanbul, Bizimtepe Aydos; Housing
Agreement Date	01.10.2024
Valuation Agency	Arge Gayrimenkul Değerleme ve Danışmanlık AŞ
Report Date and No.	31.10.2024 / VAKIF REIT-2024-29
Valuation Date	28.10.2024
Valuation Method	Sales Value of 2 Independent Sections According to Market Approach
TKGM Qualification	Blocks A,B,C,D,E,F,G,H,I,J,K,L,M,N,O,R,S, 16 Storeys Each; P,T 2 Storeys Each U,V 1Er Storey and Commercial 3 Storeys Reinforced Concrete Apartment Building and Land
Final Value	TL 8.270.000,-TL

Real Estate	Maltepe, Istanbul, Tablo Adalar; Project
Agreement Date	01.10.2024
Valuation Agency	Arge Gayrimenkul Değerleme ve Danışmanlık AŞ
Report Date and No.	27.12.2024 / VAKIF REIT-2024-39
Valuation Date	23.12.2024
Valuation Method	Sales Value of 135 Independent Sections According to Market Approach
TKGM Qualification	28-Storey A Block, 18-Storey B Block Reinforced Concrete Building and Land
Final Value	TL 1,497,703,400

Real Estate	Gebze, Kocaeli; 6365/8 Parcel; Land
Agreement Date	01.10.2024
Valuation Agency	Arge Gayrimenkul Değerleme ve Danışmanlık AŞ
Report Date and No.	17.12.2024 / VAKIF REIT-2024-31
Valuation Date	13.12.2024
Valuation Method	Land Value Based on Market Approach
TKGM Qualification	Land
Final Value	TL 600,713,000

Vakıf GYO

Geleneğin Gücü, Geleceğin İnşası

VAKIF GAYRİMENKUL YATIRIM ORTAKLIĞI AŞ
İnkılap Mahallesi Dr. Adnan Büyükdeniz Caddesi
No:7/A Kat:14-13 PK:34768 Ümraniye/ İSTANBUL
T: +90 216 285 94 00

www.vakifgyo.com.tr | /vakifgyo

*Vakıf Gayrimenkul Yatırım Ortaklığı AŞ bir **VakıfBank Finans Grubu** İştirakidir.*