

**AVRUPAKENT GAYRİMENKUL YATIRIM ORTAKLIĞI A.Ş.**  
**INFORMATIVE DOCUMENT REGARDING THE**  
**ORDINARY GENERAL ASSEMBLY MEETING FOR THE YEAR 2025**

**1. INVITATION TO THE ORDINARY GENERAL ASSEMBLY MEETING TO BE HELD ON MAY 15, 2026**

**AVRUPAKENT GAYRİMENKUL YATIRIM ORTAKLIĞI A.Ş.**

Our Ordinary General Assembly meeting shall be held on May 15, 2026, at 10.30 a.m. “Radisson Collection Hotel, Vadistanbul, Ayazağa Neighborhood, Azerbaijan Avenue, No: 1A, Apartment No: 3A, Sarıyer / İstanbul, Türkiye” to discuss and take resolutions on the agenda items stated below.

The Financial Statements and the Independent Audit Report for the 2025 fiscal year, the Board of Directors’ profit distribution proposal, the Board of Directors’ Annual Report including the Corporate Governance Principles Compliance Report and the Sustainability Compliance Report, together with the following agenda items and the information memorandum containing the necessary explanations for compliance with the Corporate Governance Principles, shall be made available for the examination of our esteemed shareholders at the Company’s headquarters, on the Company’s corporate website at [www.avrupakentgyo.com](http://www.avrupakentgyo.com) ,in the Electronic General Meeting System of the Central Registry Agency (“CRA”), and on the Public Disclosure Platform (“PDP”), within the legal period, three weeks (21 days) prior to the date of the General Assembly meeting. Our shareholders may participate and vote at the General Assembly in person, either physically or electronically, or through their representatives (by granting a proxy). Our shareholders who wish to attend the Ordinary General Assembly Meeting are required to fulfill the procedures announced to the public by the CRA. The "Shareholders List" regarding the right holders and their representatives attending the meeting is taken from the Electronic General Assembly System (“EGKS”) before the meeting starts. The "Shareholders List" regarding the right holders and their representatives attending the meeting is taken from the Electronic General Assembly System (“EGKS”) before the meeting starts. The "Shareholders List" is used for the formation of the list of attendees. The control of whether the persons who physically come to the meeting hall to attend the Ordinary General Assembly Meeting are shareholders or their representatives will be made through the aforementioned list. Participation electronically to the General Assembly is possible only with the secure electronic signatures of shareholders or proxies. Therefore, shareholders who will carry out a transaction in Electronic General Meeting System, first of all, have to register their contact information in e-MKK information portal of CRA as well as having to have a secure electronic signature. Shareholders or proxies who would like to participate electronically in the meeting are supposed to fulfill their obligations in accordance with the provisions of “Regulation on the General Assemblies in Corporates to be Held Electronically” published in the Official Gazette dated 28 August 2012 and numbered 28396 and “Declaration on Electronic General Meeting System to be Implemented in the General Assemblies of Corporates” published in the Official Gazette dated 29 August 2012 and numbered 28396. Otherwise, they shall not be able to participate in the meetings. With rights and obligations of shareholders who shall participate electronically over the EGKS being reserved, shareholders who are unable to attend the meeting in person have to issue their proxies according to the attached proxy form or obtain the proxy form

from the Company headquarters or the Company website at [www.avrupakentgyo.com](http://www.avrupakentgyo.com) and accordingly submit their proxies bearing their notarised signatures to the Company by fulfilling the conditions set forth in the “Communiqué on Voting by Proxy and Proxy Solicitation” number II-30.1 which took effect upon publication on the Official Gazette dated 24.12.2013 and numbered 28861. A proxy document is not required from a proxy appointed electronically through the Electronic General Meeting System. It shall not be possible to attend the general assembly with a proxy which does not comply with the proxy form required under the aforementioned Communiqué and a copy of which is attached hereto. Pursuant to Paragraph 4 of Article 415 of Turkish Commercial Code No. 6102 (“TCC”) and Paragraph 1 of Article 30 of the Capital Markets Law, the right to attend the General Assembly and voting rights shall not be conditional on depositing the share certificates. Accordingly, shareholders participating in the General Assembly Meeting do not need to block their shares. Pursuant to Paragraph 4 of Article 415 of Turkish Commercial Code No. 6102 (“TCC”) and Paragraph 1 of Article 30 of the Capital Markets Law, the right to attend the General Assembly and voting rights shall not be conditional on depositing the share certificates. Accordingly, shareholders participating in the General Assembly Meeting do not need to block their shares. It is necessary and sufficient for our shareholders who will attend the General Assembly Meeting in person to show their ID cards at the meeting. In addition, if our shareholders, whose identity and information regarding the shares in their accounts are concealed and therefore cannot be seen by our Company, wish to participate in the General Assembly Meeting, they are required to apply to the intermediary institutions where their accounts are held and ensure that the restriction on the concealed identity and information regarding their shares is removed until 1 (one) day before the date of the General Assembly Meeting. Without prejudice to the provisions on electronic voting, open voting by raising hands shall be used for voting on the agenda items at the General Assembly Meeting.

Respectfully submitted to the information of our shareholders.

## **BOARD OF DIRECTORS**

Company Adress: Ataköy 7-8-9-10 Neighborhood, Çobançeşme E-5 Side Road Street, Avrupa Residence-Office No: 8/2/7, Bakırköy / İstanbul, Türkiye

Trade Registry and Number: İstanbul Ticaret Sicil Müdürlüğü-740979-0

Mersis Number: 0105-0571-0290-0011

## **2. ADDITIONAL EXPLANATIONS REGARDING CAPITAL MARKETS BOARD REGULATIONS**

Pursuant to the disclosures mandated by the Capital Markets Board's Communiqué on Corporate Governance (No. II-17.1), information concerning matters extraneous to the agenda items is presented hereunder.

### **2.1. Shareholding Structure and Voting Rights:**

The Company's issued capital is TRY 400,000,000, fully paid. The Company's issued capital is divided into 400,000,000 shares with a par value of TRY 1 each. The issued share capital is composed of the following share classes: Group A registered shares corresponding to 22,570,369 shares with a nominal value of TRY 22,570,369.00; Group B registered shares corresponding to

1,422,014 shares with a nominal value of TRY 1,422,014.00; and Group C bearer shares corresponding to 376,007,617 shares with a nominal value of TRY 376,007,617.00.

Pursuant to Article 15 of the Articles of Association, Group A and Group B shares have the privilege of nominating candidates for the election of Board of Directors members. In the event that the Board of Directors consists of five members, two Board of Directors members shall be elected from among the candidates nominated by Group A shareholders; in the event that it consists of six members, three Board of Directors members shall be elected from among the candidates nominated by Group A shareholders; in the event that it consists of seven members, three Board of Directors members shall be elected from among the candidates nominated by Group A shareholders; in the event that it consists of eight members, four Board of Directors members shall be elected from among the candidates nominated by Group A shareholders; in the event that it consists of nine members, five Board of Directors members shall be elected from among the candidates nominated by Group A shareholders; and in any case, one Board of Directors member shall be elected from among the candidates nominated by Group B shareholders. The remaining candidates, including independent candidates, shall be elected by the General Assembly from among the candidates nominated by Group A, Group B, and Group C shareholders. The Company's shareholding structure as of December 31, 2025, is provided below.

<b>Name Surname/Trade Name of the Shareholders</b>	<b>Share in Capital (TRY)</b>	<b>Share in Capital (%)</b>	<b>Voting Right Ratio (%)</b>
Artaş İnşaat San. ve Tic. A.Ş.*	197,900,472	49.48	48.48
Süleyman Çetinsaya	96,809,514	24.20	24.20
Other	105,290,014	26.32	26.32
<b>Total</b>	<b>400,000,000</b>	<b>100.00</b>	<b>100.00</b>

\* Süleyman Çetinsaya holds 93.075 % of the shares of Artaş İnşaat San. Ve Tic. A.Ş.

## **2.2. Information on management and operational changes of the Company and its subsidiaries that may significantly affect the Company's activities:**

As of the current date, our Company has no subsidiaries. There have been no management or operational changes in the previous financial period, nor are any planned for the 2026 financial year, that would materially affect the Company's operations.

## **2.3. Information on shareholders' requests regarding the inclusion of certain items on the agenda:**

There has not been any requests for inclusion of certain items to the 2025 General Assembly agenda.

### **3. OUR DISCLOSURES ON THE AGENDA ITEMS OF THE ORDINARY GENERAL ASSEMBLY DATED 15 MAY, 2026**

#### **1. Opening of the meeting and election of the Chairmanship Council.**

In accordance with the provisions of Article 7 of the Turkish Commercial Code No. 6102 (“TCC”), Regulation on the Procedures and Principles of the General Assembly Meetings of Corporations and Ministry Representatives to Attend These Meetings (the “Regulation” or the “General Assembly Regulation”) and the General Assembly Internal Directive, a Chairperson of the Meeting shall be elected to preside over the General Assembly meeting. The Chairperson of the Meeting shall appoint at least one Records Clerk in accordance with the Internal Directive of the General Assembly. The Chairperson may also appoint a sufficient number of vote collectors.

#### **2. Presentation, discussion and approval of the Board of Directors Annual Report for the year 2025.**

In accordance with the provisions of the TCC and Regulations, as well as the Capital Markets Law and related regulations, the Board of Directors' Annual Report, which is made available for shareholders' review at the Company Headquarters, at [www.kap.org.tr](http://www.kap.org.tr), on the EGKS, and on the Company's website at <https://www.avrupakentgyo.com> along with the general assembly meeting announcement, will be read at the general assembly meeting and submitted for shareholders' consideration and approval.

#### **3. Presentation of the summary of the Independent Audit Report for the year 2025.**

The General Assembly will be informed of the Independent Audit Report prepared by PwC Bağımsız Denetim ve Serbest Muhasebeci Mali Müşavirlik A.Ş., the appointed independent auditor for the 2025 financial period.

#### **4. Presentation, discussion and approval of the Financial Statements for the year 2025.**

In accordance with the provisions of the TCC and Regulations, as well as the Capital Market Legislation, the financial statements for the year 2025, prepared in accordance with the capital market legislation and made available for shareholders' review at the Company Headquarters, at [www.kap.org.tr](http://www.kap.org.tr), on the EGKS, and on the Company's website at <https://www.avrupakentgyo.com/> along with the general assembly meeting announcement, will be read and submitted for shareholders' consideration and approval at the general assembly meeting.

#### **5. Release of each member of the Board of Directors from their liability for the Company's activities in 2025.**

In accordance with the provisions of the TCC and Regulations the release of each members of the Board of Directors, from liability for their activities, transactions and accounts for the year 2025 shall be submitted to the approval of the General Assembly pursuant to Article 408 of the TCC.

## **6. Adoption of a resolution on the Board of Directors' profit distribution proposal.**

The Company's net profit for the period is TRY 1,608,988,639 in the financial statements dated December 31, 2025, prepared in accordance with the Capital Markets Board's Communiqué II-14.1, "Principles of Financial Reporting in Capital Markets" and TRY 3,028,698,436 in the statutory records kept according to the Tax Procedure Law. The dividend distribution proposal (Annex - 1), prepared by Board of Directors in accordance with the capital market legislation, the Company's Dividend Distribution Policy, and the Company's Articles of Association, will be submitted to the General Assembly for approval.

## **7. Determining the remuneration of the Board Members.**

In accordance with the provisions of the TCC and Regulations, as well as the principles set forth in the Articles of Association, the monthly net fees of the Board of Directors members will be determined by the General Assembly.

## **8. Election of the members of the Board of Directors, including independent board members, and determination of their tenures.**

Within the framework of the provisions set forth in the Capital Markets Law, the Turkish Commercial Code, the relevant regulations, and the Articles of Association, the election of the members of the Board of Directors will be carried out, and the independent members of the Board of Directors will be elected in accordance with the Corporate Governance Communiqué (II-17.1) of the Capital Markets Board.

## **9. Submission for approval of the Independent Audit Firm and the Sustainability Auditor, as determined by the Board of Directors in accordance with the Turkish Commercial Code and the regulations of the Capital Markets Board.**

In accordance with the provisions of the Turkish Commercial Code No. 6102, the Capital Markets Board regulations and the regulations of the Public Oversight Accounting and Auditing Standards Authority ("KGK"), Board of Directors has resolved to appoint PwC Bağımsız Denetim ve Serbest Muhasebeci Mali Müşavirlik A.Ş. as the independent audit firm to conduct the audit of our Company's financial reports for the 2026 fiscal year, and to carry out, within the scope of the relevant regulations, including but not limited to the mandatory sustainability assurance audit of the reports to be prepared in accordance with the Türkiye Sustainability Reporting Standards published by the KGK. This appointment will be submitted to the approval of the General Assembly.

## **10. Informing the General Assembly of the donations made by the Company in 2025 within the scope of the Company's Donation and Aid Policy and determining an upper limit for donations in 2026.**

Donations made during the year 2025 will be presented for the information of the General Assembly, and the donation limit for the year 2026 will be submitted to the approval of the General Assembly.

**11. Informing the General Assembly of the Information and Personal Data Security Policy and the Sustainability Policy approved by the Board of Directors.**

The Personal Data Security and Information Policy and the Sustainability Policy (Annex 3) approved by the Board of Directors will be presented to the shareholders for their information at the General Assembly.

**12. Informing the General Assembly of the purchase, sale and lease transactions made in 2025 pursuant to Article 37 of the Communiqué on Principles of Real Estate Investment Companies.**

Pursuant to Article 37 of the Communiqué on Principles Regarding Real Estate Investment Companies, shareholders will be informed about the purchase, sale or leasing transactions carried out within the scope of this article during the year 2025.

**13. Informing the General Assembly of any guarantees, pledges, mortgages and sureties issued by the Company in favour of third parties in 2025 and the income or benefit obtained by the Company, in accordance with Capital Markets Board regulations.**

Information will be provided regarding the footnote 13 of the financial statements for 2025, prepared in accordance with the provisions of the Capital Markets Board's Communiqué No. II-14.1 on "Principles of Financial Reporting in Capital Markets" and Article 12 of the Communiqué No. II-17.1 on Corporate Governance, titled "Collaterals, Pledges, Mortgages, and Sureties".

**14. Granting authority to the Members of the Board of Directors according to Articles 395 and 396 of TCC.**

Authorizing the members of the Board of Directors to engage in transactions within the scope of Articles 395 ("Prohibition on Transactions with the Company and Incurring Debt to the Company") and 396 ("Non-Compete") of the Turkish Commercial Code No. 6102 shall be submitted to the approval of the General Assembly.

**15. Informing the General Assembly about the transactions carried out within the scope of Corporate Governance Principles numbered (1.3.6) set out in the annex of the Capital Markets Board's Corporate Governance Communiqué (II-17.1), by the shareholders holding the management control, members of the Board of Directors, executives with administrative responsibility, and their spouses as well as their blood and affinity relatives up to the second degree.**

In accordance with Article 1.3.6 of the Capital Markets Board's Corporate Governance Communiqué (II-17.1), the General Assembly will be informed about any transactions carried out within the scope of this provision.

**16. Wishes and opinions.**

**ANNEX 1 - AVRUPAKENT GYO A.Ş. PROFIT DISTRIBUTION TABLE FOR 2025**

<b>AVRUPAKENT GYO A.Ş. Profit Distribution Table for 2025</b>		
<b>1. Paid-In / Issued Capital</b>		400,000,000
<b>2. Total Legal Reserves (According to Legal Records)</b>		1,132,530,422
Information on privileges in dividend distribution, if any, in the Articles of Association		There is no profit distribution privilege.
	<b>As per CMB Records</b>	<b>As per Statutory Records</b>
<b>3. Profit for the period</b>	1,518,426,021	3,367,503,313
<b>4. Taxes (-)</b>	-90,562,618	338,804,877
<b>5. Net Profit (=)</b>	1,608,988,639	3,028,698,436
<b>6. Losses in Previous Years (-)</b>		
<b>7. General Statutory Reserves (-)</b>		
<b>8. Net Distributable Profit (=)</b>	1,608,988,639	3,028,698,436
<b>9. Donations Made During The Year (+)</b>		
<b>10. Net Distributable Profit Including Donations</b>	1,608,988,639	3,028,698,436
<b>11. First Category Dividend to Shareholders</b>	20,000,000	20,000,000
-Cash	20,000,000	20,000,000
-Shares		
<b>12. Dividend Distributed to the Privileged Shareholders</b>		
<b>13. Other Dividends Distributed</b>		
- Members of the Board of Directors		
- Employees		
- Non-Shareholders		
<b>14. Dividend Payments to Usufruct Certificate Holders</b>		
<b>15. Second Category Dividend to Shareholders</b>	1,390,988,639	1,390,988,639
<b>16. General Statutory Reserves</b>	198,000,000	198,000,000
<b>17. Other Statutory Reserves</b>		
<b>18. Special Reserves</b>		
<b>19. Extraordinary Reserves</b>	-	1,419,709,797
<b>20. Other Sources Planned for Distribution</b>	589,011,361	589,011,361
-Previous Years' Profit		

<b>Details of Dividend Per Share</b>				
	GROUP	CASH DIVIDEND AMOUNT (TRY) - NET	DIVIDEND PER 1 TRY NOMINAL VALUED SHARE	
			AMOUNT (TRY)	RATE (%)
<b>NET</b>	A	112,851,845	5.00	500
	B	7,110,070	5.00	500
	C	1,880,038,085	5.00	500
	<b>Total</b>	<b>2,000,000,000</b>		

## **ANNEX 2 -**

### **RESUMES OF INDEPENDENT BOARD MEMBER NOMINEES**

#### **Ferda Besli – Resume**

Mr. Ferda Besli was born in Ordu in 1958 and graduated from Istanbul University, Faculty of Economics in 1985. He began his career at Akbank A.Ş. in 1987, where he held various roles including Inspector, Branch Manager, Head of Corporate Banking, and Head of Commercial and SME Banking. Between 2006 and 2011, he served as Executive Vice President responsible for commercial banking, SME banking, project finance, and cash management. During his banking career, he completed training at Deutsche Bank AG Frankfurt and London Business School. He also represented Türkiye in meetings organized by the Centre for European Policy Studies (CEPS) in Barcelona and Brussels. He founded Besfin Finansal Hizmetler A.Ş. in 2011 and currently serves as Chairman of the Board and Executive Committee. He holds Capital Markets Level 3 License, Credit Rating License, and Corporate Governance Rating License. He has been a member of TÜSİAD, Dünya Futuristler Derneği (WFS), and Chatham House. He is also fluent in English.

#### **Vahdettin Ertaş – Resume**

Mr. Vahdettin Ertaş graduated from Ankara University, Faculty of Political Sciences in 1987 and completed his master's degree at Hacettepe University in 1991. He obtained his MBA from Lancaster University in the UK in 1996 and his PhD from Hacettepe University in 2012. Following his graduation from the Faculty of Political Sciences, Mr. Vahdettin Ertaş passed the CMB Assistant Expert examination and became an Expert in 1991. He was appointed as Head of the Institutional Investors Department, which is responsible for regulating and overseeing mutual funds and investment trusts, real estate investment funds and trusts, venture capital funds and trusts, and private pension funds in 1997. Between April 2002 and 2005, he served as Head of the Corporate Finance Department, which is responsible for regulating and overseeing public offerings, the issuance of bonds and similar capital market instruments, as well as mergers, demergers, and tender offers of publicly listed companies. Mr. Vahdettin Ertaş served as President of the Istanbul Gold Exchange between 2005 and 2006. He was appointed as a Board Member of the Capital Markets Board (CMB) in December 2006 and, following the completion of his six-year term, was appointed as Chairman of the CMB in December 2012. Having completed his five-year term as Chairman in December 2017, Mr. Vahdettin Ertaş also served during his tenure as a Member of the Tax Council, a Board Member of DASK, and Chairman of the Investor Compensation Center. He also served as Chairman for five years of an international fund bringing together capital markets regulatory authorities of Islamic countries. Mr. Ertaş has also delivered graduate-level lectures at universities. He currently serves as a Board Member at Çelik Halat ve Tel Sanayi A.Ş..

## **Mustafa Erdin – Resume**

Mr. Mustafa Erdin graduated from Ankara University, Faculty of Political Sciences in 1990 and began his professional career in 1992 as an Assistant Tax Inspector at the Ministry of Finance. Between 2001 and 2003, he completed his graduate studies in Financial Economics (MA) at Boston University, Metropolitan College, USA. He was appointed as Tax Inspector in 1995 and promoted to Chief Tax Inspector in 2002. He held several senior positions at the Revenue Administration, serving as Head of the Audit Department between 2004 and 2005, Head of the Implementation and Data Management Department between 2006 and 2007, and Head of the Indirect Taxes Department between 2008 and 2009. Between 2009 and 2015, he served as Group Finance Coordinator at YDA Group, which operates in construction, airports, healthcare, and software sectors, where he was primarily responsible for treasury, financial risk management, fixed income portfolio management, project finance, and business development. Between 2009 and 2015, he served as Group Finance Coordinator at YDA Group, which operates in the construction, airport, hospital and software sectors, with primary responsibility for treasury, financial risk management, fixed-income portfolio management, project finance and business development. Between 2015 and 2020, he served as a Member of the Board of Directors and the Audit Committee, overseeing treasury, financial risk management, accounting, the control and audit of tax practices, interdepartmental coordination, and the monitoring, analysis and audit of short- and medium-term budgets and cash flows.

Between 2021 and 2024, he served as General Manager and Member of the Board of Directors at Vakıf Finansal Kiralama A.Ş. and retired from Vakıf Finansal Kiralama A.Ş. in 2024. He holds Certified Public Accountant and Independent Auditor licenses. He currently provides consultancy services in management, finance, project finance analysis and tax advisory, and he is proficient in English.

## DECLARATION OF INDEPENDENCE

I hereby declare that I am a candidate to serve as an “independent board member” of the Board of Directors of Avrupakent Gayrimenkul Yatırım Ortaklığı A.Ş. (the “Company”) within the framework of the criteria stipulated by the applicable legislation, the Articles of Association and the Corporate Governance Communiqué of the Capital Markets Board, and in this context:

- 1) I confirm that, between myself, my spouse and my relatives by blood or marriage up to the second degree, and the Company, the partnerships over which the Company has management control or significant influence, the shareholders who have management control or significant influence over the Company, and the legal entities controlled by such shareholders, there has been no employment relationship in an executive position assuming significant duties and responsibilities within the last five years; that I do not hold, individually or jointly, more than 5% of the capital, voting rights or privileged shares; and that I have not established a significant commercial relationship with such parties;
- 2) I confirm that, within the last five years, I have not been a shareholder (5% or more), an executive assuming significant duties and responsibilities, or a member of the board of directors in companies from which the Company substantially purchased or to which it sold services or products, particularly in relation to audit activities (including tax audit, statutory audit and internal audit), rating or consultancy services, during the periods when such services or products were provided;
- 3) I confirm that I possess the professional education, knowledge and experience required to duly perform the duties I will assume as an independent member of the Board of Directors;
- 4) I confirm that, in compliance with the legislation, except for university academic positions, I will not be employed full-time by public institutions or organizations after being elected as a member;
- 5) I confirm that I am deemed resident in Türkiye pursuant to the Income Tax Law No. 193 dated 31/12/1960;
- 6) I confirm that I possess strong ethical standards, professional reputation and experience enabling me to make positive contributions to the Company’s activities, maintain my impartiality in conflicts of interest between the Company and its shareholders, and make decisions freely by taking into account the rights of stakeholders;
- 7) I confirm that I will be able to allocate sufficient time to follow the Company’s operations and fully perform the requirements of the duties I undertake;
- 8) I confirm that I have not served as a member of the Board of Directors of the Company for more than six years within the last ten years;
- 9) I confirm that I do not serve as an independent board member in more than three companies controlled by the Company or by shareholders having management control over the Company, and in total not more than five publicly traded companies;
- 10) I confirm that I have not been registered and announced on behalf of a legal entity elected as a member of the Board of Directors.

I hereby declare above.

**06.03.2026**

**Vahdettin Ertaş**

## DECLARATION OF INDEPENDENCE

I hereby declare that I am a candidate to serve as an “independent board member” of the Board of Directors of Avrupakent Gayrimenkul Yatırım Ortaklığı A.Ş. (the “Company”) within the framework of the criteria stipulated by the applicable legislation, the Articles of Association and the Corporate Governance Communiqué of the Capital Markets Board, and in this context:

- 1) I confirm that, between myself, my spouse and my relatives by blood or marriage up to the second degree, and the Company, the partnerships over which the Company has management control or significant influence, the shareholders who have management control or significant influence over the Company, and the legal entities controlled by such shareholders, there has been no employment relationship in an executive position assuming significant duties and responsibilities within the last five years; that I do not hold, individually or jointly, more than 5% of the capital, voting rights or privileged shares; and that I have not established a significant commercial relationship with such parties;
- 2) I confirm that, within the last five years, I have not been a shareholder (5% or more), an executive assuming significant duties and responsibilities, or a member of the board of directors in companies from which the Company substantially purchased or to which it sold services or products, particularly in relation to audit activities (including tax audit, statutory audit and internal audit), rating or consultancy services, during the periods when such services or products were provided;
- 3) I confirm that I possess the professional education, knowledge and experience required to duly perform the duties I will assume as an independent member of the Board of Directors;
- 4) I confirm that, in compliance with the legislation, except for university academic positions, I will not be employed full-time by public institutions or organizations after being elected as a member;
- 5) I confirm that I am deemed resident in Türkiye pursuant to the Income Tax Law No. 193 dated 31/12/1960;
- 6) I confirm that I possess strong ethical standards, professional reputation and experience enabling me to make positive contributions to the Company’s activities, maintain my impartiality in conflicts of interest between the Company and its shareholders, and make decisions freely by taking into account the rights of stakeholders;
- 7) I confirm that I will be able to allocate sufficient time to follow the Company’s operations and fully perform the requirements of the duties I undertake;
- 8) I confirm that I have not served as a member of the Board of Directors of the Company for more than six years within the last ten years;
- 9) I confirm that I do not serve as an independent board member in more than three companies controlled by the Company or by shareholders having management control over the Company, and in total not more than five publicly traded companies;
- 10) I confirm that I have not been registered and announced on behalf of a legal entity elected as a member of the Board of Directors.

I hereby declare above.

**06.03.2026**

**Ferda Besli**

## DECLARATION OF INDEPENDENCE

I hereby declare that I am a candidate to serve as an “independent board member” of the Board of Directors of Avrupakent Gayrimenkul Yatırım Ortaklığı A.Ş. (the “Company”) within the framework of the criteria stipulated by the applicable legislation, the Articles of Association and the Corporate Governance Communiqué of the Capital Markets Board, and in this context:

- 1) I confirm that, between myself, my spouse and my relatives by blood or marriage up to the second degree, and the Company, the partnerships over which the Company has management control or significant influence, the shareholders who have management control or significant influence over the Company, and the legal entities controlled by such shareholders, there has been no employment relationship in an executive position assuming significant duties and responsibilities within the last five years; that I do not hold, individually or jointly, more than 5% of the capital, voting rights or privileged shares; and that I have not established a significant commercial relationship with such parties;
- 2) I confirm that, within the last five years, I have not been a shareholder (5% or more), an executive assuming significant duties and responsibilities, or a member of the board of directors in companies from which the Company substantially purchased or to which it sold services or products, particularly in relation to audit activities (including tax audit, statutory audit and internal audit), rating or consultancy services, during the periods when such services or products were provided;
- 3) I confirm that I possess the professional education, knowledge and experience required to duly perform the duties I will assume as an independent member of the Board of Directors;
- 4) I confirm that, in compliance with the legislation, except for university academic positions, I will not be employed full-time by public institutions or organizations after being elected as a member;
- 5) I confirm that I am deemed resident in Türkiye pursuant to the Income Tax Law No. 193 dated 31/12/1960;
- 6) I confirm that I possess strong ethical standards, professional reputation and experience enabling me to make positive contributions to the Company’s activities, maintain my impartiality in conflicts of interest between the Company and its shareholders, and make decisions freely by taking into account the rights of stakeholders;
- 7) I confirm that I will be able to allocate sufficient time to follow the Company’s operations and fully perform the requirements of the duties I undertake;
- 8) I confirm that I have not served as a member of the Board of Directors of the Company for more than six years within the last ten years;
- 9) I confirm that I do not serve as an independent board member in more than three companies controlled by the Company or by shareholders having management control over the Company, and in total not more than five publicly traded companies;
- 10) I confirm that I have not been registered and announced on behalf of a legal entity elected as a member of the Board of Directors.

I hereby declare above.

**06.03.2026**

**Mustafa Erdin**

## **ANNEX 3 -**

### **INFORMATION AND PERSONAL DATA SECURITY POLICY**

Avrupakent Gayrimenkul Yatırım Ortaklığı A.Ş. accepts the protection of the confidentiality, integrity, and availability of all information assets and personal data processed within the scope of its activities as a corporate responsibility.

The Company undertakes to:

- 1.1.** Comply with the requirements of the applicable legislation concerning information security and personal data protection, the regulations of the Capital Markets Board (VII-128.10), the Law on the Protection of Personal Data (KVKK), and relevant standards;
- 1.2.** Ensure the security of all information assets generated, processed, stored, and transmitted within the Company and protect such assets against unauthorized access, loss, alteration, and disclosure;
- 1.3.** Authorize access to information assets and personal data in line with duties and business needs and ensure that such access is kept under control;
- 1.4.** Identify, assess, and manage risks related to information security and personal data through a systematic approach;
- 1.5.** Implement the necessary technical and administrative measures to prevent, detect, and mitigate the effects of information security and personal data breaches;
- 1.6.** Conduct training and awareness activities for employees to increase awareness regarding information security and personal data protection;
- 1.7.** Regularly review and continuously improve the policies, procedures, and processes established within the scope of the Information Security Management System;
- 1.8.** Adopt information and personal data security as an integral part of the Company culture and ensure that all stakeholders act in accordance with this understanding.

This Policy was put into effect by a resolution of the Board of Directors dated 26/12/2025. It is binding on all employees of the Company and on third parties having access to information assets.

## **SUSTAINABILITY POLICY**

### **Article 1 – Purpose**

**1.1** The purpose of the Sustainability Policy (hereinafter referred to as the “Policy”) is to ensure the supervision and oversight of the Environmental, Social and Governance (“ESG”) activities carried out by Avrupakent Gayrimenkul Yatırım Ortaklığı A.Ş. (hereinafter referred to as the “Company”) within the sector in which it operates, and to make recommendations to the Board of Directors regarding value-adding initiatives.

### **Article 2 – Scope**

**2.1.** This Policy covers:

- a) the General Manager of the Company,
- b) the employees of the Company,
- c) suppliers providing goods and services and their employees,
- d) individuals and organizations acting on behalf of the Company; including consultants, lawyers, advisors, and external auditors, as well as other persons with whom the Company has commercial relations, including customers (collectively referred to as “Business Partners”).

### **Article 3 – Principles and Fundamentals**

**3.1.** The Company aims to continuously develop and improve its technologies in business processes with an innovative approach, and thereby enhance product quality.

**3.2.** In all its activities and investments, the Company takes into account environmental, social, and economic impacts while observing corporate culture and corporate governance principles.

**3.3.** The Company monitors and discloses its performance in occupational health and safety in order to provide employees with a safe working environment and acts in accordance with the principle of continuous improvement.

**3.4.** The Company adopts the principles of equal opportunity, diversity, and inclusion; it provides all employees with equal rights and opportunities in processes such as compensation, rewards, promotion, and performance evaluation.

**3.5.** The Company contributes to gender equality, aims to provide women with equal opportunities in working life, and seeks to increase female employment.

**3.6.** The Company contributes to the social and economic development of local communities in its areas of operation and gives priority to local employment and procurement.

**3.7.** The Company respects employees’ rights to representation and collective bargaining.

**3.8.** The Company has zero tolerance for bribery and corruption and complies with all applicable legal regulations.

**3.9.** When determining sustainability targets and objectives, the Company considers the expectations and priorities of both internal and external stakeholders.

**3.10.** The Company aims to align its sustainability strategy and investments with the United Nations Sustainable Development Goals (SDGs).

**3.11.** The Company aims to make sustainability principles an integral part of its corporate culture.

#### **Article 4 – Effectiveness**

**4.1.** This Policy entered into force by a Board of Directors resolution dated 26/12/2025. The Policy shall remain valid and in effect until a new announcement is made.