



**INVITATION LETTER FOR THE 2025 ANNUAL GENERAL
MEETING ON 5 MAY 2026
BY BOARD OF DIRECTORS OF
TURCAS HOLDİNG ANONİM ŐİRKETİ**

2025 Annual General Meeting of our Company, registered with the Istanbul Trade Registry under registration number 171118-0, shall be held publicly at the address of **Kennedy Caddesi No: 34 Kalyon Otel Sultanahmet, Fatih/İstanbul, at 10.00 a.m. on 05.05.2026, Tuesday** to discuss and conclude the agenda stated in this document.

In accordance with related legislation of Turkish Commercial Code, Capital Markets Board and Ministry of Trade, 2025 Board of Directors' Activity Report, Independent Audit Report, Financial Statements, Dividend Distribution Proposal and detailed Information Document including requirements of Corporate Governance Principles will be readily available for review of shareholders latest 21 days prior to the General Meeting at the Company's corporate web-site, www.turcas.com.tr and Electronic General Assembly System.

The Annual General Meeting of our Company may be attended by shareholders in physical environment or electronic media and they may also attend through their representatives. Attendance in the General Assembly is possible with secure electronic signatures of shareholders or their representatives. Therefore, it is necessary for shareholders to take action at Electronic General Assembly System (EGAS) to register in Central Registry Agency A.Ő. (CRA) e-CRA Information Portal and record their contact details and to have secure e-signatures. Shareholders or their representatives who are not registered in e-CRA Information Portal or do not have secure electronic signatures can not attend the General Assembly electronically.

In addition, shareholders or their representatives who want to attend to the meeting on electronic media are required to fulfill their obligations in accordance with provisions of "Communiqué on Electronic General Assembly System to be Applied in General Assemblies of Joint Stock Companies issued at Official Gazette no. 28396 and dated 29 August 2012 and "Regulation on General Assemblies to be Held Electronically in Joint Stock Companies" issued at Official Gazette no. 28395 and dated 28 August 2012.

Our shareholders who want to attend General Assembly in physical environment can use their rights as to their shares registered in "Shareholders List" stated in CRA system by submitting their identity.

It is required for shareholders who can not participate in the meeting personally in physical or electronic media to arrange their powers of attorney in compliance with the following sample or to provide the sample form from our Company Headquarter or website www.turcas.com.tr and to fulfill matters foreseen in “Voting by Proxy and Proxy Solicitation” Communiqué II-30-1of Capital Markets Board published in the Official Gazette dated 24 December 2013, no.28861 and to submit their notarized powers of attorney by attaching it to Power of Attorney Form bearing their own signatures. Proxy holders who have been electronically appointed via Electronic General Assembly System don't have to submit a notarized power of attorney.

Open ballot system shall be used by the procedure of raising hand provided that voting provisions for electronic media are reserved as to approval of Agenda items at General Meeting.

In accordance with subparagraph 4 of article 415 of New Turkish Commercial Code no. 6102 and subparagraph 1 of article 30 of Capital Markets Law, right to attend to general assembly and voting is not subject to deposit of share certificates. Within this framework, there is no need for our shareholders to block their shares in case they want to attend to General Meeting. However, our shareholders who do not want their identities and information as to shares in their accounts to be communicated to our Company and therefore information of whom can not be seen by our Company are required to apply to intermediary agencies where their accounts are available and to remove “limitation” that block their identities and information as to shares in their accounts to be informed to our Company until 16.30 one day before the General meeting (04.05.2026) at the latest in case they want to attend to General Meeting.

Further information can be obtained from “Investor Relations Department” at the Head Office of our Company.

Detailed information on the processing of personal data within the framework of the Law on the Protection of Personal Data No. 6698 is available at Turcas Holding Anonim Şirketi Personal Data Protection and Processing Policy published on website www.turcas.com.tr.

It is announced to our shareholders respectfully.

TURCAS HOLDİNG ANONİM ŞİRKETİ

BOARD OF DIRECTORS

Company Address: Maslak Mah. AOS 55. Sk. 42 Maslak A Blok No: 2 İç Kapı No: 7 Sarıyer / İstanbul



TURCAS HOLDİNG A.Ş.
2025 ANNUAL GENERAL MEETING AGENDA
5 MAY 2026

1. Opening and constitution of Meeting Council,
2. Authorizing Meeting Council to sign the Annual General Meeting Minutes,
3. Review, discussion and approval of the Board of Directors' Activity Report pertaining to the fiscal year 2025,
4. Review of the Summary Independent Audit Report for the fiscal year 2025,
5. Review, discussion and approval of the Financial Statements for the fiscal year 2025,
6. Discussion of the release of each member of the Board of Directors of liability related to activities of the Company during the year 2025,
7. Discussion and approval of profit distribution proposal by the Board of Directors for the fiscal year 2025,
8. Submitting to the approval of the General Assembly the granting of authority to the Board of Directors to resolve on the distribution of Advance Dividend Payment in the event that profit is generated during the 2026 fiscal year,
9. Election of our Independent Board Members and the determination of their terms of office in accordance with the Corporate Governance Communiqué No. II-17.1 of the Capital Markets Board,
10. Discussion and approval of the amount of remuneration and attendance fee of the members of the Board of Directors,
11. Approval of the Independent Audit Company for the fiscal year 2026 recommended by the Board of Directors in accordance with the Company's related Audit Committee report pursuant to the Turkish Commercial Code and the regulations of the Capital Markets Board,

12. Informing shareholders about the donations granted during the fiscal year of 2025,
13. Informing shareholders about securities-pledges, mortgages and acquired incomes and benefits given in favour of third parties during the fiscal year of 2025,
14. Informing shareholders about transactions stated in principles 1.3.6 and 1.3.7 (Annex -1) of Capital Markets Board's Corporate Governance Communique no II.17.1,
15. Informing shareholders regarding transactions with related parties during the fiscal year 2025,
16. Granting authorization to the Chairperson and Members of the Board to make transactions written in articles 395 and 396 of Turkish Commercial Code,
17. Discussion of opinions, questions and wishes.

POWER OF ATTORNEY

TURCAS HOLDİNG A.Ş.

I, the undersigned, hereby appoint, empower and delegate [_____] as identified in details hereinbelow, as my proxy holder fully authorized to represent me, and vote and make proposals and sign the required documents on behalf of me, in accordance with my opinions cited below, in the 2025 annual meeting of the general assembly of shareholders of Turcas Holding A.Ş. to be held publicly at the address of Kennedy Caddesi No: 34 Kalyon Otel Sultanahmet, Fatih/İstanbul at 10:00 a.m. on 5 May 2026.

Proxy Holder's (*):

Name & Surname / Title:

T.R. Identity No./Tax Identity No., Trade Registry and Number, and MERSIS Number:

(*):For foreign proxy holders, the equivalents, if any, of such information should be provided

A) SCOPE OF THE POWER OF REPRESENTATION

Scope of the power of representation should be determined by choosing one of the options (a), (b) or (c) for the sections 1 and 2 hereinbelow.

1. On the topics included in the agenda of the general assembly meeting:

- a) Proxy holder is authorized to vote in line with his/her own opinions
- b) Proxy holder is authorized to vote in line with proposals of the corporation management
- c) Proxy holder is authorized to vote in line with the instructions given in the following table.

Instructions:

If the shareholder chooses the option (c), instructions on the relevant agenda topic are given by marking one of the options (acceptance or rejection) shown beside the relevant agenda topic and if the 'rejection' option is chosen, by stating the dissention requested to be included in the minutes of the general assembly meeting.

Agenda Topics (*)	Acceptance	Rejection	Dissention
1. Opening and constitution of Meeting Council,			
2. Authorizing Meeting Council to sign the Annual General Meeting Minutes,			
3. Review, discussion and approval of the Board of Directors' Activity Report pertaining to the fiscal year 2025,			
4. Review of the Summary Independent Audit Report for the fiscal year 2025,	Information Article		
5. Review, discussion and approval of the Financial Statements for the fiscal year 2025,			
6. Discussion of the release of each member of the Board of Directors of liability related to activities of the Company during the year 2025,			
7. Discussion and approval of profit distribution proposal by the Board of Directors for the fiscal year 2025,			

8. Submitting to the approval of the General Assembly the granting of authority to the Board of Directors to resolve on the distribution of Advance Dividend Payment in the event that profit is generated during the 2026 fiscal year,			
9. Election of our Independent Board Members and the determination of their terms of office in accordance with the Corporate Governance Communiqué No. II-17.1 of the Capital Markets Board,			
10. Discussion and approval of the amount of remuneration and attendance fee of the members of the Board of Directors,			
11. Approval of the Independent Audit Company for the fiscal year 2026 recommended by the Board of Directors in accordance with the Company's related Audit Committee report pursuant to the Turkish Commercial Code and the regulations of the Capital Markets Board,			
12. Informing shareholders about the donations granted during the fiscal year of 2025,	Information Article		
13. Informing shareholders about securities-pledges, mortgages and acquired incomes and benefits given in favour of third parties during the fiscal year of 2025,	Information Article		
14. Informing shareholders about transactions stated in principles 1.3.6 and 1.3.7 (Annex -1) of Capital Markets Board's Corporate Governance Communiqué no II.17.1,	Information Article		
15. Informing shareholders regarding transactions with related parties during the fiscal year 2025,	Information Article		
16. Granting authorization to the Chairperson and Members of the Board to make transactions written in articles 395 and 396 of Turkish Commercial Code,			
17. Discussion of opinions, questions and wishes.	Information Article		

(*)Topics included in the agenda of general assembly meeting are listed one by one. If the minority proposes a separate draft decision, it is also given separately for the sake of voting by proxy holder.

2. Special instructions on other issues that may raise during the general assembly meeting and particularly regarding use of minority rights:

- a) Proxy holder is authorized to vote in line with his/her own opinions.
- b) Proxy holder is not authorized to represent on these issues.
- c) Proxy holder is authorized to vote in line with the special instructions stated below.

SPECIAL INSTRUCTIONS; Special instructions, if any, of the shareholder to the proxy holder are stated herein.

B) Shareholder indicates the shares requested to be represented by the proxy holder by marking one of the following options.

1. I am approving the representation by the proxy holder of my shares as detailed below

- a) Rank and Serial: *
- b) Number / Group: **
- c) Quantity / Nominal Value:
- d) Whether privileged in voting or not:



e) Registered / Bearer: *

f) Ratio to total shares/voting rights held by shareholder:

* This information is not requested for dematerialized shares.

** Information on group, if any, rather than number will be given for dematerialized shares.

2. I am approving the representation by the proxy holder of all of my shares shown in the list of shareholders eligible for attending the general assembly meeting, which is prepared by CRA one day before the date of general assembly meeting.

SHAREHOLDER'S NAME & SURNAME or TITLE (*):

T.R. Identity No./Tax Identity No., Trade Registry and Number, and MERSIS Number:

Address:

(*)For foreign proxy holders, the equivalents, if any, of such information should be provided.

SIGNATURE