

GÖZDE GİRİŞİM SERMAYESİ YATIRIM ORTAKLIĞI A.Ş.
MINUTES OF THE ORDINARY GENERAL ASSEMBLY MEETING FOR THE YEAR 2025 HELD ON
28/04/2026

The Ordinary General Assembly Meeting of Gözde Girişim Sermayesi Yatırım Ortaklığı A.Ş. for the year 2025 was held on April 28, 2026, at 14:00, at the address “Kısıklı Mah. Ferah Cad. No:1 B.Çamlıca Üsküdar-İstanbul”, under the supervision of the Ministry Representative Mr. Ali İbrahim AKGÜN, who was appointed by the Istanbul Provincial Directorate of Commerce with its letter dated April 27, 2026 and numbered 121526872.

The invitation to the meeting was duly made within the legal period, in accordance with the provisions of the Law and the Articles of Association, including the agenda, by publication in the Turkish Trade Registry Gazette dated April 3, 2026 and numbered 11556, on the Company’s official website (www.gozdegirisim.com.tr), and on the Public Disclosure Platform and the Central Securities Depository’s Electronic General Assembly System, at least three weeks prior to the meeting date.

Upon examination of the list of attendees, it was determined that out of the Company’s total capital of TRY 385,000,000 corresponding to 385,000,000 shares, shares corresponding to a total nominal value of TRY 40,012 (40,012 shares) were represented in person, shares corresponding to TRY 222,001,384.437 (222,001,384.437 shares) were represented by proxy, and shares corresponding to TRY 486,204 (486,204 shares) were represented by custodians; thus, a total of TRY 222,527,600.437 (222,527,600.437 shares) were represented at the meeting. It was thereby concluded that the minimum quorum required by law and the Articles of Association was present. It was also noted that the independent audit firm representative PwC Independent Audit and Certified Public Accountant Inc. (represented by Levent SARIOĞLU) and Board Member Mehmet TÛTÛNCÛ were present. The meeting proceeded to the discussion of the agenda.

1. The meeting was opened simultaneously in both physical and electronic environments by Levent SİPAHİ. Information was provided regarding the voting procedure; in accordance with the Law and the Company’s Articles of Association, and without prejudice to electronic voting regulations, shareholders physically present at the meeting would vote by show of hands, while those casting negative votes would verbally declare their dissent.

Pursuant to paragraphs 5 and 6 of Article 1527 of the Turkish Commercial Code, it was determined that the Company had fulfilled its electronic general assembly preparations in compliance with legal requirements. Ayyüce BAŞTAN, holding the Central Securities Depository Electronic General Assembly System Certification, was appointed to operate the electronic system. The meeting was then continued simultaneously in both physical and electronic environments.

Within this agenda item, the proposal submitted by Yıldız Holding Inc. representative Levent TAŞÇI regarding the election of Levent SİPAHİ as the Chairman of the Meeting was read. As a result of the voting, the proposal was unanimously accepted and Levent SİPAHİ was elected as the Chairman of the Meeting. The Chairman appointed Ayyüce BAŞTAN as the Minutes Clerk and Levent TAŞÇI as the Vote Collector.

2. The authorization of the Meeting Presidency to sign the minutes of the General Assembly on behalf of the General Assembly was put to vote. The proposal to authorize the Meeting Presidency to sign the minutes of the General Assembly on behalf of the General Assembly was submitted to vote and was unanimously approved by the participants.
3. The Chairman proposed that the Board of Directors’ Annual Report for the 2025 fiscal year be deemed as read, since it had been published on the Company’s website and on the Central Securities Depository’s Electronic General Assembly System. As there were no other proposals, this motion was put to vote and accepted by majority vote with 222,052,760.437 affirmative votes against 474,840 negative votes. The report was opened for discussion; no one took the floor.
4. The summary of the Independent External Audit Report, prepared by PwC Independent Audit and Certified Public Accountant Inc. in accordance with the Capital Markets Board’s Communiqué Serial II-14.1 on Principles of Financial Reporting in Capital Markets, regarding the financial results of the 2025 fiscal year, was read and presented.

5. The Chairman proposed that the financial statements for the 2025 fiscal year be deemed as read, as they had been duly disclosed on the Company's website and on the Electronic General Assembly System. As there were no other proposals, this motion was accepted by majority vote with 222,319,443.437 affirmative votes against 208,157 negative votes. The financial statements were summarized under main headings by Serkan YANDI and opened for discussion; no one took the floor. The consolidated financial statements for the 2025 fiscal year were approved by majority vote.
6. Following the notification by Board Member Ali ÜLKER of his resignation as of April 30, 2025, the Board of Directors' resolution dated April 30, 2025 regarding the appointment of Yahya ÜLKER to the vacant Board membership, to serve for the remaining term of the departing member in accordance with Article 363 of the Turkish Commercial Code, was submitted to vote. The resolution was approved by majority vote, with 222,516,236.437 affirmative votes against 11,364 negative votes.
7. The release (discharge) of the Board Members Murat ÜLKER, Ali ÜLKER, Mehmet TÛTÛNCÛ, İbrahim TAŞKIN, Yahya ÜLKER, Hüseyin Avni METİNKALE, Erman KALKANDELEN, Aytaç Saniye MUTLUGÛLLER, Agah UĞUR, and Fatma Füsün AKKAL BOZOK for their activities and transactions during the year 2025 was submitted to vote. The Board Members abstained from voting on their own release, and the resolution was approved by majority vote, with 222,319,443.437 affirmative votes against 208,157 negative votes.
8. The proposal submitted by Yıldız Holding Inc. was read and put to vote. As a result of the voting, it was resolved by majority vote, with 222,041,396.437 affirmative votes against 486,204 negative votes, that Murat ÜLKER, Mehmet TÛTÛNCÛ, Yahya ÜLKER, and Fezal OKUR ESKİL be elected as members of the Board of Directors for a term of three years; that, in line with the favorable opinion of the Capital Markets Board dated April 27, 2026 and numbered E-65171090-110.07.07-90268, Fatma Pınar ILGAZ, Esra KIVRAK, and Ali TUĞLU be elected as Independent Board Members; that each Independent Board Member be paid a monthly net fee of TRY 112,000, inclusive of remuneration for duties undertaken in committees; and that no remuneration be paid to the other Board Members.
9. The written proposal of the Board of Directors, based on its resolution dated March 31, 2026, stating that "no dividend distribution shall be made for the year 2025 due to the net period loss reflected in the Company's publicly disclosed financial statements as of December 31, 2025," was read. As there were no other proposals or suggestions, the proposal was put to vote and unanimously approved by the participants.
10. In accordance with the Turkish Commercial Code and the capital markets legislation, the Company's Board of Directors' resolution dated March 31, 2026 regarding the selection of an independent external audit firm for the audit of the accounts and transactions of the 2026 fiscal year was read and opened for discussion. As no one took the floor, the matter was put to vote, and it was unanimously resolved by the participants to appoint DRT Bağımsız Denetim ve Serbest Muhasebeci Mali Müşavirlik A.Ş. (Deloitte) as the independent external auditor for the 2026 fiscal year.
11. Information was provided to the General Assembly regarding guarantees, pledges, and mortgages granted in favor of third parties during 2025 and any income or benefits derived therefrom, in accordance with Capital Markets Board regulations.
12. Authorization was granted to controlling shareholders, Board Members, senior executives, and their spouses and relatives up to the second degree, in accordance with Articles 395 and 396 of the Turkish Commercial Code. Information was also provided regarding transactions carried out within this scope during 2025 in line with Corporate Governance Principle 1.3.6 of the Capital Markets Board.
13. After confirming that the meeting quorum was maintained throughout the meeting and that no objections were raised to the resolutions, and as there were no further items on the agenda, the meeting was adjourned by the Chairman at 14:16.

MINISTRY REPRESENTATIVE
Ali İbrahim AKGÜN

MEETING CHAIRMAN
Levent SİPAHİ

VOTE COLLECTOR
Levent TAŞÇI

MINUTES CLERK
Ayyüce BAŞTAN