INFORMATION DOCUMENT FOR THE 24.03.2023 DATED ORDINARY GENERAL MEETING OF CARREFOURSA CARREFOUR SABANCI TİCARET MERKEZİ ANONİM ŞİRKETİ FOR 2022

The Ordinary General Meeting of our company for the year of 2022 shall be held on 24.03.2023, Friday at 13.30 at the address of SABANCI CENTER, KULE 2, 4. LEVENT, BEŞIKTAŞ, ISTANBUL to discuss the following agenda items.

Our shareholders whose shares are monitored before the Central Registry Agency based on the records and who are entitled to attend general meetings may attend the general meeting to the held at the address indicated above either personally or through their representatives and, optionally, they may attend the general meeting in an electronic environment either personally or through their representatives via the Electronic General Meeting System provided by the Central Registry Agency by using their safe electronic signatures at their discretion.

The shareholders may authorize their representatives by using the Electronic General Meeting System or they may have themselves represented in the meeting by completing the draft power of attorney provided below or the draft power of attorney available at our registered office and website (http://www.carrefoursa.com) and certifying it at a notary public office or attaching their notarized circular of signature to the power of attorney bearing their own signatures within the frame of the provisions of the Communique No. II-30.1 of the Capital Market Board.

For the General Meeting to be held physically,

- Real person shareholders may attend such meeting by submitting their ID cards,
- Legal person shareholders may attend such meeting by submitting their letters of authorization together with the ID cards of the persons who are authorized to represent and bind the legal person,
- The representatives of real and legal person shareholders may attend such meeting by submitting their ID cards and authorization letters for representation,
- The representatives who are authorized through the Electronic General Meeting System, on the other hand, may attend such meeting by submitting their ID cards and all attendants must execute the list of attendance.

Our shareholders who will attend the general meeting electronically through the Electronic General Meeting System may obtain information about the principles and procedures for attendance, appointment of a representative, submission of proposals, expression of an opinion and vote casting fromthe website of the Central Registry Agency (http://www.mkk.com.tr).

The shareholders or their representatives who will attend the meeting electronically are required to fulfil their obligations in accordance with the provisions of the "Directive on the Electronic General Meetings of Joint Stock Companies" as published in the 28.08.2012 dated and 28395 issue numbered Official Gazette and the "Communique on the Electronic General Meeting System Applicable for General Meetings of Joint Stock Companies" as published in the 29.08.2012 dated and 28396 issue numbered Official Gazette.

The Financial Statements, Board and Auditor Reports, Profit Distribution Proposal of the Board and General Meeting Information Document of our company for the year of 2022 shall be accessible in the Electronic General Meeting System page of the website of the Central Registry Agency and in the "Investor Relations" page of our website (http://www.carrefoursa.com) not less than twenty one day before the meeting day and they shall be made available for audit at the registered office of our company with its address provided above. Furthermore, the reminders containing necessary explanations within the scope of the Communique No. II-17.1 of the Capital Market Board on "Corporate Governance" shall be available at our website (http://www.carrefoursa.com) along with the abovementioned documents starting from the same date.

It is hereby kindly requested from our estimable partners to attend the meeting on the specified date and time.

Address of the registered office of the company:
Carrefoursa Plaza Cevizli Mh.
Tugay Yolu Cad. No: 67/A Blok B
Maltepe/ İstanbul
Tel: 0216 655 00 00
Fax: 0216 655 00 50
Web: www.carrefoursa.com

AGENDA OF THE 24.03.2023 DATED ORDINARY GENERAL MEETING OF CARREFOURSA CARREFOUR SABANCI TİCARET MERKEZİ ANONİM ŞİRKETİ FOR 2022

1. Opening and formation of the Meeting Council,

2. Reading and discussion of the 2022 Annual Activity Report of the Board of Directors,

3. Reading of the Auditor Reports concerning the year 2022,

4. Reading, discussion and approval of the Financial Statements for the year 2022,

5. Submitting the elected members for the approval of the General Assembly to serve in the remaining time for the Board Memberships vacated during the period,

6. Releasing the members of the Board of Directors for the activities in the year 2022,

7. Determination of the manner of use of the 2022 profit/loss,

8. Determination of the salaries, attendance fees, bonus, premium and similar rights to be paid to the members of the Board of Directors,

9. Appointment of the Auditor for auditing of the Company's financial statements and reports related to the year of 2023 in accordance with the Turkish Commercial Code no. 6102 and Capital Markets Law No. 6362,

10. Informing the General Assembly about the Donations and Charity works made in 2022,

11. Determination of the upper limit of the donations to be made by the Company in the year 2023,

12. Granting the permissions to the Chairman and Members of the Board of Directors to perform the activities stated in the Articles 395 and 396 of the Turkish Commercial Code,

13. Wishes and requests.

OUR ADDITIONAL DISCLOSURES WITHIN THE SCOPE OF THE CMB REGULATIONS

The additional disclosures which are required to be made pursuant to the Communique No. II-17.1 of the Capital Market Board on “Corporate Governance” with respect to the agenda items are provided below in the respective agenda item and general disclosures are also submitted for the information of our shareholders in this section.

1. **Information on the total number of shares and voting right reflecting the partnership structure of the company as of the date of disclosure as well as the number of shares and votingright representing each privileged share group, if privileges shares are applicable, and the nature of such privileges:**

The authorized share capital of the company amounts to 635.000.000,00 TL and it is divided into 63.500.000.000 registered shares corresponding to the nominal value of 1 Kurush each.

The issues capital of the company amounts to 127.773.765,72 TL and it was fully paid up.

The current partnership structure of the company is presented below.

Partnership Structure of CarrefourSA

Trade name/full name of the partner	Share in the capital (TL)	Number of shares	Share in the capital (%)
Hacı Ömer Sabancı Holding A.Ş.	72.988.465,33	7.298.846.533	57,12
Carrefour Nederland B.V.	41.098.010,02	4.109.801.002	32,16
Other partners	13.687.290,37	1.368.729.037	10,72
TOTAL	**127.773.765,72**	**12.777.376.572**	**100,00**

According to clause 26 of the articles of association of CarrefourSA, the shareholders exercise their voting rights in the General Meeting in proportion to the total nominal values of their shares pursuant to article 434 of the Turkish Commercial Code. The articles of association of the company does not contain any privileged or cumulative voting rights.

2. **Information on the changes in the management and activities of the company and its subsidiaries that were made in the previous accounting period or planned to be made in the upcoming accounting periods with material impact on their partnership activities and the justifications of these changes:**

There is no management or activity change with material impact on the businesses of the company which were made in 2022 or planned to be made in the upcoming accounting periods.

3. **Information on the justifications for discharge and substitution of the Board Members if the agenda of the General Meeting includes the discharge, substitution or election of the Board Members; resumes, duties in the last ten years, reasons of quit, nature of the relationship with the company and its related parties and level of significance of the persons who have notified their nomination for Board Membership to the company and whether they are independent and on similar subject matters that might affect the businesses of the company in case that they are elected as the Board Members:**

   The appointment of SAKİNE ŞEBNEM ÖNDER in substitution for the resigning Board Member EMİNE DUYGU KIRCA was registered and announced under the 14.09.2022 dated and 2007 numbered Board Resolution and this appointment shall be submitted for the approval of the General Meeting.

4. **Information on the requests of the shareholders in the partnership that were notified to the Investor Relations Department in writing for the inclusion of items in the agenda and the rejected proposals in cases where the Board does not accept the agenda item proposals of the partners and the justification of such rejections:**

Not available.

5. **Information on the requests of the shareholders, the Capital Market Board and other public institutions and organizations for the inclusion of items in the agenda:**

   The shareholders, the Capital Market Board or other public authorities did not request the inclusion of additional items in the agenda for the Ordinary General Meeting in which the operations conducted in 2022 would be discussed.

6. **Former and new versions of the amendments on the articles of association along with the relevant Board Resolution in case of availability of an amendment for the articles of association in the agenda:**

   Not available.

EXPLANATIONS ABOUT THE AGENDA ITEMS OF THE ORDINARY GENERAL MEETING

Agenda Item 1 – Opening and formation of the Meeting Council

Within the frame of the provisions of the Turkish Commercial Code No. 6102 ("**TCC**") and of the Directive on the Principles and Procedures for General Meetings of Joint Stock Companies and the Attendance of the Representatives of the Ministry of Commerce in Such Meetings ("**Directive**") and according to clause 20 of the articles of association of the company, General Meetings are chaired by the Chairman of the Board. In the absence of the Chairman the Deputy Chairman of the Board assumesthis duty. In the absence of both, the person who will chair is elected among the shareholders with the majority of votes casted by the shareholders attending the general meeting. The chairman establishes the meeting chairmanship by designating the minutes clerk and a vote collector, if deemed necessary.

Agenda Item 2 – Reading and discussion of the 2022 Annual Activity Report of the Board of Directors

Information shall be provided about the Annual Report of the Board for 2022 which is submitted for the review of our partners at the registered office of the company, in the Electronic General Meeting portal of the CRA and in the website of the company at www.carrefoursa.com for twenty one days before the General Meeting pursuant to the Turkish Commercial Code, Capital Market Law No. 6362 and Directive as well as the respective regulations and contains the Report on Compliance with the Corporate Governance Principles and it shall be submitted for the information of our partners.

Agenda Item 3 – Reading of the Auditor Reports concerning the year 2022

The General Meeting shall be informed about the Auditor Reports which are submitted for the review of our partners at the registered office of the company, in the Electronic General Meeting portal of the CRA and in the website of the company at www.carrefoursa.com for twenty one days before the General Meeting and prepared by KPMG Bağımsız Denetim ve Serbest Muhasebeci Mali Müşavirlik A.Ş. which was elected to audit the activities of the company in 2022 pursuant to the provisions of the TCC and such reports shall be submitted for the review of our partners.

Agenda Item 4 - Reading, discussion and approval of the Financial Statements for the year 2022

Information shall be provided in the General Meeting about our financial statements for 2022 which are submitted for the review of our partners at the registered office of the company, in the Electronic General Meeting portal of the CRA and in the website of the company at www.carrefoursa.com for twenty one days before the General Meeting pursuant to the Turkish Commercial Code, Capital Market Law No. 6362 and Directive as well as the respective regulations for twenty one days before the General Meeting and the financial statements shall be submitted for the review and approval of our partners.

Agenda Item 5 - Submitting the elected members for the approval of the General Assembly to serve in the remaining time for the Board Memberships vacated during the period

The appointments made for the vacancy in the Board Membership position of our company due to resignation shall be submitted for the approval of the General Meeting.

(Annex-3 Resumes of the respective members)

Agenda Item 6 - Releasing the members of the Board of Directors for the activities in the year 2022

Discharge of our Board Members for their services in 2022 shall be submitted for the approval of the General Meeting within the frame of the Turkish Commercial Code, Directive, Internal Directive of General Meeting, Capital Market Law and the relevant regulations.

Agenda Item 7- Determination of the manner of use of the 2022 profit/loss

The fact that a profit distribution could not be made for the accounting period of 2022 within the scope of the profit distribution regulations of the CMB on the grounds of 186.832.405,00 TL "Net Loss of the Period" is shown in our financial statements for the accounting period of 01.01.2022 – 31.12.2022 which was prepared by our company according to the Communique of the Capital Market Board (CMB) on "Principles of Financial Reporting at the Capital Market" (II-14.1) and subjected to independent audit by KPMG Bağımsız Denetim ve Serbest Muhasebeci Mali Müşavirlik A.Ş. shall be submitted for the information and approval of the shareholders by the Board in the Ordinary General Meeting to be held on 24.03.2023. The profit distribution table of the company is presented in (**Annex-2**).

Agenda Item 8 - Determination of the salaries, attendance fees, bonus, premium and similar rights to be paid to the members of the Board of Directors

The monthly gross remuneration of the Board Members shall be designated by the General Meeting. Within this scope, payment of 60.000 TL (sixty thousand Turkish Lira) gross remuneration to each Independent Board Member per month by the end of their term of office shall be submitted for the approval of the General Meeting.

Agenda Item 9 - Appointment of the Auditor for auditing of the Company's financial statements and reports related to the year of 2023 in accordance with the Turkish Commercial Code no. 6102 and Capital Markets Law No. 6362

In compliance with the Turkish Commercial Code and the regulations of the Capital Market Board and in consideration of the recommendation of our Board and the Audit Committee, it was resolved to nominate KPMG Bağımsız Denetim ve Serbest Muhasebeci Mali Müşavirlik A.Ş. for election as the Auditor in the General Meeting to audit the financial statements and reports of our company in the period of 2023 in accordance with the principles set forth in the Turkish Commercial Code No. 6102 and the Capital Market Law No. 6362 and carry out other activities within the scope of the provisions of these laws and this election shall be submitted for the approval of the General Meeting.

Agenda Item 10 - Informing the General Assembly about the Donations and Charity works made in 2022

Pursuant to article 6 of the Communique Series: II, No: 19.1 of the Capital Market Board, the grants made throughout the year must be submitted for the approval of the partners in the General Meeting. 1.381.863,50 TL grant was made in 2022 to universities, educational institutions, foundations, associations of public benefit or such other persons and organizations as stated in paragraph (q) of clause 3 of our articles of association within the frame of the provisions of the Capital Market Regulation concerning grants.

(Annex-4 List of Grant Beneficiaries)

Agenda Item 11 - Determination of the upper limit of the donations to be made by the Company in the year 2023

The upper limit to be made in 2023 shall be designated by the General Meeting according to the 5^{th} paragraph of article 19 of the Capital Market Law No. 6362.

Agenda Item 12 - Granting the permissions to the Chairman and Members of the Board of Directors to perform the activities stated in the Articles 395 and 396 of the Turkish Commercial Code

Performance of a transaction by the Board Members of our company is possible only with the approval of the General Meeting within the frame of the first paragraph of article 395 of the Turkish Commercial Code titled "Prohibition of Transacting with the Company and Indebtedness to the Company" and article 396 of the same titled "Non-competition". Granting of such permission for fulfilling these regulations shall be submitted for the approval of our partners in the General Meeting.

Agenda Item 13- The meeting shall be completed with the wishes and requests.

ANNEXES:
Annex-1: Draft power of attorney
Annex-2: Profit distribution table
Annex-3: Resumes of the relevant members
Annex-4: List of grant beneficiaries

ANNEX-1

POWER OF ATTORNEY
For the attention of the Board of
CARREFOURSA CARREFOUR SABANCI TİCARET MERKEZİ ANONİM ŞİRKETİ

I hereby authorise and appoint as proxy___________________________________who is introduced below in detail to represent me, to vote, to submit proposals and to sign necessary documents on behalf of me at the Ordinary General Meeting of Carrefoursa Carrefour Sabancı Ticaret Merkezi A.Ş.scheduled to be held on 24/03/2023 at 13.30 at the address of Sabancı Center, Kule 2, 4. Levent, Beşiktaşİstanbul in accordance with the following:

Proxy's (*);
Full Name / Trade Name:
Turkish ID / Taxpayer ID No, Trade Registry Office and Registry No and Central Registry System No:
(*) Submission of equivalent information, if applicable, referred for Proxies with foreign nationality is mandatory.

A) SCOPE OF THE REPRESENTATION POWER
Scope of the representation power must be determined by choosing either (a), (b) or (c) for the following sections numbered 1 and 2.

1. Regarding the Issues in the Agenda of General Meeting:
   - **a)** Proxy shall be authorised to vote as per her/his own opinion.
   - **b)** Proxy shall be authorised to vote as per the proposals of the partnership.
   - **c)** Proxy shall be authorised to vote as per the instructions provided below.

Instructions:
In the event that the shareholder chooses option (c), instructions specific to the agenda items shall be given provided that one of the options given against the relevant agenda item of general meeting is checked (acceptance or refusal), or if refusal option is chosen, by specifying the dissenting opinion which is required to be written in moments of general meeting (if any).

No	Agenda Items	Acceptance	Rejection	Dissenting Note
1	Opening and formation of the Meeting Council,			
2	Reading and discussion of the 2022 Annual Activity Report of the Board of Directors,			
3	Reading of the Auditor Reports concerning the year 2022,			
4	Reading, discussion and approval of the Financial Statements for the year 2022,			
5	Submitting the elected members for the approval of the General Assembly to serve in the remaining time for the Board Memberships vacated during the period,			
6	Releasing the members of the Board of Directors for the activities in the year 2022,			
7	Determination of a method for the usage of the profit/loss in 2022,			
8	Determination of the salaries, attendance fees, bonus, premium and similar rights to be paid to the members of the Board of Directors,			
9	Appointment of the Auditor for auditing of the Company's financial statements and reports related to the year of 2023 in accordance with the Turkish Commercial Code no. 6102 and Capital Markets Law No. 6362,			
10	Informing the General Assembly about the Donations and Charity works made in 2022,			
11	Determination of the upper limit of the donations to be made by the Company in the year 2022,			
12	Granting the permissions to the Chairman and Members of the Board of Directors to perform the activities stated in the Articles 395 and 396 of the Turkish Commercial Code,			
13	Wishes and requests.			

2. Special instruction for other issues which may arise in the General Meeting and using minority rights in particular:

a) Proxy shall be authorised to vote as per her/his own opinion.
b) Proxy shall not be authorised to represent for these issues.
c) Proxy shall be authorised to vote as per the following special instructions.

SPECIAL INSTRUCTIONS: Special instructions from the shareholder to the proxy, if applicable, shall be specified here.

B) The shareholder defines which shares to be represented by the proxy by choosing one of the following options.
1. I certify that the proxy shall represent my shares which are specified below in detail.

a) Composition and series: *
b) Number/group:**
c) Quantity-nominal value:
ç) Availability of a privilege in voting:
d) Whether the shares are registered/bearer:*
e) Rate to the total shares/voting rights held by the shareholder:

* This information is not requested for the shares monitored on the basis of the records.
** For the shares monitored on the basis of the records, the information on the group, if applicable, shall be provided instead of the number.

2. I hereby certify that proxy shall represent all shares of mine in the list regarding the shareholders who may attend to the General Meeting organized by the CRA the day before the General Meeting.

FULL NAME or TRADE NAME OF THE SHAREHOLDER (*):
Turkish ID / Taxpayer ID No, Trade Registry Office and Registry No and Central Registry System No:
Address: ....

....

(*) Submission of equivalent information, if applicable, referred for Proxies with foreign nationality is mandatory.

SIGNATURE

ANNEX-2

PROFIT DISTRIBUTION TABLE OF CARREFOURSA CARREFOUR SABANCI TİCARET A.Ş. FOR 2022 (TL)			
PAID/ISSUED CAPITAL			127.773.766
2. General legal reserve (based on the legal records)			19.007.069
If there is a privilege in profit distribution under the articles of association, information on such privilege			**Not available**
		Based on the CMB	**Based on the legal records**
3.	**Profit of the period**	-209.986.876	95.065.094
4.	**Taxes (-)**	-23.154.471	
5.	**Net profit of the period**	-186.832.405	95.065.094
6.	**Retained losses (-)**		
7.	**General legal reserve (-)**		
8.	**NET DISTRIBUTABLE PROFIT OF THE PERIOD**		
9.	Grants made during the year (+)	1.381.864	1.381.864
10.	**Net distributable profit of the period inclusive of the grants**		
11.	**First dividend to the partners**		
	-Cash		
	-Free		
	-Total		
12.	Dividend distributed to the holders of privileged share certificates		
13.	**Other dividend subjected to distribution D**		
	- To Board Members,		
	- To employees,		
	- To other persons than the shareholders		
14.	Dividend distributed to the holders of redeemed shares		
15.	Second dividend to the partners		
16.	General legal reserve		
17.	Status reserves		
18.	Special reserves		
19.	**EXTRAORDINARY RESERVE**		
20.	**Other resources anticipated to be distributed**		
	- Retained profits		
	- Extraordinary reserves		
	- Other distributable reserves pursuant to the law and articles of association		

ANNEX-3

Şebnem Önder graduated from the Faculty of Law in Ankara University in 1994.

She started her career in 1994 as a Legal Adviser in White&Case LLP (Turkey). She maintained her duty in New York where the registered office of the company located between the years of 1999-2000. Then, she acted as a Partner in the Turkish division of the same company from 2000 to 2014. She started to work as a Legal Director in British American Tobacco (Turkey & North Africa) in 2014. Şebnem Önder worked as the Head of the Compliance Department for the European Region in British American Tobacco (Europe) as from 2018. She was appointed as the Board Member of CarrefourSA on 14.09.2022 and she has been maintaining this office since then.

ANNEX-4

Sum of Tutar(UPB)		
Classification	**Entity**	**Grand Total**
Municipality Donation	ALANYA & ADANA ÇUKUROVA BELEDİYESİ	40.000,00
	ATAŞEHİR BELEDİYESİ	350.000,00
	AYDIN KUŞADASI BELEDİYESİ	30.000,00
	BOLU BELEDİYESİ SOSYAL SORUMLULUK DESTEĞİ	4.000,00
	GEYİKLİ BELEDİYESİ	5.000,00
	KADIKÖY-BEŞİKTAŞ-ÇEKMEKÖY-MERSİN-TARSUS BELEDİYESİ	180.000,00
	KEMER BELEDİYESİ	100.067,50
	ANTALYA KEMER MAĞAZASI ÖĞRENCİ KIRTASİYE	234.000,00
	ŞİŞLİ BELEDİYESİ	7.000,00
Municipality Donation Total		**950.067,50**
Donation to Association and Foundation	YENİDEN BİZ DERNEĞİ	25.000,00
	CEVİZ ÜRETİCİLERİ	35.000,00
	TÜRK EĞİTİM VAKFI	10.750,00
	DARÜŞŞAFAKA CEMİYETİ	27.374,00
	FENERBAHÇE SANCAKTEPE FUTBOL OKULU	5.000,00
	GELECEĞE NEFES AĞAÇLANDIRMA PROJESİ	18.000,00
	GIDA KURTARMA DERNEĞİ	75.872,00
	HAYKONFED	17.334,00
	İTÜ ÇEVRE MÜHENDİSLİĞİ KULÜBÜ	10.000,00
	TOHUM TÜRKİYE OTİZM MERKEZ TANI.	12.466,00
	UNICEF MİLLİ KOMİTE	80.000,00
	YALIKAVAK SPOR KULÜBÜ	100.000,00
	YÖRESEL ÜRÜNLER ARAŞTIRMA DERNEĞİ	15.000,00
Donation to Association and Foundation Total		**431.796,00**
Grand Total		**1.381.863,50**