

MINUTES OF EXTRAORDINARY GENERAL ASSEMBLY MEETING OF BİM BİRLEŞİK MAĞAZALAR ANONİM ŞİRKETİ AS HELD ON 30.06.2025

The Extraordinary General Assembly of BİM Birleşik Mağazalar Anonim Şirketi has been held on 30 June 2025, at 10:00 at its head office at Abdurrahmangazi Mahallesi Ebubekir Caddesi No.73 Sancaktepe İstanbul, under the supervision of Ayten GÜNEŞ, the observer of the Ministry who has been authorized with the letter No. 110757774 of 27/06/2025 issued by the İstanbul Provincial Directorate of Trade.

The meeting invitation prescribed under the applicable law and the Articles of Association and so as to include the agenda has been published in due course of time in the Turkish Trade Registry Gazette No. 11344 of 03/06/2025, the website of our Company (www.bim.com.tr), and in the Electronic General Assembly System in which the date and agenda of the meeting have been duly notified.

Upon review of the list of attendants, it has been verified that the total share capital of the company being TL 600,000,000 corresponding to 600,000,000 shares has been represented at the meeting including 9,186,715 shares corresponding to TL 9,186,715 principally and 469,670,760 shares corresponding to TL 469,670,760 by proxy and totally 478,857,475 shares were represented. Thus, constituting the required quorum as prescribed in the applicable law and its Articles of Association. Then, the meeting was opened physically and electronically by the Company's Chief Executive Officer Haluk DORTLUOĞLU who provided information about the voting method, after which the items of the agenda have been negotiated as follows.

- 1. It was resolved** by majority vote, with 478,857,274 votes in favor and 201 votes against, as a result of the voting conducted physically and electronically to elect Haluk DORTLUOĞLU as the meeting chairman, Fatih MERİÇ as the meeting secretary and Galip AYKAÇ as the vote counter and to authorize the Meeting Chairmanship to sign the minutes of the Extraordinary General Assembly Meeting.
- 2.** The shareholders were informed about the Right to Examine, the Partial Demerger Report, the Partial Demerger Agreement, the Certified Public Accountant Report, and the financial reports within the scope of the Turkish Commercial Code No. 6102 ("TCC"), and will be notified that no right of separation has arisen pursuant to the Capital Markets Board's Communiqué No. II-23.3 on "Common Principles Regarding Material Transactions and the Right of Separation."

As this agenda item was for informational purposes only, no voting took place.

- 3. It was resolved** by unanimous vote, with 478,857,475 votes in favor and 0 votes against, following physical and electronic voting, to approve the Partial Demerger Agreement, the Joint Partial Demerger Report, and the Certified Public Accountant's Report, which were prepared in accordance with Articles 159–179 of the TCC, the Capital Markets Board's Communiqué No. II-23.2 on Mergers and Demergers, the Trade Registry Regulation, and other applicable legislation, and which provide for the transfer of the "FİLE Market İşletmesi" to FİLE Market Mağazacılık A.Ş. through a partial demerger under the subsidiary model.

4. **It was resolved** by unanimous vote, with 478,857,475 votes in favor and 0 votes against, following physical and electronic voting, to approve the transfer of the “FİLE Market İşletmesi,” registered in our Company’s assets, to FİLE Market Mağazacılık A.Ş., registered with the Istanbul Trade Registry Office under the registration number 1074994, as a result of the aforementioned partial demerger.
5. **It was resolved** by unanimous vote, with 478,857,475 votes in favor and 0 votes against, following physical and electronic voting, to approve the issuance of 564,206,465 new shares, each with a nominal value of 0.01 TL, totaling a nominal value of 5,642,064.65 TL, to be granted to our Company in exchange for the transfer of the FİLE Market İşletmesi as a result of the aforementioned partial demerger, through a capital increase to be carried out in FİLE Market Mağazacılık A.Ş.
6. **It was resolved** by unanimous vote, with 478,857,475 votes in favor and 0 votes against, following physical and electronic voting, to approve that no capital decrease is required on the part of our Company due to the fact that the shares to be issued by FİLE Market Mağazacılık A.Ş. will be given to our Company as a result of the aforementioned partial demerger.
7. After the well-wishes, questions were taken. Well-wishes from the participants were received, and the questions related to operations were answered by the meeting chairman. As there were no more items of the agenda to be discussed, the meeting ended and the meeting minute was signed by the meeting chairman in the presence of the Ministerial Representative. 30/06/2025

Haluk DORTLUOĞLU
MEETING CHAIRMAN

Fatih MERİÇ
MEETING SECRETARY

Galip AYKAÇ
VOTING OFFICER

Ayten GÜNEŞ
MINISTERIAL REPRESENTATIVE