

## **ANNEX: Board of Directors' Proposal on Dividend Distribution**

The Board of Directors of the Company has resolved to propose the distribution of a gross cash dividend of TRY **8,800,000,000-** to our shareholders within the framework of the Board resolution and as detailed below:

- 1- It has been determined that the profit of our Company arising from its activities conducted between January 1, 2025 and December 31, 2025 amounts to TRY 31,002,847,937-, according to the consolidated financial statements prepared in accordance with the provisions of the Capital Markets Board's Communiqué No. II-14.1 on the "Communiqué Regarding the Financial Reporting in Capital Markets", and audited independently.
- 2- It has been determined that TRY 17,604,006,520- of the profit after tax, as reflected in the consolidated financial statements, constitutes the basis for dividend distribution in accordance with the "Capital Markets Board Dividend Guide" published on 27 January 2014.
- 3- As our Company has already reached the ceiling for the first legal reserve as set forth under the Turkish Commercial Code, no allocation shall be made for the first legal reserve.
- 4- It has been determined that TRY 17,604,006,520- which forms the basis for dividend distribution according to the consolidated financial statements, constitutes the distributable profit for the fiscal year 2025, and that upon the addition of donations amounting to TRY 920,921,225- made during the year, the first dividend base shall be determined as TRY 18,524,927,745-.
- 5- Within the framework of the principles set forth in the Capital Markets Board's Communiqué No. II-19.1 on Dividends, and in accordance with the provisions of our Company's Articles of Association; TRY 3,704,988,652-, corresponding to 20% of TRY 18,524,943,260-, which is taken as the first dividend base, shall be distributed as the first cash dividend, TRY 5,095,011,348- shall be distributed to shareholders as the second cash dividend, and a secondary legal reserve amounting to TRY 869,000,000- shall be allocated from the remaining portion of the net distributable profit for the period.
  - a. Of the total cash dividend of TRY 8,800,000,000- to be distributed, TRY 8,011,000,000- shall be paid from retained earnings in the statutory records and TRY 789,000,000- from distributable legal reserves.
  - b. It has been resolved that withholding tax shall be applied to the entire amount of TRY 8,800,000,000- to be distributed in cash at the time of distribution.
- 6- Accordingly, it is proposed that a total gross cash dividend of TRY 8,800,000,000- be distributed to our shareholders, corresponding to TRY 4.00000000- gross per share with a nominal value of TRY 1 (one Turkish lira).
- 7- As a result of the cash distribution, the remaining distributable profit from the 2025 period profit amounting to TRY 7,935,006,520-:
  - a. shall be retained within the Company as retained earnings, and
  - b. in the event that this amount, retained as retained earnings for 2025, becomes subject to future distribution, withholding tax shall be applied at the time of such distribution.

**TURKCELL İLETİŞİM HİZMETLERİ A.Ş. 2025 DIVIDEND DISTRIBUTION TABLE (TRY)**

1) Paid-in Capital	2,200,000,000
2) General Legal Reserves (Pursuant to Statutory Records)	1,889,000,000
Information regarding the privilege in dividend distribution, if any, granted pursuant to the Articles of Association	-

DISTRIBUTION OF THE PROFIT FOR THE PERIOD	According to CMB	According to Statutory Records (SR)
3) Profit for the period	31,002,847,937	31,002,830,177
4) Taxes payable (-)	13,398,841,417	7,481,411,103
5) Net Profit for the period (=) (3-4)	17,604,006,520 (3-4)	23,521,419,073
6) Losses in previous years (-)		
7) Primary Legal Reserves (-) ((5YK-6YK)*0.05)		
8) NET DISTRIBUTABLE PROFIT FOR THE PERIOD (=) (5-6-7)	17,604,006,520 (5-6-7)	23,521,419,073
9) Donations made during the year	920,921,225	
10) Net distributable profit including donations (8+9)	18,524,927,745	
11) First Dividend to Shareholders	3,704,985,549	
a -Cash (10 <sup>th</sup> the minimum rate determined by the CMB)	3,704,985,549	
b -Bonus Share		
-Total	3,704,985,549	
12) Dividend distributed to privileged shareholders		
Amount of the dividend for privileged shareholders in accordance with the articles of Association		
13) Other Dividends (paid to Board Members, employees, etc.)		
14) Dividend paid to Redeemed Share Owners		
15) Secondary Dividend	5,095,014,451	
16) Secondary Legal Reserves ((11+12+13+14+15)-(1*0.05))/10	869,000,000	
17) Statutory Reserves		
18) Special Reserves		
19) EXTRA ORDINARY RESERVES (8-(11a+12+13+14+16+17+18))	7,935,006,520	
20) Other Distributable Sources		8,800,000,000
-Retained earnings		8,011,000,000
-Extra Ordinary Reserves		
-Other Distributable Reserves in accordance with legislation and Articles of Association		789,000,000

<b>INFORMATION ON DIVIDEND PAY OUT RATIO</b>				
<b>INFORMATION ON DIVIDEND PER SHARE</b>				
	<b>Group</b>	<b>TOTAL DIVIDEND AMOUNT (TRY)</b>	<b>DIVIDEND FOR A SHARE WITH A NOMINAL VALUE OF 1 TL</b>	
			<b>AMOUNT (TRY)</b>	<b>RATIO (%)</b>
<b>GROSS</b>	<b>A</b>	1,320,000,000	4.0000000	400.00
	<b>B</b>	7,480,000,000	4.0000000	400.00
	<b>TOTAL</b>	8,800,000,000	4.0000000	400.00
Withholding tax will be applied on distributed gross dividend in accordance with applicable tax regulations on the distribution date.				
<b>NET</b>	<b>A</b>	1,122,000,000	3.4000000	340.00
	<b>B</b>	6,358,000,000	3.4000000	340.00
	<b>TOTAL</b>	7,480,000,000	3.4000000	340.00
Withholding tax will be applied on distributed gross dividend in accordance with applicable tax regulations on the distribution date.				
<b>RATIO OF GROSS DIVIDEND DISTRIBUTION TO THE NET DISTRIBUTABLE PROFIT</b>				
<b>TOTAL GROSS DIVIDEND DISTRIBUTION AMOUNT (TRY)</b>	<b>TOTAL GROSS DIVIDEND DISTRIBUTION/NET DISTRIBUTABLE PROFIT (%)</b>			
8,800,000,000	50.0			