

INFORMATION DOCUMENT
FOR THE ORDINARY GENERAL ASSEMBLY MEETING OF
ATP YAZILIM VE TEKNOLOJİ ANONİM ŞİRKETİ
REGARDING THE 2025 FISCAL YEAR TO BE HELD ON
05/05/2026

The Ordinary General Assembly Meeting of our Company regarding the 2025 fiscal year activities will be held on May 5, 2026, at 14:00, at the address: Reşitpaşa Mah. Katar Cad. Arı Teknokent 2 Building, Block A, No: 4/1, Interior Door No: 801, Sarıyer/İstanbul, in order to discuss and resolve the agenda items listed below.

2025 TSRS Compliant Integrated Annual Report and the accompanying Corporate Governance Principles Compliance Report and Sustainability Principles Compliance Report, Financial Statements, Independent Audit Report, Board of Directors' proposal for dividend distribution, Information Document containing the agenda items, explanations required for compliance with the Capital Markets Board regulations and the 2024 TSRS Compliant Sustainability Report will be made available for shareholders' review at the Company headquarters, on the Company's corporate website at www.atptech.com, on the Public Disclosure Platform and on the Electronic General Meeting System of the Merkezi Kayıt Kuruluşu (MKK) within the legal period of three weeks prior to the meeting.

Pursuant to Article 1527 of the Turkish Commercial Code No. 6102, our shareholders will be able to attend the General Assembly in person or participate and vote electronically.

The "Shareholders List" regarding the right holders and their representatives attending the meeting is taken from the Electronic General Meeting System before the meeting starts. The "List of Shareholders" is used for the formation of the list of attendees. The control of whether the persons who physically come to the meeting hall to attend the Ordinary General Assembly Meeting are shareholders or their representatives will be made through the aforementioned list.

Electronic participation in the meeting is only possible if the shareholders or their representatives have an Electronic Signature Certificate. For this reason, shareholders who will make Electronic General Meeting System transactions must first have an Electronic Signature Certificate. Shareholders or their representatives who do not have secure electronic signatures will not be able to participate in the General Assembly meeting electronically via e-GKS.

Our shareholders or their representatives who wish to attend the meeting electronically are required to fulfill their obligations in accordance with the provisions of the "Regulation on General Assembly Meetings of Joint Stock Companies to be held electronically" published in the Official Gazette dated 28.08.2012 and numbered 28395 and the "Communiqué on the Electronic General Meeting System to be implemented in the General Assembly Meetings of Joint Stock Companies" published in the Official Gazette dated 29.08.2012 and numbered 28396.

Our shareholders who will not be able to attend the meeting in person, provided that the rights and obligations of the shareholders who will participate electronically through the Electronic General Meeting System are reserved, should prepare their power of attorney in accordance with the attached sample (**ANNEX-1: Power of Attorney Sample**) or submit the Power of Attorney Sample to Dikilitaş Mah. Emirhan Cad. No.109 Beşiktaş, İstanbul or our Company's website at www.atptech.com and fulfill the requirements stipulated in the Capital Markets Board's Communiqué Serial: II, No: 30.1 numbered "Communiqué on Voting by Proxy and Proxy Solicitation by Call" ("**Communiqué**") published in the Official Gazette dated 24.12.2013 and numbered 28861. Powers of Attorney that do not comply with the sample power of attorney required by the Communiqué and available on our website and that have not been notarized will not be accepted due to our legal liability. Provided that it complies with the principles set forth in the Communiqué, in case of appointment of a proxy from the Electronic General Meeting System (E-GKS) within the framework of the regulations of the Merkezi Kayıt Kuruluşu (MKK), the attached power of attorney is not required to be used. Shareholders with voting rights may appoint a proxy through e-GKS or by having the signature on the power of attorney form issued physically approved or by attaching the signature statement issued in the presence of a notary public to the signed power of attorney form.

Our shareholders who will participate in the General Assembly electronically through the Electronic General Meeting System can obtain information about the procedures and principles regarding participation, appointment of proxies, making proposals, expressing opinions and voting from the website of the Merkezi Kayıt Kuruluşu (MKK) at <https://egk.mkk.com.tr>.

Pursuant to Article 415, Paragraph 4 of the Turkish Commercial Code (TCC) No. 6102 and Article 30, Paragraph 1 of the Capital Markets Law, the right to attend and vote at the general assembly cannot be conditioned on the

deposit of share certificates. Therefore, there is no need for our shareholders who will attend the General Assembly to have their shares blocked at the Merkezi Kayıt Kuruluşu (MKK).

However, our shareholders who do not want their identities and the information regarding the shares in their accounts to be notified to our Company and therefore such information cannot be seen by our Company, should apply to the intermediary institutions where their accounts are held and ensure that the “restriction” preventing the notification of their identities and the information regarding the shares in their accounts to our Company is removed at the latest one day before the date of the Ordinary General Assembly Meeting, if they wish to participate in the General Assembly Meeting. Our shareholders who do not ensure the removal of the restriction will not be able to participate in the Ordinary General Assembly Meeting of our Company.

Since the Ordinary General Assembly Meeting will be held electronically, our esteemed shareholders are kindly requested to be present at the meeting place before the meeting time in order for the meeting to start on time.

Pursuant to the Law No. 6698 on the Protection of Personal Data, detailed information regarding the processing of your personal data by our Company can be found in the Disclosure Text shared with the public at www.atptech.com.

The Ordinary General Assembly Meeting will be held in accordance with the Internal Directive on the Working Principles and Procedures of the General Assembly of our Company, and the explanations regarding the meeting agenda are given below.

It is kindly submitted for the information of the shareholders.

ATP YAZILIM VE TEKNOLOJİ ANONİM ŞİRKETİ
BOARD OF DIRECTORS

IN ACCORDANCE WITH CAPITAL MARKETS BOARD REGULATIONS
ADDITIONAL DISCLOSURES

The additional disclosures required under the Capital Markets Board’s (CMB) “Corporate Governance Communiqué” (II-17.1) that pertain to the agenda item have been provided in the following section, while our general disclosures are presented in this section for your information.

1. Information Regarding the Total Number of Shares and Voting Rights Reflecting the Company’s Shareholding Structure, the Number of Shares and Voting Rights Representing Each Class of Preferred Shares (if any) in the Company’s Capital, and the Nature of Such Preferences:

The Company’s issued capital is 93,750,000 TL within a registered capital ceiling of 450,000,000 TL. The issued capital is divided into 93,750,000 shares, each with a par value of 1 TL.

The 93,750,000 TL issued capital is divided into a total of 93,750,000 shares, consisting of 10,000,000 Class A shares, each with a par value of 1 TL and 83,750,000 Class B shares, for a total of 93,750,000 shares. Class A shares are entitled to the privileges specified in the Articles of Association, while no privileges are granted to Class B shares.

Pursuant to Article 10. of the Company’s Articles of Association titled “Board of Directors,” half of the members of the Company’s Board of Directors shall be elected from among the candidates nominated by Group A shareholders in accordance with the quorums specified in the Turkish Commercial Code (TCC) and the Capital Markets Board Regulations (CMB).

In addition, pursuant to Article 16 of the Company’s Articles of Association titled “General Assembly”; at General Assembly sessions, each shareholder present or their proxy shall have the right to cast 5 votes for each Class A share and 1 vote for each Class B share.

Taking into account the preferred shares, the voting rights of our shareholders are presented in the table below for your information:

Shareholder	Group	Share Value (TL)	Share Ratio (%)	Voting Rights	Voting Rights Percentage (%)
Ata Holding*	A	10,000,000	10.67	50,000,000	37.38
Ata Holding*	B	63,455,000	67.69	63,455,000	47.44
Other	B	1,485,000	1.58	1,485,000	1.12
Publicly Traded	B	18,810,000	20.06	18,810,000	14.06
TOTAL		93,750,000	100.00	133,750,000	100.00

**Ata Holding shares are owned by members of the Kurdoğlu family.*

2. Information Regarding Changes in Management and Operations of Our Company and Its Subsidiary That Have Occurred in the Previous Fiscal Period or Are Planned for Future Fiscal Periods and That Will Significantly Affect Company Operations, and the Reasons for Such Changes:

There have been no changes in the management or operations of the Company and its subsidiary during the past fiscal year or planned for the upcoming fiscal year that would materially affect the Company's activities.

The material disclosures made by our Company in accordance with the relevant legislation can be accessed at <http://www.kap.gov.tr/>.

3. If the Agenda of the General Assembly Includes the Dismissal, Replacement, or Election of Board of Directors Members; Reasons for Dismissal and Replacement, and the Resumes of Individuals Whose Candidacy for Board Membership Has Been Communicated to the Company; Positions Held Over the Past Ten Years and Reasons for Departure, the Nature and Significance of Their Relationship with the Company and Its Related Parties, Whether They Possess the Qualification of Independence, and Information Regarding Similar Matters That Could Affect the Company's Operations If These Individuals Are Elected as Board Members:

The removal or replacement of current Board of Directors members is not on the agenda of the General Assembly; rather, it is planned to increase the number of Board members from 5 to 6. The terms of the existing 5 (five) Members of the Board of Directors will remain unchanged.

The term of the 6th member planned to be elected as part of the increase in the number of Board members, will be the same as the remaining term of the current members of the Board of Directors.

The candidate proposed to be elected for the Board of Directors in this context will be submitted for approval by our shareholders at the 2025 General Assembly, and their resume is included in **Annex 3**.

4. Requests submitted in writing to the Investor Relations Department by shareholders regarding the inclusion of items on the agenda, along with the reasons for rejection in cases where the Board of Directors did not accept the shareholders' agenda proposals:

There are no written requests submitted to the Investor Relations Department by shareholders regarding the inclusion of items on the agenda of the ordinary General Assembly.

5. If an amendment to the Articles of Association is included on the agenda, the relevant Board of Directors' resolution, along with the old and new versions of the amendments:

The agenda for the annual general assembly for the 2025 fiscal year does not include an item regarding amendments to the articles of association.

ATP YAZILIM VE TEKNOLOJİ ANONİM ŞİRKETİ
AGENDA FOR THE ORDINARY GENERAL ASSEMBLY HELD ON 05/05/2026
REGARDING THE 2025 FISCAL YEAR:

1- Opening and formation of the Meeting Council,

In accordance with the Turkish Commercial Code No. 6102 (TCC), the Regulation on the Procedures and Principles of General Assembly Meetings of Joint-Stock Companies and the Ministry Representatives to Be Present at Such Meetings (“**Regulation**”), and the General Assembly Internal Bylaws, the Chairperson who will preside over the General Assembly meeting is elected. The Chairperson of the Meeting shall appoint a Ballot Counter and a Minutes Secretary in accordance with the Internal Directive of the General Assembly.

2- Reading, discussing and submission for approval of the Integrated Annual Report for the 2025 fiscal year, which includes the TSRS Compliant Sustainability Report,

In accordance with the provisions of the Turkish Commercial Code, the relevant regulations, and the Capital Markets Law, at least three weeks prior to the date of the General Assembly, at our Company’s headquarters, on the Merkezi Kayıt Kuruluşu’s MKK’s Electronic General Meeting System (e-GKS) and on our Company’s corporate website at www.atptech.com, information regarding the Integrated Annual Report for the 2025 fiscal year, which includes the TSRS Compliant Sustainability Report, will be presented for the shareholders’ review and approval.

3- Reading and discussion of the Independent Audit Report for the 2025 fiscal year,

In accordance with the provisions of the Turkish Commercial Code, the relevant regulations, and the Capital Markets Law, information regarding the Independent Audit Report—which was made available for review by our shareholders at least three weeks prior to the General Assembly date at our Company’s headquarters, on the MKK’s Electronic General Meeting System (e-GKS), and on our Company’s corporate website at www.atptech.com—will be presented to the General Assembly.

4- Reading, discussion and approval of the financial statements for the 2025 fiscal year,

In accordance with the relevant provisions of the Capital Markets Board (SPK), the Turkish Commercial Code (TTK), and the applicable regulations, the financial statements—which were made available for review by our shareholders at least three weeks prior to the General Assembly date at our Company’s headquarters, on the MKK’s Electronic General Meeting System (e-GKS), and on our website at www.atptech.com—will be presented to our shareholders at the General Assembly for their consideration and approval.

5- Reading, discussion, and approval of the TSRS Compliant Sustainability Report for the 2024 fiscal year,

In accordance with the Turkish Commercial Code, the relevant regulations, the Public Oversight, Accounting, and Auditing Standards Authority (“KGK”), and the Capital Markets Law, at least three weeks prior to the date of the General Assembly, at our Company’s headquarters, on the MKK’s Electronic General Meeting System (e-GKS), and on our Company’s corporate website at www.atptech.com, the 2024 TSRS Compliant Sustainability Report, which has been made available for review by our shareholders, will be presented to the General Assembly for discussion and approval by our shareholders.

6- Discussion and resolution of the Board of Directors' proposal for dividend distribution for the 2025 accounting period,

In accordance with the relevant provisions of the Capital Markets Board (SPK), the Turkish Commercial Code (TTK), and the applicable regulations, three weeks prior to the General Assembly, on the MKK’s Electronic General Meeting System (e-GKS), and on our website at www.atptech.com, the 2025 Board of Directors’ Dividend Distribution Proposal and Dividend Distribution Table, which have been made available for review by our shareholders, will be submitted to the General Assembly for approval as (ANNEX-1).

7- Discharge of the Members of the Board of Directors for their activities for the 2025 fiscal period,

In accordance with the provisions of the Turkish Commercial Code (TTK) and the relevant regulations, the matter of discharging all Board of Directors members who served during the 2025 fiscal year from liability for the Company's 2025 activities will be submitted to the General Assembly for approval.

8- To discuss and decide on increasing the number of Board of Directors members from 5 to 6, ensuring that the terms of the current 5 members continue unchanged, and electing the 6th member for the same term,

The candidate for the Board of Directors will be submitted to the shareholders for approval at the 2025 Annual General Assembly. The candidate is proposed for election as part of the increase in the number of Board members from 5 to 6.

If the election is approved, the term of office of the newly elected Board member will be the same as the remaining terms of the other Board members currently in office.

9- Informing the shareholders about the “Remuneration Policy” regarding the principles of remuneration of the Members of the Board of Directors and Executives with Administrative Responsibility in accordance with the Capital Markets Board regulations,

In accordance with Corporate Governance Principle No. 4.6.2 of the CMB's “Corporate Governance Communiqué” No. II-17.1, the remuneration principles for Board of Directors members and senior executives have been formalized by our Company as the “Remuneration Policy,” and this will be presented to shareholders as a separate agenda item at the General Assembly, thereby providing shareholders with the opportunity to express their views on the matter. The “Remuneration Policy” prepared for this purpose is included in ANNEX-2.

10- Determination of the remuneration and attendance fees of the Board Members and Independent Board Members,

The remuneration of the Company's Board Members and Independent Board Members will be determined and submitted to the approval of the General Assembly.

11- Submission for approval of the selection of the independent audit firm for the 2026 fiscal year as proposed by the Board of Directors, in accordance with the regulations of the Turkish Commercial Code, the Capital Markets Board, and the Public Oversight, Accounting and Auditing Standards Authority.

In accordance with the regulations of the Turkish Commercial Code (TTK), the Capital Markets Board (CMB), and the Public Oversight, Accounting, and Auditing Standards Authority (KGK), and following the opinion of the Audit Committee, the Board of Directors, at its meeting on 09/04/2026, resolved to appoint ‘Gürel Yeminli Mali Müşavirlik ve Bağımsız Denetim Hizmetleri A.Ş.’ to conduct the audit of the Company's financial statements for the 2026 fiscal year, including the assurance audit of the 2026 sustainability report prepared in accordance with the Turkey Sustainability Reporting Standards published by the Public Oversight, Accounting, and Auditing Standards Authority, as well as the assurance of other selected sustainability-related information and the performance of other activities within the scope of the relevant regulations. This appointment will be submitted to the General Assembly for approval.

12- Informing the General Assembly about the donations and aid made by the Company in 2025 within the framework of the Capital Markets Board regulations and determining the upper limit for donations to be made in 2026,

In accordance with CMB regulations, information will be provided regarding the donations and contributions made by our Company in 2025, and an upper limit will be set for donations to be made in 2026.

13- In accordance with the regulations of the Capital Markets Board, informing the shareholders about the guarantees, pledges, mortgages and sureties given by the Company in favor of third parties in 2025 and the income or benefits derived therefrom,

Pursuant to Article 12 of the Corporate Governance Communiqué No. II-17.1 issued by the Capital Markets Board (SPK), guarantees, pledges, mortgages, and sureties provided by our Company and/or its subsidiaries in favor of third parties, as well as any income or benefits derived therefrom, must be included as a separate item on the agenda of the Ordinary General Assembly; information regarding this matter will be provided to the General Assembly. The aforementioned information is included in Note 22 of the 2025 Independent Audit Report.

14- Informing the General Assembly about the transactions with “Related Parties” within the scope of Related Party Transactions regulated in the third section of the Capital Markets Board Corporate Governance Communiqué (II-17.1),

Information regarding related-party transactions that took place during the 2025 fiscal year, as detailed in Note 38 of the 2025 Independent Audit Report under the heading “Related-Party Disclosures,” will be provided to the General Assembly.

15- Informing the shareholders about the transactions within the scope of the Corporate Governance Principle numbered 1.3.6 annexed to the Capital Markets Board Corporate Governance Communiqué (II-17.1),

Pursuant to Article 1.3.6 of the Capital Markets Board’s (SPK) mandatory “Corporate Governance Communiqué” No. II-17.1, shareholders exercising management control, members of the Board of Directors, managers with administrative responsibilities, and their spouses and relatives up to the second degree of consanguinity or affinity, engage in a significant transaction that could give rise to a conflict of interest with the company or its subsidiaries, and/or perform a commercial transaction falling within the scope of the company’s or its subsidiaries’ business operations on their own behalf or on behalf of another party, or join another company engaged in the same type of commercial activities as a partner with unlimited liability; such transactions shall be included as a separate agenda item on the General Assembly agenda, with detailed information provided to the General Assembly, and recorded in the minutes of the General Assembly.

In accordance with this regulation, information will be provided to the General Assembly under the Corporate Governance Principle outlined above in the Corporate Governance Communiqué.

16- Authorization of the members of the Board of Directors to carry out the transactions stipulated in Articles 395 and 396 of the Turkish Commercial Code,

Our Board of Directors members may only conduct transactions within the framework of Article 395, Paragraph 1 of the Turkish Commercial Code, titled “Prohibition on Transactions with the Company and Borrowing from the Company,” and Article 396, titled “Prohibition on Competition,” with the approval of the General Assembly. To comply with these regulations, the granting of such authorization to the members of the Board of Directors will be submitted to our shareholders for approval at the General Assembly.

17- Providing shareholders with information regarding the ongoing share buyback program,

At our Company’s Annual General Assembly held on December 2, 2024, regarding the 2023 fiscal year, the Share Buyback Program, prepared in accordance with applicable regulations, was approved, and the Board of Directors was granted the authority to repurchase shares.

In this context, shareholders will be informed regarding the share buybacks conducted by the Company.

18- Wishes, remarks and closing.

Shareholders who wish to speak during the wishes and remarks segment will be heard, after which the meeting will be adjourned.

ANNEX-1 2025 DIVIDEND DISTRIBUTION PROPOSAL AND DIVIDEND DISTRIBUTION TABLE

Profit Distribution Proposal:

At the meeting of our Board of Directors held on April 09, 2026; regarding the Company's fiscal period from January 1, 2025, to December 31, 2025, in accordance with the Capital Markets Board's ("CMB") "Communication on Principles Regarding Financial Reporting in the Capital Markets" No. II-14.1, and which have undergone independent audit, the net distributable profit for the period, including donations, was determined to be 2,053,889,126 TL, and 505,562,960 TL according to the statutory financial statements prepared in accordance with the provisions of the Tax Procedure Law ("TPL").

Regarding the distribution of the 2025 profit; in accordance with the Capital Markets Board's regulations on profit distribution, Article 22 of our Articles of Association, and the principles outlined in our Profit Distribution Policy, it was deemed appropriate to distribute profits as specified below, and it was decided to submit the profit distribution proposal to our shareholders for approval at the 2025 Annual General Assembly.

In this context;

- 1) Since the existing general legal reserve recorded in the statutory books has exceeded 20% of the share capital, no first-tier general legal reserve, corresponding to 5% of the 2025 net profit pursuant to Article 519 of the Turkish Commercial Code, shall be set aside for 2025. From the portion resolved to be distributed as profit, after deducting a profit share equal to 5% of the share capital, 10% of the remaining amount shall be set aside as the general legal reserve (second-tier reserve) pursuant to the second paragraph of Article 519 of the Turkish Commercial Code.
- 2) Distribution of a gross cash dividend of 93,750,000 TL, corresponding to 100% of the Company's issued capital and 4.57% of the net distributable profit for the fiscal period from January 1, 2025, to December 31, 2025,
- 3) Payment of a gross dividend of 100% in cash per share with a nominal value of 1 TL, and payment of the net dividend amount to our fully tax-liable individual shareholders and partially tax-liable individual and corporate shareholders after deducting the withholding tax rates specified in tax laws,
- 4) The dividend distribution to be made on June 10, 2026,
- 5) It has been decided to present the dividend distribution proposal, which includes the recording of the remaining 402,906,710 TL after the dividend distribution in the accounting records using the "extraordinary reserves" account, in accordance with the provisions of the Tax Procedure Code ("TPL"),

It has been decided to submit the dividend distribution proposal, which includes these matters, to our shareholders for approval at the 2025 Annual General Assembly.

ANNEX-1 2025 DIVIDEND DISTRIBUTION PROPOSAL AND DIVIDEND DISTRIBUTION TABLE
(Cont'd)

ATP YAZILIM VE TEKNOLOJİ A.Ş. PROFIT DISTRIBUTION PROPOSAL FOR 2025 (TL)						
1 Paid-in capital				93,750,000		
2 General legal reserves (as per statutory records)				18,932,986		
Information concerning preferred shares, if, as per the company Articles of Association, there are any privileges for preferred shares in distribution of dividend:				No		
		As per Capital Markets Board		As per Statutory Records		
3	Profit for the period		3,842,971,922	505,562,960		
4	Taxes (-)		101,893,112	0		
5	Net profit (=)		2,053,605,858	505,562,960		
6	Prior years' losses (-)		0	0		
7	Legal reserve fund (-)		0	0		
8	NET DISTRIBUTABLE PROFIT FOR THE PERIOD (=)		2,053,605,858	505,562,960		
9	Grants made during the year (+)		283,268	0		
10	Net distributable profit including grants		2,053,889,126	505,562,960		
11	First category dividend to shareholders		93,750,000	93,750,000		
	- Cash		93,750,000	93,750,000		
	- Shares		0	0		
12	Dividends distributed to preferred shareholders		0	0		
13	Other dividends distributed (Member of the Board of Directors, Employees, Non-shareholders)		0	0		
14	Dividends distributed to holders of usufruct right certificates			0		
15	Second category dividend to shareholders		0	0		
16	Legal reserve fund		8,906,250	8,906,250		
17	Status reserves		0	0		
18	Special reserves		0	0		
19	EXTRAORDINARY RESERVES		1,950,949,608	402,906,710		
20	Other sources planned for distribution		0	.		
Information on Dividend per Share for 2025						
	GROUP	TOTAL DIVIDEND AMOUNT		TTOTAL DIVIDEND AMOUNT / NET DISTRIBUTABLE PROFIT FOR THE PERIOD	DIVIDEND PER SHARE FOR 1 TL NOMINAL VALUE	
		CASH (TL)	SHARES (TL)		RATIO (%)	AMOUNT (TL)
GROSS	A	10,000,000	-	0.49	1.0000	100.00
	B	71,187,500	-	3.47	0.8500	85.00
	TOTAL	81,187,500	-	3.95	0.8660	86.60
NET*	A	10,000,000	-	0.49	1.0000	100.00
	B	83,750,000	-	4.08	1.0000	100.00
	TOTAL	93,750,000	-	4.57	1.0000	100.00

(*)- Since the holder of Group A shares is a fully liable legal entity, a 0% withholding tax rate has been used in the calculation of net dividends for this group.

-For Group B shares, the net dividend amount has been calculated using a 15% withholding tax rate, assuming that all shares are held by individual persons. No tax with holding will be made on cash dividend payments to fully liable institutions or non-resident institutions that earn income through a workplace or permanent representative in Turkey

ANNEX-2 REMUNERATION POLICY

The Remuneration Policy (“Policy”) of ATP Yazılım ve Teknoloji A.Ş. (“Company” or “ATP”) outlines the principles regarding the remuneration of the Board of Directors and senior executives, taking into account the Company’s long-term goals, pursuant to applicable regulations and the Articles of Association.

The Company complies with Capital Markets Law No. 6362, Turkish Commercial Code No. 6102, capital markets legislation, other applicable codes and regulations on remuneration, ensuring that Corporate Governance principles are applied.

The remuneration of the Board of Directors and senior executives is submitted under a separate agenda item at the general assembly meeting, where the shareholders have the opportunity to express their opinions on the matter. The Remuneration Policy is provided on the corporate website.

The Company may pay a fixed monthly salary/attendance fee to the members of the Board of Directors. This amount is determined at the general assembly meeting.

A fixed salary for all independent Board members is determined at the ordinary general assembly meeting every year.

Dividends, stock options or payment plans based on company performance are not included in the remuneration of the independent Board members, who actively support the Board of Directors on all matters related to the company’s operations. The salaries of the independent Board members are set at a level to preserve their independence.

Independent board members are paid on a pro rata basis, in consideration of the time they have served from their appointment to departure dates.

Senior executives’ salaries consist of two components: fixed and performance-based.

Senior executives’ fixed salaries are determined in alignment with international standards and legal obligations, taking into account macroeconomic data, remuneration policies in the market, the Company’s size and long-term, and the positions of individuals.

Senior executives’ performance-based salaries are calculated according to the bonus base, company performance, and individual performance. These three criteria are briefly explained below:

- **Bonus Base:** Updated annually, bonus base may vary depending on the executive’s responsibilities. When determining the bonus base, senior management bonus policies in the market are considered.
- **Company Performance:** Company performance is measured at the end of the respective year according to the realization of the financial and operational targets (including revenues, EBITDA, profitability, customer satisfaction, international overseas activities, productivity, etc.) set at the beginning of each year. When setting such targets, sustained success and year-on-year improvements are key criteria.
- **Individual Performance:** Individual performance involves both company targets and also goals related to employees, clients, processes, technology, and long-term strategy. Individual performance is measured on the basis of sustainable improvements in non-financial aspects over the long term in parallel with company performance.

In the event that senior executives leave the company, they may be entitled to a severance pay based on their tenure, the period they served as senior executives, their contributions, the last target bonus before the date of departure, and the salaries and bonuses they were paid in the last year. Bonus payments may be in cash and/or other benefits to be determined at the discretion of the Board of Directors.

The salaries and all other benefits provided to Board members and executives with administrative responsibilities are publicly disclosed through the annual reports.

ANNEX-3 BOARD MEMBER RESUME

Murat Demirel began his career in 1995 in New York in investment banking at Goldman Sachs. He subsequently joined UBS, where he was appointed Executive Director in London in 2001 and in New York in 2003. During his tenure, he assumed key responsibilities across Strategy, Business Development, and the CEO Office. Between 2006 and 2008, he served as Country Head of Citibank Switzerland, managing global client portfolios and chairing the bank's Product, Sales, and Credit Committees. He later joined Barclays as Executive Director and Global Head of Commercial Operations, where he led the development and execution of commercial strategies across Europe, Middle East, and Africa (EMEA) region.

In 2011, he joined Ata Yatırım, serving as CEO of the Financial Services Division and as a Member of the Board of Directors. Since 2021, he has been serving as Executive Committee Member and Chief of Corporate Transactions at TFI TAB Food Investments, where he leads investor relations, corporate transactions, and strategic growth initiatives. TFI TAB Food Investments is a leading global multi-brand quick service restaurant operator with a broad international footprint.

Throughout his career, Demirel has held senior roles in major financial centers, including New York, London, Geneva, Hong Kong, and Tokyo, contributing to numerous transformation and growth initiatives within the financial services sector.

In 2007, during his tenure in Switzerland, he was recognized among the "Top 50 Most Influential Bankers." He has also served as a Board Member of the Swiss-American Chamber of Commerce and is a member of the International Honour Society in Economics and the Golden Key National Honour Society.

He holds a Bachelor's degree in Economics and a Master's degree in Quantitative Economics from Queens College, and is fluent in English, German, and Turkish, with a strong command of French.