

TEKNOSA İÇ VE DIŐ TİCARET A.Ő.
INFORMATION DOCUMENT FOR THE 2025 ORDINARY GENERAL ASSEMBLY MEETING
TO BE HELD ON 27 MARCH 2026

The 2025 Ordinary General Assembly Meeting of our Company will be held at SABANCI CENTER, 4. LEVENT 34330 BEŐİKTAŐ İSTANBUL on **Friday, 27 March 2026 at 14:00** to discuss the agenda items below.

Shareholders, whose shares are monitored in dematerialized form by the Central Registry Agency and are entitled to attend the general assembly meetings, may attend the meeting at the address mentioned above in person or by proxy or, if they wish, they may also attend the meeting electronically in person or by proxy through the Electronic General Assembly System provided by the Central Registry Agency by using their secure electronic signatures.

Shareholders may authorize their proxies via the Electronic General Assembly System, or they may have their proxies represent them at the meeting by filling out the proxy form given below, or the proxy form that can be obtained from the Company's head office or downloaded from <http://www.teknosa.com> and have their signatures notarized or attach their notarized list of authorized signatures to the proxy form bearing their signatures, in compliance with the CMB Communiqué No. II-30.1.

In order to attend the General Assembly Meeting to be held physically,

- Real person shareholders must submit their ID cards,
- Legal person shareholders must submit their representatives' ID cards and power of attorney,
- Real and legal person's proxies must submit their ID cards and proxy forms,
- Proxies authorized via the Electronic General Assembly System must submit their ID cards, and the list of attendees must be signed.

Shareholders who will attend the General Assembly meeting electronically via the Electronic General Assembly System may learn about the procedures and principles regarding attendance, the appointment of proxies, making proposals, expressing their opinions, and voting by visiting the Central Registry Agency's website at <http://www.mkk.com.tr>

Shareholders and their proxies, who will be attending the meeting electronically are required to fulfill their obligations under the "Regulation on the Electronic General Assembly of the Joint-Stock Companies" published in the Official Gazette dated 28 August 2012 and numbered 28395 as well as "Communiqué on the Electronic General Assembly System to be applied in the General Assembly Meeting of the Joint-Stock Companies" published on the Official Gazette dated 29 August 2012 and numbered 28396.

2025 financial statements of the Company, Board of Directors' annual report, independent auditors' reports, TSRS compliant 2024 sustainability report, Draft Amendment to Articles of Association, and General Assembly Information Document will be available at least three weeks before the date of the meeting on the Electronic General Assembly System page of the Central Registry Agency's website, on the Public Disclosure platform, and on the "Investor Relations" page of the Company's website <http://www.teknosa.com>, and will also be made available at the Company's head office at the below address.

Shareholders are respectfully requested to honor the meeting on the mentioned day and time.

YOURS SINCERELY

TEKNOSA İÇ VE DIŐ TİCARET A.Ő.

Chairperson of the Board
GÖKHAN EYİGÜN

Deputy Chairperson of the Board
MUSTAFA KEREM TEZCAN

Company Head Office:

CarrefourSA Plaza, Cevizli Mahallesi Tugay Yolu Caddesi No:67 Blok: B 34846 Maltepe / İstanbul
Tel: 0216 468 36 36 **Fax:** 0216 467 42 84 **Web:** www.teknosa.com **Mersis:** 0836014439357137

**AGENDA FOR THE 2025 ORDINARY GENERAL ASSEMBLY MEETING OF
TEKNOSA İÇ VE DIŐ TİCARET ANONİM ŐİRKETİ
TO BE HELD ON 27 MARCH 2026 AT 14.00**

1. Opening and formation of the Meeting Council.
2. Reading and discussing the 2025 annual report of the Board of Directors.
3. Reading the Auditor's reports.
4. Reading, discussion, and approval of the 2024 sustainability report compliant with the TSRS (Türkiye Sustainability Reporting Standards),
5. Reading, discussion, and approval of 2025 Financial Statements.
6. Submitting the members elected to fill the vacancies on the Board of Directors during the term to the General Meeting for approval.
7. Releasing the members of the Board of Directors with regard to the activities in 2025.
8. Determining how the 2025 profit/loss will be used.
9. Electing and determining the term of office of the members of the Board of Directors.
10. Determining the fees of Board of Directors members and their rights such as attendance fees, bonuses, and other entitlements
11. Election of the Auditor.
12. Discussing and approving the amendments planned to be made to Article 10 of the Articles of Association of the Company.
13. Discussing and approving the authorization of the Board of Directors to distribute advance dividends for the fiscal year 2026.
14. Informing the General Assembly regarding the donations and grants made in 2025.
15. Determination of the upper limit for donations to be made by the Company in 2026.
16. Informing the shareholders on the amendments to the Donation and Aid Policy.
17. Informing the General Assembly on the transactions specified in Corporate Governance Principle No. 1.3.6 by shareholders who exercise management control, members of the board of directors, managers with administrative responsibility, and their spouses and relatives by blood and marriage up to second degree.
18. Granting permission to the Chairman and the Members of the Board of Directors to perform the transactions under the Articles 395 and 396 of the Turkish Commercial Code.
19. Wishes and Remarks

ADDITIONAL DISCLOSURES UNDER CORPORATE GOVERNANCE PRINCIPLES

The additional disclosures required under the Capital Markets Board's Corporate Governance Communiqué No. II-17.1 and its annex, Corporate Governance Principles, that are relevant to the agenda items are provided under the relevant agenda item below. Other mandatory general disclosures are also presented in this section for the information of our shareholders:

1. Shareholding Structure and Voting Rights

The distribution of the Company's shares representing its capital among the shareholders is shown in the table below.

Company Title / Name and Surname	Shareholding	
	Amount (TL)	Ratio (%)
Hacı Ömer Sabancı Holding A.Ş.	100,500,001.44	50.00000072
Other	100,499,998.56	49.99999928
Total	201,000,000.00	100.00000000

Pursuant to Article 28 of the Articles of Association, shareholders exercise their voting rights at the General Meeting in proportion to the total nominal value of their shares, in accordance with Article 434 of the Turkish Commercial Code. There are no privileged shares in the Company's capital.

2. Changes in The Management and Activities of the Corporation and Subsidiaries Thereof That Took Place in the Past Accounting Period or That Are Planned for Future Accounting Periods, Which May Affect the Activities of the Corporation Significantly, and Information on the Reasons for Such Changes

There has not been any material change that took place in 2025, and no material change is contemplated for the forthcoming periods with regard to the management and activities. The Company had no subsidiaries and affiliates in 2025.

Material disclosures made by the Company in compliance with the applicable legislation can be accessed at www.kap.org.tr.

3. Written Requests of Shareholders Submitted to The Investor Relations Department for Inclusion of an Item into The Agenda, and if the Board of Directors does not Accept the Proposals, Such Proposals Which Have Not Been Accepted and Grounds for Their Refusal.

There have been no written requests from shareholders, the Capital Markets Board, or other public institutions and organizations to add any items to the agenda for the 2025 Ordinary General Assembly Meeting, where the activities for 2025 will be discussed.

4. In case there is an item on the agenda regarding the dismissal, replacement or election of board members, the grounds for dismissal or replacement and, for the nominees for board membership, their resumes, duties carried out within the last ten years and the reasons for leaving such duties, the nature and materiality level of their relationship with the company and its related parties, whether they meet the independence criteria (if nominated as independent member), and similar matters that may affect the company's activities if elected

The agenda includes an item regarding the election of board members. The election of members of the Board of Directors shall be decided by the general assembly.

Kamuran UÇAR and Nevgöl BİLSEL SAFKAN have been nominated as Independent Members of the Board of Directors with the decision of the Board of Directors dated 23 January 2026, in line with the report of the Corporate Governance Committee. The Capital Markets Board has not issued any negative opinion regarding the candidates for Independent Board Members. The resumes, independence statements, and positions held over the past ten years of the Independent Board Member candidates are presented in Annex 1.

5. In case the agenda includes amendments to articles of association, relevant resolution of the board of directors and former and new versions of the articles of association

Amendments to increase the authorized capital to TL 2,000,000,000 and extend the authorization period until the end of 2030, as per Article 10 of the Articles of Association, are to be submitted to the General Assembly for approval.

The amendment text is provided in Appendix 2.

EXPLANATIONS ON THE AGENDA ITEMS OF THE 2025 ORDINARY GENERAL ASSEMBLY MEETING OF TEKNOSA İÇ VE DIŞ TİCARET A.Ş.

1) Opening and formation of the Meeting Council.

The Meeting Chairperson and the Meeting Council will be formed to manage the general assembly meeting in line with the provisions of the Turkish Commercial Code (TCC), the articles of association, the general assembly internal regulations, and the Regulation on the Procedures and Principles of the General Assembly Meetings of Joint Stock Companies and the Representatives of the Ministry of Commerce to be present at these Meetings" ("Regulation").

2) Reading and discussing the 2025 Annual Report of the Board of Directors.

The Board of Directors' Annual Report made available for review of our shareholders at the Company headquarters, on the Public Disclosure Platform, on the Electronic General Assembly Meeting System, on the Public Disclosure Platform, and on the Company's website at www.teknosa.com for a period of three weeks prior to the General Assembly meeting, in accordance with the provisions of the Articles of Association, the General Assembly Internal Regulations, and the Regulation, will be read out at the General Assembly and submitted to our shareholders for their consideration.

3) Reading the Auditor's Reports.

The independent auditor's reports and limited assurance report regarding the 2024 sustainability report in compliance with TSRS made available for review of our shareholders at the Company headquarters, on the Public Disclosure Platform, on the Electronic General Assembly Meeting System, on the Public Disclosure Platform, and on the Company's website at www.teknosa.com for a period of three weeks prior to the General Assembly meeting, in accordance with the provisions of the Articles of Association, the General Assembly Internal Regulations, and the Regulation, will be submitted for information of the shareholders at the General Assembly meeting.

4) Reading, Discussion, and Approval of the 2024 sustainability report in compliance with TSRS (Türkiye Sustainability Reporting Standards)

2024 sustainability report in compliance with TSRS made available for review of our shareholders at the Company headquarters, on the Public Disclosure Platform, on the Electronic General Assembly Meeting System, on the Public Disclosure Platform, and on the Company's website at www.teknosa.com for a period of three weeks prior to the General Assembly meeting, in accordance with the provisions of the Articles of Association, the General Assembly Internal Regulations, and the Regulation, will be read out at the General Assembly and submitted to our shareholders for their consideration and approval.

5) Reading, Discussion, and Approval of the 2025 Financial Statements.

The 2025 financial statements, made available for review of our shareholders at the Company headquarters, on the Public Disclosure Platform, on the Electronic General Assembly Meeting System, on the Public Disclosure Platform, and on the Company's website at www.teknosa.com for a period of three weeks prior to the General Assembly meeting, in accordance with the provisions of the Articles of Association, the General Assembly Internal Regulations, and the Regulation, will be read out at the General Assembly and submitted to our shareholders for their consideration and approval.

6) Submitting the members elected to fill the vacancies on the Board of Directors during the term to the General Meeting for approval.

The appointments of Mr. Gökhan Eyigün, appointed to the Board of Directors following the resignation of Mr. Max Roger Speur on 30 April 2025; Mr. Mustafa Kerem Tezcan, appointed on 30 April 2025 following the resignation of Mr. Ahmed Cevdet Alemdar; and Mr. Seçkin Yelmen, appointed on 26 August 2025 following the resignation of Ms. Hatice Burcu Civelek Yüce on 4 July 2025, each to serve for the remainder of their predecessor's term of office, will be submitted for the approval of the General Assembly.

7) Release of the members of the Board of Directors with regard to the activities in 2025.

Release of the members of the Board of Directors concerning the 2025 activities, transactions, and accounts will be submitted for the approval of the General Assembly under the Turkish Commercial Code and the applicable regulations.

8) Determining how the 2025 profit/loss will be used.

A "Net Loss for the Period" of TL 2,250,985,000 was recorded according to the financial statements of the Company for the fiscal period between 01.01.2025-31.12.2025 that were prepared in compliance with the Capital Markets Board's "Communiqué on the Principles of Financial Reporting in Capital Markets" numbered II-14.1 and audited by DRT Bağımsız Denetim ve Serbest Muhasebeci Mali Müşavirlik A.Ş.

The profit distribution table containing the Board of Directors' proposal regarding the use of profit/loss is included in Appendix 3. The Board of Directors' proposal will be submitted to our shareholders for their consideration and approval at the General Assembly.

9) Electing and determining the term of office of the members of the Board of Directors.

The members of the Board of Directors will be elected in accordance with the principles regarding the election of Board members set forth in our Articles of Association, as required by the CMB regulations, the Turkish Commercial Code, and the Regulation. Furthermore, independent members will be elected in compliance with the CMB's Corporate Governance Communiqué No. II-17.1. The independent members of the Board of Directors to be elected must meet the independence criteria defined in the Corporate Governance Principles under the CMB regulations. Upon the recommendation of the Corporate Governance Committee and the decision taken by the Board of Directors, Mr. Kamuran UÇAR and Ms. Nevgöl BİLSEL SAFKAN have been nominated as candidates for independent membership. The resumes and independence declarations of the independent member candidates are included in Appendix-1.

10) Determining the fees of Board of Directors members and their rights such as attendance fees, bonuses, and other entitlements.

The monthly gross compensation of the members of the Board of Directors, along with their attendance fees, bonuses, and other entitlements, will be determined by the General Assembly.

11) Election of the Auditor.

Considering the recommendation of the Audit Committee, and in accordance with the principles established under the Turkish Commercial Code No. 6102 and the Capital Markets Law No. 6362, the Board of Directors' proposal to appoint DRT Independent Audit and Certified Public Accountant Firm Inc. as the auditor for a term of one year at the General Assembly, for the purpose of auditing the financial statements and annual report of our Company for the 2026 fiscal year, and conducting assurance audits of our Company's TSRS-compliant sustainability reports for the year 2026 under the framework of sustainability legislation, as well as carrying out other activities covered by the applicable regulations, will be submitted to the General Assembly for approval.

12) Discussing and approving the amendments planned to be made to Article 10 of the Articles of Association of the Company.

Amendments to Article 10 of the Articles of Association regarding the increase of the authorized capital to TL 2,000,000,000 and the extension of the authorization period until the end of 2030 will be submitted to the General Assembly for approval.

The draft amendment is provided in Appendix-2.

13) Discussing and approving the authorization of the Board of Directors to distribute advance dividends for the fiscal year 2026.

In accordance with the Article 33 of Articles of Association and the Capital Markets Board's Dividend Communiqué No. II-19.1, the issue of authorizing the Board of Directors to decide on the distribution of dividend advances limited to the fiscal year 2026, will be submitted to the approval of the shareholders at the General Assembly.

14) Informing the General Assembly regarding the donations and grants made by the Company in 2025.

In accordance with the CMB Communiqué No. II-17.1 on Corporate Governance, donations made during 2025 amounted to TL **1,850,500** within the limit of donations determined at the 2024 Ordinary General Assembly meeting.

Organization	Amount (TL)
TEMA	1,368,000
GÜNYÜZÜ DERNEĞİ	240,000
OGEM	84,000
YENİDENBİZ DERNEĞİ	50,000
DARÜŞŞAFKA CEMİYETİ	50,000
YENİDENBİZ DERNEĞİ	37,500
EGE ORMAN VAKFI	19,000
TÜRK EĞİTİM VAKFI	2,000
Total	1,850,500

15) Determination of the upper limit for donations to be made by the Company in 2026.

The upper limit for donations to be made in 2026 will be determined by the General Assembly under the fifth paragraph of Article 19 of the Capital Markets Law No. 6362.

16) Informing the shareholders on the amendments to the Donation and Aid Policy.

The Company's Donation and Aid Policy has been amended to include provisions stating that donations cannot be made for political purposes and lobbying activities cannot be undertaken, for the purpose of contributing to the Company's ESG score. The amended **Donation and Aid Policy** is included in Appendix 4 and the amendment will be presented to the General Assembly for information.

17) Informing the General Assembly on the transactions specified in Corporate Governance Principle No. 1.3.6 by shareholders who exercise management control, members of the board of directors, managers with administrative responsibility, and their spouses and relatives by blood and marriage up to second degree.

Pursuant to the mandatory Corporate Governance Principle numbered 1.3.6 of the Capital Markets Board, where shareholders who exercise management control, members of the board of directors, managers with administrative responsibility, and their spouses and relatives by blood or marriage up to the second degree, carry out a significant transaction that may give rise to a conflict of interest with the Company or its subsidiaries, and/or engage, on their own behalf or on behalf of others, in a commercial transaction falling within the scope of the Company's or its subsidiaries' field of activity, or become a partner with unlimited liability in another company engaged in the same type of commercial activities; such transactions shall be included as a separate item on the agenda of the General Assembly in order to provide detailed information thereon at the General Assembly meeting, and shall be recorded in the minutes of the General Assembly.

Certain shareholders exercising management control, members of the Board of Directors, executives with administrative responsibility, and their spouses and relatives by blood or marriage up to the second degree serve as members of the board of directors of certain other Sabancı Group companies, including those having a similar field of activity to our Company. During 2025, no significant transaction requiring disclosure within the scope of Principle 1.3.6 of the Corporate Governance Communiqué occurred.

18) Granting permission to the Chairman and the Members of the Board of Directors to perform the transactions under the Articles 395 and 396 of the Turkish Commercial Code.

Members of the Board of Directors may conduct transactions under Articles 395 and 396 of the Turkish Commercial Code only with the approval of the general assembly. In order to comply with these regulations, the granting of such permission will be submitted to our shareholders for approval at the general assembly.

19) Wishes and Remarks

If there are any requests or suggestions to be conveyed, our partners will be given the floor as the final agenda item of the general assembly.

Appendices;

APPENDIX-1: Statements of independence and resumes of candidates for independent membership

APPENDIX-2: Draft Amendment to Articles of Association

APPENDIX-3: Dividend Distribution Statement

APPENDIX-4: Donation and Aid Policy

APPENDIX-1

Kamuran UÇAR (Statement of Independence)

I hereby agree and undertake that I am a candidate to serve as an “independent member” on the Board of Directors of **Teknosa İç ve Dış Ticaret A.Ş.** (“Company”) under applicable legislation, Articles of Association of the Company and the criteria stated in the Corporate Governance Principles attached to the Capital Markets Board (“CMB”)’s Communiqué on Corporate Governance, and accordingly

a) In the last five years, I myself, my spouse or my relatives by blood or marriage up to the second degree are not or have not been; employed by as a key management personnel with significant duties and responsibilities; have not had ordinary or privileged shareholding exceeding 5% either jointly or solely by myself; or have not been involved in any material business dealings with the Company, its subsidiaries and affiliates, or shareholders with management control of the Company or having material influence over the Company and all entities controlled by those shareholders,

b) In the last five years, I have not been an executive having significant duties and responsibilities, or a member of the board of directors, or a shareholder (with 5% stake or more) of an entity which has had a contractual relationship with the Company for purchase or sale of goods or services, particularly audit (including tax audit, legal audit, and internal audit) credit rating or consulting services during the terms in which the goods or services were provided,

c) I have the necessary professional competencies, knowledge and expertise order to duly fulfill my duties as an independent board member,

d) I do not work/will not be working full-time at public institutions and organizations, except for the faculty membership provided that it is in compliance with the applicable legislation,

e) I am tax-resident in Türkiye in accordance with the Income Tax Law No. 193 dated 31/12/1960,

f) I possess strong ethical standards, professional reputation, and experience to ensure that I can make decisions freely while considering the rights of stakeholders, maintain my impartiality in conflicts of interest between the Company and its shareholders, and contribute positively to the Company's activities.

g) I will dedicate enough time to follow up the activities of the Company and for the duly fulfillment of my responsibilities,

h) I have not served as a member of the Board of the Company for more than six years within last ten years,

i) I am not registered in the name of any legal entity elected as a Board member,

j) I am not/will not be an independent board member in more than three of the corporations controlled by the Company or its controlling shareholders, and in more than five corporations listed on Borsa İstanbul in total.

Kamuran UÇAR

22.01.2026

Kamuran Uçar (Resume)

Uçar started her career in TUBITAK Defence Industry Research and Development after having graduated from Middle East Technical University with a master's degree in Chemical Engineering in 1996.

Then starting her career at Unilever in 1999, Kamuran Uçar was appointed successively as the Brand Product Manager of Omo, the Vice President in the Home Cleaning and Laundry Categories responsible for the regions of Africa, Middle East and Türkiye and she led the category teams in South Africa, Türkiye and Dubai. During this period, she took part in the Unilever Global Home Care Category Board team at the same time. Uçar continued her duty as Unilever Türkiye, Russia, Middle East, North Africa, Central Asia and Caucasus Assistant and Unilever Türkiye Board Member in the Home and Personal Care Category between 2016 and 2018. During this period, she took part in Global Executive Projects in the Sustainability and Diversity Development group of the company. In 2019, she was appointed as the General Manager of Unilever Iran, Caucasus and Central Asia Region, and continued her duty as a Board Member of Unilever Türkiye, Iran, Caucasus, Central Asia.

As of January 2022, Kamuran Uçar left her position at Unilever in order to start her own business in the field of health and sustainability technologies and currently she is serving as the Founder & CEO of her own company.

As of April 2022, Kamuran Uçar serves as an Independent Board Member of Enerjisa Enerji A.Ş., at the same time she is a Member of the Advisory Board of the Advertisers Association, a member of the Arya Women Investor Group, a Dream Partner of Young Guru Academy, which is a non-governmental organization, and works as an Investor-Mentor in various start-ups.

Kamuran Uçar is married and has 2 children.

Positions Held in the Last 10 Years

Started in	Ended in	Name of the Organization	Position	Reason of Resignation
2016	2022	Unilever Türkiye	Board Member	End of Term of Office
2019	2022	Unilever Türkiye, Iran, Caucasia, Central Asia	General Manager	End of Term of Office
2019	2022	Unilever Iran, Caucasia, Central Asia	Board Member	End of Term of Office
2022	-	Karems Elektronik Pazarlama Bilişim Hizmet ve Ticaret A.Ş. (BonaLiva)	Founder & CEO	On-going
2022	-	Enerjisa Enerji A.Ş.	Independent Board Member	On-going
2024	-	Teknosa İç ve Dış Ticaret A.Ş.	Independent Board Member	On-going

Nevgül BİLSEL SAFKAN (Statement of Independence)

I hereby agree and undertake that I am a candidate to serve as an “independent member” on the Board of Directors of **Teknosa İç ve Dış Ticaret A.Ş.** (“Company”) under applicable legislation, Articles of Association of the Company and the criteria stated in the Corporate Governance Principles attached to the Capital Markets Board (“CMB”)’s Communiqué on Corporate Governance, and accordingly

a) In the last five years, I myself, my spouse or my relatives by blood or marriage up to the second degree are not or have not been; employed by as a key management personnel with significant duties and responsibilities; have not had ordinary or privileged shareholding exceeding 5% either jointly or solely by myself; or have not been involved in any material business dealings with the Company, its subsidiaries and affiliates, or shareholders with management control of the Company or having material influence over the Company and all entities controlled by those shareholders,

b) In the last five years, I have not been an executive having significant duties and responsibilities, or a member of the board of directors, or a shareholder (with 5% stake or more) of an entity which has had a contractual relationship with the Company for purchase or sale of goods or services, particularly audit (including tax audit, legal audit, and internal audit) credit rating or consulting services during the terms in which the goods or services were provided,

c) I have the necessary professional competencies, knowledge and expertise order to duly fulfill my duties as an independent board member,

d) I do not work/will not be working full-time at public institutions and organizations, except for the faculty membership provided that it is in compliance with the applicable legislation,

e) I am tax-resident in Türkiye in accordance with the Income Tax Law No. 193 dated 31/12/1960,

f) I possess strong ethical standards, professional reputation, and experience to ensure that I can make decisions freely while considering the rights of stakeholders, maintain my impartiality in conflicts of interest between the Company and its shareholders, and contribute positively to the Company's activities.

g) I will dedicate enough time to follow up the activities of the Company and for the duly fulfillment of my responsibilities,

h) I have not served as a member of the Board of the Company for more than six years within last ten years,

i) I am not registered in the name of any legal entity elected as a Board member,

j) I am not/will not be an independent board member in more than three of the corporations controlled by the Company or its controlling shareholders, and in more than five corporations listed on Borsa İstanbul in total.

Nevgül BİLSEL SAFKAN

22.01.2026

Nevgül Bilsel Safkan (Resume)

Having graduated from the Austrian High School in 1989 and from Istanbul University, Faculty of Business Administration, Department of Business Administration (English) in 1993, Nevgül Bilsel Safkan completed her Executive MBA program at Boğaziçi University in 2003.

She began her career in 1993 as an auditor at Arthur Andersen, and during her career took on various roles in financial management during the rapid growth periods of leading companies in their respective sectors. Between 1999 and 2004, she served as CFO at Superonline. Joining the Sabancı Group in 2005, she first worked as CFO at Marsa. Between 2006 and 2013, she served as CFO at Teknosa, where she managed the company's public offering process and investor relations. In 2013, she was appointed General Manager of Kliksa.com, the e-commerce company established within Teknosa, and held this position until 2016. Subsequently, between 2016 and 2018, she served as General Manager at Hotelspro and Dyson/Hakman, respectively.

Returning to the Sabancı Group in September 2018 as General Manager of the Sabancı Foundation, Nevgül Bilsel Safkan has been a Member of the Board of Directors of the Education Reform Initiative (ERG) since 2020, a Member of the Advisory Board of the Sabancı University Center of Excellence in Gender and Women's Studies (SU Gender), and an Independent Board Member at Teknosa since 2022. As of 2025, she serves as the Chairperson of the Third Sector Foundation of Türkiye (TÜSEV).

Internationally, in 2021, she was honored with the title of Zero Project Ambassador by the Austria-based Essl Foundation for her valuable contributions in the field of disability rights, a role she continues to hold. In 2023, she was elected as a Member of the Advisory Board of the European Philanthropy Association (Philea) for a three-year term.

Nevgül Bilsel Safkan is married and has one child.

Positions Held in the Last 10 Years

Started in	Ended in	Name of the Organization	Position	Reason of Resignation
2016	2017	Hotelspro	General Manager	End of Term of Office
2017	2018	Dyson/Hakman	General Manager	End of Term of Office
2018	-	Hacı Ömer Sabancı Foundation	General Manager	On-going
2019	-	Türkiye Third Sector Foundation (TÜSEV)	Chairperson	On-going
2022	-	Teknosa İç ve Dış Ticaret A.Ş.	Board Member	On-going
2023	-	European Philanthropy Association (Philea)	Member of the Advisory Board	On-going

APPENDIX- 2

TEKNOSA İÇ VE DIŞ TİCARET ANONİM ŞİRKETİ AMENDMENT TO THE ARTICLES OF ASSOCIATION

CURRENT ARTICLE	PROPOSED ARTICLE
<p>CAPITAL ARTICLE 10 – The Company has accepted the registered capital system under the Capital Markets Law and has switched to the registered capital system with the authorization of the Capital Markets Board dated 16.03.2012 and numbered 9/302.</p>	<p>CAPITAL Article 10 – The Company has accepted the registered capital system under the Capital Markets Law and has switched to the registered capital system with the authorization of the Capital Markets Board dated 16.03.2012 and numbered 9/302.</p>
<p>The authorized capital of the Company is TL 300,000,000 (three hundred million) and it is divided into 30,000,000,000 (thirty billion) shares, each with a nominal value of 1 (one) Kurush.</p>	<p>The authorized capital of the Company is TL 2,000,000,000 (two billion) and it is divided into 200,000,000,000 (two hundred billion) shares, each with a nominal value of 1 (one) Kurush.</p>
<p>The authorization issued by the Capital Markets Board for the capital shall be valid for five (5) years between 2021-2025. Even if by the end of 2025 the authorized capital has not been reached, for the Board of Directors to decide on a capital increase after 2025, it is mandatory to obtain authorization from the General Assembly for a new period by obtaining authorization from the Capital Markets Board for the amount of the previously authorized capital or a new amount. Unless the said authorization is obtained, no capital increase can be made by a decision of the Board of Directors.</p>	<p>The authorization issued by the Capital Markets Board for the capital shall be valid for five (5) years between 2026-2030. Even if by the end of 2030 the authorized capital has not been reached, for the Board of Directors to decide on a capital increase after 2030, it is mandatory to obtain authorization from the General Assembly Shareholders for a new period by obtaining authorization from the Capital Markets Board for the amount of the previously authorized capital or a new amount. Unless the said authorization is obtained, no capital increase can be made by a decision of the Board of Directors.</p>
<p>The issued capital of the Company is TL 201,000,000,000 (two hundred and one million) Turkish Liras and is divided into 20,100,000,000,000 (twenty billion and one hundred million) bearer shares with a nominal value of 1 (One) Kurush each.</p>	<p>The issued capital of the Company is TL 201,000,000,000 (two hundred and one million) Turkish Liras and is divided into 20,100,000,000,000 (twenty billion and one hundred million) bearer shares with a nominal value of 1 (One) Kurush each.</p>
<p>The issued capital of the Company has been fully paid without any collusion.</p>	<p>The issued capital of the Company has been fully paid without any collusion.</p>
<p>Shares representing the capital shall be monitored in dematerialized form in accordance with the dematerialization principles.</p>	<p>Shares representing the capital shall be monitored in dematerialized form in accordance with the dematerialization principles.</p>
<p>The capital of the Company can be increased or decreased under the Turkish Commercial Code and capital market legislation when necessary.</p>	<p>The capital of the Company can be increased or decreased under the Turkish Commercial Code and capital market legislation when necessary.</p>
<p>The Board of Directors shall be authorized to increase the issued capital by issuing new shares up to the authorized capital threshold whenever it deems necessary under the Turkish Commercial Code and Capital Markets legislation, and to take decisions on restricting the rights of shareholders to acquire new shares and issuing shares at a premium. The power to restrict the right to acquire new shares cannot be exercised in any manner creating inequalities among the shareholders.</p>	<p>The Board of Directors shall be authorized to increase the issued capital by issuing new shares up to the authorized capital threshold whenever it deems necessary under the Turkish Commercial Code and Capital Markets legislation, and to take decisions on restricting the rights of shareholders to acquire new shares and issuing shares at a premium. The power to restrict the right to acquire new shares cannot be exercised in any manner creating inequalities among the shareholders.</p>

APPENDIX- 3

TEKNOSA İÇ VE DIŞ TİCARET A.Ş. 2025 DIVIDEND DISTRUBUTION STATEMENT (TL)			
PAID-IN/ISSUED CAPITAL		201.000.000,00	
2. General Legal Reserves (As per Legal Records)		40.200.000,00	
If there is any privilege in dividend distribution under the articles of association, information on such privilege		None	
		According to CMB	According to Legal Records
3.	Profit for the Period	-2.626.132.000,00	-3.002.030.010,26
4.	Taxes (-)	375.147.000,00	0,00
5.	Net Profit for the Period (=)	-2.250.985.000,00	-3.002.030.010,26
6.	Previous Year Losses (-)	-755.325.000,00	-5.653.775.006,46
7.	General Legal Reserve Fund (-)	0,00	0,00
8.	NET DISTRIBUTABLE PROFIT FOR THE PERIOD (=)	-3.006.310.000,00	-8.655.805.016,72
9.	Donations Granted During the Year (+)	1.850.500,00	-
10.	Net Distributable Profit for the Period Including Donations	-3.004.459.500,00	-
11.	First Category Dividends for Shareholders	-	-
	- Cash	-	-
	- Bonus Shares	-	-
	- Total	-	-
12.	Dividends Distributed to the Privileged Shareholders	-	-
13.	Other Dividends Distributed to	-	-
	- Members of the Board of Directors	-	-
	- Employees	-	-
	- Non-Shareholders	-	-
14.	Dividends Distributed to the Holders of Usufruct Right Certificates	-	-
15.	General Legal Reserve	-	-
16.	Statutory Reserves	-	-
17.	Special Reserves	-	-
18.	Special Reserves	-	-
19.	EXTRAORDINARY RESERVES	-	-
20.	Other Resources Planned to be Distributed	-	-
	- Retained Earnings	-	-
	- Extraordinary Reserves	-	-
	- Other Distributable Reserves as Per The Legislation and the Articles Of Association	-	-

TEKNOSA İÇ VE DIŞ TİCARET A.Ş. 2025 DIVIDEND RATIOS TABLE					
	TOTAL DISTRIBUTED DIVIDENDS		TOTAL DISTRIBUTED DIVIDENDS/NET DISTRIBUTABLE PROFIT FOR THE PERIOD	DIVIDEND CORRESPONDING TO A SHARE WITH A NOMINAL VALUE OF TL 1	
	CASH (TL)	BONUS SHARES (TL)	RATIO (%)	AMOUNT (TL)	RATIO (%)
GROSS	-	-	-	-	-
NET	-	-	-	-	-

APPENDIX- 4

TEKNOSA İÇ VE DIŞ TİCARET A.Ş. DONATION AND AID POLICY

Teknosa İç ve Dış Ticaret A.Ş. (Teknosa) can donate and aid to the people, non-governmental organizations, associations or foundations, universities, public institutions and organizations, which have been activating in the fields of education, culture, arts, environment and sport, within the principles stipulated in Capital Market Law and Regulations, with a corporate sense of social responsibility, without limited to those listed.

All donations and aids are carried out in accordance with the resolution of Teknosa; they are in compliance with vision, mission and policies of Teknosa and based on the ethical principles and values belonging to Teknosa. Donations and aids can be carried out in two ways; in cash and in kind.

Total limit of donations intended to make in the fiscal year is determined by the General Assembly. In line with the principles mentioned in Donation and Aid Policy and with the principles as stipulated by the regulations to which it is subjected, Teknosa submits all donations and aids realized in each fiscal period to the attention of the shareholders with a separate agenda item in the General Assembly Meeting of the relevant year. **Teknosa does not make donations to political parties, political candidates, political office holders, or public administration representatives for political purposes, nor does it engage in lobbying activities.**

A material disclosure is made, as required, if the donations and aids carried out by Teknosa within Capital Markets legislation is at least 1% and over of the total asset of the latest balance sheet announced to the public or if the sum of donations and aids lower than 1% reaches at least 1% of the total assets of the latest balance sheet announced to the public.