

**MINUTES OF THE ORDINARY GENERAL ASSEMBLY MEETING OF  
EBEBEK MAĞAZACILIK ANONİM ŞİRKETİ  
HELD ON 26 MARCH 2026  
2025 FINANCIAL YEAR**

The ordinary general assembly meeting of EBEBEK Mağazacılık Anonim Şirketi regarding the 2025 financial year, which had been announced to be held on Thursday, 26 March 2026 at 11:00, is convened and conducted at 11:19 in physical environment and in the electronic general assembly system at the company headquarters located at İçerenköy Mahallesi, Değirmen Yolu Cad., No: 37, D: 6, Ataşehir, İstanbul, under the supervision of the Ministry Representative Ms. Şeyma Işık, appointed by the Ministry of Commerce, İstanbul Provincial Directorate of Commerce, with the letter dated 25 March 2026 and numbered E-90726394-431.03-00120344920.

The call for the meeting was duly made within the prescribed period in accordance with the Turkish Commercial Code and secondary legislation, capital markets legislation and the Company's articles of association, including the agenda, by being announced in the Turkish Trade Registry Gazette dated 2 March 2026 and numbered 11533, on the Company's website at [kurumsal.ebebek.com](http://kurumsal.ebebek.com), on the Public Disclosure Platform and in the electronic general assembly system of Merkezi Kayıt Kuruluşu Anonim Şirketi.

Upon examination of the list of attendees, it was determined that out of the Company's total capital of 160.000.000 TL corresponding to 160.000.000 shares each with a nominal value of 1 TL; 53.524.929 shares corresponding to 53.524.929 TL of the capital were represented in person, and 29.400.096 shares corresponding to 29.400.096 TL of the capital were represented by proxy, making a total of 82.925.025 shares corresponding to 82.925.025 TL of the capital represented at the meeting, thereby establishing the meeting quorum stipulated by both the law and the Company's articles of association.

It was stated that the Chairman of the Board of Directors, Mr Musa Topbaş, the Vice-Chairman of the Board of Directors, Mr Ebubekir Topbaş, the Board Member Mr Mahmud Muhammed Topbaş, and the representative of the Company's auditor, PwC Bağımsız Denetim ve Serbest Muhasebeci Mali Müşavirlik Anonim Şirketi, Ms Cansu Tosun, were also present at the meeting, and the meeting was opened simultaneously in electronic and physical environments.

1. In accordance with the first item on the agenda, the meeting proceeded to the election of the chairperson. As a result of the motion submitted by shareholder Mr Musa Topbaş regarding the chairperson of the meeting, which was accepted with 153.387.128 affirmative votes against 6.101 negative votes and by the majority of the participants, Attorney Yasemin Semiz was elected as chairperson of the meeting. The chairman appointed the Company's tax and accounting manager, Mr Zeki Dođmuş, as minute-taker, and the investor relations specialist, Mr Mustafa Yılmaz, as vote-teller, thereby constituting the meeting chairmanship.

The chairman appointed Ms Pınar Topsakal Eşici, the Company's Director of Planning, Analysis, and Investor Relations, to operate the electronic general meeting system.

The chairman announced to the general assembly that 2.990.529 shares, corresponding to 2.990.529 TL of the share capital, were represented at the meeting by their depositing representatives.

The agenda items were read to the general assembly by the chairman as announced, and since no request was made to change the order of discussion, the items continued in the order in which they had been announced.

Granting authority to the chairman to sign the minutes of the general assembly meeting, including the list of attendees, was accepted with 153.387.128 affirmative votes against 6.101 negative votes, and by the majority of those attending the assembly.

2. The motion submitted to the meeting chairmanship regarding the deemed reading of the 2025 Board of Directors' Annual Activity Report was read out to the General Assembly; it was resolved by a majority of votes cast at the meeting, with 153.389.028 affirmative votes against 4.201 negative votes, that the 2025

Board of Directors' Annual Activity Report be deemed to have been read, and the meeting proceeded to the discussion of the Board of Directors' Annual Activity Report. The chairman asked the general assembly whether anyone wished to speak regarding the activity report; no one requested to speak. The voting on the activity report commenced, and it was approved by a majority of those present at the meeting, with 153.389.028 affirmative votes and 4.201 negative votes.

3. The summary of the independent audit report for the year 2025 was read to the general assembly by the representative of the independent audit firm, Ms Cansu Tosun. The discussion of the independent audit report commenced. The chairman asked the general assembly whether anyone wished to speak regarding the independent audit report; no one requested the floor.
4. The motion submitted to the meeting chairmanship regarding the approval of the 2025 financial statements was read to the general assembly; it was resolved with 153.389.028 affirmative votes against 4.201 negative votes and by the majority of the participants to deem the financial statements as read. The discussion of the financial statements commenced. The chairman asked the general assembly if anyone wished to speak regarding the financial statements; no one requested the floor. The voting on the financial statements proceeded, and they were approved by a majority of the attendees, with 153.389.028 affirmative votes and 4.201 negative votes.
5. The meeting proceeded to discuss the discharge of the individual members of the Board of Directors in respect of their activities in 2025. The chairman asked the General Assembly if anyone wished to speak regarding the discharge of the individual members of the Board of Directors; no one requested the floor. The chairman announced to the general assembly that, according to the list of attendees, the Chairman of the Board of Directors, Mr Musa Topbaş, the Vice-Chairman of the Board of Directors, Mr Ebubekir Topbaş, and Board Member Mr Mahmud Muhammed Topbaş, who were present at the meeting, could not vote in the discharge of the board members as they held shares in the company. As a result of the separate votes cast:
  - The Chairman of the Board of Directors, Mr Musa Topbaş, was discharged with 56.003.131 affirmative votes against 491.701 negative votes and the majority of the participants at the meeting.
  - The Board Member, Mr Mahmud Muhammed Topbaş, was discharged with 55.084.642 affirmative votes against 491.701 negative votes and the majority of the participants at the meeting.
  - The Board Member Mr Halil Erdoğmuş was discharged with 82.433.324 affirmative votes against 491.701 negative votes, and the majority of the participants at the meeting.
  - The Board Member Ms Aynur Çolpan was discharged with 82.433.324 affirmative votes against 491.701 negative votes, and the majority of the participants at the meeting.
  - The Board Member Mr Soner Canko was discharged with 82.433.324 affirmative votes against 491.701 negative votes, and the majority of the participants at the meeting.
  - The Resigned Board Member Mr. Ömer Hulusi Topbaş was discharged with 82.433.324 affirmative votes against 491.701 negative votes, and the majority of the participants at the meeting.
  - The Board Member Mr Ebubekir Topbaş was discharged with 82.423.294 affirmative votes against 491.726 negative votes, and the majority of the participants at the meeting.
6. The meeting proceeded to the discussion regarding the appointment of Mr Ebubekir Topbaş, who had been elected to the board of directors to fill the vacancy arising from the resignation of Mr Ömer Hulusi Topbaş dated 18 November 2025, completing the term of office of Mr Ömer Hulusi Topbaş as a board member. The chairman asked the general assembly whether anyone wished to speak on this matter; no one requested the floor. It was resolved with 152.878.157 affirmative votes against 515.072 negative votes, and by the majority of those present at the meeting, that Mr Ebubekir Topbaş shall complete the term of office of Mr Ömer Hulusi Topbaş as a member of the Board of Directors.

7. The proposal contained in the Board of Directors' resolution dated 25 February 2026 and numbered 2026/25 regarding the allocation of the profit for the year 2025, the rate of dividend to be distributed and the date of dividend distribution was read at the general assembly, and the discussion of the proposal commenced. The chairman asked the general assembly if anyone wished to speak; no one requested the floor. Considering the donations amounting to 44.048.928 TL made in 2025, 55.498. 376 TL, plus the 144,501,624 TL in retained earnings from previous years, totalling a gross amount of 200.000.000 TL, be distributed to shareholders as a dividend in cash and in two equal instalments; the first instalment of the dividend to be paid to shareholders on 15 October 2026, and the second instalment on 15 December 2026; and that 19.200.000 TL be set aside as the statutory reserve fund. This resolution was passed by a majority of votes cast at the meeting, with 153.389.028 affirmative votes against 4.201 negative votes.
8. The meeting proceeded to the determination of remuneration to be paid to independent board members. A motion by shareholder Mr Musa Topbaş, proposing that each independent board member be paid a net monthly remuneration of 250.000 TL for the 2026 financial year and until the next ordinary general assembly meeting, was read out to the general assembly and opened for discussion. No one requested to speak on the proposal. It was resolved by a majority of votes cast at the meeting, with 150.398.499 affirmative votes against 2.994.730 negative votes, to pay each independent board member a net monthly remuneration of 250.000 TL for the 2026 financial year and until the next ordinary meeting of the general assembly.
9. Pursuant to Article 399 of the Turkish Commercial Code and Article 9 of the Company's Articles of Association, PwC Bağımsız Denetim ve Serbest Muhasebeci Mali Müşavirlik Anonim Şirketi, located at Kılıçlı Paşa Mahallesi, Meclis-i Mebusan Caddesi No: 8, İç Kapı No: 301, Beyoğlu - İstanbul, registered with the İstanbul Registry of Commerce under registration number 238248, has been proposed to the General Meeting by the Board of Directors' resolution dated 25 February 2026 and numbered 2025/27, as announced to the General Meeting by the Chairman of the Meeting. The chairman asked the general assembly if anyone wished to speak regarding the selection of the independent auditor. No one requested to speak. PwC Bağımsız Denetim ve Serbest Muhasebeci Mali Müşavirlik Anonim Şirketi, registered with the İstanbul Trade Registry under registration number 238248, was elected as the independent auditor for a period of one financial year to audit the Company's operations and accounts for the 2026 financial year and to perform other duties required of an independent auditor under the relevant legislation. The resolution was passed by a majority of votes cast at the meeting, with 153.389.028 affirmative votes against 4.201 negative votes.
10. The independent audit firm to conduct the Company's sustainability audit for the year 2025 is PwC Bağımsız Denetim ve Serbest Muhasebeci Mali Müşavirlik Anonim Şirketi, located at Kılıçlı Paşa Mahallesi, Meclis-i Mebusan Caddesi No: 8, İç Kapı No: 301, Beyoğlu - İstanbul, registered with the İstanbul Registry of Commerce under registration number 238248, and was proposed to the general assembly by the chairman of the meeting pursuant to the board of directors' resolution dated 25 February 2026 and numbered 2026/28. The chairman asked the general assembly if anyone wished to speak regarding the appointment of the sustainability auditor. No one requested the floor. The selection of PwC Bağımsız Denetim ve Serbest Muhasebeci Mali Müşavirlik Anonim Şirketi, registered with the İstanbul Registry of Commerce under registration number 238248, as the audit firm to conduct the Company's 2025 sustainability audit was approved by 153.389.003 affirmative votes against 4.226 negative votes, and the resolution was accepted by a majority of the votes cast by those present at the meeting.
11. It was reported to the shareholders that donations and aid amounting to a total of 44.048.928 TL were made during 2025, and information regarding these donations and aid was provided to the general assembly. The motion submitted by shareholder Mr Musa Topbaş, proposing that the annual upper limit for donations for 2026 be set at 60.000.000 TL, was read to the general assembly. The chairman opened the discussion on the motion; no one requested to speak. It was resolved with 153.389.003 affirmative votes against 4.226 negative votes, and by the majority of the participants in the meeting, to determine the upper limit for donations for 2026 as 60.000.000 TL.
12. In accordance with the eleventh item on the agenda, shareholders were informed that the Company had not provided any guarantees, pledges, mortgages or sureties in favour of third parties during the 2025 financial year.

13. A resolution was passed by a majority of those present at the meeting, with 153.389.003 affirmative votes against 4.226 negative votes, to grant the permissions specified in Article 395 of the Turkish Commercial Code regarding the prohibition on transactions with the company and Article 396 regarding the prohibition on competition to the chairman and members of the board of directors.
14. In accordance with item fourteen of the agenda, it was informed that, pursuant to the corporate governance principle numbered 1.3.6 of the Capital Markets Board's Communiqué on Corporate Governance, there were no transactions carried out by the shareholders holding management control, the members of the board of directors, the managers with administrative responsibility, and their spouses and relatives by blood and marriage up to the second degree, which could lead to a conflict of interest with the Company or its subsidiaries, and/or no transactions were carried out by them on their own behalf or on behalf of others of a commercial nature falling within the scope of the Company's or its subsidiaries' field of activity, nor did they enter another partnership engaged in the same type of commercial business as a partner with unlimited liability.
15. 15. Shareholders were asked if they had any requests. No participants wished to speak.

The chairman expressed gratitude to the participants for their interest in the general assembly meeting, noted that the quorum had been maintained throughout, and closed the meeting, as there were no further items on the agenda to be discussed.

This minute, consisting of six pages, was drawn up and signed at the meeting venue following the meeting.

İstanbul, 26.03.2026, Time: 12:32

**MINISTRY REPRESENTATIVE**  
Şeyma Işık

**CHAIRMAN**  
Atty. Yasemin Semiz

**VOTE COLLECTION OFFICER**  
Mustafa Yılmaz

**MINUTE-TAKER**  
Zeki Dođmuş

Bu belgenin aslını gördüm ve **TÜRKÇE** metne sadık kalarak tam ve doğru olarak **İNGİLİZCE'ye** çevirdim. Can Salih Komar.  
**I have seen the original of this document and translated it from TURKISH into ENGLISH fully and accurately. Can Salih Komar. 2026-04-20**

