

ANADOLU ANONİM TÜRK SİGORTA ŞİRKETİ
MINUTES OF THE ANNUAL GENERAL ASSEMBLY MEETING
HELD ON 26 MARCH 2025

2024 General Assembly Meeting of Anadolu Anonim Türk Sigorta Şirketi was held on 26 March 2025 at 10:30 hours at the Company headquarters at the address Rüzgarlıbahçe Mahallesi Çam Pınarı Sokak No: 6 34805 Beykoz/İstanbul, under the supervision of the Ministry Representative Mr. Hakan Özkan assigned by İstanbul Provincial Directorate of Trade letter dated 24 March 2025 no. 107606214.

Invitation for the meeting, including the agenda as stipulated by the law and the Articles of Incorporation, was made in due time by being published in the Turkish Trade Registry Gazette issue 11283 dated 3 March 2025, on the Company website, Public Disclosure Platform, and Electronic General Meeting system of the Central Registry Agency.

Upon examination of the list of attendants, it was established that, out of the Company shares with a total nominal value of TL 500.000.000, the share with a total nominal value of 1 was represented in person, shares with a nominal value of 326.442.174,006 were represented in proxy, and of 30.624.519 were represented by the depositor in the meeting, adding up to 357.066.694,006 shares in total, and that the minimum meeting quorum required both by the Law and the Articles of Incorporation was attained.

1. The meeting was opened by Ms. Füsün Tümsavaş, Chairman of the Board of Directors.

Pursuant to Article 50 of the Company's Articles of Incorporation, the Chairman of the Board of Directors also assumed the function of Meeting Chair.

Under the Guidelines for the Operating Principles and Procedures of the Company's General Assembly of Shareholders, the Meeting Chair designated Ms. Fulya Öztürk and Mr. İbrahim Erdem Esenkaya as vote collectors, and Ms. Ayşen Aygöl as minutes clerk.

2. The motion that was entered to not read the Board of Directors Activity Report since it had been previously made available for review by shareholders and to read only the opinion section of the Independent Auditors' Report was approved by majority of votes on the basis of 356.444.827,006 affirmative votes against 621.867 negative votes.

The opinion section of the Independent Auditor's Report was read in the presence of the Independent Audit Company official Mr. Ramazan Yüksekaya, and the said Board of Directors Activity Report was discussed.

3. The motion entered to read the main headings of the balance sheet and income statement was approved by majority of votes on the basis of 351.247.478,006 affirmative votes against 5.819.216 negative votes.

The Company's 2024 financial statements, the main headings of which were read out and discussed, was approved by majority of votes on the basis of 351.247.478,006 affirmative votes against 5.819.216 negative votes.

4. Pursuant to Article 363 of the Turkish Commercial Code and Article 18 of the Articles of Incorporation, it was approved by majority of votes on the basis of 353.861.567,006 affirmative votes against 3.205.127 negative votes to elect Ms. Sermin Nazime Saraç Sosanoğlu to fill the member's seat on the Board of Directors vacated by the resignation of Mr. Müslim Sarı to complete the term of office of his predecessor.
5. As a result of the voting, Members of the Board of Directors were acquitted by majority of votes on the basis of 351.120.988,006 affirmative votes against 5.945.706 negative votes of their 2024 activities.
6. Within the frame of our Dividend Distribution Policy, the profit distribution proposal of the Board of Directors was read out and put to the vote. The proposal of the Board of Directors regarding the distribution of the period profit arising from the activities of 2024, as stated in the Annual Report, to distribute TL 2,100,000,000,000 in cash and the remaining TL 1,500,000,000,000 in the form of shares, to increase the paid-in capital to TL 2,000,000,000,000 within the registered capital ceiling, provided that the necessary permissions are obtained from the relevant institutions and organizations, and to start cash dividend distribution on March 28, 2025, was accepted by majority of votes on the basis of 357.066.693,006 affirmative votes against 1 negative vote.
7. It has been established that Draft Amendment to the Articles of Incorporation including the submission of the amendment to Article 58, titled "Distribution of Profit" and paragraph "e" of the Company's Articles of Association for has been approved by permission letters of the T.R. Capital Markets Board dated January 7, 2025 and no. 65662, and of T.R. Ministry of Trade General Directorate of Domestic Trade dated February 13, 2025 and no. 106167194. After the modified version of the amended articles were read out, the Draft Amendment to the Company's Articles of Incorporation was ratified as quoted hereinbelow 357.066.693,006 affirmative votes against 1 negative vote.

OLD ARTICLE	NEW ARTICLE
ARTICLE 58 Distrubiton of Profit Distribution of profits of the Company is decided by the General Assembly in line with the Board of Directors' proposal by considering the Turkish Trade Act, Capital Market Law and other legislation provisions that the company is subject to. Dividend advance may be distributed provided that principles and procedures regulated in Capital Market legislation are complied with.	ARTICLE 58 Distrubiton of Profit Distribution of profits of the Company is decided by the General Assembly in line with the Board of Directors' proposal by considering the Turkish Trade Act, Capital Market Law and other legislation provisions that the company is subject to. Dividend advance may be distributed provided that principles and procedures regulated in Capital Market legislation are complied with.

Company's commercial profit is the rest of amount after deducting all expenses such as overheads, amortizations, recompenses, etc. from the company revenues obtained in one balance sheet period. Deducting the corporate income tax to be paid by the company's legal person and other taxes and financial liabilities and last year's losses, if any, from the profit gives the net profit. The net profit is distributed in the following order: a. 5% general legal reserves are reserved until 20% of the issued capital is reached. b. Amounts specified in the subclauses a and b of the clause 2 of the art.no.519 of the Turkish Trade Act are added to the general legal reserves once the legal limit is reached. c. The First Dividend from the rest is given in an amount to be determined by the General Assembly in line with the regulations of the Capital Markets Board. d. If the company acquires its own shares, it spares a legal reserve amount meeting the acquisition values in accordance with the art.no.520 of the Turkish Trade Act. e. The company spares at most 3 percent of the rest amount to the company clerks, servants and workers provided that it doesn't exceed 3 salaries thereof. f. After the distribution mentioned in the subclause e, 10 percent of the rest amount is spared as statutory reserves. g. It is only the General Assembly that can decide on the distribution of the entire or a part of the rest amount to shareholders as the second dividend, allocation of it as additional dividend for the company clerks, servants and workers or sparing it as extraordinary reserves. In accordance with the art.no.519/2 (c) provision of the Turkish Trade Act, 10% of the total amount to be distributed to those who get share from the profit is added to the legal reserves. Provisions of the clause 3 of the article 519 of the Turkish Trade Act are separated. Provisions of the Capital Market legislation for the distribution of profit were reserved. Optional reserves to be spared by the company are subject to the provisions of the art.no.521 of the Turkish Trade Act. It is the General Assembly that decides on when and how the annual profit will be distributed to the partners complying with the regulations of the Capital Markets Board and on Board of Directors' request. The profit distributed in accordance with the provisions of this Articles of Incorporation cannot be irrecoverable. Unless the reserves required to be spared in accordance with the Turkish Trade Act and the first dividend for the shareholders specified in this article are spared, general assembly cannot decide on sparing any other reserves and/or shifting profits to the next year. 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8. Shareholders have been informed that General Manager is a natural member of the Board of Directors under Article 4-1 of the Insurance Law no. 5684 and the number of independent members on the Board of Directors must not be less than one third of the total number of members due to the fact that the Company is included among Group 1 companies pursuant to the Corporate Governance Communiqué no. II-17.1 within the scope of the Capital Markets Board decision no. 4/97 dated 21 January 2021. Statement was made on the existence of a motion in relation to the election of Board of Directors members. The motion regarding the election of Board members and determining their terms of office was read out.

In addition to Mr. Zekai Mehmet Tuğtan, General Manager, the natural member of the Board of Directors under Article 4-1 of the Insurance Law no. 5684.

In line with the motion entered for the approval of the General Assembly; Candidates who have written declarations that they accept the duty to the Board of Directors members to be appointed in 2025:

Ms. Füsün Tümsavaş

Ms. Filiz Tiryakioğlu

Mr. Gökhan Kahraman

Ms. Zeliha Göker

Ms. Özge Küllah Kurtuluş

In addition, the following individuals have been elected as independent Board members within the frame of the Corporate Governance Communiqué (II-17.1):

Ms. Prof. Dr. Ferda Yerdelen Tatoğlu

Ms. Prof. Dr. Seda Ertaç Güler

Mr. Dr. Nesip İlker Altıntaş

As a result of the voting, Board Members were elected to serve until 31 March 2026 by majority votes on the basis of 30.904.520 negative votes and 326.162.174,006 affirmative votes.

9. Members of the Board of Directors were authorized by majority votes on the basis of 913.220 negative votes and 356.153.474,006 affirmative to carry out the transactions set out in Articles 395 and 396 of the Turkish Commercial Code.
10. It was agreed to pay Board members a monthly gross salary of TL 145,000 from 1 April 2025 and reservation of all monthly paid rights of those elected as Board member from our company staff by majority of votes on the basis of 326.377.944,006 affirmative votes against 30.688.750 negative votes.
11. PWC Bağımsız Denetim Ve Serbest Muhasebeci Mali Müşavirlik A.Ş, designated by the Board of Directors as the external independent audit firm and the sustainability assurance audit service for the year 2025 for the reports to be prepared in accordance with the Turkish Sustainability Reporting Standards published by the Public Oversight, Accounting and Auditing Standards Authority, was approved by majority of votes on the basis of 355.210.629,006 affirmative votes against 1.856.065 negative votes.
12. It was informed that our Company donated TL 80,000 (Eighty Thousand TL) in 2024.
13. It was approved to set the donation limit for 2025 as TL 2,400,000 by majority of votes on the basis of 326.374.044,006 affirmative votes against 30.692.650 negative votes.

Since there were no other topics to be discussed on the agenda, the meeting was concluded by the Meeting Chair Ms. Füsün Tümsavaş.

26 March 2025

MINISTRY REPRESENTATIVE

Hakan Özkan

MEETING CHAIR

Füsün Tümsavaş

VOTE COLLECTORS

İbrahim Erdem Esenkaya

Fulya Öztürk

MINUTES CLARK

Ayşen Aygöl

Madde			
No	Katılımcı	Pay Sahibi	Muhalefet Şerhi
2.1	GÜRSOY HAFIZOĞLU	GÜRSOY HAFIZOĞLU	İş Bankası Grubu olarak, Allah gelmişinizin geçmişinizin belasını versin inşallah; versin ki insanların haklarına uzanan elleriniz kırılsın.
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