## BİM BİRLEŞİK MAĞAZALAR A.Ş. INVITATION TO EXTRAORDINARY GENERAL ASSEMBLY MEETING DATED 30.06.2025

The Extraordinary General Assembly Meeting of our Company will be held at 10:00 on June 30, 2025, Monday in the Company head office at the address Abdurrahmangazi Mah. Ebubekir Cad. No.73 Sancaktepe-Istanbul in order to discuss the agenda detailed below.

In accordance with Article 417 of the Turkish Commercial Code ("TCC") (Law No: 6102) and the provisions of the Capital Markets Board's Communiqué II-13.1, titled "Procedures and Principles for the Book-Keeping of Dematerialized Capital Market Instruments," the list of shareholders entitled to attend the General Assembly will be prepared based on the "Shareholders Schedule" provided by the Central Registry Agency ("CRA"). Further information on this matter may be obtained from the Central Securities Depository or through the website <a href="https://www.mkk.com.tr">www.mkk.com.tr</a>.

In accordance with Article 415 of the TCC, shareholders whose names appear on the list of shareholders prepared in compliance with the regulations of the CRA and whose shares have been dematerialized may attend the Extraordinary General Assembly Meeting, either in person or through their representatives. For attendance, individuals must present a valid identification, and legal entity representatives are required to provide a power of attorney.

Shareholders who possess an electronic signature will also have the option to participate in the Extraordinary General Assembly Meeting electronically. Shareholders wishing to vote via the Electronic General Assembly System may obtain the necessary information regarding their obligations under the relevant Regulations and Communiqué from the Central Registry Agency or by visiting the website <a href="https://www.mkk.com.tr">www.mkk.com.tr</a>.

Shareholders who are unable to attend the meeting in person may exercise their voting rights through a proxy. To do so, they must prepare their proxy documents in accordance with the template provided in the annex or obtain the proxy form from our Company's headquarters or from the Company's website at <a href="https://www.bim.com.tr/Categories/105/yatirimci-iliskileri.aspx">https://www.bim.com.tr/Categories/105/yatirimci-iliskileri.aspx</a>. Additionally, in compliance with the provisions set forth in the Capital Markets Board's Communiqué II-30.1 titled "Voting by Proxy and Proxy Solicitation", published in the Official Gazette on December 24, 2013 (Issue 28861), shareholders must fulfill the requirements outlined therein, including the submission of a notarized power of attorney to the Company.

In accordance with the fourth paragraph of Article 415 of the TCC and the first paragraph of Article 30 of the Capital Markets Law, the right to attend the General Assembly and vote is not contingent upon the deposit of share certificates. Therefore, shareholders wishing to attend the General Assembly Meeting are not required to block their shares. Unless otherwise stated with regard to electronic voting for the agenda

items, the voting at the Extraordinary General Assembly will be conducted through a show of hands (open vote).

The CMB-approved Announcement Text regarding the Simplified Demerger Procedure through our Company's Subsidiary Model, the Partial Demerger Agreement, the Partial Demerger Report, the financial statements for the last three years, the Independent Auditor's Reports, and the General Assembly Information Document will be made available for the review of shareholders at the Company's headquarters, on the Company's website at <a href="https://www.bim.com.tr/Categories/105/yatirimci-iliskileri.aspx">https://www.bim.com.tr/Categories/105/yatirimci-iliskileri.aspx</a>, and on the CRA's Electronic General Assembly System no later than 30 days prior to the Extraordinary General Assembly meeting date, excluding the date of announcement and the meeting date.

## Agenda:

- 1. Opening and establishment of the meeting chairmanship, granting authorization to the Chairmanship to sign the General Assembly documents,
- 2. Regarding the partial demerger to be discussed under agenda item 3; informing the shareholders about the Right to Examine, the Partial Demerger Report, the Partial Demerger Agreement, the Certified Public Accountant Report, and the financial reports within the scope of the Turkish Commercial Code No. 6102 ("TCC"), and informing them that no right of separation has arisen pursuant to the Capital Markets Board's ("CMB") Communiqué No. II-23.3 on "Common Principles Regarding Material Transactions and Right of Separation",
- 3. Discussion and approval of the Partial Demerger Agreement, Joint Partial Demerger Report, Certified Public Accountant Report, which were prepared in accordance with Articles 159 to 179 of the Turkish Commercial Code regulating the demerger process, the Capital Markets Law, the Capital Markets Board's Communiqué No. II-23.2 on Mergers and Demergers, the Trade Registry Regulation, and other relevant legislation, and which foresee the transfer of the "FİLE Market İşletmesi" registered in our Company's assets to FİLE Market Mağazacılık A.Ş. through a partial demerger via the subsidiary model,
- **4.** Discussion and approval of the transfer of the "FİLE Market İşletmesi," registered in our Company's assets, to FİLE Market Mağazacılık A.Ş., registered with the Istanbul Trade Registry Office under the registration number 1074994, as a result of the aforementioned partial demerger,
- **5.** Discussion and approval of the issuance of 564,206,465 new shares, each with a nominal value of 0.01 TL, totaling a nominal value of 5,642,064.65 TL, to be granted to our Company in exchange for the transfer of the FİLE Market İşletmesi as a result of the aforementioned partial demerger, through a capital increase to be carried out in FİLE Market Mağazacılık A.Ş.,
- **6.** Discussion and approval of issue that no capital decrease is required for our Company due to the fact that the shares to be issued by FİLE Market

Mağazacılık A.Ş. will be given to our Company as a result of the aforementioned partial demerger,

7. Wishes and closing remarks.