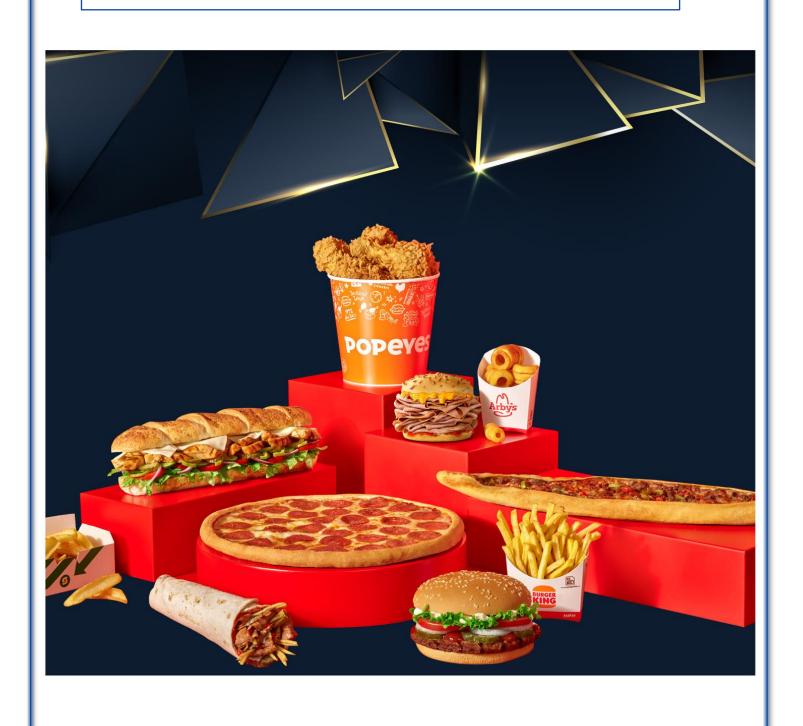
# TAB GIDA SANAYİ VE TİCARET ANONİM ŞİRKETİ BOARD OF DIRECTORS

01.01.2025 - 30.09.2025 PERIOD

### **INTERIM REPORT**





### **TABLE OF CONTENTS**

Report Period	3
TAB Gıda and Areas of Activity in Brief	
Information about Food Service Market	4
Capital and Shareholding Structure	5
Information on Associates / Subsidiaries and Ownership Ratios	6
Organization Chart	6
Board of Directors, Committees and Senior Management	7
Human Resources	12
Research and Development Activities	12
Company Activities and Important Developments Related to Operations	13
Summary Financial Information	15
Risks and Assessment of the Governing Body	17
Additional Information as Parent Company in a Group of Companies	18
Other Matters	18



#### **Report Period**

The accounting period to which the report relates is 1 January 2025 – 30 September 2025. Report date: 30.10.2025

#### **Company Information**

Trade Name	:	TAB Gıda Sanayi ve Ticaret Anonim Şirketi
Year / Place of Registration	:	1994 / Istanbul
Trade Registry Number	:	316680
Central Registration System (MERSIS) Number	:	0815003790200094
Issued Capital	:	261,292,000 TL
Registered Capital Ceiling	:	TL 1,100,000,000
Center Address	:	Dikilitaş, Emirhan Cd. No:109, Kat:2-3 34349 Beşiktaş/Istanbul
Website	:	www.tabgida.com.tr
E-mail	:	info@tabgida.com.tr
Contact Information	:	Telephone No: 0 (212) 310 66 00, Fax No: 0 (212) 236 56 45
Branch Information		As of 30.09.2025, the Company has a total of 1,975 restaurants, 1,097 of which are operated by TAB Gida and 878 by franchisees.



#### **TAB Gida and Areas of Activity in Brief**

TAB Gida has been operating uninterruptedly since 1994 to contribute to the development of the QSR industry in Türkiye, bringing globally-recognized brands to consumers in the country, as well as making high-quality local flavors accessible to all through its own established brands.

**1995:** TAB Gida gained momentum in 1995 after acquiring the master franchise rights of the globally renowned fast food chain Burger King® and bringing this legendary brand to Turkey for enthusiasts to enjoy. Burger King® has shortly become the go-to address for high-quality and affordable menus, enlarged its fan-base and expanded its restaurant chain throughout the country. As one of the leaders in Turkey's QSR industry, today Burger King serves its recipes at more than 750 restaurants all around the country.

**2006:** Having successfully established Burger King® as one of Turkey's most beloved brands, TAB Gida subsequently introduced the world-famous Italian restaurant chain, Sbarro® to the country. Sbarro quickly gained popularity among Turkish consumers, and it currently brings a taste of Naples at 130 restaurants nationwide.

**2007:** TAB Gida brought Popeyes®, one of world's most recognized quick service restaurant chains offering original Louisiana recipes, to Turkey. Consumers in Turkey embraced the crispy and freshly served flavors of Popeyes®. Today, Popeyes® serves at over 350 locations across the country.

**2010:** Arby's®, home to extraordinary and hearty food, began serving its delicious flavors to customers in Turkey under TAB Gıda' assurance. Arby's® has since become the preferred destination for meat lovers, offering the most special form of roasted beef and a wide range of unique products to its fans at nearly 130 restaurants.

**2013:** TAB Gida leveraged its two decades of experience in the QSR industry to establish Usta Dönerci®, Turkey's premier döner restaurant chain. Usta Dönerci® brings together the best of traditional food with the quick service restaurant experience consumers demand today, and uphold its motto of "delicious meat from reliable sources, fast service, affordable prices" at over 160 locations throughout the country.

**2019:** TAB Gida established it's second brand Usta Pideci® to offer delicious pide selections and delicatessen products for local food enthusiasts to enjoy with ease of mind.

**2022:** TAB Gida continued expanding its global brand portfolio by adding Subway®, one of world's most recognized quick-service restaurant chains. With the backing of TAB Gida's 25 years of experience, Subway® fans in Turkey enjoy the chain's freshly made sandwiches, wraps, and salads at over 80 locations throughout the country.

#### **Information About Quick Service Restaurant Sector**

The quick service restaurant (QSR) sector is a dynamic and competitive market that continues to grow both globally and in Türkiye. As of 2024, the size of the global sector is estimated to be around 1 trillion dollars. Globally, the sector is expected to grow at a compound annual rate of 9%, exceeding \$1.9 trillion in size by 2032. The sector is constantly expanding, especially with the impact of digitalization, changes in consumer habits and urbanization.

A similar momentum is observed in Türkiye, where demand for quick service restaurants has increased in recent years. The increasing rate of urbanization, the role of women in business life, the need to save time



and technological advances in food ordering systems are among the main factors supporting the development of the sector.

The proliferation of digital ordering channels and the increase in mobile applications and online platforms enable easier and faster services to consumers. The development of home delivery and takeaway service in particular is causing radical changes in the operational strategies of restaurants.

By closely following these changing dynamics in the sector, TAB Gida maintained its leading position in the market in 2024. With over 30 years of experience, a strong operational infrastructure and the importance it attaches to innovation, the Company reaches a wide customer base and improves the user experience in online and mobile orders by continuously developing its digital ordering channels.

Utilizing advanced technologies to make home delivery and takeaway operations more efficient, TAB Gida also constantly diversifies its menus by closely following sustainability and changing nutritional trends. The Company also supports its operations with eco-friendly practices.

Innovative solutions such as Al-supported order and logistics management and digital loyalty programs are expected to play an important role in TAB Gida's sustainable growth in the coming period.

#### **Capital and Shareholding Structure**

The shareholder structure of the Company as of 30.09.2025 is shown below:

	30 Septem	30 September 2025		
Company Name	Share (%)	TL		
TFI TAB Gıda Yatırımları A.Ş.	79.91%	208,792,000		
Publicly traded	20.09%	52,500,000		
TOTAL	100.00%	261,292,000		

#### **Changes in Capital and Shareholder Structure during the Period**

There has been no change in the capital structure of the Company for the period 01.01.2025 - 30.09.2025.

#### Explanations on the Company's privileged shares and voting rights of the shares:

As of 30 September 2025, TFI TAB Gida Yatırımları A.Ş. is the only shareholder whose direct share in the Company's share capital and voting rights is above 5%. TFI TAB Gida Yatırımları A.Ş. owns 79.91% of the Company's shares, consisting of 40,000,000 Group (A) shares and 168,792,000 Group (B) shares. Group (A) shareholders have the privilege to nominate candidates to the board of directors and to vote in the general assembly. Group B shares do not have any privileges.

#### **Privilege to Nominate Candidates to the Board of Directors**

Pursuant to Article 11 of the Company's Articles of Association titled "Board of Directors", Group (A) privileged shareholders have the privilege to nominate half of the number of board members.



#### **Voting Privilege**

Pursuant to Article 16 of the Company's Articles of Association titled "Meeting and Resolution Quorum and Voting Rights at General Assembly Meetings"; Group (A) privileged shareholders have 5 (five) voting rights at General Assembly meetings.

**Information on Associates / Subsidiaries and Ownership Ratios** 

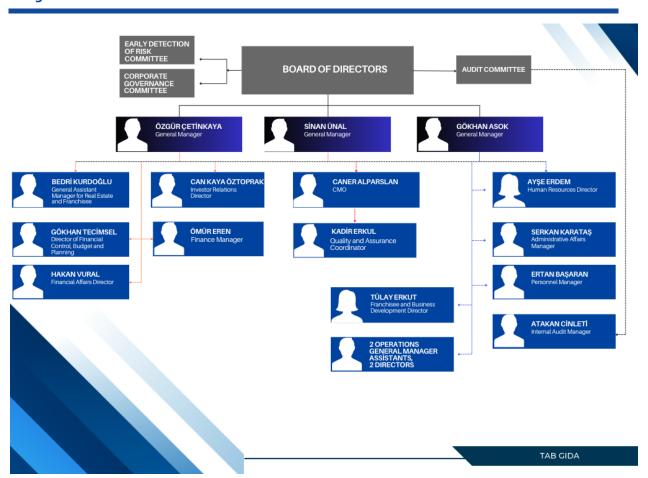
Information on the Company's direct or indirect subsidiaries / affiliates and their shareholding rates, information on the shares of transactions subject to consolidation in the parent company's capital:

Information on the Company's subsidiaries and foreign branches is as follows

Trade Name	Capital	Share Capital Owned (%)	Owned Capital	Field of Activity
TAB Georgia LLC	10,000 GEL	100%	10,000 GEL	Quick Service Restaurants
TAB Limited Makedonija Dooel Petrovec	419,256 MKD	100%	419,256 MKD	Quick Service Restaurants

GEL: Georgian Lari MKD: Macedonian Denar

#### **Organization Chart**







#### **Operating Principles of the Board of Directors**

The members of the Board of Directors were elected at the General Assembly dated 29 December 2023 for a term of 3 years. The members of the Board of Directors and the start and end of their terms of office are determined at the ordinary general assembly meeting. The Board of Directors conducts its activities in a transparent, accountable, fair and responsible manner. The Board of Directors convenes as often as it can effectively fulfill its duties. In the first 9 months of 2025, the Board of Directors took a total of 236 resolutions.

The Company's Articles of Association, the provisions of the Turkish Commercial Code and the regulations of the Capital Markets Board shall be complied with respect to the meeting format, meeting and decision quorums, voting, duties and authorities of the Board of Directors.

Independent Board Members were elected to serve for 3 years at the first General Assembly dated 29 December 2023 after the public offering. No loss of independence has occurred during the relevant activity period.

#### **Structure and Composition of the Board of Directors**

At the 2022 Ordinary General Assembly Meeting held on 29 December 2023, in order to comply with the Corporate Governance Communiqué, it was decided that the Company's Board of Directors would consist of 6 members and the members of the Board of Directors were elected to serve for 3 years as stated above.

Name	Executive / Non-executive	Independence Status	General Assembly at which he/she was appointed	Term	Duties in the Board of Directors and Committees
Erhan KURDOĞLU	Non-executive	Not Independent Member	29.12.2023	3 Years	Chairman of the Board of Directors
Korhan KURDOĞLU	Non-executive	Not Independent Member	29.12.2023	3 Years	Vice Chairman of the Board of Directors
Recep Caner DİKİCİ	Non-executive	Not Independent Member	29.12.2023	3 Years	Board Member, Corporate Governance Committee Member, Early Detection of Risk Committee Member
Muhammed Furkan ÜNAL	Non-executive	Not Independent Member	29.12.2023	3 Years	Board Member, Corporate Governance Committee Member, Early Detection of Risk Committee Member
Halil Doğan BOLAK	Non-executive	Independent Member	29.12.2023	3 Years	Board Member, Chairman of the Audit Committee, Chairman of the Early Detection of Risk Committee
Ayşe Ayşin IŞIKGECE	Non-executive	Independent Member	29.12.2023	3 Years	Board Member, Chairman of the Corporate Governance Committee, Member of the Audit Committee

#### Erhan KURDOĞLU (Chairman of the Board)

Erhan Kurdoğlu is the Chairman of the Board of Directors, Founding Member and Chairman of the Board of Directors of TFI TAB Gıda. In 1987, Mr. Kurdoğlu joined Ata İnşaat San. ve Tic. A.Ş. and founded Ekur İnşaat Sanayi ve Ticaret A.Ş. in 1993. Following the establishment of TAB Gıda in 1994, the Company acquired the master franchise rights of Burger King in Türkiye in 1995. Mr. Kurdoğlu holds a degree in Civil Engineering from the University of Miami. Other companies he has worked for include Atakey Patates Gıda Sanayi Tic. A.Ş., Reklam Üssü Reklam Ajansı Prodüksiyon Danışmanlık Organizasyon Sanayi Ve Dış Ticaret A.Ş., Fasdat Gıda Dağıtım Sanayi Ve Ticaret A.Ş., Ekur Et Entegre Sanayi Ve Ticaret A.Ş., Ekmek Unlu Gıda Sanayi Ve Ticaret Anonim Şirketi, TFI Tab Gıda - Mes Mutfak Ekip. San ve Serv. Hizm. Tic. A.Ş., Ata Portföy Yönetimi A.Ş. Işık Ata Turizm ve Tic. A.Ş., Ata GYO A.Ş. - Ekur İnşaat San ve Tic. A.Ş., Ata Holding A.Ş., Atp Ticari Bilgisayar Ağı ve Elektrik Güç Kaynakları Üretim Pazarlama ve Tic. A.Ş., Ata Gayrimenkul Geliştirme



Yat. A.Ş., Bedela İnşaat ve Tic A.Ş. - Entegre Harç San A.Ş., Donna Giyim San. A.Ş., Seri İnşaat ve Tic. A.Ş., AtaSancak A.Ş., Kurdoğlu Construction Tur. Tic. A.Ş., - İzmir Enternasyonel Otelcilik A.Ş. - Ata İnşaat San ve Tic. A.Ş., Ata Express, Fasdat Sebze, Yamata İnşaat Sanayi Ve Ticaret Anonim Şirketi, TFI Asia Holdings Coöperatief U.A - TFI Asia Holdings B.V.

#### Korhan KURDOĞLU (Vice Chairman)

Korhan Kurdoğlu serves as Vice Chairman of the Board of Directors. He is a Founding Member and Co-Founder of TFI TAB Gıda. Mr. Kurdoğlu is the Chairman of the Türkiye - China Business Council of the Foreign Economic Relations Board of Türkiye and the Chairman of the China Network of the Turkish Industrialists' and Businessmen's Association (TÜSİAD). In 1987, Korhan Kurdoğlu graduated from the University of Miami with a degree in Civil Engineering and received his master's degree in International Relations from Columbia University. Other companies he has worked for are Ata Holding A.Ş., Atp Ticari Bilgisayar Ağı ve Elektrik ve Güç Kaynakları Üretim Pazarlama ve Ticaret Anonim Şirketi, Ata Gayrimenul Geliştirme Yatırım ve İnşaat Anonim Şirketi, Entegre Harç Sanayi ve Ticaret A.Ş., Ata İnşaat San ve Tic. A.Ş., Ata Express Elektronik İletişim Tanitim Pazarlama Dağitim Sanayi Ve Ticaret Anonim Şirketi, Arbeta Turizm Organizasyon Ve Ticaret A.S., Yamata İnşaat Sanayi Ve Ticaret Anonim Şirketi, Bedela İnşaat ve Tic A.Ş., Entegre Harc Sanayi ve Ticaret A.Ş., Donna Giyim Sanayi ve Ticaret A.Ş., Seri İnşaat ve Tic. A.Ş., Kurdoğlu İnşaat Turizm Ticaret Anonim Şirketi, İzmir Enternasyonel Otelcilik A.Ş., Ata İnşaat San ve Tic. A.Ş., Işık Ata Turizm ve Ticaret Anonim Şirketi, Ata Gayrimenkul Yatırım Ortaklığı Anonim Şirketi, Atakey Patates Gıda Sanayi Tic. A.Ş., Reklam Üssü Reklam Ajansı Prodüksiyon Danışmanlık Organizasyon Sanayi Ve Dış Ticaret A.Ş., Fasdat Gıda Dağıtım Sanayi Ve Ticaret A.Ş., Ekur Et Entegre Sanayi Ve Ticaret A.Ş., Ekmek Unlu Gida Sanayi Ve Ticaret Anonim Şirketi, TFI Tab Gıda Yatırımları Anonim Şirketi, Fasdat Sebze Doğrama Ambalaj Sanayi Ve Ticaret Anonim Şirketi, Ekur İnşaat San ve Tic. A.Ş., Mes Mutfak Ekip. San. and Serv. Hizm. Tic. A.Ş, TFI Asia Holdings Coöperatief U.A.

#### Recep Caner DİKİCİ (Board Member)

Recep Caner Dikici has been serving as a Board Member since April 2023, after serving as TAB Gida CEO between 2004 and 2023. Prior to joining TAB Gida, Mr. Dikici was the founder of KOÇ-ATA Farm and previously managed Ata İnşaat sawmill operations. Recep Caner Dikici holds a Bachelor's degree in Electrical and Electronics Engineering from Middle East Technical University and a Master's degree in Electronics Engineering from Michigan Technological University. He also holds an associate degree in Agriculture from Eskişehir Anadolu University and an associate degree in Gastronomy from the same university. In addition to his duties at TAB Gida, Mr. Dikici is a Board Member at TFI TAB Gida Yatırımları A.Ş., and a Board Member at AtaSancak A.Ş.

#### Muhammed Furkan ÜNAL (Board Member)

Furkan Ünal has been a member of TAB Gıda Board of Directors since April 2023. He has also been serving as Group CFO at TFI TAB Gıda since December 2022. Prior to his position at TFI TAB Gıda, Furkan Ünal served as CFO at Kardemir for 5 years, Assistant General Manager in charge of Corporate Finance and Investments and Executive Board Member at AktifBank, and Chief Advisor to the Board of Directors at TAIB Bank, a subsidiary of Dubai Group. Mr. Ünal is currently an Independent Board Member at two different banks in Bosnia-Herzegovina and Kazakhstan and an Advisory Board Member at a company listed on the US NASDAQ stock exchange. After completing his engineering degree, Furkan Ünal received his MBA-Finance master's degree from Bilgi University and continues his doctoral studies at the same university.

#### Halil Doğan BOLAK (Independent Board Member)

Halil Doğan Bolak joined TAB Gıda as an Independent Board Member in December 2023. A 1979 graduate of Istanbul Robert College High School, Halil Doğan Bolak received his Bachelor's degree in Physical Optics Engineering from the Institute of Optics, School of Engineering and Applied Sciences, University of



Rochester in 1983, and graduated from the Simon School of Business, University of Rochester in 1985 with a "Beta Gamma Sigma" MBA degree in Quantitative Finance and Management Information Systems. Between 1985 and 1999, Mr. Bolak served in various technical, operational and general management positions as a third-generation family member in the family-owned Türkpetrol Group. Mr. Bolak worked during the growth period of a leading securities and banking software producer in Türkiye and served as its General Manager for a period. From 2013 to 2023, Mr. Bolak was the co-founder and CTO of Invstr, a London, UK-based retail investment services fintech. From 2013 to 2016, Mr. Bolak was a Senior Advisor in M&A at Mediobanca S.p.A., a leading investment bank in Italy, and is currently the co-founder of B4YO (www.b4yocapital.com), an early-stage VC in Türkiye, targeting investments in startups where partners' experience, expertise and networks can be of significant benefit. B4YO manages a Turkish VC fund with more than 40 investors and has made seven investments to date. Mr. Bolak is a trustee of the Turkish Education Foundation and an executive trustee of the Türkpetrol Foundation. Bolak is married with three children and is a member of the Council Committee of Galatasaray Sports Club.

#### **Ayşe Ayşin IŞIKGECE (Independent Board Member)**

Ayşe Ayşin Işıkgece graduated from Hacettepe University, Faculty of Economics and Administrative Sciences, Department of Economics in 1990. She began her professional career in the retail sector in 1991. After working for five years at Gima A.Ş. in the Research, Planning, Coordination, and Food Purchasing departments, she continued her career at Metro Cash & Carry between 1996 and 2016, eventually rising to the position of Group Purchasing Director for Fresh Products.

In 2016, she joined CarrefourSA as an Executive Committee Member and Deputy General Manager responsible for Food Purchasing.

In 2018, Işıkgece was appointed as the General Manager and Chairperson of the Board of the General Directorate of Agricultural Enterprises (TİGEM). Between January 2021 and April 2022, she served as Deputy Minister at the Ministry of Agriculture and Forestry.

Throughout her career, Işıkgece has developed numerous projects to raise awareness about protecting local and regional products, preserving them for future generations, and supporting sustainable agriculture.

She currently continues her professional journey as an Independent Board Member, Strategy Consultant, Mentor, and a Board Member of the Women on Board Association.

Işıkgece is married and has one child.

#### **Board Committees**

At the meeting of our Company's Board of Directors dated 24.01.2024;

- To establish an Audit Committee, a Corporate Governance Committee and an Early Detection of Risk Committee within the scope of the Capital Markets Law No. 6362, the Turkish Commercial Code No. 6102, the Corporate Governance Communiqué (II-17.1) and the Corporate Governance Principles included in the said Communiqué and the provisions of other regulations of the Capital Markets Board,
- To accept the working principles of the Audit Committee, Corporate Governance Committee and Early
  Detection of Risk Committee established within our Company as attached to this resolution,
- Within the framework of the provisions of the Capital Markets Board's Corporate Governance Communiqué (II-17.1) ("Communiqué");



The Corporate Governance Committee to be composed of four members, the following
members and the investor relations department manager to take part in the said committee,
and the Corporate Governance Committee to fulfill the duties of the Nomination Committee
and the Remuneration Committee as described in the Communiqué,

Chairperson of the Corporate Governance Committee	Ayşe Ayşin IŞIKGECE	Independent Board Member
Corporate Governance Committee Member	Recep Caner DİKİCİ	Board Member
Corporate Governance Committee Member	M. Furkan ÜNAL	Board Member
Corporate Governance Committee Member	Can Kaya ÖZTOPRAK	Investor Relations Department Manager

• **The Audit Committee to** be composed of two independent members of the Board of Directors and the following members to take part in the aforementioned committee,

Chairperson of the Audit Committee	Halil Dogan BOLAK	Independent Board Member
Audit Committee Member	Ayşe Ayşin IŞIKGECE	Independent Board Member

• The Early Detection of Risk Committee to consist of three members and the following members to take part in the said committee,

Chairperson of the Early Detection of Risk Committee	Halil Dogan BOLAK	Independent Board Member
Early Detection of Risk Committee Member	Recep Caner DİKİCİ	Board Member
Early Detection of Risk Committee Member	M. Furkan ÜNAL	Board Member

#### **Corporate Governance Committee**

The Corporate Governance Committee was established to determine whether the corporate governance principles are implemented in our Company, if not, to determine the reasons thereof and the conflicts of interest arising from the failure to fully comply with these principles, to make recommendations to the Board of Directors to improve corporate governance practices, and to oversee the work of the investor relations department.

To the extent possible in accordance with the Corporate Governance Principles, the Corporate Governance Committee will also fulfill the duties of the Nomination Committee and the Remuneration Committee, since a separate Nomination Committee and Remuneration Committee have not been established due to the structure of the Company's Board of Directors.

The Corporate Governance Committee convenes at least four times a year, at least once every three months, and the meeting results are recorded in minutes and submitted to the Board of Directors. The decisions of the Committee are advisory to the Board of Directors and the Board of Directors is the final decision-making authority on related matters.



#### **Audit Committee**

The Audit Committee was established to oversee the Company's accounting system, public disclosure of financial information, independent auditing and the design and effectiveness of the Company's internal control environment and internal audit department.

The Audit Committee convenes at least four times a year, at least quarterly, and the results of the meetings are recorded in minutes and submitted to the Board of Directors. The decisions of the Committee are advisory to the Board of Directors and the Board of Directors is the final decision-making authority on related matters.

The Committee ensures that the Board of Directors is informed about matters falling within its authority and responsibility.

#### **Early Detection of Risk Committee**

The company has designed a risk management governance and operating framework to actively manage risks within the enterprise's risk tolerance levels. The Early Detection of Risk Committee was established for the purpose of early detection of risks that may jeopardize the existence, development, and continuity of the Company, taking necessary measures against detected risks and managing the risks.

The Early Detection of Risk Committee convenes at least six times a year, at least once every two months, and the meeting results are recorded in minutes and submitted to the Board of Directors. The decisions of the Committee are advisory to the Board of Directors and the Board of Directors is the final decision-making authority on related matters.

The Committee ensures that the Board of Directors is informed about matters falling within its authority and responsibility.

# Information on the Transactions of the Members of the Governing Body and Prohibition of Competition

The members of the Board of Directors do not have any transactions with the Company on their own behalf or on behalf of others, or any activities within the scope of the prohibition of competition.



#### **Information on Senior Management:**

The Group's senior management consists of 10 members and their details are given below.

Name Surname	Title
Özgür ÇETİNKAYA	General Manager in charge of Finance, Financial Affairs, Franchise, and Investor Relations
Sinan ÜNAL	General Manager Responsible for Marketing, Quality Assurance, Takeaway Services, Corporate Commercial Relations, and Customer Relations
Hamit Gökhan ASOK	General Manager Responsible for Field Operations, Family Businesses, Human Resources, Internal Audit and Administrative Affairs/Information Technologies
Tarık Mesut YÜZBAŞ	Assistant General Manager of Operations - Burger King
Cihan BIÇAK	Assistant General Manager of Operations - Popeyes
Bedri KURDOĞLU	Assistant General Manager – Real Estate and Franchise
Ufuk ERHANOĞLU	Operations Director - Sbarro, Usta Dönerci, Usta Pideci, Franchise-1 Restaurants
Caner ALPASLAN	CMO (General Manager - Reklam Üssü Reklam Aj.Prd.Dan.Org.San.Ve Dış Tic.AŞ)
Tülay ERKUT	Franchise-2 Restaurant Operations Director
Mesut KARAARSLAN	Operations Director – Arby's

#### Financial Rights Provided to the Members of the Governing Body and Senior Executives

As of 30 September 2025, total remuneration and similar benefits provided to key management amounting to TL 84,490,560 (30 September 2024: TL 75,466,963).

#### **Human Resources**

#### Number of personnel, collective bargaining practices:

As of 30 September 2025, the average number of employees working during the year is 18,134 and these employees are employed in the head office, restaurants operated by the company and the company's foreign operations. (31 December 2024: 15,454).

There is no collective bargaining.

#### **Research and Development Activities**

As part of its strategy, the Company focuses on product development activities. To this end, the Company conducts research, new product projects, improvement and development of existing products and differentiation activities. The Company determines new product ideas by closely following both its sector experience and global trends.

In addition, the company does not sponsor any research and development activities.



#### **Company Activities and Important Developments Related to Operations**

If an extraordinary general assembly meeting was held during the period, information on the extraordinary general assembly meeting, including the date of the meeting, the decisions taken at the meeting and the transactions made in relation to the meeting:

No such general assembly meeting took place.

#### Information on investments made by the Company in the related accounting period:

The breakdown of the Company's total capital expenditures for the period 01.01.2025 - 30.09.2025 is presented in the table below.

Investment Type	30 September 202	
Investment Type	Amount (TL)	
Plant, machinery and equipment	637,149,767	
Vehicles	14,391,329	
Fixtures	661,960,444	
Leasehold improvements	1,501,823,409	
Investments in progress	146,027,125	
Intangible assets	183,790,386	
Total	3,145,142,460	

# The entity's sources of financing and the nature and amount of capital market instruments issued, if any:

In addition to the sources generated from its operations, the Company utilizes a relatively small amount of loans as a source of external financing. In addition, the Company has realized a public offering in Borsa Istanbul in October 2023 and obtained public offering income of TL 3,635,506,875 through capital increase method.

### Information on the Company's internal control system and internal audit activities and the opinion of the management body on this matter:

In the first 9 months of 2025, a total of 1,891 regular and cause-related inspections were carried out for restaurants. The necessary steps to resolve the critical issues identified as a result of these audits were meticulously taken and successfully finalized. In addition, in the first 9 months of 2025, 5 project studies were completed to improve the critical processes identified in the first 9 months of 2025 and 4 project studies are ongoing.

### Information on corporate social responsibility activities related to social rights and vocational training of employees and other company activities that have social and environmental consequences

Corporate social responsibility activities related to the social rights and vocational training of the Company's employees and other Company activities that have social and environmental consequences are defined in the Social Compliance Policy, which is also published on our website.



With this Policy, it is aimed to commit that the principles adopted by Tab Gida as corporate responsibility based on the rules and principles of the International Labor Organization (ILO) and the processes implemented based on these principles will be fulfilled together with all employees and third-party stakeholders.

The Policy aims to become a corporate culture; the Policy commits employees and third-party stakeholders to apply all rules arising from obligations and standards within the framework of the legislation, to comply with occupational health and safety rules, to be sensitive to the environment, to ensure open and honest communication between employees, and to create a workplace that is respected and valued. Within this framework, the Policy covers the following principles:

- Fair Wage
- Occupational Health and Safety
- Working Hours and Forced Labor
- Child Labor (Underage Workers)
- Ethical Business Behavior
- Right to Organize and Trade Unionization
- Non-Discrimination
- Environmental Protection
- Employment Contract (Employer Contract)

#### **Explanation on the Company's own shares acquired:**

As part of the share buyback program launched on 9 October 2024, the Company bought back a total of TABGD shares with a nominal value of TL 226,000 as of 30 September 2025. The bought back shares correspond to 0.0865% of the Company's share capital.

#### Explanations on special and public audits conducted during the accounting period:

The Company has not been subject to special audit and public audit within the period 01.01.2025-30.09.2025.

Information about the lawsuits filed against the Company that may affect the financial status and operations of the Company and their possible outcomes:

There are no lawsuits that may affect the financial status and activities of the Company.

#### **Information on Related Party Transactions:**

The Group enters into various transactions with related parties in the ordinary course of business. The Company has a number of operational and financial relationships with its related parties. Receivables and payables from related parties arising from operational activities generally arise from ordinary course of business. These transactions are as follows:

 Purchases from related parties: TAB Gida supplies meat, bread, fresh vegetables, and other fastfood products for its restaurants through Fasdat Gida. It purchases machinery and equipment from MES Mutfak. Ekur provides construction, remodeling, renovation, and project drawing services for TAB Gida restaurants prior to restaurant openings. Marketing, promotion, and advertising activities of TAB Gida products are carried out by Reklam Üssü.



- Commissions received from related parties: TAB Gida receives royalties on the turnover of related party franchise restaurants at a predetermined fixed rate.
- Other significant transactions with related parties: TAB Gıda receives information technology services related to cash registers in restaurants. In addition, the Group's information technology services and IT based transactions are provided by ATP Commercial Information Network and Elek. Power. Resources A.Ş. TAB Gıda's takeaway service is provided by Ata Express Elektronik İletişim Tanıtım Pazarlama Dağıtım San. ve Tic. A.Ş. Üründül Elektrik Enerjisi Toptan Satış A.Ş. provides electricity services for TAB Gıda restaurants. Ra Gıda Tur. San. Tic. Ltd. Şti. is a sub-franchisee related party of TAB Gıda.

Balances due from and due to related parties will be settled in cash and no collateral has been received or given. There is no provision for doubtful receivables in the current year for receivables from related parties.

Explanation on administrative or judicial sanctions imposed on the company and members of the management body due to practices contrary to the provisions of the legislation:

None.

#### **Donations and Grants:**

For the period 01.01.2025 – 30.09.2025, the total amount of donations and grants made amounted to TL 47,500.

Information on cross shareholdings in which the direct participation rate exceeds 5%:

We do not have any cross-shareholding.

Information and assessments on whether the targets set in the previous periods have been achieved, whether the resolutions of the general assembly have been fulfilled, and if the targets have not been achieved or the resolutions have not been fulfilled, the reasons thereof:

The targets set for the period ended 30 September 2025 have been achieved.

#### **Summary Financial Information**

#### **Information on Summary Balance Sheet Items**

	30 September 2025	31 December 2024	Change (%)
Current Assets	12,661,123,347	11,087,745,108	14.2%
Fixed Assets	22,248,569,302	19,461,849,062	14.3%
<b>Total Assets</b>	34,909,692,649	30,549,594,170	14.3%
Short Term Liabilities	7,946,311,384	5,973,582,464	33.0%
Long Term Liabilities	5,600,836,863	4,704,324,147	19.1%
Total Liabilities	13,547,148,247	10,677,906,611	26.9%
Equity	21,362,544,402	19,871,687,559	7.5%
<b>Total Resources</b>	34,909,692,649	30,549,594,170	14.3%



#### **Summary Information on Income Statement Items**

(TL)	1 January– 30 September 2025	1 January– 30 September 2024	Change (%)
Revenue	34.178.068.237	30.540.186.643	11,9%
Gross profit	5.622.903.502	5.302.557.273	6,0%
Adjusted EBITDA	7.117.949.908	6.538.227.758	8,9%
Profit before tax	3.001.640.617	2.996.963.073	0,2%
Net profit for the period	2.516.726.285	2.044.651.075	23,1%

An analysis of the Company's comparative consolidated balance sheet data as of 30.09.2025 and 31.12.2024 shows that the Company's total assets increased by 14.3% to TL 34,910 million and shareholders' equity increased by 7.5% to TL 21,363 million compared to year-end 2024.

Looking at the consolidated income statement data of the Company for the period 01.01.2025 – 30.09.2025 compared to the previous year;

- Revenues increased by 11.9% to TL 34,178 million,
- Gross Profit decreased by 6.0% to TL 5,623 million,
- Adjusted earnings before interest, tax, depreciation and amortization (Adjusted EBITDA) increased by 8.9% to TL 7,118 million,
- Profit before tax increased by 0.2% to TL 3,002 million
- Net Profit for the Period rose by 23.1% to TL 2,517 million

### Determinations and assessments of the governing body as to whether the company's capital is uncovered or whether the company is insolvent:

As of 30 September 2025, the Company fulfils the capital adequacy requirements in accordance with Article 376 of the Turkish Commercial Code ("TCC") and related legislation, The share capital remains 100% of the shareholders' equity,

#### Measures to be taken to improve the financial structure of the company, if any:

None, There are no negative indicators regarding the financial structure of the Company,

### Information on the dividend distribution policy and if dividend distribution will not be made, the proposal on how the undistributed profit will be used:

According to our Company's financial statements prepared in accordance with CMB accounting standards, the net profit for the fiscal year 2024 amounted to TL 1,911,667,376,

After deducting statutory obligations, our Board of Directors resolved to propose to the General Assembly the distribution of a total gross amount of TL 914,522,000 to shareholders, fully sourced from the 2024 net profit, starting from 25 June 2025, It was also decided that the remaining portion of the 2024 net profit be retained within the Company as extraordinary reserves,

This proposal was approved at the General Assembly held on 18 April 2025 and the dividend distribution was completed as of 25 June 2025,



### Information on the Company's risk management policy, if any, to be implemented against the foreseen risks:

Within the framework of the Enterprise Risk Management methodology of our main shareholder, TFI Group Companies, the Company works to identify and define its risks, evaluate the effectiveness of controls and the adequacy of designs, identify the process owners of the risks, and ensure that they are managed within the framework of action plans, and reduce risks to acceptable levels or to the risk appetite accepted by management, The risk management strategy defines the oversight and accountability of risk management at the Executive and Board of Directors ("Board" or "BoD") levels, Management is responsible for making prudent risk/reward decisions and actively identifying, assessing, rating, managing, and monitoring ongoing risk exposure,

### Information on the employees and reports of the Early Detection and Management of Risk Committee, if established:

An Early Detection of Risk Committee was established with the Board of Directors' resolution dated 24.01.2024, The CEO is responsible for effective management of enterprise risks through implementation of a risk management framework, policies, and processes, including compliance with established risk limits and invited to all Risk Committees, Group Risk Director directly reports to Early Detection of Risk Committee and presents top tier risks on an enterprise-wide basis to the Committee six times per year or as circumstances require,

### Forward-looking risks in terms of sales, productivity, new creation capacity, profitability, debt/equity ratio, etc:

The main risks to which the Company is exposed are monitored under five main categories, These are strategic, operational, compliance, financial (foreign exchange, liquidity, credit, interest, and commodity price risks) and technology risks,

#### STRATEGIC RISKS

Strategic risks relate to changes in demand and competition for products, as well as factors affecting market share, These factors include intense competition in the quick service restaurant sub-segment of the restaurant industry, pandemic risks, changes in consumer spending, reputational risks, negative publicity, boycott, macroeconomic factors such as unemployment, food inflation, energy prices and interest rates, Macroeconomic and industry-specific developments and the performance of restaurants are closely monitored, The strong presence of ecosystem companies in the market enables them to recognize market changes early and take quick and coordinated measures,

#### **OPERATIONAL AND TECHNOLOGY RISKS**

Our systems may be subject to damage or interruption caused by fire, natural disaster, power failure, telecommunications failure, unauthorized access, computer viruses, human error, or other causes, System errors, failures, delays in the order delivery channel, employee misconduct, unauthorized access or cyber security breaches may result in loss of sales and data, Preventive and detection controls are designed and effectively operated to eliminate these risks, Insurable risks are frequently assessed and transferred to third parties, Problems with third parties from whom we source food and other goods or services can disrupt or negatively impact our operations, While our ecosystem companies limit our supply risk for certain food products in Türkiye, a number of food and paper products, equipment and other restaurant supplies are



sourced from suppliers, including restaurants operated by franchisees, Back-up plans have been established for most of these products, and only suppliers that meet quality standards to minimize food safety risk are included in our supply network,

#### **COMPLIANCE RISKS**

The development and operation of restaurants is subject to extensive laws and regulations concerning food safety, Changes in legislation and regulations are closely monitored by the auditing tools of the responsible departments, Preliminary assessments for compliance with food safety are carried out by the Quality Departments, and it is monitored whether remedial actions are taken by the relevant departments,

Information leaks that may occur due to failure to manage the KVKK process correctly may have negative financial or legal consequences for the Company, Tab Gıda has adopted as a principle to act in accordance with all provisions of the Personal Data Protection Law No, 6698 ("Law") regarding the protection and processing of all kinds of personal data it comes into contact with while conducting its activities, In this context, various assessment and determination studies have been carried out to ensure compliance with the Law, Within the scope of the aforementioned studies, relevant policies for employees, especially the "TFI Personal Data Protection and Processing Policy" and "TFI Personal Data Storage and Destruction Policy", were prepared and put into effect within the framework of the provisions of the Law, VERBIS registrations were completed and efforts were made to comply with the Law in terms of personal data processes, In order to raise the awareness of both customers and employees on personal data privacy and information security issues, in-house trainings on the protection of personal data are provided and awareness-raising activities are carried out, In addition, business partner and supplier contracts and new contracts are reviewed in accordance with the relevant legislation and revised accordingly,

#### **FINANCIAL RISKS**

The Company's risk management policy generally seeks to minimize the effects of uncertainty in financial markets on our financial performance, The Company's risk management strategy is executed by a centralized finance department according to policies approved by the Board of Directors, The Finance Department provides services for companies, access to local and international financial markets, oversees and manages financial risks related to operations through internal risk reports that analyze risk impacts by degree and magnitude,

#### **Additional Information as Parent Company in a Group of Companies**

In the event that the shareholding in the capital of a capital company reaches the limits specified in the legislation or if the shareholding falls below these percentages, this situation and its justification

Did not materialize,

Information on the shares of the enterprises included in the Group in the capital of the parent company:

TAB Gida Sanayi ve Ticaret A,Ş, is not the parent company of the Group, TFI TAB Gida Yatırımları A,Ş,, the controlling shareholder of TAB Gida Sanayi, owns 79,9% of the Company's capital,

#### **Other Matters**



Explanations on events of special importance that occurred in the company after the end of the activity year and that may affect the rights of shareholders, creditors and other related persons and organizations:

None,

Information on legislative changes that may significantly affect the Company's activities: None,

#### The company receives services such as investment consultancy and rating:

The Company acts in accordance with the relevant capital markets regulations when selecting the organizations from which it receives services and takes necessary measures to prevent potential conflicts of interest, There are no conflicts of interest between the Company and the organizations from which it receives services, either during or after the service period, According to JCR Eurasia Rating's review in December 2024, our Company's,

Although no rating update was made by the credit rating agency from which the Company received services during the period of 1 January 2025 – 30 September 2025, in the rating study conducted in December 2024, JCR Eurasia Rating assessed our Company as follows:

- Long Term National Issuer Credit Rating has been upgraded from 'A (tr)' to 'AA- (tr)' and 'Stable' outlook has been affirmed,
- Short Term National Issuer Credit Rating has been upgraded from 'J1 (tr)' to 'J1+ (tr)' and 'Stable' outlook has been affirmed,
- Long Term International Foreign Currency and Long Term International Local Currency Credit Ratings were affirmed as 'BB' and the outlook maintained as 'Stable',

Additional information as deemed appropriate by the governing body: None.

This report has been prepared on the basis of the financial statements prepared in accordance with the Turkish Commercial Code for the period 1 January 2025 - 30 September 2025 and has been signed and approved by the management body of the company whose names are written below,

Erhan KURDOĞLU	Korhan KURDOĞLU
Chairman of the Board of Directors	Deputy Chairman of the Board of Directors
Recep Caner DİKİCİ	Muhammed Furkan ÜNAL
Board Member	Board Member
Ayşe Ayşin IŞIKGECE	Halil Dogan BOLAK
Independent Board Member	Independent Board Member