

GEDİK YATIRIM MENKUL DEĞERLER AŞ
SHARE BUY-BACK PROGRAM PROPOSAL PRESENTED TO
THE EXTRAORDINARY GENERAL ASSEMBLY DATED JANUARY 31, 2025

1. Purpose of the Buy-Back:

In order to stabilize the fluctuations experienced on Gedik Yatırım Menkul Değerler AŞ (GEDİK) shares depending on the market conjuncture, to prevent price fluctuations, to contribute to healthy price formation on the Stock Exchange and to protect the interests of our shareholders, at the Board of Directors meeting of our Company dated 06.01.2025, it has been resolved that the attached "Share Buy-Back Program Proposal" prepared by our Board of Directors in accordance with the Capital Markets Board's Communiqué on Buy-Back Shares (II-22.1) and the principles in force be submitted for approval at the Extraordinary General Assembly Meeting of our Company to be held on January 31, 2025 and that our Board of Directors be authorized.

2. Duration of the Buy-Back Program

In line with the resolution adopted during the Board of Directors meeting of our Company on 06.01.2025, the duration of the Buy-Back program has been determined as three years starting from the date of its approval and will be submitted for approval at the Extraordinary General Assembly Meeting.

3. Maximum Number of Shares Subject to Buy-Back

In line with the resolution adopted during the Board of Directors meeting of our Company on January 6, 2025, the maximum number of shares subject to the Buy-Back program has been determined as 57,000,000 TL nominal value (57,000,000 shares, each with a nominal value of 1 TL) and will be submitted for approval at the Extraordinary General Assembly Meeting.

The total cost of the Buy-Back shares cannot exceed the total amount of resources that can be subject to profit distribution.

4. The program will be terminated once the maximum number of shares subject to Buy-Back has been reached.

Within the scope of the Buy-Back program, the program will be terminated once the maximum number of shares subject to Buy-Back, amounting to 57,000,000 shares with a total nominal value of 57,000,000 TL (each share having a nominal value of 1 TL), has been reached.

5. Lower and Upper Price Limits for Share Buy-Back

Within the scope of the Share Buy-Back Program proposal, no price indexing will be applied for the shares subject to Buy-Back, and there will be no lower or upper price limits.

6. Sales Principles of Buy-Back Shares During the Program, If Determined

Within the scope of the Share Buy-Back Program proposal, the provisions of the Capital Markets Board Communiqué, principle decisions, and applicable announcements will be followed.

7. Total Amount and Source of Funds Allocated for the Buy-Back

In line with the Board of Directors resolution, the maximum number of shares subject to Buy-Back has been determined as 57,000,000 shares, corresponding to a nominal value of 57,000,000 TL, which represents 5.7% of the company's issued capital. The total fund allocated for the Buy-Back has been set at 513 million TL and will be submitted for approval at the Extraordinary General Assembly Meeting.

8. The number of shares Buy-Backed and not yet disposed of and their ratio to the capital and the results of the previous program, if any.

In line with the Board of Directors' resolution dated 31.01.2024 regarding the Buy-Back program, a total of 14,026,544 GEDIK shares were buy-backed between 31.01.2024 and 03.01.2025. Including the shares obtained through the Company's 98.0198% bonus capital increase process, the total number of GEDIK shares held by the Company has reached 23,173,575, corresponding to 2.32% of the Company's capital.

As part of the Buy-Back program conducted by our Company between 26.05.2022 and 21.07.2023, 3,920,000 shares, representing 0.78% of the Company's capital, have not yet been disposed of. Following the bonus capital increases carried out by the Company, this number has increased to 7,762,376.16 shares.

Additionally, as part of the Buy-Back program conducted in 2018, a total of 10,000 shares, representing 0.01% of the Company's capital, were buy-backed and have not yet been disposed of. Following the bonus capital increases carried out by the Company, this number has increased to 96,259.73 shares.

As a result, a total of 31,032,211.19 shares, including those obtained through bonus capital increases, have been buy-backed under the Buy-Back programs conducted in 2018, 2022, 2023, 2024, and 2025.

9. Explanations Regarding the Potential Effects of the Buy-Back Program on the Company's Financial Position and Operating Results.

The Buy-Back program, intended to stabilize fluctuations in Gedik Yatırım Menkul Değerler AŞ (GEDIK) shares caused by market conditions, prevent price fluctuations, contribute to healthy price formation on the Stock Exchange, and protect the interests of our shareholders, is not expected to have a significant impact on the Company's financial position or operating results.

10. Information Regarding Subsidiaries That May Participate in the Buy-Back Program, If Any.

None.

11. Information on the Highest, Lowest, and Weighted Average Share Prices for the Year and the Last Three Months.

Yearly; the highest price was 8.75 TL, and the lowest price was 5.90 TL. The arithmetic average of the weighted average share price for the year was 7.126 TL. (The period considered is from 03.01.2024 to 03.01.2025.)

Last 3 Months: During the three-month period prior to 03.01.2025, the highest price was 8.75 TL, and the lowest price was 6.32 TL. The arithmetic average of the weighted average share price for the last three months was 7.368 TL.

12. Benefits to Related Parties from This Transaction, if Any.

None.