

GELECEK VARLIK YÖNETİMİ A.Ş.
PROCEDURE FOR PARTICIPATION OF OUR SHAREHOLDERS IN
THE ORDINARY GENERAL ASSEMBLY MEETING

MEETING DATE: It will be held on **April 22, 2025**, at **10:00 a.m.**

MEETING PLACE: The 2024 Ordinary General Assembly meeting will be held at **Four Points by Sheraton Hotel at Hamidiye Mahallesi Cendere Caddesi No:15 Kağıthane/İstanbul.**

MEETING INVITATION: The time and agenda of the General Assembly meetings shall be announced pursuant to the invitation procedure outlined in Article 11 of the Articles of Association, as well as the provisions of the Capital Markets Law No. 6362, Capital Markets Board ("CMB") Communiqués, the regulations of the Capital Markets legislation, including the general and special resolutions of the CMB ("**Capital Markets Legislation**"), and the Turkish Code of Commerce No. 6102 ("**TCC**"). The invitation shall include the matters stipulated in the Corporate Governance Principles issued by the CMB.

PARTICIPATION IN THE MEETING: Pursuant to the Electronic General Assembly System ("**EGKS**"), mandated for listed companies under Article 1527/5 of the TCC and applicable legislation, shareholders who wish to do so may participate in the General Assembly electronically, vote in this way or appoint a proxy. Shareholders opting to participate in the meeting electronically in person or through proxies are required to indicate their preferences via EGKS no later than one day prior to the meeting date. Our shareholders or their proxies intending to participate in the meeting electronically must complete their transactions pursuant to the provisions of the "Regulation on the General Assembly Meetings of the Joint Stock Companies to be Held via Electronic Means," published in the Official Gazette dated 28.08.2012 and numbered 28395, and the "Communiqué on the Electronic General Assembly System in General Assembly Meetings of Joint Stock Companies," published in the Official Gazette dated 29.08.2012 and numbered 28396. Failure to do so will preclude their participation in the meeting.

Our natural person shareholders may participate in the meeting by presenting their identification cards, while our corporate shareholders may attend by presenting the identity cards and authorization documents of the authorized representatives of the legal entity. Shareholders have the option to participate in the meeting in person or appoint proxies to represent them.

For shareholders wishing to participate in the General Assembly meeting via EGKS, registration with the e-CRA Information Portal is mandatory to ensure the smooth exercise of their shareholder rights. They must also possess a secure electronic signature to participate directly in the General Assembly meeting via EGKS or appoint a proxy. Additionally, proxies participating in the meeting via EGKS must also have a secure electronic signature. Pursuant to Article 1526 of the TCC, notifications made through EGKS on behalf of legal entity shareholders must be signed by the authorized signatory of the legal entity using a secure electronic signature generated on their behalf.

The attendance list, known as the list of participants, must be prepared at least 5 minutes before the commencement time of the General Assembly meeting. Shareholders are kindly requested to be present at the meeting venue before the specified time to ensure inclusion in the list prepared via EGKS. All of our company's shares have been registered at the Central Registry Agency. Shareholders not listed in the shareholders' list shall be unable to exercise their right to take the floor and vote at the General Assembly meeting.

Shareholders intending to participate in the meeting electronically must complete the necessary procedures in accordance with the provisions of the "Regulation on the General Assembly Meetings of the Joint Stock Companies to be Held via Electronic Means," published in the Official Gazette dated August 28, 2012, and numbered 28395. Detailed information on the Electronic General Assembly System (EGKS) is available on the website www.mkk.com.tr.

MEETING ANNOUNCEMENT: In compliance with the regulations outlined in the Capital Markets Legislation and Corporate Governance Principles, notifications regarding the General Assembly meeting shall be announced at least 21 days prior to the meeting date, excluding the publication and meeting dates. These notifications shall be made through a material event disclosure on the Public Disclosure Platform, in the Turkish edition of at least one daily newspaper, and in the "Investor Relations" section of the Company's website www.gelececkvarlik.com.tr.

MEETING AND RESOLUTION QUORUM: The Company's General Assembly meeting and resolution quorums shall adhere to Article 11 of the Company's Articles of Association, as well as the provisions of the Capital Markets Legislation and the TCC, particularly the CMB's regulations on corporate governance.

VOTING RIGHTS AND PROCEDURE: The voting process during the General Assembly shall adhere to the principles and protocols outlined in the Capital Markets Legislation, the TCC, the Articles of Association, and the Internal Directive on the Working Principles and Procedures of the General Assembly of Gelecek Varlık Yönetimi A.Ş. As stated in Article 11 of the Company's Articles of Association, "In Ordinary and Extraordinary General Assembly Meetings, shareholders present or their proxies are entitled to 1 (one) vote per share." Members of the Board of Directors and authorized signatories responsible for management cannot utilize their voting rights pertaining to their own shares in resolutions regarding the release of Board members. However, they may represent the voting rights of other shareholders not serving on the Board of Directors. Additionally, voting rights can be exercised through the Electronic General Assembly System (EGKS).

PARTICIPATION BY PROXY: Every shareholder is entitled to participate in General Assembly meetings either in person or by appointing another shareholder or a third party who is not a shareholder as a proxy, pursuant to the provisions of the Capital Markets Legislation and the TCC. Such appointment of a proxy shall only be considered valid if it is in the form of a written special proxy. Pursuant to Article 11 of the Articles of Association, shareholders may exercise their rights at the General Assembly through a representative (proxy) within the framework of the Capital Markets Legislation and other applicable regulations. The regulations of the Capital Markets Board regarding proxy voting in public joint-stock companies are reserved. Shareholder representatives in the Company are authorized to use the votes of the shareholders they represent by proxy in addition to their own votes. The format of the authorization certificate shall be determined by the Board of Directors, subject to the provisions of the Capital Markets Legislation. The proxy is obliged to vote in accordance with the request of the authorizing shareholder, as stated in the authorization certificate issued by the authorizing shareholder. Deviation from the instruction shall not render the vote invalid.

Shareholders who will be represented by proxy at the meeting are required to prepare the proxy form according to the power of attorney examples provided below and have it notarized, submitting it to a notary public in accordance with the provisions of the relevant legislation, especially the Capital Markets Legislation.

Those who will attend the General Assembly on behalf of our shareholders must submit the notarized power of attorney prepared in this manner or the signed power of attorney along with the signature statement issued before a notary public. A proxy appointed through EGKS is not required to submit a physical power of attorney and may attend the meeting either through EGKS or physically. The proxy participating in the meeting in person, whether appointed with a notarized power of attorney or through EGKS, is required to present their ID card at the meeting.

Yours sincerely,

GELECEK VARLIK YÖNETİMİ A.Ş.

POWER OF ATTORNEY
GELECEK VARLIK YÖNETİMİ A.Ş.

I, the undersigned, hereby appoint, empower, and delegate [] as my proxy in order to represent me, to vote, to make proposals, and to sign the necessary documents on behalf of me at the Annual General Meeting of GELECEK VARLIK YÖNETİMİ A.Ş. pertaining to 2024, scheduled to take place on **April 22, 2025**, at **10:00 a.m.** at Four Points by Sheraton Hotel, located at Hamidiye Mahallesi Cendere Caddesi No:15 Kağıthane/İstanbul.

Proxy's;

Name, Surname, or Title:

T.R. ID No./Tax ID No., Trade Registry Office and Number and MERSIS No:

A. SCOPE OF POWER OF ATTORNEY:

1. Regarding the Matters in the General Assembly Agenda;

- () (a) The proxy is authorized to vote at his/her own discretion on all agenda items.
() (b) The proxy is authorized to vote according to the recommendations of the Company management.
() (c) The proxy is authorized to vote for the agenda items in accordance with the instructions specified in the table below.

Instructions:

If option (c) is selected by the shareholder, the instructions specific to the agenda item shall be given by marking one of the options given opposite the relevant General Assembly agenda item (acceptance or rejection), and if the rejection option is selected, by indicating the dissenting opinion, if any, requested to be written in the minutes of the General Assembly meeting.

Agenda Items	Acceptance	Rejection	Dissenting Opinion
1. Opening and formation of the Meeting Chairmanship.			
2. Reading and discussion of the Board of Directors' Annual Report for 2024.			
3. Reading the Auditors' Reports for 2024.			
4. Reading, review, and approval of the Financial Statements of 2024.			
5. Release of the members of the Board of Directors.			
6. Acceptance, acceptance with amendments, or rejection of the Board of Directors' proposal on the method of utilization of the profit for the year 2024, the rate of dividend to be distributed, and the date of dividend distribution.			
7. Submission to the to the General Assembly for the approval of the transfer of the exemption amount for the earnings stemming from the sales of real properties calculated in accordance with the Article 5/1-e of the Corporate Tax law from the previous year's profits account to the other capital reserves account.			
8. Approval of authorizing the Board of Directors to decide on the distribution of advance dividends for the fiscal year 2024 pursuant to the Capital Markets Board's Dividend Communiqué No. II-19.1.			
9. Informing the shareholders about the donations and grants made by the Company in 2024 in accordance with the regulations of the Capital Markets Board; determining the upper limit for donations to be made in 2025.			
10. Election of the Auditor.			
11. Determination of the attendance fees of the members of the Board of Directors.			
12. Submission to the General Assembly for the approval of the Share Buy-Back Program prepared within the scope of the Capital Markets Board's Communiqué on Buy-Backed Shares No. II-22.1 and resolution on the granting authority to the board of directors within the framework of the said program.			
13. Granting permission to the members of the Board of Directors pursuant to Articles 395 and 396 of the Turkish Code of Commerce.			
14. Informing the General Assembly about the transactions made by the shareholders who control the management, members of the Board of Directors, and managers with administrative responsibility, as well as their spouses and relatives by blood or marriage up to second degree within the scope of the corporate governance principle numbered (1.3.6) in the annex of the Corporate Governance Communiqué numbered (II-17.1) of the Capital Markets Board.			
15. Wishes and opinions.			

2. Special instructions on other issues that may arise during the General Assembly meeting and on the exercise of minority rights, in particular:

- (a) The proxy is authorized to vote at his/her own discretion.
- (b) The proxy is not authorized for representation in these matters.
- (c) The proxy is authorized to vote according to the following special instructions.

SPECIAL INSTRUCTIONS, if any, to be given to the proxy by the shareholder shall be specified here.

B. THE SHAREHOLDER SELECTS ONE OF THE FOLLOWING OPTIONS AND INDICATES THE SHARES S/HE WANTS THE PROXY TO REPRESENT.

1. I hereby confirm the representation of my following shares by the proxy.

- a) Class and series:
- b) Number/Group:
- c) Quantity-Nominal (face) Value:
- d) Privileged in Voting or not:
- e) Bearer / Registered:
- e) Ratio of total shares/voting rights held by the shareholder:

2. I hereby confirm the representation by the proxy of all my shares in the list of shareholders who may attend the General Assembly meeting prepared by CRA the day before the General Assembly.

Name, Surname, or Title:

T.R. ID No./Tax ID No., Trade Registry Office and Number and MERSIS No:

Address:

SIGNATURE:

Note: The power of attorney must be certified by a notary public.