

BİM BİRLEŞİK MAĞAZALAR A.Ş. ARTICLES OF ASSOCIATION AMENDMENT DRAFT	
OLD TEXT	NEW TEXT
CAPITAL AND TRANSFER OF SHARES Article 6. The principal capital of the Company is TL 600,000,000 (Six hundred million Turkish Lira) divided into 600,000,000 (Six hundred million) shares each having a nominal value of TL 1.00 (One Turkish Lira). All of these shares are bearer shares. The previous capital of 607,200,000.00 TL (Six Hundred Seven Million Two Hundred Thousand Turkish Lira) was fully paid. The company's capital has been decreased to 600,000,000.00 TL as a result of the cancellation of 7,200,000 shares with a nominal value of 7,200,000.00 TL, which had been acquired by the company. It has been confirmed by the Certified Public Accountant's Report dated 15.10.2024 and numbered YMM / 2738 / 2024 / 1039 - 126 that despite the capital decrease, there are sufficient assets in the company to fully cover the rights of the company's creditors, and thus, no risk is posed to the creditors. New shares cannot be issued until all issued shares have been sold and their payments collected. Notices regarding this matter will be made in accordance with the provisions of the Articles of Association. The shares representing the capital are monitored within the framework of dematerialization principles. The company's capital may be increased or reduced as necessary, in accordance with the	CAPITAL AND TRANSFER OF SHARES Article 6. The Company has accepted the registered capital system in accordance with the provisions of the Law No. 6362 and the Company has implemented this system with the consent No. 59/2083 of the Capital Markets Board, dated 13.11.2025. The registered capital ceiling of the Company is 5,000,000,000-TL (Five billion TL) and is divided into 5,000,000,000 (Five billion) shares, each having a nominal value of 1 TL. The registered capital ceiling consent granted by the Capital Markets Board is valid for the years 2025 – 2029. Even if the permitted registered capital ceiling is not reached at the end of 2029, it is obligatory to receive authorization from the General Assembly for a new term that does not exceed 5 (five) years, with the consent of the Capital Market Boards for the previously allowed ceiling or a new ceiling value. In the event that above mentioned authorization is not received, capital increase cannot be made with a Board of Directors resolution. The issued capital of the Company is TL 600,000,000 (Six hundred million Turkish Lira) divided into 600,000,000 (Six hundred million) shares each having a nominal value of TL 1.00 (One Turkish Lira). All of these shares are bearer shares. The previous capital of 607,200,000.00 TL (Six Hundred Seven Million Two

Turkish Commercial Code and Capital Markets Law. There are no restrictions on the transfer of shares, provided that the conditions stipulated by the Capital Markets Law are met. Shares are transferred and assigned according to the provisions of the Turkish Commercial Code, the Capital Markets Law, and other applicable regulations.	Hundred Thousand Turkish Lira) was fully paid. The company's capital has been decreased to 600,000,000.00 TL as a result of the cancellation of 7,200,000 shares with a nominal value of 7,200,000.00 TL, which had been acquired by the company. It has been confirmed by the Certified Public Accountant's Report dated 15.10.2024 and numbered YMM / 2738 / 2024 / 1039 - 126 that despite the capital decrease to 600,000,000.00 TL, there are sufficient assets in the company to fully cover the rights of the company's creditors, and thus, no risk is posed to the creditors. The company's capital may be increased or reduced as necessary, in accordance with the Turkish Commercial Code and Capital Markets Law. The Board of Directors is authorized, during the period in which it is empowered, to increase the issued capital up to the registered capital ceiling by issuing new shares whenever it deems necessary, in accordance with the provisions of the Capital Markets Law. There are no restrictions on the transfer of shares, provided that the conditions stipulated by the Capital Markets Law are met. Shares are transferred and assigned according to the provisions of the Turkish Commercial Code, the Capital Markets Law, and other applicable regulations.
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