



KAMUYU AYDINLATMA PLATFORMU

AG ANADOLU GRUBU HOLDİNG A.Ş. Notification Regarding General Assembly



**MERKEZİ KAYIT
İSTANBUL**
Türkiye Sermaye Piyasası - Merkezi
Saklama ve Veri Depolama Kuruluşu

Notification Regarding General Assembly

Summary Info	2024 Annual General Assembly Meeting Results
Update Notification Flag	Yes
Correction Notification Flag	No
Postponed Notification Flag	No

General Assembly Invitation

General Assembly Type	Annual
Beginning of The Fiscal Period	01.01.2024
Ending Date Of The Fiscal Period	31.12.2024
Decision Date	27.03.2025
General Assembly Date	21.04.2025
General Assembly Time	14:00
Record Date (Deadline For Participation In The General Assembly)	20.04.2025
Country	Turkey
City	İSTANBUL
District	ÜMRANIYE
Address	Fatih Sultan Mehmet Mahallesi Balkan Caddesi No:58 Kat:1 Buyaka E Blok 34771 Tepeüstü Ümraniye İstanbul

Agenda Items

- 1 - Opening and the establishment of the Board of Assembly.
- 2 - Reading and discussion of the Annual Report prepared by the Board of Directors for the year 2024.
- 3 - Reading the report of the Independent Audit Company for the Jan. 1, 2024– Dec.31, 2024 period.
- 4 - Reading, discussion and approval of the consolidated financials for 2024 pursuant to CMB regulations.
- 5 - Release of the Board of Directors separately regarding their activities in 2024.
- 6 - Discussion of the proposal of the Board of Directors regarding dividend distribution for 2024 and determining the dividend rate.
- 7 - Discussing the amendment of Article (7) titled "Capital and Shares" and Article (9) titled "Board of Directors" of the Articles of Association of the Company, as authorized by the Capital Markets Board and the Ministry of Trade. Approval of the new version of Articles (7) and (9) of the Company's Articles of Association.
- 8 - Election, determination of tenure and remuneration of the new members of the Board of Directors as well as independent members in compliance with Corporate Governance Principles.
- 9 - Approval of the independent audit company selected by Board of Directors in accordance with the Turkish Commercial Code, Capital Markets Board's and Public Oversight Accounting and Auditing Standards Authority's regulations.
- 10 - Information to shareholders regarding donations made in 2024 in accordance with the Turkish Capital Market Regulations.
- 11 - In line with Capital Markets Board's legislation, information to be given to the shareholders on any income and benefits obtained by granting collaterals, pledges, mortgages and guarantees in favor of third persons.
- 12 - Informing the General Assembly of the transactions, if any, within the context of Article 1.3.6. of the Corporate Governance Communique (II-17.1.) of the Capital Markets Board.
- 13 - Authorization of the members of the Board of Directors as per Articles 395 and 396 of the Turkish Commercial Code.
- 14 - Closing.

Corporate Actions Involved In Agenda

Dividend Payment
Capital Increase/Decrease

General Assembly Invitation Documents

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Appendix: 1	AGHOL Genel Kurul Davet İlan Metni.pdf - Announcement Document
Appendix: 2	AGHOL GAM Invitation and Proxy.pdf - Announcement Document
Appendix: 3	AGHOL Genel Kurul Bilgilendirme Dokümanı.pdf - General Assembly Informing Document
Appendix: 4	AGHOL General Assembly Information Document.pdf - General Assembly Informing Document
Appendix: 5	AGHOL Tadiil Metni.pdf - Article of Association Amendment Text

General Assembly Results

Was The General Assembly Meeting Executed?	Yes
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Mahallesi, Balkan Caddesi No:58 Buyaka E Blok 34771 Tepeüstü, Ümraniye, İstanbul" with the previously announced agenda. The minutes of the meeting is available at our website at www.anadolugrubu.com.tr.

At the Ordinary Annual General Meeting of our Company;

- Annual Reports of the Board of Directors and the Independent Audit Company as well as the Consolidated Financial Statements for calendar year 2024 have been discussed and approved.
- It has been decided to distribute a cash dividend of gross TL 5.1327 (net TL 4.3628) per each share with TL 1 nominal value amounting to a total of TL 1,250,000,000 realizing a %513,27 gross dividend distribution, calculated for the period January-December 2024 to be paid starting from May 28, 2025.
- The amendment of Article 7 titled "Capital and Shares" and Article 9 titled "Board of Directors" of the Articles of Association was approved by the General Assembly.
- The election of KAMİLHAN SÜLEYMAN YAZICI, TALİP ALTUĞ AKSOY, TUĞBAN İZZET AKSOY, BELİZ CHAPPUİE, MUSTAFA ALİ YAZICI, İBRAHİM İZZET ÖZİLHAN, TÜRKAN ÖZİLHAN, RASİH ENGİN AKÇAKOCA, İZZET KARACA (independent member), AHMET CEMAL DÖRDÜNCÜ (independent member), BEKİR AĞIRDIR (independent member) and HÜSEYİN FAİK AÇIKALIN (independent member) in lieu of the released Directors of the Board for one year term has been approved.
- The selection of PwC Bağımsız Denetim ve Serbest Muhasebeci Mali Müşavirlik A.Ş. has been approved to audit the financial reports for the fiscal period of 2025 and to carry out other activities within the scope of the relevant regulations, including but not limited to the mandatory sustainability assurance audit of the disclosures to be prepared in accordance with the Turkish Sustainability Reporting Standards published by the KGK, provided that it is authorized by the Public Oversight, Accounting and Auditing Standards Authority ("KGK") to perform independent audit activities in the field of sustainability, and to conduct assurance audits of sustainability reports in the accounting periods of 2024 and 2025.
- The shareholders were informed regarding the donations made by the Company and on any income and benefits obtained by granting collaterals, pledges, mortgages and guarantees in favor of third persons in 2024.

General Assembly Results

Decisions Regarding Corporate Actions

Dividend Payment	Discussed
Capital Increase/Decrease	Accepted

General Assembly Result Documents

Appendix: 1	AGHOL Genel Kurul Toplantı Tutanağı.pdf - Minute
Appendix: 2	AGHOL Hazirun Cetveli.pdf - List of Attendants

Additional Explanations

We proclaim that our above disclosure is in conformity with the principles set down in "Material Events Communiqué" of Capital Markets Board, and it fully reflects all information coming to our knowledge on the subject matter thereof, and it is in conformity with our books, records and documents, and all reasonable efforts have been shown by our Company in order to obtain all information fully and accurately about the subject matter thereof, and we're personally liable for the disclosures.