

**MINUTES OF THE 2025 ORDINARY GENERAL ASSEMBLY MEETING OF YEO  
TEKNOLOJİ ENERJİ VE ENDÜSTRİ ANONİM ŞİRKETİ HELD ON APRİL 14, 2026**

The Ordinary General Assembly Meeting of Yeo Teknoloji Enerji ve Endüstri Anonim Şirketi for the year 2025 was held on Tuesday, April 14, 2026, at 10:00 a.m. at the Titanic Business Kartal Hotel located at Orta Mah. Kaptanıderya Cad. No:37 Kartal/Istanbul, under the supervision of the Ministry Representatives Mr. Birtan Güven Bayraktar appointed by the İstanbul Provincial Directorate of Trade pursuant to their letter dated 10/04/2026 and numbered 121021030

The invitation to the meeting, including the agenda, was duly made within the legal period as stipulated in the Law and the Articles of Association by announcements in the Turkish Trade Registry Gazette dated 18.03.2026 and numbered 11545, on the Electronic General Assembly System via the Central Registry Agency's website, on the Company's corporate website <http://www.yeo.com.tr> and on the Public Disclosure Platform (KAP) on 17.03.2026.

From the examination of the list of attendees, it has been determined that, out of the Company's total capital of TRY 355.000.000 corresponding to 355.000.000 shares, a total of 233.557.411,321 shares corresponding to TRY 233.557.411,321 of capital were represented at the meeting—of which 226.512.908,321 shares corresponding to TRY 226.512.908,321 of capital were represented in person, and 7.044.503 shares corresponding to TRY 7.044.503 of capital were represented by proxy (as depositary representative). Accordingly, it has been concluded that the minimum meeting quorum required by both the Law and the Articles of Association is present.

It was noted that Mr. Tolunay Yıldız, Chairman of the Board, Mr. Orhan Yıldız, Vice Chairman, the Ministry Representative Birtan Güven Bayraktar, and Mrs. Helin Gaziler on behalf of the independent audit firm were present at the meeting.

It was confirmed that the Company fulfilled its obligations regarding electronic general assembly preparations in accordance with paragraphs 5 and 6 of Article 1527 of the Turkish Commercial Code. Mr. Nihal Gülfidan, certified as an expert in the Central Registry Agency's Electronic General Assembly System, was appointed by the Meeting Presidency to manage the electronic system. The General Assembly was opened simultaneously in physical and electronic environments, and the discussions on the agenda items commenced.

Before proceeding with the agenda items, the Meeting Chairman explained the voting procedures for those physically present. He stated that, in accordance with the Law, the Articles of Association, and the Internal Directive, voting would be done openly by raising hands, and shareholders opposing must verbally declare their dissent. Those who neither raise hands nor verbally object would be deemed to have voted against.

**1.** As per the first agenda item, the formation of the Meeting Presidency was carried out. Pursuant to Article 11 of the Company's Articles of Association, Chairman of the Board Mr. Tolunay Yıldız chaired the meeting. Mr. Alev Dumanlı was appointed as the Minute Clerk and Mr. Hasan Sevinç as the Vote Collector.

**2.** The authorization of the Meeting Presidency to sign the minutes of the meeting on behalf of the General Assembly was presented for approval and unanimously accepted.

The Meeting Chairman asked if there were any proposals to change the order of the previously announced agenda items. Since no such proposal was made, it was decided to proceed with the agenda as announced.

**3.** With respect to the third agenda item, the reading of the Board of Directors' Annual Activity Report for the year 2025 was commenced. Since the 2025 Board of Directors' Annual Activity Report had been made available for the review of the shareholders at least three weeks prior to the date of the General Assembly meeting—by being published at the Company's headquarters, on the Central Securities Depository's Electronic General Assembly Portal, on the Company's corporate website at <http://www.yeo.com.tr>, and on the Public Disclosure Platform (KAP)—the motion to deem the report as read was submitted to the approval of the shareholders. The motion was accepted by majority vote, with 418.538.321,52 affirmative votes against 7.044.503 dissenting votes.

In accordance with the accepted proposal, the 2025 Annual Activity Report, which was considered as read, was opened for discussion, and shareholders were asked if anyone wished to take the floor. No one spoke. Since this agenda item was not subject to a vote, it was informed to the shareholders that this item would not be voted on.

**4.** Under agenda item 4, a summary of the Independent Audit Report for the fiscal year 01.01.2025 - 31.12.2025, prepared by Güreli Yeminli Mali Müşavirlik ve Bağımsız Denetim Hizmetleri A.Ş., was read by Mrs. Helin Gaziler. The report was opened for discussion; no one requested to speak. The item was declared informational only and not subject to voting.

**5.** The fifth item on the agenda was addressed. Since the consolidated financial statements and their footnotes for the year 2025 had been made available for the shareholders' review at the Company headquarters, on the electronic general assembly portal of the Central Registry Agency (MKK), on the Company's corporate website at <http://www.yeo.com.tr>, and on the Public Disclosure Platform (KAP) at least three weeks prior to the date of the general assembly meeting, a proposal to deem them as read was submitted for the approval of the shareholders. The proposal was unanimously accepted by the attendees.

In accordance with the accepted proposal, the financial statements for the year 2025, which were considered as read, were opened for discussion, and shareholders were asked if anyone wished to take the floor. No one spoke. The agenda item was put to a vote, and as a result, the financial statements for 2025 were unanimously approved.

**6.** Pursuant to the provisions of the Public Oversight Authority (KGK) Regulation, the motion stating that the 2024 Sustainability Report shall be deemed as read—on the grounds that it had been made available for the review of the shareholders three weeks prior to the General Assembly meeting via the Public Disclosure Platform, at the Company's headquarters, on the Central Securities Depository's (MKK) Electronic General Assembly System, and on the Company's corporate website at [www.yeo.com.tr](http://www.yeo.com.tr)—was submitted to the approval of the shareholders and was unanimously approved by those present.

In line with the approved motion, the 2024 Sustainability Report, deemed as read, was opened for discussion. The Chairperson asked whether there were any shareholders wishing to take the floor; however, no requests were made.

Thereafter, the agenda item was put to vote. As a result of the voting, the 2024 Sustainability Report was unanimously approved.

7. As per the seventh item, the discharge of Board Members for their activities in 2025 was put to a vote. Mr. Tolunay Yıldız, Mr. Orhan Yıldız, Mr. Mehmet Ögütçü, Mr. Mustafa Kopuk, Mr. Kerem Sinan Alçın, and Mr. Murat Sağman were unanimously discharged. Board members who are shareholders did not participate in the voting on this agenda item.

8. Pursuant to Item 8 of the agenda, the discussion of the Board of Directors' proposal regarding the distribution of the profit for the year 2025 was commenced.

The proposal of the Board of Directors dated March 17, 2026 was read.

*“Accordingly, it was stated that the Company, in accordance with the provisions of the Communiqué on Principles of Financial Reporting in Capital Markets (II-14.1), prepared its financial statements for the accounting period of January 1, 2025 – December 31, 2025 in compliance with the Turkish Accounting Standards and Turkish Financial Reporting Standards (TAS/TFRS), which were independently audited, and reported a net profit of TRY 1,482,291,344 based on such financial statements, while a net profit of TRY 222,126,905.31 was reported in the solo financial statements prepared in accordance with the Turkish Commercial Code and the Tax Procedure Law.*

*Within the framework of the Turkish Commercial Code, Capital Markets Legislation, Capital Markets Board regulations and relevant legislation:*

- *It was proposed to allocate 5% legal reserve from the net profit of TRY 222,126,905.31 recorded in the statutory accounts for the year 2025,*
- *Following the allocation of TRY 11,106,345.27 as general legal reserves, considering that the net distributable profit for the period amounts to TRY 211,020,560.04, to distribute TRY 208,632,380.40 to shareholders in the form of bonus shares,*
- *Additionally, to increase the issued share capital from TRY 355,000,000 to TRY 830,000,000 by adding to the capital the amounts of TRY 75,091,945.92 under Positive Inflation Adjustment Differences of Capital, TRY 190,523,820.19 under Retained Earnings and TRY 751,853.49 under Other Capital Reserves,*
- *And to approve the Profit Distribution Table prepared in accordance with the CMB's Communiqué on Dividends (II-19.1) and the relevant guidelines as attached.”*

The proposal in the aforementioned form was read and submitted to the vote. As a result of the voting, the proposal of the Board of Directors was unanimously approved.

9. Within the framework of the resolution adopted at the Board of Directors' meeting dated January 30, 2026, the appointment of Ms. Canan ÖZSOY to replace Mr. Mehmet ÖGÜTÇÜ, who resigned from his position as a member of the Board of Directors, in accordance with Article 363 of the Turkish Commercial Code, to serve for the remainder of his term of office, was submitted to the vote. As a result of the voting, the proposal was unanimously accepted.

10. With respect to item 10 of the agenda concerning the determination of the remuneration and other rights to be granted to the members of the Board of Directors, discussions were commenced. Within the framework of the motion submitted to the Meeting Presidency, it was proposed that, until the date of the Ordinary General Assembly meeting for the year 2026, a monthly net fee of TRY 200.000 be paid to the Chairman of the Board of Directors, Mr. Tolunay Yıldız; a monthly net fee of TRY 120.000 to the Vice Chairman of the Board of Directors, Mr. Orhan Yıldız; and a monthly net fee of TRY 100.000 to each of the other members of the Board of Directors. The proposal was submitted to vote and, as a result

of the voting, was accepted by majority vote, with 418.538.321,52 affirmative votes against 7.044.503 dissenting votes.

**11.** Pursuant to Article 9 of the agenda, in accordance with the Turkish Commercial Code, Capital Markets Board regulations, and the regulations of the Public Oversight, Accounting and Auditing Standards Authority (KGK), and based on the opinion of the Audit Committee, the following proposal by the Board of Directors was submitted for approval:

**a)** That the company's financial statements for the fiscal year 01.01.2026 – 31.12.2026 be audited in accordance with the principles set forth in the Turkish Commercial Code No. 6102, Capital Markets Law No. 6362, and relevant legislation, and that Güreli YMM ve Bağımsız Denetim Hizmetleri A.Ş., located at Spine Tower Maslak Mah. Saat Sok. No: 5, Floors: 25-26-28, Sarıyer 34485 – Istanbul, be appointed as the independent audit firm to conduct this audit and perform other relevant audit activities under said laws.

**b)** That Güreli YMM ve Bağımsız Denetim Hizmetleri A.Ş., located at Spine Tower Maslak Mah. Saat Sok. No: 5, Floors: 25-26-28, Sarıyer 34485 – Istanbul, be appointed to carry out mandatory sustainability assurance audits and other relevant audit activities in accordance with the Türkiye Sustainability Reporting Standards (TSRS) issued by the KGK, including but not limited to the assurance of disclosures to be prepared in compliance with said standards, for the reporting periods of 2026.

The proposal was submitted for voting and was accepted by majority vote, with 418.538.321,52 affirmative votes against 7.044.503 dissenting votes.

**12.** The Chair of the Meeting informed the shareholders that donations amounting to TRY 12.305.577,72 had been made in 2025. The motion submitted by the Chairman of the Board of Directors, Mr. Tolunay Yıldız, to set the upper limit for donations and charitable contributions to be made in 2026 at 1% of the previous year's revenue was put to vote and was accepted by majority vote, with 418.538.321,52 affirmative votes against 7.044.503 dissenting votes.

**13.** Within the framework of the Company's Board of Directors' Resolution dated 30.04.2025, and in accordance with the permissions of the Capital Markets Board dated 09.05.2025 and numbered E-29833736-110.03.03-72119, and of the General Directorate of Domestic Trade of the Ministry of Trade of the Republic of Türkiye dated 28.05.2025 and numbered E-50035491-431.02-00109735159, the approval of the amendment to Article 5 titled "TERM" of the Company's Articles of Association—previously approved at the General Assembly for the year 2024 but not registered in MERSIS due to a system-related issue—was submitted to the shareholders for approval.

The Ministry Representative took the floor and addressed the General Assembly, stating that this article had been approved at the Ordinary General Assembly for the year 2024 based on the permission letters of the Capital Markets Board dated 09.05.2025 and the Ministry of Trade dated 28.05.2025; however, due to technical issues in the MERSIS system, it could not be registered. Upon the request of the Trade Registry, it was therefore resubmitted for approval at this General Assembly. The Representative further noted that no new permission letters had been obtained from the relevant authorities specifically for this meeting; however, the amendment text is identical to the one included in the permission letters obtained for the previous General Assembly. This statement was recorded in the minutes.

As a result of the voting, it was unanimously resolved to re-approve the amendment to the Articles of Association.

**14.** The matter of whether recourse should be made to the members of the Board of Directors who were responsible for the acts giving rise to the administrative fine imposed on the Company pursuant to the decision of the Capital Markets Board dated 30.10.2025 was submitted to the vote. As a result of the voting, it was unanimously resolved by the attendees that no recourse shall be made to the members of the Board of Directors.

**15.** The matter of granting permission to the members of the Board of Directors, pursuant to Articles 395 and 396 of the Turkish Commercial Code, to engage in business activities that fall within or outside the Company's field of activity, either personally or on behalf of others, to become partners in companies engaged in such activities, to compete with the Company, and to carry out other related transactions, was submitted for approval. The proposal was unanimously approved by the attendees.

**16.** In accordance with the Capital Markets Board's Corporate Governance Communiqué, detailed information regarding transactions with related parties for the fiscal year ending December 31, 2025, is disclosed in Note 38 of the Financial Statements and Independent Audit Report. The Chairperson of the Meeting informed that this agenda item is for informational purposes only and will not be subject to voting.

**17.** Detailed information regarding the guarantees, pledges, mortgages, and sureties provided by our Company in favor of third parties in 2025 for the purpose of conducting ordinary commercial activities was disclosed to the shareholders, noting that such information is included in Note 23 of the Financial Statements and Independent Audit Report for the fiscal year ending December 31, 2025. It was also informed that, apart from those provided by the Company and its subsidiaries in their own favor, no other guarantees, pledges, mortgages, or sureties exist. The Chairperson of the Meeting stated that this agenda item is for informational purposes only and will not be subject to voting.

**18.** In accordance with the mandatory principle numbered 1.3.6 of the Capital Markets Board's Corporate Governance Communiqué (II-17.1), the shareholders were informed that, in 2025, the shareholders holding management control of the Company, the members of the Board of Directors, the executives with administrative responsibility, and their spouses and relatives by blood or marriage up to the second degree, did not carry out any significant transactions that could give rise to a conflict of interest with the Company or its subsidiaries, and/or did not engage, on their own behalf or on behalf of others, in any commercial transactions falling within the scope of the Company's or its subsidiaries' fields of activity, nor did they participate as unlimited liability partners in another company engaged in similar commercial activities.

19.The Chairperson of the Meeting gave the floor to the attendees for wishes and opinions.

As there were no other matters to be discussed on the agenda, the Chairperson adjourned the meeting. This minutes document was prepared and signed at the meeting venue immediately following the meeting. April 14, 2026

**CHAIRPERSON OF THE MEETING**

Tolunay Yıldız

**VOTE COLLECTOR**

Hasan Sevinç

**MINUTE CLERK**

Alev Dumanlı

**MINISTRY REPRESENTATIVE**

Birtan Güven Bayraktar

2025 Dividend Distribution Table (TL)			
1 Paid-In / Issued Capital		355.000.000	
2. Total Legal Reserves (According to Legal Records)		24.710.250,90	
Information on privileges in dividend distribution, if any, in the Articles of Association:		There are no privileges.	
		Based On CMB Regulations	Based on Legal Records
3	Current Period Profit	1.528.200.771,00	288.409.845,87
4	Taxes Payable (-)	45.909.427,00	66.282.940,56
5	Net Current Period Profit	1.482.291.344,00	222.126.905,31
6	Losses in Previous Years (-)	0,00	0,00
7	Primary Legal Reserve (-)	11.106.345,27	11.106.345,27
8	Net Distributable Current Period Profit	1.471.184.998,73	211.020.560,04
9	Donations Made During The Year ( + )	12.305.577,72	
10	Donation-Added Net Distributable Current Period Profit on which First Dividend Is Calculated	1.483.490.576,45	
11	First Dividend to Shareholders	0,00	0,00
	* Cash	0,00	0,00
	* Stock	208.632.380,40	208.632.380,40
	* Total	208.632.380,40	208.632.380,40
12	Dividend Distributed to Owners of Privileged Shares		
13	Other Dividend Distributed		
	* To the Members of the Board of Directors		
	* To the Employees		
	* To Non-Shareholders		
14	Dividend to Owners of Redeemed Shares		
15	Second Dividend to Shareholders		
16	Secondary Legal Reserves		
17	Statutory Reserves		
18	Special Reserves		
19	Extraordinary Reserves		
20	Other Distributable Resources		

**Annex-2: Articles of Association Amendment Text**

OLD VERSION	NEW VERSION
<p><b>5. DURATION</b> - The duration of the Company is unlimited from the date of its incorporation. <del>This duration may be extended or shortened by amending the Articles of Association.</del></p>	<p><b>5. DURATION</b> - The duration of the Company is unlimited from the date of its incorporation.</p>