

MINUTES OF THE ANNUAL ORDINARY GENERAL ASSEMBLY OF VAKIF FİNANSAL KİRALAMA ANONİM ŞİRKETİ HELD ON 16 APRIL 2026 FOR THE FINANCIAL YEAR 2025

The Annual General Meeting of VAKIF FİNANSAL KİRALAMA ANONİM ŞİRKETİ for the financial year 2025 was held on 16 April 2026 at 10.30 am at the address "İnkılap Mahallesi, Dr. Adnan Büyükdenez Caddesi No. 7/B, Ground Floor, Conference Hall, Ümraniye, İSTANBUL", under the supervision of the Ministerial Representative, Mr Halis İLHAN KUTLU, appointed by the Turkish Ministry of Trade, Istanbul Provincial Trade Directorate, by letter dated 15 April 2026, No. E-90726394-431.03-00121187857.

The invitation to the meeting, as required by law and the Articles of Association and including the agenda, was published in the Turkish Trade Register Gazette, issue no. 11546 dated 19 March 2026, in accordance with Article 29/1 of the Capital Markets Law; it is understood that no objections were raised by the shareholders regarding this matter; furthermore, it was published on 18 March 2026 on the Public Disclosure Platform and on 18 March 2026 via the Electronic General Meeting System, in accordance with the timeframes specified in the Turkish Commercial Code and the Capital Markets Law, and,

It was noted that Board of Directors members Ms Arzu SEYAN and Mr Metin ÖZETCİ, along with Mr Samet KARA, representative of Güney Independent Audit and Public Accounting and Tax Consultancy Inc., were present at the meeting.

According to the attendance list, out of the company's fully paid-up share capital of 5,000,000,000.00 TL, comprising 5,000,000,000 shares, 3,179,036,802.660 shares were represented by proxy, 2.993 shares were present in person, and 3,176,433,538.660 shares were present by proxy, thus confirming that the minimum quorum required by both the law and the Articles of Association was present. Upon this confirmation, the meeting was opened by Mr Metin ÖZETCİ, a Member of the Board of Directors, and the agenda items were discussed.

1. Before proceeding to the agenda of the general assembly meeting, Board Member and General Manager Metin ÖZETCİ invited those present to observe a minute's silence in memory of Atatürk and our martyrs, followed by the recitation of the National Anthem. General Manager Metin ÖZETCİ then delivered the opening address.

Following a nomination by Mr Ahmet CERAN, representative of T. Vakıflar Bankası T.A.O., Mr Metin ÖZETCİ was elected by a majority of votes as Chairman of the Meeting, with 3,179,036,803.660 votes in favour and 1,993 against. The Chair of the Meeting appointed Mr Kenan GÜVEN as Returning Officer and Mr Tezcan KUTLU as Secretary.

2. Following a proposal by Mr Ahmet CERAN, Representative of T. Vakıflar Bankası T.A.O., it was requested and proposed that, as the 2025 Annual Report had been made available for shareholders' review in advance and within the statutory timeframe, the meeting proceed directly to discussion without reading the report; the proposal was put to the vote. In the subsequent vote, the proposal was accepted by a majority, with 3,176,433,540.653 votes in favour and 2,603,265 votes against. The 2025 Annual Report was discussed..

3. Following a proposal by Mr Ahmet CERAN, Representative of T. Vakıflar Bankası T.A.O., it was proposed and put to the vote that, as the Independent Audit Report for the 2025 financial year had been made available for the shareholders' review in advance and within the statutory timeframe, the meeting should proceed directly to the discussion of the agenda by reading only the 'Opinion' section of the Independent Audit Report. In the subsequent vote, the proposal was approved by a majority, with 3,176,433,540.653 votes in favour and 2,603,265 votes against. The "opinion" section of the Independent Audit Report was read out.

4. Following a proposal submitted by Mr Ahmet CERAN, Representative of T. Vakıflar Bankası T.A.O., it was requested and proposed that, as the audited financial statements and annexes for the year 2025 had been made available for the shareholders' inspection in advance and within the statutory timeframe, the meeting proceed directly to discussion without reading them out; the proposal was put to the vote. In the vote taken, the proposal was accepted by a majority of 3,179,036,803.660 votes in favour against 1,993 votes against. The audited financial statements and annexes for the year 2025 were opened for discussion. As a result of the vote, the balance sheet and profit and loss account for the year 2025 were approved by a majority vote, with 1 vote against and 3,179,036,804,653 votes in favour.
5. Following a proposal submitted by Mr Ahmet CERAN, Representative of T. Vakıflar Bankası T.A.O., it was proposed and requested that, as the 2024 Sustainability Report compliant with the Turkish Sustainability Reporting Standards had been made available for shareholders' review in advance and within the statutory timeframe, the meeting proceed directly to discussion without reading the report; the proposal was put to the vote. In the vote, the proposal was accepted by a majority, with 3,179,036,803.660 votes in favour and 1,993 votes against. The 2024 Sustainability Report compliant with the Turkish Sustainability Reporting Standards was opened for discussion. The 2024 TSRS-compliant Sustainability Report was approved by a majority vote, with 3,179,036,804.653 votes in favour and 1 vote against.
6. It was reported to the General Assembly that no board member had resigned during the period between the 2024 Annual General Meeting held on 30 April 2025 and the 2025 Annual General Assembly being held today, and that consequently no new board member had been elected to replace any such member.
7. With regard to the activities for the year 2025, the members of the Board of Directors were individually discharged by a majority vote, with 3,179,036,804.653 votes in favour and 1 vote against. The members of the Board of Directors did not vote on their own discharge.
8. In accordance with the profit distribution table prepared by the Board of Directors for submission to the General Assembly in line with the profit distribution policy; 76,462,303.29 TL, corresponding to 5% of the Company's net profit for the 2025 financial year of TRY 1,529,246,065.79 TL, is to be set aside as the first-tier statutory reserve; from the remaining net distributable profit, the amount of TRY 1,000,000,000 is to be added to the capital by issuing bonus shares, and the amount of TRY 452.783.763,00 TL to be set aside as an extraordinary reserve, was approved by a majority vote of 3,179,036,803.660 in favour against 1,993 votes against. (The profit distribution table is attached).
9. The meeting proceeded to the election of Board members. Following a proposal submitted by Mr Ahmet CERAN, representative of T. Vakıflar Bankası T.A.O., the following were elected to the Board of Directors: Ms Arzu SEYAN and Mr Metin ÖZETCİ (who were present at the meeting and verbally declared their acceptance of the appointment) (as ex officio members of the Board of Directors pursuant to the Company's Articles of Association) and Mr Hazım AKYOL and Mr Cem ÇUBUKÇU, who submitted written declarations of acceptance, were elected to serve for a term of 1 (one) year; in accordance with the Corporate Governance Circular of the Capital Markets Board, Mr Affan Kemal SÖKMEN, Mr Savaş Atanur KAZAZ and Mr Selçuk GÖKBAYRAK, who have submitted written declarations confirming their acceptance of the role, to serve for a term of 1 (one) year; the proposal was put forward and accepted by a majority vote, with 3,176,433,540.653 votes in favour against 2,603,265 votes against.
10. In accordance with the proposal submitted by Mr Ahmet CERAN, Representative of T. Vakıflar Bankası T.A.O., it was resolved that the Board of Directors' remuneration shall be paid at

a net monthly rate of 50,000 TL, effective from 1 January 2026, with payments to be made at the end of each month, and that all taxes and similar statutory deductions shall be borne by the Company; furthermore, any additional income tax and similar legal liabilities arising from payments made by the Company due to the Board of Directors' members' obligation to file an annual income tax return under tax regulations—regardless of whether such liability arises from the deductions made from the taxable amount during the filing process, regardless of whether an additional income tax liability arises as a result of such deductions from the taxable amount, etc., the Company shall bear such costs. The resolution was adopted by a majority vote, with 2,603,266,993 votes against and 3,176,433,538,660 votes in favour.

11. Pursuant to Resolution No. 35 of our company's Board of Directors dated 18 March 2026, the audit of the financial statements for the year 2026 and the reports prepared in accordance with the Turkish sustainability reporting standards published by the Institute of Accounting and Auditing Standards, Turkish Sustainability Reporting Standards published by the Institute of Accounting and Auditing Standards, was approved by a majority vote of 3,179,036,803.660 in favour and 1,993 against.

12. In accordance with the Capital Markets Board's Circular No. II-17.1, the General Assembly was informed regarding the remuneration principles for members of the Board of Directors and senior executives.

13. The granting of permission to members of the Board of Directors regarding matters falling within the scope of Articles 395 and 396 of the Turkish Commercial Code was approved by a majority vote, with 3,179,036,803.660 votes in favour and 1,993 votes against. Shareholders were informed that no transactions falling within the scope of the aforementioned articles had taken place in 2025.

14. In accordance with the disclosure made pursuant to Article 1.3.10 of the Corporate Governance Principles, the General Assembly was informed that no donations or contributions were made by our company during the period from 1 January 2025 to 31 December 2025.

15. The shareholders who took the floor during the question-and-answer session wished the company and its management every success.

16. As there were no further items on the agenda to be discussed, the Annual General Assembly was closed at 11.04 am, both in physical and electronic form, following the chair's closing remarks.

These minutes were drawn up and signed at the venue immediately following the meeting.

16.04.2026 / ISTANBUL

Ministry Representative

Halis İlhan KUTLU

Chair of the Meeting

Metin ÖZETCİ

Minute-taker

Tezcan KUTLU

Election Officer

Kenan GÜVEN

VAKIF FİNANSAL KİRALAMA A.Ş. 2025 Profit Distribution Table (Full TRY)		
1. Paid-up/Issued Capital		5.000.000.000,00
2. Total Statutory Reserve (According to Statutory Records)		201.431.329,53
Information regarding any preferential rights in respect of the distribution of profits, if such rights exist under the Articles of Association		
	According to the SPK	According to Official Records (OR)
3. Profit for the Period	2.050.167.145,50	2.050.167.145,50
4. Taxes Payable (-)	520.921.079,71	520.921.079,71
5. Net Profit for the Period (=) (*)	1.529.246.065,79	1.529.246.065,79
6. Losses from Previous Years (-)	0	0
7. First-Tier Statutory Reserve (-)	76.462.303,29	76.462.303,29
NET DISTRIBUTABLE PROFIT FOR THE PERIOD	1.452.783.762,50	1.452.783.762,50
9. Donations made during the year (+)	0	
10. Donations to be included in the calculation of the first dividend	1.452.783.762,50	
11. Added to net distributable profit for the period	1.000.000.000,00	
First Dividend to Shareholders	0	
-Cash	1.000.000.000,00	
-Bonus shares	1.000.000.000,00	
12. #AD?	0	
Dividend Distributed to Preference Shareholders	0	
14. Dividend	0	
15. Dividends to employees	0	
16. Dividends distributed to holders of profit-sharing	0	
17. Second dividend to shareholders	0	
18. Second Tier Statutory Reserve	0	
19. Statutory Reserves	452.783.763	452.783.763
20. Special Reserves	0	0
EXTRAORDINARY RESERVE	0	0
Other Sources Intended for Distribution	0	0
- Retained Earnings from Previous Years	0	0
- Extraordinary Reserves	0	0

INFORMATION ON THE DIVIDEND PAYOUT RATIO (1)

DIVIDEND PER SHARE INFORMATION

	GROUP	TOTAL DIVIDEND AMOUNT (TRY)	DIVIDEND PER SHARE WITH A NOMINAL VALUE OF 1 TRY	
			AMOUNT (TRY)	RATIO (%)
GROSS	A			
	B			
	TOTAL	1.000.000.000,00	0,20000	20,00000
NET	A			
	B			
	TOTAL	1.000.000.000,00	0,20000	20,00000

RATIO OF DISTRIBUTED PROFIT TO NET DISTRIBUTABLE PROFIT FOR THE PERIOD, INCLUDING DONATIONS

AMOUNT OF DIVIDENDS DISTRIBUTED TO SHAREHOLDERS (TRY)	RATIO OF DIVIDENDS DISTRIBUTED TO SHAREHOLDERS TO NET DISTRIBUTABLE PROFIT FOR THE PERIOD, INCLUDING DONATIONS (%)
1.000.000.000,00	68,83