

**INVITATION TO THE ORDINARY GENERAL ASSEMBLY MEETING OF
LOGO YAZILIM SANAYİ VE TİCARET ANONİM ŞİRKETİ
TO BE HELD ON 10 JUNE 2024**

Our Company's Ordinary General Assembly Meeting relating to the financial year of 2023 will be held on **10 June 2024, at 11:00** in our Company's headquarters located in Gebze Organize Sanayi Bölgesi Şahabettin Bilgisu Caddesi No: 609/1 Gebze - Kocaeli /Turkey, in accordance with the Company's Board of Directors' Resolution dated 10 May 2024.

The Shareholders can attend the Company's Ordinary General Assembly Meeting in person or via electronic means, in person or through their representatives. Our Shareholders willing to attend the Ordinary General Assembly Meeting in person or through their representatives via electronic means must declare their preference on the Electronic General Assembly System ("**EGAS**"). Attendance to the Ordinary General Assembly Meeting via electronic means is only possible if the Shareholders or their representatives have a secure electronic signature and log into the EGAS with such secure electronic signature. In this respect, the Shareholders must first register their contact details by signing up to the e-MKK Information Platform (*e-MKK Bilgi Portalı*) of Merkezi Kayıt Kuruluşu A.Ş. ("**MKK**"). Shareholders or their representatives who are not registered with the e- MKK Information Platform and not having secured electronic signature cannot attend the general assembly meeting via electronic means. In accordance with Article 1526 of Turkish Commercial Code No. 6102, notifications to be made on behalf of legal entity shareholders via EGAS are required to be signed by the duly authorized representative of such legal entity with the secured electronic signature issued on behalf the legal entity for the name of such representative.

The Board of Directors' Annual Report, Corporate Governance Compliance Report, Consolidated Financial Statements, Financial Statements and the Independent External Audit Report for the financial year of 2023 with a detailed Information Note including the information required to be provided pursuant to the Capital Markets Board's regulations will be made available for our Shareholders' review three weeks prior to the date of the meeting within the statutory term, at our Company's headquarters in Gebze Organize Sanayi Bölgesi Şahabettin Bilgisu Caddesi No: 609/1 Gebze, Kocaeli and also at our Company's branch offices which are stated below. The relevant documents and sample proxy forms will also be made available for the review of our Shareholders at our Company's corporate website www.logo.com.tr and EGAS as of the same date.

- Ankara Branch** : Hacettepe Üniversitesi Teknoloji Geliştirme Bölgesi Üniversiteler Mah. 1596. Cad. No: 6 Safir C Blok Kat:2 Ofis No:25-26-27 Beytepe 06800 Çankaya / Ankara
- Elazığ Branch** : Fırat Teknokent Çaydaçıra Mah. Adnan Kahveci Bulvarı, No: 2/211 Merkez / Elazığ
- İstanbul Branch** : Hilltown ofis binası Aydınevler Mah. Siteler yolu Sok. No: 1 A / 2 Kat:4 Küçükyalı / Maltepe / İstanbul
- Konak Branch** : Akdeniz Mahallesi Şehit Fethi Bey caddesi No:55 K: 22 D-221-222 Heris Tower Konak / İZMİR/ Türkiye
- İzmir Teknoloji Geliştirme Bölgesi Branch** : İzmir Teknoloji Geliştirme Bölgesi A3 Binası İYTE Kampüsü Gülbahçe Köyü 35430 Urla / İzmir
- İzmir Branch** : Akdeniz Mahallesi Cumhuriyet Bulvarı No:120 Konak İzmir
- Ataşehir Branch** :Barbaros Mah. Mor Sümbül Sk. Nida Kule No:7/3F iç Kapı No:12 Ataşehir İstanbul

Without prejudice to the rights and obligations of Shareholders who will attend the meeting through electronic system, Shareholders who will not attend the meeting in person shall issue a proxy form pursuant to the sample below or obtain the sample proxy form from our Company's headquarters or

corporate website at www.logo.com.tr and fulfil the provisions set forth by the Capital Markets Board's Communiqué on Voting by Proxy and Proxy Solicitation (II-30.1) and submit the proxy form with a notary public approved signature to the Company's headquarters or appoint their proxies electronically via the EGAS. Proxies appointed through EGAS are not required to submit a physical proxy form. Proxies appointed via EGAS can attend the Ordinary General Assembly Meeting in person or via EGAS without submitting any other proxy form. Whether appointed by a notarized proxy form or via EGAS, proxies who will attend the Ordinary General Assembly Meeting by proxy and in person shall present their identity cards in the meeting. We hereby submit to the information of our esteemed Shareholders that Shareholders not fulfilling this procedure cannot attend the meeting as required by the law.

Pursuant to the fourth paragraph of Article 415 of Turkish Commercial Code No: 6102 and the first paragraph of Article 30 of Capital Markets Law, Shareholders are not required to block their shares to exercise the right to attend to and vote in the Ordinary General Assembly Meeting. In this respect, Shareholders are not required to block their shares to attend the Ordinary General Assembly Meeting.

We kindly request that Shareholders, who will vote via EGAS, obtain the relevant information from the MKK and/or via MKK's website www.mkk.com.tr, in order to fulfil their obligations pursuant to the "Regulation on Electronic General Assembly Meetings of Joint Stock Corporations" issued by the Ministry of Trade of Republic of Turkey, and published in the Official Gazette dated 28.08.2012 and numbered 28395 and "Communiqué on the Electronic General Assembly System to be Applied to the General Assembly Meetings of Joint Stock Corporations", published in the Official Gazette dated 29.08.2012 and numbered 28396.

The voting of the Agenda items in the Ordinary General Assembly Meeting will be exercised by way of open voting by raising hands, with the provisions regarding electronic voting reserved.

We hereby submit to the information of our esteemed shareholders. Kind regards,

Board of Directors of

Logo Yazılım Sanayi ve Ticaret A.Ş.

COMPANY INFORMATION

Address : Gebze Organize Sanayi Bölgesi Şahabettin Bilgisu Caddesi No:
609/1 Gebze - Kocaeli /Turkey

Telephone : 0262 679 82 00

Trade Registry and Number : Gebze Trade Registry Directorate – 12750

**THE AGENDA FOR THE ORDINARY GENERAL ASSEMBLY MEETING
DATED 10 JUNE 2024 OF
LOGO YAZILIM SANAYİ VE TİCARET ANONİM ŞİRKETİ**

1. Opening and election of Chairing Committee and authorization of Chairing Committee for signing the Minutes of the General Assembly Meeting;
2. Reading and discussion of the Annual Report of the Board of Directors for the fiscal year 2023;
3. Reading the independent audit report prepared by the Independent Auditor, DRT Bağımsız Denetim ve Serbest Muhasebeci Mali Müşavirlik Anonim Şirketi;
4. Reading, discussion and approval of the financial statements of the fiscal year 2023;
5. Discussion and resolution of the matter concerning the release of the members of the Board of Directors individually, who have performed in the fiscal year 2023, from their liabilities for the operations, proceedings and accounts;
6. Reading, discussion and approval of the Board of Directors' proposal for dividend distribution for the fiscal year 2023;
7. Determination of remuneration of the members of the Board of Directors for the following fiscal year;
8. Approval of the appointment of the Independent Auditor for the fiscal year 2024, as proposed by the Board of Directors to complete the term of office of the previous member, in accordance with the Capital Markets Board regulations and related legislation;
9. Informing the Shareholders about the "Remuneration Policy" with respect to the members of the Board of Directors and the Senior Executives, in accordance with the Communiqué on Corporate Governance No. II-17.1 of the Capital Markets Board;
10. Informing the General Assembly about the donations made by the Company within the fiscal year 2023;
11. Determination of an upper limit for the grants and donations to be valid for the fiscal year 2024 and discussion on authorization of the Board of Directors to act within the limits determined relating thereto in accordance with the Capital Markets Board regulations and submitting to the approval of the General Assembly;
12. Informing the General Assembly about the share buy-back transactions executed during 2023 in accordance with the Company's share buy-back program;
13. Requesting the General Assembly's approval for the acts and transactions to be executed by the members of the Board of Directors pursuant to Articles 395 and 396 of the Turkish Commercial Code;
14. Informing the Shareholders about any material transactions that may create conflict of interest with the Company or its affiliates and/or about a transaction of commercial nature made on personal account or on behalf of any others that is listed in the commercial activities of the company or of its affiliates or participating to another partnership that is engaged with the same commercial activities with the title of a partner with unlimited liability, by any of the shareholders controlling the company, members of the Board of Directors, executives with administrative responsibility and their spouses and relatives related by blood or affinity up to the second degree;
15. Informing the Shareholders that no liens, pledges or such assurances have been given, or no benefits have been created on behalf of Company's Shareholders and third parties, in accordance with the Capital Markets Legislation and the Capital Markets Board's Communiqué on Corporate Governance No II-17.1;
16. Wishes and closing.

PROXY FORM
LOGO YAZILIM SANAYİ VE TİCARET A.Ş

I hereby appoint as my proxy whose details are given below, in order to represent me, to vote and make proposals on my behalf in line with the views I express herein below and sign the required papers at the Ordinary General Assembly Meeting of LOGO YAZILIM SANAYİ VE TİCARET A.Ş. to be held on **10 June 2024, at 11:00** for the year 2023 at the address of Gebze Organize Sanayi Bölgesi Şahabettin Bilgisu Caddesi No: 609/1 Gebze - Kocaeli /Turkey.

The Proxy's!;

Name Surname/Corporate Title:

ID Number/Tax ID Number:

Trade Registry and Number and MERSIS Number:

SCOPE OF REPRESENTATIVE POWER

A) The scope of representative power should be defined after choosing one of the options (a), (b) or (c) in the following sections 1 and 2.

1. About the Items on the Agenda of the General Assembly:

- a) The proxy is authorized to vote according to his/her opinion
- b) The proxy is authorized to vote in accordance with the company management
- c) The Proxy is authorized to vote in accordance with the following instructions stated in the table.

Instructions:

In the event that the shareholder chooses option (c), the shareholder should mark "Accept" or "Reject" options and if the shareholder marks the "Reject" option, then he/she should write the dissenting opinion to be noted down in the minutes of the general assembly.

Agenda Item ²	Accept	Reject	Dissenting Opinion
1. Opening and election of Chairing Committee and authorization of Chairing Committee for signing the Minutes of the General Assembly Meeting;			
2. Reading and discussion of the Annual Report of the Board of Directors for the fiscal year 2023;			
3. Reading the independent audit report prepared by the Independent Auditor, DRT Bağımsız Denetim ve Serbest Muhasebeci Mali Müşavirlik Anonim Şirketi;			
4. Reading, discussion and approval of the financial statements of the fiscal year 2023;			

¹ Foreign proxies should submit the equivalent information (if any) mentioned above.

² If the minority has another draft resolution, necessary arrangements should be made to enable them to vote by proxy

<p>5. Discussion and resolution of the matter concerning the release of the members of the Board of Directors individually, who have performed in the fiscal year 2023, from their liabilities for the operations, proceedings and accounts;</p>			
<p>6. Reading, discussion and approval of the Board of Directors' proposal for dividend distribution for the fiscal year 2023;</p>			
<p>7. Determination of remuneration of the members of the Board of Directors for the following fiscal year;</p>			
<p>8. Approval of the appointment of the Independent Auditor for the fiscal year 2024, as proposed by the Board of Directors to complete the term of office of the previous member, in accordance with the Capital Markets Board regulations and related legislation;</p>			
<p>9. Informing the Shareholders about the "Remuneration Policy" with respect to the members of the Board of Directors and the Senior Executives, in accordance with the Communiqué on Corporate Governance No. II-17.1 of the Capital Markets Board;</p>			
<p>11. Informing the General Assembly about the donations made by the Company within the fiscal year 2023;</p>			
<p>12. Determination of an upper limit for the grants and donations to be valid for the fiscal year 2024 and discussion on authorization of the Board of Directors to act within the limits determined relating thereto in accordance with the Capital Markets Board regulations and submitting to the approval of the General Assembly;</p>			
<p>13. Informing the General Assembly about the share buy-back transactions executed during 2023 in accordance with the Company's share buy-back program;</p>			
<p>14. Requesting the General Assembly's approval for the acts and transactions to be executed by the members of the Board of Directors pursuant to Articles 395 and 396 of the Turkish Commercial Code;</p>			
<p>15. Informing the Shareholders about any material transactions that may create conflict of interest with the Company or its affiliates and/or about a transaction of commercial</p>			

nature made on personal account or on behalf of any others that is listed in the commercial activities of the company or of its affiliates or participating to another partnership that is engaged with the same commercial activities with the title of a partner with unlimited liability, by any of the shareholders controlling the company, members of the Board of Directors, executives with administrative responsibility and their spouses and relatives related by blood or affinity up to the second degree;			
16. Informing the Shareholders that no liens, pledges or such assurances have been given, or no benefits have been created on behalf of Company's Shareholders and third parties, in accordance with the Capital Markets Legislation and the Capital Markets Board's Communiqué on Corporate Governance No II-17.1;			
17. Wishes and closing.			

No voting on the informative items.

2. Special instructions related to other issues that may come up during General Assembly meeting and especially to the use of minority rights:

- a) The proxy is authorized to vote according to his/her opinion
- b) The proxy is not authorized to vote in these matters
- c) The proxy is authorized to vote for agenda items in accordance with the following instructions.

SPECIAL INSTRUCTIONS; Special instructions (if any) to be given by the shareholder to the proxy shall be stated herein.

B) The shareholder specifies the shares to be represented by the proxy by choosing one of the following.

1. I hereby confirm that the proxy represents the shares specified in detail as follows.

- a) Order and Serial³:
- b) Number / Group⁴:
- c) Amount-Nominal Value:
- d) Share with privileged voting rights or not:
- e) Bearer-Registered⁵:
- f) Ratio of the total shares/voting rights of the shareholder:

2. I hereby confirm that the proxy represents all my shares on the list, prepared by MKK (Central Registry Agency) the day before the Meeting, concerning the shareholders who could attend the General Assembly Meeting

³ Such information is not required for the shares which are dematerialized.

⁴ For the dematerialized shares, information related to the group (if any) will be given instead of number.

⁵ Such information is not required for the shares which are dematerialized.

NAME SURNAME OR CORPORATE TITLE OF THE SHAREHOLDER⁶

Turkish ID Number/Tax ID Number, Trade Registry Office and Number and MERSIS Number:

Address:

SIGNATURE

⁶ Foreign shareholders shall submit the equivalent information (if any) mentioned above.

ADDITIONAL EXPLANATIONS PURSUANT TO CAPITAL MARKETS BOARD'S REGULATIONS

Pursuant to the Capital Markets Board Communiqué II-17.1 on Corporate Governance, the additional explanations, which are related to the agenda items, are presented below under the relevant agenda items. General explanations which are required pursuant to the Capital Markets Board Communiqué II-17.1 on Corporate Governance are presented in this section:

1. Shareholding Structure and Voting Rights as of the Date of the Disclosure

Name-Surname/Trade Name of the Shareholder	Share Class	Amount of Shares (TL)	Share Ratio (%)	Rate of Voting Right (%)
Logo Teknoloji ve Yatırım Anonim Şirketi	A	132,000.00	0.13	0.13
	B	33,498,052.81	33.50	33.50
Other	B	66,369,947.19	66.37	66.37
TOTAL		100,000,000.00	100.00	100.00

Pursuant to Article 6 titled "Capital" of the Company's current articles of association, the upper limit of the Company's registered share capital is TRY 125,000,000 which is divided into 12,500,000,000 registered shares, each with a nominal value of Kuruş 1. The Company's issued shared capital in the amount of TRY 100,000,000 is composed of class A and class B shares. 13,200,000 shares with the nominal value of TRY 132,000.00 represent class A shares and 9,986,800,000 shares with the nominal value of TRY 99,868,000.00 represent class B shares. The following table demonstrates the shares constituting the Company's share capital and the privileges denominated for such shares:

Information on the Shares Representing the Share Capital					
Share Class	Registered Shares / Bearer Shares	Type of the Privilege	Nominal Value of One Share (TRY)	Total (TRY)	Share Ratio (%)
A	Registered Shares	- Privilege regarding nomination of members to the Board of Directors (half of the number of the members) - Privilege regarding the appointment of the Chairman of the Board of Directors	0.01	132,000	0.13
B	Bearer Shares		0.01	99,868,000	99.87
TOTAL				100,000,000	100

Pursuant to Article 8 of articles of association, there is privilege in nominating a candidate for the board of directors. Half of the board of directors shall be elected from among the candidates nominated by Class A shareholders. Moreover, chairman of the Board of Directors shall be elected from among the candidates nominated by Class A shareholders.

Each nominal value share is entitled to one voting right in the General Assembly Meeting. There are no shares, which bear privileged voting rights.

2. Information Regarding Changes in Management and Operations of our Company and its Material Subsidiaries that would have Significant Impact on the Activities of the Company

In 2023, there has been no change in management or operation of our Company or its material subsidiaries that would have significant impact on the activities of the Company.

3. Information about the Requests of the Shareholders, the Capital Markets Board or the other Public Authorities for Inclusion of Issues in the Agenda

No request has been received with respect to the Ordinary General Assembly Meeting during which the operations in the year 2023 will be discussed.

**EXPLANATIONS WITH RESPECT TO THE AGENDA ITEMS OF THE ORDINARY
GENERAL ASSEMBLY TO BE HELD ON 10 JUNE 2024.**

1. Opening and election of Chairing Committee and authorization of Chairing Committee for signing the Minutes of the General Assembly Meeting

The Chairman and the Chairing Committee will be elected to chair the General Assembly Meeting and sign the meeting minutes in accordance with the relevant provisions of the Turkish Commercial Code No. 6102 (the “TCC”), the Regulation on General Assembly Meetings of Corporations, and under the provisions of Ministry of Industry and Trade Commissary Regulations (“Regulation” or “General Assembly Regulation”).

2. Reading and discussion of the Annual Report of the Board of Directors for the fiscal year 2023

Pursuant to the TCC, the Regulation and the Capital Markets Law and related regulations, the 2023 Annual Report of the Board of Directors, which also includes the Corporate Governance Compliance Report, has been made available for examination by our shareholders for a period of three weeks before the General Assembly Meeting in our Company’s headquarters and branch, on the PDP, Electronic General Assembly System of the Central Registry Agency (“CRA”), and on our Company’s website www.logo.com.tr The Annual Report will be read and discussed by the General Assembly.

3. Reading the independent audit report prepared by the Independent Auditor, DRT Bağımsız Denetim ve Serbest Muhasebeci Mali Müşavirlik Anonim Şirketi

Pursuant to the TCC, the Regulation and the Capital Markets Law and related regulations, the audit report issued by DRT Bağımsız Denetim ve Serbest Muhasebeci Mali Müşavirlik Anonim Şirketi and which has been made available for examination by our shareholders for a period of three weeks before the General Assembly Meeting in our Company’s headquarters and branch, on the PDP, Electronic General Assembly System of the CRA, and on our Company’s website www.logo.com.tr will be read.

4. Reading, discussion and approval of the financial statements of the fiscal year 2023

Pursuant to the TCC, the Regulation and the Capital Markets Law and related regulations, the financial statements for the reporting period of 2022, which have been made available for examination by our shareholders for a period of three weeks before the General Assembly Meeting in our company’s headquarters and branch, on the PDP, Electronic General Assembly System of the CRA, and on our Company’s website www.logo.com.tr will be read, discussed and approved.

5. Discussion and resolution of the matter concerning the release of the members of the Board of Directors individually, who have performed in the fiscal year 2023, from their liabilities for the operations, proceedings and accounts

Pursuant to the regulations of the TCC and the Regulation, the release of the members of the board of directors individually for their activities, transactions and accounts for the year 2023 will be submitted to the approval of the General Assembly.

6. Reading, discussion and approval of the Board of Directors’ proposal for distributing dividend for the fiscal year 2023

Decision of the Board of Directors with regards to distribution of profit for the fiscal year 2023, dated 10 May 2024 and numbered 2024/17 and disclosed on PDP shall

be discussed and submitted to the approval of the General Assembly.

Dividend distribution table is attached this document as Appendix-1.

7. Determination of remuneration of the members of the Board of Directors for the following fiscal year

With respect to the Capital Markets Board's regulations, the TCC, the Regulation and our Company's Articles of Association, the resolution of Board of Directors dated 10 May 2024 and numbered 2024/18 proposing not to provide any remuneration for the chairman and vice chairman and to provide a monthly gross fee in the amount of TRY 41.600 to all non- executive board members, including the independent members, will be submitted to the General Assembly's opinion and approval.

8. Approval of the appointment of the Independent Audit Firm for the fiscal year 2023, as proposed by the Board of Directors, in accordance with the Capital Markets Board regulations and related legislation.

The appointment of DRT Bağımsız Denetim ve Serbest Muhasebeci Mali Müşavirlik A.Ş. as the Independent Auditor, in order for the audit of our financial reports for 2024 and performance of other activities defined in the related regulations, as recommended as per the Board of Directors' resolution dated 10 May 2024 and numbered 2024/19 will be submitted to the approval of the General Assembly, pursuant to the Turkish Commercial Code and the regulations of the Capital Markets Board.

9. Informing the Shareholders about the "Remuneration Policy" with respect to the members of the Board of Directors and the Senior Executives, in accordance with the Communiqué on Corporate Governance No. II-17.1 of the Capital Markets Board

The Remuneration Policy for the members of the board and executive management attached in Appendix-2 will be submitted to the information of shareholders, which was prepared pursuant to the Capital Markets Board's Communiqué on Corporate Governance No. II-17.1.

10. Informing the General Assembly about the donations made by the Company within the fiscal year 2023.

Our company's donations in the reporting period of 2023 amounted to TRY 4.010.763,69 which is below the upper limit determined by the General Assembly. In the General Assembly Meeting of our company, which was held on 27 March 2023 the upper limit for grants and donations was determined as TRY 50.000.000.

11. Determination of an upper limit for the grants and donations for the fiscal year 2023 and discussion on authorization of the Board of Directors to act within the limits determined relating thereto in accordance with the Capital Markets Board regulations and submitting to the approval of the General Assembly;

According to paragraph 3 of Article 17 of our Articles of Association; the Company can make donations in a way, which does not hinder its purpose and scope, provided that it is in compliance with the terms defined by the Capital Markets Board, does not violate regulations on disguised profit transfer and shareholders are informed on the donations made within the reporting in the general assembly meeting. The upper limit of the donations to be made is determined by the General Assembly, and no

donations in excess of such limit can be made. Donations made shall be added to the distributable profit base.

In this respect, the resolution of the Board of Directors dated 10 May 2024 and numbered 2024/20 proposing the upper limit for grants and donations as TRY 30.000.000 for the fiscal year 2024 will be submitted to the opinion and approval of the General Assembly.

12. Informing the General Assembly about the share buy-back transactions executed during 2022 in accordance with the Company's share buy-back program

Our Company's Board of Directors' resolution dated 30 December 2021 stated that; in accordance with CMB's announcements dated 21.07.2016 and 25.07.2016 and CMB's communique on Buy-backed shares (II-2.1), it was possible to repurchase shares, the maximum number of shares to be repurchased should not exceed 10% of the paid-in capital including previous purchases, and the maximum fund amount will be determined as TRY 100,000,000, and our Company's Chief Financial Officer (CFO) Gülnur Anlaş is authorized regarding repurchases. The Buy-Back Program was announced to public on 31 December 2021. The Buy-Back program still continues.

Within the framework of the said Buy-Back program, 1.392.982 shares were repurchased at an average price of TRY 65,87 in 2023, and a total of TRY 91.752.547,25 was paid. The ratio of the repurchased shares to the capital in 2023 is 1,30%, and the ratio of the repurchased shares including the previous purchases to the capital is 5,00%.

13. Requesting the General Assembly's approval for the acts and transactions to be executed by the members of the Board of Directors pursuant to Articles 395 and 396 of the Turkish Commercial Code

Board members' ability to do the transactions defined in the first paragraph of Article 395 with the title "Prohibition to Conduct Transaction with and Incur Indebtedness to the Company" and Article 396 with the title "Non-Competition" of the Turkish Commercial Code is subject to the approval of the General Assembly. It will be submitted to the approval of the General Assembly to grant permission to our board members in that respect in order to fulfil the requirements of the relevant legislation.

Pursuant to the Turkish Commercial Code Article 395 and Article 396, the approval of the General Assembly shall be obtained for the board members to conduct the following and similar transactions: to conduct any transaction with the company, to become indebted to the company, to conduct any commercial transaction within the scope of activity of the company, to participate in another company as a partner with unlimited liability, which is involved in the same kind of commercial business. Furthermore, the legislation establishes strict oversight mechanisms such as submitting an announcement on the PDP, seeking affirmative votes of the majority of the independent board members, and seeking the approval of the general assembly, depending on the nature of the transaction, pursuant to different provisions including, among others, Article 17(3) of the Capital Market Law No. 6362 and Articles 9, 10 and 12 of the Capital Markets Board (CMB) Communiqué II-17.1 on Corporate Governance and the provisions 1.3.9 and 4.6 of the Principles of Corporate Governance, which is annexed to the aforementioned communiqué. In addition, the Communiqué on Corporate Governance introduces requirements such as obtaining a valuation report from an institution, which is determined by the CMB,

with respect to the related party transactions before such transaction takes place.

- 14. Informing the shareholders about any material transactions that may create conflict of interest with the Company or its affiliates and/or about a transaction of commercial nature made on personal account or on behalf of any others that is listed in the commercial activities of the company or of its affiliates or participating to another partnership that is engaged with the same commercial activities with the title of a partner with unlimited liability, by any of the shareholders controlling the company, members of the Board of Directors, executives with administrative responsibility and their spouses and relatives related by blood or affinity up to the second degree**

In accordance with the mandatory Article 1.3.6 of the Capital Markets Board's Communiqué on Corporate Governance No. II-17.1, in case the controlling shareholders, the members of board of directors, the executives with administrative responsibility or their spouses, relatives by blood or marriage up to the second degree conduct a significant transaction with the company or its subsidiaries, which would cause a conflict of interest, and/or conduct a transaction on behalf of themselves or a third party, which is in the field of activity of the company or its subsidiaries, or participate in another company involved in the same kind of commercial business with the company or its subsidiaries as a partner with unlimited liability, the shareholders shall be informed in detail under a separate agenda item at the General Assembly Meeting and the relevant matter shall be recorded in the meeting minutes.

- 15. Informing the shareholders that no liens, pledges or such assurances have been given, or no benefits have been created on behalf of Company's shareholders and third parties, in accordance with the Capital Markets Legislation and the Capital Markets Board's Communiqué on Corporate Governance No II-17.1**

Pursuant to the Capital Markets Board's Communiqué on Corporate Governance No: II- 17.1, our shareholders will be informed that our company did not provide guarantees, pledges or warranties in favor of the shareholders or third parties, and did not provide any benefit in this regard.

- 16. Wishes and closing.**

APPENDICES

APPENDIX 1 Dividend Distribution Table

APPENDIX 2 Remuneration Policy for Senior Executives and Board of Directors' Member

APPENDIX 1 DIVIDEND DISTRIBUTION TABLE

LOGO YAZILIM SANAYİ VE TİCARET A.Ş.		
Dividend Distribution Table for the Year 2023 (TRY)		
1. Paid-In / Issued Capital		100.000.000
2. Total Legal Reserves (According to Legal Records)		20.000.000
Information on privileges in dividend distribution, if any, in the Article of Association		
	Based on CMB Regulations	Based on Legal Records
3.	Current Period Profit	1.213.958.177
4.	Taxes Payable (-)	62.131.776
5.	Net Current Period Profit (=)	1.151.826.401
6.	Losses in Previous Years (-)	0
7.	Total Legal Reserves (-)	0
8.	NET DISTRIBUTABLE CURRENT PERIOD PROFIT (=)	1.151.826.401
9.	Donation Made During The Year (+)	4.010.764
10.	Donation-Added Net Distributable Current Period Profit on which First Dividend Is Calculated	144.165.763
11.	First Dividend to Shareholders	
	-Cash	7.208.288
	-Bonus Shares	
	- Total	7.208.288
12.	Dividend Distributed to Owners of Privileged Shares	-
13.	Dividend Distributed to the members of the Board of Directors, employees etc.	-
14.	Dividend to Owners of Redeemed Shares	0,00
15.	Second Dividend to Shareholders	392.791.712
16.	Total Legal Reserves	37.279.171
17.	Statutory Reserves	-
18.	Special Reserves	-
19.	EXTRA ORDINARY RESERVES	714.547.229
20.	Other Distributable Resources	

APPENDIX 2 REMUNERATION POLICY FOR BOARD OF DIRECTORS' MEMBERS and SENIOR EXECUTIVES

Our remuneration policy defines the salary system and policies to be applied to the members of the board with administrative responsibility and top management team according to the regulations of the Capital Markets Board.

Taking into account the company's publicly announced operational and financial performance targets, the remuneration policy for the members of the board and top management mainly includes the following:

- Compensation is performance-based, which is measured at the corporate, business unit and individual level. The system includes both financial and non-financial criteria.
- Performance-based incentives are determined to align the interests of managers with those of the shareholders.
- Short-term and long-term incentives are balanced to reward the long-term strategic outcome.
- The system discourages managers from taking extreme risk; and aims to increase their income in parallel to their responsibilities through bonuses.
- Language, race, gender, political opinion, belief, religion, sect, age, physical handicaps or other similar traits are not considered as a criterion of compensation.

Pursuant to provision 4.6.3 of the Capital Markets Board's Communiqué on Corporate Governance, remuneration of the independent members of the board of directors does not include payment plans such as dividends, stock options or payment schemes based on the company's performance. Remuneration of the independent members is determined at a level to protect their independence.