

Gebze Trade Register Office
Trade Register Number: 12750

LOGO YAZILIM SANAYİ VE TİCARET ANONİM ŞİRKETİ

Commercial Adress: Organize Sanayi Bölgesi Şahabettin Bilgisu Caddesi No: 609 Gebze/Kocaeli

Our Company's Extraordinary General Assembly Meeting will be held on **December 18, 2024 , at 11.00** in our Company's headquarters located in Gebze Organize Sanayi Bölgesi Şahabettin Bilgisu Caddesi No: 609 Gebze - Kocaeli /Turkey, in accordance with the Company's Board of Directors' Resolution dated November 22, 2024.

The Shareholders can attend the Company's Extraordinary General Assembly Meeting in person or via electronic means, in person or through their representatives. Our Shareholders willing to attend the Extraordinary 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 Extraordinary 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.

Pursuant to the provisions of the Turkish Commercial Code and related communiqués, agenda of the Extraordinary General Meeting, the draft amendments to the Articles of Association, the report of the Board of Directors on the capital reduction transaction that does not require an outflow of funds and the Information Note on the agenda regarding the issues to be discussed at the Extraordinary General Meeting 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 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
- Ataşehir Branch** :Barbaros Mah. Mor Sümbül Sk. Nida Kule No:7/3F iç Kapı No:12 Ataşehir İstanbul
- Elazığ Branch** : Fırat Teknokent Çaydaçira 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 Küçükalyalı / Maltepe / İstanbul
- İzmir Branch** : Akdeniz Mahallesi Cumhuriyet Bulvarı No:120 Konak İzmir
- İzmir Teknoloji Geliştirme Bölgesi Branch** : İzmir Teknoloji Geliştirme Bölgesi A3 Binası İYTE Kampüsü Gülbahçe Köyü 35430 Urla / İzmir
- Konak Branch** : Akdeniz Mahallesi Şehit Fethi Bey caddesi No:55 K: 22 D-221-222 Heris Tower Konak / İZMİR/ Türkiye

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 Extraordinary 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 Extraordinary 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 Extraordinary General Assembly Meeting. In this respect, Shareholders are not required to block their shares to attend the Extraordinary 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 Extraordinary 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.

**THE AGENDA FOR THE EXTRAORDINARY GENERAL ASSEMBLY
MEETING DATED DECEMBER 18, 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. Informing the General Assembly about the share buy-back transactions executed in accordance with the Company's share buy-back program,
3. Submitting the Share Buy-Back Program prepared by the Board of Directors for the approval of the General Assembly in order to enable the Company to buy back its own shares in accordance with the Capital Markets legislation,
4. Submitting for approval, discussion and resolution on the "Report on Capital Reduction Not Requiring Outflow of Funds prepared by the Board of Directors" for the redemption of the shares with a total nominal value of TL 5,000,000 out of the shares repurchased by our Company for cash in accordance with the "Capital Reduction Not Requiring Outflow of Funds" procedure,
5. Discussion and resolution on the proposal to amend the Articles of Association in order to reduce the Company's capital from TL 100,000,000 to TL 95.000.000 by redeeming the repurchased shares,
6. Discussion and resolution on the proposal to amend the Articles of Association in order to increase registered capital ceiling from TL 125,000,000 to TL 500,000,000 and to extend the registered capital system for five years, valid for the years 2024-2028,
7. 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 Extraordinary General Assembly Meeting of LOGO YAZILIM SANAYİ VE TİCARET A.Ş. to be held on **December 18, 2024, Wednesday at 11:00** at the address of Gebze Organize Sanayi Bölgesi Şahabettin Bilgisu Caddesi No: 609 Gebze - Kocaeli /Turkey.

The Proxy's¹;

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. Informing the General Assembly about the share buy-back transactions executed in accordance with the Company's share buy-back program			
3. Submitting the Share Buy-Back Program prepared by the Board of Directors for the approval of the General Assembly in order to enable the Company to buy back its own shares in accordance with the Capital Markets legislation			
4. Submitting for approval, discussion and resolution on the "Report on Capital Reduction Not Requiring Outflow of Funds prepared by the Board of Directors" for the redemption of the shares with a total nominal value of TL 5,000,000			

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

out of the shares repurchased by our Company for cash in accordance with the "Capital Reduction Not Requiring Outflow of Funds" procedure			
5. Discussion and resolution on the proposal to amend the Articles of Association in order to reduce the Company's capital from TL 100,000,000 to TL 95.000.000 by redeeming the repurchased shares			
6. Discussion and resolution on the proposal to amend the Articles of Association in order to increase registered capital ceiling from TL 125,000,000 to TL 500,000,000 and to extend the registered capital system for five years, valid for the years 2024-2028			
7. Wishes and closing.			

No voting on the informative items.

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

1. The proxy is authorized to vote according to his/her opinion
2. The proxy is not authorized to vote in these matters
3. 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.

C) 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

NAME SURNAME OR CORPORATE TITLE OF THE SHAREHOLDER⁶

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

Address:

SIGNATURE

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.

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
Logo Yazılım Sanayi ve Ticaret A.Ş. (Buy-Back Shares) (*)	B	6.200.674	6,2	6,2
Other	B	60.169.273,19	60,17	60,17
TOTAL		100,000,000.00	100.00	100.00

(*) Pursuant to Articles 389 and 612 of the TCC and Article 18 of the Communiqué on Buy-Backed Shares (II-22.1), Logo Yazılım Sanayi ve Ticaret A.Ş.'s own shares do not have voting rights at the General Assembly.

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	<ul style="list-style-type: none"> - Privilege regarding nomination of members to the Board of Directors (half of the number of the members) - 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 about the Requests of the Shareholders, the Capital Markets Board or the other Public Authorities for Inclusion of Issues in the Agenda

While preparing the agenda of the Extraordinary General Assembly Meeting which will be held on December 18, 2024 there has not been any written requests that the shareholders sent to the Investor Relations Unit in a written format to be included on the agenda. Likewise, shareholders, CMB or other government institutions, which are related to the Company, have not sent any agenda item requests to be added to the agenda

**EXPLANATIONS WITH RESPECT TO THE AGENDA ITEMS OF THE ORDINARY
GENERAL ASSEMBLY TO BE HELD ON DECEMBER 18, 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.

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

Our Company's Board of Directors' resolution dated 17 November 2023 stated that; in accordance with the CBM's Communiqué on Buy-Backed Shares numbered II-22.1 and the related principle decision dated 14.02.2023 and numbered 9/177, 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 400,000,000, the repurchase transactions shall be executed within a period of 1 year from the date of the decision and our Company's Chief Financial Officer (CFO) Gülnur Anlaş is authorized regarding repurchases. The Buy-Back Program was announced to public on 17 November 2023. The Buy-Back program expired on the date November 17, 2024. The transactions made within the scope of the related buy-back program have been disclosed on PDP and will be submitted for the information of our Company's shareholders at the general assembly meeting.

3. Submitting the Share Buy-Back Program prepared by the Board of Directors for the approval of the General Assembly in order to enable the Company to buy back its own shares in accordance with the Capital Markets legislation

The proposal of the Board of Directors regarding the Share Buy-Back Program in **Appendix-1** regarding the repurchase of the Company's own shares shall be submitted to the approval of the General Meeting.

4. Submitting for approval, discussion and resolution on the "Report on Capital Reduction Not Requiring Outflow of Funds prepared by the Board of Directors" for the redemption of the shares with a total nominal value of TL 5,000,000 out of the shares repurchased by our Company for cash in accordance with the "Capital Reduction Not Requiring Outflow of Funds" procedure,

The "*Report of the Board of Directors on the Capital Reduction Transaction Not Involving an Outflow of Funds*" in **Appendix-2**, prepared by the Board of Directors for the redemption of 500,000,000 of the the shares repurchased by our Company, with a nominal value of TL 5,000,000, representing 5% of the share capital, in accordance with the procedures of "*Capital Reduction Transaction Not Involving an Outflow of Funds*" pursuant to Article 19 of the CMB Communiqué on Shares o. VII-128.1, shall be submitted to our shareholders for approval.

5. Discussion and resolution on the proposal to amend the Articles of Association in order to reduce the Company's capital from TL 100,000,000 to TL 95.000.000 by redeeming the repurchased shares,

500,000,000 shares with a nominal value of TL 5,000,000, corresponding to 5% of the share capital of the shares repurchased by our Company, shall be redeemed in accordance with Article 19, paragraph 9 of the CMB Communiqué on Shares No. II-22.1 and Article 19, paragraphs 6, 9, 10 and 11 of the CMB Communiqué on Shares No. VII-128.1. thereby the share capital shall be reduced by TL 5,000,000 from TL 100,000,000 to TL 95,000,000 and, in this context, the amendment of Article 6 entitled "Capital" of the Company's Articles of Association shall be submitted to the approval of our shareholders in accordance with the amendment text in **Appendix 2**.

6. Discussion and resolution on the proposal to amend the Articles of Association in order to increase registered capital ceiling from TL 125,000,000 to TL 500,000,000 and to extend the registered capital system for five years, valid for the years 2024-2028,

Within the framework of the Capital Market Law and the Capital Market Board's Communiqué on the Registered Capital System II-18.1; the amendment of Article 6 entitled "Capital" of the Company's Articles of Association in accordance with the amendment text in **Appendix-3** regarding the increase of the Company's registered capital ceiling from TL 125,000,000 to TL 500,000,000 and the extension of the registered capital period by five years to valid for the years 2024-2028 will be submitted to the approval of our shareholders.

7. Wishes and closing.

APPENDICES

APPENDIX 1	The proposal of the Board of Directors regarding the Share Buy-Back Program
APPENDIX 2	Report of the Board of Directors on the Capital Reduction Not Involving an Outflow of Funds
APPENDIX 3	Amendment of Articles of Association