

**AGENDA FOR EXTRAORDINARY GENERAL ASSEMBLY
MEETING
OF TURKISH PETROL REFINERIES CORPORATION TO BE HELD
ON
25 AUGUST, 2022**

1. Opening and Election of the Chairing Committee,
2. Informing the shareholders within the scope of Turkish Commercial Code and CMB's Regulations regarding the partial demerger transaction to be discussed in the 3rd item of the agenda,
3. Within the framework of the Turkish Commercial Code, the Corporate Tax Law, the Capital Markets Law and the regulations related to these laws, as well as the provisions of the Trade Registry Regulation and other relevant legislation; Koç Holding A.Ş. and Aygaz A.Ş. of Entek shares with a nominal value of 942,727,458.04 TL, corresponding to 99.24% of the capital of Entek Elektrik Üretim A.Ş. Negotiating and approving or rejecting the proposal to be taken over by Tüpraş, with all its rights and obligations in accordance with the principle of total succession, through a partial demerger, and the Partial Segmentation Agreement and Partial Demerger Report prepared accordingly,
4. Provided that the necessary approvals are obtained from the relevant institutions Approval, approval with amendment or disapproval of the Board of Directors' proposal on the amendment of articles 6 titled "Capital" and 7 titled " Assignment Of Shares And Establishment Of Usufruct On Shares",
5. Wishes and opinions.

**PROXY FORM FOR THE
EXTRAORDINARY GENERAL ASSEMBLY
MEETING
TÜPRAŞ, TURKISH PETROLEUM
REFINERIES CORP.**

I hereby appoint _____ as my proxy authorized to represent me, to vote and make proposals in line with the views I express herein below and sign the required papers at the Extraordinary General Assembly of Turkish Petroleum Refineries Corp. that will convene on August 25, 2022, Thursday at 16:00 at the address of Kuzguncuk Mahallesi, Azizbey Sok. No:1 Üsküdar/İstanbul.

The Attorney's(*):

Name Surname/ Trade Name:

TR ID Number/ Tax ID Number, Trade Register and Number and MERSIS (Central Registration System) Number:

(*) Foreign attorneys should submit the equivalent information mentioned above.

A. SCOPE OF REPRESENTATIVE POWER

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 agenda items of General Assembly:

- a) The attorney is authorized to vote according to his/her opinion. ☐
- b) The attorney is authorized to vote on proposals of the attorney partnership management. ☐
- c) The attorney is authorized to vote in accordance with the following instructions stated in the table. ☐

Instructions:

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

Agenda Items	Accept	Reject	Dissenting Opinion
1. Opening and Election of the Chairing Committee,			
2. Informing the shareholders within the scope of Turkish Commercial Code and CMB's Regulations regarding the partial demerger transaction to be discussed in the 3rd item of the agenda,			
3. Within the framework of the Turkish Commercial Code, the Corporate Tax Law, the Capital Markets Law and the regulations related to these laws, as well as the provisions of the Trade Registry Regulation and other relevant legislation; Koç Holding A.Ş and Aygaz A.Ş. of Entek shares with a nominal value of 942,727,458.04 TL, corresponding to 99.24% of the capital of Entek Elektrik Üretim A.Ş. Negotiating and approving or rejecting the proposal to be taken over by Tüpraş, with all its rights and obligations in accordance with the principle of total succession, through a partial demerger, and the Partial Segmentation Agreement and Partial Demerger Report prepared accordingly,			
4. Provided that the necessary approvals are obtained from the relevant institutions Approval, approval with amendment or disapproval of the Board of Directors' proposal on the amendment of articles 6 titled "Capital" and 7 titled " Assignment Of Shares And Establishment Of Usufruct On Shares",			
5. Wishes and opinions.			

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

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

- a) The attorney is authorized to vote according to his/her opinion. ☐
- b) The attorney is not authorized to vote in these matters. ☐
- c) The attorney is authorized to vote for agenda items in ☐

accordance with the following instructions:

SPECIAL INSTRUCTIONS: The special instructions (if there is any) to be given by the shareholder to the attorney are stated herein.

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

1. I hereby confirm that the attorney represents the shares specified in detail as follows:
 - a) Order and Serial(*)
 - b) Number / Group (**)
 - c) Amount-Nominal Value
 - d) Share with voting power or not
 - e) Bearer-Registered(*)
 - f) Ratio of the total shares/voting rights of the shareholder

*Such information is not required for the shares which are followed up electronically.

**For the shares which are followed up electronically, information related to the group will be given instead of numbers.

2. I hereby confirm that the attorney 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 TITLE OF THE SHAREHOLDER (*)

TR ID Number/ Tax ID Number, Trade Register and Number and MERSIS (Central Registration System) Number:

Address:

(*) Foreign attorneys should submit the equivalent information mentioned above.