

**MINUTES OF THE ORDINARY GENERAL ASSEMBLY MEETING OF DOĞANLAR MOBİLYA
GRUBU İMALAT SANAYİ VE TİCARET ANONİM ŞİRKETİ FOR THE YEAR 2024 HELD ON
13.05.2025**

The 2024 Ordinary General Meeting of Shareholders of Doğanlar Mobilya Grubu İmalat Sanayi ve Ticaret Anonim Şirketi ("**Company**") was held on May 13, 2025, at 10:30 a.m. at İdealtepe Mahallesi Rifki Tongsir Caddesi No:107 Maltepe / İstanbul, under the supervision of Ayten Kurşun Ministry Representative assigned by the letters No. 109145823 and dated May 12, 2025, of the Provincial Directorate of Trade of Istanbul Governorship.

The invitation and announcement of the meeting was published on pages 502 and 503 of the Turkish Trade Registry Gazette dated 21.04.2025 and numbered 11316 in accordance with the provisions of the Capital Markets Law No. 6362, the Turkish Commercial Code No. 6102, the Company's articles of association and the relevant legislation, as well as on the Company's official website www.doganlarmobilyagrubu.com, on the Public Disclosure Platform (KAP) and on e-GEM, where the Electronic General Assembly will be held, on 17.04.2025, and it was understood that there was no objection to the Ordinary General Assembly meeting.

It was determined that all documents required by the legislation were present at the meeting place. As it is understood from the examination of the list of attendees, out of 35,000,000,000 shares corresponding to a total capital of TL 350,000,000 of our Company; shares corresponding to TL 79,713,767.90 of the Company's capital were represented in person, shares corresponding to TL 10,230,300 were represented by proxy by the representatives who deposited them, shares corresponding to TL 17. 456,955,279.10 TL of the share capital was represented by other representatives by proxy, and it was seen that the current meeting quorum was represented by shares amounting to TL 17,546,899,347, and thus it was determined that the meeting quorum stipulated in both the law and the articles of association was met.

Pursuant to paragraphs 5 and 6 of Article 1527 of the Turkish Commercial Code No. 6102, it has been determined that the Company has fulfilled the preparations for the electronic general assembly in accordance with the legal regulations. Ms. Aysun Vardan, who holds the 'Central Registry Agency Electronic General Assembly System Certificate Expertise', was appointed to use the electronic general assembly system. Mr. İsmail Doğan, member of the Board of Directors & CEO, announced that Mr. Ali Demirkan, CFO; Ms. Güzde Çivici, Investor Relations Director and Secretary General; Ms. Gülçin Direk Yılmaz, Legal Counsel; Ms. Aysun Vardan, Investor Relations Manager; and Mr. Sertu Talı, representing the Independent Audit Company PwC Bağımsız Denetim ve Serbest Muhasebeci Mali Müşavirlik A.Ş. were present at the meeting and the meeting was opened physically and electronically at the same time and proceeded to discuss the agenda.

AGENDA

- 1.** Pursuant to the 1st item of the agenda, the formation of the Meeting Chairmanship was initiated. The Member of the Board of Directors, Mr. İsmail Doğan, verbally proposed the

election of Ms. Gzde ivici as the Chairperson of the Meeting and this proposal was accepted majority with 17.544.899.347 votes for and 2.000.000 votes against. Ms. Gzde ivici, the Meeting Chairperson, appointed Mr. Sedat Koar as the Minutes-Taker and Mr. Adem Kaya as the Scrutineer.

- 2.** Pursuant to the 2nd item of the Agenda, the Board of Directors' Annual Report for the year 2024 was read, discussed and submitted for approval. In line with the suggestion given by Mr. İsmail Doėan, Member of the Board of Directors, it was accepted majority with 17.544.899.347 votes for and 2.000.000 votes against, that the Board of Directors' Annual Report for the year 2024 prepared by the Company's Board of Directors not to be read since it was submitted to the review of our shareholders on 11.03.2025 by being published on the Public Disclosure Platform (KAP), on the Company's official website www.doganlarmobilyagrubu.com and on E-GEM within the general assembly documents.

2024 Annual Report was opened for discussion. No one took the floor in favour or against. As per the article, the Board of Directors' Annual Report for 2024 was put to vote. As a result of the voting, the Annual Report for the year 2024 was accepted majority with 17.544.899.347 votes for and 2.000.000 votes against.

- 3.** Pursuant to the 3rd item of the Agenda, the reading, discussion and approval of the summary of the Independent Audit Report prepared by the Independent Audit Firm for the activity period of 2024 and informing the General Assembly about the measures and corrections to be taken due to the fact that the Independent Audit Report contains a Conditional Opinion in accordance with Article 403 of the Turkish Commercial Code. In line with the suggestion made by Mr. İsmail Doėan, Member of the Board of Directors, it was accepted majority with 17.544.899.347 votes for and 2.000.000 votes against that the Independent Audit Report prepared by PwC Baėımsız Denetim ve Serbest Muhasebeci Mali Mşavirlik A.Ő. for the year 2024 be deemed to have been read since it was made available for the review of our shareholders on 11.03.2025 by being published on the Company's official website www.biotrendenerji.com.tr, on the Public Disclosure Platform (KAP) and on E-GEM within the general assembly documents. The Independent Audit Report was opened for discussion. No one took the floor in favour or against. As per the article, the Independent Audit Report for 2024 was submitted for approval. As a result of the voting, the Independent Audit Report for the year 2024 was approved majority with 17.544.899.347 votes for and 2.000.000 votes against.

Pursuant to Article 403 of the Turkish Commercial Code, shareholders were informed about the measures to be taken due to the Independent Audit Report containing a Conditional Opinion.

- 4.** Pursuant to the 4th item of the agenda, the reading, discussion and submission of the financial statements for the activity period of 2024 for approval was started. In line with the proposal given by Mr. İsmail Doėan, Member of the Board of Directors, since the

financial statements for the year 2024 were made available for the review of our shareholders on 11.03.2025 by being published on the Public Disclosure Platform (KAP), on the Company's official website www.doganlarmobilyagrubu.com and via E-GEM within the general assembly documents, it was accepted majority with 17.534.669.047 votes for and 12.230.300 votes against that the financial statements be deemed to have been read. Financial statements were opened for discussion. No one took the floor in favour or against. Pursuant to the article, the financial statements for 2024 were put to vote. As a result of the voting, the financial statements were accepted majority with 17.534.669.047 votes for and 12.230.300 votes against.

- 5.** Pursuant to the 5th item of the agenda, the issue of the release of the members of the Board of Directors from liability due to their activities and transactions in 2024 was discussed. As a result of the voting regarding the discharge of the members of the Board of Directors separately for the activities and transactions of the year 2024 in which the members of the Board of Directors did not vote for their own release, the members of the Board of Directors were discharged separately majority with 17.534.669.047 votes for and 12.230.300 votes against.
- 6.** Pursuant to the 6th item of the Agenda, the Board of Directors' proposal for dividend distribution for the year 2024 was discussed and resolved. In the consolidated balance sheets for the period 1 January 2024-31 December 2024 prepared by the Company and audited by PwC Bağımsız Denetim ve Serbest Muhasebeci Mali Müşavirlik A.Ş., the loss for the period attributable to the parent company amounted to TL 453,520,324. Since there is a loss for the period in the consolidated financial statements of the Company, the proposal of the Board of Directors of the Company regarding not distributing dividend by adding the loss for the period of 2024 to the previous year's losses was accepted majority with 17.544.899.347 votes for and 2.000.000 votes against.
- 7.** Pursuant to the 7th item of the agenda, the changes made in the membership of the Board of Directors during the year in accordance with Article 363 of the Turkish Commercial Code were submitted for the approval of the General Assembly. Pursuant to the resolution of the Board of Directors dated 04.02.2025, it was resolved to appoint Mr. Adnan Doğan as a member of the Board of Directors in accordance with Article 363 of the Turkish Commercial Code No. 6102 to serve until 16.05.2025 to fill the vacancy caused by the resignation of Mr Salih Tuncer Mutlucan and the CV of Mr. Adnan Doğan was submitted to the attention of the Company's Shareholders in accordance with the Information Document. In 2024 the appointment made in place of the above-mentioned resignation was accepted majority with 17.544.899.347 votes for and 2.000.000 votes against.
- 8.** Pursuant to the 8th item of the agenda, determination of the number of members of the Board of Directors, election of the members of the Board of Directors and determination of their terms of office were started. Meeting Chairperson Gözde Çivici took the floor and

announced the candidates for the Board of Directors and stated that the CMB approved the application made to obtain an appropriate opinion regarding the nomination of Independent Board Members at its meeting dated 20.03.2025. She also gave information about the CVs of the Independent Board Member candidates.

Pursuant to Article 7 of the Company's Articles of Association titled 'Board of Directors and its Term of Office', the Company's Board of Directors, which should consist of at least 6 (six) and at most 10 (ten) members. The number and qualifications of the Independent Members of the Board of Directors to serve on the Board of Directors are determined in accordance with the regulations of the Capital Markets Board on Corporate Governance Principles. Pursuant to Article 7 of the Company's Articles of Association titled 'Board of Directors and its Term of Office', the Company's Board of Directors, which should consist of at least 6 (six) and at most 10 (ten) members, was decided to consist of a total of 7 (seven) members, including 3 (three) independent members, and to appoint;

- Davut Dođan with the T.C. ID number
- Adnan Dođan with the T.C. ID number
- řadan Dođan with the T.C. ID number
- İsmail Dođan with the T.C. ID number

to serve as Board Member for a term of 1 (one) year; and,

- Zeynep Yalım Uzun with the T.C. ID number
- Berna Akyüz Öđüt with the T.C. ID number
- Muhterem řenel with the T.C. ID number

to serve as an Independent Board Member for a term of 1 (one) year; was approved majority with 17.534.669.047 votes for and 12.230.300 votes against.

9. Pursuant to the 9th item of the agenda, the amendments made to the 'Remuneration Policy' prepared by the Board of Directors with the Board of Directors' resolution dated 17.04.2025 in order to comply with the Capital Markets Board's Corporate Governance Communiqué II-17.1 were submitted for the information of the General Assembly and their opinions were taken.

It was informed that the Remuneration Policy prepared by the Company's Board of Directors in line with the proposal given by Mr. İsmail Dođan, Member of the Board of Directors, was submitted to the review of our shareholders on 17.04.2025 by being published on the Public Disclosure Platform (KAP), on the Company's official website www.doganlarmobilyagrubu.com and in the general assembly documents via E-GEM. Remuneration Policy was opened for discussion. No one took the floor in favour or against. Since this item of the agenda was not subject to voting, only information was given.

- 10.** Pursuant to the 10th item of the agenda, it was decided to inform the shareholders about the payments made to the members of the Board of Directors and senior executives in accordance with the Corporate Governance Principles and to discuss and approve the attendance fees to be paid to the members of the Board of Directors in 2025. In the 2025 activity period, information was given about the payments made to the members of the Board of Directors and senior executives. Since this item of the agenda was for informative purposes, it was submitted for the information of the Company's Shareholders since no voting would be made. No one took the floor.

Determination of the attendance fees to be paid to the members of the Board of Directors was passed. As a result of the voting, it was approved majority with 17.534.669.047 votes for and 12.230.300 votes against to pay a monthly net attendance fee of TL 500,000 to Davut Dođan, a monthly net attendance fee of TL 500,000 to Adnan Dođan, a monthly net attendance fee of TL 500,000 to řadan Dođan, a monthly net attendance fee of TL 500,000 to İsmail Dođan and a monthly net attendance fee of TL 100,000 to each of the Independent Board Members Zeynep Yalım Uzun, Berna Akyüz Öđüt and Muhterem řenel for the year 2025.

- 11.** Pursuant to the 11th item of the agenda, the proposal of the Audit Committee regarding the independent audit firm determined by the Board of Directors for the year 2025 was submitted for the approval of the General Assembly. In accordance with the principles set forth by the Turkish Commercial Code No. 6102 and the Capital Markets Law No. 6362, and within the framework of the decision of our Company's Board of Directors, it was resolved to appoint PwC Bađımsız Denetim ve Serbest Muhasebeci Mali Müřavirlik A.ř., located at Kılıçalı Pařa Mah. Meclis-i Mebusan Cad. No: 8 İç Kapı No: 301 Beyođlu / İstanbul, registered with the Istanbul Trade Registry Office under registration number 201465-0, registered with the Bođaziçi Corporate Tax Office with the tax number 1460022405 and MERSIS number 0146002240500015, to conduct the audit of the financial statements for the 2025 fiscal year and to carry out other activities within the scope of the relevant regulations of these laws. As a result of the voting, the proposal was accepted majority with 17.534.669.047 votes for and 12.230.300 votes against.

- 12.** Pursuant to the 12th item of the agenda, in accordance with the Board Decision on Making Assurance Audits Mandatory for Sustainability Reports published in the Official Gazette dated 05.09.2024 and numbered 32653 by the Public Oversight, Accounting and Auditing Standards Authority ('POA'), at the meeting of our Company's Board of Directors dated 12.05.2025 it was resolved to appoint Güreli Yeminli Mali Müřavirlik ve Bađımsız Denetim Hizmetleri A.ř. located at Maslak Mah. Saat Sk. Spine Tower Sitesi No: 5 İç Kapı No: 216 Sarıyer / İstanbul, registered with the Istanbul Trade Registry Office under the registration number 206580-0, registered with the Bođaziçi Corporate Tax Office with the tax number 4430028598 and MERSIS number 0443002859800014, to conduct assurance audits and

other activities for the sustainability reports for the years 2024 and 2025 was accepted majority with 17.534.669.047 votes for and 12.230.300 votes against as a result of the voting.

- 13.** As a result of the effects of the developing market and market conditions and global economic developments on the sector in which the Company operates and their reflections on the Turkish capital markets, on the grounds that the value of our Company's shares in Borsa Istanbul does not reflect the actual performance of the Company's activities and in order to contribute to healthy price formation, the share repurchase transactions carried out in accordance with the decision of the Board of Directors dated 23.05.2018 dated and within the framework of the announcement made by the Capital Markets Board on 14.02.2023, the General Assembly was informed that within the scope of the share repurchase transactions initiated by the Board of Directors resolutions dated 17.02.2023, 07.08.2023 and 31.10.2023, the total nominal value of the shares owned by our Company reached TL 14,636,238 and ratio of the shares held by our Company to the capital reached 4.18% as a result of the transactions carried out as of 31.12.2024 and that no share purchase was made by our Company in 2024.

Additionally, the General Assembly was informed that the CMB's Principal Decision dated 01.08.2024 had repealed its previous announcement dated 14.02.2023. According to the new Principal Decision, share buyback programs initiated and currently in effect through the board resolutions of publicly traded companies or their subsidiaries will remain valid only until the first general assembly meeting of the respective company. Therefore, it was communicated to the General Assembly that the share buyback transactions initiated by the Board of Directors' decision dated 14.02.2023 would be terminated. Since this agenda item is for informational purposes only and no voting will take place, it was presented to the Company's shareholders for their information. No one took the floor either in favour or against.

- 14.** Pursuant to the 14th item of the agenda, the General Assembly was informed that within the framework of the Capital Markets Law No. 6362 ('CML'), the Turkish Commercial Code, the Corporate Governance Communiqué (II- 17.1) and other relevant capital markets legislation, the Turkish Accounting Standards Communiqué (TAS 24) (No. 17) and other legislation and regulations regarding the performance of related party transactions, the related party transactions carried out in 2024 were disclosed in our 31.12.2024 Financial Reports in Footnote No. 6 regarding Related Party Transactions. Since this item of the agenda was for informative purposes, it was submitted for the information of the Company's Shareholders that no vote would be taken. No one took the floor.

- 15.** Pursuant to the 15th item of the agenda, the General Assembly was informed in accordance with Principle 1.3.6 of the Capital Markets Board's (CMB) Communiqué on Corporate

Governance No. II-17.1. As this agenda item was for informational purposes only, no voting was conducted, and it was presented to the Company's shareholders for their information. No one took the floor either in favour or against.

- 16.** Pursuant to the 16th item of the agenda, the General Assembly was informed, in accordance with the Capital Markets Board's (CMB) Communiqué on Corporate Governance No. II-17.1, about the guarantees, pledges, mortgages, and sureties provided by the Company in favour of third parties in 2024, as well as the income or benefits obtained from these transactions. As this agenda item was for informational purposes only, no voting was conducted, and it was presented to the Company's shareholders for their information. No one took the floor either in favour or against.
- 17.** Pursuant to the 17th item of the agenda, the General Assembly was informed about the donations and aids made by the Company in the 2024 fiscal year for social aid purposes. It was stated that the Company made donations and contributions totalling TL 1.283.008 in 2024. In accordance with the same agenda item, the upper limit for donations to be made in 2025 was determined. As a result of the negotiations regarding the upper limit for donations to be made in 2025, the issue of determining the donation and aid limit as TL 3,000,000 was accepted majority with 17.534.669.047 votes for and 12.230.300 votes against.
- 18.** Pursuant to the 18th item of the agenda, it was discussed and submitted to the General Assembly for approval to grant authorization, in accordance with Articles 395 and 396 of the Turkish Commercial Code No. 6102 and the Capital Markets Board's Corporate Governance Communiqué, to shareholders with management control, members of the Board of Directors, senior executives, and their spouses and relatives up to the second degree of kinship. The proposal was accepted majority with 17.544.899.347 votes for and 2.000.000 votes against. In accordance with the same agenda item, it was also informed that no transactions were carried out by the members of the Board of Directors on this matter in 2024.
- 19.** Wishes and suggestions were listened. Since there were no other items on the agenda, the meeting was closed.

Meeting Chairperson	Ministry Representative
Gözde Çivici	Ayten Kurşun
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<p>Minutes-Taker</p> <p>Sedat Koçar</p> <p>The original Turkish document has a signature.</p>	<p>Scrutineer</p> <p>Adem Kaya</p> <p>The original Turkish document has a signature.</p>
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