

**INVITATION TO THE ORDINARY GENERAL ASSEMBLY MEETING FOR 2022 TO BE  
HELD BY AKİŞ GAYRİMENKUL YATIRIM ORTAKLIĞI ANONİM ŞİRKETİ  
(Istanbul Trade Registry Office / Registry Number: 570679)**

Our Company shall hold an Ordinary General Assembly Meeting for 2022 on 6th of April 2023 at 10:00 at Akasya Culture and Art Hall located in Acıbadem District, Çeçen Street, No: 25, Akasya Shopping Center, 34660, Uskudar, İstanbul in order to discuss and resolve on the agenda items provided below.

Shareholders who shall not be able to attend the meeting in person are required to issue a power of attorney in conformity with sample power of attorney available in the annex hereto (Annex-1), or obtain it from the Corporate head office in Acıbadem Mahallesi, Çeçen Sokak, No: 25, Akasya Alışveriş Merkezi, 34660, Üsküdar, İstanbul or corporate website at [www.akisgyo.com](http://www.akisgyo.com) and also to fulfil such requirements that are listed in the Communiqué on Voting by Attorneys and Calls for Gathering of Proxies (the “Communiqué”) No. (II-30.1) of the Capital Market Board, published in the Official Gazette No. 28862 of 24.12.2013. The Representation by a proxy at the General Assembly Meeting shall only be possible through the utilization of the sample power of attorney available in the Annex 1 hereto. In case of appointment of an attorney via the Electronic General Assembly System (EGKS) in accordance with applicable regulations of the Central Registry Agency (“MKK”), then the utilization of the power of attorney available in the Annex 1 shall not be required provided that it must conform to the principles detailed in the Communiqué. Shareholders having the right to vote may appoint their attorneys by approving the signature available on the power of attorney issued physically or via EGKS, or by attaching a signature declaration drawn up before a notary public to the signed power of attorney form.

Pursuant to Article 1527 of the Turkish Commercial Code No. 6102, the shareholders may attend the General Assembly Meetings in person, or may also attend through electronic media and cast their votes as such. Attendance through electronic media shall only be possible with the use of secured electronic signatures of the shareholders or representatives. The shareholders casting votes through the EGKS must thus first obtain a secured electronic signature and be registered in the e-investor investor information center. The shareholders or representatives who are not registered in e-investor investor information center, or who do not have any secured electronic signatures cannot attend General assembly Meetings through electronic media via EGKS.

The shareholders or their attorneys intending to attend the General Assembly Meeting through electronic media shall be required to complete necessary formalities laid down in the “Regulation on General Assembly Meetings of Stock Companies to be held in Electronic Environment” as published via the Official Gazette No. 28395 of 28.08.2012 as well as in the “Communiqué on Electronic General Assembly System to be Used for in General Assembly Meetings of Stock Companies” as published via the Official Gazette No. 28396 of 29.08.2012. Otherwise they will not be able to attend the meeting.

Since the general assembly meeting shall be held in electronic media, it is kindly requested that the shareholders be ready at the venue before the meeting time so that the meeting can start in time.

The Annual Board Report for 2022 which has been prepared in line with the provisions of the applicable regulations of the Capital Market Board and Turkish Ministry of Trade as well as the Audit Report, the Financial Statements, the Proposal on Distribution of Dividends and the Detailed Information Document containing the necessary explanations and related documents within the framework of the mandatory Corporate Governance Principles regarding the agenda items shall be made available to the Shareholders in our corporate office, corporate website ([www.akisgyo.com](http://www.akisgyo.com)) and electronic general assembly portal of MKK in addition to the Public Disclosure Platform (KAP) ([www.kap.gov.tr](http://www.kap.gov.tr)) for review 3 weeks prior to the meeting date excluding the announcement and meeting days. Please kindly be advised.

Sincerely yours,

## AKİŞ GAYRİMENKUL YATIRIM ORTAKLIĞI ANONİM ŞİRKETİ

### AGENDA FOR THE 2022 ORDINARY GENERAL ASSEMBLY MEETING OF AKİŞ GAYRİMENKUL YATIRIM ORTAKLIĞI ANONİM ŞİRKETİ

1. Opening of the meeting and election of the Presiding Board of the General Assembly,
2. Reading and discussing the 2022 Annual Report prepared by the Board of Directors,
3. Reading the Auditors' Report for the year 2022,
4. Reading, discussing and approval of the Financial Statements for the year 2022,
5. Releasing the members of the Board of Directors individually with regard to the Company's activities in 2022,
6. Determining the usage of profit, percentages of profit distribution and profit sharing,
7. Approval of the appointment made by the Board of Directors due to the lack of membership in the Board of Directors in 2022,
8. Re-election of three Independent Members of the Board of Directors and determination of their duty terms, within the framework of the opinion of the Capital Markets Board, due to the inclusion of our Company in the 1st Group Companies since 2023 with the Capital Markets Board's Announcement dated 12/01/2023 and numbered 2/51,
9. Determining the remuneration of the Members of the Board of Directors and, the Independent Members of the Board of Directors,
10. Submitting the election of the Independent Auditor for approval pursuant to the Turkish Commercial Code and the 'Communiqué on Independent Auditing Standards in Capital Markets' issued by the Capital Markets Board of Turkey, and pursuant to the Board of Directors' decision on this subject,
11. Pursuant to the Capital Markets Board's Communiqué on Corporate Governance, in the event that controlling shareholders, members of the Board of Directors, executive management and their first and second degree relatives by blood or by marriage have carried out significant transactions that may result in conflict of interest either with the Company or its subsidiaries, and/or have carried out commercial transactions in the same line of business with the Company or its subsidiaries either by themselves or on behalf of others, or have become partners without limits of liability in a company that is engaged in the same line of business, informing the shareholders with regard to such transactions,
12. Pursuant to articles 395 and 396 of the Turkish Commercial Code, granting permission and authority to the members of the Board of Directors,
13. Informing shareholders with regard to share buyback pursuant to Board of Directors' decision taken and notified in public disclosure platform at 17 February 2023 in accordance with the permission granted within the framework of the announcement made by the Capital Markets Board with the principle decision dated 14 February 2023 and numbered 9/177,
14. Pursuant to the Capital Markets Law, informing the shareholders about the donations and contributions made by the Company in 2022,
15. Informing the shareholders regarding the income or benefits obtained by the guarantees, pledges, mortgages and sureties given by our Company in favor of third parties in 2022 pursuant to Article 12 of the Corporate Governance Communiqué,
16. Informing the shareholders about the related purchase, sale and lease transactions made in 2022 pursuant to Article 37 of the Communiqué on Principles Regarding Real Estate Investment Trusts.

## **POWER OF ATTORNEY**

I/We hereby appoint ..... described in detail herein as my/our proxy authorized to represent me/our Company, to cast vote, to make proposal and to sign the necessary documents in the direction of the opinions I/we specify herein at the Ordinary General Assembly Meeting of AKİŞ GAYRİMENKUL YATIRIM ORTAKLIĞI ANONİM ŞİRKETİ to be held for the year 2022 on 06.04.2023 at 10:00 in Akasya Culture and Art Hall located at the address “Acıbadem District, Çeçen Street, No: 25, Akasya Shopping Center, 34660, Usküdar, İstanbul”.

Of the Proxy (\*):

Name-Surname / Trade Name:

TR Identification Number / Tax Account Registration - Number and Central Registration System Number:

(\*) Equivalent of the said information, if any, should be presented by foreign proxies.

### **A. SCOPE OF THE POWER OF ATTORNEY**

**The scope of the power of attorney should be determined by selecting one of the alternatives (a), (b) or (c) for the sections 1 and 2 herein.**

1. Regarding The Issues Included in the Agenda of the General Assembly;
  - a) The Proxy is authorized to cast vote in the direction of his/her opinion;
  - b) The Proxy is authorized to cast vote in the direction of the proposals of the partnership management;
  - c) The Proxy is authorized to cast vote in the direction of the instruction specified in the Table herein.

**Instructions: In the case where the alternative (c) is selected by the shareholder, the instructions regarding the agenda item shall be given by making one of the alternatives given opposite the agenda item (yes or no) and in the case where the alternative of “no” is selected, by specifying the dissenting opinion in the minutes of the general assembly.**

	<b>Yes</b>	<b>No</b>	<b>Dissenting Opinion</b>
1. Opening of the meeting and election of the Presiding Board of the General Assembly,			
2. Reading and discussing the 2022 Annual Report prepared by the Board of Directors,			
3. Reading the Auditors' Report for the year 2022,			
4. Reading, discussing and approval of the Financial Statements for the year 2022,			
5. Releasing the members of the Board of Directors individually with regard to the Company's activities in 2022,			
6. Determining the usage of profit, percentages of profit distribution and profit sharing,			
7. Approval of the appointment made by the Board of Directors due to the lack of membership in the Board of Directors in 2022,			

8. Re-election of three Independent Members of the Board of Directors and determination of their duty terms, within the framework of the opinion of the Capital Markets Board, due to the inclusion of our Company in the 1st Group Companies since 2023 with the Capital Markets Board's Announcement dated 12/01/2023 and numbered 2/51,			
9. Determining the remuneration of the Members of the Board of Directors and, the Independent Members of the Board of Directors,			
10. Submitting the election of the Independent Auditor for approval pursuant to the Turkish Commercial Code and the 'Communiqué on Independent Auditing Standards in Capital Markets' issued by the Capital Markets Board of Turkey, and pursuant to the Board of Directors' decision on this subject,			
11. Pursuant to the Capital Markets Board's Communiqué on Corporate Governance, in the event that controlling shareholders, members of the Board of Directors, executive management and their first and second degree relatives by blood or by marriage have carried out significant transactions that may result in conflict of interest either with the Company or its subsidiaries, and/or have carried out commercial transactions in the same line of business with the Company or its subsidiaries either by themselves or on behalf of others, or have become partners without limits of liability in a company that is engaged in the same line of business, informing the shareholders with regard to such transactions,			
12. Pursuant to articles 395 and 396 of the Turkish Commercial Code, granting permission and authority to the members of the Board of Directors,			
13. Informing shareholders with regard to share buyback pursuant to Board of Directors' decision taken and notified in public disclosure platform at 17 February 2023 in accordance with the permission granted within the framework of the announcement made by the Capital Markets Board with the principle decision dated 14 February 2023 and numbered 9/177,			
14. Pursuant to the Capital Markets Law, informing the shareholders about the donations and contributions made by the Company in 2022,			
15. Informing the shareholders regarding the income or benefits obtained by the guarantees, pledges, mortgages and sureties given by our Company in favor of third parties in 2022 pursuant to Article 12 of the Corporate Governance Communiqué,			
16. Informing the shareholders about the related purchase, sale and lease transactions made in 2022 pursuant to Article 37 of the Communiqué on Principles Regarding Real Estate Investment Trusts.			

(\*) The agenda items of the General Assembly shall be enumerated one by one. If there is a draft resolution of the minority, this shall also be specified in order to ensure voting by proxy.

**2. Special instruction regarding exercising of the other issues which may arise at the General Assembly meeting and especially the minority rights:**

- a) The Proxy is authorized to cast vote in the direction of his/her opinion;
- b) The Proxy is not authorized to represent in these issues;
- c) The Proxy is authorized to cast vote in the direction of the special instructions herein.

**SPECIAL INSTRUCTIONS:** The special instructions to be given by the shareholder to the proxy, if any, shall be specified herein.

**B. The shareholder shall select one of the alternatives herein and specify the shares he/she wishes to be represented by the proxy.**

1. I approve the representation of my shares specified in detail herein by the proxy.

- a) Serial and series:\*
- b) Number/Group:\*\*
- c) Piece – nominal value:
- d) Whether it has privilege in voting:
- e) Whether Bearer or Registered:\*
- f) Ratio to the total shares / voting rights owned by the shareholders:

\* This information is not requested for the shares monitored through registration.

\*\* An information shall be given regarding the group, if any, instead of number for the shares monitored through registration.

2. **I approve the representation of all the shares I have as included in the list prepared by the Central Registry Agency regarding the shareholders who may participate in the General Assembly by the proxy one day prior to the date of the General Assembly.**

**NAME-SURNAME or TITLE OF THE SHAREHOLDER (\*)**

TR Identification Number/Tax Account Number, Trade Registration – Number and Central Registration System Number:

Address:

SIGNATURE:

(\*)Equivalent of the said information, if any, should be presented by foreign shareholders.