

HİTİT BİLGİSAYAR HİZMETLERİ ANONİM ŞİRKETİ**INFORMATION DOCUMENT FOR THE ORDINARY GENERAL ASSEMBLY****1. ANNOUNCEMENT OF INVITATION TO THE ORDINARY GENERAL ASSEMBLY
MEETING FOR THE 2023 ACTIVITY YEAR****Istanbul Trade Registry – Trade Registry No: 315040-0**

The Ordinary General Assembly Meeting of our Company for the 2023 activity year will be held on 25.04.2024, Thursday, at 10.00 a.m., at “Reşitpaşa Mah. Katar Cad. No: 4/1 Arı Teknokent 2 İç Kapı No:601 34469 Maslak/ Sarıyer/İSTANBUL” at the Company’s head office address.

The shareholders of our Company may attend the Ordinary General Assembly Meeting physically or electronically in person or through their representatives. Attendance to the meeting electronically is possible with the secure electronic signatures of the shareholders or their representatives. For this reason, the shareholders or their representatives who will perform transactions in the electronic general assembly system (*elektronik genel kurul sistemi*) must have secure electronic signatures and must be registered in the “e-Investor Information Centre” of the Central Registry Agency (*Merkezi Kayıt Kuruluşu*).

In addition, shareholders or their representatives who wish to attend the meeting electronically are required to fulfil their obligations in accordance with the provisions of the “Regulation On General Assemblies Of Joint Stock Companies To Be Held Electronically” published in the Official Gazette dated 28 August 2012 and numbered 28395 and the “Communiqué on the Electronic General Assembly System to be applied in the General Assemblies of Joint Stock Companies” published in the Official Gazette dated 29 August 2012 and numbered 28396.

Shareholders who are unable to attend the meeting in person, physically or electronically, are required to arrange their proxies in accordance with the sample below by fulfilling the matters stipulated in the Capital Markets Board’s “Communiqué on Voting by Proxy and Proxy Solicitation” numbered II-30.1, either by having their signature notarised or by attaching the signature statement issued before a notary public to the signed proxy form. The sample power of attorney form can also be obtained from the Company Head Office and the Company’s website at www.hititcs.com. Shareholders who wish to attend the General Assembly in person will be able to exercise their rights regarding their shares registered in the “Shareholders List” in the Central Registry Agency (*Merkezi Kayıt Kuruluşu*) system by presenting their identity cards. Power of attorneys that are not in compliance with the power of attorney sample attached hereto and required by the Communiqué in question will not be accepted.

Our shareholders who will attend the general assembly electronically through the Electronic General Assembly System may obtain information about the procedures and principles regarding participation, appointment of representatives, making proposals, expressing opinions and voting from the website of the Central Registry Agency at <https://www.mkk.com.tr>.

Our Company’s Consolidated Financial Statements for the year 2023, the Annual Report of the Board of Directors, the Independent Audit Report, the Dividend Distribution Proposal of the Board of Directors and the General Assembly Information Document will be made available for the review of the shareholders at the Company headquarters and on the Company’s website at www.hititcs.com and on the Electronic General Assembly system of the Central Registry Agency at least three weeks before the General Assembly Meeting within the legal period.

Pursuant to the Capital Markets Law, for registered shares that are traded on the stock exchange, the Shareholders will not be notified by registered letter.

Kindly submitted for the information of the honourable shareholders.

Respectfully yours,

HİTİT BİLGİSAYAR HİZMETLERİ A.Ş.
PRESIDENCY OF THE BOARD OF DIRECTORS

Resitpasa Mah. Katar Cad. No: 4/1 Ari Teknokent 2 İç Kapı No: 601 34469 Maslak, Istanbul, Turkey
t: +90 212 276 15 00

ORDINARY GENERAL ASSEMBLY MEETING AGENDA FOR 2023 ACTIVITY YEAR

1. To open and form of the Presidency;
2. To authorise the Meeting President to sign the minutes of the General Assembly Meeting;
3. To read and discuss the Annual Report of the Board of Directors for the 2023 activity year;
4. To read the Independent Audit Company Report for the 2023 activity year;
5. To read, discuss and approve the consolidated financial statements for the 2023 activity year;
6. To release the Members of the Board of Directors for their activities and transactions for the 2023 activity year,
7. Discussing and resolving on the proposal of the Board of Directors not to distribute the profit for the year 2023;
8. To submit the independent members elected by the Board of Directors pursuant to Article 363 of the Turkish Commercial Code in accordance with the capital markets legislation for the approval of the General Assembly due to the vacancy in the membership of the Board of Directors;
9. To discuss and resolve the election of the members of the Board of Directors and determination of their terms of office;
10. To discuss and resolve the membership fees of the members of the Board of Directors for the 2024 activity year;
11. To discuss and resolve the proposal of the Board of Directors regarding the selection of an independent external auditing company for the audit of the accounts and transactions for the year 2024 in accordance with the Turkish Commercial Code and the Capital Markets Law;
12. To inform the shareholders about the donations made in the 2023 activity year and discuss and decide on the donation limit for the 01.01.2024 - 31.12.2024 activity year;
13. Within the framework of the regulations of the Capital Markets Board, to inform the shareholders about the guarantees, pledges, mortgages and sureties given by the Company in favour of third parties in 2023 and the income or benefits derived therefrom; and
14. The closing.

2. ADDITIONAL DISCLOSURES WITHIN THE SCOPE OF CMB REGULATIONS

Among the additional disclosures required to be made pursuant to the Capital Markets Board's "Corporate Governance Communiqué" numbered II-17.1, those related to the agenda items have been made in the relevant agenda item below, and other mandatory general disclosures are presented for your information in this section:

a. Total number of shares and voting rights reflecting the shareholding structure of the company as of the date of disclosure, if there are privileged shares in the share capital, the number of shares and voting rights representing each privileged share group and the nature of the privileges.

The Company's shares were offered to the public in 2022 through shareholder sales and capital increase and are traded on Borsa Istanbul A.Ş. Star Market (*Yıldız Pazar*) as of 03.03.2022.

The registered capital ceiling of the Company is TRY 300,000,000 (three hundred million Turkish Liras). The issued capital is TRY 127,500,000.00 (One hundred and twenty-seven million five hundred thousand Turkish Liras) and consists of 46,153,846 Group A registered shares, 46,153,846 Group B registered shares and 35,192,308 Group C registered shares with a nominal value of TRY 1.00 each.

Total number of shares and voting rights reflecting the shareholding structure of our Company as of 29/03/2024, the date on which this Information Document was announced;

Name/Title of Shareholder	Share in Capital (TRY)	Share in Capital (%)	Voting Right Ratio (%)
PEGASUS HAVA TAŞIMACILIĞI A.Ş.	46,939,893	36.82	46.62
FATMA NUR GÖKMAN	29,572,131	23.19	29.37
DİLEK OVACIK	6,102,186	4.79	6.06
HAKAN ÜNLÜ	5,632,788	4.42	5.59
ÖZKAN DÜLGER	5,632,788	4.42	5.59
DİĞER	33,620,214	26.36	6.77
TOTAL	127,500,000	100	100

Group A and B registered shares are privileged. Group C registered shares have no privileges.

According to Article 9 of the Articles of Association titled “General Assembly”, Group (A) and Group (B) shareholders have five voting rights for each share they hold, and Group (C) shareholders have one voting right for each share they hold.

Pursuant to Article 7 of the Company’s Articles of Association titled “Board of Directors and Term of Service”; in the election of members to the Board of Directors consisting of 6 (six) persons, 1 (one) of the members of the Board of Directors shall be elected by the General Assembly from among the candidates nominated by the shareholders holding the majority of the Group (A) Shares, and 1 (one) of the members of the Board of Directors shall be elected from among the candidates nominated by the majority of the Group (B) shareholders.

Pursuant to Article 7 of the Articles of Association titled “Board of Directors and Term of Service”, the President of the Board of Directors is a member of the Board of Directors elected by nomination of Group (A) shareholders.

According to Article 17 of the Articles of Association titled “General Manager”, the General Manager is elected among the candidates nominated by the majority of Group (A) shares.

In the meeting and resolution quorum of the Board of Directors, both members of the Board of Directors elected by nomination of Group (A) and Group (B) shareholders must attend the meetings and vote in favour. Otherwise, the resolutions taken are not accepted as the Board of Directors resolutions and the results attributed to Board of Directors resolution shall never arise.

Pursuant to Article 9 titled “General Assembly” of the Company’s Articles of Association, without prejudice to the provisions of Article 421/2 of the Turkish Commercial Code regulating the cases requiring the unanimous vote of the holders of the shares constituting the entire capital and Article 421/3 regulating the cases requiring the affirmative votes of the holders of the shares constituting at least 75% of the capital and the higher quorums sought in these Articles of Association, the General Assembly meeting and resolution quorum shall be provided with the participation and affirmative votes of the shareholders holding at least 70% of the total voting rights arising from the shares representing the Company’s capital.

If the meeting and resolution quorums of the General Assembly are not reached in the first meeting, the same meeting and resolution quorums shall be sought for the second meeting to be held and resolutions to be adopted therein.

If these quorums are not met in the second meeting, the meeting will be deemed not to have been held and/or no decision will be taken.

b) Information on changes in the management and activities of our Company and our subsidiaries that will significantly affect the operations of the Company:

There are no changes in the management and activities of the Company and its subsidiaries that have taken place in the previous activity year or planned for the future accounting periods that will significantly affect the activities of the Company.

On the other hand, material event disclosures made by our Company within the scope of the relevant legislation can be accessed at www.hititcs.com and www.kap.org.tr.

c) Information on Shareholders' Requests Regarding Adding Items to the Agenda:

There is no written request submitted to the Investor Relations Department of our Company by the shareholders of the Company regarding adding any other item on the agenda.

ç) If the agenda of the shareholders' meeting includes dismissal, replacement or election of board members, information on the grounds for dismissal and replacement, the backgrounds of the persons whose nomination for board membership is communicated to the company, the duties they have carried out in the last ten years and the reasons for leaving their duty, the nature and materiality level of their relationship with the company and the related parties of the company, whether they have the qualifications of independence and similar issues that may affect the activities of the company in case these persons are elected as board members:

In accordance with Article 363 of the Turkish Commercial Code, pursuant to the provisions of the capital markets legislation and the provisions of the articles of association, Ms. Aliye Sultan Alptekin, who has been determined to meet the independence criteria stipulated in the capital markets legislation and who has made a declaration of independence and submitted her consent, was elected as an independent member of the board of directors to the vacant board membership in 2024. The resolution of the Company's Board of Directors dated 02.01.2024 and numbered 2024/01 regarding the election of Ms. Aliye Sultan Alptekin to serve as an independent member of the Board of Directors until the end of the term of office will be submitted to the approval of the shareholders.

Board memberships, whose terms of office will expire, will be elected for the independent board of directors and other memberships nominated within the framework of the board of directors proposal dated 29.03.2024 and numbered 2024/08 within the framework of the Corporate Governance Committee Evaluation and positive opinions of the Capital Markets Board and their terms of office will be discussed and resolved. The resumes of the candidates for the board of directors and the declarations of independence of the independent board members are attached hereto (**Annex: 5**).

d) In case there is an amendment to the articles of association on the agenda, the old and new versions of the amendments to the articles of association together with the relevant board of directors resolution.

None.

II- EXPLANATIONS ON THE AGENDA ITEMS OF THE ORDINARY GENERAL ASSEMBLY MEETING HELD ON 25.04.2024

1. Opening and election of the Meeting Presidency;

Within the framework of the provisions of the “Turkish Commercial Code No. 6102” (TCC) and the “Regulation on the Procedures and Principles of the General Assembly Meetings of Joint Stock Companies and the Ministry Representatives to be Present at These Meetings” (“**Regulation**”), the election of the Meeting Presidency to manage the General Assembly Meeting will be held within the framework of the provisions of Article 7 of the Internal Directive of the General Assembly of our Company.

2. Authorising the Meeting President to sign the minutes of the meeting;

Within the framework of the provisions of the “Turkish Commercial Code No. 6102” (TCC) and the “Regulation on the Procedures and Principles of the General Assembly Meetings of Joint Stock Companies and the Ministry Representatives to be Present at These Meetings” (“**Regulation**”), the General Assembly will vote on authorising the Meeting Presidency to record the decisions taken at the General Assembly in the minutes.

3. Reading and discussing the 2023 Annual Report of the Board of Directors;

Within the framework of the Turkish Commercial Code, the Regulation and the Capital Markets Law and the relevant regulations the Annual Report of the Board of Directors for the fiscal year 2023, including the Corporate Governance Principles Compliance Report, which is available for the review of our shareholders three (3) weeks before the General Assembly meeting at our Company’s headquarters, on the Company website at www.hititcs.com, on the Public Disclosure Platform and on the E-General Assembly System of the Central Registry Agency (*Merkezi Kayıt Kuruluşu*), will be read at the Ordinary General Assembly Meeting and submitted to the opinion of our shareholders.

4. Reading the Summary of the Independent Auditor's Report for the 2023 activity year;

Within the framework of the Turkish Commercial Code, the Regulation and the Capital Markets Law and the relevant regulations, the Summary of the Independent Audit Report for the accounting period 01.01.2023 - 31.12.2023, which is available for the review of our shareholders three (3) weeks before the General Assembly meeting at our Company’s headquarters, on the Company website at www.hititcs.com, on the Public Disclosure Platform and on the E-General Assembly System of the Central Registry Agency (*Merkezi Kayıt Kuruluşu*), will be read at the Ordinary General Assembly Meeting and submitted to the opinion of our shareholders.

5. Reading, discussion and approval of the consolidated financial statements for the 2023 activity year;

Within the framework of the Turkish Commercial Code, the Regulation and the Capital Markets Law and the relevant regulations, the Financial Statements for the year 2023, which is available for the review of our shareholders three (3) weeks before the General Assembly meeting at our Company’s headquarters, on the Company website at www.hititcs.com, on the Public Disclosure Platform and on the E-General Assembly System of the Central Registry Agency (*Merkezi Kayıt Kuruluşu*), will be read at the Ordinary General Assembly Meeting and submitted to the opinion of our shareholders.

6. Discussing and discharging the Board of Directors for the activities and transactions of the 2023 activity year;

In accordance with the provisions of the Turkish Commercial Code and the applicable legislation, the discharge of the members of the Board of Directors for the transactions and accounts of the 2023 activity year will be submitted to the approval of the General Assembly.

7. Discussing and resolving the proposal of the Board of Directors not to distribute profit for the year 2023;

The dividend distribution proposal of the Board of Directors regarding the profit for the year 2023 will be discussed, and the resolution of the Board of Directors dated 29.03.2024 and numbered 2024/07 will be read at the Ordinary General Assembly Meeting and submitted to the opinion and approval of the shareholders. The Board of Directors' proposal for dividend distribution for the fiscal year 2023 and the proposed Dividend Distribution Table are attached as **Annex-2**.

8. Presenting the independent members elected by the Board of Directors, due to the vacancy in the membership of the Board of Directors, pursuant to Article 363 of the Turkish Commercial Code and in accordance with the capital markets legislation to the approval of the General Assembly;

The resolution of the Board of Directors dated 02.01.2024 and numbered 2024/01 regarding the election of Ms. Aliye Sultan ALPTEKİN, who meets the independence criteria stipulated in the capital markets legislation, to serve until the end of the term of office of the independent member who left duty, within the framework of the Article 363 of the TCC will be submitted to the approval of the shareholders.

9. Discussing and resolving the election of the Board of Directors Members and determining their term of office;

The election of the members of the board of directors and their terms of office will be discussed and resolved by the shareholders with the proposal of the board of directors dated 29.03.2024 and numbered 2024/08, including the independent members nominated within the framework of the Corporate Governance Committee Evaluation of our Company, whose terms of office will expire, within the scope of the group in which our Company is included, with the Capital Markets Board's letter dated 19.03.2024, with no negative opinion (**Annex-5**).

10. Discussing and resolving the membership fees of the members of the Board of Directors for the 2024 activity year;

Considering the provisions of the Turkish Commercial Code and the Company's Articles of Association, the fees to be paid to the members of the Board of Directors for the year 2024 will be determined.

11. Discussing and resolving on the proposal of the Board of Directors regarding the selection of an independent external auditing company for the audit of the accounts and transactions for the year 2024 in accordance with the Turkish Commercial Code and the Capital Markets Law;

Considering the assessments made by the Audit Committee of our Company regarding the election of the independent auditor; upon the proposal of the Audit Committee, the resolution of the Board of Directors dated 29.03.2024 and numbered 2024/05 regarding the selection of PwC Bağımsız Denetim ve Serbest Muhasebeci Mali Müşavirlik Anonim Şirketi as the independent audit company for the financial reports of 2024, in accordance with the Turkish Commercial Code Numbered 6102 and the Capital Markets Law Numbered 6362 and for the execution of other activities within the scope of the relevant regulations will be submitted to the approval of our shareholders (**Annex-3**).

12. Informing the General Assembly about the donations and grants made in 2023, discussing and resolving on the proposal of the Board of Directors regarding the upper limit of donations to be made in the 01.01.2024 - 31.12.2024 activity year;

Within the scope of this article, the General Assembly will be informed about the donations made in 2023 in accordance with the regulations of the Capital Markets Board. In addition, the upper limit of donations to be made in the 01.01.2024 - 31.12.2024 activity year will be discussed and resolved (**Annex-4**).

13. Within the framework of the regulations of the Capital Markets Board, informing the shareholders about the guarantees, pledges, mortgages and sureties given by the Company in favour of third parties in 2023 and the income or benefits derived therefrom;

Pursuant to Article 12 of the Corporate Governance Communiqué numbered II-17.1 of the Capital Markets Board, shareholders will be informed about the guarantees, pledges, mortgages and sureties given by our Company in favour of third parties and the income or benefits derived therefrom.

14. Closing

Annexes:

- ANNEX 1:** 2023 Financial Statements, Board of Directors' Annual Report and Independent Audit Report is available from <http://www.hitits/finansal-raporlar>.
- ANNEX 2:** 2023 Resolution of the Board of Directors Regarding the Non-Distribution of Profit for the Year 2023 and the attached dividend distribution schedule.
- ANNEX 3:** Proposal of the Board of Directors for the selection of the Independent Audit Company for the audit of the activities and transactions for the year 2024.
- ANNEX 4:** Proposal of the Board of Directors regarding the donation limit for the 2024 activity year.
- ANNEX 5:** Proposal of the Board of Directors for election to the Board of Directors and attached CVs and declarations of independence.
- ANNEX 6:** Power of Attorney Sample.

**HİTİT BİLGİSAYAR HİZMETLERİ ANONİM ŞİRKETİ
BOARD OF DIRECTORS RESOLUTION**

DECISION NUMBER : 2024/07
DECISION DATE : 29.03.2024

ATTENDEES : FATMA NUR GÖKMAN
DİLEK OVACIK
MAHMUT BARBAROS KUBATOĞLU
ALİ UZUN
ALİYE SULTAN ALPTEKİN
TURGUT GÜRSOY

AGENDA : Profit distribution proposal for 2023 activity year

DECISION:

In the activity year 2023, according to the consolidated financial statements prepared as per the Capital Markets Board's Communiqué Numbered: II.14.1 "Communiqué on Principles Regarding Financial Reporting in Capital Markets", the Turkish Accounting Standards/Turkish Financial Reporting Standards ("TAS/TFRS") and the formats determined by the CMB and audited by PwC Bağımsız Denetim ve Serbest Muhasebeci Mali Müşavirlik A.Ş., net profit for the period is TL 132,168,362 and according to the financial statements prepared in accordance with the relevant provisions of the Turkish Commercial Code Numbered 6102 and Tax Procedure Law Numbered 213, the Company has achieved a net profit for the period of TL 377,153,854.46 before inflation adjustment.

By evaluating the conditions stipulated in our Company's Dividend Distribution Policy and considering the current economic conjuncture, the Company's long-term strategies, cash flow, financing and investment policies, and the long-term interests of our shareholders and our Company, it was unanimously decided to propose, for the purpose of strengthening the financial structure, not to distribute the distributable profit for the 2023 activity year and to transfer the remaining amount to the retained earnings account after setting aside the general legal reserves. This matter will kindly be submitted to the approval of our shareholders at the Ordinary General Assembly meeting of 2023.

BOARD OF DIRECTORS

President of the Board of Directors
FATMA NUR GÖKMAN

Vice President of the Board of Directors
DİLEK OVACIK

Board of Directors Member
MAHMUT BARBAROS KUBATOĞLU

Board of Directors Member
ALİ UZUN

Independent Board of Directors Member
ALİYE SULTAN ALPTEKİN

Independent Board of Directors Member
TURGUT GÜRSOY

HİTİT BİLGİSAYAR HİZMETLERİ A.Ş . / 2023 Dividend Payment Table (TRY)

1. Paid-in/issued capital		127,500,000.00
2. Total Legal Reserves (According to Legal Records)		12,425,815.01
Information on privileges in dividend distribution, if any, in the Articles of Association		No privileges in dividend distribution
	According to CMB (TRY)	According to Legal Records (TRY)
3. Current Period Profit	172,074,090.00	402,098,722.08
4. Taxes Payable (-)	39,905,728.00	24,944,867.62
5. Net Current Period Profit	132,168,362.00	377,153,854.46
6. Losses in Previous Years (-)	208,204.15	208,204.15
7. Primary Legal Reserve (-)	13,074,184.99	13,074,184.99
8. Net Distributable Current Period Profit	118,885,972.86	363,871,465.32
Dividend Advance Distributed (-)		-
Dividend Advance Less Net Distributable Current Period Profit		-
9. Donations Made During The Year (+)	1,226,235.10	-
10. Donation-Added Net Distributable Current Period Profit on which First Dividend Is Calculated	120,112,207.96	363,871,465.32
11. First Dividend to Shareholders		-
* Cash		-
* Stock		-
12. Dividend Distributed to Owners of Privileged Shares		-
13. Other Dividend Distributed		-
* To the employees		-
*To the Members of the Board of Directors		-
* To Non-Shareholders		-
14. Dividend to Owners of Redeemed Shares		-
15. Second Dividend to Shareholders		-
16. Secondary Legal Reserves		-
17. Statutory Reserves		-
18. Special Reserves		-
19. Extraordinary Reserves	118,885,972.86	363,871,465.32
20. Other Distributable Resources		-

Share Group	CASH DIVIDEND AMOUNT (TL) - NET	STOCK DIVIDEND AMOUNT (TL)	TOTAL DIVIDEND AMOUNT (TL) / NET DISTRIBUTABLE CURRENT PERIOD PROFIT (%)	DIVIDEND TO BE PAID FOR SHARE WITH PAR VALUE OF 1 TL - NET (TL)	DIVIDEND TO BE PAID FOR SHARE WITH PAR VALUE OF 1 TL - NET (%)
Group A					
Group B					
Group C					
TOTAL					

**HİTİT BİLGİSAYAR HİZMETLERİ ANONİM ŞİRKETİ
BOARD OF DIRECTORS RESOLUTION**

DECISION NUMBER : 2024/05
DECISION DATE : 29.03.2024

ATTENDEES : FATMA NUR GÖKMAN
DİLEK OVACIK
MAHMUT BARBAROS KUBATOĞLU
ALİ UZUN
ALİYE SULTAN ALPTEKİN
TURGUT GÜRSOY

AGENDA : Election of the independent auditor for the 2024 activity year.

DECISION:

Considering the assessments made by the Audit Committee of our Company regarding the election of the independent auditor; it was unanimously decided to appoint PwC Bağımsız Denetim ve Serbest Muhasebeci Mali Müşavirlik Anonim Şirketi – registered with the Istanbul Trade Registry with the Trade Registry Number 201465-14900 and resident at Kılıçalı Paşa, Galataport İstanbul, Meclis-i Mebusan Cd. No: 8, 34433 Beyoğlu/Istanbul – as our independent auditor in order to audit the financial reports for 2024 as per the principles set out in the Turkish Commercial Code Numbered 6102, Capital Markets Law Numbered 6362 and the relevant legislation and carry out other activities within the scope of the aforementioned legislation. This matter will kindly be submitted to the approval of our shareholders at the Ordinary General Assembly meeting of 2023.

BOARD OF DIRECTORS

President of the Board of Directors
FATMA NUR GÖKMAN

Vice President of the Board of Directors
DİLEK OVACIK

Board of Directors Member
MAHMUT BARBAROS KUBATOĞLU

Board of Directors Member
ALİ UZUN

Independent Board of Directors Member
ALİYE SULTAN ALPTEKİN

Independent Board of Directors Member
TURGUT GÜRSOY

**HİTİT BİLGİSAYAR HİZMETLERİ ANONİM ŞİRKETİ
BOARD OF DIRECTORS RESOLUTION**

DECISION NUMBER : 2024/06
DECISION DATE : 29.03.2024

ATTENDEES : FATMA NUR GÖKMAN
DİLEK OVACIK
MAHMUT BARBAROS KUBATOĞLU
ALİ UZUN
ALİYE SULTAN ALPTEKİN
TURGUT GÜRSOY

AGENDA : Determination of 2024 Fiscal Period Donation Limit

DECISION:

Within the framework of the capital markets legislation and the Company's Articles of Association, it was unanimously decided to determine the upper limit of donation for the fiscal period between 01.01.2024 – 31.12.2024 as TRY 2,750,000 (two million seven hundred and fifty thousand Turkish Liras).

BOARD OF DIRECTORS

President of the Board of Directors
FATMA NUR GÖKMAN

Vice President of the Board of Directors
DİLEK OVACIK

Board of Directors Member
MAHMUT BARBAROS KUBATOĞLU

Board of Directors Member
ALİ UZUN

Independent Board of Directors Member
ALİYE SULTAN ALPTEKİN

Independent Board of Directors Member
TURGUT GÜRSOY

**HİTİT BİLGİSAYAR HİZMETLERİ ANONİM ŞİRKETİ
BOARD OF DIRECTORS RESOLUTION****DECISION NUMBER** : 2024/08**DECISION DATE** : 29.03.2024**ATTENDEES** : FATMA NUR GÖKMAN
DİLEK OVACIK
MAHMUT BARBAROS KUBATOĞLU
ALİ UZUN
ALİYE SULTAN ALPTEKİN
TURGUT GÜRSOY**AGENDA** : Proposal for the candidates for the board of directors and their terms of office**DECISION:**

Within the framework of Article 7 of the Company's Articles of Association, it was unanimously decided to discuss the election of the following persons as board of directors members to serve for a period of 3 years:

- In accordance with the criteria for an independent member of the Board of Directors set forth in the article 4.3.6 of the Board of Directors' Regulations of the section 4.3 of the Corporate Governance Principles attached to the Corporate Governance Communiqué (II-17. 1) of the Capital Markets Board; in the scope of the evaluation report on the independence of the independent candidate for the Board of Directors dated 15.02.2024 which was prepared by the Corporate Governance Committee and the positive opinions of the Capital Markets Board dated 19.03.2024 in accordance with Principle Numbered 4.3.7., Mr. Turgut GÜRSOY and Ms. Aliye Sultan ALPTEKİN as the independent member of the Board of Directors, who fulfil all the criterias and submitted their declaration of independence, CV and consent;
- Ms. Fatma Nur GÖKMAN, nominated as Group A shareholder candidate, and Mr. Mahmut Barbaros KUBATOĞLU, nominated as Group B shareholder candidate and Ms. Dilek OVACIK and Mr. Ali UZUN, who have declared their candidacy as board member candidates.

These matters will kindly be submitted to the approval of our shareholders at the Ordinary General Assembly meeting of 2023.

BOARD OF DIRECTORS**President of the Board of Directors**
FATMA NUR GÖKMAN**Vice President of the Board of Directors**
DİLEK OVACIK**Board of Directors Member**
MAHMUT BARBAROS KUBATOĞLU**Board of Directors Member**
ALİ UZUN**Independent Board of Directors Member**
ALİYE SULTAN ALPTEKİN**Independent Board of Directors Member**
TURGUT GÜRSOY

POWER OF ATTORNEY
HİTİT BİLGİSAYAR HİZMETLERİ A.Ş.

I hereby appoint, who is introduced in detail below, as my representative to be authorised to represent me, to vote, to make proposals and to sign the necessary documents in line with the opinions I have stated below, at the Ordinary General Assembly Meeting of 2023 to be held at the headquarters of the company, at Reşitpaşa Mah. Katar Cad. No: 4/1 Arı Teknokent 2 İç Kapı No:601 34469 Maslak/Sarıyer/İSTANBUL on 25.04.2024 Thursday, at 10.00 a.m.

Representative's (*)

Name / Surname / Trade Name:

T.R. Identity Number / Tax Number, Trade Registry and Number and MERSIS number:

(*) For foreign representatives, it is obligatory to submit the equivalent of the aforementioned information, if any.

A) SCOPE OF AUTHORISATION OF REPRESENTATION

The scope of the authorisation of representation should be determined by selecting one of the options (a), (b) or (c) for the sections 1 and 2 below.

1. Regarding the matters included in the General Assembly Agenda;
 - a. The representative is authorised to vote in accordance with his/her own opinion;
 - b. The representative is authorised to vote in line with the recommendations of the shareholding management;
 - c. The representative is authorised to vote in accordance with the instructions specified in the table below.

INSTRUCTIONS:

If option (c) is selected by the shareholder, the instructions specific to the agenda item shall be given by ticking one of the options (acceptance or rejection) given opposite the relevant general assembly agenda item and, if the rejection option is selected, by indicating the dissenting opinion, if any, requested to be written in the minutes of the general assembly meeting.

Agenda items (*)	Acceptance	Rejection	Dissenting Opinion
1. To open and form of the Presidency;			
2. To authorise the Meeting President to sign the minutes of the General Assembly Meeting;			
3. To read and discuss the Annual Report of the Board of Directors for the 2023 activity year;			
4. To read the Independent Audit Company Report for the 2023 activity year;			
5. To read, discuss and approve the consolidated financial statements for the 2023 activity year;			
6. To release the Members of the Board of Directors for their activities and transactions for the 2023 activity year,			
7. Discussing and resolving on the proposal of the Board of Directors not to distribute the profit for the year 2023;			
8. To submit the independent members elected by the Board of Directors pursuant to Article 363 of the Turkish Commercial Code in accordance with the capital markets legislation for the approval of the General Assembly due to the vacancy in the membership of the Board of Directors;			
9. To discuss and resolve the election of the members of the Board of Directors and determination of their terms of office;			
10. To discuss and resolve the membership fees of the members of the Board of Directors for the 2024 activity year;			

11. To discuss and resolve the proposal of the Board of Directors regarding the selection of an independent external auditing company for the audit of the accounts and transactions for the year 2024 in accordance with the Turkish Commercial Code and the Capital Markets Law;			
12. To inform the shareholders about the donations made in the 2023 activity year and discuss and decide on the donation limit for the 01.01.2024 - 31.12.2024 activity year;			
13. Within the framework of the regulations of the Capital Markets Board, to inform the shareholders about the guarantees, pledges, mortgages and sureties given by the Company in favour of third parties in 2023 and the income or benefits derived therefrom; and			
14. To open and form of the Presidency;			

If the minority has a separate draft resolution, this is also indicated separately in order to ensure proxy voting.

2. Special instructions on other issues that may arise at the General Assembly Meeting and in particular on the exercise of minority rights:

- a. The representative is authorised to vote in accordance with his/her own opinion;
- b. The representative is not authorised to represent in these matters;
- c. The representative is authorised to vote in accordance with the following special instructions.

SPECIAL INSTRUCTIONS:

Special instructions to be given to the representative by the shareholder, if any, are stated here.

B) The shareholder chooses one of the following options and specifies the shares he/she wants the representative to represent.

1. I approve the representation of my shares detailed below via proxy.

- a) **Type and Series (*) :**
- b) **Number / Group(**) :**
- c) **Quantity Nominal value :**
- ç) **Whether there is a privilege in voting :**
- d) **Bearer or registered share(*) :**
- e) **Proportion of total shares / voting rights held by the shareholder :**

2. I hereby approve the representation via proxy of all of my shares included in the list of shareholders who can attend the General Assembly prepared by Merkezi Kayıt Kuruluşu A.Ş. one day before the General Assembly.

(*) This information is not requested for dematerialised shares.

(**) For dematerialised shares, information regarding the group, if any, will be given instead of the number.

FULL NAME or TITLE OF SHAREHOLDER (*) :

T.R. Identity Number / Tax Number, Trade Registry and Number and MERSIS number:

ADDRESS:

SIGNATURE :

(*) For foreign shareholders, the equivalent of the aforementioned information, if any, must be submitted.