

DOĞANLAR MOBİLYA GRUBU İMALAT SANAYİ VE TİCARET ANONİM ŞİRKETİ

MINUTES OF THE ORDINARY GENERAL MEETING OF SHAREHOLDERS DATED JUNE 28, 2024

The 2023 Ordinary General Meeting of Shareholders of Doğanlar Mobilya Grubu İmalat Sanayi ve Ticaret Anonim Şirketi ("Company") was held on June 28, 2024, at 10:30 a.m. at İdealtepe Mahallesi Rıfki Tongsir Caddesi No:107 Maltepe / İstanbul, under the supervision of Volkan Küçükçirkin Ministry Representative assigned by the letters No. 98129381 and dated June 26, 2024, of the Provincial Directorate of Trade of Istanbul Governorship.

The invitation to the General Meeting of Shareholders was announced on issue No. 11098 dated June 06, 2024, of the Turkish Trade Registry Gazette, our Company website www.doganlarmobilyagrubu.com, the Public Disclosure Platform, and the Electronic General Meeting System within the designated legal period in accordance with the Turkish Commercial Code, the Capital Market Law, the Company's Articles of Association, and the provisions of the relevant legislation.

Upon examining the list of attendees, it was understood that out of 35,000,000,000 (thirty-five billion) shares corresponding to the total capital of the Company amounting to TL 350,000,000 (Three hundred and fifty million), 118,126,600 shares were present in person, 160,657,700 shares were represented by their representatives, 17,456,955,279.10 shares were represented by other representatives and 17,735,739,579.10 shares were present in total. As per Article 1527 of the Turkish Commercial Code and the relevant legislation, it was found that preparations for the Electronic General Meeting were carried out in compliance with the legislation.

Upon the understanding that the minimum meeting quorum stipulated in both the legislation and the Articles of Association was present, Mr. Davut Doğan, Member and Honorary Chairman of the Board of Directors; Mr. Mustafa Karamemiş, CEO; Mr. Ali Demirkan, CFO; Ms. Gözde Çivici, Investor Relations Director and Secretary General; Ms. Aysun Vardan, Investor Relations Manager; Ms. Gülçin Direk Yılmaz, Legal Counsel; and Mr. Oğuzhan Ceylan, representing the independent audit company Güreli Yeminli Mali Müşavirlik ve Bağımsız Denetim Hizmetleri A. Ş. Mr. Oğuzhan Ceylan, representing the Independent Audit company Güreli Yeminli Mali Müşavirlik ve Bağımsız Denetim Hizmetleri A.Ş., stated that they were present at the meeting and opened the meeting physically and electronically at the same time and the agenda items were discussed.

1. Honorary Chairman and Board Member Mr. Davut Doğan submitted his verbal proposal to elect Gözde Çivici to chair the meeting. Since there were no other proposals or suggestions, this proposal and authorising the Meeting Chairmanship to sign the minutes of the General Assembly meeting, was put to vote. As a result of the physical and electronic voting, it was accepted by majority of the votes of those present with a total of 10,000 (1,000,000,000 shares) against and 177,347,395.791 (17,734,739,579.10 shares) in favour.

It was decided Mert Demirtaş was to be elected the Scrutineer, that Sedat Koçar was to be elected the Minutes-Taker, that Aysun Vardan was to be commissioned as a specialist to conduct the technical operations for the Electronic General Assembly System.

2. The verbal proposal presented by Honorary Chairman and Board Member Mr. Davut Doğan stated that the Board of Directors Annual Report for 2023 had been submitted to the Shareholders on the Company's website www.doganlarmobilyagrubu.com and the Electronic General Assembly System and requested that the Annual Report be considered to have been read. Since there were no other proposals or suggestions, as a result of the physical and electronic voting, this proposal was approved by majority vote of those present with a total of 10,000 (1,000,000 shares) against and 177,347,395.791 (17,734,739,579.10 shares) in favour. It was opened for negotiation. No one took the floor. As a result of the negotiations, the Annual Report of the Board of Directors for the

year 2023 was approved by a majority of the votes of those present with 10,000 (1,000,000 shares) against and 177,347,395.791 (17,734,739,579.10 shares) total acceptances as a result of the physical and electronic voting.

- 3.** The verbal proposal presented by Honorary Chairman and Board Member Mr. Davut Doğan, requested that the Auditor's Report for the accounting period 2023 and the Independent Audit Report prepared by the Independent Auditing Firm be considered to have been read. Since there were no other proposals or suggestions, as a result of the physical and electronic voting, this proposal was approved by a majority vote of those present with 10,000 (1,000,000 shares) total rejections and 177,347,395.791 (17,734,739,579.10 shares) total acceptances. The Summary of the Independent Audit Report was read by Oğuzhan Ceylan, who participated in proxy on behalf of Güreli Yeminli Mali Müşavirlik ve Bağımsız Denetim Hizmetleri A.Ş. It was opened for negotiation. No one took the floor. The Auditor's Report and the Independent Audit Firm's Report were submitted separately for approval. As a result of the physical and electronic voting, 10,000 (1,000,000 shares) of those present voted against and 177,347,395.791 (17,734,739,579.10 shares) voted in favour.
- 4.** The verbal proposal presented by Honorary Chairman and Board Member Mr. Davut Doğan, noted that the financial statements for the fiscal year between January 1, 2023, and December 31, 2023, had been submitted for review by the Company's Shareholders on the Company's website www.doganlarmobilyagrubu.com and on the Public Disclosure Platform through the Electronic General Assembly System and thus requested that they be considered to have been read. It was opened for negotiation. No one took the floor. As a result of the voting held in electronic and physical environment deeming the Financial Reports as read was approved by majority with 1,616,577 (161,657,700 share) electronic reject votes and 175,740,818.791 (17,574,081,879 share) acceptance votes of those present.

No one took the floor on the financial statements. As a result of the physical and electronic voting, 2023 financial statements were approved by majority vote of those present with a total of 1,616,577 (161,657,700 shares) voting against and 175,740,818.791 (17,574,081,879 shares) voting in favour.

- 5.** Pursuant to Article 403 of the Turkish Commercial Code, the shareholders were informed about the measures to be taken since the Independent Audit Report contains a Conditional Opinion. It was submitted for the information of the Company's Shareholders that no voting would be made since this item of the agenda was for information purposes. No one took the floor.
- 6.** The issue of the release of the members of the Board of Directors for their activities and transactions in 2023 was discussed. As a result of the voting conducted electronically and physically, in which the members of the Board of Directors did not vote for their own release, the members of the Board of Directors were approved by majority of the votes of those present with 1,616,577 (161,657,700 shares) total rejections and 175,740,818.791 (17,574,081,879 shares) total acceptances.
- 7.** The 2023 activity period profit distribution proposal of the Board of Directors and the attached profit distribution table were discussed. According to the financial statements for the accounting period 1 January 2023 - 31 December 2023 prepared by the Board of Directors of the Company and audited by Güreli Bağımsız Denetim ve Serbest Muhasebecilik Mali Müşavirlik Anonim Şirketi, a net profit for the period of TL 718,320,271 was obtained for the main partnership share. In the decision of the Board of Directors of our Company dated 3 June 2024, as stated in the Dividend Distribution Policy, the capital requirements of our Company, its subsidiaries and affiliates,

investment and financing policies, our long-term strategy and cash flow situation are taken into consideration from the net profit for the period obtained from the activities in 2023;

- To set aside TL 22,448,099 as general legal reserves at the rate of 5%, which must be set aside in accordance with Article 519 of the Turkish Commercial Code, as the amount of general legal reserves available in the Tax Procedure Law records as of 31.12.2023,

-To distribute TL 100,000,000 (TL 0.2857142 per TL 1 share, gross 28.57142% over the issued capital) of the net distributable profit calculated in accordance with the regulations and resolutions of the Capital Markets Board on dividend distribution to the shareholders as cash dividend,

- To set aside TL 7,867,431 as general legal reserves in accordance with Article 519/(2) of the Turkish Commercial Code,

- It was resolved that the date of cash dividend payment be determined and approved by the General Assembly.

The proposal of the Board of Directors of the Company regarding the distribution of the net distributable profit of TL 100,000,000 (TL 0.2857142 per share of TL 1, gross 28.57142% over the issued capital) as cash dividend to the shareholders in relation to the proposal of the Board of Directors regarding the distribution of the profit for the year 2023 was approved by majority of the votes of those present with a total of 10,000 (1,000,000 shares) against and 177,347,395.791 (17,734,739,579 shares) in favour as a result of the physical and electronic voting. In the verbal proposal given by Honorary Chairman and Board Member Mr. Davut Doğan, it was proposed that the dividend payment date be set as 20 November 2024. It was opened for discussion. No one took the floor. As a result of the physical and electronic voting, the issue of determining the cash dividend payment date as 20 November 2024 was approved by majority vote with 1,178,556 (117,855,600 shares) total rejections and 176,178,839.791 (17,617,833,979 shares) total acceptances of those present.

- 8.** Shareholders were informed about the related party transactions realised in 2023 within the framework of the Capital Markets Law No. 6362 ("CMB Law"), Turkish Commercial Code, Corporate Governance Communiqué (II-17.1) and other relevant capital markets legislation, Turkish Accounting Standards Communiqué (TAS 24) (No. 17) and other legislation and regulations regarding the performance of related party transactions. Since this item of the agenda was for information purposes, it was submitted for the information of the Company's Shareholders that no voting would be made. No one took the floor.
- 9.** Shareholders were informed about the payments made within the scope of the Company's Remuneration Policy for the members of the Board of Directors and senior executives in accordance with the Capital Markets Board's Corporate Governance Communiqué No. II-17.1 and Capital Markets legislation. It was submitted for the information of the Company's Shareholders that no voting would be made since this item of the agenda was for information purposes. No one took the floor.
- 10.** In accordance with the principles of the Communiqué on Independent Audit Standards in Capital Markets (Serial: X No: 22), the matter of submitting the independent audit firm determined by the Board of Directors for the independent audit of the Company for 2024 to the approval of the General Assembly in line with the proposal of the Audit Committee was discussed. As a result of the voting conducted physically and electronically, the approval of PwC Bağımsız Denetim ve Serbest Muhasebeci Mali Müşavirlik A.Ş. for the independent audit of the Company for the year

2024 was unanimously approved with 1,616,577 (161,657,700 shares) total rejections and 175,740,818.791 (17,574,081,879 shares) total acceptances of those present.

- 11.** The General Assembly of Shareholders was informed in accordance with Principal No. 1.3.6 of the Communiqué No. II-17.1 issued by the CMB. It was submitted for the information of the Company's Shareholders that no voting will be made since this item of the agenda is for informative purposes. No one took the floor.
- 12.** The General Assembly of Shareholders was informed about the guarantees, securities, and liens issued in favour of third parties in 2023, in accordance with the regulations of the CMB. It was submitted for the information of the Company's Shareholders that no voting will be made since this item of the agenda is for informative purposes. No one took the floor.
- 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, our Company purchased shares with a total nominal value of TL 11,598,392 in 2023 and that the total nominal value of the shares owned by our Company reached TL 14,636,238 as of 31.12.2023. The Company's Shareholders were informed that no voting would be made since this item of the agenda was for information purposes. No one took the floor.
- 14.** With the decision taken by the Company's Board of Directors on 29.03.2024, it was decided to amend Article 6 of the Company's Articles of Association by renewing the registered capital ceiling. An appropriate opinion was given with the letter of the Capital Markets Board dated 24.04.2024 and numbered E-29833736-110.04.04-52936, and an application was made to the Ministry of Commerce, General Directorate of Domestic Trade, in accordance with the provision of Article 333 of the Turkish Commercial Code No. 6102, and An appropriate opinion was given with the letter dated 29.05.2024 and numbered E-50035491-431.02-0009732906. Negotiations began on amending Article 6 of the Company's Articles of Association regarding increasing the Company's registered capital ceiling to 1,500,000,000 TL for the years 2024-2028. As a result of physical and electronic voting, the amendment of the company's articles of association in accordance with the attached amendment text was accepted by majority vote, with a total of 1,616,577 (161,657,700 shares) rejecting and 175,740,818.791 (17,574,081,879 shares) total accepting.
- 15.** Due to the inclusion of our Company in Group 1 Companies as of 2024 as per the Bulletin of the Capital Markets Board dated 25.01.2024 and numbered 2024/6, a report was prepared and submitted to the Board of Directors by the Corporate Governance Committee, which also fulfils the duties of the nomination committee within the Board of Directors of our Company, in accordance with Corporate Governance Principles 4.3.7 in the annex of the Corporate Governance Communiqué (II-17.1), about 3 (three) Independent Members of the Board of Directors who are currently serving. Based on the report, the Board of Directors took a decision and applied to the Capital Markets Board for an opinion on the Independent Members of the Board of Directors together with the report. As a result, at the meeting of the Capital Markets Board dated 04.04.2024 and numbered 19/543, it was decided that Berna Akyüz Öğüt, Zeynep Yalım Uzun and

Mutlu Erturan, who serve as Independent Members of the Board of Directors in our Company, shall be appointed as Independent Members of the Board of Directors in accordance with Article 4.3.6 of the Corporate Governance Principles. 3.6. of the Corporate Governance Principles, the General Assembly was informed that no negative opinion was expressed about the independent board member candidates. The Company's Shareholders were informed that no voting would be made since this item of the agenda was for informative purposes. No one took the floor.

16. In accordance with the provisions of the Turkish Commercial Code, Capital Markets legislation and the Remuneration Policy, the payment of a monthly attendance fee net 300,000 TL to Board Member Davut Doğan, net 300,000 TL to Board Member İsmail Doğan, net 300,000 TL to Board Member Şadan Doğan, net 150,000 TL to Board Member Salih Tuncer Mutlucan, net 75,000 TL per month to Independent Board Member Mutlu Erturan, net 75,000 TL per month to Independent Board Member Zeynep Yalım Uzun, and 75,000 TL net per month to Independent Board Member Berna Akyüz Öğüt was approved by majority vote of those present, with 1,616,461 (161,646,100 shares) total disapproval and 175,740,934.791 (17,574,093,479 shares) total acceptance as a result of the physical and electronic voting.

17. The General Assembly was informed about the donations and aids made by the Company in 2023. In 2023, donations in kind made to the earthquake zone through AFAD; TL 2,775,714 donations related to volunteer work and charity work and TL 1,284,852 donations made to charity associations, totalling TL 4,060,566, and that the upper limit set for 2023 was not exceeded.

Upon the proposal of the Board of Directors of the Company, to determine the upper limit of the donations to be made in cash and in kind in 2024 as TL 2,000,000 was by majority vote of those present, with 1,616,461 (161,646,100 shares) total rejection and 175,740,934,791 (17,574,093,479 shares) total acceptance as a result of the physical and electronic voting.

18. The issue of granting the necessary authorisation to the members of the Board of Directors of the Company to perform the transactions stipulated in Articles 395 and 396 of the Turkish Commercial Code was discussed. As a result of the physical and electronic voting, it was approved by majority vote of those present to give the necessary permission to the members of the Company's Board of Directors, with a total of 10,000 (1,000,000 shares) rejection and 177,347,395.791 (17,734,739,579 shares) total acceptance.

19. Wishes and suggestions were listened to. The meeting was closed as there was no other item to discuss on the agenda.

Meeting Chairperson Gözde Çivici The original Turkish document has a signature.	Ministry Representative Volkan Küçükçirkin The original Turkish document has a signature.
Minutes-Taker Sedat Koçar The original Turkish document has a signature.	Scrutineer Mert Demirtaş The original Turkish document has a signature.