

AĞAOĞLU AVRASYA GAYRİMENKUL YATIRIM ORTAKLIĞI A.Ş. (“COMPANY”)

DONATION AND AID POLICY

1. Purpose

The purpose of the Donation and Aid Policy is to define the principles and procedures regarding donations and aid by the Company, in accordance with the regulations to which the Company is subject and the provisions of its Articles of Association.

The Company complies with the Capital Markets Law No. 6362 (“CML”), Turkish Commercial Code No. 6102 (“TCC”), capital markets regulations, and other relevant legislation and regulations in relation to donations and aid. The Company pays maximum attention to implementing the principles set forth in the Corporate Governance Principles, as regulated in the current Corporate Governance Communiqué, which may be amended and updated from time to time by the Capital Markets Board (“CMB”).

The Company’s Donation and Aid Policy has been prepared in accordance with the CMB Corporate Governance Communiqué (II-17.1) and Dividend Communiqué (II-19.1), and is publicly disclosed to all stakeholders, primarily shareholders, via the Company’s website (<https://agaoglugyo.com.tr>).

2. Authority and Responsibility

The Donation and Aid Policy has been established by the Board of Directors within the framework of the CMB Corporate Governance Principles and presented as a separate agenda item for approval at the Company’s General Assembly.

The monitoring, oversight, development, and updating of the Company’s Donation and Aid Policy fall under the authority and responsibility of the Board of Directors. Any amendments to the Donation and Aid Policy are disclosed on the Company’s website (<https://agaoglugyo.com.tr>) following the Board’s resolution and submitted for shareholder approval at the General Assembly.

3. Principles of Donations and Aid

Pursuant to Article 6 of the Company’s Articles of Association titled “Scope of Activities, Prohibited Activities, and Investment Restrictions”:

“The Company may make any donations, provided that they do not constitute a violation of the regulations regarding disguised profit distribution under the capital markets legislation and do not hinder the Company’s business objectives and scope.

The upper limit for donations to be made by the Company is determined by the General Assembly, and such donations are added to the distributable profit base. The CMB has the

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authority to set an upper limit on the donation amount. Donations must not conflict with the CMB's regulations on disguised profit distribution or other relevant legislation. Necessary material event disclosures shall be made, and information regarding donations made within the year shall be presented to the shareholders at the General Assembly.”

Donations by the Company are made in accordance with the above Articles of Association provision. The authority to determine the maximum donation amount rests with the General Assembly. The Company avoids making donations or aid that could undermine the protection of shareholders' rights.

However, within the framework of social responsibility, and provided that such donations and aid comply with the capital markets legislation, the Company's policies, and practices, the Board of Directors may approve donations and aid, ensuring that the Company's business objectives and scope are not adversely affected. Donations and aid may be made in cash or in kind to any legal or natural person.

Donations and payments made by the Company pursuant to the above Articles of Association are disclosed to the public in accordance with the CMB's regulations regarding the disclosure of material events. The total amount of donations and aid made during the relevant period, their beneficiaries, and any changes in policy are presented to shareholders as a separate agenda item at the General Assembly.

Disclosure of donations and aid to shareholders at the Ordinary General Assembly is mandatory. The Company complies with the CMB's regulations on disguised profit distribution, as well as mandatory corporate governance principles and other relevant legislation concerning donations and aid.

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