

TÜRK PRYSMIAN KABLO VE SİSTEMLERİ A.Ş. 61th
ORDINARY GENERAL ASSEMBLY
28.03.2024
MINUTES OF MEETING

Ordinary General Assembly Meeting of Türk Prysmian Kablo ve Sistemleri A.Ş for the year of operation 2023 was held on 28.03.2024 at 10.00 a.m. in head office of the company, Ömerbey Mah. Bursa Asfaltı Cad. No:51 Mudanya / Bursa which was defined by Company's Board of Directors, Under the supervision of Ministry Representative, Turgay Değirmenci who was delegated through the letter of R.T. Governorship of Bursa Provincial, Directorate of Commerce dated 21.03.2024 numbered E-79214448-431.03-00095207539.

It was determined that declaration of General Assembly including meeting place, date, time and agenda was simultaneously published in Turkish Trade Registry Gazette dated March 05, 2024 and numbered 11036, in Public Disclosure Platform, Electronic General Meeting System of Central Securities Depository and Company's internet address <https://tr.prysmian.com/tr>, thus, the declaration was made duly in accordance with the formal procedure required in Company's right of invitation to General meeting, in related Law and Articles of Association.

During the examination made by the Ministry Representative, it was determined that the articles of association of the company, the newspaper and other documents showing that the meeting was called, the annual report prepared by the board of directors, auditor's report, financial statements, agenda and the list of attendees were present, and that Mr. Ülkü Özcan, Mr. Halil İbrahim Kongur, one of the members of the Board of Directors, Mr. Merve Engin and Mr. Özgür Beşikçiođlu representing PWC Bađımsız Denetim ve Serbest Muhasebeci Mali Müşavirlik A.Ş. were present at the meeting.

Upon the revision of the attendance sheet and confirmation of that 247,405.41 shares with a total nominal value of TL 247,405.41 were represented in person and 181,515,384.34 shares with a total nominal value of TL 181,515,384.34 were represented by proxy at the meeting, 216. 733,652 shares of the Company with a total nominal value of TL 216,733,652.00 from the total nominal value of 216,733,652 shares, the Board of Directors of the Company, taking into account the Press Release of the Capital Markets Board of the Prime Ministry of the Republic of Turkey dated 21.07.2016, within the framework of the share buyback program between 03.08.2016 and 27.12.2016. 2016, taking into account the Press Announcement of the Republic of Turkey Prime Ministry Capital Markets Board dated 21.07.2016, the meeting was opened by the Chairman of the Board of Directors, Mr. Halil İbrahim Kongur, and proceeded to the discussion of the agenda, upon the understanding that the minimum meeting quorum stipulated in both the Law and the Articles of Association was present, and taking into account that there was no proposal for change regarding the order of discussion of the agenda items after the reading of the agenda.

It was determined that Company made the preparations for electronic general meeting in accordance with the legal regulations pursuant to sub clause 5 and 6 of Article 1527 of Turkish Commercial Code and the meeting was held simultaneously both in physical and electronic environment.

1. It was decided unanimously to select Ms. Ülkü Özcan as Chairman of the General Assembly and Ms. Ülkü Özcan appointed Ms. Meltem Gençarslan and Ms. Cansu Yitmen, as vote collector and clerk, respectively. It was explained to shareholders that voting would be taken explicitly in physical environment through raising hands and in electronic environment through Electronic General Meeting System of Central Securities Depository.
2. It was decided unanimously to give the authority to sign minutes of meeting to Council Chairmanship.
3. Reports of Board of Directors and Independent External Auditing Firm PWC Bađımsız Denetim ve Serbest Muhasebeci Mali Müşavirlik A.Ş. and financial statements of the company for Accounting Period 01.01.2023 – 31.12.2023 were deemed to be read. Although it was not submitted to the vote, it is determined that 8.730 rejection votes were given in the

electronic system.

4. Reports of Board of Directors and Independent External Auditing Firm PWC Bağımsız Denetim ve Serbest Muhasebeci Mali Müşavirlik A.Ş. and financial statements of the Company for the Accounting Period 01.01.2023 - 31.12.2023 in accordance with the CMB, Turkish Commercial Code, Tax Procedure Law and other applicable legislation were discussed and approved separately and were approved by majority of votes with 181,555,196.342 votes in favor against 207,593.41 votes against.
5. All Members of the Board of Directors who served in the 2022 financial year; Mr. Halil İbrahim Kongur, Ms. Ülkü Özcan, Ms. Rinke Kieboom, Mr. Giacomo Sofia, Ms. Maria Cristina Bifulco, Ms. Mine Ayhan, Ms. Banu Uzgur, Ms. İsmet Su were acquitted by majority vote with 181,555,196.342 votes in favor against 207,593.41 votes against.
6. Board proposal in decision of the Board dated 05.03.2024, numbered 2024/09 about the distribution of profit in Accounting Period 01.01.2023 – 31.12.2023 were discussed and:

86.861.035 TRY loss “Net Period Loss” has occurred as per the independently audited financial statements dated 31 December 2023 which has prepared in accordance with the Communiqué No. I-14.1 on the Principles of Financial Reporting in the Capital Markets, for the accounting period of our company between 1 January 2023 - 31 December 2023 and “Net Period Loss” of 433.140.978 TRY has occurred as per the legal records kept in accordance with the Tax Procedure Law. For this reason, it has been unanimously resolved with 181,555,196.342 votes in favor against 207,593.41 votes against to transfer the loss incurred to the previous years' losses account by not distributing dividend.

7. It has been resolved by majority of the votes with 216.323,41 against votes vs. 181.546.466,342 votes in favor to appoint **Mr. Halil İbrahim KONGUR** with T.C. Identity Number resident at, **Ms. Ülkü Özcan** with T.C. Identity Number resident at, **Mr. Marcelo De Paola** withTax Number resident at, **Mr. Giacomo Sofia** with Tax Number resident at, **Ms. Maria Cristina Bifulco** with Tax Number resident at as the Board Member and, **Ms. Mine Ayhan** with T.C. Identity Number resident at, **Ms. Ebgü Senem Demirkan** with T.C. Identity Number resident atand **Mr. Mehmet Göçmen** with T.C. Identity Number resident at as Independent Board Members to serve 1 year, without needing the previous or following affirmation and approval of General Assembly on the other issues excluding the tasks left only under the authority of General Assembly in Turkish Commercial Code and not to make any payment to the following appointed Board members: Mr. Halil İbrahim Kongur, Ms. Ülkü Özcan, Mr. Marcelo de Paola, Mr. Giacomo Sofia, Ms. Maria Cristina Bifulco and to make annual payments to Independent Members Ms. Mine Ayhan, Ms. Ebgü Senem Demirkan and Mr. Mehmet Göçmen in net amounts of 450.000 TRY.
8. It has been resolved by majority of the votes with 8730 against votes vs. 181.754.059,752 votes in favor resolved to appoint PWC Bağımsız Denetim ve Serbest Muhasebeci Mali Müşavirlik A.Ş resident at Akaretler, Süleyman Seba Caddesi, BJK Plaza, No:48, B Blok, Kat:9 34357 Beşiktaş/ İstanbul, registered in front of İstanbul Trade Registry, with 201465 trade registry number, Bogaziçi Corporate Tax Office taxpayer with tax ID number 1460022405, with 0146002240500015 Mersis Number which Audit Committee offered as the Independent Audit Company for financial year of 2024.
9. Donations and aids given in Accounting Period 2023 were read to the shareholders attending the meeting and they were informed. The donations and aids were discussed and it has been resolved by majority of the votes with 216.323,41 against votes vs. 181.546.466,342 votes in favor to determine that the upper limit for donations to be given in 2024 would not exceed 1.000.000 TRY.
10. The information about the Guarantee, Pledge and Mortgage on behalf of third parties was submitted to the shareholders by our company.

11. It has been resolved by majority of the votes with 207.594,41 against votes vs. 181.555.195,342 votes in favor resolved to unanimously to give approval to shareholders having management authority, board members, senior managers and their spouses and relatives till the second degree in order to make transactions and compete with the company within the scope of principal numbered 1.3.7. of Corporate Governance Principals imposed through Notification of CMB with Series: IV and No: 56 and shareholders were informed that there is not any such transaction within period.
12. Pursuant to article 12 of articles of incorporation, the information about the transactions which were performed in 2023 and subjected to affirmation and approval of General Assembly was submitted to shareholders. It has been affirmed unanimously. It has been resolved by majority of the votes with 207.593,41 against votes vs. 181.555.196,342 in favor to approve in advance the Board of Directors Resolutions to be taken regarding the transactions subject to the approval and ratification of the General Assembly as the Company needs until the Ordinary General Assembly for the fiscal year 2024.
13. Company General Manager (CEO) has read the below stated message and thanked our customers and suppliers relying on our company and all of our personnel working devotedly and wished 2024 to be a successful year creating values for our country, industry and investors and then finalized the meeting after confirming that shareholders did not have any questions and there were no remaining points to be discussed.

CEO Mesajı:

As we close the 61st Ordinary General Assembly of Türk Prysmian Kablo, I would first like to thank all participants for their contributions.

I would like to thank our customers, business partners, shareholders and all our stakeholders for their trust in Türk Prysmian Kablo for many years.

As Türk Prysmian Kablo, we will continue to contribute to the national economy by strengthening our business model to integrate economic, social and environmental responsibility into all areas of our operations and to create value for our stakeholders and society.

As one of the leading and important companies in its sector and inspired by our mission "Connecting Turkey to a Sustainable Future", we will continue to produce, promote Turkey abroad and successfully lead the cable industry while continuing our sustainability, R&D and digitalization efforts.

As Türk Prysmian Kablo, we will do our best to add value to our investors, our industry and our country in 2024.

The minutes of meeting was prepared and signed following the meeting in the meeting place. 28 March 2024.

DİVAN BAŞKANI
Ülkü Özcan

BAKANLIK TEMSİLCİSİ
Turgay Değirmenci

OY TOPLAMA MEMURU
Meltem Gençaslan

TUTANAK YAZMANI
Cansu Yitmen