

**2022 YEAR ORDINARY GENERAL ASSEMBLY MEETING INVITATION  
FROM THE BOARD OF DIRECTORS OF  
HEKTAŞ TİCARET T.A.Ş.**

2022 Year Ordinary General Assembly Meeting of our Company shall be held so as to discuss and conclude the written subjects in the agenda stated below on Thursday, 30 March 2023 at 12:00 at the address of Gebze OSB Mahallesi 700.Sk. No: 711 / 1 P.K. 41400 Gebze / KOCAELİ.(\*)

Only those shareholders whose names are included in the list of attendants being prepared by the Board of Directors of our Company based on the shareholders' list received from Central Registry Agency (CRA) as per the Article 30 of Capital Market Law could participate in the General Assembly. In accordance with the Article 415 of Turkish Commercial Code, only those shareholders whose names are included in the list of attendants being prepared by the board of directors could participate in the General Assembly. "Shareholders' Schedule" in terms of shares monitored under the registry of Central Registry Agency during the preparation of the list of attendants which is received from Central Registry Agency one day before the day of the General Assembly as of 23:59 is taken as a basis. Right-holders whose names are included in that list could physically participate in the Ordinary General Assembly Meeting of our Company by showing their identity cards.

As per the Article 1527 of Turkish Commercial Code, right holders who would like to participate electronically in General Assembly Meeting personally or through their proxies are obliged to convey these preferences with Electronic General Meeting System (e-GEM) via CRA / MKK system. In case a proxy participates in the general assembly meeting on behalf of the right holder, it is mandatory to register the identification information of the proxy in e-GEM. In case the proxy participates in the meeting physically, entitling could also be made in this manner.

Shareholders of our company could participate physically or electronically in the Ordinary General Assembly Meeting personally, as well as through their proxies. Participation electronically in the general assembly meetings, assignment of a proxy, making a proposal, expression of views and voting procedures shall be carried out through Electronic General Meeting System (e-GEM) provided by Central Registry Agency (CRA / MKK). Participation electronically in the General Assembly is possible only with the secure electronic signatures of shareholders or their proxies. Therefore, shareholders who will carry out a transaction in Electronic General Meeting System (e-GEM), first of all, have to register their contact information in e-MKK information portal of Central Registry Agency (CRA / MKK) as well as having to have a secure electronic signature. It is not possible for the shareholders or proxies who have not registered in e-MKK Information Portal and do not have a secure electronic signature to participate electronically in the general assembly meeting through e-GEM.

Shareholders or proxies who would like to participate electronically in the meeting are supposed to fulfill their obligations in accordance with the provisions of "Regulation on the General Assemblies in Corporates to be Held Electronically" published in the Official Gazette dated 28 August 2012 and no. 28395 and "Declaration on Electronic General Meeting System to be Implemented in the General Assemblies of Corporates" published in the Official Gazette dated 29 August 2012 and no.28396. Otherwise, they shall not be able to participate in the meetings. The detailed information about e-GEM could be accessed through the web site [www.mkk.com.tr](http://www.mkk.com.tr).

Shareholders who will participate in the meeting through their proxies due to that they shall not be able to attend in person, physically or electronically are obliged to prepare a power of attorney in line with the sample given below or to obtain a sample of power of attorney form from our Company's Head Office or from our Company's website [www.hektas.com.tr](http://www.hektas.com.tr) and to submit their proxy forms whose signatures have been authenticated by a notary or their power of attorneys to which they will add their signature declarations prepared in the presence of a notary public, as well as fulfilling the requirements stated in the "Communiqué II-30.1 on Voting by Proxy and Proxy Solicitation" of the Capital Markets Board(CMB).

As per CMB's Corporate Governance Principles and Communiqués, regarding the subjects to be discussed in the Ordinary General Assembly Meeting of our company, General Assembly Meeting agenda, balance sheet of 2022, profit and loss account, dividend distribution proposal of the Board of Directors, Activity Report of the Board of Directors, Independent Audit Report and resumes of Independent Board Member Candidates shall be made available at the Company's Head Office located at the address Gebze OSB Mahallesi 700.Sk. No: 711 / 1 P.K. 41400 Gebze / KOCAELİ and at our Company's website [www.hektas.com.tr](http://www.hektas.com.tr) and KAP for the examinations of our shareholders 3 weeks before the date of General Assembly meeting.

State of Affairs is respectfully announced to Our Esteemed Shareholders.

(\*) As per the article 29 of the Capital Markets Law, an additional registered mail for the invitation to the General Assembly Meeting shall not be sent to our shareholders.

**AGENDA OF HEKTAŞ TİCARET T.A.Ş.'S  
ORDINARY GENERAL ASSEMBLY MEETING FOR 2022**

- 1.** Opening, establishment of the meeting chairmanship and a moment of silence,
- 2.** Authorizing the meeting chairman to sign the minutes and other documents of the general assembly meeting,
- 3.** Reading and discussing the "*Board of Directors Annual Report*" for the fiscal year 2022 and submitting it for approval,
- 4.** Reading the summery "*Independent Audit Report*" for the fiscal year 2022,
- 5.** Reading, discussing and submitting separately for approval the 2022 Financial Report, Profit Loss accounts for the fiscal year 2022,
- 6.** Discussing and deciding on the release of the members of the Board of Directors for the fiscal year 2022,
- 7.** Discussing and approving on the Board of Directors' proposal regarding distribution of the dividend and the date of dividend to fiscal year 2022,
- 8.** Determination of the number of *Board of Directors* election of *the Board of Directors* and determination of their terms of office in accordance with the provisions of the relevant legislation,
- 9.** Determining the remuneration of the members of the Board of Directors,
- 10.** Submission to Voting and Resolving for Granting Authority to the Members of the Board of Directors in Accordance with Article 395 and Article 396 of the Turkish Commercial Code,
- 11.** Discussing and deciding on the proposal of the Board of Directors regarding the selection of an External Auditor for Auditing of Company's Accounts and Transactions for 2023 in accordance with the Turkish Commercial Law and the Capital Markets Law,
- 12.** Informing the General Assembly on Guarantee, Pledge and Mortgages Granted in Favor of the Third Parties and of Any Benefits or Income thereof,
- 13.** Giving to information the donations and aids made in 2022, approving the grants and donations made in 2023 and deciding on the donation limit for the fiscal period 01.01.2023- 31.12.2023,
- 14.** Discussing and approving the amendments to be made in Article 7 titled "Capital" and Article 10 titled "Issuance of Debt Securities" of our Company's Articles of Association, which is stated in "Annex 1", to be approved form by Capital Markets Board,
- 15.** Wishes and intentions,
- 16.** Closing

**ANNEX – Power of Attorney**

**POWER OF  
ATTORNEY HEKTAŞ  
TİCARET T.A.Ş.**

I hereby appoint ..., who is introduced in detail below, as my proxy with the authority to represent me, vote, make proposals and sign necessary documents in accordance with the opinions I have stated below, at the 2022 Ordinary General Assembly meeting of HEKTAŞ TİCARET T.A.Ş. which will be held on 30 March 2023 on Thursday at 12:00, at the address Gebze Organize Sanayi Bölgesi Mah. 700. Sokak No:711/1 41400 Gebze- Kocaeli.

Information about the proxy (\*);

Name Surname/ Trade Name:

Republic of Turkey Identity No/Tax No, Trade Registry Number and MERSIS Number:

(\*) For proxies with foreign nationality, the equivalent of the aforementioned information, if any, must be submitted.

**A) SCOPE OF THE REPRESENTATION AUTHORITY**

**The scope of the representative authority must be determined by selecting one of the (a), (b) or (c) options for the sections 1 and 2 below.**

**1. Regarding the Issues on the General Assembly's Agenda;**

- a) The proxy is authorized to vote in line with his/her own opinion.
- b) The proxy is authorized to vote in line with the recommendations of the management of the partnership.
- c) The proxy is authorized to vote in line with the instructions specified in the following table.

**Instructions:**

**If the shareholder selects the option (c), instructions specific to the agenda item shall be given by marking one of the options (accept or reject) provided next to the related general assembly agenda item and if the reject option is selected, it is given by specifying the dissent demanded to be written in the general assembly minutes, if any.**

Agenda Items (*)	Accept	Reject	Dissent
1.			
2.			
3.			
4.			
5.			
6.			
7.			
8.			
9.			
10.			
11.			
12.			
13.			
14.			
15.			
16.			

**(\*) Matters in the agenda of the General Assembly are listed one by one. If the minority has a separate draft decision, this is also indicated separately to ensure voting by proxy.**

**2. Special instruction on other issues that may arise at the General Assembly meeting, and especially on the exercise of minority rights:**

- a) The proxy is authorized to vote in line with his/her own opinion.
- b) The proxy does not have representation authority in these matters.
- c) The proxy is authorized to vote in line with the specific instructions below.

**SPECIFIC INSTRUCTIONS;** Specific instructions to be given by the shareholder to the proxy, if any, are specified here.

**B) The shareholder specifies the shares to be represented by the proxy by selecting one of the following options.**

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

- a) Degree and series:\*
- b) Number/Group:\*\*
- c) Quantity-Nominal value:
- ç) Whether there is voting privilege:
- d) Whether they are bearer's shares- registered shares:\*
- e) Ratio to the total shares/voting rights owned by the shareholder:

*\*This information is not required for dematerialized shares.*

*\*\*For dematerialized shares, information about the group, if any, will be provided instead of number."*

**2. I approve the representation by the proxy of all of my shares in the list of shareholders who can attend the general assembly prepared by CSD the day before the general assembly day.**

**SHAREHOLDER'S NAME SURNAME or TITLE (\*)**

TC Identity No/Tax No, Trade Registry and Number and MERSIS

Number:

Address:

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

**SIGNATURE**