

VERUSA HOLDING A.Ş.
2023 ANNUAL GENERAL MEETING AGENDA

- 1.** Opening and formation of the Meeting Chairmanship.
- 2.** Reading, discussion, and approval of the 2023 Activity Report prepared by the Company's Board of Directors.
- 3.** Reading of the Independent Audit Report Summary for the 2023 fiscal year.
- 4.** Reading, discussion, and approval of the Financial Statements for the 2023 fiscal year.
- 5.** Individual discharge of the Board of Directors members for their activities in 2023.
- 6.** Discussion and decision on the Board of Directors' proposal regarding the distribution of profits.
- 7.** Providing information to Shareholders and obtaining their approval regarding payments made to Board of Directors Members and Senior Executives in accordance with Corporate Governance Principles.
- 8.** Providing information to Shareholders regarding guarantees, pledges, mortgages, and sureties given in favor of third parties in 2023, as well as the income or benefits obtained, in accordance with Corporate Governance Principles.
- 9.** Election of Board Members, election of Independent Board Members, and determination of the monthly remuneration of all Board Members.
- 10.** Selection of the Independent Audit Firm in accordance with the Turkish Commercial Code and Capital Markets Board regulations.
- 11.** Providing Shareholders with information about donations made by the Company in 2023 and setting an upper limit for donations to be made in 2024.
- 12.** Granting permission to shareholders holding management control, Board Members, persons with administrative responsibility, and their spouses and relatives up to the second degree of kinship and affinity, within the framework of Articles 395 and 396 of the Turkish Commercial Code, and granting permission in accordance with the Capital Markets Board's Corporate Governance Principle No. 1.3.6, to be implemented in 2023. and 396 of the Turkish Commercial Code, and providing shareholders with information about the transactions carried out in 2023 in accordance with Corporate Governance Principle No. 1.3.6 of the Capital Markets Board.
- 13.** Informing shareholders and submitting for approval the share buyback transactions initiated under the decision of the Company's Board of Directors dated May 11, 2022, and revised by the decisions dated February 14, 2023, May 9, 2023, and December 27, 2023.
- 14.** Closing remarks.