

**INVITATION TO ORDINARY GENERAL ASSEMBLY MEETING
BY THE BOARD OF DIRECTORS
OF TEKFEN HOLDING A.Ş.**

The annual Ordinary General Assembly Meeting of our Company will be held on April 7th, 2023 Friday at 14:00 at the Conference Hall of Tekfen Tower Building located at Büyükdere Caddesi No.209 34394, 4. Levent – Istanbul.

Consolidated Financial Statements for the period between 01.01.2022-31.12.2022 and its footnotes, the Annual Report of the Board of Directors, Profit Distribution Proposal, Independent Auditor’s Report and a detailed Information Document including the necessary explanations about the current agenda items within the framework of Corporate Governance Principles will be made ready at the Company headquarters, on the www.tekfen.com.tr Company website and at the Electronic General Meeting System (e-GEM) of the Central Securities Depository of Turkey (CSD) for the reviews of our partners at least three weeks before the meeting date.

Our shareholders may attend the general meeting to be convened at the abovementioned address either personally or through their representatives. Shareholders who will not be able to attend the meeting themselves may authorize their representatives using the e-GEM and issue a power of attorney using the attached sample and in accordance with the “Communiqué on Voting by Proxy and Proxy Solicitation” of the Capital Markets Board of Turkey (CMB), numbered: II-30.1. Power of attorneys may also be issued filling out the power of attorney form that can be obtained from the Company headquarters or the www.tekfen.com.tr Company website, followed by the approval of their signature by public notary or attaching the signature circular, which is approved by the notary service and includes their signature, to the power of attorney form with their signature on it. The proxy who has been appointed electronically via the e-GEM is not required to present a power of attorney.

For them to fulfill their responsibilities within the scope of the “Regulation on Electronic General Assembly Meetings of Joint Stock Corporations” and the “Communiqué on the Electronic General Assembly System to be used in the General Assembly Meetings of Joint Stock Corporations”, our stakeholders who will be voting via e-GEM are requested to obtain information from the CSD and submit their preference until one (1) day before the General Assembly Meeting, via e-GEM provided by the CSD. Those who wish to attend the General Assembly Meeting via e-GEM should register to the e-Investor: Investor Information Center Portal and have a secure electronic signature to participate directly in the General Assembly or appoint a proxy through the e-GEM. In addition, proxies who will attend the meeting via e-GEM must also have a secure electronic signature. According to Article 1526 of the Turkish Commercial Code (TCC), the declarations to be made on behalf of the legal entity partners should be signed by the legal entity signature authority with the secure electronic signature created for them.

In this context, the below parties can attend the General Assembly Meeting by presenting the following and signing the participants list:

- Natural person shareholders with their IDs,
- Legal entity shareholders with the IDs of the persons authorized to represent and bind the legal entity, together with the authorization documents,
- Representatives of natural and legal persons with their IDs and notarized powers of attorney or their signed powers of attorney with an attached affidavit of signature issued before a notary service,
- Representatives authorized by the Electronic General Meeting System with their IDs.

Presented for our esteemed shareholders’ information.

Tekfen Holding A.Ş.

Company Address: Kültür Mahallesi, Tekfen Sitesi Budak Sokak, A Blok, No:7 Ulus - Beşiktaş 34340 Istanbul

Place and number of Trade Registry: Istanbul/111233

Central Registration System (MERSIS) No: 0834005201400018

**AGENDA OF THE ORDINARY GENERAL ASSEMBLY MEETING
OF TEKFEN HOLDING A.Ş.
TO BE HELD ON APRIL 7th, 2023**

- 1.** Opening, and election of the Chairman for the Meeting,
- 2.** Reading, discussion and approval of the 2022 Annual Report prepared by the Company's Board of Directors,
- 3.** Reading, discussion and approval of the Independent Audit Report Summary and Financial Statements for the 2022 fiscal year,
- 4.** Release of each member of the Board of Directors from liability for the Company's activities for the year 2022,
- 5.** Discussion and resolution of the proposal of the Board of Directors regarding the distribution of the profit for the 2022 fiscal year,
- 6.** Resolution of the number of the members of the Board of Directors and their terms of office, and the monthly salaries to be paid,
- 7.** Election of the members of the Board of Directors,
- 8.** Approval of the independent audit firm determined in accordance with CMB regulations to the approval of the General Assembly pursuant to Article 399 of the Turkish Commercial Code,
- 9.** Informing the General Assembly about the collaterals, pledges, mortgages and income or benefits granted to third parties in the accounting period of 01.01.2022-31.12.2022,
- 10.** Informing the General Assembly about the donations made in the fiscal year of 2022, determining the upper limit for the donations to be made in the year 2023,
- 11.** Authorizing the members of the Board of Directors to perform the works of the Company themselves or on behalf of others, giving them permissions to perform transactions to be partners in the companies that perform similar works and to perform other transactions under Articles 395 and 396 of the Turkish Commercial Code, and, if any, briefing about the members of the Board of Directors and the persons listed in the CMB's Corporate Governance Principles Article 1.3.6 and the transactions carried out in this context in the year 2022,
- 12.** Wishes and opinions.

POWER OF ATTORNEY

Tekfen Holding A.Ş.

I hereby name and appoint, whose details are specified below, to be my lawful proxy to represent me and vote, propose and sign the necessary documents on my behalf and in accordance with my below views, in the routine General Assembly Meeting of Tekfen Holding A.Ş. which will be held at 14:00 hours on April 7th, 2023 at the Conference Hall of Tekfen Tower, located at Büyükdere Cad. No. 209 34394 4. Levent, Istanbul.

Proxy's(*);

Name, Last Name/Trade Name:

Turkish Citizenship ID No/Tax ID, Place and number of Trade Registry, and Central Registration System No:

(*) If any, the equivalents of the said information for foreign nationality representatives must be presented.

A) CONTENTS OF POWER OF ATTORNEY

For the sections 1 and 2 given below, the contents of the power of attorney should be determined by selecting one of the choices of (a), (b) and (c).

1. About the Matters on the General Assembly Agenda;

- The proxy is authorized to vote in line with his/her opinion.
- The proxy is authorized to vote in line with the proposals of the partnership management.
- The proxy is authorized to vote in accordance with the instructions given in the table below.

Instructions:

In case the (c) choice is selected by the shareholder, the instructions exclusive to the agenda item are given by marking one of the options ('for' or 'against') for the agenda item of the general assembly concerned and by stating the dissenting opinion, if any, in the minutes of the general assembly meeting as requested, in case the 'against' option is selected.

Agenda Items	For	Against	Dissenting Opinion
1. Opening, and election of the Chairman for the Meeting			
2. Reading, discussion and approval of the 2022 Annual Report prepared by the Company's Board of Directors			
3. Reading, discussion and approval of the Independent Audit Report Summary and Financial Statements for the 2022 fiscal year			
4. Release of each member of the Board of Directors from liability for the Company's activities for the year 2022			
5. Discussion and resolution of the proposal of the Board of Directors regarding the distribution of the profit for the 2022 fiscal year			
6. Resolution of the number of the members of the Board of Directors and their terms of office, and the monthly salaries to be paid			
7. Election of the members of the Board of Directors			
8. Approval of the independent audit firm determined in accordance with CMB regulations to the approval of the General Assembly pursuant to Article 399 of the Turkish Commercial Code			
9. Informing the General Assembly about the collaterals, pledges, mortgages and income or benefits granted to third parties in the accounting period of 01.01.2022-31.12.2022			

10. Informing the General Assembly about the donations made in the fiscal year 2022, determining the upper limit for the donations to be made in the year 2023			
11. Authorizing the members of the Board of Directors to perform the works of the Company themselves or on behalf of others, giving them permissions to perform transactions to be partners in the companies that perform similar works and to perform other transactions under Articles 395 and 396 of the Turkish Commercial Code, and, if any, briefing about the members of the Board of Directors and the persons listed in the CMB's Corporate Governance Principles Article 1.3.6 and the transactions carried out in this context in the year 2022			
12. Wishes and opinions.			

2. Special instructions on other issues that may arise during the General Assembly meeting and especially on the use of minority rights:

- a) The proxy is authorized to vote in line with his/her opinion.
- b) The proxy is not authorized to represent in these matters.
- c) The proxy is authorized to vote in accordance with the following special instructions.

SPECIAL INSTRUCTIONS; If any, special instructions to be given to the proxy by the shareholder are stated 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 mentioned below by the proxy.

- a) Group and series:*
- b) Number/Group:**
- c) Number of shares-Nominal value:
- ç) Whether it is a privileged voting share:
- d) Whether it is payable to bearer-order:*
- e) The ratio of the shares to the total shares/voting rights the shareholder holds:

*This information is not required for registered shares.

**If any, information about the group will be written instead of the number for registered shares.

2. I approve the representation of all of my shares listed in the list of shareholders who may attend the general meeting prepared by the CSD one day before the general assembly day.

NAME, LAST NAME or TITLE of THE SHAREHOLDER (*)

Turkish Citizenship ID No/Tax ID, Place and number of Trade Registry, and Central Registration System No:

Address:

(*) If any, the equivalents of the said information for foreign nationality representatives must be presented.

SIGNATURE

**EXPLANATIONS ON THE AGENDA OF THE ORDINARY GENERAL ASSEMBLY
MEETING TO BE HELD ON APRIL 7th, 2023**

1. Opening and election of the Chairman for the Meeting

Elections of the Chairman of the Meeting that will lead the General Assembly Meeting in accordance with the provisions of the Regulation of the Turkish Commercial Code on “Principles and Procedures of General Assembly Meetings of Joint Stock Companies and Representatives of the Ministry of Customs and Trade to Attend These Meetings” (“the Regulation”) will be conducted.

2. Reading, discussion and approval of the 2022 Annual Report prepared by the Company’s Board of Directors

The 2022 Annual Report of the Board of Directors which will be published on the Company’s website (www.tekfen.com.tr), e-COMPANY Portal and in the Electronic General Assembly (e-GEM) portal of the Central Securities Depository of Turkey for the review of our shareholders for a period of 3 weeks prior to the General Assembly meeting, will be submitted to our shareholders for their remarks and approval.

3. Reading, discussion and approval of the Independent Audit Report Summary and Financial Statements for the 2022 fiscal year

Briefings will be given about the Independent Audit Report Summary and Financial Statements for the 2022 fiscal year, which will be published on the Company’s website (www.tekfen.com.tr), e-COMPANY Portal and in the e-GEM portal of the Central Securities Depository of Turkey for the review of our shareholders for a period of 3 weeks prior to the General Assembly meeting, and they will be submitted for the remarks and approval of our partners.

4. Release of each member of the Board of Directors from liability for the Company’s activities for the year 2022

In accordance with the provisions of the Turkish Commercial Code and the Regulation, release of each member of the Board of Directors from liability for the Company’s activities for the year 2022 will be submitted for the approval of the General Assembly.

5. Discussion and resolution of the proposal of the Board of Directors regarding the distribution of the profit for the 2022 fiscal year

According to the financial statements of our company for the 2022 fiscal year, which were audited by KPMG Bağımsız Denetim Serbest Muhasebeci Mali Müşavirlik A.Ş., the Consolidated Net Income for the Parent Company for this period totaled to an amount of TRY3,473,338 thousand and the table related to the distribution of 30% dividend over the Net Distributable Profit of the Period which is submitted to the General Assembly for approval is presented in Appendix 1. It is proposed that the profit for the period be distributed in two equal installments on April 12, 2023 and May 10,2023.

6. Resolution of the number of the members of the Board of Directors and their terms of office, and the monthly salaries to be paid

Pursuant to the TCC and the related Regulation, the number of members of the Board of Directors and their terms of office shall be determined by taking the principles regarding the election of the board of directors in our Articles of Association into account.

According to the Articles of Association, the number of members of the Board of Directors can be determined between 9 and 11 persons.

In addition, in this agenda item, within the framework of the principles of the Corporate Governance Principle No. 4.5.13 of the Corporate Governance Communiqué, our Company's Articles of Association and Tekfen Holding's Remuneration Policy, a monthly gross salary of TRY125,000 to the Chairman and Vice Chairman of the Board of Directors and TRY75,000 to other members of the Board has been proposed by the Remuneration Committee for the year 2023, and the monthly gross salaries to be paid to the members of the Board of Directors will be submitted to the approval of the General Assembly.

7. Election of the members of the Board of Directors

The members of the Board of Directors and the independent members are to be elected, and in accordance with the CMB's Corporate Governance Communiqué, at least one third of the total number of members of the Board of Directors should be independent members. In this context, at least 4 members in a Board of Directors of 11 must meet the independence criteria set out in the CMB's Corporate Governance Principles.

Upon the proposal of the Corporate Governance Committee evaluating the candidates submitted to them, the Board of Directors has decided that Şevki Acuner, Hamit Sedat Eratarlar, Mehmet Aydın Müderrisoğlu and Ayşe Selen Kocabaş shall be considered candidates for the Independent Members of the Board of Directors. Within the scope of Corporate Governance Principle No. 4.3.7 of the Corporate Governance Communiqué, an application was submitted to the CMB for the Independent Board Members, and the CMB has notified our Company with its written resolution on not delivering a negative remark about the candidates for the Independent Board Member candidates, dated 03.03.2023.

The resumes of the Independent Member Candidates for the Board of Directors are given in Appendix/2 and resumes of the other member candidates are given in Appendix/3.

8. Approval of the independent audit firm determined in accordance with CMB regulations to the approval of the General Assembly pursuant to Article 399 of the Turkish Commercial Code

In order to carry out the independent auditing activities of the financial statements for the fiscal year of 2023, KPMG Bağımsız Denetim ve Serbest Muhasebeci Mali Müşavirlik A.Ş., was selected as the Independent External Audit Firm with the recommendation of our company's Audit Committee and the resolution of our Board of Directors dated 07.03.2023. The selection of this firm shall be submitted to the approval of the General Assembly, pursuant to Article 399 of the TCC.

9. Informing the General Assembly about the collaterals, pledges, mortgages and income or benefits granted to third parties in the accounting period of 01.01.2022-31.12.2022

In accordance with Article 12 of the Corporate Governance Communiqué (II-17.1) of the Capital Markets Board of Turkey, information will be delivered about the collaterals, pledges, mortgages and sureties given in favor of third parties, in addition to income or benefits obtained by the Company.

This information can be found in footnote no. 21 of our financial statements for 2022.

10. Informing the General Assembly about the donations made in the fiscal year of 2022, determining the upper limit for the donations to be made in the year 2023

In accordance with Article 6 of the CMB Communiqué on Dividends (II-19.1), the donations made during the year must be submitted for the information of shareholders at the General Assembly. This item is not to be voted, it has been placed in the agenda of the General Assembly for informational purposes.

In 2022, a total of TRY1,931,072 was donated.

On the other hand, information will be given about the donations and aids made by the decision of the Board of Directors until the date of the General Assembly to be used in the needs of the earthquake disaster that occurred in our Kahramanmaraş province and directly affected eleven provinces.

In accordance with Paragraph 5 of Article 19 of the Capital Markets Law No. 6362, the limit of donations to be made in 2023 must be determined by the General Assembly. The Board of Directors of our company proposes that the upper limit of donations to be made in the year 2023 is set at TRY40 million.

11. Authorizing the members of the Board of Directors to perform the works of the Company themselves or on behalf of others, giving them permissions to perform transactions to be partners in the companies that perform similar works and to perform other transactions under Articles 395 and 396 of the Turkish Commercial Code, and, if any, briefing about the members of the Board of Directors and the persons listed in the CMB's Corporate Governance Principles Article 1.3.6 and the transactions carried out in this context in the year 2022

Since the members of the Board of Directors are entitled to make transactions under the provisions of Articles 395 and 396 of the TCC, "Prohibition of Conducting Transaction with Company, to Become Indebted to Company" and "Non-compete Obligation" only by the approval of the General Assembly, the issue of conduction of such transactions by the members of the Board of Directors will be submitted to the approval of the General Assembly.

In addition, pursuant to the Article 1.3.6 of the CMB's Corporate Governance Principles, delivering information at the General Assembly is mandatory in case the shareholders holding the management control, board members, managers with administrative responsibilities and their spouses and their first and second-degree relatives by consanguinity and affinity conduct an important transaction that may cause a conflict of interest with the company or its subsidiaries, and/or conduct a commercial business transaction that is in the scope the field of operation of the company or its subsidiaries on its own or for account of another, or enter into another partnership engaged in the same type of commercial businesses as an unlimited liability partner.

12. Wishes and opinions

APPENDICES:

Appendix/1: Profit Distribution Table for the distribution of the year 2022 profits.

Appendix/2: Resumes of the Independent Member Candidates for the Board of Directors.

Appendix/1

Tekfen Holding A.Ş. 2022 Distribution of Profit (TRY)			
1. Paid-in Capital		370,000,000.00	
2. Total legal reserves (as per legal records)		74,000,000.00	
Information regarding the privilege in profit distribution, if any, according to the articles of association		There is no privileged shares	
		As per Capital Markets Board	As Per Legal Records
3.	Profit	3,262,308,000.00	1,903,022,314.12
4.	Taxes (-)	211,030,000.00	(43,260,006.46)
5.	Net Profit	3,473,338,000.00	1,859,762,307.66
6.	Prior Years' Loss (-)	-	-
7.	First Series of Legal Reserve Fund (-)	-	-
8.	NET DISTRIBUTABLE PROFIT FOR THE YEAR (=)	3,473,338,000.00	1,859,762,307.66
9.	Donations (+)	1,931,072.00	
10.	Net distributable profit including donations for the calculation of first dividend	3,475,269,072.00	
11.	First Dividend to Shareholders		
	- Cash	1,042,582,300.00	
	- Bonus	-	
	- Total	1,042,582,300.00	
12.	Dividends to Preferred Shareholders	-	
13.	Dividends to BoD Members	-	
14.	Dividends to dividend-right certificates	72,922,671.00	
15.	Second dividend to shareholders	-	
16.	Second series of legal reserve fund	-	
17.	Status Reserves	-	-
18.	Special Reserves	-	-
19.	Extraordinary Reserves	2,357,833,029.00	744,257,336.66
20.	Distribution from Extraordinary Reserves		

DIVIDEND PER SHARE						
DIVIDEND PAYOUT TABLE						
	GROUP⁽¹⁾	TOTAL DIVIDEND (TRY)		TOTAL DIVIDEND PAYOUT/NET DISTRIBUTABLE PROFIT (PAYOUT RATIO)	DIVIDEND PER SHARE WITH TRY 1 NOMINAL VALUE	
		CASH (TRY)	NON-CASH	RATIO(%)	AMOUNT (TRY)	SHARE (%)
GROSS	-	1,042,582,300.00	-	30.00	2.81779	281.78
NET	-	938,324,070.00	-	27.00	2.53601	253.60

(1) There are no privileged rights in profit distribution.

Appendix/2

Resumes of the Independent Member Candidates for the Board of Directors.

Şevki Acuner

Following his graduation from Bosphorus University in 1976, Sevki Acuner continued his studies at Stockholms Universitet for a Graduate Diploma and at Montreal's Concordia University, where he obtained his MBA.

Acuner started his banking career at Turkey's Central Bank and switched to commercial Banking after moving to Canada where he worked first for Bank of Montreal and subsequently at Royal Bank of Canada in various roles and countries such as Holland, Italy and United Kingdom. Acuner moved to European Bank for Reconstruction and Development (EBRD) in 1996 working in various positions.

Acuner played a leading role in opening the EBRD in Turkey in 2009, and worked as its Deputy Director for Turkey until 2013. Since 2013, Acuner is EBRD's Director for Ukraine, based in Kiev. Acuner has represented EBRD in various Board positions in its equity investments across a number of countries. While based in London Acuner acted for many years as the President of the UK Turkish Bankers Association. In his role in Istanbul, Acuner led EBRD's growth in Turkey.

In Ukraine, Acuner is one of the drivers of the country's economic transformation and is a leading figure in its world of finance and business. Among his various other responsibilities, Acuner acted as the Chairman of Ukraine's corruption fighting Business Ombudsman Institution, as Chairman of the State Nomination Committee which is responsible for the appointment of CEO's and Board Directors for the country's State Owned Enterprises, and as Vice Chairman of the American Chamber of Commerce.

At present, Sevki Acuner is Independent Member of the Board of Directors of Migros and Anadolu Efes companies.

Hamit Sedat Eratalar

Sedat Eratalar, an alumni of Ankara University, Faculty of Political Sciences, Department of Economy and Finance, started his career at the Turkish Ministry of Finance. Within three years, he earned the title of financial auditor and carried on with his works in value added tax and state-owned enterprises matters.

Eratalar moved on in his career assuming the Manager position in the Tax Department of Arthur Andersen Turkey in 1981 and later became an international partner of Arthur Andersen & Co. in 1988. Eratalar is also the founding partner of Erdikler-Eratalar YMM A.Ş. (Erdikler-Eratalar CPA, Inc.), which was founded in the closing months of 1990 and became an associate of Arthur Andersen.

Between 1997 and 2001, Eratalar headed the Tax Departments of Arthur Andersen's offices in Turkey, Romania, and Bulgaria and has participated in various domestic and overseas training programs, in addition to local and international seminars and conferences.

Sedat Eratalar, who provides in-house tax consultancy services to domestic and foreign companies that operate in banking, production, construction, tourism, and trade fields, is also an expert in foreign exchange legislation and the banking system. In September 2001, Eratalar founded his own company, Eratalar Yönetim Danışmanlık A.Ş. (Eratalar Management Consultancy, Inc.), and started providing management consultancy services to local and foreign companies in various fields, including tax, management, and financial consultancy on mergers and acquisitions.

Following a reorganization in 2012, Eratalar added a new dimension to his activities at a new address and the company title was changed.

Sedat Eratalar is a member of the Chamber of Sworn-In Certified Public Accountants and TUSIAD (Turkish Industry & Business Association), DEIK (Foreign Economic Relations Board) and the Tax Council. Eratalar acts as a board member and auditor in and has also served as a member of the Board of Directors and Board of Supervisors in companies like Coca Cola, Adel Kalemcilik, Turkcell, Borusan Holding and Deloitte. Eratalar speaks English and German.

Mehmet Aydın Mderrisođlu

Mehmet Aydın Mderrisođlu, who was born in 1948, graduated from Middle East Technical University Business Administration Department in 1971. Mehmet Aydın Mderrisođlu, who went to USA in 1972, has master's degree in Business Administration (MBA) from University of North Carolina at Chapel Hill and received his PhD in marketing in Pennsylvania State University. Mehmet Aydın Mderrisođlu was a professor of marketing and business administration at Houston University for 7 years in 1980 and taught at Babson College in Massachusetts, USA and was marketing professor at Harvard University (Extension School) between 1987 and 1995.

Mderrisođlu, who organized training programs for companies in marketing and business administration in South America's various countries between 1990 and 1995, returned to Turkey as the Vice President of Strategy Planning in Ko Holding in 1995.

Mderrisođlu joined Oyak Group as Deputy General Manager responsible for New Business Development in 2000 and served as General Manager and as Board Member at Eređli Demir elik Fabrikaları T.A.Ş between 2006 and 2010. At the same time as a first member elected from Turkey, he became one of 13 members of the Executive Committee of World Steel Association (WSA). During his career at Oyak, he pioneered M&A activities of the companies such as Erdemir, İsken, AXA-OYAK.

Retired from OYAK in 2010, Mderrisođlu served as a board member of Ko Holding, OYAK, Yıldız Holding (lker) and has been appointed independent member of the Board at Tekfen Holding as of March 24, 2022.

Ayşe Selen Kocabaş

Selen Kocabaş started her professional career as a management trainee at Koç Group and went on to assume managerial roles at Arçelik, Marshall Boya, and DanoneSA, a Danone S.A. and Sabancı Holding partnership. She joined Turkcell in late 2002 as Chief Business Support Officer and later served in different executive positions for 13 years. After performing Human Resources, Construction, and Real Estate, General Administrative Affairs, IT, Legal, Purchasing, and Strategic Planning functions, she was appointed as Chief Corporate Business Officer in late 2010. She took on profit and loss responsibility by managing Marketing, Product, Sales and Services operations for five years. She played a pivotal role in Turkcell's transformation from a GSM operator into a technology and infrastructure company. Kocabaş left Turkcell Group in May 2015 and served as a Member of the Board in various Turkcell companies (Inteltek, known for its brand İddaa; Astelit, Turkcell's Ukrainian subsidiary; Turkcell Global Bilgi Call Center; and Turkcell Technology).

Kocabaş became the first woman to chair the People Management Association of Turkey (PERYÖN), which is Turkey's oldest civil society organization and the first corporate founding member of the Ethics and Reputation Society (TEİD). She is also a member of the Corporate Governance Association of Turkey (TKYD) and the Turkish Industry and Business Association (TÜSİAD). She is a Founding Board Member of the Women on Board Association Turkey (WOB Turkey) and YenidenBiz Foundation; a Founding Member of the Women in Technology Association (Wtech); and a member of the advisory board of and a mentor at Endeavor. She ranked ninth in the Top 50 Most Powerful Women in Business list issued by Fortune magazine in 2014.

She provides strategic management consultancy and mentoring services to corporate boards and management. She is a Founding Business Partner of Mentoro Platform since 2015, Independent Board Member at Akiş REIT, an Akkök Holding company, three times in a row since 2016. She also served as the Chair of the Risk Committee and a Member of the Audit Committee. She is currently a Board Member at Multinet Up Group and sits on the boards of Aydın Group and English Home as Advisory Member.

Selen Kocabaş has over three decades of leadership experience in business development, people management and strategy. Born in 1968 in Istanbul, Kocabaş obtained her bachelor's degree in Economics (taught in English) from Istanbul University and went on to complete her master's degree in People Management and Organizational Behavior at Marmara University. She completed the Corporate Level Strategy program at Harvard Business School Executive Education. She is married with a 24-year-old son. She speaks English and French.

Appendix/3

Sinan K. Uzan

Born in New York in 1986, Sinan K. Uzan graduated from Pepperdine University (US) in International Business Administration in 2008. In 2012, he enrolled in the Family Businesses Management program at Northwestern University Kellogg School of Management (Illinois).

He started his career as Assistant Chairman of StarClub Interactive Networks, a Los Angeles-based company engaged in music production and Internet strategies.

Between 2011 and 2012, he acquired experience in the fertilizer business at the Swiss Keytrade company before joining Tekfen Construction as Azerbaijan Project Coordinator from 2012 to 2013. Between 2012 and 2014, he worked as systems manager at the New York Hub Surgical & Orthopedic Supplies, a technology developer for diabetic patients. He is also the founder of Ankaa LLC (California), an Internet technology investment firm.

Sinan K. Uzan was appointed to the Board of Tekfen Holding in 2014.

Murat Gigin

Murat Gigin was born in Istanbul in 1952 and graduated from the University of Bradford in Civil Engineering in 1974. He got his master's degree in Mechanical Engineering at the University of London in 1975. He then received his Ph.D. in Oceanic Engineering from the Department of Mechanical Engineering at University College London.

He began his career at Tekfen Construction in 1977 as civil engineer at the Company's project in Kuwait. Upon his return to the Company's headquarters in Istanbul in 1983, he worked as coordinator on several international projects and in the New Business Department until he was appointed Deputy General Manager in 1986. Gigin was General Manager of Tekfen Construction between 1988 and 1998 and Board Member of several Tekfen Contracting Group companies until 2000.

Since 1998, Gigin has served as Chairman of the Board and Executive Director at Viem Ticari ve Sanayi Yatırımları Ltd. Şti. Group of Companies (Tekzen Ticaret ve Yatırım A.Ş., Agromak Makine İmalat Sanayi ve Ticaret A.Ş., Maxlines Maksimum Lojistik Hizmetleri A.Ş., Viem İletişim Yayıncılık Reklam Turizm Hizmetleri Yatırım Ticaret A.Ş., Ekozey Ekolojik ve Organik Tarım Gıda Hayvancılık ve Turizm Taşımacılık İthalat İhracat İnşaat Sanayi Ticaret A.Ş., İmbroz Tarım Hayvancılık Gıda Sanayi Turizm ve Ticaret Ltd. Şti., Galipoli Gıda Ürünleri Sanayi ve Ticaret Ltd. Şti., ENAT Endüstriyel Ağaç Tarımı Sanayi ve Ticaret A.Ş., and Temarı Gıda Sanayi ve Ticaret A.Ş.). At the same time, he is Vice-Chairman of the Board of Directors of ANG Yatırım Holding A.Ş.

An activist in a number of NGO's in the past, Gigin was Chairman of IPLOCA (International Pipeline and Offshore Contractors' Association) between 1995 and 1996 and is currently Member of the Board of Trustees of TEMA Foundation.

Cansevil Akçađlılar

Born in 1930 in Istanbul, Cansevil Akçađlılar graduated from Ankara College in 1950. Between 1979 and 2006, Akçađlılar was a member of Board of Directors of Tekfen Holding A.Ş. She has served as a member and Vice-Chairman of the Board of Directors since 2007. As of 25th of March 2021, Akçađlılar has been appointed as Member of the Board of Directors.

Mehmet N. Erten

Born in 1951, Mehmet N. Erten graduated from Saint-Joseph French High School and Istanbul University, Faculty of Business Administration, Department of Finance.

Having started working with the Tekfen Group in 1971 as a Technical Translator, Mehmet N. Erten assumed various executive positions with different companies between 1972 and 1981. Erten, who has returned to the Tekfen Group as the Financing Manager of Toros Fertiliser, remained in this position for 3 years, and was then promoted as the Assistant General Manager of Toros Fertiliser. After 1989, he served as the General Manager and Member of the Board of Directors first at Tekfenbank, then at Eurobank Tekfen, and he served as Chairman of the Board of Directors first with Eurobank Tekfen, and then with Burganbank between 2008-2019.

Erten, who has been served as a Member of the Board of Trustees for 20 years until 2018, at the Turkish Culture Foundation, whereby he is the founder, and has chaired for three terms, is also a member of the Saint Joseph Graduates' Association.

Erten has also played a role in the vocational training of the employees at the organizations he worked with. Erten speaks English and French.

Zeki Ziya Sözen

Zeki Ziya Sözen obtained his bachelor's and master's degrees in Chemical Engineering at the Middle East Technical University, then completed his Ph.D. in Chemical Engineering at the British Columbia University in Canada.

Sözen's professional career began as a Project Manager at Studsvik Energiteknik AB in Sweden. In 1985, he returned to Turkey to join Yaşar Holding and held various positions throughout his time there before becoming General Manager at Mis Süt, a subsidiary of Tekfen Holding. Once Mis Süt, one of the largest dairy companies in Turkey at the time, was purchased by Nestle, Sözen switched to Ülker Group (Yıldız Holding) in 1996 and served as Founding General Manager at Ak Gıda. He had a number of executive roles at the same group, including Vice President for the Food Group, Business Development and R&D Head, Group President for Foreign Investments, and Group President for Food, Frozen Goods and Personal Hygiene Products.

He founded his own company in late 2014 and purchased Gönenli Süt, launched foreign investments in the fertilizer industry, and provided consultancy services to large-scale companies operating in the fertilizer market. Sözen also served as a Member of the Board at Toros Agri, a Tekfen group company.

Fluent in English, Sözen is married with two children.

Işık Zeynep Defne Akçağlılar

Born in 1964 in Ankara, Işık Zeynep Defne Akçağlılar completed her secondary education at Robert College, then obtained her bachelor's degree from the Telecommunications and Filmmaking Department at Pepperdine University.

Defne Akçağlılar started her career in Los Angeles and was the producer for a public relations program on KCOP-TV called In Studio, which featured political and social issues. Akçağlılar returned to Istanbul in 1995 and created game shows for Kanal D and ATV after the establishment of the Golden Horn production company. She returned to the US in 1996.

With a primary focus on feature-length films and documentaries, Akçağlılar continues to work with the leading independent film production companies of Hollywood. Defne Akçağlılar previously served on the Tekfen Holding Board of Directors for years before returning to the Board as of February 2023.

Zekeriya Yıldırım

Born in 1944, Zekeriya Yıldırım graduated from Darüşşafaka High School in 1962. He received a B.A. in economics from Istanbul University and a master's from Vanderbilt University.

He began his career at the Ministry of Finance as assistant auditor and then auditor. He specialized in international finance at the Turkish Central Bank, where he started work in 1977, and played an active role in liberalizing the economy, encouraging competition, and opening up the Turkish market to international competition. He left the Central Bank in 1987 as Vice-Chairman.

Yıldırım served for a time as vice-chairman of the board and Chairman of the executive committee at Dođuş Group. He also served as chairman and member of the boards of companies affiliated with Dođuş Group and other private sector institutions. In addition, he has worked as advisor to Turkish and foreign companies.

Since 1998, Zekeriya Yıldırım has been chairman of the board of Yıldırım Danışmanlık Hizmetleri A.Ş., which provides consultancy in corporate financing, management, and strategy to leading Turkish and international companies.

Yıldırım is a partner and chairman of the board of Ada Plant A.Ş., a company that raises ornamental plants, and chairman of the board of FU Gayrimenkul Yatırım Danışmanlık A.Ş., which investigates and authenticates the legal status of immovable properties and gives consulting to banks and financial institutions. He was on the board of Dođan Holding, Sabancı Holding (independent member) and Tekfen Holding (independent member) between 2008 and 2019 in different terms.

Zekeriya Yıldırım has been chairman of the Turkish-Dutch Business Council, under the auspices of DEİK, for 13 years. Between 2007 and 2013, he served as chairman of the board of the Darüşşafaka Society and chairman of the Darüşşafaka Society Higher Advisory Board. Yıldırım was a member of the Turkish Industrialist's and Businessmen's Association (TÜSİAD) High Advisory Council Presidential Board, and is on the Board of Trustees of the Ayhan Şahenk Foundation and the Educational Volunteers Foundation of Turkey. As of 25 th of March 2021, Yıldırım has been elected as Chairman of the Board of Directors of Tekfen Holding.