

HEKTAŞ TİCARET T.A.Ş.

ANNOUNCEMENT MADE PURSUANT TO ARTICLE TITLED “GENERAL ASSEMBLY” OF THE CAPITAL MARKETS BOARD’S CORPORATE GOVERNANCE COMMUNIQUÉ NO. II-17.1

ORDINARY GENERAL ASSEMBLY DATED 07.05.2026

a. As of the date of this disclosure, the total number of shares and voting rights reflecting the shareholding structure of the Company, and if there are privileged shares in the Company's capital, the number of shares and voting rights representing each group of privileged shares;

In accordance with the Capital Markets Board’s Corporate Governance Communiqué No. II-17.1 and the annexed Corporate Governance Principles of the Capital Markets Board, the notifications and disclosures required to be made in relation to the agenda items have been provided under the relevant agenda items below, and other mandatory general disclosures are also presented in this section for the information of our shareholders:

SHAREHOLDERS	NUMBER OF SHARES	CAPITAL (TRY)	%
Ordu Yardımlaşma Kurumu	466,739,897,506	4,667,398,975.06	55.37
Other	376,260,102,494	3,762,601,024.94	44.63
TOTAL	843,000,000,000	8,430,000,000.00	100

Each share carries one voting right, and there are no privileged voting rights.

b. Changes in the management and operations of the company and its significant subsidiaries and affiliates that have occurred in the previous financial period or are planned for the upcoming financial period, which may significantly impact company activities, along with the reasons for these changes, are as follows:

HEKTAŞ, which continues to manage its Environmental, Social and Governance (ESG) performance within a corporate framework, published its 2024 Sustainability Report on the Public Disclosure Platform (KAP) and on the HEKTAŞ website on 17.10.2025 within this scope. Prepared in accordance with the GRI Standards, the report has provided an opportunity to transparently share the Company’s sustainability targets and the level of progress towards these targets with its stakeholders. As a result of the efforts carried out in line with the objective of being included in the BIST Sustainability Index, HEKTAŞ, whose ESG ratings were taken into evaluation, was included in the BIST Sustainability Index as of the first quarter of 2026, as announced by Borsa İstanbul A.Ş. on KAP on 19.12.2025 through the disclosure available at <https://kap.org.tr/tr/Bildirim/1528220>

Within the framework of export-oriented growth; HEKTAŞ ASIA LLC, established in Uzbekistan, has been positioned as a structure supporting local production and regional distribution targets in plant protection and plant nutrition products; and in the last quarter of 2025, partnership negotiations regarding ongoing investments were initiated, and steps were taken to establish a growth platform at a scale that would contribute to regional food supply security. As a result of the aforementioned negotiations, on February 10, 2026, 33.3% of the Company’s shares were transferred to Uzbek-Oman Investment Company JV LLC in return for an investment of approximately USD 24.9 million through a capital increase. This development was disclosed to the public through the announcements published on KAP on 03.02.2026 and 10.02.2026 at <https://kap.org.tr/tr/Bildirim/1551843> and <https://kap.org.tr/tr/Bildirim/1555573>.

c. If there is dismissal, replacement or election of board members on the agenda of the general assembly meeting; information regarding the reasons for dismissal and replacement, and for the persons whose candidacy for board membership has been submitted to the Company; their résumés, duties carried out in the last ten years and reasons for leaving, the nature and materiality level of their relationship with the Company and its related parties, whether they possess independence, and similar matters that may affect the Company's activities in the event that these persons are elected as board members;

Legal Entity Board Members were elected for a term of 3 years at the Ordinary General Assembly Meeting held on March 30, 2023 for the activities of 2022, while our Independent Board Members, elected annually, were elected for a term of 1 year at the Ordinary General Assembly Meeting held on 23.05.2025.

Due to the expiration of the terms of office of the Legal Entity Board Members and Independent Board Members, the résumés of the Legal Entity Board Member Representatives and Independent Board Member candidates to be nominated at the Ordinary General Assembly to be held on 07.05.2026 regarding the activities of 2025 are included in **Annex-2**.

d. Requests submitted in writing by the shareholders to the Investor Relations Department regarding the inclusion of items on the agenda, and in cases where the Board of Directors does not accept the shareholders' agenda proposals, the rejected proposals and the reasons for rejection;

No such request has been submitted for the Ordinary General Assembly Meeting where the activities of 2025 will be discussed.

e. In case there is an amendment to the Articles of Association on the agenda, the relevant Board of Directors resolution together with the previous and amended versions of the Articles of Association;

An application was made to the Capital Markets Board on 09.01.2026 for the amendment of Article 7 titled "Capital" of the Company's Articles of Association in order to increase the registered capital ceiling and extend its validity period. Our application for the amendment of Article 7 titled "Capital" of the Company's Articles of Association has been deemed appropriate by the Capital Markets Board of the Republic of Türkiye with its letter dated 13/01/2026 and numbered E-29833736-110.04.04-84318, and has also been approved by the Ministry of Trade of the Republic of Türkiye with its decision dated 04/02/2026 and numbered E-50035491-431.02-00118632159. The development was disclosed to the public through the announcements published on KAP on 05.02.2026 at <https://kap.org.tr/tr/Bildirim/1553223> and <https://kap.org.tr/tr/Bildirim/1553224>. The Articles of Association Amendment Texts to be submitted for the approval of the shareholders at the Ordinary General Assembly Meeting for the year 2025 are included in **Annex-1**.

Annex-1 Articles of Association Amendment Text

HEKTAŞ TİCARET TÜRK ANONİM ŞİRKETİ AMENDMENT TEXT OF THE ARTICLES OF ASSOCIATION	
CURRENT VERSION	NEW VERSION
ARTICLE 7 The Company has adopted the registered capital system in accordance with the provisions of the Capital Markets Law (CML) and transitioned to this system with the approval of the Capital Markets Board, dated October 13, 1988, and numbered 547. The Company's registered capital ceiling is TRY 8,500,000,000, divided into 850,000,000,000 shares, each with a nominal value of 1 (one) Kuruş. The authorization granted by the Capital Markets Board for the registered capital ceiling shall be valid for the years 2023–2027 (5 years). Even if the approved registered capital ceiling has not been reached by the end of 2027, in order for the Board of Directors to resolve on a capital increase after 2027, it is mandatory to obtain authorization from the General Assembly for a new period not exceeding five years, by securing the approval of the Capital Markets Board for either the previously approved ceiling or a new ceiling amount. If this authorization is not obtained, a capital increase cannot be made with a decision of the Board of Directors. The Company's issued capital is fully paid and amounts to 8,430,000,000 (Eight billion four hundred thirty million) Turkish Liras, consisting of 843,000,000,000 (Eight hundred forty-three billion) shares, each with a nominal value of 1 (one) Kuruş. Between 2023 and 2027, the Board of Directors is authorized, in accordance with the provisions of the Capital Markets Law, to increase the issued capital up to the registered capital ceiling by issuing registered or bearer shares as it may deem necessary. Provided that it does not contravene the provisions of the Turkish Commercial Code and the Capital Markets Law, the Board of Directors is authorized to restrict shareholders' pre-emptive rights and to issue shares above their nominal value. The authority to limit the preemption rights for new shares cannot be used in a way that would cause inequality among the shareholders. Shares representing the capital are monitored in book-entry form in accordance with the principles of dematerialization. Each share carries 1 voting right.	ARTICLE 7 The Company has adopted the registered capital system in accordance with the provisions of the Capital Markets Law (CML) and transitioned to this system with the approval of the Capital Markets Board, dated October 13, 1988, and numbered 547. The Company's registered capital ceiling is TRY <u>25,000,000,000</u> divided into <u>2,500,000,000,000</u> shares, each with a nominal value of TRY 0.01. The authorization granted by the Capital Markets Board for the registered capital ceiling shall be valid for the years <u>2026–2030</u> (5 years). Even if the approved registered capital ceiling has not been reached by the end of <u>2030</u>, in order for the Board of Directors to resolve on a capital increase after <u>2030</u>, it is mandatory to obtain authorization from the General Assembly for a new period not exceeding five years, by securing the approval of the Capital Markets Board for either the previously approved ceiling or a new ceiling amount. If this authorization is not obtained, a capital increase cannot be made with a decision of the Board of Directors. The Company's issued capital amounts to TRY 8,430,000,000 (Eight Billion Four Hundred Thirty Million Turkish Lira), fully paid in, and consists of 843,000,000,000 (Eight Hundred Forty-Three Billion) shares, each with a nominal value of TRY 0.01. The Board of Directors is authorized, between the years <u>2026–2030</u>, in accordance with the provisions of the Capital Markets Law, to increase the issued capital by issuing registered or bearer shares up to the registered capital ceiling when deemed necessary, and to resolve on the restriction of shareholders' pre-emptive rights and the issuance of shares at a premium or below nominal value. The authority to limit the preemption rights for new shares cannot be used in a way that would cause inequality among the shareholders. Shares representing the capital are monitored in book-entry form in accordance with the principles of dematerialization. Each share carries 1 voting right.

Annex-2 Résumés of Legal Entity Board Member Representatives and Independent Board Member Candidates

RÉSUMÉ (Legal Entity Board Member Representative)

Name and Surname : Turan EROL

Date of Birth : 1961

Educational Background	Name of Educational Institution	Graduation Year
Doctorate	Tinbergen Institute / Erasmus University / Department of Financial Economics	1996
Postgraduate	Middle East Technical University / Department of Economics	1989
Undergraduate	Karadeniz Technical University / Department of Economics	1985

Foreign Languages: English
Positions Held in the Last 10 Years:

Work Experience	Start and End Dates	Reason for Leaving
İstanbul Sebahattin Zaim University / Lecturer	2016-	Ongoing
OSTİM Yatırım A.Ş. / Board Member Ostim GSYF / Investment Committee Member	2019- 2022-	Ongoing
MEKA Global A.Ş. / Independent Board Member	2023-	Ongoing
ZMS A.Ş. / Independent Board Member	2025-	Ongoing
ASELSAN / Advisor to the Chairman of the Board / Independent Board Member / Advisor to the Chairman of the Board	2015-2016 2018-2019 2020-2024	End of Duty
SSTEK A.Ş. / Advisor to the Chairman of the Board	2016-2024	End of Duty
İsra Portfolio Management Company / Chairman of the Board	2023-2025	End of Duty
TÜMOSAN A.Ş. / Independent Board Member	2018-2024	End of Duty
Turkish Airlines Inc. / Independent Board Member THY Teknik A.Ş. / Independent Board Member TCI A.Ş. / Chairman of the Board	2010-2011 2010-2024 2010-2016	
REPUBLIC OF TÜRKİYE Prime Ministry / Chief Advisor to the Prime Minister	2009-2018	Retirement

Additionally, as of April 2026, he holds various fixed-term positions as Chairperson / Vice Chairperson of the Board of Directors (in a representative capacity) within OYAK Group companies.

RÉSUMÉ (Legal Entity Board Member Representative)

Name and Surname : Mehmet Hadi TUNÇ

Date of Birth : 1959

Educational Background	Name of Educational Institution	Graduation Year
Undergraduate	Ataturk University / Faculty of Agriculture	1982

Positions Held in the Last 10 Years:

Work Experience	Start and End Dates	Reason for Leaving
Agricultural Strategy and Policy Development Foundation – Board Member	2023	Ongoing
Sugar Board – Member	2014-2018	Position Change
Deputy Minister of Agriculture and Forestry	2018-2022	Appointment / Promotion
Undersecretary of the Ministry of Food, Agriculture and Livestock	2017-2018	Appointment / Promotion
Undersecretary of the Ministry of Food, Agriculture and Livestock	2013-2017	Appointment / Promotion

Additionally, as of April 2026, he serves as a member of the Board of Directors (in a representative capacity) on a fixed-term basis within OYAK Group companies.

RÉSUMÉ (Legal Entity Board Member Representative)

Name and Surname : Oğulcan TOPER

Date of Birth : 1990

Educational Background	Name of Educational Institution	Graduation Year
Postgraduate	Bilgi University / Business Administration	Ongoing
Undergraduate	Bilgi University / Business Administration	2013

Foreign Languages Known: English

Positions Held in the Last 10 Years:

Work Experience	Start and End Dates	Reason for Leaving
OYAK – Sector Operations Director (Automotive, Energy, Finance, Agriculture & Food)	2026-	Ongoing
OYAK – Internal Control and Compliance Director	2025-2026	Appointment / Promotion
OYAK – Deputy Head of Audit	2024-2025	Appointment / Promotion
HEKTAŞ Ticaret Türk Anonim Şirketi – Internal Audit Manager	2021-2023	Appointment / Promotion
OYAK – Senior Auditor	2017-2021	Appointment / Promotion
Deloitte Ankara Independent Audit – Auditor	2014-2017	Position Change

Additionally, as of April 2026, he holds various fixed-term Board Membership positions (in a representative capacity) within OYAK Group companies.

RÉSUMÉ (Legal Entity Board Member Representative)

Name and Surname : Ferhat BAĞLARLIOĞLU

Date of Birth : 1965

Educational Background	Name of Educational Institution	Graduation Year
POSTGRADUATE	Naval War College	1999
LICENCE	Naval Academy, Fire Control Systems Department	1987

Foreign Languages Known: English

Positions Held in the Last 10 Years:

Work Experience	Start and End Dates	Reason for Leaving
Southern Naval Area Command – Chief of Staff	2016- 2018	Retirement
Naval War College – Head of Academic Affairs	2015-2016	Position Change
Erdek Naval Base Command	2013-2015	Position Change

RÉSUMÉ (Legal Entity Board Member Representative)

Name and Surname : Erhan AKGÜL
Date of Birth : 1974

Educational Background	Name of Educational Institution	Graduation Year
Master's Degree	National Defense University (MSU) – Command and Staff Training	2020
Master's Degree	National Defence University of Pakistan	2019
Undergraduate	Turkish Military Academy	1995

Foreign Languages Known: English, German

Positions Held in the Last 10 Years:

Work Experience	Start and End Dates	Reason for Leaving
Mechanized Infantry Brigade Commander	2023-2024	Retirement
Commando Brigade Commander	2021-2023	End of Term of Office
Head of Army Operations	2020-2021	End of Term of Office
General Staff Operations Department Iraq Desk	2016-2019	End of Term of Office

RESUME (INDEPENDENT BOARD MEMBER)

Name and Surname : Murat Dertli ERKER

Date of Birth : 1965

Educational Background	Name of Educational Institution	Graduation Year
Master's Degree	Bahçeşehir University, Institute of Social Sciences Strategic Design & Strategic Thinking	2015 – Ongoing
	Turkish Land Forces Command, Branch School Turkish Land Forces Command Communication, Electronics and Information Systems	1998-1999
Undergraduate	Istanbul University, Faculty of Communication Radio and Television	1988-1994

Foreign Languages: English and French

Positions Held in the Last 10 Years:

Work Experience	Start and End Dates
HEKTAŞ Ticaret T.A.Ş. Independent Board Member	2025 – Present
BİTES Defense, Aerospace and Space Software Technologies Coordinator and Acting Business Development Manager	2024 – Present
Redif Security Güvenlik Sistemleri A.Ş.(Redif Security Security Systems Inc.) Chairman of the Board / Founder	2021 – Present
Redif International SPRL, Brussels CEO / Founder	2017-2021
SANKO Holding / Design and Construction Machinery Group – Başak Traktör Director of Marketing, Corporate Communication and Business Development	2011-2014

No relation with the Company and its related parties.

RESUME (INDEPENDENT BOARD MEMBER)

Name and Surname : Vahit Ferhan BENLİ

Date of Birth : 1966

Educational Background	Name of Educational Institution	Graduation Year
DOCTORATE	University of Zurich – Basel II, IRB Approach Modeling	2008
POSTGRADUATE	University of Zurich – Banking and Risk Management Thesis: GAP Project Atatürk Dam Financing, Cash Flow Modeling	1992
LICENCE	University of Zurich – Banking and Risk Management	1986

Foreign Languages Known: English, German

Positions Held in the Last 10 Years:

Work Experience	Start and End Dates
World Participation Bank – Advisor to the Chairman of the Board	2024 – Present
GÜBRETAŞ – Independent Board Member and Chairman of the Risk Audit Committee	2023 – Present
Ziraat Bank Kazakhstan – Independent Director / Board Member Responsible for Risk Management	2020-2022
Yapı Merkezi – Eurasia Tunnel Finance Coordinator	2011-2012
Kiler Holding – Group CFO	2008-2011

No relation with the Company and its related parties.

RESUME (INDEPENDENT BOARD MEMBER)

Name and Surname : Ali Murat ATMIŞ

Date of Birth : 1979

Educational Background	Name of Educational Institution	Graduation Year
Postgraduate	Bilkent University / Executive MBA	2014
Undergraduate	Bilkent University / Industrial Engineering	2004
	University of Michigan – Global Competitive Strategies	2013

Foreign Languages Known: English, German, French

Positions Held in the Last 10 Years:

Work Experience	Start and End Dates
Hisarlar Makina Sanayi ve Ticaret A.Ş. – Shareholder and Board Member	2022 – Ongoing
Gendarmerie Public Order Foundation – Board Member	2025 – Ongoing
Gendarmerie Public Order Foundation Group of Companies (JAVDES) – Board Member	2025 – Ongoing
Advisor to the Chairman of the Board, Gendarmerie Public Order Foundation	2025 – Ongoing
REPUBLIC OF TÜRKİYE Ministry of Youth and Sports / Turkish Modern Pentathlon Federation – Chairman of the Supervisory Board	2024 – Ongoing
Tera Agricultural Technologies – Strategy and Investment Advisor	2025-2025
Director of Investments, Türkiye Wealth Fund, Presidency of the Republic of Türkiye	2020-2024
Türkiye Agricultural Cooperatives (Tarım Kredi Holding) – Strategy Director	2019-2020
Biokim (Netherlands) – Project Coordinator	2018-2018
SOCAR Türkiye A.Ş. (STAR Refinery) – Commercial Director	2013-2017
Sabancı Holding (SASA Polyester Sanayi A.Ş.) – Commercial Director	2004-2013

No relation with the Company and its related parties.