VESTEL

THIS NOTICE DOES NOT CONSTITUTE A SOLICITATION OF AN OFFER TO SELL OR RECOMMENDATION TO PURCHASE THE NOTES REFERRED TO IN THIS NOTICE OR ANY OTHER SECURITIES. THE CONSENT SOLICITATION IS NOT BEING MADE, AND THIS NOTICE SHALL NOT BE DISTRIBUTED, IN ANY JURISDICTION IN WHICH SUCH SOLICITATION OF CONSENTS IS NOT IN COMPLIANCE WITH THE LAWS OR REGULATIONS OF SUCH JURISDICTION.

On 21 August 2026, Vestel Elektronik Sanayi ve Ticaret A.Ş. (the "**Issuer**") announced the launch of a consent solicitation in connection with its outstanding U.S.$500,000,000 9.750 per cent. notes due 2029 (the "**Notes**"). A copy of the Issuer's launch announcement is available at the website of Euronext Dublin at: https://direct.euronext.com/#/rispublication.

<u>Key deadlines and consent fees</u>

- **Early Consent Deadline: 4:00 p.m. (London time) on 7 September 2026**
    - Each Noteholder that votes in favour of the Extraordinary Resolution proposed by the Issuer by this time will receive a consent fee of 0.4% of the principal amount of their Notes of Notes held and voted by it, in cash
- **Voting Deadline: 4:00 p.m. (London time) on 9 September 2026**
    - Each Noteholder that votes in favour of the Extraordinary Resolution proposed by the Issuer after the Early Consent Deadline, but before the Voting Deadline, will receive a consent fee of 0.1% of the principal amount of Notes held and voted by it, in cash
- **No consent fee is payable to a Noteholder in the following circumstances**: Voting against the Extraordinary Resolution; abstaining from voting; electing to attend and vote at the Noteholders' meeting; or where no action is taken by such Noteholder
- **Noteholders' Meeting: 10:00 a.m. (London time) on 14 September 2026**
- **Consent Fee Payment Date**: No later than five Business Days following the passing of the Extraordinary Resolution

<u>How to submit a voting instruction</u>

As voting is processed through the custodial chain, the exact mechanics vary by holder. In general terms:

1. **Voting instructions:** Noteholders should contact their custodian to organise the submission of their voting instruction through the relevant clearing system. It should be noted that custodians typically set their own internal deadlines ahead of the deadlines above. Once its voting instruction is submitted via the custodian, a Noteholder should check that their custodian has processed its instruction

2. **Transmission:** The voting instruction will pass through the custodial chain to the relevant clearing system. Notes held through Euroclear or Clearstream are voted by Electronic Voting Instruction; Notes held through DTC require a Form of Sub-Proxy to be submitted to the Tabulation Agent

3. **Payment:** Any consent fees due will be paid to holders via their custodian in the relevant clearing system

You are advised to carefully consider the detailed information and procedures set out in the Issuer's consent solicitation memorandum dated 21 August 2026 (the "**Consent Solicitation Memorandum**").

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Questions and Materials

To obtain a copy of the Consent Solicitation Memorandum (and other related materials, including a presentation to Noteholders prepared by the Issuer), please visit https://deals.is.kroll.com/vestel and click "**Link to Documentation**", then click "**Register**" and complete the registration form. Kroll will review and approve the request, after which the holder will be able to access the deal documentation online using their login credentials.

If any Noteholders have questions on the voting procedures or accessing the consent documents, please contact Kroll Issuer Services Limited (acting as Tabulation Agent for the Issuer) at vestel@is.kroll.com.

BU BİLDİRİM, BURADA ATIFTA BULUNULAN EUROBONDUN VEYA BAŞKA HERHANGİ BİR MENKUL KIYMETİN SATIŞINA YÖNELİK BİR TEKLİF DAVETİ YA DA SATIN ALMA TAVSİYESİ NİTELİĞİNDE DEĞİLDİR. ONAY TALEBİ (CONSENT SOLICITATION), İLGİLİ YARGI ÇEVRESİNİN KANUN VEYA DÜZENLEMELERİNE UYGUN OLMAYAN HERHANGİ BİR YARGI ÇEVRESİNDE YAPILMAMAKTA OLUP, BU BİLDİRİM, ONAYLARIN BU ŞEKİLDE TALEP EDİLMESİNİN İLGİLİ YARGI ÇEVRESİNİN KANUN VEYA DÜZENLEMELERİNE UYGUN OLMADIĞI HİÇBİR YARGI ÇEVRESİNDE DAĞITILMAYACAKTIR.

21 Ağustos 2026 tarihinde, Vestel Elektronik Sanayi ve Ticaret A.Ş. ("İhraççı"), ihraç edilmiş ve tedavülde bulunan 500.000.000 ABD Doları tutarındaki yüzde 9,750 faizli, 2029 vadeli Eurobonduyla ("Tahviller") bağlantılı olarak bir onay talebi sürecinin başlatıldığını duyurmuştur. İhraççının başlatma duyurusunun bir kopyasına Euronext Dublin'in web sitesinden aşağıdaki adresten ulaşılabilir: https://direct.euronext.com/#/rispublication.

<u>Önemli son tarihler ve onay ücretleri</u>

Erken Onay Son Tarihi (Early Consent Deadline): 7 Eylül 2026 tarihinde saat 16.00 (Londra saati)

- Bu tarihe kadar İhraççı tarafından önerilen Olağanüstü Karar (Extraordinary Resolution) lehine oy kullanan her Eurobond Sahibi, elinde tuttuğu ve oy kullandığı Tahvillerin anapara tutarının %0,4'ü oranında nakit onay ücreti alacaktır.

Oy Kullanma Son Tarihi (Voting Deadline): 9 Eylül 2026 tarihinde saat 16.00 (Londra saati)

- İhraççı tarafından önerilen Olağanüstü Karar lehine, Erken Onay Son Tarihi'nden sonra ancak Oy Kullanma Son Tarihi'nden önce oy kullanan her Eurobond Sahibi, elinde tuttuğu ve oy kullandığı Tahvillerin anapara tutarının %0,1'i oranında nakit onay ücreti alacaktır.

Aşağıdaki durumlarda Eurobond Sahibine herhangi bir onay ücreti ödenmez: Olağanüstü Karar aleyhine oy kullanılması; oy kullanmakta çekimser kalınması; Eurobond Sahipleri Toplantısı'na katılıp orada oy kullanılmasının tercih edilmesi; ya da ilgili Eurobond Sahibi tarafından herhangi bir işlem yapılmaması.

Tahvil Sahipleri Toplantısı: 14 Eylül 2026 tarihinde saat 10.00 (Londra saati)

Onay Ücreti Ödeme Tarihi: Olağanüstü Karar'ın kabul edilmesini takip eden en geç beşinci İş Günü içinde.

<u>Oy talimatı nasıl verilir</u>

Oy kullanma işlemi saklama zinciri (custodial chain) üzerinden yürütüldüğünden, kesin işleyiş Eurobond sahibine göre değişmektedir. Genel hatlarıyla aşağıdaki gibidir:

- **Oy talimatları:** Eurobond Sahipleri, oy talimatlarının ilgili takas sistemi aracılığıyla iletilmesini organize etmek üzere saklama kuruluşlarıyla (custodian) iletişime geçmelidir. Saklama kuruluşlarının, yukarıdaki son tarihlerden önce kendi iç son tarihlerini belirleyebileceği dikkate alınmalıdır. Oy talimatı saklama kuruluşu aracılığıyla iletildikten sonra, Eurobond Sahibi, saklama kuruluşunun talimatını işleme aldığını teyit etmelidir.
- **İletim:** Oy talimatı, saklama zinciri boyunca ilgili takas sistemine iletilecektir. Euroclear veya Clearstream aracılığıyla tutulan Eurobondlar, Elektronik Oy Talimatı (Electronic Voting Instruction) ile oylanır; DTC aracılığıyla tutulan Eurobondlar için ise Oy Sayım Acentesine (Tabulation Agent) bir Alt Vekaletname Formu (Form of Sub-Proxy) sunulması gerekir.
- **Ödeme:** Ödenmesi gereken onay ücretleri, Eurobond Sahiplerine, ilgili takas sistemindeki saklama kuruluşları aracılığıyla ödenecektir.

İhraççının 21 Ağustos 2026 tarihli onay talebi memorandumunda ("Consent Solicitation Memorandum" veya"Onay Talebi Memorandumu") yer alan ayrıntılı bilgi ve prosedürleri dikkatle incelemeniz tavsiye edilir.

Sorular ve belgeler

Onay Talebi Memorandumu'nun (ve İhraççı tarafından Eurobond Sahipleri için hazırlanan bir sunum dahil olmak üzere ilgili diğer belgelerin) bir kopyasını edinmek için lütfen https://deals.is.kroll.com/vestel adresini ziyaret ederek "Link to Documentation" bağlantısına, ardından "Register" bağlantısına tıklayın ve kayıt formunu doldurun. Kroll talebi inceleyip onaylayacak, ardından ilgili Eurobond sahibi, giriş bilgilerini kullanarak işlem belgelerine çevrimiçi olarak erişebilecektir.

Herhangi bir Eurobond Sahibinin oy kullanma prosedürleri veya onay belgelerine erişim hakkında soruları olması halinde, lütfen (İhraççı adına Oy Sayım Acentesi olarak hareket eden) Kroll Issuer Services Limited ile vestel@is.kroll.com adresinden iletişime geçin.

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DISCLAIMER*: This notice must be read in conjunction with the Consent Solicitation Memorandum. The Consent Solicitation Memorandum contains important information which should be read carefully before any decision is made with respect to the Consent Solicitation (as defined below). If any Noteholder is in any doubt as to the action it should take or is unsure of the impact of the implementation of the Proposal, it is recommended to seek its own financial legal, regulatory or other advice including as to any tax consequences, immediately from its broker, bank manager, solicitor, accountant or other independent financial, tax or legal adviser. Any individual or company whose Notes are held on its behalf by a broker, dealer, bank, custodian, trust company or other nominee or intermediary must contact such entity if it wishes to participate in the Consent Solicitation or otherwise participate in the Proposal. None of the Issuer, the Guarantors, Kroll Issuer Services Limited (the "****Tabulation Agent****") and BNY Mellon Corporate Trustee Services Limited, as trustee for the Noteholders (the "****Trustee****") or any of their respective affiliates, directors, officers, employees or agents has made any recommendation or expressed any opinion as to whether to vote in respect of the Extraordinary Resolution. In accordance with normal practice, the Trustee and the Tabulation Agent and their respective affiliates, directors, officers, employees or agents express no views or opinion on the merits or otherwise of the Consent Solicitation, the Proposal, the invitation to a Noteholder to vote in respect of the Extraordinary Resolution in respect of all or some only of its Notes (the "****Consent Solicitation****") or the Extraordinary Resolution. None of the Issuer, the Guarantors, the Tabulation Agent and the Trustee or any of their respective affiliates, directors, officers, employees or agents has made any recommendation or expressed any opinion as to whether to vote in respect of the Extraordinary Resolution. Each Noteholder shall make its own decision with regard to voting in respect of the Extraordinary Resolution based on any independent financial, legal and tax advice that it has deemed necessary, including any financial, legal and tax advice on the merits and on the consequences of the Consent Solicitation, the Proposal, the Consent Solicitation or the Extraordinary Resolution. None of the Tabulation Agent or the Trustee (or their respective directors, officers, employees, agents or affiliates) makes any representations or recommendations whatsoever regarding the Consent Solicitation Memorandum, or any document prepared in connection with it, the Proposal, the Consent Solicitation, the Extraordinary Resolution or the Consent Solicitation.*

Each Noteholder should take their own independent financial, legal and tax advice and is solely responsible for making its own independent appraisal of all matters (including the Consent Solicitation, the Extraordinary Resolution, the Consent Solicitation and the Proposal including, without limitation, the tax consequences thereof for the Noteholder) as such Noteholder deems appropriate, and each Noteholder must make its own decision.

Capitalised terms used in this announcement but not defined herein have the meanings given to them in the Consent Solicitation Memorandum.