

**SAMPLE POWER OF ATTORNEY FOR 2024 ORDINARY GENERAL ASSEMBLY MEETING VESTEL ELEKTRONİK  
SANAYİ VE TİCARET ANONİM ŞİRKETİ GENERAL ASSEMBLY PRESIDENCY**

I hereby appoint ..... as my Proxy who is introduced in detail below, to represent me, to vote, to make proposals and to sign the required documents on my behalf at Vestel Elektronik Sanayi ve Ticaret Anonim Şirketi's Ordinary General Assembly Meeting to be held at 10:30 am on Thursday, 22 May, 2025 at the address of Raffles İstanbul Zorlu Center Levazım Mahallesi Vadi Caddesi No: 2/170 34340 Beşiktaş/İstanbul in accordance with the following instructions:

Proxy's (\*);

Name-Surname/Trade Name:

TR ID Number/Tax ID Number, Trade Registry and Number and Mersis (Central Registration System) Number:

(\*) Foreign nationality proxies should submit the equivalent information mentioned above, if any.

**A- Scope of the Authority to Represent**

In the sections 1 and 2 below, please specify the scope of the authority to represent by selecting one of the options listed as (a), (b) or (c).

**1. Regarding the agenda items;**

- a) The proxy is authorized to vote based on his/her opinion.
- b) The proxy is authorized to vote in accordance with the proposals of the company management.
- c) The proxy is authorized to vote in accordance with the following instructions.


**Instructions:**

**In the event that the shareholder chooses the (c) option, the shareholder should check the “Accept” or “Reject” box and if the shareholder marks the “Reject” box, then he/she should write the dissenting opinion to be included in the Minutes of the General Assembly, if any.**

Agenda Items (*)	Accept	Reject	Dissenting Opinion
<ol style="list-style-type: none"> <li>1. Opening, the moment of silence and election of the Assembly Presidential Board,</li> <li>2. Reading and discussion of the Annual Report of the Board of Directors for the fiscal year 2024,</li> <li>3. Reading the Summary Statement of the Independent Audit Report for the fiscal year 2024,</li> <li>4. Reading, discussion and approval of the Consolidated Financial Statements for the fiscal year 2024,</li> <li>5. To release the members of the Board of Directors for the activities and transactions of the Company for the year 2024,</li> <li>6. Determination of the number and term of office of the members of the Board of Directors and election of the members of the Board of Directors, including independent members,</li> <li>7. Discussing and resolving on the membership fee to be paid to the members of the Board of Directors for the fiscal year 2025,</li> <li>8. Discussing and resolution of the Board's proposal for no profit distribution for the fiscal year of 2024,</li> <li>9. Discussing and resolving on granting permission to the members of the Board of Directors to carry out the transactions and operations specified in Articles 395 and 396 of the Turkish Commercial Code</li> <li>10. Discussing and resolving on the Board of Directors' proposal regarding the selection of an independent audit firm in accordance with the Turkish Commercial Code, Capital Markets Board and Public Oversight, Accounting and Auditing Standards Authority regulations,</li> <li>11. Informing the General Assembly about the donations and grants made in 2024; discussing and resolving on the proposal of the Board of Directors regarding the upper limit of donations to be made in the 01.01.2025 - 31.12.2025 activity year</li> <li>12. Within the framework of the regulations of the Capital Markets Board, informing the shareholders about the guarantees, pledges, mortgages and sureties given by the Company in favor of third parties in 2024 and the income or benefits derived therefrom,</li> </ol>			

<b>13.</b> Discussion and resolution of the amendment of the Articles of Association of our Company by revising the following articles as attached: Article 4 titled “Head Office and Branches of the Company,” Article 5 titled “Duration of the Company,” Article 6 titled “Company’s Capital and Type of Share Certificates,” Article 11 titled “Issuance of Debt Instruments,” Article 12 titled “Board of Directors,” Article 16 titled “Organization of the Board of Directors, Meeting Order and Quorums,” Article 17 titled “Main Duties of the Board of Directors,” Article 19 titled “Audit and Independent Audit Institution,” Article 21 titled “Ordinary and Extraordinary General Assemblies and Decision Quorum,” Article 25 titled “Fiscal Year,” Article 28 titled “Distribution of the Net Profit,” Article 30 titled “Amendment of the Articles of Association,” and Article 31 titled “Announcements”; and by repealing and removing Articles 13, 18, 22, 23, 24, 32, and 35 from the Articles of Association, all in accordance with the version attached.			
<b>14.</b> Closing.			

**(\*) All the agenda items will be listed one by one in the above table. If the minority has another draft resolution, this is also separately indicated in the table to enable vote by proxy.**

**2. Special Instructions related to other issues that may come up during the General Assembly Meeting, in particular related to the exercise of minority rights:**

- a) The proxy is authorized to vote based on his/her opinion.
- b) The proxy is not authorized to vote for these issues.
- c) The proxy is authorized to vote in accordance with the following special instructions.

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**SPECIAL INSTRUCTIONS**

The special instructions (if there is any) to be given by the shareholder to the proxy are stated herein.

**B. The shareholder specifies the shares to be represented by the Proxy by choosing one of the following.**

1. I hereby confirm that the Proxy represents the shares specified in detail as follows:

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- a) Order and Serial\*:
- b) No./Group\*\*:
- c) Number of Units-Nominal Value:
- d) Any Voting Privilege:
- e) Type (registered or bearer shares)\*:
- f) Ratio to total shares/voting rights held by the shareholder:

\* Not required for dematerialized shares

\*\* If available, information regarding the Group shall be used instead of the No. for the dematerialized shares

2. I hereby confirm that the Proxy represents all my shares on the list prepared by CSD (Central Securities Depository) regarding the shareholders who could attend the General Assembly the day before the Annual General Meeting.

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**NAME –SURNAME OR TITLE OF THE SHAREHOLDER (\*)**

TR ID Number/Tax ID Number, Trade Registry and Number and Mersis (Central Registration System) Number:

Address:

(\*) Foreign nationality proxies are required to present the equivalents of the same information, if any.

SIGNATURE: