

**AKMERKEZ GAYRİMENKUL
YATIRIM ORTAKLIĞI
ANONİM ŞİRKETİ**

**ANNUAL REPORT
COVERING THE PERIOD OF
01.01.2024 – 31.12.2024**

(ORIGINALLY ISSUED IN TURKISH)



**CONVENIENCE TRANSLATION INTO ENGLISH OF
INDEPENDENT AUDITOR'S REPORT
ON THE BOARD OF DIRECTORS' ANNUAL REPORT
ORIGINALLY ISSUED IN TURKISH**

To the General Assembly of Akmerkez Gayrimenkul Yatırım Ortaklığı A.Ş.

1. Opinion

We have audited the annual report of Akmerkez Gayrimenkul Yatırım Ortaklığı A.Ş. (the "Company") for the 1 January - 31 December 2024 period.

In our opinion, the financial information and the analysis made by the Board of Directors by using the information included in the audited financial statements regarding the Company's position in the Board of Directors' Annual Report are consistent and presented fairly, in all material respects, with the audited full set financial statements and with the information obtained in the course of independent audit.

2. Basis for Opinion

Our independent audit was conducted in accordance with the Independent Standards on Auditing that are part of the Turkish Standards on Auditing (the "TSA") adopted within the framework of the regulations of the Capital Markets Board and issued by the Public Oversight Accounting and Auditing Standards Authority ("POA"). Our responsibilities under those standards are further described in the Auditor's Responsibilities in the Audit of the Board of Directors' Annual Report section of our report. We hereby declare that we are independent of the Company in accordance with the Ethical Rules for Independent Auditors (including Independence Standards) (the "Ethical Rules") and the ethical requirements regarding independent audit in regulations issued by POA and the regulations of the Capital Markets Board and other relevant legislation that are relevant to our audit of the financial statements. We have also fulfilled our other ethical responsibilities in accordance with the Ethical Rules and regulations. We believe that the audit evidence we have obtained during the independent audit provides a sufficient and appropriate basis for our opinion.

3. Our Audit Opinion on the Full Set Financial Statements

We expressed an unqualified opinion in the auditor's report dated 26 February 2025 on the full set financial statements for the 1 January - 31 December 2024 period.

4. Board of Director's Responsibility for the Annual Report

Company management's responsibilities related to the annual report according to Articles 514 and 516 of Turkish Commercial Code ("TCC") No. 6102 and Capital Markets Board's ("CMB") Communiqué Serial II, No:14.1, "Principles of Financial Reporting in Capital Markets" (the "Communiqué") are as follows:

- a) to prepare the annual report within the first three months following the balance sheet date and present it to the General Assembly;



- b) to prepare the annual report to reflect the Company's operations in that year and the financial position in a true, complete, straightforward, fair and proper manner in all respects. In this report financial position is assessed in accordance with the financial statements. Also in the report, developments and possible risks which the Company may encounter are clearly indicated. The assessments of the Board of Directors in regards to these matters are also included in the report.
- c) to include the matters below in the annual report:
 - events of particular importance that occurred in the Company after the operating year,
 - the Company's research and development activities,
 - financial benefits such as salaries, bonuses, premiums and allowances, travel, accommodation and representation expenses, benefits in cash and in kind, insurance and similar guarantees paid to members of the Board of Directors and senior management.

When preparing the annual report, the Board of Directors considers secondary legislation arrangements enacted by the Ministry of Trade and other relevant institutions.

5. Independent Auditor's Responsibility in the Audit of the Annual Report

Our aim is to express an opinion and issue a report comprising our opinion within the framework of TCC and Communiqué provisions regarding whether or not the financial information and the analysis made by the Board of Directors by using the information included in the audited financial statements in the annual report are consistent and presented fairly with the audited financial statements of the Company and with the information we obtained in the course of independent audit.

Our audit was conducted in accordance with the TSAs. These standards require that ethical requirements are complied with and that the independent audit is planned and performed in a way to obtain reasonable assurance of whether or not the financial information and the analysis made by the Board of Directors by using the information included in the audited financial statements in the annual report are consistent and presented fairly with the audited[consolidated] financial statements and with the information obtained in the course of audit.

PwC Bağımsız Denetim ve
Serbest Muhasebeci Mali Müşavirlik A.Ş.

Selma Canbul Çorum, SMMM
Independent Auditor

Istanbul, 27 February 2025

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AKMERKEZ GAYRİMENKUL YATIRIM ORTAKLIĞI
ANONİM ŞİRKETİ
REPORT OF THE BOARD OF DIRECTORS ON THE ACTIVITIES IN
THE PERIOD OF
01.01.2024 – 31.12.2024

This Annual Report (the 'Report') is issued pursuant to the provision of article 516 of the Turkish Commercial Code, the provisions of the 'Regulation on the Establishment of Minimum Content of Annual Reports of Companies' of the Ministry of Trade, which was published in the Official Gazette no. 28395 of 28.08.2012, and the provision of article 8 of the 'Communiqué on the Principles Applicable to Financial Reporting in Capital Market' (II-14.1), provisions of relevant articles of the 'Corporate Governance Communiqué' (II-17.1) and provisions of article 39 of the 'Communiqué on the Principles Applicable to Real Estate Investment Partnerships' (III-48.1), of the Capital Markets Board. The Report intends to evaluate, and provide information to our investors about, the business activities of the Company during the period of 01.01.2024-31.12.2024.

A. GENERAL INFORMATION:

1.1. Corporate Information:

Trade Name	AKMERKEZ GAYRİMENKUL YATIRIM ORTAKLIĞI ANONİM ŞİRKETİ
Trade Registry Office:	İstanbul
Trade Registration Number:	260139
Stock Exchange where stocks of the Company are traded:	Borsa İstanbul A.Ş.
Market where the Capital Market Instrument is Traded, and Indexes where the Company Takes Place:	BIST Submarket BIST All Shares-100/ BIST Corporate Governance/ BIST Real Estate Investment Trusts/ BIST Financials / BIST All Shares/ BIST Dividend
Trading Symbol:	AKMGY
Portfolio Details:	Date of Establishment: 08.12.1989 Date of Public Offering: 15.04.2005
Head Office:	Kültür Mah. Nispetiye Cad. Akmerkez No: 56/1 Beşiktaş/İstanbul
Corporate Website:	www.akmgvyo.com
E-mail:	gyo@akmerkez.com.tr
Investor Relations E-mail:	yatirimciiliskileri@akmerkez.com.tr
KEP:	akmerkez@akmerkez.hs02.kep.tr
Mersis:	0837003197300012
Tax Office:	Büyük Mükellefler Vergi Dairesi
Tax Number:	837 003 1973
Phone Number:	+90 (212) 282 01 70
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Akmerkez in Brief

Meeting point of Istanbul

Opened in 1993 in Istanbul's central district Etiler, Akmerkez has remained the most popular meeting venue and ideal address of pleasurable experiences thanks to its elegant brands and stores, shopping, entertainment and food and beverage points. It is the indispensable meeting venue of business, arts, culture and entertainment world as it is home to various "firsts" with meticulously designed details for upholding the comfort of guests. Situated on eight floors in total of which four are shopping center floors and the remaining four are parking lot floors, Akmerkez offers services with 3 interconnected atriums, 2 office blocks of 14 and 17 floors, residence of 23 floors and 160 stores.

The "Akmerkez" concept originated with the collaboration of Akk k, Tekfen and Istikbal groups, all of which are pioneers of their own industries, yet focuses on the same goal. The goal is both to revolutionize the "shopping center" concept of Istanbulites in order to provide them with many opportunities in one place; as well as to provide high-quality living spaces to elite members of the business world. As a result of the joint forces of the Groups, Akmerkez was inaugurated on December 18, 1993 in Etiler, one of the busiest districts in Istanbul.

Even in its early years, the prudent strategies set forth by the founders of Akmerkez Shopping Center were recognized by prestigious institutions. In 1995, Akmerkez was named the "Best Shopping Center in Europe" by the International Council of Shopping Centers (ICSC). In 1996, Akmerkez received the "ICSC International Design and Development" award, which is the biggest award issued in this field. The fact that Akmerkez is the first shopping center to receive both awards simultaneously as well as its structural and design quality along with the appeal of elite stores has rendered Akmerkez an exemplary shopping center.

Outstanding service quality in a shopping center with an award-winning design...

Akmerkez has been awarded by various reputable platforms in the international arena since it was opened. One of these awards received by Akmerkez was the "Interior Design 5-Star" award granted at the Europe & Africa Property Awards 2010, organized by the International Property Awards for the successful interior restorations. The concept of the project was created by the world-famous and award-winning "Concept-i Corporate" design company.

Akmerkez provides its visitors with a wide range of services by combining residency and office opportunities with a shopping center. With its central location, structural and design quality, giant complex covering a 180.000 m² triangular area, Akmerkez has been enriching our urban lives since its establishment day. Through its automated building services, air-conditioning equipment, music broadcast, state-of-the-art security systems, and its housekeeping, security, maintenance and management services Akmerkez, provides its guests with a modern, peaceful, comfortable, and clean environment. The Shopping Center has a total of eight stories, of which four make up the 1.255-car capacity underground parking lots and the other four consist of the shopping floors. The shopping floors have 3 atriums linked to each other via main passages. There are a total of 35 escalators and 31 lifts, of which two are panoramic and the rest are passenger and service elevators, throughout the shopping center to ensure guests can browse around without wasting time or energy.

While being a pioneer in its industry by receiving both Europe's Best Shopping Center and The World's Best Shopping Center titles, Akmerkez sets out as an example to other shopping centers through its modern design and outstanding service quality.

A wellness center far beyond a shopping center...

Akmerkez regularly conducts customer research in order to continuously update its store diversity; and hence has attained a 100 percent rate of store rental for many years. Moreover, the Shopping Center provides visitors with elite brands, both local and international, under the same roof every day. The creation of a living area beyond the shopping center thanks to the cultural and artistic activities organized in Akmerkez. Moreover, the social responsibility events organized in light of its principle to invest in the future has made Akmerkez a significant brand that invests in society.

Akmerkez has reached its goal to "become the best shopping center of the world" through its innovative approach and continues to lead by monitoring sectoral needs and international developments very closely. Akmerkez has adopted the principle to extend its outstanding performance and success story in the industry well into the future.

Milestones of Akmerkez

Every step we take is a success story...

1990

Our journey starts

The laying of the foundation for the Akmerkez project, which would embellish the social life of the city, was started in Etiler, one of the popular districts in Istanbul. Istanbulites watched the structural development with curiosity.

1993

Istanbulites meet their new wellness center

Akmerkez Shopping Center opened its doors to guests showing of a giant facility with never-before-seen modern architecture built over a total of 180 thousand square meters area. Akmerkez collects elite brands under one roof and has since that day created a regular visitor base.

1995

Second anniversary gift: "Europe's Best Shopping Center" Award

Thanks to its guest satisfaction priority approach, state-of-the-art design, and meticulous service quality, Akmerkez reached its goal to be "the world's best shopping center" in only its second year. Akmerkez was named "The Best Suburban Shopping Center in Europe" by the International Council of Shopping Centers (ICSC). This award has a special place in the award-rich history of Akmerkez as it was the first in a series of acknowledgements.

1996

The pride of being the World's Best Shopping Center

The high quality of standards at Akmerkez was recognized by the International Council of Shopping Centers (ICSC) and it was named "The World's Best Shopping Center". The same year, ICSC awarded Akmerkez with the "ICSC International Design and Development" award, the largest award of the industry. Akmerkez is the first shopping center to have received both awards. Although Akmerkez was only in its third year, it indeed proved its leadership in the industry.

1998

Our brand leadership crowned with the TCSCR/AMPD Honorary Award

The Honorary Award Akmerkez received in the TCSCR / AMPD Awards was recognized by the Trade Council of Shopping Centers & Retailers (AMPD).

1999

We added new successes to our history every year

The Jean Louis Solal Marketing Award is among the most significant European awards and is presented to world-prominent retail institutions evaluated by the ICSC. Professionalism and successful marketing projects in the advertisement of Akmerkez won the Jean Louis Solal Marketing Award and showed that it had created an exemplary profile worldwide.

2001

Two awards from ICSC in one year

Only two years later, Akmerkez won the Jean Louis Solal Marketing Award for its exterior window displays. As a result, Akmerkez proved that creativity does not only present itself in service diversity but also in meticulous design. In 2001, Akmerkez also received the Maxi Award from the ICSC.

2003

Celebrated our tenth anniversary

Akmerkez Shopping Center announced its leadership in the industry worldwide through the awards it has gathered, each more prominent than the other, and shared this success with Istanbulites on its tenth anniversary with luminary celebrations on its exterior facade.

2004

Awarded for outstanding quality by the Consumers Magazine

Akmerkez was presented with the Consumers Quality Award by the Consumers Magazine at the Consumers Summit on March 15, 2004, which also happened to be the World Consumer Rights Day. This award was presented by the Consumers Magazine, stating that competition and high-quality service can only increase via conscious consuming, and this award is a symbol of the high-quality service it offers and meticulous approach Akmerkez has towards to its guests.

2005

We have gone to public

Akmerkez has gone to public and started trading on the Istanbul Stock Exchange (ISE) on April 15, 2005.

2006

Our folding success is once again awarded by ICSC

By winning the Jean Louis Solal Marketing Award and the Maxi Award once more after receiving it in 2001, Akmerkez showed that it could continue to achieve in a sustainable way.

2008

Celebrated our fifteenth anniversary with steps towards renovation

On its fifteenth anniversary, Akmerkez decided to be fully renewed. The project, in which all the necessities of the modern age were combined with a creative design, was designed with a focus on technology and aesthetics.

2010

Awarded the “Real Estate Oscar” for our renovation project

Designing a totally new living space for its guests thanks to the renovation works started in 2008, Akmerkez was deemed worthy of “Interior Design 5 Star” award in the Europe & Africa Real Estate Awards 2010 organized within the scope of International Real Estate Awards considered to be a “Real Estate Oscar” due to its indoor space modifications realized within this scope.

2011

Our “FashionOnAir” Project brought another award to our shopping center

After opening its doors to the young designers who will give direction to the future of fashion in 2010, thanks to its “FashionOnAir” Project, Akmerkez was awarded in 2011 with “Silver Awards” in the Public Relations Category of the “ICSC Solal Marketing Awards 2011” which is the most prestigious marketing awards program of the world and received applications from 177 projects in 22 countries.

2012

11 awards in just one year

In 2012, Akmerkez was awarded with IPRA Golden Awards, one of the most established and prestigious marketing and communication awards of the world, Hermes Awards, ICSC Solal Marketing Awards, Stevie International Business Awards and MarCom Awards, totaling 11 awards, for four different projects developed by it.

2013

15 prestigious awards

Akmerkez was awarded with 15 prizes from Hermes Creative Awards, AVA Digital Awards, Platinum PR Awards, Stevie Awards and Marcom Awards for 6 different projects in 2013.

2014

City’s dynamism is reborn with Akmerkez in Etiler

Akmerkez continued to be a focus point of the city’s dynamism, a part of the social life in İstanbul with its brand new spaces which evoke a distinct atmosphere on the Nispetiye Street, with the movie theatres renewed with touch of the world’s famed designer, Aziz Saniyer and his team, with the world brands joined its body, and with its events which add value to the city.

Stores opened at Akmerkez in 2014

With its location at the center of the city, with ease of access and with care given to the layout of stores, Akmerkez added important local and international brands, such as Oysho and Serafina to its body in 2014.

2015

Breathing in Akmerkez within the city

In 2015 Akmerkez continued to realize its renovations with 13 prestigious prizes, the brands such as Hugo Boss, Edwards, Carter’s included in its structure both from the world and Turkey, the “Young Lions Zone” providing the youngsters with a free working area, its open air spaces such as “Food Court Terrace” and the “Triangle Terrace” promising a totally different world within the city.

2016

Akmerkez as the center of change

Akmerkez has received 18 international awards in total on various fields such as Marketing Communication and Public Relations with its YLZ, Triangle “Üçgen” Terrace projects and the sponsorship of GQ MOTY.

It continued to act as a leader in terms of keeping up with contemporary trends and invest in the future in 2016 by hosting important investments. Akmerkez continued to offer the new generation shopping experience available in Turkey to its guests in the best manner.

2017

Akmerkez alters habits in 2017

Akmerkez received 14 prestigious international awards in 2017. Achieving an occupancy rate as high as 95% in terms of store leases, Akmerkez succeeded in varying its brand mix with several leading national and international brands including D&R, DoRe Music, Hemington, Knitss, Bluemint, Midpoint, Portland, Samsonite and Tumi. Akmerkez remained as the center of social life in Istanbul in 2017 as it continued to undertake brand new projects for the first time in Turkey in addition to acting as the host of a number of events which have become already traditional.

2018

Continues to add value to the lives of its guests

In 2018, Akmerkez received totally 9 international awards including Hermes Creative Awards, ICSC and The Stevie Awards. Having added several national and international brands to its brand mix. Also, it made a ground-breaking innovation in the industry by means of a store where instagram interactions were used instead of money for the first time in the world and Turkey.

2019

Akmerkez becomes one of the hot spots for social get-togethers

Akmerkez received eight outstanding awards in the international arena with the project "Givin Yard Sale Store" within which an online donation platform turned into a physical store in a shopping mall for the first time in the world and ensured regular income. Moreover, the usage area and season of the Triangular Terrace that offers a fresh space in the center of the city was also extended. Serving guests both during summer and winter, Akmerkez Triangular Terrace was not only swarmed by guests for summer events such as the Yoga Festival, Outdoor Theater, and the series of concerts known as Meeting with the Stars (Yıldızlı Buluşmalar), but also became a center of attraction for New Year's eve concerts. During this year the shopping mall also added to its repertoire 14 new brands in categories ranging from sports and cosmetics to cafés and restaurants.

2020

Akmerkez becomes the go-to-address for a safe and joyful shopping

Thanks to its communication efforts conducted under the motto 'No worries in Akmerkez', the shopping mall went beyond just being a regular mall and turned into a 'center of needs' where people could meet their needs during these harsh days. In addition to a series of measures taken for adaptation to 'new normal' in line with the directives of the Turkish Ministry of Health, we also adopted extra precautions including contactless temperature measurement via thermal cameras, special checks regarding hygiene teams, and ventilation initiatives providing 100% fresh air in common areas and within stores. Thanks to these efforts, Akmerkez received the "TSE COVID-19 Safe Service Certificate", proving that it meets all the designated relevant criteria. İpek's Farm (İpek Hanım Çiftliği) - an initiative started early in the year to offer people the opportunity to shop for healthy food - became a favorite with guests during the Boutique Taste Days. With the service enabling guests to pay the parking fee digitally through BKM Express, contactless and secure payment became available. The Agriculture in the Terrace project highlighting the importance of sustainable agriculture and local production in the heart of the city was supported by the volunteering program receiving interest from all walks of life, university collaborations and press news. Akmerkez, increased its diversified options with five new brands from different categories joining the family in 2020.

2021

Akmerkez continues to deliver its guests top-line service

Under Covid-19 measures, Akmerkez took new steps for the safety and comfort of its guests with automatic HES code checking devices, and its "TSE COVID-19 Safe Service Certificate" was verified once again. It continued to share its knowledge of and experience in sustainable production in the city through urban agriculture courses and the volunteer program that it introduced in the field of Agriculture on the Terrace, in collaboration with gastronomy departments of universities. It welcomed its guests coming to watch movies in the middle of the city on lush green grass in the Open Air Cinema, which was introduced in collaboration with "Bir Film". With the goal of maximizing customer experience, Akmerkez continued to offer its guests premium and customized services, such as tax-free service on Easy Point, home delivery on New Year's Eve, shopping with an appointment and pet strollers. The Mother & Child Center resumed its activities where it left off, welcoming parents and organizing games, art and fun activities, as well as a Children's Book Festival in the event area. Holding stand events such as the Floral Fest, Design Market, New Year's Shopping Festival and Boutique Delights Day, it offered guests the opportunity to buy products from top brands throughout the year. With the Mars Athletic Club, it launched the 'Hiking Trail' project for guests wanting to walk in 100% fresh air and outdoors on the triangular terrace in the mall. Akmerkez also added to its repertoire 11 new brands in categories ranging from sports and apparel to cafés and restaurants in 2021.

2022

Further added value for guests

In the wake of the pandemic, Akmerkez continued to take measures for its guests' comfort and safety, but it also kept up its efforts to minimize indirect CO2 emissions by using energy as efficiently as possible and cutting consumption as part of its sustainability plan in 2022. Akmerkez was awarded the I-REC International Renewable Energy Certificate, encouraging businesses and consumers to invest in and use renewable energy. It continued to share its knowledge of and experience in sustainable production in the city through urban agriculture courses and the volunteer program that it introduced in the field of Agriculture on the Terrace, in collaboration with gastronomy departments of universities. A partnership with "Bir Film" introduced the Open Air Cinema in the middle of the city, where guests could watch movies on lush green grass. Moreover, Akmerkez continued to be the go-to-address for educational and entertaining activities for children and parents. In addition to the activities at the Mother & Child Center, Akmerkez established the School of Akmerkez by Wise Academy in collaboration with Wise Academy, a psychology-based arts and education center. Akmerkez continued to be the center of attraction in Istanbul with traditional events offering special taste experiences such as the Food For You, or the Floral Fest, the Design Market and the New Year Shopping Festival where the best designs and souvenirs are offered. To further enhance the shopping experience, the company continued to offer a tax-free service with Easy Point and personalized experience projects such as new year's eve shopping home delivery, gift wrapping and pet strollers. It also continued our strong growth trend in 2022 by incorporating 13 new brands in categories ranging from technology to sports, apparel and F&B.

2023

We are going digital

Having proudly celebrated its 30th anniversary in 2023, Akmerkez displayed the foundations of its long-term success and its focus on customer satisfaction by means of special events organized throughout the year. In December, İzel-Çelik-Ercan, a famous music band, gave an unforgettable performance in Akmerkez in order to celebrate its 30th year with the spectators. Design markets for design fans, special campaigns for shopping lovers, entertaining activities for kids and several other events were organized to pay homage to its vision to offer high quality shopping and entertainment experience in 2023 as well. In 2023, Akmerkez took action to go digital in order to optimize shopping experience by introducing a brand new mobile application. Akmerkez Mobile Application, which is downloadable from App Store and Google Play Store, has several features ranging from valet services to parking lot payments, event calendars and special offers for users. In addition to special campaigns, discounts and offers, the application also enables users to have access to wheelchairs, baby carriages and pet strollers in order to comfortably navigate through the shopping center. The parking lot function allows users to find the location of their cars by taking a photo after parking. Also, the comprehensive store search module displays all stores by category so that users may quickly get the directions to the store they would like to visit. In addition to receiving the "REIT Prize for Distributing the Highest Dividend per Share" at GYODER Real Estate Summit, the corporate governance rating of Akmerkez REIT was updated as 9.48 out of 10 (94.81) in 2023. Offering services at the heart of Istanbul for 30 years, Akmerkez continued to welcome its guests by improving shopping experience further through addition of 7 new brands to its brand mix in 2023.

2024

Creativity and digital inclusivity became our primary focus in 2024

Combining over 30 years of experience and expertise, Akmerkez continued to welcome guests with its contemporary and distinguished service approach in 2024, offering a wide range of options from culture and arts to sports, from special events to New Year excitement. Throughout the year, Akmerkez hosted a variety of fun events, from children's workshops to festivals, and provided unforgettable moments for its guests with open-air cinemas at the Üçgen Teras and the excitement of Euro 2024. The exhibition held on October 29th to celebrate the 101st anniversary of the Republic was a reflection of Akmerkez's vision of being a brand that adds value to society. Taking the New Year excitement one step further, Akmerkez showcased its creativity and global vision with its renewed New Year decorations. With its renewed New Year decorations and New Year events, Akmerkez once again became the point of enjoyment and meeting for Istanbul residents in the last days of the year. Achieving a success that will guide the sector in 2024, Akmerkez reinforced its superior performance in corporate governance with a 9.51 Corporate Governance Rating Score. Akmerkez also continued its pioneering role in the field by winning the "REIT Prize for Distributing the Highest Dividend per Share".

Sectoral Activities in 2024

2024 Shopping Mall Index conducted by Association of Shopping Centers & Investors and Akademetre Research reveals that the turnover index increased by 65 percent in 2024 when compared to 2023, progressing 3117 points. The turnover index also increased by 43.8 percent in December 2024 when compared to December of the previous year, progressing 4095 points.

The productivity per leasable space (m²) in shopping malls was actualized as TRY 12,321 in 2024. This ratio implies an increase of 64.8 percent in productivity per m² when compared to 2023. Productivity in 2024 was TRY 14,722 in İstanbul with an increase of 59.7 percent and TRY 10,719 in Anatolia with an increase of 69.8 percent compared to previous year. Turnovers per leasable space (m²) in shopping malls were recorded as TRY 15,610 in December 2024. Productivity was TRY 19,183 in İstanbul and TRY 13,228 in Anatolia.

An increase of 50.9 percent in the food & beverage category turnovers, an increase of 40.2 percent in the shoes category turnovers, an increase of 49 percent in the clothing category turnovers, an increase of 37.9 percent in the other category¹ turnovers, an increase of 48 percent in the hypermarket category turnovers and an increase of 42.6 percent in the technology category turnovers were observed in the Shopping Centers in December 2024 when compared with the month of the previous year.

The footfall index was 108 points in 2024, which marks an increase of 2 percent when compared to the previous year. And it was 101 points in December 2024, which marks an decrease of 2 percent when compared to the previous year. In December 2024, the footfall index increased by 4 percent compared to the previous month, November 2024.

¹ The other category consists of stores such as construction market, furniture, home textile, souvenir, toy, cinema, personal care and cosmetics, jewelry, hobby, pet shop, tailor and shoe repair services, exchange office, dry cleaning, pharmacy, etc.

Message from the Board of Directors

Dear Stakeholders

At the beginning of 2024, in addition to the ongoing uncertainties in the global economy, we followed the Russia-Ukraine war and Israel-Palestine tensions. According to the Institute of International Finance's (IIF) 2024 first half data, global debt increased by approximately USD 2.1 trillion to USD 312 trillion in the first half of the year. In addition, it was observed that the European economy also declined in 2024 compared to the previous year, a decline caused by rising energy and operating costs and supported by the World Bank's October 2024 report. According to the World Bank report, the growth rate of the Europe and Central Asia region, which was 3.5 percent in 2023, fell to 3.3 percent in 2024, and is projected to be 2.6 percent in 2025.

Concurrently, our country encountered economic uncertainties due to the impact of inflation and the strain on energy resources resulting from the ongoing war next to Turkey.

Considering 2024 from this viewpoint, it is evident that the repercussions of global developments and domestic economic policies have led to fluctuations in key indicators. Consequently, 2024 can be regarded as a period characterised by both challenges and prospects for shopping centres. In an effort to mitigate the repercussions of macroeconomic developments in Turkey, shopping malls have adopted a strategy of developing more agile solutions, with a focus on sustainability and digitalisation-oriented investments.

In 2024, shopping centres continued to make a significant contribution to our social and economic life. According to the December 2024 data of the Shopping Mall Index, which was created by the Association of Shopping Centres and Investors (AYD) and Akademetre Research, there was a 43.8 percent increase in the turnover index compared to the same period the previous year, reaching 4,095 points. In addition, the Real Estate Investors Association (GYODER) has provided a forecast indicating that the supply of 446 shopping centres, with a total area exceeding 14 million square metres, is expected to reach 14.5 million square metres by the end of 2025.

As the Akmerkez family, despite the ongoing geopolitical tensions and tightening economic conditions, we have concluded a successful year, guided by our visionary perspective, the loyalty of our visitors and our strong strategy. In addition to our commercial identity, we have also applied our equal opportunity approach to our work in 2024. We have maintained our environmental sensitivity at the highest level in order to invest in a smart future. In this context, the 'Terasta Tarım' Project, which we implemented at Üçgen Teras in 2017, is one of our proud projects in the field of environmental sustainability.

In 2025, we will continue to lead our industry towards a more liveable and equitable world by focusing on customer satisfaction, and we will continue to add value to our society with our innovative management approach and superior experience.

We would like to extend our sincere thanks to our valuable stakeholders and business partners who have made significant contributions to our hosting many firsts, and to our esteemed guests who have made Akmerkez much more than just a shopping center.

Sincerely yours,

BOARD OF DIRECTORS

Message from the General Manager

Dear Stakeholders,

In 2024, we continued our efforts to benefit our customers, stakeholders and business partners. As Akmerkez, we concluded a year in which we reflected on our efficiency-oriented approach to the services we successfully implemented. 2024 was a year of growth for us, although we witnessed the challenging effects of geopolitical developments as well as economic conditions that created different effects on a global and local scale.

This year, the diversification of domestic brands, the entry of foreign brands and the increased demand for larger square stores contributed to an occupancy rate of almost 100 per cent in shopping centres. According to the Shopping Mall Index, a joint initiative of the Association of Shopping Centres and Investors (AYD) and Akademetre Research, the number of visitors index decreased by 2 percent in December 2024 compared to the same month of the previous year but increased by 4 percent compared to November 2024. At Akmerkez, we are delighted to have contributed to a productive year for our visitors and tenants, as reflected in our high occupancy rate and steady increase in rental revenues.

In 2024, we successfully combined the shopping experience with pleasure and comfort, as we have done in previous years. We hosted a variety of events, ranging from entertainment to sports, culture and arts, as well as special and privileged events. We provided children with unforgettable moments through our "Semester Workshops with Le Petit". Triangle Terrace, the city's escape point, continued to host guests with its open-air cinema and Euro 2024 excitement. The special exhibition to commemorate the 101st anniversary of our Republic on 29 October attracted great interest from visitors and was met with pride by the company. The unique atmosphere of Akmerkez was enhanced this year by the renewal of Christmas decorations. The company's brand mix has seen ongoing innovation, with the addition of the 8th store of House of SuperStep, the youngest member of the Eren Retail Group, in Turkey. We are committed to providing our guests with an innovative and enjoyable experience through the continuous enhancement of our brand mix and store diversity.

At Akmerkez, we strive to create an egalitarian, contemporary and comfortable environment for all our stakeholders, including our employees, visitors, shareholders and business partners. In this regard, we are dedicated to ensuring that our business operations adhere to sustainability principles.

This year, we brought together many volunteers for the Terasta Tarım Project, one of our most significant sustainability initiatives, which promotes pesticide-free and natural agriculture in the heart of the city. In terms of social sustainability, we derive the greatest strength from our customer-focused digital inclusion efforts. The Akmerkez Mobile Application offers special opportunities to visitors and provides facilities such as the use of wheelchairs, baby carriages and pet strollers as part of our commitment to digital equality.

With over 30 years of experience and a proven track record, we have successfully implemented numerous projects with the aim of creating value for society. We combine our corporate culture, which adheres to ethical principles, with our superior service approach, and in 2024, we achieved success that will inspire the sector. Our strong performance in corporate governance has been recognised with an update to our Corporate Governance Rating from 9.48 to 9.51, and our commitment to dividend performance has been acknowledged with the "REIT with the Highest Dividend Per Share Award." I believe that this success will serve as a roadmap for our sector.

In 2025, Akmerkez will continue to be not only the meeting point of Istanbul, but also a centre for innovative ideas, sustainable living and investment in the future. We would like to extend our endless thanks to our valuable stakeholders and all our visitors who share the excitement of our journey full of succes.

Best Regards,

Süleyman Hakan TÜMKAYA
Akmerkez Gayrimenkul Yatırım Ortaklığı A.Ş.
General Manager

Management of the Shopping Center

Akmerkez: A Hub for Business, Art, Culture, and Entertainment

In 2024, Akmerkez continued its efforts to create a more accessible world aligned with the demands of the digital age, focusing on digital transformation and sustainability principles. Going beyond being just a shopping center, Akmerkez offered a comprehensive lifestyle experience to its guests with its innovative management approach. Through a variety of initiatives, including children's workshops, cultural and artistic events, digital engagement activities, and sustainable living initiatives, Akmerkez brought together the business, art, culture, and entertainment communities in 2024.

Digital Inclusivity with the Akmerkez Mobile App

The Akmerkez Mobile App continued to offer digital solutions to simplify guests' lives. Providing a wide range of services from valet parking to car park payments, event reminders, and special offers, the app also enhanced the shopping experience for guests with offering facilities such as wheelchairs, strollers, and pet strollers as part of its digital inclusivity efforts.

Atatürk Photo Exhibition on the 101st Anniversary of the Republic

In 2024, Akmerkez organized a special "Atatürk Photo Exhibition" to commemorate the 29th of October Republic Day, showcasing unique photographs reflecting the struggle for the republic. With this exhibition, which served as a tribute to the 101st anniversary, Akmerkez reminded its guests of the determination and struggle shown on the path to the Republic.

Cinema and Football Match Enjoyment at Üçgen Teras

The summer night events at Üçgen Teras continued in 2024. With 13 days of events between July 2nd and 14th, Akmerkez hosted its guests at the Open-Air Cinema and offered football fans the excitement of Euro 2024. Additionally, with thrilling quiz nights, Akmerkez guests enjoyed both entertainment and the chance to win prizes under the stars.

Terasta Tarım Project Brings Many Volunteers Together

The Terasta Tarım Project, one of the most important projects in the field of sustainability, brought together many volunteers to enjoy pesticide-free and organic farming in the heart of the city. Launched in 2017, the project continued to encourage sustainable agriculture in 2024 while raising awareness about the food and climate crisis.

New Year's Joy with Renewed Decorations

Akmerkez completed 2024 by offering a different story in every corner with its renewed New Year lights and colorful decorations. Welcoming its guests with a Pop-Up Fest, fun parades, and surprise events, Akmerkez made the New Year unforgettable for all guests, young and old. With delicious food and beverage brands adding to the festive atmosphere, Akmerkez was once again the place to be for new year celebrations.

By combining its superior customer experience with events and exclusive services, Akmerkez successfully became a brand that invested in the future in 2024.

1.2. Organization, Capital and Shareholding Structures of the Company and Changes to Them During the Accounting Period:

The rate of publicly held shares of stock pertaining to Akmerkez GYO A.Ş. is 57,44% as of 31.12.2024.

All shares representing the capital are listed in the İstanbul Stock Exchange (BIST).

The registered capital ceiling of Akmerkez GYO A.Ş. is TRY 75.000.000,00 and the paid-in capital is TRY 37.264.000,00. The paid-in capital of the company is divided into 3.726.400.000 shares at par value of 1 kurush each.

1.2.1. Shareholding Structure:

List of the shareholders who own 5% and more of the capital of the Company as of 31.12.2024:

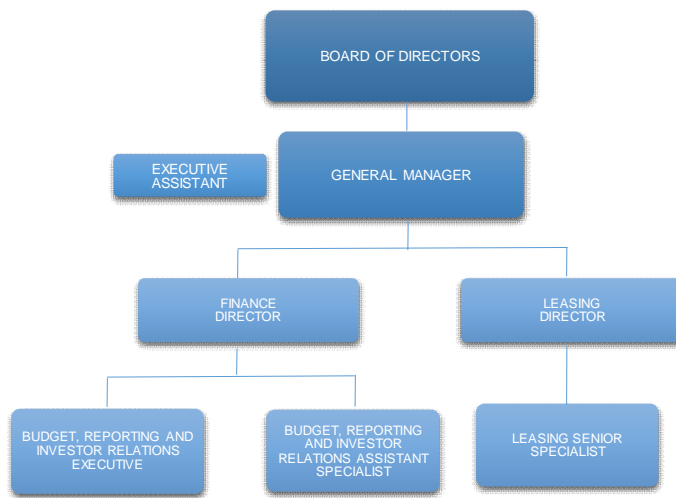
Tradename/Name-Surname of the Shareholder	Nominal Value (TRY)	Share in the Capital (%)	Rate of Voting Right (%)
KLEPIERRE S.A.	16,713,907.88	44.85	44.85
AKKÖK HOLDİNG A.Ş.	4,369,354.00	11.73	11.73
TEKFEN HOLDİNG A.Ş.	3,901,279.04	10.47	10.47
DAVİT BRAUNŞTAYN	2,534,461.82	6.80	6.80
Other	9,744,997.26	26.15	26.15
TOTAL	37,264,000.00	100.00	100.00

1.2.2. Information about the Shares Representing the Capital:

Share Group	Registered/ Bearer Share	Total Nominal Value (TRY)	Ratio to Total Capital (%)	Exchange Traded or Not
A	Registered	4,075,750.00	10.93	Not Traded
B	Registered	2,841,380.00	7.63	Not Traded
C	Registered	2,398,870.00	6.44	Not Traded
D	Bearer	27,948,000.00	75.00	76.59% Traded
Total		37,264,000.00	100.00	57.44% Traded

The share of publicly traded shares in Group D shares increased from 76.45% to 76.59%, and in the total capital increased from 57.34% to 57.44%.

1.2.3. Organization Chart:



The average number of personnel of the company in 2024 is seven people.

No change occurred in the shareholding structure, capital stock and organizational structure of the Company within the period other than the above mentioned changes.

1.3. Remarks on the Privileged Shares and Voting Rights of the Shares:

The Group (A), (B), (C) and (D) shares of the Company have privilege to nominate candidates to the Board of directors. 4 members of the Board of directors of the Company are elected by the general meeting among the candidates nominated by majority of the owners of the Group (A) registered shares, 3 members among the candidates nominated by majority of the owners of the Group (B) registered shares, 2 members among the candidates nominated by majority of the owners of the Group (C) registered shares and 1 member among the candidates nominated by majority of the owners of the Group (D) bearer shares offered to public, who attended the General Meeting.

If, however, the owners of the Group (D) bearer shares offered to public, who attended the general meeting cannot nominate a candidate and/or agree on a candidate by majority during the general meeting, the Board of Directors of the Company is formed by 9 (nine) members elected by the General Meeting among the candidates 4 of whom were nominated by the majority of the owners of the Group (A) registered shares, 3 by the majority of the owners of the Group (B) registered shares, and 2 by the majority of the Group (C) registered shares.

Apart from the privilege of nominating candidates to the Board of Directors as described above, there isn't any other privilege.

Each shareholder is entitled to cast one vote per share.

1.4. Information about Board of Directors, Senior Executives and Number of Employees:

1.4.1. Board of Directors:

Chairman	:	RAİF ALİ DİNÇKÖK
Vice Chairman	:	MURAT GİĞİN
Member	:	SİNAN KEMAL UZAN
Member	:	DAVİT BRAUNŞTAYN
Member	:	ALİZE DİNÇKÖK
Member	:	KLE DIR SAS (Natural person representative Cyrille François Paul DESLANDES)
Member	:	ÖMER EGESEL
Member	:	ÖZGE BULUT MARAŞLI
Member	:	AYCAN AVCI
Member	:	DAMLA TOLGA BİROL

The Members of the Board of Directors that were elected at the Ordinary General Assembly Meeting held on 12.04.2023 for an office term of three years are RAİF ALİ DİNÇKÖK, İHSAN GÖKŞİN DURUSOY(*) and ALİZE DİNÇKÖK who were proposed by majority of the Class (A) registered shares; MURAT GİĞİN and SİNAN KEMAL UZAN who were proposed by majority of the Class (B) registered shares; DAVİT BRAUNŞTAYN who was proposed by majority of the Class (C) registered shares; AYCAN AVCI(**), ÖMER EGESEL and ÖZGE BULUT MARAŞLI who were nominated and proposed to be elected based on the joint proposal of the shareholders of the Classes (A), (B), (C) and (D) within the framework of the principles regarding the independency of the Board members as provided for in the Corporate Governance Principles of the Capital Market Board and KLE DIR SAS who was nominated by majority of the Class (D) bearer shares subject to public offering and participating in the Ordinary General Assembly Meeting. CYRILLE FRANCOIS PAUL DESLANDES has been appointed as the natural person representative of KLE DIR SAS.

() As of 13 November 2024, Mr. İhsan Gökşin Durusoy, a member of the Board of Directors of our Company, resigned from his position and Damla Tolga Birol, who was nominated by the Corporate Governance Committee and who meets the independence criteria specified in the Corporate Governance Communiqué, was appointed as an Independent Board Member to the vacant board membership position until the first general assembly meeting to be held in accordance with Article 363 of the Turkish Commercial Code.*

Of the Members of the Board of Directors ÖZGE BULUT MARAŞLI, ÖMER EGESEL, AYCAN AVCI and DAMLA TOLGA BİROL, are independent directors, who have been elected pursuant to the provisions of the ‘Corporate Governance Communiqué’ (II-7.1) of the Capital Market Board.

All members of the Board of Directors are eligible according to the requirements set forth in the Communiqué on the Real Estate Investment Partnerships (III-48.1) of the Capital Market Board. Apart of CYRILLE FRANCOIS PAUL DESLANDES as the natural person representative of KLE DIR SAS, a national of France, all members of the Board of Directors are citizens of Turkey.

*(**)AYCAN AVCI; was elected to serve for a period of two years due to the maximum time limit stipulated in the Capital Markets Board's Corporate Governance Principles paragraph 4.3.6 (f).*

There is not any restriction regarding undertaking of duties by the members of the Board of Directors outside the Company and there is not any definite rule in this respect. Duties of the members of the Board of Directors outside the Company are informed to investors in the Company General Information Form, which is published on the Public Disclosure Platform (KAP), and on the corporate Internet site of the Company.

Three independent members were nominated as candidate to the Corporate Governance Committee and the report dated 10.03.2023 indicating that the candidates had the qualifications regarding independence was submitted to the Board of Directors on 16.03.2023. In addition, the report dated 11.11.2024 on the independence criteria of Damla Tolga Birol, who was appointed to the Board of Directors membership vacated by the resignation of İhsan Gökşin Durusoy on 13.11.2024 to serve until the date of the first general assembly meeting, was submitted to the Board of Directors on 13.11.2024.

The Company's independent Board Members have submitted their declaration to the effect that they are independent to the Corporate Governance Committee of the Company in writing. No situation which put an end to the independency of the independent members occurred in 2024.

Independent Board Members' term of office is maximum three years and they may be nominated and elected again provided that the restrictions arising from capital market legislations shall remain applicable.

The Company shall be managed and represented and committed towards third persons by the Board of Directors consisting of the members to be elected by the general assembly from among the members meeting the requirements of the Turkish Commercial Code and the capital market legislation for a period of maximum 3 (three) years within the framework of the provisions of the Turkish Commercial Code and the Capital Market Legislation. The Board of Directors shall elect one chairman and one vice-chairman to chair the meeting in the absence of the chairman from among its members at its first convention.

The Board of Directors of the Company shall consist of 10 (ten) members elected by the general meeting among the nominees 4 of whom are nominated by majority of holders of Group (A) registered shares, 3 by majority of holders of Group (B) registered shares, 2 by majority of holders of Group (C) registered shares and 1 by majority of holders of Group (D) bearer shares offered to public, who are present at the general meeting.

In the event that the holders of the Group (D) bearer shares offered to public, who are present at the general meeting, do not and/or cannot nominate a candidate by majority, the Board of Directors shall be formed by 9 (nine) members elected by the General Meeting from among the nominees 4 of whom are nominated by majority of the holders of Group (A) registered shares, 3 by majority of the holders of Group (B) registered shares and 2 by majority of the holders of Group (C) registered shares, who are present at the general meeting.

A sufficient number of independent members of the Board of Directors are elected by the General Assembly within the framework of the principles regarding the independence of the members of the Board of Directors set forth in the Corporate Governance Principles of the Capital Markets Board. The number and qualifications of the independent members of the Board of Directors are determined in accordance with the regulations of the Capital Markets Board on corporate governance.

1.4.1.1. Members of Board of Directors and Their External Duties:

Full Name	Gender	Position	Occupation	Positions Undertaken in the Company for the Last 5 Years	Duties Undertaken Outside of the Company Currently	Rate of Share Held in the Company (%)	Participated Committees and Tasks Undertaken
Raif Ali Dinçkök	Male	Chairman	Industrialist	Chairman	Chairman of Akkök Holding A.Ş., Vice Chairman or Member of Board of Directors at Aksa Akrilik, Akış GYO, Akkim Kimya, Akkök Next Yatırım Holding A.Ş. and various Group Companies of Akkök.		
Murat Gigin	Male	Vice Chairman	High Engineer	Vice Chairman	Vice Chairman of Tekfen Holding A.Ş., Vice Chairman of ANG Yatırım Holding A.Ş., Chairman and Executive Director of group companies of Viem Ticari ve Sanayi Yatırımları Ltd. Şti., Member of Board of Trustees of TEMA Foundation.		
Sinan Kemal Uzan	Male	Director	Manager	Director	Board Member of Tekfen Holding A.Ş., General Manager of Tekfen Venture Management, Youth Working Group and Entrepreneurship Ecosystem Working Group of TUSIAD, Member of Hisar Eğitim Vakfı Board of Trustees		Member of Early Risk Detection Committee
Davit Braunştayn	Male	Director	Industrial Engineer	Director	Chairman of Lignadekor Üretim ve Pazarlama A.Ş., Director of Üçgen Bakım ve Yönetim Hizmetleri A.Ş. and Akmerkez Lokantacılık Gıda Sanayi ve Ticaret A.Ş.	6.80	
Alize Dinçkök	Female	Director	Industrialist	Director	Board Member in Akkök Holding A.Ş., Chairman, Vice Chairman or Member of Aksa Akrilik, Akış GYO, Akmerkez Lokantacılık, Üçgen Bakım, Ak-Pa Tekstil, Akyaşam, Aktek, Akkim Kimya, Akcoat, Dinkal and various Group Companies of Akkök.		Member of Early Risk Detection Committee
KLE DIR SAS (Real Person Acting on Behalf of Legal Person Member: Cyrille François Paul Deslandes)	Male	Director	Manager	Director	General Manager of Klepierre Management Deutschland GmbH, Director of Klepierre Management Nederland B.V., Klepierre Alexandrium B.V., Klepierre Villa Arena B.V., Klepierre Markthal B.V. and Klepierre Management B.V., Board Member of Foncière de Louvain-la-Neuve SA., Chairman of the Board of Directors of Klepierre Gayrimenkul, Real person delegate of KLE DIR SAS, Chairman of the Board of Directors of Tan Gayrimenkul Yatırım İnşaat Turizm Pazarlama ve Ticaret Anonim Şirketi, Real person delegate of KLE DIR SAS, Board Member of Üçgen Bakım ve Yönetim Hizmetleri A.Ş.		
Özge Bulut Maraşlı	Female	Independent Director	Manager	Independent Director	Chairman of the Board of Fabu Engineering, Managing Partner of MAY Production, Independent Board Member of İş Girişim GSYF, Türk Tuborg and Fark Holding, Investment Committee of Two Zero Venture Capital Fund and Advisory Board Member of Arya GSYF, Board Member of Women on Board Association, IWF, Re-We Board Member, International Academy of Television Arts & Sciences, Arya Women Platform Challenge Club Presidents Committee Member, High Advisory Board Member of Turkish Investor Relations Association, Sabancı University MBA Program and PWN Advisory Board Member, TKYD, WPO and G20 Young Global Leaders Member, WEF MEI Strategy Managers Board Member, TUSIAD Corporate Entrepreneurship Working Group and Endeavor Business Mentor		Chairwomen of Audit Committee / Member of Corporate Governance Committee / Member of Early Risk Detection Committee
Ömer Egesel	Male	Independent Director	Manager	Independent Director	Qatari Diar Real Estate Investment Country Manager		Chairman of of Early Risk Detection Committee/ Member of Audit Committee / Member of Corporate Governance Committee
Aycan Avcı	Male	Independent Director	Manager	Independent Director	Partner of Assos Consultoria, S.L., Board Member of Erak Giyim Sanayi ve Ticaret A.Ş., Tatko Otomobil Lastik Makine Ticareti ve İnşaat T.A.Ş., Tatko Lastik Sanayi ve Ticaret A.Ş., Fu Gayrimenkul Yatırım Danışmanlık A.Ş., Waternet Su Hizmetleri A.Ş., Apsiyon Bilişim Sistemleri Sanayi ve Ticaret A.Ş., Bimser Çözüm Yazılım Ticaret A.Ş., Alsa Danışmanlık A.Ş., LG Lastik Girişim A.Ş., Çözüm Perakende Lastik A.Ş. and Aya Danışmanlık, Independent Board Member of Bosch Fren Sistemleri San. Tic. A. Ş.		Chairman of Corporate Governance Committee / Member of Audit Committee / Member of Early Risk Detection Committee
Damla Tolga Birol	Female	Independent Director	Manager	Independent Director	General Manager of Türk Tuborg A.Ş., Member of the Board of the Directors of Eti Gıda, Doğan Publications, İstanbul Museum of Modern Art, Woman's Association in the Board of Directors, Re-We Board Member, YASED and member of TUSIAD.		

1.4.1.2. Statements of Independent Directors:

REPUBLIC OF TURKEY
15th Notary Public of Besiktas
Journal Entry Date: 07th March 2023
Journal Entry No.: 03774

DECLARATION OF INDEPENDENCE

I hereby declare that I am a candidate to perform duty as "Independent Member" in the Board of Directors of AKMERKEZ GAYRİMENKUL YATIRIM ORTAKLIĞI ANONİM ŞİRKETİ (the "**Company**") in accordance with the relevant legislation, Articles of Association and the criteria included in the Corporate Governance Principles as provided for in the Corporate Governance Communiqué no. (II-17.1) issued by the Capital Market Board.

I hereby represent that:

- (a) There isn't any employment relationship between the partners controlling the company or the management of the company or the legal entities owned by such partners and I myself, my spouse or my relatives by blood or marriage which may lead to the assumption of important tasks and responsibilities during the last five (5) years and I don't have jointly or lonely more than 5% of the capital or voting rights or privileged shares in, or I did not conduct any commercial relation with, such companies during the last five years;
- (b) I haven't been a shareholder (with a share of 5% and over), an employee or Board Member in a managerial position which may lead to the assumption of important tasks or responsibilities during the periods of purchasing or selling any service in the companies to which the company sells products or from which the company purchases products in considerable quantities within the framework of agreements executed for performing such functions as the auditing of the company (including tax auditing, legal auditing and internal auditing) during the last five (5) years;
- (c) I have the necessary professional education, knowledge and experience required to fulfill the tasks which I am going to assume to perform as an independent Board Member;
- (ç) I haven't worked or will not work on full-time basis as a member in any public institution or organizations except the business of an academician in any university, provided that the same complies with the relevant legislation;
- (d) I am a resident in Turkey according to the Income Tax Law no. 193 dated 31/12/1960;
- (e) I have strong ethical standards, professional reputation and experience enabling me to make positive contributions to the activities of the Company, to maintain my impartiality in the conflicts between the Company and the shareholders and to make decision freely taking into consideration the rights of stakeholders;
- (f) I will allocate sufficient time required for tracking the conduction of the activities of the Company and for the fully fulfillment of the tasks I am going to assume to perform;
- (g) I did not perform duty on the Board of the Company more than six years during the last ten years;
- (ğ) I haven't performed any duty as independent Board Member in more than three companies in the companies controlling the Company or the Board of Directors or the companies owned by such companies and more than five companies whose shares are traded in the stock exchange;
- (i) I have not been registered and announced on behalf of the legal entity selected as the Board of Directors.

Independent Board Member Candidate's:

Name – Surname : AYCAN AVCI
TR Identity Number :
(signature)

DECLARATION OF INDEPENDENCE

I hereby declare that I am a candidate to perform duty as "Independent Member" in the Board of Directors of AKMERKEZ GAYRİMENKUL YATIRIM ORTAKLIĞI ANONİM ŞİRKETİ (the "**Company**") in accordance with the relevant legislation, Articles of Association and the criteria included in the Corporate Governance Principles as provided for in the Corporate Governance Communiqué no. (II-17.1) issued by the Capital Market Board.

I hereby represent that:

(a) There isn't any employment relationship between the partners controlling the company or the management of the company or the legal entities owned by such partners and I myself, my spouse or my relatives by blood or marriage which may lead to the assumption of important tasks and responsibilities during the last five (5) years and I don't have jointly or lonely more than 5% of the capital or voting rights or privileged shares in, or I did not conduct any commercial relation with, such companies during the last five years;

(b) I haven't been a shareholder (with a share of 5% and over), an employee or Board Member in a managerial position which may lead to the assumption of important tasks or responsibilities during the periods of purchasing or selling any service in the companies to which the company sells products or from which the company purchases products in considerable quantities within the framework of agreements executed for performing such functions as the auditing of the company (including tax auditing, legal auditing and internal auditing) during the last five (5) years;

(c) I have the necessary professional education, knowledge and experience required to fulfill the tasks which I am going to assume to perform as an independent Board Member;

(ç) I haven't worked or will not work on full-time basis as a member in any public institution or organizations except the business of an academican in any university, provided that the same complies with the relevant legislation;

(d) I am a resident in Turkey according to the Income Tax Law no. 193 dated 31/12/1960;

(e) I have strong ethical standards, professional reputation and experience enabling me to make positive contributions to the activities of the Company, to maintain my impartiality in the conflicts between the Company and the shareholders and to make decision freely taking into consideration the rights of stakeholders;

(f) I will allocate sufficient time required for tracking the conduction of the activities of the Company and for the fully fulfillment of the tasks I am going to assume to perform;

(g) I did not perform duty on the Board of the Company more than six years during the last ten years;

(ğ) I haven't performed any duty as independent Board member in more than three companies in the companies controlling the Company or the Board of Directors or the companies owned by such companies and more than five companies whose shares are traded in the stock exchange;

(i) I have not been registered and announced on behalf of the legal entity selected as the Board of Directors.

Independent Board Member Candidate's:

Name – Surname : ÖZGE BULUT MARAŞLI
TR Identity Number :
(signature)

DECLARATION OF INDEPENDENCE

I hereby declare that I am a candidate to perform duty as "Independent Member" in the Board of Directors of AKMERKEZ GAYRİMENKUL YATIRIM ORTAKLIĞI ANONİM ŞİRKETİ (the "**Company**") in accordance with the relevant legislation, Articles of Association and the criteria included in the Corporate Governance Principles as provided for in the Corporate Governance Communiqué no. (II-17.1) issued by the Capital Market Board.

I hereby represent that:

(a) There isn't any employment relationship between the partners controlling the company or the management of the company or the legal entities owned by such partners and I myself, my spouse or my relatives by blood or marriage which may lead to the assumption of important tasks and responsibilities during the last five (5) years and I don't have jointly or lonely more than 5% of the capital or voting rights or privileged shares in, or I did not conduct any commercial relation with, such companies during the last five years;

(b) I haven't been a shareholder (with a share of 5% and over), an employee or Board Member in a managerial position which may lead to the assumption of important tasks or responsibilities during the periods of purchasing or selling any service in the companies to which the company sells products or from which the company purchases products in considerable quantities within the framework of agreements executed for performing such functions as the auditing of the company (including tax auditing, legal auditing and internal auditing) during the last five (5) years;

(c) I have the necessary professional education, knowledge and experience required to fulfill the tasks which I am going to assume to perform as an independent Board Member;

(ç) I haven't worked or will not work on full-time basis as a member in any public institution or organizations except the business of an academician in any university, provided that the same complies with the relevant legislation;

(d) I am a resident in Turkey according to the Income Tax Law no. 193 dated 31/12/1960;

(e) I have strong ethical standards, professional reputation and experience enabling me to make positive contributions to the activities of the Company, to maintain my impartiality in the conflicts between the Company and the shareholders and to make decision freely taking into consideration the rights of stakeholders;

(f) I will allocate sufficient time required for tracking the conduction of the activities of the Company and for the fully fulfillment of the tasks I am going to assume to perform;

(g) I did not perform duty on the Board of the Company more than six years during the last ten years;

(ğ) I haven't performed any duty as independent Board Member in more than three companies in the companies controlling the Company or the Board of Directors or the companies owned by such companies and more than five companies whose shares are traded in the stock exchange;

(i) I have not been registered and announced on behalf of the legal entity selected as the Board of Directors.

Independent Board Member Candidate's:

Name – Surname : ÖMER EGESEL
TR Identity Number :
(signature)

DECLARATION OF INDEPENDENCE

I hereby declare that I am a candidate to perform duty as "Independent Member" in the Board of Directors of AKMERKEZ GAYRİMENKUL YATIRIM ORTAKLIĞI ANONİM ŞİRKETİ (the "**Company**") in accordance with the relevant legislation, Articles of Association and the criteria included in the Corporate Governance Principles as provided for in the Corporate Governance Communiqué no. (II-17.1) issued by the Capital Market Board.

I hereby represent that:

(h) There isn't any employment relationship between the partners controlling the company or the management of the company or the legal entities owned by such partners and I myself, my spouse or my relatives by blood or marriage which may lead to the assumption of important tasks and responsibilities during the last five (5) years and I don't have jointly or lonely more than 5% of the capital or voting rights or privileged shares in, or I did not conduct any commercial relation with, such companies during the last five years;

(i) I haven't been a shareholder (with a share of 5% and over), an employee or Board Member in a managerial position which may lead to the assumption of important tasks or responsibilities during the periods of purchasing or selling any service in the companies to which the company sells products or from which the company purchases products in considerable quantities within the framework of agreements executed for performing such functions as the auditing of the company (including tax auditing, legal auditing and internal auditing) during the last five (5) years;

(j) I have the necessary professional education, knowledge and experience required to fulfill the tasks which I am going to assume to perform as an independent Board Member;

(ç) I haven't worked or will not work on full-time basis as a member in any public institution or organizations except the business of an academician in any university, provided that the same complies with the relevant legislation;

(k) I am a resident in Turkey according to the Income Tax Law no. 193 dated 31/12/1960;

(l) I have strong ethical standards, professional reputation and experience enabling me to make positive contributions to the activities of the Company, to maintain my impartiality in the conflicts between the Company and the shareholders and to make decision freely taking into consideration the rights of stakeholders;

(m) I will allocate sufficient time required for tracking the conduction of the activities of the Company and for the fully fulfillment of the tasks I am going to assume to perform;

(n) I did not perform duty on the Board of the Company more than six years during the last ten years;

(ğ) I haven't performed any duty as independent Board Member in more than three companies in the companies controlling the Company or the Board of Directors or the companies owned by such companies and more than five companies whose shares are traded in the stock exchange;

(i) I have not been registered and announced on behalf of the legal entity selected as the Board of Directors.

Independent Board Member Candidate's:

Name – Surname : DAMLA TOLGA BİROL
TR Identity Number :
(signature)

1.4.1.3. Curriculum Vitae of the Members of the Board of Directors and the General Manager:

Raif Ali DİNÇKÖK **Chairman**

Mr. Raif Ali Dinçkök was born in 1971 in Istanbul. After receiving his bachelor's degree from the Department of Business Management in Boston University in 1993, he began his professional career at different group companies of Akkök Holding A.Ş. He worked at the Purchasing Department in Ak-Al Tekstil San. A.Ş. from 1994 to 2000. Acted as the Coordinator of Akenerji Elektrik Üretim A.Ş. between 2000 and 2003. Raif Ali Dinçkök functioned as the Board Member and Vice Chairman of Executive Board of Akkök Holding A.Ş. before he was assigned as the Chairman of Akkök Holding. Raif Ali Dinçkök is the Chairman of the Board of Directors of Akkök Holding as well as the Chairman of Aksa Akrilik, Akkim Kimya, Akiş REIT and Akkök Next. He also serves as Vice Chairman and Board Member in other group companies within Akkök Holding A.Ş.

Murat GİGIN **Vice Chairman**

Murat Gigin was born in İstanbul in 1952. Having received his B.Sc. degree from the Construction and Building Engineering Department in University of Bradford in 1974, he completed his M.Sc. degree studies at the Department of Mechanical Engineering in University of London in 1975. He was conferred the diploma of Ocean Engineer by University College London in 1976.

Gigin started his career at Tekfen İnşaat as civil engineer at the construction sites in Kuwait in 1977 where he worked until turning back to the head office in Istanbul in 1983. He assumed the position of coordinator in the Business Development Division in addition to several international projects until 1986, and as coordinator at various international projects. Following his promotion to the position of Assistant General Manager of Tekfen İnşaat in 1986, Gigin acted as the General Manager of Tekfen İnşaat during 1988-1998 and took office as a member of the Board of Directors at the companies of Tekfen Contracting Group until 2000. After acting as a member of the Board of Directors at Tekfen Holding between 1998 and 2015, and as the Chairman of the Board of Directors of Tekfen Holding between 2015 and 2021. He acts Vice Chairman of the Board as of March 25, 2021.

Murat Gigin has been acted as the Chairman and Executive Director of group companies of Viem Ticari ve Sanayi Yatırımları Ltd. Şti. (Tekzen Ticaret ve Yatırım A.Ş., Agromak Makine İmalat Sanayi ve Ticaret A.Ş., ENAT Endüstriyel Ağaç Tarımı Sanayi ve Ticaret A.Ş.) since 1998. Gigin is also the Vice Chairman of the Board of Directors of ANG Yatırım Holding A.Ş.

Gigin, who took office at various non-governmental organizations in the past, acted as Chairman of the International Pipeline and Offshore Contractors Association (IPLOCA) during 1995-1996, and is currently a member of the Board of Trustees of TEMA Foundation.

Davit BRAUNŞTAYN
Director

Born in İstanbul in 1964, Davit Braunştayn graduated from the Industrial Engineering Department of the Boğaziçi University and received MBA degree in finance from Columbia University. Having started his career as analyst at the Investment Banking department of Lazard Frenes&Co. in the United States, Mr. Braunştayn took another position in Lignadekor Üretim ve Pazarlama A.Ş. where he is currently the Chairman of the Board of Directors. Mr. Braunştayn speaks English, French and German.

Mr. Davit Braunştayn is a member of the Board of Directors of Üçgen Bakım ve Yönetim Hizmetleri A.Ş. and Akmerkez Lokantacılık Gıda Sanayi ve Ticaret A.Ş.

Alize DİNÇKÖK
Director

Born 1983 in İstanbul, Alize Dinçkök received her bachelor's degree from the Business Administration Department of Sawyer School of Management of Suffolk University in 2004. She completed General Management program at Harvard Business School successfully in 2015. She completed the Innovative Thinking program at MIT Sloan School of Management in 2018. She started her career at Ak-Al Tekstil Sanayi A.Ş. as the Strategic Planning Specialist in 2005. In 2006, she joined the newly established Akiş Gayrimenkul Yatırım A.Ş. and worked there as the Project Coordinator, the Sales and Marketing Manager and the Assistant General Manager in charge of Sales and Marketing, respectively. Currently acting as a member of the Board of Directors of Akkök Holding A.Ş., Alize Dinçkök is also the Chairwoman of Akmerkez Lokantacılık, Ak-Pa Tekstil, Dinkal Sigorta, Üçgen Bakım ve Yönetim Hizmetleri and Akyaşam Yönetim Hizmetleri. Also, she assumes several positions at the Board of Directors of companies of Aksa Akrilik, Akkim, Akcoat, Akiş REIT, Akgirişim and Aktek Bilişim. Ms. Alize Dinçkök is also in charge of Akkök Group Marketing Platform, which was established in 2015.

Sinan Kemal UZAN
Director

Sinan Kemal Uzan was born in New York in 1986. After receiving his Bachelor's degree from the International Business Administration program in Pepperdine University (USA) in 2008, he participated in the program of Family Undertakings Management in the Northwestern University Kellogg School of Management (Illinois) in 2012. He acted as the Vice Chairman of StarClub, a company that is involved in the fields of music production and internet strategies in Los Angeles, California, and as the Azerbaijan Project Coordinator for Tekfen İnşaat ve Tesisat A.Ş. respectively during his business career.

Mr. Sinan Kemal Uzan was elected as a member of the Tekfen Holding Board of Directors in 2014. He continues this duty and is also a member of the Board of Trustees of Hisar Education Foundation.

KLE DIR SAS (Natural person representative Cyrille François Paul DESLANDES)
Director

KLE DIR SAS is a Company which based in France and is fully owned by KLEPIERRE SA. The natural person determined by KLE DIR SAS in accordance with the second paragraph of Article 359 of Turkish Commercial Code is Cyrille François Paul Deslandes. Cyrille François Paul Deslandes is the Regional President of the Germany, Netherlands and Turkey in Klepierre Group. Prior to this appointment he served as Chief Investment Officer (member of the group's executive committee / coordination of the group's investment committee) since 2018. From 2014 - 2017 he was Group Head of M&A at Klepierre.

Before joining Klepierre, Cyrille worked for HSBC Investment Banking in Paris as Director M&A – Real Estate, Lodging and Leisure – between 2007 and 2014. Prior to that he gained experience at Deloitte & Touche LLP in Los Angeles, New York and Paris.

He holds a Master's degree in Corporate Finance and Strategy from EM Lyon.

Cyrille François Paul Deslandes, General Manager of Klepierre Management Deutschland GmbH, Director of Klepierre Management Nederland B.V., Klepierre Alexandrium B.V., Klépierre Villa Arena B.V., Klépierre Markthal B.V. and Klépierre Management B.V., Board member of Foncière de Louvain-la-Neuve SA. Real person delegate of KLE DIR SAS, Chairman of the Board of Directors of Tan Gayrimenkul, Real person delegate of KLE DIR SAS, Chairman of the Board of Directors of Üçgen Bakım.

Özge Bulut MARAŞLI
Director (Independent)

Özge Bulut Maraşlı was born in 1970, graduated from Boğaziçi University Department of Economics and has a master degree from Sabancı University Department of Business Administration. Having worked for Hacı Ömer Sabancı Holding AŞ and its subsidiaries between 1993 and 2006, Ms. Bulut Maraşlı took part in various roles in finance and business development management at MarSA Kraft, a JV company in partnership with Kraft Foods International, in the fast moving consumer goods sector in the first 10 years. Afterwards, she worked as a consultant in many sectors such as strategic planning, business development, M&A, privatization and restructuring of energy projects, telecom, food, retail, automotive and cement business units under the direction of the Holding CEO. Ms. Bulut Maraşlı, who assumed senior management positions at Doğan Holding between 2006-2018, still continues to be a Consultant to the Board of Directors of the Holding. She served as the Head of the Investor Relations and Corporate Relations Department of the company, and a Consultant to the Board of Directors of Doğan Enerji, Doğan Organic Products, Milpa, Ditaş and Çelik Halat AŞ between 2006 and 2011. She then served as the CEO of Kanal D and D Yapım companies, and a Deputy CEO of Doğan TV Holding until May 2018.

Maraşlı is a member of the Board of Directors of Women on Board Association, IWF, Re-We, International Academy of Television Arts & Sciences, member of Arya Women Platform Challenge Club Presidents Committee, member of the High Advisory Board of Turkish Investor Relations Association, member of Sabancı University MBA Program and PWN Advisory Board, member of TKYD, WPO and G20 Young Global Leaders, member of WEF MEI Strategy Executives Board, she is also a member of TUSİAD Corporate Entrepreneurship Working Group and Endeavor Business Mentors.

Ömer EGESEL
Director (Independent)

Born in Ankara in 1963, Ömer Egesel started his professional career as an engineer at STFA Construction CO. Libya, after graduating from Middle East Technical University, Civil Engineering Faculty. He continued his career in various managerial positions (e.g., manager, coordinator, assistant general manager, general manager, member of the board of directors) in Retail and Real Estate sectors. Ömer Egesel also served as a Member of the Executive and Advisory Board in non-governmental organizations such as ULI and GYODER periodically.

Ömer Egesel served as DiaSA General Manager in the retail industry between 1998 and 2008, and as general manager and board member at Tekfen Holding and Sanko Holding companies between 2008 and 2020, respectively. Egesel has been working as Qatari Diar REIC Country Manager since the beginning of 2021. He speaks English and beginner level Spanish.

Aycan AVCI
Director (Independent)

Aycan Avcı was born in 1970 and graduated from Georgetown University Department of International Economics in 1992. Mr. Avcı started his professional career in 1993 at Koç Group and held various positions in Istanbul and Moscow. Between 1996 and 1998, Mr. Avcı served as the chief representative of CIS at Interbank. In 2000, he received his MBA (Finance and Economics) from Columbia Business School. Mr. Avcı worked as a consultant at McKinsey & Company between 2000-2002 and at Reform Corporate Consultancy between 2002-2004 and as a manager at PCG Consultancy between January 2005 and September 2005. In October 2005, Mr. Avcı transformed the family-owned Aya Consulting into a consulting company focused on financial consulting and provided financial consulting services at Aya Consulting until August 2023. As of September 2023, he started to provide consultancy services as a partner in Assos Consultoria, S.L. in Barcelona.

Avcı has also been a member of the Board of Directors at Tatko T.A.Ş. since 2014, Apsiyon.com since 2016, Tatko Lastik, FU Gayrimenkul and Waternet since 2017, Erak Giyim and Bimser Çözüm Ticaret ve Yazılım A.Ş. since 2018, LG Lastik Girişim since 2021, Çözüm Perakende A.Ş. since 2023 and Aya Danışmanlık Hizmetleri since 2024. He has also been serving as an Independent Board Member at Bosch Fren Sistemleri since 2019.

Damla Tolga BİROL
Director (Independent)

Damla Birol was born in Ankara in 1964 and completed her high school education at Istanbul Robert College in 1982. Then, she graduated from Boğaziçi University, Department of Business Administration in 1986 and received a Fulbright scholarship and received his MBA degree from Indiana University in 1989. Birol started his career as a Product Manager at Procter & Gamble Canada in Toronto in 1989 and then worked as Marketing Manager at Procter & Gamble Turkey. Between 1996 and 2003, she worked as Sales and Marketing Director at Emsan Holding and as a consultant at companies such as Türk Tuborg, Pınar, Pamukbank and Türk Nokta Net.

In 2003, Ms. Birol joined Türk Tuborg as Vice President of Marketing and later served as Vice President of Sales and Marketing and Deputy CEO of the same company. She has been the CEO of Türk Tuborg A.Ş. since 2007 and has been a member of the Board of Directors since 2012.

In addition to her duties at Türk Tuborg, Damla Birol is a member of the Board of Directors of Eti Gıda, Doğan Publishing and Istanbul Museum of Modern Art. In the past, she was a member of the Board of Directors at Pınar Su and Dyo Boya. Damla Birol is also a member of the Board of Directors of Women on the Board of Directors and Yeniden Biz Associations, which support the advancement of women in business life, as well as a member of the Board of Directors of YASED and TÜSİAD. She has 30 years of experience in sales, marketing, brand creation and demand generation, focusing large teams, creating excellent execution in the field, supply chain, corporate governance, general management and M&A in different sectors.

Süleyman Hakan TÜMKAYA
General Manager

Hakan Tümkaya graduated from Istanbul University, Faculty of Economics in 1996. Then, between 1999-2008, in Germany, in the group companies of the REWE Group in the Frankfurt region; he worked as Assistant Logistics Department Manager, Logistics Department Manager, Regional Sales Assistant Director and Regional Sales Director. Returning to Turkey at the end of 2008, he made his debut in the shopping mall sector with a managerial position within a company with a German partnership. Hakan Tümkaya transferred to Avm Mfi Partners company in 2010 and continued his career as a shopping mall manager between 2010-2012,

and continued as a Regional Manager in the same company between 2012-2015. Hakan Tmkaya, who worked as the Regional Director in the Retail Property Management Department at JLL Turkey between 2015-2019, most recently started to work as the Shopping Center and Facility Director at Akmerkez in 2019. As of May 16, 2022, he assumed the title of General Manager of Akmerkez AVM.

1.4.1.4. Committees under the Board of Directors:

1.4.1.4.1. Working Principles of Committees Including the Members, Meeting Frequency and Activities:

The Board of Directors has formed an Audit Committee, Corporate Governance Committee and Early Risk Detection Committee by reviewing the structure and activities of the existing committees in accordance with the provisions of the Corporate Governance Communiqu  of the Capital Market Board. The duties and responsibilities of the Nomination Committee and Remuneration Committee stipulated in the Corporate Governance Communiqu  are performed and fulfilled by the Corporate Governance Committee. All of the committees fulfill their duties effectively.

Audit Committee		
Name Surname	Title	Position
�zge BULUT MARAŐLI	President	Independent Director
�mer EGESEL	Member	Independent Director
Aycan AVCI	Member	Independent Director

Early Risk Identification Committee

Name Surname	Title	Position
�mer EGESEL	President	Independent Director
Aycan AVCI	Member	Independent Director
�zge BULUT MARAŐLI	Member	Independent Director
Alize D�N�K�K	Member	Director
Sinan Kemal UZAN	Member	Director

Corporate Governance Committee

Name Surname	Title	Position
Aycan AVCI	President	Independent Director
�zge BULUT MARAŐLI	Member	Independent Director
�mer EGESEL	Member	Independent Director
Nil�fer AYDIN	Member	Finance Director
Hatice KARA	Member	Corporate Governance and Investor Relations Consultant

Duties, working principles and members of the committees have been determined by the Board of Directors and disclosed to the public on the Public Disclosure Platform and the corporate Internet site of the Company.

All members of the Audit Committee are the independent directors assigned in the Board of Directors.

Chairman of the Corporate Governance Committee Aycan Avci, members  zge Bulut MaraŐlı and  mer Egesel are independent directors. Hatice Kara, another member of the Corporate Governance Committee, is the Investor Relations Consultant holding Capital Market Activities Advanced Level (License No: 200038) and Corporate Governance Rating (License No: 700178) licenses. She has been assigned to the committee pursuant to article 11.2 of the Corporate Governance Communiqu . Nil fer Aydın, another member, is also the Finance Director of the Company.

As for the Early Risk Detection Committee, Chairman Ömer Egesel, member Aycan Avcı and member Özge Bulut Maraşlı are independent directors while other members are non-executive directors.

The General Manager does not assume duty in any committee.

Although the management makes efforts in order not to assign a director in more than one committee, some of the members undertake positions in two or more committees owing to their knowledge and experience on the relevant fields.

Every kind of resource and support required for carrying out of duties of the committees is provided by the Board of Directors. The committees are able to invite any manager to their meetings for opinion exchange to the extent necessary.

The committees benefit from the opinions of independent specialists where they deem necessary regarding their activities. The cost of any such consultancy services is covered by the Company. In this case, however, the information about the person/firm from whom/which the service is received and the information about whether that person/firm has any relationship with the company should be provided in the annual report.

The committees document and keep a record of all the works they carried out. The committees meet with the frequency as deemed necessary for efficiency of the works and as set in the working principles. They submit the reports containing the information about their works and the outcomes of their meetings to the Board of Directors.

Corporate Governance Committee determines whether the corporate governance principles are complied with by the company or not and, if not complied with, the reasons thereof and any conflict of interest arising from failure to comply with these principles in full and makes recommendations for improvement of the corporate governance practices to the Board of Directors and supervises the works of the investor relations department.

The corporate governance committee also fulfills the duties and responsibilities of the Nomination Committee and the Remuneration Committee, which are provided in the Corporate Governance Communiqué.

In that respect, the Corporate Governance Committee held 6 (six) meetings in 2024 and the outcomes of the meeting were submitted to the Board of Directors by means of a report.

Early Risk Detection Committee is responsible for determining the risks that may endanger existence, development and continuation of the company early, taking necessary measures for the relevant risks and managing the risks according to which it reviews the risk management systems at least once a year. The committee assesses the current situation, points of dangers, if any, and remedies by means of a report to be submitted to the Board of Directors every two months.

In that respect, the Early Risk Detection Committee held 6 (six) meetings once every two months in 2024 and issued 6 (six) reports.

Audit Committee supervises the accounting system of the company, the disclosure of the financial data to the public, the independent audit, and the operation and efficiency of the internal control and internal audit systems of the company. Audit Committee is also in charge of selection of the independent audit firm, preparation of independent audit contracts and commencement of the independent audit process, and performance of the audit tasks by the independent audit firm.

Audit Committee shall determine the independent audit firm to be contracted by the Company as well the services to be procured from the relevant firm and present the same to the Board of Directors to be escalated to the general assembly for approval.

Audit Committee shall be responsible for setting the methods and criteria to be applicable for examining and resolving the complaints filed to the company regarding its accounting and internal control system as well as independent audit processes and evaluating the reports made by the employees regarding the accounting and independent audit practices at the Company in a strictly confidential manner.

Audit Committee informs the Board of Directors in writing of its assessments regarding the accuracy and correctness of the annual and interim financial statements to be disclosed to the public in terms of their compliance with the accounting principles of the Company by preparing a report containing its own assessments along with those of the relevant managers and independent auditors of the Company.

Activities by the Audit Committee, results of meetings and written reports submitted to the Board of Directors within the accounting period:

Audit Committee performed its functions indicated in the Corporate Governance Communiqué in 2024.

Audit Committee held 6 (six) meetings in 2024 and presented the resolutions to the Board of Directors by means of a report indicating meeting results in detail. The Committee made a suggestion to procure independent audit services from PwC Bağımsız Denetim ve Serbest Muhasebeci Mali Müşavirlik A.Ş. in 2024, noted that the annual and interim financial statements and footnotes to be disclosed to the public were compatible with the relevant regulations and principles and evaluated and monitored the actions suggested on the basis of the findings of the internal audit.

1.4.1.4.2. Evaluation of the Board of Directors regarding the Activities Conducted by the Committees:

In 2024, all of the Committees fulfilled the tasks and obligations required under the Corporate Governance Principles and their respective regulations and conducted their activities effectively.

In 2024, pursuant to the annual meeting plans that are deemed necessary, indicated in the relevant Regulations and duly created for the effectiveness of the activities;

- Audit Committee convened 6 (six) times,
- Early Risk Detection Committee convened 6 (six) times, and
- Corporate Governance Committee convened 6 (six) times,

In that respect, the Corporate Governance Committee presented 6 (six) reports to the Board of Directors while the Early Risk Detection Committee and Audit Committee submitted 6 (six) and 6 (six) reports respectively each.

The “Audit Committee” which is responsible for taking all necessary measures in order to ensure performance of any and all internal and independent audits adequately and transparently in addition to implementation of the internal control system effectively informed the Board of Directors of its suggestions for the relevant matters including opinions and suggestions about internal audit and internal control system.

The “Corporate Governance Committee” which is supposed to monitor the company in terms of compliance with the Corporate Governance Principles, undertake improvement activities and

make suggestions to the Board of Directors ascertained whether or not the Company implemented the Corporate Governance Principles, made suggestions to improve the Corporate Governance principles to the Board of Directors and supervised the activities of the Investor Relations Division. The activities related to the grading of the compliance of the Corporate Governance Committee and Investor Relations Division with Corporate Governance Principles were reviewed by Saha Kurumsal Yönetim ve Derecelendirme Hizmetleri A.Ş. ("Saha") as a result of which our first Rating for Compliance with Corporate Governance Principles was announced in 2016 (9,22) while the periodical revision rating for 2017 was (9,37). In 2018, this rating (9,37) was confirmed again. In 2019 our rating was announced as (9,43) while the periodical revision rating for 2020 was (9,44). In 2021 and 2022 our rating was confirmed as (9,44). In 2023, our rating was announced as (9,48) and our rating was updated to (9,51) in 2024. The rating report and periodical revision report were disclosed to the investors by means of the Special Condition Disclosure on 06.12.2016, 06.12.2017, 06.12.2018, 06.12.2019 07.12.2020, 07.12.2021, 07.12.2022, 07.12.2023 and 06.12.2024 respectively.

The "Early Risk Detection Committee" took necessary steps to ensure early detection of the risks that may endanger the existence, development and continuity of the Company, to take the necessary measures regarding the risks so detected and to manage such risks in addition to reviewing the risk management systems of the Company in line with the Corporate Governance Principles.

1.4.1.5. Meetings Held by the Board of Directors and Attendance of Directors:

The Board of Directors convenes as frequently as it is required to fulfill its duties efficiently in compliance with the relevant working principles. The Board of Directors four (4) times with the average participation rate of 95% in 2024. Throughout the year, 23 board resolutions were adopted in total. The resolutions were made as per article 390.4 of Turkish Commercial Code. All of the Board resolutions requiring were passed unanimously in 2024. In other words, none of the directors raised an objection to the resolutions passed in 2024.

1.4.1.6. Distribution of Tasks Among Directors, Duties and Powers of Directors, Limitations of Powers Granted to Directors and Senior Managers, Term of Offices (Start Date and End Date), Collective Bargaining Practices, Benefits Provided to Employees:

The Chairman and Vice Chairman were elected from among directors and the tasks were distributed accordingly.

The resolution on internal directive adopted by the Board of Directors on 17.06.2022 is announced in Turkish Trade Registry Gazette on issue number 10605 of 23.06.2022, and the resolution on distribution of tasks on 19.04.2024 is announced in Turkish Trade Registry Gazette on issue number 11073 of 02.05.2024

The directors and senior managers of the company are endowed with the powers indicated in Capital Market Act, Turkish Commercial Code, Articles of Association of the company, and several applicable legislations. The duties and powers of the General Manager and Finance Director of the Company are provided in the Internal Directive of the company.

Term of office designated for the directors is indicated in section "1.4.1 Board of Directors" herein.

The Company does not pursue collective bargaining processes in that it pays wages to its employees in line with the applicable labour contracts. The benefits provided to the directors and senior managers are explained in section "B. Financial Benefits Provided to Directors and Senior Managers" herein.

1.4.2. Information about the Senior Executives and External Positions:

The senior officers of the Company are General Manager Süleyman Hakan TÜMKAYA, Finance Director Nilüfer AYDIN and Leasing Director Cem ERTUĞRUL. Süleyman Hakan TÜMKAYA is the General Manager of the Company. Süleyman Hakan TÜMKAYA is a non-executive director of Üçgen Bakım ve Yönetim Hizmetleri A.Ş. in addition to being the General Manager of Akmerkez Gayrimenkul Yatırım Ortaklığı A.Ş.

1.4.3. Headcount:

The company has seven employees, including the general manager, as the average of 2024.

1.5. Information about the Transactions Carried Out by Directors with the Company on behalf of Themselves or Third Parties Pursuant to the Permission of the General Assembly and Activities subject to the Rule of Non-Competition, if any:

The Directors did not carry out any transaction with the Company on behalf of themselves or third parties in 2024. The tasks assumed by the Directors outside the Company based on the permission of the General Assembly are indicated in section "1.4. Information about Board of Directors, Senior Managers and Number of Employees".

B. FINANCIAL BENEFITS PROVIDED TO DIRECTORS AND SENIOR MANAGERS:

Below are the details about the wages and all other benefits provided to the directors and senior managers.

a) Total amount of the financial benefits such as attendance fee, remuneration, premium, bonus, dividend etc.:

Directors received financial benefit of monthly net TRY-22,250.00 per person until 4th of April and monthly TRY-44,000.00 per person thereafter as decided at general assembly meeting on 04.04.2024, making gross TRY-6,893,067.75 in total while the senior managers were paid gross TRY-22,633,198 in total during 2024. Remunerations and salaries paid and all other benefits provided to the members of the directors and the senior managers were disclosed collectively to the public through the footnotes to the financial statements in the annual report.

Below is the breakdown of the gross benefits provided to the directors in 2024:

Director	Amount (TRY)
Raif Ali Dinçkök	690,681.13
Murat Gigin	690,681.13
Sinan Kemal Uzan	690,681.13
Davit Braunştayn	690,681.13
Alize Dinçkök	690,681.13
İhsan Gökşin Durusoy	594,200.58
Ömer Egesel	690,681.13
Özge Bulut Maraşlı	690,681.13
Aycan Avcı	690,681.13
Damla Tolga Birol	82,737.03
KLE DIR SAS (Cyrille François Paul Deslandes)	690,681.13
Total	6,893,067.75

b) Information about total amount of given allowances, travel, accommodation and representation expenses and cash and non-cash facilities, insurances and similar securities:

The senior officers in the company are General Manager, Finance Director and Leasing Director. The Senior officers were provided with a health insurance amounting to TRY-301,630.08 during the accounting period.

C. RESEARCH AND DEVELOPMENT ACTIVITIES OF THE COMPANY:

The Company does not carry out any R&D activity.

Ç. CORPORATE ACTIVITIES AND IMPORTANT DEVELOPMENTS REGARDING THE ACTIVITIES:

a) Information about the investments made by the company during the respective accounting period:

The current real estate of the company held for investment purposes increased in the relevant accounting period. The increase was attributable to the expenses incurred by Üçgen Bakım ve Yönetim Hizmetleri A.Ş. for management services which were posted to the Company in pro rata basis for investment purposes and the Company's own fixed assets expenses.

b) Information about the internal control system and internal audit activities of the Company along with the opinion of the Board of Directors:

The Board of Directors reviews the efficiency of the risk management and internal control systems at least once a year.

The Board of Directors establishes the internal control systems to include the risk management and information systems and processes which can minimize the impacts of the risks which may affect the stakeholders of the Company, primarily the shareholders, by taking into account the views of the relevant committees of the Board of Directors.

The existing internal control system intended for various purposes including increasing efficiency and productivity in corporate activities, ensuring reliability of financial reporting and compliance with the laws and regulations was audited by KPMG Yönetim Danışmanlığı A.Ş. based on the annual internal audit plan created and the professional services agreement and the results of the audit were reported to the Audit Committee.

c) Information about direct or indirect affiliates of the Company as well as share rates:

The Company does not have any subsidiary or affiliate.

d) Information about treasury shares acquired by the Company:

The Company did not acquire its treasury shares.

e) Remarks about the private audit and public audit conducted during the accounting period:

Any private or public audit was not conducted during the accounting period of 2024.

f) Information about litigations filed against the Company, which may affect the financial standing and activities of the company, and their potential results:

There is no litigation initiated filed the Company which may affect the financial standing and activities of the Company. However, the litigations filed against the Company are summarized in the appendix to this Annual Report (Annex:1).

g) Remarks about any administrative or judicial sanctions imposed on the company and directors owing to actions in breach of regulatory provisions:

There is no administrative or judicial sanction imposed on the directors owing to actions in breach of regulatory provisions.

h) Information and evaluations about whether the targets established in the previous periods have been achieved or not, whether resolutions of the general meeting have been fulfilled or not, and if the targets have not been achieved or the resolutions have not been fulfilled, reasons thereof:

The company has achieved its determined financial targets, maintained occupancy rates and paid dividends. The resolutions of the general assembly meeting were duly fulfilled.

i) Information about the extraordinary general meeting, if applicable, including the date of the meeting, the resolution passed in the meeting, and transactions executed in this regard:

No extraordinary general assembly meeting was held during 2024.

j) Information about any donations and aids made and expenses incurred in relation with social responsibility projects carried out by the Company during the year:

The company made a donation of TRY-158,853 in 2024. There isn't any expense incurred within the scope of the social responsibility projects within the relevant year.

k) Information about regulatory modifications which might have a significant impact on the corporate activities:

No regulatory modifications has been made which might have a significant impact on the corporate activities.

l) Information about other important developments on the corporate activities:

When 2024 is evaluated in terms of the Shopping Center and Retail sector, it is a continuation of 2023, which achieved a positive momentum. It is seen that it is a period in which positive turnover growth is experienced and shopping volume remains alive, especially in the first 3 quarters of the year.

In terms of visitor numbers, although especially the second and third quarters of 2024 were unchanged compared to last year, Akmerkez outperformed the sector average with a 3% increase in visitor numbers for the same period. Increasing visitor numbers and very good turnover performances enabled us to close the year above our targets in terms of turnover efficiency, per capita spending and turnover rental revenues.

In 2024, we focused on both strengthening our brand mix through store changes with a view to maintaining high store occupancy rates, and on brand choices that would contribute to overall performance. In brand changes, new approaches were developed by considering sector and function changes and store optimization in certain areas. Increased turnover performances in line with this strategy had a positive impact on the Company's rental income and profitability.

D. FINANCIAL STANDING:

a) Analysis and evaluation of the managing body regarding the financial standing and the results of the activities; degree of realization of the planned activities; and position of the company against the established strategic goals:

When 2024 is evaluated in terms of the Shopping Center and Retail sector, it is a continuation of 2023, which achieved a positive momentum. It can be said that especially the first 3 quarters of the year were a period in which positive turnover growth was experienced and shopping volume remained vibrant.

2024 was a positive year in terms of achieving a performance above the targets set, net profit realized at a level above the budgeted figures and high dividend distribution.

b) Information about sales, productivity, income generating capacity, profitability, and liability/shareholders' equity ratio of the Company in comparison with previous years, and about other matters which may give an idea about the results of the activities of the company, and prospects for the future:

The company maintained its occupancy rate in 2024 and increased its net sales.

Primary financial indicators:

Balance-Sheet Items (Million TRY)	31.12.2024	31.12.2023
Current assets	665.73	510.66
Fixed assets	7,993.83	7,740.24
Total assets	8,659.56	8,250.90
Short term liabilities	27.15	38.95
Long term liabilities	1,310.80	11.24
Shareholders' equity	7,321.62	8,200.71
Total Liabilities and Shareholders' equity	8,659.56	8,250.90
Income Statement Items (Million TRY)	2024	2023
Net sales	783.50	720.28
Cost of sales (-)	187.76	180.15
Gross profit	595.74	540.13
Operating profit	532.88	485.61
Deferred Tax Expense (-)	263.73	-
Net Profit for the Year	524.40	716.91
Financial Indicators (Million TRY)	2024	2023
Gross Profit Margin	76.04%	74.99%
Net Profit Margin	66.93%	99.53%
Debt-Equity Ratio	18.27%	0.61%
Total Debts/Total Assets	15.45%	0.61%

Total amount of the minimum rent incomes to be obtained in the future within the framework of the lease agreements executed in connection with the income generating capacity of the Company and the amount thereof for each period are specified hereinbelow (TRY):

	31.12.2024	31.12.2023
Less than 1 Year	434,387,744	414,170,586
Between 1 and 5 Years	622,801,361	718,446,935
Over 5 years	53,918,113	36,548,381
Total	1,111,107,218	1,169,165,902

Akmerkez intends to continue to conduct its activities within the framework of the capital market legislation and the other legal legislation by maintaining its profitability without sacrificing quality in 2025.

c) Considerations and evaluations of the Board of Directors as to whether the company has lost its capital or has gone into debt, and actions considered to be taken to improve the financial construction of the company:

The company has not lost its capital or any situation of debt-choked is not in question.

d) Information about the dividend distribution policy, and if dividend will not be distributed, its reason and proposal as to how the retained profit will be used:

Our Company's updated Profit Distribution Policy was adopted by the majority of votes at the Ordinary General Assembly for the year 2018 held on 29.03.2019.

Dividend distribution policy of the company is as follows:

The Dividend Distribution Policy of AKMERKEZ GAYRİMENKUL YATIRIM ORTAKLIĞI ANONİM ŞİRKETİ seeks that the shareholders earn regular income from the shares. For the purpose to attain the goals set out in the mission and vision of the Company, our DIVIDEND DISTRIBUTION POLICY has been established by the provisions of Turkish Commercial Code, Capital Markets Board (CMB) Communiqué on Corporate Governance, Profit Share Communiqué numbered II-19.1 and other related capital markets legislations, tax legislations and other relevant legislations within the framework of article 30, titled 'DIVIDEND DISTRIBUTION', of the Articles of Association of the Company which is paraphrased below.

1. Article 30 "DIVIDEND DISTRIBUTION" of the Articles of Association of the Company reads as follows:

"The company shall observe the principles in Turkish Commercial Code and capital market regulations with respect to distribution of profits.

Net profit is that amount remaining after the deduction of any and all amounts such as the general expenses of the Company and miscellaneous depreciation values, provisions and all taxes and other financial obligations which should be paid out or set aside by the company from the total revenues determined at the end of the accounting period. After the losses of the previous year are deducted from the net profit to be determined pursuant to the foregoing article:

General Legal Reserve Fund

- a. 5% of the remaining amount will be set aside as legal reserve fund until it amounts to 20% of the paid-in capital pursuant to article 519 of the Turkish Commercial Code.

First Dividend

- b. The first dividend shall be set aside from the assessment to be calculated by adding the donations made within the relevant accounting year to the remaining sum to be determined by the general assembly in line with the dividend policy of the company provided that it shall not remain below the ratio and amount specified by the Capital Market Board.
- c. General assembly may resolve to set aside up to 5% of the remaining sum to be distributed to directors.

Second Dividend

- d. After deducting the amounts mentioned in subparagraphs a, b, and c from net profit, at least 80% of the remainder shall be distributed as second dividend,
- e. In case there is still a remainder after deducting the amounts mentioned in subparagraphs a, b, c, and d from net profit, the general assembly shall be authorized to distribute this portion in part or in whole by adding in second dividend, to leave in the balance sheet as end-of-period profit, to add in legal or optional reserves or to set aside as extraordinary reserves.
- f. The amounts obtained pursuant to article 519, paragraph 2 of the Turkish Commercial Code will be added to the general legal reserve fund.
- g. Unless the statutory reserves and dividends determined for shareholders under the articles of association are set aside, it shall not be possible to make a resolution to set aside any further statutory reserves, transfer profits to the upcoming year and to distribute profit shares to directors and employees and profit shares may not be distributed to such person without paying the duly determined profit share.

The Company may distribute advance for profit share to the shareholders pursuant to the provisions of the capital market legislations."

2. There is no privilege applicable for dividends pursuant to the Articles of Association.
3. The dividend set aside for distribution to the shareholders shall be distributed equally to all of the existing shares as of the distribution date in pro rata basis without having regard to the issue and acquisition dates of the relevant shares.

4. Dividend distribution may be fulfilled in cash or bonus shares or else partially in cash and partially in bonus shares.
5. Dividend distribution date shall be determined by the General Assembly based on the proposal of the Board of Directors provided that it shall not contradict with the capital market regulations and the dividend distribution processes shall be initiated as of the end of the accounting period when the general assembly meeting is held at the latest.
6. In the event that the general assembly makes a resolution for dividend distribution, it shall be possible to require distribution of dividends within a certain date range or until as late as the end of the year in that the general assembly shall authorize the Board of Directors to ascertain the dividend distribution date. In that respect, the date of cash distribution of dividends shall be ascertained through a board resolution to be adopted minimum fifteen days in advance and the investors shall be duly informed of the dividend distribution date by means of a special condition disclosure to be published on the Public Disclosure Platform.
7. Dividends might be distributed in instalments of equal or varying sums so long as such distribution is resolved in the relevant general assembly meeting. The number of instalments shall be determined by the general assembly or the Board of Directors if explicitly authorized by the general assembly.
8. According to the Articles of Association, the Board of Directors may distribute advance for dividends to the shareholder in line with the capital market regulations provided that the Board of Directors should be authorized to make such distribution by the general assembly and comply with the relevant capital market regulations.
 - a. It shall be possible to distribute dividend advance in cash based on the profit indicated in the interim financial statements. Dividend advance for a certain interim period shall not be distributed in instalments.
 - b. If the Board of Directors is empowered to distribute dividend advance by the general assembly, the Board of Directors shall adopt a resolution as to whether or not to distribute dividend advance and disclose this resolution to the public based on the Board regulations regarding disclosure of special conditions to the public as of the date of public disclosure of interim financial statements at the latest.
 - c. Dividend advance shall be distributed equally to all of the existing shares as of the distribution date in pro rata basis without having regard to the issue and acquisition dates of the relevant shares. Dividend advance may not be distributed to anyone other than the shareholders. Dividend advance shall be paid without regard to the privileges of the privileged shares.
9. If the dividend distribution policy is intended to be amended, the board resolution adopted for the amendment and the justification thereof shall be disclosed to the public pursuant to the Board regulations regarding disclosure of special conditions to the public.

E. RISKS AND EVALUATION OF THE BOARD OF DIRECTORS:

a) Information regarding the risk management policy, if any, to be applied against the anticipated risks:

The Board of Directors reviews the efficiency of the risk management and internal control systems at least once a year.

The Company's risk inventory is one of the most important monitoring tools used by the Company in its risk management activities. The risk inventory includes the Company's operational, financial, reputation, compliance and strategic risks. Risks with high and very high risk scores are monitored at the Board of Directors level, detailed action plans are created and a risk owner is assigned for each risk. The risk owner is responsible for managing the relevant risk within the framework of the agreed action plan. Thus, the risk management philosophy has become a permanent item in the routine business agenda of Company executives.

Updated in line with sectoral and corporate developments, this philosophy has become an integral part of the Company's practices.

The existing internal control system, particularly in terms of increasing efficiency and productivity in the Company's operations, ensuring reliability in financial reporting, and compliance with laws and regulations, was audited by KPMG Yönetim Danışmanlığı A.Ş. under a professional service contract within the framework of the annual internal audit plan, and the audit results were reported to the Audit Committee.

b) Information about the activities and reports of the Early Risk Detection and Management Committee, if any:

The Early Risk Detection Committee is responsible for conducting studies in order to early detect the risks which may endanger the existence, development and continuity of the Company, to take the necessary measures regarding the risks so detected and to manage such risks and this Committee reviews the risk management systems at least once a year. The Committee evaluates the situation and point out the dangers, if any, and indicates the remedies in this respect in the report to be submitted to the Board of Directors every two months.

In that respect, the Early Risk Detection Committee held 6 (six) meetings once every two months and issued 6 (six) reports in 2024.

c) Prospective risks involving sales, productivity, income-generating capacity, profitability, debt - equity ratio and similar issues:

Similar risks that have persisted for the last few years remained valid for 2024, but despite these risks, the Company's risk management approach was well managed to close the year with a Company performance that exceeded the targets. The inflationary environment, which is expected to continue in 2025 even though it has entered a downward trend, will have a negative impact on the costs of the Companies, while retailers may be adversely affected due to decreasing profit margins despite increasing costs and operational expenses as a result of the fact that the turnover capability does not continue to increase at the same rates and the stagnation or, in a worse case scenario, contraction in customer demand. This situation constitutes a financial risk for the Company as it may adversely affect the solvency and continuity of tenants based on current rent levels. Especially in the first half of 2025, the possibility of these signals being stronger is evaluated and financial risk planning is made accordingly.

In addition, due to the above-mentioned risks, it is considered that some retailers in the sector may have both payment difficulties due to product supply problems, inability to manage their financial risks correctly, inability to achieve the right profitability, and may decide to reduce the number of stores in order to make their operations more efficient, and these possibilities may have a negative impact on our revenue generation capacity. Nevertheless, we foresee that we will maintain both occupancy rates and rental efficiency by managing possible situations with our tenant-based efficiency analyzes and continuous follow-ups, without having a negative impact on the Company's income, and by making tenant changes with the right timing.

No risk is expected regarding the debt-equity ratio of the Company for the above mentioned risks.

F. OTHER MATTERS:

After the end of the operating year, there is no event of special importance that may affect the rights of shareholders, creditors and other relevant persons and organizations.

a) Independent Auditor:

Pursuant to the Turkish Commercial Code and Communiqué on the Independent Audit Standards in the Capital Market as amended through the Communiqué Series X no. 28 of the Capital Market Board and as per the resolution of the Board of Directors on the subject matter, it was resolved by majority of votes at the annual general meeting held on 04.04.2024 that PwC Bağımsız Denetim ve Serbest Muhasebeci Mali Müşavirlik Anonim Şirketi, which was recommended by the Committee in charge of audit, be elected as the independent audit firm for audit of financial statements and reports of the Company in the 2024 in order to cover the accounting period of 2024.

b) Summary of the Valuation Report Issued on the Assets in the Portfolio:

Below is the summary of the real estate valuation carried out by Lotus Gayrimenkul Değerleme ve Danışmanlık A.Ş.:

Estimated market value as of 27.12.2024 (20% VAT excluded) : TRY-7,988,410,000.

c) Current Status, Completion Rate and Duration of the Projects, Realization Potential of the Predictions, Problems, etc.:

The Company did not undertake any project in 2024.

d) Detailed Information about Leases of Portfolio Assets:

The portfolio of the Company is comprised of Akmerkez shopping mall, trade center and residence complex. The complex has a total of 600 independent units, 473 of which are owned by Akmerkez GYO comprised of 445 units in the shopping mall and 27 units in the residential section in addition to 1 office.

e) Comparative Financial Statements:

Please see the appendix (Annex:2).

f) Information About the Control of Portfolio Limitations which is Set Out In Article 38.2 of the Communiqué on the Principles Applicable to Real Estate Investment Partnerships:

Information about the control of portfolio limitations set out in article 38.2 of the Communiqué on the Principles for Real Estate Investment Partnerships is provided in the footnotes to the financial statement (Annex:2-footnote 27).

g) Information about the Sector of the Enterprise along with its Position in the Sector:

Information about the sector of the enterprise is active along with its position in the sector is provided in sections “Sectoral Activities in 2024” and “Akmerkez in Brief” of the annual report.

h) Developments in the Investments, Incentives and their Beneficial Outcomes, if applicable:

The Company does not have any investment other than the existing real estates in Akmerkez Commercial Center.

i) Financial Sources of the Company, and Nature and amount of any Capital Market Instruments Issued by the Company, if any:

Financial sources of the Company consist of rental income. The Company has not issued any securities.

j) Amendments to the Articles of Association Introduced and Reasons Thereof:

The Company did not amend its Articles of Association within the relevant year.

k) Corporate Governance Principles Compliance Report:

a. Statement of Compliance with Corporate Governance Principles

In this current era marked with global competition and change, Akmerkez aims to attain the fair company level by keeping pace with the change through the corporate governance practices besides its financial successes. Accordingly, the Company is dedicated to create sustainable value for its stakeholders as part of its primary goals. Akmerkez maintains its privileged status a respectable, innovative, hardworking, creative and cooperative enterprise thanks to the long-standing Corporate Governance Principles which make it possible to form a good standing and reliable stance toward its clients, employees and the society as well as its shareholders and society at large.

The purpose of these principles is to strengthen the trust of all beneficiaries in the Company. In line with this goal, Akmerkez has declared that it will observe the Corporate Governance Principles and introduce the regulations required by these principles in accordance with the current practices.

Pursuant to the Corporate Governance Communiqué no. II-17.1 adopted through the Capital Market Resolution no. 2/49 of 10.01.2019, the Corporate Governance Compliance Reports shall be disclosed in the Public Disclosure Platform in line with the drafts of Corporate Governance Compliance Report (URF) and Corporate Governance Information Form (KYBF). The reports are available at the “Corporate Governance” and “Corporate Governance Principles Compliance Reports” tabs on <https://www.kap.org.tr/tr/sirket-bilgileri/ozet/1399-akmerkez-gayrimenkul-yatirim-ortakligi-a-s>.

The Company complies with all of the mandatory corporate governance principles provided in the Corporate Governance Communiqué (II-17.1) of the Capital Market Board.

Reasons for non-implementation of the principles provided in the Corporate Governance Communiqué (II-17.1) of the Capital Market Board, whose implementation is not compulsory, are presented below on the basis of principle:

Regarding the Principle No. 1.5.2 of the Corporate Governance Communiqué: Maximum care is given to letting use of the minority rights. The minority rights have not been granted by the articles of association to those who own less than one twentieth of the capital.

Regarding the Principle No. 2.1.4 of the Corporate Governance Communiqué: The fundamental information and reports available in the corporate website are also provided in English.

Regarding the Principle No. 3.1.3 of the Corporate Governance Communiqué: The corporate website contains some of the policies and procedures related to the rights of the beneficiaries.

Regarding the Principle No. 3.3.5 of the Corporate Governance Communiqué: Decisions taken in connection with the employees or developments concerning the employees are communicated to the employees. No representative has been appointed due to small number of the employees.

Regarding the Principle No. 4.4.7 of the Corporate Governance Communiqué: Member of the Board of Directors spares adequate time for the business of the Company. If Member of the Board of Directors is a manager or member of Board of Directors in any other company, this does not lead to a conflict of interest and interfere with the duty of the member in the company. For this reason, undertaking of other duty or duties by the Members of the Board of Directors outside the Company has not been bound with certain rules or has not been limited. Any duties undertaken by the Members of the Board of Directors outside the company are stated in the “General Information Form of the Company” which is disclosed to the public through the KAP [Public Disclosure Platform]. In addition, if election of members of the Board of Directors is in the agenda of the general meeting, in respect of the persons whose candidacy to a seat in the Board of Directors, information about their curriculum vitae, duties carried out by them during the last ten years and reasons for resignation, nature and degree of importance of their relations with the company and the parties related with the company, whether they have the qualification for independency or not, and similar matters which may affect the activities of the company if they are elected as members of the Board of Directors is provided in the KAP and the “General Meeting Information Document” published on the Internet site of the company. Duties undertaken by the members of the Board of Directors outside the Company, and the reasons thereof, are informed to the shareholders during the general meeting where their elections are discussed under the item of the agenda concerning the election by making segregation between the duties within and outside of the group.

Regarding the Principle No. 4.5.5 of the Corporate Governance Communiqué: The management makes efforts in order not to assign a director in more than one committee. Nevertheless, some of the members undertake positions in two or more committees owing to their knowledge and experience on the relevant fields.

There is not any conflict of interest arising from the above stated principles set out in the Corporate Governance Communiqué (II-17.1) of the Capital Market Board, whose implementation is not compulsory. Necessary activities are performed for ensuring compliance with the Corporate Governance Principles based on the developments in the legislations and practices.

b. Sustainability Principles Compliance Report

Disclosures on Sustainability Principles

Within the scope of the Sustainability Principles Compliance Framework introduced by the Capital Markets Board's "Communiqué on Amendments to the Corporate Governance Communiqué (II-17.1)", which came into force by being published in the Official Gazette dated 02.10.2020 and numbered 31262, and whose implementation is based on a voluntary basis, our Sustainability Report has been disclosed to the public via Public Disclosure Platform on 27.12.2024. (<https://www.kap.org.tr/tr/Bildirim/1369341>) The Company's Sustainability Report and policies prepared within the scope of sustainability are also available for the information of our investors on our corporate website www.akmgoy.com.

Our studies and evaluations on sustainability are included in the 2021 annual reports, including the data for 2020. (The annual report for 2020 can be found at <https://www.kap.org.tr/tr/Bildirim/913651>, the annual report for 2021 can be found at <https://www.kap.org.tr/tr/Bildirim/1004731>.)

In accordance with the Corporate Governance Communiqué with the decision of the Capital Markets Board dated 23.06.2022 and numbered 34/977, the sustainability principles compliance framework reporting to be made as of 2022 will be announced on the Public Disclosure Platform with the “Sustainability Report” template. In this framework, our sustainability efforts and assessments for 2024 will be announced on the Public Disclosure Platform on the date of publication of the annual report.

The report is available at the “Sustainability Report” tabs on <https://www.kap.org.tr/tr/sirket-bilgileri/ozet/1399-akmerkez-gayrimenkul-yatirim-ortakligi-a-s>.

l) Investor Relations Department:

Investor Relations Department reports to the General Manager:

Süleyman Hakan Tümkaya

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Staff of Investor Relations Department:

Hatice Kara

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Investor Relations Consultant

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The Department Consultant Hatice Kara is holding Capital Market Activities Advanced Level (License No: 200038) and Corporate Governance Rating (License No: 700178) licenses.

m) Investor Relations Activity Report:

07.01.2025

To the Board of Directors of Akmerkez Gayrimenkul Yatırım Ortaklığı A.Ş.,

Our activity report, which has been prepared pursuant to Article 11 of the Corporate Governance Communiqué (II-17.1) promulgated by the Capital Market Board, is submitted to your information and will be contained in the annual activity report 2024 of the Board of Directors.

Sincerely yours,

Hatice Kara

Corporate Governance and
Investor Relations Consultant
Member of Corporate Governance
Committee

İrem Çelikkol

Budget, Reporting and
Investor Relations Executive

Akmerkez Investor Relations is primarily responsible for ensuring compliance with statutory regulations and transparent, accountable, fair and responsible management approach model toward shareholders. In order to attain this goal, it uses and manages the investor relations tool for the purpose of providing comprehensive, complete and accurate information about the progress of the shares of Akmerkez to the stakeholders.

The basic working principles adopted by the Investor Relations unit include accessibility, quick response to shareholders, transparent, consistent and timely informing and ensuring the up-to-dateness of the Company's website.

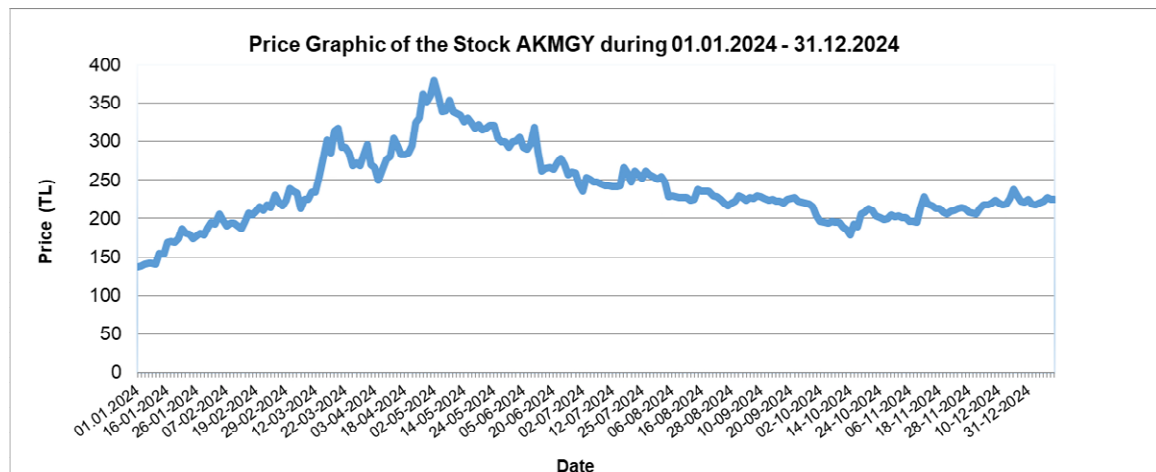
Care is given to making sure that the staff of the department is formed by competent persons who know the legislation well, have the licenses required by the Capital Market Board, know the Company and the sector dynamics well and is able to communicate this. In this context, the Investor Relations Department targets to create a difference by knowing the company correctly and analyzing it well, knowing the strategies of the company well and communicating these strategies with efficient methods.

Significant Developments in 2024

1) Stock Performance

Shares of the Company are traded in the following indexes of the Main Market of Borsa İstanbul (BİST), and the share performance is shown in the following chart.

- BIST All 100
- BIST Corporate Governance
- BIST Real Estate Investment Partnerships
- BIST Financial
- BIST All
- BIST Dividend



Stocks of the Company have been traded in the Istanbul Stock Exchange and Borsa İstanbul since 2005. Below is a summary of the performance of the stocks in the exchange during the last five (5) years:

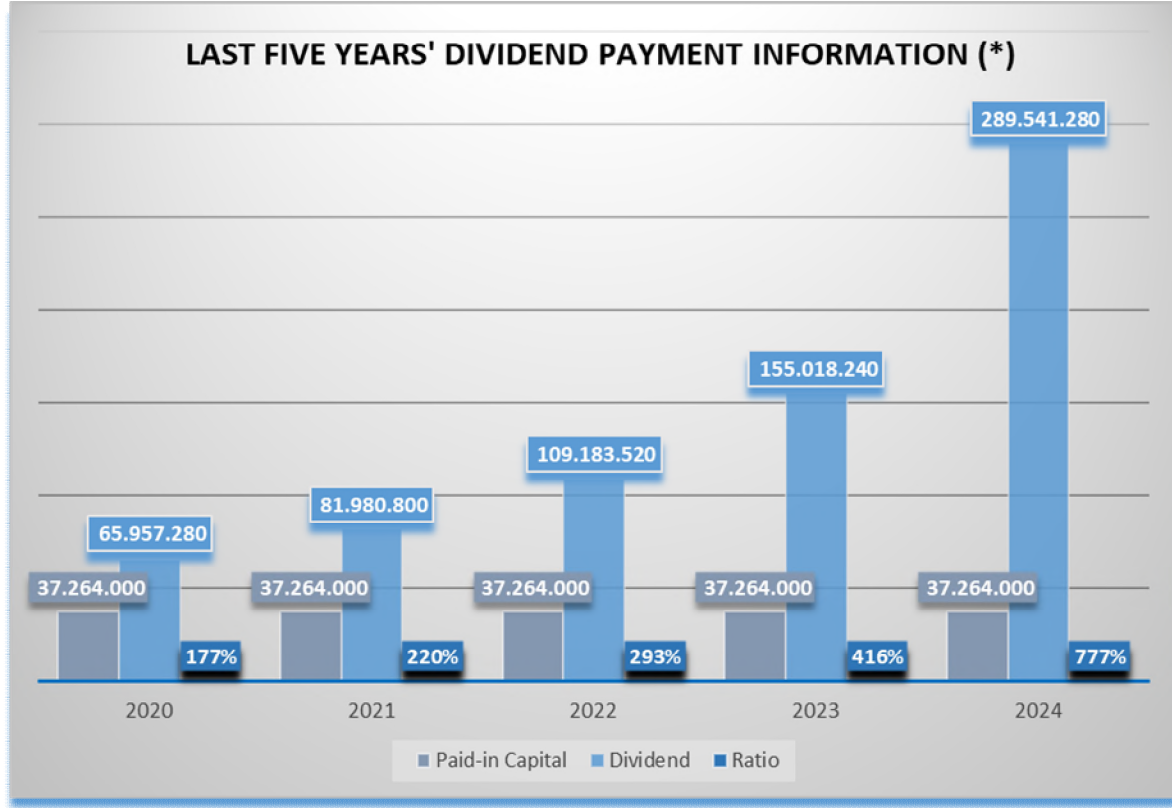
Stock Data(*)	2020	2021	2022	2023	2024
Lowest Price (TRY)	18.62	35.02	35.69	59,70	132.99
Highest Price (TRY)	93.76	75.94	86.00	175.80	380.50
Year-End Closing Price (TRY)	64.39	43.28	81.70	128.90	224.60
Issued Capital (TRY 1.000)	37,264	37,264	37,264	37,264	37,264
Market Value (TRY 1.000)	2,399,429	1,612,786	3,044,469	4,803,330	8,369,494

(*) Based on adjusted prices.

2) Dividend

Distribution of the dividends pertaining to the activity period of 2023 was approved by the annual general meeting held on April 04, 2024. The relevant dividends were distributed to the shareholders of the Company in cash on April 17, 2024.

Gross amounts of the dividends distributed during the last five (5) years and their ratios to paid-in capital are provided below:



(*) Figures not indexed to inflation.

3) Other activities in the year

Other activities carried out by the Investor Relations unit during the year are summarized as follows:

- Twenty one (21) special condition disclosures through the Public Disclosure Platform,
- Responding to the query of sixteen (16) investors by e-mail,
- Responding to the queries of investors on the phone.

Contact Details of the Investor Relations Department

Phone: +90 212 282 01 70

Fax : +90 212 282 01 15

Investor Relations e-mail address: yatirimciiliskileri@akmerkez.com.tr

Address: K lt r Mah. Nispetiye Cad. Akmerkez No: 56/1 Be ikta / stanbul

n) Mandatory Information to be Provided to Shareholders Regarding Related Party Transactions and their Account Balances:

Details of the related party transactions executed by the Company in 2024 are provided below.

As of December 31, 2024, the amounts payable by the related parties and due to the related parties are as follows:

Due to the related parties	December 31, 2024
Üçgen Bakım ve Yönetim Hizmetleri A.Ş.	9,424,103
Akip Gıda San. Tic. A.Ş.	240,233
	9,664,336
Payables to related parties	December 31, 2024
Akkök Holding A.Ş.	2,212,281
Dinkal Sigorta Acenteliği A.Ş.	138,942
Aktek Bilgi İşlem Tekn.San.Tic. A.Ş.	38,98
	2,390,203

Purchases from and sales to the related parties during the year ending on December 31, 2024 are as follows:

Sales to the related parties	December 31, 2024
Üçgen Bakım ve Yönetim Hizmetleri A.Ş.	133,808,667
Akmerkez Lokantacılık Gıda San.Tic. A.Ş.	8,752,579
Akip Gıda San. Tic. A.Ş.	2,069,013
	144,630,259

Purchases from the related parties	December 31, 2024
Üçgen Bakım ve Yönetim Hizmetleri A.Ş.	250,321,814
Akkök Holding A.Ş.	10,551,627
Dinkal Sigorta Acenteliği A.Ş. (*)	745,453
Aktek Bilgi İşlem Tekn.San.Tic. A.Ş.	209,313
Akhan Bakım Yönetim Servis Hizmet Güvenlik Tic. A.Ş.	156,902
	261,985,109

(*) This refers to purchases made from several insurance companies through brokerage of Dinkal Sigorta Acenteliği A.Ş.

Purchases and sales consist of rent income, purchase and sales of services. TRY-250,321,814 of group purchases are comprised of expenses for management and other services provided by Üçgen Bakım ve Yönetim Hizmetleri A.Ş.'den ("Üçgen") whereas TRY-11,663,295 refers to other expenditures provided by the other related parties. The Company procures common areas services like car park, atm, advertising incomes from the related party Üçgen. In addition, apart, car park, cinema and office floor rent incomes are procured from Üçgen to whom the Company charged TRY-133,808,667 in total regarding the rent revenue and the revenue collected on behalf of the Company during twelve months period in 2024 (January 1 – December 31 2023: TRY 106,878,059).

Senior managers including chairman and members of Board of Directors were paid totally TRY-22,663,198 in the form of wages and similar benefits during the accounting period from January 1 till December 31, 2024 (January 1 – December 31 2023: TRY 14,448,451).

o) Information about Important Litigations Filed against the Company and Potential Results:

Information about these litigations is provided in the chart enclosed herewith (Annex 1).

p) Information about Conflicts of Interest between the Company and External Companies Providing Services on Investment Consultancy, Rating and the like and Measures Taken for Preventing Conflict of Interest:

The Company does not have any conflict of interest about the rating services nor with the supplier of rating services. The Company did not receive any service for investment consultancy etc. in 2024.

r) Information about Reciprocal Affiliates Involving a Direct Capital Subscription of More than 5%:

The Company does not have any reciprocal affiliation relationship with other companies.

s) Information about the Benefits and Professional Training Provided to Employees and Other Corporate Social Responsibility Activities Conducted for Dealing with Social and Environmental Impacts:

Employees are provided with the suitable training for performance of their professional duties. The company supports corporate social responsibility projects which are deemed to be necessary.

t) Assessment as to Achievement of Operational and Financial Performance Objectives and Justifications for Failure to Achieve, if applicable:

The Board of Directors has evaluated that the Company has achieved its operational and financial performance targets for 2024.

u) Specifically Important Incidents Occurring After the Closing of the Activity Year:

According to Article 5/1(d) (4) of the Corporate Tax Law No. 5520 ("CTL"), earnings from real estate investment trusts are exempt from Corporate Tax. With the Law No. 7524, certain conditions have been introduced for the corporate tax exemption to be applied to the earnings of REIT's as of January 1, 2025. Accordingly, if at least 50% of the earnings from immovable properties are distributed as dividends, the tax rate applied to corporate income will be 10%. Therefore, the tax rate of 30% applicable to retained earnings is used in the calculation of current and deferred tax assets and liabilities.

Annex 1: Litigations

LITIGATIONS FILED AGAINST AKMERKEZ GYO A.Ş.

No.	Court	Case No.	Plaintiff	Respondent	Claim	Current Status
1	İSTANBUL CIVIL COURT OF PEACE NO. 2	2009/742 New Case No: 2011/124	BERKAY İNCE / INTERVO DIŞ TİCARET VE MÜMESSİLLİK LTD. ŞTİ. (B3 Tower Office Floor 1)	1- AKMERKEZ GYO A.Ş. 2- ÜÇGEN BAKIM	ACTION FOR DAMAGES Claim: TRY-100.000	The lawsuit was denied on procedural grounds in favor of the company. The lawsuit was appealed by the Plaintiff and the file is pending before the Supreme Court of Appeals.
2	İSTANBUL CIVIL COURT OF PEACE NO. 17	2019/831	AXA SİGORTA A.Ş.	AKMERKEZ GYO A.Ş.	CANCELLATION OF THE OBJECTION CASE Total Claim: 37.690,85-TRY	Axa Insurance set the execution proceedings with recourse against Akmerkez GYO; An objection was made by Akmerkez GYO. Viewing has been carried out in the site; the expert report came to our advantage. The court decided to submit a report by a new panel of experts as the report contradicted the decision submitted to the previous domestic court. On 12.03.2021, new experts made a discovery. A petition containing our objection and statements against the experts report which was delivered on 08.04.2021 and the consecutive supplementary report was submitted. The Case has been dismissed. The reasoned judgement has been delivered to the parties and subsequently the plaintiff has requested an appeal against the judgement. A reply petition has been submitted against the appeal application. The appeal investigation continues.
3	İSTANBUL COMMERCIAL COURT OF FIRST INSTANCE NO. 10	2024/71	BUNY GIDA RESTORAN ORGANİZASYON DANIŞMANLIK İÇ VE DIŞ TİCARET LTD.ŞTİ.	AKMERKEZ GYO A.Ş.	ACTION IN PERSONAM	If it is not possible to return the movable goods as they are, the price The lawsuit requesting to be given has been filed. A response petition was submitted to the case. It was decided to reject the case due to lack of jurisdiction. A reasoned decision is expected to be written.

AKMERKEZ GAYRİMENKUL YATIRIM ORTAKLIĞI A.Ş.

**CONVENIENCE TRANSLATION OF
FINANCIAL STATEMENTS
FOR THE PERIOD 1 JANUARY - 31 DECEMBER 2024
TOGETHER WITH AUDITOR'S REPORT**

(ORIGINALLY ISSUED IN TURKISH)



**CONVENIENCE TRANSLATION INTO ENGLISH OF
INDEPENDENT AUDITOR'S REPORT
ORIGINALLY ISSUED IN TURKISH**

INDEPENDENT AUDITOR'S REPORT

To the General Assembly of Akmerkez Gayrimenkul Yatırım Ortaklığı A.Ş.

A. Audit of the financial statements

1. Our opinion

We have audited the accompanying financial statements of Akmerkez Gayrimenkul Yatırım Ortaklığı A.Ş. (the “Company”) which comprise the statement of financial position as at 31 December 2024, the statement of profit or loss and other comprehensive income, the statement of changes in equity and the statement of cash flows for the year then ended and notes to the financial statements comprising a summary of significant accounting policies.

In our opinion, the financial statements present fairly, in all material respects, the financial position of the Company as at 31 December 2024, and its financial performance and its cash flows for the year then ended in accordance with Turkish Financial Reporting Standards (“TFRS”).

2. Basis for opinion

Our audit was conducted in accordance with the Standards on Independent Auditing (the “SIA”) that are part of Turkish Standards on Auditing adopted within the framework of the regulations of the Capital Markets Board and issued by the Public Oversight Accounting and Auditing Standards Authority (the “POA”). Our responsibilities under these standards are further described in the “Auditor’s Responsibilities for the Audit of the Financial Statements” section of our report. We hereby declare that we are independent of the Company in accordance with the Ethical Rules for Independent Auditors (including Independence Standards) (the “Ethical Rules”) the ethical requirements regarding independent audit in regulations issued by the POA; the regulations of the Capital Markets Board; and other relevant legislation are relevant to our audit of the financial statements. We have also fulfilled our other ethical responsibilities in accordance with the Ethical Rules and regulations. We believe that the audit evidence we have obtained during the independent audit provides a sufficient and appropriate basis for our opinion.

3. Key audit matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the financial statements of the current period. Key audit matters were addressed in the context of our independent audit of the financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

Key Audit Matter	How the key audit matter was addressed in the audit
Valuation studies carried out to determine the fair value of investment properties	
<p>The Company's accounting policy for its investment properties is fair value model.</p> <p>As of 31 December 2024, investment properties constitute 92% of the Company's total assets and have a total carrying value of TRY7,988,410,000.</p> <p>"Market approach" and "income capitalization approach" methods are used in determining the fair value of investment properties.</p> <p>The valuation of the Company's investment properties involves significant areas of judgment and requires subjective assumptions.</p> <p>Significant judgments and assumptions may be directly affected by factors such as capitalization rate, discount rate, occupancy rates of leasable areas, rental income, comparable sales prices per square meter.</p> <p>The fair values of investment properties have been determined by the help of professionally qualified valuation experts.</p> <p>Valuation of investment properties is determined as a key audit matter, since investment properties constitute a significant portion of assets and the valuation methods applied include significant estimates and assumptions.</p>	<p>The following audit procedures were addressed in our audit work on the fair value measurement of investment properties:</p> <ul style="list-style-type: none"> - The design of the controls carried out by the Company management on the valuation report prepared with the assistance of the independent valuation expert appointed by the Company has been understood. - The competence, capabilities, and objectivity of the independent professional valuation company appointed by the Company management has been evaluated. - The consistency of the estimates regarding cash inflows and cash outflows in relation to the income models included in the valuation report was assessed by comparing them with the Company's budget projections for the coming years. In addition, the estimates for the previous year were checked retrospectively by comparing them with the actual results. - An independent real estate valuation firm with CMB real estate valuation accreditation and license was appointed as an expert to support our audit. The following audit procedures were implemented with the support of the auditor's expert:



Key Audit Matter	How the key audit matter was addressed in the audit
Valuation studies carried out to determine the fair value of investment properties	
	<ul style="list-style-type: none"> ○ The appropriateness of the valuation report prepared by the Company's valuation expert, the valuation methods applied and the assumptions used have been evaluated. ○ The consistency of the inputs included in the valuation report that have a significant impact on the determined real estate value, such as unit sales value, was compared with observable market prices to assess whether the appraised values were within an acceptable range. ○ The reasonableness of the inputs used in the valuation report, such as rental income, duration of lease agreements, occupancy rates and expenses, which have a significant impact on the value of the real estate, was evaluated. ○ It was evaluated whether the assumptions used by the valuation experts in their valuations, such as inflation and real discount rates, were within an acceptable range. - The fair values determined in the valuation reports were reconciled with the values carried in the financial statements. - The adequacy and appropriateness of the disclosures in the financial statement notes regarding the determination of the fair value of investment properties have been assessed in accordance with the relevant accounting standards.



4. Responsibilities of management and those charged with governance for the financial statements

The Company management is responsible for the preparation and fair presentation of the financial statements in accordance with TFRS, and for such internal control as management determines is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, management is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

Those charged with governance are responsible for overseeing the Company's financial reporting process.

5. Auditor's responsibilities for the audit of the financial statements

Responsibilities of independent auditors in an independent audit are as follows:

Our aim is to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an independent auditor's report that includes our opinion. Reasonable assurance expressed as a result of an independent audit conducted in accordance with SIA is a high level of assurance but does not guarantee that a material misstatement will always be detected. Misstatements can arise from fraud or error. Misstatements are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

As part of an independent audit conducted in accordance with SIA, we exercise professional judgment and maintain professional scepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement in the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.



- Assess the internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Company's internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our independent auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence. We also communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards actions taken to eliminate threats or safeguards applied.

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.



B. Other responsibilities arising from regulatory requirements

1. No matter has come to our attention that is significant according to subparagraph 4 of Article 402 of Turkish Commercial Code ("TCC") No. 6102 and that causes us to believe that the Company's bookkeeping activities concerning the period from 1 January to 31 December 2024 period are not in compliance with the TCC and provisions of the Company's articles of association related to financial reporting.
2. In accordance with subparagraph 4 of Article 402 of the TCC, the Board of Directors submitted the necessary explanations to us and provided the documents required within the context of our audit.
3. In accordance with subparagraph 4 of Article 398 of the TCC, the auditor's report on the early risk identification system and committee was submitted to the Company's Board of Directors on 26 February 2025.

PwC Bağımsız Denetim ve
Serbest Muhasebeci Mali Müşavirlik A.Ş.

A handwritten signature in blue ink, appearing to read "Selma", is positioned above the printed name of the auditor.

Selma Canbul Çorum, SMMM
Independent Auditor

Istanbul, 26 February 2025

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AKMERKEZ GAYRİMENKUL YATIRIM ORTAKLIĞI A.Ş.**CONVENIENCE TRANSLATION OF STATEMENTS OF FINANCIAL POSITION
AT 31 DECEMBER 2024 AND 31 DECEMBER 2023**

(Amounts expressed in Turkish Lira ("TRY") in terms of purchasing power of TRY at 31 December 2024, unless otherwise indicated.)

	Notes	31 December 2024	31 December 2023
ASSETS			
Current assets		665,730,663	510,662,801
Cash and cash equivalents	4	509,859,595	359,486,758
Financial investments			
<i>Financial assets measured at amortized cost</i>	24	96,798,175	111,357,937
Trade receivables			
<i>Receivables from third parties</i>	5	32,537,810	31,786,954
<i>Receivables from related parties</i>	5, 20	9,664,336	254,368
Other receivables			
<i>Other receivables from third parties</i>	5	21,624	45,905
Prepaid expenses	10	2,911,205	1,405,720
Prepaid taxes and funds		11,498,651	3,521,621
Other current assets	10	2,439,267	2,803,538
Non-current assets		7,993,833,086	7,740,236,438
Investment property	6	7,988,410,000	7,738,413,390
Tangible assets	7	313,972	375,618
Intangible assets	7	834,170	1,035,959
Prepaid expenses	10	3,333,333	16,544
Other non-current assets	10	941,611	394,927
Total assets		8,659,563,749	8,250,899,239

The accompanying explanations and notes form an integral part of these financial statements.

AKMERKEZ GAYRİMENKUL YATIRIM ORTAKLIĞI A.Ş.**CONVENIENCE TRANSLATION OF STATEMENTS OF FINANCIAL POSITION
AT 31 DECEMBER 2024 AND 31 DECEMBER 2023**

(Amounts expressed in Turkish Lira (“TRY”) in terms of purchasing power of TRY at 31 December 2024, unless otherwise indicated.)

	Notes	31 December 2024	31 December 2023
LIABILITIES			
Current liabilities		27,147,202	38,946,458
Trade payables			
<i>Due to related parties</i>	5, 20	2,390,203	14,381,588
<i>Due to third parties</i>	5	949,903	1,567,733
Other payables			
<i>Due to third parties</i>	5	13,579,837	10,918,307
Deferred income (Excluding liabilities from customer contracts)	10	1,449,663	1,632,582
Short-term provisions			
<i>Other short-term provisions</i>	8	137,691	257,992
<i>Provisions for employment termination benefits</i>	9	2,197,551	1,618,356
Other current liabilities	10	6,442,354	8,569,900
Non-current liabilities		1,310,796,769	11,244,998
Other payables			
<i>Other payables to third parties</i>	5	1,697,846	5,892,760
Deferred income		-	158,817
Long-term provisions			
<i>Provisions for employment termination benefits</i>	9	5,686,036	5,193,421
Deferred tax liabilities	18	1,303,412,887	-
Equity		7,321,619,778	8,200,707,783
Share capital	11	37,264,000	37,264,000
Adjustment to share capital	11	1,277,640,535	1,277,640,535
Other comprehensive income/expense not to be reclassified to profit or loss			
<i>Defined benefit plans remeasurement gains/(losses)</i>		(8,323,941)	(7,821,961)
Restricted reserves		1,134,987,715	1,098,890,635
Retained earnings	11	4,355,646,810	5,077,825,609
Net income for the period	19	524,404,659	716,908,965
Total liabilities and equity		8,659,563,749	8,250,899,239

Financial statements for the 1 January - 31 December 2024 have been approved by the Board of Directors on 26 February 2025. These financial statements shall be approved by the General Assembly.

The accompanying explanations and notes form an integral part of these financial statements.

AKMERKEZ GAYRİMENKUL YATIRIM ORTAKLIĞI A.Ş.**CONVENIENCE TRANSLATION OF STATEMENTS OF PROFIT OR LOSS AND
OTHER COMPREHENSIVE INCOME FOR THE YEARS ENDED
31 DECEMBER 2024 AND 31 DECEMBER 2023**

(Amounts expressed in Turkish Lira (“TRY”) in terms of purchasing power of TRY at 31 December 2024, unless otherwise indicated.)

	Notes	1 January – 31 December 2024	1 January – 31 December 2023
PROFIT AND LOSSES			
Revenue	12	783,498,253	720,281,212
Cost of sales (-)	12	(187,760,047)	(180,151,717)
Gross profit	12	595,738,206	540,129,495
General administrative expenses (-)	13	(59,212,403)	(50,913,985)
Other operating income	15	3,339,897	1,046,294
Other operating expenses (-)	15	(6,983,328)	(4,654,209)
Operating profit		532,882,372	485,607,595
Income from investing activities	16	211,197,330	253,926,741
Operating profit before financial activities		744,079,702	739,534,336
Financial income	17	203,011,212	146,199,805
Financial expenses (-)	17	(1,796,014)	(3,615,320)
Monetary loss/gain	26	(157,159,348)	(165,209,856)
Profit before tax from continuing operations		788,135,552	716,908,965
Deferred tax expenses (-)	18	(263,730,893)	-
Profit for the period from continuing operations	19	524,404,659	716,908,965
Earnings per share			
Earnings per share from continuing operations	19	14.07	19.24
Earnings per share from discontinuing operations		-	-
Diluted earnings per share			
Diluted earnings per share from continuing operations	19	-	-
Diluted earnings per share from discontinuing operations		-	-
OTHER COMPREHENSIVE INCOME			
Items not to be reclassified to profit or loss			
Defined benefit plans remeasurement gains/(losses)	9	(501,980)	414,816
Total comprehensive income		523,902,679	717,323,781

The accompanying explanations and notes form an integral part of these financial statements.

AKMERKEZ GAYRİMENKUL YATIRIM ORTAKLIĞI A.Ş.

CONVENIENCE TRANSLATION OF THE STATEMENTS OF CHANGES IN EQUITY FOR THE YEARS ENDED 31 DECEMBER 2024 AND 31 DECEMBER 2023

(Amounts expressed in Turkish Lira ("TRY") in terms of purchasing power of TRY at 31 December 2024, unless otherwise indicated.)

				Other comprehensive income/expense not to be reclassified to profit or loss			Accumulated profit	
	Notes	Share capital	Adjustment to share capital	Defined benefit plans remeasurement gains/(losses)	Restricted reserves	Retained earnings	Net profit for the period	Total equity
1 January 2023		37,264,000	1,277,640,535	(8,236,777)	1,066,510,059	5,668,023,553	(230,072,366)	7,811,129,004
Transfers		-	-	-	32,380,576	(262,452,942)	230,072,366	-
Dividends		-	-	-	-	(327,745,002)	-	(327,745,002)
Total comprehensive income		-	-	414,816	-	-	716,908,965	717,323,781
31 December 2023	11	37,264,000	1,277,640,535	(7,821,961)	1,098,890,635	5,077,825,609	716,908,965	8,200,707,783
1 January 2024		37,264,000	1,277,640,535	(7,821,961)	1,098,890,635	5,077,825,609	716,908,965	8,200,707,783
Transfers		-	-	-	36,097,080	680,811,885	(716,908,965)	-
Dividends (*)		-	-	-	-	(363,308,690)	-	(363,308,690)
Total comprehensive income		-	-	(501,980)	-	-	524,404,659	523,902,679
Deferred tax effect from previous periods (Note 2.4)		-	-	-	-	(1,039,681,994)	-	(1,039,681,994)
31 December 2024	11	37,264,000	1,277,640,535	(8,323,941)	1,134,987,715	4,355,646,810	524,404,659	7,321,619,778

(*) The Company has decided to distribute dividends to the shareholders amounting to TRY 363,308,690 at the Ordinary General Assembly Meeting held on 4 April 2024. The total amount was distributed to shareholders in cash on 17 April 2024.

The accompanying explanations and notes form an integral part of these financial statements.

AKMERKEZ GAYRİMENKUL YATIRIM ORTAKLIĞI A.Ş.

CONVENIENCE TRANSLATION OF THE STATEMENTS OF CASH FLOWS FOR THE YEARS ENDED 31 DECEMBER 2024 AND 31 DECEMBER 2023

(Amounts expressed in Turkish Lira ("TRY") in terms of purchasing power of TRY at 31 December 2024, unless otherwise indicated.)

	Notes	1 January – 31 December 2024	1 January – 31 December 2023
CASH FLOWS FROM OPERATING ACTIVITIES		473,011,521	502,040,907
Profit for the year		524,404,659	716,908,965
Adjustments to profit/(loss) for the year		(27,338,685)	(220,504,424)
Adjustments related to depreciation and amortization expense	7, 8	325,618	231,574
Adjustments related to tax expense	18	263,730,893	-
Adjustments related to impairment (reversal)	5	-	(741,032)
Adjustments related to provisions			
<i>Adjustments related to employee termination benefits</i>	9	2,901,534	4,074,143
<i>Adjustments related to vacation pay liability</i>	9	579,195	304,902
<i>Adjustments related to litigation provision</i>	8	(41,000)	-
Adjustments related to interest (income) and expenses	17	(183,903,340)	(92,755,493)
Other adjustments related to non-cash items		(182,413)	3,660,211
Adjustments for gains resulting from the disposal of fixed asset		-	(216,568)
Increase in value of investment property, net	6	(211,197,330)	(253,926,741)
Monetary loss/gain		100,448,158	118,864,580
Change in working capital		(23,307,517)	10,767,924
Adjustments for decrease/(increase) in trade receivables			
<i>Increase/(decrease) in trade receivables from related parties</i>	5	(9,409,968)	(62,068)
<i>Increase/(decrease) in trade receivables from third parties</i>	5	(250,231)	(1,243,790)
Adjustments for decrease/(increase) in other receivables			
<i>Adjustments for decrease/(increase) in other receivables</i>	5	24,281	(45,905)
Increase/(decrease) in other assets related to operations		(11,619,476)	5,679,159
Adjustments regarding increase/(decrease) in trade payables			
<i>Decrease/(increase) in trade payable from related parties</i>	5	(11,991,385)	4,172,090
<i>Decrease/(increase) in trade payable from third parties</i>	5	(617,830)	1,269,124
Decrease/(increase) in financial investments	24	14,559,762	(4,686,838)
Decrease/(increase) in other liabilities related to operations		(4,002,670)	5,686,152
Cash provided from operations		473,758,457	507,172,465
Employment termination benefit payments	9	(746,936)	(5,131,558)
CASH FLOWS FROM INVESTING ACTIVITIES		144,363,148	56,081,000
Interest received		183,224,611	91,575,665
Cash outflows from the purchase of tangible and intangible assets	7	(62,183)	(21,168)
Cash outflows from the purchase of investment property	6	(38,799,280)	(36,051,012)
Cash inflows from the sale of investment property		-	577,515
CASH FLOWS USED IN FINANCING ACTIVITIES		(363,308,690)	(327,745,002)
Dividends paid		(363,308,690)	(327,745,002)
NET INCREASE IN CASH AND CASH EQUIVALENTS BEFORE THE EFFECT OF FOREIGN CURRENCY CONVERSION DIFFERENCES		254,065,979	230,376,905
NET INCREASE/(DECREASE) IN CASH AND CASH EQUIVALENTS		254,065,979	230,376,905
Cash and cash equivalents at the beginning of the period	4	358,306,930	254,304,288
MONETARY GAIN/LOSS EFFECT ON CASH AND CASH EQUIVALENTS		(103,192,043)	(126,374,263)
CASH AND CASH EQUIVALENTS AT THE END OF THE PERIOD	4	509,180,866	358,306,930

The accompanying explanations and notes form an integral part of these financial statements.

AKMERKEZ GAYRİMENKUL YATIRIM ORTAKLIĞI A.Ş.

CONVENIENCE TRANSLATION OF THE NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2024

(Amounts expressed in Turkish Lira (“TRY”) in terms of purchasing power of TRY at 31 December 2024, unless otherwise indicated.)

NOTE 1 - ORGANISATION AND NATURE OF OPERATIONS

The main activity of Akmerkez Gayrimenkul Yatırım Ortaklığı A.Ş. (the “Company”) is to create value through the ownership of real estate investment property. The address of the Company is as follows:

Kültür Mah. Nispetiye Cad. Akmerkez No:56 E-3 Kule Kat:1 Etiler/Beşiktaş/İstanbul-Türkiye.

The trade name “Akmerkez Gayrimenkul Yatırımı A.Ş.” has been changed as “Akmerkez Gayrimenkul Yatırım Ortaklığı A.Ş.” in the Extraordinary Shareholders Meeting held on 17 February 2005 and this change has been registered on 24 February 2005 by the Ministry of Trade.

With respect to the Board Decision dated 21 June 2005, the trade name of the Company is set as “Akmerkez Alışveriş Merkezi” and this name is certified by the Istanbul Trade Registry as at 1 July 2005.

The Company’s shares have been quoted on the Istanbul Stock Exchange (“ISE”) since 15 April 2005 and 57.44% of these shares are publicly quoted shares as of 31 December 2024.

The shareholding structure as of 31 December 2024 and 31 December 2023 is as follows:

Shareholders	31 December 2024	31 December 2023
Akkök Holding A.Ş.	11.67%	11.67%
Tekfen Holding A.Ş.	10.47%	10.47%
Public offering (*)	57.44%	57.34%
Other (**)	20.42%	20.52%
Total	100.00%	100.00%

(*) 44.85% of public offering shares belong to Klepierre S.A. as of 31 December 2024 (31 December 2023:44.85%).

(**) Other represents shareholders with less than 10% shareholdings.

The average number of personnel during the period by categories is as follows:

	31 December 2024	31 December 2023
Administrative	7	7

**CONVENIENCE TRANSLATION OF THE NOTES TO THE
FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2024**

(Amounts expressed in Turkish Lira ("TRY") in terms of purchasing power of TRY at 31 December 2024, unless otherwise indicated.)

NOTE 2 - BASIS OF PRESENTATION OF FINANCIAL STATEMENTS

2.1 Basis of Presentation

2.1.1 Accounting standards

The accompanying financial statements are prepared in accordance with Communiqué Serial II. No:14.1. "Principles of Financial Reporting in Capital Markets" ("the Communiqué") of Capital Market Board ("CMB") published in the Official Gazette numbered 28676 on 13 June 2013. According to Article 5 of the Communiqué financial statements are prepared in accordance with the Turkish Accounting Standards ("TAS") issued by Public Oversight Accounting and Auditing Standards Authority ("POAASA"). TAS contains Turkish Accounting Standards, Turkish Financial Reporting Standards ("TFRS") and its addendum and interpretations ("TFRIC").

The financial statements are presented in accordance with the formats determined in the "Announcement on TFRS Taxonomy" published by the POAASA on July 3, 2024 and the Financial Statement Samples and User Guide published by the CMB.

The Company maintain their books of accounts and prepare their statutory financial statements in accordance with the Turkish Commercial Code ("TCC") tax legislation, the Uniform Chart of Accounts issued by the Ministry of Finance and principles issued by CMB Foreign Subsidiaries. The financial statements are based on the statutory records, which are maintained under historical cost conventions, with the required adjustments and reclassifications reflected for the purpose of fair presentation in accordance with TAS.

Adjustment of Financial Statements During Hyper-Inflationary Periods

In accordance with the decision of the Capital Markets Board (CMB) dated December 28, 2023 and numbered 81/1820, it has been decided that issuers and capital market institutions subject to financial reporting regulations that apply the Turkish Accounting/Financial Reporting Standards (TAS) will start applying inflation accounting by applying the provisions of IAS 29 for their annual financial statements for the reporting periods ending on December 31, 2024.

The restatement for the changes in the general purchasing power of the Turkish Lira as of 31 December 2024 is based on IAS 29 "Financial Reporting in Hyperinflationary Economies". IAS 29 requires that financial statements prepared in the currency of a hyperinflationary economy be stated in terms of the measuring unit current at the balance sheet date, and that corresponding figures for previous periods be restated in the same terms. Hyperinflation is indicated by characteristics of the economic environment of a country which include the following: the general population prefer to keep its wealth in non-monetary assets or in a relatively stable currency; sales and purchases on credit take place at prices that compensate for the expected loss of purchasing power during the credit period even if the period is short; interest rates, wages and prices are linked to a price index and cumulative three-year inflation rate approaching or exceeding 100%. Such indices and conversion factors used to restate the financial statements of the current and previous periods since January 1, 2005 are as follows:

Date	Indexs	Coefficient rate	Cumulative 3 year inflation rate
31 December 2024	2,684.55	1.00000	291%
31 December 2023	1,859.38	1.44379	268%
31 December 2022	1,128.45	2.37897	156%

**CONVENIENCE TRANSLATION OF THE NOTES TO THE
FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2024**

(Amounts expressed in Turkish Lira (“TRY”) in terms of purchasing power of TRY at 31 December 2024, unless otherwise indicated.)

NOTE 2 - BASIS OF PRESENTATION OF FINANCIAL STATEMENTS (Continued)

2.1 Basis of Presentation (Continued)

2.1.1 Accounting standards (Continued)

Adjustment of Financial Statements During Hyper-Inflationary Periods (Continued)

The main procedures for the above mentioned restatement are as follows:

- Financial statements prepared in TRY are stated in terms of the purchasing power at the balance sheet date, and comparative financial statements are restated using general inflation indices at the currency purchasing power at the latest balance sheet date.
- Monetary assets and liabilities that are carried at amounts current at the balance sheet date are not restated because they are already expressed in terms of the monetary unit current at the balance sheet date. In case where the restated values of non-monetary items exceed the recoverable amount or net realizable value, the rules of TAS 36 and TAS 2 were applied, respectively.
- Non-monetary assets and liabilities that are not carried at amounts current at the balance sheet date and components of equity are restated by applying the relevant monthly conversion factors.
- All items included in the statement of comprehensive income, except for non-monetary items in the balance sheet that have an impact on the statement of comprehensive income are restated by applying the conversion factors over the periods in which the income and expense accounts are first reflected in the financial statements.
- The effect of general inflation on the Company’s net monetary liability position is included in the statement of income as gain on net monetary position.

Functional and presentation currency

Items included in the financial statements are measured using the currency of the primary economic environment in which the entity operates (“the functional currency”). The Company’s functional and presentation currency is TRY.

Offsetting

Financial assets and liabilities are offset and the net amount reported in the balance sheet when there is a legally enforceable right to set-off the recognized amounts and there is an intention to settle on a net basis or realize the asset and settle the liability simultaneously.

Going concern

The Company has prepared the financial statements for the period 1 January - 31 December 2024 in accordance with the going concern principle.

**CONVENIENCE TRANSLATION OF THE NOTES TO THE
FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2024**

(Amounts expressed in Turkish Lira (“TRY”) in terms of purchasing power of TRY at 31 December 2024, unless otherwise indicated.)

NOTE 2 - BASIS OF PRESENTATION OF FINANCIAL STATEMENTS (Continued)

2.1 Basis of Presentation (Continued)

2.1.2 Compliance with portfolio restrictions

The information included in Note 27 “Supplementary Note: Control of Compliance with Portfolio Restrictions” represent a condensed information based on the figures extracted from the financial statements that are prepared in accordance with serial II No:14.1 “Article 17 of Communiqué on Principals of Financial Reporting in Capital Markets” of the CMB. This condensed information has been prepared in accordance with the requirements of Serial III No:48.1 “Principals of The Real Estate Investment Trusts” of the CMB particularly relating to the principles regarding the control of compliance to portfolio restrictions.

2.2 Changes in Accounting Policies

2.2.1 The new standards, amendments and interpretations

The accounting policies used in the preparation of the financial statements for the accounting period ending on 31 December 2024 have been applied consistently with those used in the previous year, except for the new and amended TFRS standards and TFRYK interpretations effective as of 1 January 2024, which are summarized below.

a. Standards, amendments, and interpretations applicable as of 31 December 2024:

- **Amendment to IAS 1 – Non-current liabilities with covenants;** effective from annual periods beginning on or after 1 January 2024. These amendments clarify how conditions with which an entity must comply within twelve months after the reporting period affect the classification of a liability. The amendments also aim to improve information an entity provides related to liabilities subject to these conditions.
- **Amendment to IFRS 16 – Leases on sale and leaseback;** effective from annual periods beginning on or after 1 January 2024. These amendments include requirements for sale and leaseback transactions in IFRS 16 to explain how an entity accounts for a sale and leaseback after the date of the transaction. Sale and leaseback transactions where some or all the lease payments are variable lease payments that do not depend on an index or rate are most likely to be impacted.
- **Amendments to IAS 7 and IFRS 7 on Supplier finance arrangements;** effective from annual periods beginning on or after 1 January 2024. These amendments require disclosures to enhance the transparency of supplier finance arrangements and their effects on a company’s liabilities, cash flows and exposure to liquidity risk. The disclosure requirements are the IASB’s response to investors’ concerns that some companies’ supplier finance arrangements are not sufficiently visible, hindering investors’ analysis.
- **TSRS 1, ‘General requirements for disclosure of sustainability-related financial information;** effective from annual periods beginning on or after 1 January 2024. This standard includes the core framework for the disclosure of material information about sustainability-related risks and opportunities across an entity’s value chain.

**CONVENIENCE TRANSLATION OF THE NOTES TO THE
FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2024**

(Amounts expressed in Turkish Lira ("TRY") in terms of purchasing power of TRY at 31 December 2024, unless otherwise indicated.)

NOTE 2 - BASIS OF PRESENTATION OF FINANCIAL STATEMENTS (Continued)

2.2 Changes in Accounting Policies (Continued)

2.2.1 The new standards, amendments and interpretations (Continued)

a. Standards, amendments, and interpretations applicable as of 31 December 2024 (Continued):

- **TSRS 2, 'Climate-related disclosures';** effective from annual periods beginning on or after 1 January 2024. This is the first thematic standard issued that sets out requirements for entities to disclose information about climate-related risks and opportunities.

However, in the Board Decision of the KGK published in the Official Gazette dated December 29, 2023, it was announced that certain businesses will be subject to mandatory sustainability reporting as of January 1, 2024. In order to determine the businesses that will be subject to sustainability reporting within the scope of the "Board Decision on the Scope of Application of the Turkish Sustainability Reporting Standards (TSRS)" dated January 5, 2024, businesses falling within the scope of sustainability application are counted. On the other hand, in accordance with the "Board Decision on the Scope of Application of the Turkish Sustainability Reporting Standards (TSRS)" dated December 16, 2024, a change has been made to the scope of businesses that will be subject to sustainability reporting. The Company is not subject to mandatory sustainability reporting as of December 31, 2024.

- **TMS 12 Amendments, International Tax Reform, Second Pillar Model Rules;** The relevant amendment is valid from the date of publication. The amendment in question does not have a significant impact on the Company's financial position and performance.

b. Standards, amendments, and interpretations that are issued but not effective as of 31 December 2024:

- **Amendments to IAS 21 - Lack of Exchangeability;** effective from annual periods beginning on or after 1 January 2025. An entity is impacted by the amendments when it has a transaction or an operation in a foreign currency that is not exchangeable into another currency at a measurement date for a specified purpose. A currency is exchangeable when there is an ability to obtain the other currency (with a normal administrative delay), and the transaction would take place through a market or exchange mechanism that creates enforceable rights and obligations.
- **Amendment to IFRS 9 and IFRS 7 - Classification and Measurement of Financial Instruments;** effective from annual reporting periods beginning on or after 1 January 2026 (early adoption is available). These amendments:
 - clarify the requirements for the timing of recognition and derecognition of some financial assets and liabilities, with a new exception for some financial liabilities settled through an electronic cash transfer system;
 - clarify and add further guidance for assessing whether a financial asset meets the solely payments of principal and interest (SPPI) criterion;
 - add new disclosures for certain instruments with contractual terms that can change cash flows (such as some instruments with features linked to the achievement of environment, social and governance (ESG) targets); and
 - make updates to the disclosures for equity instruments designated at Fair Value through Other Comprehensive Income (FVOCI).

**CONVENIENCE TRANSLATION OF THE NOTES TO THE
FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2024**

(Amounts expressed in Turkish Lira ("TRY") in terms of purchasing power of TRY at 31 December 2024, unless otherwise indicated.)

NOTE 2 - BASIS OF PRESENTATION OF FINANCIAL STATEMENTS (Continued)

2.3 Restatement and The Errors in The Accounting Estimates

Material changes in accounting policies or material errors are corrected, retrospectively by restating the prior period financial statements. The effect of changes in accounting estimates affecting the current period is recognised in the current period; the effect of changes in accounting estimates affecting current and future periods is recognised in the current and future periods. For the period 1 January - 31 December 2024 there has been no change in the accounting estimates.

2.4 Summary of Significant Accounting Policies

The significant accounting policies followed in the preparation of the financial statements are summarized below:

Financial assets

Classification

The Company classifies its financial assets in three categories of financial assets measured at amortized cost, financial assets measured at fair value through other comprehensive income and financial assets measured at fair value through profit of loss. The classification of financial assets is determined considering the entity's business model for managing the financial assets and the contractual cash flow characteristics of the financial assets. The appropriate classification of financial assets is determined at the time of the purchase. Financial assets are not reclassified after initial recognition, except where the business model of the Company is subject to change in the management of financial assets. In the case of business model change; the financial assets are reclassified on the first day of the following the change reporting period.

Recognition and Measurement

"Financial assets measured at amortized cost", are non-derivative assets that are held within a business model whose objective is to hold assets in order to collect contractual cash flows and the contractual terms of the financial assets give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding. Company's financial assets measured at amortized cost comprise "cash and cash equivalents", "trade receivables" and "other receivables". Financial assets carried at amortized cost are measured at their fair value at initial recognition and by effective interest rate method at subsequent measurements. Gains and losses on valuation of non-derivative financial assets measured at amortized cost are accounted for under the statement of income.

"Financial assets measured at fair value through other comprehensive income", are non-derivative assets that are held within a business model whose objective is achieved by both collecting contractual cash flows and selling financial assets and the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding. Gains or losses on a financial asset measured at fair value through other comprehensive income is recognized in other comprehensive income, except for impairment gains or losses and foreign exchange gains and losses until the financial asset is derecognized or reclassified. When the financial asset is derecognized the cumulative gain or loss previously recognized in other comprehensive income is reclassified to retained earnings.

**CONVENIENCE TRANSLATION OF THE NOTES TO THE
FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2024**

(Amounts expressed in Turkish Lira (“TRY”) in terms of purchasing power of TRY at 31 December 2024, unless otherwise indicated.)

NOTE 2 - BASIS OF PRESENTATION OF FINANCIAL STATEMENTS (Continued)

2.4 Summary of Significant Accounting Policies (Continued)

Financial assets (Continued)

Recognition and Measurement (Continued)

The Company may make an irrevocable election at initial recognition for particular investments in equity instruments that would otherwise be measured at fair value through profit or loss, to present subsequent changes in fair value in other comprehensive income. In such cases, dividends from those investments are accounted for under statement of income.

“Financial assets measured at fair value through profit or loss”, are assets that are not measured at amortized cost or at fair value through other comprehensive income. Gains and losses on valuation of these financial assets are accounted for under the statement of income.

Derecognition

The Company derecognized a financial asset when the contractual rights to the cash flows from the asset expired, or it transferred the rights to receive the contractual cash flows in a transaction in which substantially all the risks and rewards of ownership of the financial asset were transferred. Any interest in such transferred financial assets that was created or retained by the Company was recognized as a separate asset or liability.

Impairment

The Company chooses the simplified application for impairment calculations and uses the provision matrix, since its trade receivables that are accounted for at amortized cost in the financial statements do not contain a significant financing component. With this application, the Company measures the expected credit loss allowance at an amount equal to lifetime expected credit losses, in cases where trade receivables are not impaired for certain reasons. In the calculation of expected credit losses, past credit loss experiences are taken into consideration, as well as the Company's expectations for the future.

Trade Receivables

Trade receivables are carried at amortized rate method, less the unearned financial income. Short duration receivables with no stated interest rate are measured at the original invoice amount unless the effect of imputing interest is significant. The Company has preferred to apply “simplified approach” for the recognition of impairment losses on trade receivables, carried at amortised cost and that do not comprise of any significant finance component (those with maturity less than 12 months). In accordance with the simplified approach, the Company measures the loss allowances regarding its trade receivables at an amount equal to “lifetime expected credit losses” except incurred credit losses in which trade receivables are already impaired for a specific reason.

If the amount of the impairment subsequently decreases due to an event occurring after the write-down, the release of the provision is credited to other operating income.

Unearned finance income/expense due to commercial transactions are accounted for under “Other Operating Income/Expenses” in the statement of income or loss.

**CONVENIENCE TRANSLATION OF THE NOTES TO THE
FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2024**

(Amounts expressed in Turkish Lira (“TRY”) in terms of purchasing power of TRY at 31 December 2024, unless otherwise indicated.)

NOTE 2 - BASIS OF PRESENTATION OF FINANCIAL STATEMENTS (Continued)

2.4 Summary of Significant Accounting Policies (Continued)

Cash and cash equivalents

Cash and cash equivalents comprise cash in hand, bank deposits and highly liquid investments, whose maturity at the time of purchase is less than three months and conversion risk on value at the date of sale is immaterial.

Related parties

A party is related to an entity if the party is a legal body or a real person which directly or indirectly controls, is controlled by, or is under common control with the entity, has an interest in the entity that gives it significant influence over the entity, and if the party is a subsidiary, an affiliate or a joint venture in which the entity is a venture. Furthermore, members of the key management personnel of the entity, close members of the family of any individual referred to above, and parties representing post-employment benefit plan for the benefit of employees of the entity are also defined as related parties.

Trade payables

Trade payables are payables that occur as a result of directly purchasing goods and services from sellers. Trade payables and other obligations are shown after netting off the unaccrued financing expenses. Trade payables and other obligations after unaccrued financing expenses are calculated by discounting the amounts due of payable recorded invoice amounts using the “effective interest method”. Short-term payables for which an interest rate was not determined are shown based on cost value when the original effective interest rate does not have a big effect.

Financial liabilities and borrowing costs

Borrowings are recognised initially at the proceeds received, net of transaction costs incurred. Borrowings are subsequently stated at amortised cost using the effective yield method in financial statements. Starting from 1 January 2009 requires an entity to capitalize borrowing costs directly attributable to the acquisition, construction or production of a qualifying asset as part of the cost of that asset, removing the option of immediately expensing borrowing costs.

Current and deferred income taxes

Current tax

According to Article 5/1(d) (4) of the Corporate Tax Law No. 5520 (“CVK”), profits obtained from real estate investment trusts are exempted from Corporate Tax. With Law No. 7524, certain conditions have been introduced for the corporate tax exemption to be applied to the profits of REITs as of January 1, 2025. Accordingly, if at least 50% of the profits obtained from real estates are distributed as dividends, the tax rate applied to corporate profits will be applied as 10%. For this reason, the tax rate of 30% valid for undistributed profits is used in the calculation of period taxes and deferred tax assets and liabilities.

**CONVENIENCE TRANSLATION OF THE NOTES TO THE
FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2024**

(Amounts expressed in Turkish Lira ("TRY") in terms of purchasing power of TRY at 31 December 2024, unless otherwise indicated.)

NOTE 2 - BASIS OF PRESENTATION OF FINANCIAL STATEMENTS (Continued)

2.4 Summary of Significant Accounting Policies (Continued)

Current and deferred income taxes (Continued)

Deferred tax

Deferred tax liability or asset is determined by calculating the tax effects of temporary differences between the amounts of assets and liabilities shown in the Company's financial statements and the amounts taken into account in the legal tax base calculation, according to the balance sheet method, taking into account the enacted tax rates. The tax rate taken into account as of December 31, 2024 is 30%.

Due to tax legislation, the taxable or deductible temporary differences in the financial statements as of December 31, 2024 have been multiplied by the 30% tax rate to be applied to undistributed profits effective after January 1, 2025 to calculate the deferred tax liability or asset. In accordance with the letter titled "Reporting of Tax Amounts in Real Estate Investment Partnerships and Real Estate Investment Funds" communicated to real estate investment trusts by the POA on February 12, 2025, the deferred tax liability arising as a result of the legislative change in the financial statements dated December 31, 2024 is reflected in the prior years' profits or losses under equity with its effect related to 2023 and before, and its effect related to 2024 is reflected in the profit or loss statement.

Employment termination benefits

The severance pay provision represents the present value of the estimated total provision for the Company's possible future liabilities arising from the retirement of personnel in accordance with the Turkish Labor Law.

Under the Turkish Labour Law, the Company is required to pay termination benefits to each employee who has completed at least one year of service and whose employment is terminated without due cause, is called up for military service, dies or who retires after completing 25 years of service (20 years for women) and achieves the retirement age (58 for women and 60 for men). Since the legislation was changed on May 23, 2002, there are certain transitional provisions relating to length of service prior to retirement.

The amount payable consists of one month's salary limited to a maximum of TRY41,828.42 as of 31 December 2024 (31 December 2023: TRY23,489.23). Provision which is allocated by using the defined benefit obligation's current value is calculated by using estimated liability method. All actuarial profits and losses are recognised in the comprehensive statement of income.

The employment termination benefit obligation as explained above is considered as a defined benefit plan under TFRS. TFRS requires actuarial valuation methods to be developed to estimate the enterprise's obligation for such benefits. The liability for this unfunded plan recognized in the balance sheet is the full present value of the defined benefit obligation at the end of the reporting period, calculated using the projected unit credit method. The present value of the defined benefit obligation is determined by discounting the estimated future cash outflows from the retirement of its employees using the long-term TRY interest rates.

**CONVENIENCE TRANSLATION OF THE NOTES TO THE
FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2024**

(Amounts expressed in Turkish Lira (“TRY”) in terms of purchasing power of TRY at 31 December 2024, unless otherwise indicated.)

NOTE 2 - BASIS OF PRESENTATION OF FINANCIAL STATEMENTS (Continued)

2.4 Summary of Significant Accounting Policies (Continued)

Employment termination benefits (Continued)

The principal actuarial assumption is that the maximum liability will increase in line with inflation. Thus, the effective discount rate applied represents the expected real interest rate after adjusting for the effects of future inflation. As the maximum liability amount is revised semi-annually by the authorities, the maximum amount of TRY46,655.43 which is effective from 1 January 2025 has been taken into consideration when calculating the liability (TRY35,058.58 is effective from 1 January 2024).

Provisions, contingent assets and liabilities

Provisions are recognized when the Company has a present legal or constructive obligation as a result of past events, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation, and a reliable estimate of the amount of the obligation can be made. Provisions are not recognized for future operating losses.

Contingent assets or contingent obligations that arise from past events and whose existence will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the Company are not included in financial statements and are treated as contingent assets or liabilities.

Investment properties

Property that is held for long-term rental yields or for capital appreciation or both, and that is not occupied or utilised by the Company in the normal course of business, is classified as investment property.

The Company's investment property consists of 3 sections, namely Akmerkez AVM, residence and office, located at Kültür Mahallesi, Nispetiye Caddesi, No:56, Akmerkez Beşiktaş / İSTANBUL. The AVM, residence and offices are the real estates subject to valuation.

Investment properties is measured initially at cost. These costs comprise of the transaction costs and subsequent expenditures or services. The borrowing costs related to qualifying assets is also recognized during the construction of the asset, the mentioned capitalization continues until the completion of the construction. The Company does not include the daily service expenses related to real estate in the book value of the investment property. Those costs are recognized in the profit or loss statement to the extent that they are realized. Daily services costs mainly comprise of the labour and consumables however, it may also include the cost of small pieces. These types of expenditures are classified as the “maintenance expenses” related with the real estates.

After initial recognition, the Company measures its investment properties using the fair value method. The fair value of the Company's investment properties has been determined by a valuation company independent of the Company. The valuation company is authorized by the CMB and provides real estate valuation services in accordance with capital market legislation and has sufficient experience and qualifications in measuring the fair value of real estate in the relevant region.

**CONVENIENCE TRANSLATION OF THE NOTES TO THE
FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2024**

(Amounts expressed in Turkish Lira (“TRY”) in terms of purchasing power of TRY at 31 December 2024, unless otherwise indicated.)

NOTE 2 - BASIS OF PRESENTATION OF FINANCIAL STATEMENTS (Continued)

2.4 Summary of Significant Accounting Policies (Continued)

Investment properties (Continued)

In determining the fair value, the active market price may be changed when deemed necessary, specifically considering the structural characteristics, conditions and location of the asset in question. In the absence of such information, the Company resorts to alternative valuation methods such as the discounted cash flow method. The Company takes into account the circumstances that create such differences in order to make the most reliable estimate among a series of fair value estimates calculated according to reasonable measures.

Gains and losses resulting from changes in fair value of investment properties are recognized in the consolidated statement of comprehensive income as incurred. Gains and losses resulting from malfunction or dispose of investment property is a difference between cash proceeds from disposal of investment properties and its book value and is accounted as fair value gain or loss of investment property as incurred.

Part of the Company’s investment property is used for administrative purposes; however, as the ratio is considered immaterial (i.e., with a gross value less than 1% of total gross value), they are not classified separately, but rather stated within the investment properties account.

Tangible assets

Tangible fixed assets are shown at the amount after deducting accumulated depreciation and accumulated impairment losses from their cost values expressed in purchasing power at the balance sheet date. Assets under construction for administrative purposes or other purposes not yet determined are shown at their cost values expressed in purchasing power, less any impairment losses. Legal fees are also included in the cost. In the case of assets that require significant time to be ready for use and sale, borrowing costs are capitalized. When the construction of these assets is completed and they are ready for use, they are classified under the relevant tangible fixed asset item. Such assets are depreciated when they are ready for use, as in the depreciation method used for other fixed assets. All other expenses are recognized as expense items in the profit or loss statement as they occur.

Depreciation and amortization charges for tangible fixed assets are booked using the straight-line method according to the useful life of the assets.

Intangible assets

Purchased intangible assets with limited lives (rights and other intangible assets) are shown at their cost values expressed in purchasing power, less accumulated amortization and accumulated value reductions. These assets are amortized using the straight-line amortization method according to their expected useful lives. The expected useful lives and amortization methods are reviewed annually to identify the possible effects of changes in estimates, and changes in estimates are accounted for prospectively.

**CONVENIENCE TRANSLATION OF THE NOTES TO THE
FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2024**

(Amounts expressed in Turkish Lira ("TRY") in terms of purchasing power of TRY at 31 December 2024, unless otherwise indicated.)

NOTE 2 - BASIS OF PRESENTATION OF FINANCIAL STATEMENTS (Continued)**2.4 Summary of Significant Accounting Policies (Continued)****Impairment of assets**

For all tangible and intangible fixed assets other than goodwill, the Company assess whether there is any indication of impairment for the assets on each statement of financial position date. If there is such an indication, the carrying value of the asset is compared with the net realisable value, which is the higher of the amounts to be earned through use or sales. If the book value of the said asset or any of its cash generating units is higher than the amount recoverable through use or sale, there is an impairment. Impairment losses are recognised in the comprehensive profit or loss statement. The increase in the registered value of the asset (or cash generating unit) arising from cancelling the impairment should not exceed its book value (net amount after depreciation) if the impairment had not been included in financial statements in previous years. Cancellation of the impairment is recognised in the comprehensive profit or loss statement.

Revenue recognition

Revenue is recognised when the amount of revenue can be measured reliably and when it is probable that the economic benefits associated with the transaction will flow to the Company. Revenue is presented net of value added and sales taxes. The following criteria are necessary for the recognition of revenue:

Rent income from investment properties

Rent income from investment properties is recognised on an accrual basis. Revenue is realized when economic benefits arising from the transaction have passed, and when the amount of such income can be reliably measured. Rent discounts and similar promotions granted to existing tenants from time to time are netted of from rent revenues as they are not rent incentives for acquisition of new contracts.

The minimum amount of the total rent incomes to be received in the future periods based on the existing contracts are summarised below (TRY) (*):

	31 December 2024	31 December 2023
Less than a year	434,387,744	414,170,586
Between 1 - 5 years	622,801,361	718,446,935
More than 5 years	53,918,113	36,548,381
	1,111,107,218	1,169,165,902

(*) The amount consist of the shops and warehouse rent income.

Interest income and expense

Interest income and expense is accounted for using the effective interest rate method. Interest income comprises mostly interest income from time deposits and reverse repo transactions.

Interest expenses incurred from borrowings are calculated using the effective interest rate method.

**CONVENIENCE TRANSLATION OF THE NOTES TO THE
FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2024**

(Amounts expressed in Turkish Lira (“TRY”) in terms of purchasing power of TRY at 31 December 2024, unless otherwise indicated.)

NOTE 2 - BASIS OF PRESENTATION OF FINANCIAL STATEMENTS (Continued)

2.4 Summary of Significant Accounting Policies (Continued)

Paid-in capital

Ordinary shares are classified as equity. Proceeds from issuing new equity instruments are recorded net of transaction costs.

Earnings per share

Earnings per share are determined by dividing net comprehensive income by the weighted average number of shares that have been outstanding during the period concerned.

In Turkey, companies can increase their share capital by making a pro-rata distribution of their shares “Bonus Shares” to existing shareholders funded from retained earnings or other reserves.

These types of “Bonus Shares” distributions are evaluated as shares issued in all periods presented in the financial statements in the calculation of earnings per share. Accordingly, the weighted average number of shares used in these calculations is found by also calculating the retrospective effects of share distributions.

Reporting of cash flows

Cash flows statement includes cash and cash equivalents, cash with original maturity periods of less than three months and bank deposits.

Subsequent events

Subsequent events cover any events which arise between the reporting date and the balance sheet date, even if they occurred after any declaration of the net profit for the period or specific financial information publicly disclosed. The Company adjusts or provides disclosure in its financial statements if such subsequent events arise that require an adjustment or disclosure to the financial statements.

2.5 Significant Accounting Estimates and Assumptions

Preparation of financial statements require the usage of estimations and assumptions which may affect the reported amounts of assets and liabilities as of the balance sheet date, disclosure of contingent assets and liabilities and reported amounts of income and expenses during financial period. Although the estimations and assumptions are based on the best estimates of the management’s existing incidents and operations, they may differ from the actual results.

NOTE 3 - SEGMENT REPORTING

As the only real estate owned by the Company is managed as a whole in a central location at Akmerkez Trade Center, segment reporting is not disclosed.

AKMERKEZ GAYRİMENKUL YATIRIM ORTAKLIĞI A.Ş.

CONVENIENCE TRANSLATION OF THE NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2024

(Amounts expressed in Turkish Lira ("TRY") in terms of purchasing power of TRY at 31 December 2024, unless otherwise indicated.)

NOTE 4 - CASH AND CASH EQUIVALENTS

The details of cash and cash equivalents as of 31 December 2024 and 31 December 2023 are as follows:

	31 December 2024	31 December 2023
Cash	3,135	37,583
Bank		
-TRY time deposits	509,786,085	359,404,433
-TRY demand deposits	40,007	24,564
-Foreign currency denominated demand deposits	30,368	20,178
	509,859,595	359,486,758

As of 31 December 2024, the interest rate on TRY time deposit accounts at banks is 48.85% the accrued interest of TRY time deposit accounts is TRY678,729. As of 31 December 2024, there are no foreign currency denominated time deposits (As of 31 December 2023, the interest rate on TRY time deposit accounts at banks is 40.13% the accrued interest of TRY time deposit accounts is TRY1,179,828. As of 31 December 2023, there is no foreign currency denominated time deposits). The maturity of time deposits is less than one month (31 December 2023: Less than one month).

The cash and cash equivalents disclosed in the statements of cash flows are as follows:

	31 December 2024	31 December 2023
Cash and cash equivalents	509,859,595	359,486,758
Less: Accrued interest	(678,729)	(1,179,828)
	509,180,866	358,306,930

NOTE 5 - TRADE AND OTHER RECEIVABLES AND PAYABLES

Short-term trade receivables	31 December 2024	31 December 2023
Trade receivables from third parties	33,665,886	33,415,655
Trade receivables from related parties (Note 20)	9,664,336	254,368
	43,330,222	33,670,023
Less: Provision for doubtful receivables	(1,128,076)	(1,628,701)
	42,202,146	32,041,322

AKMERKEZ GAYRİMENKUL YATIRIM ORTAKLIĞI A.Ş.**CONVENIENCE TRANSLATION OF THE NOTES TO THE
FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2024**

(Amounts expressed in Turkish Lira ("TRY") in terms of purchasing power of TRY at 31 December 2024, unless otherwise indicated.)

NOTE 5 - TRADE AND OTHER RECEIVABLES AND PAYABLES (Continued)

The movement of provisions for doubtful receivables is as follows:

	2024	2023
1 January	1,628,701	3,904,682
Provisions made during the period	-	120,845
Doubtful receivables reversal	-	(861,877)
Monetary loss/gain	(500,625)	(1,534,949)
31 December	1,128,076	1,628,701

Short-term trade payables	31 December 2024	31 December 2023
Trade payables to related parties (Note 20)	2,390,203	14,381,588
Trade payables to third parties	949,903	1,567,733
	3,340,106	15,949,321

Short-term other receivables	31 December 2024	31 December 2023
Other receivables from third parties	21,624	45,905
	21,624	45,905

Short-term other payables	31 December 2024	31 December 2023
Taxes payables and other taxes	13,336,800	10,703,956
Other	243,037	214,351
	13,579,837	10,918,307

Long-term other payables	31 December 2024	31 December 2023
Deposits and guarantees received	1,697,846	5,892,760
	1,697,846	5,892,760

AKMERKEZ GAYRİMENKUL YATIRIM ORTAKLIĞI A.Ş.

CONVENIENCE TRANSLATION OF THE NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2024

(Amounts expressed in Turkish Lira ("TRY") in terms of purchasing power of TRY at 31 December 2024, unless otherwise indicated.)

NOTE 6 - INVESTMENT PROPERTY

Movements of investment properties for the years ending on 31 December 2024 and 2023 are as follows:

	1 January 2024	Additions	Disposals	Transfers	Change in fair value, net	31 December 2024
Cost						
Buildings	7,738,413,390	-	-	38,799,280	211,197,330	7,988,410,000
Construction in progress (*)	-	38,799,280	-	(38,799,280)	-	-
	7,738,413,390	38,799,280	-	-	211,197,330	7,988,410,000

	1 January 2023	Additions	Disposals	Transfers	Change in fair value, net	31 December 2023
Cost						
Buildings	7,448,796,584	360,947	(360,947)	35,690,065	253,926,741	7,738,413,390
Construction in progress (*)	-	35,690,065	-	(35,690,065)	-	-
	7,448,796,584	36,051,012	(360,947)	-	253,926,741	7,738,413,390

(*) The transfers of TRY38,614,174 in the ongoing investments are investment expenses of Üçgen Bakım ve Yönetim Hizmetleri A.Ş. in the framework of management services, and were recharged to the Company based on the Company's share percentage. The transfers of TRY185,106 are Company investment expenses (31 December 2023: The transfers of TRY33,220,667 in the ongoing investments are investment expenses of Üçgen Bakım ve Yönetim Hizmetleri A.Ş. in the framework of management services, and were recharged to the Company based on the Company's share percentage. The transfers of TRY2,469,398 are Company investment expenses).

The fair value of the Company's investment property based on the valuation report of Lotus Gayrimenkul Değerleme ve Danışmanlık A.Ş. dated 31 December 2024 amount to TRY7,988,410,000 (31 December 2023: The restated fair value amount of the Company's investment property based on the valuation report of Lotus Gayrimenkul Değerleme ve Danışmanlık A.Ş. dated 29 December 2023 is TRY7,738,413,390). The method used in fair value calculations is the income reduction method for the shopping mall and benchmark comparison method is used for the office and residences.

The methods used to determine the fair values of investment properties and the significant unobservable assumptions are as follows:

	Average Discount Rate	Average Annual rent growth rate	Capitalization rate
31 December 2024	18.70%	12.70% on average	6.03%
31 December 2023	21.90%	15.90% on average	5.54%

AKMERKEZ GAYRİMENKUL YATIRIM ORTAKLIĞI A.Ş.

CONVENIENCE TRANSLATION OF THE NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2024

(Amounts expressed in Turkish Lira ("TRY") in terms of purchasing power of TRY at 31 December 2024, unless otherwise indicated.)

NOTE 6 - INVESTMENT PROPERTY (Continued)

The Company's sensitivity analysis of unobservable inputs used in the measurement of fair values of investment properties is as follows:

31 December 2024	Sensitivity analysis	If increase Profit/(loss) effect on fair value (TRY)	If decrease Profit/(loss) effect on fair value (TRY)
Discount rate	0.5%	(192,000,000)	199,000,000
Rent growth rate	1%	526,000,000	(485,000,000)

31 December 2023	Sensitivity analysis	If increase Profit/(loss) effect on fair value (TRY)	If decrease Profit/(loss) effect on fair value (TRY)
Discount rate	0.5%	(428,804,951)	505,325,700
Rent growth rate	1%	105,396,503	(105,396,503)

Insurance coverage on assets as of 31 December 2024 and 31 December 2023 is as follows:

31 December 2024: USD 210,133,915

31 December 2023: USD 166,668,765

NOTE 7 - TANGIBLE AND INTANGIBLE ASSETS

The movement schedule of tangible assets as of 31 December 2024 and 31 December 2023 are as follows:

	1 January 2024	Additions	Disposals	31 December 2024
Plants, machinery and equipment	2,350,733	-	-	2,350,733
Furniture and fixture	185,869,541	62,183	(1,238,854)	184,692,870
Accumulated depreciation (-)	(187,844,656)	(123,829)	1,238,854	(186,729,631)
Net book value	375,618			313,972

	1 January 2023	Additions	Disposals	31 December 2023
Plants, machinery and equipment	2,350,733	-	-	2,350,733
Furniture and fixture	185,848,373	21,168	-	185,869,541
Accumulated depreciation (-)	(187,709,461)	(135,195)	-	(187,844,656)
Net book value	489,645			375,618

AKMERKEZ GAYRİMENKUL YATIRIM ORTAKLIĞI A.Ş.

CONVENIENCE TRANSLATION OF THE NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2024

(Amounts expressed in Turkish Lira ("TRY") in terms of purchasing power of TRY at 31 December 2024, unless otherwise indicated.)

NOTE 7 - TANGIBLE AND INTANGIBLE ASSETS (Continued)

The movement schedule of intangible assets as of 31 December 2024 and 31 December 2023 are as follows:

	1 January 2024	Additions	31 December 2024
Rights	599,045	-	599,045
Other intangible assets	2,073,194	-	2,073,194
Accumulated amortization (-)	(1,636,280)	(201,789)	(1,838,069)
Net book value	1,035,959		834,170

	1 January 2023	Additions	31 December 2023
Rights	599,045	-	599,045
Other intangible assets	2,073,194	-	2,073,194
Accumulated amortization (-)	(1,539,901)	(96,379)	(1,636,280)
Net book value	1,132,338		1,035,959

NOTE 8 - PROVISIONS, CONTINGENT ASSETS AND LIABILITIES

Real rights on immovables are as follows:

There is a rental restriction in favour of TEK (Turkish Electricity Institution) with registry dated 31 December 1992 No: 5538.

Guarantee notes and letters	Currency	Original Amount	31 December 2024
Letters of guarantees received	TRY	84,667,749	84,667,749
Letters of guarantees received	USD	326,367	11,514,326
Guarantee notes received	USD	333,023	11,749,151
Letters of guarantees received	EUR	151,866	5,578,980
Guarantee cheques received	TRY	71,000	71,000
			113,581,206

Guarantee notes and letters	Currency	Original Amount	31 December 2023
Letters of guarantees received	TRY	65,017,608	65,017,608
Letters of guarantees received	USD	373,519	15,875,496
Guarantee notes received	USD	333,023	14,154,314
Letters of guarantees received	EUR	151,866	7,142,227
Guarantee cheques received	TRY	102,509	102,509
Guarantee notes received	TRY	106,591	106,591
			102,398,745

The commitments received consist of letters of guarantees received from the tenants of the shopping mall.

There is no guarantees, pledges and mortgages of Company as of balance sheet date.

AKMERKEZ GAYRİMENKUL YATIRIM ORTAKLIĞI A.Ş.

CONVENIENCE TRANSLATION OF THE NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2024

(Amounts expressed in Turkish Lira ("TRY") in terms of purchasing power of TRY at 31 December 2024, unless otherwise indicated.)

NOTE 8 - PROVISIONS, CONTINGENT ASSETS AND LIABILITIES (Continued)

Other short-term provision	31 December 2024	31 December 2023
Provisions for lawsuits	137,691	178,691
Monetary gain/loss	-	79,301
	137,691	257,992

Provision for lawsuits

As of 31 December 2024, a total provision of TRY137,691 (31 December 2023: TRY257,992) was set aside for the lawsuits filed against the Company, and in January 2024, a provision of TRY41,000 was cancelled.

Including the cases detailed above, there are 9 lawsuits and 27 executive proceedings that the Company is currently a party of them.

NOTE 9 - EMPLOYEE BENEFITS

The short-term provisions for employee benefits at 31 December 2024 and 31 December 2023 are as follow:

Short term provisions	31 December 2024	31 December 2023
Unused vacation allowances	2,197,551	1,618,356
	2,197,551	1,618,356

Provision for unused vacation amounting to TRY1,394,779 comprise of the unused vacation provisions of the Company's personnel, while TRY802,772 comprise of the Company's shares of unused vacation allowance related to the personnel of Üçgen Bakım ve Yönetim Hizmetleri A.Ş. (31 December 2023: Provision for unused vacation amounting to TRY1,118,310 comprise of the unused vacation provisions of the Company's personnel, while TRY500,046 comprise of the Company's shares of unused vacation allowance related to the personnel of Üçgen Bakım ve Yönetim Hizmetleri A.Ş.).

Long-term provisions	31 December 2024	31 December 2023
Provision for employee termination benefits	5,686,036	5,193,421
	5,686,036	5,193,421

As of 31 December 2024, the amount payable consists of one month's salary limited to a maximum of TRY46,655.43 for each year of service (31 December 2023: TRY35,058.58).

AKMERKEZ GAYRİMENKUL YATIRIM ORTAKLIĞI A.Ş.

CONVENIENCE TRANSLATION OF THE NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2024

(Amounts expressed in Turkish Lira ("TRY") in terms of purchasing power of TRY at 31 December 2024, unless otherwise indicated.)

NOTE 9 - EMPLOYEE BENEFITS (Continued)

In the financial statements, Company management reflected a liability calculated in accordance with TAS 19 and based upon factors derived using their experience of personnel terminating their services and being eligible to receive retirement pay and discounted by using the current market yield at the balance sheet date on government bonds. All actuary gain and losses are recognized in comprehensive income statement. Accordingly, the following actuarial assumptions were used in the calculation of the total liability:

	1 January - 31 December 2024	1 January - 31 December 2023
Discount rate (%)	4.04	3.65
Turnover rate to estimate the probability of retirement (%)	97.84	95.83

Movements in the provision for employment termination benefits are as follows (TRY):

	2024	2023
1 January	5,193,421	12,473,279
Cost of interest	1,205,024	2,154,087
Cost of service	1,696,510	1,920,056
Actuarial (gain) / losses	501,980	(414,816)
Payments made during the period (-)	(746,936)	(5,131,558)
Monetary loss/gain	(2,163,963)	(5,807,627)
31 December	5,686,036	5,193,421

Provision for employment termination benefits amounting to TRY246,612 comprise of the Company's personnel termination benefits provisions and TRY5,439,424 comprise of the Company's share in Üçgen Bakım ve Yönetim Hizmetleri A.Ş.'s personnel termination benefits provisions (31 December 2023: Provision for employment termination benefits amounting to TRY247,405 comprise of the Company's personnel termination benefits provisions and TRY4,946,016 comprise of the Company's share in Üçgen Bakım ve Yönetim Hizmetleri A.Ş.'s personnel termination benefits provisions).

NOTE 10 - OTHER ASSETS AND LIABILITIES

The details of other assets and other liabilities as of 31 December 2024 and 31 December 2023 are as follows:

Prepaid expenses - short-term	31 December 2024	31 December 2023
Prepaid expenses (*)	2,881,505	1,403,868
Advances given	29,700	1,852
	2,911,205	1,405,720

(*) Amount to TRY1,666,667 consists of part of costs related to short-term in order to rent the store. These amounts have been amortized in the contract period of the store. A portion of TRY417,032 consists of insurance expenses and TRY797,806 portion consists of other expenses (31 December 2023: Amount to TRY584,204 consists of part of costs related to short-term in order to rent the store. These amounts have been amortized in the contract period of the store. A portion of TRY603,402 consists of insurance expenses and TRY216,262 portion consists of other expenses).

AKMERKEZ GAYRİMENKUL YATIRIM ORTAKLIĞI A.Ş.**CONVENIENCE TRANSLATION OF THE NOTES TO THE
FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2024**

(Amounts expressed in Turkish Lira ("TRY") in terms of purchasing power of TRY at 31 December 2024, unless otherwise indicated.)

NOTE 10 - OTHER ASSETS AND LIABILITIES (Continued)

Prepaid expenses - long-term	31 December 2024	31 December 2023
Prepaid expenses	3,333,333	16,544
	3,333,333	16,544

(*) Amount to TRY3,333,333 consists of part of costs related to long-term in order to rent the store. These amounts have been amortized in the contract period of the store.

Other current assets	31 December 2024	31 December 2023
Income accruals for store rent (*)	2,439,267	2,803,538
	2,439,267	2,803,538

(*) Income accrual for store rents which includes short-term period.

Other non-current assets	31 December 2024	31 December 2023
Income accruals for store rent (*)	941,611	394,927
	941,611	394,927

(*) Income accrual for store rents which includes long-term period.

Deferred income (Excluding customer contract liabilities)	31 December 2024	31 December 2023
Advances received	1,339,663	1,473,765
Deferred income	110,000	158,817
	1,449,663	1,632,582

Other current liabilities	31 December 2024	31 December 2023
Expense accruals	6,442,354	8,569,900
	6,442,354	8,569,900

NOTE 11 - EQUITY

At 31 December 2024 and 2023, the issued and fully paid-in share capital held is as follows:

Shareholders	31 December 2024		31 December 2023	
	Share (%)	Amount	Share (%)	Amount
Akkök Holding A.Ş.	11.67%	4,349,553	11.67%	4,349,553
Tekfen Holding A.Ş.	10.47%	3,901,279	10.47%	3,901,279
Quoted to İstanbul Stock Exchange	57.44%	21,405,392	57.34%	21,367,443
Other (*)	20.42%	7,607,776	20.52%	7,645,725
Total paid-in capital	100.00%	37,264,000	100.00%	37,264,000
Share capital adjustment (**)		1,277,640,535		1,277,640,535
		1,314,904,535		1,314,904,535

(*) Represents individual shareholdings less than 10%.

(**) Share capital adjustment represent the difference between the adjusted aggregate amounts of cash and cash equivalent contributions to capital in accordance with the CMB Financial Reporting Standards and the amounts before adjustment. Share capital adjustment differences cannot be used for any purpose other than being added to share capital.

AKMERKEZ GAYRİMENKUL YATIRIM ORTAKLIĞI A.Ş.

CONVENIENCE TRANSLATION OF THE NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2024

(Amounts expressed in Turkish Lira ("TRY") in terms of purchasing power of TRY at 31 December 2024, unless otherwise indicated.)

NOTE 11 - EQUITY (Continued)

The registered capital ceiling of the Company is TRY75,000,000. In order to extend validity of upper limit of the Company's authorized capital, amendment regarding to the Articles of Association of the Company has been approved by a large majority at the Ordinary General Assembly for year 2020 held on 20 April 2021 within the framework of Communiqué No, III-48,1 on Principles Regarding Real Estate Investment Trusts and Communiqué No, II-17,1 on Corporate Governance of the Capital Market Board and related other legislation and after the registration on 18 May 2021, the amendment has been issued in the Trade Registry Gazette numbered 10333 and dated 24 May 2021.

The Company's issued and fully paid share capital amounting to TRY37,264,000 is represented by 37,264,000 shares of Kuruş 1 nominal value of which 407,575,000 are Class A shares, 284,138,000 are Class B shares, 239,887,000 are Class C shares and 2,794,800,000 are Class D shares as of 31 December 2024 and 31 December 2023.

The Company's (A), (B), (C) and (D) Group shares have the privilege to nominate candidates for the Board of Directors, and 4 of the members of the Company's board of directors hold the majority of the registered Class (A) shares; 3 of the members hold the majority of the Group registered Class (B) shares; 2 of the members hold the majority of the Group registered Class (C) shares and 1 of them is offered to the public and attended the general assembly meeting Class (D) shares is selected by the general assembly from among the candidates to be identified and proposed by the bearer.

However, in case the shares of the (D) Group bearer that was offered to the public and attended the general assembly meeting did not nominate candidates in the general assembly and / or mostly cannot determine a candidate the Company's Board of Directors, 4 of the (A) Group registered shares, the majority; 3 (B) and the majority of Group 2 of the registered shares (C) Group among the nominees proposed by the majority of registered shares at the General Assembly will be elected by nine (9) consists of members.

There is no other privilege for nominating members to the Board of Directors except the privileges stated above. Each shareholder has one voting power for each share that is held.

The explanation regarding the Company's equity accounts adjusted in accordance with IAS 29, prepared pursuant to the Capital Markets Board Bulletin published on March 7, 2024, is as follows:

31 December 2024

	PPI adjusted entries	CPI adjusted entries	Amounts followed in retained earnings
Adjustments to share capital	1,739,050,555	1,277,640,535	461,410,020
Reserves on retained earning	713,806,943	1,134,987,715	(421,180,772)

31 December 2023

	PPI adjusted entries	CPI adjusted entries	Amounts followed in retained earnings
Adjustments to share capital	1,739,050,555	1,277,640,535	450,789,451
Reserves on retained earning	676,836,729	1,098,890,635	(422,053,906)

AKMERKEZ GAYRİMENKUL YATIRIM ORTAKLIĞI A.Ş.**CONVENIENCE TRANSLATION OF THE NOTES TO THE
FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2024**

(Amounts expressed in Turkish Lira ("TRY") in terms of purchasing power of TRY at 31 December 2024, unless otherwise indicated.)

NOTE 11 - EQUITY (Continued)

Retained earnings consist of the following:

	31 December 2024	31 December 2023
Retained earnings	5,216,588,875	4,899,195,150
Extraordinary reserves	84,825,099	84,715,629
Inflation difference in extraordinary reserves	12,307,174	12,307,174
Inflation difference in legal reserves	81,607,656	81,607,656
Deferred tax effect for 2023 (Note 2.4)	(1,039,681,994)	-
	4,355,646,810	5,077,825,609

NOTE 12 - OPERATING INCOME

	1 January - 31 December 2024	1 January - 31 December 2023
Sales		
Shops and warehouse rent income	668,664,416	629,093,194
Apart hotel rent income	50,445,483	49,371,054
Parking lot rental income	48,715,148	29,749,692
Other income	15,673,206	12,067,272
	783,498,253	720,281,212
Cost of sales		
Cost of services	(187,760,047)	(180,151,717)
	(187,760,047)	(180,151,717)
Gross profit	595,738,206	540,129,495

NOTE 13 - GENERAL ADMINISTRATIVE EXPENSES

	1 January - 31 December 2024	1 January - 31 December 2023
Personnel expenses	31,511,745	27,348,264
Consultancy expenses	16,880,256	8,902,323
Legal expenses	4,481,785	3,977,183
Information systems expenses	2,076,654	1,960,466
Provision for vacation	705,124	916,458
Insurance, duties, taxes and levies expenses	496,644	647,721
Depreciation and amortization expenses	325,618	231,574
Donations	158,853	2,196,648
Provision for employment termination benefits	131,240	163,344
Other	2,444,484	4,570,004
	59,212,403	50,913,985

AKMERKEZ GAYRİMENKUL YATIRIM ORTAKLIĞI A.Ş.**CONVENIENCE TRANSLATION OF THE NOTES TO THE
FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2024**

(Amounts expressed in Turkish Lira ("TRY") in terms of purchasing power of TRY at 31 December 2024, unless otherwise indicated.)

NOTE 14 - EXPENSES BY NATURE

	1 January - 31 December 2024	1 January - 31 December 2023
Depreciation and amortization expenses		
General administrative expenses (Note 13)	325,618	231,574
	325,618	231,574
Allocation of depreciation and amortisation charges		
Tangible assets (Note 7)	123,829	135,195
Intangible assets (Note 7)	201,789	96,379
	325,618	231,574

NOTE 15 - OTHER OPERATING INCOME/(EXPENSES)

	1 January - 31 December 2024	1 January - 1 December 2023
Other operating income		
Provisions no longer required	1,424,108	61,493
Early termination compensation income	838,312	-
Gain on sale of fixed asset	818,841	219,738
Foreign exchange gain on trade receivables and payables	15,246	298,120
Interest income	12,230	74,472
Other income	231,160	392,471
	3,339,897	1,046,294
Other operating expense		
Food court expenses	(5,922,332)	-
Amortisation expenses (*)	(444,724)	(2,105,461)
Foreign exchange loss on trade receivables and payables	(477,763)	(2,073,675)
Rent expense	(136,539)	-
Increase on corporate tax base	-	(196,855)
Provisions for doubtful receivables	-	(192,913)
Other expenses	(1,970)	(85,305)
	(6,983,328)	(4,654,209)
Other operating income/ (expenses) - net	(3,643,431)	(3,607,915)

(*) The expenses comprise of the amortized part of the expenses in order to rent the stores in the related period.

AKMERKEZ GAYRİMENKUL YATIRIM ORTAKLIĞI A.Ş.**CONVENIENCE TRANSLATION OF THE NOTES TO THE
FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2024**

(Amounts expressed in Turkish Lira ("TRY") in terms of purchasing power of TRY at 31 December 2024, unless otherwise indicated.)

NOTE 16 - INCOME FROM INVESTING ACTIVITIES

	1 January - 31 December 2024	1 January - 31 December 2023
Income from investing activities		
Net gain from fair value adjustments on investment properties	211,197,330	253,926,741
	211,197,330	253,926,741

NOTE 17 - FINANCIAL INCOME AND EXPENSE

	1 January - 31 December 2024	1 January - 31 December 2023
Financial income		
Interest income	183,903,340	92,755,493
Foreign exchange gains	19,107,872	53,444,312
	203,011,212	146,199,805
Financial expenses		
Interest expenses related to employee benefits	(1,205,024)	(2,154,087)
Foreign exchange expenses	(588,985)	(1,461,233)
Other	(2,005)	-
	(1,796,014)	(3,615,320)

NOTE 18 - INCOME TAXES (INCLUDING DEFERRED TAX ASSETS AND LIABILITIES)

	31 December 2024	31 December 2023
Tax expense for period	-	-
Deferred tax expense	(263,730,893)	-
Total tax expense	(263,730,893)	-

The corporate tax rate to be accrued on taxable corporate income is calculated on the remaining tax base after adding the expenses that cannot be deducted from the tax base in determining the commercial income and deducting the non-taxable income. The effective tax rate applied in 2024 is 30% (2023: 0%).

AKMERKEZ GAYRİMENKUL YATIRIM ORTAKLIĞI A.Ş.

CONVENIENCE TRANSLATION OF THE NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2024

(Amounts expressed in Turkish Lira ("TRY") in terms of purchasing power of TRY at 31 December 2024, unless otherwise indicated.)

NOTE 18 - INCOME TAXES (INCLUDING DEFERRED TAX ASSETS AND LIABILITIES) (Continued)

In Turkey, provisional tax is calculated and accrued on a three-month basis. In the taxation of corporate earnings for the 2024 accounting period, a provisional tax of 30% was calculated on corporate earnings (2023: 0%). Losses can be carried forward for a maximum of 5 years to be deducted from taxable profits in future years. However, losses incurred cannot be deducted retroactively from profits in previous years.

There is no definitive and final reconciliation procedure regarding tax assessment in Turkey. Companies prepare their tax returns between April 1 and April 30 of the year following the accounting closing period of the relevant year. These returns and the accounting records on which they are based can be reviewed and changed by the Tax Office within 5 years.

The reconciliation of tax expense for the period to profit for the period is as follows:

	31 December 2024
Profit before tax	788,135,552
Applicable tax rate	30%
Calculated tax over applicable tax rate	(236,440,666)
Monetary gain/loss	(27,290,227)
Tax expense	(263,730,893)

Deferred tax:

The Company recognizes deferred tax assets and liabilities based upon temporary differences arising between its financial statements as reported for TAS purposes and its statutory tax financial statements. These differences usually result in the recognition of revenue and expenses in different reporting periods for TAS and tax purposes and they are summarized below.

	Total temporary difference		Deferred tax assets/(liabilities)	
Deferred tax (assets)/liabilities	31 December 2024	31 December 2023	31 December 2024	31 December 2023
Adjustments related to income accruals	3,082,051	-	(924,615)	-
Adjustments related to bonus provisions	(6,442,353)	-	1,932,706	-
Adjustments related to employee termination benefits	(5,686,036)	-	1,705,811	-
Adjustments related to unused vacation provision	(2,197,551)	-	659,265	-
Adjustments related to tangible and intangible fixed assets	4,356,389,613	-	(1,306,916,884)	-
Other	(436,101)	-	130,830	-
Deferred tax assets/(liabilities), net			(1,303,412,887)	

AKMERKEZ GAYRİMENKUL YATIRIM ORTAKLIĞI A.Ş.

CONVENIENCE TRANSLATION OF THE NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2024

(Amounts expressed in Turkish Lira ("TRY") in terms of purchasing power of TRY at 31 December 2024, unless otherwise indicated.)

NOTE 18 - INCOME TAXES (INCLUDING DEFERRED TAX ASSETS AND LIABILITIES) (Continued)

The movement of deferred tax liabilities for the year ending 31 December 2024 is given below:

	2024
1 January	-
Associated with the profit or loss statement	(263,730,893)
Associated with previous years' profits/losses	(1,039,681,994)
31 December	(1,303,412,887)

NOTE 19 - EARNINGS PER SHARE

The earnings per share stated in income statement is calculated by dividing net income for the period by the weighted average number of Company's shares for the period.

The companies in Turkey are allowed to increase their paid-in capital by issuing "bonus shares" which represent the increases from retained earnings and revaluation funds. The issue of such shares is treated as the issuance of ordinary shares in the calculation of earnings per share. The weighted average number of shares includes such shares and their retrospective effects.

The earnings per share amount is calculated by dividing net income for the period by the weighted average number of Company's shares for the period.

	1 January - 31 December 2024	1 January - 31 December 2023
Weighted average number of shares as of the reporting date (per share of TRY 1 nominal value)	37,264,000	37,264,000
Net profit for the period	524,404,659	716,908,965
Earnings per share	14.07	19.24

NOTE 20 - RELATED PARTY DISCLOSURES

As of 31 December 2024 and 2023, receivables from related parties and payables to related parties are as follows:

	31 December 2024	31 December 2023
Due to related parties		
Üçgen Bakım ve Yönetim Hizmetleri A.Ş.	9,424,103	58,040
Akip Gıda San. Tic. A.Ş.	240,233	159,678
Akmerkez Lokantacılık Gıda San. Tic. A.Ş.	-	36,650
	9,664,336	254,368

AKMERKEZ GAYRİMENKUL YATIRIM ORTAKLIĞI A.Ş.**CONVENIENCE TRANSLATION OF THE NOTES TO THE
FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2024**

(Amounts expressed in Turkish Lira ("TRY") in terms of purchasing power of TRY at 31 December 2024, unless otherwise indicated.)

NOTE 20 - RELATED PARTY DISCLOSURES (Continued)

	31 December 2024	31 December 2023
Payables to related parties		
Akkök Holding A.Ş.	2,212,281	586,191
Dinkal Sigorta Acenteliği A.Ş.	138,942	109,009
Aktek Bilgi İşlem Tekn. San. Tic. A.Ş.	38,980	10,702
Üçgen Bakım ve Yönetim Hizmetleri A.Ş.	-	13,675,686
	2,390,203	14,381,588

As of 31 December 2024 and 2023, sales and purchases from related parties are as follows:

	1 January - 31 December 2024	1 January - 31 December 2023
Sales to related parties		
Üçgen Bakım ve Yönetim Hizmetleri A.Ş.	133,808,667	106,878,059
Akmerkez Lokantacılık Gıda San.Tic. A.Ş.	8,752,579	9,272,733
Akip Gıda San. Tic. A.Ş.	2,069,013	1,602,566
	144,630,259	117,753,358
Purchases from related parties		
Üçgen Bakım ve Yönetim Hizmetleri A.Ş.	250,321,814	212,288,317
Akkök Holding A.Ş.	10,551,627	3,303,282
Dinkal Sigorta Acenteliği A.Ş. (*)	745,453	982,624
Aktek Bilgi İşlem Tekn. San. Tic. A.Ş.	209,313	96,188
Akhan Bakım Yönetim Servis Hizmet Güvenlik Tic. A.Ş.	156,902	235,831
	261,985,109	216,906,242

(*) This balance includes insurance payments through the agency of Dinkal Sigorta Acenteliği A.Ş.

Purchases and sales consist of rent income, purchase and sales of service. The related party purchases amounting to TRY250,321,814 comprise of management expenses provided by Üçgen Bakım ve Yönetim Hizmetleri A.Ş. ("Üçgen"). The remaining balance amounting to TRY11,663,295 comprise of other expenses from related parties. The Company provides common area services like car park, advertising, ATM via the related party Üçgen. In addition to these the Company has carpark apart, cinema and office floor rent incomes from the related party Üçgen to whom the Company charged TRY133,808,667 regarding the revenue collected on behalf of the Company for the year of 2024 (1 January - 31 December 2023: TRY106,878,059).

As of 1 January - 31 December 2024, remuneration provided to top executives management such as the Chairman of the Board of Directors and the members of Board of Directors is TRY22,633,198 (1 January - 31 December 2023: TRY14,448,451).

AKMERKEZ GAYRİMENKUL YATIRIM ORTAKLIĞI A.Ş.

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NOTE 21 - NATURE AND EXTENT OF RISK ARISING FROM FINANCIAL INSTRUMENTS

The Company's activities expose it to a variety of financial risks, including the effects of changes in debt and equity market prices, foreign currency exchange rates and interest rates. The Company's overall risk management program focuses on the unpredictability of financial markets and seeks to minimise potential adverse effects on the financial performance of the Company.

Liquidity Risk

The ability to fund the Company's financial and trade liabilities are managed by taking into account its expected undiscounted cash flows.

Liquidity risk is the inability of the Company to match the net funding requirements with sufficient liquidity. As of 31 December 2024, the Company's current assets exceeded its current liabilities by TRY638,583,461 (31 December 2023: TRY471,716,343). The management does not anticipate any difficulty on the repayment of the short-term liabilities and continuity of the Company considering the cash that will be generated from rental operations and the ability to reach to the high quality borrowers.

The analysis of the Company's financial liabilities with respect to their maturities as of 31 December 2024 is as follows:

Expected Maturities	Booked value	Cash outflows expected	Shorter than 3 months	3 - 12 months	1 - 5 years	Longer than 5 years
Non-derivative financial liabilities						
Trade payables	3,340,106	3,340,106	3,340,106	-	-	-
Other payables	15,277,683	15,277,683	13,579,837	-	1,697,846	-
	18,617,789	18,617,789	16,919,943	-	1,697,846	-

The analysis of the Company's financial liabilities with respect to their maturities as of 31 December 2023 is as follows:

Expected Maturities	Booked value	Cash outflows expected	Shorter than 3 months	3 - 12 months	1 - 5 years	Longer than 5 years
Non-derivative financial liabilities						
Trade payables	15,949,321	15,949,321	15,949,321	-	-	-
Other payables	16,811,067	16,811,067	10,918,307	-	5,892,760	-
	32,760,388	32,760,388	26,867,628	-	5,892,760	-

AKMERKEZ GAYRİMENKUL YATIRIM ORTAKLIĞI A.Ş.

CONVENIENCE TRANSLATION OF THE NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2024

(Amounts expressed in Turkish Lira ("TRY") in terms of purchasing power of TRY at 31 December 2024, unless otherwise indicated.)

NOTE 21 - NATURE AND EXTENT OF RISK ARISING FROM FINANCIAL INSTRUMENTS (Continued)

Interest rate risk

The Company is exposed to interest rate risk through the impact of rate changes on interest bearing assets and liabilities. These exposures are managed by offsetting interest rate sensitive assets and liabilities and using derivative instruments when considered necessary.

In this context, matching of not only maturities of receivables and payables but also contractual repricing dates are crucial. In order to keep the exposure of financial liabilities to interest rate changes at a minimum, "fixed interest/floating interest", "short-term/long-term", "TRY/foreign currency" balance should be structured consistent within and with assets in the balance sheet.

The interest position is set out in the table below:

	31 December 2024	31 December 2023
Financial instruments with fixed interest		
Time deposits	509,786,085	359,404,433

As of 31 December 2024 and 2023, there are no financial instruments with variable interest.

Credit Risk

The Company is subject to credit risk arising from trade receivables related to credit sales and deposits at banks.

The Company management evaluates trade receivables taking into consideration the collaterals received, past experiences and current economic outlook and makes provisions for doubtful receivables when deemed necessary. The Company management does not foresee additional risk related to the Company's trade receivables other than the related provisions made.

AKMERKEZ GAYRİMENKUL YATIRIM ORTAKLIĞI A.Ş.

CONVENIENCE TRANSLATION OF THE NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2024

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NOTE 21 - NATURE AND EXTENT OF RISK ARISING FROM FINANCIAL INSTRUMENTS (Continued)

Credit risk disclosures

Credit and receivable risk of financial instruments as of 31 December 2024 is as follows:

	Receivables				Time deposits	Reverse repo transactions
	Trade receivables		Other receivables			
31 December 2024	Related party	Third party	Related party	Third party		
Maximum credit risk exposed as of the reporting date (A+B+C+D)	9,664,336	32,537,810	-	21,624	509,856,460	-
- Secured portion of the maximum credit risk by guarantees	-	18,381,272	-	-	-	-
A. Net book value of financial assets that are neither overdue nor impaired	9,664,336	28,693,069	-	21,624	509,856,460	-
B. Net book value of overdue assets that are not impaired	-	3,844,741	-	-	-	-
C. Net book values of impaired assets	-	-	-	-	-	-
- Overdue (gross book value)	-	1,128,076	-	-	-	-
- Impairment (-)	-	(1,128,076)	-	-	-	-
- Secured portion by guarantees. etc.	-	-	-	-	-	-
- Not overdue (gross book value)	-	-	-	-	-	-
- Impairment (-)	-	-	-	-	-	-
- Secured portion by guarantees. etc.	-	-	-	-	-	-
D. Off balance sheet items with credit risks	-	-	-	-	-	-

AKMERKEZ GAYRİMENKUL YATIRIM ORTAKLIĞI A.Ş.

CONVENIENCE TRANSLATION OF THE NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2024

(Amounts expressed in Turkish Lira ("TRY") in terms of purchasing power of TRY at 31 December 2024, unless otherwise indicated.)

NOTE 21 - NATURE AND EXTENT OF RISK ARISING FROM FINANCIAL INSTRUMENTS (Continued)

Credit risk disclosures

Credit and receivable risk of financial instruments as of 31 December 2023 is as follows:

	Receivables				Time deposits	Reverse repo transactions
	Trade receivables		Other receivables			
31 December 2023	Related party	Third party	Related party	Third party		
Maximum credit risk exposed as of the reporting date (A+B+C+D)	254,368	31,786,954	-	45,905	359,449,175	-
- Secured portion of the maximum credit risk by guarantees	-	15,076,975	-	-	-	-
A. Net book value of financial assets that are neither overdue nor impaired	254,368	31,531,026	-	45,905	359,449,175	-
B. Net book value of overdue assets that are not impaired	-	255,928	-	-	-	-
C. Net book values of impaired assets	-	-	-	-	-	-
- Overdue (gross book value)	-	1,628,701	-	-	-	-
- Impairment (-)	-	(1,628,701)	-	-	-	-
- Secured portion by guarantees. etc.	-	-	-	-	-	-
- Not overdue (gross book value)	-	-	-	-	-	-
- Impairment (-)	-	-	-	-	-	-
- Secured portion by guarantees. etc.	-	-	-	-	-	-
D. Off balance sheet items with credit risks	-	-	-	-	-	-

AKMERKEZ GAYRİMENKUL YATIRIM ORTAKLIĞI A.Ş.

CONVENIENCE TRANSLATION OF THE NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2024

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NOTE 21 - NATURE AND EXTENT OF RISK ARISING FROM FINANCIAL INSTRUMENTS (Continued)

As of 31 December 2024 and 31 December 2023, aging of financial assets that are past due but not impaired is as follows:

Maturity	31 December 2024	31 December 2023
0 - 1 months past due	3,844,741	255,928
1 - 3 months past due	-	-
3 - 12 months past due	-	-
	3,844,741	255,928

There is no significant change on financial risk policies and credit risk management of the Company compared to prior periods.

Foreign Currency Risk

The Company's foreign currency balances arising from operating, investment, and financial activities are disclosed below as of the reporting date. The Company may be exposed to foreign currency risk due to foreign exchange differences at the time its foreign currency receivables and payables are converted to Turkish Lira. The foreign currency risk is monitored through continuous analysis of the foreign currency position and measured on the basis of sensitivity analysis.

	31 December 2024	31 December 2023
Assets	96,165,734	109,834,001
Liabilities	(1,682,506)	(3,433,152)
Net balance sheet position	94,483,228	106,400,849

As of 31 December 2024, fluctuation of USD had been 10% higher/lower ceteris paribus, pre-tax income after foreign exchange profit/loss resulting from foreign exchange net position for the period would have been TRY9,448,323 higher/lower (31 December 2023: TRY10,662,377 higher/lower).

As of 31 December 2024, fluctuation of EUR had been 10% higher/lower ceteris paribus, pre-tax income after foreign exchange profit/loss resulting from foreign exchange net position would not be changed because there is no EUR asset or liability position (31 December 2023: TRY23,210 lower/ higher).

AKMERKEZ GAYRİMENKUL YATIRIM ORTAKLIĞI A.Ş.**CONVENIENCE TRANSLATION OF THE NOTES TO THE
FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2024**

(Amounts expressed in Turkish Lira ("TRY") in terms of purchasing power of TRY at 31 December 2024, unless otherwise indicated.)

**NOTE 21 - NATURE AND EXTENT OF RISK ARISING FROM FINANCIAL INSTRUMENTS
(Continued)**

As of 31 December 2024, fluctuation of GBP had been 10% higher/lower ceteris paribus, pre-tax income after foreign exchange profit/loss resulting from foreign exchange net position for the period would not been changed because there is no EUR asset or liability position (31 December 2023: TRY918 higher/lower).

As of 31 December 2024 and 31 December 2023 the assets and liabilities denominated in foreign currencies which do not bear guaranteed rates of exchange, and foreign currency amounts stated in the assets and liabilities are as follows:

31 December 2024	EUR	USD	GBP	TRY equivalent
Current Assets				
Financial investments	-	2,724,902	-	96,135,366
Cash and cash equivalents	-	861	-	30,368
Total Assets	-	2,725,763	-	96,165,734
Non-Current Liabilities				
Other payables	-	(47,604)	-	(1,682,506)
Total Liabilities	-	(47,604)	-	(1,682,506)
Net Foreign Currency Asset Position	-	2,678,159	-	94,483,228

31 December 2023	EUR	USD	GBP	TRY Equivalent
Current Assets				
Financial investments	-	2,582,850	-	109,777,616
Cash and cash equivalents	575	475	170	56,385
Total Assets	575	2,583,325	170	109,834,001
Non-Current Liabilities				
Other payables	(5,500)	(74,544)	-	(3,433,152)
Total Liabilities	(5,500)	(74,544)	-	(3,433,152)
Net Foreign Currency Asset Position	(4,925)	2,508,781	170	106,400,849

AKMERKEZ GAYRİMENKUL YATIRIM ORTAKLIĞI A.Ş.

CONVENIENCE TRANSLATION OF THE NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2024

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NOTE 21 - NATURE AND EXTENT OF RISK ARISING FROM FINANCIAL INSTRUMENTS (Continued)

Capital Risk Management

For proper management of capital risk, the Company aims;

- To maintain continuity of operations so as to provide earnings to partners and benefits to other shareholders,
- To increase profitability through determining a service pricing policy that is commensurate with the level of risks inherent in the market.

The Company determines the amount of share capital in proportion to the risk level. The equity structure of the Company is arranged in accordance with the economic outlook and the risk attributes of assets.

The Company monitors capital management by using the debt/equity ratio. This ratio is calculated by dividing the debt net by the total share capital. The net debt is calculated by deducting the value of cash and cash equivalents from the total debt (the sum of short and long-term liabilities stated in the statement of financial position). The total share capital is the sum of all equity items stated in the statement of financial position.

	31 December 2024	31 December 2023
Total Debt (*)	34,531,084	50,191,456
Less: cash and cash equivalents (Note 4)	(509,859,595)	(359,486,758)
Net asset	(475,328,511)	(309,295,302)
Total equity	7,321,619,778	8,200,707,783
Net asset/equity ratio (%)	(6.4921)	(3.7716)

(*) The balance covers the sum of short-term and long-term liabilities except deferred tax liability.

NOTE 22 - FINANCIAL INSTRUMENTS (DISCLOSURES RELATED TO FAIR VALUE AND HEDGE ACCOUNTING)

Fair value of financial instruments

Fair value is the amount at which a financial instrument could be exchanged in a current transaction between willing parties, other than in a forced sale or liquidation, and is best evidenced by a quoted market price, if one exists.

The fair values of financial instruments that are not traded in an active market have been determined by the Company using available market information and appropriate valuation methodologies. However, judgement is necessarily required to interpret market data to estimate the fair value. Accordingly, the estimates presented herein may differ from the amounts the Company could realise in a current market exchange.

The following methods and assumptions were used to estimate the fair value of the financial instruments for which it is practicable to estimate fair value:

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**NOTE 22 - FINANCIAL INSTRUMENTS (DISCLOSURES RELATED TO FAIR VALUE
AND HEDGE ACCOUNTING) (Continued)**

Financial assets:

The fair values of cash and due from banks are considered to approximate their respective carrying values due to their short-term nature.

Investment properties are presented at fair value in the balance sheet.

The carrying value of trade receivables which are measured at amortised cost, along with the related allowances for uncollectability are assumed to approximate their fair values.

The fair values of balances denominated in foreign currencies, which are translated at year-end official exchange rates announced by the Central Bank of Turkey, are considered to approximate their carrying value.

Financial liabilities:

The Company has no financial assets held for speculative purposes (including derivative instruments) and has no operations related to the trade of such instruments.

Short-term trade payables are considered to approximate their respective carrying values due to their short-term nature.

Classification of Fair Value Measurement

TFRS 13 - Financial Instruments requires the classification of fair value measurements into a fair value hierarchy by reference to the observability and significance of the inputs used in measuring fair value of financial instruments measured at fair value to be disclosed. This classification basically relies on whether the relevant inputs are observable or not. Observable inputs refer to the use of market data obtained from independent sources, whereas unobservable inputs refer to the use of predictions and assumptions about the market made by the Company. Such a distinction generally gives rise to the following classifications.

- Category 1: Quoted prices (unadjusted) in active markets for identical assets or liabilities.
- Category 2: Inputs other than quoted prices included within level 1 that are observable for the asset or liability, either directly (that is, as prices) or indirectly (that is, derived from prices).
- Category 3: Inputs for the asset or liability that is not based on observable market data (that is, unobservable inputs).

Classification requires using observable market data if possible.

AKMERKEZ GAYRİMENKUL YATIRIM ORTAKLIĞI A.Ş.

CONVENIENCE TRANSLATION OF THE NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2024

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NOTE 23 - SUBSEQUENT EVENTS

There are no events of particular significance that occurred in the Company after the end of the operating year.

NOTE 24 - FINANCIAL INVESTMENTS

The details of financial investments as of 31 December 2024 and 31 December 2023 are as follows:

	31 December 2024	31 December 2023
Foreign currency bonds	96,798,175	111,357,937
	96,798,175	111,357,937

As of 31 December 2024, the interest rate on the foreign currency bonds is 4.07% and the accrued interest is TRY662,809 (31 December 2023: the interest rate on the foreign currency bonds is 5.24% and the accrued interest is TRY1,580,321).

NOTE 25 - FEES FOR SERVICES RECEIVED FROM INDEPENDENT AUDITOR/AUDITOR'S FIRM

The Company's explanation regarding the fees for services rendered by independent audit firms, which is prepared by the POAASA pursuant to the Board Decision published in the Official Gazette on March 30, 2021, and the preparation principles of which are based on the POAASA letter dated August 19, 2021 are as follows:

	1 January - 31 December 2024	1 January - 31 December 2023
Independent audit fee for the reporting period	1,613,597	1,481,903
Total	1,613,597	1,481,903

NOTE 26 - EXPLANATIONS REGARDING NET MONETARY POSITION GAINS/(LOSSES)

Non-monetary items	31 December 2024
Financial statement items	(2,447,586,953)
Other current assets	545,496
Other non-current assets	171,473
Share capital	(623,472,286)
Adjustment to share capital	(626,422,988)
Restricted reserves	(1,619,332,016)
Actuarial gains/(losses) arising from employee benefits	4,218,417
Tangible assets	247,097
Intangible assets	699,999
Retained earnings	415,757,855
Profit and loss statement items	2,290,427,605
Revenue	(100,076,751)
Cost of sales	24,368,894
General administrative expenses	8,329,957
Other operating income	(455,812)
Other operating expenses	1,363,440
Income from investing activities	2,383,010,435
Financial income	(26,360,874)
Financial expenses	248,316
Net monetary position of income/(losses)	(157,159,348)

AKMERKEZ GAYRİMENKUL YATIRIM ORTAKLIĞI A.Ş.

CONVENIENCE TRANSLATION OF THE NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2024

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NOTE 27 - SUPPLEMENTARY NOTE: CONTROL OF COMPLIANCE WITH PORTFOLIO RESTRICTIONS

Disclosures made within the framework of Communiqué No. III-48.1 on Principles Regarding Real Estate Investment Trusts state that joint ventures are obliged to comply with the provisions of the Board's Communiqué No. II-14.1 on Principles Regarding Financial Reporting in Capital Markets when issuing and making public financial statements. The financial statements should include the information about portfolio limitation controls defined in Communiqué No. III-48.1 on Principles Regarding Real Estate Investment Trusts taken from unconsolidated financial statement account items in the manner defined by the Board.

In this scope, total assets, total portfolio and information relating to portfolio restrictions are as follows as of 31 December 2024 and 31 December 2023:

Non-consolidated (stand-alone) financial statement accounts items	Related regulations	31 December 2024	31 December 2023	
A Cash and capital market instruments	Art.24/(b)	606,657,770	470,844,695	
B Real estate, real estate-based project, real estate-based, rights, real estate investment fund participation shares and companies within the scope of subparagraph (ç) of the first paragraph of Article 28, in which they have 100% participation in the capital	Art.24/(a)	7,988,410,000	7,738,413,390	
C Affiliates	Art.24/(b)	-	-	
Due from related parties (non-trade)	Art.23/(f)	-	-	
Other assets		64,495,979	41,641,154	
D Total assets	Art.3/(p)	8,659,563,749	8,250,899,239	
E Borrowings	Art.31	-	-	
F Other financial liabilities	Art.31	-	-	
G Leasing obligation	Art.31	-	-	
H Due to related parties (non-trade)	Art.23/(f)	-	-	
I Equity	Art.31	7,321,619,778	8,200,707,783	
Other liabilities		1,337,943,971	50,191,456	
D Total liabilities	Art.3/(p)	8,659,563,749	8,250,899,239	
Other non-consolidated (stand-alone) financial information	Related regulations	31 December 2024	31 December 2023	
A1 Portion of cash and capital market instruments reserved for three-year real estate payments	Art.24/(b)	-	-	
A2 TRY/foreign currency denominated time/demand deposits	Art.24/(b)	509,856,460	359,449,175	
A3 Foreign capital market instruments	Art.24/(d)	-	-	
B1 Foreign real estates, real estate-based projects, real estate-based rights	Art.24/(d)	-	-	
B2 Lands on which no projects developed	Art.24/(c)	-	-	
C1 Foreign affiliates	Art.24/(d)	-	-	
C2 Participation in administrator companies	Art.28/1(a)	-	-	
J Non-cash loans	Art.31	-	-	
K Encumbrance amounts of encumbered lands which do not belong to the Group and on which a project will be developed	Art.22/(e)	-	-	
L Total investments of monetary and capital market instruments at one company	Art.22/(l)	349,728,086	256,688,203	
Portfolio Restriction	Related regulations	31 December 2024	31 December 2023	Minimum/ Maximum Rate
1 Encumbrance amounts of encumbered lands which do not belong to the Group and on which a project will be developed (K/D)		-	-	≤10%
2 Real estate, real estate-based project, Real estate-based rights, real estate investment fund participation Shares and companies within the scope of subparagraph (ç) of the First paragraph of Article 28, in which that have 100% participation in the capital (B+A1)/D)	Art.22/(e)			
3 Cash and capital market instruments and Affiliates (A+C-A1)/D)	Art.24/(a),(b)	92%	94%	≥51%
4 Foreign real estates, real estate-based projects, real estate-based rights, Affiliates, capital market instruments (A3+B1+C1)/D)	Art.24/(b)	7%	6%	≤49%
5 Lands on which no projects developed (B2/D)	Art.24/(d)	-	-	≤49%
6 Participation in administrator companies (C2/D)	Art.24/(c)	-	-	≤20%
7 Borrowing ceiling (E+F+G+H+J)/I	Art.28/1(a)	-	-	≤10%
8. TRY/foreign currency denominated time/demand deposits (A2-A1)/D)	Art.31	-	-	≤500%
9 Total investments of monetary and capital market instruments at one company (L/D)	Art.24/(b)	6%	4%	≤10%
	Art.22/(l)	4%	3%	≤10%