

## EXPLANATORY NOTES TO THE RESOLUTIONS

These explanatory notes to the resolutions for the General Assembly meeting to be held on May 7, 2026 include a free translation into English of the agenda items for the General Assembly meeting and are being provided solely for convenience purposes. Neither Turkcell nor any of its officers, directors, employees, agents or representatives shall bear any responsibility for any information contained herein. If there is any inconsistency or ambiguity between the English version and the Turkish version, the Turkish version shall prevail.

Please note that Resolutions 2, 3, 13, 14, 16 and 17 are not required to be, and will not be, presented for voting.

### **Resolution 1 Note – *Opening and constitution of the Presiding Committee:***

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In Türkiye, the General Assembly Meetings of joint stock companies are held in accordance with the Turkish Commercial Code (“TCC”), the Capital Markets Law and its secondary legislation, regulations of the Turkish Ministry of Trade (“the Ministry”) and the relevant provisions of the Company’s Articles of Association.

“*Opening and constitution of the Presiding Committee*” must be a part of every agenda of the General Assembly meetings of joint stock companies according to the relevant regulations. The Presiding Committee counts the votes of the shareholders, authorizes shareholders to speak, reports the discussions of and decisions on the minutes of the meeting and ensures that the minutes of the meeting are signed.

According to applicable regulations and the current Articles of Association of our Company, the Presiding Committee consists of: i) the President, ii) vote counting officers; and iii) the secretary, who shall be elected by the General Assembly from among the present shareholders or non-shareholders subject to Article 7 of the Articles of Association of our Company. In line with Article 7/2.b of our Articles of Association, Group A Shares have voting privileges regarding election of the Chairman of the Presiding Committee of the General Assembly. Each Group A Share shall have voting privileges granted as to give 6 (six) voting rights to each Group A Share, only in relation to these subject matters, in the voting to be made in the General Assembly of Shareholders. It should be emphasized that the Chairman of the General Assembly has a procedural role and does not influence the resolutions.

In accordance with Turkish legislation and our Company’s Articles of Association, the members of the Presiding Committee do not become definitive before the meetings, as the Chairman and members are determined by the General Assembly during the meeting.

***If you wish to instruct the Depositary, through its Nominee or Nominees, to vote the Ordinary Shares represented by your American Depositary Receipt(s), please complete and return the proxy card in accordance with the related Turkish legislation, for opening and constitution of the Presiding Committee.***

### **Resolution 2 Note – *Reading and discussion of the Annual Report of the Board of Directors relating to the fiscal year 2025:***

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As per the TCC and the relevant legislation, preparation of the annual report as well as submission thereof to the attention of the General Assembly is one of the non-transferrable duties of the Board of Directors. Thus, such article must be a part of every agenda of the General Assembly meetings of joint stock companies according to the relevant regulations. A copy of the annual report will be made available for review by the shareholders at the Company’s headquarters three weeks prior of the General Assembly meeting date.

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This resolution is for the information of the shareholders and is not required to be, and will not be, presented for voting.

**Resolution 3 Note – Reading the summary of the Independent Audit Report relating to the fiscal year 2025:**

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Joint stock companies that are subject to independent audits in accordance with the TCC and the applicable legislation are required to have their financial statements audited by an independent audit firm appointed by the General Assembly. For those joint stock companies that are subject to independent audit but have not been audited as required, their annual reports and financial statements would be deemed “unprepared”.

This resolution is for the information of the shareholders and is not required to be, and will not be, presented for voting.

**Resolution 4 Note – Reading, discussion and approval of the consolidated financial statements and Turkish Sustainability Reporting Standards – Compliant Sustainability Report, which has been subject to mandatory assurance audit, relating to the fiscal year 2025:**

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Resolution 4 includes *reading, discussion and approval of the consolidated financial statements and Turkish Sustainability Reporting Standards – Compliant Sustainability Report relating to fiscal year 2025.*

Turkcell’s *consolidated financial statements* for the fiscal year 2025 are accessible at the following link on our Company website:

<https://www.turkcell.com.tr/en/aboutus/investor-relations/quarterly-results>

Turkcell’s *Turkish Sustainability Reporting Standards – Compliant Sustainability Report* for the fiscal year 2025 is also accessible at the following link on our Company website (from pages 212-268):

<https://www.turkcell.com.tr/en-en/about-us/investor-relations/annual-reports>

***If you wish to instruct the Depositary, through its Nominee or Nominees, to vote the Ordinary Shares represented by your American Depositary Receipt(s), please complete and return the proxy card in accordance with the related Turkish legislation, for the reading, discussion and approval of the consolidated financial statements and Turkish Sustainability Reporting Standards – Compliant Sustainability Report relating to the fiscal year 2025.***

**Resolution 5 Note – Discussion and resolution of the release of the Board Members from their activities and operations pertaining to the fiscal year 2025:**

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As per the TCC and the relevant legislation, the release of the members of the Board of Directors from the activities and operations of a joint stock company in the relevant operational year is a compulsory article that must be included on the agenda of a Turkish joint stock company’s annual general assembly meeting. According to the aforementioned regulations, such resolution can only be decided upon by the General Assembly of a joint stock company, and such a right cannot be transferred to any other body of the company or to any third party. Resolution 5 will be put to the vote at this Annual General Assembly meeting.

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***If you wish to instruct the Depository, through its Nominee or Nominees, to vote the Ordinary Shares represented by your American Depositary Receipt(s), please complete and return the proxy card in accordance with the related Turkish legislation, for discussion and resolution of the release of the Board Members from the activities and operations of the Company pertaining to the fiscal year 2025.***

***Resolution 6 Note – Discussion and resolution of the amendment to article 3 of the Company’s Articles of Association, that the legal permits of T.R. Ministry of Trade and Capital Markets Board have been taken, pursuant to the amendment text attached to the agenda:***

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As stated on the Annual General Assembly’s Agenda, the amendments to the Articles of Association of the Company under this section are subject to the permission of the Ministry of Trade and the assent of the CMB. The assent of the CMB was obtained on February 16, 2026 and the permission of the Ministry of Trade was obtained on February 24, 2026. The proposal for amendments to the Articles of Association are accessible at the following link on our Company website:

<https://www.turkcell.com.tr/en/aboutus/investor-relations/corporate-governance/general-assembly-information>

***If you wish to instruct the Depository, through its Nominee or Nominees, to vote the Ordinary Shares represented by your American Depositary Receipt(s), please complete and return the proxy card, in accordance with related Turkish legislation, for the discussion and resolution of the amendment of the article 3 of the Company’s Articles of Association, that the legal permits of T.R. Ministry of Trade and Capital Markets Board have been taken, pursuant to the amendment text attached to the agenda.***

***Resolution 7 Note: Providing information to the shareholders about the donations and grants made in fiscal year 2025; discussion and resolution of the proposal of the Board of Directors to determine the limit of donations to be made by our Company within the period starting on January 1, 2026 and ending on the date of the general assembly meeting of the Company for the fiscal year 2026:***

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The first part of this agenda item concerns *informing the General Assembly on the donations and grants made during the 2025 fiscal year*. This item is not required to be, and will not be, presented for voting.

With regard to the second part of the agenda item, (*Discussing and resolving on the proposal of the Board of Directors to determine the limit of donations to be made by our Company within the period starting on January 1, 2026 and ending on the date of the general assembly meeting of the Company for the fiscal year 2026*), in accordance with Article 19/5 of the Capital Markets Law, in publicly held companies, the yearly limit of donations to be made shall be determined by the General Assembly of the Company, which would set an upper limit for donations.

The Board of Directors of the Company, within the context of the CMB regulations and the Articles of Association of our Company; resolved to propose to determine that the aggregate amount of donations that shall be made by our Company during the period commencing January 1, 2026 and ending on the date of the Company’s general assembly meeting relating to 2026 fiscal year shall be limited to and shall not exceed one percent (1%) of Turkcell Türkiye segment revenue disclosed in the annual consolidated financial statements relating to the 2025 fiscal year announced to the public pursuant to the CMB regulations. This abovementioned upper limit shall be submitted to the shareholders’ approval at this Annual General Assembly meeting.

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***If you wish to instruct the Depository, through its Nominee or Nominees, to vote the Ordinary Shares represented by your American Depositary Receipt(s), please complete and return the proxy card, in accordance with the related Turkish legislation, providing information to the shareholders about the donations and grants made in the fiscal year 2025 and discussion and resolution of the proposal of the Board of Directors to determine the limit of donations to be made by our Company within the period starting on January 1, 2026 and ending on the date of the general assembly meeting of the Company for the fiscal year 2026.***

***Resolution 8 Note - In case any vacancy occurs in Board of Directors for any reason, submission to the approval of General Assembly the Member and / or Members of the Board of Directors elected by the Board of Directors in accordance with article 363 of the Turkish Commercial Code; discussion and resolution of the election of the members of the Board of Directors whose position becomes vacant due to resignation or other reasons pursuant to the provisions of the relevant legislation and determining their terms of office:***

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Article 363 of the TCC provides that in the case of a vacancy on the board of directors, the board shall temporarily elect a person who satisfies the legal conditions, in order to complete his/her predecessor's term of office and submits it for the approval of the General Assembly. As of the date of this document, there has not been any appointments under Article 363 of the TCC.

***If you wish to instruct the Depository, through its Nominee or Nominees, to vote the Ordinary Shares represented by your American Depositary Receipt(s), please complete and return the proxy card, in accordance with related Turkish legislation, for the case in which where there is any vacancy occurs in Board of Directors for any reason, submission to the approval of General Assembly the Member and/or Members of the Board of Directors elected by the Board of Directors in accordance with article 363 of the Turkish Commercial Code; discussing and resolving on the election of the members of the Board of Directors whose position becomes vacant due to resignation or other reasons pursuant to the provisions of the relevant legislation and determining their terms of office.***

***Resolution 9 Note - Discussion and resolution of the remuneration of the Board Members:***

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The TCC provides that the fees and allocations of the members of the Board of Directors will be decided by the relevant company's annual general assembly, if not already provided for in the company's articles of association. Article 15 of our Company's Articles of Association, titled "Financial Rights of the Members of the Board of Directors", assigns to the General Assembly the task of determining the fees to be paid to the members of the Board of Directors.

No proposals or suggestions have been made as of the date of this document.

***If you wish to instruct the Depository, through its Nominee or Nominees, to vote the Ordinary Shares represented by your American Depositary Receipt(s), please complete and return the proxy card, in accordance with related Turkish legislation, for the discussion and resolution of the remuneration of the Board Members.***

***Resolution 10 Note – Discussion and resolution of the recommendation of the Board of Directors for the election of the independent audit firm for the fiscal year 2026 in accordance with the regulations of Turkish Commercial Code, Capital Market Board:***

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Article 14 of the Capital Markets Law requires issuers that are regulated by the CMB (including our Company) to have their financials audited independently. Furthermore, the TCC adopts a system whereby joint stock

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companies possessing certain qualifications regulated by the Ministry are to be audited by independent firms and institutions, which will be appointed by their general assemblies.

In addition, Article 16 of the Company's Articles of Association also stipulates that "Relevant provisions of Turkish Commercial Code and the capital markets legislation shall be applicable with regard to the independent auditing of the Company."

As of the date of this document, no proposals or suggestions have been made. When the Independent Auditor is selected, the decision will be announced to the public and submitted for shareholder approval at the Company's General Assembly.

The announcements are accessible at the following link on our Company website: <https://www.turkcell.com.tr/en/aboutus/investor-relations/corporate-governance/general-assembly-information>.

***If you wish to instruct the Depositary, through its Nominee or Nominees, to vote the Ordinary Shares represented by your American Depositary Receipt(s), please complete and return the proxy card, in accordance with the related Turkish legislation, for discussion and resolution of the recommendation of the Board of Directors for the election of the independent audit firm for the fiscal year 2026 in accordance with the regulations of Turkish Commercial Code, Capital Market Board.***

***Resolution 11 Note - Discussion and resolution of the recommendation of the Board of Directors regarding the election of the independent audit firm for Turkish Sustainability Reporting Standards – Compliant Sustainability Report relating to the fiscal year 2026:***

Taking into account the Audit Committee's assessments regarding the election of a sustainability auditor, the Board of Directors' proposal to select an independent audit firm to conduct the mandatory sustainability assurance audit pursuant to the Auditing and Assurance Standards published by the Public Oversight, Accounting and Auditing Standards Authority, in respect of the Company's financial reports for the fiscal year 2026 and the sustainability reports for the fiscal year 2026, which complement each other and will be prepared in accordance with the Turkish Sustainability Reporting Standards, will be submitted to shareholders for approval.

As of the date of this document, no proposals or suggestions have been made. When the Authorized Auditor is selected, the decision will be announced to the public and submitted for shareholder approval at the Company's General Assembly.

The announcements are accessible at the following link on our Company website: <https://www.turkcell.com.tr/en/aboutus/investor-relations/corporate-governance/general-assembly-information>.

***If you wish to instruct the Depositary, through its Nominee or Nominees, to vote the Ordinary Shares represented by your American Depositary Receipt(s), please complete and return the proxy card, in accordance with the related Turkish legislation, for discussion and resolution of the recommendation of the Board of Directors regarding the election of the independent audit firm for Turkish Sustainability Reporting Standards – Compliant Sustainability Report relating to the fiscal year 2026.***

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**Resolution 12 Note – Discussion and resolution of the proposal of the Board of Directors regarding the distribution of dividends for the fiscal year 2025:**

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The distribution of a dividend for the fiscal year 2025 shall also be discussed and decided on at this Annual General Assembly Meeting.

The Board of Directors of the Company, within scope of our Company's Articles of Association and Dividend Distribution Policy; resolved to submit the distribution of our Company's dividend in a gross amount of TRY 8,800,000,000 which corresponds to a gross dividend of TRY 4.0000000 (net TRY 3.4000000) per ordinary share with a nominal value of TRY 1 to the shareholders in cash on December 9, 2026 within the scope of the principles set forth in the legislation and, to the approval of the Ordinary General Assembly of Shareholders for fiscal year 2025, according to the table for dividend distribution proposal which has been prepared for the related fiscal year.

The announcements are accessible at the following link on our Company website: <https://www.turkcell.com.tr/en/aboutus/investor-relations/corporate-governance/general-assembly-information>

***If you wish to instruct the Depository, through its Nominee or Nominees, to vote the Ordinary Shares represented by your American Depositary Receipt(s), please complete and return the proxy card in accordance with the related Turkish legislation for the discussion and resolution of the proposal of the Board of Directors regarding the distribution of the dividends fiscal year 2025.***

**Resolution 13 Note – Providing information the shareholders about the transactions included in the scope of 1.3.6 numbered Corporate Governance Principles given in II-17.1. numbered Communiqué on Corporate Governance of the Capital Markets Board:**

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Pursuant to 1.3.6. numbered Corporate Governance Principle given in the CMB's II-17.1 numbered Communiqué Principles; shareholders will be informed regarding the transactions falling within the scope of the aforementioned principles.

This resolution is for the information of the shareholders and is not required to be, and will not be, presented for voting.

**Resolution 14 Note – Providing information to the shareholders about the share buy-backs carried out by the Board of Directors within the framework of the Capital Markets Board's Communiqué on Buy-Backed Shares (II-22.1):**

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Within the framework of the Capital Markets Board Communiqué on Buy-Backed Shares (II-22.1), shareholders will be informed regarding the shares bought back by the Board of Directors.

This resolution is for the information of the shareholders and is not required to be, and will not be, presented for voting.

**Resolution 15 Note - Discussion and resolution of granting permission to the members of the Board of Directors to carry out businesses that fall within or outside the scope of the Company's business, personally or on behalf**

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*of others, to become partners in companies operating in such businesses and to carry out other transactions in accordance with Articles 395 and 396 of the Turkish Commercial Code:*

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Pursuant to Articles 395 and 396 of the TCC, the members of a joint stock company's Board of Directors are permitted to directly or indirectly engage in activities in areas falling within or outside of the Company's scope, participate in companies operating in the same line of business and perform other related acts with the approval of the General Assembly. In order to efficiently carry out the business of the Company, especially in connection with its subsidiaries, and as standard procedure under Turkish law, the General Assembly shall pass a resolution permitting Board members to act in this respect.

***If you wish to instruct the Depositary, through its Nominee or Nominees, to vote the Ordinary Shares represented by your American Depositary Receipt(s), please complete and return the proxy card, in accordance with the related Turkish legislation, for discussion and resolution of granting permission to the members of the Board of Directors to carry out businesses that fall within or outside the scope of the Company's business, personally or on behalf of others, to become partners in companies operating in such businesses and to carry out other transactions in accordance with Articles 395 and 396 of the Turkish Commercial Code.***

*Resolution 16 Note – Pursuant to the capital markets legislation, providing information to the shareholders about the guarantees, pledges and mortgages given by the Company in favor of third parties in the fiscal year 2025 or the derived income thereof:*

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As per the capital market legislation, joint stock companies are required to inform their shareholders of guarantees, pledges and mortgages provided by the Company in favor of third parties for the respective fiscal year at hand as well as of any income derived due to such transactions, if any.

This resolution is for the information of the shareholders and is not required to be, and will not be, presented for voting.

#### **Resolution 17 Note - Closing**

Following the determination of the necessary meeting quorum required under the TCC being present during the entire meeting, having no other agenda items to discuss, the Chairman of the meeting will adjourn the meeting.

This resolution is not required to be, and will not be, presented for voting.

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