



2023

Bizim Toptan

Annual
Report



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Bizim Toptan reached 2.4 million active unique customers in 2023.

When analysed in terms of out-of-home consumption, retail and traditional customers, solo figures show an increase of more than 83% in sales to EDT customers and an increase of more than 47% in sales to retail and traditional customers.*

ABOUT BİZİM TOPTAN

- 8 Mission-Vision
- 10 Milestones
- 14 Capital and Partnership Structure
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*Excluding g2m figures and inflation accounting application.



Bizim Toptan at One Sight

Bizim Toptan maintains its position as Turkey's most innovative trading platform with its multi-channel widespread sales model, while developing and diversifying its business model day by day.

Having completed its foundation works in 2001 and commenced its activities in the Cash&Carry (Organized Wholesale Trade) industry with 14 stores in 2002, Bizim Toptan carries out wholesale and retail sales of its Private Label products with the brands of high consumer awareness of national and international companies operating in Türkiye.

There are approximately 8,000 products in its product portfolio, which consists of main product categories such as food, non-alcoholic beverages, cleaning, personal care, paper products, and tobacco products. The company, which aims to meet the needs of all its customers from a single point with an average of 3,500 stock items per store, is the largest company of the multi-channel trading platform in terms of the number of stores in Türkiye and the most widespread in terms of accessibility, both in terms of customer portfolio and sales methods.

With its multi-channel customer portfolio, the Company sells to both commercial taxpayers and individual customers. Grocery stores, markets, specialized retailers, wholesalers, hotels, restaurants, cafes, gas station markets, school canteens, SEÇ Market business partners and individual customers constitute the general customer portfolio of the company.

As Türkiye's most innovative trading platform, Bizim Toptan, which is a pioneer in its sector in the changing

and developing market structure, has also adopted a multi-channel structure in its sales methods.

The company continues to contribute to the traditional channel retailers and the country's economy with the business partnership goods supply system SEÇ Market, which it acquired in July 2014. With the SEÇ Market system, Bizim Toptan has become the leading and most powerful company in the sector with a business partnership goods supply system by undertaking the supply of member dealer markets.

In 2017, it established PROSAF, a professional sales force, and aimed to become a professional solution partner that offers products specific to the needs of corporate customers and fuel station markets, especially out-of-home consumption points, with special campaigns tailored to the customer type. In addition, with the digital infrastructure it develops day by day, it has carried the physical retailing experience to digital with cargo and Click-and-Pick Up method.

In order to strengthen its position in the large and developing market structure of the out-of-home consumption sector, the company took over g2mEKSPER Satış ve Dağıtım Hizmetleri A.Ş., one of the oldest and leading players in the sector, in 2023 and became the clear leader in the out-of-home consumption sector.



Focusing on adapting to the conditions of the digitalising world, the company continued to develop SAP, the enterprise resource planning (ERP) software that it had launched in the previous year, in 2023, and initiated infrastructure works for SEÇ Market to operate with the SAP system. Continuing its artificial intelligence-supported customer relationship management (CRM) practices, the company has 182 stores in 71 provinces of Türkiye, 5 main distribution centres, 14 cold storages, 6 of which were opened during the year, and 2,747 SEÇ Market business partners as of 2023. In addition, g2m operations, the acquisition of which was completed by the end of the year, has 10 major distribution centres.

The shares of the company were offered to the public in 2011 and listed on Borsa Istanbul as of February 3, 2011. Acting with a cash-generating growth strategy and aiming to create value for all of its stakeholders, Bizim Toptan has a dividend policy of "distributing 50% of the distributable net profit as cash dividend to shareholders with the proposal of Board of Directors and the approval of the General Assembly based on CMB notifications and regulations, taking into account the investment, financing plans and profitability pursuant to the Company's long-term growth strategies".



Our Vision

to be the number one wholesaler of Türkiye with its widespread, modern and reliable concept in the fast-moving consumer goods industry.



Our Mission

to be a strategic business partner that reduces the costs and risks of customers and suppliers and provides them with a competitive advantage.



Milestones

2001

Bizim Toptan, the leading company in the wholesale industry, took the first step in its successful journey. Bizim Toptan Satış Mağazaları A.Ş. (Bizim Toptan) was incorporated in 2001 and was registered in Istanbul in accordance with the provisions of the Turkish Commercial Code.

2002

Having completed its incorporation process, Bizim Toptan began to operate with a total of 14 stores, eight of them working under a franchise system. With its corporate strategy and strong organization, the company began its rapid progress on the way to become the leading company in the Turkish wholesale industry.

2011

Having 124 stores and 228 thousand active customers, Bizim Toptan completed its public offering in January 2011 and the company's shares began to be traded on the Borsa Istanbul on February 03, 2011. The company took over the new channel management in 2011 and focused on the HORECA segment in this context. In the last months of 2011, the "Bizim Professional Card" application was launched to offer advantages to its customers.

2014

In July, Cash&Carry became the first and only Cash&Carry player in Turkey to own a joint venture merchandise supply system in the B2B space by acquiring a joint venture merchandise supply system consisting of 196 stores.

2009

Having improved its extended sales network with 7 new stores, Bizim Toptan appeared as the 55th Largest Company of Türkiye in terms of turnover in Capital Magazine's top 500 companies research. Enabling purchasing power through key suppliers and improving its product combination, Bizim Toptan performed successfully despite the global crisis.

2016

Bizim Toptan decided to continue its business partnership goods supply system under the brand "SEÇ Market" over the course of the year and increased the number of business partners in the system to 332 by the end of the year. The Company established a strategy to develop its own branded product category and increased the number of SKUs to over 200.

2017

Bizim Toptan positioned 2017 as a period of "investing in the future", where its sales strategy was rehabilitated and its entire functions were revised to achieve more profitable sales. As part of the reorganisation of its sales strategy, the Company opened 7 stores for large wholesale customers, to which it sells in large basket sizes, and improved its existing store performances accordingly.

2006

Operating with 59 stores across Türkiye, Bizim Toptan completely stopped managing its stores through a franchise business model in 2006 and began to operate all of its stores personally.

Milestones

2018

It has started to provide service to its customers with its Professional Sales Force named PROSAF. Bizim Toptan commissioned Pendik Marina store, which was the company's first store to be located inside a shopping mall, and also commissioned Göcek Marina store per its Marina Service concept, whereupon the company sharply increased the number of "SEÇ Markets" in the business partner goods supply system to 539.

2022

It has started to provide service to its customers with its Professional Sales Force named PROSAF. A new warehouse was added to the main warehouse network in Denizli. It established a 264 Kwp-solar power plant to produce all power needs of its Gebze store. The number of SEÇ Markets increased from 1,726 to 2,409. Private label product launches continued, achieved 435 SKU in the category in question. The company renewed its own record and increased to the number of individual customers it reaches during the year to 2.5 million.

2019

The company increased the number of "SEÇ Markets" in the business partner goods supply system from 539 to 801. Professional Sales Force PROSAF was positioned in 65 provinces and became the solution partner for non-domestic consumption and corporate points of sale. Focusing on developing its digital sales channel as well, Bizim Toptan turned its e-commerce site into a digital platform that offers customizable sales services to both corporate and individual customers.

2023

Bizim Toptan took over g2mEKSPER Satış ve Dağıtım Hizmetleri A.Ş. (g2m), a leading and strong player in the out-of-home consumption (OHC) sector. In order to strengthen its strategy in the EDT sector, Yıldız Holding A.Ş. took over the entire 90 per cent of g2m shares owned by Yıldız Holding A.Ş. in exchange for shares, and became the clear leader in the EDT sector. With this transaction, Bizim Toptan's paid-in capital increased from 60,000,000 TL to 80,476,074 TL.

2020

With the pandemic conditions, Bizim Toptan considered protecting the health of its customers and employees as top priority and continued its uninterrupted service under any circumstances. It has taken steps on digitalisation in order to develop its multi-channel business model and to follow the trends from the front, for this purpose, it has started the transformation in the Enterprise Resource Planning (ERP) model, completed the infrastructure work on the digital trade platform, and established Seç Marketçilik A.Ş., in which it owns 90% of the shares representing its capital. Professional Sales Force PROSAF's reach has reached 102 stores in 70 provinces of Turkey. The number of active customers increased to 2.2 million.

2021

The company increased the number of "SEÇ Market" in business partnership goods supply system from 1,209 to 1,726. Professional Sales Force PROSAF, through which Bizim Toptan offers sales and logistics services to its customers, expanded its access to 105 stores in 70 provinces of Türkiye. PROSAF operation focused on new sales channels in the pandemic process, becoming a solution partner of gas station markets and turned into a much stronger sales channel. 24-hour delivery was initiated in İstanbul. The company broke its own record during the year and provided services to a total of 2.3 individual customers.

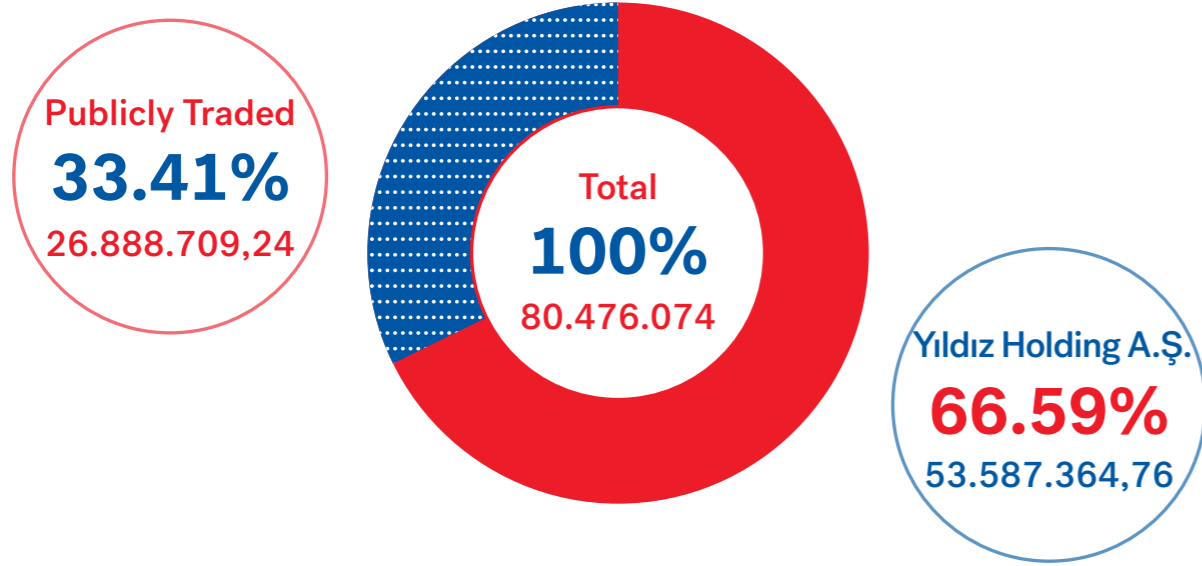
Capital and Partnership Structure

STRONG AND RELIABLE PARTNERSHIP STRUCTURE WITH EVOLVING BUSINESS MODEL

Bizim Toptan, the largest Cash & Carry company in Türkiye in terms of the number of stores and geographical presence with its strong partnership structure, went public in 2011. Bizim Toptan's stocks have been traded on Istanbul Stock Exchange since February 3, 2011.

In 2023, Bizim Toptan acquired all of the shares of g2mEKSPER Satış ve Dağıtım A.Ş., in which Yıldız Holding A.Ş. holds a 90 percent stake, from Yıldız Holding in exchange for shares. With the registration of the aforementioned transfer transaction on 29 December 2023, the paid-in capital of the company increased from 60.000.000 TL to 80.476.074 TL.

As of 31 December 2023, the shareholding structure* is as follows



* With the announcement of Borsa Istanbul A.Ş. dated 09.01.2024, the number of shares of the Company in the calculation of BIST Equity Indices as of 10.01.2024 was stated as 80,476,074 shares, and again on 10.01.2024, based on the Central Registry Agency data, the shareholding structure was announced on the Public Disclosure Platform as above.

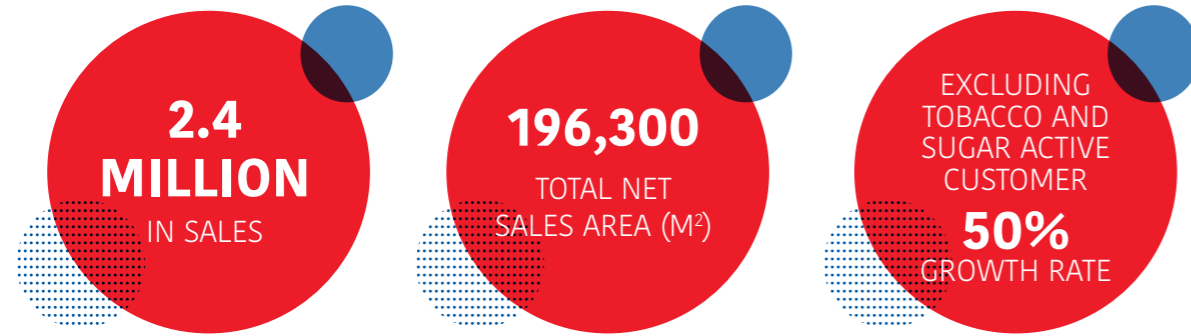
Subsidiaries

SEÇ Marketçilik A.Ş. With a capital of 50.000 TL, it was registered on 19 August 2020 and the establishment procedures were completed. Bizim Toptan Satış Mağazaları A.Ş. owns 90% of the Company's share capital.

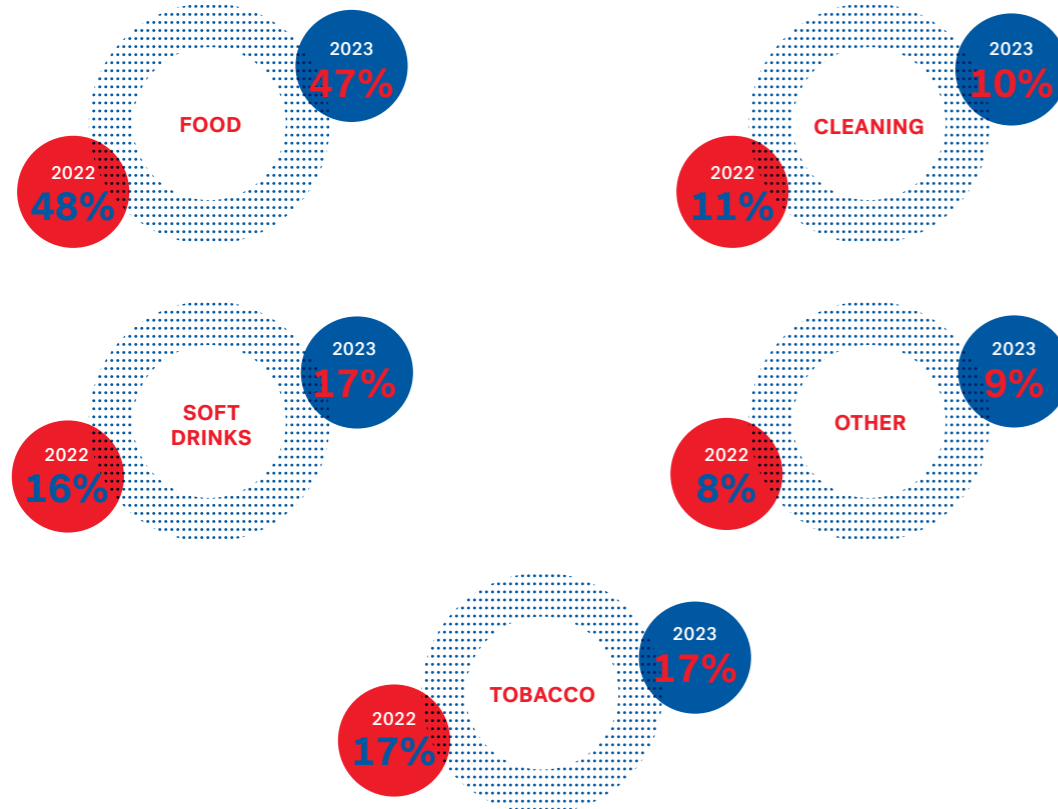
The shares of **g2mEKSPER Satış ve Dağıtım Hizmetleri A.Ş.** 90% of the capital of which is owned by Yıldız Holding A.Ş., have been taken over by Bizim Toptan Satış Mağazaları A.Ş. through partial demerger by the participation method. The transaction was approved at the Extraordinary General Assembly Meeting of Bizim Toptan Satış Mağazaları A.Ş. held on 25 December 2023 and registered on 29 December 2023. Bizim Toptan owns 90% of g2m's capital.

Subsidiaries	31.12.2023 Bizim Toptan Share in Capital (%)
SEÇ Marketçilik A.Ş.	90.00%
g2mEKSPER Satış ve Dağıtım Hizmetleri A.Ş.	90.00%

Main Financial Indicators*



SALES DISTRIBUTION BY CATEGORY



* DATA EXCLUDING G2M AND TAS29.

Summary Balance Sheet (TL)	2022	2023
Current Assets	6.838.897.712	5.096.295.511
Fixed asset	3.361.832.215	4.169.175.968
Total Assets	10.200.729.927	9.265.471.479
Short Term Liabilities	7.174.769.171	6.019.964.073
Long Term Obligations	991.544.826	1.277.079.402
Equity	2.034.415.930	1.968.428.004
Total Resources	10.200.729.927	9.265.471.479

Summary Income Statement (TL)	2022	2023
Sales	31.937.713.710	32.222.253.505
Gross Profit	3.109.126.290	3.156.405.347
Operating Profit / (Loss)	(1.011.542.471)	(1.524.827.767)
Profit / (Loss) for the Period	736.508.801	74.820.063

Financial Ratios	2022	2023
Gross Profit Margin (%)	9,73	9,80
EBITDA Profit Margin (%)	0,69	-0,24
Net Profit Margin (%)	2,31	0,23
Net profit per share attributable to equity holders of the Parent Company (TL)	8,573	0,869

Disaster Crisis Management Business Model with People First

Emergency containers, 40 tents and 36 emergency kits were positioned in 11 different provinces located in the earthquake zone across Turkey. An earthquake committee of 33 people was established and all preparations were reviewed regularly every month and implemented annually. As a matter of fact, the crisis management of the Kahramanmaraş-based earthquake that took place on 6 February 2023 was successfully carried out after more than 3 years of disaster-focused activities.

FROM THE MANAGEMENT

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**1 hour
33 minutes**

Within the scope of the Disaster Crisis Management Business Model, the support stores, which were established to be responsible for people and trade, initiated the crisis plan without waiting for central approval, arrived at the scene after 1 hour and 33 minutes, and were able to start protection and rescue operations in the entire region.



General Manager's Message



Esteemed Stakeholders,

We are leaving 2023 behind as a year of both enthusiastic and sad events.

With the pride and enthusiasm of celebrating the 100th anniversary of our Republic, we aimed to work harder with responsibility to carry this cherished homeland to a better tomorrow. On this occasion, we commemorate the founder of our Republic, Mustafa Kemal Paşa and his comrades-in-arms with respect, gratitude and mercy.

In this special year, unfortunately, in February, we experienced the earthquake disaster that shook our whole nation deeply. I once again remember with mercy the citizens, colleagues and business partners we lost in the earthquake and their relatives. We convey our get well wishes to all our citizens affected by this great disaster and wish a speedy recovery to our wounded. As our Toptan, we have always focussed on people. The health and safety of our employees, customers

and stakeholders has always been our top priority. For this reason, we have been working for many years to be prepared for disasters. We were prepared both in terms of seismicity and crisis management during the disaster. In this way, we were able to act in an organised manner in order to move to the region, reach our employees, meet the needs of our employees and citizens affected by the earthquake and ensure the continuity of the supply chain in the region. I hope that such major disasters will never happen in our country again.

During the year, both the earthquake, slowdowns in global economies and geopolitical tensions, as well as changes in economic policies in our country and around the world made their impact felt on trade. We experienced a slowdown in the demand of our B2B customers, with whom we carry out most of our business, during periods of uncertainty. Nevertheless, with the growth in our out-of-home consumption customers, where we have increased our focus in recent years, we again served 2.4 million unique customers during the year.

As Bizim Toptan, we are aware of the power of our multi-channel sales structure and the trading platform we have created. In 2023, when uncertainties were effective in the market and competition made its strength felt even more, we progressed without slowing down in order to implement our basic strategic goals and invest in the future, even though we experienced a decline in terms of tonnage.

During the earthquake, our Antakya and Adıyaman stores were out of operation, and we closed one of our stores during the year in accordance with our previous decision. We continued our service in the region by setting up a tent store in the area of our Iskenderun store, which was destroyed in the earthquake.

We continued our opening targets and opened 5 new stores during the year. We are completing the year with 182 stores in 71 provinces of our country, reaching the number of stores in line with our expectations.

SEÇ Market, our artisan-friendly business model, has a special importance for us both because it is a social structure that supports small artisans and because it is an ecosystem based on a win-win business model. Although some of our 401 dealers in the earthquake zone decided not to continue their business and to close down, the trust of our tradesmen in our ecosystem is great. We completed the year with 2,747 SEÇ Markets, close to our initial expectations at the beginning of the year. The share of SEÇ Market sales in Bizim Toptan's total sales revenues excluding g2m turnover approached 24 per cent. I would like to express that there is a nice detail here that I will now underline. The figure I refer to as Bizim Toptan turnover is Bizim Toptan sales, which, as was customary in previous years, also includes SEÇ Market sales. Happily, Bizim Toptan has become a retail group as of 2023 year-end figures.

As you know, we announced our strategic decision to take over the 90 percent of g2mEKSPER Satış ve Dağıtım Hizmetleri A.Ş. shares owned by Yıldız Holding A.Ş. and our application to the Capital Markets Board (CMB) on 8 September 2023. With the approvals of the CMB and other necessary authorities, we have taken over 90 per cent of g2m in exchange for shares. With this transaction, the paid-in capital of our company has increased from 60.000.000TL to 80.476.074TL. With the steps taken by our company in the out-of-home consumption (OHC) sector, the growth achieved with the PROSAF business model in this direction, and the addition of g2m operation with more than 40 years of OHC experience, we have become by far the leader in the OHC sector.

With its own distribution network, warehouse spaces, distributorships and expert chefs, g2m is a business partner, an expert consultant for its customers in the EDT sector, far beyond a classic sales and distribution company.

With the addition of g2m's private label products and the national and international brands that g2m has the right to distribute to our portfolio of thousands of wholesale products and our own branded products, we are in a position to serve the EDT sector, the size of which is estimated to be 15 billion US Dollars in Turkey, with a much more inclusive and focused structure. and g2m will continue their activities with their own legal identities. As a publicly traded company, we will disclose our financials on a consolidated basis, including our 2 subsidiaries. With this great scope, our total group turnover has reached 32.2 billion TL in our first financial figures we announced.

2024 will be a year of synergy, efficiency and development in our group operations. The first of our focal points during the year was the activation of the ERP system, which is being installed on SAP, in order for the HSE operation to become operational under SEÇ Marketçilik A.Ş. Our other target is to complete the integration of g2m and Bizim Toptan and to increase operational efficiency with the synergy created. In this process, the integration of Bizim Toptan's 5 main distribution centres and 14 cold warehouses with g2m's 10 major distribution centres, demand, inventory management and distribution network operations are aimed to become fully integrated. In addition, we will continue to increase the number of Bizim Toptan stores in the required locations, develop the number of SEÇ dealers and expand our own branded product portfolio with new launches both in Bizim Toptan and g2m.

As the CEO of Bizim Toptan, which has reached the position of a large trading platform by covering SEÇ Marketçilik, an artisan-friendly business model, and g2m, one of the most important players in the EDT sector, I would like to emphasise that 2024 will be an important year in which we, as Bizim Toptan, will sign innovations under this large group roof. I wish that our new structure will be beneficial for all our stakeholders and present my regards.

Hüseyin BALCI
CEO

Board of Directors

CENGİZ SOLAKOĞLU

Chairperson of the Board of Directors

Cengiz Solakoğlu graduated from Istanbul Academy of Economic and Commercial Sciences in 1964. He began to work as a salesman at Beko Ticaret A.Ş. in 1967 and became the General Manager of the Company in 1977. He held this position until 1983, when he became the General Manager of Atılım Company, which also belonged to Koç Group. During this 8-year office, he led the works on "Restructuring and strengthening Arçelik Authorized Dealer System". He was appointed Vice President of Koç Holding Consumption Group in 1991 and Chairman of Consumption Group in 1994. Solakoğlu, who also served as a Member of the Group Executive Board between 1996 and 1998, was appointed as the Chairman of Koç Holding Consumer Durables Group in 2002 and retired from Koç Group in 2004 due to 60 years of age principle. He had worked in Koç Group for 38 years without interruption. In addition to Bizim Toptan, Solakoğlu is a member of the Board of Directors and serves as Chairman of the Board of Directors in Şok Marketler A.Ş., one of Yıldız Holding's retail sector companies. Cengiz Solakoğlu is one of the founders of 1907 Fenerbahçeliler Association and Education Volunteers Foundation and was chosen the Leader of Civil Society by Economist journal in 2004.

MEHMET TÜTÜNCÜ

Vice Chairman of the Board of Directors

Mehmet Tütüncü completed his undergraduate studies in the Department of Mechanical Engineering at Gazi University and his master's degree in the Department of Industry and Organizational Psychology at Maltepe University. He also attended 6 months of Production, Quality Control and Maintenance Applications in Italy with IRI scholarship, Strategic Marketing at Harvard Business School, and took various training courses in IMD/Switzerland and Insead/ Singapore. Starting his work life as an engineer in the Department of Structural Works at the Ministry of National Education in 1981, Mehmet Tütüncü worked as the Production Manager, Business Manager and General Manager of Best Rothmans Entegre Sigara ve Tütün Sanayi A.Ş. respectively between 1987-1996. He started his first job at Yıldız Holding in 1996 as the Operations Coordinator at Ülker Gıda A.Ş. He served as the General Manager of Ülker Biscuit and Chocolate factories, Vice President of Ülker Group, President of Food and Beverage Group, President of Food Group and President of Ülker International Group. He was appointed as Regional CEO in charge of Türkiye, Middle East, North Africa and Middle Asia in the pladis organization, which was founded within the organization of Yıldız Holding in 2016. In 2017, he also took responsibility of the South Asia and Latin America regions and pladis Global Information Systems and Business Models Transformation and continued to serve as Deputy CEO. Starting from October 2018, he assumed the roles of Vice Chairman of Board of Directors of Yıldız Holding and CEO of Yıldız Holding. Tütüncü, a member of TÜGİS Board of Directors, is also a member of many Turkish and foreign sectoral organizations. He is also on the Board of Directors of FoodDrinkEurope and the Liaison Committee of FoodDrinkEurope.

ALİ ÜLKER

Member of the Board of Directors

Born in 1969, Ali Ülker studied in Istanbul Male High School and then completed his university education in Boğaziçi University, Faculty of Economics and Administrative Sciences, Department of Economics and Business Administration. He attended various educational programs at IMD, INSEAD, Wharton and Harvard. He participated in the Internal Kaizen Study (1992) with De Boccard & Yorke Consultancy Company and the IESC Sales System Development and Internal Organization Project (1997). Ali Ülker started his work life as an intern in Ülker Gıda A.Ş. Quality Control Department in 1985, whereupon he worked in chocolate production plants and at Atlas Gıda Pazarlama A.Ş. in Intern, Sales Manager, Sales Coordinator, Product Group Coordinator and Product Group Manager positions between 1986 and 1998. Ali Ülker was appointed as General Manager of Atlas Gıda Pazarlama A.Ş. in 1998 and Vice President of the Retail Group in 2000, whereupon he also assumed the role of General Manager of Merkez Gıda Pazarlama A.Ş. in 2001. He was appointed Vice President of Food Group in 2002 and President of Ülker Group in 2005. Ali Ülker had been the Acting Chairman of Board of Directors of Yıldız Holding since 2011, whereupon he became the Chairman of Board of Directors of Yıldız Holding on January 29, 2020. Ülker has deep knowledge and experience in marketing and sales, has a special interest in innovation and supports the teams working on it within the Group. Ülker enjoys mentoring young people. He likes the outdoors, being in nature and doing sports. Ali Ülker speaks English and German, is married with 3 children. He is also the Chairman of the Board of Directors of Yıldız Uluslararası Gıda Yatırımları A.Ş., which was established in December 2023. Ülker, which has a strong background and experience in marketing and sales, has a special interest in innovation and supports the teams working in this area within the Group. Ülker enjoys mentoring young people. He likes being outdoors and in nature and doing sports. Ali Ülker speaks English and German, is married and has three children.

YAHYA ÜLKER*

Member of the Board of Directors

Yahya Ülker graduated from Koç University, Department of Business Administration in 2016. After completing his university education, he continued his career in banking at London-based Kantar Agency, Switzerland-based biscuit producer Kambly SA and Credit Suisse. Yahya Ülker, who started his career at Yıldız Holding in 2018 at Northstar, the Holding's innovation company, played an active role in the realisation of innovation projects that are the Holding's investment in the future through university and industry collaborations.

Yahya Ülker, who also took part in the creation of the Holding's digital strategy after his appointment as Yıldız Holding Board Member, has been leading teams working to incubate in-house initiatives in sectors that will add value to the Holding's strategy and support the entrepreneurship ecosystem at Yıldız Ventures Venture Office, which he founded in 2019.

Yahya Ülker, who is currently the Founder of Yıldız Ventures and Yıldız Holding Board Member & Transformation and Technology Leader, is married and has one child.

* Mr Erman Kalkandelen was elected as a member of the Board of Directors to fill the vacancy left by the resignation of Erman Kalkandelen to complete the remaining term and to be submitted for approval at the first General Assembly in accordance with the provisions of Article 363 of the Turkish Commercial Code. The said development was announced with the disclosure made by our Company to the Public Disclosure Platform on 03/01/2024.

FAHRETTİN GÜNALP ERTİK

Member of the Board of Directors

After graduating from Bilkent University, Department of Business Administration, Fahrettin Günalp Ertik started his business life as a Financial Controller at Finansbank. He worked as Internal Auditor, Kellogg Finance Manager, Ülker Financial Affairs Coordinator, Food Group Financial Affairs Coordinator, Food & Beverage and Retail Group CFO, Besler General Manager and Önem Gıda Vice President respectively in Yıldız Holding between 2002-2019. Having assumed responsibilities in important projects throughout his career at Yıldız Holding, Ertik completed the INSEAD Leadership program in 2011. He then studied finance, sales, marketing and leadership at Wharton Business School and Kellogg School of Management. In 2023, Ertik successfully completed the Harvard Business School Advanced Management Programme (AMP). Having served as Chairman of Financial Affairs and Member of Board of Directors at Azersun Holding since 2019, Ertik has been appointed as Chairman of Financial Affairs in Yıldız Holding as of August 2020.

BERİN AKARSU

Independent Member of the Board of Directors

Born in 1972 in Diyarbakır, Berin Akarsu completed her secondary and high school education at T.E.D. Ankara College. In 1994, after completing her undergraduate degree in Economics at Bilkent University, she worked in the family business for a year and received her MBA degree from Butler University in 1997. She started his professional career in 1997, working in the Insurance and Finance departments of Akfen Group. In 2000, she was appointed as Finance Manager at Atatürk Airport, Turkey's first build-operate-transfer airport project. She worked in senior positions in the Finance Department of TAV Airports and TAV Construction for 15 years. Between 2015-2018, she continued her duty as CEO advisor and served as a board member at HAVAŞ, TAV İşletme Hizmetleri A.Ş. and TAV Park A.Ş., which are among the Group companies. Akarsu, who has worked in many non-governmental organisations, volunteers as a Student Officer at the Sharing and Solidarity (PAYDA) Platform Association.

AHMET BAL

Independent Member of the Board of Directors

Born in Tokat in 1957, Ahmet Bal graduated from Ankara University Faculty of Political Sciences, Department of Economics and Finance and joined the Board of Accounting Experts of the Ministry of Finance. Ahmet Bal received the title of Chief Accounting Expert and Certified Public Accountant in 1991, did his master's degree (MBA) in Business Administration at Nottingham University in England in 1992 and began to work as Assistant Financial Affairs Coordinator at Anadolu Endüstri Holding in 1994. He worked as Finance Director of Efes Sınai Yatırım Ticaret A.Ş. in charge of Anadolu Group Overseas Coca-Cola operations 102 CORPORATE GOVERNANCE CORPORATE GOVERNANCE 103 Bizim Toptan 2022 Annual Report Bizim Toptan 2022 Annual Report between 1995 and 1998, General Manager of Efes Sınai Yatırım Holding A.Ş. between 1998 and 1999, and as Financial Affairs Coordinator in charge of Automotive, Finance and Stationery Companies at Anadolu Endüstri Holding Department of Financial Affairs between 1999 and 2006. Between 2006 and 2012, he served as Audit Coordinator in charge of Group Companies at Anadolu Endüstri Holding. Ahmet Bal served as Head of Audit Responsible for the Audit of Anadolu Group Companies between 2013 and 2018, and is married and has two children. Apart from Bizim Toptan, Ahmet Bal serves as an Independent Member of Board of Directors of Şok Marketler A.Ş. and as an Independent Member of Board of Directors and Chairman of Board of Directors of Ülker Bisküvi Sanayi A.Ş.

ÖMER FARUK SEVGİLİ

Independent Member of the Board of Directors

Ömer Faruk Sevgili was born in Siirt in 1968, received his high school education in Siirt High School, and he graduated from Istanbul University, Faculty of Law. (1991) He began to work as a freelance lawyer under the Istanbul Bar Association. (1994) Subsequently, after working as Bakırköy Municipality Legal Advisor, İzmir Çiğli Air Base Disciplinary Officer, and as a lawyer and legal advisor at Türkiye Ship Industry Joint Stock Company respectively, he continues to work as a freelance lawyer under Ankara Bar Association. He assumed roles such as KÖY-TEKS Holding Board Membership, TÜPRAŞ Supervisory Board Membership, Bicycle Federation Disciplinary Board membership, TÜKÇEV board of trustees and board of directors membership. He began his profession as a lawyer in 1994 and he currently continues that profession under Mizan Hukuk ve Danışmanlık. He is married and has two children. He speaks Arabic.

Executive Management

HÜSEYİN BALCI

CEO

Hüseyin Balcı completed his undergraduate degree in Finance at Anadolu University and started his career in 1997 as a Chain Stores Sales Representative at Atlas Gıda Pazarlama A.Ş., one of Yıldız Holding A.Ş. companies. Subsequently, he served as Sales Operations Manager and Sales Manager at Rekor Gıda A.Ş., Sales Operations and Planning Group Manager, Assistant General Manager, General Manager, Atlas Gıda A.Ş. General Manager, Ülker Bisküvi A.Ş. Trade General Manager. In early 2013, Mr Balcı joined Avea İletişim Hizmetleri A.Ş., a Türk Telekom Group company, as Assistant General Manager of Sales. Prior to joining Bizim Toptan, Mr. Balcı was Assistant General Manager of Retail Sales at Türk Telekom Group. Hüseyin Balcı joined Bizim Toptan as General Manager at the beginning of 2017 and led the company's transformation process, updating and strengthening the multi-channel sales model in line with the dynamics of the sector and the digital age. Mr Balcı is the CEO of the large group formed by Bizim Toptan together with its subsidiaries SEÇ and g2m.

ALTAN SEKMEN

Seç Marketçilik A.Ş. General Manager

Altan Sekmen was born in 1968 in Aaalen/Germany. He attended primary school in Germany, secondary school in Izmit, and high school in Bursa Işıklar Military High School. After being a student at the Air Force Academy for two years, he left to study at the university. He started his university education at Boğaziçi University Physics Department and graduated from Boğaziçi University Tourism Management Department in 1995. He started his career in 1995 as the Public Relations and Customer Relations Chief at Hillside Beach Club, a subsidiary of Alarko Holding and served as the Holiday Village Operations Assistant Manager between 1996- 1998. After working as the Operations Director responsible for Store, Supply Chain and Logistics Operations at DiaSA Grocery stores between 1999-2008, he worked as the Türkiye and Hungary General Manager of HAVI Logistics between 2008- 2014. He joined Yıldız Holding in 2014 as the General Manager of Tek Özel Gıda. Afterwards, between August 2017 and November 2018, he served as the General Manager of g2m Dağıtım Pazarlama ve Tic. Inc. and from December 2018 to August 2020, he worked as a senior manager in charge of projects at Yıldız Holding Board of Directors Office. He has been serving as the General Manager of Seç Marketçilik A.Ş. since September 2020.

GÖKAY AYDIN

Head of Information Technologies

After completing his undergraduate education at Hacettepe University, Department of Statistics, Aydın started his professional career as a System Analyst at Polikod- Exim. Gökay Aydın worked as IT Manager at Türk Traktör, a Koç Group company, between 1997 and 2010, and served as Infrastructure Manager, Turkey Information Technologies Director, Technology Solutions Director and Digital Transformation Project Director at Coca-Cola İçecek between 2010 and 2020. Prior to joining Bizim Toptan, Gökay Aydın served as Vice President of Infrastructure and Retail Solutions (COO) at Yıldız Holding since 2020, and has been serving as the Head of Information Technologies responsible for Bizim Toptan and all its subsidiaries since October 2023.

EMİR YILMAZOĞLU

CFO

Emir Yılmazoğlu joined the company in April 2024 as CFO responsible for all finance and financial affairs processes of Bizim Toptan, G2mEksper and Seç Marketçilik. After graduating from Istanbul Atatürk Science High School, Emir Yılmazoğlu received his bachelor's degree in English Business Administration from Marmara University in 2005 and his master's degree in Executive MBA from Koç University in 2013.

Yılmazoğlu started his professional career as an Auditor at Ernst Young in 2005 and served as Senior Auditor between 2007 and 2008. In 2009, Mr Yılmazoğlu joined Coca-Cola İçecek; CCI as Financial Reporting and Consolidation Manager, and worked as Financial Systems and Process Development Manager between 2013-2015 and Country Finance Manager at Coca-Cola İçecek Tajikistan between 2015-2019. Prior to joining the Company, he was Country Finance Manager at The Coca-Cola Bottling Company of Jordan since 2019.

VEYSEL HASANHOCAOĞLU

General Manager of Group Trade and Merchandising Operations

Veysel Hasanhocaoğlu, who completed his undergraduate degree in Statistics at Dokuz Eylül University, started his career at Kipa in 2000 and worked in different management positions in the trade and operations departments. In 2010-2013, he worked in Tesco UK headquarters global purchasing department, responsible for the fresh food category management team of 13 countries, working in different cultures and markets across a wide geography in Asia and Europe. In 2015, he had the opportunity to experience the trade dynamics of the region as the Commercial Director of a newly established retailer in Africa.

In 2016-2017, he assumed the responsibility of international sales and operations of Pinar Water and Beverage Company within Yaşar Holding. He assumed the position of Special Channels Sales Director at Bizim Toptan and worked on Bizim Toptan's vision of becoming a multi-channel company, and subsequently assumed the position of Commercial Director at Bizim Toptan in 2019. In 2021-2022, he worked on retail and sales projects at group level in the Yıldız Holding Board of Directors office. After working as General Manager at Acore Ambalaj in 2022-2023, he started to work within Yıldız Holding again in 2023. Hasanhocaoğlu is the General Manager responsible for trade, supply chain, digital sales channels and store operations of Bizim Toptan and its subsidiaries g2m and SEÇ companies.

TARIK DUVAN

Seç Marketçilik A.Ş. Assistant General Manager

Tarik Duvan received his bachelor's degree in Business Administration from Anadolu University and his master's degree in MBA from Bahçeşehir University, and started his career in 2001 at Ülker/ Merkez Gıda Paz. BİAT İnş. A.Ş. as Sales Inspector in 2001. Afterwards, he worked as Sales Supervisor, Regional Sales Manager and Turkey Sales Group Manager at Yıldız Holding A.Ş., respectively. In early 2013, Mr Duvan joined Avea İletişim Hizmetleri A.Ş., a Türk Telekom Group company, as Sales Director. Prior to joining Bizim Toptan, Mr Duvan was Sales Director at Türk Telekom A.Ş. Duvan joined Bizim Toptan in 2017 as sales director and played an active role in the development and corporatisation of the Select channel as the director responsible for Special Sales Channels. Duvan has been serving as Assistant General Manager of Seç Marketçilik A.Ş. since August 2020.

UĞUR YILMAZ

Senior Director of Supply Chain

Serving as Senior Director of Supply Chain at Bizim Toptan Satış Mağazaları A.Ş., Uğur Yılmaz was born in 1973 in Erzurum. After completing his primary, secondary and high school education in Istanbul, he graduated from Marmara University Faculty of Economics and Administrative Sciences, Department of Business Administration. Yılmaz started his professional career in November 1995 at Ülker Gıda A.Ş. as production planning specialist and in his long career at Yıldız Holding, he served as Ülker Gıda production planning specialist in 1995-1997 and Market Research Specialist, Supervisor, and Deputy Director at Atlas Gıda in 1997-2005. At the same time, while he was serving as the Assistant of the Consumer Group President between 2005-2006, he assumed the duty of the Main Marketing Planning Manager in 2006 and continued this duty until 2011. Between 2011 and 2014, he served as the Beverage Business Unit Planning and Purchasing Director where he was responsible for the procurement, planning and logistics processes of all beverage factories. In the last months of 2014, he joined Eksper Pazarlama, the Group's Out of Home Consumption (OHC) sales company, as the Supply Chain Director, and played an important role in making the company profitable with the changes in supply and pricing strategies. In the last quarter of 2018, he assumed important responsibilities in merger of Eksper Pazarlama and g2m, and successfully managed all the purchasing and logistics processes of the new company as the Supply Chain Group Director. Following the managerial change in 2022, Yılmaz, has been managing all supply planning and logistics processes of Bizim Toptan and Seç market companies as the Supply Chain Senior Director since September 2022. Yılmaz is married with two children.

SERHAT ALTINKILIÇ

Director of Commerce

Serhat Altinkılıç completed his bachelor's degree at İnönü University Department of Mining Engineering and his master's degree at Istanbul Şehir University MBA department. He started his career as Sales Manager at Ülker Merkez Gıda in 2008. He served as Commercial Marketing Director and Commercial Marketing Manager at Yıldız Holding respectively. In 2013, he worked as Regional Sales Manager at Avea and as Commercial Marketing Group Manager at Türk Telekom. Altinkılıç joined Bizim Toptan in 2017. Before he was appointed Director of Commerce in 2021, he was working as Senior Sales Manager of Seç Markets at Bizim Toptan.

ÖNDER ARIKAN

Financial Affairs Director

Önder Arıkan completed his bachelor's degree in Boğaziçi University, department of Business Administration and his master's degree in Bahçeşehir University, MBA department. He started his career as a budget reporting expert at Metro Cash and Carry company in 2006. After that, he worked in the finance departments of Joker Bebek, which is an Actera Group company and Markafoni, a Naspers Group company. Arıkan joined Bizim Toptan in 2017. Before he was appointed Director of Financial Affairs in 2019, he was working as Senior Manager of Budget Reporting and Profit Planning at Bizim Toptan.

HASAN BAKIRCI

OHC&Corporate Sales Director

After completing his bachelor's education at İstanbul University Faculty of Economics, Hasan Bakırcı started his career in 2004 as Sales Inspector at Ülker Merkez Gıda. Afterwards, he served at Merkez Gıda in turns Sales Representative, Sales Operation Management, Commercial Planning Director, and Regional Director and in 2012 he joined founders of Ülker Horizon Fast Moving Consumer Goods and served as İstanbul Regional Director until 2014. In 2014 he served as West Türkiye Sales Group Manager at Avea İletişim Hizmetleri and Aegean and Mediterranean Regions Sales Group Manager at Türk Telekom. Joining Bizim Toptan in 2018, Bakırcı served as Gaziantep Regional Director at Seç Marketçilik A.Ş. and Senior Sales Operation Manager at Bizim Toptan. He continues to perform as OHC& Corporate Sales Director at OHC and Corporate Sales organization under PROSAF brand which he started in January 1, 2023.

SERKAN ÇAKICIOĞLU

Strategy, Growth, and Data Management Director

Serkan Çakıcıoğlu completed his high school education at Cağaloğlu Anatolian High School and his undergraduate education at Boğaziçi University Guidance and Psychological Counseling Department. Çakıcıoğlu started his professional life in 1998 as a part-time Sales and Marketing Specialist at Avrupa Elektronik ve Tar. Ürn. San.Tic. Ltd. Şti. He joined the first employees of Aria (İş-TİM Telekomünikasyon Hizmetleri A.Ş.), which received Türkiye's 3rd GSM operator license at the beginning of 2001, and served as Customer Services Specialist, Sales Specialist and Corporate Sales Reporting and Analysis Specialist, respectively. Completing his military service as the Guidance and Counseling Center Supervisor in the Rescue and Underwater Command in 2005-2006, Çakıcıoğlu started to work as a Sales Budget & Control Specialist at Avea İletişim Hizmetleri A.Ş. with its changed name and partnership structure. Having stepped into the managerial position as Sales Budget & Control Manager in 2007, Çakıcıoğlu became the Sales Planning and Reporting Manager in 2008 and the Sales Strategies and Performance Management Senior Manager in the following years. Çakıcıoğlu, who served as the Retail Sales Planning Director within the Türk Telekom Group in 2015, continued his career as the Commercial Planning Director of Bereket Döner in 2018. Çakıcıoğlu joined Bizim Toptan as Budget & Profit Planning and Reporting Manager in 2019 and was appointed as the Director of Strategy, Growth and Data Governance in 2021, after serving as the Senior Manager of Decision Support and Commercial Analysis. Having 23 years of work experience, Çakıcıoğlu took an active role in the planning steps of the merger processes of Aria & Aycell and Türk Telekom Retail Sales Group. Serkan Çakıcıoğlu continues to lead Bizim Toptan's especially data-driven decisionmaking culture movement.

RAŞİT ÇEBİ

Marketing and Customer Relations Director

Raşit Çebi completed his bachelor's degree in Boğaziçi University, department of Economy and began his career as Deputy Product Director at Yıldız Holding in 2006. After working as Brand Director and Brand Manager for Hero Baby, Kekstra and Dankek brands at Yıldız Holding A.Ş., he worked as agency president & general manager at 9.Sanad for 4 years focusing on creative strategies, digital projects and PR starting from 2013. Having joined Bizim Toptan in 2017, Çebi leads the marketing and CRM operations. As a volunteer mentor within the scope of Cube Incubation, Çebi provides support to startups in the start-up ecosystem on marketing communication & technologies, CRM, artificial intelligence and data analytics. In 2021 Çebi was awarded by Fast Company as one of the 50 CMOs Directing the Digital World.

NECİP CEM GÜLAÇ

Logistics Operation Director

Cem Gülaç was born in 1983 in Ankara. He completed his high school education at Çorlu MAE Anatolian High School, graduated from Istanbul University Faculty of Business Administration and started to work as a Logistics Specialist in DiaSa Supermarkets in 2005. After 2008, he worked as Distribution and Transport Manager at Havi Logistics, and as Turkey Logistics Manager at Yörsan and Akgıda. In 2017, Gülaç started to work as Turkey Logistics Operations Manager at g2m and was appointed as Logistics Operations Director in October 2022. In the developing company structure, he serves as the Operations Director of Bizim Toptan and g2m Logistics under Bizim Toptan group. Throughout his career, he has been involved in the setup and design of many distribution centres and macro and micro transport operations, leading supply chain, warehousing and transport process optimisations and digitalisation projects.

TANER SUBAŞI

Business and Digital Transformation Director

Completing his bachelor's education at Istanbul Technical University, Department of Civil Engineering, and his master's education at Maltepe University, Department of Business Administration, Taner Subaşı started his career in 2001 at Avea in Finance department. Having served at finance, corporate sales development, sales process, and system development departments until 2015, in 2015 Subaşı started to work as Sales Analyst, System and Process Development Director at Türk Telekom. In 2017, he was assigned as Channel Procedures and Digital Channel Management Director at Türk Telekom and served in this position until June 2020. Subaşı still serves as Seç Marketçilik Business and Digital Transformation Director.

HAMİDE GÜVEN ŞEN

Human Resources Director

Hamide Güven Şen completed her bachelor's degree at Kocaeli University department of Labor Economics and Industrial Relations and her master's degree at Bahçeşehir University MBA department. She started her career as a Human Resources Director at General Kimya Ltd. in 2003. She then worked as Human Resources Director at Yıldız Holding A.Ş. and Human Resources Director at Medyasoft A.Ş. respectively. She worked as Human Resources Manager at Avea İletişim Hizmetleri A.Ş., one of Türk Telekom Group Companies in early 2011 and finally worked as Human Resources Group Manager at Türk Telekom A.Ş. Hamide Güven Şen managed the projects that received "gold" award in the "Best Mobile Site and Application in Education" category and that were chosen from among 9 international companies and received "Bronze" award in the "Best Education Applications of the Year" category with the distance education platform Oncampus application at the 2019 Stevie Awards, and currently works as the human resources director in charge of Bizim Toptan and Seç Marketçilik.

ÖZER ŞİMDİ

Sales Operation Director

Özer Şimdi completed his bachelor's education at Anadolu University Department of Business Administration. Afterwards, he received vocational training at Sabancı University and Boğaziçi University Lifelong Learning Center. He started his 20 years long retail career as store staff at Metro Türkiye. Later, he served as Department Manager, Deputy Manager of Store at the same company, Sales and Operation Manager and Business Manager at the General Management and as Distribution Center Business Manager again at Metro Türkiye. Şimdi led many national and international projects at the company during his career. Some of these projects are international goods management system project, increasing efficiency at stores project, opening low-cost store in Anatolia project, and efficiency at in-store supplylogistic systems project. Şimdi, joined Bizim Toptan in 2021 as Sales Operation Director.

M. MURAT YANIK

Channel Development, OHS and Quality Director

After graduating from Ege University Faculty of Agriculture, M. Murat Yanik completed his bachelor's degree in Anadolu University, department of International Relations and his master's degree in Istanbul University, department of Supply Chain Management. He started his career as a Sales Development Officer at Bizim Toptan Stores in 2002. He then worked as Store Director, Regional Director and Regional Manager in the stores of the company in various provinces. After that, he worked as Sales Operations Manager in the general directorate. Murat Yanik continued to work as Supply Chain Senior Manager from the beginning of 2018 and was appointed Supply Chain and Channel Development Director in August 2020. Serving as Channel Development, Quality, and OHS Director in the developing organization structure, in addition to his duties, Yanik also conducts investment, construction, environment, energy, and Business Continuity Management and processes with his teammates.

IŞIL BÜK

Senior Manager of Investor Relations

Işıl Bük, Senior Manager of Investor Relations at Bizim Toptan Satış Mağazaları A.Ş., completed her bachelor's degree in 2004, and her master's degree in 2007, at Marmara University Department of Economics (English). She began her career as an Internal Audit and Financial Reporting Specialist at IKEA in 2006. She worked in Corporate Financing and Research units at Halk Yatırım Menkul Değerler A.Ş. in 2007-2012, took an active role in 16 public offering projects. Starting to work as an Investor Relations Director at Yıldız Holding in 2012, Bük was assigned as the head of Bizim Toptan investor relations department at the end of 2013. In 2020 she conducted Corporate Risk Management activities of the company, in 2021-2022 period she managed Budget, Reporting, and Profit Planning Department in addition to Investor Relations Department. Bük still acts as the Senior Manager in charge of Sustainability Department in addition to Investor Relations Department. At the same time, she has been Corporate Management Committee member of Bizim Toptan since 2014. Işıl Bük has Capital Market Activities Level III License and Corporate Governance Rating Expertise license. She took part in the Boards of Directors of the CFA Society of Istanbul, Financial Literacy and Access Association (Foder) and the Investor Relations Association of Türkiye (TÜYİD). She maintains her office in the Boards of Directors of Foder. At the same time, she has title of ACC professional coach given by International Coaching Federation (ICF).

FERDİ ÖZGÜL

Digital Sales Channels Manager

He started his career in the automotive sector in 2004 and then switched to the retail sector in 2006 as a department manager in Bizim Toptan Stores. Within Bizim Toptan, he worked as Store Goods Acceptance Officer, Assistant Regional Manager, Inventory Control Officer, Assistant Store Manager, Sales Operations Commercial Purchasing Specialist / Manager, Corporate Sales Manager. After serving as OHC Sales Manager for Out-of-Home Consumption (OHC), he has been working as Digital Sales Channels Manager since October 2023. He completed her associate degree in Retail Sales and Store Management and his bachelor's degree in Public Relations and Publicity.

ECE ÖZSANAĞ

Project Manager

Ece Özšanağ, who completed her bachelor's and master's degree in Mining Engineering at Istanbul Technical University, started her career as Sales Support Specialist at Atlas Copco Makinaları İmalat A.Ş. in 2014. Afterwards, he worked as a Market Analyst at Petrol Ofisi and as a Consultancy Strategic Business Partner in the Strategy and Business Development Unit at KPMG. During her career, Özšanağ has been involved in domestic and international new business development projects, company strategy formulation, financial analysis and M&A projects. Prior to joining Bizim Toptan, she was Strategy and Business Development Manager at Oyak Enerji. Ece Özšanağ joined Bizim Toptan A.Ş. in 2023 as Project Manager.

Bizim Toptan and g2m: We are at the top

With more than 40 years of experience in the out-of-home consumption sector, we act as a bridge between producers and businesses in the sector and offer sales, supply, distribution and logistics services for all kinds of food and non-food consumables that businesses need. We are the business partner of businesses in the OHC sector with our expert Chief staff.

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10,000

In 2023
Unique customers
reached in the OHC sector



You can watch our fair
video by scanning
the QR Cod.

2023 Organised Wholesale Sector and Bizim Toptan

Despite the fragmented structure and competitive conditions in the Turkish wholesale market, Bizim Toptan has maintained its position as Turkey's most geographically widespread cash & carry company and trading platform since 2007.

A year of challenging developments in the world and in Turkey has been left behind. The year was characterised by geopolitical developments in the world and expectations of changes in the economic outlook and interest rate policies. Increasing risks to the climate crisis have also continued all over the world. The earthquake disaster in our country in February has deeply affected both the region and the whole society. Electoral processes and changes in macroeconomic policies have had social and economic impacts. The depreciation of the Turkish lira continued and the Consumer Prices Index (CPI) and Domestic Producer Prices Index (PPI) increased by 64.8% and 44.2%, respectively.

The earthquake disaster and high inflation caused changes in consumers' demands in terms of timing, variety and quantity. The organised retail sector continued to develop, and both increasing sales areas with store openings and the spread of digitalisation in the sector further increased the competitive conditions.

The trend in the wholesale trade market maintained its competitive structure as in previous years. While unorganised traditional wholesalers and distributors continued to hold a large share of the market, competition in the organised wholesale market, in which Bizim Toptan operates, also continued. While 4 corporate company chains, including Bizim Toptan, continue to operate in the organised wholesale market,

a large number of regional cash & carry markets, known as single cash & carry companies (gross market), continue to compete in the organised cash & carry market. Despite the fragmented structure and competitive conditions in the Turkish wholesale market, Bizim Toptan has maintained its position as Turkey's most geographically widespread cash & carry company and trading platform since 2007. In 2023, the Company continued its transformation in the sector and business conduct by taking into account the developments in the retail and wholesale sectors, growth dynamics in supplier and demand conditions over the years with its multi-channel structure.

Bizim Toptan, which closed two stores that were unusable due to the earthquake and closed one store due to efficiency reasons, continued to serve the people of the region by quickly establishing a tent store in place of the İskenderun store that was destroyed in the earthquake. In addition, the Company opened 5 new stores during the year, reaching 182 stores in 71 provinces of Turkey.

The number of dealers of Seç Marketler, a business partnership dealership model based on empowering artisans and growing together with a win-win strategy, increased from 2,409 stores to 2,747 stores during the year. Bizim Toptan continued to contribute to the national economy and the sustainability of the traditional retail channel by supporting artisan entrepreneurs.



Bizim Toptan, which carries out its activities in the out-of-home consumption sector with its Professional Sales Force PROSAF team, focused on improving the quality of PROSAF operations during the year. Following the face-to-face and telemarketing channels, the company launched the digital sales address www.bizimtoptan.com.tr, which brought the physical store experience to digital in the previous year, and continued to make improvements to increase user satisfaction in the digital channel during the year. Sales to out-of-home consumption customers, school canteens and corporate sales customers through PROSAF micro distribution channel increased by nearly 110% in 2023 compared to the previous year.

Bizim Toptan's digitalisation efforts continued during the year with improvements in its corporate website

and application, as well as developments for PROSAF and SEÇ customers. The growth in digital sales, including marketplaces, own digital channels and Click-to-Call, was around 170% and its share in sales continued to grow.

The company, which offers its own branded products to its customers in addition to branded products, increased the number of own branded products in its portfolio from 435 SKUs to 475 SKUs. Reaching approximately 1.8 million unique customers, Bizim Toptan's own-branded products are one of the company's key strengths.

As a result of its expanding sales channels and customer network, Bizim Toptan is also developing its distribution centres. The main distribution centre

in Adana, which was affected by the earthquake, was reopened after being closed for a while. In addition, the main distribution centre in Denizli, which was completed at the end of 2022, started its active operation at the beginning of 2023. Following the opening of a new main distribution centre in Diyarbakır during the year, the company reached 5 main distribution centres in Gebze, Erzurum, Adana, Denizli and Diyarbakır. New additions during the year with 6 cold product warehouses, the number of cold product warehouses of the Company increased to 14.

The most important step in Bizim Toptan's multi-channel sales strategy during the year was the acquisition of the shares of g2mEKSPER Satış ve Dağıtım Hizmetleri A.Ş., one of the oldest and well-established players in the out-of-home consumption (OHC) sector. Bizim Toptan acquired 90% of the shares of g2m held by Yıldız Holding A.Ş. in exchange for shares. On 8 September 2023, the Company made a decision to apply to the Capital Markets Board for this transaction and disclosed it to the public. Following the approval of the Capital Markets Board, the transaction was approved by the shareholders at the Extraordinary General Assembly held on 25 December 2023. As of 29 December 2023, the resolutions of the general assembly have been registered by the Republic of Türkiye Istanbul Trade Registry Office.

Within the scope of the policies and strategies of Yıldız Holding A.Ş. group, to which Bizim Toptan belongs, this transfer transaction, which was carried out in order to establish a more effective and focused structure in the food and retail business line by increasing efficiency and creating synergies, has made Bizim Toptan by far the largest player in the OHC T market.

At the end of 2023, the Company's sales revenues as a whole Bizim Toptan group, including its subsidiaries, reached TL 32.2 billion. In 2024, the Company will continue its efforts to strengthen its trading platform structure in order to be the best alternative for all customer groups and to maintain its leading position in the out-of-home consumption sector with its new structure.

Bizim Toptan opened 5 new stores during the year and reached 182 stores in 71 provinces of Turkey.



g2m: We are in the Kitchen

MUTFAKTA
BiZ VARIZ

In the out-of-home consumption (OHC) sector, the size of which is estimated to be USD 15 billion in Turkey, g2m, which is the strongest and long-established player in the sector, joined forces with Bizim Toptan, and Bizim Toptan group became the clear leader of the sector.

HOW DID IT START?

Güney Pazarı, which was established in 1981 by Nihat Şahinöz to carry out sales and distribution business in the out-of-home consumption (OHC) sector, merged with 2M Endüstriyel, which was established to serve customers on the European side of Istanbul, under the roof of g2m in 2002.

In 2008, Actera, one of the largest venture capital firms in Turkey, acquired 50% of g2m's shares.

In 2011, g2m created a new corporate identity and launched its own branded products for the first time in 2013, and started to work on imported products in 2014.

In 2015, Yıldız Holding A.Ş. acquired g2m shares from Actera.

In 2019, g2m merged with Yıldız Holding's Eksper Gıda company, which was founded in 2002 with the aim of specialising in the pastry and oil business, and took the corporate identity of g2mEKSPER Satış ve Dağıtım Hizmetleri A.Ş.

The 90% shares of g2mEKSPER, which provides consultancy services to Horeca, Pastry and Catering customers in addition to its sales and distribution power in the out-of-home consumption sector, held by Yıldız Holding A.Ş., were taken over by Bizim Toptan Satış Mağazaları A.Ş. in exchange for shares in 2023.

Bizim Toptan owns 90%, Melih Şahinöz owns 9.97% and Çimen Şahinöz owns 0.03% of the Company's paid-in capital of TRY 111,458,250.

END-TO-END SUPPLY CHAIN SERVICE

g2m is mainly a distribution channel between producers and sellers and provides trading, procurement, distribution and logistics services for food and non-food products needed by sellers in their daily operations.

The company's customers are professional clients that make up the out-of-home consumption sector, such as hotels, restaurants, cafes, patisseries, catering factories, public institutions and private offices.

The company serves as the right business partner by undertaking the supply chain management of the business in order for its customers to manage their businesses in the most effective and professional way. With this channel named TEDAFIX, it goes beyond a classical sales distribution service. With its extensive infrastructure, it provides end-to-end supply chain services to out-of-home consumption points that are on the way to chain and chainisation.

G2m's in-house team of specialised chefs ensures that the company is positioned as a full partner in the out-of-home consumption sector. Company with a team of expert chefs for this purpose;

- It introduces new products with demo works all over Turkey,
- It carries out product promotion and recipe studies to enrich the menu for its customers,
- It provides its customers with counselling services for the correct and effective use of the product, and thus can offer cost-reducing prescription suggestions,
- It develops periodical menu studies,
- It carries out training and workshops for customers and sales teams.

MORE THAN 6,000 PRODUCT TYPES

G2m product portfolio includes over 6,000 product types. These products consist of pastry oils, catering oils, frozen bakery products, frozen fruit/vegetables, breakfast products, powder mixes, milk and dairy products, snacks, auxiliary additives, meat and meat products, cleaning products, beverages, personal care, cocoa and pastry products, dry food categories.

The product portfolio includes 8 own brands and 144 SKUs of the company's own branded products. The Company manages its own branded product portfolio with Mis, Bizim, Piyale, Altınhasat, Frimer, Caterfrost, Çokokrem and Mc Vities brands.

The company also has distributorships of brands that are essential and valuable for the OHC sector. These distributorships positively differentiate the Company from its competitors.

As of the end of 2023, the company has 10 warehouses with an indoor area of more than 44,000 square metres, a distribution fleet of nearly 120 distribution vehicles, including large trucks, most of which are 4-8 tonne trucks, a field sales staff of more than 200 people and 14 supervisors.

In 2023, the Company reached more than 10,000 unique customers, increasing the number of customers by 76% compared to the previous year.

In 2023, the Company reached more than 10,000 unique customers, increasing the number of customers by 76% compared to the previous year. In the out-of-home consumption (OHC) sector, the size of which is estimated to be USD 15 billion in Turkey according to ETÜDER data, g2m, which is the strongest and long-established player in the sector, joined forces with Bizim Toptan and Bizim Toptan group became the clear leader of the sector. In 2024, the integration and synergy studies of both companies are planned.



Your Neighborhood's Grocery Store SEÇ

Seç Market, which combines traditional artisan culture with modern grocery understanding, supports artisans with price advantages and rich product variety by giving neighbourhood markets a corporate and modern appearance.

HOW DID IT BEGIN?

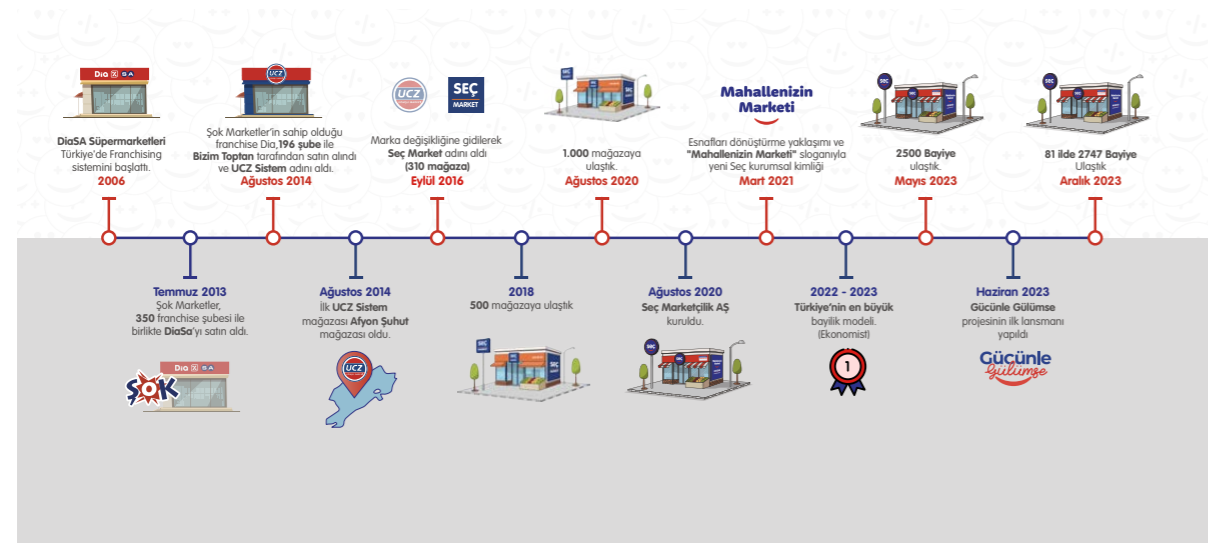
On 16 July 2014, Bizim Toptan acquired 196 joint venture goods supply contracts, including fixed assets, and all rights arising from these contracts, marking the first step of the Seç Market joint venture model.

In September 2016, the Seç Market brand started to appear on the signboards of 310 dealers of Bizim Toptan.

Immediately afterwards, Seç Market started to signal that it will be a widespread retail network with the number of dealers that started to increase a year later.

In August 2020, Seç Market A.Ş. was established with a 90% Bizim Toptan and 10% Yıldız Holding shareholding, underlining in bold type the determined stance on the road to the target.

By the end of 2023, it managed to reach 2,747 stores across Turkey.



HOW DID IT CONTINUE?

In 2023, Seç Market, in addition to being a well-known brand, attracted attention with its television commercials and achieved numerical success. The increase in the number of stores, the rise in dealer turnover and the progress made in the infrastructure enabled the share of Seç Market in Bizim Toptan's business volume to grow.

Considering the rapidly digitalising and developing structure of Bizim Toptan, the digital and tradesman-friendly ecosystem roadmap drawn for Seç Market continued to be successfully implemented.

In 2023, 338 online dealers were added, bringing the number of dealers to 2,747. Bizim Toptan's share of Bizim Toptan's turnover approached 524, with a total revenue of TL 5.1 billion.*

Thanks to its win-win business model, many tradesmen have successfully survived in a competitive environment.

Most importantly, it left a warm smile on the faces of many people living in this geography.

VISION OF SEÇ MARKET

Combining modern retailing with the warmth and sincerity of the tradesmen who are part of the neighbourhood, with the power born from unity, to turn the neighbourhood market into Turkey's undisputed largest and technological ecosystem providing both online and offline services.

By the end of 2023, Seç Market reached 2,747 stores across Türkiye.

SEÇ MARKET'S STRATEGY

FOCUS;

It is aimed to increase operational profitability by optimising financial indicators while monitoring the growth in sales and same store sales with the increase in the number of stores. The focus is also on improving overall performance by taking into account dealer pos sales.

EFFICIENCY;

It is aimed to manage costs effectively, to develop a procurement model that optimises product supply and inventory management, and to increase the efficiency of the company through its structure, collaborations and the organisational model with which it communicates.

CONSUMER;

In addition to shopper surveys to measure brand health and shoppers' preferences, 360 adopts marketing communication strategies and organises various inserts and activities to promote products and services.

* (expressed in figures excluding g2m and TAS29)

A wide range of products are offered to consumers under the theme of "The Stars of SEÇ", including Halk Süt, Halk Çubuk Kraker, Ülker Bizim Pasta Varieties, Besler Tomato Paste, Komili Pam Liquid Soap and products under the Ömür brand.

DISTRIBUTION;

It is aimed to increase dealer satisfaction and to ensure the expansion of the ecosystem by communicating the benefits of being a Seç dealer to the tradesmen. Profitable and various investment alternatives are offered to entrepreneurs who want to institutionalise with extra, mini, market and practical store concepts. Marketing support such as signboards and inserts are provided for corporate identity in store openings.

SEÇ TECH

Focusing on digitalisation, support is provided to manage order flow, stock control, promotions and general communication through the SEÇ Portal system.

Select Pos (cash register) system is used in all dealers. With the Seç Up project, it is aimed to complete the basic digital infrastructure by providing manageability through the SAP system and to go live.

BRAND POSITIONING

It is aimed to make not only end consumers, but also business partners and stakeholders feel that they are part of Seç Market and that they are valuable as part of a large retail ecosystem. To this end, in 2023, Seç Market emphasised the message "Good Product Good Price" in its television commercials, highlighting its modern retailing approach and thus significantly increasing brand awareness.



WHY "SEÇ MARKET?"

Seç Market supports shopkeepers with price advantages and a rich product range by giving neighbourhood markets a corporate and modern appearance. It aims to grow physically with a business partnership model that combines traditional artisan culture with a modern market approach.

Seç Market, which has an important position in the market, enables many tradesmen to continue their activities within the system under increasing competition conditions with the development of the organised retail sector.

It offers a business model that will enable tradesmen to leave their competitors behind by providing a strong corporate identity, technical and hardware support to increase their competitiveness in the competitive retail market. This model, which sets out with the discourse of "Your Neighbourhood Market", also supports the modern retailing approach by combining the warmth and sincerity of neighbourhood tradesmen with corporate experience.

WIDE PRODUCT RANGE

Tradesmen have the opportunity to choose their own product range by creating a portfolio from more than 5,000 products that are market leaders and have high recognition.

LOGISTICS AND REGULAR DISPATCH SUPPORT

Bizim Toptan offers the opportunity to supply products at affordable prices by providing delivery to dealers with transit shipment support from logistics centres and suppliers.

FINANCIAL SUPPORT

It is a dealership system that offers the opportunity to become a dealer without paying a dealership fee. Opportunities such as commission-free sales with contracted banks, reducing the financing burden with different payment and financing options, shopping in instalments or on credit with Bizim Profesyonel Card, invoiced shopping with large maturities, transferring credit card sales to the accounts of business partners without any costs and increasing open account purchase limits with collateral tools are offered to support the working capital management of tradesmen.

In 2023, Seç Market emphasised the "Good Product, Good Price" message in its television commercials and highlighted its modern retailing approach.

PROFESSIONAL SALES TEAM SUPPORT

While professional support is provided by field sales teams in various regions of Turkey with regular visits, recommendations and practices are offered for maximum square metre efficiency starting from store setup with the support of advanced business models and strong information resources provided by expert staff.

MARKETING AND COMMUNICATION ACTIVITIES

Seç Market offers a premium system supported by special products and target-oriented campaigns for dealers. By reflecting its corporate identity on social media platforms, it supports customer acquisition, provides campaign support for the acquisition of new customers and the retention of existing customers. These supports include monthly special inserts, dealer-specific insert support upon request, and free signage and cladding support for new store openings.

INFORMATION SYSTEMS TO ENSURE COMMUNICATION AND CO-OPERATION

Effective communication is established between the dealers and the head office through information systems developed specifically for the dealers. Through the system, transactions such as ordering, tracking and inventory counting can be performed, and payment can be made by credit card.

Portal access is provided via mobile phones, marketing activities can be announced and monitored, and internal news and announcements are shared. In addition, dealers can communicate and follow up on requests, suggestions and complaints.

"SEÇ MARKET" WITH OPEN DOORS FOR TRADESMEN

No fee is paid to enter under the roof of Seç Market. All grocery stores and markets with a minimum sales area of 50 square metres can become Seç Market business partners if they meet the specified conditions. Anyone who is highly motivated, who wants to do more efficient business with a win-win relationship, and who does not have any registration barriers for trade is taken into consideration.

"SEÇ MARKET" WITH DIGITAL TRANSFORMATION AND PROJECTS

In line with the requirements of the age, it has become an important principle for Seç Market to be a part of the digital world that provides efficiency and comfort to its business partners in labour and production processes and to customers in their shopping experiences.

In 2023, the development and support of the new Seç Portal continues. Seç dealers continued to be supported in managing order flow, stock control, promotions and general communication through the Seç Portal.

SEÇ UP project is a project to enable Seç Market to manage its own corporate resource management through the SAP system. Work on the project continued in 2023.

"SEÇ MARKET" WITH SOCIAL RESPONSIBILITY PROJECTS

Launched to support women entrepreneurs, the "Smile with your Power" project was implemented with the Entrepreneurship and Retail Management Programme in cooperation with Boğaziçi University Lifelong Learning Centre (BÜYEM). Applications it was received until 21 June 2023 and online and free of charge training was carried out between 5-17 July.

Seç Marketi believes that giving women the opportunity to discover their potential and take a more active role in the business world will support economic growth and innovation.

The aim is to make a significant contribution to social development by supporting women entrepreneurs, ensuring gender equality and increasing women's economic freedom. Seç Marketi believes that giving women the opportunity to discover their potential and take a more active role in the business world will support economic growth and innovation. Therefore, the empowerment of women entrepreneurs aims to have a positive impact on the general welfare of society.

CREATE HAPPY CUSTOMERS WITH SEÇ CONTACT CENTRE

With its new structure in October 2023, Seç Communication Centre has increased its service quality by providing more support to its business partners in commercial activities. By strengthening its customer-oriented approach, the Company expanded its services for its business partners, aiming to better understand their needs and assist them more effectively. Aiming to actively contribute to the business growth and development processes of its business partners, it strengthens their business strategies and supports their long-term success through consultancy services. In this process, Seç Market has taken an important step towards establishing a strong and mutually successful relationship with its business partners by going beyond being just a retail brand. Seç Communication Centre is moving forward with determination to increase customer satisfaction and provide more value to its business partners.

Gücünle Gülümse

Ücretsiz Eğitim

Boğaziçi Üniversitesi
Yaşamboyu Eğitim Merkezi ile
**Kadın Girişimcilik ve Perakende
Yönetim Programı'na katıl,
Gücünle Gülümse!**

Boğaziçi Üniversitesi
Sertifikası

Eğitim Tarihi:
5-17 Temmuz 2023
Son Başvuru Tarihi:
21 Haziran 2023

Detaylı bilgi ve başvuru için:
secmarket.com.tr

PROSAF (Professional Sales Force): Professional Solutions for Your Business

PROSAF operation has become the most widespread OHC solution partner by differentiating itself from its competitors with its sales teams positioned in 114 stores in 70 provinces of Turkey and is able to serve 87% of Turkey's population.

PROSAF is the name of the professional solution partner in Bizim Toptan to reach Out of Home Consumption (OHC) and corporate sales points. PROSAF operation has become the most widespread OHC solution partner by differentiating itself from its competitors with its sales teams positioned in 114 stores in 70 provinces of Turkey and is able to serve 87% of Turkey's population.

PROSAF, which continues to progress towards becoming a solution partner with its special supply planning system, expert sales team and extensive logistics service for the needs of its customers, reaches all provinces with 304 personnel through 114 stores located in 70 provinces of Turkey and is one step closer to its expansion targets every day.

PROSAF is the supplier of all products required by canteen and fuel station markets, corporate customers, hotels, restaurants, fast-food points, cafes and patisseries, catering companies, business kitchens, industrial establishments and public institutions operating in the target customer group. It offers its customers different ordering platforms, alternative payment methods, customer-specific activities and campaigns.

It provides on-site delivery of fresh food, frozen products, food and non-food products that its customers need on the next day according to the order day with special micro distribution vehicles with the ability to carry +4 and -18 products.

Bizim Toptan's portfolio includes more than 7,000 branded and Own Brand products from more than 450 suppliers, exceeding Bizim Toptan's store product portfolio, enabling customers to obtain all the products they need from a single supplier.

PROSAF team, which aims to be a solution partner for the needs of its customers with its special supply planning system, expert sales team and extensive logistics service, started its activities in 2017 with 12 provinces, 15 stores and 60 personnel. In 2022, the operation achieved a total sales revenue of TL 1.8 billion with 308 employees in 117 stores in 70 cities with a total sales revenue of TL 1.8 billion. In 2023, the operation reached a total sales revenue of TL 3.8 billion with 304 employees in 114 stores in 70 cities with a growth rate of 111% compared to the previous year.

In parallel with the expansion and growth of PROSAF, the number of customers it reaches is also increasing. Having reached 15,000 customers in 2019, the operation reached 44,350 customers in 2022 and expanded its service by increasing this number to over 46,000 in 2023.

With its focus on digitalisation, the operation started to sell on www.prosaf.com.tr, reaching nearly 7,200 customers through its digital channel and realising more than 8 percent of its total turnover through this channel.

TRADITIONAL CHANNEL SALES TEAM ESTABLISHED

In 2023, PROSAF launched a 38-person expert "Traditional Channel Sales Team" organisation for petrol station and canteen customers, which was established within 29 of the existing operations, and generated nearly 7% of its total sales from this channel. The operation also meets the needs of its customers in the traditional channel with fuel stations and canteen customers and OHC marine service.

The operation meets all office and provisions needs of its corporate and chain customers, which are an important part of the out-of-home consumption customer group, with its wide product portfolio consisting of branded and own-brand products, competitive prices and widespread access network, and delivers them to its customers' branches at every point in Turkey with high service quality. In this context, the customers it works with are Turkey's leading corporate companies in the ISO 500, Capital and Fortune 500 lists. Due to the different management style and expectations of the corporate customers group, a special operation was created within PROSAF field teams. The PROSAF operation, which tripled its revenues in this channel in 2023 with the personnel specially allocated to its customers, obtained more than 30% of its sales revenues from this customer group.

In summary, PROSAF continued its high growth-oriented strategy in 2023 compared to the previous year, as in every year. PROSAF, which will continue its micro-focus on both corporate and OHC customers, aims to increase its focus on digitalisation by taking advantage of the integration synergy with g2m in 2024, to deepen by increasing the number of categories and varieties in its existing customers and to reach efficient new customers.

In 2023, the Company reached TL 3.8 billion in sales revenues in 114 stores in 70 cities and grew by 111% compared to the previous year.



Digital Sales Channels

Bizim Toptan offers customers a seamless digital experience that is 100% integrated with its stores in all sales channels.

With the change in shopping habits and the pandemic period in recent years accelerating this orientation, consumers continue to turn to alternative and digital sales channels. Bizim Toptan aims to advance digital transformation in all sales channels and processes, to maintain its pioneering position in its sector with many applications, and to digitalise both its business processes and the services it offers to its customers. In line with this purpose, the first steps were taken in 2020 with the renewal of the digital trade address www.bizimtoptan.com.tr, the unification of the digital sales functions in the company's multi-channel structure on a single platform, and the integration of the Click-and-Pick Up application with all stores and digital platform across Turkey. Then, at the beginning of 2022, the old resource management system that the Company had been using since its establishment was replaced and integrated with SAP. With the completion of this major development in the digitalisation of Bizim Toptan customers and stores, the digitalisation journey has gained further momentum.

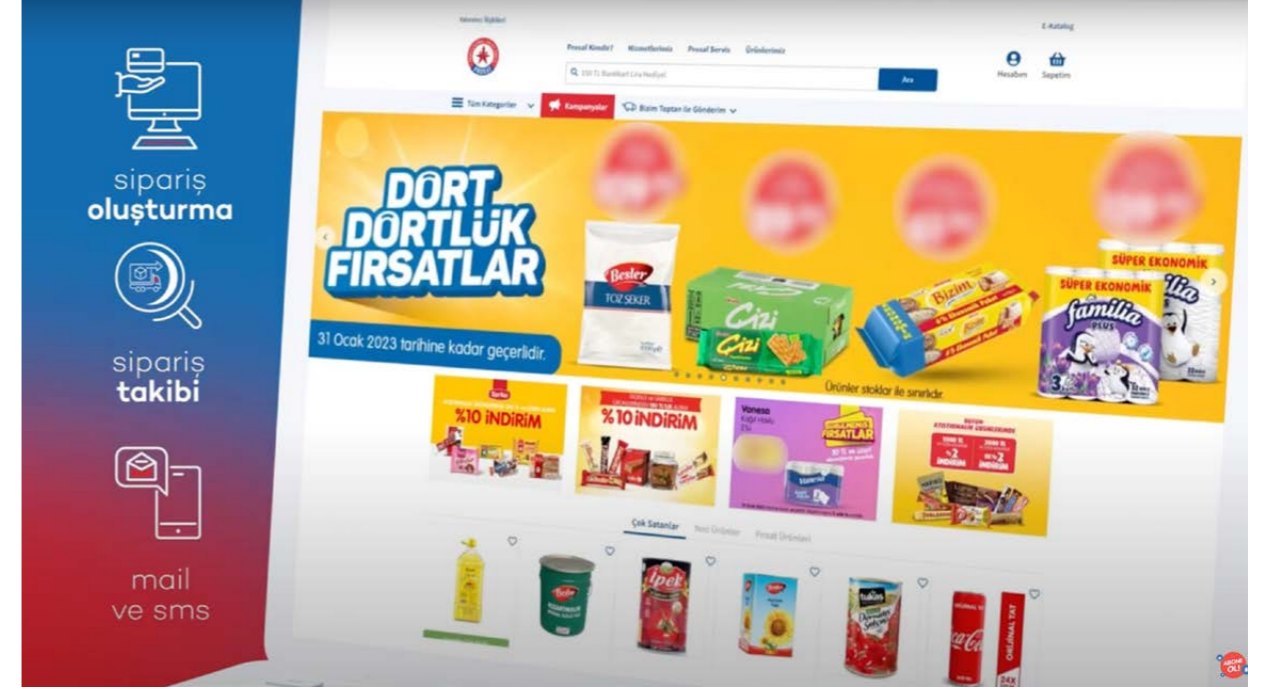
In its current structure, the Company offers its customers a multi-channel "digital" retailing experience in all of its stores; product range, product prices and promotions are customised according to the store and customer type chosen by the customers, enabling the physical store experience to be fully experienced in digital. The shopping experience continues to be improved on www.prosaf.com.tr, the digital address

of the PROSAF channel, which is rapidly expanding its area in the corporate and traditional channel, especially in out-of-home consumption customers. ProsaF customers can place orders through the digital sales platform that is 100% integrated with all Bizim Toptan stores.

During the year, the Company continued to develop the "Bizim Toptan Market" mobile application, which was launched in 2022 to provide a faster and easier shopping experience for all customers in digital sales channels.

In a period when e-commerce customer usage habits are increasing day by day, Bizim Toptan continues to promise its customers a better digital customer experience thanks to its fast, user-friendly, easily manageable, constantly developing and renewed new website and mobile application.

In 2023, while the digitalisation process of all Bizim Toptan stores continued, efforts were made to transform www.bizimtoptan.com.tr into a user-friendly website and to digitalise all sales channels. In order to improve the customer experience, the front-end of the website has been completely changed and Click-and-Pick up and address delivery functions have been emphasised. In this way, customers can shop on a more user-friendly site.



IN 2023, CLICK-AND-PICK UP SERVICE STARTED FOR SEÇ DEALERS

With the strategy of providing all sales channels with the same shopping experience in the digital environment as they experience in the store, the use of the Click-and-Pick Up function was opened to Seç dealers. Through Click-and-Pick Up, 2000 Select Dealers were provided with the opportunity to make purchases during the year. With the multiple payment options offered to dealers, the ability to pay with both open account, credit card and points has been transferred to the digital channel in a way that replicates the shopping experience in the store.

Again, within the scope of transferring the store shopping experience to digital, payment method diversification is defined for all customer groups. Bizim Toptan customers can complete their shopping by using the CRM points they earn in certain periods both at www.bizimtoptan.com.tr and www.prosaf.com.tr, just like the physical store experience.

DELIVERY WITH BIZON

The BizOn system, which Bizim Toptan created as a logistics network, was commissioned in 2023 as a delivery function to B2B customers. In this way, bulky products that customers were previously unable to physically pick up with the cargo delivery function can now be shipped from the nearest store. Thus, B2B customers save time and benefit from the address delivery experience.

In 2024, during the digitalisation process of e-commerce and other sales channels, Bizim Toptan's digitalisation efforts will continue in line with the goal of creating continuously developing digital platforms with new and unique digital transformation projects in the sector and providing higher customer satisfaction to its customers.

Own Brand Products

**Bizim Toptan's share in sales excluding cigarettes and sugar was 26.6%.
Own brand products reached 1.8 million unique customers in 2023.**

Sales of own brand products in the Turkish market continue to grow with a rising trend. The financial effects of the pandemic and the rise in food prices increased the shopper's search for "value", and this trend continued to increase in 2023.

Price and price/quality come to the forefront among the motivations for buying market branded products. With the increasing price awareness among consumers, 37% of shoppers compare the prices of supermarket brands with the prices of leading brands in the market. In Turkey, the share of own brand sales in FMCG sales has shown a significant development in the last 7 years, exceeding the global average.

According to Nielsen IQ data, the share of private label products in FMCG sales is 26% in Turkey, compared to 21% on a global average. As the sales of own brand products are increasing in Turkey, Bizim Toptan's Own Brand Products business line is developing and getting stronger every day.

In addition to its own brands, Bizim Toptan also manages very strong and well-known brands belonging to Yıldız Holding A.Ş., but which have not been marketed for a long time, under the umbrella of own brands. Bizim Toptan contributes to the economy by determining the marketing communication strategies of these valuable brands without moving away from their brand values, designing them with an innovative perspective with changes that make them stand out in the competition, and bringing them together with Bizim Toptan customers all over Turkey.

Bizim Toptan, which focuses on customer-based portfolio management, meets customer needs in a channel-oriented manner and produces products that comply with quality assurance procedures and health standards, supports its products with strong launch plans. Own brand products are also communicated in all marketing and commercial channels, ensuring consumer awareness and brand recognition and thus increasing customer loyalty.



28 BRANDS 475 PRODUCTS

Bizim Toptan's Own Brand products, consisting of 28 brands and 475 products, increased its business volume by TL 1.3 billion on a turnover basis in 2023, reaching TL 4.4 billion with 42% growth. Real growth on tonnage basis is 7%. With this growth, Bizim Toptan's share in sales excluding cigarettes and sugar stood at 26.6%. Own brand products reached 1.8 million unique customers in 2023.

Bizim Toptan's brands Ömür, Mis, Sabah and Aytaç in the +4 products category; Aytaç brand with a wide product range in the delicatessen and breakfast category and Halk Kremax, Alpella and Natura brands continue to grow with new product plans.

Bizim Toptan own brand products will continue to contribute to sustainable growth in 2024 with its existing focus, brand and product groups as well as new brands. In 2024, it is planned to strengthen the snacks category by adding Funchips corn chips and Rodeo peanut bar to the portfolio.

With the addition of the 'Ülker Anadolu' high quality spice product portfolio to the Dry Food product portfolio, it is aimed to offer an important option for individual customers and businesses who want to consume good spices.

In the pastry category, which is one of the most important focal points for both Bizim Toptan and g2m, the Company aimed to strengthen its pastry vision and targets with Ülker Bizim Pastry oils and Ülker Cocoa pastry products, as well as 'Bizim Özel' pastry nuts.

Lucky and Smiles cat and dog food is aimed to grow with price advantageous products in the relevant category by entering a new category with new brands.

Bizim Toptan, which manages its own brand product portfolio with the collective responsibilities of its private brands team, quality assurance team, trade teams, all sales and field teams, and supply planning team, will continue to maintain its customer-oriented brand management with strong new brands and product groups in 2024.

Investments and Investment Policy

Bizim Toptan strengthened its leading trading platform position in 2023 with its multi-channel sales model.

Bizim Toptan uses its own resources as an investment principle, and from time to time utilises long-term financing opportunities (leasing) offered by the market. In 2023, Bizim Toptan financed its investments totalling TL 625,918,838 with its own resources and strengthened its position as a leading trading platform.

After the Kahramanmaraş Earthquake, which took place on 6 February 2023 in our country and affected a wide geography, the company, which had to close its Adiyaman and Antakya stores affected by the earthquake, quickly built a tent store instead of the destroyed İskenderun store and continued its service in the region. During the year, the Company opened 5 new stores in Kayseri, Bolu, Denizli, Ankara and Edirne and completed the year with 182 stores in 71 provinces.

Having accelerated its warehouse and distribution network investments in 2023, Bizim Toptan added two warehouses in Denizli and Diyarbakır to its main distribution centre locations and reached a total of five main distribution centres with its main warehouses in Gebze, Erzurum and Adana.

The company also has cold storage facilities for products subject to the cold chain and opened 6 new cold storage facilities during the year. As of the end of the year, the Company had a total of 14 cold storage warehouses.

The company, which is the leading trading platform in its field with its multi-channel sales methods, continued to invest in the development and renewal of digital sales channels. During the year, www.bizimtoptan.com.tr and the mobile application were made more user-friendly and the shopping experience of PROSAF customers via www.prosaf.com.tr was improved, SEÇ implemented efforts to enable SEÇ dealers to place orders through the Click-and-Pick application, continued to work on the development of the SAP structure, which went live in 2022, and carried out efforts to establish SEÇ Marketçilik A.Ş. corporate resource planning system (ERP).

SEÇ, the goods supply business partnership model included in the Company's capital expenditures, continued its development and increased the number of its stores from 2,409 to 2,747, despite the loss of business partners due to the earthquake in 2023.

In line with its growth strategy in the out-of-home consumption sector, Bizim Toptan, seeking to increase its strength in this area, acquired all of the shares of g2mEKSPER Satış ve Dağıtım Hizmetleri A.Ş., 90% owned by Yıldız Holding A.Ş., by issuing 20,476,074 shares during the year. With this development, Bizim Toptan has become the clear leader in the out-of-home consumption sector and will continue its efforts to improve its position as the leading trading platform in the digitalisation-oriented multi-channel sales model in 2024.



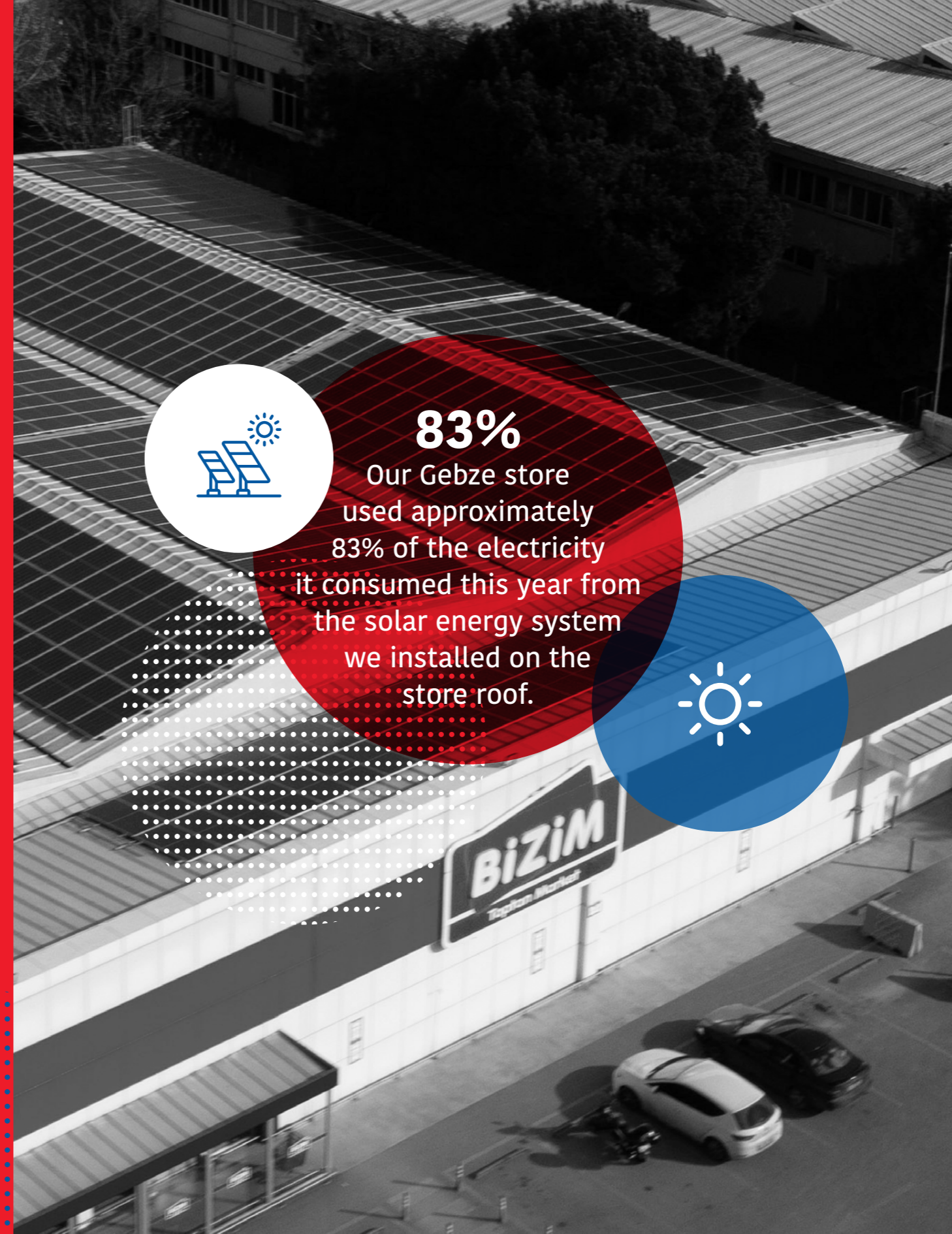
We adopt the "Waste-Free Company" model

We view sustainability as an integral part of our business; we shape our sustainability strategy with the opinions of all our stakeholders.

With the participation of over 260 stakeholders from key stakeholder groups, we renewed our materiality analysis and created our materiality matrix for our sustainability strategy.

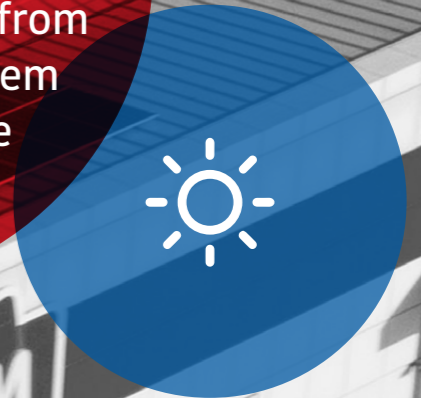
SUSTAINABILITY

- 60 Human Resources
- 62 Social Responsibility
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- 66 Statement of Compliance with Sustainability Principles



83%

Our Gebze store used approximately 83% of the electricity it consumed this year from the solar energy system we installed on the store roof.



Human Resources

Bizim Toptan provides direct employment opportunities for 3,417 employees and contributes to regional employment with its wide and extensive store network.

Bizim Toptan's Human Resources Policy;

- To contribute to the strategies of the institution by making environmental opportunity and development area analyses,
- To analyse the present and future needs of the organisation in order to achieve its strategic goals and to design the most appropriate organisation for these needs and to establish systems to develop human resources,
- To be one of the most desired companies of our country by structuring the strategies of the company to raise the standards in the field of activity (retailing/wholesale market), to ensure sustainable quality, prestige and sectoral leadership with an understanding of customer satisfaction,
- To increase the level of satisfaction and motivation of its employees, to carry its competitive power forward by constantly improving the loyalty to the company and the cooperation between employees, acting with the awareness that it is people who make the difference in the competitive environment,
- To improve our human resources and our business with continuous trainings,
- It is based on maintaining the understanding of "Happy Employee Happy Customer".

As of 31 December 2023, the Company directly employs 3417 personnel and contributes to regional employment with its wide and extensive store network. The majority of employees are full-time employees.

Bizim Toptan attaches importance to training its own workforce Bizim Toptan diversified its B-Raise Store Manager Training programme, which was launched in 2017, and launched the B-Raise Store (Store Manager Candidate) programme under the roof of B-Raise, B-Raise Sales (Sales Representative) and B-Raise Campus continue to attach importance to training its own workforce with training programmes in various fields.

The company also gives opportunities to young talents and emphasises the importance of being a company that offers both internship and job opportunities to young people and supports them during their experiences. In this context, the Company recruited 4 new graduates in 2023 as part of the JOB recruitment programme carried out by Yıldız Holding.

In 2023, Bizim Toptan initiated the "Reverse Mentoring" process in order to make its organisation more efficient and to strengthen the bonds between generations, and organised "Mentor Development Training" for mentors determined on a voluntary basis.

Within the scope of the results of the Company's organisational climate survey, Tea & Talk meetings were started to be held with departments in order to exchange ideas between colleagues and human resources.



The instant rewarding system is continued in order to recognise the different and impactful works created by employees and to increase internal loyalty and awareness.

The Company adopts remuneration and benefits policies that are internally fair (internal wage balance), competitive in the market (external wage balance) and support high performance.

All business processes used throughout the company were certified by TSE with ISO 9001:2015 Quality Management System and ISO 14001:2015 Environmental Management System in 2019. All

documents are shared according to their areas of authorisation/responsibility through the Document Management System QDMS, which can be accessed by employees.

Focusing on innovation and change, Bizim Toptan Family informs its entire team about company developments and success stories every quarter, The Company publishes the internal communication bulletin "FROM US" in order to inform about the awards. In addition, Bizim Toptan celebrates 12 December Merchandising Day with all its employees and supports the development of commitment to the sector among employees.

Social Responsibility

Bizim Toptan, Turkey's leading company in its field, creates company policies in a framework that respects the environment, education and public health with an awareness of social responsibility and leads the society in these areas.

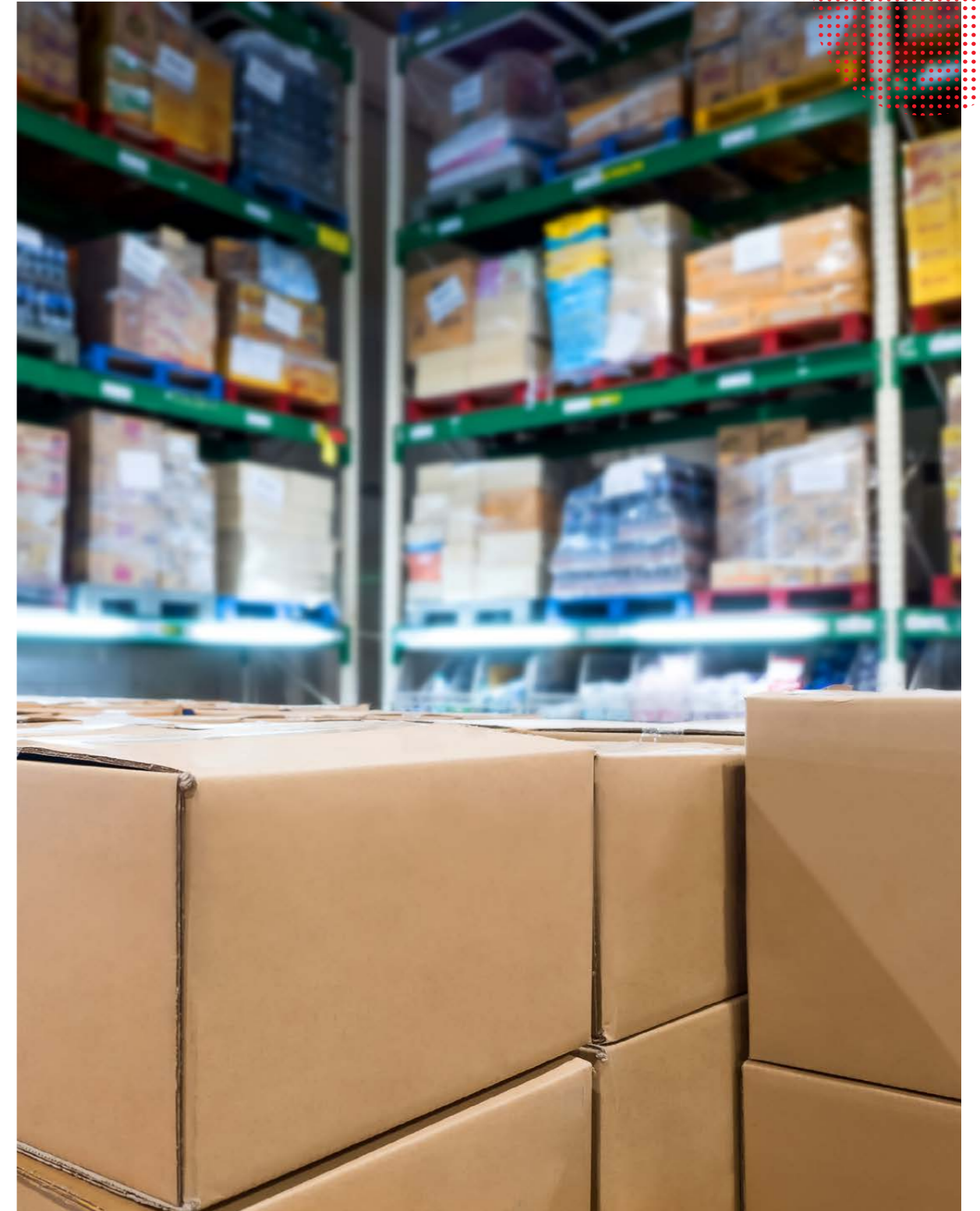
Leading the sector in which it operates, Bizim Toptan acts within the framework of environmental, health and safety laws in its operations and store operations. As per the Company policy, business strategy is implemented within the framework of ethical and social responsibility principles. For this purpose, the social and environmental impacts of the Company's daily business activities are taken into consideration. The Company's management is of the opinion that the activities, operations and operation of the stores are carried out in compliance with all environmental, health and safety laws.

Bizim Toptan, as a group company of Yıldız Holding A.Ş., also supports social responsibility activities in which its main shareholder participates. For this purpose, it has celebrated the "Make Happy Be Happy" day in 2023, as it has been every year since 2014. Gifts special for the "Make Happy, Be Happy" day were distributed to employees. While making customers happy with small treats special for the day, a donation was made to LÖSEV on behalf of all employees to support the provision of all kinds of needs, especially health and education, of children with leukaemia and blood diseases. Ülker chocolate wafers were distributed to children living in container cities in the earthquake zone.

A BEAUTIFUL MOVEMENT TEAM CONTINUES TO DO GOOD WORK

Bizim Toptan's "A Beautiful Movement" team, a social responsibility group formed by female employees under the leadership of Human Resources, continued the activities initiated in 2018 in 2023. In this context, aids were provided to those in need and disaster victims in the earthquake region.

Bizim Toptan also fulfils its responsibility to socialise and motivate its employees. In 2020, he moved his seminars, which he started in 2018, to the digital platform due to the pandemic. After this date, he continued his seminars on the digital platform in line with the digitalised and developing working conditions. Throughout 2023, the Company brought together an expert professional with its employees every month. Employees were provided with information from experts on many different subjects ranging from change management to blockchain technology, from talent management to sales and marketing dynamics.



Sustainability Approach and Strategy

Bizim Toptan adopts an approach that aims to contribute even more to the protection of the earth, the development of society and humanity and to improve its business conduct in a sustainable manner by following all good practices and developments in the sector.

All the change processes taking place in the world and the differentiation of individual preferences and expectations as a result bring about transformation in the business world, regardless of the sector. As a company operating in the food and retail sector, Bizim Toptan knows that it can maintain its competitive advantage by closely observing these trends and developments and taking the necessary actions. In the sustainability transformation initiated by its main partner Yıldız Holding, one of Turkey's leading groups, with the "This World is Ours" approach, Bizim Toptan prioritises managing the environmental, social and economic impacts of its activities while creating long-term and sustainable value for all its stakeholders by adopting the "Wasteless Company" approach.

The Yıldız Holding Sustainability Steering Committee, established in 2021 by Yıldız Holding, the main shareholder of Bizim Toptan, is responsible for guiding the strategies and targets within the Holding under the sponsorship of Yıldız Holding Chairperson Ali Ülker and chaired by Yıldız Holding Vice Chairperson and CEO Mehmet Tütüncü. It carries out the consolidation, coordination, follow-up of possible cooperation opportunities, goals and strategies of critical sustainability projects. Yıldız Holding Sustainability Platform, of which Hüseyin Balcı, CEO of Bizim Toptan, is a member, is sponsored by Yıldız Holding Chairman Ali Ülker and led by the Sustainability Steering Committee.

The platform enables the active flow of information on sustainability between companies with high-level representation of companies. In this way, good practices are shared among platform companies and learning from each other is encouraged.

Bizim Toptan adopts an approach that aims to contribute even more to the protection of the earth, the development of society and humanity and to improve its business conduct in a sustainable manner by following all good practices and developments in the sector. To this end, the Company strives to be among the leading global companies in the field of sustainability and incorporates environmental, social and governance (ESG) risks into its investment decisions. Under the leadership of the Sustainability Committee and through the Sub-Commission (working group) established in 2019 to carry out studies under the Sustainability Committee, it carries out sustainability-related studies throughout the company and shares information with all stakeholders through the sustainability reports it prepares annually.

The Company shapes its activities under the three focus areas of its main partner Yıldız Holding within the scope of sustainability. In 2023, it renewed its "materiality analysis" and consolidated the views of over 260 participants from all stakeholder groups and created a materiality matrix under these three focus areas.

Under the focus of **Working for the Future of Nature**, it strives to minimise its impact in areas where the sector is at the forefront in order to combat climate change; under the focus of **Strengthening with Our Stakeholders**, it adopts a business conduct

perspective in which it protects the rights of all stakeholders and future generations throughout the value chain and achieves its success



Sustainability Principles Statement of Compliance

A. GENERAL PRINCIPLES

At Bizim Toptan, environmental, social and corporate governance (ESG) issues are managed by the Sustainability Committee chaired by the General Manager (CEO), which was established with the approval of the Board of Directors and sponsored by the Vice Chairman of the Board of Directors. The Chairman of the Committee (CEO) reports directly to the Chairman of the Board of Directors.

The Committee monitors the adaptation of the necessary strategies, policies and targets to the Company's decisions, management and processes in line with the corporate governance principles in order to produce long-term value in line with the vision of the Company and to manage the risks that may arise from economic, environmental and social factors.

The Sustainability Committee, which convenes at least twice a year to plan its activities, carries out studies to integrate sustainability into the Company structure and develop projects in this direction; to follow national and international developments in sustainability; to create sustainability strategy, targets, road maps and policies; to steer the company's sustainability strategy and policy by proactively managing risks in social, environmental and corporate governance issues; to follow the developments in the company's roadmap and practices related to sustainability, to set targets, to determine performance criteria in this direction, to supervise performance in line with the targets

and to ensure the active participation of all relevant units of the company in the process.

Managers from important departments of the Company such as the General Manager, Investor Relations Senior Manager, Marketing and Customer Relations Director, Human Resources Director, Supply Chain and Channel Development Directors, Marketing Manager, Brand Manager, Environmental Management Representative, Quality Manager and Project Manager play an active role in the Sustainability Committee. In addition, a sub-committee (Working Group) was also formed and representatives from the Special Channels Department, Channel Development Department, Supply Chain Department, Human Resources Department, Finance Directorate, Trade Department, IT Department, Sales Directorate and Project Department are included in the Working Group.

The activities carried out within the scope of ESG are reported to the General Manager and the company's management team in any case and within the maximum periods specified for the public disclosure of annual reports; sustainability performance is included in the sustainability report published annually. The decisions taken by the Bizim Toptan Sustainability Committee are reported to the Board of Directors through the Committee Chairman.

In 2023, it has been continuously working on monitoring the risks related to sustainability, in order to

analyse the possible repercussions, the sustainability topic was started to be monitored within the scope of the "corporate risk map". The work on this issue is shared with the committee members at the meetings of the Early Detection of Risk Committee and also presented to the risk and sustainability officers of Yıldız Holding, the Company's main shareholder. In addition, Bizim Toptan management team allocates a special meeting agenda for "Sustainability" in its regular management meetings.

Bizim Toptan considers the sustainability performance of its business processes or products and services when innovation activities on the financial and operational results of risks, and has taken successful actions in implementing these studies in its operational activities. and improvements are made in existing and new projects within the scope of business processes every year.

Sustainability performance is disclosed to the public within the scope of the sustainability report and in the annual report every year since 2017. In addition, information on the position, performance and development of the Company is disclosed to stakeholders through presentations in the interim and annual reports as well as on the corporate web site.

Through its sustainability reports, the Company provides information on which of the United Nations (UN) 2030 Sustainable Development Goals its activities are related to, and discloses developments on material issues in disclosures and reporting within the scope of a balanced approach, paying utmost attention to transparency and reliability.

The Company makes maximum effort to comply with all Corporate Governance principles in addition to the Corporate Governance principles that must be complied with compulsorily within the scope of the Capital Markets Board Corporate Governance Communiqué numbered II-17.1. The Company has been complying with most of the principles published within

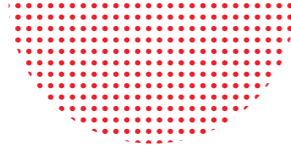
the scope of identifying improvements. Bizim Toptan also works to raise awareness about sustainability and its importance through social responsibility projects, awareness events and training sessions. The Company has policies on anti-bribery, anti-corruption and tax integrity, which are disclosed to the public.

There is no lawsuit filed against the Company on environmental, social and corporate governance issues.

Bizim Toptan, CMB "Sustainability Principles Compliance the Corporate Governance Framework, which covers the sustainability issue, the environmental and social impacts of its activities and the principles in this regard, with the Sustainability Reports published publicly since 2017 under the principle of voluntariness.

Bizim Toptan, within the scope of the "Sustainability Principles Compliance Framework", which has not yet been put into practice;

- Determining and publicising short and long term targets,
- ESG Key Performance Indicators (KPIs) are identified and explained comparatively on a yearly basis, and KPIs are presented together with local and international sector comparisons,
- Disclosure of programmes or procedures to prevent or minimise the potential negative impact of the products and/or services offered,
- Actions of third parties to reduce greenhouse gas emissions,
- Whether the operations or activities are included in any carbon pricing system,
- Carbon credits accumulated or emitted,
- Carbon pricing,
- Describing the measures taken along the value chain to safeguard the rights of groups sensitive to specific economic, environmental, social factors or minority rights/equal opportunities,
- Studies on becoming a member of international organisations and signatory to international principles are ongoing;



As a matter of fact, in 2022, the company worked on "increasing the use of renewable energy and transition to zero or low-carbon electricity", which it had not taken action before, and to this end, it installed a 1,288 square metre solar energy system on the roof of its store in Gebze. At the beginning of 2023, the system with an installed capacity of 264 kWp started to operate and generated approximately 83 per cent of the total electricity consumption of the Gebze store.

In 2023, the Company also made progress on another sustainability issue that it had not taken action on before, namely independent opinion on reporting. The "Sustainability Report" for 2022, published in 2023, has received an independent audit opinion and has been disclosed to the public together with the report.

Bizim Toptan has been included in the BIST Sustainability Index since 1 December 2020.

Pursuant to the decision of the Capital Markets Board dated 23.06.2022 and numbered 34/977 and Corporate Governance Communiqué numbered II-17.1, the disclosures required to be made within the scope of the sustainability principles compliance framework by the companies whose shares are traded in the Main Market, Star Market and Sub-Market of the Stock Exchange were prepared in the format specified in the CMB Resolution on the Public Disclosure Platform (PDP) and announced on 31.07.2023 with the "Sustainability Compliance Report" template under the "Material Event Disclosure Submission" menu in the PDP-BIY application. The relevant explanations can be accessed at <https://www.kap.org.tr/tr/Bildirim/1178086>

In addition, basic details are summarised below under the headings of Environmental Principles, Social Principles and Corporate Governance Principles.

B. ENVIRONMENTAL PRINCIPLES

As a company that depends on the earth and derives more than half of its turnover from food, Bizim Toptan is aware of the need to take action before the pressure on natural resources causes irreversible damage and that it has responsibilities in this regard. For this reason, the company endeavours to reduce the environmental impact of its activities by developing projects to reduce carbon emissions from its operations, increase energy efficiency and combat climate change. In addition to this, it aims to make its operations sustainable by researching good practices in water and waste management.

In line with Yıldız Holding's "Working for the Future of Nature" approach, which focuses on protecting and improving environmental conditions, Bizim Toptan determines the impact of its operations on the environment, aims to improve its performance in terms of energy, water and waste every day, and pays attention to the use of local agriculture/seeds in its own brand products. In addition to its sense of responsibility towards the environment and the world, the Company also complies with legal obligations and regulations.

The main focus areas that the company has identified to reduce its environmental impact;

- Ensuring the development of environmental awareness and protection of the environment in line with business objectives with the support and participation of employees and all relevant stakeholders,
- Reducing waste from operations at source, re-evaluating and using natural resources efficiently,
- To reduce carbon footprint by using energy efficiently and gradually switching to renewable energy,
- To ensure that the products offered to its customers are sustainable on a life cycle basis,
- To fulfil all environmental compliance obligations. The Company also believes that one of the most important steps in reducing its footprint on the

environment is to measure its impact on the environment and in this context, it measures its energy, water and waste performance in accordance with international standards and receives independent assurance in this regard.

As a company operating in the retail sector, Bizim Toptan's main environmental impacts include logistics-related carbon emissions, energy consumption in warehouses and markets, and packaging waste. In order to systematically manage this impact, the Company obtained the ISO 14001:2015 Environmental Management System Certificate in 2019, covering all Bizim Toptan stores and the headquarters. Certificate audits are carried out annually by TSE and the validity of the certificate continues as a result of the audits carried out. In 2023, after the audits carried out by TSE, the certificate was renewed without any errors. All documents and documents in the company are shared through the Quality System Document Management System, which is an intranet system accessible by all employees, and all studies regarding the requirements of the ISO 14001 Standard are continuously reported to the relevant unit managers and to the senior management once a year.

As a result of its diligent efforts, the Company did not receive any environmental fines in 2023.

The Company has identified its risks in order to prevent the impact of adverse environmental conditions on the business due to its activities and regularly reviews them within the framework of corporate risk analysis. The Company continues to increase its efforts to minimise these risks. In order to improve environmental performance in 2023, the focus continued to be on increasing energy efficiency, stepping into renewable energy and reducing waste. Bizim Toptan's Environmental Policy and the Basic Principles of the Environmental Management System can be accessed [here](#).

The limit of the environmental report to be included in the Sustainability Report prepared within the scope of the Sustainability Principles, reporting period, reporting date, data collection process and reporting conditions are explained. At the same time, the duties and responsibilities of the Sustainability Board, where sustainability issues are analysed, as well as information on the senior executives serving on the relevant committees are disclosed separately in the Company's annual report and sustainability report. The sustainability reports published by the Company since 2017 are available under the sustainability tab of the investor relations website.

The Company is not included in any carbon pricing system in operational activities, there are no carbon credits accumulated or purchased during the reporting period and carbon pricing is not applied. Efforts are ongoing to measure and reduce carbon emissions from its activities.

In our country, Zero Waste application (www.sifiratik.gov.tr) was initiated by the Ministry of Environment and Urbanisation of the Republic of Turkey in order to prevent waste, use natural resources efficiently, reduce waste generation and improve the separation of wastes at source. In this context, with the process of certifying the stores with the "Basic Level Zero Waste Certificate", efforts are made to manage, separate and recycle waste, and the waste amount information of each store is recorded and reported through the Integrated Environmental Information System for the "Zero Waste" certificate. As of 2023, 138 of the Company's existing stores have zero waste certificates.

Although Bizim Toptan does not use water from its operations, efficient water use practices are implemented in stores and headquarters. The Company focuses on minimising its water-related environmental impacts by monitoring water use and reducing it through systematic improvements. The company uses mains water.

Studies, data and information on environmental indicators such as greenhouse gas emissions, energy management, water and packaging raw material use and packaging waste management are reported in the sustainability report on an annual basis and in a comparable manner with the previous years. Details of the standards, protocols, methodologies and base years used for the data collected and calculations used in reporting within the scope of sustainability studies are also disclosed in the sustainability report for the relevant period. Efforts to reduce the amount of greenhouse gas emissions of third parties are also ongoing.

Work on short and long term targets to minimise environmental impacts is ongoing. Within the framework of the newly implemented OKR performance management methodology, targets for sustainability studies and reporting are defined for the company's senior management and employees.

C. SOCIAL PRINCIPLES

a. Human Rights and Employee Rights

Bizim Toptan acts with an approach that puts people at the centre and aims to create long-term value for its employees. He is aware of the impact of his employees on the long-term success of the company and the satisfaction of its customers. It aims to strengthen and continue its strategies with its happy, qualified and expert employees for sustainable growth and customer satisfaction. In this context, it offers career and development opportunities to its employees, aims to continuously increase employee satisfaction and loyalty, and focuses on a healthy and safe work environment.

It prioritises fairness and equal opportunity in all human resources practices, from job application and recruitment processes to promotion and remuneration, from career development and training to performance management. (such as no discrimination against

women, men, religious belief, language, race, ethnic origin, age, disability, refugee, etc.)

In 2018, the Company established its Code of Ethics, which includes the same scope, and included the issue on the sustainability page of its investor relations website and in its annual sustainability report. Yildiz Holding has also adopted the Code of Ethics and Business Conduct. The Company has not yet established a Corporate Human Rights and Employee Rights Policy, which commits to full compliance with the Universal Declaration of Human Rights, ILO Conventions ratified by Turkey and the legal framework and legislation regulating human rights and labour life in Turkey. Bizim Toptan rejects discrimination, inequality, human rights violations, forced labour and child labour in accordance with its Code of Ethics and Yildiz Holding Code of Ethics.

Bizim Toptan believes that making a difference in the retail sector, where customer orientation comes to the fore and competition is intense, is closely related to the happiness of its employees. It attaches importance to diversity for the happiness and satisfaction of human resources. It pays attention to the wage balance of its employees by creating an equal, fair and healthy work environment, offering professional and personal development training opportunities where they can develop themselves with the competencies required by the sector, and by means of fringe benefits and premium systems.

Bizim Toptan constantly reviews and improves its human resources practices in order to manage its growing team in the most effective way. In addition to continuously contributing to national employment, the Company also contributes to the national economy with the added value it creates. With 182 stores in 71 provinces of Turkey and 3417 employees as of the end of 2023, Bizim Toptan continues to develop day by day.

Performance and Career Management

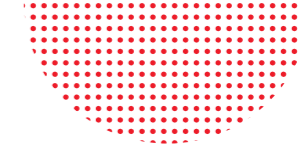
Digitalisation, changing customer expectations, increasing competition and global trends continue to shape the Cash & Carry and retail sectors. In order to manage the impact of these trends and adapt to change, the Company prioritises investment in human resources and manages talents in the most accurate way and in a way that will contribute to the company in the highest way.

Bizim Toptan enables its employees to explore career opportunities and provides personal and professional development training.

It attaches importance to measuring and improving the current and potential performance of employees. For this purpose, a performance evaluation system based on progress in business goals and competences is applied. It constitutes the most effective evaluation approaches for white-collar employees in the head office and blue-collar employees in the field.

We started to manage the performance of our white-collar employees at our head office with the OKR (Objectives and Key Results) system, which was introduced at Yildiz Holding and its subsidiaries and which Bizim Toptan switched to in 2022. In the OKR system, the goals of the company and the goals of the employees are merged and a common and clear focal point is transparently reached in the long term. In addition, all white-collar employees are evaluated on the basis of competence and behaviour once a year by the manager, their peers, subordinates and other company employees with whom they work with the 360-degree evaluation system.

Bizim Toptan also evaluates the performance of its blue-collar employees by measuring key performance indicators such as quarterly sales growth, profitability, customer satisfaction, inventory management and audit. Premium performance indicators are used in the field performance evaluation process, which includes



task and competency evaluation carried out twice a year.

Employee Development

In Bizim Toptan's management philosophy, employee development is of great importance in order to increase the competence of its employees and customer satisfaction. Online trainings, which increase with the digitalisation of employee trainings, provide efficiency in terms of time and content, and enable trainings to reach more employees. Orientation training is provided to all newly recruited employees to help them learn the business processes and adapt more easily. Bizim Toptan offers young people the opportunity to do internships as part of the JOB Programme run by Yildiz Holding and to be recruited from this talent pool in line with the needs. The Company prioritises its own employees in newly opened positions, and development plans are created in line with company and employee needs, taking into account employee potential. Launched in 2023, the "Reverse Mentoring" programme aims to strengthen the bond between generations.

The human resources approach, which includes issues such as codes of conduct, equal opportunities, discrimination and employee rights, is shared in detail in Bizim Toptan Code of Ethics and Yildiz Holding Code of Ethics and Business Conduct. These documents are shared in the sustainability section of the investor relations website.

Bizim Toptan provides training to its employees on topics such as improving their managerial skills, store management and sales competencies, and continuously improves its training processes by making use of digitalisation.

Head office employees can participate in different training courses from Yildiz Holding's training catalogue under the headings of personal development, leadership, technical and vocational training, as well as foreign language training.

The Human Resources department organises seminars on different topics at the head office. In these meetings attended by expert professionals, seminars on different topics ranging from change management, blockchain technology, talent management to sales and marketing dynamics are held. Training programmes are carried out for both headquarters and field employees in line with the needs that arise throughout the year.

Bizim Toptan also attaches importance to sustainability and ESG issues. In this context, it both informs its employees about ESG policies and plans for its employees to attend trainings in this field. In cooperation with its main partner Yıldız Holding, the Company ensures the participation of its employees in sustainability trainings, and also provides trainings on quality, food safety and occupational safety.

In addition to all seminars and trainings of Bizim Toptan, there are human resources programmes for different needs. These are;

- **B-Raise Store:** It is a store manager training programme. It aims to train qualified store managers with different perspectives who will carry Bizim Toptan into the future.
- **B-Raise Sales:** It is a sales representative training programme. It is a programme implemented to train the representatives who will play an active role in the process of new customer acquisition and sales growth in the stores and to expand the talent pool.
- **B-Raise Campus:** Launched in 2022, the programme provides trainings by internal and external trainers for personnel who will start working in different departments at the headquarters.
- **JOB Program:** It is managed under the leadership of Yıldız Holding, the main shareholder of the company, and is an internship and recruitment programme that offers young people both internship and subsequent employment opportunities and aims to support them during their experience.

- **Reverse Mentoring Programme:** Launched in 2023, this programme aims to make the Bizim Toptan organisation more efficient and to strengthen the bonds between generations. Mentors consisting of young generation employees, who are determined on a voluntary basis, are assigned to the mentees consisting of the Company's senior management.
- **PROSAF Sales School:** The Sales School, which was established in 2018 to harmonise with PROSAF, the professional sales team established in 2018 to deliver all brands available in Bizim Toptan stores to traditional and out-of-home consumption points on site, includes classroom and field trainings consisting of technical training sessions for newly recruited field sales teams.
- **Goods Acceptance School:** Launched in 2021, the Goods Acceptance School was created to back up the goods acceptance personnel, a critical position for Bizim Toptan stores. Employees working in different positions in the stores were trained on goods acceptance by internal trainers.

Employee Loyalty and Satisfaction

Believing that having qualified, happy and highly motivated employees is indispensable for making a difference in the sector and being competitive, Bizim Toptan attaches importance to the satisfaction and loyalty of its employees and takes actions accordingly. Employee Satisfaction Surveys and Climate Surveys are conducted periodically, and development areas are identified and actions are taken.

Employee Volunteering

Bizim Toptan believes that volunteering activities both increase employee loyalty and provide social benefit. For this purpose, it participates in social responsibility activities with its employees and shares them with the public through annual reports.

Studies on the Law on the Protection of Personal Data

Bizim Toptan attaches utmost importance to the protection of personal data and data security. For this purpose, it has established policies and taken actions.

Occupational Health and Safety

Ensuring that its employees work in a healthy and safe work environment is among Bizim Toptan's greatest responsibilities. Occupational health and safety (OHS) rules in the head office and stores are fully fulfilled within the framework of laws and regulations. It also realises improvements every year in line with the Zero Work Accident target. 182 stores in 71 provinces invested in digitalisation in processes such as systematic and centralised auditing and reporting of occupational health and safety activities. All store camera systems are centrally monitored and the functioning of health and safety rules is monitored throughout the year. Risk assessments are carried out throughout the year, and processes and practices for the elimination of OHS risks are followed.

Bizim Toptan has a special Occupational Health and Safety Policy, and we manage critical issues through our Occupational Health and Safety Board, which consists of senior executives at the Headquarters, reports directly to the General Manager (CEO), and increased its membership to 20 people in 2023. Sub-committees under the Board take action on occupational health and safety issues in stores. In addition, analyses are made for possible natural disasters, and it is aimed to be prepared for possible natural disasters that may occur anywhere in the country through drills and arrangements.

On 6 February 2023, Bizim Toptan was able to manage the crisis caused by the earthquake in our country in an organised manner due to the fact that the earthquake resistance of the stores and warehouses had already been checked and necessary actions had already been taken, and crisis management drills for the aftermath of the earthquake had already been carried out.

Each of the 508 personnel in the earthquake zone was contacted and organised in such a way that there was not a single personnel who could not be contacted after the first 37 hours and 23 minutes. The Company worked in an organised manner for the search, rescue,

accommodation, security and basic needs of the personnel and their relatives in the earthquake zone.

In 2023, the Company received 953 points out of 1000 in the Occupational Health and Safety audit conducted by the main shareholder Yıldız Holding A.Ş.

During the year, an Occupational Health and Safety scorecard system was created for 47 different subcontractors/suppliers, and 15 companies that achieved over 80% were rewarded.

The company has TSE ISO 45001 Occupational Health and Safety Management System certification. It successfully passes the audits and ensures the continuity of the certificate.

b. Stakeholders, International Standards and Initiatives

Bizim Toptan maintains continuous and transparent communication with all its stakeholders. The Company also carries out its sustainability activities by taking into account the needs and priorities of all stakeholders (employees, customers, suppliers and service providers, public institutions, shareholders, society and non-governmental organisations, etc.). For this purpose, the prioritisation analysis was renewed in 2023 with the participation of over 260 internal and external stakeholders.

The Company publishes GRI (Global Reporting Initiative) content in its Sustainability Report, prepares its financial statements in accordance with IFRS (International Financial Reporting Standards), and publishes its financial statements and annual reports on a quarterly basis.

The Company is not yet a signatory or member of any international organisations or principles on sustainability issues. On the other hand, the company has been publishing Sustainability Reports

Stakeholder Group	Method of Communication	Duration
Employees	Internal information e-mails, Internal communication bulletins, Meetings, Satisfaction surveys, Website, - Social media, OnCampus, (Institutional social communication platform)	Continuous
Customers	Website, social media, information e-mails, text messages, surveys, mobile applications, customer contact centre (MIM)	Continuous
Suppliers	Audits, e-mails, surveys, site visits	Continuous
Business Partners	Joint projects, meetings, audits, e-mail	Continuous
Civil Society Organisations and Associations	Joint projects, membership meetings	At least 2 times a year
Yatırımcılar ve Analistler A.Ş.	Investor conferences, roadshows, meetings on request, Investor relations website, Public Disclosure Platform (KAP), Annual Reports and presentations, Sustainability Reports - Analyst Day	Continuous

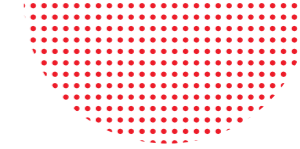
since 2010 it has been included in the Borsa Istanbul Sustainability Index by successfully meeting the evaluation criteria. In addition, it has received assurance from an independent audit organisation in its sustainability report for the year 2022 in 2023 and will continue to do so thereafter.

D. CORPORATE GOVERNANCE PRINCIPLES

The Capital Markets Board (CMB) has made certain Corporate Governance Principles mandatory for companies traded on the Borsa Istanbul (BIST) based on Article 17 of the Capital Markets Law No. 6362 dated 06/12/2012 and the Corporate Governance Communiqué II-17.1 dated 3.1.2014.

In this respect, it has been accepted to comply with the provisions stipulated by the CMB to be implemented compulsorily, and the Corporate Governance Principles, which are not compulsory although full harmonisation is aimed, full harmonisation has not yet been achieved due to the difficulties experienced in the implementation of some of the principles and the fact that some of the principles do not fully overlap with the current structure of the market and the Company. Although the principles, which have not yet been put into practice, have not led to any conflict of interest between the stakeholders to date, they are being worked on and it is planned to be put into practice after the administrative, legal and technical infrastructure works are completed in a way to contribute to the effective management of the Company.

The Company considers the issue of sustainability, the environmental impact of its activities and the principles in this regard when determining its corporate governance strategy.



The Company takes necessary measures to ensure compliance with the principles regarding stakeholders and to strengthen communication with stakeholders as set forth in the Corporate Governance Principles. The Company seeks the opinions of internal stakeholders in determining measures and strategies in the field of sustainability, and has held workshops with committee members and the consultant company in this regard.

While complying with international standards on sustainability to a great extent, the Company continues its efforts to become a member of initiatives and contribute to studies.

Bizim Toptan carries out its activities in line with the principle of anti-bribery and anti-corruption and tax integrity thanks to the ethical principles it has established. It has completed the necessary work to prevent violations in this regard, to identify possible violations and to impose sanctions.

Bizim Toptan's ethical principles are publicly disclosed in the corporate governance documents under the sustainability tab on the investor relations website.

Tomorrow is ours, the Republic is ours!

We celebrated the centenary of the crowning of our nation's great liberation struggle with the establishment of the Republic on 29 October 1923. On this very important anniversary of our Republic, we commemorate with mercy and gratitude all our martyrs and veterans, especially Gazi Mustafa Kemal Atatürk, the founder of our Republic, and his comrades in arms, who gave us this precious gift with extraordinary great struggles. The best thing we can do to be worthy of this legacy and to share the great enthusiasm of our nation is to work with all our strength to move our country forward. 100 years ago, we are not content with commemorating the great steps taken, we continue to build our present and future.

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100

The Republic
of Türkiye is
100 years old



You can watch our
100th anniversary celebration
video by scanning the QR Code.

Investor Relations

Bizim Toptan Investor Relations Department aims to increase shareholder value through accurate, transparent and timely communication with domestic and foreign investors.

Bizim Toptan Satış Mağazaları A.Ş. is Turkey's most geographically widespread organised wholesale trade company, 66.6% of which is owned by Yıldız Holding A.Ş., one of Turkey's leading conglomerates, with the remaining 33.4% of shares publicly traded on the stock market.

Bizim Toptan, which is traded on the Main Market of Borsa Istanbul A.Ş., also maintains its position in the BIST Sustainability Index, where it has been included since 1 December 2020.

Bizim Toptan Investor Relations Department aims to establish long-term relationships with its stakeholders by offering investor relations practices at international standards. The Department aims to increase shareholder value through accurate, transparent and timely communication with domestic and foreign investors. To this end, investor relations held meetings with 111 institutional investors and analysts in 2023.

As has been done regularly since the public offering of the Company, four times in 2023, following the announcement of financial results, investor meetings (webcast) were held in digital environment with the participation of senior management and the evaluation of financial results. These meetings were open to the participation of all stakeholders over the internet by announcing the attendance information on the Company's investor relations website.

Bizim Toptan held an "analyst day" meeting on 22 November 2023 with the participation of all publicly traded companies of its main shareholder Yıldız Holding A.Ş. and analysts and institutional investors in Turkey, and the presentation made at the meeting was added to the investor relations website in Turkish and English.

During the year, the investor relations department regularly updated the presentations (webcast presentations) of the online meetings where financial results were evaluated and all other result disclosure notes and information and made them available to investors through the investor relations website.

The Company's investor relations department also monitors and reports the Company's sustainability activities, communicates them to stakeholders, and works on the verification of sustainability data.

CONTACT DETAILS

İŞİL BÜK

Investor Relations Senior Manager
Telephone: +90 216 559 1060
E-mail: ir@bizimtoptan.com.tr
www.biziminvestorrelations.com

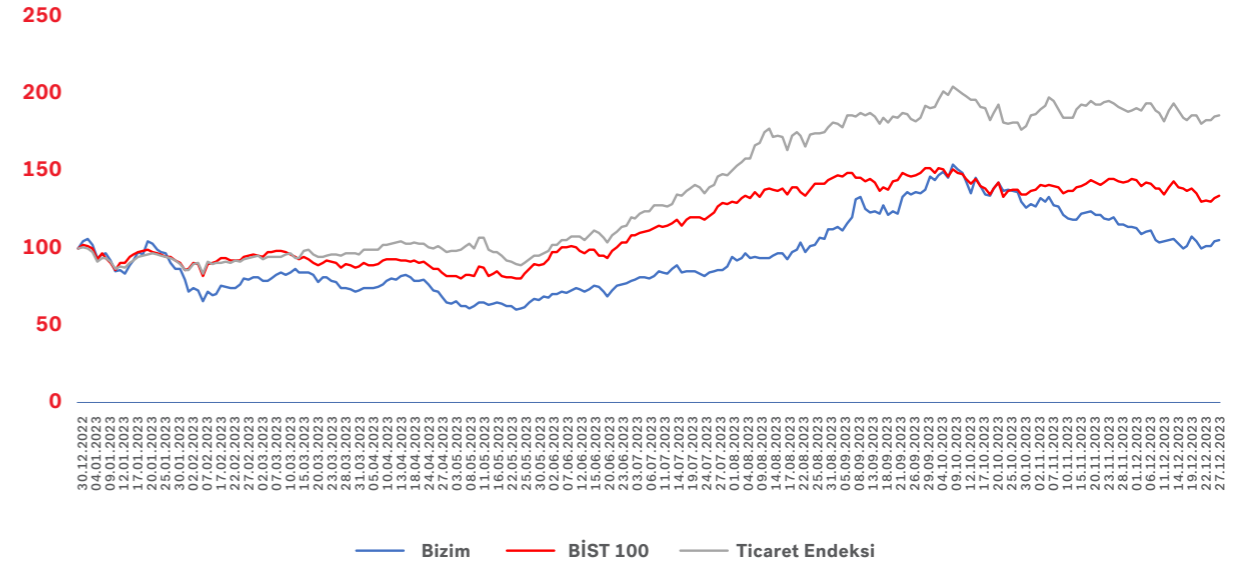
BASIC INFORMATION:

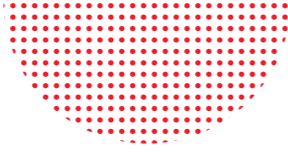
IPO Date: 3 February 2011 Stock
Exchange Code: BIZIM
Bloomberg Code: BIZIM. TI Equity Paid-in
Capital: 80.476.074 TL Registered Capital
Ceiling: 200.000.000 TL

BASIC DATA AS OF 31.12.2023

Closing Price: 37,14 TL
Market Value: 2,228,400,000 TL (calculated by taking into account the information of 60,000,000 shares before the share number update dated 10.01.2024)
Indices Included: BIST SERVICES / BIST MAIN / BIST ALL-100 / BIST TRADE / BIST SUSTAINABILITY / BIST ALL / BIST 500

DAILY MOVEMENT ACCORDING TO THE CLOSING DATA OF BİZİM TOPTAN, BİST 100 AND TRADE INDICES:
31.12.2022=100





Developments After the Reporting Period

Bizim Toptan applied to the Capital Markets Board on 8 September 2023 to take over the shares of g2mEKSPER Satış ve Dağıtım Hizmetleri A.Ş., 90% of the capital of which is owned by Yıldız Holding A.Ş., through partial spin-off method and announced this development on the Public Disclosure Platform. After obtaining the necessary permissions, the Extraordinary General Meeting was held on 25 December 2023 and the shareholders who attended the meeting approved the acquisition of g2m shares in exchange for 20,476,074 shares and the amendment of Article 6 of the Articles of Association titled "Capital of the Company". The registration of the aforementioned transactions was carried out on 29 December 2023 by T.C. Istanbul Trade Registry Directorate. As a result of this transaction during the reporting period, Bizim Toptan's paid-in capital increased from TRY 60,000,000 to TRY 80,476,074.

After the reporting period, based on the announcement made by Borsa Istanbul A.Ş. on 9 January 2024, after the shares with a nominal value of TL 20,476,074 issued due to the takeover of g2m shares, it was announced that the number of Bizim Toptan's shares will be considered as 80,476,074 and the ratio of shares in actual circulation as 33% in the calculation of BIST Equity Indices as of 10.01.2024.

Corporate Governance Principles Compliance Report

PART I DECLARATION OF COMPLIANCE WITH CORPORATE GOVERNANCE PRINCIPLES

Our company, which has been aware of the importance of adopting and actively implementing the Corporate Governance Principles determined by the Capital Markets Board since its establishment, continues its efforts in this direction. The Capital Markets Board (CMB) has made some Corporate Governance Principles mandatory for companies traded on Borsa Istanbul (BIST) with the "Corporate Governance Communiqué" based on Article 17 of the Capital Markets Law No. 6362 dated 06/12/2012 and the II- 17.1 Corporate Governance Communiqué dated 3.1.2016.

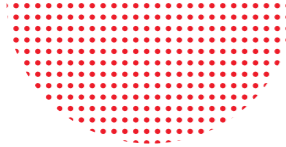
In this direction, it has been accepted to comply with the provisions stipulated by the CMB to be implemented compulsorily. Efforts have been made to ensure compliance with other non-mandatory items.

In order to comply with the Corporate Governance Principles, our Company has so far;

- Established the Investor Relations Senior Directorate, formed the Board of Directors by determining the number of independent board member candidates as specified in the Corporate Governance Principles Communiqué, publicising them and sharing their CVs,
- Corporate Governance, Audit and Early Detection of Risk Committees were established to report to the Board of Directors,
- The working principles of the Committee were published on the Public Disclosure Platform and the website,
- The Board of Directors has elected independent members to chair the committees and ensured that independent members are in the majority in the committees,
- The senior manager of investor relations was

- included in the corporate governance committee in order to ensure that the committee members comply with the Corporate Governance Communiqué,
- 3 weeks prior to the General Assembly, the information document, meeting agenda, annual report, résumés of the candidates for the Board of Directors and other information required to be disclosed were submitted for the information of investors and shareholders,
- Related party transactions were submitted to the Board of Directors and it was decided to continue the transactions with the approval of the independent board members,
- Preparations were made for the E-General Assembly, an internal directive was established and the E-General Assembly started to be held in 2012,
- A report on widespread and continuous transactions was prepared and published on PDP with the decision of the Board of Directors,
- Necessary arrangements have been made regarding insider trading,
- Elected one female member to the Board of Directors, (1/8 of the total number of members of the Board of Directors)
- It has organised its website as specified in the principles,
- The Company has made the necessary arrangements to harmonise the Articles of Association with the Corporate Governance Principles.

Although full compliance with the non-mandatory Corporate Governance Principles is aimed, full compliance has not yet been achieved due to the difficulties experienced in the implementation of some of the principles and the fact that some of the principles do not fully overlap with the current structure of the market and the company.



Although the principles, which have not yet been put into practice, have not led to any conflict of interest between the stakeholders to date, they are being worked on and are planned to be put into practice after the administrative, legal and technical infrastructure works are completed in a way to contribute to the effective management of our company.

Reasons for Not Implemented Corporate Governance Principles:

A model or mechanism for stakeholders' participation in management has not yet been established. However, the independent members of the Board of Directors enable the Company and its shareholders as well as all stakeholders to be represented in the management. The Company takes into consideration the opinions and suggestions of employees, suppliers, various non-governmental organisations and all other stakeholders.

There is currently no written compensation policy for employees, which is required to be established pursuant to Article 3.1.2 of the Corporate Governance Principles, and work is in progress.

Some members of the Board of Directors serve on several committees.

Pursuant to Article 4.6.5 of the "Corporate Governance Principles", remuneration and all other benefits provided to board members and senior executives are disclosed to the public through the annual report. However, the statement made is not on an individual basis.

There is no provision in the Articles of Association stipulating that shareholders may request a special audit from the general assembly as an individual right. It is considered that the TCC and CMB regulations regarding the appointment of a special auditor are sufficient. Within the framework of the regulations introduced by the Turkish Commercial Code No. 6102, which entered into force on 01.07.2012, the right of each shareholder to request a special audit is observed.

Information on our Company's Corporate Governance Practices is provided below.

Pursuant to the decision of the Capital Markets Board dated 10.01.2019 and numbered 2/49; Corporate Governance Compliance Reporting numbered II-17.1 will be made through the PDP platform using the Corporate Compliance Report (URF) and Corporate Governance Information Form (KYBF) templates. The relevant reports can be accessed through the PDP platform via the corporate governance tab of the Company's website <https://www.kap.org.tr/tr/sirket-bilgileri/ozet/1536-bizim-toptan-satis-magazalari-a-s>

PART II SHAREHOLDERS

2.1. Investor Relations Department

Investor Relations Department is carried out under the Investor Relations Senior Manager reporting to Önder Arıkan, CFO of the Company. This unit is managed by Işıl Bük, who holds both Capital Market Activities Level 3 and Corporate Governance Licences. This unit responds to applications made by our existing and potential stakeholders in writing, verbally or via the internet. The Company also participates in investor conferences organised in Turkey and abroad and holds meetings with domestic and foreign institutional investors. Our Senior Investor Relations Department did not take part in any investor conferences in 2023 and held 111 meetings with existing and potential corporate shareholders.

Contact information for our Investor Relations Senior Manager is given below:

Önder Arıkan
(Chief Financial Officer - CFO)
Işıl Bük
(Investor Relations Senior Manager and Corporate Governance Committee Member)

Phone: 0216 559 10 60
E Mail Address: ir@bizimtoptan.com.tr
Borsa İstanbul, CMB, MKK disclosures and communication with these institutions to inform stakeholders are managed by this unit.

Apart from ordinary and extraordinary general assemblies, various meetings and analyst days are organised with our stakeholders on a project basis or upon request.

2.2. Exercise of Shareholders' Right to Obtain Information

Written or verbal requests for information received from shareholders during the reporting period were met, except for information that is a trade secret or not disclosed to the public.

All information necessary for the proper exercise of shareholders' rights is made available to our shareholders in our quarterly and annual financial statements, annual reports, material event disclosures and through individual requests.

At the same time; necessary information is also made available to shareholders electronically at www.bizimtoptan.com.tr and www.biziminvestorrelations.com Article 13 of the Company's Articles of Association provides information on the procedures and principles of the Company's audit, and there was no request for the appointment of a special auditor during the period.

2.3. General Assembly Meetings

As per Article 1527 of the Turkish Commercial Code (TCC) dated 13.01.2011 and numbered 6102, The e-General Assembly is held on the same date and in parallel with the physical General Assembly in accordance with the provision that electronic participation, making proposals, expressing opinions and voting in general assemblies of joint stock companies has all the legal consequences of physical participation and voting, and that the system of electronic participation and voting in general assemblies is mandatory for listed companies.

In 2023, two general assembly meetings were held, one of which was the Ordinary General Assembly meeting for 2022 and the other was the Extraordinary General Assembly meeting for the acquisition of the shares of g2mEkspert Satış ve Dağıtım Hizmetleri A.Ş.

INFORMATION ABOUT 2022 ORDINARY GENERAL ASSEMBLY MEETING

The 2022 Ordinary General Assembly meeting was held on 07.06.2023 at Kuşbakışı Cad. with the participation of our shareholders representing 34,005,558.09 TL of the paid-in capital of 60,000,000 TL (approximately 56.7% of the capital). No:19 Altunizade, Üsküdar/İstanbul.

A total of 34,005,558.09 shares were represented at the meeting, of which 33,111,290.76 shares corresponding to a capital of 33,111,290.76 TL were represented by proxy in physical media, 65.33 shares corresponding to a capital of 65.33 TL were represented by proxy in physical media, and 894,202 shares corresponding to a capital of 894,202 TL were represented by proxy in electronic media. The meeting was not attended by the media. The invitation for the meeting was made in due time as stipulated in the Law and the Articles of Association, including the agenda, by being published in the Turkish Trade Registry Gazette dated 08/05/2023 and numbered 10826, in the Nasıl Bir Ekonomi Newspaper, on the Company's official website www.bizimtoptan.com.tr and on the Public Disclosure Platform, and also by announcing the date and agenda of the meeting.

The financial statements and reports including the annual report, the dividend distribution proposal, the information document prepared in relation to the agenda items of the General Assembly and other documents constituting the basis for the agenda items have been made available for the review of our shareholders at the headquarters and branches of our company since the date of the announcement made for the invitation to the General Assembly meeting. In addition, agenda items, sample power of attorney, information document, balance sheet, profit and loss statements, independent audit report and footnotes, board of directors' resolution on dividend distribution, annual report, related party transactions report were prepared and published on the website www.biziminvestorrelations.com within the legal period before the meeting date.

At the General Assembly meeting, the items on the agenda were conveyed in an impartial, detailed,

clear and understandable manner; shareholders were given the opportunity to express their opinions and ask questions under equal conditions and a healthy discussion environment was created.

At the 2022 General Assembly, the shareholders who took the floor wished for a successful year 2023 and no proposals were made other than the agenda items. The minutes and agenda items of the General Assembly were published on the website www.biziminvestorrelations.com

2022 Decisions Taken at the Ordinary General Assembly Meeting:

- It was unanimously decided that the activity report for 2022 was deemed to have been read.
- For the 2022 accounting period, in accordance with the Communiqué on Principles Regarding Financial Reporting in Capital Markets Serial: II. 14.1 numbered Communiqué on Principles Regarding Financial Reporting in Capital Markets, the summary of the Independent External Audit report containing the results of the activities related to the Financial Statements issued by PWC Bağımsız Denetim ve Serbest Muhasebeci Mali Müşavirlik A.Ş. was read by Adnan AKAN and opened for discussion and no one took the floor.
- It has been unanimously resolved that the balance sheet and profit/loss statement for the fiscal year 2022, which are accurately reflected in accordance with the accounting principles and standards set out in the Communiqué Serial: II.14.1 on the Principles of Financial Reporting in Capital Markets published by the Capital Markets Board of the Republic of Turkey, be deemed to have been read. 2022 balance sheet and profit/loss statement for the accounting period of the year 2022 were read and discussed in summary by Önder ARIKAN, Chief Financial Officer (CFO). No one took the floor. As a result of the voting, the balance sheet and profit/loss statement for the accounting period of 2022 were unanimously approved by the participants of the meeting.
- 2022 fiscal year activities and transactions, each of

the members of the Board of Directors did not use their voting rights arising from the shares they held in their own discharges, and were discharged by unanimous vote of the participants of the meeting.

- Within the framework of the proposal submitted by the shareholder Yıldız Holding A.Ş. and as a result of the voting; Mr. Ali ÜLKER, Mr. Mehmet TÛTÛNCÛ, Mr. Cengiz SOLAKOĞLU, Mr. Fahrettin Günalp ERTİK, Mr. Erman KALKANDELEN were elected as members of the Board of Directors for a term of office of 3 years, Mr. Ahmet BAL, Mr. Ömer Faruk SEVGİLİ and Mr. Berin AKARSU were elected as Independent Members of the Board of Directors, the Chairman of the Board of Directors and each of the Independent Members of the Board of Directors were paid a monthly net salary of TL 17,000, and the other members of the Board of Directors were not paid a salary. Mr. Ahmet BAL, Mr. Ömer Faruk SEVGİLİ and Ms. Berin AKARSU as Independent Members of the Board of Directors, payment of a monthly net remuneration of TL 17,000 to the Chairman of the Board of Directors and each of the Independent Members of the Board of Directors, and non-payment of remuneration to the other members of the Board of Directors were unanimously approved with 33,111,356.09 affirmative votes against 894,202 negative votes.
- Pursuant to the decision of the Board of Directors dated 04/05/2023, "Taking into consideration the long-term strategies, investment, cash and financing policies of our company and the long-term interests of our company and our shareholders, the distributable gross 42,103,491 TL of the net profit is from the profit for the period, to distribute a total gross dividend of TL 50,000,000* in cash, TL 7,896,509 of which is to be paid from extraordinary reserves, and to transfer the remaining balance to the extraordinary reserves/retained earnings account, to authorise the Board of Directors to determine the dividend distribution date" was read, and since there were no other suggestions or proposals, this proposal was unanimously approved by the participants of the meeting.

- The proposal submitted by Önder ARIKAN regarding the amendment of Article 10 titled "Meetings of the Board of Directors" of the Articles of Association of our company, which was approved by the Capital Markets Board dated 29.03.2023 and numbered E-29833736-110.03.03.03-35349 and by the Ministry of Trade, General Directorate of Domestic Trade dated 04.04.2023 and numbered E-50035491-431.02- 00084251949, as announced on the Public Disclosure Platform and on the E-General Assembly System of the Central Registry Agency, was read. The proposal was put to vote and the written proposal of the Board of Directors to amend Article 10 of The Articles of Association titled "Meetings of the Board of Directors" with the new form attached to the minutes was unanimously approved by the participants of the meeting.
- The written proposal regarding the approval of the decision to appoint PWC Bağımsız Denetim ve Serbest Muhasebeci Mali Müşavirlik A.Ş., which was selected to conduct the independent external audit of the accounts and transactions of our company for the fiscal year 2023 in accordance with the resolution of the Board of Directors was read, and since there were no other proposals and suggestions, this proposal was unanimously approved by the participants of the meeting.
- Shareholders were informed about the donations and aids totalling TL 1,022,472.95 made in the activity year 2022 and the earthquake, donations and aids made in 2023 until the date of the meeting. "The proposal to determine the upper limit of donations and aids that can be made in 2023 as 0.5% (five per thousand) of the net sales amount in the annual consolidated financial statements of our Company disclosed to the public in accordance with the regulations of the Capital Markets Board for the previous activity year, in accordance with our Company's donation policy and including the donations and aids that have been made and will be made for the earthquake, was put to vote, and it was unanimously approved by those attending the meeting.

- Within the framework of the Capital Markets Board regulations, the General Assembly was informed about the guarantees, pledges and mortgages given by the Company in 2022.
- It was unanimously approved to authorise the members of the Board of Directors to carry out transactions related to the Company in accordance with the provisions of Articles 395-396 of the Turkish Commercial Code.
- The meeting was concluded with the wishes of our shareholders, who took the floor in the wishes and wishes section, for a successful year 2023.

INFORMATION ABOUT THE EXTRAORDINARY GENERAL ASSEMBLY MEETING HELD IN 2023

The Extraordinary General Assembly meeting was held on 25.12.2023 at Kısıklı Mahallesi Çeşme Çıkmazı Sokak No:6/1, Üsküdar/ İstanbul with the participation of our shareholders representing TL 33,371,894.26 of the paid-in capital of TL 60,000,000 (approximately 55.6% of the capital). A total of 33,371,894.26 shares were represented at the meeting, of which 33,111,290.76 shares against a capital of TL 33,111,290.76 were represented physically by proxy, 1,273.5 shares against a capital of TL 1,273.5 were represented physically by proxy, and 259,330 shares against a capital of TL 259,330 were represented electronically by proxy. The meeting was not attended by the media. The invitation for the meeting was made in due time as stipulated in the Law and the Articles of Association, including the agenda, by being published in the Turkish Trade Registry Gazette dated 28/11/2023 and numbered 10697, on the 8th page of Hürses Newspaper dated 28/11/2023, on the Company's websites at www.bizimtoptan.com.tr and [www. http://www.biziminvestorrelations.com](http://www.biziminvestorrelations.com), on the Public Disclosure Platform, on the E-General Assembly System of the Central Registry Agency, and also by announcing the date and agenda of the meeting.

The information document prepared in relation to the agenda items of the General Assembly and other documents constituting the basis for the agenda items

* The figure announced and realised on the relevant date. Excluding TAS29 calculation.

were made available for the review of our shareholders at the headquarters and branches of our company in accordance with the relevant deadlines. In addition, the aforementioned documents were published on the website www.biziminvestorrelations.com and on the Public Disclosure Platform prior to the meeting date within the legal period.

At the General Assembly meeting, the items on the agenda were conveyed in an impartial, detailed, clear and understandable manner; shareholders were given the opportunity to express their opinions and ask questions under equal conditions and a healthy discussion environment was created. The decisions taken are as follows:

- Within the scope of the Turkish Commercial Code No. 6102, Capital Markets Law No. 6362, Capital Markets Law No. 6362, Capital Markets Board's Merger and Demerger Communiqué No. II-23.2 of the Capital Markets Board ("Merger and Demerger Communiqué") and the relevant articles and secondary regulations of the Corporate Tax Law No. 5520, approved in accordance with the Capital Markets Board's approval and permission letters dated 23/11/2023 and numbered E-29833736-106.02.02.02-45644, Önder ARIKAN informed the shareholders about the acquisition of g2mEkspersatış ve Dağıtım Hizmetleri A.Ş. ("g2m") shares with a total nominal value of 100.312.425TL, which corresponds to 90% of the capital of g2mEkspersatış ve Dağıtım Hizmetleri A.Ş. ("g2m") registered in the assets of Yıldız Holding A.Ş., by our Company through a partial spin-off with the subsidiary model, together with all its rights and debts in accordance with the principle of the principle of the principle of the Company's succession.
- Pursuant to the relevant articles of the Turkish Commercial Code No. 6102, Capital Markets Law No. 6362, Capital Markets Law No. 6362, Capital Markets Board Communiqué on Merger and Demerger No. II- 23.2 ("Merger and Demerger Communiqué") and Corporate Tax Law No. 5520, approved in accordance with the Capital Markets Board's approval and permission letter dated

23/11/2023 and numbered E-29833736-106.02.02-45644; According to the financial statements dated 30/06/2023, which are the subject of the Partial Demerger, the shares of g2mEkspersatış ve Dağıtım Hizmetleri A.Ş. ("g2m") registered in the assets of Yıldız Holding A.Ş. with a total nominal value of 100.312.425TL nominal value of g2m shares, which corresponds to 90% of the capital of g2mEkspersatış ve Dağıtım Hizmetleri A.Ş. ("g2m") registered in the assets of Yıldız Holding A.Ş., through partial spin-off with the subsidiary model, together with all its rights and obligations in accordance with the principle of the principle of the Company's succession as a whole. The "Partial Demerger Agreement and Partial Demerger Report" signed jointly by our Company and Yıldız Holding A. Ş. on 08/09/2023 was deemed to have been read since it was announced on the company's website and on the E-General Assembly System of the Central Registry Agency. As a result of the discussion and voting, the acquisition of g2m shares with a total nominal value of 100,312,425TL, which corresponds to 90% of the g2m capital registered in the assets of Yıldız Holding A.Ş., by our Company through a partial spin-off with the subsidiary model, together with all its rights and obligations in accordance with the principle of the principle of the principle of the Company's succession, was unanimously approved by the participants of the meeting.

- Pursuant to the appropriate opinion of the Capital Markets Board dated 23/11/2023 and numbered E-29833736-106.02.02-45644 and the preliminary authorisation letter of the Ministry of Trade, General Directorate of Domestic Trade dated 08.12.2023 and numbered E-50035491- 431.02-00091763276 the amendment of Article 6 titled "Capital of the Company" of the approved Articles of Association of our company with the new form announced on the Public Disclosure Platform and the E-General Assembly System of the Central Registry Agency was unanimously approved by the participants of the meeting.
- No one spoke during the wishes and wishes section and the meeting was completed.

2.4 Voting Rights and Minority Rights

According to our Articles of Association, each share has one vote. Right holders who have the right to attend the general assembly meetings of the Company may also attend these meetings electronically in accordance with Article 1527 of the Turkish Commercial Code. Pursuant to the provisions of the Regulation on General Assembly Meetings of Joint Stock Companies to be held in Electronic Environment, the Company may establish an electronic general assembly system that will enable the right holders to participate in the general assembly meetings electronically, to express their opinions, to make suggestions and to vote, or may purchase services from systems established for this purpose. In all general assembly meetings to be held, it is ensured that the right holders and their representatives can exercise their rights specified in the provisions of the aforementioned Regulation through the system established in accordance with this provision of the Articles of Association.

There are no provisions in our Articles of Association preventing non-shareholders from voting by proxy as a representative. Our Company has a subsidiary, SEÇ Marketçilik A.Ş., in which 90% of the capital is owned by our Company and whose shares are closed to public.

In addition, with the approval of the Extraordinary General Assembly meeting on 25 December 2023, our Company took over the shares corresponding to 90% of the capital of g2mEkspersatış ve Dağıtım Hizmetleri A.Ş., whose shares are closed to the public. Thus, as of the end of 2023, g2mEkspersatış ve Dağıtım Hizmetleri A.Ş. became a subsidiary of our Company. There are no privileges on share groups and shares in our Company's capital. Cumulative voting method is not applied in our Company.

2.5 Dividend Right

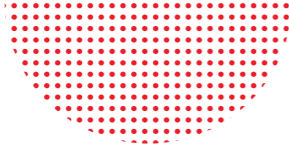
The dividend policy of our Company was determined with the decision taken at the Board of Directors meeting dated 11.03.2011 regarding dividend distribution. There is no privilege in the Articles of Association regarding participation in the Company's profit. Our Company's

"Dividend Distribution Policy" is disclosed to the public through annual reports and the corporate website. The said policy of our Company is also given below:

"Our Company may distribute dividends in the amount determined by the Board of Directors in accordance with the CMB communiqués and regulations and submitted to the approval of the General Assembly, taking into account the investment and financing plans and profitability status within the framework of long-term growth strategies, by distributing cash or bonus shares or by distributing a certain percentage of cash and a certain percentage of bonus shares. The Company's dividend policy is to distribute 50% of the distributable net profit to shareholders as dividends in cash, to the extent permitted by applicable legislation and our investment needs, and it has been unanimously resolved that this policy be submitted by the Board of Directors for the approval of the General Assembly. In case of any changes in this policy in the future, the public will be informed separately."

As a result of the discussions held at the 2022 Ordinary General Assembly Meeting regarding the utilisation of the profit for the year 2022, based on the decision taken by the Board of Directors on 04/05/2023, "Taking into consideration the long-term strategies, investment, cash and financing policies of our Company, and the long-term interests of our Company and our shareholders, the Board of Directors is authorised to distribute dividends in cash in the amount of gross TL 50,000.000*, of which gross TL 42,103,491 will be distributed from the net distributable profit for the period and TL 7,896,509 from the extraordinary reserves, and the remaining balance will be transferred to the extraordinary reserves/retained earnings account. 000* in cash, the remaining balance to be transferred to the extraordinary reserves/retained earnings account, and to authorise the Board of Directors to determine the dividend distribution date" was unanimously approved by the participants of the meeting and the said cash dividend distribution was transferred to the shareholders' accounts starting on 09/10/2023.

* The figure announced and realised on the relevant date. Excluding TAS29 calculation.



2.6 Transfer of Shares

Article 6 of our Articles of Association includes the transfer of shares. Accordingly, the transfer of the Company's shares is free, provided that the provisions of the Turkish Commercial Code, Capital Markets legislation and the Articles of Association are reserved.

PART III PUBLIC DISCLOSURE AND TRANSPARENCY

3.1. Corporate Website and Content

The Company's website is available in Turkish and English at www.bizimtoptan.com.tr. The following information is available on our Company's website and in the investor relations section within the scope of informing shareholders;

Information about Bizim Toptan,

- Investor relations
- Campaigns
- Products
- Links to customer applications
- Company vision and mission
- Our field of activity
- Our contribution to the Turkish economy
- Articles of Association
- Financial reports
- Financial calendar
- Special case statements
- Minutes of general assembly
- Meetings Prospectus and public offering circular
- Investor presentations
- Analyst information
- Shareholding structure
- Information and Dividend Distribution Policies
- Information on Senior Management Personnel
- Information Society Services
- Information on the Protection of Personal Data
- Distance sales contract, membership agreement, information on legal documents
- Sustainability principles and studies

In accordance with the CMB Corporate Governance Principles Communiqué, the address of the Company's website is available on the Company letterhead.

3.2. Annual Report

The Company's annual report is prepared in detail to ensure that shareholders and the public have access to complete and accurate information about the Company's activities, in accordance with the Corporate Governance Principles of Serial: II-17.1 "Communiqué on Corporate Governance" Corporate Governance Principles and the matters specified in the legislation.

All necessary precautions have been taken to prevent the use of insider information, and information regarding the executives of our Company who are in a position to access information that may affect the value of capital market instruments and other persons/institutions from whom the Company receives services are reported to the relevant institutions in accordance with the legislation in force.

PART IV STAKEHOLDERS

4.1. Informing Stakeholders

The "Disclosure Policy" of our Company is carried out within the framework of the rules determined by legal regulations, CMB legislation and published communiqués. The Company has prepared a written document on public disclosure and information and the said document was approved by the Board of Directors and published on the Public Disclosure Platform on 06.02.2019 and disclosed to shareholders and the public and posted on the Company's website. The Board of Directors is authorised to formulate the Company's disclosure policy and to make amendments to the policy. The disclosure policy and amendments to be made in the policy are published on the corporate web site following the approval of the Board of Directors. The Investor Relations Department is responsible for executing the disclosure policy. In addition, it has been adopted as a basic principle that any information disclosed to the public, upon request, should be delivered to the relevant person as soon as possible. In case of any request for information from shareholders, written or verbal information is provided. In the event that there are significant developments to be disclosed to the public during the year, necessary material event disclosures are also made in a timely

manner. Our annual report is prepared in detail to ensure that the public has access to all kinds of information about the Company's activities.

Special case statements

In the January-December period of 2023, our Company made 36 material event disclosures in accordance with CMB regulations. The aforementioned Material Event Disclosures are also available on KAP (Public Disclosure Platform) and our Company's website. There are no material event disclosures made by our Company in a timely manner.

The Capital Markets Board has not requested any additional explanation to the material event disclosures made by our Company. In cases where the rights of the stakeholders are not regulated by legislation or contract, the interests of the stakeholders are protected within the framework of the rules of goodwill and to the extent of the company's capabilities, taking into account the reputation of the Company.

In addition, company employees are provided with access to circulars and announcements via the in-house internet portal, and some important announcements are immediately communicated to all employees via e-mail.

There are no practices that make it difficult for stakeholders to contact the Corporate Governance Committee or the Audit Committee about the Company's transactions that are contrary to the legislation and unethical. All stakeholders can reach these committees through any communication method they wish.

In addition, the Ethics Hotline (0216 524 34 24) and the e-mail address etik.bildirim@yildizholding.com.tr and bildirimhatti@bizimtoptan.com.tr are available on the Investor Relations website. In addition, all feedback on both general and ethical issues can be shared via Bizim Toptan Customer Relations Centre's telephone number 444 42 96 and Yıldız Holding Customer Relations Centre (MIM) e-mail address mim@yildizholding.com.tr.

4.2. Stakeholder Participation in Management

According to our Articles of Association, the Board of Directors consists of at least 5 members and these members are elected by the General Assembly upon the proposal of various shareholders in accordance with the provisions of the Articles of Association. The Board of Directors consists of 8 members, 3 of which are independent members. There are no studies on the participation of stakeholders in management.

4.3. Human Resources Policy

The basic policy of human resources is to create a team with high performance through improvement and development efforts to be made to human resources based on what has been done so far. The human resources policies adopted by our Company are those adopted by Yıldız Holding in general, and these policies are available at www.bizimtoptan.com.tr and in the investor relations section. Relations between the Company and its employees are carried out through the Human Resources Directorate. To date, there have been no complaints of discrimination against the human resources policy implemented by our company. The company believes that the value placed on training and maintaining high quality is important for long-term success. For this purpose, the continuous development of its employees is among the main principles of the company.

Our Company announces job descriptions and distribution, performance and rewarding criteria to its employees through the Human Resources Directorate. Our policy as Human Resources;

- To contribute to the strategies of the institution by making environmental opportunity and development area analyses,
- To analyse the present and future needs of the organisation in order to achieve its strategic goals and to design the most appropriate organisation for these needs and to establish systems to develop human resources,
- To be one of the most desirable companies to work for in our country by structuring the strategies of the company and its subsidiaries to ensure sustainable quality, prestige and sectoral leadership with an understanding

of customer satisfaction that will raise the standards in the field of activity (retailing / Cash and Carry),

- To increase the level of satisfaction and motivation of its employees, to carry its competitive power forward by constantly improving the loyalty to the company and the cooperation between employees, acting with the awareness that it is people who make the difference in the competitive environment,
- To improve our human resources and our business with continuous trainings,
- To maintain the understanding of "Happy Employee Happy Customer".

4.4. Code of Ethics and Social Responsibility

The ethical rules adopted by our Company are available on our website. As Bizim Toptan, we have been respectful to our employees, respectful to the rights of our partners and shareholders, suppliers and customers, law-abiding, and committed to community values since our establishment, socially responsible, managers – employees - the highest level of love and respect between suppliers and customers, co-operation, high work performance, honesty, consistency, trust and responsibility we are a company that has adopted management principles based on principles and endeavours to improve these principles. In addition, our Company pays utmost attention to implement policies that respect and support the environment, sports, education and public health.

PART V BOARD OF DIRECTORS

5.1. Structure and Composition of the Board of Directors

Our Board of Directors consists of 8 members, 3 of whom are independent. There are executive and non-executive members on the Board of Directors. The majority of the members of the board of directors are non-executive directors. Among the non-executive members of the Board of Directors, there are independent members who fulfil all of the criteria set out by the Capital Markets Board regulations and who have the ability to perform their duties without being influenced under any circumstances, to follow the operations of the Company and to devote sufficient

time to the Company's affairs in order to fully fulfil the requirements of their duties. The Chairman of the Board of Directors and the General Manager (CEO) are not the same person. The General Manager (CEO) of the company is Hüseyin BALCI. Berin Akarsu, Ahmet BAL and Ömer Faruk SEVGİLİ serve as independent members of the Board of Directors and were elected to office at the General Assembly Meeting dated 07/06/2023. Information on the members of the Board of Directors as of 31/12/2023 is given below.

BOARD OF DIRECTORS RESUMES

CENGİZ SOLAKOĞLU

Chairperson of the Board of Directors

Cengiz Solakoğlu graduated from Istanbul Academy of Economic and Commercial Sciences in 1964. He began to work as a salesman at Beko Ticaret A.Ş. in 1967 and became the General Manager of the Company in 1977. He held this position until 1983, when he became the General Manager of Atılım Company, which also belonged to Koç Group. During this 8-year office, he led the works on "Restructuring and strengthening Arçelik Authorized Dealer System". He was appointed Vice President of Koç Holding Consumption Group in 1991 and Chairman of Consumption Group in 1994. Solakoğlu, who also served as a Member of the Group Executive Board between 1996 and 1998, was appointed as the Chairman of Koç Holding Consumer Durables Group in 2002 and retired from Koç Group in 2004 due to 60 years of age principle. Solakoğlu, who also served as a Member of the Group Executive Board between 1996 and 1998, was appointed as the Chairman of Koç Holding Consumer Durables Group in 2002 and retired from Koç Group in 2004 due to 60 years of age principle. In addition to Bizim Toptan, Mr. Solakoğlu is a Board Member and Chairman of the Board of Directors at Şok Marketler A.Ş., one of Yıldız Holding's companies in the retail sector. As one of the founders of the 1907 Fenerbahçe Association and the Educational Volunteers Foundation of Turkey, Cengiz Solakoğlu has served as Chairman and Member of the Board of Directors since its establishment and was selected as the Civil Society Leader of the Year by the Economist magazine in 2004.

MEHMET TÜTÜNCÜ

Vice Chairman of the Board of Directors

Mehmet Tütüncü completed his undergraduate studies in the Department of Mechanical Engineering at Gazi University and his master's degree in the Department of Industry and Organizational Psychology at Maltepe University. He also attended 6 months of Production, Quality Control and Maintenance Applications in Italy with IRI scholarship, Strategic Marketing at Harvard Business School, and took various training courses in IMD/Switzerland and Insead/ Singapore. Starting his work life as an engineer in the Department of Structural Works at the Ministry of National Education in 1981, Mehmet Tütüncü worked as the Production Manager, Business Manager and General Manager of Best Rothmans Entegre Sigara ve Tütün Sanayi A.Ş. respectively between 1987-1996.

He started his first job at Yıldız Holding in 1996 as the Operations Coordinator at Ülker Gıda A.Ş. He served as the General Manager of Ülker Biscuit and Chocolate factories, Vice President of Ülker Group, President of Food and Beverage Group, President of Food Group and President of Ülker International Group. He was appointed as Regional CEO in charge of Türkiye, Middle East, North Africa and Middle Asia in the pladis organization, which was founded within the organization of Yıldız Holding in 2016. In 2017, he also took responsibility of the South Asia and Latin America regions and pladis Global Information Systems and Business Models Transformation and continued to serve as Deputy CEO. Starting from October 2018, he assumed the roles of Vice Chairman of Board of Directors of Yıldız Holding in 2017, Tütüncü assumed responsibility for the South Asia and Latin America regions and pladis Global Information Systems and Business Models Transformation, and continued to serve as Deputy CEO. Tütüncü is a member of the Board of Directors of TÜGİS and is also a member of many Turkish and foreign sectoral organisations.

ALİ ÜLKER

Member of the Board of Directors

Ali Ülker was born in 1969. He studied at Istanbul Erkek

High School after which he received his Bachelor's degree at Economics and Business Administration department of Bogazici University, Faculty of Economics and Administrative Sciences. He attended various educational programs at IMD, INSEAD, Wharton and Harvard. He participated in the Internal Kaizen Study (1992) with De Boccard & Yorke Consultancy Company and the IESC Sales System Development and Internal Organization Project (1997). Ali Ülker started his work life as an intern in Ülker Gıda A.Ş. Quality Control Department in 1985, Ali Ülker started his career as a trainee in the Quality Control Department and worked at chocolate production facilities and Atlas Gıda Pazarlama A.Ş. between 1986 and 1998 in the positions of Trainee, Sales Manager, Sales Coordinator, Product Group Coordinator and Product Group Manager.

Ali Ülker was appointed as General Manager of Atlas Gıda Pazarlama A.Ş. in 1998 and Vice President of the Retail Group in 2000, whereupon he also assumed the role of General Manager of Merkez Gıda Pazarlama A.Ş. in 2001. He was appointed Vice President of Food Group in 2002 and President of Ülker Group in 2005. Ali Ülker had been the Acting Chairman of Board of Directors of Yıldız Holding since 2011, whereupon he became the Chairman of Board of Directors of Yıldız Holding on January 29, 2020. Ali Ülker became the Chairperson of the Board of Directors of Yıldız Holding on 29 January 2020. He is also the Chairman of the Board of Directors of Yıldız Uluslararası Gıda Yatırımları A.Ş., which was established in December 2023. Ülker, which has a strong background and experience in marketing and sales, has a special interest in innovation and supports the teams working in this area within the Group. Ülker enjoys mentoring young people. He likes being outdoors and in nature and doing sports. Ali Ülker speaks English and German, is married and has three children.

YAHYA ÜLKER*

Member of the Board of Directors

Yahya Ülker graduated from Koç University, Department of Business Administration in 2016. After completing his university education, he continued his career in banking

at London-based Kantar Agency, Switzerland-based biscuit producer Kambly SA and Credit Suisse. Yahya Ülker, who started his career at Yıldız Holding in 2018 at Northstar, the Holding's innovation company, played an active role in the realisation of innovation projects that are the Holding's investment in the future through university and industry collaborations. Yahya Ülker, who also took part in the creation of the Holding's digital strategy after his appointment as Yıldız Holding Board Member, has been leading teams working to incubate in-house initiatives in sectors that will add value to the Holding's strategy and support the entrepreneurship ecosystem at Yıldız Ventures Venture Office, which he founded in 2019.

Yahya Ülker, who is currently the Founder of Yıldız Ventures and Yıldız Holding Board Member & Transformation and Technology Leader, is married and has one child.

* Mr Erman Kalkandelen was elected as a member of the Board of Directors to fill the vacancy left by the resignation of Erman Kalkandelen to complete the remaining term and to be submitted for approval at the first General Assembly in accordance with the provisions of Article 363 of the Turkish Commercial Code. The said development was announced with the disclosure made by our Company to the Public Disclosure Platform on 03/01/2024.

FAHRETTİN GÜNALP ERTİK

Member of the Board of Directors

After graduating from Bilkent University, Department of Business Administration, Fahrettin Günalp Ertik started his business life as a Financial Controller at Finansbank. He worked as Internal Auditor, Kellogg Finance Manager, Ülker Financial Affairs Coordinator, Food Group Financial Affairs Coordinator, Food & Beverage and Retail Group CFO, Besler General Manager and Önem Gıda Vice President respectively in Yıldız Holding between 2002-2019. Having assumed responsibilities in important projects throughout his career at Yıldız Holding, Ertik completed the INSEAD Leadership program in 2011. He then studied finance, sales, marketing and leadership at Wharton Business School and Kellogg School of Management. In 2023, Ertik successfully completed the Harvard Business School Advanced Management Programme (AMP). Having served as Chairman of Financial Affairs and Member of Board of Directors at Azersun Holding

since 2019, Ertik has been appointed as Chairman of Financial Affairs in Yıldız Holding as of August 2020.

BERİN AKARSU

Independent Member of the Board of Directors

Born in 1972 in Diyarbakır, Berin Akarsu completed her secondary and high school education at T.E.D. T.E.D. Ankara College. In 1994, after completing her undergraduate degree in Economics at Bilkent University, she worked in the family business for a year and received her MBA degree from Butler University in 1997.

She started her professional career in 1997, working in the Insurance and Finance departments of Akfen Group. In 2000, she was appointed as Finance Manager at Atatürk Airport, Turkey's first build-operate-transfer airport project. She worked in senior positions in the Finance Department of TAV Airports and TAV Construction for 15 years. Between 2015-2018, she continued her duty as CEO advisor and served as a board member at HAVAŞ, TAV İşletme Hizmetleri A.Ş. and TAV Park A.Ş., which are among the Group companies. Akarsu, who has worked in many non-governmental organisations, volunteers as a Student Officer at the Sharing and Solidarity (PAYDA) Platform Association.

AHMET BAL

Independent Member of the Board of Directors

Born in 1957 in Tokat, Ahmet Bal graduated from Ankara University, Faculty of Political Sciences, Department of Economics and Finance and joined the Ministry of Finance, Board of Account Experts. In 1992, he received his Master's degree (MBA) in Business Administration from the University of Nottingham in the United Kingdom, and in 1994 he joined Anadolu Endüstri Holding as Assistant Financial Affairs Coordinator. Between 1995 and 1998, he served as Finance Director at Efes Sınai Yatırım Ticaret A.Ş., responsible for Anadolu Group's overseas Coca-Cola operations; between 1998 and 1999, as General Manager at Efes Sınai Yatırım Holding A.Ş.; and between 1999 and 2006, as Financial Affairs Coordinator responsible for Automotive, Finance and Stationery Companies at Anadolu Endüstri Holding. Between 2006 and 2012, he



served as the Audit Coordinator responsible for Group Companies at Anadolu Endüstri Holding. Ahmet Bal, who served as the Head of Audit Responsible for the Audit of Anadolu Group Companies between 2013-2018, is married and has two children. In addition to Bizim Toptan Satış Mağazaları A.Ş., Ahmet Bal is an Independent Board Member at Şok Marketler A.Ş. and an Independent Board Member and Chairman of the Board of Directors at Ülker Bisküvi Sanayi A.Ş.

ÖMER FARUK SEVGİLİ

Independent Member of the Board of Directors

Ömer Faruk Sevgili was born in Siirt in 1968, received his high school education in Siirt High School, and he graduated from Istanbul University, Faculty of Law. (1991) He began to work as a freelance lawyer under the Istanbul Bar Association. (1994) Subsequently, after working as Bakırköy Municipality Legal Advisor, İzmir Çiğli Air Base Disciplinary Officer, and as a lawyer and legal advisor at Türkiye Ship Industry Joint Stock Company respectively, he continues to work as a freelance lawyer under Ankara Bar Association. He assumed roles such as KÖY-TEKS Holding Board Membership, TÜPRAŞ Supervisory Board Membership, Bicycle Federation Disciplinary Board membership, TÜKÇEV board of trustees and board of directors membership. He began his profession as a lawyer in 1994 and he currently continues that profession under Mizan Hukuk ve Danışmanlık. He is married and has two children. He speaks Arabic.

5.2. Operating Principles of the Board of Directors

Our Board of Directors convened 4 times in the January-December period of 2023 and took 39 decisions. Care is taken to determine the dates of the Board of Directors meetings in a way to ensure the participation of all members. The average attendance rate of the members of the Board of Directors to the meetings is 91%. According to the Company's Articles of Association, the Board of Directors convenes upon the call of the chairman or deputy chairman when deemed necessary for the Company's business. Any member of the Board of Directors may also apply in writing to the chairman or the deputy chairman

and request that the Board of Directors be called for a meeting. The meeting agenda of the Board of Directors is determined by the Chairman of the Board of Directors. The agenda may be amended with the decision of the Board of Directors.

Pursuant to Article 390/4 of the Turkish Commercial Code, in the event that none of the members request a meeting, the resolutions of the Board of Directors may be adopted without a meeting by obtaining the written approval of the majority of the total number of members, provided that the written proposal of one of the members in the form of a resolution is submitted to each member of the Board of Directors and no member requests a meeting for this proposal.

Those who have the right to attend the meetings of the Board of Directors of the Company may also attend these meetings electronically in accordance with Article 1527 of the Turkish Commercial Code. Pursuant to the provisions of the Communiqué on the Meetings to be held electronically in Commercial Companies other than the General Assemblies of Joint Stock Companies, the Company may establish the Electronic Meeting System that will enable the right holders to participate and vote in these meetings electronically, or may purchase services from the systems established for this purpose. In the meetings to be held, it is ensured that the right holders can exercise their rights specified in the relevant legislation within the framework specified in the provisions of the Communiqué through the system established pursuant to this provision of the articles of association or through the system from which support services will be obtained.

The meeting and decision quorums of the Board of Directors are subject to the provisions of the Turkish Commercial Code.

The meeting place is the Company headquarters. However, the Board of Directors may convene in another place provided that a decision is taken.

Members who do not attend the meeting cannot vote.

The members of the Board of Directors determine whether or not they will divide their duties by a decision to be made among themselves. It is essential that the members of the Board of Directors attend the meeting in person. The opinions of the members who do not attend the meeting but submit their opinions in writing are submitted for the information of the other members.

The discussions and resolutions of the Board of Directors must be recorded in the minutes of the meeting to be attached to the decision book and signed by the participants of the meeting. Members who cast negative votes are required to sign the minutes stating their reasons.

In case of equality of votes, the voted issue shall be included in the agenda of the next meeting, and if the majority of votes is not achieved in this meeting, the proposal shall be deemed to have been rejected. Each member of the Board of Directors, regardless of their position and duties, has one vote. The authorities and responsibilities of the members of the Board of Directors and executives are clearly mentioned in the investor relations section of www.bizimtoptan.com.tr and in the Company's Articles of Association available on the Public Disclosure Platform.

Our Board of Directors exercises its powers in a prudent manner and within the framework of the rules of good faith, in possession of all kinds of information needed to ensure that it can fully fulfil its duties.

In 2023, the Company's Board of Directors convened at the required frequencies and closely monitored the Company's performance and will continue to do so. In the meetings held in 2023, no different opinions were expressed against the decisions taken by the members of the Board of Directors. Significant decisions on matters that need to be disclosed to the public were disclosed to the public immediately after the meeting.

5.3. Number, Structure and Independence of the Committees Established in the Board of Directors

Our Board of Directors was elected at the General

Assembly Meeting held on 07/06/2023 and decided on the following matters at its meeting held on 25/07/2023:

"In accordance with the Corporate Governance Communiqué Serial: II N17.1 of the Capital Markets Board;

- To the Chairman of the Audit Committee
- Ahmet BAL and Berin AKARSU were elected as Committee Members.
- Berin AKARSU was elected as the Chairman of the Corporate Governance Committee and Cengiz SOLAKOĞLU and Işıl BÜK were elected as Committee Members.
- Ömer Faruk SEVGİLİ was elected as the Chairman of the Early Detection of Risk Committee and Cengiz SOLAKOĞLU was elected as the Committee Member.
- It has been decided not to establish a separate Nomination Committee and Remuneration Committee due to the structure of the Board of Directors, and it has been decided that the Corporate Governance Committee will fulfil the duties of these committees and disclosed to the public."

AUDIT COMMITTEE

The Audit Committee is responsible for taking all necessary measures to ensure that all kinds of internal and independent audits are carried out in an adequate and transparent manner, and in particular, it is in charge and responsible for the realisation of the following matters:

- Carrying out research on the selection of the independent audit company, and submitting it to the Board of Directors after preliminary approval,
- Auditing and approving the compliance of the financial statements and footnotes to be disclosed to the public with the legislation and international accounting standards,
- Supervision of the functioning and effectiveness of the Company's accounting system, public disclosure of financial information, independent audit and internal control system,
- Investigation and finalisation of complaints related to company accounting, internal control system and independent audit.

The Audit Committee convenes at least once every three months upon the invitation of the committee chairman. It may invite the manager, internal and independent auditor to its meetings and obtain information it deems necessary. The chairperson and members of the Audit Committee are elected among the independent members of the Board of Directors.

Name-Surname	Position	Type
Ahmet Bal	Audit Committee Chairperson	Independent Board Member, Non-Executive
Berin Akarsu	Audit Committee Member	Independent Board Member, Non-Executive

CORPORATE GOVERNANCE COMMITTEE

The Corporate Governance Committee is responsible for monitoring the Company's compliance with corporate governance principles, and in particular, it is tasked with investigating the extent to which corporate governance principles are implemented in the Company, determining the reasons for non-implementation, and identifying the negative effects of such non-implementation and recommending remedial measures to be taken.

In addition, it supports the Board of Directors by carrying out studies on remuneration, reward and performance evaluation, career planning, investor relations and public disclosure.

The Corporate Governance Committee consists of at least two (2) members. Non-members of the Board of Directors when necessary,

Name-Surname	Position	Type
Berin Akarsu	Chairperson of the Corporate Governance Committee	Independent Board Member, Non-Executive
Cengiz Solakoğlu	Corporate Governance Committee Member	Chairman of the Board of Directors, Non-Executive
Işıl Bük	Corporate Governance Committee Member	Senior Manager of Investor Relations

Due to the structure of the Board of Directors and the number of independent members, some members of the Board of Directors take part in more than one committee.

In 2023, the Audit Committee held 4 meetings.

As of 31.12.2023, the members of the Audit Committee are shown in the table below.

Specialised persons in the field of Corporate Governance may also be appointed as members of the Corporate Governance Committee. At least one of the members of the Corporate Governance Committee is elected among the independent non-executive members of the Board of Directors. The Committee meets at least once every 3 months.

Investor Relations Senior Manager Işıl Bük, who serves as the Investor Relations Department Manager in accordance with the Communiqué on Corporate Governance Principles (II-17.1), is a member of the Corporate Governance Committee.

In 2023, the Corporate Governance Committee convened 4 times. As of 31.12.2023, the members of the Corporate Governance Committee are shown in the table below

It has been decided that the Nomination and Remuneration Committees will also fulfil their duties. Due to the structure of the Board of Directors and the number of independent members, some members of the Board of Directors take part in more than one committee.

EARLY DETECTION OF RISK COMMITTEE

The Early Detection of Risk Committee is responsible for early detection of risks that may jeopardise

Name-Surname	Position	Type
Ömer Faruk Sevgili	Chairperson of the Early Detection of Risk Committee	Independent Board Member, Non-Executive
Cengiz Solakoğlu	Early Detection of Risk Committee Member	Chairman of the Board of Directors, Non-Executive

Due to the structure of the Board of Directors and the number of independent members, some members of the Board of Directors take part in more than one committee.

5.3. Risk Management and Internal Control Mechanism

The Company's risk management activities are carried out by the Early Detection of Risk Committee. In addition, an Internal Control and Loss Prevention Department was established to work within our company. Our Company is also regularly audited by the audit units of its main shareholder Yıldız Holding A.Ş. and an independent audit firm. The findings of these audits are reported to the members of the audit committee and other members of the board of directors. In addition, the team responsible for our company's corporate risk analysis works in coordination with the Risk Management Department of our main shareholder Yıldız Holding A.Ş. and submits its findings and studies to the Early Detection of Risk Committee.

Our company's workflows, procedures, authorities and responsibilities of our employees have been taken under control within the framework of risk management and subjected to a continuous audit. In addition, there are no lawsuits that may significantly

the existence, development and continuity of the Company, taking necessary precautions against detected risks and managing the risks, and reviews the risk management systems at least once a year. In 2026, the Early Detection of Risk Committee held 6 meetings.

As of 31.12.2023, the members of the Early Detection of Risk Committee are shown in the table below.

affect the financial status and activities of our Company, especially those that may affect the activities of our Company within the scope of its main field of activity.

5.4. Strategic Objectives of the Company

Our company and all companies affiliated to Yıldız Holding were founded with the belief that "Every human being, regardless of the country in which they live, has the right to have a good childhood".

Bizim Toptan's vision is "To be Turkey's number one wholesaler in the fast moving consumer goods sector with its widespread, modern and reliable concept".

Our mission is "To be a strategic business partner that provides competitive advantage to customers and suppliers by reducing their costs and risks".

The publicly disclosed vision and mission of Yıldız Holding and our Company can be found at www.yildizholding.com.tr and www.bizimtoptan.com.tr/ www.biziminvestorrelations.com

5.5. Tangible Rights

The remuneration of the members of the Board of Directors is determined separately for each of them by the General Assembly according to the financial situation of the Company. The fees paid to the Independent Members of the Board of Directors were determined at the Ordinary General Assembly Meeting of our Company held on 07/06/2023. No remuneration is paid to the members of the Board of Directors other than the independent members and the Chairman of the Board of Directors.

In 2023, benefits provided to the members of the Board of Directors and senior management totalled 55,661,036 TL. During the period, no loans were given to any member of the Board of Directors or executive, no personal loans were granted directly or through a third party, and no guarantees such as sureties were given in their favour. The Remuneration Policy determining the principles of remuneration of the Board of Directors and senior executives, which was submitted to the shareholders at the Ordinary General Assembly Meeting held in 29 May 2012, is as follows. This policy was published on the Company's website and the Public Disclosure Platform (KAP).

"The principles of remuneration of the members of the Board of Directors and senior executives are aimed at the management and execution of the rights to be provided to the members of the Board of Directors and senior executives, taking into account the long-term goals and performance of the Company in accordance with the legislation of the Capital Markets Board and the Turkish Commercial Code. The remuneration of the members of the Board of Directors is determined on a monthly gross basis by taking into consideration the opinions of the relevant committee and submitted to the approval of the General Assembly. It is essential that the remuneration of the independent members of the Board of Directors is at a level to protect their independence. Stock options or payment plans based on the Company's performance are not used in the

remuneration of Independent Board Members. The remuneration of senior executives and the benefits to be provided to them are determined by taking into account the duties, responsibilities, experience and performance indicators they have undertaken in the Company, in accordance with equivalent business conditions and in compliance with the Company's strategies and policies. Fees paid and all other benefits provided are disclosed to the public through the annual report. In addition to the fixed monthly salaries determined within the scope of the aforementioned principles for senior executives and members of the Board of Directors, it is also possible to grant fringe benefits and performance-based bonuses to serve the long-term performance of the Company. The policy on the principles of remuneration of the members of the Board of Directors and senior executives and the changes made in this policy are submitted to the General Assembly for the information of the General Assembly upon the approval of the Board of Directors and disclosed to the public on the Company's website."

Declaration of Independence

To Bizim Toptan Satış Mağazaları Anonim Şirketi
Chairman of the Board of Directors,

I hereby declare that I am a candidate to serve as an independent member on the board of directors of Bizim Toptan Satış Mağazaları Anonim Şirketi in accordance with the criteria set forth in the legislation, articles of association and the Corporate Governance Principles set forth in the Corporate Governance Communiqué (II-17.1) of the Capital Markets Board and within this scope;

A) There is no employment relationship between the company, partnerships in which the company has management control or significant influence, shareholders who have management control or significant influence in the company and legal entities controlled by these shareholders and myself, my spouse and my relatives by blood or marriage up to the second degree; there is no employment relationship in an executive position to undertake important duties and responsibilities in the last five years, no joint or sole ownership of more than 5% of the capital or voting rights or privileged shares, or no significant commercial relationship has been established.

B) In the last five years, primarily auditing (including tax audit, statutory audit, internal audit), rating and consultancy of the company, I am not a shareholder (5% or more), an employee in a managerial position with significant duties and responsibilities or a member of the board of directors in companies from which the company purchases or sells services or products to a significant extent within the framework of the agreements made, during the periods when services or products are purchased or sold.

C) I have the professional training, knowledge and experience to duly fulfil the duties that I will undertake as an independent board member,

Ç) Not working full-time in public institutions and organisations after being elected as a member, except for university faculty membership, provided that it is in accordance with the legislation to which they are affiliated,

D) I am deemed to be resident in Turkey according to the Income Tax Law (G.V.K.) dated 31/12/1960 and numbered 193,

E) I have strong ethical standards, professional reputation and experience to make positive contributions to the activities of the Company, to maintain my impartiality in conflicts of interest between the Company and shareholders, and to make decisions freely by taking into account the rights of stakeholders,

F) I am able to allocate time for company affairs to the extent that I can follow the functioning of the company activities and fully fulfil the requirements of the duties undertaken,

G) I have not been a member of the board of directors of the company for more than six years within the last ten years,

Ğ) I am not serving as an independent board member in more than three of the companies controlled by the company or the shareholders who control the management of the company and in more than five of the companies traded on the stock exchange in total,

H) I have not been registered and announced on behalf of the legal entity elected as a member of the board of directors,

Berin Akarsu

Declaration of Independence

To Bizim Toptan Satış Mağazaları Anonim Şirketi
Chairman of the Board of Directors,

I hereby declare that I am a candidate to serve as an independent member on the board of directors of Bizim Toptan Satış Mağazaları Anonim Şirketi in accordance with the criteria set forth in the legislation, articles of association and the Corporate Governance Principles set forth in the Corporate Governance Communiqué (II-17.1) of the Capital Markets Board and within this scope;

A) There is no employment relationship between the company, partnerships in which the company has management control or significant influence, shareholders who have management control or significant influence in the company and legal entities controlled by these shareholders and myself, my spouse and my relatives by blood or marriage up to the second degree; there is no employment relationship in an executive position to undertake important duties and responsibilities in the last five years, no joint or sole ownership of more than 5% of the capital or voting rights or privileged shares, or no significant commercial relationship has been established.

B) In the last five years, primarily auditing (including tax audit, statutory audit, internal audit), rating and consultancy of the company, I am not a shareholder (5% or more), an employee in a managerial position with significant duties and responsibilities or a member of the board of directors in companies from which the company purchases or sells services or products to a significant extent within the framework of the agreements made, during the periods when services or products are purchased or sold.

C) I have the professional training, knowledge and experience to duly fulfil the duties that I will undertake as an independent board member,

Ç) Not working full-time in public institutions and organisations after being elected as a member, except for university faculty membership, provided that it is in accordance with the legislation to which they are affiliated,

D) I am deemed to be resident in Turkey according to the Income Tax Law (G.V.K.) dated 31/12/1960 and numbered 193,

E) I have strong ethical standards, professional reputation and experience to make positive contributions to the activities of the Company, to maintain my impartiality in conflicts of interest between the Company and shareholders, and to make decisions freely by taking into account the rights of stakeholders,

F) I am able to allocate time for company affairs to the extent that I can follow the functioning of the company activities and fully fulfil the requirements of the duties undertaken,

G) I have not been a member of the board of directors of the company for more than six years within the last ten years,

Ğ) I am not serving as an independent board member in more than three of the companies controlled by the company or the shareholders who control the management of the company and in more than five of the companies traded on the stock exchange in total,

H) I have not been registered and announced on behalf of the legal entity elected as a member of the board of directors,

Ahmet Bal

Declaration of Independence

To Bizim Toptan Satış Mağazaları Anonim Şirketi
Chairman of the Board of Directors,

I hereby declare that I am a candidate to serve as an independent member on the board of directors of Bizim Toptan Satış Mağazaları Anonim Şirketi in accordance with the criteria set forth in the legislation, articles of association and the Corporate Governance Principles set forth in the Corporate Governance Communiqué (II-17.1) of the Capital Markets Board and within this scope;

A) There is no employment relationship between the company, partnerships in which the company has management control or significant influence, shareholders who have management control or significant influence in the company and legal entities controlled by these shareholders and myself, my spouse and my relatives by blood or marriage up to the second degree; there is no employment relationship in an executive position to undertake important duties and responsibilities in the last five years, no joint or sole ownership of more than 5% of the capital or voting rights or privileged shares, or no significant commercial relationship has been established.

B) In the last five years, primarily auditing (including tax audit, statutory audit, internal audit), rating and consultancy of the company, I am not a shareholder (5% or more), an employee in a managerial position with significant duties and responsibilities or a member of the board of directors in companies from which the company purchases or sells services or products to a significant extent within the framework of the agreements made, during the periods when services or products are purchased or sold.

C) I have the professional training, knowledge and experience to duly fulfil the duties that I will undertake as an independent board member,

Ç) Not working full-time in public institutions and organisations after being elected as a member, except for university faculty membership, provided that it is in accordance with the legislation to which they are affiliated,

D) I am deemed to be resident in Turkey according to the Income Tax Law (G.V.K.) dated 31/12/1960 and numbered 193,

E) I have strong ethical standards, professional reputation and experience to make positive contributions to the activities of the Company, to maintain my impartiality in conflicts of interest between the Company and shareholders, and to make decisions freely by taking into account the rights of stakeholders,

F) I am able to allocate time for company affairs to the extent that I can follow the functioning of the company activities and fully fulfil the requirements of the duties undertaken,

G) I have not been a member of the board of directors of the company for more than six years within the last ten years,

Ğ) I am not serving as an independent board member in more than three of the companies controlled by the company or the shareholders who control the management of the company and in more than five of the companies traded on the stock exchange in total,

H) I have not been registered and announced on behalf of the legal entity elected as a member of the board of directors,

Ömer Faruk Sevgili

Independent Auditor's Report



INDEPENDENT AUDITOR'S REPORT ON THE ANNUAL REPORT OF THE BOARD OF DIRECTORS

To Bizim Toptan Satış Mağazaları A.Ş. (Bizim Toptan) General Assembly

1. Opinion

We have audited the annual report of Bizim Toptan Satış Mağazaları A.Ş. ("the Company") and its subsidiaries (collectively referred to as "the Group") for the period 1 January - 31 December 2023.

In our opinion, the financial information provided in the annual report of the Board of Directors and the analysis made by the Board of Directors on the Group's position using the information provided in the audited consolidated financial statements are consistent, in all material respects, with the audited full set of consolidated financial statements and the information obtained during the independent audit and give a true and fair view.

2. Basis for Opinion

We conducted our audit in accordance with Standards on Auditing which is a component of the Turkish Auditing Standards published by the Public Oversight Accounting and Auditing Standards Authority ("POA") and accepted within the framework of the Capital Markets Board regulations. Our responsibilities under these standards are explained in detail in the Independent Auditor's Responsibilities for the Independent Audit of the Annual Report section of our report. We hereby declare that we are independent of the Group in accordance with the Code of Ethics for Independent Auditors (Including Independence Standards) ("Code of Ethics") published by POA and the ethical principles regarding independent audit in the Capital Markets Board legislation and other relevant legislation. Other ethical responsibilities within the scope of the Code of Ethics and legislation have also been fulfilled by us. We believe that the independent audit evidences we have obtained during the audit are sufficient and proper for creating the basis for our audit opinions.

3. Auditor's Opinion on the Full Set Consolidated Financial Statements

We have expressed an unqualified opinion in our auditor's report dated 30 April 2024 on the full set consolidated financial statements of the Group for the period 1 January - 31 December 2023.



4. Responsibility of the Board of Directors for the Annual Report

In accordance with Articles 514 and 516 of the Turkish Commercial Code No. 6102 ("TCC") and Capital Markets Board's ("CMB") Communiqué No. II-14.1 "Communiqué on the Principles of Financial Reporting in Capital Markets" ("Communiqué"), the Group management is responsible for the following in relation to the annual report:

- a) It prepares the annual activity report within the first three months following the balance sheet date and submits it to the general assembly.
- b) Prepares the annual report in such a way that it reflects the flow of the Group's activities for that year and its financial status in all aspects accurately, completely, straightforwardly, truthfully and honestly. In this report, the financial position is assessed according to the financial statements. The report also clearly indicates the development of the Group and the risks that the Group is likely to face. The assessment of the Board of Directors on these issues is also included in the report.
- c) The annual report also includes the following points:
 - Events that occurred in the company after the end of the activity year and that are of special importance,
 - The company's research and development work,
 - Financial benefits such as salaries, premiums, bonuses, allowances, travelling, accommodation and representation expenses, in-kind and cash benefits, insurances and similar guarantees paid to board members and senior executives.

While preparing the annual report, the board of directors also takes into consideration the secondary legislation regulations issued by the Ministry of Trade and related institutions.



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

Our aim is to express an opinion, in accordance with the provisions of the Turkish Commercial Code and the Communiqué, on whether the financial information provided in the annual report and the analyses made by the Board of Directors using the information provided in the audited financial statements are consistent with the Group's audited consolidated financial statements and the information obtained during the independent audit and presented fairly, and to prepare a report including this opinion.

We conducted our audit in accordance with IASs. Those standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the financial information in the annual report and the analysis made by the Board of Directors using the information in the audited financial statements are free from material misstatement and consistent with the consolidated financial statements and the information obtained during the audit.

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

Financial Report

106 Bizim Toptan Sales Stores
1 January - 31 December 2023
Consolidated Financial Statements and
Independent Auditor's Report





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

INDEPENDENT AUDITOR'S REPORT

To the General Assembly of Bizim Toptan Satış Mağazaları A.Ş.

A. Audit of the consolidated financial statements

1. Our opinion

We have audited the accompanying consolidated financial statements of Bizim Toptan Satış Mağazaları A.Ş. (the "Company") and its subsidiaries (collectively referred to as the "Group") which comprise the consolidated statement of financial position as at 31 December 2023, the consolidated statement of profit or loss and other comprehensive income, the consolidated statement of changes in equity and the consolidated statement of cash flows for the year then ended and notes to the consolidated financial statements comprising a summary of significant accounting policies (Notes 1 to 26).

In our opinion, the consolidated financial statements present fairly, in all material respects, the financial position of the Group as at 31 December 2023, 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 Consolidated Financial Statements" section of our report. We hereby declare that we are independent of the Group 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.



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3. Other information

The Group Management is responsible for the other information. The other information comprises the Appendix "Other information" and does not constitute a part of the consolidated financial statements and our auditor's report thereon.

Our opinion on the consolidated financial statements does not cover the other information and we do not express any form of assurance thereon.

In connection with our audit of the consolidated financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the consolidated financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated. If, based on the work we have performed, we conclude that there is a material misstatement within this other information, we are required to report that fact. We have nothing to report in this regard.

4. Key audit matters

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



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Key Audit Matters	How the key audit matter was addressed in the audit
<p>Revenue recognition (Notes 2.5 and 15 to the accompanying consolidated financial statements)</p> <p>The Group operates in the domestic retail market with 182 stores in total as of 31 December 2023.</p> <p>In addition to being the most important financial statement line item for the retail industry, revenue along with the total number of stores is one of the most important criteria for evaluation of performance and results of strategies applied by the management.</p> <p>Revenue, amounting to TRY 32,222,254 thousand for the year ended 31 December 2023 is material to the consolidated financial statements and its audit is a key audit matter since the completeness and accuracy of revenue transactions are difficult to audit due to the high volume of transactions resulting from the number of stores and the high number of sales points.</p>	<p>How our audit addressed the key audit matter</p> <p>The audit procedures performed include a combination of understanding of key controls in the revenue recognition process, substantive tests and analytical procedures.</p> <p>The revenue recognition process was understood by way of inquiries with the process owners and the design effectiveness, implementation and operating effectiveness of key controls were evaluated.</p> <p>Sales in the consolidated financial reporting period were tested using the sampling method.</p> <p>Confirmations for trade receivables selected and sent using the sampling method and reconciliation of the confirmations with consolidated financial statements performed.</p> <p>Since there is high number of sales points, testing on a sample basis was performed for recognition of daily transfers made to the cash boxes.</p> <p>Substantive analytical procedures were performed in order to assess the variance in revenue. In the analytical procedures, the effects of new stores and existing stores were evaluated for the revenue increase and gross profit percentages were compared. Product and category based sales and gross margins were compared to prior periods and their consistency was evaluated.</p> <p>Completeness, recognition and cut-off of revenue is tested with analytical procedures and substantive tests performed.</p> <p>In addition to these, measurement of revenue and adequacy and compliance of related disclosures included in the accompanying consolidated financial statements were evaluated from TFRS standpoint.</p>



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Key Audit Matters	How the key audit matter was addressed in the audit
<p>Application of TAS 29-Financial Reporting in Hyperinflationary Economies</p> <p>As described in Note 2.1, TAS 29 "Financial reporting in hyperinflationary economies" is effective for the Company.</p> <p>TAS 29 requires financial statements to be restated into the current purchasing power at the end of the reporting period. Therefore, transactions in 2023 and non-monetary balances at the end of the period were restated to reflect the price index at 31 December 2023. The implementation of TAS 29 leads to a significant change in certain financial statement line items pervasively. The impact of TAS 29 is reliant upon complex calculations and several judgements in the restatement of relevant balance sheet items and transactions during the year. The preparation of consolidated financial statements using a current purchasing power approach requires a complex series of procedures and reconciliations.</p> <p>We considered the application of TAS 29 to be a matter of most significance to the audit due to judgement applied, high degree of complexity in calculation and the risk of the data used being incomplete or inaccurate in the restatement process.</p>	<p>The audit procedures we have applied for application of TAS 29 - Financial Reporting in Hyperinflationary Economies are summarized below:</p> <p>We obtained an updated understanding of the Company's processes and accounting policies,</p> <p>We obtained an understanding and evaluated the relevant controls designed and implemented by management resulting from implementation of TAS 29,</p> <p>We obtained detailed listings of non-monetary items and agreed the original cost and dates of acquisition to supporting documentation,</p> <p>We evaluated the reasonableness of judgements used by management by comparing them with recognised practices and applying our industry knowledge and experience. We also checked if the judgements have been used consistently in all periods,</p> <p>We determined whether the segregation of monetary and non-monetary items made by the management is in accordance with TFRS,</p> <p>We tested the restatement of non-monetary items, the income statement and preparation of the cash flows with the inflationary effects by checking the methodology and general price index rates used.</p>



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

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

In preparing the consolidated financial statements, management is responsible for assessing the Group'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 Group or to cease operations, or has no realistic alternative but to do so.

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

6. Auditor's responsibilities for the audit of the consolidated 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 consolidated 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 consolidated 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 Group's internal control.



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· 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 Group'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 consolidated 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 Group to cease to continue as a going concern.

· Evaluate the overall presentation, structure and content of the consolidated financial statements, including the disclosures, and whether the consolidated financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

· Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the Group to express an opinion on the consolidated financial statements. We are responsible for the direction, supervision and performance of the Group audit. We remain solely responsible for our audit opinion

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 consolidated 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.



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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 2023 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 30 April 2024.

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

Mert Tüten, SMMM
Independent Auditor

İstanbul, 30 April 2024

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BİZİM TOPTAN SATIŞ MAĞAZALARI A.Ş. AND ITS SUBSIDIARIES

CONSOLIDATED STATEMENTS OF FINANCIAL POSITION AS AT 31 DECEMBER 2023 AND 31 DECEMBER 2022

(Amounts expressed in thousands of Turkish Lira ("TRY") in terms of purchasing power of the TRY at 31 December 2023 unless otherwise indicated.)

	Notes	Audited	Restated(*) Audited	Restated(*) Audited
		31 December 2023	31 December 2022	31 December 2021
Assets				
Current Assets		5,096,295,511	6,838,897,712	5,932,725,018
Cash and Cash Equivalents	4	905,127,202	1,146,195,058	1,788,872,864
Trade Receivables		1,351,357,344	1,657,322,444	1,412,534,775
Due from Related Parties	6, 24	24,703,244	43,995,543	22,647,914
Due from Non-Related Parties	6	1,326,654,100	1,613,326,901	1,389,886,861
Other Receivables		12,365,529	259,468,553	6,146,697
Other Receivables from-Related Parties	7,24	4,240,295	254,088,910	4,104,300
Other Receivables from Non-Related Parties	7	8,125,234	5,379,643	2,042,397
Inventories	8	2,272,925,244	3,344,022,347	2,516,125,919
Prepaid Expenses	9	385,917,220	177,021,492	182,981,633
Current Income Tax Assets		8,937,838	62,022,510	558,293
Other Current Asset		159,665,134	192,845,308	25,504,837
Non-Current Assets		4,169,175,968	3,361,832,215	2,669,846,510
Other Receivables		12,583,381	21,582,375	13,808,601
Other Receivables from Non-Related Parties - UV	7	12,583,381	21,582,375	13,808,601
Tangible Assets	10	1,831,956,690	1,603,862,305	1,261,661,052
Right of Use Assets	10	1,649,902,247	1,150,217,246	935,723,137
Intangible Assets	11	293,348,521	278,922,652	314,054,222
Prepaid Expenses - UV	9	720,509	14,829,563	605,383
Deferred Tax Asset	22	380,664,620	292,418,074	143,994,115
Total Assets		9,265,471,479	10,200,729,927	8,602,571,528

(*) Restating effects are described in Note 2.

The accompanying notes are an integral part of these consolidated financial statements.

BİZİM TOPTAN SATIŞ MAĞAZALARI A.Ş. AND ITS SUBSIDIARIES

CONSOLIDATED STATEMENTS OF FINANCIAL POSITION AS AT 31 DECEMBER 2023 AND 31 DECEMBER 2022

(Amounts expressed in thousands of Turkish Lira ("TRY") in terms of purchasing power of the TRY at 31 December 2023 unless otherwise indicated.)

	Notes	Audited	Restated(*) Audited	Restated(*) Audited
		31 December 2023	31 December 2022	31 December 2021
Liabilities				
Current Liabilities		6,019,964,073	7,174,769,171	6,395,938,456
Short-term Borrowings		342,659,195	210,096,378	248,476,722
Financial Lease Obligations		--	1,778,358	2,447,098
Lease Liabilities due to Related Parties		12,026,442	495,566	680,058
Lease Liabilities due to Non-Related Parties	5	330,632,753	207,822,454	245,349,566
Trade Payables		5,145,360,166	6,339,469,766	5,714,233,868
Due to Related Parties	6,24	1,597,671,777	1,622,586,083	1,453,026,956
Due to Non-Related Parties	6	3,547,688,389	4,716,883,683	4,261,206,912
Other Payables		8,375,737	3,257,885	7,961,838
Other payables due to related parties		7,536,973	2,629,125	7,562,427
Other payables due to third parties		838,764	628,760	399,411
Liabilities for Employee Benefits	13	136,842,970	133,321,722	64,508,503
Deferred Income	9	71,867,355	143,314,172	70,239,238
Current Income Tax Liabilities		-	15,822,918	58,208,414
Short-term Provisions		264,772,609	300,489,453	212,190,492
Provision for Employee Benefits	13	125,304,158	137,286,024	92,823,146
Other Short-term Provisions	12	139,468,451	163,203,429	119,367,346
Other Current Liabilities	14	50,086,041	28,996,877	20,119,381
Other Current Liabilities to Related Parties		14,226,478	-	60,535
Other Current Liabilities to Non-related Parties		35,859,563	28,996,877	20,058,846
Non-Current Liabilities		1,277,079,402	991,544,826	898,492,922
Long-term Borrowings		642,388,159	360,755,377	417,404,184
Financial Lease Obligations		-	-	3,068,135
Lease Liabilities due to Related Parties	5	40,498,950	1,244,082	1,859,261
Lease Liabilities due to Non-Related Parties	5	601,889,209	359,511,295	412,476,788
Other Payables		23,184,513	40,398,875	65,187,835
Other payables due to related parties		23,184,513	40,398,875	65,187,835
Long-term Provisions		177,842,996	221,116,586	138,730,143
Provision for Employee Benefits	13	177,842,996	221,116,586	138,730,143
Deferred tax liability		429,375,493	341,791,355	258,934,168
Deferred Income	9	4,288,241	27,482,633	18,236,592
Equity		1,968,428,004	2,034,415,930	1,308,140,150
Shareholders' Equity		1,953,876,572	2,039,748,190	1,360,091,337
Share Capital	15	80,476,074	60,000,000	60,000,000
Capital adjustment differences		572,800,075	572,800,075	572,800,075
Treasury shares		(81,682,846)	(81,682,846)	(81,682,846)
Share premiums		797,552,134	797,552,134	797,552,134
Other Comprehensive Expense not to be Reclassified to Profit or Loss		(81,024,346)	(10,233,020)	-
Defined benefit plans remeasurement losses		(81,024,346)	(10,233,020)	-
Restricted Reserves Appropriated from Profits	15	138,212,697	120,465,311	120,465,311
Impact of business combinations under common control	15	360,558,556	381,034,630	381,034,630
Retained Earnings		97,042,430	(490,077,966)	(795,009,992)
Net Profit for the Year	15	69,941,798	689,889,872	304,932,025
Non-Controlling Interests		14,551,432	(5,332,260)	(51,951,187)
Total Liabilities		9,265,471,479	10,200,729,927	8,602,571,528

(*) Restating effects are described in Note 2.

The accompanying notes are an integral part of these consolidated financial statements.

BİZİM TOPTAN SATIŞ MAĞAZALARI A.Ş. AND ITS SUBSIDIARIES

STATEMENTS OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME FOR THE PERIODS

1 JANUARY - 31 DECEMBER 2023 AND 2022

(Amounts expressed in thousands of Turkish Lira ("TRY") in terms of purchasing power of the TRY at 31 December 2023 unless otherwise indicated.)

	Note	Audited	Restated(*) Audited
		1 January- 31 December 2023	1 January- 31 December 2022
PROFIT OR LOSS			
Revenue	16	32,222,253,505	31,937,713,710
Cost of Sales (-)	16	(29,065,848,158)	(28,828,587,420)
Gross Profit		3,156,405,347	3,109,126,290
Marketing Expenses (-)	17, 18	(3,317,686,495)	(2,874,275,144)
General Administrative Expenses (-)	17, 18	(685,187,568)	(612,498,367)
Other Income from Operating Activities	19	750,259,942	245,255,715
Other Expenses from Operating Activities (-)	19	(1,428,618,993)	(879,150,965)
Operating Profit		(1,524,827,767)	(1,011,542,471)
Income from Investing Activities	20	315,312,239	209,605,493
Expense from Investing Activities (-)	20	(17,519,050)	(1,203,185)
Profit Before Financial Expenses (-)		(1,227,034,578)	(803,140,163)
Financial Expenses (-)	21	(820,160,294)	(509,036,127)
Monetary gain		2,147,877,661	2,104,463,464
Profit Before Tax from Continued Operations		100,682,789	792,287,174
Tax Income from Continued Operations (-)		(25,862,726)	(55,778,373)
Current Tax Expense	22	(384,074)	(118,786,893)
Deferred Tax Income	22	(25,478,652)	63,008,520
Net Profit for The Year		74,820,063	736,508,801
Net profit attributable to			
Non-controlling interest		4,878,265	46,618,929
Equity holders of parent		69,941,798	689,889,872
Earnings per share (TRY)	23	0,869	8,573
Other Comprehensive Expense			
Items not to be reclassified to profit or loss		(70,791,326)	(10,233,020)
Defined benefit plans re-measurement losses	15	(91,101,998)	(12,791,261)
Deferred Tax Income Related to Items not to be Reclassified to Profit or Loss	22	20,310,672	2,558,241
Total Other Comprehensive Income		4,028,737	726,275,781
Distribution of total other comprehensive income			
Non-controlling interest		19,883,692	46,618,927
Equity holders of parent		(15,854,955)	679,656,854

(*) Restating effects are described in Note 2.

The accompanying notes are an integral part of these consolidated financial statements.

BİZİM TOPTAN SATIŞ MAĞAZALARI A.Ş. AND ITS SUBSIDIARIES
CONSOLIDATED STATEMENTS OF CHANGE IN EQUITY FOR THE PERIODS 1 JANUARY - 31 DECEMBER 2023 AND 2022

(Amounts expressed in thousands of Turkish Lira ("TRY") in terms of purchasing power of the TRY at 31 December 2023 unless otherwise indicated.)

	Notes	Share Capital	Capital adjustment differences	Restricted Reserves Appropriated from Profits	Repurchased shares (-)	Share premiums	Impact of business combinations under common control	Other Comprehensive Expense not to be Reclassified to Profit or Loss		Retained earnings/ accumulated losses	Net Profit for the Year	Equity of the parent company	Non-Controlling Interests	Total Equity
								Share Capital	Capital adjustment differences					
Balances at 1 January 2022 (Previously reported)		60,000,000	-	23,613,294	(22,299,530)	-	-	(35,635,870)	155,907,096	135,555,203	317,240,193	(38,087)	317,202,106	
Transactions under common control		-	572,800,075	96,852,017	(59,383,316)	797,552,134	381,034,630	35,535,870	(950,917,088)	169,376,822	1,042,851,144	(51,913,100)	990,938,044	
Balances at 1 January 2022 (Restated)		60,000,000	572,800,075	120,465,311	(81,682,846)	797,552,134	381,034,630	-	(795,009,992)	304,932,025	1,360,091,337	(51,951,187)	1,308,140,150	
Transfers	15	-	-	-	-	-	-	-	304,932,026	(304,932,026)	-	-	-	
Total comprehensive income	15	-	-	-	-	-	-	(10,233,020)	-	689,889,873	679,656,853	46,618,927	726,275,780	
Balances at 31 December 2022		60,000,000	572,800,075	120,465,311	(81,682,846)	797,552,134	381,034,630	(10,233,020)	(490,077,966)	689,889,872	2,039,748,190	(5,332,260)	2,034,415,930	
Balances at 1 January 2023 (Previously reported)		60,000,000	572,800,075	107,306,418	(81,682,846)	-	-	(6,646,684)	798,111,760	569,466,510	2,019,355,233	81,652	2,019,436,885	
Transactions under common control		-	-	13,158,893	-	797,552,134	381,034,630	(3,586,336)	(1,288,189,726)	120,423,362	20,392,957	(5,413,912)	14,979,045	
Balances at 1 January 2023 (Restated)		60,000,000	572,800,075	120,465,311	(81,682,846)	797,552,134	381,034,630	(10,233,020)	(490,077,966)	689,889,872	2,039,748,190	(5,332,260)	2,034,415,930	
Transfers	15	-	-	177,473,866	-	-	(20,476,074)	-	672,142,486	(689,889,872)	-	-	-	
Capital increase	15	-	20,476,074	-	-	-	-	-	-	-	-	-	-	
Transactions regarding non-controlling interests	15	-	-	-	-	-	-	-	(16,237,182)	-	(16,237,182)	-	(16,237,182)	
Dividends paid(*)	15	-	-	-	-	-	-	-	(68,784,908)	-	(68,784,908)	-	(68,784,908)	
Total comprehensive income	15	-	-	-	-	-	-	(70,791,326)	-	69,941,798	(649,528)	19,883,692	19,034,164	
Balances at 31 December 2023		80,476,074	572,800,075	138,212,897	(81,682,846)	797,552,134	360,558,556	(81,024,346)	97,042,430	69,941,798	1,953,876,572	14,551,432	1,968,428,004	

(*) The Board of Directors decided to distribute dividends for 2022 on May 4, 2023, and it was approved by the General Assembly held on June 7, 2023, to be paid on October 9, 2023. Profit distribution payment has been made.

The accompanying notes are an integral part of these consolidated financial statements.

BİZİM TOPTAN SATIŞ MAĞAZALARI A.Ş. AND ITS SUBSIDIARIES**CONSOLIDATED STATEMENTS OF CASH FLOWS FOR THE PERIODS 31 DECEMBER 2023 AND 2022**

(Amounts expressed in thousands of Turkish Lira ("TRY") in terms of purchasing power of the TRY at 31 December 2023 unless otherwise indicated.)

	Notes	Audited	Restated(*) Audited
		1 January- 31 December 2023	1 January- 31 December 2022
A. Cash Flows from Operating Activities		1,164,548,522	1,759,257,843
Net Profit for the period		74,820,063	736,508,801
Adjustments to reconcile net profit to net cash			
Adjustments for depreciation and amortisation expense	10,11	770,521,733	596,909,508
Adjustments related to provisions	12,13	69,322,375	319,343,946
Provision for impairment of trade receivable allowance	6	14,980,030	6,353,359
Provision for impairment of inventories	8	(94,655,284)	4,073,115
Loss on sale of fixed assets, net	20	17,622,249	3,708,792
Adjustment for profit/(loss) reconciliation		(695,464,504)	(579,650,753)
Adjustments related to interest (income)/expense	20,21	514,239,631	315,600,997
Adjustment for income/(expense) tax expense	22	19,648,264	(63,008,532)
Adjustments for monetary loss/(gain)		266,863,597	932,985,313
Changes in working capital		323,491,715	(519,435,690)
Changes in trade receivables		218,645,593	(220,959,181)
Changes in inventories		1,165,752,387	(831,969,543)
(Increase)/decrease in other receivables related to operations		76,695,336	(367,484,501)
Increase in prepaid expenses		(194,786,674)	(8,264,039)
Changes in trade payables		(884,488,451)	728,496,517
(Increase)/decrease in other payables related to operations		(58,326,476)	180,745,057
Cash generated from operating activities		1,281,389,869	1,753,388,856
Taxes returns /(paid)		-	85,183,298
Employee benefits paid	13	(116,841,347)	(79,314,311)
B. Cash Flows from Investing Activities		(316,627,259)	(417,380,593)
Proceeds from sale of tangible assets		20,993,165	-
Cash outflows of purchases of tangible and intangible assets		(643,541,087)	(610,815,723)
Interest received	20	305,920,663	193,435,130
C. Cash Flows from Financing Activities		(638,415,079)	(856,583,266)
Cash outflows/inflows from borrowings		249,848,615	(249,984,610)
Cash outflows from payments of borrowings due from leasing agreements	5	(1,513,235)	(1,954,795)
Cash inflows from stock issue premiums		20,476,074	-
Cash outflows from payments of borrowings due from lease liabilities		(308,261,392)	(226,145,385)
Interest paid	5,21	(530,180,233)	(378,498,476)
Dividends paid		(68,784,908)	-
D. Monetary gain/loss effect on cash and cash equivalents		(450,574,040)	(1,127,971,790)
Net decrease in cash and cash equivalents (A+B+C+D)	4	(241,067,856)	(642,677,806)
E. Cash and cash equivalents at the beginning of the year	4	1,146,195,058	1,788,872,864
Cash and cash equivalents at the end of the year (A+B+C+D+E)	4	905,127,202	1,146,195,058

The accompanying notes are an integral part of these consolidated financial statements.

BİZİM TOPTAN SATIŞ MAĞAZALARI A.Ş. AND ITS SUBSIDIARIES NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2023

(Amounts expressed in thousands of Turkish Lira ("TRY") in terms of purchasing power of the TRY at 31 December 2023 unless otherwise indicated.)

1. ORGANIZATION AND OPERATIONS OF THE GROUP

Bizim Toptan Satış Mağazaları A.Ş. (the "Company"). was established in 2001 and registered in Istanbul in accordance with Turkish Commercial Code. The head office of the Company is located in Kuşbaşı Cad. No.19 Altunizade-Üsküdar/İstanbul.

The main field of activity of the Company and its subsidiaries ("Group") is wholesale and retail sale of fast moving consumer goods to retail outlets such as grocery stores, markets, buffets, catering businesses, corporate customers, individual customers, commercial taxpayer real and legal persons.

As of 31 December 2023, the Company has 182 stores in 71 provinces (31 December 2022: 173 in 70 provinces). As of 31 December 2023, the number of personnel employed within the Group is 3,417 (31 December 2022: 3,463).

As of 31 December 2023, the number of business partner markets included in the Group's goods supply business partnership system is 2,747 (31 December 2022: 2,409).

Yıldız Holding A.Ş. is the main shareholder of the Group and the party holding the main control. Yıldız Holding A.Ş. is controlled by the Ülker family. Group shares have been traded on Borsa Istanbul since February 3, 2011.

As of 31 December 2023, the names and percentages of the shareholders of the Group's share capital are as follows:

Name of the Shareholders (*)	(%)	31 December 2023	(%)	31 December 2022
Yıldız Holding A.Ş.	66.59	53,587,365	55.19	33,111,291
Public quotation	33.41	26,888,709	44.81	26,888,709
	100	80,476,074	100	60,000,000

(*) Organized according to partnership structure and Central Registry Agency data published in KAP.

Subsidiary company	Direct and indirect effective ownership rates %	
	31 December 2023	31 December 2022
g2mEKSPER Satış ve Dağıtım Hizmetleri A.Ş.(*)	90	-
Duru G2M Gıda Dağıtım Pazarlama ve Ticaret A.Ş.(**)	100	-
SEÇ Marketçilik A.Ş. (***)	90	90

(*) The Group acquired all shares of g2mEKSPER Satış ve Dağıtım Hizmetleri A.Ş., which is 90% owned by Yıldız Holding A.Ş., by issuing capital worth 20,476,074 TL to Yıldız Holding on 29 December 2023.

(**) The Group has an indirect share in the relevant company.

(***) SEÇ Marketçilik A.Ş. in which Bizim Toptan Satış Mağazaları A.Ş. owns 90% of the capital and has a capital of TRY50,000 was registered on 19 August 2020 and its establishment procedures were completed.

The company and its subsidiary will be referred to as the Group..

Approval of Financial Statements:

The consolidated financial statements have been presented for the approval of the Board of Directors and given authority to publish as of 30 April 2024. General Assembly has the right to change these consolidated financial statements.

BİZİM TOPTAN SATIŞ MAĞAZALARI A.Ş. AND ITS SUBSIDIARIES NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2023

(Amounts expressed in thousands of Turkish Lira ("TRY") in terms of purchasing power of the TRY at 31 December 2023 unless otherwise indicated.)

2. BASIS OF PRESENTATION OF FINANCIAL STATEMENTS

2.1 Basis of the presentation

The consolidated financial statements are prepared in accordance with Turkish Financial Reporting Standards ("TFRS") published by Public Oversight Accounting and Auditing Standards Authority ("POA") as set out in the Communiqué numbered II-14.1 "Communiqué on Principles of Financial Reporting in Capital Markets" published in the Official Gazette numbered 28676 on 13 June 2013. TFRSs consist of standards and interpretations which are published as Turkish Accounting Standards ("TAS"), Turkish Financial Reporting Standards, interpretations of TAS and interpretations of TFRS.

Consolidated financial statements has presented in accordance with the formats specified in the "Announcement on TMS Taxonomy" published by POA on October 4, 2022, and the "Financial Statement Examples and User Guide".

Statement of Compliance

The consolidated financial statements are prepared in accordance with Turkish Financial Reporting Standards ("TFRS") published by Public Oversight Accounting and Auditing Standards Authority ("POA") as set out in the Communiqué numbered II-14.1 "Communiqué on Principles of Financial Reporting in Capital Markets" published in the Official Gazette numbered 28676 on 13 June 2013. TFRSs consist of standards and interpretations which are published as Turkish Accounting Standards ("TAS"), Turkish Financial Reporting Standards, interpretations of TAS and interpretations of TFRS.

Restatement of financial statements in hyperinflationary periods

The Company prepared its financial statements as of and for the year ended 31 December 2023 by applying TAS 29 "Turkish Financial Reporting in Hyperinflationary Economies" in accordance with the announcement made by POA on 23 November 2023 and the "Implementation Guide on Financial Reporting in Hyperinflationary Economies". In accordance with the standard, that financial statements prepared in the currency of a hyperinflationary economy should be stated in terms of the purchasing power of that currency at the balance sheet date and for the purpose of comparison with prior period financial statements, comparative information is expressed in terms of the measuring unit current at the end of the reporting period. Therefore, the Company has also presented its financial statements as of 31 December 2022 on a purchasing power basis as of 31 December 2023.

In accordance with the CMB's decision dated 28 December 2023 and numbered 81/1820, issuers and capital market institutions subject to financial reporting regulations applying Turkish Accounting/Financial Reporting Standards are required to apply inflation accounting by applying the provisions of IAS 29 to their annual financial statements for the accounting periods ending on December 31, 2023.

BİZİM TOPTAN SATIŞ MAĞAZALARI A.Ş. AND ITS SUBSIDIARIES NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2023

(Amounts expressed in thousands of Turkish Lira ("TRY") in terms of purchasing power of the TRY at 31 December 2023 unless otherwise indicated.)

2. BASIS OF PRESENTATION OF FINANCIAL STATEMENTS (CONTINUED)

2.1 Basis of the presentation (Continued)

Restatements in accordance with TAS 29 have been made using the adjustment factor derived from the Consumer Price Index ("CPI") in Turkey published by the Turkish Statistical Institute. As at 31 December 2023, the indices and adjustment factors used in the restatement of the financial statements are as follows:

Date	Index	Correction Coefficient	Three-year Correcting Inflation Rates
31 December 2023	1,859.38	1,00000	268%
31 December 2022	1,128.45	1,64773	156%
31 December 2021	686.95	2,70672	%74

The main components of the Company's restatement for financial reporting purposes in hyperinflationary economies are as follows:

- The financial statements for the current period presented in TL are expressed in terms of the purchasing power of TL at the balance sheet date and the amounts for the previous reporting periods are restated in accordance with the purchasing power of TL at the end of the reporting period.
- Monetary assets and liabilities are not restated as they are currently expressed in terms of the measuring unit current at the balance sheet date. Where the inflation-adjusted amounts of non-monetary items exceed the recoverable amount or net realizable value, the provisions of TAS 36 and TAS 2 have been applied, respectively.
- Non-monetary assets, liabilities and equity items that are not expressed in the current purchasing power at the balance sheet date are restated by applying the relevant conversion factors.
- All items in the statement of comprehensive income, except for "the effects of non-monetary items in the balance sheet on the statement of comprehensive income", have been restated by applying the multipliers calculated over the periods in which the income and expense accounts were initially recognized in the financial statements.
- The effect of inflation on the Company's net monetary asset position in the current period is recognized in the statement of income in the net monetary position loss account.

2.2 Determination of Functional Currency

Financial statements of the Group are presented in the currency of the primary economic environment in which the entity operates (its functional currency). The results and financial position of the entity is expressed in TRY which is the functional and presentation currency of the Group.

BİZİM TOPTAN SATIŞ MAĞAZALARI A.Ş. AND ITS SUBSIDIARIES NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2023

(Amounts expressed in thousands of Turkish Lira ("TRY") in terms of purchasing power of the TRY at 31 December 2023 unless otherwise indicated.)

2. BASIS OF PRESENTATION OF FINANCIAL STATEMENTS (CONTINUED)

2.3 Going Concern

The consolidated financial statements of the Group have been prepared on the basis of the going concern.

2.4 Principles Regarding Consolidation

Consolidated financial statements include financial statements of entities controlled by the Group and its subsidiaries.

Control is obtained by the Group, when the following terms are met;

- Having power over the invested company/assets
- Is exposed, or has rights, to variable returns from its involvement with the investee; and
- Has the ability to use its power to affect its returns.

The Group reassesses whether or not it controls an investee if facts and circumstances indicate that there are changes to one or more of the three elements of control listed above.

Profit or loss and other comprehensive income are attributable to the equity holders of both the parent company and non-controlling interests. Total comprehensive income of subsidiaries is attributed to the owners of the Company and to the non-controlling interests even if this results in the non-controlling interests having a deficit balance.

When necessary, adjustments are made to the financial statements of the subsidiaries in relation to accounting policies so that they conform to the accounting policies followed by the Group. All cash flows from in-group assets and liabilities, equity, income and expenses, and transactions between Group companies are eliminated in consolidation.

2.5 Changes in the Accounting Policies

Significant changes in accounting policies are applied retrospectively and prior period financial statements are restated. The Group has not made any changes in its accounting policies in the current period.

BİZİM TOPTAN SATIŞ MAĞAZALARI A.Ş. AND ITS SUBSIDIARIES NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2023

(Amounts expressed in thousands of Turkish Lira ("TRY") in terms of purchasing power of the TRY at 31 December 2023 unless otherwise indicated.)

2. BASIS OF PRESENTATION OF FINANCIAL STATEMENTS (CONTINUED)

2.6 Changes and Errors in Accounting Estimates

Following changes in key estimates:

Changes in accounting estimates are applied prospectively in the current period when the change is made, if the change is related to future periods, both in the period in which the change is made and in future periods. There has been no significant change in the accounting estimates of the Group in the current year.

2.7 Application of New and Revised International Financial Reporting Standards (IFRSs)

a. Standards, amendments, and interpretations applicable as of 31 December 2023:

- **Narrow scope amendments to IAS 1, Practice Statement 2 and IAS 8;** effective from annual periods beginning on or after 1 January 2023. The amendments aim to improve accounting policy disclosures and to help users of the financial statements to distinguish between changes in accounting estimates and changes in accounting policies. These amendments have no material impact on the Group's consolidated financial statements.
- **Amendment to IAS 12 – Deferred tax related to assets and liabilities arising from a single transaction;** effective from annual periods beginning on or after 1 January 2023. These amendments require companies to recognise deferred tax on transactions that, on initial recognition give rise to equal amounts of taxable and deductible temporary differences. These amendments have no material impact on the Group's consolidated financial statements.
- **Amendment to IAS 12 - International tax reform;** The temporary exception is effective for December 2023 year ends and the disclosure requirements are effective for accounting periods beginning on or after 1 January 2023, with early application permitted. These amendments give companies temporary relief from accounting for deferred taxes arising from the Minimum Tax Implementation Handbook international tax reform. The amendments also introduce targeted disclosure requirements for affected companies. These amendments have no material impact on the Group's consolidated financial statements.

b. Standards, amendments, and interpretations that are issued but not effective as of 31 December 2023;

- **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. These amendments have no material impact on the Group's consolidated financial statements.

BİZİM TOPTAN SATIŞ MAĞAZALARI A.Ş. AND ITS SUBSIDIARIES NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2023

(Amounts expressed in thousands of Turkish Lira ("TRY") in terms of purchasing power of the TRY at 31 December 2023 unless otherwise indicated.)

2. BASIS OF PRESENTATION OF FINANCIAL STATEMENTS (CONTINUED)

2.7 Application of New and Revised International Financial Reporting Standards (IFRSs) (Continued)

- **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. These amendments have no material impact on the Group's consolidated financial statements.
- **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.
- **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. These amendments have no material impact on the Group's consolidated financial statements.
- **IFRS S1, '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.
- **IFRS S2, '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.

BİZİM TOPTAN SATIŞ MAĞAZALARI A.Ş. AND ITS SUBSIDIARIES NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2023

(Amounts expressed in thousands of Turkish Lira ("TRY") in terms of purchasing power of the TRY at 31 December 2023 unless otherwise indicated.)

2. BASIS OF PRESENTATION OF FINANCIAL STATEMENTS (CONTINUED)

2.8 Comparative Information and Restatement of Prior Period Financial Statements

The consolidated financial statements of the Group are prepared comparatively with the previous period in order to enable the determination of financial position and performance trends. In order to comply with the presentation of the current period consolidated financial statements, comparative information is rearranged when deemed necessary and important differences are disclosed. The Group has restated its prior period financial statements in order to comply with the presentation of the current period condensed consolidated financial statements.

As per the principle related to "Accounting for business combinations under common control" the Public Oversight Accounting and Auditing Standards Authority issued in the Official Gazette dated 21 July 2013, business combinations under common control shall be accounted through restating previous periods' financial statements via the pooling of interest method. In this case, with the acquisition of g2mEKSPER Satış ve Dağıtım Hizmetleri A.Ş. (Note:3) the Group restated its consolidated balance sheets as at 31 December 2022 and 2021 and restated the consolidated income statement, consolidated other comprehensive income statement and consolidated statement of changes in shareholders' equity for the periods.

The effects of the relevant regulations and classifications described above are presented below. The reported column shows the consolidated financial statement before the acquisition of g2mEKSPER, and the restated column shows the consolidated financial statement after the acquisition of g2mEKSPER, and the effects of the related acquisition are explained in Note 3.

	Previously reported 31 December 2022	Elimination Effects Included, Restating Effects	Restated Previously reported 31 December 2022
Assets			
Current Assets	4,975,792,032	1,863,105,680	6,838,897,712
Cash and Cash Equivalents	1,045,627,828	100,567,230	1,146,195,058
Trade Receivables	745,485,891	911,836,553	1,657,322,444
Other Receivables	4,412,167	255,056,386	259,468,553
Inventories	2,829,157,397	514,864,950	3,344,022,347
Prepaid Expenses	144,790,515	32,230,977	177,021,492
Current Income Tax Assets	62,022,510	-	62,022,510
Other Current Asset	144,295,724	48,549,584	192,845,308
Non-Current Assets	3,117,757,961	244,074,254	3,361,832,215
Other Receivables V	20,766,136	816,239	21,582,375
Tangible Assets	1,492,641,485	111,220,820	1,603,862,305
Right of Use Assets	1,056,852,833	93,364,413	1,150,217,246
Intangible Assets	266,574,245	12,348,407	278,922,652
Prepaid Expenses	-	14,829,563	14,829,563
Deferred Tax Assets	280,923,262	11,494,812	292,418,074
Total assets	8,093,549,993	2,107,179,934	10,200,729,927

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2. BASIS OF PRESENTATION OF FINANCIAL STATEMENTS (CONTINUED)

**2.8 Comparative Information and Restatement of Prior Period Financial Statements
(Continued)**

Liabilities	Previously reported 31 December 2022	Elimination Effects Included, Restateing Effects	Restated Previously reported 31 December 2022
Current Liabilities	5,282,450,242	1,892,318,929	7,174,769,171
Short-term Borrowings	179,241,423	30,854,955	210,096,378
Trade Payables	4,659,634,899	1,679,834,867	6,339,469,766
Other Payables	-	3,257,885	3,257,885
Liabilities for Employee Benefits	112,652,216	20,669,506	133,321,722
Deferred Income	98,779,778	44,534,394	143,314,172
Current Income Tax Liabilities	-	15,822,918	15,822,918
Short-term Provisions	209,044,027	91,445,426	300,489,453
Other Current Liabilities	23,097,899	5,898,978	28,996,877
Non-Current Liabilities	857,358,553	134,186,273	991,544,826
Long-term Borrowings	335,096,908	25,658,469	360,755,377
Other Payables	-	40,398,875	40,398,875
Long-term Provisions	176,306,474	44,810,112	221,116,586
Deferred tax liability	328,478,437	13,312,918	341,791,355
Deferred Income	17,476,734	10,005,899	27,482,633
Equity	1,953,741,198	80,674,732	2,034,415,930
Shareholders' Equity	1,953,642,631	86,105,559	2,039,748,190
Share Capital	60,000,000	-	60,000,000
Capital adjustment differences	572,800,075	-	572,800,075
Treasury shares	(81,682,846)	-	(81,682,846)
Share premiums	-	797,552,134	797,552,134
Other Comprehensive Expense not to be Reclassified to Profit or Loss	(6,646,684)	(3,586,336)	(10,233,020)
Defined benefit plans remeasurement losses	(6,646,684)	(3,586,336)	(10,233,020)
Restricted Reserves Appropriated from Profits	107,306,417	13,158,894	120,465,311
Impact of business combinations under common control	-	381,034,630	381,034,630
Retained Earnings	798,111,761	(1,288,189,727)	(490,077,966)
Net Profit for the Year	503,753,908	186,135,964	689,889,872
Non-Controlling Interests	98,567	(5,430,827)	(5,332,260)
Total Liabilities	8,093,549,993	2,107,179,934	10,200,729,927

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2. BASIS OF PRESENTATION OF FINANCIAL STATEMENTS (CONTINUED)

**2.8 Comparative Information and Restatement of Prior Period Financial Statements
(Continued)**

Assets	Previously reported 31 December 2022	Elimination Effects Included, Restateing Effects	Restated Previously reported 31 December 2022
Current Asset	4,401,827,521	1,530,897,497	5,932,725,018
Cash and Cash Equivalents	1,584,484,684	204,388,180	1,788,872,864
Trade Receivables	469,846,782	942,687,993	1,412,534,775
Other Receivables	4,074,198	2,072,499	6,146,697
Inventories	2,214,773,095	301,352,824	2,516,125,919
Prepaid Expenses	117,929,171	65,052,462	182,981,633
Current Income Tax Assets	-	558,293	558,293
Other Current Asset	10,719,591	14,785,246	25,504,837
Non-Current Asset	2,507,969,502	161,877,008	2,669,846,510
Other Receivables V	12,146,206	1,662,395	13,808,601
Tangible Assets	1,239,450,221	22,210,831	1,261,661,052
Right of Use Assets	850,499,310	85,223,827	935,723,137
Intangible Assets	303,925,313	10,128,909	314,054,222
Prepaid Expenses	605,383	-	605,383
Deferred Tax Assets	101,343,069	42,651,046	143,994,115
Total Assets	6,909,797,023	1,692,774,505	8,602,571,528

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2. BASIS OF PRESENTATION OF FINANCIAL STATEMENTS (CONTINUED)
**2.8 Comparative Information and Restatement of Prior Period Financial Statements
(Continued)**

	Previously reported 31 December 2022	Elimination Effects Included, Restating Effects	Restated Previously reported 31 December 2022
Liabilities			
Current Liabilities	4,684,474,909	1,711,463,547	6,395,938,456
Short-term Borrowings	210,980,735	37,495,987	248,476,722
Trade Payables	4,169,385,813	1,544,848,055	5,714,233,868
Other Payables	-	7,961,838	7,961,838
Liabilities for Employee Benefits	53,023,536	11,484,967	64,508,503
Deferred Income	28,560,190	41,679,048	70,239,238
Current Income Tax Liabilities	58,208,414	-	58,208,414
Short-term Provisions	148,052,340	64,138,152	212,190,492
Other Current Liabilities	16,263,881	3,855,500	20,119,381
Non-Current Liabilities	768,705,055	129,787,867	898,492,922
Long-term Borrowings	389,534,090	27,870,094	417,404,184
Other Payables	-	65,187,835	65,187,835
Long-term Provisions	114,333,992	24,396,151	138,730,143
Deferred tax liability	246,600,381	12,333,787	258,934,168
Deferred Income	18,236,592	-	18,236,592
Equity	1,456,617,059	(148,476,909)	1,308,140,150
Shareholders' Equity	1,456,622,386	(96,531,048)	1,360,091,337
Share Capital	60,000,000	-	60,000,000
Capital adjustment differences	572,800,075	-	572,800,075
Treasury shares	(81,682,846)	-	(81,682,846)
Share premiums	-	797,552,134	797,552,134
Other Comprehensive Expense not to be Reclassified to Profit or Loss	107,306,418	13,158,893	120,465,311
Defined benefit plans remeasurement losses	575,511,875	(1,370,521,867)	(795,009,992)
Restricted Reserves Appropriated from Profits	222,686,864	82,245,161	304,932,025
Impact of business combinations under common control	(5,327)	(51,945,860)	(51,951,187)
Total Liabilities	6,909,797,023	1,692,774,505	8,602,571,528

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2. BASIS OF PRESENTATION OF FINANCIAL STATEMENTS (CONTINUED)
**2.8 Comparative Information and Restatement of Prior Period Financial Statements
(Continued)**

	Previously reported 31 December 2022	Elimination Effects Included, Restating Effects	Restated Previously reported 31 December 2022
Profit or loss			
Revenue	26,525,853,575	5,411,860,135	31,937,713,710
Cost of Sales (-)	(24,135,821,978)	(4,692,765,442)	(28,828,587,420)
Gross profit	2,390,031,597	719,094,693	3,109,126,290
Marketing Expenses (-)	(2,347,210,353)	(527,064,791)	(2,874,275,144)
General Administrative Expenses (-)	(511,192,219)	(101,306,148)	(612,498,367)
Other Income from Operating Activities	197,774,992	47,480,723	245,255,715
Other Expenses from Operating Activities (-)	(842,730,233)	(36,420,732)	(879,150,965)
Operating profit	(1,113,326,216)	101,783,745	(1,011,542,471)
Income from Investing Activities	159,284,097	50,321,396	209,605,493
Expense from Investing Activities (-)	(1,203,185)	-	(1,203,185)
Profit before financial expenses	(955,245,304)	152,105,141	(803,140,163)
Financial Expenses (-)	1,848,719,414	(2,357,755,541)	(509,036,127)
Monetary gain	(425,784,955)	2,530,248,419	2,104,463,464
Profit Before Tax from Continued Operations	467,689,155	324,598,019	792,287,174
Tax Income from Continued Operations	36,081,668	(91,860,041)	(55,778,373)
Current Tax Expense	(59,958,799)	(58,828,094)	(118,786,893)
Deferred Tax Income	96,040,467	(33,031,947)	63,008,520
Net Profit for The Year	503,770,823	232,737,978	736,508,801
Net profit attributable to			
Non-controlling interest	16,915	46,602,014	46,618,929
Equity holders of parent	503,753,908	186,135,964	689,889,872
Earnings per share (TRY)	8,396	3,102	11,498
Other Comprehensive Expense			
Items not to be reclassified to profit or loss	(9,818,354)	(414,666)	(10,233,020)
Defined benefit plans re-measurement losses Deferred Tax Income Related to Items not to be Reclassified to Profit or Loss	(12,791,261)	-	(12,791,261)
Other Comprehensive Expense Items not to be reclassified to profit or loss	2,972,907	(414,666)	2,558,241
Total Other Comprehensive Income	493,952,469	232,323,312	726,275,781
Distribution of total other comprehensive income			
Non-controlling interest	16,915	46,602,013	46,618,927
Equity holders of parent	493,935,554	185,721,299	679,656,854

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2. BASIS OF PRESENTATION OF FINANCIAL STATEMENTS (CONTINUED)

2.9 Summary of Significant Accounting Policies

Inventories:

Inventories are stated at the lower of cost and net realizable value expressed in purchasing power as of balance sheet date. Cost expressed in purchasing power is calculated as the average cost over the month. Net realizable value is the estimated selling price in the ordinary course of business less the estimated cost of completion and the estimated costs to make the sale. When the net realizable value of the inventories falls below its cost, the inventories are reduced to their net realizable value and are charged to the profit or statement in the year in which the impairment occurred. In cases where it is proven that the conditions that previously caused the inventories to be reduced to net realizable value no longer apply or an increase in net realizable value due to changing economic conditions, the reserve for impairment is reversed. The cancelled amount is limited to the previously allocated impairment amount.

Revenues from vendors, turnover premiums and discounts received from vendors are accounted for on an accrual basis during the period in which the vendors benefit from the services and are deducted from the cost of goods sold.

Tangible Assets:

Tangible assets are shown at cost, expressed in purchasing power, less accumulated depreciation and accumulated impairment losses. Assets under construction for administrative purposes or other purposes not yet determined are shown at cost 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 into the relevant tangible asset item. Such assets are depreciated when they are ready for use, as is the depreciation method used for other fixed assets. All other expenses are recognized as expense items in the consolidated statement of profit or loss as incurred.

Except for the investments in progress and lands the cost amounts of tangible fixed assets are depreciated over their expected useful lives using the straight-line method. Fixed assets acquired through finance leases are depreciated using the straight-line method, whichever is longer than their expected useful lives or the lease term specified in the contract.

The gain or loss resulting from the disposal of tangible fixed assets or the retirement of a tangible asset is determined as the difference between the sales revenue and the carrying value of the asset and is included in the profit or loss statement.

Special Costs

Leasehold improvements consist of permanent improvements to the leased stores that the Group expects to benefit from in the future. The Group accounts for leasehold improvements from the acquisition cost at the date of improvement, less accumulated depreciation and impairment, if any.

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2. BASIS OF PRESENTATION OF FINANCIAL STATEMENTS (CONTINUED)

2.9 Summary of Significant Accounting Policies (Continued)

Leasing Transactions:

The Group as lessor:

Rental income from operating leases is accounted for using the straight-line method over the relevant lease period. The direct initial costs incurred in realizing and negotiating the lease are included in the cost of the leased asset and are amortized over the lease term on a straight-line basis.

The Group as lessee:

At the inception of a contract, the Group assesses whether the contract is or contains a lease. If the contract transfers the right to control the use of the identified asset for a specified period of time, the contract is or includes a lease. The group considers the following conditions when assessing whether a contract transfers the right to control the use of an identified asset for a specified period of time:

- a) The contract contains an identified asset:- this may be specified explicitly or implicitly
- b) The asset should be physically distinct or represent substantially all of the capacity of a physically distinct asset. If the supplier has a substantive substitution right the asset is not identified.
- c) The Group has the right to obtain substantially all of the economic benefits from the use of an asset throughout the period of use and
- d) The Group has the right to direct use of the asset. The Group concludes to have the right of use. when it is predetermined how and for what purpose the Group will use the asset. The Group has the right to direct use of asset if either
 - i. The Group has the right to operate the asset (or to direct others to operate the asset in a manner that it determines) throughout the period of use. without the supplier having the right to change those operating instructions; or
 - ii. The customer designed the asset (or specific aspects of the asset) in a way that predetermines how and for what purpose the asset will be used throughout the period of use.

At the commencement date, the Group recognize a right-of-use asset and a lease liability in interim consolidated financial statements.

Right of use asset

The cost of the right-of-use asset shall comprise:

- a) The amount of the initial measurement of lease liability.
- b) Any lease payments made at or before the commencement date, less any lease incentives received.
- c) Any initial direct costs incurred by the lessee, and To apply a cost model, the Group measure the right-of-use asset at cost:
 - a) Less any accumulated depreciation and any accumulated impairment losses, and
 - b) Adjusted for any remeasurement of the lease liability.

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2. BASIS OF PRESENTATION OF FINANCIAL STATEMENTS (CONTINUED)

2.9 Summary of Significant Accounting Policies (Continued)

Leasing Transactions (Continued)

The Group as lessee (Continued)

The Group apply the depreciation requirements in TAS 16. "Property, Plant and Equipment" in depreciating the right-of-use asset, subject to the requirements. If the lease transfers ownership of the underlying asset to the lessee by the end of the lease term or if the cost of the right-of-use asset reflects that the lessee will exercise a purchase option, the Group depreciate the right-of-use asset from the commencement date to the end of the useful life of the underlying asset. Otherwise, The Group depreciate the right-of-use asset from the commencement date to the earlier of the end of the useful life of the right-of-use asset or the end of the lease term.

The Group apply TAS 36. "Impairment of Assets" to determine whether the right-of-use asset is impaired and to account for any impairment loss identified.

Lease liability

At the commencement date, the Group measure the lease liability at the present value of the lease payments that are not paid at that date. The lease payments are discounted using the interest rate implicit in the lease, if that rate can be readily determined. If that rate cannot be readily determined, the Group use the lessee's incremental borrowing rate.

At the commencement date, the lease payments included in the measurement of the lease liability comprise the following payments for the right to use the underlying asset during the lease term that are not paid at the commencement date:

- a) Fixed payments, less any lease incentives receivable.
- b) Variable lease payments that depend on an index or a rate, initially measured using the index or rate as at the commencement date.
- c) The exercise price of a purchase option if the Group is reasonably certain to exercise that option; and
- d) Payments of penalties for terminating the lease, if the lease term reflects the Group exercising an option to terminate the lease.

After the commencement date, the Group measure the lease liability by:

- a) Increasing the carrying amount to reflect interest on the lease liability.
- b) Reducing the carrying amount to reflect the lease payments made; and
- c) Remeasuring the carrying amount to reflect any reassessment or lease modifications, or to reflect revised substance fixed lease payments

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2. BASIS OF PRESENTATION OF FINANCIAL STATEMENTS (CONTINUED)

2.9 Summary of Significant Accounting Policies (Continued)

Leasing Transactions (Continued)

The Group as lessee (Continued)

Interest on the lease liability in each period during the lease term is the amount that produces a constant periodic rate of interest on the remaining balance of the lease liability. The Group determine the revised discount rate as the interest rate implicit in the lease for the remainder of the lease term, if that rate can be readily determined, or the lessee's incremental borrowing rate at the date of reassessment, if the interest rate implicit in the lease cannot be readily determined. After the commencement date, The Group remeasure the lease liability to reflect changes to the lease payments.

The Group shall remeasure the lease liability by discounting the revised lease payments using a revised discount rate, if either:

- a) There is a change in the lease term. The Group determine the revised lease payments on the basis of the revised lease term; or,
- b) There is a change in the assessment of an option to purchase the underlying asset. The Group determine the revised lease payments to reflect the change in amounts payable under the purchase option.

The Group determine the revised discount rate as the interest rate implicit in the lease for the remainder of the lease term, if that rate can be readily determined, or the lessee's incremental borrowing rate at the date of reassessment, if the interest rate implicit in the lease cannot be readily determined.

The Group remeasure the lease liability by discounting the revised lease payments, if either:

- a) There is a change in the amounts expected to be payable under a residual value guarantee. The Group determine the revised lease payments to reflect the change in amounts expected to be payable under the residual value guarantee.
- b) There is a change in future lease payments resulting from a change in an index or a rate used to determine those payments

The Group determines its revised lease payments related to the remaining leasing period considering its payments related to the revised agreement. Under these circumstances, the Group uses an unadjusted discount rate.

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2. BASIS OF PRESENTATION OF FINANCIAL STATEMENTS (CONTINUED)

2.9 Summary of Significant Accounting Policies (Continued)

Leasing Transactions (Continued)

The Group as lessee (Continued)

The Group recognises the restructuring of the lease as a separate leasing if both of the following are met:

- a) The restructuring extends the scope of the leasing by including the right of use of one or more underlying assets. and
- b) The lease payment amount increases as much as the appropriate adjustments to the price mentioned individually so that the increase in scope reflects the individual price and the terms of the relevant agreement.

The Group determines its revised lease payments related to the remaining leasing period considering its payments related to the revised agreement. Under these circumstances, the Group uses an unadjusted interest rate

Intangible Assets:

Intangible assets with finite useful lives that are acquired separately are carried at cost expressed in purchasing power less accumulated amortization and accumulated impairment losses. Amortization is recognized on a straight-line basis over their estimated useful lives. The estimated useful life and amortization method are reviewed at the end of each reporting period, with the effect of any changes in estimate being accounted for on a prospective basis. Intangible assets with indefinite useful lives that are acquired separately are carried at cost less accumulated impairment losses.

Franchise Rights and Trademarks

The net cash flows that intangible assets with indefinite useful life, including brands, are likely to provide to the Group cannot be calculated because it cannot be predicted for how long they will be used as a result of the analyzes that can be made. Therefore, these assets are not depreciated, but are tested for impairment annually.

Impairment of Assets:

Assets with an indefinite life are not amortized. Each year, an impairment test is applied for these assets. For assets that are subject to amortization, an impairment test is applied in case of situations or events where it is not possible to recover the book value. If the carrying amount of the asset exceeds its recoverable amount, an impairment loss is recorded. The recoverable amount is the higher of fair value less costs to sell or value in use. For assessment of impairment, assets are grouped at the lowest level with separately identifiable cash flows (cash generating units). Non-financial assets other than goodwill that are subject to impairment are reviewed for possible reversal of impairment at each reporting date.

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2. BASIS OF PRESENTATION OF FINANCIAL STATEMENTS (CONTINUED)

2.9 Summary of Significant Accounting Policies (Continued)

Borrowing Costs:

In the case of assets (qualified assets) that take significant time to get ready for use and sale, borrowing costs directly attributable to their acquisition, construction or production are included in the cost of the asset until it is ready for use or sale.

Borrowing costs are recorded in the profit or loss statement in the period they are incurred. Within the scope of TAS 23 (Revised), "Borrowing costs", the Group does not have any borrowing costs that should be capitalized.

Revenue

In line with TFRS 15 "Revenue from Contracts with Customers", which entered into force as of January 1, 2018, the Group recognizes revenue in its financial statements within the scope of the following five-stage model.

- Identification of contracts with customers,
- Identification of performance obligations in contracts,
- Determining the transaction price in the contracts,
- Distribution of the transaction price to the performance obligations,
- Revenue recognition.

The Group evaluates the goods or services committed in each contract with customers and determines each separable commitment to transfer the said goods or services as a separate performance obligation. For each performance obligation, whether the performance obligation will be fulfilled over time or at a specific moment is determined at the beginning of the contract. If the Group transfers control of a good or service over time and thus fulfills its performance obligations regarding related sales over time, it measures the progress towards the full fulfillment of the performance obligations and recognizes the revenue over time. When the Group fulfills or fulfills its performance obligation by transferring a promised good or service to its customer, the transaction price corresponding to this performance obligation is recorded in its financial statements as revenue. A good or service is transferred when (or after) control of the goods or services is in the hands of the customers.

When the Group evaluates the transfer of control of the goods or services sold to the customer, a) the Group's right to collect the goods or services, b) the customer's legal ownership of the goods or services, c) the transfer of the possession of the goods or services, d) the customer's ownership of the goods or services. It takes into account the ownership of the significant risks and rewards arising from owning, e) the conditions of acceptance of the goods or services by the customer. If the Group, at the beginning of the contract, predicts that the period between the transfer date of the promised good or service to the customer and the date the customer pays for such good or service will be one year or less, it does not adjust the promised price for the effect of a significant financing component. On the other hand, if there is an important financing element in the revenue, the revenue value is determined by discounting the future collections with the interest rate included in the financing element. The difference is recognized in the relevant periods as other operating income on an accrual basis.

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2. BASIS OF PRESENTATION OF FINANCIAL STATEMENTS (CONTINUED)

2.9 Summary of Significant Accounting Policies (Continued)

Financial assets

Classification and measurement: The Group accounts its financial assets in three classes as financial assets accounted for at amortized cost, fair value through profit or loss, and fair value reflected in other comprehensive income. The classification is made on the basis of the business model and expected cash flows determined according to the purpose of benefiting from financial assets. Management classifies financial assets on the date of purchase.

Financial assets that are not quoted in an active market and are not derivative instruments that have fixed or fixed payments, in which management has adopted the contractual cash flow collection business model and the terms of the contract include only the principal and interest payments arising from the principal balance on certain dates, are classified as assets accounted for at amortized cost. If their maturities are shorter than 12 months from the balance sheet date, they are classified as current assets, and if they are longer than 12 months, they are classified as non-current assets. Assets accounted for at amortized cost include "trade receivables" and "cash and cash equivalents" items in the statement of financial position.

Impairment: Since the trade receivables accounted for at amortized cost in the financial statements do not contain a significant financing component, the Group chooses the simplified application for impairment calculations and uses the provision matrix. With this application, the Group measures the expected credit loss allowance at an amount equal to the lifetime expected credit losses, unless the trade receivables are impaired for certain reasons. In the calculation of expected credit losses, the Group's forecasts for the future are also taken into account, together with the past experience of credit losses.

Cash and cash equivalents

Cash and cash equivalents are cash, demand deposits and other highly liquid short-term investments with maturities of 3 months or less from the date of purchase, immediately convertible into cash, and without significant risk of change in value.

Financial Liabilities:

Financial liabilities are recorded at the date they are received, after deducting the transaction expenses from the financial debt amount received. Financial liabilities are followed in the financial statements with their discounted values calculated with the effective interest rate on the following dates. The difference between the amount of the financial debt received (excluding transaction expenses) and the repayment value is recognized in the consolidated statement of profit or loss on an accrual basis over the financial liability period. Financial liabilities are classified as current liabilities, unless the Group has an unconditional right to defer repayment of the obligation for 12 months from the balance sheet date.

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2. BASIS OF PRESENTATION OF FINANCIAL STATEMENTS (CONTINUED)

2.9 Summary of Significant Accounting Policies (Continued)

Trade Receivables

Trade receivables resulting from the provision of a product or service to a buyer by the Group are shown net of deferred finance income. Short-term receivables with no specified interest rate are shown at their original invoice values unless the effect of accruing interest is significant.

The Group allocates provision for doubtful receivables for the related trade receivables, if there is objective evidence that collection is not possible. Objective evidence is when the claim is pending or in preparation for litigation or enforcement, the buyer is in significant financial difficulty, the buyer is in default, or it is probable that a significant and unpredictable delay will occur. The amount of this provision is the difference between the book value of the receivable and the recoverable amount. The recoverable amount is the discounted value of all cash flows, including the amounts that can be collected from guarantees and guarantees, based on the original effective interest rate of the trade receivable. In addition, the Group uses the provision matrix by choosing the simplified application for impairment calculations, since trade receivables accounted for at amortized cost in the financial statements do not contain an important financing component. With this application, the Group measures the expected credit loss allowance at an amount equal to the lifetime expected credit losses, unless the trade receivables are impaired for certain reasons. In the calculation of expected credit losses, the Group's forecasts for the future are also taken into account, together with the past experience of credit losses.

Effects of Exchange Rate Change:

The Group's financial statements are presented in the currency of the main economic environment in which they operate (the functional currency). The financial position and operating results of the business are expressed in Turkish Lira ("TRY"), which is the functional currency of the Group and the presentation unit for the financial statements.

During the preparation of the Group's financial statements, transactions in foreign currencies (currencies other than TRY) are recorded based on the exchange rates on the date of the transaction. Monetary assets and liabilities indexed to foreign currency in the balance sheet are translated into Turkish Lira using the exchange rates prevailing on the balance sheet date. Among the non-monetary items that are followed at fair value, those recorded in foreign currency are translated into TRY based on the exchange rates at the date of determination of the fair value. Foreign currency non-monetary items measured at historical cost are not reconverted.

Exchange differences are recognized in profit or loss in the period in which they occur, except as follows:

- Exchange differences related to assets under construction for future use and included in the cost of such assets, treated as an adjustment to interest costs on foreign currency denominated liabilities,
- Exchange differences arising from transactions carried out to provide financial hedging against foreign currency risks.

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2. BASIS OF PRESENTATION OF FINANCIAL STATEMENTS (CONTINUED)

2.9 Summary of Significant Accounting Policies (Continued)

Basic earnings per share:

It is calculated by adjusting for the dividend elements in ordinary shares issued during the year and dividing from equity by the weighted average number of ordinary shares outstanding during the financial year, excluding the entity's own repurchased shares. At the same time, the amount of capital increased with internal resources affects the re-display of the previous year's calculation.

Events After the Reporting Period:

Events after the reporting period; It covers all events between the balance sheet date and the date the balance sheet is authorized for issue, even if they occur after any announcement regarding profit for the period or other selected financial information has been made public. In case of occurrence of events requiring adjustment after the balance sheet date, the Group adjusts the amounts recognized in the financial statements in accordance with this new situation.

Provisions Contingent Assets and Liabilities:

Provisions

Provisions are recognized when the Group has a legal or constructive obligation as a result of past events and it is probable that an outflow of resources will be required to settle this obligation, and the amount to be paid can be reliably estimated (Note 11).

Contingent assets and liabilities

Liabilities and assets that can be confirmed by the realization of one or more uncertain future events arising from past events, the existence of which is not fully under the control of the enterprise, are not included in the financial statements and are considered as contingent liabilities and assets (Note 11).

Related Parties

A related party is a person or entity that is related to the entity that is preparing its financial statements (in this standard referred to as the 'reporting entity')

a) A person or a close member of that person's family is related to a reporting entity if that person:

- Has control or joint control over the reporting entity;
- Has significant influence over the reporting entity; or
- Is a member of the key management personnel of the reporting entity or of a parent of the reporting entity.

Revenue from the sale of goods is recognized as soon as all the following conditions are met:

b) An entity is related to a reporting entity if any of the following conditions applies:

- The entity and the reporting entity are members of the same group (which means that each parent, subsidiary and fellow subsidiary is related to the others).
- One entity is an associate or joint venture of the other entity (or an associate or joint venture of a member of a group of which the other entity is a member).

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2. BASIS OF PRESENTATION OF FINANCIAL STATEMENTS (CONTINUED)

2.9 Summary of Significant Accounting Policies (Continued)

Related Parties (Continued)

- Both entities are joint ventures of the same third party.
- One entity is a joint venture of a third entity and the other entity is an associate of the third entity.
- The entity is a post-employment benefit plan for the benefit of employees of either the reporting entity or an entity related to the reporting entity. If the reporting entity is itself such a plan, the sponsoring employers are also related to the reporting entity.
- The entity is controlled or jointly controlled by a person identified in (a).
- A person identified in (a) (i) has significant influence over the entity or is a member of the key management personnel of the entity (or of a parent of the entity) Transactions with the related parties: Relationships between a parent and its subsidiaries shall be disclosed irrespective of whether there have been transactions between them.

The transactions of resources, services or obligations between reporting entity and related party are transfers whether there is consideration of price or not.

Taxes on Corporate Income:

Current tax

Current year tax liability is calculated over the taxable portion of the profit for the period. Taxable profit differs from profit reported in the statement of profit or loss because it excludes items of income or expense that are taxable or deductible in other years and items that are not taxable or deductible. The current tax liability of the Group is calculated using the tax rate that has been enacted or substantially enacted as of the balance sheet date.

Deferred Tax

Deferred tax liability or assets are determined by calculating the tax effects of temporary differences between the amounts of assets and liabilities shown in the financial statements and the amounts taken into account in the calculation of legal tax base, according to the balance sheet method, taking into account the enacted tax rates. While deferred tax liabilities are calculated for all taxable temporary differences, deferred tax assets consisting of deductible temporary differences are calculated provided that it is highly probable to benefit from these differences by generating taxable profit in the future. Deferred tax liabilities or assets are not calculated for temporary timing differences that arise from the initial recognition of assets or liabilities other than goodwill or business combinations and that do not affect both commercial and financial profit or loss.

Deferred tax liabilities are calculated for all taxable temporary differences associated with investments in subsidiaries and associates and interests in joint ventures, except when the Group is able to control the temporary differences and it is unlikely that the temporary differences will disappear in the near future.

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2. BASIS OF PRESENTATION OF FINANCIAL STATEMENTS (CONTINUED)

2.9 Summary of Significant Accounting Policies (Continued)

Taxes on Corporate Income: (Continued)

Deferred Tax (Continued)

Deferred tax assets arising from taxable temporary differences associated with such investments and interests are calculated on the condition that it is highly probable that these differences will be utilized by earning sufficient taxable profit in the near future and it is probable that these differences will disappear in the future.

Carrying amount of deferred tax asset is reviewed as of each balance sheet date. Carrying value of deferred tax asset is reduced to the extent that it is not highly probable that a taxable profit will be obtained to allow some or all of the deferred tax asset to be benefited.

Deferred tax assets and liabilities are calculated over tax rates (tax regulations) that are enacted or substantially enacted as of the balance sheet date, which are expected to be valid in the period when the assets are realized or the liabilities are fulfilled. During the calculation of deferred tax assets and liabilities, the tax results of the methods estimated by the Group to recover the book value of its assets or fulfill its liabilities as of the balance sheet date are taken into account.

Current and deferred tax for the period

Current tax and deferred tax for the period, other than those relating to items recognized directly as receivables or debits in equity (in which case deferred tax on such items is also recognized directly in equity) or arising from the initial recognition of business combinations, are recognized as expense or income in the statement of profit or loss. In business combinations, the tax effect is taken into account when calculating goodwill or determining the excess of the acquisition cost of the share acquired by the purchaser in the fair value of the identifiable assets, liabilities and contingent liabilities of the purchased subsidiary.

Employee Benefits:

Severance compensation:

Severance pays according to the current laws and collective bargaining agreements in Turkey. is paid in case of retirement or dismissal. Such payments are considered as being part of defined retirement benefit plan in accordance with TAS 19 as Employee Benefits (TAS 19).

The provision for severance pay recognized in the balance sheet is calculated according to the net balance sheet date value of the expected future liabilities due to the retirement of the employees and reflected in the consolidated financial statements. All calculated actuarial gains and losses are accounted for under other comprehensive income.

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2. BASIS OF PRESENTATION OF FINANCIAL STATEMENTS (CONTINUED)

2.9 Summary of Significant Accounting Policies (Continued)

Cash Flow Statement:

In the statement of cash flows, cash flows are classified according to operating, investment and financing activities. Cash flows from operating activities reflect cash flows from wholesale operations of the Group.

Cash flows related to investment activities indicate the cash flows that the Group uses and acquires in its investment activities (fixed investments and financial investments).

Cash flows from financing activities represent the resources used by the Group in financing activities and the repayments of these resources.

Cash and cash equivalents and other short-term investments with maturities of less than 3 months or less than 3 months from the date of purchase and which are immediately convertible to cash and do not carry a significant risk of change in value.

Capital and Dividends:

Ordinary shares are classified as equity. Dividends on ordinary shares are recognized as dividends payable by deducting from retained earnings in the period in which they are decided to distribute dividends.

Retrieved shares:

The amount of the Group's share of undiscounted shares is deducted from retained earnings and presented under a separate line in the statement of financial position under equity.

The Group may have the right to resell such shares in accordance with the legal regulations to which the Group is affiliated.

Significant Accounting Reviews, Estimates and Assumptions:

In the process of applying the accounting policies stated in Note 2.9, the management has made the following evaluations, estimates and assumptions that have a significant effect on the amounts recognized in the consolidated financial statements:

Significant Accounting Estimates

Lifetimes foreseen in the calculation of right of use

The lease obligation is determined by taking into account the extension and termination options in the contracts. The majority of the extension options in the contracts consist of options that can be jointly exercised by the Group and the lessor. The early termination option is in the hands of the Group. Due to these evaluations, the Group has evaluated the lease term extension and early termination options and used it without adding or subtracting the terms of the contracts. Relevant contract periods are evaluated by the Group management at the end of each year.

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3. BUSINESS COMBINATIONS

The Group acquired all shares of g2mEKSPER Satış ve Dağıtım Hizmetleri A.Ş, which is 90% owned by Yıldız Holding A.Ş., by issuing capital worth 20,476,074 TL to Yıldız Holding on 29 December 2023. The purchase transaction was evaluated as "Transactions Under Common Control" and was accounted for under equity. The net asset received as a result of the transaction and the equity impact of the transaction are as follows:

Assets included in the scope of consolidation	31 December 2023
Current Assets	
Cash and Cash Equivalents	122,691,314
Trade Receivables	889,299,226
Other Receivables	4,810,483
Inventories	382,697,746
Prepaid Expenses	34,734,105
Current Income Tax Assets	8,937,838
Other Current Asset	60,438,363
Non-Current Assets	
Other Receivables V	2,261,452
Tangible Assets	211,586,306
Right of Use Assets	259,784,688
Intangible Assets	8,694,409
Deferred tax liability	26,017,423
Current Liabilities	
Short-term Borrowings	(78,829,774)
Trade Payables	(1,426,374,306)
Other Payables	(5,338,764)
Liabilities for Employee Benefits	(27,065,894)
Deferred Income	(34,238,780)
Short-term Provisions	(71,650,190)
Other Current Liabilities	(6,272,782)
Non-Current Liabilities	
Long-term Borrowings	(110,955,182)
Other Payables	(23,184,513)
Long-term Provisions	(42,463,157)
Deferred tax liability	(40,167,108)
Deferred Income - UV	(4,288,239)
Net assets included in the scope of consolidation	141,124,664
Group's total ownership rate	90%
Group's share of net assets acquired	127,012,198
Capital issuance for acquisition	(20,476,074)
Non-capital equity items	254,022,432
Net Equity Effect from Subsidiary Acquisition	360,558,556

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4. CASH AND CASH EQUIVALENTS

	31 December 2023	31 December 2022	31 December 2021
Cash on hand	38,882,417	35,507,289	24,224,975
Time deposits (*)	497,031,241	67,347,618	1,365,086,199
Demand deposit	283,399,920	799,886,645	97,070,023
Credit card receivables	85,813,624	243,453,506	302,491,667
Cash and cash equivalents	905,127,202	1,146,195,058	1,788,872,864

(*) The majority of time deposits have overnight maturities. The average interest rate in 2023 is 40%.

The maturity details of credit card receivables as of 31 December 2023, 2022 and 2021 are as follows:

	31 December 2023	31 December 2022	31 December 2021
To be paid within 1 month	82,044,576	176,754,400	275,733,405
To be paid within 2 - 3 months	3,769,048	66,699,106	26,758,262
Total	85,813,624	243,453,506	302,491,667

5. FINANCIAL LIABILITIES

Financial leasing borrowings	31 December 2023	31 December 2022	31 December 2021
To be paid within 1 year	495	1,955,556	3,211,134
To be paid within 2 - 4 years	-	-	3,408,868
Future value of finance charges	(495)	(177,198)	(1,104,769)
Present value of finance lease obligation	-	1,778,358	5,515,233

Amounts due to settlement within 12 months	-	1,778,358	2,447,098
Amounts due for settlement after 12 months	-	-	3,068,135

Lease Liabilities	31 December 2023	31 December 2022	31 December 2021
To be paid within 1 year	342,659,195	208,318,020	246,029,624
Longer than one year	642,388,159	360,755,377	414,336,049
Present value of lease liabilities	985,047,354	569,073,397	660,365,673

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5. FINANCIAL LIABILITIES (CONTINUED)

Obligations to related parties arising from leasing transactions	31 December 2023	31 December 2022	31 December 2021
To be paid within 1 year	12,026,442	495,566	680,058
Longer than one year	40,498,950	1,244,082	1,859,261
Present value of lease obligation to related parties	52,525,392	1,739,648	2,539,319

Financial lease movements	31 December 2023	31 December 2022
Balance at beginning of the year	1,778,358	5,515,233
Accrued interest	433,958	375,723
Paid	(1,513,235)	(1,954,795)
Monetary loss	(699,081)	(2,157,803)
Closing balance	-	1,778,358

The discount ranges used for leases under TFRS 16 are as follows:

Currency	31 December 2023		
	Discount range (%)	Short-term (%)	Long-term (%)
TRY	11-28,6	11-12	12-28,6
EUR	6,5	6,5	6,5

Currency	31 December 2022		
	Discount range (%)	Short-term (%)	Long-term (%)
TRY	12,2-53,5	12,2-33,9	16,4-53,5

Currency	31 December 2021		
	Discount range (%)	Short-term (%)	Long-term (%)
TRY	11-28,6	11-12	12-28,6
EUR	4-6,2	4-5,5	5,8-6,2
USD	5-7,6	5-6,8	7-7,6

Financial leasing is related to the machine and equipment with the lease term of 4 years. The Group has the option of purchase on the machine and the equipment with lease period of 4 years. The liabilities of the Group are assured with the property right of the lessee on leased asset.

The amount of liability arising from leasing transactions is calculated over the future rents within the scope of the contract for the stores, warehouses and vehicles within the scope of the right to use and control within the scope of the new TFRS 16.

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6. TRADE RECEIVABLES AND PAYABLES

Current trade receivables	31 December 2023	31 December 2022	31 December 2021
Trade receivables	1,129,927,338	1,314,231,580	1,213,890,366
Trade receivables from related parties (Note 24)	24,703,244	43,995,543	22,647,914
Notes receivable	260,083,186	388,196,021	330,070,511
Allowance for doubtful receivables (-)	(63,356,424)	(89,100,700)	(154,074,016)
Total current trade receivables	1,351,357,344	1,657,322,444	1,412,534,775

As of 31 December 2023, the average period for the sale of goods is 3.1 days (2022: 4.3 days, 2021:3.5 days).

Trade receivables are carried at amortized cost and are calculated over discount rate of 42.5% (31 December 2022: 11.19% - 31 December 2021: 17.8%).

The movement of the allowance for doubtful receivables as of 31 December 2023 and 2022 are as follows:

Movement of allowance for doubtful receivables	31 December 2023	31 December 2022
Balance at beginning of the year	(89,100,700)	(154,074,016)
Current period charge	(14,980,030)	(6,353,359)
Amounts recovered during the year	4,087,245	10,859,774
Monetary gain	36,637,061	60,466,901
Closing balance	(63,356,424)	(89,100,700)

Current trade payable	31 December 2023	31 December 2022	31 December 2021
Trade payables	3,547,688,389	4,716,883,683	4,261,206,912
Trade payables to related parties (Note 24)	1,597,671,777	1,622,586,083	1,453,026,956
Total current trade payables	5,145,360,166	6,339,469,766	5,714,233,868

Trade payables are carried at amortized cost and are calculated over discount rate of 42.5% (31 December 2022: 11.19% - 31 December 2021:17.8%).

Qualification and level of risks on trade receivables and trade payables explained in Note 25.

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7. OTHER RECEIVABLES AND PAYABLES

Short-term other receivables	31 December 2023	31 December 2022	31 December 2021
Non-trade receivables from related parties (Note 24)	4,240,295	254,088,910	4,104,300
Receivables from insurance	4,801,532	967,476	1,830,570
Receivables from personnel	3,323,702	4,412,167	211,827
	12,365,529	259,468,553	6,146,697

Long-term other receivables	31 December 2023	31 December 2022	31 December 2021
Deposits and guarantees given	12,583,381	21,582,375	13,808,601
	12,583,381	21,582,375	13,808,601

8. INVENTORIES

	31 December 2023	31 December 2022	31 December 2021
Trade goods	2,263,348,951	3,435,838,729	2,618,047,992
Other inventory	23,514,076	16,776,685	2,597,879
Provisions for inventories (-)	(13,937,783)	(108,593,067)	(104,519,952)
	2,272,925,244	3,344,022,347	2,516,125,919

Inventory provision movement	31 December 2023	31 December 2022
Balance at beginning of the year	(108,593,067)	(104,519,952)
Period expense	(13,937,783)	(108,593,067)
Provision reversal	108,593,067	104,519,952
	(13,937,783)	(108,593,067)

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9. PREPAID EXPENSES AND DEFERRED INCOMES
a) Prepaid Expenses

Short-Term Prepaid Expenses	31 December 2023	31 December 2022	31 December 2021
Advances given for inventories	321,606,148	121,822,671	163,932,086
Prepaid expenses for insurance	35,521,703	13,642,130	12,774,464
Prepaid expenses for rent	16,657,304	30,511,551	957,087
Other prepaid expenses	12,132,065	11,045,140	5,317,996
	385,917,220	177,021,492	182,981,633

Long-Term Prepaid Expenses	31 December 2023	31 December 2022	31 December 2021
Future expenses	720,509	-	605,383
Advances given for fixed asset	-	14,829,563	-
	720,509	14,829,563	605,383

b) Deferred Revenue

Short-term deferred revenue	31 December 2023	31 December 2022	31 December 2021
Advances received	55,823,619	137,596,520	60,351,079
Other deferred revenue	16,043,736	5,717,652	9,888,159
	71,867,355	143,314,172	70,239,238

Long-term deferred revenue	31 December 2023	31 December 2022	31 December 2021
Other deferred revenue	4,288,241	27,482,633	18,236,592
	4,288,241	27,482,633	18,236,592

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10. TANGIBLE ASSETS AND RIGHT OF USE ASSETS

a) Movements of tangible assets between 1 January 2023 and 31 December 2023 are as follows:

Cost Value	Machinery and equipment	Vehicles	Furniture and Fixture	Leasehold Improvements	Other Tangible Fixed Assets	Total
Opening balance as of 1 January 2023	20,911,224	34,842,563	1,939,964,992	1,663,517,901	457,963,448	4,117,200,128
Additions	3,334,944	-	196,653,478	225,049,215	134,352,589	559,390,226
Disposals	-	-	(41,128,799)	(37,086,170)	(5,524,527)	(83,739,496)
Transfer (*)	-	-	-	61,988,270	(61,988,270)	-
Closing balance as of 31 December 2023	24,246,168	34,842,563	2,095,489,671	1,913,469,216	524,803,240	4,592,850,858
Accumulated Depreciation						
Opening balance as of 1 January 2023	(20,797,965)	(34,750,237)	(1,414,958,228)	(885,803,336)	(157,028,057)	(2,513,337,823)
Charge for the period	(174,317)	(55,177)	(129,323,475)	(145,917,137)	(34,832,570)	(310,302,676)
Disposals	-	-	30,375,617	28,288,369	4,082,345	62,746,331
Closing balance as of 31 December 2023	(20,972,282)	(34,805,414)	(1,513,906,086)	(1,003,432,104)	(187,778,282)	(2,760,894,168)
Net book value as of 31 December 2022	3,273,886	37,149	581,583,585	910,037,112	337,024,958	1,831,956,690

(*) The amount of investments in progress for the accounting period of 1 January - 31 December 2023 is TRY176,609,275 (31 December 2022: TRY86,720,29)

As of 31 December 2023, depreciation expense of TRY309,952,274 has been charged in marketing sales and distribution expenses and TRY52,453,144 in general administrative expenses.

In the period of 1 January 2023 - 31 December 2023 there are no purchases of tangible fixed assets through financial leasing.

There are no pledges or any other restrictions over tangible assets.

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10. TANGIBLE ASSETS AND RIGHT OF USE ASSETS (CONTINUED)

a) Movements of tangible assets between 1 January 2022 and 31 December 2022 are as follows:

Cost Value	Machinery and equipment	Vehicles	Furniture and Fixture	Leasehold Improvements	Other Tangible Fixed Assets	Total
Opening balance as of 1 January 2022	20,911,224	36,868,152	1,725,237,609	1,421,622,240	319,567,880	3,524,207,105
Additions	-	-	214,751,450	241,895,661	144,201,146	600,848,257
Disposals	-	(2,025,589)	(24,067)	-	-	(2,049,656)
Transfer (*)	-	-	-	-	(5,805,578)	(5,805,578)
Closing balance as of 31 December 2022	20,911,224	34,842,563	1,939,964,992	1,663,517,901	457,963,448	4,117,200,128
Accumulated Depreciation						
Opening balance as of 1 January 2022	(20,797,965)	(36,682,433)	(1,303,089,985)	(773,258,549)	(128,717,121)	(2,262,546,053)
Charge for the period	-	(93,393)	(111,892,310)	(112,544,787)	(28,310,936)	(252,841,426)
Disposals	-	2,025,589	24,067	-	-	2,049,656
Closing balance as of 31 December 2022	(20,797,965)	(34,750,237)	(1,414,958,228)	(885,803,336)	(157,028,057)	(2,513,337,823)
Net book value as of 31 December 2022	113,259	92,326	525,006,764	777,714,565	300,935,391	1,603,862,305

(*) Intangible fixed asset investments that are ready for use have been transferred from construction in progress.

As of 31 December 2022, depreciation expense of TRY215,649,305 has been charged in marketing sales and distribution expenses and TRY84,387,943 in general administrative expenses.

In the period of 1 January 2022 - 31 December 2022 there are no purchases of tangible fixed assets through financial leasing.

There are no pledges or any other restrictions over tangible assets.

The useful lives of tangible assets are as follows:

	Useful Life
Machinery and equipment	5 -15 years
Vehicles	5 years
Furniture and Fixture	2 - 50 years
Other Tangible Fixed Assets	2 - 7 years
Leasehold Improvement	2 - 20 years

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10. TANGIBLE ASSETS AND RIGHT OF USE ASSETS (CONTINUED)

b) Movements of right of use assets between 1 January 2023 and 31 December 2023 are as follows:

Cost Value	Stores	Vehicles	Warehouses	Building	Total
Opening balance as of 1 January 2023	1,528,539,791	227,692,363	76,665,584	176,709,850	2,009,607,588
Additions	459,946,117	240,310,068	70,305,923	167,978,424	938,540,532
Disposals	(25,663,345)	(121,177,934)	-	(56,243,530)	(203,084,809)
Closing balance as of 31 December 2023	1,962,822,563	346,824,497	146,971,507	288,444,744	2,745,063,311
Accumulated Depreciation					
Opening balance as of 1 January 2023	(610,550,006)	(108,470,813)	(25,529,495)	(114,840,028)	(859,390,342)
Charge for the period	(233,350,750)	(108,216,752)	(16,146,447)	(50,402,365)	(408,116,314)
Disposals	16,221,741	101,039,588	-	55,084,263	172,345,592
Closing balance as of 31 December 2023	(827,679,015)	(115,647,977)	(41,675,942)	(110,158,130)	(1,095,161,064)
Net book value as of 31 December 2023	1,135,143,548	231,176,520	105,295,565	178,286,614	1,649,902,247

As of 1 January - 31 December 2023, Depreciation expense of TRY391,705,009 has been charged in marketing sales and distribution expenses and TRY16,411,306 in general administrative expenses.

b) Movements of right of use assets between 1 January 2022 and 31 December 2022 are as follows:

Cost Value	Stores	Vehicles	Warehouses	Building	Total
Opening balance as of 1 January 2022	1,183,527,889	171,817,533	45,961,207	133,592,714	1,534,899,343
Additions	345,011,902	95,904,933	30,704,377	43,117,136	514,738,348
Disposals	-	(40,030,103)	-	-	(40,030,103)
Closing balance as of 31 December 2022	1,528,539,791	227,692,363	76,665,584	176,709,850	2,009,607,588
Accumulated Depreciation					
Opening balance as of 1 January 2022	(426,724,088)	(79,976,463)	(16,318,284)	(76,157,371)	(599,176,206)
Charge for the period	(183,825,918)	(65,152,474)	(9,211,211)	(38,682,657)	(296,872,260)
Disposals	-	36,658,124	-	-	36,658,124
Closing balance as of 31 December 2022	(610,550,006)	(108,470,813)	(25,529,495)	(114,840,028)	(859,390,342)
Net book value as of 31 December 2022	917,989,785	119,221,550	51,136,089	61,869,822	1,150,217,246

As of 31 December 2022 Depreciation expense of TRY285,852,675 has been charged in marketing sales and distribution expenses and TRY11,019,585 in general administrative expenses.

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11. INTANGIBLE ASSETS

Movements of intangible assets between 1 January 2023- 31 December 2023 are as follows:

Cost Value	Franchising Rights	Rights	Customer Lists	Total
Opening balance as of 1 January 2023	204,243,628	389,235,285	55,829,913	649,308,826
Additions	-	66,446,954	81,658	66,528,612
Closing balance as of 31 December 2023	204,243,628	455,682,239	55,911,571	715,837,438
Accumulated Depreciation				
Opening balance as of 1 January 2023	-	(318,575,206)	(51,810,968)	(370,386,174)
Charge for the period	-	(51,722,250)	(380,493)	(52,102,743)
Closing balance as of 31 December 2023	-	(370,297,456)	(52,191,461)	(422,488,917)
Net book value as of 31 December 2023	204,243,628	85,384,783	3,720,110	293,348,521

For intangible assets which have indefinite useful time, including brands, probable net cash flows cannot be calculated hence it cannot be predicted economic life of the asset with the analysis. Therefore, these assets are not amortised but the assets are tested for impairment test annually.

Discounted cash flow method has been used for the impairment calculations on franchise rights with unlimited lifespans. In the discounted cash flow study, 5-year business plan has been prepared by the relevant management. 32% in 2024, 32% in 2025, 32% in 2026, 32% in 2027 and 32% in 2028 discount rate and 8.6% growth rate were used.

As a result of the impairment analysis on franchise rights with the details listed above no impairments have been found as of 31 December 2023. (31 December 2022: None).

All of the amortization expense has been charged in general administrative expenses.

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11. INTANGIBLE ASSETS (CONTINUED)

Movements of intangible assets between 1 January 2022- 31 December 2022 are as follows:

Cost Value	Franchising Rights	Rights	Customer Lists	Total
Opening balance as of 1 January 2022	204,243,628	377,441,167	55,559,779	637,244,574
Additions	-	5,988,540	270,134	6,258,674
Transferler (*)	-	5,805,578	-	5,805,578
Closing balance as of 31 December 2022	204,243,628	389,235,285	55,829,913	649,308,826
Accumulated Depreciation				
Opening balance as of 1 January 2022	-	(271,423,841)	(51,766,511)	(323,190,352)
Charge for the period	-	(47,151,365)	(44,457)	(47,195,822)
Closing balance as of 31 December 2022	-	(318,575,206)	(51,810,968)	(370,386,174)
Net book value as of 31 December 2022	204,243,628	70,660,079	4,018,945	278,922,652

(*) Intangible fixed asset investments that are ready for use have been transferred from construction in progress.

Intangible assets are depreciated straight line in accordance with useful life.

	Useful Life
Rights	2 - 15 years
Franchising Rights	Unlimited
Customer Lists	5 years

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12. PROVISIONS, CONTINGENT ASSETS AND LIABILITIES, COMMITMENTS AND OBLIGATIONS

Current provisions	31 December 2023	31 December 2022	31 December 2021
Provision for lawsuits	55,328,522	62,692,891	58,044,406
Provision for sales activities (*)	47,296,816	48,191,056	23,819,634
Provision for risky store (**)	-	4,634,769	6,039,067
Other provisions	36,843,113	47,684,713	31,464,239
	139,468,451	163,203,429	119,367,346

(*) Activity reserves consist of the monetary point campaign applications that the Group organized in order to support the sales in the current period.

(**) Risky Store Provisions consist of the provisions set aside over store specific costs due to possible risks that may arise due to the Group's decision to close or move stores.

Movements in the provision for lawsuits between 31 December 2023 and 2022 is as follows:

Movements in the provision for lawsuits	1 January - 31 December 2023	1 January - 31 December 2022
Opening balance	62,692,891	58,044,406
Charge for the period	21,037,442	31,698,833
Monetary Gain	(28,401,811)	(27,050,348)
Closing balance	55,328,522	62,692,891

a) Guarantees Given

Guarantees, Pledges, Liens Given by The Group(GPL's)	31 December 2023			31 December 2022		
	TRY Equivalent	TRY	USD	TRY Equivalent	TRY	USD
A. Total guarantees pledges and liens ("GPL") given in the legal name of the Group	-	-	-	-	-	-
B. Total GPL given in the name of fully consolidated companies	-	-	-	-	-	-
C. Total GPL given to manage trading operations of entity in the name of 3rd parties	-	-	-	-	-	-
D. Total - Other GPL given						
i. Total GPL given in the name of the parent (*)	370,418,699	75,212,429	10,028,000	433,112,560	245,606,008	10,028,000
ii. Total GPL given in the name of other Group Companies not included in article B and C	-	-	-	-	-	-
iii. Total GPL given in the name of 3rd parties	-	-	-	-	-	-
Total GPL	370,418,699	75,212,429	10,028,000	433,112,560	245,606,008	10,028,000

(*) On 12 April 2018, Yıldız Holding and some of its group companies, including the Group, entered into a syndicated loan agreement with some of the lenders of Yıldız Holding and group companies. The syndication loan process was signed on 8 June 2018. The Group has no total cash loans covered by this scope and the non-cash loans are USD10,028,000 + TRY75,212,429. There was no increase in the Group's total debt burden due to the syndication loan; only non-cash risks Yıldız Holding A.Ş. At the same time, with respect to the Group itself, the non-cash loan transferred to Yıldız Holding A.Ş. has been a guarantor to Yıldız Holding A.Ş. No pledge or collateral has been established on the Group's assets (immovables, subsidiary shares, etc.). The syndication loan will result in the payment of guarantees during the term of the contract and will not result in any limitation or commitment that could negatively affect the Group's operations in the contract. Bizim Toptan Holding is a guarantor of commitments. The amount of the letter of guarantee given to the third parties by Yıldız Holding on the surety of Yıldız Holding is TRY370,418,699. (31 December 2022: TRY433,456,573).

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12. PROVISIONS, CONTINGENT ASSETS AND LIABILITIES, COMMITMENTS AND OBLIGATIONS (CONTINUED)
b) Lawsuits Filed by and Against to the Group

Lawsuits filed by the Group:

	31 December 2023	31 December 2022	31 December 2021
Enforcement lawsuits	33,258,418	35,640,382	36,878,181
Compensation lawsuits	22,070,104	27,052,509	21,166,225
	55,328,522	62,692,891	58,044,406

13. PAYABLES RELATED TO EMPLOYEE BENEFITS AND PROVISIONS FOR EMPLOYEE BENEFITS

Short-term provisions	31 December 2023	31 December 2022	31 December 2021
Due to personnel and other social rights	104,459,517	110,934,536	77,321,593
Unused vacation provision	20,844,641	26,351,488	15,499,096
Other	-	-	2,457
	125,304,158	137,286,024	92,823,146

Payables to employee benefits	31 December 2023	31 December 2022	31 December 2021
Due to personnel	42,711,725	53,777,848	39,449,796
Social security premiums payable	72,553,556	57,501,959	16,728,092
Taxes and funds payable	21,577,689	22,041,915	8,330,615
	136,842,970	133,321,722	64,508,503

Long-term provisions	31 December 2023	31 December 2022	31 December 2021
Provision for employment termination benefits	152,643,357	200,139,026	124,469,336
Provision for unused vacation	25,199,639	20,977,560	14,260,807
	177,842,996	221,116,586	138,730,143

According to the Turkish Labor Law, the Group is obliged to pay severance pay to each employee who completes at least one year of service and retires after 25 years of working life (aged 58 for women, 60 for men), terminated, called for military service or passed away.

Severance pay to be paid as of 31 December 2023 is subject to a monthly ceiling of TRY23,489.83. (31 December 2022: TRY25,327.90).

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13. PAYABLES RELATED TO EMPLOYEE BENEFITS AND PROVISIONS FOR EMPLOYEE BENEFITS (CONTINUED)

Severance pay liability is not legally subject to any funding. The provision for employment termination benefits is calculated by estimating the present value of the future probable obligation of the Group arising from the retirement of the employees. TAS 19 Employee Benefits requires the Group's obligations to be developed using actuarial valuation methods within the scope of defined benefit plans. Accordingly, the actuarial assumptions used in the calculation of total liabilities are as follows:

The main assumption is that the maximum liability amount for each year of service will increase in line with inflation. Therefore, the discount rate applied represents the expected real rate after adjusting for the effects of future inflation. Therefore, it is calculated at its nominal value as of December 31, 2023, by estimating the value of the possible future liability arising from the retirement of employees in the consolidated financial statements at the balance sheet date. Provisions at the relevant balance sheet date have been calculated using the real discount rate of approximately 3.67%, based on the assumptions of annual inflation of 20.95% and interest rate of 25.39%. (31 December 2022: 1.50%). The maximum amount of TRY35,058.58 (1 January 2023: TRY32,926.29) effective from 1 January 2024 has been taken into account in calculating the provision for employment termination benefits of the Group. The probability of retirement is considered as 91.75% and 39.05% for white collar and blue-collar personnel, respectively.

Movement of provision for employee termination benefits is as follows:

	1 January - 31 December 2023	1 January - 31 December 2022
Provision at 1 January	200,139,026	124,469,336
Service cost	(27,173,902)	128,625,006
Interest cost	28,954,553	1,097,009
Employment termination benefits paid	(71,601,579)	(18,145,629)
Actuarial gain	91,101,998	12,791,261
Monetary loss	(68,776,739)	(48,697,957)
Provision for employment termination benefits	152,643,357	200,139,026

Movement of unused vacation provision is as follows:

	1 January - 31 December 2023	1 January - 31 December 2022
Provision at 1 January	47,329,048	29,759,903
Increase in the period	42,805,639	44,778,921
Used in the period	(55,307,297)	(37,153,906)
Monetary loss	11,216,890	9,944,130
Provision for employment termination benefits	46,044,280	47,329,048

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13. PAYABLES RELATED TO EMPLOYEE BENEFITS AND PROVISIONS FOR EMPLOYEE BENEFITS (CONTINUED)

Movement of performance premium provision is as follows:

	1 January - 31 December 2023	1 January - 31 December 2022
Provision at 1 January	110,934,536	77,321,593
Increase in the period	87,960,493	151,395,092
Paid in period	(45,239,768)	(61,168,682)
Monetary gain	(49,195,744)	(56,613,467)
Provision for performance bonus	104,459,517	110,934,536

14. OTHER ASSETS AND LIABILITIES

Other Current Assets	31 December 2023	31 December 2022	31 December 2021
Transferred VAT	34,779,424	28,558,387	19,593,976
Other	15,306,617	438,490	525,405
	50,086,041	28,996,877	20,119,381

15. SHAREHOLDERS' EQUITY

The Company is subject to the registered capital system with registered share capital of TRY200,000,000.

The Company's paid-in share capital as of 31 December 2023, 2022 and 31 December 2021 as follows:

Name of the Shareholders (*)	31 December 2023		31 December 2022		31 December 2021	
	Share amount	(%)	Share amount	(%)	Share amount	(%)
Yıldız Holding A.Ş.	53,587,365	66.59%	33,111,291	55.19%	33,111,291	55.19%
Public quotation	26,888,709	33.41%	26,888,709	44.81%	26,888,709	44.81%
Paid in capital	80,476,074	100%	60,000,000	100,00%	60,000,000	100,00%
Capital adjustment differences (**)	572,800,075		572,800,075		572,800,075	
Adjusted Capital	653,276,149		632,800,075		632,800,075	

(*) It is organized according to the shareholding structure published on PDP and Central Registry Agency data.

(**) Capital adjustment differences refer to the difference between the total amounts of cash and cash equivalent additions to capital adjusted in accordance with TFRS published by the KGK and their pre-adjustment amounts. Capital adjustment differences have no use other than being added to capital.

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15. SHAREHOLDERS' EQUITY (CONTINUED)

The total number of ordinary shares authorized is 80,476,074 shares (31 December 2022: 60,000,000 shares) with a par value of TRY1 per share.

Total of TRY16,000,000 Group shares at nominal value, consisting the Group's shareholders interests amounting to TRY14,000,000 at nominal value and additional sales rights, were offered to public and this transaction (no:6/62) has been registered in accordance with Article 4 of the Capital Market Board (the "CMB") on 21 January 2011. The Group's shares have been trading on the İstanbul Stock Exchange since 3 February 2011.

Restricted Reserves

	31 December 2023	31 December 2022	31 December 2021
Legal reserves	138,212,697	120,465,311	120,465,311
	138,212,697	120,465,311	120,465,311

Defined Benefit Plans Remeasurement Losses

As of 31 December 2023, the actuarial loss / (gain) amount is minus 81,024,346 TL (31 December 2022: minus 10,233,020 TL).

Retained Earnings

Details of the retained earnings are as follows:

	31 December 2023	31 December 2022	31 December 2021
Extraordinary reserves	101,359,524	187,768,680	308,446,855
Retained earnings	(4,317,094)	(677,846,646)	(1,103,456,847)
	97,042,430	(490,077,966)	(795,009,992)

The Board of Directors decided to distribute dividends for 2022 and it was approved by the General Assembly held on 4 May 2023 to be paid on 9 October 2023. Profit distribution payment has been made.

The Board of Directors decided to distribute profits for 2022 on May 4, 2023, and on June 7, 2023, the General Assembly approved a profit distribution of 68,784,908 TL to be paid on October 9, 2023, and the payment was made (2021: There is no profit distribution).

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16. REVENUE AND COST OF SALES
a) Revenue

	1 January - 31 December 2023	1 January - 31 December 2022
Domestic sales	35,210,389,082	34,650,844,516
Tobacco	4,525,308,350	4,459,624,377
Non-Tobacco	30,685,080,732	30,191,220,139
Foreign sales	44,131,891	38,994,312
Sales returns (-)	(299,536,582)	(330,463,788)
Sales discounts (-)	(2,732,730,886)	(2,421,661,330)
	32,222,253,505	31,937,713,710

b) Cost of Sales

	1 January - 31 December 2023	1 January - 31 December 2022
Tobacco	(4,393,974,568)	(4,298,475,756)
Non-Tobacco	(24,671,873,590)	(24,530,111,664)
	(29,065,848,158)	(28,828,587,420)

17. MARKETING, SELLING AND DISTRIBUTION AND GENERAL ADMINISTRATION EXPENSES

	1 January - 31 December 2023	1 January - 31 December 2022
Marketing expenses (-)	(3,317,686,495)	(2,874,275,144)
General administrative expenses (-)	(685,187,568)	(612,498,367)
	(4,002,874,063)	(3,486,773,511)

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18. EXPENSES BY NATURE

The details of marketing, selling and distribution expenses are as follows:

	1 January - 31 December 2023	1 January - 31 December 2022
Personnel expenses	(1,559,094,901)	(1,338,635,264)
Amortization expenses (Note 10 - 11)	(701,657,283)	(501,501,980)
Logistics expenses	(390,845,047)	(363,857,697)
Utility expenses (electricity, natural gas, water etc.)	(204,379,985)	(243,254,444)
Advertising expenses	(119,094,355)	(106,402,321)
Outsourcing expenses	(99,137,459)	(92,253,281)
Maintenance expensei	(46,927,701)	(48,842,154)
Other marketing and sales expenses	(196,549,764)	(179,528,003)
	(3,317,686,495)	(2,874,275,144)

The details of general administrative expenses are as follows:

	1 January - 31 December 2023	1 January - 31 December 2022
Personnel expenses	(251,062,932)	(193,766,064)
Office, stationery and IT expenses	(176,032,622)	(158,198,466)
Consultancy expenses	(87,638,658)	(57,584,335)
Amortization and depreciation expenses (Note 10 - 11)	(68,864,450)	(95,407,528)
Outsourcing expenses	(49,493,560)	(35,909,082)
Accountant expense	(17,841,511)	(33,328,866)
Travel expense	(3,339,411)	(4,012,592)
Other general administrative expenses	(30,914,424)	(34,291,434)
	(685,187,568)	(612,498,367)

Fees for Services Obtained from Independent Auditor/Independent Audit Firm

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

	1 January - 31 December 2023	1 January - 31 December 2022
Independent audit fee	2,007,189	1,256,768
Additional assurance report fee	30,805	-
	2,037,994	1,256,768

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19. OTHER OPERATING INCOME/EXPENSES

a) The detail of other income related to operating activities is as follows:

	1 January - 31 December 2023	1 January - 31 December 2022
Finance income from credit sales	307,664,391	100,039,997
Rediscount income for trade receivables and payables	309,621,149	103,260,619
Foreign exchange gains	57,747,749	8,535,041
Provisions no longer required (Note 6)	4,087,245	10,859,774
Other	71,139,408	22,560,284
	750,259,942	245,255,715

b) The detail of other expenses related to operating activities are as follows:

	1 January - 31 December 2023	1 January - 31 December 2022
Finance expense from credit purchase	(1,173,997,185)	(761,974,158)
Rediscount expense for trade receivables and payables	(108,976,539)	(30,285,055)
Provisions for lawsuits (Note 12)	(21,037,442)	(31,698,833)
Foreign exchange loss	(40,931,258)	(21,626,419)
Provision for doubtful receivable expenses (Note 6)	(14,980,030)	(6,353,359)
Other expenses	(68,696,539)	(27,213,141)
	(1,428,618,993)	(879,150,965)

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20. INCOME AND EXPENSES FROM INVESTING ACTIVITIES

a) The detail of income related to investing activities is as follows:

	1 January - 31 December 2023	1 January - 31 December 2022
Interest income	296,836,836	191,918,552
Allowance for prepaid expenses	9,083,827	1,516,578
Property, plant and equipment sales profit	103,199	2,505,607
Other income	9,288,377	13,664,756
	315,312,239	209,605,493

b) The detail of expenses related to investing activities are as follows:

	1 January - 31 December 2023	1 January - 31 December 2022
Loss on sale of tangible assets	(17,519,050)	(1,203,185)
	(17,519,050)	(1,203,185)

21. FINANCIAL EXPENSES

	1 January - 31 December 2023	1 January - 31 December 2022
Interest expenses on bank	(473,605,609)	(346,092,897)
Leasing Operations Financial Expense	(289,546,103)	(130,161,928)
Severance pay interest cost (Note 13)	(28,954,553)	(1,097,009)
Guarantee letter commission and other expenses	(28,054,029)	(31,684,293)
	(820,160,294)	(509,036,127)

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22. INCOME TAXES (INCLUDING DEFERRED TAX ASSETS AND LIABILITIES)

Turkish tax legislation does not allow the parent company to file a tax return on the consolidated financial statements of its subsidiaries and affiliates. Therefore, provisions for taxes reflected in these consolidated financial statements have been calculated separately for all companies included in the full consolidation.

The corporate tax rate to be accrued on taxable corporate income is calculated over the remaining tax base after adding the non-deductible expenses from the tax base that is written as an expense in the determination of the commercial profit and deducting the non-taxable incomes.

The effective tax rate applied in 2023 is 25% (2022: 22%).

In Turkey, provisional tax is calculated and accrued on a quarterly basis. At the stage of taxation of the corporate earnings for the 2023 accounting period as of the temporary tax periods, a temporary tax of 25% was calculated over the corporate earnings (2022: 23%). Losses can be carried forward for a maximum of 5 years, to be deducted from taxable profits in future years. However, the losses incurred cannot be deducted retrospectively from the profits of previous years.

There is no definitive and definitive agreement procedure for tax assessment in Turkey. Companies prepare their tax returns between April 1 and April 30, the year following the closing period of the relevant year. These declarations and the accounting records based on them can be reviewed and changed by the Tax Office within 5 years.

Deferred tax:

The Company, accounts deferred tax assets and liabilities for temporary timing differences rooted from differences between legal financial statements and financial statements prepared in accordance with TFRS. Those differences in question are caused generally by the fact that some profit and loss accounts come up in different periods in legal financial statements and financial statements prepared in accordance with TFRS.

Subsidiaries with deferred tax assets are not netted off with subsidiaries with deferred tax liabilities and are shown separately, as businesses in Turkey cannot declare consolidated tax returns.

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22. INCOME TAXES (INCLUDING DEFERRED TAX ASSETS AND LIABILITIES (CONTINUED))

Deferred tax (assets)/liabilities

	1 January - 31 December 2023	1 January - 31 December 2022	1 January - 31 December 2021
Restatement and depreciation/ amortization differences of property, plant and equipment and other intangible assets	69,136,229	(22,708,151)	178,972,476
Discount on trade receivables and payables	63,601,377	23,819,953	(39,458,583)
Carry forward losses	(108,108,370)	-	(35,073,675)
Performance premiums and other social rights	(21,175,847)	(3,295,458)	(11,673,434)
Provision for unpaid vacation	(11,511,070)	(7,943,792)	(6,274,346)
Provision for doubtful receivable	(4,189,568)	(2,660,055)	(8,068,269)
Provision for lawsuit	(13,832,132)	(12,228,186)	(11,821,218)
Lease liabilities	161,681,806	140,090,239	61,008,977
Provision for employee termination benefits	(38,160,839)	(36,504,798)	(24,893,868)
Expense accruals	12,551,128	(34,001,606)	11,118,642
Adjustment VAT inflation	(56,140,690)	-	-
Other	(5,141,151)	4,805,135	1,103,351
	48,710,873	49,373,281	114,940,053

Movement of deferred tax (assets)/liabilities:

Movement of deferred tax (assets)/liabilities	1 January - 31 December 2023	1 January - 31 December 2022
Opening balance at 1 January	49,373,281	114,940,053
Charged to income statement	25,478,652	(63,008,520)
Charged to equity	(26,141,060)	(2,558,252)
Closing balance i	48,710,873	49,373,281

Provision for taxation as of 31 December 2023 and 31 December 2022 are as follows:

	31 December 2023	31 December 2022	31 December 2021
Current period corporate tax provision	-	85,183,298	69,397,914
Prepaid taxes from the profit for the period	(8,937,838)	(131,382,890)	(11,747,793)
Tax liability/(asset) in the balance sheet	(8,937,838)	(46,199,592)	57,650,121

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**22. INCOME TAXES (INCLUDING DEFERRED TAX ASSETS AND LIABILITIES (CONTINUED))
Movement of deferred tax (assets)/liabilities: (Continued)**

Charge for taxation as of 31 December 2023 and 31 December 2022 are as follows:

	1 January - 31 December 2023	1 January - 31 December 2022
Current tax charge	(384,074)	(118,786,893)
Deferred tax income	(25,478,652)	63,008,520
Tax income/(expense)	(25,862,726)	(55,778,373)

Reconciliation of taxation:

	1 January - 31 December 2023	1 January - 31 December 2022
Profit before tax	100,682,789	792,287,174
Tax charge rate	%25	%23
Calculated tax	(25,170,697)	(182,226,050)
Effect of different tax rates	-	4,692,624
The effect of the revaluation of tangible and intangible assets	157,550,451	158,774,814
Deferred tax effect resulting from the difference between the VAT inflation accounting notification and the financial statements prepared in accordance with TAS / TFRS	(106,667,846)	-
Non-deductible expenses	(19,225,363)	(34,656,453)
Other	(32,349,271)	(2,363,308)
Tax income/(expense)	(25,862,726)	(55,778,373)

23. EARNINGS PER SHARE

A summary of the Group's weighted average number of shares outstanding for the years ended 31 December 2023 and 2022 and computation of earnings per share as follows:

	1 January - 31 December 2023	1 January - 31 December 2022
Basic earnings per share		
Number of shares outstanding during the period	80,476,074	80,476,074
Net income for the period	69,941,798	689,889,872
Earnings per share (TRY)	0,869	8,573

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24. BALANCES AND TRANSACTIONS WITH RELATED PARTIES

a) The detail of receivables from related parties is as follows:

	31 December 2023	31 December 2022	31 December 2021
Trade receivables	24,703,244	43,995,543	22,647,914
Non-trade receivable	4,240,295	254,088,910	4,104,300
	28,943,539	298,084,453	26,752,214

The detail of trade receivables is as follows:

İlişkili taraflarla olan bakiyeler	31 December 2023		31 December 2022		31 December 2021	
	Trade	Non-Trade	Trade	Non-Trade	Trade	Non-Trade
Parent company						
Yıldız Holding A.Ş.	55,756	4,240,295	-	254,088,910	1,338,196	4,104,300
Other related parties						
Aytaç Gıda Yatırım San. Tic. A.Ş.	9,036,698	-	10,727,152	-	148,740	-
Şok Marketler Ticaret A.Ş.	7,369,388	-	1,694,932	-	1,030,699	-
Pasifik Tüketim Ürünleri Satış ve Tic. A.Ş.	2,346,432	-	-	-	-	-
Donuk Fırın Ür. San. Ve Tic. A.Ş.	1,381,697	-	2,740,408	-	5,052,463	-
Future Teknoloji Ticaret A.Ş.	1,233,274	-	26,101,238	-	61,748	-
KV2K Perakende Müşteri Hizmetleri A.Ş.	1,130,743	-	1,636,691	-	2,678,027	-
Ülker Bisküvi San. A.Ş.	458,209	-	39,432	-	-	-
Kerevitaş Gıda San. Ve Tic. A.Ş.	449,064	-	47,107	-	349,524	-
Dank Gıda San. ve Tic. A.Ş.	420,762	-	275,060	-	12,548	-
Marsa Yağ San. ve Tic. A.Ş.	247,977	-	53,526	-	1,922,024	-
İzsal Gayrimenkul Geliştirme A.Ş.	241,183	-	-	-	97,569	-
İhsaniye Danışmanlık ve Yönetim A.Ş.	94,462	-	-	-	-	-
CCC Gıda San. ve Tic. A.Ş.	80,811	-	-	-	158,457	-
Azmüsebat Çelik San. Tic. A.Ş.	51,856	-	-	-	-	-
Penta Teknoloji Ürünleri Dağıtım Tic. A.Ş.	23,893	-	-	-	42,022	-
Makina Tarım Endüstrisi A.Ş.	22,986	-	12,655	-	285,819	-
Önem Gıda San. ve Tic. A.Ş.	19,575	-	127,076	-	-	-
E Star Global E-Ticaret Satış ve Paz. A.Ş.	15,889	-	53,238	-	-	-
Adapazarı Şeker Fabrikası A.Ş.	12,027	-	-	-	150,975	-
Sağlam İnşaat Taahhüt Tic. A.Ş.	8,865	-	-	-	458,894	-
Polinas Plastik San. Tic. A.Ş.	1,697	-	-	-	1,489	-
Biskot Bisküvi Gıda San. Ve Tic. A.Ş.	-	-	255,190	-	89,885	-
CCC Gıda San. ve Tic. A.Ş.	-	-	112,785	-	-	-
Ülker Çikolata Sanayi A.Ş.	-	-	89,750	-	-	-
Beta Marina Liman Yatırımları A.Ş.	-	-	20,487	-	-	-
Azmüsebat Çelik Sanayi ve Tic. A.Ş.	-	-	8,324	-	-	-
Northstar Innovation A.Ş.	-	-	492	-	-	-
Ülker Ailesi ve Yönetim Kurulu Üyeleri	-	-	-	-	8,528,298	-
Most Bilgi Sistemleri Tic. A.Ş.	-	-	-	-	7,335	-
Pendik Marina Yat ve Çekek İşletmesi A.Ş.	-	-	-	-	203,229	-
Mevsim Taze Sebze Meyve Sanayi ve Tic. A.Ş.	-	-	-	-	12,383	-
Other	-	-	-	-	17,590	-
	24,703,244	4,240,295	43,995,543	254,088,910	22,647,914	4,104,300

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24. BALANCES AND TRANSACTIONS WITH RELATED PARTIES (CONTINUED)

Trade receivables from related parties is mainly composed of sales transactions and approximate maturity is 30 - 60 days. Non-trade receivables are loans given to related parties. and interest is received as quarterly based on effective market interest rate. The interest rate used in 2023 is 24.4 - 45.5% for TRY (2022: 19 - 28% for TRY, 2021: 17.3 - 22.5% for TRY).

b) The detail of payables to related parties is as follows:

	31 December 2023	31 December 2022	31 December 2021
Trade Payables	1,597,671,777	1,622,586,083	1,453,026,956
Non-trade payables	30,721,486	43,028,000	72,750,262
	1,628,393,263	1,665,614,083	1,525,777,218

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24. BALANCES AND TRANSACTIONS WITH RELATED PARTIES (CONTINUED)

Payables to related parties are arised from purchases and approximately matured in between 30 and 60 days.

Balances with related parties	31 December 2023		31 December 2022		31 December 2021	
	Trade	Non-Trade	Trade	Non-Trade	Trade	Non-Trade
Parent company						
Yıldız Holding A.Ş.	7,280,175	26,221,486	10,548,033	43,028,000	10,076,478	72,750,262
Other related parties						
Horizon Hızlı Tüketim Ürün.Paz.Satış ve Dağıtım A.Ş.	509,991,660	-	383,917,739	-	324,354,895	-
Ülker Bisküvi San. A.Ş.	364,975,969	-	111,952,277	-	96,672,751	-
Besler Gıda ve Kimya San. ve Tic. A.Ş.	199,962,159	-	211,134,887	-	326,717,313	-
Önem Gıda San. ve Tic. A.Ş.	135,029,744	-	235,687,368	-	76,583,181	-
Şok Marketler Ticaret A.Ş.	117,383,564	-	154,050,038	-	139,169,527	-
Donuk Fırın. Ür. San. ve Tic. A.Ş.	90,919,295	-	108,315,544	-	88,645,778	-
Polinas Plastik San. Tic. A.Ş.	58,228,027	-	89,372,499	-	85,767,655	-
İzsal Gayrimenkul Geliştirme A.Ş.	37,236,022	-	41,917,124	-	809,663	-
Kerevitaş Gıda San. Ve Tic. A.Ş.	31,849,710	-	53,078,359	-	23,332,787	-
Yeni Teközel Markalı Ürünler Dağıtım Hizmetleri A.Ş.	30,407,678	-	14,319,841	-	31,213,892	-
Aytaç Gıda Yatırım San. Tic. A.Ş.	9,395,992	-	6,652,180	-	3,139,260	-
Çayırovası İnşaat Taahhüt Tic. A.Ş.	1,049,451	-	3,886,742	-	1,354,144	-
Azmüsebat Çelik Sanayi ve Tic. A.Ş.	817,646	-	-	-	6,074	-
Marsa Yağ San. ve Tic. A.Ş.	558,921	-	674,980	-	2,189,242	-
CCC Gıda San. ve Tic. A.Ş.	447,478	-	-	-	599,741	-
Future Teknoloji Ticaret A.Ş.	363,161	-	-	-	-	-
Kökler Yatırım Holding A.Ş.	201,805	-	-	-	-	-
Sağlam İnşaat Taahhüt Tic. A.Ş.	188,075	-	924,247	-	534,073	-
Penta Teknoloji Ürünleri Dağıtım Tic. A.Ş.	149,123	-	673,240	-	1,942,444	-
Besmar Gıda San. ve Tic. A.Ş.	133,331	-	-	-	-	-
Beta Marina Liman Yat ve Çekek İşletmeciliği A.Ş.	132,536	-	75,970	-	44,076	-
Pendik Marina Yat ve Çekek İşletmeciliği A.Ş.	107,201	-	106,144	-	275,446	-
Reform Gıda Paz. San. Tic. A.Ş.	100,554	-	-	-	-	-
Şükran Danışmanlık ve Yönetim A.Ş.	55,388	-	-	-	-	-
Clarastra Danışmanlık ve Yönetim A.Ş.	54,902	-	-	-	-	-
Dank Gıda San. Ve Tic. A.Ş.	49,242	-	85,880	-	56,998	-
E Star Global E-Ticaret Satış ve Paz. A.Ş.	19,730	-	-	-	3,684	-
İhsaniye Danışmanlık ve Yönetim A.Ş.	445	-	-	-	-	-
Other	582,793	-	5,513,085	-	8,937,164	-
Ülker Çikolata Sanayi A.Ş.	-	4,500,000	92,635,501	-	125,367,999	-
Biskot Bisküvi Gıda San. Ve Tic. A.Ş.	-	-	94,470,566	-	64,578,450	-
Kv2k Perakende Müşteri Hizmetleri A.Ş.	-	-	1,636,690	-	-	-
Sun Doğal Gıda ve Ambalaj Sanayi A.Ş.	-	-	955,732	-	438,247	-
Adapazarı Şeker Fabrikası A.Ş.	-	-	1,417	-	-	-
UCZ Mağazacılık Ticaret A.Ş.	-	-	-	-	10,581,552	-
Ülker Ailesi ve Yönetim Kurulu Üyeleri	-	-	-	-	442,842	-
Most Bilgi Sistemleri Tic. A.Ş.	-	-	-	-	29,191,600	-
	1,597,671,777	30,721,486	1,622,586,083	43,028,000	1,453,026,956	72,750,262

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24. BALANCES AND TRANSACTIONS WITH RELATED PARTIES (CONTINUED)

The Group purchases finished goods from the related parties. Sales to related parties include premium revenues, service expenses and sales of various goods.

c) The detail of purchases from and sales to related parties is as follows:

Transactions with related parties	1 January - 31 December 2023		1 January - 31 December 2022	
	Purchases	Sales	Purchases	Sales
Parent company				
Yıldız Holding A.Ş.	34,301	2,008,597	-	346,709
Other related parties				
Adapazarı Şeker Fabrikası A.Ş.	3,221,669	369,133	8,361,328	8,514
Aytaç Gıda Yatırım San. Tic. A.Ş.	72,851,613	43,579,533	13,899,403	2,404,994
Azmüsebat Çelik San. Tic. A.Ş.	14,433,159	275,298	6,830,891	35,965
Besler Gıda ve Kimya San. ve Tic. A.Ş.	809,733,211	319,306	827,488,373	473,457
Beta Marina Liman Yat ve Çekek İşletmesi A.Ş.	-	296,017	-	65,851
Biskot Bisküvi Gıda San. ve Tic. A.Ş.	267,649,335	6,462,636	225,467,191	3,309,274
CCC Gıda San. ve Tic. A.Ş.	3,916,542	5,237,684	1,349,094	4,098,271
Dank Gıda San. ve Tic. A.Ş.	148,408	1,514,423	162,402	1,224,423
Donuk Fırıncılık Ürünleri Sanayi ve Ticaret A.Ş.	646,811,791	21,104,367	409,237,207	15,800,890
E Star Global E Ticaret Satış ve Pazarlama A.Ş.	-	3,047	-	3,222,437
Future Teknoloji Ticaret A.Ş.	-	33,122,696	-	36,536,628
Horizon Hızlı Tüketim Ürün.Paz.Satış ve Dağıtım A.Ş.	2,247,849,124	127,472,893	1,902,540,336	8,853,385
İzsal Gayrimenkul Geliştirme A.Ş.	38,783	645,289	-	386,622
Kerevitaş Gıda San. ve Tic. A.Ş.	114,915,657	5,984,341	99,290,139	1,626,550
Makina Takım Endüstrisi A.Ş.	-	268,041	-	183,247
Marsa Yağ San. ve Tic. A.Ş.	-	1,913,602	2,477,586	412,888
Milhans Gıda Ürün. San. Tic. A.Ş.	-	-	120,501	55,874
Most Bilgi Sistemleri Tic. A.Ş.	-	-	-	1,003
Önem Gıda San. ve Tic. A.Ş.	364,354,507	3,261,259	262,486,375	1,216,149
Pasifik Tüketim Ürünleri Satış ve Ticaret A.Ş.	-	533,008	-	17,479
Pendik Turizm Marina Yat ve Çekek İşl. A.Ş.	-	334,509	-	526,520
Penta Teknoloji Ürünleri Dağıtım Tic.A.Ş.	-	360,064	-	103,831
Polinas Plastik San. Tic. A.Ş.	259,852,665	619,061	243,394,249	135,790
Reform Gıda Paz. San. Tic. A.Ş.	-	1,689,473	-	1,802,828
Sağlam İnşaat Taahhüt Tic. A.Ş.	-	51,934	-	162,853
Şok Marketler Ticaret A.Ş.	771,936,956	16,479,496	683,770,598	848,764
UCZ Mağazacılık Tic. A.Ş.	-	-	-	14,854
Ülker Ailesi ve Yönetim Kurulu Üyeleri	-	-	-	10,802,072
Ülker Bisküvi San. A.Ş.	717,516,381	11,509,659	237,397,453	4,453,087
Ülker Çikolata Sanayi A.Ş.	246,392,960	9,997,121	182,095,552	4,117,035
Yelken Yönetim Danışmanlık ve Servis Hizmetleri A.Ş.	-	-	-	3,066
Yeni Teközel Markalı Ürünler Dağıtım Hizmetleri A.Ş.	155,744,266	37,850	193,907,800	43,284
	6,697,401,328	295,450,337	5,300,276,478	103,294,594

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24. BALANCES AND TRANSACTIONS WITH RELATED PARTIES (CONTINUED)

d) The detail of income and expenses pertaining to interest, rent and services arising from transactions with related parties is as follows:

1 January - 31 December 2023	Interest income	Interest expense	Rent Expense	Service expense	Other income	Other Expense
Parent company						
Yıldız Holding A.Ş.	1,770,051	(202,298)	-	(80,944,697)	182,282,450	(14,747,543)
Other related parties						
Beta Marina Liman Yat ve Çekek İşletmesi A.Ş.	-	(90,212)	-	(35,341)	-	-
Çayırovası İnş. Taah. Tic. A.Ş.	-	(3,795,143)	-	(785,074)	-	-
CCC Gıda San. ve Tic. A.Ş.	-	-	-	(1,431)	-	-
Clarastra Danışmanlık ve Yönetim A.Ş.	-	(974,150)	-	(513,000)	-	-
Dank Gıda San. ve Tic. A.Ş.	-	-	-	(606,661)	-	-
Donuk Fırın. Ür. San. ve Tic. A.Ş.	-	-	-	(56,549)	-	-
E-Star Global E Ticaret Satış ve Pazarlama A.Ş.	-	-	-	(22,321)	-	-
Future Teknoloji Ticaret A.Ş.	-	-	-	(4,317,431)	331,488	-
Horizon Hızlı Tük. Ür. Paz. Sat. ve Tic. A.Ş.	-	-	-	(219,695)	-	-
İhsaniye Danışmanlık ve Yönetim A.Ş.	-	(584,490)	-	(280,000)	-	-
İzsal Gayrimenkul Geliştirme A.Ş.	-	-	-	(207,233,144)	-	(216,238)
Kerevitaş Gıda San. ve Tic. A.Ş.	-	-	-	(12,786)	-	-
Kökler Yatırım Holding A.Ş.	-	(3,506,941)	-	(1,849,000)	-	-
KV2K Perakende Müşteri Hizmetleri A.Ş.	-	-	-	(22,964)	-	-
Most Bilgi Sistemleri Tic. A.Ş.	-	-	-	-	314	-
Marsa Yağ San. ve Tic. A.Ş.	-	(1,469,103)	-	(197,351)	-	-
Pendik Turizm Marina Yat ve Çekek İşl. A.Ş.	-	(659,460)	-	(6,173)	-	-
Penta Teknoloji Ürünleri Dağıtım Tic.A.Ş.	-	-	-	(1,789,439)	-	-
Pasifik Tüketim Ürünleri Satış ve Tic. A.Ş.	-	-	-	(83,610)	-	-
Sağlam İnşaat Taahhüt Tic. A.Ş.	954,703	-	-	(16,380,019)	-	-
Önem Gıda San. ve Tic. A.Ş.	-	-	-	-	-	-
Şok Marketler Ticaret A.Ş.	-	(279,775)	-	(711,362)	-	-
Şükran Danışmanlık ve Yönetim A.Ş.	-	(974,150)	-	(512,000)	-	-
Sun Doğal Gıda ve Ambalaj Sanayi A.Ş.	-	(692,000)	-	-	-	-
	2,724,754	(13,227,722)	-	(316,580,048)	182,614,252	(14,963,781)

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24. BALANCES AND TRANSACTIONS WITH RELATED PARTIES (CONTINUED)

1 January - 31 December 2022	Rent income	Rent Expense	Service income	Service expense	Financial income	Financial expenses
Parent company						
Yıldız Holding A.Ş.	-	(235,580)	2,039,543	(99,602,552)	222,507,976	(17,290,935)
Other related parties						
Aytaç Gıda Yatırım San. Tic. A.Ş.	-	-	-	-	-	-
Beta Marina Liman Yat ve Çekek İşletmesi A.Ş.	-	(120,505)	-	(45,836)	-	-
Clarastra Danışmanlık ve Yönetim A.Ş.	-	(1,202,768)	-	(627,544)	-	-
Çayırovası İnş. Taah. Tic. A.Ş.	-	(4,643,275)	-	(986,909)	-	-
CCC Gıda San. ve Tic. A.Ş.	-	-	-	(1,969)	-	-
Dank Gıda San. ve Tic. A.Ş.	-	-	-	(786,709)	-	-
Donuk Fırın. Ür. San. ve Tic. A.Ş.	-	-	-	(68,231)	-	-
E-Star Global E Ticaret Satış ve Pazarlama A.Ş.	-	-	-	(28,046)	-	-
Future Teknoloji Ticaret A.Ş.	12,101	-	-	(4,925,581)	352,386	-
Horizon Hızlı Tük. Ür. Paz. Sat. ve Tic. A.Ş.	-	-	-	(283,369)	-	-
İhsaniye Danışmanlık ve Yönetim A.Ş.	-	(691,245)	-	(342,648)	-	-
İzsal Gayrimenkul Geliştirme A.Ş.	-	-	-	(253,014,195)	-	(287,881)
Kerevitaş Gıda San. ve Tic. A.Ş.	-	-	-	(17,590)	-	-
KV2K Perakende Müşteri Hizmetleri A.Ş.	-	-	-	(29,202)	-	-
Kökler Yatırım Holding A.Ş.	-	(4,329,965)	-	(2,261,299)	-	-
Marsa Yağ San. ve Tic. A.Ş.	-	(1,648,860)	-	(271,495)	-	-
Most Bilgi Sistemleri Tic. A.Ş.	-	-	-	-	516	-
Önem Gıda San. ve Tic. A.Ş.	-	-	-	-	-	-
Pasifik Tüketim Ürünleri Satış ve Tic. A.Ş.	-	-	-	-	-	-
Pendik Turizm Marina Yat ve Çekek İşl. A.Ş.	-	(865,100)	-	(8,492)	-	-
Penta Teknoloji Ürünleri Dağıtım Tic. A.Ş.	-	-	-	(2,295,732)	-	-
Sağlam İnşaat Taahhüt Tic. A.Ş.	1,110,423	-	-	(20,351,869)	-	-
Şok Marketler Ticaret A.Ş.	-	(356,449)	-	(936,460)	-	-
Şükran Danışmanlık ve Yönetim A.Ş.	-	(1,140,212)	-	(614,988)	-	-
Sun Doğal Gıda ve Ambalaj Sanayi A.Ş.	-	(938,727)	-	-	-	-
	1,122,524	(16,172,686)	2,039,543	(387,500,716)	222,860,878	(17,578,816)

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24. BALANCES AND TRANSACTIONS WITH RELATED PARTIES (CONTINUED)

e) Benefits provided to board members and key management personnel:

	1 January - 31 December 2023	1 January - 31 December 2022
Salaries and other short-term benefits	55,661,036	53,913,473
	55,661,036	53,913,473

25. NATURE AND LEVEL OF RISKS DERIVED FROM FINANCIAL INSTRUMENTS
1) Foreign currency risk management

Transactions in foreign currencies expose the Group to foreign currency risk.

This risk mainly arises from fluctuation of foreign currency used in conversion of foreign assets and liabilities into Turkish Lira. Foreign currency risk arises as a result of trading transactions in the future and the difference between the assets and liabilities recognized. In this regard, the Group manages this risk with a method of netting foreign currency denominated assets and liabilities.

The management reviews the foreign currency open position and provide measures if required.

The Group is mainly exposed to foreign currency risk in USD and EUR.

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**25. NATURE AND LEVEL OF RISKS DERIVED FROM FINANCIAL INSTRUMENTS
(CONTINUED)**

1) Foreign currency risk management (Continued)

	31 December 2023			
	TRY Equivalents (Functional currency)	USD	EUR	GBP
1. Trade Receivables	69,797	2,371	-	-
2a. Monetary Financial Assets	43,667,748	90,598	1,256,893	1,570
2b. Non-Monetary Financial Assets	-	-	-	-
3. Other	-	-	-	-
4. CURRENT ASSETS	43,737,545	92,969	1,256,893	1,570
5. Trade Receivables	-	-	-	-
6a. Monetary Financial Assets	427,603	3,460	10,000	-
6b. Non-Monetary Financial Assets	-	-	-	-
7. Other	-	-	-	-
8. NON-CURRENT ASSETS	427,603	3,460	10,000	-
9. TOTAL ASSETS	44,165,148	96,429	1,266,893	1,570
10. Trade Payables	9,389,280	43,440	248,987	-
11. Financial Liabilities	-	-	-	-
12a. Other Monetary Financial Liabilities	5,104,645	140,988	29,294	-
12b. Other Non-Monetary Financial Liabilities	-	-	-	-
13. CURRENT LIABILITIES	14,493,925	184,429	278,280	-
14. Trade Payables	-	-	-	-
15. Financial Liabilities	-	-	-	-
16a. Other Monetary Financial Liabilities	-	-	-	-
16b. Other Non-Monetary Financial Liabilities	-	-	-	-
17. NON-CURRENT LIABILITIES	-	-	-	-
18. TOTAL LIABILITIES	14,493,925	184,429	278,280	-
19. Net foreign currency liability position (9-18)	29,671,223	(87,999)	988,613	1,570
20. Net foreign currency asset/liability position of monetary items (1+2a+5+6a-10-11-12a-14-15-16a)	29,671,223	(87,999)	988,613	1,570

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**25. NATURE AND LEVEL OF RISKS DERIVED FROM FINANCIAL INSTRUMENTS
(CONTINUED)**

1) Foreign currency risk management (Continued)

	31 December 2022			
	TRY Equivalents (Functional currency)	USD	EUR	GBP
1. Trade Receivables	-	-	-	-
2a. Monetary Financial Assets	14,557,190	227,892	227,647	1,574
2b. Non-Monetary Financial Assets	-	-	-	-
3. Other	-	-	-	-
4. CURRENT ASSETS	14,557,190	227,892	227,647	1,574
5. Trade Receivables	-	-	-	-
6a. Monetary Financial Assets r	883,048	18,000	10,000	-
6b. Non-Monetary Financial Assets	-	-	-	-
7. Other	-	-	-	-
8. NON-CURRENT ASSETS	883,048	18,000	10,000	-
9. TOTAL ASSETS	15,440,238	245,892	237,647	1,574
10. Trade Payables	16,101,191	270,194	236,750	-
11. Financial Liabilities	-	-	-	-
12a. Other Monetary Financial Liabilities	616,195	20,000	-	-
12b. Other Non-Monetary Financial Liabilities	-	-	-	-
13. CURRENT LIABILITIES	16,717,386	290,194	236,750	-
14. Trade Payables	-	-	-	-
15. Financial Liabilities	-	-	-	-
16a. Other Monetary Financial Liabilities	-	-	-	-
16b. Other Non-Monetary Financial Liabilities	-	-	-	-
17. NON-CURRENT LIABILITIES	-	-	-	-
18. TOTAL LIABILITIES	16,717,386	290,194	236,750	-
19. Net foreign currency liability (9-18)	(1,277,148)	(44,302)	897	1,574
20. Net foreign currency asset/liability position of monetary items (1+2a+5+6a-10-11-12a-14-15-16a)	(1,277,148)	(44,302)	897	1,574

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**25. NATURE AND LEVEL OF RISKS DERIVED FROM FINANCIAL INSTRUMENTS
(CONTINUED)**

1) Foreign currency risk management (Continued)

	31 December 2021			
	TRY Equivalents (Functional currency)	USD	EUR	GBP
1. Trade Receivables	4,210,016	50,362	61,423	-
2a. Monetary Financial Assets	8,861,451	118,388	116,453	1,587
2b. Non-Monetary Financial Assets	-	-	-	-
3. Other	-	-	-	-
4. CURRENT ASSETS	13,071,467	168,750	177,876	1,587
5. Trade Receivables	-	-	-	-
6a. Monetary Financial Assets r	443,090	7,849	4,212	-
6b. Non-Monetary Financial Assets	-	-	-	-
7. Other	-	-	-	-
8. NON-CURRENT ASSETS	443,090	7,849	4,212	-
9. TOTAL ASSETS	13,514,557	176,599	182,087	1,587
10. Trade Payables	51,213,789	302,142	1,021,634	-
11. Financial Liabilities	280,752	-	19,122	-
12a. Other Monetary Financial Liabilities	378,770	10,783	-	-
12b. Other Non-Monetary Financial Liabilities	-	-	-	-
13. CURRENT LIABILITIES	51,873,311	312,925	1,040,756	-
14. Trade Payables	-	-	-	-
15. Financial Liabilities	2,199,409	-	55,344	-
16a. Other Monetary Financial Liabilities	-	-	-	-
16b. Other Non-Monetary Financial Liabilities	-	-	-	-
17. NON-CURRENT LIABILITIES	2,199,409	-	55,344	-
18. TOTAL LIABILITIES	54,072,720	312,925	1,096,100	-
19. Net foreign currency liability (9-18)	(40,558,163)	(136,326)	(914,012)	1,587
20. Net foreign currency asset/ liability position of monetary items (1+2a+5+6a-10-11-12a-14-15-16a)	(41,037,327)	(136,326)	(914,012)	1,587

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**25. NATURE AND LEVEL OF RISKS DERIVED FROM FINANCIAL INSTRUMENTS
(CONTINUED)**

1) Foreign currency risk management (Continued)

Interest rate sensitivity

The Group is exposed to foreign exchange risk arising primarily from USD and EUR currency exposures. In the table below, the foreign currency sensitivity of the Group arising from 20% change in US dollar and TRY rates. 20% is the rate used when reporting to senior management of the Group. This rate is the anticipated rate change of the Group's senior management. Sensitivity analysis includes only the monetary items in foreign currency at year end and shows the effect of 20% increase in US dollar and TRY foreign currency rates. Positive value implies the effect 20% increase in US dollar and TRY foreign currency.

	31 December 2023	
	Appreciation of foreign currency by 20%	Depreciation of foreign currency by 20%
1- US Dollar net asset/liability	(17,600)	17,600
2- Part of hedged from US Dollar risk (-)	-	-
3- US Dollar net effect (1+2)	(17,600)	17,600
4- Other net assets/liabilities	180,436	(180,436)
5- Part of hedged from other risk (-)	-	-
6- Other net effect (4+5)	180,436	(180,436)

	31 December 2022	
	Appreciation of foreign currency by 20%	Depreciation of foreign currency by 20%
1- US Dollar net asset/liability	(8,860)	8,860
2- Part of hedged from US Dollar risk (-)	-	-
3- US Dollar net effect (1+2)	(8,860)	8,860
4- Other net assets/liabilities	494	(494)
5- Part of hedged from other risk (-)	-	-
6- Other net effect (4+5)	494	(494)

	31 December 2021	
	Appreciation of foreign currency by 20%	Depreciation of foreign currency by 20%
1- US Dollar net asset/liability	(27,265)	27,265
2- Part of hedged from US Dollar risk (-)	-	-
3- US Dollar net effect (1+2)	(27,265)	27,265
4- Other net assets/liabilities	182,485	(182,485)
5- Part of hedged from other risk (-)	-	-
6- Other net effect (4+5)	182,485	(182,485)

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**25. NATURE AND LEVEL OF RISKS DERIVED FROM FINANCIAL INSTRUMENTS
(CONTINUED)**
2) Interest rate risk management

Financial liabilities based on fixed and floating interest rates expose the Group to interest rate risk. The related risk is controlled by interest rate swap agreements and floating interest rate agreements by balancing the fixed and floating interest rate borrowings. Risk strategies are reviewed periodically considering the interest rate expectations and predetermined interest risks; which aims to establish optimum interest risk management regarding the balance sheet position and the interest expenses.

31 December 2023	Financial Assets at amortized cost	Financial Liabilities at amortized cost	Carrying value	Note
Financial assets				
Cash and cash equivalents	905,127,202	-	905,127,202	4
Trade receivables	1,339,237,481	-	1,339,237,481	6
Due from related parties	28,943,539	-	28,943,539	24
Other financial assets	24,948,909	-	24,948,909	7

Financial liabilities				
Leasing Liabilities	-	985,047,354	985,047,354	5
Trade payables	-	3,548,527,153	3,548,527,153	6
Due to related parties	-	1,628,393,263	1,628,393,263	24
Other financial liabilities	-	186,929,011	186,929,011	13,14

31 December 2022	Financial Assets at amortized cost	Financial Liabilities at amortized cost	Carrying value	Note
Financial assets				
Cash and cash equivalents	1,146,195,058	-	1,146,195,058	4
Trade receivables	1,634,909,276	-	1,634,909,276	6
Due from related parties	298,084,453	-	298,084,453	24
Other financial assets	281,050,928	-	281,050,928	7

Financial liabilities				
Lease liabilities	-	1,778,358	1,778,358	5
Leasing Liabilities	-	570,851,755	570,851,755	5
Trade payables	-	4,717,512,443	4,717,512,443	6
Due to related parties	-	1,665,614,083	1,665,614,083	24
Other financial liabilities	-	162,318,599	162,318,599	13,14

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**25. NATURE AND LEVEL OF RISKS DERIVED FROM FINANCIAL INSTRUMENTS
(CONTINUED)**
2) Interest rate risk management (Continued)

31 December 2021	Financial Assets at amortized cost	Financial Liabilities at amortized cost	Carrying value	Note
Financial assets				
Cash and cash equivalents	1,788,872,864	-	1,788,872,864	4
Trade receivables	1,403,695,462	-	1,403,695,462	6
Due from related parties	26,752,214	-	26,752,214	24
Other financial assets	19,955,298	-	19,955,298	7
Financial liabilities				
Lease liabilities	-	5,515,233	5,515,233	5
Leasing Liabilities	-	665,880,906	665,880,906	5
Trade payables	-	4,261,606,323	4,261,606,323	6
Due to related parties	-	1,525,777,218	1,525,777,218	24
Other financial liabilities	-	84,627,884	84,627,884	13,14

As of 31 December 2023, 2022, and 2021 the gross payment plan of the lease liabilities which are not discounted is as follows:

31 December 2023	Net book Value	Total contractual cash outflow (I+II+III+IV)	Less than 3 months I	3 - 12 months II	1 - 5 years III	5 years and overs IV
Lease Liabilities	985,047,354	1,138,455,575	105,078,126	254,080,716	611,418,685	167,878,048
Total	985,047,354	1,138,455,575	105,078,126	254,080,716	611,418,685	167,878,048

31 December 2022	Net book Value	Total contractual cash outflow (I+II+III+IV)	Less than 3 months I	3 - 12 months II	1 - 5 years III	5 years and overs IV
Lease Liabilities	569,073,397	1,203,589,516	63,822,114	172,764,222	590,519,838	376,483,342
Total	569,073,397	1,203,589,516	63,822,114	172,764,222	590,519,838	376,483,342

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**25. NATURE AND LEVEL OF RISKS DERIVED FROM FINANCIAL INSTRUMENTS
(CONTINUED)**

2) Interest rate risk management (Continued)

31 December 2021	Net book Value	Total contractual cash outflow (I+II+III+IV)	Less than 3 months I	3 - 12 months II	1 - 5 years III	5 years and overs IV
Lease Liabilities	660,365,673	1,376,350,426	71,157,083	201,455,258	641,103,760	462,634,325
Total	660,365,673	1,376,350,426	71,157,083	201,455,258	641,103,760	462,634,325

3) Capital risk management

While trying to ensure the continuity of its activities in capital management, the Group also aims to increase its profits by using the debt and equity balance in the most efficient way.

The Group's capital structure consists of payables including finance leases explained in note 4, other payables to related parties and other receivables from related parties explained in note 23, cash and cash equivalents explained in note 3 and equity items including capital and reserves explained in note 14.

Top management reviews capital by leverage ratio, consistent with other firms in the industry. The said ratio is calculated by dividing the net debt by the total capital. Net debt is calculated by deducting cash and cash equivalents from the total debt amount (consisting of short and long-term borrowings excluding lease obligations, other receivables / payables with Group companies and non-Group financial liabilities). Total capital is calculated as equity plus net debt as shown in the consolidated statement of financial position.

	31 December 2023	31 December 2022
Total financial payables and non-trade payables to related parties (*)	30,721,486	44,806,358
Less: cash and cash equivalents	(905,127,202)	(1,146,195,058)
Net debt	(874,405,716)	(1,101,388,700)
Total equity (*)	1,487,451,955	1,619,355,526
Total capital	613,046,239	517,966,826
Net debt/equity rate	-%	-%

(*) TFRS 16 impact is not included.

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26. EVENTS AFTER THE REPORTING PERIOD

None.

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APPENDIX - SUPPLEMENTARY OTHER INFORMATIONS

As the supporting information note that is not required by TFRS, it has been evaluated as important for the presentation of its financial performance by the Group management and the calculation table of Profit Before Interest, Depreciation, Amortization and Taxes (EBITDA) presented below. The Group calculated EBITDA by adding depreciation and amortization expenses to operating profit before other income and expenses from main operations. EBITDA is not a performance measure defined in TFRS and may not be comparable to other companies. In addition, in order to be comparable to the study, the figures before TFRS 16 are included.

	Current Period	Prior Period
	1 January- 31 December 2023	1 January- 31 December 2022
Net Profit for The Year (Without TFRS 16)	8,966,671	467,794,416
Net Profit for The Year	74,820,063	736,508,801
Tax Income/ (Expense) (without TFRS 16)	5,004,411	88,368,645
Tax Income/(Expense)	(25,862,726)	(55,778,373)
Profit Before Tax (without TFRS 16)	3,962,260	379,425,771
Profit Before Tax	100,682,789	792,287,174
Financial Expenses (-) (without TFRS 16)	(530,614,191)	(362,152,729)
Financial Expenses (-)	(820,160,294)	(509,036,127)
Income (Expense) from Investing Activities	297,793,189	208,402,308
Amortization Expense (without TFRS 16)	(362,405,418)	(300,037,245)
Amortization Expense	(770,521,733)	(596,909,508)
Monetary Loss / Gain (without TFRS 16)	1,793,789,506	1,572,908,322
Monetary Loss / Gain	2,147,877,661	2,104,463,464
Other Income/(Expense) from Operating Activities (without TFRS 16)	(672,592,980)	(633,895,250)
Other Income/(Expense) from Operating Activities	(678,359,051)	(633,895,250)
EBITDA (without TFRS 16)	(522,007,846)	(105,799,635)
EBITDA	(75,946,983)	219,262,287

BİZİM TOPTAN SATIŞ MAĞAZALARI A.Ş. AND ITS SUBSIDIARIES**NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2023**

(Amounts expressed in thousands of Turkish Lira ("TRY") in terms of purchasing power of the TRY at 31December 2023 unless otherwise indicated.)

APPENDIX - SUPPLEMENTARY OTHER INFORMATIONS (CONTINUED)

Financial statements of the group excluding TFRS 16 Leasing Standard is applied are presented comparatively below:

	Current Period	Prior Period
	1 January- 31 December 2023	1 January- 31 December 2022
Assets		
Current Assets	5,114,423,177	6,851,695,911
Cash and Cash Equivalents	905,127,202	1,146,195,058
Trade Receivables	1,351,357,344	1,657,322,444
Other Receivables	12,365,529	259,468,553
Inventories	2,272,925,244	3,344,022,347
Prepaid Expenses	404,044,886	189,819,691
Current Income Tax Assets	8,937,838	62,022,510
Other current assets	159,665,134	192,845,308
Non-Current Assets	2,499,638,979	2,203,573,480
Other Receivables	12,583,381	21,582,375
Tangible Assets	1,831,956,690	1,603,862,305
Intangible Asset	293,348,521	278,922,652
Prepaid Expenses	720,509	18,682,237
Deferred Tax Assets	361,029,878	280,523,911
Total assets	7,614,062,156	9,055,269,391

BİZİM TOPTAN SATIŞ MAĞAZALARI A.Ş. AND ITS SUBSIDIARIES

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2023

(Amounts expressed in thousands of Turkish Lira ("TRY") in terms of purchasing power of the TRY at 31December 2023 unless otherwise indicated.)

APPENDIX - SUPPLEMENTARY OTHER INFORMATIONS (CONTINUED)

	Current Period	Prior Period
	1 January- 31 December 2023	1 January- 31 December 2022
LIABILITIES		
Current Liabilities	5,677,304,878	6,966,451,151
Short-term Borrowings	-	1,778,358
Trade Payables	5,145,360,166	6,339,469,766
Other Payables	8,375,737	3,257,885
Liabilities for Employee Benefits	136,842,970	133,321,722
Deferred Revenue	71,867,355	143,314,172
Deferred Tax Liabilities	-	15,822,918
Short-term Provisions	264,772,609	300,489,453
Other Current Liabilities	50,086,041	28,996,877
Non-Current Liabilities	449,305,323	469,462,714
Other Payables	23,184,513	40,398,875
Long-term provisions	177,842,996	221,116,586
Deferred Tax Liabilities	243,989,576	180,464,630
Deferred Revenue	4,288,238	27,482,623
Equity	1,487,451,955	1,619,355,526
Shareholders' Equity	1,477,752,982	1,626,893,614
Share Capital	80,476,074	60,000,000
Capital adjustment differences	572,800,075	572,800,075
Treasury Shares	(81,682,846)	(81,682,846)
Share premiums	797,552,134	797,552,134
Actuarial loss on employee termination benefits	(81,024,346)	(10,233,020)
Restricted Reserves Appropriated from Profits	138,212,697	120,465,311
Impact of business combinations under common control	650,567,059	381,034,630
Retained Earnings	(605,842,844)	(643,271,326)
Net Profit for the Year	6,694,979	430,228,656
Non-controlling Interest	9,698,973	(7,538,088)
Total Liabilities	7,614,062,156	9,055,269,391

BİZİM TOPTAN SATIŞ MAĞAZALARI A.Ş. AND ITS SUBSIDIARIES

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2023

(Amounts expressed in thousands of Turkish Lira ("TRY") in terms of purchasing power of the TRY at 31December 2023 unless otherwise indicated.)

APPENDIX - SUPPLEMENTARY OTHER INFORMATIONS (CONTINUED)

	1 January- 31 December 2023	1 January- 31 December 2022
PROFIT OR LOSS		
Revenue	32,222,253,505	31,937,713,710
Cost of Sales (-)	(29,065,848,158)	(28,828,587,420)
Gross profit	3,156,405,347	3,109,126,290
Marketing Expenses (-)	(3,348,571,436)	(2,903,727,873)
General Administrative Expenses (-)	(692,247,175)	(611,235,297)
Other Income from Operating Activities	750,259,942	245,255,715
Other Expenses from Operating Activities (-)	(1,422,852,922)	(879,150,965)
Operating profit	(1,557,006,244)	(1,039,732,130)
Income from Investing Activities	315,312,239	209,605,493
Expense from Investing Activities (-)	(17,519,050)	(1,203,185)
Profit before finance expenses	(1,259,213,055)	(831,329,822)
Financial Expenses (-)	(530,614,191)	(362,152,729)
Monetary loss / gain (-)	1,793,789,506	1,572,908,322
Continuing operations profit before tax	3,962,260	379,425,771
Continuing operations tax income / (expense)	5,004,411	88,368,645
Current Tax Expense	(384,074)	(118,786,893)
Deferred Tax Income	5,388,485	207,155,538
Net Profit for the Year	8,966,671	467,794,416
Distribution Of Net Profit For The Period		
Non-controlling interes	2,271,692	37,565,760
Equity holders of the parent	6,694,979	430,228,656
Earnings per share (TRY)	0,083	5,346
Other comprehensive expense	(70,791,326)	(10,233,020)
Actuarial (gains)/losses that will not be reclassified to profit or loss	(91,101,998)	(12,791,261)
Items not to be reclassified to profit or (loss)		
Other comprehensive expenses on taxes	20,310,672	2,558,241
TOTAL OTHER COMPREHENSIVE INCOME	(61,824,655)	457,561,396
Distribution of total other comprehensive income		
Non-controlling interest	17,237,061	44,413,101
Equity holders of the parent	(79,061,716)	413,148,295

Contact

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