

**PROXY STATEMENT**  
**DOĞUŞ OTOMOTİV SERVİS VE TİCARET A.Ş.**

I/we hereby appoint \_\_\_\_\_, whose details are provided below, as my/our proxy authorized to represent me/us, to vote, and to make proposals in line with the views I/we have expressed herein, and sign the required documents at the ordinary general assembly of Doğuş Otomotiv Servis ve Ticaret A.Ş., which will convene on Tuesday, March 28th, 2023 at 10.00 am at "Bentley-Lamborghini Showroom, Maslak Mahallesi, Ahi Evran Caddesi (Doğuş Power Center Maslak), No:4, İç Kapı No: 3, Sarıyer /İstanbul."

Proxy holder's (\*):

Name Surname / Trade Name:

TR ID Number/ Tax ID Number, Trade Register and Number and MERSIS (Central Registration System) Number:

(\*). Equivalents of such information, if available, should be provided for proxy holders of foreign nationalities.

**A) SCOPE OF REPRESENTATIVE POWER**

The scope of representative power should be defined by choosing one of the options (a), (b) or (c) for the following sections 1 and 2.

<b>Agenda Topics (*)</b>	<b>Accept</b>	<b>Reject</b>	<b>Opposing Opinion</b>
1. Opening and election of the general assembly presiding committee,			
2. Presentation of the Board of Directors' Annual Report for deliberation and approval,			
3. Presentation of the independent auditor's report,			
4. Presentation of the financial statements for deliberation and approval,			
5. Individual release of each member of the Board of Directors of their fiduciary responsibilities for the company's activities in the financial year,			
6. Discussion and resolving about the proposal made by the Board Members in connection with distribution of the profit generated during the activity year, after taking into account advance payment made for dividends on 14 November 2022,			
7. Discussion and resolution of the issue of authorizing the Board of Directors for the payment of advance dividends, in case a profit distribution in accordance with our Articles of Association and the legislation will be in question for the 2023 period,			
8. Resolution of the gross salaries to be paid to the members of the Board of Directors and determining the remuneration, attendance fees, bonuses and other benefits provided to the member of the Board of Directors,			
9. Approval of the Board of Directors' appointment of the Independent Audit Company for the year 2023 as the company auditor,			
10. Discussion and decision regarding the amendment of the article titled "6 - Capital" of the Articles of Association of the company,			
11. Informing the shareholders about the donations and aids provided in the activity year,			
12. Discussion and decision regarding the proposal of the Board of Directors on the determination of the limit of donations to be made during the year,			
13. Presentation of information to the shareholders regarding the transactions made with related parties,			
14. Presentation of information to the shareholders regarding the collaterals, pledges, liens and mortgages granted in favor of third parties and any benefits or income obtained thereof,			

15. Informing the shareholders about own shares purchased by the Company,			
16. Pursuant to Principle 1.3.6 of the Corporate Governance Principles regulated by the Capital Markets Board, providing information on significant business transactions in the operating year that might have caused conflict of interest,			
17. Authorization of the members of the Board of Directors to carry out the tasks and transactions set forth in articles 395 and 396 of the Turkish Commercial Code,			
18. Wishes and closing.			

(\* ) Each topic is listed individually on the General Assembly agenda. If the minority has a separate draft resolution, this too will be listed separately provided that voting by proxy is allowed.

**1. Regarding the General Assembly agenda topics;**

- The proxy holder is authorized to vote at his/her own discretion.
- The proxy holder is authorized to vote in line with the suggestions of the association management.
- The proxy holder is authorized to vote in accordance with the instructions stated in the table above.

**Instructions:**

If the shareholder chooses option (c), instructions for the relevant agenda topic are given by marking one of the options (accept or reject) next to the relevant agenda topic, and if the 'reject' option is selected, by stating the opposing opinion in the minutes of the general meeting.

**2. Special instructions pertaining to other topics that may be brought up during the General Meeting, and exercising of the minority rights in particular:**

- The proxy holder is authorized to vote at his/her discretion.
- The proxy holder is not granted representative power on such topics.
- The proxy holder is authorized to vote in accordance with the special instructions below.

**SPECIAL INSTRUCTIONS:** The shareholder's special instructions, if any, to the proxy holder will be specified here.

**B) The shareholder will specify the shares to be represented by the proxy holder by choosing one of the following options.**

**1. I hereby confirm that the proxy holder represents the shares specified in detail as follows.**

a) Issuance and serial number *	:
b) Number / Group (For the dematerialized shares, information about the group, if any, will be included instead of number)	:
c) Quantity / Nominal value	:
ç) Share with privileged voting rights or not	:
d) Bearer or Registered *	:
e) Ratio of the shareholder's total shares/voting rights	:

\* Such information is not required for the dematerialized shares.

**2. I hereby confirm that the proxy holder represents all of my shares on the list prepared by MKK (Central Registry Agency) one day before the general assembly concerning the shareholders who are eligible to attend the general assembly.**

**NAME and SURNAME or TRADE NAME OF SHAREHOLDER (\*)**

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TR ID Number/ Tax ID Number, Trade Register and Number, and MERSIS Number:

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Address: \_\_\_\_\_

(\*) Equivalents of such information, if available, should be provided for proxy holders of foreign nationalities.

SIGNATURE

Note: The proxy statement must be notarized in accordance with the legislation.

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