

LDR TURİZM ANONİM ŞİRKETİ
PROCEEDINGS OF THE ANNUAL GENERAL ASSEMBLY MEETING
DATED APRIL 08,2026

The annual general assembly meeting of LDR Turizm Anonim Şirketi (the “Company”) for the year 2025 was held on Wednesday, 08/04/2026, at 10:00 a.m. at Maslak Mah., Eski Büyükdere Cad., Giz 2000 Plaza, No:7, K:14, D:55-56, Sarıyer/İstanbul, under the supervision of the Ministry Representative, Mr./Ms. Birtan Güven Bayraktar, appointed by the letters of the İstanbul Provincial Directorate of Trade dated 07.04.2026 and numbered 120833935.

The invitation to the meeting was announced on the Public Disclosure Platform (“PDP”) on 12.03.2026, in the manner stipulated under the Capital Markets Law No. 6362 (the “Law”) and the Company’s articles of association (the “Articles of Association”), including the agenda and the information and documents related to the agenda; and was also published on the Company’s website, on the Electronic General Assembly System (“EGAS”) operated by Merkezi Kayıt Kuruluşu A.Ş., and on page 505 of issue no. 11543 of the Turkish Trade Registry Gazette dated 16.03.2026.

Upon examination of the list of attendees, it was determined that, out of the Company’s total issued share capital of TRY 825,000,000, corresponding to 825,000,000 shares each with a nominal value of TRY 1; (i) 17,686,760.500 Group B shares corresponding to a capital amount of TRY 17,686,760.500 were represented in person; (ii) 132,500,000 Group A shares corresponding to a capital amount of TRY 132,500,000 and 483,542,500 Group B shares corresponding to a capital amount of TRY 483,542,500 were represented by proxy; and (iii) 16,453,848 Group B shares corresponding to a capital amount of TRY 16,453,848 were represented through the depositary representative. Accordingly, a total of 650,183,108.500 shares corresponding to a capital amount of TRY 650,183,108.500 were represented at the meeting. Thus, the minimum meeting quorum stipulated both under the Law and the Articles of Association was present. In the calculation of the meeting quorum, the Company’s treasury shares acquired on the stock exchange were excluded pursuant to Article 18/1 of the Capital Markets Board’s Communiqué No. II-22.1 on Repurchased Shares.

It was observed that each of the 132,500,000 Group (A) shares, corresponding to TRY 132,500,000 of the Company’s share capital, carries 5 voting rights (corresponding in total to 662,500,000 voting rights), and that Metin BAROKAS, the shareholder holding all such shares and the Chairman of the Board of Directors, was represented at the meeting by proxy. It was further determined that Board Member Burçin Baybatur Kök and Mr. Veysel ONAT, representing the Company’s independent auditor, Edit Bağımsız Denetim Hizmetleri A.Ş., were present at the meeting.

Board Member Burçin Baybatur Kök made a statement regarding the voting procedure and indicated that, as set forth both in the Law and in the Company’s Articles of Association, without prejudice to the regulations on electronic vote counting, the shareholders attending the meeting physically in the meeting hall were required to vote openly and by show of hands.

Pursuant to paragraphs 5 and 6 of Article 1527 of the Turkish Commercial Code No. 6102 (the “TCC”), it was determined that the Company had duly fulfilled its electronic general assembly preparations in compliance with the applicable legislation. Adil Şahin, the Investor Relations Department Manager, who holds the Central Securities Depository Electronic General Assembly System Certification of Expertise, was appointed to operate the electronic general assembly system, and following the identity check, the

meeting was simultaneously opened in both physical and electronic environments and the discussion of the agenda commenced.

1. Opening of the Meeting and establishment of the Meeting Chairmanship, and authorisation of the Meeting Chairmanship to sign the proceedings of the General Assembly Meeting and the list of attendees

Pursuant to item 1 of the agenda, a written motion submitted by the proxy of the Company's shareholder, Mr. Metin Barokas, was presented regarding the election of Mr. Burak ÇELEBİ as the Meeting Chairman and the authorisation of the Meeting Chairmanship to sign the proceedings of the general assembly meeting and the other relevant documents. As no other motion was submitted in relation thereto, the matter was put to the vote of the General Assembly. It was unanimously resolved to elect Mr. Burak ÇELEBİ as the Meeting Chairman and to authorise the Meeting Chairmanship to sign the proceedings of the general assembly meeting and the other relevant documents.

The Meeting Chairman stated that, pursuant to Article 419 of the TCC, he had appointed Tolga ŞEN as the vote collector and Doğançan AYEBE as the proceedings clerk.

The Meeting Chairman read out the agenda items. The General Assembly was asked whether there was any request to add any item to the agenda or to change the order of the agenda items. As no such request was made, the discussion of the agenda items continued.

2. Reading and discussion of the Board of Directors' Annual Report for the fiscal year 2025,

Pursuant to item 2 of the agenda, the motion submitted by the proxy of the Company's shareholder, Mr. Metin Barokas, to deem the Board of Directors' Annual Report for the fiscal year 2025 as having been read, on the grounds that it had been made available for the review of the shareholders on the Public Disclosure Platform, on the Electronic General Assembly System of the Merkezi Kayıt Kuruluşu, and on the Company's website at www.liderfilo.com.tr at least three weeks prior to the general assembly meeting, was submitted for the approval of the General Assembly.

As a result of the voting, the motion was accepted by majority vote of the attendees, with 16,323,501 votes against and 1,163,859,607.500 votes in favor.

The discussion of the Board of Directors' Annual Report commenced, and no one took the floor.

The Board of Directors' Annual Report for the fiscal year 2025 was submitted to vote and was accepted by majority vote of the attendees, with 16,323,501 votes against and 1,163,859,607.500 votes in favor.

3. Reading and discussion of the summary of the Independent Auditor's Report for the fiscal year 2025,

Pursuant to item 3 of the agenda, by a written motion submitted by the proxy of the Company's shareholder, Mr. Metin Barokas, it was proposed that the Independent Auditor's Report for the fiscal year 2025 be deemed to have been read, on the grounds that it had been made available for the review of the shareholders on the Public Disclosure Platform, on the Electronic General Assembly System of the Merkezi Kayıt Kuruluşu, and on the Company's website at www.liderfilo.com.tr at least three weeks prior to the general assembly meeting, and that only the opinion section of the Independent Auditor's Report be read out. The proposal was submitted for the approval of the General Assembly. As a result of the voting, the motion was accepted unanimously by the attendees. As a result of the voting, the motion was

accepted by majority vote of the attendees, with 16,323,501 votes against and 1,163,859,607.500 votes in favor.

For the reading of the opinion section of the Independent Auditor's Report for the fiscal year 2025, Mr. Murat İpekçi, representing the independent audit firm, was given the floor. Mr. Murat İpekçi read out the opinion section of the Independent Auditor's Report for the fiscal year 2025.

The Independent Auditor's Report for the fiscal year 2025 was opened for discussion, and no one took the floor. As this agenda item was not subject to a vote, it was presented for information purposes only.

4. Reading, discussion, and approval of the Financial Statements for the year 2025,

Pursuant to item 4 of the agenda, by a written motion submitted by the proxy of the Company's shareholder, Mr. Metin Barokas, it was proposed that the financial statements for the fiscal year 2025 be deemed to have been read, on the grounds that they had been made available for the review of the shareholders on the Public Disclosure Platform, on the Electronic General Assembly System of the Merkezi Kayıt Kuruluşu, and on the Company's website at www.liderfilo.com.tr at least three weeks prior to the general assembly meeting. The proposal was submitted for the approval of the General Assembly and was accepted unanimously.

The financial statements for the year 2025 were opened for discussion, and no one took the floor. The approval of the financial statements for the year 2025 was submitted to vote and, as a result of the voting, was accepted unanimously by the attendees.

5. Release (discharge) of the Members of the Board of Directors from liability for their activities, transactions, and accounts for the year 2025,

Pursuant to item 5 of the agenda, the separate release of the Members of the Board of Directors from liability for their accounts and activities for the year 2025 was proceeded with. It was stated that, pursuant to Article 436 of the Turkish Commercial Code No. 6102, the voting rights attached to the shares held by the Members of the Board of Directors themselves were not taken into account, and the release of the Members of the Board of Directors was submitted to vote. As a result of the voting, it was unanimously resolved by the attendees that Karel BAROKAS, Burçin BAYBATUR KÖK, Saim KILIÇ, Çağrı ERHAN and Melek ERHAN, being Members of the Board of Directors, be separately released from liability for their accounts and activities for the year 2025, and that Board Member Metin BAROKAS be released from liability for his accounts and activities for the year 2025 by excluding, pursuant to Article 436 of the TCC, the voting rights attached to the shares held by him.

6. Discussion and resolution of the Board of Directors' proposal regarding the distribution of profit for the year 2025,

Pursuant to item 6 of the agenda, the discussion of the Board of Directors' proposal regarding the distribution of profit for the year 2025, prepared in accordance with the Company's dividend distribution policy and announced at least three weeks prior to the General Assembly meeting on the Company's corporate website at www.liderfilo.com.tr, at the Company Headquarters, on the Public Disclosure Platform, and on the Electronic General Assembly System of Merkezi Kayıt Kuruluşu A.Ş., was proceeded with.

In accordance with the provisions of the Turkish Commercial Code and the Capital Markets Law, and pursuant to our financial statements for the accounting period of 01.01.2025 – 31.12.2025, which were

prepared by our Company in compliance with the Turkish Financial Reporting Standards and audited by Edit Bağımsız Denetim Hizmetleri A.Ş., the Company's net profit for the period amounts to TRY 1,809,496,895.26, the net distributable profit for the period amounts to TRY 1,809,496,895.26, and the profit according to the statutory records amounts to TRY 191,311,204.12. In this context, the proposal of the Board of Directors to:

- a) distribute to the shareholders a gross cash dividend of TRY 117,647,058.82 and a net cash dividend of TRY 100,000,000.00, and to allocate a secondary legal reserve in the amount of TRY 7,639,705.88 over the distributed dividend;
- b) allocate the remaining balance as extraordinary reserves; and
- c) make the dividend payment in four equal installments, each in the gross amount of TRY 29,411,764.71, on 08.05.2026, 10.07.2026, 10.09.2026, and 10.11.2026,

was read out to the General Assembly.

By a written motion submitted by the proxy of the Company's shareholder, Mr. Metin Barokas, it was proposed that the Board of Directors' proposal regarding the distribution of profit (Annex-1) be approved as announced on the Public Disclosure Platform, without any change in the amount of cash dividend to be distributed to the shareholders or in the payment method. As no other proposal was submitted, the proposal was submitted for the approval of the General Assembly. As a result of the voting, the proposal was accepted unanimously by the attendees.

7. Submission for the approval of the General Assembly of the appointment of a Board Member made by the Board of Directors in accordance with Article 363 of the Turkish Commercial Code,

Pursuant to item 7 of the agenda, the appointment of Ms. Melek Erhan, holder of Turkish Identification Number , as an Independent Board Member in place of Mr. Çağrı Erhan, holder of Turkish Identification Number , who resigned from membership of the Board of Directors, by virtue of the Board of Directors Resolution of our Company dated 07.04.2025 and numbered 2025/9, within the framework of Article 363 of the Turkish Commercial Code No. 6102, which was announced on the Public Disclosure Platform and in respect of whom no adverse opinion was issued by the Capital Markets Board, was submitted for the approval of the General Assembly and, as a result of the voting, was accepted by majority vote of the attendees, with 159,419 votes against and 1,180,023,689.500 votes in favor.

8. Approval of the amendment made to Article 6 of the Company's Articles of Association titled "Capital, Shares and Transfer of Shares"

Pursuant to item 8 of the agenda, by a written motion submitted by the proxy of the Company's shareholder, Mr. Metin Barokas, it was proposed that the amendment text regarding the amendment of Article 6 of the Company's Articles of Association titled "Capital, Shares and Transfer of Shares", in relation to the increase of the Company's registered capital ceiling from TRY 265,000,000 (Two Hundred Sixty-Five Million Turkish Lira) to TRY 5,000,000,000 (Five Billion Turkish Lira), which had been prepared within the framework of Article 18 of the Capital Markets Law and the Capital Markets Board's Communiqué No. II-18.1 on the Registered Capital System by virtue of the Board of Directors' resolution dated 15.01.2026 and numbered 2026/3, and for which the necessary approvals had been obtained by the letters of the Capital Markets Board dated 20.01.2026 and numbered 84754 and of the Republic of Türkiye Ministry of Trade numbered 118396075, be deemed to have been read, on the grounds that it had been

made available for the review of the shareholders on the Public Disclosure Platform, on the Electronic General Assembly System of the Merkezi Kayıt Kuruluşu, and on the Company's website at www.liderfilo.com.tr at least three weeks prior to the general assembly meeting.

As a result of the voting, the motion was accepted by majority vote of the attendees, with 16,453,848 votes against and 1,163,729,260.500 votes in favor.

The amendment text to the Articles of Association (Annex-2) was submitted to vote and, as a result of the voting, the amendment to the Articles of Association attached hereto was accepted by majority vote of the attendees, with 16,453,848 votes against and 1,163,729,260.500 votes in favor. The amendment to the Articles of Association was opened for discussion, and no one took the floor.

9. Determination, discussion and resolution of the remuneration, attendance fees, bonuses, premiums and similar rights to be paid to the Members of the Board of Directors during their term of office

Pursuant to item 9 of the agenda, the proposal submitted by the representative of shareholder Metin Barokas in relation to this agenda item was read out to the General Assembly. It was proposed that, effective as of the date of this General Assembly and payable throughout their term of office, a monthly net remuneration of TRY 450,000 be paid to Metin Barokas, Chairman of the Board of Directors, TRY 71,500 to Karel Barokas, Vice Chairman of the Board of Directors, TRY 71,500 to Burçin Baybatur K k, Member of the Board of Directors, and TRY 65,000 to each of the Independent Board Members Saim Kılıç and Melek Erhan. As no other proposal was submitted, the motion was submitted to vote and, as a result of the voting, was accepted by majority vote of the attendees, with 16,452,467 votes against and 1,163,730,641.500 votes in favor.

10. Approval of the selection of the Independent Audit Firm in accordance with the Turkish Commercial Code, Capital Markets Board regulations, and the regulations of the Public Oversight, Accounting and Auditing Standards Authority,

Pursuant to item 10 of the agenda, the Board of Directors, having obtained the opinion of the Audit Committee, submitted to the approval of the General Assembly the appointment of Model Bağımsız Denetim A.Ş., located at K  k bakkal K y Mah. Vedat G nyol Cad., Defne Sok. No:1, Flora Residence, Floor:28/2806, Ataşehir/İstanbul and registered with the Istanbul Trade Registry Office under registration number 335184-5, as the independent audit firm to conduct the audit of the Company's financial reports for the 2026 fiscal year and, subject to being authorized by the Public Oversight, Accounting and Auditing Standards Authority ("KGK") to carry out independent assurance engagements in the field of sustainability, to perform other activities within the scope of the relevant regulations, including but not limited to the mandatory assurance audit of the 2026 Sustainability Report to be prepared in accordance with the T rkiye Sustainability Reporting Standards published by the KGK. As a result of the voting, the proposal was accepted by majority vote of the attendees, with 16,453,848 votes against and 1,163,729,260.500 votes in favor.

11. Providing information to shareholders regarding donations made by the Company during 2025 and determining the upper limit for donations to be made in 2026,

Pursuant to item 11 of the agenda, in accordance with the Capital Markets Board regulations, the shareholders were informed that no donations or aid were made by the Company during 2025.

Pursuant to the motion submitted by the proxy of the Company's shareholder, Metin Barokas, a proposal was made to determine the upper limit for donations to be made in 2026 as TRY 350,000.00. As no other motion was submitted, the proposal was submitted for the approval of the General Assembly. As a result of the voting, the motion was accepted by majority vote, with 16,453,848 votes against and 1,163,729,260.500 votes in favor.

12. Providing information to shareholders regarding the transactions carried out under the share buyback program initiated by the Board of Directors' resolution dated 27.11.2025,

In accordance with the Capital Markets Board's Communiqué No. II-22.1 on Repurchased Shares and its secondary regulations, under the share buyback program initiated by the resolution adopted by the Company's Board of Directors on 27 November 2025, shares with a nominal value of TRY 325,000 had been repurchased as of 31.12.2025, and thus the total nominal amount of repurchased shares reached TRY 10,325,000, corresponding to 1.2515% of the Company's share capital. As of the date of the General Assembly, the total nominal amount of LIDER shares held by the Company was TRY 10,875,000 and the ratio thereof to the Company's share capital was 1.3182%.

The transactions carried out under the share buyback program are disclosed daily on the Public Disclosure Platform. The current shareholding structure is available on the Company's page on the Public Disclosure Platform under the heading "General Information" and on the Investor Relations page of the Company's website under the heading "Shareholding Structure and Share Information".

The Meeting Chairman stated that this item of the agenda was for information purposes only and would not be put to vote.

13. Discussion and resolution on authorising the Board of Directors to decide on the distribution of dividend advances in the fiscal year 2026, provided that distributable profit is generated in accordance with the Company's Articles of Association and relevant legislation,

Pursuant to item 13 of the agenda, it was unanimously resolved to authorize the Board of Directors, in the event that distributable profit for the period is generated in the 2026 fiscal year in accordance with the Company's Articles of Association and the relevant legislation, with respect to determining the timing and conditions of the distribution of dividend advances.

14. Providing information to shareholders, in accordance with the Capital Markets Board regulations, regarding the guarantees, pledges, mortgages and sureties provided by the Company in favor of third parties during 2025, as well as any income or benefits obtained therefrom,

Pursuant to item 14 of the agenda, Board Member Burçin Baybatur Kök informed the General Assembly, within the framework of the information contained in the Company's Financial Statements and Independent Auditor's Report for the fiscal year ended on 31.12.2025, that the Company did not provide any guarantees, pledges, mortgages or sureties in favor of third parties during 2025 and accordingly, did

not derive any income or benefit therefrom. As this item of the agenda was not subject to a vote, it was presented for information purposes only.

15. Granting permission to the Members of the Board of Directors within the framework of Articles 395 and 396 of the Turkish Commercial Code,

Pursuant to item 15 of the agenda, the matter of granting permission, in respect of the 2026 fiscal year, to the Members of the Board of Directors within the framework of Articles 395 and 396 of the Turkish Commercial Code No. 6102 was submitted for the approval of the General Assembly and, as a result of the voting, was accepted unanimously.

16. Providing information to the General Assembly regarding transactions specified under Articles 1.3.6 and 1.3.7 of the Corporate Governance Principles of the Capital Markets Board,

Pursuant to item 16 of the agenda, the shareholders were informed that no transaction had occurred during 2025 within the scope of Articles 1.3.6 and 1.3.7 of the Corporate Governance Principles annexed to the Corporate Governance Communiqué No. II-17.1. As item 16 of the agenda was not subject to a vote, it was presented for information purposes only.

17. Wishes and closing

Pursuant to item 17 of the agenda, the Meeting Chairman asked the shareholders whether they had any wishes or comments. No one took the floor.

As there remained no further matter to be discussed on the agenda, the Chairman closed the meeting. These proceedings of the meeting were drawn up at the meeting venue, read out, and signed.

İstanbul, 08 April 2026

Time: 11:10

Birtan Güven BAYRAKTAR
Ministry Representative

Burak ÇELEBİ
Meeting Chairman

Tolga ŞEN
Vote Collector

Doğancan AYEBE
Proceedings Clerk

ANNEX-1

Board of Directors' Proposal Regarding the Distribution of Profit for the Year 2025 and Proposed Profit Distribution Table

LDR TURİZM A.Ş. 2025 YILI KAR DAĞITIM TABLOSU (TL)			
1.	Ödenmiş/Çıkarılmış Sermaye		825.000.000,00
2.	Genel Kanuni Yedek Akçe (Yasal Kayıtlara Göre)		40.425.000,00
Esas sözleşme uyarınca kar dağıtımında imtiyaz var ise söz konusu imtiyaza ilişkin bilgi			İmtiyaz yoktur.
		SPK'ya Göre	Yasal Kayıtlara (YK) Göre
3.	Dönem Karı	2.717.075.129,00	248.633.352,27
4.	Vergiler (-)	897.509.223,00	47.253.137,41
5.	Net Dönem Karı (=)	1.819.565.906,00	201.380.214,86
6.	Geçmiş Yıllar Zararları (-)	0,00	0,00
7.	Genel Kanuni Yedek Akçe (-)	10.069.010,74	10.069.010,74
8.	NET DAĞITILABİLİR DÖNEM KARI (=)	1.809.496.895,26	191.311.204,12
9.	Yıl İçinde Yapılan Bağışlar (+)	0,00	0,00
10.	Bağışlar Eklenmiş Net Dağıtılabilir Dönem Karı	1.809.496.895,26	191.311.204,12
11.	Ortaklara Birinci Kar Payı	117.647.058,82	117.647.058,82
	- Nakit	117.647.058,82	117.647.058,82
	- Bedelsiz	0,00	0,00
	- Toplam	117.647.058,82	117.647.058,82
12.	İmtiyazlı Pay Sahiplerine Dağıtılan Kar Payı	0,00	0,00
13.	Dağıtılan Diğer Kar Payı	0,00	0,00
	- Yönetim Kurulu Üyelerine,	0,00	0,00
	- Çalışanlara	0,00	0,00
	- Pay Sahibi Dışındaki Kişilere	0,00	0,00
14.	İntifa Senedi Sahiplerine Dağıtılan Kar Payı	0,00	0,00
15.	Ortaklara İkinci Kar Payı	0,00	0,00
16.	Genel Kanuni Yedek Akçe	7.639.705,88	7.639.705,88
17.	Statü Yedekleri	0,00	0,00
18.	Özel Yedekler	0,00	0,00
19.	OLAĞANÜSTÜ YEDEK	1.684.210.130,55	66.024.439,41
20.	Dağıtılması Öngörülen Diğer Kaynaklar	0,00	0,00

KAR PAYI ORANLARI TABLOSU

	GRUBU	TOPLAM DAĞITILAN KAR PAYI		TOPLAM DAĞITILAN KAR PAYI/BRÜT DAĞITILABİLİR DÖNEM KARI	1 TL NOMİNAL DEĞERLİ PAYA İSABET EDEN KAR PAYI	
		NAKİT (TL)	BEDELSİZ (TL)	ORANI (%)	TUTARI (TL)	ORANI (%)
BRÜT	A	18.894.830,66	-	1,04	0,1426025	14,26025
	B	98.752.228,16	-	5,46	0,1426025	14,26025
	TOPLAM	117.647.058,82	-	6,50	0,1426025	14,26025

	GRUBU	TOPLAM DAĞITILAN KAR PAYI		TOPLAM DAĞITILAN KAR PAYI/NET DAĞITILABİLİR DÖNEM KARI	1 TL NOMİNAL DEĞERLİ PAYA İSABET EDEN KAR PAYI	
		NAKİT (TL)	BEDELSİZ (TL)	ORANI (%)	TUTARI (TL)	ORANI (%)
NET	A	16.060.606,06	-	0,89	0,1212121	12,12121
	B	83.939.393,94	-	4,64	0,1212121	12,12121
	TOPLAM	100.000.000,00	-	5,53	0,1212121	12,12121

ANNEX-2

Amendment Draft of the Articles of Association

LDR TURİZM ANONİM ŞİRKETİ	
Esas Sözleşme Tadil Metni	
Eski Hali	Yeni Hali
<p>SERMAYE, PAYLAR VE PAYLARIN DEVRİ Madde 6-</p> <p>Şirket 6362 sayılı Sermaye Piyasası Kanunu hükümlerine göre kayıtlı sermaye sistemini kabul etmiş ve Sermaye Piyasası Kurulu'nun 23.12.2021 tarihli ve 66/1861 sayılı izni ile kayıtlı sermaye sistemine geçmiştir.</p> <p>Şirketin kayıtlı sermaye tavanı 265.000.000,00.-TL olup (ikiyüzaltmışbeşmilyonTürkLirası) her biri 1.-TL (Bir Türk Lirası) itibari değerde 265.000.000 (ikiyüzaltmışbeşmilyon) adet paya bölünmüştür.</p> <p>Sermaye Piyasası Kurulu'nca verilen kayıtlı sermaye tavanı izni, 2021-2025 yılları (5 yıl) için geçerlidir. 2025 yılı sonunda izin verilen kayıtlı sermaye tavanına ulaşamamış olsa dahi, 2025 yılından sonra Yönetim Kurulu'nun sermaye artırım kararı alabilmesi için; daha önce izin verilen tavan ya da yeni bir tavan tutarı için Sermaye Piyasası Kurulu'ndan izin almak suretiyle genel kuruldan 5 yılı geçmemek üzere yeni bir süre için yetki alması zorunludur. Söz konusu yetkinin alınmaması durumunda Yönetim Kurulu kararı ile sermaye artırımını yapamaz.</p> <p>Şirket'in çıkarılmış sermayesi 825.000.000.-TL (Sekizyüzyirmibeşmilyon Türk Lirası) olup, muvazaadan ari şekilde tamamen ödenmiştir. Bu sermaye her biri 1 (bir) TL itibari değerde 132.500.000 (Yüzotuzikimilyonbeşyüzbin) adet (A) grubu nama yazılı pay ve her biri 1 (bir) TL itibari değerde 692.500.000 (Altyüzdoksanikimilyonbeşyüzbin) adet (B) grubu hamiline yazılı pay olmak üzere toplam 825.000.000 (Sekizyüzyirmibeşmilyon) adet paya bölünmüştür.</p> <p>Önceki sermayeyi teşkil eden 165.000.000,00.-TL'nin tamamı ödenmiş olup, bu defa artırılan 660.000.000.-TL'nin, 554.570.978 TL'si Sermaye Düzetme Farkları ve 105.429.022 TL'si Paylara İlişkin Primler hesaplarından olmak üzere, iç kaynakların sermayeye ilavesi suretiyle karşılanmıştır.</p>	<p>SERMAYE, PAYLAR VE PAYLARIN DEVRİ Madde 6-</p> <p>Şirket 6362 sayılı Sermaye Piyasası Kanunu hükümlerine göre kayıtlı sermaye sistemini kabul etmiş ve Sermaye Piyasası Kurulu'nun 23.12.2021 tarihli ve 66/1861 sayılı izni ile kayıtlı sermaye sistemine geçmiştir.</p> <p>Şirketin kayıtlı sermaye tavanı 5.000.000.000,00.-TL olup (BeşmilyarTürkLirası) her biri 1.-TL (Bir Türk Lirası) itibari değerde 5.000.000.000 (Beşmilyar) adet paya bölünmüştür.</p> <p>Sermaye Piyasası Kurulu'nca verilen kayıtlı sermaye tavanı izni, 2026-2030 yılları (5 yıl) için geçerlidir. 2030 yılı sonunda izin verilen kayıtlı sermaye tavanına ulaşamamış olsa dahi, 2030 yılından sonra Yönetim Kurulu'nun sermaye artırım kararı alabilmesi için; daha önce izin verilen tavan ya da yeni bir tavan tutarı için Sermaye Piyasası Kurulu'ndan izin almak suretiyle genel kuruldan 5 yılı geçmemek üzere yeni bir süre için yetki alması zorunludur. Söz konusu yetkinin alınmaması durumunda Yönetim Kurulu kararı ile sermaye artırımını yapamaz.</p> <p>Şirket'in çıkarılmış sermayesi 825.000.000.-TL (Sekizyüzyirmibeşmilyon Türk Lirası) olup, muvazaadan ari şekilde tamamen ödenmiştir. Bu sermaye her biri 1 (bir) TL itibari değerde 132.500.000 (Yüzotuzikimilyonbeşyüzbin) adet (A) grubu nama yazılı pay ve her biri 1 (bir) TL itibari değerde 692.500.000 (Altyüzdoksanikimilyonbeşyüzbin) adet (B) grubu hamiline yazılı pay olmak üzere toplam 825.000.000 (Sekizyüzyirmibeşmilyon) adet paya bölünmüştür.</p> <p>Önceki sermayeyi teşkil eden 165.000.000,00.-TL'nin tamamı ödenmiş olup, bu defa artırılan 660.000.000.-TL'nin, 554.570.978 TL'si Sermaye Düzetme Farkları ve 105.429.022 TL'si Paylara İlişkin Primler hesaplarından olmak üzere, iç kaynakların sermayeye ilavesi suretiyle karşılanmıştır.</p>



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<p>Sermayeyi temsil eden paylar kaydileştirme esasları çerçevesinde kayden izlenir.</p> <p>(A) Grubu paylara işbu esas sözleşme çerçevesinde yönetim kuruluna aday gösterme ve Genel Kurul toplantılarında oy hakkı imtiyazı tanınmıştır. (B) Grubu paylara ise özel bir hak veya imtiyaz tanınmamıştır.</p> <p>Şirket'in sermayesi, gerektiğinde Türk Ticaret Kanunu ve Sermaye Piyasası mevzuatı hükümleri çerçevesinde artırılabilir veya azaltılabilir.</p> <p>Çıkarılan paylar tamamen satılarak bedelleri ödenmedikçe yeni pay çıkarılamaz.</p> <p>Yönetim Kurulu, Sermaye Piyasası Kanunu hükümlerine uygun olarak gerekli gördüğü zamanlarda kayıtlı sermaye tavanı içinde kalmak kaydıyla yeni pay ihraç ederek çıkarılmış sermayeyi artırmaya, imtiyazlı veya nominal değerinin altında veya üzerinde paylar çıkarmaya ve pay sahiplerinin yeni pay alma haklarını kısmen veya tamamen kısıtlamaya ve bu hususlarda karar almaya yetkilidir.</p> <p>Sermaye artırımlarında artırılan sermayeyi temsil etmek üzere; (A) grubu paylar karşılığında (A) grubu pay, (B) grubu paylar karşılığında (B) grubu pay çıkarılacaktır. Yeni pay alma haklarının kısıtlanması durumunda, çıkarılacak tüm paylar (B) grubu pay olacaktır. Yeni pay alma haklarını kısıtlama yetkisi, pay sahipleri arasında eşitsizliğe yol açacak şekilde kullanılamaz.</p> <p>Sermaye artırımlarında, bedelsiz paylar artırım tarihindeki mevcut paylara dağıtılır.</p> <p>Şirket paylarının devri, Türk Ticaret Kanunu, Sermaye Piyasası Kanunu ve diğer ilgili mevzuat hükümlerine göre serbestçe gerçekleştirilir.</p>	<p>Sermayeyi temsil eden paylar kaydileştirme esasları çerçevesinde kayden izlenir.</p> <p>(A) Grubu paylara işbu esas sözleşme çerçevesinde yönetim kuruluna aday gösterme ve Genel Kurul toplantılarında oy hakkı imtiyazı tanınmıştır. (B) Grubu paylara ise özel bir hak veya imtiyaz tanınmamıştır.</p> <p>Şirket'in sermayesi, gerektiğinde Türk Ticaret Kanunu ve Sermaye Piyasası mevzuatı hükümleri çerçevesinde artırılabilir veya azaltılabilir.</p> <p>Çıkarılan paylar tamamen satılarak bedelleri ödenmedikçe yeni pay çıkarılamaz.</p> <p>Yönetim Kurulu, Sermaye Piyasası Kanunu hükümlerine uygun olarak gerekli gördüğü zamanlarda kayıtlı sermaye tavanı içinde kalmak kaydıyla yeni pay ihraç ederek çıkarılmış sermayeyi artırmaya, imtiyazlı veya nominal değerinin altında veya üzerinde paylar çıkarmaya ve pay sahiplerinin yeni pay alma haklarını kısmen veya tamamen kısıtlamaya ve bu hususlarda karar almaya yetkilidir.</p> <p>Sermaye artırımlarında artırılan sermayeyi temsil etmek üzere; (A) grubu paylar karşılığında (A) grubu pay, (B) grubu paylar karşılığında (B) grubu pay çıkarılacaktır. Yeni pay alma haklarının kısıtlanması durumunda, çıkarılacak tüm paylar (B) grubu pay olacaktır. Yeni pay alma haklarını kısıtlama yetkisi, pay sahipleri arasında eşitsizliğe yol açacak şekilde kullanılamaz.</p> <p>Sermaye artırımlarında, bedelsiz paylar artırım tarihindeki mevcut paylara dağıtılır.</p> <p>Şirket paylarının devri, Türk Ticaret Kanunu, Sermaye Piyasası Kanunu ve diğer ilgili mevzuat hükümlerine göre serbestçe gerçekleştirilir.</p>
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