

**INFORMATION DOCUMENT REGARDING  
BANVİT BANDIRMA VİTAMİNLİ YEM SANAYİ A.Ş.  
ORDINARY GENERAL ASSEMBLY MEETING TO BE HELD ON 8 MAY 2026**

The Ordinary General Assembly Meeting of our Company for the year 2025 will be held in Banvit facilities located at Ömerli Mah. Ömerli Sok. No: 2/8A Bandırma/Balıkesir on Friday, 8 May 2026 at 11.00 a.m. with the below agenda items.

Shareholders can attend the Ordinary General Assembly Meeting in person or by proxy physically or by electronic means. Shareholders that will make transactions in the Electronic General Assembly System (EGKS) need to register with Central Registry Agency A.Ş. (“**MKK**”) and e-MKK Information Portal, to save their information and to have an electronic signature. Shareholders or representatives that are not registered with e-MKK information portal and that do not have e-signature cannot attend the Ordinary General Assembly Meeting by electronic means.

Also, shareholders or representatives that wish to attend the meeting by electronic means need to fulfil obligations according to “Regulation on the Attendance at General Assembly Meetings of Joint Stock Companies by Electronic Means” published in the Official Gazette dated 28 August 2012 no. 28395, and “Communiqué on Electronic General Assembly Meeting System to be Implemented at the General Assembly Meetings of Joint stock Companies” published in the Official Gazette dated 29 August 2012 no. 28396.

All shareholders in the List of Attendees to General Assembly Meeting prepared by the Board of Directors based on Shareholders Chart formed according to dematerialized shares monitored by the Central Registry Agency (“CRA”) are entitled to attend the meeting. Real person shareholders may attend by submitting their identity cards; representatives authorized to represent legal entity shareholders may attend with their identities. Those who will attend the General Meeting by proxy as representatives of real person or legal entity shareholders also have to submit their authorization documents.

Since the Shareholders Chart will be determined one day before the General Assembly date at 17:00 p.m., if the investors whose identities and information regarding the shares want to be in the Shareholders Chart, they need to apply to the intermediary firms that their accounts and identifications to be informed to the Company; and they need to remove the constraints, if any, one day before the General Assembly date at 16:30 at the latest.

Shareholders that will not be able to personally attend the meeting physically or by electronic means need to issue powers of attorney in accordance with the sample below or receive the sample power of attorney from our company's headquarters or our website [www.banvit.com](http://www.banvit.com) and they need to submit their notarized powers of attorney by fulfilling the requirements under the provisions in the “Communiqué on Voting by Proxy and Proxy Solicitation” no II.30.1 of Capital Markets Board (“**CMB**”).

According to paragraph 4 of Article 415 of the Turkish Commercial Code no. 6102, and paragraph 1 of article 30 of the Capital Markets Law; the right to attend to the general assembly meeting and to vote does not depend on the condition of storing the share certificates. Therefore, if our shareholders want to attend the Ordinary General Assembly Meeting, they do not need to block their shares.

As required by the Corporate Governance Principles and relevant communiqués of the CMB, the agenda, the Board of Directors' Annual Activity Report for the fiscal years 2025, the Independent Auditor's Report, and the financial statements of our Company shall be submitted for the shareholders' review 21 days before the meeting on the electronic general assembly system, at the company's headquarters located at Ömerli Mah. Ömerli Sok. No: 2/8A Bandırma/Balıkesir, and at company's website [www.banvit.com](http://www.banvit.com).

Pursuant to Law on Protection of Personal Data numbered 6698, the information note regarding the processed personal data may be accessed on our Company's website.

Respectfully submitted for the information of the Shareholders.

**BANVİT BANDIRMA VİTAMİNLİ YEM SANAYİ A.Ş.**  
**Board of Directors**

## ADDITIONAL EXPLANATIONS WITHIN THE SCOPE OF THE CAPITAL MARKETS BOARD REGULATIONS

According to the Communique on Corporate Governance numbered II.17.1, additional explanations, which need to be made regarding the agenda items, are made in the related agenda items below and explanations are submitted for the information of our shareholders in this section:

### 1. Total number of shares and voting rights reflecting the shareholding structure:

Issued capital of the company is TRY 100.023.579. All share prices representing the issued capital are paid up and divided into 100.023.579 shares each having a value of TRY 1. In our Company, there are no privileges stipulated under the Articles of Association regarding using the right to vote.

The shareholding structure of the Company is as follows:

SHAREHOLDER	NUMBER OF SHARES	SHARE RATIO (%)
BRF GMBH	55.036.207,82	55,02
QATAR HOLDING LLC	36.690.804	36,68
Free Float	8.296.567,18	%8,3
<b>TOTAL</b>	<b>100,023,579</b>	<b>100.00%</b>

### 2. Changes in the management and activities of the corporation thereof that took place in the past accounting period or that are planned for future accounting periods, which may affect the activities of the corporation significantly and information on the reasons for such changes:

There are no managerial or operational changes that has or that will significantly affect the Company's activities in the past accounting period or planned for future accounting periods. Besides that, material event disclosures made by our Company in accordance with legal requirements are available at <http://www.kap.org.tr>.

### 3. Written requests of shareholders submitted to the Investor Relations Department related to adding an item to the agenda:

No written request has been received by the shareholders to the Investor Relations Department in order to add an agenda item within the period of year 2025.

### 4. In case the General Assembly Meeting agenda includes dismissal, change or election of board of directors members, the grounds for their dismissal and change and with respect to the persons whose candidacy has been declared to the corporation; their curricula vitae, duties that they have conducted in the last ten years and reasons for their resignation, feature and materiality level of their relation with the corporation and its related parties, whether they are independent or not, and information on similar issues which may affect the activities of the corporation should these persons are elected as members of board of directors:

Within the period 2025, pursuant to the our Company's Board of Director's resolution dated 10.10.2025, (i) Heraldo Geres was appointed as the member of the Board of Directors as a replacement to Igor Fonseca Marti (ii) Tang David was appointed as the member of the Board of Directors as a replacement to Bruno Machado Ferla due to resignation in accordance with Article 363 of Turkish Commercial Code. According to agenda item 10 of the meeting, it shall be submitted to the General Assembly for its approval.

The terms of office of the members of the Board of Directors will expire as of 9 May 2026, and pursuant to the regulations of the Capital Markets Law, the provisions of the Turkish Commercial Code No. 6102, and the Regulation on the Procedures and Principles of General Assembly Meetings of Joint Stock Companies and the Presence of the Ministry Representative at Such Meetings, the election of new members of the Board of Directors is required in accordance with the numerical range set forth in Article 8 of our Company's Articles of Association.

In this regard, the résumés and independence declarations of the candidates for Independent Board Membership are provided in Annex 1, and the résumés of the candidates for Board Membership other than the Independent Members are provided in Annex 2.

## **EXPLANATIONS REGARDING THE AGENDA ITEMS OF THE ORDINARY GENERAL ASSEMBLY MEETING DATED 8 MAY 2026**

### **1. Commencement and the election of the Meeting Chairmanship.**

Within the framework of the provisions of Turkish Commercial Code no. 6102 ("TCC") and the Regulation of the Ministry of Trade regarding Principles and Procedures of General Assembly Meetings of Joint Stock Companies and Representatives of the Ministry of Trade to be Present in these Meetings ("**Regulation**" or "**General Assembly Regulation**"), and Article 7 of the General Assembly Internal Regulation, a Chairman shall be elected to chair the General Assembly meeting. Within the framework of the General Assembly Principles, at least one person will be appointed as the Clerk by the Chairman. The Chairman may also appoint adequate number of vote-collectors.

### **2. Reading and discussing the Activity Report of the Board of Directors for the fiscal year 2025.**

Within the framework of the TCC, the Regulation and the Capital Markets Law and related regulations, the Activity Report of the Board of Directors for the fiscal year 2025, which includes the corporate governance compliance statement, shall be presented at the Company's Headquarters, on the Public Disclosure Platform ("**PDP**"), on the Electronic General Assembly portal of the Central Registry Agency ("**CRA**") Joint Stock Company and on the corporate website of the Company at [www.banvit.com](http://www.banvit.com) for review of our shareholders three weeks prior to the General Assembly Meeting and it shall be read and discussed by the General Assembly.

### **3. Reading the summary of the Independent Audit Report for the fiscal year 2025.**

Within the framework of the TCC, the Regulation, the Capital Markets Law and related regulations, a summary of the Independent Audit Report, which is presented for the review of our shareholders at Company's Headquarters, at the PDP, on the Electronic General Assembly Portal of the CRA and on the corporate website of our Company at [www.banvit.com](http://www.banvit.com) three weeks prior to the General Assembly Meeting, will be read and the General Assembly shall be informed.

### **4. Reading, discussing, and approving the Financial Statements for the fiscal year 2025.**

Within the framework of the TCC, the Regulation, the Capital Markets Law and related regulations, our financial statements pertaining to year 2025, which is presented for the review of our shareholders at Company's Headquarters, at the PDP, on the Electronic General Assembly Portal of the CRA and on the corporate website of our Company at [www.banvit.com](http://www.banvit.com) three weeks prior to the General Assembly Meeting, shall be presented to our shareholders for their evaluation and approval.

**5. Release of each member of the Board of Directors in relation to the activities of the Company in 2025.**

Within the framework of the TCC and the Regulation, the release of our Board Members for the activities, transactions and accounts for the year 2025 shall be submitted to the General Assembly for its approval.

**6. Determining the number and duty term of the members of the Board of Directors, and electing both the members and the Independent Members of the Board of Directors in accordance with such determination.**

The members of the Board of Directors will be selected by taking into consideration the principles set forth under our Articles of Association regarding the election of the members of the Board of Directors and in accordance with the regulations of the Capital Markets Law, the Turkish Commercial Code and the Regulation. In addition, independent members will be selected in order to comply with the Capital Markets Board's Communiqué on Corporate Governance numbered II-17.1.

According to Article 8 of our Articles of Association, our Company is conducted by a Board of Directors consisting of at least 5 members to be elected by the General Assembly for a period of at least one year and at most three years in line with the provisions of the Turkish Commercial Code.

The number and qualifications of the independent members of the Board of Directors shall be determined in accordance with the regulations of the Corporate Governance Principles of the Capital Markets Board's.

The Committee evaluated the candidate proposals sent to it for independent membership, by considering whether the candidates meet the independence criteria, and the independent member candidates also submitted their declarations of independence to the Corporate Governance Committee within the framework of the Corporate Governance Communiqué No. II-17.1. The Corporate Governance Committee has submitted its assessment on this matter to the Board of Directors for approval.

The resolution taken by the Board of Directors regarding the determining Bilgün Gürkan, Demet Özdemir and Meral Kurdaş as independent member candidates, taking into account the report of the Corporate Governance Committee, has been sent to the Capital Markets Board for its opinion on 12.02.2026. By the letter dated 12.03.2026, the Board informed our company that it does not have any negative opinions about the candidates presented. In this context, information about independent member candidates is disclosed to the public through this information document.

The resumes and declarations of independence of the independent board member candidates are provided in Annex 1. The résumés of the candidates for Board Membership other than the Independent Members are provided in Annex 2.

**7. Discussing and resolving on the offer of the Board of Directors regarding the manner of use and distribution of the profits of 2025 in accordance with the Company's profit distribution policy.**

According to our non-consolidated financial statements, prepared by our Company within the framework of the Communiqué on Principles of Financial Reporting in the Capital Markets (II-14.1) and audited by Eren Bağımsız Denetim A.Ş. (Grant Thornton) covering the accounting period between 01.01.2025– 31.12.2025; it is determined that a net loss of TRY 3.115.210.956 has been incurred, and a net loss of TRY 254.242.280 has been recorded according to the Tax Procedure Law. Due to losses, there is no distributable profit available. Accordingly, the proposal not to make

any dividend distribution shall be submitted for the consideration and approval of the General Assembly.

In this regard, the table drawn up in accordance with the Profit Distribution Table format provided in the Dividend Communiqué numbered II-19.1 and the Dividend Guide announced in accordance with the said communiqué, is provided in Annex 3.

**8. Informing the shareholders on (i) "Remuneration Policy for the members of the Board of Directors and the Senior Executives" and (ii) the total sum of the benefit provided to the members of the Board of Directors and the executive management in 2025.**

Within the framework of the provisions of the Corporate Governance Principles, the principles for the remuneration of Board of Directors' members and senior executives shall be made available in writing and included as a separate article on the General Assembly Meeting agenda to enable the shareholders to share their opinions on the same. In this regard, the remuneration policy of our Company is attached hereto as Annex 4 for this purpose. Information on the compensation of the members of the Board of Directors and the senior executives in 2025 is available under the heading numbered 1 "Total Amount of Financial Rights like Attendance Fee, Wages, Bonus, Premium and Dividend Payments" under the section "Financial Rights Given to Board Members and Executive Management" in the Company's Annual Activity Report for the Accounting Period between 01.01.2025-31.12.2025.

**9. Determining the annual and/or monthly salaries of the Members of the Board of Directors.**

The annual and/or monthly remuneration to be paid to the members of the Board of Directors in 2026 shall be determined by the shareholders as per the remuneration policy of our Company.

**10. Presenting the member of the Board of Directors elected as per Article 363 of Turkish Commercial Code due to the vacancy in the Board of Directors to the approval of the General Assembly.**

Within the period 2025 pursuant to the our Company's Board of Director's resolution dated 10.10.2025, (i) Heraldo Geres was appointed as the member of the Board of Directors as a replacement to Igor Fonseca Marti (ii) Tang David was appointed as the member of the Board of Directors as a replacement to Bruno Machado Ferla due to resignation in accordance with Article 363 of Turkish Commercial Code. According to agenda item 10 of the meeting, it shall be submitted to the General Assembly for its approval.

**11. Discussing and resolving on the proposal of the Board of Directors regarding the election of independent audit institution.**

In accordance with the provisions of the Turkish Commercial Code and Capital Markets legislation, at the meeting of our Board of Directors held on 30.03.2026, it was resolved to appoint Eren Bağımsız Denetim Anonim Şirketi (registered with the İstanbul Trade Registry Office under registration number 658491-0 , located at Reşitpaşa Mahallesi Eski Büyükdere Cad. Park Plaza Apt. No: 14/24 Sarıyer/İstanbul , MERSIS No: 0353059030100010, Tax ID No: 3530590301) as the independent auditor to audit the financial reports and perform other relevant activities and to conduct assurance audits of our Company's sustainability reports of our Company for the 2026 fiscal year. This resolution will be submitted for the approval of the General Assembly.

**12. Informing the shareholders about the donations made by the Company in the financial year 2025, and discussing and determining an upper limit for donations to be made in the financial year 2026.**

Pursuant to Article 6 of the Capital Market Board's Communiqué on Dividends numbered II-19.1, the limit of donations to be made must be determined by the General Assembly, in cases not specified in the Articles of Association, and information concerning the donations and payments made must be provided to the information of the shareholders at the General Assembly.

The total amount of donations made by our company to public institutions and organizations regarding education, food, corporate social responsibility, maintenance and repair, etc. in 2025 is TRY 271.963,44 (2024: TRY 920.356). Additionally, the Company participated in social responsibility projects with TRY 2.401.860 monetary contribution.

The upper limit of donations to be made in 2026 shall be determined by the General Assembly.

**13. Informing the shareholders about the collaterals, pledges, mortgages, and surety granted in favor of third parties and the income or benefits obtained in 2025 by the Company.**

Pursuant to Article 12 of the Capital Markets Board Corporate Governance Communiqué No. II-17.1, income or benefits derived by our Company from collaterals, pledges, mortgages and sureties against third parties must be stipulated in a separate item of the agenda of the General Assembly. This is indicated in footnotes of our Financial Statements covering the accounting period between 01.01.2025 – 31.12.2025.

**14. Informing the shareholders about the transactions conducted with the related parties in 2025.**

According to the Corporate Governance Principles, related party transactions are stipulated under the footnotes of the Company's Non-Consolidated Financial Statements for the Accounting Period between 01.01.2025-31.12.2025 and the Independent Audit Report. This shall be submitted for the information of our shareholders at the General Assembly Meeting.

**15. Informing the shareholders on the transactions carried out in the year 2025 by the shareholders that have management control, the members of the Board of Directors, the senior executives, and their spouses and relatives related by blood or affinity up to the second degree.**

Pursuant to the Capital Markets Board's Corporate Governance Principle No. 1.3.6, the General Assembly shall be informed in the event that shareholders having managerial control, shareholder board members, senior management and relatives up to the second degree of blood or affinity engaged in a significant business transaction creating a conflict of interest with the Company or competed with the company in the same line of business on their own behalf or on the behalf of others, or was involved in the same business as that of the Company as unlimited partner in another company. Information about said transactions must be included as a separate article on the agenda and recorded into the minutes of the General Assembly. In 2025, there has been no important transaction requiring disclosure within the scope of the principle number 1.3.6 of the Corporate Governance Communiqué.

**16. Authorizing the Members of the Board of Directors as per the provisions of the Articles 395/1 and 396 of the Turkish Commercial Code.**

The members of the Board of Directors may make transactions within the framework of the first paragraph of Article 395 titled "Prohibition of Transactions with the Company, Borrowing to the Company" and Article 396 titled "Prohibition of Competition" of the TCC.

To fulfil the requirements of these regulations, permission shall be sought from the shareholders at the General Assembly.

**17. Wishes and opinions.**

**18. Closing.**

**Annex 1:** Resumes and Declarations of Independence of the Independent Board Member Candidates

**Annex 2:** Resumes of the Board of Directors' Member Candidates Excluding Independent Board Member Candidates

**Annex 3:** Profit Distribution Table

**Annex 4:** Remuneration Policy

## **ANNEX 1: RESUMES AND DECLARATIONS OF INDEPENDENCE OF THE INDEPENDENT BOARD MEMBER CANDIDATES**

### **Meral Kurdaş**

Meral Kurdaş holds a Bachelor's degree in Business Administration from Boğaziçi University, an Executive MBA from Wales University/Manchester Business School, and completed Boğaziçi University's Executive MIS program in 2001. She has extensive experience in banking, insurance, and corporate governance, having served as Deputy General Manager at Interbank, Garanti Investment Bank, and Yapı Kredi Bank between 1985 and 2002. From 2002 to 2016, she was CEO and Board Member at Sabancı Group company AvivaSA Life and Pension, and served on the Aviva Europe Leadership Committee (2011–2014). She later became an Executive Board Member at Sabancı Group (2016–2018), overseeing HR, and held board positions at CarrefourSA, Temsa, Aksigorta, AvivaSA, Bimsa, and Kordsa. Currently, she serves as an Independent Board Member at FINCA Bank Azerbaijan and Banvit, chairing Corporate Governance and HR Committees.

### **Demet Özdemir**

Demet Özdemir graduated from Middle East Technical University (METU) with a Business Administration degree in 1991 and completed a Master's degree in International Finance at The London School of Economics in 1993. She built a distinguished career at Ernst & Young Turkey, serving as Senior Partner from 2005 to 2021, EMEA Growing Markets Leader (2015–2018), and Transaction Advisory Markets Leader for Central and Southeastern Europe (2013–2017). Prior to that, she worked at Arthur Andersen as Senior Audit Manager (1991–1998) and Senior M&A Manager (1998–2005). Since 2021, she has held multiple independent board memberships at publicly listed companies including Çimsa Çimento, Akenerji, Çelebi Hava Servisi, and Gelecek Varlık Yönetimi, chairing Audit and Risk Committees. She is also a Board Member of the British Chamber of Commerce in Turkey.

### **Bilgün Gürkan**

Bilgün Gürkan graduated from İzmir American High School and Boğaziçi University's Business Administration program, and completed an Executive MBA at INSEAD in 1998. In 2022, she obtained Corporate Governance and Global Management certificates from INSEAD and was admitted to INSEAD's International Board Directors Program. She has over 30 years of experience in corporate and investment banking, starting at Samba Financial Group (1991–1994) and progressing through ABN AMRO Bank N.V. (1994–2010), where she rose to Country Head of Wholesale and Investment Banking. She later served as General Manager at Ünlü & Co (2010–2014) and Country Manager at Renoir Consulting (2014–2016). Since 2016, she has been Chief Representative of Bank of Bahrain and Kuwait in Turkey. Currently, she holds independent board memberships at Biotrend Çevre ve Enerji and Smart Güneş Enerjisi, and serves on the boards of TEMA Foundation, International Women's Forum Turkey, and DEİK.

### Bağımsızlık Beyanı

Ben, Demet Özdemir, Banvit Bandırma Vitaminli Yem San. A.Ş. ("**Şirket**") Yönetim Kurulu'nda, mevzuat, esas sözleşme ve Sermaye Piyasası Kurulu'nun II-17.1 sayılı Kurumsal Yönetim Tebliği'nde belirlenen kriterler kapsamında bağımsız üye olarak görev yapmaya aday olduğumu, bu kapsamda;

- a. Şirket, şirketin yönetim kontrolü ya da önemli derecede etki sahibi olduğu ortaklıklar ile şirketin yönetim kontrolünü elinde bulunduran veya şirkette önemli derecede etki sahibi olan ortaklar ve bu ortakların yönetim kontrolüne sahip olduğu tüzel kişiler ile kendim, eşim ve ikinci dereceye kadar kan ve sıhrî hısımlarım arasında; son beş yıl içinde önemli görev ve sorumluluklar üstlenecek yönetici pozisyonunda istihdam ilişkisinin bulunmadığını, sermaye veya oy haklarının veya imtiyazlı payların %5'inden fazlasına birlikte veya tek başına sahip olunmadığını ya da önemli nitelikte ticari ilişki kurulmadığını,
- b. Son beş yıl içerisinde, başta şirketin denetimi (vergi denetimi, kanuni denetim, iç denetim de dahil), derecelendirilmesi ve danışmanlığı olmak üzere, yapılan anlaşmalar çerçevesinde şirketin önemli ölçüde hizmet veya ürün satın aldığı veya sattığı şirketlerde, hizmet veya ürün satın alındığı veya satıldığı dönemlerde, ortak (%5 ve üzeri), önemli görev ve sorumluluklar üstlenecek yönetici pozisyonunda çalışmadığımı veya yönetim kurulu üyesi olmadığımı,
- c. Özgeçmişimde belirtildiği üzere bağımsız yönetim kurulu üyesi olmam sebebiyle üstleneceğim görevleri gereği gibi yerine getirecek mesleki eğitim, bilgi ve tecrübeye sahip olduğumu,
- d. Mevzuata uygun olarak üniversite öğretim üyeliği hariç, üye olarak seçildikten sonra kamu kurum ve kuruluşlarında tam zamanlı çalışmayacağımı,
- e. 31/12/1960 tarihli ve 193 sayılı Gelir Vergisi Kanunu (G.V.K.)'na göre Türkiye'de yerleşik sayıldığımı,
- f. Şirket faaliyetlerine olumlu katkılarda bulunabilecek, şirket ile pay sahipleri arasındaki çıkar çatışmalarında tarafsızlığımı koruyabilecek menfaat sahiplerinin haklarını dikkate alarak özgürce karar verebilecek güçlü etik standartlara, mesleki itibara ve tecrübeye

### Declaration of Independence

I, Demet Özdemir, hereby declare that I am a candidate for independent board membership on the Board of Directors of Banvit Bandırma Vitaminli Yem San. A.Ş. ("**Company**") under related regulations, Articles of Association of the Company and the criteria stated in the Capital Markets Board's Communiqué on Corporate Governance. In that regard I also confirm that:

- a. In the last five years, I, my spouse or my up to the second degree blood or affinity relatives is not or has not been; employed by as a key management personnel; has not had ordinary or privileged shareholding exceeding 5% by himself or together with; or has not been involved in any material business dealings with the Company, its subsidiaries and affiliates, or shareholders controlling the Company or having material effect over the Company and all entities controlled by those shareholders,
- b. In the last five years, I am not or have not been employed by as an executive having significant duties and responsibilities or have not been a member of the board or did not have a shareholding exceeding 5% of an entity which has had a contractual relationship with the Company for a material business transaction including audit (including tax audit, legal audit, and internal audit) rating or consulting services during the terms in which the goods or services were provided,
- c. My resume indicates that I have skills, knowledge and expertise relevant to the Company's business and extensive experience to fulfil my duties as an independent board member,
- d. After my election I will not work full time in a Turkish governmental or public institution, except for the faculty membership under relevant regulations,
- e. I am deemed to be resident in Turkey according to Income Tax Law No. 193 dated 31.12.1960,
- f. I am capable to contribute positively to the operations of the Company, to maintain my objectivity in conflicts of interests between the Company and the shareholders, to have strong ethical standards, professional reputation and experience to freely take decisions by considering the rights of the stakeholders,

sahip olduğumu,

- g. Şirket faaliyetlerinin işleyişini takip edebilecek ve üstlendiğim görevlerin gereklerini tam olarak yerine getirebilecek ölçüde şirket işlerine zaman ayırabileceğimi,
- h. Şirketin yönetim kurulunda son on yıl içerisinde altı yıldan fazla yönetim kurulu üyeliği yapmadığımı.
- i. Şirketin veya şirketin yönetim kontrolünü elinde bulunduran ortakların yönetim kontrolüne sahip olduğu şirketlerin üçten fazlasında ve toplamda Borsa İstanbul'da işlem gören şirketlerin beşten fazlasında bağımsız yönetim kurulu üyesi olarak görev almıyor olduğumu
- j. Yönetim kurulu üyesi olarak seçilen tüzel kişi adına tescil ve ilan edilmemiş olduğumu beyan ederim.
- g. I will dedicate enough time to follow up the activities of the Company and for the duly fulfilment of my responsibilities,
- h. I have not been on the board of the Company for more than six years within last ten years.
- i. I am not an independent board member in more than three of the corporations controlled by the Company or its controlling shareholders and in more than five corporations listed on Borsa Istanbul in total,
- j. I am not registered in the name of any legal entity elected as a board member

Demet Özdemir

İMZALANMIŞTIR

27.01.2026

### Bağımsızlık Beyanı

Ben, Bilgün Gürkan, Banvit Bandırma Vitaminli Yem San. A.Ş. ("**Şirket**") Yönetim Kurulu'nda, mevzuat, esas sözleşme ve Sermaye Piyasası Kurulu'nun Il-17.1 sayılı Kurumsal Yönetim Tebliği'nde belirlenen kriterler kapsamında bağımsız üye olarak görev yapmaya aday olduğumu, bu kapsamda;

- a. Şirket, şirketin yönetim kontrolü ya da önemli derecede etki sahibi olduğu ortaklıklar ile şirketin yönetim kontrolünü elinde bulunduran veya şirkette önemli derecede etki sahibi olan ortaklar ve bu ortakların yönetim kontrolüne sahip olduğu tüzel kişiler ile kendim, eşim ve ikinci dereceye kadar kan ve sıhrî hısımlarım arasında; son beş yıl içinde önemli görev ve sorumluluklar üstlenecek yönetici pozisyonunda istihdam ilişkisinin bulunmadığını, sermaye veya oy haklarının veya imtiyazlı payların %5'inden fazlasına birlikte veya tek başına sahip olunmadığını ya da önemli nitelikte ticarî ilişki kurulmadığını,
- b. Son beş yıl içerisinde, başta şirketin denetimi (vergi denetimi, kanuni denetim, iç denetim de dahil), derecelendirilmesi ve danışmanlığı olmak üzere, yapılan anlaşmalar çerçevesinde şirketin önemli ölçüde hizmet veya ürün satın aldığı veya sattığı şirketlerde, hizmet veya ürün satın alındığı veya satıldığı dönemlerde, ortak (%5 ve üzeri), önemli görev ve sorumluluklar üstlenecek yönetici pozisyonunda çalışmadığımı veya yönetim kurulu üyesi olmadığımı,
- c. Özgeçmişimde belirtildiği üzere bağımsız yönetim kurulu üyesi olmam sebebiyle üstleneceğim görevleri gereği gibi yerine getirecek meslekî eğitim, bilgi ve tecrübeye sahip olduğumu,
- d. Mevzuata uygun olarak üniversite öğretim üyeliği hariç, üye olarak seçildikten sonra kamu kurum ve kuruluşlarında tam zamanlı çalışmayacağımı,
- e. 31/12/1960 tarihli ve 193 sayılı Gelir Vergisi Kanunu (G.V.K.)'na göre Türkiye'de yerleşik sayıldığımı,
- f. Şirket faaliyetlerine olumlu katkılarda bulunabilecek, şirket ile pay sahipleri arasındaki çıkar çatışmalarında tarafsızlığımı koruyabilecek menfaat sahiplerinin haklarını dikkate alarak özgürce karar verebilecek güçlü etik standartlara, meslekî itibara ve tecrübeye

### Declaration of Independence

I, Bilgün Gürkan, hereby declare that I am a candidate for independent board membership on the Board of Directors of Banvit Bandırma Vitaminli Yem San. A.Ş. ("**Company**") under related regulations, Articles of Association of the Company and the criteria stated in the Capital Markets Board's Communique on Corporate Governance. In that regard I also confirm that:

- a. In the last five years, I, my spouse or my up to the second degree blood or affinity relatives is not or has not been; employed by as a key management personnel; has not had ordinary or privileged shareholding exceeding 5% by himself or together with; or has not been involved in any material business dealings with the Company, its subsidiaries and affiliates, or shareholders controlling the Company or having material effect over the Company and all entities controlled by those shareholders,
- b. In the last five years. I am not or have not been employed by as an executive having significant duties and responsibilities or have not been a member of the board or did not have a shareholding exceeding 5% of an entity which has had a contractual relationship with the Company for a material business transaction including audit (including tax audit, legal audit, and internal audit) rating or consulting services during the terms in which the goods or services were provided,
- c. My resume indicates that I have skills, knowledge and expertise relevant to the Company's business and extensive experience to fulfil my duties as an independent board member,
- d. After my election I will not work full time in a Turkish governmental or public institution, except for the faculty membership under relevant regulations,
- e. I am deemed to be resident in Turkey according to Income Tax Law No. 193 dated 31.12.1960,
- f. I am capable to contribute positively to the operations of the Company, to maintain my objectivity in conflicts of interests between the Company and the shareholders, to have strong ethical standards, professional reputation and experience to freely take decisions by considering the rights of the stakeholders,

 İMZALANMIŞTIR

sahip olduğumu,

- g. Şirket faaliyetlerinin işleyişini takip edebilecek ve üstlendiğim görevlerin gereklerini tam olarak yerine getirebilecek ölçüde şirket işlerine zaman ayırabileceğimi,
- h. Şirketin yönetim kurulunda son on yıl içerisinde altı yıldan fazla yönetim kurulu üyeliği yapmadığımı.
- i. Şirketin veya şirketin yönetim kontrolünü elinde bulunduran ortakların yönetim kontrolüne sahip olduğu şirketlerin üçten fazlasında ve toplamda Borsa İstanbul'da işlem gören şirketlerin beşten fazlasında bağımsız yönetim kurulu üyesi olarak görev almıyor olduğumu
- j. Yönetim kurulu üyesi olarak seçilen tüzel kişi adına tescil ve ilan edilmemiş olduğumu beyan ederim.

- g. I will dedicate enough time to follow up the activities of the Company and for the duly fulfilment of my responsibilities,
- h. I have not been on the board of the Company for more than six years within last ten years.
- i. I am not an independent board member in more than three of the corporations controlled by the Company or its controlling shareholders and in more than five corporations listed on Borsa Istanbul in total,
- j. I am not registered in the name of any legal entity elected as a board member

Bilgün Gürkan

**İMZALANMIŞTIR**

23/01/2026

### Bağımsızlık Beyanı

Ben, **Meral Kurdaş**, Banvit Bandırma Vitaminli Yem San. A.Ş. ("**Şirket**") Yönetim Kurulu'nda, mevzuat, esas sözleşme ve Sermaye Piyasası Kurulu'nun II-17.1 sayılı Kurumsal Yönetim Tebliği'nde belirlenen kriterler kapsamında bağımsız üye olarak görev yapmaya aday olduğumu, bu kapsamda;

- a. Şirket, şirketin yönetim kontrolü ya da önemli derecede etki sahibi olduğu ortaklıklar ile şirketin yönetim kontrolünü elinde bulunduran veya şirkette önemli derecede etki sahibi olan ortaklar ve bu ortakların yönetim kontrolüne sahip olduğu tüzel kişiler ile kendim, eşim ve ikinci dereceye kadar kan ve sıhrı hısımlarım arasında; son beş yıl içinde önemli görev ve sorumluluklar üstlenecek yönetici pozisyonunda istihdam ilişkisinin bulunmadığını, sermaye veya oy haklarının veya imtiyazlı payların %5'inden fazlasına birlikte veya tek başına sahip olunmadığını ya da önemli nitelikte ticari ilişki kurulmadığını,
- b. Son beş yıl içerisinde, başta şirketin denetimi (vergi denetimi, kanuni denetim, iç denetim de dahil), derecelendirilmesi ve danışmanlığı olmak üzere, yapılan anlaşmalar çerçevesinde şirketin önemli ölçüde hizmet veya ürün satın aldığı veya sattığı şirketlerde, hizmet veya ürün satın alındığı veya satıldığı dönemlerde, ortak (%5 ve üzeri), önemli görev ve sorumluluklar üstlenecek yönetici pozisyonunda çalışmadığımı veya yönetim kurulu üyesi olmadığımı,
- c. Özgeçmişimde belirtildiği üzere bağımsız yönetim kurulu üyesi olmam sebebiyle üstleneceğim görevleri gereği gibi yerine getirecek mesleki eğitim, bilgi ve tecrübeye sahip olduğumu,
- d. Mevzuata uygun olarak üniversite öğretim üyeliği hariç, üye olarak seçildikten sonra kamu kurum ve kuruluşlarında tam zamanlı çalışmayacağımı,
- e. 31/12/1960 tarihli ve 193 sayılı Gelir Vergisi Kanunu (G.V.K.)'na göre Türkiye'de yerleşik sayıldığımı,
- f. Şirket faaliyetlerine olumlu katkılarda bulunabilecek, şirket ile pay sahipleri arasındaki çıkar çatışmalarında tarafsızlığımı koruyabilecek menfaat sahiplerinin haklarını dikkate alarak özgürce karar verebilecek güçlü etik standartlara, mesleki itibara ve tecrübeye

### Declaration of Independence

I, **Meral Kurdaş**, hereby declare that I am a candidate for independent board membership on the Board of Directors of Banvit Bandırma Vitaminli Yem San. A.Ş. ("**Company**") under related regulations, Articles of Association of the Company and the criteria stated in the Capital Markets Board's Communiqué on Corporate Governance. In that regard I also confirm that:

- a. In the last five years, I, my spouse or my up to the second degree blood or affinity relatives is not or has not been; employed by as a key management personnel; has not had ordinary or privileged shareholding exceeding 5% by himself or together with; or has not been involved in any material business dealings with the Company, its subsidiaries and affiliates, or shareholders controlling the Company or having material effect over the Company and all entities controlled by those shareholders,
- b. In the last five years, I am not or have not been employed by as an executive having significant duties and responsibilities or have not been a member of the board or did not have a shareholding exceeding 5% of an entity which has had a contractual relationship with the Company for a material business transaction including audit (including tax audit, legal audit, and internal audit) rating or consulting services during the terms in which the goods or services were provided,
- c. My resume indicates that I have skills, knowledge and expertise relevant to the Company's business and extensive experience to fulfil my duties as an independent board member,
- d. After my election I will not work full time in a Turkish governmental or public institution, except for the faculty membership under relevant regulations,
- e. I am deemed to be resident in Turkey according to Income Tax Law No. 193 dated 31.12.1960,
- f. I am capable to contribute positively to the operations of the Company, to maintain my objectivity in conflicts of interests between the Company and the shareholders, to have strong ethical standards, professional reputation and experience to freely take decisions by considering

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sahip olduğumu,

the rights of the stakeholders,

- g. Şirket faaliyetlerinin işleyişini takip edebilecek ve üstlendiğim görevlerin gereklerini tam olarak yerine getirebilecek ölçüde şirket işlerine zaman ayırabileceğimi,
- g. I will dedicate enough time to follow up the activities of the Company and for the duly fulfilment of my responsibilities,
- h. Şirketin yönetim kurulunda son on yıl içerisinde altı yıldan fazla yönetim kurulu üyeliği yapmadığımı.
- h. I have not been on the board of the Company for more than six years within last ten years.
- i. Şirketin veya şirketin yönetim kontrolünü elinde bulunduran ortakların yönetim kontrolüne sahip olduğu şirketlerin üçten fazlasında ve toplamda Borsa İstanbul'da işlem gören şirketlerin beşten fazlasında bağımsız yönetim kurulu üyesi olarak görev almıyor olduğumu
- i. I am not an independent board member in more than three of the corporations controlled by the Company or its controlling shareholders and in more than five corporations listed on Borsa İstanbul in total,
- j. Yönetim kurulu üyesi olarak seçilen tüzel kişi adına tescil ve ilan edilmemiş olduğumu beyan ederim.
- j. I am not registered in the name of any legal entity elected as a board member

Meral Kurdaş

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26/01/2026

## **ANNEX 2: RESUMES OF THE BOARD OF DIRECTORS' MEMBER CANDIDATES EXCLUDING INDEPENDENT BOARD MEMBER CANDIDATES**

**Fabio Luis Mendes Mariano:** Fabio Luis Mendes Mariano holds a bachelor's degree in Business Administration from Universidade Presbiteriana Mackenzie, a master's degree in Banking, an MBA from the University of Pittsburgh Katz Graduate School of Business, and a specialization in financial markets from Fundação Getúlio Vargas - FGV. Fabio Luis Mendes Mariano has a total of 22 years of experience at companies such as Bank Boston, Dupont do Brasil, and BRF, where he served as CFO LATAM and General Manager at BRF Argentina Alimentos Calchaquí for 14 years. Since 2025, he has been serving as Vice Chairman of the Board of Directors of MBRF Halal Region.

**Davide Luigi Vimercati:** Davide Luigi Vimercati holds a bachelor's degree in Business Administration from Luigi Bocconi University, an IMScEC diploma from Rotterdam School of Management, Erasmus University, and an SFA certification. Between 1995-2000, Davide Luigi Vimercati worked as an analyst at Salomon Smith Barney, and between 2006-2012 at UniCredit. Since 2012, he has been serving as Investment Director at Qatar Investment Authority.

**Feras Abdulaziz M H Al-Naama:** Feras Abdulaziz M H Al-Naama is a graduate of the University of Oregon, USA. He holds a Bachelor of Science degree in Economics. He first joined Qatar Investment Authority in January 2014 as a Corporate Analyst and has continued serving as Partner since September 2016. He is an independent board member of several companies, including COIMA RES Spa SIIQ, a real estate company listed on the Italian stock exchange.

**Heraldo Geres:** Heraldo Geres is a law school graduate and has been a member of the Brazilian Bar Association since 1994. He holds a master's degree in Tax Law from Pontifical Catholic University of São Paulo (PUC-SP). He completed business education at the same university and a partial master's program in Political and Economic Law at Mackenzie Presbyterian University. He also obtained a Global Business Management Certificate from Thunderbird School of Business in the United States. Heraldo Geres currently serves as Vice President responsible for Legal, Tax, Human Resources and Compliance at MBRF, managing the legal, tax, human resources and compliance teams, and also serves as Vice Chairman of the Board of Directors of Banvit BRF in Turkey. Prior to this, he served as Vice President and General Counsel, Human Resources and Tax at Marfrig Global Foods for approximately 19 years, shaping the company's legal, tax and human resources strategies as a senior executive. In earlier stages of his career, he gained experience as an attorney in corporate law and tax at various law firms.

**Tang David:** He joined Marfrig in 2007 and has held senior management positions within the company including Controller Director, Internal Audit Director, and Executive Board Member. Prior to joining Marfrig, Mr. Tang gained over fifteen years of experience in corporate finance and treasury functions at leading multinational companies. Between 1991-2002, he worked in the Treasury department at Asea Brown Boveri (ABB Brasil) and rose to the position of Executive Board Member at Banco ABB S.A., ABB Brasil's financial services subsidiary. Between 2002-2006, he held various positions in the Treasury department of JBS Friboi and most recently served as Controller of the In-Natura Division.

### ANNEX 3: PROFIT DISTRIBUTION TABLE

Banvit Bandırma Vitaminli Yem Sanayi A.Ş. 01.01.2025 - 31.12.2025 Period			
Dividend Payment Table (TRY)			
1. Paid-In / Issued Capital		100.023.579	
2. Total Legal Reserves (According to Legal Records)		20.004.716	
Information on privileges in dividend distribution, if any, in the Articles of Association		N/A	
		Based on CML Regulations	Based on Legal Records
3.	Current Period Profit	-2.906.415.631	-248.630.537,51
4.	Taxes Payable (-)	-208.795.325	-5.611.742
5.	Net Current Period Profit	-3.115.210.956	-254.242.280
6.	Losses in Previous Years (-)	0	0
7.	Primary Legal Reserve (-)	0	0
8.	NET DISTRIBUTABLE CURRENT PERIOD PROFIT (=)	-3.115.210.956	-254.242.280
9.	Donations Made During The Year (+)	0	0
10.	Donation-Added Net Distributable Current Period Profit on which First Dividend Is Calculated	-3.115.210.956	-254.242.280
11.	First Dividend to Shareholders	-	
	- Cash	-	
	- Stock	-	
	- Total	-	
12.	Dividend Distributed to Owners of Privileged Shares	-	
13.	Other Dividend Distributed	-	
	• To the Members of the Board of Directors	-	
	• To the Employees	-	
	• To Non-Shareholders	-	
14.	Dividend to Owners of Redeemed Shares	-	
15.	Second Dividend to Shareholders	-	
16.	Secondary Legal Reserves	-	

17.	Statutory Reserves	-	
18.	Special Reserves	-	
19.	Extraordinary Reserves	-	
20.	Other Distributable Resources	-	

**Dividend Payment Rates Table**

	GROUP (*)	TOTAL DIVIDEND AMOUNT (TL)	TOTAL DIVIDEND AMOUNT (TL) / NET DISTRIBUTABLE CURRENT PERIOD PROFIT (%)		DIVIDEND TO BE PAID FOR SHARE WITH PAR VALUE OF 1 TL - NET (TL)	
		CASH (TL)	STOCK (TL)	RATE (%)	CASH (TL)	STOCK (TL)
NET	TOTAL	-	-	-	-	-

## **ANNEX 4: REMUNERATION POLICY**

### **REMUNERATION POLICY FOR THE MEMBERS OF THE BOARD OF DIRECTORS AND THE SENIOR EXECUTIVES**

This remuneration policy is prepared for the Members of our Board of Directors and our Senior Executives within the scope of the regulations of the Capital Markets Board.

#### **1. Board of Directors**

The membership remuneration, bonuses and options to be obtained at the end of the year by our company's Board of Directors are annually determined by the General Assembly.

The expenses incurred by the Members of the Board of Directors during their duties they have been assigned are borne by the company.

Stock options or payment plans based on the performance of the company shall not be used in the remuneration of the independent Members of the Board of Directors.

The Members of the Board of Directors cannot borrow money or be provided loan.

#### **2. Senior Executives**

The remuneration of Senior Executives are determined as per the current market remuneration policies and the positions of these individuals.

Furthermore, at the end of the year, senior executives may be entitled to bonuses in consideration with the performance of the company and the contribution of these executives to the performance of the company.

The expenses incurred by the senior executives and other executives during their duties they have been assigned are borne by the company.

#### **3. Confidentiality**

All elements of the remuneration are personal and confidential. This is only known by the relevant person, his/her executive and Human Resources Department. It is essential that the related person be attentive to this confidentiality subject and not disclose such information with third parties.