ADDITIONAL INFORMATION ABOUT BOARD OF DIRECTORS IN 2025

Migros Board members	Participation to Board meetings (Attended/Total)[1]	Participation to Board meetings (Ratio)
Tuncay Özilhan*	1/1	100%
Kamilhan Süleyman Yazıcı	5/5	100%
Talip Altuğ Aksoy	5/5	100%
İbrahim İzzet Özilhan**	4/4	100%
Burak Başarır	5/5	100%
Mehmet Hurşit Zorlu	5/5	100%
Rasih Engin Akçakoca	5/5	100%
Esel Yıldız Çekin	5/5	100%
Ömer Özgür Tort	5/5	100%
Uğur Bayar	5/5	100%
Bekir Ağırdır	5/5	100%
Emre Ekmekçi	5/5	100%
Barış Tan	5/5	100%

* The term of office of Tuncay Özilhan ended as of 15th April 2025.
** İbrahim İzzet Özilhan was elected as Migros Board member on 15th April 2025.

- All members of the Board are selected by considering their professional and sectoral experience, seniority, academic background and qualifications and leadership skills. In the board nomination process, diversity factors such as gender, age, nationality, cultural and socio-economic background are considered. All Board members are eligible to attend all Board of Directors meetings which was held during their terms.

- The Board of Directors consists of 12 members. All Board members who served in 2025 are Turkish citizens. The average tenure of Board members who served in 2025 is approximately 6 years. 11 out of 12 board members have either an industry specific background or a strong financial background.

- Board of Directors' meetings are held with the participation of the majority of the total number of members. Decisions are taken by majority vote of the members attending the meeting.

- General Assembly resolutions must be adopted through a duly convened meeting. The Company's General Assembly meetings are held both physically and electronically at the same time. It is not possible to pass such resolutions by written consent or without holding a meeting both physically and electronically. In addition, the decisions taken during General Assembly meetings have to be registered at Trade Registry Agency.

- As per the Turkish Commercial Code, the General Assembly might be convened by the Board of Directors or shareholders holding at least one twentieth of the total share capital of the Company.

- As per the Turkish Commercial Code and Capital Markets legislation, the General Assembly meeting is announced at least three weeks before the General Assembly meeting. All shareholders have right to ask to add an article on the meeting agenda before this date. Furthermore, they can also ask this to be voted by shareholders during General Assembly meeting.

[1] Excluding the Board resolutions taken without holding a meeting physically.

- In the Turkish Commercial Code, supermajority vote requirement is mentioned in matters such as change of field of activity, capital reduction and merger. The Company shall comply with the relevant provisions of the Turkish Commercial Code in case that there are issues on the General Assembly agenda that require supermajority vote.

- Migros Board of Directors takes into account the interests of its various stakeholders such as customers, employees, suppliers and shareholders in their decision-making processes.

- As mentioned in the Company's Remuneration Policy, the remuneration for senior management is composed of two components consisting of a fixed salary and a performance-based bonus. The senior management's scorecards take into consideration goals set in terms of ESG-related aspects.

- It is mandatory to offer fair price provision to shareholders in accordance with Turkish Commercial Code and Capital Markets Law (II-23.2). Within the scope of protecting the rights of minority shareholders, the Company complies with the prices to be applied in such transactions mentioned in the Turkish Commercial Code and Capital Markets Law. An independent auditor prepares a report and participates in the process in accordance with Capital Market Law.

- In 2025, the Corporate Governance Committee is formed of Uğur Bayar (President), Talip Altuğ Aksoy (Member), İbrahim İzzet Özilhan (Member), Burak Başarır (Member), Mehmet Hurşit Zorlu (Member), Esel Yıldız Çekin (Member), Rasih Engin Akçakoca (Member), Affan Nomak (Member, Director of IR & Risk Management). The Committee fulfills the duties of the nomination committee and the remuneration committee as per CMB Corporate Governance Communiqué (II-17.1). None of the committee members holds more than 5% Migros shares.

- In 2025, the Audit Committee and the Corporate Governance Committee held 4 meetings whereas the Early Recognition of Risk Committee held 6 meetings. All members of these Committees attended all Committee meetings.

- The roles of CEO and Chairperson are separated at Migros. The Chairperson is non-executive but not classified as independent. Independent oversight is supported through independent board members, the Corporate Governance Committee and the Audit Committee, together with internal controls and transparent reporting practices. Independent board members play an active role in overseeing management and safeguarding the interests of all stakeholders.

  In addition, the Board ensures a clear separation between management and oversight functions, with decision-making processes supported by established governance mechanisms, internal controls, and transparent reporting practices. In addition, 11 out of 12 board members are non-executives. Hence, these measures collectively ensure that the Board operates with a high degree of independence from management.

- All transactions involving Board members and other related parties are conducted on arm's length terms in accordance with the Turkish Corporate Tax Law and the OECD Transfer Pricing Guidelines. To ensure fair, market-based conditions and prevent any undue advantages, such transactions are subject to prior review and approval by the Audit Committee and the Board of Directors, thereby protecting the interests of the company and all shareholders. Furthermore, these transactions are strictly evaluated during the company's annual independent external audit process.

- Members of the Board of Directors shall avoid actual, potential or perceived conflicts of interest and to act in the best interests of the Company and all shareholders. Any conflict of interest situation must be promptly disclosed and managed in accordance with corporate governance principles and applicable regulations.

- Human rights considerations are integrated, where relevant, into the Company’s sustainability and risk management processes, with oversight provided through the Early Detection of Risk Committee and/or Board-Level Sustainability Committee.

- The Company has a board-level risk oversight mechanism through the Early Detection of Risk Committee, which supports the independent oversight of key risks and reports to the Board of Directors. Operational risk ownership lies within business units and functions, where risks are identified, managed and mitigated as part of day-to-day activities. The Risk Management Department, in coordination with senior management, monitors risk management processes and risk indicators.

- The Company regularly reviews and updates its risk assessments, risk indicators and response measures to reflect changes in operational, regulatory and market conditions. Risk appetite levels and tolerance thresholds for key risks are determined and reviewed through the Company’s risk governance processes, with oversight from the relevant management and governance bodies. Overall risk oversight is provided at Board level through the Early Detection of Risk Committee. To promote a strong risk culture, risk management principles are communicated across the organization and considered in business decision-making and operational processes.

- The Board of Directors, supported by the Early Detection of Risk Committee, oversees health and safety risks as part of the Company's enterprise risk management framework. Health and safety performance, workplace incidents, occupational injury trends, regulatory compliance and mitigation actions are periodically reviewed and reported to the Board. OHS Management Department is responsible for implementing health and safety programs and along with the Risk Management Department regularly communicates significant health and safety matters to the Board through the Early Detection of Risk Committee.

- The CFO is responsible for overseeing the Company’s risk management framework, supported by the Risk Management Department, which reports to senior management and the relevant Board committee.

- The Audit Committee oversees the Company’s accounting system and the public disclosure of its financial information, while also monitoring the functioning of the independent audit, as well as the Company’s internal control and internal audit systems, including the activities and effectiveness of the Internal Audit Department. The methods and criteria to be applied in reviewing and resolving complaints submitted to the Company, as well as in evaluating notifications from Company employees regarding accounting practices and independent auditing in accordance with the principle of confidentiality, are determined by the Audit Committee. In its audits, the Internal Audit Department regularly and effectively reports to the Audit Committee all significant findings, conclusions, and analyses, including those related to anti-bribery and anti-corruption, ethics, and human rights compliance. The audits approved by the Audit Committee were carried out by the Internal Audit Department, and the identified findings were shared with the Committee every three months. The Audit Committee may request the dismissal of the Head of the Internal Audit Department when deemed necessary.

- The CEO’s long-term incentive plan includes performance metrics directly linked to Total Shareholder Return (TSR). TSR is evaluated over a 3-year period and represents a key component of the CEO’s variable compensation structure. This ensures alignment between shareholder value creation and executive remuneration.

- In addition to short term targets and performance evaluation, Migros has also a KPI and incentive system operating in three-year cycles. This system, which covers both senior management and the executive Board of Director, is designed to support the company’s long-term performance. To prevent any conflicts of interest, the Company does not use dividends, share-based incentives, stock options, or performance-linked payment schemes in compensating Independent Board Members.