Corporate Governance Compliance Rating Report

Doğanlar Mobilya Grubu İmalat Sanayi ve Ticaret A.Ş.

22 May 2026

Validity Period : 22.05.2026-22.05.2027

LIMITATIONS

This Corporate Governance Rating Report, issued by Kobirate Uluslararası Kredi Derecelendirme ve Kurumsal Yönetim Hizmetleri A.Ş. for Doğanlar Mobilya Grubu İmalat Sanayi ve Ticaret A.Ş.

has been prepared by considering Communiqué Amending the "Corporate Governance Communiqué (II-17,1) (II-17,1.a)" published in the Official Gazette No. 31262 on 02 October 2020 by the Board, as well as regulations regarding the voluntary sustainability principles compliance framework and the board decisions taken at the CMB's board meeting dated 01.02.2013 and numbered 4/105 in addition to the criteria specified in the "Corporate Governance Communiqué No. II-17.1" of the Capital Markets Board published in the Official Gazette dated 03 January 2014 and numbered 28871

The criteria, established for the companies whose shares are traded at BIST, are organized separately as First Group, Second Group and Third Group companies and investment partnerships, taking into consideration the group distinctions stated by CMB's Corporate Governance Principles in Item 2 - Article 5 of communiqué no II-17.1, published in the Official Gazette on 03.01.2014.

The Corporate Governance Compliance Rating Report issued by Kobirate Uluslararası Kredi Derecelendirme ve Kurumsal Yönetim Hizmetleri A.Ş. is based on 106 copies of documents, data and files transmitted by the concerned firm electronically, including data open to the general public and examinations made by our rating experts on site.

Kobirate Uluslararası Kredi Derecelendirme ve Kurumsal Yönetim Hizmetleri A.Ş. has formulated its Ethical Rules according to the Banking Act, the CMB and BRSA Directives on the Operations of Rating Companies, generally accepted ethical rules of the IOSCO and OECD, including generally accepted ethical customs, which are shared with the public through its Internet website (www.kobirate.com.tr).

Although rating is an assessment based on numerous data, it is consequently the institutional opinion of Kobirate Uluslararası Kredi Derecelendirme ve Kurumsal Yönetim Hizmetleri A.Ş. formed accordingly to the methodology disclosed.

The rating grade does not constitute a recommendation to purchase, to hold or to dispose of any kind of borrowing instrument. KOBİRATE A.Ş. may not be held liable for any losses incurred or investments made to the company referring to this report.

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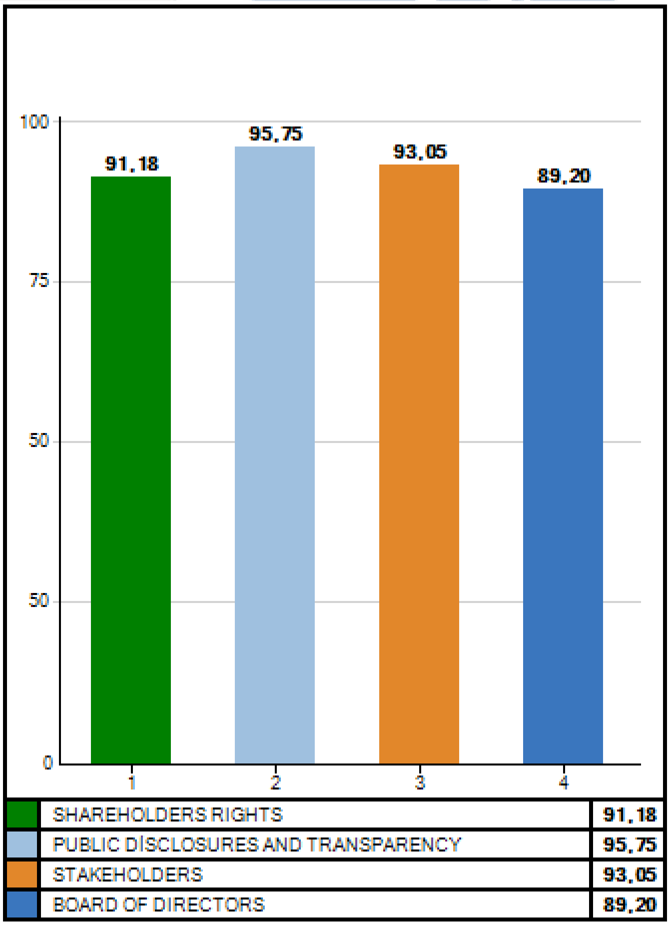
1. RATING RESULT

BIST FIRST GROUP COMPANY

CMB CORPORATE GOVERNANCE PRINCIPLES COMPLIANCE GRADE

9.19



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Corporate Governance Rating Committee

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Nermin Z. UYAR

(License Number: 702999)

2. REVISED RATING SUMMARY

This report of the rating of compliance of Doğanlar Mobilya Grubu İmalat Sanayi ve Ticaret A.Ş. with the Corporate Governance Principles is concluded through onsite examinations of the documents and information open to the public, interviews held with executives and persons involved, and other examinations and observations in the company headquarters. The study has been held in accordance with the Corporate Governance Compliance Rating Methodology developed by Kobirate Uluslararası Kredi Derecelendirme ve Kurumsal Yönetim Hizmetleri A.Ş. In the methodology and rating process, in addition to the Capital Markets Board's Corporate Governance Communiqué No. II-17.1, the Communiqué Amending the "Corporate Governance Communiqué (II-17.1) (II-17.1.a)" published by the Board has been considered in addition to the regulations regarding the voluntary sustainability principles compliance framework and the board decisions taken at the CMB's board meeting dated 01.02.2013 and numbered 4/105.

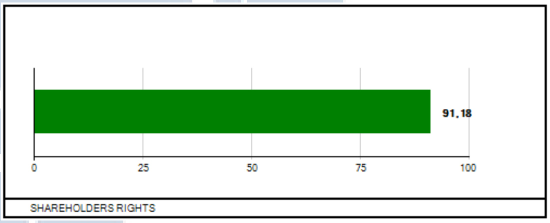
According to the decision of the Capital Markets Board dated 23.01.2026 and numbered 4/109, Biotrend Enerji is in the Bist 1st Group Companies list. The Company has been evaluated through examination of 456 criteria described in Kobirate Uluslararası Kredi Derecelendirme ve Kurumsal Yönetim Hizmetleri A.Ş.'s methodology of "BIST 1st Group Companies". At the end of the examination of the criteria under the main headings of Shareholders, Public Disclosure and Transparency, the Stakeholders and the Board of Directors, the Corporate Governance Compliance Rating Grade of the company has been revised as **9.19**.

This result shows that Doğanlar Mobilya Grubu achieved substantial compliance with the Corporate Governance Principles issued by the Capital Market Board. Potential risks that the Company may be exposed to are identified and can be managed. The level of public disclosure and transparency is high. The rights of the shareholders and stakeholders are treated fairly. Composition and operational conditions of the Board highly comply with the Corporate Governance Principles.

When the activities of the Company for the last one year are examined, it is seen that it has been strengthening and maintaining its compliance with Corporate Governance Principles.

As a result, this rating indicates that Doğanlar Mobilya Grubu İmalat Sanayi ve Ticaret A.Ş. deserves to be included in the BIST Corporate Governance Index.

- In the Shareholders section, the rating of Doğanlar Mobilya Grubu has been revised to **91.18**.



During the reviewing period, it has been observed that the company continues its activities in the field of informing the shareholders and exercising their fundamental shareholder rights with the same sensitivity and efficiency.

The Investor Relations Department of Doğanlar Mobilya Grubu operates under the CEO.

Investor Relations Department Manager Ms. Aysun VARDAN has Capital Market Activities Level 3 and Corporate Governance Rating Specialist Licenses. Ms. VARDAN has also been appointed as a member of the Corporate Governance Committee in accordance with the Corporate Governance Principles.

During the review period, the working procedure of the Investor Relations Department was established, and this development was considered the reason for the increase in the score under the main heading of Shareholders.

The Investor Relations Department reports regularly to the Board of Directors and Corporate Governance Committee about its activities and the performance of shares. The Department has reported to the governance board once in 2025. In addition, the Investor Relations Department delivers presentations regarding the company's share performance and related developments during monthly Board of Directors meetings.

Shareholders' right to obtain information and to examine is not canceled or restricted by the Articles of Association or any department of the Company.

There are no adjustments made to extend minority rights with the Articles of Association, and covering those shareholders who have less than 1 / 20 of the capital. Nevertheless, Article 15 of the Articles of Association stipulates the rights of minority shareholders as defined in the relevant legal provisions and states that the exercise of such rights may not be restricted or prevented, giving the impression that due care has been exercised.

The company carries out its disclosures to the shareholders and the public in accordance with the "Disclosure Policy". The said policy is published on the corporate website of the company.

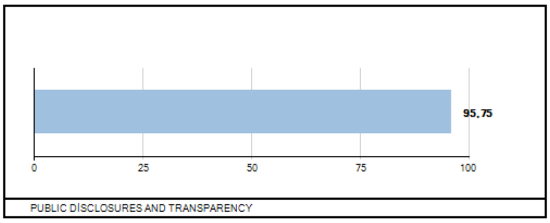
The General Assembly meeting to discuss the operations of 2025 took place on 13.05.2026. The invitation to the general assembly meeting was published on the Public Disclosure Platform (PDP) and the Central Registry Agency e-general assembly system (EGAS) on 17.04.2026, and in the Turkish Trade Registry Gazette (TTRG) dated 21.04.2026 and numbered 11568. The meeting invitation was made at least 3 (three) weeks before the meeting date as stipulated by the principles, as well.

The general assembly information documents provide detailed information on the distribution of company shares, the voting rights granted by the shares and the privileges regarding voting. In addition, whether the shareholders have a request to add an item to the agenda and the information that is required to be announced to the shareholders and the public in the corporate governance principles are also included.
Executives who are authorized to brief participants on special subjects and answer their questions have attended the general assembly meeting. The meeting was attended by Mr. Davut DOĞAN (Honorary Chairman of the Board of Directors / Board Member), Mr. Mutlu ERTURAN (CEO), Mr. Selçuk YİĞİT (Director of Finance and Financial Affairs), Ms. Aysun VARDAN (Investor Relations Manager), Ms. Melis ERGEZER (Legal Counsel), and a representative of the independent audit firm that conducts the Company's external audit.

In the independently audited consolidated balance sheets for the period of 01.01.2025-31.12.2025, the net loss for the period attributable to the parent company amounted to (2,823,797,886) TL. According to the non-consolidated financial statements prepared in accordance with the TPL, there is a net loss for the period of (2,094,274,031) TL and prior years' losses amounting to (326,705,032) TL. The relevant board resolution is included in the "*ii. Dividend Distribution*" section of our report.

The profit distribution proposal of the board of directors and the profit distribution table were published on the Public Disclosure Platform on the same date as the invitation to the general assembly.

- In the Public Disclosure and Transparency section, the company's rating was confirmed as **95.75**.



It has been determined that Doğanlar Mobilya Grubu's works on public disclosure and transparency are in compliance with legal regulations and corporate governance principles. Annual reports are rich in content and contain sufficient information about the activities.
The corporate website (www.doganlarmobilyagrubu.com) is updated regularly, and the website is being used as an active and effective platform for disclosure to the public. Information and documents that the public, investors and other stakeholders want to access are published retrospectively on the company's corporate website, and it has been observed that this information is consistent with the statements made in accordance with the relevant legislation. The corporate website is designed as a convenient, easily accessible structure.

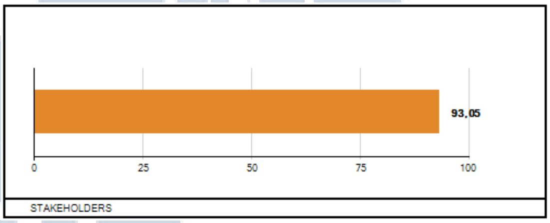
The persons responsible for the notifications to be made for public disclosure at the Company and who have signatory authority are Mr. Şadan DOĞAN (Chairman of the Board of Directors) and Ms. Aysun VARDAN (Investor Relations Manager). The named persons have been assigned to maintain and monitor all kinds of issues related to public disclosure.

The company's independent external audit for 2025 was carried out by PwC Bağımsız Denetim ve Serbest Muhasebeci Mali Müşavirlik A.Ş. In the reports issued, the auditor expressed a "limited positive opinion", and the grounds for this opinion are included in the report. Due to this type of opinion, the Company has regularly informed shareholders at general assemblies regarding the measures to be taken in response.

It has been learned from company officials that no event took place with the independent audit company or with its auditors that could damage this company's independence, and there was no legal conflict with it.

For the independent external audit of the accounts and transactions of the 2026 operating year within the framework of the Capital Markets legislation, the Turkish Commercial Code and the relevant legislation, Eren Bağımsız Denetim A.Ş. was elected as the independent auditor with the recommendation of the audit committee and the approval of the general assembly dated 31.03.2022.

- In the Stakeholders section, the company's rating has been revised to **93.05**.



The reasons for the company's rating increase under this section are:
- The company has published its TSRS Compliant Sustainability Report within the deadline,
- It started trading on the BIST Sustainability Index as of October 2025.

It is concluded that Doğanlar Mobilya Grubu protects stakeholders' rights, which are specified in regulations and mutual contracts. The impression is that in case of lack of any regulation, the company respects stakeholders' rights within goodwill rules and the company's reputation. It has been observed that many internal regulations were prepared to this end.

Recruitment, wage, health, leave rights, promotions, appointments, discipline, dismissal, death, resignation and retirement procedures have been determined, and it is thought that these procedures are adhered to in practice. Both during the development of the policies and in practice, we got the impression that equal opportunity is given to individuals under equal conditions.

It has been found that the company has carried out training programs for employees to increase their knowledge, skills and good manners.

In 2025, a total of 6,760 person-hours of training were delivered, including at the Headquarters, operations, and domestic and international sales channels. In addition, 2,442 hours of online training were completed through the Akademi-D Development Platform.
The “Employee Engagement and Satisfaction Survey”, conducted every year with independent research companies, provides important insights into employees’ expectations and needs, and development-oriented action plans are prepared in line with the results obtained in the areas of engagement, leadership, and experience.

As a result of its people-oriented practices, the Company has maintained its title as the happiest workplace in the furniture sector for four consecutive years in the “Türkiye’s Happiest Workplaces” survey conducted by Happy Place to Work.

Ethical Rules and Working Principles have been determined and are updated when necessary. On the other hand, the policies concerning the shareholders and all stakeholders are disclosed to the public on the corporate website of the company.

As of 31.12.2025, Doğanlar Mobilya Grubu had a total of 2,106 employees in Türkiye and abroad. Of these employees, 758 were white-collar, and 1,348 were blue-collar. A total of 1,233 employees of the Company are covered by the Öz Ağaç-İş Union. The collective bargaining negotiations between the Company and Öz-Ağaç İş Union were concluded with an agreement, and a two-year Collective Bargaining Agreement was signed and entered into force as of 01.01.2025.

As of 31.03.2026, the Company had a total of 1,986 employees. Of these employees, 1,285 were blue-collar, and 701 were white-collar.

Doğanlar Mobilya Grubu creates various corporate responsibility projects in order to contribute to the sustainable development of society by trying to fulfill its social and environmental responsibilities. These projects are included in detail in the annual reports and on the corporate website.

Sustainability;

Sustainability Strategy

The Company has designed its Sustainability Strategy as a holistic approach integrated into every stage of its business processes. At the core of the strategy lies the principle of double materiality, which considers not only the financial implications of sustainability issues but also their environmental and social impacts within the company’s sphere of influence.

The sustainability approach is structured around four successive phases:
- Responsible Procurement Processes
- Nature-Compatible Operations
- Sustainable Living Spaces
- Shared Value with Stakeholders

Environmental Management

The Company states that, as Doğanlar Mobilya Grubu, it has adopted an environmentally compatible production approach across all its facilities and declares that it continues to carry out activities aimed at protecting natural resources, reducing waste, and minimizing environmental impacts.

In this regard, the company declares that
- It carries out all its production activities in line with the ISO 14001 Environmental Management System standard and regularly monitors its energy, water, and raw material consumption,
- It addresses environment, quality, safety, and energy management in an

integrated manner through its ISO 9001 Quality Management System, ISO 45001 Occupational Health and Safety Management System, and ISO 50001 Energy Management System certificates,

- It takes due care to ensure full compliance with all environmental legal obligations.

Quality, Integrated Management System

Doğanlar Mobilya Grubu's Integrated Management Systems encompass the enhancement and continuous improvement of performance, fulfillment of obligations under legal and other requirements, and achievement of the objectives of the systems. Doğanlar Mobilya Grubu holds the following certifications:

- ISO 45001 Occupational Health and Safety Management System Certificate,
- ISO 10002 Customer Satisfaction Management System Certificate
- ISO 9001 Quality Management System Certificate
- ISO 14001 Environmental Management System Certificate
- ISO 50001 Energy Management System Certificate
- ISO 27001 Information Security System
- FSC® Certificate
- After-Sales Service Competency Certificate – Biga Plant
- After-Sales Service Competency Certificate – Düzce Plant
- Service Competency Certificate – Biga Plant
- Service Competency Certificate – Düzce Plant
- OEKO-TEX® STANDARD 100 Certificate

On the other hand;

A comprehensive quality management process has been adopted, covering system and product certification, new product development, inspection of purchased raw materials, statistical process control (SPC) during production, and final product evaluation. High standards of quality and safety are maintained throughout both prototype and mass production stages. Products such as mattresses (TS EN 1725), domestic seating units (TS EN 12520), tables (TS EN 12521), and home and kitchen cabinets (TS EN 14749) are fully compliant with the safety, durability, and quality standards set by the Turkish Standards Institution (TSI) and are certified with the Certificate of Conformity to Turkish Standards. Required inspections and tests are carried out by TSI laboratories, and compliance is documented through official test reports.

Occupational Health and Safety

Within the scope of its Occupational Health and Safety Policy, the Company aims to create a safe and healthy working environment and ensure the well-being of its employees across all its operations, with a target of zero occupational accidents. In line with this objective, the ISO 45001 Occupational Health and Safety Management System has been implemented. The Company states that its OHS management system is continuously improved and that proactive approaches are adopted to minimize occupational accidents. It is also reported that, within the scope of emergency occupational safety trainings, in addition to basic OHS trainings, on-the-job trainings aimed at improving employees' professional skills, environmental awareness trainings and toolbox trainings for contractors are organized.

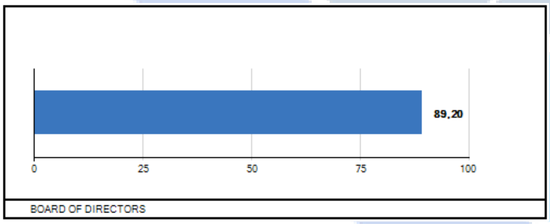
Sustainability Management

Decision-making processes regarding the management of climate-related risks and opportunities are carried out by the Sustainability Board, which operates under the supervision of the Executive Committee and under the leadership of the CEO. This Board is responsible for approving sustainability strategies, clarifying targets and monitoring high-level performance. The Sustainability Committee, which operates under the Board, coordinates operational practices through senior executives, while the Task Forces perform the function of developing actions and projects at the unit level. Through this structure, coordinated by the Strategic Planning department, the governance system has been extended across all processes of the Company.

At its Board of Directors meeting held on 07.05.2026, the Company resolved to appoint Eren Bağımsız Denetim A.Ş. to carry out the mandatory sustainability assurance audit for the reporting periods of 2025 and 2026, in accordance with the Türkiye Sustainability Reporting Standards (TSRS) published by the Public Oversight, Accounting and Auditing Standards Authority (POA), and submitted this resolution for shareholder approval at the Ordinary General Assembly held on 13.05.2026.
Detailed information on the Company's sustainability activities is available through its Annual Reports, TSRS-compliant Sustainability Report and Corporate Website.

As of October 2025, Doğanlar Mobilya Grubu began to be traded on the BIST Sustainability Index.

- In the Board of Directors section, the rating of Doğanlar Mobilya Grubu was revised to **89.20**.



The Company has established its "Working Principles of the Board of Directors", which has been considered as the reason for the score increase under this main heading.

In the meetings with the company officials and the examinations made on the Board of Directors' Decision Book, it has been determined that the Board continues its activities actively, effectively and regularly. It is thought that the board of directors internalizes corporate governance principles and has an approach open to improvement and development.

The Board of Directors has described the corporate strategic objectives and determined the necessary human and financial resources. The duties of the chairman of the board of directors and general manager are carried out by different persons, and the authorities of each are defined. The board of directors, consisting of 9 (nine) members, consists of 4 (four) executive and 5 (five) non-executive members. 3 (three) of the non-executive members have the status of independent members.

2 (two) female members were appointed to the Board of Directors. This structuring does not meet the 25% criterion set by the CMB for the number of female members on the board of directors. In addition, the Company has established a "Policy on Female Members on the Board of Directors" and disclosed it to the public on its corporate website. Within the scope of this policy, the method to be followed has been determined in accordance with the principles, and the Board of Directors has declared that it will evaluate developments in this regard on an annual basis.

The Audit, the Corporate Governance and the Early Detection of Risk Committees, which are stated in the Principles, have been established. Separate Nomination and Remuneration Committees haven't been established because of the Board's structure. These duties are carried out by the Corporate Governance Committee as well.

The duties, working principles and the members of the committees have been determined by the Board of Directors, approved as written documents, announced to the public and published on the corporate website of the company.

The structure of the committees aligns with the principles. In accordance with the communiqué numbered II.17.1, the Investor Relations Manager was appointed as a member of the Corporate Governance Committee. Within the committee structures, the company's general manager/chief executive officer was not given any duties.

Independent members of the board of directors are elected to serve for 1 (one) year. When the method followed in the election process of these members is examined;

- The Nomination Committee prepares an evaluation report on the independence of the candidate for the election of independent members and submits it to the board of directors,
- The board of directors elects independent members within the framework of the nomination committee's report,
- The report prepared regarding the determined candidate is sent to the Capital Markets Board together with the candidate's resume, declarations of independence and the resolutions of the board of directors.

The Board of Directors held 6 (six) meetings and adopted 90 (ninety) resolutions in 2025. As of March 2026, it had held 1 (one) meeting.

- *The Audit Committee* held 5 (five) meetings in 2025 and 2 (two) meetings as of March 2026. During the same period, the committee submitted the specified number of reports to the board of directors about its work.

Internal Audit

Doğanlar Mobilya Grubu's Internal Audit activities are carried out under the leadership of the Internal Audit Directorate within Doğanlar Holding and with the contributions of all employees.

The primary objectives of internal audit efforts are to ensure the protection of the company's tangible and intangible assets, support the conduct of operations in compliance with internal and external regulations, enhance the efficiency and effectiveness of business processes, and strengthen internal control mechanisms. These efforts are also aimed at ensuring the timely implementation of corrective actions when necessary.

Internal audit activities are carried out by the Internal Audit Directorate in line with the Regular Audit Plan prepared for Doğanlar Mobilya Grubu and its Affiliates and updated during the year. The audit approach covers financial audits, process audits, reviews, and investigations. International Auditing Standards and generally accepted auditing principles form the basis of the audit practices. The internal audit work aims to provide reasonable assurance regarding the presence of significant errors in processes or operations, the effectiveness of control points, and the accuracy of accounts considered high-risk. As part of the internal control activities performed by the audit unit, identified findings and recommendations are first shared with the relevant process owners. Based on these evaluations, Corrective and Preventive Action Reports are prepared. These reports serve as a guide for the swift elimination of deficiencies and the implementation of necessary improvements. This ensures the improvement of processes, the development of effective solutions, and their implementation. All activities carried out are continuously monitored and evaluated by process owners, company management, and the internal audit unit.

In its audits, the Internal Audit Directorate also evaluates not only financial and operational risks and opportunities but also social and environmental aspects such as compliance with ethical standards, occupational health and safety, and energy efficiency.

The Board of Directors and the Audit Committee are regularly informed about the internal control system and internal audit activities.

The Internal Audit Department conducted 29 audits in 2025 and 9 audits as of March 2026, and submitted reports to the Audit Committee and the Board of Directors.

- *The Corporate Governance Committee* convened 4 (four) times in 2025 and submitted a report to the Board of Directors on its activities.

- *The Early Detection of Risk Committee* held 6 (six) meetings in 2025. The Committee submitted a report to the Board of Directors on its activities.

The secretarial affairs of the Board of Directors and the Committees are handled by the Investor Relations Unit.

In the examinations made on the documents, it was observed that the meeting records of both the Board and the Committees were kept regularly.

The damages that may be caused to the company by the faults of the members of the board of directors during their duties were insured, and a PDP statement was made on the subject.

The Remuneration Policy for the Members of the Board of Directors and Senior Executives was revised, approved by the Board resolution dated 22.01.2025 and numbered 2025/1, and publicly disclosed on the same date via a PDP disclosure. The said policy is also published on the corporate website of the company.

Fees and benefits given to the board of directors and directors with administrative responsibilities are not disclosed in the annual report on an individual basis.

Although the Board of Directors evaluates performance through a survey method, there is no practice of rewarding or dismissing Members based on these evaluations

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3. COMPANY PROFILE AND CHANGES OVER THE PAST YEAR

A. Company Profile

Company Name : Doğanlar Mobilya Grubu İmalat Sanayi ve Ticaret A.Ş.
Company Address : İdealtepe Mahallesi Rıfkı Tongsir Caddesi No:107 Maltepe/İstanbul
Company Phone : 0 (216) 425 0002
Company Fax Number : 0 (216) 425 0008
Company's Web Address : www.doganlarmobilyagrubu.com
Email : r@doganlarmobilyagrubu.com
Date of Incorporation : 20/08/1935
Trade Registry Number : 21271-5523
Paid-in Capital : 350,000,000 TL

Line of Business : Manufacturing, purchasing, and sales of furniture and seating groups for all types of spaces and commercial premises.
Company's Sector : Manufacturing / Forest Products and Furniture

Company's Representative in Charge of Rating:

Aysun VARDAN
Investor Relations Manager

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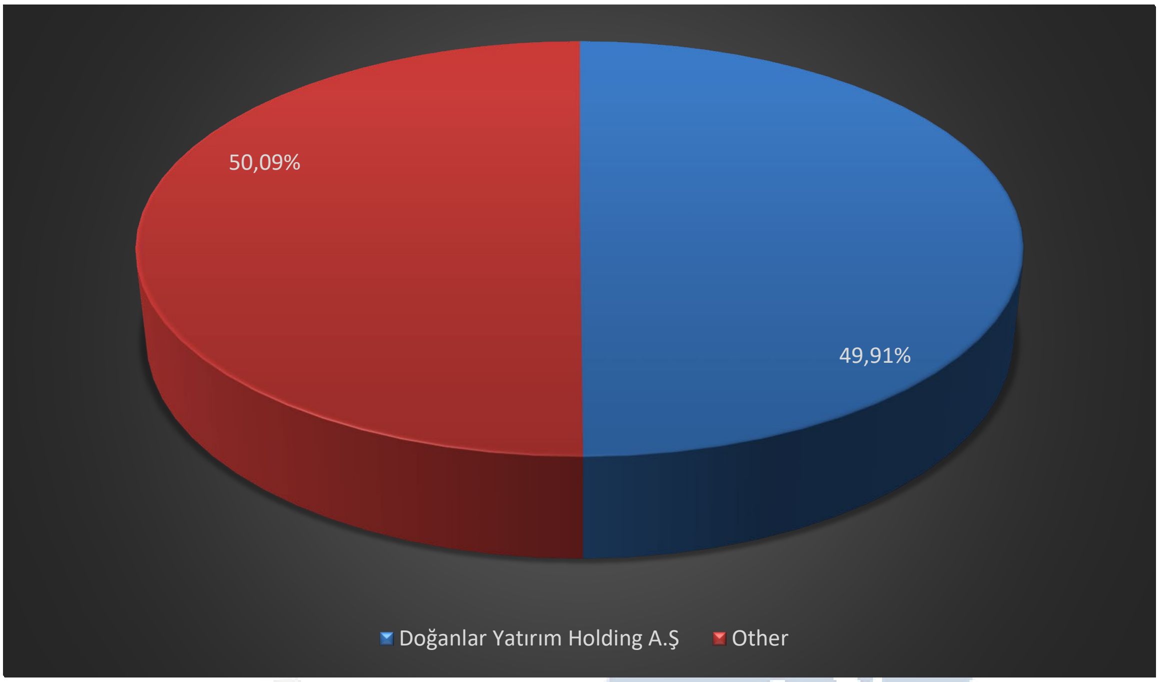
Shareholder Structure (as of date of this report)



Shareholder Name	***Share(TL)***	***Share(%)***
Doğanlar Yatırım Holding A.Ş	174,698,610.79	49.91
Other	175,301,389.21	50.09
Total	**350,000,000**	**100.00**

Source: www.doganlarmobilyagrubu.com

Real and Legal Persons Owning the Capital Indirectly as of the Latest Situation

Doğanlar Yatırım Holding A.Ş Quality of Shareholder Structure

Shareholder Name	**Share(TL)**	**Share(%)**
Davut DOĞAN	83,500,000	16.67
Adnan DOĞAN	83,500,000	16.67
Şadan DOĞAN	83,500,000	16.67
İsmail DOĞAN	83,500,000	16.67
İlhan DOĞAN	83,500,000	16.67
Murat DOĞAN	83,500,000	16.67
TOTAL	501,000,000	100.00

Source: Doğanlar Mobilya Grubu İmalat Sanayi ve Ticaret A.Ş.

Board of Directors

Name/ Surname	Title	Executive/ Non - Executive
Şadan DOĞAN	Chairman	Executive
İsmail DOĞAN	Deputy Chairman	Executive
Doğan Ali DOĞAN	Member of Board of Directors	Executive
Ozan DOĞAN	Member of Board of Directors	Executive
Dilara DOĞAN KÜLBAĞ	Member of Board of Directors	Non - Executive
Doruk DOĞAN	Member of Board of Directors	Non - Executive
Berna AKYÜZ ÖĞÜT	Independent Member of Board of Directors	Non - Executive
Muhterem ŞENEL	Independent Member of Board of Directors	Non - Executive
Ahmet GÜRSOY	Independent Member of Board of Directors	Non - Executive

Source: www.kap.org.tr

Senior Management of the Company

Name / Surname	*Duty*
Mutlu ERTURAN	General Manager - CEO
Cem YETİK	Deputy General Manager - Operations / COO
Tarık Hakan LELOĞLU	Deputy General Manager - Commercial Affairs / CCO
Taner KIRCI	Deputy General Manager - International Markets / CSO
Cenk KARAPINAR	Deputy General Manager - Customer Experience and Operational Excellence / CCEO
Burcu SALINGAN ÇİLİNGİR	Deputy General Manager - Human Resources, Digital Transformation / CPTO
Selçuk YİĞİT	Finance and Financial Affairs Director
Atn. Melis ERGEZER	Legal Counsel

Source*:* Doğanlar Mobilya Grubu İmalat Sanayi ve Ticaret A.Ş.

Committees Formed Within Board of Directors

THE AUDIT COMMITTEE	
Muhterem ŞENEL	Independent Member of Board of Directors (Chairman)
Ahmet GÜRSOY	Independent Member of Board of Directors (Member)

CORPORATE GOVERNANCE COMMITTEE	
Berna AKYÜZ ÖĞÜT	Independent Member of Board of Directors (Chairman)
Muhterem ŞENEL	Independent Member of Board of Directors (Member)
Aysun VARDAN	Investor Relations Manager (Member)

EARLY DETECTION OF RISK COMMITTEE	
Ahmet GÜRSOY	Independent Member of Board of Directors (Chairman)
Muhterem ŞENEL	Independent Member of Board of Directors (Member)

Source: www.kap.org.tr

INVESTOR RELATIONS	TITLE	CONTACT
Aysun VARDAN	Investor Relations Manager	0 (216) 425 1224 ir@dogtaskelebek.com

Source: www.doganlarmobilyagrubu.com.

Selected Data from the Company's Consolidated Balance Sheet for the Last Three Year-Ends (TL)

	2023/12	2024/12	2025/12
Current Assets	4,621,009,123	4,012,520,470	2,960,331,219
Trade Receivables	1,025,527,789	924,297,362	809,425,215
Fixed Assets	5,286,525,298	8,856,729,405	8,766,774,468
Total Assets	9,907,534,421	12,869,249,875	11,727,105,687
Short-Term Liabilities	6,107,044,016	7,271,106,179	8,900,713,828
Long-Term Liabilities	1,221,545,842	1,416,740,106	1,433,075,358
Total Liabilities			
Paid-in capital	350,000,000	350,000,000	350,000,000
Shareholder's Equity	2,578,944,563	4,181,403,590	1,393,316,501

Source: Doğanlar Mobilya Grubu İmalat San. Tic. A.Ş. Consolidated Financial Statements and Independent Audit Reports for the Periods 01.01.2024-31.12.2024 and 01.01.2025-31.12.2025
(*) The data included in the financial statements dated 31 December 2023 were presented on the basis of purchasing power as of 31.12.2024, while the data included in the financial statements dated 31.12.2024 were presented on the basis of purchasing power as of 31 December 2025.

Selected Data from the Company's Consolidated Income Statement for the Last Three Year-Ends (TL)

	2023/12	2024/12	2025/12
Revenue	12,109,162,850	15,493,317,896	12,808,491,372
Cost of Sales	(7,985,710,967)	(10,768,253,872)	(10,063,710,420)
Main Operational Profit / Loss	884,947,975	(247,331,223)	(952,630,536)
Operational Profit or Loss Before Tax	893,765,798	(1,080,241,612)	(2,569,633,858)
Net Profit/Loss for the Period	847,622,148	(593,957,799)	(2,823,941,799)
Profit/Loss Per Share	0.0256	(0,0170)	(0,0807)

Source: Doğanlar Mobilya Grubu İmalat San. Tic. A.Ş. Consolidated Financial Statements and Independent Audit Reports for the Periods 01.01.2024-31.12.2024 and 01.01.2025-31.12.2025
(*) The data included in the financial statements dated 31 December 2023 were presented on the basis of purchasing power as of 31.12.2024, while the data included in the financial statements dated 31.12.2024 were presented on the basis of purchasing power as of 31 December 2025.

Subsidiaries, Financial Fixed Assets and Financial Investments

Trade name	Company's Line of Business	Paid-in/ Issued Capital	Company Share	Currency	Company Share (%)	The Nature of the Relationship with the Company
2K Oturma Grupları İnşaat ve Taahhüt Sanayi ve Ticaret A.Ş.	Manufacture of Seating Furniture, Construction and Contracting	1,164,250	1,164,250	TRY	100	Affiliated Company
3K Mobilya ve Dekorasyon Sanayi ve Ticaret A.Ş.	Furniture Manufacturing and Trading	15,700,000	15,700,000	TRY	100	Affiliated Company
Doğtaş Mobilya Pazarlama Ticaret A.Ş.	Retail Furniture Trade	19,250,000	19,250,000	TRY	100	Affiliated Company
Dogtas Germany GMBH	Retail Furniture Trade	1,200,000	1,200,000	EURO	100	Affiliated Company
Dogtas Bulgarıa EOOD	Retail Furniture Trade	40,000	40,000	BNG	100	Affiliated Company
Dogtas Holland B.V.	Retail Furniture Trade	1,650,000	1,650,000	EURO	100	Affiliated Company
Doğtaş Kelebek Mobilya Kıbrıs Ltd.Şti.	Retail Furniture Trade	490,000	490,000	TRY	100	Affiliated Company
Doğtaş Kelebek Mobilya Senegal Ltd.Şti.	Furniture Manufacturing, Export Trading	1,000,000	1,000,000	XOF	100	Affiliated Company
Dogtas Furnıture USA INC.	Retail Furniture Trade	100,000	100,000	USD	100	Affiliated Company
Kelebek Furniture UK Limited	Wholesale and Retail Sale of Furniture	1.000	1.000	GBP	100	Affiliated Company
D'Afrik Senegal Furniture S.A.	Furniture Manufacturing and Trading	10,000,000	10,000,000	XOF	100	Affiliated Company
FTR Dış Ticaret Mobilya Anonim Şirketi	Export-oriented, strategic, financial, marketing, production, business processes, project,	47,810,000	6,830,000	TRY	14.29	Subsidiary

Source: www.kap.org.tr

The Market where the Capital Market Instrument is Traded and the Indexes in which the Company is Included

BIST Code : DGNMO

Market where the Capital Market Instrument is Traded : ANA PAZAR

Indices in which it is included : BIST SINAİ / BIST 500 / BIST ANA / BIST KURUMSAL YÖNETİM / BIST TÜM-100 / BIST TÜM / BIST SÜRDÜRÜLEBİLİRLİK / BIST ORMAN, KAĞIT, BASIM

The Peak and Bottom Closing Values of the Company Stock in the BIST in the Last One Year Period (13.05.2025-13.05.2026)

Bottom (TL)	*Peak (TL)*
3.53 (30.03.2026)	9.86 (13.05.2026)

Source: Doğanlar Mobilya Grubu İmalat Sanayi ve Ticaret A.Ş.

B. Changes in the Company in the Last Year:

i. *Changes in Capital and Articles of Association*

There were no changes in the company's capital structure and articles of association during the review period.

ii. Profit Distribution

The decision of the Board of Directors of the Company, dated 17.04.2026 and numbered 90/22, regarding the net period profit/loss obtained as a result of 2025 activities is as follows;

"Pursuant to the provisions of the Capital Markets Board's Communiqué No. II-14.1 on Principles of Financial Reporting in Capital Markets and the provisions of the Communiqué on Principles of International Financial Reporting ("Communiqué"), the loss for the period attributable to the parent company is 2,823,797,886 TL according to our consolidated financial statements for the accounting period of 01.01.2025-31.12.2025, which were prepared in accordance with the Turkish Accounting Standards (TAS) put into effect by the Public Oversight, Accounting and Auditing Standards Authority ("KGK") and audited by PwC Bağımsız Denetim Ve Serbest Muhasebeci Mali Müşavirlik A.Ş. In our legal records prepared in accordance with the provisions of the unconsolidated tax procedure law, there is a net loss for the period of 2,094,274,031 TL and a previous year loss of 326,705,032 TL. As there is a net loss in the consolidated financial statements, it has been unanimously decided to propose to the Ordinary General Assembly that the loss for 2025 be transferred to previous years' losses and that no dividend distribution be made."

The Board of Directors' relevant proposal was discussed and approved as item 7 of the agenda at the ordinary general assembly meeting held on 13.05.2026.

iii. *Policies*

No changes were made to company policies during the review period.

iv. *Management and Organization*

- At the Ordinary General Assembly meeting held on 13.05.2026, Ms. Berna AKYÜZ ÖĞÜT, Mr. Muhterem ŞENEL and Mr. Ahmet GÜRSOY were elected as Independent Members of the Board of Directors to serve for a term of one year.
- At the Ordinary General Assembly held on 13.05.2026, the number of members of the Board of Directors was determined as 9. The names and distribution of duties of the members of the Board of Directors are presented in the "Company's Board of Directors" table.
- Due to the resignation of Mr. İsmail DOĞAN, who had been serving as a Member of the Board of Directors and CEO, from his position as CEO, Ms. Mutlu ERTURAN was appointed as CEO effective from 15.08.2025 pursuant to the Company's Board of Directors decision dated 14.08.2025 and numbered 89/89. The said change was disclosed to the public through a Material Event Disclosure made on the same date.
- Mr. Ali DEMİRKAN, who had been serving as Assistant General Manager and CFO at the Company, resigned from his position as of 30.11.2025, and no appointment has yet been made to replace him.

No other changes were made in the board of directors and senior management during the review period.

v. *Changes in Group Companies, Subsidiaries and Affiliates:*

There were no changes during the review period.

4. RATING METHODOLOGY

The Corporate Governance Compliance Rating is a system that audits whether or not the firm's management structures and management styles, the arrangements for shareholders and stakeholders and the process of informing in transparency and accuracy are performed in accordance with the modern corporate governance principles and which assigns a grade corresponding to the existing situation.

Organization for Economic Co-operation and Development (OECD) established a working group in 1998 in order to assess member countries' opinions on corporate governance and to prepare some non – binding principles.

The fact that principles are open to change over time was also accepted in this work. Although at first these principles were focused on the companies whose shares were quoted on the stock exchange, it was emphasized by OECD that it would also be useful to implement these principles in public enterprises and companies whose shares were not quoted on the stock exchange.

In 1999, OECD Corporate Governance Principles were approved at the OECD Meeting of Ministers and published. Since then, these principles have been regarded as international references for the decision–makers, investors, shareholders, companies and stakeholders throughout the world.

Since their approval, these principles have kept the concept of corporate governance on the agenda and have become guidelines for the laws and regulations in OECD members, as well as other countries.

In OECD Corporate Governance Principles, corporate governance is based on four basic principles, which are fairness, transparency, accountability and responsibility.

Turkey has been closely monitoring these developments. A working group established within TUSIAD in 2001 prepared the guide titled "Corporate Governance: The best implementation code". Then, CMB issued "Capital Market Board Corporate Governance Principles" in 2003 and updated it in 2005, 2010, 2012, 2013 and 2014 according to international developments in this field.

Obligation to comply with CMB's Corporate Governance Principles, based on the principle of "comply or explain", and to declare it became part of companies' lives in 2004. Putting the Declaration of Compliance to Corporate Governance in the annual reports became obligatory the following year.

The principles are grouped under four main headings, namely: the Shareholders, Public Disclosure and Transparency, Stakeholders and the Board of Directors.

The Corporate Governance Compliance Rating Methodology has been prepared by Kobirate A.Ş. for companies whose shares are traded on BIST, banks, investment partnerships and non–quoted companies.

It has been prepared by taking into account the criteria specified in the Corporate Governance Communiqué of the CMB, numbered II-17.1, published in the Official Gazette dated 03 January 2014 and numbered 28871, as well as the decisions taken at the CMB's board meeting dated 01.02.2013 and numbered 4/105.

In this analysis, the full compliance of workflow and analysis technique with KOBİRATE A.Ş.'s Ethical Rules is considered.

456 criteria are used in the rating process for BIST 1st Group Companies in order to measure the compliance of firms with corporate governance principles. These criteria are transformed into "Corporate Governance Rating Question Sets" through Kobirate A.Ş.'s software.

The weighting scheme for the four main sections in the new Corporate Governance

Compliance Rating, determined by CMB's memorandum dated 12.04.2013 and numbered 36231672-410.99 (KBRT)-267/3854, is applied completely by Kobirate A.Ş. The weightings are as follows:

Shareholders 25 %

Public Disclosure and Transparency 25 %

Stakeholders 15 %

Board of Directors 35 %

CMB decision dated 01.02.2013 and numbered 4/105 states that in case the minimum requirements of corporate governance principles are met, 85 % of full points can be given at most for that principle, and it is required to add new questions/methods into the methodology in order to ensure that good corporate governance principles, which go beyond meeting the minimum requirements, are included in the rating grade. Our company has been informed about this requirement by the CMB notification dated 19.07.2013 and numbered 36231672-410.99 (KBRT) 452.

In the 2014/2 revised corporate governance compliance rating methodology, created by our company, the grade that can be given to a related criterion in that subsection for meeting minimum requirements of corporate governance principles, stated by the CMB Communiqué of Corporate Governance published on 03.01.2014, is restricted to 85 % of the full points. A rating is made with a system that completes the section grades up to 100 by the company's compliance and implementation of the corporate governance practices, which include the good implementation and internalization of the criteria determined in the corporate governance principles, and the different good corporate governance practice criteria determined by our company.

The grade to be assigned by the Corporate Governance Rating Committee to the firm ranges between 0 and 10. In this scale of grade, "10" points mean excellent, full compliance with CMB's Corporate Governance Principles while grade "0" means that there is no compliance with CMB's Corporate Governance Principles, in any sense, in the existing weak structure.

5. KOBİRATE ULUSLARARASI KREDİ DERECELENDİRME VE KURUMSAL YÖNETİM HİZMETLERİ A. Ş. CORPORATE GOVERNANCE RATING GRADES AND DESCRIPTIONS

NOTE	***DEFINITIONS***
9–10	The Company achieved substantial compliance with the Corporate Governance Principles issued by the Capital Market Board. Internal control systems are established and are operational. Any risks to which the Company might be exposed are recognized and controlled effectively. The rights of the shareholders are impartially taken care of. The level of public disclosure and transparency is high. The interests of the stakeholders are fairly considered. The structure and the working conditions of the Board of Directors are in full compliance with the Corporate Governance Principles. The Company is eligible for inclusion in the BIST corporate governance index.
7–8,9	The Company complied considerably with the Corporate Governance Principles issued by the Capital Market Board. Internal control systems are in place and operational, although some improvements are required. Potential risks to which the Company may be exposed are identified and can be managed. The rights of the shareholders are impartially taken care of. Public Disclosure and transparency are at high levels. The interests of the stakeholders are fairly considered. Composition and operational conditions of the Board comply with the Corporate Governance Principles. Some improvements are needed in compliance with the Corporate Governance Principles, even though they do not constitute serious risks. The company is eligible for inclusion in the BIST Corporate Governance Index.
6–6,9	The Company has moderately complied with the Corporate Governance Principles issued by the Capital Market Board. Internal Control systems at a moderate level have been established and operated; however, improvement is required. Potential risks that the Company may be exposed to are identified and can be managed. The interests of the shareholders are taken care of, although improvement is needed. Although public disclosure and transparency are taken care of, there is a need for improvement. The benefits of the stakeholders are taken care of, but improvement is needed. Some improvement is required in the structure and working conditions of the Board.

NOTE	DEFINITIONS
4–5,9	The Company has minimal compliance with the Corporate Governance Principles issued by the Capital Market Board. Internal control systems are in place at a minimum level but are not fully efficient. Potential risks that the company is exposed to are not properly identified and are not under control. Substantial improvements are required to comply with the Corporate Governance Principles in terms of the benefits of both the shareholders and stakeholders, public disclosure, transparency, and the structure and working conditions of the Board. Under the current conditions, the Company is not eligible to be listed in the BIST Corporate Governance Index.
< 4	The Company has failed to comply with the Corporate Governance Principles issued by the Capital Market Board. It also failed to establish its internal control systems. Potential risks that the company might be exposed to are not identified and cannot be managed. The company is not responsive to the Corporate Governance Principles at all levels. There are major weaknesses in the interest of the shareholders and the stakeholders, public disclosure, transparency, structure and working conditions of the Board, and they are at a level that might cause the investor to incur material losses.