



Corporate Governance Compliance Rating Report



Hitit Bilgisayar Hizmetleri A.Ş.

6 April 2026

Validity Period: 06.04.2026-06.04.2027

LIMITATIONS

This Corporate Governance Rating Report, issued by Kobirate Uluslararası Kredi Derecelendirme ve Kurumsal Yönetim Hizmetleri A.Ş. for Hitit Bilgisayar Hizmetleri 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 October 2, 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 January 3, 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 on examinations conducted 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).

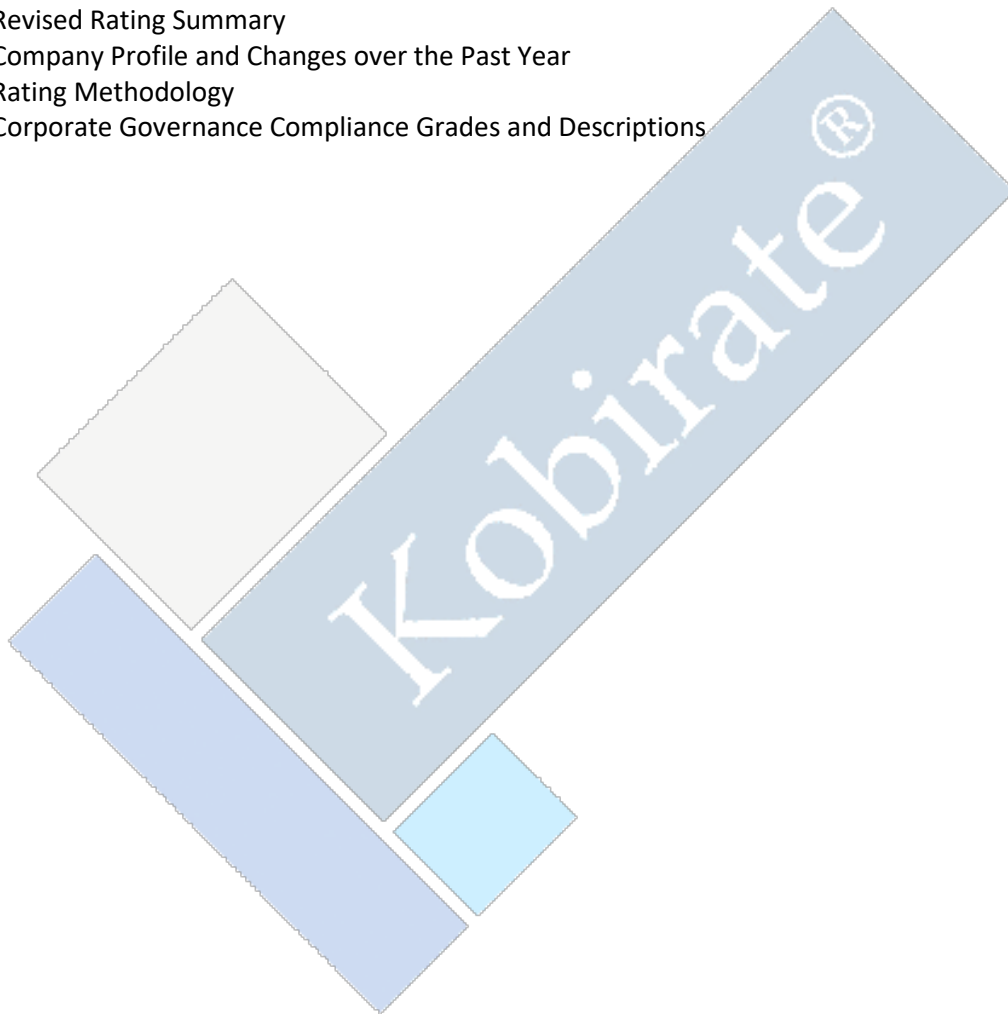
Although rating is an assessment based on numerous data, it is consequently the institutional opinion of Kobirate Uluslararası Kredi Derecelendirme ve Kurumsal Yönetim Hizmetleri A.Ş., formed according to the methodology disclosed.

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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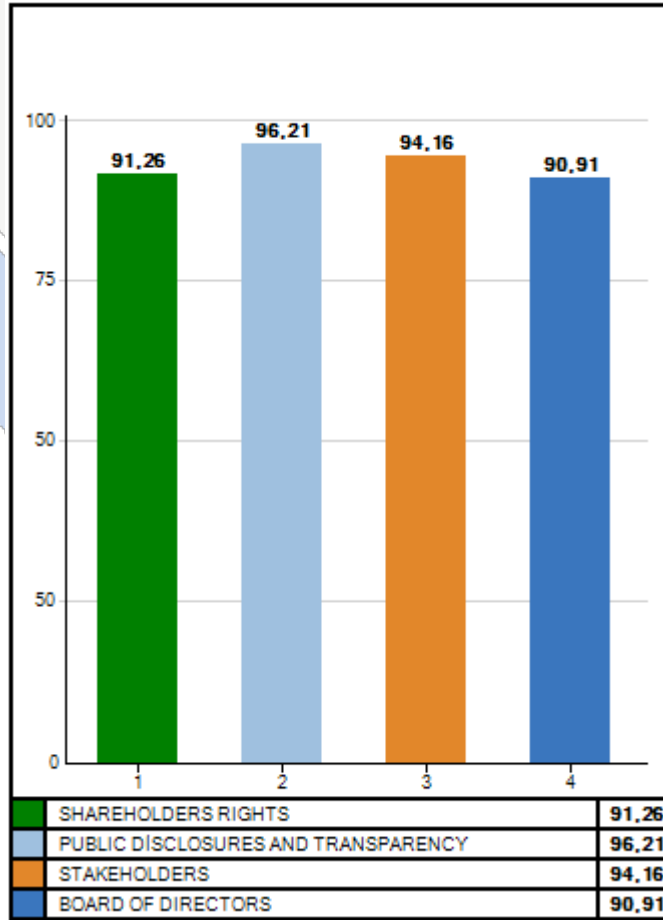
Hitit Bilgisayar Hizmetleri A.Ş.

1. RATING RESULT

BIST FIRST GROUP COMPANY

**CMB CORPORATE GOVERNANCE
PRINCIPLES COMPLIANCE GRADE**

9.28





Kobirate A.Ş. Contact:

Rating Expert:

Serap ÇEMBERTAŞ (License Number: 700342)

(216) 3305620 Pbx

serapcembertas@kobirate.com.tr

www.kobirate.com.tr

Hasanpaşa Mahallesi Ali Ruhi Sokak No:2 Kat:2 Daire:2 34722 Kadıköy İstanbul

Corporate Governance Rating Committee

Burhan TAŞTAN

(License Number: 700545)

Can TEKİN

(License Number: 700573)

Nermin Z. UYAR

(License Number: 702999)

2. REVISED RATING SUMMARY

This report of the rating of compliance of Hitit Bilgisayar Hizmetleri A.Ş. with the Corporate Governance Principles is concluded through on-site examinations of the documents and information open to the public, interviews held with executives and persons involved, and other examinations and observations. 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.

Pursuant to the decision of the Capital Markets Board dated 23.01.2026 and numbered 4/109, Hitit Bilgisayar Hizmetleri A.Ş. 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 criteria under the main headings of Shareholders, Public Disclosure and Transparency, the Stakeholders and the Board of Directors, Corporate Governance Compliance Rating Grade of Hitit Bilgisayar Hizmetleri A.Ş. has been revised to **9.28**.

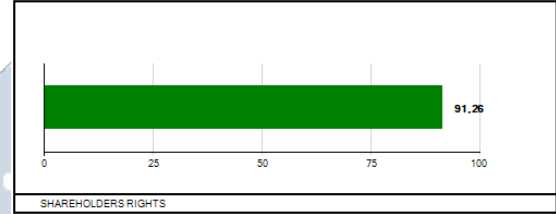
This result shows that the Company has achieved very high compliance with the Corporate Governance Principles issued by the Capital Market Board. Potential risks that the Company may be exposed to are identified and can be managed. The level of public disclosure and transparency is high. The rights of the shareholders and stakeholders are

treated fairly. The structure and working conditions of the board of directors are widely compliant with corporate governance principles.

When the activities of Hitit Bilgisayar Hizmetleri A.Ş. for the last one year are examined, it is seen that it has been maintaining its compliance with Corporate Governance Principles.

In conclusion, this rating indicates that the Company highly deserves to be included in the BIST Corporate Governance Index.

▪ In the Shareholders section, the rating of Hitit Bilgisayar has been revised to **91.26**.



The Company held its Ordinary General Assembly on 26.03.2026 in an open manner to stakeholders, the public, and the media, and included this matter in the General Assembly Announcement. This has been seen as the justification for the grade increase in this heading.

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. It is understood that the harmonious cooperation of the Investor Relations Unit with the Corporate Governance Committee is effective in the correct and effective exercise of the rights of the shareholders.

The Investor Relations Department of Hitit Bilgisayar operates directly under the Deputy General Manager responsible for Financial Affairs and Procurement (CFO). Ms. Hülya YILDIRIM, who has been appointed as the

Investor Relations Manager, has also been appointed as a Member of the Corporate Governance Committee and holds the Capital Markets Activities Level 3 License and the Corporate Governance Rating License.

It has been determined that the Investors Relations Department presents every month, regularly to the Corporate Governance Committee its activities and performance of shares. During 2025, the Department submitted reports regarding critical targets, activities, and performance results to the Corporate Governance Committee 3 (three) times and to the Board of Directors 12 times on a monthly basis. As of March 2026, it has submitted 1 (one) report to the Corporate Governance Committee.

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

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. During the monitoring period, it was determined that the company showed due diligence in exercising its fundamental shareholding rights.

The Ordinary General Assembly meeting to discuss operations of 2025 took place on 26.03.2026. The invitation to the Ordinary General Assembly meeting was published on 03.03.2026 on the Public Disclosure Platform (KAP), the Central Securities Depository e-General Assembly System (EGKS), and in the Turkish Trade Registry Gazette (TTSG) dated 03.03.2026 and numbered 11534. The meeting invitation was made at least 3 (three) weeks before the meeting date as stipulated by the principles.

In the general assembly Information Document, which is submitted to the shareholders for review along with the meeting invitation, detailed information is given about the distribution of company

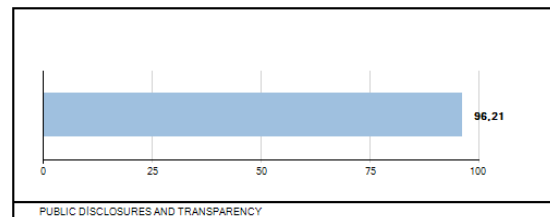
shares, the voting rights granted by the shares and the voting privileges. In addition, whether the shareholders have a request to add an item to the agenda and the information that is required to be announced to the shareholders and the public are also included in the corporate governance principles.

At the General Assembly meeting, Ms. Fatma Nur GÖKMAN (Chairman of the Board of Directors), Ms. Dilek OVACIK (Vice Chairman of the Board of Directors), Ms. Nevra Onursal KARAAĞAÇ (General Manager), and other executives authorized to provide information to the attendees and answer questions regarding the specific matters on the agenda were present. In addition, a representative of the firm conducting the independent external audit of the Company also attended the meeting.

According to the consolidated financial statements prepared within the framework of CMB legislation, the Company generated a net distributable profit for the period from its 2025 activities amounting to 388,878,896.00 TL, while according to the financial statements prepared in accordance with the Tax Procedure Law, the net profit for the period amounted to 467,756,379.86 TL. The distribution method has been explained in the "ii. Profit 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 day as the invitation to the general assembly.

▪ In the Public Disclosure and Transparency section, the company's rating was revised to **96.21**.



It has been determined that Hitit Bilgisayar'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.

In the 2025 annual report, the inclusion of information regarding;

- Whether the targets set in the previous period had been achieved,
- Whether the resolutions of the General Assembly had been fulfilled,
- The nature and amount of the issued capital market instruments were considered the reason for the grade increase under this main section.

The corporate website (<https://hitit.com/tr>) is updated regularly, and the website is being used as an active and effective platform for disclosure to the public. All information and documents that the public, investors and other interested parties want to access are published on the corporate website of the company for the last five (5) years. It has been observed that this information is consistent with the disclosures made in accordance with the provisions of the relevant legislation and does not contain contradictory and incomplete information. The corporate website is designed as a convenient, easily accessible structure.

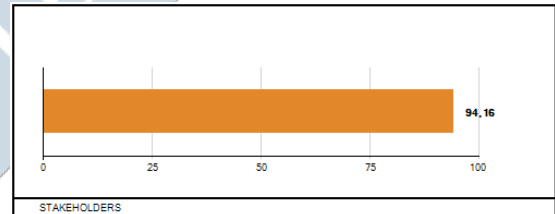
The officials responsible for public disclosures at the Company and authorized to sign such disclosures are Ms. Fatma Nur GÖKMAN (Chairman of the Board of Directors), Ms. Ş. Nevra ONURSAL KARAAĞAÇ (General Manager), Mr. Sezer ÖZMUTLU (Deputy General Manager/CFO), Mr. Can Mert YALÇINER (Finance Director), and Ms. Hülya YILDIRIM (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 the year 2025 was conducted by PwC Bağımsız Denetim ve Serbest Muhasebeci

Mali Müşavirlik A.Ş., based on the proposal of the Audit Committee, the favorable opinion of the Board of Directors, and the approval of the General Assembly. There are no cases where the independent audit avoided expressing an opinion, expressed an opinion with conditions or avoided signature in the reports. 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, the same company was elected with the recommendation of the audit committee and the approval of the general assembly.

- In the Stakeholders section, the company's rating has been revised to **94.16**.



The reason for the grade increase achieved by the Company under this heading is that it published its TSRS-Compliant Sustainability Report regarding its 2024 sustainability activities within the required period. The 2025 report was also publicly disclosed in March 2026.

It is concluded that Hitit Bilgisayar 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.

The company has a very detailed Human Resources Policy, which is determined in accordance with contemporary norms. The processes established within the scope of Human Resources Policies include written procedures that emphasize the principles of efficiency based on objective criteria to protect the rights of both the company and the employees during the recruitment process and during the training and career path of the recruited employees.

The Compensation Policy for employees has been prepared and disclosed to the public via the corporate website.

Hitit has publicly declared, through open sources, that diversity, equality and inclusion are integral to its human resources approach. The company has stated its commitment to promoting equality in all areas of work and life, with a particular emphasis on gender equality.

It has been determined that the Company implemented training programs aimed at improving the knowledge, skills, and competencies of its employees and established training policies. In 2025, a total of 8,790 training hours were provided on various subjects, corresponding to 20.9 hours per employee.

As of year-end 2025, the Company had 427 employees and a total workforce of 480, including consultant staff.

An "Employee Satisfaction Survey" is conducted regularly. Hitit qualified once again in 2025 to receive the "Excellent Employee Experience Certificate" based on the evaluation of its Human Resources practices.

Methods regarding relations with customers, suppliers, etc., have been determined, and standards have been defined. It is thought that care is taken to observe the principles of honesty, trust, consistency, professionalism, long-term relations and respect for mutual

interests in relations with the aforementioned groups.

Relations with customers, suppliers, and other persons and institutions with which the company has business relations are defined in the Procedure of Ethical Principles, and their responsibilities and sanctions are determined.

Hitit conducts a Customer Satisfaction Survey every two years. The most recent survey was carried out and reported in November 2024.

Furthermore, it is also understood that the company aims to create social value within the communities it operates in. In this direction, it works to create increasing value for all stakeholders and to contribute to social development, especially in the regions where it operates. As part of its corporate citizenship approach, Hitit engages in various activities that promote social benefit, particularly in areas such as education, health, and sports.

Details of these activities can be accessed through the company's annual activity reports and its corporate website.

Sustainability;

- Sustainability Strategy

Hitit has established its sustainability strategy based on the following principles:

Operating with an approach that integrates sustainability into its production, business processes, and social projects, acting with a sense of social responsibility by reinvesting a portion of its revenue back into the community,

Facilitating the transition to a sustainable economy and, for this purpose, strengthening corporate capacity by integrating Environmental, Social, and Governance (ESG) strategies into company assessments,

Striving to generate value for today's society while preserving culture, history, and social

heritage with a mindset that considers the needs of future generations,

Reducing CO₂ emissions and minimizing environmental impact; aligning its operations with the Net Zero target; evaluating and monitoring its carbon footprint and environmental impact in accordance with national and international standards; and collaborating with partners to accurately identify Scope 3 data, in addition to analyzing Scope 1 and Scope 2 data.

- Sustainability Policy

Hitit has defined and publicly disclosed its “Sustainability Policies.” In alignment with its core corporate values and ethical standards, the Company declares that it prioritizes the protection of people, society, and the environment in all its operations, recognizing this as a fundamental commitment to supporting social, environmental, and economic sustainability. The policy outlines the Company’s environmental, social, and corporate sustainability goals related to its operations. It also includes a commitment to assign the necessary organizational responsibilities to achieve these goals and to continuously update the sustainability compliance program by raising awareness of corporate sustainability among stakeholders.

- Sustainability Committee

Hitit has established a Sustainability Committee within its Board of Directors to monitor its Environmental, Social, and Governance (ESG) efforts. This committee is responsible for overseeing, evaluating, and supporting the implementation of the company’s sustainability initiatives across all business functions. Additionally, the committee aims to raise internal awareness and integrate sustainability practices into the company’s corporate image and investor relations strategies. The committee comprises members of the Board of Directors, the CEO, and Deputy General Managers.

The Sustainability Committee is supported by a wide range of subcommittees. These subcommittees include volunteers from within the company, as well.

- Hitit’s Global Corporate Sustainability Initiatives

United Nations Sustainable Development Goals;

Hitit aligns its operations with the 17 Sustainable Development Goals (SDGs) introduced by the United Nations in 2015, considering these goals as core motivators for all business and social processes. The company emphasizes that its activities aim to contribute to areas such as gender equality, responsible consumption and production, quality education, good health and well-being, reduced inequalities, and clean water and sanitation, reflecting its commitment to embedding sustainability into every aspect of life.

- Hitit’s Global Sustainability Efforts;

It supports efforts to reduce environmental impact through initiatives such as IATA’s NetZero policy and ICAO’s CORSIA framework. As a strategic member of IATA, the company contributes to the FlyAware platform, promoting knowledge sharing on sustainability in aviation. As a member of the Sustainable Aviation Platform, founded under the leadership of Turkish Airlines, Boeing, and Istanbul Technical University, Hitit contributes to the development of a Sustainable Aviation Fuel (SAF) roadmap. Through these efforts, the company supports the United Nations’ SDG 7 (Affordable and Clean Energy), SDG 12 (Responsible Consumption and Production), SDG 13 (Climate Action), and SDG 17 (Partnerships for the Goals).

- Projects for a Sustainable World

Hitit Bilgisayar develops projects under the main headings listed below;

- o Environmental

- Climate
- Biodiversity
- Energy
- Education
- Health
- Sport
- Gender Equality

and detailed information regarding these projects can be accessed through the Company's annual reports and corporate website.

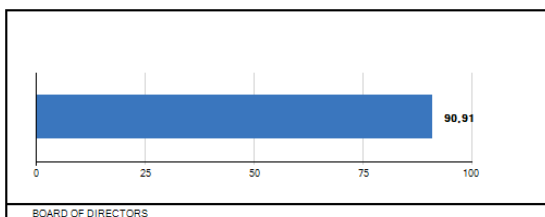
In line with the sustainability principles - the Human Rights and Employee Rights Principle, the "Hitit Bilgisayar Code of Ethics and Compliance with the Legislation Policy" has been established, and announced on the corporate website.

The Company publicly disclosed its TSRS-compliant Sustainability Report regarding its 2024 sustainability activities on 11.08.2025, and its TSRS-compliant Sustainability Report regarding its 2025 sustainability activities on 03.03.2026.

On the other hand, in accordance with the regulations of the Republic of Türkiye Public Oversight, Accounting and Auditing Standards Authority, it was resolved that the audit services for the Türkiye Sustainability Reporting Standards (TSRS) for the years 2024 and 2025 would be carried out by PwC Bağımsız Denetim ve Serbest Muhasebeci Mali Müşavirlik A.Ş., and this resolution was approved at the ordinary general assembly held on 25.03.2025.

As of January 2025, the company has been included in the BIST Sustainability Index.

- In the Board of Directors section, the rating of Hitit Bilgisayar was revised to **90.91**.



During the review period, Hitit Bilgisayar began working with an audit firm in order to strengthen its internal audit department, and the more effective operation of its Internal Control Systems was ensured. This has been regarded as the justification for the company's grade increase in this heading.

In the interviews with the relevant officials and the examinations of some selected board decisions, it was determined that the board continues its work actively, effectively and regularly. It has been observed that the Board of Directors internalizes the corporate governance principles, adopts an open approach to improvement and development, and displays a proactive attitude.

It has been determined that the Committees continue their work regularly in the meetings with the company officials and the examinations made on the Decision Books of the Committees.

The Board of Directors has described the corporate strategic objectives and determined the necessary human and financial resources.

The duties of Chairman of the Board of Directors and General Manager are carried out by different people.

Article 17 of the Company's Articles of Association stipulates that the General Manager of the Company shall be appointed from among the candidates nominated by the holders of the majority of Class (A) shares.

The Board of Directors of the Company consists of a total of 6 (six) persons, including 1 (one) chairman and 5 (five) members. The requirement of having at least 5 (five) members to form the Board has been met, and the number of Board Members is found sufficient and appropriate to serve effectively and constructively and to form and efficiently organize the activities of committees.

According to Article 7 of the company's Articles of Association:

"One (1) member of the Board of Directors is elected by the General Assembly from among the candidates nominated by the shareholder or shareholders holding the majority of Group A shares, and one (1) member is elected from among the candidates nominated by the majority of Group B shareholders. The Chairman of the Board is the Board member elected through nomination by the Group A shareholders."

2 (two) members of the Board of Directors are executive members, and the other 4 (four) members are non-executive members. 2 (two) members are independent members who satisfy the independence criteria laid down by the Corporate Governance Principles.

Upon reviewing the processes for determining independent board members;

- 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,

- It has been determined that the report prepared regarding the selected candidate, including the candidate's resume, independence declaration, and the board of directors' decision, was submitted to the Capital Markets Board 60 days before the general assembly meeting, and no negative opinion was issued by the Board.

All members of the board of directors are elected to serve for 3 (three) years.

There are 3 (three) female members in the Board of Directors, which corresponds to 50% of the number of members. This structure complies with the "not less than 25%" criterion determined by the CMB as the rate of female members on the board of directors.

In order for the Board of Directors to fulfill its duties and responsibilities soundly, the Audit

Committee, Corporate Governance Committee and Early Detection of Risk Committees have been established.

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 formation of the committees complies with the criteria listed in the corporate governance principles. The company's general manager has not been appointed within the committee structures.

The Board of Directors convened 4 (four) times in 2025. The secretariat of the Board is carried out by Mr. Can Mert YALÇINER, Finance Director.

In 2025, the Audit, Corporate Governance, and Early Detection of Risk Committees held four (4) meetings and submitted their reports on the meeting outcomes to the Board of Directors.

Due to the structure of the Board of Directors, a separate Nomination Committee and Remuneration Committee have not been established, and the duties of these committees are carried out by the Corporate Governance Committee.

The secretariat of the Committees is carried out by Ms. Gülbin YILMAZ, Legal Counsel.

In addition to the other committees, the Sustainability Committee, which was established in 2024, convened four (4) times in 2025 and submitted reports on the meeting outcomes to the Board of Directors.

Within the Company, internal control is carried out through process controls integrated into functions and reporting mechanisms, rather than through a separate departmental structure. The internal audit function was established in 2025 through outsourced services, and reporting is made to the Audit Committee and the Board of Directors.

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

Remuneration Principles for the Members of the Board of Directors and Senior Executives have been determined and disclosed to the public on the Company's corporate website.

It has been seen that actions have been taken in compliance with the principle, which states that stock options or payment plans based on corporate performance should not be used for remuneration of independent members of the board. The emoluments of independent directors are sufficient to protect their independence.

It has been learned that the Company has not lent or extended a loan to any member of the board or top executive or made available any credit under a personal loan through any third person or provided securities, such as surety, in favor of them.

There is no policy of performance assessment of the Board as a whole and as individual members, yet. Likewise, there is no practice of rewarding or dismissing the members of the board of directors based on their performance.

Implementing the practices recommended under the corporate governance principles would further enhance compliance with the principles.

In the annual report, the wages paid to the members of the board of directors and senior executives and all other benefits provided are explained with a distinction between the board of directors and senior executives. In accordance with the Corporate Governance Communiqué No. II-17.1, it would be appropriate to disclose this statement on a person-to-person basis.

The damages to be caused to the company by the faults of the members of the board of directors during their duties are covered by insurance and disclosed on the Public Disclosure Platform on 21.01.2026.

3. COMPANY PROFILE AND CHANGES OVER THE PAST YEAR

A. Company Profile



Company Name	: Hitit Bilgisayar Hizmetleri A.Ş.
Company Address	: Reşitpaşa Mah. Katar Cad. No:4/1 Arı Teknokent 2 İç Kapı No:601 34469/Maslak/Sarıyer/ İstanbul/Türkiye
Company Phone	: 0(212) 276 1500
Company Fax Number	: 0(212) 276 1517
Company's Web Address	: www.hitit.com.tr
E-Mail	: investor@hititcs.com
Date of Incorporation	: 15/06/1994
Trade Registry Number	: 315040
Paid-in Capital	: 300,000,000 – TL
The Company's Field of Activity	: Computer programming activities (NACE Code: 62.01.01)
Sector of Operation	: Technology / Information Technology

Company's Representative in Charge of Rating:

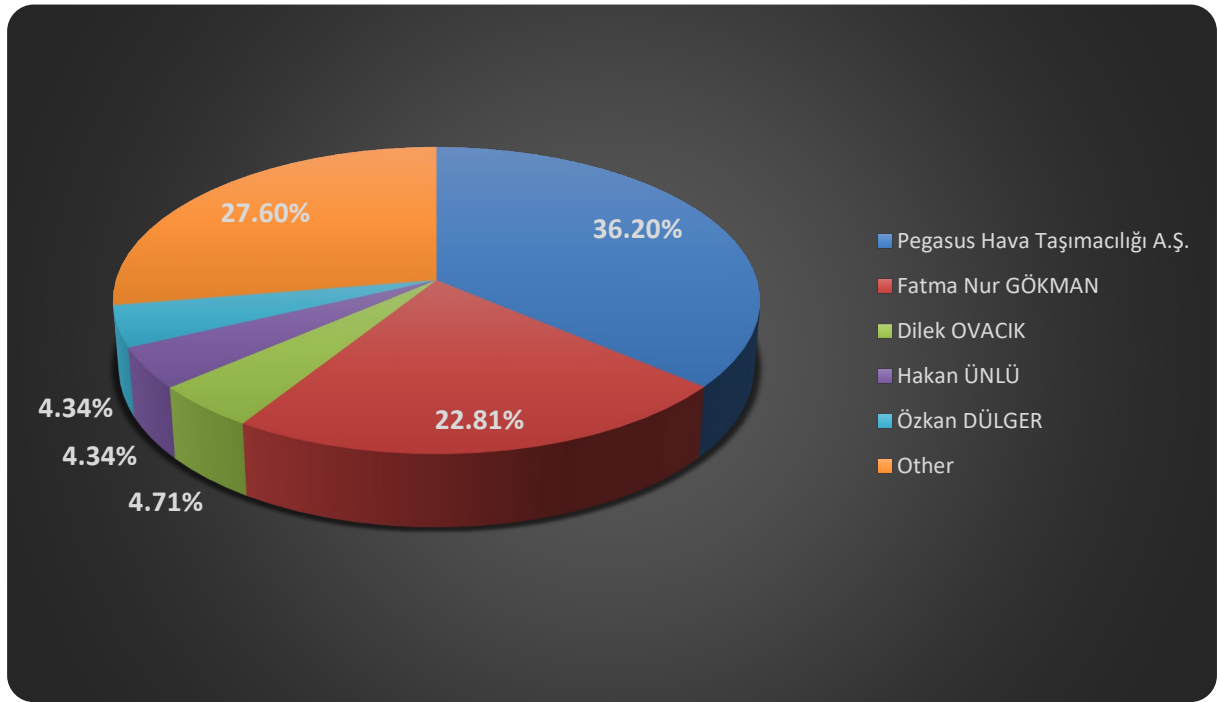
Hülya YILDIRIM

Investor Relations Department Manager

0 (212) 276 1500

investor@hititcs.com

**Hitit Bilgisayar Hizmetleri A.Ş. Quality of Shareholder Structure
(As of the Report Date)**



Shareholder Name Surname/Trade Title	Share(TL)	Share(%)	Voting Right (%)
Pegasus Hava Taşımacılığı A.Ş.	108,597,285.29	36.20	46.46
Fatma Nur GÖKMAN	68,416,287.84	22.81	29.27
Dilek OVACIK	14,117,647.74	4.71	6.04
Hakan ÜNLÜ	13,031,675.85	4.34	5.57
Özkan DÜLGER	13,031,675.86	4.34	5.57
Other	82,805,427.42	27.60	7.09
Total	300,000,000	100	100

Source: www.kap.org.tr

Real and Legal Persons with 5% or More Shares / Voting Rights Directly in the Capital

Pegasus Hava Taşımacılığı A.Ş.

Shareholder Name Surname/Trade Title	Share (TL)	Share (%)
Esas Holding A.Ş.	264,056,016.23	52.81
Other	235,943,983.77	47.19
Total	500,000,000	100.00

Source: www.kap.org.tr

Real and Legal Persons Owning the Company Capital Indirectly

Shareholder Name Surname/Trade Title	Share Amount (TL)	Share Ratio (%)
Esas Holding A.Ş and Şevket Sabancı Family	59,326,697	19.78

Source: Hitit Bilgisayar Hizmetleri A.Ş

Board of Directors

Name/ Surname	Title	Executive/ Non - Executive
Fatma Nur GÖKMAN	Chairman	Executive
Dilek OVACIK	Deputy Chairman	Non - Executive
M. Barbaros KUBATOĞLU	Member of Board of Directors	Executive
Ali UZUN	Member of Board of Directors	Non - Executive
Aliye Sultan ALPTEKİN	Independent Member of Board of Directors	Non - Executive
Turgut GÜRSOY	Independent Member of Board of Directors	Non - Executive

Source: www.kap.org.tr

Committees Formed Within Board of Directors

THE AUDIT COMMITTEE

Aliye Sultan ALPTEKİN	Independent Member of Board of Directors (Committee Chairman)
Turgut GÜRSOY	Independent Member of Board of Directors (Committee Member)

CORPORATE GOVERNANCE COMMITTEE

Aliye Sultan ALPTEKİN	Independent Member of Board of Directors (Committee Chairman)
Fatma Nur GÖKMAN	Chairman of the Board of Directors – Committee Member
Ali UZUN	Member of the Board of Directors (Committee Member)
Hülya YILDIRIM	Investor Relations Department Manager (Committee Member)

EARLY DETECTION OF RISK COMMITTEE

Turgut GÜRSOY	Independent Member of Board of Directors (Committee Chairman)
Dilek OVACIK	Deputy Chairman of the Board of Directors (Committee Member)
Atilla LİSE	Deputy General Manager (Committee Member)

SUSTAINABILITY COMMITTEE

Ali UZUN	Member of the Board of Directors (Committee Chairman)
Ş. Nevra ONURSAL KARAAĞAÇ	General Manager/CEO (Committee Member)
Figen DÖNDER	Deputy General Manager (Committee Member)
Gülbin YILMAZ	Legal Advisor (Committee Member)

Source: www.kap.org.tr

Senior Management of the Company

Name / Surname	Duty
Ş. Nevra ONURSAL KARAAĞAÇ	General Manager/CEO
Sezer ÖZMUTLU	Deputy General Manager - Financial Affairs & Purchasing (CFO)
Semih SAKIZ	Deputy General Manager, Application Engineering and Security
Özgür ÇUHADAR	Deputy General Manager - Technology
Figen DÖNDER	Deputy General Manager - Human Resources
Atilla LİSE	Deputy General Manager - Transportation Solutions
Yener KILIÇ	Deputy General Manager - System Infrastructure and Operations

Source: www.kap.org.tr

INVESTOR RELATIONS	TITLE	CONTACT
Hülya YILDIRIM	Investor Relations Department Manager	(0 212) 276 1500 investor@hititcs.com

Source: www.kap.org.tr

Consolidated Balance-Sheet Data of the Company's Certain Selected Items for yearends of the last three years (*)

	2023/12	2024/12	2025/12
Current Assets	741,667,188	904,963,790	1,115,571,350
Trade Receivables	184,377,893	338,127,101	413,355,605
Fixed Assets	988,148,408	1,711,032,174	2,574,275,400
Total Assets	1,729,815,596	2,615,995,964	3,689,846,750
Short-Term Liabilities	152,015,305	382,068,009	513,172,377
Long-Term Liabilities	80,609,652	139,161,556	208,733,838
Total Liabilities	232,624,957	521,229,565	721,906,215
Paid-in capital	127,500,000	300,000,000	300,000,000
Shareholder's Equity	1,497,190,639	2,094,766,399	2,967,940,535

Source: Hitit Bilgisayar Hizmetleri A.Ş. Consolidated Financial Statements and Independent Auditor's Reports for the Periods 01.01.2023–31.12.2023, 01.01.2024–31.12.2024 and 01.01.2025–31.12.2025

Consolidated Income Statement Data of the Company's Certain Selected Items for yearends of the last three years (*)

	2023/12	2024/12	2025/12
Revenue	609,051,324	1,122,416,793	1,652,786,006
Cost of Sales	(313,007,451)	(580,872,198)	(842,045,965)
Main Operational Profit	139,953,414	246,600,687	365,353,948
Operational Profit Before Tax	172,074,090	285,191,472	399,789,153
Period Profit	132,168,362	276,880,664	388,878,896
Earnings Per Share	0.4406	0.9229	1.2963

Source: Hitit Bilgisayar Hizmetleri A.Ş. Consolidated Financial Statements and Independent Auditor's Reports for the Periods 01.01.2023–31.12.2023, 01.01.2024–31.12.2024 and 01.01.2025–31.12.2025

(*) Since the Company's functional currency is the US Dollar (USD) as of the reporting date, there is no need to make any adjustments in the financial statements to be prepared in accordance with TFRS within the scope of TAS 29.

Subsidiaries, Financial Fixed Assets and Financial Investments

Trade name	Company's Line of Business	Paid-in Capital	Company's Share in Capital	Currency	Company's Share in Capital (%)	The Nature of the Relationship with the Company
Hitit SAAS Turizm Servisleri A.Ş.	Travel Agency Activities	36,000,000	36,000,000	TRY	100	Affiliated Company
HITIT TECH LAB-ISB (SMC-PRIVATE) LIMITED	Software Development	1,000,000	1,000,000	PKR	100	Affiliated Company
Hitit PK Seyahat Acente Dağıtım Sistemleri A.Ş.	Agency Distribution Services	290,000	290,000	TRY	100	Affiliated Company

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 : HTTPBT

Market where the Capital Market Instrument is Traded : BIST STAR

Indices in which it is included : BIST ALL SHARES / BIST ISTANBUL / BIST CORPORATE GOVERNANCE / BIST SUSTAINABILITY / BIST ALL SHARES-100 / BIST INF. TECHNOLOGY / BIST TECHNOLOGY / BIST 500 / BIST STARS

Peak and Bottom Closing Values of Company shares traded at BIST between 01.04.2025 and 01.04.2026

Bottom (TL)	Peak (TL)
36.18 (23.06.2025)	53.65 (01.09.2025)

Source: Hitit Bilgisayar Hizmetleri 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 and articles of association during the review period.

ii. Profit Distribution

In relation to the net profit/loss for the period generated as a result of the Board of Directors' activities for 2025, the material disclosure made on the same date in line with the Board resolution dated 03.03.2026 and numbered 2026/04 is as follows:

"Our Company, in the 2025 fiscal year, generated a net profit for the period of 388,878,896 TL according to its consolidated financial statements prepared in accordance with the Capital Markets Board's Communiqué No. II.14.1 on Principles of Financial Reporting in Capital Markets, in compliance with Turkish Accounting Standards / Turkish Financial Reporting Standards (TAS/TFRS) and the formats determined by the CMB, and independently audited by PwC Bağımsız Denetim ve Serbest Muhasebeci Mali Müşavirlik A.Ş., and a net profit for the period of 467,756,379.86 TL according to the financial statements prepared within the framework of the relevant provisions of the Turkish Commercial Code No. 6102 and the Tax Procedure Law No. 213.

By evaluating the conditions set forth in our Company's Dividend Distribution Policy, and taking into consideration the current economic conditions, the Company's long-term strategies, cash flow, financing and investment policies, as well as the long-term interests of our shareholders and the Company, it was unanimously resolved to propose to the shareholders for approval at the 2025 Ordinary General Assembly Meeting that the distributable profit for the 2025 fiscal year shall not be distributed, and that the remaining amount, after allocation of the general legal reserve, shall be transferred to the retained earnings account for the purpose of strengthening the financial structure."

The relevant proposal was discussed and approved as item 6 of the agenda at the ordinary general assembly held on 26.03.2026.

iii. Policies

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

iv. Management and Organization

- The Company's Material Disclosure dated 09.12.2025 is as follows:

"Ms. Semra KANDEMİR, who had been serving as Deputy General Manager responsible for Product Strategy within our Company, has resigned from all of her positions within our Group of her own accord."

- Members of the board of directors are elected to serve for 3 years. During the review period, there was no change in the members of the Board of Directors, and since their three-year term of office had not yet expired, the General Assembly held on 26.03.2026 was conducted without an election.

v. Changes in Group Companies, Subsidiaries and Affiliates:

The capital of the Company's subsidiary Hitit SAAS Turizm Servisleri A.Ş. was increased from 20,000,000 TL to 36,000,000 TL.

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 based on 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	<p>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.</p>
7-8,9	<p>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.</p>
6-6,9	<p>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.</p>

NOTE	DEFINITIONS
<p style="text-align: center;">4-5,9</p>	<p>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.</p>
<p style="text-align: center;">< 4</p>	<p>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.</p>

