

LOGO YAZILIM SANAYİ VE TİCARET ANONİM ŞİRKETİ	
AMENDMENTS TO THE ARTICLES OF ASSOCIATION	
FORMER VERSION	NEW VERSION
<p>CAPITAL ARTICLE 6-</p> <p>The Capital of the Company is TL 25,000,000 (twenty five million Turkish Liras), divided into 2,500,000,000 shares, each worth 1 Kuruş (One Kuruş).</p>	<p>CAPITAL ARTICLE 6-</p> <p>The Company has adopted the registered share capital system pursuant to the provisions of the Capital Markets Law, and has initiated the registered share capital system upon the permission of the Capital Markets Board dated and No. .</p> <p>The upper limit of the Company's registered share capital is [125,000,000]- ([onehundredtwentyfivemillion]) Turkish Liras (TL), which is divided into [12,500,000,000] ([twelvebillionfivehundredmillion]) registered shares, each with a nominal value of Kuruş 1- (one).</p>
	<p>This upper limit of registered share capital allowed by the Capital Markets Board is valid for the years 2019 through 2024 (for 5 years). Even if the upper limit of registered share capital is not yet reached at the end of 2024, for capital increase resolutions to be passed after 2024, the Board of Directors must be granted an authorization by the General Assembly for a new period not exceeding 5 years, provided that the permission of the Capital Markets Board is obtained. In case such authorization is not granted, capital increases may not be affected based on the resolution of the Board of Directors.</p>
<p>The previous capital of the company is TL 15,939,000. Of TL 805,000. that constituted the previous capital of the company, a portion of TL 30,000 is capital in kind, and the capital in kind is the paid in capital of Logo Yazılım Sanayi Ve Ticaret Limited Şirketi which changed its type pursuant to article 152 of the Turkish Commercial Code and which is registered with Istanbul Trade Registry under registration number 224484/170044, and this paid in capital was evidenced by the decision of Kadıköy 2nd Commercial Court of First Instance dated 16.07.1999 and No. 199/1150 D.iş and the expert report dated 19.07.1999. Shareholder's equity of</p>	<p>The issued share capital of the Company is TL 25,000,000- (twentyfivemillion). This capital been fully paid in, free of any collusion.</p> <p>The Company's share capital of TL 25,000,000- is divided into 3,300,000 Class A registered shares each with a nominal value of Kuruş 1- (one) and 2,469,700,000 Class B bearer shares each with a nominal value of Kuruş 1- (one).</p>

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<p>the said company was transferred to this joint stock company together with all assets and liabilities. A portion of TL 5,000 was paid in cash and in full, and a portion of TL 506,000. was covered from extraordinary reserves, a portion of TL 143,000 was covered from the valuation fund that occurred as a result of revaluation of economic assets subject to depreciation shown in the balance sheet in accordance with article 11 of the Tax Procedure Code as amended by the Law No. 2791, and the remaining TL 121,000 was covered by sale through public offering to parties other than shareholders by restricting the rights of first refusal of the shareholders. A portion of TL 3,388,000. of a part of the previous capital amounting to TL 4,025,000. was covered from the emission premiums fund under the "Share Issuance Premium Account, and a portion of TL 637,000. was covered from the valuation fund that occurred as a result of revaluation of economic assets subject to depreciation shown in the balance sheet in accordance with article 11 of the Tax Procedure Code as amended by the Law No. 279. 1 A portion of the previous capital amounting to TL 9,660,000. was all covered from "Capital Inflation Adjustment Difference" account. The remaining TL 1,449,000. of the previous capital was covered by adding the distributable profit of the period which was calculated over the financial statements of the 01.07.2005/30.06.2006 Special Fiscal Period to the capital. The amount of TL 9,061,000. which corresponded to this round of capital increase was entirely covered from the extraordinary reserves. Shares to be issued in consideration of such amount which is to be added to the company's capital shall be given to shareholders free of charge pro rata to their shareholding.</p> <p>The capital of the company amounting to TL 25,000,000. has been arranged as groups A and B and split into series as below: A portion of TL 33,000.- that corresponds to 3,300,000 shares are group A registered shares, A portion of TL 24,967,000. that corresponds to 2,496,700,000 shares are group B bearer shares.</p>	
	The shares representing the issued share capital are monitored in book-entry form in

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	accordance with the principles of dematerialization.
	Between the years 2019 and 2024 (until the end of 2024), the Board of Directors is authorized to pass resolutions to increase the issued share capital as it may deem necessary from time to time by issuing new shares up to the registered capital upper limit, restrict the rights of the existing shareholders to subscribe for new shares in capital increases, and to issue shares with premium or with values lower than their nominal value. The authority to restrict the right to subscribe for new shares may not be exercised in a manner to cause inequality among the shareholders.
BOARD OF DIRECTORS AND ITS DURATION ARTICLE 8-	BOARD OF DIRECTORS AND ITS DURATION ARTICLE 8-
<p>8.1. The business and management of the Company is carried out by a Board of Directors, consisting of six persons to be elected by the General Assembly in accordance with the provisions of the Turkish Commercial Code. One more than half of the members of the board of directors shall be elected among the candidates to be nominated by the Class A shareholders. Members of the Board of Directors can be elected to serve for a maximum period of three years. The Board Members whose terms of service expire may be re-elected. If deemed necessary by the General Assembly, the Board of Directors may dismiss, replace its members at any time. The number, qualifications, elections, methods of nomination, working manners, duties, and similar situations of the independent members to be assigned to the Board of Directors shall be determined in accordance with the Capital Markets Legislation and Corporate Governance Principles.</p>	<p>8.1. The business and management of the Company is carried out by a Board of Directors, consisting of 6 (six) persons to be elected by the General Assembly that possess the requirements set out under the Turkish Commercial Code and capital markets regulations in accordance with the provisions of the Turkish Commercial Code and the Capital Markets Law. Half of the members of the board of directors shall be elected among the candidates to be nominated by the Class A shareholders. Members of the Board of Directors can be elected to serve for a maximum period of three years. The Board Members whose terms of service expire may be re-elected. If deemed necessary by the General Assembly, the Board of Directors may dismiss, replace its members at any time. In line with the principles relating to the independence of the members of the Board of Directors as set forth in the Corporate Governance Principles of the Capital Markets Board, a sufficient number of independent members are appointed to the Board of Directors by the General Assembly. These independent members must possess the qualifications sought under the Capital Markets Board's regulations relating to</p>

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	corporate governance principles. With regard to the terms of office of the independent members of the Board of Directors, regulations of the Capital Markets Board relating to corporate governance principles shall be complied with.
8.2. The Chairman of the Board of Directors shall be elected among the members of the board of directors nominated by the Class A shareholders.	8.2. The Chairman of the Board of Directors shall be elected among the members of the board of directors nominated by the Class A shareholders.
8.3. If a member of the Board of Directors is declared bankrupt or his legal capacity is restricted, or he no longer meets the legal conditions or the qualifications set forth in the articles of association regarding membership, the membership of such person shall automatically expire without further action.	8.3. If a member of the Board of Directors is declared bankrupt or his legal capacity is restricted, or he no longer meets the legal conditions or the qualifications set forth in the articles of association regarding membership, the membership of such person shall automatically expire without further action.
<p>8.4. In case a vacancy in the membership of the Board of Directors occurs, the Board of Directors shall provisionally elect a person meeting the legal requirements for membership and submits such election for the approval of the next general assembly. The member who has been elected by such a procedure acts until the general assembly meeting at which his election is presented for approval, and completes the period of his/her predecessor in case his election is approved.</p> <p>If the independent member of the Board of Directors loses his independence or resigns for other reasons, or becomes unable to perform his duty before his period of office expires, the Board of Directors shall elect an independent member for the vacant membership subject to the regulations of the Capital Market Law and regulations of the Capital Markets Board in order to re-establish the minimum number of independent members.</p> <p>In place of a member who was nominated by Class A shareholders, a candidate jointly proposed by all the remaining members of the Board of Directors who were elected upon the proposal of Class A shareholders shall be assigned.</p>	<p>8.4. In case a vacancy in the membership of the Board of Directors occurs, the Board of Directors shall provisionally elect a person meeting the legal requirements for membership and submits such election for the approval of the next general assembly. The member who has been elected by such a procedure acts until the general assembly meeting at which his election is presented for approval, and completes the period of his/her predecessor in case his election is approved.</p> <p>If the independent member of the Board of Directors loses his independence or resigns for other reasons, or becomes unable to perform his duty before his period of office expires, the Board of Directors shall elect an independent member for the vacant membership subject to the regulations of the Capital Market Law and regulations of the Capital Markets Board in order to re-establish the minimum number of independent members.</p> <p>In place of a member who was nominated by Class A shareholders, a candidate jointly proposed by all the remaining members of the Board of Directors who were elected upon the proposal of Class A shareholders shall be assigned.</p>

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<p>REPRESENTATION AND BINDING OF THE COMPANY AND MEETINGS OF THE BOARD OF DIRECTORS</p> <p>ARTICLE 9-</p>	<p>REPRESENTATION AND BINDING OF THE COMPANY AND MEETINGS OF THE BOARD OF DIRECTORS</p> <p>ARTICLE 9-</p>
<p>9.1. The Board of Directors of the Company is authorized to manage and represent the company. Authorities and limits in respect of representation and binding of the company are determined in the framework of the decisions to be taken by the Board of Directors, and are duly registered and announced.</p> <p>If a legal person is elected a member of the Board of Directors, only one real person who is determined by the legal person shall be registered and announced along with that legal person on behalf of such legal person; also, it shall be immediately announced on the Company's website that the registration and announcement has been made. Only this registered person may attend the meetings and vote on behalf of the legal person. The legal person may change the real person registered on its behalf at any time.</p>	<p>9.1. The Board of Directors of the Company is authorized to manage and represent the company. Authorities and limits in respect of representation and binding of the company are determined in the framework of the decisions to be taken by the Board of Directors, and are duly registered and announced.</p> <p>If a legal person is elected a member of the Board of Directors, only one real person who is determined by the legal person shall be registered and announced along with that legal person on behalf of such legal person; also, it shall be immediately announced on the Company's website that the registration and announcement has been made. Only this registered person may attend the meetings and vote on behalf of the legal person. The legal person may change the real person registered on its behalf at any time.</p>
<p>9.2. The Board of Directors may convene upon the call of the Chairman of the Board of Directors whenever it is necessary for the business of the Company, or upon the call of the Vice-chairman of the Board of Directors in case the Chairman of the Board of Directors is absent. Any member of the Board of Directors may call a meeting of the Board of Directors with a written petition to the Chairman of the Board of Directors.</p>	<p>9.2. The Board of Directors may convene upon the call of the Chairman of the Board of Directors whenever it is necessary for the business of the Company, or upon the call of the Vice-chairman of the Board of Directors in case the Chairman of the Board of Directors is absent. Any member of the Board of Directors may call a meeting of the Board of Directors with a written petition to the Chairman of the Board of Directors</p>
<p>9.3. The Board of Directors meets and takes its decisions at the head office of the company. If the chairman of the board of directors deems it necessary, he may convene a meeting at a place other than the head office or at a place abroad by informing all members in advance.</p>	<p>9.3. The Board of Directors meets and takes its decisions at the head office of the company. If the chairman of the board of directors deems it necessary, he may convene a meeting at a place other than the head office or at a place abroad by informing all members in advance.</p>
<p>9.4. The time and agenda of the meeting of the board of directors can be notified by registered letter, telex, fax or e-mail 7 days in advance.</p>	<p>9.4. The time and agenda of the meeting of the board of directors can be notified by registered letter, telex, fax or e-mail 7 (seven) days in advance.</p>

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<p>9.5. If no member of the board requests a meeting, resolutions of the board of directors may be taken by receiving the written approval of minimum 4 (four) members of the board of directors for a proposal prepared by a member of the board of directors in the nature of a resolution on a certain issue. In order to pass resolutions in this manner, it is a prerequisite that the same proposal has been made to all members of the board of directors and no member has requested a meeting.</p> <p>The approvals do not necessarily have to be on the same document; but in order to render the board resolution valid, all the documents bearing the signatures for approval should be attached to the board resolution book or entered into the resolution book after it is converted into a resolution that includes the signatures of those in favor.</p>	<p>9.5. Pursuant to the provisions of the Turkish Commercial Code, if none of members of Board of Directors has requested to hold a meeting and provided that written approvals regarding a proposal prepared by a member of the Board of Directors in the form of a resolution are received from a sufficient number of Board of Directors members pursuant to the Turkish Commercial Code, capital markets regulations and this Articles of Association, the Board of Directors can adopt resolutions.</p> <p>The approvals do not necessarily have to be on the same document; but in order to render the board resolution valid, all the documents bearing the signatures for approval should be attached to the board resolution book or entered into the resolution book after it is converted into a resolution that includes the signatures of those in favor.</p>
<p>9.6. The meeting (including the postponed meetings) quorum of the board of directors is established by minimum 5 (five) members of the Board of Directors. In order for a resolution to be taken at the board of directors (including also postponed meetings), the affirmative vote of minimum 4 (four) members of the board of directors is required, except for and without prejudice to such circumstances where the affirmative vote of the independent members of the board of directors is sought under the Capital Market Legislation and Corporate Governance Principles.</p>	<p>9.6. The meeting (including the postponed meetings) quorum of the board of directors is established by minimum 4 (four) members of the Board of Directors. In order for a resolution to be taken at the board of directors (including also postponed meetings), the affirmative vote of minimum 4 (four) members of the board of directors is required, except for and without prejudice to such circumstances where the affirmative vote of the independent members of the board of directors is sought under the Capital Market Legislation and Corporate Governance Principles.</p>
<p>9.7. The board members may be paid attendance fees in accordance with the provisions of the Turkish Commercial Code. Remuneration, bonus or premiums can be paid to members of the board of directors or members of committees to be established in consideration of their services. In the remuneration of independent members of the board of directors, performance based payment schemes of the company are not used. The salaries of the managers are determined by the board of directors.</p>	<p>9.7. The board members may be paid attendance fees in accordance with the provisions of the Turkish Commercial Code. Remuneration, bonus or premiums can be paid to members of the board of directors or members of committees to be established in consideration of their services. In the remuneration of independent members of the board of directors, performance based payment schemes of the company are not used. The salaries of the managers are determined by the board of directors.</p>

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9.8. Members of the board of directors may assume board membership duties in other companies.	9.8. Members of the board of directors may assume board membership duties in other companies.
9.9. The Board of Directors may set up commissions or committees comprised of its own members and/or nonmembers pursuant to the Turkish Commercial Code, Capital Market Law and Corporate Governance Principles or in respect of matters which it deems appropriate.	9.9. The Board of Directors may set up commissions or committees comprised of its own members and/or nonmembers pursuant to the Turkish Commercial Code, Capital Market Law and Corporate Governance Principles or in respect of matters which it deems appropriate.
	9.10. Those who are entitled to attend the Company's Board of Directors meetings may also attend such meetings via electronic media pursuant to Article 1527 of the Turkish Commercial Code. Pursuant to the provisions of the Communiqué Regarding the Meetings to be Held via Electronic Media In Commercial Companies Except for General Assemblies of Joint Stock Companies, the Company may either establish an Electronic Meeting System, which will allow the holders of voting rights to attend such meetings via electronic media, or receive the services offered by systems established for such purposes. During such meetings, it shall be ensured that the holders of voting rights are enabled to use their rights under the applicable legislation within the framework set forth by the said Communiqué, using the system to be established under this article of these Articles of Association, or via the system that will be resorted to for support services.
GENEL KURUL MADDE 13-	GENEL KURUL MADDE 13-
13.1. The General Assembly is meets and takes decisions ordinarily and extraordinarily in accordance with the Turkish Commercial Code and the Capital Markets Legislation. The Ordinary General Assembly shall meet in 3 months after the end of the fiscal period of the Company and at least once a year, and discuss and resolve upon the issues in the agenda which will be prepared in accordance with the Turkish Commercial Code and the Capital Markets	13.1. The General Assembly is meets and takes decisions ordinarily and extraordinarily in accordance with the Turkish Commercial Code and the Capital Markets Legislation. The Ordinary General Assembly shall meet in 3 months after the end of the fiscal period of the Company and at least once a year, and discuss and resolve upon the issues in the agenda which will be prepared in accordance with the Turkish Commercial Code and the Capital Markets

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<p>Legislation and administrative regulations.</p> <p>An extraordinary general assembly is held under such circumstances and at such times as necessitated by the business of the Company or under such circumstances as are stated in the Turkish Commercial Code and the Capital Market Legislation. It discusses and resolves upon the issues in the agenda which will be prepared in accordance with the Turkish Commercial Code and the Capital Market Legislation and administrative regulations.</p> <p>At the general assembly meetings of the Company, it is mandatory to include the matters which the Capital Markets Board desires to be discussed or announced to the shareholders in the agenda of the general assembly meeting, irrespective of the requirement to commit to the agenda.</p> <p>The call to the General Assembly is made in accordance with the provisions of the Turkish Commercial Code and the capital market regulations.</p> <p>The provisions of the capital market legislation regarding prohibition of share transfer limited to the date of general assembly in respect of shares in dematerialized form are reserved.</p> <p>At the General Assembly meeting, a Chairman who is authorized to manage the discussions, minimum one (1) member who is authorized to collect votes and a secretary who will write the minutes are elected from among or outside the shareholders. A shareholder to be elected from among the shareholders or a non-shareholder to be elected by the General Assembly shall chair the meetings of the General Assembly. When the</p>	<p>Legislation and administrative regulations.</p> <p>An extraordinary general assembly is held under such circumstances and at such times as necessitated by the business of the Company or under such circumstances as are stated in the Turkish Commercial Code and the Capital Market Legislation. It discusses and resolves upon the issues in the agenda which will be prepared in accordance with the Turkish Commercial Code and the Capital Market Legislation and administrative regulations.</p> <p>At the general assembly meetings of the Company, the shareholders discuss the agenda prepared in accordance with the Turkish Commercial Code and capital markets regulations and take resolutions accordingly. Without prejudice to Article 438 of the Turkish Commercial Code and Article 29 of the Capital Markets Law, matters not indicated in the agenda may not be discussed and resolved upon.</p> <p>At the general assembly meetings of the Company, it is mandatory to include the matters which the Capital Markets Board desires to be discussed or announced to the shareholders in the agenda of the general assembly meeting, irrespective of the requirement to commit to the agenda.</p> <p>The call to the General Assembly is made in accordance with the provisions of the Turkish Commercial Code and the capital markets regulations.</p> <p>The provisions of the capital market legislation regarding prohibition of share transfer limited to the date of general assembly in respect of shares in dematerialized form are reserved.</p> <p>At the General Assembly meeting, a Chairman who is authorized to manage the discussions, minimum one (1) member who is authorized to collect votes and a secretary who will write the minutes are elected from among or outside the shareholders. A shareholder to be elected from among the shareholders or a non-shareholder to be elected by the General Assembly shall chair the meetings of the General Assembly. When the</p>

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<p>Board of Directors makes such a request, the Chairman of the Board of Directors, or when the Chairman of the Board of Directors does not make such request, but the Vice-chairman makes such a request, the Vice-chairman of the Board of Directors shall chair the meeting.</p> <p>It is mandatory that managing members, if any, and at least one member of the board of directors and the independent auditor attend the general assembly meeting.</p> <p>The meeting and decision quorums in all meetings of the General Assembly shall be governed by the provisions of the Turkish Commercial Code and the regulations of the Capital Markets Board. The meeting and decision quorums prescribed in this article also apply to all postponed meetings of the General Assembly.</p>	<p>Board of Directors makes such a request, the Chairman of the Board of Directors, or when the Chairman of the Board of Directors does not make such request, but the Vice-chairman makes such a request, the Vice-chairman of the Board of Directors shall chair the meeting.</p> <p>It is mandatory that managing members, if any, and at least one member of the board of directors and the independent auditor attend the general assembly meeting.</p> <p>The meeting and decision quorums in all meetings of the General Assembly shall be governed by the provisions of the Turkish Commercial Code and the regulations of the Capital Markets Board. The meeting and decision quorums prescribed in this article also apply to all postponed meetings of the General Assembly.</p> <p>Unless otherwise mandatorily stated in the law, in order for the Company's General Assembly to adopt a resolution on the matters listed below and any amendments to the Articles of Association required thereto, the affirmative votes of the shareholders holding 70% of the voting rights of those who attended the General Assembly meeting shall be required:</p> <ul style="list-style-type: none"> • Capital increases of the Company, other than those conducted pursuant to the registered share capital system • Changing the field of operation completely or in a significant manner as defined under Article 6/4 of the Communiqué on Common Principles regarding Material Transactions and Exit Right • Capital decreases • Changes to the privilege of Class A shareholders to nominate members to the Board of Directors and the chairman of the Board of Directors • Changes to the structure of the Company's Board of Directors • Changes to the meeting and resolution quorums of the Company's Board of Directors

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13.2. The General Assembly is held at the head office of the Company or in a suitable place of the city where head office of the company is located, or a suitable place within the provincial boundaries of Istanbul, Ankara or Izmir.	13.2. The General Assembly is held at the head office of the Company or in a suitable place of the city where head office of the company is located, or a suitable place within the provincial boundaries of Istanbul, Ankara or Izmir.
13.3. Shareholders entitled to participate in General Assembly meetings may participate in these meetings by electronic means as per article 1527 of the Turkish Commercial Code. The Company may install the electronic general meeting system, which will allow those who are entitled to attend, to express their opinions, to put forth recommendations, and to cast votes in the General Assembly Meetings via the electronic environment in compliance with the provisions of the Regulation regarding the General Assembly Meetings to be held at JointStock Companies via Electronic Means, and may also purchase services which have been developed for the aforementioned purpose. At all general assembly meetings to be held, those who are entitled, and their representatives shall be enabled to exercise their rights stipulated under the provisions of the Regulation in question via the system that has been installed in accordance with this provision of the articles of association.	13.3. Shareholders entitled to participate in General Assembly meetings may participate in these meetings by electronic means as per article 1527 of the Turkish Commercial Code. The Company may install the electronic general meeting system, which will allow those who are entitled to attend, to express their opinions, to put forth recommendations, and to cast votes in the General Assembly Meetings via the electronic environment in compliance with the provisions of the Regulation regarding the General Assembly Meetings to be held at JointStock Companies via Electronic Means, and may also purchase services which have been developed for the aforementioned purpose. At all general assembly meetings to be held, those who are entitled, and their representatives shall be enabled to exercise their rights stipulated under the provisions of the Regulation in question via the system that has been installed in accordance with this provision of the articles of association.
13.4. The working principles and procedures of the General Assembly of the Company are determined by the Internal Regulation approved by the General Assembly of the Company.	13.4. The working principles and procedures of the General Assembly of the Company are determined by the Internal Regulation approved by the General Assembly of the Company.