

**INVITATION TO THE ORDINARY GENERAL ASSEMBLY MEETING OF  
LOGO YAZILIM SANAYİ VE TİCARET ANONİM ŞİRKETİ  
TO BE HELD ON 7 APRIL 2021**

Our Company's Ordinary General Assembly Meeting relating to the financial year of 2020 will be held on **7 April 2021 Wednesday, at 11:00** in our headquarters located in Gebze Organize Sanayi Bölgesi Şahabettin Bilgisu Caddesi No: 609/1 Gebze - Kocaeli /Türkiye.

The Shareholders can attend the Company's Ordinary General Assembly Meeting physically or via electronic means, in person or through their representatives. Our Shareholders willing to attend the Ordinary General Assembly Meeting in person or through their representatives via electronic means must declare their preference on the Electronic General Assembly System ("**EGAS**"). Attendance to the Ordinary General Assembly Meeting via electronic means is only possible if the Shareholders or their representatives have a secure electronic signature and log into EGAS with such secure electronic signature. In this respect, the Shareholders must first register their contact details by signing up to the e-MKK Information Platform (*e-MKK Bilgi Portalı*) of Merkezi Kayıt Kuruluşu A.Ş. ("**MKK**"). Shareholders not registered with the e-MKK Information Platform and not having secured electronic signature or their representatives cannot attend the general assembly meeting via electronic means. In accordance with Article 1526 of the Turkish Commercial Code No. 6102, notifications to be made on behalf of legal entity shareholders via EGAS are required to be signed by the duly authorized representative of such legal entity with the secured electronic signature issued on behalf the legal entity for the name of such representative.

The Board of Directors' Annual Report, the Corporate Governance Compliance Report, the Consolidated Financial Statements, the Financial Statements and the Independent External Audit Report for the financial year of 2020, as well as the Board of Directors' Proposal for Distributing Dividend together with a detailed Information Note including the information required to be provided pursuant to the Capital Markets Board's regulations will be made available for our Shareholders' review three weeks prior to the date of the meeting within the legally prescribed term, at our Company's headquarters. The relevant documents and sample proxy forms will also be made available for the review of our Shareholders at our website [www.logo.com.tr](http://www.logo.com.tr) and EGAS.

Without prejudice to the rights and obligations of Shareholders who will electronically attend the meeting, Shareholders who will not attend the meeting in person shall issue a proxy form pursuant to the sample below or obtain the sample proxy form from our headquarters or website at [www.logo.com.tr](http://www.logo.com.tr) and fulfil the provisions of the Capital Markets Board's Communiqué on Voting by Proxy and Proxy Solicitation (II-30.1) and submit a proxy form duly signed and notarized to the Company's headquarters or submit electronically on the EGAS. Proxies appointed through EGAS are not required to submit a physical proxy form. Proxies appointed via EGAS can attend the Ordinary General Assembly Meeting physically or via EGAS without submitting any other proxy form. Whether appointed by a notarized proxy form or via EGAS, proxies who will attend the Ordinary General Assembly Meeting by proxy or in person shall present their identity cards in the meeting. We hereby submit to the information of our esteemed Shareholders that Shareholders not fulfilling this procedure cannot attend the meeting pursuant to the law.

Pursuant to the fourth paragraph of Article 415 of the Turkish Commercial Code No: 6102 and the first paragraph of Article 30 of Capital Markets Law, Shareholders are not required to block their shares to exercise the right to attend to and vote in the Ordinary General Assembly Meeting. In this respect, Shareholders are not required to block their shares to attend the Ordinary General Assembly Meeting.

We kindly request that Shareholders, who will vote via EGAS, obtain the relevant information form from the MKK and/or on MKK's website [www.mkk.com.tr](http://www.mkk.com.tr), in order to fulfil their obligations pursuant to the "Regulation on Electronic General Assembly Meetings of Joint Stock Corporations" issued by the Ministry of Trade of Republic of Turkey, and published in the Official Gazette dated 28.08.2012 and numbered 28395 and "Communiqué on the Electronic

General Assembly System to be Applied to the General Assembly Meetings of Joint Stock Corporations", published in the Official Gazette dated 29.08.2012 and numbered 28396.

Save for the electronic voting procedures, the agenda items in the General Assembly Meeting will be voted explicitly by raising hands.

We hereby submit to the information of our esteemed shareholders.

Kind regards,

**Board of Directors of**

**Logo Yazılım Sanayi ve Ticaret A.Ş.**

**THE AGENDA FOR THE ORDINARY GENERAL ASSEMBLY MEETING**  
**DATED 7 APRIL 2021 OF**  
**LOGO YAZILIM SANAYİ VE TİCARET ANONİM ŞİRKETİ**

**AGENDA**

1. Opening and election of Chairing Committee and authorization of Chairing Committee for signing the Minutes of the General Assembly Meeting;
2. Reading and discussion of the Annual Report of the Board of Directors for the fiscal year 2020;
3. Reading the independent audit report prepared by the Independent Auditor, Pwc Bağımsız Denetim ve Serbest Muhasebeci Mali Müşavirlik Anonim Şirketi;
4. Reading, discussion and approval of the financial statements of the fiscal year 2020;
5. Discussion and resolution of the matter concerning the release of the members of the Board of Directors individually, who have performed in the fiscal year 2020, from their liabilities for the operations, proceedings and accounts;
6. Reading, discussion and approval of the Board of Directors' proposal for distributing dividend for the fiscal year 2020;
7. Informing the Shareholders about the "Remuneration Policy" with respect to the members of the Board of Directors and the Senior Executives, in accordance with the Communiqué on Corporate Governance No. II-17.1 of the Capital Markets Board;
8. Determination of remuneration of the members of the Board of Directors for the following fiscal year;
9. Approval of the appointment of the Independent Audit Firm for the fiscal year 2021, as proposed by the Board of Directors, in accordance with the Capital Markets Board regulations and related legislation;
10. Informing the General Assembly about the donations made by the Company to foundations and unions for the purpose of social welfare within the fiscal year 2020;
11. Determination of an upper limit for the grants and donations to be made in the fiscal year 2021 and authorization of the Board of Directors to act within the limits determined relating thereto in accordance with the Capital Markets Board regulations;
12. Informing the General Assembly about the share buy-back transactions executed during 2020 in accordance with the Company's share buy-back program;
13. Requesting the General Assembly's approval for the acts and transactions to be executed by the members of the Board of Directors pursuant to Articles 395 and 396 of the Turkish Commercial Code;
14. Informing the shareholders about any material transactions that may create conflict of interest with the Company or its affiliates and/or about a transaction of commercial nature made on personal account or on behalf of any others that is listed in the commercial activities of the company or of its affiliates or participating to another partnership that is engaged with the same commercial activities with the title of a partner with unlimited liability, by any of the shareholders controlling the company, members of the Board of Directors, executives with administrative responsibility and their spouses and relatives related by blood or affinity up to the second degree;
15. Informing the shareholders that no liens, pledges or such assurances have been given, or no benefits have been created on behalf of Company's shareholders and third parties, in accordance with the Capital Markets Legislation and the Capital Markets Board's Communiqué on Corporate Governance No II-17.1;
16. Wishes and closing.

**PROXY FORM**  
**LOGO YAZILIM SANAYİ VE TİCARET A.Ş**

I hereby appoint ..... as my proxy authorized to represent me, to vote and make proposals in line with the views I express herein below and sign the required papers at the Ordinary General Assembly Meeting of **LOGO YAZILIM SANAYİ VE TİCARET A.Ş.** to be held on **7 April 2021, Wednesday at 11:00** for the year 2020 at the address of Gebze Organize Sanayi Bölgesi Şahabettin Bilgisu Caddesi No: 609/1 Gebze - Kocaeli /Türkiye.

The Attorney's<sup>1</sup>;

Name Surname/Trade Name:

ID Number/Tax ID Number:

Trade Registry and Number and MERSIS Number:

**SCOPE OF REPRESENTATIVE POWER**

The scope of representative power should be defined after choosing one of the options (a), (b) or (c) in the following sections 1 and 2.

**1. About the Items on the Agenda of the General Assembly:**

- a) The attorney is authorized to vote according to his/her opinion
- b) The attorney is authorized to vote in accordance with the company management
- c) The attorney is authorized to vote in accordance with the following instructions stated in the table.

**Instructions:**

In the event that the shareholder chooses option (c), the shareholder should mark "Accept" or "Reject" options and if the shareholder marks the "Reject" option, then he/she should write the dissenting opinion to be noted down in the minutes of the general assembly.

Agenda Item <sup>2</sup>	Accept	Reject	Dissenting Opinion
1. Opening and election of Chairing Committee and authorization of Chairing Committee for signing the Minutes of the General Assembly Meeting;			
2. Reading and discussion of the Annual Report of the Board of Directors for the fiscal year 2020;			
3. Reading the independent audit report prepared by the Independent Auditor, Pwc Bağımsız Denetim ve Serbest Muhasebeci Mali Müşavirlik Anonim Şirketi;			

<sup>1</sup> Foreign attorneys should submit the equivalent information (if any) mentioned above.

<sup>2</sup> If the minority has another draft resolution, necessary arrangements should be made to enable them to vote by proxy.

<b>Agenda Item<sup>2</sup></b>	<b>Accept</b>	<b>Reject</b>	<b>Dissenting Opinion</b>
<b>4.</b> Reading, discussion and approval of the financial statements of the fiscal year 2020;			
<b>5.</b> Discussion and resolution of the matter concerning the release of the members of the Board of Directors individually, who have performed in the fiscal year 2020, from their liabilities for the operations, proceedings and accounts;			
<b>6.</b> Reading, discussion and approval of the Board of Directors' proposal for distributing dividend for the fiscal year 2020;			
<b>7.</b> Informing the Shareholders about the "Remuneration Policy" with respect to the members of the Board of Directors and the Senior Executives, in accordance with the Communiqué on Corporate Governance No. II-17.1 of the Capital Markets Board;			
<b>8.</b> Determination of remuneration of the members of the Board of Directors for the following fiscal year;			
<b>9.</b> Approval of the appointment of the Independent Audit Firm for the fiscal year 2021, as proposed by the Board of Directors, in accordance with the Capital Markets Board regulations and related legislation;			
<b>10.</b> Informing the General Assembly about the donations made by the Company to foundations and unions for the purpose of social welfare within the fiscal year 2020;			
<b>11.</b> Determination of an upper limit for the grants and donations to be made in the fiscal year 2021 and authorization of the Board of Directors to act within the limits determined relating thereto in accordance with the			

Agenda Item <sup>2</sup>	Accept	Reject	Dissenting Opinion
Capital Markets Board regulations;			
12. Informing the General Assembly about the share buy-back transactions executed during 2020 in accordance with the Company's share buy-back program;			
13. Requesting the General Assembly's approval for the acts and transactions to be executed by the members of the Board of Directors pursuant to Articles 395 and 396 of the Turkish Commercial Code;			
14. Informing the shareholders about any material transactions that may create conflict of interest with the Company or its affiliates and/or about a transaction of commercial nature made on personal account or on behalf of any others that is listed in the commercial activities of the company or of its affiliates or participating to another partnership that is engaged with the same commercial activities with the title of a partner with unlimited liability, by any of the shareholders controlling the company, members of the Board of Directors, executives with administrative responsibility and their spouses and relatives related by blood or affinity up to the second degree;			
15. Informing the shareholders that no liens, pledges or such assurances have been given, or no benefits have been created on behalf of Company's shareholders and third parties, in accordance with the Capital Markets Legislation and the Capital Markets Board's Communiqué on Corporate Governance No II-17.1;			
16. Wishes and closing.			

**No voting on the informative items.**

**2. Special instructions related to other issues that may come up during General Assembly meeting and especially to the use of minority rights:**

- a) The attorney is authorized to vote according to his/her opinion
- b) The attorney is not authorized to vote in these matters
- c) The attorney is authorized to vote for agenda items in accordance with the following instructions.

**SPECIAL INSTRUCTIONS;** Special instructions (if any) to be given by the shareholder to the attorney are stated herein.

**B) The shareholder specifies the shares to be represented by the attorney by choosing one of the following.**

**1. I hereby confirm that the attorney represents the shares specified in detail as follows.**

- a) Order and Serial<sup>3</sup>:
- b) Number / Group<sup>4</sup>:
- c) Amount-Nominal Value:
- d) Share with privileged voting rights or not:
- e) Bearer-Registered<sup>5</sup>:
- f) Ratio of the total shares/voting rights of the shareholder:

**2. I hereby confirm that the attorney represents all my shares on the list, prepared by MKK (Central Registry Agency) the day before the Meeting, concerning the shareholders who could attend the General Assembly Meeting**

**NAME SURNAME OR TITLE OF THE SHAREHOLDER<sup>6</sup>**

Turkish ID Number/Tax ID Number, Trade Register and Number and MERSIS Number:

Address:

**SIGNATURE**

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<sup>3</sup> Such information is not required for the shares which are dematerialized.

<sup>4</sup> For the dematerialized shares, information related to the group (if any) will be given instead of number.

<sup>5</sup> Such information is not required for the shares which are dematerialized.

<sup>6</sup> Foreign shareholders shall submit the equivalent information (if any) mentioned above.