



ATP YAZILIM VE TEKNOLOJİ ANONİM ŞİRKETİ

REMUNERATION POLICY

The Remuneration Policy (“**Policy**”) of ATP Yazılım ve Teknoloji A.Ş. (“**Company**” or “**ATP**”) outlines the principles regarding the remuneration of the Board of Directors and senior executives, taking into account the Company’s long-term goals, pursuant to applicable regulations and the Articles of Association.

The Company complies with Capital Markets Law No. 6362, Turkish Commercial Code No. 6102, capital markets legislation, other applicable codes and regulations on remuneration, ensuring that Corporate Governance principles are applied.

The remuneration of the Board of Directors and senior executives is submitted under a separate agenda item at the general assembly meeting, where the shareholders have the opportunity to express their opinions on the matter. The Remuneration Policy is provided on the corporate website.

The Company may pay a fixed monthly salary/attendance fee to the members of the Board of Directors. This amount is determined at the general assembly meeting.

A fixed salary for all independent Board members is determined at the ordinary general assembly meeting every year.

Dividends, stock options or payment plans based on company performance are not included in the remuneration of the independent Board members, who actively support the Board of Directors on all matters related to the company’s operations. The salaries of the independent Board members are set at a level to preserve their independence.

Independent board members are paid on a pro rata basis, in consideration of the time they have served from their appointment to departure dates.

Senior executives’ salaries consist of two components: fixed and performance-based.

Senior executives’ fixed salaries are determined in alignment with international standards and legal obligations, taking into account macroeconomic data, remuneration policies in the market, the Company’s size and long-term, and the positions of individuals.

Senior executives’ performance-based salaries are calculated according to the bonus base, company performance, and individual performance. These three criteria are briefly explained below:

- **Bonus Base:** Updated annually, bonus base may vary depending on the executive's responsibilities. When determining the bonus base, senior management bonus policies in the market are considered.
- **Company Performance:** Company performance is measured at the end of the respective year according to the realization of the financial and operational targets (including revenues, EBITDA, profitability, customer satisfaction, international overseas activities, productivity, etc.) set at the beginning of each year. When setting such targets, sustained success and year-on-year improvements are key criteria.
- **Individual Performance:** Individual performance involves both company targets and also goals related to employees, clients, processes, technology, and long-term strategy. Individual performance is measured on the basis of sustainable improvements in non-financial aspects over the long term in parallel with company performance.

In the event that senior executives leave the company, they may be entitled to a severance pay based on their tenure, the period they served as senior executives, their contributions, the last target bonus before the date of departure, and the salaries and bonuses they were paid in the last year. Bonus payments may be in cash and/or other benefits to be determined at the discretion of the Board of Directors.

The salaries and all other benefits provided to Board members and executives with administrative responsibilities are publicly disclosed through the annual reports.