

**NET HOLDİNG ANONİM ŞİRKETİ
AND IT'S SUBSIDIARIES
CONSOLIDATED FINANCIAL STATEMENTS
FOR THE INTERIM PERIOD
ENDED AT 30 SEPTEMBER 2025**

*(CONVENIENCE TRANSLATION OF THE REPORT, THE FINANCIAL STATEMENTS
AND THE EXPLANATORY NOTES ORIGINALLY ISSUED IN TURKISH)*

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NET HOLDİNG ANONİM ŞİRKETİ AND ITS SUBSIDIARIES

CONSOLIDATED BALANCE SHEETS AS OF

30 SEPTEMBER 2025 AND 31 DECEMBER 2024

(Amounts expressed in thousand Turkish Lira ("TRY") in terms of the purchasing power of the TRY at 30 September 2025, unless otherwise indicated.)

		Non- Reviewed	<i>Audited</i>
	Footnote References	Current Period 30.09.2025	Prior Period 31.12.2024
ASSETS			
Current Assets			
Cash and Cash Equivalents	7	3.492.618	2.632.909
Trade Receivables		981.024	973.259
<i>Trade receivables from related parties</i>	6	362	638
<i>Trade receivables from other parties</i>	10	980.662	972.621
Other Receivables		607.712	527.218
<i>Other receivables from related parties</i>	6	22.330	6.096
<i>Other receivables from other parties</i>	12	585.382	521.122
Inventories	14	524.773	483.763
Prepaid Expenses	15	601.758	694.553
Assets Relevant to Current Period Taxes	34	1.038.768	1.017.759
Other Current Assets	25	578.815	478.478
TOTAL CURRENT ASSETS		7.825.468	6.807.939
Non Current Assests			
Financial Investments	8	28.869	28.869
Other Receivables		31.297	22.871
<i>Other receivables from related parties</i>	6	14.273	11.124
<i>Other receivables from other parties</i>	12	17.024	11.747
Right of Use Assets	17	3.357.414	3.475.445
Investment Properties	18	24.923.270	24.897.237
Tangible Fixed Assets	19	71.224.997	69.197.564
Intangible Fixed Assets	20	941.291	840.076
Prepaid Expenses	15	384.059	673.566
Deferred Tax Assets	34	108.306	100.672
Other Non-Current Assets	25	-	12.769
TOTAL NON-CURRENT ASSETS		100.999.503	99.249.069
TOTAL ASSETS		108.824.971	106.057.008

The explanatory notes are an integral part of these statements.

NET HOLDİNG ANONİM ŞİRKETİ AND ITS SUBSIDIARIES

CONSOLIDATED BALANCE SHEETS AS OF

30 SEPTEMBER 2025 AND 31 DECEMBER 2024

(Amounts expressed in thousand Turkish Lira ("TRY") in terms of the purchasing power of the TRY at 30 September 2025, unless otherwise indicated.)

		Non- Reviewed	<i>Audited</i>
	Footnote References	Current Period 30.09.2025	Prior Period 31.12.2024
LIABILITIES			
Short term Liabilities			
Short Term Borrowings	9	809.821	603.896
Current Installment of Long Term Financial Borrowings	9	3.492.829	3.400.595
Trade Payables	10	3.793.093	3.199.230
Employee Benefit Liabilities	13	503.605	424.928
Other Payables		672.937	1.171.671
<i>Other payables due to related parties</i>	6	9.640	9.396
<i>Other payables due to other parties</i>	12	663.297	1.162.275
Deferred Income	15	2.399.772	1.014.932
Current Tax Liabilities	34	720.647	519.003
Short Term Provisions		247.445	227.531
<i>Provision for employee benefits</i>	24	247.182	226.498
<i>Other short term provisions</i>	22	263	1.033
TOTAL SHORT TERM LIABILITIES		12.640.149	10.561.786
Long Term Liabilities			
Long Term Borrowings	9	4.287.586	5.073.208
Trade Payables	10	32.591	36.760
Other Payables	12	557.446	416.858
Deferred Income	15	150	138
Long Term Provisions		86.548	64.026
<i>Long term Provision for employee benefits</i>	24	86.548	64.026
Deferred Tax Liabilities	34	19.931.095	20.105.771
TOTAL LONG TERM LIABILITIES		24.895.416	25.696.761
SHAREHOLDERS' EQUITY			
Parent Company's Equity		66.992.556	65.909.850
Paid In Capital	26.1	500.000	500.000
Adjustments of Shareholder's Equity	26.1	10.939.940	10.939.940
Treasury Shares (-)	26.9	(804.179)	(518.272)
Share Premiums (Discounts)	26.2	(433.958)	(433.958)
Accumulated Other Comprehensive Income or Expenses not to be Reclassified on Profit or Loss		31.676.607	31.677.066
<i>Gains / Losses on Revaluation and Remeasurement</i>		31.676.607	31.677.066
<i>Increase / Decrease on Revaluation of Tangible Assets</i>	26.8	31.681.640	31.681.640
<i>Defined Benefit Plans Re-Measurement Gains / (Losses)</i>	26.6	(5.033)	(4.574)
Other Comprehensive Income or Expense To Be Reclassified on Profit or Loss		(275.169)	(456.806)
<i>Foreign Currency Conversion Differences</i>	26.4	(275.169)	(456.806)
Restricted Reserves	26.3	1.160.960	875.053
Retained Earnings or Losses	26.7	22.707.438	20.031.372
Net Profit or Loss for the Period	36	1.520.917	3.295.455
Minority Interests	26.5	4.296.850	3.888.611
TOTAL SHAREHOLDERS' EQUITY		71.289.406	69.798.461
TOTAL LIABILITIES		108.824.971	106.057.008

The explanatory notes are an integral part of these statements.

NET HOLDİNG ANONİM ŞİRKETİ AND ITS SUBSIDIARIES
CONSOLIDATED STATEMENTS OF INCOME
FOR THE INTERIM PERIODS ENDED AT 30 SEPTEMBER 2025 AND 2024
(Amounts expressed in thousand Turkish Lira (“TRY”) in terms of the purchasing power of the TRY at
30 September 2025, unless otherwise indicated.)

		Non- Reviewed Current Period 01.01.- 30.09.2025	Non- Reviewed Prior Period 01.01.- 30.09.2024	Non- Reviewed Current Period 01.07.- 30.09.2025	Non- Reviewed Prior Period 01.07.- 30.09.2024
	Footnote References				
OPERATING ACTIVITIES					
Revenue	27.1	17.647.380	16.361.447	6.579.973	5.814.637
Cost of sales (-)	27.2	(11.628.845)	(11.745.294)	(4.041.481)	(4.789.438)
GROSS PROFIT (LOSS)		6.018.535	4.616.153	2.538.492	1.025.199
General Administrative Expenses (-)	28.1	(1.981.941)	(1.954.377)	(688.729)	(809.494)
Marketing Expenses (-)	28.2	(217.427)	(224.894)	(86.347)	(81.032)
Other Operating Income	30.1	489.391	874.978	79.320	252.054
Other Operating Expenses (-)	30.2	(615.114)	(113.735)	(153.017)	120.853
OPERATING PROFIT (LOSS)		3.693.444	3.198.125	1.689.719	507.580
Investment Activities Income	31.1	32.454	17.337	8.941	(6.280)
Investment Activities Expenses (-)	31.2	(16.933)	(165.001)	(1.220)	(3.079)
OPERATING ACTIVITY PROFIT (LOSS) BEFORE FINANCIAL INCOME (EXPENSE)		3.708.965	3.050.461	1.697.440	498.221
Financial Income	32.1	357.336	1.336.417	113.695	370.093
Financial Expenses (-)	32.2	(3.545.016)	(3.892.321)	(824.591)	(1.070.222)
Monetary Gain/Loss	35	1.859.051	2.290.035	642.050	1.251.970
OPERATING ACTIVITY PROFIT / (LOSS) BEFORE TAXATION		2.380.336	2.784.592	1.628.594	1.050.062
Operating Activity Tax Income / (Expense)		(534.222)	(602.396)	(487.590)	(193.672)
Current Tax (Expense) Income	34	(720.647)	(425.358)	(473.328)	(57.383)
Deferred Tax (Expense) Income	34	186.425	(177.038)	(14.262)	(136.289)
OPERATING ACTIVITY PROFIT / (LOSS) FOR THE PERIOD		1.846.114	2.182.196	1.141.004	856.390
PROFIT (LOSS) FOR THE PERIOD		1.846.114	2.182.196	1.141.004	856.390
Distribution of Profit (Loss) for the Period					
Minority Interests	26.5	325.197	405.181	111.281	6.356
Parent Company's Share	36	1.520.917	1.777.015	1.029.723	850.034
Earnings Per Share		3,04183	3,15143	2,05945	1,50748
Operating activity earning per share		3,04183	3,15143	2,05945	1,50748

The explanatory notes are an integral part of these statements.

NET HOLDİNG ANONİM ŞİRKETİ AND ITS SUBSIDIARIES
CONSOLIDATED STATEMENT OF OTHER COMPREHENSIVE INCOME
FOR THE INTERIM PERIODS ENDED AT 30 SEPTEMBER 2025 AND 2024
(Amounts expressed in thousand Turkish Lira (“TRY”) in terms of the purchasing power of the TRY at
30 September 2025, unless otherwise indicated.)

		Non- Reviewed	Non- Reviewed	Non- Reviewed	Non- Reviewed
		Current Period	Prior Period	Current Period	Prior Period
	Footnote References	01.01.- 30.09.2025	01.01.- 30.09.2024	01.07.- 30.09.2025	01.07.- 30.09.2024
PROFIT (LOSS) FOR THE PERIOD		1.846.114	2.182.196	1.141.004	856.390
OTHER COMPREHENSIVE INCOME (LOSS)					
Not to Be Reclassified on Profit or Loss		(459)	1.274.377	(1.832)	649
Revaluation Increase on Tangible Fixed Assets	19	-	1.662.734	-	-
Gain (Loss) on Remeasurement of Defined Benefit Plans	24	(613)	2.826	(2.442)	818
Taxes in Other Comprehensive Income					
Not to Be Classified to Profit or Loss		154	(391.183)	610	(169)
- Deferred Tax Expense / Income	34	154	(391.183)	610	(169)
To be Reclassified to Profit or Loss		181.637	(330.624)	(68.111)	(42.235)
Foreign Currency Conversion Differences	26.4	181.637	(330.624)	(68.111)	(42.235)
OTHER COMPREHENSIVE INCOME (EXPENSE)		181.178	943.753	(69.943)	(41.586)
TOTAL COMPREHENSIVE INCOME (EXPENSE)		2.027.292	3.125.949	1.071.061	814.804
Distribution of Total Comprehensive Income / (Expense)		2.027.292	3.125.949	1.071.061	814.804
Minority Interest		325.197	405.181	111.281	6.356
Parent Company's Shares		1.702.095	2.720.768	959.780	808.448

The explanatory notes are an integral part of these statements.

NET HOLDİNG ANONİM ŞİRKETİ AND ITS SUBSIDIARIES
CONSOLIDATED STATEMENT OF CHANGES IN EQUITY
FOR THE INTERIM PERIOD ENDED AT 30 SEPTEMBER 2025 AND 2024

(Amounts expressed in thousand Turkish Lira (“TRY”) in terms of the purchasing power of the TRY at 30 September 2025, Unless otherwise indicated.)

					Other Comprehensive Retained Earnings Not to be Reclassified to Profit or Loss	Other Comprehensive Retained Earnings to be Reclassified Under Profit or Loss			Retained Earnings				
	Paid in Capital	Adjustment of Shareholders' Equity	Treasury Shares	Share Premiums (Discounts)	Revaluation of Tangible Fixed Assets	Gain/(Losses) on Remeasurements on Defined Benefit Plans	Foreign Currency Conversion Differences	Restricted Reserves	Retained Earnings or Losses	Net Profit/(Loss) for the Period	Parent Company's Equity	Minority Interests	Total Shareholder's Equity
PRIOR PERIOD													
Balances at 01.01.2024 (Beginning of the Period)	563.876	12.268.384	(1.909.789)	(433.958)	30.335.008	(5.759)	(350.652)	2.266.570	13.774.383	4.039.055	60.547.118	3.953.641	64.500.759
Transfers	-	-	-	-	(1.542.337)	-	-	-	5.581.392	(4.039.055)	-	-	-
Subsidiaries Related to Share Changes not to Result in a Loss of Control	-	-	-	-	-	-	-	-	(269.778)	-	(269.778)	269.778	-
Dividend Shares	-	-	-	-	-	-	-	-	-	-	-	(183.473)	(183.473)
Total Comprehensive Income/(Expense)	-	-	-	-	1.271.990	2.387	(330.624)	-	-	1.777.015	2.720.768	405.181	3.125.949
Profit (Loss) for the Period	-	-	-	-	-	-	-	-	-	1.777.015	1.777.015	405.181	2.182.196
Other Comprehensive Income (Expense)	-	-	-	-	1.271.990	2.387	(330.624)	-	-	-	943.753	-	943.753
Balances at 30.09.2024 (End of the Period)	563.876	12.268.384	(1.909.789)	(433.958)	30.064.661	(3.372)	(681.276)	2.266.570	19.085.997	1.777.015	62.998.108	4.445.127	67.443.235
CURRENT PERIOD													
Balances at 01.01.2025 (Beginning of the Period)	500.000	10.939.940	(518.272)	(433.958)	31.681.640	(4.574)	(456.806)	875.053	20.031.372	3.295.455	65.909.850	3.888.611	69.798.461
Transfers	-	-	-	-	-	-	-	-	3.295.455	(3.295.455)	-	-	-
Subsidiaries Related to Share Changes not to Result in a Loss of Control	-	-	-	-	-	-	-	-	(355.148)	-	(355.148)	355.148	-
Acquisition or Disposal of Subsidiaries	-	-	-	-	-	-	-	-	21.666	-	21.666	(58.270)	(36.604)
Dividend Distribution to Minorities	-	-	-	-	-	-	-	-	-	-	-	(213.836)	(213.836)
Increase (Decrease) from Treasury Shares	-	-	(285.907)	-	-	-	-	285.907	(285.907)	-	(285.907)	-	(285.907)
Total Comprehensive Income/(Expense)	-	-	-	-	-	(459)	181.637	-	-	1.520.917	1.702.095	325.197	2.027.292
Profit (Loss) for the Period	-	-	-	-	-	-	-	-	-	1.520.917	1.520.917	325.197	1.846.114
Other Comprehensive Income (Expense)	-	-	-	-	-	(459)	181.637	-	-	-	181.178	-	181.178
Balances at 30.09.2025 (End of the Period)	500.000	10.939.940	(804.179)	(433.958)	31.681.640	(5.033)	(275.169)	1.160.960	22.707.438	1.520.917	66.992.556	4.296.850	71.289.406

The explanatory notes are an integral part of these statements.

NET HOLDİNG ANONİM ŞİRKETİ AND ITS SUBSIDIARIES
CONSOLIDATED STATEMENTS OF CASH FLOW
FOR THE INTERIM PERIODS ENDED AT 30 SEPTEMBER 2025 AND 2024
(Amounts expressed in thousand Turkish Lira (“TRY”) in terms of the purchasing power of the TRY at
30 September 2025, unless otherwise indicated.)

		Non- Reviewed Current Period 01.01.- 30.09.2025	Non- Reviewed Prior Period 01.01.- 30.09.2024
A. CASH FLOW FROM OPERATING ACTIVITIES		5.101.225	7.196.705
Current Period Profit (Loss)		1.846.114	2.182.196
Operating Activity Profit / (Loss)		1.846.114	2.182.196
Corrections to the Period Net Profit (Loss) Reconciliation		747.160	4.267.518
Adjustments of Amortization and Depreciation Expense	17-19-20	2.883.142	4.126.860
Impairment/Cancellation Corrections		-	69
-Corrections Related to Impairment (Cancellation) of Receivables	28.1	-	69
Adjustments Related to Provisions		41.977	90.897
-Adjustments Related to Benefits Provided to Employees (Cancellation)	24	42.747	91.137
-Adjustment For Other Provisions	22	(770)	(240)
Adjustment for Interest (Income) and Expenses		(15.453)	(10.953)
-Deferred Financial Expenses From Forward Purchases	30.1	(86.271)	(69.403)
-Unearned Financial Income from Future Sales	30.2	70.818	58.450
Adjustments for tax payments/returns	34	(203.320)	1.328.708
Monetary Gain/Loss	35	(1.959.186)	(1.268.063)
Changes in Working Capital		2.520.142	526.298
Decrease (Increase) in Financial Investments	8	(5.853)	(5.037)
Adjustments for Increase/Decrease in Inventories	14	(41.010)	(14.039)
Adjustments for Increase/Decrease in Trade Receivables		(275.901)	(266.480)
- Decrease in Trade Receivables from Related Parties (Increase)	6	147	10.640
- Decrease in Trade Receivables from Other Parties (Increase)	10	(276.048)	(277.120)
Adjustments for increase/decrease in other receivables related to the operations		(385.018)	(319.009)
- Increase (Decrease) in Other Receivables Related to Activities to Related Parties	6	(22.873)	(7.424)
- Increase (Decrease) in Other Receivables Related to Activities to Other Parties	12	(362.145)	(311.585)
Decrease (increase) in prepaid expenses	15	382.302	(966.119)
Adjustments for Increase/Decrease in Trade Payables	10	1.332.030	1.281.537
Increase (Decrease) in Borrowings Under the Benefits Provided to Employees	13	164.827	195.908
Adjustments for increase/decrease in other payables related to the operations		(36.087)	290.849
- Increase (Decrease) in Other Payables Related to Activities to Related Parties	6	2.149	542
- Increase (Decrease) in Other Payables Related to Activities to Other Parties	12	(38.236)	290.307
Increase (decrease) in deferred income	15	1.384.852	328.688
Cash Flows from Operations		5.113.416	6.976.012
Dividends Paid		(213.836)	(183.473)
Tax Payments/Refunds	34	201.645	404.166

The explanatory notes are an integral part of these statements.

NET HOLDİNG ANONİM ŞİRKETİ AND ITS SUBSIDIARIES
CONSOLIDATED STATEMENTS OF CASH FLOW
FOR THE INTERIM PERIODS ENDED AT 30 SEPTEMBER 2025 AND 2024
(Amounts expressed in thousand Turkish Lira (“TRY”) in terms of the purchasing power of the TRY at
30 September 2025, unless otherwise indicated.)

		Non- Reviewed Current Period 01.01.- 30.09.2025	Non- Reviewed Prior Period 01.01.- 30.09.2024
	Footnote References		
B.CASH FLOW FROM INVESTMENT ACTIVITIES		(4.739.353)	(9.220.003)
Cash Inflow From Sales of Tangible and Intangible Asset		14.614	791.436
- Cash Inflow from Sales of Tangible Asset	19	14.614	790.722
- Cash Inflow from Sales of Intangible Asset		-	714
Cash Outflow From Purchasing of Tangible and Intangible Asset		(4.598.308)	(10.142.751)
- Cash Outflow From Purchasing of Tangible Asset	19	(4.489.956)	(10.032.725)
- Cash Outflow From Purchasing of Intangible Asset	20	(108.352)	(110.026)
Cash Inflows Arising from the Sale of Investment Property	18	-	5.692
Cash outflows from the purchase of other long-term assets		(26.033)	-
Cash inflows resulting from the sale of other long-term assets	17	-	1.674.434
Cash Outflows from Purchases of Other Long-Term Assets	17	(129.626)	(1.548.814)
C. CASH FLOWS FROM FINANCING ACTIVITIES		1.030.438	1.872.852
Cash outflows arising from changes in partnership shares that do not lead to loss of control in subsidiaries		(36.604)	-
Cash Inflows from the Issuance of Shares and Other Equity-Based Instruments		(285.907)	-
Cash Inflows/Outflows Related to Debt Payments		2.391.319	3.111.928
- Cash Inflows from Loans	9	4.762.727	6.100.411
- Cash Outflows on Loan Repayments	9	(2.371.408)	(2.988.483)
Interest Paid	32.2	(1.237.890)	(1.430.164)
Interest Received	32.1	199.520	191.088
NET INCREASE/DECREASE IN CASH AND CASH EQUIVALENTS BEFORE THE EFFECT OF FOREIGN CURRENCY CONVERSION DIFFERENCES (A+B+C)		1.392.310	(150.446)
D. THE EFFECT OF FOREIGN CURRENCY CONVERSION DIFFERENCES ON CASH AND CASH EQUIVALENTS	26.4	1.194	(192.158)
NET INCREASE/DECREASE IN CASH AND CASH EQUIVALENTS (A+B+C+D)		1.393.504	(342.604)
E. CASH AND CASH EQUIVALENTS AT THE BEGINNING OF THE PERIOD	7	2.632.909	3.701.813
F. INFLATION EFFECT ON CASH AND CASH EQUIVALENTS		(533.795)	(1.091.160)
CASH AND CASH EQUIVALENTS AT THE END OF THE PERIOD (A+B+C+D+E+F)	7	3.492.618	2.268.049

The explanatory notes are an integral part of these statements.

NET HOLDİNG ANONİM ŞİRKETİ AND ITS SUBSIDIARIES

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

FOR THE INTERIM PERIOD ENDED AT 30 September 2025

(Amounts expressed in thousand Turkish Lira (“TRY”) in terms of the purchasing power of the TRY at 30 September 2025, unless otherwise indicated.)

1. ORGANIZATION AND NATURE OF ACTIVITIES

Net Holding Anonim Şirketi (referred as Parent Company) was established in Istanbul on 05 January 1981 as a joint venture taking part in the management and auditing of the companies operating in tourism and other sectors; providing consultancy about financing, investment, organization, marketing and sales. Parent Company holds control of several companies, operating mainly in domestic and foreign tourism sectors. Summarized information for the subsidiaries of the Parent Company is presented in Note 4.

Well known individual shareholder of Parent Company is Besim Tibuk and he is Chairman of Board of Directors.

Net Holding Anonim Şirketi and its subsidiaries will be referred as “Net Group”.

For the period ended at 30 September 2025, Net Group has average of 7.722 employees (01 January - 31 December 2024: 7.134).

As of 30 September 2025 and 31 December 2024 shareholding structure of Net Holding Anonim Şirketi is as following;

	30.09.2025	31.12.2024
Net Holding Anonim Şirketi	7,72%	6,45%
Public held shares and other shareholders	92,28%	93,55%
Total	100,00%	100,00%

As of report date, the registered address of the Net Holding Anonim Şirketi is as following;

Etiler Mahallesi Bade Sokak
No:9 Etiler, Beşiktaş / İstanbul

NET HOLDİNG ANONİM ŞİRKETİ AND ITS SUBSIDIARIES

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

FOR THE INTERIM PERIOD ENDED AT 30 September 2025

(Amounts expressed in thousand Turkish Lira (“TRY”) in terms of the purchasing power of the TRY at 30 September 2025, unless otherwise indicated.)

2. BASIS OF THE CONSOLIDATED FINANCIAL STATEMENTS

2.a. Basis of Presentation

Compatibility Statement

Net Group prepares their statutory financial statements in accordance with the principles of CMB, Turkish Commercial Code and Tax Legislation and the Uniform Chart of Accounts issued by the Ministry of Finance and presents in Turkish Liras (“TRY”). The financial statements of company have been prepared in accordance with the communiqué numbered II-14, 1 “Communiqué on the Principles of Financial Reporting In Capital Markets” (the Communiqué”) announced by the Capital Markets Board (“CMB”) (here in after will be referred to as “the CMB Reporting Standards”) on 13 June 2013 which is published on Official Gazette numbered 28676 and required adjustments and reclassifications are reflected.

The consolidated financial statements and explanatory notes have presented according the new formats and obligatory information decelerated by Capital Market Board on 07 June 2013. In addition, the accompanying consolidated financial statements have been presented in accordance with the 2024 IFRS Taxonomy developed by POA and published on 03 July 2024.

Consolidated financial statements are approved by the Board of Directors and granted authority to publish on 19 November 2025. With no intention, the Board of Directors and some regulative agencies have the right to change the financial statements that were prepared according to legal regulations after they have been published.

Functional and Presentation Reporting Currency ve Financial Rolling Levels of Amounts Presented in Tables

The consolidated financial statements dated 30 September 2025 and the interim period financial statements for comparison purpose, in the accompanying consolidated statements are prepared in terms of thousand Turkish Lira (“TRY”). The financial information given in TRY has been rounded to the nearest full thousand TRY value.

The Preparation of Financial Statements

The condensed consolidated financial statements and disclosures have been prepared in accordance with the communiqué numbered II-14,1 “Communiqué on the Principles of Financial Reporting In Capital Markets”(the Communiqué”) announced by the Capital Markets Board (“CMB”) (hereinafter will be referred to as “the CMB Reporting Standards”) on 13 June 2013 which is published on Official Gazette numbered 28676. In accordance with article 5th of the CMB Reporting Standards, companies should apply Turkish Accounting Standards/Turkish Financial Reporting Standards and interpretations regarding these standards as adopted by the Public Oversight Accounting and Auditing Standards Authority of Turkey (“POA”). In addition the Group financial statements and explanatory notes are presented in accordance with the formats announced by the CMB at 07 June 2013, including the compulsory disclosures. In addition, the accompanying consolidated financial statements have been presented in accordance with the 2024 IFRS Taxonomy developed by POA and published on 03 July 2024.

Standard Accounting Policy

Consolidated financial statements are prepared by adopting standard accounting policy for similar transactions and other transactions within the similar circumstances. If similar transactions are booked different than in other company’s financial statements subject to consolidation, in the course of the preparation of consolidated financial statements, they are adjusted as of necessity.

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Financial statements of the company have been prepared by adopting standard accounting policy for similar transactions and other transactions within the similar circumstances. The similar transactions are booked different in booking of subsidiaries company than in parent company’s financial statements subject to consolidation with equity pick-up, in the course of the preparation of consolidated financial statements, they have been adjusted accordingly to make the accounting policy uniform

Assumption of Continuity of Business

The accompanying consolidated financial statements have been prepared assuming that the Net Group will continue to generate benefit from its assets and fill its liabilities in the following year under the natural course of its activities based on the assumption of continuity of business.

Translation of Financial Statements of Subsidiaries that are Active in Foreign Countries

The financial statements of subsidiaries that are active in foreign countries are prepared by the regulations of residing country and organized by reflection of required adjustments and reclassifications in order to be convenient to the accounting policy of consolidated financial statements of Net Group. The assets and liabilities of Foreign Subsidiaries are converted to Turkish Lira with the balance sheet date foreign exchange rate. The income and expenses of Foreign Subsidiaries are converted to Turkish Lira with average foreign exchange rate. The foreign exchange differences occurred after the re-conversion of beginning net asset and using average foreign exchange rate; pursued under foreign currency conversion account.

2.b. Changes in Accounting Policies

A company only could change its accounting policy under following circumstances;

- If a Standard or Interpretation makes it necessary or,
- If the change make effect of operations or incidents on financial position and performance or cash flows more appropriate and reliable.

Financial statements have to be comparable to see trends in financial position of companies, performance and cash flows for user of financial statements. This is why, if the change is not granting one of above conditions, each and fiscal interim periods has to be applied same accounting policy.

Changes in accounting policies or accounting errors are applied retrospectively and the consolidated financial statements of the comparative period are restated. If estimated changes in accounting policies are for only one period, changes are applied on the current year but if the estimated changes are for the following periods, changes are applied both on the current and following years prospectively.

Changes in Accounting Estimates and Errors

The accompanying financial statements necessitate that some predictions about income and expenses regarding possible assets and liabilities in the financial statements prepared by group management to be compatible with statements required by Capital Market Board. Realized amounts can differ from the predictions. These predictions are observed regularly and reported periodically in income statements. Changes in accounting estimates and errors explained in title of ‘Comparative Information and Previous Periods Adjustments’.

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Comments which may be reflected in financial statements and the balance sheet date amounts have a significant impact on the judgments of important assumptions, estimates and evaluations made by considering the main sources are as following:

Provision for doubtful receivables

Provision for doubtful receivables is an estimated amount that management of Net Group believes to reflect for possible future losses on existing receivables that have collection risk due to current economic conditions. During the impairment test for the receivables, the debtors, other than the key accounts and related parties, are assessed with their year performances, their credit risk in the current market, their performance after the balance sheet date up to the issuing date of the financial statements and furthermore, the renegotiation conditions with these debtors are considered. As of balance sheet date, provisions for doubtful receivables are reflected in note 10 and 12.

Diminution in value of inventories

As for the diminution in value of inventories, all inventories are subjected to review and their usage possibility Ascertained on the basis of the opinion of the technical personnel; provisions are set aside for items expected not to have usage possibility. Calculation of net realizable values of stock is based on selling prices as disclosed by selling price lists after deduction of average discounts given during the year and selling expenses to be incurred for the realization of stocks. If the net realizable value of any inventory falls under its cost price appropriate provisions are accordingly set aside (Note 14).

Deferred finance income/expense

In calculating the cost of trade receivables and payables, which are amortized by using effective interest method, expected collection and payment terms are taken into consideration according to the available data on receivables and payables.

Long term VAT deductible

Net Group classifies its VAT receivables which are expected to be offsetted or utilized over twelve months as non-current assets, where as the remaining is classified as current asset (Note 25).

Useful lives of tangible and intangible fixed assets

On Net Group assets' depreciation, in 2.d note taking into account also separates the useful lives. Information on useful lives explained in 2.d note.

Fair value measurement for the land and buildings

Expertise reports, which has been prepared by Arz Taşınmaz Değerleme ve Danışmanlık Anonim Şirketi which has been accredited by Capital Markets Board, has been used during to fair value determination process on the land and buildings within the scope of IAS 16 and on the investment properties within the scope of IAS 40 (Note 18 and 19).

Distinguishing between property, plant and equipment - investment property

Net Group classifies its real estate as investment property, which it does not use in its production / service activities.

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Provisions for litigation

Provision for litigations, and in case it results that the probability of cases involving legal and real-life views with the Net Group evaluated. Net Group Management's best estimates using available explanations on the pleading is deemed necessary by note 22.

Provision for severance pay

The retirement benefit obligation, the discount rates, future salary increases and employee turnover rates are determined by actuarial calculations based on assumptions. This is due to the long-term plans that include significant uncertainties. Provisions for employee benefits include details in note 24.

Deferred tax

Net Group financial statements of tax legislation with the differences between financial statements prepared in accordance with IFRS, deferred tax assets and liabilities arising from temporary differences are accounted. These differences usually with some amount of tax revenue and expenses in different reporting periods due to the financial statements prepared under IFRS. Allowable losses the Net Group's future profits from unused tax losses, investment allowances and other deductible temporary differences and deferred tax assets are located. Partially or fully recoverable amount of deferred tax assets have been estimated in the present circumstances. During the assessment, the future profit projections, current periods, losses, unused tax losses and other assets are taken into account last used dates. As a result of the evaluations, as of 30 September 2025 tax credits on temporary differences arising from foreseeable and the right to tax deductions under the tax laws that could continue to be utilized within the period agreed to be part of the deferred tax assets was estimated and accounted. Details of the calculation of deferred tax on the balance sheet date are in note 34.

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Financial Reporting in High Inflation Economies

With the announcement made by the Public Oversight Accounting and Auditing Standards Authority (KGK) 23 November 2023, enterprises implementing IFRS have started to implement inflation accounting in accordance with IAS 29 Financial Reporting Standard in High Inflation Economies as of their financial statements for the annual reporting period ending on or after 31 December 2023.

IAS 29 is applied to the financial statements, including consolidated financial statements, of enterprises whose current currency is the currency of a high-inflation economy.

In accordance with this standard, financial statements prepared on the basis of the currency of a high-inflation economy are prepared in the purchasing power of this currency on the balance sheet date. For comparison purposes in the financial statements of the previous period, comparative information is expressed in terms of the current unit of measurement at the end of the reporting period. Therefore, the Group has submitted its consolidated financial statements as of 31 December 2024 on a purchasing power basis as of 30 September 2025.

Pursuant to the CMB's decision dated 28 December 2023 and numbered 81/1820, it has been decided that issuers and capital market institutions subject to financial reporting regulations applying Turkish Accounting/Financial Reporting Standards will implement inflation accounting by applying the provisions of IAS 29, starting from their annual financial reports for the accounting periods ended as of 31 December 2023.

The revisions made pursuant to IAS 29 were made using the correction coefficient obtained from the Consumer Price Index ("CPI") in Turkey published by the Turkish Statistical Institute ("TurkStat"). As of 30 September 2025, the indices and correction coefficients used in the adjustment of the consolidated financial statements are as follows:

Date	Index	Adjustment coefficient	Three-Year Compound Inflation Rate
30.09.2025	3.367,22	1,0000	222%
31.12.2024	2.684,55	1,2543	291%
30.09.2024	2.526,16	1,3329	343%

The main elements of the Group's adjustment process for financial reporting in hyperinflationary economies are as follows:

- Current period consolidated financial statements prepared in TRY are expressed in terms of the purchasing power at the balance sheet date, and amounts from previous reporting periods are also adjusted and expressed in terms of the purchasing power at the end of the reporting period.
- Monetary assets and liabilities are not adjusted as they are already expressed in terms of the current purchasing power at the balance sheet date. In cases where the inflation-adjusted values of non-monetary items exceed their recoverable amount or net realizable value, the provisions of IAS 36 "Impairment of Assets" and IAS 2 "Inventories" are applied, respectively.
- Non-monetary assets and liabilities and equity items that are not expressed in terms of the current purchasing power at the balance sheet date have been adjusted using the relevant adjustment coefficients.
- All items in the statement of comprehensive income, except for the non-monetary items in the statement of financial position that have an impact on the statement of comprehensive income, have been restated by applying the multiples calculated over the periods in which the income and expense accounts were initially recognized in the financial statements.
- The effect of inflation on the Group's net monetary asset position in the current period is recorded in the monetary gain/loss account in the consolidated income statement.

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New and Revised Standards and Interpretations

The accounting policies used in the preparation of the consolidated financial statements for the accounting period ended 30 September 2025 have been applied in a manner consistent with those used in the previous year, except for the new and amended IFRS and IFRS interpretations effective as of 01 January 2025 which are summarized below.

a) New standards, amendments and interpretations effective from 01 January 2025:

- IAS 21 Amendments – Lack of fungibility

b) Standards that have been published but have not entered into force and have not been implemented early:

The new standards, interpretations and amendments that have been published as of the date of approval of the Consolidated Financial Statements but have not yet entered into force for the current reporting period and have not been implemented by the Group early are as follows. Unless otherwise stated, the Group will make any necessary changes to its consolidated financial statements and footnotes after the new standards and interpretations come into effect.

- IFRS 10 and IAS 28 Amendments: Asset Sales or Contributions by the Investor Entity to the Subsidiaries or Joint Venture
- IFRS 17 – New Standard for Insurance Contracts
- IFRS 18 – New Standard for Presentation and Disclosure in Financial Statements

c) Changes published by the International Accounting Standards Organization (IASB) but not published by the UPS

The following two amendments to IFRS 9 and IFRS 7 and the Annual Improvements to IFRS Accounting Standards and IFRS 18 and IFRS 19 Standards have been published by IASB but have not yet been adapted/published by POA to IFRS. For this reason, they do not form part of IFRS. The Group will make the necessary changes to its consolidated financial statements and footnotes after this Standard and the amendments come into force in the IFRS.

- IFRS 10 and IAS 28 Amendments: Asset Sales or Contributions by the Investor Entity to the Subsidiaries or Joint Venture
- IFRS 17 – New Standard for Insurance Contracts
- Amendments to IFRS 9 and IFRS 7 – Classification and Measurement of Financial Instruments
- Annual Improvements to IFRS Accounting Standards – Volume 11
- Amendments to IFRS 9 and IFRS 7 – Contracts on Electricity Generated from Natural Sources
- IFRS 18 – New Standard for Presentation and Disclosure in Financial Statements
- IFRS 19 – New Non-Public Accountability: Disclosures Standard

The possible effects of these standards, amendments and improvements on the Group's financial position and performance are evaluated.

Comparative Information and Restatement of Prior Period Financial Statements

Net Group's financial statements are prepared comparatively with the prior period in order to enable the determination of the financial position and performance trends. Comparative information is reclassified when necessary to conform to the presentation of the current period financial statements.

Except for the changes below, Net Group has applied consistent accounting policies in its financial statements for the periods presented and there are no significant changes in accounting policies and estimates in the current period.

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2.c. Basis of Consolidation

The companies are subject to “Complete Consolidation Method” if directly or indirectly 50% or more than 50% of their shares or over 50% of their voting rights or the controlling rights regarding to companies’ operations are belonging to the Parent Company. Parent Company has controlling rights if it is able to govern the financial and operating policies of an enterprise so as to benefit from its activities. The companies which have continuous relationship on management and power to govern Parent Company’s policies and/or which have direct or indirect capital and management relationship or which have voting share of Parent Company between the rates 20-50% are accounted by using equity pick-up method.

Principles of complete consolidation

The principles of consolidation followed in the preparation of the accompanying financial statements are as follows:

- The financial statements of the consolidated subsidiaries have been equipped according to the accounting principles of the Parent Company.
- The share of the Parent Company in the shareholders equity of subsidiaries is eliminated from the financial of subsidiaries these are adjusted according to the accounting principles of financials of the Parent Company.
- All significant intercompany transactions and balances between the Parent Company and the subsidiaries have been comparatively eliminated.
- The minority part of shareholders’ equity including paid capital of the companies subject to consolidation is classified as “Minority Interest” in accompanying financial statement.
- The balance sheet and income statement of the subsidiaries are consolidated on a line by line basis, and the carrying value of the investment held by the Parent Company is eliminated against the related shareholders’ equity accounts.
- The income statements of the Parent Company and the subsidiaries are consolidated a line by line basis and the transaction between companies are eliminated mutually. Consolidation of income statements of subsidiaries held in an audit period are based on the investment date and the items after the holding date are included.
- The portion of the third parties other than consolidated companies in the net income or losses of the subsidiaries are classified as “Minority Interest” in the income statements.

Equity Pick-up Method

The participations of the Parent Company, are carried at cost, restated, then eliminated with the shareholders’ equity of the participations which are restated in accounting policies of the Company, the difference occurred from previous years are booked in “Previous Period Expenses and Losses or Previous Period Income and Profit”, current differences are booked in “Other Operating Income and Profit or Other Operating Expenses and Losses”.

The equities of foreign subsidiaries companies subject to equity pick-up method are converted to Turkish Lira with the exchange rate of balance sheet date.

If the share of the parent company in the loss of participation is more or equal to the cost of the participation, it is stated with participation fee.

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Offsetting

Financial assets and liabilities are offset and the net amount is reported in the consolidated balance sheet when there is a legally enforceable right to set-off the recognized amounts and there is an intention to settle on a basis, or realize the asset and settle the liabilities simultaneously.

2.d. Summary of Significant Accounting Policies

Revenue

Net Group's sales revenues consist of “hotel accommodation, hotel food and beverage, casino management, car and parking rental, newspaper, book and stationery sales revenue”.

Net Group has started to use the five-stage model below to recognize revenue in accordance with IFRS 15 “Revenue Standard from Customer Contract” which has been effective as of 01 January 2018.

- Identification of contracts with customers
- Identification of performance obligations in contracts
- Determining the transaction price in contracts
- Operation
- Revenue recognition

According to this model, the goods or services undertaken in each contract with the customers are evaluated and each commitment to transfer the goods or services is determined as a separate performance obligation. Then, it is determined whether the performance obligations will be fulfilled in time or at a certain time. If Net Group transfers the control of a good or service over time and thus fulfills the performance obligations related to the sales in time, it measures the progress of the fulfillment of the performance obligations in full and takes the proceeds to the consolidated financial statements.

Revenue related to performance obligations, such as goods or service transfer commitments, is recognized when customers are in control of the goods or services.

Net Group evaluates the transfer of control of the goods or services sold to the customer,

- a) Net Group's right to collect goods or services,
- b) the customer's possession of the legal property of the goods or services,
- c) transfer of the possession of the goods or services,
- d) the ownership of significant risks and rewards arising from the ownership of the goods or services by the customer,
- e) take into account the conditions for the customer to accept the goods or services.

Net Group, at the beginning of the contract, the customer's commitment to the date of the transfer of the goods or services and the time that the customer between the date of payment of such goods or services will be less than a year or less, the cost of the promised cost does not correct for the effect of an important financing component. On the other hand, if there is an important financing element within the proceeds, the revenue value is determined by discounting the future collections with the interest rate within the financing element. The difference is recognized as other income from operating activities on an accrual basis.

Interest Income

Estimated cash additions will be obtained with remaining capital balance and related financial asset. Interest income is accrued in proportion as effective interest rate which reduces estimated cash addition to recorded value of the asset in corresponding period.

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Interest income and foreign exchange gains on trade transactions are accounted as other income from operating activities.

Dividend income from equity investments is reflected to the consolidated financial statements when the shareholders' right to receive dividends arises. Dividend payables are recognized in the consolidated financial statements as a part of the profit distribution after the approval of the General Assembly.

Inventories

Inventories, valued at the lower of cost or net realizable value. Cost is determined by the weighted average cost method. Net realizable value is obtained, according to the subscription of estimated completion cost and estimated costs which are installed in order to realize the sale from estimated selling price, in ordinary trade activity.

The allowance for decrease in value of inventories degrade inventories to net realizable value and losses about the inventories are recognized as expense during the formation of degrade and losses. Allowance for decrease in value of inventories reversed because of the increase of realizable value, recognized to reduce the accrued selling cost in the reverse period. As of every financial statement period, net realizable value is reviewed once again. The provision for losses is reversed in the case of either the conditions causing to degrade the inventories' net realizable value lose validity or changing economic conditions forming an increase in net realizable value is proved (reversed amount is limited with the previous impairment amount).

As of 30 September 2025 and 31 December 2024, there is no inventory which is given on consignment to non-associated firms.

Right of Use Assets

Net Group accounts for the right to use assets at the date the financial leasing contract begins (for example, at the date that the asset is available for use). Right to use assets are calculated by deducting accumulated depreciation and impairment losses from the cost value. In the case of revaluation of financial leasing debts, this figure is also corrected.

The cost of the right to use includes:

- (a) the first measurement of the lease obligation, the amount obtained by deducting all rental incentives received from all lease payments made at or before the date of the lease,
- (b) the amount obtained by deducting all lease incentives received from all lease payments made on or before the effective date of the lease, and
- (c) all initial direct costs incurred by the Net Group

As long as the transfer of the ownership of the underlying asset to Net Group is not finalized in a reasonable manner, Net Group depreciates the right to use it from the effective date of the lease to the end of the useful life of the underlying asset. Use rights assets are subject to impairment assessment.

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Lease Obligations

Net Group measures the lease liabilities on the present value of the lease payments that have not been paid at the date of the rental.

Lease payments included in the measurement of the lease liabilities at the date the lease is commenced shall consist of the following payments to be made for the right of use during the lease term of the underlying asset and which have not been paid on the date when the lease is actually started:

- (a) Fixed payment,
- (b) Variable rent payments based on an index or rate using an index or rate at the time the initial measurement is actually started,
- (c) Amount expected to be paid by Net Group under residual value commitments
- (d) If the Net Group is reasonably confident that it will use the purchase option, the use price and
- (e) If the rental period indicates that the Net Group will use an option to terminate the lease, the penalty for termination of the lease.

Variable lease payments that are not linked to an index or rate are recognized as an expense in the period when the event or condition that triggered the payment occurred. Net Group, the revised discount rate for the remaining part of the rental period, the ratio of the implied interest rate in the lease can be easily determined as; If it cannot be determined easily, Net Group determines the alternative borrowing interest rate at the date of re-evaluation.

Net Group, as of the date of the lease's actual start, measures the lease liabilities as follows:

- (a) Increases the carrying amount to reflect the interest on the lease, and
- (b) Reduces the book value to reflect the lease payments made.

In addition, if there is a change in the lease term, a change in fixed lease payments, or an evaluation of the option to purchase a underlying asset, the value of the lease obligations is remeasured.

Short-term rentals and leases where the underlying asset is low-value

Net Group applies the short-term lease registration exemption to short-term machinery and equipment and low-value real estate lease agreements (i.e., assets with a rental period of 12 months or less starting from the start date and which do not have a purchase option). At the same time, it applies the exemption for the recognition of lower-value assets to the fixed assets, which are considered to be of low value. Short-term lease agreements and leases of lower-value assets are accounted for as expense on a straight- line basis over the term of the lease.

Tangible fixed assets

Tangible fixed assets (except lands, buildings, machineries, plants and equipments) are carried at cost, restated by deduction of the yearly accumulated depreciation. Depreciation is provided on the acquired values of property, plant and equipment on a straight-line method starting from the acquirement date. Land is considered as limitless useful life, so it is not subject to depreciation.

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As of 30 December 2024, lands and buildings of the Net Group are revalued at fair value and reflected in the consolidated financial statements according to the Expert Appraisal Reports which are prepared by 1A Grup Gayrimenkul Değerleme ve Danışmanlık Anonim Şirketi that is approved by the Capital Market Board.

The revaluation frequency depends on the differences of the realistic values of tangible fixed assets.

If a net book value of an asset increases during the revaluation, this increase will be recognized at other comprehensive income and allocated under revaluation value increase directly in the owners' equity account. However a revaluation value increase can only be recognized as the same amount of value decrease occurred from profit or loss for the same asset.

If a net book value of an asset decreases during the revaluation, this decrease recognized as expense. However this decrease can only be recognized as much as all kinds of credit balance about this asset in the revaluation surplus. The subjected decrease recognized in other comprehensive income, decreases the amount accumulated in owners' equity under revaluation surplus.

The depreciation ratios of tangible fixed assets are as follows:

Buildings	2 – 4%
Infrastructure and land improvements	10 – 20%
Machinery and equipments	6 – 20%
Vehicles	10 -20%
Furniture and fittings	2 – 20%
Leasehold improvements	Rent period

Repair and maintenance expenditure related to tangible fixed assets entered as expense when it is incurred. Expenditures determined to increase economic lives of tangible fixed assets are capitalized and depreciated along with the fixed assets.

Intangible assets

Crypto Assets

Crypto assets include purchased crypto currencies intangible assets. “Crypto assets”, which meet the definition of identifiable non-monetary assets with no physical characteristics, are considered within the scope of intangible assets and are not subject to depreciation since their useful life is considered indefinite. Crypto assets have the ability to be separated from the business, divided, transferred, sold, exchanged, and are accounted for at cost on the first recognition date, compared with the market price as of the balance sheet date and valued at the lower of the market price and acquisition cost. The difference is reclassified to "expense from investment activities" as provision for impairment and subsequent increases in value are recognized in income from investing activities until the crypto assets reach their cost value after deducting impairment losses. Differences in the sale and disposal of crypto assets are accounted for in the “profits/losses from investment activities” account, and the reconciliation of the differences between the book values at the beginning and end of the period is explained in note 20.

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Other intangible assets

Intangible fixed assets comprise of rights and they are recorded at acquisition cost. Intangible fixed assets are amortized on a straight-line method with prorate basis over period of five years from the date of acquisition.

Fair value measurement

Determination of fair values, fair values have been determined for measurement and/or disclosure purposes based on the following methods. When applicable, further information about the assumptions made in determining fair values is disclosed in the notes specific to that asset or liabilities of Net Group. Fair value, according to valuation techniques used is classified into the following levels:

Level 1: For identical assets or liabilities in active markets (unadjusted) prices;

Level 2: Other than quoted prices in level 1 and asset or liabilities, either directly (as prices) or indirectly (i.e. derived from prices) observable data;

Level 3: Asset or liabilities is not based on observable market data in relation to the data (no observable data).

Impairment of assets

Property, plant and equipment and intangible assets are reviewed for impairment whenever events or changes in circumstances indicate that the carrying amount of an asset may not be recoverable. Whenever the carrying amount of an asset exceeds its recoverable amount, an impairment loss is recognized in income for items of property, plant and equipment and intangibles carried at cost.

Borrowing cost

Borrowing costs directly attributable to the acquisition, construction or production of qualifying assets, which are assets that necessarily take a substantial period of time to get ready for their intended use or sale, are added to the cost of those assets, until such time as the assets are substantially ready for their intended use or sale. Investment income earned on the temporary investment of specific borrowings pending their expenditure on qualifying assets is deducted from the borrowing costs eligible for capitalization. All of the other borrowing costs are recorded in the income statement in the period in which they are. There is no capitalized borrowing cost for the interim period ended at 30 September 2025 (31 December 2024: None).

Financial Instruments

IFRS 9 sets out requirements for recognising and measuring financial assets, financial liabilities and some contracts to buy or sell non-financial items. This standard replaces IAS 39 Financial Instruments: Recognition and Measurement.

It carries forward the guidance on recognition, classification, measurement and derecognition of financial instruments from IAS 39 to IFRS 9. The last version of IFRS 9 includes a new expected credit loss model for calculating impairment on financial assets, and new general hedge accounting requirements and also includes guidance issued in previous versions of IFRS 9. IFRS 9 is effective for periods beginning on or after 01 January 2018.

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Classification of financial assets and liabilities

IFRS 9 largely retains the existing requirements in IAS 39 for the classification and measurement of financial liabilities. However, it eliminates the previous IAS 39 categories for financial assets of held to maturity, loans and receivables and available for sale.

The adoption of IFRS 9 has not had a significant effect on the Group’s accounting policies related to financial liabilities and derivative financial instruments. The impact of IFRS 9 on the classification and measurement of financial assets is set out below.

Under IFRS 9, on initial recognition, a financial asset is classified as measured at: amortized cost; fair value through other comprehensive income (FVOCI) – debt investment; FVOCI – equity investment; or FVTPL. The classification of financial assets under IFRS 9 is generally based on the business model in which a financial asset is managed and its contractual cash flow characteristics. Derivatives embedded in contracts where the host is a financial asset in the scope of the standard are never separated. Instead, the hybrid financial instrument as a whole is assessed for classification.

A financial asset is measured at amortized cost if it meets both of the following conditions and is not designated as at FVTPL:

- It is held within a business model whose objective is to hold assets to collect contractual cash flows and,
- Its contractual terms give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

A debt investment is measured FVOCI if it meets both of the following conditions and is not designated as at FVTPL:

- It is held within a business model whose objective is achieved by both collecting contractual cash flows and selling financial assets and,
- Its contractual terms give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

On initial recognition of an equity investment that is not held for trading, the Group may irrevocably elect to present subsequent changes in the investment’s fair value in OCI. This election is made on an investment-by-investment basis. All financial assets not classified as measured at amortized for the FVOCI as described above are measured at FVTPL. This includes all derivative financial assets. On initial recognition, the Group may irrevocably designate a financial asset that otherwise meets the requirements to be measured at amortized for the at FVOCI as at FVTPL if doing so eliminates or significantly reduces an accounting mismatch that would otherwise arise.

A financial asset (unless it is a trade receivable without a significant financing component that is initially measured at the transaction price) is initially measured at fair value plus, for an item not at FVTPL, transaction costs that are directly attributable to its acquisition.

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Impairment of financial assets

IFRS 9 replaces the ‘incurred loss’ model in IAS 39 with an ‘expected credit loss’ (“ECL”) model. The new impairment model applies to financial assets measured at amortized cost and contract assets, but not to investments in equity instruments. Under IFRS 9, credit losses are recognized earlier than under IAS 39. The financial assets at amortized cost consist of trade receivables, cash and cash equivalents, and corporate debt securities.

Under IFRS 9, loss allowances will be measured on either the following bases:

- 12 month ECLs: these are ECLs that result from possible default events within the 12 months after the reporting date and,
- Lifetime ECLs: these are ECLs that result from all possible default events over the expected life of a financial instrument.

Net Group has elected to measure loss allowances for trade receivables and contract assets at an amount equal to lifetime ECLs. When determining whether the credit risk of a financial asset has increased significantly since initial recognition and when estimating ECLs, Net Group considers reasonable and supportable information that is relevant and available without undue cost or effort. This includes both quantitative and qualitative information and analysis, based on Net Group’s historical experience and informed credit assessment and including forward-looking information.

Financial liabilities

Financial liabilities are measured at fair value at initial recognition. Transaction costs directly attributable to the burden of the related financial liabilities are also added to the fair value. The effective interest method calculates the amortized cost of a financial liabilities and of allocating interest expense over the relevant period.

Financial liabilities are classified as equity instruments and other financial liabilities.

Financial liabilities at fair value through other comprehensive income

The effective interest method calculates the amortized cost of a financial liabilities and of allocating interest expense over the relevant period. The effective interest rate discounts the estimated future cash payments through the expected life of the financial liabilities, or, where appropriate, a shorter period.

Other financial liabilities

Other financial liabilities, including financial liabilities, are initially recognized at fair value, net of transaction costs.

Other financial liabilities are subsequently measured at amortized cost using the effective interest method plus the interest expense recognized on an effective yield basis.

The effective interest method calculates the amortized cost of a financial liabilities and of allocating interest expense over the relevant period. The effective interest rate discounts the estimated future cash payments through the expected life of the financial liabilities, or, where appropriate, a shorter period.

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Trade Receivables

The trade receivables and payables derived from providing services or selling goods by the Net Group and purchasing goods or receiving services are clarified with deferred financial income and expense in the accompanying financial statements. Post clarification, trade receivables and trade payables are calculated from the values of following the record of the original invoice values, by rediscounting with effective interest rate method. Short term receivables without designated interest rate are reflected the invoice values in case the effective interest rate effect is insignificant.

A cost simplified approach is applied for the impairment of trade receivables, which are recognized at amortized cost in the financial statements and which do not contain a significant financing component (less than one year). In cases where the trade receivables are not impaired due to certain reasons (except for the realized impairment losses), the provisions for losses related to trade receivables are measured by an amount equal to the low life expectancy expected loan losses.

In case of collecting all or part of the receivable amount that is impaired following the provision for impairment, the collected amount is deducted from the main activities to other income by deducting the amount deducted from the provision for impairment.

Income/Expense related to commercial transactions and foreign exchange gains/losses are accounted for under “Other Operating Income/Expenses” in the consolidated statement of profit or loss.

Financial Liabilities

Financial liabilities are measured at fair value at initial recognition. Transaction costs directly attributable to the burden of the related financial liabilities are also added to the fair value.

The effective interest method calculates the amortized cost of a financial liabilities and of allocating interest expense over the relevant period. The effective interest rate discounts the estimated future cash payments through the expected life of the financial liabilities or where appropriate, a shorter period.

Financial liabilities are classified as equity instruments and other financial liabilities.

Equity financial instruments

Financial liabilities related to the purchase options given to non-controlling interests are recognized in the financial statements at their discounted value in accordance with the amortization schedule of the related option. The reduced amount of the financial liabilities is considered to approximate to the fair value of the financial asset subject to the option.

Other financial liabilities

Other financial liabilities are subsequently measured at amortized cost using the effective interest method plus the interest expense recognized on an effective yield basis.

Trade payables

Trade payables are the payments to be made in relation to the goods and services provided from the suppliers within the ordinary activities. Trade payables are initially measured at fair value and subsequently measured at amortized cost using the effective interest method.

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Cash and cash equivalents

Cash and cash equivalents comprise cash on hand and demand deposits and other short-term highly liquid investments which their maturities are three months or less from date of acquisition and that are readily convertible to a known amount of cash and are subject to an insignificant change in value. The carrying amount of these assets approximates their fair value.

Foreign currency items

Transactions with foreign currencies during the accounting period are converted with exchange rates prevailing at the date of transaction. The assets and the liabilities in terms of foreign currencies are converted with foreign exchange rate announced by the Turkish Central Bank, on the balance sheet date. The difference from the foreign exchange rate is taken into account to modify the profit of the period.

The period end rates used for assets for USD, EUR, GBP and BGN are shown below:

	30.09.2025	31.12.2024
USD	41,4984	35,2803
EUR	48,6479	36,7362
GBP	55,6700	44,2073
BGN	24,7325	18,6752

The period end rates used for liabilities for USD, EUR, GBP and BGN are shown below:

	30.09.2025	31.12.2024
USD	41,4984	35,3438
EUR	48,6479	36,8024
GBP	55,6700	44,4378
BGN	24,7325	18,9196

Mergers and Goodwill

Business merger and acquisition is combining of two separate legal entities or organizations into an entity that makes reporting. Business merger is accounted based on acquisition method within the context of IFRS 3.

Acquisition cost contains the fair value of assets given in purchase date; issued capital instruments, assumed and realized payables due to change, the costs that can be associated with additional acquisition. If the business merger agreement includes articles that foresees that cost can be adjusted according to the future actions, this adjustment is probable, and this adjustment is include into merger cost that formed on the day of acquisition when the value is detected. Under IFRS 3, The effective interest rate, financial instrument or, where appropriate through the expected life of a time period shorter than the estimated future cash payments related to the ratio that reduces the net present value of a financial liabilities.

The difference between the acquisition cost coming from purchase of an organization and fair value of identifiable asset, liabilities and conditioned liabilities is accounted as goodwill in consolidated financial statements.

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Goodwill occurred during business merger is not subject to depreciation, instead of this, impairment test is used once in a year or frequently when the conditions indicate impairment. Impairment losses calculated over goodwill is not associated with income statement even in case when impairment disappears in following periods. Goodwill is associated with cash generating units at the time of impairment test.

If real value of acquired assets, liabilities and contingency liabilities exceeds the business merger cost, then the difference is accounted in the consolidated income statements as goodwill.

Earnings / (loss) per share

Earnings/ (loss) per share in the consolidated income statements are calculated by dividing the net profit/ (loss) for the year by the weighted average number of ordinary shares outstanding during the year.

In Turkey, companies can increase their share capital by making distribution of “bonus shares” to existing shareholders from inflation adjustment difference in shareholder’s equity. For the purpose of the earnings per share computations, the weighted average number of shares outstanding during the year has been adjusted in respect of “bonus shares” issued without corresponding change in resources by giving them retroactive effect for the period in which they were issued and each earlier period.

Post balance sheet events

In the case of the occurrence of subsequent events after the date of the balance sheet which require the balance sheet to be adjusted, missing information will be fixed in financial statements in consideration of the new events, events which do not require adjustments are explained in the notes of the report if they are material as they could affect investors’ decisions.

Provisions, contingent liabilities and assets

Provisions

Provisions are recognized when an enterprise has a present obligation (legal or constructive) as a result of a past event and it is probable that an outflow of resources will be required to settle the obligation, and a reliable estimate can be made of the amount of the obligation. Provisions are reviewed at each balance sheet date and adjusted to reflect the current best estimate.

Contingent liabilities and assets

Transactions that may give rise to contingencies and commitments are those where the outcome and the performance of which will be ultimately confirmed only on the occurrence or non occurrence of certain future events, unless the expected performance is not very likely. Accordingly, contingent losses are recognized in the financial statements of Net Group if a reasonable estimate of the amount of the resulting loss can be made. Contingent gains are reflected only if it is probable that the gain will be realized.

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Related parties

In the presence of one of the following criteria, the party is considered to be related to the Net Group,

- (a) The party concerned, either directly or indirectly through one or more means,
 - (i) Business control, control by the entity or joint control with the entity (including parent companies, subsidiaries and subsidiaries in the same line of business);
 - (ii) Has a share in the Group that has significant influence over the Net Group or
 - (iii) Have joint control over the Net Group;
- (b) The party is a subsidiaries of the Net Group,
- (c) The party is a joint venture with Net Group,
- (d) The party is a member of the Net Group or its key management personnel,
- (e) The party is a close family member of any individual referred to in (a) or (d),
- (f) The party; is an entity that is controlled, jointly controlled or under significant influence, or that any individual referred to in (d) or (e) has a direct or indirect significant voting right; or
- (g) The party is required to have the benefit plans provided to the employees of the entity or an entity that is a related party to the entity after the termination of the employment.

The transaction with related parties is the transfer of resources, services or liabilities between related parties, regardless of whether a price is charged. Net Group enters into business relations with its related parties within the framework of its ordinary activities (Note 6).

Segment reporting of results of operations

Industrial segments

A business segment is a distinguishable component of an enterprise that is engaged in providing and individual product or service or a group of related products or services and that is subject to risks and returns that are different from those of other Net Group’s business segments.

In order to determine whether the individual products or service, the following factors should be considered:

- Nature of goods and services
- Nature of production processes
- Types and classes of the customer of the goods and services
- The methods used at delivery of the goods or provision of the services

Net Group operates in three main groups: Tourism (hotel and accommodation, touristic shopping, rent a car); holding (managing Net Group’s companies) and other.

Geographical segments

Net Group’s geographical segment is a distinguishable component of an enterprise that is engaged in providing products or services within a particular economic environment and that is subject to risks and returns that are different from those of components operating in other economic environments.

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In order to determine the geographical segments, the following factors should be considered:

- Similarity of economic and political conditions
- Certain risks related to the activities in different geographical regions
- Proximity of activities
- Certain risks related to the activities in certain geographical regions
- Arrangements related to foreign exchange currency
- Basic exchange rate risks

If activity’s risk and the return rate dependent especially on differences of the goods and services, segment information report’s preference would be primary format as industrial segment and geographical segments would be secondary information to report. Likewise, if activity’s risk and the return rate dependent on significantly geographical location, segment information report’s preference would be geographical segment as primary format and the industrial segment information would be secondary format.

Net Group’s activities are reported based on a sectoral and geographical.

Discontinued operations

Discontinued operations are expressed as the disposal of partial or complete activities or abolishment significant activity or leave out a significant department or dissolve geographical distinctly or operationally identified activities of Net Group on financial bases. During the disposal of asset or asset groups creating discontinuing operations, details of the pre-tax profit or loss and after-tax profit and loss of discontinuing operations reflected in financial statements are explained in footnotes. The asset groups, when intended to be recovered as a result of sales transaction, but not by means of use, are classified as asset groups held for sale. The liabilities directly associated with such assets are grouped in similar way. In order to comply with the presentation of the financial statements of the current period, under the IFRS 5 Non-current Assets Held for Sale and Discontinued Operations Standard period’s operating results which operations discontinued in current period are reclassified to discontinued operations in income statement.

Government incentive and grants

It is a procedure to assist the companies that are unable to achieve certain businesses. It is to stimulate the businesses with the incentives. Government incentives, including those followed at their fair values will be included in the financial statements only if there is reasonable assurance that the Company will fulfill all required conditions and acquire the incentive.

Government incentives, including non-monetary grants at fair value, are included in the financial statements only if there is reasonable assurance that the Company will fulfill all required conditions and acquire the incentive.

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Investment properties

The real estates like lands and buildings held in use for goods and service production or administrative or sale or lease or to obtain capital gain are classified under “investment properties”. The investment properties are shown in the consolidated financial statements by fair value. Real estates for the purpose of investment (excluding land) are depreciated over their useful life linearly from purchasing date.

As of 30 December 2024, investment property of Net Group are revalued at fair value and reflected in the consolidated financial statements according to the Expert Appraisal Reports which are prepared by 1A Grup Gayrimenkul Değerleme ve Danışmanlık Anonim Şirketi that is approved by the Capital Market Board.

Real estates for the purpose of investment are reviewed for impairment whenever events or changes in circumstances indicate that the carrying amount of an asset may not be recoverable. Whenever the carrying amount of an asset exceeds its recoverable amount, an impairment loss is recognized in income for real estates for the purpose of investment carried at cost. As a recoverable value the higher value is accepted in between cash income flow and sales price.

Assets held for sale

Assets held for sale at the lower of its carrying amount and fair value less costs to sell. Assets held for sale are not depreciated. Just before the first classification of related asset (or the group of assets held for sale) as asset held for sale, the book value of the asset (or all of the assets within the group and debts related to group) is measured within the context of related IFRS.

The Group classifies a non-current asset (or the group of assets held for sale) as held for sale if its carrying amount will be recovered principally through a sale transaction rather than through continuing use. For this to be the case, the asset (or the group of assets held for sale) must be available for immediate sale in its present condition subject only to terms that are usual and customary for sales of such assets and its sale must be highly probable. For the sale to be highly probable management must be committed to a plan to sell the asset (or the group of assets held for sale) and an active program to locate a buyer and complete the plan must have been initiated. Furthermore, the asset (or the group of assets held for sale) must be actively marketed for sale at a price that is reasonable in relation to its fair value. In addition, the sale should be expected to qualify for recognition as a completed sale within one year from the date of classification and actions required to complete the plan should indicate that it is unlikely that significant changes to the plan will be made or that the plan will be withdrawn.

Taxation

The tax expense in the accompanying consolidated financial statements consists of current period tax provision and deferred tax.

Current tax provision

Provisions related to the income tax of the institutions arising from the results of the period operations are set aside as per the legal tax rates applicable on the balance sheet date. Taxable profit differs from profit in the statement of profit or loss as it excludes items that are taxable or deductible in other years and it excludes items that are not taxable or deductible.

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Deferred tax

Deferred tax liabilities and assets are determined by taking into consideration the temporary differences between the amounts shown in the consolidated financial statements and the amounts shown in the consolidated financial statements by taking into account the tax effects of the tax effects. Deferred tax liabilities are recognized for all taxable temporary differences, whereas deferred tax assets resulting from deductible temporary differences are recognized to the extent that it is probable that future taxable profit will be available against which the deductible temporary differences can be utilized. Such assets and liabilities are not recognized if the temporary difference arises from goodwill or from the initial recognition (other than in a business combination) of other assets and liabilities in a transaction that affects neither the taxable profit nor the accounting profit.

Deferred tax liabilities are calculated for all of the taxable temporary differences related to investments in subsidiaries and associates, and to shares in joint ventures, except when the Net Group is able to control the discontinuation of temporary differences and in the near future it is unlikely that such difference will be eliminated. The deferred tax assets resulting from the taxable temporary differences related to such investments and shares are calculated on the condition that it is highly probable that the related differences will be utilized in the near future and that it is probable that future differences will be eliminated.

The carrying amount of the deferred tax asset is reviewed at each statement of financial position date. The carrying amount of a deferred tax asset is reduced to the extent that it is no longer probable that financial profit will be available to allow the benefit of some or all of that amount.

Deferred tax assets and liabilities are calculated over the tax rates (tax regulations) that are expected to be valid in the period when the assets will be realized or the liabilities will be fulfilled and legalized or substantially legalized as of the date of the statement of financial position. During the calculation of deferred tax assets and liabilities, the tax consequences of the methods that Net Group expects to recover or settle the carrying amount of its assets as of the balance sheet date are taken into consideration.

Deferred tax assets and liabilities, the existence of a legal right to offset current tax assets and current tax liabilities or related assets and liabilities to the income tax collected by the same tax authority or the Net Group's current tax assets and liabilities to be clarified by the intention to pay in the case of.

Deferred tax, other than those directly attributable to debt or liabilities recognized in equity (in which case deferred tax is recognized directly in equity) or deferred tax, other than those resulting from initial recognition of business combinations, is recognized as an expense or income in the statement of income or loss, It accounted for. In business combinations, the tax effect is taken into consideration in the calculation of goodwill or in determining the part of the purchaser that exceeds the acquisition cost of the share of the acquiree's identifiable assets, liabilities and contingent liabilities in the fair value.

Severance pay provision / Employee benefits

Under Turkish Labor Law, Net Group is required to pay termination benefits to each employee who has completed one year of service and whose employment is terminated without due cause, or who retires in accordance with social insurance regulations or is called up for military service or dies. Such payments are calculated on the basis of 30 days' pay limited to a maximum of TRY 53.920 (full amount) (31 December 2024: TRY 41.828 (full amount)) on 30 September 2025 per year of employment at the rate of pay applicable at the date of retirement.

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Net Group used "Projection Method" to calculate the termination benefits and the duration to be completed based on the past experience and discounted with Rediscount rate at balance sheet date. The calculated profits and losses are reflected in income statements. All of profits and losses except calculated actuarial profit / (loss) was shown in consolidated statements of income, actuarial profit / (loss) was shown in consolidated statements of changes in equity.

The rates of basic assumptions used at balance sheet date are as follows:

	30.09.2025	31.12.2024
Real discount rate	%3,80	%3,25
Rate that is used for the probability of retirement (%)	99,72	99,72

Retirement plans

Retirement plan is about planning the predictable or modified amounts (annual salary or payment in full) based on the beneficiaries or condition in the written contribution of employer, before the termination, to be provided post retirement of job. Net Group does not have a retirement plan for the employees.

Statement of cash flows

The Group prepares statement of cash flows to inform users of financial statements about changes in net assets and ability to direct financial structure, amounts and timing of cash flows according to changing situations. In the statement of cash flows, current period cash flows are grouped according to operating financing, and investing activities. Operating cash flows resulting from activities in scope of Net Group's main operating scope. Cash flows related to investing activities are cash flows resulting from investing activities (fixed investments and financial investments) of the Net Group. Cash flows related to financing activities comprise of funds used in financing activities of the Net Group and their repayments. Cash and cash equivalents comprise cash on hand and demand deposits and other short-term highly liquid investments which their maturities are three months or less from date of acquisition and that are readily convertible to a known amount of cash and are subject to an insignificant change in value.

3. BUSINESS MERGERS AND SUBJECT TO JOINT CONTROL AND JOINT VENTURES

As of 30 September 2025 and 31 December 2024, the details of business mergers and subject to joint control and joint ventures are as following;

Business Mergers Subject to Common Control

Merit Kıbrıs Turizm Limited, one of the subsidiaries of Net Holding Anonim Şirketi, business mergers subject to common control with Net Gayrimenkul Limited on 31 August 2024 by taking over as a whole together with its assets and liabilities.

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4. SHARES IN OTHER COMPANIES

As of 30 September 2025 and 31 December 2024, the detail of Parent Company’s direct or indirect shares in other companies and information about these companies is as follows;

Subsidiaries

As of 30 September 2025 and 31 December 2024, subsidiaries those are included in the accompanying consolidated financial statements and their establishment dates, location of headquarters and nature of activities are as following:

	Establishment Date	Location of Headquarters	Subject of activity
Loytaş Laleli Otelcilik Yatırım Turizm ve Ticaret A.Ş.	09.01.1986	Istanbul	Tourism
Göksel Denizcilik Ticaret A.Ş.	16.11.1981	Istanbul	Tourism
İnter Turizm ve Seyahat A.Ş.	25.07.1983	Istanbul	Tourism
Net Turistik Yayınlar Sanayi ve Ticaret A.Ş.	13.07.1981	Istanbul	Publishing
Elite Development and Management Limited	31.12.1989	T.R.N.C.	Tourism
Merit Kıbrıs Turizm Limited	17.08.1987	T.R.N.C.	Tourism
Merit Turizm Yatırım ve İşletme A.Ş.	07.10.1988	Istanbul	Tourism
Net Turistik Hizmetler Limited	21.08.2007	T.R.N.C.	Tourism
Merit D.O.O.	25.01.2016	Croatia	Tourism
Merit Montenegro D.O.O.	21.01.2016	Montenegro	Tourism
Net Montenegro D.O.O.	21.01.2016	Montenegro	Tourism
Kıbrıs Diyalog Gazetecilik Limited	18.08.2014	T.R.N.C.	Publishing
Merit Travel Turizm ve Seyahat A.Ş.	28.11.2016	Istanbul	Tourism
Merit International Turistik İşletmeler ve Hizmetler A.Ş.	05.10.2016	Istanbul	Tourism
Merit Bulgaria E.O.O.D.	20.07.2017	Bulgaria	Tourism
Merit Global Game O.O.D.	22.08.2017	Bulgaria	Tourism
Merit Armada E.O.O.D.	21.09.2021	Bulgaria	Tourism
Merit Capital Partners O.O.D.	06.01.2022	Bulgaria	Tourism
			Real Estate
Merit Land Development Limited	24.03.2017	T.R.N.C.	Consultancy
Azer Şans Müessesesi	28.12.2001	Azerbaijan	Tourism
Asyanet Konaklama Hizmetleri A.Ş.	08.02.2024	Istanbul	Tourism
Net Global Turizm A.Ş.	17.01.2024	Istanbul	Tourism

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As of 30 September 2025 and 31 December 2024, the companies subject to “complete consolidation method” if directly or indirectly 50% or more than 50% of their shares or over 50% of their voting rights or the controlling rights regarding to companies’ operations are belonging to the Parent Company are as following:

30.09.2025			
Subsidiaries	Ownership of the Parent through the subsidiaries		Minority Interest
	(Direct)	(Indirect)	(Share)
Elite Development and Management Ltd.	96,63%	99,00%	1,00%
Göksel Denizcilik Ticaret A.Ş.	46,75%	99,94%	0,06%
İnter Turizm ve Seyahat A.Ş.	100,00%	100,00%	0,00%
Loytaş Laleli Otelcilik Yatırım Turizm ve Ticaret A.Ş.	99,54%	100,00%	0,00%
Merit Turizm Yatırım ve İşletme A.Ş.	70,30%	70,30%	29,70%
Net Turistik Yayınlar Sanayi ve Tic. A.Ş.	99,98%	99,98%	0,02%
Net Turistik Hizmetler Limited	50,00%	96,05%	3,95%
Merit Kıbrıs Turizm Limited	73,52%	92,10%	7,90%
Merit D.O.O.	95,00%	95,00%	5,00%
Merit Montenegro D.O.O.	95,00%	95,00%	5,00%
Net Montenegro D.O.O.	95,00%	95,00%	5,00%
Kıbrıs Diyalog Gazetecilik Limited	0,00%	80,59%	19,41%
Merit Travel Turizm ve Seyahat A.Ş.	100,00%	100,00%	0,00%
Merit International Turistik İşletmeler ve Hizmetler A.Ş.	100,00%	100,00%	0,00%
Merit Global Game O.O.D.	0,00%	51,00%	49,00%
Merit Bulgaria E.O.O.D.	100,00%	100,00%	0,00%
Merit Armada E.O.O.D.	0,00%	100,00%	0,00%
Merit Capital Partners O.O.D.	0,00%	51,00%	49,00%
Merit Land Development Limited	0,00%	70,30%	29,70%
Azer Şans Müessesesi	100,00%	100,00%	0,00%
Asyanet Konaklama Hizmetleri A.Ş.	100,00%	100,00%	0,00%
Net Global Turizm A.Ş.	0,00%	92,10%	7,90%

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Subsidiaries	Ownership of the Parent through the subsidiaries		Minority Interest (Share)
	(Direct)	(Indirect)	
Elite Development and Management Ltd.	96,63%	98,98%	1,02%
Göksel Denizcilik Ticaret A.Ş.	46,75%	99,94%	0,06%
İnter Turizm ve Seyahat A.Ş.	100,00%	100,00%	0,00%
Loytaş Laleli Otelcilik Yatırım Turizm ve Ticaret A.Ş.	99,54%	100,00%	0,00%
Merit Turizm Yatırım ve İşletme A.Ş.	69,74%	69,74%	30,26%
Net Turistik Yayınlar Sanayi ve Tic. A.Ş.	99,95%	99,95%	0,05%
Net Turistik Hizmetler Limited	50,00%	96,83%	3,17%
Merit Kıbrıs Turizm Limited	79,18%	93,66%	6,34%
Merit D.O.O.	95,00%	95,00%	5,00%
Merit Montenegro D.O.O.	95,00%	95,00%	5,00%
Net Montenegro D.O.O.	95,00%	95,00%	5,00%
Kıbrıs Diyalog Gazetecilik Limited	0,00%	81,95%	18,05%
Merit Travel Turizm ve Seyahat A.Ş.	100,00%	100,00%	0,00%
Merit International Turistik İşletmeler ve Hizmetler A.Ş.	100,00%	100,00%	0,00%
Merit Global Game O.O.D. (a)	0,00%	48,45%	51,55%
Merit Bulgaria E.O.O.D.	95,00%	95,00%	5,00%
Merit Armada E.O.O.D.	0,00%	95,00%	5,00%
Merit Capital Partners O.O.D. (a)	0,00%	48,45%	51,55%
Merit Land Development Limited	0,00%	69,74%	30,26%
Azer Şans Müessesesi	100,00%	100,00%	0,00%
Asyanet Konaklama Hizmetleri A.Ş.	100,00%	100,00%	0,00%
Net Global Turizm A.Ş.	0,00%	93,66%	6,34%

(a) The companies subject to “complete consolidation method” if directly or indirectly 50% or more than 50% of their shares or over 50% of their voting rights or the controlling rights regarding to companies’ operations are belonging to the Parent Company.

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As of 30 September 2025, asset aggregates, equity aggregates, adjusted capital and net profit / (loss) for the financial statements of the subsidiaries of Net Group are as follows;

30 September 2025					
	Total asset	Total equity	Adjusted paid capital	Revenue (Net)	Period net profit/ (loss)
Elite Development and Management Ltd	5.311.820	2.325.161	119.170	1.051.174	340.264
Göksel Denizcilik Ticaret A.Ş. (*)	7.279	5.975	20.245	-	(400)
İnter Turizm ve Seyahat A.Ş.	197.449	135.023	341.547	80.190	(46.324)
Loytaş Laleli Otelcilik Yatırım Turizm ve Ticaret A.Ş.	321.502	306.695	649.873	-	(2.913)
Merit Turizm Yatırım ve İşletme A.Ş.	12.577.628	12.555.539	614.359	196.255	336.599
Net Turistik Yayınlar Sanayi ve Tic. AŞ	39.763	33.621	98.053	26.436	(4.252)
Merit Global Game O.O.D	847.008	639.862	75.681	1.163.597	596.600
Net Turistik Hizmetler Limited (*)	112.954	83.283	100.113	-	441
Merit Kıbrıs Turizm Limited	87.151.491	56.825.393	18.939.594	12.523.516	988.833
Merit D.O.O.	30.180	(275.985)	462.765	13.057	(40.775)
Merit Montenegro D.O.O.	2.964.206	908.246	245.534	29.303	(59.032)
Merit Bulgaria E.O.O.D.	1.590.962	1.317.009	109.651	-	350.388
Net Montenegro D.O.O.	3.623.661	1.466.292	285.620	1.041.807	182.987
Merit Travel Turizm ve Seyahat A.Ş	3.038	(650)	23.501	7	(7.826)
Merit Armada O.O.D	39.780	31.575	38.335	5.074	(5.019)
Merit Capital Partners O.O.D.	890.028	(403.210)	75.681	151.158	(338.285)
Merit International Turistik İşletmeler ve Hizmetler A.Ş	18.682	15.120	23.418	30.184	2.345
Kıbrıs Diyalog Gazetecilik Limited	29.830	(526)	41.619	12.599	(4.837)
Merit Land Development Limited (*)	448	362	1.618	-	(127)
Azer Şans Müessesesi	593.210	592.014	1.284.451	-	-
Asyanet Konaklama Hizmetleri A.Ş.	1.088	(160)	4.692	-	(3.075)
Net Global Turizm A.Ş.	10.956.565	6.024.014	198.973	2.564.810	290.875

As of 31 December 2024, asset aggregates, equity aggregates, adjusted capital and net profit / (loss) for the financial statements of the subsidiaries of Net Group are as follows:

31 December 2024					
	Total asset	Total equity	Capital	Revenue (Net)	Period net profit/ (loss)
Elite Development and Management Ltd	4.218.444	1.984.897	119.170	1.050.369	8.384
Göksel Denizcilik Ticaret A.Ş. (*)	7.164	6.376	20.245	-	(418)
İnter Turizm ve Seyahat A.Ş.	214.238	105.039	265.261	91.741	(35.797)
Loytaş Laleli Otelcilik Yatırım Turizm ve Ticaret A.Ş.	321.022	309.608	649.873	-	(12.751)
Merit Turizm Yatırım ve İşletme A.Ş.	12.298.529	12.270.192	614.359	-	-
Net Turistik Yayınlar Sanayi ve Tic. AŞ	31.146	25.474	85.665	35.501	(5.474)
Merit Global Game O.O.D	598.688	386.909	71.678	1.032.252	507.947
Net Turistik Hizmetler Limited (*)	112.961	82.842	100.113	-	887
Merit Kıbrıs Turizm Limited	83.997.859	56.729.968	16.726.255	15.871.690	(333.083)
Merit D.O.O.	47.380	(212.632)	462.765	13.557	(65.194)
Merit Montenegro D.O.O.	2.635.374	930.880	245.534	486.078	220.296
Merit Bulgaria E.O.O.D.	1.131.453	873.524	109.104	-	344.199
Net Montenegro D.O.O.	3.448.176	1.169.593	285.620	1.464.841	522.677
Merit Travel Turizm ve Seyahat A.Ş	3.417	218	16.581	333	(3.102)
Merit Armada O.O.D	225.318	181.849	36.308	396.561	290.152
Merit Capital Partners O.O.D.	3.803	-	3.803	-	-
Merit International Turistik İşletmeler ve Hizmetler A.Ş	905.501	(24.904)	71.678	29.186	168.304
Kıbrıs Diyalog Gazetecilik Limited	16.388	12.718	23.418	21.414	(9.949)
Merit Land Development Limited (*)	25.820	4.311	41.619	17.340	(13.143)
Azer Şans Müessesesi	558	490	1.618	127	(186)
Net Gayrimenkul Limited (*)	632.596	631.318	1.284.451	-	-

(*) These companies, which are included in the subsidiaries of Net Group, do not have any operating income other than Net Group.

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Equity Participations

There is no companies which the Parent Company has continuous relationship on management and power to govern companies’ policies and/or which have direct or indirect capital and management relationship or which have voting share of parent company between the rates 20-50%.

5. REPORT BY SEGMENTS

Net Group’s operating business are organized and managed according to the features of products and services provided. Each section of operational parts represents strategic business units providing varied products and serves to different markets.

Transfer prices between business segments of the Net Group are set out on an arm’s length basis in a manner similar to transactions with third parties.

Net Group’s reporting activities are presented in the field of “Tourism, Publishing, Holding and Other”. Tourism income are composed of accommodation income, food and beverage income, casino business income”. Publishing income are composed of “book and stationery sales income”. Holding and other activity income are composed of revenue from other sales income.

The geographical reporting is presented due to operations in the different countries of Net Group’s subsidiaries. Report presented geographical regions as “T.R.N.C., Croatia, Montenegro, Bulgaria, Turkey.

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a. Profit and Loss Statement Regarding Segment Analysis

For the period ended at 30 September 2025 based on sectoral distribution of the report by segments are as follows;

01 January - 30 September 2025	Tourism	Holding and Other	Total Before Elimination	Elimination (-)	Total
Sales	20.302.203	149.416	20.451.619	(2.804.239)	17.647.380
Cost of sales	(14.070.472)	(132.078)	(14.202.550)	2.573.705	(11.628.845)
Sales Gross Profit (Loss)	6.231.731	17.338	6.249.069	(230.534)	6.018.535
General Administrative Expenses	(2.123.684)	(62.286)	(2.185.970)	204.029	(1.981.941)
Marketing Expenses	(238.195)	(17.590)	(255.785)	38.358	(217.427)
Other Operating Income	512.111	22.905	535.016	(45.625)	489.391
Other Operating Expenses	(610.366)	(4.893)	(615.259)	145	(615.114)
Operating Profit / (Loss)	3.771.597	(44.526)	3.727.071	(33.627)	3.693.444
Income from Investment Activities	43.931	2.720	46.651	(14.197)	32.454
Expenses from Investment Activities	(15.258)	(1.729)	(16.987)	54	(16.933)
Investment Operations Profit / (Loss)	3.800.270	(43.535)	3.756.735	(47.770)	3.708.965
Financial Income	1.269.883	2.465	1.272.348	(915.012)	357.336
Financial Expenses	(4.485.970)	(26.040)	(4.512.010)	966.994	(3.545.016)
Monetary Gain/Loss	1.847.453	11.598	1.859.051	-	1.859.051
Continuing Operations Before Tax Profit / (Loss)	2.431.636	(55.512)	2.376.124	4.212	2.380.336
Current Tax (Expense) / Income	(720.647)	-	(720.647)	-	(720.647)
Deferred Tax (Expense) / Income	195.164	(8.739)	186.425	-	186.425
Continuing Operations Profit / (Loss)	1.906.153	(64.251)	1.841.902	4.212	1.846.114
Profit / (Loss) for period	1.906.153	(64.251)	1.841.902	4.212	1.846.114
Operating Profit / (Loss)	3.771.597	(44.526)	3.727.071	(33.627)	3.693.444
Depreciation and Amortization	2.857.808	25.334	2.883.142	-	2.883.142
EBITDA	6.629.405	(19.192)	6.610.213	(33.627)	6.576.586

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As of 30 September 2025, the distribution of the reporting analysis according to the sections of the accounting periods is as follows;

01 January – 30 September 2025	T.R.N.C.		Croatia	Montenegro	Bulgaria	Turkey	Total
	Tourism	Other	Tourism	Tourism	Tourism	Holding and Other	
Revenue	15.113.799	7.732	13.057	1.071.110	1.319.829	121.853	17.647.380
Cost of sales	(9.693.098)	(20.510)	(44.968)	(826.085)	(932.616)	(111.568)	(11.628.845)
Gross Profit / (Loss)	5.420.701	(12.778)	(31.911)	245.025	387.213	10.285	6.018.535
General Administrative Expenses	(1.907.212)	(2.793)	(952)	(15.773)	-	(55.211)	(1.981.941)
Marketing Expenses	(181.216)	-	(35)	(18.180)	-	(17.996)	(217.427)
Other Operating Income	475.014	1.410	80	4.741	177	7.969	489.391
Other Operating Expenses	(600.140)	(504)	-	(6.877)	(3.204)	(4.389)	(615.114)
Operating Profit / (Loss)	3.207.147	(14.665)	(32.818)	208.936	384.186	(59.342)	3.693.444
Income from Investment Activities	28.484	1.194	-	-	-	2.776	32.454
Expenses from Investment Activities	(14.827)	-	-	-	(377)	(1.729)	(16.933)
Investment Operations Profit / (Loss)	3.220.804	(13.471)	(32.818)	208.936	383.809	(58.295)	3.708.965
Financial Income	340.612	138	25	11.057	3.177	2.327	357.336
Financial Expenses	(3.354.706)	(2)	(9.000)	(116.413)	(62.235)	(2.660)	(3.545.016)
Monetary Gain/Loss	1.847.454	3.040	-	-	-	8.557	1.859.051
Continuing Operations Before Tax Profit / (Loss)	2.054.164	(10.295)	(41.793)	103.580	324.751	(50.071)	2.380.336
Current Tax (Expense) / Income	(648.533)	-	-	-	(72.077)	(37)	(720.647)
Deferred Tax (Expense) / Income	189.126	590	1.095	683	4.260	(9.329)	186.425
Continuing Operations Profit / (Loss)	1.594.757	(9.705)	(40.698)	104.263	256.934	(59.437)	1.846.114
Profit / (Loss) for period	1.594.757	(9.705)	(40.698)	104.263	256.934	(59.437)	1.846.114
Operating Profit / (Loss)	3.207.147	(14.665)	(32.818)	208.936	384.186	(59.342)	3.693.444
Depreciation and Amortization	2.589.037	3.351	10.184	105.664	152.923	21.983	2.883.142
EBITDA	5.796.184	(11.314)	(22.634)	314.600	537.109	(37.359)	6.576.586

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b. Segments Assets and Liabilities

As of 30 September 2025 based on geographical distribution of reporting analysis of consolidated financial statements are as follows;

01 January – 30 September 2025	T.R.N.C.		Croatia	Montenegro	Bulgaria	Turkey		Total Assets According to the Consolidated Financial Statements
	Tourism	Other	Tourism	Tourism	Tourism	Holding and Other	Inter-Segment Adjustments and Classification	
Segments Assets	139.163.104	29.830	30.180	6.587.873	3.368.809	1.192.463	(41.547.288)	108.824.971
Total	139.163.104	29.830	30.180	6.587.873	3.368.809	1.192.463	(41.547.288)	108.824.971
Segment Liabilities	45.415.060	30.355	306.165	4.213.330	1.782.541	93.125	(14.305.011)	37.535.565
Total	45.415.060	30.355	306.165	4.213.330	1.782.541	93.125	(14.305.011)	37.535.565

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As of 30 September 2025 and 31 December 2024 based on sectoral distribution of reporting analysis of consolidated financial statements are as follows;

Segment Assets

	30.09.2025	31.12.2024
Tourism	149.149.966	142.124.688
Holding and Other	1.222.293	1.252.351
Total	150.372.259	143.377.039
Inter-Segment Adjustments and Classification	41.547.288	37.320.031
Total Assets According to the Consolidated Financial Statements	108.824.971	106.057.008

Segment Liabilities

	30.09.2025	31.12.2024
Tourism	51.717.096	46.599.212
Holding and Other	123.480	156.799
Total	51.840.576	46.756.011
Inter-Segment Adjustments and Classification	14.305.011	10.497.464
Total Liabilities According to the Consolidated Financial Statements	37.535.565	36.258.547

c. Regarding Segment Assets Depreciation and Amortization Expenses

01 January - 30 September 2025	Tourism	Holding and Other	Total
Cost of Sales	2.049.457	21.641	2.071.098
General Administrative Expenses	805.736	3.693	809.429
Marketing Expenses	2.615	-	2.615
	2.857.808	25.334	2.883.142

d. Segment Term Fixed Assets Purchases

01 January – 30 September 2025	Tourism	Holding and Other	Total
Investment Properties	26.033	-	26.033
Tangible Fixed Assets	4.462.474	27.482	4.489.956
Intangible Fixed Assets	108.352	-	108.352
	4.596.859	27.482	4.624.341

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6. RELATED PARTY DISCLOSURES**6.1** Receivables from related parties in trade receivables are as following (Note 10.1):

	30 September 2025	31 December 2024
Elifsu Turizm Turizm İmalat ve Sanayi A.Ş.	359	635
Other	3	3
	362	638

6.2 Receivables from related parties in other receivables are as following (Note 12.1.1):

	30 September 2025	31 December 2024
Kıbrıs Diyalog Yayıncılık Limited	22.129	5.921
Other	201	175
	22.330	6.096

6.3 Receivables from subsidiaries within other long-term receivables are as follows (Note 12.1.1):

	30 September 2025	31 December 2024
Airtour Turizm Sanayi ve Ticaret A.Ş (a)	14.273	11.124
	14.273	11.124

(a) Net Holding Joint Stock Company, one of the subsidiaries Air Tour Tourism Industry and Trading Co. Ltd. ‘‘On Tour’s debt in the amount of TRY 2.437 thousand from Marbank and other organizations that TRY 332 thousand is paid for behalf of Air Tour. Also Air tour has a debt owed to metropolitan municipality of Izmir and net group by the management of the case is expected to result in favor of Air Tour. Net Holding JSC has to assign USD 1.450 thousand for debt owed of metropolitan municipality of Izmir. Net Holding thinks to collect this amount with interest after Air tour collect their case amount. 30 September 2025, Net Group has total collected amounting to TRY 7.250 thousand from Air Tour.

6.4 Due to shareholders in other payables are as following (Note 12.2.1):

	30 September 2025	31 December 2024
Other	589	7
	589	7

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6.5 Payables to related parties in other payables are as following (Note 12.2.1):

	30 September 2025	31 December 2024
Demtur Travel Limited	6.983	7.938
Other	2.068	1.451
	9.051	9.389

6.6 Advances received from related companies in deferred income are as following (Note 15):

	30 September 2025	31 December 2024
Demtur Travel Limited	-	531
	-	531

Transactions with related parties in between 01.01. – 30.09.2025:

The details of income /expenses to related parties are as following;

	01.01.-30.09.2025
	Sales income
Related parties	Hotel accommodation income
Demtur Travel Limited	52.977

	01.01.-30.09.2025
	Sales income
Related parties	Car rent income
Demtur Travel Limited	749

	01.01.-30.09.2025
	Income from investment activities
Related parties	Due date difference income
Air Tour Turizm Sanayi Ticaret A.Ş.	4.891

	01.01.-30.09.2025
	Other operating income
Related parties	Rent income
Elifsu Turizm Ticaret İmalat Ve Sanayi A.Ş.	729
Air Tour Turizm Sanayi Ticaret A.Ş.	39
Mobilizm Turizm Ticaret A.Ş.	32

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Transactions with related parties in between 01.01. – 30.09.2024:

	01.01.-30.09.2024
	Sales income
Related parties	Hotel accommodation income
Demtur Travel Limited	2.579.445
	01.01.-30.09.2024
	Sales income
Related parties	Car rent income
Demtur Travel Limited	2.669
	01.01.-30.09.2024
	Income from investment activities
Related parties	Due date difference income
Air Tour Turizm Sanayi Ticaret A.Ş.	3.644
	01.01.-30.09.2024
	Other operating income
Related parties	Rent income
Elifsu Turizm Ticaret İmalat Ve Sanayi A.Ş.	1.110
Air Tour Turizm Sanayi Ticaret A.Ş.	34
Mobilizm Turizm Ticaret A.Ş.	27

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7. CASH AND CASH EQUIVALENTS

As of 30 September 2025 and 31 December 2024, the details of cash and cash equivalents are listed below;

	30 September 2025	31 December 2024
Cash	334.889	312.217
Banks		
- Demand deposits	254.119	542.946
- Time deposits	1.102.033	393.966
- Interest income	-	7.586
Marketable securities acquired with reverse repo agreement	64.397	103.794
Liquid funds	4.664	13.548
Other liquid assets	1.732.516	1.258.852
	3.492.618	2.632.909

Other liquid assets are composed of the receivables from banks due to credit card transaction of Net Group.

As of 30 September 2025, maturity structure of time deposits are as following;

Currency Type	Foreign Currency Amount	Interest Rate	Maturity	TRY Amount
TRY	543.882	40,10%	20.10.2025	543.882
TRY	29.188	35,50%	27.10.2025	29.188
TRY	6.473	38,00%	11.10.2025	6.473
USD	3.167	2,75%	28.10.2025	131.425
USD	376	3,00%	27.10.2025	15.603
EUR	5.007	2,75%	18.10.2025	243.580
GBP	1.964	3,00%	9.10.2025	109.336
GBP	405	2,75%	7.10.2025	22.546
Total				1.102.033

As of 31 December 2024, maturity structure of time deposits are as following;

Currency Type	Foreign Currency Amount	Interest Rate	Maturity	TRY Amount	TRY Amount (30.09.2025 On The Basis Of Purchasing Power)
TRY	9.308	44,00%	6.01.2025	9.308	11.668
TRY	2.275	40,00%	11.01.2025	2.275	2.854
TRY	243.714	47,00%	14.01.2025	243.714	305.689
USD	437	2,75%	28.01.2025	15.417	19.337
EUR	1.181	2,75%	10.01.2025	43.385	54.418
Total				314.099	393.966

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As of 30 September 2025, the details of marketable securities acquired with reverse repo agreement are as following:

Currency Type	Foreign Currency Amount	Maturity	TRY Amount
TRY	9.279	1.10.2025	9.279
USD	681	1.10.2025	28.260
EUR	258	1.10.2025	12.551
GBP	257	1.10.2025	14.307
Total			64.397

As of 31 December 2024, the details of marketable securities acquired with reverse repo agreement are as following:

Currency Type	Foreign Currency Amount	Maturity	TRY Amount	TRY Amount (30.09.2025 On The Basis Of Purchasing Power)
TRY	11.569	2.01.2025	11.569	14.520
USD	1.635	2.01.2025	57.589	72.234
GBP	307	2.01.2025	13.585	17.040
Total			82.743	103.794

As of 30 September 2025 and 31 December 2024, maturity structure of time deposit is as following:

	30 September 2025	31 December 2024
Denizbank A.Ş.	9.212	8.726
Birleşik Fon Bankası A.Ş.	44	55
Yapı ve Kredi Bankası A.Ş.	1	1
	9.257	8.782

8. FINANCIAL INVESTMENTS**Short Term Financial Investments**

None (31 December 2024: None).

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Long Term Financial Investments

As of 30 September 2025 and 31 December 2024, the details of long term investments securities are as following;

	30 September 2025	31 December 2024
Financial assets as at fair value through profit or loss	28.869	28.869
	28.869	28.869

As of 30 September 2025 and 31 December 2024, the companies those are owned 20% or less directly or indirectly by the Parent Company and the fair value recognized in the income/(expense) statement, the share percentages and term profits / (losses) are as follows:

		30 September 2025				
		Ownership of the Net Group through investment securities			Investment securities	
Investment Securities	Amount	(Direct)	(Indirect)		Profit / (Loss) Before Taxes	Profit / (Loss) After Taxes
Müflis Marmara Bankası A.Ş.	(a-b) 14.559	4,56%	4,56%		-	-
Kıbrıs Diyalog Yayıncılık Limited	(a) 14.310	-	8,20%		(7.305)	(7.305)
Air Tour Turizm Sanayi ve Ticaret A.Ş.	(a-c) 237	0,49%	0,49%		(4.036)	(4.036)
Total	29.106					
Subsidiaries Impairment Provision	(237)					
	28.869					

		31 December 2024				
		Ownership of the Net Group through investment securities			Investment securities	
Investment Securities	Amount	(Direct)	(Indirect)		Profit / (Loss) Before Taxes	Profit / (Loss) After Taxes
Müflis Marmara Bankası A.Ş.	(a-b) 14.559	4,56%	4,56%		-	-
Kıbrıs Diyalog Yayıncılık Limited	(a) 14.310	-	8,20%		(9.717)	(9.717)
Air Tour Turizm Sanayi ve Ticaret A.Ş.	(a-c) 237	0,49%	0,49%		(1.062)	(1.062)
Total	29.106					
Subsidiaries Impairment Provision	(237)					
	28.869					

(a) Financial statements of these companies prepared according to the Turkish Commercial and Financial Code and has not been subject to limited audit/independent audit. In the evaluation of the fair value for the related companies the cost value method is not used because; Net Group Administration does not have sufficient current information for the evaluation of the fair values.

(b) There is no financial information about related company due to not reaching the company’s financial statements.

(c) This company is non-operative, so we set in the ratio of 100% provision for diminution in value at the accompanying consolidated financial statements. There is no setting provision related with Air Tour Turizm Sanayi ve Ticaret A.Ş. more than amount of sharing.

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9. FINANCIAL BORROWINGS

As of 30 September 2025 and 31 December 2024, the details of the short and long term financial borrowings are as following;

	30 September 2025	31 December 2024
Short term financial borrowing		
Liabilities relating to right of use assets	101.079	105.584
Financial borrowings with Turkish Lira	21.983	23.208
Financial borrowings with foreign currency	787.838	580.688
Current installment of long term financial borrowings with Turkish Lira	7.748	41.482
Current installment of long term financial borrowings with foreign currency	3.384.002	3.253.529
	4.302.650	4.004.491
Long term financial borrowings		
Financial borrowings with Turkish Lira	-	151
Financial borrowings with foreign currency	2.894.357	3.716.365
Liabilities relating to right of use assets	1.393.229	1.356.692
	4.287.586	5.073.208
	8.590.236	9.077.699

As of 30 September 2025 and 31 December 2024, the maturity breakdown of the financial borrowings are as following;

	30 September 2025	31 December 2024
Due within 0 - 1 year	4.302.650	4.004.491
Due within 1 - 2 years	2.016.076	2.005.863
Due within 2 - 5 years	1.773.097	1.045.225
Over 5 years	498.413	2.022.120
	8.590.236	9.077.699

As of 30 September 2025 the average effective interest rates of EUR and TRY bank borrowings are 8,36% and 31,75% (31 December 2024: EUR- 8,43%, TRY – 27,43%).

As of 30 September 2025 and 31 December 2024, the mortgages and guarantees given by Net Group for loans are disclosed in the notes 22.2.1 and 39.1.

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10. TRADE RECEIVABLES AND PAYABLES

10.1 Trade Receivables

As of 30 September 2025 and 31 December 2024, the details of trade receivables are as following;

	30 September 2025	31 December 2024
Trade receivables	892.059	851.087
Trade receivables from related parties (Note 6)	362	638
Notes receivables	103.175	35.423
Unearned interest from receivables (-)	(14.572)	(7.257)
Other trade receivables	-	93.368
Doubtful trade receivables	23.009	15.814
Provision for doubtful trade receivables (-)	(23.009)	(15.814)
	981.024	973.259

As of 30 September 2025 and 31 December 2024, the maturity schedule of notes receivables are as following:

	30 September 2025	31 December 2024
Overdue	22.613	1.183
Due within 30 days	73.769	30.185
Due within 31-60 days	6.013	2.101
Due within 61-90 days	400	842
Due within 91-120 days	380	139
Due within 121-150 days	-	139
Due within 151-180 days	-	139
Due within 181-210 days	-	139
Due within 211-240 days	-	139
Due within 241-270 days	-	139
Due within 271-300 days	-	139
Due within 301-330 days	-	139
	103.175	35.423

Management of Net Group does not evaluate overdue receivables as doubtful since a significant amount of these receivables are from important customers whom make regular payments. Details of receivables that are overdue but not impaired, is showed in Credit Risk Note 37.

As of 30 September 2025, TRY 30 thousand amount of note had been taken by Net Group for provisions of their trade receivables from their customers

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As of 30 September 2025 and 31 December 2024, the company based details of the doubtful receivables are as following;

	30 September 2025	31 December 2024
Beginning balance	15.814	18.458
Provision within period	-	72
Collected during the period	(631)	(392)
Inflation effect	(3.206)	(7.160)
Foreign currency conversion difference	11.032	4.836
Ending balance	23.009	15.814

10.2 Trade Payables

As of 30 September 2025 and 31 December 2024, the details of trade receivables are as following;

Short term

	30 September 2025	31 December 2024
Trade payables	2.526.186	2.500.338
Notes payables	1.319.722	731.941
Accrued expense due to contracts	17.735	14.240
Unearned interest on payables (-)	(70.550)	(47.289)
	3.793.093	3.199.230

As of 30 September 2025 and 31 December 2024 the maturity schedule of notes payable are as following:

	30 September 2025	31 December 2024
Due within 30 days	719.368	437.765
Due within 31-60 days	408.319	215.805
Due within 61-90 days	145.553	60.585
Due within 91-120 days	31.625	4.925
Due within 121-150 days	4.868	2.570
Due within 151-180 days	852	2.533
Due within 181-210 days	852	3.436
Due within 211-240 days	4.356	1.831
Due within 241-270 days	184	1.831
Due within 271-300 days	84	660
Due within 331-360 days	3.661	-
	1.319.722	731.941

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As of 30 September 2025 Net Group has received security bonds with the amount of USD 5.663 thousand, EUR 4.370 thousand, TRY 16.015 thousand from the suppliers for the fixed assets purchasing. (31 December 2024: USD 5.663 thousand, EUR 3.889 thousand and TRY 24.478 thousand).

Long term

	30 September 2025	31 December 2024
Notes payables	40.733	48.081
Unearned interest on notes payable (-)	(8.142)	(11.321)
	32.591	36.760

As of 30 September 2025 and 31 December 2024, the due terms of long term notes payables are in between 1 and 2 years.

11. RECEIVABLES AND PAYABLES FROM FINANCE SECTOR ACTIVITIES

As of 30 September 2025 and 31 December 2024, there are no receivables and payables from finance sector activities.

12. OTHER RECEIVABLES AND PAYABLES**12.1 Other Receivables****12.1.1 Receivables from Related Parties (Note 6)****Short Term**

As of 30 September 2025 and 31 December 2024, the details of due from related parties are as following;

	30 September 2025	31 December 2024
Due from related parties	22.330	6.096
	22.330	6.096

Long Term

	30 September 2025	31 December 2024
Receivables from participants	14.273	11.124
	14.273	11.124

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12.1.2 Other Receivables

As of 30 September 2025 and 31 December 2024, the details of other receivables are as following;

Short Term

	30 September 2025	31 December 2024
Other sundry receivables (*)	571.032	513.023
Deposits and guarantees given	14.350	8.099
Doubtful other receivables	9.579	12.015
Provision for doubtful other receivables (-)	(9.579)	(12.015)
	585.382	521.122

(*) As of 30 September 2025 and 31 December 2024, the details of the other sundry receivables based on companies are as following:

	30 September 2025	31 December 2024
Ağaoğlu Gayrimenkul Yatırım A.Ş. (a)	13.349	14.235
Other	557.683	498.788
	571.032	513.023

(a) It is composed of receivables consist of refund of land registry fee.

As of 30 September 2025 and 31 December 2024, the details of provision for other doubtful receivables based on company are as following:

	30 September 2025	31 December 2024
Bayındır İnşaat Turizm Ticaret ve Sanayi A.Ş. (b)	7.831	9.823
Other	1.748	2.192
	9.579	12.015

b) Net Group paid the loans of Bayındır İnşaat Turizm ve Sanayi A.Ş. due to guarantee letter provided on the behalf of Bayındır İnşaat Turizm ve Sanayi A.Ş. Then Net Group has receivables from Bayındır İnşaat Turizm ve Sanayi A.Ş. As of 16 July 2004, payment agreement was signed between Net Group and Bayındır İnşaat Turizm ve Sanayi A.Ş. Within the context of the signed agreement, as of 31 December 2003, the accumulated interest and the total receivables all together is USD 3.827 thousand , and as of 31 December 2009 it is TRY 5.762 thousand. Net Group, starting from 01 January 2004, at the first day of the every year’s one year’s interest amount calculated as $\text{libor} + 2,5\%$ is accrued and simple interest rate is calculated in the time period of the payback. The interest amount calculated until 31 December 2009 is USD 1.376 thousand equivalent to TRY 2.072 thousand. A payment of TRY 3 thousand was made on 31 December 2020.

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Net Group will collect the receivable in the frame of the signed agreement mutually. However, managers of the Net Group of companies including Parent Company have signed a Financial Restructuring Agreement (FRA) with Bayındır İnşaat Turizm ve Sanayi A.Ş. in the frame of Restructuring Loans to the Financial Sector and Law about the Amendments of Law, numbered 4743, in the extent of legislations in the Regulation about General Conditions of Financial Restructuring Framework Agreements which is issued by the Banking Regulation and Supervision Agency and Legislations in the Financial Restructuring General Pact. Net Group set provision for related receivables due to weakness of collectability in consolidated financial statements.

Movement schedule of provision for other doubtful receivables are as following:

	30 September 2025	31 December 2024
Beginning balance	12.015	17.348
Inflation effect	(2.436)	(5.333)
Ending balance	9.579	12.015

Long term

	30 September 2025	31 December 2024
Deposits and guarantees given	17.024	11.747
	17.024	11.747

12.2 Other Payables**12.2.1 Due to related parties (Note 6)**

As of 30 September 2025 and 31 December 2024, the details of due to related parties are as following;

	30 September 2025	31 December 2024
Due to related parties	9.051	9.389
Due to shareholders	589	7
	9.640	9.396

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12.2.2 Other Payables

As of 30 September 2025 and 31 December 2024, the details of other liabilities are as following;

Short term

	30 September 2025	31 December 2024
Taxes and dues payables	245.726	380.333
Deposits and guarantees received	-	314.555
Other sundry payables	417.571	467.387
	663.297	1.162.275

Long term

	30 September 2025	31 December 2024
Deposits and guarantees received	7.058	5.678
Other sundry payables	550.388	411.180
	557.446	416.858

13. PAYABLES FROM EMPLOYEE BENEFITS

As of 30 September 2025 and 31 December 2024, payables from employee benefits are as following;

	30 September 2025	31 December 2024
Due to personnel	393.035	325.236
Social security premiums payable	110.570	99.692
	503.605	424.928

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14. INVENTORIES

As of 30 September 2025 and 31 December 2024, the details of the inventories are as following;

	30 September 2025	31 December 2024
Raw materials	270.526	274.752
Merchandises	36.832	47.920
Other inventories (*)	217.415	161.128
Provision for diminution value of inventories (-)	-	(37)
	524.773	483.763

(*) Other inventories consist of operating supplies such as uniforms, linen, bar and kitchen utensils used in hotel operations.

As of 30 September 2025 and 31 December 2024, the details of the merchandises are as following;

	30 September 2025	31 December 2024
Book and stationery	16.444	13.772
Hotel and casino inventories	20.388	34.148
	36.832	47.920

As of 30 September 2025, amount of insurance on inventories is TRY 72.065 thousand.

As of 30 September 2025 and 31 December 2024, the movement schedule for diminution in value of inventories type as following;

	30 September 2025	31 December 2024
Beginning balance	37	26
Provision set within the period	-	27
Provisions canceled within the period	(29)	(9)
Inflation effect	(8)	(7)
Ending balance	-	37

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15. PREPAID EXPENSES AND DEFERRED INCOME

As of 30 September 2025 and 31 December 2024, the details of prepaid expenses are as following;

Short term prepaid expenses

	30 September 2025	31 December 2024
Prepaid expenses - short term (*)	220.375	245.893
Order advances given	153.612	132.295
Advances given for business purposes	226.538	316.264
Advances given to personnel	1.233	101
	601.758	694.553

(*) Prepaid expenses- short term are as following;

	30 September 2025	31 December 2024
Casino license fee (a)	131.240	49.472
Insurance expenses	52.550	56.997
Other	36.585	139.424
	220.375	245.893

(a) Consists of amount paid for casinos of Net Group in the Turkish Republic of Northern Cyprus for playing games of chance contract to TRNC Ministry of State Property and Supply Agency.

Long term prepaid expenses

	30 September 2025	31 December 2024
Advances given for tangible fixed assets (**)	344.097	652.998
Prepaid expenses - long term	39.962	20.568
	384.059	673.566

(**) Advances given for tangible fixed assets consist of the hotel investment expenses in the Turkish Republic of Northern Cyprus by Net Group.

Net Group as of 30 September 2025 has received amounting to USD 5.663 thousand, EUR 4.370 thousand and TRY 16.015 thousand security bonds from the companies which advance are given for tangible fixed assets (31 December 2024: USD 5.663 thousand, EUR 3.889 thousand and TRY 24.478 thousand).

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As of 30 September 2025 and 31 December 2024, the detail of deferred income is as following;

Short term deferred income

	30 September 2025	31 December 2024
Advances received (*)	2.395.153	1.006.103
Advances received from related parties	-	531
Deferred income - short term	4.619	8.298
	2.399.772	1.014.932

(*) Advances received consist of prepayments received from Net Group's casino customers in Cyprus and advances received from travel agencies for hotels.

Long term deferred income

	30 September 2025	31 December 2024
Deferred income - long term	150	138
	150	138

16. INVESTMENTS CONSOLIDATED BY EQUITY PICK UP METHOD

a. Equity Participations

None.

17. RIGHT OF USE ASSETS

As of 30 September 2025 and 31 December 2024 the details of the right of use assets and the movement table are as following;

	31.12.2023	Addition	Disposal	Foreign currency difference	31.12.2024	Addition	Foreign currency difference	30.09.2025
Buildings	6.624.061	710.080	(2.047.216)	(64.187)	5.222.738	129.626	61.817	5.414.181
	6.624.061	710.080	(2.047.216)	(64.187)	5.222.738	129.626	61.817	5.414.181
Accumulated Depreciation (-)								
Buildings	1.611.383	538.229	(352.279)	(50.040)	1.747.293	291.134	18.340	2.056.767
	1.611.383	538.229	(352.279)	(50.040)	1.747.293	291.134	18.340	2.056.767
Right of use asset, net	5.012.678	171.851	(1.694.937)	(14.147)	3.475.445	(161.508)	43.477	3.357.414

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18. INVESTMENT PROPERTIES

As of 30 September 2025 and 31 December 2024, the details of investment properties and movement schedule of investment properties are as following;

	31.12.2023	Addition	Disposal	Transfer	Fair value adjustment	31.12.2024	Addition	30.09.2025
Land	17.214.428	35.453	(5.690)	545.816	304.930	18.094.937	-	18.094.937
Buildings	5.760.276	499.496	-	-	(497.550)	5.762.222	26.033	5.788.255
Construction in progress of investment	1.024.160	15.918	-	-	-	1.040.078	-	1.040.078
Net Book Value	23.998.864	550.867	(5.690)	545.816	(192.620)	24.897.237	26.033	24.923.270

As of 30 September 2025, the investment properties are shown in the accompanying consolidated financial statements by adopting fair value method. Fair value assessment has been made for the investment properties mentioned in the financial statements by independent valuation specialists/experts who have the necessary professional knowledge and competence related to subject. The fair values of the properties owned by the Group; Market approach, Cost approach and Revenue approach methods are determined by the method which is the fair value of the related real estate.

There is not any restriction related to convert investment properties into cash or to collect the amount in the case of disposal of incomes. Purchase, construction or development expenses of investment properties are on Net Group with the title of owner, and the maintenance, repair and redevelopment expenses belong to the tenant. There are not direct operating expenses, related to investment properties, incurred during the period. No declaration has been made because of an occurrence of any foreign exchange differences in the presentation of investment properties book value confirmation. As of 30 September 2025 the fair value hierarchy of investment properties subjected to appraisal value by Net Group and relevant is asset are seen at Level 2, and there are not any of transfer between Level 1 and Level 2 in current period.

The amount of mortgage given on investment properties is as explained in note 39.1.

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19. TANGIBLE FIXED ASSETS

As of 30 September 2025 and 31 December 2024, the details of tangible fixed assets and movement schedule of tangible fixed assets are as following;

	31.12.2023	Addition	Disposal	Foreign currency conversion	Transfer	Fair Value	Addition to Consolidation (*)	31.12.2024	Addition	Disposal	Foreign currency conversion	30.09.2025
Land	4.123.007	86.376	(11.229)	(139.934)	(548.961)	(2.552.031)	-	957.228	17.527	-	(29.140)	945.615
Land improvements	125.279	212.158	-	-	24.336	820	-	362.593	16.743	-	-	379.336
Buildings	56.002.373	1.561.229	-	(6.460)	4.655.411	5.739.022	3.944.062	71.895.637	1.924	-	70.440	71.968.001
Machinery	895.606	579.826	(39.933)	(100.678)	111.788	-	2.445	1.449.054	99.297	-	49.464	1.597.815
Vehicles	819.595	215.860	(62.173)	(30.573)	-	-	-	942.709	92.446	(39.287)	9.405	1.005.273
Fixtures and fittings	8.114.271	1.366.576	(953.567)	(171.695)	259.050	-	12.888	8.627.523	1.127.780	(49.290)	45.908	9.751.921
Leasehold improvements	1.336.361	287.716	(841.297)	(29.441)	-	-	-	753.339	5.402	-	63.104	821.845
Construction in progress	2.415.909	3.748.277	-	-	(5.047.440)	-	49.284	1.166.030	3.128.837	-	6.821	4.301.688
Total	73.832.401	8.058.018	(1.908.199)	(478.781)	(545.816)	3.187.811	4.008.679	86.154.113	4.489.956	(88.577)	216.002	90.771.494
Accumulated Depreciation (-)												
Land improvements	61.136	12.983	-	-	-	-	4.009	78.128	45.459	-	-	123.587
Buildings	7.054.243	3.493.669	-	(13.813)	-	-	24.432	10.558.531	1.564.878	-	10.967	12.134.376
Machinery	494.931	154.217	(33.113)	(27.094)	-	-	2.782	591.723	130.296	-	26.200	748.219
Vehicles	304.677	66.511	(29.804)	(9.034)	-	-	49	332.399	61.251	(26.235)	4.475	371.890
Fixtures and fittings	4.795.911	838.017	(643.697)	(83.494)	-	-	43.444	4.950.181	750.074	(47.728)	33.834	5.686.361
Leasehold improvements	769.320	38.499	(373.511)	(16.114)	-	-	27.393	445.587	29.032	-	7.445	482.064
Total	13.480.218	4.603.896	(1.080.125)	(149.549)	-	-	102.109	16.956.549	2.580.990	(73.963)	82.921	19.546.497
Net Book Value	60.352.183	3.454.122	(828.074)	(329.232)	(545.816)	3.187.811	3.906.570	69.197.564	1.908.966	(14.614)	133.081	71.224.997

As of 30 September 2025, net value of Net Group’s lands, buildings and land improvements that are classified as tangible fixed assets, are stated as TRY 61.034.989 thousand (31 December 2024: TRY 62.578.799 thousand) in the accompanying consolidated financial statements by adopting fair value method. The investment properties (except lands and buildings) are shown in the attached consolidated financial statements by deducting the accumulated depreciation from the acquisition cost (cost method). Fair value assessment has been made for the investment properties mentioned in the financial statements by independent valuation specialists/experts accredited by the Capital Market Board who have the necessary professional knowledge and competence related to subject. The fair values of the properties owned by the Group; Market approach, Cost approach and Revenue approach methods are determined by the method by which the fair value of the related real estate can be accurately determined. As of 30 September 2025 the fair value hierarchy of investment properties subjected to appraisalment value by Net Group and relevant is asset are seen at level 2, and there are not any of transfer between level 1 and level 2 in current period. As of 30 September 2025, construction in progress composed of Net Groups’ hotel expenditures in TRNC. As of report date, the total amount of insurance on tangible fixed assets and investment property is TRY 30.167.284 thousand. The amount of mortgage given on tangible fixed assets is as explained in note 39.1.

(*) Net Holding Anonim Şirketi has acquired all of the shares of its subsidiaries Azerşans Müessesesi in the accounting period ending on 31 December 2024 and the Company has been fully consolidated within the scope of 100% subsidiaries. The relevant amount represents the entries that occurred due to the inclusion of Azerşans Müessesesi in the scope of consolidation.

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20. INTANGIBLE FIXED ASSETS

As of 30 September 2025 and 31 December 2024, the details and movement schedule of intangible fixed assets are as following;

	31.12.2023	Addition	Disposal	Foreign currency conversion	31.12.2024	Addition	Foreign currency conversion	30.09.2025
Rights	54.581	113.982	(1.286)	(3.031)	164.246	102.709	6.805	273.760
Cyrpto Assets (*)	718.585	1.672	-	-	720.257	-	-	720.257
Other intangible fixed assets	4.221	7.777	(720)	-	11.278	5.643	-	16.921
Total	777.387	123.431	(2.006)	(3.031)	895.781	108.352	6.805	1.010.938
Accumulated Depreciation (-)								
Rights	46.831	9.493	(1.286)	(1.575)	53.463	9.030	2.924	65.417
Other intangible fixed assets	541	1.707	(6)	-	2.242	1.988	-	4.230
Total	47.372	11.200	(1.292)	(1.575)	55.705	11.018	2.924	69.647
Net Book Value	730.015	112.231	(714)	(1.456)	840.076	97.334	3.881	941.291

As of 30 September 2025, there are no internally generated tangible and intangible fixed assets of Net Group (31 December 2024: None).

As of 30 September 2025, the amount of insurance on intangible assets is none.

(*) The Group has a crypto asset (bitcoin) classified as intangible assets. In the valuation of the related assets, the last closing price on 30 September 2025 (30.09.2025: 1.680.752 thousand TRY) was compared with the cost price and the lower amount was reflected in the financial statements.

Quantitative movement chart of crypto assets is as follows (Amounts are shown in BTC).

Crypto Asset Amount	31.12.2023	Addition	Disposal	31.12.2024	Addition	Disposal	30.09.2025
Bitcoin (BTC) - Amount	352,0279	0,641838	-	352,669738	-	-	352,669738

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21. GOVERNMENT INCENTIVES AND GRANTS

None.

22. COMMITMENTS, CONTINGENT LIABILITIES AND ASSETS

As of 30 September 2025 and 31 December 2024, commitments, contingent assets and liabilities are as following;

22.1 Provisions for Payables

Short term

	30 September 2025	31 December 2024
Provision for litigation	-	483
Other	263	550
	263	1.033

Litigation provision action table as follows;

	30 September 2025	31 December 2024
Opening balance	483	697
Provision cancelled	(385)	-
Inflation effect	(98)	(214)
Ending balance	-	483

22.2 Contingent Assets and Liabilities

22.2.1 Off-balance sheet liabilities

	Type	Period	Given For	Given To	30.09.2025	31.12.2024
Shares given as collateral	Equity shares	Various	*	**	27.775	34.839
Letters of guarantees	Guarantee	Various	*	**	352.361	352.037
Guarantees given	Note	Various	*	**	3.269.000	3.047.196
Real estates given as collateral	Mortgage	Various	*	**	23.552.539	22.567.886
					27.201.675	26.001.958

(*) Provided for loans used by Net Group.

(**) Provided to various banks and financial institutions.

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22.2.2 Guarantees Received

As of 30 September 2025, guaranteed bill of exchange which is taken as guarantee within context of the agreements signed with third parties by Net Group. These guaranteed bills are composed of EUR 4.370 thousand, USD 5.663 thousand and TRY 16.045 thousand (31 December 2024: EUR 5.663 thousand, USD 3.889 thousand and TRY 24.478 thousand).

As stated in note 39.5, there is construction mortgage and guarantees amounting to TRY 100.000 thousand in favor of Net Holding A.Ş. on all lands transferred to Ağaoğlu Companies Group within the signed agreement “Net Milas Tourism and Real Estate Development Project” between Ağaoğlu Companies Group and Net Group. This mortgage is a guarantee for completion of the project.

Net Holding A.Ş., received TRY 350 thousand of real estate in Kestel Village of Alanya, Antalya which belongs to Ünivestar Yatırım Emlak Danışmanlık İnşaat Limited Şirketi against receivables from Ayt Hava Taşımacılık Turizm İnşaat ve Ticaret A.Ş.

22.3 Guarantee / Security / Mortgage

As of 30 September 2025 and 31 December 2024, schedule of guarantees / security / mortgage (GSM) position is as following:

Guarantees, security and mortgage (GSM) given by the Company	30.09.2025	31.12.2024
A. Total Amount of GSM Given On Behalf Of Legal Entity	52.887	50.840
B. Total Amount of GSM Given For Partnerships Which Included In Full Consolidation	3.834.038	3.637.059
C. Total Amount of GSM Given For The Purpose Of Guaranteeing Third Party Loans to Carry The Regular Trade Activities	None	None
D. Total Amount of Other GSM Given		
i. Total Amount of GSM Given for The Parent Company	None	None
ii. Total Amount of GSM Given for Other Group Companies Not Included In B and C Clauses	None	None
iii. Total Amount of GSM Given for Third Parties Not Included In C Claus	None	None
	3.886.925	3.687.899

As of 30 September 2025 ratio of other GSM given by the company to shareholders equity is 0% (As of 31 December 2024: 0%)

23. COMMITMENTS

None.

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24. PROVISIONS FOR EMPLOYEE BENEFITS

As of 30 September 2025 and 31 December 2024, provided short term and long term benefits to employees are as following;

Provisions for employee benefits short term

	30 September 2025	31 December 2024
Provision for annual vacation	247.182	226.498
	247.182	226.498

Provisions for employee benefits long term

	30 September 2025	31 December 2024
Severance pay provision	86.548	64.026
	86.548	64.026

Movement schedule of severance pay provision is as following;

	01.01.- 30.09.2025	01.01.- 31.12.2024
Opening balance	64.026	49.157
Cost of services	25.502	31.476
Cost of interest	1.929	937
Foreign currency conversion differences	9.753	2.362
Current term payment	(1.069)	(3.441)
Actuarial profit / (loss)	(613)	(1.356)
Inflation effect	(12.980)	(15.109)
Closing balance	86.548	64.026

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25. OTHER ASSETS

25.1 Other current assets

As of 30 September 2025 and 31 December 2024, the detail of other current assets are as following;

	30 September 2025	31 December 2024
VAT carried forward	577.845	478.420
VAT deductible in next months	970	58
	578.815	478.478

25.2 Other non-current assets

As of 30 September 2025 and 31 December 2024, the detail of other non-current assets are as following;

	30 September 2025	31 December 2024
VAT deductible in next years	-	12.769
	-	12.769

26. SHAREHOLDERS’ EQUITY

26.1 Paid in Capital

Shareholders	30.09.2025		31.12.2024	
	Amount	Ratio	Amount	Ratio
Net Holding Anonim Şirketi	38.622	7,72%	32.254	6,45%
Publicly held and other shareholders	461.378	92,28%	467.746	93,55%
Nominal-capital	500.000	100%	500.000	100%
Inflation adjustment differences in shareholders’ equity	10.939.940		10.939.940	
Total	11.439.940		11.439.940	

A Group shares have privileges. According to the main agreement of the company, majority or more than half of the board members are to be elected from the candidates elected by A Group shareholders.

As of 30 September 2025, the shares which named NTHOL of the Parent Company owned by the Net Group, amounting to TRY 27.775 thousand have been pledged as collateral for various financial institutions..

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26.2 Share premiums / (discounts)

	30 September 2025	31 December 2024
Share premiums / (discounts)	(433.958)	(433.958)
	(433.958)	(433.958)

26.3 Legal Reserves

In the legal book, the accumulated profits can be distributed and except the claim related legal reserves stated below.

The legal reserves consist of first and second reserves, appropriated in accordance with the Turkish Commercial Code. The code stipulates that the first legal reserve is appropriated out of statutory profits at the rate of 5% per annum, until the total reserve reaches 20% of the company's paid-in share capital. The second legal reserve is appropriated at the rate of 10% per annum of all cash distributions in excess of 5% of the paid -in share capital. Under the Turkish Commercial Code, the legal reserves can only be used to offset losses and are not available for any other usage unless they exceed 50% of paid-in share capital.

	30 September 2025	31 December 2024
Legal reserves	356.781	356.781
Legal reserves according to treasury share disclosure (*)	804.179	518.272
	1.160.960	875.053

(*) Net Group is a member of the CMB in accordance with Article 20 of the Communiqué No. II-22.1 on Repurchased Shares. Pursuant to the article, as of 30 September 2025, it follows TRY 804.179 thousand in the "Restricted reserves separated from profit" account (31 December 2024: TRY 518.272 thousand).

Based on the transactions whose clearing was completed between 01 January - 30 September 2025 within the scope of the buy-back transactions, a total of TRY 6.368.295 nominal value shares, corresponding to 1,27% of the Company's capital, were repurchased by paying a total price of TRY 285.907 (thousand. purchase price of TRY 264.006).

26.4 Foreign currency conversion difference

	30 September 2025	31 December 2024
Foreign currency conversion difference	(275.169)	(456.806)
	(275.169)	(456.806)

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26.5 Minority interests

	30 September 2025	31 December 2024
Opening balance	3.888.611	2.738.381
Change in minority interests	408.239	1.150.230
Closing balance	4.296.850	3.888.611

	30 September 2025	31 December 2024
Minority interest profit / (loss), net	325.197	405.181

26.6 Actuarial Gain (Loss) From Retirement Pay Provision

	30 September 2025	31 December 2024
Actuarial gain / (loss) from retirement pay provision	(5.033)	(4.574)
	(5.033)	(4.574)

26.7 Retained Earnings / Losses

Listed companies are subject to dividend requirements regulated by the CMB as follows: Share of profit guideline was prepared in accordance with the article II-19.1 of capital market board share of profit statement which became valid on 1 February 2014. Share of profit guideline and statement’s regulations are summarized in the below.

Distribution of margin will be determined by the Profit General assembly and will be distributed by the decision at general assembly within the scope share of profit. Shareholders not only determine share of profit distribution policy but also decide whatever or not to distribution of profit margin. In this context distribution at profit margin is optional in principle. Capital Market Board will be able to determine difference essentials related to share of profit distribution policy in accordance with the campaigns qualifications.

In the dividend policy of shareholders, the topics in below are regulated:

- -If dividends are paid or not,
- -Dividend ratio and the accounts to which ratios applied,
- -Payment methods and time,
- -If dividends paid in cash or as bonus share distribution (for publicly-traded companies)
- -If advance dividends are distributed or not.

The upper limit of dividends to be distributed is equal to the related resources’ distributable profit amount in legal records. Profit share is divided equally to current shares as the date of distribution.

Dates of acquisition and issuance of the shares are not taken into account. According to Turkish Commercial Code, it cannot be decided to allocate another reserve fund and transfer the profit to the next year if the reserve fund required allocating and profit share that is foreseen in master contract and dividend policy are not distributed.

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On condition that taking place in the articles of association, profit share can be given to privileged shareholders or redeemed shareholders, member of board of directors, employees and other persons who are not shareholders. However, it cannot be paid dividend to privileged shareholders, redeemed shareholders, member of board of directors, employees and other persons unless profit share is paid in cash to shareholders. If there are no principles about the amount of profit share paid to other persons apart from the shareholders in policy, the amount to be distributed to others should be maximum $\frac{1}{4}$ of profit share distributed to shareholders (excluding privileged shares)

The New Capital Markets Law, and thus the new Communiqué, allows partnerships to make donations. However, this is required to be a provision in the articles of association. While the amount of donations can be determined by the general assemblies, the CMB may impose an upper limit.

Publicly-traded companies release these:

- Proposal regarding to dividend distribution board of directors,
- Regarding to dividend distribution advance of the board of directors,
- Statement of profit distribution or dividend advance distribution table,

It is compulsory to announce statement as profit appropriation latest the day that announced subject general assembly.

26.8 Revaluation of Tangible Assets

Revaluation funds are comprised from the buildings and lands over indexed value and the deferred tax calculated from the value exceeding indexed value. Net Group’s buildings and lands are stated in the financial statements at expertise value determined by 1A Grup Gayrimenkul Değerleme ve Danışmanlık Anonim Şirketi as of 30 December 2024.

Tangible assets revaluation funds part belonging to parent shareholder is stated as below:

	30 September 2025	31 December 2024
Expertise values over indexed value	51.198.260	44.281.042
Deferred tax liabilities	(11.974.168)	(10.348.622)
Minority interests	(7.542.452)	(2.250.780)
Total	31.681.640	31.681.640

26.9 Treasury Shares

If an entity reacquires its own equity instruments, those instruments (“treasury shares”) shall be deducted from equity. No gain or loss shall be recognized in profit or loss on the purchase, sale, issue or cancellation of an entity’s own equity instruments. Consideration paid or received shall be recognized directly in equity.

	30 September 2025	31 December 2024
Treasury shares	804.179	518.272
	804.179	518.272

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26.10 Additional Information on Capital, Reserves and Other Equity Items

The comparison of the Group's equity items restated for inflation in the consolidated financial statements as of 30 September 2025 with the restated amounts in the financial statements prepared in accordance with the Tax Procedure Law is as follows:

	Inflation adjusted amounts in the financial statements prepared in accordance with the Tax Procedure Law	According to inflation in the financial statements prepared in accordance with IAS/IFRS Financial Statements	Difference recognized in accumulated losses
Adjustment to Share Capital	23.767.884	10.939.940	12.827.944
Share premium	(556.924)	(433.958)	(122.966)
Restricted Reserves	831.029	1.160.960	(329.931)
			12.375.047

27. REVENUE AND COST OF SALES

27.1 Revenue

The details of sales for the periods ended at 30 September 2025 and 2024 are as following:

	01.01.- 30.09.2025	01.01.- 30.09.2024	01.07.- 30.09.2025	01.07.- 30.09.2024
Hotel accommodation income	3.910.180	3.042.853	1.521.854	818.116
Casino income	13.663.814	13.017.466	5.024.407	4.739.793
Newspaper, book and stationery sales income	36.467	38.933	12.946	12.475
Car renting and parking income	72.373	56.882	47.469	23.938
Other sales income	26.065	246.339	495	235.300
	17.708.899	16.402.473	6.607.171	5.829.622
Sales returns and discounts (-)	(61.519)	(41.026)	(27.198)	(14.985)
Sales income, net	17.647.380	16.361.447	6.579.973	5.814.637

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27.2 Cost of sales(-)

The details of cost of sales for the periods ended at 30 September 2025 and 2024 are as following;

	01.01.- 30.09.2025	01.01.- 30.09.2024	01.07.- 30.09.2025	01.07.- 30.09.2024
Hotel accommodation costs	2.910.567	2.868.737	1.175.762	1.152.524
Casino operating costs	6.528.162	5.634.988	2.283.371	2.242.358
Newspaper, book and stationery sales costs	29.874	32.443	10.400	10.928
Car renting and parking costs	80.556	57.788	28.216	23.417
Other sales income	8.588	28.754	4.944	3.682
Depreciation expenses	2.071.098	3.122.584	538.788	1.356.529
	11.628.845	11.745.294	4.041.481	4.789.438

28. GENERAL ADMINISTRATIVE EXPENSES AND MARKETING EXPENSES

	01.01.- 30.09.2025	01.01.- 30.09.2024	01.07.- 30.09.2025	01.07.- 30.09.2024
General administrative expenses	1.981.941	1.954.377	688.729	809.494
Marketing expenses	217.427	224.894	86.347	81.032
	2.199.368	2.179.271	775.076	890.526

28.1 General administrative expenses

The details of general administrative expenses for the periods ended at 30 September 2025 and 2024 are as following;

	01.01.- 30.09.2025	01.01.- 30.09.2024	01.07.- 30.09.2025	01.07.- 30.09.2024
Depreciation expenses	809.429	1.003.224	269.285	531.146
Personnel expenses	572.528	406.201	217.460	167.657
Tax and duties expenses	354.125	295.403	108.715	91.832
Consultancy expenses	51.750	37.526	15.487	13.341
Insurance expenses	42.409	39.583	16.285	11.454
Repair - maintenance expenses	32.648	42.805	8.925	2.867
Representation and travelling expenses	26.272	39.378	10.225	14.090
Electricity, water and gas expenses	18.039	20.754	3.995	3.514
Fuel expenses	16.317	25.264	4.522	9.002
Food and beverage expenses	1.074	24.381	357	8.545
Doubtful receivables provision expenses	-	69	-	(14)
Other expenses	57.350	19.789	33.473	(43.940)
	1.981.941	1.954.377	688.729	809.494

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28.2 Marketing expenses

The details of marketing expenses for the periods ended at 30 September 2025 and 2024 are as following;

	01.01.- 30.09.2025	01.01.- 30.09.2024	01.07.- 30.09.2025	01.07.- 30.09.2024
Advertisement and recommendation expenses	171.981	188.635	66.857	68.610
Personnel expenses	23.546	23.577	8.208	7.902
Representation expenses	7.521	4.162	4.003	2.732
Depreciation expenses	2.615	1.052	840	498
Other expenses	11.764	7.468	6.439	1.290
	217.427	224.894	86.347	81.032

29. EXPENSES ACCORDING TO QUALIFICATIONS

Details of their qualities which are marketing expenses and general administrative expenses for the periods ended at 30 September 2025 and 2024 are as following;

	01.01.- 30.09.2025	01.01.- 30.09.2024	01.07.- 30.09.2025	01.07.- 30.09.2024
Depreciation expenses	812.044	1.004.276	270.125	531.645
Personnel expenses	596.074	429.778	225.668	175.559
Tax and duties expenses	354.125	295.403	108.715	91.832
Advertisement and recommendation expenses	171.981	188.635	66.857	68.610
Consultancy expenses	51.750	37.526	15.487	13.341
Insurance expenses	42.409	39.583	16.285	11.454
Representation and travelling expenses	33.793	43.540	14.228	16.822
Repair - maintenance expenses	32.648	42.805	8.925	2.867
Electricity, water, gas expenses	18.039	20.754	3.995	3.514
Fuel expenses	16.317	25.264	4.522	9.002
Food and beverage expenses	1.074	24.381	357	8.545
Doubtful receivables provision expenses	-	69	-	(14)
Other expenses	69.114	27.257	39.912	(42.651)
	2.199.368	2.179.271	775.076	890.526

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The details of depreciation expenses based on accounts that occurred on the periods ended at 30 September 2025 and 2024 are as following;

	01.01.- 30.09.2025	01.01.- 30.09.2024	01.07.- 30.09.2025	01.07.- 30.09.2024
Cost of sales	2.071.098	3.122.584	538.788	1.356.529
General administrative expenses	809.429	1.003.224	269.285	531.146
Marketing expenses	2.615	1.052	840	498
	2.883.142	4.126.860	808.913	1.888.173

30. OTHER OPERATING INCOME / EXPENSES**30.1 Other operating income**

The details of other operating income for the periods ended at 30 September 2025 and 2024 are as following;

	01.01.- 30.09.2025	01.01.- 30.09.2024	01.07.- 30.09.2025	01.07.- 30.09.2024
Foreign exchange income from commercial activities	356.623	475.665	83.011	190.558
Rent income	6.823	42.755	2.826	37.124
Rediscount income	86.271	69.403	(20.326)	(1.021)
Insurance compensation income	14.727	14.698	7.653	4.274
Incentive income	3.429	3.469	1.810	1.191
Provisions no longer required	4.259	207	125	(51)
Other	17.259	268.781	4.221	19.979
	489.391	874.978	79.320	252.054

30.2 Other operating expenses

The details of other operating expenses for the periods ended at 30 September 2025 and 2024 are as following;

	01.01.- 30.09.2025	01.01.- 30.09.2024	01.07.- 30.09.2025	01.07.- 30.09.2024
Rediscount expenses	70.818	58.450	698	4.205
Foreign exchange expenses from commercial activities	535.256	54.348	148.538	(125.564)
Other	9.040	937	3.781	506
	615.114	113.735	153.017	(120.853)

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31. INVESTMENT ACTIVITIES INCOME / EXPENSES

31.1 Investment activities income

The details of investment activities income for the periods ended at 30 September 2025 and 2024 are as following;

	01.01.- 30.09.2025	01.01.- 30.09.2024	01.07.- 30.09.2025	01.07.- 30.09.2024
Gain on sale of fixed assets	4.545	7.063	-	7.063
Rent income from investment properties	23.018	6.630	7.090	1.235
Due date differences income from other receivables	4.891	3.644	1.851	(14.578)
	32.454	17.337	8.941	(6.280)

31.2 Investment activities expenses

The details of investment activities expense for the periods ended at 30 September 2025 and 2024 are as following;

	01.01.- 30.09.2025	01.01.- 30.09.2024	01.07.- 30.09.2025	01.07.- 30.09.2024
Loss on sale of fixed assets	6.884	165.001	1.220	3.079
Loss on sales of participation	10.049	-	-	-
	16.933	165.001	1.220	3.079

32. FINANCIAL INCOME / (EXPENSES)

32.1 Financial income

The details of financial income for the periods ended at 30 September 2025 and 2024 are as following;

	01.01.- 30.09.2025	01.01.- 30.09.2024	01.07.- 30.09.2025	01.07.- 30.09.2024
Foreign exchange gains	157.816	1.145.330	37.920	313.987
Repo, stock, bond and interest income	199.520	191.087	75.775	56.106
	357.336	1.336.417	113.695	370.093

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32.2 Financial expenses

The details of financial expenses for the periods ended at 30 September 2025 and 2024 are as following;

	01.01.- 30.09.2025	01.01.- 30.09.2024	01.07.- 30.09.2025	01.07.- 30.09.2024
Foreign exchange losses	2.189.482	2.408.389	351.486	985.183
Interest and commission expenses on loans	1.237.890	1.430.164	448.177	73.103
Other financial expenses	117.644	53.768	24.928	11.936
	3.545.016	3.892.321	824.591	1.070.222

33. CURRENT ASSETS HELD FOR SALE AND DISCONTINUED OPERATIONS

33.1 Current assets held for sale

None (01 January – 31 December 2024 - None).

33.2 Liabilities for assets held for sale

None (01 January – 31 December 2024 - None).

33.3 Discontinued operations

None (01 January – 31 December 2024 - None).

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34. TAX ASSETS AND LIABILITIES (INCLUDING DEFERRED TAX ASSETS AND LIABILITIES)

Deferred Tax Assets and Liabilities

Net Group recognizes deferred tax assets and liabilities based on temporary differences arising between the financial statements as reported in accordance with IFRS and the statutory tax financial statements. Deferred income taxes are calculated on temporary differences that are expected to be realized or settled based on taxable income in coming years under the liabilities method using a principal tax rate.

The accumulated temporary differences and deferred tax assets and liabilities as of the reporting date using the current tax rate is as follows:

	30 September 2025		31 December 2024	
	Cumulative temporary difference	Deferred tax	Cumulative temporary difference	Deferred tax
<u>Deferred tax assets</u>				
Severance pay and vacation provisions	319.700	67.344	283.397	62.434
Provision for doubtful receivables expense	46.330	7.048	44.762	6.879
Receivables rediscount	14.572	3.458	8.586	2.068
Expense accrual	54.469	11.646	43.591	10.898
Accrual of interest on financial liabilities	49.558	11.567	43.177	10.005
Foreign currency valuation	30.791	7.243	34.908	8.388
		108.306		100.672
<u>Deferred tax liabilities</u>				
Tangible and intangible assets (Except land, buildings, infrastructure and land improvements)	(13.672.881)	(3.249.028)	(14.346.311)	(3.399.965)
IFRS 16 adjustments effect	(1.859.805)	(435.834)	(1.985.887)	(469.514)
Revaluation surplus of land and buildings (Tangible Fixed Assets)	(51.235.937)	(11.979.820)	(51.198.260)	(11.974.168)
Revaluation surplus of land and buildings (Investment properties)	(17.960.932)	(4.240.503)	(17.960.932)	(4.240.503)
Debt rediscount	(78.692)	(18.554)	(58.609)	(13.001)
Provision for diminution value of inventories	(20.809)	(4.969)	(1.388)	(344)
Other	(9.801)	(2.387)	(32.682)	(8.276)
		(19.931.095)		(20.105.771)
Deferred tax assets /(liabilities)		(19.822.789)		(20.005.099)

As of 30 September 2025 and 31 December 2024, tax provision for the period in consolidated balance sheets are as following;

	30 September 2025	31 December 2024
Provision for corporation tax	720.647	519.003

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For the periods ended at 30 September 2025 and 2024, tax income / (expense) in consolidated income statements are as following;

	01.01.- 30.09.2025	01.01.- 30.09.2024	01.07.- 30.09.2025	01.07.- 30.09.2024
<u>Income Statement</u>				
Corporation tax provision	(720.647)	(425.358)	(473.328)	(57.383)
Deferred tax income/(expense)	186.425	(177.038)	(14.262)	(136.289)
Income tax	(534.222)	(602.396)	(487.590)	(193.672)

Details of deferred tax confirmation are as following;

	01.01.- 30.09.2025	01.01.- 30.09.2024
Beginning balance	20.005.099	17.382.155
Foreign currency conversion differences	4.268	929.266
<u>Deferred taxes recognized under equity</u>		
<i>Fair value of tangible fixed assets</i>	-	390.742
<i>Actuarial profit of the calculation on severance pay provision</i>	(153)	439
Current period deferred tax income / (expenses), net	(19.822.789)	(18.879.640)
Deferred tax assets / (liabilities), net	186.425	(177.038)

Turkish Corporation Tax does not allow declare tax from the consolidated financial statements of Parent Company with affiliates and subsidiaries. Because of this reason, the provided taxes in the accompanying financial statements are calculated per company separately.

Following period of the Net Group, increasing of profitability predicted and that depending on the deferred tax asset accounts subject to the be the greatest support and financial statement note 39.5 described in Net Milas Tourism and Real Estate Development Project signed Sales Promise and Revenue Sharing Agreement specified in the 19% net revenues in the period following shares are transferred to the accounts of Group.

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Corporation Tax

Parent Company is subject to taxation in accordance with the tax procedures and the legislation effective in Turkey. Turkish Corporation Tax, numbered 5520, dated 21 June 2006, published in Official Gazette numbered 26205 and become valid. This legislation became effective from 01 January 2006.

As of 2025, The Corporation Tax rate is 25% (2024: 25 %)

Corporation Tax Base is calculated by addition of tax disallowed expenses to and deduction of tax exempt income from the profit disclosed in the statutory income per business period. There is no other tax is obligated unless the profit is distributed.

The minimum corporate tax rate to be applied as of 1 January 2025 is 10% and entered into force with the Law No. 7524 dated 2 August 2024.

In Turkey, advance tax is calculated and accrued three times a year on a quarterly basis. Corporations are required to pay advance corporation tax 25% beginning on 2025. (2024: % 25).

The corporate tax return shall be submitted to the tax office of the taxpayer from the first day of the fourth month following the close of the accounting period until the evening of the thirtieth day and the balance remaining after the provisional taxes paid as of quarterly periods are deducted from the Corporate Tax liabilities for that year shall be paid until the end of the month in which the return is submitted.

As of years Corporation Tax portions are as following:

2025	%25
2024	%25

The tax rate of Cyprus companies subject to consolidation is 23,5% according to K.K.T.C. tax regulations, the tax rate of Azerbaijan companies is 20% according to Azerbaijan tax regulations, the tax rate of Croatia companies is 18% according to Croatia tax regulations, the tax rate of Bulgaria companies is 10%, the tax rate of Montenegro companies is 15% according to Montenegro tax regulations

There are some exceptions on Corporation Tax Law. These exceptions that company will possibly utilized, is explained as below;

Affiliation Privilege

The dividend income (excluding the participation certificates of investment funds and profit shares derived from the share certificates of investment trusts) derived by entities from the participation in the capital of another resident entity is exempt from corporate tax.

Issue Premium Exception

The Premium income provided by the disposing of stocks, formed whiles the establishments of Incorporated Companies or while increasing their capital, below their nominal values is an exemption from Corporation tax.

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The Real Estate and Subsidiaries Share Sales Gain Exemption

75% of the gains arising from the sale of participation shares, preemptive rights, founding shares and usufruct shares that have been included in the assets of corporations for at least two full years are exempt from corporate tax. For immovable properties acquired before 15 July 2023, the effective date of Law No. 7456, the corporate tax exemption on the sale of immovable properties continues to be 25%, and the corporate tax exemption on the sale of immovable properties acquired after this date has been completely abolished.

In order to benefit from exemption, the questioned income should be kept in a fund account in liabilities and should not be removed of operation during 5 years. The sale price should be received at the end of the following 2nd calendar year. Corporations getting income from the sale of such kind of values they own, like Stocks and bonds and real estate trading and renting are beyond the scope of exemption.

Tax provision confirmation in the consolidated income statements of Net Group for the periods ending on 30 September 2025 is as following;

	01.01.- 30.09.2025
Statutory profit / (loss) (*)	3.770.144
Exemptions and discounts to be deductible	(158.836)
Retained losses	(16.077)
Available investment allowance	(113.841)
Current period profit	3.481.390
Current period tax rate	10%-20%-23,5-25%
Current period tax provision	720.647

(*) Tax provision has been calculated for only those who make profit from companies within the scope of full consolidation.

As of 30 September 2025 and 31 December 2024, Net Group’s assets relevant current tax is as following;

	30 September 2025	31 December 2024
Prepaid taxes	1.038.768	1.017.759
	1.038.768	1.017.759

Investment Discount Exemption

Post abolishment of the law numbered 5479 temporary 69th article is added to Income Tax Legislation related investment incentive.

According to this execution, Income and Corporation Taxpayers;

a) As of 31 December 2005, its existence is subject and the investment incentive amount that was not able to be deducted from 2005 earnings,

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b) In the extent of investment incentive certificate which were issued and based on the application before 24 April 2003, ante abolishment of Income Tax Legislation numbered 193 and dated 09/04/2003 and law numbered 4842, in the extent of certificate the commenced investment projects relying on 1, 2, 3, 4, 5 and 6th the article of appendix and the ones commenced after 01/01/2006,

c) In the extent of abolished 19th article of Income Tax Legislation numbered 193, they started investments prior to 01/01/2006, in terms of economical and technical completeness the ones started post the date,

In terms of regulatory provisions effective on 31 December 2005, calculated amounts of exemptions from investment incentive, again in the extent of legal provisions valid on 31 December 2006 (including tax portion related legal provisions) can be deducted merely from earnings of 2006, 2007 and 2008. Regarding investment incentive, Constitutional Law is contradicted with the phrase “...merely from earnings of 2006, 2007 and 2008...” in temporary article 69, Income Tax Law, hence it has been decided to abolish it in the meeting of Constitutional Court dated 15 October 2009. Along with abolishment, period limitation of investment incentive allowances is revoked. However, taxpayers who would draw benefits from this incentive are not provided corporation tax discount and the Corporation Tax Rate is implemented as 30%.

Distribution of Earnings

Distributed profit share by full fledge taxpayer establishments to individuals who are full fledge or limited liabilities taxpayer or not is obligated to Income taxation of 15% of the share.

The distributed profit share by full fledge taxpayer establishments to limited liabilities individuals and establishments (except those who earns profit through regular agency) and tax exempted limited liabilities taxpayers from income and corporation tax are obligated to payments within the charge of 15%.

There is no other tax is obligated unless the profit is distributed.

The distributed profit share by full fledge establishments to full fledge establishments are not subject to the payments within the charge

On the other hand, execution of the withholding tax on exceptional earning is abolished by law numbered 4842. Henceforth, the distribution of the profit share is compulsory to withholding tax with regarding whether profit is exceptional or not. Exceptional to this condition, investment tax credit according to previous policy (according to priors to 4842 numbered law) with 19,8% is still in charge.

The alternatives related payments within the charge for the public offered or not offered companies are abolished. All establishments are subject to 10% of shares in case of distribution as mentioned above.

By Turkish Tax Legislation, the financial losses shown in declaration can be deducted from the periodical corporation earnings in only 5 years. However, financial losses are not subject to be deductible from prior year's profits. Net Group, will not be able to offset 50% of losses for the years of tax based increasing, because of deciding benefiting of Law numbered 6111, 7143 and 7326 depending on benefit from this right as a corporate tax payer, from the profits of 2018 and the following years. As of 30 September 2025 and 31 December 2024 during the calculation of tax provision of Net Group, available financial losses are made subject of discount in accordance with the principles as above.

In Turkey, there is no enforcement regarding correspondence of tax payments. Agencies that are authorized to inspect taxation can do the inspection of last 5 years accounting record and if there is an error made, the payable tax is subject to changes.

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35. DISCLOSURE OF NET MONETARY POSITION PROFIT/LOSS

	30.09.2025
Statement of Financial Position Items	2.101.229
Inventories	30.634
Prepaid Expenses	5.999
Financial Investments	5.423.558
Tangible Assets	18.761.105
Intangible Assets	149.318
Right of Use Assets	470.401
Prepaid Expenses	2.804
Deffered Tax Assets/Liabilities	(4.037.784)
Paid in Capital	(6.727.714)
Repurchased Shares	126.975
Share Premiums (Discounts)	(76.372)
Revaluation of Tangible Assets Increase(Decrease)	(7.835.871)
Restricted Reserves	(76.942)
Retained Earnings or Losses	(4.114.882)
Profit/Loss Statement Items	(242.178)
Revenues	(1.401.619)
Cost of sales	821.797
Marketing expenses	18.956
General administrative expenses	115.447
Other operating income	(196.530)
Other operating expenses	339.637
Income from investment activities	(19.398)
Expenses from investment activities	10.103
Financial income	(13.166)
Financial expenses	82.595
	1.859.051

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36. EARNINGS PER SHARE

The earnings per share calculation for the periods ended at 30 September 2025 and 2024 are as following:

	01.01.- 30.09.2025	01.01.- 30.09.2024	01.07.- 30.09.2025	01.07.- 30.09.2024
Profit / (loss) for the period, net	1.846.114	2.182.196	1.141.004	856.390
Minority interest profit / (loss), net	325.197	405.181	111.281	6.356
Profit / (loss) of the parent company for the period, net	1.520.917	1.777.015	1.029.723	850.034
Number of shares (thousand)	500.000	563.876	500.000	563.876
Profit / (loss) per share with TRY nominal value	3,04183	3,15143	2,05945	1,50748

37. EXPOSURE TO FINANCIAL RISKS DUE TO FINANCIAL INSTRUMENTS

Financial instruments and financial risk management

Net Group’s activities expose it to variety of financial risks, including the effects of changes in debt and equity market prices, foreign currency exchange rates and interest rates.

Credit risk

Ownership of financial assets involves the risk that counterparties may be unable to meet the terms of their agreements. These risks are monitored by limiting the aggregate risk to any individual counterparty. Using credit limits is followed and having regard to customers’ financial position, prior experiences and other factors are evaluated by the Net Group.

Net Group allocated the provision for doubtful receivables if there is objective evidence about the loan/credit will not stay the collection of the possibilities. Moreover, a possible impairment of financial assets are reviewed for the purpose of determining the carrying value and fair value of financial assets and is tested by comparing.

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	<u>Trade receivables</u>		<u>Other receivables</u>		
	<u>Related Parties</u>	<u>Other Parties</u>	<u>Related Parties</u>	<u>Other Parties</u>	<u>Deposits in Banks</u>
30 September 2025					
Maximum net credit risk of balances					
Sheet date (A+B+C+D+E) (*)	362	980.662	36.603	602.406	1.420.549
The part of maximum risk under guarantee with collateral	-	30	-	-	-
A. Net book value of financial assets that are neither overdue nor impaired	362	958.049	36.603	602.406	1.420.549
B. Net book values of financial assets that are Renegotiated, if not that will be accepted as overdue or impaired	-	-	-	-	-
C. Book value of financial assets that are overdue but not impaired	-	22.613	-	-	-
The part under guarantee with collateral etc	-	-	-	-	-
D. Net book value of impaired assets book values	-	-	-	-	-
- Overdue (gross book value amount)	-	23.009	-	9.579	-
- <i>Impairment (-)</i>	-	(23.009)	-	(9.579)	-
- <i>The part of net value under guarantee with collateral et</i>	-	-	-	-	-
- Non overdue (gross book value amount)	-	-	-	-	-
- <i>Impairment (-)</i>	-	-	-	-	-
- <i>The part of net value under guarantee with collateral</i>	-	-	-	-	-
E. Factors Including Off-Balance Sheet Risk	-	-	-	-	-

(*) The factors provided an increase in credit reliabilities is not taken into account such as the received guarantees in determining the amount.

As of 30 September 2025, aging of overdue receivables are as following::

	<u>Trade receivables</u>		<u>Other receivables</u>	
	<u>Related parties</u>	<u>Other parties</u>	<u>Related parties</u>	<u>Other parties</u>
Overdue 1-30 days	-	22.613	-	-
	-	22.613	-	-

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	Trade receivables		Other receivables		Deposits in banks
	Related Parties	Other Parties	Related Parties	Other Parties	
31 December 2024					
Maximum net credit risk of balances					
Sheet date (A+B+C+D+E) (*)	638	972.621	17.220	532.869	1.040.706
The part of maximum risk under guarantee with collateral	-	38	-	-	-
A. Net book value of financial assets that are neither overdue nor impaired	638	971.438	17.220	532.869	1.040.706
B. Net book values of financial assets that are Renegotiated, if not that will be accepted as overdue or impaired	-	-	-	-	-
C. Book value of financial assets that are overdue but not impaired	-	1.183	-	-	-
The part under guarantee with collateral etc	-	-	-	-	-
D. Net book value of impaired assets book values	-	-	-	-	-
- Overdue (gross book value amount)	-	15.814	-	12.015	-
- Impairment (-)	-	(15.814)	-	(12.015)	-
- The part of net value under guarantee with collateral et	-	-	-	-	-
- Non overdue (gross book value amount)	-	-	-	-	-
- Impairment (-)	-	-	-	-	-
- The part of net value under guarantee with collateral	-	-	-	-	-
E. Factors Including Off-Balance Sheet Risk	-	-	-	-	-

(*) The factors provided an increase in credit reliabilities is not taken into account such as the received guarantees in determining the amount.

As of 31 December 2024, aging of overdue receivables are as following:

	Trade receivables		Other receivables	
	Related parties	Other parties	Related parties	Other parties
Overdue 1-30 days	-	1.183	-	-
	-	1.183	-	-

These risks are monitored by limiting the aggregate risk to any individual counterparty. Using credit limits is followed and having regard to customers’ financial position, prior experiences and other factors are evaluated by the Net Group.

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Foreign Currency Risk

Since Net Group has foreign financial payables, it is exposed to foreign currency rate risk occurred from conversion of foreign currency payables to TRY. This foreign currency rate risk is pursued and limited by analyzing foreign currency position.

As of 30 September 2025 and 31 December 2024, foreign currency position of the Net Group in terms of original currency is as following:

30 September 2025					
	TRY Equivalent Functional Unit	USD	EUR	BGN	GBP
1. Trade Receivables	649.127	59	13.261	28	-
2a. Monetary Financial Assets (including cash and bank)	3.464.882	10.964	49.833	3.975	14.731
2b. Non-monetary financial assets	13.843	10	260	14	-
3. Other	-	-	-	-	-
4. Current Assets (1+2+3)	4.127.852	11.033	63.354	4.017	14.731
5. Trade Receivables	-	-	-	-	-
6a. Monetary financial assets	340.193	500	5.821	13	1.437
6b. Non-monetary financial assets	12.962	82	114	41	70
7. Other	-	-	-	-	-
8. Non-Current Assets (5+6+7)	353.155	582	5.935	54	1.507
9. Total Assets (4+8)	4.481.007	11.615	69.289	4.071	16.238
10. Trade Payables	2.693.704	7.049	45.114	1.162	5.733
11. Financial Liabilities	4.171.840	-	81.435	3.603	389
12a. Other monetary liabilities	2.784.511	57.082	3.850	32	9.163
12b. Other non-monetary liabilities	-	-	-	-	-
13. Short Term Liabilities (10+11+12)	9.650.055	64.131	130.399	4.797	15.285
14. Trade Payables	40.750	-	-	732	-
15. Financial Liabilities	2.894.357	-	55.381	3.596	-
16a. Other monetary liabilities	550.397	-	-	-	22.254
16b. Other non-monetary liabilities	3.942	95	-	-	-
17. Long Term Liabilities (14+15+16)	3.489.446	95	55.381	4.328	22.254
18. Total Liabilities	13.139.501	64.226	185.780	9.125	37.539
19. Net asset / liabilities position of off-balance sheet derivative instruments (19a-19b)	-	-	-	-	-
20. Net foreign currency asset / liabilities (9-18+19)	(8.658.494)	(52.611)	(116.491)	(5.054)	(21.301)
21. Net foreign currency asset / liabilities position of monetary items (IFRS 7.B23) (=1+2a+5+6a-10-11-12a-14-15-16a)	(8.681.357)	(52.608)	(116.865)	(5.109)	(21.371)

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31 December 2024						
	Functional currency equivalent to TRY (30.09.2025 Based on purchasing power)	TRY Equivalent Functional Unit	USD	EUR	BGN	GBP
1. Trade Receivables	724.830	577.878	50	15.425	102	264
2a. Monetary Financial Assets (including cash and bank)	2.650.562	2.113.187	7.965	39.727	495	18.787
2b. Non-monetary financial assets	7.895	6.294	-	171	-	-
3. Other	-	-	-	-	-	-
4. Current Assets (1+2+3)	3.383.286	2.697.359	8.015	55.323	597	19.051
5. Trade Receivables	-	-	-	-	-	-
6a. Monetary financial assets	578.546	461.252	54	11.118	265	2.100
6b. Non-monetary financial assets	6.096	4.860	66	12	23	57
7. Other	-	-	-	-	-	-
8. Non-Current Assets (5+6+7)	584.642	466.112	120	11.130	288	2.157
9. Total Assets (4+8)	3.967.929	3.163.471	8.135	66.453	885	21.208
10. Trade Payables	2.252.746	1.796.024	3.102	39.728	1.020	9.460
11. Financial Liabilities	3.834.217	3.056.868	-	79.846	2.388	646
12a. Other monetary liabilities	1.319.395	1.051.901	18.509	4.984	71	11.162
12b. Other non-monetary liabilities	314.556	250.783	7.096	-	-	-
13. Short Term Liabilities (10+11+12)	7.720.914	6.155.576	28.707	124.558	3.479	21.268
14. Trade Payables	48.081	38.333	-	-	863	-
15. Financial Liabilities	3.716.365	2.962.909	-	76.609	3.230	-
16a. Other monetary liabilities	416.562	332.108	-	-	-	17.554
16b. Other non-monetary liabilities	2.970	2.368	67	-	-	-
17. Long Term Liabilities (14+15+16)	4.183.978	3.335.718	67	76.609	4.093	17.554
18. Total Liabilities	11.904.892	9.491.294	28.774	201.167	7.572	38.822
18. Total Liabilities						
19. Net asset / liabilities position of off-balance sheet derivative instruments(19a-19b)	-	-	-	-	-	-
20. Net foreign currency asset / liabilities (9-18+19)	(7.936.962)	(6.327.823)	(20.639)	(134.714)	(6.687)	(17.614)
21. Net foreign currency asset / liabilities position of monetary items (IFRS 7.B23) (=1+2a+5+6a-10-11-12a-14-15-16a)	(7.633.426)	(6.085.826)	(13.542)	(134.897)	(6.710)	(17.671)

As of 30 September 2025 and 31 December 2024, the details of import and export figures of Net Group are as follows;

	30 September 2025		30 September 2024	
	Import	Export	Import	Export
USD (Thousand USD)	27.803	5.125	14.980	2.715

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Foreign Currency Risk Sensitivity

As of 30 September 2025 and 31 December 2024, in the case of increasing / decreasing value of TRY at 10% in view of foreign currencies below, shareholders’ equity and income statement will be affected as below. While making analysis, firstly interest rates and all other variables are assumed as fixed.

Foreign Currency Sensitivity Analysis Statement**As of 30 September 2025**

	Profit / (Loss)			
	Appreciation of foreign currency	Depreciation of foreign currency	Appreciation of foreign currency	Depreciation of foreign currency
In case of appreciation / depreciation of USD against TRY at 10%				
1- USD net asset / liabilities	(218.327)	218.327	(218.327)	218.327
2- Hedge amount against USD risk (-)	-	-	-	-
3- USD net effect (1+2)	(218.327)	218.327	(218.327)	218.327
In case of appreciation / depreciation of EUR against TRY at 10%				
4- EUR net asset / liabilities	(566.704)	566.704	(566.704)	566.704
5- Hedge amount against EUR risk (-)	-	-	-	-
6- EUR net effect (4+5)	(566.704)	566.704	(566.704)	566.704
In case of appreciation / depreciation of GBP against TRY at 10%				
7- GBP net asset / liabilities	(28.136)	28.136	(28.136)	28.136
8- Hedge amount against GBP risk (-)	-	-	-	-
9- GBP net effect (7+8)	(28.136)	28.136	(28.136)	28.136
In case of appreciation / depreciation of BGN against TRY at 10%				
10- BGN net asset / liabilities	(52.683)	52.683	(52.683)	52.683
11- Hedge amount against BGN risk (-)	-	-	-	-
12- BGN net effect (10+11)	(52.683)	52.683	(52.683)	52.683
TOTAL (3+6+9+12)	(865.850)	865.850	(865.850)	865.850

Foreign Currency Sensitivity Analysis Statement**As of 31 December 2024**

	Profit / (Loss)			
	Appreciation of foreign currency	Depreciation of foreign currency	Appreciation of foreign currency	Depreciation of foreign currency
In case of appreciation / depreciation of USD against TRY at 10%				
1- USD net asset / liabilities	(72.996)	72.996	(72.996)	72.996
2- Hedge amount against USD risk (-)	-	-	-	-
3- USD net effect (1+2)	(72.996)	72.996	(72.996)	72.996
In case of appreciation / depreciation of EUR against TRY at 10%				
4- EUR net asset / liabilities	(496.213)	496.213	(496.213)	496.213
5- Hedge amount against EUR risk (-)	-	-	-	-
6- EUR net effect (4+5)	(496.213)	496.213	(496.213)	496.213
In case of appreciation / depreciation of GBP against TRY at 10%				
7- GBP net asset / liabilities	(29.733)	29.733	(29.733)	29.733
8- Hedge amount against GBP risk (-)	-	-	-	-
9- GBP net effect (7+8)	(29.733)	29.733	(29.733)	29.733
In case of appreciation / depreciation of BGN against TRY at 10%				
10- BGN net asset / liabilities	(33.840)	33.840	(33.840)	33.840
11- Hedge amount against BGN risk (-)	-	-	-	-
12- BGN net effect (13+14)	(33.840)	33.840	(33.840)	33.840
TOTAL (3+6+9+12+15)	(632.782)	632.782	(632.782)	632.782

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Liquidity risk

Fair liquidity risk management implies maintaining sufficient cash and marketable securities, the availability of funding through an adequate amount of committed credit facilities and the ability to close out market positions. Due to the dynamic nature of the underlying business the Net Group aims at maintaining flexibility in funding by keeping committed credit lines..

30 September 2025

Maturity as per the terms of agreement	Book value	Sum of Cash outflow according to agreement (=I+II+III+IV)	Less than 3 months (I)	Between 3-12 months (II)	Between 1-5 years (III)	More than 5 years (IV)
Non-derivative financial liabilities						
Financial borrowings	8.590.236	10.145.678	1.561.117	2.966.086	4.691.900	926.575

30 September 2025

Expected Maturity	Book value	Sum of Cash outflow according to agreement (=I+II+III+IV)	Less than 3 months (I)	Between 3-12 months (II)	Between 1-5 years (III)	More than 5 years (IV)
Non-derivative financial liabilities						
Trade payables	3.825.684	3.904.376	3.804.728	58.915	40.733	-
Other payables	1.733.988	1.733.988	503.605	672.937	557.446	-

31 December 2024

Maturity as per the terms of agreement	Book value	Sum of Cash outflow according to agreement (=I+II+III+IV)	Less than 3 months (I)	Between 3-12 months (II)	Between 1-5 years (III)	More than 5 years (IV)
Non-derivative financial liabilities						
Financial borrowings	9.077.699	10.973.807	1.041.257	3.231.037	5.332.734	1.368.779

31 December 2024

Expected Maturity	Book value	Sum of Cash outflow according to agreement (=I+II+III+IV)	Less than 3 months (I)	Between 3-12 months (II)	Between 1-5 years (III)	More than 5 years (IV)
Non-derivative financial liabilities						
Trade payables	3.235.990	3.294.600	3.089.054	157.465	48.081	-
Other payables	2.013.457	2.013.457	1.438.540	158.059	416.858	-

Interest rate risk

Fluctuations may occur due to changes in market prices. These fluctuations may stem from price changes in securities, factors peculiar to security issuing firms or factors that affect all the market. Interest rate risk of Net Group is mostly related with bank loans.

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Although interest rates of financial borrowings with interest may change, financial assets with interest have fixed interest rate and cash flows in future do not change with the extent of these assets. Risk exposure to changing market interest rate of Net Group, is mostly based on the borrowing liabilities with variable interest rate of Net Group. The policy of Net Group is managing interest cost by using borrowings with fixed and variable interest.

Interest position table is as following;

	30 September 2025	31 December 2024
Fixed rate financial instruments		
Assets at fair value through profit or loss	1.171.094	511.308
Financial liabilities	4.048.432	3.516.552
Variable rate financial instruments		
Financial liabilities	4.541.804	5.561.147

If the interest rates of variable interest-bearing Usd and Eur denominated borrowings were 100 basis points (1%) higher / lower with all other variables held constant, profit before tax for the year would have been lower/higher by TRY 45.418 thousand at 30 September 2025, due to higher / lower interest expense (31 December 2024: TRY 55.611 thousand).

Capital Risk Management

While Net Group tries to provide continuity of operations, on the other hand, aims to increase profitability by using debt to equity balance most efficiently.

Net Group follows capital by using debt to equity ratio. This rate is found by dividing net debt to total equity. Net debt is calculated by deducting cash and cash equivalents from total payable amount (as shown in balance sheet, trade and other payables and loans). Total capital, as shown in balance sheet, is calculated by summing equity and net debt.

	30 September 2025	31 December 2024
Total debts	37.535.565	36.258.547
Minus: Liquid assets	(3.492.618)	(2.632.909)
Net Debt	34.042.947	33.625.638
Total equity	71.289.406	69.798.461
Total capital	105.332.353	103.424.099
Net Debt/Total Equity ratio	32%	33%

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38. FINANCIAL INSTRUMENTS (FAIR VALUE DISCLOSURES AND HEDGE ACCOUNTING DISCLOSURES)

Fair value is the amount at which a financial instrument could be exchanged in a current transaction between willing parties, other than in a forced sale or liquidation, and is best evidenced by a quoted market price, if one exists. The estimated fair values of financial instruments have been determined by the Net Group using available markets information in Turkey and appropriate valuation methodologies. However, judgment is necessarily required to interpret market data to estimate the fair value. Accordingly, the estimates presented herein are not necessarily indicative of the amounts the Net Group could realize in a current market exchange:

The following methods and assumptions are utilized for the current values of financial instruments which are predictable in practice:

Financial Assets

Monetary assets for which fair value approximates carrying value:

- Balances denominated in foreign currencies are converted at period exchange rates
- The fair value of certain financial assets carried at cost, including cash and cash equivalents are considered to approximate their respective carrying amounts in the financial statements.
- The carrying value of trade receivables, net of allowances for possible non-recovery of uncollectible are considered to approximate their fair values.

Financial Liabilities

Monetary liabilities for which fair value approximates carrying value:

- The fair value of short-term bank loans and other monetary liabilities are considered to approximate their respective carrying values due to their short-term nature.
- The fair values of long-term bank borrowings, which are denominated in foreign currencies and converted at period exchange rates, are considered to approximate their carrying values.
- The carrying amount of accounts payable and accrued expenses reported in the financial statements for estimated third party payer settlements approximates its fair values.

Fair value hierarchy

Net Group classifies the fair value measurement of each class of financial instruments that are measured at fair value on the balance sheet, according to the source, using three-level hierarchy, as follows.

Level 1: For identical assets or liabilities in active markets (unadjusted) prices.

Level 2: 1st place other than quoted prices and asset or liabilities, either directly (as prices) or indirectly (i.e. derived from prices) observable data.

Level 3: Asset or liabilities is not based on observable market data in relation to the data (no observable data).

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30 September 2025	Level 1	Level 2	Level 3
Time deposits, revers repo and liquid funds	-	1.171.094	-
Investment securities	-	-	28.869

31 December 2024	Level 1	Level 2	Level 3
Time deposits, revers repo and liquid funds	-	511.308	-
Investment securities	-	-	28.869

As of 30 September 2025, classifications and fair values of financial assets are as following;

	Financial assets and liabilities showed by amortized value	Financial assets as at fair value through profit or loss	Book value	Note
<u>Financial assets</u>				
Cash and cash equivalents	3.492.618	-	3.492.618	7
Trade receivables	981.024	-	981.024	6
Other receivables	639.009	-	639.009	6
Financial investments	-	28.869	28.869	8
<u>Financial liabilities</u>				
Financial payables	8.590.236	-	8.590.236	9
Trade payables	3.825.684	-	3.825.684	10
Other payables	1.230.383	-	1.230.383	6

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As of 31 December 2024, classifications and fair values of financial assets are as following;

	Financial assets and liabilities showed by amortized value	Financial assets as at fair value through profit or loss	Book value	Note
<u>Financial assets</u>				
Cash and cash equivalents	2.632.909	-	2.632.909	7
Trade receivables	973.259	-	973.259	6
Other receivables	550.089	-	550.089	6
Financial investments	-	28.869	28.869	8
<u>Financial liabilities</u>				
Financial payables	9.077.699	-	9.077.699	9
Trade payables	3.235.990	-	3.235.990	10
Other payables	1.588.529	-	1.588.529	6

39. OTHER ISSUES AFFECTING THE CONSOLIDATED FINANCIAL STATEMENTS SIGNIFICANTLY OR REQUIRED TO BE DISCLOSED FOR CLEAR, UNDERSTANDABLE AND INTERPRETABLE PRESENTATION

39.1 Total value of mortgage and restrictions on assets

As of 30 September 2025, the detail of mortgage and restrictions on assets are as following:

Given mortgage to assets	Given to	Currency Type	Foreign Exchange	TRY Equivalent
Tangible Fixed Assets – Buildings	Banks	TRY	393.000	393.000
Tangible Fixed Assets – Buildings	Banks	USD	5.500	228.241
Tangible Fixed Assets – Buildings	Banks	EUR	398.225	19.372.810
Investment Property – Buildings	Banks	TRY	78.230	78.230
Investment property – Lands	Banks	TRY	104.200	104.200
Investment property – Lands	Banks	USD	3.200	132.795
Investment property – Lands	Banks	EUR	66.485	3.234.356
Investment property – Lands	Banks	GBP	160	8.907
Total				23.552.539

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39.2 Total insured on active assets

As of 30 September 2025, assets were insured amounting to TRY 34.760.943 thousand. Amounting to TRY 30.167.384 thousand of total insurance is on tangible fixed assets, TRY 72.065 thousand of total insurance is on inventories and the remaining TRY 4.521.494 thousand of insurance is on cash and other assets.

39.3 The total benefits provided for the board members and managers

For the period that ended at 30 September 2025 and 2024, the total benefits provided for the board members and managers are as following;

	01.01.- 30.09.2025	01.01.- 30.09.2024
Short term benefits provided to employees	166.179	129.590
	166.179	129.590

Net Group has appointed a general manager, general coordinator and assistants as its senior managers.

39.4 Operating lease as lessor

Net Holding A.Ş. manages stores (carpet and similar goods, clothing, jeweler and production of gift wares and their trade). In this frame, Net Holding A.Ş. held lease revenue generating contracts as landlord and lease revenue generating buildings are recorded under tangible fixed assets (Note 19). Net Group has 2 stores rented as Operational Lease Based in Sales as of 30 September 2025.

Net Group’s rental incomes, derived from the assets subjected to the operating leasing, are not fixed in terms of contracts, determined as a percentage of future gross revenue mentioned in the contracts and show changes. For this reason, within the context of IAS 17 details of the total of future minimum lease payments expected to be received under non-cancellable lease and the lease payments amount for each of the following periods could not be disclosed.

- (i) Less than 1 year;
- (ii) More than one year and less than 5 years;
- (iii) More than 5 years

Lease Agreement with Sultanköy Turistik Mağazacılık Ticaret ve A.Ş. (Sultanköy Turistik)

Real estate-store dedicated to carpet, gold, jewel, gem stone and every kind of tourist gift wares at Sultanköy/Selçuk/İzmir of Net Holding A.Ş. is rented by Sultanköy Turistik Mağazacılık Ticaret ve Anonim Şirketi. 5 years long lease agreement starts on 29 August 2002. Lease agreement has been renewed on 1 June 2012 for ten years and ends on 1 June 2022. The value of rent is predetermined reciprocally along with current circumstances. Net Holding A.Ş. collects 5% of the gross revenue (based on VAT base) of the store as rent in return of this lease. The collection of rent will be done after mutual confirmation at the end of every month.

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Lease Agreement with Elifsu Turizm Ticaret İmalat ve Sanayi A.Ş. (Elifsu)

Real estate-store dedicated to sale of carpet, gold, jewel, gem stone and every kind of tourist gift wares at Avanos/Nevşehir of Net Holding A.Ş. was rented by Elifsu Turizm Ticaret İmalat ve Sanayi A.Ş. (Elifsu) 5 years long lease agreement starts on 01 January 2006. According to the contract which is done by Elifsu, starts from 01 January 2006 and life of contract is 5 years. In case renter does not announce anything after first 5 years, the lease prolongs for 5 more years with same conditions. The value of rent is predetermined reciprocally along with current circumstances. Net Holding A.Ş. collected 2,5% of the gross revenue (based on VAT base) of the store as rent in return of this lease. The collection of rent will be done after mutual confirmation at the end of every month.

For the period that ended at 30 September 2025 and 2024 revenue obtained under operating lease income are reflected in the accompanying consolidated financial statements which are as follows.

		Lease income	
		01.01.- 30.09.2025	01.01.- 30.09.2024
Location of leased property	Lessee		
Kapadokya/Nevşehir	Elifsu	729	1.110
Selçuk/İzmir	Sultanköy Turistik	3.616	2.895
Total		4.345	4.005

39.5 NET MİLAS TOURISM AND REAL ESTATE DEVELOPMENT PROJECT

Net Holding A.Ş. has signed an agreement titles as “Construction Agreement in the base of Promise to sell Real Property and Share of the Revenues” with Ağaoğlu Group Companies on 29 June 2006 in frame of Net Milas Tourism and Real Estate Development Project that will be realized on the lands of Halikarnas Turizm Merkezi Ticaret ve Sanayi A.Ş. and Asyanet Turizm Ticaret ve Sanayi A.Ş. which are located in Milas, Muğla. The realization of the Project has started. Project is predicted and planned to have golf course, hotels, social and sport facilities, residences and all the necessary urban infrastructure completeness.

The essence of the agreement is based on the “Promise to sell and Share of Revenues”. According to the agreement, Group including the Group will transfer the subject matter of the land to Ağaoğlu Group Companies, as a price of this land Group will receive USD 83.000 thousand in the first stage. After this payment, the construction would be taken place by Ağaoğlu Group Companies. The sale and marketing will be done by Ağaoğlu Group Companies. Group including the Group will not perform any expenditure in the stage of the construction, sale and marketing, and will have 19% of the total endorsement (sales, total of any kind of operating income, rent) as an income in the name of Share of the Revenues.

Net Holding A.Ş. has made public with disclosure dated 30 November 2007 about reconciliation of USD 83.000 thousand within the Net Milas Tourism and Real Estate Development Project, increased with USD 12.000 thousand which totals to USD 95.000 thousand with Ağaoğlu Group companies due to appreciation in the area. The initial agreement is kept same without any changes in other conditions in the agreement. Transfer of deeds and collections subject to the agreement with updated amounts and no additional agreement was composed.

As of 31 December 2007, lands obtained by the Net Group including the Group have been transferred to Ağaoğlu Group companies and against this transfer USD 95.000 thousand is collected from Ağaoğlu Group companies.

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The lands to be transferred are composed of 9.2 million m². 4.8 million m² of land has development plan the remaining 4.4 million m² do not have development plan presently. The project will be completed in eight years.

Total payback of USD 95.000 thousand to including the Net Group will be as following:

- Net Group of Companies has declared to Ağaoğlu Group of Companies that its debts within the scope of the Istanbul Approach (FYYS) (excluding the debts to the Bankrupt Marmara Bank A.Ş. and the Bankrupt Türkiye İthalat ve İhracat Bankası A.Ş. Bankruptcy Administrations) are approximately USD 70.000 thousand. Ağaoğlu Group of Companies undertook to pay the debt of USD 70.000 thousand of Net Group of Companies on the terms and conditions to be proposed by Ağaoğlu Group of Companies and agreed with the creditors.
- Apart from the FYYS payments, Asyanet Turizm Ticaret ve Sanayi A.Ş., one of the Net Group companies, collected USD 12.000 thousand from Ağaoğlu Group of Companies as the price of the 49% partnership share of Merit Gayrimenkul Ticaret ve Sanayi A.Ş., which it owns.
- The receivables of Asyanet Turizm Ticaret ve Sanayi A.Ş. in the amount of approximately USD 1.000 thousand from Merit Gayrimenkul Ticaret ve Sanayi A.Ş. were paid to Asyanet Turizm Ticaret ve Sanayi A.Ş. by Ağaoğlu Group of Companies.
- Due to the increase in value in the region, the transfer price of USD 12.000 thousand, which increased as a result of the negotiations between the Net Group and the Ağaoğlu Group of Companies, was paid to the Net Group.

Net Holding A.Ş., has made public with disclosure dated 17 January 2008 about construction and indemnity mortgage in favor of Net Holding A.Ş. on the transferred all lands to Ağaoğlu Group Companies. There has been construction and indemnity mortgage on lands amounting to TRY 100.000 thousand in favor of Net Holding A.Ş.

3% of the total area subject to “Construction Agreement in the base of Promise to sell Real Property and Share of the Revenues” which is disclosed on 05 June 2006 publicly and signed between Net Group and Ağaoğlu Group, is allocated as archeological area and in June 2008 the approved ongoing construction has been stopped for a while to revise the project by Cultural and Natural Heritage Protection Board Committee.

According to the Net Group’s informing to Ağaoğlu Group in July 2014; Legal problems has been solved about the reconstruction of Bodrum Milas Project and infrastructures has been kicked off, high percentage of barrage which is planned for the golf pitch has been completed with the numerous part of primary works. Identically, the project will carry on with the same plan which was designed for International especially European market. For the fact that global economic recession, the marketing efforts which had been broken up for a while will continue after negotiating between some options. Subsequent to related minister’s approval about the Environmental Effect Consideration Report which has already been prepared, it has been announced that it is going to be applied to related establishments for license.

40. POST BALANCE SHEET EVENTS

Merit Crystal Cove Hotel & Casino, one of the subsidiaries of the Parent Company, Merit Kıbrıs Turizm Ltd., serving in Kyrenia, T.R.N.C., will not be able to provide accommodation services from 03 November 2025 to 15 July 2026 due to extensive renovation works. Only the **games of chance hall** in Merit Crystal Cove Hotel, where accommodation service has been suspended, will continue to serve.