

ANNEX: Board of Directors Dividend Distribution Proposal

The Board of Directors of the Company decided to distribute gross dividend amount of TRY 1,257,774,594 to be paid in cash to our shareholders within the below conditions explained hereunder as part of the resolution:

1. As a result of the activities of our Company, pertaining to the period between January 1, 2021 and December 31, 2021, our Company's profit, calculated according to the consolidated financial statements, which were audited independently in accordance with the Capital Markets Board Communiqué numbered II-14.1, named "Communiqué Regarding the Financial Reporting in Capital Markets" is TRY 4,540,913,818,
2. TRY 5,031,098,375 after tax profit calculated according to the consolidated financial statements shall be taken as the basis for dividend distribution in accordance with "Capital Markets Board Dividend Guide" which was published on 27 January 2014.
3. As the ceiling designated in the Turkish Commercial Code (TCC) for first legal reserve has been reached by our company; no first legal reserve set aside,
4. TRY 5,031,098,375 is the distributable dividend of the Company, pertaining to year 2021 and TRY 5.120.578.238- calculated by adding TRY 89,479,863 which is the aggregate amount of the donations made during the year, to the above mentioned amount shall be taken as the first dividend basis,
5. In accordance with the provisions declared in Capital Markets Board ("CMB") Communiqué Serial: II-19.1 on "Dividends" and clauses set in the article of association of our company; TRY 1,024,115,648 - which is 20% of the first dividend basis, amounting to TRY 5,120,578,238 - shall be distributed as the first cash dividend and the secondary reserve amounting to TRY 114,777,459 shall be separated from the rest of the net distributable current year profit,
 - a. The total amount of TRY 1,257,774,594 which shall be distributed in cash, shall be distributed from statutory previous year's profit.
 - b. The withholding tax deductions shall be applicable on the amount to be distributed in cash, TRY 1,257,774,594 as mentioned hereinabove,
 - c. In this respect, gross amount of TRY 0.5717157- shall be distributed to our shareholders for each share, having a nominal value of TRY 1 (One Turkish Lira), and hence the aggregate gross amount of dividend distribution in cash shall be TRY 1,257,774,594.
6. TRY 3,658,546,322- which is the remaining of the 2021 year's distributable profit after the cash dividend distribution shall be:
 - a. Regarded as previous year's profit and set aside within the Company,
 - b. The withholding tax deductions shall be applicable on the amount, which is set aside as 2021 fiscal year's profit, in case such amount shall be subject to redistribution.

TURKCELL İLETİŞİM HİZMETLERİ A.Ş. 2021 DIVIDEND DISTRIBUTION TABLE (TL)

1)	Paid / Issued Capital	2,200,000,000
2)	Total Legal Reserves (in accordance with statutory records)	1,985,504,434
If there is information about privilege in dividend distribution in accordance with the Articles of Association		

DISTRIBUTION OF THE PROFIT FOR THE PERIOD		According to CMB	According to Statutory Records (SR)
3)	Profit for the period	4,540,913,818	2,818,082,184
4)	Tax (-)	- 490,184,557	-
5)	Net Profit for the period (=) (3-4)	5,031,098,375	2,818,082,184
6)	Prior Years' Losses (-)	-	-
7)	Primary Legal Reserves (-) ((5YK-6YK)*0.05)	-	-
8)	NET DISTRIBUTABLE PROFIT (=) (5-6-7)	5,031,098,375	2,818,082,184
9)	Donations made during the year	89,479,863	
10)	Net distributable profit including donations that is the base of calculation of first legal reserves (8+9)	5,120,578,238	
11)	First Dividend	1,024,115,648	
a	-Cash		
b	-Cash (10*the minimum rate determined by the CMB)	1,024,115,648	
c	-Share		
	-Total	1,024,115,648	
12)	Dividend paid to preference shares Amount of the dividend for privileged shareholders in accordance with the articles of Association		
13)	Dividends paid to Board Members, employees and etc.		
14)	Dividend paid to Redeemed Share Owners		
15)	Secondary Dividend	233,658,946	
16)	Secondary Legal Reserves ((11+12+13+14+15)-(1*0.05))/10	114,777,459	
17)	Status Reserves		
18)	Special Reserves		
19)	EXTRA ORDINARY RESERVES (*) 8-(11a+12+13+14+16+17+18)	3,658,546,322	
20)	Other Distributable Sources		
	-Prior years' profits (**)		1,257,774,594
	-Extra Ordinary Reserves		
	-Other Distributable Reserves in accordance with legislation and Articles of Association		

(*) TRY 3,658,546,322 which is the remaining of the 2021 year's distributable profit after the cash dividend distribution made, shall be regarded as previous year's profit in SPK records.

(**) The total amount of TRY 1,257,774,594 which shall be distributed in cash from statutory previous year's profit.

Note: Dividend regarding to buy-back shares are recorded in free reserves at statutory accounts.

INFORMATION ON DIVIDEND PAY OUT RATIO ⁽¹⁾				
INFORMATION ON DIVIDEND PER SHARE				
	Group	TOTAL DIVIDEND AMOUNT (TRY)	DIVIDEND FOR A SHARE WITH A NOMINAL VALUE OF 1 TL	
			AMOUNT (TRY)	RATIO (%)
GROSS	A	188,666,189	0.5717157	57.17
	B	1,069,108,405	0.5717157	57.17
	TOTAL	1,257,774,594	0.5717157	57.17
	Witholding tax will beapplied on distributed gross dividend in accordance with applicable tax regulations on the distribution date.			
NET	A	169,799,570	0.5145442	51.45
	B	962,197,564	0.5145442	51.45
	TOTAL	1,131,997,134	0.5145442	51.45
	Witholding tax will be applied on distributed gross dividend in accordance with applicable tax regulations on the distribution date.			
RATIO OF GROSS DIVIDEND DISTRIBUTION TO THE NET DISTRIBUTABLE PROFIT				
TOTAL GROSS DIVIDEND DISTRIBUTION AMOUNT (TRY)	TOTAL GROSS DIVIDEND DISTRIBUTION/NET DISTRIBUTABLE PROFIT (%)			
1,257,774,594	25.00			
⁽¹⁾ Group shares will be disclosed separately if there exists any privileged shares				