

TÜRK TELEKOMÜNİKASYON A.Ş.

AGENDA FOR ORDINARY GENERAL ASSEMBLY MEETING 2021

TO BE HELD ON 31 MARCH 2022

1. Opening and election of the chairmanship committee,
2. Authorizing the chairmanship committee to sign the minutes of the general assembly meeting and the list of attendees,
3. Reading the board of directors annual report for the year 2021,
4. Reading the auditor's report for the year 2021,
5. Reading, discussing and approving the balance sheet and profit/loss accounts for the year 2021,
6. Releasing each member of the board of directors for the operations and transactions of the Company during 2021,
7. Approval of the temporary appointments made to the Board of Directors to the positions which became vacant because of the resignations by the General Assembly pursuant to Article 363 of the Turkish Commercial Code,
8. Election of the members of Board of Directors,
9. Defining the salaries of the members of the board of directors,
10. Resolving on the distribution of profit,
11. Election of the auditor for the purpose of auditing the Company's operations and accounts for the year 2022, pursuant to Article 399 of Turkish Commercial Code and article 17/A of the articles of association of the Company,
12. Submitting donations and aids policy to the approval of the General Assembly pursuant to Corporate Governance Principles,
13. Informing the general assembly about the donations and aids executed in 2021,
14. Informing General Assembly regarding the Amendment in Disclosure Policy,
15. Informing the general assembly about the guarantees, pledges and mortgages given in favor of third parties and the revenues or interests generated by the Company in 2021,
16. Informing the general assembly of the changes that have material impact on the management and the activities of the Company and its subsidiaries and that were realized within the previous fiscal year or being planned for the following fiscal year and of the reasons of such

changes, pursuant to the of Capital Markets Board Corporate Governance Principle No:1.3.1 (b),

17. Informing the general assembly of the transactions of the controlling shareholders, the board of directors members, the executives who are under administrative liability, their spouses and their relatives by blood and marriage up to the second degree that are performed within the year 2021 relating to make a material transaction which may cause conflict of interest for the Company or Company's subsidiaries and/or to carry out works within or out of the scope of the Company's operations on their own behalf or on behalf of others or to be a unlimited partner to the companies operating in the same kind of fields of activity in accordance with the Capital Markets Board Corporate Governance Principle No:1.3.6,
18. Informing the general assembly regarding the "Remuneration Policy" for the board of directors' members and the senior executives in accordance with the Capital Markets Board Corporate Governance Principle No:4.6.2,
19. Discussing and voting for authorizing the board of directors or person(s) designated by the board of directors for company acquisitions to be made by the Company or its subsidiaries until the next ordinary general assembly meeting up to 125 Million Euros which will be separately valid for each acquisition,
20. Discussing and voting for authorizing the board of directors to establish special purpose vehicle(s) when required for above mentioned acquisitions,
21. Resolving on giving permission to the members of the Board of Directors for performing the works mentioned under article 395 and 396 of Turkish Commercial Code;
22. Comments and Closing.

FROM THE CHAIRMAN OF THE BOARD OF DIRECTORS OF

TÜRK TELEKOMÜNİKASYON A.Ş.

Invitation to the Ordinary General Assembly Meeting of the fiscal year of 2021

The ordinary general assembly for the year, 2021 of our Company Türk Telekomünikasyon A.Ş. (“**Company**”) to be held at the address of Türk Telekomünikasyon A.Ş. headquarters, Turgut Özal Bulvarı 06103 Aydınlıkevler Ankara, at 14:00, on Thursday, 31 March 2022 to negotiate and reach at a decision in relation to the below mentioned agenda.

The Financial Statements, the auditor’s report, the board of directors annual report which also includes Corporate Governance Principles Compliance Report for the year 2021 and the information document which includes the explanations in relation to the following agenda items in compliance with the Capital Markets Board regulations shall be made available three weeks before the meeting date, within the prescribed term, to the examination of our shareholders, at the Company’s Headquarters, on the Company’s website of www.ttinvestorrelations.com, on the Public Disclosure Platform and in the Electronic General Assembly system.

Pursuant to 4th paragraph of article 415 of Turkish Commercial Code No: 6102 and the 1st paragraph of article 30 of Capital Markets Law No: 6362, the shareholders are not required to block their shares in order to attend to the general assembly meeting. However, our shareholders who do not wish to disclose their identity and share information and therefore are not registered with the Company are required to apply to the financial intermediaries and remove the “limitation” on the identity and share information until the previous day of the general assembly meeting until 16.30 at latest.

We kindly request those shareholders who shall be voting via the electronic general assembly system to be informed by the Central Registry Agency (“CRA”), www.ttinvestorrelations.com, the website of the Company or the contact addresses stated therein in order to ensure compliance with the relevant regulation and communiqué.

This invitation of ordinary general assembly meeting will also be delivered to the shareholders who hold registered shares, via registered mail according to article 414 of Turkish Commercial Code.

Our shareholders who cannot attend the meeting in person should arrange their proxies in accordance with the specimen sample provided at the website of the Company, save for the rights and obligations of the shareholders who will attend by electronic means, by complying with requirements stipulated as per the Capital Markets Board’s Communiqué II-30.1 on voting by proxy and proxy solicitation and present their power of attorneys the signatures of which shall be certified by the notary public or for our foreign shareholders, the notarized Turkish translation thereof to the headquarters of the Company at the close of business on Monday, 28 March 2022 at the latest.

Our shareholders or their representatives which are appointed in accordance with the foregoing paragraph should have the below mentioned documents with them ready, at the date of the meeting.

- Identity certificate

- The proxies arranged in accordance with the attached specimen, of the representatives who are appointed by our real and legal person shareholders.
- The notarized Turkish translation of the proxies and the notarized passport copies of the representatives of our foreign shareholders.

The representatives who have been appointed on electronic general assembly meeting system by electronic means are not required to submit any proxies.

Voting method by a show of hands and an open voting method shall be applied save for the voting provisions by electronic means in order to vote on the agenda items at the ordinary general assembly meeting.

Our shareholders are requested to attain knowledge of the meeting particulars and attend the meeting on the specified day and hour.

Türk Telekomünikasyon A.Ş. Board of Directors

Address: Örnek Mahallesi Turgut Özal Bulvarı 2 No:4 Aydınlikevler – Ankara

Trade Registry No: Ankara Trade Registry Office - 103633

ORDINARY GENERAL ASSEMBLY MEETING OF THE YEAR 2021 PROXY SAMPLE

TO TÜRK TELEKOMÜNİKASYON A.Ş. GENERAL ASSEMBLY

I, the undersigned, hereby appoint, empower and delegate Mr./Mrs. [...], as identified in details herein below, as my proxy holder fully authorized to represent me/us, and vote and make proposals and sign the necessary documents on behalf of me/us in accordance with the instructions given below, in the Ordinary General Assembly Meeting of Türk Telekomünikasyon A.Ş. for the year 2021 to be held on Thursday, 31st of March, 2022, at 14.00 at the address of Türk Telekomünikasyon A.Ş. Genel Müdürlük Kültür Merkezi, Turgut Özal Bulvarı 06103 Aydınlıkevler/Ankara.

The Proxy Holder's (*):

Name & Surname / Trade Name:

TR ID Number / Tax ID Number, Trade Registry and Number and MERSIS Number:

(*) For foreign proxy holders the equivalents, if any, of such information should be provided.

A. SCOPE OF THE POWER OF REPRESENTATION:

Scope of the power of representation should be determined by choosing one of the options (a), (b) and (c) for the sections 1 and 2 herein below.

1. On the topics included in the agenda of the general assembly meeting:

- a) Proxy holder is authorized to vote in line with his/her own opinions. ☐
- b) Proxy holder is authorized to vote in line with proposals of the corporation management. ☐
- c) Proxy holder is authorized to vote in line with proposals of the corporation management. ☐

Instructions:

If the shareholder chooses the option (c), instructions on the relevant agenda topic are given by marking one of the options (acceptance or rejection) shown beside the relevant agenda topic and if the 'rejection' option is chosen, by stating the dissention requested to be included in the minutes of the general assembly meeting.

No	Agenda Items (*)	Accept	Reject	Dissention
1.	Opening and election of the chairmanship committee,	☐	☐	☐
2.	Authorizing the chairmanship committee to sign the minutes of the general assembly meeting and the list of attendees,	☐	☐	☐
3.	Reading the board of directors annual report for the year 2021,	☐	☐	☐

4.	Reading the auditor's report for the year 2021,	☐	☐	☐
5.	Reading, discussing and approving the balance sheet and profit/loss accounts for the year 2021,	☐	☐	☐
6.	Releasing each member of the board of directors for the operations and transactions of the Company during 2021,	☐	☐	☐
7.	Approval of the temporary appointments made to the Board of Directors to the positions which became vacant because of the resignations by the General Assembly pursuant to Article 363 of the Turkish Commercial Code,	☐	☐	☐
8.	Election of the members of Board of Directors,	☐	☐	☐
9.	Defining the salaries of the members of the board of directors,	☐	☐	☐
10.	Resolving on the distribution of profit,	☐	☐	☐
11.	Election of the auditor for the purpose of auditing the Company's operations and accounts for the year 2022, pursuant to Article 399 of Turkish Commercial Code and article 17/A of the articles of association of the Company,	☐	☐	☐
12.	Submitting donations and aids policy to the approval of the General Assembly pursuant to Corporate Governance Principles,	☐	☐	☐
13.	Informing the general assembly about the donations and aids executed in 2021,	☐	☐	☐
14.	Informing General Assembly regarding the Amendment in Disclosure Policy,	☐	☐	☐
15.	Informing the general assembly about the guarantees, pledges and mortgages given in favor of third parties and the revenues or interests generated by the Company in 2021,	☐	☐	☐
16.	Informing the general assembly of the changes that have material impact on the management and the activities of the Company and its subsidiaries and that were realized within the previous fiscal year or being planned for the following fiscal year and of the reasons of such changes, pursuant to the of Capital Markets Board Corporate Governance Principle No:1.3.1 (b),	☐	☐	☐

17.	Informing the general assembly of the transactions of the controlling shareholders, the board of directors members, the executives who are under administrative liability, their spouses and their relatives by blood and marriage up to the second degree that are performed within the year 2021 relating to make a material transaction which may cause conflict of interest for the Company or Company's subsidiaries and/or to carry out works within or out of the scope of the Company's operations on their own behalf or on behalf of others or to be a unlimited partner to the companies operating in the same kind of fields of activity in accordance with the Capital Markets Board Corporate Governance Principle No:1.3.6,	☐	☐	☐
18.	Informing the general assembly regarding the "Remuneration Policy" for the board of directors' members and the senior executives in accordance with the Capital Markets Board Corporate Governance Principle No:4.6.2,	☐	☐	☐
19.	Discussing and voting for authorizing the board of directors or person(s) designated by the board of directors for company acquisitions to be made by the Company or its subsidiaries until the next ordinary general assembly meeting up to 125 Million Euros which will be separately valid for each acquisition,			
20.	Discussing and voting for authorizing the board of directors to establish special purpose vehicle(s) when required for above mentioned acquisitions,			
21.	Resolving on giving permission to the members of the Board of Directors for performing the works mentioned under article 395 and 396 of Turkish Commercial Code;			
22.	Comments and Closing.			

(*) The agenda items that are provided for information purposes shall not be voted. If the minority proposes a separate draft decision, it is also given separately for the sake of voting by proxy holder.

2. Special instructions on other issues that may raise during the general assembly meeting and particularly regarding use of minority rights:

- a) Proxy holder is authorized to vote in line with his/her own opinions. ☐
- b) Proxy holder is not authorized to represent on these issues. ☐
- c) Proxy holder is authorized to vote in line with the special instructions stated below. ☐

SPECIAL INSTRUCTIONS: Special instructions, if any, of the shareholder to the proxy holder are stated herein.

Shareholder indicates the shares requested to be represented by the proxy holder by marking one of the following options.

1. I approve the representation by the proxy holder of my shares as detailed below

☐

(a) Rank and Serial: (*)

(b) Number / Group: (**)

(c) Quantity / Nominal Value:

(d) Whether privileged in voting or not:

(e) Registered/Bearer: *

(f) Ratio to total shares/voting rights held by shareholder:

(*) This information is not requested for dematerialized shares.

(**) Information on group, if any, rather than number will be given for dematerialized shares.

2. I approve the representation by the proxy holder of all of my shares shown in the list of shareholders eligible for attending the general assembly meeting, which is prepared by the Central Registry Agency one day before the date of general assembly meeting

☐

SHAREHOLDER'S NAME & SURNAME or TITLE (*)

T.R. Identity No./Tax Identity No., Trade Registry and Number, and MERSIS Number:

Address:

(*) For foreign proxy holders, the equivalents, if any, of such information should be provided.

SIGNATURE

TÜRK TELEKOMÜNİKASYON A.Ş.**INFORMATION DOCUMENT IN RELATION TO THE****ORDINARY GENERAL ASSEMBLY MEETING OF 31.03.2022**

The ordinary general assembly for the year, 2021 of our Company Türk Telekomünikasyon A.Ş. (“**Company**”) will be held at the address of Türk Telekomünikasyon A.Ş. headquarters, Turgut Özal Bulvarı 06103 Aydınlıkevler Ankara, at 14:00, on Thursday, 31 March 2022 to negotiate and reach at a decision in relation to the below mentioned agenda.

The Financial Statements, the Auditor’s Report, the Board of Directors Annual Report which also includes Corporate Governance Principles Compliance Report for the year 2021 and the information document which includes the explanations in relation to the following agenda items in compliance with the Capital Markets Board regulations shall be made available three weeks before the meeting date, within the prescribed term, to the examination of our shareholders, at the Company’s Headquarters, on the Company’s website of www.ttinvestorrelations.com, on the Public Disclosure Platform and in the Electronic General Assembly system.

Pursuant to 4th paragraph of article 415 of Turkish Commercial Code No: 6102 and the 1st paragraph of article 30 of Capital Markets Law No: 6362, the shareholders are not required to block their shares in order to attend to the general assembly meeting. However, our shareholders who do not wish to disclose their identity and share information and therefore are not registered with the Company are required to apply to the financial intermediaries and remove the “limitation” on the identity and share information until the previous day of the general assembly meeting until 16.30 at latest.

We kindly request those shareholders who shall be voting via the electronic general assembly system to be informed by the Central Registry Agency (“CRA”), www.ttinvestorrelations.com, the website of the Company or the contact addresses stated therein in order to ensure compliance with the relevant regulation and communiqué.

This invitation of ordinary general assembly meeting will also be delivered to the shareholders who hold registered shares, via registered mail according to article 414 of Turkish Commercial Code.

Our shareholders who cannot attend the meeting in person should arrange their proxies in accordance with the specimen sample provided at the website of the Company, save for the rights and obligations of the shareholders who will attend by electronic means, by complying with requirements stipulated as per the Capital Markets Board’s Communiqué II-30.1 on voting by proxy and proxy solicitation and present their power of attorneys the signatures of which shall be certified by the notary public or for our foreign

shareholders, the notarized Turkish translation thereof to the headquarters of the Company at the close of business on Monday, 28 March 2022 at the latest.

Our shareholders or their representatives which are appointed in accordance with the foregoing paragraph should have the below mentioned documents with them ready, at the date of the meeting.

- Identity certificate
- The proxies arranged in accordance with the attached specimen, of the representatives who are appointed by our real and legal person shareholders.
- The notarized Turkish translation of the proxies and the notarized passport copies of the representatives of our foreign shareholders.

The representatives who have been appointed on electronic general assembly meeting system by electronic means are not required to submit any proxies.

Voting method by a show of hands and an open voting method shall be applied save for the voting provisions by electronic means in order to vote on the agenda items at the ordinary general assembly meeting.

Our shareholders are requested to attain knowledge of the meeting particulars and attend the meeting on the specified day and hour.

Note: Pursuant to article 29 of Capital Markets Law, shareholders holding registered shares that are traded on the stock exchange will not receive a separate registered invitation letter for the meeting.

Structure of Shareholders and Voting Rights

The Company's shares are divided into groups called A, B, C and D. Each share in each group of shares can cast one vote and thus, a maximum of 350,000,000,000 (TL 3,500,000,000 equivalent) votes can be casted in the general assembly meeting. In this respect, the total number of the shares and votes owned by (i) Group A shares is 192,500,000,000 (TL 1,925,000,000.00 equivalent); (ii) Group B shares is 104,999,999,999 TL 1,049,999,999.99 equivalent; (iii) Group C share is 1 (TL 0.01 equivalent); (iv) listed Group D shares is 52,500,000,000 (TL 525,000,000.00 equivalent) respectively.

Group	Shareholder	Paid-in Capital Amount (TL)	Share (%)
A	LYY Telekomünikasyon A.Ş.	1,925,000,000.00	55
B	Republic of Turkey Ministry of Treasury and Finance	875,011,884.975	25
C	Republic of Turkey Ministry of Treasury and Finance	0.01	
B	Turkish Wealth Fund	174,988,115.015	5
D	Free Float	525,000,000.00	15
Total		3,500,000,000.00	100

According to the article 8 of the Articles of Association; the board of directors is composed of 9 members, the Group A Shareholder shall be entitled to nominate five (5) persons for election as directors; (b) provided that the Treasury and Turkish Wealth Fund, as Group B Shareholders shall hold: – 30% or more of the shares, the Treasury shall be entitled to nominate three (3) persons for election as independent board members who carry the independence criteria as defined in the capital markets legislation; or 11 – 15% or more of the shares (but less than 30% of the shares) the Treasury shall be entitled to nominate two (2) persons for election as independent board members who carry the independence criteria as defined in the capital markets legislation; (c) As long as the Treasury and Turkish Wealth Fund holds 15% or more of the shares (but less than 30% of the shares), the Group A Shareholder shall be entitled to nominate one (1) person, who carry the independence criteria as defined in the capital markets legislation, for election as independent board members and five (5) persons for election as director. (d) while the Treasury holds the C group privileged share, the Treasury shall be entitled to nominate, a further one (1) person, for election as director for the C Group privileged share.

During the calculation of 15% and 30% of the shares of the Treasury, the amount of Group B shares and Group D shares held by the Treasury shall be taken into account together.

As well as the C Group privileged share shall be entitled to nominate a further one person for election as Director, it has below mentioned rights which are defined in the article 6 of the Articles of Association.

“For the purpose of protecting the national interest in issues of national security and the economy, the following actions and resolutions cannot be taken without the affirmative vote of the holder of the C

Group privileged share at either a meeting of the board of directors or the general assembly. Otherwise, such transactions shall be deemed invalid.

- a) any proposed amendments to the Articles of Association;
- b) the transfer of any registered shares in the Company which would result in a change in the management control of the Company;
- c) the registration of any transfer of registered shares in the Company's shareholders' ledger. “

Procedure of voting is explained in article 23 and article 24 of the Company's Articles of Association. Each share shall entitle its owner to one vote at general assembly meetings. at the general assembly meetings, voting shall be cast by raising (show) hands. However, upon the request of the shareholders owning 1/20 of the total capital represented at the general assembly meeting, voting may be realized by secret voting or by way of open ballot by calling names.

This general assembly information document including the relevant explanations regarding the agenda items shall be made available to the examination of our shareholders, at the head office of the Company, located at the address of Türk Telekomünikasyon A.Ş. Genel Müdürlük Kültür Merkezi, Turgut Özal Bulvarı 06103 Aydınlıkevler Ankara, at the website of www.ttinvestorrelations.com and electronic general assembly system of the CRA.

Regards,

Türk Telekomünikasyon A.Ş.

Board of Directors

Additional information regarding the Communiqué on the Corporate Governance

No requests have been received from shareholders, CMB and/or other public organizations related to the Company about adding additional item to the agenda of general assembly.

TÜRK TELEKOMÜNİKASYON A.Ş.**AGENDA FOR ORDINARY GENERAL ASSEMBLY MEETING OF 2021****TO BE HELD ON 31 MARCH 2022****1. Opening and election of the chairmanship committee;**

The chairman of the meeting will be elected in accordance with the relevant provisions of Turkish Commercial Code No. 6102 ("**TCC**"), the Regulation on Rules and Procedures of General Assembly Meetings of Corporations and the Ministry Representatives attending Such Meetings ("**Regulation**"), The Internal Directive on The Working Principles and Procedures of The General Assembly of Türk Telekomünikasyon Anonim Şirketi ("**Internal Directive**") and Türk Telekom Articles of Association ("**Articles of Association**"). The chairman of the meeting shall assign at least one clerk who writes down the minutes and if deemed necessary vote collectors in the number required. Expert consultants may also be assigned by the chairman of the meeting in order to perform the technical needs in the electronic general assembly system at the meeting time.

2. Authorizing the chairmanship committee to sign the minutes of the general assembly meeting, and the list of attendees;

Authorizing the chairmanship committee to sign the minutes of the general assembly meeting and the list of attendees will be voted in accordance with the relevant provisions of the TCC and the regulation.

3. Reading the board of directors annual report for the year 2021;

This agenda item will not be voted on and has only been provided for information purposes. The 2021 annual report, approved under the decision of the board of director's No. 4, dated 28.02.2022 will be read. Our shareholders can find the annual report prepared by the board of directors in accordance with the Capital Markets Board legislation under the financial and operational information section of www.ttinvestorrelations.com or at the Company's headquarters.

4. Reading the auditor's report for the year 2021;

This agenda item will not be voted on and has only been provided for information purposes. The Independent Audit Company's report for the year 2021 will be read. The independent audit company report, prepared in accordance with the Turkish Commercial Code and Capital Markets Board legislation, are available at the Company's headquarters and under the financial and operational information section of www.ttinvestorrelations.com.

5. Reading, discussing and approving the balance sheet and profit/loss accounts for the year 2021;

Consolidated balance sheet and profit/loss accounts related to our activities between 01 January 2021 - 31 December 2021, which were prepared as per the provisions of Capital Markets Board communique No.II-14.1 on “Principles Regarding Financial Reporting in Capital Markets” and in accordance with the Capital Markets Board’s financial table format, and were approved under board of directors resolution No. 3 dated 15.02.2022 will be read and presented to the general assembly for approval.

These documents are available at the Company’s headquarter and under the financial and operational information section of www.ttinvestorrelations.com.

6. Releasing each member of the board of directors for the operations and transactions of the Company during 2021;

The release of each member of the board of directors from the operations and actions of the Company during the year 2021 be presented to the general assembly for approval, as per the provisions of the Turkish Commercial Code.

7. Approval of the temporary appointments made to the Board of Directors to the positions which became vacant because of the resignations by the General Assembly pursuant to Article 363 of the Turkish Commercial Code;

Enver İSKURT was appointed in accordance with Article 363 of Turkish Commercial Code to the board membership position, which became vacant due to the resignation of **Ertuğrul ALTIN**, who was elected from among the nominees nominated by Group A Shareholder pursuant to the Board Resolution dated 19.03.2021, numbered 31.

Avni Aydın DÜREN was appointed in accordance with Article 363 of Turkish Commercial Code to the board membership position, which became vacant due to the resignation of **Dr. Muammer Cüneyt SEZGİN**, who was elected from among the nominees nominated by Group A Shareholder pursuant to Board Resolution dated 17.09.2021, numbered 96.

Avni Aydın DÜREN’s and **Enver İSKURT’s** appointment to the Board of Directors will be submitted to the approval of General Assembly in accordance with Article 363 of Turkish Commercial Code.

Enver İSKURT

Enver İskurt was born in 1966 in Trabzon. İskurt graduated from Karadeniz Technical University, Faculty of Engineering and Architecture, Department of Construction and Anadolu University, Faculty of Public Administration. İskurt, who started working as a Survey Team Engineer at the General Directorate of Highways, Van 11th Regional Directorate in 1989, worked as a control engineer, control chief and chief

engineer respectively in the regions. After successfully carrying out his duties as the Director of the Highways Bridges Branch and the Head of the Highways Department (Head of the Department of Operations) in the General Directorate of Highways, Enver İskurt assumed the position of the Head of the Inspection Board. He is carrying out the Deputy Minister of Transport and Infrastructure duty. During his duty, he carried out the Major Repair Projects and Constructions of the 15 July Martyrs and Fatih Sultan Mehmet Suspension Bridges, took part in the projecting and construction of the Osmangazi and Yavuz Sultan Selim Suspension Bridges, which were built within the scope of BOT projects, and he has also concluded the construction tender with the project development and approval processes of the 1915 Çanakkale Suspension Bridge, which is still under construction. He is married and father of 2.

Avni Aydın DÜREN

Avni Aydın Düren graduated from the Faculty of Law at Istanbul University and earned his graduate degree on International Law from the American University, Washington College of Law. After serving as an associate, partner and managing partner for over 18 years at international private law firms in New York, London and Istanbul, Mr. Düren joined Garanti BBVA on February 1, 2009 as Executive Vice President in charge of Legal Services. Mr. Düren has been appointed as a Board Member and Audit Committee Member on 17 June 2020. Furthermore, Mr. Düren is Vice Chairman of Garantibank International N.V. and T. Garanti Bankası A.Ş. Pension and Provident Fund Foundation, and Board Member of Garanti Payment Systems, Garanti Mortgage Consultancy Services and Board of Trustees Member of Teachers Academy Foundation. Since June 2015, Mr. Düren also serves as the Corporate Secretary of the Bank. With 29 years of experience in banking and business administration, Mr. Düren's areas of responsibility are Legal Advisory Services, Litigation Services, Garanti Payment Systems Legal Services, Legal Operation Services and Legal Collections.

8. Election of the members of Board of Director,

Due to the fact that the term of duty of the Board members who were elected on the extraordinary meeting held on 25.01.2019 for a period of three (3) years has expired, the independent board members shall be determined pursuant to the Corporate Governance Communiqué No: II-17.1 of the Capital Markets Board and the members of the Board of Directors shall be elected in accordance with the TCC and the Articles of Association.

According to the Articles of Association, the members of the Board of Directors shall hold office for a term of three (3) years and it is envisaged that three (3) independent board members shall be elected in the composition of nine (9) members Board of Directors.

The background information in relation to the independent board member candidates who are nominated by Group B Shareholder and the board member candidate who is representing C Group privileged share are provided under Annex 1.

9. Defining the salaries of the members of the board of directors;

Salaries to be paid to the members of the board of directors for the year 2022 will be determined.

10. Resolving on the distribution of profit;

Distribution of Company's profit shall be resolved in accordance with the Company's Dividend Policy and the Communiqué on Dividends No: II-19.1.

Company's profit for the year 2021 has realized as follows:

- a) The Company's net profit calculated according to the independently audited consolidated financial tables prepared in accordance with the provisions of "Capital Markets Board (CMB) Communiqué About Financial Reporting in Capital Markets No.II-14.1" is TL 5,761,454,000 for the fiscal year of 2021.
- b) Pursuant to the CMB Communiqué on Dividends No.II-19.1, the profit after tax amount of TL 5,761,454,000 shall be the base amount for dividend distribution.
- c) Since the Company has already reached the general legal reserve limit in accordance with the Article 519 of Turkish Commercial Code, this reserve is not required to set aside for 2021.
- d) The base for the first dividend shall be TL 5,797,400,185.95 (Pursuant to the CMB regulations, this amount is calculated by adding the TL 35,946,185.95 of donations made in 2021, to the TL 5,761,454,000 of net distributable profit of 2021)
- e) If it is decided to distribute the profit for the 2021 period, the amount, rate and payment time will be determined by the General Assembly at the Ordinary General Assembly meeting to be held for the activity year of 2021.

11. Election of the auditor for the purpose of auditing the Company's operations and accounts for the year 2022, pursuant to article 399 of Turkish Commercial Code and article 17/A of the Articles of Association of the Company;

Signing independent audit agreement to examine the Company's operations and accounts for the year 2022 as per the Decision of the Company's Audit Committee which was held in accordance with the Communiqué of the Capital Markets Board No: II-17.1 pursuant to the Corporate Governance Principle No. 4.5.9, article 399 of Turkish Commercial Code and article 17/A of the Articles of Association of the Company will be presented to general assembly's approval.

12. Submitting donations and aids policy to the approval of the General Assembly pursuant to Corporate Governance Principles;

Updating the Donation Policy according to the Communiqué on Corporate Governance Principles will be submitted to General Assembly's approval.

13. Informing the general assembly about the donations and aids executed in 2021,

Total amount of donations and aids in 2021 is TL 35,946,186.

14. Informing General Assembly regarding the Amendment in Disclosure Policy,

This agenda item will not be voted on and has only been provided for information purposes.

Pursuant to Article 17 of the Communiqué on Material Events Disclosure No. II-15.1 of the Capital Markets Board, the Company's Disclosure Policy which has been updated following the approval of the Board of Directors as per the Board Resolution dated 07.07.2021 and numbered 63.

The updated Disclosure Policy is available for our shareholders access under

http://www.ttyatirimciiliskileri.com.tr/Documents/tr/kurumsal-yonetim/Bilgilendirme_Politikasi_2021.pdf

15. Informing the general assembly about the guarantees, pledges and mortgages given in favor of third parties and the revenues or interests generated by the Company in 2021,

This agenda item will not be voted on and has only been provided for information purposes.

The information regarding the guarantees, pledges and mortgages provided by the company to third parties or the derived income or interest thereof is available at footnote No: 24 of the 2021 consolidated financial statements which have been prepared in accordance with the CMB rules and publicly disclosed. The information note regarding the guarantees, pledges and mortgages provided by the company to third parties or the derived income or interest thereof will also be read during the general assembly.

The Company's guarantee, pledge and mortgage (GPM) position as at 31 December 2021 is as follows:

GPMs given on behalf of the Türk Telekom Group (TL Thousand)	31 December 2021
A. GPMs given on behalf of the Company's legal personality	4,385,069
B. GPMs given in favor of subsidiaries included in full consolidation	1,771,068

C. GPMS given by the Company for the liabilities of 3rd parties in order to run ordinary course of business	938,253
D. GPMS given in favour of other group companies that are not in the scope of B and C	2,508
Total	7.033.398

Based on law 128/1 of Turkish Code of Obligations, the Group has given guarantee to distributors amounting to TL 938,253 thousand for the financial obligation that would arise during the purchase of devices that will be sold as commitment sales by the Group (31 December 2020: TL 780,363 thousand). The guarantees have given to the banks TL 201,224 thousand, TL 168,437 thousand Akbank T.A.Ş. and Türkiye Garanti Bankası A.Ş. respectively.

16. Informing the general assembly of the changes that have material impact on the management and the activities of the Company and its subsidiaries and that were realized within the previous fiscal year or being planned for the following fiscal year and of the reasons of such changes, pursuant to the Capital Markets Board Corporate Governance Principle No. 1.3.1 (b);

This agenda item will not be voted on and has only been provided for information purposes.

There are no changes that have material impact on the management and the activities of the Company and its subsidiaries and that were realized within the previous fiscal year or being planned for the following fiscal year. In addition, the public disclosures of material events made by the Company in compliance with relevant legislation are available at the Company's page under www.kap.gov.tr and at the Company's web address of <http://www.ttyatirimciiliskileri.com.tr/en-us/announcements-disclosures/pages/regulatory-disclosures.aspx>.

17. Informing the general assembly of the transactions of the controlling shareholders, the board of directors members, the executives who are under administrative liability, their spouses and their relatives by blood and marriage up to the second degree that are performed within the year 2021 relating to make a material transaction which may cause conflict of interest for the Company or the Company's subsidiaries and/or to carry out works within or out of the scope of the Company's operations on their own behalf or on behalf of others or to be a unlimited partner to the companies operating in the same kind of fields of activity in accordance with the Communiqué of the Capital Markets Board No: II-17.1 pursuant to the Corporate Governance Principle No. 1.3.6;

As per the Corporate Governance Principle No: 1.3.6 issued by Capital Markets Board, information regarding any controlling shareholders, board members, senior management, spouses and 2nd degree blood and affinity relatives who engage in activities which may cause conflict of interest with the Company or its subsidiaries, and who participate in commercial activities similar to those conducted by the Company in their own name or on behalf of a third party, or who become a shareholder with unlimited liability and become a member of the boards of enterprises engaging in similar transactions must be submitted to the general assembly. In order to fulfil the requirements of this principle, all transactions which can be classified as outlined above within the previous financial year which come to the attention of the Company must be submitted for the information of the shareholders at the general assembly.

18. Informing the general assembly regarding the “Remuneration Policy” for the board of directors members and the senior executives in accordance with the Capital Markets Board Corporate Governance Principle No:4.6.2;

This agenda item will not be voted on and has only been provided for information purposes.

As per the Communiqué on Corporate Governance Principles and obligatory article 4.6.2, the remuneration policy of the members of the board of directors and the senior management shall be in writing and its policy and principals will be submitted to the general assembly’s information. The remuneration policy is available at <http://www.ttinvestorrelations.com/enus/corporate-governance/pages/policies.aspx>.

19. Discussing and voting for authorizing the board of directors or person(s) designated by the board of directors for company acquisitions to be made by the Company or its subsidiaries until the next ordinary general assembly meeting up to 125 Million Euros which will be separately valid for each acquisition;

The Company and its subsidiaries are open to opportunities, which may contribute to the operations of the group and create synergies as part of the “smart growth” strategy. A general approval from the general assembly is obtained each year due in order to be able to act quickly to be able to utilize the opportunities both at home and abroad.

20. Discussing and voting for authorizing the board of directors to establish special purpose vehicle(s) when required for above mentioned acquisitions;

A need to establish special-purpose vehicles may arise in order to ensure operational convenience for the acquisitions to be made by the Company and its subsidiaries.

21. Resolving on giving permission to the board of directors for performing the works mentioned under article 395 and 396 of Turkish Commercial Code;

The board of directors must have the general assembly's permission to perform their acts within the context of articles 395 and 336 of the Turkish Commercial Code entitled "prohibition of conducting transaction with the Company, to become indebted to the Company" and "non-compete obligation". In order to comply with these regulations, the permission will be put to the vote at the general assembly.

22. Comments and closing.

Annex 1 – 2021 Dividend Distribution Table

2021 DIVIDEND DISTRIBUTION TABLE OF TÜRK TELEKOMÜNİKASYON A.Ş. (TL)			
1)	Paid / Issued Capital		3,500,000,000
2)	Total Legal Reserves (in accordance with statutory records)		2,876,565,307
If there is information about privilege in dividend distribution in accordance with the AoA			
DISTRIBUTION OF THE PROFIT FOR THE PERIOD		Acc. to CMB	Acc. to Statutory Records (SR)
3)	Profit for the Year	5,620,842,000.00	
4)	Tax Expenses (-)	-140,612,000.00	
5)	Net Profit for the Period (=) (3-4)	5,761,454,000.00	
6)	Prior Years' Losses (-)	0.00	
7)	General Legal Reserves (-) ((5SR-6SR)*0,05)	0.00	
8)	NET DISTRIBUTABLE PROFIT (=) (5-6-7)	5,761,454,000.00	
9)	Donations made during the year (+)	35,946,185.95	
10)	Net distributable profit including donations that is the base of calculation of first legal reserves (8+9)	5,797,400,185.95	
11)	First Dividend - Cash - Share - Total	((1 or 10) *the rate determined by the Company)	
12)	Dividend paid to preference shares	(Amount of the dividend for privileged shareholders in accordance with the articles of Association)	
13)	Dividend paid to - the Board Member - Employees - person other than shareholders		
14)	Dividend paid to redeemed share owners		
15)	Second Dividend		
16)	General Legal Reserves ((11+12+13+14+15+20)-(G4*0,05))/10		
17)	Status Reserves		
18)	Special Reserves		
19)	EXTRA ORDINARY RESERVES	5-(6+7+11+12+13+14+15+16+17+18)	
20)	Other Distributable Sources		