

TÜRKİYE İŞ BANKASI A.Ş.
INFORMATION DOCUMENT FOR THE ANNUAL GENERAL MEETING
TO BE HELD ON MARCH 30, 2023

The Annual General Meeting (AGM) of our bank shall be held on **March 30, 2023, Thursday, at 14:00**, at the address of **İş Kuleleri 34330 Levent, İstanbul, at the Head Office/Auditorium Building** to discuss the agenda items mentioned below. Our shareholders may also participate the AGM electronically, either in person or by proxy according to Article 1527 of the Turkish Commercial Code No. 6102. The shareholders or their representatives who will attend the meeting electronically must have secure e-signature.

The persons who own at least

- 1 Group A share with a nominal value of 1 Kurus,
- 1 Group B share with a nominal value of 1 Kurus or
- 1 Group C share with a nominal value of 4 Kurus

may attend the meeting personally or by proxy.

Our shareholders can obtain detailed information from MKK website (<https://egk.mkk.com.tr>) regarding the transactions that can be carried out electronically, including participation in the general assembly, appointment of a representative/proxy, making suggestions, expressing opinions, voting and declaring dissenting opinion.

Shareholders who will attend the AGM physically should submit their identity cards bearing the TR identity number on the meeting day; shareholders who will attend the meeting electronically should be registered in the Electronic General Meeting System (EGMS) portal of Central Registry Agency (CRA) at least one day before the meeting until 21:00. For our shareholders or their representatives who state that they will attend the meeting electronically and do not change this preference, it will not be possible to attend the meeting physically.

Shareholders who have the right to attend the AGM, may exercise their rights by means of deputizing a representative/proxy.

The representatives/proxy who will attend the meeting should submit;

- the relevant power of attorney (Annex: 1) which will be prepared in compliance with the requirements of the Communiqué on Voting by Proxy and Proxy Solicitation (IL.30.1) issued by the Capital Markets Board and identity cards bearing the TR identity Number,
- Only their identity cards bearing the TR identity Number on the meeting day if deputized over EGMS portal.

It is possible for the custody institutions to attend the AGM as “Depositor’s Representative” provided that they are identified in the EGMS portal in order to represent the shareholders whose shares are in safe custody with such institutions. In case these custody institutions appoint and authorize their employees in order to physically attend the AGM, these employees shall submit their authorization documents in addition to the “Power of Attorney Related to Deposited Shares” and “Instruction Notification Form”, as attached herewith (Annex: 2/a and Annex: 2/b).

If the shareholder is a legal entity or a governmental entity, then the identity cards (bearing the TR Identity

Number) along with the certificates of authorization of those who are authorized to represent and bind the legal entity should be submitted.

In accordance with the provisions of Article 18 of the Turkish Banking Law No. 5411; any acquisition of shares that result in the acquisition by one person directly or indirectly of shares representing ten percent or more of the capital of a bank or if shares held directly or indirectly by one shareholder exceed ten percent, twenty percent, thirty-three percent or fifty percent of the capital as a result thereof, and assignments of shares that result in shares held by one shareholder falling below these percentages, are subject to the permission of the Banking Regulatory and Supervisory Authority. In accordance with the Banking Law, and the Regulation on Permit-required Activities and Indirect Share Ownership of the Banks, in the case of share assignments of this kind, the permission of the Banking Regulatory and Supervisory Authority is required.

In this aspect, if there is any acquisition of shares requiring a permission from the Banking Regulatory and Supervisory Authority or any change in the share ownership percentages of our legal entity shareholders requiring the permission of the Banking Regulatory and Supervisory Authority, the submission of the document showing that the permission has been granted before the Bank's AGM is required.

As per the article 29 of the Capital Market Law, registered mail for the call of AGM will not be posted to our shareholders.

According to the Turkish Commercial Code no. 6102 and the Article 49 Incorporation,

- each Group (A) share with a nominal value of 1 Kurus gives its shareholder 1 voting right,
- each Group (B) share with a nominal value of 1 Kurus gives its shareholder 1 voting right and
- each Group (C) share with a nominal value of 4 Kurus gives its shareholder 4 voting rights.

The Annual Report including the Financial Statements of 2022, Board of Directors' Report and Independent Auditor's Report will be submitted for our shareholders' review in line with the related legal periods on the Bank's internet address of www.isbank.com.tr and at the EGMS portal of the CRA as well as our branches.

The attendance of our esteemed shareholders is requested on the day and time stated above.

A) ADDITIONAL EXPLANATIONS IN ACCORDANCE WITH THE CORPORATE GOVERNANCE PRINCIPLES ISSUED BY THE CAPITAL MARKETS BOARD OF TURKEY

1. Shareholding Structure and Voting Rights (*)

	Nominal (TL)	Number of Shares	Voting Rights (**)
İşbank Personnel Supplementary Pension Fund			
Group A	355.324	35,532	35,532
Group B	9,488.300	948,830	948,830
Group C	3,732,234,263.000	93,305,856,575	373,223,426,300
Atatürk Shares			
Group A	275.676	27,568	27,568
Group B	8,237.690	823,769	823,769
Group C	2,809,196,742.130	70,229,918,553.25	280,919,674,213
Shares Bought Back in 2018 (***)			
Group C	288,883,023.000	7,222,075,575	-
Free Float			
Group A	369.000	36,900	36,900
Group B	11,274.010	1,127,401	1,127,401
Group C	3,169,655,971.870	79,241,399,296.75	316,965,597,187
Total			
Group A	1,000.000	100,000	100,000
Group B	29,000.000	2,900,000	2,900,000
Group C	9,999,970,000.000	249,999,250,000	971,108,697,700

(*) As of 03.03.2023

(**) According to the Turkish Commercial Code no. 6102 and the Article 49 of İşbank Articles of Incorporation,

- each Group (A) share with a nominal value of 1 Kurus gives its shareholder 1 voting right,
- each Group (B) share with a nominal value of 1 Kurus gives its shareholder 1 voting right and
- each Group (C) share with a nominal value of 4 Kurus gives its shareholder 4 voting rights.

(***) As per the Board decision and BRSA's approval both of which are dated 17.08.2018 Group (C) shares at a nominal value of TL 130,000,000 were bought back in 2018. As a result of our Bank's bonus issue on 14.06.2022, the balance was 288,883,023.

2. Information Regarding the Changes in the Management and Activities of the Bank and its Affiliates Which Will Materially Affect the Bank's Activities

There is no change in the management and activities of the Bank's affiliates which will materially affect the Bank's activities. Furthermore, issues which will materially affect the Bank's activities are disclosed publicly in accordance with the relevant legislation.

3. Information Regarding the Board Member Nominees and the Reason of Revocation or Election of the Board Members, if the Agenda of the General Meeting Includes the Revocation and Election of the

Board Members

The explanations regarding the independent board members and the board members will be elected to replace the members of the Board of Directors whose terms of office expire can be found in the “B) EXPLANATIONS ON AGENDA ITEMS OF THE ANNUAL GENERAL MEETING DATED MARCH 30, 2023” section of this document.

4. Information Regarding the Written Requests of the Shareholders Delivered to Investor Relations and Sustainability Division, to Add Any Agenda Item

None.

5. Information Regarding the Amendments to the Articles of Incorporation

The amendment in the article 5 of the Articles of Incorporation will be submitted for the approval of the General Assembly (Annex: 5)

B) EXPLANATIONS ON AGENDA ITEMS OF THE ANNUAL GENERAL MEETING DATED MARCH 30, 2023**1. Opening Ceremony, establishment of the Council of Chairmanship**

In accordance with the relevant legislation and the Bank's Articles of Incorporation, the Council of Chairmanship will be established.

2. Discussion of 2022 Annual Report of the Board of Directors, Financial Statements, the Independent Auditors' Reports and ratification of the Annual Report of the Board of Directors and Financial Statements

Annual Report of the Board of Directors, Financial Statements, the Independent Auditors' Reports will be discussed and the Annual Report of the Board of Directors and Financial Statements will be submitted to the approval of the shareholders.

3. Discharge of the Board of Directors from their responsibilities for the transactions and accounts of the year 2022

In accordance with the relevant legislation, discharge of the Board of Directors with regards to the transactions and accounts for the year 2022 will be submitted to the approval of the shareholders.

4. Determination of the method and date of allotment of dividends which is permitted to be distributed in cash by the BRSA based on our Bank's application.

Within the context of the permission granted by the BRSA, the proposal of the Board of Directors regarding the utilization of 2022 profit will be submitted to the approval of the General Assembly (Annex: 3).

5. Determination of the allowance for the members of the Board of Directors

The remuneration of the Board Members will be determined by the General Assembly, in accordance with the relevant legislation and the principles in the Articles of Incorporation.

6. Election of the Members of the Board of Directors whose term of office has expired and the determination of their term of office

Mr. Adnan Bali, Mr. Fazlı Bulut, Mr. Durmuş Öztek, Mr. Recep Hakan Özyıldız, Mr. Mustafa Rıdvan Selçuk, Mr. Ahmet Gökhan Sungur, Mr. Sadrettin Yurtsever, Ms. Güzide Meltem Kökden, Ms. Şebnem Aydin and Mr. Gökhan Şen are the candidates for members of the Board of Directors.

Backgrounds of the candidates are attached (Annex: 4).

Capital Markets Board's (CMB) Corporate Governance Communiqué No. II-17.1 states that the number of independent board members may be determined by the banks, provided that is not less than three and the members of the board of directors who are appointed as audit committee members within the board structures of banks will be accepted as independent board members within the framework of the Communiqué. Also in this context, it is stated that the criteria specified in the the Communiqué's principle no "4.3.6.". are not sought in the members of the audit committee of banks.

In line with the evaluations of our Bank's Corporate Governance Committee within the framework of Corporate Governance Principles, Mr. Ahmet Gökhan Sungur and Mr. Gökhan Şen were evaluated as having the independence criteria defined in the Corporate Governance Communiqué and were nominated as independent members. Within the context of relevant legislation, an application has been made to the CMB

regarding the candidacies of Mr. Ahmet Gökhan Sungur and Mr. Gökhan Şen and the CMB has not reported any negative opinion on the subject.

At the 2022 General Assembly, the election of the Members of the Board of Directors whose term of office has expired and the determination of their term of office will be submitted to the approval of our shareholders.

7. Selection of the Independent Audit Company

The selection of Güney Bağımsız Denetim ve Serbest Muhasebeci Mali Müşavirlik A.Ş. (a member firm of Ernst & Young Global Limited) as the independent audit company of the Bank for the year 2023 will be submitted to the approval of the General Assembly.

8. Permitting the Members of the Board of Directors as per articles 395 and 396 of the Turkish Commercial Code

The authorization of the Board Members to conduct business in accordance with Article 395 of Turkish Commercial Code titled as “Prohibition to Conduct Business with a Company, Borrowing from a Company” and Article 396 titled as “Prohibition of Competition” will be submitted for the approval of the General Assembly.

9. Amendment of the article 5 of the Articles of Incorporation regarding the increase of the maximum level of registered capital and the extension of the permission period of the maximum level of registered capital

Within the scope of increasing the maximum level of registered capital and extending the permission period of the maximum level of registered capital, approval has been obtained from the relevant regulatory bodies for the amendment to Article 5 of our Articles of Incorporation, and the said amendment proposal will be submitted to the General Assembly for approval. Old and new versions of Article 5 of our Articles of Incorporation are attached (Annex: 5).

10. Submitting the amount of donations and aids made regarding earthquake to the information and approval of the shareholders

The upper limit for the donations that our bank can make in a fiscal year has been determined by our General Assembly as the “maximum limit in the legislation”. The maximum limit in the Banking Law is currently four per thousand of the bank's equity. The shareholders will be informed about the donations and aids regarding the earthquake that do not exceed four per thousand of the bank's equity as of the date of the General Assembly. In case of the donations and aids regarding the earthquake exceeds/which will exceed four per thousand of the bank's equities, the approval of the relevant board of directors decision or the authorization of the board of directors will be submitted for the approval of our shareholders, within the framework of the regulations that exempt the limitations set by the Banking Law on donations and aids.

11. Presenting information to the shareholders about the donations

The shareholders will be informed with regard to the donations made in 2022 in accordance with the relevant legislation.

12. Presenting information to the shareholders on the subjects held in Capital Markets Board Corporate Governance Communique principle no. 1.3.6

The shareholders will be informed about the transactions executed regarding the relevant Capital Markets Board Corporate Governance Principle no. 1.3.6, in case there are any.

13. Presenting information about the buyback transactions executed in 2023 as per the resolution of the Board of Directors

Within the scope of the Principle Decision numbered 9/177 announced by the Capital Markets Board's bulletin numbered 2023/10 dated 14.02.2023, information will be given about the Group C shares buy-back of our Bank from the market at Borsa Istanbul.

14. Presenting information about our bank's decarbonization plan

Within the scope of our bank's commitment to the Net Zero Banking Association established by the United Nations, our shareholders will be informed about the determination of the emissions arising from the loan portfolio and the determination of targets for reducing them.

PROXY STATEMENT
TÜRKİYE İŞ BANKASI A.Ş.

I, the undersigned, hereby appoint, empower and delegate as identified in details hereinbelow, as my proxy holder fully authorized to represent me, and vote and make proposals and sign the required documents on behalf of me, in accordance with my opinions cited below, in the Annual General Meeting of Türkiye İş Bankası A.Ş. to be held on Friday, March 30th, 2023 at 14:00 at the address of İş Bank's Headquarters/Auditorium Building located in İş Kuleleri 34330 Levent/İstanbul

Proxy Holder's (*);

First Name, Last Name/Company's Name:

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

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

A) SCOPE OF PROXY AUTHORIZATION

For parts 1 and 2 below, only one of the alternatives (a), (b) or (c) shall be chosen to determine the scope of power of attorney.

1. Information on Items Involved in the Agenda of the General Meeting;

- a) The proxy holder is authorized to vote in line with his/her own opinions.
- b) The proxy holder is authorized to vote in line with the proposals of the corporation management
- c) The proxy holder is authorized to vote in line with the instructions given in the following table.

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.

Agenda Items	Acceptance	Rejection	Dissenting Opinions
1. Opening Ceremony, establishment of the Council of Chairmanship			
2. Discussion of 2022 Annual Report of the Board of Directors, Financial Statements, the Independent Auditors' Reports and ratification of the Annual Report of the Board of Directors and Financial Statements			
3. Discharge of the Board of Directors from their responsibilities for the transactions and accounts of the year 2022			
4. Determination of the method and date of allotment of dividends which is permitted to be distributed in cash by the BRSA based on our Bank's application.			
5. Determination of the allowance for the members of the Board of Directors			
6. Election of the Members of the Board of Directors whose term of office has expired and the determination of their term of office			

Agenda Items	Acceptance	Rejection	Dissenting Opinions
7. Selection of the Independent Audit Company			
8. Permitting the Members of the Board of Directors as per articles 395 and 396 of the Turkish Commercial Code			
9. Amendment of the article 5 of the Articles of Incorporation regarding increase of the maximum level of registered capital and the extension of the permission period of the maximum level of registered capital			
10. Submitting the amount of donations and aids made regarding earthquake to the information and approval of the shareholders			
11. Presenting information to the shareholders about the donations	Item of Information		
12. Presenting information to the shareholders on the subjects held in Capital Markets Board Corporate Governance Communiqué principle no. 1.3.6	Item of Information		
13. Presenting information about the buyback transactions executed in 2023 as per the resolution of the Board of Directors	Item of Information		
14. Presenting information about our bank's decarbonization plan	Item of Information		

2. Specific instruction on other issues that may arise during the general assembly meeting and particularly regarding the 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 are stated herein.

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

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

- a) Group:
- b) Quantity/Nominal Value:
- c) Whether privileged in voting or not
- d) Ratio to total shares/voting rights held by shareholder:

2. I am approving 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 CRA one day before the date of general assembly meeting

SHAREHOLDER'S NAME&SURNAME OR TITLE (*)

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

Address:

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

SAMPLE OF POWER OF ATTORNEY RELATED TO DEPOSITED SHARES**A) DEPOSITOR**

(1) Name Surname/Title:	
(2) National ID/Tax ID/MERSIS Number:	
(3) Address:	

B) CONSIGNER

(4) Name Surname/Title:	
(5) Tax ID/MERSIS Number:	
(6) Address:	
(7) Number of Shares to be Consigned and Total Nominal Amount:	

The consigned is authorized to attend the general assembly meeting, a right comes out from the share/s defined above by the consigned and vote regarding the agenda items within the framework of instructions given by the depositor before every general assembly. (Date)

Depositor**Seal/Signature****Consigned****Seal/Signature****Explanations:**

- 1) The owner of the share shall be written.
- 2) If the shareholder is a Turkish Republic citizen real person, national ID number shall be written, if the shareholder is a legal entity, MERSIS/tax ID number shall be written. If the shareholder is foreigner, either foreigner ID number or tax ID number shall be written.
- 3) The address shall be written.
- 4) Name and surname of the consigned person or title of the intermediary firm shall be written.
- 5) The tax ID number or MERSIS number of the consigned shall be written.
- 6) The address of the consigned shall be written.
- 7) The number and total nominal value of the shares to be consigned shall be written. However, in case the shares which are monitored in a dematerialized way as per Article 13 of Capital Markets Code, it can be defined here by writing the account number in custody institution that the shares are in.

INSTRUCTION NOTIFICATION FORM

(I) GENERAL MEETING

The Company That Holds General Meeting	
Date of General Meeting	

(II) INSTRUCTIONS REGARDING THE AGENDA ITEMS

Agenda Item	Vote	Explanation (*)
1	ACCEPT <input type="checkbox"/> DECLINE <input type="checkbox"/>	
2	ACCEPT <input type="checkbox"/> DECLINE <input type="checkbox"/>	
3	ACCEPT <input type="checkbox"/> DECLINE <input type="checkbox"/>	
4	ACCEPT <input type="checkbox"/> DECLINE <input type="checkbox"/>	
5	ACCEPT <input type="checkbox"/> DECLINE <input type="checkbox"/>	
6	ACCEPT <input type="checkbox"/> DECLINE <input type="checkbox"/>	
7	ACCEPT <input type="checkbox"/> DECLINE <input type="checkbox"/>	
8	ACCEPT <input type="checkbox"/> DECLINE <input type="checkbox"/>	
9	ACCEPT <input type="checkbox"/> DECLINE <input type="checkbox"/>	
10	ACCEPT <input type="checkbox"/> DECLINE <input type="checkbox"/>	
11	Item of Information	
12	Item of Information	
13	Item of Information	
14	Item of Information	

* If any, the depositor can write explanations regarding the agenda item to this part. If a dissenting opinion is wanted to be recorded besides the instruction of "decline" voting, this issue shall be written in the explanations part.

T. IS BANKASI A.S. 2022 PROFIT DISTRIBUTION TABLE (TL)

1. Paid-in Capital	10,000,000,000.00
2. Legal Reserves (According to Legal Records)	6,168,856,616.09
Information on privileges distribution, if any, in the Articles of Incorporation	Group (A) and (B) shares, have priority rights in distribution of profits pursuant to Article 58 of our Articles of Incorporation.
	According to Legal Records
3. Gross Profit *	77,042,048,126.97
4. Taxes (-)	12,411,167,754.40
5. Net Profit (=)	64,630,880,372.57
6. Losses in the Previous Periods (-)	-
7. Legal Reserves (-)	3,216,000,247.14
8. NET DISTRIBUTABLE PROFIT (=)	61,414,880,125.43
9. Donations Made During the Year (+)	
10. Net Distributable Profit Including Donations	61,414,880,125.43
11.	First Dividend to Shareholders
	-Cash
	-Bonus
	-Total
12.	Dividend Distributed to Owners of Privileged Shares **
13.	Dividend Distributed to Employees
14.	Dividend Distributed to Owners of Redeemed Shares ***
15.	Second Dividend to Shareholders
16.	Legal Reserves
17.	Third Dividend to Shareholders
18.	Legal Reserves
19.	Statutory Reserves
20.	Special Reserves ****
21.	EXTRAORDINARY RESERVES
22.	Other Items Proposed to be Distributed *****

* The provision provided for employee dividend distribution has been added to distributable profit.

** Total amount of dividend distributed to owners of privileged shares at the end of the first, second and third distribution.

*** Dividend to founders' shares.

**** Total of the amount allocated for venture capital fund and the profit to be added to the capital from sale of real estates and equity shares.

*****Prior years' profit arising from various legislative arrangements.

DIVIDEND RATIO TABLE

	GROUP	TOTAL AMOUNT OF DIVIDEND (TL)		TOTAL AMOUNT OF DIVIDEND / NET DISTRIBUTABLE PROFIT	DIVIDEND PER SHARE WITH A NOMINAL VALUE OF THE TL 1	
		CASH (TL)	BONUS (TL)		RATIO (%) *	AMOUNT (TL)
GROSS **	A	108,286.99	-	15.03	108.2869900	10,828.69900
	B	125,809.60	-		4.3382621	433.82621
	C	9,230,409,251.40	-		0.9230437	92.30437
	Founders' Shares ***	38,652.01			15.7249837	
	TOTAL	9,230,682,000.00	-			
NET	A	97,458.29	-	13.53	97.4582910	9,745.82910
	B	113,228.64	-		3.9044359	390.44359
	C	8,307,368,326.26	-		0.8307393	83.07393
	Founders' Shares ***	34,786.81			14.1524853	
	TOTAL	8,307,613,800.00	-			

* The ratios are calculated for the total amount of dividend.

** Tax withholding shall not be deducted from the cash dividend payments made to unlimited liable taxpayer institutions and limited liable taxpayer institutions that has offices or permanent representatives in Turkey.

*** There are 2,458 founders' shares and the amount given in the above table is for 1 founders' share.

ADNAN BALİ

Born in İslahiye in 1962. He graduated from Middle East Technical University with a BS degree in Economics, and began his banking career at İşbank in the Board of Inspectors as Assistant Inspector. Mr. Bali served at Fund Management Department as Assistant Manager in 1994, as Group Manager in 1997 and was promoted to Head of Fund Management in 1998. Mr. Bali was appointed as Branch Manager of Şişli Branch in 2002, Galata Branch in 2004, and was promoted to the post of Deputy Chief Executive in 30 May 2006. He was appointed as the CEO of İşbank in 01 April 2011.

In addition to İşbank, Mr. Adnan Bali serves as the Chairperson of TSKB, Softtech Ventures, and İşbank Members Supplementary Pension Fund.

Mr. Bali was elected as a member of İşbank's Board of Directors on 31 March 2021 and as the Chairperson of İşbank on 1 April 2021.

FAZLI BULUT

Mr. Fazlı Bulut was born in Pertek in 1964 and graduated from Ankara University, Faculty of Political Sciences, Department of Economics. He completed his master's degree in Economic Development in New Hampshire College in the USA.

Mr. Bulut served as Account Expert and Senior Account Expert at the Ministry of Finance in the Board of Account Experts from 1985 to 1997. He taught General Accounting at College of Tourism and College of Computer Technology, at Bilkent University, from 1996 to 1998. Mr. Bulut served as Vice General Manager and Member of the Board in Social Insurance Institution. He served as Vice General Manager, General Manager and Member of the Board of Directors in Tepe Home Mobilya ve Dekorasyon Ürünleri San. Tic. A.Ş., a subsidiary of Bilkent Holding, from 1999 to 2011. He subsequently served as a consultant for Bilkent Holding on tax and retailing for one year and as the General Manager of B. Braun Kalyon Medikal ve Dış Ticaret A.Ş. from 2013 to 2015, and as the Coordinator of Financial Affairs in Terra İnşaat Grubu from 2016 to 2017. Mr. Bulut also has books published on various subjects.

Mr. Bulut was elected to İşbank Board of Directors on 29 March 2019, and 31 March 2020.

DURMUŞ ÖZTEK

Mr. Durmuş Öztek was born in Sivas, Şarkışla in 1953 and graduated from Ankara University Faculty of Political Sciences, Department of Economics and Finance. He completed his master's degree in Economics at Vanderbilt University in the USA.

Mr. Öztek served as a Finance Auditor between 1975-1986 in the Ministry of Finance. In the following years, he served as Department Head, Deputy General Manager and General Manager in the General Directorate of Budget and Financial Control; Chief Auditor and Member of Financial Advisory Committee in the Ministry of Finance; Auditor in Turk Telekom, Member of the General Committee in Council of Higher Education, Financial Counselor in Turkish Embassy in Brussels. He served as a Ministry Counselor in the Ministry of Finance between 2006-2011.

Mr. Öztek was elected to İşbank Board of Directors on 31 March 2020.

RECEP HAKAN ÖZYILDIZ

Mr. Recep Hakan Özyıldız was born in Bursa in 1956 and graduated from Ankara University Faculty of Political Sciences, Department of Economics and Finance. He completed his master's degree in Economics at Northeastern University in the USA.

Mr. Özyıldız started to work at the Ministry of Treasury and Finance as an Assistant Treasury Specialist in 1978. In the following years, he served as Branch Manager at the Undersecretary of Treasury and Foreign Trade and the General Directorate of Banking and Foreign Exchange; Department Head, Deputy General Manager and General Manager at the General Directorate of Public Finance under Ministry of Treasury and Finance,; Auditor at İşbank, General Manager of the State Economic Enterprises in the Treasury, Senior Advisor of Economics in Turkish Embassy in London and Assistant Undersecretary in the Ministry of Treasury and Finance.

Mr Özyıldız, who is also a columnist and commentator, continues to serve as a part-time academic tutor in Ankara University, Faculty of Political Sciences.

Mr. Özyıldız was elected to İşbank Board of Directors on 31 March 2020.

MUSTAFA RIDVAN SELÇUK

Mr. Mustafa Ridvan Selçuk was born in Malatya in 1955, and graduated from Ankara University, Faculty of Political Sciences, Department of Economics and Finance. He received his master's degree on Economics from Vanderbilt University in the USA.

Mr. Selçuk started his career in the Ministry of Finance in 1978 as an Assistant Account Expert. In the following years, he served as Account Expert, Senior Account Expert, Department Head in the General Directorate of Revenues, General Manager and Chairman of Bağkur in the Ministry of Labor and Social Security, Labor and Social Security Advisor in Turkish Embassy in Copenhagen and as Ministry Advisor in the Ministry of Finance.

Mr. Selçuk, who also serves as a Certified Public Accountant since 2003, is an Independent Auditor at BDD Bağımsız Denetim ve Danışmanlık A.Ş., and a partner at Girişim YMM Limited Şti.

Mr. Selçuk was elected to İşbank Board of Directors on 31 March 2020.

AHMET GÖKHAN SUNGUR

Mr. Ahmet Gökhan Sungur was born in Yozgat in 1953. He graduated from Middle East Technical University, Department of Chemical Engineering and received his master's degree from the same department.

Mr. Sungur, who started his career in 1975 at General Institute of Mineral Research and Exploration Department of Technology as Chief Specialist Chemical Engineer, worked in Hisarbank and Güntekin İnşaat A.Ş. as a System Analyst between 1981-1982. Later, between 1982-1999, he served as Manager of Software Development at İşbank and Chief Executive Officer at İş Net A.Ş. between 1999-2003.

Mr. Sungur was elected as an Independent Member of İşbank Board of Directors on 31 March 2020.

SADRETTİN YURTSEVER

Mr. Sadrettin Yurtsever was born in Bingöl in 1964 and graduated from Gazi University, Faculty of Education, Department of English Language Education.

Mr. Yurtsever, who started his career at İşbank as a candidate officer in İzmir Branch in 1993, served in the same branch as Section Head and Sub-Manager. He served as Assistant Manager in SME Loans Underwriting Division of Denizli Region in 2006, İzmir Central II. Region Sales Division Assistant Regional Manager in 2007, Regional Manager in the same division in 2011, Branch Manager of Bornova/İzmir Commercial Branch in 2013 and Mediterranean/Antalya Corporate Branch in 2018.

Mr. Yurtsever was elected to İşbank Board of Directors on 31 March 2020.

GÜZİDE MELTEM KÖKDEN

Ms. Güzide Meltem Kökden was born in Kastamonu in 1969. She graduated from Ankara University, Faculty of Political Sciences, Department of International Relations and completed her master's degree in EU Law at Ankara University Graduate School of Social Sciences. In 1991, Ms. Kökden started to work as Assistant Investment Specialist at İşbank. She was appointed as Investment Specialist in 1997, Assistant Manager in 1999, Unit Manager in 2003 and Division Head in 2006 at Capital Markets Division.

Having served as Board Member at Takasbank, Deputy Chairperson of İş Yatırım Menkul Değerler A.Ş., Chairperson of İş Yatırım Ortaklığı A.Ş. and İş Portföy Yönetimi A.Ş., Ms. Kökden has been serving as the Head of İşbank Members Supplementary Pension Fund since 2013 and as Deputy Chairperson of Topkapı Danışmanlık Elektronik Hizmetler Pazarlama ve Ticaret A.Ş. since 2021.

ŞEBNEM AYDIN

Ms. Şebnem Aydın was born in Samsun in 1974, and graduated from Uludağ University, Faculty of Economics and Administrative Sciences, Business Administration Department.

She started her career as a candidate Officer at Suluova/Amasya Branch in 1997 and was appointed as Section Head at Bafra/Samsun Branch in 1999, Sub-Manager at Samsun Branch in 2004 and Sub-Manager at Bafra/Samsun Branch in the same year. She was appointed as Branch Manager at Buğdaypazarı/Samsun Branch in 2007, at Gazi/Samsun Branch in 2011 and at Samsun Branch in 2013 and then served as Branch Manager at Çarşı-Bakırköy/İstanbul Branch in 2018.

Ms. Aydın has been serving as a Board Member of İşbank Pension Fund since 2020 and Regional Manager of İstanbul-Bayrampaşa Region since 2022.

GÖKHAN ŞEN

Mr. Gökhan Şen was born in İstanbul in 1983. He graduated from Marmara University Actuarial Department and completed his master's degree in finance at the same university. Mr. Şen, who started his career as an Investment Advisor at Ata Investment in 2006, continued his duty as Fund and Portfolio Manager between 2009-2010. He worked as Research Manager at Bloomberg HT between 2010-2013, as Economics Coordinator between 2015-2019 and as Editor-in-Chief between 2019-2021. He also worked as International Markets Research Manager at Ak Investment between 2013-2015. Mr. Şen, who started to work as a Coordinator at Ciner Cam and Ciner Group since 2022, is also the founder of GBUK Consulting. In addition, Mr. Şen has been working as a columnist in Habertürk since 2017.

The Old and The New Version Of The Article To Be Amended

ARTICLE	OLD	NEW
5	<p>Capital</p> <p>The Corporation has accepted the registered capital system pursuant to the provisions of the Capital Market Law, and adopted the registered capital system as per the Capital Market Board permission dated 6.3.1997 and Nr.2683. The maximum level of registered capital of the Corporation is TRY 10,000,000,000 (ten billion).</p> <p>The issued and fully paid capital of the Corporation is TL 10,000,000,000 (ten billion) and TL 1,000 of it is composed of Group (A) shares each of which worth 1 Kurus, TL 29,000 of it is composed of Group (B) shares each of which worth 1 Kurus and TL 9,999,970,000 of it is composed of Group (C) shares each of which worth 4 Kurus.</p> <p>The registered capital maximum level permission granted by the Capital Market Board is valid between 2020 and 2024 (5 years). Even if the registered capital maximum level is not reached by the end of 2024; the Board of Directors, in order to be able to resolve for another capital increase after 2024, is obliged to obtain permission from the Capital Markets Board for the previously permitted or a new maximum level amount and then obtain authorization from the General Assembly for a new time period which shall not be more than five years. Unless such authorization is received, a capital increase cannot be made by a resolution of the Board of Directors.</p> <p>The Board of Directors is authorized to increase the issued capital by issuing registered shares up to the maximum level of the registered capital in accordance with the provisions of the Capital Market Law and the relevant legislation, whenever it deems necessary.</p> <p>However, no new shares can be issued unless all the issued shares are sold and their values are collected.</p> <p>All the shares of the Corporation are strictly required to be issued in return for cash; all of them must be registered.</p>	<p>Capital</p> <p>The Corporation has accepted the registered capital system pursuant to the provisions of the Capital Market Law, and adopted the registered capital system as per the Capital Market Board permission dated 6.3.1997 and Nr.2683. The maximum level of registered capital of the Corporation is TRY 25,000,000,000 (twentyfive billion).</p> <p>The issued and fully paid capital of the Corporation is TL 10,000,000,000 (ten billion) and TL 1,000 of it is composed of Group (A) shares each of which worth 1 Kurus, TL 29,000 of it is composed of Group (B) shares each of which worth 1 Kurus and TL 9,999,970,000 of it is composed of Group (C) shares each of which worth 4 Kurus.</p> <p>The registered capital maximum level permission granted by the Capital Market Board is valid between 2023 and 2027 (5 years). Even if the registered capital maximum level is not reached by the end of 2027; the Board of Directors, in order to be able to resolve for another capital increase after 2027, is obliged to obtain permission from the Capital Markets Board for the previously permitted or a new maximum level amount and then obtain authorization from the General Assembly for a new time period which shall not be more than five years. Unless such authorization is received, a capital increase cannot be made by a resolution of the Board of Directors.</p> <p>The Board of Directors is authorized to increase the issued capital by issuing registered shares up to the maximum level of the registered capital in accordance with the provisions of the Capital Market Law and the relevant legislation, whenever it deems necessary.</p> <p>However, no new shares can be issued unless all the issued shares are sold and their values are collected.</p> <p>All the shares of the Corporation are strictly required to be issued in return for cash; all of them must be registered.</p>