

AMENDMENTS IN VAKIFBANK ARTICLE OF INCORPORATION

PREVIOUS TEXT	CURRENT TEXT
PART I FOUNDATION Center and Organization: Article:3-) (1) Head office of the bank is in İstanbul. Its address is Saray Mahallesi Dr. Adnan Büyükdeniz Caddesi No:7/A-B Ümraniye/İstanbul. In case of a change of address, the new address will be registered to trade register and announced in the Turkish Trade Registry Gazette. Notifications made to the registered and announced address shall be deemed to be made to the Bank. (2) Bank Organization consists of head office, domestic and international service units. The authority to determine the nature, duties, authorities and legal form of service units belongs to the Board of Directors.	PART I FOUNDATION Center and Organization: Article:3-) (1) Head office of the bank is in İstanbul. Its address is Finanskent Mahallesi, Finans Caddesi, No:40, İç Kapı No:1 Ümraniye/İstanbul. In case of a change of address, the new address will be registered to trade register and announced in the Turkish Trade Registry Gazette. Notifications made to the registered and announced address shall be deemed to be made to the Bank. (2) Bank Organization consists of head office, domestic and international service units. The authority to determine the nature, duties, authorities and legal form of service units belongs to the Board of Directors.

PART II
CAPITAL AND BOND INSTRUMENTS
Capital:

Article:6-) (1)The Bank adopted registered capital system according to the provisions of Capital Markets Law and adapted the registered capital system with the permission of Capital Markets Board dated 15/09/2005 with No. 37/1122.

(2) The registered capital ceiling of the Bank is TL 10.000.000.000 (Ten billion Turkish Lira), and it is divided into 1.000.000.000.000 (One trillion) registered shares, each of which amounts 1 (One) Kuruş nominal.

(3) The ceiling of the authorized capital as given by Capital Markets Board is valid for 2019-2023 (5 years). From 2023 onwards, even if the capital does not reach the permitted ceiling level at the end of 2023, following the permission of Capital Markets Board for a new ceiling amount or the current ceiling amount, the authorization of General Assembly for a new period, not more than 5 years, is obligatory in order to take a capital increase decision. In case of a failure to obtain aforesaid authorization, capital increase can not be made with Board of Directors decision.

(4) Capital in paid of the Bank is TL 7,111,364,116.75- (Sevenbilliononehundredelevenmillionthreehundredsixtyfourthousandonehundredsixteen Turkish Liras and Seventyfive Kuruş) and capital in paid is totally paid off free of collusion. This capital consists of 711,136,411,675 (Sevenhundredelevenbilliononehundredthirtysixmillionfourhundredeleventhousandsixhundredseventyfive) shares each of which amounts to 1 (one) Kuruş nominal. All the shares are registered and divided into A, B, C and D groups.

(5) Capital in paid is composed of completely registered shares and its TL 1,075,058,639.56-

(Onebillionseventyfivemillionfiftyeightthousandsixhundredthirtynine Turkish Liras and Fiftysix Kuruş) part is divided to TL 107,505,863,956- (Onehundredsevenbillionfivehundredfivemillioneighthundredsixtythreethousand ninehundredfiftysix) pieces Group (A); and its TL 390,264,578.72- (Threehundredninetymilliontwohundredsixtyfourthousandfivehundredseventyeight Turkish Liras and Seventytwo Kuruş) part is divided to TL 39,026,457,872-

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Capital:

Article:6-) (1)The Bank adopted registered capital system according to the provisions of Capital Markets Law and adapted the registered capital system with the permission of Capital Markets Board dated 15/09/2005 with No. 37/1122.

(2) The registered capital ceiling of the Bank is TL 25.000.000.000 (Twentyfive billion Turkish Lira), and it is divided into 2.500.000.000.000 (One trillion) registered shares, each of which amounts 1 (One) Kuruş nominal.

(3) The ceiling of the authorized capital as given by Capital Markets Board is valid for 2019-2023 (5 years). From 2023 onwards, even if the capital does not reach the permitted ceiling level at the end of 2023, following the permission of Capital Markets Board for a new ceiling amount or the current ceiling amount, the authorization of General Assembly for a new period, not more than 5 years, is obligatory in order to take a capital increase decision. In case of a failure to obtain aforesaid authorization, capital increase can not be made with Board of Directors decision.

(4) Capital in paid of the Bank is TL 9,915,921,522.54- (Ninebillionninehundredfifteenmillionninehundredtwentyonethousandfivehundredtwentytwo Turkish Liras and Fiftyfour Kuruş) and capital in paid is totally paid off free of collusion. This capital consists of 991,592,152,254 (Ninehundredninetyninebillionfivehundredninetymilliononehundredfiftytwo thousandtwohundredfiftyfour) shares each of which amounts to 1 (one) Kuruş nominal. All the shares are registered and divided into A, B, C and D groups.

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(Onebillionseventyfivemillionfiftyeightthousandsixhundredthirtynine Turkish Liras and Fiftysix Kuruş) part is divided to TL 107,505,863,956- (Onehundredsevenbillionfivehundredfivemillioneighthundredsixtythreethousand ninehundredfiftysix) pieces Group (A); and its TL 390,264,578.72- (Threehundredninetymilliontwohundredsixtyfourthousandfivehundredseventyeight Turkish Liras and Seventytwo Kuruş) part is divided to TL 39,026,457,872-

(Thirtyninebilliontwentysixmillionfourhundredfiftyseventhousandandeighthundredseventytwo) pieces Group (B); its TL 404,080,059.09- (Fourhundredfourmillioneightyfourthousandfifty-nine Turkish Liras and Nine Kuruş) part is divided to TL 40,408,005,909- (Fortybillionfourhundredeightmillionfivethousandninehundrednine) pieces Group (C) and its TL 5,241,960,839.38- (Fivebilliontwohundredfortyonemillionninehundredsixtythousandandeighthundredthirtynine Turkish Liras and Thirtyeight Kuruş) part is divided to TL 524,196,083,938- (fivehundredtwentyfourbilliononehundredninetysixmillioneightythreehousandninehundredthirtyeight) pieces Group (D) shares. (6) Shares representing the capital are monitored in line with dematerialization rules. (7) In accordance with the provisions of Capital Markets Law, the Board of Directors is authorized to increase the capital in-paid by issuing shares up to the registered capital ceiling, to limit the rights of preferred shareholders and to restrict buying new shares, to issue shares above or below their nominal values. Authorization to restrict buying new shares can not be used causing inequality among the shareholders. (8) Board of Directors is authorized to offer to the public in the scope of the legislation provisions by only issuing Group D shares by limiting completely or partially the preferential rights of the partners and to make transitions from current groups to Group D in case where demand comes from other groups.	(Thirtyninebilliontwentysixmillionfourhundredfiftyseventhousandandeighthundredseventytwo) pieces Group (B); its TL 404,080,059.09- (Fourhundredfourmillioneightyfourthousandfifty-nine Turkish Liras and Nine Kuruş) part is divided to TL 40,408,005,909- (Fortybillionfourhundredeightmillionfivethousandninehundrednine) pieces Group (C) and its TL 8,046,518,245.17- (Eightbillionfortysixmillionfivehundredeighteenthousandtwohundredfortyfive Turkish Liras and Seventeen Kuruş) part is divided to TL 804,651,824,517- (Eighthundredfourbillionssixhundredfiftyonemilliononeighthundredtwentyfourthousandfivehundredseventeen) pieces Group (D) shares. (6) Shares representing the capital are monitored in line with dematerialization rules. (7) In accordance with the provisions of Capital Markets Law, the Board of Directors is authorized to increase the capital in-paid by issuing shares up to the registered capital ceiling, to limit the rights of preferred shareholders and to restrict buying new shares, to issue shares above or below their nominal values. Authorization to restrict buying new shares can not be used causing inequality among the shareholders. (8) Board of Directors is authorized to offer to the public in the scope of the legislation provisions by only issuing Group D shares by limiting completely or partially the preferential rights of the partners and to make transitions from current groups to Group D in case where demand comes from other groups.
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