
2018 Annual Shareholders' Meeting Results

The 2018 Annual Shareholders' Meeting of Yapı ve Kredi Bankası A.Ş was held on 18 March 2019.

- Annual Report and Financial Statements for the year 2018 have been approved.
- Members of the Board of Directors of the Bank have been released relating to activities of the Bank during the year 2018.
- Transactions regarding liquidation by sale of some of the Bank's receivables that are being followed up in nonperforming loans accounts, have been approved and the members of the Board of Directors of the Bank have been released regarding these transactions.
- Total number of members of the Board of Directors, including independent members, has been determined as 14; Mr. Yıldırım Ali KOÇ, Mr. Carlo VIVALDI, Mr. Gökhan ERÜN, Mr. Niccolò UBERTALLI, Mr. Levent ÇAKIROĞLU, Mr. Ahmet Fadıl ASHABOĞLU, Mr. Ahmet ÇİMENOĞLU, Mr. Gianfranco BISAGNI, Mr. Mirko Davide Georg BIANCHI, Mr. Wolfgang Mag. SCHILK, Mr. Aykut Ümit TAFTALI and Mr. Francesco GIORDANO have been selected as the members of the Board of Directors and Mrs. Virma SÖKMEN and Mrs. Giovanna VILLA have been selected as independent members of the Board of Directors within the framework of the "Communiqué on Corporate Governance" issued by the Capital Markets Board, to serve for 1 year.
- The remuneration policy, which was determined by the Board of Directors and finally approved at the General Assembly meeting dated 20.03.2018 in accordance to the Corporate Governance Principles regarding the remuneration principles of the members of the Board of Directors and senior executives should be written and also the amount of TL 57.091 thousand has been made to the senior management of the Bank in 2018 within the frame of aforementioned policy has been approved by General Assembly.
- Within the framework of the Remuneration Policy, it has been decided that the members of the Board of Directors shall be paid an annual gross fee of TL 474.000 and that the payment of this arrangement shall be made monthly basis as equally installments to commence the following month of the General Assembly.
- Approved by the Ordinary General Assembly that; In accordance with the Banking Law, Capital Markets Law and related regulations, Article 20 of the Bank's Articles of Association and Profit Distribution Policy; considering the Bank's growth target within the sector, it's long term strategy, domestic and international economic developments, 2018 Profit Distribution Proposal and Profit Distribution Table that of the net profit for the accounting period TL 233.371.293,05 be reserved as general legal reserve, remaining TL 4.434.054.567,94 be set aside as extraordinary reserves.
- As per the relevant regulation of the Banking Regulation and Supervision Agency and the Turkish Commercial Code and in accordance with the proposal of the Audit Committee and with the Board of Directors decision, PwC Bağımsız Denetim ve Serbest Muhasebeci Mali Müşavirlik A.Ş. was assigned as the independent audit company to audit financial reports for the accounting term of 2019 and to conduct other activities within the scope of related regulations is accepted by the General Assembly.
- Information has been given to the General Assembly regarding the fact that, in 2018, donations in the total amount of TL 14,271,460.65 and the major donations have been made by the Bank to foundations and associations and within the framework of Banking legislation and the regulations of the Capital Markets Board, it has been resolved that the upper limit for donations

to be made in 2019, shall be 0.1% (one in a thousand) of the Bank's nonconsolidated shareholders equity amount in accordance with the legal limits set by the BRSA.

- Granting permission to the shareholders holding the management control, the members of the Board of Directors, the senior managers and their spouses and blood relatives and relatives by virtue of marriage up to second degree in accordance with Articles 395 and 396 of the Turkish Commercial Code was approved.
- In contradiction between the Turkish and English versions of this public disclosure, the Turkish version shall prevail.