

**YAPI ve KREDİ BANKASI ANONİM ŞİRKETİ**  
**29 MARCH 2024 ORDINARY GENERAL MEETING AGENDA**

1. Opening and election of the Chairman of the Meeting,
2. Presentation of the Annual Activity Report of the Board of Directors, Financial Statements and Summary of Report of External Auditors related to 2023 and consideration and approval of Annual Activity Report and Financial Statements for 2023,
3. Clearing of members of the Board of Directors of liability related to activities of the Bank during 2023,
4. Approval of transactions regarding liquidation by sale of some Bank receivables that are being followed up on Non-Performing Loan accounts and to clear Board members regarding these transactions,
5. Provided that the necessary legal permissions have been obtained, Approval, approval with amendments or rejection of the proposal of the Board of Directors regarding to amendment to the article 6th (titled "Capital") and to the article 4th (titled "Head Office and Branches of the Bank") of the Articles of Association of our Bank,
6. Determining the number and the term of office of Board members, electing members of the Board of Directors and independent member of the Board of Directors,
7. Submitting according to Corporate Governance Principles the Remuneration Policy for the Members of Board of Directors and Senior Managers, and the payments made within the scope of the Policy to the shareholders' knowledge and approval of the same,
8. Determining the gross attendance fees for the Members of the Board of Directors,
9. Approval, approval with amendments or rejection of the proposal of the Board of Directors regarding the profit distribution date and Profit Distribution for 2023 created as per the Bank's dividend distribution policy,
10. Approval of transferring from extraordinary reserves to the special fund account in return for the revaluation fund resulting from the revaluation application within the scope of the duplicated article 298-ç of the Tax Procedure Law No. 213 and approval of the return of the revaluation increase fund to the extraordinary reserve account in line with the duplicate articles 298-A and Provisional 33 of the Tax Procedure Law No. 213 and the Tax Procedure Law Circular No. 165 published in this context,
11. Submitting the share buyback decision taken by the Board of Directors and the transactions carried out within this scope to the information of the shareholders,
12. Approval of the Independent Audit Institution selected by the Board of Directors with the requirement of the Regulation issued by the Banking Regulation and Supervision Agency and the Turkish Commercial Code,
13. The donations and charities made by the Bank within the scope of the Donation and Sponsorship Policy in 2023 with the aim of social relief to the shareholders' knowledge and determining a ceiling amount for the donations to be made in 2024 in line with the Banking legislation and the regulations of the Capital Markets Board,
14. Informing the shareholders about the studies in 2023 within the scope of the Bank's transition plan to a low carbon economy,
15. 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 and submitting the transactions carried out in this context during 2023 to the shareholders' knowledge in line with the Capital Markets Board Corporate Governance Communique,
16. Wishes and comments.