

2023 Annual Shareholders' Meeting Results

The 2023 Annual Shareholders' Meeting of Yapı ve Kredi Bankası A.Ş was held on 29 March 2024.

- Annual Report and Financial Statements for the year 2023 have been approved.
- Members of the Board of Directors of the Bank have been released relating to activities of the Bank during the year 2023.
- 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.
- Amendments to the bank's articles of association regarding the extend the authorization period for the Registered Capital Ceiling of the Bank which will expire at the end of 2024, until the end of 2028 in line with the relevant regulations, the amendment to Article 6 (titled "Capital") and to our Bank's Head Office address information has been updated by the decision of Municipality in the Trade Registry records as "Levent Mah, Çamlık Cad, Yapı Kredi Genel Müdürlüğü, Blok No:1/1 İç Kapı No:1 Beşiktaş-İstanbul", due to the amendment to Article 4 (titled "Head Office and Branches of the Bank") has been approved by General Assembly.
- Total number of members of the Board of Directors, including independent member, has been determined as 10; Mr. Yıldırım Ali KOÇ, Mr. Levent ÇAKIROĞLU, Mr. Gökhan ERÜN, Mr. Ahmet Fadil ASHABOĞLU, Mr. Aykut Ümit TAFTALI, Mr. Ahmet ÇİMENOĞLU, Mrs. Nevin İPEK, Mr. Polat ŞEN and Mr. Kemal UZUN have been selected as the members of the Board of Directors and Mrs. Virma SÖKMEN has been selected as independent member 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 until the General Assembly to convene in order to examine 2024 activities.
- The remuneration policy, which was determined by the Board of Directors and finally approved at the General Assembly meeting dated 16.03.2023 and 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 496.116 thousand TL has been made to the senior management of the Bank in 2023 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 2.064.000 TL and that the payment of this arrangement shall be made monthly basis as equally installments to commence the following month of the General Assembly.
- 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; The 2023 Profit Distribution Table was approved by General Assembly regarding the general legal reserve fund of 5% which should be allocated from the net period profit of 68.008.836.136,80 TL in the unconsolidated financial statements of the Bank prepared in accordance with the BRSA Regulations considering Yapı Kredi's growth target within the sector, its long term strategy, domestic and international economic developments required to be allocated in accordance with Article 519 of the Turkish Commercial Code is not allocated for the year 2023 since the amount of general legal reserves in the records as of 31.12.2023 has reached the limit of 20% of the capital, and from the net distributable profit of the Bank for the period amounting to 68.008.836.136,80 TL; paying a total of cash dividend of 10.201.000.000,00 TL to our shareholders, including the first dividend of 422.352.564,20 TL and the second dividend of 9.778.647.435,80 TL and allocation of 977.864.743,58 TL general legal reserves and the total of 56.168.922,33 TL will be allocated to special reserves regarding the part of TL 28.696.745,13 funded reserves from the real estate sales income within the

framework of Article 5 clause 1/e of Corporate Tax Law No:5520 and the part of TL 2.472.177,20 TL pursuant to article 3/14 of the Law on Supporting R&D and Design Activities No. 5746 and the part of 25.000.000 TL will be transferred to the venture capital investment fund for the purpose of purchasing venture capital investment fund shares within the scope of Article 10/g of the Corporate Tax Law and the transfer of remaining 56.773.802.470,89 TL to extraordinary reserves. In addition, it was decided to distribute the profit on April 3, 2024.

- It was decided by General Assembly that the allocation of special reserves by transferring 3.392.336.763,26 TL from the extraordinary reserves followed under equity accounts as of 31.12.2023 to the special fund account in return for the value increase fund arising within the scope of the revaluation application within the framework of Article 298-Ç of the Tax Procedure Law No. 213 and the Tax Procedure Law Communiqué No. 537 regarding these articles, and the return of 12.551.573.887,32 TL in the revaluation increase fund to the extraordinary reserve account in line with the duplicate article 298-A and Provisional article 33 of the Tax Procedure Law No. 213 and in line with the Tax Procedure Law Circular No. 165 published in this context.

- With the decision of the Board of Directors dated 15.02.2023; In accordance with article 379 of the Turkish Commercial Code, Article 22 of the Capital Markets Law, Capital Market Board's Communiqué II-22.1 on Share Buybacks and the decision of the Capital Markets Board dated 14.02.2023; as a result of the effects of the earthquake disaster in our country on the sectors in which we operate and on the Turkish capital markets, it has been evaluated that the value of Yapı ve Kredi Bankası A.Ş. share in Borsa İstanbul does not reflect the actual performance of the Bank; In order to protect the value of our shareholders' investments; it has been resolved to initiate a share buyback program from the market in accordance with article 10 of the Articles of Association, and to carry out the buyback program from the date of this resolution until 15.05.2023 and to determine the maximum amount of shares that may be subject to buy-back as each 1 Kuruş 8.500.000.000 with a total nominal value of 85.000.000 TL and the funds to be allocated for share buybacks to be as maximum 750.000.000 TL which will be sourced from the current Bank sources and the shareholders were informed that there were no buyback shares within the buyback program period (15.02.2023-15.05.2023) and that the buyback program has ended.

- 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, Güney 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 2024 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 accordance with our Bank's donation and sponsorship policy; in 2023, donations in the total amount of 1.024.430.098,06 TL including the studies carried out due to the earthquake 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 2024, shall be 0.4% of the Bank's nonconsolidated shareholders equity amount in accordance with the legal limits set by the BRSA.

- Informed the shareholders about the studies in 2023 within the scope of the Bank's transition plan to a low carbon economy.

- 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.