



## KAMUYU AYDINLATMA PLATFORMU

# YAPI VE KREDİ BANKASI A.Ş. Notification Regarding General Assembly



**MERKEZİ KAYIT  
İSTANBUL**  
Türkiye Sermaye Piyasası - Merkezi  
Saklama ve Vadi Depolama Kuruluşu

# Notification Regarding General Assembly

Summary Info	Ordinary General Assembly Results
Update Notification Flag	Yes
Correction Notification Flag	No
Postponed Notification Flag	No

## General Assembly Invitation

General Assembly Type	Annual
Beginning of The Fiscal Period	01.01.2025
Ending Date Of The Fiscal Period	31.12.2025
Decision Date	13.02.2026
General Assembly Date	12.03.2026
General Assembly Time	15:00
Record Date (Deadline For Participation In The General Assembly)	11.03.2026
Country	Turkey
City	İSTANBUL
District	BEŞİKTAŞ
Address	Yapı Kredi Plaza D Blok Konferans Salonu, Levent-Beşiktaş-İstanbul

## Agenda Items

- 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 2025 and consideration and approval of Annual Activity Report and Financial Statements for 2025,
- 3 - Consideration and approval of 2024 TSRS Compliant Sustainability Report,
- 4 - Clearing of members of the Board of Directors of liability related to activities of the Bank during 2025,
- 5 - 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,
- 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 2025 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 temporary article 298-Ç of the Tax Procedure Law No. 213,
- 11 - 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, the Turkish Commercial Code and regulations of the Public Oversight Accounting and Auditing Standards Authority,
- 12 - The donations and charities made by the Bank within the scope of the Donation and Sponsorship Policy and wording revisions made to the policy in 2025 with the aim of social relief to the shareholders' knowledge and determining a ceiling amount for the donations to be made in 2026 under the relevant policy in line with the Banking legislation and the regulations of the Capital Markets Board,
- 13 - 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 2025 to the shareholders' knowledge in line with the Capital Markets Board Corporate Governance Communiqué,
- 14 - Wishes and comments.

## Corporate Actions Involved In Agenda

Dividend Payment
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The following resolutions were adopted at the Ordinary General Assembly Meeting held on 12 March 2026.

- Annual Report and Financial Statements for the year 2025 have been approved.
- 2024 TSRS Compliant Sustainability Report has been approved.
- Members of the Board of Directors of the Bank have been released relating to activities of the Bank during the year 2025.
- 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 member, has been determined as 9; Mr. Yıldırım Ali KOÇ, Mr. Levent ÇAKIROĞLU, Mr. Gökhan ERÜN, Mr. Ahmet Fadıl ASHABOĞLU, Mr. Aykut Ümit TAFTALI, Mrs. Nevin İMAMOĞLU İPEK, Mrs. Virma SÖKMEN and Mr. Fatih Kemal EBİÇLİOĞLU have been selected as the members of the Board of Directors and Mr. Ahmet TURUL 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 2026 activities.
- In accordance with the Corporate Governance Principle requiring that the remuneration principles of the members of the Board of Directors and senior executives be set out in writing, the Bank's Remuneration Policy -last approved by our shareholders at the Ordinary General Assembly Meeting dated 26 March 2025 and updated by the Board of Directors in line with the recommendations of the Bank's Remuneration Committee, particularly to ensure more effective compliance with the Banking Regulation and Supervision Agency's (BRSA) regulation on "Good Remuneration Practices in Banks" and other relevant needs-has been presented to the General Assembly. Within the scope of the Policy, the payment made by the Bank to the members of the Board of Directors and senior executives in 2025, amounting to 786.583 thousand TL, as disclosed in the Bank's unconsolidated financial statements, has been approved by the 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 3.912.000 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.
- Within the framework of the Banking Law, the Capital Markets Law and the related regulations, Article 20 of the Bank's Articles of Association and the Profit Distribution Policy; taking into consideration the Bank's growth targets within the sector, its long-term strategy, and national and international economic developments; it has been approved by the General Assembly that, from the Bank's net distributable profit for the period amounting to 47.090.150.775,88 TL in the unconsolidated financial statements prepared in accordance with the regulations of the Banking Regulation and Supervision Agency (BRSA): no allocation will be made for the general legal reserve at the rate of 5% required to be set aside pursuant to Article 519 of the Turkish Commercial Code, as the existing general legal reserve in the records as of 31.12.2025

has reached the 20% of capital limit; 238.931.551,33 TL will be set aside as special reserve within the scope of Article 5/1-e of the Corporate Tax Law No. 5520 relating to gains from the sale of real estate and participations; 38.163.782,86 TL will be set aside as special reserve pursuant to Article 3/14 of the Law No. 5746 on Supporting Research, Development and Design Activities; thus a total of 277.095.334,19 TL will be allocated as special reserves, and the remaining 46.813.055.441,69 TL will be transferred to extraordinary reserves, in accordance with the 2025 Profit Distribution Table, which has been approved by the General Assembly.

- Within the framework of repeated Article 298-Ç of the Tax Procedure Law No. 213 and the Tax Procedure Law Communiqué No. 537 regarding these articles, the General Assembly has approved the transfer of 4.900.229.809,63 TL from extraordinary reserves - tracked under equity accounts as of 31.12.2025 in exchange for the revaluation surplus fund arising from the revaluation application - to a special fund account and its allocation as a special reserve.

- In accordance with the Turkish Commercial Code, the Capital Markets Law and the relevant regulation of the Banking Regulation and Supervision Agency, and upon obtaining the opinion of the Audit Committee, the selection of Güney Bağımsız Denetim ve Serbest Muhasebeci Mali Müşavirlik A.Ş. by the Board of Directors to conduct the audit of the Bank's financial statements for the 2026 financial year, as well as to perform other activities within the scope of the relevant regulations, including but not limited to the mandatory sustainability assurance audit of the reports to be prepared in compliance with the Türkiye Sustainability Reporting Standards published by the Public Oversight, Accounting and Auditing Standards Authority, and the execution of the related agreement have been approved by the General Assembly.

- In accordance with the Bank's Donation and Sponsorship Policy, the General Assembly was informed that a total of 315,277,569.88 TL in donations was made by the Bank's legal entity to foundations and associations in 2025, which major institutions received these donations, and that while there were no changes to the policy principles, the Donation and Sponsorship Policy was updated within the framework of editorial revisions. Furthermore, in line with the banking legislation and Capital Markets Board regulations, it has been resolved that the upper limit for donations to be made in 2026 shall be 0.4% of the Bank's unconsolidated equity, in compliance with the legal limits determined 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.

## Decisions Regarding Corporate Actions

Dividend Payment	Discussed
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## General Assembly Result Documents

<b>Appendix: 1</b>	YapiKrediToplantiTutanagi12032026.pdf - Minute
<b>Appendix: 2</b>	YapiKrediHazirBulunanlarListesi12032026.pdf - List of Attendants
<b>Appendix: 3</b>	Ahmet Turul Bağımsızlık Beyanı.pdf - Other Result Document

## Additional Explanations

Turkish minutes and the list of attendees of the Ordinary General Meeting are attached.

Also the declaration of independence of the independent member elected to the Board of Directors is attached.

This statement has been translated into English and simultaneously announced for informational purposes. In the event of any discrepancy between the Turkish and the English versions, the Turkish version shall prevail.

We proclaim that our above disclosure is in conformity with the principles set down in "Material Events Communiqué" of Capital Markets Board, and it fully reflects all information coming to our knowledge on the subject matter thereof, and it is in conformity with our books, records and documents, and all reasonable efforts have been shown by our Company in order to obtain all information fully and accurately about the subject matter thereof, and we're personally liable for the disclosures.