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KAMUYU AYDINLATMA PLATFORMU

YAPI VE KREDİ BANKASI A.Ş.
Non-current Financial Asset Sale

Summary

Execution of the Share Purchase Agreement for the Sale of the Shares of Yapı Kredi Portföy Yönetimi A.Ş. and the Distribution Agreement Protocol for the Post-Closing Period

Non-Current Financial Asset Sale

Related Companies [YKR, YKYAT, KCP, GPO]

Related Funds []

Non-Current Financial Asset Sale	
Update Notification Flag	Hayır (No)
Correction Notification Flag	Hayır (No)
Date Of The Previous Notification About The Same Subject	-
Postponed Notification Flag	Hayır (No)
Announcement Content	
Board Decision Date for Sale	29/07/2026
Were Majority of Independent Board Members' Approved the Board Decision for Sale?	Yes
Title of Non-current Financial Asset Sold	Yapı Kredi Portföy Yönetimi A.Ş.
Field of Activity of Non-current Financial Asset Sold	Asset management company
Capital of Non-current Financial Asset Sold	50.000.000 TL
Date on which the Transaction was/will be Completed	The transaction is expected to be completed within 2026, subject to obtaining the necessary approvals from the relevant regulatory authorities.
Sales Conditions	Diğer (Other)
Nominal Value of Shares Sold	The shares subject to the transaction consist of shares with a nominal value of TRY 6,324,721.40 held by our Bank, TRY 43,661,766.00 held by Yapı Kredi Yatırım Menkul Değerler A.Ş., TRY 12,768.60 held by Temel Ticaret ve Yatırım A.Ş., TRY 0.20 held by Zer Merkezi Hizmetler ve Ticaret A.Ş. and TRY 0.20 held by Koç Yapı Malzemeleri Ticaret A.Ş.
Sales Price Per Share	The Purchase Price and the Deferred Consideration, subject to the adjustments and other modifications described below, have been calculated at TRY 327.84 per share with a nominal value of TRY 1, based on a total amount of TRY 16,392,000,000. This amount excludes the Cash and Cash Equivalents Adjustment and the Long-Term Performance Payments.
Total Sales Value	Subject to the adjustments and other modifications described below, the total transaction value has been calculated at TRY 16,392,000,000, excluding the Cash and Cash Equivalents Adjustment and the Long-Term Performance Payments.
	The allocation of the total transaction value is as follows: 12.65% for the shares held by our Bank; and 87.32% for the shares held by Yapı Kredi Yatırım

Ratio of Shares Sold to Capital of Non-current Financial Asset (%)	Menkul Değerler A.Ş., in which our Bank owns 99.98% of the shares.
Total Ratio of Shares Owned in Capital of Non-current Financial Asset After Sales Transaction (%)	%0
Total Voting Right Ratio Owned in Non-current Financial Asset After Sales Transaction (%)	%0
Ratio of Non-current Financial Asset Sold to Total Assets in Latest Disclosed Financial Statements of Company (%)	Excluding the Long-Term Performance Payments, the Cash and Cash Equivalents Adjustment and other adjustments, the impact of the transaction on the shares held by our Bank is expected to be: Solo 0.01% Consolidated: 0.06%.
Ratio of Transaction Value to Sales in Latest Annual Financial Statements of Company (%)	Excluding the Long-Term Performance Payments, the Cash and Cash Equivalents Adjustment and other adjustments, the impact of the transaction on the shares held by our Bank is expected to be: Solo 0.3% Consolidated: 2.2%.
Effects on Company Operations	Upon completion of the transaction, our Bank's shareholding in Yapı Kredi Portföy Yönetimi A.Ş. will cease. Under the long-term distribution relationship to be established between the parties, it is intended that investment products will continue to be offered to customers through our Bank's distribution channels.
Profit / Loss Arised After Transaction	The final figures will be determined upon completion of the transaction.
How will Sales Profit be Used if Exists?	-
Board Decision Date for Use of Sales Profit if Exists	-
Title/ Name-Surname of Counter Party Bought	AZ International Holdings S.A.
Is Counter Party a Related Party According to CMB Regulations?	Hayır (No)
Relation with Counter Party if any	-
Agreement Signing Date if Exists	29/07/2026
Value Determination Method of Non-current Financial Asset	Determined by negotiation.
Did Valuation Report be Prepared?	Düzenlenmedi (Not Prepared)
Reason for not Preparing Valuation Report if it was not Prepared	Not mandatory under legislation.
Date and Number of Valuation Report	-
Title of Valuation Company Prepared Report	-
Value Determined in Valuation Report if Exists	-
Reasons if Transaction wasn't/will not be performed in Accordance with Valuation Report	-
Explanations	

Our Bank, Yapı Kredi Yatırım Menkul Değerler A.Ş. ("YKY"), which is our subsidiary, and AZ International Holdings S.A. ("AZ Holdings") part of the Azimut Group have entered into a Share Purchase Agreement (the "Agreement") regarding the transfer to AZ Holdings of:

- our Bank's 12.65% shareholding in the share capital of Yapı Kredi Portföy Yönetimi A.Ş. ("YKP"),

- YKY's 87.32% shareholding in YKP and the shares held by the other shareholders.

Pursuant to the Agreement, the total transaction consideration consists of the following components:

- A maximum Upfront Consideration of TRY 13,977,000,000, payable at closing and subject to purchase price adjustments based on YKP's performance and certain other criteria.

- A maximum Deferred Consideration of TRY 2,415,000,000, to be determined based on YKP's performance and certain other criteria and expected to be collected in 2027.

- A Cash and Cash Equivalents Adjustment, to be made at closing, subject to adjustments relating to YKP's cash and cash equivalents. (A maximum limit of TRY 3,700,000,000 has been set for the relevant amount, subject to change depending on the performance of the YKP).

- Long-Term Performance Payments, to be calculated over a five-year period following the closing date based on YKP's performance.

In addition, following the transfer of YKP shares, a Distribution Agreement Protocol (the "Protocol") has been executed among our Bank, YKP, AZ Holdings and Azimut Portföy Yönetimi A.Ş.. The Protocol sets out the principal terms and commercial conditions of the Distribution Agreement to be entered into for the distribution by our Bank of the investment products managed by YKP for a period of 15 years. It also includes a commitment not to compete in Türkiye and an exclusivity undertaking regarding distribution, subject to certain exceptions.

Material developments regarding the transaction will be disclosed to our investors.

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.