

# DENİZBANK A.Ş.

## Notification Regarding General Assembly

### Summary

Resolutions of the Ordinary General Assembly

## Notification Regarding General Assembly

Related Companies []

Related Funds []

Notification Regarding General Assembly	
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	
Decision Date	25/03/2021
Type of General Assembly	Olağan (Annual)
Fiscal Period	01.01.2020-31.12.2020
Date	25/03/2021
Time	10:00
Address	Denizbank Head Office, Büyükdere Caddesi N141 Esentepe-Şişli/İstanbul
Agenda	<p>1.Opening and to select the Meeting Chairman 2.To authorize the Chairman to sign the meeting minutes and list of attendees. 3.To read, discuss and decide on the approval of the Financial Statements, the Profit-Loss Calculation for 2020, the Independent Auditors Report prepared by DRT Bağımsız Denetim ve Serbest Muhasebeci Mali Müşavirlik A.Ş. -member of DELOITTE TOUCHE TOHMATSU- for 2020 as a result of the independent audit studies, and the Annual Report. 4.To decide on distribution of the net profit gained by Denizbank A.Ş. in 2020. 5.To discharge the members of the Board who have resigned and to approve nominations of member of the Board of Directors appointed to replace the remaining period due to said resignations. 6.According to the Article 409 of the Turkish Commercial Code, to release the members of the Board of Directors of Denizbank A.Ş.from the liability for the transactions made in 2020. 7.To determine the number of the members of the Board of Directors, and electing the members of the Board of Directors, and determining their term of office. 8.To decide on payments to be made to the members of the Board of Directors. 9.To appoint the independent auditor of Denizbank A.Ş. for 2021 that is proposed by the Board of Directors according to the Turkish Commercial Code and the regulations of</p>

	the Banking Regulation and Supervision Agency. 10. To inform the shareholders of Denizbank A.Ş. about donations made in 2020. 11.To permit shareholders having control in management, members of the Board of Directors, the top managers, their spouses, the relatives up to second kin and the relatives of marriage to transact subject to the restrictions in Articles 395 Restrictions on Transactions with the Company and Borrowing, 396 Obligation Not to Compete of the Turkish Commercial Code, and prohibitions under the Banking Law No. 5411. 12. Wishes and closure of the Meeting.
Minutes	Submitted in the Explanations Section
Date of Registry	-
Explanations	

Adopted at the Ordinary General Assembly of DenizBank A.S. held on 25 Mart 2021, the following have been resolved **unanimously**

1.To approve the Balance Sheet, Statement of Profit and Loss for the fiscal year of 2020, Independent Audit Report prepared by DRT Bağımsız Denetim ve Serbest Muhasebeci Mali Müşavirlik A.Ş. member of DELOITTE TOUCHE TOHMATSU based on 2020 independent audit works and Board of Directors Annual Report,

2.Of the net profit of Denizbank A.Ş. for the financial year 2020 amounting to TL 1.793.225.298,42.-TL, To allocate 5% of the net profit, amounting to 89.661.264,92.-TL, to the general legal reserve according to Article 519-1 of the Turkish Commercial Code; To allocate the outstanding net profit, amounting to 1.703.564.033,50.-TL, to Extraordinary Reserves,

3.To discharge Board Member Wouter G.M. VAN ROSTE, who resigned on 30 July 2020, for the activities in 2020 as per Article 409 of the Turkish Commercial Code, To approve the nomination of Tanju KAYA, who was nominated as Denizbank A.Ş. Board Member on 1 April 2020, as per Article 363 of the Turkish Commercial Code,

4.To discharge the Members of the Board of Directors who continue their duties, for the activities in 2020,

5.To set the number of Board Members as 10 and to elect the following persons to the Board of Directors, to serve until the end of March 2024, Hesham Abdulla Qassim ALQASSIM, Mohamed Hadi Ahmed Abdulla ALHUSSAINI, Shayne Keith NELSON, Jonathan Edward MORRIS, Bjorn LENZMANN, Derya KUMRU, Tanju KAYA, Nihat SEVİNÇ and Deniz Ülke ARİBOĞAN,

6.To pay monthly net up to maximum limit 250.000.-TL attendance fee to the Board Members Hesham Abdulla Qassim ALQASSIM, Mohamed Hadi Ahmed Abdulla ALHUSSAINI, Independent Board Members Deniz Ülke ARİBOĞAN and Nihat SEVİNÇ'for their roles by the end of their term, Not to make a payment to attendance fee the board members Hakan ATEŞ, Tanju KAYA, Derya KUMRU, Shayne Keith NELSON, Jonathan Edward MORRIS and Bjorn LENZMANN for their roles by the end of their term,

7.To elect DRT Bağımsız Denetim ve Serbest Muhasebeci Mali Müşavirlik A.Ş. member of DELOITTE TOUCHE TOHMATSU, as Independent Audit Company\_Independent Auditor to realize audit activities regarding our Banks 2021 financial year,

8.To grant to Board Members the permits stipulated in Articles 395 and 396 of Turkish Commercial Code numbered 6102 and the required permits for shareholders who hold Management Control, Board Members, senior managers and their spouses and blood relatives and relatives by marriage up to 2nd degree to make transactions that may lead to conflict of interest with the Company or affiliates and compete.

The General Assembly was informed that the amount of donations by the Bank in 2020 was 13.622.751.-TL

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.