

**INFORMATION DOCUMENT FOR THE EXTRAORDINARY GENERAL ASSEMBLY MEETING TO BE HELD ON MARCH 17th, 2025**

**FROM THE CHAIRPERSON OF THE BOARD DIRECTORS OF QNB BANK A.Ş.**

It has been decided by our Board of Directors that our General Assembly of Shareholders be extraordinarily convened for the meeting located at İstanbul, Şişli, Esentepe Mahallesi, Büyükdere Caddesi, Kristal Kule Binası No: 215 (Head Office of the Bank) on 17/03/2025, Monday at 11:00 to discuss and resolve the agenda items below.

Our shareholders will be able to attend the Extraordinary General Assembly Meeting in person or via proxy physically or electronically.

To be able to attend the Extraordinary General Assembly Meeting, we kindly inform and request our esteemed shareholders to:

- 1- That our shareholders who will attend the Meeting physically have to submit their identity cards with their Turkish National ID number, representatives who are appointed as authorized by legal person shareholders have to submit their identity cards with their Turkish National ID number along with the authorization documents on the day of the Meeting,
- 2- For our real person shareholders, seeking to have themselves represented through a proxy at the meeting, and legal person shareholders; obtain the power of attorney an example of which is provided below and on Our Bank's website ([www.qnb.com.tr](http://www.qnb.com.tr)), and which shall be arranged in accordance with the Communiqué No.II-30.1 issued by the Capital Markets Board of Turkey, to submit such power of attorneys along with the ID card to our Bank's Head Office on the Extraordinary General Assembly Meeting day and time.
- 3- For our legal person shareholders; to write the date and number of the resolution they shall adopt as to which of their authorized bodies shall be representing them on the representation documents.
- 4- That our shareholders may attend the Extraordinary General Assembly Meeting via Electronic General Assembly System provided by the Cental Registry Agency in accordance with Article 1527 of the Turkish Commercial Code, upon executing related notifications.
- 5- That the 31.12.2024 financial statements audited by the independent audit firm subject to spin-off and the draft spin-off agreement are at the disposal of our Shareholders to be viewed at the Head Office and branches of our Bank; at Our Bank's website ([www.qnb.com.tr](http://www.qnb.com.tr)) and via Electronic General Assembly System three weeks prior to the Meeting.

Yours Sincerely,

**QNB BANK A.Ş.**

Additional Information within the scope of the Corporate Governance Communiqué (II.17.1) issued by the Capital Markets Board of Türkiye.

### **1. The shareholding structure and voting rights of the Bank**

The Bank's issued capital is divided into 33,500,000,000 registered shares with a nominal value of TL 3,350,000,000.

The shareholding structure of the Bank:

<b>Name</b>	<b>Nominal (TL)</b>	<b>Capital (TL thousand)</b>	<b>Share (%)</b>
Qatar National Bank ("QNB")	3.345.892.247,47	99,88	99,88
Other	4.107.752,53	0,12	0,12
Total	3.350.000.000,00	100,00	100,00

There are no privileged shares in the Bank's capital.

### **2. Information on significant changes realized in the previous accounting period or planned in the future accounting periods of the Company and its subsidiaries**

It is planned to transfer of the Enpara banking services offered under the trademark "Enpara.com" within our Bank to Enpara Bank A.Ş. through a partial spin-off

### **3. As of the date of this information document, our Bank has not received any request from our shareholders, the Capital Markets Board and/or other public institutions and organizations that our Bank is related, to add any item on the Extraordinary General Assembly agenda.**

**QNB BANK A.Ş.**  
**EXTRAORDINARY GENERAL ASSEMBLY MEETING DATED MARCH 17, 2025**  
**EXPLANATIONS ON AGENDA ITEMS**

**1. Opening, formation and authorization of the Board of Presidency for signing the minutes of the Extraordinary General Meeting of Shareholders,**

In accordance with the relevant legislation and the Bank's Articles of Association, the Board of Presidency will be formed. The Board of Presidency will be authorized for signing the minutes of the Extraordinary General Meeting of Shareholders.

**2. Presentation of the 31.12.2024 financial statements audited by the independent audit firm subject to spin-off and of the draft spin-off agreement to the approval of the General Assembly in accordance with the provisions of the Banking Law numbered 5411 and of the Regulation on Merger, Transfer, Spin-off and Share Exchange of Banks published in the Official Gazette dated 01.11.2006 in order to transfer the "enpara.com" banking services of QNB Bank A.Ş. to Enpara Bank A.Ş. through partial spin-off,**

Attached 31.12.2024 financial statements of QNB Bank A.Ş. and Enpara Bank A.Ş. and \*draft partial spin off agreement will be submitted to the approval of the General Assembly.

**3. Authorization of the Board of Directors of our Bank to prepare and execute the spin-off agreement and conclude other necessary transactions within the scope of related regulation,**

In the event that the draft partial spin off agreement is approved by the General Assembly within the scope of item 2, the Board of Directors of our Bank will be authorized to prepare and execute the spin-off agreement and conclude other necessary transactions within the scope of related regulation.

**4. Wishes and hopes.**

**\*Final version of the draft partial spin off agreement will be presented to our shareholders information and approval in accordance with the relevant legislation following the obtaining of necessary official approvals and its signing.**