

**INFORMATION DOCUMENT FOR THE 12 MARCH 2026
ORDINARY GENERAL ASSEMBLY of YAPI ve KREDİ BANKASI A.Ş.
TO REVIEW THE 2025 FINANCIAL YEAR**

1- INVITATION TO THE 12 MARCH 2026 ORDINARY GENERAL ASSEMBLY

The Bank's Ordinary General Assembly shall convene on 12 March 2026 Thursday at 15:00 at the address of Yapı Kredi Plaza D Blok Conference Hall, Levent-Beşiktaş-İstanbul, to review the activities of the past year, and to discuss and resolve the agenda items given below.

The 2025 Financial Tables, Independent Auditor's Report, Board of Directors' Integrated Annual Report (including the Dividend Distribution Proposal, Corporate Governance Compliance Report, Corporate Governance Information Form and the explanations on compliance with Sustainability Principles), 2024 TSRS Compliant Sustainability Report and this Information Document containing the agenda items and announcements required for compliance with Capital Market Board regulations shall be made available to Shareholders at the Bank's Head Office, branch offices, on the Bank's corporate website at www.yapikredi.com.tr, and on the Electronic General Assembly system of the Central Registry Agency three weeks prior to the meeting, excluding the announcement and meeting days in accordance with legal requirements.

Without prejudice to the rights and obligations of the shareholders who will participate electronically, shareholders unable to attend the meeting in person must draw up a proxy form as predicted by the legislation, or obtain a copy of the proxy form from the Bank's Head Office or the Bank's corporate website at www.yapikredi.com.tr. The proxy forms must meet the requirements laid out in Communiqué No. II-30.1 on the Use of Proxy Vote and Proxy Collection through Invitation, enacted on 24 December 2013 and published in Official Gazette No. 28861. A proxy form is not mandatory for proxies appointed electronically through the Electronic General Meeting System. The proxy authorizations that do not comply with the proxy authorization model indicated in the said Communiqué and invitation to General Assembly in the appendix shall not be deemed valid due to the legal liability of the Bank.

Shareholders intending to vote via the Electronic General Meeting System are asked to obtain information from the Central Registry Agency, our Bank's corporate website at www.yapikredi.com.tr, or the Banking and CMB Legislation Department of the Bank's Head Office (Tel: 0212 339 6431-0212 339 7380) to ensure that they fulfill their obligations as part of the Regulation on Electronic Shareholders Meetings for Joint Stock Corporations.

In accordance with Paragraph 4 of Article 415 of Turkish Commercial Code No. 6102, and Paragraph 1 of Article 30 of the Capital Markets Law, the right to attend a general assembly and to vote shall not be made conditional on depositing of share certificates. Accordingly, shareholders who wish to participate in the General Assembly are not obligated to block their shares.

In accordance with the Law on the Protection of Personal Data numbered 6698, detailed information about the processing of your personal by our Bank can be obtained from disclosure "Explanatory Information Regarding Processing and Transfer of Personal Data" is shared with the public on www.yapikredi.com.tr website.

At the Ordinary General Assembly, votes relating to the agenda items shall be made as open voting by raising hands, without prejudice to the provisions regarding electronic voting.

All right holders and stakeholders as well as the press are invited to the General Assembly Meeting.

As per the provisions of the Capital Markets Law, holders of registered shares traded on the stock exchange will not receive a separate registered letter informing them of the meeting.

Respectfully submitted to shareholders.

YAPI ve KREDİ BANKASI A.Ş. BOARD OF DIRECTORS
Address: Yapı Kredi Plaza D Blok, 34330, Levent-İstanbul
Trade Registry and Number: İstanbul / 32736

2- ADDITIONAL EXPLANATIONS UNDER CMB REGULATIONS

Additional explanations, required in accordance with the Capital Markets Board (CMB) Corporate Governance Communiqué No. II-17.1, are made in the relevant articles of the agenda below, while other mandatory general explanations are provided in this section:

2.1 Shareholding Structure and Voting Rights

The current shareholding structure and voting rights of the Bank are as follows. The Bank has no privileged shares.

Shareholder	Share Amount (TL)	Equity Ratio (%)	Voting Right	Voting Right (%)
Koç Finansal Hizmetler A.Ş.	3.459.065.642,23	40,95	345.906.564.223	40,95
Koç Holding A.Ş.	1.707.666.574,00	20,22	170.766.657.400	20,22
Other Shareholders (Free Float)	3.280.319.067,77	38,83	328.031.906.777	38,83
Total	8.447.051.284,00	100,00	844.705.128.400	100,00

2.2 Information Regarding Changes in Management or Operations of the Bank or its Subsidiaries', which may Significantly Affect the Activities of the Company:

There are no managerial or operational changes that have affected, or will affect, the activities of the Bank's or its Subsidiaries in the previous accounting period, or planned for the upcoming accounting periods.

The public disclosures of our Bank in accordance with the related legislation are available at <http://www.kap.gov.tr/>

2.3 Information Regarding Additional Agenda Items Requested by Shareholders:

No such request has been submitted for the Ordinary General Assembly convened to review the 2025 financial year.

ANNOUNCEMENTS REGARDING THE AGENDA ITEMS OF THE 12 MARCH 2026 ORDINARY GENERAL ASSEMBLY

1. Opening and election of the Chairman of the Meeting,

Within the framework of the provisions of the "Turkish Commercial Code (TCC) No. 6102" and the "Regulation of the Principles and Procedures of General Assembly Meetings of Joint Stock Companies and Representatives of the Ministry of Customs and Commerce to be Present in these Meetings" ("Regulation" or "General Assembly Regulation"), and General Assembly Principles Article 7, a Chairperson shall be elected to chair the General Assembly meeting. Within the framework of the General Assembly Principles, the Chairperson shall appoint at least one meeting minutes secretary, and one vote collection officer.

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 the Annual Activity Report and Financial Statements for 2025,

Within the framework of provisions of the TCC, Bylaws and the Capital Markets Law, the 2025 Integrated Annual Report (including the Corporate Governance Compliance Report, Corporate Governance Information Form and Sustainability Principles Compliance Report), Financial Tables and the Independent Auditors' Report, which were made available via the Bank's Head Office, branch offices, the Bank's corporate website at

www.yapikredi.com.tr, and on the Electronic General Assembly system of the Central Registry Agency for a three week period prior to the General Assembly, shall be presented for evaluation and approval of our shareholders.

3. Consideration and approval of 2024 TSRS Compliant Sustainability Report,

In accordance with the Public Oversight, Accounting and Auditing Standards Board regulations announced on Public Disclosure Platform (KAP) on 30.07.2025, the Bank's 2024 TSRS Compliant Sustainability Report, prepared in compliance with the Turkish Sustainability Reporting Standards (TSRS) and subject to mandatory sustainability assurance audit by Güney Bağımsız Denetim ve Serbest Muhasebeci Mali Müşavirlik A.Ş., will be submitted for the review and approval of our shareholders.

4. Clearing of members of the Board of Directors of liability related to activities of the Bank during 2025,

Pursuant to the provisions of TCC and Bylaws, the activities, transactions and accounts of our Board of Directors members for the year 2025 shall be released separately and submitted to the General Assembly for its approval.

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,

Regarding liquidation of certain Bank receivables that are being followed up on non-performing loan accounts via sale by auction,

- By our Bank Board of Directors resolution dated 20.03.2025; it is resolved to sell non-performing loans amounting in aggregate to 1.767.572.468,45 TL as of 31.01.2025 to GSD Varlık Yönetim A.Ş., Emir Varlık Yönetim A.Ş., Gelecek Varlık Yönetimi A.Ş., Efes Varlık Yönetimi A.Ş., Pozitif Varlık Yönetim A.Ş. and Arsan Varlık Yönetim A.Ş. for a total amount of 429.531.000,00 TL.

- By our Bank Board of Directors resolution dated 21.05.2025; it is resolved to sell non-performing loans amounting in aggregate to 2.483.584.814,98 TL as of 31.03.2025 to GSD Varlık Yönetim A.Ş., Emir Varlık Yönetim A.Ş., Gelecek Varlık Yönetimi A.Ş. and Birikim Varlık Yönetimi A.Ş. for a total amount of 506.730.000,00 TL.

- By our Bank Board of Directors resolution dated 17.09.2025; it is resolved to sell non-performing loans amounting in aggregate to 2.712.504.592,25 TL as of 31.07.2025 to Arsan Varlık Yönetim A.Ş., Denge Varlık Yönetim A.Ş., Efes Varlık Yönetim A.Ş., Emir Varlık Yönetim A.Ş. and Gelecek Varlık Yönetim A.Ş. for a total amount of 505.030.000,00 TL.

- By our Bank Board of Directors resolution dated 24.12.2025; it is resolved to sell non-performing loans amounting in aggregate to 1.575.404.714,99 TL as of 31.10.2025 to Emir Varlık Yönetim A.Ş., Gelecek Varlık Yönetim A.Ş., GSD Varlık Yönetim A.Ş., Ortak Varlık Yönetim A.Ş. and Sümer Varlık Yönetim A.Ş. for a total amount of 257.060.000,00 TL.

The above mentioned sales transactions, and the release of Board Members from liabilities for these transactions, shall be submitted to the General Assembly for its approval.

6. Determining the number and the term of office of the Board members, electing members of the Board of Directors and independent member of the Board of Directors,

New members to replace Board Members whose terms of office have expired accordingly shall be elected in accordance with CMB regulations, BRSA regulations, TCC, Bylaws, and the principles governing the selection of Members of the Board of Directors in the articles of association. In addition, Independent Members of the Board of Directors shall be elected in compliance with the CMB's Corporate Governance Communiqué No. II-17.1.

According to Article 11 of the Articles of Association, all affairs and management of the Bank shall be conducted by a Board of Directors composed of at least 8 real persons, serving for a maximum term of 3 years, to be elected by the General Assembly in accordance with the provisions of the Turkish Commercial Code, Banking Regulations and the Capital Market Regulations. Save for the mandatory provisions of the Capital Markets Regulations

regarding independent members, and the provisions of the Banking Regulations, the General Assembly may replace the members of the Board of Directors at any time it deems necessary, in accordance with article 364 of the Turkish Commercial Code.

CMB's Corporate Governance Communiqué No. II-17.1 states that the number of independent board members may be determined by the banks, provided that is not less than three. Board members who are appointed as an audit committee member within the bank's organizational structure shall be considered as independent board member within the framework of this Communiqué. The qualifications set forth in the principle numbered (4.3.6) shall not be required and the principle numbered (4.3.7) and (4.3.8) regarding the election of these members shall not be applied in respect of the audit committee members of the banks. The Qualifications set forth in the principle numbered (4.3.6) of the Communiqué shall be required in any case in respect of the independent board members who will not be appointed in the audit committee, and for at least one member in cases where whole of the independent members of board of directors are appointed in the audit committee and principles numbered (4.3.7) and (4.3.8) shall apply with regard to election of this independent member or these independent members.

In this context, candidates for the Board of Directors, will determine in accordance with the regulations of the Banking Regulation and Supervision Agency (BDDK) and the Capital Markets Board (SPK), will be submitted to the General Assembly for approval, and the General Assembly will elect the members 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,

In accordance with the CMB's Mandatory Corporate Governance Principles No. 4.6.2., principles on remuneration of members of the board of directors and executives shall be in written form and submitted to the shareholders as a separate agenda item at the general assembly meeting, thus allowing the shareholders to express opinion on this matter. The Bank's Remuneration Policy, which was approved by our shareholders at the Ordinary General Assembly meeting dated 26 March 2025 and is attached in **Appendix 1**, is currently under review by our Bank's Remuneration Committee for updates in line primarily with the BRSA's regulation on "Good Remuneration Practices in Banks" as well as other requirements. Following the completion of these efforts, it is envisaged that the revised Policy will be approved by the Remuneration Committee and our Board of Directors, that this information document will be updated and announced with the inclusion of the revised Remuneration Policy, and that the updated Remuneration Policy will be submitted to our shareholders for approval at the General Assembly.

In the Chapter fifth, footnote no 7.2. of the Bank's 2025 unconsolidated financial statements, information is given for the salaries and benefits paid to the Board members and Bank's senior management in 2024.

8. Determining the gross attendance fees for the Members of the Board of Directors,

In accordance with the provisions of the TCC and relevant legislation, principles of the articles of association and the Remuneration Policy submitted to shareholders as per the agenda item no. 7, the shareholders shall determine the gross yearly remuneration to be paid to the chairperson of the board and board members.

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,

With the decision of the Bank's Board of Directors dated 13.02.2026; In accordance with the Banking Law, the Capital Markets Law and the relevant regulations, Article 20 of the Bank's Articles of Association and the Profit Distribution Policy, and taking into consideration the Bank's growth targets within the sector, its long-term strategy, and domestic and international economic developments, it has been resolved that, from the Bank's net profit for the period amounting to 47.090.150.775,88 TL as shown in its non-consolidated financial statements prepared in accordance with BRSA Regulations, the general legal reserve at the rate of 5% required to be set aside pursuant to Article 519 of the Turkish Commercial Code is not allocated for the year 2025, as the existing general legal reserve as of 31 December 2025 has already reached the limit of 20% of the capital. Furthermore,

from the net distributable profit for the period amounting to 47.090.150.775,88 TL, it has been resolved that 238.931.551,33 TL arising from gains on the sale of real estate and subsidiaries in accordance with Article 5/1(e) of the Corporate Tax Law No. 5520, and 38.163.782,86 TL pursuant to Article 3/14 of the Law No. 5746 on the Support of Research and Development and Design Activities, amounting in total to 277.095.334,19 TL, be allocated as special reserves, and that the remaining 46.813.055.441,69 TL be transferred to extraordinary reserves. The Profit Distribution Table for the year 2025 attached hereto as **Appendix 2** will be submitted for the approval of the General Assembly.

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,

In accordance with Article 298-Ç of the Tax Procedure Law No. 213 and the communiqué on the Tax Procedure Law No. 537 related to these articles; it will be submitted for the approval of the General Assembly that, in consideration of the revaluation increase fund arising from the revaluation application, an amount of TL 4,900,229,809.63 from the extraordinary reserves monitored under shareholders' equity accounts as of 31 December 2025 be transferred to a special fund account and allocated as a special reserve.

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,

In accordance with the Turkish Commercial Code, the Capital Markets Law and the relevant regulations of the Banking Regulation and Supervision Agency, after obtaining the opinion of the Audit Committee, our Board of Directors has resolved to select Güney Bağımsız Denetim ve Serbest Muhasebeci Mali Müşavirlik A.Ş. serve as the independent auditor to audit the Bank's financial reports for the fiscal year 2026 and conduct other activities that fall within its purview within the context of the relevant regulations including but not limited to the mandatory sustainability assurance audit of reports to be prepared in accordance with the Turkish Sustainability Reporting Standards published by Accounting and Auditing Standards Authority. The decision shall be submitted to the General Assembly for approval.

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,

According to Article 6 of the Capital Markets Board's Communiqué II-19.1 on Dividends, donations must be presented to the General Assembly for their information. In this context, the total amount of donations made to foundations and associations in 2025 under our bank's donation and sponsorship policy is TL 315,277,569.88. This amount includes a donation of 5 million USD to Koç University every year between 2025-2029, subject to the Bank's board of directors decision in accordance with the relevant legislation and in the evaluation to be made by the board in 2030, unless otherwise decided, to continue the said donation amount under the same conditions in 2030-2034. The donation part amount of 53.294.870 TL to Vehbi Koç Vakfı; the part of amount 23.000.000 TL to Ministry of Education; the part of amount 13.938.091,88 TL to Koç University Anatolian scholarship recipient; amount of 6.165.000 TL to Türkiye Eğitim Gönüllüleri Vakfı; amount of 2.005.050 TL to Türkiye Eğitim Gönüllüleri Vakfı; the remaining amount of 3.157.558 TL consists of various donations to other foundations and associations, each under 2 million TL, which are not considered important information for investors.

The updated Donation and Sponsorship Policy, which is included in **Appendix 3** within the scope of the annual expressive revisions, does not contain any changes in its core principles.

In this context, the upper limit for donations to be made in 2026 under the Policy will be determined by the General Assembly within the framework of Banking legislation and the Capital Markets Law.

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 Communique,

Members of the Board of Directors can only enter a business transaction with the Bank with the approval of the General Assembly, as stipulated in the first subsection of Article 395, titled "Prohibitions on Business Transactions and Loans" and Article 396, titled "Prohibitions on Competition" of the TCC.

In accordance to CMBs' Corporate Governance Communique article 1.3.6. the members of the Board of Directors, the senior executives and their spouses and relatives related by blood or affinity up to the second degree in case where they execute an important transaction that may lead to a conflict of interest with the partnership or its subsidiaries and / or the execution of a transaction which shall fall into same commercial business category of the partnership or its subsidiaries for its own or other account, or incase where joining another partnership dealing with the same type of business as liable partner, these transactions are taken to the agenda of the General Assembly as a separate item of the agenda and also recorded into minutes of General Assembly in order to provide detailed information regarding aforementioned transactions.

To fulfil the requirements of these regulations, obtaining aforementioned permission shall be presented for evaluation and approval of our shareholders at the General Assembly. Additionally, our shareholders shall be notified regarding to the transactions carried out during the year, some of our shareholders, the members of the Board of Directors, the senior executives and their spouses and relatives related by blood or affinity up to the second degree are serving as members of the Board of Directors or managers within the some other Koç Group companies which are operating within the same commercial business category during the year. In 2025, there has been no significant transaction requiring information within the scope of Corporate Governance Communiqué Serial No. 1.3.6.

14. Wishes and comments.

Appendix 1 Current Remuneration Policy

Appendix 2 2025 Profit Distribution Table

Appendix 3 Donation and Sponsorship Policy

Yapı ve Kredi Bankası A.Ş. Remuneration Policy

1. Purpose

This document is prepared in order to define the principles of the remuneration approach and the remuneration implementations in Yapı Kredi Bank A. Ş. This policy also aims to underline the constraints and the rules which are taken into consideration to structure, to monitor and to control the remuneration implementations in the Bank.

Remuneration Policy determines the pillars of the Bank's remuneration approach not only reflecting the Bank's mission, strategy and values but also underlining the governance principles and the compliance needs for remuneration implementations.

In this regulation, the Bank's both fixed and variable remuneration principles and the intensive systems are explained.

Bank Remuneration Policy is valid for all Bank personnel.

2. Introduction

2.1. Reflecting the Mission, Strategy and the Corporate Values of the Bank

Yapı Kredi Bank's mission expresses;

- to derive a sustainable long term growth,
- to create value for all stakeholders,
- to be the first choice of both employees and customers.

Associated with these commitments, the Bank's strategy is built upon;

- sustainable and steady growth,
- perpetual and transcendent customer satisfaction,
- strong employee engagement,
- sustainable profitability,
- excelling on cost and risk management.

The Bank's Ethical Codes underlying the social relationships and the Bank's Corporate Values (consist of reliability, freedom, fairness, respecting and certainty) set up a part of the Bank's Personnel Policy and Rules which are known by all Yapı Kredi Personnel.

With regards to these standards, Bank Remuneration Policy's two basic principles which are beyond any arguments are;

- only the authorized employees can reach the detailed remuneration information of the personnel and
- the remuneration is assigned regardless of the religion, language, race, age, etc. of personnel.

The standards mentioned above compose the pillars which set the framework for a consistent and coherent design, implementation and monitoring of remuneration practices across the entire organization. Within this common policy framework, guidelines are defined to implement remuneration programs and plans that reinforce sound risk management policies and our long-term strategy.

2.2. The Pillars of the Bank's Remuneration Strategy

The Yapı Kredi remuneration approach is performance-based and aligned with the market dynamics and the business strategy. The pillars of the Bank's remuneration strategy which ensure to derive a competitive, effective, and clear remuneration management are stated below:

- Fair, objective, appreciating high-performance, competitive, rewarding, motivating, open and transparent management,,
- compliance with the laws and the regulatory requirements,
- compliance with the Bank's strategy and long term targets as well as the Bank's risk structure which is to contribute in effective risk management
- continuous monitoring of market trends,

- sustainable remuneration for sustainable performance,
- motivation and retention of personnel with particular focus and talents and mission-critical resources.

3. Governance and Compliance

Yapi Kredi Bank remuneration approach ensures that the decisions are made in an independent, informed and timely manner at appropriate levels and avoids conflict of interest and guarantee appropriate disclosure in full respect of the general principles defined by regulators.

3.1. Board of Directors

Remuneration Policy, which is a written document and which is in conformity with the scope of the Bank's implementations, with the Bank's strategy and long term targets as well as the Bank's risk structure which is to contribute in effective risk management, is approved by the Board of Directors. This policy is reviewed annually by the Board of Directors in order to keep the effectiveness.

The Board of Directors ensures that the payments to be granted to the members of the Board of Directors, Senior Management and other personnel are in compliance with the ethical values, internal fairness and strategic targets of the Bank.

3.2. Remuneration Committee

Remuneration Committee is instituted in order to monitor and to audit the remuneration implementations in the Bank on behalf of the Board of Directors.

Remuneration Committee evaluates the remuneration implementations from the risk point of view, and then submits the evaluation results and proposals related to the remuneration systems to the Board of Directors' approval as a report on annual basis.

3.3. Conformity

Conformity with Financials

CFO is responsible with the evaluation of the financial consequences of the remuneration implementations in the Bank and with generating financial improvement proposal related to the remuneration systems.

Conformity with Union Rules and Implementations

This policy is aligned with the principles, commitments and the rules stated between the Bank and the Union.

3.4. Issuing the Remuneration Criteria and the Remuneration Implementations

Information on the criteria taken into consideration in performance-based payments, the form of payments made and average amounts are presented in the section "Information related to Human Resources Applications" in Yapi Kredi Bank A.Ş: Annual Activity Report prepared with respect to the framework of "Regulation on Procedures and Principles related to Preparation and Publication by Banks of Annual Activity Report".

4. Performance and Remuneration

4.1. Fixed Remuneration and Base Salary

The fixed component of remuneration remunerates the role covered and the scope of responsibilities, reflecting the experience and skills required for each position, as well as the level of excellence demonstrated and the overall quality of the contribution to business results. The relevance of fixed remuneration weight within the overall package is such as to reduce the risk of excessively risk-oriented behaviors, to discourage initiatives focused on short-term results which might jeopardize mid and long term business sustainability and value creation.

4.2. Performance-Based Payments (Variable Remuneration)

Incentives remunerate the achievement of performance objectives, both quantitative and qualitative, by providing for a variable bonus payment. The design features, including performance measures and pay mechanisms, avoids an excessive short-term focus by reflecting the principles of this policy, focusing on parameters linked to profitability and sound risk management, in order to guarantee sustainable performance in the medium and long term.

In order to support the design of employee remuneration and incentive systems, the following "compliance drivers" have been defined:

- Maintenance of an adequate ratio between the quantitative and the qualitative targets,
- Encouragement of customer-centered approach in target settings,
- Avoidance of incentives on a single product / financial instrument
- Avoidance of performance-based payments with excessively short time periods (timeframes less than once in three months are not suggested),
- Transparency in all rewarding system communications and the reporting phases that the final evaluation of the employee's achievements will also be based on their compliance behavior considering internal and external rules and regulations.

4.3. Performance Payment Criteria

- The payments to be granted to the members of the Board of Directors, Senior Management and all other personnel are not associated only with short term performance of the Bank such as profit or revenue. Payments of members of committees consisting of members of the Board of Directors are set taking into consideration the responsibilities assumed by them. Such payments are in compliance with the ethical values, internal fairness and strategic targets of the Bank.
- Payments related to Bank's performance is done to the members of Board of Directors and to Senior Management which have executive responsibilities considering that these incentive payments are regulated with respect to the objective criteria and these payments have positive effect on the corporate ethic codes of the Bank.
- The criteria related to job descriptions and the employee distribution and the performance-based incentive payments are determined and announced by the Senior Management to employees. Such criteria are reviewed on regular basis according to determined standards and specific job responsibilities.
- Performance-based payments are not guaranteed beforehand. Performance-based payments are made taking into consideration the maturity of risks taken and in installments.
- The incentive systems were designed in such a manner that sets minimum performance thresholds below which zero bonuses are paid. New contracts and agreements are prepared in line with this perspective.
- In performance-based payments, the personnel's preceding performance is considered.
- Indemnity payments made to personnel quitting the Bank are determined by also taking into consideration the past performance of the relevant personnel and the relevant personnel's contribution in the long term performance of the Bank.
- Regarding those who have been determined by the Board of Directors to have jeopardized the Bank in terms of its operation in a safe way or to be responsible for deterioration of financial structure of the Bank as a result of their activities, the necessary actions regarding their payments including annulment of their performance-based payments are established.
- Arrangements related to performance-based payment include zero bonuses in circumstances of non-compliant behavior or qualified disciplinary action.
- Incentive system also ensures the independence and autonomy of Audit, Control, Compliance and Risk Management in undertaking their control duties.
- Payments to be made to directors and personnel of Internal Control, Internal Audit, Compliance and Risk Management are determined so that the same will be independent from the performance of the organizational unit in which they conduct auditing or monitoring or which they control taking into consideration the performance of relevant personnel relating to their own function.
- All incentive systems and plans are evaluated in terms of their additional role on improving the Bank's value and reputation.
- Customer is considered as the central focus of the Bank's Mission such that customer satisfaction is placed in the forefront of all intensive systems, at all levels, both internally and externally.
- Incentive systems are not in a way that induces risk taking behaviors in excess of the Bank's risk appetite.
- Except financial areas, the Long-term sustainable improvement and principles of compliance with Environment, Society and Corporate Governance (ESG) policies are also observed while measuring performance.
- An adequate mix of financial quantitative goals with non-financial quantitative and qualitative performance objectives is maintained.

Yapı ve Kredi Bankası A.Ş. Donation and Sponsorship Policy

1. PURPOSE AND SCOPE

The purpose of this Donation and Sponsorship Policy (the “**Policy**”) is to set standards, principles and rules to be complied with, while making donations and providing sponsorships in Yapı Kredi Bankası A.Ş.. (“Yapı Kredi”) In line with our strong belief that contributing to the community is the vital foundation for building successful business, Yapı Kredi sees donations and sponsorships as a way to support the communities in jurisdictions where it operates.

All employees, directors, officers of Yapı Kredi shall comply with this Policy, which is an integral part of Koç Group Code of Ethics and Yapı Kredi Code Of Ethics and Business Conduct Policy and Anti-Bribery and Anti- Corruption Policy.

2. DEFINITIONS

“**Donation**” means voluntary contributions in money or in kind (including goods or services etc.) to individuals or charitable entities (such as foundations, associations and other nonprofit organizations); universities and other schools; and other private or public legal entities or organizations etc. to advocate a philanthropic cause, serve the public interest and help achieve a social goal, without a consideration received in return.

“**Business Partners**” include the parties/persons who act as consultant, contractor, sub-contractor, supplier, service provider, intermediary, representative, agent or those who fulfil similar duties or functions; however, without being limited to these, shall also mean the persons or institutions, with whom/which the company establishes business relation.

“**Koç Group**” means Koç Holding A.Ş. and companies which are controlled directly or indirectly, jointly or individually by Koç Holding A.Ş. and the joint venture companies listed in its consolidated financial report.

“**Sponsorship**” means contribution in money or in kind (including goods, or services, etc.) given to an entity or group, for staging an artistic, social, sports or cultural activity etc. in return for an institutional benefit reflected in the form of visibility to target audiences, under a sponsorship agreement or whatsoever name, to the extent the nature of the relationship is as defined herein.

3. GENERAL PRINCIPLES

While making Donations and providing Sponsorships, Yapı Kredi ensures that:

- it complies with its incorporation documents (including but not limited to its articles of association), and the restrictions and limits set forth by its General Assembly and/or the Board of Directors or similar body in accordance with the provisions of the Banking Law;
- it complies with all applicable legislation in the jurisdictions where it operates; including but not limited to relevant capital markets legislation, banking legislation, commercial code, and tax laws to the extent applicable;
- It should be documented in accordance with the regulation;
- the Donation and/or the Sponsorship is

* Recent changes to the policy are shown in italics.

- not in conflict with the values or business interests of Yapı Kredi and is in conformity with the principles described herein and in the Yapı Kredi Code of Ethics and Business Conduct and Anti-Bribery and Anti-Corruption Policy;
- properly documented and never in exchange for obtaining an improper advantage or benefit or used for the purpose of any form of corruption;
- not offered in connection with any bid, contract renewal or business opportunity;
- not made for political purposes to any politician, political party or political groups, a municipality or government official, either directly or indirectly via third party;
- not for the benefit to any entity or organization, which discriminates, based on ethnicity, nationality, gender, religion, race, sexual orientation, age or disability or
- not directly or indirectly used for human or animal rights' violations, promotion of tobacco, alcohol and illegal drugs and damaging the environment.

Yapı Kredi shall also ensure that the upper limit for donation is determined by the General Assembly in accordance with the provisions of the Banking Law and the Donations granted during the year shall be submitted to the General Assembly.

4. APPLICATION OF THE POLICY

If it is the first time that Yapı Kredi conducts a Donation or Sponsorship transaction in favor of any third party, for this purpose: i)if an agreement or an undertaking is required to be signed by authorized persons according to the relevant company's signature circular and / or company's articles of association ii.) If it is not necessary to sign a contract and commitment, the following steps must be completed before the transaction can be carried out:

- For the corporate image and brand impact assessment of donations and sponsorship requests from inside and outside the institution, details of the planned request and information about the relevant parties (name, address, senior management, etc.) are transferred to the Corporate Communication Management by the requesters.
- In a purpose to make the necessary evaluations within the scope of anti-bribery and anti-corruption, Corporate Communications Management fills in the due diligence questionnaire regarding the requests it deems appropriate with the information it obtains and sends it to the *Financial Group Anti Financial Crime Department*.
- Requests that are deemed appropriate to be evaluated within the framework of compliance the regulation and issues regarding the anti-bribery and anti-corruption, are submitted for final approval of the management or the board in line with the Yapı Kredi's Internal Directive in force.
- Upon completion of the processes described above, any Donation or Sponsorship that may have a material impact over Koç Group brand and corporate image, shall also be notified to Koç Holding Corporate Brand Communications and Sponsorship Department by the relevant Koç Group company prior to board approval or execution;
- For sponsorships, the parties shall enter into a written agreement detailing all the conditions;
- For sponsorships, sponsored entity, must provide the Corporate Communication Management post-event documentation (i.e. photos, videos or a report etc. as may be relevant) or any other documents or materials evidencing compliance with the sponsorship agreement as soon as practically possible after the completion of the sponsored event or project. If, however, the sponsored event is a recurrent event, the sponsorship agreement shall set forth the content and the frequency of reporting.)
- Supporting documents such as receipts and invoices must be kept by the accounting department and transactions must be booked in accordance with the relevant legislation;
- All Donations and Sponsorships shall be notified to the *Financial Group Anti Financial Crime Department*.
- Due Diligence, approval, execution and follow-up processes shall be documented to be used for audit and compliance review where necessary; and

- A report listing Donation and Sponsorship activities (including purpose, entity and due diligence results) shall be sent to Legal and Compliance Department in Koç Holding, on an annual basis.

5. AUTHORITY AND RESPONSIBILITIES

All employees and directors of Yapı Kredi are responsible for complying with this Policy, implementing and supporting the relevant Yapı Kredi's procedures and controls in accordance with the requirements in this Policy.

If there is a discrepancy between the local regulations, applicable in the countries where Yapı Kredi operates, and this Policy, subject to such practice not being a violation of the relevant local laws and regulations, the stricter of the two, supersede.

If you become aware of any action that you believe is contrary to this policy, applicable legislation or the Anti-Bribery and Corruption Policy, you may consult or report this matter to your immediate superior. Alternatively, you may report it through the communication channels below.

Responsible Business Unit	Communication Channels
Compliance, Internal Control and Risk Management <i>Financial Group Anti-Financial Crime Department</i>	0(212) 339 73 30 YolsuzluklaMucadele@yapikredi.com.tr Yapı ve Kredi Bankası A.Ş, Head Office D Blok
	<i>FinansalGrupMaliSuclariOnleme2@yapikredi.com.tr</i> <i>Yapı ve Kredi Bankası A.Ş,</i> <i>Head Office D Blok</i>

Violation of this Policy may result in significant disciplinary actions including dismissal. If third parties violate this Policy, their contracts may be terminated.

6. REVISION HISTORY

This Policy entered into force on March 02, 2021 with the approval of Yapı Kredi Board of Directors and *was updated with the decision of the board of directors dated, May 21,2025*, and is also presented to Yapı Kredi General Assembly.

This Policy is maintained by the Compliance, Internal Control and Risk Management in Yapı Kredi. All material amendments hereto shall be approved by the Board of Directors and submitted to the General Assembly of Yapı Kredi Bankası A.Ş. for review.

Revision	Date	Comment
<i>First Approval Date</i>	<i>02.03.2021</i>	<i>The initial acceptance and implementation of the policy</i>
<i>No:1</i>	<i>21.05.2025</i>	<i>Necessary updates have been made due to changes in the organizational structure</i>