

TÜRKİYE VAKIFLAR BANKASI T.A.O.

Corporate Governance Information Form (Update) - Board of Directors-2

Summary Info

Board of Directors

4. BOARD OF DIRECTORS-II

Related Companies []

Related Funds []

4. BOARD OF DIRECTORS-II	
4.4. Meeting Procedures of the Board of Directors	
Number of physical board meetings in the reporting period (meetings in person)	The Board of Directors have been gathered 77 times in 2018.
Director average attendance rate at board meetings	% 100
Whether the board uses an electronic portal to support its work or not	Evet (Yes)
Number of minimum days ahead of the board meeting to provide information to directors, as per the board charter	Depending on the number of the files sent to the Head of Board of Directors' Affairs, the files are given collectively a couple of days before the meeting.
The name of the section on the corporate website that demonstrates information about the board charter	The relevant information has been given in the section of Investor Relations/ Corporate Governance/ Articles of Incorporation
Number of maximum external commitments for board members as per the policy covering the number of external duties held by directors	This kind of policy does not exist. However, the shareholders have permitted the Board of Directors to take other positions out of the Bank in the 2018 General Assembly pursuant to the Article 396 of Turkish Commercial Code which is titled "Non-compete Obligation".
4.5. Board Committees	
	https://www.vakifbank.com.tr/documents/finansal/VKF_FRAE_2018.pdf PART II: Management and

Page numbers or section names of the annual report where information about the board committees are presented	Corporate Governance Practices Page 105 The information has been given in the part of Management and Corporate Governance Practices / Committees
Link(s) to the PDP announcement(s) with the board committee charters	https://www.kap.org.tr/en/Bildirim/766045

Composition of Board Committees-I

Names Of The Board Committees	Name Of Committees Defined As "Other" In The First Column	Name-Surname of Committee Members	Whether Committee Chair Or Not	Whether Board Member Or Not
Denetim Komitesi (Audit Committee)		Doç. Dr. Şahap Kavcıoğlu	Hayır (No)	Yönetim kurulu üyesi (Board member)
Denetim Komitesi (Audit Committee)		Serdar Tunçbilek	Hayır (No)	Yönetim kurulu üyesi (Board member)
Diğer (Other)	Credit Committee	Abdi Serdar Üstünsalih	Hayır (No)	Yönetim kurulu üyesi (Board member)
Diğer (Other)	Credit Committee	Doç. Dr. Şahap Kavcıoğlu	Hayır (No)	Yönetim kurulu üyesi (Board member)
Diğer (Other)	Credit Committee	Serdar Tunçbilek	Hayır (No)	Yönetim kurulu üyesi (Board member)
Diğer (Other)	Credit Committee	Dilek Yüksel	Hayır (No)	Yönetim kurulu üyesi (Board member)
Diğer (Other)	Credit Committee	Cemil Ragıp Ertem	Hayır (No)	Yönetim kurulu üyesi (Board member)
Kurumsal Yönetim Komitesi (Corporate Governance Committee)		Doç. Dr. Şahap Kavcıoğlu	Evet (Yes)	Yönetim kurulu üyesi (Board member)
Kurumsal Yönetim Komitesi (Corporate Governance Committee)		Sadık Yakut	Hayır (No)	Yönetim kurulu üyesi (Board member)
Kurumsal Yönetim Komitesi (Corporate Governance Committee)		Mustafa Turan	Hayır (No)	Yönetim kurulu üyesi değil (Not board member)

Ücret Komitesi (Remuneration Committee)		Şahin Uğur	Evet (Yes)	Yönetim kurulu üyesi (Board member)
Ücret Komitesi (Remuneration Committee)		Dr. Adnan Ertem	Hayır (No)	Yönetim kurulu üyesi (Board member)
Ücret Komitesi (Remuneration Committee)		Dilek Yüksel	Hayır (No)	Yönetim kurulu üyesi (Board member)