

FROM: THE BOARD OF DIRECTORS OF ŞEKERBANK T.A.Ş.

Dear Shareholders,

The Extraordinary General Assembly Meeting of our Bank shall be held in order to discuss the agenda items and to make a decision, on April 27, 2020, Monday, at 14:00 a.m. at the headquarters located at Emniyet Evleri Mah. Eski Büyükdere Caddesi No: 1/1A Kağıthane/İSTANBUL.

According to article 1527 of Turkish Commercial Code numbered 6102; Shareholders participate to General Assembly Meetings of Company personally or can also participate to the Electronic General Assembly Meetings (e-General Assembly) and vote. Shareholders or representatives of them who will participate to the e-General Assembly, have to have Electronic Signature Certificate.

The shareholders who will participate to the e-General Assembly have to fulfill the process in accordance with “Regulation Regarding Participation to General Assembly Meetings of Joint Stock Companies on Electronic Medium” published in Official Gazette dated 28.08.2012 and numbered 28395 and “Communiqué on the Electronic General Assembly Meeting System Used in General Assembly Meetings of Joint Stock Company” published in Official Gazette dated 29.08.2012 and numbered 28396. Otherwise, they can not participate to the e-General Assembly.

Our shareholders may attend the meeting personally or by means of a proxy. The sample format of proxies is attached hereto for shareholders who wish to be represented at the meeting by a proxy. Pursuant to Article 437 of Turkish Commercial Code, unconsolidated and consolidated financial tables, annual report and dividend offer of the Board of Directors for the fiscal year of 2019 shall be made available at the head office, branches of our bank and web site (www.sekerbank.com.tr), Electronic Company Information Portal and E-GKS portal (www.mkk.com.tr) and Public Disclosure Platform (KAP) for review of shareholders 3 weeks before the anticipated date of meeting.

Respectfully submitted to shareholders.

AGENDA OF THE EXTRAORDINARY GENERAL ASSEMBLY OF ŞEKERBANK

T.A.Ş TO BE HELD ON APRIL 27,2020

1. Opening & Establishment of Presidential Board and to authorize the Presidential Board to sign the Minutes of Extraordinary General Assembly.
2. Discussing and resolving the issue of capital increase for the purpose of strengthen equity.
3. Election of board members.
4. Wishes, requests and closing.

POWER OF ATTORNEY

We hereby appoint: to be our attorney-in-fact to participate on our behalf, in the Extraordinary General Assembly of Shareholders of ŞEKERBANK T.A.Ş. to be convened on April 27, 2020, Monday at 14.00 a.m. at the headquarters located at Emniyet Evleri Mah. Eski Büyükdere Cad. No: 1/1A Kağıthane/İSTANBUL and to represent our Company in the aforementioned Ordinary General Assembly to vote, to make proposals in compliance with the comments set out below, and to sign the documents concerning the Ordinary General Assembly on behalf of our Company.

A) SCOPE OF THE REPRESENTATION POWERS GRANTED

The attorney-in-fact is empowered to vote in respect of all items specified in the agenda of the meeting in accordance with its own views.

B) Shareholder's shares:

(a) Quantity-Nominal Value:

(b) Whether any voting preference is attached: No

**Name and Signature of
Authorized Signatory of the Shareholder :**

Trade Name of Shareholder :

Address :