

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 January 29, 2021, Friday, at 11:00 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 cannot 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. Other related documents and Extraordinary General Assembly Information Note dated 29 January 2021 are at the General Directorate of our Bank, its branches and the corporate internet address of our Bank (www.sekerbank.com.tr), MKK's Electronic Company Information Portal and the E-GKS portal (www.mkk.com.tr) and on the Public Disclosure Platform (KAP), for review of shareholders 3 weeks before the anticipated date of meeting.

Respectfully submitted to shareholders.

THE BOARD OF DIRECTORS

**AGENDA OF THE EXTRAORDINARY GENERAL ASSEMBLY OF ŞEKERBANK
T.A.Ş TO BE HELD ON JANUARY 29, 2021**

1. Opening & Establishment of Presidential Board and to authorize the Presidential Board to sign the Minutes of Extraordinary General Assembly.
2. Approval of the amendment of the article 52 with the title “Quorum” of the Articles of Association of the Bank.
3. Wishes, requests and closing.

POWER OF ATTORNEY

We, the undersigned hereby appoint, empower and delegate..... as our proxy; to represent, to vote, to make proposals and to sign the necessary documents in line with our instructions listed below at the Extraordinary General Assembly of ŞEKERBANK T.A.Ş. that will be held at Emniyet Evleri Mah. Eski Büyükdere Cad. No: 1/1A Kağıthane/İSTANBUL on January 29, 2021, Friday at 11.00 a.m.

PROXY'S(*);

Name, Surname/Title :

TC Identification/Tax No. :

Trade Register and No :

MERSİS No :

(*) Equivalent information for foreign proxies must be presented.

A) SCOPE OF THE PROXY AUTHORIZATION

1. Subjects related to the agenda of Ordinary General Assembly;

- a) The proxy is authorized to vote in his/her own discretion.
- b) The proxy is authorized to vote in line with proposals of the Company's management.
- c) The proxy is authorized to vote in line with the instructions displayed in the table below.

Instructions:

In case (c) was chosen by the shareholder, one of the two options should be marked (approval or denial) to corresponding agenda topics, and if denial was marked as dissenting opinion which is demanded to be recorded the General Assembly minutes book should be stated.

Agenda Items	Approval	Denial	Dissenting Opinion
1. Opening & Establishment of Presidential Board and to authorize the Presidential Board to sign the Minutes of Extraordinary General Assembly			
2. Approval of the amendment of the article 52 with the title "Quorum" of the Articles of Association of the Bank			
3. Wishes, Requests & Closing			

2. Special instructions regarding other issues that may arise in the Ordinary General Assembly and the execution of minority rights;

- a) The proxy is authorized to vote in his/her own discretion.
- b) The proxy is not authorized to act for in the issues.
- c) The proxy is authorized to vote in line with the special instructions below.

Special Instructions: (Will include special instructions of the shareholder to the proxyholder, if any)

B) Shareholder may choose one of the following alternatives for the proxy to represent the shares

1. We approve our proxy to represent our shares detailed below.

a) Number of shares - Nominal value:

b) Ratio of the shares to capital and voting rights of Shareholder

2. We approve our proxy to represent our total amount of shares that is reported by e-GEM one day prior to the General Assembly.

SHAREHOLDERS’;

Name Surname/Trade Name :

Identity Number/Tax Number :

Trade Register and Number :

MERSİS Number :

Address :

Signature :

Disclaimer Statement:

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