

TÜRKİYE GARANTİ BANKASI A.Ş.
INFORMATION DOCUMENT FOR THE ORDINARY GENERAL SHAREHOLDERS'
MEETING TO BE HELD ON MARCH 31st, 2021

The Ordinary General Shareholders' Meeting of the Bank for 2020 accounting period will be held on March 31st, 2021 at 10:00am at the address of Levent, Nispetiye Mahallesi, Aytar Caddesi, No:2 34340, Beşiktaş, İSTANBUL.

Pursuant to Article 29 of the Turkish Capital Market Law No. 6362, the Bank will not send the General Assembly call in the form of registered mail to our shareholders.

Our shareholders may personally or by proxy attend the General Shareholders' Meeting physically or in electronic environment according to Article 1527 of the Turkish Commercial Code No. 6102. All stakeholders, who will be voiceless during the meeting, are also invited to the Ordinary General Shareholders' Meeting.

The shareholders who will attend the General Shareholders' Meeting physically should submit their identity cards bearing the TR Identity Number on the meeting day, if they are real persons. If the shareholder is a legal entity or a governmental entity, then the identity cards (bearing the TR Identity Number) along with the certificates of representation of those who are authorized to represent and bind the legal entity should be submitted.

The shareholders who will attend the General Shareholders' Meeting in electronic environment through Electronic General Assembly System (**EGKS**) launched by Central Registry Agency (**MKK or Merkezi Kayıt İstanbul**), should be checked in/registered in such system at the latest until 21:00 on the day before the General Shareholders' Meeting day. The shareholders who declare that they will attend the General Shareholders' Meeting in electronic environment, will not be able to attend the meeting physically. The shareholders or their representatives who will attend the meeting in electronic environment should have secure e-signature, register their communication information to e-MKK informative portal of Merkezi Kayıt İstanbul and fulfil any and all duties mentioned in the "Regulation on General Assembly Meetings of Joint Stock Companies To Be Held In Electronic Environment" published in the Official Gazette dated 28.08.2012 and numbered 28395, the "Communiqué on Electronic General Assembly Systems To Be Used in General Assembly Meetings of Joint Stock Companies" published in the Official Gazette dated 29.08.2012 and numbered 28396, and relevant Capital Markets Board regulations. Otherwise, such shareholders will not be able to attend the General Shareholders' Meeting in electronic environment.

The shareholders may attend the General Shareholders' Meeting in person or by proxy. The proxy form is as attached herewith (Annex-1). The representatives should submit the relevant PoAs and identity cards bearing the TR Identity Number on the meeting day. On the other hand, the representatives who will be appointed through EGKS portal, should submit only their identity cards bearing the TR Identity Number.

The representatives whose identity information will be registered in the EGKS portal and who will attend the General Shareholders' Meeting in electronic environment, will be able to attend the meeting without submitting any document to the Bank.

It is possible for the custody institutions to attend the General Shareholders' Meeting as "Depositor Representative" provided that they are identified in the EGKS portal in order to represent the shareholders whose shares are in safe custody with such institutions. In such case, these custody institutions should appoint and authorize their employees in order to physically attend the General Shareholders' Meeting by preparing the PoA Related to Deposited Shares and Instruction Notification Form, as attached herewith (Annex 2/a and Annex 2/b).

The Annual Activity Report including the Balance Sheet and Income Statement of 2020 accounting period, Board of Directors Report, Independent Aditor's Report and Board of Directors' profit distribution

proposal are submitted for our Shareholders' review at the EGKS and E-Company portal of MKK (www.mkk.com.tr), on the Bank's web sites www.garantibbva.com.tr and www.garantibbvainvestorrelations.com, at the Bank's Head Office and Branches three weeks before the meeting day.

**ADDITIONAL EXPLANATIONS IN ACCORDANCE WITH THE CORPORATE
GOVERNANCE COMMUNIQUÉ (II. 17.1) ISSUED BY THE CAPITAL MARKETS BOARD
OF TURKEY**

a) The shareholding structure and voting rights of the Bank as of March 4th, 2021

SHAREHOLDING STRUCTURE OF T.GARANTİ BANKASI A.Ş			
NAME	NUMBER OF SHARES	NOMINAL (TL)	SHARE (%)
BBVA(BANCO BILBAO VIZCAYA ARGENTARIA S.A)	209,370,000,000	2,093,700,000.00	49,85
OTHERS	210,630,000,000	2,106,300,000.00	50,15
GRAND TOTAL :	420,000,000,000	4,200,000,000.00	100

b) Information regarding the changes to the management and activities of the Bank and its affiliates which will materially affect the Bank's activities

There is no change in the management and activities of the Bank and its affiliates which will materially affect the Bank's activities during 2020 accounting period. Moreover, no change is planned for the upcoming accounting period which will materially affect the activities of the Bank. Furthermore, issues which will materially affect the Bank's activities are disclosed to public in accordance with the relevant legislation.

c) Information regarding the Board Member nominees and the reason of revocation or election of the Board Members, if the agenda of the General Shareholders' Meeting includes the revocation, change or election of the Board Members

The election of the Board Members including the independent board member whose term of office have expired will be submitted for the approval of the shareholders. Accordingly, the information regarding the Board Members whose election will be submitted to the approval of the shareholders are given below.

Süleyman Sözen

Süleyman Sözen is a graduate of Ankara University Faculty of Political Sciences and has worked as a Chief Auditor at the Ministry of Finance and the Under secretariat of Treasury. Since 1981, he has held various positions in the private sector, mainly in financial institutions. Having served on the Board of Directors of Garanti BBVA since 1997, Mr. Sözen was appointed as the Vice Chairman on July 8, 2003 and then as the Chairman on September 19, 2017. Mr. Sözen holds a Certified Public Accountant license and serves as the Board Member of Görüş YMM A.Ş. and as the Board of Trustees Member of Teachers Academy Foundation. Mr. Sözen has 40 years of experience in banking and business administration.

Jorge Sáenz-Azcúnaga Carranza

Jorge Sáenz-Azcúnaga earned his BS in Business Administration from Universidad Deusto. He has developed his entire career in BBVA starting as Research Analyst. He then worked as Corporate Strategist, Head of CEO Office, Business Development (Commercial & Institutional Banking in Spain), Head of Strategy (Wholesale Banking & Asset Management), Head of Strategy and Planning (Spain &

Portugal) and between years 2013 and 2015 as Regional Manager for the North of Spain. As of 2015, he served as the Head of Business Monitoring Spain, USA and Turkey. In July 2016 he was appointed Head of Country Monitoring and member of the Global Leadership Team in BBVA. Mr. Sáenz-Azcúnaga is member of the Board of Directors of BBVA Compass Bancshares in the US and BBVA Bancomer in Mexico. He has been serving as the Board Member of Garanti BBVA since March 24, 2016 and since his appointment as an Audit Committee member of Garanti BBVA on March 31, 2016, he is deemed as an Independent Board Member of Garanti BBVA in accordance with the relevant regulations of the Capital Markets Board of Turkey. He was appointed as Vice Chairman on September 19, 2017 and has 28 years of experience in banking and business administration.

Ergun Özen

Ergun Özen earned his BA in Economics from New York State University and is a graduate of the Advanced Management Program at Harvard Business School. He started his banking carrier in Treasury department in 1987 before joining Garanti BBVA in 1992. Having served as the President & CEO at Garanti BBVA between April 1, 2000-September 2, 2015, Mr. Özen is a Board Member of Garanti BBVA since May 14, 2003. Mr. Özen is the Chairman of Boyner Perakende ve Tekstil Yatırımları A.Ş. and Board Member of Atom Bank. Mr. Özen has 34 years of experience in banking and business administration.

M. Cüneyt Sezgin Ph.D.

Cüneyt Sezgin received his undergraduate degree from Middle East Technical University Department of Business Administration, his MBA from Western Michigan University and his Ph.D. from Istanbul University Faculty of Economics. Having served in executive positions at several banks, Mr. Sezgin joined Garanti BBVA in 2001. In addition to serving as a Board Member on the Board of Directors of Garanti BBVA, Dr. Sezgin serves as the Board Member and Chairman of the Audit Committee at Garanti Bank S.A. (Romania), Garanti BBVA Pension and Garanti BBVA Securities and as Board Member of Türk Telekomünikasyon A.Ş. and its several subsidiaries. Dr. Sezgin is a Board of Trustees Member at Teachers Academy Foundation and World Wildlife Foundation Turkey, Kabataş Education Foundation and Board Member of Finance Executives Foundation of Turkey and Corporate Governance Association of Turkey. Dr. Sezgin has been serving as a Board Member of Garanti BBVA since June 30, 2004 and has 33 years of experience in banking and business administration.

Rafael Salinas Martínez de Lecea

Rafael Salinas Martínez De Lecea holds a B.S. degree in Economics and Business Management from Universidad de Alicante and graduate degrees from the Center for Monetary and Financial Studies of the Bank of Spain (CEMFI), MSc in Econometrics and Mathematical Economics of London School of Economics and MBA from the Graduate School of Business of University of Chicago. He joined BBVA in 1991 as the Director of Derivative Products in BBVA Interactivos, S.V.B and developed all his professional career at the BBVA Group. Between 1998-2003, he worked as the Deputy Director of Assets and Liability Management of the BBVA Group. After working as the Head of Capital Base Management of BBVA, he was appointed as the CFO of Banco de Credito Local de Espana (BCL) in 2003. Between 2006-2015, he served as the Director of Risk & Portfolio Management of the Corporate and Investment Banking unit of BBVA and since 2015, he is the Head of Global Risk Management of BBVA Group. Mr. Salinas has been serving as a Board Member of Garanti BBVA since May 8, 2017 and has 30 years of experience in banking and business administration.

Jaime Saenz De Tejada Pulido

Jaime Saenz de Tejada Pulido holds undergraduate degrees from Universidad Pontificia de Comillas (ICADE) in both Law & Economics and Business Sciences and completed Programa de Dirección

General (PDG) at IESE Business School in 1999. Mr. Saenz de Tejada joined BBVA in 1992 and in 2000 he was appointed as the Director of Corporate and Investment Banking in America. Subsequently, he served as the Managing Director of BBVA Banco Continental in Peru until his return to Spain as Territorial Director at the end of 2007. In 2011 he was appointed as the Director of Business Development of Spain and Portugal and in May 2012, he became a member of the Executive Committee of the Group. After serving as the Director of Strategy & Finance in 2014, in May, 2015, Mr. Saenz de Tejada was appointed to his current role, Global Head of Finance & Accounting at BBVA Group. He has been serving as the Board Member of Garanti BBVA since October 2, 2014 and has 29 years of experience in banking and business administration.

Mevhibe Canan Özsoy

She graduated from Istanbul University with Bachelor's Degree of Dental Medicine in 1985. She accomplished her master degree on Dental Medicine at the same University in 1987, and earned her MBA from Bogazici University in 1994 and then completed her Energy Technologies Master's Degree at Sabancı University in 2015. Before joining the pharmaceutical industry in 1990 she had her career as a Medical Dentist. She has occupied Sales & Marketing and commercial leadership positions in Hoechst Marion Roussel, Glaxo Wellcome, Sanofi Aventis companies which are operating in the pharmaceutical industry. She was appointed as Vice President in charge of Marketing International in 2007 at General Electric Healthcare, Paris. She was then assigned as Chief Marketing Officer at General Electric Healthcare, USA in 2009. She came back to Paris as General Manager of Global Mammography in 2011 and led the mammography business field of General Electric (GE). She was appointed as the Chairman and Chief Executive Officer at General Elektrik Ticaret ve Servis A.Ş. in 2012. Besides, she has been serving as the Chief Growth Officer in charge of MiddleEast, North Africa and Turkey since 2017. Furthermore, she is also the Vice Chairman of TEI (TUSAŞ Motor Sanayii A.Ş.) and METCAP Group KOMET (joint-ventures of GE), ABFT (American Business Forum in Turkey) and the Chairman of WCD (Woman Corporate Directors). She was appointed as Independent Board Member at Garanti BBVA on April 4, 2019, and has 32 years of experience in banking and business administration.

Sema Yurdum

Sema Yurdum graduated from Boğaziçi University, Faculty of Administrative Sciences in 1979 and completed the Advanced Management Program at Harvard Business School in 2000. After working in a private sector company between 1979-1980 as a human Resources Expert, she had her career in banking sector between 1980-2005. She worked as an Executive Vice President of Garanti BBVA and held Audit Committee membership in various subsidiaries between 1992-2005. In addition to serving as Independent Board Member at Garanti BBVA, Ms. Yurdum is the Board Member at Garanti Bank S.A. (Romania). Offering management consultancy services since 2006, Ms. Yurdum has been serving as an Independent Board Member of Garanti BBVA since April 30, 2013. Ms. Yurdum has 40 years of experience in banking and business administration.

Avni Aydın Düren

Aydın Düren graduated from the Faculty of Law at Istanbul University and earned his graduate degree on International Law from the American University, Washington College of Law. After serving as an associate, partner and managing partner for over 18 years at international private law firms in New York, London and Istanbul, Mr. Düren joined Garanti BBVA on February 1, 2009 as Executive Vice President in charge of Legal Services. Mr. Düren has been appointed as a Board Member and Audit Committee Member on 17 June 2020. Furthermore, Mr. Düren is Vice Chairman of Garantibank International N.V. and T. Garanti Bankası A.Ş. Pension and Provident Fund Foundation, and Board Member of Garanti Payment Systems and Garanti Mortgage and Board of Trustees Member of Teachers Academy Foundation. Since June 2015, Mr. Düren also serves as the Corporate Secretary of the Bank. With 29 years of experience in banking and business administration, Mr. Düren's areas of responsibility are Legal

Advisory Services, Legal Collections, Litigation, Garanti Payment Systems Legal Services, Legal Operations, Wholesale Recovery and Retail Collections.

Pablo Alfonso Pastor Muñoz

Pablo Alfonso Pastor Muñoz graduated from Deusto University in B.S. degree in Economics and Business Administration and earned his MBA from Ecole Des Affaires Paris (EAP Madrid). During 1989 – 1991 he served as Investment Analyst at Banesto (Chile and Argentina) and during 1991 - 1998 he worked at Wholesale Risks Unit at Banesto. Between 1998 - 1999 he worked at Credit Risk Unit of Country Risk of BBVA, between 1999 - 2002 he worked at Credit Risk Unit of SMEs of BBVA, during 2002 – 2007 he worked at Credit Risk Unit of Wholesale Banking of BBVA, between 2007 – 2010 he worked at Credit Risk Unit New developments + USA of BBVA, between 2010 – 2012 he worked at Corporate Banking Risk Management of GRM of BBVA, between 2012 - 2015 he served as Chief Risk Officer of BBVA Bancomer. During 2015 – 2017 he worked at GRM Global Business of BBVA in charge of CIB + AM + Insurance and between 2017 – 2019 he served as GRM CIB Head of BBVA. He has been serving as Wholesale Credit Discipline Head - GRM of BBVA S.A..

Recep Baştuğ

Recep Baştuğ graduated from Çukurova University Faculty of Economics. He started his career in Garanti BBVA Internal Audit Department in 1989. Mr. Baştuğ worked as Corporate Branch Manager during 1995-1999, Commercial Regional Manager during 1999-2004, Commercial Banking Coordinator during 2004-2012, and served as an EVP of Commercial Banking and Consumer Finance during 2013-2018. After serving in various capacities on a number of Board of Directors at one of Turkey's largest industrial groups, on September 6, 2019, he was appointed as CEO at Garanti BBVA and also serves as Board Member. He is also the Chairman of the Board of Directors at Garanti International N.V., Garanti Bank S.A. (Romania), Garanti BBVA Securities, Garanti BBVA Pension, Garanti BBVA Factoring, Garanti BBVA Leasing, Garanti BBVA Payment Systems and Garanti Technology and he is board member at Garanti Holding B.V. and G Netherlands B.V.. In addition to his responsibilities, he also serves as the Board Member in the Banks Association of Turkey and the İstanbul Foundation for Culture and Arts (İKSV) and as the Board of Trustees Member of Teachers Academy Foundation. Mr. Baştuğ has 31 years of experience in banking and business administration.

d) Information regarding the requests of the shareholders, delivered in writing to Investor Relationship Department, to add any agenda item

Not applicable as of the date of this Information Document.

EXPLANATIONS ON AGENDA ITEMS OF THE ORDINARY GENERAL SHAREHOLDERS' MEETING DATED MARCH 31st, 2021 OF TÜRKİYE GARANTİ BANKASI A.Ş.

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

2. Reading and discussion of the Board of Directors' Annual Activity Report,

The Board of Directors' Annual Activity Report, which have been submitted for the review of the shareholders at the Bank's Head Office and Branches, on the Bank's internet addresses at www.garantibbva.com.tr and www.garantibbvainvestorrelations.com, Public Disclosure Platform and

EGKS and E-Company portal of MKK (www.mkk.com.tr), will be read and submitted for the shareholders' review and approval at the General Shareholders' Meeting.

3. Reading of the Independent Auditors' Reports,

The Independent Auditor's Report for the period of 01/01/2020-31/12/2020, will be read.

4. Reading, discussion and ratification of the Financial Statements,

The Financial Statements, which have been submitted for the review of the shareholders at the Bank's Head Office and Branches, on the Bank's internet addresses at www.garantibbva.com.tr and www.garantibbvainvestorrelations.com, Public Disclosure Platform and EGKS and E-Company portal of MKK (www.mkk.com.tr), will be read and submitted for the shareholders' review and approval at the General Shareholders' Meeting.

5. Release of the Board Members,

In accordance with the relevant legislation, release of the Board Members for their transactions and accountings for the year 2020 will be submitted to the approval of the shareholders.

6. Determination of profit usage and the amount of profit to be distributed according to the

Board of Directors' proposal, The proposal of the Board of Directors regarding the method for distribution of the profit realized in the 2020 accounting period will be submitted to the approval of the shareholders.

The distribution of the profit table, prepared by the Board of Directors in accordance with Article 45 of the Bank's Articles of Association, is shown in Annex-3.

7. Determination of the number of the board members, election of the board members including the independent member whose terms of office have expired and informing the shareholders regarding the external duties conducted by the board members and the grounds thereof in accordance with the Corporate Governance Principle no. 4.4.7 promulgated by the Capital Markets Board of Turkey,

The determination of the number of the Board Members as 11 including the CEO, the election of the Board Members including the independent board member whose terms of office have expired will be submitted to the approval of the shareholders and the shareholders will be informed regarding the external duties conducted by the Board Members and the grounds thereof in accordance with the relevant Corporate Governance Principle (clause 4.4.7).

Furthermore, Mevhibe Canan Özsoy has been nominated as an independent board member in accordance with the Corporate Governance Principles issued by Turkish Capital Markets Board (CMB) with the Board of Directors' Resolution which was resolved in line with the assessment of the Corporate Governance Committee that functions as the Nomination Committee of the Bank. Within the context of relevant legislation, an application has been made to the CMB regarding the candidacy of Mevhibe Canan Özsoy and since an adverse opinion is not expressed by the CMB for the nomination of Mevhibe Canan Özsoy as an independent board member, within the scope of this agenda item, the election of Mevhibe Canan Özsoy as an independent board member will be submitted to the approval of the shareholders in accordance with the Corporate Governance Principles of the CMB, with the election of other Board Members.

8. Election of the Independent Auditor in accordance with Article 399 of Turkish Commercial Code,

The selection of KPMG Bağımsız Denetim ve Serbest Muhasebeci Mali Müşavirlik A.Ş. (KPMG) as the independent audit firm of the Bank and the group for the year 2021, in accordance with the Turkish Commercial Code, will be submitted for the approval of the General Assembly.

9. Informing the shareholders regarding remuneration principles of the Board Members and directors having the administrative responsibility in accordance with the Corporate Governance Principle no. 4.6.2 promulgated by the Capital Markets Board of Turkey,

The shareholders will be informed at the General Shareholders' Meeting with regard to the remuneration principles of the Board Members and directors having administrative responsibility, in accordance with the relevant article of Corporate Governance Principles.

10. Determination of the remuneration of the Board Members,

The remuneration of the Board Members will be submitted for the approval of the General Assembly, in accordance with the relevant legislation.

11. Informing the shareholders with regard to charitable donations realized in 2020, and determination of an upper limit for the charitable donations to be made in 2021 in accordance with the banking legislation and Capital Markets Board regulations,

An upper limit for the charitable donations for the year of 2021 will be determined by the General Assembly and the shareholders will be informed with regard to the charitable donations realized in 2020, all in accordance with the Banking legislation and Capital Markets Board regulations.

12. Authorization of the Board Members to conduct business with the Bank in accordance with Articles 395 and 396 of the Turkish Commercial Code, without prejudice to the provisions of the Banking Law

The authorization of the Board Members to conduct business with the Bank in accordance with Article 395 of Turkish Commercial Code titled as "Prohibition to Conduct Business with a Company, Borrowing to a Company" and Article 396 titled as "Prohibition of Competition" will be submitted for the approval of the General Assembly.

13. Informing the shareholders regarding significant transactions executed in 2020 which may cause conflict of interest in accordance with the Corporate Governance Principle no. 1.3.6 promulgated by Capital Markets Board of Turkey.

In accordance with the relevant Corporate Governance Principle, the shareholders will be informed regarding whether there are any significant transactions executed in 2020 which may cause conflict of interest.

Annex 1

VEKALETNAME T.GARANTİ BANKASI A.Ş.

T.Garanti Bankası A.Ş.’nin 31 Mart 2021 Çarşamba günü saat 10:00’da Levent, Nispetiye Mahallesi, Aydar Caddesi No:2, 34340 Beşiktaş - İstanbul adresinde yapılacak 2020 yılına ait Olağan Genel Kurul Toplantısı'nda, aşağıda belirttiğim görüşler doğrultusunda beni temsile, oy vermeye, teklifte bulunmaya ve gerekli belgeleri imzalamaya yetkili olmak üzere aşağıda detaylı olarak tanıtilan ‘yi vekil tayin ediyorum.

Vekilin(*);

Adı Soyadı/Ticaret Unvanı:

TC Kimlik No/Vergi No, Ticaret Sicili ve Numarası ile MERSİS numarası:

(*)Yabancı uyruklu vekiller için anılan bilgilerin varsa muadillerinin sunulması zorunludur.

A) TEMSİL YETKİSİNİN KAPSAMI

Aşağıda verilen 1 ve 2 numaralı bölümler için (a), (b) veya (c) şıklarından biri seçilerek temsil yetkisinin kapsamı belirlenmelidir.

1.Genel Kurul Gündeminde Yer Alan Hususlar Hakkında;

- a) Vekil kendi görüşü doğrultusunda oy kullanmaya yetkilidir.
- b) Vekil ortaklık yönetiminin önerileri doğrultusunda oy kullanmaya yetkilidir.
- c) Vekil aşağıda tabloda belirtilen talimatlar doğrultusunda oy kullanmaya yetkilidir.

Talimatlar:

Pay sahibi tarafından (c) şıkkının seçilmesi durumunda, gündem maddesi özelinde talimatlar ilgili genel kurul gündem maddesinin karşısında verilen seçeneklerden birini işaretlemek (kabul veya red) ve red seçeneğinin seçilmesi durumunda varsa genel kurul tutanağına yazılması talep edilen muhalefet şerhini belirtilmek suretiyle verilir.

Gündem Maddeleri (*)	Kabul	Red	Muhalefet Şerhi
1.			
2.			
3.			
4.			
5.			
6.			
7.			
8.			
9.			
10.			
11.			
12.			
13.			

(*) Genel Kurul gündeminde yer alan hususlar tek tek sıralanır. Azlığın ayrı bir karar taslağı varsa bu da vekaleten oy verilmesini teminen ayrıca belirtilir.

2. Genel Kurul toplantısında ortaya çıkabilecek diğer konulara ve özellikle azlık haklarının kullanılmasına ilişkin özel talimat:

- a) Vekil kendi görüşü doğrultusunda oy kullanmaya yetkilidir.

- b) Vekil bu konularda temsile yetkili değildir.
- c) Vekil aşağıdaki özel talimatlar doğrultusunda oy kullanmaya yetkilidir.

ÖZEL TALİMATLAR; Varsa pay sahibi tarafından vekile verilecek özel talimatlar burada belirtilir.

B) Pay sahibi aşağıdaki seçeneklerden birini seçerek vekilin temsil etmesini istediği payları belirtir.

1. Aşağıda detayı belirtilen paylarımın vekil tarafından temsilini onaylıyorum.

- a) Tertip ve serisi:*
 - b) Numarası/Grubu:**
 - c) Adet-Nominal değeri:
 - ç) Oyda imtiyazı olup olmadığı:
 - d) Hamiline-Nama yazılı olduğu:*
 - e) Pay sahibinin sahip olduğu toplam paylara/oy haklarına oranı:
- *Kayden İzlenen izlenen paylar için bu bilgiler talep edilmemektedir.
**Kayden izlenen paylar için numara yerine varsa gruba ilişkin bilgiye yer verilecektir.

2. Genel kurul gününden bir gün önce MKK tarafından hazırlanan genel kurula katılabilecek pay sahiplerine ilişkin listede yer alan paylarımın tümünün vekil tarafından temsilini onaylıyorum.

PAY SAHİBİNİN ADI SOYADI veya ÜNVANI(*)

TC Kimlik No/Vergi No, Ticaret Sicili ve Numarası ile MERSİS numarası:

Adresi:

(*)Yabancı uyruklu pay sahipleri için anılan bilgilerin varsa muadillerinin sunulması zorunludur.

İMZASI

Annex 2/a

TEVDİ OLUNAN PAYLARA İLİŞKİN TEMSİL BELGESİ ÖRNEĞİ

A) TEVDİ EDEN

(1) Ad Soyad/Unvan:	
(2) Vatandaşlık Numarası/Vergi Kimlik/MERSİS Numarası:	
(3)Adres:	

B) TEVDİ EDİLEN

(4) Ad Soyad/Unvan:	
(5) Vergi Kimlik/MERSİS Numarası:	
(6) Adres:	
(7) Tevdi Edilen Payların Sayısı ve Toplam İtibari Değeri:	

Tevdi edilen nezdinde yukarıda belirtilen paydan/pay senetlerinden doğan genel kurul toplantılarına katılma ve tevdi eden tarafından her genel kurul öncesinde verilecek talimatlar çerçevesinde genel kurul gündem maddelerine ilişkin oy kullanma konusunda tevdi edilen yetkilendirilmiştir. (Tarih)

**Tevdi Eden
Kaşe/İmza**

**Tevdi Edilen
Kaşe/İmza**

Açıklamalar:

- 1) Payın sahibi yazılacaktır.
- 2)Pay sahibi Türkiye Cumhuriyeti vatandaşı gerçek kişi ise TC kimlik numarası, tüzel kişi ise vergi kimlik numarası (Gümrük ve Ticaret Bakanlığının Merkezi Sicil Kayıt Sistemi uygulamaya geçtiğinde MERSİS numarası) yazılacaktır. Pay sahibi yabancı ise yabancı kimlik numarası veya vergi kimlik numaralarından biri yazılacaktır.
- 3) Adres bilgisi yazılacaktır.
- 4) Payların tevdi edildiği kişinin ad soyadı veya aracı kuruluşun unvanı yazılacaktır.
- 5) Tevdi edilenin vergi numarası veya MERSİS numarası yazılacaktır.
- 6) Tevdi edilenin adresi yazılacaktır.
- 7) Tevdi edilen pay sayısı ve toplam itibari değeri yazılacaktır. Ancak, Sermaye Piyasası Kanununun 13. maddesi uyarınca kayden izlenen payların tevdi edildiği durumda, bu alana payların bulunduğu aracı kuruluştaki hesap numarası yazılarak da belirleme yapılabilecektir.

Annex 2/b**TALİMAT BİLDİRİM FORMU ÖRNEĞİ****(I) GENEL KURUL**

Genel Kurul Toplantısı Yapacak Şirket	
Genel Kurul Tarihi	

(II) GÜNDEM MADDELERİNE İLİŞKİN TALİMATLAR

Gündem No(*)	Kullanılacak Oy	Açıklama (**)
1	KABUL <input type="checkbox"/> RED <input type="checkbox"/>	
2	KABUL <input type="checkbox"/> RED <input type="checkbox"/>	
3		
4		
5		
6		
7		
8		
9		
10		
11		
12		
13		

(*) Form gündem sayısını içerecek şekilde hazırlanacaktır. Eksik hazırlanması veya kullanılacak oya ilişkin verilmiş talimatın yazılmamış olması halinde Anonim Şirketlerin Genel Kurul Toplantılarının Usul ve Esasları ile Bu Toplantılarda Bulunacak Gümrük ve Ticaret Bakanlığı Temsilcileri Hakkında Yönetmeliğin 46 ncı maddesinin ikinci fıkrasına uygun şekilde hareket edilir.

(**) Tevdi eden ilgili gündeme ilişkin varsa açıklamalarını bu bölüme yazabilecektir. Eğer “red” oyu kullanma talimatı ile birlikte tutanağa muhalefet şerhi de yazdırılmak isteniyorsa, bu husus açıklama kısmına yazılacaktır.

Annex 3

PROFIT DISTRIBUTION STATEMENT OF T. GARANTİ BANKASI A.Ş. FOR THE YEAR 2020 (TRL)		
1.	Paid-in/issued capital	4.200.000.000,00
2.	Total legal reserves (according to statutory records)	1.465.373.536,51
Information regarding the privilege in profit distribution, if any, granted pursuant to the articles of association		-
According to Statutory Records (SR)		
3.	Profit for the period	8.639.409.984,81
4.	Taxes to be paid (-)	2.401.407.265,33
5.	NET PROFIT FOR THE YEAR (=)	6.238.002.719,48
6.	Losses related previous years (-)	
7.	First legal reserves (-)	0,00
8.	NET DISTRIBUTABLE PROFIT FOR THE PERIOD (=)	6.238.002.719,48
9.	Donations made during the year (+)	
10.	Net distributable profit for the period (donations are included), according to which the first dividend is calculated	
11.	First dividend to shareholders	210.000.000,00
	Cash -	210.000.000,00
	Bonus issue -	0,00
	Total -	210.000.000,00
12.	Dividend distributed to privileged shareholders	0,00
13.	Dividend distributed to board members, employees, etc.	0,00
14.	Dividend distributed to holders of jouissance shares	0,00
15.	Second dividend to shareholders	413.800.000,00
16.	Second legal reserves	41.380.000,00
17.	Statutory reserves	0,00
18.	Other funds to be kept in Bank statutorily (amount of CIT 5/1/e)	32.829.433,93
19.	EXTRAORDINARY RESERVES	5.539.993.285,55
20.	Other distributable funds	-
	Profit of the previous year	
	Extraordinary reserves	
	Other distributable reserves pursuant to the legal requirements and Articles of Association	

INFORMATION ON DIVIDENT PAYOUT RATIO						
	GROUP	TOTAL DIVIDENT AMOUNT		TOTAL DIVIDENT / NET DISTRIBUTABLE PROFIT	DIVIDENT PER SHARE (NOMINAL VALUE :TL1)	
		CASH (TL)	BONUS SHARE (TL)	RATIO (%)	AMOUNT(TL)	RATIO(%)
GROSS(*)	-	623.800.000,00	-	10,00%	0,14852	14,85238
NET	-	530.230.000,00	-	8,50%	0,12625	12,62452
(*) Tax withholding in the rate of 15% shall not be deducted from the cash dividend payments made to full taxpayer institutions and limited taxpayer institutions that generate income in Turkey via off ices or permanent representatives.						