

TÜRKİYE İŞ BANKASI A.Ş.
INFORMATION DOCUMENT FOR
THE ANNUAL GENERAL MEETING
TO BE HELD ON MARCH 31, 2021

The Annual General Meeting (AGM) of our bank shall be held on **March 31, 2021, Wednesday, at 14:00**, at the address of **İş Kuleleri 34330 Levent, Istanbul, at the Head Office/Auditorium Building** to discuss the agenda items mentioned below. Our shareholders may also participate the AGM electronically, either in person or by proxy according to Article 1527 of the Turkish Commercial Code No. 6102. The shareholders or their representatives who will attend the meeting electronically must have secure e-signature.

The persons who own at least

- 1 Group A share with a nominal value of 1 Kurus,
- 1 Group B share with a nominal value of 1 Kurus or
- 1 Group C share with a nominal value of 4 Kurus

may attend the meeting personally or by proxy.

Shareholders who will attend the AGM physically should submit their identity cards bearing the TR identity number on the meeting day; shareholders who will attend the meeting electronically should be registered in the Electronic General Meeting System (EGMS) portal of Central Registry Agency (CRA) at least one day before the meeting until 21:00. For our shareholders or their representatives who state that they will attend the meeting electronically and do not change this preference, it will not be possible to attend the meeting physically.

Shareholders who have the right to attend the AGM, may exercise their rights by means of deputizing a representative/proxy.

The representatives/proxy who will attend the meeting should submit;

- the relevant power of attorney (Annex: 1) which will be prepared in compliance with the requirements of the Communiqué on Voting by Proxy and Proxy Solicitation (IL.30.1) issued by the Capital Markets Board and identity cards bearing the TR identity Number,
- Only their identity cards bearing the TR identity Number on the meeting day if deputized over EGMS portal.

It is possible for the custody institutions to attend the AGM as “Depositor’s Representative” provided that they are identified in the EGMS portal in order to represent the shareholders whose shares are in safe custody with such institutions. In case these custody institutions appoint and authorize their employees in order to physically attend the AGM, these employees shall submit their authorization documents in addition to the “Power of Attorney Related to Deposited Shares” and “Instruction Notification Form”, as attached herewith (Annex: 2/a and Annex: 2/b).

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 authorization of those who are authorized to represent and bind the legal entity should be submitted.

In accordance with the provisions of Article 18 of the Turkish Banking Law No. 5411; any acquisition of shares that result in the acquisition by one person directly or indirectly of shares representing ten percent or more of the capital of a bank or if shares held directly or indirectly by one shareholder exceed ten percent, twenty percent, thirty-three percent or fifty percent of the capital as a result thereof, and assignments of shares that result in shares held by one shareholder falling below these percentages, are subject to the permission of the Banking Regulatory and Supervisory Authority. In accordance with the Banking Law, and the Regulation on Permit-required Activities and Indirect Share Ownership of the Banks, in the case of share assignments of this kind, the permission of the Banking Regulatory and Supervisory Authority is required.

In this aspect, if there is any acquisition of shares requiring a permission from the Banking Regulatory and Supervisory Authority or any change in the share ownership percentages of our legal entity shareholders requiring the permission of the Banking Regulatory and Supervisory Authority, the submission of the document showing that the permission has been granted before the Bank's AGM is required.

As per the article 29 of the Capital Market Law, registered mail for the call of AGM will not be posted to our shareholders.

According to the Turkish Commercial Code no. 6102 and the Article 49 Incorporation,

- each Group (A) share with a nominal value of 1 Kuruş gives its shareholder 1 voting right,
- each Group (B) share with a nominal value of 1 Kuruş gives its shareholder 1 voting right and
- each Group (C) share with a nominal value of 4 Kuruş gives its shareholder 4 voting rights.

The Annual Report including the Financial Statements of 2020, Board of Directors' Report and Independent Auditor's Report will be submitted for our shareholders' review following its publication in line with the related legal periods at the İşbank Branches, on the Bank's internet address of www.isbank.com.tr and at the EGMS portal of the CRA.

The attendance of our esteemed shareholders is requested on the day and time stated above.

A) ADDITIONAL EXPLANATIONS IN ACCORDANCE WITH THE CORPORATE GOVERNANCE PRINCIPLES ISSUED BY THE CAPITAL MARKETS BOARD OF TURKEY

1. Shareholding Structure and Voting Rights (*)

	Nominal (TL)	Number of Shares	Voting Rights (**)
İşbank Personnel Supplementary Pension Fund			
Group A	355.324	35,532	35,532
Group B	9,488.300	948,830	948,830
Group C	1,668,602,958.666	41,715,073,967	166,860,295,867
Atatürk Shares			
Group A	275.676	27,568	27,568
Group B	8,237.690	823,769	823,769
Group C	1,264,133,950.653	31,603,348,766	126,413,395,065
Shares Bought Back in 2018 (***)			
Group C	130,000,000.000	3,250,000,000	-
Free Float			
Group A	369.000	36,900	36,900
Group B	11,274.010	1,127,401	1,127,401
Group C	1,437,233,090.681	35,930,827,267	143,723,309,068
Total			
Group A	1,000.000	100,000	100,000
Group B	29,000.000	2,900,000	2,900,000
Group C	4,499,970,000.000	112,499,250,000	436,997,000,000

(*) As of 01.03.2021

(**) According to the Turkish Commercial Code no. 6102 and the Article 49 of İşbank Articles of Incorporation,

- each Group (A) share with a nominal value of 1 Kuruş gives its shareholder 1 voting right,
- each Group (B) share with a nominal value of 1 Kuruş gives its shareholder 1 voting right and
- each Group (C) share with a nominal value of 4 Kuruş gives its shareholder 4 voting rights.

(***) As per the Board decision and BRSA's approval both of which are dated 17.08.2018 Group (C) shares at a nominal value of TL 130,000,000 were bought back in 2018.

2. Information Regarding the Changes in 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's affiliates which will materially affect the Bank's activities. Furthermore, issues which will materially affect the Bank's activities are disclosed publicly in accordance with the relevant legislation.

3. Information Regarding the Board Member Nominees and the Reason of Revocation or Election of the Board Members, if the Agenda of the General Meeting Includes the Revocation and Election of the Board Members

Explanations on the subject can be found in the “B) EXPLANATIONS ON AGENDA ITEMS OF THE ANNUAL GENERAL MEETING DATED MARCH 31, 2021” section of this document.

4. Information Regarding the Written Requests of the Shareholders Delivered to Investor Relations Department, to Add Any Agenda Item

None.

5. Information Regarding the Amendments to the Articles of Incorporation

Amendment of the articles 25, 28 and 62 of the Articles of Incorporation will be submitted for the approval of the General Assembly (Annex: 3).

B) EXPLANATIONS ON AGENDA ITEMS OF THE ANNUAL GENERAL MEETING DATED MARCH 31, 2021

1. Opening Ceremony, establishment of the Council of Chairmanship

In accordance with the relevant legislation and the Bank's Articles of Incorporation, the Council of Chairmanship will be established.

2. Discussion of 2020 Annual Report of the Board of Directors, Financial Statements, the Independent Auditors' Reports and ratification of the Annual Report of the Board of Directors and Financial Statements

Annual Report of the Board of Directors, Financial Statements, the Independent Auditors' Reports will be discussed and the Annual Report of the Board of Directors and Financial Statements will be submitted to the approval of the shareholders.

3. Discharge of the Board of Directors from their responsibilities for the transactions and accounts of the year 2020

In accordance with the relevant legislation, discharge of the Board of Directors with regards to the transactions and accounts for the year 2020 will be submitted to the approval of the shareholders.

4. Determination of the dividend distribution and the method and date of allotment of dividends

The proposal of the Board of Directors regarding the utilization of 2020 profit will be submitted to the approval of the General Assembly (Annex: 4).

5. Election of the Board of Directors

Mr. Adnan Bali's candidacy to the Board of Directors is anticipated.

Mr. Adnan Bali who began his career at İşbank in 1986 as Assistant Inspector, served as Assistant Manager, Group Manager and Department Head in the Treasury Department and also served as the Manager of Şişli Branch and Galata Branch. He was appointed as Deputy Chief Executive in 2006 and he has been serving as Chief Executive Officer since 2011. The curriculum vitae of Mr. Adnan Bali is attached (Annex: 5). Mr. Adnan Bali does not meet the independence criteria described in the Corporate Governance Communiqué issued by the Capital Markets Board.

6. Determination of the allowance for the members of the Board of Directors

The remuneration of the Board Members will be determined by the General Assembly, in accordance with the relevant legislation and the principles in the Articles of Incorporation.

7. Selection of the Independent Audit Company

The selection of Güney Bağımsız Denetim ve Serbest Muhasebeci Mali Müşavirlik A.Ş. (a member firm of Ernst & Young Global Limited) as the independent audit company of the Bank for the year 2021 will be submitted to the approval of the General Assembly.

8. Permitting the Members of the Board of Directors as per articles 395 and 396 of the Turkish Commercial Code

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

9. Amendment of the Internal Directive on the Principles and Procedures of Operation of the General Assembly

In parallel with the updates made in the Regulation on the Procedures and Principles of General Assembly Meetings of Joint Stock Companies and the Representatives of the Ministry Attending Such Meetings, the following amendments of the Internal Directive on the Principles and Procedures of Operation of the General Assembly of Türkiye İş Bankası A.Ş. will be submitted to the approval of the General Assembly.

- The expression "Ministry of Customs and Trade" in the article 2 will be changed as "Ministry",
- The expression "Ministry of Customs and Trade" in the clause (d) of article 8 will be changed as "Ministry of Trade"
- The expression "Ministry of Customs and Trade" in the article 16 will be changed as "Ministry"
- The clause (j) of Article 8 regarding the duties and authorities of the council of chairmanship will be deleted.

10. Amendment of the articles 25, 28 and 62 of the Articles of Incorporation

Approvals of the Banking Regulation and Supervision Agency and Capital Markets Board have been obtained for the amendment of the articles 25, 28 and 62 of the Articles of Incorporation. The approval process of the Ministry of Trade is in progress. The proposal regarding the amendment of Articles of Incorporation of which the previous and new versions of the related articles are attached will be submitted to the approval of the General Assembly (Annex: 3).

11. Presenting information to the shareholders on the subjects held in Capital Markets Board Corporate Governance Communique principle no. 1.3.6

The shareholders will be informed about the transactions executed regarding the relevant Capital Markets Board Corporate Governance Principle no. 1.3.6, in case there are any.

12. Presenting information to the shareholders about the donations

The shareholders will be informed with regard to the donations made in 2020 in accordance with the relevant legislation.

**PROXY STATEMENT
TÜRKİYE İŞ BANKASI A.Ş.**

I, the undersigned, hereby appoint, empower and delegate
as identified in details hereinbelow, as my proxy holder fully authorized to represent me, and vote and make proposals and sign the required documents on behalf of me, in accordance with my opinions cited below, in the Annual General Meeting of Türkiye İş Bankası A.Ş. to be held on Wednesday, March 31st, 2021 at 14:00 at the address of İş Bank's Headquarters/Auditorium Building located in İş Kuleleri 34330 Levent/İstanbul

Proxy Holder's (*);

First Name, Last Name/Company's Name:

T.R. Identity No./Tax Identity No., Trade Registry and Number and MERSIS Number:

(*) For foreign proxy holders, the equivalents, if any, of the information required should be provided.

A) SCOPE OF PROXY AUTHORIZATION

For parts 1 and 2 below, only one of the alternatives (a), (b) or (c) shall be chosen to determine the scope of power of attorney.

1. Information on Items Involved in the Agenda of the General Meeting;

- a) The proxy holder is authorized to vote in line with his/her own opinions.
- b) The proxy holder is authorized to vote in line with the proposals of the corporation management
- c) The proxy holder is authorized to vote in line with the instructions given in the following table.

Instructions:

If the shareholder chooses the option (c), instructions on the relevant agenda topic are given by marking one of the options (acceptance or rejection) shown beside the relevant agenda topic and if the 'rejection' option is chosen, by stating the dissention requested to be included in the minutes of the general assembly meeting.

Agenda Items	Acceptance	Rejection	Dissenting Opinions
1.Opening Ceremony, establishment of the Council of Chairmanship			
2.Discussion of 2020 Annual Report of the Board of Directors, Financial Statements, the Independent Auditors' Reports and ratification of the Annual Report of the Board of Directors and Financial Statements			
3.Discharge of the Board of Directors from their responsibilities for the transactions and accounts of the year 2020			
4.Determination of the dividend distribution and the method and date of allotment of dividends			

Agenda Items	Acceptance	Rejection	Dissenting Opinions
5.Election of the Board of Directors			
6.Determination of the allowance for the members of the Board of Directors			
7.Selection of the Independent Audit Company			
8.Permitting the members of the Board of Directors as per articles 395 and 396 of the Turkish Commercial Code			
9.Amendment of the Internal Directive on the Principles and Procedures of Operation of the General Assembly			
10.Amendment of the articles 25, 28 and 62 of the Articles of Incorporation			
11.Presenting information to the shareholders on the subjects held in Capital Markets Board Corporate Governance Communiqué principle no. 1.3.6	Item of Information		
12.Presenting information to the shareholders about the donations	Item of Information		

2. Specific instruction on other issues that may arise during the general assembly meeting and particularly regarding the use of minority rights:

- Proxy holder is authorized to vote in line with his/her own opinions.
- Proxy holder is not authorized to represent on these issues.
- Proxy holder is authorized to vote in line with the special instructions stated below.

SPECIAL INSTRUCTIONS: Special instructions, if any, of the shareholder to the proxy are stated herein.

B) Shareholder indicates the shares requested to be represented by the proxy holder by marking one of the following options

1. I am approving the representation by the proxy holder of my shares as detailed below.

- Group:
- Quantity/Nominal Value:
- Whether privileged in voting or not
- Ratio to total shares/voting rights held by shareholder:

2. I am approving the representation by the proxy holder of all of my shares shown in the list of shareholders eligible for attending the general assembly meeting, which is prepared by CRA one day before the date of general assembly meeting

SHAREHOLDER'S NAME&SURNAME OR TITLE (*)

TR Identity No./Tax Identity No, Trade Registry and Number and MERSIS Number:

Address:

(*) For foreign proxies, the equivalents, if any, of such information should be provided.

SIGNATURE

SAMPLE OF POWER OF ATTORNEY RELATED TO DEPOSITED SHARES**A) DEPOSITOR**

(1) Name Surname/Title:	
(2) National ID/Tax ID/MERSIS Number:	
(3) Address:	

B) CONSIGNED

(4) Name Surname/Title:	
(5) Tax ID/MERSIS Number:	
(6) Address:	
(7) Number of Shares to be Consigned and Total Nominal Amount:	

The consigned is authorized to attend the general assembly meeting, a right comes out from the share/s defined above by the consigned and vote regarding the agenda items within the framework of instructions given by the depositor before every general assembly. (Date)

Depositor**Consigned****Seal/Signature****Seal/Signature****Explanations:**

- 1) The owner of the share shall be written.
- 2) If the shareholder is a Turkish Republic citizen real person, national ID number shall be written, if the shareholder is a legal entity, MERSIS/tax ID number shall be written. If the shareholder is foreigner, either foreigner ID number or tax ID number shall be written.
- 3) The address shall be written.
- 4) Name and surname of the consigned person or title of the intermediary firm shall be written.
- 5) The tax ID number or MERSIS number of the consigned shall be written.
- 6) The address of the consigned shall be written.
- 7) The number and total nominal value of the shares to be consigned shall be written. However, in case the shares which are monitored in a dematerialized way as per Article 13 of Capital Markets Code, it can be defined here by writing the account number in custody institution that the shares are in.

INSTRUCTION NOTIFICATION FORM**(I) GENERAL MEETING**

The Company That Holds General Meeting	
Date of General Meeting	

(II) INSTRUCTIONS REGARDING THE AGENDA ITEMS

Agenda Item	Vote	Explanation (*)
1	ACCEPT <input type="checkbox"/> DECLINE <input type="checkbox"/>	
2	ACCEPT <input type="checkbox"/> DECLINE <input type="checkbox"/>	
3	ACCEPT <input type="checkbox"/> DECLINE <input type="checkbox"/>	
4	ACCEPT <input type="checkbox"/> DECLINE <input type="checkbox"/>	
5	ACCEPT <input type="checkbox"/> DECLINE <input type="checkbox"/>	
6	ACCEPT <input type="checkbox"/> DECLINE <input type="checkbox"/>	
7	ACCEPT <input type="checkbox"/> DECLINE <input type="checkbox"/>	
8	ACCEPT <input type="checkbox"/> DECLINE <input type="checkbox"/>	
9	ACCEPT <input type="checkbox"/> DECLINE <input type="checkbox"/>	
10	ACCEPT <input type="checkbox"/> DECLINE <input type="checkbox"/>	
11	Item of Information	
12	Item of Information	

* If any, the depositor can write explanations regarding the agenda item to this part. If a dissenting opinion is wanted to be recorded besides the instruction of “decline” voting, this issue shall be written in the explanations part.

Article	Previous	New
25	<p>Elections of Members to the Board of Directors</p> <p>The Board of Directors shall consist of 7 to 11 members, one being the General Manager. Directors, with the exception of the General Manager, shall be elected by the General Assembly for a term of three years, and a new election shall take place at the end of every three years. Directors shall be eligible for re-election.</p> <p>The first Board of Directors, with the exception of the General Manager, consists of the following:</p> <p>Fuad, Deputy for Rize, Fikret, M.D. Deputy for Ertuğrul, Kılıç Ali, Deputy for Gaziantep, İhsan, Deputy for Cebelibereket, Mahmud, Deputy for Siirt, Salih, Deputy for Yozgat, Rasim, Deputy for Sivas, Rahmi, Deputy for İzmir, Kınacı Zade Şakir, Deputy for Ankara.</p>	<p>Elections of Members to the Board of Directors</p> <p>The Board of Directors shall consist of 7 to 11 members, one being the General Manager. Directors, with the exception of the General Manager, shall be elected by the General Assembly for a maximum term of three years. Directors shall be eligible for re-election.</p> <p>The first Board of Directors, with the exception of the General Manager, consists of the following:</p> <p>Fuad, Deputy for Rize, Fikret, M.D. Deputy for Ertuğrul, Kılıç Ali, Deputy for Gaziantep, İhsan, Deputy for Cebelibereket, Mahmud, Deputy for Siirt, Salih, Deputy for Yozgat, Rasim, Deputy for Sivas, Rahmi, Deputy for İzmir, Kınacı Zade Şakir, Deputy for Ankara.</p>
28	<p>Meetings of the Board of Directors</p> <p>The Board of Directors shall hold their meetings at least once a month at the address where the Head Office is located. The Board of Directors may also hold meetings in any other suitable place, provided that more than one-half of the Board members concur.</p> <p>The presence of more than one-half of the Board members is required for the validity of the meetings. Resolution shall be adopted by the majority of the members present; in the event of an equality of the votes, the matter shall be postponed until the subsequent meeting; should the votes again be equal, the proposal in question shall be considered as rejected.</p> <p>Minutes recording the proceedings and the names of the attending members shall be drawn up and transcribed into the Book of Resolutions of the Board of Directors and it shall be signed by the members present at the meeting. Dissenting members are bound to specify the motives of their dissent and to sign the Book.</p> <p>Should it be necessary to make full or partial copies of the minutes, they shall be required to carry the signature of the Chairman in order to be valid so far as third parties are concerned. Any member who is absent from the meetings of the Board for three consecutive months without a leave from the Board of Directors, shall be deemed to have resigned.</p>	<p>Meetings of the Board of Directors</p> <p>The Board of Directors shall hold their meetings at least once a month at the address where the Head Office is located. The Board of Directors may also hold meetings in any other suitable place, provided that more than one-half of the Board members concur. The meetings of Board of Directors may also be held electronically.</p> <p>Those entitled to attend the meetings of the Board of Directors may attend these meetings electronically in line with Article 1527 of Turkish Commercial Code. The Bank may set up an electronic meeting system, which allows those entitled to attend the meetings and vote electronically under the provisions of Communiqué on Electronic Meetings of Commercial Companies other than the General Assembly Meetings of Joint-Stock Companies by Electronic Means, or buy such systems developed for this purpose. At the meetings to be held, pursuant to this provision of the Articles of Incorporation, it shall be ensured that those entitled will be able to exercise their rights specified in the relevant legislation via the system established or the system to be purchased from support service providers as set out in the said Regulation.</p> <p>The presence of more than one-half of the Board members is required for the validity of the meetings. Resolution shall be adopted by the majority of the members present; in the event of an</p>

		<p>equality of the votes, the matter shall be postponed until the subsequent meeting; should the votes again be equal, the proposal in question shall be considered as rejected.</p> <p>Resolutions taken by the Board of Directors are transcribed into the Book of Resolutions of the Board of Directors in accordance with the legislation and it shall be signed by the members present at the meeting. Dissenting members are bound to specify the motives of their dissent and to sign the Book.</p> <p>Should it be necessary to make full or partial copies of the resolutions, they shall be required to carry the signature of the Chairman in order to be valid so far as third parties are concerned. Any member who is absent from the meetings of the Board for three consecutive months without a leave from the Board of Directors, shall be deemed to have resigned.</p>
62	<p>Consequences of Liquidation</p> <p>After the debts of the dissolved Corporation have been settled, and one year has elapsed since the third notice of dissolution, the amount to be paid to each share will be calculated by way of dividing the balance of assets into the total number of shares, by considering one Group (A) share as times 20 due to the reason that 20 Group (A) shares each with a nominal value of TL 500 (this amount is related to the period prior to the Law Regarding the Monetary Unit of the Turkish Republic Numbered 5083, on which the rate of change has not been applied) have been changed with 1 Group (A) share with a nominal value of 1 Kurus, thus by considering each Group (A) share as times 20.</p> <p>In other cases where ownership of shares should, of necessity, cease to exist, payments to be made to the shareholders shall be subject to the provisions of the first paragraph.</p>	<p>Consequences of Liquidation</p> <p>After the debts of the dissolved Corporation have been settled, and at least six months has elapsed since the third notice of dissolution, the amount to be paid to each share will be calculated by way of dividing the balance of assets into the total number of shares, by considering one Group (A) share as times 20 due to the reason that 20 Group (A) shares each with a nominal value of TL 500 (this amount is related to the period prior to the Law Regarding the Monetary Unit of the Turkish Republic Numbered 5083, on which the rate of change has not been applied) have been changed with 1 Group (A) share with a nominal value of 1 Kurus, thus by considering each Group (A) share as times 20.</p> <p>In other cases where ownership of shares should, of necessity, cease to exist, payments to be made to the shareholders shall be subject to the provisions of the first paragraph.</p>

T. IS BANKASI A.S. 2020 PROFIT DISTRIBUTION TABLE (TL)

1. Paid-in Capital		4,500,000,000.00
2. Legal Reserves (According to Legal Records)		4,673,488,547.29
Information on privileges distribution, if any, in the Articles of Incorporation		Group (A) and (B) shares, have priority rights in distribution of profits pursuant to Article 58 of our Articles of Incorporation.
		According to Legal Records
3.	Gross Profit *	8,861,813,576.59
4.	Taxes (-)	2,044,634,308.75
5.	Net Profit (=)	6,817,179,267.84
6.	Losses in the Previous Periods (-)	-
7.	Legal Reserves (-)	333,255,634.49
8.	NET DISTRIBUTABLE PROFIT (=)	6,483,923,633.35
9.	Donations Made During the Year (+)	
10.	Net Distributable Profit Including Donations	6,483,923,633.35
11.	First Dividend to Shareholders	
	-Cash	269,998,200.00
	-Bonus	-
	-Total	269,998,200.00
12.	Dividend Distributed to Owners of Privileged Shares **	5,198.33
13.	Dividend Distributed to Employees	134,323,785.29
14.	Dividend Distributed to Owners of Redeemed Shares ***	3,731.22
15.	Second Dividend to Shareholders	411,084,570.44
16.	Legal Reserves	59,041,548.53
17.	Third Dividend to Shareholders	-
18.	Legal Reserves	-
19.	Statutory Reserves	-
20.	Special Reserves ****	152,066,578.00
21.	EXTRAORDINARY RESERVES	5,457,400,021.54
22.	Other Items Proposed to be Distributed *	6,262,305.70

* The profit with an amount of 6,262,305.70 TL, covered by tax exemption, which is raised from the sales of some of Banks' real estates measured on the basis of revaluation method in accordance with "TAS 16 - Property, Plant and Equipment" and classified under prior years' profit, has also been added to distributable profit.

** Total amount of dividend distributed to owners of privileged shares at the end of the first and second distribution.

*** Dividend to founders' shares.

**** Total of the amount allocated for venture capital fund and the profit to be added to the capital from sale of real estate.

DIVIDEND RATIO TABLE						
	GROUP	TOTAL AMOUNT OF DIVIDEND (TL)		TOTAL AMOUNT OF DIVIDEND / NET DISTRIBUTABLE PROFIT	DIVIDEND PER SHARE WITH A NOMINAL VALUE OF THE TL 1	
		CASH (TL)	BONUS (TL)	RATIO (%) *	AMOUNT (TL)	RATIO (%)
GROSS **	A	279.25	-	10.50	0.2792500	27.92500
	B	4,919.08	-		0.1696234	16.96234
	C	681,082,770.44	-		0.1513527	15.13527
	Founders' Shares ***	3,731.22			1.5179902	
	TOTAL	681,091,699.99	-			
NET	A	237.36	-	8.93	0.2373625	23.73625
	B	4,181.21	-		0.1441798	14.41798
	C	578,920,354.87	-		0.1286497	12.86497
	Founders' Shares ***	3,171.54			1.2902916	
	TOTAL	578,927,944.98	-			

* The ratios are calculated for the total amount of dividend.

** Tax withholding shall not be deducted from the cash dividend payments made to unlimited liable taxpayer institutions and limited liable taxpayer institutions that has offices or permanent representatives in Turkey.

*** There are 2,458 founders' shares and the amount given in the above table is for 1 founders' share.

ADNAN BALI

Adnan Bali was born in İslahiye in 1962 and graduated from Middle East Technical University, Faculty of Economics and Administrative Sciences, Department of Economics. He joined İşbank as Assistant Inspector on the Board of Inspectors in 1986. He became Assistant Manager in the Treasury Department in 1994 and served as a Group Manager in the same department in 1997. He was appointed Head of the Treasury Department in 1998. Mr. Bali served as the Manager of the Şişli Branch in 2002 and the Manager of Galata Branch in 2004 and he was appointed Deputy Chief Executive on 30 May 2006.

He was appointed as the 16th Chief Executive Officer of İşbank on 1 April 2011. He has also been serving as the Chairman of the Credit Committee and the Sustainability Committee, and member of the Risk Committee.

Mr. Adnan Bali is the Chairman of Türkiye Şişe ve Cam Fabrikaları A.Ş. and İşbank Members Supplementary Pension Fund. He is member of the Board of Directors of Vehbi Koç Foundation and The Banks Association of Turkey, member of the Institute of International Finance (IIF) and Institut International d'Etudes Bancaires (IIEB). Mr. Bali is also member of the High Advisory Board of Darussafaka Society.