

INFORMATIVE DOCUMENT
(PREPARED AS PER THE CORPORATE GOVERNANCE COMMUNIQUE)

1. Shareholder Structure as of 29 February 2024

Shareholder	Privilege	Share amount and voting right
Türkiye İş Bankası A.Ş.	Unprivileged	27,384,344,350
	Privileged(*)	100,000,000
Anadolu Anonim Türk Sigorta Şirketi	Unprivileged	8,600,000,000
Milli Reasürans T.A.Ş.	Unprivileged	429,999,942
Publicly Held	Unprivileged	6,485,655,708
Total		43,000,000,000

(*) Out of 43,000,000,000 shares representing the capital in the amount of TRY 430,000,000, 100,000,000 are Class A and the remaining 42,900,000,000 are Class B shares. As at the date of balance sheet, all of Class A shares are held by the Company's shareholder, Türkiye İş Bankası A.Ş. (Isbank). Holders of Class A shares are not granted any privileges apart from the nomination of the Board of Directors. Seven members of the Board of Directors are elected by the General Assembly from amongst candidates nominated by Class A shareholders, and four from amongst those nominated by Class B shareholders. The Company's Articles of Association do not allow the issue of new Class A shares in Capital increases.

2. Information about the Changes in the Management and Activities Which Will Influence Our Company and Our Associate

Within the knowledge of Anadolu Hayat Emeklilik (Company) there is and will be no change in the management and activities which pertain to the Company and the Company's associate.

3. Information about the Requests of Shareholders for Inclusion of New Articles into the Agenda

Such a request has not been conveyed for the Ordinary General Assembly where the activities pertaining to the year 2023 will be discussed.

4. Information about the Changes in the Articles of Association That Will Take Place on the Agenda of the General Assembly

There is no change in the articles of association that will take place on the agenda of the Ordinary General Assembly for the year 2023.

5. Informing the General Assembly about the Appointment to the Board of Directors

At the Board of Directors meeting dated 31 March 2023, it has been resolved to appoint Mrs. Feray Demir to the Board Membership position, which became vacant due to resignation of Mrs. Ece Çeyrekli Akgüre, for the remaining office term of the Board of Directors in accordance with Anadolu Hayat Emeklilik Internal Directive, Clause 363 of the Turkish Commercial Code, Clause 10 of Articles of Association and to submit the aforementioned appointment to the approval of the first upcoming General Assembly to be held.

At the Board of Directors meeting dated 31 March 2023, Board has decided to elect Mrs. Feray Demir as the Vice Chairman after redistributing the tasks among themselves.

At the Board of Directors meeting held on 24 August 2023, It has been resolved to accept the resignation of the Board Member Mr. Murat Bolat, and to revoke his first degree signature authority.

At the Board of Directors meeting dated 16 October 2023, It has been resolved to appoint Mr. Ahmet Erol to the independent member position of the Board of Directors for the remaining office term of the Board in accordance with Anadolu Hayat Emeklilik Internal Directive, Clause 363 of the Turkish Commercial Code, Clause 10 of Articles of Association and to submit the aforementioned appointment to the approval of the first upcoming General Assembly to be held.

6. Background of the Independent Board Member Nominees

M. Elif Germirli Director (Independent)

M. Elif Germirli graduated from the Chemical Engineering Department of Boğaziçi University in 1990 and received her MBA in finance from Columbia University in the USA. She has held various positions in a number of departments at Citibank İstanbul including the capital markets and corporate finance departments until 2000. After working as a Director in the Global Securitized Markets at Citigroup in London between 2000 and 2007, the last position Elif Germirli held with the Citigroup was as a Director of Real Estate Finance for CEEMEA region. From 2008 to 2018, she worked for Tahincioğlu Holding as a Deputy Managing Director, CFO, and CEO respectively. Elif Germirli worked as an Auditor at the Council of Shopping Centers-Turkey and as a Board Member at Germirli Turizm ve Ticaret A.Ş. Elif Germirli has been elected as a Board Director of Anadolu Hayat Emeklilik on 21 March 2019.

Prof. Dr. Ahmet Erol Director (Independent)

Ahmet Erol graduated from Marmara University, Faculty of Economics and Administrative Sciences, Department of Business Administration with bachelor's degree on International Economic Relations and started his professional career in 1986 as an assistant auditor at Republic of Türkiye Ministry of Finance Board of Auditors. He became finance auditor in 1989 and he was assigned to the United States by the Republic of Türkiye Ministry of Finance between 1993 and 1994 to conduct examinations and research on "Audit of Budget Expenditures in the United States". While he was in the United States, he gave a conference on "State and Control" at the University of Michigan. He was appointed as chief auditor to the Ministry of Finance in 1997. Between 1998 and 2001, he worked as a deputy manager at the Revenue Office of the Ministry of Treasury and Finance in Istanbul. He was appointed as assistant general manager at the General Directorate of the Mint and Stamp Printing House Prime Ministry Undersecretariat of Treasury in 2001. In 2004, he was appointed as proxy General Manager in the same institution. Mr. Erol left his position 3 months later and was appointed as chief finance auditor in 2004. He retired from the Ministry of Treasury and Finance in 2020. In addition to his professional career, he has been working as a lecturer at Kadir Has University, since its establishment (1997), Faculty of Economics and Administrative Sciences and Faculty of Law. Ahmet Erol gives lectures related to Turkish tax system, tax law, tax disputes and tax judiciary. Furthermore, Mr. Erol instructs Turkish Tax System courses in the master's and doctoral programs at Özyeğin University Faculty of Law. Between 2006 and 2011, he taught public finance and tax law at Yeditepe University Faculty of Law and Turkish tax system and tax law in the Public Law master's program at Özyeğin University Faculty of Law. Ahmet Erol received his Doctorate degree (PhD) in 2002 and became an associate professor of Finance (Financial Law) in 2005, was appointed as a professor of financial law at Istanbul Beykent University Faculty of Law in 2020 and continues to hold this position. Ahmet Erol was elected as a Board Member of Anadolu Hayat Emeklilik on October 16, 2023.

Prof. Dr. Nadir EROĐLU
Director (Independent)

Erođlu, a graduate of the Faculty of Economics and Administrative Sciences at Marmara University, earned his master's degree in 1992 and his doctorate degree in 1997 from the Department of Economic Policy within the Social Sciences Institute of the same university. He became Assistant Professor in 2001 and Associate Professor in 2006, respectively, in the Department of Economics of the Faculty of Economics and Administrative Sciences at the same university. Between the years 2007 and 2010, he held the position of Head of the Capital Markets and Stock Exchange Department at the Marmara University Banking and Insurance Institute. Nadir Erođlu, who became a Professor at Marmara University in 2011, served as a Member of the Board of Directors and Faculty Board at the Faculty of Economics between 2011 and 2015. Erođlu, who served as Deputy Director of the Marmara University Banking and Insurance Institute from 2012 to 2015 and Head of the Banking Department from 2014 to 2015, has several published scientific books and articles.

Salim Can KARAŐIKLI
Director (Independent)

KarakıŐılı obtained his bachelor's degree from the Faculty of Business Administration at Bođaziçi University. From 1989 to 2005, he worked for Emek Sigorta, Aktif Finans Faktoring, Ekspres Faktoring, Toprak Leasing, Toprak Sigorta, Toprak Hayat Sigorta, and Toprak Yatırım Bankası (named C Bank and lastly Bank Pozitif). The positions he held in these institutions were, respectively, Analyst, Credit Risk Monitoring Director, Operations and Loans Manager, Deputy General Manager of Operations and Loans, General Manager, Board Member, and Chairman of the Board. He instructed finance in the MBA program at Bilgi University from 2004 to 2018. Since 2005, KaraŐıklı has been serving as an independent board member and consultant for various companies and has published two books.