

**INFORMATION CONCERNING THE BANK'S BoD**

<b>Table 1</b>					
<b>BOARD OF DIRECTORS</b>					
<b>Name and Surname</b>	<b>Position</b>	<b>Education Status</b>	<b>Terms of Duty</b>	<b>Current Term</b>	<b>Professional Experience in Banking and Business Administration</b>
Housseem Ben Haj Amor	Chairman of the BoD	Undergraduate	2020-2023	2.	19
			2023-Continuing		
Dr. Bekir Pakdemirli	Deputy Chairman of the BoD (Independent)	PhD	2016-2017	2.	27
			2017-2018		
			2023-Continuing		
Mustafa Büyükbacı	Board Member	Master's Degree	2017-2020	3.	28
			2020-2023		
			2023-Continuing		
Dr. Mohamed Ali Chatti	Board Member (Independent)	PhD	2019-2020	2.	14
			2020-2023		
			2023-Continuing		
Ghassan Ahmed M. Amodi	Board Member (Independent)	Undergraduate	2020-2023	2.	30
			2023-Continuing		
Azhar Aziz Dogar	Board Member	Master's Degree	2022-2023	1.	30
			2023-Continuing		
Akram "Mark" Yassin	Board Member (Independent)	Master's Degree	2020-2023	2.	37
			2023-Continuing		
Khaled Abdulla M. Ateeq	Board Member	PhD	2017-2020	2.	26
			2023-Continuing		
Malek Khodr Temsah	Board Member/General Manager	Master's Degree	Doğal Üye		21
			13.10.2021 (Deputy General Manager)		
			07.08.2022 (General Manager)- Continuing		

*\*Terms of duty undertaken as a result of cooptation are not considered in the calculation of the period.*

**SOME ADDITIONAL DISCLOSURES REGARDING GOVERNANCE IN THE BANK**

**Table 2**

CSR STRATEGY	Subject/Question	Compliance Status			Descriptions
		Yes	No	Partially	
UNPRI Signatory	Has the company signed the United Nation Principles for Responsible Investment (UNPRI)?		X		Albaraka Turk is not a signatory of UNPRI.
SDG 14 LIFE BELOW WATER	Does the company support the UN Sustainable Development Goal 14 (SDG 14) Life Below Water?		X		

BOARD STRUCTURE AND COMMITTEE	Subject/Question	Compliance Status			Descriptions
		Yes	No	Partially	
EXTERNAL CONSULTANTS	Do the board or board committees have the authority to hire external advisers or consultants without management's approval?	X			In most of our Committee charters this issue is addressed. Corporate Governance and Sustainability Committee b. Composition of the Committee The Committee may benefit from the opinions of independent experts on the issues it needs regarding its activities. In this case, the cost of consultancy services required by the Committee shall be covered by the Bank. All kinds of resources and support required for the Committee to fulfill its duties are provided by the Board of Directors. Page 130: (as an example) <a href="https://www.albaraka.com.tr/documents/hakkimizda/surdurulebilirlik/pdf/2022-integrated-annual-report-new.pdf">https://www.albaraka.com.tr/documents/hakkimizda/surdurulebilirlik/pdf/2022-integrated-annual-report-new.pdf</a>
POLICY BOARD SIZE	Does the company have a policy regarding the size of its board?	X			Number and Qualifications of the Members of The Board of Directors Article 14: (1) The Board of Directors shall consist of minimum 5 and maximum 13 members including the General Manager. General Manager, in case of absence of the General Manager, Deputy General Manager, is a natural member of the Board of Directors. (2) The Board of Directors shall consist of such members having the qualifications as indicated in the Banking Law, Turkish Commercial Code, Capital Market Law and other relevant legislations.

BOARD STRUCTURE AND COMMITTEE	Subject/Question	Compliance Status			Descriptions
		Yes	No	Partially	
					(3) Number and qualifications of independent members of the Board of Directors shall be determined in accordance with the principles of corporate governance declared by the Capital Markets Board. Page 6: <a href="https://www.albaraka.com.tr/documents/investor-relations/corporate-information/albaraka-turk-participation-bank-articles-of-incorporation-.pdf">https://www.albaraka.com.tr/documents/investor-relations/corporate-information/albaraka-turk-participation-bank-articles-of-incorporation-.pdf</a>
POLICY BOARD INDEPENDENCE	Does the company have a policy regarding the independence of its board?	X			Page 128: Declaration of Independence <a href="https://www.albaraka.com.tr/documents/hakkimizda/surdurulebilirlik/pdf/2022-integrated-annual-report-new.pdf">https://www.albaraka.com.tr/documents/hakkimizda/surdurulebilirlik/pdf/2022-integrated-annual-report-new.pdf</a> "d) Being deemed to have settled in Turkey according to the Income Tax Law (Income Tax Law (Income Tax Law) No. 193 dated 31/12/1960" is required as an independence criteria for BoD members.  In accordance with the Corporate Governance Communiqué (II-17.1), it is sufficient for at least half of the independent members to meet the independence criterion written above."
POLICY BOARD DIVERSITY	Does the company have a policy regarding the gender diversity of its board?		X		-
POLICY BOARD EXPERIENCE	Does the company have a policy regarding the adequate experience on its board?		X		There is no specific charter for this specific issue.
INTERNAL AUDIT DEPARTMENT REPORTING	Does the internal audit department report to the audit committee of the board?	X			Assessment of Internal Control, Internal Audit and Risk Management Systems by the Audit Committee Page 150: <a href="https://www.albaraka.com.tr/documents/hakkimizda/surdurulebilirlik/pdf/2022-integrated-annual-report-new.pdf">https://www.albaraka.com.tr/documents/hakkimizda/surdurulebilirlik/pdf/2022-integrated-annual-report-new.pdf</a>
BOARD MEMBER MEMBERSHIP LIMITS	The maximum number of years a board member can be on the board as stipulated by the company.		X		There is no specific term limit, we shared the terms of the members in the above table (Table 1)
BOARD MEMBER TERM DURATION	The smallest interval of years in which the board members are subject to re-election.	X			Term of the directors is totally up to the shareholders' discretion. Yet, the max. single term is 3 years. Neither the legislation of our country nor the Bank's internal regulations specify the shortest period during which board members are subject to re-election, and board members may serve for a maximum of 3 years in one term.

BOARD STRUCTURE AND COMMITTEE	Subject/Question	Compliance Status			Descriptions													
		Yes	No	Partially														
BOARD MEMBER LT COMPENSATION INCENTIVES	The maximum time horizon of the board member's targets to reach full compensation.		X		We have no response for this item.													
BOARD STRUCTURE TYPE	The company has a unitary board structure, a classical two-tier board structure with a supervisory board or a mixed two-tiered board structure with a board of directors and a supervisory board.		X		The Bank has a single board of directors consisting of executive and non-executive board members. There is no separate audit committee; the audit committee reports to the board of directors.													
TOTAL COMPENSATION - DIRECTORS	The total compensation of non-executive board members (if total aggregate is reported by the company).	1,000,000 USD			ALBARAKA TÜRK PARTICIPATION BANK INC MINUTES OF THE 2021 ORDINARY GENERAL ASSEMBLY MEETING HELD ON 16/05/2022 Eighth Item of the Agenda: Thus, the motion of the shareholder Mr. Nezh DOLMACI was accepted, and the Board of Directors was authorized to pay all Members of the Board of Directors the attendance fee, provided that it does not exceed the Turkish Lira equivalent of a maximum net amount of 1,000,000 USD (One Million US Dollars) annually, to determine the amount and procedures and principles of the remuneration to be paid to each member of the board of directors by the Board of Directors upon the proposal of the Remuneration Committee, taking into account such matters as attending board meetings, taking part in committees, and assignment on certain issues.													
COMMITTEE MEETINGS ATTENDANCE AVERAGE	The average overall attendance percentage of board committee meetings as reported by the company.	%95			<table border="1"> <tr> <td>Audit Committee</td> <td>100%</td> </tr> <tr> <td>Credit Committee</td> <td>100%</td> </tr> <tr> <td>Corporate Governance and Sustainability Committee</td> <td>75%</td> </tr> <tr> <td>Information Technologies Governance Committee</td> <td>100%</td> </tr> <tr> <td>Advisory Committee</td> <td>100%</td> </tr> <tr> <td colspan="2" style="text-align: right;">Average:</td> <td>95%</td> </tr> </table>	Audit Committee	100%	Credit Committee	100%	Corporate Governance and Sustainability Committee	75%	Information Technologies Governance Committee	100%	Advisory Committee	100%	Average:		95%
Audit Committee	100%																	
Credit Committee	100%																	
Corporate Governance and Sustainability Committee	75%																	
Information Technologies Governance Committee	100%																	
Advisory Committee	100%																	
Average:		95%																
NON-EXECUTIVE BOARD MEMBERS	Percentage of non-executive board members.	-			11%													
INDEPENDENT BOARD MEMBERS	Percentage of independent board members.	66%			66% For the related independence criteria, see Corporate Governance Communiqué (II-17.1) <a href="https://www.mevzuat.gov.tr/File/GeneratePdf?mevzuatNo=19225&amp;mevzuatTur=Teblig&amp;mevzuatTertip=5">https://www.mevzuat.gov.tr/File/GeneratePdf?mevzuatNo=19225&amp;mevzuatTur=Teblig&amp;mevzuatTertip=5</a>													

BOARD STRUCTURE AND COMMITTEE	Subject/Question	Compliance Status			Descriptions
		Yes	No	Partially	
ETHNIC MINORITIES BOARD PERCENTAGE	Percentage of board members classified under minority groups.		-		There is no minority group or this kind of classification in our Board.

MANAGEMENT	Subject/Question	Compliance Status			Descriptions
POLICY EXECUTIVE COMPENSATION ESG PERFORMANCE	Does the company have an extra-financial performance oriented compensation policy?		X		
POLICY EXECUTIVE RETENTION	Does the company have a general, all-purpose policy regarding compensation to attract and retain executives?		X		
COMPENSATION IMPROVEMENT TOOLS	Does the company have the necessary internal improvement and information tools for the board members to develop appropriate compensation/remuneration to attract and retain key executives?		X		

MANAGEMENT	Subject/Question	Compliance Status			Descriptions
SHAREHOLDERS APPROVAL STOCK COMPENSATION PLAN	Does the company require that shareholder approval is obtained prior to the adoption of any stock based compensation plans?		X		
SUCCESSION PLAN	Does the company have a succession plan for executive management (key board members) in the event of unforeseen circumstances?			X	Our Bank has a succession plan approved by the Board of Directors for the General Manager and Assistant General Managers in case of unforeseen circumstances.
CEO COMPENSATION LINK TO TSR	Is the CEO's compensation linked to total shareholder return (TSR)?		X		

SHAREHOLDERS	Subject/Question	Compliance Status			Descriptions
POLICY SHAREHOLDER ENGAGEMENT	Does the company have a policy to facilitate shareholder engagement, resolutions or proposals?		X		In these matters, the Bank acts per the relevant provisions of the Turkish Commercial Code No. 6102 and Capital Markets Law No. 6362.
POLICY EQUAL VOTING RIGHT	Does the company have a policy to apply the one-share, one-vote principle?		X		
DIFFERENT VOTING RIGHT SHARE	Does the company have shares with different voting right?		X		
DIRECTOR ELECTION MAJORITY REQUIREMENT	Are the company's board members generally elected with a majority vote?	X			
SHAREHOLDERS VOTE ON EXECUTIVE PAY	Do the company's shareholders have the right to vote on executive compensation?	X			

SHAREHOLDERS	Subject/Question	Compliance Status			Descriptions
PUBLIC AVAILABILITY CORPORATE STATUTES	Are the company's articles of association, statutes or bylaws publicly available?	X			
VETO POWER OR GOLDEN SHARE	Does the biggest owner (by voting power) hold the veto power or own golden shares?		X		
STATE OWNED ENTERPRISE SOE	Is the company a State Owned Enterprise (SOE)?		X		-

ANTI-TAKEOVER DEVICES	Subject/Question	Compliance Status			Descriptions
STAGGERED BOARD STRUCTURE	Does the company have a staggered board structure?		X		
SUPERMAJORITY VOTE REQUIREMENT	Does the company have a supermajority vote requirement or qualified majority (for amendments of charters and bylaws or lock-in provisions)?	X			For detailed information, see Albaraka Türk Participation Bank's Articles of Association <a href="https://www.albaraka.com.tr/documents/investor-relations/corporate-information/albaraka-turk-participation-bank-articles-of-incorporation-.pdf">https://www.albaraka.com.tr/documents/investor-relations/corporate-information/albaraka-turk-participation-bank-articles-of-incorporation-.pdf</a>
LIMITED SHAREHOLDER RIGHTS TO CALL MEETINGS	Has the company limited the rights of shareholders to call special meetings?		X		The Bank's internal regulations do not contain any restrictions on these matters, and the Bank acts per the relevant provisions of the Turkish Commercial Code No. 6102.
ELIMINATION OF CUMULATIVE VOTING RIGHTS	Has the company reduced or eliminated cumulative voting in regard to the election of board members?		X		Our Bank does not adopt cumulative voting principle.
LIMITATIONS ON REMOVAL OF DIRECTORS	Are there limitations on the shareholders' right to remove board members (ie, only for cause, supermajority vote required, etc.)?		X		The Bank's internal regulations do not contain any restrictions on these matters, and the Bank acts per the relevant provisions of the Turkish Commercial Code No. 6102.

ANTI-TAKEOVER DEVICES	Subject/Question	Compliance Status		Descriptions
UNLIMITED AUTHORIZED CAPITAL OR BLANK CHECK	Does the company have unlimited authorized capital or a blank check?		X	For information on the registered capital cap applied in our Bank, please see. Albaraka Türk Participation Bank Articles of Association: <a href="https://www.albaraka.com.tr/documents/investor-relations/corporate-information/albaraka-turk-participation-bank-articles-of-incorporation-.pdf">https://www.albaraka.com.tr/documents/investor-relations/corporate-information/albaraka-turk-participation-bank-articles-of-incorporation-.pdf</a>
CLASSIFIED BOARD STRUCTURE	Does the company have a classified board structure?		X	All members of the Board of Directors (except the General Manager, who is a natural member) were elected as members at the general assembly meeting held on March 27, 2023.