

**INFORMATION DOCUMENT FOR THE ORDINARY GENERAL SHAREHOLDERS' MEETING  
TO BE HELD ON MARCH 27, 2024**

The Annual General Meeting of Albaraka Türk Participation Bank will be held on **March 27, 2024** at **10:00 am** in the **Company Headquarters** located at **İnkılap Mah. Dr. Adnan Büyükdenez Cad. Albaraka Türk Sitesi 1. Blok No: 6 İç Kapı No: 1 34768, Ümraniye/İstanbul**, in order to discuss and resolve the items on the agenda.

It is also possible for our shareholders to attend our meeting electronically, and those who will follow the meeting through the e-General Assembly application must declare their participation through the Central Registry Agency e-Investor: Investor Information Center. Shareholders who are not registered on the stakeholders list will not be able to attend the General Assembly and exercise their speaking and voting rights during the meeting. All of our bank's shares have been dematerialized by the Central Registry Agency.

Our shareholders may attend the meeting physically or by proxy. A sample power of proxy for our shareholders who wish to represent themselves by proxy at the meeting is attached to our letter. In addition, they are required to submit a notarized or certified signature declaration as an attachment. Media and interest holders are invited to the meeting.

The Balance Sheet, Income Statement, Integrated Annual Report, Auditor's Report and Independent Audit Report for our company's 2023 fiscal year will be available to our shareholders at the Company Center at least 21 days before the meeting date.

In addition, the procedures for attending the General Assembly meeting, the General Assembly information document, and the proxy form, along with the aforementioned documents, will be available on the "Investor Relations" section of our company's website, [www.albaraka.com.tr](http://www.albaraka.com.tr).

Our shareholders who want to attend the meeting electronically are required to complete the necessary procedures in accordance with the "Regulation on Electronic General Assembly Meetings of Joint Stock Companies" published in the Official Gazette No. 28395 on August 28, 2012. Detailed information about the Electronic General Assembly System (EGAS) can be accessed from the website [www.mkk.com.tr](http://www.mkk.com.tr).

The items on the agenda of the General Assembly meeting will be voted on by a show of hands using an open ballot method.

We kindly request our esteemed shareholders to attend the meeting at the specified date and time.

Yours Respectfully,

## PROXY STATEMENT

### ALBARAKA TURK PARTICIPATION BANK INC.

#### TO THE PRESIDENCY OF THE GENERAL ASSEMBLY ISTANBUL

I hereby appoint ..... as a proxy to represent me at the ordinary general assembly meeting of Albaraka Turk Participation Bank A.S. to be held on **March 27, 2024**, at **10:00 am** at the Company Headquarters located at İnkılap Mahallesi, Dr. Adnan Büyükdeniz Caddesi Albaraka Türk Sitesi 1.Blok No:6 İç Kapı No:1, 34768 Ümraniye/İstanbul, with the authority to vote, make proposals, sign necessary documents in accordance with the views I have stated below.

#### A.SCOPE OF POWER OF REPRESENTATION:

- ( ) (a) The proxy is authorized to vote in line with his/her own opinion for all agenda items.
- ( ) (b) The proxy is authorized to vote for the agenda items in accordance with the instructions below.  
Instructions (special instructions are written)
- ( ) (c) The proxy is authorized to vote in line with the recommendations of the company management.
- ( ) (d) In other matters that may arise at the meeting, the proxy is authorized to vote in accordance with the instructions below. (If there are no instructions, the proxy shall vote freely)  
Instructions (special instructions are written)

#### B. THE SHARE CERTIFICATE OWNED BY THE SHAREHOLDER

- (a) Order and series :  
(b) Number :  
(c) Pcs- Nominal value :  
(d) Voting privileges : None  
(e) Bearer - Registered : Registered

#### SHAREHOLDER'S:

- NAME, SURNAME or TITLE :  
SIGNATURE :  
ADDRESS :

NOTE: 1. In section (A), one of the options specified as (a), (b), or (c) is selected, and an explanation is provided for options (b) and (d).

2. The voter who wants to grant a power of representation has to fill out the power of representation form and have their signature authenticated by a notary public or attach a notarized signature circular to the power of representation form bearing their own signature.

**ANNOUNCEMENT REGARDING THE AGENDA OF THE ORDINARY GENERAL ASSEMBLY MEETING OF SHAREHOLDERS ON 27.03.2024**

**1. Opening and Formation of the Meeting Presidency.**

*In accordance with Article 41 of our Articles of Association, the Chairman of the Board of Directors shall preside over the General Assembly meeting. In his/her absence, the Vice Chairman shall preside, and in the absence of the Vice Chairman, any member of the Board of Directors may perform this duty. The Chairperson shall form the Presidency structure by appointing the secretary and the ballot counting officers with sufficient number of votes. Expert individuals may also be assigned by the meeting chairman to perform technical operations on the Electronic General Assembly System during the meeting.*

**2. Authorization of the Meeting Presidency for the signing of the General Assembly meeting minutes.**

*In accordance with the provisions of the Turkish Commercial Code and the Regulation of the Ministry of Trade, the General Assembly will authorize the Presidency Council to record the decisions taken at the General Assembly in the minutes.*

**3. Reading and discussion of the annual activity report for the fiscal year 2023, prepared by the Board of Directors.**

*The Board of Directors' Activity Report for the period from 01.01.2023 to 31.12.2023, prepared in accordance with the provisions of the Turkish Commercial Code and the Customs and Trade Ministry Regulation, will be read, discussed, and presented for approval at the General Assembly (the aforementioned document can be accessed from our Bank's Headquarters, Public Disclosure Platform ([www.kap.gov.tr](http://www.kap.gov.tr)) or our website [www.albarakaturk.com.tr](http://www.albarakaturk.com.tr)).*

**4. Reading/discussion of auditors' reports.**

*The Auditor's Report for the period from 01.01.2023 to 31.12.2023, prepared in accordance with the provisions of the Turkish Commercial Code and the Customs and Trade Ministry Regulation, will be read, discussed, and presented for approval at the General Assembly (the aforementioned document can be accessed from our Bank's Headquarters, Public Disclosure Platform ([www.kap.gov.tr](http://www.kap.gov.tr)) or our website [www.albaraka.com.tr](http://www.albaraka.com.tr)).*

**5. Reading, discussion and approval of the financial statements.**

*The Financial Statements for the period from 01.01.2023 to 31.12.2023, prepared in accordance with the provisions of the Turkish Commercial Code and the Customs and Trade Ministry Regulation, will be read, discussed, and presented for approval at the General Assembly (the aforementioned documents can be accessed from our Bank's Headquarters, Public Disclosure Platform ([www.kap.gov.tr](http://www.kap.gov.tr)) or our website [www.albaraka.com.tr](http://www.albaraka.com.tr)).*

**6. Acquitting the members of the Board of Directors.**

*In accordance with the provisions of the Turkish Commercial Code and the Ministry of Trade Regulation, the release of the General Assembly will be sought for the discharge of the members of the Board of Directors for their activities and transactions in 2023.*

7. The proposal of the Board of Directors regarding the use and distribution of profit will be discussed, and the method of using the profit, distribution, and the ratio of profit shares will be determined.

*The Board of Directors' proposal regarding the distribution of the profit generated during the 2023 fiscal year, formed within the framework of Article 47 of the Articles of Association concerning profit distribution, will be submitted for approval to the General Assembly.*

8. Determination of payments to be made to the members of the Board of Directors.

*In accordance with the provisions of the Turkish Commercial Code and the regulations, as well as the principles set forth in our Articles of Association, the remuneration and payments to be made to the members of the Board of Directors, including the Chairman, will be determined by our shareholders.*

9. The selection of the auditor.

*The selection of the relevant auditing firm for the audit of our bank for the year 2023 will be submitted for approval to the General Assembly.*

10. Due to the decision of Ümraniye Municipality to include Saray Neighborhood, where our Bank Headquarters is located, into İnkılâp Neighborhood, discussing and deciding on the proposal of the Board of Directors regarding the amendment of our Bank's Articles of Association's 1st paragraph of Article 5 titled "Headquarters and Branches", to align our Headquarters' address stated in our Articles of Association with the current circumstance.

OLD TEXT	NEW TEXT
<p><b>Head Office and Branches</b></p> <p><b>Article 7:</b></p> <p>(1) The Head Office of the Bank is located in the Ümraniye district of Istanbul city. Its address is registered in Istanbul, at Saray Mah. Dr. Adnan Büyükdeniz Street, No:6, 34768 Ümraniye.</p> <p>(2) If the registered address changes, the new address shall be registered and announced via Turkish Trade Registry Gazette, be notified to the Ministry of Customs and Trade, and Capital Markets Board. Failure of the Bank in registering and announcing its new address in time when it moves from the address already registered and announced, shall constitute a reason for dissolution.</p> <p>(3) Based on the resolution of the Board of Directors and within the framework of relevant legislation, the Bank may open or close such units as branches, offices, agents, or establish correspondent units or terminate correspondent banking relationships, either in Turkey or abroad. All such transactions shall be announced to the public pursuant to the provisions of the Capital Market Legislations.</p>	<p><b>Head Office and Branches</b></p> <p><b>Article 7:</b></p> <p>(1) The Head Office of the Bank is located in the Ümraniye district of Istanbul city. Its address is registered at İnkılâp Mah. Dr. Adnan Büyükdeniz Cad. Albaraka Türk Sitesi 1. Blok No: 6 İç Kapı No: 1 Ümraniye/İstanbul.</p> <p>(2) If the registered address changes, the new address shall be registered and announced via Turkish Trade Registry Gazette, be notified to the Ministry of Customs and Trade, and Capital Markets Board. Failure of the Bank in registering and announcing its new address in time when it moves from the address already registered and announced, shall constitute a reason for dissolution.</p> <p>(3) Based on the resolution of the Board of Directors and within the framework of relevant legislation, the Bank may open or close such units as branches, offices, agents, or establish correspondent units or terminate correspondent banking relationships, either in Turkey or abroad. All such transactions shall be announced to the public pursuant to the provisions of the Capital Market Legislations.</p>

11. Informing the General Assembly about the transactions carried out in 2023 regarding the buyback of shares within the framework of the share buyback program

*Within the framework of the share buyback program; the transactions were announced on the KAP page: ([www.kap.gov.tr](http://www.kap.gov.tr))*

12. The authorization of the Board of Directors to distribute profits to the participants of the participation accounts in periods where losses arise regarding the participation accounts in accordance with the 10th paragraph of Article 6 of the Regulation on the Principles and Procedures for the Acceptance, Withdrawal, and Time-Lapsed Deposits, Participation Funds, Trusts, and Receivables.

*As per Article 6/10 of the Regulation on the Principles and Procedures for the Acceptance, Withdrawal, and Time-Lapsed Deposits, Participation Funds, Trusts, and Receivables, the authorization of the Board of Directors of the Participation Bank through an ordinary general assembly resolution is required. Therefore, this article has been submitted to the General Assembly for approval as an agenda item.*

13. Approval of reflecting the portion of the reserves allocated by our bank to the participation accounts into expense accounts in accordance with the second paragraph of Article 19 of the Regulation on the Classification of Loans and the Reserves to be Set Aside for These.

*The matter of reflecting the portion of the reserves allocated by our bank to the participation accounts into expense accounts in accordance with the second paragraph of Article 19 of the Regulation on the Classification of Loans and the Reserves to be Set Aside for Them, is submitted to the approval of the General Assembly.*

14. Granting permission to the members of the Board of Directors in accordance with Article 395 and 396 of the Turkish Commercial Code.

*The matter of granting permission to the members of the Board of Directors to carry out the transactions listed under Article 395 titled "Prohibition of Transactions with the Company, Prohibition of Borrowing from the Company" and Article 396 titled "Non-Competition" of the Turkish Commercial Code is submitted to the approval of the General Assembly.*

15. Informing the General Assembly in compliance with the provision 1.3.6. of the Corporate Governance Principles of the Capital Markets Board.

*In accordance with the relevant Corporate Governance Principle, our shareholders will be informed if there are any significant transactions that may cause conflicts of interest during the year 2023.*

16. Providing information to the General Assembly regarding the donations made by the bank in the year 2023.

*The agenda item aims to inform the General Assembly about the donations made by our company in the year 2023 in compliance with Article 71b of the Capital Markets Board's Serial No:IV No:27 regulation. (The relevant document can be accessed on our bank's website [www.albaraka.com.tr](http://www.albaraka.com.tr)).*

17. Remarks and requests.