

ALBARAKA TURK PARTICIPATION BANK INC.

PARTICIPATION PROCEDURE AT AN ORDINARY GENERAL ASSEMBLY MEETING

MEETING TIME: In accordance with Article 34 of our Articles of Association, "Ordinary General Assembly meetings shall be held at least once a year within three months following the end of each fiscal year." Accordingly, the Ordinary General Assembly Meeting will be held on **March 27, 2023**, at **10:00 am**.

MEETING PLACE: In accordance with Article 33 of our Articles of Association, "The General Assembly shall normally convene at the Bank's headquarters address." In accordance with the provision of "Meetings may be held at a location within or outside the administrative boundaries of the municipality where the Bank's headquarters is located, or abroad, by decision of the Board of Directors," the 2022 Ordinary General Assembly Meeting will be held at the Company Headquarters located at **Saray Mahallesi, Dr. Adnan Büyükdeniz Caddesi No:6 34768 Ümraniye/Istanbul**.

INVITATION OF THE MEETINGS: The time of General Assembly meetings is determined in Article 34 of our Articles of Association, and the agenda is announced upon invitation in accordance with the provisions of the Capital Markets Board (CMB) and the Turkish Commercial Code, as specified in Article 37 of our Articles of Association. The invitation includes the matters that are required to be announced in accordance with the Corporate Governance Principles of the Capital Markets Board.

PARTICIPATION IN THE MEETING: It is also possible for our partners 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. Partners 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 are registered with the Central Securities Depository.

Non-stock exchange listed shareholders or their representatives will be given an Entry Card at the meeting venue on the day of the meeting. The list of attendants at the General Assembly Meeting must be ready at least 5 minutes before the start time of the General Assembly Meeting. Our Shareholders are kindly requested to be at the meeting venue before the relevant deadline in order to be included in the list prepared through the e-general assembly system. Media and stakeholders are invited to attend our meeting.

Our partners 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.

MEETING NOTICE: In accordance with Article 51 of our Articles of Association, "Announcements pertaining to the Bank shall be made in compliance with Article 35 of the Turkish Commercial Code, the Banking Law, and the Capital Markets Regulations."

Furthermore, in accordance with the regulations of the Capital Markets Board and Corporate Governance Principles, announcements regarding the General Assembly Meeting will be published at least three weeks before the meeting date in the Turkey edition of at least one daily newspaper, through a public disclosure statement on the Public Disclosure Platform, and on the Investor Relations section of our Bank's website, www.albaraka.com.tr, and will remain available outside of the specified period.

QUORUM FOR THE MEETING: According to Article 40 of the Bank's Articles of Association, "The General Assembly shall convene with the presence of shareholders or their representatives who own at least one-fourth of the Bank's capital, unless a heavier quorum is stipulated in the Turkish Commercial Code, relevant legislation, or the Articles of Association." It is essential that this quorum is maintained throughout the meeting. In the event that the quorum stipulated in the first paragraph is not met at the first meeting, at the second meeting to be held, shareholders or their representatives who are present, regardless of the amount of capital they represent, are authorized to negotiate and make decisions, unless a heavier quorum is stipulated in the Turkish Commercial Code, relevant legislation, or the Articles of Association.

QUORUM FOR DECISIONS: According to Article 40 of the Bank's Articles of Association, "Decisions in the General Assembly are taken by a majority of the affirmative votes of the shareholders or their representatives

present at the meeting, unless a heavier quorum is stipulated in the Turkish Commercial Code, relevant legislation, or the Articles of Association."

VOTING RIGHTS AND VOTING PROCEDURE: According to Article 42 of our Articles of Association, "Each share is entitled to one vote in the General Assembly." Shareholders, their spouses, their descendants and ascendants, or any partnership in which they are a partner, or any capital company under their control, cannot cast their votes in matters related to personal business or transactions between themselves and the Bank, or in any negotiations related to a legal proceeding or arbitration. The members of the Board of Directors and authorized signatories in charge of management may not exercise their voting rights arising from their own shares in the resolutions regarding the release of the members of the Board of Directors.

However, the aforementioned persons may represent the voting rights of other shareholders who are not members of the Board of Directors. Voting in the General Assembly is conducted in accordance with the provisions and procedures stipulated in the Capital Markets Regulations, Turkish Commercial Code, Articles of Association, and the Internal Directive on the Working Principles and Procedures of the General Assembly. In addition, voting can also be carried out through the Electronic General Assembly System (EGAS).

PARTICIPATION BY PROXY: Each shareholder has the right to attend General Assembly meetings either in person or by appointing another shareholder or a third party who is not a shareholder as a proxy, in accordance with the Capital Markets regulations, Banking Law, and Turkish Commercial Code. Appointment of such a proxy will only be deemed valid if it is in the form of a written special power of representation.

Our shareholders who will be represented by proxy at the meeting are required to prepare the proxy form according to the sample below and submit it to the Notary Public in accordance with the provisions of the relevant legislation, especially the capital markets legislation.

Yours respectfully,

BOARD OF DIRECTORS

PROXY STATEMENT

ALBARAKA TURK PARTICIPATION BANK INC. TO
THE PRESIDENCY OF THE GENERAL ASSEMBLY
ISTANBUL

I hereby appoint a proxy to represent me at the ordinary general assembly meeting of Albaraka Turk Participation Bank A.S. to be held on **March 27, 2023**, at **10:00 am** at the Company Headquarters located at Saray Mahallesi, Dr. Adnan Buyukdeniz Caddesi No:6 34768 Umraniye/Istanbul, 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.