

**ANNOUNCEMENT FOR
ORDINARY ANNUAL GENERAL MEETING (AGM)
OF SHAREHOLDERS**

The Annual General Meeting of Albaraka Türk Participation Bank will be held in Istanbul on **23 March, 2017 (at 10.00 o'clock)** in the Company Headquarters located in Istanbul at Saray Mah, Dr. Adnan Büyükdeniz Cad. No:6, Ümraniye 34768, İstanbul, in order to discuss the 2016 operations and related financial statements of our Bank in accordance with the **agenda** specified here below.

Shareholders can attend this meeting by their own presence, in person, or be represented by means of a **PROXY** (power of attorney). A Standard proxy form is attached herewith. Please nominate the person whom you will give proxy to, in the form enclosed, and kindly mail the duly signed proxy form to us so that we can receive it **before 17 March, 2017**.

According to Turkish Commercial Law, the proxy of a foreign company/institution to be submitted to the General Assembly must bear authorized signature(s) accompanied by a document (annexed to the proxy) showing that the specimen signature of the person signing proxy is indeed authorized signatory of the company/institution. Also, please note that the Turkish Consulate in your country must have certified the proxies... Otherwise the proxy will be null and void for this General Assembly in Istanbul.

The Annual Report of the Board of Directors, including the Balance-Sheet, the Profit & Loss Account, and the Report of Auditors shall be available for inspection at our Head Office in Istanbul, as from 11th March 2017.

Your attendance or representation in the General Assembly is kindly requested.

Yours Faithfully,

**ALBARAKA TÜRK PARTICIPATION BANK
Presidency, Board of Directors**

1. Inauguration; formation of Presiding Council.
2. Authorizing the Presiding Council to sign the general assembly minutes of meeting.
3. Reading and discussing the Annual Report of the BoD about the fiscal year 2016.
4. Reading and discussing Auditor reports.
5. Reading, discussing and approving the Financial Statements.
6. Acquitting the Members of the BoD.
7. Acquitting the Auditor.
8. Discussing the BoD proposal about the utilization and distribution of the annual profit and dividends (ratios of sharing).
9. Discussing the fiscal rights and benefits of the Board members like salary & wages, perdiems, bonus & premiums and alike.
10. Electing new members for the BoD, as the offices of our current directors will expire; and determining their new terms of office.
11. Electing the Auditor.
12. Discussing and resolving the Board of Directors' proposal to amend Article-7 entitled "Bank's Capital" of our Bank's Articles of Incorporation.
13. Permitting members of the BoD with respect to articles 395 and 396 of Turkish Commercial Code.
14. Presenting information to General Assembly about operations effected in scope of the Buy-back Program for bank's own shares in 2016,
15. Providing the General Assembly with details of our Bank's donations in 2016.
16. Remarks and requests.

ALBARAKA TÜRK KATILIM BANKASI A.Ş.
(ALBARAKA TÜRK PARTICIPATION BANK)

Albaraka Türk Katılım Bankası A.Ş.'nin **23.03.2017** günü, saat **10:00'da**, Saray Mahallesi, Dr.Adnan Büyükdeniz Caddesi No:6 34768 Ümraniye/İstanbul adresindeki Şirket Merkezinde yapılacak olan olağan genel kurul toplantısında aşağıda belirttiğim görüşler doğrultusunda beni temsile, oy vermeye, teklifte bulunmaya ve gerekli belgeleri imzalamaya yetkili olmak üzere vekil tayin ediyorum.

(I/We hereby appoint as my/our Proxy holder to represent me/us, to cast votes, to make proposals, and to sign necessary documents on my/our behalf in the ordinary general assembly of shareeolders of Albaraka Türk Participation Bank which will be held on **23.03.2017** at **10:00** o'clock in Albaraka Türk Headquarter which is located in Saray Mh. Dr. Adnan Büyükdeniz Cad. No:6 Ümraniye/İstanbul)

A.TEMSİL YETKİSİNİN KAPSAMI/ THE SCOPE OF THIS PROXY COVERS THE FOLLOWINGS:

- () (a) Vekil tüm gündem maddeleri için kendi görüşü doğrultusunda oy kullanmaya yetkilidir.
(The proxy-holder is authorised to cast vote for all the agenda items in line with his own opinions.)
- () (b) Vekil aşağıdaki talimatlar doğrultusunda gündem maddeleri için oy kullanmaya yetkilidir.
Talimatlar: (özel talimatlar yazılır)
(The proxy holder is authorised to cast vote for all the agenda items in line with below mentioned instructions) Instructions: (special instructions will be inscribed hereto)
- () (c) Vekil şirket yönetiminin önerileri doğrultusunda oy kullanmaya yetkilidir.
(The proxy-holder is authorised to cast vote in line with the advice of the company management)
- () (d) Toplantıda ortaya çıkabilecek diğer konularda vekil aşağıdaki talimatlar doğrultusunda oy kullanmaya yetkilidir. (Talimat yoksa, vekil oyunu serbestçe kullanır)
Talimatlar: (özel talimatlar yazılır)
(The proxy holder is authorised to cast on the issues which may come up during the meeting, in line with below-mentioned instructions. (If there is not any instruction, the deputy may cast vote freely)
Instructions: (special instructions will be inscribed hereto)

B.ORTAĞIN SAHİP OLDUĞU HİSSE SENEDİNİN/ THE PATRICULARS OF THE SHARE CERTIFICATE HELD BY THE SHAREHOLDER

- (a) Tertip ve serisi (Issue number and serial numbers) :
- (b) Numarası (Numbers) :
- (c) Adet-Nominal değeri (Amounts and Face Value) :
- (d) Oyda imtiyazı olup olmadığı (Any Privilege on the vote) : Yoktur/None
- (e) Hamiline – Nama yazılı olduğu (Issued to bearer/name) : Nama/Name

ORTAĞIN/SHAREHOLDER'S

ADI SOYADI veya UNVANI/NAME-SURMANE :
İMZASI/SIGNATURE :
ADRESİ/ADRESS :

NOT : 1. (A) bölümünde, (a), (b) ve (c) olarak belirtilen seçeneklerden biri seçilir. (b) ve (d) seçenekleri için açıklama yapılır.

NOTE : You may choose any of the options (a), (b) or (c) mentioned in paragraph A hereabove.
Explanations are required if (b) (d) were chosen