

**FROM THE CHAIRMAN OF THE BOARD DIRECTORS OF QNB FINANSBANK A.Ş.**

It has been decided by our Board of Directors that our General Assembly of Shareholders be ordinarily convened for the meeting located at İstanbul, Şişli, Esentepe Mahallesi, Büyükdere Caddesi, Kristal Kule Binası No: 215 (Head Office of the Bank) on 30/03/2022, Wednesday at 11:00 to discuss and resolve the agenda items below.

Our shareholders will be able to attend the General Assembly Meeting in person or via proxy physically or electronically.

To be able to attend the General Assembly Meeting, we kindly inform and request our esteemed shareholders to:

- 1- That our shareholders who will attend the Meeting physically have to submit their identity cards with their Turkish National ID number, representatives who are appointed as authorized by legal person shareholders have to submit their identity cards with their Turkish National ID number along with the authorization documents on the day of the Meeting,
- 2- For our real person shareholders, seeking to have themselves represented through a proxy at the meeting, and legal person shareholders; obtain the power of attorney an example of which is provided below and on Our Bank's website ([www.qnbfinansbank.com](http://www.qnbfinansbank.com)), and which shall be arranged in accordance with the Communiqué No.II-30.1 issued by the Capital Markets Board of Turkey, to submit such power of attorneys along with the ID card to our Bank's Head Office on the General Assembly Meeting day and time.
- 3- For our legal person shareholders; to write the date and number of the resolution they shall adopt as to which of their authorized bodies shall be representing them on the representation documents.
- 4- That our shareholders may attend the Ordinary General Assembly Meeting via Electronic General Assembly System provided by the Cental Registry Agency in accordance with Article 1527 of the Turkish Commercial Code, upon executing related notifications.
- 5- That the Balance Sheet, Profit and Loss Account Statement, Board of Directors Annual Report and Auditors Report of Our Bank are at the disposal of our Shareholders to be viewed at the Head Office and branches of our Bank; at Our Bank's website ([www.qnbfinansbank.com](http://www.qnbfinansbank.com)) and via Electronic General Assembly System three weeks prior to the Meeting.

Regards,

**QNB FİNANSBANK A.Ş.**

## **AGENDA OF ORDINARY GENERAL ASSEMBLY**

- 1- Opening & Constitution of the Presidential Board; authorization of the Presidential Board to sign the meeting minutes of the General Assembly of Shareholders,
- 2- Presentation of 2021 Annual Report of the Board of Directors to approval of the General Assembly upon reading and deliberations,
- 3- Presentation of 2021 Annual Report of the Auditor to approval of the General Assembly upon reading,
- 4- Presentation of 2021 financials (balance sheet-profit & loss accounts) to approval of the General Assembly upon reading and deliberations,
- 5- Resolution on amendment of Article 7 of the Articles of Association of the Bank in accordance with permissions granted by the Capital Markets Board of Turkey, the Banking Regulation and Supervision Agency and the Ministry of Custom and Trade,
- 6- Resolution concerning the accrued profit of 2021 in accordance with the balance sheet and the contingency reserves of the past year,
- 7- Presentation of transactions regarding sale of some part of NPL portfolios executed in 2021 to approval the General Assembly,
- 8- Approval of the appointment of the Board Members elected temporarily as per Article 363 of the Turkish Commercial Code numbered 6102;
- 9- Resolution regarding release of the members of the Board of Directors for their activities in 2021,
- 10- Determination of the remuneration of the members of the Board of Directors,
- 11- Determination of the Auditor as per the Banking Law and Turkish Commercial Code,
- 12- Information regarding donations made in 2021
- 13- Resolution on determination of upper limit of donations to be made in 2022 as the Capital Markets Law and related legislation,
- 14- Information regarding disclosure policy of the Bank,
- 15- Information of profit share distribution policies,
- 16- Resolution on granting permissions to the Board members within the scope of Articles 395. and 396. of the Turkish Commercial Code,
- 17- Information on transactions performed in 2021 within the scope of Article 1.3.6 of the Communiqué on Corporate Governance Principles of the Capital Markets Board numbered II-17.1,
- 18- Information regarding remuneration policies of the Board members and senior management,
- 19- Wishes and hopes.