

**INFORMATION DOCUMENT FOR THE ORDINARY GENERAL ASSEMBLY MEETING  
TO BE HELD ON MARCH 26th, 2026**

**FROM THE CHAIRPERSON OF THE BOARD DIRECTORS OF QNB BANK 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 26/03/2026, Thursday at 11:00 to discuss and resolve the agenda items below.

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

To be able to attend the Ordinary 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.qnb.com.tr](http://www.qnb.com.tr)), 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 Ordinary 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.qnb.com.tr](http://www.qnb.com.tr)) and via Electronic General Assembly System three weeks prior to the Meeting.

Regards,

**QNB BANK A.Ş.**

**ADDITIONAL EXPLANATIONS IN ACCORDANCE WITH THE CORPORATE GOVERNANCE COMMUNIQUÉ (II. 17.1) ISSUED BY THE CAPITAL MARKETS BOARD OF TÜRKİYE:**

**1. The shareholding structure and voting rights of the Bank**

The Bank's issued capital is divided into 55,000,000,000 registered shares with a nominal value of TL 5,500,000,000.

The shareholding structure of the Bank:

Name	Nominal (TL)	Capital (TL thousand)	Share (%)
Qatar National Bank ("QNB")	5.493.255.778,86	99,88	99,88
Other	6.744.221,14	0,12	0,12
Total	5.500.000.000	100,00	100,00

There are no privileged shares in the Bank's capital.

**2. Information on significant changes realized in the previous accounting period or planned in the future accounting periods of the Company and its subsidiaries**

There is no change in the management and activities of the Bank and its affiliates which will materially affect the Bank's activities during 2025 accounting period and no change is planned for the upcoming accounting period which will materially affect the activities of the Bank. Furthermore, issues which will materially affect the Bank's activities are disclosed to public in accordance with the relevant legislation.

**3. As the terms of office of the Board of Directors members, elected to serve for 1 year at the Ordinary General Assembly meeting dated 27.03.2025, will expire, the following individuals will be nominated as Members of the Board of Directors in relation to item 8 of the General Assembly agenda; Yeşim Gıra has been nominated as the independent member. In addition, within the scope of the Corporate Governance Communiqué (II-17.1), the members of the Audit Committee of our Bank will be considered as independent members.**

**Abdulla Mubarak Al-Khalifa**

Al-Khalifa was appointed as the GCEO in November 2018. Prior to that, he was the Executive General Manager and Chief Business Officer at QNB Group. He joined QNB in 1996 and has more than 29 years of diverse banking experience. He is currently the Chairperson of the Board of Directors of QNB Capital and QNB Suisse. In addition, he is a Board Member of Ooredoo, Qatar Airways and Qatar Stock Exchange (QSE). Al-Khalifa holds a Bachelor's degree in Business Administration from Eastern Washington University in the United States.

**Yousef Mahmoud H N Al-Naama**

Al-Naama joined QNB in 2005 and currently serves as the Group Chief Business Officer. Before joining QNB Group, Al-Naama had 20 years of experience in financial institutions in various positions in finance and corporate banking in Qatar and abroad. He received a BS in Aviation Management from the Florida Institute of Technology in the United States and a diploma in Business Management from the University of Glamorgan, Wales. Al-Naama, who currently serves as Vice Chairperson of the Board of Directors at Jordan Housing Bank for Trade and Finance (HBTF), is also a Board Member at QNB Capital.

### **Osman Ömür Tan (General Manager)**

Born in 1971, Ömür Tan graduated from Ankara Atatürk Anatolian High School, and after obtaining his BA degree from Hacettepe University, Department of Statistics, he received a Master of Business Administration (MBA) from İstanbul Bilgi University. Tan started his career in banking as an MT at Yapı ve Kredi Bankası in 1995 and joined Finansbank A.Ş. in 1998. He held various positions in corporate branches and served as Corporate Branch Manager, Head Office Key Account Management Group Manager, and Group Manager responsible for Corporate Banking. In 2011, he served as Executive Vice President of Corporate and Commercial Banking and was responsible for Project Finance, Cash Management, and Foreign Trade Finance. Between 2014 and 2022, he served as the Chairperson of the Board of Directors, Vice Chairperson of the Board of Directors and Board Member at QNB eSolutions, QNB Factoring, QNB Leasing and QNB Invest. He was appointed as the CEO of QNB Bank A.Ş. in January 2022. Ömür Tan also serves as the Chairperson of the Board of Directors of QNB Factoring, the Vice Chairperson of the Board of Directors at QNB eSolutions and Board member of IBTech.

### **Temel Güzeloğlu**

Güzeloğlu was born in 1969 and has a BSc from the Electrical and Electronics Engineering and Physics Departments of the Boğaziçi University. Later he received an MSc degree from Northeastern University Electrical and Computer Engineering and an MBA from Bilgi University.

Güzeloğlu worked as the Executive Vice President responsible for Consumer Banking at Finansbank A.Ş. until August 2008 and then served as a member of the Executive Committee and Executive Vice President of the Retail Banking at Finansbank A.Ş. Güzeloğlu was appointed as General Manager in April 2010 and served in this position until the end of 2021. Güzeloğlu was appointed as a Board Member at QNB Bank A.Ş. on 1 January 2022. He is also the Chairperson of the Board of Directors at QNB eSolutions, IBTech, QNB Wise, independent Board Member at Medical Park Sağlık Hizmetleri A.Ş., and a Board Member at QNB Sağlık Hayat Sigorta ve Emeklilik A.Ş. Beside these positions; he is the Chairperson of Enpara Bank A.Ş. Before joining QNB Bank A.Ş., he worked at Unilever between 1994 and 1996, at Citibank between 1996 and 2000, and at McKinsey Consulting between 2000 and 2004.

### **Adel Ali M A AL-Malki**

Al-Malki joined QNB in 2003 and currently serves as the Senior Executive Vice President of Retail Banking Division. He received his diploma in Computer Information Technology from Qatar University in 2001. He has more than 20 years of experience in banking environments and the field of information technology, where he occupied a number of management positions. He was the General Manager of the Group's Information Technology Department from 2010 to 2021, and as the Assistant General Manager of Development & User Services from 2009 to 2010. He also served as Executive Manager Development and User Services from 2007 to 2009 and was the E-Business Manager from 2005 to 2007 and a systems analyst from 2003 to 2005. Al-Malki began in Qatar's Ministry of Interior in 1998 at the Information Systems.

### **Fatma Abdulla S S Al-Suwaidi**

Dr. Al-Suwaidi joined QNB in 2000, and with over 20 years' experience in banking, she currently serves as the Group Chief Risk Officer, having previously been Assistant General Manager of Credit Risk Management. In addition, she is also President Commissioner of PT Bank QNB Indonesia Tbk. She has a BSc in Accounting, a Master's Degree in Business Administration (Qatar University), a MSc in Risk Management (University of New York), a Juris Doctor Degree (Hamad Bin Khalifa University), and a Doctorate in Business Administration from Grenoble University France, on the subject of 'Innovation in Banking and Financial Markets', focusing on crypto currencies.

### **Noor Mohd J A Al-Naimi**

Al-Naimi joined QNB Group in 2000 with over 25 years of experience in Group Treasury and Financial Institutions as well as Operations, currently serving as Senior Executive Vice President - Group Treasury & Financial Institutions. She holds a Bachelor's degree in Business Administration from University of Qatar and has completed executive programs in the United States, Europe and the United Kingdom, including the Qatar Executive Leaders Program 2017 – 2018 in Doha and Harvard, IIF Future Leaders and HEC Leading on Boards.

She also serves as the Deputy Chairperson of Mansour Bank and is Member of the Board of Directors and Audit Committee at QNB Turkey.

### **Ramzi T. A. Mari**

Mr. Mari joined QNB in 1997 from the Bank of Jordan, and currently serves as the Group Chief Financial Officer. Mr. Mari has almost 30 years of experience in the banking sector and passed the certified public accountant exam in the State of California in 1989. Mr. Mari holds a Master's degree in Accounting from California State University in the United States. Mr. Mari is a member of the Board of the Housing Bank for Trade & Finance in Jordan, QNB Türkiye, QNB Capital LLC in Qatar and Chairperson of Qatar International Holdings LLC in Luxembourg.

### **Saleh Nofal**

Nofal joined QNB Group in 2003 and served as the Group Chief Compliance Officer for Compliance for more than 20 years. He has over 36 years of experience in banking and financial services and has specialized in Compliance, Audit, and Risk Management throughout his career. Before joining QNB Group, Nofal worked with the Arab Bank Group, Jordan Ahli Bank, the Arab World Auditing Bureau and a Jordanian Public Accountancy Firm. He holds a Bachelor's Degree in Commerce from University of Jordan in 1985 with a number of professional certifications like the Certified Internal Auditor (CIA) from the Institute of Internal Audits (USA 2002), Certified Fraud Examiner (CFE), Certified Compliance Officer (CCO - USA 2007) and has a Professional Diploma in Audit and Accounting from Arab Banking and Financial Sciences Academy (Jordan 2000). Nofal is also a member of the Association of Certified Fraud Examiners (ACFE), Association of Certified Anti-Money Laundering Specialists (ACAMS) and Institute of Internal Auditors (IIA).

### **Yeşim Gura**

Born in 1967, Gura has a BA from Boğaziçi University, Department of Business Administration, an MBA from Indiana University Kelley School of Business. Gura started her career as a Financial Analyst at Procter & Gamble Turkey in 1991, where she took important Finance responsibilities till 2004. Between 2004 and 2017, Gura assumed senior management positions at Danone Hayat Turkey as Finance Director, Business Unit Director, later she served as General Manager for 8 years starting from 2009. Gura worked as General Manager at Altıparmak Gıda and at Draeger Medical and Safety Technologies, respectively. She has received a Qualified Risk Director certificate from a US Based institution in 2022. She is also an International Finance Corporation (IFC) nominate director and in that capacity served on the board of Acıbadem City Clinic in Bulgaria (2021-2024) and in Türkiye, she has served as an Independent Board Member at Pınar Süt Mamülleri Sanayi A.Ş (2021-2024), Pınar Su ve İçecek Sanayi ve Ticaret A.Ş (2021-2022), Altın Yunus Çeşme Turistik Tesisler A.Ş (2023-2024), Yaşar Birleşik Pazarlama Dağıtım ve Turizm A.Ş (2021-2023) and Super Film, an affiliated company of Sanko Holding (2023-March 2025). She is currently a member of the following non-profit organizations; IU Kelley School of Business Global Dean's Council, board member of the Directors and Chief Risk Officers Institute and a board member of 30% Club in Turkey.

**4. As of the date of this information document, our Bank has not received any request from our shareholders, the Capital Markets Board and/or other public institutions and organizations that our Bank is related, to add any item on the Ordinary General Assembly agenda.**

**5. There is no amendment of the Articles of Association on the General Assembly agenda.**

**QNB BANK A.Ş.**  
**ORDINARY GENERAL ASSEMBLY MEETING DATED MARCH 26, 2026**  
**EXPLANATIONS ON AGENDA ITEMS**

**1- Opening & Constitution of the Presidential Board; authorization of the Presidential Board to sign the meeting minutes of the General Assembly of Shareholders,**

In accordance with the relevant legislation and the Bank's Articles of Association, the Board of Presidency will be formed. The Board of Presidency will be authorized for signing the minutes of the Ordinary General Meeting of Shareholders.

**2- Presentation of 2025 Annual Report of the Board of Directors to approval of the General Assembly upon reading and deliberations,**

The Board of Directors' 2025 Annual Report, which have been submitted for the review of the shareholders at the Bank's Head Office and Branches, on the Public Disclosure Platform, via Electronic General Assembly and the Bank's internet address, will be read and submitted for the review and approval of the General Assembly.

**3- Presentation of 2025 Annual Report of the Auditor to approval of the General Assembly upon reading,**

The 2025 Annual Report of the Auditor, which has been announced at the Bank's Head Office and Branches, on the Public Disclosure Platform, via Electronic General Assembly and the Bank's internet address, will be read and submitted for the review and approval of the General Assembly.

**4- Presentation of 2025 financials (balance sheet-profit & loss accounts) to approval of the General Assembly upon reading and deliberations,**

The 2025 Financial Statements, which has been announced at the Bank's Head Office and Branches, on the Public Disclosure Platform, via Electronic General Assembly and the Bank's internet address, will be read and submitted for the review and approval of the General Assembly.

**5- Presentation of the independent audit firms selected by the Board of Directors to carry out the mandatory sustainability assurance audit of the reports to be prepared in accordance with the Turkish Sustainability Reporting Standards ("TSRS") within the framework of the regulations of the Public Oversight, Accounting and Auditing Standards Authority for the years 2024 and 2025 to approval of the General Assembly, and presentation of the 2024 TSRS-Compliant Sustainability Report to approval of the General Assembly upon reading,**

The independent audit firms selected by the Board of Directors to carry out the mandatory sustainability assurance audit of the reports to be prepared in accordance with the Turkish Sustainability Reporting Standards ("TSRS") within the framework of the regulations of the Public Oversight, Accounting and Auditing Standards Authority for the years 2024 and 2025 and the 2024 TSRS-Compliant Sustainability Report will be read and submitted for the review and approval of the General Assembly.

**6- Resolution concerning the accrued profit of 2025 in accordance with the balance sheet and the contingency reserves of the past year,**

In accordance with the related legislation, the Board of Directors' proposal regarding the distribution of the profit generated in the fiscal year 2025 and the use of the reserves will be submitted to the approval of the General Assembly.

**7- Presentation of transactions regarding sale of some part of NPL portfolios executed in 2025 to approval the General Assembly,**

Our shareholders will be informed about the transactions regarding the sale of some of our Bank's NPL portfolios, which were approved by the Board of Directors Resolutions dated 08.05.2025 and numbered 78 and dated 10.12.2025 and numbered 188, and will be submitted to the approval of the General Assembly.

**8- Appointment of Board of Directors members; determination of number of the Board members and their term of offices,**

In accordance with the related legislation, the number and their terms of office of the Board members will be determined and members will be elected.

**9- Resolution regarding release of the members of the Board of Directors for their activities in 2025,**

In accordance with the related legislation, release of the Board Members separately for their activities for the year 2025 will be submitted to the approval of the General Assembly.

**10- Determination of the remuneration of the members of the Board of Directors,**

In accordance with the related legislation, determination of the remuneration of the Board Members will be submitted to the approval of the General Assembly.

**11- Determination of the auditor in accordance with the provisions of the Turkish Commercial Code, the Banking Regulation and Supervision Agency and the Public Oversight, Accounting and Auditing Standards Authority regulations**

In accordance with the related legislation, election of the auditor will be submitted for the review and approval of the General Assembly.

**12- Resolution on granting permissions to the Board members within the scope of Articles 395 and 396 of the Turkish Commercial Code,**

Resolution on granting necessary permissions to the Board members for transactions to be made within the scope of Articles 395 and 396 of the Turkish Commercial Code will be submitted to the approval of the General Assembly.

**13- Determination of upper limit of donations to be made in 2026 as the Capital Markets Law and related legislation,**

A decision will be taken on the upper limit of donations to be made in 2026.

**14- Information regarding donations made in 2025,**

The General Assembly will be informed regarding the donations made in 2025.

**15- Information regarding disclosure policy of the Bank,**

The General Assembly will be informed regarding the disclosure policy of the Bank.

**16- Information of dividend policies,**

The General Assembly will be informed regarding the dividend policies of the Bank.

**17- Information on transactions performed in 2025 within the scope of Article 1.3.6 of the Communiqué on Corporate Governance Principles of the Capital Markets Board numbered II-17.1,**

In accordance with the relevant Corporate Governance Principle, The General Assembly will be informed regarding whether there are any significant transactions which may cause conflict.

**18- Information regarding remuneration policies of the Board members and senior management,**

In accordance with the related legislation, the General Assembly will be informed regarding the remuneration policies of the Board members and senior management.

**19- Wishes and hopes.**