

**PROXY STATEMENT**  
**TÜRKİYE İŞ BANKASI A.Ş.**

I, the undersigned, hereby appoint, empower and delegate .....  
as identified in details hereinbelow, as my proxy holder fully authorized to represent me, and vote and make proposals and sign the required documents on behalf of me, in accordance with my opinions cited below, in the Annual General Meeting of Türkiye İş Bankası A.Ş. to be held on Friday, March 29<sup>th</sup>, 2024 at 11:00 at the address of İş Bank's Headquarters/Auditorium Building located in İş Kuleleri 34330 Levent/İstanbul.

Proxy Holder's (\*);

First Name, Last Name/Company's Name:

T.R. Identity No./Tax Identity No., Trade Registry and Number and MERSIS Number:

(\* ) For foreign proxy holders, the equivalents, if any, of the information required should be provided.

**A) SCOPE OF PROXY AUTHORIZATION**

**For parts 1 and 2 below, only one of the alternatives (a), (b) or (c) shall be chosen to determine the scope of power of attorney.**

**1. Information on Items Involved in the Agenda of the General Meeting;**

- a) The proxy holder is authorized to vote in line with his/her own opinions.
- b) The proxy holder is authorized to vote in line with the proposals of the corporation management
- c) The proxy holder is authorized to vote in line with the instructions given in the following table.

**Instructions:**

**If the shareholder chooses the option (c), instructions on the relevant agenda topic are given by marking one of the options (acceptance or rejection) shown beside the relevant agenda topic and if the 'rejection' option is chosen, by stating the dissention requested to be included in the minutes of the general assembly meeting.**

Agenda Items	Acceptance	Rejection	Dissenting Opinions
1. Opening Ceremony, establishment of the Council of Chairmanship			
2. Discussion of 2023 Annual Report of the Board of Directors, Financial Statements, the Independent Auditors' Reports and ratification of the Annual Report of the Board of Directors and Financial Statements			
3. Discharge of the Board of Directors from their responsibilities for the transactions and accounts of the year 2023			
4. Decision of allotment of 2023 dividends which is subject to the permits to be obtained and the completion of procedures			
5. Decision of transferring revaluation gains within the scope of the provisional article 32 of the Tax Procedure Law from extraordinary reserves to the special fund account			
6. Determination of the allowance for the members of the Board of Directors			

<b>Agenda Items</b>	<b>Acceptance</b>	<b>Rejection</b>	<b>Dissenting Opinions</b>
<b>7.</b> Selection of the Independent Audit Company			
<b>8.</b> Permitting the Members of the Board of Directors as per articles 395 and 396 of the Turkish Commercial Code			
<b>9.</b> Ratification of the election of new member pursuant to Article 363 of the Turkish Commercial Code for the Board Membership vacated by Mr. Gökhan Şen.			
<b>10.</b> Presenting information to the shareholders about the donations	Item of Information		
<b>11.</b> Presenting information to the shareholders on the subjects held in Capital Markets Board Corporate Governance Communique principle no. 1.3.6	Item of Information		
<b>12.</b> Presenting information about our bank's decarbonization plan	Item of Information		

**2. Specific instruction on other issues that may arise during the general assembly meeting and particularly regarding the use of minority rights:**

- a) Proxy holder is authorized to vote in line with his/her own opinions.
- b) Proxy holder is not authorized to represent on these issues.
- c) Proxy holder is authorized to vote in line with the special instructions stated below.

**SPECIAL INSTRUCTIONS:** Special instructions, if any, of the shareholder to the proxy are stated herein.

**B) Shareholder indicates the shares requested to be represented by the proxy holder by marking one of the following options**

**1. I am approving the representation by the proxy holder of my shares as detailed below.**

- a) Group:
- b) Quantity/Nominal Value:
- c) Whether privileged in voting or not
- d) Ratio to total shares/voting rights held by shareholder:

**2. I am approving the representation by the proxy holder of all of my shares shown in the list of shareholders eligible for attending the general assembly meeting, which is prepared by CRA one day before the date of general assembly meeting**

**SHAREHOLDER'S NAME&SURNAME OR TITLE (\*)**

TR Identity No./Tax Identity No, Trade Registry and Number and MERSIS Number: Address:

(\*) For foreign proxies, the equivalents, if any, of such information should be provided.

SIGNATURE