

**MINUTES OF THE ORDINARY GENERAL MEETING OF SHAREHOLDERS OF  
ARAP TÜRK BANKASI ANONİM ŞİRKETİ HELD ON 25<sup>th</sup> MARCH 2025**

The General Meeting of Shareholders of Arap Türk Bankası Anonim Şirketi (the “Bank”) for the year 2024 convened on 25<sup>th</sup> March 2025 at 11:00 a.m. at the Bank’s Head Office Meeting Hall, located in Valikonağı Caddesi No:10 Nişantaşı, 34367 Şişli/İstanbul under the supervision of the Representative of the Ministry of Trade of the Republic of Türkiye, Mr. Volkan Küçükçirkin, who was commissioned as representative as per the letter of İstanbul Provincial Directorate of the Ministry of Trade dated 24/03/2025, No: 107601773

The notices for the meeting including the agenda, were published as required by law and the Articles of Association on 06 March 2025 issue No. 11286 of the Trade Registry Gazette of Turkey, 06 March 2025 issue of the daily newspaper Dünya and the website of the Bank and the date, time and agenda of the meeting were notified to the shareholders on time by certified registered letters with return receipt requested via Şişli PTT Office on 06 March 2025.

After it was determined pursuant to the examination of the attendance list that, of the Bank’s 258.000.000.000 shares with TL 2.580.000.000 total nominal value; Mr. Redwan Abdulssalam Belgasem representing Libyan Foreign Bank that holds 162.649.047.683 shares with nominal value of TL 1.626.490.476,83, Mr. Hüseyin Serdar Yücel representing T. İş Bankası A.Ş. that holds 53.085.724.311 shares with nominal value of TL 530.857.243,11 and Ms. Selen Giyim representing T.C. Ziraat Bankası A.Ş. that holds 39.814.295.960 shares with nominal value of TL 398.142.959,60 were present at the meeting, so that 255.549.067.954 shares with nominal value of TL 2.555.490.679,54 were represented at the meeting and thus the quorum required both by law and the Articles of Association was attained and that the Bank’s Auditor PWC Bağımsız Denetim ve Serbest Muhasebeci Mali Müşavirlik A.Ş. representative Mr. Gökalp Karacan was present at the meeting place; the meeting was called to order by the Chairman of the Board of Directors, Mr. Yasin Öztürk.

1. According to the first item of the Agenda, the proposal submitted for election of Mr. Yasin Öztürk as Chairman of the Ordinary General Meeting was unanimously approved by the participants by 255.549.067.954 affirmative votes. Having determined that the management had controlled the compliance with regulations of the proxies enabling attendance at the meeting and having signed the attendance list, the Chairman appointed Mr. Salih Hatipoğlu as Vote Caster and Mr. Coşkun Erkam as Secretary, thus the council for the meeting was constituted.
2. According to the proposal submitted regarding the second item of the Agenda, as the Annual Activity Report of the Board of Directors for the year 2024 was delivered to the shareholders previously, a vote was taken to consider the Report as read and it was unanimously approved by the participants by 255.549.067.954 affirmative votes that the Report shall be considered as read and the General Meeting proceeded to discussion. After the discussions, the Annual Activity Report of the Board of Directors for the year 2024 was presented to the approval of the General Meeting and unanimously approved by the participants by 255.549.067.954 affirmative votes.
3. According to the proposal submitted regarding the third item of the Agenda, as the consolidated and unconsolidated Independent Auditor’s Reports for the year 2024 prepared by PWC Bağımsız Denetim ve Serbest Muhasebeci Mali Müşavirlik A.Ş. were



delivered to the shareholders previously, a vote was taken to consider the Reports as read and it was unanimously approved by the participants by 255.549.067.954 affirmative votes that the Reports shall be considered as read and the General Meeting proceeded to discussion. After the discussions, the consolidated and unconsolidated Independent Auditor's Reports for year 2024 were presented to the approval of the General Meeting and unanimously approved by the participants by 255.549.067.954 affirmative votes.

4. According to the proposal submitted regarding the fourth item of the Agenda, as the consolidated and unconsolidated financial tables for year 2024 were delivered to the shareholders previously, a vote was taken to consider the financial tables as read and it was unanimously approved by the participants by 255.549.067.954 affirmative votes that the financial tables shall be considered as read and the General Meeting proceeded to discussion. After the discussions, the consolidated and unconsolidated financial tables for year 2024 were presented to the approval of the General Meeting and unanimously approved by the participants by 255.549.067.954 affirmative votes.
5. According to the fifth item of the Agenda, Members of the Board of Directors were unanimously discharged of liabilities individually with regard to the activities for the year 2024 by the participants by 255.549.067.954 affirmative votes. According to Article 436 of the Turkish Commercial Code, Board members did not vote for their own release.
6. According to the sixth item of the agenda, the profit distribution proposal of the Board of Directors and the letter of the Banking Regulation and Supervision Agency dated 13.03.2025 and numbered 148012 were read. As a result of the discussions made, the proposal of the Board of Directors regarding the dividend distribution was accepted and it was decided to allocate 'First Legal Reserves' amounting to TL 9.109.392,31 (5%) according to Article 519 of the Turkish Commercial Code over TL 182.187.846,23, which is the net profit after tax for the year 2024, to pay TL 22.000.000,- as the first dividend to the shareholders on 25 April 2025 after the first legal reserves are allocated, payment of the remaining TL 151.078.453,92 shall not be subject to dividend distribution and shall be transferred to the 'Retained Earnings/Losses' account, and in case of any legally mandatory change or correction in the taxes and other liabilities to be paid for the year 2024, the relevant change shall be covered from the 'Retained Earnings/Losses' account. 255.549.067.954 votes of acceptance and unanimous vote of those present were cast.
7. According to the seventh item of the Agenda, the Board of Directors' resolution no: 1/353-C/6/24, dd. 31.10.2024 to elect, according to Article 363 of Turkish Commercial Code numbered 6102, Mr. Abdalkhalig Mohamed M. Ibrahim (

Passport Number \_\_\_\_\_), as a member to succeed Mr. Aflah Omar Magsi who resigned from Board Membership , was approved unanimously by 255.549.067.954 affirmative votes.

8. According to the eighth item of the Agenda, as the term of office of the Board of Directors has expired, the Meeting proceeded to elect members of the Board of Directors. According to the written proposals submitted , it was proposed that the term of Office of the Board of Directors shall be three years and to serve until March, 25 2028, for the 3 years term; Mr. Nouri Ali Mohammed Aboflega, Mr.Fakher Muftah

Omar Buferna , Mr. Mohamed Milad Ebrayik Hassadi, Mr. Abdalkhalig Mohamed M Ibrahim and Mr. Wail J. A. Belgasem, were proposed as nominees by the representative of Libyan Foreign Bank; Ms. İmge Hilal Soyluoğlu Canlı and Mr. Hüseyin Serdar Yücel were proposed as nominees by the representative of T. İş Bankası A.Ş.; Mr. Yasin Öztürk and Ms. Selen Giyim were proposed as nominees by the representative of T.C. Ziraat Bankası A.Ş., Mr. Nouri Ali Mohammed Aboflega, Mr. Mohamed Milad Ebrayik Hassadi, Mr. Abdalkhalig Mohamed M Ibrahim, Mr. Wail J. A. Belgasem, Ms. İmge Hilal Soyluoğlu Canlı, Mr. Hüseyin Serdar Yücel, Mr. Yasin Öztürk and Ms. Selen Giyim who were present at the meeting declared their acceptance of their Membership of the Board of Directors.

According to the votes cast, to serve for a term of three years until the 25.03.2028;

Mr. Nouri Ali Mohammed Aboflega, (address: , tax identification number , holder of the State of Passport Number: and Nationality), Mr. Fakher Muftah Omar Buferna, (address , tax identification number: , holder of the State of Passport Number: and Nationality), Mr. Mohamed Milad Ebrayik Hassadi, (address: , tax identification number: , holder of the State of Passport Number: and Nationality), Mr. Abdalkhalig Mohamed M Ibrahim, (address: , tax identification number: , holder of the State of Passport Number: and Nationality) and Mr. Wail J. A. Belgasem, (address: , tax identification number: , Identity number: , holder of the State of Passport Number: and Nationality) who were proposed as nominees by Libyan Foreign Bank, were elected as board members unanimously by the participants by 255.549.067.954 affirmative votes,

Ms. İmge Hilal Soyluoğlu Canlı (address , Nationality and Identity number: ) and Mr. Hüseyin Serdar Yücel, (address Nationality and Identity number: ) who were proposed as nominees by T. İş Bankası A.Ş., were elected as board members unanimously by the participants by 255.549.067.954 affirmative votes,

Mr. Yasin Öztürk, ( , Nationality and Identity number: ) and Ms. Selen Giyim, , Nationality and Identity number: who were proposed as nominees by T.C. Ziraat Bankası A.Ş., were elected as board members unanimously by the participants by 255.549.067.954 affirmative votes.



9. According to the ninth item of the Agenda; it was unanimously approved by 255.549.067.954 affirmative votes that Board Members are authorized in accordance with Articles 395 and 396 of the Turkish Commercial Code, provided that provisions of the Banking Law are reserved.
10. According to the tenth item of the Agenda, after discussions of the submitted proposal, the attendance allowances of the members of the Board of Directors to be effective until the Ordinary General Meeting of Shareholders to consider the Balance Sheet for the year 2025 were unanimously approved by 255.549.067.954 affirmative votes as follows;
- a) USD 3.480.- per month will be paid to the Chairman of the Board of Directors.
  - b) USD 3.300.- per month will be paid to the Deputy Chairman of the Board of Directors.
  - c) USD 3.150.- per month will be paid for each member of the Board of Directors.
  - d) The above amounts are net amounts payable and therefore any taxes or dues related there-to are to be paid by the Bank.
  - e) The members shall not be entitled for any other allowance in lieu of their membership of various Board Committees except the night (Subsistence) allowance and travelling expenses.
  - f) Payment to Turkish Board Members shall be effected in Turkish Lira equivalent of US Dollars and to foreign Board Members in foreign currency.
11. According to the eleventh item of the agenda; regarding the election of the Independent Auditor, the Board of Directors resolution for signing the contract with PWC Bağımsız Denetim ve Serbest Muhasebeci Mali Müşavirlik A.Ş. (PWC) for the independent auditing of the Bank's 2025 financial statements and the sustainability audit of the 2024 and 2025 reports to be prepared in accordance with the Turkish Sustainability Reporting Standards published by the Public Oversight, Accounting and Auditing Standards Authority was unanimously approved by 255.549.067.954 affirmative votes.
12. According to the twelfth item of the Agenda, Information was provided on the donations and aids made by the Bank in 2024.
13. With respect to the "Wishes and Closing" item of the agenda; as no one took the floor in the "Wishes and Closing" part and there were no more items to be considered on the agenda the meeting was declared closed by the Chairman of the Meeting. These minutes of the Ordinary General Meeting were prepared and signed by us at the place where the meeting was held.

**VOLKAN KÜÇÜKÇİRKİN**  
**REPRESENTATIVE OF THE**  
**REPUBLIC OF TURKEY, MINISTRY**  
**OF TRADE**

**YASİN ÖZTÜRK**  
**CHAIRMAN OF THE MEETING**

**SALİH HATİPOĞLU**  
**VOTE CASTER**

**COŞKUN ERKAM**  
**SECRETARY**