

DENİZBANK A.Ş.
MEETING MINUTES OF THE EXTRAORDINARY GENERAL ASSEMBLY
HELD ON 16/05/2024

The Extraordinary General Assembly meeting of Denizbank A.Ş. was held on Thursday on 16/05/2024, at 13:30 a.m. in Denizbank Head Office, Büyükdere Caddesi, No:141, Esentepe- Şişli/Istanbul, under the supervision of Ministry Representative Sabire DEMİR ELBÜKEN appointed with the letter of the Republic of Turkey Ministry of Trade (represented by the Istanbul Provincial Trade Directorate) dated 14/05/2024 and numbered 96799230.

After examining the List of Attendees and observing that all of the 5.696.100.000 shares representing the Company's capital of 5.696.100.000.-TL were being represented in the meeting by proxy and all documents belonging to representatives were complete, and the Company fulfilled all legal formalities required by general assembly meeting and the quorum required in accordance with Article 418 of the Turkish Commercial Code was established, the meeting was opened.

1. A proposal was submitted regarding establishment of the Chair of the Assembly. As there was no other proposal submitted after reading the proposal, votes were cast.

It was **UNANIMOUSLY** decided to elect Rasim ORMAN as Chairman of the General Assembly, İlknur TÜYSÜZ as Vote Collectors, and Caner GÜNİNDİ as the Protocol Clerk.

The Chair of the Assembly was established accordingly. It was determined by the Chairman of the meeting that documents granting the right of participation to the meeting were checked by the management body in terms of compliance with legislation.

2. The Chairman requested the Protocol Clerk to read item 2 of the Agenda, and submitted the item on authorising the Assembly to sign the minutes of the meeting and List of Attendees to open vote. Upon voting; it was **UNANIMOUSLY** decided for the minutes of the meeting and List of Attendees to be signed by the Chair of the Assembly.

3. The Chairman requested the Protocol Clerk to read item 3 of the Agenda and,

As permitted through letter of the Turkish Banking Regulation and Supervision Agency numbered E-32521522-101.01.04-118037 and letter of the Turkish Ministry of Trade numbered E-50035491-431.02-00096537007;

Asked whether to read the draft amendment of the Articles of Association upon the increase of the Bank capital from 5.696.100.000.-TL to 19.638.600.000.-TL and amendment of article 6 of the Articles of Association, because a copy was distributed to the participants of the meeting.

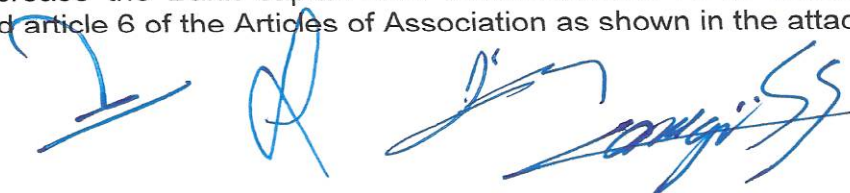
After it was understood that there was no other proposal, the vote was cast.

As a result of voting;

It was **UNANIMOUSLY** decided to;

To not re-read the draft amendment of the Articles of Association because a copy was distributed to the participants of the meeting,

To increase the Bank capital from 5.696.100.000.-TL to 19.638.600.000.-TL and to amend article 6 of the Articles of Association as shown in the attachment accordingly.



DENİZBANK A.Ş.
ARTICLES OF ASSOCIATION AMENDMENT PROPOSAL

FORMER TEXT	NEW TEXT
<p>CAPITAL OF THE BANK</p> <p>Article 6 - The share capital of the Bank (the “Capital”) is TL 5.696.100.000.</p> <p>This Capital is divided into 5.696.100.000 registered shares each having a value of 1 (one) Turkish Lira.</p> <p>TL 3.316.100.000 which constitutes the previous capital is fully paid.</p> <p>The last capital increase of TL 2.380.000.000 was committed in cash by the majority shareholder Emirates NBD Bank PSJC and paid before the capital increase is registered.</p>	<p>CAPITAL OF THE BANK</p> <p>Article 6 - The share capital of the Bank (the “Capital”) is TL 19.638.600.000.</p> <p>This Capital is divided into 19.638.600.000 registered shares each having a value of 1 (one) Turkish Lira.</p> <p>TL 5.696.100.000 which constitutes the previous capital is fully paid.</p> <p>The entire amount of 13.942.500.000.-TL was committed in cash by the majority shareholder Emirates NBD Bank PSJC and paid before the capital increase is registered.</p>

4- The Chairman asked whether there were any comments or wishes.

No comments were raised. The Chairman asked if there were any objections. As there were no objections, the meeting minutes hereby was drafted at 13:45 a.m. at the declared address and was submitted for signature.

The Chairman declared that all the agenda items were negotiated and thanked all participants and wished that the decisions made and the studies that were carried out bring the best of luck to the bank, and closed the meeting.

Representative of the Ministry
Sabire DEMİR ELBÜKEN

Chairman of the Meeting
Rasim ORMAN

Vote Collectors
İlknur TÜYSÜZ

Protocol Clerk
Caner GÜNİNDİ