

**AKBANK
BOARD OF DIRECTORS WORKING
PRINCIPLES**

February - 2026

Title of Document	Akbank Board of Directors Working Principles		
Document Number	1	Approved By	Board of Directors
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1. OBJECTIVE AND SCOPE

This document has been drawn up with a view to ensuring that Akbank T.A.Ş. Board of Directors fulfills its duties effectively, efficiently, transparently and in compliance with the legislation. In this scope, the document sets forth working principles and procedures of the Board of Directors and establishes duties and responsibilities of members of the Board of Directors and minimum obligations expected of members.

2. BASIS

This document has been drafted within the framework of provisions of relevant regulations, notably, the Turkish Commercial Code numbered 6102, the Banking Law numbered 5411, the Banking Regulation and Supervision Agency ("BRSA")'s Regulation on Internal Systems and Internal Capital Adequacy Assessment Process of Banks, the Capital Markets Board of Türkiye's Corporate Governance Principles, the Bank's Articles of Association, and other internal arrangements.

3. ACCEPTANCE OF RESPONSIBILITY AND COMMON INTENTION

Members of the Board of Directors safeguard the interests of the Bank and its shareholders and other stakeholders whilst fulfilling their duties; they act in accordance with relevant legislation and the Bank's policies and procedures. They take into consideration effectiveness of the Bank's management and work in good faith and harmony.

Each member of the board of directors fulfills their duties in accordance with Akbank T.A.Ş. Board Member Handbook, which is drafted to ensure the effective and efficient functioning of the Bank's board of directors.

4. BOARD OF DIRECTORS AND ITS STRUCTURE

The Bank's Board of Directors is the body responsible for the highest level of management, oversight, and supervision of the bank's operations within scope of the authority and responsibilities granted to it by the articles of association and relevant legislation. The composition of the Board of Directors, the number of members, the election and appointment of members are determined in alignment with the legislation and as set forth in the Articles of Association. The number and qualifications of the independent members to be appointed to the Board of Directors are determined in accordance with the Capital Markets Board of Türkiye ("CMB")'s regulations on corporate governance. The Board of Directors is authorized allocate duties from among its members according to an internal directive to be issued by the Board of Directors.

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5. EXPECTATIONS FROM MEMBERS OF THE BOARD OF DIRECTORS

Members of the Board of Directors adopt an understanding of work consistent with transparency, accountability and the Bank's reputation in fulfillment of their duties, and they refrain from using information obtained during their duties for the benefit of themselves, their relatives or third parties. It is essential that members devote sufficient time for the Bank's operations and positions they take on at other companies do not give rise to a conflict of interest in respect of the Bank.

6. MEETINGS OF THE BOARD OF DIRECTORS

The Board of Directors convenes at such frequency that will enable it to fulfill its duties effectively. Physical meetings are generally held six times a year, with all members present at the Head Office building. Aside from aforesaid ones, additional meetings may be held, when necessary. Meetings of the Board of Directors may also be held in the form of an electronic meeting to the extent permitted by the legislation. The Board of Directors can pass resolutions without holding a physical meeting, provided that a written proposal is approved with sufficient number of votes.

Meetings of the Board of Directors are chaired by the Chairperson, and, in absence of the Chairperson, by the Vice Chairperson. More than half of members must be present in order for meetings to be valid. Members are entitled to examine all items on the meeting agenda of the Board of Directors in a detailed manner. Members take care to attend every meeting and express their opinions during meetings.

While Board of Directors meetings and committee meetings are generally held with the physical participation of members, it is also possible for members to participate in meetings electronically, provided that Presidency of Board of Directors is informed a reasonable time in advance.

7. RESOLUTIONS OF THE BOARD OF DIRECTORS

Board of Directors shall make its decisions with the majority of the members present at the meeting. A board member cannot participate in discussions regarding matters which lead to a conflict between interests of the company and personal interests of the member or a person of his/her relatives as specified in the legislation. Board Members cannot vote in the meeting by proxy for each other. Board of Directors resolutions are recorded in minutes by a rapporteur in accordance with legal provisions and signed by the members.

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8. COMMITTEES OF THE BOARD OF DIRECTORS

The Board of Directors is authorized to pass resolutions on all types of transactions, monitor transactions, prepare reports, enforce decisions, or establish committees, which may include members of the Board of Directors, for the purpose of internal auditing, except for matters reserved for the General Assembly's authority pursuant to the Law and the Articles of Association. Working principles of such committees are determined by the Board of Directors. Members may serve on committees matching their experience and expertise, and they take care to attend the meetings of those committees of which they are members. Committees convey their works to the Board of Directors through regular reports.

9. OBLIGATION OF CONFIDENTIALITY, SECRECY LIABILITY INSURANCE

Confidentiality and protection of trade secrets are essential for works of the Board of Directors. Discussions and resolutions are only disclosed to those persons and organizations authorized within framework of the legislation.

Directors and officers liability insurance is taken out to cover the individual liabilities that may arise from the members' duties.

10. ORIENTATION PROGRAM

New members joining the Board of Directors attend the orientation program which offers an overall introduction about the Bank. New members are provided with Board of Directors Member Handbook, and, furthermore, documents providing introductory information regarding the bank's policies and operations are given.

11. SECRETARIAT SERVICES OF THE BOARD OF DIRECTORS

Secretariat services are conducted through the Office of Board of Directors. The Office of Board of Directors supports the efficient, orderly, and legally compliant conduct of the Board's works, adhering to the principle of impartiality, and is responsible for organizing meetings, communicating agendas and information notes to members, maintaining and archiving minutes and resolution books in accordance with procedures, and sending necessary notices regarding the Board of Directors' resolutions.

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12. EFFECTIVE DATE

These Akbank Board of Directors Working Principles entered into force as per the resolution of the Board of Directors dated 26.02.2026. Provisions set forth in this document are reviewed, when necessary, and this document is updated with the approval of the Board of Directors.

In case of any difference between the Turkish and English versions, the Turkish version shall prevail.