

MINUTES OF THE ORDINARY GENERAL ASSEMBLY MEETING OF AKBANK T.A.Ş. HELD ON MARCH 24, 2025

(In case of contradiction between the Turkish and the English versions of the minutes, the Turkish version shall prevail.)

The Ordinary General Assembly Meeting of Akbank T.A.Ş. for the year 2024 was held on March 24, 2025 at 14:00 at the Company headquarters located at Sabancı Center 4. Levent / İSTANBUL, under the supervision of the Representative of the Ministry Seda ÇAYCI AKKALE, who was appointed pursuant to the letter of the Istanbul Provincial Directorate of Trade dated 21.03.2025 and numbered E-90726394-431.03-00107535638.

It was determined that the invitation to the meeting had been duly made within the legal period in accordance with the provisions of the Turkish Commercial Code and the Articles of Association, as follows:

- a) The invitation indicating the date, venue, and time of the meeting, and the agenda were published in the Turkish Trade Registry Gazette dated 28.02.2025 and numbered 11282, and were announced on the e-General Assembly and e-Company pages on the website of the Central Securities Depository & Trade Repository of Türkiye (MKK), on the Public Disclosure Platform, and on the Bank's website within the legal period. as well as on the website of the MKK on the e-General Assembly and e-Company portals, the Public Disclosure Platform and the Bank's corporate website.
- b) Upon review of the Attendance List, it was determined that, out of the Bank's total nominal issued share capital of TL 5,200,000,000, shares with a total nominal value of TL 3,678,291,706.017 were represented, including shares with a total nominal value of TL 3,316,990,813 represented in person, and thus shares with a total nominal value of TL 3,681,608,696.830 were represented at the meeting, of which shares with a nominal value of TL 1,150,189,396.913 were represented by custodial representatives. Accordingly, it was understood that the minimum meeting quorum stipulated under both the Turkish Commercial Code and the Articles of Association was present, and the meeting was opened by Chairman of the Board of Directors, Suzan Sabancı SABANCI.

Thereafter:

Article 1 The Meeting Council was formed in accordance with Article 67 of the Articles of Association and the Internal Directive on the Procedures and Principles of the General Assembly Meetings. Suzan Sabancı SABANCI was elected as the President of the Meeting, Şerafettin KARAKIŞ, the representative of Hacı Ömer Sabancı Holding A.Ş., as Vote Collecting Officer, and Turay TOSKA as the Secretary of Minutes.

As the General Assembly Meeting was simultaneously conducted electronically through the Electronic General Assembly System provided by the MKK, Ertan BÜYÜKSAATÇI, who holds the Electronic General Assembly System Certification, was appointed by the President of the Meeting to operate the system.

The agenda items were read as announced, and since no request was made to change the order of discussion of the agenda items, discussions proceeded in the announced order.

Article 2 In line with the proposal submitted, since the 2024 Annual Report of the Board of Directors had previously been distributed to shareholders and made available for review on the e-General Assembly and e-Company portals of the MKK, the

Public Disclosure Platform and the Bank's website, it was resolved by majority vote to deem the Annual Report as read and approved, with affirmative votes representing TL 3,053,172,410.83 of the capital against dissenting votes representing TL 628,436,286.00 of the capital.

Article 3 In line with the proposal submitted, since the Independent Auditor's Reports for 2024 had previously been distributed to shareholders together with the Annual Report and made available for review on the e-General Assembly and e-Company portals of the MKK, the Public Disclosure Platform and the Bank's website, it was resolved by majority vote to deem the Independent Auditor's Reports as read and approved, with affirmative votes representing TL 3,047,576,657.49 of the capital against dissenting votes representing TL 634,032,039.34 of the capital.

Article 4 In line with the proposal submitted, since the Bank's detailed financial statements for 2024 had previously been distributed to shareholders and made available for review on the e-General Assembly and e-Company portals of the MKK, the Public Disclosure Platform and the Bank's website, it was resolved by majority vote to deem the financial statements as read and approved, with affirmative votes representing TL 3,673,395,011.49 of the capital against dissenting votes representing TL 8,213,685.34 of the capital.

The Bank's financial statements for 2024 were opened for discussion. No comments were made.

The Bank's financial statements for 2024 were submitted for approval and approved by majority vote, with affirmative votes representing TL 3,673,395,011.49 of the capital against dissenting votes representing TL 8,213,685.34 of the capital.

Mustafa Can Kaya, who attended the meeting electronically, raised the following question: "What actions have been taken with respect to the administrative fines imposed by regulatory and supervisory authorities during 2024 due to practices that were not in compliance with the provisions of the applicable legislation?". Chief Executive Officer Kaan GÜR stated that "no administrative fine of a nature that would affect investors' investment decisions or require public disclosure has been imposed."

Article 5 The release of liability of the members of the Board of Directors was submitted for approval and approved by majority vote, with affirmative votes representing TL 3,438,103,290.49 of the capital against dissenting votes representing TL 243,505,406.34 of the capital. The members of the Board of Directors did not vote on their own release.

The dissenting opinion submitted electronically by Gürsoy Hafızoğlu was attached to the minutes.

Article 6 In line with the proposal of the Board of Directors, it was resolved by majority vote to distribute the Bank's 2024 profit as follows, with affirmative votes representing TL 3,454,846,368.49 of the capital against dissenting votes representing TL 226,762,328.34 of the capital.

It has been decided that the dividend to be distributed from 2024 net profit of TL 42,366,069,861.88 will be as follows;

· Gross TL 260,000,000 equal to 5% of Bank's paid-in capital of TL 5,200,000,000 as of December 31, 2024 will be allocated as primary cash gross dividend; and gross TL 6,094,400,000 will be allocated as secondary cash gross dividend. Total gross dividend of TL 6,354,400,000 equal to 122.20% of the paid-in capital, will be distributed to shareholders,

· Cash dividend payment to start from 26th of March, 2025,

· After allocating TL 609,440,000 to Legal Reserves, the remaining profit will be retained under Extraordinary Reserves.

The dissenting opinion submitted electronically by Gürsoy Hafizoğlu was attached to the minutes.

Article 7 For the Board Members whose terms of office had expired, Suzan Sabancı SABANCI, Sabri Hakan BİNBAŞGİL, Ahmet Fuat AYLA, Eyüp ENGİN, Şakir Yaman TÖRÜNER, Nusret Orhun KÖSTEM, Emre DERMAN and Levent DEMİRAĞ were re-elected as Board Members, and Mehmet Tuğrul BELLİ was elected as Independent Board Member, to serve for a term of 1 year until the Ordinary General Assembly Meeting to be held in 2026. The resolution was approved by majority vote, with affirmative votes representing TL 2,568,504,110.58 of the capital against dissenting votes representing TL 1,113,104,586.25 of the capital.

The dissenting opinion submitted electronically by Gürsoy Hafizoğlu was attached to the minutes.

Article 8 In line with the proposal submitted, it was resolved by majority vote to pay a monthly gross remuneration of TL 180,000 to the members of the Board of Directors, and in the event that Board Members undertake additional specific duties within the Bank, to authorize the Remuneration Committee appointed by the Board of Directors to determine the remuneration related to such duties, provided that the total annual financial benefits to be granted to Board Members until the 2026 Ordinary General Assembly Meeting shall not exceed TL 367,500,000. The resolution was approved with affirmative votes representing TL 1,060,408,847.25 of the capital against dissenting votes representing TL 2,621,199,849.58 of the capital.

Article 9 In line with the recommendation of the Board of Directors, the appointment of DRT Bağımsız Denetim ve Serbest Muhasebeci Mali Müşavirlik A.Ş. as the independent audit firm for the Bank's 2025 independent audit and the assurance audit of the sustainability reports for the years 2024-2025 was approved by majority vote, with affirmative votes representing TL 3,681,020,522.49 of the capital against dissenting votes representing TL 588,174.34 of the capital.

Article 10 Shareholders were informed that the Bank made donations amounting to TL 2,103,872 during 2024 to associations, foundations, and similar organizations.

Article 11 In line with the proposal submitted, it was resolved by majority vote to authorize the Board of Directors, pursuant to Article 59 of the Banking Law, to make donations up to four per thousand of the Bank's shareholders' equity and, within the framework of regulations exempting certain donations and aid from the limitations set forth under the Banking Law, to carry out the necessary transactions regarding donations and aid exceeding four per thousand of the

Bank's shareholders' equity. The resolution was approved with affirmative votes representing TL 2,740,753,894.58 of the capital against dissenting votes representing TL 940,854,802.25 of the capital.

Article 12 The authorization of the Board of Directors regarding the matters falling within the scope of Articles 395 and 396 of the Turkish Commercial Code was submitted for approval and approved by majority vote, with affirmative votes representing TL 3,681,531,714.49 of the capital against dissenting votes representing TL 76,982.34 of the capital.

Article 13 Shareholders were informed that the "Akbank T.A.Ş. Remuneration Policy" prepared in accordance with Principle 4.6.2 of the Corporate Governance Principles Capital Markets Board of Turkey, had been updated and made available for shareholders' review on the e-General Assembly and e-Company portals of the MKK, the Public Disclosure Platform and the Bank's website.

As there were no further agenda items to be discussed, the President of the Meeting Suzan Sabancı SABANCI stated that the agenda had been completed and that the meeting quorum had been maintained throughout the meeting, thanked the attendees and adjourned the meeting at 14:56 on March 24, 2025 in Istanbul.

Representative of the Ministry

Seda ÇAYCI AKKALE

President of the Meeting

Suzan Sabancı SABANCI

Vote Collecting Officer

Hacı Ömer Sabancı Holding A.Ş.

Representative

Şerafettin KARAKIŞ

Secretary of Minutes

Turay TOSKA