

ODEA BANK ANONİM ŞİRKETİ
EXTRAORDINARY GENERAL ASSEMBLY MEETING MINUTES
DATED 11/02/2026

The extraordinary general assembly meeting of Odea Bank Anonim Şirketi has convened on 11/02/2026 at 14:30 at Esentepe Mahallesi Büyükdere Cad. Levent 199 Apt. No: 199/119 Şişli / İstanbul under the supervision of the Ministry Representative, Senem Ersöz, appointed by the İstanbul Governorship Provincial Directorate of Commerce's letter dated 10/02/2026 numbered 118803009.

None of the shareholders has objected to the agenda read and the meeting convened without announcement in accordance with article 416 of the Turkish Commercial Code.

Upon examination of the list of attendants, it has been determined that out of 5,261,811,049 shares of the company corresponding to TRY 5,261,811,049.00, 5,261,811,049 shares corresponding to TRY 5,261,811,049.00 are represented at the meeting and the meeting quorum has been met according to the law and the articles of association and, thereupon, the meeting was started by Mert Öncü and proceeded to discuss the agenda.

1. Pursuant to item 1 of the agenda, it has been unanimously decided to elect Orhan Tuna Çıtır as chairman of the council and Onur Sedat Bahçekapılı as the clerk, not to elect a vote collector and to empower the meeting council to sign this meeting minutes, list of attendants and other relevant documents.
2. Pursuant to item 2 of the agenda, it has been unanimously decided that the issued share capital of the company be increased from TRY 5,261,811,049.00 to TRY 9,679,944,426.00, and accordingly article 7 of the articles of association of the company be amended in accordance with the attached amendment text.
3. As there is no other subject in the agenda to be discussed, meeting was adjourned.

Annex: Articles of association amendment text

Chairman
Orhan Tuna Çıtır



Clerk
Onur Sedat Bahçekapılı



Ministry Representative
Senem Ersöz



ANNEX – ARTICLES OF ASSOCIATION AMENDMENT TEXT

New Text

Share Capital

Article 7

The share capital of the Bank is TL 9,679,944,426.00 (nine billion six hundred seventy-nine million nine hundred forty-four thousand four hundred twenty-six Turkish Liras). The share capital is divided into 9,679,944,426 (nine billion six hundred seventy-nine million nine hundred forty-four thousand four hundred twenty-six) registered shares, each having a nominal value of TL 1,00 (one Turkish Lira).

The former paid-in capital of the Bank in the amount of TL 5,261,811,049.00 (five billion two hundred sixty-one million eight hundred eleven thousand forty-nine Turkish Liras) has been increased by TL 4,418,133,377.00 (four billion four hundred eighteen million one hundred thirty-three thousand three hundred seventy-seven Turkish Liras) to TL 9,679,944,426.00 (nine billion six hundred seventy-nine million nine hundred forty-four thousand four hundred twenty-six Turkish Liras).

TL 4,241,215,510.00 (four billion two hundred forty-one million two hundred fifteen thousand five hundred ten Turkish Liras) of the increased capital has been subscribed by ADQ Financial Services LLC, and TL 176,917,867.00 (one hundred seventy-six million nine hundred seventeen thousand eight hundred sixty-seven Turkish Liras) has been subscribed by H.H. Sheikh Dheyab Binzayed Binsultan Al-Nahyan, free from any kind of collision and has been fully paid in cash.

Capital of the Bank is shared among the shareholders as listed below:

Shareholders	Number of Shares	Value of Shares (TL)	Shareholding Percentage (%)
ADQ Financial Services LLC	9,292,324,816	9,292,324,816	95.99564220
Flash Investment Holding 1 RSC Ltd	1	1	0.00000001
Flash Investment Holding 2 RSC Ltd	1	1	0.00000001
Flash Investment Holding 3 RSC Ltd	1	1	0.00000001
Flash Investment Holding 4 RSC Ltd	1	1	0.00000001
H.H. Sheikh Dheyab Binzayed Binsultan Al-Nahyan	387,619,606	387,619,606	4.00435776
Total	9,679,944,426	9,679,944,426	100

Chairman
Orhan Tuna Çıtır



Clerk
Onur Sedat Bahçekapılı



Ministry Representative
Senem Ersöz



LIST OF ATTENDANTS FOR THE EXTRAORDINARY GENERAL ASSEMBLY MEETING OF
ODEA BANK ANONİM ŞİRKETİ DATED 11/02/2026

No	Name-surname/title, address and Turkish ID / Potential Tax No. / Tax No. of the shareholder	Nationality	Total nominal value of the shares (TL)	Number of shares, form and date of acquisition of the shares	Form of attendance	Representative type	Name- surname and Turkish ID/ tax no of the proxy	Signature
1.	H.H Sheikh Dheyab Binzayed Binsultan Al-Nahyan Address: [REDACTED]	United Arab Emirates	210,701,739	210,701,739 Unlisted Capital Increase 10/08/2016 Capital Increase 21/05/2025	by representation	by proxy	Yaser Mansour (Passport No: [REDACTED])	[REDACTED]
2.	ADQ Financial Services LLC Address: West 59C, Abu Dhabi National Exhibition Centre Building, Unit 1, Q-1, Khaleej Al Arabi Street, Abu Dhabi, United Arab Emirates	United Arab Emirates	5,051,109,306	5,051,109,306 Unlisted Share transfer 26/03/2025 Capital Increase 21/05/2025	by representation	by proxy	Orhan Tuna Çıtır (Turkish ID No: [REDACTED])	[REDACTED]
3.	Flash Investment Holding 1 RSC LTD Address: 3510, 35, Al Maqam Tower, Abu Dhabi Global Market Square, Al Maryah Island, Abu Dhabi, United Arab Emirates	United Arab Emirates	1	1 Unlisted Share transfer 26/03/2025	by representation	by proxy	Orhan Tuna Çıtır (Turkish ID No: [REDACTED])	[REDACTED]
4.	Flash Investment Holding 2 RSC LTD Address: 3510, 35, Al Maqam Tower, Abu Dhabi Global Market Square, Al Maryah Island, Abu Dhabi, United Arab Emirates	United Arab Emirates	1	1 Unlisted Share transfer 26/03/2025	by representation	by proxy	Orhan Tuna Çıtır (Turkish ID No: [REDACTED])	[REDACTED]
5.	Flash Investment Holding 3 RSC LTD Address: 3510, 35, Al Maqam Tower, Abu Dhabi Global Market Square, Al Maryah Island, Abu Dhabi, United Arab Emirates	United Arab Emirates	1	1 Unlisted Share transfer 26/03/2025	by representation	by proxy	Orhan Tuna Çıtır (Turkish ID No: [REDACTED])	[REDACTED]
6.	Flash Investment Holding 4 RSC LTD Address: 3510, 35, Al Maqam Tower, Abu Dhabi Global Market Square, Al Maryah Island, Abu Dhabi, United Arab Emirates	United Arab Emirates	1	1 Unlisted Share transfer 26/03/2025	by representation	by proxy	Orhan Tuna Çıtır (Turkish ID No: [REDACTED])	[REDACTED]

Chairman of the Council

Orhan Tuna Çıtır

[REDACTED]

Council Clerk

Onur Sedat Bahçekapılı

[REDACTED]

Ministry Representative

Senem Ertöz

[REDACTED]

Independent Auditor

Can Korhan

[REDACTED]

Shareholding and capital structure indicated in the list of attendants is in compliance with the

company's share ledger and records.

Member of the Board of Directors

Mert Oruçlu

[REDACTED]

Share capital: TRY 5,261,811,049

Total number of shares: 5,261,811,049

Minimum meeting quorum: 100%

Current meeting quorum: 100%

In person: 0%

By proxy: 100%