INFORMATION DOCUMENT FOR ORDINARY GENERAL MEETING OF SHAREHOLDERS DATED MARCH 23, 2023

A) Additional Information in Accordance with the Corcoporate Governance Regulations of Capital Markets Board of Türkiye

1. Ownership Structure (Shares owned more than 5% of the capital)

Registered Capital Ceiling : 750.000.000.-TL
Issued Capital : 355.000.000.-TL

Shareholder	Share Amount (TL)*	Voting Right (%)*
Türkiye İş Bankası A.Ş.	233.393.402,61	65,74
Other	121.606.597,39	34,26
Total	**355.000.000,00**	**100,00**

*As of 31.12.2022

2. Information on Privileged Shares

According to the article 9 of the Articles of Association of the Company, holders of Class A shares enjoy privileges solely to nominate 6 members for the election of the Board which consists 9 Directors.

3. Information on Shares Representing the Capital

Share Group	Registered/ Bearer Share	Nominal Value per Share (TL)	Nominal Value of Shares	Ratio to total Capital (%)	Type of Privilege
A	Registered	1.- TL	150.000.- TL	0,04	Nominate 6 members for the election of the Board which consists 9 Directors.
B	Bearer	1.-TL	354.850.000.- TL	99,96	None

-103.580.467 shares are free floated at Borsa İstanbul Equity Market by 29,2% free float rate as of 31.12.2022

4. **Information on Managerial and Operational Changes That Materially Affect the activities of İş Investment and its Subsidiaries**

No material change in the management and operations of the Company and its subsidiaries regarding the previous period and also no material change is planned for incoming periods.

5. **Information on the requests submitted to the Investor Relations Department regarding an article to be placed on the Agenda of the General Meeting of Shareholders**

The Investor Relations Department have received no agenda proposal by the shareholders.

6. **Information on the Independent Board Member Candidates Nominated by the Board of Directors**

The necessary information is presented in Additional Information on Agenda Articles section.

B) Additional Information on Agenda Articles

1. **Opening and chairing the council**

The council will be chaired in accordance with the related regulation, Company's Articles of Association and Internal Directive of the Principles and Procedures of Operation of the General Meeting of Shareholders.

2. **Reading and deliberation of 2022 Annual Report prepared by the Board of Directors**

2022 annual report, which disclosed to public through website of e-disclosure platform (KAP) www.kap.org.tr, at the Company Headquarters, website of the Company www.isyatirim.com.tr on January 31, 2023 and through electronic general meeting system (EGKS) on the same date with the Ordinary General Meeting of Shareholders disclosures, will be submitted for deliberation of Shareholders.

3. **Reading, deliberation of the financial statements and Independent Auditor's report for the year 2022 and approval of the financial statements**

The financial statements and Independent Auditor's Report for the year 2022, which disclosed to public through website of KAP www.kap.org.tr, at the Company Headquarters, website of the Company www.isyatirim.com.tr on January 31, 2023 and through EGKS on the same date with the Ordinary General Meeting of Shareholders disclosures, will be submitted for deliberation and the financial statements will be submitted for approval of Shareholders.

4. **Approval of members assigned to the Board of Directors in the period**

The assignment of Ms. Cansel Nuray Aksoy as the member of the Board of Directors on September 2, 2022 to substitute Mr. Volkan Kublay who resigned, will be submitted for the approval of the Shareholders.

5. **The individual acquittal of members of the Board of Directors for their fiduciary responsibilities for 2022**

The acquittal of the Board of Directors will be submitted for approval of the Shareholders regarding their fiduciary responsibilities for 2022.

6. **Deliberation and decision on the profit distribution of 2022**

Dividend distribution proposal of the Board of Directors for the year 2022, will be submitted for approval of the Shareholders (Appendix 1).

7. **Election of the members of the Board of Directors and determination of the membership period**

   New member candidates of the Board of Directors will be submitted for approval of the Shareholders to replace the Board Members whose terms of office expire.

   Hasan Emre Aydın, Prof. Dr. Ali Hakan Kara and İzzet Selim Yenel, who have been acting as Independent Members at the Board of Directors since the General Meeting of Shareholders dated March 24, 2022 are decided to be once again designated as Independent Board Members by the Board of Directors in accordance with the assesment report of the Corporate Governance Committee. The Capital Markets Board of Türkiye has not given any negative opinion on any candidates upon the Company's application within frame of the corporate governance regulation. The CVs of the candidates are provided in Appendix 2.

8. **Determination of the salaries to be paid to members of the Board of Directors**

   The salaries to be paid to members of the Board of Directors will be determined in accordance with the related regulation and the Articles of Association of the Company.

9. **Selection of the auditor**

   The resolution of the Board of Directors for the proposal of Güney Bağımsız Denetim ve Serbest Muhasebeci Mali Müşavirlik A.Ş. (a member firm of Ernst&Young Global Limited) to be selected as the auditor for the year 2023, will be submitted for approval of the Shareholders.

10. **Amendment of article 6 of the Articles of Association**

    The resolution of the Board of Directors, which has been approved by the Capital Markets Board of Türkiye and the Ministry of Trade of the Republic of Türkiye, regarding the amendment of article 6 of the Articles of Association of the Company to increase the authorized capital from TL 750.000.000 to TL 3.000.000.000 valid for the period 2023-2027 (5 years), will be submitted for the approval the Shareholders (Appendix 3).

11. **Presentation of information on the resolution of the Board of Directors dated February 14, 2023 regarding the share buy-back program**

    The information will be presented to the Shareholders on the resolution of the Board of Directors dated 14th of February 2023, regarding the share buy-back program to be executed maximum 11.000.000 shares in Borsa İstanbul Equity Market until 31st of December 2023 and TL 500.000.000 amount of fund to be allocated in accordance with the announcement of the Capital Markets Board of Türkiye i.SPK.22.7 (14.02.2023 tarih ve 9/177 s.k.) in order to support to create fair value of the share price and to protect investors' rights and benefit following the devastating earthquake dated 6th of February 2023.

12. **Presentation of information on the donations made in 2022**

    The donations made in 2022 will be presented to the information of the Shareholders.

13. **Approval of the the resolution of the Board of Directors regarding TL 55.000.000 amount of donation made to the the Ministry of Interior Disaster and Emergency Management Presidency (AFAD) on February 15, 2023 and determination of upper limit for donations will be made in 2023**

    The resolution of Board of Directors dated 15th of February 2023, regarding TL 55.000.000 amount of donation made to the the Ministry of Interior Disaster and Emergency Management Presidency (AFAD) to meet the needs of the region and the victims of the devastating earthquakes centered in the Kahramanmaraş province and affected 10 provinces, will be submitted to the approval of the shareholders in accordance with the announcement of the Capital Markets Board of Türkiye dated 09.02.2023 and numbered 8/174 and the upper limit for donations for 2023 will be determined in accordance with the relevant regulation and the Articles of Association of the Company.

APPENDIX 1

DIVIDEND DISTRIBUTION PROPOSAL OF THE BOARD OF DIRECTORS FOR 2022 (TL)

1. Paid-in / Issued Capital	**355.000.000,00**
2. Total Legal Reserves (According to Legal Records)	**184.398.994,49**
Information on privileges in dividend distribution, if any, in Articles of Association	None

		Based on CMB Regulations	Based on Legal Records
3.	Current Period Profit	**5.424.683.761,63**	**4.881.894.910,37**
4.	Taxes Payable (-)	(895.076.976,00)	(802.919.498,00)
5.	Net Current Period Profit	**4.331.632.300,63**	**4.078.975.412,37**
6.	Losses in Previous Years (-)	0,00	0,00
7.	Primary Legal Reserves (-)	0,00	0,00
8.	**NET DISTRIBUTABLE CURRENT PERIOD PROFIT**	**4.331.632.300,63**	**4.078.975.412,37**
9.	Donations Made During the Year	51.734,11	
10.	**Donations-Added Net Distributable Current Period Profit**	**4.331.684.034,74**	
11.	First Dividend to Shareholders		
	- Cash	755.000.000,00	
	- Stock	1.145.000.000,00	
	- **Total**	**1.900.000.000,00**	
12.	Dividend Distributed to Owners of Privileged Shares	0,00	
13.	Dividend Distributed to Members of the Board of Directors, Employees, etc.	0,00	
14.	Dividend Distributed to Owners of Redeemed Shares	0,00	
15.	**Second Dividend to Shareholders**	**0,00**	
16.	Secondary Legal Reserves (-)	73.725.000,00	
17.	Statutory Reserves	0,00	
18.	Special Reserves	101.090.343,00	
19.	**EXTRAORDINARY RESERVES**	**2.256.816.957,63**	**2.004.160.069,37**
20.	Other Distributable Resources		
	- Previous Year's Profit		
	- Extraordinary Reserves		
	- Other Distributable Reserves as per the Law and the Articles of Association		

DIVIDEND RATIO TABLE

NET	GROUP	TOTAL DIVIDEND AMOUNT		TOTAL DIVIDEND AMOUNT / NET DISTRIBUTABLE PROFIT	DIVIDEND PER SHARE FOR 1.-TL NOMINAL VALUE	
		CASH (TL)	SHARES (TL)	RATIO (%)	AMOUNT (TL)	SHARE (%)
NET	A	287.112,68	483.802,82	0,02	5,139437	513,9437
	B	679.212.887,32	1.144.516.197,18	42,10	5,139437	513,9437
	TOTAL	**679.500.000,00***	**1.145.000.000,00**	**42,12**	**5,139437**	**513,9437**

(*) TL 755.000.000 gross cash dividend

APPENDIX 2

CVs OF THE INDEPENDENT BOARD MEMBER CANDIDATES

Hasan Emre Aydın

Having graduated with a BA degree in economics from Middle East Technical University, Mr. Hasan Emre Aydın completed an MBA and a degree in International Trade from the Southern New Hampshire University. He began his banking career at Societé Generale SA at Corporate Credit and Marketing Division in 1992. He then assumed various positions for corporate and financial institutions in the marketing, foreign trade, cash management, e-banking and investment banking lines at Citibank NA, ABN AMRO NV and the Royal Bank of Scotland PLC. He held a position of Deputy General Manager as well as Board memberships, with responsibilities for the Eastern Europe, Middle East, and Africa regions. He implemented a number of projects which were recognized with a number of international awards, including the long-term financing of banks, by using the method of deriving Asset-Backed Securities collateralized by credit cards debt, letter of credits based on foreign sales of companies, receivables and commodity stocks, optimization of technology and banking services to increase the efficiency of cash flows of globally operating Turkish companies, digitalization of corporate banking services and entered cooperation with a number of international technology platforms to provide SMEs with access early collection opportunities. He served as the CEO of Ubiq and Dataplan, which had operations in US and UK based supply chains, and receivable financing since 2015. In 2019, he joined the Financial Technology Venture Company, Faturalab, and Elsan Elektrik Companies, family companies, as a member of the Board of Directors, providing companies with working capital optimization and easy access to finance. On 20 March 2020, Mr. Aydın was appointed to the Board of Directors of İş Investment where he also serves as the Chair of the Risk Committee and as a member of theAudit Committee.

Prof. Dr. Ali Hakan Kara

Having graduated with a Bachelor degree in Electrical and Electronics Engineering from Middle East Technical University, Ali Hakan Kara completed his MA degree in Economics at Bilkent University and Ph.D. degree in Economics at New York University. He began his career at Central Bank of Republic of Turkey (CBRT) in 2002. After holding various managerial positions he became General Manager of Research and Monetary Policy between 2008-2012 and Chief Economist between 2012-2019. He played a leading role in the analysis, design, and implementation of monetary and macroprudential policies in Turkey in the called period. Then he became Assistant Professor in Economics in 2012. He gave lectures at New York University and Middle East Technical University while invited to numerous academic conferences, panels and international conferences as lecturer. His research works deal with Turkish Economy and Monetary Policy published by many reviews and books which referred by more than 2.000 researchs. He served as an editor of Central Bank Review and a member of the management committee of the International Journal of Central Banking and member of the board of trustee of ODTÜ Parlar Vakfı. Ali Hakan Kara, who had joined Bilkent University as Professor of Monetary Policy and Financial Markets Practice at Department of Economics in February 2020, teaching on Monetary Economics, Turkish Economy and Financial Markets. Mr.Kara was elected to the Board of Directors of IS Investment as an Independent Board Member in March 20, 2020 where he has been serving as Chair of the Audit Committee.

İzzet Selim Yenel

İzzet Selim Yenel entered the Ministry of Foreign Affairs (MFA) in 1979. His first posting was to represent the Turkish Delegation to the OECD in Paris between 1981 and 1984. After serving at the Turkish Embassy in Kabul, Turkey, he returned to the Ministry of Foreign Affairs and was appointed to the United Nations delegation to represent Turkey in New York (1988-1992). Mr. Yenel, who served in Turkey's delegation to the European Union in Brussels between 1994 and 1999, returned to Ankara and dealt with EU issues until the beginning of Turkey's accession process (1999-2005). Subsequently, in December 2005, he was posted to Vienna as an Ambassador until October 2009 when he returned to Ankara as Deputy Under-Secretary for Bilateral Political Affairs and Public Diplomacy. Between December 2011 and January 2017, he was posted as an Ambassador and Permanent Delegate of Turkey to the European Union. Upon his return to Ankara, he became the Undersecretary at the Ministry of EU Affairs until July 2018 when the Ministry for EU affairs merged with the Foreign Ministry. In 2019 he was appointed as First Deputy Secretary General at the Black Sea Economic Cooperation (BSEC) Organization. In January 2020 he became President of Global Relations Forum. Mr. Yenel, the writer of a sciencefiction book and also the writer of a book on relations between the EU and Türkiye, was elected to the Board of Directors of İş Investment as an Independent Member on March 20, 2020 where he also serves as the Chair of the Corporate Governance Committee and as a member of the Audit Committee.

APPENDIX 3

İŞ YATIRIM MENKUL DEĞERLER ANONİM ŞİRKETİ
AMENDMENT OF ARTICLES OF ASSOCIATION

Old Version	New Version
CAPITAL AND TYPE OF STOCKS **Article 6** - The Company has adopted registered capital system as per the provisions of the Capital Markets Law, and has started to implement the authorization, dated 24.12.2009, dated 37/1096, of the Capital Markets Board.	**CAPITAL AND TYPE OF STOCKS** **Article 6** - The Company has adopted registered capital system as per the provisions of the Capital Markets Law, and has started to implement the authorization, dated 24.12.2009, dated 37/1096, of the Capital Markets Board.
The upper limit of registered capital of the Company amounts to TL 750.000.000.- (Seven Hundred and Fifty Million Turkish Liras), and the said capital has been divided into 750.000.000 (Seven Hundred and Fifty Million) shares each having a nominal value of TL 1 (One Turkish Lira).	The upper limit of registered capital of the Company amounts to TL 3.000.000.000.- (Three Billion Turkish Liras), and the said capital has been divided into 3.000.000.000 (Three Billion) shares each having a nominal value of TL 1 (One Turkish Lira).
The authorization for the registered capital upper limit granted by the Capital Markets Board shall be valid and effective for the period between 2018-2022 (5 years). Even in the event that the upper limit of the registered capital, for which authorization has been granted, could not be achieved as of 2022, in order for the board of directors' adoption of a resolution for the increase of the capital after 2022, it shall be mandatory to obtain authorization for a further period from the general assembly by obtaining authorization from the Capital Markets Board for the previously authorized upper limit or for a further upper limit. In the event that such authorization could not be obtained, then the Company can not increase its capital by a board of directors resolution.	The authorization for the registered capital upper limit granted by the Capital Markets Board shall be valid and effective for the period between 2023-2027 (5 years). Even in the event that the upper limit of the registered capital, for which authorization has been granted, could not be achieved as of 2027, in order for the board of directors' adoption of a resolution for the increase of the capital after 2027, it shall be mandatory to obtain authorization for a further period from the general assembly by obtaining authorization from the Capital Markets Board for the previously authorized upper limit or for a further upper limit. In the event that such authorization could not be obtained, then the Company can not increase its capital by a board of directors resolution.
The issued capital of the Company amounts to TL 355.000.000 (Three Hundred Fifty Five Million Turkish Liras) which has been fully paid-up. The mentioned capital has been divided into 355.000.000 (Three Hundred Fifty Five Million) shares each having a value of TL 1.00- (One Turkish Lira). 150.000 (One Hundred Fifty Thousand) of those shares comprise of Group (A), and 354.850.000 (Three Hundred Fifty Four Million Eight Hundred Fifty Thousand) of the same comprise of Group (B) shares.	The issued capital of the Company amounts to TL 355.000.000 (Three Hundred Fifty Five Million Turkish Liras) which has been fully paid-up. The mentioned capital has been divided into 355.000.000 (Three Hundred Fifty Five Million) shares each having a value of TL 1.00- (One Turkish Lira). 150.000 (One Hundred Fifty Thousand) of those shares comprise of Group (A), and 354.850.000 (Three Hundred Fifty Four Million Eight Hundred Fifty Thousand) of the same comprise of Group (B) shares.
In case of capital increase, no Group (A) shares may be created, but Group (B) shares shall be issued to represent such increased capital.	In case of capital increase, no Group (A) shares may be created, but Group (B) shares shall be issued to represent such increased capital.
Group (A) shares are registered shares, and Group (B) shares are bearer shares.	Group (A) shares are registered shares, and Group (B) shares are bearer shares.
In respect of share transfers, no restriction shall be applicable in accordance with the provisions prescribed by the Capital Markets Legislation.	In respect of share transfers, no restriction shall be applicable in accordance with the provisions prescribed by the Capital Markets Legislation.
Share transfers are subject to the provisions of the Turkish Commercial Code and Capital Markets Law.	Share transfers are subject to the provisions of the Turkish Commercial Code and Capital Markets Law.
The provisions of the second sentence of the second paragraph of article 497 of the Turkish Commercial Code and of paragraph 3 thereof are hereby reserved.	The provisions of the second sentence of the second paragraph of article 497 of the Turkish Commercial Code and of paragraph 3 thereof are hereby reserved.
The foregoing provisions shall apply to all shares including bearer shares which are monitored as registered.	The foregoing provisions shall apply to all shares including bearer shares which are monitored as registered.
The provisions of article 379 et seq. of the Turkish Commercial Code and of the Capital Markets Law governing acquisition of own shares by the Company are hereby reserved.	The provisions of article 379 et seq. of the Turkish Commercial Code and of the Capital Markets Law governing acquisition of own shares by the Company are hereby reserved.
In the event that preemptive rights have been exercised, then the remaining shares, or in the event that exercise of the preemptive rights are subject to any restriction, then all recently issued shares shall be offered to public pursuant to the provisions of the Capital Markets Legislation, at market price, not to be less than the nominal value.	In the event that preemptive rights have been exercised, then the remaining shares, or in the event that exercise of the preemptive rights are subject to any restriction, then all recently issued shares shall be offered to public pursuant to the provisions of the Capital Markets Legislation, at market price, not to be less than the nominal value.
The Board of Directors shall be entitled to increase the issued capital by issuing new shares up to the registered upper limit of the capital, in accordance with the provisions of the Capital Markets Law. Resolutions adopted by the Board of Directors regarding capital increases shall be announced to the public by virtue of material disclosures.	The Board of Directors shall be entitled to increase the issued capital by issuing new shares up to the registered upper limit of the capital, in accordance with the provisions of the Capital Markets Law. Resolutions adopted by the Board of Directors regarding capital increases shall be announced to the public by virtue of material disclosures.
Provisions of the Capital Markets Legislation governing requirements, authorizations, notifications and declarations pertaining to the transfer of shares as well as any and all rights associated therewith and to changes to the shareholding structure of the company are hereby reserved.	Provisions of the Capital Markets Legislation governing requirements, authorizations, notifications and declarations pertaining to the transfer of shares as well as any and all rights associated therewith and to changes to the shareholding structure of the company are hereby reserved.
The shares representing the capital shall be monitored as registered.	The shares representing the capital shall be monitored as registered.