

INFORMATIVE DOCUMENT
(PREPARED AS PER THE CORPORATE GOVERNANCE COMMUNIQUE)

1. Shareholder Structure as of 27 February 2023

Shareholder	Privilege	Share amount and voting right
Türkiye İş Bankası A.Ş.	Unprivileged	27,384,333,467
	Privileged(*)	100,000,000
Anadolu Anonim Türk Sigorta Şirketi	Unprivileged	8,600,000,000
Milli Reasürans T.A.Ş.	Unprivileged	429,999,942
Publicly Held	Unprivileged	6,485,666,591
Total		43,000,000,000

(*) Out of 43,000,000,000 shares representing the capital in the amount of TRY 430,000,000, 100,000,000 are Class A and the remaining 42,900,000,000 are Class B shares. As at the date of balance sheet, all of Class A shares are held by the Company's shareholder, Türkiye İş Bankası A.Ş. (İsbank). Holders of Class A shares are not granted any privileges apart from the nomination of the Board of Directors. Seven members of the Board of Directors are elected by the General Assembly from amongst candidates nominated by Class A shareholders, and four from amongst those nominated by Class B shareholders. The Company's Articles of Association do not allow to issue of new Class A shares in Capital increases.

2. Information about the Changes in the Management and Activities Which Will Influence Our Company and Our Associate

Within the knowledge of Anadolu Hayat Emeklilik (Company) there is and will be no change in the management and activities which pertain to the Company and the Company's associate.

3. Information about the Requests of Shareholders for Inclusion of New Articles into the Agenda

Such a request has not been conveyed for the Ordinary General Assembly where the activities pertaining to the year 2022 will be discussed.

4. Information about the Changes in the Articles of Association That Will Take Place on the Agenda Of The General Assembly

There is no change in the articles of association that will take place on the agenda of the Ordinary General Assembly for the year 2022.

5. Informing the General Assembly about the Appointment to the Board of Directors

At the meeting of our Board of Directors held on March 15, 2022, the legal permission process of Mr. Murat Atalay, who was decided to be appointed as the General Manager of our Company, was completed in accordance with the Insurance and Private Pension legislation, and he was appointed as the General Manager as of April 1, 2022. In accordance with the Insurance and Private Pension legislation, Mr. Murat Atalay also serves as a natural member of our Board of Directors for taking office as the CEO.

6. Background of the Independent Board Member Nominees

Şebnem Ergün, Attorney at Law and Arbitrator Director (Independent)

Şebnem Ergün received her law degree in 1986 at Ankara University Faculty of Law. After completing her law internship, she started her professional carrier as an Assistant Legal Expert at the Capital Markets Board of Turkey (CMB) in 1988. Later she was promoted to Legal Expert and Senior Legal Expert posts, respectively and also served as the Deputy Head of the Corporate Finance Department for three years. After her retirement from the CMB in 2008, she started to provide services on her specialized areas such as Capital Markets Law, Corporate Law, M&A and Corporate Finance to publicly traded companies/holdings, companies who intend to go public, Capital Market Institutions, individual and institutional investors as a Legal Consultant and Attorney-at-Law. She was registered in the mediators list of the Ministry of Justice in 2017. She has Capital Market Activities Level 3 License, Corporate Governance Rating License, Residential Real Estate Appraisal License, Derivative Instruments License and Credit Rating License. She has served as a board member of Turkish Capital Markets Association for two periods. She was a member of the Advisory Board during the establishment phase of İstanbul Arbitration Center. She is an independent board member of Gimat Real Estate Investment Company Inc. She has been elected as a Board Director of Anadolu Hayat Emeklilik on 26 March 2018.

Dr. Ahmet D. Erelçin Director (Independent)

Dr. Erelçin received his B.A. degree in Business Administration at the University of Istanbul, M.Sc. degree in Accounting & Finance at LSE and his Ph.D. in Business & Economics at Lehigh University. Having 28 years of experience in Turkish Capital Markets, Dr. Erelçin started his career in banking at İktisat Bankası. Dr. Erelçin later worked at Treasury, Investment Banking and Asset Management departments of Garanti Bankası, Interbank and Finansbank. After appointed to Demir Yatırım General Manager in 1997, Dr. Erelçin was appointed as the General Manager of HSBC Investments in 2000 and served as a member of the Executive Committee of HSBC Turkey in charge of its Brokerage and Asset Management subsidiaries. In 2008, Dr. Erelçin established the Turkish desk of HSBC Principal Investments and invested in Turkish companies utilizing HSBC's equity. During this period, Dr. Erelçin represented HSBC at the boards of its portfolio companies, Havaş and TGS. After ending his active professional career in banking, Dr. Erelçin started lecturing in finance courses at the Graduate Business Schools of Koç and Özyeğin Universities. Dr. Erelçin sits at the Board of Directors of Darüşşafaka Society and its various commissions. He is currently a member of the Advisory Board at Lycian Capital. He has been elected as a Board Director of Anadolu Hayat Emeklilik on 26 March 2018.

M. Elif Germirli Director (Independent)

M. Elif Germirli graduated from the Chemical Engineering Department of Boğaziçi University in 1990 and received her MBA in finance from Columbia University in the USA. She has held various positions in a number of departments at Citibank İstanbul including the capital markets and corporate finance departments until 2000. After working as a Director in the Global Securitized Markets at Citigroup in London between 2000 and 2007, the last position Elif Germirli held with the Citigroup was as a Director of Real Estate Finance for CEEMEA region. From 2008 to 2018, she worked for Tahincioğlu Holding as a Deputy Managing Director, CFO, and CEO respectively. Elif Germirli worked as an Auditor at the Council of Shopping Centers-Turkey and still serves as a Board Member at Germirli Turizm ve Ticaret A.Ş. Elif Germirli has been elected as a Board Director of Anadolu Hayat Emeklilik on 21 March 2019.

Murat Bolat
Director (Independent)

He holds a bachelor's degree from Ankara University, Faculty of Political Sciences, Department of Economics and a postgraduate degree from Exeter University, Finance and Investment Department in England. Murat Bolat has 30 years of experience in the financial markets. He worked as a manager in Borsa Istanbul between 1990-2013. He served as a consultant and board member in the institutions of Eurasian and Eastern European country exchanges. Within the scope of ICMA and IIFM joint working committee membership, he worked in the Sukuk issue and secondary market project in Gulf countries, London and Brussels. He continued his carrier in Private Equity Fund business after his resignation from Borsa Istanbul. Within the scope of Private Equity Funds secondary transactions in the US and European markets, he contracted with NYPPEX, Rainmaker Securities and New Rye Securities in trading and transfer administration of private interests (i.e. secondary of private funds and shares of private companies). He currently advises companies and institutions resident in the United States and Turkey. Mr. Bolat holds various certificates and documents from institutions such as the Chicago Board of Option Trading (CBOT) and The Financial Industry Regulatory Authority (FINRA). He has been elected as a Board Director of Anadolu Hayat Emeklilik on 23 March 2020.