



TÜRKİYE GARANTİ BANKASI A.Ş.

US\$12,000,000,000

Global Medium Term Note Programme

This supplement (this “*Supplement*”) is supplemental to, and must be read in conjunction with, the Base Prospectus dated 22 May 2025 (the “*Original Base Prospectus*”, and as supplemented on 1 September 2025 and on 3 November 2025, the “*Base Prospectus*” which also serves as the “*Listing Particulars*”) prepared by Türkiye Garanti Bankası A.Ş. (the “*Issuer*” or the “*Bank*”) under the Issuer’s global medium term note programme. Capitalised terms used but not otherwise defined herein shall have the meaning ascribed thereto in the Base Prospectus. Application has been made to the Irish Stock Exchange plc trading as Euronext Dublin (“*Euronext Dublin*”) for the approval of this Supplement as a supplement to the Listing Particulars (this “*Listing Particulars Supplement*”). Except where expressly provided or the context otherwise requires, where Notes with a maturity of less than one year are to be admitted to trading on the regulated market of Euronext Dublin, references herein to this “*Supplement*” shall be construed also to be references to this “*Listing Particulars Supplement*” and references herein to the “*Base Prospectus*” shall be construed also to be references to the “*Listing Particulars*.”

This Supplement has been approved by the Central Bank of Ireland as competent authority under Regulation (EU) No. 2017/1129 (as amended, the “*Prospectus Regulation*”). The Central Bank of Ireland only approves this Supplement as meeting the standards of completeness, comprehensibility and consistency imposed by the Prospectus Regulation and such approval should not be considered as an endorsement of the Issuer or the quality of the Notes and investors should make their own assessment as to the suitability of investing in the Notes. This document constitutes a supplement for the purposes of Article 23(1) of the Prospectus Regulation and has been prepared and published for the purposes of increasing the Programme Size from US\$7,500,000,000 to US\$12,000,000,000 and incorporating into the Base Prospectus the Group’s and the Issuer’s latest financial statements and updating certain provisions of the Base Prospectus. As a result, modifications to the Base Prospectus are hereby being made.

A copy of each of: (a) the consolidated BRSA Financial Statements of the Group as of and for the nine-month period ended 30 September 2025 (including any notes thereto and the independent auditor’s review report thereon, the “*Group’s New BRSA Financial Statements*”) and (b) the unconsolidated BRSA Financial Statements of the Issuer as of and for the nine-month period ended 30 September 2025 (including any notes thereto and the independent auditor’s review report thereon, the “*Issuer’s New BRSA Financial Statements*” and, with the Group’s New BRSA Financial Statements, the “*New BRSA Financial Statements*”) has been filed with the Central Bank of Ireland and Euronext Dublin and, by means of this Supplement, is incorporated by reference into, and forms part of, the Base Prospectus. Copies of the New BRSA Financial Statements can be obtained without charge from the registered office of the Issuer and from the Issuer’s website at: (i) with respect to the Group’s New BRSA Financial Statements, https://www.garantibbvainvestorrelations.com/en/images/pdf/30_September_2025_Consolidated_Financial_Report.pdf and (ii) with respect to the Issuer’s New BRSA Financial Statements https://www.garantibbvainvestorrelations.com/en/images/pdf/30_September_2025_Unconsolidated_Financial_Report.pdf (such websites do not, and shall not be deemed to, constitute a part of, nor are incorporated into, this Supplement or the Base Prospectus). The New BRSA Financial Statements, which are in English, were prepared as convenience translations of the corresponding Turkish language BRSA Financial Statements (which translations the Issuer confirms are direct and accurate). The New BRSA Financial Statements were not prepared for the purpose of their incorporation by reference into the Base Prospectus.

The New BRSA Financial Statements were reviewed by independent auditors Güney Bağımsız Denetim ve Serbest Muhasebeci Mali Müşavirlik A.Ş., a member firm of Ernst & Young Global Limited (“*EY*”). With respect to each of the BRSA Interim Financial Statements (as defined below), EY has (inter alia) reported that they applied limited procedures in accordance with professional standards for review of such information; however, their report therein states that they did not audit and they do not express an opinion on interim financial information contained within the BRSA Interim Financial Statements. Accordingly, the degree of reliance upon their report on such information should be restricted in light of the limited nature of the review procedures applied. The financial information in the New BRSA Financial Statements is subject to any adjustments that might be necessary as a result of the audit process to be undertaken in respect of the full financial year.

In addition, this Supplement sets out in the attached pages a “*Recent Developments*” section relating to the New Financial Statements and additional information, which section shall, from the date hereof, form part of, and be incorporated into, the Base Prospectus. Statements contained herein (or in the New BRSA Financial Statements incorporated by reference into the Base Prospectus by means of this Supplement) shall, to the extent applicable and whether expressly, by implication or otherwise, modify or supersede statements set out in, or previously incorporated by reference into, the Base Prospectus. Any statement so modified or superseded shall not, except as so modified or superseded, constitute a part of the Base Prospectus. Where there is any inconsistency between the information contained in (or incorporated by reference into) the Base Prospectus and the information contained herein (or incorporated by reference into the Base Prospectus by means of this Supplement), the information contained herein (or incorporated by reference into the Base Prospectus by means of this Supplement) shall prevail.

Other than to the extent described in “*Risk Factors—Risks Relating to Türkiye*” and “*Risk Factors—Risks Relating to the Group and its Business*” in the Base Prospectus (as supplemented hereby), there has been: (a) no material adverse change in the prospects of the Issuer since 31 December 2024, (b) no significant change in the financial performance of the Group since 30 September 2025 and (c) no significant change in the financial position of the Group since 30 September 2025.

The Issuer accepts responsibility for the information contained in this Supplement or incorporated by reference into the Base Prospectus by means of this Supplement. To the best of the knowledge of the Issuer, the information in (including incorporated by reference into) the Base Prospectus (as supplemented hereby) is in accordance with the facts and makes no omission likely to affect the import of such information.

To the full extent permitted by law, none of the Dealers, the Arrangers, the Agents or any of their respective affiliates accept any responsibility for the information contained in this Supplement or incorporated by reference into the Base Prospectus by means of this Supplement.

RECENT DEVELOPMENTS

Hyperinflation

This subsection should be read together with the section titled “Presentation of Financial and Other Information”, “Risks Relating to Türkiye—Economic Conditions—Inflation – Türkiye’s economy is subject to significant inflationary pressures” and “Appendix A—Overview of Differences Between IFRS and the BRSA Principles—Hyperinflationary Accounting” in the Base Prospectus.

In accordance with the BRSA Principles, the Bank has not applied the requirements of TAS 29 in the New Financial Statements and financial information has been presented on an unadjusted basis. As of the date of this Supplement, the BRSA has not made any further announcements on if or when TAS 29 will be applied by the BRSA under the BRSA Principles although it was stated that TAS 29 will not be applied in 2025. The Bank closely monitors the application of TAS 29 but cannot predict if or when TAS 29 will be applied by the BRSA under the BRSA Principles and therefore cannot predict the impact that the application of TAS 29 and related adjustments and reclassifications will have on its future financial statements, results of operations and financial condition.

Turkish Political Environment

This subsection should be read together with the section titled “Risk Factors—Political Conditions—Political Developments – Political developments in Türkiye might negatively affect the Group’s business, financial condition and/or results of operations” in the Base Prospectus.

In addition to the several ongoing legal proceedings against Ekrem İmamoğlu, in October 2025, a new criminal investigation was initiated against Ekrem İmamoğlu on allegations of political espionage. The investigation concerns the alleged unlawful collection and transfer of personal data belonging to Istanbul residents and purported cooperation with a businessman reportedly carrying out intelligence activities on behalf of foreign governments. Ekrem İmamoğlu has publicly denied the allegations, characterising them as politically motivated. While the legal proceedings involving Ekrem İmamoğlu are ongoing and their outcome remains uncertain, such developments resulted in political unrest, widespread protest and demonstrations, as well as instability in Turkish financial market.

The 38th Ordinary Congress of the Republican People’s Party (*Cumhuriyet Halk Partisi*) (“CHP”) took place on 4–5 November 2023. Following the congress, legal proceedings were initiated, alleging procedural irregularities including electoral fraud, seeking annulment of the congress on the basis of “absolute nullity”. On 24 October 2025, the court dismissed the principal case seeking annulment of the congress. In addition to the principal case, separate lawsuits have been filed challenging the validity of various provincial congresses of the CHP. On 2 September 2025, a court removed the CHP’s elected Istanbul provincial leadership, citing alleged irregularities in the party’s 2023 congress, and appointed an interim trustee. These developments resulted in political unrest, protests and demonstrations, as well as volatility in Turkish financial markets. It is uncertain whether the social and political environment in Türkiye may further deteriorate and to what extent the volatility in Turkish financial markets may persist. Any adverse developments with respect to such matters may have significant negative impact on the political and economic environment in Türkiye (including the value of the Turkish Lira, international investors’ willingness to invest in Türkiye, the cost of financing and domestic demand) and thus have a material adverse effect on the Group’s business, financial condition, prospects and/or results of operations.

On 25 September 2025, President Erdoğan met with the U.S. President Trump and discussed the potential lifting of the Countering America’s Adversaries Through Sanctions Act (“CAATSA”) sanctions imposed following Türkiye’s purchase of the Russian S-400 system and Türkiye’s possible reinstatement into the F-35 fighter jet program. The discussions also addressed Türkiye’s energy trade with Russia, including the potential reduction of oil imports. While these developments may signal a temporary improvement in bilateral relations, their longer-term implications remain uncertain and could have a material impact on Türkiye’s external position and, indirectly, on the Group’s business and financial condition.

Conflict in the Region

This subsection should be read together with the section titled “Risk Factors—Risks Relating to Türkiye—Terrorism and Conflicts – Türkiye and its economy are subject to external and internal unrest and the threat of terrorism” in the Base Prospectus.

On 13 October 2025, Israel and Hamas reached a ceasefire agreement brokered by Egypt, Qatar, Türkiye and the United States. While the ceasefire has temporarily halted active hostilities, its long-term sustainability remains uncertain amid concerns regarding governance, humanitarian conditions and security in Gaza. Türkiye’s trade embargo on Israel and the additional port and airspace restrictions announced on 29 August 2025, remain in effect, and any reversal or further tightening of such measures could influence regional trade flows and financial conditions. A renewed breakdown of the ceasefire or escalation of hostilities could adversely affect energy prices, shipping routes and investor sentiment, any of

which may negatively impact the Turkish economy and, consequently, the Group's business, financial condition and results of operations.

Management

This subsection should be read together with the section titled "Management" in the Base Prospectus.

Set forth below is the public disclosure of material events dated 21 November 2025:

Mr. Aydın Güler, who is the Executive Vice President in charge of Finance and Treasury decided to leave his position. Mr. Kemal Atıl Özus will assume these responsibilities and shall become the Executive Vice President in charge of Finance and Treasury upon completion of mandatory legal procedures and obtaining of all necessary regulatory approvals.

Turkish Banking System

This subsection should be read together with the section titled "The Turkish Banking Sector" in the Base Prospectus.

The following table shows key indicators for deposit-taking banks in Türkiye as of (or for the period ended on) the indicated dates.

	As of (or for the year ended) 31 December 2024	As of (or for the nine months ended) 30 September 2025
	(TL millions, except percentages)	
Balance sheet		
Loans	13,730,007	17,992,922
Total assets.....	28,115,051	37,022,835
Customer deposits	17,124,653	22,334,372
Shareholders' equity	2,405,092	3,043,463
Income statement		
Net interest income	782,876	929,094
Net fees and commission income	602,112	642,691
Total income	1,258,175	1,462,450
Net Profit	505,793	516,378
Key ratios		
Loans to customer deposits ratio	80.2%	80.6%
Net interest margin ⁽¹⁾	3.9%	4.6%
Return on average shareholders' equity ⁽²⁾	24.4%	25.8%
Capital adequacy ratio	19.2%	18.0%

Source: BRSA monthly bulletin (www.bddk.org.tr)

- (1) Calculated as net interest income/(expense) as a percentage of the average interest-earning assets (securities, performing loans and other interest-earning assets) for the applicable period as reported in the BRSA monthly bulletin.
- (2) Calculated as profit as a percentage of the average shareholders' equity for the applicable period as reported in the BRSA monthly bulletin.

The following table shows key indicators for deposit-taking banks in Türkiye as of (or for the period ended on) the indicated dates:

	As of and for the Twelve Months Ended 31 December 2024	Nine Months Ended 30 September 2025
Loan Growth	37.8%	31.0%
TL	30.1%	28.3%
FC ⁽¹⁾	56.2%	36.5%
Customer Deposit Growth	28.4%	30.4%
TL	40.6%	23.4%
FC ⁽¹⁾	(8.5)%	22.4%
Securities Growth	34.8%	29.1%
TL	49.0%	28.1%
FC ⁽¹⁾	(3.0)%	11.0%
NPL Ratio	1.9%	2.5%
Capital adequacy ratio (CAR)	19.2%	18.0%
TL Loan – Deposit Spread	1.5%	4.4%
Return on tangible equity (RoTE)	24.4%	25.8%

Source: BRSA monthly bulletin (www.bddk.org.tr), based on the BRSA's calculations of such figures.

(1) Calculated in USD terms.

The remainder of this section should be read together with the section entitled “Management’s Discussion and Analysis of Financial Condition and Results of Operations” in the Base Prospectus.

Turkish Economy and Political Developments

The following table provides certain macroeconomic indicators for Türkiye, including real GDP growth, inflation rates and the Central Bank’s overnight Turkish Lira policy rate for the indicated periods:

	As of or for the year ended 31 December	As of or for the nine months ended 30 September
	2024	2025
Nominal GDP at current prices (<i>TL millions</i>)	44,587,225	57,629,798
Real GDP growth in Turkish Lira	3.2%	3.7%
(Deficit)/surplus of consolidated budget/GDP ⁽¹⁾	(4.7)%	(3.9)%
CPI ⁽²⁾	44.4%	33.3% ⁽⁵⁾
Producer Price Inflation ⁽²⁾	28.5%	26.6%
Central Bank overnight Turkish Lira borrowing interest rate, period-end	46.0%	39.0%
Central Bank one week Turkish Lira repo rate/policy rate, period-end ⁽³⁾	47.5%	40.5%
Refinancing rate of the Central Bank, period-end	49.0%	43.5%
Central Bank late liquidity window lending interest rate, period-end	52.0%	46.5%
Central Bank weighted average cost of funding, period-end	48.1%	40.5%
Depreciation of the Turkish Lira against the U.S. dollar ⁽⁴⁾	(16.6)%	(15.0)%
CPI-based real effective exchange rate appreciation (depreciation) (2003=100)	21.6%	(2.2)%
Gross gold and international currency reserves, period-end (<i>U.S. dollars, millions</i>)	155,057	182,953

Sources: TurkStat (for nominal GDP at current prices, real GDP growth and inflation), Turkish Treasury, General Directorate of Public Accounts (for deficit/surplus of consolidated budget) and Central Bank (for reference overnight borrowing interest rate, refinancing rate, nominal appreciation (depreciation) of the Turkish Lira against the U.S. dollar, real effective exchange rate and total gross gold and international currency reserves).

- (1) This figure is the sum of the budget deficit as of each month-end date for the 12-month period over the sum of the GDP amounts as of each quarter-end date for the four consecutive quarters ended on the last day of the applicable period.
- (2) Annual percentage change of the applicable index.
- (3) The Central Bank announces the weekly repo lending rate as the reference rate.
- (4) Based upon the Turkish Lira indicative exchange rate for purchases of U.S. dollars announced by the Central Bank effective as of the last day of the period.
- (5) For the last twelve months ended 30 September 2025.

As of 30 September 2025, real GDP growth reached 3.7% compared to 3.2% as of 31 December 2024. The Bank expects GDP growth to be around 3.7% for full year 2025, reflecting a modest moderation in economic activity during the third financial quarter, alongside continued resilience in global economic conditions and an anticipated easing of financial conditions.

As of 30 September 2025, CPI reached 33.3% compared to 44.4% as of 31 December 2024, mainly due to a slowdown in core inflation and easing food inflation, supported by a deceleration in the fresh food category. On 7 November 2025, the Central Bank published an inflation report forecasting inflation rates to be between 31% to 33% at the end of 2025, and 16% and 9%, at the end of 2026 and 2027, respectively. The Bank’s management expects annual inflation to decelerate to approximately 32.5% by December 2025 with favourable base effects and to reach approximately 23% by December 2026. These expectations are subject to upside risks, primarily stemming from elevated inflation expectations and persistent inflation. These expectations assume that (i) uncertainty regarding global financial markets fades somewhat compared to the previous period, (ii) the global growth outlook will remain consistent with past projections and (iii) the monetary policy will remain tight until a significant and sustained decline in the underlying trend of monthly inflation is observed. In light of the Central Bank’s recent communications and taking into account the potential for elevated risk premium levels going forward, the Bank expects that the Central Bank may maintain the real rate (i.e., the policy rate adjusted to remove the effects of inflation) at a level of approximately 4 to 5 percentage points through the end of 2025. Considering the more cautious tone of communication at the last MPC meeting, the Bank anticipates continued policy rate reductions at each forthcoming meeting. However, the magnitude of such cuts is expected to moderate following the October MPC meeting. Consequently, the Bank projects reduced cuts to 100 basis points in December, resulting in an anticipated policy rate of 38.5% by the end of 2025.

The budget deficit to GDP ratio reduced to 3.9% as of 30 September 2025, compared to 4.7% for the year ended 31 December 2024, primarily as a result of decreased non-interest expenditures. The Bank expects that the budget deficit to GDP ratio will be around 3.6% by the end of 2025, in line with the Government’s Medium Term Program projections.

Summer tourism revenues, a favourable EUR/USD exchange rate, weaker domestic demand, improved activity outlooks in the EU driven by defence and infrastructure spending, and the recent retreat in oil prices following June's rise could all support the current account balance. Accordingly, the Bank expects the current account deficit to be around US\$ 18 billion (1.2% of GDP) in 2025 and around 1.5% of GDP in 2026 with upside risks. However, uncertainty over the durability of the ceasefire between Israel and Iran poses a short-term risk to this forecast, as it may put upward pressure on energy prices.

Impact on Asset Quality. NPLs are particularly sensitive to economic conditions and this remains a key area of focus for the Bank given its strong loan growth and macroeconomic conditions in Türkiye. As of 31 December 2024 and 30 September 2025, the Group's NPL ratio for its entire loan portfolio was 2.1% and 2.8%, respectively, with an NPL ratio for its retail loan portfolio of 1.8% and 3.9%, respectively, as of such dates and an NPL ratio for its commercial and corporate loan portfolio of 2.3% and 2.1%, respectively, as of such dates. During 2024 and the first nine months of 2025, the Group had TL 17.8 billion and TL 17.3 billion of write-downs and write-offs, respectively, accounting for a 0.95% and 0.65% decline in the NPL ratio, respectively (*i.e.*, the NPL ratio would have been higher by such amount had such write-downs and write-offs not occurred). In 2024, NPLs amounting to TL 9,960,043 thousand were sold. In the first nine months ended 30 September 2025, NPLs amounting to TL 9,384,407 thousand were sold. The effect of NPL sales on the NPL ratio was to reduce it by 0.5% in 2024 and 0.3% in the first nine months of 2025 (*i.e.*, the NPL ratios for such periods would have been higher by such amounts had such sales not occurred).

The Stage 2 loans as a percentage of performing loans was 11.7% as of 31 December 2024 before decreasing to 10.2% as of 30 September 2025 (the Stage 2 loans as a percentage of total loans changed from 11.4% to 9.9% during the same period). The decrease in the first nine months of 2025 was mainly attributable to some outflows from Stage 2 Significant Increase in Credit Risk (SICR), reflecting improved repayment performance by certain individually assessed borrowers, and the denominator effect, where the growth in gross performing loans outpaced the increase in Stage 2 loans.

As of 30 September 2025, the Bank's Stage 2 loans had a foreign currency coverage ratio of 17.75% and a Turkish Lira coverage ratio of 5.74%. The following table shows the breakdown of Stage 2 loans as a percentage of total Stage 2 loans as of the indicated dates:

	As of 31 December 2024	As of 30 September 2025
	(%)	
Significant increase in credit risk	55.3	39.5
Restructured loans	26.9	35.3
Watchlist	9.7	17.8
Past due	8.0	7.7

For the nine months ended 30 September 2025, 84.26% of the significant increase in credit risk portfolio was non-delinquent and 7.00% of the significant increase in credit risk portfolio was recorded as NPL.

Loan Growth

According to bank-only BRSA weekly data, as of 30 September 2025, the Bank had a market share of 22.6% in Turkish Lira-denominated consumer loans excluding consumer credit cards, compared to its private peers. As of the same date, the Bank ranked as number one in Turkish Lira-denominated consumer loans and number two in Turkish Lira-denominated business banking loans among commercial banks, compared to its private peers.

In the first nine months of 2025, the growth in Turkish Lira-denominated performing loans was 30.9%, which was above the sector growth of 28.3%. The growth remained strong in credit card loans and consumer loans, which increased by 35.5% and 51.2%, respectively, for the same period. As of 30 September 2025, the Bank's growth in credit card loans was above the sector's growth of 33.4%, with a growth rate of 35.5%, and the Bank exceeded the sector's growth of 29.5% in consumer loans compared to the end of the previous year. The growth in Turkish Lira-denominated commercial loans was lower than other segments as demand from corporates was subdued due to expectation of rate cuts in 2025. In the first nine months of 2025, foreign currency-denominated loan growth was 27.6% with the support of increasing EUR/USD parity impact in the previous months of the year and growing contribution of international subsidiaries. As of 30 September 2025, total loans represented 59.0% of the Group's assets. Foreign-currency loan growth caps remain at 0.5% and the scope of foreign-currency loans exempted from the growth cap has been narrowed as of 1 March 2025. For example, the foreign-currency loan exemption for earthquake zones was removed, limited to machinery/equipment purchases, and now requires the submission of an invoice to the Bank.

Currency Exchange Rates

The share of Turkish Lira-denominated assets and liabilities in the Group's balance sheet were 61.2% and 55.9%, respectively, as of 31 December 2024 and 57.3% and 49.5%, respectively, as of 30 September 2025. In the first nine

months of 2025, growth remained strong driven by growth in credit cards and consumer loans. The Group's and the Bank's foreign currency net long open position ratios were 7.0% and 6.9%, respectively, as of 31 December 2024 and 6.8% and 6.7%, respectively, as of 30 September 2025. The Group had a net long open foreign currency position (including both on and off-balance sheet positions) of US\$809 million as of 31 December 2024 and US\$835 million as of 30 September 2025. In 2024 and the first nine months of 2025, derivative transactions were the primary factor in the continuing large net long open foreign currency positions, with the Group hedging its balance sheet against the possibility of the continued depreciation of the Turkish Lira.

The Group had (after considering the Group's hedging strategy and other off-balance sheet positions) net foreign exchange and derivatives gains of TL 7,348,763 thousand in 2024 and losses of TL (841,353) thousand in the first nine months of 2025. These results were principally derived from swaps and mark to market gain/loss of derivative transactions.

In the first nine months of 2025, the Turkish Lira-equivalent value of the Group's foreign currency-denominated assets, liabilities and capital increased as a result of the 20.2% depreciation of the Turkish Lira against the U.S. dollar, foreign currency loan growth and issuance of a Tier-2 bond with a nominal value of U.S.\$1.2 billion by the Bank in the first nine months of 2025.

Interest Rates and Central Bank Policy

On 11 September 2025, the MPC decided to reduce the policy rate to 40.5%. On 23 October 2025, MPC decided to further reduce the policy rate to 39.5%. The Central Bank most recently emphasised that "the step size will be reviewed prudently on a meeting-by-meeting basis with a focus on the inflation outlook", indicating that further rate cuts are likely in upcoming meetings but may be more gradual. Hence, the Bank predicts that the rate-cut pace will likely slow down after the September meeting. Accordingly, the Bank maintains its expectation of a 38.5% policy rate by the end of 2025, with planned reduced cuts to 100 basis points in December 2025.

Net Interest Margin

The following table provides the Bank's net interest margin and average spread for the indicated periods:

	As of 31 December 2024	Nine months ended 30 September 2025
Net interest margin	5.8%	6.3%
Turkish Lira assets	6.3%	7.4%
Foreign currency assets	4.5%	3.9%
Average spread		
Turkish Lira assets/liabilities	2.0%	4.4%
Foreign currency assets/liabilities	3.2%	2.5%

The following table provides the Group's net interest margin and average spread for the indicated periods:

	As of 31 December 2024	Nine months ended 30 September 2025
Net interest margin (annualised)	5.4%	6.0%
Average spread	(5.7)%	(3.1)%

In the nine months ended 30 September 2025, the Group's annualised net interest margin increased to 6.0% from 5.4% for the full year 2024. This increase was primarily driven by the beginning of the rate-cutting cycle in early 2025, which supported first-quarter net interest margin, through a decrease in funding costs. However, particularly in the second quarter of 2025, net interest margin was suppressed due to the Central Bank's longer-than-expected tight stance and heightened market competition, coupled with regulatory changes which required an increase in the share of TL deposits, which in turn kept Turkish Lira-denominated deposit costs elevated. In the third quarter of 2025, the Turkish Lira-denominated loan-time deposit spread remained stable, as the decline in Turkish Lira-denominated time deposits was slower than anticipated, reflecting the impact of regulatory measures on Turkish Lira-denominated deposits. Nevertheless, the Bank enhanced its overall margin through effective liquidity management. By increasing the use of repurchase agreements and swap transactions, the Bank generated excess Turkish Lira liquidity, which was subsequently placed in deposit facilities at higher yields.

Significant Securities Portfolio

The Group's securities portfolio in 2024 and the first nine months of 2025, accounted for 15.4% and 11.2%, respectively, of its total interest income and 11.2% and 8.3%, respectively, of its total operating profit before deducting

interest expense and fees and commissions. The Group's securities portfolio principally contains Turkish government debt securities, with more limited holdings of other securities such as corporate and foreign government debt securities. The Group's investment securities portfolio (which: (a) excludes its financial assets measured at fair value through profit or loss and (b) includes: (i) financial assets measured at fair value through other comprehensive income and (ii) financial assets measured at amortised cost) represented 14.0% and 12.6%, respectively, of the Group's total assets as of 31 December 2024 and 30 September 2025.

Key Performance Indicators

The following table sets out certain key performance indicators for the Group for the indicated dates/periods, which indicators are (among others) those used by the Group's management to manage its business:

	As of (or for the year ended) 31 December	As of (or for the nine months ended) 30 September
	2024	2025
Ratios		
Annual(ised) net interest margin	5.4%	6.0%
Annual(ised) core net interest margin	2.1%	4.2%
Net fees and commissions income/expenses as a percentage of total operating profit	33.8%	35.3%
Core banking revenue as a percentage of total assets	6.0%	5.0%
Cost-to-income ratio	46.1%	52.2%
Annual(ised) operating expenses as a percentage of average total assets	3.9%	4.6%
NPL ratio	2.1%	2.8%
Group's capital adequacy ratios		
Tier 1 capital adequacy ratio ⁽¹⁾⁽⁴⁾	16.1%	14.1%
Common equity Tier 1 capital adequacy ratio ⁽²⁾⁽⁴⁾	16.1%	14.1%
Total capital adequacy ratio ⁽³⁾⁽⁴⁾	19.8%	17.9%
Expected credit losses to NPLs	155.3%	107.0%
Annual(ised) expected credit losses to gross loans	1.5%	1.8%
Annual(ised) Return on average total assets	3.4%	3.3%
Annual(ised) Return on average shareholders' equity	31.5%	30.9%
Loan-to-deposit ratio	82.9%	85.5%
Net cumulative cost of risk	1.0%	2.5%
Net cumulative cost of risk excluding currency impact	0.8%	1.3%

- (1) The "Tier 1" capital adequacy ratio is calculated by dividing the "Tier 1" capital (after required deductions) by the aggregate of the value at credit risk, value at market risk and value at operational risk. See "—Capital Adequacy" below.
- (2) The common equity Tier 1 capital adequacy ratio is calculated by dividing the "Common Equity Tier 1" capital (after required deductions) by the aggregate of the value at credit risk, value at market risk and value at operational risk. See "—Capital Adequacy" below.
- (3) The total capital adequacy ratio is calculated by dividing: (a) the "Tier 1" capital (*i.e.*, its share capital, reserves and retained earnings) *plus* the "Tier 2" capital (*i.e.*, the "supplementary capital," which comprises expected credit losses for Stage 1 and Stage 2 assets, subordinated debt, unrealised gains/(losses) on available-for-sale assets and revaluation surplus (reduced by certain items such as leasehold improvements and intangibles)) and *minus* items to be deducted from capital (the "deductions from capital," which comprises items such as unconsolidated equity interests in financial institutions and assets held for resale but held longer than five years), by (b) the aggregate of the risk-weighted assets and off-balance sheet exposures (*i.e.*, value at credit risk), value at market risk and value at operational risk. See "—Capital Adequacy" below.
- (4) On 17 June 2021 (as revised multiple times thereafter), the BRSA announced that capital adequacy ratio calculations until such date as determined by the BRSA may be calculated using a favourable foreign exchange rate. If such measure had not been taken into account, then the Group's Tier 1, common equity Tier 1 and total capital adequacy ratios would decline to 14.7%, 14.7%, and 18.2%, respectively, as of 31 December 2024 and 12.7%, 12.7% and 16.3% respectively, as of 30 September 2025.

The calculation of the Group's annualised net interest margin for the indicated periods is as follows:

	Year ended 31 December	Nine months ended 30 September
	2024	2025
	<i>(TL thousands, except percentages)</i>	
Net interest income	126,038,499	137,849,436
Average interest-earning assets	2,327,583,438	3,088,138,919
Non-annualised net interest margin	5.4%	4.5%
Annualisation factor	1.0	1.3
Annual(ised) net interest margin	5.4%	6.0%

The calculation of the Group's annualised core net interest margin for the indicated periods is as follows:

	Year ended 31 December 2024	Nine months ended 30 September 2025
	<i>(TL thousands, except percentages)</i>	
Net interest income.....	126,038,499	137,849,436
Swap costs.....	(31,921,648)	(15,015,701)
Income from CPI-linked securities.....	(44,816,375)	(25,101,876)
Foreign currency-protected deposit scheme related remuneration	-	-
Core net interest income	49,300,476	97,731,859
Average interest-earning assets	2,327,583,438	3,088,138,919
Nonannualised core net interest margin	2.1%	3.2%
Annualisation factor	1.0	1.3
Annual(ised) core net interest margin.....	2.1%	4.2%

The calculation of the Group's net fees and commissions income/expenses as a percentage of total operating profit for the indicated periods is as follows:

	Year ended 31 December 2024	Nine months ended 30 September 2025
	<i>(TL thousands, except percentages)</i>	
Net fees and commissions income/expenses.....	97,106,674	104,410,331
Total operating profit	287,168,372	295,749,561
Net fees and commissions income/expenses as a percentage of total operating profit	33.8%	35.3%

The calculation of the Group's core banking revenue as a percentage of total assets for the indicated periods is as follows:

	Year ended 31 December 2024	Nine months ended 30 September 2025
	<i>(TL thousands, except percentages)</i>	
Net interest income.....	126,038,499	137,849,436
Swap costs.....	(31,921,648)	(15,015,701)
Income from CPI-linked securities.....	44,816,375	25,101,876
Net interest income including swap costs excluding income from CPI-linked securities	49,300,476	97,731,859
Net Fees and Commissions Income/Losses.....	97,106,674	104,410,331
Net Trading Income/Losses.....	7,227,055	161,820
Swap costs.....	31,921,648	15,015,701
Net Trading Income excluding swap costs.....	39,148,703	15,177,521
Currency Hedge	4,427,063	6,089,096
Net Trading Income excluding swap costs and currency hedge costs	34,721,640	9,088,425
Core banking revenue.....	181,128,790	211,230,615
Total assets	3,002,579,379	4,207,080,704
Core banking revenue as a percentage of total assets.....	6.0%	5.0%

The calculation of the Group's cost-to-income ratio for the indicated periods is as follows:

	Year ended 31 December 2024	Nine months ended 30 September 2025
	<i>(TL thousands, except percentages)</i>	
Net interest income.....	126,038,499	137,849,436
Net fees and commissions income/expenses	97,106,674	104,410,331
Net trading income/losses	7,227,055	161,820
Dividend income	179,401	260,741
Other income.....	58,642,268	55,098,262
Provisions for loans, provisions for marketable securities and general reserves	(58,096,119)	(60,181,579)

Total income	231,097,778	237,599,011
Personnel expenses.....	40,785,353	43,157,399
Other operating expenses	65,865,113	80,835,793
Total cost	106,650,466	123,993,192
Cost-to-income ratio	46.1%	52.2%

The calculation of the Group's annualised operating expenses as a percentage of average total assets for the indicated periods is as follows:

	Year ended 31 December 2024	Nine months ended 30 September 2025
	<i>(TL thousands, except percentages)</i>	
Personnel expenses.....	40,785,353	43,157,399
Other operating expenses	65,865,113	80,835,793
Operating expenses	106,650,466	123,993,192
Average total assets	2,740,078,680	3,632,414,591
Nonannualised operating expenses as a percentage of average total assets	3.9%	3.4%
Annualisation factor	1.0	1.3
Annual(ised) operating expenses as a percentage of average total assets	3.9%	4.6%

The calculation of the Group's NPL ratio for the indicated dates is as follows:

	As of 31 December 2024	As of 30 September 2025
	<i>(TL thousands, except percentages)</i>	
Loans.....	1,786,815,863	2,493,689,014
NPLs	39,145,869	72,147,939
Total loans	1,825,961,732	2,565,836,953
NPL ratio	2.1%	2.8%

The calculation of the Group's allowance for expected credit losses to NPLs for the indicated dates is as follows:

	As of 31 December 2024	As of 30 September 2025
	<i>(TL thousands, except percentages)</i>	
Expected credit losses (Stage 3).....	26,198,191	45,469,202
Expected credit losses (Stages 1 & 2)	34,612,392	31,716,913
Total provisions	60,810,583	77,186,115
NPLs	39,145,869	72,147,939
Expected credit losses to NPLs	155.3%	107.0%

The calculation of the Group's annualised expected credit losses to gross loans for the indicated dates is as follows:

	As of 31 December 2024	As of 30 September 2025
	<i>(TL thousands, except percentages)</i>	
Expected credit losses (Stage 3)	25,328,186	33,744,508
Expected credit losses (Stages 1 & 2)	32,767,933	26,437,071
Total provision expenses	58,096,119	60,181,579
Collections	(42,375,985)	(31,709,286)
Net provision expense	15,720,134	28,472,293
Average total loans.....	1,022,024,604	2,136,483,667
Nonannualised expected credit losses to gross loans	1.5%	1.3%
Annualisation factor	1.0	1.3
Annual(ised) expected credit losses to gross loans	1.5%	1.8%

The calculation of the Group's annualised return on average shareholders' equity for the indicated periods is as follows:

	Year ended 31 December	Nine months ended 30 September
	2024	2025
	<i>(TL thousands, except percentages)</i>	
Net profit/(loss)	92,178,886	84,473,850
Average shareholders' equity	292,943,114	365,899,589
Nonannualised return on average shareholders' equity	31.5%	23.1%
Annualisation factor	1.0	1.3
Annual(ised) return on average shareholders' equity	31.5%	30.9%

The calculation of the Group's annualised return on average total assets for the indicated periods is as follows:

	Year ended 31 December	Nine months ended 30 September
	2024	2025
	<i>(TL thousands, except percentages)</i>	
Net profit/(loss)	92,178,886	84,473,850
Average total assets	2,740,078,680	3,440,859,219
Nonannualised return on average total assets	3.4%	2.5%
Annualisation factor	1.0	1.3
Annual(ised) Return on average total assets	3.4%	3.3%

The calculation of the Group's loan-to-deposit ratio for the indicated periods is as follows:

	Year ended 31 December	Nine months ended 30 September
	2024	2025
	<i>(TL thousands, except percentages)</i>	
Performing Loans (including Lease + Factoring receivables)	1,786,815,863	2,493,689,014
Total Deposits	2,154,347,642	2,916,103,728
Loan-to-deposit ratio	82.9%	85.5%

The calculation of the Group's net cumulative cost of risk for the indicated date is as follows:

	Year ended 31 December	Nine months ended 30 September
	2024	2025
	<i>(TL thousands, except percentages)</i>	
Net Provisions	16,524,853	26,956,809
Average Loans and Receivables – Cumulative	1,547,008,920	2,192,104,947
Net Cumulative Cost of Risk	1.1%	2.5%
Net Provisions	16,524,853	26,956,809
Currency Impact	(4,427,063)	(6,089,096)
Net Provisions excluding currency impact	12,097,790	20,867,713
Average Loans and Receivables – Cumulative	1,547,008,920	2,192,104,947
Net Cumulative Cost of Risk excluding currency impact	0.8%	1.3%

Analysis of Results of Operations for the nine months ended 30 September 2025 and 2024

As of 30 September 2025, the Bank had the following market shares among private commercial banks based upon BRSA weekly data (each as measured on a bank-only basis): 22.6% of Turkish Lira-denominated consumer loans excluding credit cards, 20.7% of TL denominated business loans including SME and corporate credits cards, 22.0% of performing loans, 20.8% of consumer general purpose loans including overdraft, 23.1% of consumer loans (including consumer credit cards), 29.6% of consumer mortgage loans, 23.5% of consumer credit cards, 20.4% in TL customer deposits and 23.4% in TL customer demand deposits. The Bank had the following market shares among commercial banks based upon BRSA monthly data, 9.5% of total assets, 15.9% in net fees and commissions and 16.3% in net income.

The following summary financial and operating data as of and for the nine months ended 30 September 2024 and 2025 have been extracted from the Group's BRSA Annual Financial Statements and BRSA Interim Financial Statements without material adjustment. This information should be read in conjunction with such BRSA Financial Statements (including the notes therein).

The table below summarises the Group's income statement and statement of profit or loss for the indicated periods, the components of which are described in greater detail in the following sections:

	Nine months ended 30 September	
	2024	2025
	<i>(TL thousands)</i>	
Interest income.....	378,422,580	569,400,840
Interest expense.....	(288,867,245)	(431,551,404)
Net interest income.....	89,555,335	137,849,436
Net fees and commissions income/expenses.....	67,979,687	104,410,331
Dividend income.....	173,098	260,741
Net trading income/losses (net).....	5,501,909	161,820
Other operating income.....	38,324,087	55,098,262
Total operating profit.....	201,534,116	297,780,590
Expected credit losses ⁽¹⁾	(40,189,393)	(60,438,104)
Other operating expenses.....	(72,807,282)	(123,993,192)
Profit/(loss) before taxes.....	88,537,441	113,349,294
Provision for taxes.....	(21,587,078)	(28,875,444)
Net profit/(loss).....	66,950,363	84,473,850
Attributable to equity holders of the Bank.....	66,271,669	83,418,240
Attributable to minority interests.....	678,694	1,055,610

(1) Includes other provisions.

Results of Operations for the nine months ended 30 September 2024 and 2025

Net Profit/(Loss)

The Group's net profit/(loss) for a period is calculated by reducing its total operating profit for such period by expected credit losses on loans and other receivables, other operating expenses and provision for taxes for such period. The Group's net profit/(loss) for the first nine months of 2025 was TL 84,473,850 thousand, increasing by 26% from TL 66,950,363 thousand for the same period of 2024. The net profit/(loss) for the nine months ended 30 September 2025 was affected by certain exceptional items, which are quantified in the table below:

	Nine months ended 30 September	
	2024	2025
	<i>(TL thousands)</i>	
<i>Exceptional items</i>		
Sale of assets.....	(745,362)	(1,631,885)
Other income.....	-	-
Central Bank administrative fine ⁽¹⁾	-	-
General reserves ⁽¹⁾	-	-
Tax effects of the items listed above.....	167,706	367,174
Total impact on net profit/(loss).....	(577,656)	(1,264,711)
Net profit/(loss).....	66,950,363	84,473,850
Net profit/(loss) adjusted for exceptional items.....	66,372,707	83,209,139

	Nine months ended 30 September	
	2024	2025
<i>Exceptional items</i>	<i>(TL thousands)</i>	

- (1) See “Management’s Discussion and Analysis of Financial Condition and Results of Operations—Significant Factors Affecting the Group’s Financial Condition and Results of Operations—Significant Securities Portfolio—Provisions for Expected Credit Losses” in the Base Prospectus.

The following sections describe the components of the Group’s net profit/(loss) (*i.e.*, total operating profit, other operating expenses and provision for taxes) in greater detail.

Total Operating Profit

The Group’s total operating profit is comprised of its net interest income, net fees and commissions income/expenses, dividend income, net trading income/losses and other operating income. Each of these is described in greater detail below. The following table identifies the share that these categories have represented in the Group’s total operating profit before taxes for the indicated periods:

	Nine months ended 30 September	
	2024	2025
Net interest income.....	44.4%	46.3%
Net fees and commissions income/expenses	33.7%	35.1%
Dividend income	0.1%	0.1%
Net trading income/losses	14.4%	0.3%
Other operating income.....	19.0%	18.5%

Net Interest Income

The Group’s net interest income is the difference between its interest income and its interest expense (each described below) and is the principal area of income for the Group. As a result, the differential between the interest rates that the Group receives on interest-earning assets and the interest rates that it pays on interest-bearing liabilities (*i.e.*, its average spread) and the volume of such assets and liabilities have the most significant impact on the Group’s results of operations. This net interest income represented 44.4% and 46.3% of the Group’s total operating profit in the first nine months of 2024 and 2025, respectively.

Net interest income amounted to TL 137,849,436 thousand in the first nine months of 2025, which was a 53.9% increase from TL 89,555,335 thousand in the same period of the prior year. This increase was primarily due to higher income on loans and remuneration income from required reserves held at the Central Bank.

The Group’s annualised net interest margin was 6.0% in the first nine months of 2025, which was an increase from 5.4% for full year 2024. This increase was primarily driven by the beginning of the rate-cutting cycle in early 2025, which supported first-quarter net interest margin, through a decrease in funding costs. However, particularly in the second quarter of 2025, net interest margin was suppressed due to the Central Bank’s longer-than-expected tight stance and heightened market competition, coupled with regulatory changes which required an increase in the share of TL deposits, which in turn kept Turkish Lira-denominated deposit costs elevated. In the third quarter of 2025, the Turkish Lira-denominated loan–time deposit spread remained stable, as the decline in Turkish Lira-denominated time deposits was slower than anticipated, reflecting the impact of regulatory measures on Turkish Lira-denominated deposits. Nevertheless, the Bank enhanced its overall margin through effective liquidity management. By increasing the use of repurchase agreements and swap transactions, the Bank generated excess Turkish Lira liquidity, which was subsequently placed in deposit facilities at higher yields.

Interest Income. Interest income is the interest (including the amortisation of interest-earning assets purchased at a discount and the interest component of lease receivables entered into for margin management purposes) and certain loan-related fees (such as closing fees received on project finance loans) received by the Group on its interest-earning assets, principally loans and debt securities. Interest income is a function of both the volume of interest-earning assets and the yield that the Group earns on these holdings. In the first nine months of 2025, the Group’s interest income increased by 50.5% to TL 569,400,840 thousand from 378,422,580 thousand for the same period of 2024. The following table sets out the interest-earnings on the Group’s interest-earning assets during the indicated periods:

	Nine months ended 30 September	
	2024	2025
	<i>(TL thousands)</i>	
Interest income on loans.....	277,006,726	409,972,030
Interest income on reserve deposits.....	23,409,385	54,616,042
Interest income on banks.....	7,584,592	30,236,616
Interest income on money market transactions.....	4,956,901	4,252,478

Interest income on securities portfolio	58,652,304	63,926,218
Financial lease income	4,625,719	5,332,100
Other interest income	2,186,953	1,065,356
Total interest income	378,422,580	569,400,840

As noted above, interest income is a function of both the volume of, and yield earned on, the Group's interest-earning assets. In the first nine months of 2025 compared to the same period of the previous year, the change in interest income was principally due to a 48.0% increase in "interest income on loans" resulting largely from increasing loan volumes, effective pricing strategy and improved yields through the Group's selective lending strategy on more profitable products. During the period, interest income on loans increased due in large part to a growing portfolio of consumer and credit cards on the TL side, while interest income from securities also increased yet the increase was limited to 9.0%, due to decreased income on CPI-linked securities. As a result, total interest income in the first nine months of 2025 increased by 50.5% when compared to the same period of 2024.

The following table sets forth the average yield earned by the Bank (daily average) and the Group (quarterly average) on certain interest-earning assets for the indicated periods. For additional information with respect to the Bank's interest income during these years, including with respect to Turkish Lira- and foreign currency-denominated assets.

	Nine months ended 30 September	
	2024	2025
Total average yield for the Bank	40.9%	42.8%
Deposits at banks	20.8%	30.4%
Investments in securities	23.0%	20.7%
Loans and advances to customers	29.6%	29.9%
Total average yield for the Group	23.3%	23.5%

The increase in the yield earned by the Bank in the first nine months of 2025 compared to the same period of the previous year primarily resulted from the Bank's strategy to improve net interest margin and focus on income from core banking operations.

Interest Expense. Interest expense is the interest and certain loan-related fee expenses (such as fees paid on syndicated loans) of the Group on its interest-bearing liabilities, principally time deposits. As with interest income, interest expense is a function of both the volume of interest-bearing liabilities and the interest rates that the Group pays on these liabilities. In the first nine months of 2025, the Group's interest expense increased by 49.9% to TL 431,551,404 thousand from TL 288,867,245 thousand in the same period of 2024. The following table sets out the interest expense on the Group's interest-bearing liabilities by category during the indicated periods:

	Nine months ended 30 September	
	2024	2025
	(TL thousands)	
Interest on deposits	261,405,523	372,309,813
Interest on funds borrowed	7,772,071	9,412,297
Interest on money market transactions	14,012,635	40,900,619
Interest on securities issued	3,866,418	7,784,440
Lease interest expense	376,843	961,576
Other interest expenses	1,433,755	182,659
Total interest expense	288,867,245	431,551,404

The increase in the Group's interest expense in the first nine months of 2025 as compared to the same period of the previous year was principally in line with the increase in the size of its funding base and interest rates. As noted above, changes in the interest rates that the Group pays on its interest-bearing liabilities significantly affect the Group's interest expense. As the Group's interest-bearing deposits represent the largest portion of its liabilities (49.1% and 49.8%, respectively, as of 30 September 2024 and 2025), the interest rates that the Group pays on its deposits typically have the largest impact on the Group's interest expense. The following table sets forth the average interest rates paid by the Bank (daily average) and the Group (quarterly average) on interest-bearing deposits and other interest-bearing liabilities for the indicated periods:

	Nine months ended 30 September	
	2024	2025
Total interest rates for the Bank	32.0%	31.3%
Deposits	37.2%	35.8%
Short-term debt (one year or less)	42.6%	36.5%
Long-term debt	10.3%	7.6%
Repurchase agreements	14.0%	28.8%
Total interest rates for the Group	28.7%	29.2%

The increase in interest rates was mainly due to a prolonged high-interest rate environment and the implementation of additional macroprudential measures. See “—*Financial Condition—Liabilities*” below.

Net Fees and Commissions Income/Expenses

The second largest component of the Group’s operating income is its net fees and commissions income/(expenses). The Group earns fee and commission income on both capital-intensive products (such as origination fees on cash loans and fees for credit cards, letters of credit and guarantees) and capital-free products (such as money transfers, payment system fees, investment advice and brokerage fees in respect of debt and equity trading). The principal drivers for fee and commission income are payment system fees, growing cash and non-cash loans, money transfer fees and increasing wealth management fees. The Bank’s management expects the contribution of fee and commission income to the Group’s overall operating income to increase, particularly with the continuous support from the payment system fees.

The Group’s net fees and commissions income/expenses for the first nine months of 2025 was TL 104,410,331 thousand, an increase of 53.6% from TL 67,979,687 thousand for the same period of the prior year. This change was primarily driven by credit card and consumer loan originations and money transfer fees, both of which resulted from the strong growth in the economy and high inflation.

The following table sets out the components of the Group’s fees and commissions income and expenses for the indicated periods:

	Nine months ended 30 September	
	2024	2025
	<i>(TL thousands)</i>	
Fees and commissions received	99,608,073	147,969,303
Non-cash loans	3,704,189	4,946,637
Cash loans.....	5,780,122	7,245,300
Brokerage and Asset Management	5,111,325	8,673,723
Money transfer.....	6,125,991	9,465,052
Insurance	2,004,286	2,819,935
Payment systems	74,824,608	111,335,694
Other.....	1,598,743	2,721,023
Early Repricing.....	458,810	761,939
Fees and commissions paid.....	31,628,386	43,558,972
Non-cash loans	68,370	90,443
Cash loans.....	-	-
Brokerage and Asset Management	-	-
Money transfer.....	141,372	216,150
Insurance	-	-
Payment systems	29,875,338	40,622,424
Other.....	1,543,306	2,629,955
Net Fees and Commissions Income.....	67,979,687	104,410,331

Dividend Income

Dividend income, which is principally received from the Group’s securities portfolio and certain small equity investments, is a very small portion of the Group’s income. The Group had dividend income of TL 260,741 thousand in the first nine months of 2024 and 173,098 thousand in the same period of 2025.

Net Trading Income/Losses

Net trading income/losses represent trading account income/losses, income/losses from derivative financial instruments and foreign exchange gain/losses. In the first nine months of 2025, the Group experienced a net trading income of TL 161,820 thousand, compared with a net trading income of TL 5,501,909 thousand in the same period of 2024. The decrease in the net trading income in the nine months ended 30 September 2025 compared to the same period of 2024 was mainly due to an increase in swap costs reflecting higher utilisation of swap funding as swap rates remained below TL deposit costs in the first nine months of 2025.

The following table sets out the categories of the Group’s net trading income/losses during the indicated periods:

	Nine months ended 30 September	
	2024	2025
	<i>(TL thousands)</i>	
Trading Income.....		
Trading account income	2,800,449	5,429,211
Derivative financial instruments	37,035,449	53,076,001

Foreign exchange gain	409,014,801	630,085,033
Total trading income.....	448,850,699	688,590,245
Trading Losses.....		
Trading account losses	(2,995,579)	(4,426,038)
Derivative financial instruments	(56,114,359)	(63,646,372)
Foreign exchange losses	(384,238,852)	(620,356,015)
Total trading losses	(443,348,790)	(688,428,425)
Net trading income/losses	5,501,909	161,820

Other Operating Income

Other operating income includes various additional sources of income, including the collection or reversal of previous periods' provisions (including from the sale of NPLs), banking services-related costs recharged to customers, premium income from insurance business and income on custody services. Total other operating income was TL 53,067,233 thousand in the first nine months of 2025, increasing by 45.3% from TL 36,521,747 thousand in the same period of 2024. The following table sets out the Group's other operating income by category for the indicated periods:

	Nine months ended 30 September	
	2024	2025
	<i>(TL thousands)</i>	
Prior Year Reversals.....	26,261,428	31,709,286
Stage 1.....	9,355,585	12,066,459
Stage 2.....	9,636,571	12,094,506
Stage 3.....	6,556,194	6,499,826
Others.....	713,078	1,048,495
Income from term sale of assets	1,103,144	1,285,249
Others	9,157,175	20,072,698
Other operating income	36,521,747	53,067,233

During the first nine months of 2025, TL 9,384,407 thousand in non-performing receivables of the Group were sold; whereas during the first nine months of 2024, TL 6,073,148 thousand in non-performing receivables of the Group were sold.

Provision for Losses on Loans or other Receivables

The Group's results might be materially negatively affected by provisions that the Group takes for its ECLs on financial assets and loans measured at amortised cost, financial assets measured at fair value through other comprehensive income, loan commitments and financial guarantee contracts not measured at fair value through profit or loss based upon TFRS 9. The Group applies an impairment model that has three stages based upon the changes in credit quality since initial recognition. ECLs are required to be measured through a loss allowance:

- (a) at an amount equal to 12-month ECL (*i.e.*, an ECL that results from default events on the financial instrument that are possible within 12 months after the reporting date) (referred to as Stage 1), or
- (b) for lifetime ECL (*i.e.*, an ECL that results from all possible default events over the life of the financial instrument) (referred to as Stage 2 and Stage 3).

A loss allowance for lifetime ECL is required for a financial instrument if the credit risk on that financial instrument has increased significantly since initial recognition. For all other financial instruments within the scope of impairment, ECLs are measured at an amount equal to the 12-month ECL.

The following table sets out the Group's expected credit losses by category during the indicated periods:

	Nine months ended 30 September	
	2024	2025
	(TL thousands)	
Expected credit losses.....	40,001,044	60,181,579
12 month ECL (Stage 1)	8,614,870	9,182,524
Significant increase in credit risk (Stage 2).....	14,629,809	17,254,547
Impaired credits (Stage 3)	16,756,365	33,744,508
Impairment losses on securities.....	-	-
Financial assets measured at fair value through profit or loss	-	-
Financial assets measured at fair value through other comprehensive income	-	-
Impairment losses on associates, subsidiaries and joint-ventures	10,367	-
Associates	10,367	-
Subsidiaries	-	-
Joint-ventures (business partnership)	-	-
Others.....	177,982	256,525
Total	40,189,393	60,438,104

The following table sets out the Group's expected credit losses for loans during the first nine months of both 2024 and 2025:

	Stage 1	Stage 2	Stage 3	Total
	(TL thousands)			
Balances at beginning of period (1 January 2024)	5,851,076	27,784,054	17,730,763	51,365,893
Additions during the period (+)	10,421,131	19,862,859	8,931,652	39,215,642
Disposal (-)	(11,787,241)	(11,474,100)	(3,745,756)	(27,007,097)
Debt sale (-)	-	(215)	(4,601,977)	(4,602,192)
Write-offs (-)	-	-	(1,789,079)	(1,789,079)
Transfer to Stage 1	5,918,374	(5,878,301)	(40,073)	-
Transfer to Stage 2	(2,680,108)	2,823,619	(143,511)	-
Transfer to Stage 3	(46,036)	(5,890,513)	5,936,549	-
Foreign currency differences	326,750	3,248,345	527,172	4,102,267
Balance as of 30 September 2024.....	8,003,946	30,475,748	22,805,740	61,285,434
Balances at beginning of period (1 January 2025)	8,918,792	25,693,600	26,198,191	60,810,583
Additions during the period (+)	13,810,238	29,223,192	24,783,616	67,817,046
Disposal (-)	(19,219,747)	(21,250,920)	(9,640,948)	(50,111,615)
Debt sale (-)	(8)	(330)	(6,707,253)	(6,707,591)
Write-offs (-)	-	-	(788,766)	(788,766)
Transfer to Stage 1	10,112,858	(10,030,649)	(82,209)	-
Transfer to Stage 2	(5,749,289)	5,830,734	(81,445)	-
Transfer to Stage 3	(91,633)	(10,764,505)	10,856,138	-
Foreign currency differences	852,288	4,382,292	931,878	6,166,458
Balance as of 30 September 2025.....	8,633,499	23,083,414	45,469,202	77,186,115

The Group's NPL ratio increased to 2.8% as of 30 September 2025 as compared to 2.1% as of 31 December 2024, mainly due to net flows from retail and credit card portfolio, as the natural consequence of robust consumer and credit card growth driven by higher volume in consumer and credit card loans.

The Group also reflects on its balance sheet a category of "loans under follow-up," which are loans transferred to Stage 2 due to a significant increase in credit risk since initial recognition based upon TFRS 9. This amount was TL 208,931,164 thousand and TL 253,306,643 thousand, respectively, 31 December 2024 and 30 September 2025 portions of which amount might later either be transferred to Stage 1 (i.e., when a loan becomes a loan in good standing) or be transferred to Stage 3 and treated as an NPL (and have related specific provisions) should a loan become non-performing.

There were no additional general reserves in the first nine months of either 2024 or 2025. The provisions were taken in accordance with the conservatism principle applied by the Group in considering the circumstances that may arise from any changes in the economy or market conditions.

Personnel Expenses

Personnel expenses include the salaries and wages that the Group pays to its employees. Personnel expenses increased by 52.6% to TL 43,157,399 thousand in the first nine months of 2025 from TL 28,275,913 thousand in the same period of 2024. This increase was principally the result of higher wage levels due to salary increases driven by inflation.

Other Operating Expenses

The Group's other operating expenses include traditional business expenses such as depreciation and amortisation expenses on tangible and intangible assets and operational lease-related expenses. Other operating expenses in the first nine months of 2025 increased by 81.5% to TL 80,835,893 thousand from TL 44,531,369 thousand in the same period of the prior year. This increase primarily resulted from spendings on promotions aimed at increasing customer acquisition, as well as elevated advertising and IT expenses and as utility charges. The above-inflation growth in non-HR expenses was mainly attributable to the planned investments to support the development of sustainable revenue streams.

As noted above, as a banking institution, the Group's management focuses closely on the Group's efficiency and (within the context of maintaining the quality of its services) seeks to decrease its cost-to-income ratio. The Group's cost-to-income ratio (which includes both personnel expenses as well as other operating expenses) increased from 46.1% in full year 2024 to 52.2% in the first nine months of 2025, which change was due to the increase in other expenses noted above. A similar ratio monitored by the Group is operating expenses to average total assets ratio (operating expenses as a percentage of average total assets), which was 3.4% during the first nine months of 2025 (non-annualised operating expenses as a percentage of average total assets was 4.5% as at the same date), decreasing from 3.9% in full year 2024.

The following table sets out the components of the Group's other operating expenses for the indicated periods:

	Nine months ended 30 September	
	2024	2025
	<i>(TL thousands)</i>	
Reserve for employee termination benefits	635,564	912,323
Impairment losses on tangible assets	809	-
Depreciation expenses of tangible assets	1,315,013	2,287,709
Impairment losses on intangible assets	-	-
Amortisation expenses of intangible assets	572,754	1,306,693
Impairment losses on assets to be disposed	1,161	-
Depreciation expenses of right-of-use assets	743,154	1,079,505
Impairment losses on assets held for sale and discontinued assets	21	8,187
Operational lease-related expenses	406,831	632,709
Repair and maintenance expenses	519,776	804,595
Advertisement expenses	2,059,037	4,752,158
Loss on sale of assets	188,192	800,188
Other expenses ⁽¹⁾	27,085,817	48,213,563
Others ⁽²⁾	11,003,240	20,038,035
Other operating expenses	44,531,369	80,835,793

(1) Other expenses includes various normal course expenses such as legal expenses, utility charges, none of which is individually material. See note 5.4.7 in the Group's BRSA Interim Financial Statements.

(2) Others includes SDIF-related expenses, repayments of certain fees and commissions to customers and insurance business-claim losses. See note 5.4.7 in the Group's BRSA Interim Financial Statements.

Provision for Taxes

The Group is subject to different forms of income taxation in each market in which it has operations, although the principal driver is Turkish taxation of the Group's income. Taxation and duties other than on income are included in operating expenses whereas taxation on income is applied to profit/(loss) before taxes in order to determine the Group's net operating profit/(loss) after taxes. The provision for taxes for a particular period is a combination of the current tax charge, which is the tax that is calculated to apply to the taxable income for such period, and deferred tax charges/(credits), which reflect the Group's calculation of taxes that it might be required to pay in the future as a result of certain events (e.g., mark-to-market increases in the valuation of financial assets, which would result in the payment of taxes should such financial asset be sold).

Income taxation charges for the first nine months of 2025 amounted to TL 27,344,700 thousand, which was a 20.5% increase from TL 22,695,585 thousand in the same period of 2024. The Group's taxation charges during the first nine months of 2025 included a deferred tax credit of TL 1,530,744 thousand whereas in the same period of 2024 the deferred tax credit was TL 1,108,507 thousand, both as a result of improvements in mark-to-market valuation of derivative financial instruments.

Taxes on income from the Group's non-Turkish operations were immaterial in the first nine months of 2024 and 2025.

Financial Condition

The following summary balance sheet data for the indicated dates have been extracted from the Group's BRSA Interim Financial Statements (including the notes thereto) incorporated by reference herein. This information should be read in conjunction with such BRSA Financial Statements.

Balance Sheet Data:	As of 31 December		As of 30 September	
	2024	%	2025	%
<u>Assets:</u>	<i>(TL thousands, except for percentages)</i>			
Cash and cash equivalents	622,570,737	20.7	932,912,192	22.2
Financial assets measured at fair value through profit/(loss) (FVTPL) ⁽¹⁾	12,126,843	0.4	14,326,225	0.3
Financial assets measured at fair value through other comprehensive income (FVOCI)	139,088,845	4.6	203,784,862	4.8
Derivative financial assets	13,960,009	0.5	20,322,818	0.5
Loans	1,776,363,816	59.2	2,480,411,669	59.0
Lease receivables	36,512,833	1.2	57,501,684	1.4
Factoring receivables	13,085,083	0.4	27,923,600	0.7
Other financial assets measured at amortised cost	270,072,445	9.0	312,966,010	7.4
Expected credit losses	(61,222,991)	(2.0)	(77,671,633)	(1.8)
Assets held for sale and assets of discontinued operations	3,807,084	0.1	4,553,142	0.1
Ownership investments (net)	9,012,068	0.3	16,240,326	0.4
Tangible assets	36,678,845	1.2	42,797,854	1.0
Intangible assets	4,364,462	0.1	7,287,517	0.2
Investment property	2,416,949	0.1	2,830,190	0.1
Current tax assets	159,784	0.0	4,434,612	0.1
Deferred tax assets	20,728,047	0.7	20,102,352	0.5
Other assets	102,854,520	3.4	136,357,284	3.2
Total assets	3,002,579,379	100.0	4,207,080,704	100.0
<u>Liabilities:</u>				
Deposits	2,154,347,642	71.7	2,936,673,497	69.8
Funds borrowed	68,116,773	2.3	95,133,102	2.3
Money markets funds	46,882,832	1.6	133,941,652	3.2
Securities issued (net)	28,109,501	0.9	119,544,839	2.8
Financial liabilities measured at FVTPL	57,223,084	1.9	66,667,166	1.6
Derivative financial liabilities	15,123,947	0.5	16,319,730	0.4
Lease payables	2,949,292	0.1	5,812,748	0.1
Provisions	26,447,227	0.9	37,889,469	0.9
Current tax liability	18,779,668	0.6	21,531,889	0.5
Deferred tax liability	186,841	0.0	206,063	0.0
Subordinated debts	67,070,618	2.2	105,866,832	2.5
Other liabilities	185,933,336	6.2	255,100,525	6.1
Total liabilities	2,671,170,761	89.0	3,794,687,512	90.2
Shareholders' equity	331,408,618	11.0	412,393,192	9.8
Total liabilities and shareholders' equity....	3,002,579,379	100.0	4,207,080,704	100.0

(1) As disclosed in note 5.1.2.2 of the Group's BRSA Interim Financial Statements, loans whose contractual conditions are inconsistent with a basic lending agreement (consideration for the time value of money and credit risk are typically the most significant elements of interest) are measured at fair value through profit or loss. As of 30 September 2025, loans with a fair value of TL 270,778 thousand (31 December 2024: TL 54,062 thousand) have been classified under other financial assets.

The following summary balance sheet data have been extracted from the Group's BRSA Interim Financial Statements incorporated by reference herein. This information should be read in conjunction with such BRSA Financial Statements.

Assets

As of 30 September 2025, the Group's total assets amounted to TL 4,207,080,704 thousand a 40.1% increase from TL 3,002,579,379 thousand as of 31 December 2024. Cash and balances with central banks (and, after a change to the presentation of the financial statements as per new rules introduced by the BRSA, cash and cash equivalents) represented 20.8% and 22.2% of the Group's total assets as of 31 December 2024 and 30 September 2025, respectively, as most of the Group's funds are invested in interest-earning assets. The following describes the Group's loans and financial assets (including: (a) financial assets measured at fair value through profit or loss, (b) financial assets measured at fair value through other comprehensive income and (c) financial assets measured at amortised cost), which jointly represented 74.8% and 73.6%, respectively, of the Group's total assets as of 31 December 2024 and 30 September 2025.

Loans. Loans to customers represented 59.2% and 59.0% of the Group's total assets as of 31 December 2024 and 30 September 2025, respectively. The Group's loans amounted to TL 2,480,411,669 thousand as of 30 September 2025, a 39.6% increase from TL 1,766,363,816 thousand as of 31 December 2024. Note 5.1.5 in the Group's BRSA Interim Financial Statements provides significant details about the breakdown of the Group's loan portfolio, including information on performing loans, collateral, maturity, consumer loan breakdown and provisions.

In the first nine months of 2025, the growth in Turkish Lira-denominated performing loans was 30.9%, which was above the sector growth of 28.3%. The growth remained strong in credit card loans and Turkish Lira-denominated consumer loans, which increased by 35.5% and 51.2%, respectively, for the same period. The Bank's growth in credit card loans was above the sector's growth of 33.4%, with a growth rate of 35.5%, and the Bank exceeded the sector's growth of 29.5% in consumer loans as of 30 September 2025 from the end of the previous year. With respect to foreign currency-denominated loans, in the first nine months of 2025, foreign currency-denominated loan growth was 27.6% with the contribution of increasing EUR/USD parity impact in the previous months of the year and growing support of international subsidiaries. As of 30 September 2025, total loans represented 59.0% of the Group's assets. Foreign-currency loan growth caps remain at 0.5% and the scope of foreign-currency loans exempted from the growth cap has been narrowed as of 1 March 2025. For example, the foreign-currency loan exemption for earthquake zones was removed, limited to machinery/equipment purchases, and now requires the submission of an invoice to the Bank.

In the first nine months of 2025, the Group's NPLs increased by 84.3% to TL 72,147,939 thousand, from 100.2% for the same period of 2024, which was mainly due to inflow coming from unsecured consumer loans and credit cards.

As of 31 December 2024 and 30 September 2025, the Group's restructured loans amounted to TL 67,655,644 thousand and TL 82,622,488 thousand, respectively. The increase in the Group's restructured loans in the first nine months of 2025 was as a result of restructuring of credit cards receivables and consumer loans.

The Group's NPL ratio was 2.1% as of 31 December 2024 and increased to 2.6% as of 30 September 2025, mainly due to net flows from retail and credit card portfolio, driven by higher volume in consumer and credit card loans. During 2024 and the first nine months of 2025, the Group had TL 17.8 billion and TL 17.3 billion of write-downs and write-offs, respectively, accounting for a 0.95% and 0.65% decline in the NPL ratio, respectively (i.e., the NPL ratio would have been higher by such amount had such write-downs and write-offs not occurred).

Financial Assets. Financial assets (including: (a) financial assets measured at fair value through profit or loss, (b) financial assets measured at fair value through other comprehensive income and (c) financial assets measured at amortised cost), principally Turkish government securities, have historically represented a significant portion of the Group's assets. As of 31 December 2024 and 30 September 2025, investment securities represented 14.0% and 12.6%, respectively, of the Group's total assets. The change in investment securities as a portion of the Group's total assets was the result of the Bank's focus on lending. The following table provides information as to the breakdown of the Group's financial asset portfolio (excluding derivative financial assets held for trading) as of the indicated dates:

	As of 31 December		As of 30 September	
	2024	%	2025	%
(TL thousands, except for percentages)				
Financial assets measured at fair value through profit(loss)				
Government securities	10,342,555	2.5	8,014,075	1.5
Equity securities	531,582	0.1	1,612,554	0.3
Other financial assets	1,198,644	0.3	4,428,818	0.8
Total financial assets measured at fair value through profit(loss)	12,072,781	2.9	14,055,447	2.7
Financial assets measured at fair value through other comprehensive income				
Government securities	104,232,716	24.8	143,237,817	27.0
Equity securities	3,268,408	0.8	4,377,599	0.8
Other financial assets	31,587,721	7.5	56,169,446	10.6
Total financial assets measured at FVOCI	139,088,845	33.1	203,784,862	38.4
Financial assets measured at amortised cost				
Government securities	242,442,776	57.6	265,961,859	50.2
Other financial assets	27,629,669	6.6	47,004,151	8.9
Total financial assets measured at amortised cost	270,072,445	64.2	312,966,010	59.0
Expected credit losses (-)				
Total	(412,408)	(0.1)	(485,518)	(0.1)

As of 31 December 2024 and 30 September 2025, respectively, securities issued by Türkiye represented 84.8% and 78.6% of the Group's securities portfolio consisting of: (a) financial assets measured at fair value through profit or loss (excluding derivative financial assets), (b) financial assets measured at fair value through other comprehensive income and (c) financial assets measured at amortised cost.

Pursuant to Turkish market practice, the Group pledges securities to acquire funding under security repurchase agreements. The Group utilises such funding depending upon the difference in rates paid on deposits compared to Central

Bank rates, which vary based upon market conditions as well as Central Bank policy. The securities in its securities portfolio that were so pledged amounted to TL 40,479,558 thousand as of 31 December 2024 and TL 105,386,557 thousand as of 30 September 2025, comprising 9.9% and 19.8%, respectively, of the Group's total securities portfolio.

For additional information on the Group's securities portfolio, see notes 5.1.2, 5.1.3 and 5.1.8 in the Group's BRSA Interim Financial Statements.

Liabilities

As of 30 September 2025, the Group's total liabilities amounted to TL 3,794,687,512 thousand, a 70.4% increase from TL 2,671,170,761 thousand as 31 December 2024.

The Group's TL 2,023,811,063 thousand in average interest-bearing liabilities during the first nine months of 2025 resulted primarily from average time deposits of customers (81.9%), average funds borrowed (4.4%) and average securities issued (3.8%). These same categories represented 85.6%, 4.4% and 1.2%, respectively, of the Group's TL 1,387,669,537 thousand in average interest-bearing liabilities during 2024.

The following summarises the three principal categories of the Group's liabilities - deposits, funds borrowed, and securities issued.

Deposits. Deposits have been and are expected to continue to be the most important source of funding for the Group. The Group's total deposits amounted to TL 2,916,103,728 thousand as of 30 September 2025, a 35.4% increase from TL 2,154,347,642 thousand as of 31 December 2024. Foreign currency deposits (principally U.S. dollars and euro) represented 41.9% and 48.9% of the Group's total deposits as of 31 December 2024 and 30 September 2025, respectively. For additional information on the Group's deposits, see note 5.2.1 in the Group's BRSA Interim Financial Statements.

Funds borrowed. As deposits are generally of a short-term duration, the Group has obtained wholesale funding on a more limited basis principally to better match the maturity and currency of its longer-term assets. This funding has included the Bank's borrowings (including syndicated bank loans) and financings collateralised by certain of the wire transfers and other remittances received by the Bank from its correspondent banks and other senders of such transfers. Funds borrowed amounted to TL 115,702,870 thousand as of 30 September 2025 (2.8% of the Group's total liabilities) and TL 68,116,773 thousand as of 31 December 2024 (2.3% of the Group's total liabilities). A portion of these liabilities (either when incurred or as a result of aging) are themselves short-term (as of 30 September 2025 31.6% of funds borrowed were "short term" (*i.e.*, having a remaining term-to-maturity of one year or less) as compared to 22.9% as of 31 December 2024). For additional information on the Group's funds borrowed, see note 5.2.2 in the Group's BRSA Interim Financial Statements.

On 18 November 2025, the Bank entered into a secured loan agreement with Instituto De Crédito Oficial E.P.E. with up to 10 years maturity in the amount of up to US\$100 million.

On 4 December 2025, the Bank entered into a sustainability syndicated loan agreement, with 49 financial institutions and participants from 22 countries. The syndicated loan is structured in five tranches comprising:

- (i) US\$97.75 million and EUR 61 million, with rates of SOFR + 1.50% per annum and Euribor + 1.25% per annum, respectively, with a maturity of 367 days;
- (ii) US\$157 million and EUR 28 million, with rates of SOFR + 1.90% per annum and Euribor + 1.65% per annum, respectively, with a maturity of 736 days; and
- (iii) US\$75 million, with rates of SOFR + 2.15% per annum, with a maturity of 1103 days.

On 15 October 2025, the Bank issued US\$700 million 7.625% fixed rate resettable tier 2 notes due 2036. The interest on the notes will be paid semi-annually with the principal payment due at maturity.

Securities issued. Securities issued amounted to TL 119,544,839 thousand as of 30 September 2025 (constituting 3.2% of the Group's total liabilities), increasing its share of the Group's total liabilities as compared to TL 28,109,501 thousand as of 31 December 2024 (constituting 0.9% of the Group's total liabilities). This increase was due to various medium term note issuances and issuance of Tier-2 bond with a nominal value of US\$1.2 billion by the Bank in the first nine months of 2025. For additional information on the Group's securities issued, see note 5.2.4 in the Group's BRSA Interim Financial Statements.

Shareholders' Equity

The Group's total shareholders' equity as of 30 September 2025 amounted to TL 412,393,192 thousand, an increase of 24.4% from TL 331,408,618 thousand as of 31 December 2024. Shareholders' equity principally changes as a result of the Group's net profit/(loss) and changes in the amount of unrealised gains and losses on financial assets measured

at fair value through other comprehensive income (which changes are not included in profit/(loss)). The following tables summarise the components of the Group's shareholders' equity as of the indicated dates:

	As of 31 December 2024	As of 30 September 2025
	(TL thousands)	
Paid-in capital	4,200,000	4,200,000
Capital reserves	784,434	784,434
Other comprehensive income/expense items not to be recycled to profit or loss	24,983,291	29,051,588
Other comprehensive income/expense items to be recycled to profit or loss	20,607,720	31,648,777
Profit reserves	187,933,574	260,999,489
Profit/(loss)	91,279,430	83,543,156
Minority interest	1,620,169	2,165,748
Total shareholders' equity	331,408,618	412,393,192

For additional information on the Group's shareholders' equity, see note 5.2.14 in the Group's BRSA Interim Financial Statements. In addition, see "—*Capital Adequacy*" below.

Off-Balance Sheet Commitments and Contingencies

The following summarises the three principal categories of the Group's off-balance sheet exposures – letters of credit and similar transactions, commitments to customers under credit facilities and derivative financial instruments. See also note 5.3 in the Group's BRSA Interim Financial Statements for additional information.

Guarantees and sureties. Most of the Group's letters of guarantee and credit were issued (or confirmed) in connection with the export and trade finance-related activities of the Group's customers. The following table summarises the Group's exposure under such transactions as of the indicated dates:

	As of 31 December 2024	As of 30 September 2025
	(TL thousands)	
Letters of guarantee	482,063,138	673,036,491
Letters of credit	58,671,180	95,911,189
Bank acceptances	8,433,493	11,142,766
Endorsements	3,539,092	4,540,939
Other guarantees	19,617,000	32,801,900
Total guarantees and sureties	572,323,903	817,433,285

Commitments. The Group's "commitments" are composed principally of unused credit limits for credit cards, overdrafts, checks and loans to customers and commitments for credit-linked-notes, under which the Group has unused commitments of TL 2,443,150,765 thousand as of 30 September 2025, an increase of 62.0% from TL 1,508,498,618 thousand as of 31 December 2024. This increase is consistent with the general growth of the Group's lending business, including its credit card business.

Derivative Financial Instruments. The Group's exposure to derivative transactions arises principally in connection with customer-dealing and funding activities. The Group also enters into certain derivatives transactions in order to hedge its currency, interest rate and other risks. The Group enters into derivative financial instruments with domestic and foreign counterparties that it considers to be creditworthy (mostly with an investment grade rating) or, in most cases, that are fully secured. As of 30 September 2025, the Group's face values of outstanding derivative contracts arising from various derivatives amounted to TL 2,776,135,140 thousand, a 66.1% increase from TL 1,671,806,611 thousand as of 31 December 2024. The change resulted from currency swap transactions and interest rate swaps entered into for the Group and its customers mainly in order to hedge the positions against the volatility in exchange rates and interest rates in the markets. See note 5.3.2 in the BRSA Interim Financial Statements and, for a breakdown of the Group's commitments arising from derivatives as of 31 December 2024 and 30 September 2025.

Capital Adequacy

The Group maintains regulatory capital adequacy ratios on both a Bank-only and consolidated basis in excess of the regulatory minimums required and recommended levels. The Group's Tier 1 and common equity Tier 1 capital adequacy ratios both stood at 16.1% as of 31 December 2024 and then decreased to 14.1% as of 30 September 2025 (18.0% and 16.2%, respectively, with respect to the Bank), primarily due to the dividend distribution in March 2025 and an increase in risk weighted assets across both cash and non-cash exposures.

The Group's total capital adequacy ratio of 19.8% as of 31 December 2024 decreased to 17.9% as of 30 September 2025 (21.9% and 20.4%, respectively, with respect to the Bank), primarily due to the 20% dividend distribution in March 2025, an annual operational risk adjustment implemented in accordance with applicable regulations and increasing market and credit risk. Additionally, in line with the applicable regulations, as of May 2025, the eligible amount of a subordinated loan with less than five years to maturity was reduced by 20%. As a result, a lower balance was included in the capital adequacy calculation for the first nine months of 2025 compared to the year-end. On 19 December 2024, the BRSA announced that capital adequacy ratio calculations until such date as determined by the BRSA may be calculated using the Central Bank's foreign exchange buying rates as of 28 June 2024 also that negative revaluation differences of securities classified under "financial assets measured at fair value through other comprehensive income" need not be included in the capital calculation. If such measure had not been taken into account, then the Group's total capital adequacy ratios as of 30 September 2025 and 31 December 2024 would decline to 16.3% and 18.2%, respectively (18.8% and 20.3%, respectively, with respect to the Bank).

The following table sets out information on the Group's capital and its capital adequacy ratios as of the indicated dates:

	As of 31 December 2024	As of 30 September 2025
	<i>(TL thousands, except percentages)</i>	
Paid-in capital.....	4,200,000	4,200,000
Paid-in capital inflation adjustment.....	772,554	772,554
Reserves	187,933,574	260,999,489
Profit	91,279,430	83,543,156
Tier 1 Capital (I).....	327,125,355	404,495,792
Tier 2 Capital (II)	75,256,969	111,011,765
Deductions (III)	8,779	3,181
Own Funds (I+II-III).....	402,373,545	515,504,376
Risk Weighted Assets (including market and operational risk).....	2,035,471,894	2,875,207,520
Capital Ratios:		
Tier 1 capital adequacy ratio ⁽¹⁾	16.1%	14.1%
Common equity Tier 1 capital adequacy ratio ⁽¹⁾	16.1%	14.1%
Total capital adequacy ratio ⁽¹⁾	19.8%	17.9%

- (1) On 17 June 2021 (as revised multiple times thereafter), the BRSA announced that capital adequacy ratio calculations until such date as determined by the BRSA may be calculated using a favourable foreign exchange rate. If such measure had not been taken into account, then the Group's Tier 1, common equity Tier 1 and total capital adequacy ratios would decline to 14.7%, 14.7%, and 18.2%, respectively, as of 31 December 2024 and 12.7%, 12.7%, and 16.3%, respectively, as of 30 September 2025.

In the first nine months of 2025, the Group's capital decreased despite the contribution of an increase in net income, mainly due to negative effects of market, credit and operational risk adjustments and the dividend payment.

Liquidity and Funding

As of 31 December 2024 and 30 September 2025, the Group's loan-to-deposit ratio was 82.9% and 85.5%, respectively. In the first nine months of 2025, the increase in the ratio was mainly driven by strong loan growth outpacing deposit growth, in line with the Bank's strategy of lending focus growth.

The Group's simple averages of daily liquidity ratios for each of the last three months of the past three fiscal years and each month during the first nine months of 2025 are shown below:

	Turkish Lira + Foreign Currency	Foreign Currency
31 October 2022	218.4%	556.6%
30 November 2022	212.2%	511.8%
31 December 2022	216.3%	499.9%
31 October 2023	230.5%	273.6%
30 November 2023	216.7%	275.8%
31 December 2023	221.9%	316.8%
31 October 2024	181.0%	195.3%
30 November 2024	159.3%	184.8%
31 December 2024	158.0%	209.8%
31 January 2025	154.7%	191.2%
28 February 2025	164.2%	184.1%

	Turkish Lira + Foreign Currency	Foreign Currency
31 March 2025	140.1%	158.2%
30 April 2025	160.1%	221.2%
31 May 2025	134.0%	174.2%
30 June 2025	133.7%	164.1%
31 July 2025	142.5%	163.4%
31 August 2025	143.8%	189.1%
30 September 2025	140.4%	184.0%

The following table sets out the calculation of the Group's period-end liquidity for the nine months ended 30 September 2025, including the "liquidity coverage ratios" that are applied to the applicable asset and liability category in determining (with respect to assets) how much liquidity the Group maintains and (with respect to liabilities) how much liquidity the Group is required to maintain:

	31 December 2024		30 September 2025	
	TL + FC	Foreign Currency	TL + FC	Foreign Currency
	<i>(TL thousands, except percentages)</i>			
<u>High-Quality Liquid Assets</u>				
Total high-quality liquid assets.....	717,304,698	415,652,755	976,276,579	524,507,480
Cash Outflows				
Retail deposits and deposits from small business customers, of which.....	120,485,597	53,853,736	156,651,683	74,834,202
<i>Stable deposits</i>	13,202,109	569,384	19,650,828	760,723
<i>Less stable deposits</i>	107,283,488	53,284,352	137,000,855	74,073,479
Unsecured wholesale funding, of which.....	381,459,771	216,061,780	574,008,387	302,665,243
<i>Non-operational deposits</i>	295,721,696	147,537,438	436,224,684	235,188,673
<i>Unsecured funding</i>	85,738,075	68,524,342	137,783,703	67,476,570
<i>Secured wholesale funding</i>	2,233,432	87,469	26,276,200	20,486,705
Other cash outflows, of which.....	150,257,322	62,321,723	215,174,832	76,836,096
<i>Outflows related to derivative exposures and other collateral requirements</i>	13,051,158	33,059,718	13,880,179	33,186,521
<i>Payment commitments and other off-balance sheet commitments granted for debts to financial markets</i>	137,206,164	29,262,005	201,294,653	43,649,575
Other revocable off-balance sheet commitments and contractual obligations.....	1,115,741	1,001,276	1,901,348	1,775,765
Other irrevocable or conditionally revocable off-balance sheet obligations.....	2,996,240	2,863,549	4,357,475	4,275,455
Total Cash Outflows.....	658,548,103	336,189,533	978,369,925	480,873,466
Cash Inflows.....				
Unsecured receivables.....	212,453,365	82,031,396	276,573,386	118,293,740
Other cash inflows.....	10,146,487	37,893,858	13,852,786	67,882,755
Total Cash Inflows.....	222,599,852	119,925,254	290,426,172	186,176,495
Total High-Quality Liquid Assets (HQLA)	717,304,698	415,652,755	976,276,579	524,507,480
Total Net Cash Outflows.....	435,948,251	216,264,279	687,943,753	294,696,971
Liquidity Coverage Ratio.....	166.1%	196.6%	142.2%	178.8%

AMENDMENTS

All references in the Base Prospectus to a Programme Size of US\$7,500,000,000 shall be deemed to be amended to US\$12,000,000,000, including (but not limited to) the following amendments:

COVER PAGE

The last sentence of the second paragraph on the cover page of the Base Prospectus is hereby amended to read as follows:

As of the time of each issuance of Notes, the maximum aggregate nominal amount of all Notes outstanding under the Programme will not exceed US\$12,000,000,000 (or its equivalent in other currencies calculated as described in the Programme Agreement described herein), subject to increase as described herein.

GENERAL INFORMATION

The first sentence of the sub-section titled “*Programme Size*” in the section titled “*The Programme*” starting on page 5 of the Base Prospectus is hereby amended to read as follows:

Up to US\$12,000,000,000 (or its equivalent in other currencies calculated as described in the Programme Agreement) outstanding as of the time of each issuance of Notes.

In addition to the above, the following amendments are also made to the Base Prospectus:

PRESENTATION OF FINANCIAL AND OTHER INFORMATION

The third sentence of the first paragraph of the section titled “*Presentation of Financial and Other Information*” on page ix of the Base Prospectus is hereby amended to read as follows:

All financial statements incorporated by reference herein (*i.e.*, the Bank’s consolidated and unconsolidated annual statutory financial statements as of and for the years ended 31 December 2022, as of and for the years ended 31 December 2023 (including comparative information for 2022) and as of and for the years ended 31 December 2024 (including comparative information for 2023) (in each case, including any notes thereto and the independent auditor’s audit report thereon) (the “*BRSA Annual Financial Statements*”) and the Bank’s consolidated and unconsolidated interim statutory financial statements as of and for the nine-month period ended 30 September 2025 (including comparative information for the same period of 2024) (including any notes thereto and the independent auditor’s review report thereon) (the “*BRSA Interim Financial Statements*”), have been prepared and presented in accordance with the BRSA Principles except for the general reserves (which do not meet the recognition criteria of Turkish Accounting Standards 37 ‘Provisions, Contingent Liabilities and Contingent Assets’) which had been completely reversed by the end of 2023.

DOCUMENTS INCORPORATED BY REFERENCE

Clauses (a) and (e) of the fourth paragraph of the section titled “*Documents Incorporated by Reference*” on pages 54 and 55 of the Base Prospectus are deleted in their entirety and replaced by the following, respectively:

(a)

https://www.garantibbvainvestorrelations.com/en/images/pdf/30_September_2025_Consolidated_Financial_Report.pdf (with respect to the Group’s BRSA Interim Financial Statements as of and for the nine months ended 30 September 2025),

(e)

https://www.garantibbvainvestorrelations.com/en/images/pdf/30_September_2025_Unconsolidated_Financial_Report.pdf (with respect to the Bank’s BRSA Interim Financial Statements as of and for the nine months ended 30 September 2025),

TURKISH REGULATORY ENVIRONMENT

The first paragraph in the section titled “*Caps on Fees, Commissions and POS Commission Rates*” starting on page 208 of the Base Prospectus is hereby amended as follows:

The BRSA and the Central Bank of the Republic of Türkiye have issued various regulations since late 2019 imposing limitations on certain fees and commissions that Turkish banks may charge to customers. On 16 October 2019, the Central Bank introduced an amendment to cap the commission rates applied by banks in their point-of-sale (POS) business, and subsequently adopted the Communiqué on Deposit and Loan Interest Rates and Participation Accounts Profit and Loss Participation Rates and the Communiqué on Procedures and Principles of Fees to be Collected by Banks from Commercial Customers, both of which became effective as of 1 March 2020.

As amended by the Communiqué No. 2025/24 published in the Official Gazette No. 33021 dated 18 September 2025 (effective as of 1 November 2025), the maximum merchant fee applicable to debit-card non-installment transactions is capped at 1.04 %, while the cap for credit-card non-installment transactions remains at 3.56 %, and the maximum settlement periods are set at 15 days for debit-card transactions and 40 days for credit-card transactions.

The Communiqué on Commercial Customer Fees, as further amended, continues to set out standardised fee categories and caps for services offered to commercial customers. Under the 2025 amendments, the commitment fee for commercial loans is limited to 0.20 % of the committed amount and the disbursement fee for revolving cash loans to 1.10 %, while banks remain required to seek Central Bank approval for any fees or commissions not listed under the communiqué.