

STANDARD CHARTERED YATIRIM BANKASI TÜRÖK A.Ş.

ACTIVITY REPORT OF 2025

Report Period	: 01.01.2025-31.12.2025
Commercial Title of the Bank	: Standard Chartered Yatırım Bankası Türk A.Ş.
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ACTIVITY REPORT

COMPLIANCE OPINION

To: STANDARD CHARTERED YATIRIM BANKASI TÜRK A.Ş. General Assembly

1) Opinion

We have audited the annual report of **Standard Chartered Yatırım Bankası Türk A.Ş. (“the Bank”)** for the period of January 1, 2025 – December 31, 2025.

In our opinion, except for the matter described in the Basis for Qualified Opinion section of our report, the financial information provided in the annual report of the Board of Directors and the discussions made by the Board of Directors on the situation of the Bank are presented fairly and consistent, in all material respects, with the audited full financial statements and the information we obtained during the audit.

2) Basis for Qualified Opinion

We conducted our audit in accordance with “Regulation on independent audit of the Banks” published in the Official Gazette no.29314 by Banking Regulation and Supervision Agency (BRSA Independent Audit Regulation) and Independent Auditing Standards (InAS) which are part of the Turkish Auditing Standards as issued by the Public Oversight Accounting and Auditing Standards Authority of Turkey (POA). Our responsibilities under those standards are further described in the Auditor’s Responsibilities for the Audit of the Annual Report section of our report. We are independent of the Group in accordance with the Code of Ethics for Independent Auditors (Code of Ethics) as issued by the POA, and we have fulfilled our other ethical responsibilities in accordance with the Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our qualified opinion.

3) Our Auditor’s Opinion on the Full Set Financial Statements

We have expressed qualified opinions in our auditor’s reports dated March 11, 2026 on the full set financial statements of the Group for the period of 1/1/2025-31/12/2025.

4) The Responsibility of the Board of Directors on the Annual Report

In accordance with Articles 514 and 516 of the Turkish Commercial Code 6102 (“TCC”) and communique on ‘Principles and procedures set out by the regulations on preparation and issuance of annual reports of Banks’, the management of the Group is responsible for the following items:

a) Preparation of the annual report within the first three months following the balance sheet date and submission of the annual report to the general assembly.

b) Preparation and fair presentation of the annual report; reflecting the operations of the Group for the year, along with its financial position in a correct, complete, straightforward, true and honest manner. In this report, the financial position is assessed according to the financial statements. The development of the Group and the potential risks to be encountered are also noted in the report. The evaluation of the board of directors is also included in this report.

c) The annual report also includes the matters below:

- Subsequent events occurred after the end of the fiscal year which have significance,
- The research and development activities of the Bank
- Financial benefits such as salaries and bonuses paid to the board members and to those charged governance, allowances, travel, accommodation and representation expenses, financial aids and aids in kind, insurances and similar deposits.
- While preparing the annual report, the Board of Directors takes changes in the legislation of the Ministry of Customs and Trade and related institutions and others.

5) Auditor’s Responsibilities for the Audit of the Annual Report

Our aim is to express an opinion, based on the independent audit we have performed on the annual report in accordance with provisions of the Turkish Commercial for the matters which are not regulated by the regulation, on whether the financial information provided in this annual report and the discussions of the Board of Directors are presented fairly and consistent with the Group’s audited financial statements and to prepare a report including our opinion.

Our independent audit was conducted in accordance with the " Regulation on Accounting Applications for Banks and Safeguarding of Documents" and published in the official gazette numbered 29314 and “Accounting and Financial Reporting Legislation” which includes the provisions of Turkish Financial Reporting Standards (TFRS). These standards require compliance with ethical provisions and the independent audit to be planned and performed to obtain reasonable assurance on whether the financial information provided in the annual report and the discussions of the Board of Directors are free from material misstatement and consistent with the financial statements.

Güney Bağımsız Denetim ve Serbest Muhasebeci Mali Müşavirlik Anonim Şirketi
A member firm of Ernst&Young Global Limited

Tolga ÖZDEMİR, SMMM
PARTNER

11 March 2026
Istanbul, Turkey

**STANDARD CHARTERED YATIRIM BANKASI TÜRK A.S.
DECLARATION RELATED TO ACTIVITY REPORT OF 2025**

The annual activity report of Standard Chartered Yatırım Bankası Türk A.S has been prepared in accordance with the provisions of “Regulation on the Principles and Procedures Concerning the Preparation of and Publishing Annual Report by Banks” published in the Official Gazette No.26333 dated 01.11.2006 and presented hereafter following the resolution of Board of Directors.

**Johann Nicolo
SALSANO**
Chairperson of the Board

Vinay AGGARWAL
Board Member Responsible for
Financial Reporting

Kaşif ATUN
General Manager

**Folkert Lodewijk Ramon Van
Wickevoort CROMMELIN**
Chairperson of the Audit Committee
and Board Member

Zeynep ÖZCAN
Finance Manager

A. GENERAL INFORMATION

I. Summary of Financial Information Related to Activity Results

	Unconsolidated
	31.12.2025
	(TRY 000)
Total Assets	989,861
Credits	0
Securities	0
Borrowings	128,537
Equity (excluding net profit)	714,862
Net Profit of the period	302,797
Capital Adequacy Ratio (%)	64.56

II. History of the Bank

Credit Agricole Yatırım Bankası Türk A.S. was established as an Investment Bank on January 9th, 1990, according to the 4th and 8th articles of the Banking Law No. 3182 (as a result of the letter from Undersecretariat of State Planning Organization, Foreign Capital Presidency, dated August 11, 1989, numbered 7075 and a letter from Ministry of State, dated August 18, 1989, numbered 57797) in compliance with Foreign Capital Encouragement Law No. 6224.

The Bank has taken over all the assets and liabilities (inclusive of the paid-up capital and reserves and exclusive of the deposits) and the debts, credits and rights of Credit Lyonnais İstanbul Turkey Central Branch (“Credit Lyonnais Turkey”) on March 18th, 2004.

As of 28 December 2007, "Calyon Bank Türk A.Ş." changed its trade name to "Calyon Yatırım Bankası Türk A.Ş.”.

The Bank obtained approval from the Banking Regulation and Supervision Agency for the amendment of Articles of Association dated 6 February 2010 and in the Extraordinary General Meeting held on 26 February 2010 with the decision of the Board of Directors dated 9 December 2009 the title of the Bank was changed to "Credit Agricole Yatırım Bankası Türk A.Ş.”. This change of title was registered in the Trade Registry Gazette dated 8 March 2010 numbered 7516.

Upon the takeover of shares by Standard Chartered Bank with the Banking Regulation and Supervision Agency's approval letter dated 19 October 2012 and numbered B.02.1.BDK.0.12.00.00.11.01-21 395, within the scope of 18th article of Banking Law numbered 5411, the shareholder structure and control of the Bank has been changed as of 4 November 2012.

As approved by the permission letter of the Banking Regulation and Supervision Agency, dated 8 November and numbered 2012 B.02.1.BDK.0.12.00.0011.1 - No. 2239 and Ministry of Customs and Commerce dated 20 November 2012 numbered B.21.0.İTG.0.03.00.01/431.02-46310-1186464-87507274, as amended in accordance with Articles of Association of the Bank, the “trade name” under the 3rd provision of Articles of Association has been changed from "Credit Agricole Yatırım Bankası Türk A.Ş” to “Standard Chartered Yatırım Bankası Türk

A.Ş.” with the approval of Extraordinary General Meeting held on 22 November 2012 and published in Turkish Trade Registry Gazette dated 30 November 2012.

III. Amendments to Articles of Association for the Related Period and Underlying Reasons

None.

IV. Capital and Shareholding Structure of the Bank

The shareholding structure of the Bank is below. There has been no change in the shareholding structure of the Bank during the fiscal year.

SHAREHOLDER’S NAME	SHARE IN THE CAPITAL (TRY)	PERCENTAGE (%)
Standard Chartered Bank	40,125,759.60	99.99
Standard Chartered Holdings (Africa) B.V.	0.10	0.00
SCMB Overseas Limited	0.10	0.00
Standard Chartered Africa Limited	0.10	0.00
Standard Chartered Holdings (International) B.V.	0.10	0.00
TOTAL	40,125,760.00	100.00

V. Explanation Regarding the Shares of Chairperson and Members of Board of Directors, General Manager and Assistant General Managers

Chairperson and members of the Bank’s Board of Directors, the Audit Committee members, the General Manager and Assistant General Managers do not hold any shares of the Bank.

VI. Evaluations of the Board of Directors’ Chairperson and General Manager regarding the activity period and their future expectations

SCB’s presence in Turkey dates back to 2003 when the representative office was first opened. In 2012 SCB upgraded its presence to an investment bank with the acquisition of Credit Agricole Yatırım Bankası Türk A.Ş., changing the name of the local entity to Standard Chartered Yatırım Bankası Türk A.Ş.. The Bank continues its operations under investment banking license.

Currently, the Bank's main banking activity consists of providing support and consultancy services to foreign banks and financial institutions within the Standard Chartered Bank group regarding loans and other financial products to be offered to institutions and organizations established in Turkey and their subsidiaries and/or affiliates located abroad.

The Bank is focused on serving customers of strategic importance. Its objective is to provide complete Wholesale Banking solutions to holding companies, companies and financial institutions established in Turkey, to the subsidiaries of customer groups operating in the

markets in which SCB has a presence, in the Transaction Banking, Global Markets and Corporate Finance business lines.

Standard Chartered Bank's global strategy is to focus on banking the people and companies driving investment, trade and the creation of wealth across Asia, Africa and the Middle East. Turkey is well positioned to provide customers with local and international transaction requirements.

The growth and investment strategy in Turkey is intended to improve as more customers get aligned with the requirements of the global strategy.

VII. Explanation on the number of personnel and branches, the service type and activity of the Bank and Evaluation of its position in the Banking Sector

The Bank operates under an “Investment Bank” license and therefore does not accept client deposits. The main office is situated in Istanbul and there are no branches. As of 31 December 2025, the number of personnel was 32.

The Bank provides products and services to clients, specializing in transaction banking, corporate finance products and financial markets. In addition, as a subsidiary within the Standard Chartered Bank PLC Group, the Bank acts as a conduit to support SCB clients seeking to do business in Turkey. The Bank’s main activity is to provide support and advisory services to SCB Group entities in their relations with their clients based in Turkey and their subsidiaries/affiliates located abroad.

- **Corporate and Institutional Banking (CIB)**

As of 31 December 2025, no client specific transactions were booked.

- **Transaction Banking (TB)**

Our Bank supports SCB's cross-coast subsidiaries and branches, which have the skills and capacity to offer customers a wide range of foreign trade products including export/import loans, letter of credit, business and confirmation transactions, letter of guarantee and letter of guarantee, which have a wide network and expertise in the field of foreign trade.

No TB-related assets/liabilities/contingents or commitments were booked in 2025.

- **Financial Markets and Treasury Management**

Financial Markets and Treasury Department has executed placement of the capital and spot FX transactions in the CBRT money market and interbank market for liquidity risk management.

- **Other Banking and Internal Support Services**

Support Services include the following functions: Human Resources, Corporate Real Estate Services, Information Technology, Information Systems Security, Operations, Financial Control and Accounting.

Our objective in **Human Resources (HR)** is to facilitate continuously changing dynamics and to create an environment in accordance with the global values of Standard Chartered Bank Group. HR supports the remuneration review process by monitoring the market conditions to identify the needs for adjustments. In addition, HR facilitates the performance review process conducted through individual assessments with department heads which includes feedback, development and career planning. Various training programs are planned with a combination of electronic courses, study groups and external trainings. Staff development, goals and objectives are decided through discussions with unit heads and the strategy of the Standard Chartered Bank Group is also taken into account in this process.

In **Corporate Real Estate Services**, the bank's premises, security operations and maintenance are managed and assessed to support the Bank's logistical requirements. Regular reviews of the working environment and Health and Safety are performed including the Workplace Safety trainings.

In the **Information Technologies** field, all of the needed projects planned in 2025 within the scope of Information Technology were successfully implemented in 2025. The maintenance of all network equipment in the technology infrastructure has been completed for both the primary and secondary center.

Business Continuity and Emergency Center operated in Ankara in 2025. All data backups are available at the Center and the main banking database is synchronized with the local cloud servers at the Ankara Emergency Center on a daily basis. The "Business Continuity and Emergency Plan" process is regularly audited and updated. All technical and operational tests are carried out twice a year.

Information Systems Security keeps the Banking platforms and its environments to run on secure technology by doing an analysis on each product in line with the group standards under the terms of existing laws.

Operations Department ensures operational supports in money market transactions and placements in capital market, domestic and international payments, foreign trade transactions and global trade finance for corporate and financial institutions. The Operations Department also follows regulations and related modifications made by international and local regulatory bodies. The Department reports the transactions made to different legal institutions and authorities on a daily and monthly basis. Together with the local IT team, Operations Department follows system developments, required by regulatory bodies or for internal needs.

Financial Control and Accounting Department implements controls through policies and procedures to monitor the processing of transactions, and to ensure the accurate reporting of financial information internally to management, and externally to regulators, governmental bodies and stakeholders.

- **Internal Systems Units**

Internal systems include Risk Management, Compliance Internal Control, and Internal Audit.

Risk Management Unit measures Credit Risk, Market Risk and Operational Risk within the framework of the related regulations of the BRSA and independently from Executive Management, controls and monitors risks within the Bank and reporting directly the results to the Board of Directors through Audit Committee. This unit maintains its activities within the framework of “Regulation on Risk Management” and “Risk Management Manual” which are approved by the Board of Directors.

Compliance and Internal Control Department, is responsible for all control systems. It requests information based on reporting from various departments in order to control, analyse and monitor the banking activities in a secured way within the framework of Banking Law No.5411 and the BRSA’s “Regulation on the Internal Systems of the Banks and Internal Capital Adequacy Assessment Process”. The Department performs its controls by examining or observing generally or specifically several control documents, processes and tools; reports the findings or communicates warning messages to related departments for corrective action.

It also ensures the compliance of internal procedures and application with the general principles of corporate governance, the ethical rules, related laws, regulations, legal texts and agreements for which the Bank is a party. It acts as liaison or point of contact between legal and tax counsels and business lines, makes necessary research and reporting related Bank’s customers and transactions within the framework of related law and regulations, Banking Law No.5411 and Law No.5549 on the Prevention of Laundering Proceeds of Crime. This department follows up the respective legislation and gives opinions on the requested issues to the Board of Directors, Executive Management and Business Lines. On the other hand, this Department is responsible for ensuring the relationship with the regulators on the compliance issues, organizing and carrying out staff awareness programs.

Internal Audit Unit, This unit operates under the Internal Audit Regulation approved by the Board of Directors. Internal Audit gives independent assurance with risk-based approach to the Board of Directors and top management via the Audit Committee such that the activities are compliant with the Law and other legislation, internal strategies, policies and principles, significant risks are identified, appropriately designed controls to manage these risks are established and they act effectively. With a risk-focused approach, all banking activities are audited regularly and independently within the framework of the internal audit plan. The follow-up of findings are made regularly by the Internal Audit according to the declared action plan. Information systems audit is performed by the Internal Audit Unit.

As per BRSA's communiqué on "Management Declaration" dated 30 July 2010, Internal Audit Department each year regularly conducts the Management Declaration audit including Banking Processes and Information Systems.

- **Evaluation of the Bank in the Banking Sector**

The Bank's core activities are to provide services to foreign banks and financial institutions belonging to the SCB Group; to provide support/consultancy services for the loans to be extended by them to the organizations established in Turkey and their subsidiaries and/or affiliates located abroad. Within the framework of its current business model, the Bank carries risks at low values within the framework of a strong capital adequacy ratio.

VIII. Information on the Research and Development related to new services and activities

Based on the comments and opinions from all stakeholders, the Bank will also be able to evaluate its product needs by not ignoring legislative changes that may affect investment banks.

B. INFORMATION ON MANAGEMENT AND CORPORATE GOVERNANCE

I. Names, Terms of Office, Areas of Responsibilities, Educational Level, Professional Experience of Chairperson and Members of Board of Directors, Audit Committee Members, General Manager and Assistant General Managers, Heads of Internal Systems' Units

a) Chairperson and Members of Board of Directors

Johann Nicolo Salsano – Chairman of the Board

Mr. Salsano holds a Bachelor's degree in Business Administration from European Business School University and has 32 years of experience in the banking sector. He currently serves as the Chief Executive Officer for the Europe Region at Standard Chartered Bank Group. As of 30 April 2025, Mr. Salsano has assumed the role of Chairman of the Board at our Bank.

Folkert Lodewijk Ramon Van Wickevoort Crommelin, Vice Chairperson of the Board of Directors: He has a bachelor's degree in Law from the University of Auckland and 31 years of experience in banking sector. Since 2010, he has been serving as the Head of Legal for Standard Chartered Bank Europe Region. Folkert Lodewijk Ramon Van Wickevoort Crommelin has been appointed as a member of the Board of Directors of SCB Turkey as of December 31, 2020 and he was appointed as the Vice Chairperson of the Board of Directors on 10 December 2021.

Kaşif Atun, Board Member and CEO: He has a bachelor's degree in Business Administration from Central Connecticut State University and has a master's degree in Business Administration and Organization. He has 36 years of banking experience. He served as Deputy General Manager responsible for Financial Institutions until 2nd of December, 2015. From that date forward, he has been serving as the CEO and Board member.

Vinay Aggarwal – Member of the Board: Mr. Aggarwal holds a Bachelor’s degree in Computer Engineering from the National Institute of Technology, Kurukshetra, and an MBA from the Indian Institute of Management, Lucknow. He has 32 years of experience in the banking industry. Having been with Standard Chartered Bank since 2006, Mr. Aggarwal currently serves as the Head of Credit and Risk for the Africa, Middle East, and Pakistan Regions. He was appointed as a Member of the Board of Directors of our Bank on 23 January 2026.

Diğdem Tümtürk Güner, Member of the Board: She holds a bachelor's degree in International Relations from Middle East Technical University and a master's degree from the University of Wales, and has 19 years of banking experience. Diğdem Tümtürk Güner, who has been working at Standard Chartered Investment Bank Türk A.Ş. since 2013, as of November 20, 2025, she serves as a member of the Board of Directors and the Audit Committee.

Selin Ani Tuncay, Deputy CEO and Assistant General Manager: She graduated from Boğaziçi University, Faculty of Economics and Administrative Sciences and has been working in the banking sector for 26 years. She has held various positions in Transaction Banking and Corporate Banking departments at Standard Chartered Bank since 2005. As of November 6, 2024, she was appointed as Assistant General Manager and Head of Financial Institutions and she still continues to serve in this position.

b) Heads of Internal Systems’ Units

Esma Kabak, Head of Internal Audit: She has a bachelor's degree in Business Administration (English) from Marmara University. Esma Kabak, who has 21 years of experience in the banking sector, was appointed as the Head of Internal Audit at Standard Chartered Investment Bank Türk A.Ş. on October 18, 2021 and currently continues to serve with the same title.

Selim Yapici, Risk Management Manager: He holds a bachelor's degree in Economics from Middle East Technical University and has 15 years of banking experience. As of June 06, 2022, Selim Yapici has been appointed as the Risk Management Manager and still holds this position.

Mert Kasurka, Internal Control Manager Responsible for Banking Processes and Information Systems: He has a bachelor's degree from Gazi University Faculty of Law, a master's degree in Information and Technology Law from Istanbul Bilgi University, and has 9 years of banking experience. As of August 14, 2023, he was appointed as the Internal Control Manager responsible for Banking Processes and Information Systems and still holds this position.

II. Terms of office and professional experiences of the Auditors

Tolga Özdemir, Partner of Güney Bağımsız Denetim ve Serbest Muhasebeci Mali Müşavirlik Anonim Şirketi: Özdemir graduated from Middle East Technical University, Department of Business Administration in 2011 and works as a registered SMMM registered with Istanbul Chamber of Independent Financial Advisors.

III. Activities of the Committees reporting or assisting to Board of Directors under Risk Management Systems pursuant to the Regulations on the Internal Systems of Banks; names and surnames of their chairmen and members and information about their principal duties

Audit Committee

Permanent Members: Folkert Lodewijk Ramon Van Wickevoort Crommelin (*Head of Committee*), Diğdem Tümtürk Güner (*Member*)

Audit Committee was established based on the Board of Directors' resolution dated 31.07.2006 and numbered 10/2006 in order to assist the Board of Directors in carrying out its audit and supervision activities. Audit committee submits its evaluations in the form of a report to the Board of Directors on quarterly basis.

Remuneration Committee

Permanent Members: Johann Nicolo Salsano (*Head of Committee*), Folkert Lodewijk Ramon Van Wickevoort Crommelin (*Member*)

The Committee was established in order to perform its duties as assigned to it by the Board of Directors and pursuant to the "Regulation on the Principles on Corporate Governance of the Banks" dated 1 November 2006 and numbered 26333. The Committee meets at least twice a year.

Corporate Governance Committee

Permanent Members: Johann Nicolo Salsano (*Head of Committee*), Folkert Lodewijk Ramon Van Wickevoort Crommelin (*Member*)

The Committee was established in order to perform its duties as assigned to it by the Board of Directors and pursuant to the "Regulation on the Principles on Corporate Governance of the Banks" dated 1 November 2006 and numbered 26333. The Committee is responsible to follow up compliance of the Bank with corporate governance principles.

The Committee meets at least once a year.

Executive Committee

Permanent Members: Kaşif Atun (*President*) – *General Manager*, Selin Ani Tuncay- *AGM*, FI Diğdem Tümtürk Güner – (*Board Member*), Selim Yapıcı – *Risk Manager*, Erel Seren – *Head of Transaction Banking Department*, Zeynep Özcan – *Finance Manager*, Didem Şen – *Banking Operations Manager*, İlyas Kaymakçı – *Information Technologies Manager*, Deniz Eltem – *Human Resources Manager*.

As per the responsibilities and duties of the units and committees that should be legally established with the authorities of the Board of Directors, based on the authority granted by the Board of Directors, it conducts the day-to-day operations, management and control activities of the Bank in compliance with the laws, regulations and procedures and policies of the Standard Chartered Group. The Committee meets at least eight times a year.

Risk Committee

Permanent Members: *Kaşif Atun (Chairman) – General Manager, Selin Ani Tuncay -AGM, FI, Diğdem Tümtürk Güner – (Board Member), Selim Yapıcı – Risk Manager, Mert Kasurka – Internal Control Manager responsible for Banking Processes and Information Systems, Zeynep Özcan – Finance Manager, Didem Şen – Banking Operations Manager, İlyas Kaymakçı – Information Technologies Manager, Deniz Eltem – Human Resources Manager.*

The Committee was established to analyse the risks that the Bank faces or might face, discuss the necessary precautions and effectively manage the Bank's risks by reporting to the Board of Directors in a timely and reliable manner. The Committee meets at least six times a year.

Asset and Liability Management Committee (ALCO)

Permanent Members: *Kaşif Atun (Head of Committee) -General Manager, Selim Yapıcı - Risk Manager, Zeynep Özcan – Finance Manager.*

The Committee was established in order to provide advisory to the Board of Directors for the Bank to have a sound balance sheet that supports the operations and act in line with the Group's policies and Banking Law No.5411, other applicable regulatory legislations. The Committee meets at least eight times a year.

Information Systems and Security Committee

Permanent Members: *Kaşif Atun (Chairman) – General Manager, Diğdem Tümtürk Güner – (Board Member), İlyas Kaymakçı – Information Technologies Manager, Ekrem Aslan – Information Technologies Senior Specialist, Selim Yapıcı – Risk Manager, Mert Kasurka – Internal Control Manager responsible for Banking Processes and Information Systems, Zeynep Özcan – Finance Manager, Didem Şen – Banking Operations Manager, Deniz Eltem - Human Resources Manager.*

The Committee advises the Board of Directors; To consider the management of information systems as a part of the corporate governance structure, to allocate sufficient financial and human resources for the effective management of information systems, to establish and implement information security policies, to establish controls to ensure the confidentiality, integrity and accessibility of information assets, to effectively monitor the management processes of the risks related to the use of information systems. It aims to be helpful. The committee meets quarterly.

Information Sharing Committee

Permanent Members: *Kaşif Atun (Chairman) – General Manager, Erel Seren – Head of Transaction Banking Department, Diğdem Tümtürk Güner – (Board Member), Selim Yapıcı – Risk Manager, Mert Kasurka – Internal Control Manager responsible for Banking Processes and Information Systems, Zeynep Özcan – Finance Manager, Didem Şen – Banking Operations Manager, İlyas Kaymakçı – Information Technologies Manager, Deniz Eltem – Human Resources Manager.*

The Committee advises the Board of Directors; It aims to assist in determining the principles, processes and principles regarding the sharing of confidential information and to take an active role in information sharing processes. The Committee convenes at least once a year and when deemed necessary.

Sustainability Committee

Permanent Members: Kaşif Atun (Chairman) – General Manager, Diğdem Tümtürk Güner – (Board Member), Selin Ani Tuncay – AGM, FI; Erdem Evgin- Executive Director, FI; Beyza Çelik- Executive Director, GC; Özlem Ergun- Executive Director, İlyas Kaymakçı – Information Technologies Manager, Selim Yapıcı – Risk Manager, Mert Kasurka – Internal Control Manager responsible for Banking Processes and Information Systems, Zeynep Özcan – Finance Manager, Didem Şen – Banking Operations Manager, Deniz Eltem- Human Resources Manager.

The Committee has been established to assist the Board of Directors in overseeing the Bank’s sustainability strategy, policies, practices, and performance. Within this framework, the Committee is responsible for ensuring the effective management of climate-related financial risks and compliance with sustainability standards and regulations. The Committee convenes at least **twice a year** and additionally whenever deemed necessary.

IV. Information about the Participations of Members to Committees Mentioned in Part III, Audit Committee and Board of Directors during the Year

According to Article 19 of the Articles of Association, resolutions in the Board of Directors shall be adopted on the basis of simple majority of the members present in a meeting. Unless any Board member asks for a discussion, a resolution on a proposed specific agenda item may be adopted when and if other members give their written consent to that proposed item. This principle is complied within all Board resolutions.

The Audit Committee is formed of two non-executive members of the Board Directors. Internal Audit, Compliance and Internal Control, Risk Management Units report to the Board of Directors through Audit Committee on a quarterly basis. Internal Audit Activity Report is submitted to the Audit Committee and then submitted to the Board of Directors by the Audit Committee. It is sent to the BRSA within ten days from the date of submission to the Board of Directors. The Committee ensures that risks are regularly monitored on a timely basis in line with the Bank’s operations, and necessary measures are adopted accordingly. Results of the independent audit as well as quarterly and annual independent audit reports were evaluated, and doubtful issues were resolved. The Committee reviews the assessments by the independent auditor via regular meetings and necessary measures were adopted in order to check the compliance of the Bank’s accounting practices in accordance with the Banking Law and other applicable legislations. It carried out risk assessments with relevant units in relation to support services that the Bank has retained from third parties and submitted the results to the Board of Directors.

The Audit Committee had been held four times in 2025 in order to review financial reports and annexes, accuracy and compliance to the accounting standards.

Members of those committees set up to assist and aid the Board of Directors (committees referred to and described in section B III) attended each meeting on a periodic basis and/or whenever it turned out to be necessary. The attendance by the members of the Board of Directors and the Committee members to the meetings is at satisfactory level. Resolutions adopted by the Committees are soundly documented in the form of meeting minutes.

V. Summary Report of Board of Directors Presented to General Assembly

Dear Shareholders,

Profit & Loss Statements, Board of Directors' Report and Auditors' Report relating to 2025 year are presented for your examination and approval.

The comparison of the main figures of our financials and ratios with those of previous year end is as follows:

- The size of assets increased by %3,55.
- Equity reached TRY 714,862 thousand.
- Liquid Assets decreased by %1,69 compared to previous year and constituted %85,68 of total assets.
- Our capital adequacy ratio is %64,56 whereas it was %89,07 as of 31.12.2024.
- Return on assets which was %35,01 in 2024 and moved up to %30,59 in 2025.
- Return on equity is realized as %73,48.
- The paid-up capital is TRY 40,126 thousand.
- The current year profit is realized as TRY 302,797 thousand.

Yours faithfully,

Board of Directors

VI. Information on Human Resources Practices

The duties of the Human Resources Management Unit are to form implement Standard Chartered Yatırım Bankası Türk A.Ş.'s the Human Resources strategy in accordance with the Bank's strategy.

Human Resources Management's duty is to select and employ correct people for correct positions. The selection and employment process are realized by considering technical and personal skills of the person, which are suitable for the position.

All our employees are evaluated by the Management once a year by considering their work experience, education level, technical and operational knowledge and performance. Promotion or rotation decision is taken commensurate with these evaluations.

Employees are paid by gross salaries on a monthly basis. Upon yearly appraisals, Bank's management decides on bonus payments. This bonus payment is under Bank's management discretion and does not bear any contractual undertaking. Salary increases are executed annually in the form of merit or promotion related adjustments.

The total gross premium agreed for the Bank's employees for the performance of 2025 is TRY 43,344,183 (the total gross premium agreed for the performance of 2024 in 2025: TRY 34,265,927).

As of 31 December 2025, benefits provided to Bank's key management amount TRY 46,682,645.21 (31 December 2024: TRY 28,149,847.93).

As of 31 December 2025, the number of incumbent employees is 32.

Disclosures on the Remuneration Policy of the Bank

The Remuneration Committee

The Remuneration Committee of the Bank consists of two non-executive members of the Board of Directors. The Committee meetings are held at least twice a year.

The Remuneration Committee, as amended on November 18, 2024, sets remuneration policies and frameworks in accordance with "Regulation on the Principles on Corporate Governance of the Banks" dated 1 November 2006 and numbered 26333 and the BRSA's "Guidance on Remuneration Practices". The duties and responsibilities of the Committee is as follows.

- Conducting proper monitoring and oversight processes over whether remuneration policies and procedures are put in practice in line with the laws and regulations,

- Ensuring fair remuneration practices for both executive and non-executive members of the Board of Directors and ensuring that non-executive members receive only fixed compensation,
- Following up all updates in relevant policy, procure and communicate and taking all necessary actions accordingly,
- Concerning all other duties and responsibilities, ensuring compliance with “Regulation on the Principles on Corporate Governance of the Banks” and “Guidance on Remuneration Practices”.

The principles of the Bank’s remuneration policy are applicable to all employees of the Bank. The members of the Board of Directors, the top management of the Bank and all other employees who are deemed to play a key role concerning the Bank’s risk profile are defined as special employees by the Committee.

Personnel Remuneration Policy:

Bank’s remuneration policy supported with the below principles in accordance with the effective risk management and strategy:

- A competitive remuneration framework is implemented with the aim of attracting, motivating, and retaining employees at the Bank.
- A clearly defined performance management framework is applied to ensure that employees have transparent objectives aligned with the Bank’s strategy and receive continuous feedback.
- Fixed remuneration (including core benefits) and variable remuneration are determined in line with market practices, taking into account each employee’s role, position, performance, skills, and experience.
- An appropriate balance between fixed and variable remuneration is maintained by considering employees’ roles and the Bank’s overall risk profile.
- Variable remuneration takes into account individual achievement, behavior, attitude, and alignment with the Bank’s values, ensuring that rewards are consistent with the Bank’s performance.
- Employees are supported through flexible working arrangements that balance business needs with individual circumstances.

VII. Information on Transactions Executed with the Risk Group to which the Bank Is Included

The banking transactions realized with the group companies are carried out in accordance with the applicable legislations. These transactions are for commercial purposes and are executed at market prices. The transactions with group companies and the shares within our total credit risk are as follows:

	31.12.2025	31.12.2024
	%	%
Share in total placements	0	0
Share in total borrowings	0	0
Share in total non-cash loans	0	0

VIII. Information on Support Service Providers and Types of Support Services

Based on the Regulation on the Banks' Procurement of Support Services, type of support services taken by the Bank are generally on the field of information technologies and all existing technical support services are compliant with the Regulation.

The type of technical support services taken and support service providing companies are as follows:

Subject of Support Service	Support Service Providing Company
Main Banking Software and Cloud Infrastructure Maintenance Support Services and IT Operating Services	Intertech Bilgi İşlem ve Pazarlama Ticaret A.Ş.
Disaster Recovery Centre and Business Continuity	Vodafone Net İletişim Hizmetler A.Ş.
Information Systems Infrastructure, Helpdesk and Security Support	Standard Chartered Bank
Operational Services - Screening of Payment Messages	Standard Chartered Global Business Services Private Limited
Operational Services – KEP and EYP Services	TNB Bilişim Teknolojileri Sanayi ve Ticaret A.Ş.
Legal Reporting Services	Vega Bilgisayar Hizmetleri Ltd. Şti.
Management of Physical Archive and Digital Archive Processes	Iron Mountain Arşivleme Hizmetleri A.Ş.
SWIFT Message Converter Solution	Fineksus Bilişim Çözümleri Ticaret A.Ş.

(*) The statutory reporting service obtained from **Vega Bilgisayar Hizmetleri Ltd. Şti.** was terminated as of the **March 2025** reporting period.

C. FINANCIAL INFORMATION AND ASSESSMENT ON RISK MANAGEMENT

I. Report Prepared by External Auditors

Please see the Annex.

II. Evaluation of Audit Committee on the Functioning of Internal Control, Internal Audit and Risk Management Systems and their Activities during the accounting period

On July 31st, 2006, the Audit Committee has been constituted in accordance with article 24th of Banking Law No.5411. The Audit Committee performs in the framework of the principles of “Audit Committee Regulation” approved by Board of Directors. Through the Audit Committee meetings, it was enabled for internal system managers to gather together and establish coordination over identification and monitoring of risks that the Bank faces or might face.

The organizational structure of the Bank’s Internal Control, Internal Audit and Risk Management Departments has been re-organized by taking into consideration the segregation of duties in accordance with the regulatory framework. This structure complies with the scope of our activities and is effective to respond the changing conditions.

Internal Audit, Internal Control and Risk Management accomplish their tasks independently from each other but simultaneously and report to the Board of Directors.

In order to carry on the activities of Internal Audit, Internal Control and Risk Management Departments of the Bank, the Board of Directors takes the necessary precautions.

Internal Audit Unit’s risk-based Audit Plan and Risk Matrix with details were reviewed and submitted to the Board of Directors’ approval by the Audit Committee. In compliance with the Bank’s structure and size, Internal Audit activities, including IT audit activities, are carried out by the Head of Internal Audit and Audit Manager (Process and Information Technology). In terms of achieving the purpose of the internal audit functions, all necessary measures were taken by the Board of Directors on the audit of all activities and units of the Bank without any limitation by the internal audit unit. Within the scope of internal audit activities in 2025, eight audit activities, including Information Systems audit in accordance with the internal audit plan and audits related to the Management Declaration as per BRSA’s Communiqué on “Management Declaration” numbered BSD.2010/3, are carried out. The findings of internal audits and external auditors or legal authorities are regularly monitored, and their results are reported to the top management of the Bank and the Audit Committee.

Our internal control activities are comprised of fundamental control fields and are the integral part of the daily operations. Internal Control and Risk Management Departments work with the personnel responsible for determining, measuring and reporting of market, credit, compliance and operational risks. Risk management activities include identification of the risks, their measurement, application of risk policies and principles, analysis of risks and their follow-up, reporting and auditing. All of these are determined by the executive management and risk management unit as well as approved by the Board of Directors of the Bank.

The Bank's risk management mission is to undertake the risks in compliance with the policies and procedures of the Group and improve the profitability in this respect.

III. Independent Audit Report

Please see the Annex.

IV. Financial Statements, Post-Balance Sheet Considerations, Information on Dividend Distribution and Information on the Financial Structure

Please see the Annex.

V. Assessment on Financial Position, Profitability and Debt Payment Capability

- Total equity reached TRY 714,862 thousand and increased by 1.3% compared to previous year.
- Our return on equity is realized as 73.48%.
- Total assets reached TRY 989,861 thousand by an increase of 3.55%.
- The share of liquid assets within the balance sheet is 85.68%.
- The profit of 2025 is realized as TRY 302,797 thousand.

VI. Information on Risk Management Policies as per Risk Types and The Explanations of Risk Management

• Credit Risk:

It is the potential for loss due to failure of counterparty to meet its agreed obligations to pay the Bank.

Standard Approach is applied for the calculation of capital adequacy level for Credit Risk in terms of Basel II.

The Bank's risk appetite is determined by the Board in terms of credit risk. The Board has not delegated its power of setting up credit limits to a sub credit committee. Any credit proposal / application for a client is submitted to the Board for approval. Credit limits approved by the Board are allocated to clients.

All risks are reviewed at least once a year. Clients belonging to the same risk group are analysed / reviewed together taking into consideration total exposure / limits on the group.

The breakdown of credit portfolio is continuously monitored by Risk Management Department in terms of country, sectors, business groups / customers, maturity profile, collaterals and credit grades.

- **Operational and Technology Risk**

Operational and technology risk (OTR) is defined as the potential for loss from inadequate or failed processes, and systems, human error or from the impact of external events, including legal risks.

Basic Indicator Approach is applied for the calculation of capital adequacy level for Operational Risk in terms of Basel II.

OTR exposures are managed in accordance with the standards set by Group Operational Risk in the Enterprise Risk Management Framework adopted locally. The ERMF is required to be installed for prioritised risks in all businesses and functions. It defines the OTR management responsibilities of the First and Second Lines, including the OR sub-types and the country Risk Framework Owner ("RFO") for each type.

The Bank controls its operational and technology risks at three stages ("lines of defence") to ensure such risks have no material impact on the Bank's profitability and/or cause no material damage to the Bank. Beyond this, the Bank seeks to minimise its exposure to operational risk subject to cost and risk/reward trade-offs.

In terms of operational and technology risk, the first line defence is all employees who have any level of supervisory responsibility since they are required to ensure the effective management of operational and technology risks within the scope of their direct organisational responsibilities.

The second line of defence for operational and technology risk comprises the Risk Manager and other operational risk owners, supported by their respective control functions. In addition, the Internal Control Function, as part of the permanent control framework performs frequent control reviews on the existence of the first line control owners' controls and their effective functioning of these controls. The ERC meets regularly to review the Bank's significant risk exposures and to ensure appropriateness and adequacy of mitigating action plans.

The third line of defence comprises the independent assurance provided by the Internal Audit function, which has no responsibilities for any of the activities it examines.

- **Compliance Risk**

Compliance risk is defined as the potential for penalties or loss to the Bank or for an adverse impact to our clients, stakeholders or to the integrity of the markets we operate in through a failure on our part to comply with laws, or regulations.

The Corporate Risk Management Framework sets out the approach to managing compliance risk. The Compliance function develops and maintains policies and procedures that define the standards and controls to be observed by all employees in order to ensure the Bank's continuous compliance with laws and regulations. The Executive Vice President responsible for Risk, Compliance, and Internal Control ensures the monitoring of control activities, the receipt of necessary notifications from relevant departments, and the effective implementation of all policies in a manner that mitigates the identified risks as intended. All medium- and high-level risks, together with the action plans designed to mitigate these risks to an acceptable level, are reviewed by the Senior Risk Committee. If no action can be taken to reduce the risk level, the Senior Risk Committee formally acknowledges and confirms the existence and severity of the relevant risk.

- **Market Risk (Traded Risk)**

It refers to the potential loss that may arise in the income generated from the assets included in the Bank's balance sheet or in the economic value of such assets due to changes in rates or prices in the financial markets.

Standardised Approach is applied for the calculation of regulatory capital adequacy ratio for Market Risk.

The Board determines the risk appetite and sets market risk limits to ensure that the Bank's market risk exposure is aligned with its risk appetite.

Market risk limits are reviewed at least annually, taking into consideration the business strategy and risk appetite.

- **Information and Cyber Security Risk**

Information and Cyber Security (ICS) Risk covers the risks to the Bank's assets, operations and individuals due to the potential for unauthorised access, use, disclosure, disruption, modification, or destruction of information assets and/or information systems. This may lead to adverse customer and reputational impact, regulatory censure, financial loss, litigation and the potential for the Bank to fail; affecting financial markets and the wider economy.

Impacts of ICS risks include:

- Confidentiality impacts such as internal data leakage and external supplier data leakage;
- Integrity impacts such as payment integrity/fraud and toxic access;
- Availability impacts such as system resilience, disruption, and distributed denial of service attacks;
- Financial position impacts such as direct financial loss of cash and regulatory sanctions (e.g. increased capital requirements);
- Client servicing ability impacts such as lack of customer access in front-office and lack of service delivery in the back-office (e.g. payments);
- Competitive advantage impacts such as cyber espionage, and malicious general publication of company positions; and
- Brand image/customer trust impacts such as increasing level of press coverage, public interest, and regulatory scrutiny for information and cyber security events.

BAU management of ICS risks:

The Banks ongoing efforts to Protect, Enable, Respond, and Engage with information and cyber related issues is benchmarked against industry best practices outlined in the National Institute of Standards and Technology ("NIST") Cyber Security Framework ("CSF"). The ICS risk management strategy includes:

- Governance and organisational structure to prioritise and focus on ICS risks with a dedicated and independent Country Information Security Officer governance function that reports into the CRC, and which works closely with the Group Information Technology and Operations division, notably the Chief Information Officers,

Technology Services, Governance & Change groups and Technology Information Security Office.

- Layered Defences with security controls to mitigate threats of entry and exit of the Bank's critical information and data.
- Incident Management Framework to deal with ICS breaches with an established Security Incident Response Team to provide consistency to incident management.
- Cyber Crisis Management & Stress Testing with Cyber Crisis Exercises at the Group, Region, Country, and Function levels involving various scenarios to improve how the Group manages a crisis-level event, and external penetration and security system testing to benchmark protective measures and identify areas for improvement.
- Reporting and Awareness to provide greater Board-level and Management Team governance and ownership of ICS issues.

- **Treasury Risk**

Capital risk is defined as the potential for insufficient level, composition or distribution of capital to support our normal activities and liquidity risk is defined as the potential for loss where we may not have sufficient stable or diverse sources of funding or financial resources to meet our obligations as they fall due.

Funding risk is the potential for actual or opportunity loss because the Bank does not have stable or diversified sources of funding in the medium and long term to enable it to meet its financial obligations in pursuit of its desired business strategy or growth objectives.

Asset and Liability Management Committee (ALCO) is responsible for managing the Bank's liquidity position within BDDK legal limits.

ALCO is responsible for ensuring that the Bank's treasury risk and the sub-risks monitored within this scope are managed within the framework of the determined risk appetite and within the knowledge of the Regional Treasury Unit, ensuring that the risks taken are within the limits and complying with the policies and procedures related to liquidity.

- **Environmental, Social, Governance (ESG) and Reputational Risk**

ESG and reputational risk is defined as the potential for damage to the franchise, resulting in loss of earnings or adverse impact on market capitalisation as a result of stakeholders taking a negative view of the Bank through actual or perceived actions or inactions, including a failure to uphold responsible business conduct or lapses in our commitment to do no significant environmental and social harm through our client, third party relationships, or our own operations. Practically, ESG and reputational risk can arise from the Bank's strategic choices. It will also arise from the failure to mitigate effectively any of the Group's principal risk types. It may also arise from the failure to comply with environment, social and governance standards and failure to meet key stakeholders' expectations.

While exposure to ESG and reputational risk is unavoidable in the banking industry, the Bank has confidence in its robust reputational and this risk management framework process and overall risk culture. This is an integral part to every aspect of the Group’s operations and approach to doing business. Due consideration is also given to the ESG and reputational risks that the Group faces and the consequences that the Group may face as a result of a reputational incident.

The management does not approve any transaction which could damage its reputation. The basic principle of the Bank is to realize the transactions with reliable parties within the legal framework and in line with the internal procedures. The protection of the Bank’s reputation takes priority over all activities including revenue generation activities at all times.

- **Financial Crimes Risk**

Financial Crime (“FC”) risk is defined as the potential for legal or regulatory penalties, material financial loss or reputational damage resulting from the failure to comply with applicable laws and regulations relating to International Sanctions, Anti-Money Laundering, Terrorist Financing and Anti-Bribery and Corruption, and Fraud.

ERMF, policies and supporting standards set out the overall risk management approach to FC as Principal Risk Type. The Bank has no appetite for breaches in law and regulations related to FC, recognising that whilst incidents are unwanted, they cannot be entirely avoided.

As outlined in the table below, FC is subdivided into four Risk sub-types. Each risk sub-type is supported by Group Policies, Standards and Controls.

Risk Type	Explanation
Anti-Bribery and Corruption (“ABC”)	It refers to the risk that the Bank or persons associated with the Bank may be subject to criminal liability, legal sanctions, or reputational damage as a result of non-compliance with applicable anti-bribery and anti-corruption laws or regulations.
Anti-Money Laundering (and Terrorist Financing) (“AML”)	Risk of being engaged by any client or entering into any transaction that facilitates money laundering or financing of terrorism. It includes the risk of being perceived or assessed as having inadequate risk-based controls to prevent or detect money laundering or financing of terrorism.
Sanctions	Risk of being engaged by any client or entering into transactions that violate International Sanctions or being assessed as having inadequate Sanctions controls reasonably designed to prevent Sanctions non-compliance.
Fraud	Internal Fraud: Potential for loss due to action by staff which is intended to defraud, or to circumvent the law or company policy (including Rogue Trading).
	External Fraud: Potential for loss due to criminal acts by external parties such as the misappropriation or theft of financial assets.

- **Model Risk**

Model risk is defined as the potential loss that may occur as a consequence of decisions or the risk of mis-estimation that could be principally based on the output of models, due to errors in the development, implementation or use of such models.

The Bank has no appetite for material adverse implications arising from misuse of models or errors in the development or implementation of models; whilst accepting model uncertainty. The Country Risk Manager owns the risk framework for the model risk.

VII. Information on the Rating by the Rating Agencies and the Content of this Rating According to the Regulation on the Principles Relating to the Activities and Authorization of Rating Agencies

There is no separate rating note for the Bank. However, as of 31 December 2024 the rating notes of Standard Chartered Bank and Standard Chartered PLC given by the rating agencies are listed below.

	Moody's	Fitch	S&P
Standard Chartered Bank	Short-term deposit rating: P-1 (Stable)	Short-term credit rating: F1 (Stable)	Short-term credit rating: A-1 (Stable)
	Unsecured debt rating: A1 (Stable)	Long-term credit rating: A+ (Stable)	Long-term credit rating: A+ (Stable)
Standard Chartered PLC	Unsecured debt rating: A3 (Stable)	Long-term credit rating: A (Stable)	Short-term credit rating: A-2 (Stable)
			Long-term credit rating: BBB+ (Stable)

VIII. Summary of Financial Information for the five-year term, including the current reporting period

	31/12/2020	2020- 2019	31/12/2021	2021- 2020	31/12/2022	2022- 2021	31/12/2023	2023- 2022	31/12/2024	2024- 2023	31/12/2025	2025- 2024
(Bin TL)		Değişim		Değişim		Değişim		Değişim		Değişim		Değişim
Likit Aktifler	118.383	%14,34	169.665	%43,32	251.442	%48,20	454.931	%80,93	802.892	%76,49	848.1	%5,63
Krediler	-	%0,00	-	%0,00	-	%0,00	-	%0,00	-	%0,00	-	%0,00
Diğer Aktifler	5.937	-%0,80	7.837	%32,00	71.415	%811,2	111.167	%55,66	153.06	%37,68	141.761	-%7,38
TOPLAM AKTİFLER	124.32	%13,51	177.502	%42,78	322.857	%81,89	566.098	%75,34	955.952	%68,87	989.861	%3,55
Diğer Pasifler	11.016	-%2,07	26.825	%143,5	54.707	%103,9	190.266	%247,7	231.626	%21,74	274.999	%18,73
Özkaynaklar (Kar Hariç)	96.053	%25,47	97.719	%1,73	139.728	%42,99	162.712	%16,45	189.241	%16,30	211.65	%11,84
Net Kar	17.251	-%20,58	52.958	%206,9	128.422	%142,5	213.12	%65,95	535.085	%151,0	503.212	-%5,96
TOPLAM PASİFLER	124.32	%13,51	177.502	%42,78	322.857	%81,89	566.098	%75,34	955.952	%68,87	989.861	%3,55
SEÇİLMİŞ RASYOLAR												
Özkaynak Verimliliği	%15,48	-%38,09	%35,06	%126,4	%39,52	%12,71	%29,09	-%26,38	%85,89	%195,2	%73,48	-%14,44
Aktif Verimliliği	%12,22	-%31,93	%22,04	%80,35	%23,53	%6,75	%14,96	-%36,40	%35,01	%133,9	%30,59	-%12,62
Sermaye Yeterliliği	%105,51	%0,18	%109,78	%4,05	%91,99	-%16,21	%73,12	-%20,51	%89,07	%21,81	%64,56	-%27,52