

The Board of Directors of Türk Telekomünikasyon A.Ş. (the “Company”) has resolved on the following, pursuant to Article 390/4 of the Turkish Commercial Code, to be decided on our Company’s Ordinary General Assembly Meeting pertaining to the fiscal year 2019, that;

It was provided pursuant to Temporary Article 13 added to the Turkish Commercial Code No: 6102 with the Law No: 7244 published in the Official Gazette dated 17.04.2020 and numbered 31102 that, the capital companies are allowed to decide to distribute maximum twenty-five percent of their 2019 net profits and the profits of previous year and legal reserves cannot be subject to distribution.

Accordingly, the proposal with regard to the distribution of the year 2019 which was decided by the Company’s Board of Directors and announced to the public on 03.03.2020 was required to be updated.

In this respect, it has been resolved that;

The decision of our Company’s Board of Directors dated 03.03.2020 and numbered 31 pertaining to the distribution of 2019 year profit, shall be cancelled.

In order to be decided on the Company’s Ordinary General Assembly Meeting pertaining to the fiscal year 2019, the following proposal in relation to distribution of the profit generated in 2019 shall be submitted to the Company’s General Assembly;

1. The 2018 fiscal year’s loss under the Company’s legal records, amounting of TL 1,974,932,690.14, shall be deducted from the prior fiscal years’ profits which have been allocated from net profits between the fiscal years of 2016 and 2017 and which includes no exemption of income. (TL 1,236,552,902.19 shall be deducted from 2017 year profit, TL 738,379,787.95 shall be deducted from 2016 year profit)
2. The Company’s net profit calculated according the independently audited consolidated financial tables prepared in accordance with the provisions of “Capital Markets Board Communique About Financial Reporting in Capital Markets No.II-14.1” is TL 2,406,783,000 and the commercial profit calculated within the scope of the provisions of Turkish Commercial Code and Tax Procedure Law is TL 938,813,353.36, for the fiscal year of 2019.
3. Pursuant to the CMB Communique on Dividends No: II-19.1, the profit after tax amount of TL 2,406,783,000.00 shall be the base amount for dividend distribution.
4. Since the Company already reached the general legal reserve limit in accordance with Article 519 of Turkish Commercial Code, this reserve is not required for 2019;
5. The base for the first dividend shall be TL 2,443,250,085.41 (*Pursuant to the Capital Markets Board regulations, this amount is calculated by adding the donation amount in 2019, which is TL 36,467,085.41 to the net distributable profit of 2019, which is TL 2,406,783,000.00.*)

6. Accordingly,

- a. TL 488,650,017.08 which corresponds to the 20% of TL 2,443,250,085.41 (the first dividend base) shall be distributed to the shareholders as first cash dividend;
- b. TL 112,999,982.92 shall be distributed to the shareholders as second cash dividend;
- c. The general legal reserves of TL 42,665,000.00 (*calculated as 1/10 of the profits to be distributed after 5% of paid in capital is deducted from it pursuant to the CMB regulations.*) shall be set aside from the remaining part of the net distributable profit;
- d. TL 1,762,468,000.00 which is the remaining of the 2019 year's distributable profit after the cash dividend distribution shall be regarded as prior year's profit and set aside within the Company, in case the amount which is set aside as 2019 fiscal year's profit is subject to redistribution, the withholding tax deductions shall be applicable on such amount.

As a result;

- e. A total gross amount of TL 601,650,000.00 which corresponds to approximately 25% of the Company's net distributable profit pertaining to year 2019 shall be distributed from 2019 net year profit, the withholding tax deductions shall be applicable within the scope of relevant regulations on the distribution date.
 - f. 0.17190 Kuruş (17.19%) gross cash dividend per each share worth for 1 Kuruş nominally shall be distributed to our shareholders and total gross cash dividend distribution amount shall be TL 601,650,000.00.
7. The distribution of the cash dividends to our shareholders shall begin on 28.07.2020.