

Corporate Governance Rating

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Sector: Banking

Türkiye Vakıflar Bankası T.A.O.

Ratings

Overall Score	9.38	AAA(Trk)/aa (Stable)
Shareholders	9.12	AAA(Trk)/aa (Stable)
Public Disclosure & Transparency	9.76	AAA(Trk)/aaa (Stable)
Stakeholders	9.79	AAA(Trk)/aaa (Stable)
Board of Directors	9.13	AAA(Trk)/aa (Stable)

Company Profile

Trade Name	Türkiye Vakıflar Bankası T.A.O.
Address	Saray Mahallesi Dr. Adnan Büyükdeniz Caddesi No:7/A-B Ümraniye / İSTANBUL
Chairman	Mr. Mustafa SAYDAM
General Manager	Mr. Abdi Serdar ÜSTÜNSALİH
Investor Contact	Phone: 90 216 724 10 00 yatirimcilisikileri@vakifbank.com.tr
Web	www.vakifbank.com.tr
International Banking and Investor Relations	Mr. Ali TAHAN

Senior Analyst

Cihat Keskin

+90 212 352 56 73

cihat.keskin@jcrer.com.tr

Company Overview

Türkiye Vakıflar Bankası T.A.O. (VakıfBank or the Bank), (credit ratings by JCR Eurasia Rating on June 24, 2022: **"AAA (tr)/Stable"** on the Long-Term National Scale and **"J1+ (tr) Stable"** on the Short Term National Scale) was established in 1954 with the purpose of managing and utilizing the assets of foundations in the most efficient manner in line with the needs of the economic development. VakıfBank, the second largest bank in terms of asset size as of FYE2022, offers comprehensive banking services across all segments including retail, corporate, commercial, SME, agricultural and private banking as well as financial intermediation, insurance, factoring and leasing services through its subsidiaries. In addition to the nationwide network of 945 branches and 4,148 ATMs, the Bank has 4 overseas branches in New York, Bahrain, Arbil and Qatar. VakıfBank also operates in Austria through its subsidiary, VakıfBank International AG, which has branches in Vienna and Cologne as well as representative office in Budapest.

VakıfBank's shares have been listed on the Borsa İstanbul (BIST) stock exchange with the ticker symbol of 'VAKBN' since November 2005. The current paid in capital of VakıfBank is TL 7,111,364,117. Türkiye Wealth Fund and the TR Ministry of Treasury and Finance own 64.84% and 20.57% of total shares, respectively, while the current free float is 8.87%.

The Company's Board of Directors consists of nine members, including three independent members, and only the General Manager pursues an executive position. BIST Indices in which the Bank is included are BIST 30 / BIST 50 / BIST 100 / BIST SUSTAINABILITY / BIST BANKS / BIST STARS / BIST LIQUID BANKS / BIST ALL SHARES / BIST FINANCIALS.

Strengths

- Experienced and effective investor relations department facilitating exercise of shareholders' rights,
- Ensuring transparency with a comprehensive and functional website for all stakeholders on various issues beyond legislative requirements,
- Publishing the integrated annual report including performance and future projections in corporate governance, environmental and social fields in addition to financial information,
- Existence of numerous policies and committees established for the Bank's operations,
- Safe working environment and conditions as well as cooperation with labor union on employee-related issues,
- Presence of a comprehensive and effective risk management, internal control system and internal audit activities structured in accordance with international practices, principles and organizational framework.

Constraints

- Lack of internal provisions to expand the exercise of minority rights beyond the scope of current legislation,
- Privileges placed on shares to elect the board of directors,
- Liability insurance coverage for Board Members and top managers below the threshold %25 of Company's capital as per regulations
- Non-compliance of meeting the required experience in financial sector of audit committee members
- Absence of female members in the board of directors and no policy on this issue,
- Non-disclosure of individual compensation for members of the board of directors and senior executives.