MERKEZİ KAYIT KURULUŞU

CENTRAL SECURITIES DEPOSITORY

& TRADE REPOSITORY OF TÜRKİYE

MERKEZİ KAYIT İSTANBUL

Central Securities Depository & Trade Repository of Türkiye

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ELECTRONIC GENERAL MEETING SYSTEM (E-GEM)
AND
ELECTRONIC BOARD OF DIRECTORS SYSTEM (E-BDS)

At First Glance

MERKEZİ KAYIT İSTANBUL
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- E-GEM → Electronic General Meeting System
- A project fully developed by MKK
- On-line platform for:
  - Shareholders to exercise their rights in GM
  - Issuers handle GM process from A to Z
  - Custodians may attend the meeting on behalf of their customers

e-GENEL KURUL
ELECTRONIC GENERAL MEETING

- Legal obligation for Borsa Istanbul listed companies (currently 540 companies)
- A hybrid general meeting system covering both physical and electronic attendance
- Electronic assignment of proxies, monitoring of resolutions, attendance and voting (before and during the meeting).
- Establishes a safe and sound General Meetings practice for listed companies in Turkey.
- Removes barriers to cross-border voting; compliant with the related international regulations.

Before e-GEM

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Traditional General Meetings

- Share blockage
- Notarised/Apostille PoA
- Difficulty accessing the material
- Vote accuracy?
- Voting results?
- Time Consuming/Costly

Barriers to Cross-border Voting

CORPORATE GOVERNANCE SERVICES

Electronic General Meeting System

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❖ *Shareholders;*

- *Are notified of meeting call + proxy materials by electronic means*
- *Download proxy materials*
- *Appoint proxy without submitting PoA*
- *Give vote instructions to proxy*
- *Register their votes before the meeting*
- *Watch the meeting on-line*
- *Attendance to Concurrent Meetings*
- *No share blockage*
- *Send opinions and questions to the chairman*
- *Partial & Split voting*

❖ *Issuers;*

- *Meeting call*
- *Publish proxy materials*
- *Prepare list of attendees*
- *Calculate the votes*
- *Minimum costs*
- *Reporting*

❖ *Custodians;*

- *Are notified of meeting calls + proxy materials*
- *Record vote instructions before the meeting*
- *Receive voting results*
- *No need to submit a PoA*

CORPORATE GOVERNANCE SERVICES

Electronic Board of Directors System

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e-BDS is the system that enables Board of Directors (BoD) and other executive meetings to be held virtually

- *With its compatibility in using mobile signature, the BoD decisions approved through this system is accepted as valid and legal*

- *They system can be accessed from desktop PCs and/or laptops users need to have e-signature cards, or mobile signatures to login.*

  - ✓ ***Efficient Allocation of Operational Costs:*** *Travel Expenses, Accommodation Expenses, Minimization of Risks*
  - ✓ ***Time Saving:*** *No Need to be Physically Present at the Meeting Venue*
  - ✓ ***Electronic Signing of the Board Decisions:*** *Digital Archieve , Automated and Controlled BoD Processes*
  - ✓ ***Executible Deployed on Company Servers/System:*** *Stand alone system with no connection to MKK servers*

e-YKS+
ELECTRONIC BOARD OF DIRECTORS SYSTEM

CORPORATE GOVERNANCE SERVICES –
Electronic Board of Directors System

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Service	Number of Companies
e-BDS	143
e-BDS+	59
Total	202 (16 banks, 37 investment firms)

e-BDS Features

- ✓ *Covers all capital companies*
- ✓ *Manage whole meeting process*
- ✓ *Option to take decision with or without a live meeting*
- ✓ *Secure document sharing*
- ✓ *Role based restricted authorization*
- ✓ *Multiple audio visual transmission*
- ✓ *Sharing documents during the meeting*
- ✓ *Real time voting and sending opinions*
- ✓ *Signing the decisions online*
- ✓ *Traceable activity history*
- ✓ *Advanced search and smart reporting*
- ✓ *Secure electronic signature*

DURING THE MEETING

- *Attend the meeting online*
- *Real time opinion sharing*
- *Real time voting*
- *Sign the meeting decisions*

Please visit our web site for further information!

www.mkk.com.tr

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THANK YOU

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