

Board of Directors of our Bank, at its meeting, dated February 14<sup>th</sup>, 2008 decided:

Resolutions:

- I) to raise the paid-in-capital of the Bank to 500.000.000 YTL, less than the registered capital of 1.000.000.000 YTL, up to 400.000.000 YTL by total increase equivalent to 100.000.000 YTL; to provide part of the said increase equivalent to 84.000.000.- YTL from the profit of 2007 within the framework of General assembly resolution, and part of the said increase equivalent to 16.000.000 YTL from the Inflation Adjustment Fund to Paid in Capital and to distribute such an increase to our shareholders as bonus shares; and to grant authority to the Executive Management for application to the related authorities and actualization of all issues related to capital increase and fulfillment of all and any procedure and action required by laws and regulations;
- II) to the allocation and distribution of net profit of 2007 equivalent to 147.481.025,60 YTL, in accordance with 55<sup>th</sup> article of our Statutes and the legislation as it is explained hereunder;
  1. in accordance with the 1<sup>st</sup> subparagraph of paragraph (a) of 55<sup>th</sup> article of our Statutes, to the allocation of 7.374.051,28 YTL which is 5% of the net profit as statutory reserve fund;
  2. in accordance with the 2<sup>nd</sup> subparagraph of paragraph (a) of 55<sup>th</sup> article of our Statutes, to the allocation of 7.374.051,28 YTL which is 5% of the net profit as provision for loss, which may come into existence in the future;
  3. According to article 5-(1)/e of Corporate Tax Code, 28.378.468,32 YTL will be classified into a specific account of Equity as “property sale income”;
  4. in accordance with the paragraph (b) of 55<sup>th</sup> article of our Statutes, to the allocation of 40 Billion shares, paid-up and non-paid-up, with 1 New Kuruş nominal value, (on account of 6%) to be 0,06 New Kuruş to each of them, the total amount of 24.000.000.- YTL as first profit share;
  5. Out of the 80.354.454,72 YTL, the remnant after the reduction of 1-4 articles above, in accordance with the paragraph (c) of 55<sup>th</sup> article of our Statutes,
    - a) to the distribution of gross amount of 2.008,86 YTL, which is 5% of the aforementioned remainder (to be limited with the part of 200.000 of paid-in-capital), to the founder shares to be 20,09 YTL to each founder share;
    - b) to the distribution of gross amount of 401.772,27 YTL, which is the 0,5% of the aforementioned remainder, to the Members of Board of Directors;
    - c) to the distribution of gross amount of 2.410.633,64 YTL, which is the 3% of the aforementioned remainder, to the employees in accordance with the Resolution of Board of Directors;
  6. in accordance with the paragraph (d) of 55<sup>th</sup> article of our Statutes, to the allocation of 40 Billion shares, paid-up and non-paid-up, with 1 New Kuruş nominal value, (on account of

15%) to be 0,15 New Kuruş to each of them, the total amount of 60.000.000.- YTL as second profit share;

7. in accordance with 3<sup>rd</sup> subparagraph of 2<sup>nd</sup> paragraph of 466<sup>th</sup> article of Turkish Trade Code, to the allocation of 6.681.441,48 YTL as statutory reserve fund,

8. to the allocation of 10.858.598,47 YTL, the remainder, as extraordinary reserve fund;

9. to the distribution of 84.000.000.- YTL, in full, which is the total of first and second profit shares stated in 4<sup>th</sup> and 6<sup>th</sup> articles above, as share to cover the amount of 84.000.000.- YTL, of the 100.000.000.- YTL, which is raised due to the increase of our Bank Capital from 400.000.000.- YTL to 500.000.000.-YTL;

10. to the distribution of dividends of the year of 2007 equivalent to 84.000.000.- YTL as bonus shares subsequent to the registration of the said shares by the Capital Market Board; to recommend to the General assembly to entitle the Board of Directors for all procedures related to all issues projected above.