

Board of Directors of our Bank, at its meeting, dated February 26th, 2010 decided:

Resolutions:

- I) to raise the paid-in-capital of the Bank to 700.000.000 TL, less than the registered capital of 1.000.000.000 TL from 600.000.000 TL by total increase equivalent to 100.000.000 TL; to provide part of the said increase equivalent to 85.000.000.- TL from the profit of 2009 within the framework of General assembly resolution, and part of the said increase equivalent to 15.000.000 TL from the extraordinary reserve fund 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 2009 equivalent to 174.887.526,00 TL, in accordance with 55th article of our Statutes and the legislation as it is explained hereunder;
 1. in accordance with the 1st subparagraph of paragraph (a) of 55th article of our Statutes, to the allocation of 8.744.376,30 TL which is 5% of the net profit as legal reserve fund;
 2. in accordance with the 2nd subparagraph of paragraph (a) of 55th article of our Statutes, to the allocation of 8.744.376,30 TL which is 5% of the net profit as provision for loss, which may come into existence in the future;
 3. in accordance with the paragraph (b) of 55th article of our Statutes, to the allocation of 60 Billion shares, paid-up and non-paid-up, with 1 Kuruş nominal value, (on account of 6%) to be 0,06 Kuruş to each of them, the total amount of 36.000.000.- TL as first profit share;
 4. According to article 5-(1)/e of Corporate Tax Code, 2.795.107,50 TL will be classified into a specific account of Equity as “property sale income”,
 5. Out of the 118.603.665,90 TL, the remnant after the reduction of 1-4 articles above, in accordance with the paragraph (c) of 55th article of our Statutes,
 - a) to the distribution of gross amount of 1.976,73 TL, 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 19,76 TL to each founder share;
 - b) to the distribution of gross amount of 593.018,33 TL, which is the 0,5% of the aforementioned remainder, to the Members of Board of Directors;

- c) to the distribution of gross amount of 3.558.109,98 TL, 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 55th article of our Statutes, to the allocation of 60 Billion shares, paid-up and non-paid-up, with 1 Kuruş nominal value, (on account of 13,17%) to be 0,132 Kuruş to each of them, the total amount of 79.000.000.- TL as second profit share
7. in accordance with 3rd subparagraph of 2nd paragraph of 466th article of Turkish Trade Code, to the allocation of 8.915.310,50 TL as statutory reserve fund,
8. to the allocation of 26.535.250,36 TL, the remainder, as extraordinary reserve fund;
9. to the distribution of 115.000.000.-TL, in full, which is the total of first and second profit shares stated in 3rd and 6th articles above, 30.000.000.-TL of 115.000.000.-TL is to be distributed to shareholders as cash dividend and remaining 85.000.000.-TL, as share to cover the amount of 85.000.000.-TL of 100.000.000.-TL which is raised due to the increase of our Bank Capital from 600.000.000.-TL to 700.000.000.-TL;
10. to the distribution of dividends of the year of 2009 equivalent to 85.000.000.- TL as bonus shares subsequent to the registration of the said shares by the Capital Market Board and the distribution of cash dividends equivalent to 30.000.000.-TL starting May 3rd, 2010 ; to recommend to the General assembly to entitle the Board of Directors for all procedures related to all issues projected above
11. To present the report of the Board of Directors for the 2009 accounts and transactions as well as the Balance Sheet and Profit-Loss Table approved by the Board as of 31.12.2009 to the General Assembly,