

Board of Directors of our Bank, at its meeting, dated February 28th, 2011 decided:

Resolutions:

- I) to raise the paid-in-capital of the Bank to 800,000,000 TL, less than the registered capital of 1,000,000,000 TL from 700,000,000 TL by total increase equivalent to 100.000.000 TL; to provide all of the said increase equivalent to 100,000,000 TL from the profit of 2010 within the framework of General assembly resolution, 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 2010 equivalent to 211,628,987.30 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 10,581,449.37 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 10,581,449.37 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 70 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 42,000,000 TL as first profit share,
 4. Out of the 148,466,088.56 TL, the remnant after the reduction of 1-3 articles above, in accordance with the paragraph (c) of 55th article of our Statutes,
 - a) to the distribution of gross amount of 2,120.94 TL, which is 5% of the aforementioned remainder (to be limited with the part of 200,000 TL of paid-in-capital), to the founder shares to be 21.21 TL to each founder share,
 - b) to the distribution of gross amount of 742,330.44 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 4,453,982.66 TL, which is the 3% of the aforementioned remainder, to the employees in accordance with the Resolution of Board of Directors,

5. in accordance with the paragraph (d) of 55th article of our Statutes, to the allocation of 70 Billion shares, paid-up and non-paid-up, with 1 Kuruş nominal value, (on account of 14.29%) to be 0,1429 Kuruş to each of them, the total amount of 100,000,000 TL as second profit share,
6. in accordance with 3rd subparagraph of 2nd paragraph of 466th article of Turkish Trade Code, to the allocation of 11,219,843.40 TL as statutory reserve fund,
7. to the allocation of 32,047,811.12 TL, the remainder, as extraordinary reserve fund,
8. to the distribution of 142,000,000 TL, in full, which is the total of first and second profit shares stated in 3rd and 5th articles above, 42.000.000 TL of 142,000,000 TL is to be distributed to shareholders as cash dividend and remaining 100,000,000 TL as bonus shares, which will be uses in the increase of our Bank Capital from 700,000,000 TL to 800,000,000 TL,
9. to the distribution of dividends of the year of 2010 equivalent to 100,000,000 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 42,000,000 TL starting May 5th, 2011 ; to recommend to the General assembly to entitle the Board of Directors for all procedures related to all issues projected above,
10. To present the report of the Board of Directors for the 2010 accounts and transactions as well as the Balance Sheet and Profit-Loss Table approved by the Board as of 31.12.2010 to the General Assembly.