

**From Denizbank Investor Relations Department**

**Subject Invitation to Ordinary General Assembly**

**Date March 1st, 2007**

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Denizbank's Ordinary General Assembly will be held on March 23rd, 2007 Friday at 10:00 at Denizbank Ek Hizmet Binası II Şemsir İş Merkezi No:108/B Kat:10 Esentepe/İstanbul. Shareholders recorded in the Bank's stock register will be called according to the Turkish Commercial Code and Denizbank articles of Association. BRSA, Ministry of Industry and Trade, ISE and CMB will be informed of the date, place and agenda of the meeting, and The Head Office will be authorized to carry out all necessary transactions for the meeting.

Announcement of the meeting will be made in the Turkish Trade Registry Gazette, Sabah and Hürriyet newspapers dated March 1, 2007.

The agenda of the meeting is as follows:

1. Opening and establishment of Board.
2. Authorizing the Board to sign Assembly meeting minutes and List of Participants.
3. Deciding on reading, consultation and affirmance of Balance Sheet relating to the fiscal year of 2006, Statement of Profit and Loss, Report of Independent Auditor to be prepared by KPMG- Akis Serbest Muhasebeci Mali Müşavirlik A.Ş. - as a result of independent audit proceedings of the fiscal year of 2006, and Board of Directors Report and Statutory Audit Report.
4. Releasing of activities concerning the fiscal year of 2006 of Board of Directors and Statutory Auditors.
5. Deciding on assignment of Mustafa Tinas TİTİZ and Ayfer YILMAZ, who are the members of Board of Directors, in consideration of being shareholders of our Bank, to work as independent member of the Board of Directors.
6. Deciding on honorarium and salaries of the Board of Directors Members for the fiscal year of 2007.
7. Taking a decision on amendment of Articles 17., 20., 22., 25. and 28 of Articles of Association of our Bank.
8. Deciding on accrued profit and loss according to Balance Sheet relating to the fiscal year of 2006.
9. Approval of selection concerning KPMG- Akis Serbest Muhasebeci Mali Müşavirlik A.Ş.- selected by our Board of Directors- as an external audit firm in accordance with Communiqué on Principles of Independent Audit and Regulation of Capital Markets Board.
10. Giving the permission written in the Articles 334 and 335 of Turkish Commercial Code to the members of Board of Directors, on condition excluding matters not to be permitted by Banking Law, numbered 5411.
11. Deciding on issue of bonds, revenue sharing certificate, commercial paper and debenture stock.
12. Wishes and requests.

We hereby declare that the above statement conforms to the principles set forth in the Regulation Series VIII Nr. 39 of the Capital Markets Board, the it reflects all information we received in connection with this matter, that the information is in accordance with our books and records, that we spent all efforts to obtain accurate and complete information regarding this matter and that we are responsible for the declarations made in this regards.

Sincerely yours,  
Denizbank A.Ş.