

From Denizbank Investor Relations and Financial Communication Department

Subject Resolutions for Ordinary General Assembly

Date March 20th, 2009

Adopted at the General Assembly of DenizBank A.S. held on 20 March 2009, the following have been resolved unanimously.

1. Approval of Balance Sheet, Statement of Profit and Loss for the fiscal year of 2008, Independent Audit Report prepared by DELOITTE-DRT Bagimsiz Denetim ve Serbest Muhasebeci Mali Müsavirlik A.S. and based on independent audit activities of the year of 2008, and Board of Directors' Report and Statutory Auditors Report.
2. Discharging of all Board Members and all Auditors from activities related to the year of 2008.
3. Approval of the assignments of Claude Edgard L.G. PIRET, Stefaan L.G. DECRAENE and Philippe RUCHETON due to resignation of the following Board of Directors members Bruno Yves Marie Rene DELETRE, Alain P.B. DELOUIS and Hugo R.R. LASAT.
4. Retaining the whole net income of TL 278.089.991,39 accrued according to our Bank's 2008 balance sheet, and setting aside 5% Legal Reserve of TL 13.904.499,57 as per Article 466/1 of the Turkish Commercial Code; and setting aside the remaining YTL 264.185.491,82 as Extraordinary Reserve.
5. Election of Cem KADIRGAN and Mehmet Ugur OK as auditors for one year.
6. Honorarium payments of gross YTL 6,000 to the members of the Board until the end of their assignment period, except for Philippe Jean Emile RUCHETON and Claude Edgard L.G. PIRET and a monthly gross YTL 2,000 payment to the auditors until the end of their assignment.
7. Granting of written permissions set out in the Articles 334 and 335 of the Turkish Commercial Code to the Members of Board of Directors on the condition of not violating imperative provisions of the Banking Law, especially, the rules of Corporate Governance.
8. Authorization of the Board of Directors to issue bond, profit share certificate, commercial paper, any other type of debt security when necessary.

In addition, the Board members were informed about the total donation of TL 223.723 for fiscal year of 2008.

We hereby declare that the above statement conforms to the principles set forth in the Regulation Series VIII Nr. 54 of the Capital Markets Board, that 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 about this matter and that we are responsible for the declarations made in these regards.

Sincerely yours,
Denizbank A.S.