

*(Convenience Translation of Consolidated Financial Report Originally Issued in
Turkish)
(See Note 3.1.2)*

**DENİZBANK
ANONİM ŞİRKETİ AND ITS
FINANCIAL SUBSIDIARIES**

**INDEPENDENT AUDITOR'S
REVIEW REPORT,
CONSOLIDATED INTERIM
FINANCIAL
STATEMENTS AND NOTES
FOR THE THREE MONTH
PERIOD ENDED
31 MARCH 2012**

- I. Independent Auditor's Review Report
- II. Publicly Disclosed Consolidated Financial Report

Convenience Translation of the Independent Auditor's Review Report
Originally Prepared and Issued in Turkish

Denizbank A.Ş.
To the Board of Directors
İstanbul

**DENİZBANK ANONİM ŞİRKETİ
AND ITS FINANCIAL SUBSIDIARIES**

**INDEPENDENT AUDITOR'S REVIEW REPORT
FOR THE PERIOD 1 JANUARY-31 MARCH 2012**

We have reviewed the consolidated balance sheet of Denizbank A.Ş. ("the Bank") and its subsidiaries (together "the Group") as of 31 March 2012 and the related consolidated statements of income, changes in shareholders' equity and cash flows for the period then ended. These consolidated financial statements are the responsibility of the Bank's management. Our responsibility, as independent auditors, is to issue a report on these consolidated financial statements based on our review.

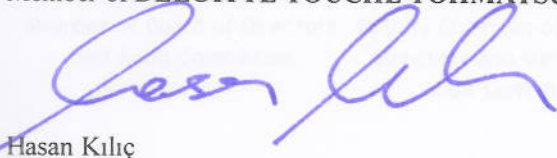
We conducted our review in accordance with the accounting rules and policies, and the accounting and auditing standards, set out as per the Banking Act No: 5411. Those standards require that we plan and perform the review to obtain limited assurance as to whether the financial statements are free of material misstatement. A review is principally limited to reviewing financial statements by applying analytical procedures, inquiring as to the integrity of the financial statements and making inquiries of management to obtain information, it is substantially less in scope than an audit and therefore provides a lesser assurance. We have not performed an audit and accordingly we do not express an audit opinion.

Based on our review, nothing has come to our attention that causes us to believe that the accompanying consolidated financial statements do not give a true and fair view of the financial position, the results of its operations and its cash flows, of the Group for the period ended 31 March 2012 in accordance with the prevailing accounting principles and standards set out as per the Article No 37 and 38 of the Banking Act No: 5411, and other regulations, communiqués and circulars in respect of accounting and financial reporting and pronouncements made by Banking Regulation and Supervision Agency.

Additional paragraph for convenience translation to English:

As explained in Note 3.I.2, the effect of the differences between the accounting principles summarized in Section 3 and the accounting principles generally accepted in countries in which the accompanying financial statements are to be distributed and International Financial Reporting Standards (IFRS) have not been quantified and reflected in the accompanying financial statements. The accounting principles used in the preparation of the accompanying financial statements differ materially from IFRS. Accordingly, the accompanying financial statements are not intended to present the Group's financial position and results of its operations in accordance with accounting principles generally accepted in such countries of users of the financial statements and IFRS.

DRT BAĞIMSIZ DENETİM VE SERBEST MUHASEBECİ MALİ MÜŞAVİRLİK A.Ş.
Member of **DELOITTE TOUCHE TOHMATSU LIMITED**


Hasan Kılıç
Partner
İstanbul, 8 May 2012

Member of Deloitte Touche Tohmatsu Limited

DENİZBANK A.Ş.
FOR THE THREE MONTHS PERIOD
CONSOLIDATED INTERIM FINANCIAL REPORT AS OF 31 MARCH 2012

Address of the Bank's Headquarters
Büyükdere Caddesi No:106
34394 - ESENTEPE/İSTANBUL

Telephone and Fax Numbers
Tel : 0.212.355 08 00
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Website of the Bank
www.denizbank.com

E-mail address of the Bank
investorrelations@denizbank.com

The consolidated financial report package prepared in accordance with the statement "Financial Statements and Related Disclosures and Footnotes to be Announced to Public" as required by the Banking Regulation and Supervision Agency (BRSA), is comprised of the following sections:

- GENERAL INFORMATION ABOUT THE PARENT BANK
- CONSOLIDATED FINANCIAL STATEMENTS OF THE PARENT BANK
- DISCLOSURES ON ACCOUNTING POLICIES IN RELATED PERIOD
- INFORMATION RELATED TO FINANCIAL POSITION OF THE CONSOLIDATED GROUP
- DISCLOSURES AND FOOTNOTES TO CONSOLIDATED FINANCIAL STATEMENTS
- OTHER DISCLOSURES AND FOOTNOTES
- INDEPENDENT AUDITOR'S REVIEW REPORT

The subsidiaries, associates and jointly controlled companies included in the consolidated financial report are:

	Subsidiaries	Associates	Jointly Controlled Companies
1	DenizBank AG, Vienna		
2	Eurodeniz International Banking Unit Ltd.		
3	Ekspres Yatırım Menkul Değerler A.Ş.		
4	Deniz Yatırım Menkul Kıymetler A.Ş.		
5	CJSC Dexia bank, Moscow		
6	Deniz Portföy Yönetimi A.Ş.		
7	Deniz Finansal Kiralama A.Ş.		
8	Deniz Faktoring A.Ş.		
9	Deniz Yatırım Ortaklığı A.Ş.		

The consolidated financial statements and related disclosures and footnotes that were subject to independent review, are prepared in accordance with the "Regulation on Accounting Principles and Documentations", Turkish Accounting Standards, Turkish Financial Reporting Standards and the related statements, and in compliance with the financial records of our Bank. Unless stated otherwise, the accompanying consolidated financial statements are presented in **Thousands of Turkish Lira**.

8 May 2012



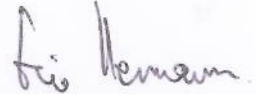
HAKAN ELVERDİ
Senior Vice President
International and Regulatory
Financial Reporting



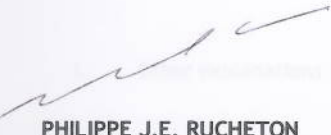
SUAVİ DEMİRCİOĞLU
Executive Vice President
Financial Affairs



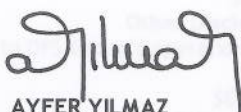
HAKAN ATEŞ
Member of Board of Directors
and President and Chief
Executive Officer



ERIC P.B.A. HERMANN
Member of Board of Directors
and Audit Committee



PHILIPPE J.E. RUCHETON
Member of Board of Directors
and Audit Committee



AYFER YILMAZ
Deputy Chairman of Board of
Directors and Member of
Audit Committee

PIERRE P.F. MARIANI
Chairman of Board of
Directors

Contact information for questions on this financial report:

Name/Title: İmge İhtiyar / Department Head, International Reporting Department

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SECTION ONE

GENERAL INFORMATION

I. Parent Bank's date of establishment, beginning statute, its history including changes in its statute

Denizbank A.Ş. ("the Bank") was established as a public bank to provide financing services to the marine sector in 1938. In 1992, as a result of the resolution of the Government to merge some public banks, the Bank was merged to Emlakbank. Following the resolution of the High Council of Privatization numbered 97/5 and dated 20 March 1997 to privatize 100% of shares of Denizbank A.Ş., share sale agreement between Zorlu Holding A.Ş. and the Privatization Administration was signed on 29 May 1997 and the Bank started its activities on 25 August 1997 upon obtaining a permission to operate. Bank's shares have been quoted on Istanbul Stock Exchange ("ISE") since 1 October 2004. 0.16% of the Bank's shares are publicly held as of 31 March 2012.

Dexia Participation Belgique SA, owned 100% directly and indirectly by Dexia SA/NV, acquired 75% of the outstanding shares of the Bank from Zorlu Holding A.Ş. on 17 October 2006. Subsequent to the transfer of shares, a tender offer was made for the publicly traded shares on the ISE, and Dexia Participation Belgique's ownership rate increased to 99.84%.

II. Capital structure, shareholders controlling the management and supervision of the Parent Bank directly or indirectly, and if exists, changes on these issues and the Group that the Parent Bank belongs to

Current Period

Name of the Shareholder	Amount (Full TL)	Share %
Dexia Participation Belgique SA	714,945,285	99.84
Publicly traded	1,154,681	0.16
Others shareholders	34	-
Total	716,100,000	100.00

Prior Period

Name of the Shareholder	Amount (Full TL)	Share %
Dexia Participation Belgique SA	714,945,285	99.84
Publicly traded	1,154,681	0.16
Others shareholders	34	-
Total	716,100,000	100.00

DENİZBANK ANONİM ŞİRKETİ
NOTES TO CONSOLIDATED FINANCIAL STATEMENTS
AS OF 31 MARCH 2012

(Currency: Thousands of TL - Turkish Lira)

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Consolidated Financial Report
Originally Issued in Turkish,
See Note 3.1.2*

III. Explanations regarding the chairman and the members of board of directors, audit committee, general manager and assistants and shares of the Parent Bank they possess and their areas of responsibility

Name	Title	Shares owned (%)
President of the Board of Directors		
Pierre P.F. Mariani	Chairman	--
Board of Directors		
Ayfer Yılmaz	Deputy Chairman	0.000002
Hakan Ateş	Member, President and CEO	0.000002
M. Cem Bodur	Member	0.000002
Wouter G.M. Van Roste	Member	--
Philippe J.E. Rucheton	Member	--
Eric P.B.A. Hermann	Member	--
Claude E.L.G. Piret	Member	--
Hasan Hüseyin Uyar	Member	--
Audit Committee		
Eric P.B.A. Hermann	Member	--
Ayfer Yılmaz	Member	--
Philippe J.E. Rucheton	Member	--
Statutory Auditors		
Cem Kadirgan	Member-Auditor	--
Mehmet Uğur Ok	Member-Auditor	--
Executive Vice Presidents		
Mustafa Aydın	Retail, SME and Agricultural Loan Allocation	--
Bora Böcügöz	Treasury and Private Banking	--
Suavi Demircioğlu	Financial Affairs	--
Dilek Duman	Information Technologies and Support Operations	--
Gökhan Ertürk	Retail Banking	--
Tanju Kaya	Central Operations and Foreign Subsidiaries	--
Derya Kumru	Corporate - Commercial Banking, Public Finance and Foreign Subsidiaries	--
Gökhan Sun	SME and Agricultural Banking	--
Mustafa Özel	Branch and Central Operations	--
İbrahim Şen	Corporate Banking	--
Mehmet Aydoğdu	Commercial Banking and Public Finance	--
Saruhan Özel	Economic Research, Strategy and Project Management	--
Murat Çelik	Digital Generation Banking	--

In accordance with the resolution of the General Meeting of the Shareholders dated 17 February 2012; Murat Çelik was appointed as the Vice General Manager responsible for Digital Generation Banking.

DENİZBANK ANONİM ŞİRKETİ
NOTES TO CONSOLIDATED FINANCIAL STATEMENTS
AS OF 31 MARCH 2012

(Currency: Thousands of TL - Turkish Lira)

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IV. Explanations regarding the real person and corporate qualified shareholders at the Parent Bank

Commercial Title	Share Amounts	Share Percentages	Paid-in Capital	Unpaid Capital
Dexia Participation Belgique SA	714,945	99.84%	714,945	--

Dexia Participation Belgique SA is the controlling party of the Parent Bank's capital having both direct and indirect qualified shares. 95% of the shares of Dexia Participation Belgique SA belongs to Dexia SA, while the remaining 5% belongs to Dexia Participation Luxembourg SA. As of 31 March 2012 the capital structure of Dexia SA is as follows:

Title	Share Percentages
Caisse des Dépôts et Consignations (*)	17.61%
Holding Communal	14.26%
Arco Group	9.96%
Belgian Federal State (via Société de Participations et d'Investissement)	5.73%
French State (via Société de Prise de Participation de l'Etat)	5.73%
Ethias Group	5.04%
Other institutional and individual investors	41.67%
Total	100.00%

(*) French Public Sector Institution

V. Type of services provided and the areas of operations of the Parent Bank

The Parent Bank is a private sector deposit bank which provides banking services to its customers through 588 domestic and 1 foreign branch as of 31 March 2012.

Activities of the Parent Bank as stated in the 4th clause of the Articles of Association are as follows:

- Accepting all kinds of deposits and performing banking activities.
- Dealing with transactions on all kinds of capital market instruments within the limits set by the related regulations and Capital Market Law regulations.
- Entering into loan and intelligence agreements with domestic and international financial institutions. Participating in consortiums and syndications.
- Lending all kinds of Turkish Lira and foreign currency short, medium and long term loans, and providing guarantee facilities.
- Incorporating insurance companies, operating insurance agencies, participating in insurance companies which are existing or planned to be founded.
- Using the funds to be allocated or provided by laws, regulations or agreements for its own objectives.
- Making all kinds of agreements and legal transactions related with its operations; signing written contracts, notes and miscellaneous documents and establishing correspondences.
- Purchasing, producing, constructing, leasing or acquiring by other means all kinds of movables, immovables and rights, selling, transferring or renting all or a part of such items. Establishing or releasing all kinds of rights in such items.
- Giving all kinds of loans and obtaining borrowings as necessary for performing its activities.
- Receiving, transferring or releasing all kinds of cash or non-cash guarantees, including sureties, collaterals, mortgages, pledges, etc., relating to its operations.
- Establishing domestic and/or foreign entities and participating in existing entities.
- Performing all kinds of operations in compliance with the prevailing banking regulations.

SECTION TWO

CONSOLIDATED FINANCIAL STATEMENTS

- I. Consolidated Balance Sheets
- II. Consolidated Statements of Off-Balance Sheet Items
- III. Consolidated Statements of Income
- IV. Consolidated Statements of Recognized Profits and Losses
Accounted for Under Equity
- V. Consolidated Statements of Changes in Shareholders' Equity
- VI. Consolidated Statements of Cash Flows

DENİZBANK ANONİM ŞİRKETİ
CONSOLIDATED BALANCE SHEETS
(STATEMENTS OF FINANCIAL POSITION)
AS OF 31 MARCH 2012 AND 31 DECEMBER 2011
(Currency: Thousands of TL - Turkish Lira)

*Convenience Translation of
Consolidated Financial Report
Originally Issued in Turkish,
See Note 3.1.2*

ASSETS	Footnotes	REVIEWED CURRENT PERIOD (31/03/2012)			AUDITED PRIOR PERIOD (31/12/2011)		
		TL	FC	Total	TL	FC	Total
I. CASH AND BALANCES WITH THE CENTRAL BANK	(5.1.1)	2,897,986	2,505,808	5,403,794	1,885,844	2,270,338	4,156,182
II. FINANCIAL ASSETS AT FAIR VALUE THROUGH PROFIT OR LOSS (Net)	(5.1.2)	299,143	191,546	490,689	571,418	321,466	892,884
2.1 Financial Assets Held For Trading		299,143	191,546	490,689	571,418	321,466	892,884
2.1.1 Public Sector Debt Securities		217,234	5,675	222,909	400,738	3,272	404,010
2.1.2 Share Certificates		23,917	532	24,449	22,578	1,832	24,410
2.1.3 Positive Value of Trading Purpose Derivatives		50,199	182,527	232,726	147,587	316,294	463,881
2.1.4 Other Securities		7,793	2,812	10,605	515	68	583
2.2 Financial Assets Designated at Fair Value		-	-	-	-	-	-
2.2.1 Public Sector Debt Securities		-	-	-	-	-	-
2.2.2 Share Certificates		-	-	-	-	-	-
2.2.3 Loans		-	-	-	-	-	-
2.2.4 Other Securities		-	-	-	-	-	-
III. BANKS	(5.1.3)	34,594	991,678	1,026,272	1,130	877,573	878,703
IV. DUE FROM MONEY MARKETS		25,108	-	25,108	1,237,682	47,232	1,284,914
4.1 Interbank Money Market		250	-	250	250	47,232	47,482
4.2 Istanbul Stock Exchange		20,059	-	20,059	26,593	-	26,593
4.3 Reverse Repurchase Agreements		4,799	-	4,799	1,210,839	-	1,210,839
V. FINANCIAL ASSETS AVAILABLE FOR SALE (Net)	(5.1.4)	5,590,250	924,405	6,514,655	3,940,807	261,935	4,202,742
5.1 Share Certificates		3,916	12	3,928	3,916	12	3,928
5.2 Public Sector Debt Securities		5,586,334	803,104	6,389,438	3,936,891	141,463	4,078,354
5.3 Other Securities		-	121,289	121,289	-	120,460	120,460
VI. LOANS AND RECEIVABLES	(5.1.5)	19,441,072	10,801,474	30,242,546	17,788,257	10,886,112	28,674,369
6.1 Loans and Receivables		19,110,426	10,790,614	29,901,040	17,518,784	10,869,945	28,388,729
6.1.1 Loans Utilized to the Bank's Risk Group		4,766	31	4,797	25	33	58
6.1.2 Public Sector Debt Securities		-	-	-	-	-	-
6.1.3 Others		19,105,660	10,790,583	29,896,243	17,518,759	10,869,912	28,388,671
6.2 Loans under Follow-Up		923,684	21,339	945,023	865,660	28,749	894,409
6.3 Specific Provisions (-)		593,038	10,479	603,517	596,187	12,582	608,769
VII. FACTORING RECEIVABLES		883,055	50,427	933,482	937,562	41,796	979,358
VIII. INVESTMENT HELD TO MATURITY (Net)	(5.1.6)	131,899	119,249	251,148	787,802	124,303	912,105
8.1 Public Sector Debt Securities		131,899	75,608	207,507	787,802	79,159	866,961
8.2 Other Securities		-	43,641	43,641	-	45,144	45,144
IX. INVESTMENTS IN ASSOCIATES (Net)	(5.1.7)	7,432	-	7,432	7,432	-	7,432
9.1 Associates accounted for Under Equity Method		-	-	-	-	-	-
9.2 Unconsolidated Associates		7,432	-	7,432	7,432	-	7,432
9.2.1 Financial Associates		544	-	544	544	-	544
9.2.2 Non-Financial Associates		6,888	-	6,888	6,888	-	6,888
X. INVESTMENTS IN SUBSIDIARIES (Net)	(5.1.8)	5,649	-	5,649	5,649	-	5,649
10.1 Unconsolidated Financial Subsidiaries		-	-	-	-	-	-
10.2 Unconsolidated Non-Financial Subsidiaries		5,649	-	5,649	5,649	-	5,649
XI. ENTITIES UNDER COMMON CONTROL (JOINT VENT.) (Net)	(5.1.9)	2,800	-	2,800	2,800	-	2,800
11.1 Joint Ventures accounted for Under Equity Method		-	-	-	-	-	-
11.2 Unconsolidated Joint Ventures		2,800	-	2,800	2,800	-	2,800
11.2.1 Financial Joint Ventures		-	-	-	-	-	-
11.2.2 Non-Financial Joint Ventures		2,800	-	2,800	2,800	-	2,800
XII. LEASE RECEIVABLES (Net)	(5.1.10)	269,977	1,038,654	1,308,631	228,900	1,064,256	1,293,156
12.1 Financial Lease Receivables		337,619	1,180,763	1,518,382	286,860	1,211,079	1,497,939
12.2 Operational Lease Receivables		-	-	-	-	-	-
12.3 Others		-	-	-	-	-	-
12.4 Unearned Income (-)		67,642	142,109	209,751	57,960	146,823	204,783
XIII. HEDGING PURPOSE DERIVATIVES	(5.1.11)	136,877	24,588	161,465	189,975	31,010	220,985
13.1 Fair Value Hedge		-	-	-	-	-	-
13.2 Cash Flow Hedge		136,877	24,588	161,465	189,975	31,010	220,985
13.3 Hedging of a Net Investment in Foreign Subsidiaries		-	-	-	-	-	-
XIV. TANGIBLE ASSETS (Net)		332,996	6,547	339,543	337,393	6,649	344,042
XV. INTANGIBLE ASSETS (Net)		61,720	5,587	67,307	66,097	5,894	71,991
15.1 Goodwill		-	-	-	-	-	-
15.2 Others		61,720	5,587	67,307	66,097	5,894	71,991
XVI. INVESTMENT PROPERTIES (Net)		-	-	-	-	-	-
XVII. TAX ASSETS	(5.1.12)	83,325	2,359	85,684	58,541	2,283	60,824
17.1 Current Tax Assets		1,846	1,742	3,588	2,543	250	2,793
17.2 Deferred Tax Assets		81,479	617	82,096	55,998	2,033	58,031
XVIII. ASSETS HELD FOR SALE AND DISCONTINUED OPERATIONS (Net)		-	-	-	-	-	-
18.1 Held For Sale		-	-	-	-	-	-
18.2 Discontinued Operations		-	-	-	-	-	-
XIX. OTHER ASSETS	(5.1.13)	502,145	265,574	767,719	447,505	320,641	768,146
TOTAL ASSETS		30,706,028	16,927,896	47,633,924	28,494,794	16,261,488	44,756,282

The accompanying notes are an integral part of these consolidated financial statements.

DENİZBANK ANONİM ŞİRKETİ
CONSOLIDATED BALANCE SHEETS
(STATEMENTS OF FINANCIAL POSITION)
AS OF 31 MARCH 2012 AND 31 DECEMBER 2011
(Currency: Thousands of TL - Turkish Lira)

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Consolidated Financial Report
Originally Issued in Turkish,
See Note 3.1.2*

LIABILITIES AND EQUITY	Footnotes	REVIEWED CURRENT PERIOD (31/03/2012)			AUDITED PRIOR PERIOD (31/12/2011)		
		TL	FC	Total	TL	FC	Total
I. DEPOSITS	(5.11.1)	16,239,265	14,952,070	31,191,335	14,594,522	12,327,085	26,921,607
1.1 Deposits of the Bank's Risk Group		35,147	7,313	42,460	41,107	4,640	45,747
1.2 Others		16,204,118	14,944,757	31,148,875	14,553,415	12,322,445	26,875,860
II. DERIVATIVE FINANCIAL LIABILITIES HELD FOR TRADING	(5.11.2)	26,081	175,155	201,236	95,262	342,837	438,099
III. FUNDS BORROWED	(5.11.3)	1,220,639	5,839,964	7,060,603	1,293,387	6,316,314	7,609,701
IV. DUE TO MONEY MARKETS		290,010	-	290,010	863,351	47,233	910,584
4.1 Interbank Money Market		-	-	-	-	47,233	47,233
4.2 Istanbul Stock Exchange		-	-	-	-	-	-
4.3 Reverse Repurchase Agreements		290,010	-	290,010	863,351	-	863,351
V. SECURITIES ISSUED (Net)	(5.11.4)	400,258	-	400,258	410,988	-	410,988
5.1 Bills		372,745	-	372,745	384,191	-	384,191
5.2 Asset Backed Securities		-	-	-	-	-	-
5.3 Bonds		27,513	-	27,513	26,797	-	26,797
VI. FUNDS		-	-	-	-	-	-
6.1 Borrowers Funds		-	-	-	-	-	-
6.2 Others		-	-	-	-	-	-
VII. SUNDRY CREDITORS		490,472	246,115	736,587	494,345	235,257	729,602
VIII. OTHER EXTERNAL RESOURCES	(5.11.5)	493,953	613,233	1,107,186	508,965	849,983	1,358,948
IX. FACTORING PAYABLES		-	-	-	-	-	-
X. LEASE PAYABLES (Net)	(5.11.6)	-	-	-	-	-	-
10.1 Financial Lease Payables		-	-	-	-	-	-
10.2 Operational Lease Payables		-	-	-	-	-	-
10.3 Others		-	-	-	-	-	-
10.4 Deferred Financial Leasing Expenses (-)		-	-	-	-	-	-
XI. HEDGING PURPOSE DERIVATIVES	(5.11.7)	93,737	6,408	100,145	75,121	6,358	81,479
11.1 Fair Value Hedge		-	-	-	-	-	-
11.2 Cash Flow Hedge		93,737	6,408	100,145	75,121	6,358	81,479
11.3 Hedging of a Net Investment in Foreign Subsidiaries		-	-	-	-	-	-
XII. PROVISIONS	(5.11.8)	558,625	15,669	574,294	518,542	15,555	534,097
12.1 General Provisions		321,755	-	321,755	291,975	-	291,975
12.2 Restructuring Provisions		-	-	-	-	-	-
12.3 Reserve for Employee Benefits		64,589	1,442	66,031	57,608	1,437	59,045
12.4 Insurance Technical Provisions (Net)		-	-	-	-	-	-
12.5 Other Provisions		172,281	14,227	186,508	168,959	14,118	183,077
XIII. TAX LIABILITIES	(5.11.9)	176,611	29,066	205,677	161,470	19,291	180,761
13.1 Current Tax Liability		176,611	27,264	203,875	161,470	18,652	180,122
13.2 Deferred Tax Liability		-	1,802	1,802	-	639	639
LIABILITIES DIRECTLY ASSOCIATED WITH ASSETS HELD FOR SALE AND		-	-	-	-	-	-
XIV. DISCONTINUED OPERATIONS		-	-	-	-	-	-
14.1 Held For Sale		-	-	-	-	-	-
14.2 Discontinued Operations		-	-	-	-	-	-
XV. SUBORDINATED LOANS		-	890,211	890,211	-	938,953	938,953
XVI. SHAREHOLDERS' EQUITY	(5.11.10)	4,579,705	296,677	4,876,382	4,305,994	335,469	4,641,463
16.1 Paid-In Capital		716,100	-	716,100	716,100	-	716,100
16.2 Supplementary Capital		479,175	6,907	486,082	109,027	(2,290)	106,737
16.2.1 Share Premium		98,411	-	98,411	98,411	-	98,411
16.2.2 Share Cancellation Profits		-	-	-	-	-	-
16.2.3 Securities Revaluation Reserve		19,025	9,936	28,961	(15,858)	1,655	(14,203)
16.2.4 Revaluation Fund on Tangible Assets		306,054	-	306,054	856	-	856
16.2.5 Revaluation Fund on Intangible Assets		-	-	-	-	-	-
16.2.6 Revaluation Fund on Investment Properties		-	-	-	-	-	-
16.2.7 Bonus Shares Obtained from Associates, Subsidiaries and Joint Ventures		11	-	11	11	-	11
16.2.8 Hedging Funds (Effective Portion)	(133,490)	(133,490)	(3,029)	(136,519)	(163,557)	(3,945)	(167,502)
16.2.9 Revaluation Fund on Assets Held for Sale and Discontinued Operations		-	-	-	-	-	-
16.2.10 Other Supplementary Capital		189,164	-	189,164	189,164	-	189,164
16.3 Profit Reserves		2,678,919	96,424	2,775,343	2,110,209	115,106	2,225,315
16.3.1 Legal Reserves		144,543	5,018	149,561	104,739	5,018	109,757
16.3.2 Status Reserves		-	-	-	-	-	-
16.3.3 Extraordinary Reserves		2,524,364	11,171	2,535,535	1,995,392	11,171	2,006,563
16.3.4 Other Profit Reserves		10,012	80,235	90,247	10,078	98,917	108,995
16.4 Profit or Loss		690,752	193,346	884,098	1,357,141	222,653	1,579,794
16.4.1 Prior Periods' Profits / Losses		525,921	179,899	705,820	406,435	111,813	518,248
16.4.2 Current Period Profit / Loss		164,831	13,447	178,278	950,706	110,840	1,061,546
16.5 Minority Shares	(5.11.11)	14,759	-	14,759	13,517	-	13,517
TOTAL LIABILITIES AND EQUITY		24,569,356	23,064,568	47,633,924	23,321,947	21,434,335	44,756,282

The accompanying notes are an integral part of these consolidated financial statements.

DENİZBANK ANONİM ŞİRKETİ
CONSOLIDATED STATEMENTS OF OFF-BALANCE SHEET ITEMS
AS OF 31 MARCH 2012 AND 31 DECEMBER 2011
(Currency: Thousands of TL- Turkish Lira)

*Convenience Translation of
Consolidated Financial Report
Originally Issued in Turkish,
See Note 3.1.2*

	Footnotes	REVIEWED CURRENT PERIOD (31/03/2012)			AUDITED PRIOR PERIOD (31/12/2011)		
		TL	FC	Total	TL	FC	Total
A. OFF BALANCE SHEET COMMITMENTS AND CONTINGENCIES (I+II+III)		23,494,915	40,084,231	63,579,146	21,713,293	35,850,261	57,563,554
I. GUARANTEES	(5.III.1)	4,244,324	6,130,329	10,374,653	3,942,055	6,169,285	10,111,340
1.1. Letters of Guarantee		4,239,270	3,950,639	8,189,909	3,940,439	4,103,133	8,043,572
1.1.1. Guarantees Subject to State Tender Law		-	-	-	-	-	-
1.1.2. Guarantees Given for Foreign Trade Operations		237,499	121,142	358,641	234,215	103,378	337,593
1.1.3. Other Letters of Guarantee		4,001,771	3,829,497	7,831,268	3,706,224	3,999,755	7,705,979
1.2. Bank Acceptances		4,477	461,999	466,476	999	274,437	275,436
1.2.1. Import Letter of Acceptance		4,477	461,999	466,476	999	274,437	275,436
1.2.2. Other Bank Acceptances		-	-	-	-	-	-
1.3. Letters of Credit		577	1,467,796	1,468,373	617	1,528,689	1,529,306
1.3.1. Documentary Letters of Credit		200	1,214,384	1,214,584	570	1,269,903	1,270,473
1.3.2. Other Letters of Credit		377	253,412	253,789	47	258,786	258,833
1.4. Prefinancing Given As Guarantee		-	-	-	-	-	-
1.5. Endorsements		-	-	-	-	-	-
1.5.1. Endorsements to the Central Bank of Turkey		-	-	-	-	-	-
1.5.2. Other Endorsements		-	-	-	-	-	-
1.6. Purchase Guarantees for Securities Issued		-	-	-	-	-	-
1.7. Factoring Related Guarantees		-	-	-	-	-	-
1.8. Other Collaterals		-	249,895	249,895	-	263,026	263,026
1.9. Other Sureties		-	-	-	-	-	-
II. COMMITMENTS	(5.III.1)	8,970,708	4,994,312	13,965,020	8,857,722	4,172,026	13,029,748
2.1. Irrevocable Commitments		8,689,510	4,994,312	13,683,822	8,837,460	4,172,026	13,009,486
2.1.1. Asset Purchase and Sale Commitments		299,650	4,354,401	4,654,051	868,553	3,234,287	4,102,840
2.1.2. Deposit Purchase and Sales Commitments		-	-	-	-	-	-
2.1.3. Share Capital Commitments to Associates and Subsidiaries		1,000	-	1,000	1,000	-	1,000
2.1.4. Loan Granting Commitments		2,878,942	87,557	2,966,499	2,748,458	129,894	2,878,352
2.1.5. Securities Issuance Brokerage Commitments		-	-	-	-	-	-
2.1.6. Commitments for Reserve Deposit Requirements		-	-	-	-	-	-
2.1.7. Commitments for Cheque Payments		1,359,863	-	1,359,863	990,872	-	990,872
2.1.8. Tax and Fund Obligations from Export Commitments		2,842	-	2,842	2,871	-	2,871
2.1.9. Commitments for Credit Card Limits		4,109,656	-	4,109,656	4,189,318	-	4,189,318
2.1.10. Commitments for Promotional Operations Re-Credit Cards and Banking Services		-	-	-	-	-	-
2.1.11. Receivables from "Short" Sale Commitments On Securities		-	-	-	-	-	-
2.1.12. Payables for "Short" Sale Commitments On Securities		-	-	-	-	-	-
2.1.13. Other Irrevocable Commitments		37,557	552,354	589,911	36,388	807,845	844,233
2.2. Revocable Commitments		281,198	-	281,198	20,262	-	20,262
2.2.1. Revocable Loan Granting Commitments		280,517	-	280,517	19,581	-	19,581
2.2.2. Other Revocable Commitments		681	-	681	681	-	681
III. DERIVATIVE FINANCIAL INSTRUMENTS		10,279,883	28,959,590	39,239,473	8,913,516	25,508,950	34,422,466
3.1 Hedging Purpose Derivatives		416,712	1,203,664	1,957,829	644,143	1,179,474	1,823,617
3.1.1 Fair Value Hedge		-	-	-	-	-	-
3.1.2 Cash Flow Hedge		754,165	1,203,664	1,957,829	644,143	1,179,474	1,823,617
3.1.3 Hedging of a Net Investment in Foreign Subsidiaries		-	-	-	-	-	-
3.2 Trading Purpose Derivatives		9,525,718	27,755,926	37,281,644	8,269,373	24,329,476	32,598,849
3.2.1 Forward Foreign Currency Purchases/Sales		523,881	2,352,648	2,876,529	981,442	3,689,481	4,670,923
3.2.1.1 Forward Foreign Currency Purchases		107,169	1,349,237	1,456,406	217,637	2,117,660	2,335,297
3.2.1.2 Forward Foreign Currency Sales		416,712	1,003,411	1,420,123	763,805	1,571,821	2,335,626
3.2.2 Currency and Interest Rate Swaps		4,298,223	18,091,820	22,390,043	3,066,586	13,418,119	16,484,705
3.2.2.1 Currency Swaps-Purchases		550,589	8,462,272	9,012,861	691,043	6,181,221	6,872,264
3.2.2.2 Currency Swaps-Sales		3,747,634	5,235,499	8,983,133	2,375,543	4,462,490	6,838,033
3.2.2.3 Interest Rate Swaps-Purchases		-	2,197,025	2,197,025	-	1,387,204	1,387,204
3.2.2.4 Interest Rate Swaps-Sales		-	2,197,024	2,197,024	-	1,387,204	1,387,204
3.2.3 Currency, Interest Rate and Security Options		4,619,603	7,203,847	11,823,450	4,070,115	7,211,501	11,281,616
3.2.3.1 Currency Options-Purchases		2,389,663	3,478,366	5,868,029	2,150,341	3,429,191	5,579,532
3.2.3.2 Currency Options-Sales		2,229,940	3,594,457	5,824,397	1,919,774	3,644,864	5,564,638
3.2.3.3 Interest Rate Options-Purchases		-	65,512	65,512	-	68,723	68,723
3.2.3.4 Interest Rate Options-Sales		-	65,512	65,512	-	68,723	68,723
3.2.3.5 Securities Options-Purchases		-	-	-	-	-	-
3.2.3.6 Securities Options-Sales		-	-	-	-	-	-
3.2.4 Currency Futures		-	-	-	-	-	-
3.2.4.1 Currency Futures-Purchases		-	-	-	-	-	-
3.2.4.2 Currency Futures-Sales		-	-	-	-	-	-
3.2.5 Interest Rate Futures		-	-	-	-	-	-
3.2.5.1 Interest Rate Futures-Purchases		-	-	-	-	-	-
3.2.5.2 Interest Rate Futures-Sales		-	-	-	-	-	-
3.2.6 Others		84,011	107,611	191,622	151,230	10,375	161,605
B. CUSTODY AND PLEDGED ITEMS (IV+V+VI)		100,877,310	25,104,205	125,981,515	89,709,661	31,139,445	120,849,106
IV. ITEMS HELD IN CUSTODY		9,683,281	933,969	10,617,250	10,400,016	1,039,186	11,439,202
4.1. Customers' Securities and Portfolios Held		-	-	-	-	-	-
4.2. Securities Held in Custody		8,503,080	257,778	8,760,858	9,248,066	322,349	9,570,415
4.3. Checks Received for Collection		528,010	548,756	1,076,766	557,250	595,225	1,152,475
4.4. Commercial Notes Received for Collection		651,949	127,204	779,153	594,208	121,106	715,314
4.5. Other Assets Received for Collection		-	-	-	-	-	-
4.6. Assets Received for Public Offering		-	-	-	-	-	-
4.7. Other Items under Custody		-	231	231	250	506	756
4.8. Custodians		242	-	242	242	-	242
V. PLEDGED ITEMS		90,960,114	24,009,839	114,969,953	79,085,294	29,974,887	109,060,181
5.1. Securities		1,847,925	234,225	2,082,150	912,174	976,173	1,888,347
5.2. Guarantee Notes		61,777,176	9,668,052	71,445,228	53,041,037	13,470,173	66,511,210
5.3. Commodities		4,603,691	1,490,093	6,093,784	3,785,901	2,247,412	6,033,313
5.4. Warrants		-	-	-	-	-	-
5.5. Immovables		20,907,742	10,974,090	31,881,832	19,826,058	11,213,558	31,039,616
5.6. Other Pledged Items		1,823,580	1,643,379	3,466,959	1,520,124	2,067,571	3,587,695
5.7. Pledged Items-Depository		-	-	-	-	-	-
VI. ACCEPTED INDEPENDENT GUARANTEES AND WARRANTIES		233,915	160,397	394,312	224,351	125,372	349,723
TOTAL OFF BALANCE SHEET ITEMS (A+B)		124,372,225	65,188,436	189,560,661	111,422,954	66,989,706	178,412,660

The accompanying notes are an integral part of these consolidated financial statements.

DENİZBANK ANONİM ŞİRKETİ
CONSOLIDATED STATEMENTS OF INCOME
FOR THE PERIODS ENDED 31 MARCH 2012 AND 2011
(Currency: Thousands of TL - Turkish Lira)

*Convenience Translation of
Consolidated Financial Report
Originally Issued in Turkish,
See Note 3.1.2*

INCOME AND EXPENSE ITEMS	Footnotes	REVIEWED CURRENT PERIOD (01/01-31/03/2012)	REVIEWED PRIOR PERIOD (01/01-31/03/2011)
I. INTEREST INCOME	(5.IV.1)	1,170,480	753,039
1.1 Interest from Loans		887,598	603,223
1.2 Interest from Reserve Deposits		-	-
1.3 Interest from Banks		4,560	7,255
1.4 Interest from Money Market Transactions		22,149	4,008
1.5 Interest from Securities Portfolio		227,954	112,686
1.5.1 Trading Securities		14,767	6,435
1.5.2 Financial Assets at Fair Value Through Profit or Loss		-	-
1.5.3 Available for Sale Securities		151,199	83,169
1.5.4 Held to Maturity Securities		61,988	23,082
1.6 Interest from Financial Leases		21,688	19,958
1.7 Other Interest Income		6,531	5,909
II. INTEREST EXPENSE	(5.IV.2)	599,472	314,039
2.1 Interest on Deposits		483,735	249,526
2.2 Interest on Funds Borrowed		79,555	54,048
2.3 Interest on Money Market Transactions		17,087	4,495
2.4 Interest on Securities Issued		10,194	-
2.5 Other Interest Expense		8,901	5,970
III. NET INTEREST INCOME (I - II)		571,008	439,000
IV. NET FEES AND COMMISSION INCOME /EXPENSE	(5.IV.10)	115,336	102,601
4.1 Fees and Commissions Received		171,280	136,364
4.1.1 Non-Cash Loans		18,564	16,736
4.1.2 Other		152,716	119,628
4.2 Fees and Commissions Paid		55,944	33,763
4.2.1 Non-Cash Loans		404	209
4.2.2 Other		55,540	33,554
V. DIVIDEND INCOME		-	-
VI. TRADING INCOME/LOSS (Net)	(5.IV.3)	(44,651)	(5,500)
6.1 Profit / Loss on Securities Trading		18,269	19,479
6.2 Profit / Loss on Derivative Financial Transactions		(347,837)	(60,825)
6.3 Foreign Exchange Gains / Losses		284,917	35,846
VII. OTHER OPERATING INCOME	(5.IV.4)	82,846	127,018
VIII. TOTAL OPERATING INCOME (III+IV+V+VI+VII)		724,539	663,119
IX. PROVISION FOR LOANS AND OTHER RECEIVABLES (-)	(5.IV.5)	132,502	133,184
X. OTHER OPERATING EXPENSES (-)	(5.IV.6)	348,877	283,666
XI. NET OPERATING PROFIT/LOSS (VIII-IX-X)		243,160	246,269
XII. AMOUNT IN EXCESS RECORDED AS GAIN AFTER MERGER		-	-
XIII. INVESTMENTS PROFIT / LOSS FROM ACCOUNTED FOR UNDER EQUITY METHOD		-	-
XIV. GAIN/LOSS ON NET MONETARY POSITION		-	-
XV. P/L BEFORE TAXES FROM CONTINUING OPERATIONS (XI+...+XIV)		243,160	246,269
XVI. TAX PROVISION FOR CONTINUING OPERATIONS (±)	(5.IV.8)	(63,441)	(50,386)
16.1 Current Tax		(98,235)	(40,920)
16.2 Deferred Tax		34,794	(9,466)
XVII. NET PROFIT / LOSS FROM CONTINUING OPERATIONS (XV±XVI)	(5.IV.9)	179,719	195,883
XVIII. PROFIT FROM DISCONTINUED OPERATIONS	(5.IV.7)	-	12,183
18.1 Assets Held for Sale		-	12,183
18.2 Profit on Sale of Associates, Subsidiaries and Joint Ventures		-	-
18.3 Other		-	-
XIX. LOSS FROM DISCONTINUED OPERATIONS (-)	(5.IV.7)	-	3,732
19.1 Assets Held for Sale		-	3,732
19.2 Loss on Sale of Associates, Subsidiaries and Joint Ventures		-	-
19.3 Other		-	-
XX. P/L BEFORE TAXES FROM DISCONTINUED OPERATIONS (XVIII-XIX)		-	8,451
XXI. TAX PROVISION FOR DISCONTINUED OPERATIONS (±)	(5.IV.8)	-	(1,699)
21.1 Current Tax		-	(1,590)
21.2 Deferred Tax		-	(109)
XXII. NET PROFIT / LOSS FROM DISCONTINUED OPERATIONS (XX±XXI)		-	6,752
XXIII. NET PROFIT / LOSS (XVII+XXII)	(5.IV.9)	179,719	202,635
23.1 Group's Profit / Loss		178,278	202,499
23.2 Minority Shares / Loss (-)		1,441	136
Earnings / Losses per Share (full TL)		0.25	0.28

The accompanying notes are an integral part of these consolidated financial statements.

DENİZBANK ANONİM ŞİRKETİ
CONSOLIDATED STATEMENTS OF RECOGNIZED
PROFITS AND LOSSES ACCOUNTED FOR
UNDER EQUITY
FOR THE PERIODS ENDED 31 MARCH 2012 AND 2011
(Currency: Thousands of TL - Turkish Lira)

Convenience Translation of
Consolidated Financial Report
Originally Issued in Turkish,
See Note 3.1.2

	REVIEWED CURRENT PERIOD (01/01-31/03/2012)	REVIEWED PRIOR PERIOD (01/01-31/03/2011)
I. ADDITIONS TO SECURITIES REVALUATION RESERVE FROM AVAILABLE FOR SALE INVESTMENTS	74,632	(63,841)
II. TANGIBLE ASSETS REVALUATION DIFFERENCES	-	-
III. INTANGIBLE ASSETS REVALUATION DIFFERENCES	-	-
IV. FOREIGN EXCHANGE DIFFERENCES FOR FOREIGN CURRENCY TRANSACTIONS	(18,748)	23,199
V. PROFIT/LOSS RELATED TO DERIVATIVES USED IN CASH FLOW HEDGES (Effective portion of Fair Value Differences)	623	26,698
VI. PROFIT/LOSS RELATED TO DERIVATIVES USED IN HEDGE OF A NET INVESTMENT IN FOREIGN SUBSIDIARIES (Effective portion of Fair Value Differences)	30,288	(20,019)
VII. THE EFFECT OF CHANGES IN ACCOUNTING POLICIES OR CORRECTION OF ERRORS	-	-
VIII. OTHER PROFIT/LOSS ITEMS ACCOUNTED FOR UNDER EQUITY DUE TO TAS	-	-
IX. DEFERRED TAXES OF VALUATION DIFFERENCES	(15,191)	10,784
X. NET PROFIT/LOSS ACCOUNTED UNDER EQUITY (I+II+...+IX)	71,604	(23,179)
XI. CURRENT PERIOD PROFIT/LOSS	179,719	202,635
1.1 Net Change in Fair Value of Securities (Transfer to Profit & Loss)	16,205	31,473
1.2 Reclassification and Transfer of Derivatives Accounted for Cash Flow Hedge Purposes Recycled to Income Statement	-	(7,130)
1.3 Transfer of Hedge of Net Investment in Foreign Operations Recycled to Income Statement	-	-
1.4 Other	163,514	178,292
XII. TOTAL PROFIT AND LOSS ACCOUNTED FOR THE PERIOD (X±XI)	251,323	179,456

The accompanying notes are an integral part of these consolidated financial statements.

DENİZBANK ANONİM ŞİRKETİ
CONSOLIDATED STATEMENTS OF CHANGES IN SHAREHOLDERS' EQUITY
FOR THE PERIODS ENDED 31 MARCH 2012 AND 2011
(Currency: Thousands of TL - Turkish Lira)

*Convenience Translation of
Consolidated Financial Report
Originally Issued in Turkish,
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	Paid-In Capital	Inflation Adjustments to Paid-In Capital	Share Premium	Share Cancellation Profits	Legal Reserves	Status Reserves	Extraordinary Reserves	Other Reserves	Current Period Net Profit / (Loss)	Prior Period Net Profit / (Loss)	Securities Revaluation Reserve	Revaluation Fund of Tang./Intang.A.	Bonus Shares Obtained from Associates	Hedging Reserves	Val.Diff.Related to Assets Held for Sale/Disc.Opr.	Total Equity Attrib. to Equity Holders of the Parent	Minority Interest	Total Shareholders' Equity
CHANGES IN SHAREHOLDERS' EQUITY																		
REVIEWED PRIOR PERIOD (01/01-31/03/2011)																		
I. Balances at the Beginning of Period	716,100	189,164	98,411	-	86,880	-	1,572,755	35,308	614,240	361,549	138,990	-	11	(170,259)	-	3,643,149	16,056	3,659,205
Changes in the Period																		
II. Increase / Decrease Related to Mergers	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
III. Valuation Differences of Securities	-	-	-	-	-	-	-	-	-	-	(83,548)	-	-	-	-	(83,548)	-	(83,548)
IV. Hedging Transactions (Effective Portion)	-	-	-	-	-	-	-	-	-	-	-	-	-	12,827	-	12,827	-	12,827
4.1 Cash Flow Hedge	-	-	-	-	-	-	-	-	-	-	-	-	-	32,846	-	32,846	-	32,846
4.2 Hedging of a Net Investment in Foreign Subsidiaries	-	-	-	-	-	-	-	-	-	-	-	-	-	(20,019)	-	(20,019)	-	(20,019)
V. Revaluation Fund of Tangible Assets	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
VI. Revaluation Fund of Intangible Assets	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
VII. Bonus Shares Obtained from Associates, Subsidiaries and Joint Ventures	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
VIII. Foreign Exchange Differences	-	-	-	-	-	-	-	23,199	-	-	-	-	-	-	-	23,199	-	23,199
IX. Changes Related to Sale of Assets	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
X. Changes Related to Reclassification of Assets	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
XI. Effects of Changes in Equities of Associates	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
XII. The Effect of Capital Increase	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
12.1 Cash	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
12.2 Internal Resources	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
XIII. Issuance of Capital Stock	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
XIV. Share Cancellation Profits	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
XV. Capital Reserves from Inflation Adjustments to Paid-In Capital	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
XVI. Other	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
XVII. Current Period Net Profit / Loss	-	-	-	-	-	-	-	-	202,499	-	-	-	-	-	-	202,499	136	202,635
XVIII. Profit Distribution	-	-	-	-	22,877	-	433,808	-	(614,240)	156,699	-	856	-	-	-	-	-	-
18.1 Dividends Distributed	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
18.2 Transfer to Reserves	-	-	-	-	22,877	-	433,808	-	(614,240)	156,699	-	856	-	-	-	-	-	-
18.3 Other	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
Balances at the End of Period (III+IV+V+.....+XVIII+XIX+XX)	716,100	189,164	98,411	-	109,757	-	2,006,563	58,507	202,499	518,248	55,442	856	11	(157,432)	-	3,798,126	16,192	3,814,318
REVIEWED CURRENT PERIOD (01/01-31/03/2012)																		
I. Balances at the Beginning of Period	716,100	189,164	98,411	-	109,757	-	2,006,563	108,995	1,061,546	518,248	(14,203)	856	11	(167,502)	-	4,627,946	13,517	4,641,463
Changes in the Period																		
II. Increase / Decrease Related to Mergers	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
III. Valuation Differences of Securities	-	-	-	-	-	-	-	-	-	-	43,164	-	-	-	-	43,164	-	43,164
IV. Hedging Transactions (Effective Portion)	-	-	-	-	-	-	-	-	-	-	-	-	-	30,983	-	30,983	-	30,983
4.1 Cash Flow Hedge	-	-	-	-	-	-	-	-	-	-	-	-	-	695	-	695	-	695
4.2 Hedging of a Net Investment in Foreign Subsidiaries	-	-	-	-	-	-	-	-	-	-	-	-	-	30,288	-	30,288	-	30,288
V. Revaluation Fund of Tangible Assets	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
VI. Revaluation Fund of Intangible Assets	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
VII. Bonus Shares Obtained from Associates, Subsidiaries and Joint Ventures	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
VIII. Foreign Exchange Differences	-	-	-	-	-	-	-	(18,748)	-	-	-	-	-	-	-	(18,748)	-	(18,748)
IX. Changes Related to Sale of Assets	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
X. Changes Related to Reclassification of Assets	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
XI. Effects of Changes in Equities of Associates	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
XII. The Effect of Capital Increase	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
12.1 Cash	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
12.2 Internal Resources	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
XIII. Issuance of Capital Stock	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
XIV. Share Cancellation Profits	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
XV. Capital Reserves from Inflation Adjustments to Paid-In Capital	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
XVI. Other	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	(199)	(199)
XVII. Current Period Net Profit / Loss	-	-	-	-	-	-	-	-	178,278	-	-	-	-	-	-	178,278	1,441	179,719
XVIII. Profit Distribution	-	-	-	-	39,804	-	528,972	-	(1,061,546)	187,572	-	305,198	-	-	-	-	-	-
18.1 Dividend Distributed	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
18.2 Transfer to Reserves	-	-	-	-	39,804	-	528,972	-	(1,061,546)	187,572	-	305,198	-	-	-	-	-	-
18.3 Other	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
Balances at the End of Period (I+II+III+....+XVI+XVII+XVIII)	716,100	189,164	98,411	-	149,561	-	2,535,535	90,247	178,278	705,820	28,961	306,054	11	(136,519)	-	4,861,623	14,759	4,876,382

The accompanying notes are an integral part of these consolidated financial statements

DENİZBANK ANONİM ŞİRKETİ
CONSOLIDATED STATEMENTS OF CASH FLOW
FOR THE PERIODS ENDED 31 MARCH 2012 AND 2011
(Currency: Thousands of TL - Turkish Lira)

*Convenience Translation of
Consolidated Financial Report
Originally Issued in Turkish,
See Note 3.1.2*

	REVIEWED CURRENT PERIOD (01/01-31/03/2012)	REVIEWED PRIOR PERIOD (01/01-31/03/2011)
A. CASH FLOWS FROM BANKING OPERATIONS		
1.1 Operating Profit before Changes in Operating Assets and Liabilities (+)	1,360,831	444,199
1.1.1 Interest Received (+)	1,432,198	790,826
1.1.2 Interest Paid (-)	538,953	287,243
1.1.3 Dividend Received (+)	-	-
1.1.4 Fees And Commissions Received (+)	169,107	127,862
1.1.5 Other Income (+)	383,078	48,708
1.1.6 Collections from Previously Written-Off Loans and Other Receivables (+)	110,221	124,551
1.1.7 Payments to Personnel and Service Suppliers (-)	151,821	143,363
1.1.8 Taxes Paid (-)	18,068	11,472
1.1.9 Other (+/-)	(24,931)	(205,670)
1.2 Changes in Operating Assets and Liabilities	1,322,113	(152,383)
1.2.1 Net (Increase) Decrease in Trading Securities (+/-)	95,704	(140,371)
1.2.2 Net (Increase) Decrease in Financial Assets Designated at FV (+/-)	-	-
1.2.3 Net (Increase) Decrease in Banks (+/-)	1,849	31,372
1.2.4 Net (Increase) Decrease in Loans (+/-)	(1,727,451)	(1,984,011)
1.2.5 Net (Increase) Decrease in Other Assets (+/-)	(145,783)	(126,215)
1.2.6 Net Increase (Decrease) in Bank Deposits (+/-)	813,207	133,706
1.2.7 Net Increase (Decrease) in Other Deposits (+/-)	3,401,838	1,200,972
1.2.8 Net Increase (Decrease) in Funds Borrowed (+/-)	(172,722)	454,723
1.2.9 Net Increase (Decrease) in Due Payables (+/-)	-	-
1.2.10 Net Increase (Decrease) in Other Liabilities (+/-)	(944,529)	277,441
I. Net Cash (Used in)/Provided from Banking Operations (+/-)	2,682,944	291,816
B. CASH FLOWS FROM INVESTING ACTIVITIES		
II. Net Cash Provided from / (Used in) Investing Activities (+/-)	(2,394,028)	(42,425)
2.1 Cash Paid for Purchase of Investments, Associates and Subsidiaries (-)	-	800
2.2 Cash Obtained From Sale of Investments, Associates And Subsidiaries (+)	-	-
2.3 Fixed Assets Purchases (-)	32,246	16,497
2.4 Fixed Assets Sales (+)	2,379	799
2.5 Cash Paid for Purchase of Investments Available for Sale (-)	4,335,609	893,985
2.6 Cash Obtained From Sale of Investments Available for Sale (+)	1,971,448	868,058
2.7 Cash Paid for Purchase of Investment Securities (-)	-	-
2.8 Cash Obtained from Sale of Investment Securities (+)	-	-
2.9 Other (+/-)	-	-
C. CASH FLOWS FROM FINANCING ACTIVITIES		
III. Net Cash Provided from / (Used in) Financing Activities (+/-)	(391,203)	69,478
3.1 Cash Obtained from Funds Borrowed and Securities Issued (+)	98,952	393,455
3.2 Cash Used for Repayment of Funds Borrowed and Securities Issued (-)	490,155	323,977
3.3 Capital Increase (+)	-	-
3.4 Dividends Paid (-)	-	-
3.5 Payments for Finance Leases (-)	-	-
3.6 Other (+/-)	-	-
IV. Effect of Change in Foreign Exchange Rate on Cash and Cash Equivalents (+/-)	(70,742)	46,825
V. Net Increase / (Decrease) in Cash and Cash Equivalents	(173,029)	365,694
VI. Cash and Cash Equivalents at the Beginning of Period (+)	4,788,326	3,406,475
VII. Cash and Cash Equivalents at the End of Period	4,615,297	3,772,169

The accompanying notes are an integral part of these consolidated financial statements.

SECTION THREE

ACCOUNTING POLICIES

I. Basis of presentation

1. Preparation of the financial statements and the accompanying footnotes in accordance with Turkish Accounting Standards and Regulation on Principles Related to Banks' Accounting Applications and Preserving the Documents

The Turkish Banking Law No. 5411 is published in the Official Gazette No. 25983 dated 1 November 2005. The Parent Bank prepared the accompanying consolidated financial statements and the related disclosures and footnotes in accordance with accounting and valuation standards as described in the "Regulation on Principles Related to Banks' Accounting Applications and Preserving the Documents", dated 1 November 2006 which is published in the Official Gazette No.26333, "Communiqué on Financial Statements and the Accompanying Explanations and Footnotes to be Announced to the Public", dated 10 February 2007 which is published in the Official Gazette No. 26430, Turkish Accounting Standards ("TAS") and Turkish Financial Reporting Standards ("TFRS") and other regulations, communiqués and circulars in respect of accounting and financial reporting and pronouncements made by Banking Regulation and Supervision Agency (BRSA).

2. Additional paragraph for convenience translation to English

The differences between accounting principles, as described in the preceding paragraphs, and the accounting principles generally accepted in countries, in which the accompanying consolidated financial statements are to be distributed, and International Financial Reporting Standards ("IFRS"), may have significant influence on the accompanying consolidated financial statements. Accordingly, the accompanying consolidated financial statements are not intended to present the financial position and results of operations and cash flows in accordance with the accounting principles generally accepted in such countries and IFRS.

3. Disclosures related to the changes in accounting policies and financial statement presentation

3.1 Disclosure related to reclassifications made in line with the change in Turkish Accounting Standard No. 39

Due to the change in Turkish Accounting Standard no. 39 and Turkish Financial Reporting Standard No. 7, as published in the Official Gazette No. 27040, dated 31 October 2008, a portion of debt securities amounting to TL 292,553 which had been originally classified in "Trading securities", have been reclassified to "Investment securities available-for-sale", effective from 1 September 2008 and in October for the Bank, 1 July 2008 for CJSC Dexia Bank, and 3 October 2008 for Deniz Yatırım. As a result of exceptional volatility in the financial markets, such reclassified financial assets have been chosen among securities which have incurred significant losses and those that are not planned to be sold in the near term. The table below summarizes the effects of the aforementioned reclassification on the financial statements:

Financial Assets Subject to Reclassification	Amounts at the Date of Reclassification	Amounts at the Balance Sheet Date	Amounts If Reclassification Was Not Made
Cost	292,553	295,239	292,553
Disposal	--	(278,458)	(274,469)
Cost after Disposal		16,781	18,084
Fair Value	295,239	17,945	17,945
Current Year Profit / (Loss)	--	(718)	(178)
Prior Periods' Profits / (Losses)	(1,082)	1,375	39
Effect on Shareholders' Equity	--	507	--

3.2 Disclosures related to other reclassifications

Sale of Deniz Emeklilik ve Hayat A.Ş. and Deniz Türev Menkul Değerler A.Ş. were completed in the year 2011; therefore their prior period's income and expense items (31 March 2011) are presented as profit/loss from discontinued operations in the consolidated statement of income.

Certain reclassifications have been made in the prior period's consolidated statement of cash flows and off- balance sheet items to comply with the current period presentation.

4. Accounting policies and valuation principles used in the preparation of the financial statements

Accounting policies and valuation principles used in the preparation of the financial statements are determined and applied in accordance with the requirements of TAS, TFRS, "Regulation on Principles Related to Banks' Accounting Applications and Preserving the Documents", dated 1 November 2006 which is published in the Official Gazette No.26333 and "Communiqué on Financial Statements and the Accompanying Explanations and Footnotes to be Announced to the Public", dated 10 February 2007 which is published in the Official Gazette No. 26430, and other regulations, Communiqués and circulars in respect of accounting and financial reporting and pronouncements made by Banking Regulation and Supervision Agency. Those policies and principles are explained by footnotes II through XXIII below.

II. Explanation on the strategy for the use of financial instruments and transactions denominated in foreign currencies

1. Strategy for the use of financial instruments

Denizbank Financial Services Group's ("DFS Group") external sources of funds are comprised of deposits with various maturity periods, and short-term borrowings. These funds are fixed rate in general and are utilized in high yield financial assets. The majority of the funds are allocated to high yield, floating rate instruments, such as Turkish Lira and foreign currency government securities and Eurobonds, and to loans provided to customers on a selective basis in order to increase revenue and support liquidity. The liquidity structure, insures meeting all liabilities falling due, is formed by keeping sufficient levels of cash and cash equivalents by diversifying the sources of funds. The Bank assesses the maturity structure of the sources, and the maturity structure and yield of placements at market conditions and adopts a high yield policy in long-term placements.

DFS Group assumes risks within the pre-determined risk limits short-term currency, interest and price movements in money and capital markets and market conditions.

These positions are closely monitored by the Risk Management System of the Parent Bank and the necessary precautions are taken if the limits are exceeded or should there be a change in the market environment.

In order to avoid interest rate risk, assets and liabilities with fixed and floating interests are kept in balance, taking the maturity structure into consideration. The Parent Bank hedges a portion of its floating rate liabilities by interest rate swaps for cash flow risk.

The asset-liability balance is monitored on a daily basis in accordance with their maturity structure and foreign currency type. The risks associated with short-term positions are hedged through derivatives such as forwards, swaps and options.

No risks are taken on foreign currencies other than US Dollar and Euro. If the position taken because of customer based activities exceeds 0.004% of the balance sheet size, counter transactions are made to cover the position.

Net foreign currency position of DFS Group in foreign enterprises is considered along with the position of the Parent Bank and the specific position is evaluated within the risk limits.

DENİZBANK ANONİM ŞİRKETİ
NOTES TO CONSOLIDATED FINANCIAL STATEMENTS
AS OF 31 MARCH 2012

(Currency: Thousands of TL - Turkish Lira)

*Convenience Translation of
Consolidated Financial Report
Originally Issued in Turkish,
See Note 3.1.2*

2. Transactions denominated in foreign currencies

2.1 Foreign currency exchange rates used in converting transactions denominated in foreign currencies and their presentation in the financial statements

DFS Group accounts for the transactions denominated in foreign currencies in accordance with TAS 21 "The Effects of Changes in Foreign Exchange Rates". Foreign exchange gains and losses arising from transactions that are completed as of the balance sheet date are translated to TL by using historical foreign currency exchange rates. Balances of the foreign currency denominated assets and liabilities are translated into TL by using foreign currency exchange rates of the Parent Bank and the resulting exchange differences are recorded as foreign exchange gains and losses. The Parent Bank's foreign currency exchange rates are as follows.

	<u>31 March 2012</u>	<u>31 December 2011</u>	<u>31 March 2011</u>
US Dollar	TL 1.7729	TL 1.8889	TL 1.5363
Euro	TL 2.3664	TL 2.4438	TL 2.1822

2.2 Foreign exchange gains and losses included in the income statement

Net foreign exchange gain included in the income statement amounts to TL 284,917 (1 January - 31 March 2011: net foreign exchange gain of TL 35,846).

2.3 Total amount of valuation fund arising from foreign currency exchange rate differences

The assets and liabilities of foreign operations are translated to TL at foreign exchange rates of the Parent Bank ruling at the balance sheet date. The revenues and expenses of foreign operations are translated to TL at three monthly average foreign exchange rates of the Parent Bank. The foreign exchange differences derived from translation of income statements of consolidated subsidiaries, and arising from the difference between TL equivalent of their equities and the Parent Bank's share in their net assets are recorded in "other profit reserves". As of 31 March 2012, total foreign exchange differences in equity amount to TL 80,235 (31 December 2011: TL 98,917).

The foreign exchange difference of TL 10,012 (31 December 2011: TL 10,078) arising from the translation of the financial statements of Bahrain branch of the Parent Bank to TL is recorded in "other profit reserves".

DFS Group hedges its foreign currency exchange rate risk from retranslation of its foreign operations by net investment hedge accounting, through recognizing the effective portion of foreign exchange rate changes of a portion of its foreign currency denominated liabilities under shareholders' equity.

III. Information regarding the consolidated subsidiaries

The accompanying consolidated financial statements are prepared in accordance with TAS 27 "Consolidated and Separate Financial Statements".

The Parent Bank owns, directly or indirectly, the shares of Deniz Yatırım Menkul Kıymetler A.Ş. (Deniz Yatırım), Ekspres Yatırım Menkul Değerler A.Ş. (Ekspres Yatırım), Eurodeniz International Banking Unit Ltd. (Eurodeniz), Deniz Portföy Yönetimi A.Ş. (Deniz Portföy), Denizbank AG, CJSC Dexia Bank, Deniz Finansal Kiralama A.Ş. (Deniz Leasing), Deniz Faktoring A.Ş. (Deniz Faktoring), and Deniz Yatırım Ortaklığı A.Ş. (Deniz Yatırım Ortaklığı), and these subsidiaries are consolidated as explained in detail in footnote 5.1.8.

The subsidiaries of the Parent Bank; Intertech Bilgi İşlem ve Pazarlama Ticaret A.Ş. and Denizbank Kültür Sanat Ticaret A.Ş. which are also the subsidiaries of the Parent Bank, Bantaş Nakit ve Kıymetli Mal Taşıma ve Güvenlik Hizmetleri A.Ş. a jointly controlled entity of the Bank, and Pupa Gayrimenkul Kiralama ve Yönetim Hizmetleri A.Ş. (Pupa) a subsidiary of Deniz Leasing are not consolidated since they are non-financial subsidiaries.

The Parent Bank and its consolidated subsidiaries are referred to as “DFS Group” in the disclosures and footnotes related to the consolidated financial statements.

1. Consolidation method

“Full Consolidation” method has been applied in consolidating the financial statements of the Parent Bank with the financial statements of its subsidiaries. According to this method, the financial statements of the Parent Bank and its subsidiaries are combined on a line-by-line basis by adding together like items of assets, liabilities, income, expenses and off-balance sheet items, in preparing consolidated financial statements. Minority interests are presented separately in the consolidated balance sheet and consolidated income statement.

Financial results of the subsidiaries those were disposed of in the current period are included in consolidated statement of income until the date of disposal.

The major principles of consolidation of subsidiaries

- 1.1 The carrying amount of the Parent Bank’s investment in each subsidiary and the Parent Bank’s portion of equity of each subsidiary are eliminated.
- 1.2 All intercompany transactions and intercompany balances between the consolidated subsidiaries and the Parent Bank are eliminated.

The financial statements which have been used in the consolidation are prepared as of 31 March 2012 and appropriate adjustments are made to financial statements to use uniform accounting policies for transactions and events alike in similar circumstances, in accordance with the principal of materiality.

2. Associates

There are no financial associates included in the consolidation.

3. Entities under common control (Joint Vent.)

There are no financial entities under common control which are consolidated.

IV. Explanations on forward transactions, options and derivative instruments

DFS Group’s derivative transactions mainly consist of foreign currency and interest rate swaps, foreign currency options and forward foreign currency purchase/sale contracts. DFS Group does not have any embedded derivatives separated from the host contract.

In accordance with TAS 39 “Financial Instruments: Recognition and Measurement”, forward foreign currency purchase/sale contracts, swaps, options and futures that are classified as “hedging-purpose” and “trading purpose” transactions. Derivatives are initially recognized at cost including the transaction costs. Also, the liabilities and receivables arising from the derivative transactions are recorded as off-balance sheet items at their contractual notional amounts.

The derivative transactions are valued at fair value using market prices or pricing models subsequent to initial recognition and are presented in the “Positive Value of Trading / Hedging Purpose Derivatives” and “Negative Value of Trading / Hedging Purpose Derivatives” items of the balance sheet depending on the resulting positive or negative amounts of the computed value. Gains and losses arising from a change in the fair value are recognized in the income statement for trading purpose derivatives. The effective portion of the fair value changes are recognized in the shareholders’ equity, while the ineffective portion is accounted for in the income statement for hedging purpose derivatives.

V. Explanations on interest income and expenses

Interest income and expenses are recognized as they are accrued taking into account the internal rate of return method. Interest accrual does not start until non-performing loans become performing and are classified as performing loans or until collection in accordance with the “Regulation on the Principles and Procedures Related to the Determination of the Loans and Other Receivables for which Provisions Shall be Set Aside by Banks and to the Provisions to be Set Aside”, published in the Official Gazette No. 26333 dated 1 November 2006, which was prepared on the basis of the provisions of Articles 53 and 93 of the Banking Law no. 5411.

VI. Explanations on fees and commissions

Fees and commissions received and paid, and other fees and commissions paid to financial institutions are either recognized on an accrual basis over the period the service is provided or received or recognized as income or expense when collected or paid depending on their nature.

VII. Explanations on financial assets

Financial assets include cash; acquisition right of cash or acquisition right of other financial asset or bilateral exchange right of financial assets or equity instrument transactions with the counterpart. Financial assets are classified in four categories; as financial assets at fair value through profit or loss, financial assets available-for-sale, investment held-to-maturity, and loans and receivables.

1. Financial assets at fair value through profit or loss

1.1 *Financial assets held for trading*

Trading securities are initially recognized at cost, which includes transaction costs. Subsequent to initial recognition, trading securities are measured at fair value and gains and losses arising from a change in the fair value are recognized in the income statement. Differences between the fair value and cost of trading securities are also recorded in “financial assets held for trading” line on the balance sheet.

DFS Group recognized the gains and losses arising from the valuation of share certificates and derivative instruments; which are classified within financial assets held for trading; within “net trading income/loss” line on the statement of income.

Interest earned whilst holding trading securities is reported as interest income.

As of the balance sheet date, the fair values of the Turkish Lira government securities are calculated using the Istanbul Stock Exchange (ISE) last day’s weighted average prices for those securities traded on ISE; and for those securities not traded on ISE, the prices announced by the Central Bank of the Republic of Turkey are used. Eurobonds and foreign currency government bonds are initially recognized at cost including transaction costs and subsequent to initial recognition, Eurobonds and foreign currency government bonds are measured at market prices. However, those securities not traded in an active market and whose fair values cannot be reliably measured are valued using amortized cost method based on internal rate of return. For equity securities, closing prices that are listed at the balance sheet date are used. Fair values of derivative instruments are determined by using market prices or pricing models.

1.2 *Financial assets at fair value through profit or loss*

DFS Group does not have any securities designated as “financial assets at fair value through profit or loss”.

2. Investment securities available-for-sale

Available-for-sale assets are financial assets that are not loans and receivables, held to maturity investments and financial assets at fair value through profit or loss.

Premiums and discounts on investments securities available-for-sale are taken into account in computing the internal rate of return and are included in interest income in the income statement. Accrued interest income on investment securities available-for-sale is recognized in the income statement whereas gains and losses arising from the change in the fair values of such securities are reflected in equity under "Securities revaluation reserve" (Unrealized Gains/Losses on Securities). When investment securities available-for-sale are sold, collected or otherwise disposed of, the cumulative fair value adjustments under equity is transferred to the income statement.

3. Investment securities held-to-maturity

Held-to-maturity securities are financial assets with fixed maturities and pre-determined payment schedules that DFS Group has the intent and ability to hold until maturity, excluding loans and receivables. These securities are identified by the Parent Bank management at their initial recognition and are classified as held-to-maturity securities in financial statements.

Investment securities held-to-maturity, loans and receivables are initially recognized at cost, and subsequently carried at "amortized cost" using the "internal rate of return method"; and provision is made for impairment if any.

Interest earned on held-to-maturity securities are recognized as interest income and are presented in the line of "interest received from securities portfolio - investment securities held-to-maturity" in the consolidated statement of income.

There are no financial assets that are banned from being classified as investment securities held-to-maturity for two years due to the violation of the tainting rule.

Purchases/sales of held-to-maturity securities are recognized and accounted for on a settlement date basis.

4. Loans and specific provisions

Loans and receivables represent financial assets which have been recognized through supply of money, commodity or service to the debtor.

Cash loans are accounted for in accordance with the principles in TAS 39 "Financial Instruments: Recognition and Measurement".

Foreign currency loans are re-measured to reflect the changes in the currency exchange rates. Currency exchange differences arising from such re-measurements are reflected in "Foreign Exchange Gains/Losses" account in the consolidated income statement. Foreign currency-indexed loans are initially recognized in their Turkish Lira equivalents.

Specific allowances are made against the carrying amount of loans under follow-up in accordance with the "Regulation on the Principles and Procedures Related to the Determination of the Loans and Other Receivables for which Provisions Shall be Set Aside by Banks and to the Provisions to be Set Aside" published in the Official Gazette numbered 26333 dated 1 November 2006, and which was amended with the communiqué published in the Official Gazette numbered 27513 dated 6 March 2010.

When collections are made on loans that have been provided for, they are credited to the income statement accounts "Provision for Loan Losses or Other Receivables" if the provision was made in the current year, otherwise such collections are credited to "Other Operating Income" account with respect to allowances made in prior years. The interest income recovered is booked in "Other Interest Income" account.

VIII. Explanations on impairment of financial assets

If the amount computed by discounting expected future cash flows of a financial asset using the effective interest rate method or (if any) its fair value is lower than its carrying value that financial asset is considered to be impaired; in that case provision is provided for the impairment of the financial asset and it is recognized as expense.

IX. Explanations on offsetting financial instruments

When the fair values of the listed equity instruments that are classified as “trading purpose” fall below their costs, impairment provision is booked for them which is offset against their book values in the consolidated financial statements.

In accordance with the “Regulation on the Principles and Procedures Related to the Determination of the Loans and Other Receivables for which Provisions Shall be Set Aside by Banks and to the Provisions to be Set Aside”, the Bank provides specific provisions for its loans under follow-up. Those provisions are deducted from the balance of the loans under follow-up in the assets of the consolidated balance sheet.

Other than those expressed above, financial assets and liabilities are offset when there is legally enforceable right to set off, the intention of collecting or paying the net amount of related assets and liabilities or the right to offset the assets and liabilities simultaneously. Otherwise, no offsetting is made.

X. Explanations on sale and repurchase agreements and transactions related to the lending of securities

Government bonds and treasury bills sold to customers under repurchase agreements are presented on the assets side of the accompanying consolidated balance sheet within “Financial Assets Held for Trading”, “Investment Securities Available for Sale” and “Investment Securities Held to Maturity”. The funds received on such transactions and the accrued interest expenses are presented within “Funds Provided under Repurchase Agreements” on the liability side of the accompanying consolidated balance sheet.

XI. Explanations on assets held for sale and discontinued operations

A non-current asset shall be classified as held for sale if its carrying amount will be recovered principally through a sale transaction rather than through continuing use. The liabilities of a disposal group classified as held for sale shall be presented separately from other liabilities in the statement of financial position. Those assets and liabilities shall not be offset and presented as a single balance.

A discontinued operation is a division of a bank that is either disposed or held for sale and represents a separate major line of business or geographical area of operations; or is part of a single coordinated plan to dispose of a separate major line of business or geographical area of operations; or is a subsidiary acquired exclusively with a view to resale.

As of 31 March 2012, DFS Group does not have non-current assets held for sale and a discontinued operation (31 December 2011: None).

XII. Explanations on goodwill and other intangible assets

There is no goodwill in the accompanying consolidated financial statements as of the balance sheet dates.

All intangible assets are initially recognized at cost in accordance with TAS 38 “Intangible Assets”.

The Group’s intangible assets consist of software and license rights.

Intangible assets purchased before 1 January 2003 and after 31 December 2006 are amortized on a straight-line basis; and those purchased between the aforementioned dates are amortized by using the double-declining method.

Useful life of an asset is estimated by assessment of the expected life span of the asset, technical, technological wear outs, of the asset. The amortization rates used approximate the useful lives of the assets.

Costs associated with the computer software that are in use are expensed at the period of occurrence.

XIII. Explanations on tangible assets

All tangible assets are initially recognized at their acquisition cost in accordance with TAS 16 “Tangible Assets”.

Tangible assets are carried at their historical cost, less any currency difference and financing expenses capitalized.

Tangible assets purchased before 2003 and in 2007 are depreciated on a straight-line basis and those purchased in 2003, 2004, 2005 and 2006 are depreciated using the double-declining method. The depreciation rates used are 2% for properties and 2% - 50% for tangible assets owned or held under financial leasing.

As of 31 March 2012 the Parent Bank has an impairment provision of TL 4,402, which had been recorded in the prior years for its buildings.

Expenditures for maintenance and repairs that are routinely made on tangible assets are charged as expense. Expenditures that extend the capacity of the tangible assets or those that extend the useful life and service capacity of the asset, or enhance the quality of the service, or decrease the cost of services are capitalized.

There are no restrictions such as pledges and mortgages on tangible assets or no purchase commitments.

XIV. Explanations on leasing activities

The maximum period of the lease contracts is mostly 4 years. Fixed assets acquired through financial leasing are recognized in tangible assets and depreciated in line with fixed assets group they relate to. The obligations under finance leases arising from the lease contracts are presented under “Finance Lease Payables” account in the balance sheet. Interest expense and currency exchange rate differences related to leasing activities are recognized in the income statement.

In the event that the lease contracts are terminated before the lease period expires, penalty required to be paid to the lessor is expensed in the period in which the lease is terminated. There are no lease contracts that were terminated before the end of the lease period.

DFS Group has finance lease transactions as “lessor” via its subsidiary, Deniz Leasing. The lease receivables related to leased assets are recorded as finance lease receivables. Periodical financial leasing revenues, total financial leasing investments, unearned finance lease revenues and lease revenues are accounted for during the whole leasing period using the net investment method.

Specific provisions for non-performing financial lease receivables of DFS Group are provided for in accordance with the “Communiqué On Procedures and Principles For The Provisions To Be Set Aside By Financial Leasing, Factoring and Financing Companies For Their Receivables” published in the Official Gazette numbered 26588 dated 20 July 2007; specific provisions are also provided for the financial lease receivables deemed doubtful but not yet due.

XV. Explanations on provisions and contingent liabilities

Provisions other than specific and general provisions for loans and other receivables and free provisions for probable risks, and contingent liabilities are provided for in accordance with TAS 37 “Provisions, Contingent Liabilities and Contingent Assets”. Provisions are accounted for immediately when obligations arise as a result of past events and a reliable estimate of the obligation is made by DFS Group management. Whenever the amount of such obligations cannot be measured, they are regarded as “Contingent”. If the possibility of an outflow of resources embodying economic benefits becomes probable and the amount of the obligation can be measured reliably, a provision is recognized. If the amount of the obligation cannot be measured reliably or the possibility of an outflow of resources embodying economic benefits is remote, such liabilities are disclosed in the footnotes.

Based on the representations of the Parent Bank’s attorneys, there are 979 lawsuits against DFS Group with total risks amounting to TL 85,457, US Dollar 2,078,636 and Euro 4,308,218 as of 31 March 2012. There are also 5,243 follow-up cases amounting to TL 56,593, US Dollar 149,493 and Euro 1,142,046 in total that are filed by DFS Group and are at courts. DFS Group booked a provision amounting to TL 5,690 for the continuing lawsuits (31 December 2011: TL 5,577).

XVI. Explanations on obligations for employee benefits

Provision for employee benefits has been accounted for in accordance with TAS 19 “Employee Benefits”.

In accordance with existing legislation in Turkey, DFS Group is required to make certain payments to each employee whose employment is terminated due to retirement or due to reasons other than resignation or misconduct. The retirement pay is calculated on the basis of 30 days’ pay per year of employment within the Group or the official retirement pay ceiling and the notice pay is calculated for the relevant notice period as determined based on year of employment.

Employee termination benefits calculated by an independent actuary have been recognized in the consolidated financial statements.

There are no employees with definite employment term contract whose contracts will terminate within more than twelve months from the balance sheet date.

Vacation accruals have been calculated upon employees’ unused vacation days and recognized in the consolidated financial statements.

There are no foundations, pensions or similar associations which DFS Group’s employees are members of.

XVII. Explanations on taxation

1. Current taxes

In accordance with the Corporate Tax Law No: 5520 published in the Official Gazette numbered 26205 dated 21 June 2006, the corporate tax rate is levied at 20% beginning from 1 January 2006.

Companies file their corporate tax returns between the 1st and 25th days of the following four months period after to which they relate and the payments are made until the end of that month.

The provision for corporate tax for the period is reflected as the “Current Tax Liability” in the liabilities and “Current Tax Provision” in the income statement.

In accordance with the Corporate Tax Law, tax losses can be carried forward for five years. The tax authorities can inspect tax returns and the related accounting records back to a maximum period of five years.

Besides institutions reside in Turkey, dividends paid to the offices or the institutions earning through their permanent representatives in Turkey are not subject to withholding tax. According to the decision no. 2006/10731 of the Council of Ministers published in the Official Gazette no. 26237 dated 23 July 2006, certain duty rates included in the articles no.15 and 30 of the new Corporate Tax Law no.5520 are revised. In this respect, the withholding tax rate on the dividend payments other than the ones paid to the nonresident institutions generating income in Turkey through their operations or permanent representatives and the institutions residing in Turkey is 15%. While applying the withholding tax rates on dividend payments to the foreign based institutions and the real persons, the withholding tax rates covered in the related Avoidance of Double Taxation Treaty are taken into account. Addition of profit to capital is not considered as profit distribution and therefore is not subject to withholding tax.

The foreign subsidiaries of DFS Group that operate in Austria, the Russian Federation and Cyprus are subject to corporate tax rates of 25%, 20% and 2%, respectively.

2. Deferred taxes

In accordance with TAS 12 “Income Taxes”, DFS Group accounts for deferred taxes based on the tax effect of temporary differences between the carrying amounts of assets and liabilities for financial reporting purposes and the amounts used for taxation purposes.

Individual deferred tax assets and liabilities of the consolidated entities have been offset in their separate financial statements, but have not been offset in the consolidated balance sheet. As a result of offsetting, deferred tax assets of TL 82,096 (31 December 2011: TL 58,031) and deferred tax liabilities of TL 1,802 (31 December 2011: TL 639) have been recognized in the accompanying financial statements.

Deferred taxes directly related to equity items are recognized and offset in related equity accounts.

XVIII. Additional explanations on borrowings

Instruments representing the borrowings are initially recognized at cost and measured at amortized cost based on the internal rate of return. Foreign currency borrowings have been translated using the foreign currency buying rates of the Parent Bank at the balance sheet date. Interest expense incurred for the period has been recognized in the accompanying financial statements.

General hedging techniques are used for borrowings against liquidity and currency risks. The Parent Bank applies cash flow hedge accounting to maintain protection for a portion of its floating rate liabilities by interest rate swaps.

The Parent Bank, if required, borrows funds from domestic and foreign institutions. The Parent Bank can also borrow funds in the forms of syndication loans and securitization loans from foreign institutions. Financial instruments representing borrowings are measured at amortised cost based on the internal rate of return subsequent to recognition.

On 6 May 2011, The Parent Bank issued discounted bank bills with 351 days maturity and 9.15 % simple interest rate amounting to TL 150,000.

On 2 November 2011, The Parent Bank issued bank bills and bonds of 300,000 TL with, respectively, 175 days maturity and 10.81 % simple interest rate amounting to TL 270,458; and 399 days maturity and 11.03 % simple interest rate amounting to TL 29,542.

Funds maintained via financial instruments representing borrowings issued by special purpose entity (SPE) are disclosed under "Funds Borrowed".

XIX. Explanations on shares and share issue

Transactions related to issuance of share certificates are explained in footnote 5.II.10.8. No dividends have been declared subsequent to the balance sheet date.

XX. Explanations on acceptances

Acceptances are realized simultaneously with the customer payments and recorded in off-balance sheet accounts, if any.

As of the balance sheet date, there are no acceptances recorded as liability in return for assets.

XXI. Explanations on government grants

As of the balance sheet date, DFS Group does not have any government grants.

XXII. Explanations on segment reporting

Segment reporting is presented in Section Four, Footnote VI.

XXIII. Explanations on other matters

None.

SECTION FOUR

CONSOLIDATED FINANCIAL POSITION

I. Explanations related to the consolidated capital adequacy standard ratio

The consolidated capital adequacy ratio is 14.12% as of 31 March 2012 (31 December 2011: 14.72%). This ratio is higher than the stipulated minimum prudential ratio in the related legislation.

1. Risk measurement methods in the calculation of consolidated capital adequacy ratio

Consolidated capital adequacy ratio is calculated in accordance with the “Regulation on Measurement and Assessment of Capital Adequacy Ratio of Banks” published in the Official Gazette No.26333, dated 1 November 2006. According to the requirements of the Regulation, starting from 30 June 2007, operational risk is included in the computation of capital adequacy ratio. For the calculation of the consolidated capital adequacy ratio, the accounting records prepared in compliance with the current legislation are used. Moreover, market risk value is calculated in accordance with the “Regulation on Banks’ Internal Control and Risk Management Systems” and factored into capital adequacy ratio.

The items deducted from the capital base are not included in the calculation of risk weighted assets, non-cash loans and liabilities. For the calculation of risk weighted assets, impairments, depreciation and amortization, and provisions are considered as deductions from related assets.

For the calculation of their risk-based values, non-cash loans are weighted and classified according to related risk groups after being multiplied by the rates stated in the Article 5 of “Regulation on Measurement and Assessment of Capital Adequacy Ratios of Banks”.

For the calculation of their risk based values, derivative financial instruments are re-weighted and classified according to the related risk groups after being multiplied by the rates stated in the Article 5 of “Regulation on Measurement and Assessment of Capital Adequacy Ratios of Banks”.

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2. Consolidated and unconsolidated capital adequacy ratios

Risk Weighted Assets							
Consolidated							
	0%	10%	20%	50%	100%	150%	200%
Credit Risk Base							
Balance Sheet Items (Net)	8,481,447	--	1,089,484	5,415,672	23,557,361	736,179	1,152,116
Cash in Vault	542,719	--	42	--	--	--	--
Due Dated Financial Assets	--	--	--	--	--	--	--
Central Bank of the Republic of Turkey	3,030,224	--	--	--	--	--	--
Domestic and Foreign Banks, Foreign Branches	161,904	--	856,815	--	7,479	--	--
Interbank Money Market	20,309	--	--	--	--	--	--
Receivables from Reverse Repos	4,799	--	--	--	--	--	--
Reserve Deposits	1,830,809	--	--	--	--	--	--
Loans	2,254,388	--	23,571	5,264,289	19,817,774	736,179	1,152,116
Non-performing Loans (Net)	--	--	--	--	341,506	--	--
Receivables from Leasing Operations	462	--	--	--	1,278,256	--	--
Investments Available-for-Sale	--	--	--	--	3,928	--	--
Investments Held-to-Maturity	178,815	--	42,910	--	--	--	--
Receivables from Forward Sale of Assets	--	--	--	--	--	--	--
Miscellaneous Receivables	--	--	72,222	--	1,035,210	--	--
Accrued Interest and Other Income	69,190	--	1,570	151,383	495,799	--	--
Investments in Associates, Subsidiaries and Joint Ventures (Net)	--	--	--	--	15,881	--	--
Tangible Assets	--	--	--	--	250,270	--	--
Other Assets	387,828	--	92,354	--	311,258	--	--
Off-Balance Sheet Items	127,805	--	661,399	335,708	7,018,884	--	--
Non-Cash Loans and Commitments	127,805	--	205,040	335,708	6,808,250	--	--
Derivatives	--	--	456,359	--	210,634	--	--
Accounts Not Risk Weighted	--	--	--	--	--	--	--
Total Risk Weighted Assets	8,609,252	--	1,750,883	5,751,380	30,576,245	736,179	1,152,116

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Risk Weighted Assets							
The Parent Bank							
	0%	10%	20%	50%	100%	150%	200%
Credit Risk Base							
Balance Sheet Items (Net)	6,356,045	--	876,298	5,311,126	17,163,773	735,572	1,146,221
Cash in Vault	522,544	--	42	--	--	--	--
Due Dated Financial Assets	--	--	--	--	--	--	--
Central Bank of the Republic of Turkey	3,030,224	--	--	--	--	--	--
Domestic and Foreign Banks, Foreign Branches	1,285	--	680,327	--	9,070	--	--
Interbank Money Market	--	--	--	--	--	--	--
Receivables from Reverse Repos	--	--	--	--	--	--	--
Reserve Deposits	1,824,501	--	--	--	--	--	--
Loans	526,447	--	23,571	5,159,937	14,933,651	735,572	1,146,221
Non-performing Loans (Net)	--	--	--	--	288,942	--	--
Receivables from Leasing Operations	--	--	--	--	--	--	--
Investments Available-for-Sale	--	--	--	--	3,916	--	--
Investments Held-to-Maturity	103,534	--	7,452	--	--	--	--
Receivables from Forward Sale of Assets	--	--	--	--	--	--	--
Miscellaneous Receivables	--	--	72,222	--	100,432	--	--
Accrued Interest and Other Income	34,385	--	330	151,189	408,325	--	--
Investments in Associates, Subsidiaries and Joint Ventures (Net)	--	--	--	--	925,285	--	--
Tangible Assets	--	--	--	--	246,294	--	--
Other Assets	313,125	--	92,354	--	247,858	--	--
Off-Balance Sheet Items	127,482	--	747,315	335,708	6,823,962	--	--
Non-Cash Loans and Commitments	127,482	--	205,040	335,708	6,626,293	--	--
Derivatives	--	--	542,275	--	197,669	--	--
Accounts Not Risk Weighted	--	--	--	--	--	--	--
Total Risk Weighted Assets	6,483,527	--	1,623,613	5,646,834	23,987,735	735,572	1,146,221

3. Summary information related to consolidated and unconsolidated capital adequacy ratio

	Consolidated		The Parent Bank	
	Current Period	Prior Period	Current Period	Prior Period
Risk Weighted Assets	37,210,613	35,481,057	30,531,675	28,666,214
Value at Market Risk	1,705,713	982,075	979,850	760,213
Value at Operational Risk	4,149,561	3,611,761	3,508,070	3,044,814
Shareholders' Equity	6,080,740	5,901,020	5,516,162	5,081,032
Shareholders' Equity / (RWA+VAMR+VAOR)*100	14.12%	14.72%	15.75%	15.65%

RWA: Risk Weighted Assets

VAMR: Value at Market Risk

VAOR: Value at Operational Risk

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4. Components of consolidated shareholders' equity

	Current Period	Prior Period
CORE CAPITAL		
Paid-in Capital	716,100	716,100
Nominal Capital	716,100	716,100
Capital Commitments (-)	--	--
Capital Reserves Arising From Inflation Adjustments to Paid-in Capital	189,164	189,164
Share Premium	98,411	98,411
Share Cancellation Profit	--	--
Legal Reserves	149,561	109,757
I. Legal Reserve (Turkish Commercial Code 466/1)	149,561	109,757
II. Legal Reserve (Turkish Commercial Code 466/2)	--	--
Other Legal Reserve per Special Legislation	--	--
Status Reserves	--	--
Extraordinary Reserves	2,625,782	2,115,558
Reserve Appropriated at the General Assembly	2,535,535	2,006,563
Retained Earnings	--	--
Accumulated Losses	--	--
Foreign Currency Translation Differences	90,247	108,995
Inflation Component of Legal Reserves, Status Reserves and Extraordinary Reserves	--	--
Profit	884,098	1,579,794
Current Period Profit	178,278	1,061,546
Prior Periods' Profits	705,820	518,248
Free Provisions Booked for Possible Losses (Up to 25% of the Core Capital)	90,968	94,298
Gain on Sale of Real Estate and Investments in Associates and Subsidiaries to be Added to the Paid-in capital	306,054	856
Primary Subordinated Loans (Up to 15% of the Core Capital)	--	--
Minority Interest	14,759	13,517
Loss that is not covered with reserves (-)	--	--
Net Current Period Loss	--	--
Prior Periods' Losses	--	--
Leasehold Improvements (-)	89,273	94,419
Prepaid Expenses (-)	--	--
Intangible Assets (-)	67,307	71,991
Deferred Tax Assets (Amount Exceeding 10% of the Core Capital) (-)	--	--
Amount Excess of Article 56/3 of the Law (-)	--	--
Consolidation Goodwill (Net) (-)	--	--
Total Core Capital	4,918,317	4,751,045
SUPPLEMENTARY CAPITAL		
General Reserves	321,755	291,975
45% of Increase in Revaluation Fund of Movable Fixed Assets	--	--
45% of Increase in Revaluation Fund of Properties	--	--
Bonus Shares of Associates, Subsidiaries and Entities Under Common Control	11	11
Primary Subordinated Loans Excluded from the Core Capital	--	--
Secondary Subordinated Loans	841,689	887,063
45% of Securities Revaluation Reserve (100% If Negative)	13,032	(14,203)
Associates and Subsidiaries	--	--
Investments Available-for-Sale	13,032	(14,203)
Inflation Component of Capital Reserves, Profit Reserves and Prior Period Profits (except adjustment to legal, status and extraordinary reserves)	--	--
Minority Interest	--	--
Total Supplementary Capital	1,176,487	1,164,846
TIER III CAPITAL (Including Minority Interest, If Any)	--	--

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CAPITAL	6,094,804	5,915,891
DEDUCTIONS FROM CAPITAL	14,064	14,871
Shares in Unconsolidated Banks and Financial Institutions	--	--
Secondary Subordinated Loans Granted to Banks, Financial Institutions (Foreign and Domestic), or Preferred Shareholders, and Primary/Secondary Subordinated Loans Obtained from Them	--	--
Shares in Banks and Financial Institutions Accounted for under the Equity Method	--	--
Loans Granted in Violation of the Articles 50 and 51 of the Law	--	--
Amount in Excess of 50% of the Equities of the Net Book Value of the Properties of the Banks, and Net Book Value of the Assets Held for Resale that Should Be Disposed of According to the Article 57 of the Law which is not Disposed of in Five Years after Foreclosure	11,820	11,976
Others	2,244	2,895
TOTAL SHAREHOLDERS' EQUITY	6,080,740	5,901,020

II. Explanations related to the consolidated market risk

Whether the group within the financial risk management objectives hedges itself against market risk, the precautions taken by the Board of Directors for market risk, the methods used for measuring market risk and time intervals for measurement of market risk

The Parent Bank has defined its risk management procedures and has taken necessary precautions in order to avoid market risks, in compliance with “Regulation on Bank’s Internal Control and Risk Management Systems” and “Regulation on Measurement and Assessment of Capital Adequacy Ratio of Banks”. As the main precaution against being exposed to market risk, the Parent Bank’s Board of Directors identifies risk limits determined in the context of economic capital.

Standard method and the internal risk measurement model are used in calculating the market risk. The criteria for the standard method have been set by the BRSA and are reported on a monthly basis. Internal risk measurement model is applied on a daily basis.

1. Market risk

	Amount
(I) Capital Obligation against General Market Risk - Standard Method	95,948
(II) Capital Obligation against Specific Risk - Standard Method	9,544
(III) Capital Obligation against Currency Risk - Standard Method	30,959
(IV) Capital Obligation against Commodity Risk - Standard Method	--
(V) Capital Obligation against Clearing Risk - Standard Method	--
(VI) Capital Obligation against Options Subject to Market Risk - Standard Method	6
(VII) Capital Obligation against Market Risk at the Banks calculating Risk Measuring Models	--
(VIII) Total Capital Obligation against Market Risk (I+II+III+IV+V+VI)	136,457
(IX) Value-At-Market-Risk (12,5 x VIII) or (12,5 x VII)	1,705,713

III. Explanations related to the consolidated foreign currency exchange rate risk

1. Foreign exchange risk the Group is exposed to, related estimations, and the limits set by the Board of Directors of the Parent Bank for positions which are monitored daily

Foreign currency exchange and parity risks are taken by DFS Group within defined value at risk limits. Measurable and manageable risks are taken within legal limits.

Foreign currency exchange rate risk is monitored along with potential evaluation differences in foreign currency transactions in accordance with "Regulation on Bank's Internal Control and Risk Management Systems". Value at Risk approach is used to measure the exchange rate risk and calculations are made on a daily basis.

Based on general economic environment and market conditions the Parent Bank's Board of Directors reviews the risk limits daily and makes changes where necessary.

2. The magnitude of hedging foreign currency debt instruments and net foreign currency investments by using derivatives

In accordance with TAS 39, DFS Group applies net investment hedge accounting to avoid foreign currency exchange rate risk arising from retranslation of its foreign investments in its consolidated financial statements.

3. Foreign exchange risk management strategy

Foreign currency exchange and parity risks are taken by DFS Group within defined value at risk limits. Measurable and manageable risks are taken within legal limits.

4. The Parent Bank's spot foreign exchange bid rates as of the balance sheet date and for each of the five days prior to that date

US Dollar purchase rate as at the balance sheet date TL 1.7729
Euro purchase rate as at the balance sheet date TL 2.3664

<u>Date</u>	<u>US Dollar</u>	<u>Euro</u>
26 March 2012	1.7859	2.3651
27 March 2012	1.7762	2.3715
28 March 2012	1.7738	2.3685
29 March 2012	1.7717	2.3554
30 March 2012	1.7729	2.3664

5. The basic arithmetical average of the Parent Bank's foreign exchange bid rate for the last thirty days prior to the balance sheet date

The arithmetical average US Dollar and Euro purchase rates for March 2012 are TL 1.7797 and TL 2.3506, respectively.

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6. Information on currency risk

Current Period	EUR	USD	JPY	Other	Total
Assets					
Cash (Cash in Vault, Foreign Currencies, Cash in Transit, Cheques Purchased) and Balances with the Central Bank of the Republic of Turkey	2,036,830	142,433	320	326,225	2,505,808
Due from Banks and Other Financial Institutions	652,230	253,136	1,375	84,937	991,678
Financial Assets at Fair Value Through Profit or Loss	20,265	171,084	127	70	191,546
Interbank Money Market Placements	--	--	--	--	--
Investment Securities Available-for-Sale	689,625	146,723	--	88,057	924,405
Loans (*)	4,388,958	7,741,389	62,664	282,500	12,475,511
Investments in Subsidiaries and Associates	--	--	--	--	--
Investment Securities Held-to-Maturity	111,683	7,566	--	--	119,249
Hedging Purpose Financial Derivatives	--	24,588	--	--	24,588
Tangible Assets	5,760	27	--	760	6,547
Intangible Assets	2,431	111	--	3,045	5,587
Other Assets (**)	731,269	656,246	181	108,922	1,496,618
Total Assets	8,639,051	9,143,303	64,667	894,516	18,741,537
Liabilities					
Bank Deposits	712,973	82,158	54	126,104	921,289
Foreign Currency Deposits	8,745,668	4,811,508	3,764	469,841	14,030,781
Interbank Money Markets	--	--	--	--	--
Funds Borrowed from Other Financial Institutions	2,941,671	3,786,537	--	1,967	6,730,175
Marketable Securities Issued	--	--	--	--	--
Miscellaneous Payables	97,541	94,491	176	53,907	246,115
Hedging Purpose Financial Derivatives	--	6,408	--	--	6,408
Other Liabilities (***)	104,642	726,366	127	1,988	833,123
Total Liabilities	12,602,495	9,507,468	4,121	653,807	22,767,891
Net "On Balance Sheet Position"	(3,963,444)	(364,165)	60,546	240,709	(4,026,354)
Net "Off-Balance Sheet Position"	4,091,491	425,462	(60,547)	(150,947)	4,305,459
Financial Derivatives (Assets)	7,210,784	10,683,987	300,267	614,687	18,809,725
Financial Derivatives (Liabilities)	3,119,293	10,258,525	360,814	765,634	14,504,266
Non-Cash Loans	1,814,204	4,180,886	7,075	128,164	6,130,329
Prior Period					
Total Assets	7,181,316	10,140,861	79,645	768,080	18,169,902
Total Liabilities	10,639,100	9,842,506	3,869	613,391	21,098,866
Net "On Balance Sheet Position"	(3,457,784)	298,355	75,776	154,689	(2,928,964)
Net "Off-Balance Sheet Position"	3,542,844	(350,423)	(76,748)	(84,220)	3,031,453
Financial Derivatives (Assets)	6,588,746	8,378,359	305,271	614,969	15,887,345
Financial Derivatives (Liabilities)	3,045,902	8,728,782	382,019	699,189	12,855,892
Non-Cash Loans	1,831,208	4,249,749	8,509	79,819	6,169,285

(*) : Foreign currency indexed loans amounting to TL 1,674,037 are included.

(**) : Foreign currency indexed factoring receivables amounting to TL 139,604 are included.

(***) : Equity in foreign currencies, amounting to TL 296,677 is excluded.

IV. Explanations related to the consolidated interest rate risk

1. Interest rate sensitivity of the assets, liabilities and off-balance sheet items

Standard method is used in measuring the interest rate risk of assets, liabilities and off-balance sheet items.

2. The expected effects of the fluctuations of market interest rates on the Group's financial position and cash flows, the expectations for interest income, and the limits the board of directors has established on daily interest rates

The Parent Bank relies on sensitivity in determining limits against negative market conditions and monitors the risk within this context. Sensitivity calculations are made and limits are monitored on a weekly basis.

Market interest rates are monitored daily and interest rates are revised where necessary.

3. The precautions taken for the interest rate risk the Group was exposed to during the current year and their expected effects on net income and shareholders' equity in the future periods

The Group uses sensitivity analysis, historical stress-testing and value at risk methods to analyze and take precautions against interest rate risk faced during current period. Interest sensitivity limits have been defined and limits are being monitored on a weekly basis.

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Interest rate sensitivity of assets, liabilities and off-balance sheet items (Based on repricing dates):

Current Period	Up to 1 Month	1-3 Months	3-12 Months	1-5 Years	5 Years and Over	Non- Interest Bearing	Total
Assets							
Cash (Cash in Vault, Foreign Currencies, Cash in Transit, Cheques Purchased) and Balances with the Central Bank of the Republic of Turkey	--	--	--	--	--	5,403,794	5,403,794
Due from Banks and Other Fin. Inst.	587,308	13,616	8,765	211	--	416,372	1,026,272
Financial Assets at Fair Value Through Profit or Loss	111,017	48,350	139,364	146,733	20,276	24,949	490,689
Interbank Money Market Placements	25,108	--	--	--	--	--	25,108
Investment Securities Av.-for-Sale	660,772	451,198	3,053,508	1,566,995	778,254	3,928	6,514,655
Loans	5,541,468	4,725,684	7,027,645	8,802,618	3,803,625	341,506	30,242,546
Investment Securities Held-to-Mat.	11,895	--	239,253	--	--	--	251,148
Other Assets (*)	154,668	489,164	806,102	848,894	105,317	1,275,567	3,679,712
Total Assets	7,092,236	5,728,012	11,274,637	11,365,451	4,707,472	7,466,116	47,633,924
Liabilities							
Bank Deposits	264,366	111,828	7,995	682,322	--	172,355	1,238,866
Other Deposits	15,384,867	5,144,973	3,531,880	1,397,987	15,908	4,476,854	29,952,469
Interbank Money Market Placements	290,010	--	--	--	--	--	290,010
Miscellaneous Payables	99,620	--	4,816	9,790	--	622,361	736,587
Marketable Securities Issued	--	372,745	27,513	--	--	--	400,258
Funds Borrowed from Other Fin. Inst.	1,217,215	2,927,844	2,270,060	756,050	779,645	--	7,950,814
Other Liabilities (**)	146,803	133,033	348,339	223,153	21,426	6,192,166	7,064,920
Total Liabilities	17,402,881	8,690,423	6,190,603	3,069,302	816,979	11,463,736	47,633,924
On Balance Sheet Long Position	--	--	5,084,034	8,296,149	3,890,493	--	17,270,676
On Balance Sheet Short Position	(10,310,645)	(2,962,411)	--	--	--	(3,997,620)	(17,270,676)
Off-Balance Sheet Long Position	518,530	1,965,057	456,589	--	--	--	2,940,176
Off-Balance Sheet Short Position	--	--	--	(1,997,552)	--	--	(1,997,552)
Total Interest Sensitivity Gap	(9,792,115)	(997,354)	5,540,623	6,298,597	3,890,493	(3,997,620)	942,624

(*) Other assets/non-interest bearings include; Tangible Assets, Intangible Assets, Investments in Associates and Joint Ventures, Tax Assets, Investments in Subsidiaries, Assets to be sold and other assets with balances of TL 339,543, TL 67,307, TL 10,232, TL 85,684, TL 5,649, TL 55,342, and TL 711,810 respectively.

(**) Other liabilities/non-interest bearings include; Shareholders' Equity, Tax Liabilities, Provisions , and Other Liabilities with balances of TL 4,876,382, TL 205,677, TL 574,294, and TL 535,813 respectively.

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Prior Period	Up to 1 Month	1-3 Months	3-12 Months	1-5 Years	5 Years and Over	Non- Interest Bearing	Total
Assets							
Cash (Cash in Vault, Foreign Currencies, Cash in Transit, Cheques Purchased) and Balances with the Central Bank of the Republic of Turkey	--	--	--	--	--	4,156,182	4,156,182
Due from Banks and Other Fin. Inst.	432,552	13,316	--	--	--	432,835	878,703
Financial Assets at Fair Value Through Profit or Loss	85,385	366,839	324,622	76,955	14,174	24,909	892,884
Interbank Money Market Placements	1,284,914	--	--	--	--	--	1,284,914
Investment Securities Av.-for-Sale	166,287	1,022,221	1,753,679	1,242,171	14,456	3,928	4,202,742
Loans	4,758,956	3,618,099	5,340,611	10,157,420	4,513,643	285,640	28,674,369
Investment Securities Held-to-Mat.	50,276	837,013	24,816	--	--	--	912,105
Other Assets (*)	179,263	394,753	916,994	898,324	115,378	1,249,671	3,754,383
Total Assets	6,957,633	6,252,241	8,360,722	12,374,870	4,657,651	6,153,165	44,756,282
Liabilities							
Bank Deposits	117,943	4,214	34,063	92,871	--	173,538	422,629
Other Deposits	12,932,881	4,799,418	3,418,839	1,196,595	9,571	4,141,674	26,498,978
Interbank Money Market Placements	910,584	--	--	--	--	--	910,584
Miscellaneous Payables	2,991	263	33,197	15,056	--	678,095	729,602
Marketable Securities Issued	--	--	410,988	--	--	--	410,988
Funds Borrowed from Other Fin. Inst.	979,246	1,512,291	4,359,193	886,357	811,567	--	8,548,654
Other Liabilities (**)	250,117	264,852	573,575	235,782	12,667	5,897,854	7,234,847
Total Liabilities	15,193,762	6,581,038	8,829,855	2,426,661	833,805	10,891,161	44,756,282
On Balance Sheet Long Position	--	--	--	9,948,209	3,823,846	--	13,772,055
On Balance Sheet Short Position	(8,236,129)	(328,797)	(469,133)	--	--	(4,737,996)	(13,772,055)
Off-Balance Sheet Long Position	759,488	1,194,158	--	--	--	--	1,953,646
Off-Balance Sheet Short Position	--	--	(593,862)	(1,105,819)	--	--	(1,699,681)
Total Interest Sensitivity Gap	(7,476,641)	865,361	(1,062,995)	8,842,390	3,823,846	(4,737,996)	253,965

(*) Other assets/non-interest bearings include; Tangible Assets, Intangible Assets, Investments in Associates and Joint Ventures, Tax Assets, Investments in Subsidiaries, Assets to be sold and other assets with balances of TL 344,042, TL 71,991, TL 10,232, TL 60,824, TL 5,649, TL 48,219, and TL 708,714 respectively.

(**) Other liabilities/non-interest bearings include; Shareholders' Equity, Tax Liabilities, Provisions and other liabilities with balances of TL 4,641,463, TL 180,761, TL 534,097, and TL 541,533 respectively.

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4. Average interest rates applied to monetary financial instruments

Current Period	EUR %	USD %	JPY %	TL %
Assets				
Cash (Cash in Vault, Foreign Currencies, Cash in Transit, Cheques Purchased) and Balances with the Central Bank of the Republic of Turkey	--	--	--	--
Due from Banks and Other Financial Institutions	0.36	0.38	--	9.02
Financial Assets at Fair Value Through Profit or Loss	4.00	5.20	--	9.79
Interbank Money Market Placements	--	--	--	7.97
Investment Securities Available-for-Sale	1.88	4.59	--	10.94
Loans	5.90	5.52	5.46	17.06
Investment Securities Held-to-Maturity	4.36	8.54	--	21.10
Liabilities				
Bank Deposits	1.06	2.93	--	10.91
Other Deposits	3.20	3.92	0.69	10.90
Interbank Money Market Placements	--	--	--	6.04
Miscellaneous Payables	--	--	--	--
Marketable Securities Issued	--	--	--	10.67
Funds Borrowed from Other Financial Institutions	2.15	1.92	--	6.11
Prior Period	EUR %	USD %	JPY %	TL %
Assets				
Cash (Cash in Vault, Foreign Currencies, Cash in Transit, Cheques Purchased) and Balances with the Central Bank of the Republic of Turkey	--	--	--	--
Due from Banks and Other Financial Institutions	1.29	0.09	--	12.18
Financial Assets at Fair Value Through Profit or Loss	4.81	6.97	--	10.34
Interbank Money Market Placements	--	3.50	--	11.38
Investment Securities Available-for-Sale	3.27	4.55	--	10.53
Loans	5.67	5.26	5.40	16.69
Investment Securities Held-to-Maturity	4.12	8.56	--	17.65
Liabilities				
Bank Deposits	1.33	2.38	--	10.59
Other Deposits	3.09	4.45	0.77	11.22
Interbank Money Market Placements	--	4.00	--	6.13
Miscellaneous Payables	--	--	--	--
Marketable Securities Issued	--	--	--	10.52
Funds Borrowed from Other Financial Institutions	2.15	1.82	2.81	7.48

V. Explanations related to the consolidated liquidity risk

- 1. The sources of the current liquidity risk of DFS Group; whether the necessary precautions have been taken, whether the Board of Directors of the Parent Bank sets limits on the funds available to meet the urgent liquidity requirements and the liabilities which are due**

Liquidity risk arises from maturity mismatch between assets and liabilities. Maturity mismatch between assets and liabilities is kept under control based on certain criteria set by DFS Group. DFS Group maintains liquid assets to guarantee sufficient liquidity during market fluctuations. In order to meet any urgent liquidity needs, approximately 13% of the balance sheet is allocated to cash and balances with banks, 13% to investment securities which are easily convertible into cash and the available borrowing limits are not used intensively. DFS Group's short-term liquidity needs are mainly met with deposits and short-term funds borrowed from foreign banks.

- 2. Matching of the interest rates of the payments with assets and liabilities and probable effects of any mismatch on profitability**

DFS Group's payments, assets and liabilities match with the interest rates.

- 3. Internal and external sources to meet the short and long-term liquidity needs, significant sources of liquidity that are not utilized**

Approximately 13% of balance sheet is allocated to cash balances, 13% to investment securities which are easily convertible into cash in order to meet any urgent liquidity needs. The available borrowing limits (such as Central Bank of the Republic of Turkey and ISE repurchase market) are not used. DFS Group's short-term liquidity needs are mainly met with deposits and short-term funds borrowed from foreign banks.

- 4. Evaluation of DFS Group's cash flows and their resources**

Cash flows of DFS Group are mainly in terms of Turkish Lira, US Dollar and Euro.

In the short and long run, liquidity needs or surplus funds are utilized in interbank money market placements, deposits and loans.

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5. Presentation of assets and liabilities according to their residual maturities

Current Period	Demand	Up to 1 Month	1-3 Months	3-12 Months	1-5 Year	5 Years and Over	Undist. (*)	Total
Assets								
Cash (Cash in Vault, Foreign Currencies, Cash in Transit, Cheques Purchased) and Balances with the Central Bank of the Republic of Turkey	3,572,985	1,830,809	--	--	--	--	--	5,403,794
Due from Banks and Other Fin.Inst.	416,372	540,964	269	68,426	220	21	--	1,026,272
Financial Assets at Fair Value Through Profit or Loss	--	109,728	45,174	138,440	151,980	20,418	24,949	490,689
Interbank Money Market Placements	--	25,108	--	--	--	--	--	25,108
Investment Securities Av.-for-Sale	--	947	--	1,203,008	3,020,379	2,286,393	3,928	6,514,655
Loans	341,506	3,651,668	2,021,105	6,932,538	11,448,205	5,847,524	--	30,242,546
Investment Securities Held-to-Mat.	--	--	--	--	163,156	87,992	--	251,148
Other Assets	551,674	250,465	489,070	806,196	848,894	105,317	628,096	3,679,712
Total Assets	4,882,537	6,409,689	2,555,618	9,148,608	15,632,834	8,347,665	656,973	47,633,924
Liabilities								
Bank Deposits	172,355	264,366	111,828	7,995	682,322	--	--	1,238,866
Other Deposits	4,476,854	15,384,567	5,145,271	3,520,416	1,409,453	15,908	--	29,952,469
Funds Borrowed from Other Fin.Inst.	--	1,098,038	371,394	2,787,747	1,680,875	2,012,760	--	7,950,814
Interbank Money Market Placements	--	290,010	--	--	--	--	--	290,010
Marketable Securities Issued	--	--	372,745	27,513	--	--	--	400,258
Miscellaneous Payables	666,094	55,887	--	4,816	9,790	--	--	736,587
Other Liabilities	539,870	224,350	227,608	351,373	217,992	21,426	5,482,301	7,064,920
Total Liabilities	5,855,173	17,317,218	6,228,846	6,699,860	4,000,432	2,050,094	5,482,301	47,633,924
Net Liquidity Gap	(972,636)	(10,907,529)	(3,673,228)	2,448,748	11,632,402	6,297,571	(4,825,328)	--
Prior Period								
Total Assets	3,969,492	7,244,422	3,718,079	8,104,508	14,561,691	6,578,949	579,141	44,756,282
Total Liabilities	5,527,109	15,099,000	5,601,806	7,929,798	3,382,807	2,015,575	5,200,187	44,756,282
Net Liquidity Gap	(1,557,617)	(7,854,578)	(1,883,727)	174,710	11,178,884	4,563,374	(4,621,046)	--

(*) Certain assets on the balance sheet that are necessary for the banking operations but not convertible into cash in the short run such as tangible assets, investments in associates, joint ventures and subsidiaries, stationary supplies and prepaid expenses are included in this column.

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VI. Explanations related to the consolidated segment reporting

DFS Group is active in three areas, namely, retail banking, corporate banking, treasury and investment banking.

In retail banking, it offers loan products (consumer loans, mortgage, and vehicle loans), distinctive credit cards, investment products (mutual funds, shares, government bonds/treasury bills, and repos), deposit products (demand, time, protected), insurance products, SME loans as well as agricultural loans. Alternative distribution channels allow customers to meet their banking needs without a need of physically visiting the branches. Overdraft accounts, automated bill payment, checkbooks and rental safes are among products that meet every day needs of customers.

Corporate banking offers financial and banking solutions to large-scale local and international corporate and commercial customers. In order to meet customer needs related to projects, investment and working capital, corporate banking offers short and long-term working capital loans, investment loans, non-cash loans, foreign exchange transactions, foreign trade finance, project finance, structured finance, corporate finance, deposit products and cash management services.

Treasury and investment banking operations comprise trading of spot, forward TL and foreign exchange transactions, treasury bills, bonds and other local and international securities and marketing of derivative products through the departments of treasury, treasury sales, prop-trading and private banking. Servicing the upper segment of wealthy and high income retail customers who require sophisticated banking and investment services falls within the scope of private banking.

Segment information of the Group as of 31 March 2012 is presented in the following table:

Current Period (01.01.2012-31.03.2012)	Corporate Banking	Commercial Banking &Public Finance	Agriculture &Sme Banking	Retail Banking	Treasury and Investment Banking	Total
Net interest income	70,439	97,942	165,326	130,386	106,915	571,008
Net fee and commission income	12,273	18,290	33,699	73,449	(22,375)	115,336
Other income/expense, net	10,523	5,387	18,075	19,747	(15,537)	38,195
Total segment income	93,235	121,619	217,100	223,582	69,003	724,539
Other operating expenses	(26,483)	(48,863)	(132,489)	(133,343)	(7,699)	(348,877)
Provision for loan losses and other receivables	(5,823)	(8,015)	(33,952)	(70,473)	(14,240)	(132,502)
Tax charge						(63,441)
Net profit from continuing operations	60,929	64,741	50,659	19,766	47,064	179,719
Net profit from discontinued operations	--	--	--	--	--	--
Net profit	60,929	64,741	50,659	19,766	47,064	179,719
Current Period (31.03.2012)						
Segment assets	7,203,593	10,131,450	6,798,275	8,351,341	13,873,131	46,357,790
Subsidiaries and associates						15,881
Undistributed assets						1,260,253
Total assets						47,633,924
Segment liabilities	5,704,618	6,020,672	4,244,187	14,557,284	10,181,331	40,708,092
Undistributed liabilities						2,049,450
Shareholders' equity						4,876,382
Total liabilities						47,633,924

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Prior Period (01.01.2011-31.03.2011)	Corporate Banking	Commercial Banking &Public Finance	Agriculture &Sme Banking	Retail Banking	Treasury and Investment Banking	Total
Net interest income	59,773	69,440	140,150	103,406	66,231	439,000
Net fee and commission income	10,603	9,051	25,182	57,765	--	102,601
Other income/expense, net	14,413	26,760	53,008	64,919	(37,582)	121,518
Total segment income	84,789	105,251	218,340	226,090	28,649	663,119
Other operating expenses	(20,843)	(41,692)	(105,260)	(109,919)	(5,952)	(283,666)
Provision for loan losses and other Receivables	(263)	(19,570)	(32,387)	(38,570)	(42,394)	(133,184)
Tax charge						(50,386)
Net profit from continuing operations	63,683	43,989	80,693	77,601	(19,697)	195,883
Net profit from discontinued operations	--	55	1,952	4,745	--	6,752
Net profit	63,683	44,044	82,645	82,346	(19,697)	202,635
Prior Period (31.12.2011)						
Segment assets	7,095,180	9,399,970	6,305,765	8,145,968	12,548,515	43,495,398
Subsidiaries and associates						15,881
Undistributed assets						1,245,003
Total assets						44,756,282
Segment liabilities	3,746,548	6,036,589	3,828,145	13,421,996	10,812,230	37,845,508
Undistributed liabilities						2,269,311
Shareholders' equity						4,641,463
Total liabilities						44,756,282

SECTION FIVE

DISCLOSURES AND FOOTNOTES ON CONSOLIDATED FINANCIAL STATEMENTS

I. Explanations and disclosures related to consolidated assets

1. Information on cash and balances with the Central Bank of the Republic of Turkey

	Current Period		Prior Period	
	TL	FC	TL	FC
Cash in TL / Foreign Currency	266,051	276,668	279,517	328,435
Central Bank of the Republic of Turkey	2,631,935	2,229,098	1,606,327	1,941,878
Other (*)	--	42	--	25
Total	2,897,986	2,505,808	1,885,844	2,270,338

(*) Includes TL 42 of cheques purchased (31 December 2011: TL 25).

1.1 Information on balances with the Central Bank of the Republic of Turkey

	Current Period		Prior Period	
	TL	FC	TL	FC
Unrestricted Demand Deposits	2,631,935	398,289	1,606,327	351,470
Unrestricted Time Deposits	--	--	--	--
Restricted Time Deposits	--	1,830,809	--	1,590,408
Total	2,631,935	2,229,098	1,606,327	1,941,878

1.2 Information on Central Bank of the Republic of Turkey

As of 31 March 2012, all banks operating in Turkey should provide a reserve in a range of 5% to 11% depending on the terms of the deposits for their liabilities in Turkish Lira and in a range of 6% to 11% in US Dollars and Euro for their liabilities in foreign currencies.

2. Information on financial assets at fair value through profit or loss

2.1 Information on trading securities given as collateral or blocked

	Current Period		Prior Period	
	TL	FC	TL	FC
Share Certificates	--	--	--	--
Bonds, Treasury Bills and Similar Marketable Securities	6,924	195	9,677	208
Other	--	--	--	--
Total	6,924	195	9,677	208

Trading securities given as collateral represent those collaterals given to the Central Bank of the Republic of Turkey, and ISE Clearing and Custody Bank (Takasbank) for liquidity, interbank money market, foreign exchange market and other transactions.

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2.2 *Trading securities subject to repurchase agreements*

None.

2.3 *Positive value of trading purpose derivatives*

	Current Period		Prior Period	
	TL	FC	TL	FC
Forward Transactions	2,557	17,058	1,622	68,440
Swap Transactions	45,896	82,365	141,923	58,220
Futures Transactions	--	--	--	--
Options	1,746	83,104	4,042	189,634
Other	--	--	--	--
Total	50,199	182,527	147,587	316,294

3. **Information on Banks**

	Current Period		Prior Period	
	TL	FC	TL	FC
Banks				
Domestic	34,499	545,073	868	329,048
Foreign	95	446,605	262	548,525
Foreign head offices and branches	--	--	--	--
Total	34,594	991,678	1,130	877,573

4. **Information on investment securities available-for-sale**

4.1 *Major types of investment securities available-for-sale*

Investment securities available-for-sale consist of share certificates, debt securities representing government bonds, Eurobonds and foreign currency government bonds issued by the Turkish Treasury and foreign private sector debt securities.

4.2 *Investment securities available-for-sale given as collateral*

Investment securities available-for-sale given as collateral are government bonds and Eurobonds with carrying value of TL 377,022 (31 December 2011: TL 49,657).

4.3 *Investment securities available-for-sale given as collateral or blocked*

	Current Period		Prior Period	
	TL	FC	TL	FC
Share certificates	--	--	--	--
T-bills, Bonds and Similar Securities	344,441	32,581	15,017	34,640
Other	--	--	--	--
Total	344,441	32,581	15,017	34,640

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4.4 *Investment securities available-for-sale subject to repurchase agreements*

	Current Period		Prior Period	
	TL	FC	TL	FC
Government Bonds	290,517	--	638,892	--
Treasury Bills	--	--	--	--
Other Debt Securities	--	--	--	--
Bonds Issued or Guaranteed by Banks	--	--	--	--
Asset Backed Securities	--	--	--	--
Other	--	--	--	--
Total	290,517	--	638,892	--

4.5 *Information on available-for-sale securities*

	Current Period	Prior Period
Debt instruments	6,543,665	4,234,259
Quoted on Stock Exchange	6,543,665	4,234,259
Unquoted on Stock Exchange	--	--
Share certificates	3,928	3,928
Quoted on Stock Exchange	--	--
Unquoted on Stock Exchange	3,928	3,928
Impairment provision (-)	32,938	35,445
Total	6,514,655	4,202,742

5. **Information related to loans**

5.1 *Information on all types of loans and advances given to shareholders and employees of the Bank*

	Current Period		Prior Period	
	Cash	Non-Cash	Cash	Non-Cash
Direct Loans Granted to Shareholders	--	--	--	--
Corporate Shareholders	--	--	--	--
Individual Shareholders	--	--	--	--
Indirect Loans Granted to Shareholders	--	--	--	--
Loans Granted to Employees	39,310	16	39,600	16
Total	39,310	16	39,600	16

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5.2 *Information about loans classified in groups I and II and other receivables and loans that have been restructured or rescheduled*

	Standard Loans and Other Receivables		Loans and Other Receivables Under Close Monitoring	
Cash Loans	Loans and Other Receivables	Restructured or Rescheduled (*)	Loans and Other Receivables	Restructured or Rescheduled (**)
Non-specialized Loans	26,784,823	131,264	875,465	285,466
Discount Notes	151,675	--	1,435	--
Export Loans	642,573	--	58,153	--
Import Loans	1,425	--	--	--
Loans Given to Financial Sector	280,006	--	--	--
Foreign Loans	960,430	1,537	127,882	58,582
Consumer Loans	6,768,278	53,556	385,257	54,235
Credit Cards	1,623,461	--	59,134	--
Precious Metal Loans	79,493	--	--	--
Other	16,277,482	76,171	243,604	172,649
Specialization Loans	1,744,404	5,674	49,360	8,674
Other Receivables	15,910	--	--	--
Total	28,545,137	136,938	924,825	294,140

(*) TL 115,903 of the loans were restructured or rescheduled while they were already classified as standard loans and other receivables.

(**) TL 280,779 of the loans were restructured or rescheduled while they were classified as loans and other receivables under close monitoring.

In accordance with the Clause 4 of the "Regulation on the Principles and Procedures Related to the Determination of the Loans and Other Receivables for which Provisions Shall be Set Aside by Banks and to the Provisions to be Set Aside", the amount of loans those have been restructured or rescheduled after 28 May 2011 is TL 252,882, and the term extensions provided in respect of the loan groups are as follows:

	Up to 1 Years	Up to 3 Years	Over 3 Years	Total
First Group Loans	10,955	18,202	54,386	83,543
Second Group Loans	4,993	68,613	95,733	169,339
Total	15,948	86,815	150,119	252,882

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5.3 Information on consumer loans, individual credit cards and personnel credit cards

	Short Term	Medium or Long Term	Total
Consumer Loans-TL	166,299	6,589,527	6,755,826
Real estate Loans	1,428	2,810,777	2,812,205
Vehicle Loans	3,752	373,019	376,771
General Purpose Loans	138,944	3,405,731	3,544,675
Other	22,175	--	22,175
Consumer Loans-Indexed to FC	73	205,007	205,080
Real estate Loans	73	200,069	200,142
Vehicle Loans	--	296	296
General Purpose Loans	--	4,642	4,642
Other	--	--	--
Consumer Loans-FC	1,225	18,671	19,896
Real estate Loans	--	6,578	6,578
Vehicle Loans	--	--	--
General Purpose Loans	--	--	--
Other	1,225	12,093	13,318
Individual Credit Cards-TL	1,486,620	99,252	1,585,872
Installment	528,037	99,252	627,289
Non installment	958,583	--	958,583
Individual Credit Cards-FC	616	--	616
Installment	4	--	4
Non installment	612	--	612
Loans Given to Employees-TL	1,894	21,408	23,302
Real estate Loans	--	3,059	3,059
Vehicle Loans	--	118	118
General Purpose Loans	1,894	18,231	20,125
Other	--	--	--
Loans Given to Employees - Indexed to FC	--	--	--
Real estate Loans	--	--	--
Vehicle Loans	--	--	--
General Purpose Loans	--	--	--
Other	--	--	--
Loans Given to Employees - FC	133	91	224
Real estate Loans	--	--	--
Vehicle Loans	--	--	--
General Purpose Loans	--	--	--
Other	133	91	224
Personnel Credit Cards - TL	14,293	317	14,610
Installment	6,009	317	6,326
Non installment	8,284	--	8,284
Personnel Credit Cards - FC	27	--	27
Installment	--	--	--
Non installment	27	--	27
Overdraft Loans-TL (Real Persons) (*)	256,915	--	256,915
Overdraft Loans-FC (Real Persons)	83	--	83
Total	1,928,178	6,934,273	8,862,451

(*) Overdrafts used by the personnel of the Parent Bank are TL 1,147 (31 December 2011: TL 1,371).

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5.4 *Information on installment commercial loans and corporate credit cards*

	Short Term	Medium or Long Term	Total
Installment Commercial Loans - TL	135,189	2,058,717	2,193,906
Real estate Loans	140	137,196	137,336
Vehicle Loans	4,768	272,096	276,864
General Purpose Loans	130,269	1,538,794	1,669,063
Other	12	110,631	110,643
Installment Commercial Loans - Indexed to FC	12,575	526,375	538,950
Real estate Loans	4	22,677	22,681
Vehicle Loans	822	53,155	53,977
General Purpose Loans	11,749	437,226	448,975
Other	--	13,317	13,317
Installment Commercial Loans - FC	--	26,159	26,159
Real estate Loans	--	4,073	4,073
Vehicle Loans	--	--	--
General Purpose Loans	--	46	46
Other	--	22,040	22,040
Corporate Credit Cards - TL	81,139	78	81,217
Installment	20,257	78	20,335
Non installment	60,882	--	60,882
Corporate Credit Cards - FC	253	--	253
Installment	--	--	--
Non installment	253	--	253
Overdraft Loans-TL (Legal Entities)	270,500	--	270,500
Overdraft Loans-FC (Legal Entities)	624	--	624
Total	500,280	2,611,329	3,111,609

5.5 *Domestic and foreign loans*

	Current Period	Prior Period
Domestic Loans	28,752,609	27,114,322
Foreign Loans	1,148,431	1,274,407
Total	29,901,040	28,388,729

5.6 *Loans granted to subsidiaries and associates*

	Current Period	Prior Period
Direct loans granted to subsidiaries and associates	4,731	--
Indirect loans granted to subsidiaries and associates	--	--
Total	4,731	--

5.7 *Specific provisions for loans*

Specific Provisions	Current Period	Prior Period
Loans and Receivables with Limited Collectability	47,546	57,684
Loans and Receivables with Doubtful Collectability	91,618	81,577
Uncollectible Loans and Receivables	464,353	469,508
Total	603,517	608,769

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5.8 Information on non-performing loans (Net)

5.8.1 Information on loans under follow-up, loans and other receivables those are restructured /rescheduled

	Group III Loans and receivables with limited collectability	Group IV Loans and receivables with doubtful collectability	Group V Uncollectible loans and receivables
Current Period	2,122	4,809	7,047
(Gross Amounts Before Specific Reserves)			
Restructured Loans and Other Receivables	--	--	--
Rescheduled Loans and Other Receivables	2,122	4,809	7,047
Prior Period	4,255	1,697	7,466
(Gross Amounts Before Specific Reserves)			
Restructured Loans and Other Receivables	--	--	--
Rescheduled Loans and Other Receivables	4,255	1,697	7,466

5.8.2 Movement of non-performing loans

	Group III Loans and receivables with limited collectability	Group IV Loans and receivables with doubtful collectability	Group V Uncollectible loans and receivables
Balances at Beginning of Period	138,954	156,154	599,301
Additions (+)	162,387	12,512	18,555
Transfers from Other Categories of Non-Performing Loans (+)	--	92,994	69,356
Transfers to Other Categories of Non-Performing Loans (-)	92,994	69,356	--
Collections (-)	36,847	16,915	50,251
Write-offs (-) (*)	--	--	38,827
<i>Corporate and Commercial Loans</i>	--	--	234
<i>Retail Loans</i>	--	--	24,719
<i>Credit Cards</i>	--	--	13,874
<i>Other</i>	--	--	--
Balances at End of the Period	171,500	175,389	598,134
Specific Provisions (-)	47,546	91,618	464,353
Net Balance on Balance Sheet	123,954	83,771	133,781

(*) The Parent Bank sold TL 38,827 of retail loans, credit cards and corporate loans portfolio which were under legal follow up to Girişim Varlık Yönetim A.Ş. for TL 6,208 with the sales agreement dated 29 March 2012.

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5.8.3 Information on non-performing loans and other receivables in foreign currencies

	Group III	Group IV	Group V
	Loans and receivables with limited collectability	Loans and receivables with doubtful collectability	Uncollectible loans and receivables
Current Period			
Balance as of the Period End	3,602	8,577	9,160
Specific Provisions (-)	343	7,783	2,353
Net Balance on Balance Sheet	3,259	794	6,807
Prior Period			
Balance as of the Period End	5,780	9,036	13,933
Specific Provisions (-)	643	8,096	3,843
Net Balance on Balance Sheet	5,137	940	10,090

5.8.4 Information on non-performing loans according to beneficiary group

	Group III	Group IV	Group V
	Loans and receivables with limited collectability	Loans and receivables with doubtful collectability	Uncollectible loans and receivables
Current Period (Net)	123,954	83,771	133,781
Loans Granted to Real Persons and Legal Entities (Gross)	171,500	162,797	598,134
Specific provisions (-)	47,546	79,026	464,353
Loans Granted to Real Persons and Legal Entities (Net)	123,954	83,771	133,781
Banks (Gross)	--	--	--
Specific provisions (-)	--	--	--
Banks (Net)	--	--	--
Other Loan and Receivables (Gross)	--	12,592	--
Specific provisions (-)	--	12,592	--
Other Loan and Receivables (Net)	--	--	--
Prior Period (Net)	81,270	74,577	129,793
Loans Granted to Real Persons and Legal Entities (Gross)	138,954	144,419	599,301
Specific provisions (-)	57,684	69,842	469,508
Loans Granted to Real Persons and Legal Entities (Net)	81,270	74,577	129,793
Banks (Gross)	--	--	--
Specific provisions (-)	--	--	--
Banks (Net)	--	--	--
Other Loan and Receivables (Gross)	--	11,735	--
Specific provisions (-)	--	11,735	--
Other Loan and Receivables (Net)	--	--	--

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6. Information on investment securities held-to-maturity

6.1 Information on securities subject to repurchase agreement and given as collateral or blocked

6.1.1 Information on securities subject to repurchase agreement

There are no held-to-maturity investments subject to repurchase agreement (31 December 2011: TL 367,088).

6.1.2 Information on securities subject to given as collateral or blocked

	Current Period		Prior Period	
	TL	FC	TL	FC
Bills	--	--	--	--
Bonds and Similar Marketable Securities	129,827	--	269,519	--
Other	--	--	--	--
Total	129,827	--	269,519	--

6.2 Information on government securities held-to-maturity

	Current Period	Prior Period
Government Bonds	207,507	866,961
Treasury Bills	--	--
Other Government Debt Securities	--	--
Total	207,507	866,961

6.3 Information on investment securities held-to-maturity

	Current Period	Prior Period
Debt Securities	251,148	912,105
Quoted on Stock Exchange	131,899	787,802
Unquoted on Stock Exchange	119,249	124,303
Impairment (-)	--	--
Total	251,148	912,105

6.4 Information on the movement of investment securities held-to-maturity during the period

	Current Period	Prior Period
Balance at the beginning of the period	912,105	831,959
Foreign exchange differences (*)	(184,367)	88,896
Purchases	--	--
Disposals/Redemptions	(476,590)	(8,750)
Impairment losses (-)	--	--
Balance at the end of the period	251,148	912,105

(*) Accruals of investment securities held-to-maturity are included in "foreign exchange differences".

The Parent Bank transferred a portion of its securities from "investment securities available-for-sale" portfolio, with a notional amount of TL 552,934, to the "investment securities held-to-maturity" portfolio due to change in the intention of holding, effective from 1 October 2008. The negative valuation differences amounting to TL 39,455 under equity accrued until the date of transfer will be amortized and recycled to profit/loss until the maturities of these securities. As of the balance sheet date, the remaining negative valuation difference under equity is TL 1,493.

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7. Investments in associates

7.1 Investments in unconsolidated associates

Title	Address (City/Country)	The Parent Bank's share percentage (%)	The Parent Bank's risk group share percentage (%)
1-Kredi Kayıt Bürosu A.Ş. (*)	İstanbul/Turkey	9	--
2-Gelişen Bilgi Teknolojileri A.Ş. (**)	İstanbul/Turkey	5	5
3-Kredi Garanti Fonu A.Ş. (***)	Ankara/Turkey	2	--
4-Ege Tarım Ürünleri lisanslı Dep. A.Ş. (**)	İzmir/ Turkey	10	--

	Total Assets	Shareholders' Equity	Total Fixed Assets	Interest Income	Income on Securities Portfolio	Current Period Profit/Loss	Prior Period Profit/Loss	Fair Value
1	53,021	41,442	2,413	348	--	7,454	18,566	--
2	427	425	--	32	--	(5)	356	--
3	207,899	201,048	3,017	3,979	--	7,672	5,439	--
4	8,430	8,032	4,809	378	--	152	--	--

(*) Information on the financial statements is presented as of the period ended 31 March 2012.

(**) Information on the financial statements is presented as of the period ended 31 December 2011.

(***)Information on the financial statements is presented as of the period ended 30 September 2011.

7.2 Investments in consolidated associates

There are no investments in consolidated associates.

8. Investments in subsidiaries

8.1 Information on non-consolidated subsidiaries

Title	Address (City/Country)	The Parent Bank's share percentage-If different voting percentage (%)	The Parent Bank's risk group share percentage (%)
1-İntertech Bilgi İşlem ve Pazarlama Ticaret A.Ş.	İstanbul/Turkey	100	--
2-Denizbank Kültür Sanat Yayıncılık Ticaret ve Sanayi A.Ş.	İstanbul/Turkey	100	--
3-Pupa Gayrimenkul Kiralama ve Yönetim Hizmetleri A.Ş.	İstanbul/Turkey	--	100

	Total Assets	Shareholders' Equity	Total Fixed Assets	Interest Income	Income on Securities Portfolio	Current Period Profit/Loss	Prior Period Profit/Loss	Fair Value
1	13,297	3,000	2,788	42	--	413	(100)	--
2	1,300	1,282	246	--	--	(25)	--	--
3	147,917	(59,949)	135,445	135	--	9,433	(38,460)	--

Information on the financial statements is presented as of the period ended 31 March 2012.

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8.2 Information on consolidated subsidiaries

Title	Address (City/Country)	The Parent Bank's share percentage (%)	Other shareholders' share percentage (%)	Consolidation Method
1 Denizbank AG	Vienna / Austria	88	12	Full consolidation
2 Eurodeniz International Banking Unit Ltd.	Nicosia / Cyprus	100	--	Full consolidation
3 Deniz Yatırım Menkul Kıymetler A.Ş.	Istanbul / Turkey	100	--	Full consolidation
4 Ekspres Yatırım Menkul Değerler A.Ş.	Istanbul / Turkey	71	29	Full consolidation
5 CJSC Dexia Bank	Moscow / Russia	49	51	Full consolidation
6 Deniz Portföy Yönetimi A.Ş.	Istanbul / Turkey	--	100	Full consolidation
7 Deniz Finansal Kiralama A.Ş.	Istanbul / Turkey	84	16	Full consolidation
8 Deniz Faktoring A.Ş.	Istanbul / Turkey	100	--	Full consolidation
9 Deniz Yatırım Ortaklığı A.Ş.	Istanbul/Turkey	--	59	Full consolidation

	Total Assets	Shareholders' Equity	Total Fixed Assets	Interest Income	Income on Securities Portfolio	Current Period Profit/Loss	Prior Period Profit/Loss	Fair Value
1	9,123,506	718,478	8,190	100,777	4,336	17,535	50,375	--
2	1,449,873	7,655	84	20,237	--	609	2,419	--
3	77,465	68,817	939	1,621	77	10,608	7,745	--
4	16,366	14,049	220	1,404	662	862	3,587	--
5	551,091	103,745	3,805	7,394	1,683	3,886	12,632	--
6	3,024	2,049	89	53	8	(239)	148	--
7	1,539,501	399,923	492	23,361	--	8,794	48,533	--
8	980,998	167,878	374	37,464	--	24,697	35,418	--
9	29,486	29,402	--	443	2,386	2,418	(1,692)	--

Information on the financial statements is presented as of the period ended 31 March 2012.

8.2.1 Movement of consolidated subsidiaries

	Current Period	Prior Period
Balance at the Beginning of the Period	838,689	567,353
Movements during the Period	217,833	271,336
Purchases	6,630	283,826
Bonus Shares Received	212,355	--
Dividends from Current Year Profit	--	--
Sales	--	(17,799)
Revaluation Increase, Effect of Inflation and F/X Difference	(1,152)	5,309
Other	--	--
Allowance for impairment	--	--
Balance at the End of the Period	1,056,522	838,689
Capital Commitments	--	--
Share Percentage at the end of Period (%)	--	--

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8.2.2 *Sectorial information on the consolidated subsidiaries and the related carrying amounts*

	Current Period	Prior Period
Banks	540,937	542,211
Insurance Companies	--	--
Factoring Companies	138,107	26,107
Leasing Companies	303,929	226,929
Finance Companies	--	--
Other Subsidiaries	73,549	43,442
Total	1,056,522	838,689

Balances of the consolidated subsidiaries above have been eliminated in the accompanying financial statements.

8.2.3 *Quoted subsidiaries within the consolidation scope*

	Current Period	Prior Period
Quoted on domestic markets	9,673	9,551
Quoted on foreign markets	--	--

Deniz Yatırım Ortaklığı was established on 5 May 1995 by registering at the Trade Registry and announced in the Turkish Trade Registry Gazette dated 16 May 1995 and numbered 3786 to operate in capital markets in accordance with Capital Market Law numbered 2499 and related regulations.

Shares of Deniz Yatırım Ortaklığı have been quoted on Istanbul Stock Exchange ("ISE") since 30 October 1995.

8.2.4 *Consolidated subsidiaries disposed during the current period*

None.

8.2.5 *Consolidated subsidiaries acquired during the current period*

None.

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9. Entities Under Common Control (Joint Ventures)

9.1 Information on non-consolidated entities under common control

Title	The Parent Bank's share percentage (%)	The Group's share percentage (%)	Current Assets	Non-Current Assets	Non-Current Liabilities	Income	Expenses
Bantaş Nakit ve Kıymetli Mal Taşıma ve Güvenlik Hizmetleri A.Ş.	33	33	9,661	6,846	-	2,383	(1,173)

Information on the financial statements is presented as of the period ended 31 March 2012.

9.2 Information on consolidated entities under common control (Joint Ventures)

There are no entities under common control which are consolidated.

10. Information on lease receivables

10.1 Maturity analysis of finance lease receivables

	Current Period		Prior Period	
	Gross	Net	Gross	Net
Less than 1 year	523,812	421,260	469,568	381,579
Between 1-4 years	877,889	784,101	869,936	808,292
Over 4 years	116,681	103,270	158,435	103,285
Total	1,518,382	1,308,631	1,497,939	1,293,156

10.2 Information on net investments in finance lease receivables

	Current Period	Prior Period
Gross finance lease receivable	1,518,382	1,497,939
Unearned finance income (-)	209,751	204,783
Cancelled leasing agreements (-)	--	--
Net investment on finance leases	1,308,631	1,293,156

10.3 Information on finance lease agreements of the Parent Bank

None.

11. Information on hedging purpose derivatives

	Current Period		Prior Period	
	TL	FC	TL	FC
Fair Value Hedge	--	--	--	--
Cash Flow Hedge	136,877	24,588	189,975	31,010
Hedging of a Net Investment in Foreign Subsidiaries	--	--	--	--
Total	136,877	24,588	189,975	31,010

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12. Information on deferred tax asset

12.1 *Amount of deferred tax asset recognized in the balance sheet in respect of deductible temporary differences, unused tax losses and unused tax credits*

Deferred tax asset calculated on the basis of related regulation is TL 82,096 (31 December 2011: TL 58,031) and deferred tax liability is TL 1,802 (31 December 2011: TL 639). These balances are the net of deductible and taxable temporary differences calculated as of the balance sheet date.

The following table presents the deferred tax bases:

	Current Period	Prior Period
Deferred Tax Assets:		
Miscellaneous Provisions	33,394	33,932
Valuation Differences of Financial Assets	975	6,334
Provision for Employee Benefits	12,383	11,232
Unearned Income	20,491	13,913
Other	13,622	22,897
	80,865	88,308
Deferred Tax Liabilities:		
Valuation Differences of Tangible Assets	(4,359)	(292)
Valuation Differences of Derivatives	3,788	(25,463)
Valuation Differences of Financial Assets	--	(5,161)
	(571)	(30,916)
Net Deferred Tax Assets	80,294	57,392

12.2 *Amount and expiry date of deductible temporary differences, unused tax losses, unused tax credits for which no deferred tax asset is recognized in prior periods in the balance sheet*

None.

12.3 *Deferred tax asset resulting from the cancellation of the provision for impairment losses related to the deferred taxes*

None.

13. Information on other assets

13.1 *Information on prepaid expense, taxes and similar items*

DFS Group's total prepaid expenses are TL 111,452 (31 December 2011: TL 63,915).

13.2 *Other assets do not exceed 10% of total assets excluding the off-balance sheet items.*

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II. Explanations and disclosures related to consolidated liabilities

1. Information on maturity structure of deposits

Current Period	Demand	7 Days Notice	Up to 1 Month	1-3 Months	3-6 Months	6 Months -1 Year	1 Year and Over	Accumulated Deposit Accounts	Total
Saving Deposits	630,133	--	747,802	7,290,916	458,248	75,258	51,183	11,545	9,265,085
Foreign Currency Deposits	2,592,291	--	1,053,035	4,548,204	915,139	1,991,251	2,615,223	339	13,715,482
Residents in Turkey	1,167,309	--	982,847	4,265,506	584,319	135,409	284,836	308	7,420,534
Residents Abroad	1,424,982	--	70,188	282,698	330,820	1,855,842	2,330,387	31	6,294,948
Public Sector Deposits	103,196	--	32,238	76,070	44	226	344	--	212,118
Commercial Deposits	880,048	--	958,435	2,898,212	768,271	177,997	150,210	--	5,833,173
Other Ins. Deposits	33,651	--	20,017	536,780	5,281	79	15,504	--	611,312
Precious Metal Deposits	237,535	--	12,033	61,470	4,093	--	110	58	315,299
Bank Deposits	172,355	--	52,059	293,149	6,502	32,516	682,285	--	1,238,866
Central Bank	--	--	--	--	--	--	--	--	--
Domestic Banks	139,040	--	4,348	8,871	886	--	--	--	153,145
Foreign Banks	15,823	--	47,711	284,278	5,616	32,516	682,285	--	1,068,229
Special Finan. Inst.	17,492	--	--	--	--	--	--	--	17,492
Other	--	--	--	--	--	--	--	--	--
Total	4,649,209	--	2,875,619	15,704,801	2,157,578	2,277,327	3,514,859	11,942	31,191,335

Prior Period	Demand	7 Days Notice	Up to 1 Month	1-3 Months	3-6 Months	6 Months -1 Year	1 Year and Over	Accumulated Deposit Accounts	Total
Saving Deposits	641,595	--	625,219	6,644,917	298,930	51,629	48,427	8,726	8,319,443
Foreign Currency Deposits	2,169,081	--	918,256	3,236,373	656,680	2,195,179	2,576,547	382	11,752,498
Residents in Turkey	1,157,923	--	850,004	3,040,462	444,629	170,667	353,299	353	6,017,337
Residents Abroad	1,011,158	--	68,252	195,911	212,051	2,024,512	2,223,248	29	5,735,161
Public Sector Deposits	77,189	--	32,975	171,423	131,790	225	283	--	413,885
Commercial Deposits	966,052	--	790,367	2,357,335	787,002	124,720	217,128	--	5,242,604
Other Ins. Deposits	31,667	--	49,695	345,295	13,087	79	16,075	--	455,898
Precious Metal Deposits	256,090	--	5,605	47,913	4,931	--	111	--	314,650
Bank Deposits	173,538	--	88,242	31,313	346	35,222	93,968	--	422,629
Central Bank	--	--	--	--	--	--	--	--	--
Domestic Banks	98,068	--	110	945	--	--	1,078	--	100,201
Foreign Banks	14,984	--	88,132	30,368	346	35,222	92,890	--	261,942
Special Finan. Inst.	60,486	--	--	--	--	--	--	--	60,486
Other	--	--	--	--	--	--	--	--	--
Total	4,315,212	--	2,510,359	12,834,569	1,892,766	2,407,054	2,952,539	9,108	26,921,607

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1.1 *Information on saving deposits insured by Saving Deposit Insurance Fund and the total amount of the deposits exceeding the insurance coverage limit*

	Covered by Deposits Insurance Fund		Exceeding the Deposit Insurance Limit	
	Current Period	Prior Period	Current Period	Prior Period
Saving Deposits	3,093,062	2,984,884	6,046,167	5,215,703
Foreign Currency Saving Deposits	800,389	783,326	2,693,625	2,336,772
Other Saving Deposits	--	--	--	--
Foreign Branches' Deposits Under Foreign Insurance Coverage	--	--	--	--
Off-Shore Deposits Under Foreign Insurance Coverage	--	--	--	--
Total	3,893,451	3,768,210	8,739,792	7,552,475

1.2 Saving deposits in Turkey are not covered by any insurance in any other countries since the Bank's headquarter is not located abroad.

1.3 *Saving deposits that are not under the guarantee of deposit insurance fund*

	Current Period	Prior Period
Deposits and Other Accounts in Foreign Branches	61,589	63,378
Deposits and Other Accounts belong to Major Shareholders with Their Parents, Spouse and Children under Their Wardship	--	--
Deposits and Other Accounts belong to Members of Board of Directors, CEO and Deputy CEO with Their Parents, Spouse and Children under Their Wardship	19,629	11,818
Deposits and Other Accounts linked to Crimes Mentioned in 282nd Article of 5237 Numbered Turkish Penal Code dated on 26/09/2004	--	--
Deposits belong to Off-Shore Banks who are established in Turkey	72,569	81,334
Total	153,787	156,530

2. Information on trading purpose derivatives

2.1 *Negative value of trading purpose derivatives*

	Current Period		Prior Period	
	TL	FC	TL	FC
Forward Transactions	117	21,208	2,565	50,222
Swap Transactions	25,601	67,877	88,780	100,668
Futures Transactions	--	--	--	--
Options	363	86,070	3,917	191,947
Other	--	--	--	--
Total	26,081	175,155	95,262	342,837

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3. Information on funds borrowed

	Current Period		Prior Period	
	TL	FC	TL	FC
Central Bank Loans	--	--	--	--
Domestic Bank and Institutions	435,478	80,474	530,879	114,383
Foreign Bank, Institutions and Funds	785,161	5,759,490	762,508	6,201,931
Total	1,220,639	5,839,964	1,293,387	6,316,314

The Parent Bank, via a special purpose entity (SPE), obtained a securitization loan with three year grace period for the principal payment, 8 year maturity and quarterly floating interest payments, amounting to USD 350 million on 28 June 2007 by the resolution of the Board of Directors dated 25 June 2007 and numbered 2007/27. As of 31 March 2012, the outstanding balance of the loan is USD Dollar 210 million.

In accordance with the resolution of the Board of Directors dated 6 April 2011 and numbered 2011/17, the Parent Bank obtained a securitization loan amounting to EUR 300 million via a special purpose entity (SPE) from a consortium of lenders led by West LB and participated by EBRD, EIB, IFC and DEG on 27 April 2011. Securitization consists of five different loans having 5-12 years final maturity and 2-3 years grace period for the principal payment.

3.1 Maturity information of funds borrowed

	Current Period		Prior Period	
	TL	FC	TL	FC
Short-Term	841,378	2,978,410	918,379	3,250,261
Medium and Long-Term	379,261	2,861,554	375,008	3,066,053
Total	1,220,639	5,839,964	1,293,387	6,316,314

4. Information on securities issued

	Current Period		Prior Period	
	TL	FC	TL	FC
Bank Bill and Bond	400,258	--	410,988	--
Total	400,258	--	410,988	--

On 6 May 2011, The Parent Bank issued discounted bank bill with 351 days maturity and 9.15 % simple interest rate and amounting to TL 150,000.

On 2 November 2011, The Parent Bank issued bank bills and bonds of TL 300,000 with, respectively, 175 days maturity and 10.81 % simple interest rate amounting to TL 270,458; 399 days maturity and 11.03 % simple interest rate amounting to TL 29,542.

5. If other liabilities line of the balance sheet exceeds 10% of the balance sheet total; excluding the off balance sheet commitments; information on components making up at least 20% of the other liabilities

Other liabilities do not exceed 10% of the balance sheet total excluding the off-balance sheet items.

6. Criteria used in the determination of lease installments in the finance lease contracts, renewal and purchase options, restrictions, and significant burdens imposed on the bank on such contracts

None.

6.1 Changes in agreements and further commitments arising

None.

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6.2 *Obligations under finance leases*

None.

6.3 *Information on operational leases*

DFS Group has operational lease agreements for its bank branches, motor vehicles and ATM locations. Rental payments for the majority of these agreements are made and expensed on a monthly basis. The unexpired portion of prepayments made for rent agreements on a yearly basis are accounted for under prepaid expenses in "other assets".

6.4 *Information on "Sell-and-lease back" agreements*

There is no sale and lease back transactions in the current period.

7. **Information on liabilities arising from hedging purpose derivatives**

	Current Period		Prior Period	
	TL	FC	TL	FC
Fair Value Hedge	--	--	--	--
Cash Flow Hedge	93,737	6,408	75,121	6,358
Hedging of a Net Investment in Foreign Subsidiaries	--	--	--	--
Total	93,737	6,408	75,121	6,358

8. **Information on provisions**

8.1 *Information on general provisions*

	Current Period	Prior Period
Provisions for Loans and Receivables in Group I	256,096	233,329
Provisions for Loans and Receivables in Group II	34,676	27,668
Provisions for Non Cash Loans	30,983	30,978
Other	--	--
Total	321,755	291,975

8.2 *Provision for currency exchange gain/loss on foreign currency indexed loans*

	Current Period	Prior Period
Foreign Exchange Provision for Foreign Currency Indexed Loans	10,457	1,708

Foreign exchange differences of foreign currency indexed loans are offset against "Loans and receivables" in assets.

8.3 *Information on provision for employee benefits*

DFS Group calculated the provision for employee benefits recognized in its consolidated financial statements using the actuarial methods referred to in TAS 19 "Employee Benefits".

As of 31 March 2012, TL 36,090 of provision for employment termination benefits (31 December 2011: TL 34,127) and TL 29,941 of unused vacation accruals (31 December 2011: TL 24,918) were reflected to the consolidated financial statements.

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8.4 Information on other provisions

8.4.1 Information on free provisions provided for probable risks

	Current Period	Prior Period
Free Provisions Provided for Probable Risks	133,872	135,028

Free provisions for probable risks were provided for probable risks related to the loan portfolio.

8.4.2 Information on other provisions exceeding 10% of total provisions

TL 44,353 (31 December 2011: TL 39,694) of other provisions consists of provisions for non-cash loans that are not indemnified and converted into cash. TL 5,690 (31 December 2011: TL 5,577) consists of provisions for lawsuits pending against DFS Group and TL 2,593 (31 December 2011: TL 2,778) consists of other provisions.

9. Information on taxation

9.1 Information on current taxes

9.1.1 Information on current tax liability

As of 31 March 2012, the corporate tax provision of DFS Group is TL 277,427 (31 December 2011: TL 187,905), and it has been offset with advance taxes amounting to TL 155,520 (31 December 2011: TL 80,147). The corporate tax calculated for the current period is TL 98,283.

As of 31 March 2012, DFS Group's total liability related to taxes and premiums is TL 203,875 (31 December 2011: TL 180,122).

9.1.2 Information on taxes payable

	Current Period	Prior Period
Corporate taxes payable	121,907	107,758
Taxation on securities	22,807	19,358
Capital gains taxes on property	1,648	1,070
Banking Insurance Transaction Tax (BITT)	26,738	20,463
Taxes on foreign exchange transactions	--	--
Value added taxes payable	288	919
Other	19,759	10,507
Total	193,147	160,075

9.1.3 Information on premiums

	Current Period	Prior Period
Social security premiums- employee share	5,068	9,011
Social security premiums- employer share	4,673	9,195
Bank pension fund premium- employee share	--	--
Bank pension fund premium- employer share	--	--
Pension fund membership fees and provisions- employee share	--	--
Pension fund membership fees and provisions- employer share	--	--
Unemployment insurance- employee share	378	645
Unemployment insurance- employer share	601	1,188
Other	8	8
Total	10,728	20,047

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9.2 *Information on deferred tax liabilities*

Deferred tax liability calculated on the basis of related regulation is TL 1,802 (31 December 2011: TL 639). Information on deferred taxes is disclosed in footnote 12 of “explanations and disclosures related to consolidated assets”.

10. **Information on shareholders’ equity**

10.1 *Paid-in capital*

	Current Period	Prior Period
Common Stock	716,100	716,100
Preferred Stock	--	--

The Parent Bank’s paid-in capital is presented above in nominal values. As of 31 March 2012, the Parent Bank has “other capital reserves” amounting to TL 189,164 (31 December 2011: TL 189,164) arising from the effect of inflation restatement of the paid-in capital.

10.2 *Paid-in capital amount, explanation as to whether the registered share capital system is applied at the bank; if so the amount of registered share capital*

Registered paid-in capital system is not applied.

10.3 *Information on share capital increases and their sources; other information on any increase in capital shares during the current period*

None.

10.4 *Information on share capital increases from revaluation funds*

None.

10.5 *Capital commitments in the last fiscal year and at the end of the following period, the general purpose of these commitments and projected resources required to meet these commitments*

The capital is totally paid in and there are no capital commitments.

10.6 *Prior period indicators of the Parent Bank’s income, profitability and liquidity; and possible effects of the predictions on equity, considering uncertainty indicators*

Balance sheets of the entities under DFS Group are managed prudently, to minimize the negative effects of interest rate, foreign currency and credit risks. This policy contributes to the progress of DFS Group’s profitability with a steady increasing trend.

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10.7 Information on the privileges given to stocks representing the capital

The Parent Bank does not have any preferred stocks.

10.8 Common stock issue premiums, shares and equity instruments

	Current Period	Prior Period
Number of Shares (*)	50,368,526	50,368,526
Preferred Stock	--	--
Common Stock Issue Premium (**)	98,411	98,411
Common Stock Cancellation Profits	--	--
Other Equity Instruments	--	--
Total Common Stock Issued (*)	50,369	50,369

* Related to the Bank's paid-in capital increase on 27 September 2004. At that date, the paid-in capital was increased from TL 202,000 to TL 290,000; and TL 50,369 of this TL 88,000 increase was received in cash through issuance of new shares to the public.

** The share price for the above mentioned public issuance was "twothousandeighthundredandseventyfive" Turkish Liras and a total issuance premium of TL 94,440 was realized. The inflation restatement effect of TL 3,911 was also recognized over the original balance until December 2004. A total issuance premium of TL 60 was realized through the Bank's paid-in capital increase amounting TL 400,000 on 28 August 2008.

10.9 Securities Revaluation Reserve

	Current Period		Prior Period	
	TL	FC	TL	FC
Associates, Subsidiaries and JVs	--	--	--	--
Valuation Difference	19,025	9,936	(15,858)	1,655
Foreign Exchange Difference	--	--	--	--
Total	19,025	9,936	(15,858)	1,655

10.10 Information on hedging funds

10.10.1 Information on cash flow hedge items

The Parent Bank hedges a portion of its floating rate liabilities by interest rate swaps. The effective portion of the fair value losses of those swaps, amounting to TL 28,352 (31 December 2011: TL 29,047), has been disclosed in hedging reserves under equity.

10.10.2 Information on hedging foreign net investment risk

DFS Group hedges its foreign currency exchange rate risk from retranslation of its foreign operations by net investment hedge accounting, through recognizing the effective portion of foreign exchange rate changes of a portion of its foreign currency denominated liabilities under equity. The related loss under hedging reserve amounts to TL 108,167 as of 31 March 2012 (31 December 2011: TL 138,455).

11. Information on minority shares

	Current Period	Prior Period
Balance at the Beginning of the Period	13,517	16,056
Minority interest in net income of consolidated subsidiaries	1,441	(737)
Increase/(decrease) in minority interest due to disposals	--	--
Other	(199)	(1,802)
Balance at the End of the Period	14,759	13,517

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12. Information on revaluation differences of tangible assets

Revaluation difference of tangible assets amounting to TL 306,054 TL include the gains on sale of Deniz Emeklilik and Deniz Türev amounting to TL 305,198 and the gain on sale of real estate for the remaining amount of TL 856, which are placed to the related reserve account under shareholders' equity with the exemption from corporate tax according to 5/1-e clause of Corporate Tax Law, (31 December 2011: Entire amount of TL 856 is the gain on sale of real estate).

III. Explanations and disclosures related to consolidated off-balance sheet items

1. Information related to off-balance sheet commitments

1.1 Type and amount of irrevocable commitments

All of DFS Group's off-balance sheet loan commitments are in the nature of irrevocable commitments. As of 31 March 2012, non-cash loans, commitments for credit card limits and commitments for cheque payments are TL 10,374,653, TL 4,109,656 and TL 1,359,863, respectively (31 December 2011: TL 10,111,340, TL 4,189,318 and TL 990,872, respectively). These items are detailed in the off-balance sheet accounts.

1.2 Type and amount of possible losses from off-balance sheet items referred to below

1.2.1 Guarantees, bills of exchange and acceptances and other letters of credit which can be considered as financial collateral

As of 31 March 2012, DFS Group has letters of guarantee amounting to TL 8,189,909, bills of exchange and acceptances amounting to TL 466,476, and guarantees and sureties on letters of credit amounting to TL 1,468,373. There are also other guarantees and sureties amounting to TL 249,895.

As of 31 December 2011, DFS Group has letters of guarantee amounting to TL 8,043,572, bills of exchange and acceptances amounting to TL 275,436, and guarantees and sureties on letter of credit amounting to TL 1,529,306. There are also other guarantees and sureties amounting to TL 263,026.

1.2.2 Final guarantees, provisional guarantees, sureties and similar transactions

	Current Period	Prior Period
Provisional Letters of Guarantee	554,334	488,475
Final Letters of Guarantee	6,221,034	6,164,219
Letters of Guarantee for Advances	929,441	952,005
Letters of Guarantee given to Customs Offices	358,640	337,593
Other Letters of Guarantee	126,460	101,280
Total	8,189,909	8,043,572

2. Total amount of non-cash loans

	Current Period	Prior Period
Non-Cash Loans Given for Obtaining Cash Loans	617,781	648,854
With Original Maturity of 1 Year or Less	229,122	246,685
With Original Maturity of More Than 1 Year	388,659	402,169
Other Non-Cash Loans	9,756,872	9,462,486
Total	10,374,653	10,111,340

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IV. Explanations and disclosures related to consolidated statement of income

1. Interest income

1.1 Information on interest income received from loans

	Current Period		Prior Period	
	TL	FC	TL	FC
Short Term Loans	342,639	21,274	222,844	14,077
Medium and Long Term Loans	376,852	130,472	259,555	92,141
Loans Under Follow-Up	16,361	--	14,606	--
Premiums Received from Resource Utilization Support Fund	--	--	--	--
Total	735,852	151,746	497,005	106,218

Also includes fees and commissions from cash loans granted.

1.2 Information on interest income received from banks

	Current Period		Prior Period	
	TL	FC	TL	FC
Central Bank of the Republic of Turkey	--	--	--	--
Domestic Banks	2,001	1,117	1,714	1,259
Foreign Banks	78	1,364	360	3,922
Foreign Head Offices and Branches	--	--	--	--
Total	2,079	2,481	2,074	5,181

1.3 Information on interest income received from associates and subsidiaries

	Current Period	Prior Period
Interest Received from Associates and Subsidiaries	616	1,713

2. Interest expense

2.1 Information on interest expense related to funds borrowed

	Current Period		Prior Period	
	TL	FC	TL	FC
Banks	35,755	43,800	20,529	33,519
Central Bank of the Republic of Turkey	11	--	--	--
Domestic Banks	7,371	513	8,866	725
Foreign Banks	28,373	43,287	11,663	32,794
Foreign Head Offices and Branches	--	--	--	--
Other Institutions	--	--	--	--
Total	35,755	43,800	20,529	33,519

Also includes fees and commissions related to funds borrowed.

2.2 Information on interest expense paid to associates and subsidiaries

	Current Period	Prior Period
Interest Paid to Associates and Subsidiaries	453	324

2.3 Information on interest expense paid to securities issued

	Current Period	Prior Period
Interest Paid to Securities Issued	10,194	--

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3. Information on trading income / loss

	Current Period	Prior Period
Income	7,770,299	6,155,426
Capital Market Transactions	43,636	44,026
Derivative Financial Instruments	364,796	393,911
Foreign Exchange Gains	7,361,867	5,717,489
Loss (-)	7,814,950	6,160,926
Capital Market Transactions	25,367	24,547
Derivative Financial Instruments	712,633	454,736
Foreign Exchange Losses	7,076,950	5,681,643
Net Trading Income / Loss	(44,651)	(5,500)

Net income from foreign exchange translation differences related to derivative financial instruments is TL 47,122 (net loss for the period 1 January - 31 March 2011: TL 12,062).

4. Information on other operating income

	Current Period	Prior Period
Reversal of prior periods' provisions	52,270	82,244
Filing fees	4,186	22,578
Communication income	2,698	2,204
Cheque book fees	1,085	1,018
Other	22,607	18,974
Total	82,846	127,018

5. Impairment on loans and other receivables

	Current Period	Prior Period
Specific Provisions on Loans and Other Receivables:	79,882	80,590
<i>Loans and Receivables in Group III</i>	--	--
<i>Loans and Receivables in Group IV</i>	--	--
<i>Loans and Receivables in Group V</i>	79,882	80,590
Non-performing Commissions and Other Receivables	--	--
General Loan Loss Provisions	29,780	18,385
Free Provision for Probable Risks	50	1,061
Impairment Losses on Securities:	13,102	26,958
<i>Financial Assets at Fair Value Through Profit or Loss</i>	102	2,685
<i>Investment Securities Available-for-Sale</i>	13,000	24,273
Impairment Losses on Associates, Subsidiaries, Joint Ventures and Investment Securities Held to Maturity:	--	--
<i>Associates</i>	--	--
<i>Subsidiaries</i>	--	--
<i>Joint Ventures</i>	--	--
<i>Investment Securities Held-to-Maturity</i>	--	--
Other	9,688	6,190
Total	132,502	133,184

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6. Information related to other operational expenses

	Current Period	Prior Period
Personnel Expenses	173,530	146,068
Reserve for Employee Termination Benefits	1,986	1,507
Reserve for Bank's Social Aid Fund Deficit	--	--
Impairment Losses on Tangible Assets	--	--
Depreciation Charges of Tangible Assets	21,700	16,648
Impairment Losses on Intangible Assets	--	--
Amortization Charges of Intangible Assets	7,567	4,961
Impairment Losses on Investment Accounted for under Equity Method	--	--
Impairment of Assets to be Disposed	--	--
Depreciation of Assets to be Disposed	356	272
Impairment of Assets Held for Sale	--	--
Other Operating Expenses	107,278	86,004
<i>Operational Leases Expenses</i>	28,887	21,420
<i>Repair and Maintenance Expenses</i>	2,811	2,184
<i>Advertisement Expenses</i>	10,776	9,974
<i>Other Expenses (*)</i>	64,804	52,426
Losses on Sale of Assets	215	513
Other	36,245	27,693
Total	348,877	283,666

(*) Other expenses in other operational expenses comprise; communication expenses, IT repair and maintenance and software fees, stationery, entertainment and representation, heating and lighting, credit card service fee and others amounting to TL 15,269, TL 10,196, TL 3,844, TL 1,440, TL 4,411, TL 7,571, and TL 22,073, respectively (1 January - 31 March 2011: TL 11,785, TL 6,481, TL 3,452, TL 1,015, TL 3,256, TL 6,430 and TL 20,007, respectively).

7. Information on profit / loss before tax from continuing operations and discontinued operations

As of 31 March 2012, DFS Group does not have net profit from discontinued operations (31 March 2011: TL 6,752). As of 31 March 2012, DFS Group has a profit before tax from continuing operations amounting to TL 243,160 (31 March 2011: TL 246,269).

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8. Information on tax provision for continued and discontinued operations

8.1 Current period taxation benefit or charge and deferred tax benefit or charge

As 1 January-31 March 2012 the current period taxation charge on continuing operations is TL 98,235 (1 January - 31 March 2011: TL 40,920) while deferred tax benefit is TL 34,794 (1 January - 31 March 2011: TL 9,466 deferred tax charge). As 1 January-31 March 2012 there are not tax reserve from discontinued operations (1 January - 31 March 2011: TL 1,590 the current period taxation charge on discontinued operations, TL 109 deferred tax charge).

8.2 Deferred tax benefit / (charge) arising from origination or reversal of temporary differences

Deferred tax benefit/charge arising from temporary differences	Current Period	Prior Period
Arising from Origination of Deductible Temporary Differences (+)	26,102	15,126
Arising from Reversal of Deductible Temporary Differences (-)	(22,613)	(29,517)
Arising from Origination of Taxable Temporary Differences (-)	(15,492)	(7,815)
Arising from Reversal of Taxable Temporary Differences (+)	46,797	12,631
Total	34,794	(9,575)

8.3 Deferred tax benefit / (charge) arising from temporary differences, tax losses or unused tax credits

Sources of deferred tax benefit/charge	Current Period	Prior Period
Arising from Origination (+)/ Reversal (-) of Deductible Temporary Differences	3,489	(14,391)
Arising from Origination (-)/ Reversal (+) of Taxable Temporary Differences	31,305	4,816
Arising from Origination (+)/ Reversal (-) of Tax Losses	--	--
Arising from Origination (+)/ Reversal (-) of Unused Tax Credits	--	--
Total	34,794	(9,575)

9. Information on net profit and loss

9.1 The nature and amount of certain income and expense items from ordinary operations is disclosed if the disclosure for nature, amount and repetition rate of such items is required for the complete understanding of the Bank's performance for the period

Income generated from DFS Group's ordinary banking transactions during the current and prior period are mainly consisted of interest income from loans and marketable securities and income from other banking services. Main expense items are the interest expenses related to deposits and borrowings which are the main funding sources of marketable securities and loans.

9.2 Changes in estimations made by DFS Group with respect to the financial statement items do not have a material effect on profit/loss.

9.3 Profit or loss attributable to minority interests

	Current Period	Prior Period
Profit/(loss) attributable to minority interests	1,441	136

9.4 No changes have been made in the accounting estimates which may have a material effect in the current period and materially affect subsequent periods.

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10. If “other” lines of the income statement exceeds 10% of the period profit/loss, information on components making up at least 20% of “other” items

Other Fees and Commissions Received	Current Period	Prior Period
Credit card clearing and other commissions	46,547	25,467
Contracted merchant / POS commissions	40,305	22,415
Intermediary services	14,390	24,884
Insurance services	9,015	7,063
Account management fees	9,714	7,287
Remittance commissions	5,489	4,598
Expertise fees	613	3,796
Other	26,643	24,118
Total	152,716	119,628

Other Fees and Commissions Paid	Current Period	Prior Period
Credit card / POS commissions	40,032	23,669
EFT fees and commissions	1,384	818
Other	14,124	9,067
Total	55,540	33,554

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V. Explanations and disclosures related to DFS Group's risk group

1. Information on the volume of transactions with the DFS Group's risk group, lending and deposits outstanding at period end and income and expenses in the current period

As of 31 March 2012, DFS Group's own risk group balances are:

Cash loans, finance lease receivables, placements, other asset, deposits, funds borrowed, subordinated loans and non-cash loans amounting to TL 4,797, TL 202,247, TL 2,347, TL 33, TL 42,460, TL 12,326, TL 890,211 and TL 118, respectively.

As a result of the transactions with the risk group, the DFS Group has recorded net interest and commission income, and derivative transaction loss amounting to TL 105 and TL 429 respectively.

1.1 Information on loans and other receivables to DFS Group's risk group

Current Period

DFS Group's Risk Group (*)	Associates, Subsidiaries and Joint-Ventures		Bank's Direct and Indirect Shareholder		Other Real Persons and Legal Entities in Risk Group	
	Cash	Non-Cash	Cash	Non-Cash	Cash	Non-Cash
Loans and Other Receivables						
Balance at the Beginning of the Period	201,779	107	2,401	--	60	4
Balance at the End of the Period	206,984	114	2,347	--	93	4
Interest and Commission Income Received	616	--	66	14	--	--

Prior Period

DFS Group's Risk Group (*)	Associates, Subsidiaries and Joint-Ventures		Bank's Direct and Indirect Shareholder		Other Real Persons and Legal Entities in Risk Group	
	Cash	Non-Cash	Cash	Non-Cash	Cash	Non-Cash
Loans and Other Receivables						
Balance at the Beginning of the Period	163,341	9	82,293	700	54,062	304
Balance at the End of the Period	201,779	107	2,401	--	60	4
Interest and Commission Income Received	2,006	--	414	10	772	1

(*) As described in the Article 49 of Banking Law no.5411.

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1.2 Information on deposits held by and funds borrowed from DFS Group's risk group

DFS Group's Risk Group (*)	Associates, Subsidiaries and Joint-Ventures		Bank's Direct and Indirect Shareholders		Other Real Persons and Legal Entities in Risk Group	
	Current Period	Prior Period	Current Period	Prior Period	Current Period	Prior Period
Balance at the Beginning of the Period	17,982	14,553	405,738	4,304,425	4,129	10,316
Balance at the End of the Period	25,066	17,982	910,201	405,738	9,730	4,129
Interest and Commission Expenses	453	324	48	19,808	90	204

(*) As described in the Article 49 of Banking Law no.5411.

1.3 Information on forward and option agreements and similar agreements made with DFS Group's risk group

DFS Group's Risk Group (*)	Associates, Subsidiaries and Joint-Ventures		Bank's Direct and Indirect Shareholders		Other Real Persons and Legal Entities in Risk Group	
	Current Period	Prior Period	Current Period	Prior Period	Current Period	Prior Period
Transactions for Trading Purposes:						
Balance at the Beginning of the Period	--	--	3,420	4,646,499	3,778	62,875
Balance at the End of the Period	--	--	22,198	3,420	3,546	3,778
Total Income/Loss	--	--	--	14,251	(429)	29
Transactions for Hedging Purposes:						
Balance at the Beginning of the Period	--	--	--	276,768	--	--
Balance at the End of the Period	--	--	--	--	--	--
Total Income/Loss	--	--	--	(1,466)	--	--

(*) As described in the Article 49 of Banking Law no.5411.

2. Information on transactions with DFS Group's risk group

2.1 Relations with entities in the risk group of / or controlled by the Bank regardless of the nature of relationship among the parties

DFS Group performs banking transactions with the risk group on an arms-length basis within the market conditions and in compliance with the Banking Law.

2.2 In addition to the structure of the relationship, type of transaction, amount, and share in total transaction volume, amount of significant items, and share in all items, pricing policy and other

The pricing policy and other terms of transactions with the risk group entities are set in compliance with the market prices. As of 31 March 2012, cash loans and other receivables of the risk group represent 0.6% of DFS Group's total cash loans and bank deposits granted, the deposits and borrowings represent 2.4% of DFS Group's total deposits and borrowings. Non-cash loans granted to risk group companies represent 0.001% of the total balance.

2.3 *Explanations on purchase and sale of real estate and other assets, sales and purchases of services, agency contracts, finance lease agreements, transfer of data obtained from research and development, licensing agreements, financing (including loans and cash and in-kind capital support), guarantees and promissory notes, and management contracts*

The risk group, which DFS Group belongs to, has finance lease contracts with Deniz Leasing. The Parent Bank gives brokerage services through its branches for Deniz Yatırım. As part of the consolidation adjustments, these balances and transactions have been eliminated from the accompanying financial statements.

SECTION SIX

OTHER DISCLOSURES AND FOOTNOTES

I. Other explanations related to DFS Group's operations

1. Explanations related to DFS Group's operations

The main shareholder of the Bank, Dexia Group, has been applying a comprehensive restructuring plan, approved also by the European Commission, since 2008. Nevertheless, Dexia Board of Directors has authorized Dexia Management to set measures with the purpose of sustainable resolution of the structural problems of Dexia Group, due to the effects of public debts crisis affecting the financial markets. The Board of Directors executed a first set of measures in line with the decisions taken by the French, Belgian and Luxembourg states, aimed at stabilizing the Group's liquidity situation. In this respect, on 20 October 2011 Dexia SA's entire shareholding in Dexia Bank Belgium was acquired by the Belgian State for EUR 4 billion, to authorize the Group CEO to enter into exclusive negotiations with French Banks to maintain support for French operations and to initiate negotiations for the disposal of Dexia BIL (Banque Internationale à Luxembourg), RBC Dexia Investor Services, Dexia Asset Management and Dexia Municipal Agency. As a result, on 20 December 2011, a binding memorandum has been signed concerning the sale of 90% of Dexia BIL's shares, 99.906% of which is owned by Dexia Group, to a Qatari Investment Group and the remaining 10% to the Grand Duchy of Luxembourg at an amount of EUR 730 million and a sale and purchase agreement was signed on 4 April 2012. In addition, on 3 April 2012, Dexia Group signed a sale and purchase agreement with Royal Bank of Canada to sell its 50% holding in RBC Dexia Investor Services. At the same time, Dexia Group launched the process to sell Dexia Asset Management. With regard to maintain support for French operations by French banks, following the signing by the French State, the Caisse des dépôts and La Banque Postale of an agreement in principle with Dexia on 16 March 2012, discussions are ongoing between the parties with regard to a takeover under the best possible conditions of the Dexia Group's financial activities in France.

In addition, for the debts of the Group, the temporary guarantee (until 31 May 2012) granted by the Belgian, French and Luxembourg States with respective rates of 60.5%, 36.5% and 3% for a period up to 3 years was approved on 21 December 2011 by the European Commission to be up to maximum Euro 45 billion and is used by Dexia. A new plan, containing also a definitive funding guarantee of these states in an amount of Euro 90 billion, was sent for the approval of the European Commission on 21 March 2012.

Dexia Participation Belgique SA initiated studies for the evaluation of strategic options for its stake in DenizBank and authorized Bank of America Merrill Lynch and White & Case for this process. According to the resolution of the Dexia Board of Directors, dated 19 October 2011, Dexia Group CEO was authorized to start the sale process of all shares of Dexia Group in DenizBank. The sale process is still continuing as of the date of this report.

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2. Summary information about ratings of the Banks which has been performed by the international risk rating institution

Moody's*

Long Term Foreign Currency Deposits	Ba3/Positive
Short Term Foreign Currency Deposits	NP
Long Term Local Currency Deposits	Baa2/Under Review for possible downgrade
Short Term Local Currency Deposits	Prime-2/Under Review for possible downgrade
Financial Strength Rating	C-/Under Review for possible downgrade

Fitch Rating's**

Long Term Foreign Currency	BBB-/Stable
Short Term Foreign Currency	F3
Long Term Local Currency	BBB (Rating Watch Negative)
Short Term Local Currency	F3
Financial Capacity	bbb-
Support	2 (Rating Watch Negative)
National	AAA (tur)/Stable

*As of 23 April 2012

**As of 20 April 2012

3. Subsequent events

Regarding to decision of the Board of Directors dated 4 April 2012, the Parent Bank issued bank bills and bonds with 175 days maturity and 10.32% simple interest rate amounting to TL 347,146; with 385 days maturity and 10.67% simple interest rate amounting to TL 65,550; and with 1,120 days maturity, coupon payment in every 35 days and 1.01% periodic interest rate amounting to TL 87,304 on 24 April 2012.

Bonds amounting to TL 150,000, issued on 6 May 2011 with 351 days maturity bearing 9.15% basic interest rate, and bonds amounting to TL 270,458, issued on 2 November 2011 with 175 days maturity bearing 10.81% basic interest rate were redeemed on 25 April 2012.

The corporate name of “CJSC Dexia Bank Moscow”, the subsidiary of Denizbank, has changed to “CJSC Denizbank Moscow” on 10 April 2012 after the completion of the necessary approvals.

4. Information about effects of significant changes in foreign exchange rates after balance sheet date that would affect the analysis and decision making process of users and foreign operations of the Parent Bank

There are no significant fluctuations in the currency exchange rates after the balance sheet date that would affect the analysis and decision making process of the financial statement users.

SECTION SEVEN

INDEPENDENT AUDITORS' REVIEW REPORT

I. Information on the independent auditors' review report

DFS Group's consolidated financial statements and footnotes have been reviewed by DRT Bağımsız Denetim ve Serbest Muhasebeci Mali Müşavirlik A.Ş. (Member of Deloitte Touche Tohmatsu Limited) and the independent auditors' review report dated 8 May 2012 is presented in front of the financial statements.

II. Disclosures and footnotes prepared by independent auditor

There are no significant issues and required disclosures and footnotes related to DFS Group's operations, deemed as necessary, which have not been explained in the sections above.