



CORPORATE DISCLOSURE

From: Finansbank A.Ş.
Address: Büyükdere Cd. No.129 Mecidiyeköy/İstanbul
Investor Relations' Phone: +90 212 318 5207
www.finansbank.com.tr
Date: 20.03.2014
Subject: Dividend Distribution Policy

As per the meeting held on 20.03.2014, Finansbank's Board of Directors resolved to present the below mentioned dividend distribution policy to the General Assembly during the Ordinary General Assembly meeting planned to be held on 27.03.2014.

Dividend Distribution Policy

Finansbank's principles of dividend distribution are set by article 26 of the Articles of Incorporation. According to this article;

The Bank's annual profit is allotted and distributed as described below within the scope of relevant legislative obligations;

- a) 5% of the annual profit is set aside as general legal reserve funds,
- b) A sum equal to 5% of the Bank's paid-in capital is set aside for the shareholders as First Dividend, regardless of the payment dates of the capital,
- c) 10% of the amount remaining after setting aside the amounts in paragraphs "a" and "b" is set aside to be paid to the holders of founders' (jouissance) certificates,
- d) Maximum of 5% of the amount remaining after the amounts set aside as per the foregoing provisions, may be allocated by the General Assembly to the Board Members and Executive Directors, including the ordinary member General Manager,
- e) Out of the annual profit remaining after the amounts set aside and allocated as described in the foregoing paragraphs, an amount designated by the General Assembly, may be set aside for the shareholders as Second Dividend, regardless of the payment dates of the capital,

f) One tenth of the Dividends decided to be distributed as per paragraphs “c”, “d” and “e” of this article shall be added to general legal reserve funds pursuant to the Turkish Commercial Code.

g) General Assembly is entitled to transfer to the subsequent year or set aside as extraordinary reserve funds, all or a part of the net profit remaining after setting aside and distributing the reserve funds in paragraph “a” and dividends in paragraphs “b” and “c” of this article. If it deems necessary, Board of Directors may make suggestions to the General Assembly to such extent.

h) The manner of distributing the dividend allocated to the Board Members and Executive Directors, including the ordinary member General Manager, as per paragraph “d” of this article, to the relevant parties shall be determined by the Board of Directors.

i) Dividends shall only be paid out of annual profit. No dividend can be distributed unless the reserve funds mentioned in paragraph “a” of this article are set aside.

j) Unless and until reserve funds which should be set aside as per law and dividends specified for the shareholders under the Articles of Association are not set aside, no resolution in regard to setting aside other reserve funds, transferring profit to subsequent year and distributing dividends to usufruct share holders, members of Board of Directors and employees of the Bank shall be adopted. No dividends shall be distributed to such persons unless and until specified dividend is fully paid.

k) General Assembly shall determine the payment date of the dividends, to be distributed as per the provisions of this article.

l) Provisions of paragraphs “e” and “f” hereof shall also apply to dividends that have been resolved by a General Assembly Resolution to be distributed to the shareholders out of extraordinary reserve funds.

m) The profit distributed in accordance with the provisions of these Articles of Association cannot be taken back. Relevant provisions of the Turkish Commercial Code are preserved.

We, hereby, declare that our above statements are in conformity with the principles included in the Capital Markets Board’s Communiqué, Serial VIII Nr. 54., that it exactly reflects the information we received; that the information complies with our records, books and documents; that we did our best to obtain the correct and complete information relative to this subject and that we are responsible for the declarations made in this regard.