



CORPORATE DISCLOSURE

From: Finansbank A.Ş.
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Date: 06.03.2012
Subject: 2012 Ordinary General Assembly Announcement

The meeting of the Board of Directors was held under the presidency of Mr.Aras, the Chairman of the Board.

At the end of the deliberations, the following resolution was taken unanimously by the attendees upon the proposal of the Chairman.

- 1- To call the General Assembly of Shareholders to ordinary general assembly meeting located at Mecidiyeköy, Büyükdere Cad. No: 129, Istanbul (Head Office of the Bank) on 28/03/2013, Thursday at 14:00,
- 2- To authorize the Presidency to determine the daily newspapers where the invitation declarations will be announced besides the Trade Registry Gazette of Turkey pursuant to Article 12 of the Articles of Association.

AGENDA OF THE ORDINARY GENERAL ASSEMBLY

- 1- Opening & Constitution of the Presidential Board,
- 2- Authorization of the Presidential Board to sign the meeting minutes of the General Assembly of Shareholders,
- 3- Presentation of 2012 Annual Report of the Board of Directors to approval of the General Assembly upon reading and deliberations,
- 4- Presentation of 2012 Annual Report of the Auditors to approval of the General Assembly upon reading and deliberations,
- 5- Presentation of 2012 financials (balance sheet-profit & loss accounts) to approval of the General Assembly upon reading and deliberations,

- 6- Resolution regarding release of the Members of the Board of Directors and Auditors separately for their activities in 2012
- 7- Resolutions concerning the accrued profit of 2012 in accordance with the balance sheet and the extraordinary contingency reserves of the past year,
- 8- Determination of the remuneration of the Members of the Board of Directors,
- 9- Approval of the appointment of the Board Members elected as per Article 25 of the Law on Enforcement of the Turkish Commercial Code numbered 6103 and temporary Board Members elected; determination of number of the Board Members and duration of their term of office thereof, appointment of the new Members of the Board,
- 10- Determination of the Auditor as per the Banking Law and Turkish Commercial Code,
- 11- Approval of Internal Directive on Working Principles of the General Assembly,
- 12- Approval of the amendments of the Articles of Association of the Bank upon approval of Capital Markets Board, Banking Regulation and Supervision Agency and Ministry of Customs and Trade of the Republic of Turkey,
- 13- Information regarding donations made in 2012 and resolution on determination of upper limit of donations to be made in 2013 as the Capital Markets Law and related legislation,
- 14- Information regarding “Bank’s Disclosure Policy”
- 15- Information regarding profit share distribution policies,
- 16- Resolution on granting permissions to the Board members within the scope of Articles 395. and 396. of the Turkish Commercial Code,
- 17- Information on transactions performed in 2012 within the scope of Article 1.3.7 of the Communiqué on Corporate Governance Principles of the Capital Markets Board Serial IV. No.56,
- 18- Information regarding Remuneration Policy of the Board Members and Senior Management,
- 19- Wishes and hopes.

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.