

**FROM THE CHAIRMAN OF THE BOARD DIRECTORS OF FINANSBANK A.S.**

It has been decided by our Board of Directors that our General Assembly of Shareholders be extraordinarily convened for the meeting located at İstanbul, Ümraniye, Saray Mahallesi, Ahmet Tevfik İleri Cad. No.7 (Umraniye Operation Center) on 28/05/2015, Thursday at 14:00 to discuss and resolve the attached agenda items.

To be able to attend the General Assembly Meeting, we kindly inform and request our esteemed shareholders to:

- 1- Receive the entrance cards issued for their names, according to the amounts written upon the stock register of the registered shares they own, from our Bank's Head Office.
- 2- For our real person shareholders, seeking to have themselves represented through a proxy at the meeting, and legal person shareholders; obtain the power of attorney an example of which is provided below, and which shall be arranged in accordance with the Communiqué No.8 Series IV of Capital Markets Board, to notify such power of attorneys to our Bank's Head Office at least one week prior to the General Assembly Meeting day.
- 3- For our legal person shareholders; to write the date and number of the resolution they shall adopt as to which of their authorized bodies shall be representing them on the representation documents.
- 4- That our shareholders may attend the General Assembly Meeting via Electronic General Assembly System provided by the Cental Registry Agency in accordance with Article 1527 of the Turkish Commercial Code, upon executing related notifications.
- 5- That the Balance Sheet, Profit and Loss Account Statement, Board of Directors Annual Report and Auditors Report of Our Bank are at the disposal of our Shareholders to be viewed at the Head Office and branches of our Bank.

Regards,

**FİNANSBANK A.S.**

## AGENDA OF THE EXTRAORDINARY GENERAL ASSEMBLY

1. Opening & Constitution of the Presidential Board and authorization of the Presidential Board to sign the meeting minutes of the General Assembly of Shareholders,
2. Resolution concerning the accrued profit of 2014 in accordance with the balance sheet and the extraordinary contingency reserves of the past year
3. Amendment of Article 5 of the Articles of Association of the Bank upon approval of the Capital Markets Board, Banking Regulation and Supervision Agency and Ministry of Customs and Trade of the Republic of Turkey,
4. Wishes and hopes.