

Extraordinary Shareholders' Meeting Agenda

During the meeting of the Board of Directors of Yapı ve Kredi Bankası A.Ş. held on 27 June 2007, it was resolved that in order for The Bank to acquire the shares owned by Koç Finansal Hizmetler A.Ş. (Koç Financial Services) in Yapı Kredi Faktoring A.Ş., Yapı Kredi Finansal Kiralama A.O. (leasing) and Yapı Kredi Bank Azerbaijan Joint Stock Company by share exchange procedure; the Extraordinary Shareholders' Meeting of Yapı Kredi would be held on Wednesday, 18 July 2007 at Yapı Kredi Plaza, D Blok located in Levent-İstanbul at 11:00 hrs. The agenda of the meeting is as follows:

YAPI ve KREDİ BANKASI A.Ş. EXTRAORDINARY SHAREHOLDERS' MEETING AGENDA:

1. Opening and election of the Council for the Meeting and authorization of the Council for the Meeting to sign the minutes of the General Assembly;
2. Confirmation of Board members elected to fill in the vacancies;
3. Review, discussion and approval of the financials dated 31 March 2007 as independently audited to be used as the base for the exchange ratio calculation;
4. Review and approval of the draft of the Share Exchange Agreement and authorization of the Board of Directors to finalize and execute the Share Exchange Agreement;
5. Suggestions and wishes.

İstanbul, 3 July 2007.