

Ordinary Shareholders' Meeting Agenda

During the meeting of the Board of Directors of Yapı ve Kredi Bankası A.Ş. held on 2 March 2010, it was resolved that the Ordinary General Meeting of Shareholders of Yapı Kredi would be held on Thursday 25th of March 2010 at Yapı Kredi Plaza, D Blok located in Levent-İstanbul at 15:00. The agenda of the meeting is as follows:

1. Opening and the constitution of the Council for the Meeting,
2. The presentation and consideration of the Annual Report of the Board of Directors, Report of the Statutory Auditors and Summary of Report of External Auditors related to the activities of the year 2009, rejection or approval with amendments of the proposal of the Board of Directors regarding the Balance Sheet and Income Statement for the year 2009,
3. Approval of Board members elected by the Board of Directors according to Article 315 of the Turkish Commercial Code to fill in the vacancy occurred in 2009,
4. Clearing of members of the Board of Directors and the Statutory Auditors of liability related to activities of the Company during the year 2009,
5. Approval of transactions regarding liquidation of some part of the receivables that are being followed up on nonperforming loans accounts by sale and to clear Board members regarding these transactions,
6. Approval of sale of immovable located at Muğla province, Marmaris district, İçmeler village 1858 and 1912 plot which were acquired on account of our bank's receivable and to clear Board members regarding these transactions,
7. Electing Members of the Board of Directors and determining the term of office of Board members,
8. Electing Statutory Auditors and determining the term of office of the Statutory Auditors,
9. Determining the attendance fees for Members of the Board of Directors and the fees of the Auditors,
10. Rejection or approval with amendments of the proposal of the Board of Directors regarding the Profit Distribution for the year 2009,
11. Submitting the Profit Distribution Policy of the Bank for 2010 and forthcoming years to the shareholders' knowledge according to the Corporate Governance Principles,
12. Submitting the Disclosure Policy of the Bank to the shareholders' knowledge according to the Regulation issued by the Capital Markets Board,

13. Submitting the donations made by the Bank in 2009 to the foundations and associations with the aim of social relief to the shareholders' knowledge,

14. Approval of the Independent Audit Institution selected by the Board of Directors for auditing the 2010 financial statements in line with the requirement of the Regulation issued by the Banking Regulation and Supervision Agency,

15. Granting permission to the Members of the Board of Directors in accordance with Articles 334 and 335 of the Turkish Commercial Code to carry out with the Company, in his name or in the name of a third party, transactions that are among the objects of the company or to become shareholders in companies that deal in the same type of transactions and to perform other transactions,

16. Authorizing Council for the Meeting to sign the minutes,

17. Wishes.