

Name of the Company : Türk Ekonomi Bankasi A.S. (TEB)  
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Istanbul, November 26, 2004

As per the Board of Directors Meeting held at November 26, 2004, the following resolutions were reached:

Chairman of the Board, Mr. Yavuz Canevi, asked the date and agenda of the extraordinary general meeting to be determined, where the acquisition by BNP Paribas SA of the 50% of shares of the main shareholder TEB Mali Yatırımlar A.S. shall be discussed

After negotiations, it was decided:

- to hold the Extraordinary General Meeting, where agenda listed below shall be discussed, at December 17, 2004 Friday at 10:00 at Lutfi Kirdar International Congress and Exhibition Center, Topkapi B Hall Harbiye/Istanbul,
- to announce the meeting in Turkish Commerce Registry Gazette and in a daily newspaper published in Istanbul,
- to send invitation about the Extraordinary General Meeting to the shareholders registered at the Stock Register, as per the Turkish Commercial Code and Articles of Association of the Bank,
- to inform Banking Regulation and Supervision Agency, Istanbul Management Office of Ministry of Industry and Trade, Istanbul Stock Exchange and Capital Markets Board about the place, date and agenda of the Annual General Meeting,
- to authorize the management of the Bank for all applications and procedures regarding the above.

#### **AGENDA of the EXTRAORDINARY GENERAL MEETING**

1. Opening ceremony and the formation of Chairmanship Committee comprising of a president, two vote-collectors and two secretaries.
2. To give authority to Chairmanship Committee to sign the minutes of the meeting.
3. To approve the acquisition by BNP Paribas SA of the 50% of shares of the main shareholder TEB Mali Yatirimlar A.S.

We hereby declare that the foregoing explanation is in accordance with the principles set forth in the Regulation Series VIII, No. 39 of the CMB; that it reflects all information we have received in connection with this matter, that the information is in accordance with our books and records, that we have spent all required efforts to obtain accurate and complete information regarding this matter and that we are responsible for this explanation.

