

From: Istanbul Trade Registry
Registration No: 353195

Company Name
ASYA KATILIM BANKASI ANONİM ŞİRKETİ

Company Seat: Istanbul, Ümraniye, Küçüksu Cad. Akçakoca Sk. No. 6

This is to announce that regarding the Company with name, address and registration number above, the Amendment to the Articles of Association, which has been approved by the Ministry of Industry and Trade on 07.05.2008, the resolution of the Ordinary General Meeting of Shareholders dated 17.05.2008 and the resolution of the General Meeting of Preferred Group A Shareholders dated 17.05.2008 are registered on 30.06.2008 in accordance with the provisions of the Turkish Commercial Code with no. 6762 and the documents filed in our office.

Minutes of 2007 Ordinary General Meeting of Shareholders of
ASYA KATILIM BANKASI ANONİM ŞİRKETİ
held on 17 May 2008

2007 Ordinary General Meeting of Shareholders of Asya Katılım Bankası Anonim Şirketi was held in the principal office at Ümraniye, Küçüksu Cad. Akçakoca Sk. No. 6 Ümraniye/Istanbul at 11.00 a.m. on 17.05.2008, in presence of Ms. Ömer KURLAR, Ministry Observer, who was appointed with the letter of the Industrial and Trade Directorate of Istanbul with no. 28839 of 16.05.2008.

The call to the meeting was announced in the Turkish Trade Registry Gazette with no. 7051 of 29.04.2008 and also in the newspapers Zaman and Referans dated 29.04.2008 as containing the agenda as required by the law and articles of association. Further, the registered shareholders were called to the meeting by sending them a registered letter from Anatolian Side Post Process Centre P.T.T. on 28.04.2008, stating the date and agenda of the meeting.

After checking the presence list, it was found that out of the total capital of the company in value of YTL 300,000,000.00 corresponding with 300.000.000 shares, 117.905.279 shares corresponding with the capital of YTL 117.905.279 were represented at the meeting in person and 25.664.090 shares corresponding with YTL 25.664.090, totally 143.569.369 shares were represented by proxy, which meant that the quorum to hold the meeting required by the law and articles of association was obtained. Then, the meeting was opened by the Chairman of the Board Mr. Tahsin TEKOĞLU, and the discussion of agenda was started.

- 1- Following the opening and roll-call, Mr. Abdurrahman Selçuk BERKSAN was nominated and elected unanimously as the Chairman of the Meeting, Mr. Hasan Sayın and Mr. M. Emin Kara as the Secretaries and Mr. İrfan Hacıosmanoğlu and Mr. Sami Karahan as Vote-Counters.
- 2- It was resolved unanimously to vest the Presiding Board with authority to sign the minutes of the General Meeting of Shareholders.
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- 8- Regarding the Articles of Association of the Company,
 - a) Amendment to the Article 6 "Principal Office and Branches" was discussed and resolved unanimously in the same text as the Amendment Draft approved by the Domestic Trade General Directorate of the Ministry of Industry and Trade with no. 2441 of 07.05.2008.
 - b) Amendment to the Article 8 "Capital" was discussed and resolved unanimously in the same text as the Amendment Draft intending to increase the current capital of the Company, i.e. YTL 300.000.000 to YTL 900.000.000 by an increase of YTL 600.000.000, which was approved by the Domestic Trade General Directorate of the Ministry of Industry and Trade with no. 2441 of 07.05.2008.



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- c) As no permit was obtained from the Banking Regulatory and Auditing Board, Capital Market Board and Ministry of Industry and Trade for amendment to the Article 32 "Formation of the Board of Directors" and the Article 49 "Auditing Board", any amendment to such articles have not been discussed.

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12- The meeting was closed by the wishes of Mr. Tahsin Tekoğlu, Chairman of the Board, for an active year.

Ministry Observer
Ömer Kurtlar signature

Chairman of the General Meeting
A. Selçuk Berksan signature

Vote-Counter
Sami Karahan signature

Vote-Counter
İrfan Haciosmanoğlu signature

Secretary
Hasan Sayın signature

Secretary
M. Emin Kara signature

AMENDMENT DRAFT TO THE ARTICLES OF ASSOCIATION OF ASYA KATILIM BANKASI ANONİM ŞİRKETİ

FORMER TEXT

PRINCIPAL OFFICE AND BRANCHES

ARTICLE 6:

The principal office of the Company is in Istanbul. Its address is Altunizade, Kuşbakişı Cad. No. 2 ÜSKÜDAR/İSTANBUL. In case of change of address, the new address shall be registered with the relevant Trade Registry, announced on the Turkish Trade Register Gazette, and the Ministry of Industry and Trade, Banking Regulatory and Auditing Authority and the Capital Market Board shall be informed in this respect. Any notices served to the registered and announced address of the Company shall be deemed as delivered to the Company. If the Company fails to register its new address within due dates following such change of address, this will constitute a reason for the dissolution of the Company.

The Company may establish branch offices, agencies, representation, liaison offices and correspondent offices in Turkey or abroad with the resolution of the Board of Directors.

Any establishment of this kind of branches or offices, allocation of capital to them, their activation, merger or separation, suspension of their activities and/or dissolution shall be subject to the provisions of the Banking Law, related circulars, Turkish Commercial Code and Capital Market Law.

Establishment and closure of branches shall be notified to the Capital Market Board and Banking Regulatory and Auditing Authority.



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