

From: Istanbul Trade Registry
Registration No: 353195 - 300777

Company Name
ASYA FİNANS KURUMU ANONİM ŞİRKETİ

Company Seat: Istanbul, Üsküdar Altunizade Kuşkapı Cad. N. 2

This is to announce that regarding the Company with name, address and registration number above, the Amendment Draft, which has been approved by the Ministry of Industry and Trade on 30.05.2001 and the Article 9 of the resolution of the ordinary general meeting of shareholders dated 23.06.2001 are registered on 02.11.2001 in accordance with the provisions of the Turkish Commercial Code with no. 6762 and the documents filed in our office.

**Minutes of the Ordinary General Meeting of Shareholders of
ASYA FİNANS KURUMU ANONİM ŞİRKETİ
held on 23.06.2001**

The 2000 Ordinary General Meeting of Shareholders of Asya Finans Kurumu Anonim Şirketi was held in the principal office at Altunizade Kuşbakışı Cad. No. 2 Üsküdar, İSTANBUL at 11.00 on 23.06.2001, in presence of Mr. Ömer KURLAR, Ministry Observer, who was appointed with the letter of the Industrial and Trade Directorate of Istanbul with no. 47073 of 21.06.2001.

The call to the meeting was announced in due time in the Turkish Trade Registry Gazette with no. 5311 of 06.06.2001 and also in the newspapers Zaman dated 04.06.2001 and Yeni Şafak dated 04.06.2001 and in addition, by sending the invitation to the registered shareholders by registered mail on 05.12.2001 from the Acıbadem Post Office on 04-05.06.2001. The all invitations included 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 TL 10,000,000,000,000 corresponding with 10,000,000 shares, 4,717,851 shares corresponding with the capital of TL 4,747,851,000,000 were represented at the meeting in person and 1,655,640 shares corresponding with TL 1,655,640,000,000 were represented by proxy, totally 6,403,491 shares. This showed that the quorum to hold the meeting required by the law and articles of association was obtained. Then, the meeting was opened by Mr. MUAMMER İHSAN KALKAVAN, Chairman of the Board, and the discussion of agenda was started.

9. For ensuring the compliance to the Banking Law, the Amendment to the Articles of Association amending the Article 8 governing capital of the Articles of Association was read out, discussed and adopted unanimously in the same form as approved by the Domestic Trade General Directorate of the Ministry of Industry and Trade with no. 4079 of 30.05.2001. Accordingly, it is unanimously resolved to increase the capital of the Company, which is currently TL 10,000,000,000,000 (ten trillion), to TL 20,000,000,000,000 (twenty trillion) by an increase of TL 10,000,000,000,000 (ten trillion), to sell the increased part to the current shareholders as allocated after the use of preferential rights, without offering to the public and to authorise the Board of Directors to fulfil the procedures required by the law. Further, the Amendment to the Articles of Association amending the Article 4. Subject Matter and Objectives, Article 5. Business of the Company, Article 6. Principal Office and Branches, Article 7. Duration, Article 11. Transfer of Shares, Article 14. Capital Increase and Decrease, Article 17. Authorised Corporate Bodies, Article 20. Invitation to General Meeting, Article 22. Venue of General Meeting, Article 32. Notification to the Ministry of Industry and Trade, Article 35. Duties and Powers of the Board of Directors, Article 42. Prohibited Actions, Article 43. Liability, Article 46. Executive Committee, Article 47. General Manager, Article 49. Auditing Board, Article 52. Fiscal Period, Article 53. Balance Sheet and the Statement of Profit/Loss, Article 54. Distribution of Profit, Article 57. Dissolution and Liquidation, Article 62. Amendment to the Articles of Association, Article 63. Application of Laws was read out, discussed and adopted unanimously in the same form as approved by the Domestic Trade General Directorate of the Ministry of Industry and Trade with no. 4079 of 30.05.2001.

Ministry Observer
Ömer Kurtlar signature

Chairman of the Meeting
A. Selçuk Berksan signature

Vote Counter



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