

**TÜRKİYE HALK BANKASI ANONİM ŞİRKETİ**  
**FROM THE BOARD OF DIRECTORS**

**AGENDA:**

- 1-) Opening and forming of the General Assembly Executive Board,
- 2-) Granting authority to the Council Committee for the ratification of Meeting Proceedings,
- 3-) Reading and discussing the **Board of Directors Activity Report** and **Board of Auditors Report** regarding 2012 activity and accounting period and presenting the **Independent Audit Report to the General Assembly**,
- 4-) 2012 end of year **Balance Sheet, Profit/Loss** and **Profit Distribution Table** discussion and approval,
- 5-) Releasing the Board of Directors and Auditors,
- 6-) Approved with the Capital Markets Board's dated 04.01.2013, numbered 1/8 and dated 22.01.2013, numbered 3/56 decision, the Board of Directors is entrusted with debt instrument issuance approvals within one year domestic and/or overseas up to three billion Turkish lira with various terms and in terms of Turkish lira; to be sold overseas investors within one year at different times, different terms, different currencies, secured or unsecured, two billion USD or equivalent foreign currency and on debt instruments to be issued within the limits and qualities in question,
- 7-) **Discussing the changes to the Articles of Association** and approving the changes as agreed by the Banking Regulation and Supervision Agency, Capital Markets Board and the Republic of Turkey Ministry of Customs and Trade,
- 8-) Selecting the Board of Directors members,
- 9-) Assigning the remuneration of Board of Directors members,
- 10-) Selecting the members of Board of Auditors and assigning their remunerations,
- 11-) Presenting the independent audit company selected by the Board of Directors for the General Assembly's approval,
- 12-) Discussing and approving 'Intra firm regulations on the working basis and procedures of **T.Halk Bankası A.Ş. General Assembly**',
- 13-) Discussing and approving the; **Confidentiality and Website Data Security Policy, Human Resources Policy, Beneficiaries Policy, Social Responsibility and Public Relations Policy, Indemnities Policy, Disclosure Policy, Remuneration Policy, Donations and Aid Policy and Profit Distribution Policy**, of the Bank,
- 14-) Pursuant to the provisions of **No. 6362 Capital Markets Law Article 13 Clause 4**; shareholders who did not dematerialize their shares on their names informing the General Assembly regarding the dematerialization of their shares on their names at Central Records Agency until the end of 2014,
- 15-) Briefing the General Assembly regarding **acts of charity and good will** performed in 2012,
- 16-) Closing speeches.

**TÜRKİYE HALK BANKASI A.Ş.**  
**BOARD OF DIRECTORS**