KPMG

Tekstil Bankası Anonim Şirketi and Its Subsidiaries

Consolidated Financial Statements
Together With
Independent Auditors' Report
As at 31 December 2009

Akis Bağımsız Denetim ve Serbest
Muhasebeci Mali Müşavirlik
Anonim Şirketi
17 February 2010

This report contains 1 page of independent auditors' report and 58 pages of consolidated financial statements together with their explanatory notes.

Tekstil Bankası Anonim Şirketi and Its Subsidiaries

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Akis Bağımsız Denetim ve Serbest Muhasebeci Mali Müşavirlik A.Ş.
Yapı Kredi Plaza C Blok Kat 17
Büyükdere Caddesi
Levent 34330 İstanbul

Telephone +90 (212) 317 74 00
Fax +90 (212) 317 73 00
Internet www.kpmg.com.tr

INDEPENDENT AUDITORS' REPORT

To the Board of Directors of Tekstil Bankası Anonim Şirketi:

Report on the consolidated financial statements

We have audited the accompanying consolidated financial statements of Tekstil Bankası Anonim Şirketi and its subsidiaries ("the Group"), which comprise the consolidated statement of financial position as at 31 December 2009, and the consolidated statements of comprehensive income, changes in equity and cash flows for the year then ended, and a summary of significant accounting policies and other explanatory notes.

Management's responsibility for the financial statements

Management is responsible for the preparation and fair presentation of these consolidated financial statements in accordance with International Financial Reporting Standards. This responsibility includes: designing, implementing and maintaining internal control relevant to the preparation and fair presentation of financial statements that are free from material misstatements, whether due to fraud or error; selecting and applying appropriate accounting policies; and making accounting estimates that are reasonable in the circumstances.

Auditors' responsibility

Our responsibility is to express an opinion on these consolidated financial statements based on our audit. We conducted our audit in accordance with International Standards on Auditing. Those standards require that we comply with relevant ethical requirements and plan and perform the audit to obtain reasonable assurance whether the financial statements are free of material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on our judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, we consider internal control relevant to the entity's preparation and fair presentation of the financial statements in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the entity's internal control. An audit also includes evaluating the appropriateness of accounting principles used and the reasonableness of accounting estimates made by management, as well as evaluating the overall presentation of the financial statements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Opinion

In our opinion, the consolidated financial statements of Tekstil Bankası Anonim Şirketi and its subsidiaries give a true and fair view of, in all material respects, the consolidated financial position of the Group as at 31 December 2009, and of its consolidated financial performance and its consolidated cash flows for the year then ended in accordance with International Financial Reporting Standards.

KPMG Akis Bağımsız Denetim ve SMMM A.Ş.

17 February 2010
Istanbul, Turkey

Tekstil Bankası Anonim Şirketi and Its Subsidiaries

CONSOLIDATED STATEMENT OF FINANCIAL POSITION
At 31 December 2009
(Currency – In thousands of Turkish Lira (TL))

	Notes	**2009**	**2008**
ASSETS			
Cash and balances with the Central Bank	4	93,214	87,530
Deposits with other banks and financial institutions	4	59,455	238,926
Other money market placements	4	-	369,154
Reserve deposits at the Central Bank	5	47,982	68,555
Trading securities	6	706	963
Derivative financial instruments	18	3,095	7,430
Loans and advances	9	1,579,860	1,622,832
Investment securities - available for sale	7	224,746	22,978
Cash collateral on securities borrowed	8	5,696	220,212
Investment securities - held to maturity	7	-	143,856
Assets held for sale	10	18,287	33,881
Property and equipment	11	71,214	76,702
Intangible assets	12	2,048	2,672
Deferred tax assets	17	2,955	4,044
Other assets	13	22,986	60,248
Total assets		**2,132,244**	**2,959,983**
LIABILITIES			
Deposits from banks	14	3,121	16,699
Deposits from customers	14	1,457,182	1,515,466
Other money market deposits	14	5,653	207,019
Derivative financial instruments	18	3,644	12,951
Funds borrowed	15	145,560	702,132
Other liabilities	16	42,975	53,962
Income tax payable	17	634	130
Provisions	16	4,665	4,046
Total liabilities		**1,663,434**	**2,512,405**
EQUITY			
Equity attributable to equity holders of the parent			
Share capital issued	19	420,000	420,000
Adjustment to share capital	19	4,108	4,108
Share capital premium		184	184
Fair value reserves		4,082	(963)
Revaluation surplus on buildings		5,027	4,896
Translation reserve		(2,302)	(2,306)
Legal reserves and retained earnings	20	37,711	21,659
Total equity		**468,810**	**447,578**
Total liabilities and equity		**2,132,244**	**2,959,983**

The accompanying policies and explanatory notes on pages 6 through 58 form an integral part of these consolidated financial statements.

CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME
For the year ended 31 December 2009
(Currency – In thousands of Turkish Lira (TL))

	Notes	**2009**	**2008**
Interest income			
Interest on loans and advances		206,863	355,999
Interest on securities		29,857	57,975
Interest on deposits with other banks and financial institutions		6,620	16,088
Interest on other money market placements		4,888	956
Other interest income		641	1,131
Total interest income		**248,869**	**432,149**
Interest expense			
Interest on deposits		(107,464)	(212,649)
Interest on funds borrowed		(20,556)	(65,500)
Interest on other money market deposits		(990)	(24,767)
Other interest expense		(108)	(179)
Total interest expense		**(129,118)**	**(303,095)**
Net interest income		**119,751**	**129,054**
Provision for impairment of loans and advances	9	(45,520)	(36,410)
Net interest income after provision for impairment of loans and advances		**74,231**	**92,644**
Foreign exchange gain, net		10,286	8,921
Net interest income after foreign exchange gain and provision for impairment of loans and advances		**84,517**	**101,565**
Other operating income			
Fees and commission income	24	10,779	14,346
Income from banking services	25	16,140	18,473
Gains from investment securities	7	6,036	1,250
Net trading income		6,547	3,107
Other income	27	4,916	3,763
		44,418	40,939
Other operating expenses			
Fees and commission expense	24	(4,317)	(4,076)
Salaries and employee benefits	26	(63,940)	(85,723)
Depreciation and amortization	10,11,12	(5,443)	(7,798)
Taxes other than on income		(2,884)	(2,644)
General and administrative expenses	28	(24,552)	(28,632)
Other expenses	29	(8,240)	(6,491)
		(109,376)	(135,364)
Profit from operating activities before income tax		**19,559**	**7,140**
Income tax – deferred	17	(1,082)	(2,838)
Income tax – current	17	(2,425)	(130)
Net profit for the year		**16,052**	**4,172**

CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME
For the year ended 31 December 2009
(Currency – In thousands of Turkish Lira (TL))

Attributable to:			
Equity holders of the parent		16,052	4,172
Minority interest		-	-
Net profit		**16,052**	**4,172**
Earnings per share (Kurus)	22	**0.38**	**0.10**
Other comprehensive income			
Foreign exchange differences on translation of foreign operations		4	(1,797)
Fair value reserves (available-for-sale financial assets)			
Net change in fair value		4,128	(1,815)
Net amount transferred to income		917	(58)
Revaluation surplus on buildings, net		131	541
Other comprehensive income for the year		**5,180**	**(3,129)**
Total comprehensive income for the year		**21,232**	**1,043**
Attributable to:			
Equity holders of the parent		**21,232**	**1,043**
Minority interest		**-**	**-**

The accompanying policies and explanatory notes on pages 6 through 58 form an integral part of these consolidated financial statements.

Tekstil Bankası Anonim Şirketi and Its Subsidiaries

CONSOLIDATED STATEMENT OF CHANGES IN EQUITY
For the year ended 31 December 2009
(Currency – In thousands of Turkish Lira (TL))

		Attributable to equity holders of the parent								Minority Interest	Total Equity
	Notes	Share capital	Adjustment to share capital	Share capital premium	Fair value reserves	Currency translation differences	Revaluation surplus on buildings	Legal reserves and Retained Earnings /	Total		
At 1 January 2008		300,000	13,557	172	910	(509)	4,355	68,038	386,523	-	386,523
Total comprehensive income for the year											
Profit or loss		-	-	-	-	-	-	4,172	4,172	-	4,172
Other comprehensive income											
Net change in available- for -sale investments		-	-	-	(1,873)	-	-	-	(1,873)	-	(1,873)
Currency translation difference		-	-	-	-	(1,797)	-	-	(1,797)	-	(1,797)
Revaluation gain on buildings		-	-	-	-	-	541	-	541	-	541
Total comprehensive income for the year		-	-	-	(1,873)	(1,797)	541	4,172	(1,043)	-	(1,043)
Increase in paid in capital	19	120,000	(9,449)	-	-	-	-	(50,551)	60,000	-	60,000
Share capital premium		-	-	12	-	-	-	-	12	-	12
At 31 December 2008 / 1 January 2009		**420,000**	**4,108**	**184**	**(963)**	**(2,306)**	**4,896**	**21,659**	**447,578**	**-**	**447,578**
Total comprehensive income for the year											
Profit or loss		-	-	-	-	-	-	16,052	16,052	-	16,052
Other comprehensive income											
Net change in available- for -sale investments		-	-	-	5,045	-	-	-	5,045	-	5,045
Currency translation difference		-	-	-	-	4	-	-	4	-	4
Revaluation gain on buildings		-	-	-	-	-	131	-	131	-	131
Total comprehensive income for the year		-	-	-	5,045	4	131	16,052	21,232	-	21,232
At 31 December 2009		**420,000**	**4,108**	**184**	**4,082**	**(2,302)**	**5,027**	**37,711**	**468,810**	**-**	**468,810**

The accompanying policies and explanatory notes on pages 6 through 58 form an integral part of these consolidated financial statements.

CONSOLIDATED STATEMENT OF CASH FLOWS
For the year ended 31 December 2009
(Currency – In thousands of Turkish Lira (TL))

	Notes	2009	2008
Cash flows from operating activities			
Interest received		292,712	414,827
Interest paid		(141,899)	(307,437)
Fees and commissions received		10,779	14,346
Income from banking services		16,140	17,197
Trading income		12,583	4,357
Fees and commissions paid		(4,317)	(4,076)
Cash payments related to employee benefits and similar items		(64,943)	(85,640)
Cash received from other operating activities		8,870	7,019
Cash paid for other operating activities		(32,525)	(43,523)
Income taxes paid		(1,920)	(1,948)
Cash flows from operating activities before changes in operating assets and liabilities		**95,480**	**15,122**
Changes in operating assets and liabilities			
Trading securities		247	36,929
Reserve deposits at Central Bank		20,573	38,814
Loans and advances		(27,391)	518,411
Other assets		37,325	(46,910)
Deposits from other banks		(13,571)	(88,223)
Deposits from customers		(53,562)	(130,680)
Other money market deposits		(201,366)	24,825
Other liabilities		(7,925)	(1,674)
Net cash (used in) / provided by operating activities		**(245,670)**	**351,492**
Cash flows from investing activities			
Purchases of available for sale securities		(16,603)	(108,949)
Proceeds from sale and redemption of available for sale securities		154,706	35,414
Purchases of held to maturity securities		-	(42,288)
Proceeds from sale of assets held for sale		19,686	6,383
Purchases of property and equipment	11	(543)	(4,151)
Proceeds from the sale of property and equipment		102	138
Purchase of intangible assets	12	(122)	(1,366)
Net cash provided by / (used in) investing activities		**157,226**	**(114,819)**
Cash flows from financing activities			
Proceeds from funds borrowed		68,733	656,422
Repayments of funds borrowed		(617,253)	(537,625)
Share capital increase		-	60,000
Net cash (provided by) / used in financing activities		**(548,520)**	**178,797**
Net (decrease)/increase in cash and cash equivalents		(541,484)	430,592
Cash and cash equivalents at the beginning of year		693,666	263,074
Cash and cash equivalents at the end of year	4	**152,182**	**693,666**

The accompanying policies and explanatory notes on pages 6 through 58 form an integral part of these consolidated financial statements.

Index for notes to the consolidated financial statements

(Currency – In thousands of Turkish Lira (TL))

1. CORPORATE INFORMATION

General

Tekstil Bankası Anonim Şirketi (a Turkish joint stock company – "Tekstilbank" or "the Bank") was incorporated on 29 April 1986 under the Turkish Banking and Commercial Codes and registered in Istanbul. Certain ordinary shares of the Bank, representing 24.50% of the total, are listed on the Istanbul Stock Exchange since May 1990.

The registered office address of the Bank is located at Büyükdere Caddesi, No. 63, Maslak 34398 Istanbul/Turkey.

The parent and the ultimate parent of the Bank is GSD Holding A.Ş.

Nature of Activities of the Bank / Group

For the purposes of the consolidated financial statements, the Bank and its subsidiaries are referred to as "the Group".

The operations of the Group consist of corporate, commercial and retail banking services, international transactions and securities trading in capital markets, which are conducted mainly with local customers.

The subsidiaries included in consolidation and effective shareholding percentages of the Group at 31 December 2009 and 2008 are as follows:

	Place of Incorporation	Principal Activities	Effective Shareholding And Voting Rights (%)	
The Euro Textile International Banking Unit Ltd. ("ETB") (*)	Lefkosa/Cyprus	Banking	99.99	99.99
Tekstil Menkul Değerler A.Ş. ("Tekstil Menkul")	Istanbul/Turkey	Brokerage	99.92	99.92

(*) At 21 January 2009, with the approval of local legislator, the title of the subsidiary "The Euro Textile Bank Ltd." has been changed as "The Euro Textile International Banking Unit Ltd." in accordance with the Ordinary General Meeting decision dated 17 November 2008.

2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

2.1 Basis of Preparation

The consolidated financial statements have been prepared under the historical cost convention except for derivative financial instruments, trading securities, available-for-sale financial assets and buildings that have been measured at fair value.

The Bank and its subsidiaries which are incorporated in Turkey maintain their books of account and prepare their statutory financial statements in accordance with the regulations on accounting and reporting framework and accounting standards which are determined by the provisions of Turkish Banking Law, accounting standards promulgated by the Turkish Capital Market Board, Turkish Commercial Code and Tax Legislation. The foreign subsidiary maintains its books of account and prepares its statutory financials in US Dollars and in accordance with the regulations of the Turkish Republic of North Cyprus in which it operates.

The consolidated financial statements have been prepared from statutory financial statements of the Bank and its subsidiaries and presented in accordance with International Financial Reporting Standards ("IFRS") in Turkish Lira ("TL") with adjustments and certain reclassifications for the purpose of fair presentation in accordance with IFRS.

2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (continued)

2.2 Use of Judgments and Estimates

The preparation of the financial statements in accordance with IFRS requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities within the next financial year. Estimates and judgments are periodically evaluated and are based on historical experience and other factors, including expectations of future events that are believed to be reasonable under the circumstances.

Judgments

In the process of applying the Group's accounting policies, management has made the following judgments, apart from those involving estimations, which have the most significant effect on the amounts recognized in the financial statements:

(a) Impairment of available-for-sale equity instruments:

The Group determines that available-for-sale equity investments are impaired when there has been a significant or prolonged decline in the fair value below its cost. This determination of what is significant or prolonged requires judgment. In addition, impairment may be appropriate when there is evidence of deterioration in the financial health of the investee, industry or sector performance, changes in technology and operational and financing cash flows.

(b) Impairment on property and equipment:

After recognition, the Group assesses the recoverable amount of its property and equipment. In assessing whether there is any indication that an impairment loss recognized in prior periods for the property and equipment may no longer exists or may have decreased, the Group considers the asset's value in use and the expected cash inflows that are largely independent of the cash inflows from other assets.

Estimates

The key assumptions concerning the future and other key sources of estimation uncertainty at the date of financial position, that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year are discussed below:

(a) Impairment Losses on Loans and Advances:

The Group reviews its loan portfolio to assess impairment at least on a quarterly basis. In determining whether an impairment loss should be recorded in the consolidated statement of comprehensive income, the Group makes judgments as to whether there is any observable data indicating that there is a measurable decrease in the estimated future cash flows from a portfolio of loans and individual loans. All loans with principal and/or interest overdue for more than 90 days are considered as impaired and individually assessed. Other evidence for impairment may include observable data indicating that there has been an adverse change in the payment status of borrowers in a group, or national or local economic conditions that correlate with defaults on assets in the group. Impairment and uncollectibility are measured and recognized individually for loans and receivables that are individually significant, and on a portfolio basis for a group of similar loans and receivables that are not individually identified as impaired. Total carrying value of loans and advances as of 31 December 2009 is TL 1,579,860 (2008 – TL 1,622,832) net of allowance for impairment of TL 64,215 (2008 – TL 30,066).

2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (continued)

(b) Fair Value of Derivatives and Other Financial Instruments:

The fair values of financial instruments that are not quoted in active markets are determined by using valuation techniques. If there is a valuation technique commonly used by market participants to price the instrument and that technique has been demonstrated to provide reliable estimates of prices obtained in actual market transactions, the Group uses that technique. To the extent practical, models use only observable data; however, areas such as credit risk, volatilities and correlations require management to make estimates. Changes in assumptions about these factors could affect reported fair value of financial instruments. The fair values of financial instruments are disclosed in Note 32.

(c) Income Taxes:

The Bank and its subsidiary Tekstil Menkul are subject to income taxes in Turkey and ETB is subject to income taxes in the Turkish Republic of North Cyprus. Significant estimates are required in determining the provision for income taxes. Where there are matters the final tax outcome of which is different from the amounts initially recorded, such differences will impact the income tax provisions and deferred tax in the period in which such determination is made.

Management records deferred tax assets to the extent that it is probable that sufficient taxable profits will be available to allow all or part of the deferred tax assets to be utilized. The recoverability of the deferred tax assets is reviewed regularly. As of 31 December 2009, the Group carries a net deferred tax asset amounting to TL 2,955 (2008 – TL 4,044).

(d) Employee Termination Benefits:

In accordance with existing social legislation, the Group is required to make lump-sum payments to employees upon termination of their employment based on certain conditions. In calculating the related liability to be recorded in the financial statements for these defined benefit plans, the Group makes assumptions and estimations relating to the discount rate to be used, turnover of employees, future change in salaries/limits, etc. These estimations disclosed in Note 16 are reviewed regularly. The carrying value of provision for employee termination benefit as of 31 December 2009 is TL 2,144 (2008 – TL 1,456).

2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (continued)

2.3 Functional and Presentation Currency

Functional and Presentation Currency for the Bank and Its Subsidiary Which Operate in Turkey:

The Bank's and Tekstil Menkul's functional and presentation currency is TL and consolidated financial statements including comparative figures for the prior periods are presented in thousands of TL. Turkish Kurus (Kr), which is used in presentation of earnings per share, equals 0.01 Turkish Lira.

Functional Currencies of Foreign Subsidiaries:

ETB's functional currency is US Dollars.

2.4 Basis of Consolidation

The consolidated financial statements comprise the financial statements of the Bank and its subsidiaries, as at 31 December 2009 of 2008.

Subsidiaries are all entities over which the Group has power to govern the financial and operating policies so as to benefit from its activities. This control is normally evidenced when the Group owns, either directly or indirectly, more than 50% of the voting rights of a company's share capital. The existence and effect of potential voting rights that are currently exercisable or convertible are considered when assessing whether the Group controls another entity.

Subsidiaries are fully consolidated from the date of acquisition, being the date on which control is transferred to the Group and cease to be consolidated from the date on which control is transferred out of the Group.

The financial statements of the subsidiaries are prepared for the same reporting year as the Bank, using consistent accounting policies.

All intra-group balances, transactions, and unrealized gains on intra-group transactions are eliminated; unrealised losses are also eliminated unless the transaction provides evidence of impairment of the asset transferred.

The equity and net income attributable to minority shareholders' interests are shown separately in the statement of financial position and statement of comprehensive income, respectively, except where the minority shareholders, who are nominee shareholders, do not exercise their minority rights.

The Bank owns 99.97% shares of Tekstil Bilişim Hizmetleri ve Ticaret A.Ş. ("Tekstil Bilişim"), which is not consolidated in the accompanying financial statements, since Tekstil Bilişim does not actively operate and its total assets constitute only 0.003% of total consolidated assets.

2.5 Foreign Currency Translation

Transactions in foreign currencies are initially recorded in the functional currency rate ruling at the date of the transaction. Monetary assets and liabilities denominated in foreign currencies are retranslated at the functional currency rate of exchange ruling at the date of financial position. All differences are taken to the profit or loss.

Foreign currency translation rates used by the Group as of respective year-ends are as follows:

	TL/ EUR (full)	TL/ USD (full)
31 December 2007	1.7102	1.1647
31 December 2008	2.1408	1.5123
31 December 2009	2.1603	1.5057

2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (continued)

The assets and liabilities of the foreign subsidiary (of which does not have the currency of a hyperinflationary economy) are translated into the presentation currency of the Group ("TL") at the rate of exchange ruling at the date of financial position. The statement of comprehensive income of the foreign subsidiary is translated at yearly average of exchange rates and the difference of translation at the average exchange rates for the year is recorded as currency translation differences in equity. On consolidation, exchange differences arising from the translation of the net investment in foreign entity is included in equity as currency translation differences until the disposal of the net investment.

On disposal of a foreign entity, the deferred cumulative amount recognized in equity relating to that particular foreign operation is recognized in the consolidated statement of comprehensive income as a component of the gain or loss on disposal.

2.6 Property and Equipment

Owned Assets

The cost of the property and equipment purchased before 31 December 2005 are restated for the effects of inflation in TL units current at 31 December 2005 pursuant to IAS 29. The tangible assets purchased after this date are recorded at their historical costs. Accordingly, property and equipment are carried at cost, less accumulated depreciation and impairment losses except for buildings. Buildings are recorded at the fair value and the amounts over carrying value of the buildings are recorded as revaluation surplus under the shareholder's equity.

Leased Assets

Leases in terms of which the Bank and its subsidiaries assume substantially all the risks and rewards of ownership are classified as financial leases. Tangible assets acquired by way of financial lease are stated at amounts equal to the lower of their fair values and the present value of the minimum lease payments at inception of the lease, less accumulated depreciation and impairment losses. Lease liabilities are reduced through repayments of principal, while the finance charge component of the lease payment is charged directly to the consolidated statement of comprehensive income.

Subsequent Expenditures

Expenditures incurred to replace a component of a tangible asset that is accounted for separately, and major inspection and overhaul costs, are capitalized. Other subsequent expenditures are capitalized only when it increases the future economic benefits embodied in the item of tangible assets. All other expenditures are reflected as expense in the consolidated statement of comprehensive income as incurred.

Depreciation

Property and equipment are depreciated over their estimated useful lives on a straight-line basis from the date of their acquisition.

The estimated useful lives are as follows:

Buildings	50 years
Machinery and equipment	4 – 10 years
Office equipment, furniture and fixtures	3 – 33 years
Motor vehicles	4 – 5 years
Leasehold improvements	Lease period

Expenditures for major renewals and improvement of tangible assets are capitalized and depreciated over the remaining useful lives of the related assets.

2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (continued)

2.7 Assets Held for Sale

Assets held for sale are stated at cost less accumulated depreciation and any impairment in value. Buildings classified as assets held for sale are depreciated on a straight-line basis over the estimated useful life of 50 years, and machinery and equipment are depreciated over useful life of 5 years.

Assets held for sale are derecognized when either they have been disposed of or when the assets held for sale are permanently withdrawn from use and no future economic benefit is expected from its disposal. Any gains or losses on the retirement or disposal of an asset held for sale are recognized in the consolidated statement of comprehensive income in the year of retirement or disposal.

Transfers are made to assets held for sale when, and only when, there is a change in use, evidenced by ending of owner-occupation, commencement of an operating lease to another party or ending of construction or development. Transfers are made from assets held for sale when, and only when, there is a change in use, evidenced by the commencement of owner-occupation or commencement of development with a view to sale.

2.8 Intangible Assets

Intangible assets acquired separately from a business are capitalized at the restated cost until 31 December 2005. Following initial recognition, intangible assets are carried at cost less any accumulated amortization and any accumulated impairment losses. Intangible assets, excluding development costs, created within the business are not capitalized and expenditure is charged against profits in the year in which it is incurred. The useful lives of intangible assets are assessed to be either finite or indefinite.

Intangible assets with finite lives are amortized on a straight-line basis over the best estimate of their useful lives and assessed for impairment whenever there is an indication that the intangible asset may be impaired. The amortization period and the amortization method for an intangible asset with a finite useful life are reviewed at least at each financial year-end. Changes in the expected useful life or the expected pattern of consumption of future economic benefits embodied in the asset is accounted for by changing the amortization period or method, as appropriate, and treated as changes in accounting estimates.

The Group amortizes intangible assets with a finite life on a straight-line basis over the estimated useful life of 3 – 15 years. There are no intangible assets with indefinite useful lives.

Gains or losses arising from derecognition of an intangible asset are measured as the difference between the net disposal proceeds and the carrying amount of the asset and are recognized in the consolidated statement of comprehensive income when the asset is derecognized.

2.9 Investments and Other Financial Assets

The Group classifies its financial assets in the following categories: financial assets at fair value through profit or loss, loans and receivables, available-for-sale financial assets and held to maturity financial assets. When financial assets are recognized initially, they are measured at fair value. The Group determines the classification of its financial assets at initial recognition.

All regular way purchases and sales of financial assets are recognized on the settlement date, i.e. the date that the asset is delivered to or by the Group. Regular way purchases or sales are purchases or sales of financial assets that require delivery of assets within the time frame generally established by regulation or convention in the market place. Changes in fair value of assets to be received during the period between the trade date and the settlement date are accounted for in the same way as the acquired assets, i.e. for assets carried at cost or amortized cost, change in value is not recognized; for assets classified as trading or as available for sale, the change in value is recognized through profit or loss and in equity, respectively.

2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (continued)

Financial Assets at Fair Value through Profit or Loss

Financial assets classified as held for trading are included in this category. Trading securities are securities, which were either acquired for generating a profit from short term fluctuations in price or dealer's margin, or are securities included in a portfolio in which a pattern of short term profit taking exist. Derivatives are also classified as held for trading unless they are designated and effective hedging instruments. Gains or losses on investments held for trading are recognized in the consolidated statement of comprehensive income.

Loans and Receivables

Loans and receivables are non-derivative financial assets with fixed or determinable payments that are not quoted in an active market. They arise when the Group provides money, goods or services directly to a debtor with no intention of trading the receivable. Such assets are carried at amortized cost using the effective interest method less any impairment in value. Gains and losses are recognized in the consolidated statement of comprehensive income when the loans and receivables are derecognized or impaired, as well as through the amortization process. Interest earned on such loans and receivables is reported as interest income.

Available for Sale Financial Assets

Available for sale financial assets are those non-derivative financial assets that are designated as available-for-sale or are not classified in any of the preceding categories. After initial recognition, available for sale financial assets are measured at fair value. Gains or losses on remeasurement to fair value are recognized as a separate component of equity until the investment is derecognized, or until the investment is determined to be impaired, at which time the cumulative gain or loss previously reported in equity is included in the consolidated statement of comprehensive income. However, interest calculated on available for sale financial assets using effective interest method is reported as interest income, and dividends are included in dividend income when the entity's right to receive payment is established.

For investments that are traded in an active market, fair value is determined by reference to stock exchange or current market bid prices, at the close of business on the date of financial position. For investments where there is no market price or market price is not indicative of the fair value of the instrument, fair value is determined by reference to the current market value of another instrument which is substantially the same, recent arm's length transactions, discounted cash flow analysis, option pricing models and other valuation techniques commonly used.

Held to Maturity Financial Assets

Held-to-maturity investments are non-derivative assets with fixed or determinable payments and fixed maturity that the Bank has the positive intent and ability to hold to maturity, and which are not designated as at fair value through profit or loss or as available-for-sale.

Held-to-maturity investments are carried at amortised cost using the effective interest method. Any sale or reclassification of a more than insignificant amount of held-to-maturity investments not close to their maturity would result in the reclassification of all held-to-maturity investments as available-for-sale, and put restrictions on the Bank for classifying investment securities as held-to-maturity for the current and the following two financial years.

2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (continued)

2.10 Repurchase and Resale Transactions

The Group enters into sales of securities under agreements to repurchase such securities. Such securities, which have been sold subject to a repurchase agreement ('repos'), continue to be recognized in the consolidated statement of financial position and are measured in accordance with the accounting policy of the security portfolio which they are part of. Securities sold subject to repurchase agreements ('repos') are reclassified in the consolidated financial statements as cash collateral on securities borrowed when the transferee has the right by contract or custom to sell or repledge the collateral. The counterparty liability for amounts received under these agreements is included in other money market deposits. The difference between sale and repurchase price is treated as interest expense and accrued over the life of the repurchase agreements using effective interest method.

Securities purchased with a corresponding commitment to resell at a specified future date ('reverse repos') are not recognized in the consolidated statement of financial position, as the Group does not obtain control over the assets. Amounts paid under these agreements are included in other money market placements. The difference between purchase and resale price is treated as interest income and accrued over the life of the reverse repurchase agreement using effective interest method.

2.11 Offsetting Financial Instruments

Financial assets and liabilities are offset and the net amount reported in the consolidated statement of financial position only when there is a legally enforceable right to offset the recognized amounts and there is an intention to settle on a net basis, or realize the asset and settle the liability simultaneously.

2.12 Recognition and Derecognition of Financial Instruments

The Group recognizes a financial asset or financial liability in its consolidated statement of financial position when and only when it becomes a party to the contractual provisions of the instrument.

The Group derecognizes a financial asset (or, where applicable a part of a financial asset or part of a group of similar financial assets) when:

- the rights to receive cash flows from the asset have expired;
- the Group retains the right to receive cash flows from the asset, but has assumed an obligation to pay them in full without material delay to a third party under a 'pass-through' arrangement; or
- the Group has transferred its rights to receive cash flows from the asset and either (a) has transferred substantially all the risks and rewards of the asset, or (b) has neither transferred nor retained substantially all the risks and rewards of the asset, but has transferred control of the asset.

The Group does not have any assets where the Group has transferred its rights to receive cash flows from an asset and has neither transferred nor retained substantially all the risks and rewards of the asset nor transferred control of the asset, that are recognized to the extent of the Group's continuing involvement in the asset.

The Group derecognizes a financial liability when the obligation under the liability is discharged or cancelled or expires. When an existing liability is replaced by another from the same lender on substantially different terms, or the terms of an existing liability are substantially modified, such an exchange or modification is treated as a derecognition of the original liability and the recognition of a new liability, and the difference in the respective carrying amounts is recognized in the consolidated statement of comprehensive income.

2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (continued)

2.13 Cash and Cash Equivalents

For the purposes of the consolidated cash flow statement, cash and cash equivalents comprise cash and balances with central banks (excluding obligatory reserve deposits), deposits with banks and other financial institutions and other money market placements with original maturities of three months or less.

2.14 Impairment of Financial Assets

a) Assets Carried at Amortized Cost

The Group assesses at each date of financial position whether there is objective evidence that a financial asset or group of financial assets is impaired. Objective evidence that a financial asset or group of assets is impaired includes observable data coming to the attention of the Group about the following loss events:

(a) significant financial difficulty of the issuer or obligor;
(b) a breach of contract, such as a default or delinquency in interest or principal payments by more than 90 days;
(c) the Group granting to the borrower, for economic or legal reasons relating to the borrower's financial difficulty, a concession that the lender would not otherwise consider;
(d) it becoming probable that the borrower will enter bankruptcy or other financial reorganization;
(e) the disappearance of an active market for that financial asset because of financial difficulties; or
(f) observable data indicating that there is a measurable decrease in the estimated future cash flows from a group of financial assets since the initial recognition of those assets, although the decrease cannot yet be identified with the individual financial assets in the group, including:
    (i) adverse changes in the payment status of borrowers; or
    (ii) national or local economic conditions that correlate with defaults on the assets in the group

If there is objective evidence that an impairment loss on loans and receivables carried at amortized cost has been incurred, the amount of the loss is measured as the difference between the asset's carrying amount and the present value of estimated future cash flows (excluding future credit losses that have not been incurred) discounted at the financial asset's original effective interest rate. The carrying amount of the asset is reduced through use of an allowance account. The amount of the loss is recognized in consolidated statement of comprehensive income. If a loan has a variable interest rate, the discount rate for measuring any impairment loss is the current effective interest rate determined under the contract. The estimated recoverable amount of a collateralized financial asset is measured also taking into account the collateral amount that is expected to be realized from the foreclosure less costs for obtaining and selling the collateral, whether or not the foreclosure is probable.

The Group first assesses whether objective evidence of impairment exists individually for financial assets that are individually significant, and individually or collectively for financial assets that are not individually significant. If it is determined that no objective evidence of impairment exists for an individually assessed financial asset, whether significant or not, the asset is included in a group of financial assets with similar credit risk characteristics and that group of financial assets is collectively assessed for impairment. Assets that are individually assessed for impairment and for which an impairment loss is or continues to be recognized are not included in a collective assessment of impairment.

2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (continued)

If, in a subsequent period, the amount of the impairment loss decreases and the decrease can be related objectively to an event occurring after the impairment was recognized (such as an improvement in the debtor's credit rating), the previously recognized impairment loss is reversed by adjusting the allowance account. Any subsequent reversal of impairment loss is recognized in consolidated statement of comprehensive income, to the extent that the carrying value of the asset does not exceed its amortized cost at the reversal date.

A write off is made when all or part of a loan is deemed uncollectible or in the case of debt forgiveness. Such loans are written off after all the necessary procedures have been completed and the amount of the loss has been determined. Write offs are charged against previously established allowances and reduce the principal amount of a loan. Subsequent recoveries of amounts written off are included in the consolidated statement of comprehensive income.

b) Assets Carried at Cost

If there is objective evidence that an impairment loss on an unquoted equity instrument that is not carried at fair value because its fair value cannot be reliably measured, or on a derivative asset that is linked to and must be settled by delivery of such an unquoted equity instrument has been incurred, the amount of the loss is measured as the difference between the asset's carrying amount and the present value of the estimated future cash flows discounted at the current market rate of return for a similar financial asset.

c) Available for Sale Financial Assets

If an available for sale asset is impaired, an amount comprising the difference between its cost (net of any principal payment and amortization) and its current fair value, less any impairment loss previously recognized in the consolidated statement of comprehensive income, is transferred from equity to the consolidated statement of comprehensive income. Reversals in respect of equity instruments classified as available-for-sale are not recognized in the consolidated statement of comprehensive income. Reversals of impairment losses on debt instruments are reversed through profit or loss, if the increase in fair value of the instrument can be objectively related to an event occurring after the impairment loss was recognized in consolidated statement of comprehensive income.

2.15 Interest bearing Deposits and Borrowings

All deposits and borrowings are initially recognized at the fair value of consideration received less directly attributable transaction costs. After initial recognition interest-bearing deposits and borrowings are subsequently measured at amortized cost using the effective interest method. Gains or losses are recognized in the consolidated statement of comprehensive income when the liabilities are derecognized as well as through the amortization process.

2.16 Employee Benefits

The Group has both defined benefit and defined contribution plans as described below:

(a) Defined Benefit Plans:

In accordance with existing social legislation in Turkey, the Group is required to make lump-sum termination indemnities to each employee who has completed over one year of service with the Group and whose employment is terminated due to retirement or for reasons other than resignation or misconduct.

Such defined benefit plan is unfunded. The cost of providing benefits under the defined benefit plan is determined using the projected unit credit method. All actuarial gains and losses are recognized in profit or loss.

2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (continued)

(b) Defined Contribution Plans:

For defined contribution plans, the Group pays contributions to publicly administered Social Security Funds on a mandatory basis. The Group has no further payment obligations once the contributions have been paid. The contributions are recognized as employee benefit expense when they are due.

2.17 Provisions

Provisions are recognized when the Group has a present obligation (legal or constructive) as a result of a past event, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation. Where the Group expects some or all of a provision to be reimbursed, for example under an insurance contract, the reimbursement is recognized as a separate asset but only when the reimbursement is virtually certain. The expense relating to any provision is presented in the statement of comprehensive income net of any reimbursement. If the effect of the time value of money is material, provisions are determined by discounting the expected future cash flows at a pre-tax rate that reflects current market assessments of the time value of money and, where appropriate, the risks specific to the liability. Where discounting is used, the increase in the provision due to the passage of time is recognized as an interest expense.

2.18 Leases

The Group as Lessee

Finance Leases

Finance leases, which transfer to the Group substantially all the risks and benefits incidental to ownership of the leased item, are capitalized at the inception of the lease at the fair value of the leased property or, if lower, at the present value of the minimum lease payments. Lease payments are apportioned between the finance charges and reduction of the lease liability so as to achieve a constant rate of interest on the remaining balance of the liability. Finance charges are charged directly against income.

Capitalized leased assets are depreciated over the estimated useful life of the asset.

Operating Leases

Leases where the lessor retains substantially all the risks and benefits of ownership of the assets are classified as operating leases. Operating lease payments are recognized as an expense in the consolidated statement of comprehensive income on a straight-line basis over the lease term.

When an operating lease is terminated before the lease period has expired, any payment required to be made to the lessor by way of penalty is recognized as an expense in the period in which termination takes place.

2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (continued)

2.19 Income and Expense Recognition

Interest income and expense are recognized in the consolidated statement of comprehensive income for all interest bearing instruments on an accrual basis using the effective interest method. The effective interest method is a method of calculating the amortised cost of a financial asset or a financial liability (or group of financial assets or financial liabilities) and of allocating the interest income or interest expense over the relevant period. The effective interest rate is the rate that exactly discounts estimated future cash payments or receipts through the expected life of the financial instrument or, when appropriate, a shorter period to the net carrying amount of the financial asset or financial liability. When calculating the effective interest rate, the Group estimates cash flows considering all contractual terms of the financial instrument (for example, prepayment, call and similar options) but does not consider future credit losses. The calculation includes all fees and points paid or received between parties to the contract that are an integral part of the effective interest rate, transaction costs, and all other premiums or discounts.

Fees and commissions are recognized on an accrual basis when the service has been provided. Loan commitment fees for loans that are likely to be drawn down are deferred (together with related direct costs) and recognized as an adjustment to the effective interest rate of the loan. Commission and fees arising from negotiating or participating in the negotiation of a transaction for a third party are recognized on completion of the underlying transaction.

Fee for bank transfers and other banking transaction services are recorded as income when collected.

Dividends are recognized when the shareholders’ right to receive the payments is established.

2.20 Income Tax

Tax expense (income) is the aggregate amount included in the determination of net profit or loss for the period in respect of current and deferred tax.

Current Tax

Current tax assets and liabilities for the current and prior periods are measured at the amount expected to be recovered or paid to the taxation authorities. The tax rates and tax laws used to compute the amount are those that are enacted or substantively enacted at the date of financial position.

Deferred Tax

Deferred income tax is provided, using the liability method, on all temporary differences at the date of financial position between the tax bases of assets and liabilities and their carrying amounts for financial reporting purposes. Deferred income tax liabilities are recognized for all taxable temporary differences.

Deferred income tax assets are recognized for all deductible temporary differences, carry-forward of unused tax credits and unused tax losses, to the extent that it is probable that taxable profit will be available against which the deductible temporary differences, carry-forward of unused tax credits and unused tax losses can be utilized.

2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (continued)

The carrying amount of deferred income tax assets is reviewed at each date of financial position and reduced to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the deferred income tax asset to be utilized. Unrecognized deferred income tax assets are reassessed at each date of financial position and are recognized to the extent it has become probable that future taxable profit will allow the deferred tax asset to be recovered.

Deferred income tax assets and liabilities are measured at the tax rates that are expected to apply to the period when the asset is realized or the liability is settled, based on tax rates (and tax laws) that have been enacted or substantively enacted at the date of financial position.

Income tax relating to items recognized directly in equity is recognized in equity.

Deferred tax assets and deferred tax liabilities are offset, if a legally enforceable right exists to set off current tax assets against current tax liabilities, and deferred taxes relate to the same taxable entity and the same taxation authority. Net deferred tax assets or liabilities of the subsidiaries in the Group, which are calculated individually, have not been offset.

2.21 Derivative Financial Instruments

The Group enters into derivative instrument transactions including forwards, swaps and options in the foreign exchange and capital markets. Most of these derivative transactions are considered as effective economic hedges under the Group's risk management policies; however since they do not qualify for hedge accounting under the specific provisions of IAS 39, they are treated as derivatives held for trading. Derivative financial instruments are initially recognized at fair value on the date which a derivative contract is entered into and subsequently remeasured at fair value. Any gains or losses arising from changes in fair value on derivatives that do not qualify for hedge accounting are recognized in the consolidated statement of comprehensive income.

Fair values are obtained from quoted market prices in active markets, including recent market transactions, to the extent publicly available, and valuation techniques, including discounted cash flow models and options pricing models as appropriate. All derivatives are carried as assets when fair value is positive and as liabilities when fair value is negative.

2.22 Fiduciary Assets

Assets held by the Group in a fiduciary, agency or custodian capacity for its customers are not included in the consolidated statement of financial position, since such items are not treated as assets of the Group.

2.23 Segment Reporting

An operating segment is a component of the Group that engages in business activities from which it may earn revenues and incur expenses, including revenues and expenses that relate to transactions with any of the Group’s other components, whose operating results are reviewed regularly by the management to make decisions about resources allocated to each segment and assess its performance, and for which discrete financial information is available.

2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (continued)

2.24 Changes in Accounting Policies

New Standards and Interpretations Not Yet Adopted

A number of new standards, amendments to standards and interpretations, announced by International Financial Reporting Interpretations Committee ("IFRIC") are not yet effective for the year ended 31 December 2009, and have not been applied in preparing these consolidated financial statements:

Amended *IAS 27 Consolidated and Separate Financial Statements (2008)* requires accounting for changes in ownership interests. If Bank loses control of a subsidiary, any interest retained in the former subsidiary will be measured at fair value with the gain or loss recognised in income. The amendments to IAS 27, which become mandatory for the Group's 2010 consolidated financial statements, are not expected to have a significant impact on the consolidated financial statements. These amendments have not been applied in preparing these consolidated financial statements.

IFRS 9 Financial Instruments is the first standard issued as part of a wider project to replace *IAS 39 Financial Instruments: Recognition and Measurement – Eligible Hedged Items*. IFRS 9 retains but simplifies the mixed measurement model and establishes two primary measurement categories for financial assets: amortised cost and fair value. The basis of classification depends on the entity's business model and the contractual cash flow characteristics of the financial asset. The guidance in IAS 39 on impairment of financial assets and hedge accounting continues to apply. The amendment is effective for annual periods beginning on or after 1 January 2013, although entities are permitted to adopt them earlier. Prior periods need not be restated if an entity adopts the standard for reporting periods beginning before 1 January 2012. The Group is currently in the process of evaluating the potential effect of this amendment.

Amendments to *IAS 39 Financial Instruments: Recognition and Measurement – Eligible Hedged Items* clarifies the application of existing principles that determine whether specific risks or portions of cash flows are eligible for designation in a hedging relationship. The amendments will become mandatory for the Group's 2010 financial statements, with retrospective application required. It is not expected to have any impact on the consolidated financial statements.

IFRIC 17 Distributions of Non-cash Assets to Owners requires entities to recognise certain distributions of non-cash assets at fair value, and to recognise in profit or loss the difference between the fair value of the assets distributed and their carrying amounts. IFRIC 17 provides guidance on when and how a liability for certain distributions of non-cash assets is recognised and measured, and how to account for settlement of that liability. Transactions within its scope will need to be measured at fair value. IFRIC 17 is effective for annual periods beginning on or after 1 July 2009; earlier application is permitted only if *IFRS 3 Business Combinations (2008)*, *IAS 27 Consolidated and Separate Financial Statements (2008)* and the related amendments to IFRS 5 are applied at the same time. The interpretation is not expected to have any effect on the consolidated financial statements of the Group.

IFRIC 18 Transfers of Assets from Customers provides guidance on transfers of property, plant and equipment (or cash to acquire it) for entities that receive such contributions from their customers. IFRIC 18 applies prospectively to transfers of assets from customers received on or after 1 July 2009; earlier application is permitted provided that the necessary valuations and other information were obtained at the time that those transfers occurred. The interpretation is not expected to have any effect on the consolidated financial statements.

2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (continued)

The amendments to *IFRS 5 Non-Current Assets Held for Sale and Discontinued Operations* require an entity which is committed to a sale plan involving loss of control of a subsidiary to classify all the assets and liabilities of that subsidiary as held for sale when the criteria for classification as held for sale in IFRS 5 are met, regardless of whether the entity will retain a non-controlling interest in its former subsidiary after the sale. Relevant disclosure should be made for this subsidiary if the definition of a discontinued operation is met. A consequential amendment to *IFRS 1 First-time Adoption* of International Financial Reporting Standards states that these amendments are applied prospectively from the date of transition to IFRSs. The amendment is effective for annual periods beginning on or after 1 July 2009, although entities are permitted to adopt them earlier if the amendments to IAS 27 Consolidated and Separate Financial Statements also are applied, and is not expected to have any impact on the consolidated financial statements of the Group.

The revised *IAS 24 Related Party Disclosures* amends the definition of a related party and modifies certain related party disclosure requirements for government-related entities. An entity shall apply that amendment for annual periods beginning on or after 1 February 2010. Earlier application is permitted. If an entity applies the amendment for an earlier period, it shall disclose that fact. The amendments to IAS 24 are not expected to have a significant impact on the consolidated financial statements.

Amended *IAS 32 Financial Instruments: Presentation;* Paragraphs 11 and 16 of the standard were amended by Classification of Rights Issues issued in October 2009. An entity shall apply that amendment for annual periods beginning on or after 1 February 2010. Earlier application is permitted. If an entity applies the amendment for an earlier period, it shall disclose that fact. The amendments to IAS 32 are not expected to have a significant impact on the consolidated financial statements.

Revised *IFRS 3 Business Combinations (2008)* incorporates the following changes: a) The definition of a business has been broadened, which is likely to result in more acquisitions being treated as business combinations. b) Contingent consideration will be measured at fair value, with subsequent changes therein recognised in income. c) Transaction costs, other than share and debt issue costs, will be expensed as incurred. d) Any pre-existing interest in the acquiree will be measured at fair value with the gain or loss recognised in income. e) Any non-controlling (minority) interest will be measured at either fair value, or at its proportionate interest in the identifiable assets and liabilities of the acquiree, on a transaction-by-transaction basis. Revised IFRS 3, which becomes mandatory for the 2010 consolidated financial statements, is not expected to have impact on the consolidated financial statements or disclosures of the Group.

(Currency – In thousands of Turkish Lira (TL))

3. SEGMENT INFORMATION

Operating Segments

The Group has three reportable segments, as decribed below, which are the Group's strategic business units. The strategic business units offer different products and services, and are managed separately based on the Group's management and internal reporting structure. The following summary describes the operations in each of the Group's reportable segments:

- *Retail Banking* — Includes loans, deposits and other transactions and balances with retail customers.
- *Corporate & SME Banking* — Includes loans,deposits and other transactions and balances with corporate and SME customers.
- *Other Operations* — Includes funds management and treasury activities

Year ended 31 December 2009

	Retail banking	Corporate, Commercial & SME banking	Other Operations	Total
Operating income	20,738	63,784	44,413	**128,935**
Operating expenses	(17,599)	(37,839)	(53,938)	**(109,376)**
Income/loss from operations	**3,139**	**25,945**	**(9,525)**	**19,559**
Taxation charge	-	-	(3,507)	**(3,507)**
Net income for the period	**3,139**	**25,945**	**(13,032)**	**16,052**
Assets and Liabilities				
Segment assets	202,312	1,377,701	552,127	**2,132,140**
Investments in equity participations	-	-	104	**104**
Total assets	**202,312**	**1,377,701**	**552,231**	**2,132,244**
Segment liabilities	943,631	516,672	203,131	**1,663,434**
Shareholders' equity	-	-	468,810	**468,810**
Total liabilities and shareholders' equity	**943,631**	**516,672**	**671,941**	**2,132,244**

(Currency – In thousands of Turkish Lira (TL))

3. SEGMENT INFORMATION (continued)

Year ended 31 December 2008

	Retail banking	Corporate, Commercial & SME banking	Other Operations	Total
Operating income	23,460	72,804	46,240	**142,504**
Operating expenses	(23,331)	(48,939)	(63,094)	**(135,364)**
Income/loss from operations	**129**	**23,865**	**(16,854)**	**7,140**
Taxation charge	-	-	(2,968)	**(2,968)**
Net income for the period	**129**	**23,865**	**(19,822)**	**4,172**
Assets and Liabilities				
Segment assets	240,527	1,383,866	1,335,485	**2,959,878**
Investments in equity participations	-	-	105	**105**
Total assets	**240,527**	**1,383,866**	**1,335,590**	**2,959,983**
Segment liabilities	1,120,410	411,755	980,240	**2,512,405**
Shareholders' equity	-	-	447,578	**447,578**
Total liabilities and shareholders' equity	**1,120,410**	**411,755**	**1,427,818**	**2,959,983**

4. CASH AND CASH EQUIVALENTS

	2009	2008
Cash on hand	17,501	20,988
Balances with Central Bank	75,713	66,542
Cash and balances with central banks	**93,214**	**87,530**
Deposits with other banks and financial institutions	**59,455**	**238,926**
Other money market placements	**-**	**369,154**
Cash and cash equivalents in the statement of financial position	**152,669**	**695,610**
Less: Income accrual	(487)	(1,944)
Cash and cash equivalents in the statement of cash flows	**152,182**	**693,666**

As of 31 December 2009 and 2008, deposits and placements due from are as follows:

	2009				2008			
	Amount		Effective interest rate		Amount		Effective interest rate	
	Turkish Lira	Foreign Currency	Turkish Lira	Foreign Currency	Turkish Lira	Foreign Currency	Turkish Lira	Foreign Currency
Balances with central banks	51,721	23,992	5.20%	-	32,200	34,342	12.55%	0.15% - 1.18%
Deposits with other banks and financial institutions	12	59,443	-	0.20% - 0.70%	60,034	178,892	15.00%	0.15% - 3.85%
Other money market placements	-	-	-	-	369,154	-	15.00%	-
Total	**51,733**	**83,435**			**461,388**	**213,234**		

(Currency – In thousands of Turkish Lira (TL))

5. RESERVE DEPOSITS AT THE CENTRAL BANK

	2009	2008
- Foreign currency	47,982	68,555
Total	**47,982**	**68,555**

According to the regulations of the Central Bank of Turkish Republic ("the Central Bank"), banks are obliged to reserve a portion of certain liability accounts as specified in the related decree. Such mandatory reserves are not available for use in the Group's day to day operations.

As of 31 December 2009 and 2008, reserve deposit rates applicable for Turkish Lira and foreign currency liability accounts with the Central Bank are 5% and 9%, respectively (2008 – 6% and 9%).

Starting from 5 December 2008, the Central Bank has stopped paying interest over foreign currencies. As of 31 December 2009, the interest rates applied for Turkish Lira balances by the Central Bank is 5.2% (2008 – 12%).

6. TRADING SECURITIES

	2009		2008	
	Amount	Effective Interest Rate (%)	Amount	Effective Interest Rate (%)
Debt instruments				
Turkish government bonds	295	7.29-8.59	507	16.45-17.30
Turkish treasury bills	1	6.98	83	16.70-16.92
Foreign currency government bonds	77	2.66-6.86	86	2.83-5.56
Eurobonds issued by the Turkish government	333	0.76	287	5.85-8.81
Total trading securities	**706**		**963**	

Trading debt securities have fixed rates.

As of 31 December 2009 and 2008, none of the trading securities are kept as collateral or guarantee.

(Currency – In thousands of Turkish Lira (TL))

7. INVESTMENT SECURITIES

Available for Sale Securities

	2009		2008	
	Amount	**Effective Interest Rate (%)**	**Amount**	**Effective Interest Rate (%)**
Equity securities	278	-	279	-
Debt instruments				
Turkish government bonds	204,168	4.66-10.30	1,882	18.84-23.14
Eurobonds issued by Turkish government	9,936	5.56	8,899	7.51
Other debt securities	10,364	6.68	11,918	8.84
Total available for sale securities at fair value	**224,746**		**22,978**	

As of 31 December 2009, TL 190,887 (2008 – TL 11,918) of available for sale securities have floating interest rates and the remaining portion has fixed rates.

The movement in available for sale securities is summarized as follows:

Available for Sale Securities	**2009**	**2008**
At 1 January	22,978	54,938
Foreign exchange differences	(86)	2,642
Purchases	16,952	245,109
Transfer to cash collateral on securities borrowed	(5,696)	-
Transfer from/(to) held to maturity securities	189,532	(240,002)
Disposals (sale or redemption)	(2,546)	(39,709)
Revaluation effect on securities transferred from held to maturity securities	3,612	-
At 31 December	**224,746**	**22,978**

As of 31 December 2009, TL 41,069 (2008 – TL 8,898) of available-for-sale securities are kept as a guarantee for stock exchange and other money market operations.

Gains and losses from investment securities comprise:

	2009	**2008**
Derecognition of available-for-sale securities	6,036	1,250
	6,036	**1,250**

Held to Maturity Securities

	2009		2008	
	Amount	**Effective Interest Rate (%)**	**Amount**	**Effective Interest Rate (%)**
Debt instruments				
Turkish government bonds	-	-	143,856	17.87-21.00
Total available for sale securities at fair value	**-**		**143,856**	

As of 31 December 2008, TL 195,958 of held to maturity securities (including cash collateral on securities borrowed – Note 8) have floating interest rates and the remaining portion has fixed rates.

(Currency – In thousands of Turkish Lira (TL))

7. INVESTMENT SECURITIES (continued)

The movement in held to maturity securities is summarized as follows:

Held to Maturity Securities	2009	2008
At 1 January	143,856	-
Purchases	-	46,531
Transfer from collateral on securities borrowed	220,212	77,535
Transfer (to)/from available for sale securities	(189,532)	240,002
Transfer to cash collateral on securities borrowed	-	(220,212)
Disposals (sale or redemption)	(174,536)	-
At 31 December	**-**	**143,856**

As of 31 December 2008, TL 3,801 of held to maturity securities are kept as a guarantee for stock exchange and other money market operations.

The Parent Bank has sold a significant portion of its securities classified in held to maturity portfolio before the maturity dates of such securities in year 2009. For this reason, the Group can not classify its financial assets as held to maturity securities for the following two years beginning from 1 January 2009. The book value of the financial assets, which were previously classified as held to maturity securities and reclassified as available-for-sale securities after such sales transaction, is TL 193,144 as at 31 December 2009.

8. CASH COLLATERAL ON SECURITIES BORROWED

Carrying value of securities pledged under repurchase agreements is as follows:

	2009	2008
Available for sale securities	5,696	-
Held to maturity securities	-	220,212
Total	**5,696**	**220,212**

Repurchase agreements mature within one month.

Carrying value of liabilities that are related to such securities is as follows:

	2009	2008
Available for sale securities	5,653	-
Held to maturity securities	-	206,643
Total	**5,653**	**206,643**

(Currency – In thousands of Turkish Lira (TL))

9. LOANS AND ADVANCES

	2009						
	Amount				**Effective interest rate**		
	Turkish Lira	**Foreign Currency**	**Foreign Currency Indexed**	**Total**	**Turkish Lira**	**Foreign Currency**	**Foreign Currency Indexed**
Corporate loans	885,089	223,512	231,263	1,339,864	7.5-36.3	0.6-15.6	3.5-13.1
Consumer loans	146,789	-	24,238	171,027	8.6-30.6	-	4.5-14.7
Credit cards	34,429	365	-	34,794	54.0	-	-
Total loans	1,066,307	223,877	255,501	1,545,685			
Loans under follow-up	98,390	-	-	98,390			
Less: Allowance for losses on loans and advances	(64,215)	-	-	(64,215)			
Total	**1,100,482**	**223,877**	**255,501**	**1,579,860**			

	2008						
	Amount				**Effective interest rate**		
	Turkish Lira	**Foreign Currency**	**Foreign Currency Indexed**	**Total**	**Turkish Lira**	**Foreign Currency**	**Foreign Currency Indexed**
Corporate loans	675,827	311,999	368,741	1,356,567	15.1-63.2	2.4-16.6	5.0-15.0
Consumer loans	164,401	-	35,819	200,220	11.2-31.7	-	4.5-12.0
Credit cards	42,351	395	-	42,746	67.5	2.5	-
Total loans	882,579	312,394	404,560	1,599,533			
Loans under follow-up	53,365	-	-	53,365			
Less: Allowance for losses on loans and advances	(30,066)	-	-	(30,066)			
Total	**905,878**	**312,394**	**404,560**	**1,622,832**			

The portfolio reserve amounting to TL 7,703 (2008 – TL 6,824) for impairment is provided based on past experience, management's assessments of the current economic conditions and the quality and inherent risk in the credit portfolio of the Group. It is included in the total allowance presented in table above.

Movements in the allowance for impairment	**2009**	**2008**
Allowance at beginning of year	30,066	28,892
Charge for the year	48,260	40,031
Recoveries	(2,740)	(3,621)
Provision net of recoveries	45,520	36,410
Loans written off during the year	(11,371)	(35,236)
Allowance at end of year	**64,215**	**30,066**

As of 31 December 2009, loans and advances on which interest is not being accrued, or where interest is suspended amounted to TL 98,390 (2008 – TL 53,365).

As of 31 December 2009, TL 382,644 (2008 – TL 452,762) of loans and advances have floating interest rates and the remaining portion has fixed rates.

(Currency – In thousands of Turkish Lira (TL))

10. ASSETS HELD FOR SALE

Assets held for sale comprise property, acquired from defaulted loan customers and will be mainly realized through sale.

	2009	2008
Opening balance at 1 January	33,881	28,244
Additions	6,014	12,008
Disposals	(23,036)	(4,857)
Provision for impairment	1,578	(1,198)
Depreciation	(150)	(316)
Closing balance at 31 December	**18,287**	**33,881**

As of 31 December 2009, the impairment on assets held for sale, which is based on independent appraisal reports, is amounted to TL 2,328 (2008 – TL 4,549).

11. PROPERTY AND EQUIPMENT

	Buildings	Furniture and Office Equipment	Leased Assets	Motor Vehicles	Total
At 1 January 2009, net of accumulated depreciation and impairment	65,920	8,235	2,253	294	76,702
Additions	-	543	-	-	543
Disposals, net	-	(886)	(2)	(35)	(923)
Revaluation and impairment, net	(561)	-	-	-	(561)
Depreciation charge for the year	(1,495)	(1,996)	(944)	(112)	(4,547)
At 31 December 2009, net of accumulated depreciation and impairment	**63,864**	**5,896**	**1,307**	**147**	**71,214**
At 1 January 2009					
Cost	75,986	41,306	8,353	876	126,521
Revaluation	5,153	-	-	-	5,153
Accumulated depreciation	(15,219)	(33,071)	(6,100)	(582)	(54,972)
Net carrying amount	**65,920**	**8,235**	**2,253**	**294**	**76,702**
At 31 December 2009					
Cost	75,986	38,356	8,347	836	123,525
Revaluation and impairment, net (*)	4,592	-	-	-	4,592
Accumulated depreciation	(16,714)	(32,640)	(7,040)	(689)	(56,903)
Net carrying amount	**63,864**	**5,896**	**1,307**	**147**	**71,214**

(*) As of 31 December 2009, there is TL 699 impairment on buildings (2008 – None).

(Currency – In thousands of Turkish Lira (TL))

11. PROPERTY AND EQUIPMENT (continued)

	Buildings	Furniture and Office Equipment	Leased Assets	Motor Vehicles	Total
At 1 January 2008, net of accumulated depreciation and impairment	68,572	6,691	3,129	428	78,820
Additions	-	3,623	486	42	4,151
Disposals, net	-	(83)	(67)	-	(150)
Revaluation	569	-	-	-	569
Depreciation charge for the year	(3,221)	(1,996)	(1,295)	(176)	(6,688)
At 31 December 2008, net of accumulated depreciation and impairment	**65,920**	**8,235**	**2,253**	**294**	**76,702**
At 1 January 2008					
Cost	75,986	47,244	8,445	834	132,509
Revaluation	4,584	-	-	-	4,584
Accumulated depreciation	(11,998)	(40,553)	(5,316)	(406)	(58,273)
Net carrying amount	**68,572**	**6,691**	**3,129**	**428**	**78,820**
At 31 December 2008					
Cost	75,986	41,306	8,353	876	126,521
Revaluation	5,153	-	-	-	5,153
Accumulated depreciation	(15,219)	(33,071)	(6,100)	(582)	(54,972)
Net carrying amount	**65,920**	**8,235**	**2,253**	**294**	**76,702**

12. INTANGIBLE ASSETS

Software Licenses and Other	**2009**	**2008**
Beginning of the year, net of accumulated amortization	2,672	2,100
Additions	122	1,366
Disposals, net	-	-
Amortization charge for the year	(746)	(794)
At the end of the year, net of accumulated amortization	**2,048**	**2,672**
Beginning of the year		
Cost	17,542	16,187
Accumulated amortization	(14,870)	(14,087)
Net carrying amount	**2,672**	**2,100**
At the end of the year		
Cost	17,660	17,542
Accumulated amortization	(15,612)	(14,870)
Net carrying amount	**2,048**	**2,672**

(Currency – In thousands of Turkish Lira (TL))

13. OTHER ASSETS

	2009	2008
Transitory receivables	15,435	13,388
Collaterals given (*)	922	38,575
Prepaid expenses	905	1,614
Receivables from credit cards and debit cards	566	1,724
Office supply inventory	508	746
Payments for mutual funds	389	259
Other equity participations (**)	104	105
Others	4,157	3,837
	22,986	**60,248**

(*) As of 31 December 2008, the majority of collaterals are given against derivative transactions such as currency default swaps.
(**) As of 31 December 2009, TL 53 provision has been provided for impairment on equity participations.

14. DEPOSITS

Deposits from Banks

	2009				2008			
	Amount		Effective interest rate		Amount		Effective interest rate	
	Turkish Lira	Foreign currency	Turkish Lira	Foreign currency	Turkish Lira	Foreign currency	Turkish Lira	Foreign currency
Demand	22	88	-	-	189	303	-	-
Time	-	3,011	-	2.85	16,207	-	14.75	-
Total	**22**	**3,099**			**16,396**	**303**		

Deposits from Customers

	2009				2008			
	Amount		Effective interest rate		Amount		Effective interest rate	
	Turkish Lira	Foreign currency	Turkish Lira	Foreign currency	Turkish Lira	Foreign currency	Turkish Lira	Foreign currency
Saving								
Demand	7,157	16,332	-	-	6,153	14,189	-	-
Time	535,968	388,081	5.13-17.01	0.50-4.19	728,688	379,734	10.45-27.38	1.26-8.56
	543,125	**404,413**			**734,841**	**393,923**		
Commercial and other								
Demand	38,671	38,441	-	-	42,344	23,864	-	-
Time	142,573	289,959	5.10-13.01	0.10-3.35	167,189	153,305	10.47-27.37	1.77-8.32
	181,244	**328,400**			**209,533**	**177,169**		
Total	**724,369**	**732,813**			**944,374**	**571,092**		

(Currency – In thousands of Turkish Lira (TL))

14. DEPOSITS (continued)

Other Money Market Deposits

	2009				2008			
	Amount		Effective interest rate		Amount		Effective interest rate	
	Turkish Lira	Foreign currency	Turkish Lira	Foreign currency	Turkish Lira	Foreign currency	Turkish Lira	Foreign currency
Obligations under repurchase agreements:								
-Due to customers	139	-	5.50	-	3,180	-	14.31-15.22	-
-Due to banks & mutual funds	5,514	-	6.60	-	203,463	-	13.49-15.11	-
	5,653	**-**			**206,643**	**-**		
Interbank deposits	-	-	-	-	376	-	15.01	-
Total	**5,653**	**-**			**207,019**	**-**		

15. FUNDS BORROWED

	2009				2008			
	Amount		Effective interest rate		Amount		Effective interest rate	
	Turkish Lira	Foreign Currency	Turkish Lira	Foreign Currency	Turkish Lira	Foreign Currency	Turkish Lira	Foreign Currency
Short term								
Fixed interest	7,588	16,525	7.12-14.50	1.84-5.55	22,660	181,531	13.42-18.92	1.82-6.86
Floating interest	-	44,324	-	0.93-1.37	-	369,951	-	2.90-5.16
Medium/long term								
Fixed interest	-	-	-	-	-	11,925	-	3.36-6.12
Floating interest	-	76,986	-	0.60-2.47	-	114,699	-	1.99-4.67
Finance lease	-	137	-	-	-	1,366	-	-
Total	**7,588**	**137,972**			**22,660**	**679,472**		

Floating rate borrowings bear interest at rates fixed in advance for period of 6 months.

The short term and medium/long term allocation of funds borrowed are based on the contractual payment period.

Repayments of medium/long term borrowing are as follows:

	2009	2008
2009	-	15,862
2010	43,787	48,894
2011	33,199	61,868
Total	**76,986**	**126,624**

(Currency – In thousands of Turkish Lira (TL))

15. FUNDS BORROWED (continued)

The Group did not have any defaults of principal, interest or redemption amounts or other breaches of loan covenants during 2009 (2008 – none).

Finance Leases:

	2009	2008
Finance lease repayment schedule		
No later than 1 year	139	1,289
Later than 1 year and no later than 5 years	2	141
Total minimum finance lease obligations	**141**	**1,430**
Less amounts representing finance charges	(4)	(64)
Present value of minimum finance lease obligations	**137**	**1,366**
Representing finance lease liabilities, net	137	1,366
Current	135	1,229
Over 1 year	2	136
Over 2 years	-	1
Over 3 years	-	-
	137	**1,366**

16. OTHER LIABILITIES AND PROVISIONS

	2009	2008
Other liabilities		
Transfer orders	27,702	27,088
Payables for credit card settlements	6,475	7,344
Taxes and funds payable	4,722	9,484
Transitory payables	2,261	3,347
Advances taken	394	1,837
Blocked checks	23	171
Others	1,398	4,691
	42,975	**53,962**
Provisions		
Employee termination benefits	2,144	1,456
Employee vacation pay liability	2,521	2,590
	4,665	**4,046**
Total	**47,640**	**58,008**

The movement in provision for employee termination benefits is as follows:

	2009	2008
At 1 January	1,456	1,454
Interest cost	90	96
Effects of change in actuarial assumptions	23	40
Paid during the year	(1,938)	(2,278)
Provision for the year	2,513	2,144
At 31 December	**2,144**	**1,456**

(Currency – In thousands of Turkish Lira (TL))

16. OTHER LIABILITIES AND PROVISIONS (continued)

Employee Termination Benefits

In accordance with existing social legislation, the Bank and its subsidiaries incorporated in Turkey are required to make lump-sum payments to employees whose employment is terminated due to retirement or for reasons other than resignation or misconduct. In Turkey, such payments are calculated on the basis of 30 days' pay (limited to a maximum of TL 2.37 and TL 2.17 at 31 December 2009 and 2008, respectively) per year of employment at the rate of pay applicable at the date of retirement or termination. In the consolidated financial statements as of 31 December 2009 and 2008, the Group reflected a liability calculated using the Projected Unit Credit Method and based upon factors derived using their experience of personnel terminating their services and being eligible to receive retirement pay and discounted by using the current market yield on government bonds at the date of financial position.

The annual ceiling has been increased to TL 2.43 effective 1 January 2010.

The principal actuarial assumptions used at the dates of financial position are as follows:

	2009	2008
Discount rate	5.92	6.26
Expected rates of salary/limit increases	4.80	5.40

Actuarial gains / losses arising from changes in discount rates and expected rates of salary / limit increases and other demographic assumptions are recognized in the consolidated statement of comprehensive income in the period they occur.

17. INCOME TAXES

General Information

The Group is subject to taxation in accordance with the tax procedures and the legislation effective in Turkey and in Northern Cyprus (for its subsidiary).

In Turkey, effective from 1 January 2006 corporate tax rate is reduced to 20%. Corporate tax returns are required to be filed by the twenty-fifth day of the fourth month following the year-end date of financial position and taxes must be paid in one installment by the end of the fourth month. The tax legislation provides for a temporary tax of 20% to be calculated and paid based on earnings generated for each quarter. The amounts thus calculated and paid are offset against the final corporate tax liability for the year.

Corporate tax losses can be carried forward for a maximum period of five years following the year in which the losses were incurred. The tax authorities can inspect tax returns and the related accounting records for a retrospective maximum period of five years.

(Currency – In thousands of Turkish Lira (TL))

17. INCOME TAXES (continued)

The Bank and its subsidiary Tekstil Menkul are subject to taxation in accordance with the tax procedures and the legislation effective in Turkey. ETB is subject to tax legislation in Northern Cyprus.

As of 31 December 2009 and 2008, effective tax rate of consolidated foreign subsidiary established in Northern Cyprus is 2%.

Major components of income tax expense for the years ended 31 December 2009 and 2008 are:

	2009	2008
Consolidated statement of comprehensive income		
Current income tax	2,425	130
Deferred income tax		
Relating to origination and reversal of temporary differences	1,082	2,838
Income tax expense reported in consolidated statement of comprehensive income	**3,507**	**2,968**

The reconciliation between tax expense and the product of accounting profit multiplied by the statutory income tax rate of the Bank for the years ended 31 December 2009 and 2008 is as follows:

	2009	2008
Profit before Income Tax	19,559	7,140
At Turkish statutory income tax rate of 20%	3,912	1,428
Effect of different tax rate	77	1,097
Tax exempt income	(719)	(114)
Non-deductible expenses	209	394
Valuation allowance (differences for which no deferred tax accounted)	67	123
Others, net	(39)	40
Income tax expense	**3,507**	**2,968**

(Currency – In thousands of Turkish Lira (TL))

17. INCOME TAXES (continued)

Deferred Income Tax

Deferred income tax at 31 December relates to the following:

	Consolidated Statement of Financial Position		Recognized under Statement of Comprehensive Income & Equity	
	2009	**2008**	**2009**	**2008**
Deferred income tax liabilities				
Valuation and depreciation differences of property and equipment	112	141	29	55
Gross deferred income tax liabilities	**112**	**141**	**29**	**55**
Deferred income tax assets				
Liability for defined benefit plans and unused vacation pay liability	885	791	94	27
Reserve for loan losses	932	1,035	(103)	(852)
Valuation differences of securities	736	804	68	616
Valuation differences of derivatives	110	1,127	(1,107)	(2,864)
Others	404	428	(24)	152
Gross deferred income tax assets	**3,067**	**4,185**	**(1,118)**	**(2,921)**
Deferred income tax asset / (expense), net	**2,955**	**4,044**	**(1,089)**	**(2,866)**

As at 31 December 2009, the Group has not recognized deferred tax assets amounting to TL 186 since it is not probable that future taxable profit will be available against which the Group can utilise the benefits thereafter in accordance with the business plan for the coming years.

Movement of net deferred tax liability/asset can be presented as follows:

	2009	**2008**
Deferred tax asset, net at 1 January	4,044	6,910
Deferred income tax recognized under profit or loss	(1,082)	(2,838)
Deferred income tax recognized under shareholders' equity (*)	(7)	(28)
Deferred tax asset, net at 31 December	**2,955**	**4,044**

(*) The change in deferred tax liability of TL 7 results from the revaluation surplus on buildings and is recognized under shareholders' equity.

Current Income Tax Payable

Income tax payable at 31 December relates to the following:

	2009	**2008**
Current income tax charge	2,425	130
Prepaid income taxes	(1,791)	-
Income tax payable, net at 31 December	**634**	**130**

(Currency – In thousands of Turkish Lira (TL))

18. DERIVATIVES

In the ordinary course of business, the Group enters into various types of transactions that involve derivative financial instruments. A derivative financial instrument is a financial contract between two parties where payments are dependent upon movements in price in one or more underlying financial instruments, reference rates or indices. Derivative financial instruments include forwards, swaps, futures and options.

The table below shows the favorable (assets) and unfavorable (liabilities) fair values of derivative financial instruments. The notional amount is the amount of a derivative's underlying asset, reference rate or index and is the basis upon which changes in the value of derivatives are measured. The notional amounts indicate the volume of transactions outstanding at year-end and are neither indicative of the market risk nor credit risk.

	2009			2008		
	Fair value assets	**Fair value liabilities**	**Notional amount in Turkish Lira equivalent**	**Fair value assets**	**Fair value liabilities**	**Notional amount in Turkish Lira equivalent**
Derivatives held for trading						
Forward purchase contract	415	719	269,542	2,239	3,787	270,403
Forward sale contract	694	1,250	270,382	4,177	1,461	269,121
Currency swap purchase	400	1,060	416,796	46	3,753	246,765
Currency swap sale	1,446	274	416,452	855	208	250,539
Options purchase contract	136	218	210,650	113	-	20,914
Options sale contract	4	123	210,633	-	130	20,913
Credit default swap contracts	-	-	-	-	3,612	120,984
Total	**3,095**	**3,644**	**1,794,455**	**7,430**	**12,951**	**1,199,639**

Derivative financial instruments held for trading purposes:

The fair value of derivative financial instruments is calculated by using forward exchange rates at the date of financial position. In the absence of reliable forward rate estimations in a volatile market, current market rate is considered to be the best estimate of the present value of the forward exchange rates.

The table below shows the the notional amounts of derivative instruments analyzed by the term to maturity.

31 December 2009	**Up to 1 month**	**1 to 3 months**	**3 to 6 months**	**6 to 12 months**	**Over 1 year**	**Total**
Currency forwards:						
Purchases	236,015	21,456	12,071	-	-	269,542
Sales	236,834	21,487	12,061	-	-	270,382
Currency swaps:						
Purchases	397,867	7,209	11,720	-	-	416,796
Sales	397,396	7,315	11,741	-	-	416,452
Currency options:						
Purchases	164,728	18,679	20,232	7,011	-	210,650
Sales	164,712	18,679	20,231	7,011	-	210,633
Total of purchases	798,610	47,344	44,023	7,011	-	896,988
Total of sales	798,942	47,481	44,033	7,011	-	897,467
Total of transactions	**1,597,552**	**94,825**	**88,056**	**14,022**	**-**	**1,794,455**

(Currency – In thousands of Turkish Lira (TL))

18. DERIVATIVES (continued)

31 December 2008	Up to 1 month	1 to 3 months	3 to 6 months	6 to 12 months	Over 1 year	Total
Currency forwards:						
Purchases	147,936	114,246	8,221	-	-	270,403
Sales	146,850	114,168	8,103	-	-	269,121
Currency swaps:						
Purchases	217,870	25,794	3,101	-	-	246,765
Sales	220,176	27,152	3,211	-	-	250,539
Currency options:						
Purchases	14,905	6,009	-	-	-	20,914
Sales	14,903	6,010	-	-	-	20,913
Total of purchases	380,711	146,049	11,322	-	-	538,082
Total of sales	381,929	147,330	11,314	-	-	540,573
Credit default swaps	-	-	-	-	120,984	120,984
Total of transactions	**762,640**	**293,379**	**22,636**	**-**	**120,984**	**1,199,639**

As of 31 December 2009 and 2008, the majority of outstanding transactions in derivative financial instruments were with the banks and financial institutions.

19. SHARE CAPITAL

	2009	2008
Number of common shares, TL 0.1 (in full TL), par value (Authorized and issued)	4.200.000.000	4.200.000.000

As of 31 December 2009 and 2008, the Bank's subscribed and issued share capital in historical terms are TL 420,000.

The movement of the share capital of the Bank (in numbers and in historical TL) is as follows:

	2009		2008	
	Number	TL	Number	TL
At 1 January	4.200.000.000	420,000	3.000.000.000	300,000
Shares issued in				
- cash	-	-	600.000.000	60,000
- retained earnings and reserves	-	-	600.000.000	60,000
At 31 December	**4.200.000.000**	**420,000**	**4.200.000.000**	**420,000**

During the prior period, the Bank increased its share capital by TL 120,000, consisting of TL 60,000 of cash, TL 50,551 from retained earnings and TL 9,449 from adjustment to share capital.

(Currency – In thousands of Turkish Lira (TL))

19. SHARE CAPITAL (continued)

As of 31 December 2009 and 2008, the composition of shareholders and their respective percentage of ownership in historical terms can be summarized as follows:

	2009		2008	
	Amount	**%**	**Amount**	**%**
GSD Holding A.Ş.	317,101	75.50	317,101	75.50
Publicly held	102,899	24.50	102,899	24.50
Total	**420,000**	**100.00**	**420,000**	**100.00**

20. LEGAL RESERVES AND RETAINED EARNINGS

Movement in legal reserves and retained earnings is as follows:

	2009			2008		
	Legal Reserves	**Retained Earnings**	**Total**	**Legal Reserves**	**Retained Earnings**	**Total**
At 1 January	**3,664**	**17,995**	**21,659**	**1,541**	**66,497**	**68,038**
Net profit for the year	-	16,052	16,052	-	4,172	4,172
Transfer from retained earnings	629	(629)	-	2,123	(2,123)	-
Transfer to share capital	-	-	-	-	(50,551)	(50,551)
At 31 December	**4,293**	**33,418**	**37,711**	**3,664**	**17,995**	**21,659**

Legal Reserves

The legal reserves consist of first and second legal reserves in accordance with the Turkish Commercial Code. The first legal reserve is appropriated out of the statutory profits at the rate of 5%, until the total reserve reaches a maximum of 20% of the entity's share capital. The second legal reserve is appropriated at the rate of 10% of all distributions in excess of 5% of the entity's share capital. The first and second legal reserves are not available for distribution unless they exceed 50% of the share capital, but may be used to absorb losses in the event that the general reserve is exhausted.

21. DIVIDENDS PAID AND PROPOSED

As of 31 December 2009 and 2008, the Group did not distribute any dividends to shareholders in respect of 2009 and 2008 profits.

22. EARNINGS PER SHARE

Basic earnings per share (EPS) amounts are calculated by dividing the net profit for the year attributable to ordinary equity holders of the parent by the weighted average number of ordinary shares outstanding during the year.

In Turkey, companies can increase their share capital by making a pro rata distribution of shares ("Bonus Shares") to existing shareholders without consideration for amounts resolved to be transferred to share capital from retained earnings and revaluation surplus. For the purpose of the EPS calculation, such Bonus Share issues are regarded as stock dividends. Dividend payments, which are immediately reinvested in the shares of the Bank are regarded similarly. Accordingly, the weighted average number of shares used in EPS calculation is derived by giving retroactive effect to the issue of such shares without consideration through 31 December 2009.

(Currency – In thousands of Turkish Lira (TL))

22. EARNINGS PER SHARE (continued)

There is no dilution of the shares as at 31 December 2009 and 2008.

The following reflects the income (in Kr) and share data used in the basic earnings per share computations

	2009	2008
Net profit attributable to ordinary equity holders of the parents for basic earnings per share	0.38	0.10
Weighted average number of ordinary shares for basic earnings per share	4.200.000.000	4.200.000.000

23. RELATED PARTY DISCLOSURES

Parties are considered to be related if one party has the ability to control the other party or exercise significant influence over the other party in making the financial and operating decisions. The Group is controlled by GSD Holding A.Ş., who owns 75.50% (2008 - 75.50%) of ordinary shares. For the purpose of these consolidated financial statements, shareholders, and GSD Group companies are referred to as related parties. Related parties also include individuals that are principal owners, management and members of the Group's Board of Directors and their families.

In the course of conducting its banking business, the Group conducted various business transactions with related parties on commercial terms and at rates which approximate market rates.

Related party		Cash Loans & Due From Banks	Non-cash loans	Deposits taken	Notional amount of derivative transactions	Interest Income	Interest expense	Other operating income	Other operating expense
Shareholders	2009	7,607	-	1,002	-	351	243	1	-
	2008	8,392	-	2,566	-	433	635	-	-
Others(*)	2009	78,023	3,874	32,974	28,327	4,169	3,791	97	763
	2008	32,503	5,722	65,637	4,616	5,376	3,090	276	469
Directors' interests	2009	58	-	10,745	-	-	1,044	2	3,603
	2008	51	-	10,488	-	-	1,294	-	3,714

(*) Others represent the shareholders and group companies of GSD Holding.

Compensation of Key Management Personnel of the Group

For the year ended 31 December 2009, the executive and non-executive member of Board of Directors and management received remuneration and fees totaling approximately TL 3,603 (2008 – TL 3,714) comprising salaries and other short-term benefits.

24. FEE AND COMMISSION INCOME AND EXPENSE

	2009	2008
Fee and commission income		
Letters of guarantee	10,215	13,329
Letters of credit	564	1,017
Total	**10,779**	**14,346**
Fees and commission expense		
Corresponding bank fees	(4,317)	(4,076)
Total	**(4,317)**	**(4,076)**

(Currency – In thousands of Turkish Lira (TL))

25. INCOME FROM BANKING SERVICES

	2009	2008
Income from credit cards	3,727	5,183
Income from fee management	3,480	2,843
Charges regarding account transactions	1,517	707
Charges regarding fund transfers	1,013	1,140
Income from check transactions	805	1,491
Income from insurance brokerage	568	670
Others	5,030	6,439
Total	**16,140**	**18,473**

26. SALARIES AND EMPLOYEE BENEFITS

	2009	2008
Personnel expenses		
Wages and salaries	48,633	63,954
Other fringe benefits	9,224	12,526
Cost of defined contribution plan (employers' share of social security premiums)	5,464	9,160
Provision for employee termination benefits and unused vacation pay liability	619	83
Total	**63,940**	**85,723**

As of 31 December 2009 and 2008, the number of employees is:

	2009	2008
The Bank	940	1,410
Subsidiaries	44	41
Total	**984**	**1,451**

27. OTHER INCOME

	2009	2008
Collections from loans written off in prior years	1,286	555
Income from sale of property, equipment and assets held for sale	1,112	1,633
Others	2,518	1,575
Total	**4,916**	**3,763**

(Currency – In thousands of Turkish Lira (TL))

28. GENERAL AND ADMINISTRATIVE EXPENSES

	2009	2008
Rent expenses	9,446	10,042
Communication expenses	3,380	3,458
Heating and lighting expenses	1,890	2,065
Transportation expenses	1,875	2,744
Maintenance expense	1,243	1,649
Insurance expenses	818	959
Advertising expenses	636	1,369
Computer expenses	220	234
Others	5,044	6,112
Total	**24,552**	**28,632**

29. OTHER EXPENSES

	2009	2008
Loss on sale of fixed assets	2,462	119
Saving deposit insurance fund premium	2,189	2,393
Provision for impairment of buildings & assets held for sale	2,131	1,198
Consultancy expenses	677	786
Others	781	1,995
Total	**8,240**	**6,491**

30. COMMITMENTS AND CONTINGENCIES

In the normal course of business activities, the Bank and its subsidiaries undertake various commitments and incur certain contingent liabilities that are not presented in the financial statements including:

	2009	2008
Letters of guarantee	658,495	822,215
Letters of credit	70,640	135,126
Acceptance credits	305	9,813
Other guarantees	26,126	37,015
Total non-cash loans	**755,566**	**1,004,169**
Other commitments	107,619	97,109
Credit card limits	200,692	206,354
Total	**1,063,877**	**1,307,632**

Operating Lease Commitments - Group as Lessee

The Group has entered into commercial leases on branch premises. These leases have an average life of between 1 and 5 years and with renewal option in the contracts. There are no restrictions placed upon the lessee by entering into these leases. There are no non-cancelable operating leases.

30. COMMITMENTS AND CONTINGENCIES (continued)

Litigation

(i) A customer has sued the Bank in year 1998 with the claim that his deposit money has been withdrawn from his account with forged documents. The amount is 1,299,213 Australian Dollars (equivalent to TL 1,745). The trial is still in progress and no provision has been provided as professional legal advice indicates that it is unlikely that any loss will arise.

(ii) In the normal course of its operations, the Group can be constantly faced with legal disputes, claims and complaints. The necessary provision, if any, for those cases are provided based on management estimates and professional advice.

Fiduciary Activities

The Group provides custody, investment management and advisory services to third parties. Those assets that are held in a fiduciary capacity are not included in these consolidated financial statements.

The Group also manages 4 open-ended investment funds (2008 - 4 open-ended investment funds), which were established under the regulations of the Turkish Capital Market Board. In accordance with the funds' charters, the Group purchases and sells securities on behalf of funds, markets their participation certificates and provides other services in return for a management fee and undertakes management responsibility for their operations. Management fee and commission income received from investment funds amounted to TL 3,480 for the year ended 31 December 2009 (2008 – TL 2,843).

As of 31 December 2009, the Group had investment custody accounts amounting to TL 89,250 (2008 – TL 105,145)

31. FINANCIAL RISK MANAGEMENT

General

A dedicated member of the Board is assigned as Risk Supervisor heads the Risk Management Group. The Group reports to the Board of Directors and establishes the policies, procedures, parameters and rules for risk management of the Bank and develops risk management strategies. The Group also sets critical risk limits and parameters for liquidity risk, credit risk, foreign exchange risk and interest rate risk and; through close monitoring of the markets and overall economy, such limits are changed as necessary. These limits and implementation policies are distributed to various levels of authorities in order to enhance control effectiveness. The Bank's risk positions are reported to the Board of Directors on a daily and weekly basis. Additionally, the Group reviews the latest figures and projections for the Bank's profit and loss accounts and statement of financial position, liquidity position, interest and foreign exchange exposures, as well as yield analysis and macroeconomic environment.

The Asset and Liability Management Committee ("ALCO") sets the strategies concerning interest rate risk, foreign exchange risk and liquidity. ALCO meets weekly to review the latest figures on liquidity position, interest rate risk exposures, foreign exchange risk exposure, capital adequacy and the macroeconomic environment.

The objective of the Bank's Asset and Liability Management and use of financial instruments are to limit the Bank's exposure to liquidity risk, interest rate risk and foreign exchange risk, while ensuring that the Bank has sufficient capital adequacy and is using its capital to maximize net interest income.

31. FINANCIAL RISK MANAGEMENT (continued)

Audit Committee

The Audit Committee consists of two members of the Board of Directors. The Audit Committee, established to assist the Board of Directors in its auditing and supervising activities, is responsible for:

- the supervision of the efficiency and effectiveness of the internal control, risk management and internal audit systems of the Bank, functioning of these systems as well as accounting and reporting systems within the framework of related procedures, and the integrity of information generated;
- the preliminary assessment on the selection process of independent audit firms and the systematic monitoring of the activities of these companies;
- the maintenance and coordination of the internal audit functions of corporations subject to consolidated internal audits.

Credit Risk

Financial instruments contain an element of risk that the counterparties may be unable to meet the terms of the agreements. The Bank's exposure to credit risk is concentrated in Turkey, where the majority of the activities are carried out. This risk is monitored by strictly adhering to credit risk ratings and managed by limiting the aggregate risk to any individual counterparty, group of companies and industry. The Bank has in place effective credit evaluation, disbursement and monitoring procedures, and senior management supports those control procedures. The credit risk is well diversified in general and does not concentrate in any one industry/sector nor does it single out companies of one specific size.

Exposure to credit risk is managed through regular analysis of the ability of immediate and potential borrowers to meet principal and interest repayment obligations and by changing these lending limits where appropriate. Exposure to credit risk is also managed in part by obtaining collateral as well as corporate and personal guarantees.

The credibility of the debtors of the Bank is assessed periodically in accordance with the “Communiqué on Methods and Principles for the Determination of Loans and Other Receivables to be Reserved for and Allocation of Reserves”.

The risks and limits derived from treasury and client based commercial transactions are followed up daily. Additionally, the control of the limits of the correspondent banks, is determined by their ratings and the control of the accepted risk level in relation to the Bank’s equity, is performed daily. The risk concentration of the off-balance sheet transactions are followed up using the Information Technology System.

The Board of Directors determines transaction limits for the forward and other similar agreement positions held by the Bank and transactions are handled within these limits.

As at 31 December 2009, the share of the Group's receivables from its top 100 cash credit customers in its total cash loan portfolio is 55% (2008 – 43%).

As at 31 December 2009, the share of the Group's receivables from its top 100 non-cash customers in its total non-cash loan portfolio is 69% (2008 – 63%).

(Currency – In thousands of Turkish Lira (TL))

31. FINANCIAL RISK MANAGEMENT (continued)

Exposure to credit risk:

Loans and advances to customers	**31 December 2009**	**31 December 2008**
Individually impaired	98,390	53,365
Allowance for impairment (*)	(64,215)	(30,066)
Carrying amount	**34,175**	**23,299**
Collectively impaired	-	-
Allowance for impairment	-	-
Carrying amount	**-**	**-**
Past due but not impaired	42,554	57,065
Carrying amount	**42,554**	**57,065**
Neither past due nor impaired	1,489,200	1,542,305
Loans with renegotiated terms	13,931	163
Carrying amount	**1,503,131**	**1,542,468**
Total carrying amount	**1,579,860**	**1,622,832**

(*) As of 31 December 2009, allowance for impairment includes TL 7,703 (2008 – TL 6,824) of portfolio reserve, which is provided on past experience and management assessments of current economic environment and overall loan portfolio.

Impaired loans and receivables

Impaired loans and receivables are loans and receivables for which the Group determines that it is probable that it will be unable to collect all principal and interest due according to the contractual terms of the loan agreements.

Past due but not impaired loans

Loans and receivables where contractual interest or principal payments are past due but the Group believes that impairment is not appropriate on the basis of the level of security / collateral available and / or the stage of collection of amounts owed to the Group.

Loans with renegotiated terms

Loans with renegotiated terms are loans that have been restructured due to temporary deterioration in the borrower's financial position and where the Group has made concessions that it would not otherwise consider. Once the loan is restructured it remains in this category independent of satisfactory performance after restructuring.

Allowances for impairment

The Group establishes an allowance for impairment losses that represents its estimate of incurred losses in its loan portfolio.

Write-off policy

A write off is made when all or part of a loan is deemed uncollectible or in the case of debt forgiveness. Such loans are written off with the approval of the Board of Directors after all the necessary procedures have been completed and the amount of the loss has been determined.

(Currency – In thousands of Turkish Lira (TL))

31. FINANCIAL RISK MANAGEMENT (continued)

Set out below is an analysis of the gross and net (of allowances for impairment) amounts of individually impaired assets by risk grade.

	Loans and advances to customers	
31 December 2009	**Gross**	**Net**
Grade 6 : Loans and Receivables with Limited Collectibility	8,106	4,731
Grade 7 : Loans and Receivables with Doubtful Collectibility	39,848	18,962
Grade 8 : Uncollectible Loans and Receivables	50,436	18,185
Portfolio reserve	-	(7,703)
Total	**98,390**	**34,175**

31 December 2008	**Gross**	**Net**
Grade 6 : Loans and Receivables with Limited Collectibility	23,410	17,636
Grade 7 : Loans and Receivables with Doubtful Collectibility	17,443	9,243
Grade 8 : Uncollectible Loans and Receivables	12,512	3,244
Portfolio reserve	-	(6,824)
Total	**53,365**	**23,299**

As of 31 December 2009 and 2008, the Group has no allowance for other assets such as loans and advances to banks and marketable securities. The Group has provided impairment for equity participations recorded under other assets, assets held for sale and buildings as of 31 December 2009 amounting to TL 53, TL 2,328 and TL 699, respectively (2008 – TL 4,549 for assets held for sale, none for participations and buildings).

Collateral policy

The Group holds collateral against loans and advances to customers in the form of mortgage interests over property, other registered securities over assets, and guarantees. Estimates of fair value are based on the value of collateral assessed at the time of borrowing, and generally are not updated except when a loan is individually assessed as impaired. Collateral generally is not held over loans and advances to banks, except when securities are held as part of reverse repurchase and securities borrowing activity.

The breakdown of cash and non-cash loans and advances to customers by type of collateral is as follows:

Cash Loans	**2009**	**2008**
Secured loans:	1,201,969	1,266,047
Secured by mortgages	333,829	425,219
Secured by cash collateral	63,799	45,047
Secured by other collateral (pledge on assets, corporate and personal guarantees, promissory notes)	804,341	795,781
Unsecured loans	343,716	333,486
Impaired loans, net	34,175	23,299
Total	**1,579,860**	**1,622,832**

(Currency – In thousands of Turkish Lira (TL))

31. FINANCIAL RISK MANAGEMENT (continued)

Non-cash Loans	2009	2008
Secured loans:	607,908	850,493
Secured by mortgages	49,794	78,496
Secured by cash collateral	14,017	10,152
Secured by other collateral (pledge on assets, corporate and personal guarantees, promissory notes)	544,097	761,845
Unsecured loans	147,658	153,676
Total	**755,566**	**1,004,169**

An estimate of the fair value of collateral held against non-performing loans and receivables is as follows:

	2009	2008
Secured by mortgages	46,487	19,168
Pledge on vehicles	4,521	2,909
Secured by other collateral	641	32
Unsecured	46,741	31,256
Total	**98,390**	**53,365**

The Bank and its subsidiaries monitor concentrations of credit risk by sector and by geographic location. An analysis of concentrations of non-performing loans is shown below:

By sector	2009	2008
Construction	14,362	1,582
Textile	12,027	9,920
Automotive	10,803	6,215
Food	6,733	3,151
Chemistry and plastics	6,616	4,665
Agriculture and stockbreeding	1,973	1,246
Manufacturing	1,028	2,519
Finance	645	3
Electronics	394	67
Consumer loans and credit cards	23,344	10,656
Other	20,465	13,341
Total non-performing loans	**98,390**	**53,365**

By geographic location	2009	2008
Turkey	98,390	53,365
Total non-performing loans	**98,390**	**53,365**

(Currency – In thousands of Turkish Lira (TL))

31. FINANCIAL RISK MANAGEMENT (continued)

Industry exposure information for cash loans and non-cash loans is as follows:

	2009		2008	
	Cash	**Non-cash**	**Cash**	**Non-cash**
Construction	205,425	257,216	168,423	364,485
Finance	235,862	84,015	78,963	102,888
Food and Beverages and Tobacco	125,770	34,894	168,720	39,280
Iron and Steel	88,682	20,684	32,218	46,965
Energy	38,079	65,218	82,245	67,540
Textile, Fabrics and Yarn Industry	78,408	24,072	127,298	41,213
Service	86,330	16,081	117,370	21,737
Manufacturing	53,527	36,093	61,796	55,141
Automotive Industry	54,815	25,439	104,438	38,757
Chemical Industry	42,222	16,718	43,815	19,942
Optics and Electrical Equipments	24,102	34,600	27,108	37,719
Tourism	38,372	11,421	35,107	12,037
Foreign Trade	22,747	18,895	27,978	31,551
Agriculture	9,853	11,546	16,284	19,349
Main metal product, processed materials	12,006	3,543	41,602	18,243
Paper Production and Publishing	5,806	4,615	10,664	9,834
Others	217,858	77,859	212,538	62,966
Corporate loans	1,339,864	742,909	1,356,567	989,647
Consumer loans	205,821	12,657	242,966	14,522
Loans in arrears	98,390	-	53,365	-
Provision for possible loan losses	(64,215)	-	(30,066)	-
Total	**1,579,860**	**755,566**	**1,622,832**	**1,004,169**

Liquidity Risk

Liquidity risk occurs when there is an insufficient amount of cash or cash inflows to fulfill the cash outflows in full and on time, resulting from the unstable cash inflows.

Liquidity risk may occur when there is an inadequate market penetration and the open positions cannot be closed on a timely basis with an appropriate price and sufficient amount due to barriers and break-ups at the markets.

A main objective of the Bank's asset and liability management is to ensure that sufficient liquidity is available to meet the Bank's commitments to customers and counterparties. The Bank achieves this through the maintenance of a stock of high quality liquid assets.

Net outflows are monitored on a daily basis and the required minimum liquidity stock can be increased if these outflows exceed the predetermined target levels. The available free lines in the ISE (Istanbul Stock Exchange) Settlement and Custody Bank’s Stock Exchange Money Market, Interbank and secondary market are monitored frequently. Regarding maturity mismatch risk in the statement of financial position, the maximum limits have been set by the Board of Directors.

(Currency – In thousands of Turkish Lira (TL))

31. FINANCIAL RISK MANAGEMENT (continued)

Residual contractual maturities of financial liabilities (excluding derivatives)

31 December 2009	Carrying amount	Gross nominal outflow	Demand	Less than one month	1-3 months	3 months to 1 year	1-5 years	More than 5 years
Deposits from banks	3,121	3,121	110	3,011	-	-	-	-
Deposits from customers	1,457,182	1,462,507	100,601	932,300	402,791	26,750	65	-
Other money market deposits	5,653	5,653	-	5,653	-	-	-	-
Funds borrowed	145,560	148,186	-	2,287	4,722	106,586	34,591	-
Other liabilities and provisions	48,274	48,274	42,975	-	634	-	4,665	-
Total	**1,659,790**	**1,667,741**	**143,686**	**943,251**	**408,147**	**133,336**	**39,321**	**-**

31 December 2008	Carrying amount	Gross nominal outflow	Demand	Less than one month	1-3 months	3 months to 1 year	1-5 years	More than 5 years
Deposits from banks	16,699	16,705	492	16,213	-	-	-	-
Deposits from customers	1,515,466	1,528,019	86,549	1,164,277	246,167	31,002	24	-
Other money market deposits	207,019	207,105	-	207,105	-	-	-	-
Funds borrowed	702,132	724,183	-	38,274	36,867	529,303	119,739	-
Other liabilities and provisions	58,138	58,138	53,962	-	130	-	4,046	-
Total	**2,499,454**	**2,534,150**	**141,003**	**1,425,869**	**283,164**	**560,305**	**123,809**	**-**

Major part of the liquidity has been maintained by the saving deposits in the Bank. Additionally, the volume of saving deposits has slightly changed during the period. On the contrary, the Bank executes the strategy of increasing long-term loans from international markets rather than loans from domestic secondary market.

(Currency – In thousands of Turkish Lira (TL))

31. FINANCIAL RISK MANAGEMENT (continued)

The table below analyses assets and liabilities of the Group into relevant maturity groupings based on the remaining period at date of financial position to contractual maturity date.

	On Demand	Up to 1 month	1 to 3 months	3 to 6 months	6 to 12 months	Over 1 year	Unallocated	Total
As at 31 December 2009								
Assets								
Cash and balances with central banks	41,520	51,694	-	-	-	-	-	93,214
Deposits with other banks and financial institutions	5,162	49,564	3,449	1,280	-	-	-	59,455
Reserve deposits at central banks	47,982	-	-	-	-	-	-	47,982
Trading securities	-	78	1	103	85	439	-	706
Derivative financial instruments	-	2,675	350	63	7	-	-	3,095
Loans and advances	-	661,449	275,743	224,407	102,460	281,626	34,175	1,579,860
Investment securities	278	8,272	12,690	108	12,556	190,842	-	224,746
Cash collateral on securities borrowed	-	-	5,556	-	-	140	-	5,696
Assets held for sale	-	-	-	-	-	-	18,287	18,287
Property and equipment	-	-	-	-	-	-	71,214	71,214
Intangible assets	-	-	-	-	-	-	2,048	2,048
Deferred tax asset	-	-	-	-	-	2,955	-	2,955
Other assets	-	22,280	5	26	-	62	613	22,986
Total assets	**94,942**	**796,012**	**297,794**	**225,987**	**115,108**	**476,064**	**126,337**	**2,132,244**
Liabilities								
Deposits from other banks	110	3,011	-	-	-	-	-	3,121
Deposits from customers	100,601	930,307	399,982	18,020	8,228	44	-	1,457,182
Other money market deposits	-	5,653	-	-	-	-	-	5,653
Derivative financial instruments	-	2,965	581	98	-	-	-	3,644
Funds borrowed	-	2,282	4,693	8,175	97,211	33,199	-	145,560
Other liabilities	35,940	6,342	1,327	-	-	-	-	43,609
Provisions	-	-	-	-	-	-	4,665	4,665
Total liabilities	**136,651**	**950,560**	**406,583**	**26,293**	**105,439**	**33,243**	**4,665**	**1,663,434**
Net liquidity gap	**(41,709)**	**(154,548)**	**(108,789)**	**199,694**	**9,669**	**442,821**	**121,672**	**468,810**
As at 31 December 2008								
Total assets	**59,769**	**1,319,927**	**390,136**	**161,899**	**241,556**	**649,480**	**137,216**	**2,959,983**
Total liabilities	**127,739**	**1,435,345**	**284,154**	**92,880**	**453,710**	**114,531**	**4,046**	**2,512,405**
Net liquidity gap	**(67,970)**	**(115,418)**	**105,982**	**69,019**	**(212,154)**	**534,949**	**133,170**	**447,578**

Market Risk

The Group has established market risk management operations and has taken the necessary precautions in order to hedge market risk within its financial risk management purposes, in accordance with the Communiqué on "Internal Control and Risk Management Systems of Banks" announced in the Official Gazette dated 1 November 2006.

"General market risk" is the risk of loss composed of "interest rate risk", "equity position risk" and "foreign exchange risk", regarding the assets and liabilities of the Group's on-off balance sheet, arising from changes in value of positions in the trading book due to changes in equity prices, interest rates and foreign currency exchange rates. The market risk is measured by employing the Value at Risk method. Value at Risk (VaR) is the number, estimated by using various statistical methods that expresses the maximum loss for a given confidence interval and holding period which a bank may be exposed to as a result of changes in the value of its portfolio or its assets due to fluctuations in interest rates, foreign exchange rates and equity prices.

(Currency – In thousands of Turkish Lira (TL))

31. FINANCIAL RISK MANAGEMENT (continued)

"Value at Risk" is calculated on a daily basis by employing Standard Approach, and internal models (Parametric, Historical Simulation and Monte Carlo methods). In calculating VaR a one-tailed 99% confidence level is used regarding one-day holding period. The results have been reported to the Senior Level Risk Committee and Asset-Liability Committee in regular periods. By regarding the VaR results, the risk of maturity mismatch has been examined in the Asset-Liability Management Committee and the necessary measures have been taken by the ALCO.

The consolidated value at market risks as of 31 December 2009 and 2008 calculated as per the statutory consolidated financial statements prepared for BRSA reporting purposes within the scope of "Regulation on Measurement and Assessment of Capital Adequacy Ratios of Banks" published in Official Gazette no.26333 dated 1 November 2006, are as follows:

	31 December 2009			31 December 2008		
	Average	**Highest**	**Lowest**	**Average**	**Highest**	**Lowest**
Interest rate risk	1,722	3,149	911	2,889	3,739	1,797
Common share risk	-	-	-	-	-	-
Currency risk	2,655	5,230	25	3,655	5,154	2,341
Commodity risk	-	-	-	-	-	-
Option risk	126	513	5	512	855	3
Total value at risk (12.5 times)	**56,288**	**103,063**	**13,363**	**88,200**	**107,163**	**74,313**

The adequate amount of capital that banks shall maintain against losses which may result from existing and potential risks, on a consolidated and unconsolidated basis especially for the General Market Risk and Specific Risk, has been calculated by employing the Standard Approach and reported on a monthly basis regarding the provisions of "Regulation on Measurement and Assessment of Capital Adequacy of Banks".

(Currency – In thousands of Turkish Lira (TL))

31. FINANCIAL RISK MANAGEMENT (continued)

Currency Risk

Foreign currency risk indicates the possibilities of the potential losses that banks are subject to due to adverse movements between currencies. The Treasury manages the Bank's structural foreign exchange risk arising from net asset position in foreign currencies, almost entirely in US Dollar, EURO and TL.

The Group's foreign currency position risk is measured by "Standard Approach" and Internal Models. Level of share capital requirement is calculated by using Standard Approach.

The concentrations of assets, liabilities and off balance sheet items are as follows;

	Turkish Lira	US Dollars	Euro	Others	Total
As at 31 December 2009					
Assets					
Cash and balances with central banks	58,837	30,295	3,714	368	93,214
Deposits with other banks and financial institutions	12	36,756	16,347	6,340	59,455
Reserve deposits at central banks	-	47,982	-	-	47,982
Trading securities	296	363	47	-	706
Derivative financial instruments	622	205	310	1,958	3,095
Loans and advances	1,100,482	304,564	135,775	39,039	1,579,860
Investment securities	204,168	20,578	-	-	224,746
Cash collateral on securities borrowed	5,696	-	-	-	5,696
Assets held for sale	18,287	-	-	-	18,287
Property and equipment	71,212	2	-	-	71,214
Intangible assets	2,048	-	-	-	2,048
Deferred tax asset	2,955	-	-	-	2,955
Other assets	20,139	2,824	21	2	22,986
Total assets	**1,484,754**	**443,569**	**156,214**	**47,707**	**2,132,244**
Liabilities					
Deposits from other banks	22	3,099	-	-	3,121
Deposits from customers	724,369	490,415	236,361	6,037	1,457,182
Other money market deposits	5,653	-	-	-	5,653
Derivative financial instruments	1,137	322	925	1,260	3,644
Funds borrowed	7,588	117,318	20,654	-	145,560
Other liabilities	37,443	3,122	2,888	156	43,609
Provisions	4,665	-	-	-	4,665
Total liabilities	**780,877**	**614,276**	**260,828**	**7,453**	**1,663,434**
Net on-balance sheet position	**703,877**	**(170,707)**	**(104,614)**	**40,254**	**468,810**
Off-balance sheet position					
Net notional amount of derivatives	(232,892)	167,862	103,443	(38,892)	(479)
Net Position	**470,985**	**(2,845)**	**(1,171)**	**1,362**	**468,331**
At 31 December 2008					
Total assets	1,884,151	674,709	344,517	56,606	2,959,983
Total liabilities	1,243,651	856,682	406,389	5,683	2,512,405
Net on-balance sheet position	640,500	(181,973)	(61,872)	50,923	447,578
Off-balance sheet position	(190,233)	175,777	61,864	(49,899)	(2,491)
Net Position	450,267	(6,196)	(8)	1,024	445,087

(Currency – In thousands of Turkish Lira (TL))

31. FINANCIAL RISK MANAGEMENT (continued)

Exposure to currency risk

A 10 percent devaluation of the TL against the following currencies as at 31 December 2009 and 2008 would have decreased equity and profit or loss (without tax effects) by the amounts shown below. This analysis assumes that all other variables, in particular interest rates, remain constant.

	31 December 2009		31 December 2008	
	Profit or loss	**Equity (*)**	**Profit or loss**	**Equity (*)**
US Dollar	(335)	(285)	(560)	(620)
EUR	(117)	(117)	(1)	(1)
Other currencies	136	136	102	102
Total, net	**(316)**	**(266)**	**(459)**	**(519)**

(*) Equity effect also includes profit or loss effect of 10% devaluation of TL against related currencies.

Cash Flow and Fair Value Interest Rate Risk

"Interest rate risk" is the probability of loss due to changes in interest rates depending on the Group's position regarding the interest bearing financial instruments. Interest rate risk arises as a result of timing differences on the re-pricing of assets and liabilities, changes in correlation of interest rates between different financial instruments and, unexpected changes in the shape and slope of yield curves. Exposure to interest rate movements arises when there is a mismatch between rate sensitive assets and liabilities. In Turkey, the interest rates are highly volatile. Therefore, interest rate risk is the key component of the Bank's asset and liability management. Interest risk is managed on a portfolio basis by using natural hedges that arise from offsetting interest rate sensitive assets and liabilities. Special emphasis is given to providing a balance between the duration of assets and liabilities. Duration, gap and sensitivity analysis are the main methods used to manage the risks. The Bank closely monitors interest rate movements, the interest rate and, re-pricing maturity structure of its interest bearing assets and liabilities and the level of non-interest bearing assets and liabilities.

(Currency – In thousands of Turkish Lira (TL))

31. FINANCIAL RISK MANAGEMENT (continued)

The table below summarizes the Group's exposure to interest rate risk on the basis of the remaining period at the date of financial position to the repricing date:

	Up to 1 month	1 to 3 months	3 to 6 months	6 to 12 months	1 to 5 years	Over 5 years	Non interest bearing	Total
As at 31 December 2009								
Assets								
Cash and balances with central banks	51,694	-	-	-	-	-	41,520	93,214
Deposits with other banks and financial institutions	49,564	3,449	1,280	-	-	-	5,162	59,455
Reserve deposits at central banks	-	-	-	-	-	-	47,982	47,982
Trading securities	79	1	124	63	160	279	-	706
Derivative financial instruments	2,675	350	63	7	-	-	-	3,095
Loans and advances	890,486	164,841	124,648	96,065	214,044	55,601	34,175	1,579,860
Investment securities	83,882	113,607	1,254	1,469	14,320	9,936	278	224,746
Cash collateral on securities borrowed	-	5,696	-	-	-	-	-	5,696
Assets held for sale	-	-	-	-	-	-	18,287	18,287
Property and equipment	-	-	-	-	-	-	71,214	71,214
Intangible assets	-	-	-	-	-	-	2,048	2,048
Deferred tax asset	-	-	-	-	-	-	2,955	2,955
Other assets	-	-	-	-	-	-	22,986	22,986
Total assets	**1,078,380**	**287,944**	**127,369**	**97,604**	**228,524**	**65,816**	**246,607**	**2,132,244**
Liabilities								
Deposits from other banks	3,011	-	-	-	-	-	110	3,121
Deposits from customers	930,307	399,982	18,020	8,228	44	-	100,601	1,457,182
Other money market deposits	5,653	-	-	-	-	-	-	5,653
Derivative financial instruments	2,965	581	98	-	-	-	-	3,644
Funds borrowed	18,123	91,941	24,449	11,045	2	-	-	145,560
Other liabilities	-	-	-	-	-	-	43,609	43,609
Provisions	-	-	-	-	-	-	4,665	4,665
Total liabilities	**960,059**	**492,504**	**42,567**	**19,273**	**46**	**-**	**148,985**	**1,663,434**
Interest sensitivity gap	**118,321**	**(204,560)**	**84,802**	**78,331**	**228,478**	**65,816**	**97,622**	**468,810**

	Up to 1 month	1 to 3 months	3 to 6 months	6 to 12 months	1 to 5 years	Over 5 years	Non interest bearing	Total
As at 31 December 2008								
Total assets	**1,530,160**	**387,143**	**126,157**	**218,354**	**374,819**	**62,735**	**260,615**	**2,959,983**
Total liabilities	**1,448,361**	**714,264**	**123,012**	**80,736**	**852**	**-**	**145,180**	**2,512,405**
Interest sensitivity gap	**81,799**	**(327,121)**	**3,145**	**137,618**	**373,967**	**62,735**	**115,435**	**447,578**

The following table indicates the effective interest rates by major currencies for the major components of statement of financial position for 2009 and 2008:

31 December 2009	**EUR %**	**US Dollar %**	**Other currencies %**	**TL %**
Cash and balances with Central Bank	-	-	-	5.30
Loans and advances to banks	0.46	0.56	-	-
Loans and advances to customers	7.38	6.49	8.04	13.70
Investment securities	-	6.13	-	8.87
Deposits from banks	-	2.85	-	-
Deposits from customers	2.72	2.80	-	9.75
Obligations under repurchase agreements	-	-	-	6.88
Funds borrowed	4.22	2.50	-	9.41

(Currency – In thousands of Turkish Lira (TL))

31. FINANCIAL RISK MANAGEMENT (continued)

31 December 2008	EUR %	US Dollar %	Other currencies %	TL %
Cash and balances with Central Bank	1.18	0.15	-	12.55
Loans and advances to banks	2.18	0.30	-	16.18
Loans and advances to customers	9.50	8.30	7.51	28.63
Investment securities	5.26	7.64	-	19.26
Deposits from banks	-	-	-	15.89
Deposits from customers	5.66	5.66	0.50	23.23
Obligations under repurchase agreements	-	-	-	16.36
Funds borrowed	6.29	3.95	1.82	16.23

The sensitivity of the statement of comprehensive income is the effect of the assumed changes in interest rates on the net interest income based on the floating rate non-trading financial assets and financial liabilities held at 31 December 2009. The sensivity of equity is calculated by revaluing available for sale financial assets at 31 December 2009 for the effects of the assumed changes in interest rates. This analysis assumes that all other variables, in particular foreign currency rates, remain constant. This analysis is performed on the same basis for 31 December 2008. The following tables also include the sensitivity of trading portfolio of the Group.

	Profit or loss		Equity (*)	
31 December 2009	**100 bp increase**	**100 bp decrease**	**100 bp increase**	**100 bp decrease**
Financial assets designated at fair value through profit or loss	(20)	20	(20)	20
Available for sale financial assets	-	-	(1,632)	1,641
Floating rate financial liabilities	(474)	432	(474)	432
Total, net	**(494)**	**452**	**(2,126)**	**2,093**

	Profit or loss		Equity (*)	
31 December 2008 (**)	**100 bp increase**	**100 bp decrease**	**100 bp increase**	**100 bp decrease**
Financial assets designated at fair value through profit or loss	(1,287)	1,313	(1,287)	1,313
Available for sale financial assets	-	-	(4,445)	4,554
Floating rate financial liabilities	(1,742)	1,748	(1,742)	1,748
Total, net	**(3,029)**	**3,061**	**(7,474)**	**7,615**

(*) Equity effect also includes profit or loss effect of 100 bp increase or decrease in interest rates.

(**) The amounts at 31 December 2008 include effects of changes in interest rates on held for trading securities and available for sale securities which are reclassified to held to maturity securities.

Operational Risk

Operational risk is the risk of direct or indirect loss arising from a wide variety of causes associated with the Bank's processes, personnel, technology and infrastructure, and from external factors other than credit, market and liquidity risks such as those arising from legal and regulatory requirements and generally accepted standards of corporate behaviour. Operational risks arise from all of the Bank's operations and are faced by all business entities.

31. FINANCIAL RISK MANAGEMENT (continued)

The operational risk items in the Bank are determined in accordance with the definition of operational risk by considering the whole processes, products and departments. The control areas are set for operational risks within the Bank and all operational risks are followed by assigning the risks to these control areas. In this context, appropriate monitoring methodology is developed for each control area that covers all operational risks and control frequencies are determined.

The data of operational losses exposed to during the Bank's activities is collected and analyzed regularly by Risk Management Department and reported to Board of Directors, Auditing Committee and senior management.

The Group calculated the value at operational risk in accordance with the "Computation of Value of Operational Risk" of the circular, "Regulation Regarding Measurement and Assessment of Capital Adequacy Ratios of Banks" published in the Official Gazette dated 1 November 2006, using gross profit of the last three years 2006, 2007 and 2008. The amount calculated as TL 24,369 as of 31 December 2009 represents the operational risk that the Bank may expose and the amount of minimum capital requirement to eliminate this risk. Value at operational risk is amounting to TL 304,612.

Capital Adequacy

BRSA sets and monitors capital requirements for the Bank as a whole. The parent company and individual banking operations are directly supervised by their local regulators. In implementing current capital requirements BRSA requires the banks to maintain a prescribed ratio of minimum 8% of total capital to total risk-weighted assets. The Bank and its subsidiaries' consolidated regulatory capital is analysed into two tiers:

- Tier 1 capital, which includes paid-in capital, share premium, legal reserves, retained earnings, translation reserve and minority interest after deductions for goodwill and certain cost items.
- Tier 2 capital, which includes qualifying subordinated liabilities, general impairment allowances (or portfolio provisions) and the element of the fair value reserve relating to unrealised gains on securities classified as available-for-sale.

Banking operations are categorised as either trading book or banking book, and risk-weighted assets are determined according to specified requirements that seek to reflect the varying levels of risk attached to assets and off-balance sheet exposures.

The Bank's policy is to maintain a strong capital base so as to maintain investor, creditor and market confidence and to sustain future development of the business. The impact of the level of capital on shareholders' return is also recognized and the Bank recognizes the need to maintain a balance between the higher returns that might be possible with greater gearing and the advantages and security afforded by a sound capital position. There have been no material changes in the Bank's management of capital during the period.

The Bank and its individually regulated operations have complied with externally imposed capital requirements throughout the period.

(Currency – In thousands of Turkish Lira (TL))

31. FINANCIAL RISK MANAGEMENT (continued)

The regulatory capital and the capital adequacy ratio declared by the Bank as of 31 December 2009 is as follows:

31 December 2009	Consolidated	Bank Only
Amount subject to credit risk (I)	1,914,342	1,917,204
Amount subject to market risk (II)	13,363	13,813
Amount subject to operational risk (III)	304,612	301,371
Total Risk-weighted assets and value at market risk and operational risk (I+II+III)=(IV)	**2,232,317**	**2,232,388**
Shareholders' equity	**458,448**	**463,786**
Shareholders' equity / (IV)	**20.5%**	**20.8%**
Tier 1 Capital	448,437	453,800
Tier 2 Capital	13,876	13,851
Deductions from Capital	(3,865)	(3,865)
Total Regulatory Capital	458,448	463,786
Risk-weighted assets and value at market risk (*)	2,232,317	2,232,388
Total regulatory capital expressed as a percentage of total risk-weighted assets and value at market risk	**20.5%**	**20.8%**
Total tier 1 capital expressed as a percentage of risk-weighted assets and value at market risk	**20.1%**	**20.3%**

(*) including operational risk

32. FAIR VALUE OF FINANCIAL INSTRUMENTS

Fair Values

Set out below is a comparison by category of carrying amounts and fair values of the Group's financial instruments that are carried in the financial statements at other than fair values.

	Carrying amount		Fair value	
	2009	**2008**	**2009**	**2008**
Financial assets				
Loans and advances	1,579,860	1,622,832	1,583,122	1,601,864
	1,579,860	**1,622,832**	**1,583,122**	**1,601,864**
Financial liabilities				
Deposits from other banks	3,121	16,699	3,121	16,699
Deposits from customers	1,457,182	1,515,466	1,458,156	1,517,397
Funds borrowed	145,560	702,132	146,203	696,100
	2,234,297	**2,234,297**	**2,230,196**	**2,230,196**

32. FAIR VALUE OF FINANCIAL INSTRUMENTS (continued)

Loans and Advances

Loans and advances are net of provisions for impairment. The estimated fair value of loans and advances represents the discounted amount of estimated future cash flows expected to be received. Expected cash flows are discounted at current market rates to determine fair value.

Deposits and Funds Borrowed

The estimated fair values of deposits from other banks and customer with no stated maturity, which includes non-interest bearing deposits, are the amount repayable on demand.

The estimated fair value of fixed interest bearing deposits and funds borrowed without quoted market price is based on discounted cash flows using interest rates for new deposits and debts with similar remaining maturity.

Fair values of remaining financial assets and liabilities carried at amortized cost, including balances with Central banks, deposits with banks, other money market placements, reserve deposits and other money market deposits are considered to approximate their respective carrying values due to their short-term nature.

Fair Value Hierarchy

IFRS 7 specifies a hierarchy of valuation techniques based on whether the inputs to those valuation techniques are observable or unobservable. Observable inputs reflect market data obtained from independent sources; unobservable inputs reflect the Group's market assumptions. These two types of inputs have created the following fair value hierarchy:

Level 1 - Quoted prices (unadjusted) in active markets for identical assets or liabilities. This level includes listed debt instruments.

Level 2 - Inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly (that is, as prices) or indirectly (that is, derived from prices). This level includes the OTC derivative contracts and eurobonds issued by Turkish government. The sources of input parameters like LIBOR yield curve or counterparty credit risk are Bloomberg and Reuters.

Level 3 - inputs for the asset or liability that are not based on observable market data (unobservable inputs). This level includes equity investments and debt instruments with significant unobservable components.

(Currency – In thousands of Turkish Lira (TL))

32. FAIR VALUE OF FINANCIAL INSTRUMENTS (continued)

Fair value hierarchy of the financial assets and liabilities of the Bank carried at fair value according to the foregoing principles as of 31 December 2009, is given in the table below:

	31 December 2009			
	Level 1	**Level 2**	**Level 3**	**Total**
Trading securities				
Turkish government bonds and treasury bills	296	-	-	296
Foreign currency government bonds	77	-	-	77
Eurobonds issued by the Turkish government	-	333	-	333
Investment securities - available for sale (*)				
Equity securities	-	278	-	278
Turkish government bonds	209,864	-	-	209,864
Eurobonds issued by Turkish government	-	9,936	-	9,936
Other debt securities	-	-	10,364	10,364
Derivative financial instruments	-	3,095	-	3,095
Other equity participations	-	-	54	54
Total assets carried at fair value	**210,237**	**13,642**	**10,418**	**234,297**
Derivative financial instruments	-	3,644	-	3,644
Total liabilities carried at fair value	**-**	**3,644**	**-**	**3,644**

(*) Cash collateral on securities borrowed amounting to TL 5,696 is included.

33. SUBSEQUENT EVENT

"The Law for the Amendments to the Law on the Procedure for the Collection of Public Receivables and Certain Laws" was accepted by the Turkish Parliament at the meeting held on 28 January 2010 and became effective by being published on the Official Gazette dated 5 February 2010. According to aforementioned Law; banks founded in Turkey and the foreign banks having head offices in Turkey are required to pay TL 200,000 (full) for each year to obtain operating license. The banks founded to operate in the free trade zones and branches of the foreign banks are required to pay TL 200,000 (full) for each branch and for each year to obtain operating license. All the branches of the banks including the branches operating in free trade zones (excluding branches of the foreign banks established in free trade zones) are required to pay license fee according to the population of the operating area at the beginning of the prior calendar year; branches operating in the municipalities which have population up to 5,000 are required to pay TL 12,000 (full); branches operating in the municipalities which have population between 5,000 and 25,000 are required to pay TL 36,000 (full); and branches operating in the municipalities which have population more than 25,000 and branches operating in the free trade zones are required to pay TL 48,000 (full) for each year and for each branch.