



**Türkiye Garanti Bankası Anonim Şirketi  
And Its Affiliates**

Consolidated Financial Statements

31 December 2008

With Independent Auditors' Report Thereon

12 February 2009

This report contains the "Independent auditors' report" comprising 1 page and; the "Consolidated financial statements and their explanatory notes" comprising 74 pages.

**Türkiye Garanti Bankası Anonim Şirketi**  
**And Its Affiliates**

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## Independent auditors' report

To the Board of Directors of  
Türkiye Garanti Bankası Anonim Şirketi

### *Report on the consolidated financial statements*

We have audited the accompanying consolidated financial statements of Türkiye Garanti Bankası Anonim Şirketi (the Bank) and its affiliates, which comprise the consolidated balance sheet as at 31 December 2008, and the consolidated income statement, the consolidated statement of changes in shareholders' equity and the consolidated statement of 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 judgement, 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 on 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 accompanying consolidated financial statements give a true and fair view of the consolidated financial position of the Bank and its affiliates as of 31 December 2008, 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 Serbest Muhasebeci Mali Müşavirlik A.Ş.

İstanbul,  
12 February 2009

# Türkiye Garanti Bankası AŞ And Its Affiliates

## Consolidated Balance Sheet

At 31 December 2008

(Currency: Thousands of New Turkish Lira (YTL))

	<u>Notes</u>	<u>31 December 2008</u>	<u>31 December 2007</u>
<b>Assets</b>			
Cash and balances with central banks	4	3,972,533	2,874,979
Financial assets at fair value through profit or loss	5	564,137	1,004,018
Loans and advances to banks	6	8,004,241	5,049,041
Loans and advances to customers	7	53,870,069	41,042,495
Other assets	9	4,203,250	6,168,558
Investment securities	10,21	26,112,129	17,835,310
Investments in equity participations	11	70,437	49,776
Tangible assets, net	12	1,238,627	1,162,901
Goodwill, net	13	33,170	33,170
Deferred tax asset	19	119,745	104,472
<b>Total assets</b>		<b><u>98,188,338</u></b>	<b><u>75,324,720</u></b>
<b>Liabilities</b>			
Deposits from banks	14	2,119,279	2,436,093
Deposits from customers	15	55,941,700	41,334,747
Obligations under repurchase agreements	16	11,153,180	8,591,954
Loans and advances from banks	17	14,223,723	11,440,372
Bonds payable	18	63,498	50,912
Current tax liability	19	127,684	5,301
Deferred tax liability	19	-	30
Other liabilities and accrued expenses	20	4,655,769	4,213,543
<b>Total liabilities</b>		<b><u>88,284,833</u></b>	<b><u>68,072,952</u></b>
<b>Shareholders' equity and minority interest</b>			
Share capital	21	5,146,371	3,046,371
Share premium	21	11,880	-
Minority interest	21	35,201	23,410
Unrealised gains on available-for-sale assets	10,21	177,751	189,382
Hedging reserve	21	60,998	31,464
Translation reserve	21	35,987	6,709
Legal reserves	21	289,414	172,678
Retained earnings	21	4,145,903	3,781,754
<b>Total shareholders' equity and minority interest</b>		<b><u>9,903,505</u></b>	<b><u>7,251,768</u></b>
<b>Total liabilities, shareholders' equity and minority interest</b>		<b><u>98,188,338</u></b>	<b><u>75,324,720</u></b>
<b>Commitments and contingencies</b>	23		

The notes on pages 5 to 74 are an integral part of these consolidated financial statements.

# Türkiye Garanti Bankası AŞ And Its Affiliates

## Consolidated Income Statement

For The Year Ended 31 December 2008

(Currency: Thousands of New Turkish Lira (YTL))

	<u>Notes</u>	<u>31 December 2008</u>	<u>31 December 2007</u>
Interest income:-			
<i>Interest on loans</i>		5,999,393	4,641,209
<i>Interest on securities</i>		3,075,808	2,343,527
<i>Interest on deposits at banks</i>		654,012	611,880
<i>Interest on lease business</i>		235,025	188,173
<i>Others</i>		101,849	102,478
		<u>10,066,087</u>	<u>7,887,267</u>
Interest expense:-			
<i>Interest on saving, commercial and public deposits</i>		(4,370,065)	(3,169,455)
<i>Interest on borrowings and obligations under repurchase agreements</i>		(2,088,857)	(1,487,542)
<i>Interest on bank deposits</i>		(171,982)	(126,075)
<i>Others</i>		(4,469)	(5,039)
		<u>(6,635,373)</u>	<u>(4,788,111)</u>
<b>Net interest income</b>		<b>3,430,714</b>	<b>3,099,156</b>
Fee and commission income		2,042,767	1,720,952
Fee and commission expense		(464,435)	(432,379)
<b>Net fee and commission income</b>	26	<b>1,578,332</b>	<b>1,288,573</b>
<i>Trading gains, net</i>		488,102	-
<i>Premium income from insurance business</i>		135,892	214,978
<i>Dividends received</i>		29,487	2,880
<i>Income on sale of shares in consolidated affiliates</i>		-	703,803
<i>Foreign exchange gains, net</i>		-	216,063
<i>Income on sale of customer relationship</i>		-	147,775
<i>Other operating income</i>		105,819	78,441
<b>Other operating income</b>		<b>759,300</b>	<b>1,363,940</b>
<b>Total operating Income</b>		<b>5,768,346</b>	<b>5,751,669</b>
<i>Salaries and wages</i>		(946,820)	(655,864)
<i>Impairment losses</i>	7,8,9,11,12,13,20	(490,026)	(285,686)
<i>Employee benefits</i>	20	(239,939)	(364,890)
<i>Foreign exchange loss, net</i>	12	(233,581)	-
<i>Depreciation and amortization</i>	12	(183,273)	(185,389)
<i>Communication expenses</i>		(144,378)	(114,224)
<i>Rent expenses</i>		(111,247)	(79,111)
<i>Trading losses, net</i>	5	-	(413,517)
<i>Other operating expenses</i>	27	(1,060,290)	(877,204)
<b>Total operating expenses</b>		<b>(3,409,554)</b>	<b>(2,975,885)</b>
Taxation charge	19	(432,777)	(340,414)
<b>Net income for the year</b>		<b>1,926,015</b>	<b>2,435,370</b>
<b>Net income for the year attributable to:</b>			
<i>Equity holders of the Bank</i>		1,914,215	2,427,392
<i>Minority interest</i>		11,800	7,978
		<u>1,926,015</u>	<u>2,435,370</u>
<b>Weighted average number of shares with a face value of Ykr 1 each</b>	21	<b>297.5 billions</b>	<b>210 billions</b>
<b>Basic and diluted earnings per share (full YTL amount per YTL'000 face value each)</b>		<b>643.4</b>	<b>1,155.9</b>

The notes on pages 5 to 74 are integral part of these consolidated financial statements.

**Türkiye Garanti Bankası AŞ And Its Affiliates**  
**Consolidated Statement of Changes in Shareholders' Equity**  
**For The Year Ended 31 December 2008**

(Currency: Thousands of New Turkish Lira (YTL))

	Notes	Share Capital	Share Premium	Minority Interest	Unrealised (Losses)/Gains on Available-for-Sale Assets	Hedging Reserve	Translation Reserve	Legal Reserves	Retained Earnings	Total Shareholders' Equity and Minority Interest
<b>Balances at 31 December 2006</b>		<b>3,046,371</b>	<b>-</b>	<b>7,845</b>	<b>122,562</b>	<b>3,148</b>	<b>14,405</b>	<b>113,053</b>	<b>1,633,020</b>	<b>4,940,404</b>
Transfer to unappropriated earnings	2/	-	-	-	-	-	-	64,216	(64,216)	-
Dividends paid	2/	-	-	-	-	-	-	-	(219,474)	(219,474)
Net unrealised market value gains from available-for-sale portfolio	2/	-	-	-	77,044	-	-	-	-	77,044
Net gains on available-for-sale assets transferred to the income statement on disposal	2/	-	-	-	(10,205)	-	-	-	-	(10,205)
Foreign currency translation differences for foreign operations	2/	-	-	-	-	-	(7,696)	-	-	(7,696)
Net fair value gains from cash flow hedges	2/	-	-	-	-	28,316	-	-	-	28,316
Release of reserves due to sale of a consolidated affiliate		-	-	-	-	-	-	(4,591)	4,591	-
Reclassification to minority interest due to partial sale of a consolidated affiliate		-	-	7,587	(19)	-	-	-	441	8,009
Net income for the year		-	-	7,978	-	-	-	-	2,427,392	2,435,370
<b>Balances at 31 December 2007</b>		<b>3,046,371</b>	<b>-</b>	<b>23,410</b>	<b>189,382</b>	<b>31,464</b>	<b>6,709</b>	<b>172,678</b>	<b>3,781,754</b>	<b>7,251,768</b>
Collections from shareholders for capital increase	2/	2,100,000	11,880	-	-	-	-	-	-	2,111,880
Payment for founder shares repurchased	2/	-	-	-	-	-	-	-	(1,434,233)	(1,434,233)
Transfer to unappropriated earnings	2/	-	-	-	-	-	-	115,833	(115,833)	-
Foreign exchange difference on foreign currency legal reserves		-	-	-	-	-	-	903	-	903
Net unrealised market value gains from available-for-sale portfolio	2/	-	-	(9)	49,640	-	-	-	-	49,631
Net gains on available-for-sale assets transferred to the income statement on disposal	2/	-	-	-	(61,271)	-	-	-	-	(61,271)
Foreign currency translation differences for foreign operations	2/	-	-	-	-	-	29,278	-	-	29,278
Net fair value gains from cash flow hedges	2/	-	-	-	-	65,536	-	-	-	65,536
Net fair value gains from cash flow hedges transferred to the income statement on disposal	2/	-	-	-	-	(36,002)	-	-	-	(36,002)
Net income for the year		-	-	11,800	-	-	-	-	1,914,215	1,926,015
<b>Balances at 31 December 2008</b>		<b>5,146,371</b>	<b>11,880</b>	<b>35,201</b>	<b>177,751</b>	<b>60,998</b>	<b>35,987</b>	<b>289,414</b>	<b>4,145,903</b>	<b>9,903,505</b>

**Türkiye Garanti Bankası AŞ And Its Affiliates**  
**Consolidated Statement of Cash Flows**  
**For The Year Ended 31 December 2008**

(Currency: Thousands of New Turkish Lira (YTL))

	<u>Notes</u>	<u>31 December 2008</u>	<u>31 December 2007</u>
<b>Cash flows from operating activities:-</b>			
Interests and commissions received		8,059,748	6,625,685
Interest expenses paid		(6,317,557)	(4,349,458)
Other operating activities, net		97,997	750,759
Cash payments to employees and suppliers		<u>(2,479,107)</u>	<u>(1,894,972)</u>
		(638,919)	1,132,014
<b>(Increase)/decrease in operating assets:-</b>			
Loans and advances to banks		(1,242,870)	(2,744,687)
Balances with central banks		3,144,079	(1,983,137)
Financial assets at fair value through profit or loss		430,777	23,533
Loans and advances to customers		(9,861,594)	(7,369,982)
Consumer loans		(2,794,787)	(3,254,423)
Other assets		(529,022)	49,851
<b>Increase/(decrease) in operating liabilities:-</b>			
Deposits from banks		(311,608)	859,984
Deposits from customers		14,451,954	8,987,343
Obligations under repurchase agreements		2,570,701	3,301,000
Other liabilities		274,412	775,133
		<u>5,493,123</u>	<u>(223,371)</u>
<b>Net cash from/(used in) operating activities before income taxes paid</b>		<b>5,493,123</b>	<b>(223,371)</b>
<b>Income taxes paid</b>	19	<b>(455,597)</b>	<b>(396,483)</b>
		<u>5,037,526</u>	<u>(619,854)</u>
<b>Net cash from/(used in) operating activities</b>		<b>5,037,526</b>	<b>(619,854)</b>
<b>Cash flows from investing activities:-</b>			
Net increase in security investments		(7,123,650)	(2,755,449)
Interest received		2,033,568	2,034,762
Increase in investments in equity participations, net		-	(1,297)
Dividends received		29,487	2,880
Proceeds from sale of tangible assets		166,529	49,765
Purchase of tangible assets		(394,925)	(327,182)
		<u>(5,288,991)</u>	<u>(996,521)</u>
<b>Net cash used in investing activities</b>		<b>(5,288,991)</b>	<b>(996,521)</b>
<b>Cash flows from financing activities:-</b>			
Increase in loans and advances from banks, net		2,659,569	1,709,389
Equity instruments issued	21	2,111,880	-
Payment for founder shares repurchased	21	(1,434,233)	-
Dividends paid	21	-	(219,474)
		<u>3,337,216</u>	<u>1,489,915</u>
<b>Net cash from financing activities</b>		<b>3,337,216</b>	<b>1,489,915</b>
<b>Effect of exchange rate changes</b>		<b>(233,581)</b>	<b>216,063</b>
		<u>2,852,170</u>	<u>89,603</u>
<b>Net increase in cash and cash equivalents</b>		<b>2,852,170</b>	<b>89,603</b>
Cash and cash equivalents at the beginning of the period		<u>4,293,819</u>	<u>4,204,216</u>
<b>Cash and cash equivalents at the end of the period</b>	2	<b><u>7,145,989</u></b>	<b><u>4,293,819</u></b>

The notes on pages 5 to 74 are an integral part of these consolidated financial statements.

## **Overview of the Bank**

Türkiye Garanti Bankası AŞ (the Bank) is a bank domiciled in Turkey. The consolidated financial statements of the Bank as of and for the year ended 31 December 2008 comprise the Bank and its affiliates (the Affiliates) and their interest in associates.

### **(a) Brief History**

The foundation of the Bank was approved by the decree of the Council of Ministers numbered 3/4010 dated 11 April 1946 and “Articles of Association” was published in the official gazette dated 25 April 1946. The Bank provides corporate, commercial and retail banking services through a network of 592 domestic branches, five foreign branches, four representative offices abroad and 129 offices. In addition to its branches, the Bank has 100% ownership in two banks each of which is located in Amsterdam and Moscow. The Bank and its affiliates in total have 18,391 employees. The Bank’s head office is located at Levent Nispetiye Mahallesi Aytar Caddesi 2 Beşiktaş 34340 İstanbul.

### **(b) Ownership**

The Companies owned by Doğu Holding AŞ, called as Doğu Group, currently holds 30.52% and “GE Araştırma ve Müşavirlik Limited Şti.” of the General Electric (GE) Group holds 20.85% of the issued capital.

## **Significant accounting policies**

### **(a) Statement of compliance**

The Bank and its Turkish affiliates maintain their books of accounts and prepare their statutory financial statements in New Turkish Lira (YTL) in accordance with the Accounting Practice Regulations as promulgated by the Banking Regulatory and Supervisory Agency (BRSA); the Turkish Commercial Code; and the Turkish Tax Legislation (collectively, Turkish GAAP); the Bank’s foreign affiliates maintain their books of accounts and prepare their statutory financial statements in accordance with the generally accepted accounting principles and the related legislation applicable in the countries they operate.

The accompanying consolidated financial statements are based on the statutory records with adjustments and reclassifications for the purpose of fair presentation in accordance with International Financial Reporting Standards (“IFRS”). The accompanying consolidated financial statements are authorized for issue by the directors on 12 February 2009.

### **(b) Basis of preparation**

The accompanying consolidated financial statements are presented in thousands of YTL, which is the Bank’s functional currency.

The financial statements are prepared on the historical cost basis as adjusted for the effects of inflation that lasted until 31 December 2005, except that the following assets and liabilities are stated at their fair value if reliable measures are available: derivative financial instruments, instruments at fair value through profit or loss, available-for-sale financial assets and tangible assets held for sale. Recognized assets and liabilities that are hedged are stated at fair value in respect of the risk that is hedged.

The accounting policies set out below have been applied consistently by the Bank and its affiliates to all periods presented in these consolidated financial statements.



## **Significant accounting policies (continued)**

### **(c) Use of estimates and judgements**

The preparation of financial statements requires management to make judgements, estimates and assumptions that affect the application of accounting policies and the reported amounts of assets, liabilities, income and expenses. Actual results may differ from these estimates.

Estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimate is revised and in any future periods affected.

In particular, information about significant areas of estimation uncertainty and critical judgements in applying accounting policies that have the most significant effect on the amount recognised in the financial statements are described in Notes 7, 10, 17 and 22.

### **(d) Basis of consolidation**

The accompanying consolidated financial statements include the accounts of the parent company, the Bank, its affiliates and associates on the basis set out in sections below. The financial statements of the entities included in the consolidation have been prepared as of the date of the consolidated financial statements.

#### *Affiliates*

Affiliates are entities controlled by the Bank. Control exists when the Bank has the power, directly or indirectly, to govern the financial and operating policies of an entity so as to obtain benefits from its activities. In assessing control, potential voting rights that presently are exercisable or convertible are taken into account. The financial statements of affiliates are included in the consolidated financial statements from the date that control commences until the date that control ceases.

#### *Associates*

Associates are those entities in which the Bank and its affiliates have significant influence, but not control, over the financial and operating policies. The consolidated financial statements include the Bank and its affiliates' share of the total recognized gains and losses of associates on an equity accounting basis, from the date that significant influence commences until the date that significant influence ceases. When the Bank and its affiliates share of losses exceeds the carrying amount of the associate, the carrying amount is reduced to nil and recognition of further losses is discontinued except to the extent that the Bank and its affiliates has incurred obligations in respect of the associate.

#### *Special purpose entities*

Special purpose entities are entities that are created to accomplish a narrow and well defined objective such as the securitisation of particular assets, or the execution of a specific borrowing or lending transaction. Special purpose entities are consolidated when the substance of the relationship between the Bank and the special purpose entity indicates that the special purpose entity is controlled by the Bank.

#### *Transactions eliminated on consolidation*

Intercompany balances and transactions, and any unrealized gains and losses arising from intercompany transactions, are eliminated in preparing the consolidated financial statements. Unrealized gains arising from transactions with associates and jointly controlled entities are

### **Significant accounting policies (continued)**

eliminated to the extent of the Bank and its affiliates' interest in the entity. Unrealized gains arising from transactions with associates are eliminated against the investment in the associate. Unrealized losses are eliminated in the same way as unrealized gains, but only to the extent that there is no evidence of impairment.

#### **(e) Foreign currency**

##### *Foreign currency transactions*

Transactions are recorded in YTL, which represents its functional currency. Transactions in foreign currencies are translated into the functional currency of the Bank at exchange rates ruling at the dates of the transactions. Monetary assets and liabilities denominated in foreign currencies are converted into YTL at the exchange rates ruling at balance sheet date with the resulting exchange differences recognized in the income statement as foreign exchange gain or loss. Gains and losses arising from foreign currency transactions are reflected in the income statement as realized during the year.

##### *Financial statements of foreign operations*

The foreign operations of the Bank and its affiliates are not considered an integral part of its operations. Accordingly, the assets and liabilities of foreign operations, including goodwill and fair value adjustments arising on consolidation, are translated to YTL at foreign exchange rates ruling at the balance sheet date. The revenues and expenses of foreign operations are translated to YTL using average exchange rates. Foreign exchange differences arising on translation are recognized directly in a separate component of equity. When a foreign operation is disposed of in part or in full, the relevant amount in the foreign currency translation reserve is transferred to the income statement.

*Hedge of net investment in a foreign operation* see accounting policy (i).

#### **(f) Tangible assets and related depreciation**

##### *Owned assets*

The costs of the tangible assets purchased before 31 December 2005 are restated for the effects of inflation in YTL units current at 31 December 2005 pursuant to IAS 29. The tangible assets purchased after this date are recorded at their historical costs. Accordingly, tangible assets are carried at costs, less accumulated depreciation and impairment losses (refer to accounting policy (r)).

##### *Leased assets*

Leases in terms of which the Bank and its affiliates 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 (see below) and impairment losses (refer to accounting policy (r)). Lease liabilities are reduced through repayments of principal, while the finance charge component of the lease payment is charged directly to income statement.

## **Significant accounting policies (continued)**

### *Subsequent Expenditure*

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 income statement as incurred.

### *Depreciation*

Tangible assets purchased before 2005 are depreciated over their estimated useful lives on a straight-line basis from the date of their acquisition. Assets acquired after this date are depreciated based on the declining balance method, one of the accelerated depreciation methods.

The estimated useful lives are as follows:

<i>Tangible assets</i>	<i>Estimated useful lives (years)</i>	<i>Depreciation rates (%) for the year 2005 and after</i>	<i>Depreciation rates (%) for the years before 2005</i>
Buildings	50	4	2
Furniture, fixture and equipments	4-20	10-50	5-25
Leasehold improvements	5-10	10-20	5

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

### **(g) Goodwill**

Goodwill represents the excess of the total acquisition costs over the share of the Bank and its affiliates in the fair value of the net assets of the acquired companies at the dates of acquisitions. When the excess is negative (negative goodwill), it is recognized immediately in the income statement. Goodwill is assessed annually by using external and internal sources such as market value, information on any adverse effect on the acquired companies, market interest rates or other market rates of return on investments, carrying value of net assets, whether there is any indication that goodwill may be impaired. If any such indication exists, the recoverable amount of the goodwill is estimated. If the recoverable amount is less than its carrying amount, the carrying amount is reduced to its recoverable amount, and impairment loss is recognized as an expense in the income statement.

### **(h) Financial instruments**

#### *Classification*

*Financial instruments at fair value through profit or loss* are those that are principally held for the purpose of short-term profit taking. These include investments, certain purchased loans and derivative contracts that are not designated as effective hedging instruments, and liabilities from short-term sales of financial instruments. All trading derivatives in a net receivable position (positive fair value), as well as options purchased, are reported as trading assets. All trading derivatives in a net payable position (negative fair value), as well as options written, are reported as trading liabilities.

## **Significant accounting policies (continued)**

*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 Bank and its affiliates provide money, goods and services directly to a debtor with no intention of trading the receivable. Loans and receivables comprise loans and advances to banks and customers.

*Available-for-sale assets* are financial assets that are not held for trading purposes, provided by the Bank and its affiliates, or held to maturity. Available-for-sale instruments include certain debt and equity investments.

*Held-to-maturity assets* are financial assets with fixed or determinable payments and fixed maturity that the Bank and its affiliates have the intent and ability to hold to maturity. These include certain loans and advances to banks and customers and certain debt investments.

### *Change in accounting policy*

In October 2008, the IASB issued Reclassification of Financial Assets (Amendments to IAS 39 Financial Instruments: Recognition and Measurement and IFRS 7 Financial Instruments: Disclosures). The amendment to IAS 39 permits an entity to reclassify non-derivative financial assets, other than those designated at fair value through profit or loss upon initial recognition, out of the fair value through profit or loss category if they are no longer held for the purpose of being sold or repurchased in the near term, as follows:

- If the financial asset would have met the definition of loans and receivables, if the financial asset had not been required to be classified as fair value through profit or loss at initial recognition, then it may be reclassified if the entity has the intention and ability to hold the financial asset for the foreseeable future or until maturity.
- If the financial asset would not have met the definition of loans and receivables, then it may be reclassified out of the financial assets at fair value through profit or loss category only in 'rare circumstances'.

The amendments are effective retrospectively from 1 July 2008.

### *Recognition*

Financial assets at fair value through profit or loss and available-for-sale assets are initially recognized on the transaction date at which the Bank and its affiliates become a party to the contractual provisions of the instrument. From this date any gains and losses arising from changes in fair value of the assets are recognized.

Held-to-maturity instruments, loans and receivables, deposits and subordinated liabilities are recognized on the date they are originated.

### *Measurement*

Financial instruments are measured initially at cost, including transaction costs.

Subsequent to initial recognition all trading instruments and available-for-sale assets are measured at fair value, except that any instrument that does not have a quoted market price in an active market and whose fair value cannot be reliably measured is stated at amortized cost.

## **Significant accounting policies (continued)**

All non-trading financial liabilities, loans and receivables and held-to-maturity assets are measured at amortized cost less impairment losses. Amortized cost is calculated on the effective interest rate method. Premiums and discounts, including initial transaction costs, are included in the carrying amount of the related instrument and amortized based on the effective interest rate of the instrument.

### *Fair value measurement principles*

The fair values of financial instruments are based on their quoted market prices at the balance sheet date without any deduction for transaction costs. If a quoted market price is not available, fair value of an instrument is estimated using the available market information and the appropriate valuation methodologies. However, judgment is necessarily required to interpret market data to develop the estimated fair value. Accordingly, the estimates made are not necessarily indicative of the amounts that could be realized in current market exchange.

The fair values of derivatives that are not exchange-traded are estimated at the amounts that the Bank and its affiliates would receive or pay to terminate the contracts at the balance sheet date taking into account current market conditions and the current creditworthiness of the counterparties.

### *Gains and losses on subsequent measurement*

Gains and losses arising from changes in the fair values of financial instruments at fair value are recognized in the income statement. Whereas, gains and losses arising from changes in the fair value of cash flow hedges and available-for-sale assets are deferred as a separate component of equity.

### *Specific instruments*

*Cash and balances with central banks:* Cash and balances with central banks comprise cash balances on hand, cash deposited with the central banks and other cash items. Money market placements are classified in loans and advances to banks.

*Investments:* Investments held for the purpose of short-term profit taking are classified as trading instruments. Debt investments that the Bank and its affiliates have the intent and ability to hold to maturity are classified as held-to-maturity assets.

*Loans and advances to banks and customers:* Loans and advances provided by the Bank and its affiliates are classified as loans and receivables, and reported net of allowances to reflect the estimated recoverable amounts.

*Financial lease receivables:* Leases where the entire risks and rewards incident to ownership of an asset are substantially transferred to the lessee, are classified as financial leases. A receivable at an amount equal to the present value of the lease payments, including any guaranteed residual value, is recognized. The difference between the gross receivable and the present value of the receivable is unearned finance income and is recognized over the term of the lease using the effective interest rate method. Financial lease receivables are included in loans and advances to customers.

*Bonds payable:* Bonds issued by the Bank and its affiliates are classified as non-trading liabilities.

## **Significant accounting policies (continued)**

### *Derecognition*

A financial asset is derecognised when the control over the contractual rights that comprise that asset, is lost. This occurs when the rights are realized, expire or are surrendered. A financial liability is derecognized when it is extinguished.

Available-for-sale assets and assets held for trading that are sold are derecognized and corresponding receivables from the buyer for the payment are recognized as of the date the Bank and its affiliates commit to sell the assets. The specific identification method is used to determine the gain or loss on derecognition.

Held-to-maturity instruments and loans and receivables are derecognized on the days that they are transferred by the Bank and its affiliates.

### **(i) Derivatives held for risk management purposes**

Derivatives held for risk management purposes are measured at fair value in the balance sheet. The treatment for the changes in their fair value depends on their classification into the following categories:

#### *Cash flow hedge*

When a derivative is designated as a hedge of the variability in cash flows attributable to a particular risk associated with a recognized asset or liability or a highly probable forecast transaction that could affect the result of income statement, the effective portion of changes in the fair value of the derivative are recognised directly in the shareholders' equity. The amount recognised in the shareholders' equity is removed and included in the income statement in the same period as the hedged cash flows affect the income statement under the same line item as the hedged item. Any ineffective portion of changes in the fair value of the derivative is recognized immediately in the income statement.

If the derivative expires or is sold, terminated, or exercised, or no longer meets the criteria for cash flow hedge accounting, or the designation is revoked, then hedge accounting is discontinued and the amount recognized in the shareholders' equity remains there until the forecast transaction affects the income statement. If the forecast transaction is no longer expected to occur, then hedge accounting is discontinued and the balance in the shareholders' equity is recognized immediately in the income statement.

#### *Net investment hedge*

When a derivative or a non-derivative financial liability is designated as a hedge of a net investment in a foreign operation, the effective portion of changes in the fair value of the hedging instrument is recognized directly in the shareholders' equity, in the foreign currency translation reserve. Any ineffective portion of changes in the fair value of the derivative is recognized immediately in the income statement. The amount recognized in the shareholders' equity is removed and included in the income statement on disposal of the foreign operation.

## **Significant accounting policies (continued)**

### *Embedded derivatives*

Derivatives may be embedded in another contractual arrangement (a “host contract”). The Bank and its affiliates account for embedded derivatives separately from the host contract when the host contract is not itself carried at fair value through profit or loss, and the characteristics of the embedded derivatives are not clearly and closely related to the host contract. Separated embedded derivatives are accounted for depending on their classification, and are presented in the balance sheet together with the host contract.

### **(j) Securities borrowing and lending business**

Investments lent under securities lending arrangements continue to be recognized in the balance sheet and are measured in accordance with the accounting policy for the related assets as appropriate. Cash collateral received in respect of securities lent is recognized as liabilities to either banks or customers. Investments borrowed under securities borrowing agreements are not recognized. Cash collateral placements in respect of securities borrowed are recognized under loans and advances to either banks or customers. Income and expenses arising from the securities borrowing and lending business are recognized on an accrual basis over the period of the transactions and are included in interest income or expense.

### **(k) Repurchase and resale agreements over investments**

The Bank and its affiliates enter into purchases of investments under agreements to resell (reverse repo) substantially identical investments at a certain date in the future at a fixed price. Investments purchased subject to commitments to resell them at future dates are not recognized. The amounts paid are recognized in loans to either banks or customers. The receivables are shown as collateralized by the underlying security. Investments sold under repurchase agreements (repo) continue to be recognized in the balance sheet and are measured in accordance with the accounting policy for the related assets as appropriate. The proceeds from the sale of the investments are reported as “obligations under repurchase agreements”, a liability account.

Income and expenses arising from the repurchase and resale agreements over investments are recognized on an accrual basis over the period of the transactions and are included in interest income or expense.

### **(l) Items held in trust**

Assets, other than cash deposits, held by the Bank in fiduciary or agency capacities for its customers and government entities are not included in the accompanying consolidated balance sheets, since such items are not under the ownership of the Bank.

### **(m) Financial guarantees**

Financial guarantees are contracts that require the Bank and its affiliates to make specified payments to reimburse the holder for a loss it incurs because a specified debtor fails to make payment when due in accordance with the terms of a debt instrument.

Financial guarantee liabilities are initially recognised at their fair value, and the initial fair value is amortised over the life of the financial guarantee. The guarantee liability is subsequently carried at the higher of this amortised amount and the present value of any expected payment (when a payment under the guarantee has become probable).

## Significant accounting policies (continued)

### (n) *Employee benefits*

#### (i) *Defined benefit plan*

A defined benefit plan is a pension plan that defines an amount of pension benefit that an employee and his/her dependants will receive on retirement, usually dependent on one or more factors such as age, years of service and compensation.

The Bank has a defined benefit plan (“the Plan”) for its employees namely Türkiye Garanti Bankası Anonim Şirketi Memur ve Müstahdemleri Emekli ve Yardım Sandığı Vakfı (“the Fund”). The Fund is a separate legal entity and a foundation recognized by an official decree, providing pension and post-retirement medical benefits to all qualified Bank employees. This benefit plan is funded through contributions of both by the employees and the employer as required by Social Security Law numbered 506 and these contributions are as follows:

	<i>2008</i>	
	<i>Employer</i>	<i>Employee</i>
	<u>%</u>	<u>%</u>
Pension contributions	15.5	10.0
Medical benefit contributions	6.0	5.0

This benefit plan is composed of a) the contractual benefits of the employees, which are subject to transfer to Social Security Foundation (“SSF”) (“pension and medical benefits transferable to SSF”) (see Note 20) and b) other excess social rights and payments provided in the existing trust indenture but not transferable to SSF and medical benefits provided by the Bank for its constructive obligation (“excess benefits”).

#### *a) Pension and medical benefits transferable to SSF*

As discussed in Note 20, the Bank expects to transfer a portion of the obligation of the Fund to SSF. This transfer will be a settlement of that portion of the Fund’s obligation. Final legislation establishing the terms for this transfer was enacted on 8 May 2008. Although the settlement will not be recognized until the transfer is made, the Bank believes that it is more appropriate to measure the obligation at 31 December 2008 as the value of the payment that would need to be made to SSF to settle the obligation at the balance sheet date in accordance with the Temporary Article 20 of the Law No.5754: “Law regarding the changes in Social Insurance and General Health Insurance Law and other laws and regulations” (“New Law”). The pension disclosures set out in Note 20, therefore reflect the actuarial assumptions and mortality tables specified in the New Law, including a discount rate of 9.80%.

The pension benefits transferable to SSF are calculated annually by an independent actuary, who is registered with the Undersecretariat of the Treasury.

Actuarial gains and losses arising from experience adjustments and changes in actuarial assumptions are directly charged to income statement.

#### *b) Excess benefits not transferable to SSF*

The excess benefits, which are not subject to the transfer, are accounted in accordance with IAS 19, “*Employee Benefits*”. The obligation in respect of the retained portion of the defined benefit pension plan is calculated by estimating the amount of future benefit that employees have earned in return for their service in the current and prior periods; that benefit is discounted to determine its present value by using the projected unit credit method, and any unrecognized past service costs and the fair value of any plan assets are deducted. The discount rate is a floating discount rate between 17.41% - 10.51% as of 31 December 2008.

Actuarial gains and losses arising from experience adjustments and changes in actuarial assumptions are directly charged to income statement.



### **Significant accounting policies (continued)**

#### *(ii) Reserve for employee severance indemnity*

Reserve for employee severance indemnity represents the present value of the estimated future probable obligation of the Bank and its affiliates calculated in accordance with the Turkish Labor Law. In accordance with Turkish Labor Law, the Bank and its affiliates are required to make lump-sum payments to each employee whose employment is terminated due to retirement or before the retirement date for reasons other than resignation or misconduct and has completed at least one year of service.

Provision is made for the present value of the liability calculated using the projected unit credit method and all actuarial gains and losses are recognized immediately in the consolidated income statement.

#### *(iii) Short-term employee benefits*

The Bank provided for undiscounted short-term employee benefits earned during the financial periods as per services rendered in compliance with IAS 19.

#### **(o) Taxes on income**

Taxes on income for the year comprise current tax and deferred taxes. Current taxes on income comprises tax payable on the taxable income for the year, using tax rates enacted or substantively enacted at the reporting date, and; any adjustment in taxes payable for previous years.

Deferred income tax is provided, using the balance sheet method, on all taxable temporary differences arising between the carrying amounts of assets and liabilities for financial reporting purposes and the amounts used for taxation purposes. Deferred tax is not recognised for the following temporary differences: the initial recognition of goodwill, the initial recognition of assets or liabilities in a transaction that is not a business combination and that affects neither accounting nor taxable income or loss, and differences relating to investments in subsidiaries to the extent that they probably will not reverse in the foreseeable future. Deferred tax liability and asset are recognized when it is probable that the future economic benefits resulting from the reversal of temporary differences will flow to or from the Bank and its affiliates. Deferred tax asset is recognized to the extent that it is probable that future taxable profit will be available against which the deferred tax asset can be utilized. Currently, enacted tax rates are used to determine deferred taxes on income.

An individual consolidated affiliate offsets deferred tax asset and deferred tax liability if the deferred tax asset and deferred tax liability relate to income taxes levied by the same taxation authority.

Deferred taxes related to fair value remeasurement of available-for-sale assets and cash flow hedges, are charged or credited directly to equity and subsequently recognized in the income statement together with the deferred gains or losses that are realized.

#### **(p) Offsetting**

Financial assets and liabilities are offset and the net amount presented in the balance sheet when, and only when, there is a legally enforceable right to set off the amounts and there is an intention to settle on a net basis, or to realize the asset and settle the liability simultaneously.

Income and expenses are presented on a net basis only when permitted by the accounting standards, or for gains and losses from a group of similar transactions.

## **Significant accounting policies (continued)**

### **(q) Earnings per share**

Earnings per share disclosed in the accompanying consolidated income statement are determined by dividing the net income by the weighted average number of shares outstanding during the period attributable to the shareholders of the Bank. In Turkey, companies can increase their share capital by making a pro-rata distribution of shares (“Bonus Shares”) to existing shareholders from retained earnings. For the purpose of earnings per share computations, such Bonus Shares issued are regarded as issued shares.

Additionally, considering the fact that the increase in the number of shares issued by way of bonus shares in fact does not require any cash injection by the shareholders; the number of issued shares outstanding before such bonus share issuances is adjusted for the proportionate change in the number of issued shares outstanding as if the event had occurred at the beginning of the earliest period reported.

### **(r) Impairment**

Financial assets are reviewed at each balance sheet date to determine whether there is objective evidence of impairment. If any such indication exists, the asset’s recoverable amount is estimated.

#### *Loans and receivables and held-to-maturity instruments*

The recoverable amounts of loans and receivables and held-to-maturity instruments, are calculated as the present values of the expected future cash flows discounted at the instrument’s original effective interest rate. Short-term balances are not discounted.

Loans and receivables are presented net of specific and portfolio basis allowances for uncollectibility. Specific allowances are made against the carrying amount of loans and receivables that are identified as being impaired based on regular reviews of outstanding balances to reduce these loans and receivable to their recoverable amounts. In assessing the recoverable amounts of the loans and receivables, the estimated future cash flows are discounted to their present value. Portfolio basis allowances are maintained to reduce the carrying amount of portfolios of similar loans and receivables to their estimated recoverable amounts at the balance sheet date. The expected cash flows for portfolios of similar assets are estimated based on previous experience and considering the credit rating of the underlying customers and late payments of interest or penalties. Increases in the allowance account are recognized in the income statement. When a loan is known to be uncollectible, all the necessary legal procedures have been completed, and the final loss has been determined, the loan is written off directly. If in a subsequent period, the amount of impairment loss decreases and the decrease can be linked objectively to an event occurring after the write down, the write-down or allowance is reversed through the income statement.

#### *Financial assets remeasured to fair value*

The recoverable amount of an equity instrument is its fair value. The recoverable amount of debt instruments and purchased loans remeasured to fair value is calculated as the present value of the expected future cash flows discounted at the current market rate of interest.

Where an asset remeasured to fair value is impaired, the write-down is recognized in the income statement.

## **Significant accounting policies (continued)**

If in a subsequent period, the amount of impairment loss decreases and the decrease can be linked objectively to an event occurring after the write-down, the write-down is reversed through the income statement.

### **(s) *Income and expense recognition***

#### *Interest income and expense*

Except for the interest income on overdue loans, interest income and expense is recognized on an accrual basis by taking into account the effective yield of the asset or an applicable floating rate. Interest income on overdue loans that are under legal follow up is recognized on a cash basis. Interest income and expense includes the amortization of any discount or premium or other differences between the initial carrying amount of an interest bearing instrument and its amount at maturity calculated on an effective interest rate basis.

#### *Fee and commission*

Fee and commission income and expenses that are integral to the effective interest rate on a financial asset or liability are included in the measurement of the effective interest rate.

Other fees and commission income, including account servicing fees, investment management fees, sales commission, placement fees and syndication fees, are recognised as the related services are performed. When a loan commitment is not expected to result in the draw-down of a loan, loan commitment fees are recognised on a straight-line basis over the commitment period.

Other fees and commission expense relates mainly to transaction and service fees, which are expensed as the services are received.

#### *Net trading income*

Net trading income includes gains and losses arising from disposals of financial assets at fair value through profit or loss and available-for-sale.

#### *Dividend income*

Dividend income is recognized in the income statement when received.

#### *Insurance business*

*Premium income:* For short-term insurance contracts, premiums are recognized as revenue (earned premiums), net of premium ceded to reinsurer firms, proportionally over the period of coverage. The portion of premium received on in-force contracts that relates to unexpired risks at balance sheet date is recognized as the reserve for unearned premiums that are calculated on a daily pro-rata basis. Premiums are shown before deduction of commissions and deferred acquisition cost, and are gross of any taxes and duties levied on premiums. For long-term insurance contracts, premiums are recognized as revenue when the premiums are due from the policyholders. Premiums received for long-term insurance contracts with discretionary participation feature (“DPF”), are not recognized as revenue, insurance premiums for such contracts are recognized directly as liabilities.

*Unearned premium reserve:* Unearned premiums are those proportions of the premiums written in a period that relate to the period of risk subsequent to the balance sheet date for all short-term insurance policies. In accordance with the incumbent legislation on the computation of insurance contract liabilities, unearned premium reserve set aside for

### **Significant accounting policies (continued)**

unexpired risks as at the balance sheet dates, has been computed on daily pro-rata basis. The change in the provision for unearned premium is recognized in the income statement in the order that revenue is recognized over the period of risk.

*Claims and provision for “outstanding” claims:* Claims are recognized in the period in which they occur, based on reported claims or on the basis of estimates when not reported. The claims provision is the total estimated ultimate cost of settling all claims arising from events, which have occurred up to the end of the accounting period. Full provision is accounted for outstanding claims, including claim settlements reported at the period-end. Incurred but not reported claims (“IBNR”) are also provided for under the provision for outstanding claims.

*Provision for future policy benefit:* Provision for future policy benefits are the difference between the net present values of premiums collected in return of the risk covered by the company and the liabilities to policyholders. Provision for future benefits is the sum of the remainder of collected premiums and accumulated life insurance provision. Provision for future benefits is computed on the basis of actuarial mortality assumptions as approved by the Turkish Treasury Insurance Department, which are applicable for Turkish Insurance Companies.

*Liability adequacy test:* At each balance sheet date, asset-liability adequacy tests are performed to ensure the adequacy of the contract liabilities, net of related deferred acquisition cost. In performing these tests, current best estimates of future cash flows are used. Any deficiency is immediately charged to the income statement.

*Income generated from pension business:* Revenue arising from asset management and other related services offered by the insurance affiliate of the Bank are recognized in the accounting period in which the service is rendered. Fees consist primarily of investment management fees arising from services rendered in conjunction with the issue and management of investment contracts where the company actively manages the consideration received from its customers to fund a return that is based on the investment profile that the customer selected on origination of the instrument. These services comprise the activity of trading financial assets in order to reproduce the contractual services. In all cases, these services comprise an indeterminate number of acts over the life of the individual contracts.

**(t) Non-current assets held for sale**

Non-current assets (and disposal groups) classified as held for sale are measured at the lower of carrying amount and fair value less costs to sell. Non-current assets and disposal groups are classified as held for sale if their carrying amount will be recovered through a sale transaction rather than through continuing use. This condition is regarded as met only when the sale is highly probable and the asset (disposal group) is available for immediate sale in its present condition. Management must be committed to the sale which should be expected to qualify for recognition as a completed sale within one year from the date of classification.

**(u) Segment reporting**

A segment is a distinguishable component of the Bank and its affiliates that is engaged either in providing products or services (business segment), or in providing products or services within a particular economic environment (geographical segment), which is subject to risks and rewards that are different from those of other segments.

### **Significant accounting policies (continued)**

#### **(v) *New standards and interpretations not yet adopted***

A number of new standards, amendments to standards and interpretations are not yet effective for the year ended 31 December 2008, and have not been applied in preparing these consolidated financial statements:

- IFRS 8 *Operating Segments* introduces the “management approach” to segment reporting. IFRS 8, which becomes mandatory for the Bank’s 2009 consolidated financial statements, will require a change in the presentation and disclosure of segment information based on the internal reports that are regularly reviewed by the Bank’s “chief operating decision maker” in order to assess each segment’s performance and to allocate resources to them. Currently the Bank presents segment information in respect of its geographical and business segments (see note 1). This standard will have no effect on the Bank’s reported total income or equity. The Bank is currently in the process of determining the potential effect of this standard on the Bank’s segment reporting.
- Revised IAS 1 *Presentation of Financial Statements (2007)* introduces the term “total comprehensive income,” which represents changes in equity during a period other than those changes resulting from transactions with owners in their capacity as owners. Total comprehensive income may be presented in either a single statement of comprehensive income (effectively combining both the income statement and all non-owner changes in equity in a single statement), or in an income statement and a separate statement of comprehensive income. Revised IAS 1, becomes mandatory for the Bank’s 2009 financial statements. The Bank plans to present the total comprehensive income in a single statement of comprehensive income for its 2009 consolidated financial statements.
- Amended IAS 27 *Consolidated and Separate Financial Statements (2008)* requires accounting for changes in ownership interests 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 Bank’s 2010 consolidated financial statements, are not expected to have a significant impact on the consolidated financial statements.
- 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, which will become mandatory for the Bank’s 2010 consolidated financial statements, with retrospective application required are not expected to have a significant impact on the consolidated financial statements.

#### **(w) *Early adopted standards and interpretations***

IFRIC 13 *Customer Loyalty Programmes* addresses the accounting by entities that operate or otherwise participate in customer loyalty programmes under which the customer can redeem credits for awards such as free or discounted goods or services. IFRIC 13 becomes mandatory for the Bank’s 2009 consolidated financial statements and will be applicable retrospectively. The Bank early adopted this interpretation in the accompanying consolidated financial statements by using one of the relevant approach that the future cost for the obligation to deliver the award should be recognised as an expense at the time of gaining the awards.

**Index for the notes to the consolidated financial statements:**

***Note description***

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## 1 Segment reporting

Segment information is presented in respect of the Bank and its affiliates' geographical and business segments. The primary format, business segments, is based on the Bank and its affiliates. Measurement of segment assets and liabilities and segment results is based on the accounting policies set out in the accounting policy notes.

### 1.1 Geographical segments

The Bank and its affiliates operate principally in Turkey, but also have operations in Holland, Russia, Ireland, Turkish Republic of Northern Cyprus, Malta, Luxembourg, Germany and Romania. Total geographic sector risk concentrations, both on and off balance sheet, are presented in the table below:

	<b>2008</b>				
	<u>Loans</u>	<u>Total Assets</u>	<u>Total Liabilities</u>	<u>Non-Cash Loans</u>	<u>Capital Expenditure</u>
Turkey	51,629,704	87,465,358	67,511,825	11,639,580	351,025
Holland	223,744	2,091,340	2,172,863	506,634	2,198
England	24,218	1,910,672	3,626,436	340,765	-
Germany	18,224	1,556,435	2,591,540	100,624	68
Romania	768,131	1,365,104	726,893	68,874	34,084
Russia	497,323	1,161,158	160,828	139,411	391
USA	44,820	876,610	6,863,025	326,507	-
France	11,325	125,182	111,686	190,346	-
Others	<u>652,580</u>	<u>1,636,479</u>	<u>4,519,737</u>	<u>1,254,316</u>	<u>-</u>
	<u>53,870,069</u>	<u>98,188,338</u>	<u>88,284,833</u>	<u>14,567,057</u>	<u>387,766</u>

  

	<b>2007</b>				
	<u>Loans</u>	<u>Total Assets</u>	<u>Total Liabilities</u>	<u>Non-Cash Loans</u>	<u>Capital Expenditure</u>
Turkey	38,984,518	67,127,417	51,061,766	10,562,526	290,944
Holland	471,332	1,675,657	1,971,262	319,790	-
England	119,600	1,599,043	3,855,098	302,471	-
Germany	31,374	1,362,560	1,668,080	77,527	-
Russia	523,224	1,116,366	211,330	62,263	517
USA	37,275	471,726	5,132,038	318,572	-
Romania	256,544	385,859	265,807	56,552	21,341
France	14,259	23,845	135,062	229,914	-
Others	<u>604,369</u>	<u>1,562,247</u>	<u>3,772,509</u>	<u>872,618</u>	<u>-</u>
	<u>41,042,495</u>	<u>75,324,720</u>	<u>68,072,952</u>	<u>12,802,233</u>	<u>312,802</u>

Total geographic sector risk concentrations on income statement are presented in the table below:

	<b>2008</b>	<b>2007</b>
Turkey	1,763,835	2,347,678
Holland	55,084	47,595
Luxembourg	3,082	16,599
Malta	72,141	265
Others	<u>31,873</u>	<u>23,233</u>
	<u>1,926,015</u>	<u>2,435,370</u>

## 1 Segment reporting (continued)

### 1.2 Business segments

The main business segments are banking, leasing, insurance, factoring, other financial and non-financial sectors. Banking segment information is detailed further to retail banking and commercial, corporate and small and medium size enterprises (SME) banking as these are the major banking activities. Other operations heading under the banking segment include mainly treasury and investment banking activities as well as unallocated income and expense items. The analysis are as follows:

<u>31 December 2008</u>	<u>Retail Banking</u>	<u>Commercial, Corporate &amp; SME Banking</u>	<u>Other Operations</u>	<u>Eliminations</u>	<u>Total Banking</u>	<u>Leasing</u>	<u>Insurance</u>	<u>Factoring</u>	<u>Other Financial</u>	<u>Other Non- Financial</u>	<u>Combined</u>	<u>Eliminations</u>	<u>Total</u>
Operating income	2,107,329	1,746,256	1,565,378	-	5,418,963	101,532	164,773	25,108	34,867	29,306	5,774,549	(6,203)	5,768,346
Operating expenses	(1,021,287)	(549,683)	(1,632,655)	-	(3,203,625)	(27,191)	(83,990)	(16,395)	(34,068)	(26,572)	(3,391,841)	(17,713)	(3,409,554)
<b>Income from operations</b>	<b>1,086,042</b>	<b>1,196,573</b>	<b>(67,277)</b>	<b>-</b>	<b>2,215,338</b>	<b>74,341</b>	<b>80,783</b>	<b>8,713</b>	<b>799</b>	<b>2,734</b>	<b>2,382,708</b>	<b>(23,916)</b>	<b>2,358,792</b>
Taxation credit/(charge)	-	-	(413,899)	-	(413,899)	16	(16,218)	(1,729)	(448)	(649)	(432,927)	150	(432,777)
<b>Net income for the year</b>	<b>1,086,042</b>	<b>1,196,573</b>	<b>(481,176)</b>	<b>-</b>	<b>1,801,439</b>	<b>74,357</b>	<b>64,565</b>	<b>6,984</b>	<b>351</b>	<b>2,085</b>	<b>1,949,781</b>	<b>(23,766)</b>	<b>1,926,015</b>
Segment assets	16,457,561	36,550,189	40,874,460	(678,652)	93,203,558	2,200,551	1,193,403	742,676	45,231	14,171	97,399,590	(673,231)	96,726,359
Investments in equity participations	-	-	303,103	-	303,103	10,000	275	9,635	5,893	1,158	330,064	(259,627)	70,437
Unallocated assets	-	-	1,323,625	-	1,323,625	18,290	11,187	2,068	4,669	1,083	1,360,922	30,620	1,391,542
<b>Total assets</b>	<b>16,457,561</b>	<b>36,550,189</b>	<b>42,501,188</b>	<b>(678,652)</b>	<b>94,830,286</b>	<b>2,228,841</b>	<b>1,204,865</b>	<b>754,379</b>	<b>55,793</b>	<b>16,412</b>	<b>99,090,576</b>	<b>(902,238)</b>	<b>98,188,338</b>
Segment liabilities	31,339,548	24,809,320	29,731,912	(678,652)	85,202,128	1,943,201	1,047,990	707,589	6,431	6,526	88,913,865	(629,032)	88,284,833
Shareholders' equity and minority interest	-	-	9,628,158	-	9,628,158	285,640	156,875	46,790	49,362	9,886	10,176,711	(273,206)	9,903,505
<b>Total liabilities, shareholders' equity and minority interest</b>	<b>31,339,548</b>	<b>24,809,320</b>	<b>39,360,070</b>	<b>(678,652)</b>	<b>94,830,286</b>	<b>2,228,841</b>	<b>1,204,865</b>	<b>754,379</b>	<b>55,793</b>	<b>16,412</b>	<b>99,090,576</b>	<b>(902,238)</b>	<b>98,188,338</b>



**Türkiye Garanti Bankası AŞ and Its Affiliates**  
Notes to Consolidated Financial Statements  
As of and for the Year Ended 31 December 2008  
(Currency: Thousands of New Turkish Lira (YTL))

**1 Segment reporting (continued)**

<u>31 December 2007</u>	<u>Retail Banking</u>	<u>Commercial Corporate &amp; SME Banking</u>	<u>Other Operations</u>	<u>Eliminations</u>	<u>Total Banking</u>	<u>Leasing</u>	<u>Insurance</u>	<u>Factoring</u>	<u>Other Financial</u>	<u>Other Non- Financial</u>	<u>Combined</u>	<u>Eliminations</u>	<u>Total</u>
Operating income	1,760,730	1,514,136	2,124,082	-	5,398,948	102,685	237,615	22,400	41,346	23,342	5,826,336	(74,667)	5,751,669
Operating expenses	(760,649)	(454,379)	(1,517,813)	-	(2,732,841)	(47,834)	(149,016)	(15,125)	(33,615)	(22,069)	(3,000,500)	24,615	(2,975,885)
<b>Income from operations</b>	<b>1,000,081</b>	<b>1,059,757</b>	<b>606,269</b>	<b>-</b>	<b>2,666,107</b>	<b>54,851</b>	<b>88,599</b>	<b>7,275</b>	<b>7,731</b>	<b>1,273</b>	<b>2,825,836</b>	<b>(50,052)</b>	<b>2,775,784</b>
Taxation charge	-	-	(320,414)	-	(320,414)	(36)	(15,785)	(1,514)	(2,334)	(331)	(340,414)	-	(340,414)
<b>Net income for the year</b>	<b>1,000,081</b>	<b>1,059,757</b>	<b>285,855</b>	<b>-</b>	<b>2,345,693</b>	<b>54,815</b>	<b>72,814</b>	<b>5,761</b>	<b>5,397</b>	<b>942</b>	<b>2,485,422</b>	<b>(50,052)</b>	<b>2,435,370</b>
Segment assets	13,682,475	25,979,466	31,400,256	(89,625)	70,972,572	2,132,203	768,686	638,241	46,792	10,814	74,569,308	(594,907)	73,974,401
Investments in equity participations	-	-	324,336	-	324,336	1,000	275	9,635	4,554	1,121	340,921	(291,145)	49,776
Unallocated assets	-	-	1,230,114	-	1,230,114	18,323	7,791	1,413	4,525	969	1,263,135	37,408	1,300,543
<b>Total assets</b>	<b>13,682,475</b>	<b>25,979,466</b>	<b>32,954,706</b>	<b>(89,625)</b>	<b>72,527,022</b>	<b>2,151,526</b>	<b>776,752</b>	<b>649,289</b>	<b>55,871</b>	<b>12,904</b>	<b>76,173,364</b>	<b>(848,644)</b>	<b>75,324,720</b>
Segment liabilities	23,946,399	16,521,575	25,030,059	(89,625)	65,408,408	1,940,243	684,365	609,483	8,952	4,887	68,656,338	(583,386)	68,072,952
Shareholders' equity and minority interest	-	-	7,118,614	-	7,118,614	211,283	92,387	39,806	46,919	8,017	7,517,026	(265,258)	7,251,768
<b>Total liabilities, shareholders' equity and minority interest</b>	<b>23,946,399</b>	<b>16,521,575</b>	<b>32,148,673</b>	<b>(89,625)</b>	<b>72,527,022</b>	<b>2,151,526</b>	<b>776,752</b>	<b>649,289</b>	<b>55,871</b>	<b>12,904</b>	<b>76,173,364</b>	<b>(848,644)</b>	<b>75,324,720</b>

## 2 Cash and cash equivalents

Cash and cash equivalents include cash balances on hand, due from banks with original maturity periods of less than three months and other cash items. Cash and cash equivalents as at 31 December 2008 and 2007, included in the accompanying consolidated statements of cash flows are as follows:

	<u>2008</u>	<u>2007</u>
Cash at branches	672,358	454,194
Unrestricted balances with central banks	3,300,175	2,420,785
Loans and advances to banks with original maturity periods of less than three months	<u>3,173,456</u>	<u>1,418,840</u>
	<u>7,145,989</u>	<u>4,293,819</u>

## 3 Related party disclosures

For the purpose of this report, the shareholders jointly controlling the Bank namely Doğuş Holding AŞ and GE and all their subsidiaries, and their ultimate owners, directors and executive officers are referred to as related parties. During the course of the business, the Bank has made placements with and granted loans to related parties and also received deposits from them at various terms. The Bank had the following balances outstanding from and transactions with related parties:

### 3.1 Outstanding balances

	<u>2008</u>	<u>2007</u>
<i>Balance sheet</i>		
Loans and advances to customers	<u>289,145</u>	<u>157,832</u>
<i>Loans granted in YTL</i>	79,385	97,612
<i>Loans granted in foreign currencies:</i>	US\$ 54,605,072	US\$ 22,547,863
	EUR 59,911,300	EUR 20,075,886
Miscellaneous receivables	7,868	5,411
Deposits received	500,934	292,387
<i>Commitments and contingencies</i>		
Non-cash loans	188,864	169,696

### 3.2 Transactions

	<u>2008</u>	<u>2007</u>
Interest income	13,339	6,080
Interest expense	46,866	55,534

In 2008, interest rates applied to foreign currency receivables from and payables to related parties vary within the ranges of 3.1%-6.6% and 1.5%-6.5% (2007: 3.1%-7.4% and 3.8%-6.6%), respectively. The interest rates applied to YTL receivables from and payables to related parties vary within the ranges of 18.6%-27.0% and 15.0%-23.0%, respectively (2007: 16.3%-21.6% and 15.2%-19.0%). Various commission rates are applied to transactions involving guarantees and commitments.

No impairment losses have been recorded against balances outstanding during the period with related parties and no specific allowance has been made for impairment losses on balances with the related parties at the year-end.

### 3 Related party disclosures (continued)

The Bank sold a real estate, a building in Maslak to Doğuş Holding AŞ on 11 March 2008 at a sale prices of US\$ 35 millions. Before the year end, the total amount has been fully collected and a gain of YTL 267 thousands on this sale is recorded as of 31 December 2008.

Key management personnel compensation for the year ended 31 December 2008 amounted YTL 90,924 thousands (2007: YTL 53,341 thousands) on a consolidated basis. Within this total, individual key management expenses of the Bank amounted YTL 58,742 thousands (2007: YTL 29,616 thousands) and of its financial affiliates amounted YTL 32,182 thousands (2007: YTL 23,725 thousands).

### 4 Cash and balances with central banks

	<u>2008</u>	<u>2007</u>
Cash at branches	672,358	454,194
Balances with central banks excluding reserve deposits	<u>3,300,175</u>	<u>2,420,785</u>
	<u>3,972,533</u>	<u>2,874,979</u>

### 5 Financial assets at fair value through profit or loss

	<u>2008</u>				<u>2007</u>
	<u>Face value</u>	<u>Carrying value</u>	<u>Interest rate range %</u>	<u>Latest maturity</u>	<u>Carrying value</u>
<i>Debt and other instruments held at fair value:</i>					
Government bonds in YTL	133,583	123,221	7-22	2014	205,146
Gold	-	24,967	-	-	69,444
Investment fund	-	22,123	-	-	4,768
Eurobonds	8,773	11,498	5-12	2038	96,528
Bonds issued by corporations	8,526	8,607	5-20	2011	24,467
Government bonds in foreign currency	4,023	4,115	5-7	2011	10,516
Discounted government bonds in YTL	4,032	3,633	16-18	2010	18,659
Bonds issued by foreign institutions		-			94,112
Others		<u>10,369</u>			<u>52,402</u>
		208,533			576,042
<i>Equity and other non-fixed income instruments:</i>					
Forfeiting receivables		355,590			427,836
Listed shares		<u>14</u>			<u>140</u>
		<u>355,604</u>			<u>427,976</u>
Total financial assets at fair value					
through profit or loss		<u>564,137</u>			<u>1,004,018</u>

Income from debt and other instruments held at fair value is reflected in the consolidated income statement as interest on securities. Gains and losses arising on derivative financial instruments and changes in fair value of other trading instruments are reflected in net trading income. Whereas, gains and losses arising from changes in the fair value of cash flow hedges are reflected as a separate component of equity.

## 5 Financial assets at fair value through profit or loss (continued)

Income/(loss) from trading of financial assets is detailed in the table below:

	<u>2008</u>	<u>2007</u>
Fixed/floating securities	42,055	69,820
Foreign exchange transactions	20,371	(12,869)
Derivate transactions	425,676	(470,468)
Trading income/(loss), net	<u>488,102</u>	<u>(413,517)</u>

Due to change in the method for the valuation of derivative instruments, YTL 263,933 thousands is reclassified from “trading account gains/(losses)” to “foreign exchange gains/(losses)” for the year ended 31 December 2007.

Government bonds and treasury bills include securities pledged under repurchase agreements with customers amounting to YTL 129,071 thousands as of 31 December 2007 (2008: nil).

As at 31 December 2008, financial assets at fair value through profit or loss amounting to YTL 93 thousands are blocked against asset management operation and insurance business related transactions (2007: YTL 1,915 thousands).

A consolidated financial affiliate of the Bank, reclassified some of its investment securities, previously reported as financial assets held for trading amounting EUR 65,782,732 with a total face value of US\$ 93,155,000 to financial assets available-for-sale as of 1 July 2008 as per the Amendments to IAS 39 Financial Instruments: Recognition and Measurement as issued by the International Accounting Standards Board in October 2008.

## 6 Loans and advances to banks

	<u>2008</u>			<u>2007</u>		
	<u>YTL</u>	<u>Foreign Currency</u>	<u>Total</u>	<u>YTL</u>	<u>Foreign Currency</u>	<u>Total</u>
<i>Loans and advances-demand</i>						
Domestic banks	436	2,428	2,864	1,429	3,901	5,330
Foreign banks	<u>369,998</u>	<u>605,628</u>	<u>975,626</u>	<u>35,180</u>	<u>218,824</u>	<u>254,004</u>
	<u>370,434</u>	<u>608,056</u>	<u>978,490</u>	<u>36,609</u>	<u>222,725</u>	<u>259,334</u>
<i>Loans and advances-time</i>						
Domestic banks	366,047	1,567,270	1,933,317	261,942	1,001,617	1,263,559
Foreign banks	<u>975,661</u>	<u>4,009,012</u>	<u>4,984,673</u>	<u>731,231</u>	<u>2,685,421</u>	<u>3,416,652</u>
	<u>1,341,708</u>	<u>5,576,282</u>	<u>6,917,990</u>	<u>993,173</u>	<u>3,687,038</u>	<u>4,680,211</u>
Placements at money markets	<u>40,552</u>	-	<u>40,552</u>	-	-	-
Accrued interest on loans and advances to banks	<u>35,690</u>	<u>31,519</u>	<u>67,209</u>	<u>64,155</u>	<u>45,341</u>	<u>109,496</u>
Total loans and advances to banks	1,788,384	6,215,857	8,004,241	1,093,937	3,955,104	5,049,041
Less: allowance for uncollectibility	-	-	-	-	-	-
Net loans and advances to banks	<u>1,788,384</u>	<u>6,215,857</u>	<u>8,004,241</u>	<u>1,093,937</u>	<u>3,955,104</u>	<u>5,049,041</u>

As at 31 December 2008, majority of loans and advances-time are short-term with interest rates ranging between 1%-11% per annum for foreign currency time placements and 15%-23% per annum for YTL time placements (2007: 2%-7% and 16%-21%, respectively).

As at 31 December 2008, loans and advances at domestic and foreign banks include blocked accounts of YTL 1,939,349 thousands (2007: YTL 1,095,412 thousands) held against securitizations, fundings, legal legislations for the branches operating in foreign countries and insurance business.

## 7 Loans and advances to customers

Outstanding loans and advances to customers are divided between economic sectors and loan types as follows:

	<u>2008</u>	<u>2007</u>
Consumer loans	16,232,977	13,438,190
<i>Credit cards</i>	6,717,695	5,430,110
<i>Mortgage loan</i>	5,024,875	4,156,756
<i>General purpose loans</i>	2,907,668	2,314,226
<i>Auto loans</i>	839,399	1,131,629
<i>Other consumer loans</i>	743,340	405,469
Service sector	4,581,154	2,575,186
Energy	3,593,525	1,987,433
Transportation and logistics	2,831,671	1,653,543
Construction	2,745,348	2,217,345
Transportation vehicles and sub-industry	2,331,475	1,556,786
Textile	2,067,422	1,526,818
Financial institutions	2,019,792	1,949,021
Food	1,881,166	1,886,326
Metal and metal products	1,742,065	1,291,787
Tourism	1,418,581	999,291
Data processing	1,199,499	1,251,934
Durable consumption	958,250	818,559
Chemistry and chemical product	785,910	444,381
Agriculture and stockbreeding	712,537	710,237
Stone, rock and related products	645,265	437,162
Machinery and equipments	632,454	534,142
Electronic, optical and medical equipment	545,395	457,263
Mining	397,882	280,611
Plastic products	326,161	240,011
Paper and paper products	288,016	253,936
Others	<u>1,950,975</u>	<u>1,487,989</u>
Total performing loans	49,887,520	37,997,951
Financial lease receivables, net of unearned income (Note 8)	1,997,066	1,923,040
Factoring receivables	651,799	494,400
Accrued interest income on loans and lease receivables	1,146,004	543,392
Non-performing loans, factoring and leasing receivables	1,368,312	869,567
Allowance for possible losses from loans, factoring and leasing receivables	<u>(1,180,632)</u>	<u>(785,855)</u>
Loans and advances to customers	<u>53,870,069</u>	<u>41,042,495</u>

As at 31 December 2008, interest rates on loans granted to customers range between 2%-30% (2007: 2%-16%) per annum for the foreign currency loans and 14%-35% (2007: 16%-31%) per annum for the YTL loans.

## 7 Loans and advances to customers (continued)

The provision for possible losses is comprised of amounts for specifically identified as being impaired and non-performing loans and advances and a further portfolio-basis amount considered adequate to cover the residual inherent risk of loss present in the lending relationships presently performing in accordance with agreements made with borrowers. The amount of the portfolio basis allowance is YTL 196,351 thousands (2007: YTL 153,805 thousands).

Movements in the allowance for possible losses on loans and lease receivables including the portfolio basis allowances, are as follows:

	<u>2008</u>	<u>2007</u>
Balance at the beginning of the year	785,855	595,024
Write-offs	(131,900)	(83,513)
Recoveries and reversals	(36,873)	(41,780)
Provision for the year	<u>563,550</u>	<u>316,124</u>
Balance at the end of the year	<u>1,180,632</u>	<u>785,855</u>

Movement in the portfolio basis allowance are as follows:

	<u>2008</u>	<u>2007</u>
Balance at the beginning of the year	153,805	85,178
Net change in provision for the year, net	<u>42,546</u>	<u>68,627</u>
Balance at the end of the year	<u>196,351</u>	<u>153,805</u>

## 8 Financial lease receivables

The financial leases typically run for a period of one to five years, with transfer of ownership of the leased asset at the end of the lease term. Interest is charged over the period of the lease.

The receivables are secured by way of the underlying assets. Loans and advances to customers include the following financial lease receivables:

	<u>2008</u>	<u>2007</u>
Financial lease receivables, net of unearned income (Note 7)	1,997,066	1,923,040
Add: non-performing lease receivables	101,577	16,181
Less: allowance for possible losses on lease receivable	<u>(15,117)</u>	<u>(16,819)</u>
	<u>2,083,526</u>	<u>1,922,402</u>
Accrued interest on lease receivables	<u>20,471</u>	<u>23,246</u>

### *Analysis of net financial lease receivables*

Due within 1 year	1,077,648	987,689
Due between 1 and 5 years	1,270,738	1,240,013
Due after 5 years	<u>60,329</u>	<u>-</u>
Financial lease receivables, gross	2,408,715	2,227,702
Unearned income	<u>(325,189)</u>	<u>(305,300)</u>
Financial lease receivables, net	<u>2,083,526</u>	<u>1,922,402</u>

### *Analysis of net financial lease receivables, net*

Due within 1 year	907,223	826,985
Due between 1 and 5 years	1,121,576	1,095,417
Due after 5 years	<u>54,727</u>	<u>-</u>
Financial lease receivables, net	<u>2,083,526</u>	<u>1,922,402</u>

## 9 Other assets

	<u>2008</u>	<u>2007</u>
Reserve deposits at the Central Bank of Turkey	1,773,311	4,907,841
Insurance premium receivables	935,860	580,695
Accrued exchange gain on derivatives	812,397	136,424
Prepaid expenses, insurance claims and similar items	286,832	202,262
Miscellaneous receivables	95,801	133,292
Tangible assets held for sale	81,346	112,886
Advances for tangible assets	81,008	19,085
Prepaid taxes and taxes and funds to be refunded	52,106	52,399
Others	<u>84,589</u>	<u>23,674</u>
	<u>4,203,250</u>	<u>6,168,558</u>

At 31 December 2008, reserve deposits at the Central Bank of Turkey are kept as minimum reserve requirement. These funds are not available for the daily business of the Bank and its affiliates. As required by the Turkish Banking Law, these reserve deposits are calculated on the basis of YTL and foreign currency liabilities taken at the rates determined by the Central Bank of Turkey. In accordance with the current legislation, the reserve deposit rates for YTL and foreign currency liabilities are 6% and 9% (2007: 6% and 11%), respectively. Interest rates applied for reserve requirements are 12% (2007: 11.81%) for YTL deposits. The foreign currency reserves do not earn any interests (2007: 1.95% and 1.80% for reserves in US\$ and Euro, respectively).

YTL 74,366 thousands (2007: YTL 100,582 thousands) of the tangible assets held for sale is comprised of foreclosed real estate acquired by the Bank against its impaired receivables. Such assets are required to be disposed of within three years following their acquisitions per the Turkish Banking Law. This three year period can be extended by a legal permission from the regulators. In case of real estates held for sale, this requirement is valid only if the legal limit on the size of the real estate portfolio that a bank can maintain is exceeded. Currently, as the Bank is within this legal limit, it is not subject to the above requirement.

Impairment losses provided on real estates held for sale were determined based on the appraisals of independent appraisal firms. As of 31 December 2008, real estates held for sale amounting YTL 78,214 thousands (2007: YTL 117,055 thousands) have been impaired by YTL 4,739 thousands (2007: YTL 6,924 thousands).

As of 31 December 2008, the rights of repurchase on various tangible assets held for sale amounted to YTL 13,714 thousands (2007 : YTL 29,850 thousands).

## 10 Investment securities

	2008				2007
	<u>Face value</u>	<u>Carrying value</u>	<u>Interest rate range %</u>	<u>Latest maturity</u>	<u>Carrying value</u>
<i>Debt and other instruments available-for-sale:</i>					
Government bonds at floating rates	6,739,875	7,269,810	21-23	2014	3,977,839
Discounted government bonds in YTL	5,266,844	4,683,672	16-18	2010	2,931,781
Government bonds in YTL	2,569,900	2,602,072	14-21	2013	2,649,515
Bonds issued by corporations (a)	2,068,053	2,022,743	3-20	2017	1,367,802
Eurobonds	644,390	683,634	5-12	2036	1,726,716
Bonds issued by financial institutions	481,975	422,811	5-21	2014	150,229
Government bonds in foreign currency	399,028	409,824	2-6	2010	509,559
Government bonds indexed to consumer price index	130,181	147,118	10	2012	120,324
Others		<u>86,063</u>			<u>101,190</u>
Total securities available-for-sale		<u>18,327,747</u>			<u>13,534,955</u>
<i>Debt and other instruments held-to-maturity:</i>					
Government bonds in YTL	3,250,909	3,065,219	14-17	2012	468,740
Government bonds at floating rates	2,597,235	2,732,620	21-22(b)	2011	2,837,628
Eurobonds	1,612,071	1,646,169	7-12	2036	669,120
Bonds issued by foreign governments	21,280	37,494	-	2028	116,617
Others		<u>2,266</u>			<u>27,273</u>
		7,483,768			4,119,378
Accrued interest on held-to-maturity portfolio		<u>300,614</u>			<u>180,977</u>
Total securities held-to-maturity		<u>7,784,382</u>			<u>4,300,355</u>
Total investment securities		<u>26,112,129</u>			<u>17,835,310</u>

(a) Bonds issued by corporations include credit linked notes with face value amounting to US\$ 875,000,000 (2007: US\$ 875,000,000) and carrying value amounting to YTL 1,355,529 thousands (2007: YTL 1,039,423 thousands) that are linked to the default risk of the Turkish Government. All bonds issued by corporations are valued at amortized cost since these financial assets are not quoted in an active market. The consolidated factoring affiliate's "financial assets available-for-sale" portfolio also includes private sector bonds with "credit linked notes" at a total face value of US\$ 20,500,000 and EUR 1,175,000 (2007: US\$ 35,850,000 and EUR 2,500,000) and a total carrying value of YTL 33,863 thousands (2007: YTL 30,633 thousands).

(b) The interest rates applied on these securities are floating quarterly based on interest rates of government bond bids of the government.

In 2008, the Bank reclassified certain investment securities, previously classified in its securities available-for-sale portfolio in its financial statements, with total face values of YTL 2,831,667 thousands and USD 843,847,999 to its securities held-to-maturity portfolio as a result of change in its intention to hold such securities. Such securities are included in the securities held-to-maturity portfolio at their fair values of YTL 2,685,106 thousands and USD 852,772,307 as of their reclassification date. The negative valuation differences amounting YTL 99,085 thousands and USD 6,729,440 of these securities, are recorded under the shareholders' equity and amortized through the income statement throughout their maturities. As of the balance sheet date, the negative valuation differences under the shareholders' equity are YTL 92,998 thousands and USD 6,744,934.



## 10 Investment securities (continued)

As of 31 December 2008, the Bank has allowance amounting YTL 3,244 thousands (2007: nil) for the investment securities.

Interest income from debt and other fixed or floating instruments is reflected in interest on securities. Whereas, gains and losses arising from changes in the fair value of cash flow hedges and available-for-sale assets are deferred as a separate component of equity.

Government bonds and treasury bills include securities pledged under repurchase agreements with customers amounting to YTL 11,641,331 thousands (2007: YTL 9,718,647 thousands).

The following table summarizes securities that were deposited as collaterals with respect to various banking, insurance and asset management transactions:

	2008		2007	
	Face Value	Carrying value	Face Value	Carrying value
Deposited at Istanbul Stock Exchange	5,745,673	5,907,317	7,434,431	7,654,013
Collateralized to foreign banks	7,108,446	7,242,244	2,556,803	2,765,952
Deposited at CBT for interbank transactions	598,920	629,992	516,600	537,225
Deposited at central banks for repurchase transactions	1,541,280	1,606,177	79,412	76,429
Deposited at Clearing Bank (Takasbank)	10,000	10,087	97,325	98,888
Deposited at CBT for foreign currency money market transactions	581,980	584,095	192,400	212,552
Others		138,831		35,691
		<u>16,118,743</u>		<u>11,380,750</u>

## 11 Investments in equity participations

	2008		2007	
	Carrying Value	Ownership %	Carrying Value	Ownership %
Eureko Sigorta AŞ	40,342	20.00	28,997	20.00
IMKB Takasbank AŞ	11,962	5.83	11,992	5.83
Garanti Filo Yönetim Hizmetleri AŞ	10,000	100.00	1,000	100.00
Others	8,133		7,787	
	<u>70,437</u>		<u>49,776</u>	

Others include “Garanti Konut Finansmanı Danışmanlık Hizmetleri AŞ” which was established as per the decision made during the board of directors meeting of the Bank on 15 September 2007 to provide consultancy and outsourcing services to banks, housing finance and mortgage finance companies. Its legal registration process was completed on 3 October 2007. The Bank owns 99.99% of the company shares. 1/4 of the share capital of the company amounting YTL 750 in total, is paid. This company is not consolidated in the accompanying consolidated financial statements as currently it does not have material operations compared to the consolidated performance of the Bank and its affiliates, instead it is recorded under investments in equity participations in “others” above and valued at cost.

## 11 Investments in equity participations (continued)

80% shares of a previously consolidated affiliate, Garanti Sigorta AŞ, owned by the Bank are sold to Eureka BV on 21 June 2007. After the sale, the remaining 20% is reclassified as investments in equity participations and accounted under the equity method of accounting. Subsequent to this sale, at 1 October 2007 the legal name of the company has been changed as Eureka Sigorta AŞ.

Garanti Filo Yönetimi Hizmetleri AŞ was established on 10 January 2007 as an operational leasing company, and fully owned and controlled by the leasing affiliate of the Bank. The company's main objective is to rent cars to corporates, institutional and small and medium size enterprises. The total paid-in share capital is YTL 10,000 thousands as of the issue date of the financial statements. This company is not consolidated in the accompanying financial statements as currently it does not have material operations compared to the consolidated performance of the Bank and its affiliates, instead it is recorded under investments in equity participations and valued at cost.

IMKB Takasbank AŞ and other equity participations do not have a quoted market price in an active market and other methods of reasonably estimating their values would be inappropriate and impracticable, accordingly they are stated at cost, restated for the effects of inflation in YTL units current at 31 December 2005.

There is not any additional impairment losses for the investments in equity participations in 2008 and 2007. The cumulative provisions for such impairment losses amounted to YTL 3,582 thousands as of 31 December 2008 (2007: YTL 3,902 thousands).

## 12 Tangible assets

Movement in tangible assets from 1 January to 31 December 2008 is as follows:

	<u>1 January</u>	<u>Additions</u>	<u>Adjustment for Currency Translation</u>	<u>Disposals</u>	<u>31 December</u>
<i>Costs</i>					
Land and buildings	1,096,919	55,561	14,766	(80,786)	1,086,460
Furniture, fixture and equipments	1,086,273	219,709	5,357	(274,312)	1,037,027
Leasehold improvements	<u>198,274</u>	<u>102,412</u>	<u>2,831</u>	<u>(6,022)</u>	<u>297,495</u>
	2,381,466	377,682	22,954	(361,120)	2,420,982
<i>Less: Accumulated depreciation</i>					
Buildings	229,497	22,971	1,556	(25,172)	228,852
Furniture, fixture and equipments	809,741	130,234	2,015	(216,000)	725,990
Leasehold improvements	<u>87,894</u>	<u>38,117</u>	<u>595</u>	<u>(4,113)</u>	<u>122,493</u>
	1,127,132	191,322	4,166	(245,285)	1,077,335
<i>Construction in progress</i>	<u>17,794</u>	10,084	1,402	(27,361)	<u>1,919</u>
	1,272,128				1,345,566
<i>Impairment in value of tangible assets</i>	<u>(109,227)</u>				<u>(106,939)</u>
	<u>1,162,901</u>				<u>1,238,627</u>

## 12 Tangible assets (continued)

Movement in tangible assets from 1 January to 31 December 2007 is as follows:

	<u>1 January</u>	<u>Additions</u>	<u>Adjustment for Currency Translation</u>	<u>Disposals</u>	<u>31 December</u>
<i>Costs</i>					
Land and buildings	1,061,922	64,746	(4,934)	(24,815)	1,096,919
Furniture, fixture and equipments	1,105,376	165,659	(1,285)	(183,477)	1,086,273
Leasehold improvements	<u>214,480</u>	<u>65,264</u>	<u>(641)</u>	<u>(80,829)</u>	<u>198,274</u>
	2,381,778	295,669	(6,860)	(289,121)	2,381,466
<i>Less: Accumulated depreciation</i>					
Buildings	210,477	23,038	(449)	(3,569)	229,497
Furniture, fixture and equipments	843,754	135,739	(753)	(168,999)	809,741
Leasehold improvements	<u>137,258</u>	<u>26,427</u>	<u>(358)</u>	<u>(75,433)</u>	<u>87,894</u>
	1,191,489	185,204	(1,560)	(248,001)	1,127,132
<i>Construction in progress</i>	<u>7,335</u>	17,133	(95)	(6,579)	<u>17,794</u>
	1,197,624				1,272,128
<i>Impairment in value of tangible assets</i>	<u>(118,375)</u>				<u>(109,227)</u>
	<u>1,079,249</u>				<u>1,162,901</u>

A portion of the disposals during the year 2007 amounting to YTL 14,099 thousands represented the tangible assets of the consolidated affiliate that is accounted under the equity method of accounting in the accompanying consolidated financial statements as of 31 December 2007 following the sale of 80% ownership in this company by the Bank in June 2007.

Depreciation expense for the year ended 31 December 2008 amounts to YTL 183,273 thousands (2007: YTL 185,389 thousands).

Assessment of the independent appraiser firms have been taken into consideration in the determination of the impairment losses provided for land and buildings. As of 31 December 2008, land and buildings at a total net book value before impairment of YTL 394,800 thousands (2007: YTL 407,411 thousands) have been impaired by YTL 106,939 thousands (2007: YTL 109,227 thousands).

## 13 Goodwill

As of 31 December 2008, goodwill arises from the direct acquisitions of 100.00% ownership in Garanti Yatırım Menkul Kıymetler AŞ, 98.94% ownership in Garanti Finansal Kiralama AŞ, 84.91% ownership in Garanti Emeklilik ve Hayat AŞ, 81.84% ownership in Garanti Faktoring Hizmetleri AŞ and 20.00% ownership in Eureko Sigorta AŞ consisting of the excesses of the total acquisition costs over net assets of these consolidated entities at the dates of their acquisition as follows:

	<u>2008</u>	<u>2007</u>
Garanti Yatırım Menkul Kıymetler AŞ	20,984	20,984
Garanti Faktoring Hizmetleri AŞ	6,697	6,697
Garanti Finansal Kiralama AŞ	5,233	5,233
Eureko Sigorta AŞ	222	222
Garanti Emeklilik ve Hayat AŞ	<u>34</u>	<u>34</u>
	33,170	33,170
Impairment of goodwill	<u>-</u>	<u>-</u>
	<u>33,170</u>	<u>33,170</u>

### 13 Goodwill (continued)

Impairment losses when necessary are provided for decrease in the net asset value of the consolidated entities by assessing their internal and external resources.

### 14 Deposits from banks

Deposits from banks comprise the following:

	<u>2008</u>	<u>2007</u>
Payable on demand	942,099	376,914
Term deposits	<u>1,168,062</u>	<u>2,044,855</u>
	2,110,161	2,421,769
Accrued interest on deposits from banks	<u>9,118</u>	<u>14,324</u>
	<u>2,119,279</u>	<u>2,436,093</u>

Deposits from banks include both YTL accounts amounting YTL 548,049 thousands (2007: YTL 894,291 thousands) and foreign currency accounts amounting YTL 1,562,112 thousands (2007: YTL 1,527,478 thousands) in total. As at 31 December 2008, interest rates applicable to YTL bank deposits and foreign currency bank deposits vary within ranges of 13%-22% and 1%-8% (2007: 16%-21% and 4%-11%), respectively.

### 15 Deposits from customers

Deposits from customers comprise the following:

	<u>2008</u>			<u>2007</u>
	<u>Demand</u>	<u>Time</u>	<u>Total</u>	<u>Total</u>
Foreign currency	5,956,905	21,168,577	27,125,482	21,905,297
Saving	1,288,449	16,937,005	18,225,454	12,536,696
Commercial	1,718,339	6,870,353	8,588,692	5,886,583
Public and other	<u>679,950</u>	<u>946,050</u>	<u>1,626,000</u>	<u>785,098</u>
	9,643,643	45,921,985	55,565,628	41,113,674
Accrued interest expense on deposits from customers	<u>51</u>	<u>376,021</u>	<u>376,072</u>	<u>221,073</u>
	<u>9,643,694</u>	<u>46,298,006</u>	<u>55,941,700</u>	<u>41,334,747</u>

As at 31 December 2008, interest rates applicable to YTL deposits and foreign currency deposits vary within ranges of 13%-24% and 1%-11% (2007: 16%-21% and 1%-9%), respectively.

As at 31 December 2008, subordinated deposits obtained by the consolidated banking affiliate in Holland amounting EUR 48 millions (equivalent of YTL 101,573 thousands) are included in foreign currency time deposits (2007: EUR 48 millions, equivalent of YTL 81,458 thousands).

### 16 Obligations under repurchase agreements

The Bank and its affiliates raise funds by selling financial instruments under agreements to repay the funds by repurchasing the instruments at future dates at the same price plus interest at a predetermined rate. Repurchase agreements are commonly used as a tool for short-term financing of interest-bearing assets, depending on the prevailing interest rates.

## 16 Obligations under repurchase agreements (continued)

Assets sold under repurchase agreements comprise the following:

	<u>Carrying value</u>	<u>Fair value of underlying assets</u>	<u>Carrying amount of corresponding liabilities</u>	<u>Range of repurchase dates</u>	<u>Repurchase price</u>
<b>2008</b>					
Investment securities	<u>11,641,331</u>	<u>11,740,609</u>	<u>11,153,180</u>	Jan'09-Feb'11	<u>11,285,506</u>
<b>2007</b>					
Financial assets at fair value through profit or loss	129,071	129,071	116,469	Jan'08-Dec'08	117,551
Investment securities	<u>9,718,647</u>	<u>9,720,363</u>	<u>8,475,485</u>	Jan'08-Feb'11	<u>8,686,021</u>
	<u>9,847,718</u>	<u>9,849,434</u>	<u>8,591,954</u>		<u>8,803,572</u>

Accrued interest on obligations under repurchase agreements amounting to YTL 61,473 thousands (2007: YTL 70,948 thousands) is included in the carrying amount of corresponding liabilities.

In general the carrying values of such assets are more than the corresponding liabilities due to the margins set between the parties, since such funding is raised against assets collateralized.

The proceeds from the sale of securities under repurchase agreements are treated as liabilities and recorded as obligations under repurchase agreements. As at 31 December 2008, the maturities of the obligations varied from one day to twenty six months and interest rates varied between 3%-17% (2007: 4%-18%).

## 17 Loans and advances from banks

Loans and advances from banks comprise the following:

	<u>2008</u>	<u>2007</u>
<u>Short-term borrowings</u>		
Domestic banks	948,325	683,481
Foreign banks	<u>2,780,061</u>	<u>1,997,630</u>
	3,728,386	2,681,111
<u>Long-term debts</u>		
Short-term portion	2,884,807	2,788,538
Medium and long-term portion	<u>7,300,188</u>	<u>5,784,163</u>
	10,184,995	8,572,701
Accrued interest on loans and advances from banks	<u>310,342</u>	<u>186,560</u>
	<u>14,223,723</u>	<u>11,440,372</u>

As at 31 December 2008, loans and advances from banks included various promissory notes amounting to YTL 953,176 thousands in total with latest maturity by 2009 (2007: YTL 1,084,457 thousands with latest maturity by 2009, of which YTL 270,623 thousands classified under long-term debts).

As at 31 December 2008, short-term borrowings included one-year syndicated facility to finance pre-export contracts of the Bank's corporate customers with a total amount of EUR 600 millions (equivalent of YTL 1,269,480 thousands) with a rate of Euribor+0.675% per annum as signed with 31 foreign banks, and a one-year syndicated loan facility to finance export contracts in two tranches of US\$ 215 millions and EUR 282 millions (equivalent of YTL 923,456 thousands) with the rates of Libor+2% and Euribor+2% per annum, respectively from 20 foreign banks.

## 17 Loans and advances from banks (continued)

Long-term debts comprise the following:

			2008			2007
	<i>Interest rate%</i>	<i>Latest Maturity</i>	<i>Amount in original currency</i>	<i>Short term portion</i>	<i>Medium and long term portion</i>	<i>Medium and long term debts</i>
Deutsche Bank AG	11.3-12.9	2017	YTL 701 mio	-	701,210	701,210
DPR Securitisation-IV	4.7-5.3	2013	US\$ 574 mio	194,138	678,194	693,993
DPR Securitisation-V	4.5-5.3	2013	US\$ 503 mio	164,401	600,808	583,534
Subordinated debt	7.0	2017	US\$ 499 mio	-	758,502	578,016
DPR Securitisation-VII	4.5	2016	US\$ 400 mio	36,464	571,420	463,543
DPR Securitisation-VI	5.5	2011	EUR 245.5 mio	112,244	407,259	508,376
DPR Securitisation-VIII	4.5	2017	US\$ 350 mio	-	531,609	405,486
DPR Securitisation-IX	5.9	2018	EUR 200 mio	-	423,160	-
DPR Securitisation-III	4.6	2013	US\$ 247 mio	83,413	291,989	312,470
DPR Securitisation-VI	5.1	2013	US\$ 210 mio	-	318,583	243,035
DPR Securitisation-VI	4.5	2016	US\$ 225 mio	-	341,450	260,381
DPR Securitisation-VII	5.2	2014	US\$ 100 mio	25,257	126,302	115,876
DPR Securitisation-VIII	4.5	2017	US\$ 100 mio	-	151,888	115,853
DPR Securitisation-VIII	4.5	2017	US\$ 100 mio	-	151,888	115,853
DPR Securitisation-VIII	5.2	2015	US\$ 50 mio	3,160	72,784	57,937
Others				<u>2,265,730</u>	<u>1,173,142</u>	<u>628,600</u>
				<u>2,884,807</u>	<u>7,300,188</u>	<u>5,784,163</u>

On 22 August 2008, the Bank completed a securitization (the “DPR Securitization-IX”) transaction by issuance of certificates; a tranche of EUR 200 millions with 10 years maturity from European Investment Bank.

On 28 June 2007, the Bank completed a securitization (the “DPR Securitization-VIII”) transaction by issuance of certificates; three tranches of US\$ 550 millions with 10 years maturity wrapped by Ambac Assurance Corp., Financial Guaranty Insurance Corp. and XL Capital Assurance and a tranche of US\$ 50 millions with 8 years maturity and no financial guarantee.

On 5 February 2007, the Bank obtained a 10-year subordinated fixed-rate notes of US\$ 500 millions due February 2017 with a repayment option for the Bank at the end of the fifth year. The fixed rate notes with Political Risk Insurance provided by Steadfast (a subsidiary of Zurich American Insurance Company) received a rating of Baa1 by Moody’s Investors Service and priced at par to yield 6.95% to investors (207.7 bps over comparable US Treasuries).

On 24 January 2007, the Bank borrowed YTL 435 millions from Deutsche Bank AG, London with a maturity of 10 years at 12.93% annual fixed interest rate through a secured financing transaction. Accordingly, the Bank pledged US\$ 300 millions of cash collateral to Deutsche Bank AG, London. Subsequently, the Bank has entered into two more secured financing transactions with the same counterparty under the same collateral conditions and borrowed in total YTL 266 millions in two separate transactions on 28 June and 3 July 2007 with maturity of 10 years for each and pledged US\$ 100 millions of cash collateral for each. The funding costs are 11.30% and 11.35%, respectively. The cash collaterals earn annually US\$ libor floating interest rate.

In December 2006, the Bank completed a securitization (the “DPR Securitization-VII”) transaction by issuance of certificates: US\$ 400 millions tranche with a maturity of 10 years and US\$ 100 millions tranche with a maturity of 8 years. Both of the series were issued on an unwrapped basis.

## 17 Loans and advances from banks (continued)

In May 2006, the Bank completed a securitization (the “DPR Securitization-VI”) transaction by issuance of certificates: Euro 300 millions with a guarantee issued by MBIA Insurance Corp. with maturity of 5 years, US\$ 300 millions with no financial guarantee and a maturity of 7 years and US\$ 225 millions with a guarantee issued by Ambac Assurance Corp. with maturity of 10 years.

In November 2005, the Bank completed a securitization (the “DPR Securitization-V”) transaction by issuance of certificate: US\$ 150 millions with a guarantee issued by CIFG Inc. with a maturity of 7 years, US\$ 250 millions with a guarantee issued by XL Capital Assurance with a maturity of 8 years and US\$ 125 millions with no financial guarantee and a maturity of 8 years.

In September 2005, the Bank completed a securitization (the “DPR Securitisation-IV”) transaction by issuance of certificate: US\$ 150 millions with a guarantee issued by Financial Guaranty Insurance Corp. with a final maturity of 7 years, US\$ 150 millions with a guarantee issued by Financial Security Assurance with a final maturity of 8 years, US\$ 165 millions with a financial guarantee issued by Assured Guaranty Corp. with a final maturity of 8 years, US\$ 110 millions with a financial guarantee issued by Radian Asset Assurance Inc. with a final maturity of 7 years, US\$ 25 millions with no financial guarantee and a final maturity of 7 years.

In May 2005, the Bank completed a securitization (the “DPR Securitisation-III”) transaction by issuance of certificate: US\$ 300 millions with a guarantee issued by MBIA Insurance Corp., a final maturity of 8 years.

The DPR securitization is a way of securitizing the Bank’s payment orders created via SWIFT MT 103 or similar payment orders in terms of US Dollar, Euro and GBP accepted as derived primarily from the Bank’s trade finance and other corporate businesses and paid through foreign depository banks.

## 18 Bonds payable

Bonds payable comprise of the following:

	<i>2008</i>			<i>2007</i>	
	<i>Amount in original currency in millions</i>	<i>Maturity</i>	<i>Interest rates %</i>	<i>Carrying value</i>	<i>Carrying value</i>
Subordinated debt	EUR	2016	Euribor + 1.57	63,474	50,903
Accrued interest on bonds payable				24	9
				<u>63,498</u>	<u>50,912</u>

On 29 September 2006, one of the Bank’s affiliates issued its first floating rate note for EUR 30 millions, Euro-denominated lower tier-2 capital, priced at 99.30, arranged by Deutsche Bank and traded on the alternative market in Frankfurt.

## 19 Taxation

In Turkey, corporate income tax is levied at the rate of 20% on the statutory corporate income tax base, which is determined by modifying accounting income for certain exclusions and allowances for tax purposes for the years 2008 and 2007.

Dividends paid to the resident institutions and the institutions working through local offices or representatives are not subject to withholding tax. As per the decision no.2006/10731 of the Council of Ministers published in the Official Gazette no.26237 dated 23 July 2006, certain duty rates included in the articles no.15 and 30 of the new Corporate Tax Law no.5520 are revised. Accordingly, the withholding tax rate on the dividend payments other than the ones paid to the nonresident institutions

## **19 Taxation (continued)**

generating income in Turkey through their operations or permanent representatives and the resident institutions, is 15%. In applying the withholding tax rates on dividend payments to the nonresident institutions and the individuals, the withholding tax rates covered in the related Double Tax Treaty Agreements are taken into account. Appropriation of the retained earnings to capital is not considered as profit distribution and therefore is not subject to withholding tax.

Under the Turkish taxation system, tax losses can be carried forward to offset against future taxable income for up to five years. Tax losses cannot be carried back to offset profits from prior years. There is no procedure for a final and definite agreement on tax assessments. Companies file their tax returns within four months following the end of the accounting year to which they relate. Tax returns and accounting records are open for five years from the beginning of the year that follows the date of filing during which time the tax authorities have the right to audit the tax returns, and the related accounting records on which they are based, and may issue re-assessments based on their findings.

In Turkey, the tax legislation does not permit a parent company and its affiliates to file a consolidated tax return. Therefore, the taxation charge, as reflected in the accompanying consolidated financial statements, represents the total amount of the taxation charge of each affiliate.

### *Tax applications for foreign branches*

#### *NORTHERN CYPRUS*

According to the Corporate Tax Law of the Turkish Republic of Northern Cyprus no.41/1976 as amended, the corporate earnings (including foreign corporations) are subject to a 10% corporate tax. This tax is calculated based on the income that the taxpayers earn in an accounting period. Tax base is determined by modifying accounting income for certain exclusions and allowances for tax purposes. The corporations cannot benefit from the rights of offsetting losses, investment incentives and amortisation unless they prepare and have certified their balance sheets, income statements and accounting records used for tax calculations by an auditor authorized by the Ministry of Finance. In cases where it is revealed that the earnings of a corporation were not subject to taxation in prior years or the tax paid on such earnings are understated, additional taxes can be charged in the next 12 years following that the related taxation period. The corporate tax returns are filed in the tax administration office in April after following the end of the accounting year to which they relate. The corporate taxes are paid in two equal installments in May and October.

#### *MALTA*

The corporate earnings are subjected to a 35% corporate tax. This rate is determined by modifying accounting income for certain exclusions and allowances for tax purposes. The earnings of the foreign corporations' branches in Malta are also subject to the same tax rate that the resident corporations in Malta are subject to. The earnings of such branches that are transferred to their head offices are not subject to an additional tax. The prepaid taxes are paid in April, August and December in the related years. The prepayments can be deducted from the annual corporate tax calculated for the whole year earnings. The excess part of the corporate tax that is not covered by such prepayments is paid to the tax office in September.

#### *LUXEMBOURG*

The corporate earnings are subjected to a 22% corporate tax. Effective from 1 January 2009 this rate will be applied as 21%. This rate is determined by modifying accounting income for certain exclusions and allowances for tax purposes. An additional 4% of the calculated corporate tax is paid as a contribution for unemployment insurance fund. This rate is 6.75% in the municipality where the Bank's Luxembourg branch operates. The tax returns are examined by the authorized bodies, and in



## 19 Taxation (continued)

case of detected mistakes, the amount of the taxes to be paid, is revised. The amounts and the payment dates of prepaid taxes are determined and declared by the tax office at the beginning of the taxation period. The corporations whose head offices are outside Luxembourg, are allowed to transfer the rest of their net income after tax following the allocation of 5% of it for legal reserves, to their head offices.

### *Tax applications for foreign affiliates*

#### *HOLLAND*

In Holland, corporate income tax is levied at the rate of 25.5% on the worldwide income of resident companies, which is determined by modifying accounting income for certain exclusions and allowances for tax purposes for the related year. A unilateral decree for the avoidance of double taxation provides relief for resident companies from Dutch tax on income, such as foreign business profits derived through a permanent establishment abroad, if no tax treaty applies. There is an additional dividend tax of 5% computed only on the amounts of dividend distribution at the time of such payments. Under the Dutch taxation system, tax losses can be carried forward for nine years to offset against future taxable income. Tax losses can be carried back to one prior year. Companies must file their tax returns within nine months following the end of the tax year to which they relate, unless the company applies for an extension (normally an additional nine months). Tax returns are open for five years from the date of final assessment of the tax return during which time the tax authorities have the right to audit tax returns, and the related accounting records on which they are based, and may issue re-assessments based on their findings. The corporate income tax has been calculated using the nominal tax rate of 25.5% over the Dutch taxable income, 30% (2007: 40%) over the local taxable income of Germany branch and 16% over the local taxable income of Romania branches.

#### *RUSSIA*

The applicable tax rate for current and deferred tax for the Bank's consolidated affiliate in Russia is 24%. The taxation system in the Russian Federation is relatively new and is characterised by frequent changes in legislation, official pronouncements and court decisions, which are often unclear, contradictory and subject to varying interpretation by different tax authorities. Taxes are subject to review and investigation by a number of authorities, which have the authority to impose severe fines, penalties and interest charges. A tax year remains open for review by the tax authorities during the three subsequent calendar years; however, under certain circumstances a tax year may remain open for a longer period.

The total provision for taxes on income is different than the amount computed by applying the Turkish statutory tax rate to income before provision for taxes as shown in the following reconciliation:

	<u>2008</u>	<u>%</u>	<u>2007</u>	<u>%</u>
Taxes on income per statutory tax rate	471,758	20.00	555,157	20.00
Income items exempt from tax	(31,522)	(1.34)	(128,736)	(4.64)
Defined benefit obligations	(20,520)	(0.87)	32,920	1.19
Disallowable expenses	6,773	0.29	23,511	0.84
Refund from the tax litigation	-	-	(137,256)	(4.94)
Others	<u>6,288</u>	<u>0.27</u>	<u>(5,182)</u>	<u>(0.19)</u>
Taxation charge	<u>432,777</u>	<u>18.35</u>	<u>340,414</u>	<u>12.26</u>

## 19 Taxation (continued)

The taxation charge is comprised of the following:

	<u>2008</u>	<u>2007</u>
Current taxes	442,315	369,110
Deferred taxes	<u>(9,538)</u>	<u>(28,696)</u>
Taxation charge	<u>432,777</u>	<u>340,414</u>

The movement of current tax liability is as follows:

	<u>2008</u>	<u>2007</u>
Balance at the beginning of the year	5,301	128,022
Current year taxes	442,315	369,110
Less: Prepaid corporate taxes	<u>(319,932)</u>	<u>(491,831)</u>
Current tax liability	<u>127,684</u>	<u>5,301</u>

In accordance with the related regulation for prepaid taxes on income, such advance payments during the year are being deducted from the final tax liability for the year. Accordingly, the taxation charge on income is not equal to the final tax liability appearing on the balance sheet.

Income tax assets/(liabilities) recognised directly in equity is as follows:

	<u>2008</u>	<u>2007</u>
Unrealised gains on available-for-sale assets	(50,461)	(33,729)
Hedging reserve	<u>812</u>	<u>(73)</u>
	<u>(49,649)</u>	<u>(33,802)</u>

Deferred tax asset and liabilities are attributable to the items detailed in the table below:

	<u>2008</u>	<u>2007</u>
<i>Deferred tax asset</i>		
Impairment losses on loans	68,266	47,675
Short-term employee benefits	31,684	20,088
Valuation difference on financial assets and liabilities	27,190	17,114
Impairment of equity participations and tangible assets	21,974	26,668
Defined benefit obligations	20,520	-
Reserve for employee severance indemnity	8,893	9,125
Accruals on credit card rewards	7,241	9,844
Discount on miscellaneous receivables	6,932	2,278
Pro-rata basis depreciation expenses	(16,710)	(10,992)
Prepaid expenses and promotions	(33,860)	(21,203)
Others, net	<u>(22,385)</u>	<u>3,875</u>
Total deferred tax asset	<u>119,745</u>	<u>104,472</u>
<i>Deferred tax liability</i>		
Total deferred tax liability	<u>-</u>	<u>30</u>

## 19 Taxation (continued)

As of 31 December 2008, there are not any deferred tax assets and liabilities that have not been recognized in the accompanying consolidated financial statements.

Movements in deferred tax assets and liabilities are detailed in the table below:

	<i>Opening</i>	<i>Recognized in</i>	<i>Recognized</i>	<i>Closing</i>
	<i>Balance</i>	<i>Income</i>	<i>in equity</i>	<i>balance</i>
		<i>statement</i>		
<b><u>2008</u></b>				
Impairment losses on loans	47,675	20,591	-	68,266
Short-term employee benefits	20,088	11,596	-	31,684
Valuation difference on financial assets and liabilities	17,114	6,176	3,900	27,190
Impairment of equity participations and tangible assets	26,668	(4,694)	-	21,974
Defined benefit obligations	-	20,520	-	20,520
Reserve for employee severance indemnity	9,125	(232)	-	8,893
Accruals on credit card rewards	9,844	(2,603)	-	7,241
Discount on miscellaneous receivables	2,278	4,654	-	6,932
Pro-rata basis depreciation expenses	(10,992)	(5,718)	-	(16,710)
Prepaid expenses and promotions	(21,203)	(12,657)	-	(33,860)
Others, net	<u>3,845</u>	<u>(28,095)</u>	<u>1,865</u>	<u>(22,385)</u>
Net deferred tax asset	<u>104,442</u>	<u>9,538</u>	<u>5,765</u>	<u>119,745</u>

	<i>Opening</i>	<i>Recognized in</i>	<i>Recognized</i>	<i>Closing</i>
	<i>Balance</i>	<i>Income</i>	<i>in equity</i>	<i>balance</i>
		<i>statement</i>		
<b><u>2007</u></b>				
Impairment losses on loans	27,472	20,203	-	47,675
Impairment of equity participations and tangible assets	27,511	(843)	-	26,668
Short-term employee benefits	18,934	1,154	-	20,088
Valuation difference on financial assets and liabilities	(543)	11,834	5,823	17,114
Accruals on credit card rewards	9,210	634	-	9,844
Reserve for employee severance indemnity	7,471	1,654	-	9,125
Discount on miscellaneous receivables	3,363	(1,085)	-	2,278
Pro-rata basis depreciation expenses	(10,922)	(70)	-	(10,992)
Prepaid expenses and promotions	(8,319)	(12,884)	-	(21,203)
Others, net	<u>(5,190)</u>	<u>8,099</u>	<u>936</u>	<u>3,845</u>
Net deferred tax asset	<u>68,987</u>	<u>28,696</u>	<u>6,759</u>	<u>104,442</u>

### *Transfer pricing*

The article no.13 of the Corporate Tax Law describes the issue of transfer pricing under the title of “disguised profit distribution” by way of transfer pricing. “The General Communiqué on Disguised Profit Distribution by Way of Transfer Pricing” published at 18 November 2007, explains the application related issues on this topic.

## 19 Taxation (continued)

According to this communiqué, if the taxpayers conduct transactions like purchase and sale of goods or services with the related parties where the prices are not determined according to the arm's length principle, then it will be concluded that there is a disguised profit distribution by way of transfer pricing. Such disguised profit distributions will not be deducted from the corporate tax base for tax purposes.

As stated in the "7.1 Annual Documentation" section of this communiqué, the taxpayers are required to fill out the "Transfer Pricing, Controlled Foreign Entities and Thin Capitalization" form for the purchase and sale of goods or services conducted with their related parties in a taxation period, attach these forms to their corporate tax returns and submit to the tax offices.

## 20 Other liabilities and accrued expenses

The principal components of other liabilities and accrued expenses are as follows:

	<u>2008</u>	<u>2007</u>
Blocked accounts against expenditures of card holders	1,815,228	1,683,270
Payables to insurance and reinsurance companies		
relating to insurance business	905,744	573,272
Accrued exchange losses on derivatives	605,962	538,841
Withholding taxes	268,635	111,773
Short-term employee benefits	154,992	100,402
Insurance business related provisions	123,603	101,150
Unearned income	107,673	55,104
Recognized liability for defined benefit obligations	102,601	164,598
Expense accruals	85,350	88,884
Miscellaneous payables	69,724	86,455
Transfer orders	66,793	178,187
Payables to suppliers relating to financial lease activities	52,691	90,298
Cheques at cleaning house	48,879	206,247
Reserve for employee severance indemnity	45,513	44,868
Provision for non-cash loans	39,959	32,142
Blocked accounts	35,561	47,487
Others	<u>126,861</u>	<u>110,565</u>
	<u>4,655,769</u>	<u>4,213,543</u>

*Recognized liability for defined benefit obligations*

### *(i) Defined benefit plan*

As a result of the changes in legislation described below, the Bank will transfer a substantial portion of its pension liability under the Plan to SSF. This transfer, which will be a settlement of the Bank's obligation in respect of the pension and medical benefits transferable to SSF, will occur within three years from the enactment of the New Law in May 2008. The actual date of the transfer has not been specified yet. However, in the financial statements for the year ended 31 December 2007, the Bank has modified the accounting required by IAS 19 *Employee Benefits* as the Bank believes that it is more appropriate to measure the obligation, in respect of the benefits that will be transferred to SSF, at the expected transfer amount prior to the date on which the transfer and settlement will occur. The expected transfer amount is calculated based on the methodology and actuarial assumptions (discount

## **20 Other liabilities and accrued expenses (continued)**

rate and mortality tables) prescribed in the New Law. As such, this calculation measures the liability to be transferred at the expected settlement amount i.e., the expected value of the payment to be made to SSF to assume that obligation.

The obligation with respect to excess benefits is accounted as a defined benefit plan under IAS 19.

### a) Pension and medical benefits transferable to SSF

As per the provisional Article no.23 of the Turkish Banking Law no.5411 as approved by the Turkish Parliament on 19 October 2005, pension funds which are in essence similar to foundations are required to be transferred directly to SSF within a period of three years. In accordance with the Banking Law, the actuarial calculation of the liability (if any) on the transfer should be performed regarding the methodology and parameters determined by the commission established by Ministry of Labor and Social Security. Accordingly, the Bank calculated the pension benefits transferable to SSF in accordance with the Decree published by the Council of Ministers in the Official Gazette no. 26377 dated 15 December 2006 (“Decree”) for the purpose of determining the principles and procedures to be applied during the transfer of funds. However the said Article was vetoed by the President and at 2 November 2005 the President initiated a lawsuit before the Turkish Constitutional Court in order to rescind certain paragraphs of the provisional article no.23.

The Bank obtained an actuarial report regarding its obligations at 31 December 2006. This report, which was dated 12 February 2007, is from an actuary, who is registered with the Undersecretariat of the Treasury regarding this Fund in accordance with the Decree. Based on this Decree, the actuarial balance sheet of the Fund has been prepared using a discount rate of 10.24% and the CSO 1980 mortality table. Based on the actuarial report, the assets of the plan exceed the amount that will be required to be paid to transfer the obligation at 31 December 2006. In accordance with the existing legislation at 31 December 2006, the pension and medical benefits within the social security limits were subject to transfer and the banks were not required to provide any excess social rights and payments.

On 22 March 2007, the Turkish Constitutional Court reached a verdict with regards to the suspension of the execution of the first paragraph of provisional article no.23 of the Turkish Banking Law, which requires the transfer of pension funds to SSF, until the decision regarding the cancellation thereof is published in the Official Gazette. The Constitutional Court stated in its reasoned ruling published in the Official Gazette numbered 26731, dated 15 December 2007 that the reason behind this cancellation was the possible loss of antecedent rights of the members of pension funds. Following the publication of the verdict, the Grand National Assembly of Republic of Turkey (“Turkish Parliament”) worked on the new legal arrangements by taking the cancellation reasoning into account. At 17 April 2008, the New Law has been accepted by the Turkish Parliament and the New Law has been enacted at 8 May 2008 following its publishment in the Official Gazette no 26870. In accordance with the New Law, members of the funds established in accordance with the Social Security Law should be transferred to SSF within three years following its enactment date.

At 19 June 2008, Cumhuriyet Halk Partisi (“CHP”) is applied to the Constitutional Court for the cancellation of various articles of the Law including the the first paragraph of the provisional Article 20. As of the issuing date of the accompanying consolidated financial statements, there is not any published ruling of the Constitutional Court regarding this application.

## 20 Other liabilities and accrued expenses (continued)

The Bank obtained an actuarial report dated 5 February 2009 from an independent actuary reflecting the principles and procedures on determining the application of transfer transactions in accordance with the New Law. The actuarial balance sheet of the Fund has been prepared using a discount rate of 9.80% and the CSO 1980 mortality table, and the assets of the plan exceed the amount that will be required to be paid to transfer the obligation at 31 December 2008.

The Bank's obligation in respect of the pension and medical benefits transferable to SSF has been determined as the value of the payment that would need to be made to SSF to settle the obligation at the balance sheet date in accordance with the related article of the New Law. The pension disclosures set out below therefore reflect the methodology and actuarial assumptions specified in the New Law. This calculation measures the benefit obligation at the expected transfer amount i.e., the estimated amount the Bank will pay to SSF to assume this portion of the obligation.

The pension benefits are calculated annually, as per the calculation as of 31 December 2008 the present value of funded obligations amount to YTL 176,416 thousands (2007: YTL 319,418 thousands) and the fair value of the planned assets amount to YTL 621,594 thousands (2007: YTL 469,931 thousands).

	<u>2008</u>	<u>2007</u>
Present value of funded obligations		
- Pension benefits transferable to SSF (obligation measured at the expected transfer amount)	(296,328)	(349,495)
- Medical benefits transferable to SSF (obligation measured at the expected transfer amount)	135,400	43,669
- General administrative expenses	<u>(15,488)</u>	<u>(13,592)</u>
	(176,416)	(319,418)
Fair value of plan assets	<u>621,594</u>	<u>469,931</u>
Asset surplus in the plan (*)	<u>445,178</u>	<u>150,513</u>

(\*) *Asset surplus in this plan will be used as plan assets of the excess benefit plan.*

Plan assets consist of the following:

	<u>2008</u>	<u>2007</u>
Securities	480,552	344,318
Land and buildings	110,600	113,165
Cash and due from banks	<u>30,442</u>	<u>12,448</u>
	<u>621,594</u>	<u>469,931</u>

### b) Excess benefits not transferable to SSF

The other social rights and payments representing benefits in excess of social security limits are not subject to transfer to SSF. Therefore these excess benefits are accounted as an ongoing defined benefit plan.

## 20 Other liabilities and accrued expenses (continued)

Asset surplus/(shortage) on present value of defined benefit obligation is as follows:

	<u>2008</u>	<u>2007</u>
Present value of defined benefit obligations		
- Pension	(162,356)	(109,080)
- Health	(250,023)	(206,031)
Fair value of plan assets <sup>(*)</sup>	<u>445,178</u>	<u>150,513</u>
Asset surplus/(shortage) on present value of defined benefit obligation	<u>32,799</u>	<u>(164,598)</u>

<sup>(\*)</sup> Plan assets are composed of asset surplus in the plan explained in paragraph a).

Provision change for excess benefits amounting to YTL 164,598 thousands had been recognized as employee benefits in the accompanying consolidated financial statements for the year ended 31 December 2007. As per the actuarial calculation performed as of 31 December 2008 as detailed above, the asset surplus over the fair value of the plan assets to be used for the payment of the obligations also fully covers the benefits not transferable and still a surplus of YTL 32,799 thousands remains. However, the Bank's management, acting prudently, did not consider the health premium surplus amounting YTL 135,400 thousands as stated above and resulted from the present value of medical benefits and health premiums transferable to SSF and accordingly, kept recognizing a provision amounting YTL 102,601 thousands as its liability in the accompanying consolidated financial statements reversing only YTL 61,997 thousands of the provision recognized as of 31 December 2007.

	<u>2008</u>
Asset surplus over present value of defined benefit obligation	32,799
Net present value of medical benefits and health premiums transferable to SSF	<u>(135,400)</u>
Present value of defined benefit obligation	<u>(102,601)</u>

Expenses recognized regarding this benefit plan in the accompanying consolidated income statements for the years ended 31 December 2008 and 2007 are as follows:

	<u>2008</u>	<u>2007</u>
Total contribution payment	114,374	91,081
(Reversal of)/Provision for unfunded liability	<u>(61,997)</u>	<u>164,598</u>
	<u>52,377</u>	<u>255,679</u>

Principal actuarial assumptions used at 31 December 2008 and 2007, are as follows:

	<u>2008</u>	<u>2007</u>
	<u>%</u>	<u>%</u>
Discount rates at 31 December	17.41-10.51	16.77-10.17
Inflation rates	9.50-5.73	8-4.85
Future real salary increase rates	1.5	1.5
Medical cost trend rates	17.80-11.77	15.40-10.36
Future pension increase rates	9.50-5.73	8-4.85

Assumptions regarding future mortality are based on published statistics and mortality tables. The average life expectancy of an individual retiring at age 60 is 17 for males, and at age 58 for females is 23.

## 20 Other liabilities and accrued expenses (continued)

The sensitivity analysis of defined benefit obligation of excess liabilities are as of 31 December 2008 and 2007 are as follows:

<b>2008</b>			
<b>% change in defined benefit obligation</b>			
	<b>Pension Benefits</b>	<b>Medical Benefits</b>	<b>Overall</b>
<b><u>Assumption change</u></b>	<b>%</b>	<b>%</b>	<b>%</b>
Discount rate +1%	(10.5)	(14.2)	(12.8)
Discount rate -1%	13.1	18.3	16.3
Medical inflation +10% of CPI		16.6	10.1
Medical inflation -10% of CPI		(7.9)	(4.8)

  

<b>2007</b>			
<b>% change in defined benefit obligation</b>			
	<b>Pension Benefits</b>	<b>Medical Benefits</b>	<b>Overall</b>
<b><u>Assumption change</u></b>	<b>%</b>	<b>%</b>	<b>%</b>
Discount rate +1%	(9.3)	(13.2)	(11.9)
Discount rate -1%	11.3	16.8	14.9
Medical inflation +10% of CPI		9.9	6.4
Medical inflation -10% of CPI		(7.8)	(5.1)

### *Short-term employee benefits*

Movement in the provision for short-term employee benefits are as follows:

	<b><u>2008</u></b>	<b><u>2007</u></b>
Balance, beginning of the year	100,402	92,865
Payments during the year, net	(217,834)	(47,000)
Provision for the year, net	<u>272,424</u>	<u>54,537</u>
Balance, end of the year	<u>154,992</u>	<u>100,402</u>

### *Insurance business related provisions*

Insurance business related provisions are detailed in the table below:

	<b><u>2008</u></b>	<b><u>2007</u></b>
Reserve for unearned premiums, net	43,571	25,188
<i>Gross</i>	53,666	26,858
<i>Reinsurers' share</i>	(10,095)	(1,670)
Provision for claims, net	7,428	4,882
<i>Gross</i>	7,765	5,022
<i>Reinsurers' share</i>	(337)	(140)
Life mathematical reserves	<u>72,604</u>	<u>71,080</u>
	<u>123,603</u>	<u>101,150</u>



## 20 Other liabilities and accrued expenses (continued)

### *Reserve for employee severance indemnity*

Movement in the reserve for employee severance indemnity is as follows:

	<u>2008</u>	<u>2007</u>
Balance, beginning of the year	44,868	38,280
Disposal due to sale of consolidated affiliates	-	(592)
Payments during the year	(8,816)	(6,505)
Provision for the year	<u>9,461</u>	<u>13,685</u>
Balance, end of the year	<u>45,513</u>	<u>44,868</u>

The computation of the liabilities is based upon the retirement pay ceiling announced by the government. The ceiling amounts applicable for each year of employment are YTL 2,173.18 and YTL 2,030.19 as of 31 December 2008 and 2007, respectively.

The principal actuarial assumptions are as follows:

	<u>2008</u>	<u>2007</u>
	<u>%</u>	<u>%</u>
Discount rate	6.26	5.71
Interest rate	12.00	11.00
Expected rate of salary/limit increase (*)	5.40	5.00
Turnover rate to estimate the probability of retirement	6.55	5.81

(\*) Determined based on the government's future targets for annual inflation.

### *Provision for non-cash loans*

Movement in the provision for non-cash loans are as follows:

	<u>2008</u>	<u>2007</u>
Balance, beginning of the year	32,142	21,038
Provision for the year, net	<u>7,817</u>	<u>11,104</u>
Balance, end of the year	<u>39,959</u>	<u>32,142</u>

## 21 Shareholders' equity

The authorized nominal share capital of the Bank amounted to YTL 4,200,000 thousands as of 31 December 2008.

At the "General Assembly of Founder Shares Owners" and the "Extraordinary General Shareholders" meetings held at 13 June 2008, the Bank decided to repurchase all the 370 founder share-certificates issued in order to redeem and exterminate them, subsequent to the permissions obtained from the related legal authorities, at a value of YTL 3,876 thousands each in accordance with the report prepared by the court expert and approved by the Istanbul 5<sup>th</sup> Commercial Court of First Instance. A total payment of YTL 1,434,233 thousands has been made to the owners of 368 founder share-certificates from "retained earnings", and the value of remaining two founder share-certificates has been blocked in the bank accounts.

Subsequent to these purchases, the clauses 15, 16 and 45 of the Articles of Association of the Bank have been revised accordingly.

## **21 Shareholders' equity (continued)**

It has been resolved in the Bank's board of directors meeting held at 22 April 2008 that the paid share capital of the Bank is to be increased by YTL 2,100,000 thousands from YTL 2,100,000 thousands to YTL 4,200,000 thousands. Accordingly, the pre-emptive rights on 210,000,000,000 shares with a total nominal value of YTL 2,100,000 thousands have been used during the period between 9 and 23 June 2008. The remaining shares with a total nominal value of YTL 5,525 thousands have been sold for the amount of YTL 17,405 thousands during the public offering on the ISE primary market. The capital increase is approved by the Istanbul Commercial Registry at 31 July 2008, and accordingly YTL 2,100,000 thousands of the cash collected is transferred to "share capital" and the excess balance amounting YTL 11,880 thousands over the nominal values of new shares issued to "share premium".

Doğuş Holding AŞ, signed an Agreement with GE on 24 August 2005 for the sale of 53.550.000.000 shares representing 25.5% of the Bank's issued share capital. Subsequent to receiving the necessary permission from BRSA, the transfer of the Bank's shares with nominal value of YTL 535,500 thousands representing 25.5% of the Bank's issued share capital and 182 of the founder shares from Doğuş Holding AŞ to GE Araştırma ve Müşavirlik Limited Şti., an investee company of GE Capital Corporation incorporated in Turkey, has been completed on 22 December 2005. Accordingly, on 22 December 2005 GE Araştırma ve Müşavirlik Limited Şti. made a total cash payment of US\$ 1,805,500 thousands to Doğuş Holding AŞ to purchase the shares of the Bank (having a nominal value of YTL 535,500 thousands) for US\$ 1,555,500 thousands and to purchase the Bank's 182 of the founder shares for US\$ 250,000 thousands. Subsequent to this sale in December 2005, a call was made to the Bank's minority shareholders by GE according to the paragraph 17 of the Article IV no.8 "Principles on Voting by Proxy at General Assembly and Gathering Proxy or Common Stock through Calls for Quoted Companies" of the Turkish Capital Market Board, starting from 27 March 2006 to purchase the shares with a total face value of YTL 1,564,500 at a price of YTL 3.90 per share from the minority shareholders. The call period ended on 10 April 2006 and the minority shareholders responded to this call by selling 6,249.49 shares with a face value of YTL 1 each. Accordingly, the shares owned by GE Araştırma ve Müşavirlik Limited Şti. increased to YTL 535,506 thousands. In December 2007, GE Capital Corporation ("GECC") has sold 9,765,000,000 non-trading shares of the Bank to Doğuş Holding AŞ, representing 4.65% of the issued share capital of the Bank. According to the agreement between the parties, the total consideration for the shares amounted to US\$ 674,250,000. The settlement of the transaction took place on 27 December 2007.

As per the resolution of the Board of Directors on 17 April 2007, the Bank paid dividends amounting YTL 219,319 thousands as of 24 April 2007.

As per the decision made at the Annual General Assembly at 3 April 2008, 5% of the prior year's net income is allocated to legal reserves. The reserves include legal reserves amounting to YTL 289,414 thousands in total which are generated by annual appropriations amounting to 5% of the statutory income of the Bank and its affiliates until such reserves reach 20% of paid-in share capital (first legal reserves). Without limit, a further 10% of dividend distributions in excess of 5% of paid-in share capital appropriated to generate the legal reserves (second legal reserves). The legal reserves are restricted and are not available for distribution as dividends unless they exceed 50% of the share capital.

## 21 Shareholders' equity (continued)

As at 31 December 2008 net minority interest amounts to YTL 35,201 thousands (2007: YTL 23,410 thousands). Minority interest is detailed as follows:

	<u>2008</u>	<u>2007</u>
Capital and other reserves	14,012	13,807
Retained earnings	9,389	1,625
Current period net income	<u>11,800</u>	<u>7,978</u>
	<u>35,201</u>	<u>23,410</u>

*Unrealised gains from changes in fair value of available-for-sale assets are detailed as follows:*

	<u>2008</u>	<u>2007</u>
Balance at the beginning of the year	189,382	122,562
Net unrealised gains from changes in fair value	81,536	94,245
Related deferred and current income taxes	(31,896)	(17,201)
Net gains transferred to the income statement on disposal	(76,435)	(12,778)
Related deferred and current income taxes	<u>15,164</u>	<u>2,554</u>
Balance at the end of the year	<u>177,751</u>	<u>189,382</u>

### *Translation reserve*

The translation reserve comprises all foreign exchange differences arising from the translation of the financial statements of foreign operations as well as from the translation of liabilities amounting YTL 63,466 thousands that hedges the Bank's net investment in foreign operations. The financial liabilities designated as hedging instrument amount to EUR 196,614,575 and US\$ 28,274,282. The hedging relation is effective in achieving offsetting the changes in foreign currencies attributable to hedged item due to changes in foreign currency rates.

### *Hedging reserve*

The hedging reserve comprises the effective portion of the cumulative net change in the fair value of cash flow hedging instruments related to hedged transactions that have not yet occurred (see Note 24 for the details).

## 22 Fair value information

Fair value is the amount at which a financial instrument could be exchanged in a current transaction between willing parties, other than in a forced sale or liquidation and best evidenced by a quoted market price.

The estimated fair values of financial instruments have been determined using available market information by the Bank, and where it exists, appropriate valuation methodologies. However, judgment is necessary required to interpret market data to determine the estimated fair value. Turkey has shown signs of an emerging market and has experienced a significant decline in the volume of activity in its financial market. While management has used available market information in estimating the fair values of financial instruments, the market information may not be fully reflective of the value that could be realized in the current circumstances.

## 22 Fair value information (continued)

Management has estimated that the fair value of certain financial assets and liabilities are not materially different than their recorded values except for those of loans and advances to customers and investment securities. These financial assets and liabilities include loans and advances to banks, obligations under repurchase agreements, loans and advances from banks, and other short-term assets and liabilities that are of a contractual nature. Management believes that the carrying amount of these particular financial assets and liabilities approximates their fair value, partially due to the fact that it is practice to renegotiate interest rates to reflect current market conditions.

Fair value of loans and advances to customers is YTL 53,874,335 thousands (2007: YTL 41,335,094 thousands), whereas the carrying amount is YTL 53,870,069 thousands (2007: YTL 41,042,495 thousands) in the accompanying consolidated balance sheet as at 31 December 2008.

Fair value of investment securities is YTL 26,117,422 thousands (2007: YTL 17,831,767 thousands), whereas the carrying amount is YTL 26,112,129 thousands (2007: YTL 17,835,310 thousands) in the accompanying consolidated balance sheet as at 31 December 2008.

## 23 Commitments and contingencies

In the ordinary course of business, the Bank and its affiliates undertake various commitments and incur certain contingent liabilities that are not presented in the accompanying consolidated financial statements, including letters of guarantee, acceptance credits and letters of credit. Commitments and contingent liabilities comprise the following:

	<u>2008</u>	<u>2007</u>
Letters of guarantee	11,012,449	9,769,546
Letters of credit	3,320,801	2,916,200
Acceptance credits	123,807	116,487
Others	<u>110,000</u>	<u>-</u>
	<u>14,567,057</u>	<u>12,802,233</u>

As at 31 December 2008, commitment for uncalled capital of affiliated companies amounts to YTL 812 thousands (2007: YTL 812 thousands).

As at 31 December 2008, commitments for unused credit limits for credit cards, overdrafts, cheques and loans to customers, and commitments for "credit linked notes" amount approximately to YTL 17,520,902 thousands (2007: YTL 13,873,895 thousands) in total.

As at 31 December 2008, commitments for the derivative transactions carried out on behalf of customers in the Turkish Derivatives Exchange amount to YTL 340,676 thousands (2007: YTL 353,992 thousands) in total.

As at 31 December 2008, commitment for purchase and sale of foreign currencies under spot, forwards, swaps, future rate agreements, options and forward agreements for gold trading amounts to YTL 24,023,479 thousands (2007: YTL 13,766,322 thousands), approximately 90% of which are due within a year.

## 23 Commitments and contingencies (continued)

The breakdown of outstanding commitments arising from derivatives is presented as follows:

	<u>2008</u>		<u>2007</u>	
	<u>Purchases</u>	<u>Sales</u>	<u>Purchases</u>	<u>Sales</u>
Forward agreements for customer dealing activities	615,838	893,999	50,339	197,577
Currency swap agreements for customer dealing activities	839,727	74,756	116,715	65,933
Options for customer dealing activities	214,852	216,481	286,686	123,307
Forward agreements for hedging purposes	685,667	205,272	492,871	148,688
Currency swap agreements for hedging purposes	6,574,919	7,498,424	4,276,502	2,551,561
Interest rate and credit default swap agreements	71,108	343,647	41,278	10,272
Interest rate, foreign currency and securities options	2,324,025	2,568,395	2,160,487	1,790,084
Forward rate agreements, foreign currency and interest rate futures	2,273	13,279	35,291	86,231
Forward agreements for gold trading	7,849	145,009	138,764	321,458
Spot foreign currency transactions	483,788	244,171	470,994	401,284
	<u>11,820,046</u>	<u>12,203,433</u>	<u>8,069,927</u>	<u>5,696,395</u>

The following tables summarize the contractual amounts of the forward, swap, futures and options contracts, with details of remaining periods to maturity. Foreign currency amounts are translated at rates ruling at the balance sheet date. Monetary items denominated in foreign currencies are economically hedged using foreign currency derivative contracts. All gains and losses on foreign currency contracts are recognized in the income statement, except for contracts of cash flow hedges as stated above. At 31 December 2008, approximately 112% of the net consolidated balance sheet foreign currency open position was hedged through the use of foreign currency contracts (2007: 105%).

## 23 Commitments and contingencies (continued)

<u>2008</u>	<i>Notional amount with remaining life of</i>					<u>Total</u>
	<u>Up to 1 month</u>	<u>1 to 3 months</u>	<u>3 to 6 months</u>	<u>6 to 12 months</u>	<u>Over 1 year</u>	
<u>Interest Rate Derivatives</u>						
Forward rate agreements	-	-	-	-	-	-
<i>Purchases</i>	-	-	-	-	-	-
<i>Sales</i>	-	-	-	-	-	-
Interest rate swaps	3,105	17,728	182,942	194,733	16,247	414,755
<i>Purchases</i>	705	12,124	26,473	16,606	15,200	71,108
<i>Sales</i>	2,400	5,604	156,469	178,127	1,047	343,647
Interest rate futures	-	4,709	1	-	-	4,710
<i>Purchases</i>	-	-	1	-	-	1
<i>Sales</i>	-	4,709	-	-	-	4,709
<u>Other Derivatives</u>						
Securities, shares and index options	-	-	68,200	30,969	1,692,640	1,791,809
<i>Purchases</i>	-	-	68,200	10,642	846,320	925,162
<i>Sales</i>	-	-	-	20,327	846,320	866,647
<u>Currency Derivatives</u>						
Spot exchange contracts	727,959	-	-	-	-	727,959
<i>Purchases</i>	483,788	-	-	-	-	483,788
<i>Sales</i>	244,171	-	-	-	-	244,171
Forward exchange contracts	1,102,185	712,221	211,708	198,808	175,854	2,400,776
<i>Purchases</i>	661,873	333,970	139,056	98,498	68,108	1,301,505
<i>Sales</i>	440,312	378,251	72,652	100,310	107,746	1,099,271
Currency/cross currency swaps	7,022,439	3,030,341	1,925,012	2,148,225	861,809	14,987,826
<i>Purchases</i>	2,570,681	1,438,698	880,855	1,754,017	770,395	7,414,646
<i>Sales</i>	4,451,758	1,591,643	1,044,157	394,208	91,414	7,573,180
Options	1,344,168	764,560	748,252	649,095	25,869	3,531,944
<i>Purchases</i>	515,908	404,703	414,572	266,926	11,606	1,613,715
<i>Sales</i>	828,260	359,857	333,680	382,169	14,263	1,918,229
Foreign currency futures	-	10,842	-	-	-	10,842
<i>Purchases</i>	-	2,272	-	-	-	2,272
<i>Sale</i>	-	8,570	-	-	-	8,570
Other foreign exchange contracts	128,009	15,974	8,875	-	-	152,858
<i>Purchases</i>	5,970	1,879	-	-	-	7,849
<i>Sale</i>	122,039	14,095	8,875	-	-	145,009
Subtotal Purchases	4,238,925	2,193,646	1,529,157	2,146,689	1,711,629	11,820,046
Subtotal Sales	6,088,940	2,362,729	1,615,833	1,075,141	1,060,790	12,203,433
Total of Transactions	10,327,865	4,556,375	3,144,990	3,221,830	2,772,419	24,023,479

## 23 Commitments and contingencies (continued)

<u>2007</u>	<u>Notional amount with remaining life of</u>					<u>Total</u>
	<u>Up to 1 month</u>	<u>1 to 3 months</u>	<u>3 to 6 months</u>	<u>6 to 12 months</u>	<u>Over 1 year</u>	
<u>Interest Rate Derivatives</u>						
Forward rate agreements	-	11,600	-	-	-	11,600
<i>Purchases</i>	-	5,800	-	-	-	5,800
<i>Sales</i>	-	5,800	-	-	-	5,800
Interest rate swaps	3,823	20,791	10,646	-	16,290	51,550
<i>Purchases</i>	136	20,709	6,483	-	13,950	41,278
<i>Sales</i>	3,687	82	4,163	-	2,340	10,272
Interest rate futures	-	4,000	-	-	-	4,000
<i>Purchases</i>	-	4,000	-	-	-	4,000
<i>Sales</i>	-	-	-	-	-	-
<u>Other Derivatives</u>						
Securities, shares and index options	353,634	99,202	494	5,930	-	459,260
<i>Purchases</i>	289,879	21,466	247	2,965	-	314,557
<i>Sales</i>	63,755	77,736	247	2,965	-	144,703
<u>Currency Derivatives</u>						
Spot exchange contracts	872,278	-	-	-	-	872,278
<i>Purchases</i>	470,994	-	-	-	-	470,994
<i>Sales</i>	401,284	-	-	-	-	401,284
Forward exchange contracts	532,844	115,692	103,503	127,388	10,048	889,475
<i>Purchases</i>	340,834	57,253	48,456	92,049	4,618	543,210
<i>Sales</i>	192,010	58,439	55,047	35,339	5,430	346,265
Currency/cross currency swaps	2,955,339	1,809,436	954,392	996,709	294,835	7,010,711
<i>Purchases</i>	1,922,009	381,845	914,373	902,390	272,600	4,393,217
<i>Sales</i>	1,033,330	1,427,591	40,019	94,319	22,235	2,617,494
Options	898,526	1,656,661	666,325	678,519	1,273	3,901,304
<i>Purchases</i>	514,866	858,823	390,316	367,338	1,273	2,132,616
<i>Sales</i>	383,660	797,838	276,009	311,181	-	1,768,688
Foreign currency futures	-	103,703	2,219	-	-	105,922
<i>Purchases</i>	-	23,272	2,219	-	-	25,491
<i>Sale</i>	-	80,431	-	-	-	80,431
Other foreign exchange contracts	460,222	-	-	-	-	460,222
<i>Purchases</i>	138,764	-	-	-	-	138,764
<i>Sale</i>	321,458	-	-	-	-	321,458
Subtotal Purchases	3,677,482	1,373,168	1,362,094	1,364,742	292,441	8,069,927
Subtotal Sales	2,399,184	2,447,917	375,485	443,804	30,005	5,696,395
Total of Transactions	6,076,666	3,821,085	1,737,579	1,808,546	322,446	13,766,322

## **24 Financial risk management disclosures**

This section provides details of the Bank and its affiliates' exposure to risk and describes the methods used by management to control risk. The most important types of financial risk to which the Bank and its affiliates are exposed, are credit risk, liquidity risk, market risk and operational risk. Market risk includes currency risk, interest rate risk and option risk.

The nature of the risks and the approach to managing risk differs fundamentally between the trading and non-trading portfolios; section 24.2 contains risk management information related to the trading portfolio and section 24.3 deals with the non-trading portfolio.

### ***Risk management framework***

Developing risk management policies and strategies, and controlling these functions are among the responsibilities of the Board of Directors. Consequently, the Risk Management Department, which carries out the risk management activities and works independently from executive activities, report directly to the Board of Directors.

The Board of Directors monitors the effectiveness of the risk management system through the audit committee, other related committees and senior management.

The Bank's risk management policy is established on its maintainable long term, value adding growth strategy. This policy is measuring risks with the methods in compliance with its activities and international standards, and optimal allocation of economic capital to business lines considering the risk-return balance.

The Risk Management System consists of all the mechanisms related to establishment of standards, information flow, determination of the compliance with standards, decision making and applications processes; which were put into practice by the Board of Directors in order to monitor, control and change when deemed necessary the risk-return structure and the future cash flows of the Bank and the quality and the level of related activities.

The risks are measured with the internationally accepted methodologies in compliance with local and international regulations, the Bank's structure, policy and procedures. They are effectively managed and assessed in a continuously growing manner. At the same time, studies for compliance with the international banking applications, such as Basel II, are carried out.

In order to ensure the compliance with the rules altered pursuant to the Articles 23, 29 and 31 of the Banking Law No. 5411 and the Articles 36 and 43 of Regulation on Internal Systems within the Banks, dated 1 November 2006, the Bank revised the current written policies and implementation procedures regarding management of each risk encountered in its activities in February 2007.

The Bank has purchased an integrated software system to place better risk management and Basel II applications in order to support and improve risk management activities. The Bank aims to establish the Basel II applications in line with BRSA's roadmap.

### ***Audit Committee***

The Audit Committee consists of two members of the Board of Directors who do not have any executive functions. The Audit Committee, which was 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;



## **24 Financial risk management disclosures (continued)**

- The maintenance and coordination of the internal audit functions of corporations subject to consolidated internal audits.

### *Other Committees*

Market, credit and operational sub-risk committees have been established in order to support the implementation of risk management and internal audit systems within the Bank by sharing information with the involved units.

### **24.1 Derivative financial instruments**

The Bank and its affiliates enter into a variety of derivative financial instruments for hedging and risk management purposes. This note describes the derivatives used. Further details of the objectives and strategies in the use of derivatives are set out in the sections of this note on non-trading activities. Details of the nature and terms of derivative instruments outstanding at the balance sheet dates are set out in Note 23. Derivative financial instruments used include swaps, futures, forwards, options and other similar types of contracts whose value changes in response to changes in interest rates, foreign exchange rates and gold prices. Derivatives are individually negotiated over-the-counter contracts. A description of the main types of derivative instruments used is set out below:

#### *Swaps*

Swaps are over-the-counter agreements to exchange future cash flows based upon agreed notional amounts. Most commonly used swaps are currency swaps. The Bank and its affiliates are subject to credit risk arising from the respective counterparties' failure to perform. Market risk arises from the possibility of unfavorable movements in market rates relative to the contractual rates of the contract.

#### *Futures and forwards*

Futures and forward contracts are commitments to either purchase or sell a designated financial instrument, currency, commodity or an index at a specified future date for a specified price and may be settled in cash or another financial asset. Futures are standardized exchange-traded contracts whereas forwards are individually traded over-the-counter contracts. Initial margin requirements for futures are met in cash or other instruments, and changes in the future contract values are settled daily. Therefore credit risk is limited to the net positive change in the market value for a single day. Futures contracts have little credit risk because the counterparties are futures exchanges. Forward contracts result in credit exposure to the counterparty. Futures and forward contracts both result in exposure to market risk based on changes in market prices relative to contracted amounts.

#### *Options*

Options are derivative financial instruments that give the buyer, in exchange for a premium payment, the right, but not the obligation, to either purchase from (call option) or sell (put option) to the writer a specified underlying at a specified price on or before a specified date. The Bank enters into foreign exchange options. Foreign currency options provide protection against rising or falling currency rates. The Bank as a buyer of over-the-counter options is subject to market risk and credit risk since the counterparty is obliged to make payments under the terms of the contract if the Bank exercises the option. As the writer of over-the-counter options, the Bank is subject to market risk only since it is obliged to make payments if the option is exercised.

## **24 Financial risk management disclosures (continued)**

### **24.2 Trading activities**

The Bank and its affiliates maintain active trading positions in non-derivative financial instruments. Most of the trading activities are customer driven. In anticipation of customer demand, an inventory of capital market instruments is carried and access to market liquidity is maintained by quoting bid and offer prices to and trading with other market makers. Positions are also taken in the interest rate, foreign exchange, debt and equity markets based on expectations of future market conditions. These activities constitute the proprietary trading business and enable the Bank and its affiliates to provide customers with capital market products at competitive prices. As trading strategies depend on both market-making and proprietary positions, given the relationships between instruments and markets, those are managed in concert to maximize net trading income. Trading activities are managed by type of risk involved and on the basis of the categories of trading instruments held.

#### *Counterparty credit risk*

The Bank and its affiliates' counterparty credit exposure at the balance sheet date from financial instruments held or issued for trading purposes is represented by the fair value of instruments with a positive fair value at that date, as recorded on the balance sheet. Notional amounts disclosed in the notes to the financial statements do not represent the amounts to be exchanged by the parties to derivatives and do not measure the exposure to credit or market risks. The amounts to be exchanged are based on the terms of the derivatives.

The risk that counterparties to trading instruments might default on their obligations is monitored on an ongoing basis. In monitoring credit risk exposure, consideration is given to trading instruments with a positive fair value and to the volatility of the fair value of trading instruments. To manage the level of credit risk, the Bank and its affiliates deal with counterparties of good credit standing, enter into master netting agreements whenever possible, and when appropriate, obtain collateral. Master netting agreements provide for the net settlement of contracts with the same counterparty in the event of default.

#### *Market risk*

All trading instruments are subject to market risk, the risk that future changes in market conditions may make an instrument less valuable or more onerous. The instruments are recognized at fair value, and all changes in market conditions directly affect net trading income.

The Bank and its affiliates manage its use of trading instruments in response to changing market conditions. Exposure to market risk is formally managed in accordance with risk limits set by senior management by buying or selling instruments or entering into offsetting positions.

### **24.3 Non-trading activities**

Below is a discussion of the various risks the Bank and its affiliates are exposed to as a result of its non-trading activities and the approach taken to manage those risks.

#### *Liquidity risk*

Liquidity risk arises in the general funding of the Bank and its affiliates' activities and in the management of positions. It includes both the risk of being unable to fund assets at appropriate maturities and rates and the risk of being unable to liquidate an asset at a reasonable price and in an appropriate time frame.

## 24 Financial risk management disclosures (continued)

The Bank and its affiliates have access to a diverse funding base. Funds are raised using a broad range of instruments including deposits, syndications, securitizations, bonds issuance, other funding sources and share capital. This enhances funding flexibility, limits dependence on any one source of funds and generally lowers the cost of funds. The Bank strives to maintain a balance between continuity of funding and flexibility through the use of liabilities with a range of maturities. Liquidity risk is continuously assessed through identifying and monitoring changes in funding required for meeting business goals and targets set in terms of the overall strategy. In addition, a portfolio of liquid assets is held as a part of the Bank's liquidity risk management strategy.

### *Exposure to liquidity risk*

The calculation method used to measure the banks compliance with the liquidity limit is set by BRSA. Currently, this calculation is performed on a bank only basis. In November 2006, BRSA issued a new communiqué on the measurement of liquidity adequacy of banks. The legislation requires the banks to meet minimum 80% liquidity ratio of foreign currency assets/liabilities and minimum 100% liquidity ratio of total assets/liabilities on a weekly and monthly basis effective from 1 June 2007. The Bank's liquidity ratios in 2008 and 2007 are as follows:

	<b>2008</b>			
	<b><u>First Maturity Bracket (Weekly)</u></b>		<b><u>Second Maturity Bracket (Monthly)</u></b>	
	<b><u>FC</u></b>	<b><u>FC + YTL</u></b>	<b><u>FC</u></b>	<b><u>FC + YTL</u></b>
Average (%)	168.14	149.56	110.42	108.99
Maximum (%)	215.04	179.94	126.94	119.49
Minimum (%)	137.44	126.82	95.14	100.70
	<b>2007</b>			
	<b><u>First Maturity Bracket (Weekly)</u></b>		<b><u>Second Maturity Bracket (Monthly)</u></b>	
	<b><u>FC</u></b>	<b><u>FC + YTL</u></b>	<b><u>FC</u></b>	<b><u>FC + YTL</u></b>
Average (%)	205.49	188.04	127.36	123.78
Maximum (%)	251.92	212.33	147.16	130.54
Minimum (%)	158.32	148.21	112.59	116.03

The Bank's banking affiliate in Holland is subject to a similar liquidity measurement, however the Dutch Central Bank does not impose limits, rather monitors the banks' overall liquidity position to ensure there is no significant deterioration in the liquidity of banks operating in Holland.

The Bank's banking affiliate in Russia is subject to three levels of liquidity requirement since 2004; instant liquidity of minimum 15%, current liquidity of minimum 50% and long-term liquidity of maximum 120%. The affiliate complies with the local legislation.

**Türkiye Garanti Bankası AŞ and Its Affiliates**

Notes to Consolidated Financial Statements

As of and for the Year Ended 31 December 2008

(Currency: Thousands of New Turkish Lira (YTL))

The following table provides an analysis of monetary assets and monetary liabilities of the consolidated entities into relevant maturity groupings based on the remaining periods to repayment:

	31 December 2008					Total	31 December 2007					Total
	Up to 1 month	1 to 3 months	3 to 12 months	1 to 5 years	Over 5 year		Up to 1 month	1 to 3 months	3 to 12 months	1 to 5 years	Over 5 year	
<b>MONETARY ASSETS</b>												
<b>New Turkish Lira</b>												
Cash and balances with central banks	2,519,678	-	-	-	-	2,519,678	247,555	-	-	-	-	247,555
Financial assets at fair value through profit or loss	22,173	2,230	40,665	87,929	2,267	155,264	5,027	444	66,897	171,372	53	243,793
Loans and advances to banks	739,727	40,897	71,053	936,707	-	1,788,384	445,425	21,529	8,005	618,978	-	1,093,937
Loans and advances to customers	9,207,023	3,509,951	2,938,457	7,940,741	2,308,772	25,904,944	7,570,026	2,641,550	2,677,581	7,074,025	1,826,934	21,790,116
Accrued exchange gain on derivatives	39,404	80,084	454,129	96,835	2,226	672,678	12,614	16,045	15,892	9	-	44,560
Other assets	192,176	920,753	16	5	6,530	1,119,480	3,060,215	570,773	271	517	7,176	3,638,952
Security investments	77,398	1,094,374	2,103,031	17,051,920	790,999	21,117,722	10,938	-	2,256,804	10,417,932	635,931	13,321,605
Deferred tax asset	-	-	-	102,031	-	102,031	-	-	-	104,160	-	104,160
Total New Turkish Lira monetary assets	12,797,579	5,648,289	5,607,351	26,216,168	3,110,794	53,380,181	11,351,800	3,250,341	5,025,450	18,386,993	2,470,094	40,484,678
<b>Foreign currency</b>												
Cash and balances with central banks	1,452,855	-	-	-	-	1,452,855	2,627,424	-	-	-	-	2,627,424
Financial assets at fair value through profit or loss	85,930	3,052	125,437	187,228	7,226	408,873	78,375	42,743	212,973	384,817	41,317	760,225
Loans and advances to banks	3,736,536	262,072	1,127,298	313,532	776,419	6,215,857	1,857,168	203,966	890,071	439,082	564,817	3,955,104
Loans and advances to customers	1,272,896	2,782,704	6,070,877	8,346,844	9,304,124	27,777,445	1,036,142	2,470,824	4,564,376	6,384,323	4,713,002	19,168,667
Accrued exchange gain on derivatives	19,323	64,654	33,284	19,286	3,172	139,719	15,340	28,600	47,477	447	-	91,864
Other assets	1,743,174	956	5,036	6,333	14,528	1,770,027	1,951,008	1,153	4,276	5,209	18,644	1,980,290
Security investments	56,669	36,985	412,004	1,874,347	2,614,402	4,994,407	240,975	329,632	311,795	1,466,535	2,164,768	4,513,705
Deferred tax asset	-	-	-	17,714	-	17,714	-	-	-	312	-	312
Total foreign currency monetary assets	8,367,383	3,150,423	7,773,936	10,765,284	12,719,871	42,776,897	7,806,432	3,076,918	6,030,968	8,680,725	7,502,548	33,097,591
Total Monetary Assets	21,164,962	8,798,712	13,381,287	36,981,452	15,830,665	96,157,078	19,158,232	6,327,259	11,056,418	27,067,718	9,972,642	73,582,269
<b>MONETARY LIABILITIES</b>												
<b>New Turkish Lira</b>												
Deposits	26,490,260	2,273,438	255,104	99,786	-	29,118,588	17,835,682	1,870,749	323,928	165,968	-	20,196,327
Obligations under repurchase agreements	9,880,488	325	-	571,711	-	10,452,524	6,564,896	102,850	208,715	571,442	-	7,447,903
Loans and advances from banks	788,187	101,421	359,391	697,630	790,327	2,736,956	509,226	56,431	477,812	-	769,051	1,812,520
Bonds payable	-	-	-	-	-	-	-	-	-	-	-	-
Accrued exchange loss on derivatives	51,938	94,122	274,735	101,872	23,660	546,327	133,051	115,034	160,020	19,385	73,715	501,205
Other liabilities and accrued expenses	2,042,108	1,553	1,382,351	193,635	332,116	3,951,763	2,077,771	7,465	753,470	149,528	339,504	3,327,738
Total New Turkish Lira monetary liabilities	39,252,981	2,470,859	2,271,581	1,664,634	1,146,103	46,806,158	27,120,626	2,152,529	1,923,945	906,323	1,182,270	33,285,693
<b>Foreign currency</b>												
Deposits	23,473,034	2,078,804	2,159,000	1,113,013	118,540	28,942,391	18,870,026	2,381,424	1,772,037	459,264	91,762	23,574,513
Obligations under repurchase agreements	285,792	192,877	221,987	-	-	700,656	482,867	334,811	326,372	-	1	1,144,051
Loans and advances from banks	273,750	433,303	4,712,709	3,246,269	2,820,736	11,486,767	233,729	97,794	4,144,373	2,598,801	2,553,155	9,627,852
Bonds payable	-	-	-	63,498	-	63,498	-	-	-	-	50,912	50,912
Accrued exchange loss on derivatives	10,788	15,484	14,559	18,673	131	59,635	11,130	11,323	13,671	1,512	-	37,636
Other liabilities and accrued expenses	105,363	53,797	59,043	30	7,495	225,728	178,243	101,938	58,227	500	13,387	352,295
Total foreign currency monetary liabilities	24,148,727	2,774,265	7,167,298	4,441,483	2,946,902	41,478,675	19,775,995	2,927,290	6,314,680	3,060,077	2,709,217	34,787,259
Total Monetary Liabilities	63,401,708	5,245,124	9,438,879	6,106,117	4,093,005	88,284,833	46,896,621	5,079,819	8,238,625	3,966,400	3,891,487	68,072,952

## **24 Financial risk management disclosures (continued)**

### *Market risk*

*Interest rate risk:* The Bank and its affiliates' operations are subject to the risk of interest rate fluctuations to the extent that interest-earning assets (including investments) and interest-bearing liabilities mature or reprice at different times or in differing amounts. In the case of floating rate assets and liabilities the Bank and its affiliates are also exposed to basis risk, which is the difference in repricing characteristics of the various floating rate indices, such as the deposit rate and nine months libor and different types of interest. Treasury activities are aimed at optimizing net interest income, given market interest rate levels consistent with the Bank's business strategies.

Asset-liability risk management activities are conducted in the context of the Bank's sensitivity to interest rate changes. In general, as common in current economic environment, the consolidated financial statements are liability sensitive because its interest-earning assets have a longer duration and reprice slightly less frequently than interest-bearing liabilities. This means that in rising interest rate environments, margins earned will narrow as liabilities reprice. However, the actual effect will depend on a number of factors, including the extent to which repayments are made earlier or later than the contracted dates and variations in interest rate sensitivity within repricing periods and among currencies.

Interest rate derivatives are primarily used to bridge the mismatch in the repricing of assets and liabilities. This is done in accordance with the guidelines established by the Bank's asset-liability management committee.

Some assets have indefinite maturities or interest rate sensitivities and are not readily matched with specific liabilities. Those assets are funded through liability pools based on the assets' estimated maturities and repricing characteristics.

Part of the Bank's return on financial instruments is obtained from controlled mismatching of the dates on which interest receivable on assets and interest payable on liabilities are next reset to market rates or, if earlier, the dates on which the instruments mature.

The following table provides an analysis of interest rate sensitivity of monetary assets and monetary liabilities of the consolidated entities into relevant maturity groupings:

	<b>31 December 2008</b>						
	<i>Up to 1 month</i>	<i>1 to 3 months</i>	<i>3 to 12 months</i>	<i>1 to 5 years</i>	<i>Over 5 year</i>	<i>Non-Interest Bearing</i>	<i>Total</i>
<b>MONETARY ASSETS</b>							
Cash and balances with central banks	212,283	-	-	-	-	3,760,250	3,972,533
Financial assets at fair value through profit c	57,294	8,626	164,468	267,560	9,169	57,020	564,137
Loans and advances to banks	3,778,865	1,109,182	1,984,869	85,626	-	1,045,699	8,004,241
Loans and advances to customers	22,171,170	5,854,812	8,613,797	11,118,960	4,777,650	1,146,000	53,682,389
Other assets	1,713,148	301	5,052	6,338	21,056	1,956,009	3,701,904
Security investments	1,461,403	7,793,738	5,410,603	7,904,237	1,751,035	1,791,113	26,112,129
Deferred tax asset	-	-	-	-	-	119,745	119,745
<b>Total Monetary Assets</b>	<b>29,394,163</b>	<b>14,766,659</b>	<b>16,178,789</b>	<b>19,382,721</b>	<b>6,558,910</b>	<b>9,875,836</b>	<b>96,157,078</b>
<b>MONETARY LIABILITIES</b>							
Deposits	40,673,407	4,463,367	3,269,252	657,393	3,408	8,994,152	58,060,979
Obligations under repurchase agreements	10,135,486	189,213	217,010	549,999	-	61,472	11,153,180
Loans and advances from banks	7,704,272	3,838,080	1,856,570	511,382	3,076	310,343	14,223,723
Bonds payable	-	63,474	-	-	-	24	63,498
Other liabilities and accrued expenses	-	-	-	-	-	4,783,453	4,783,453
<b>Total Monetary Liabilities</b>	<b>58,513,165</b>	<b>8,554,134</b>	<b>5,342,832</b>	<b>1,718,774</b>	<b>6,484</b>	<b>14,149,444</b>	<b>88,284,833</b>
	<b>31 December 2007</b>						
	<i>Up to 1 month</i>	<i>1 to 3 months</i>	<i>3 to 12 months</i>	<i>1 to 5 years</i>	<i>Over 5 year</i>	<i>Non-Interest Bearing</i>	<i>Total</i>
<b>MONETARY ASSETS</b>							
Cash and balances with central banks	604,243	-	-	-	-	2,270,736	2,874,979
Financial assets at fair value through profit c	35,842	23,475	266,567	398,794	43,292	236,048	1,004,018
Loans and advances to banks	2,054,701	668,022	1,740,440	216,729	-	369,149	5,049,041
Loans and advances to customers	10,030,868	7,471,831	8,941,276	11,234,086	2,738,142	542,580	40,958,783
Other assets	4,857,208	277	4,089	5,409	25,818	862,865	5,755,666
Security investments	1,929,196	5,969,508	1,920,240	5,351,812	1,564,721	1,099,833	17,835,310
Deferred tax asset	-	-	-	-	-	104,472	104,472
<b>Total Monetary Assets</b>	<b>19,512,058</b>	<b>14,133,113</b>	<b>12,872,612</b>	<b>17,206,830</b>	<b>4,371,973</b>	<b>5,485,683</b>	<b>73,582,269</b>
<b>MONETARY LIABILITIES</b>							
Deposits	28,866,948	4,229,547	2,147,768	479,126	6,744	8,040,707	43,770,840
Obligations under repurchase agreements	7,017,203	432,939	520,865	549,999	-	70,948	8,591,954
Loans and advances from banks	5,801,614	1,988,845	2,867,826	595,528	-	186,559	11,440,372
Bonds payable	-	50,903	-	-	-	9	50,912
Other liabilities and accrued expenses	-	-	-	-	-	4,218,874	4,218,874
<b>Total Monetary Liabilities</b>	<b>41,685,765</b>	<b>6,702,234</b>	<b>5,536,459</b>	<b>1,624,653</b>	<b>6,744</b>	<b>12,517,097</b>	<b>68,072,952</b>

## 24 Financial risk management disclosures (continued)

The following table indicates the effective interest rates by major currencies for the major balance sheet components for the years 2008 and 2007:

	<i>2008</i>			
	<i>US\$ %</i>	<i>EUR %</i>	<i>YTL %</i>	<i>Other Currencies %</i>
<i>Assets</i>				
Loans and advances to banks	0.25-6.70	1.00-7.60	15.00-22.85	-
Debt and other fixed or floating income instruments	6.86	7.19	20.47	-
Loans and advances to customers	2.00-19.00	3.15-19.00	16.99-35.20	5.51-22.00
<i>Liabilities</i>				
<i>Deposits:</i>				
- Foreign currency deposits	1.00-6.50	2.00-7.5	-	2.00-10.50
- Bank deposits	1.50-6.85	1.95-6.94	15.00-18.11	0.75
- Saving deposits	-	-	15.75-21.98	-
- Commercial deposits	-	-	15.75-23.52	-
- Public and other deposits	-	-	21.89	-
Obligations under repurchase agreements	3.03-4.90	3.7-6.75	15.26	9.8
Loans and advances from banks	3.44-7.97	5.02-6.85	14.50-21.42	2.33
<i>2007</i>				
	<i>US\$ %</i>	<i>EUR %</i>	<i>YTL %</i>	<i>Other Currencies %</i>
<i>Assets</i>				
Loans and advances to banks	4.23-5.51	3.70-6.27	16.00-21.58	8.45-9.70
Debt and other fixed or floating income instruments	2.25-12.39	1.05-10.63	10.00-20.78	3.50-5.25
Loans and advances to customers	4.83-13.00	4.00-10.79	16.45-30.82	2.31-16.00
<i>Liabilities</i>				
<i>Deposits:</i>				
- Foreign currency deposits	1.00-6.50	1.50-5.00	-	0.50-9.25
- Bank deposits	3.75-6.72	3.50-7.07	13.00-18.00	3.75-6.50
- Saving deposits	-	-	18.52-19.75	-
- Commercial deposits	-	-	18.99-19.75	-
- Public and other deposits	-	-	18.53	-
Obligations under repurchase agreements	5.06-5.83	4.11-5.06	15.44	-
Loans and advances from banks	5.27-6.22	4.91-5.85	13.66-18.38	1.85

## 24 Financial risk management disclosures (continued)

The market risk arising from trading transactions is calculated via Value at Risk (VaR). In addition to this, the stress tests and scenario analysis are performed. The balance sheet interest rate risk is monitored with methods such as static duration, gap and sensitivity analysis.

Internal limits are set as well as legal limits in order to restrict market risk; value at risk limits for trading portfolio, position limits set for trading desks, single transaction limits set for traders and stop-loss limits. Approval, update, monitoring, override and warning procedures of these limits are put into practice and changed with the approval of the Board of Directors.

The consolidated value at market risks as of 31 December 2008 and 2007 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:

	2008			2007		
	<u>Average</u>	<u>Highest</u>	<u>Lowest</u>	<u>Average</u>	<u>Highest</u>	<u>Lowest</u>
Interest rates risk	2,949,982	3,672,500	1,197,599	1,457,766	1,708,025	1,197,599
Common share risk	135,565	200,888	50,527	13,707	50,527	25
Currency risk	185,936	226,325	155,075	225,605	323,780	117,662
Option risk	<u>214,980</u>	<u>353,475</u>	<u>122,325</u>	<u>120,536</u>	<u>221,950</u>	<u>44,248</u>
Total value at risk	<u>3,486,463</u>	<u>4,453,188</u>	<u>1,525,526</u>	<u>1,817,614</u>	<u>2,304,282</u>	<u>1,359,534</u>

### *Exposure to interest rate risk – non-trading portfolios*

The Bank that had already started working on risk management area before the regulations on Bank’s Internal Control and Risk Management Systems and Measurement and Assessment of Capital Adequacy Ratios of Banks issued by the BRSA in February 2001, restructured its internal systems in accordance with the related regulations under the responsibility of the board of directors and currently works accordingly.

In order to comply with the regulations, the Bank revisited its activities related with market risk management in accordance with “Regulation on Bank’s Internal Control and Risk Management Systems” and “Regulation on Measurement and Assessment of Capital Adequacy Ratios of Banks” published in Official Gazette no. 26333 dated 1 November 2006.

The risk policies defined for the Bank’s market risk exposure and the applications are approved and reviewed regularly by the board of directors.

The top management is responsible for applying risk policies, principles and application procedures approved by the board of directors, ensuring timely and reliable reporting to the board of directors about the important risks identified, assessing internal control, internal audit and risk reports prepared for departments and either eliminating risks, deficiencies or defects identified in these departments or taking the necessary precautions to prevent those and participating in determination of risk limits.



## **24 Financial risk management disclosures (continued)**

The board of directors follows up the effectiveness of risk management systems through audit committee, related other committees and top management, and take decisions in the light of various risk reports and the assessments made by audit committee. The board of directors is responsible of healthy performance of internal systems.

Market risks arising from trading transactions are measured by internal risk measurement model using value at risk (VaR) methodology. In the VaR calculations, trading and available-for-sale portfolios are taken into account. VaR is calculated by three different methods, namely historical simulation, monte carlo simulation and parametric method. The Bank takes the parametric VaR results as the basis for the internal management of market risk and determination of limits. The calculations made according to other two methods are used for comparison and monitoring purposes. In the VaR calculation, one year historical market data set is used, and 99% confidence interval and one-day retention period (10 days for legal capital adequacy calculation) are taken into account. In order to test the reliability of the VaR model, back tests are performed. Stress tests and scenario analysis are also applied in order to reflect the effects of prospective severe market fluctuations in the VaR calculations.

In the quantification of market risk arising from maturity mismatches of assets and liabilities, duration and variance analysis are also used. In duration analysis, the present values of interest sensitive asset and liability items are calculated based on their cash flows and yield curves developed from market interest rates. The results are supported by the sensitivity and scenario analysis performed periodically due to the prospective fluctuations in markets.

The capital requirement for general market risk and specific risks is calculated using the standard method defined by the “Regulation on Measurement and Assessment of Capital Adequacy Ratios of Banks” and reported monthly.

### *Currency risk*

The Bank and its affiliates are exposed to currency risk through transactions in foreign currencies and through its investment in foreign operations.

The Bank and its affiliates’ main foreign operations are in Holland and Moscow. The measurement currencies of its operations are Euro and US Dollars. As the currency in which the Bank presents its consolidated financial statements is YTL, the consolidated financial statements are affected by currency exchange rate fluctuations against YTL.

The Bank finances a significant proportion of its net investment in foreign operations with borrowings in the same currencies as the relevant measurement currencies to mitigate its currency risk. Currency swaps are also used to match the currency of some of its other borrowings to the measurement currencies involved.

## 24 Financial risk management disclosures (continued)

The Bank and its affiliates' transactional exposures give rise to foreign currency gains and losses that are recognized in the income statement. These exposures comprise the monetary assets and monetary liabilities that are not denominated in the measurement currency of the Bank involved, excluding borrowings treated as hedges of net investments in foreign operations. These exposures are as follows:

	<b>2008</b>			
	<u>US\$</u>	<u>EUR</u>	<u>Other Currencies</u>	<u>Total</u>
<i>Assets</i>				
Cash and balances with central banks	1,185,871	202,517	64,467	1,452,855
Financial assets at fair value				
through profit or loss	288,154	95,711	25,008	408,873
Loans and advances to banks	3,364,353	2,795,731	55,773	6,215,857
Loans and advances to customers	17,506,022	9,479,118	814,888	27,800,028
Other assets	1,786,853	116,611	6,284	1,909,747
Investment securities	4,585,598	356,977	51,832	4,994,407
Investments in equity participations	-	676	-	676
Tangible assets	1,273	173,313	14,820	189,406
Deferred tax asset	-	15,956	1,758	17,714
<i>Total Assets</i>	<u>28,718,124</u>	<u>13,236,609</u>	<u>1,034,830</u>	<u>42,989,563</u>
<i>Liabilities</i>				
Deposits	15,364,928	12,724,700	852,763	28,942,391
Obligations under repurchase agreements	497,047	155,901	47,708	700,656
Loans and advances from banks	7,203,029	4,279,035	4,703	11,486,767
Current and deferred tax liability	-	1,304	-	1,304
Bonds payable	-	63,498	-	63,498
Other liabilities and accrued expenses	136,214	97,449	50,396	284,059
<i>Total Liabilities</i>	<u>23,201,218</u>	<u>17,321,887</u>	<u>955,570</u>	<u>41,478,675</u>
<i>Net On Balance Sheet Position</i>	<u>5,516,906</u>	<u>(4,085,278)</u>	<u>79,260</u>	<u>1,510,888</u>
<i>Net Off Balance Sheet Position</i>	<u>(5,762,984)</u>	<u>4,080,591</u>	<u>(10,020)</u>	<u>(1,692,413)</u>
<i>Net Long/(Short) Position</i>	<u>(246,078)</u>	<u>(4,687)</u>	<u>69,240</u>	<u>(181,525)</u>
	<b>2007</b>			
	<u>US\$</u>	<u>EUR</u>	<u>Other Currencies</u>	<u>Total</u>
<i>Total Assets</i>	<u>19,997,523</u>	<u>12,332,912</u>	<u>899,188</u>	<u>33,229,623</u>
<i>Total Liabilities</i>	<u>21,291,440</u>	<u>12,500,267</u>	<u>995,552</u>	<u>34,787,259</u>
<i>Net On Balance Sheet Position</i>	<u>(1,293,917)</u>	<u>(167,355)</u>	<u>(96,364)</u>	<u>(1,557,636)</u>
<i>Net Off Balance Sheet Position</i>	<u>1,056,302</u>	<u>334,335</u>	<u>242,935</u>	<u>1,633,572</u>
<i>Net Long/(Short) Position</i>	<u>(237,615)</u>	<u>166,980</u>	<u>146,571</u>	<u>75,936</u>

## **24 Financial risk management disclosures (continued)**

For the purposes of the evaluation of the table above, the figures represent the YTL equivalent of the related hard currencies.

The balance sheet short positions shown in the table above are hedged by currency swaps, forward contracts and other derivatives entered into to manage these currency exposures. In respect of monetary assets and liabilities in foreign currencies that are not economically hedged, the Bank and its affiliates ensure that their net exposures are kept to an acceptable level by buying and selling foreign currencies at spot rates when considered appropriate.

The net amount of Russian Rubles denominated assets and liabilities as included in the above table at their YTL equivalents, is a net asset of YTL 90,379 thousands at 31 December 2008 (2007: YTL 100,038 thousands).

### *Credit risk*

The Bank and its affiliates are subject to credit risk through its trading, lending, hedging and investing activities and in cases where they act as intermediaries on behalf of customers or other third parties or issues guarantees.

Credit risk associated with trading and investing activities is managed through the Bank's market risk management process.

The Bank and its affiliates' primary exposures to credit risk arise through its loans and advances. The amount of credit exposure in this regard is represented by the carrying amounts of these assets on the balance sheet. The Bank developed a statistical-based internal risk rating model for its credit portfolio of corporate/commercial/medium-size companies. This internal risk rating model has been in use for customer credibility assessment since 2003. Risk rating has become a requirement for loan applications, and ratings are used both to determine branch managers' credit authorization limits and in credit assessment process.

The Bank and its affiliates are exposed to credit risk on various other financial assets, including derivative instruments used for hedging and debt investments. The current credit exposure in respect of these instruments is equal to the carrying amount of these assets in the balance sheet. In addition, the Bank and its affiliates are exposed to off balance sheet credit risk through guarantees issued (Note 23).

The risk that counterparties to both derivative and other instruments might default on their obligations is monitored on an ongoing basis. To manage the level of credit risk, the Bank and its affiliates deal with counterparties of good credit standing, enter into master netting agreements whenever possible, and when appropriate, obtain collateral.

Concentrations of credit risk (whether on or off balance sheet) that arise from financial instruments exist for groups of counterparties when they have similar economic characteristics that would cause their ability to meet contractual obligations to be similarly affected by changes in economic or other conditions.

## 24 Financial risk management disclosures (continued)

### *Exposure to credit risk*

	<i>Loans and advances to customers</i>	
	<u>2008</u>	<u>2007</u>
Individually impaired	1,368,312	869,567
Allowance for impairment	(984,281)	(632,050)
Carrying amount	<u>384,031</u>	<u>237,517</u>
Collectively impaired	-	-
Allowance for impairment	(196,351)	(153,805)
Carrying amount	<u>(196,351)</u>	<u>(153,805)</u>
Past due but not impaired	607,054	-
Carrying amount	<u>607,054</u>	<u>-</u>
Neither past due nor impaired	53,019,768	40,893,267
Loans with renegotiated terms	55,567	65,516
Carrying amount	<u>53,075,335</u>	<u>40,958,783</u>
Total carrying amount	<u>53,870,069</u>	<u>41,042,495</u>

As of 31 December 2008 and 2007, the Bank has no allowance for loans and advances to banks.

### *Impaired loans*

Impaired loans are loans for which the Bank 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 agreement due to lack of assets, high debtness ratio, insufficient working capital and/or equity of the customer.

### *Sectoral and geographical concentration of impaired loans*

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

	<u>2008</u>	<u>2007</u>
Consumer loans	808,931	567,485
Textile	131,530	76,513
Chemistry and chemical products	70,525	52,468
Construction	50,755	21,707
Food	40,260	23,906
Agriculture and stockbreeding	37,786	9,845
Service sector	29,128	22,747
Durable consumption	18,078	12,153
Metal and metal products	17,371	11,510
Financial institutions	2,836	8,067
Others	<u>161,112</u>	<u>63,166</u>
Total non-performing loans and lease receivables	<u>1,368,312</u>	<u>869,567</u>

## 24 Financial risk management disclosures (continued)

	<u>2008</u>	<u>2007</u>
Turkey	1,344,276	864,349
Romania	16,232	522
Russia	5,176	1,136
Holland	1,847	2,752
Germany	<u>781</u>	<u>808</u>
Total non-performing loans and lease receivables	<u>1,368,312</u>	<u>869,567</u>

### *Past due but not impaired loans*

These are loans where contractual interest or principal payments are past due but the Bank believes that impairment is not appropriate on the basis of the level of collateral available and the customer's current activities, assets and financial position.

### *Allowances for impairment*

The Bank establishes an allowance for impairment losses that represents its estimate of incurred losses in its loan portfolio. The main components of this allowance are a specific loss component that relates to individually significant exposures, and a portfolio-basis loan loss allowance established for groups of homogeneous assets in respect of losses that have been incurred but have not been identified on loans subject to individual assessment for impairment.

### *Write-off policy*

The Bank writes off a receivable balance (and any related allowances for impairment losses) when it is determined that the receivable is uncollectible based on the evidence of insolvency issued by the Court. In cases where any possible collections are negligible comparing to the prospective expenses and costs, such receivables are written off by the decision of the board of directors.

### *Collateral policy*

The Bank's policy is to require suitable collateral to be provided by certain customers prior to the disbursement of approved loans. The Bank and its affiliates currently hold collateral against loans and advances to customers in the form of mortgage interests over property, other registered securities over assets and guarantees. 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. Collateral usually is not held against investment securities, and no such collateral was held at 31 December 2008 and 2007.

Approximately 72% of the outstanding performing loans is collateralized. Guarantees and letters of credit are also subject to strict credit assessments before being provided. The agreements specify monetary limits to the Bank and its affiliates' obligations. The extent of collateral held for performing guarantees and letters of credit is approximately 82%.

**Türkiye Garanti Bankası AŞ and Its Affiliates**

Notes to Consolidated Financial Statements

As of and for the Year Ended 31 December 2008

(Currency: Thousands of New Turkish Lira (YTL))

**24 Financial risk management disclosures (continued)**

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

	<u>2008</u>	<u>2007</u>
<i>Cash loans</i>		
Secured loans:	<u>37,858,171</u>	<u>30,012,228</u>
Secured by cash collateral	1,217,556	1,173,952
Secured by mortgages	12,945,098	7,835,589
Secured by government institutions or government securities	2,015,479	1,457,954
Guarantees issued by financial institutions	169,122	186,359
Other collateral (pledge on assets, corporate and personal guarantees, promissory notes)	21,510,916	19,358,374
Unsecured loans	<u>14,678,214</u>	<u>10,403,163</u>
Total performing loans and financial lease receivables	<u>52,536,385</u>	<u>40,415,391</u>
<i>Non-cash loans</i>		
Secured loans:	<u>12,007,037</u>	<u>10,137,914</u>
Secured by cash collateral	594,599	496,168
Secured by mortgages	1,453,631	173,903
Guarantees issued by financial institutions	4,921	3,766
Other collateral (pledge on assets, corporate and personal guarantees, promissory notes)	9,953,886	9,464,077
Unsecured loans	<u>2,560,020</u>	<u>2,664,319</u>
Total non-cash loans	<u>14,567,057</u>	<u>12,802,233</u>

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

	<u>2008</u>	<u>2007</u>
Mortgages	341,058	174,647
Promissory notes and surety	295,228	166,330
Pledge assets	151,207	89,083
Cash collateral	372	355
Unsecured	<u>580,447</u>	<u>439,152</u>
	<u>1,368,312</u>	<u>869,567</u>

The amounts reflected in the tables above represent the maximum accounting loss that would be recognized at the balance sheet date if counterparties failed completely to perform as contracted and any collateral or security proved to be of no value. The amounts, therefore, greatly exceed expected losses, which are included in the allowance for uncollectibility.

*Operational risks*

Operational risk expresses the probability of loss that may arise from the overlook of faults and inconsistency with the established rules due to the deficiencies in the Bank and its affiliates' internal controls, manner of the management and the personnel that are not in coherence with time and conditions, deficiencies in the bank management, faults and problems in information technology systems and disasters such as earthquake, fire, flood or terror attacks.

## **24 Financial risk management disclosures (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.

Currently, the value at operational risk is calculated according to the basic indicator approach as per the Article 14 of “Regulation on Measurement and Assessment of Capital Adequacy Ratios of Banks”.

The annual gross income is defined as net interest income plus net non-interest income reduced by realised gains/losses from the sale of securities available-for-sale and held-to-maturity, non-recurring gains and income derived from insurance claims. The result is added to risk weighted assets in the capital adequacy calculation.

### *Capital management – regulatory capital*

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 value at credit, market and operational risks. The Bank and its affiliates’ 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 and the element of the fair value reserve relating to unrealised gain/(loss) on assets 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 recognised and the Bank recognises 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.

## 24 Financial risk management disclosures (continued)

The Bank's and its affiliates' regulatory capital position on a consolidated basis at 31 December 2008 and 2007 was as follows:

	<u>2008</u>	<u>2007</u>
Tier 1 capital	9,512,681	6,926,311
Tier 2 capital	1,415,587	1,069,119
Deductions from capital	<u>(461,243)</u>	<u>(488,448)</u>
Total regulatory capital	<u>10,467,025</u>	<u>7,506,982</u>
Value at credit, market and operational risks	<u>70,429,654</u>	<u>53,708,544</u>

### Capital ratios (%)

Total regulatory capital expressed as a percentage of total value at credit, market and operational risks	14.86	13.98
Total tier 1 capital expressed as a percentage of total value at credit, market and operational risks	13.51	12.90

### 24.4 Hedging

Due to the Bank and its affiliates' overall interest rate risk position and funding structure, its risk management policies require that it should minimize its exposure to changes in foreign currency rates and manage interest rate, credit risk and market price risk exposure within certain guidelines. Derivative financial instruments are used to manage the potential earnings impact of interest rate and foreign currency movements. Several types of derivative financial instrument are used for this purpose, including interest rate swaps and currency swaps, options, financial futures, forward contracts and other derivatives. The purpose of the hedging activities is to protect the Bank and its affiliates from the risk that the net cash inflows will be adversely affected by changes in interest or exchange rates, credit ratings or market prices. The Bank and its affiliates enter into transactions to ensure that it is economically hedged in accordance with risk management policies. In the accompanying consolidated financial statements, hedge accounting is applied for the cases where hedge accounting relationship is evidenced.

The Bank entered into various interest rate swap transactions in order to hedge its certain cash flow exposures primarily on floating rate assets and liabilities, through converting its floating rate income/payments into fixed rate income/payments. The following table includes certain characteristics of such swap transactions outstanding as of 31 December 2008:

<i>Notional amount</i>	<i>Fixed payer rate (%)</i>	<i>Floating payer rate (%)</i>	<i>Fixed payment frequency</i>	<i>Maturity</i>
US\$ 43.8 millions	5.445	3 month Libor + 1.75	Quarterly	2009
US\$ 110 millions	3.35	3 month Libor + 0.40	Quarterly	2012

The Bank also entered into various interest rate swap transactions in order to hedge its certain cash flow exposures primarily on project finance loans through converting its floating rate income/payments into fixed rate income/payments. The following table includes certain characteristics of these swap transactions outstanding as of 31 December 2008:

<i>Notional amount</i>	<i>Fixed payer rate (%)</i>	<i>Floating payer rate (%)</i>	<i>Fixed payment frequency</i>	<i>Maturity</i>
EUR 583.4 millions	4.4475-8.3250	6-12 month Euribor + 2-3.80	Semi Annually-Annually	2013-2019



## 24 Financial risk management disclosures (continued)

On 9 January 2008 and 16 January 2008, the Bank has exercised four interest rate swap transactions held for cash flow risk management before their maturities. The Bank has recognized a total income amounting US\$ 38,670,000 (equivalent of YTL 45,002 thousands) collected on the dates of these transactions as per the related agreements under trading income in the accompanying consolidated financial statements.

## 25 Affiliates, associates and special purpose entities

The table below sets out the consolidated affiliates, associates and special purpose entities of the Bank and its shareholding interests in these entities as at 31 December 2008:

<u>Consolidated entities</u>	<u>Shareholding Interest (%)</u>
Garanti Bank International NV	100.00
Garanti Bank Moscow	100.00
Garanti Portföy Yönetimi AŞ	100.00
Garanti Yatırım Menkul Kıymetler AŞ	100.00
Garanti Financial Services plc.	100.00
Garanti Fund Management Co. Ltd.	100.00
Garanti Bilişim Teknolojisi ve Tic. AŞ	100.00
Garanti Finansal Kiralama AŞ	98.94
Garanti Emeklilik ve Hayat AŞ	84.91
Garanti Faktoring Hizmetleri AŞ	81.84
Eureko Sigorta AŞ	20.00
Garanti Diversified Payment Rights Finance Company (a)	-
T2 Capital Finance Company (a)	-

(a) *Garanti Diversified Payment Rights Finance Company and T2 Capital Finance Company are the special purpose entities established for the Bank's securitization transactions and the subordinated debt transaction, respectively, that are explained in Note 17. The Bank or any of its affiliates does not have any shareholding interests in these companies.*

Garanti Kültür AŞ (The legal name of Galata Araştırma Yayıncılık Tanıtım ve Bilişim Teknoloji Hizmetleri AŞ has been changed as Garanti Kültür AŞ at 8 February 2008) is excluded from the consolidation scope as of 31 December 2008 as the company does not have material operations and results.

As per the agreement signed with Eureko BV on 21 June 2007, the Bank sold its 80% share in Garanti Sigorta AŞ and its 15% share in Garanti Emeklilik ve Hayat AŞ to this company. Upon this sale, a gain of YTL 703,803 thousands is recognized in the consolidated financial statements as of 31 December 2007. As part of the sale transactions mentioned above, the Bank has a sale option on the remaining shares of Garanti Sigorta AŞ and Eureko BV has purchase and sale options on the shares of Garanti Emeklilik ve Hayat AŞ. Subsequent to these sales, at 1 October 2007 the legal name of Garanti Sigorta AŞ has been changed as Eureko Sigorta AŞ.

Garanti Fund Management Co. Ltd. (100.00%) and Garanti Financial Services plc (100.00%) are under liquidation as of the reporting date.

## 26 Net fee and commission income

	<u>2008</u>	<u>2007</u>
<i>Fee and commission income:</i>		
Credit cards fees	1,058,992	924,035
Retail banking	327,344	291,985
SME banking	196,986	150,585
Commercial banking	137,871	119,983
Corporate banking	78,176	71,190
Others	<u>243,398</u>	<u>163,174</u>
Total fee and commission income	<u>2,042,767</u>	<u>1,720,952</u>
<i>Fee and commission expense:</i>		
Credit cards fees	316,544	348,747
Retail banking	14,564	1,650
SME banking	4,604	936
Commercial banking	1,277	323
Others	<u>127,446</u>	<u>80,723</u>
Total fee and commission expense	<u>464,435</u>	<u>432,379</u>
Net fee and commission income	<u>1,578,332</u>	<u>1,288,573</u>

## 27 Other expenses

	<u>2008</u>	<u>2007</u>
Credit card rewards and promotion expenses	289,013	176,719
Advertising expenses	110,862	107,885
EDP expenses	83,507	67,171
Taxes and duties other than on income	77,863	62,186
Saving deposits insurance fund	60,883	49,220
Utility expenses	47,583	32,091
Repair and maintenance expenses	30,814	23,068
Claim loss from insurance business	27,286	75,096
Research and development expenses	22,017	26,443
Others	<u>310,462</u>	<u>257,325</u>
	<u>1,060,290</u>	<u>877,204</u>

## 28 Use of estimates and judgements

Management discussed with the Audit Committee the development, selection and disclosure of the Bank's critical accounting policies and estimates, and the application of these policies and estimates. These disclosures supplement the commentary on financial risk management (see Note 24).

### *Key sources of estimation uncertainty*

#### Allowances for credit losses

Assets accounted for at amortized cost are evaluated for impairment on a basis described in accounting policy Note 7.

## **28 Use of estimates and judgements (continued)**

The specific counterparty component of the total allowances for impairment applies to claims evaluated individually for impairment and is based upon management's best estimate of the present value of the cash flows that are expected to be received. In estimating these cash flows, management makes judgement about a counterparty's financial situation and the net realisable value of any underlying collateral. Each impaired asset is assessed on its merits, and the workout strategy and estimate of cash flows considered recoverable are independently approved by the credit risk function.

Portfolio-basis assessed impairment allowances cover credit losses inherent in portfolios of claims with similar economic characteristics when there is objective evidence to suggest that they contain impaired claims, but the individual impaired items cannot yet be identified. A component of portfolio-basis assessed allowances is for country risks. In assessing the need for collective loan loss allowances, management considers factors such as credit quality, portfolio size, concentrations, and economic factors. In order to estimate the required allowance, assumptions are made to define the way inherent losses are modelled and to determine the required input parameters, based on historical experience and current economic conditions. The accuracy of the allowances depends on how well these estimate future cash flows for specific counterparty allowances and the model assumptions and parameters used in determining collective allowances.

### Determining fair values

The determination of fair value for financial assets and liabilities for which there is no observable market price requires the use of valuation techniques as described in significant accounting policies and Note 22. For financial instruments that trade infrequently and have little price transparency, fair value is less objective, and requires varying degrees of judgement depending on liquidity, concentration, uncertainty of market factors, pricing assumptions and other risks affecting the specific instrument.

### *Critical accounting judgements in applying the Bank's accounting policies*

Critical accounting judgements made in applying the Bank's accounting policies include:

### Financial asset and liability classification

The Bank's accounting policies provide scope for assets and liabilities to be designated on inception into different accounting categories in certain circumstances:

- In classifying financial assets or liabilities as "trading", the Bank has determined that it meets the description of trading assets and liabilities set out in accounting policy (i) *Financial instruments*.
- In designating financial assets or liabilities at fair value through profit or loss, the Bank has determined that it has met one of the criteria for this designation set out in accounting policy (i) *Financial instruments*.
- In classifying financial assets as held-to-maturity, the Bank has determined that it has both the positive intention and ability to hold the assets until their maturity date as required by accounting policy (h) *Financial instruments*.

## **28 Use of estimates and judgements (continued)**

### Securitizations

In applying its policies on securitised financial assets, the Bank has considered both the degree of transfer of risks and rewards on assets transferred to another entity and the degree of control exercised by the Bank over the other entity:

- When the Bank, in substance, controls the entity to which financial assets have been transferred, the entity is included in these consolidated financial statements and the transferred assets are recognised in the Bank's consolidated balance sheet.
- When the Bank has transferred financial assets to another entity, but has not transferred substantially all of the risk and rewards relating to the transferred assets, the assets are recognised in the Bank's consolidated balance sheet.
- When the Bank transfers substantially all the risks and rewards relating to the transferred assets to an entity that it does not control, the assets have been derecognised from the Bank's consolidated balance sheet.

Details of the Bank's securitisation activities are given in Note 17.

## **29 Significant events**

- The Bank had called off its existing legal cases against Boğaziçi Corporations Tax Office related with the final and interim corporate tax returns of the years from 2001 to 2005 and settled up with the related tax authority as per the article 3 of the Law No.5736 "Collection of Certain Public Sector Receivables through Conciliation" published in the Official Gazette No.26800 dated 27 February 2008. Accordingly, after making revisions to the corporate tax returns of the period from 2001 to 2005, the tax refund that the Bank collected through conciliation from the tax office, due to the prepaid taxes in 2005 was agreed to be YTL 131,178 thousands. Furthermore, the Bank was also entitled to a tax refund on an existing unused investment incentive certificate amounting YTL 6,078 thousands. The accompanying consolidated financial statements for the year ended 31 December 2007 have been prepared after giving retroactive effect to this event.
- A part of the Bank's non-performing loan portfolio amounting YTL 98,221 thousands was sold to a local asset management company at a sale price of YTL 28,898 thousands. The sale price was fully recognized as income as of 3 April 2008, as the sold receivables had been fully provisioned in the Bank's financial statements previously.
- Social Security Law No. 5754 which requires the transfer of the liabilities of the members of "Türkiye Garanti Bankası Anonim Şirketi Memur ve Müstahdemleri Emekli ve Yardım Sandığı Vakfı" ("the Fund") established as per the temporary article no. 20 of the Social Security Law No. 506 was accepted and approved by the Turkish Parliament at 17 April 2008 and enacted at 8 May 2008. The accompanying consolidated financial statements for the year ended 31 December 2007 have been prepared after giving retroactive effect to this law.
- After studies on International Convergence of Capital Measurement and Capital Standards carried out by the Basel Banking Committee are finalized with a comprehensive document ("Basel II") which was published in June 2006, the BRSA required application of practice of Basel II by the banks operating in Turkey initiated within the announced framework of a program and a related road map until the beginning of the year 2009.

## **29 Significant events (continued)**

Currently, the capital adequacy in the banking system is calculated on the basis of “Regulation on Measurement and Assessment of Capital Adequacy Ratios of Banks”, published in the Official Gazette dated 1 November 2006 which is partially compatible with Basel II. At 25 June 2008, the BRSA announced that in the light of the recent developments -of which causes and effects are uncertain and deep- in global financial markets, the new draft Turkish Commercial Code which has not been enacted yet, and the comments of financial and real sector representatives, the implementation of Basel II in the context of capital requirements measurement based on credit risk ratings is postponed to a further date.

- As per the decision made at the extraordinary general meeting of Visa Europe Ltd for the allocation of earnings received through conversion of certain shares that Visa Europe Ltd has in Visa Inc., into cash proportionally according to the contribution of the members to the earnings of Visa Europe Ltd, a payment of US\$ 12.2 millions has been made to the Bank being a member of the Visa payment system on 21 October 2008. After deducting the banking and insurance transaction tax at the rate of 5%, the remaining collected amount has been recorded as income in the current period.

Furthermore, as a part the same decision, Visa Inc.’s shares that Visa Europe Ltd has but was not converted into cash, have been distributed free of charge among the members of the Visa payment system, and the Bank recognized 153,048 shares of Visa Inc. at a face value of US\$ 15.30 in its accounting records.

## **30 Subsequent events**

- By the decision of the Council of Ministers no.2007/11963 at 4 April 2007, the “new” expression in the New Turkish Lira (YTL), the currency of the Turkish Republic, is cancelled effective from 1 January 2009. The currency of the Turkish Republic is the Turkish Lira (TL).
- The financial reporting currency of the Bank’s Luxembourg branch is changed from US\$ to EUR effective from 1 January 2009. The capital of US\$ 89,500,000 allocated to the branch is converted into EUR 64,309,837.

Besides, the capital allocated to the Luxembourg branch increased by EUR 335,690,163 to EUR 400,000,000 at 13 January 2009 by the decision of the board of directors no.2226 at 4 December 2008 that gives the authorization to the head office to be able to increase the amount of the capital allocated to the Luxembourg branch upto EUR 400,000,000.

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