



TO : **INVESTMENT COMMUNITY**
FROM : **GARANTI BANK / Investor Relations**
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SUBJECT : **Ordinary Shareholders' Meeting Conclusions**
DATE : **April 06, 2006**

Based on the Bank's Board of Directors' resolution dated March 2, 2006 and numbered 2186, the Ordinary Shareholders' meeting of Garanti Bank relating to the 2005 Financial Year was held on Wednesday April 5, 2006, at 10:00 am at Levent, Nispetiye Mahallesi, Aytar Caddesi No:2, Besiktas - Istanbul and the following agenda was discussed and accepted:

- In accordance with Article 45 of the Bank's Articles of Association, the profit distribution on 2005 net earnings shall be as follows: first profit share (dividend) for each ordinary share with a nominal value of 1,00.-YTL will be gross 0,05.-YTL and dividends for each founder share will be gross 132.573,81.-YTL. In addition, a total of 24.526.155,08.-YTL will be distributed to the Bank's managers and officers. It was decided that the process of dividend distribution be finalized prior to 31.12.2006.
- The number of the members of the Board of Directors was determined as nine and the following names were appointed for a term of three years; Ferit Faik ŞAHENK, Sait Ergun ÖZEN, Süleyman SÖZEN, Muammer Cüneyt SEZGİN, Ahmet Kamil ESİRTGEN, Richard Alan LAXER, Daniel Noel O'CONNOR, Charles Edward ALEXANDER and Dmitri Lysander STOCKTON.
- KPMG – Akis Serbest Muhasebeci Mali Müşavirlik A.Ş was nominated and voted to act as the Bank's independent external audit firm.

Regards,
Garanti Bank