2001 Annual Report

It's a different story

DenizBank

New headquarters

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Achievements in 2001

In 2001, encouraged by its successful financial performance and strong shareholder backing, DenizBank was able to take advantage of rapid developments within the banking industry. Especially during the last quarter of the year, the number of banks within the marketplace fell, decreasing competition for the Bank. Threats that prevailed to many banks were seen as an opportunity to succeed for DenizBank.

In its efforts to make DenizBank one of the foremost banks in Turkey, the management accomplished the following:

• Included in the DenizBank portfolio for 2001 are total deposits of US$ 111 million and TL 142 trillion and 25,000 deposit accounts transferred from failing banks, previously taken over by the Central Bank's Savings Deposits Insurance Fund (SDIF), under the deposit accounts sales scheme.

• Branch offices formerly owned by other banks under the SDIF's administration were purchased, increasing the number of DenizBank branches in Turkey from 50 to 120. This purchase contributed to the retention of 950 banking professionals within the system and significantly increased the Bank's presence throughout the country.

• Following the acquisition of Anadolu Kredi Kartı (AKK), a leading credit card issuing and acquiring company, having 11,663 member merchants with an 11% market share in foreign credit card acquiring business, the number of DenizBank POS terminals exceeded 10,000. DenizBank now ranks among the country's leading credit card acquirers.

• Demir Investment Trust, a publicly traded fund management company was acquired by DenizYatırım Securities. Through this acquisition, DenizYatırım Securities continued to lead in this segment of the market.

• During 2001, DenizBank was successful in managing its costs and attained a below-industry average for non-interest expenses to total assets ratio of 2% in line with the international standards. This was mainly attributable to centralized operations and the employment of state-of-the-art technologies.

• Through diligent marketing efforts, new corporate clients were included in the portfolio. The majority of these new additions came from creditworthy corporations previously included in the portfolios of financially ailing banks that were taken over by the SDIF. As a result, the number of corporate clients increased from 2,200 to 2,528 by the end of 2001.

• Net Problem Loans/Total Assets ratio was a mere 1.2% at DenizBank at the end of 2001; the industry average stood at 5%.

• With an expanding branch network, DenizBank succeeded in capturing a significant portion of collections from customs duties amounting to approximately US$ 10 billion annually. The Bank has now taken its place among a selected number of banks.

• A new electronic product, e-DenizBank, capable of handling all commercial transactions between suppliers, distributors and banks, has been developed. The first of its kind in the Turkish banking industry, this electronic product was created to answer client demands necessitated by the increasing competition in the marketplace.

• Telephone calls to the Contact Center increased by 92%, while the number of outbound calls were twice as much.

• As a result of using Alternative Distribution Channels actively, more than 50% of EFT transactions on bank basis and 20% of other routine banking transactions were realized via the Internet Branch and the Contact Center.

• An extensive marketing campaign has been started to mark the cooperative effort newly instituted between DenizBank and the Yeşilyurt Sporting Club. All Yeşilyurt Sporting Club members were issued a proximity card, which serves both as an electronic identity card and also a credit card. Their annual fees are being charged to these credit cards and also they have a special loyalty program. For this loyalty program DenizBank POS terminals have been placed in all major stores in the Yeşilköy and Yeşilyurt areas, giving cardholders in the region the opportunity to make purchases on an installment basis.

• After upgrading the data mining system in 2001, the collection of the demographics from retail clientele and their expectations was initiated for the Customer Relations Management (CRM) project, which will enable the Bank to see the overall database for the clients including corporate clients.

In 2001, encouraged by its successful financial performance and strong shareholder backing, DenizBank was able to take advantage of rapid developments within the banking industry.

The number of active retail clients will be increased to 500,000 with an enlarged branch network and marketing staff.

• Securing its position and widening its recognition in international banking circles, DenizBank increased the number of correspondent banks to 430 from 380.

• In spite of contracting corporate and retail markets in 2001, DenizBank's treasury succeeded in increasing its market share. During this time, the volume of foreign currency trading increased by 20% to US$ 3 billion and T-bill trading, on behalf of clients, reached TL 50 trillion.

• DenizBank has received the Moody International ISO 9001/2000 Quality Management Certificate, securing its quality management systems for the next three years.

• In 2001, a Customer Complaints System was established to ensure and enhance customer satisfaction.

• DenizYatırım Securities has been awarded the ISO 9001 Quality Management Certificate.

• The market share of DenizYatırım Securities in equity trading reached 2.29%.

• DenizFactoring became a member of FCI - Factors Chain International - the world's largest factoring chain.

• DenizFactoring was ranked third among all Turkish factoring companies in terms of international factoring volume at the end of 2001.

Targets for 2002

• Comprehensive cash flow management projects will be developed to promote more efficient utilization of the vast branch network such as collection facilities between nationwide companies and their branches.

• The number of active retail clients will be increased to 500,000 with an enlarged branch network and marketing staff. It is targeted that half of the active retail clients will utilize the Contact Center and the Internet Branch for their routine banking transactions.

• The market share of DenizBank in credit card cash and installment purchases will be increased to 3-3.5%.

• The number of people who receive their salaries funneled through DenizBank's ATM network will be increased to at least 20,000, excluding the employees of Zorlu Holding-related companies.

• The CRM (Customer Relations Management) demographic and client expectation project, initiated in 2001, will be finalized and carried forward; these findings will help to create new banking services.

• Transactions executed through DenizBank's alternative distribution channels will be increased to more than 50% of overall banking transactions.

• The international syndicated loan market will be tapped for the second time in early 2002 to raise funds to meet the pre-financing requirements of exporting clients. The first syndicated loan for US$ 35 million was obtained in 2000.

• After the acquisition of AKK, DenizBank expects to increase its credit card business market share significantly. Studies will be carried out within the Bank during 2002 to explore new avenues of raising funds from international markets by securitizing credit card receivables.

• Through new bank branch office acquisitions, the number of equity trading rooms increased to 61 at the end of 2001. DenizYatırım Securities envisages a notable increase in its share of equity trading on behalf of its clients and plans to rank among the top five brokerage houses in the Istanbul Stock Exchange.

• Market conditions did not favor IPOs during 2001; therefore no IPO schemes could be handled. However, plans are already in the pipeline to take an active role in the IPOs market when conditions allow.

Financial Highlights

Inflation Adjusted

	2001		2000**	
	US$ million	TL billion	US$ million	TL billion
Government Securities*	375	542,250	259	173,767
Loans, net	250	361,339	347	233,308
Equity Participations	5	6,841	5	3,216
Fixed Assets, net	24	34,413	33	22,088
Total Assets	1,436	2,076,007	1,035	695,226
Deposits	1,007	1,455,607	421	282,831
Demand	196	282,893	37	25,184
Time	763	1,103,128	366	245,600
Interbank	48	69,586	18	12,046
Funds Borrowed from Banks	146	210,929	314	210,631
Net Worth	165	238,995	146	97,830
Paid-in Capital	84	121,970	110	74,026
L/Cs & L/Gs	395	572,071	371	249,023
Interest Income		370,267		233,282
Interest Expense		(248,769)		(97,185)
Net Interest Income after Provisions		107,272		126,116
Non-Interest Income		129,249		109,654
Non-Interest Expense		(173,938)		(145,660)
Net Income		8,747		31,469
Number of Branches		120		46
Number of Staff		1,980		956
Capital Adequacy Ratio		21.0%		23.4%
ROE (on net profit in real terms)		8%		28%

** Total of Securities Portfolio is evaluated at market prices.*
*** Consolidated*

Medium-term plan
(US$ million)

	1997 Realized	1998 Planned	1998 Realized	1999 Planned	1999 Realized	2000 Planned	2000 Realized	2001 Planned	2001 Realized
Total Assets	103	393	368	550	795	1,200	1,035	1,200	1,436
Capital Increase	17.6	20	20	20	25	20	10	20	60
Net Worth	22.3	45	52	75	94	120	146*	180	165
ROE (%)	-	8	25	10.5	42	10.7	28	10	8

** The Bank bought a 20% share of Zorlu Energy at par value. This resulted in a US$ 44 million value increase in net worth at year-end market prices.*

Following new branch office acquisitions toward the end of 2001, the physical distribution network of DenizBank presently consists of 120 branch offices.

DenizBank in Brief

DenizBank was established as a state-owned bank in 1938 with the primary purpose of providing financing for the newly emerging Turkish maritime industry. Following long years of successful activities, DenizBank became one of the foremost banks in the Turkish banking industry and made a reputable name. In 1992, the Bank joined Emlakbank following a decision by the government to merge some state-owned banks. In 1997, DenizBank separated from Emlakbank and was privatized as a separate entity. At privatization, the Bank possessed no significant assets with the exception of a small number of branch offices that had been dormant since 1992. When Zorlu Holding acquired DenizBank in early 1997 from the Privatization Administration, operations commenced again in September of the same year.

In adherence with the highest ethical business practices, DenizBank has created sustainable, multi-faceted relationships with corporate and retail customers. The Bank continuously seeks to upgrade service quality as it offers a wide selection of sophisticated, tailor-made financial products. DenizBank has received the Moody International ISO 9001/2000 Quality Management Certificate for the next three years. With the Central Operations Unit for both corporate and retail banking activities, as well as financial control and accounting functions centralized at the Head Office, the Bank has successfully transformed its branch offices into marketing centers thereby reducing the number of employees and improving operational efficiency.

Following new branch office acquisitions toward the end of 2001, the physical distribution network of DenizBank presently consists of 120 branch offices. At the end of 2001, total assets reached US$ 1,436 million with an increase of 39% over the 2000 figure of US$ 1,035 million. At the end of the year, the Bank's net worth stood at US$ 165 million recording an increase of 13% over the year 2000 figure of US$ 146 million. The capital adequacy ratio was as high as 21% at the end of the year in spite of trying times that prevailed almost throughout the entire year.

Additionally, thanks to centralized operations and the employment of state-of-the-art technologies, DenizBank was successful in managing its costs efficiently. The Bank attained a below industry average for non-interest expenses to total assets ratio of 2% at the end of the year.

Aiming to satisfy a growing client base, DenizBank continually enhances and upgrades its contemporary corporate and retail banking services. These services have been augmented by the addition of leasing, factoring and investment

In adherence with the highest ethical business practices, DenizBank has created sustainable, multi-faceted relationships with corporate and retail customers.

brokerage services rendered by subsidiaries. An important synergy has been created with Zorlu Holding companies, especially Vestel. Since its establishment, DenizBank organized joint-campaigns with Vestel companies to promote and enhance retail banking services especially in credit cards and consumer credits.

DenizBank plans to increase its market share in credit card business after the acquisition of AKK, the leading credit card issuing and acquiring company in Turkey. AKK has 11,663 member merchants and an 11% market share in foreign credit card acquiring business.

Demir Investment Trust, a publicly traded fund management company, was acquired by DenizYatırım Securities in 2001. Through this acquisition, DenizYatırım Securities continued to lead in this segment of the market.

In corporate banking, maintaining a sophisticated risk classification system, the Bank's portfolio consists of 2,528 corporate clients without emphasizing any single sector.

During the last quarter of 2001, DenizBank was able to take advantage of rapid developments in the banking industry and turned threats into opportunities. Supported by its strong shareholder base and successful financial performance, DenizBank aims to become the leader of medium-sized Turkish banks.

Zorlu Holding has earned global recognition for high quality in various industries that include home textiles, electronics and consumer durables, energy and financial services.

Zorlu Holding

Approximately 50 years ago, a small retailer of home textiles laid the foundations of today's modern conglomerate, Zorlu Holding. This home-based producer grew into a group of companies that have earned global recognition for high quality in various industries that include home textiles, electronics and consumer durables, energy and financial services.

Currently, four divisions of Zorlu Holding make up the core business activities of the Group:

- Home textiles
- Electronics, IT and consumer durables
- Energy production and distribution
- Financial services

The Home Textiles Division

The Home Textiles Division consists of thirteen separate plants that manufacture products ranging from curtain fabrics to cotton textiles for the home. The Division represents the largest vertically integrated operation of its kind in the world. Utilizing the most modern, computer-controlled manufacturing techniques and continual lines of production, Zorlu Holding's home textile companies now account for a substantial proportion of the global production of polyester and cotton based home textile products.

Major home textile plants operating within the Division are:

- **Korteks Polyester:** This plant, located in Bursa, specializing in the production of polyester textured yarn, is among the top 500 companies in Turkey.

- **Korteks Knitting:** Korteks Knitting, located in Bursa and Çorlu, produces embroidered fabric, guipure as well as dyed and finished curtain material.

- **Zorlu Linen:** This plant, located in Çorlu, producing bed linen, is the largest integrated cotton-based producer in Europe and the third largest in the world.

- **Bel-Air:** This plant, located in Lyon, France, produces voile curtain material and supports a wide range of international home textile brands such as - Bel-Air, Plein Jour, Tergal, Tibline, Chander, Voilazur and Modelle.

- **Zorlu USA:** This plant, manufactures bed linen products in the USA for the domestic market. In 2001, due to the success of this company, Zorlu Holding received the "Most Successful Turkish Entrepreneur" award in the US market.

The Home Textiles Division produces 600 million square meters of home textile products, including 250 million square meters of curtain. The Division exports 50% of its total production amount.

The Electronics, IT and Consumer Durables Division

In 1994 when Vestel and its subsidiaries were acquired, electronics and consumer durables were added to Zorlu Holding's already impressive list of products. Vestel, a leading manufacturer in Turkey since 1984, was further strengthened in domestic and international markets following its acquisition by Zorlu Holding.

The Electronics, IT and Consumer Durables Division has five domestic and nine overseas companies in three major business categories; electronics, household appliances and information technology. Overseas companies are located mainly in EU countries including Germany, France, Spain, Italy, the Netherlands as well as the USA with production facilities in California's Silicon Valley.

- **Vestel Electronics:** Vestel Electronics is Turkey's largest television and personal computer manufacturer. It ranks first among the country's top 500 industrial companies with regard to total exports (90% of the production is exported). Television sets produced at Vestel plants are exported to 108 countries around the world. Special attention is devoted to research and development activities, resulting in a significant expansion of Vestel's product line from traditional television production to high-tech products that employ state-of-the-art information technology applications in digital television, DVD, Internet TV, Internet Phone (Web Phone) and Personal Data Appliances (PDA) and Replay TV. Vestel was the first electronics manufacturer in Turkey to produce 100 Hz televisions and the first, and so far the only, producer of Internet TVs and Replay TV.

The Company has formed strategic alliances with some of the world's leading producers such as; Microsoft, Sun Micro Systems, National Semiconductor, Hughes Network Systems and ATI.

Vestel's current credit rating from S&P is at the same level as the country's sovereign rating and even higher than the sovereign rating as obtained from Fitch and Moody's.

- **Vestel-Net:** Established in 1997 with a vision to become one of the leading Internet Service Providers, Vestel-Net invested in the latest ISDN technology and created one of the strongest

Financial and Operational Highlights of Zorlu Holding

Total employment	16,000
Total covered production area	1,500,000 m2

Foreign Trade

(US$ million)	1999	2000	2001
Total exports	590	817	885
Total imports	654	667	634
Total foreign trade volume	1,244	1,484	1,519

Key Financial and Operational Figures

(US$ million)	1997	1998	1999	2000	2001
Home Textiles Division					
Total assets	743	952	1,000	1,100	1,317
Net sales	224	353	415	490	500
Exports	87	120	180	212	215
Imports	75	204	115	159	117
Total foreign trade volume	162	324	295	371	332
Electronics, IT and Consumer Durables Division					
Total assets	440	550	605	826	991
Net sales	520	820	915	1,100	1,118
Exports	255	470	500	605	670
Imports	360	450	420	508	517
Total foreign trade volume	615	920	920	1,113	1,187
Energy Division					
Total assets	18	41	70	126	163
Net sales	1	10	24	60	83
Installed capacity (MW)	7	49	135	156	156
Power generated (kWh millions)	-	12.5	128.5	391.8	1,157
Steam generated (tons thousands)	-	20.7	158.1	212.0	462.3

digital telecommunication foundations in the country. Currently, Vestel-Net is the second largest ISP in Turkey with over 200,000 subscribers to date.

• **Vestel White:** Located in Manisa, Vestel White produces 600,000 refrigerators per year under the license of Sanyo of Japan and 150,000 air conditioners per year under the license of Samsung of South Korea. Additional investments have already begun for the production of washing machines at a capacity of 600,000 units per year to be produced in 2003.

• **Vestel Communications:** Another important company operating within this Division is Vestel Communications, a leading producer of personal computers, television sets, DVDs, DVBs, remote control devices and satellite receivers in Turkey. This Company has the largest component surface-mounted assembly operation in the country and ranks among the top four producers of chip-tuners in Europe.

The Energy Division

• **Zorlu Energy:** Zorlu Energy is currently active in power generation, operation and maintenance services and turnkey projects. With regard to power generation, Zorlu Energy is the first company founded by the Zorlu Group in the energy sector.

The Company currently has two plants, a co-generation power plant in Lüleburgaz and a combined power plant in Bursa. These two plants have currently 156 MW of electricity and 150 tons per hour of steam installed capacity. The electricity generation capacity will be increased to 211 MW by the end of 2002.

Since 1997, Zorlu Energy has invested approximately US$ 83 million in the area of power generation. A credit of US$ 50 million with a six-twelve year tenor from US Eximbank, Hungarian Exim, OND, EKF, EGAP and Fortis Bank was obtained in January 2002 to be used solely for the financing of 55 MW capacity increase investment. Since May 2000, 20% of the Company's shares are traded on the Istanbul Stock Exchange.

In addition to its auto-generation projects, Zorlu Energy plans to participate in the energy privatization program proposed by the government for wind energy investments and international projects.

Other companies in the energy sector are Zorlu O&M and Zorlu Industrial. Zorlu O&M is the first Turkish company in the field of operation and maintenance services of energy plants. Zorlu Industrial aims to offer a complete range of power production services from pre-feasibility studies to finance and EPC.

Our shareholders had long ago committed themselves to maintaining a strong capital base by increasing the paid-in capital every year regardless of the problems experienced in the marketplace.

Board of Directors

Threats may bring opportunities if they are dealt with by experienced hands. If you possess the expertise, you may turn threats into opportunities -- this is what DenizBank did in 2001.

All control units in DenizBank, independent of each other, directly report to the Board and this structure allows DenizBank to deal with the sophisticated reporting requirements of a growing organization.

1 **DR. VEYSİ SEVİĞ**
Chairman

Dr. Seviğ is currently lecturing on finance at Istanbul University and at B.R.A. in Brussels.

2 **CEM BODUR**
Vice Chairman

Mr. Bodur currently serves as Chief Financial Officer of Zorlu Holding.

3 **HAKAN ATEŞ**
Member
President and CEO

Mr. Ateş has been the President and Chief Executive Officer of DenizBank since June 1997. Previously, he established Garanti Bank, Moscow and he was the President and CEO of the subject Bank until May 1997.

4 **M. TINAZ TİTİZ**
Member

Mr. Titiz has been active in the Turkish Parliament and served as Minister of State, Minister of Culture and Minister of Tourism. He has also lectured at Middle East Technical University between 1991 and 1995.

5 **CAN TAŞPULAT**
Member

Mr. Taşpulat has been the Executive Vice President in charge of financial and legal affairs at DenizBank since 1997. Previously, he was the Executive Vice President- Operations at Interbank.

In 2001, DenizBank was able to weather the storm smoothly always looking for favorable opportunities rather than being pessimistic.

Message from the President

Threat and opportunity are two words that are most often spoken together. They have fairly different meanings but at times they come very close. This happens frequently in business life and indeed reflects the course of events that have shaped the year 2001 for the banking industry in Turkey. Threats may bring opportunities if they are dealt with by experienced hands. Although the line between the two may be thin, it is sometimes difficult to cross. If you possess the expertise, you may turn threats into opportunities - this is what DenizBank did in 2001.

The year started with gray clouds on the horizon. Since the beginning of the year 2000, Turkey had forcefully implemented an economic program aimed at reducing the chronically high inflation rate. All worked well until November 2000 when there was a major liquidity squeeze in financial markets.

Tensions rose at an unprecedented rate giving way to another scare in February when it became evident that the economic program could no longer be sustainable. One of the building blocks of the program was the FX pegging system under which the value of the Turkish lira was tied to the value of a currency basket consisting of US$ 1 + Euro 0.77. On February 22, the government announced that the currency pegging system would be abandoned and the value of the Turkish lira would be floated. The following day, a major devaluation again hit those banks with sizeable open FX positions.

The first shock in November 2000 levied heavy losses on banks through increased interest rates of government securities and increased borrowing requirement to meet liquidity shortages. The second shock in February 2001 brought additional losses through increased FX rates following the 40% devaluation in a single day. The end result of

We have the intention and means to continue to implement our strategies and foresee a bright future ahead of us.

these shockwaves was a banking system stripped of capital adequacy. Consequently, a new banking law was enacted imposing additional restrictions and enforcing stricter risk management procedures on banks.

Amid adverse market conditions, DenizBank was able to weather the storm smoothly always looking for favorable opportunities rather than being pessimistic. Thanks to strong shareholders, DenizBank succeeded in maintaining a high capital adequacy ratio supported by annual cash injections to the Bank's capital under a pre-determined strategic plan. I would like to stress that this is unique to Turkey. Since the beginning, our shareholders had committed themselves to maintaining a strong capital base by increasing the paid-in capital every year on top of each year's profit. Consequently, DenizBank's capital adequacy ratio has averaged above 20% for the 1997-2001 period whereas the compulsory ratio is 8%. Capital adequacy ratio is the most important indicator of a bank's financial strength and DenizBank's CAR is 21% as of year-end 2001 with market risk included.

We managed our costs effectively and achieved a non-interest expenses / total assets ratio of 2%, which is almost half of the banking industry's average. Besides, 50% of non-interest expenditures are covered by non-interest income, which is one of the best ratios in the Turkish banking industry and also a remarkable success in a high-inflationary environment. This achievement is largely due to the increase in the overall market share of DenizYatırım, which rose to the second place in 2002 among 127 brokerage firms. I would also like to stress on the rapid growth in our TL and FX demand deposit base due to the increased cash management activities, which has largely contributed to our profitability.

Our prudent risk management process enabled us to maintain a healthy credit portfolio resulting in a net problem loans / total assets ratio of 1.2% whereas the industry average stood at 5% in 2001 after the three-tier audit of BRSA.

I am proud to state that our Risk Management Department has closely monitored DenizBank's exposure to various market risks within the recent volatile economic environment and as a result has successfully prevented the erosion of the Bank's net worth. I should also mention that all control units in our Bank, independent of each other, directly report to the Board and this structure allows DenizBank to deal with the sophisticated reporting requirements of a growing organization and securing the segregation of duties principle.

Year 2001 had turbulent market conditions leading to a reshuffle in the Turkish banking industry. In this new form of banking, encouraged by its successful financial performance and strong shareholder backing, DenizBank was able to take advantage of rapid developments within the banking industry. In the last quarter of the year, we took over 70 branch offices of the SDIF banks by a very cost-efficient transaction and more than doubled our network. With the acquisition of new branch offices, we succeeded in keeping 950 well-trained and experienced banking professionals in the business. Amid the difficult period we passed through and the cost saving measures we implemented, we did not lay off any personnel, due to the fact that our existing structures and work flows were already cost-efficient and in line with our growth strategy.

The operational infrastructure gathered under Central Operations as well as the control units, the Internal Control Center, Audit Committee and Risk Management Units, are well established to overcome any possible difficulties, which may arise from network expansion.

Other opportunities presented to DenizBank came with the acquisition of Anadolu Kredi Kartı (AKK), a leading credit card issuing and acquiring company with 11,663 member merchants all over the country and the acquisition of the publicly traded Demir Investment Trust, a fund management company. These additions to the list of financial subsidiaries of DenizBank further enhanced our position as a fine provider of diversified financial services.

We have come a long way since our establishment in 1997; the recent financial crisis in the country only served to demonstrate the soundness of our strategies. We have the intention and means to continue to implement our strategies and foresee a bright future ahead of us. I would like to thank our shareholders, our parent organization, our clientele and our dedicated, hard working staff who have helped turn threats into golden opportunities for us.

Sincerely yours,

Hakan Atefl
President and CEO

Working under a supermarket approach, DenizBank offers a vast array of **corporate banking** products and services and aims at creating a working atmosphere where benefits are shared fairly.

DenizBank places special emphasis on export financing and strives to offer specifically-tailored products that best address the needs of its vast clientele.

Corporate Banking

Corporate Banking

Credit Allocation Policies

Credit allocation policies of DenizBank rest on prudence and selective criteria. While all major sectors of the economy benefit from DenizBank credit lines, a sound synergy has been created between the Bank and Zorlu Holding's distributors and marketing network. Based on this synergy, a strong corporate credit portfolio made up of creditworthy companies, equally diversified among different business sectors, has been developed. Working under a supermarket approach, DenizBank offers a vast array of corporate banking products and services and aims at creating a working atmosphere where benefits are shared fairly.

Although the Turkish banking industry experienced turbulent days during 2001, DenizBank, with well-diversified products and financially strong companies in its portfolio, completed the year successfully without losing clients or incurring any tangible non-performing loans.

Financing International Trade

DenizBank places special emphasis on export financing and strives to offer specifically-tailored products that best address the needs of its vast clientele. In product packages tailored to meet the specific needs of clients, it is equally important that they include finance as well as transactions. In this way, clients are able to conduct their international transactions with ease and benefit from the most suitable financing facilities allowed under the prevailing FX regulations.

Credit Portfolio

Since its start-up, DenizBank has followed prudent credit allocation policies allowing no room for problem loans. As a result, many competitors in the past year experienced an increase in the non-performing loan ratios, however DenizBank stayed among the least affected. Approaching problems could be seen at the beginning of the year so DenizBank targeted no increase in its credit portfolio especially for the first three quarters of the year and conducted portfolio reviews. More

DenizBank is now among the very few banks privileged to take a share of the US$ 10 billion customs duties collection annually.

Composition of loans by business sectors
(TL million)

	2001		2000	
Sectors	**TL million**	**%**	**TL million**	**%**
Manufacturing	54,587,716	17	46,595,809	30
Textile	66,612,464	20	25,779,573	17
Finance	52,542,684	16	24,967,306	16
Domestic trade	40,659,272	12	19,536,314	13
Other	34,619,688	12	19,195,649	13
Construction	76,414,521	23	17,213,231	11
Total	325,436,345	100	153,287,882	100

time was devoted to monitoring existing credits, problem solving and liquidation of some lines rather than allocating new credits to new clients. The intangible non-performing loan ratio once more attested the viability of DenizBank's credit policies in times of distress.

Those clients, whose credit lines had been cancelled, were soon replaced by new clients, thanks to the support gained from the additional new branch offices. Export clients, especially from those banks leaving the trade, were approached and those found creditworthy were included in DenizBank's portfolio. As a result of these activities, the number of active corporate clients rose from 2,200 at the end of the previous year to 2,528 at the end of 2001.

Restructuring of the Credit Departments

DenizBank presently has three new credit marketing departments within the functional organization of the Corporate Banking Division. This arrangement came about last year when the duties of the credit departments were restructured with respect to sectors and groups in an effort to better accommodate and serve the needs of different business groups. These changes resulted in increased speed and accuracy in the credit decision-making process. In addition to the restructuring, the MIS Unit completed its infrastructure and began preparing periodic reports for the Corporate Banking Division. This Division has a vast database of clients' past performance statistics, market positions, financial statements and market information as well as other data that credit officers require when a credit decision must be made.

Financial Analysis and Investigation, Cash Management, Credit Allocation and MIS Departments function as support units and report to the Credit and Marketing Departments. The Credit Monitoring and Control Department communicates directly to the Assistant General Manager responsible for credits. This organizational set-up has created a more dynamic synergy and has increased cooperation between the departments. With new branch offices added to the existing distribution network, the organization of the Corporate Banking Division will be further enhanced during 2002 to accommodate changes brought about by the expansion in the Bank's overall size and volume of operations. A more pro-active system will be developed, able to serve corporate clients with increased efficiency.

Credit Scoring System

The credit scoring system used at DenizBank has been developed based on the vast professional experience of the Bank's credit officers as well as accumulated factual information. In addition to assessing the creditworthiness of existing and potential clients, this system enables the pricing of corporate banking products and the measurement of customer profitability. Client and product profitability are deemed important issues in managing risk and are reported periodically to upper management levels.

Cash Management Services

Corporate cash management operations that began in 1998 continue to cover all available collection services in today's marketplace. These operations include tax and social security insurance premium payments and monthly utility bill collections such as telephone, electricity, water and natural gas.

DenizBank is poised to become the leading bank in the coordination of cash flow generated from the oil trade between Turkey and Iraq.

Retail Banking

In December 2001, the right to collect customs duties was also granted to DenizBank, which had previously been in the domain of four banks only. At this point, DenizBank is now among the very few banks privileged to take a share of the US$ 10 billion customs duties collection annually.

The cash management team has developed a Data Transfer System that allows for the automatic integration of all banking operations to the firm's accounting system. This system reorganizes the bank-firm relationship with regard to regular payments and electronic banking. To address client demand and fortify the Bank's position within the highly competitive banking marketplace, the e-DenizBank product was developed to carry out all commercial activities in the supplier-distributor-bank triangle within an electronic environment. This product represents a first of its kind in the Turkish banking industry.

Project and Structured Finance

Complementing its corporate banking products, DenizBank offers project and structured finance services through lines made available from some of the world's leading financial institutions such as US Eximbank, Hermes and ERG as well as limits obtained under the US Department of Agriculture's CCC program. These limits are allocated to creditworthy clients efficiently and effectively to meet their medium to long-term financing needs.

Additionally, DenizBank is poised to become the leading bank in the coordination of cash flow generated from the oil trade between Turkey and Iraq following the Agreement for Mediating the Oil Trading between the two countries that came into effect in late 2001. The cash transactions are handled by the Silopi and Mersin branches of DenizBank.

Retail Banking

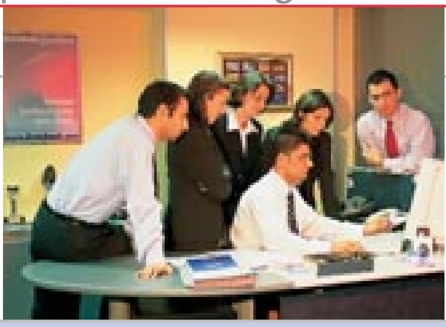
Credit Cards

In 2001, DenizBank launched an ambitious program to increase the number of its credit cardholders. Among the innovative products introduced, Vestel Gold Card represents a sound synergy between the Bank and Vestel, one of Turkey's leading white goods and home electronics manufacturers. This card enables the holders to pay through a selected installment plan. Insured against theft and loss, Vestel Gold Card can be used at 1,200 ATMs, which are shared with other banks nationwide, to withdraw cash while at others, credit card payments can be made. Through a special loyalty program, bonus points accumulated through purchases made by Vestel Gold Card offer attractive gifts to cardholders.

The VeezyGo campaign, originally launched in 1999, offering a free PC, HP Jornado or Compaq Ipaq PC, has been expanded to include Toshiba laptop computers. Through this campaign an additional 18,000 Internet credit cards were distributed during the year.

Among the innovative products introduced, Vestel Gold Card represents a sound synergy between the Bank and Vestel, one of Turkey's leading white goods and home electronics manufacturers.

Apart from being an **alternative distribution channel**, @cikDeniz is also a customer acquisition channel.



Consumer Loans
(TL billion)

	2001	2000
Vestel credits	-	714
Mortgage loans	788	1,758
Car loans	6,988	21,316
General purpose loans	2,109	9,366
Overdraft facility	887	2,476
Small business loans	832	2,629
Total	11,604	38,229

Deposits
(US$ thousand)

	2001		2000	
	Demand	Time	Demand	Time
Savings and commercial deposits	46,252	246,910	10,583	2,625
Foreign currency deposits	149,292	515,661	22,354	305,014
Interbank deposits-TL	24	23,572	-	15,708
Interbank deposits-FX	-	49,428	-	12,635
Total deposits	195,568	835,571	32,937	335,982
Total TL deposits	46,276	270,482	10,583	18,333
Total FX deposits	149,292	565,089	22,354	317,649

Another joint campaign was launched this year with Linens Stores, which are the most popular home textile chain stores in Turkey, where DenizBank credit cardholders were given the opportunity to make their home textile purchases on an installment basis.

In conjunction with the bonus application, a questionnaire was distributed to non-active credit cardholders in an attempt to find out the reason for non-utilization. Those answering the questionnaire received 300,000 bonus points. This scheme proved very successful in motivating non-active cardholders to use their DenizBank credit cards and increased the volume of purchases made with these cards.

Following the acquisition of AKK, which is Turkey's first credit card company founded in 1976, DenizBank became one of the leaders in the POS market with over 10,000 POS machines throughout the country. A program was initiated in 2001 under which all existing DenizBank credit cards will be exchanged with chip cards. To this end, the EMV chip certification process was completed. Authorization to conduct transactions on behalf of JCB also demonstrates AKK's leadership in the Turkish market. Plans are underway to make AKK a market leader in high volume spending international cards.

Internet Banking

DenizBank, aware of the importance of technological development, launched its Internet Banking Branch, @cikDeniz in May 1999. Developing rapidly, the Internet Branch has become one of the main distribution channels of the Bank. Currently, more than 30% of all routine banking transactions are conducted via @cikDeniz. Almost all retail and corporate banking transactions can be performed through this distribution channel. The goal now is to improve customer loyalty by adopting new technologies in different areas, such as wireless banking applications and customized banking services.

Apart from being an alternative distribution channel, @cikDeniz is also a customer acquisition channel; online applications from new customers from all over the world are accepted via @cikDeniz - the first and only authentic online application process in Turkey. Additionally, existing customers can also enroll online and directly start using the Internet banking services of DenizBank via @cikDeniz.

DenizBank plans to tap the international syndicated loan market for the second time to raise additional funding for the pre-financing requirements of export clientele.

Financial Institutions

In the last quarter of 2001, @cikDeniz launched its Smart Card Technology – the first smart card project in Turkey using Internet banking, which enables customers to access their accounts with a higher level of security, in addition to 128 bit SSL. With regard to mobile banking, DenizBank has recently launched its SMS and e-mail servers and now sends customers account information and statements via @cikDeniz. The virtual-POS application system was launched in June 2000.

Future projects of DenizBank with regard to Internet services include; increased market share in B2B with e-DenizBank, B2C e-commerce and customized banking services.

Contact Center

The Contact Center, initiated in October 1999, become fully operational during 2000 on a 7/24 basis. The Contact Center uses the same platform as @cikDeniz for banking transactions thus for all inbound calls, the CTI system guides agents to perform any transaction that the customers request. All transactions are carried out on a real time basis thereby eliminating the need for a personal visit to a branch office for non-cash transactions. The service level achieved was 92% for all incoming calls.

The Contact Center is designed to perform mainly outbound calls and achieved this mission in year 2001, when the number of outbound calls almost doubled over inbound calls. The outbound calls mainly dealt with customer data retrieval (in correspondence with the CRM database), overdue account notification and telemarketing. Customers receive congratulation calls for their wedding anniversaries and have the option to send flowers to their spouse via the Contact Center. 'Chat sessions' can be held live with an agent in Contact Center where all e-mails receive a response within two hours during office hours.

Achieving a higher service level, an increased transaction rate in comparison to other distribution channels, building a satisfied client base for the Bank and greater returns in telemarketing are the main targets for the year 2002.

Financial Institutions

Despite unfavorable economic conditions, DenizBank continued to be active in international financial markets throughout 2001, acting as an intermediary for the short-term trade finance transactions of its clients on a more selective basis.

The Bank also acted as an intermediary in long-term import transactions insured by various export credit agencies such as Hermes of Germany and ERG of Switzerland and continued to utilize GSM 102-103 credit facilities extended by the CCC of the US Department of Agriculture.

While securing its position and widening its recognition in international banking, DenizBank increased its correspondent banks from 380 to 430 while foreign trade transactions (L/Cs, L/Gs and documentary collections only), was realized as US$ 400 million in 2001.

In October 2001, DenizBank was assigned an individual rating of C/D by Fitch IBCA reflecting its sound balance sheet, well managed costs and sustained earnings. During this period, among the 21 privately owned commercial banks, Fitch IBCA assigned nine Turkish banks a C/D

DenizBank was among the very few to successfully ride out the storm. This was due mainly to the Bank's overall prudent and calculated approach.

Treasury

A high

rating, one bank received a C rating, another bank a D and two banks earned D/E ratings.

In the last quarter of 2001, DenizBank made a major leap forward with the acquisition of 70 branch offices from the SDIF banks thereby increasing its nationwide physical distribution network to 120 branches. In line with this development, the Financial Institutions Department will increase cash and non-cash banking limits to provide new and existing clients with a more diversified choice of international trade finance products and services.

DenizBank plans to tap the international syndicated loan market for the second time to raise additional funding for the pre-financing requirements of export clientele. Additionally, plans are underway to securitize credit card receivables in international markets. Credit card business has become more important since DenizBank acquired AKK, Turkey's leading credit card issuing and acquiring company.

Treasury

Year 2001 will be remembered for many years to come as a time when the Turkish banking industry was hit hard by the crisis. In February, the government abandoned the fixed rate devaluation system; the initial devaluation stood at 28% but topped 52% by the end of the year. The impact of devaluation and the funding and placement cost that averaged 500% during February produced additional negative effects on the banking system along with ongoing structural problems; as a result, ten more banks were taken over by the SDIF during the year. These adverse developments in the banking industry brought about necessary consolidations and mergers. It is obvious that this trend will continue into the next year.

While a vast majority of the banks were negatively affected, DenizBank was among the very few to successfully ride out the storm. This was due mainly to the Bank's overall prudent and calculated approach under which foreign currency positions and interest rate risks were not taken. A high liquidity position and relatively flexible structure allowed the Bank to benefit from opportunities arising during unfavorable economic conditions. Turkish lira denominated T-bill investments were maintained at about 10-15% of the balance sheet total and variable interest rate T-bills were preferred.

Considering that the majority of the Bank's liabilities were denominated in foreign currency, investments were made in Turkish Republic eurobonds. Prices of these securities rose 15-20% following the announcement of a new stand-by agreement with the IMF, further strengthening the accuracy of this decision. All treasury investments were made along policy guidelines and ceilings imposed by the DenizBank's Board of Directors and in compliance with VAR (Value-at-risk) criteria set forth by the Risk Management Department.

In December, DenizBank was awarded two of the SDIF banks' Turkish lira and foreign currency deposit transfer

liquidity position

and relatively flexible structure allowed DenizBank to benefit from opportunities arising during unfavorable economic conditions.

tenders and thus increased its deposit base and added high return instruments to its investment portfolio.

In spite of the contraction in retail and corporate markets during 2001, DenizBank's Treasury Department increased its volume of trading by 20% in foreign currency to US$ 3 billion while the volume of its T-bill transactions conducted on behalf of customers rose to TL 50 trillion.

Risk Management

The Risk Management Department has continued to produce daily value-at-risk reports for DenizBank's exposed market risks. A risk limit for each risk category was established on a weekly basis; compliance with those limits was checked daily. Back testing analysis was also performed on a daily basis and a good correlation was maintained between value-at-risk measures and actual profit and loss of the Bank even during severe market fluctuations like the February crisis. Historical stress testing is another analysis conducted each day. Beginning in October, market risk values were also reported to the Banking Regulation and Supervision Agency (BRSA) on a monthly basis in compliance with the standards imposed by the regulations.

A new project called Riskman, jointly developed by Intertech Corp. and the Risk Management Department, was completed in 2001. In this project, a fully automated computer program was created to handle the Bank's risk management systems.

On January 2, 2002, the Risk Management Department was restructured by the Board of Directors to comply with the standards put forward by the BRSA. As a result, the Internal Control Center and the Risk Management Departments, administratively independent of each other, were established at the Head Office. Both Departments report directly to the Board of Directors.

The Risk Management Department now includes Risk Management, Managerial Reporting and Branch Reporting units. Under this new structure, efficiency has been

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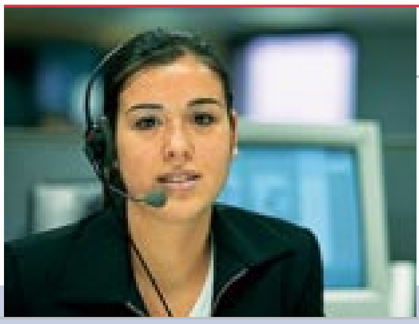


improved; the Bank is now better prepared to deal with the sophisticated reporting and analysis requirements of a growing organization.

Audit and Internal Control

As in previous years, DenizBank's Auditing Committee continued operating according to banking regulations and internal standards.

During the year, 57 branches and five dealing rooms were audited and twenty-nine investigations concerning branch and client accounts were performed. Inspection of the Legal Department was completed during 2001.

The internal control function, which was previously under the responsibility of the Auditing Committee, was re-organized as an independent department adjoining the Risk Management Department and the Auditing Committee. Thus, all of the control functions of the Bank have been brought together in a single department. The Internal Control Center now includes Branch Internal Control, Treasury Internal Control, Financial Control, Corporate Credit Risk Monitoring, Retail Credit Risk Monitoring, Central Operations Control, Technological Security and Compliance units.

Thanks to the new organizational structure, control functions will be rationalized and the resulting synergy will enable the Bank to control its activities more closely and effectively.

Additionally, the Auditing Committee (now called the Auditing Department) will monitor and control the internal control system of the Bank and will audit both the Internal Control and Risk Management Departments on a regular basis. The main responsibility of the Auditing Department will be to ensure the compliance of all the systems within the Bank according to banking regulations and internal standards. All Head Office departments will be audited at least once a year.

Projects and Process Management

MIS Studies

The Department prepares monthly efficiency reports on capacity utilization and optimum workforce requirements. Error reports, also prepared monthly, monitor the transactions of branch offices and the Centralized Operations Department, ensuring that business is conducted on an error-free basis.

Quality System

The year 2000 audit of DenizBank's ISO 9000/2000 Quality Management Certificate has been completed successfully. The renewed certificate will be in force for another three years.

The Department has assisted DenizYatırım Securities and DenizLeasing to obtain their ISO 9000 Quality Assurance Certificates in 2001.

Other Studies

Other accomplishments of the Projects and Process Management Department include the following:

• The Client Complaints System was established and managed to ensure the continuity and enhancement of customer satisfaction. Customer complaints made to branch offices and the Head Office Departments were directed to the relevant units in the Bank and were followed-up until they were settled.

• Support was provided to technical training programs.

• Process development studies were conducted.

The Client Complaints System was established and managed to ensure the continuity and enhancement of customer satisfaction.

Operations

The flexible structure

of centralized operations easily copes with an increasing volume of transactions in retail and corporate banking activities without any flaws or delays in the functioning of all transactions.

- Support was provided to client and personnel surveys as well as to cost management, CRM, workflow and document management projects undertaken by the Bank during 2001.

- Support was provided to DenizYatırım Securities for the Competency Project.

Accounting

Following the centralization of all accounting functions, the General Accounting Department was restructured in 2001. Tax and other legal liability operations have been added to the functions of the Department while correspondent bank reconciliation has been transferred to the newly established Internal Control Center and Risk Management Group.

The External Reporting Unit within the General Accounting Department prepares regular reports to the BRSA, the Central Bank and the Turkish Bankers Association completely in a computerized environment.

The Department, in close cooperation with the IT Department, has prepared new report formats on computer as required by governing bodies. It has succeeded in reducing the workload needed to prepare these reports to a great extent thanks to the superb technological setup it has established.

Operations

Since its establishment, DenizBank has carried out all operations - from the simple and routine to the most complex and sophisticated - in a centralized manner. Keeping pace with advances in technology and their applications in banking operations, DenizBank has developed centralized operations systems similar to the ones in use at many banks throughout the world.

Workforce efficiency measurements, error analysis and process redesigning in the Central Operations Department have resulted in optimum usage of work force and operational effectiveness. As a consequence, cost control measures can be most effectively implemented in operational process of DenizBank.

The flexible structure of centralized operations easily copes with an increasing volume of transactions in retail and corporate banking activities without any flaws or delays in the functioning of all transactions. In the Cash Management Operations Unit, all necessary infrastructure requirements have been completed to enable implementation of non-physical check settlements by March 2002.

DenizBank developed an emergency plan in 1999 to ensure continuous functioning of all banking operations in case of calamity that may be the result of external environmental events.

The friendly work environment at DenizBank, with a well developed career planning process, attracts new graduates from Turkey's top universities as well as graduates from internationally acknowledged training institutions.

Administrative Services

Administrative Services

Human Resources

The DenizBank Family is growing rapidly. In early 2002, with the acquisition of 70 new branches from SDIF, the number of staff reached 1,900 signaling further growth in the coming years.

The fact that staff members at DenizBank come from 47 different banks has created the necessity for intense orientation programs to enhance adaptation to the Bank's unique corporate culture. The staff is, on average, 30 years of age; 72% are university graduates. Executives at management level have a work experience of average 17 years.

The friendly work environment at DenizBank, with a well developed career planning process, attracts new graduates from Turkey's top universities as well as graduates from internationally acknowledged training institutions. Only the very best applicants are selected to fill vacancies in order to maintain the high quality DenizBank workforce. Thirty percent of the managerial level personnel currently employed at the Bank were promoted from within. The 4.9% employee turnover rate, significantly lower than the banking industry average, is proof of the highly motivated and satisfied staff at DenizBank.

DenizClub is a social group formed by the DenizBank staff, helping to raise the level of job satisfaction while developing a strong team spirit, strengthening friendly ties between staff members with relationships carried into off-business hours.

Training

During 2001, the Training Department organized 443 programs, including training programs geared to educate the staff on banking techniques, internal procedures and implementations as well as to adaptation to the corporate values and culture of the Bank. The programs are conducted at the DenizBank Training Center with experienced branch and/or Head Office staff participating as trainers along with academicians from various universities. In 2001, a total of 17,125 hours of theoretical training were given to 4,180 participants from different departments and branches throughout the Bank.

The "Year 2002 Training Requirements Survey" was completed in late 2001 and the training program schedule for the following year was determined. This survey was conducted through personal interviews with managers.

As a dedicated supporter

of cultural and artistic events, DenizBank continued its publication activities throughout 2001.

Contribution to Culture and the Arts

As a dedicated supporter of cultural and artistic events, DenizBank continued its contributions to these activities throughout 2001.

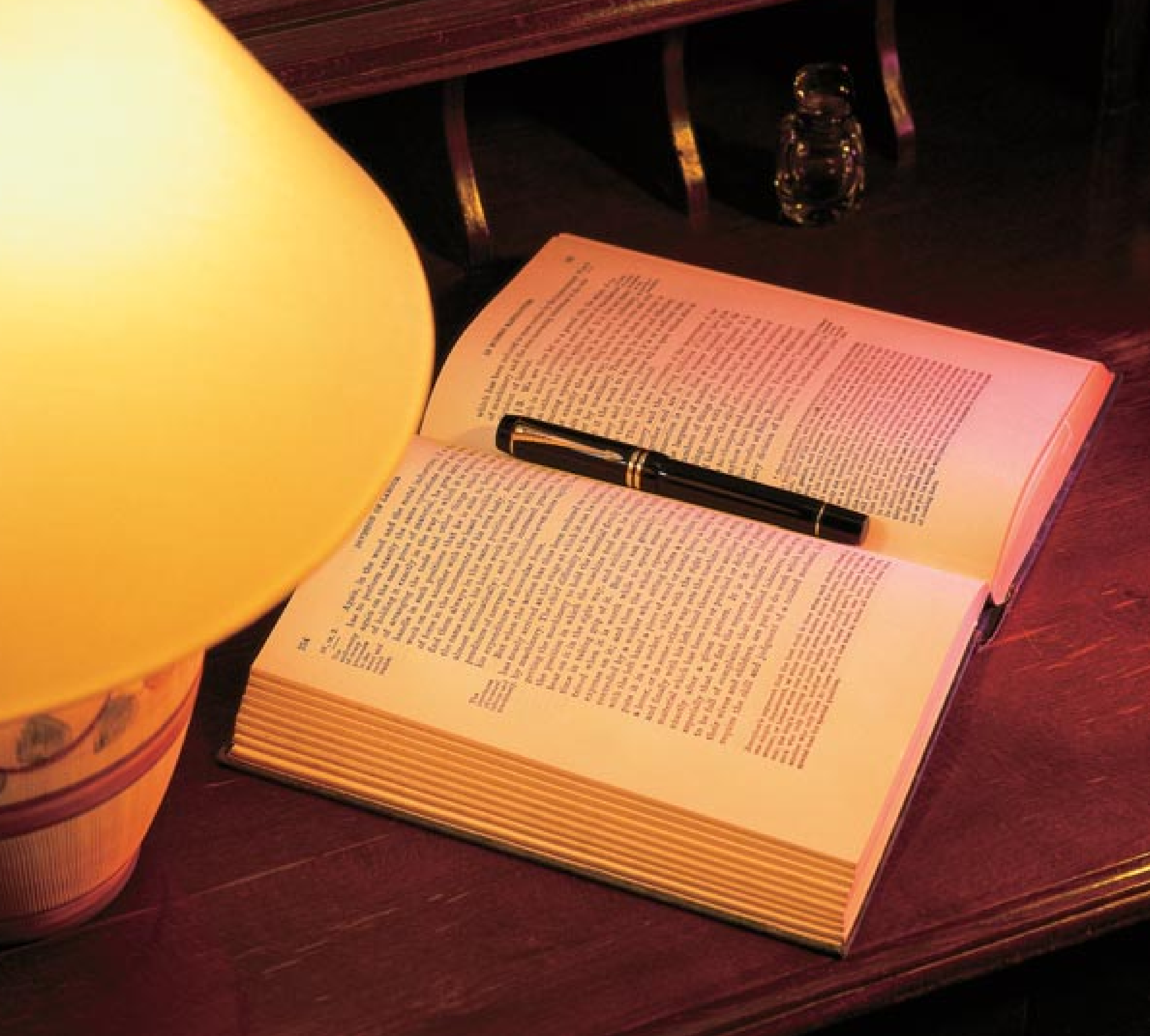
Workshop Tempo, directed by Haluk Yüce and supported by DenizBank, organized workshops in the Red Crescent's summer camps for needy but successful students. In these workshops, students learned how to articulate and produce puppets, which contributes to a child's mental as well as artistic development and provides them with learning experiences that can be carried into their later years.

Theater lovers continue to enjoy performances held at the Afife Jale Theater, supported by direct contributions from DenizBank. This theater houses performances by talented artists dedicated to carrying forward the traditions of the Turkish stage for decades to come.

In 2001, two new books were added to the collection of DenizBank's publications. The seventh book in the series, titled *Law for Bankers in Practice*, written by Muhip Şeyda Işıktaç, DenizBank's chief legal advisor, is a source book addressed to today's bankers and legal counsels.

Another addition to the Bank's collection, the eighth book written by Necdet Sakaoğlu and Nuri Akbayar is titled *The Map to Being European and Sultan Abdülmecit* and draws a broad portrait of Sultan Abdülmecit's personal and social life and especially his relationships with friends and foes in the royal family. It also focuses on persons within the Rejuvenate Movement. This extensive research was published by Creative Yayıncılık in both Turkish and English.

Theater lovers continue to enjoy performances held at the Afife Jale Theater, supported by direct contributions from DenizBank.



DenizYatırım believes that

a strong potential exists for funds

under management in Turkey and its portfolio management services will experience a strong surge across the sector.

DenizYatırım will focus on enhancing its market share and attaining a ranking within the top five Turkish brokerage houses during 2002.

The Financial Services Group

DenizYatırım Securities

DenizYatırım and DenizBank strive to maximize synergies through a number of cooperative projects. While all branches of the Bank act as DenizYatırım agents, 33 branch offices were able to offer equity trading rooms to individual investors during 2001. Additionally, DenizYatırım plans to increase its market share in parallel with DenizBank's expansion policy. With the branch offices purchased from SDIF banks, 28 new trading rooms were added to the current ones bringing the total number of trading rooms to 61 by the end of the year.

DenizYatırım will focus on enhancing its market share and attaining a ranking within the top five Turkish brokerage houses during 2002. Additionally, seven of DenizYatırım's mutual funds rank within the country's top-rated funds in terms of annual yield. By the end of 2001, DenizYatırım had introduced an alternative fund for investors; the ISE-100 Index Fund. DenizYatırım's Internet web site offers on-line trading services and also provides equity trading transactions.

In April 2000, DenizBank realized a 'first' in the Turkish capital markets by acquiring shares of Tektaş Menkul Değerler A.Ş., which later merged with DenizYatırım. In parallel, by the end of the last quarter of 2001, DenizYatırım purchased Demir Investment Trust, achieving yet another 'first' in the market.

Confirming its strong and dependable corporate structure during the year, DenizYatırım earned the ISO 9001 Quality Management Certificate.

Asset Management

At present, DenizYatırım manages seven mutual funds totaling US$ 25 million that cater to the requirements of a diverse group of investors with different risk-return profiles. In 2001, DenizYatırım achieved successful performance ratings with regard to mutual funds and portfolio management activities despite the difficult economic conditions within the country.

Portfolio management provides strategies tailored precisely to investors' risk-return profiles. DenizYatırım believes that a strong potential exists for funds under management in Turkey and its portfolio management services will experience a strong surge across the sector. Market fluctuations have the potential to cause problems especially for the individual investor, proving the importance of concise portfolio management. DenizYatırım, with its strong foundations and efficient marketing team, has already

After becoming a member of the Turkish Factoring Association in May 2000, DenizFactoring also joined Factors Chain International (FCI) in September 2001.

made its mark in this segment of the financial markets.

Research

The Research Department was established in early 1998 at DenizYatırım. It is responsible for the preparation of detailed industry and company reports on a daily, weekly, monthly and yearly basis. These reports cover the ISE's Stock Market as well as the Bonds and Bills Market. Numerical and empirical research as well as detailed analysis is included within these reports to help investors identify investment opportunities.

Domestic Brokerage

Compared to general trends within the sector, the Domestic Brokerage Department had a successful year. Although the rising trend that had started at the end of 1999 and the beginning of 2000, was replaced by negative developments in 2001, DenizYatırım's equity trading volume on the ISE showed an increase, reaching TL 4,239 quadrillion with a share of 2.29%. DenizYatırım ranked among the top 15 companies within all ISE brokers, according to equity trading volume in 2001. With its customers totaling 17,848, the Company is planning to rank among the top five brokers at the ISE in 2002.

Corporate Finance

The Corporate Finance Department was launched in early 1998 to undertake sophisticated deals regardless of transaction size. DenizYatırım has the distinct advantage of belonging to an industrial group that has developed a firm footing within existing businesses, while at the same time expanding into new industries. In 2001, DenizYatırım was engaged in providing advisory services for domestic and foreign investors in project finance and acquisition deals. Since the conditions in 2001 were not suitable for new IPOs, some IPO schemes were rescheduled for 2002.

DenizLeasing

DenizLeasing was established in December 1997 and began operations in July 1998. With headquarters in Istanbul, DenizLeasing provides services through its traditional distribution channels of active marketing. With synergy created between DenizBank branches, the Company has formed good working relationships with investment goods traders.

According to the statistics announced by the Turkish Leasing Association on December 31, 2001, DenizLeasing, with a market share of 2%, ranks within the top 18 leasing companies according to trading volume. The Company targets a trading volume of US$ 20 million by the end of 2002.

DenizLeasing increased its paid-in capital from TL 1 trillion to TL 3 trillion in October 2001 and achieved an asset size of TL 22 trillion by the end of 2001.

DenizLeasing, has built a strong customer portfolio composed of 350 companies, mainly within office equipment, textile machinery, vehicles and real estate markets.

In 1999, the Company obtained the ISO 9002 Quality Management Certificate from AOQC Moody International Ltd. DenizLeasing aims to be the leader in the sector with its asset size and market share; it is targeting fast, high quality and innovative service to its customers.

DenizFactoring

DenizFactoring was established in July 1998 and became operational in September of that year. In 2001, the paid-in capital was increased to TL 3 trillion, up from TL 1 trillion.

After becoming a member of the Turkish Factoring Association in May 2000, DenizFactoring also joined Factors Chain International (FCI) in September 2001. As a member of this international factoring organization, the Company has the chance to increase its service quality and international factoring volume.

A re-engineering process was started in organizational and operational structures at DenizFactoring in December 1999. Two years after the reorganization, domestic turnover reached US$ 12 million at the end of 2001, due in part to more than 80 clients.

As a sister company to two of Turkey's largest exporters, Vestel and Zorlu Dış Ticaret, DenizFactoring increased its non-recourse two factor export volume to US$ 104 million by the end of 2001. After its approval for FCI membership, DenizFactoring plans to increase export factoring to US$ 140 million by the end of next year.

With synergy created between DenizBank branches, DenizLeasing has formed good working relationships with investment goods traders.

In addition to short-term trade finance services in the domestic market, DenizFactoring supports Turkish exporters by providing guarantee, collection, finance and bookkeeping through international factoring services. Forfaiting services are also handled with a volume reaching US$ 5.6 million at the end of 2001.

Anadolu Kredi Kartı (AKK)

Following the agreement signed with the SDIF on December 21, 2001, DenizBank acquired all shares of AKK. Based on the resulting synergy, the Bank enhanced its retail banking and plastic cards transactions.

Established in 1976, AKK is the first company in Turkey to offer credit card and member merchant services for banks and financial institutions. According to 2001 statistics, the Company holds a market share of 11% with its international credit card turnover of US$ 118 million through its 14 domestic branches and 11, 663 member merchants. Although AKK operated under the management of SDIF banks for a long time, it maintained its level of experience and diligence. Under the ownership of DenizBank, the Company aims to improve and expand its services.

As the first company in Turkey to organize an international securitization facility against credit card receivables in 1991, AKK is currently the only institution accepting JCB (Japan Credit Bureau) credit cards. In 1998, the Company was granted the ISO 9002 Quality Assurance Certificate and has been the first to issue and accept the EMV Chip Card. Additionally, the Company operates as a travel agent selling tickets for all domestic and international airline companies and holds a Group A IATA Certificate.

As the first company in Turkey to organize an international securitization facility against credit card receivables in 1991, Anadolu Kredi Kartı is currently the only institution accepting JCB (Japan Credit Bureau) credit cards.

Executive Management

There has been no change in the composition of the Executive Management Team since the establishment of the Bank.

From left to right standing:

NESRİN SUNGU - *Executive Vice President* - Financial Institutions
FİKRET ARABACI - *Executive Vice President* - Corporate Banking
CAN TAŞPULAT - *Executive Vice President* - Auditing Committee, Legal and Accounting
A. DİNÇER ALPMAN - *Executive Vice President* - Retail Banking

From left to right seated:

B. CEM KÖKSAL - *Executive Vice President* - Treasury
NECMETTİN KAVUŞTURAN - *Executive Vice President* - Administrative Services
HAKAN ATEŞ - *President and CEO*
NİHAT SEVİNÇ - *Executive Vice President* - Operations
BEHÇET PERİM - *Executive Vice President* - Risk Management and Financial Affairs

Denizbank Anonim Şirketi

Inflation Adjusted
Financial Statements
as of 31 December 2001 and 2000*
Together With Auditors' Report

* Consolidated

INDEPENDENT AUDITORS' REPORT

To the Shareholders and the Board of Directors of
Denizbank Anonim Şirketi

1) We have audited the accompanying balance sheet of Denizbank Anonim Şirketi ("the Bank", a Turkish Corporation) as of 31 December 2001, and the related statements of income, cash flows and changes in shareholders' equity for the year then ended (all restated in the equivalent purchasing power of Turkish Lira (TL) at 31 December 2001). These financial statements are the responsibility of the Bank's management. Our responsibility is to express an opinion on these financial statements based on our audit.

2) We conducted our audits in accordance with International Standards on Auditing. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement. An audit includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements. An audit also includes assessing the accounting principles used and significant estimates made by management, as well as evaluating the overall financial statement presentation. We believe that our audits provide a reasonable basis for our opinion.

3) The comparative consolidated financial statements for the year 2000 were audited by other auditors whose report dated 26 January 2001 expressed an unqualified opinion on those financial statements. The accompanying financial statements as of 31 December 2000 were based on those financial statements.

4) In our opinion, the financial statements referred to above present fairly, in all material respects, the financial position of Denizbank Anonim Şirketi as of 31 December 2001, and the results of its operations and cash flows for the year then ended in accordance with the audited financial statements provided in line with the Communiqué of the Turkish Banking Regulation and Supervision Agency, which is published in the Offical Gazette dated 1 February 2002, and numbered 24658, as adjusted to comply with International Accounting Standards, as explained in Note 2.

Kapital Yeminli Mali Müşavirlik A.Ş.
Correspondent Firm of RSM International

Engagement Partner
Lokman Ketenci

13 June 2002
Istanbul, Turkey

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DENİZBANK ANONİM ŞİRKETİ

BALANCE SHEETS AS OF 31 DECEMBER 2001 AND 2000

(Expressed in Billions of TL in equivalent purchasing power at 31 December 2001)

ASSETS	Note	31/12/01	Consolidated 31/12/00
Cash and due from Central Bank and other banks	5	348,744	133,061
Interbank funds sold	5	142,000	-
Reserve deposits at Central Bank	6	97,322	51,719
Securities portfolio	8	798,795	564,101
Derivative financial instruments	15	72,842	11,038
Loans and advances to customers (net)	7	361,339	372,332
Accrued interest income and other assets	9	213,711	147,415
Equity investments	10	6,841	17
Property, plant and equipment (net)	11	34,413	41,650
Goodwill	3	-	652
Total Assets		**2,076,007**	**1,321,985**

The accompanying notes form an integral part of these financial statements.

LIABILITIES AND SHAREHOLDERS' EQUITY	Note	31/12/01	Consolidated 31/12/00
Deposits - Demand	12	282,893	47,488
Deposits - Time	12	1,172,714	463,116
Total Deposits		**1,455,607**	**510,604**
Funds borrowed from banks	13	174,876	354,601
Interbank funds borrowed	13	36,053	22,714
Accrued interest expense and other liabilities	14	75,743	108,100
Derivative financial instruments and other trading liabilities	15	94,218	132,624
Deferred tax liability	17	13,102	36,072
Taxation payable on income	17	-	6,677
Reserve for employment termination benefits	16	515	1,542
Minority share		-	651
Total Liabilities		**1,850,114**	**1,173,585**
Shareholders' equity			
Share capital	18	193,214	139,587
Retained earnings (deficit)	19	32,679	8,813
Total Shareholders' Equity		**225,893**	**148,400**
Total Liabilities and Shareholders' Equity		**2,076,007**	**1,321,985**
Commitments and Contingencies	21		

DENİZBANK ANONİM ŞİRKETİ

STATEMENTS OF INCOME FOR THE YEARS ENDED 31 DECEMBER 2001 AND 2000

(Expressed in Billions of TL in equivalent purchasing power at 31 December 2001)

	Note	01/01-31/12/01	Consolidated 01/01-31/12/00
INTEREST INCOME:			
Loans		172,605	169,580
Deposits with banks		56,066	32,418
Securities		96,377	16,333
Interbank		42,561	-
Other		2,658	14,951
Total interest income		**370,267**	**233,282**
INTEREST EXPENSES:			
Deposits		(207,414)	(70,021)
Interbank		(5,972)	-
Bank loans		(32,872)	(26,144)
Other		(2,511)	(1,020)
Total interest expense		**(248,769)**	**(97,185)**
Net interest income		**121,498**	**136,097**
Provision for loan losses	7	**(14,226)**	**(9,981)**
Net interest income after provision for loan losses		**107,272**	**126,116**
OTHER INCOME/(LOSS):			
Fees and commissions		17,178	18,451
Dividends received from equity investments		1,321	-
Capital markets gains and losses, net		99,786	90,758
Other income/(loss), net		10,964	445
Foreign exchange income/(loss), net		(129,960)	(75,340)
Total other income/(Loss)		**(711)**	**34,314**
OPERATING EXPENSES:			
Salaries and employee benefits		(20,237)	(25,971)
Administration expenses		(5,228)	(24,472)
Depreciation		(3,760)	(5,729)
Taxes other than on income		(8,591)	(14,148)
Rent expense		(6,162)	-
Total operating expenses		**(43,978)**	**(70,320)**
Income before provision for tax and monetary loss		**62,583**	**90,110**
Tax charge			
- Current	17	**-**	**(1,882)**
- Deferred	17	**2,240**	**(22,092)**
Income before minority interest and monetary loss		**64,823**	**66,136**
Minority interest		**-**	**(47)**
Net income before loss on net monetary position		**64,823**	**66,089**
Loss on net monetary position	2	**(56,076)**	**(34,620)**
Net income for the year		**8,747**	**31,469**

The accompanying notes form an integral part of these financial statements.

DENİZBANK ANONİM ŞİRKETİ

STATEMENTS OF CASH FLOW FOR THE YEARS ENDED 31 DECEMBER 2001 AND 2000

(Expressed in Billions of TL in equivalent purchasing power at 31 December 2001)

	01/01-31/12/01	Consolidated 01/01-31/12/00
CASH FLOWS FROM OPERATING ACTIVITIES		
Net income	8,747	31,469
Adjustments to reconcile net income to net cash (used in)/provided from operating activities:		
Depreciation and amortization	3,760	5,727
Loan loss provision	14,226	9,981
Provision for employee termination benefits (net of monetary effect)	(1,028)	956
Decrease/(increase) in accrued interest receivable and other assets	(66,296)	10,125
(Decrease)/increase in accrued expense and other liabilities	(32,357)	13,694
(Decrease)/increase in current and deferred taxes payable	(29,647)	20,142
(Decrease) in reserve deposits	(45,603)	(10,122)
(Decrease) in derivative financial instruments (net)	(100,210)	-
Effect of the adjustment booked to 2000 but not carried to 2001	11,947	-
Net cash provided by operating activities	(236,461)	81,971
CASH FLOWS FROM INVESTING ACTIVITIES		
Decrease/(increase) in marketable security portfolio	(234,694)	(131,429)
(Increase) in loans	(3,233)	(117,755)
Additions to property, plant and equipment (net)	3,476	(8,408)
(Increase) in investments	(6,824)	(283)
(Increase) in funds sold to interbank	(142,000)	-
Minority interest and other consolidation effects	3,175	(964)
Net cash (used in) investing activities	(380,100)	(258,839)
CASH FLOWS FROM FINANCING ACTIVITIES		
(Decrease)/increase in deposits	945,003	(23,165)
Increase in funds borrowed from banks and interbank	(166,386)	118,784
Increase in share capital	53,627	12,903
Net cash provided from financing activities	832,244	108,522
NET (DECREASE)/INCREASE IN CASH AND CASH EQUIVALENTS	**215,683**	**(68,346)**
CASH AND CASH EQUIVALENTS AT THE BEGINNING OF THE PERIOD	**133,061**	**201,407**
CASH AND CASH EQUIVALENTS AT THE END OF THE PERIOD	**348,744**	**133,061**

The accompanying notes form an integral part of these financial statements.

DENİZBANK ANONİM ŞİRKETİ

STATEMENTS OF SHAREHOLDERS' EQUITY AS OF 31 DECEMBER 2001 AND 2000

(Expressed in Billions of TL in equivalent purchasing power at 31 December 2001)

	Share Capital	Legal Reserves	Retained Earnings	Total
Balances at 31 December 1999	103,699	2,416	(9,909)	96,206
Cash increase in share capital	12,903	-	-	12,903
Increase in share capital transferring from general reserves	22,985	-	(22,985)	-
Transfers to legal reserves	-	1,277	6,545	7,822
Net income for 2000	-	-	31,469	31,469
Consolidated balances at 31 December 2000 as previously stated	139,587	3,693	5,120	148,400
Effect of adopting IAS 39	-	-	(105)	(105)
Effect of adopting IAS 19	-	-	524	524
Consolidated balances at 31 December 2000 as restated	139,587	3,693	5,539	148,819
Cash increase in share capital	53,627	-	-	53,627
Transfers to legal reserves	-	-	-	-
Effect of not applying consolidation in 2001 financial statements	-	-	2,753	2,753
Effect of a correction made to state marketable securities at market values in 2000	-	-	11,947	11,947
Net income for 2001	-	-	8,747	8,747
Balances at 31 December 2001	193,214	3,693	28,986	225,893

The accompanying notes form an integral part of these financial statements.

DENİZBANK ANONİM ŞİRKETİ

NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEARS ENDED 31 DECEMBER 2001 AND 2000

(Currency: Billions of TL in equivalent purchasing power at 31 December 2001 unless otherwise stated)

1. ACTIVITIES AND OWNERSHIP

Denizbank Anonim Şirketi ("the Bank"), was established by the Directorate of Privatization of the Turkish Republic on 18 September 1996, in accordance with the decision number 96/8532 taken by the Council of Ministers. The Bank was privatized on 20 March 1997 as a commercial bank and started its operations on 25 August 1997 after obtaining the necessary banking permissions from the Treasury and the Central Bank of Turkey. The Bank's activities include wholesale, retail and internet banking services, international transactions and securities trading. The head office is located in Istanbul. As of 31 December 2001 the Bank had 49 branches. The Bank is a member of the Zorlu Group of companies, which is one of the largest conglomerates, in Turkey.

The Bank has 98.4% (2000 - 98.4%) ownership in Deniz Destek Oto Kiralama ve Temizlik Anonim Şirketi (Deniz Destek), a company principally engaged in administrative services; 99.99% (2000 - 99.92%) ownership in Deniz Yatırım Menkul Kıymetler Anonim Şirketi (Deniz Yatırım), a securities brokerage firm engaged in the sale/purchase of securities, portfolio management and investment advisory services.

During August 2001, the Bank disposed of its total shares in Deniz Factoring Anonim Şirketi (Deniz Factoring) (2000 - 74.5% ownership), an affiliate engaged in factoring operations and in Deniz Finansal Kiralama Anonim Şirketi (Deniz Finansal) (2000 - 99.99% ownership), an affiliate engaged in financial leasing, by selling them to Zorlu Holding A.Ş. (Bank's main shareholder).

2. BASIS OF PRESENTATION OF THE FINANCIAL STATEMENTS

The Bank maintains its books of accounts and prepares its statutory financial statements in Turkish Lira in accordance with the Turkish Uniform Chart of Accounts, the Turkish Commercial Code, tax legislation (collectively "Turkish practices"). The Turkish Commercial Code and tax legislation require that financial statements are prepared in accordance with historical cost convention with the sole exception of the optional revaluation of property, plant and equipment on the basis of indices adjudged on an annual basis by the Ministry of Finance to reflect the effects of inflation on the value of Turkish Lira. The indices themselves do not necessarily correspond to the effective rates of inflation, and the method of permitted revaluation results in a time lag of up to one year in its recognition.

The accompanying financial statements as of 31 December 2001 are based on those prepared to comply with the Turkish Uniform Chart of Accounts and Explanations, Banks Local Uniform Accounting Standards and International Accounting Standards, as prescribed in the Communiqué issued by the Turkish Banking Regulatory and Auditing Body in respect of "Specific Auditing Guidelines and Procedures" as per the Turkish Banking Law Numbered 4389, Temporary Article 4, published in the Official Gazette dated 1 February 2002 and No 24658. The financial statements provided by the Turkish Banking Regulation and Supervision Agency for the Bank in line with this Communiqué including restatement for the changes in the general purchasing power of the Turkish Lira (IAS 29) as of 31 December 2001 were adjusted and reclassified for the purpose of fair presentation in accordance with International Accounting Standards (IAS) issued by the International Accounting Standards Committee.

The main differences between the accompanying financial statements adjusted to comply with IAS and those provided by the Turkish Banking Regulation and Supervision Agency are as follows:
-The unrealized gains arising from the valuation of common stocks (namely Zorlu Enerji shares) (See also Note 8) have been taken to income. Such gains were recorded in equity in the financial statements provided by the Turkish Banking Regulation and Supervision Agency.
-Deferred taxes have been provided on the restatement differences on non-monetary assets pursuant to IAS 29.
-Reserve for employee termination benefits has been provided in accordance with the requirements of IAS 19.
-Effect of applying IAS 39 has been reflected in the current year income and on the opening retained earnings on 1 January 2001.
-Derivative instruments and marketable securities sold under repurchase agreements have been retained on the balance sheet.

Inflation Adjustment
The restatement to reflect the changes in the general purchasing power of the Turkish Lira as of 31 December 2001 is based on IAS 29 (Financial Reporting in Hyperinflationary Economies), which requires that financial statements prepared in the currency of a hyperinflationary economy be stated in terms of the measuring unit current at the balance sheet date and that corresponding figures for previous periods be restated in the same terms. One characteristic that necessitates the application of IAS 29 is a cumulative three year inflation rate approaching or exceeding 100%. The restatement was calculated by means of conversion factors derived from Turkish countrywide wholesale price index published by the state Institute of Statistics. Such indices and conversion factors used to restate the accompanying financial statements are given below:

Date	Index	Conversion Factor
31 December 1997	787.7	6.286
31 December 1998	1215.1	4.075
31 December 1999	1979.5	2.501
31 December 2000	2626.0	1.886
31 December 2001	4951.7	1.000

The main guidelines for the above-mentioned restatement were as follows:

a) The financial statements as of 31 December 2000, which were previously reported in terms of the measuring unit current at 31 December 2000, are restated in their entirety to the measuring unit current at 31 December 2001.
b) All amounts not already expressed in terms of measuring unit current at the balance sheet date are restated by applying a general index (the wholesale price index). Corresponding figures for previous periods are similarly restated.
c) Monetary assets and liabilities are not restated because they are already expressed in terms of the monetary unit current at the balance sheet date. Monetary items are cash held and items to be received or paid in cash.
d) Non-monetary assets and liabilities, which are not carried at amounts current at the balance sheet date and the components of shareholders' equity/(deficit) (except the statutory revaluation surplus on property, plant and equipment which is eliminated) are restated by applying the relevant (monthly, yearly average, year-end) conversion factors reflecting the increase in the wholesale price index from the date of acquisition or initial recording to the balance sheet date. However, buildings are shown at market value, based on independent appraisal values.
e) All items in the statements of income are restated by applying the monthly conversion factors except for those amounts deriving from non-monetary items, which are calculated based on the restated values of the related items.

Adoption of IAS 39
IAS 39 (Fair value of financial instruments) is applicable for the first time to financial statements for the periods beginning on or after 1 January 2001. The effect of IAS 39 application has been reflected in the opening balance of shareholders' equity in the accompanying financial statements.

3. SUMMARY OF SIGNIFICANT ACCOUNTING PRINCIPLES

The major accounting principles followed in the preparation of the accompanying financial statements are as follows:

Use of estimates
The preparation of financial statements in conformity with International Accounting Standards requires management to make estimates and assumptions that affect the reported amounts in the financial statements. Amounts subject to significant estimates and assumptions are items such as the allowance for credit losses, employee termination benefits and the fair value of financial instruments. Actual results could differ from those estimates.

Allowance for loan losses
The allowance for possible loan losses comprises general and specific allowances. The specific allowance for credit losses is maintained at a level that, in management's judgement, is adequate to absorb probable losses associated with specifically identified loans, as well as estimated probable losses inherent in the remainder of the loan portfolio at the balance sheet date. Management judgement includes the following factors, among others: risks of individual credits; past experience; the volume, composition and growth of the loan portfolio; and

economic conditions. Such allowances are provided in line with the Decree of the Banking Regulation and Supervision Agency in respect of "Determination of Reserve Requirements for Banking Loans and Other Receivables and Advances and Procedures for Establishing Loan Loss Reserves at Banks" published in the Official Gazette dated 30 June 2001 and No 24448. Based on this decree, a general allowance has to be set aside amounting to 0.5% of the total cash loans and 0.1% of total non-cash loans and commitments and specific allowances are provided at different rates based on the categorization of the creditworthiness of loans and on the collateral obtained.

Income and expense recognition
Income and expenses are recognized on an accrual basis. Commission income and fees for various banking services are recorded as income at the time of effecting the transactions to which they relate.

Interest income and expense
Interest income and expense are recognized in the income statement on an accrual basis. Interest income is suspended when loans are overdue by more than 90 days and is excluded from interest income until received.

Foreign currency items
Transactions in foreign currencies are translated at the rates of exchange prevailing at the dates of the transactions. Monetary assets and liabilities denominated in foreign currencies are translated at the rates prevailing at the balance sheet date. Exchange gains and losses arising from settlement and translation of foreign currency items have been included in the accompanying statements of income. Assets and liabilities in foreign currency are translated at the year-end exchange rates. The exchange rates used by the Bank at the respective year ends are as shown below (TL full):

	2001	2000
USD	1,446,638	671,765
DEM	655,111	316,265

Cash and cash equivalents
For the purposes of the cash flow statement, cash and cash equivalents comprise cash and due from Central Bank and other banks.

Securities portfolio
Marketable securities held for short-term trading purposes are classified as trading securities and are stated at approximate market values. Management determines the appropriate classification of its investments at the time of purchase. Dividends received are included in dividend income. Interest earned while holding securities portfolio is reported as interest income.

All realized and unrealized gains and losses arising from changes in the valuation of securities are recognized as they arise in the income statement.

Turkish Lira government bonds and treasury bills are carried at market values ruling at the year-end. Foreign currency government bonds and treasury bills are stated at unit prices declared by Central Bank at year-end. Turkish Government Eurobonds are stated at market values. The carrying basis of the Eurobonds, denominated in foreign currency, is translated into Turkish Lira at the year-end exchange rates.

Turkish Lira shares (quoted on the Istanbul Stock Exchange) are stated at the market values ruling at the year-end. Gold (quoted on the Istanbul Gold Exchange), classified as held to maturity investment, is held at a financial institution as the guarantee for the loan borrowed from the same financial institution at the same amount and is stated at market value ruling at the year-end.

Equity Investments
In the accompanying 2001 financial statements, the equity investments are recorded at restated cost in terms of purchasing power at 31 December 2001, unless there is an evidence of permanent impairment in value.

In the comparative 2000 financial statements, the equity investments of the Bank in Deniz Leasing, Deniz Yatırım and Deniz Factoring are presented on a consolidated basis.

As of 31 December 2001, the equity investment of the Bank in Deniz Yatırım has not been consolidated on the grounds of the immateriality criteria under the Communiqué of the Turkish Banking Regulation and Supervision Agency Article No.28, in respect of "Specific Auditing Procedures and Guidelines as per the Banking Law No. 4389 Temporary Article No.4." (By reference to the Communiqué related to the "Basis of Preparing and Issuing Consolidated Financial Statements for Banks" published in the Official Gazette dated 10 May 1997, No. 22985).

Repurchase agreements
The Bank accounts for purchase and sale of treasury bills and government bonds made through repurchase agreements with customers as direct sales but as of year-end, in accordance with uniform chart of accounts, accrues the net interest income on them. Securities sold under repurchase agreement (repos) are retained in the financial statements and the counter-party liability is recognized on the balance sheet.

Property, plant and equipment and related depreciation and amortization
Property, plant and equipment are carried at restated cost less depreciation computed on a similar basis using the straight-line method. The depreciation and amortization rates, which approximate the estimated economic useful lives of related assets, are as follows:

Premises	2%
Equipment, furniture and motor vehicles	20%
Leased assets	20%
Leasehold improvement and pre-operating expense	9 - 20%

Leasehold improvements are depreciated by the straight-line method over the lease period.

Using an option granted by the Turkish tax laws and regulations, the Bank has revalued, in the statutory books of account, their property, plant and equipment (excluding land and current year acquisitions) and the related accumulated depreciation as of each year end by using the rates and procedures prescribed by the related legislation. Such revaluation rates were 53.2% for 2001 and 56% for 2000 fiscal years, respectively. In the statutory financial statements, the related increases in the net book value of assets are included under shareholders' equity as revaluation surplus. The entities may use the revaluation fund to issue free shares to existing shareholders. However, if the revaluation surplus is included in an account other than the revaluation surplus account, such amount is subject to tax. In the statutory books of account depreciation is provided on the revalued amounts (except for the net revaluation applicable to buildings) and such depreciation is deductible in the computation of income subject to corporation tax. All entries related to such revaluation, which were recorded in the entities statutory books of account, have been eliminated in the accompanying financial statements as part of the restatement process referred to in Note 2.

A full year's depreciation is provided in the year in which an asset was brought into operations except for the motor vehicles, which are depreciated on a monthly basis.

Leased assets
In the case of the leasing subsidiary; leasing contracts under Turkish regulations are for a minimum of 2 or 4 years. The sum of the minimum lease payments is recorded as the gross investment in the leases. The difference between the gross investment and the cost of the leased assets is recorded as unearned income and is deducted from the gross investment in the leases to arrive at the net investment in the lease. Lease income is recognized over the term of the lease using the net investment method.

Goodwill
In the comparative 2000 financial statements, goodwill represents the excess of cost of an acquisition over the fair value of the Bank's share of the net assets of the acquired subsidiary at the date of acquisition. Goodwill is reported in the balance sheet as an intangible asset and is amortized using the straight-line method over a five-year period.

Impairment of premises, equipment, leasehold improvements and goodwill
An assessment is made at each balance sheet date to determine whether there is objective evidence that premises, equipment, leasehold improvements and goodwill may be impaired. If such evidence exists, the estimated recoverable amounts of premises, equipment, leasehold improvements and goodwill are determined and any impairment loss recognized for the difference between the recoverable amounts and the carrying amounts is accounted as an allowance on the balance sheet and the amount of the loss is included in the net profit and loss for the year.

Reserve for employment termination benefits
Under the provisions of Turkish Labor Law, the Bank is required to make certain lump-sum payments to employees whose employment ceases due to retirement or due to reasons other than misconduct or resignation. Such payments are determined on the basis of an agreed formula and are subject to certain upper limits per year of service and are recognized in the accompanying financial statements as accrued.

In the accompanying financial statements as of 31 December 2001, in accordance with revised IAS 19 (Employee Benefits), the Bank has reflected a liability based upon estimated inflation rates and factors derived using the Bank's experience of personnel terminating their service and being eligible to receive retirement pay and discounted by using an appropriate discount rate.

Income taxes

Provision is made for the Bank's estimated liability to Turkish corporation tax and income withholding taxes on the results for the year of the consolidated entities in Turkey.

Deferred income taxes

Deferred income tax is provided, using the liability method, on temporary differences arising between the tax bases of assets and liabilities and their carrying amounts in the financial statements.

The principal temporary differences arise from the difference between the restated value of non-monetary assets (property, plant and equipment and investments) and their tax base, provisions for employment termination benefits, equity shares valuation gains, income accruals on securities and on forward transactions. Currently, enacted tax rates are used to determine deferred income tax. Deferred tax assets and liabilities are recognized unless there is uncertainty as to future liability or realization.

Provisions

Provision are recognized when the Bank has present legal or constructive obligation as a result of past events, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation, and a reliable estimate can be made of the amount of the obligation. Provisions are reviewed at each balance sheet date and adjusted to reflect the current best estimate.

Use of Financial Instruments:

Forward foreign exchange contracts

The Bank enters into forward currency exchange contracts to hedge its foreign currency exposure. The discount or premium on a forward contract that is the effect of the difference between the foreign exchange rates at the inception of the contract and the contract rate is amortized over the life of the forward contract and included in determining net income.

Foreign currency swap contracts

At balance sheet date foreign currency swap contract amounts are evaluated using the period-end foreign exchange rates and the resulting difference between currency sold and currency bought is included in determining net income.

Interest rate risk

The Bank is exposed to interest rate risk through the impact of rate changes on interest bearing liabilities and assets. These exposures are managed by using natural hedges that arise from offsetting interest rate sensitive assets and liabilities.

Funding risk

The ability to fund existing and prospective debt requirements is managed by maintaining the availability of adequate committed funding lines from high quality lenders.

Credit risk

Ownership of financial assets involves the risk that counterparties may be unable to meet the terms of their agreements. The risks are monitored by reference to credit ratings and managed by limiting the aggregate risk from any individual counterparty. The Bank's exposure to credit risk is concentrated in Turkey where the majority of the activities are conducted. The credit risk is generally diversified due to the large number of entities comprising the customer base and their dispersion across different industries.

Fair value of financial instruments:

Due from Central Bank and other banks: The fair value of such assets is considered to approximate the carrying values due to their short-term nature.

Securities portfolio: The fair value of the securities portfolio including treasury bills, government bonds, shares and gold are estimated using quoted or published market prices wherever applicable.

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

Deposits and borrowings: The estimated fair value of deposits with no stated maturity is the amount repayable on demand. The estimated fair value of fixed interest bearing deposits and other borrowings without quoted market price is based on discounted cash flows using market interest rates.

Securities under resale and repurchase transactions: The fair value is considered to approximate the carrying values due to their short-term nature.

The Bank deals with financial instruments with off-balance sheet risk in the normal course of business such as letters of guarantee, letters of credit, acceptance credits, prefinancing loans and derivatives. The Bank's exposure to credit losses arising from these instruments is represented by the contractual amount of those instruments.

Items held in trust

Items held by the Bank in a fiduciary or agency capacity for its customers are not included in the accompanying balance sheets since such items are not assets of the Bank.

Factoring fees and commissions

Factoring fees represent interest charges at each month-end from the date on which advances are extended against that factored receivables to the date on which such factored receivables are collected. Factoring commissions represent the charge to the customer to cover services rendered and collection expenses incurred.

Factoring receivables and payables

Factoring receivables represent advance payments made to customers. The invoices for factoring services are issued at the date of advance payment or in the collection period. Factoring payables represents checks, notes and invoices factored by the customers.

Related parties

Related parties are considered to be related if one party has the ability to control the other party or exercise significant influence over the other party in making financial and operating decisions. The Bank is controlled by Zorlu Holding, which owns 99.98% (2000 - 99.98%) of the Bank’s ordinary shares. For the purpose of these financial statements companies having common shareholders are also referred to as related parties.

Reporting of cash flows

Cash and cash equivalents include only cash and due from banks and securities with original maturity periods of less than three months.

4. TRANSACTIONS WITH RELATED PARTIES

The Bank is controlled by the Zorlu Holding Group, comprised of several companies engaged in energy, electronics, white goods, telecommunication, textile, home textile, hotel management, insurance, leasing, factoring, marketable securities trading, trading, tourism and other services (Note 1). As of 31 December 2001 cash loans extended to group companies amounted to TL 38,631 (2000 - TL 16,405), deposits taken from group companies amounted to TL 1,119 (2000 - TL 4,243); non-cash loans extended to group companies amounted to TL 173,533 (2000 - TL 53,562); factoring payables amounted to nil (2000 - TL 35,695); minimum lease payments receivable amounted to nil (2000 - TL 17,791); unearned interest income on minimum lease payment receivables amounted to nil (2000 - TL 2,539); foreign currency purchase forward contracts amounted to TL 883,413 and foreign currency forward sales contracts amounted to TL 825,219; net accrued income on forward contracts amounted to TL 84,345 (2000 - TL 26,133).

5. CASH AND DUE FROM CENTRAL BANK AND OTHER BANKS

Cash and placements at banks as of 31 December 2001 and 2000 are comprised of:

	2001	2000
Cash and checks at banks		
- Turkish Lira	2,129	2,179
- Foreign currency	17,545	3,566
Placements at banks		
- Turkish Lira	9,208	86,738
- Foreign currency	319,862	40,578
	348,744	133,061

As of 31 December 2001, all time deposits consist of foreign currency accounts, earning interest between 1.5% and 6.3% (2000 - 8.25% and 48%) per annum for foreign currency placements. Foreign currency balances are comprised mainly of USD and EUR.

As of 31 December 2000, Turkish Lira time deposits earned interest between 95% and 250% per annum.

As of 31 December 2001, funds were sold to the interbank money market amounting to TL 142,000 at interest rate 52% and 69%, maturing between 2 January 2002 and 7 January 2002 (2000 - none).

6. RESERVE DEPOSITS AT CENTRAL BANK

		2001	2000
Reserve deposits	- Turkish Lira	9,637	565
	- Foreign currency	87,685	51,154
		97,322	51,719

According to Turkish Banking Law, banks are obliged to place a certain percentage of their deposits with the Central Bank other than local interbank deposits. In accordance with the decree issued by the Central Bank in the Official Gazette dated 25 November 2000, No. 24241, the percentages of such deposits, are as follows:

Type of Deposits	Reserve Requirement
Turkish Lira deposits	4%
Foreign currency deposits	11%

7. LOANS AND ADVANCES TO CUSTOMERS

Loans and advances to customers as of 31 December 2001 and 2000 comprised:

	2001	2000
Short-term loans		
Turkish Lira	82,431	248,973
Foreign currency	185,246	75,978
Foreign currency indexed	51,112	334
	318,789	325,285
Medium and long-term loans		
Turkish Lira	16,892	50,564
Foreign currency indexed	97	543
	16,989	51,107
Total performing loans	335,778	376,392
Non-performing loans	46,882	9,040
Less: Loan allowances	(21,321)	(13,100)
Total loans, net	361,339	372,332

As of 31 December 2001, loans to individuals included above amounted to TL 43,471 comprised of consumer loans of TL 11,447, credit cards of TL 22,861 and security purchase loans of TL 9,163.

The maturities of short-term loans are less than one year and interest rates applied vary between 35% and 58% (2000 - 27% and 39%) for short-term Turkish Lira Eximbank loans and between 60% and 95% (2000 - 38% and 200%) for other Turkish Lira loans, and between Libor + 0.5% and Libor + 5.5% (2000 - 6.5% and 8.25%) for various foreign currency Eximbank loans and between 6% and 14% (2000 - 6.4% and 28%) for other foreign currency loans, and between 7% and 15% (2000 - 18% and 24%) for foreign currency indexed loans.

Interest rate applied for the medium-term loans as of 31 December 2001 are between 7% and 19% (2000 - 40% and 60%) for Turkish Lira and foreign currency indexed loans.

Movement in the provision for loan losses during the year ended 31 December 2001 and 2000 were as follows:

	2001	2000
Balance at beginning of the year	13,100	6,075
Additional provision during the year	14,226	12,567
Recoveries	(5,554)	(3,707)
Monetary gain/(loss) effect	(451)	(1,835)
Balance at end of the year	21,321	13,100

8. SECURITIES PORTFOLIO

Securities portfolio as of 31 December 2001 and 2000 comprised:

	2001	2000
Eurobonds	124,611	48,765
Treasury bills	34,084	53
Government bonds	372,627	157,258
Common stocks	115,900	71,768
Repurchase agreements	21,376	121,586
Gold	130,197	164,671
	798,795	564,101

As of 31 December 2001, Turkish Lira treasury bills were stated at the market values quoted on the Istanbul Stock Exchange at year-end, consisting of cost of TL 1,395 and accrued interest of TL 37 (total value of TL 1,432).

Turkish Lira government bonds of the Bank (which were not transacted at the Istanbul Stock Exchange at year-end) were stated at the unit prices declared by the Central Bank, consisting of cost of TL 160,895 and accrued interest of TL 15,689 (total value of TL 176,584).

Foreign currency indexed government bonds were valued by the average exchange rate of USD for the last ten days based on the declaration of the Treasury, consisting of cost of TL 46,241 and accrued interest of TL 6,862 (total value of TL 53,103).

Foreign currency treasury bills and government bonds were stated at unit market prices declared by the Central Bank at year-end, consisting of TL 198,180 and accrued interest of TL 15,052 (total value of TL 213,232).

Eurobonds were stated at market prices plus coupon interest payment, consisting of TL 124,611 and accrued interest of TL 4,093 (total value of TL 128,704).

During December 2001, the Bank acquired government securities of TL 141,630 maturing on 3 December 2003 and USD 111,149,571 (equivalent to TL 164,757) maturing on 5 June 2002 and 1 December 2004 from a deposit takeover bid opened by the Savings Deposits Insurance Fund in return for short-term deposits (of equivalent amounts) of two banks turned over to the Savings Deposits Insurance Fund control.

As of 31 December 2001, the treasury bills and government bonds earned interest between 55% and 183 (2000 - 25% and 159.49%) per annum.

Turkish Government Eurobonds earned interest between 9.25% and 12.75% (2000 - 9.25% and 11.875%) per annum.

Nominal (FC)		Due date	Rate (%)	Interest Cost (FC)	Cost (TL)
USD	7,000,000	01.08.2005	12.75	USD 5,136,147	7,430
USD	2,500,000	05.11.2004	11.88	USD 2,648,646	3,832
USD	10,000,000	15.06.2010	11.75	USD 10,004,115	14,472
USD	40,500,000	15.01.2030	11.88	USD 40,104,927	58,017
USD	1,000,000	23.02.2005	9.88	USD 977,007	1,413
USD	10,159,000	27.11.2006	11.38	USD 10,350,870	14,974
EUR	19,100,000	09.02.2010	9.25	EUR 19,100,000	24,473
					124,611

As of 31 December 2001 and 2000, shares are composed of securities traded on the Istanbul Stock Exchange and are stated at market prices. The difference between cost and market value of TL 76,645 (2000 - TL 55,626) is recorded as an increase in marketable securities account and classified in the capital market gains in the accompanying statement of income.

With a Board decision on 8 August 2001, the Bank acquired 2 million shares of Zorlu Enerji Elektrik Üretimi Otoprodüktor Grubu Anonim Şirketi (Zorlu Enerji) at TL 8,000 from other Zorlu Group Companies.

As of 31 December 2001, the Bank owns 39.92% of the shares of Zorlu Enerji. The investment of the Bank in Zorlu Enerji was classified in trading portfolio, rather than accounted for under the equity method based on the intent of the Bank to trade those shares rather than for long-term investment purposes.

In accordance with an equity share purchase agreement signed on 19 December 2001, the Bank sold on 24 December 2001 to Prime Emerging Markets Fund LTD (a foreign financial institution) 350,000,000 Class B shares of Zorlu Enerji at TL 10,150 (at TL 29,000 per share in full). The Bank recorded a gain of TL 9,800 in relation to this sale. Additionally during 2001, the Bank traded 163 million of Zorlu Enerji shares at the Istanbul Stock Exchange and recorded an additional gain of TL 4,301. With a Board meeting on 27 December 2001, the Bank resolved to add the total gains on the sale of these shares amounting to TL 14,101 to share capital in line with Turkish Income Tax Law Article 28 (Note 17).

Repurchase agreements represent amounts that will be repurchased by the Bank from customers at a future date and at a predetermined selling price. The book value reflected in the accompanying balance sheet includes the acquisition cost of TL 21,372 and a net interest income accrual of TL 4. The proceeds from the sale of investment securities are treated as liabilities and recorded as repurchase agreement obligations.

Legal requirements
As of 31 December 2001, government bonds and treasury bills with nominal value of TL 30,605 and USD 42,440,000 (2000 - TL 55,182) and cost of TL 88,164 (2000 - TL 83,794) are kept in the Central Bank for liquidity requirements and as collateral for the interbank and foreign currency market transactions. Additionally, treasury bills and government bonds with nominal value of TL 400 (2000 - TL 9,780) and cost of TL 400 (2000 - TL 12,588) are kept in Istanbul Stock Exchange Custody and Settlement Bank as a guarantee for stock exchange and money market operations.

Liquidity requirements
Communiqués issued by the Central Bank of Turkey require that banks maintain minimum ratios of cash-on-hand, deposits with the Central Bank of Turkey and government bonds in their portfolio against their liabilities. Such liquidity requirements were as follows:

Type of Liability	Liquidity Requirement
-Turkish Lira deposits other than local interbank deposits	4% (min) government securities, 2% (max) cash, 2% deposit in the Central Bank in an interest free Turkish Lira demand account
-Foreign currency deposits other than local interbank deposits	1% (min) government securities, 2% (max) cash
-Qualifying Turkish Lira liabilities other than deposits	6% deposit in the Central Bank in an interest free Turkish Lira demand account 4% (min) government securities 2% (max) cash
-Qualifying foreign currency liabilities other than deposits	11% deposit in the Central Bank in an interest free foreign currency demand account 1% (min) government securities 2% (max) cash

9. ACCRUED INTEREST INCOME AND OTHER ASSETS

This comprised of the followings:

	2001	2000
Accrued income	203,448	68,406
Prepaid taxes	4,009	224
Prepaid expenses	124	1,160
Prepaid rent	234	662
Prepaid insurance	169	181
Pre-operating expenses, net	456	997
Prepayments to money market and stock exchange	-	1,443
Fixed asset to be sold	2,018	3,807
Advances given	288	703
Stationary inventory	275	368
Deductible VAT	-	347
Receivables from legal expenses	639	289
Financial lease receivables	-	153
Receivables from credit card customers	107	81
Minimum lease rentals receivables	-	24,960
Factoring receivables	-	42,644
Other	1,943	990
	213,711	147,415

As of 31 December 2001, accrued income comprised accrued interest income on loans of TL 43,977, on forward contracts of TL 115,264 (See also Note 14), on marketable securities of TL 42,478, on banks of TL 131, on funds sold to the interbank of TL 540 and on reserve deposits at Central Bank of TL 1,058.

Fixed assets to be sold represent collateralized properties acquired by the Bank from the debtors in the course of its lending activities. Such property has been valued at current prices. The valuation was carried out by values normally employed by the Bank for routine valuations of the property of loan customers offered as security.

Lease receivables: As of 31 December 2000, minimum lease rentals receivable comprised rentals receivable over the terms of leases between 2001 and 2005.

Factoring receivables and payables: As of 31 December 2000, the factoring contracts of the factoring subsidiary specify terms for prepayments made against the factored receivables as well as the means of collection and collaterals, where applicable. Factoring receivables may consist of open account accounts, notes receivable and checks receivable. The factoring payables represent the sum of the differences between the assigned receivables to the Bank and the prepayments made by the Bank to the client and interest and commissions charged by the Bank to the client.

10. EQUITY INVESTMENTS

The unconsolidated equity investments as of 31 December 2001 and 2000 are comprised of the following:

	2001		2000	
	Participation Percentage (%)	**Participation Amount**	**Participation Percentage (%)**	**Participation Amount**
Deniz Destek	98.40%	21	98.40%	24
Çukurova Holding	0.02%	2,000	-	-
Demir Yatırım	99.99%	4,820	-	-
		6,841		24
Unpaid portion (-)		-		(7)
		6,841		17

Based on the immateriality of operating results on the Bank's financial statements, consolidation is not applied for Deniz Destek and Deniz Yatırım in the accompanying financial statements.

With a Board decision on 27 December 2001, the Bank acquired 0.02% of the shares of Çukurova Holding A.Ş., corresponding to 24,600,000 shares at TL 2,000 against the write-off of the loan given to Park Yatırım Bankası A.Ş. (under liquidation) collateralized by an equivalent amount of Çukurova Holding A.Ş. shares pledged to the Bank.

11. PROPERTY, PLANT AND EQUIPMENT

The breakdown of property, plant and equipment during the years ended 31 December 2001 and 2000 were as follows:

	2001	2000
Restated Cost		
Buildings	20,792	20,895
Leasehold improvement	13,566	13,265
Vehicles	424	515
Leased assets	19,440	17,740
Furniture, fixture and office equipment	1,989	1,667
	56,211	54,082
Less: Accumulated Depreciation	(21,798)	(12,432)
Net Book Value	34,413	41,650

12. DEPOSITS

The breakdown of deposits as of 31 December 2001 and 2000 is as follows:

	2001		2000	
	Demand	Time	Demand	Time
Commercial deposits	20,511	49,617	11,340	2,497
Savings deposits	46,370	307,573	3,963	1,299
Foreign currency deposits	215,978	745,972	32,179	441,050
Bank deposits	34	69,552	6	18,270
	282,893	1,172,714	47,488	463,116
Total deposits	1,455,607		510,604	

Maturity of time deposits is less than one year. Interest rates applied to Turkish Lira deposits vary between 55% and 65% (2000 - 41% and 45%) for time and between 0% and 5% (2000 - 0% and 5%) for demand deposits. Interest rates applied for foreign currency deposits vary between 3% and 5% (2000 - 10% and 17%) for USD and 3% and 5% (2000 - 8% and 16%) for DEM time deposits and 0% (2000 - 0% and 5%) for USD and DEM demand deposits.

13. FUNDS BORROWED FROM BANKS

The breakdown of funds borrowed from banks as of 31 December 2001 and 2000 comprised:

	2001	2000
Turkish Lira funds borrowed		
- Eximbank	6,995	6,741
Foreign currency funds borrowed		
- Eximbank	7,351	4,524
- Other banks	160,530	343,336
	174,876	354,601

Funds obtained from the Export Import Bank (Eximbank) of Turkey by the Bank were borrowed to finance certain export loans given to customers, with maturity not exceeding six months.

The interest rate applied to Turkish Lira funds borrowed from Eximbank varies between 17% and 56% (25% and 35%). As of 31 December 2000, Turkish Lira funds borrowed from other banks were obtained from a local bank having maturity of 3 March 2001 with interest rate of 36%.

The interest rate applied to foreign currency funds borrowed from Eximbank vary between Libor + 2.25% and Libor + 4.75% (Libor + 0.5% and Libor + 2.25%). Other foreign currency funds borrowed include funds obtained from various foreign banks with the interest rates varying between 2% and 6.81% (2000 - 5.05% and 13%).

As of 31 December 2001 and 2000, foreign currency funds borrowed from other banks include two collateralized loans obtained from Morgan Stanley Capital Group Inc. amounting to USD 50,000,000 (equivalent to TL 72,332) with an interest rate of 5.05% per annum and USD 40,000,000 (equivalent to TL 57,866) with an interest rate of 6.5% per annum. The Bank has delivered gold in the amount of USD 50,000,000 (equivalent to 169,231.83 oz) and USD 40,000,000 (equivalent to 156,128.03 oz) as collateral against these loans. The Bank made two forward agreements with Morgan Stanley Capital Group Inc. for the sale of gold on 11 January 2002 at an amount of USD 100,354,131 (equivalent to TL 145,176) in total.

Funds borrowed from Interbank of TL 36,053 (2000 - TL 22,714) represent borrowings from the interbank money market regulated by the Central Bank of Turkey at an interest rate of 59% for Turkish Lira and interest rates between 2.25% and 2.5% for foreign currency funds maturing between, of 2 January 2002 and 7 January 2002.

14. ACCRUED INTEREST EXPENSE AND OTHER LIABILITIES

	2001	2000
Interest expense accruals	50,691	35,322
Taxes and duties payable	4,837	2,197
Taxes collected from customers to be paid to government	1,585	287
Various payables (comprised of import cost, payment orders, blocked checks and other) and other accruals	11,808	26,828
Factoring payables (Note 9)	-	36,561
Financial lease payables	-	6,011
Others	6,822	894
	75,743	108,100

Finance lease payables: The Bank has leased some furniture, fixtures and equipment to be used in decorating the Head Office and Main Branch building and for the decoration of the branches, which were opened in previous years. As of 31 December 2000, the total amount of these expenditures is classified as leased assets. The unpaid portion is classified in the capital lease obligations account in liabilities.

15. DERIVATIVE FINANCIAL INSTRUMENTS AND TRADING LIABILITIES

Derivative instruments held for hedging:

	2001	2000
Foreign currency forward purchase contracts	1,222,589	802,400
Foreign currency forward sale contracts	(1,149,747)	(813,438)
Net position on forward contracts	72,842	11,038
Other trading liabilities:		
Government bonds and treasury bills under repurchase agreements	21,376	121,586
	94,218	132,624

As of 31 December 2001, accrued income and accrued expenses on outstanding forward contracts amounted to TL 115,264 and TL 16,338, respectively (TL 98,926 net) (2000 - TL 26,133 net). Currency forwards represent commitments to purchase foreign and domestic currency including undelivered spot transactions. The Bank undertakes its transactions in foreign currency forward contracts to reduce its foreign exchange risk. The Management believes that these forward contracts are fully realizable upon related maturities, between 2 January 2002 and 28 June 2002 (2000 - 3 January 2001 and 26 June 2001).

Forward foreign currency purchase and sales contracts entered into by the Bank with other Zorlu Group Companies as counter-party amounted to TL 888,413 and TL 825,219, respectively (Note 4). Under a security pledge agreement made between the Bank and Zorlu Holding A.Ş. on 20 July 2001, Zorlu Holding A.Ş. pledged to the Bank 10% of Zorlu Enerji shares with a nominal value of TL 1,000,000 (having a market value approximating to TL 30,000) as security for any liabilities related to the forward contracts made between the Bank and three Zorlu Group Companies. Hence the Bank may sell these shares at a security market where these shares are listed in the event any liability cannot be settled by any of the counter-parties mentioned above. Such shares are held at Deniz Yatırım in custody.

The following table provides a detailed breakdown of the contractual amounts of the Bank's forward contracts outstanding at year-end:

Forward to buy	Contract Value (Foreign currency)	TL equivalent
USD	307,231,054	444,451
EUR	245,440,000	314,479
CAD	15,000	14
CHF	941,099	813
GBP	2,045,364	4,295
TL	-	458,535
Forward to sell		
USD	343,828,982	497,395
EUR	214,265,009	274,535
DEM	6,500,000	4,258
GBP	325,000	682
TL	-	372,878

16. RESERVE FOR EMPLOYMENT TERMINATION BENEFITS

Under the provisions of Turkish Labor Law, the Bank is required to make certain lump-sum payments to employees whose employment ceases due to retirement or due to reasons other than misconduct or resignation. Such payments are determined on the basis of an agreed formula and are subject to certain upper limits per year of service. This upper limit (ceiling) at 31 December 2001 was set at TL 0.978 (2000 - TL 0.588 historic). The full amount paid as termination benefits is charged to expense and such payments are considered as tax deductible. The provisions set up to reflect the obligation related to currently employed personnel are not allowable for tax purposes.

As described in Note 3, in the accompanying financial statements, the Bank reflected a liability for termination benefits based upon based on IAS 19.

On the assumption that the Bank ceased operations as of 31 December 2001 and laid off all of its personnel the maximum liability would have been TL 1,850.

17. TAXATION

The Bank is subject to Turkish corporation and income withholding taxes on its taxable income. In line with amendments made in the Turkish Corporation Tax Law (with Law No. 4369) and published in the Official Gazette dated 29 July 1998, the effective corporation tax rate became 33% (including a 10% surcharge over the corporation tax rate) applicable to the fiscal periods starting 1 January 1999.

With the revised law withholding taxes become payable on the portion of the distributed profits, at the effective rate of 5.5% for publicly quoted and 16.5% for unquoted entities. No corporate withholding tax is payable in respect of profits added to share capital. Accordingly for an entity that does not distribute profit, the effective tax rate is computed as 33%.

Income exempt from corporation tax (excluding dividend income) is subject to withholding tax at the effective rate of 19.8% (for both public and non-public companies), whether profits are distributed or not, as per Corporation Tax Law No. 8/1. However incomes earned from the sale of fixed assets and participation shares within the context of Corporation Tax Law, Transitory Article No.28, although exempt from corporation tax, are subject to a corporation withholding tax at the rate of 16.5%, provided that such incomes are added to share capital. Profits added to share capital are not considered as distribution and are therefore not subject to a withholding tax.

Also during 1999, with Law No. 4369 a temporary tax became payable, computed on the quarterly taxable profits reported at the rate of 25%. This tax could be offset to the corporation tax payable later on. With changes made as per Law. 4444 effective from 1 January 2000, the temporary taxes must be paid on a six-month basis at the rate of 20% applicable for the period from 1 January to 30 June 2000. In accordance with Ministry Decree dated 25 April 2000, No. 2000/329 temporary taxes must be paid over a three-month period for the period from 1 July to

31 December 2000. Effective from 1 January 2001, the temporary tax rate has been increased to 25%.

Fiscal losses that are reported in the corporation tax return can be carried forward and deducted from the corporation tax base for a maximum of five consecutive years.

Turkish Tax Procedural Law does not include a procedure for final agreement of tax assessments. Tax returns must be filed within four months of the year and may be examined, together with their underlying accounting records, by the tax authorities who may revise tax computations within five years.

As of 31 December 2001, the tax charge in the accompanying statement of income includes the current and deferred tax portions as follows:

	2001	2000
Included in the statement of income:		
Current tax charge	-	1,882
Deferred tax charge/(credit)	(2,240)	22,092
	(2,240)	23,974
Included in the balance sheet:		
Taxation payable on income (current)	-	6,677
Deferred tax liability (net)	13,102	36,072
	13,102	42,749

As of 31 December 2001 and 2000, the deferred income tax assets and liabilities are attributable to the following items: (Deferred tax (assets)/liabilities):

	2001	2000
-On valuation of gold, income accruals of forwards purchase and sales contracts, on securities portfolio, loss provisions, effect of adopting IAS 39 and others, net	1,165	19,001
-On realized and unrealized gains related to the equity shares	9,735	15,353
-Property, plant and equipment restatement difference	612	1,718
-Equity investments restatement difference	1,590	-
	13,102	36,072

18. SHARE CAPITAL

As of 31 December 2001, the issued share capital of the Bank comprised 130 billion (2000 - 50 billion) of authorized shares with a nominal value of TL 1000 (full) each amounted to TL 130,000 (historical amount). The composition of the paid-in share capital and the shareholders at 31 December 2001 and 2000 are shown below:

	2001		2000	
	TL	%	TL	%
Zorlu Holding A.Ş.	121,970	99.98	42,951	99.98
Others	-	0.02	9	0.02
Total historic share capital	121,970	100.00	42,960	100.00
Add: restatement adjustment	71,244		96,897	
Restated share capital at the equivalent purchasing power of TL at 31 December 2001	193,214	100.00	139,587	100.00

In accordance with a Board decision on 19 September 2001, the Bank's historic share capital was increased from TL 50,000 to TL 130,000 through transfers from the statutory fixed asset revaluation fund of TL 4,900 and cash of TL 75,100.

19. RETAINED EARNINGS AND LEGAL RESERVES

Retained earnings as per the statutory financial statements other than legal reserves are available for distribution subject to the legal reserve requirement referred to below. Under Turkish Banking Law the Bank is required to create the following legal reserves from appropriations of earnings, which are available only in the event of liquidation or losses.

a) First reserve: is appropriated out of statutory profits before tax at the rate of 5% until it reaches a maximum of 20% of the Bank's paid up capital.

b) Second reserve: is appropriated at the rate of 10% of all dividend distributions in excess of 5% of the share capital. This reserve is available for distribution after it exceeds 50% of the share capital.

20. FINANCIAL INSTRUMENTS

a) Maturity of assets and liabilities: The Bank's policy on liquidity is to maintain sufficient liquid resources to meet its obligations as they fall due. The amount of assets and liabilities of the Bank, as of 31 December 2001 and 2000, into maturity groupings is shown at Table I and Table II.

b) Foreign currency structure of assets and liabilities: Based on the Bank's statutory balance sheets as of 31 December 2001 and 2000, the Bank has a net short position amounting to TL 518 (USD 358,072) (2000 - TL 2,486; USD 1,718,467 surplus) taking into account its foreign currency asset holdings, its liabilities and its assets and liabilities under hedging instruments. As of 31 December 2001, the balances denominated in foreign currency were translated into Turkish Lira by using a foreign exchange rate of TL 1,446,638/full (Table III).

c) Fair value of financial assets and liabilities: Breakdown of fair value of assets and liabilities of the Bank as of 31 December 2001 and 2000 is shown at Table IV.

d) Currency risk: Breakdown of concentration of assets, liabilities and derivative instruments per currency risk based on the statutory balance sheet of the Bank as of 31 December 2001 is set forth at table V.

e) Adequacy of share capital: As of 31 December 2001 and 2000, the Bank's Risk Based Adequacy Ratio computed in accordance with the relevant guidelines issued by the Central Bank of Turkey based on the audited financial statements is 21.03% (2000 - statutory 23.37%).

21. COMMITMENTS AND CONTINGENCIES

In the normal course of banking activities, the Bank undertakes various commitments and incurs certain contingent liabilities that are not presented in the accompanying financial statements, including letters of guarantee, acceptance credits and letters of credit. Such commitments and contingent liabilities as of 31 December 2001 and 2000 are as follows:

	2001	**2000**
Letters of guarantee	244,010	257,453
Acceptance credits and import letters of credit	215,722	140,548
Other commitments	99,117	78,069
Resale agreements	-	8,056
	558,849	484,126

The commitments of the Bank under purchase and sale of foreign currencies under forward contracts are shown in the accompanying financial statements under derivative financial instruments (Note 15).

Management does not anticipate any material losses as a result of these commitments and contingencies. Maturity of open import letters of credit is less than one year. Letters of guarantee are, on the other hand, generally issued for indefinite terms.

22. SUBSEQUENT EVENTS

Subsequent to the balance sheet date, the Bank's two forward contracts and the related loan agreement with Morgan Stanley Capital Group Inc. for the sale of gold on 11 January 2002 at USD 100,354,131 matured and the transaction was terminated.

Subsequent to the balance sheet date, the Bank increased the number of its branches from 49 to 117 by acquiring branches from other banks turned over to the Savings Deposits Insurance Fund control at a total cost of USD 1,000,000. Additionally, Anadolu Kredi Kartları A.Ş., a company dealing in credit cards, was acquired from the Savings Deposits Insurance Fund at a cost of TL 5,000 billion.

Subsequent to the balance sheet date, until the date of this report, the Bank has realized forward sale and buy contracts totaling USD 121,000,000 and EUR 126,500,000 and recorded TL 54,388 of gains from derivative transactions.

DENİZBANK ANONİM ŞİRKETİ

NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEARS ENDED 31 DECEMBER 2001 AND 2000

(Expressed in Billions of TL in equivalent purchasing power at 31 December 2001)

TABLE I (Attachment to Note 20)

31 December 2001	Demand	Up to 3 months	3 months to 1 year	Longer than 1 year	Total
Cash and due from banks	48,605	300,139	-	-	348,744
Interbank	-	142,000	-	-	142,000
Reserve deposits with Central Bank	97,322	-	-	-	97,322
Securities portfolio	11,644	313,143	46,962	427,046	798,795
Derivative financial instruments	-	-	72,842	-	72,842
Loans (net)	-	175,247	178,356	7,736	361,339
Accrued interest income and other assets	9,545	29,186	149,405	25,574	213,711
Equity participations	-	-	-	6,841	6,841
Property, plant and equipment (net)	-	-	-	34,413	34,413
TOTAL ASSETS	**167,116**	**959,715**	**447,565**	**501,610**	**2,076,007**
Deposits	282,894	1,113,956	58,757	-	1,455,607
Funds borrowed from banks and interbank	-	181,028	29,901	-	210,929
Accrued interest expense and other liabilities	9,351	64,068	2,077	247	75,743
Derivative financial instruments and other trading liabilities		-	94,218	-	94,218
Deferred tax liability	-	-	-	13,102	13,102
Reserve for employment termination benefits	-	-	-	515	515
TOTAL LIABILITIES	**292,245**	**1,359,052**	**184,953**	**13,864**	**1,850,114**
Net liquidity gap	**(125,129)**	**(399,337)**	**262,612**	**487,746**	**225,893**

DENİZBANK ANONİM ŞİRKETİ

NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEARS ENDED 31 DECEMBER 2001 AND 2000

(Expressed in Billions of TL in equivalent purchasing power at 31 December 2001)

TABLE II (Attachment to Note 20)

31 December 2000	Demand	Up to 3 months	3 months to 1 year	Longer than 1 year	Total
Cash and due from banks	16,837	116,224	-	-	133,061
Reserve deposits with Central Bank	51,719	-	-	-	51,719
Securities portfolio	71,767	126,647	145,312	220,375	564,101
Derivative financial instruments	-	-	11,038	-	11,038
Loans (net)	-	217,494	103,729	51,109	372,332
Accrued interest income and other assets	2,399	80,842	40,431	23,743	147,415
Equity participations	-	-	-	17	17
Property, plant and equipment (net)	-	-	-	41,650	41,650
Goodwill	-	-	-	652	652
TOTAL ASSETS	**142,722**	**541,207**	**300,510**	**337,546**	**1,321,985**
Deposits	70,203	378,376	62,025	-	510,604
Funds borrowed from banks and interbank	22,714	240,512	110,393	3,696	377,315
Accrued interest expense and other liabilities	5,623	90,810	9,383	2,284	108,100
Derivative financial instruments and other trading liabilities	-	-	132,624	-	132,624
Deferred tax liability	-	-	-	36,072	36,072
Taxation on income	-	5,947	730	-	6,677
Reserve for employment termination benefits	-	-	-	1,542	1,542
Minority interest	-	-	-	651	651
TOTAL LIABILITIES	**98,540**	**715,645**	**315,155**	**44,245**	**1,173,585**
Net liquidity gap	**44,182**	**(174,438)**	**(14,645)**	**293,301**	**148,400**

DENİZBANK ANONİM ŞİRKETİ

NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEARS ENDED 31 DECEMBER 2001 AND 2000

(Expressed in Billions of TL in equivalent purchasing power at 31 December 2001)

TABLE III (Attachment to Note 20)

Breakdown of statutory and historical the foreign currency balance sheet items of the Bank as of 31 December 2001 and 2000 are as follows:

	2001		2000	
	USD'000	**TL**	**USD'000**	**TL**
Cash and due from Central Bank	78,315	113,294	26,722	38,658
Short-term placements	154,920	224,113	3,777	5,465
Reserve deposits	60,613	87,685	35,360	51,154
Investment securities, net	344,850	498,874	147,539	213,436
- Investment securities-foreign currency	312,886	452,633	147,539	213,436
- Investment securities-foreign currency indexed	31,964	46,241	-	-
Loans, net	174,522	252,470	70,892	102,554
- Loans-foreign currency	139,123	201,261	53,099	76,815
- Loans-foreign currency indexed	35,399	51,209	17,792	25,739
Accrued interest income and other assets	45,676	66,076	27,076	39,169
TOTAL ASSETS	**858,896**	**1,242,512**	**311,367**	**450,436**
Deposits	700,381	1,013,198	333,819	482,915
Funds borrowed from banks and interbank	130,049	188,134	222,523	321,910
Accrued interest expense and other liabilities	19,962	28,878	38,308	55,417
TOTAL LIABILITIES	**850,392**	**1,230,210**	**594,649**	**860,242**
Net short position	8,504	12,302	(283,282)	(409,806)
Net effect of off balance sheet hedging instruments	(8,862)	(12,820)	285,000	412,292
Net short position after net forward and swap to buy/to sell contracts	**(358)**	**(518)**	**1,718**	**2,486**

DENİZBANK ANONİM ŞİRKETİ

NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEARS ENDED 31 DECEMBER 2001 AND 2000

(Expressed in Billions of TL in equivalent purchasing power at 31 December 2001)

TABLE IV (Attachment to Note 20)

	Carrying value		Fair value	
	2001	**2000**	**2001**	**2000**
FINANCIAL ASSETS				
Due from Central Bank and other banks	329,070	127,316	329,090	127,527
Interbank funds sold	142,000	-	142,030	-
Reserve deposits at Central Bank	97,322	51,719	97,322	51,719
Derivative financial instruments	72,842	11,038	72,842	11,038
Securities portfolio	798,795	564,101	799,565	564,101
Loans and advances to customers (net)	361,339	372,332	375,861	370,374
FINANCIAL LIABILITIES				
Banking and other commercial deposits	1,455,607	510,604	1,455,270	511,907
Funds borrowed from banks	174,876	354,601	174,853	354,549
Interbank funds purchased	36,053	22,714	36,053	22,714
Derivative financial instruments and other trading liabilities	94,218	132,624	94,218	132,624

DENİZBANK ANONİM ŞİRKETİ

NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEARS ENDED 31 DECEMBER 2001 AND 2000

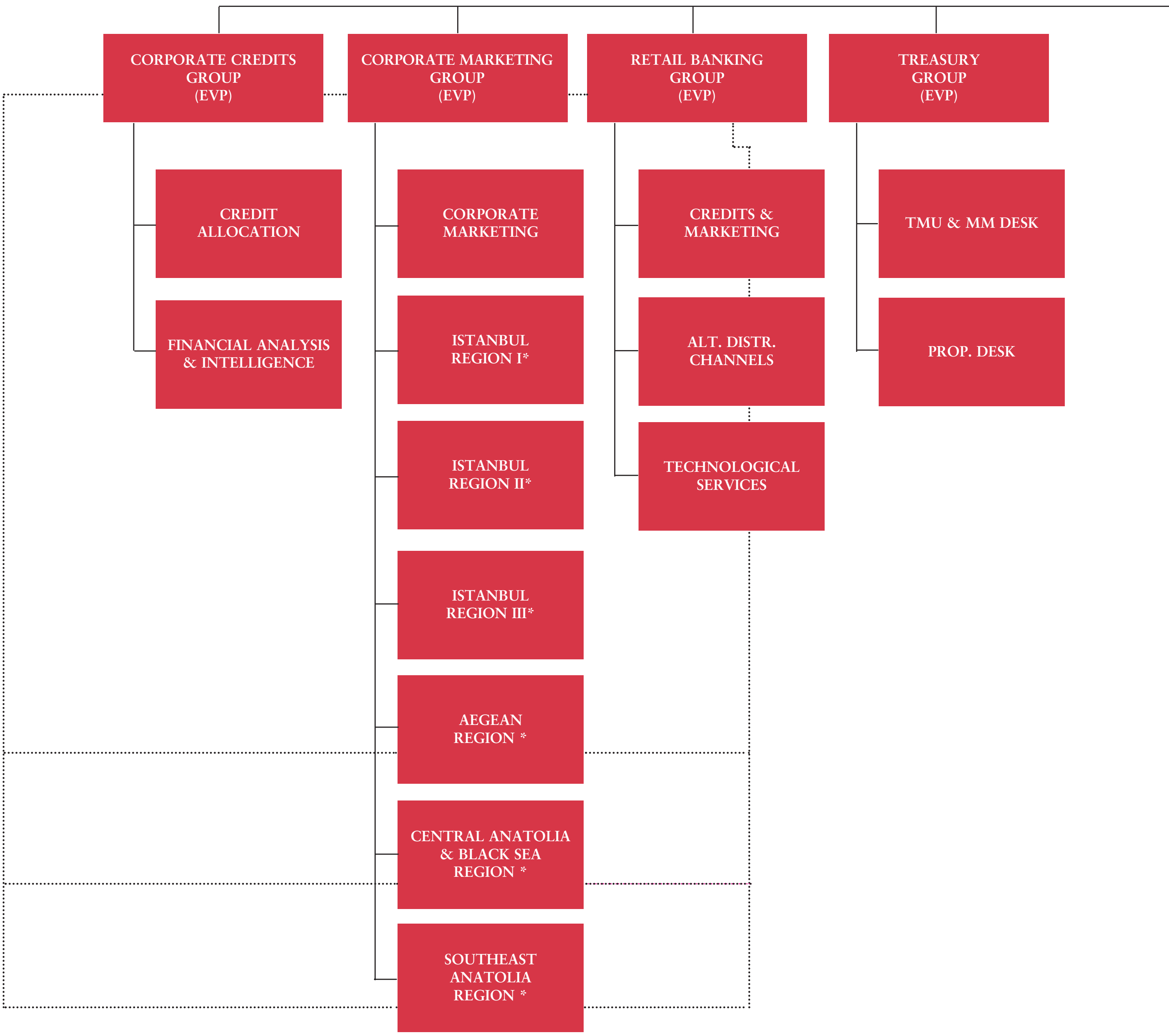
(Expressed in Billions of TL in equivalent purchasing power at 31 December 2001)

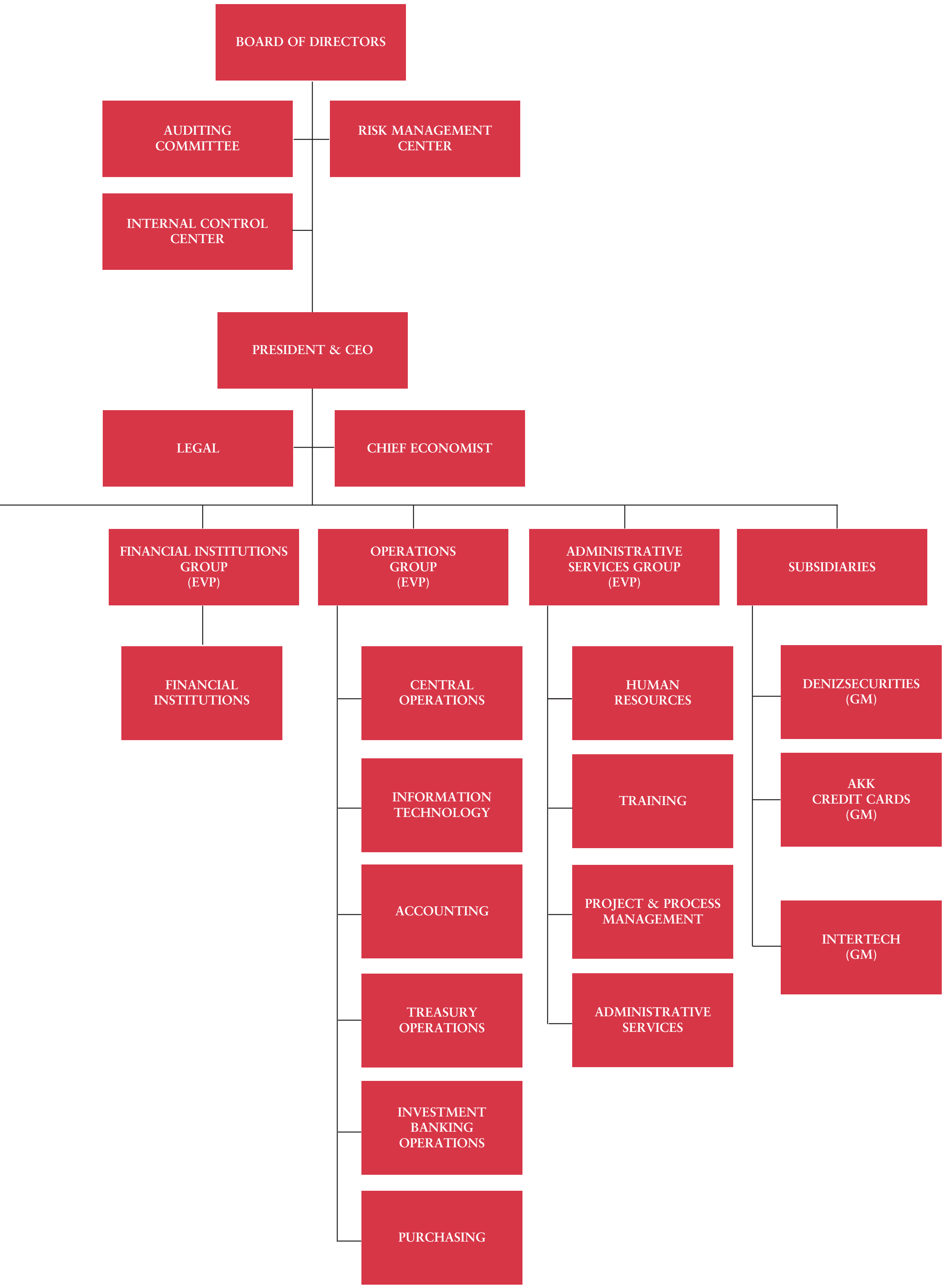
TABLE V (Attachment to Note 20)

The breakdown of statutory foreign currency balance sheet items of the Bank into foreign currency types are as follows (TL billion equivalents):

	USD	EUR	CHF	JPY	Other
Cash and due from banks	119,327	122,301	184	2,491	5,458
Securities portfolio	327,306	29,020	-	-	-
Loans	142,418	36,248	-	-	-
Other assets	389,917	262,827	1,010	-	2,980
Total foreign currency assets	**978,968**	**450,396**	**1,194**	**2,491**	**8,438**
Deposits	513,004	207,659	1,100	7,440	2,739
Funds borrowed from banks	113,184	3,235	-	-	-
Other liabilities	374,803	220,959	2	-	474
Total foreign currency liabilities	**1,000,991**	**431,853**	**1,102**	**7,440**	**3,213**
Difference	**(22,023)**	**18,543**	**92**	**(4,949)**	**5,225**

ORGANIZATIONAL CHART





* All branches report to the regional divisions according to their locations.

DIRECTORY

DENİZBANK HEAD OFFICE AND BRANCHES

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Büyükdere Cad. No: 106
80496 Esentepe/İstanbul
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Adana Branch
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Adapazarı Branch
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Fax : 0 264 274 41 33

Afyon Branch
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03200 Afyon
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Ankara Branch
Atatürk Bulvarı No: 103/A
Kızılay/Ankara
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Fax : 0 312 418 40 20

Ankara Bahçelievler Branch
7. Cad. No: 7 B
Bahçelievler/Ankara
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Fax : 0 312 221 32 07

Bilkent Branch
Plaza İş Merkezi A3 Blok No: 2
06530 Bilkent/Ankara
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Fax : 0 312 266 12 14

Cebeci Branch
Cemal Gürsel Cad. 89/A
06590 Cebeci/Ankara
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Fax : 0 312 362 20 58

Çankaya Branch
Cinnah Cad. No: 84
06650 Çankaya/Ankara
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Fax : 0 312 441 55 63

Gaziosmanpaşa Branch
Uğur Mumcu Cad. Kemer Sok. 6/5
Gaziosmanpaşa/Ankara
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Fax : 0 312 447 74 62

Gimat Branch
Anadolu Bulvarı No: 27 Gimat Han
Macunköy/Ankara
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Fax : 0 312 397 20 75

Ulus Branch
Sanayi Cad. No: 13/A
Ulus/Ankara
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Fax : 0 312 309 79 30

Alanya Branch
Müftüler Cad. No: 14/B
07400 Alanya/Antalya
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Fax : 0 242 513 60 47

Ankara Yıldız Branch
Yıldızevler Mah. Turan Güneş Bulvarı
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Fax : 0 312 442 24 23

Antakya Branch
Yavuz Selim Cad. Zühtiye Ökten İşhanı
Zemin Kat B Blok Antakya/Hatay
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Fax : 0 326 225 29 89

Antalya Branch
Cumhuriyet Cad. No: 58/A
Antalya
Tel : 0 242 243 84 94
Fax : 0 242 247 43 13

Antalya Airport Branch
Antalya Hava Limanı Dış Hatlar Terminali
Yönetim Katı Antalya
Tel : 0 242 330 35 80
Fax : 0 242 330 35 94

Antalya Manavgat Branch
Aşağı Pazarcı Mah. Fevzi Paşa Cad.
No: 16 Manavgat/Antalya
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Aydın Branch
Ramazan Paşa Mah. İstiklal Cad. No: 15
09100 Aydın
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Kuşadası Branch
Sağlık Cad. Paşahan İş Merkezi
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Nazilli Branch
İstasyon Bulvarı No: 3
09800 Nazilli/Aydın
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Fax : 0 256 313 16 23

Balıkesir Branch
Atalar Cad. No: 25
Balıkesir
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Fax : 0 266 245 01 48

Bolu Branch
Belediye Meydanı No: 97
Bolu
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Fax : 0 374 215 10 82

Bursa Branch
Fevzi Çakmak Cad. Beyhan İş Merkezi
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Fax : 0 224 272 09 66

Çekirge Branch
Çekirge Cad. No: 54
16070 Bursa
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Fax : 0 224 234 96 15

Heykel Branch
Atatürk Cad. No: 85
Bursa
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Fax : 0 224 223 10 06

Çorlu Orion Branch
Omurtak Cad. Orion Alışveriş Merkezi
Çorlu/Tekirdağ
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Fax : 0 282 673 25 57

Çorum Branch
Gazi Cad. 20
Çorum
Tel : 0 364 224 85 61 (7 lines)
Fax : 0 364 212 77 51

Denizli Branch
İstasyon Cad. No: 71
Denizli
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Diyarbakır Branch
Ekinciler Cad. Evran Apt. No: 38 B-42
Diyarbakır
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Fax : 0 412 229 61 19

Edirne Branch
Çilingirler Çarşısı No: 8
22100 Edirne
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Elazığ Branch
Ardıçoğlu Sok. No: 2/B
Elazığ
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Eskişehir Branch
Cengiz Topel Cad. No: 6
26130 Eskişehir
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İncilipınar Mah. Kıbrıs Cad. No: 10 F-G
Gaziantep
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Isparta Branch
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Isparta
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Fax : 0 246 218 40 13

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Fax : 0 212 560 72 16

Ataköy 4. Kısım Branch
Ataköy 4. Kısım Çarşısı No: 21
Ataköy/İstanbul
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Fax : 0 212 661 84 49

Atrium Branch
Ataköy 9. Kısım Atrium Çarşısı Bodrum Kat
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Fax : 0 212 661 66 04

Avcılar Branch
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Ayazağa Branch
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Fax : 0 212 543 72 42

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Bayrampaşa/İstanbul
Tel : 0 212 674 54 20
Fax : 0 212 567 70 22

Bebek Branch
Cevdet Paşa Cad. No: 306/1
Bebek/İstanbul
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Fax : 0 212 287 88 35

Beyoğlu Branch
İstiklal Cad. No: 91
Beyoğlu/İstanbul
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Fax : 0 212 243 59 59

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Fax : 0 216 499 66 87

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Fax : 0 212 241 19 84

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34250 Fatih/İstanbul
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Fax : 0 216 467 19 89

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Fax : 0 212 425 39 19

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Halaskargazi Cad. Zafer Sok. No: 8
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Fax : 0 212 274 41 33

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Mühürdar Cad. Damga Sok. No:29
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Fax : 0 216 345 13 43

Karaköy Branch
Rıhtım Cad. No: 26
80000 Karaköy/İstanbul
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Fax : 0 212 292 23 95

DIRECTORY continued

Kartal Branch
E 5 Yan Yol Kartal İş Merkezi B Blok
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Fax : 0 216 452 44 27

Kartal Çarşı Branch
Ankara Cad. No: 62
81410 Kartal/İstanbul
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Şemsettin Günaltay Cad. No: 121/2
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Fax : 0 216 384 06 75

Kızıltoprak Branch
Fener Kalamış Cad. Oğul Apt. No: 10/1
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Mecidiyeköy Mah. Büyükdere Cad.
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80620 1.Levent/İstanbul
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4. Levent Branch
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4. Levent/İstanbul
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80670 Maslak/İstanbul
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34010 Merter/İstanbul
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80220 Nişantaşı/İstanbul
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Fax : 0 212 247 94 00

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Ankara Cad. No: 82
81150 Pendik/İstanbul
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Fax : 0 216 354 49 06

Rami Branch
Rami Gıda Toptancıları Sitesi Ö Blok
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Fax : 0 212 615 02 84

Sefaköy Branch
Halkalı Cad. No: 122
34620 Sefaköy/İstanbul
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Fax : 0 212 541 04 15

Suadiye Branch
Bağdat Cad. Maraş Apt. No: 398
Suadiye/İstanbul
Tel : 0 216 302 40 20
Fax : 0 216 386 40 26

Sultanhamam Branch
Hobyar Mah. Yeni Camii Cad. No: 25
Sultanhamam/İstanbul
Tel : 0 212 513 26 00
Fax : 0 212 513 20 12

Şaşkınbakkal Branch
Bağdat Cad. Murat Apt. No: 416
Suadiye/İstanbul
Tel : 0 216 385 08 21
Fax : 0 216 369 24 51-467 32 72

Şirinevler Branch
Mahmut Bey Yolu Merit Sok. No: 23
Şirinevler/İstanbul
Tel : 0 212 451 32 76-79
Fax : 0 212 451 32 17

Topçular Branch
Kışla Cad. No: 39/11
Topçular-Eyüp/İstanbul
Tel : 0 212 612 58 95 (5 lines)
Fax : 0 212 612 57 99

Ümraniye Branch
Atatürk Mah. Alemdağ Cad. No: 18/B
Ümraniye/İstanbul
Tel : 0 216 523 12 10
Fax : 0 216 523 12 08

Üsküdar Branch
Eski Toptaşı Cad. No: 1
Üsküdar/İstanbul
Tel : 0 216 343 79 01
Fax : 0 216 492 49 14

Yeşilköy Branch
İstasyon Cad. No: 36
Yeşilköy/İstanbul
Tel : 0 212 663 34 00
Fax : 0 212 663 78 38

Yeşilyurt Branch
Sipahioğlu Cad. No: 16/1
Yeşilyurt/İstanbul
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Zeytinburnu Branch
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34760 Zeytinburnu/İstanbul
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Zincirlikuyu Branch
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80496 Esentepe/İstanbul
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Fax : 0 212 212 10 95

İzmir Branch
Gaziosmanpaşa Bulvarı No: 12
Pasaport/İzmir
Tel : 0 232 445 12 50
Fax : 0 232 446 50 51

İzmir Alsancak Branch
Ali Çetinkaya Bulvarı No: 13/A
Alsancak/İzmir
Tel : 0 232 421 59 77
Fax : 0 232 422 02 61

İzmir Bornova Branch
Mustafa Kemal Cad. 553 Sok. No: 2/A
Bornova/İzmir
Tel : 0 232 374 62 60
Fax : 0 232 374 38 69

Ege Serbest Bölge Branch
Akçay Cad. No: 144/1 C Blok 3.Modül
Gaziemir/İzmir
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İzmir Gıda Çarşısı Branch
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İzmir Hatay Branch
İnönü Cad. No: 250/A-1
Hatay/İzmir
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Fax : 0 232 250 56 05

İzmir Karabağlar Branch
Yeşillik Cad. No: 391/A
35400 Karabağlar/İzmir
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İzmir Karşıyaka Branch
Yalı Cad. No: 170/A
Karşıyaka/İzmir
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İzmit Branch
Ömer Ağa Mah. Demiryolu Cad.
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Fax : 0 262 331 39 46

Gebze Branch
Ismetpaşa Cad. Hacı Halil Mah. No: 24
41400 Gebze/Kocaeli
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Kahramanmaraş Branch
Trabzon Cad. Hafızali Efendi Meydanı
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46100 Kahramanmaraş
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Karabük Branch
Hürriyet Cad. No: 68
78000 Karabük
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Karadeniz Ereğli Branch
Müftü Mah. Yukarı Sok. No: 16
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Kayseri Branch
Millet Cad. No: 29
Kayseri
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Fax : 0 352 222 85 42

Konya Branch
Musalla Bağları Mah. Belh Cad. No: 10
42060 Selçuklu/Konya
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Konya Yeni Toptancılar Branch
Fevzi Çakmak Mah. Gıda Toptancılar Sitesi
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Fax : 0 332 238 80 39

Lüleburgaz Sanayi Branch
ZorluLinen Fabrikası Büyükkarıştıran
Kasabası Teyyare Meydanı Mevkii
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Fax : 0 288 436 25 58

Malatya Branch
İnönü Cad. No: 58
Malatya
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Fax : 0 422 324 36 96

Manisa Branch
Mustafa Kemal Paşa Cad. No: 12
Manisa
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Mersin Branch
Atatürk Cad. Sıdalı İşhanı No: 11
33010 Mersin
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Mersin Serbest Bölge Branch
Alaybeyoğlu Cad. Parkur İş Merkezi
F Adası 1/1, 33020 Mersin
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Nevşehir Branch
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Bodrum Branch
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Fax : 0 252 313 49 93

Fethiye Branch
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48300 Fethiye/Muğla
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Fax : 0 252 614 23 06

Marmaris Branch
Kemeraltı Mah. Ulusal Egemenlik Cad.
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Fax : 0 252 412 06 11

Ordu Branch
19 Eylül Meydanı No: 8
Ordu
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Fax : 0 452 223 15 60

Samsun Branch
Kale Mah. Gazi Cad. No: 64
55039 Samsun
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Fax : 0 362 435 80 52

Silopi Branch
İpekyolu Üzeri No: 30
Silopi-Şırnak
Tel : 0 486 518 76 00
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Sivas Branch
İstasyon Cad. Kongre Binası Karşısı No: 3
Sivas
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Fax : 0 346 221 14 24

Trabzon Branch
Maraş Cad. Zorlu Grand Otel Yanı No: 9
Trabzon
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Fax : 0 462 326 98 22

Uşak Branch
İsmet Paşa Cad. No: 31/B
64100 Uşak
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Fax : 0 276 224 38 10

Zonguldak Branch
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67020 Zonguldak
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DIRECTORY continued

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DenizFactoring A.Ş.
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DenizYatırım Menkul Kıymetler A.Ş.
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