

Power of Attorney
Türkiye İş Bankası A.Ş.

I am herewith appointing as my representative :

In order to represent me at the Ordinary General Meeting of Türkiye İş Bankası A.Ş. to be held on 31 March 2009 at 14:00 pm at the address İş Kuleleri 4. Levent İstanbul in the direction of my below mentioned views, with the authority to vote, to make proposals and to sign the necessary documents.

POWER OF ATTORNEY'S ADDRESS:

A-EXTENT OF THE AUTHORITY TO REPRESENT

a) The representative will be authorized to vote on every item of the agenda according to his view.

b) The representative will be authorized to vote on every item of the agenda according to special directives.

Special Directives: (Special Directives, if any, should be mentioned)

c) The representative is authorized to vote on every item of the agenda according to the proposals of the company.

d) The representative will be authorized to vote on other issues to arise during the Assembly, according to the below mentioned directives. (in case of no directives the representative may vote by his own)

Special Directives: (Special Directives, if any, should be mentioned)

B-STOCKS OWNED BY THE SHAREHOLDER

a) Class and serial:

b) Reg. Number:

c) Number/Nominal Value :.....

d) Preference at Voting or Not:.....

e)Registered or written to Bearer:

SHAREHOLDER'S NAME

SIGNATURE

ADDRESS

Note:

1. General rules concerning the power of attorney will apply, unless the shareholder makes a choice among the alternatives in Part A.
2. The proxy must obtain an "entrance card" from Türkiye İş Bankası A.Ş. in order to join the Annual General Meeting.
3. On the day of the general meeting, along with the proxy statement prepared by the shareholder and the "entrance card", the proxy should submit certified signature circular of the shareholder and apostille of the authority that certifies the circular.
4. If the shareholder is a natural person living abroad, proxy statement can be certified by the Turkish Consulate of that country.