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**SUBJECT** : **GECC and Dogus Holding's share transfer agreement**  
**DATE** : **December 24, 2007**

The following announcement was made by Garanti Bank's majority shareholders Dogus Holding A.S. and GE Arastirma ve Musavirlik Ltd.:

GE Capital Corporation ("GECC") and Dogus Holding reached an agreement regarding the transfer of the YTL 97,650,000 nominal non-trading shares of T.Garanti Bank A.S. owned by GE Arastirma ve Musavirlik Ltd., the subsidiary of GECC, representing 4.65% of the issued share capital of T.Garanti Bank A.S.

According to the agreement between the parties, the total amount of consideration for the shares shall be USD 674,250,000 and the settlement of the transaction shall take place on December 27, 2007, off-exchange, without the need for the engagement of any intermediary institution.

GE Arastirma ve Musavirlik Ltd. shall own 20.85% and Dogus Holding shall own 30.15% of the issued share capital of T.Garanti Bank A.S. after the said transfer. The Shareholders' Agreement signed by the parties on December 22, 2005 and disclosed to the public on March 23, 2006, stating the management principles, number of members of the Board of Directors and their appointment principles, shall remain in full force and effect and the transfer disclosed herein shall not result in any change in the control and management of T.Garanti Bank A.S.

Yours sincerely,

Garanti Bank