

Legal Disclosures

Information on the Extraordinary General Assembly Meeting during the Reporting Period, If Applicable

An Extraordinary General Assembly Meeting was not convened during 2012. An Extraordinary General Assembly Meeting was convened on 25 March 2013.

Affiliated Companies Report

The conclusion part of the report that is prepared by the company's Board of Directors and that discloses our relations with the controlling company and affiliated companies pursuant to Article 199 of the Turkish Commercial Code is quoted below.

Pursuant to Article 199 of the Turkish Commercial Code no. 6102 that went into force on 01 July 2012, the company's Board of Directors is obliged to issue a report on the company's relations with the controlling company and the companies affiliated to the controlling company during the past operating year within the first three months of the current operating year, and to incorporate the conclusion part of the said report in its annual report.

Necessary disclosures on the transactions our company carried out with the associated parties are covered in the present report. In this report, the company's Board of Directors concluded that in all transactions the company carried out during 2012 with its controlling company or with its affiliates, an appropriate counter-performance was provided in each transaction according to the conditions and state known to us at the time the transaction and/or the action was realized/taken or avoided; that there were no actions taken or avoided which might potentially cause loss to the company, and that there are no transactions or actions that would require equalization within this scope.

Donations and Grants

The company may, from time to time, make donations and grants to foundations, associations, universities and similar institutions, which are founded with social motives, subject to the principles set out by the Capital Markets Board.

During 2012, the company's donations and grants to various organizations and institutions amounted to TL 140.525.

Lawsuits Filed Against the Company with a Potential Impact on the Company's Financial Standing and Activities and Possible Results

The related disclosure is presented in note 22 to financial statements for the period 01 January 2012 - 31 December 2012.

Disclosure of Administrative or Judicial Sanctions Against the Company or the Members of the Governing Body on Account of Practices Violating the Provisions of Legislation

There are no administrative or judicial sanctions imposed against the company or the members of the governing body on account of any practice violating the provisions of legislation.

Changes in the Articles of Incorporation during the Reporting Period

It has been approved to amend "Article 8 - Board of Directors", "Article 9 - Duration of the Board of Directors", "Article 10 - Board of Directors Meetings", and "Article 13 - Remuneration of the Board of Directors" and to supplement "Article 35 - Compliance with Corporate Governance Principles" to the company's articles of incorporation by T.R. Prime Ministry Capital Markets Board letter no. 3903 dated 06 April 2012 and by the T.R. Ministry of Customs and Trade General Directorate of Domestic Trade permission no. 2657 dated 10 April 2012; the same have been laid down for the approval of shareholders, and unanimously agreed and ratified, at the ordinary general assembly meeting held on 15 May 2012.

It has been approved to amend "Article 16 - Board of Directors" of the company's articles of incorporation by the T.R. Prime Ministry Capital Markets Board letter no. 2056 dated 04 March 2013 and by the T.R. Ministry of Customs and Trade General Directorate of Domestic Trade permission no. 1537 dated 06 March 2013; the same has been laid down for the approval of shareholders, and unanimously agreed and ratified, at the extraordinary general assembly meeting held on 25 March 2013.

Financial Rights Provided to the Members of the Board of Directors and Senior Executives

Financial rights provided to the chairperson, members of the Board of Directors and Senior Executives are determined within the frame of the Remuneration Policy posted on our website. In the twelve months that ended on 31 December 2012, remunerations and similar payments made to the members of the Board of Directors and senior executives amounted to TL 2,967,572.

Disclosures Concerning Special Audit and Public Audit Conducted During the Fiscal Year

During 2012, regular audits have been performed by various public agencies, after which no material notices have been served on our party.

The Company's Shareholders' Equity

The shareholders' equity worth TL 436,175,692 as at 31 December 2012 indicates that the issued capital of TL 44,951,051.25 has been very well maintained.