

Pursuant to Our Directors Board's Resolution dated February 27<sup>th</sup> 2013; the General Assembly shall be offered to reserve and distribute 2012 Net Profit of 307.263.663, 43. - TL as follows in accordance with Article 55 of our Articles of Association which is currently in force.

1. in accordance with the 1st subparagraph of paragraph (a) of 55th article of our Articles of Association, to the allocation of 15.363.183,17 TL which is 5% of the net profit as legal reserve fund,
2. in accordance with the 2nd subparagraph of paragraph (a) of 55th article of our Articles of Association, to the allocation of 15.363.183,17 TL which is 5% of the net profit as provision for loss, which may come into existence in the future,
3. According to article 5-(1)/e of Corporate Tax Code numbered 5520, 2.141.466,71 TL will be classified into a specific account of Equity as "property sale income", to be used in the capital increase if needed,
4. in accordance with the paragraph (b) of 55th article of our Articles of Association, to the allocation of 110 Billion shares, paid-up and non-paid-up, with 1 Kuruş nominal value, (on account of 6%) to be 0,06 Kuruş to each of them, the total amount of 66.000.000.- TL as first profit share,
5. Out of the 208.395.830,38 TL, the remnant after the reduction of 1-4 articles above, in accordance with the paragraph (c) of 55th article of our Articles of Association,
  - a) to the distribution of gross amount of 1.894,51 TL, which is 5% of the aforementioned remainder (to be limited with the part of 200.000 of paid-in-capital), to the founder shares to be 18,95 TL to each founder share;
  - b) to the distribution of gross amount of 1.041.979,15 TL, which is the 0,5% of the aforementioned remainder, to the Members of Board of Directors;
  - c) to the distribution of gross amount of 6.251.874,91-TL, which is the 3% of the aforementioned remainder, to the employees in accordance with the Resolution of Board of Directors;
6. in accordance with the paragraph (d) of 55th article of our Articles of Association, to the allocation of 110 Billion shares, paid-up and non-paid-up, with 1 Kuruş nominal value, (on account of 14, 73%) to be 0,1473 Kuruş to each of them, the total amount of 162.000.000.- TL as second profit share,
7. in accordance with 519th article of Turkish Trade Code, to the allocation of 18.029.574,86 TL as statutory reserve fund,
8. to the allocation of 21.070.506,95 TL, the remainder, as extraordinary reserve fund,

9. to the distribution of 228.000.000.-TL, in full, which is the total of first and second profit shares stated in 4th and 6th articles above, 60.000.000.-TL which is 5,45% of the paid-in capital is to be distributed to shareholders as cash dividend and remaining 168.000.000.-TL which is 15,27% of the paid-in capital, shall be distributed as stock dividend in the capital increase from 1.100.000.000.-TL to 1.300.000.000.-TL,
10. to the allocation of 28.378.468,32 TL, due to expiry of the time determined by the relevant regulation, as extraordinary reserve fund, which was exempted from Corporate Tax and allocated from 2007 profit to be retained in a special account in accordance with the Article 5-(1)/e of the Corporate Tax Code,
11. to the distribution of dividends of the year of 2012 equivalent to 168.000.000.- TL as bonus shares subsequent to the registration of the said shares by the Capital Markets Board and the distribution of cash dividends equivalent to 60.000.000.-TL starting March 27<sup>th</sup>, 2013 ; to recommend to the General assembly to entitle the Board of Directors for all procedures related to all issues projected above