

## 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 26 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, from time to time, makes donations to foundations established for various purposes and to similar persons and/or institutions within the frame of the borders set by the relevant requirements of the Capital Market Law.

During 2012, the company's donations and grants to various organizations and institutions amounted to TL 23,149.

### 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

By the preliminary permission no. 3827 dated 05 April 2012 of the Republic of Turkey Prime Ministry Capital Markets Board and by the permission letter no. 2626 dated 09 April 2012 of the Republic of Turkey Ministry of Customs and Trade Directorate General of Domestic Trade, approval has been granted for amending "Article 11 - Board of Directors", "Article 14 - General Assembly of Shareholders", "Article 18 - Promulgations" of the company's articles of incorporation, and for supplementing "Article 24 - Compliance with Corporate Governance Principles" thereto. The said amendments and supplement have been laid down for the approval of shareholders, and unanimously agreed and ratified at the General Assembly Meeting held on 08 May 2012.

The amendment of "Article 14 - General Assembly of Shareholders" of the company's articles of incorporation has been approved by the letter no. 29833736-110.03.02-580/2299 dated 08 March 2013 of the Republic of Turkey Prime Ministry Capital Markets Board and by the preliminary permission no. 67300147/431.02.1884-302820-2718/1736 dated 12 March 2013 of the Republic of Turkey Ministry of Customs and Trade Directorate General of Domestic Trade, and the same has been laid down for the approval of shareholders, and unanimously agreed and ratified at the extraordinary general assembly meeting convened on 26 March 2013.

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

Financial rights provided to the chairperson and members of the Board of Directors 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 449,599.

### 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 company has an issued capital of TL 40,000,000 and shareholders' equity worth TL 21,828,366 as at 31 December 2012; hence, no situation arises that would be considered under Article 376 of the Turkish Commercial Code.