

**THE MINUTES OF THE ORDINARY GENERAL MEETING OF SHAREHOLDER
OF THE COMPANY DOĞAN ŞİRKETLER GRUBU HOLDİNG A.Ş. HELD ON
WEDNESDAY, 23 JUNE 2010**

Ordinary General Meeting of Shareholders concerning the Fiscal Period between 01.01.2009-31.12.2009 of Doğan Şirketler Grubu Holding A.Ş. was held on Thursday, June 23rd, 2010, at 10:30 A.M., at the address of Altunizade, Oymacı Sok., No: 15 Üsküdar 34662 Istanbul, under the supervision of the Ministry Commissioner, Nevzat ÖZER, assigned by virtue of the Letter Number 41459, dated 22.06.2010 of Istanbul Provincial Directorate of Industry and Commerce.

Invitation to the meeting was timely executed in accordance with Turkish Commercial Code and the relevant law, as well as with the Articles of Association of the said Company, in the form of a declaration, including the date, agenda, and place of the said meeting, on the Issue 7575 of Turkish Trade Registry Gazette, dated 01 June 2010, as well as on the Issue 22598 of Milliyet Newspaper, dated 01 June 2010.

As a result of the examination of the list of attendants, it was understood that out of 2,450,000,000 shares corresponding to the total capital of the company, TL 2,450,000,000.-, 1,212,089,020 shares corresponding to a capital of TL 1,212,089,020.- were represented in person, and 235,836,317 shares corresponding to a capital of TL 235,836,317 were represented by proxy, and thereby, 1,447,925,337 shares corresponding to a capital of TL 1,447,925,337.- in total, were represented at the meeting, and that the Board of Directors was represented by İmre Barmanbek, and Board of Audit by Cem Soylu, and thus the minimum meeting quorum as prescribed both by Turkish Commercial Code and the respective law and the Articles of Association were present; the meeting was opened by Mrs. İmre Barmanbek, Vice Chairman of Board of Directors, and it was proceeded with the discussion of the agenda.

UPON THE DISCUSSIONS ON THE AGENDA;

1. İmre Barmanbek was unanimously elected as the Chairperson of the Presiding Committee, Yener Şenok and Selma Uyguç were appointed as scrutineers, And Tolga Babalı as Secretary

By unanimous vote.

2. The signatory power for signing the minutes of the meeting on behalf of the attendants was unanimously granted to the Presiding Committee.

3. Pursuant to the permit dated 18 May 2010 and number 637 of Republic of Turkey, Prime Ministry Capital Market Board and the permit dated 20 May 2010 and number 2833 of Republic of Turkey, Ministry of Industry and Commerce, the replacement of the Article 4 entitled "Subject" in the Articles of Association of our Company with its new form as included in the attached amendment text has been negotiated and accepted by unanimous vote.
4. The Annual Board Report, Auditors Report, Independent Audit Report as well as the Balance Sheets and Income Statement regarding the Fiscal Year 01.01.2009-31.12.2009 have been read, negotiated and voted separately; despite the total abstaining votes of 8.332.739, which were cast by the following companies represented Berna Yazkan: Blackrock Institutional Trust Company N.A.with 1.440.626 votes, Black Rock Institutional Trust Company N.A. Investment Funds For Employee Benefit Trusts with 870.524 votes, BGI Emerging Markets Strategic Insights Fund Ltd. with 145.559 votes, Ishares MSCI Turkey Investable Market Index Fund with 5.400.441 votes, Ishares MSCI ACWI Ex Us Index Fund with 145.394 votes, Ishares MSCI ACWI Ex Index Fund with 165.648 votes, Emerging Markets Index Non Lendable Fund B with 52.000 votes, Emerging Markets Index Non Lendable Fund B with 112.547 votes the aforementioned reports, balance sheet and income statements have been approved by a large majority of 1.439.592.598 affirmative votes.
5. The release of the Members of Board of Directors from the transactions and accounts of the Fiscal Period of 01.01.2009-31.12.2009 was put on vote individually for each member, and upon the voting in which the concerned persons did not attend, the Members of Board of Directors were unanimously released.
6. The release of the Members of Board of Auditors from the transactions and accounts of the Fiscal Period of 01.01.2009-31.12.2009 was put on vote individually for each member, and upon the voting in which the concerned persons did not attend, the Members of Board of Auditors were unanimously released.
7. The Board's proposition for the profit of the period has been read. As a result of the negotiations that have been held, when, according to the consolidated financial statements regarding 01.01.2009 – 31.12.2009 which have been prepared consistent with International Accounting Standards and International Financial Reporting Standards within the provisions of the Notification Series XI No. 29 of Capital Markets Board and independently audited and the presentation principals of which have been determined as per the decisions of Capital Markets Board (SPK) with respect to the matter in question, "period tax expenses", "deferred tax expenses" and the main non partnership shares are taken into consideration it is understood that a "Consolidated Net Period Loss" of 114.112.532 TL has been registered, and thus it has been unanimously decided that no profit distribution be made with respect to the fiscal period of 01.01.2009-31.12.2009 within the profit distribution arrangements of SPK; and that a period profit of 38.204.673 TL be registered in our financial records which are being kept in accordance with the provisions of Turkish Commercial Code and Tax Procedure Law, and that after having deducted the corporate tax to be made out of the aforementioned sum and set aside the 1st

primary legal reserve fund of 1.515.341 through the remaining 30.306.817 TL, the sum of 14.730.670 TL coming from sales out of the remaining sum of 28.791.476 TL be transferred to other profit reserves as per the Tax Legislation and the remaining sum of 14.060.806 TL be transferred to the Extraordinary Reserves.

8. It was unanimously resolved that number of members of the Board of Directors be 9 (nine), and they retain the Office until the next ordinary general meeting and their remunerations per month be net TL 2.500 per each;

| | |
|------------------------------|---|
| Aydın Doğan | (T.R. ID No.) |
| Arzuhan Yalçındağ | (T.R. ID No.) |
| Vuslat Sabancı | (T.R. ID No.) |
| Hanzade Vasfiye Doğan Boyner | (T.R. ID No.) |
| İmre Barmanbek | (T.R. ID No.) |
| Mehmet Ali Yalçındağ | (T.R. ID No.) |
| Taylan Bilgel | (T.R. ID No.) (representing the Aydın Doğan Foundation) |
| Ali İhsan Karacan | (T.R. ID No.) (representing the Aydın Doğan Foundation) |
| Ragıp Nebil İlseven | T.R. Identity No. (representing Adilbey Holding A.Ş.) |

The aforementioned persons have been appointed by a majority affirmative votes of 1.443.848.479 despite the total negative votes of 4.076.858 which were cast by the following corporations represented by Berna Yazkan; City Of Edmonton Equity Unit Trust with 226.387 votes, Caisse De Depot Et Placement Du Quebec with 1.431.363 votes, SSB RBKJ Emerging Markets Equity Trust (4) with 81.950 votes as well as Fortis L Fund Equity Turkey with 2.337.158 votes which is represented by Hikmet Vuslat Sümen.

9. It was unanimously decided that number of the Auditors be 2 (two), they retain the office until the next Ordinary General Meeting, and their remunerations per year be net TRY 1,000 per each, and the following persons have been appointed as Auditors;

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|-----------------|----------------------|
| Memduh Çoşkuner | (T.R. ID No:) |
| Cem Soylu | (T.R. Identity No.) |

By unanimous vote.

10. Despite the negative votes of 2.337.158 cast by Fortis L Fund Equity Turkey represented by Hikmet Vuslat Sümen, it has been decided by the majority affirmative vote of 1.445.588.179 that DRT Bağımsız Denetim ve Serbest Muhasabeci Mali Müşavirlik A.Ş. (Member of Deloitte) which has been appointed by the Board of Directors within the framework of the provisions of Notification Series X No 22 of Capital Market Board be approved as the Independent Audit Company to work with our company for the account term of the year 2010.
11. Within the scope of the provisions of Article 14 of the Articles of Association of the Company, and by virtue of the respective permission of the Capital Market Board, it has

been decided to have the Board of Directors on the topics of issuing Bonds and/or Commercial Bills up to the limit permitted by Turkish Commercial Law, Capital Market Law, and the respective regulations, and on designating the amount and denominations, interest rates, times of payment of the Bonds and/or Commercial Bills to be issued, and on other respective topics as well by the majority of the votes, amounting to a total of 1,434,490,274 affirmative votes against a total of 13,435,063 negative votes, 1,440,626 of which was cast by Blackrock Institutional Trust Company N.A., 870,524 of which by Black Rock Institutional Trust Company N.A. Investment Funds For Employee Benefit Trusts, 145,559 of which by BGI Emerging Markets Strategic Insights Fund Ltd., 5,400,441 of which by Ishares MSCI Turkey Investable Market Index Fund, 145,394 of which by Ishares MSCI ACWI Ex Us Index Fund, 165,648 of which by Ishares MSCI ACWI Ex Index Fund, 52,000 of which by Emerging Markets Index Non Lendable Fund B, 112,547 of which by Emerging Markets Index Non Lendable Fund B, 16,089 of which by John Hancock Trust International Equity Index Trust A, 26,757 of which by John Hancock Trust International Equity Index Trust B, 20,271 of which by John Hancock Funds II International Equity Index Fund, 148,450 of which by IBM Savings Plan, 14,648 of which by UAW Retiree Medical Benefits Trust, 226,387 of which by City Egmonton Equity Unit Trust, 1,431,363 of which by Caisse Du Depot Et Placement Du Quebec, 81,950 of which by SSB RBKJ Emerging Markets Equity Trust (4), 212,313 of which by Australian Reward Investment Alliance, represented by Berna Yazkan, 70,444 of which by Optimix Wholesale Global Share Trust, represented by Duygu Berkil, and 2,337,158 of which by Fortis L Fund Equity Turkey, 331,409 of which by Master Trust Bank of Japan Ltd., and 185,085 of which by Commonwealth Global Share Fund, represented by Hikmet Vuslat Sümen.

12. It was unanimously decided to confer upon the Members of the Board of Directors to engage with the business that is in the business field of the Company in person, or on behalf of others, and become a partner of the Companies that engage with such fields of business, and perform other transactions as per the Articles 334 and 335 of Turkish Commercial Law.
13. It was proceeded with the informing of the shareholders pursuant to the article 13 of the agenda without voting. The Vice Chairman of the Board Dear İmre Barmanbek has briefly made the following statement "Our company has made a total donation of 876.665 TL in the fiscal year of 01.01.2009-31.12.2009, most of which has been allocated for the purposes of education, health and social aid. No benefit has been obtained in favor of company shareholders or third persons by way of granting mortgages, pledges and similar guarantees. The profit distribution decisions of our company regarding 2010 and the subsequent years are determined in line with the provisions of Turkish Commercial Law, Capital Market Legislation, Capital Market Regulatory and Decisions, Corporate Tax, Income Tax, and other relevant legislations as well as our Company's Articles of Association and Profit Distribution Policy". The shareholders concerned have been informed as per the decision number 5/150 of Capital Market Board dated 04.03.2010.

The following companies represented by Berna Yazkan have cast the following number of abstaining votes: Blackrock Institutional Trust Company N.A. with 1.440.626 votes, Black Rock Institutional Trust Company N.A. Investment Funds For Employee Benefit Trusts with 870.524 votes, BGI Emerging Markets Strategic Insights Fund Ltd. with 145.559 votes, Ishares MSCI Turkey Investable Market Index Fund with 5.400.441 votes, Ishares

MSCI ACWI Ex Us Index Fund with 145.394 votes, Ishares MSCI ACWI Ex Index Fund with 165.648 votes, Emerging Markets Index Non Lendable Fund B with 52.000 votes, Emerging Markets Index Non Lendable Fund B with 112.547 votes, John Hancock Trust International Equity Index Trust A with 16.089 votes, John Hancock Trust International Equity Index Trust B with 26.757 votes, John Hancock Funds II International Equity Index Fund with 20.271 votes, IBM Savings Plan with 148.450 votes, UAW Retiree Medical Benefits Trust with 14.648 votes, City Egmonton Equity Unit Trust with 226.387 votes, Caisse Du Depot Et Placement Du Quebec with 1.431.363 votes, SSB RBKJ Emerging Markets Equity Trust (4) with 81.950 votes, Australian Reward Investment Alliance with 212.313 votes, and Optimix Wholesale Global Share Trust, represented by Duygu Berkil, with 70.444 votes, Master Trust Bank of Japan Ltd., represented by Hikmet Vuslat Sümen, with 331.409 votes, and Commonwealth Global Share Fund with 185,085 votes in total the aforementioned companies have cast a total of 11.097.905 abstaining votes with respect to the aforementioned items.

14. Wishes for company's becoming successful in its business were shared.

The meeting was closed, there being no other issue left to be negotiated on the agenda.

These Minutes were drawn up and signed at the meeting site. 23.06.2010

**COMMISSIONER OF T.R. MINISTRY OF
INDUSTRY AND TRADE
COMMISSIONER
NEVZAT ÖZER**

**CHAIRPERSON OF THE
PRESIDING COMMITTEE
İMRE BARMANBEK**

**SCRUTINEER
SELMA UYGUÇ**

**SCRUTINEER
YENER ŞENOK**

**SECRETARY
TOLGA BABALI**

ANNEX: General Assembly Meeting Minutes Annex Articles of Association Text of Amendment

DOĞAN ŞİRKETLER GRUBU HOLDİNG ANONİM ŞİRKETİ
ARTICLES OF ASSOCIATION AMENDMENT TEXT

| FORMER TEXT | NEW TEXT |
|---|--|
| <p>SUBJECT Article 4:</p> <p>The Holding may principally carry out the following operations in order to achieve its objective.</p> <p>With regard to any and all domestic and foreign companies founded or to be founded in such fields as all kinds of commerce, industry, agriculture, mining, energy, construction, transportation, finance, trade, banking, insurance, tourism, servicing, press and advertising, provided that such businesses do not have a nature of brokerage and securities portfolio management,</p> <p>a) It may participate in their capitals, managements and audits whether at course of their foundation or afterwards.</p> <p>b) It may participate in their any and all capital increases whether it is previously a shareholder or not.</p> <p>c) It may purchase, sell to others or replace with other bonds and shares, share certificates, founder and other dividend shares, partnership interests, all kinds of bonds, bills of finance, participation dividend, profit and loss sharing certificates that have been issued or will be issued by them, or other stocks or securities to be accepted by Capital Market Board, provided that the Company does not act as a broker or portfolio manager in doing so.</p> <p>ç) It may purchase and sell share and dividend coupons of any and all share certificates or dividends and interest coupons of bonds, separately from their bonds, to the extent allowed by the Capital Market Legislation provided that the</p> | <p>SUBJECT: Article 4:</p> <p>The Holding may principally carry out the following operations in order to achieve its objective.</p> <p>With regard to any and all domestic and foreign companies founded or to be founded in such fields as all kinds of commerce, industry, agriculture, mining, energy, construction, transportation, finance, trade, banking, insurance, tourism, servicing, press and advertising, provided that such businesses do not have a nature of brokerage and securities portfolio management,</p> <p>a) It may participate in their capitals, managements and audits whether at course of their foundation or afterwards.</p> <p>b) It may participate in their any and all capital increases whether it is previously a shareholder or not.</p> <p>c) It may purchase, sell to others or replace with other bonds and shares, share certificates, founder and other dividend shares, partnership interests, all kinds of bonds, bills of finance, participation dividend, profit and loss sharing certificates that have been issued or will be issued by them, or other stocks or securities to be accepted by Capital Market Board, provided that the Company does not act as a broker or portfolio manager in doing so.</p> <p>ç) It may purchase and sell share and dividend coupons of any and all share certificates or dividends and interest coupons of bonds, separately from their bonds, to the extent allowed by the Capital Market Legislation provided that the</p> |

Company does not act as a broker in doing so.

d) It may act as the intermediary for the subscription transactions of the capital increases or issue of bonds, supply the aspects of placement and minimum yield of these transactions; it may undertake, warrant and guarantee that the capital and interests of the sold bonds will be paid when they are due, provided these are limited with the affiliates of the Holding.

e) It may give any and all loans and advances with or without guarantee in order to meet their financing needs, provided that it doesn't act contrary to the legislation regarding lending transactions.

f) It may make commitments, provide guarantees for the provision of loans they will take from banks and other finance institutions, and the tax and duties which have been deferred to certain due dates or total exemption from which have been bound to the realization of certain conditions by the official bodies, and it may take any and all surety in return.

B) Holding may;

Establish any and all partnerships with local or foreign real person and legal entities which are engaged in or going to be engaged in all kinds of commerce, industry, agriculture, mining, energy, construction, transportation, finance, trade, banking, insurance, tourism, servicing, press and advertising, participate in the administration and auditing of any and all entities that are engaged in business in these fields, and directly establish entities and make investments in the abovementioned activity fields under its name.

b) Be engaged in import and export included in its scope of activities.

c) Purchase and sell any and all privileges, patents, know-how and licenses, conclude lease agreements in order to use them against a certain cost, cause them to be

Company does not act as a broker in doing so.

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c) Purchase and sell any and all privileges, patents, know-how and licenses, conclude lease agreements in order to use them against a certain cost, cause them to be used

used by its affiliates and hire them out to others.

ç) Obtain any and all searching and operating licenses in accordance with the Mining law and stone quarries regulation, take over this type of licenses held by real person or legal entities, assign its licenses or use them jointly.

d) Conclude agreements based on financial liability distribution with local or foreign real person or legal entities it is in cooperation with.

C) Holding may carry out project development works in order to find new investment fields. It may assign the projects developed by it to the companies or other entities it has participated in or not against a cost or for free.

Ç) Holding may provide consultancy and any and all services on the subjects of investment, financing, organization, management and marketing to the companies and other entities it has participated in or not against a charge or for free in accordance with the provisions of Capital Market Law and the respective legislation.

D) Holding may acquire short-, medium-, and long-term guarantees, sureties, letters of guarantee and all other loans for commercial, industrial, tourism, import and export purposes for the facilities it will establish, the investments it will make and its current requirements from local and foreign businesses, private and public institutions; make loans, obtain letters of guarantee and surety, borrow money, and to these ends, mortgage the Holding's real properties, pledge its movable properties, execute enterprise pledges, and make all other necessary disposals,

E) Holding may acquire real estates or real and private rights related to real estates through such means including purchase, construction and build-operate-transfer, appropriate real estates and real and private

by its affiliates and hire them out to others.

ç) Obtain any and all searching and operating licenses in accordance with the Mining law and stone quarries regulation, take over this type of licenses held by real person or legal entities, assign its licenses or use them jointly.

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D) Holding may acquire short-, medium-, and long-term guarantees, sureties, letters of guarantee and all other loans for commercial, industrial, tourism, import and export purposes for the facilities it will establish, the investments it will make and its current requirements from local and foreign businesses, private and public institutions; make loans, obtain letters of guarantee and surety, borrow money, and to these ends, mortgage the Holding's real properties, pledge its movable properties, execute enterprise pledges, and make all other necessary disposals,

E) Holding may acquire real estates or real and private rights related to real estates through such means including purchase, construction

rights acquired in any way at its discretion including sale, transfer and assignation, and establish mortgages and other real or private rights thereon, wholly or partially hire out the same.

Holding may receive, give all kinds of real, private and cash guarantees and sureties including mortgage, commercial enterprise and securities pledges for collection, payment and security of its own rights, receivables and payables, and of even the payables of third parties, make all appropriations thereon as well as release the commercial enterprise and securities pledges, and return the guarantees received.

and build-operate-transfer, appropriate real estates and real and private rights acquired in any way at its discretion including sale, transfer and assignation, and establish mortgages and other real or private rights thereon, wholly or partially hire out the same.

Holding may receive, give all kinds of real, private and cash guarantees and sureties including mortgage, commercial enterprise and securities pledges for collection, payment and security of its own rights, receivables and payables, and of even the payables of third parties, make all appropriations thereon as well as release the commercial enterprise and securities pledges, and return the guarantees received.

With regard to the transactions indicated in paragraphs D and E above, Holding may take, give any and all surety in kind and in person including guarantee, surety, mortgage and pawn in favour of 3rd persons including holding's affiliates and joint companies and on behalf of the Holding, carry out any and all disposals on the same as well as release the mortgages, commercial pledges and pawns and return the guarantees, provided that Holding observes the provisions of Capital Market Law, Capital Market Board's regulations and other legislations in force.

F) Holding may found aid funds and other social organizations with legal personality, allocate funds for the officers, doormen and workers of the companies it participates in as per Turkish Commercial Code article 468, may participate in the management and operation of such organizations in order to ensure their durability. It may be engaged in the investments that will make better use of the assets of these organizations. Holding may establish foundations with social purposes for its members in accordance with the provisions of Law, participate in and help this type of foundations.

F) Holding may found aid funds and other social organizations with legal personality, allocate funds for the officers, doormen and workers of the companies it participates in as per Turkish Commercial Code article 468, may participate in the management and operation of such organizations in order to ensure their durability. It may be engaged in the investments that will make better use of the assets of these organizations. Holding may establish foundations with social purposes for its members in accordance with the provisions of Law, participate in and help this type of foundations.

Within the principles specified by Capital Market Board, Holding may give support and

G) Holding may also carry out any and all commercial and industrial works with its own shareholders and board of directors.

Ğ) If the Holding decides to start other businesses which are deemed useful for the company in the future other than the abovementioned, the company shall be able to carry out such business after a decision is taken to that effect upon its submission to the general meeting by the board of directors. In order to implement this resolution which is in the nature of an amendment in the articles of association, authorization shall be obtained from the Ministry of Industry and Commerce and Capital Market Board.

donations to the departments included in the general budget, supplementary budget administrations, private provincial administrations, municipalities, villages, foundations granted tax exemption by the Council of Ministers, associations deemed to be useful for public interests, organizations and institutions engaged in scientific research and development, universities, and persons or institutions with similar nature.

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Ğ) If the Holding decides to start other businesses which are deemed useful for the company in the future other than the abovementioned, the company shall be able to carry out such business after a decision is taken to that effect upon its submission to the general meeting by the board of directors. In order to implement this resolution which is in the nature of an amendment in the articles of association, authorization shall be obtained from the Ministry of Industry and Commerce and Capital Market Board.

THE LIST OF ATTENDANTS OF THE ORDINARY GENERAL MEETING OF SHAREHOLDERS OF THE COMPANY DOĞAN ŞİRKETLER GRUBU HOLDING ANONİM ŞİRKETİ FOR THE FISCAL YEAR 01.01.2009-31.12.2009 HELD ON 23 JUNE 2010

| NAME, SURNAME, TITLE AND ADDRESS OF THE SHAREHOLDER | CAPITAL AMOUNT IN TL | NUMBER OF SHARES, SHARE ACQUISITION TYPE | REPRESENTATION TYPE IN PERSON/BY PROXY | NAME AND SURNAME OF THE PROXY | SIGNATURE |
|---|----------------------|--|--|-------------------------------|-----------|
| 1 ADILBEY HOLDING A S T.C - Altunzade, Oymaci Sokak No 15/1 Uskudar 34662 İstanbul | 1.207.359.975 | 1.207.359.975 | IN PERSON | YENER SENOK | |
| 2 AYDIN DOĞAN T.C - Altunzade, Oymaci Sokak No 15/1 Uskudar 34662 İstanbul | 188.907.058 | 188.907.058 | BY PROXY | RAĞIP NERİL İLSEVEN | |
| 3 ARZUHAN YALÇINDAĞ T.C - Altunzade, Oymaci Sokak No 15/1 Uskudar 34662 İstanbul | 25.503.044 | 25.503.044 | BY PROXY | SELMA UYGUÇ | |
| 4 AYDIN DOĞAN VAKFI Altunzade, Oymaci Sokak No 15/1 Uskudar 34662 İstanbul | 4.679.045 | 4.679.045 | IN PERSON | MURAT DOĞU | |
| 5 SAVAŞ ERGÜDER - T.C - | 50.000 | 50.000 Stock Exchange | IN PERSON | | |
| 6 OPTİMİZ WHOLESALÉ GLOBAL SHARE TRUST- AVUSTURALYA- 347 Kent Street Sydney NSW 2000- Avustralya | 70.444 | 70.444 Stock Exchange, 08.12.2009 | BY PROXY | DUYGU BERNİL | |
| 7 FORTIS L FUND EQUITY TURKEY SICAV Belçika- Avenue De Lastronomie 14-1210 Brussels- Belçika | 2.337.158 | 2.337.158 Stock Exchange, 28.02.2008 | BY PROXY | HİKMET VUŞLAT SUNEN | |
| 8 MASTER TRUST BANK OF JAPAN LTD RE NTBC:400035147 - ABD- 40 Water Street Boston, MA 021093661 ABD | 331.409 | 331.409 Stock Exchange, 30.12.2005 | BY PROXY | HİKMET VUŞLAT SUNEN | |
| 9 COMMONWEALTH GLOBAL SHARE FUND 22- ABD- 111 Wall Street 24th Floor New York- ABD | 185.085 | 185.085 Stock Exchange, 31.10.2008 | BY PROXY | HİKMET VUŞLAT SUNEN | |
| 10 BLACKROCK INSTITUTIONAL TRUST COMPANY N.A - ABD- 400 Howard Street San Francisco California 94105 ABD | 1.440.626 | 1.440.626 Stock Exchange, 28.11.2008 | BY PROXY | BERNA YAZKAN | |
| 11 BLACKROCK INSTITUTIONAL TRUST COMPANY N.A INVESTMENT FUNDS FOR EMPLOYEE BENEFIT TRUSTSABD- 400 Howard Street San Francisco California 94105 ABD | 870.524 | 870.524 Stock Exchange, 16.02.2010 | BY PROXY | BERNA YAZKAN | |
| 12 BGI EMERGING MARKETS STRATEGIC INSIGHTS FUND LTD- Kuyman- 87 May Street George Town Grand Cayman KY1 9002 Kuyman | 145.559 | 145.559 Stock Exchange, 03.12.2008 | BY PROXY | BERNA YAZKAN | |
| 13 İŞİARES NİSÇİ TÜRKİYE İNVESTABE MARKET INDEX FUND- ABD- 400 Howard Street San Francisco California 94105 ABD | 5.400.441 | 5.400.441 Stock Exchange, 04.06.2008 | BY PROXY | BERNA YAZKAN | |

| | | | | | | |
|----|--|-----------|--|----------|--------------|--|
| 14 | ISHARES MSCI ACWI INDEX FUND- ABD- 400 Howard Street San Francisco California 94105 ABD | 145 394 | 145 394 Stock Exchange, 16 02 2010 | BY PROXY | BERNA YAZKAN | |
| 15 | ISHARES MSCI ACWI EX US INDEX FUND- ABD- 400 Howard Street San Francisco California 94105 ABD | 165 648 | 165 648 Stock Exchange, 23 10 2009 | BY PROXY | BERNA YAZKAN | |
| 16 | EMERGING MARKETS STRATEGIC INSIGHTS NON LENDABLE FUND B- ABD- 400 Howard Street San Francisco California 94105 ABD | 52 000 | 52 000 Stock Exchange, 03 12 2008 | BY PROXY | BERNA YAZKAN | |
| 17 | EMERGING MARKETS INDEX NON LENDABLE FUND B- ABD- 400 Howard Street San Francisco California 94105 ABD | 112 547 | 112 547 Stock Exchange, 04 06 2008 | BY PROXY | BERNA YAZKAN | |
| 18 | JOHN HANCOCK TRUST INTERNATIONAL EQUITY INDEX TRUST A- ABD- 601 Congress Street Boston MA 02110 ABD | 16 089 | 16 089 Stock Exchange, 15 04 2009 | BY PROXY | BERNA YAZKAN | |
| 19 | JOHN HANCOCK TRUST INTERNATIONAL EQUITY INDEX TRUST B- ABD- 601 Congress Street Boston MA 02110 ABD | 26 757 | 26 757 Stock Exchange, 28 01 2010 | BY PROXY | BERNA YAZKAN | |
| 20 | JOHN HANCOCK FUNDS II INTERNATIONAL EQUITY INDEX FUND- ABD- 601 Congress Street Boston MA 02110 ABD | 20 271 | 20 271 Stock Exchange, 12 05 2008 | BY PROXY | BERNA YAZKAN | |
| 21 | IBM SAVINGS PLAN- ABD- John Adams Buil 5- W 1776 Heritage Drive North Quincy MA 02171- ABD | 148 450 | 148 450 Stock Exchange, 27 09 2009 | BY PROXY | BERNA YAZKAN | |
| 22 | UAW RETIREE MEDICAL BENEFITS TRUST- ABD- PO Box 14309 Detroit MI 48214 ABD | 14 648 | 14 648 Stock Exchange, 11 08 2008 | BY PROXY | BERNA YAZKAN | |
| 23 | CITY OF EDMONTON EQUITY UNIT TRUST- Kanada- 3 Sir Winston Churchill Square 5th Floor Chancery Hall Edmonton Alberta T5J 2C3 Kanada | 226 387 | 226 387 Stock Exchange, 29 05 2008 | BY PROXY | BERNA YAZKAN | |
| 24 | CAISSE DE DEPOT ET PLACEMENT DU QUEBEC- Kanada- 1000 Place Jean Paul Riopelle Montreal QX H2Z 2B3 Kanada | 1 431 363 | 1 431 363 Stock Exchange, 29 05 2008 | BY PROXY | BERNA YAZKAN | |
| 25 | SSB RBKU EMERGING MARKETS EQUITY TRUST 4- Kayman Adaları- PO Box 31113 SMB Winward Three Fifth Floor Regalia Office Park Grand Cayman Kayman Adaları | 81 950 | 81 950 Stock Exchange, 28 10 2009 | BY PROXY | BERNA YAZKAN | |

| | | | | | | |
|----|--|----------------------|--|----------|--------------|--|
| 26 | AUSTRALIAN REWARD INVESTMENT ALLIANCE- Avustraliya- Level 10 12 Moore Street Caberra Ad 2601 Avustraliya | 212 313 | 212 313 Stock Exchange, 12 05 2008 | BY PROXY | BERNA YAZKAN | |
| 27 | COLLEGE RETIREMENT EQUITY FUND- ABD- 730 Third Avenue New York 10017 ABD | 1 071 405 | 1 071 405 Stock Exchange, 24 04 2009 | BY PROXY | BERNA YAZKAN | |
| 28 | CALIFORNIA PUBLIC EMPLOYEES RETIREMENT SYSTEM- ABD- 400 P Street Sacramento California 95812- 2749 ABD | 1 152 480 | 1 152 480 Stock Exchange, 18 12 2008 | BY PROXY | BERNA YAZKAN | |
| 29 | CALIFORNIA PUBLIC EMPLOYEES RETIREMENT SYSTEM- ABD- 400 P Street Sacramento California 95812- 2749 ABD | 371 504 | 371 504 Stock Exchange, 24 04 2009 | BY PROXY | BERNA YAZKAN | |
| 30 | CALIFORNIA PUBLIC EMPLOYEES RETIREMENT SYSTEM- ABD- 400 P Street Sacramento California 95812- 2749 ABD | 1 356 066 | 1 356 066 Stock Exchange, 03 10 2008 | BY PROXY | BERNA YAZKAN | |
| 31 | CALIFORNIA PUBLIC EMPLOYEES RETIREMENT SYSTEM- ABD- 400 P Street Sacramento California 95812- 2749 ABD | 690 053 | 690 053 Stock Exchange, 16 02 2010 | BY PROXY | BERNA YAZKAN | |
| 32 | CALIFORNIA PUBLIC EMPLOYEES RETIREMENT SYSTEM- ABD- John Adams Buid 5- W 1776 Heritage Drive North Quincy MA02171- ABD | 287 345 | 287 345 Stock Exchange, 14 08 2008 | BY PROXY | BERNA YAZKAN | |
| 33 | CALIFORNIA PUBLIC EMPLOYEES RETIREMENT SYSTEM- ABD- John Adams Buid 5- W 1776 Heritage Drive North Quincy MA02171- ABD | 3 062 299 | 3 062 299 Stock Exchange, 12 05 2008 | BY PROXY | BERNA YAZKAN | |
| | TOTAL | 1.447.925.337 | 1.447.925.337 | | | |

COMMISSAR OF THE MINISTRY OF INDUSTRY
AND COMMERCE

CHAIRMAN OF THE
PRESIDING
COMMITTEE

NEYZAT OZER

İNIRE BARMANBEK

SCRUTINEER

SCRUTINEER

SECRETARY

SELMA UYGUC

YENER SENOK

TOLGA BABALI

BY PROXY

: 25.836.317

NAMES AND SIGNATURES OF THE BOARD
MEMBERS AND AUDITORS PRESENT IN THE
MEETING

THE PARTNERSHIP AND CAPITAL STRUCTURES SHOWN IN
THE LIST OF ATTENDANTS ARE IN CONFORMITY WITH THE
SHARE LEDGER AND RECORDS
BOARD OF DIRECTORS

VICE CHAIRMAN OF THE BOARD OF DIRECTORS İNIRE BARMANBEK

MEMBER OF THE BOARD OF SUPERVISORS

CEN SOYLU

COMPANY CAPITAL : 2.450.000.000

TOTAL NUMBER OF : 2.450.000.000
SHARES

MINIMUM MEETING : 25%
QUORUM

PRESENT MEETING : % 59,10 1.447.925.337
QUORUM

IN PERSON : 1.212.089.020