

It is unanimously resolved that this resolution to be submitted to the approval of our shareholders in the Ordinary General Assembly Meeting of our Company for the year 2012;

**1.** Our Company's net profit of the fiscal year 2012 according to the independently audited consolidated financial tables prepared in accordance with "Capital Market Board Communiqué About Financial Reporting in Capital Markets Serial: XI No: 29" is TL 285.858.000 and according to the clauses of the Turkish Commercial Code and Tax Procedure Law is TL 210.848.826,

**2.** Profit of TL 285.858.000 of the profit after tax set forth in the consolidated financial statements will be the base for distribution of profit pursuant to the Capital Market Board Communiqué Serial IV No: 27,

**3.** As it is obligatory to set aside first legal reserves until the reserve amount reaches 20% of the paid in capital in accordance with Article 519 of Turkish Commercial Code, it is decided to reserve TL 10.542.441 first legal reserves for 2012,

**4.** It is determined that TL 276.080.645, which is reached by adding the donations in the amount of TL 765.086 made during the year to the distributable profit of TL 275.315.559 for the year 2012 according to the consolidated financial statements, shall be the base for first dividend.

**5.** It is decided to distribute TL 55.216.129, which corresponds to 20% of TL 276.080.645, which is considered as the base of the first dividend in accordance with "Capital Market Board Communiqué Serial IV No: 27" as cash first dividend and to distribute TL 87.712.871 as cash second dividend.

**a.** TL 142.929.000, which is the total cash dividend amount to be distributed shall be covered by current period net profit.

**b.** Accordingly TL 0.39 (39%) gross cash dividend per share having nominal value of TL 1 shall be distributed to our shareholders and total gross cash dividend distribution amount shall be TL 142.929.000

**6.** It is decided to reserve the remaining amount after deducting the dividend to be distributed in accordance with the Capital Markets Law and Turkish Commercial Law as extraordinary reserve.