

COMMUNIQUE ON VOTING BY PROXY AND PROXY SOLICITATION (II-30.1)

(Published in the Official Gazette edition 28862 on 24/12/2013)

FIRST PART**Purpose, Scope, Grounds and Definitions****Purpose:**

ARTICLE 1 – (1) The purpose of this Communiqué is to set down the principles and procedures relating to voting by proxy, proxy solicitation and/or voting agreement in general assembly meetings of publicly held corporations.

Scope:

ARTICLE 2 – (1) Voting by proxy, proxy solicitation for use of voting rights of shareholders, and call for a voting agreement in general assembly meetings of publicly held corporations are governed by and subject to the provisions of this Communiqué.

(2) Voting agreements signed by and between shareholders or between shareholders and third parties in order to ensure that the voting rights are used in a particular direction directly by the shareholder itself without a proxy relationship, in the general assembly meetings of publicly held corporations, pursuant to the Turkish Commercial Code no. 6102 dated 13/1/2011, are not subject to and governed by the provisions of this Communiqué. However, in the case of a call for voting agreement, the principles pertaining to proxy solicitation are applied by analogy.

(3) Principles regarding depositor representatives to whom shares may be legally deposited are not regulated by this Communiqué, and depositor representatives may use their voting rights in compliance with the principles and procedures set forth in Article 429 of TCC and in the General Assembly Regulation.

(4) Publicly held banks and financial institutions as defined in the Banking Law no. 5411 dated 19/10/2005, and publicly held insurance companies resident in Turkey as defined in the Insurance Law no. 5684 dated 14/6/2007, and publicly held financial companies as defined in the Financial Leasing, Factoring and Finance Companies Law no. 6361 dated 21/11/2012, and publicly held pension companies as defined in the Individual Pension Saving and Investment System Law no. 4632 dated 28/3/2001 are also subject to and governed by the provisions of this Communiqué, providing that it is not in conflict with their special laws.

Grounds:

ARTICLE 3 – (1) This Communiqué has been prepared and issued in reliance upon Article 30 of the Capital Markets Law no. 6362 dated 6/12/2012.

SOURCE: Capital Markets Board (www.cmb.gov.tr) UPDATES: Eryürekli Attorney Partnership (www.eryurekli.com)

English translation of this legislation is provided for informational purposes only. If there is any discrepancy between the Turkish version and the English translation, the Turkish version shall prevail. You should not rely upon this translation without receiving the confirmation of your counsel.

Definitions:

ARTICLE 4 – (1) For the purposes and in the context of this Communiqué:

- (a) **“Minority”** refers to shareholders holding at least one-twentieth of capital in publicly held corporations; and
- (b) **“Ministry”** refers to the Ministry of Customs and Trade; and
- (c) **“Stock Exchange”** refers to the systems and marketplaces as defined in Article 3 of the Capital Markets Law; and
- (ç) **“Electronic General Assembly System” (EGAS)** refers to an electronic platform to be provided by CRA as defined in the “Regulation on General Assembly Meetings in Electronic Media in Joint-stock Companies” published in the Official Gazette edition 28395 dated 28/8/2012; and
- (d) **“EGAS Regulation”** refers to the “Regulation on General Assembly Meetings in Electronic Media in Joint-stock Companies” published in the Official Gazette edition 28395 dated 28/8/2012; and
- (e) **“General Assembly Regulation”** refers to the “Regulation on Principles and Procedures of General Assembly Meetings of Joint-stock Companies, and Representatives of Ministry of Customs and Trade in Such Meetings” published in the Official Gazette edition 28481 dated 28/11/2012; and
- (f) **“Publicly Held Corporation” (Corporation)** refers joint-stock companies the shares of which are offered to public or are deemed to be offered to public; and
- (g) **“Law”** refers to and stands for the Capital Markets Law no. 6362 dated 6/12/2012; and
- (ğ) **“PDP”** refers to and stands for Public Disclosure Platform; and
- (h) **“Board”** refers to and stands for the Capital Markets Board; and
- (ı) **“CRA”** refers to and stands for Central Registry Agency Co., Inc.; and
- (i) **“TCC”** refers to and stands for the Turkish Commercial Code no. 6102; and
- (j) **“TTRG”** refers to and stands for the Turkish Trade Registry Gazette; and
- (k) **“Management representative”** refers to the person proposed by the board of directors of the relevant corporation for proxy solicitation purposes, if and when the people not holding the management control make an attempt on proxy solicitation.

SECOND PART
Principles on Voting By Proxy

Voting by Proxy:

ARTICLE 5 – (1) Those having a voting right in general assembly meetings of publicly held corporations may also use their rights through shareholders or non-shareholders appointed as a proxy. In publicly held corporations whose shares are not dematerialized, a shareholder may have his voting rights used within the frame of general law provisions also through transfer of possession of bearer shares or assignment of documents of proof of possession thereof.

- (2) A proxy may at all times resign or be dismissed until the date of meeting. Provided, however, that such

resignation or dismissal is required to be immediately reported to the corporation and the counterparty.

- (3) A proxy may vote as a representative of more than one shareholder.
- (4) Provisions of Article 428 of TCC are not applicable for publicly held corporations.
- (5) In the case of establishment of right of usufruct, the pertinent provisions of this Communiqué are applicable also on voting by proxy of the beneficial owner.
- (6) Provisions of this Communiqué pertaining to use by proxy of the voting rights arising out of bearer shares shall be applicable on voting by proxy of holders of certificates of deposit issued in accordance with the applicable laws as a representative of both registered and bearer shares.
- (7) Where proxy is appointed via EGAS, the proxy attends the meeting without being liable to separately present a power of attorney.

Form of Power of Attorney:

ARTICLE 6 – (1) In publicly held corporations, representation by proxy requires the use of power of attorney forms at least containing the information referred to in Annex-1. Power of attorney should be issued in such manner to ensure that draft decision motions of minority, if any, are separately voted at the time of presentation of agenda topics to shareholders so as to enable them to give detailed instructions. In the power of attorney form, name and surname / title and T.R. identity number / trade registry and trade registry number / tax identity number and Central Registry System (MERSİS) number of the proxy should be given clearly, and for foreign proxies, the equivalents, if any, of such information should be provided. Providing that the principles set down in this Communiqué are complied with, in the case of appointment of a proxy via EGAS within the frame of CRA regulations, the condition of use of the form given in Annex-1 is not sought for.

- (2) If a beneficial owner having voting rights uses its voting rights through a proxy, the beneficial owner should have its rights of usufruct determined via a notary public, and issue a power of attorney in accordance with the provisions of this Communiqué or appoint a proxy via EGAS.

Dispatch and Announcement of Power of Attorney Forms:

ARTICLE 7 – (1) Publicly held corporations are required to the power of attorney forms to be used by shareholders wishing to vote by proxy announce together with the general assembly meeting agenda. Power of attorney form is also included among the documents sent to shareholders for call to the general assembly meetings by the corporations the shares of which are not dematerialized.

- (2) In the power of attorney forms announced and/or sent pursuant to the first paragraph, corporations are not permitted to refer to, or inculcate in favor of, or propose any person for appointment as a proxy.

Issuance of Power of Attorney:

ARTICLE 8 – (1) Shareholders having voting rights appoint a proxy by having the signature certified on the power of attorney form issued via EGAS or physically, or by attaching a notary- certified signature declaration to the signed power of attorney form. Mutual funds are represented by their founder in the general assembly meetings to which they attend as the owner of shares of corporations included in their portfolio. If the person attending the general assembly meeting in the name of founder is an employee of founder, and the power of attorney form is signed by executives of founder having first degree signature authorization, it is not required to have the signature on power of attorney form separately certified via a notary public, or to attach a notary-certified signature declaration to the signed power of attorney form.

Limits of Powers of Proxy:

ARTICLE 9 – (1) Those wishing to use their voting rights by proxy determine the limits of powers of proxy by marking the options shown in paragraph (A) of the form given in Annex-1 and mentioned in Article 6 of this Communiqué and/or by writing their instructions. If no option is marked by the shareholder, the proxy holder acts in accordance with the general provisions.

(2) Also when the power to represent is granted via EGAS, the holder of voting rights may limit the power of representation by indicating in which direction the vote shall be used.

(3) Proxy is liable to comply with the instructions given to it. Voting right is used within the frame of the duty of care of proxy. However, a breach of instructions by proxy does not invalidate the votes used. If the proxy holder fails to comply with the instructions of shareholder, the general law provisions are applicable.

(4) Also in the case of fraud in power of attorney or similar other cases, cancellation of the decision of the general assembly of shareholders may be claimed only if and to the extent the voting rights used for the subject shares are effective on the decision of the general assembly of shareholders.

Validity Time of Power of Attorney:

ARTICLE 10 – (1) Power of attorney is valid for the relevant general assembly meeting and as long as a new proxy is not appointed, the general assembly meetings which are legally considered and treated as a continuation of the original meeting. A general assembly meeting may be considered and treated as a continuation of the previous meeting, in accordance with pertinent provisions of TCC and provisions of second paragraph of Article 21 of the General Assembly Regulation.

THIRD PART**Principles on Proxy Solicitation From Shareholders****General Principles of Proxy Solicitation:**

ARTICLE 11 – (1) A call may be made to shareholders of publicly held corporations in order to take their power of attorney for use of voting rights in general assembly meetings. Proxy solicitation may be arranged for all topics of agenda of general assembly meeting, also including the purpose of controlling the share capital and management of corporations, providing that the reasons thereof are clearly specified.

(2) In proxy solicitation from shareholders, a benefit cannot be proposed or provided to the holders of voting rights in order to induce them to grant power of attorney. Proxy solicitation cannot be conducted as a profession and with consideration. Proxy holders cannot raise any claim to the principal shareholder in reliance upon provisions of Article 510 of the Turkish Code of Obligations no. 6098 dated 11/1/2011.

(3) Unless otherwise specified, the principles set down in this Communiqué with regard to appointment of proxy are applicable in appointment of the proxy solicitors by shareholders as proxy.

(4) In the case of proxy solicitation, shareholders and proxy holders intending to vote physically are required to use their votes in the general assembly meeting in writing by using ballots containing at least the information given in Annex-4. Ballots are printed and made available in the meeting by the corporation. Ballots are prepared and issued to indicate at least the relevant agenda topic, and identity of proxy and represented shareholder, and number of votes to be used by proxy, and if any, other information required for proper count of votes. Those present in the meeting use their votes by writing them on ballots. It is clearly stated in the minutes of general assembly meeting that votes are used in writing. The used ballots are kept by the corporation for a period of five years.

(5) Whether votes are used in accordance with the powers of attorney is checked and monitored, and ballots

are collected and classified, by the meeting chairmanship committee in presence of the Ministry representative, if any.

(6) Before starting of discussion of the agenda topics, the proxy making the proxy solicitation informs the corporation of the number, kind, nominal value, and if any, group of shares to be represented by the proxy, or otherwise, the decisions taken in that general assembly meeting may be cancelled if and to the extent the decisions taken in the general assembly meeting are affected therefrom within the frame of provisions pertaining to unauthorized participation in general assembly meetings. The meeting chairman announces such information. Failure in this announcement does not alone prevent the taking of decisions in the relevant general assembly meeting. However, this is required to be recorded in the meeting minutes. If this announcement is not made upon demand of a shareholder, each other shareholder may, if and to the extent the decisions taken in the general assembly meeting are affected therefrom, request and claim cancellation of the general assembly decisions through a lawsuit commenced against the corporation.

Solicitation For Powers of Attorney:

ARTICLE 12 – (1) If and when it is intended to vote through a solicitation for powers of attorney, the power of attorney form given in Annex-2 and the information form given in Annex-3 are required to be used. A sample copy of information form and power of attorney form to be used for solicitation purposes is prepared by the person intending to solicit for powers of attorney. Information form is signed by the person intending to solicit for powers of attorney. The proposals given in the power of attorney form on the agenda topics on which the proxy solicitor expresses his opinions are required to be consistent with the information form. Shareholder instructs the proxy solicitor on the agenda topics on which the proxy solicitor has not expressed his opinions, by using the power of attorney form given in Annex-2.

(2) The person intending to solicit for powers of attorney for the corporations whose shares are dematerialized shall have a copy of power of attorney form and a copy of signed information form certified via a notary public, and submit the same for publishing in PDP to the Agency in charge of operation of PDP. Proxy solicitation starts by publishing of the submitted forms in PDP. A same-of-its-original copy of power of attorney and information forms is sent to the head offices of the corporation as well. The corporation must publish the relevant forms in the corporation's internet page among the general assembly meeting documentation under a separate heading in such manner to be easily discernible by shareholders and must add them to the general assembly meeting documentation in EGAS, until 09:00 hours in the day following the date of receipt of them.

(3) In corporations whose shares are not dematerialized, the proxy solicitation process is started upon publishing in newspapers, magazines or similar other places of a notary-certified copy of the power of attorney form and the signed information form. A copy of notary-certified power of attorney and signed information forms will, before being published in newspapers, magazines or similar other places, be delivered to the Board for publishing in accordance with the regulations on material events, and to the relevant corporation for disclosure to public in the corporation's internet page, if any. The corporation publishes the relevant forms in the corporation's internet page among the general assembly meeting documentation under a separate heading in such manner to be easily discernible by shareholders, until 09:00 hours in the day following the date of receipt of them.

(4) Those who attempt to make a proxy solicitation for corporations whose shares are dematerialized may, in their own expense and within the frame of investor information principles to be determined by CRA and approved by the Board, apply to CRA and request the latter to inform the shareholders by electronic methods or by mail about the attempt of proxy solicitation.

(5) Upon application and demand of those who attempt to make a proxy solicitation pursuant to the provisions of this Communiqué, the corporations whose shares are not dematerialized are under obligation to disclose the name, surname and address of holders of registered shares registered in the share book of the corporation.

(6) If and when the persons not holding the management control attempt to make a proxy solicitation, the board of directors of the relevant corporation may also propose a management representative. This is done by using the power of attorney form given in Annex-2 and the information form given in Annex-3 of this Communiqué.

Power of attorney form and information form to be used for proxy solicitation are prepared within the frame of the principles set down in the first paragraph, and the information form is signed. Proxy solicitation is realized by announcing these forms to public under a separate heading in such manner to be easily discernible by shareholders as described in second and third paragraphs of this Article depending on the type of corporation.

(7) Shareholders may appoint proxy solicitors as their proxy through EGAS as well.

(8) Such costs as publishing of information forms in newspapers and magazines and information of shareholders with regard to proxy solicitation shall be in the account of proxy solicitor, and these costs cannot be claimed from the corporation even if the proxy solicitor is a management representative. The information form shows who shall pay the costs.

Timing of Proxy Solicitation:

ARTICLE 13 – (1) An attempt of proxy solicitation may be made until three days prior to the date of meeting of the general assembly of shareholders. However, this time limitation is not applied in the case of an attempt of proxy solicitation by management representative.

Principles of Liability, Advertisements and Announcements, in Proxy Solicitation:

ARTICLE 14 – (1) The persons who sign information forms and/or legal entities on behalf of which information forms are signed shall be jointly liable pursuant to Article 32 of the Law for all kinds of damages resulting from inaccurate, misleading and incomplete information contained in information forms issued for proxy solicitation.

(2) Information given in promotional materials (including the information declared in special promotion meetings targeting a particular group) and advertisements, also including verbal statements, with respect to proxy solicitation shall not be inaccurate, misleading, groundless, exaggerated or incomplete, and should not lead to misjudgment of investors about the existing conditions and plans of proxy solicitor.

(3) Information regarding the forms required to be prepared pursuant to this Communiqué and how to retrieve these forms shall be stated in the announcements.

(4) The Board reserves its right of audit on the announcements, advertisements and promotions.

FOURTH PART Miscellaneous and Final Provisions

Liability of Proxy Holder:

ARTICLE 15 – (1) Contract provisions eliminating or limiting the liability of proxy holder are irrelevant.

Repealed Communiqué:

ARTICLE 16 – (1) The Communiqué on Principles of Voting by Proxy and Proxy Solicitation in General Assembly Meetings of Publicly Held Corporations published in the Official Gazette edition 21872 dated 9/3/1994 (Serial IV, No. 8) is hereby abolished and repealed. All references made to the Communiqué on Principles of Voting by Proxy and Proxy Solicitation in General Assembly Meetings of Publicly Held Corporations (Serial IV, No. 8) in other regulations of the Board will be deemed to have been made to this Communiqué.

Enforcement:

ARTICLE 17 – (1) This Communiqué shall enter into force as of the date its publication.

Execution:

ARTICLE 18 – (1) The provisions of this Communiqué shall be executed by the Board.

ERYÜREKLİ

ANNEX-1

POWER OF ATTORNEY

..... A.Ş.

I, the undersigned, hereby appoint, empower and delegate, as identified in details hereinbelow, as my proxy holder fully authorized to represent me, and vote and make proposals and sign the required documents on behalf of me, in accordance with my opinions cited below, in the annual ordinary / extraordinary meeting of the general assembly of shareholders of A.Ş. to be held at the address of at hours on

Proxy Holder's (*): Name &
Surname / Title:

T.R. Identity No./Tax Identity No., Trade Registry and Number, and MERSIS Number:

(*): For foreign proxy holders, the equivalents, if any, of such information should be provided.

A) SCOPE OF THE POWER OF REPRESENTATION:

Scope of the power of representation should be determined by choosing one of the options (a), (b) and (c) for the sections 1 and 2 hereinbelow.

1. On the topics included in the agenda of the general assembly meeting:

- (a) Proxy holder is authorized to vote in line with his/her own opinions.
- (b) Proxy holder is authorized to vote in line with proposals of the corporation management.
- (c) Proxy holder is authorized to vote in line with the instructions given in the following table.

Instructions:

If the shareholder chooses the option (c), instructions on the relevant agenda topic are given by marking one of the options (acceptance or rejection) shown beside the relevant agenda topic and if the 'rejection' option is chosen, by stating the dissention requested to be included in the minutes of the general assembly meeting.

Agenda Topics(*)	Acceptance	Rejection	Dissention
1.			
2.			
3.			

(*): Topics included in the agenda of general assembly meeting are listed one by one. If the minority proposes a separate draft decision, it is also given separately for the sake of voting by proxy holder.

2. Special instructions on other issues that may raise during the general assembly meeting and particularly regarding use of minority rights:

- (a) Proxy holder is authorized to vote in line with his/her own opinions.
- (b) Proxy holder is not authorized to represent on these issues.
- (c) Proxy holder is authorized to vote in line with the special instructions stated below.

SPECIAL INSTRUCTIONS: Special instructions, if any, of the shareholder to the proxy holder are stated herein.

B) Shareholder indicates the shares requested to be represented by the proxy holder by marking one of the following options.

1. I am approving the representation by the proxy holder of my shares as detailed below.

- (a) Rank and Serial:*
- (b) Number / Group:**
- (c) Quantity / Nominal Value:
- (ç) Whether privileged in voting or not:
- (d) Registered / Bearer:*
- (e) Ratio to total shares/voting rights held by shareholder:

* This information is not requested for dematerialized shares.

** Information on group, if any, rather than number will be given for dematerialized shares.

2. I am approving the representation by the proxy holder of all of my shares shown in the list of shareholders eligible for attending the general assembly meeting, which is prepared by CRA one day before the date of general assembly meeting.**SHAREHOLDER'S NAME & SURNAME or TITLE (*):**

T.R. Identity No./Tax Identity No., Trade Registry and Number, and MERSIS Number: Address:

(*) For foreign proxy holders, the equivalents, if any, of such information should be provided.

SIGNATURE

ANNEX-2

**POWER OF ATTORNEY
TO BE USED IN CASE OF ATTEMPT FOR PROXY SOLICITATION**

..... A.Ş.

I, the undersigned, hereby appoint, empower and delegate, as identified in details hereinbelow, as my proxy holder fully authorized to represent me, and vote and make proposals and sign the required documents on behalf of me, in accordance with my opinions cited below, in the annual ordinary / extraordinary meeting of the general assembly of shareholders of A.Ş. to be held at the address of at hours on

Proxy Holder's (*): Name &
Surname / Title:

T.R. Identity No./Tax Identity No., Trade Registry and Number, and MERSIS Number: (*) For foreign proxies, the equivalents, if any, of such information should be provided.

A) SCOPE OF THE POWER OF REPRESENTATION:

1. As further described in the information form together with reasons thereof by the proxy solicitor, votes will be used in the direction stated below about the agenda topics.

Agenda Topics(*)	Acceptance	Rejection	Dissention
1.			
2.			
3.			

2. For the agenda topics on which no opinion is expressed by the proxy solicitor in the first article hereinabove, scope of the power of representation should be determined by choosing one of the options (a), (b) and (c) hereinbelow.

- (a) Proxy holder is authorized to vote in line with his/her own opinions.
- (b) Proxy holder is authorized to vote in line with proposals of the corporation management.
- (c) Proxy holder is authorized to vote in line with the instructions given in the following table.

Instructions:

If the shareholder chooses the option (c), instructions on the relevant agenda topic are given by marking one of the options (acceptance, rejection or free) shown beside the relevant agenda topic and if the 'rejection' option is chosen, by stating the dissention requested to be included in the minutes of the general assembly meeting.

Agenda Topics(*)	Acceptance	Rejection	Dissention	Free(**)
1.				
2.				
3.				

(*) Topics included in the agenda of general assembly meeting, on which no opinion is expressed by the proxy solicitor, are listed one by one. If the minority proposes a separate draft decision, it is also given separately for the sake of voting by proxy.

(**) This means that the proxy is free to vote in line with his/her own opinions on the relevant agenda topic.

3. Special instructions on other issues that may be raised during the general assembly meeting and particularly on use of minority rights:

- (a) Proxy holder is authorized to vote in line with his/her own opinions.
- (b) Proxy holder is not authorized to represent on these issues.

(c) Proxy holder is authorized to vote in line with the instructions given in the following table.

SPECIAL INSTRUCTIONS: Special instructions, if any, of the shareholder to the proxy are stated herein.

B) Shareholder indicates the shares requested to be represented by the proxy holder by marking one of the following options.

1. I am approving the representation by the proxy of my shares as detailed below.

- (a) Rank and Serial:*
- (b) Number / Group:**
- (c) Quantity / Nominal Value:
- (ç) Whether privileged in voting or not:
- (d) Registered / Bearer:*
- (e) Ratio to total shares/voting rights held by shareholder:

* This information is not requested for dematerialized shares.

** Information on group, if any, rather than number will be given for dematerialized shares.

2. I am approving the representation by the proxy of all of my shares shown in the list of shareholders eligible for attending the general assembly meeting, which is prepared by CRA one day before the date of general assembly meeting.

SHAREHOLDER'S NAME & SURNAME or TITLE (*):

T.R. Identity No./Tax Identity No., Trade Registry and Number, and MERSIS Number: Address:

(*) For foreign proxies, the equivalents, if any, of such information should be provided.

SIGNATURE

ANNEX-3

**MANDATORY INFORMATION FORM REQUIRED TO BE
PUBLISHED BY PROXY SOLICITORS**

1. Information introducing the proxy solicitor (*): Name & Surname / Title (**):
T.R. Identity No./Tax Identity No., Trade Registry and Number, and MERSIS Number:
Address:
Other information introducing the proxy holder:

(*): For foreign proxies, the equivalents, if any, of such information should be provided. (**) If the voter is different from the proxy solicitor, information introducing that person:

2. Information on his existing capital, management and commercial relations with the subject corporation, and if any, on trading of shares, subject to material events disclosure, of the corporation executed during the last two years.
3. For which general assembly meeting are the powers of attorney requested?
4. Starting and ending dates of validity term of power of attorney, and will the power of attorney remain valid if the general assembly meeting is postponed?
5. For the agenda topics on which the proxy solicitor has expressed his opinions, in which direction will the votes be used, and reasons thereof, and if any, proposal on the agenda topics:

Agenda Topics	Acceptance	Rejection	Dissention	Reasons	Proposal
1.					
2.					
3.					

6. Whether the corporation will nominate nominees for the board of directors*, and if so, information about nominees:

Name & Surname	Profession	Job positions during the recent 10 years, and reasons of retirement therefrom	Nature and materiality level of his/her relations with the corporation and its related parties	Whether he/she is independent or not	If elected, information on similar other issues that may affect the activities of the corporation

* If any, places from where curriculum vitae of nominees of directors can be accessed will be stated.

7. Information on conflicts of interests, if any, of the proxy solicitor with regard to, and/or on benefits expected to be obtained from proxy solicitation on, the issues included in the agenda topics.

8. In the case of proxy solicitation aimed at acquiring the management control, information on acts and actions planned to be taken if elected to the corporation's management; and information about sales or leasing of tangible fixed assets, and scheduled investments, and changes projected in management and accounting organization of the corporation, and whether a decision of merger with or transfer to other company or companies will be taken or not, and whether a change will be made in business administration and marketing or not, and rights and interests projected to be granted to directors and other executives.

9. Who will finally bear and pay the costs (advertisements, announcements, etc.) relating to proxy solicitation.

10. If any, information about centers to be communicated for delivery of power of attorney.

ANNEX-4

BALLOT**1. Information introducing the proxy holder (*): Name &**

Surname / Title:

T.R. Identity No./Tax Identity No., Trade Registry and Number, and MERSIS Number:

(*) For foreign proxies, the equivalents, if any, of such information should be provided. Signature

2. Information introducing the shareholder (*):

Name & Surname / Title (**):

T.R. Identity No./Tax Identity No., Trade Registry and Number, and MERSIS Number: Address:

Signature

(*) For foreign proxies, the equivalents, if any, of such information should be provided.

Explanations:

1. If the votes are used by the proxy, sections 1 and 2 should be filled in, and the ballot should be signed by only the proxy.
2. If the votes are used by the shareholder, only section 2 should be filled in, and the ballot should be signed by only the shareholder.

Agenda Topics	Acceptance	Rejection	Dissention	Reasons	No. of Votes	Other Details