

RELATED PARTY TRANSACTIONS REPORT

In 19.03.2008 SPK has published the declaration of Serial IV communique Number 52, regulating transactions between the related group companies. According to this declaration; if there are frequent and continuous commercial relations/ transactions between group companies and these commercial relations are more than %10 of the gross sales or %10 of the assets of company, report of frequent and continuous commercial relations between group companies has to be prepared. This report has to clarify that transactions between the related group companies are fair according to market conditions.

Total sales and purchases of our company as period ends and the summary of transactions carried out during the related period with the affiliated parties are as indicated below. The type of transactions are purchasing commercial goods and purchasing services.

Sales to group companies:

January 1-December 31 2012

Prysmian Kabel und Systeme GmbH	2,114,414
Prysmian Cavi e Sistemi Italia S,r,l	18,418,419
Prysmian Cables et Systemes France	5,128,730
Prysmian Cables & Systems Ltd,	20,782,717
Prysmian Cabluri si Systeme S,A,	3,127,008
Prysmian Cables y Sistemas S,A,	23,516
Prysmian LLC Rybinskelektrokabel	829,874
Draka Istanbul Asansor Ihracaat I	709,140
Draka Comteq Kablo Limited Sirketi	220,318
Draka Offshore Asia Pacific Pte Ltd SINGAPORE	229,125
Total sales to other group companies	709,474

52,292,735

Foreign Purchases: (January 1 - December 31, 2012)

Title	Materials&Commercial Goods	Services	Fixed Assets	Total
Prysmian Metals Ltd,	19,538,349	-	-	19,538,349
Prysmian Cavi e Sistemi S,r,l,	57,062	17,202,462	-	17,259,524
Fibre Ottiche Sud - F,O,S, S,r,l,	3,968,359	-	-	3,968,359
Prysmian Cables & Systems Ltd,	335,020	-	-	335,020
Prysmian Cavi e Sistemi Italia S,r,l,	7,435,800	-	-	7,435,800
Prysmian Kabel und System GmbH,	5,168,270	-	-	5,168,270
Prysmian S,p,A	-	1,187,737	-	1,187,737
Prysmian Cables y Sistemas S,A,	4,283,121	-	-	4,283,121
Draka Comteq Germany GmbH	725,664	-	-	725,664
Draka Cable Wuppertal GmbH	234,315	-	-	234,315
Draka Comteq Fibre BV	187,380	206,827	-	394,207
Draka Comteq Berlin GmbH & Co, KG	1,454,268	-	-	1,454,268
Prysmian Romania Cabluri Si Sisteme	847,765	-	-	847,765
Prysmian Cables and Systems B,V,	339,019	-	-	339,019
Draka Comteq UK Limited	1,256,167	-	-	1,256,167
Draka Comteq Kablo Ltd,Şti,	374,077	-	-	374,077
Purchases from other group companies	121,690	-	-	121,690
	46,326,326	18,597,026	-	64,923,352

Total of licenses and agreement costs related with group companies:**January 1-December 31 2012**

Prysmian Cavi e Sistemi S,r,l,	17,202,462
Prysmian S,p,a,	1,187,737
Draka Comteq Fibre BV	206,827
	18,597,026

The service charges paid to group companies consist of three service charge items, which are;

TAF(Technical Assistance Fees) license agreement:

The license fees are calculated as 2% of the sales from the production, of which 1% is for the trade mark right and 1% for knowhow and are invoiced by the related company. The last amendments were for title changes in 2006.

SAG (Service Agreement):

All cost distributions for services such as legal, sales, Research and Development, consultancy, etc. are invoiced for each company according to various distribution keys by the Prysmian Group Holding headquarters.

IT (IT Service Agreement):

All information technology costs incurred are calculated by the Prysmian Group Holding headquarters. Costs are distributed according to various distribution keys and the costs belonging to each group company are invoiced separately.

The IT service cost for the purchase made from Prysmian S.p.A. is related with S.A.P. system revision performed in 2011. It covers all technical assistance, consultancy and other expenses regarding the system revision.

The license payments to group companies are calculated at 2% over the sales of products that are subject to a license agreement. The license agreements contracted between group companies have been revised in 2006 and are still ongoing with the same terms and conditions.

Result

The value of the each related party transaction of our company regarding to the 2012 financial year has not reached the %5 of the total value of the assets or gross sales stated in the last publicly disclosed financial statements.

The value of the frequent and continuous related party transactions of our company regarding to the 2012 financial year has not reached the %10 of the total value of the assets or gross sales stated in the last publicly disclosed financial statements.

As a result, there is no legally required report for these transactions which are below the upper limits. We hereby state that these transactions are not resulted in favour or against the company and considered as fair.