

## 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 2013

Prysmian Cables et Systemes France	3.476.083
Prysmian Cables & Systems Ltd.	5.820.916
Prysmian Kabel und Systeme GmbH	347.273
Prysmian Cavi e Sistemi Italia S.r.l	11.754.744
Prysmian Cabluri si Sisteme S.A.	1.089.900
Prysmian Cables y Sistemas S.A.	9.478.516
Draka Istanbul Asansor Ihracaat I	705.589
Draka Offshore Asia Pacific Pte Ltd SINGAPORE	123.273
Draka Cableteq USA INC	915.855
Total sales to other group companies	1.393.836
<b>TOTAL</b>	<b>35.105.985</b>

**Foreign Purchases: (January 1 - December 31, 2013)**

<b>Title</b>	<b>Materials &amp; Commercial Goods</b>	<b>Services</b>	<b>Fixed Assets</b>	<b>Total</b>
Prysmian Metals Ltd.	20.279.860			20.279.860
Prysmian Cavi e Sistemi S.r.l.	48.944	19.069.767		19.118.711
Fibre Ottiche Sud - F.O.S. S.r.l.	3.626.079			3.626.079
Prysmian Cables et Systemes France	3.326.465			3.326.465
Prysmian Cables & Systems Ltd.	609.838			609.838
Prysmian Kabel und System GmbH.	21.758.621			21.758.621
Prysmian Cavi e Sistemi Italia S.r.l.	15.703.030			15.703.030
Prysmian S.p.A	2.941.294	472.423		3.413.717
Prysmian Cables y Sistemas S.A.	12.087.648			12.087.648
Draka Comteq Fibre BV	688.080			688.080
Draka Comteq Germany GmbH	653.681			653.681
Draka Comteq Berlin GmbH & Co. KG	8.776.530			8.776.530
Draka Cable Wuppertal GmbH	1.599.686			1.599.686
Prysmian Romania Cabluri Si Sisteme	762.316			762.316
Prysmian Cables and Systems B.V.	673.264			673.264
Draka Comteq UK Limited	3.042.390			3.042.390
P.T. Prysmian Cables Indonesia	1.588.247			1.588.247
Prysmian Finland Oy	20.605.593			20.605.593
Purchases from other group companies	304.784			304.784
<b>TOTAL</b>	<b>119.076.350</b>	<b>19.542.190</b>		<b>138.618.540</b>

**Total of licenses and agreement costs related with group companies:**

	<b>January 1-December 31 2013</b>
Prysmian Cavi e Sistemi S.r.l.	19.070.123
Prysmian S.p.a.	472.067
<b>TOTAL</b>	<b>19.542.190</b>

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 2013 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 2013 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.