

**SPECIAL CONDITION STATEMENT FORM**

**Title of Partnership/Names of Partners :** Türk Prysmian Kablo ve Sistemleri A.Ş.  
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02.02.2011

**İstanbul Stock Exchange Directorate İSTANBUL**

**Subject: The Statement made according to the Official Rules Statement of Capital Market Board Regarding the Announcement of Special Conditions to the Public (Serial: VIII, No: 54).**

In the meeting of our Board of Directors dated 02 February 2011, the following decisions were made with changes in articles of association;

1- It has been decided that, our Company's articles of association's:

- Article 3 titled "Company purpose and primary area of activity" to be changed to reflect the regulations of Capital Market Board (SPK) and the decision it has taken
- Article 4 titled "Company Headquarters and Branches" to be changed to reflect on the articles of association the address that is updated due to the numbering works Bursa Municipality has conducted and is registered in Bursa Registry Office on 25 August 2009, even though the company headquarters is still in the same location physically,
- Article 6 titled "Authorized Capital" to be changed in order to increase the registered capital ceiling of our company, increase the nominal value of our shares and decrease the number of total shares without changing company's paid capital amount, the quality of all the shares to be changed as to the bearer and reflect the change of removal of the the "Yeni" expression of Yeni Türk Lirası and Yeni Kuruş,
- Article 23 titled "Amendment of the Articles of Association" to be changed because some of the permissions specified in the article are no longer contained in the legislation.

2- It is decided that application shall be made to SPK for the registered capital ceiling to be raised to 135.000.000 TL and to SPK and Ministry of Industry and Commerce for changes in the articles of association.

3- It is decided that following obtaining the necessary permissions, the amended articles shall be presented for the approval of General Assembly.

We announce that our statements above are in conformance with the rules of Capital Market Board's Official Statement of Serial: VIII, No: 54, that it completely reflects the information we have obtained on this matter(s); the information is in conformance with our books, registers and documents, we showed due diligence to obtain the information regarding the matter completely and correctly and we are responsible for these statements made.

We kindly submit for your information and publication on the bulletin.

**Yours respectfully,**

**Türk Prysmian Kablo ve Sistemleri A.Ş.**

**Türk Prysmian Kablo ve Sistemleri A.Ş.**

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