

**SPECIAL CONDITION STATEMENT FORM**

**Title of Partnership/Names of Partners :** Türk Prysmian Kablo ve Sistemleri A.Ş.  
**Address :** Bursa Asfaltı Cad. No: 51, 16941 Mudanya, BURSA  
**Telephone / Fax :** (0224) 270 30 00 / (0224) 270 30 24

06/01/2011

**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).**

On 23/11/2010 we announced to the public an information note which we believe summarized the 6-page statement that Prysmian S.p.A, which is 83.74% indirect partner of our company and Draka Holding N.V. (Draka) announced jointly. Referring to the announced subject, Prysmian S.p.a. announced that it made a call proposal with the conditions it previously announced for all unprivileged (regular) Draka shares that are issued and in circulation, being effective from January 6 2011. The information note that we believe summarizes the 8-page press release that Prysmian S.p.A. has announced regarding the subject is provided below:

- "Prysmian S.p.A. makes a call proposal to pay €8,60 cash for all unprivileged (regular) shares of Draka that are issued and in circulation, and transfer 0.6595 Prysmian unprivileged shares for each unprivileged Draka share.
- Proposal evaluates Draka as €17,20 per unprivileged share,
- Draka Board of Directors and Supervisors Board unanimously support the call made by Prysmian and advises shareholders to accept.
- Draka Working Council gave positive suggestion decision,
- The principal shareholder Flint (Flint Beheer BV) which holds 48.5% shares of Draka has irrevocably announced that it presented its shares to the call made.
- Unless extended, the call will start on January 6 2011 at 09:00 with Amsterdam time and finished on February 3 at 18:00 with Amsterdam time.
- Following the completion of the call, it is expected of Draka shareholders to hold approximately 15% right of representation in Prysmian S.p.A.

The complete original text of the said announcement can be reviewed from the address below;

<http://investoren.prysmian.com/phoenix.zhtml?c=211070&p=irol-newsFinancialArticle&ID=1513212&highlight=>

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.**

**General Directorate**  
Haktan İş Merkezi No:39 K.2  
34427 Kabataş - İstanbul  
T +90 212 393 77 00  
F +90 212 393 77 62

**Factory**  
Ömerbey Mah. Bursa Asfaltı Cad.  
No:51 16941 Mudanya - Bursa  
T +90 224 270 30 00  
F +90 224 270 30 24