

SPECIAL CONDITION STATEMENT FORM

Title of Partnership/Names of Partners : Türk Prysmian Kablo ve Sistemleri A.Ş.
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12/03/2012

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).

The profit Distribution Proposal that shall be submitted to the General Assembly's approval in the Regular General Assembly Meeting that shall be held on March 30 2012 for January 1 2011 - December 31 2011 accounting period which is accepted by our Board of Directors with the decision number 2012 / 07 in the meeting held on March 12 2012 is as below;

"Resultant of the meetings made for creating 'Profit Distribution Proposal' towards the Regular General Assembly meeting that shall be held for our Company 2011 accounting period:

- It was unanimously voted to distribute the dividend with a total amount of 2,686,572 TL with 2,39% ratio which is determined

considering the minimum profit distribution ratio determined for 2011 year profit distribution by Capital Market Board to the shares that represent the issued capital by considering the company articles of association provisions and profit distribution policy from the 3,390,772 TL distributable period net profit which remains after the deduction of 139,601 TL Primary Legal Reserve from the 3,530,373 TL 2011 activity year commercial financial statement profit which is determined according to the commonly accepted accounting principles published by SPK to be distributed to our partners starting from April 16 2012 with a net of 0.020346716 TL for each share of 1 TL nominal value after deducting the tax to be calculated as 15% over the gross of 0.023937312 TL,

- and the remaining 704,200 TL to be set as Exceptional Reserve,

- and these transactions to be taken to the 2011 financial year Regular General Assembly as proposal."

The charts related to the profit distribution which is the subject of our special condition statement are provided in the attachment

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 submit for your information.

Yours respectfully,

Türk Prysmian Kablo ve Sistemleri A.Ş.

Türk Prysmian Kablo ve Sistemleri A.Ş.

General Directorate

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TÜRK PRYSMIAN KABLO VE SİSTEMLERİ A.Ş. 2011 PROFIT DISTRIBUTION CHART (TL)			
1- Paid / Issued Capital		112,233,652	
2- Total Legal Capital Reserve (According to Legal Records)		5,656,089	
If there is a prerogative in the profit distribution as per the articles of association,		-	
		According to SPK	According to Legal
3-	Period Profit	3.530.373	3,175,605
4-	Taxes Payable (-)	0	(383.580)
5-	Net Period Profit (=)	3,530,373	2,792,025
6-	Past Years Losses (-)	-	-
7-	Primary Legal Reserve (-)	(139.601)	(139.601)
8-	NET DISTRIBUTABLE PERIOD PROFIT (=)	3,390,772	2,652,424
9-	Donations Made Throughout the Year (+)	34,148	
10-	Net distributable period profit with donations added where first dividend will be calculated	2.686.572	
11-	First Dividend to Partners (-)	(537.314)	(537.314)
	- Cash	(537.314)	(537.314)
	- Free of Charge	-	-
	- Total	(537.314)	(537.314)
12-	Dividend Distributed To The Preference Share Holders (-)	-	-
13-	Dividend to Board of Directors Members, Employees etc. (-)	-	-
14-	Dividend Distributed To The Redeemed Share Holders (-)	-	-
15-	Second Dividend to Partners (-)	(2.149.258)	(2.149.258)
16-	Secondary Legal Reserve (-)		0
17-	Statutory Reserves (-)	-	-
18-	Special Reserves (Profit To Be Taken To Special Funds) (-)	-	-
19-	EXCESS RESERVE	704,200	34,148
20-	Other Resources Foreseen to Be Distributed	-	-
	- Past Year Profit	-	-
	- Excess Reserves	-	-
	- Other Reserves Distributable By Law and Articles of Association	-	-

INFORMATION REGARDING THE PROFIT DIVIDEND RATIO DISTRIBUTED			
DIVIDENT PER SHARE INFORMATION	TOTAL AMOUNT OF DIVIDENT (TL)	DIVIDENT AGAINST 1 TL NOMINAL VALUE SHARE (*)	
		AMOUNT (TL)	RATIO (%)
GROSS	2,686,572	0.023937312	2,39%
NET	2,283,586	0.020346716	2,03%
THE RATIO OF DISTRIBUTED DIVIDENT TO THE NET DISTRIBUTABLE PERIOD PROFIT WITH DONATIONS ADDED			
DIVIDEND AMOUNT DISTRIBUTED TO PARTNERS (TL)	THE RATIO OF DIVIDENT DISTRIBUTED TO PARTNERS TO THE NET DISTRIBUTABLE PERIOD PROFIT WITH DONATIONS ADDED		
2,686,572	100%		