

SPECIAL CONDITION STATEMENT FORM

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

27.02.2015

CALL FOR ORDINARY GENERAL ASSEMBLY MEETING

As a result of the discussions held in connection with the annual Ordinary General Assembly Meeting of the Company;

It has been unanimously resolved that the General Assembly should be called for a meeting on 27.03.2014 (Friday) at 09.00 a.m. in our Company's Head Office located in the address Ömerbey Mah. Bursa Asfaltı Cad. No:51 Mudanya Bursa to discuss the results of the Account Period between 01.01.2014 – 31.12.2014 as well as the issues listed in the following agenda and to take necessary actions.

ORDINARY GENERAL ASSEMBLY AGENDA

1. Opening of the Meeting and formation of the Meeting Council,
2. Authorization of the Meeting Council to sign the Minutes of the General Assembly Meeting,
3. Review of the Reports issued by the Board of Directors and Independent Auditing Company DRT Bağımsız Denetim ve Serbest Muhasebeci Mali Müşavirlik A.Ş. and Financial Tables of the Company belonging the Accounting Period between 01.01.2014 – 31.12.2014.
4. Discussion and approval of all the financial tables, reports and accounts which are prepared by the Board of Directors and Independent Auditing Company pursuant to the CMB, TCC, TPL and all other related legislation, release of each member of the Board of Directors,
5. Discussion and voting of the proposal made by the Board of Directors in connection with the distribution of the profit made in the Accounting Period between 01.01.2014 - 31.12.2014,
6. Approval of the appointments of the Board Members during the period in accordance with Article 363 of TCC,
7. Furnishing information to the General Assembly on the donations given the during the year 2014 and obtaining approval in this respect, Determining the upper limit of the donations for 2015.
8. Furnishing information to the General Assembly pursuant the CMB legislation, on the guarantees, liens and mortgages given to the third parties.
9. Approval of the Independent Auditing Company to audit the activities and accounts of 2014 in frame of Capital Market Board Regulations and 6102 numbered Turkish Commercial Code which is selected by the Board of Directors based on the suggestion of Audit Committee

10. Authorization of the shareholders who have the control of management, the members of the Board, the senior officers, and their spouses, consanguinities and affinities up to second degree, to perform the transactions mentioned with the Corporate Governance Principle 1.3.6 and 1.3.7 under the CMB communique Serial No:17.1 and authorization of relevant persons for the such transactions and their allowance to compete; furnishing information to shareholders if such transactions have already been performed during this period

11. Approval of the activities mentioned under Article 14 of the Articles of Association of the company realized until the General Assembly and grant prior authorization for the same activities to be realized after the General Assembly.

12. Recommendation and Adjournment,

Saygılarımızla,

Türk Prysmian Kablo Ve Sistemleri A.Ş.