

**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

09/03/2010

**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).**

From the statement made by our Company's indirect partner Prysmian S.p.A. to the press, it is learned that:

*"Prysmian S.p.A. (Company) shareholder Prysmian (Lux) II S.a.r.l. agreed with Goldman Sachs International (Both companies are Goldman Sachs Group companies) on selling its total ratio of 16,804% of shares in Prysmian S.p.A. (30,454,013 share) to certain investors in complete"*

. The detail of the announcement is as below:

*"Prysmian (Lux) II S.a.r.l. has agreed to sell all of its 29,432,421 unprivileged shares corresponding to 16.240% and Goldman Sachs Group Inc. has agreed to sell all of its 1,021,592 unprivileged shares corresponding to 0.564% to certain investors as private shares.*

*With this sale transaction, Goldman Sachs Group has no shares left in Prysmian Group. Prysmian S.p.A. CEO Valerio Battista also purchased 1,500,000 shares from the same sale. After the transaction, two of the 4 members that represent Goldman Sachs Group in Prysmian S.p.A. Board of Directors resigned from the Board of Directors that has 11 members and the remaining two members remain temporarily to aid the company in the transition period which will form with the newcomers, and they will also resign shortly in coordination with Prysmian S.p.A."*

was announced.

Prysmian S.p.A., making the announcement and also the subject company of the announcement; owns 100% of Prysmian Cavi e Sistemi Energia S.r.L. company capital, 99,99% of Prysmian Energia Holding S.r.L. company and 100% of Prysmian (Dutch) Holdings BV company, which holds 83,75% of our company Türk Prysmian Kablo ve Sistemleri A.Ş. shares.

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