

TURK PRYSMIAN KABLO VE SISTEMLERİ A.Ş.

AGENDA FOR ORD. GENERAL ASSEMBLY MEETING ON MARCH 26, 2010:

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 and discussion of the Reports issued by the Board of Directors, Auditors' Board and Independent External Auditing Company Başaran Nas Bağımsız Denetim ve Serbest Muhasebeci Mali Müşavirlik A.Ş. (a member of Price Waterhouse Coopers) as well as Company's Balance Sheet and Profit/Loss accounts submitted to the General Assembly for the Account Period belonging to the period between 01.01.2009 - 31.12.2009,
4. Discussion and approval of the Report of the Board and Auditing Report covering the Account Period between 01.01.2009 – 31.12.2009 as well as the Company's Balance Sheet and Profit/Loss Accounts, release of members of the Board of Directors and Auditors' Board,
5. Discussion and voting of the proposal made by the Board of Directors in connection with the distribution of the profit recorded for the Account Period between 01.01.2009 - 31.12.2009,
6. Furnishing information to the General Assembly on the donations given during the year 2009 and obtaining approval in this respect,
7. Election of the directors in replacement of the Board members whose terms of office are to be expired, and determination of remuneration of the directors,
8. Election of the members of the Auditors' Board and determination of their fees,
9. Discussion and approval of the "Independent Auditing Company" proposed by the Board of Directors,
10. Furnishing information on the Company's Disclosure Policy,
11. Delegation of the Managing Director Francesco Fanciulli with the authority to award bonuses to the Company's personnel who contributed to realization of Company's targets during the year 2009 within the frame of general principles adopted by the Company, and determination of amount of bonus vis a vis the targets achieved by the Company's management and submission of the same to the approval of the General Assembly,
12. Furnishing information to the General Assembly on the asset, service and obligation transferring transactions with the related parties, which trigger transfer pricing evaluation within the scope of CMB Communiqué Serial: IV, No:41,
13. 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,
14. Authorization of the Chairman and Directors of the Board to perform transactions pursuant to Clauses 334 and 335 of the Turkish Commercial Code,
15. Recommendation and Adjournment.

Türk Prysmian Kablo ve Sistemleri A.Ş.

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