

It is resolved for the decision of our Company's General Assembly;

1. Our Company's net profit of the fiscal year 2014 according to the independently audited consolidated financials prepared in accordance with "CMB Communique About Financial Reporting in Capital Markets II-14.1" is TL 2,007,438,823.39 and according to the Turkish Commercial Code clauses and Tax Procedure Law is TL 2,484,243,174.84;
2. According to the CMB Communique II-19.1, the profit after tax amount of TL 2,007,438,823.39 is the base amount for dividend distribution;
3. Our company already reached the general legal reserve limit, which is 20% of the paid in capital in accordance with Article 519 of Turkish Commercial Code. This reserve is not required for 2014;
4. The base for the first dividend is TL 2,015,975,871.04 (Pursuant to the Capital Markets Board regulations, this amount is calculated by adding the donation amount in 2014, which is TL 8,537,047.65 to the net distributable profit of 2014, which is 2,007,438,823.39);
5. It is decided:
 - a. to distribute 20% of TL 2,015,975,871.04 (first dividend base), TL 403,195,174.21 as cash first dividend;
 - b. that the second legal reserve of TL 166,585,347.58 (calculated as 1/11 of the net distributable profit after 5% of paid in capital is deducted from it pursuant to the Capital Markets Board Regulations) shall be set aside;
 - c. that the remaining TL 1,437,658,301.60 shall be distributed as cash second dividend;

Accordingly:

- d. a total cash dividend amount of TL 1,840,853,475.81 to be distributed shall be covered by current period net profit;

- e. 0.525958 Kuruş (52.5958%) gross cash dividend per each share worth for 1 Kuruş nominally shall be distributed to our shareholders and total gross cash dividend distribution amount shall be TL 1,840,853,475.81;
6. The distribution of the cash dividends to our shareholders shall begin on May 28, 2015, at Merkezi Kayıt Kuruluşu A.Ş. Süzer Plaza Askerocağı Caddesi No:15 Kat:2 34367 Elmadağ - Şişli / İstanbul.