

TÜRK TELEKOMÜNİKASYON A.Ş.

AGENDA FOR ORDINARY GENERAL ASSEMBLY MEETING 2011

May 25, 2012

1. Opening and Election of the Chairmanship Committee;
2. Authorizing the Chairmanship Committee to sign the minutes of the General Assembly Meeting, and the List of Attendees;
3. Reading the Board of Directors annual report for the year 2011;
4. Reading the Statutory Board of Auditors annual report for the year 2011;
5. Reading the summary reports of the Independent Audit Company for the year 2011;
6. Reading, discussing and approving the balance sheet and profit/loss accounts for the year 2011;
7. Releasing the Board of Directors Members for operations and transactions of our Company during 2011;
8. Releasing the Statutory Auditors for operations and transactions of our Company during 2011;
9. Discussing and resolving on the proposal of the Board of Directors about distribution of the profit generated in 2011;
10. Resolving on signing an agreement with Güney Bağımsız Denetim ve SMMM A.Ş., the independent audit company with which our Company is currently working, for the purpose of auditing our Company's operations and accounts for the year 2012, as per Article 14 of the Regulation on Independent External Audit in Capital Markets published by the Capital Markets Board and Article 17/A of the Articles of Association of our Company;
11. Defining the salaries of the Board of Directors Members and Statutory Auditors;
12. Informing the Shareholders about the dividend distribution policy;
13. Reading the written explanations of the Independent Audit Company about the compliance of the financial statements and other reports with the standards, the accuracy and precision of the information, and that the independence of the audit company or its subsidiaries is not affected in any way in relation to the services delivered to our Company or its subsidiaries, under the Corporate Governance Principles;
14. Informing the General Assembly about donations and aids made during 2011;
15. Informing the General Assembly about transactions made during 2011 with related parties and their valuations as per Article 5 of the Communiqué Serial IV No. 41 of the Capital Markets Board;
16. Discussing and voting for authorizing the Board of Directors or person(s) designated by the Board of Directors for company acquisitions to be made by our Company or its

subsidiaries during 2012 up to 300 million Euro which will be separately valid for each acquisition;

17. Discussing and voting for authorizing the Board of Directors to establish Special Purpose Vehicle(s) when required for above mentioned acquisitions;
18. Informing the General Assembly about the guarantees, pledges and mortgages given by our Company in 2011 in favour of third parties, and about revenues or interests generated, under Decision 28/780 dated 09.09.2009 of the Capital Markets Board;
19. Informing the Shareholders regarding the "Remuneration Policy" determined for the Board of Directors Members and the Senior Executives in accordance with the Corporate Governance Principles;
20. Resolving on giving permission to the controlling shareholders, the Board of Directors Members, the senior executives, their spouses and their relatives by blood and marriage up to the second degree to make transactions which may cause conflict of interest for the Company or Company's subsidiaries and to compete in accordance with the Communiqué of the Capital Markets Board Serial: IV, No:56 on the Determination and Execution of the Corporate Governance Principles and informing the general assembly of the transactions of this nature realized within the year; and also resolving on giving permission to the Board of Directors Members to carry out works within or out of the scope of the Company's operations on their own behalf or on behalf of others or to be a partner to companies who does such works, and to carry out other transactions, as per Article 334 and 335 of the Turkish Commercial Code;
21. Comments and closing.