

**FROM THE CHAIRMAN OF THE BOARD OF DIRECTORS OF  
TÜRK TELEKOMÜNİKASYON A.Ş.**

**Invitation to the Extraordinary General Assembly Meeting as of 30 June 2012**

The Extraordinary General Assembly of our Company shall convene at the address of TürkTelekomünikasyon A.Ş. GenelMüdürlükKültürMerkezi, TurgutÖzalBulvarı 06103 Aydınlikevler Ankara, at 11:00 a.m., on Saturday, 30th of June, 2012 to negotiate the below-mentioned agenda and reach at a decision thereupon. Draft Amendments of Articles of Association and the General Assembly informative document regarding the agenda items shall be made available to the examination of our shareholders, 21 days prior to the date of the meeting at the head office of our company, located at the address of TürkTelekomünikasyon A.Ş. GenelMüdürlükKültürMerkezi, TurgutÖzalBulvarı 06103 Aydınlikevler Ankara and at the corporate investor relations website of [www.ttinvestorrelations.com](http://www.ttinvestorrelations.com)

Our shareholders whose shares are taken at the custody accounts of investors of the Financial Intermediaries by the Central Registry Agency (CRA) and wish to attend our General Assembly Meeting should act in conformity with the provisions regulating the procedures of the General Assembly set forth on the updated rules of Central Registry System duties and procedures provided at the web address of <http://www.mkk.com.tr/wps/wcm/connect/e684d01c-974a-4ae5-a7df-8a41440cb2b1/is+ve+bilisim+uygulama+ilke+ve+kurallar%C4%B1+21032012.pdf?MOD=AJPERES> and have themselves registered into the Withholding List of the General Assembly.

The commencement date of the General Assembly Withholding is at 08.30 a.m., on Friday, 8th of June, 2012 and the last date of withholding is at 05.00 p.m., on Thursday, 28st of June, 2012. It is hereby requested from our shareholders to apply to CRA or financial intermediaries and block their shares for the General Assembly Meeting within the said time period and have the General Assembly Withholding Letters with them during the General Assembly Meeting.

As mentioned in the General Letter No:294 of CRA, the rightful investors may attend to the General Assembly Meeting after the registration of their shares before CRA pursuant to interim provision 6 of Capital Market Law. It is hereby submitted for the information of our Shareholders that those who do not have themselves registered into the Withholding List of the CRA cannot attend the meeting as per the laws.

This invitation of ordinary general assembly meeting will also be notified to the shareholders who hold registered shares, by a registered mail according to article 368 of Turkish Commercial Code.

Our shareholders who cannot attend the meeting in person should arrange their proxies in accordance with the attached specimen or provide the proxy form from the headquarter or the website of the company at [www.turktelekom.com.tr](http://www.turktelekom.com.tr) by complying with requirements stipulated as per the communiqué of the Capital Markets Board Serial: IV, Number: 8 and present their power of attorneys whose signature is certified by the notary public or for our foreign shareholders, the notarized Turkish translation thereof to the headquarter of our Company at the close of business on Thursday, 28th of June, 2012 at latest.

Our shareholders or their representatives which are appointed in accordance with the foregoing paragraph should have the below mentioned documents with them ready, at the date of the meeting.

- Identity certificate
- The General Assembly Withholding Letters for the shareholders whose shares are registered before the banks, financial intermediaries and CRA.

- The proxies arranged in accordance with the attached specimen, of the representatives who are appointed by our real and legal person shareholders.
- The notarized Turkish translation of the proxies and the notarized passport copies of the representatives of our foreign shareholders.

It is requested from our shareholders to attain knowledge and attend the meeting on the specified day and hour.

Note: Pursuant to article 11 of Capital Market Law, our shareholders who hold registered shares continuously traded on stock exchanges or other organized markets shall not have a further notification by registered mail.

**TÜRK TELEKOMÜNİKASYON A.Ş.**  
**AGENDA FOR EXTRAORDINARY GENERAL ASSEMBLY MEETING**  
**June 30, 2012**

1. Opening and Election of the Chairmanship Committee;
2. Authorizing the Chairmanship Committee to sign the minutes of the Extraordinary General Assembly Meeting and the List of Attendees;
3. Pursuant to the Communiqué Serial: IV, No:56 of the Capital Markets Board on the Definition and the Enforcement of the Corporate Governance Principles amended by the Communiqué Serial: IV No: 57 and other regulations; provided that the required approvals from Capital Markets Board and of Republic of Turkey Ministry of Customs and Trade are obtained; approving the amendments to Article 3 “Scope and Objectives of the Company”, Article 6 “**Capital**”, Article 8 “**The Board of Directors**”, Article 11 “**Duties and Authorities of the Board of Directors**”, Article 13 “**General Manager and Assistant General Managers**”, Article 21 “**Invitation to Meeting and the Quorum**”, Article 31 “**Announcements**” of the Company’s Articles of Association and the addition of Article 9/A “**The Independent Board of Directors Members**”, and Article 32 “**Compliance with the CMB Corporate Governance Principles**” to the Company’s Articles of Association.
4. Determination of the number of the Board of Directors members and their term of office, election of the Board of Directors and determination of the Independent Board of Directors members,
5. Defining the gross monthly salaries of the Board of Directors members pursuant to the Remuneration Policy of our Company,
6. 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;

7. Comments and closing.

The Meeting of Privileged Shareholder Group A of our Company shall convene at the same address of TürkTelekomünikasyon A.Ş. GenelMüdürlükKültürMerkezi, TurgutÖzalBulvarı 06103 Aydınlikevler Ankara, at 12:00 p.m., on Saturday, 30th of June, 2012 to negotiate and approve the decision of Extraordinary General Assembly with the following agenda.

**TÜRK TELEKOMÜNİKASYON A.Ş.**  
**AGENDA FOR EXTRAORDINARY GENERAL ASSEMBLY MEETING of PRIVILEGED SHAREHOLDER**  
**GROUP A**  
**June 30, 2012**

1. Opening and Election of the Chairmanship Committee;
2. Authorizing the Chairmanship Committee to sign the minutes of the Extraordinary General Assembly Meeting and the List of Attendees;
3. Approval of decisions taken at Extraordinary General Assembly Meeting as of 30 June 2012.

The Meeting of Privileged Shareholder Group B of our Company shall convene at the same address of TürkTelekomünikasyon A.Ş. GenelMüdürlükKültürMerkezi, TurgutÖzalBulvarı 06103 Aydınlikevler Ankara, at 13:00 on Saturday, 30th of June, 2012 to negotiate and approve the decision of Extraordinary General Assembly with the following agenda.

**TÜRK TELEKOMÜNİKASYON A.Ş.**  
**AGENDA FOR EXTRAORDINARY GENERAL ASSEMBLY MEETING of PRIVILEGED SHAREHOLDER**  
**GROUP B**  
**June 30, 2012**

1. Opening and Election of the Chairmanship Committee;
2. Authorizing the Chairmanship Committee to sign the minutes of the Extraordinary General Assembly Meeting and the List of Attendees;
3. Approval of decisions taken at Extraordinary General Assembly Meeting as of 30 June 2012.

The Meeting of Privileged Shareholder Group C of our Company shall convene at the same address of TürkTelekomünikasyon A.Ş. GenelMüdürlükKültürMerkezi, TurgutÖzalBulvarı 06103 Aydınlikevler Ankara, at 14:00, on Saturday, 30th of June, 2012 to negotiate and approve the decision of Extraordinary General Assembly with the following agenda.

**TÜRK TELEKOMÜNİKASYON A.Ş.**  
**AGENDA FOR EXTRAORDINARY GENERAL ASSEMBLY MEETING of PRIVILEGED SHAREHOLDER**  
**GROUP C**  
**June 30, 2012**

1. Opening and Election of the Chairmanship Committee;
2. Authorizing the Chairmanship Committee to sign the minutes of the Extraordinary General Assembly Meeting and the List of Attendees;
3. Approval of decisions taken at Extraordinary General Assembly Meeting as of 30 June 2012.