

TÜRK TELEKOMÜNİKASYON ANONİM ŞİRKETİ
MINUTES OF THE ORDINARY GENERAL ASSEMBLY MEETING
HELD ON 31 MARCH 2015

The Ordinary General Assembly Meeting of Türk Telekomünikasyon Anonim Şirketi for the 2014 fiscal year, was held on 31 March 2015 at 10:30 at Türk Telekomünikasyon A.Ş. Genel Müdürlük Kültür Merkezi, Turgut Özal Bulvarı, 06103 Aydınlıkevler/Ankara under the supervision of Ministry Representative Ekrem Yıldız commissioned pursuant to the letter no: 6947916dated 31 March 2015 issued by the Ankara Provincial Directorate of Ministry of Customs and Commerce.

The Ministry Representative Ekrem Yıldız informed the attendees of the Meeting prior to opening that the necessary rules and procedures in relation to the Meeting had been fulfilled in compliance with the relevant law and the Company's Articles of Association.

As provided for under the law and under the Company's Articles of Association, the Meeting Invitation, Agenda and sample Proxies were published at the Turkish Trade Registry Gazette numbered 8774 dated 09.03.2015 and additionally at Sabah, Akşam and Hürriyet newspapers dated 07.03.2015. Furthermore, the date of the General Assembly Meeting including details of such documents were also published at the Company's www.ttyatirimciiliskileri.com.tr website, the E-Company Platform and the Electronic General Assembly System of the Central Registration Agency and details of the meeting date and agenda were also provided to the shareholders holding registered shares to their addresses under the Company records within the specified period via registered mail on 06.03.2015.

It was ascertained from the List of Attendees that out of 350.000.000.000 shares corresponding to the Company's total capital of TL 3,500,000,000, 331.020.732.100shares corresponding to TRY 3.310.207.321 of which were represented by proxy, and 204.200 shares corresponding to TRY 2.042,00 of which were represented by the principal,thereby a total of 331.020.936.300 shares corresponding to TRY 3.310.209.363,00 of the capital were represented in the meeting and thereby ensuring that the minimum quorum requirement as provided for under the law and Articles of Association were satisfied and that pursuant to subparagraphs 5 and 6 of Article 1527 of the Turkish Commercial Code the necessary legal procedures in relation to the preparations in order to conduct the Company's Electronic General Assembly have been fulfilled, and that Rami Aslan and Mazen Abou Chakra, members of the Board of Directors and Murat Alsan, representative of Akis Bağımsız Denetim ve SMMM A.Ş. (KPMG), the independent audit company being present at the meeting and the Meeting was opened by the representative for the Ministry of Customs and Trade at 10.44 a.m.

Without prejudice to the provisions relating to voting rights under the Electronic General Assembly System, information regarding the system of casting votes in relation to the agenda items discussed during the Meeting were provided to the present shareholders, specifying that acceptance votes may be indicated by a raising (show of) hands, by standing, or by verbally indicating AFFIRMATIVE or NEGATIVE. Those who do not raise their hands, stand up or communicate their preferences or otherwise cast an abstaining vote shall be deemed to have "Refused" the item. For those who were physically present at the Meeting, information was briefly given relating to the electronic general assembly meeting system.

Before proceeding to the discussion of the Agenda items, the shareholders were informed that out of the shares currently represented, those corresponding to a share capital of TRY 276.395.436 was represented by the Proxy Holders and those corresponding to a share capital of TRY 3.033.811.885 was represented by the other Proxies pursuant to Article 431 of the Turkish Commercial Code and the Procedures and Principals adopted at the General Assembly Meeting dated 28 November 2012 and pursuant to Article 24 of the Regulation relating to the Representative of the Ministry of Customs and Trade to be present at such meetings.

The General Assembly Meeting was opened with the discussion of the following agenda Items:

1. In relation to Article 1 of the Agenda;

Pursuant to the joint Proposal submitted to the Chairmanship by the Turkish Ministry of Transport, Maritime Affairs and Communication on behalf of Turkish Undersecretariat of Treasury and Ojer Telekomünikasyon A.Ş. as shareholders; in relation to the election of Ömer Yüksel as Chairman, of Serdar Akcasu as Vote Collector and Mine Güçlü as Secretary was put to a vote. The agenda item was approved unanimously.

Begüm Albayrak was appointed to use the electronic general assembly system pursuant to her “Central Registration Agency Electronic General Assembly System Certificate” by Ömer Yüksel appointed as Chairman of the Meeting.

2. In relation to Article 2 of the Agenda;

The joint proposal submitted to the Chairmanship by the Turkish Ministry of Transport, Maritime Affairs and Communication on behalf of Turkish Undersecretariat of Treasury and Ojer Telekomünikasyon A.Ş. as shareholders was read by Mine Güçlü. The matter of granting authority to sign the General Assembly Minutes of Meeting and the List of Attendees to the Chairmanship Committee was put to a vote. The item was approved unanimously.

3. In relation to Article 3 of the Agenda;

The Chairman, Ömer Yüksel informed the General Assembly that the following Agenda Item is for informative purposes only and will not be voted upon. The Turkish Ministry of Transport, Maritime Affairs and Communication on behalf of Turkish Undersecretariat of Treasury and Ojer Telekomünikasyon A.Ş. as shareholders jointly proposed that the Annual Report of the Board of Directors in relation to the 2014 year approved by Decision No. 15 of the Board of Directors on 28.02.2015 shall be deemed to have been read due to the fact that it has been published at the Company’s www.ttyatirimciiliskileri.com.tr website, the Public Disclosures Platform, the Electronic General Assembly System of the Central Registration Agency and sent to the examination of those shareholders physically attending the meeting.

The Chairman informed the Meeting that the joint Proposal shall be added as a sub-agenda item. The joint proposal was added as a sub-agenda item to the Electronic General Assembly Meeting System. The proposal was put to a vote. As a result of the voting, the Annual Report being deemed to have been read was approved by a majority of a total of 8.517.840.500 negative and 322.503.095.800 affirmative votes.

4. In relation to Article 4. of the Agenda;

The Chairman, Ömer Yüksel informed the General Assembly Meeting that the following Agenda Item is for informative purposes only and will not be voted upon. The Turkish Ministry of Transport, Maritime Affairs and Communication on behalf of Turkish Undersecretariat of Treasury and Ojer Telekomünikasyon A.Ş. as shareholders jointly proposed that, the opinion section of the Independent Auditor's Report having been read and the remaining part of the Independent Auditor's Report prepared prepared by the Independent Auditor and attached to the Annual Report of the Board of Directors under the scope of relevant provisions of the Turkish Commercial Code shall be deemed to have been read due to the fact that it has been published at the Company's www.ttyatirimciiliskileri.com.tr website, the Public Disclosures Platform, the Electronic General Assembly System of the Central Registration Agency and sent to the examination of those shareholders physically attending the meeting.

The Chairman informed the Meeting that the joint Proposal shall be added as a sub-agenda item. The joint Proposal was added as a sub-agenda item to the Electronic General Assembly Meeting System. The proposal was put to a vote. As a result of the voting, it was approved by a majority of a total of 8.517.840.500 negative and 322.503.095.800 affirmative votes that the opinion section of the Independent Auditor's Report shall be read and the remaining part of Independent Auditor's Report of the Board of Directors shall be deemed to have been read. .

Murat Alsan, Managing Partner/Chief Auditor of Akis Bağımsız Denetim ve Serbest Mali Müşavirlik A.Ş. (KPMG Türkiye) read out the related piniion section of the report.

5. In relation to Article 5. of the Agenda;

The main sections of the consolidated balance sheet and profit/loss accounts prepared in accordance with the financial statement formats set by the International Financial Reporting Standards (IFRS), as per the Turkish Commercial Code and Capital Markets Board legislation, and published at the Company's www.ttyatirimciiliskileri.com.tr website, the Public Disclosures Platform, the Electronic General Assembly System of the Central Registration Agency have been read and discussed.

As a result of the voting, the consolidated balance sheet and profit/loss accounts prepared in accordance with the financial statement formats set by the International Financial Reporting Standards (IFRS), as per the Turkish Commercial Code and Capital Markets Board legislation have been approved unanimously.

6. In relation to Article 6. of the Agenda;

The joint Proposal submitted to the Chairmanship presented by the Turkish Ministry of Transport, Maritime Affairs and Communication on behalf of Turkish Undersecretariat of Treasury and Ojer Telekomünikasyon A.Ş. as shareholders was read by Mine Güçlü.

The matter of releasing each of the members of Board of Directors from the operations and actions of the Company during the year 2014 was discussed by the General Assembly.

As a result of the voting, the matter of the release of each of the Board of Directors members from the operations and actions performed on behalf of the Company for the year of 2014 was approved by a majority of a total of 7.699.800 negative and 331.013.236.500 affirmative votes.

7. In relation to Article 7. Of the Agenda;

The joint Proposal submitted to the Chairmanship presented by the Turkish Ministry of Transport, Maritime Affairs and Communications on behalf of Turkish Undersecretariat of Treasury and Ojer Telekomünikasyon A.Ş. as shareholders, was read by Mine Güçlü.

Ömer Yüksel as Chairman of the Meeting informed the General Assembly that, the resumes of the individuals appointed to the vacant Board Member positions were published at the Company's www.ttyatirimciiliskileri.com.tr website, the Public Disclosures Platform, the Electronic General Assembly System of the Central Registration Agency at the Company's www.ttyatirimciiliskileri.com.tr website, the Public Disclosures Platform, the Electronic General Assembly System of the Central Registration Agency and the files distributed to the shareholders who were present physically at the meeting.

Ömer Yüksel as Chairman of the meeting submitted that Kemal Madenoğlu be appointed temporarily to the board member position which became vacant due to the resignation of İbrahim Şahin on 13 October 2014, who was the independent board member and that Talat Aydın be appointed temporarily to the board member position which became vacant due to the resignation of Feridun Bilgin on 06 March 2015 pursuant to article 363 of the Turkish Commercial Code to be approved in order to be valid under the same conditions with the other board members as of their appointment date and for the remaining term of office of the Board of Directors at the first upcoming General Assembly Meeting to be held.

As a result of the voting, the membership of the abovementioned Board Members pursuant to Article 363 of the Turkish Commercial Code and Article 10 of the Article of Association of the Company under the same conditions, effective as of the date of appointment and to be valid for the remaining term of office, was discussed and approved by a majority of a total of 5.177.664.000 negative and 325.843.272.300 affirmative votes.

Melsa Ararat Merrell, one of the shareholders of the Company raised an objection via the Electronic General Assembly Meeting System that she has cast a negative vote in relation to the said agenda item due to the fact that the corporate governance principles were not complied with and the fact that there is no sufficient amount of female Board members in the Board of Directors of the Company.

Hande Nalbantoğlu, who is representing O'shaughnessy Familypartners LLC, one of the shareholders of the Company raised an objection via the Electronic General Assembly Meeting System that she has cast a negative vote in relation to the said agenda item.

8. In relation to Article 8 of the Agenda;

The joint Proposal submitted to the Chairmanship presented by the Turkish Ministry of Transport,

Maritime Affairs and Communications on behalf of Turkish Undersecretariat of Treasury and Ojer Telekomünikasyon A.Ş. as shareholders, was read by Mine Güçlü. it was proposed that a net monthly fee of TRY 8,000.00 (EightThousandTurkishLiras) and additionally a bonus fee in an amount of such net monthly fee shall be paid to each Member of the Board of Directors twice a year in January and July. The proposal was approved by a majority of a total of 1.385.355.500 negative and 329.635.580.800 affirmative votes.

9. In relation to Article 9. Of the Agenda;

The nominees of the Board of Auditors stated under the proposal of the Turkish Ministry of Transport, Maritime Affairs and Communication on behalf of Turkish Undersecretariat of Treasury according to Article 16 of the Articles of Association of the Company and pursuant to the consent letter of Ojer Telekomünikasyon A.Ş. granted to be effective as of 10.09.2007 was read by Mine Güçlü.

Accordingly, in place of the current Board of Auditors and according to article 16 of Articles of Association of the Company;

(* Lütfi Aydın (Turkish Identity Number: 15976539386, residing at the address of 1244 Sokak N:5/15 Cevizlidere-Balgat / Ankara),

as nominated by Group C Privileged Share;

(* Mehmet Habib Soluk (T.R. citizen, T.R. ID No: 18941733512 and residing at the address of ve Toki Konutları, CK-5 Blok Kat:5 No:22 Yenimahalle – Ankara)

and

(* Mustafa Koç (T.R. citizen, T.R. ID No: 48268501228 and residing at the address of Mustafa Kemal Mahallesi, 2142.Sokak No:11/7 Çankaya - Ankara),

as nominated by the Turkish Ministry of Transport, Maritime Affairs and Communication on behalf of Turkish Undersecretariat of Treasury

shall be elected to the Board of Auditors to be effective as of 31.03.2015 for the financial years of 2015, 2016 and 2017 and each member of the Board of Auditors shall be paid, a net monthly fee of TRY 8,000.00 (EightThousandTurkishLiras) and additionally a bonus fee in the amount of such net monthly fee shall be paid to each Member of the Board of Auditors twice a year in January and July for their activities of 2015 as provided under such proposal.

Ömer Yüksel as Chairman of the Meeting informed the General Assembly that, the resumes of the individuals nominated for the Board of Auditors positions were published at the Company's www.ttyatirimciiliskileri.com.tr website, the Public Disclosures Platform, the Electronic General Assembly System of the Central Registration Agency at the Company's www.ttyatirimciiliskileri.com.tr website, the Public Disclosures Platform, the Electronic General Assembly System of the Central Registration Agency and the files distributed to the shareholders who were present physically at the meeting.

As a result of the voting, the abovementioned proposal was approved and accepted by a majority of a total of 25.050.698.500 negative and 305.970.237.800 affirmative votes.

Melsa Ararat Merrell, one of the shareholders of the Company raised a proposal via the Electronic General Assembly Meeting System and stated that the corporate governance principles requires that there should be a minimum amount of 25% female board members in the Board of Directors and asked for an explanation regarding the reasoning behind the non compliance with such principle and whether the company has a compliance policy in relation thereto. Ömer Yüksel, as Chairmah informed the shareholders that such principle is not an obligatory principle, and is provided only as a recommendation.

10. In relation to Article 10 of the Agenda;

The Turkish Ministry of Transport, Maritime Affairs and Communication on behalf of Turkish Undersecretariat of Treasury and Ojer Telekomünikasyon A.Ş. as shareholders jointly proposed that the Dividend Distribution proposal of the Board of Directors of the Company resolved on 04.02.2015 shall be deemed to have been read due to the fact that it has been published at the Company's www.ttyatirimciliskileri.com.tr website, the Public Disclosures Platform, the Electronic General Assembly System of the Central Registration Agency and sent to the examination of those shareholders physically attending the meeting.

The proposal of the Board of Directors in relation to the Dividend Distribution dated 04.02.2015 was read by Süleyman Kısaç, Corporate Governance and Compliance Manager of the of the Company.

Accordingly,

"The following matters in relation to the 2014 financial activities of the Company shall be resolved upon by the decision of the Company's General Assembly;

- 1. The Company's net profit as a result of the operations between 01 January 2014 – 31 December 2014 according to the independently audited consolidated financials prepared in accordance with the "CMB Communiqué on Financial Reporting in Capital Markets II-14.1" amounts to TL 2,007,438,823.39, and according to the Turkish Commercial Code clauses and Tax Procedure Law amounts to TL 2,484,243,174.84;*
- 2. According to CMB Communiqué II-19.1, the profit after tax amount of TL 2,007,438,823.39 shall be the base amount for the dividend distribution;*
- 3. The Company has already reached the general legal reserve limit, which is 20% of the paid in capital in accordance with Article 519 of the Turkish Commercial Code. This reserve is not required for 2014;*
- 4. The basis for the first dividend is TL 2,015,975,871.04. 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 TL 2,007,438,823.39.*
- 5. It has been 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 be 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 second cash dividend;

Accordingly,

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

e. That a 0.525958 Kuruş (52.5958%) gross cash dividend per each share with a nominal value of 1 Kuruş shall be distributed to our shareholders and that the total gross cash dividend distribution amount shall be TL 1,840,853,475.81;

6. That 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.

The Chairman put the Board Resolution regarding the Dividend Distribution to the vote. As a result of the voting, the dividend distribution as provided under the abovementioned Proposal of the Board of Directors was approved and accepted unanimously.

11. In relation to Article 11. Of the Agenda;

The Turkish Ministry of Transport, Maritime Affairs and Communication on behalf of Turkish Undersecretariat of Treasury and Ojer Telekomünikasyon A.Ş. as shareholders jointly proposed that in accordance with Article Article 399 of Turkish Commercial Code and Article 17/A of the Articles of Association of the Company, the execution of the Agreement with the Independent Audit Company, Akis Bağımsız Denetim ve SMMM A.Ş. (KPMG) for its auditing activities in relation to the operations and accounts of the Company for the year 2015 shall be presented to the approval of the General Assembly.

As a result of the voting, the abovementioned Proposal and the Independent Audit Agreement was approved and accepted by a majority of a total of 1.334.657.400 negative votes and 329.686.278.900 positive votes.

12. In relation to Article 12. Of the Agenda;

Ömer Yüksel as Chairman of the Meeting informed the General Assembly Meeting that this agenda Item is for informative purposes only and will not be voted upon and provided information in relation to the donations and aids made by the Company in an aggregate amount of TRY 8.537.047,65 TL for social welfare purposes during the year 2014.

13. In relation to Article 13 of the Agenda;

Ömer Yüksel as Chairman of the Meeting informed the General Assembly Meeting that this agenda Item is for informative purposes only and will not be voted upon. Süleyman Kısaç, Corporate Governance and Compliance Manager of the Company provided information to the Shareholders regarding the guarantees, pledges and mortgages given by the Company in favor of third parties and about the interests generated in 2014.

14. In relation to Article 14 of the Agenda;

Ömer Yüksel as Chairman of the Meeting informed the General Assembly Meeting that this agenda Item is for informative purposes only and will not be voted upon and gave the floor to Süleyman Kısaç, Company's Corporate Governance and Compliance Manager.

Süleyman Kısaç informed the General Assembly that;

With the three-phase implementation of the integration project in 2014, Türk Telekom Senior Management ensured that the "One-stop-shop" approach was provided efficiently and effectively. This initiative targeted differentiating the Group from its rivals; achieving sustainable growth with a customer oriented approach; meeting customer needs and expectations in technology and communication services more efficiently by offering both mobile and fixed services in the market; and providing more value-added to customers by centralizing the management of sales channels and commercial functions.

In Phase 1, Türk Telekom;

- restructured the marketing model of fixed voice and data services;
- centralized the executive management of the Network/Operations and Technology functions of Türk Telekom and Avea in order to take advantage of the opportunities in convergence technologies and to achieve greater efficiency and benefits in the operations;
- centralized several support functions of Türk Telekom Group in order to support the restructuring in commercial and infrastructure areas.

In Phase 2, Türk Telekom;

- centralized the management of all the Group's mobile and fixed individual sales related activities;
- centralized the management of the Group's customer relations units of mobile and fixed line operations;
- centralized the management of all the Group's mobile and fixed corporate marketing, corporate sales and corporate customer relations units.

In Phase 3, Türk Telekom;

- centralized the management of individual business units of Türk Telekom Group in order to meet all communication needs and expectations of individual customers with a wide range of end-to- end solutions in mobile, fixed voice and broad band television, content and recreational services;
- centralized the management of corporate business units in order to efficiently and securely provide company, SME and small/home office customers with high technology products and services as corporate business partners;
- structured TNET in two separate General Departments: the Consumer and Corporate Business Units.

15. In relation to Article 15 of the Agenda;

Ömer Yüksel as Chairman of the Meeting informed the General Assembly Meeting that the following Agenda Item is for informative purposes only and will not be voted upon and gave the floor Süleyman Kısaç, Corporate Governance and Compliance Manager the Company;

Süleyman Kısaç informed the shareholders that there have been no transactions performed by any of the controlling shareholders, board members, senior management, spouses and 2nd degree blood and affinity relatives who have engaged in activities which may cause a conflict of interest with the company or its subsidiaries, and who have participated in commercial activities similar to those conducted by the company in their own name or on behalf of a third party, or who become a shareholder with unlimited liability and become a member of the boards of enterprises engaging in similar transactions took place within the knowledge of the Company during 2014 financial year.

16. In relation to Article 16 of Agenda;

Ömer Yüksel as Chairman of the Meeting informed the General Assembly Meeting that the following Agenda Item is for informative purposes only and will not be voted upon.

The Turkish Ministry of Transport, Maritime Affairs and Communications on behalf of the Undersecretariat for the Treasury and Ojer Telekomünikasyon A.Ş as shareholders jointly proposed that in accordance with obligatory Article 4.6.2 of the Communiqué on Corporate Governance Principles, the “Remuneration Policy” of the members of the Board of Directors and the senior management shall be deemed to have been read due to the fact that it has been published at the Company’s www.ttyatirimciiliskileri.com.tr website, the Public Disclosures Platform, the Electronic General Assembly System of the Central Registration Agency and sent to the examination of those shareholders physically attending the meeting.

Chairman informed that the Proposal be added as a sub-agenda item. The Proposal in relation to the “Remuneration Policy” being deemed to have been read was added to the Electronical General Assembly Meeting System and was approved by a majority of a total of 8.806.494.900 negative and 322.214.441.400 affirmative votes.

The Chairman asked for shareholders' opinions regarding the "Remuneration Policy" determined for the Members of Board of Directors and the Senior Executives in accordance with the Corporate Governance Principles. No members provided any comments.

17. In relation to Article 17. Of the Agenda;

The joint proposal presented by the Turkish Ministry of Transport, Maritime Affairs and Communications on behalf of Turkish Undersecretariat of Treasury and Ojer Telekomünikasyon A.Ş. as shareholders, was read by Mine Güçlü. Authorizing the Board of Directors or person(s) designated by the Board of Directors for company acquisitions to be made by the Company or its subsidiaries until the next ordinary general assembly meeting up to 500 Million Euro which will be separately valid for each acquisition was proposed. The proposal was put to a vote.

As a result of voting, the authorization of the Board of Directors or person(s) designated by the Board of Directors in relation to company acquisitions to be made by the Company or its subsidiaries until the next general assembly meeting up to 500 million Euros to be separately valid for each acquisition was approved by a majority of affirmative votes of a total of 181.831.900 negative and 330.839.104.400 affirmative votes.

18. In relation to Article 18. Of the Agenda;

The joint proposal presented by the Turkish Ministry of Transport, Maritime Affairs and Communications on behalf of Turkish Undersecretariat of Treasury and Ojer Telekomünikasyon A.Ş. as shareholders, was read by Mine Güçlü.

The Proposal in relation to the authorization of the Board of Directors establishing Special-Purpose Vehicle/s regarding acquisitions stated in the previous agenda item was proposed and put to a vote. The authority of the Board of Directors in establishing Special-Purpose Vehicle/s by the Company and its subsidiaries regarding acquisitions until the next General Assembly Meeting was discussed and approved by a majority of a total of 181.831.900 negative and 330.839.104.400 affirmative votes.

19. In relation to Article 19. Of the Agenda;

The joint proposal presented by the Turkish Ministry of Transport, Maritime Affairs and Communications on behalf of Turkish Undersecretariat of Treasury and Ojer Telekomünikasyon A.Ş. as shareholders, was read by Mine Güçlü.

It was proposed that, the members of the Board of Directors shall be allowed to carry out all the transactions subject or not subject to the Company on behalf of themselves or others, or to become partners with companies which carry out such transactions and to carry out other transactions pursuant to the Turkish Commercial Code Articles numbered 395 and 396 and in line with the terms of the Concession Contract signed between Türk Telekomünikasyon Anonim Şirketi and Telecommunications

Authority, renamed as Information Technologies and Communications Authority. The proposal was put to a vote.

As the result of the voting, giving permission to the members of the Board of Directors 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 Articles 395 entitled "Prohibition of Transactions with Company and Borrowing" and 396 entitled "Non Competition" of Turkish Commercial Code in line with the terms of the Concession Contract signed between Türk Telekomünikasyon Anonim Şirketi and Telecommunications Authority, renamed as Information Technologies and Communications Authority was approved by a majority of a total of 4.611.604.900 negative and 326.409.331.400 affirmative votes.

20. In relation to Article 20. Of the Agenda;

The floor was opened to recommendations and comments. No members provided any comments.

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The Chairman Ömer Yüksel thanked the attendees.

Having discussed and resolved on all the agenda items, the General Assembly Meeting of Türk Telekomünikasyon A.Ş. was concluded at 11:21 on 31.03.2015 in Ankara. the electoinc General Assmebly Meeting System was closed at 12:09 due to the general electricty cut out.

These minutes have been written, read and signed at the meeting venue.

MINISTRY REPRESENTATIVE

Ekrem Yıldız

CHAIRMAN

Ömer Yüksel

SECRETARY

Mine Güçlü

VOTE COLLECTOR

Serdar Akcasu