

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

Invitation to the Ordinary General Assembly Meeting of the financial year of 2011

The Ordinary General Assembly of our Company for the year 2011 shall convene at the address of Türk Telekomünikasyon A.Ş. Genel Müdürlük Kültür Merkezi, Turgut Özal Bulvarı 06103 Aydınlikevler Ankara, at 11:00 a.m., on Friday, 25th of May, 2012 to negotiate the below-mentioned agenda and reach at a decision thereupon. According to article 362 of Turkish Commercial Code, balance sheet and loss/profit accounts dated 31st of December 2011, Board of Directors and Legal Auditors Reports and Dividend Distribution Offer of the Board of Directors for the year 2011 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 Türk Telekomünikasyon A.Ş. Genel Müdürlük Kültür Merkezi, Turgut Özal Bulvarı 06103 Aydınlikevler Ankara and at the corporate investor relations website of 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, 4th of May, 2012 and the last date of withholding is at 05.00 p.m., on Monday, 21st of May, 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 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 Tuesday, 22nd of May, 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 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.