

Date: 30.03.2018

INDEPENDENCE STATEMENT

I hereby declare and present for the information of the related parties that I am ready and a candidate to serve as "Independent Member", in the scope of the Turkish Prysmian Cable and Systems Inc. Board of Directors regulations, prime contract and the Corporate Governance Compliance Report numbered 17.1, regulated by the Capital Market board, and since I was nominated as a candidate, as required by the article 4.3.7 of the Capital Market Board Corporate Governance Compliance Report;

- a) With the Turkish Prysmian Cable and Systems Inc, the Turkish Prysmian Cable and Systems Inc. board of directors or significantly influential partnerships and those who have executive control in their hands for the management of the Turkish Prysmian Cable and System Inc. or those partners who are significantly influential in the Turkish Prysmian Cable and System Inc. and those legal entities that these partners own the management authority and themselves, their spouses, their blood relatives up to second degree; I have not had any deployment relationship in an executive position that would assume important tasks and responsibilities for the last five years, I have not owned capital or right to vote or more than 5% of privileged shares jointly or solely or I have not established an important commercial relationship,
- b) For the last five years, the Turkish Prysmian Cable and Systems Inc. auditing (including tax auditing, legal auditing, internal auditing) , scoring and counseling being in the first place, within the framework of the agreements done, I have not been a partner (above 5%) or have not worked in an executive position with important tasks and responsibilities or have not been a member of the board of directors in any company that the Turkish Prysmian Cable and Systems Inc. received service in a considerable amount or purchased or sold products, during the times when services or products were purchased or sold,
- c) I have required technical training, information and experience to fulfill the duties I will assume as an independent member of board of directors,
- d) I have not worked in any state institutions and organization full time or I have not been an academic member in any university and I will maintain this status after I'm elected as independent member,
- e) I reside in Turkey in accordance with the Income Tax Law numbered 193 and dated 31/12/1960,
- f) I will be able to contribute to the operations of the Turkish Prysmian Cable and Systems Inc in a favorable way, I will be able to maintain my neutrality in case of conflicts between the company and the share holders, I have strong ethic standards, occupational reputation and experience to make decisions freely while considering the rights of stakeholders,
- g) I am able to and will make time for the company duties in a way that I will be able to follow up the operations of the Turkish Prysmian Cable and Systems Inc. and to fully fulfill the duties I will assume,
- h) I have not worked as an independent member of board of directors in more than three companies where the Turkish Prysmian Cable and Systems Inc. or the partners with the executing power in the Turkish Prysmian Cable and Systems Inc have an executing power, and in more than five publicly traded companies in total,

Respectfully,


BANU UZGUR