

ORDINARY GENERAL ASSEMBLY AGENDA

1. Opening of the Meeting and formation of the Meeting Council,
2. Authorization of the Meeting Council to sign the Minutes of the General Assembly Meeting,
3. Review and discussion of the Reports issued by the Board of Directors, Auditors' Board and Independent Auditing Company belonging to the year 2011,
4. Discussion and approval of the Activity Report of the Board and Auditing Report covering the Accounting Period between 01.01.2011 – 31.12.2011 as well as the financial tables which are prepared pursuant to the CMB legislation, release of members of the Board of Directors and Auditors' Board,
5. Discussion and voting of the proposal made by the Board of Directors in connection with the distribution of the profit made in the Accounting Period between 01.01.2011 - 31.12.2011,
6. Furnishing information to the General Assembly on the donations given during the year 2010 and obtaining approval in this respect,
7. Election of the new Board members because the term of office current members to be expired, and determination of remuneration of the directors,
8. Discussion of the wage policy of the Company declared on the link http://www.prysmian.com.tr/people/wage_policy.html about the payments to be made to Board Members and to the senior officers,
9. Election of the members of the Auditors' Board and determination of their terms of office and their fees,
10. Furnishing information to the shareholders on the asset, service and obligation transferring transactions with the related parties, which trigger transfer pricing evaluation within the scope of CMB Communiqué Serial: IV, No:41,
11. Discussion of the amendment of articles 3, 10, 11, 14 and 16 of the Articles of Association according to the attached drafts approved by Capital Markets Board and Ministry of Industry and Trade and within the scope of social responsibility principles and of CMB Communiqué Serial: IV, No:56,
12. Furnishing information to the General Assembly pursuant the CMB legislation, on the guarantees, liens and mortgages given to the third parties,
13. Approval of the Independent Auditing Company to audit the activities and accounts of 2011 which is selected by the Board of Directors pursuant the CMB Communiqué,
14. Approval of the activities mentioned under article 14 of the Articles of Association of the company realized until the General Assembly and grant prior authorization for the same activities to be realized after the General Assembly,
15. Authorization of the Chairman and Directors of the Board to perform transactions pursuant to Clauses 334 and 335 of the Turkish Commercial Code; furthermore discussion of the transactions mentioned with the Corporate Governance Principle 1.3.7. under the CMB Communiqué Serial: IV, No:56 and authorization of relevant persons for the such transactions,
16. Recommendation and Adjournment.