

(Att 2)

TURK PRYSMIAN KABLO VE SISTEMLERI A.S.
REMUNERATION PRINCIPLES OF BOARD OF DIRECTORS MEMBERS AND SENIOR
EXECUTIVES HAVING ADMINISTRATIVE RESPONSIBILITIES

Our Company uses the work performance assessment system designed to implement a competitive and fair wage policy. Another dynamic of this system is based on comparing total income of the employees with the current wages paid on the market.

The senior executive salaries are determined by taking into consideration macroeconomic data on the market, wage policies, size and goals of the company as well as positions of the people in question. The premiums paid to senior executives are based on the comparison between annual financial and operational (profitability, cash flow, market share, productivity... etc.) goals of the company and outcomes of the personal goals achieved at the year-end; this assessment is only based on the foregoing capabilities, no other subjective criterion is involved.

The Board of Directors' members who are not independent (both executive and non-executive members) accept the Board of Directors' membership without any financial expectations and they waiver from all wages payable to them for this membership right at the beginning. Thus, there is no salary system principle applicable for these members.

The wages payable to the independent members of the Board of Directors are determined by taking into consideration Article 4.3.6. of the Corporate Governance Principles Communiqué published by the Capital Markets Board, which is mandatory for our company, and thus no dividends, share options or a payment plan based on company performance are offered to these members but the principle is preserving the independency of these members so professional background, knowledge and experience of these members are taken into consideration as well as an average salary scale calculated by comparisons with similar companies of the market.