

Date: 29.03.2012

ECILC Summary: Appointment of External Audit Company for 2012 by the Board of Directors

Our Board of Directors convening today discussed the appointment of an auditor since the contract with External Audit Company "DRT Bağımsız Denetim ve Serbest Muhasebeci Mali Musavirlik Anonim Şirketi (a member of Deloitte Touche Tohmatsu)" who carried out our 2011 audit, was expired. It was resolved upon recommendation of the Audit Committee of our Company that 1 year new contract be entered into with the said company and the External Audit Company so appointed be presented to the Ordinary General Assembly for the Shareholders' approval in the Ordinary General Assembly Meeting to be held for 2011.

Date: 10.04.2012

ECILC Summary: The amendments in article 9, 11, 14 and 24 and for incorporation of article 35 into the Company's Articles of Association.

Our Board of Directors, having met today;

has decided to get authorization of the Capital Markets Board and the Ministry of Customs and Trade regarding amendment to Articles 9, 11, 14 and 24 and for incorporation of article 35 of our company's Articles of Association, as follows:

ARTICLE 9: BOARD OF AUDİTORS

The Company is administered by a Board of Directors comprising 3-7 members to be elected by the General Assembly as per the provisions of the Turkish Commercial Code.

ARTICLE 9 AS AMENDED: BOARD OF AUDITORS

The Company is administered by a Board of Directors comprising 5-9 members to be elected by the General Assembly as per the provisions of the Turkish Commercial Code.

The number and qualifications of the independent members to be elected to the Board of Directors are determined in compliance with the Capital Market Board's corporate governance regulations and according to the provisions of the Capital Market Law.

While the Board of Directors fulfils its duties and responsibilities, the committees are established in compliance with the Capital Market Board's corporate governance regulations and according to the provisions of the Capital Market Law.

It is required that the majority of the Board Members should be Turkish citizens and meet the qualification criteria specified in the Commercial Code and the capital market laws.

ARTICLE 11: MEETİNGS OF THE BOARD OF DİRECTORS

The Board of Directors elect one chairman and one vice chairman to represent him in his absence among its members every year.

The Board of Directors convenes as and when required by the affairs and transactions of the Company.

For taking any resolutions in the Board of Directors' meetings, one more than half of its members should be present in the meeting and in any event, at least two and three members should be present for the Boards comprised of three and five persons.

The Board of Directors' resolutions shall be taken by the majority vote of the members present in the meeting.

The Board of Directors may also take resolutions by obtaining written approvals of the members of the Board of Directors in accordance with the provision of the article 330 of the Turkish Commercial Code.

The Board of Directors' resolutions are recorded in the book of resolutions and signed by the present chairman and members of the Board of Directors.

ARTICLE 11 AS AMENDED: MEETİNGS OF THE BOARD OF DİRECTORS

The Board of Directors elect one chairman and one vice chairman to represent him in his absence among its members every year.

The Board of Directors convenes as and when required by the affairs and transactions of the Company.

For taking any resolutions in the Board of Directors' meetings, one more than half of its members should be present in the meeting and in any event, at least **4-6** members should be present for the Boards comprised of **5-9** persons.

The Board of Directors' resolutions shall be taken by the majority vote of the members present in the meeting.

The Board of Directors may also take resolutions by obtaining written approvals of the members of the Board of Directors in accordance with the provision of the article 330 of the Turkish Commercial Code.

The Board of Directors' resolutions are recorded in the book of resolutions and signed by the present chairman and members of the Board of Directors.

The Capital Market Board's regulations in accordance with the provisions of the Turkish Commercial Code and the provisions of the Capital Market Law shall apply for the mode of meeting, the meeting and resolution quorums, the use of votes, the duties and authorities of the Board of Directors, resignation or death of any Board Member, and election of new member for any vacancy arising from the loss of independency of any Independent Board Member or any cases preventing performance of the tasks by any Board Member.

ARTICLE 14: REMUNERATION AND ATTENDANCE FEES FOR THE MEMBERS OF THE BOARD OF DIRECTORS

The remuneration payable to the delegate members and the attendance fee and any other benefits payable to the Members of the Board of Directors are determined by the General Assembly.

The General Assembly may also decide for any bonus payments to the Delegate members and the Board members assigned for certain tasks as a result of the services performed and the achievements displayed by the Board Members taking into consideration the contributions made by them for the Company in addition to any remuneration and attendance fees payable to such Board members.

ARTICLE 14 AS AMENDED: REMUNERATION AND ATTENDANCE FEES FOR THE MEMBERS OF THE BOARD OF DIRECTORS

The remuneration, attendance fee and the other financial benefits payable to the Chairman and members and the Delegate members of the Board of Directors are determined by the General Assembly.

The General Assembly may also decide for any bonus payments to the Delegate members and the Board members assigned for certain tasks as a result of the services performed and the achievements displayed by the Board Members taking into consideration the contributions made by them for the Company in addition to any remuneration and attendance fees payable to such Board members.

The Capital Market Board's regulations on corporate governance in accordance with the provisions of the Capital Market Law shall apply for the financial rights and benefits granted for the Chairman, and members of the Board of Directors and for top-level managers.

ARTICLE 24: ANNOUNCEMENTS

Without prejudice to the provisions of the Paragraph 4 of the Article 27 of the Turkish Commercial Code, the announcements related to the Company are made through a newspaper circulated in the region where the Company's head office is located.

The announcements related to the call of the General Assembly to the meeting should be published at least two (2) weeks before the meeting excluding the announcement and meeting dates in accordance with the provisions of Article 368 of the Turkish Commercial Code.

In case of decrease of capital or liquidation, the provisions of articles 397 and 439 of the Turkish Commercial Code shall apply.

ARTICLE 24 AS AMENDED: ANNOUNCEMENTS

Without prejudice to the provisions of the Paragraph 4 of the Article 27 of the Turkish Commercial Code, the announcements related to the Company are made through a newspaper circulated in the region where the Company's head office is located.

The announcements related to the call of the General Assembly to the meeting should be published at least **three (3)** weeks before the meeting excluding the announcement and meeting dates in accordance with the provisions of Article 368 of the Turkish Commercial Code.

In case of decrease of capital or liquidation, the provisions of articles 397 and 439 of the Turkish Commercial Code shall apply.

ARTICLE 35: COMPLIANCE WITH CORPORATE GOVERNANCE PRINCIPLES

The compulsory Corporate Governance Principles stipulated by the Capital Market Board are followed.

Any transactions made and any resolutions taken by the board of directors without compliance with such compulsory principles shall be considered null and void and contrary to the articles of association.

The Capital Market Board's corporate governance regulations in accordance with the provisions of the Capital Market Law are followed in any transactions considered significant in respect of implementation of the Corporate Governance Principles, any related party transactions of the Company and the transactions for establishing securities, mortgages and pledges in favour of third persons.

Date: 20.04.2012

ECILC Summary: Board Resolution regarding Dividend Distribution

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| Board of Directors Resolution Date | 20.04.2012 |
| Financial Period of the Dividend which will be offered for distribution | 01 January 2011 to 31 December 2011 |
| Total Dividend to be offered as extended through stocks | 0 |
| The ratio of the dividend to be offered as extended through stocks to the capital (%) | 0 |
| Total Gross Dividend to be offered as extended in cash (TRY) | 54,828,800.00 |
| Cash Dividend to be Extended per Share of TRY 1 nominal value transacted in the Stock Exchange | |
| Gross (TRY) | 0.100000 |
| Net (TRY) | 0.085500 |
| Date of extension to be offered | 19.06.2012 |

Our Board of Directors, convening today, determined that the Company's net distributable profit as of 31 December 2011 was TRL 81,921,095 based on the consolidated financial statements prepared as per the Capital Market Board (CMB) regulations and approved by independent auditors; whereas, it was TRL 125,189,204 based on financial statements kept as per statutory records. Based on CMB Decree No. 2/51, dated 27 January 2010, the net distributable profit calculated on the basis of the consolidated financial statements prepared and announced to the public in accordance with the CMB Communiqué Serial XI, No: 29 "Principles of Financial Reporting in Capital Markets" was used for the basis of 2011 profit distribution.

Accordingly it was resolved to present the following proposal to shareholders at the Ordinary General Assembly Meeting of 2011;

- 1) Dividends in the amount of **TRL 54,820,800** corresponding to **10%** of the Company's issued share capital will be distributed,
- 2) Dividend per share for TRL 1 nominal value will be 10% gross; for our resident individual shareholders and for our non-resident individual or corporate shareholders the net dividend calculated by deducting the withholding ratios as per the tax legislation will be paid,
- 3) After deducting the legal obligations and agreed dividend payments from the TRL 158,627,719 **net profit** for the term based on statutory records, the remaining amount will be transferred to Extraordinary Reserves,
- 4) Distribution will start on **19 June 2012**.

Date: 10.04.2012

ECILC Summary: Approval by the Capital Markets Board of amendment to articles 9, 11, 14 ad 24 of our company's articles of association, and addition of article 35 to the same.

Our filing of April 10, 2012 regarding amendment to articles 9, 11, 14 ad 24 of our company's articles of association, and addition of article 35 to the same, has been approved by decision No. **1201/4729** of **April 26, 2012** of the Capital Markets Board; the texts of the articles which have been approved by the Board are attached to our disclosure. Legal procedure regarding the said amendment to the articles of association, is underway.

Date: 15.04.2012

ECILC Summary: Board Resolution for holding a General Assembly

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| Board of Directors Resolution Date | 04.05.2012 |
| General Assembly type | Ordinary |
| The Financial Period which it belongs in case it is an Ordinary General Assembly | 01.01.2011 – 31.12.2011 |
| Date | 29.05.2012 |
| Hour | 08:30 A.M. |
| Address | Grand Hyatt İstanbul Oteli, Taşkışla Caddesi No:1 Taksim - İstanbul |

Our general assembly meeting today **resolved that the Ordinary General Assembly of the Company be held on 29 May 2012 Tuesday at 08:30, at Hotel Grand Hyatt İstanbul, Taşkışla Caddesi No:1 Taksim - İstanbul** to discuss the following agenda:

Agenda:

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| 1) | Opening and Election of the Presidential Board, and Authorization of the Presidential Board to sign the minutes of the meeting; |
| 2) | Reading, discussion and approval of the Board Of Directors' Annual Report for the year 2011; |
| 3) | Reading, discussing and approval of the Audit Board's and the Independent Audit Company's Reports for the year 2011; |
| 4) | Reading, discussion and approval of the balance sheet and profit/loss statements for the year 2011; |
| 5) | Discussion and resolution of profit distribution principles for the year 2011; |
| 6) | The acquittal of the Members of the Board of Directors for their activities in 2011; |
| 7) | The acquittal of the Auditors for the activities in 2011; |
| 8) | Election of the members of the Board of Directors and the Independent Board Members, and determination of their remuneration and term of office; |
| 9) | Election of the members of the Audit Board, and determination of their remuneration and term of office; |
| 10) | Approval of the Independent Audit Company selected by the Board of Directors upon proposal of the Audit Committee as per the Communiqué on Independent Auditing Standards in the Capital Market published by the Capital Market Board; |
| 11) | Informing the shareholders about the donations made during the year; |
| 12) | Informing shareholders about the guarantees, pledges, and mortgages granted as per the Capital Market Board's decision No:28/780 dated 09.09.2009; |
| 13) | Informing the shareholders about the "Remuneration Policy" determined for the Members of the Board of Directors and Top-Level Managers as required by the Capital Market Board's regulations; |
| 14) | Informing shareholders about the Company's "Profit Distribution Policy" for 2012 and the following years as required by the Capital Market Board's regulations; |
| 15) | Informing the shareholders about the "Common and Continuous Related Party Transactions" as required by the Capital Market Board's regulations; |
| 16) | Informing the shareholders about the Company's "Information Disclosure Policy" as required by the Capital Market Board's regulations; |
| 17) | Discussing of and resolving for the amendments in article 9 titled as the "Board of Directors", article 11 titled as the "Meetings of the Board of Directors", article 14 titled as the "Remuneration and Attendance Fee for the Members of the Board of Directors", and article 24 titled as the "Announcements" in and for incorporation of article 35 titled as "Compliance with Corporate Governance Principles" into the Company's Articles of Association as approved by the Capital Market Board and permitted by the Republic of Turkey, Ministry of Customs and Trade; |
| 18) | Authorization of the Board of Directors for issuing bonds (profit sharing certificate, participating bond) and commercial papers as and when required at the rates stipulated by the laws; and in addition, taking a resolution for determination by the board of directors of the issues specified in the article 425 of the Turkish Commercial Code; |
| 19) | Authorization of the Board of Directors to permit ultimate controlling shareholders, the Members of the Board of Directors, the Top-level managers and their spouses and relatives by blood or by marriage up to second degree |

to compete with and to carry out transactions that might cause conflict of interest with the Company itself or its subsidiaries, to conduct the activities under the scope of the line of business of the Company directly or on behalf of others and to participate in the companies conducting such kind of activities and to perform any other transactions pursuant to the articles 334 and 335 of the Turkish Commercial Code; and giving information to the General Assembly about any transactions carried out in this context within the year;

20) Wishes.

Date: 07.05.2012

ECILC Summary: Ordinary General Assembly Invitation

The Ordinary General Assembly Invitation of the Company enclosed hereto will be published on Turkey issue of the Dunya Newspaper on **08 May 2012**.

Date: 08.05.2012

ECILC Summary: 2011 Ordinary General Assembly Meeting Document

Provided that the requirements of the Corporate Governance and Capital Markets Board are satisfied, in the Ordinary General Assembly to be held on 29 May 2012, in relation with the agenda, the 2011 Ordinary General Assembly Disclosure Document issued by our Board is posted on <http://www.eczacibasi.com.tr> and will be updated when there is an amendment in the document.

Date: 29.05.2012

ECILC Summary: Result of the Ordinary Meeting of the General Assembly for the Year 2011

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| Type of General Assembly Meeting | : | Ordinary |
| If an Ordinary Meeting of the General Assembly, the related Fiscal Period | : | Jan. 01, 2011 – Dec. 31, 2011 |
| Date of General Assembly Meeting | : | May 29, 2012 |

**EİS ECZACIBASI PHARMACEUTICAL AND INDUSTRIAL INVESTMENT CO.
MINUTES OF THE ORDINARY GENERAL ASSEMBLY HELD ON 29 MAY 2012**

EİS Eczacıbaşı Pharmaceutical and industrial investment co. held its Ordinary General Assembly for 2011 on 29 May 2012, at 08:30 A.M. at Hotel Grand Hyatt İstanbul, Taşkılla Caddesi No:1 Taksim - İstanbul, under supervision of **Ceyda Çalık**, Ministry Supervisor, İstanbul Province Ministry of Science, Industry and Technology's letter dated 28 May 2012, No. 30234.

The invitation to the meeting was made on the issue of the Turkish Trade Registration Paper dated 8th May 2012, no. 8063, to contain the agenda, and the issue of the daily Dunya Newspaper dated 8th May 2012, No. 10573-9736, within the stipulated time.

From the examination of the attendance list, out of 54.820.800.000 shares corresponding to the capital TRY 548.208.000 (five hundred forty eight millions two hundred and eight thousand Turkish Liras), 41,710,766,535 were represented in person, and a total of 41,710,766,535 shares corresponding to TRY 417,107,665 were present at the meeting, so the quorum required by the Law or the Articles of Incorporation was present, and the meeting was opened by the Chairman **Mr. Ferit Bülent Eczacıbaşı** and the agenda was discussed.

1. Z. Fehmi Ozalp was appointed as the chairman of the Meeting, **Mr. Erol İsmail Özgür** and **Mr. Bülent Avcı** as the vote counter and **Mr. Esat Berksan** as the clerk, and the committee of the meeting was authorized to undersign the minutes of the meeting.
2. The 2011 Board of Directors Operation Report was printed and distributed to the shareholder beforehand, so deemed as read, which was discussed and approved unanimously.

Mr. Sedat Birol made explanations regarding the 2011 operations of the Company.

3. The External Audit Report issued by External Audit Company for 2011 was read by **Mr. Bülent Avcı** and was approved unanimously.

The Audit Board Report for 2011 was read by **Mr. Bülent Avcı** and approved unanimously.

4. 2011 Balance Sheet and Profit&Loss Accounts were read by **Mr. Bülent Avcı** and discussed. After the voting, the balance sheet and Profit & Loss accounts were approved unanimously.
5. With regard to 2011 dividend distribution, the Board of Directors;

" In the Consolidated Financial Statements of our Company issued according to Capital Market Board (CMB) legislation which has undergone external audit, the net distributable term profit was TRY 81.921.095, while in the financial statements issued according to legal records, it was found as TRY 125.189.204 in the financial statements issued as per the legal records as of December 31, 2011. As per the CMB's resolution no. 2/51 dated January 27, 2010, the net distributable period profit computed according to the consolidated financial statements drawn up and publicly disclosed in accordance with the CMB's Communiqué Serial XI, No: 29 titled as the Communiqué on Principles regarding Financial Reporting in Capital Market constituted the basis for distribution of profits in the year 2011.

Accordingly the Board resolved to propose the following issues to our shareholders in the Ordinary General Assembly Meeting to be held for 2011:

- 1) Distribution of dividends at the amount of 54,820,800 TL corresponding to 10% of the issued capital of our Company;
- 2) Payment of gross 10% cash dividend per each share certificate with a nominal value of 1 TL and net payment of dividends to our full-taxpayer real-person shareholders and limited-taxpayer real and legal person shareholders calculated after deduction of the applicable withholding rates specified in the tax laws;
- 3) Transfer to the Extraordinary Reserves the remaining profit amount after deduction of the statutory obligations and the amounts of dividends decided to be paid from the period profit of 158,627,719 TL computed according to the statutory records;
- 4) Start of profit distribution on June 19, 2012.

Please find the dividend distribution table related to the dividend distribution recommendation in our web site. After casting of the votes, the offer was unanimously accepted.

6. The meeting proceeded to the release of the Board of Directors due to its 2010 operations. The Board Members did not cast vote for their own release and were released unanimously by the other shareholders attending to the meeting.
7. Auditors were unanimously released due to their operations in 2011.
8. Election of the Board Members

- **Mr. Ferit Bulent ECZACIBASI**, of Köybaşı Mevkii Kirazlıbağlar Sok. No:22 34464 Yeniköy / İstanbul, holder of Turkish ID No. 22070203624, stated in word that he was a candidate for Board Membership,
- **Mr. Rahmi Faruk Eczacibasi** of Halide Hanım Korusu, Portakal Yokuşu Cad. Villa 5 Ulus / İstanbul, holder of Turkish ID No. 22199166534 stated in word that he was a candidate for Board Membership,
- **Mr. Osman Erdal KARAMERCAN**, of Yaprak Mah. 12. Cadde No:3 Zekeriyaköy, Sarıyer / İstanbul, holder of Turkish ID No. 54172081930, stated in word that he was a candidate for Board Membership,
- **Mr. Mustafa Sacit BASMACI** of Bellevue Residences, Nispetiye Mah. Aydın Sok. No:9 D Blok D:102 Beşiktaş / İstanbul, holder of Turkish ID No. 31843214668, stated in word that he was a candidate for Board Membership,
- **Mr. Saffet ÖZBAY** of Kartaltepe Mah. Sedat Simavi Sok. Kılıç Apt. No:25/9 Bakırköy/İstanbul, holder of Turkish ID No. 36046686076, stated in word that he was a candidate for Independent Board Membership,
- **Mr. Akın Dinçsoy** of Levazım Mah. Çayır sok. Kuru Sitesi B blok Daire 6 Beşiktaş/İstanbul, holder of Turkish ID No. 11738506696, stated in word that he was a candidate for Independent Board Membership,

be appointed for 1 year, and no fee be allocated to the Board Members except from the Independent members and a monthly wage of TRY 4,000 is allocated to Independent Members.

9. **Mr. Tayfun ICTEN**, holder of Turkish ID No. 17545074014, and **Mr. Selahattin OKAN**, holder of Turkish ID No. 35513099500, who stated in word that they were candidate of Board of Audit Membership, be appointed as Auditors for one year office period, and no fee be paid to them.
10. It was unanimously decided that External Audit Company **DRT Bağımsız Denetim ve Serbest Muhasebeci Mali Müşavirlik Anonim Şirketi (a member of Deloitte Touche Tohmatsu)** appointed by the Board of Directors

according to External Audit Regulations of the Capital Market Board be appointed for one year for the purpose of external audit of the 2012 financial period.

11. As per the Article 7 of the CMB communiqué with serial No. IV No. 27, Article 7, the shareholders were informed that total amount of donation was TRY 750 (to Turkish Education Foundation).

H. Vuslat SÜMEN, representing in person the **Skagen Kon Tiki Verdipapirfond** holding 2,141,836,500 shares, **State of Wisconsin Investment Board** holding 18,001,200 shares and **Wilmington Multi Manager International Fund** holding 1,950,000 shares and **Karin YORULMAZ** representing in person the **Maryland State Retirement and Pension System** holding 5,095,800 shares, **Common Trust Turkey Fund** holding 3,134,000 shares and **Maryland State Retirement and Pension System** holding 1,691,200 shares, abstained from voting.

12. As per the decision of the Capital Market Board dated 09 September 2009, No. 28/780, the information on the security, pledge, mortgage and guarantees to secure obligations of 3rd parties for the purpose of carrying out the business is included in the article 18/d of the footnotes of the Consolidated Financial Statements dated 31st December 2011. Pls see detail in the in the Minutes of the ordinary general assembly held in our web site.

H. Vuslat SÜMEN, representing in person the **Skagen Kon Tiki Verdipapirfond** holding 2,141,836,500 shares, representing in person the **State of Wisconsin Investment Board** holding 18,001,200 shares and **Wilmington Multi Manager International Fund** holding 1,950,000 shares and **Karin YORULMAZ** representing in person the **Maryland State Retirement and Pension System** holding 5,095,800 shares, **Common Trust Turkey Fund** holding 3,134,000 shares and **Maryland State Retirement and Pension System** holding 1,691,200 shares, abstained from voting.

13. The shareholders were informed about the principles for remuneration of the members of the Board of Directors and the top-level managers as per the article 4.6.2 of the CMB's Communiqué Series: IV, No: 56 titled as the Communiqué on Determination and Implementation of Corporate Governance Principle" which have been arranged by our Company in writing as the "Remuneration Policy".

14. The shareholders were informed about the the Company's "Profit Distribution Policy" for 2012 and the following years as required by the Capital Market Board's regulations.

H. Vuslat SÜMEN, representing in person the **Skagen Kon Tiki Verdipapirfond** holding 2,141,836,500 shares, representing in person the **State of Wisconsin Investment Board** holding 18,001,200 shares and **Wilmington Multi Manager International Fund** holding 1,950,000 shares and **Karin YORULMAZ** representing in person the **Maryland State Retirement and Pension System** holding 5,095,800 shares, **Common Trust Turkey Fund** holding 3,134,000 shares and **Maryland State Retirement and Pension System** holding 1,691,200 shares, abstained from voting.

15. The shareholders were informed about the "Common and Continuous Related Party Transactions" as required by the Capital Market Board's regulations.

H. Vuslat SÜMEN, representing in person the **Skagen Kon Tiki Verdipapirfond** holding 2,141,836,500 shares, representing in person the **State of Wisconsin Investment Board** holding 18,001,200 shares and **Wilmington Multi Manager International Fund** holding 1,950,000 shares and **Karin YORULMAZ** representing in person the **Maryland State Retirement and Pension System** holding 5,095,800 shares, **Common Trust Turkey Fund** holding 3,134,000 shares and **Maryland State Retirement and Pension System** holding 1,691,200 shares, abstained from voting.

16. The shareholders were informed about the Company's "Information Disclosure Policy" as required by the Capital Market Board's regulations.

H. Vuslat SÜMEN, representing in person the **Skagen Kon Tiki Verdipapirfond** holding 2,141,836,500 shares, representing in person the **State of Wisconsin Investment Board** holding 18,001,200 shares and **Wilmington Multi Manager International Fund** holding 1,950,000 shares and **Karin YORULMAZ** representing in person the **Maryland State Retirement and Pension System** holding 5,095,800 shares, **Common Trust Turkey Fund** holding 3,134,000 shares and **Maryland State Retirement and Pension System** holding 1,691,200 shares, abstained from voting.

17. The amendment of the article 9 titled as the "Board of Directors", article 11 titled as the "Meetings of the Board of Directors", article 14 titled as the "Remuneration and Attendance Fee for the Members of the Board of Directors", and article 24 titled as the "Announcements" in and for incorporation of article 35 titled as "Compliance with Corporate Governance Principles" was discussed and the text of amendment, approved by the CMB through the letter dated 26 April 2012, No. 4729 and Turkish Ministry of Customs and Trade dated 02 May 2012 No. 3245.

18. The authorization of Board of Directors for issuing bonds (profit sharing certificate, participating bond) and commercial papers as and when required at the rates stipulated by the laws; and in addition, taking a resolution for determination by the board of directors of the issues specified in the article 425 of the Turkish Commercial Code, were opposed by **H. Vuslat SÜMEN**, representing in person the **State of Wisconsin Investment Board** holding 18,001,200 shares and **Wilmington Multi Manager International Fund** holding 1,950,000 shares and **Karin YORULMAZ** representing in person the **Maryland State Retirement and Pension System** holding 5,095,800 shares, **Common Trust Turkey Fund** holding 3,134,000 shares and **Maryland State Retirement and Pension**

System holding 1,691,200 shares, rendering the decision being made with the majority of the vote of 41,680,894,335 shares.

19. It was decided that the Directors of the Board be authorized to enter into acts referred to in Articles 334 and 335 of Turkish Commercial Code, which decision was opposed by **H. Vuslat SÜMEN**, representing in person the **State of Wisconsin Investment Board** holding 18,001,200 shares and **Wilmington Multi Manager International Fund** holding 1,950,000 shares and **Karin YORULMAZ** representing in person the **Maryland State Retirement and Pension System** holding 5,095,800 shares, **Common Trust Turkey Fund** holding 3,134,000 shares, **Maryland State Retirement and Pension System** holding 1,691,200 shares and **College Retirement Equities Fund** holding 500,000 shares, rendering the decision being made with the majority of the vote of 41,680,394,335 shares.
20. The meeting was ended as there was no further request.
H. Vuslat Sümen has indicated that it is expected to see women members in Board of Directors in future years. Sayın F. Bülent Eczacıbaşı made explanations regarding the women contribution in the Group were planned to enhance and its reflection will be seen in administrative level.

H. Vuslat SÜMEN, representing in person the **Skagen Kon Tiki Verdipapirfond** holding 2,141,836,500 shares, representing in person the **State of Wisconsin Investment Board** holding 18,001,200 shares and **Wilmington Multi Manager International Fund** holding 1,950,000 shares and **Karin YORULMAZ** representing in person the **Maryland State Retirement and Pension System** holding 5,095,800 shares, **Common Trust Turkey Fund** holding 3,134,000 shares and **Maryland State Retirement and Pension System** holding 1,691,200 shares, abstained from voting.

The Chairman of the Meeting closed the meeting, thanking the attending parties.

Date: 29.05.2012

ECILC Summary: Cash Dividend Distribution Date

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| Total Gross Dividends to be Distributed in the form of Cash Dividends (TL) | 54,820,800.00 |
| Cash Dividend to be Distributed per Share with a Nominal Value of 1 TL Traded in the Stock Exchange | |
| Gross (TL) | 0,100000 |
| Net (TL) | 0,085000 |
| Cash Dividend Distribution Date | Jun 19, 2012 |

Date: 31.05.2012

ECILC Summary: Assignment of Duties among the Members of Board of Directors and Election of Committees

Our Board of Directors, having met today;

- 1) Has assigned duties among the Board of Directors newly established at the Ordinary General Assembly of our Company, held on May 29, 2012; and has decided that **Mr. Ferit Bulent Eczacibasi** be elected as the Chairman of the Board of Directors,
- 2) Within the framework of provisions of Communiqué on the Determination and Implementation of Corporate Governance Principles of the Capital Markets Board, Serial: IV, No:56 (Communiqué), has decided that;
 - i) The Auditing Committee to be established within the scope of the Capital Markets legislation be formed by two independent members; that **Mr. Saffet Ozbay** be elected as the Chairman and that **Mr. Akin Dincsoy** be elected as member,
 - ii) That the Corporate Governance Committee be formed by two members; that **Mr. Akin Dincsoy** be elected as the Chairman and that **Mr. Mustafa Sacit Basmaci** be elected as member,
 - iii) That the Corporate Governance Committee also undertakes duties of the Nominating Committee, Early Detection of Risk Committee and the Remuneration Committee, as specified in the Communiqué.

Working principles of the committees established as well as information on committee members are published at our Company's web site (www.eczacibasi.com.tr).

Date: 12.06.2012

ECILC Summary: The Announcement regarding the Profit Distribution for 2011 to be published in Dünya Newspaper

The text of the announcement enclosed regarding our Company's profit distribution for 2011 will be published in the Turkish edition of Dünya Newspaper dated **June 13, 2012**.

Date: 10.07.2012

ECILC Summary: Our disclosure regarding the outcome of the lawsuit filed at the Tax Court about the tax and tax loss penalty as notified to Eczacibasi Baxter Hastane Urunleri San ve Tic A.S., a jointly controlled subsidiary of our Company.

Our public disclosures of August 25, 2011, September 7, 2011 and November 18, 2011 regarding the tax and tax loss penalty for Eczacibasi Baxter Hastane Urunleri San ve Tic A.S., which is among the jointly controlled subsidiaries of our Company, as imposed by the Ministry of Finance Revenue Controllers as a result of their tax investigations concerning the services purchased within the scope of VAT return during the year 2006; specified that the reports and written notices had been brought to the subject of a lawsuit by Eczacibasi Baxter Hastane Urunleri San ve Tic A.S.

In this context, the lawsuit filed against Key Taxpayers Tax Office regarding corporate tax for the year 2006 and the VAT for the period of 2006/6 has resulted against Eczacibasi Baxter Hastane Urunleri San ve Tic A.S.; and it is planned to appeal to the Council of State regarding decision of the tax court for **5,475 Thousand TL** tax (*4,087 Thousand TL of which accounts for Corporate Tax, 1,388 Thousand TL accounts for VAT*) and **7,519 Thousand TL** tax loss penalty, **totaling 12,994 Thousand TL**. Developments during the process will be announced publicly via special situation disclosures.

Regarding these lawsuits; a provision of **10,128 Thousand TL** shall be set aside in the consolidated financial statements of our company to be prepared as of June 30, 2012, for our subsidiary to be consolidated with a share of 50% as per the proportionate consolidation method. When calculating this provision, **7,263 Thousand TL** interest for late payment which has been calculated as of July 31, 2012 for the original tax in question has been foreseen; and a **total of 20,257 Thousand TL** (12,994 Thousand TL + 7,263 Thousand TL) has been taken into account.

Date: 25.07.2012

ECILC Summary: Our disclosure regarding the tax and tax loss penalty lawsuits as notified to Eczacibasi Baxter Hastane Urunleri San ve Tic A.S., a jointly controlled subsidiary of our Company.

In our special situation disclosure of July 10, 2012; we had disclosed that the 2006 corporate tax and 2006/6 VAT lawsuit filed against Key Taxpayers Tax Office regarding the tax and tax loss penalty issued for Eczacibasi Baxter Hastane Urunleri San ve Tic A.S., a jointly controlled subsidiary of our Company, by the Ministry of Finance Revenue Controllers as a result of their tax investigations concerning the services purchased within the scope of VAT return during the year 2006; has resulted against our subsidiary. An appeal has been filed before the Council of State, on July 24, 2012, regarding the aforementioned decision of the tax court.

Furthermore, it has been notified that the VAT lawsuit filed against Key Taxpayers Tax Office pertaining to the 2007/3 period has resulted against Eczacibasi Baxter Hastane Urunleri San ve Tic A.S.; and an appeal shall be filed before the Council of State within due time, regarding the tax court's decision of a **total of 5,170 Thousand TL, 2,068 Thousand TL** of which accounts for VAT and **3,102 Thousand TL** of which accounts for tax loss. Developments during the process will be announced publicly via special situation disclosures.

Regarding these lawsuits which have been lost at the tax court; a provision of **14,041 Thousand TL** shall be set aside in the consolidated financial statements of our company to be prepared as of June 30, 2012, for our subsidiary to be consolidated with a share of 50% as per the proportionate consolidation method. When calculating this provision, **9,917 Thousand TL** interest for late payment which has been calculated as of July 31, 2012 for the original tax in question has been foreseen (*7,263 Thousand TL for lawsuits regarding the year 2006, 2,654 Thousand TL for the lawsuit regarding the 2007/3 period*); and a **total of 28,081 Thousand TL** (18,164 Thousand TL + 9,917 Thousand TL) has been taken into account.

Date: 03.08.2012

ECILC Summary: Our announcement regarding the tax and tax loss penalty as notified to EIP Eczacibasi Ilac Pazarlama A.S., a subsidiary of our Company.

Within the scope of tax investigations conducted by the Ministry of Finance Auditors into the companies active in the field of pharmaceuticals, regarding purchases of pharmaceutical raw materials; a limited investigation has been conducted at EIP Eczacibasi Ilac Pazarlama A.S., a subsidiary of our Company, and our subsidiary has been served tax/penalty notifications for 570 Thousand TL VAT and 855 Thousand TL tax loss penalty regarding its activities of the 2010-2011 period.

For the tax and penalties in question, a request for settlement shall be made to the Settlement Commission of the Key Taxpayers Tax Office, as per the settlement provisions of the Tax Procedure Law.

Since our Company has won other lawsuits filed for the same reasons during the previous years, no provisions shall be set aside regarding the lawsuit on the consolidated financial statements to be prepared as of June 30, 2012.

Date: 09.08.2012

ECILC Summary: Our disclosure regarding the appeal filed before the Council of State, concerning the tax and tax loss penalty lawsuits as notified to Eczacibasi Baxter Hastane Urunleri San ve Tic A.S., a jointly controlled subsidiary of our Company.

In our special situation disclosure of July 25, 2012; we had disclosed that the VAT lawsuit pertaining to the period of 2007/3 filed against Key Taxpayers Tax Office regarding the tax and tax loss penalty issued for Eczacibasi Baxter Hastane Urunleri San ve Tic A.S., a jointly controlled subsidiary of our Company, by the Ministry of Finance Revenue Controllers as a result of their tax investigations concerning the services purchased within the scope of VAT return had resulted against Eczacibasi Baxter Hastane Urunleri San ve Tic A.S.; and that an appeal would have been filed before the Council of State within due time.

An appeal has been filed before the Council of State, on August 9, 2012, regarding the aforementioned decision of the tax court.

Date: 24.08.2012

ECILC Summary: The Board of Directors resolution of Eczacıbaşı Girişim Pazarlama Tüketim Ürünleri San. ve Tic. A.Ş., an affiliate of our Company

In order to benefit more from the competitive conditions increasing in the consumables sector and to establish partnership or make strategic cooperations with other entities operating in the consumer goods sector or to acquire new companies; Eczacıbaşı Girişim Pazarlama Tüketim Ürünleri San. Ve Tic. A.Ş., in which our company has a shareholding stake of 48.13% and which operates in the consumer goods sector, has authorized Hakan Uyanık (the Consumables Group Director and the member of Board of Directors of the said company) via a Board of Directors resolution dated August 24, 2012 in order for him to conduct research and hold meetings in connection with the abovementioned purpose and submit the results to the Board of Directors.

Date: 07.09.2012

ECILC Summary: Our disclosure on the resignation of the independent member of the Board of Directors and appointment of a successor member to replace him.

Our Board of Directors, which has convened today, has resolved to accept the resignation of Saffet Özbay, the independent member of our board of directors, who resigned due to health-related reasons; and in , to designate and appoint Şenol Süleyman Alanyurt to the vacated independent membership position at the board of directors as per the proposal of the Corporate Governance Committee of our company –such appointment to be further submitted to the approval of the upcoming General Assembly of Shareholders.

Date: 21.09.2012

ECILC Summary: Resignation and Appointment of Board of Directors Members in accordance with the relevant provisions of the Turkish Commercial Code

Our Board of Directors which has Convened Today has resolved to reappoint Ferit Bülent Eczacıbaşı and Rahmi Faruk Eczacıbaşı, who have resigned from Board of Directors membership pursuant to article 25 of the Law No. 6103 on the Effectiveness and Implementation of the Turkish Commercial Code, as Board of Directors members in accordance with article 363 of the Turkish Commercial Code and to submit such appointment to the approval of the General Assembly of Shareholders in the first upcoming General Assembly meeting to be held.

Date: 25.09.2012

ECILC Summary: Resignation and Appointment of Board of Directors Members in accordance with the relevant provisions of the Turkish Commercial Code

Our Board of Directors which has Convened Today has resolved to reappoint Osman Erdal Karamercan and Mustafa Sacit Basmacı, who have resigned from Board of Directors membership pursuant to article 25 of the Law No. 6103 on the Effectiveness and Implementation of the Turkish Commercial Code, as Board of Directors members in accordance with article 363 of the Turkish Commercial Code and to submit such appointment to the approval of the General Assembly of Shareholders in the first upcoming General Assembly meeting to be held.

Date: 03.10.2012

ECILC Summary: Allocation of Duties Among Board of Directors Members and Election for the Committees in accordance with the relevant provisions of the Turkish Commercial Code

Our Board of Directors which has convened today has resolved to:

- 1) Make an allocation of duties amount the new Board of Directors formed pursuant to article 25 of the Law No. 6103 on the Effectiveness and Implementation of the Turkish Commercial Code and to designate Ferit Bülent Eczacıbaşı as the Chairman of the Board of Directors and Rahmi Faruk Eczacıbaşı as the Vice Chairman of the Board of Directors.
- 2) Within the framework of provisions of Communiqué on the Determination and Implementation of Corporate Governance Principles of the Capital Markets Board, Serial: IV, No:56 (Communiqué), has decided that;
 - i) The Auditing Committee to be established within the scope of the Capital Markets legislation be formed by two independent members; that **Mr. Saffet Ozbay** be elected as the Chairman and that **Mr. Akin Dincsoy** be elected as member,
 - ii) That the Corporate Governance Committee be formed by two members; that **Mr. Akin Dincsoy** be elected as the Chairman and that **Mr. Mustafa Sacit Basmacı** be elected as member,
 - iii) That the Corporate Governance Committee also undertakes duties of the Nominating Committee, Early Detection of Risk Committee and the Remuneration Committee, as specified in the Communiqué.

Date: 12.10.2012

ECILC Summary: The Approval of the Competition Board for Eczacıbaşı Girişim Pazarlama Tüketim Ürünleri Sanayi ve Ticaret A.Ş. to acquire shares in Ataman Ecza ve İtiryat Deposu Sanayi Ticaret A.Ş. and Ataman İlaç Kozmetik Kimya Sanayi ve Ticaret A.Ş. companies

The Competition Board, in its meeting dated 10 October 2012 and No. 485, has approved the application of Eczacıbaşı Girişim Pazarlama Tüketim Ürünleri Sanayi ve Ticaret A.Ş., in which our entity holds shares at a rate of 48.13% and which is engaged in activities in consumable products sector, to acquire shares in Ataman Ecza ve İtiryat Deposu Sanayi Ticaret A.Ş. and Ataman İlaç Kozmetik Kimya Sanayi ve Ticaret A.Ş. companies, which operate in baby and child care products market.

Negotiations are being carried out in this respect between our subsidiary and the respective parties and upon finalization of certain matters pertaining to the process, additional disclosures shall be made to your Directorate and to public.

Date: 16.10.2012

ECILC Summary: This Board of Directors relates to commencement of negotiations with Beiersdorf AG holding a 50% shareholding in EBC Eczacıbaşı-Beiersdorf Kozmetik Ürünler Sanayi ve Ticaret A.Ş., in which our entity holds shares at the rate of 49.99%.

Beiersdorf AG (our joint venture partner) having a 50% shareholding in EBC Eczacıbaşı-Beiersdorf Kozmetik Ürünler Sanayi ve Ticaret A.Ş., in which our entity holds shares at the rate of 49.99% and which engages in consumable products sector, has informed us that it wishes to purchase 49.99% shares owned by our entity in accordance with the rights and transfer provisions set out in the articles of association and the partnership Agreements..

Our Board of Directors has resolved to authorize Hakan Uyanik, Director of the Consumables Group and the Board of Directors Member of the said entity, to discuss this matter in his meeting dated 16 October 2012 and to submit the results of such meeting to our Board of Directors.

In case there are any matters finalized during the process, additional disclosures shall be made to your Directorate and to public.

Date: 05.11.2012

ECILC Summary: Our disclosure on participating to the capital increase of Eczacıbaşı Girişim Pazarlama Tüketim Ürünleri Sanayi ve Ticaret A.Ş., in which we have a shareholding percentage of 48.13%.

Our Board of Directors which has convened on 2 November 2012 has resolved:

that During the board of directors meeting dated 30October 2012 of Eczacıbaşı Girişim Pazarlama Tüketim Ürünleri Sanayi ve Ticaret A.Ş., in which our entity has a shareholding percentage of 48.13% it was resolved to increase the current share capital of TL 8,150,000 to TL 73,930,000 by an increase amount of TL 65,780,000 (TL 3,685,837.70 of such amount to be increased from funds and TL 62,094,162.30 thereof to be increased in cash) and to convene an Extraordinary General Assembly meeting on 5 November 2012 in order to perform such capital increase; to participate in the capital increase by subscribing to 31,659,914 new shares with a value of TL 1 each, corresponding to our share in the total capital increase of TL 65,780,000 (TL 1,773,993.68 of such amount shall be increased from funds and TL 7,471,480.08 corresponding to 25% of our total cash capital subscription of TL 29,885,920.32) until 5 November 2012 in cash and the remaining 75% of our subscription within 1 month at the latest of the registration of the capital increase in cash and at once.

It is targeted to finance new investments with the said cash capital increase.

Date: 05.11.2012

ECILC Summary: This Board of Directors relates to the transfer of sale shares of EBC Eczacıbaşı-Beiersdorf Kozmetik Ürünler Sanayi ve Ticaret A.Ş., in which our entity holds shares at the rate of 49.99%.

The Board of Directors holding its meeting today has unanimously adopted the following decisions:

- 1) that 39,992,260 shares, each having a nominal value of 1 kurus and corresponding to TRL 399,922.60, which our Company holds in the share capital of EBC Eczacıbaşı-Beiersdorf Kozmetik Ürünler Sanayi ve Ticaret A.Ş. be sold to Beiersdorf AG, having its registered office in Hamburg, Germany in consideration for EUR 24,995,162.50 based on the total share value of EUR 50,000,000 by considering the values assessed by PricewaterhouseCoopers Danışmanlık Hizmetleri Limited Şirketi in its Appraisal Report dated 2 November 2012 subject to the completion by Beiersdorf AG of all the transactions in accordance with legal procedures and agreements;
- 2) that the share transfer and the payment of the consideration take place at a date to be mutually agreed by the parties in line with the authorization of the Competition Board and other statutory transactions,
- 3) that with respect to this transaction, the share certificates owned by our Company which represent our shareholding in EBC Eczacıbaşı-Beiersdorf Kozmetik Ürünler Sanayi ve Ticaret A.Ş. be endorsed and delivered,
- 4) that two officers having first degree signatory powers be jointly authorized to negotiate, sign, execute, amend any and all the agreements and documents including releases, waivers, endorsements, Share Purchase Agreement and sales price and to perform all the transactions and formalities related to the completion of the transfer of sale shares;

- 5) that 75% of the profit arising from the sales of our shares in EBC Eczacıbaşı-Beiersdorf Kozmetik Ürünler Sanayi ve Ticaret A.Ş. to Beiersdorf AG in a special fund account in order to benefit from the corporate tax exemption set forth in Article 5, subsection (1), clause (e) of Corporate Tax Law No. 5520;
- 6) and that the transaction involving the transfer of our shares in EBC Eczacıbaşı-Beiersdorf Kozmetik Ürünler Sanayi ve Ticaret A.Ş. to Beiersdorf AG under the foregoing terms and conditions be brought to the attention of the General Assembly at its next meeting.

In accordance with the foregoing decision of the Board of Directors:

- 1) The sales price determined is TRL 57,383,894.07 as per EUR/TRL exchange rates prevailing on 5 November 2012, the profit to derive from the sales is TRL 50,971,924.35 and TRL 42,367,313.42 according to the consolidated financial statements dated 30 June 2012 as prepared within the framework of Communiqué Series: XI, No:29, of CMB on Principles of Financial Reporting of Capital Markets, and most recently disclosed to the public. The share sales price and the profit to derive therefrom shall be finalized after the completion of share transfer, and the amount herein has been calculated based on the consolidated financial statements dated 30 June 2012 as recently disclosed to the public.
- 2) The share of EBC Eczacıbaşı-Beiersdorf Kozmetik Ürünler Sanayi ve Ticaret A.Ş. in the total assets as shown in the consolidated balance sheet of our Company as prepared in accordance with the regulations of Capital Markets Board as of 30 June 2012 is around 0.93%.
- 3) The share of EBC Eczacıbaşı-Beiersdorf Kozmetik Ürünler Sanayi ve Ticaret A.Ş. in the net sales as shown in the consolidated income statement of our Company as prepared in accordance with the regulations of Capital Markets Board as of 30 June 2012 is around 7.21%, and the share in the net sales related only to the personal care activities as shown in the consolidated financial statements is around 11.44%.
- 4) The sales and distribution of the products of EBC Eczacıbaşı-Beiersdorf Kozmetik Ürünler Sanayi ve Ticaret A.Ş. shall continue to be performed by our affiliate Eczacıbaşı Girişim Pazarlama Tüketim Ürünleri Sanayi ve Ticaret A.Ş.

Date: 13.11.2012

ECILC Summary: Our disclosure on Eczacıbaşı Girişim Pazarlama Tüketim Ürünleri Sanayi ve Ticaret A.Ş. to acquire shares in Ataman Ecza ve İhtiyat Deposu Sanayi Ticaret A.Ş. and Ataman İlaç Kozmetik Kimya Sanayi ve Ticaret A.Ş. companies

At its Board of Directors meeting held on 12 November 2012, Eczacıbaşı Girişim Pazarlama Tüketim Ürünleri Sanayi ve Ticaret A.Ş. has decided to acquire the companies of Ataman Ecza ve İhtiyat Deposu Sanayi Ticaret A.Ş. and Ataman İlaç Kozmetik Kimya Sanayi ve Ticaret A.Ş., both operating in the baby and kid care products market, also based on the values assessed by PricewaterhouseCoopers Danışmanlık Hizmetleri Limited Şirketi in its Appraisal Report dated 16 October 2012 by completing all the transactions in accordance with legal procedures and agreements.

Our press release that will be announced today in relation to the acquisition is provided in our website under press disclosures (<http://www.eczacibasi.com.tr>)

Date: 14.11.2012

ECILC Summary: Our additional disclosure on Eczacıbaşı Girişim Pazarlama Tüketim Ürünleri Sanayi ve Ticaret A.Ş. to acquire shares in Ataman Ecza ve İhtiyat Deposu Sanayi Ticaret A.Ş. and Ataman İlaç Kozmetik Kimya Sanayi ve Ticaret A.Ş. companies

| | | |
|---|---|--|
| Date of the Board of Directors' Resolution related to Acquisition | : | November 12, 2012 |
| Trade-Name of the Financial Fixed Asset Acquired | : | Ataman Ecza ve İhtiyat Deposu Sanayi Ticaret A.Ş. Ataman İlaç Kozmetik Kimya Sanayi ve Ticaret A.Ş. |
| Field of Activity of the Financial Fixed Asset Acquired | : | Production and sale of baby and kid care products. |
| Capital of the Financial Fixed Asset Acquired | : | TRL 5,350,000 and TRL 2,360,000 |
| Way of Acquisition of the Financial Fixed Asset | : | Purchasing |
| Actual/Expected Date of Completion of the Transaction | : | November 12, 2012 |

| | | |
|---|---|---|
| Terms of Acquisition | : | TRL 48,806,600, except from the guarantees, is paid on 12.11.2012. |
| Nominal Amount of the Shares Acquired | : | TRL 5,350,000 and TRL 2,360,000 |
| Purchase Price per Share | : | Approximately TRL 8.42 and TRL 4.77 |
| Total Amount | : | TRL 45,045,280 and TRL 11,261,320 (TRL 7,500,000 shall be held in an escrow account for a period of 5 years as a security and will be paid to the seller in 5 years) |
| Ratio of the Shares Acquired to the Capital of the Financial Fixed Asset (%) | : | 100 |
| Shareholding Ratio in the Financial Fixed Asset After Acquisition (%) | : | 100 |
| Ratio of the Voting Rights held to the Total Voting Rights of the Financial Fixed Asset after such Acquisition (%) | : | 100 |
| Ratio of the Financial Fixed Asset acquired to the Total Assets of the Company as reported in the Latest Publicly Disclosed Financial Statement (%) | : | 1,84 |
| Impact on the Company's Activities | : | It does not directly affect our company's activities; and our operations and investments in the field of personal care will be increased by means of our participation. |
| Whether it creates the obligation to make an offer | : | No |
| If it creates the obligation to make an offer, whether there is an application submitted for exemption | : | No |
| Name/Trade-Name of the Selling/Assigning Person | : | Ataman Özbay, Mehmet Özbay ve Simla Özbay |
| Nature of the Relationship between the Company and the Selling/Assigning Party | : | None. |
| Valuation Method for estimation of the Value of the Financial Fixed Asset | : | Appraisal report |
| Whether or not any Valuation Report is arranged | : | Issued. |
| If any Valuation Report is not arranged, the Reason | : | - |
| Value estimated as a result of the Valuation Report | : | TRL 55,200,000 and TRL 13,800,000 |
| If the Transaction is not/will not be performed in accordance with the Results of the Valuation Report, the Rationale | : | - |

Date: 16.11.2012

ECILC Summary: Our disclosure on Eczacıbaşı-Monrol Nükleer Ürünler Sanayi ve Ticaret A.Ş., in which we have a shareholding percentage of 49.998% to complete acquisition of Capintec, Inc.

Eczacıbaşı-Monrol Nükleer Ürünler Sanayi ve Ticaret A.Ş., in which our company has 49.998% shareholding and which is active in production, import and distribution of radiopharmaceuticals used in nuclear medicine has reached an agreement with its shareholders for the complete acquisition of Capintec, Inc, a company existing and organized under the laws of State of Delaware, USA and operating in the manufacturing of energy metering devices and related services in nuclear medicine market.

As the developments related to the subject take place, we shall disclose information to public and our press release that will be announced today in relation to the acquisition is provided in our website under press disclosures (<http://www.eczacibasi.com.tr>)

Date: 16.11.2012

ECILC Summary: Our additional disclosure on Eczacıbaşı-Monrol Nükleer Ürünler Sanayi ve Ticaret A.Ş., in which we have a shareholding percentage of 49.998% to complete acquisition of Capintec, Inc.

Today in the Public Disclose Platform; we have disclosed that Eczacıbaşı-Monrol Nükleer Ürünler Sanayi ve Ticaret A.Ş. has reached an agreement with its shareholders for the complete acquisition of Capintec, Inc, a company existing and organized under the laws of State of Delaware, USA.

Legal procedures within the scope of acquisition have in progress and the shares haven't transferred, yet. As the developments related to the subject become definite, we shall disclose information to public.

Date: 28.12.2012

ECILC Summary: This is our disclosure related to the completion of the sales and transfer to Beiersdorf AG of 49.99% shares held by our Company in EBC Eczacıbaşı-Beiersdorf Kozmetik Ürünler Sanayi ve Ticaret A.Ş.

| | | |
|---|---|---|
| Date of Resolution of Board of Directors concerning the Sales | : | 05.11.2012 |
| Trade Title of Sold Financial Fixed Asset | : | EBC Eczacıbaşı-Beiersdorf Kozmetik Ürünler San. ve Tic. A.Ş. |
| Field of Activity of Sold Financial Fixed Asset | : | Sales of skincare, personal care and facial care products |
| Share Capital of Sold Financial Fixed Asset | : | TRL 800,000 |
| Date of Completion of Transaction | : | 27.12.2012 |
| Terms and Conditions of Sales | : | In cash and in advance |
| Nominal Value of Sold Shares | : | TRL 399,922.60 |
| Price per Share | : | TRL 147.29 |
| Total Amount | : | EUR 24,995,162.5 |
| Ratio of Sold Shares to Share Capital of Sod Financial Fixed Asset (%) | : | 49.99 |
| Post-Sales Shareholding Percentage in Sold Financial Fixed Asset (%) | : | 0 |
| Ratio of Post-Sales Voting Rights to Total Voting Rights in Financial Fixed Asset (%) | : | 0 |
| Ratio of Sold Financial Fixed Asset to Total Assets of Undertaking in the Most-Recently Disclosed Financial Statement (%) | : | 1.92 |
| Effect on Activities of Undertaking | : | None |
| Profit / Loss on Disposal | : | TRL 52,491,630.23 |
| Method of Allocation of the Sales Proceeds, if any | : | 75% of the profit arising from the sales of the shares shall be kept in a special fund account in order to benefit from the corporate tax exemption set forth in Article 5, subsection (1), clause (e) of Corporate Tax Law No. 5520. |
| Date of Resolution of the Board of Directors for the Method of Allocation of the Sales Proceeds, if any | : | 05.11.2012 |
| Name / Trade Title of Purchaser | : | Beiersdorf AG |
| Relationship of Purchaser to the Undertaking | : | The undertaking holds remaining 50% shares in EBC. |
| Method of Appraisal of Value of the Financial Fixed Asset | : | Based on the Appraisal Report dated 2 November 2012 as issued by PriceWaterhouseCoopers Danışmanlık Hizmetleri Limited Şirketi. |

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|---|---|--|
| Whether or not appraisal report has been issued | : | Issued. |
| If not issued, the reason why the appraisal report has not been issued | : | - |
| Value as per Appraisal Report | : | The fair market value of the Company has been calculated as between 110 million TL - 125 million TL. |
| Reason if the transaction has been not / will not be performed pursuant to the conclusion of the report | : | Performed |

The share sales profit as indicated in the statement has been calculated based on the statutory records and the profit to be reflected in the consolidated financial statements dated 31 December 2012 which shall be prepared as per the Communiqué Series: XI, No:29, of CMB on Principles of Financial Reporting of Capital Markets shall again be calculated while preparing the financial statements for the end of 2012.

Date: 31.12.2012

ECILC Summary: Tax and tax loss penalty as notified to Eczacıbaşı Baxter Hastane Ürünleri San ve Tic A.Ş., a jointly controlled subsidiary of our Company.

In connection with the examination reports issued by the Revenue Inspectors of the Ministry of Finance following their tax examination into the services purchased by Eczacıbaşı Baxter Hastane Ürünleri San ve Tic A.Ş. as part of the VAT refund for the years 2007 and 2008, Key Accounts Tax Office has delivered tax/fine notices for a tax amount of 9.551 thousand TL (of which 8.245 thousand TL is Corporate Tax and 1.306 thousand TL is VAT) and tax loss fine in the amount of 14.326 thousand TL for the year 2007 and for a tax amount of 1.584 thousand TL and tax loss fine in the amount of 2.377 thousand TL for the year 2008.

We still continue to evaluate the options with respect to the matter as to whether to file an application with Central Reconciliation Commission of the Ministry of Finance or to take legal action in order to contest such tax amount and penalties in accordance with the reconciliation provisions of Tax Procedure Law, and we will decide within legal period of time and disclose such decision publicly through a special event disclosure.

Date: 31.12.2012

ECILC Summary: Our disclosure related to the payment of the consideration for the acquisition of Capintec, Inc. by Eczacıbaşı - Monrol Nükleer Ürünler Sanayi ve Ticaret A.Ş., one of 49,998% affiliate.

In our disclosure dated 16 November 2012, we had disclosed that Eczacıbaşı-Monrol Nükleer Ürünler Sanayi ve Ticaret A.Ş., in which our company has 49,998% shareholding and which is active in production, import and distribution of radiopharmaceuticals used in nuclear medicine has reached an agreement with its shareholders for the complete acquisition of Capintec, Inc, a company existing and organized under the laws of State of Delaware, USA and operating in the manufacturing of energy metering devices and related services in nuclear medicine market.

Consequently, pursuant to the agreement reached by the shareholders of the company, the final consideration for the acquisition of the shares shall be determined based on the financial statements to be issued by Capintec, Inc within 30 business days following the date of closing, and the estimated consideration for the acquisition of the shares in the amount of USD 8.852.103 has been paid as agreed.