01.02.2013 / 09:50:26

Summary Info: Conclusion of Settlement Meeting for Tax and Tax Loss Fine for 2012 as Notified on 29.12.2011

In our material event disclosure of December 29, 2011; we had disclosed that the tax/penalty notifications amounting to a total sum of TRL 6,226 thousand comprising TRL 3,113 thousand outstanding tax and TRL 3,113 thousand tax evasion fine have been imposed by the Key Taxpayers Tax Authority based on the VAT report drafted in connection with the 2006 tax inspection reports prepared favorably by the Ministry of Finance Tax Inspectors.

It was decided to initiate a lawsuit in respect of the above-mentioned outstanding tax and tax fine given that no agreement was reached in the conciliation meeting dated 29 January 2013 held by the Ministry of Finance Reconciliation Commission within the framework of the reconciliation provisions of the TPL (Tax Procedural Law).

01.02.2013 / 09:50:26

Summary Info: Disclosure of our Company on request of ISE.

Disclosed upon the request of ISE;

As stated in the notes of the financial statements,our Company has no production activity; but has a holding structure with its subsidiaries, joint ventures and associates. The Company directly operates in the real estate development industry and in health, personal care and cosmetics industries through its joint ventures, subsidiaries and associates.

18.02.2013 / 16:15:09

Subject: Affliate or Subsidiary Acquisition

<u>Summary Info:</u> Our disclosure related to the completion of the acquisition of Capintec, Inc. by Eczacıbaşı-Monrol Nükleer Ürünler Sanayi ve Ticaret A.Ş., an 49.998% affiliate of our Company

Date of the Board of Directors' Resolution related to Acquisition	:	16.11.2012
Trade-Name of the Financial Fixed Asset Acquired	:	Capintec, Inc
Field of Activity of the Financial Fixed Asset Acquired	. Manufacturing of energy metering devices and related services in nuclear medicine market	
Capital of the Financial Fixed Asset Acquired	:	USD 4,206,230
Way of Acquisition of the Financial Fixed Asset	:	Purchasing
Actual/Expected Date of Completion of the Transaction	:	15.02.2013
Terms of Acquisition	:	USD 8,852,103 had been paid on account of the purchase consideration estimated. The adjusted amount calculated based on the closing financials is USD 100,730 and it has been collected from the seller on 15 February 2013. Consequently, the finalized consideration for the purchase of the shares has been realized as USD 8,751,373.
Nominal Amount of the Shares Acquired	:	USD 32,105
Purchase Price per Share	:	USD 2.73
Total Amount	:	USD 8,751,373 (TRL 15,543,634.35)
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 (%)	:	0.25 (*)

Impact on the Company's Activities	:	It does not directly affect our company's activities; and our operations and investments in nuclear medicine market 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	:	Since the number of shareholders is over 100, it could not be disclosed.
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	:	It has been specified by mutual agreement of the parties.
Whether or not any Valuation Report is arranged	:	No
	:	No appraisal report has been issued as the limits set forth under the Article "obligation to make appraisal" of the CMB's Communiqué Serial No. IV/41 have not been exceeded.
Value estimated as a result of the Valuation Report	:	-
If the Transaction is not/will not be performed in accordance with the Results of the Valuation Report, the Rationale	:	-

(*) Since Capintec, Inc. has been acquired by Eczacıbaşı-Monrol Nükleer Ürünler Sanayi ve Ticaret A.Ş., in which our company has 49.998% shareholding and which is consolidated as per proportionate consolidation method, in calculating the section "Ratio of Acquired Financial Fixed Asset to its Total Assets Contained in its Most Recently Disclosed Financial Statement", the purchasing value of the said financial fixed asset has been multiplied by 49.998%.

27.02.2013 / 17:40:42

Konu: Board Declaration About Authorized Capital Procedures

<u>Summary Info:</u> Our disclosure related to filing for permission for the amendment to article 7 of the company's articles of association

Date of the Decision of Board of Directors:	:	27.02.2013
Relevant transaction		Update of Validity Date for Registered Capital
	•	Upper Limit
Existing Registered Capital Upper Limit (TRL)	:	548,208,000.00
Validity Date Requested for Registered Capital Upper Limit	:	31.12.2017
Article No of Articles of Association to be Amended	: Article 7- Registered Capital	

Our Board of Directors, having met today;

Given that our company has passed to registered capital system before 23.01.2008, but failed to amend its Articles of Association so that it is compliant with the Communiqué of the Capital Markets Board with Serial IV, No. 38 and to designate the authority period of the Board of Directors and therefore, it is considered to have departed from registered capital system as of 23.01.2013, and in order to ensure that our company adopts the registered capital system again, it has been resolved as follows:

- i) Article 7 of the Company's Articles of Association (Registered Capital) be amended accordingly,
- ii) An application be filed with the Ministry of Customs and Trade and Capital Markets Board for their approval and permission for the amendment to the Articles of Association,
- iii) Amendments to the Articles of Association be submitted to the approval of the first General Assembly following such permissions.

EIS ECZACIBAŞI İLAÇ, SINAİ VE FİNANSAL YATIRIMLAR SANAYİ VE TİCARET A.Ş. AMENDMENT TO THE ARTICLES OF ASSOCIATION

PREVIOUS ARTICLE 7 - REGISTERED CAPITAL

The company has adopted registered capital system in accordance with the provisions of the Capital Markets Law No. 2499, and has implemented this system with the Authorization No. 333 of 16.5.1991 issued by the Capital Markets Board. The registered capital of the company is YTL 200,000,000 (Two Hundred Million) and divided into 20,000,000,000 shares each of a nominal value of YKr 1 (One).

The issued capital of the company is fully paid YTL 548,208,000 (Five Hundred Forty Eight Million Two Hundred Eight Thousand).

YTL 291,280.14 (Two Hundred Ninety One Thousand Two Hundred Eighty YTL Fourteen YKr) of the capital is fully paid in cash and at one time. YTL 457,523.10 (Four Hundred Fifty Seven Thousand Five Hundred Twenty Three YTL Ten YKr) of YTL 182,444,719.86 (One Hundred Eighty Two Million Four Hundred Forty Four Thousand Seven Hundred Nineteen YTL Eighty Six YKr) remainder is secured from excess reserves, YTL 28,017,834.45 (Twenty Eight Million Seventeen Thousand Eight Hundred Thirty Four YTL Forty Five YKr) from gains of fixed asset sales, YTL 8,458,865.34 (Eight Million Four Hundred Fifty Eight Thousand Eight Hundred Sixty Five YTL Thirty Four YKr) from growth fund obtained from evaluations with our affiliates, YTL 7,498,396.69 (Seven Million Four Hundred Ninety Eight Thousand Three Hundred Ninety Six YTL Sixty Nine YKr) from profit on real estate sales, YTL 10,805,528.93 (Ten Million Eight Hundred Five Thousand Five Hundred Twenty Eight YTL Ninety Three YKr) from cost increase fund, YTL 2,712,258.15 (Two Million Seven Hundred Twelve Thousand Two Hundred Fifty Eight YTL Fifteen YKr) from increment value fund accrued pursuant to provisions of duplicated Article 298 of Tax Procedure Law on re-evaluation, YTL 14,097,253.13 (Fourteen Million Ninety Seven Thousand Two Hundred Fifty Three YTL Thirteen YKr) from revaluation increase fund of tangible fixed assets, YTL 59,629.30 (Fifty Nine Thousand Six Hundred Twenty Nine YTL Thirty YKr) from cost increase fund from affiliates, YTL 3,559.18 (Three Thousand Five Hundred Fifty Nine YTL Eighteen YKr) from the premium on issued shares and YTL 110,333,871.59 (One Hundred Ten Million Three Hundred Thirty Three Thousand Eight Hundred Seventy One YTL Fifty Nine YKr) from the gains of production facilities as they added to newly founded company's real capital. Shares issued in exchange for that sum added to the capital are utilized as burn stocks to the partners based on shareholding rate. YTL 365,472,000 (Three Hundred Sixty Five Million Four Hundred Seventy Two Thousand) is entirely secured from internal resources (private profit on sale fund).

Issued share capital of the Company is divided into 54,820,800,000 shares, each having a value of 1 Kr, all of which are bearer shares.

The Board of Directors of the company is entitled to increase the capital issued to the ceiling of its registered capital whenever it deems necessary in accordance with the provisions of the Capital Markets Law. The Board of Directors is also entitled to make decisions for the restriction of the rights of shareholders to buy new shares and for the issue of premium stocks.

While the nominal value of shares was TL 1,000, it was changed to 1 YKr within the scope of the law concerned amending T.T.K (Turkish Commercial Code) numbered 5274.: Because of such change, total number of shares was decreases and 1 YKr of share will be provided for 10 shares each of a nominal value of TRL 1,000.: The rights of shareholders arising from this change regarding their shares are reserved.

Shares representing the capital are monitored in line with dematerialization rules.

The Board of Directors is also entitled to make decisions for issuing shares in worth above their nominal values and for the restriction of the rights of shareholders to buy new shares.

NEW ARTICLE 7 - REGISTERED CAPITAL

The company has adopted registered capital system in accordance with the provisions of the Capital Markets Law No. 2499, and has implemented this system with the Authorization No. 333 of 16.5.1991 issued by the Capital Markets Board.

The registered capital of the company is TRL 548,208,000 (five hundred and forty eight million two hundred and eight thousand) and it is divided into 54,820,800,000 registered shares, each having a nominal value of 1 (One) Kr.

The authorization granted by the Capital Markets Board for the registered capital cap is valid for the years 2013-2017 (5 years). In the period ended 2017, even if the registered capital ceiling levels are not attained, in order for the Board of Directors to take capital increase decision for the period after 2017, the Board of Directors must get authorization for a new

period not exceeding 5 years at the General Assembly from the Capital Market Board for a previously approved ceiling level or a new level. In case the company fails to get such an authorization, it will be considered as signed out from the registered capital system.

The issued share capital of the Company being 548,208,000 (five hundred and forty eight million two hundred and eight thousand) TRL has been fully paid up in cash free of any collusive transactions.

Issued share capital of the Company is divided into 54,820,800,000 shares, each having a value of 1 Kr, all of which are bearer shares.

Shares representing the capital are monitored in line with dematerialization rules.

The share capital may be increased or decreased in accordance with the provisions of the Turkish Commercial Code and Capital Market Legislation.

The Board of Directors is authorized to increase the issued capital when it deems necessary, up to the upper limit of the registered capital, to restrict the rights of the shareholders to acquire new shares and to issue shares below the nominal value in accordance with the provisions of the Capital Markets Law. The authority to restrict the rights to acquire new shares cannot be exercised so as to give rise to any inequality among the shareholders.

Nominal value of shares has been changed in accordance with the Turkish Commercial Code No. 5274, from TRL 1,000 to 1 Ykr. Due to this change, the number of total shares has decreased, therefore a share of 1 Ykr will be issued in exchange with 10 shares of TRL 1,000 each. The rights of shareholders arising from this change regarding their shares are reserved.

15.03.2013 / 12:39:14

Subject: Application to Capital Markets Board

<u>Summary Info:</u> Our Application to the Capital Markets Board for its approval of the amendment to the Articles of Association of the Company.

Relevant transaction	:	Update of Validity Date for Registered Capital Upper Limit
Existing Registered Capital Upper Limit (TRL)	:	548,208,000.00
Validity Date Requested for Registered Capital Upper Limit	:	31.12.2017
Date of Application to CMB	:	27.02.2013

An application has been filed on 27 February 2013 with the Capital Markets Board for its approval of the amendment to Article 7 of the Articles of Association of the Company.

15.03.2013 / 17:25:55

Subject: Result of Capital Market Board Application

<u>Summary Info:</u> Approval by the Capital Markets Board of the amendment to Article 7 of the Articles of Association of our Company

Relevant transaction	:	Update of Validity Date for Registered Capital Upper Limit
Result of Filing with CMB	:	Approval
CMB's Date of Approval	:	14.03.2013
Existing Registered Capital Upper Limit (TRL)	:	548,208,000.00
Validity Date of Registered Capital Upper Limit	:	31.12.2017

It has been notified by the Capital Markets Board that it has approved our filing dated 27 February 2013 with respect to the amendment to article 7 (Registered Capital) of our company's articles of association in its bulletin No. 2013/9 of 14 March 2013, and the text of amendment to the said article as approved by the Board is enclosed. The procedure regarding the said amendment in the articles of association is underway.

27.03.2013 / 16:16:46

Summary Info: The resolution of the Board of Directors related to the amendments to the Articles of Association

Our Board of Directors, having met today;

has, in order to adapt the Articles of Association to the provisions of the Turkish Commercial Code No. 6102 and Capital Market Law No. 6362, decided:

- to amend Articles 1, 2, 3, 4, 5, 6, 8, 9, 10, 11, 12, 13, 14, 15, 17, 18, 19, 20, 21, 22, 23, 24, 25, 27, 28, 29, 30, 33, 34, 35 and the articles indicated in the "Attached List" and to cancel Articles 16, 26, 31 and 32 of the Articles of Association,
- to file an application with the Ministry of Customs and Trade and Capital Markets Board for their approval and permission,
- to submit the amendments to the Articles of Association to the approval of the first General Assembly following such permissions.

27.03.2013 / 16:59:24

Summary Info: Appointment of External Audit Company for 2013 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 Bagimsiz Denetim ve Serbest Muhasebeci Mali Musavirlik Anonim Sirketi (a member of Deloitte Touche Tohmatsu)" who carried out our 2012 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 2012.

29.03.2013 / 11:44:33

Summary Info: Profit Distribution Policy

Our Board of Directors, having met today adopted the application of a profit distribution policy as described below within the framework of the provisions of the Turkish Commercial Code, Capital Markets Legislation, Tax Regulations and other relevant legislation as well as the provisions of our Articles of Association governing the distribution of profits.

- 1. In principle, based on the net profit of the period shown in the financial statements prepared and independently audited in accordance with the Capital Markets Legislation, it has been adopted to distribute dividends in cash and/or in terms of free shares over the "distributable profit of the period" as calculated according to the Capital Markets Legislation and other applicable legislation.
- 2. Our articles of association does not contain a special provision about preferred shares, founder redeemed shares and distribution of profit to members of the Board of Directors and employees regarding distribution of profit.
- In preparing its profit distribution proposals presented to the approval of the General Assembly, the Board of Directors takes into consideration the sensitive balances between the Company's existing profitability, the probable expectations of our shareholders and prescribed growth strategies of our Company.
- 4. Dividend payments (cash and / or bonus shares) are made as soon as possible after the General Assembly and within the legal time limit set by legislation.

01.04.2013 / 21:39:11

<u>Summary Info:</u> Our disclosure related to the merger of Ataman Ecza ve İtriyat Deposu Sanayi Ticaret A.Ş. and Ataman İlaç Kozmetik Kimya Sanayi ve Ticaret A.Ş., both owned by our affiliate Eczacıbaşı Girişim Pazarlama Tüketim Ürünleri Sanayi ve Ticaret A.Ş. into Ataman Ecza ve İtriyat Deposu Sanayi Ticaret A.Ş. and renaming the merged company's trade title from Ataman Ecza ve İtriyat Deposu Sanayi Ticaret A.Ş. to Eczacıbaşı Hijyen Ürünleri Sanayi ve Ticaret Anonim Şirketi.

Ataman Ecza ve İtriyat Deposu Sanayi Ticaret A.Ş. and Ataman İlaç Kozmetik Kimya Sanayi ve Ticaret A.Ş. both owned as the sole shareholder (100%) by Eczacıbaşı Girişim Pazarlama Tüketim Ürünleri Sanayi ve Ticaret A.Ş. in which our Company holds 48.13% shares have been merged under Ataman Ecza ve İtriyat Deposu Sanayi Ticaret A.Ş. as of 1 April 2013 pursuant to articles 155/1-b and 158 of the Turkish Commercial Code and articles 18 to 20 of the Corporate Tax Law in order to gather the production and distribution of the same products under a single roof and to increase the competition power in this sector by way of the synergy and savings resulting therefrom. As of the same date, the trade title of Ataman

Ecza ve İtriyat Deposu Sanayi Ticaret A.Ş. has been changed as Eczacıbaşı Hijyen Ürünleri Sanayi ve Ticaret Anonim Şirketi.

The general assembly decisions including the merger and trade title change have been registered by Istanbul Trade Registry Directorate as of 1 April 2013.

04.04.2013 / 08:56:51

<u>Summary Info:</u> 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 our affiliate Eczacıbaşı-Baxter Hastane Ürünleri San ve Tic A.Ş. as part of the VAT refund for the year 2008, Key Accounts Tax Office has delivered tax/fine notices in the amount of 19,820 thousand TRL including a tax amount of TRL 5,795 thousand (of which TRL 4,565 thousand is Corporate Tax and TRL 1,230 thousand is corporate withholding tax) and tax loss fine in the amount of TRL 14,025 thousand.

The said affiliate still continues 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 it will decide within legal period of time and it is obvious such decision will be disclosed publicly through material event disclosure.

15.04.2013 / 16:54:05

Summary Info: The resolution of the Board of Directors related to the amendments to the Articles of Association

Our Board of Directors, having met today;

has, in order to adapt the Articles of Association to the provisions of the Turkish Commercial Code No. 6102 and Capital Market Law No. 6362, decided:

- i) to amend Articles 1, 2, 3, 4, 5, 6, 8, 9, 10, 11, 12, 13, 14, 15, 17, 18, 19, 20, 21, 22, 23, 24, 25, 27, 28, 29, 30, 33, 34, 35 and the articles indicated in the "Attached List" and to cancel Articles 16, 26, 31 and 32 of the Articles of Association,
- ii) to file an application with the Ministry of Customs and Trade and Capital Markets Board for their approval and permission,
- iii) to submit the amendments to the Articles of Association to the approval of the first General Assembly following such permissions.

17.04.2013 / 17:57:45

Subject: General Assembly Meeting Invitation - 2012

Board of Directors Resolution Date	:	17.04.2013
General Assembly type	:	Ordinary
The Financial Period which it belongs in case it is an Ordinary General Assembly	:	01.01.2012 - 31.12.2012
Date	:	14.05.2013
Hour	:	08:30
Address	:	Mövenpick Oteli - Büyükdere Caddesi 4. Levent - İstanbul

Our general assembly meeting today resolved that the Ordinary General Assembly of the Company be held on 14 May 2013 Tuesday at 08:30, at Mövenpick Hotel, Büyükdere Caddesi, 4. Levent - İstanbul to discuss the following agenda:

Agenda

- 1) Opening and election of the Meeting Board, granting authorization to the Meeting Board to sign the minutes of the meeting.
- 2) Reading, discussing and acceptance of the Annual Report of the Board of Directors for the year 2012 and the Subsidiaries Report the final part of which is included in the Annual Report,

- **3)** Reading, discussing and acceptance of the Reports of the Audit Committee and the Independent Audit Firm for the year 2012.
- 4) Reading, discussion and approval of the balance sheet and profit-loss statement for the year 2012,
- 5) Discussion and resolution of profit distribution principles for the year 2012,
- 6) Approval by the General Assembly of Ferit Bülent Eczacıbaşı, Rahmi Faruk Eczacıbaşı, Osman Erdal Karamercan, Mustafa Sacit Basmacı and Şenol Süleyman Alanyurt who have been elected as the members of the Board of Directors instead of vacancies during the year in accordance with Article 463 of the Turkish Commercial Code,
- 7) The acquittal of the Members of the Board of Directors for their activities in the year 2012,
- 8) The acquittal of the Auditors for their works in the year 2012,
- 9) Election of the members of the Board of Directors and Independent Members of the Board of Directors, determination of their remuneration and term of office,
- **10)** Approval of the Independent Audit Firm as selected by the Board of Directors in accordance with the Turkish Commercial Code and Capital Markets Board regulations,
- 11) Discussing and deciding over the amendment to Articles 1, 2, 3, 4, 5, 6, 7, 8, 9, 10, 11, 12, 13, 14, 15, 17, 18, 19, 20, 21, 22, 23, 24, 25, 27, 28, 29, 30, 33, 34, 35 and cancellation of Articles 16, 26, 31 and 32 of the Articles of Association provided that required permissions are obtained from the Capital Markets Board and the Ministry of Customs and Trade.
- **12)** Discussion on and approval of Internal Guideline of General Assembly as prepared by the Board of Directors in accordance with Article 419 of the Turkish Commercial Code,
- **13)** Presentation of information to the shareholders on charitable contribution during the reporting period according to the Capital Markets Board regulations and fixing the upper limit for the donations to be made in 2013,
- **14)** Informing shareholders about the pledges, guarantees and securities granted by the Company to third parties in 2012 pursuant to the Capital Markets Board regulations,
- **15)** Informing shareholders about the "Remuneration Policy" defined for the members of the Board of Directors and Senior Officers pursuant to the Capital Markets Board regulations,
- **16)** Informing shareholders about the "Profit Distribution Policy" of the Company for the year 2013 and subsequent years pursuant to the Capital Markets Board regulations,
- 17) Informing shareholders about the "Common and Continuing Related Party Transactions" conducted during the year pursuant to the Capital Markets Board regulations,
- **18)** Informing shareholders about the "Information Policy" of the Company pursuant to the Capital Markets Board regulations,
- **19)** Authorizing: shareholders with management control, members of the Board of Directors, senior officers and their spouses and relatives related by blood or affinity up to the second degree pursuant to Articles 395 and 396 of Turkish Commercial Code and the regulations of the Capital Markets Board, and informing the shareholders conducted in this respect in 2012,
- 20) Informing the shareholders of the process related to the sales / transfer to Beiersdorf AG of the shares held by our Company in EBC Eczacıbaşı-Beiersdorf Kozmetik Ürünler Sanayi ve Ticaret A.Ş.,
- 21) Wishes.

19.04.2013 / 17:29:32

Summary Info: 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.

22.04.2013 18:09:42

Summary Info: Board Dividend Declaration

Board of Directors Resolution Date	:	22.04.2013
Financial Period of the Dividend which will be Offered for Distribution	:	1 January 2012 – 31 December 2012
Total Dividend to be offered as extended through stocks (TRY)	:	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)	:	54,820,800.00

Cash Dividend to be Extended per Share of TRY 1 nominal value transacted in the Stock Exchange	:	
Gross (TRY)	:	0.100000
Net (TRY)	:	0.085000
Date of extension to be offered	:	28 May 2013

The Board of Directors determined at its meeting hold on today that the Company's net distributable profit as of 31 December 2012 was nil based on the consolidated financial statements prepared as per the Capital Market Board (CMB) regulations and approved by independent auditors; whereas, it was TRL 43,923,018 based on financial statements prepared as per statutory records.

Based on CMB Decree No. 2/51, dated 27 January 2010, it is required to distribute the 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", "profit from previous years" in the consolidated financial statements and "extraordinary reserves for 2011" in the statutory financial statements have been used in the distribution of the profit for the year 2012.

Accordingly it was resolved to present the following proposal to shareholders at the Ordinary General Assembly Meeting for the 2012 to be held on 14 May 2013:

- 1) Distribution of dividends at the amount of TRL 54,820,800 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 TRL 1 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) After deducting the legal obligations from TRL 92,630,624 net profit for the term based on statutory records, the remaining amount will be transferred to Extraordinary Reserves,
- 4) Distribution will start on 28 May 2013.

24.04.2013 16:23:25

<u>Summary Info:</u> Approval by the Capital Markets Board of the amendment to the Articles of Association of our Company

Our application filed on 15 April 2013 with respect to the amendment to Articles 1, 2, 3, 4, 5, 6, 8, 9, 10, 11, 12, 13, 14, 15, 17, 18, 19, 20, 21, 22, 23, 24, 25, 27, 28, 29, 30, 33, 34, 35 and the articles indicated in the "Attached List" and to cancellation of Articles 16, 26, 31 and 32 of the Articles of Association, has been approved by the Capital Markets Board with its Letter No. 4179 of 19 April 2013, and the text of amendments to the said articles as approved by the Board is enclosed. Such amendments to the Articles of Association shall be submitted to approval of the Ordinary General Assembly to be held on 14 May 2013.

24.04.2013 16:40:27

Summary Info: 2012 Ordinary General Assembly Meeting Documet

Provided that the requirements of the Corporate Governance and Capital Markets Board are satisfied, in the Ordinary General Assembly to be held on 14 May 2013, in relation with the agenda, the 2012 Ordinary General Assembly Disclosure Document issued by our Board is posted on our web site (www.eczacibasi.com.tr) and will be updated when there is an amendment in the document.

07.05.2013 17:26:07

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

We have received the tax/fine notices sent by Key Accounts Tax Office in the amount of TRL 54,558 thousand including a tax amount of TRL 16,619 thousand (of which TRL 11,366 thousand is Corporate Tax and TRL 5,253 thousand is VAT) and tax loss fine in the amount of TRL 37,939 thousand 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 our affiliate Eczacibaşı-

Baxter Hastane Ürünleri San ve Tic A.Ş. as part of the VAT refund for the years 2008 - 2009 - 2010, and a letter dated 3 May 2013 as notifying that TRL 4,104 thousand being the amount the deduction request for which has not been accepted in the year 2012 out of the sum declared as VAT required to be refunded due to the deliveries of goods subject to the reduced rate for the year 2010 and that, if not paid, the statuory collection procedure shall be launched.

The said affilated company still continues to evaluate the options with respect to the said tax / fine notices in the amount of TRL 54,558 thousand 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 it will decide within legal period of time and the decision will be disclosed publicly through material event disclosure.

On the other hand, legal action shall be taken in due course of time with respect to the letter dated 3 May 2013 issued by the Key Accounts Tax Office in the amount of TRL 4,104 thousand.

14.05.2013 17:49:29

Summary Info: General Assembly Meeting Results

General Assembly Type	Ordinary
Date and Hour	14.05.2013 08:30
Beginning of the Financial Period	01.01.2012
End of the Financial Period	31.12.2012
Has the General Assembly been held?	Yes
Resolutions adopted	The minutes for the Ordinary General Assembly meeting for the year 2012 which contains the resolutions adopted, internal regulation, text of amendments to the Articles of Association and profit distribution table, and the list of attendants are enclosed (<i>please refer to</i> <i>www.eczacibasi.com.tr</i>).
Is there any amendment to the Articles of Association among the resolutions so adopted as envisaging the change of trade title?	No
Is there any amendment to the Articles of Association among the resolutions so adopted as related to the fields of activity?	Yes
Is there any amendment to the Articles of Association among the resolutions so adopted as related to the registered office of the company?	No

Info about the processes contained in the items of the agenda

Has the Registered Capital Upper Limit been discussed?	Yes
Has it been accepted?	Yes
Relevant transaction	Update of Validity Date for Registered Capital Upper Limit
Existing Registered Capital Upper Limit (TRL)	548,208,000.00
Validity Date of Registered Capital Upper Limit	31.12.2017
Article No of Articles of Association to be Amended	Article 7- Registered Capital

Has the Profit Distribution been discussed?	Yes
Method of Distribution of Cash Dividend	In cash and in advance

Share Group Data	Gross Cash Dividend to be Paid for Share with a Nominal Value of TRL 1 (TRL):	Net Cash Dividend to be Paid for Share with a Nominal Value of TRL 1 (TRL):	
ECILC(Eski),TRAECILC91E0	0.1000000	0.0850000	

Date of Distribution of Cash Dividend	28.05.2013
	·

Has the Profit Distribution been discussed?	Yes
Will the dividend be distributed in the form of share?	No

17.05.2013 12:21:22

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

Our Board of Directors convened today has resolved as follows:

1) Has assigned duties among the Board of Directors newly established at the Ordinary General Assembly of our Company, held on May 14, 2013; and has decided that **Mr. Ferit Bulent Eczacibasi** be elected as the Chairman of the Board of Directors and **Mr. Rahmi Faruk Eczacibasi** 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;

- <u>The Auditing Committee</u> to be established within the scope of the Capital Markets legislation be formed by two independent members; that Mr. Şenol Süleyman Alanyurt be elected as the Chairman and that Mr. Akın Dinçsoy be elected as member,
- ii) That the Corporate Governance Committee be formed by two members; that **Mr. Akın Dinçsoy** 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 and the Remuneration Committee, as specified in the Communiqué.
- iv) that the matter of risk that had been inserted to the duties and responsibilities of the Corporate Governance Committee with the decision of the Board of Directors dated 31 May 2012 be removed from the scope of the duties and responsibilities of that Committee and the "Committee for Early Detection of Risks" be established for that purpose;
- v) that the Committee for Early Detection of Risks be composed of two members including **Mr. Akin Dinçoy** acting as the Chairman and **Mrs. Ayşe Deniz Özger** as the member thereof.

TARİH: 21.05.2013

Summary Info: The Announcement regarding the Profit Distribution for 2012 to be published in Dünya Newspaper

The text of the announcement enclosed regarding our Company's profit distribution for 2012 (*refer to:* <u>www.eczacibasi.com.tr</u>) will be published in the Turkish edition of Dünya Newspaper dated May 22, 2013.

TARİH: 23.05.2013

Summary Info: Official Registration of General Assembly Decisions

The Ordinary General Assembly meeting for the year 2012 as held on 14 May 2013 has been registered by Istanbul Trade Registry Directorate on 22 May 2013.

General Assembly Type	Ordinary
Date and Hour	14.05.2013 08:30
Registry date	22.05.2013

Info about the processes contained in the items of the agenda

Relevant transaction	Update of Validity Date for Registered Capital Upper Limit
Validity Date of Registered Capital Upper Limit	31.12.2017

DATE: 01.08.2013

<u>Summary Info:</u> Our public disclosure concerning the tax and tax loss lawsuits as notified to Eczacıbaşı Baxter Hastane Ürünleri San ve Tic A.Ş., a jointly controlled subsidiary of our Company.

In our material event disclosure dated 25 July 2013, we had disclosed that an appeal had been filed with Supreme Council of State on 24 July 2012 to contest the decision of the law suit that we had filed against the Key Accounts Tax Office but we had lost before the tax court with respect to the accrued tax and fines for corporate tax for the year 2006 and VAT for the period of 2006/6 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 our jointly controlled subsidiary Eczacibaşı Baxter Hastane Ürünleri San ve Tic A.Ş. as part of the VAT refund for the year 2006.

As notified to Eczacıbaşı Baxter Hastane Ürünleri San. ve Tic A.Ş. on 31.07.2013, the appeal before the Council of State with respect to the corporate tax for the year 2006 has been lost by our subsidiary. Lawsuits shall be launched in due course of time as part of the "Correction of Decision" as set forth under Article 54 of ATPA (Administrative Trial Procedure Act).

Appropriate provisions have been set aside for the said lawsuit in the consolidated financial statements dated 30 June 2012 and a repayment schedule has been agreed upon with the relevant tax office with respect to such amount and the payment has been made in full.

On the other hand, detailed explanations have been made in this matter in Footnote 15-c in the consolidated financial statements dated 31 March 2013, and therefore no additional provision shall be set aside for the said lawsuit in the consolidated financial statements to be prepared as of 30 June 2013.

However, the legal process is underway with respect to the reconciliation and possible lawsuits aftermath depending on the reports and notifications issued for the years 2007-2008-2009 and 2010 as part of the same tax audit against our subsidiary. If and when any parts of the process are finalized, additional disclosure will be made to your Presidency and to the public.

DATE: 22.08.2013

<u>Summary Info:</u> Our public disclosure concerning the tax and tax loss lawsuits as notified to Eczacıbaşı Baxter Hastane Ürünleri San ve Tic A.Ş., a jointly controlled subsidiary of our Company.

In our material event disclosure dated 1 August 2013, we had disclosed that an appeal filed with Supreme Council of State on 24 July 2012 to contest the decision of the law suit that we had filed against the Key Accounts Tax Office but we had lost before the tax court with respect to the accrued tax and fines for corporate tax for the year 2006 and VAT for the period of 2006/6 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 our jointly controlled subsidiary Eczacıbaşı Baxter Hastane Ürünleri San ve Tic A.Ş. as part of the VAT refund for the year 2006 had resulted against our subsidiary.

All of 3 decisions of the court as related to the lawsuits for the corporate withholding tax for the 3, 6, 9 and 12 periods of 2006 and temporary corporate tax for 1st, 2nd and 3rd periods of 2006 as notified to Eczacıbaşı Baxter Hastane Ürünleri San. ve Tic A.Ş. has resulted against our subsidiary as our request for appeal has been rejected by the Council of State.

Just in the case of the corporate tax for 2006, lawsuits shall be launched in due course of time as part of the "Correction of Decision" as set forth under Article 54 of ATPA (Administrative Trial Procedure Act) for such decisions resulted against us. Appropriate provisions have also been set aside for the said 3 lawsuits in the consolidated financial statements dated 30 June 2012 and a repayment schedule has been agreed upon with the relevant tax office with respect to such amount and the payment has been made in full.

On the other hand, detailed explanations have been made in this matter in Footnote 15-c in the consolidated financial statements dated 31 March 2013, and therefore no additional provision shall be set aside for the said lawsuit in the consolidated financial statements to be prepared as of 30 June 2013.

DATE: 30.09.2013

Summary Info: Payment order notified to Eczacıbaşı Baxter Hastane Ürünleri San ve Tic A.Ş., a jointly controlled subsidiary of our Company.

As detailed in our material event disclosure dated 7 May 2013 with respect to Eczacıbaşı-Baxter Hastane Ürünleri San ve Tic A.Ş., one of the jointly controlled subsidiary of our Company, our subsidiary has received the payment order for the payment of TRL 4.104 thousand being the amount the deduction request for which has not been accepted in the year 2012 out of the sum declared as VAT required to be refunded due to the deliveries of goods subject to the reduced rate for the year 2010 as notified by Key Accounts Tax Office in connection with its audit reports issued as a result of tax audits conducted by the Tax Inspectors of the Ministry of Finance into the services purchased by our affiliate Eczacıbaşı-Baxter Hastane Ürünleri San ve Tic A.Ş. as part of the VAT refund for the years 2008 – 2009 – 2010.

In this respect, a lawsuit shall be launched with Tax Court within 7 days to contest such amount for which a guarantee of TRL 5.500 thousand has been deposited with tax office during the deduction transactions, and stay of execution shall be pleaded until the lawsuit is concluded.

DATE: 25.11.2013

Summary Info: Up-to-date information about the tax and tax loss fine action for the year 2004

It had been stated in article 16/c of the footnotes to the Summary Consolidated Financial Statements of our Company as publicly disclosed on 30.09.2013 that

upon inspection of companies in pharmaceuticals industry by the Tax Inspectors Board of the Ministry of Finance, tax / tax loss fine notices have been served that a tax amount of TRL 7,256 thousand (TRL 2,340 thousand of which is corporate tax and TRL 4,916 thousand is temporary tax) and a fine of TRL 10,914 thousand has been levied against the Company by Boğaziçi Corporate Tax Administration on 12 June 2009 in relation to tax inspection reports of the Company for 2004, and that, since no settlement was reached as part of the settlement provisions of the Tax Procedure Law for such tax and fines, the Company has filed a lawsuit before the Tax Court on 2 April 2010 and all of such lawsuits have been concluded in favor of our Company as a result of the decisions notified by Tax Court and that Boğazici Corporate Tax Office has filed an appeal with Supreme Council of State as it has lost the lawsuit before the Tax Court.

According to the decisions of the Council and State as notified to our Company today, the request for appeal of Bogazici Corporate Tax Office has been dismissed and the decisions of the Tax Court has been ratified and the lawsuit has been concluded in terms of assessments have been concluded in favor of our Company.

DATE: 04.12.2013

<u>Summary Info:</u> Our disclosure related to our right to subscribe for the increase of share capital of Eczacıbaşı -Baxter Hastane Ürünleri Sanayi ve Ticaret A.Ş., a 49,99% affiliate of our Company.

Our Board of Directors, having met today;

Since Eczacibaşı-Baxter Hastane Ürünleri Sanayi ve Ticaret A.Ş., in which our Company has a shareholding of 49,99% has decided to increase its share capital being TRL 70.643.969 to TRL 172.426.889 by adding TRL 101.782.920 fully in cash and to hold the General Assembly Meeting on 19 December 2013 for realizing the transaction, our Company has decided to subscribe the capital increase by acquiring 5.088.746.177 shares, each having a value of 1 Kurush out of the increased sum of TRL 101.782.920 TL, in proportion to our shareholding in the company, by paying TRL 12.721.865,44 corresponding to 25% of that amount in cash before the date of registration of the capital increase and remaining 75% thereof in cash within 7 days from the date of registration of the capital increase.

It is aimed at strengthening the financial structure of our affiliate through that capital increase.

DATE: 13.12.2013

<u>Summary Info:</u> Our public disclosure concerning the tax and tax loss lawsuits as notified to Eczacıbaşı Baxter Hastane Ürünleri San ve Tic A.Ş., a jointly controlled subsidiary of our Company.

An appeal has been filed with Supreme Council of State with respect to the accrued tax and tax loss fines imposed by the Revenue Inspectors of the Ministry of Finance following their tax examination into the services purchased by our jointly controlled subsidiary Eczacibaşı Baxter Hastane Ürünleri San ve Tic A.Ş. as part of the VAT refund for the year 2006, and

lawsuit has been launched as part of the "Correction of Decision" set forth under Article 54 of ATPA (Administrative Trial Procedure Act) for such decisions concluded against our affiliate including the corporate tax for the year 2006, corporate withholding tax for the 3, 6, 9 and 12 periods of 2006 and temporary corporate tax for 1st, 2nd and 3rd periods of 2006.

In our previous disclosures, we had disclosed that an appeal has been filed with the Council of State with respect to the lawsuits concluded against our affiliate as part of the same tax audit, including temporary corporate tax for 2006/IV, VAT for 2006/6 and unjust refund (VAT) for 2007/3.

Of these appeal lawsuits pending before the Council of State, our appeal request related to the temporary corporate tax for 2006/IV has been concluded against our affiliate, and lawsuit shall be launched in due course of time as part of the "Correction of Decision" as set forth under Article 54 of ATPA (Administrative Trial Procedure Act). The decisions of the Council of State are still pending for other appeal lawsuits.