

DATE: 21.03.2014

**Summary Info: It is our announcement about Common and Continuous Related Parties Transactions.**

Conclusion section of "Common and Continuous Related Parties Transactions Report in 2014" prepared as required by the provision in the article 10 of "Corporate Management Communiqué" numbered II-17.1 and issued by Capital Markets Board has been submitted to the information of our shareholders.

As required by the provision in the article 10 headed "Common and Continuous Related Parties Transactions" of "Corporate Management Communiqué" numbered II-17.1 and issued by Capital Markets Board, as one of the subsidiaries of our company, the amount of common and continuous related parties transactions Eczacıbaşı Girişim Pazarlama Tüketim Ürünleri San. ve Tic. A.Ş related to an accounting period within the scope of financial planning (budget) for the year of 2014 reached more than 10 % of the rate related to the amount within the accounting period for 2013 to the cost of sales of our company indicated in the financial statements for the year of 2013 declared to the public and since it was foreseen that related parties transactions will also be more than the rate of 10 % for the year of 2014 with the same conditions, it was agreed that transactions are in compliance with previous years, market conditions and legal regulations through explaining the conditions of these transactions, price determination method and justifications behind selecting this method.

DATE: 31.03.2014

**Summary Info: Appointment of External Audit Company for 2014 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 2013 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 2013.

TARİH: 15.04.2014

**Summary Info: General Assembly Meeting Results of the year 2013**

General Assembly Type	Ordinary
Date and Hour	15.04.2014 10:30
Beginning of the Financial Period	01.01.2013
End of the Financial Period	31.12.2013
Has the General Assembly been held?	Yes
Resolutions adopted	The minutes for the Ordinary General Assembly meeting for the year 2013 which contains the resolutions adopted and profit distribution table and the list of attendants are enclosed ( <i>please refer to <a href="http://www.eczacibasi.com.tr">www.eczacibasi.com.tr</a></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?	No
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 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(Old),TRAECILC91E0	0.0960000	0.0816000

Date of Distribution of Cash Dividend
06.05.2014

Will the dividend be distributed in the form of share?	No
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The minutes for the Ordinary General Assembly meeting for the year 2013 which contains the resolutions adopted and profit distribution table and the list of attendants are enclosed (please refer to [www.eczacibasi.com.tr](http://www.eczacibasi.com.tr) Investor Relations/General Assembly).

**DATE: 18.04.2014**

#### **Summary Info: Distribution of Duties for Management Board Members and Selecting Committees**

Our Management Board holding a meeting today was decided;

- To elect **Mr Ferit Bülent Eczacıbaşı** as Management Board Chairman, and **Mr Rahmi Faruk Eczacıbaşı** as Vice Chairman by distributing duties over newly established Management Board in Ordinary General Assembly Meeting of our company held on 15 April 2014;
- Within the framework of provisions indicated in Corporate Management Communiqué ("Communiqué") numbered II-17.1 and issued by Capital Markets Board;
  - To establish Audit Committee having two independent members within the scope of Capital Markets legislation; to elect **Mr Şenol Süleyman Alanyurt** as Chairman, **Mr Akın Dinçsoy** as member,
  - To establish Corporate Management Committee with three members; to elect **Mr Akın Dinçsoy** as Chairman, to assign **Mr Mustafa Sacit Basmacı** and Investment Relations Manager **Ms Gülnur Günbey Kartal** for membership,
  - Corporate Management Committee will fulfil the duties of Nomination Committee and Salary Committee as well,
  - To establish Early Risk Determination Committee with two members; to elect **Mr Akın Dinçsoy** as Chairman and **Ms Ayşe Deniz Özger** as member.

**TARİH: 25.04.2014**

#### **Summary Info: Official Registration of General Assembly Decisions**

The Ordinary General Assembly meeting for the year 2013 as held on 15 April 2014 has been registered by Istanbul Trade Registry Directorate on 24 April 2014.

**DATE: 29.04.2014**

#### **Summary Info: Cash Dividend Payment Date**

Dividend table approved in the General Assembly Meeting dated 15 April 2014 and information related to the dividend per share have been attached, and announcement text related to the dividend distribution to be initiated on 6 May 2014 will be published on the Gazette Dünya on 30 April 2014 in the edition for Turkey. .

- You can find Dividend Distribution announcement for 2013 in our web site under Press Announcements.*

**DATE: 10.05.2014**

#### **Summary Info: Management Board Decision related to Capital Decrease in EİP Eczacıbaşı İlaç Pazarlama A.Ş.**

As one of the subsidiaries of our company, Eczacıbaşı İlaç Pazarlama A.Ş. (Company) Management Board decided in the meeting dated 9 May 2014 that;

- Operating loss of the Company between the years 2011-2013 was covered by decreasing the paid capital with the amount of 42.000.000 TL indicated in the company's financial statements dated 31 December 2013, causing

decrease in company's equity and it became an obligation to compensate this decreasing equity due to the article 376 of new Turkish Trade Code,

- To have the present capital with the amount of 1.600.000 TL by decreasing with the amount of 40.400.000 TL,
- It was approved by Certified Public Accountant that decreasing the amount of principal capital has no disadvantage for the company, company partners and creditors and

This issue will be submitted for the approval of shareholders in the Ordinary General Assembly Meeting to be held in 2013.

Within this scope, our Management Board will declare this issue to the public after constituting relevant decision within legal period.

**DATE: 26.05.2014**

**Summary Info: Ordinary General Assembly Meeting Results Related to Capital Decrease in EİP Eczacıbaşı İlaç Pazarlama A.Ş.**

In the exceptional case explanation of our company dated 10 May 2014; it was announced in detail that the capital amount of our subsidiary, Eczacıbaşı İlaç Pazarlama A.Ş. ("Company") need to be decreased as per article 376 of new Turkish Trade Code and this issue will be submitted for the approval of shareholders in the Ordinary General Assembly Meeting to be held.

In the Ordinary General Assembly Meeting of Company being held today; it was unanimously decided to decrease the present capital as it is indicated in the exceptional case explanation dated 10 May 2014.

**DATE: 03.06.2014**

**Summary Info: Payment order notified to Eczacıbaşı Baxter Hastane Ürünleri San. ve Tic. A.Ş. as one of the shareholders subject to joint management of our company**

As it was comprehensively announced in our exceptional case explanation dated 7 May and 30 September 2013 about Eczacıbaşı Baxter Hastane Ürünleri San. ve Tic. A.Ş. as one of our shareholdings; in connection with examination reports prepared by Ministry of Finance Tax Inspectors as a result of tax inspection related to the services procured within scope of VAT return for the years of 2008, 2009 and 2010, the proceeding opened with the request for suspension of execution in Tax Court related to the payment order with the amount of 4.104 Thousand TL which offsetting related to the year of 2012 was not accepted from the amount declared as VAT required to be returned due to the delivery of goods subject to the discounted rate related to the year of 2010 in Büyük Mükellefler Tax Office was resulted against.

In that scope, our shareholding will apply for appeal to the Council of State within 30-day period.

**DATE: 03.06.2014**

**Summary Info: Resulting the Proceeding In Favour of Our Company About Tax Notified on 29.12.2011 and Tax Loss Penalty**

In our exceptional case explanation dated 30 January 2013; it was announced that in connection with tax inspection reports in 2006 related to the Ministry of Finance Tax Inspectors which were resulted in favour of us, about the notification asserting that VAT report for the period of 2007/5 was prepared and tax/penalty notifications including the amount of 6.226 Thousand TL including 3.113 Thousand TL for tax and 3.113 Thousand TL for tax loss penalty were being sent and about these notifications; since there was no reconciliation acquired within the scope of TPC, in the reconciliation meeting conducted at Ministry of Finance Reconciliation Commission on the date of 29 January 2013, it was decided to present a case about respective tax and its penalties.

According to the decision of Istanbul 4. Tax Court, the whole case was resulted in favour of our company.

**DATE: 13.06.2014 16:35:10 - General**

**Summary Info: Our Management Board Decision About Capital Increase in Eczacıbaşı Gayrimenkul Geliştirme ve Yatırım A.Ş.**

Our Company has 99.49 % of Eczacıbaşı Gayrimenkul Geliştirme ve Yatırım A.Ş. shares and our Management Board holding a meeting today was decided;

- To increase its present capital which is 85.000 TL up to 2.500.000 TL by adding 2.415.000 TL in cash and in order to perform this transaction, to make Extraordinary General Assembly Meeting on 1 July 2014,
- In return for the amount of 2.402.782 TL related to our share corresponding to the capital increased with the amount of 2.415.000 TL, to participate by purchasing 2.402.782 shares having the value of 1 Turkish Liras each,
- To pay 25 % of this amount before the registration of capital increase, remaining 75 % as from the registration of capital increase and within the framework of decisions to be taken by Management Board about this issue and until the date of 31 December 2014 at latest in cash.

**DATE: 27.06.2014 09:06:04- General**

**Summary Info: Our Management Board Decision about Capital Increase in Vitra Karo Sanayi ve Ticaret A.Ş.**

Our Company has 25 % shares of Vitra Karo Sanayi ve Ticaret A.Ş. and our Management Board holding a meeting today was decided;

- By compensating the amount of 466.414,06 TL present capital which is 113.000 TL at the moment from internal resources and the amount of 146.553.585,94 TL in cash, to increase up to 260.000.000 TL; in order to perform this transaction, to make Extraordinary General Assembly Meeting on 4 July 2014,
- In return for the amount of 36.750.000 TL related to our share corresponding to the capital increased with the amount of 147.000.000 TL, to participate by purchasing 36.750.000 shares having the value of 1 Turkish Liras each,
- To pay 25 % of 36.633.396,48 TL which is our share in the amount to be increased in cash before the registration of capital increase, remaining 75 % as from the registration of capital increase and within the framework of decisions to be taken by Management Board about this issue and until the date of 31 December 2014 at latest in cash.

**DATE: 31.10.2014 17:54:15 - Information Update**

**Summary Information: The reconciliation result regarding the taxes and loss of taxes of the period 2007 and 2010 communicated to Eczacıbaşı Baxter Hastane Ürünleri San. ve Tic. A.Ş which is among the affiliated companies and shareholders of our company**

As it has already been explained in detail within our particular case declaration; it has been declared that TRL 99,352 thousand of notifications of penalty/ tax which consists of 30,686 thousand TL of initial taxes (20,090 thousand TRL corporate income tax, TRL 8,143 thousand of VAT and TRL 2,453 thousand of withholding tax) and TRL 68,666 thousand of tax loss penalty have been notified in relation with the evaluation report issued as a result of tax audits performed by the Tax Inspectors of the Ministry of Finance on the services that our shareholding purchased within the scope of the VAT return for the years 2007,2008,2009 and 2010.

With regard to the related notices; during the reconciliation meeting held on 30 October 2014 at the Central Reconciliation Committee of the Ministry of Finance in accordance with the reconciliation provisions of the Tax Procedural Law, TRL 49,917 thousand TRL of reconciliation was provided including the initial tax and associated default interest. The sum in questions shall be deposited to the tax office within 1 month.

In the consolidated financial statements of our corporation to be prepared for the period 30 September 2014; in total TRL 24,959 thousand shall be reserved for our corporation consolidated in accordance with the equity method along with a share of 50%.

DATE: 17.12.2014 22:15:26 - General

**Summary Info:** The decisions our Board of Management regarding the capital increases at EİP Eczacıbaşı İlaç Pazarlama A.Ş.

The Board of Management gathered today and made following decisions:

During 17 December 2014 dated Board of Management meeting of *Eczacıbaşı İlaç Pazarlama A.Ş.* of which 99.92% share belongs to our corporation, following decisions have been made within the scope of the financial configuration and regulations: current capital, TRL 1,600,000, shall be increased to TRL 47,600,000 by adding entirely cash TRL 46.000.000 and an extraordinary general assembly shall be held on 23 December 2014 within the aim of fulfilling that transaction.

Board of Management evaluated the topic in question and made following decisions:

- We shall contribute by purchasing 459,632,000 shares, each one of which has 10 Kurus of value, in return for TRL 45,963,200 corresponding to our shares from TRL 46,000,000 of increased capital.
- TRL 11,490,800 equal to 20% part of that sum shall be paid before the registration of the capital increase decision while the remaining 75% shall be paid in cash as of the registration of the capital increase decision in the frame of the related decisions of the Board of Management and at the latest until 31 January 2015.

DATE: 17.12.2014 22:16:28- Information Update

**Summary Info:** This is our statement regarding tax and loss of taxes cases which are at the phase of "Revision of Decision" with respect to *Eczacıbaşı Baxter Hastane Ürünleri San. ve Tic. A.Ş* which is among the affiliated companies and shareholder of our company

In our particular case declaration dated 13 December 2013, we have announced that a case was presented within the scope of "Revision of Decision" regulated in the 54<sup>th</sup> article Administrative Trial Procedure for the cases related to the tax of company of the year 2006, stoppage of the tax of the company for the 3, 6, 9 and 12<sup>th</sup> periods of the year 2006 as well as the advance taxes of the 4<sup>th</sup> period of the year 2006 for which our bill of certiorari at the Council of State had been concluded to the detriment of our corporation with respect to the tax and loss of taxes penalties regulated as a result of the tax audits performed by the Income Auditors of the Ministry of Finance within the scope of the VAT return for the year 2006 against *Eczacıbaşı Baxter Hastane Ürünleri San. ve Tic. A.Ş* which is among the affiliated companies and shareholders of our corporation

The request of our corporation related to the "Revision of the Decision" has been rejected by the Council of State.

DATE: 25.12.2014 17:32:32- General

**Summary Info:** About the Investors Relations Unit

Below you can find our disclosure about the Investors Relations Department within the scope of the 11<sup>th</sup> article of II-17.1 numbered Corporate Management Notice of the Capital Market Board took force by being published in 3 January 2014 Official Gazette.

Head of Investor Relations	Gülnur Günbey Kartal
Position in the Company	Internal Audit Manager / Corporate Governance Committee Member
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