

**BİM BİRLEŞİK MAĞAZALAR ANONİM ŞİRKETİ'NİN 15.05.2012
TARİHİNDE YAPILAN
2011 FAALİYET YILI OLAĞAN GENEL KURUL
TOPLANTI TUTANAĞI**

BİM Birleşik Mağazalar Anonim Şirketi'nin 2011 yılı Olağan Genel Kurul Toplantısı 15 Mayıs 2012 Salı günü saat 10.30'da Abdurrahmangazi Mahallesi Ebubekir Caddesi No.73 Sancaktepe Samandıra İstanbul adresindeki şirket merkezinde İstanbul Bilim, Sanayi ve Teknoloji İl Müdürlüğü'nün 14.05.2012 tarih ve 26710 numaralı yazılılarıyla görevlendirilen Bakanlık Komiseri Hüseyin ÇAKMAK gözetiminde yapılmıştır.

Toplantıya ait davet, kanun ve ana sözleşmede öngörüldüğü gibi ve gündemi de ihtiva edecek şekilde, Türkiye Ticaret Sicil Gazetesinin 24.04.2012 tarih ve 8054 sayılı nüshasında ilan edilerek toplantı gün ve gündeminin bildirilmesi suretiyle süresi içinde yapılmıştır.

Hazırca cetvelinin tetkiki ile, şirketin toplam 151.800.000.-TL'lik sermayesine tekabül eden 151.800.000 adet hisseden 41.214.154TL sermayeye karşılık 41.214.154 adedinin asaleten, 17.886.154 TL sermayeye karşılık 17.886.154 adedinin ise vekaleten olmak üzere toplam 59.100.308 adet hissenin temsil edildiğinin ve böylece gerek kanun gerekse Ana Sözleşmede öngörülen toplantı nisabının mevcut olduğu anlaşılmıştır. Bunun üzerine toplantı İdare Meclisi Başkanı Mustafa Latif TOPBAŞ tarafından açılarak gündemin görüşülmesine geçilmiştir.

1. Divan Başkanlığına Prof. Dr.Ekrem PAKDEMİRLİ, rey toplama azalığına Galip AYKAÇ, katipliğine Haluk DORTLUOĞLU'nun seçilmesine, Olağan Genel Kurul Toplantı zaptının imzalanması için Divan Heyetine yetki verilmesine 58.682.798 oyla, oyçokluğuyla **karar verildi.**

Bu karara; National Pension Service yatırımcısı çekimser oy (417.510 oy) kullanmıştır.

2. 2011 yılı faaliyeti hakkında İdare Meclisi ve Denetim Kurulu Raporları ile Bağımsız dış denetim şirketi Güney Bağımsız Denetim ve Serbest Muhasebeci Mali müşavirlik A.Ş'nin hazırladığı rapor özeti okunup müzakere edilmiştir.

Bu maddede, National Pension Service yatırımcısı çekimser görüş (417.510 oy) bildirmiştir.

3. 2011 yılı çalışma ve hesapları hakkında Sermaye Piyasası Kurulu'nun Seri: XI No.29 sayılı tebliğine göre düzenlenen bilanço, kâr ve zarar hesapları ile yasal kayıtlara göre düzenlenen bilanço, kâr ve zarar hesapları okunmuş ve müzakere edilmiştir. Yapılan oylama sonucunda, bilanço ve kâr zarar hesapları 58.682.798 oyla, oy çokluğuyla tasdik edilmiştir.

Bu karara; National Pension Service yatırımcısı çekimser oy (417.510 oy) kullanmıştır.

4. Şirketimizin, 2011 faaliyet yılını Sermaye Piyasası Kurulu (SPK)'nca yayımlanan finansal raporlama standartlarına göre düzenlenen konsolide mali tablolar uyarınca vergi sonrası 298.910.000TL (İkiyüzdoksansekizmilyondokuzyüzonbinTL), kârla

sonuçlandırdığı görülmüştür. Kardan ortaklara ödenmiş sermayenin %130'una isabet eden brüt **197.340.000 TL** (Yüzdoksanyedimilyonüçyüzkırkbin TL)'nin nakden dağıtılması, **2.786.697 TL** (ikimilyonyediyüzseksenaltıbinaltıyüzdoksanyedi TL)'nin 1. Tertip Yasal Yedek Akçe ve **18.975.000 TL** (OnsekizmilyondokuzyüzyetmişbeşbinTL)'nin 2. Tertip Yasal Yedek Akçe olarak ayrılması, nakden dağıtılacak karın hesabında "1.-TL Nominal değer=1 adet=1 Lot" eşitliği esasının kullanılması, bu suretle bedelinin tamamı ödenmiş hamiline yazılı 1.-TL'lik hisseye, temettü gelirleri stopaja tabi olmayan pay sahiplerimiz için brüt=net 1,30.- TL, diğer hissedarlarımız için 1.-TL'lik hisseye (brüt 1,30.-TL) net 1,105.-TL kar payı ödenmesine , kar dağıtım tablosunun ekteki şekliyle kabul edilmesine ve nakit kâr payı dağıtımının 25 Mayıs 2012 Cuma gününden itibaren yapılması hususlarına 58.682.798 oyla, oy çokluğuyla **karar verildi**.

Bu karara; National Pension Service yatırımcısı çekimser oy (417.510 oy) kullanmıştır.

5. Şirketin İdare Meclisi Azaları ve murakıplarının 2011 faaliyetleri dolayısıyla ibralarına 58.682.798 oyla, oy çokluğuyla **karar verildi**.

Bu karara; National Pension Service yatırımcısı çekimser oy (417.510 oy) kullanmıştır.

6. Şirketin İdare Meclisi Azaları için aleni seçim yapıldı. Mustafa Latif TOPBAŞ, Ömer Hulusi TOPBAŞ, Mahmud Pyarali MERALI ve Jozef Wilhelmus Johannes SIMONS'un önümüzdeki Olağan Genel Kurul Toplantısına kadar vazife görmek üzere ve yine önümüzdeki Olağan Genel Kurul Toplantısına kadar bağımsız aza sıfatıyla vazife görmek üzere Mustafa BÜYÜKABACI ve Talat İÇÖZ'ün İdare Meclisi Azalığına seçilmelerine ve azalara aylık net 3.000 TL huzur hakkı ödenmesine 42.691.684 oyla, oy çokluğuyla ile **karar verildi**.

Bu karara; National Elevator Industry Pension Plan, National Pension Service yatırımcıları çekimser (443.833 oy),

Insurance Commission of Western Australia	Commonwealth Superannuation Corporation
Aberdeen Emerging Markets Fund	Ass De Bien Et De Ret Des Pol Et Pol De La Vil D M
Aberdeen Global Emerging Markets Equity Fund	Consulting Group Capital Markets Funds Emerging
Ing Bewaar Maatschappij I B V	The Central Europe And Russia Fund Inc
Wilmington Multi Manager International Fund	British Columbia Investment Management Cor
First Trust/Aberdeen Emerging Oppo	Mu Aberdeen Fund-Global Emerging Marketsecurity Portfolio
Wm Pool - Equities Trust No.22	Cmla Emerging Markets Fund
Lombard Odier Funds	Mu Aberdeen Fund - Gem2 Portfolio
Pictet Emerging Markets Index	The Nomura Tr.A.B.Co Ltd.A.The Tru.Of Lmglo.Em.Mar.Equ.Mot.F
Pictet Eastern Europe	National Council For Social Security Fund
Pictet Ch Institutional - Emerging Markets Tracker	First Trust Emergingmarkets Alphadex Fund
Pictet Emerging Markets Sustainable Equities	Officers Superannua Fund
Catcatholic Health Initiatives	Best Investment Corporation
First Initiatives Insurance Ltd	Nomura Internationalequity Umbrellafund Eme Eq S
Sbc Ameritech Union Welfare Benefit Trust	Stichting Philips Pensioenfonds

San Diego Gas Elec Com Nuc Facı Qual Cp Dec Trus	Ssb Rf90 Thrivent Partner Worldwide Alloc. Fund
Imperial Emerging Economies Po	Thrivent Partner Emerging Markets Portfolio
The Regents Of The University Of Michigan	Thrivent Partner Worldwide Allocation Portfolio
Cibc Emerg Markets Index Fund	Halliburton Co Employee Ben Ma
Evangelical Lutheran Church In America Board Of P	Caisse De Depot Et Placement Du Quebec
Gsk Common Investment Fund	State Of Connecticut Retirement Plans And Tr. Fun
Bony Essex Cc Capital	Dp-Rp Portfolio Ltd
Ohio School Employees Retirement System	Aberdeen Emerging Markets Institutional Fund
Merchant Navy Officers Pension Fund	Common Trust Turkey Fund
Florida Retirement System	Ssga Emerging Markets Fund
Bellsouth Corporation Rfa Veba Trust	Ssb Rbkj Emerging Mkts Equity Trust 4
Ontario Pension Board	John Hancock Variable Insurance Trust Intern.Equ.Ind. Trus.A
Alaska Permanent Fund Corporation	John Hancock Variable Insurance Trust Intern.Equi.Ind.Trus.B
Employees Retirement System Of Texas	Teachers Retirement System Of The State Of Illinois
Stichting Cz Fund Depository	British Airways Pension Trustees Limited
Los Angeles City Emplrs Rtrmt	Astrazeneca Pension Fund
Cadbury Schweppes Pension Trust Limited	Washington State Investment Board
Ford Motor Company Of Canada Limited Pension Trust	Northern Tr Fiduciary Ser Guernsey Ltd
New Zealand Superannuation Fund	Devon County Council Pension Fund
Future Fund Board Of Guardians	Bp Pension Fund
Surrey County Council Pension Fund	Aberdeen Canada Emerging Markets Fund
Marathon-London Newglo.Fu.A S.Fu.O.Marathon-London Pooled	Monetary Authority Of Singapore
Cable And Wireless Worldwide Retirement Plan	Maryland State Retirement And Pension System
Ontario Public Services Employee Union Pens Pl Tr F	Uff Emergence
The Marathon-London Global Investment Trust I	Ibm 401k Plus Plan
Lothian Pension Fund	Norwich Union Manager Of Manager Icvc Norwich Em Equity
Accident Compensation Corporation	International Equities Sector Trust
Abu Dhabi Retirement Pensions And Benefits	Sbc Master Pension Trust
Harmsworth Pension Scheme	

yatırımcıları ise aleyhte oy (15.964.791 oy) kullanmışlardır.

7. Ana sözleşmemiz gereği murakıplar için seçim yapıldı. Aleni oylama neticesinde Arif Ateş VURAN ve Selahattin TUNCER' in bir sonraki Genel Kurul Toplantısına kadar vazife görmelerine ve her birine 2.000 TL aylık net ücret ödenmesine 42.691.684 oyla, oy çokluğuyla **karar verildi.**

Bu karara; National Elevator Industry Pension Plan ve National Pension Service yatırımcıları 443.833 çekimser oy,

Insurance Commission of Western Australia	Commonwealth Superannuation Corporation
Aberdeen Emerging Markets Fund	Ass De Bien Et De Ret Des Pol Et Pol De La Vil D M
Aberdeen Global Emerging Markets Equity Fund	Consulting Group Capital Markets Funds Emerging
Ing Bewaar Maatschappij I B V	The Central Europe And Russia Fund Inc
Wilmington Multi Manager International Fund	British Columbia Investment Management Cor
First Trust/Aberdeen Emerging Oppo	Mu Aberdeen Fund-Global Emerging Market Equity Portfolio

Wm Pool - Equities Trust No.22	Cmla Emerging Markets Fund
Lombard Odier Funds	Mu Aberdeen Fund - Gem2 Portfolio
Pictet Emerging Markets Index	The Nomura Tr.A.B.Co Ltd.A.The Tru.Of Lmglo.Em.Mar.Equ.Mot.F
Pictet Eastern Europe	National Council For Social Security Fund
Pictet Ch Institutional - Emerging Markets Tracker	First Trust Emergingmarkets Alphadex Fund
Pictet Emerging Markets Sustainable Equities	Officers Superannua Fund
Catcatholic Health Initiatives	Best Investment Corporation
First Initiatives Insurance Ltd	Nomura Internationalequity Umbrellafund Eme Eq Se 1
Sbc Ameritech Union Welfare Benefit Trust	Stichting Philips Pensioenfond
San Diego Gas Elec Com Nuc Faci Qual Cp Dec Trus	Ssb Rf90 Thrivent Partner Worldwide Alloc. Fund
Imperial Emerging Economies Po	Thrivent Partner Emerging Markets Portfolio
The Regents Of The University Of Michigan	Thrivent Partner Worldwide Allocation Portfolio
Cibc Emerg Markets Index Fund	Halliburton Co Employee Ben Ma
Evangelical Lutheran Church In America Board Of P	Caisse De Depot Et Placement Du Quebec
Gsk Common Investment Fund	State Of Conneticut Retirement Plans And Tr. Fund
Bony Essex Cc Capital	Dp-Rp Portfolio Ltd
Ohio School Employees Retirement System	Aberdeen Emerging Markets Institutional fund
Merchant Navy Officers Pension Fund	Common Trust Turkey Fund
Florida Retirement System	Ssga Emerging Markets Fund
Bellsouth Corporation Rfa Veba Trust	Ssb Rbkj Emerging Mkts Equity Trust 4
Ontario Penson Board	John Hancock Variable Insurance Trust Intern.Equ.Ind. Trus.A
Alaska Permanent Fund Corporation	John Hancock Variable Insurance Trust Intern.Equi.Ind.Trus.B
Employees Retirementsystem Of Texas	Teachers Retirement System Of The Stateof Illinois
Stichting Cz Fund Depository	British Airways Pension Trustees Limited
Los Angeles City Emplys Rtrmt	Astrazeneca Pensionfund
Cadbury Schweppes Pension Trust Limited	Washington State Investment Board
Ford Motor Company Of Canada Limited Pension Trust	Northern Tr Fiduciary Ser Guernsey Ltd
New Zealand Superannuation Fund	Devon County Councilpension Fund
Future Fund Board Of Guardians	Bp Pension Fund
Surrey County Council Pension Fund	Aberdeen Canada Emerging Markets Fund
Marathon-London Newglo.Fu.A S.Fu.O.Marathon-London Pooled	Monetary Authority Of Singapore
Cable And Wireless Worldwide Retirementplan	Maryland State Retirement And Pension System
Ontario Public Services Employe Union Pens Pl Tr F	Emerging Markets Equity Trust 1
The Marathon-Londonglobal Investment Trust I	Uff Emergence
Lothian Pension Fund	Ibm 401k Plus Plan
Accident Compensation Corporation	Norwich Union Manager Of Manager Icvc Norwich Em Equity Fund
Abu Dhabi Retirement Pensions And Benefits	International Equities Sector Trust
Harmsworth Pension Scheme	Sbc Master Pension Trust

yatırımcıları ise aleyhte oy (15.964.791 oy) kullanmışlardır.

8. Sermaye Piyasası Kurulu'nun 13.04.2012 tarih ve B.02.6.SPK.0.13.00-110.03.02/1092 sayılı ve Gümrük ve Ticaret Bakanlığı'nın B.21.0.İTG.0.03.00.01/431.02-57822-366358-2881-3012 sayılı yazıları ile ön izinleri alınmış olan ekli tadil metnine uygun olarak Şirket ana sözleşmesinin **4, 13, 15, 16, 17, 22, 26, 27, 30, 31, 32, 33** ve **42nci** maddelerinde değişiklik yapılmasına ve

değişikliğin Ticaret Siciline tescil ettirilmesi ile diğer tüm yasal işlemlerin tamamlanmasına mevcudun oyçokluğu ile (58.682.798 oy) **karar verildi**.

Bu karara; National Pension Service yatırımcıları çekimser oy (417.510 oy) kullanmışlardır.

9. Sermaye Piyasası Kurulu Seri IV No:56 Kurumsal Yönetim İlkelerinin Belirlenmesi ve Uygulanmasına İlişkin Tebliğ'i 4.6.2. maddesi kapsamında hazırlanan ve şirket İdare Meclisi'nce onaylanıp kamuya duyurulan İdare Meclisi üyelerinin ve üst düzey yöneticilerin ücretlendirme esasları hakkında Genel Kurula bilgi verildi.

Bu karara; National Pension Service yatırımcıları (417.510 oy) çekimser görüş, Ohio School Employees Retirement System Ve National Elevator Industry Pension Plan yatırımcıları ise aleyhte görüş (68.532 oy) bildirmişlerdir.

10. SPK Seri IV No:56 tebliği 1.3.7. maddesi gereğince, yönetim hakimiyetini elinde bulunduran pay sahiplerine, İdare Meclisi Üyelerine, üst düzey yöneticilerine ve bunların eş ve ikinci dereceye kadar kan ve sıhrı yakınlarına; Şirket veya bağlı ortaklıkları ile çıkar çatışmasına neden olabilecek nitelikte işlem yapabilmeleri, rekabet edebilmeleri ve İdare Meclisi Üyeleri'ne T.T.K.'nun 334 ve 335. maddelerinde yazılı işlemleri yapabilmeleri hususlarında gerekli izinlerin verilmesine 56.812.775 oyla, oy çokluğuyla karar verildi.

Bu karara; National Elevator Industry Pension Plan ve National Pension Service yatırımcıları çekimser (443.833 oy),

Insurance Commission of Western Australia	Ontario Public Services Employee Union Pens Pl Tr F
Ing Bewaar Maatschappij I B V	The Marathon-London Global Investment Trust I
Wilmington Multi Manager International Fund	Accident Compensation Corporation
Wm Pool - Equities Trust No.22	Abu Dhabi Retirement Pensions And Benefits
Lombard Odier Funds	Harmsworth Pension Scheme
Pictet Emerging Markets Index	Commonwealth Superannuation Corporation
Pictet Eastern Europe	Consulting Group Capital Markets Funds Emerging
Pictet Ch Institutional - Emerging Markets Tracker	The Central Europe And Russia Fund Inc
Pictet Emerging Markets Sustainable Equities	British Columbia Investment Management Cor
Catcatholic Health Initiatives	The Nomura Tr.A.B.Co Ltd.A.The Tru.Of Lmglo.Em.Mar.Equ.Mot.F
Commonwealth Of Pennsylvania Public School Employees Ret	National Council For Social Security Fund
First Initiatives Insurance Ltd	First Trust Emergingmarkets Alphadex Fund
Sbc Ameritech Union Welfare Benefit Trust	Officers Superannua Fund
San Diego Gas Elec Com Nuc Faci Qual Cp Dec Trus	Best Investment Corporation
Imperial Emerging Economies Po	College Retirement Equities Fund
The Regents Of The University Of Michigan	Caisse De Depot Et Placement Du Quebec
Cibc Emerg Markets Index Fund	State Of Connecticut Retirement Plans And Tr. Fund
Evangelical Lutheran Church In America Board Of P	Dp-Rp Portfolio Ltd
Gsk Common Investment Fund	Common Trust Turkey Fund
Bony Essex Cc Capital	Ssga Emerging Markets Fund
Ohio School Employees Retirement System	Ssb Rbkj Emerging Mkts Equity Trust 4
Merchant Navy Officers Pension Fund	John Hancock Variable Insurance Trust Intern.Equ.Ind. Trus.A
Bellsouth Corporation Rfa Veba Trust	John Hancock Variable Insurance Trust Intern.Equi.Ind.Trus.B

Alaska Permanent Fund Corporation	British Airways Pension Trustees Limited
Employees Retirementsystem Of Texas	Astrazeneca Pensionfund
Stichting Cz Fund Depository	Bp Pension Fund
Los Angeles City Emplys Rtrmt	Monetary Authority Of Singapore
Cadbury Schweppes Pension Trust Limited	Tiaa-Cref Funds-Tiaa-Cref Emerging Markets Equity Index Fund
Ford Motor Company Of Canada Limited Pension Trust	Maryland State Retirement And Pension System
New Zealand Superannuation Fund	Maryland State Retirement And Pension System
Future Fund Board Of Guardians	Emerging Markets Equity Trust 1
Surrey County Council Pension Fund	Ibm 401k Plus Plan
Marathon-London Newglo.Fu.A S.Fu.O.Marathon-London Pooled	Sbc Master Pension Trust
Cable And Wireless Worldwide Retirementplan	

yatırımcıları ise aleyhte oy (1.843.700 oy) kullanmışlardır.

11. SPK Seri IV No:41 Tebliği 5. maddesi ve SPK Seri IV No:56 tebliği 1.3.7. maddesi gereğince, Bağlı Taraflar Arası İşlemler Komitesi tarafından hazırlanan ve İdare Meclisince onaylanan ilişkili taraflarla 2011 yılında gerçekleştirilen işlemler hakkında rapor Genel Kurulun bilgisine sunuldu.

Raporun sonucu olarak, BİM Birleşik Mağazalar A.Ş.'nin 24 No'lu Uluslararası Muhasebe Standardı kapsamında belirlenen ilişkili taraflarla 2011 yılında gerçekleştirdiği işlemlerin şartlarının emsallerine uygunluklarına nazaran bariz farklılıklar göstermediği hakkında Genel Kurula bilgi verildi.

Bu karara;

Insurance Commissionof Western Australia	Harmsworth Pension Scheme
Aberdeen Emerging Markets Fund	Commonwealth Superannuation Corporation
Aberdeen Global Emerging Markets Equity Fund	Ass De Bien Et De Ret Des Pol Et Pol De La Vil D M
Ing Bewaar Maatschappij I B V	Consulting Group Capital Markets Funds Emerging
Wilmington Multi Manager International Fund	The Central Europe And Russia Fund Inc
First Trust/Aberdeen Emerging Oppo	Mu Aberdeen Fund-Global Emerging Marketsecurity Portfolio
Wm Pool - Equities Trust No.22	Cmla Emerging Markets Fund
Lombard Odier Funds	Mu Aberdeen Fund - Gem2 Portfolio
Pictet Emerging Markets Index	The Nomura Tr.A.B.Co Ltd.A.The Tru.Of Lmglo.Em.Mar.Equ.Mot.F
Pictet Eastern Europe	National Council For Social Security Fund
Pictet Ch Institutional - Emerging Markets Tracker	National Pension Service
Pictet Emerging Markets Sustainable Equities	First Trust Emergingmarkets Alphadex Fund
Catcatholic Health Initiatives	Officers Superannua Fund
First Initiatives Insurance Ltd	Arisaig Africa Fundlimited
Sbc Ameritech Union Welfare Benefit Trust	Arisaig Africa Fundlimited
San Diego Gas Elec Com Nuc Faci Qual Cp Dec Trus	Best Investment Corporation
Imperial Emerging Economies Po	Stichting Philips Pensioenfonds
The Regents Of The University Of Michigan	Ssb Rf90 Thrivent Partner Worldwide Alloc. Fund
Cibc Emerg Markets Index Fund	Thrivent Partner Emerging Markets Portfolio
Evangelical Lutheran Church In America Board Of P	Thrivent Partner Worldwide Allocation Portfolio
Gsk Common Investment Fund	Halliburton Co Employee Ben Ma

Bony Essex Cc Capital	Caisse De Depot Et Placement Du Quebec
Ohio School Employees Retirement System	State Of Conneticut Retirement Plans And Tr Fund
National Elevator Industry Pension Plan	Dp-Rp Portfolio Ltd
Merchant Navy Officers Pension Fund	Aberdeen Emerging Markets Institutional fund
Florida Retirement System	Common Trust Turkey Fund
Bellsouth Corporation Rfa Veba Trust	Ssga Emerging Markets Fund
Ontario Penson Board	Ssb Rbkj Emerging Mkts Equity Trust 4
Alaska Permanent Fund Corporation	John Hancock Variable Insurance Trust Intern.Equ.Ind. Trus.A
Employees Retirementsystem Of Texas	John Hancock Variable Insurance Trust Intern.Equi.Ind.Trus.B
Stichting Cz Fund Depositary	Teachers Retirement System Of The Stateof Illinois
Los Angeles City Emplys Rtrmt	Astrazeneca Pensionfund
Cadbury Schweppes Pension Trust Limited	Washington State Investment Board
Ford Motor Company Of Canada Limited Pension Trust	Northern Tr Fiduciary Ser Guernsey Ltd
New Zealand Superannuation Fund	Devon County Councilpension Fund
Future Fund Board Of Guardians	Bp Pension Fund
Bt Pension Scheme	Aberdeen Canada Emerging Markets Fund
Surrey County Council Pension Fund	Monetary Authority Of Singapore
Marathon-London Newglo.Fu.A S.Fu.O.Marathon-London Pooled	Maryland State Retirement And Pension System
Cable And Wireless Worldwide Retirementplan	Emerging Markets Equity Trust 1
Ontario Public Services Employe Union Pens PI Tr F	Ibm 401k Plus Plan
The Marathon-Londonglobal Investment Trust I	Norwich Union Manager Of Manager Icvc Norwich Em Equity Fund
Lothian Pension Fund	International Equities Sector Trust
Accident Compensation Corporation	Sbc Master Pension Trust
Abu Dhabi Retirement Pensions And Benefits	

yatırımcıları çekimser görüş (17.082.432 oy), British Columbia Investment Management Cor yatırımcısı ise aleyhte görüş (332.000 oy) bildirmişlerdir.

12. Şirketin 2011 yılında yapmış olduğu bağış ve yardımlar Genel Kurulun bilgisine sunuldu.

Bu karara;

Insurance Commissionof Western Australia	Harmsworth Pension Scheme
Aberdeen Emerging Markets Fund	Commonwealth Superannuation Corporation
Aberdeen Global Emerging Markets Equity Fund	Ass De Bien Et De Ret Des Pol Et Pol De La Vil D
Ing Bewaar Maatschappij I B V	Consulting Group Capital Markets Funds Emerging Ma
Wilmington Multi Manager International Fund	The Central Europe And Russia Fund Inc
First Trust/Aberdeen Emerging Oppo	Mu Aberdeen Fund-Global Emerging Marketsequity Portfolio
Wm Pool - Equities Trust No.22	Cmla Emerging Markets Fund
Lombard Odier Funds	Mu Aberdeen Fund - Gem2 Portfolio
Pictet Emerging Markets Index	The Nomura Tr.A.B.Co Ltd.A.The Tru.Of Lmglo.Em.Mar.Equ.Mot.F
Pictet Eastern Europe	National Council For Social Security Fund
Pictet Ch Institutional - Emerging Markets Tracker	National Pension Service
Pictet Emerging Markets Sustainable Equities	First Trust Emergingmarkets Alphadex Fund
Catcatholic Health Initiatives	Officers Superannua Fund

First Initiatives Insurance Ltd	Arisaig Africa Fundlimited
Sbc Ameritech Union Welfare Benefit Trust	Arisaig Africa Fundlimited
San Diego Gas Elec Com Nuc Faci Qual Cp Dec Trus	Best Investment Corporation
Imperial Emerging Economies Po	Stichting Philips Pensioenfond
The Regents Of The University Of Michigan	Ssb Rf90 Thrivent Partner Worldwide Allocation Fund
Cibc Emerg Markets Index Fund	Thrivent Partner Emerging Markets Portfolio
Evangelical Lutheran Church In America Board Of P	Thrivent Partner Worldwide Allocation Portfolio
Gsk Common Investment Fund	Halliburton Co Employee Ben Ma
Bony Essex Cc Capital	Caisse De Depot Et Placement Du Quebec
Ohio School Employees Retirement System	State Of Conneticut Retirement Plans And Trust Fun
National Elevator Industry Pension Plan	Dp-Rp Portfolio Ltd
Merchant Navy Officers Pension Fund	Aberdeen Emerging Markets Institutionalfund
Florida Retirement System	Common Trust Turkey Fund
Bellsouth Corporation Rfa Veba Trust	Ssga Emerging Markets Fund
Ontario Penson Board	Ssb Rbkj Emerging Mkts Equity Trust 4
Alaska Permanent Fund Corporation	John Hancock Variable Insurance Trust Intern.Equ.Ind. Trus.A
Employees Retirementsystem Of Texas	John Hancock Variable Insurance Trust Intern.Equi.Ind.Trus.B
Stichting Cz Fund Depository	Teachers Retirement System Of The Stateof Illinois
Los Angeles City Emplys Rtrmt	Astrazeneca Pensionfund
Cadbury Schweppes Pension Trust Limited	Washington State Investment Board
Ford Motor Company Of Canada Limited Pension Trust	Northern Tr Fiduciary Ser Guernsey Ltd
New Zealand Superannuation Fund	Devon County Councilpension Fund
Future Fund Board Of Guardians	Bp Pension Fund
Bt Pension Scheme	Aberdeen Canada Emerging Markets Fund
Surrey County Council Pension Fund	Monetary Authority Of Singapore
Marathon-London Newglo.Fu.A S.Fu.O.Marathon-London Pooled T	Maryland State Retirement And Pension System
Cable And Wireless Worldwide Retirementplan	Emerging Markets Equity Trust 1
Ontario Public Services Employe Union Pens Pl Tr F	Ibm 401k Plus Plan
The Marathon-Londonglobal Investment Trust I	Norwich Union Manager Of Manager Icvc Norwich Em Equity Mom 1 Fund
Lothian Pension Fund	International Equities Sector Trust
Accident Compensation Corporation	Sbc Master Pension Trust
Abu Dhabi Retirement Pensions And Benefits	

yatırımcıları çekimser görüş (17.082.432 oy), British Columbia Investment Management Cor yatırımcısı ise aleyhte görüş (332.000 oy) bildirmişlerdir.

13. Sermaye Piyasası Kurulu'nun 09/09/2009 tarih ve 28/780 sayılı kararı gereğince, şirketin 3. kişiler lehine verdiği teminat, rehin ve ipotek bulunmadığı ortakların bilgisine sunulmuştur.

Bu karara;

Insurance Commissionof Western Australia	Harmsworth Pension Scheme
Aberdeen Emerging Markets Fund	Commonwealth Superannuation Corporation
Aberdeen Global Emerging Markets Equity Fund	Ass De Bien Et De Ret Des Pol Et Pol De La Vil D

Ing Bewaar Maatschappij I B V	Consulting Group Capital Markets Funds Emerging Ma
Wilmington Multi Manager International Fund	The Central Europe And Russia Fund Inc
First Trust/Aberdeen Emerging Oppo	Mu Aberdeen Fund-Global Emerging Marketsequity Portfolio
Wm Pool - Equities Trust No.22	Cmla Emerging Markets Fund
Lombard Odier Funds	Mu Aberdeen Fund - Gem2 Portfolio
Pictet Emerging Markets Index	The Nomura Tr.A.B.Co Ltd.A.The Tru.Of Lmglo.Em.Mar.Equ.Mot.F
Pictet Eastern Europe	National Council For Social Security Fund
Pictet Ch Institutional - Emerging Markets Tracker	National Pension Service
Pictet Emerging Markets Sustainable Equities	First Trust Emergingmarkets Alphadex Fund
Catcatholic Health Initiatives	Officers Superannua Fund
First Initiatives Insurance Ltd	Arisaig Africa Fundlimited
Sbc Ameritech Union Welfare Benefit Trust	Arisaig Africa Fundlimited
San Diego Gas Elec Com Nuc Faci Qual Cp Dec Trus	Best Investment Corporation
Imperial Emerging Economies Po	Stichting Philips Pensioenfond
The Regents Of The University Of Michigan	Ssb Rf90 Thrivent Partner Worldwide Allocation Fund
Cibc Emerg Markets Index Fund	Thrivent Partner Emerging Markets Portfolio
Evangelical Lutheran Church In America Board Of P	Thrivent Partner Worldwide Allocation Portfolio
Gsk Common Investment Fund	Haliburton Co Employee Ben Ma
Bony Essex Cc Capital	Caisse De Depot Et Placement Du Quebec
Ohio School Employees Retirement System	State Of Conneticut Retirement Plans And Trust Fun
National Elevator Industry Pension Plan	Dp-Rp Portfolio Ltd
Merchant Navy Officers Pension Fund	Aberdeen Emerging Markets Institutionalfund
Florida Retirement System	Common Trust Turkey Fund
Bellsouth Corporation Rfa Veba Trust	Ssga Emerging Markets Fund
Ontario Penson Board	Ssb Rbkj Emerging Mkts Equity Trust 4
Alaska Permanent Fund Corporation	John Hancock Variable Insurance Trust Intern.Equ.Ind. Trus.A
Employees Retirementsystem Of Texas	John Hancock Variable Insurance Trust Intern.Equi.Ind.Trus.B
Stichting Cz Fund Depository	Teachers Retirement System Of The Stateof Illinois
Los Angeles City Emplys Rtrmt	Astrazeneca Pensionfund
Cadbury Schweppes Pension Trust Limited	Washington State Investment Board
Ford Motor Company Of Canada Limited Pension Trust	Northern Tr Fiduciary Ser Guernsey Ltd
New Zealand Superannuation Fund	Devon County Councilpension Fund
Future Fund Board Of Guardians	Bp Pension Fund
Bt Pension Scheme	Aberdeen Canada Emerging Markets Fund
Surrey County Council Pension Fund	Monetary Authority Of Singapore
Marathon-London Newglo.Fu.A S.Fu.O.Marathon-London Pooled T	Maryland State Retirement And Pension System
Cable And Wireless Worldwide Retirementplan	Emerging Markets Equity Trust 1
Ontario Public Services Employe Union Pens Pl Tr F	Ibm 401k Plus Plan
The Marathon-Londonglobal Investment Trust I	Norwich Union Manager Of Manager Icvc Norwich Em Equity Mom 1 Fund
Lothian Pension Fund	International Equities Sector Trust
Accident Compensation Corporation	Sbc Master Pension Trust
Abu Dhabi Retirement Pensions And Benefits	

yatırımcıları çekimser görüş (17.082.432 oy), British Columbia Investment Management Cor yatırımcısı ise aleyhte görüş (332.000 oy) bildirmişlerdir.

14. İdare Meclisi'nin 2012 yılı için bağımsız denetleme kuruluđu olarak, Sermaye Piyasası Kurulu'nun yayınlamış olduđu listede yer alan "Güney Bağımsız Denetim ve Serbest Muhasebeci Mali Müşavirlik A.Ş'nin seçilmesi hususundaki teklifi Genel Kurul'un onayına arz edilmiş ve bu husus 58.192.780 oyla, oy çokluğuyla onaylanmıştır.

Bu Karara; Commonwealth Of Pennsylvania Public School Employees Retirement System, Naional Elevator Industry Pension Plan, National Pension Service, College Retirement Equities Fund Ve Tiaa-Cref Funds-Tiaa-Cref Emerging Markets Equity Index Fund Yatırımcıları Çekimser (533.319 Oy) ,

Ohio School Employees Retirement System, British Columbia Investment Management Cor yatırımcısı ise aleyhte oy (374.209 oy) kullanmışlardır.

Başka söz alan olmadığından ve gündemde görüşülecek başka bir husus kalmadığından toplantıya son verilmiş ve bu tutanak Sanayi ve Ticaret Bakanlığı komiserinin katılımıyla divan başkanlığınca düzenlenerek imzalanmıştır.

EK1: Ana sözleşme tadil metni

EK2: Kar dağıtım tablosu

Ekrem PAKDEMİRLİ
DİVAN BAŞKANI

Galip AYKAÇ
REY MEMURU

Haluk DORTLUOĞLU
KATİP

Hüseyin ÇAKMAK
BİLİM, SANAYİ VE TEKNOLOJİ İL MÜDÜRLÜĞÜ
KOMİSERİ