

**MEETING RECORDS OF İHLAS EV ALETLERİ İMALAT SANAYİ VE TİCARET A.Ş.'S  
REGULAR GENERAL ASSEMBLY OF 2009 HELD ON 21.04.2010**

The Regular General Assembly of 2009 of İhlas Ev Aletleri İmalat Sanayi ve Ticaret Anonim Şirketi was held on 21st April 2010 at 10:30 at the address of 29 Ekim Caddesi No: 23 Orta Blok Kat: 5 Yenibosna-Bahçelievler / İSTANBUL in trust of Mt. Kadir Aslan, the ministry commissioner, who has been charged by the written texts of Ministry of Industry and Trade İstanbul Provincial Directorate of Industry and Trade number 23192 dated 20th April 2010.

As the necessary quorum couldn't have been provided on 30th March 2010, it was seen that The Regular General Assembly of 2009 of our company has been announced:

In the edition of Turkish Trade Registration Gazette number 7331 dated 31st March 2010, daily newspaper, Türkiye, number 10573 dated 1st April 2010 and Dünya newspaper number 10573-9095 dated 1st April 2010 due to the Turkish Code of Commerce article 368.

As there was no objection of the shareholders and their attorneys in this meeting which was requested with reference to the 368th article of Turkish Code of Commerce, the meeting was opened by Mr. Abdullah Turalı, the president of board, and the agenda was started to be discussed after it has been understood that a total of 47.355.795 lots of the total lots of 19.137.000.138 corresponding the total capital of 191.370.001.38 TL of the company were represented personally (3.371.848.308 lots corresponding the capital of 33.718.483.08 TL) and by proxy (47.355.795 lots corresponding the capital of 473.557,95 TL) and thus the necessary quorum projected in both the law and the main contract existed.

**AGENDA ARTICLE – 1:** It has been decided unanimously that Mahmut Kemal Aydın to be selected as the president of council; Sedat Kurucan as vote collector and Mehmet K smez as clerk.

**AGENDA ARTICLE –2:** It has been decided unanimously with the votes of the participants that the council would be authorized to sign the meeting records of the General Assembly.

**AGENDA ARTICLE –3:** The activity report of the board for 2009, Independent Auditing Firm Report, the consolidated financial reports prepared according to the Capital Market Legislation Notice Series: XI No: 29, the financial statements and the income table were read by Mr. Mehmet K smez, the member of the board; were discussed and accepted with unanimously by the participants. The audit report of 2009 was read by Mr. Turgut Sayar, the auditor of the company who has personally participated the meeting and it was approved unanimously by the participants.

**AGENDA ARTICLE –4:** About the term results of 2009;

5% of the net profit of 4.543.263,31 TL according to the legal records, which is 227.163,17 TL was decided to be put aside as legal reserve, and the rest 4.136.100,14 TL as excess reserve,

227.163.17 TL of the net profit which is 2.080.698,00 TL according to the consolidated financial tables prepared in accordance with the Capital Market Legislation Notice Series: XI No: 29 was decided to be put aside as profit reserves and that the remaining 1.853.534,83 TL to be set off from the loss of the past years,

No profit sharing was decided unanimously to be done with the results of the 2009.

**AGENDA ARTICLE –5:** Brief about the report of widespread and sustainable transactions that has been prepared according to the 5th article of the anunciation Series: IV, no: 41 of the Capital Market Law; 2.776.300 of the participants remained as abstainers while 3.416.427.803 participants accepted, thus it has been accepted with the majority of the votes.

**AGENDA ARTICLE –6:** The members of the board, who did not vote for their own acquittance, were acquitted one by one, with majority of votes, 3.416.427.803 of which were affirmative against 2.776.300 non-affirmative. The auditor was also acquitted with the majority of votes, 2.776.300 negative, 3.416.427.803 affirmative, because of his works in 2009.

**AGENDA ARTICLE –7:** It has been informed tht no donations were made in 2009, and it was accepted with the majority of votes of the participants.

**AGENDA ARTICLE –8:** In the fiscal period of 2010 the proposal of the board about making an agreement of independent external audit with Pür Bağımsız Denetim Yeminli Mali Müşavirlik A.Ş was accepted with the majority of votes.

**AGENDA ARTICLE –9:** It was decided unanimously that Abdullah Turalı, Sedat Kurucan and Mehmet Küsmez, on behalf of İhlas Holding A.Ş., to be selected as members of the board and that Yasin Yılmaz and Ümit Günay to be selected as independent members of the board.

**AGENDA ARTICLE –10:** Mr. Turgut Sayar was decided to be selected unanimously as the auditor for three years and until the General Assembly to be held at the end of these three years.

**AGENDA ARTICLE –11:** Corporate Management Compliance Report updated in accordance with the Capital Market Board Corporate Management Principles and that is in the activity report of 2009 was read and accepted unanimously.

**AGENDA ARTICLE –12:** It was decided unanimously a monthly salary of 1.000,00 TL to be paid to the members of the board and a gross annual salary of 2.000,00 TL to the auditor.

**AGENDA ARTICLE –13:** Members of the board were permitted unanimoously with the votes of the participants, in accordance with the 334th and 335th article of Turkish Code of Commerce.

**AGENDA ARTICLE –14:** The meeting was ended with the majority of participants' votes as there was nothing left to be discussed in the agenda.

Ministry of Industry and Trade Commisioner  
Kadir Aslan

President of Council  
Mahmut Kemal Aydın

Vote Collector  
Sedat Kurucan

Clerk  
Mehmet Küsmez

Note: Signatures exist on the original copies.