

2008

From the CHAIRMANSHIP OF BOARD OF DIRECTORS of PINAR ENTEGRE ET VE UN SANAYİİ A.Ş. The Ordinary General Assembly related to 2009 of PINAR ENTEGRE ET VE UN SANAYİİ A.Ş. will be held at the factory located at Ankara Asfaltı25 km. Kemalpaşa/İZMİR at 14:30 on Wednesday 12 May 2010 to discuss and resolve below mentioned agenda.

Our partners, who have registered their shares within the frame of the Central Registry Agency (CRA) according to its provisions to the "List of the General Assembly Blockage", will be able to take part to the General Assembly Meeting.

Our shareholders, who have not registered their shares to the blockage list at CRA will not be authorized to take part to the meeting, to use of speech and the right to vote.

Partners, who have not registered their shares, will not be authorized to take part to General Assembly Meetings and to take usage of their partnership rights as soon as they have not been registered.

Partners, who will not take part personally but will use their rights to vote by a representative have to arrange their power of attorneys according to the sample at our corporate headquarter address Şehit Fethi Bey Cad. No: 120 İZMİR or Company web site www.pinar.com.tr and send these notary public approved and signed power of attorneys to our address Şehit Fethi Bey Cad. No: 120 İZMİR under consideration of the regulations stated in the notification serial IV, Nr.8 of the Capital Markets Board.

The agendas of the General Assembly Meeting will be open voted by show of hands method.

Management and Board of Auditors reports, Independent External Board of Auditors Reports, balance sheet and income statement as well as the profit distribution proposal for the activity year 2008 will be published in our corporate headquarter address Şehit Fethi Caddesi No: 120 İZMİR and our corporate web site www.pinar.com.tr on 27 April 2009. Our partners are kindly invited to take part at the meetings at the date and time stated.

AGENDA

1. Election of the Presiding Board
2. Authorizing the Presiding Board to sign the minutes
3. Reading and deliberation of the Board of Directors' report; the statutory auditors' report, and the report of the independent audit firm
4. Approval of the Company's balance sheet and profit and loss statement for 2008 submitted to the Capital Markets Board of Turkey (CMB) and Istanbul Stock Exchange (ISE); individual acquittal of the members of the Board of Directors and statutory auditors of their fiduciary responsibilities
5. Approval of the independent audit firm chosen by the Board of Directors, and of its term of service
6. Deliberation and decision on the determination of the remuneration to be paid to the Board of Directors members
7. Pursuant to section 13 of the Company's articles of association, determination of the number of statutory auditors, election for the succession of statutory auditors whose terms of office have expired and determination of terms of office for such individuals
8. Deliberation and decision on the determination of the remuneration to be paid to statutory auditors
9. Presentation of information to the shareholders concerning the grants and donations made in the fiscal year
10. Deliberation and decision on the profit for the year
11. Presentation of information to the shareholders on the Company's disclosure policy
12. Deliberation and decision on authorizing the Board of Directors for distribution of interim dividends to the shareholders to be set-off from 2009 dividends, under Article 15 of the Capital Market Law and Article 9 of the CMB Communiqué Serial: IV No: 27, and on setting-off, pursuant to the same article, interim dividends to be distributed from the extraordinary reserves of the prior year's balance sheet, in case there has not been sufficient profit or a loss has been realized, or from such amount which shall be generated by the liquidation of the guarantee obtained for interim dividends, pursuant to Article 10 of the abovementioned Communiqué, and which shall be entered as income, in case the extraordinary legal reserve is not sufficient to cover such loss
13. Authorizing, pursuant to Articles 334 and 335 of the TCC, the Board of Directors
14. Wishes

POWER OF ATTORNEY

I herewith appointproxy to represent me according to below mentioned opinion, to vote, to submit proposals and if necessary to sign necessary documents at the Ordinary General Assembly of 2008, which will be held at the address Ankara Asfaltı25 km. Kemalpaşa/İZMİR of PINAR ENTEGRE ET VE UN SANAYİİ ANONİM ŞİRKETİ at 14:30 on Wednesday, 12 May 2009.

A. CONTENT OF THE AUTHORITY TO REPRESENT

The proxy is authorised to vote for all agendas according to his own opinion.

Proxy is authorised to vote for the agenda according to below mentioned instruction. (Special instructions are to be written)

Proxy is authorised to vote according to the proposals to the corporate Management.

B. INFORMATION TO THE SHARE OF THE

- a. Arrangement and series
- b. Number
- c. Amount – nominal value
- d. Right to refuse or not
- e. share issued to name – or bearer

NAME, SURNAME AND TITLE OF THE PARTNER :

SIGNATURE :

ADDRESS :

NOT : Choices (a) (b) or (c) stated in art "A" have to be choosen. Choices (b) and (d) are subject to explanations. Person or Company partners, who will be represented at the meeting by power of attorney have to arrange their power of attorneys according to above mentioned form and send these notary public approved and signed power of attorneys to us under consideration of the regulations stated in the notification serial IV, Nr.8 of the Capital Markets Board announced in the Official Gazette Nr. 21872 dated 09.03.1994.

NOTE :

A shuttle serivce will collect our shareholders at 13:30 in front of the Konak Sabancı Cultural Center and the Wedding Palace of the Municipality of Karşıyaka to transport them to our plant.