

**MINUTES OF THE ORDINARY GENERAL
ASSEMBLY MEETING OF ARÇELİK ANONİM
ŞİRKETİ HELD ON 17 MARCH 2010**

The ordinary general assembly meeting of Arçelik Anonim Şirketi for 2009 was held on Wednesday, 17 March 2010 at 14:00 hours at Divan City Büyükdere Caddesi No:84 Gayrettepe 34398 İstanbul with the supervision of the commissioner of the ministry Mr. ARIF GULDANE assigned with the letter of the Provincial Directorate of Turkish Republic Ministry of Industry and Commerce dated 16.03.2010 and under number 14165.

The invitation to the meeting has been made and the date of the meeting has been notified in due time in such manner to include also the order of the day as it has been set forth in the Law and Articles of Association; through publication in the issue on 23.02.2010 and under number of the Trade Registry Gazette and Cumhuriyet and Hurriyet newspapers dated 23.02.2010 and announcement in the company's web site www.arcelikas.com.tr. Additionally registered and reply paid letters of invitation have been sent on 01.03.2010 from Halicioglu Post Office, to the owners of registered shares which are not quoted in the stock exchange.

As it has been understood from the examination of the list of attendants that 53,925,657,033 in 67,572,820,500 shares corresponding to the 675,728,205.00.-TL total capital of the company have been represented in total, 48,066,580,600 of these shares corresponding to 480,665,806. TL capital have been represented personally; 5,859,076,433 of these shares corresponding to 58,590,764.33.-TL capital have been represented by proxy and by this means the minimum meeting quorum set forth in both law and articles of association has been met and BULENT BULGURLU has opened the meeting and afterwards the attendants have started to discuss the articles of the agenda.

1- After the election for the Chairmanship Council, Mr. BULENT BULGURLU has been elected as the Chairman of the Council; Mr. MUSTAFA TURKAY TATAR and Ms. FUSUN COSKUNER have been elected as vote-collectors; FATİH KEMAL EBİÇLİOĞLU has been elected as the Secretary of the Council with the votes of the majority of the shareholders against JOHN HANCOCK FUNDS II INTERNATIONAL EQUITY INDEX FUND's 2,200 abstaining votes, SSM HEALTH CARE PORTFOLIO MANAGEMENT COMPANY's 14,511,800 abstaining votes, STATE OF CONNECTICUT RETIREMENT PLANS AND TRUST FUNDS' 11,047,000 abstaining votes, MONETARY AUTHORITY OF SINGAPORE's 11,086,400 abstaining votes, TEACHERS RETIREMENT SYSTEM OF THE STATE OF ILLINOIS' 26,353,400 abstaining votes, TEACHERS RETIREMENT SYSTEM OF THE STATE OF ILLINOIS' 3,938,000 abstaining votes, SSGA EMERGING MARKETS FUND's 50,724,200 abstaining votes, MASTER TRUST BANK OF JAPAN LTD RE MTBC400035147 5,312,000 abstaining votes, EASTERN EUROPEAN EQUITY FUND's 20,000,000 abstaining votes, CONSULTING GROUP CAPITAL MARKETS FUNDS EMERGING MA's 4,459,900 abstaining votes, ING BEWAAR MAATSCHAPPIJ I BV's 571,500 abstaining votes, STATE OF WISCONSIN INVESTMENT BOARD's 169,579,700 abstaining votes, OHIO SCHOOL EMPLOYEES RETIREMENT SYSTEM's 66,550,100 abstaining votes, BELL ATLANTIC MASTER TRUST's 1,095,000 abstaining votes, GMO EMERGING MARKETS FUND's 351,195,000 abstaining votes, GMO TR GMO EMERGING COUNTRIES FUND's 7,760,000 abstaining votes and GMO FUNDS PLC's 29,124,000 abstaining votes.

2- According to article 2 of the agenda, the chairman has requested that the report concerning the 2009 activities prepared by the Board of Directors and the Auditor's Report and the summary of the Independent External Auditing Report to be read. The member of the Board of Directors Levent Çakıroğlu who was present at the meeting has read the Report of the Board of Directors, the auditor İnanc Kiraz who was present at the meeting has read the Auditor's Report and the Clerk who was present at the meeting has read the summary of the report of the Independent External Auditing Company Başaran Nas Bağımsız Denetim ve Serbest Muhasebeci Mali Müşavirlik A.Ş. (a member of PricewaterhouseCoopers). Financial tables prepared in accordance with the International Financial Reporting Standards (IFRS) according to the Communiqué under number Series XI no. 29 of the Capital Markets Board about the "Accounting Standards in the Capital Markets" and which have been passed from Independent Audit have been read and discussed. The financial tables prepared according to the Tax Procedure Code and the consolidated financial tables prepared in accordance with IAS/IFRS have been accepted with the majority of the votes against RBC O SHAUGHNESSY GLOBAL EQUITY FUND's 32,733,000 abstaining votes, O'SHAUGHNESSY GLOBAL MASTER LTD's 409,600 abstaining votes, OHIO SCHOOL EMPLOYEES RETIREMENT SYSTEM's 66,550,100 dissentive votes.

In addition Company's Corporate Governance Principles Compliance Report has been read in accordance with the Decision of the Capital Market Board on 10.12.2004 and under number 48/1588 and the shareholders have been informed.

Information about the explanations related to the transactions of the company with related parties, included in the footnote number 32 of the balance sheet, has been provided. Information was given about the explanations related to the collaterals, pledges and liens given by our company included in the footnote number 19 of the balance sheet.

3- The Chairman has presented the individual acquittal of the members of the Board of Directors and Auditors for the 2009 accounts and activities to the approval of the General Assembly. Each member of the Board of Directors have not used their voting rights arising from the shares they own in their own acquittal and they have been individually acquitted with the majority of the votes of the shareholders against RBC O SHAUGHNESSY GLOBAL EQUITY FUND's 32,733,000 abstaining votes, O'SHAUGHNESSY GLOBAL MASTER LTD's 409,600 abstaining votes, OHIO SCHOOL EMPLOYEES RETIREMENT SYSTEM's 66,550,100 dissentive votes. The auditors have also been acquitted individually with the majority of the votes of the shareholders against RBC O SHAUGHNESSY GLOBAL EQUITY FUND's 32,733,000 abstaining votes, O'SHAUGHNESSY GLOBAL MASTER LTD's 409,600 abstaining votes, OHIO SCHOOL EMPLOYEES RETIREMENT SYSTEM's 66,550,100 dissentive votes.

4- Our profit distribution policy requires that "the long term average dividends amount which will be presented by the Board of Directors to the approval of the General Assembly is determined so as to be not less than 50% of the annual distributable profit of our Company". The detailed information of our profit distribution policy has been provided in our Company's Annual Report, Corporate Governance Compliance Report and published at the internet address www.arcelikas.com.tr. The following shareholders have abstained from this article with their following respective votes: JOHN HANCOCK FUNDS II INTERNATIONAL EQUITY INDEX FUND with 2,200 votes, SSM HEALTH CARE PORTFOLIO MANAGEMENT COMPANY with 14,511,800 votes, STATE OF CONNECTICUT RETIREMENT PLANS AND TRUST FUNDS 11,047,000 votes, MONETARY AUTHORITY OF SINGAPORE

11,086,400 votes, TEACHERS RETIREMENT SYSTEM OF THE STATE OF ILLINOIS 26,353,400 votes, TEACHERS RETIREMENT SYSTEM OF THE STATE OF ILLINOIS 3,938,000 votes, SSGA EMERGING MARKETS FUND 50,724,200 votes, MASTER TRUST BANK OF JAPAN LTD RE MTBC400035147 5.312.000 votes, EASTERN EUROPEAN EQUITY FUND 20,000,000 votes, CONSULTING GROUP CAPITAL MARKETS FUNDS EMERGING MA 4.459.900 votes, ING BEWAAR MAATSCHAPPIJ I BV 571,500 votes, STATE OF WISCONSIN INVESTMENT BOARD 169,579,700 votes, OHIO SCHOOL EMPLOYEES RETIREMENT SYSTEM 66,550,100 votes, BELL ATLANTIC MASTER TRUST 1,095,000 votes, GMO EMERGING MARKETS FUND 351,195,000 votes, GMO TR GMO EMERGING COUNTRIES FUND 7,760,000 votes, GMO FUNDS PLC 29,124,000 votes.

5- According to our financial tables belonging to the accounting period 01.01.2009-31.12.2009 prepared by our company in accordance with International Financial Reporting Standards in the context of the provisions of the Communiqué Series XI, No:29 of the Capital Markets Board and audited by Başaran Nas Bağımsız Denetim ve Serbest Muhasebeci Mali Müşavirlik A.Ş. (a member of PricewaterhouseCoopers) 503,025,609.00 TL “(Consolidated) Net Period Profit” has been obtained and 485,409,944 TL of this profit is the net period profit belonging to the parent partnership. The profit distribution table prepared in consideration of our long term group strategy, capital needs of our company and participations and affiliations thereof, investment and financing policies, profitability and cash status, is provided in the annex.

485,409,944 TL distributable net profit has been obtained in accordance with Capital Markets Law and Regulations of the Capital Market Board. The first dividend base is 486,742,341.52 TL consists of the addition of 1,332,397.52 TL donation made during the year to foundations and associations having tax exemption to this amount. 657,704,977.55 TL distributable profit has been calculated in the legal records on the other hand, after deduction of 311,756,655.81 TL loss from previous years from the 377,331,689.33 TL net profit after tax. 65,575,033.52 TL of this distributable profit is allocated from the profit of the current year.

It has been resolved that

100,000,000.00 TL	Gross dividends to shareholders,
6,621,358.98 TL	10% Secondary Reserve

have been allocated from the consolidated profit calculated in accordance with the legislation of Capital Markets Law and the remainder has been allocated as extraordinary reserve fund,

100,000,000.00 TL cash dividend to be distributed shall be covered from the following items;

1,256,707.58 TL	from tax exempt income included in the extraordinary reserve allocated before 1999
38,402,643.93 TL	from tax exempt income included in the extraordinary reserve allocated between 1999 - 2003
1,386,973.94 TL	from extraordinary reserves allocated in previous years
58,953,674.55 TL	from other income for the current year,

The secondary reserve which amounts to 6,621,358.98 TL shall be covered from legal profit for the current year,

- **0.14799 TL gross=net dividend payment in cash at the rate of 14.8% for the share having a nominal value of 1.00 TL will be made to our shareholders which are corporations having unlimited tax liability and our shareholders which are corporations having limited tax liability and obtaining dividend in Turkey through a business or a permanent representative;**
- **0.14799 TL gross, 0.13459 TL net dividend payment in cash at the rate of 14.8% for the share having a nominal value of 1.00 TL will be made to our other shareholders;**

And the starting date of the dividend payment will be determined as 24 March 2010 Wednesday.

6- The modification of Article 3 of the articles of association entitled “Purpose and Subject ”; Article 12 of the articles of association entitled “Term and Election”, Article 16 of the articles of association entitled “Remuneration” under the section Board of Directors; Article 27 of the articles of association entitled “Votes” under the section General Assembly and the provisional article of the articles of association as follows according to the permission of Turkish Republic Prime Ministry Capital Markets Board on 02.02.2010 and under number B.02.1.SP.K.0.13- 140 / 1060 and the permission of Turkish Republic Ministry of Industry and Commerce on 05.02.2010 and under number B.14.0.İT.G.0.10.00.01/531-02-139-16515/692 has been accepted with the majority of votes against RBC O SHAUGHNESSY GLOBAL EQUITY FUND’s 32,733,000 abstaining votes, O’SHAUGHNESSY GLOBAL MASTER LTD’s 409,600 abstaining votes.

NEW TEXT

PURPOSE AND SUBJECT

Article 3- Subject of the Company is to perform all commercial and industrial activities related with production, sales, marketing and leasing, in virtual environment included, import and export of refrigerators, deep-freezers, washing machines, dish washers, thermo-siphons, vacuum cleaners, polishers, air conditioners, coolers and equipments, Radios, Televisions, Audio and video recorders and sets, ovens, stoves, hair dryers, mixers and all kinds of similar household appliances operating with or without electric power or other power source, bath tub and ready-made kitchens, home furnitures, carpets and equipments and appliances included in the home economy and their commercial and industrial types, and compressors, electric motors, carburrators, power transfer devices which form the main and auxiliary components of the above; mobile telephones, mobil telephone lines and components electrical devices and their parts and components; transportation and passenger vehicles and their motors and other parts; power production, utilisation, transmission and distribution equipments.

The company may perform these activities included in its subject singularly as well as perform production activities jointly with another company; It may realise the production under its own brand names as well as for and on behalf of others under their brand names,

Related with its purpose and subject the Company, in the country and abroad, may:

- A) Operate as an agent, broker, representative and Dealer and authorise others to do same.
- B) Establish marketing, transportation, warehousing and entrepot organisations; conduct staff training activities; setup and use computer systems; perform these singularly or jointly with others.
- C) Establish companies or participate in already established companies; use forms or partnerships and other forms of cooperation; realise partnerships and cooperations with others provided that requirements of the Legislation are fulfilled.
- D) Acquire trade marks, models, pictures, special production and manufacturing methods, know-how, patent rights; exercise its rights on the same.
- E) Import and export, participate in tenders; realise these together with domestic and foreign partners
- F) Use its knowledge and experience, build plants and installations for others in the country and abroad.
- G) It can buy securities including bonds and shares in the country and abroad as well as depository receipts, contracts of future delivery, derivatives listed in the financial markets, structured financing elements and can make disposition of the foregoing, can also buy and/or dispose of when necessary the share certificates of commercial banks, financial leasing, consumer loan and factoring companies for affiliation purposes provided that such services would not constitute intermediary activities or portfolio management.
- H) Participate and when necessary terminate its participation in companies providing Radio, Television Program Production and Broadcasting Services, companies operating Television Studios, and companies manufacturing and selling necessary equipments.
- I) Involve in buying and selling and import and export activities of all types of raw materials, semi finished and finished products.
- J) Set up and/or have others set up all kinds of Laboratories and Research centers required for Research and Development activities
- J) Give aids and grants to Foundations established with social objectives, Associations, Universities and similar institutions provided that these aids and donations given in the year do not create results which may be included in the scope of Article nr. 15 of Capital Market Board, and such is submitted to the information of the shareholders and the required special circumstances are explained at the General Assembly.
- K) In compliance with the legislation relating to the power market and within the framework of auto-producer licence, and with the main aim of meeting its own need for electricity and heat energy; it may conduct activities relating to built production facilities, produce electricity and heat energy, in case of production exceeding its own need, to sell the electricity or heat energy, and/or the relevant capacity to other licensed legal persons or independent consumers, and to import all the necessary equipment and fuel for non-commercial purposes.
- L) As long as adapting to the principles of Capital Markets Board, the Company can give warranty, bailment, assurance in favor of on its behalf or third parties or build right of pledge including mortgage .

If other activities deemed beneficial other than the ones specified above are intended to be ventured then such shall be submitted for approval to the general

assembly by the Board of Directors and after raising a resolution in that respect the company will be able to undertake the activity desired. However application of such decision which is an amendment to the Articles of Incorporation by nature shall require permission from Capital Market Board and Ministry of Industry and Trade.

NEW TEXT

TERM AND ELECTION

Article 12- Members of the Board of Directors are elected for a term of one year. In the event that a member position is vacated the member elected in accordance with the provisions of Turkish Trade Law serves for the remaining term of the predecessor.

The persons, who are nominated and elected as members of the Board of Directors, will have information and experience about the Company's field of activity and management, analyze financial statements and reports, have basic knowledge about the legal procedures that the Company follows and preferably be university graduate.

The member who served his/her term may be reelected. General Assembly may any time wholly or partially change the members of the Board of Directors without being bound with the service term.

Service duty of Persons elected to the Board of Directors as a representative of a Legal Entity expires upon written notification to the Board of Directors by the Legal entity specifying that the said persons relationship with the legal entity has been terminated.

NEW TEXT

REMUNERATION

Article 16- Attendance fees can be paid to Board Members within the context of Turkish Commercial Code. In consideration of other services that Board Members and above mentioned committee members have provided, in addition to attendance fees, can be paid salaries, bonuses or premiums. The method and the amount of the payments to the Board Members including executive directors due to board membership are determined by the General Assembly and the method and the amount of the payments to committee members due to committee membership service are determined by the Board of Directors in line with the legislation.

NEW TEXT

VOTES

Article 27- Each share with a nominal value of Kurus 1 has a right of one vote at General Assembly Meetings.

NEW TEXT

PROVISIONAL CLAUSE

Being previously 5,000 TL the nominal value of the shares has been amended as 1 Yeni (New) Kurus pursuant to the Law Regarding Amendment of the Turkish Commercial Code first and then amended as 1 Kurus upon the removal of the

expression "New" in the New Turkish Liras and New Kurus on 1 January 2009 with the Cabinet Decision No. 2007/11963 dated 4 April 2007. Due to such amendment, the total number of shares has decreased and a share with a nominal value of 1 Yeni Kurus has been given in return for two shares each with a nominal value of 5,000 TL. Rights of the shareholders arising from such amendment are reserved.

The expressions of "Turkish Liras" in this articles of association are the expressions amended pursuant to the above-mentioned Cabinet Decision.

7- The discussion of article 7 related to the election of the Board of Directors has been commenced. The Commissioner of the Turkish Republic Ministry of Industry and Commerce has seen the declaration of nomination for the Board of Directors of following persons who could not attend personally the meeting, certified by the notary public with respective dates and ledger numbers; Mustafa Rahmi Koç from Kadıköy 4th Notary Public on 28.01.2010 and under ledger number 7248, Semahat Sevim Arsel Kadıköy 4th Notary Public on 28.01.2010 and under ledger number 7247, Mustafa Vehbi Koç Kadıköy 4th Notary Public on 18.01.2010 and under ledger number 4529, Mehmet Ömer Koç Kadıköy 4th Notary Public on 18.01.2010 and under ledger number 4524, Yıldırım Ali Koç Kadıköy 4th Notary Public on 28.01.2010 and under ledger number 7246, Temel Kamil Atay Kadıköy 4th Notary Public on 18.01.2010 and under ledger number 4525, Osman Turgay Durak Kadıköy 4th Notary Public on 18.01.2010 and under ledger number 4522, Robert Sonman'ın Beyoğlu 6th Notary Public on 15.03.2010 and under ledger number 5070. The number of the members of the Board of Directors has been determined as 11 and it has been resolved with the majority of the votes against STATE OF CONNECTICUT RETIREMENT PLANS AND TRUST FUND's 11,047,000 dissentive votes, RBC O SHAUGHNESSY GLOBAL EQUITY FUND's 32,733,000 dissentive votes, O'SHAUGHNESSY GLOBAL MASTER LTD's 409,600 dissentive votes to elect Mr.Mustafa Rahmi Koç, Mrs. Semahat Sevim Arsel, Mr.Mustafa Vehbi Koç, Mr.Mehmet Ömer Koç, Mr.Yıldırım Ali Koç, Mr.Bülent Bulgurlu, Mr.Temel Kamil Atay, Mr.Aka Gündüz Özdemir, Mr.Osman Turgay Durak and Mr.Levent Çakıroğlu representing Koç Holding A.Ş. and Mr. Robert Sonman representing Burla Ticaret ve Yatırım A.Ş. as the members of the Board of Directors so that they function until the Ordinary General Assembly which will be met in order to examine year 2010 accounts of the company.

8- The discussion of article 8 of the agenda related to the election of Auditors. The number of the auditors has been determined as 2 and it has been resolved with the majority of the votes against RBC O SHAUGHNESSY GLOBAL EQUITY FUND's 32,733,000 abstaining votes, O'SHAUGHNESSY GLOBAL MASTER LTD's 409,600 abstaining votes to elect Mr. Serkan Özyurt and Mr. İnanç Kiraz so that they function until the Ordinary General Assembly which will be met in order to examine year 2010 accounts of the company.

9- It has been resolved to pay to the members of the Board of Directors a monthly gross remuneration of 1,435.-TL and to pay to the Auditors a monthly gross remuneration of 520.-TL with the majority of the votes against RBC O SHAUGHNESSY GLOBAL EQUITY FUND's 32,733,000 abstaining votes, O'SHAUGHNESSY GLOBAL MASTER LTD's 409,600 abstaining votes, OHIO SCHOOL EMPLOYEES RETIREMENT SYSTEM's 66,550,100 dissentive votes.

10- The General Assembly has been informed that the Company's management has donated 1,332,397.52.-TL to foundations and associations for social aid purposes in 2009. The following shareholders have abstained from this article with their following respective votes: JOHN HANCOCK FUNDS II INTERNATIONAL EQUITY INDEX FUND with 2,200 votes, SSM HEALTH CARE PORTFOLIO MANAGEMENT COMPANY with 14,511,800 votes, STATE OF CONNECTICUT RETIREMENT PLANS AND TRUST FUNDS 11,047,000 votes, MONETARY AUTHORITY OF SINGAPORE 11,086,400 votes, TEACHERS RETIREMENT SYSTEM OF THE STATE OF ILLINOIS 26,353,400 votes, TEACHERS RETIREMENT SYSTEM OF THE STATE OF ILLINOIS 3,938,000 votes, SSGA EMERGING MARKETS FUND 50,724,200 votes, MASTER TRUST BANK OF JAPAN LTD RE MTBC400035147 5,312,000 votes, EASTERN EUROPEAN EQUITY FUND 20,000,000 votes, CONSULTING GROUP CAPITAL MARKETS FUNDS EMERGING MA 4,459,900 votes, ING BEWAAR MAATSCHAPPIJ I BV 571,500 votes, STATE OF WISCONSIN INVESTMENT BOARD 169,579,700 votes, OHIO SCHOOL EMPLOYEES RETIREMENT SYSTEM 66,550,100 votes, BELL ATLANTIC MASTER TRUST 1,095,000 votes, GMO EMERGING MARKETS FUND 351,195,000 votes, GMO TR GMO EMERGING COUNTRIES FUND 7,760,000 votes, GMO FUNDS PLC 29,124,000 votes.

11- The selection of Independent Auditing Company Güney Bağımsız Denetim ve Serbest Muhasebeci Mali Müşavirlik Anonim Şirketi (a member firm of Ernst&Young Global Limited) for the auditing of the 2010 accounts and activities of our company which has been realised by the Board of Directors with the opinion of the Committee Responsible for Auditing according to article 6 of section 3 of the Communiqué concerning the Independent Audit Standard in the Capital Markets published by the Capital Market Board has been accepted with the majority of the votes against OHIO SCHOOL EMPLOYEES RETIREMENT SYSTEM's 66,550,100 dissentive votes, STATE OF CONNECTICUT RETIREMENT PLANS AND TRUST FUND's 11,047,000 dissentive votes.

12- The General Assembly has been informed about the Company Disclosure Policy prepared by the Company's management in accordance with the Communiqué Pertaining to Public Disclosure of Special Circumstances Serial VIII No:54 published by the Capital Markets Board and which has been included in the annual report and company's web site. The following shareholders have abstained from this article with their following respective votes: JOHN HANCOCK FUNDS II INTERNATIONAL EQUITY INDEX FUND with 2,200 votes, SSM HEALTH CARE PORTFOLIO MANAGEMENT COMPANY with 14,511,800 votes, STATE OF CONNECTICUT RETIREMENT PLANS AND TRUST FUNDS 11,047,000 votes, MONETARY AUTHORITY OF SINGAPORE 11,086,400 votes, TEACHERS RETIREMENT SYSTEM OF THE STATE OF ILLINOIS 26,353,400 votes, TEACHERS RETIREMENT SYSTEM OF THE STATE OF ILLINOIS 3,938,000 votes, SSGA EMERGING MARKETS FUND 50,724,200 votes, MASTER TRUST BANK OF JAPAN LTD RE MTBC400035147 5,312,000 votes, EASTERN EUROPEAN EQUITY FUND 20,000,000 votes, CONSULTING GROUP CAPITAL MARKETS FUNDS EMERGING MA 4,459,900 votes, ING BEWAAR MAATSCHAPPIJ I BV 571,500 votes, STATE OF WISCONSIN INVESTMENT BOARD 169,579,700 votes, OHIO SCHOOL EMPLOYEES RETIREMENT SYSTEM 66,550,100 votes, BELL ATLANTIC MASTER TRUST 1,095,000 votes, GMO EMERGING MARKETS FUND 351,195,000 votes, GMO TR GMO EMERGING COUNTRIES FUND 7,760,000 votes, GMO FUNDS PLC 29,124,000 votes.

13- The grant of authorisation and consent to the members of the Board of Directors to conduct the activities within the scope of the field of activity of the Company on their own or other's behalf, to become a partner in companies conducting such activities and to conduct other activities within the extent of articles 334 and 335 of Turkish

Commercial Code has been resolved with the majority of the votes against RBC O SHAUGHNESSY GLOBAL EQUITY FUND's 32,733,000 abstaining votes, O'SHAUGHNESSY GLOBAL MASTER LTD's 409,600 abstaining votes.

14- The Chairman of the Council of the General Assembly has put to the vote the signature of the minutes by the Chairmanship Council on behalf of the shareholders and the fact whether the shareholders are contented with the signature of the minutes by the chairmanship of the council. The authorisation of the Chairmanship of the Council to sign the minutes of the meeting has been accepted unanimously.

15- The shareholders have been listened and as no further issues were contained in the agenda to be deliberated, the President of the Meeting Council has closed the meeting.

The minutes was drawn up and signed at the venue of the meeting upon closure thereof according to the authorisation indicated in article 14 of the minutes. 17.03.2010

ARİF GÜLDANE
COMMISSIONER OF THE MINISTRY OF
INDUSTRY AND COMMERCE

DR.BÜLENT BULGURLU
CHAIRMAN OF THE MEETING COUNCIL

VOTE-COLLECTOR
MUSTAFA TÜRKAY TATAR

VOTE-COLLECTOR
FÜSUN COŞKUNER

SECRETARY
FATİH KEMAL EBİÇLİOĞLU

Profit Distribution Statement of ARÇELİK A.Ş for year 2009			
1	Paid-in/Issued capital		675,728,205.00
2	Total legal reserve fund (according to legal records)		161,824,374.00
Information regarding privileges in profit distribution if there is any such privilege under the articles of association			
		According to Capital Market Code	According to legal records
COMMENTS			
3	Period profit	556,255,185.87	388,754,326.73
4	Taxes payable (-)	70,845,241.87	11,422,637.40
5	Net period profit (=)	485,409,944.00	377,331,689.33
6	Losses of the past years (-)		311,756,655.81
7	First line legal reserves (-)	0.00	0.00
8	NET DISTRIBUTABLE PERIOD PROFIT (=)	485,409,944.00	65,575,033.52
9	Donations made within the year (+)	1,332,397.52	
Net distributable period profit including the donations, by which the first dividend is to be calculated		486,742,341.52	
The donations made within the account period are only included in the net distributable period profit in the calculation of the first dividend. For the remaining calculations of the profit distribution, the net distributable profit except for donations will be used. (8 + 9)			
11	First dividend to shareholders	97,348,468.30	
	Cash	97,348,468.30	
	Free		
	Total	97,348,468.30	
12	Dividend distributed to the privileged shareholders	0.00	
13	Dividend to the members of the board of directors, employees etc.	0.00	
14	Dividend distributed to the holders of the redeemed shares	0.00	
15	Second dividend to shareholders	2,651,531.70	
16	Second line legal reserve fund	6,621,358.98	
[(11 + 12 + 13 +14 +15 + 20)- (1* %5)]*%10			
17	Status reserves		
18	Special reserves		
19	EXTRAORDINARY RESERVES	378,788,585.03	0.00
5 - (6 + 7 + 11 + 12 + 13 + 14 + 15 + 16 + 17 + 18)			
20	Other Resources Stipulated for Distribution	0.00	41,046,325.45
	Profit of the last year	0.00	0.00
	Extraordinary reserves	0.00	41,046,325.45
	Other reserves stipulated under the Code and articles of association	0.00	0.00
INFORMATION REGARDING DIVIDEND PER SHARE			
	GROUP	TOTAL DIVIDEND AMOUNT (TL)	DIVIDEND PER SHARE WITH A NOMINAL VALUE OF TL 1
			AMOUNT (TL) RATE (%)
GROSS	A		
	B	100,000,000.00	0.14799 14.80
	TOTAL		
NET	A		
	B	90,948,902.73	0.13459 13.46
	TOTAL		
THE PROPORTION OF THE DISTRIBUTED DIVIDEND TO THE NET DISTRIBUTABLE PERIOD PROFIT INCLUDING DONATIONS			
AMOUNT OF DIVIDENDS DISTRIBUTED TO SHAREHOLDERS (TL)	THE PERCENTAGE OF THE DIVIDEND DISTRIBUTED TO THE SHAREHOLDERS TO THE NET DISTRIBUTABLE PERIOD PROFIT INCLUDING DONATIONS (%)		
100,000,000.00	20.5		

There is no group with privileges in profit.