

## DISCLOSURE OF MATERIAL EVENTS

Title of Corporation/Names of Shareholders : ARÇELİK A.Ş.  
Address : Karaağaç Cad.No:2-6 34445 Sütlüce  
Beyoğlu-ISTANBUL

Telephone and Fax Numbers : (0212) 314 34 34 - (0212) 314 34 63

Telephone and Fax Number of the Investor/Shareholder  
Relations Department of the Partnership : (0212) 314 31 15 – (0212) 314 34 90

Date : 01.11.2012

Subject : Financial Outcomes of 3<sup>rd</sup> Quarter of 2012 and  
Expectations for 2012

To the Presidency of Istanbul Stock Exchange

### ISTANBUL

Material Event(s) to be Disclosed:

Both the summary info concerning the financial outcomes of 3rd quarter of 2012 which was disclosed today and our expectations for 2012 are available on the web page [www.arcelikas.com.tr](http://www.arcelikas.com.tr).

We hereby declare that our aforesaid statements are in accordance with the fundamentals contained in the Communiqué Serial: VIII, Nr: 54 of the Capital Markets Board and fully reflect the information we have acquired in connection with the matter(s); such information is in compliance with our books, records and documents; we have spent all the necessary efforts to be able to completely and correctly acquire the information related to the matter and that we are liable for statements made thereon.

Ali Tayyar  
Accounting Director  
01.11.2012 / 17:13

Fatih Kemal Ebiçlioğlu  
Assistant General Manager-  
Finance and Accounting  
01.11.2012 / 17:13

## DISCLOSURE OF MATERIAL EVENTS

Title of Corporation/Names of Shareholders : ARÇELİK A.Ş.  
Address : Karaağaç Cad.No:2-6 34445 Söğütözü  
Beyoğlu-İSTANBUL

Telephone and Fax Numbers : (0212) 314 34 34 - (0212) 314 34 63

Telephone and Fax Number of the Investor/Shareholder  
Relations Department of the Partnership : (0212) 314 31 15 – (0212) 314 34 90

Date : 19.10.2012

Subject : The news on some broadcasting organizations

**To the Presidency of Istanbul Stock Exchange**

### İSTANBUL

Material Event(s) to be Disclosed:

An important part of the growth strategy of Arçelik includes development of businesses for developing markets and making use of investment opportunities.

Our Company investigates in detail the investment opportunities in South Asia including India as reported on the news on some broadcasting organizations today. However, there is no decision taken concerning these markets which require a specific case statement at this stage. Necessary announcements and statements will be made if a decision is made on this regard.

We hereby declare that our aforesaid statements are in accordance with the fundamentals contained in the Communiqué Serial: VIII, Nr: 54 of the Capital Markets Board and fully reflect the information we have acquired in connection with the matter(s); such information is in compliance with our books, records and documents; we have spent all the necessary efforts to be able to completely and correctly acquire the information related to the matter and that we are liable for statements made thereon.

Ali Tayyar  
Accounting Director  
19.10.2012 / 09:40

Fatih Kemal Ebiçlioğlu  
Assistant General Manager-  
Finance and Accounting  
19.10.2012 / 09:40

## **DISCLOSURE OF MATERIAL EVENTS**

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Address : Karaağaç Cad.No:2-6 34445 Söğütöce  
Beyoğlu-İSTANBUL

Telephone and Fax Numbers : (0212) 314 34 34 - (0212) 314 34 63

Telephone and Fax Number of the Investor/Shareholder  
Relations Department of the Partnership : (0212) 314 31 15 – (0212) 314 34 90

Date : 11.10.2012

Subject : Fitch Ratings' Credit Rating Explanation

**To the Presidency of Istanbul Stock Exchange**

### **İSTANBUL**

Material Event(s) to be Disclosed:

Fitch Ratings, which is a credit rating agency, verified our company's foreign exchange and TL denominated long term credit ratings as "BB+" and long term sovereign credit rating as "AA". The prospects of ratings are static.

We hereby declare that our aforesaid statements are in accordance with the fundamentals contained in the Communiqué Serial: VIII, Nr: 54 of the Capital Markets Board and fully reflect the information we have acquired in connection with the matter(s); such information is in compliance with our books, records and documents; we have spent all the necessary efforts to be able to completely and correctly acquire the information related to the matter and that we are liable for statements made thereon.

Faik Bülent Alagöz  
Capital Markets Regulation  
Compliance Manager  
11.10.2012 / 09:35

Fatih Kemal Ebiçlioğlu  
Assistant General Manager-  
Finance and Accounting  
11.10.2012 / 09:35

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Address : Karaağaç Cad.No:2-6 34445 Söğütözü  
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Telephone and Fax Numbers : (0212) 314 34 34 - (0212) 314 34 63

Telephone and Fax Number of the Investor/Shareholder  
Relations Department of the Partnership : (0212) 314 31 15 – (0212) 314 34 90

Date : 06.08.2012

Subject : About our Subsidiary: Arçelik-LG Klima Sanayi ve  
Ticaret A.Ş.

To the Presidency of Istanbul Stock Exchange

### İSTANBUL

Material Event(s) to be Disclosed:

It is required to make the following statement in order to prevent misunderstandings and to answer questions asked by our investors upon the news on the press related to Arçelik-LG Klima San. ve Tic. A.Ş.(Arçelik LG), in which our Company has a share of 45% and our main partner Koç Holding A.Ş. has a share of 5%.

For the dispute between Digicom Elektronik Pazarlama A.Ş. and LG Electronics Inc. from South Korea which is a share holder in Arçelik LG capital with a share rate of 50%; Arçelik LG shared our Company the information that the Execution Office levied the shares of LG Electronics Inc. in Arçelik-LG; however, on the ground that the said shares were revoked and new shares were printed in place of them, legal applications were made against such attachment procedures and that the legal process between parties regarding the said dispute is in progress. The developments regarding the legal process are followed closely by our Company. No change has occurred on our commercial activities with Arçelik LG as a result of the proceedings. If there is any development requiring specific case statement regarding the issue, such developments will be notified to our investors.

We hereby declare that our aforesaid statements are in accordance with the fundamentals contained in the Communiqué Serial: VIII, Nr: 54 of the Capital Markets Board and fully reflect the information we have acquired in connection with the matter(s); such information is in compliance with our books, records and documents; we have spent all the necessary efforts to be able to completely and correctly acquire the information related to the matter and that we are liable for statements made thereon.

Ali Tayyar  
Accounting Director  
06.08.2012 / 17:51

Fatih Kemal Ebiçlioğlu  
Assistant General Manager-  
Finance and Accounting  
06.08.2012 / 17:51

## DISCLOSURE OF MATERIAL EVENTS

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Address : Karaağaç Cad.No:2-6 34445 Sütlüce  
Beyoğlu-ISTANBUL

Telephone and Fax Numbers : (0212) 314 34 34 - (0212) 314 34 63

Telephone and Fax Number of the Investor/Shareholder  
Relations Department of the Partnership : (0212) 314 31 15 – (0212) 314 34 90

Date : 01.08.2012

Subject : Financial Outcomes of the 1<sup>st</sup> Quarter of 2012 and  
Expectations for 2012

**To the Presidency of Istanbul Stock Exchange**

### ISTANBUL

Material Event(s) to be Disclosed:

Both the summary info concerning the financial outcomes of 1st quarter of 2012 which was disclosed today and our updated expectations for 2012 are available on the web page [www.arcelikas.com.tr](http://www.arcelikas.com.tr).

We hereby declare that our aforesaid statements are in accordance with the fundamentals contained in the Communiqué Serial: VIII, Nr: 54 of the Capital Markets Board and fully reflect the information we have acquired in connection with the matter(s); such information is in compliance with our books, records and documents; we have spent all the necessary efforts to be able to completely and correctly acquire the information related to the matter and that we are liable for statements made thereon.

Ali Tayyar  
Accounting Director  
01.08.2012 / 17:25

Fatih Kemal Ebiçlioğlu  
Assistant General Manager-  
Finance and Accounting  
01.08.2012 / 17:25

## DISCLOSURE OF MATERIAL EVENTS

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Address : Karaağaç Cad.No:2-6 34445 Sıtlıce  
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Telephone and Fax Numbers : (0212) 314 34 34 - (0212) 314 34 63

Telephone and Fax Number of the Investor/Shareholder  
Relations Department of the Partnership : (0212) 314 31 15 – (0212) 314 34 90

Date : 30.07.2012

Subject : Corporate Executive Rating Note

To the Presidency of Istanbul Stock Exchange

### ISTANBUL

Material Event(s) to be Disclosed:

Today, Saha Corporate Governance and Credit Rating Services, Inc. (SAHA) revised the company's corporate governance rating to 9.11(91.07%) out of 10 points. This rating was previously 8.59 (85.91%) as the first rating announced in material event disclosure of August 1, 2011.

Our Corporate Governance rating has been determined under four main titles (Shareholders, Public Disclosure and Transparency, Stakeholders, Board of Directors) weighted basing on the Capital Market Board's Corporate Governance Principles; and the updated distribution under main titles are as below.

| Main Titles                        | Weighing | 2011 Note | 2012 Note |
|------------------------------------|----------|-----------|-----------|
| Share Holders                      | 0.25     | 8.87      | 8.95      |
| Public Disclosure and Transparency | 0.35     | 9.30      | 9.34      |
| Stakeholders                       | 0.15     | 9.52      | 9.52      |
| Board of Directors                 | 0.25     | 6.76      | 8.69      |
| Total                              | 1.00     | 8.59      | 9.11      |

SAHA Corporate Governance and Credit Rating Services, Inc.'s report drafted about corporate governance rating can be accessed in our Company's website at [www.arcelikas.com.tr](http://www.arcelikas.com.tr).

We hereby declare that our aforesaid statements are in accordance with the fundamentals contained in the Communiqué Serial: VIII, Nr: 54 of the Capital Markets Board and fully reflect the information we have acquired in connection with the matter(s); such information is in compliance with our books, records and documents; we have spent all the necessary efforts to be able to completely and correctly acquire the information related to the matter and that we are liable for statements made thereon.

Ali Tayyar  
Accounting Director  
30.07.2012 / 13:32

Fatih Kemal Ebiçlioğlu  
Assistant General Manager-  
Finance and Accounting  
30.07.2012 / 13:32

## DISCLOSURE OF MATERIAL EVENTS

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Beyoğlu-İSTANBUL

Telephone and Fax Numbers : (0212) 314 34 34 - (0212) 314 34 63

Telephone and Fax Number of the Investor/Shareholder  
Relations Department of the Partnership : (0212) 314 31 15 – (0212) 314 34 90

Date : 30.04.2012

Subject : Financial Outcomes of 1<sup>st</sup> Quarter of 2012 and  
Expectations for 2012

To the Presidency of Istanbul Stock Exchange

### İSTANBUL

Material Event(s) to be Disclosed:

Both the summary info concerning the financial outcomes of 1st quarter of 2012 which was disclosed today and our expectations for 2012 are available on the web page [www.arcelikas.com.tr](http://www.arcelikas.com.tr).

We hereby declare that our aforesaid statements are in accordance with the fundamentals contained in the Communiqué Serial: VIII, Nr: 54 of the Capital Markets Board and fully reflect the information we have acquired in connection with the matter(s); such information is in compliance with our books, records and documents; we have spent all the necessary efforts to be able to completely and correctly acquire the information related to the matter and that we are liable for statements made thereon.

Ali Tayyar  
Accounting Director  
30.04.2012 / 16:51

Fatih Kemal Ebiçlioğlu  
Assistant General Manager-  
Finance and Accounting  
30.04.2012 / 16:51

## DISCLOSURE OF MATERIAL EVENTS

Title of Corporation/Names of Shareholders : ARÇELİK A.Ş.  
Address : Karaağaç Cad.No:2-6 34445 Sütlüce  
Beyoğlu-İSTANBUL

Telephone and Fax Numbers : (0212) 314 34 34 - (0212) 314 34 63

Telephone and Fax Number of the Investor/Shareholder  
Relations Department of the Partnership : (0212) 314 31 15 – (0212) 314 34 90

Date : 26.04.2012

Subject : Committees of the Board Directors

**To the Presidency of Istanbul Stock Exchange**

### İSTANBUL

Material Event(s) to be Disclosed:

The Board of Directors of our Company took the following decisions on 26.04.2012:

Activities of our existing committees are reviewed within the scope of the provisions included in the Communiqué of Capital Markets Board regarding Determining and Implementing Corporate Governance Principles, which was published and entered into force on December 30, 2011 with the Serial: IV and No: 56. Within this scope, it is decided to;

1. a. allow the Audit Committee established with the Board Decision of 24.04.2003 and No. 503 to continue its activities with its working principles, provided that all of its members are selected among independent board members;

b. constitute this committee with 2 members and make Kutsan Çelebican the President and Davut Ökütçü the member;

2. a. allow the Corporate Governance Committee established with the Board Decision of 22.03.2010 and No. 692 to continue its activities with its working principles, provided that its president is selected among independent board members; beside, to make the Corporate Governance Committee fulfill the duties of Nomination Committee and Price Committee stated in the Communiqué;

b. constitute this committee with 2 members and make Tunç Uluğ the President and Mehmet Barmanbek the member;

3. a. allow the Risk Management Committee established with the Board Decision of 16.07.2010 and No. 701 to continue its activities with its working principles, provided that all of its members are selected among independent board members;

b. constitute this committee with 2 members and make Mehmet Barmanbek the President and O. Turgay Durak the member;

4. a. expand the activities of the Investment and Business Development Committee which has been formed with the Resolution of Board of Directors dated July 16, 2010 and numbered 701 to generate ideas and strategies, to provide coordination between relevant departments, and accordingly advise and recommend to the Board of Directors with the purpose of devising and planning new projects and investments on the special areas of the industries of our Company, as well as to follow the governance of the agreed strategies and



projects, in order to support the Board of Directors on every subject and change its name as the "Execution Committee" and make it to be active with its working principles;

b. make this committee to consist of 6 members and make Rahmi M. Koç the President and Mustafa V. Koç, Semahat S. Arsel, Ömer M. Koç, Ali Y. Koç and O. Turgay Durak the members; and

5. declare such information to the public by publishing on our Company's website ([www.arcelikas.com.tr](http://www.arcelikas.com.tr)) the duties of established committees, their working principles and members.

We hereby declare that our aforesaid statements are in accordance with the fundamentals contained in the Communiqué Serial: VIII, Nr: 54 of the Capital Markets Board and fully reflect the information we have acquired in connection with the matter(s); such information is in compliance with our books, records and documents; we have spent all the necessary efforts to be able to completely and correctly acquire the information related to the matter and that we are liable for statements made thereon.

Faik Bülent Alagöz  
Capital Markets Regulation  
Compliance Manager  
26.04.2012 / 14:40

Fatih Kemal Ebiçlioğlu  
Assistant General Manager-  
Finance and Accounting  
26.04.2012 / 14:40

## DISCLOSURE OF MATERIAL EVENTS

Title of Corporation/Names of Shareholders : ARÇELİK A.Ş.  
Address : Karaağaç Cad.No:2-6 34445 Söğütöce  
Beyoğlu-İSTANBUL

Telephone and Fax Numbers : (0212) 314 34 34 - (0212) 314 34 63

Telephone and Fax Number of the Investor/Shareholder  
Relations Department of the Partnership : (0212) 314 31 15 – (0212) 314 34 90

Date : 12.04.2012

Subject : Assignment of duties within Board of Directors

**To the Presidency of İstanbul Stock Exchange**

### İSTANBUL

Material Event(s) to be Disclosed:

The Board of Directors of our Company took the following decision on 12.04.2012.

It is decided to make a task sharing, to elect Rahmi Mustafa Koç as the Chairman of the Board and Mustafa Vehbi Koç as the Deputy Chairman, to continuation of the form of representation and binding as determined by the meeting resolution of our Board dated 19.07.2006 and no. 592 and inclusive of the Signatory Circular numbered 33.

We hereby declare that our aforesaid statements are in accordance with the fundamentals contained in the Communiqué Serial: VIII, Nr: 54 of the Capital Markets Board and fully reflect the information we have acquired in connection with the matter(s); such information is in compliance with our books, records and documents; we have spent all the necessary efforts to be able to completely and correctly acquire the information related to the matter and that we are liable for statements made thereon.

Faik Bülent Alagöz  
Capital Markets Regulation  
Compliance Manager  
12.04.2012 / 17:23

Fatih Kemal Ebiçlioğlu  
Assistant General Manager-  
Finance and Accounting  
12.04.2012 / 17:23

## DISCLOSURE OF MATERIAL EVENTS

Title of Corporation/Names of Shareholders : ARÇELİK A.Ş.  
Address : Karaağaç Cad.No:2-6 34445 Sıtlıce  
Beyoğlu-ISTANBUL

Telephone and Fax Numbers : (0212) 314 34 34 - (0212) 314 34 63

Telephone and Fax Number of the Investor/Shareholder  
Relations Department of the Partnership : (0212) 314 31 15 – (0212) 314 34 90

Date : 29.03.2012

Subject : Profit distribution decision taken in the Ordinary  
General Assembly dated 29.03.2012

### To the Presidency of Istanbul Stock Exchange

#### ISTANBUL

Material Event(s) to be Disclosed:

|  |                  |
|--|------------------|
| Aggregate Gross Profit Share for Distribution in Cash (TL)                       | : 300,000,000.00 |
| Cash Profit Share to be Distributed to each Traded Share with TL 1 Nominal Value |                  |
| Gross (TL)   | : 0.443970       |
| Net (TL)   | : 0.400560       |
| Cash Profit Share Distribution Date  | : 05.04.2012     |

Article 4 of Arçelik A.Ş. Ordinary General Assembly meeting's minutes is presented below.

According to our financial statements for the 01.01.2011 - 31.12.2011 financial year prepared by our company pursuant to the provisions of Capital Market Board's Communiqué Serial:XI, No:29 and audited by Güney Bağımsız Denetim ve Serbest Muhasebeci Mali Müşavirlik Anonim Şirketi (a member firm of Ernst & Young Global Limited), 541,086,144.48 TL "(Consolidated) Net Period Profit" has been earned, and 506,505,644.22 TL of this is controllable net period profit. Our profit distribution suggestion prepared by taking into account our long term company strategy, capital requirements of our company, affiliates and subsidiary companies, investment and finance policies, profitability and cash statements is presented below.

Pursuant to Capital Market Law and Capital Market regulations, distributable profit is calculated as 506,505,644.22 TL, first dividend assessment as 514,641,465.73 TL with the addition of 8,135,821.51 TL donation made to foundations and associations to this amount, and distributable funds on legal records as 726,947,559.95 TL in total with 142,828,863.45 TL from net period profit after tax. It has been unanimously decided, as stated in the attached profit distribution table;

to distribute 300,000,000.00 TL

as Gross Dividend to Shareholders,  
take 26,621,358.98 TL as 10% 2nd Order Reserves from calculated consolidated profit in accordance with CMB Regulations and

Based on our legal records;

Compensate the 300,000,000.00 TL cash dividend to be distributed

with 25,378,713.96 TL from Current year profits,

104,465,707.36 TL from Current year exempted profits  
170,155,578.68 TL from Reserve for Contingencies,

\* 0.44397 TL gross=net cash dividend payment at the rate of 44.4% per share with 1.00 TL nominal value to fully full fledged taxpayer companies and our limited taxpayer company partners earning profit shares via an establishment or permanent representative in Turkey;

\* Gross 0.44397 TL, net 0,40056 TL cash dividend payment at the rate of 40.1% per share with 1.00 TL nominal value to our other shareholders;

and accept April 5th 2012 Thursday as the commencement date for dividend distribution.

We hereby declare that our aforesaid statements are in accordance with the fundamentals contained in the Communiqué Serial: VIII, Nr: 54 of the Capital Markets Board and fully reflect the information we have acquired in connection with the matter(s); such information is in compliance with our books, records and documents; we have spent all the necessary efforts to be able to completely and correctly acquire the information related to the matter and that we are liable for statements made thereon.

Ali Tayyar  
Accounting Director  
29.03.2012 / 17:15

Fatih Kemal Ebiçlioğlu  
Assistant General Manager-  
Finance and Accounting  
29.03.2012 / 17:15

## DISCLOSURE OF MATERIAL EVENTS

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Address : Karaağaç Cad.No:2-6 34445 Sıtlıce  
Beyoğlu-ISTANBUL

Telephone and Fax Numbers : (0212) 314 34 34 - (0212) 314 34 63

Telephone and Fax Number of the Investor/Shareholder  
Relations Department of the Partnership : (0212) 314 31 15 – (0212) 314 34 90

Date : 29.03.2012

Subject : The result of Ordinary General Assembly dated  
29.03.2012

### To the Presidency of Istanbul Stock Exchange

#### ISTANBUL

Material Event(s) to be Disclosed:

|   |              |
|---|--------------|
| General Assembly Meeting Type   | : Ordinary   |
| If it's an Ordinary General Assembly, the Accounting Year It Belongs To | : Year 2011  |
| General Assembly Date   | : 29.03.2012 |

Below is the summary of decisions taken at the Arçelik A.Ş. Ordinary General Assembly dated 29.03.2012.

#### - Regarding profit distribution;

It has been unanimously accepted to

Distribute 300,000,000.00 TL of Gross Dividend to Shareholders,  
take 26,621,358.98 TL 10% as 2nd Order Reserves from calculated consolidated profit in accordance with  
CMB Regulations and

Based on our legal records;

Compensate the 300,000,000.00 TL cash dividend to be distributed

with 25,378,713.96 TL from Current year profits,  
104,465,707.36 TL from Current year exempted profits  
170,155,578.68 TL from Reserve for Contingencies,

\* 0.44397 TL gross=net cash dividend payment at the rate of 44.4% per share with 1.00 TL nominal value to  
fully obliged taxpayer companies and our limited taxpayer company partners earning profit shares via an  
establishment or permanent representative in Turkey;

\* Gross 0.44397 TL, net 0.40056 TL cash dividend payment at the rate of 40.1% per share with 1.00 TL  
nominal value to our other shareholders;

and accept April 5th 2012 Thursday as the commencement date for dividend distribution.

**- Regarding changes in articles of association ;**

It has been seen that the permits of TR Prime Ministry Capital Market Board dated 07.03.2012, nr. B.02.6.SPK.0.13.00-110.03.02/610-2629 and TR Ministry of Customs and Trade dated 13.03.2012, nr. B.21.0.İT.G.0.03.00.01/431.02-139-219556-1738-1866 have been received. Thus, in accordance with the permits received, it has been unanimously accepted to revise article 11 titled "Establishment", article 12 titled "Term and Election", article 15 titled "Other Provisions Regarding Board of Directors", article 16 titled "Fees", article 23 titled "Meeting Types", article 26 titled "Quorum" and article 34 titled "Duties of the General Assembly" or the Company Articles of Association and add article 45 titled "Corporate Governance Compliance" to the Company Articles of Association.

**- Regarding election of members of Board of Directors;**

The number of members of the Board of Directors has been established as 12 in total with 4 independent members. It has been unanimously decided to elect Mr. Mustafa Rahmi Koç, Mrs. Semahat Sevim Arsel, Mr. Mustafa Vehbi Koç from our shareholders, Mr. Mehmet Ömer Koç, Mr. Yıldırım Ali Koç, Mr. Osman Turgay Durak and Mr. Levent Çakıroğlu representing Koç Holding A.Ş. and Mr. Robert Sonman representing Burla Ticaret and Yatırım A.Ş. to Board of Directors membership, elect Mr. Kutsan Çelebican, Mr. Tunç Uluğ, Mr. Davut Ökütü and Mr. Mehmet Barmanbek, who have announced their candidacy, to Independent Board of Directors membership to serve in Regular General Assembly assembling to inspect the accounts of 2012.

**- Regarding the election of auditors;**

It has been unanimously decided to determine the amount of auditors as 2, and elect Mr. İnanç Kiraz and Mr. İbrahim Murat Çağlar to serve until the Regular General Assembly assembling to inspect the accounts of 2012.

**- Regarding the election of independent auditing firm;**

In accordance with the principles of Communiqué on Independent Auditing Standards in Capital Market published by Capital Market Board, it has been decided by majority of votes for Güney Bağımsız Denetim ve Serbest Muhasebeci Mali Müşavirlik Anonim Şirketi (A member firm of Ernst & Young Global Limited) selected by the Board of Directors at the proposal of Audit Committee to serve as the independent auditing firm for 1 year to audit Company's activities and accounts in 2012.

We hereby declare that our aforesaid statements are in accordance with the fundamentals contained in the Communiqué Serial: VIII, Nr: 54 of the Capital Markets Board and fully reflect the information we have acquired in connection with the matter(s); such information is in compliance with our books, records and documents; we have spent all the necessary efforts to be able to completely and correctly acquire the information related to the matter and that we are liable for statements made thereon.

Ali Tayyar  
Accounting Director  
29.03.2012 / 17:14

Fatih Kemal Ebiçlioğlu  
Assistant General Manager-  
Finance and Accounting  
29.03.2012 / 17:14

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Beyođlu-ISTANBUL

Telephone and Fax Numbers : (0212) 314 34 34 - (0212) 314 34 63

Telephone and Fax Number of the Investor/Shareholder  
Relations Department of the Partnership : (0212) 314 31 15 – (0212) 314 34 90

Date : 14.03.2012

Subject : General Assembly Information Notes (Update)

### To the Presidency of Istanbul Stock Exchange

#### ISTANBUL

#### Material Event(s) to be Disclosed:

The data, documents and reports which have to be explained regarding the topics to be discussed in the General Assembly as necessitated by CMB Corporate Governance Principles and CMB Communiqu  s are submitted for our investors' information in the "General Assembly Information Notes" announced on our web site on 08.03.2012, and the resumes of 2 independent board of directors member candidates nominated by our Board of Directors have also been added to information notes.

We hereby declare that our aforesaid statements are in accordance with the fundamentals contained in the Communiqu   Serial: VIII, Nr: 54 of the Capital Markets Board and fully reflect the information we have acquired in connection with the matter(s); such information is in compliance with our books, records and documents; we have spent all the necessary efforts to be able to completely and correctly acquire the information related to the matter and that we are liable for statements made thereon.

Ali Tayyar  
Accounting Director  
14.03.2012 / 17:36

Fatih Kemal Ebi  liođlu  
Assistant General Manager-  
Finance and Accounting  
14.03.2012 / 17:36

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Beyoğlu-ISTANBUL

Telephone and Fax Numbers : (0212) 314 34 34 - (0212) 314 34 63

Telephone and Fax Number of the Investor/Shareholder  
Relations Department of the Partnership : (0212) 314 31 15 – (0212) 314 34 90

Date : 08.03.2012

Subject : General Assembly Information Notes

### To the Presidency of Istanbul Stock Exchange

#### ISTANBUL

#### Material Event(s) to be Disclosed:

The data, documents and reports which have to be explained regarding the topics to be discussed in the General Assembly as necessitated by CMB Corporate Governance Principles and CMB Communiqués are submitted for our investors' information in the "General Assembly Information Notes" announced on our web site and in case changes are made in the data explained, any necessary updates will be made in the information notes.

We hereby declare that our aforesaid statements are in accordance with the fundamentals contained in the Communiqué Serial: VIII, Nr: 54 of the Capital Markets Board and fully reflect the information we have acquired in connection with the matter(s); such information is in compliance with our books, records and documents; we have spent all the necessary efforts to be able to completely and correctly acquire the information related to the matter and that we are liable for statements made thereon.

Ali Tayyar  
Accounting Director  
08.03.2012 / 18:28

Fatih Kemal Ebiçlioğlu  
Assistant General Manager-  
Finance and Accounting  
08.03.2012 / 18:28



## DISCLOSURE OF MATERIAL EVENTS

Title of Corporation/Names of Shareholders : ARÇELİK A.Ş.  
Address : Karaağaç Cad.No:2-6 34445 Sıtlıöe  
Beyoğlu-İSTANBUL

Telephone and Fax Numbers : (0212) 314 34 34 - (0212) 314 34 63

Telephone and Fax Number of the Investor/Shareholder  
Relations Department of the Partnership : (0212) 314 31 15 – (0212) 314 34 90

Date : 02.03.2012

Subject : Independent Audit Institution Selection of the Board of  
Directors for the Year 2012

To the Presidency of Istanbul Stock Exchange

### İSTANBUL

Material Event(s) to be Disclosed:

In the decision of our Board of Directors dated 02.03.2012, in accordance with the offer of the Auditing Committee, as per Capital Market Regulations, it was decided to select Güney Bağımsız Denetim ve Serbest Muhasebeci Mali Müşavirlik Anonim Şirketi (A member firm of Ernst & Young Global Limited) serving as an independent audit institution for year 2012, for the audit of activities and accounts of our Company in 2012 and that this decision would be submitted to the approval of General Assembly.

We hereby declare that our aforesaid statements are in accordance with the fundamentals contained in the Communiqué Serial: VIII, Nr: 54 of the Capital Markets Board and fully reflect the information we have acquired in connection with the matter(s); such information is in compliance with our books, records and documents; we have spent all the necessary efforts to be able to completely and correctly acquire the information related to the matter and that we are liable for statements made thereon.

Ali Tayyar  
Accounting Director  
02.03.2012 / 14:32

Fatih Kemal Ebiçlioğlu  
Assistant General Manager-  
Finance and Accounting  
02.03.2012 / 14:32

## DISCLOSURE OF MATERIAL EVENTS

Title of Corporation/Names of Shareholders : ARÇELİK A.Ş.  
Address : Karaağaç Cad.No:2-6 34445 Sıtlıce  
Beyoğlu-İSTANBUL

Telephone and Fax Numbers : (0212) 314 34 34 - (0212) 314 34 63

Telephone and Fax Number of the Investor/Shareholder  
Relations Department of the Partnership : (0212) 314 31 15 – (0212) 314 34 90

Date : 02.03.2012

Subject : Profit Distribution Proposal of the Board of Directors

To the Presidency of Istanbul Stock Exchange

### İSTANBUL

Material Event(s) to be Disclosed:

|   |                  |
|---|------------------|
| Board of Directors Decision Date  | : 02.03.2012     |
| Accounting Period of the Profit to be Offered for Distribution                        | : Year 2011      |
| Aggregate Profit to be Offered for Distribution as Equity Issues                      | : 0              |
| Rate of the Profit to be Offered for Distribution as Equity Issues to the Capital (%) | : 0              |
| Aggregate Gross Profit Share to be Offered for Distribution in Cash (TL)              | : 300,000,000.00 |
| Cash Dividend to be Distributed to each Traded Share with 1 TL Nominal Value          | :                |
| Gross(TL)   | : 0.443970       |
| Net (TL)  | : 0.400560       |
| Distribution Date to be Offered   | : 05.04.2012     |

The Board of Directors of our Company took the following decision on 02.03.2012.

According to the financial tables for the accounting term 01.01.2011 and 31.12.2011, prepared by our Company within the framework of the Communiqué of the Capital Markets Board (CMB), Series: XI, Number 29, and in compliance with the International Financial Reporting Standards, and audited by Güney Bağımsız Denetim ve Serbest Muhasebeci Mali Müşavirlik A.Ş. (a member firm of Ernst & Young Global Limited); a "(Consolidated) Net Income" of TL 541,086,144.48 has been provided of which TL 506,505,644.22 is net income attributable to the equity holders of the parent. Prepared on basis of the long-term group strategy, the capital requirements of our company, our affiliates and subsidiaries; investment and finance policies as well as profitability and cash position, our proposal for profit distribution has been explained below. The payment of dividend will commence on April 5, 2012 in accordance with the decision to be adopted by the general assembly.

In accordance with Capital Market Law and Capital Market regulations, it was established that a distributable profit of TL 506,505,644.22 has been obtained, the sum of TL 514,641,465.73, which includes the addition of TL 8,135,821.51 consisting of the donations made to the tax-exempt foundations and associations, was the first dividend amount and in official records it was seen that there was a total distributable profit of TL 726,947,559.95, including TL 142,828,863.45 as net term profit after tax.

From the consolidated profit calculated in accordance with CMB Regulations,

To distribute TL 300,000,000.00 Gross Dividend to shareholders; to take TL 26,621,358.98 10% as 2nd group reserves and

Based on our legal records;

Funding TL 300,000,000.00 cash dividends through;

TL 25,378,713.96 Current year profits

TL 104,465,707.36 Current year's exceptional profits

TL 170,155,578.68 Reserve for Contingencies

- To pay TL 0.44397 gross=net cash dividend for one share with TL 1.00 nominal value at the rate of 44.4% and to full taxpayer institution shareholders or to limited taxpayer institution shareholders who acquire dividend through a workplace or permanent representative in Turkey;
- To pay TL 0.44397 gross and TL 0.40056 net cash dividend at the rate of 40.1% for one share with TL 1.00 nominal value to our other shareholders;

have been decided to propose abovementioned to General Assembly to be held on March 29th, 2012, Thursday to discuss the operation results of the year 2011.

| Profit Distribution Table of ARÇELİK A.Ş. for the year 2011 |   |                  |  |
|---|---|------------------|--|
| 1   | Paid/Issued Capital   | 675,728,205.00   |  |
| 2   | Total Legal Reserves (According to Legal Records)   | 190,067,091.96   |  |
|   | In case there is a privilege in the profit distribution in accordance with the Articles of Incorporation, information concerning such privilege |                  |  |
|   |   | According to CMB | According to Legal Records (LR)  |
| 3   | Term Profit   | 580,826,767.56   | 163,513,073.50   |
| 4   | Tax Payable (-)   | 74,321,123.33    | 20,684,210.05  |
| 5   | Net Term Profit (=)   | 506,505,644.22   | 142,828,863.45   |
| 6   | Losses of the Previous Year (-)   |                  | 0.00   |
| 7   | First Legal Reserves (-)  | 0.00             | 0.00   |
| 8   | NET DISTRIBUTABLE TERM PROFIT (=)   | 506,505,644.22   | 142,828,863.45   |
| 9   | Donations, Made During the Year (+)   | 8,135,821.51     |  |
| 10  | Net Distributable term profit, with donations added, over which the first dividend will be calculated   | 514,641,465.73   | The donations, made in the accounting term, are only added to the net distributable term profit during the calculation of the first dividend. In the remaining calculations for the profit distribution, the net distributable term profit, excluding donations is used. (8 + 9) |
| 11  | First Dividend to the Shareholders  | 102,928,293.15   |  |
|   | Cash  | 102,928,293.15   |  |
|   | Free of Charge  |                  |  |
|   | Total   | 102,928,293.15   |  |
| 12  | Dividend, Distributed to the Owners of the Privileged Shares  | 0.00             |  |
| 13  | Dividend to Board members, employees, etc.  | 0.00             |  |
| 14  | Dividend to the holders of redeemed shares  | 0.00             |  |
| 15  | Second Dividend to the Shareholders   | 197,071,706.85   |  |

|   |  |                |                |  |
|---|--|----------------|----------------|--|
| 1 |  |                |                | [ (11+12 + 13 +14 +15 + 20)- (1* %5)]*10%            |
| 6 | Second Legal Reserves  | 26,621,358.98  |                |  |
| 1 |  |                |                |  |
| 7 | Statutory Reserves   |                |                |  |
| 1 |  |                |                |  |
| 8 | Special Reserves   |                |                |  |
| 1 |  |                |                |  |
| 9 | EXTRAORDINARY RESERVES   | 179,884,285.25 | 0.00           | 5 - (6 + 7 + 11 + 12 + 13 + 14 + 15 + 16 + 17 + 18 ) |
| 2 | Other Resources, which are   |                |                |  |
| 0 | Planned to be Distributed  | 0.00           | 170,155,578.68 |  |
|   | Profit of the Previous Year  | 0.00           | 0.00           |  |
|   | Extraordinary Reserves   | 0.00           | 170,155,578.68 |  |
|   | Other reserves, distributable in accordance with the Law and Articles of Incorporation | 0.00           | 0.00           |  |

| PER SHARE DIVIDEND INFORMATION   |  |                                  |  |          |
|--|--|----------------------------------|--|----------|
|  | CLASS  | TOTAL<br>DIVIDEND<br>AMOUNT (TL) | DIVIDEND<br>CORRESPONDING<br>TO SHARE WITH TL<br>1 PAR VALUE |          |
|  |  |                                  | AMOUNT<br>(TL)   | RATE (%) |
| GROSS  | A<br>B<br>TOTAL  | 300,000,000.00                   | 0.44397  | 44.40    |
| NET  | A<br>B<br>TOTAL  | 288,523,250.93                   | 0.40056  | 40.06    |
| THE RATIO OF THE DISTRIBUTED PROFIT SHARE TO THE NET DISTRIBUTABLE TERM PROFIT INCLUDING DONATIONS |  |                                  |  |          |
| AMOUNT OF PROFIT SHARE DISTRIBUTED TO SHAREHOLDERS (TL)  | THE RATIO OF THE PROFIT SHARE, DISTRIBUTED TO THE SHAREHOLDERS, TO THE NET DISTRIBUTABLE TERM PROFIT INCLUDING DONATIONS (%) |                                  |  |          |
| 300,000,000.00   | 58.3   |                                  |  |          |

(\*)There are no privileged share groups in the profit.

(\*\*)104,465,707.36 TL of the dividend will be distributed through current year exceptional profits, 25,378,713.96 TL will be distributed through current year profits and the remainder 170,155,578.68 TL through reserve for contingencies, and stoppage will be applied to the legally obligated natural entities through the part that hits profits which are not exceptional.

We hereby declare that our aforesaid statements are in accordance with the fundamentals contained in the Communiqué Serial: VIII, Nr: 54 of the Capital Markets Board and fully reflect the information we have acquired in connection with the matter(s); such information is in compliance with our books, records and documents; we have spent all the necessary efforts to be able to completely and correctly acquire the information related to the matter and that we are liable for statements made thereon.

Ali Tayyar  
Accounting Director  
02.03.2012 / 14:18

Fatih Kemal Ebiçlioğlu  
Assistant General Manager-  
Finance and Accounting  
02.03.2012 / 14:18

## DISCLOSURE OF MATERIAL EVENTS

Title of Corporation/Names of Shareholders : ARÇELİK A.Ş.  
Address : Karaağaç Cad.No:2-6 34445 Söğütözü  
Beyoğlu-İSTANBUL

Telephone and Fax Numbers : (0212) 314 34 34 - (0212) 314 34 63

Telephone and Fax Number of the Investor/Shareholder  
Relations Department of the Partnership : (0212) 314 31 15 – (0212) 314 34 90

Date : 02.03.2012

Subject : Board Decision Regarding the Gathering of  
Shareholders' General Assembly

To the Presidency of Istanbul Stock Exchange

### İSTANBUL

Material Event(s) to be Disclosed:

|  |  |
|--|--|
| Board of Directors Decision Date   | : 02.03.2012   |
| General Assembly Meeting Type  | : Ordinary   |
| If it's an Ordinary General Assembly, the Accounting Year<br>It Belongs To | : Year 2011  |
| Date   | : 29.03.2012   |
| Hour   | : 11:00  |
| Address  | : Divan İstanbul Elmadağ, Asker Ocağı Str. Nr.1 34367 Şişli İstanbul |

## AGENDA OF ARÇELİK A.Ş. ORDINARY GENERAL ASSEMBLY MEETING DATED 29.03.2012

1. Opening and the Election of Presidential Board,
2. Reading the Report of the Board of Directors, the Report of the Auditors and the summary of the Report of the Independent Audit Institution Güney Bağımsız Denetim ve Serbest Muhasebeci Mali Müşavirlik Anonim Şirketi (A member firm of Ernst & Young Global Limited), concerning the operations and accounts of the year 2011, discussing these reports, acceptance, acceptance after amendments or refusal of the proposal of the Board of Directors for the Balance Sheet and Income Statement of the year 2011,
3. The acquittal of the Members of the Board of Directors and the Auditors separately for the operations of the Company in 2011,
4. The acceptance, acceptance with modifications or refusal of the Board of Directors's offer for the distribution of the profit of the year 2011 and the profit distribution date,
5. Informing the General Assembly regarding the Company's "Profit Distribution Policy" for the year 2012 and the following years pursuant to the Corporate Governance Principles,
6. Informing the General Assembly about the Company's "Company Information Disclosure Policy" pursuant to the Corporate Governance Principles,
7. On condition that necessary permissions are obtained from the Capital Markets Board and T.R. Ministry of Customs and Trade, the approval of the amendments in Article 11 entitled "Formation", Article 12 entitled "Term and Election", Article 15 entitled "Other Provisions Related to Board of Directors", Article 16 entitled "Remuneration", Article 23 entitled "Types of Meeting", Article 26 entitled "Quorum" and Article 34 entitled "Duties of General Assembly" of the Articles of the Association of the Company and the approval of adding Article 45 entitled "Conformity to the Corporate Governance

Principles" to the Articles of Association of the Company,

8. Determination of the number and duty term of the Members of Board of Directors, making an election in accordance with the number of members, determining the Independent Board Members,
9. Determination of the number of Auditors and making election pursuant to the determined number,
10. Determination of the "Remuneration Policy" for the Board Members and Top Managers pursuant to the Corporate Governance Principles,
11. Determination of gross monthly salaries of the Members of the Board of Directors and Auditors,
12. Approval of Independent Audit Institution selected by the Board of Directors in accordance with the Auditing Committee's offer, pursuant to the Communiqué of Independent Audit Standards in the Capital Market issued by Capital Markets Board,
13. Authorizing the shareholders that hold the management capacity, the Members of the Board of Directors, top managers and their wives and relatives by blood and marriage, second degree at the most to perform transactions that would cause a probable conflict of interest and competing with the Company or subsidiaries, to carry on businesses within the same domain with the company on their own or on behalf of others and to get into partnership with such companies and to perform other transactions, pursuant to the Articles 334 and 335 of the Turkish Commercial Code and informing the General Assembly about transactions made within this scope,
14. Informing the General Assembly about the donations and aid made by the Company in the year 2011 to foundations and associations for social relief purposes,
15. Authorization of the Presidential Board to sign the General Assembly Meeting Minutes on behalf of the Shareholders and to settle with this,
16. Wishes and opinions.

The Board of Directors of Arçelik A.Ş. took the following decisions on 02.03.2012.

It is agreed upon that Arçelik A.Ş.'s annual General Assembly of Shareholders will be invited to the meeting to be held on 29.03.2012 Thursday at 11:00 at Divan İstanbul, Elmadağ, Asker Ocağı Str. No: 1 34367 in Şişli, İstanbul, that the invitation will be duly prepared, that it is notified in Turkish Trade Registry Gazette and in Turkey issues of newspapers across the country as set in the Articles of Association of the Company and on the company's web page at [www.arcelikas.com.tr](http://www.arcelikas.com.tr), and in this connection;

- a) the Board of Directors Report of 2011 to be presented to the General Assembly,
- b) the Profit Distribution Offer of 2011 to be presented to the General Assembly

are presented to the Board of Directors, and that the Board of Directors Report and Corporate Governance Principles Compliance Report, Balance Sheet, Income Statement, Auditor's Report, Independent Auditor's Report of Güney Bağımsız Denetim ve Serbest Muhasebeci Mali Müşavirlik Anonim Şirketi (A member firm of Ernst & Young Global Limited), Board of Directors profit distribution offer and the information notes which include the necessary explanations for the compliance with the obligatory Corporate Governance Principles related with the agenda items are kept available at the Company Head Office, published on the company's web site and declared in Public Disclosure Platform for the examination of shareholders at least 21 days before the General Assembly Meeting date.

We hereby declare that our aforesaid statements are in accordance with the fundamentals contained in the Communiqué Serial: VIII, Nr: 54 of the Capital Markets Board and fully reflect the information we have acquired in connection with the matter(s); such information is in compliance with our books, records and documents; we have spent all the necessary efforts to be able to completely and correctly acquire the information related to the matter and that we are liable for statements made thereon.

Ali Tayyar  
Accounting Director  
02.03.2012 / 14:00

Fatih Kemal Ebiçlioğlu  
Assistant General Manager-  
Finance and Accounting  
02.03.2012 / 14:00

## DISCLOSURE OF MATERIAL EVENTS

Title of Corporation/Names of Shareholders : ARÇELİK A.Ş.  
Address : Karaağaç Cad.No:2-6 34445 Sıtlüce  
Beyoğlu-ISTANBUL

Telephone and Fax Numbers : (0212) 314 34 34 - (0212) 314 34 63

Telephone and Fax Number of the Investor/Shareholder  
Relations Department of the Partnership : (0212) 314 31 15 – (0212) 314 34 90

Date : 28.02.2012

Subject : Amendments on the Articles of Association

To the Presidency of Istanbul Stock Exchange

### ISTANBUL

Material Event(s) to be Disclosed:

The Board of Directors of our Company took the following decisions on 28.02.2012.

It was decided that the Article 11 entitled "Formation", Article 12 entitled "Term and Election," Article 15 entitled "Other Provisions Related to Board of Directors" and Article 16 entitled "Remuneration" which are in the Board of Directors part of our Company's Articles of Association and Article 23 entitled "Types of Meeting", Article 26 entitled "Quorum" and Article 34 entitled "Duties of General Assembly" which are in the General Assembly part shall be amended as attached and Article 45 entitled "Conformity to the Corporate Governance Principles" shall be added, and that these shall be submitted to approval of the first General Assembly to be held after the necessary legal permissions are obtained for the amendments on the Articles of Association.

#### OLD TEXT

##### FORMATION

Article 11- The business of the company is run by a Board of Directors that will consist of at least three members to be selected among the shareholders within the frame of Turkish Commercial Law. The General Manager of the Company can be appointed as a Board Member.

#### NEW TEXT

##### FORMATION

Article 11- The business of the company is run by a Board of Directors that will consist of at least 5 (five) members to be selected among the shareholders within the frame of Turkish Commercial Law and Capital Markets Board regulations. The General Manager of the Company can be appointed as a Board Member.

The number and qualifications of independent board members who will serve in the Board of Directors is determined according to the regulations of Capital Markets Board concerning the corporate governance.

#### OLD 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**

### **TERM AND ELECTION**

**Article 12-** Members of the Board of Directors are elected for a term of **3 (three) years at the most**. In the event that a member position is vacated or **an independent board member loses his/her independence status** the member elected in accordance with the provisions of Turkish Trade Law and Capital Markets Board regulations serves for the remaining term of the predecessor and **such changes are submitted to the approval of the first General Assembly**.

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.

## **OLD TEXT**

### **OTHER PROVISIONS RELATED TO BOARD OF DIRECTORS**

**Article 15-** Form of meeting, quorums for meetings and decisions, voting, duties and powers of the Board of Directors, conditions pertaining to withdrawal, death of a board member or inability to perform his duties, election of a new board member to the position vacated are carried in accordance with the provisions of Turkish Trade Law.

However, the following operations are executed in all cases by the decision of the Board of Directors:

1. Employment and termination of employment of General Manager and Assistant General Managers and determination of employment and powers of same.
2. Determination of persons authorized to sign on behalf of the Company and the Limits of the authority of same.
3. Determination time and terms of business subjects to be undertaken which are included in the Article nr. 3 of the Articles of Association.
4. Agencies and Representations to be obtained for the Company.
5. Opening and closing branches.
6. Principle decisions pertaining to purchase and sale.
7. Purchase and sale of immovables for the company.
8. Determination of annual business program, budget and staff and make changes in the same.
9. Preparation of Balance Sheet, Profit and Loss Statement and Annual Report.
10. Other businesses specified in the Articles of Association and Turkish Trade Law which can be carried out only by Board of Directors Decision.

## **NEW TEXT**

### **OTHER PROVISIONS RELATED TO BOARD OF DIRECTORS**

**Article 15-** Form of meeting, quorums for meetings and decisions, voting, duties and powers of the Board of Directors, conditions pertaining to withdrawal, death of a board member or inability to perform his duties, election of a new board member to the position vacated are carried in accordance with the provisions of Turkish Trade Law and Capital Markets Board regulations.

However, the following operations are executed in all cases by the decision of the Board of Directors:

1. Employment and termination of employment of General Manager and Assistant General Managers and determination of employment and powers of same.
2. Determination of persons authorized to sign on behalf of the Company and the Limits of the authority of same.
3. Determination time and terms of business subjects to be undertaken which are included in the Article nr. 3 of the Articles of Association.
4. Agencies and Representations to be obtained for the Company.
5. Opening and closing branches.
6. Principle decisions pertaining to purchase and sale.
7. Purchase and sale of immovables for the company.
8. Determination of annual business program, budget and staff and make changes in the same.
9. Preparation of Balance Sheet, Profit and Loss Statement and Annual Report.
10. Other businesses specified in the Articles of Association and Turkish Trade Law which can be carried out only by Board of Directors Decision.

Insofar, the clauses of the Article 45 of the Articles of Association are reserved in the quorums for meetings and decisions of the Board of Directors.

## **OLD 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**

### **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 . **Remuneration plans based on the performance of the Company are not used in the payments to be made to the independent members of the Board of Directors.** 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.

## **OLD TEXT**

### **TYPES OF MEETING**

**Article 23-** General Assembly meets ordinarily and extraordinarily.

Ordinary General Assembly meets within three months from the end of accounting period of the Company and at least once a year. At this meeting the annual transactions and accounts and other subjects in the agenda are reviewed and decided upon. Extraordinary General Assembly meets at time circumstances the company business requires in accordance with the provisions of Turkish Trade Law and this Articles of Association and reviews the subjects included in the agenda and takes the required decisions.

## **NEW TEXT**

### **TYPES OF MEETING**

Article 23- General Assembly meets ordinarily and extraordinarily.

Ordinary General Assembly meets within three months from the end of accounting period of the Company and at least once a year. At this meeting the annual transactions and accounts and other subjects in the agenda are reviewed and decided upon. Extraordinary General Assembly meets at time circumstances the company business requires in accordance with the provisions of Turkish Trade Law , **Capital Markets Board regulations** and this Articles of Association and reviews the subjects included in the agenda and takes the required decisions.

## **OLD TEXT**

### **QUORUM**

Article 26- Provisions of Turkish Trade Law concerning the quorum at ordinary and extraordinary General Assembly shall be valid.

## **NEW TEXT**

### **QUORUM**

Article 26- Provisions of Turkish Trade Law and **Capital Markets Board regulations** concerning the quorum at ordinary and extraordinary General Assembly shall be valid.

## **OLD TEXT**

### **DUTIES OF THE GENERAL ASSEMBLY**

Article 34- The main duties and powers of the General Assembly are as follows:

1. Discuss and decide on matters which are outside the authority of the Board of Directors.
2. Decide on the reports, balance sheet, Profit and Loss Statement to be issued by the Board of Directors and the Auditors, Decide on the release or liability of the Board of Directors and the Auditors, determine the method of profit distribution.
3. Select the members of the Board of Directors and change them when necessary, determine the remuneration to be provided to them.
4. Decide on whether or not to give permission for transaction which the members of the Board of Directors are required to obtain permission.

The powers of the General Assembly are not limited with only the ones specified above but includes decisions concerning the business directly or indirectly related with the Company such as conducting and developing company business, changing provisions of Articles of Association within the scope of Turkish Trade Law clauses.

## **NEW TEXT**

### **DUTIES OF THE GENERAL ASSEMBLY**

Article 34- The main duties and powers of the General Assembly are as follows:

1. Discuss and decide on matters which are outside the authority of the Board of Directors.
2. Decide on the reports, balance sheet, Profit and Loss Statement to be issued by the Board of Directors and the Auditors, Decide on the release or liability of the Board of Directors and the Auditors, determine the method of profit distribution.
3. Select the members of the Board of Directors and change them when necessary, determine the remuneration to be provided to them.
4. Decide on whether or not to give permission for transaction which the members of the Board of Directors are required to obtain permission.

The powers of the General Assembly are not limited with only the ones specified above but includes decisions concerning the business directly or indirectly related with the Company such as conducting and developing company business, changing provisions of Articles of Association within the scope of Turkish Trade Law clauses and **Capital Markets Board regulations**. In the General Assembly votes, the clauses of the 45th item of the Articles of Association herein are reserved.

**NEW TEXT**

**CONFORMITY TO THE CORPORATE GOVERNANCE PRINCIPLES**

Article 45- The Corporate Governance Principles are obeyed as necessitated by the Capital Markets Board. Transactions made and Board of Directors' decisions taken disregarding the mandatory principles are regarded as invalid and contrary to the Articles of Association.

Regulations of the Capital Markets Board concerning the corporate governance are applied in the transactions which are deemed significant in respect to the implementation of Corporate Governance Principles, in all transactions of the company with related parties and in transactions regarding the assurance and furnishing pledge including mortgage in favor of the third parties.

We hereby declare that our aforesaid statements are in accordance with the fundamentals contained in the Communiqué Serial: VIII, Nr: 54 of the Capital Markets Board and fully reflect the information we have acquired in connection with the matter(s); such information is in compliance with our books, records and documents; we have spent all the necessary efforts to be able to completely and correctly acquire the information related to the matter and that we are liable for statements made thereon.

Ali Tayyar  
Accounting Director  
28.02.2012 / 13:27

Fatih Kemal Ebiçlioğlu  
Assistant General Manager-  
Finance and Accounting  
28.02.2012 / 13:27

## DISCLOSURE OF MATERIAL EVENTS

Title of Corporation/Names of Shareholders : ARÇELİK A.Ş.  
Address : Karaağaç Cad.No:2-6 34445 Söğütöce  
Beyoğlu-İSTANBUL

Telephone and Fax Numbers : (0212) 314 34 34 - (0212) 314 34 63

Telephone and Fax Number of the Investor/Shareholder  
Relations Department of the Partnership : (0212) 314 31 15 – (0212) 314 34 90

Date : 24.02.2012

Subject : Fitch Ratings' Credit Rating Explanation

### To the Presidency of Istanbul Stock Exchange

#### İSTANBUL

##### Material Event(s) to be Disclosed:

Fitch Ratings, which is a credit rating agency, upgraded our company's foreign exchange and TL denominated long term credit ratings from "BB" to "BB +" and national long term rating from "AA-" to "AA"; the outlook is stable.

We hereby declare that our aforesaid statements are in accordance with the fundamentals contained in the Communiqué Serial: VIII, Nr: 54 of the Capital Markets Board and fully reflect the information we have acquired in connection with the matter(s); such information is in compliance with our books, records and documents; we have spent all the necessary efforts to be able to completely and correctly acquire the information related to the matter and that we are liable for statements made thereon.

Ali Tayyar  
Accounting Director  
24.02.2012 / 08:57

Fatih Kemal Ebiçlioğlu  
Assistant General Manager-  
Finance and Accounting  
24.02.2012 / 08:57

## DISCLOSURE OF MATERIAL EVENTS

Title of Corporation/Names of Shareholders : ARÇELİK A.Ş.  
Address : Karaağaç Cad.No:2-6 34445 Söğütözü  
Beyoğlu-İSTANBUL

Telephone and Fax Numbers : (0212) 314 34 34 - (0212) 314 34 63

Telephone and Fax Number of the Investor/Shareholder  
Relations Department of the Partnership : (0212) 314 31 15 – (0212) 314 34 90

Date : 16.02.2012

Subject : Financial results of the year 2011 and expectations  
from the year 2012

### To the Presidency of Istanbul Stock Exchange

#### İSTANBUL

Material Event(s) to be Disclosed:

Both the summary information concerning the financial results of the year 2011 which was disclosed today and our expectations from the year 2012 are available on the web page [www.arcelikas.com.tr](http://www.arcelikas.com.tr).

We hereby declare that our aforesaid statements are in accordance with the fundamentals contained in the Communiqué Serial: VIII, Nr: 54 of the Capital Markets Board and fully reflect the information we have acquired in connection with the matter(s); such information is in compliance with our books, records and documents; we have spent all the necessary efforts to be able to completely and correctly acquire the information related to the matter and that we are liable for statements made thereon.

Ali Tayyar  
Accounting Director  
16.02.2012 / 17:20

Fatih Kemal Ebiçlioğlu  
Assistant General Manager-  
Finance and Accounting  
16.02.2012 / 17:20

## DISCLOSURE OF MATERIAL EVENTS

Title of Corporation/Names of Shareholders : ARÇELİK A.Ş.  
Address : Karaağaç Cad.No:2-6 34445 Söğütözü  
Beyoğlu-İSTANBUL

Telephone and Fax Numbers : (0212) 314 34 34 - (0212) 314 34 63

Telephone and Fax Number of the Investor/Shareholder  
Relations Department of the Partnership : (0212) 314 31 15 – (0212) 314 34 90

Date : 23.01.2012

Subject : New Head of Investor Relations Department

### To the Presidency of Istanbul Stock Exchange

#### İSTANBUL

Material Event(s) to be Disclosed:

Subject: Regarding our announcement made to the Istanbul Stock Exchange ("İSE") on 19.03.2009

As of 23.01.2012, Mr. Fatih Kemal Ebiçlioğlu, Assistant General Manager of Finance and Accounting, will also assume the management of Investor Relations, which is responsible for the functions outlined in the article 7 of Communiqué Serial: IV, No: 41 of the Capital Markets Board, upon the departure of Mr. M. Törkay Tatar, who previously held this position. Mr. Ebiçlioğlu's contact details are as follows:

Fatih Kemal Ebiçlioğlu

Phone : 90 212 314 31 00

Fax : 90 212 314 34 90

e-mail : [fatih.ebiclioglu@arcelik.com](mailto:fatih.ebiclioglu@arcelik.com)

e-mail : [investorrelations@arcelik.com](mailto:investorrelations@arcelik.com)

We hereby declare that our aforesaid statements are in accordance with the fundamentals contained in the Communiqué Serial: VIII, Nr: 54 of the Capital Markets Board and fully reflect the information we have acquired in connection with the matter(s); such information is in compliance with our books, records and documents; we have spent all the necessary efforts to be able to completely and correctly acquire the information related to the matter and that we are liable for statements made thereon.

Ali Tayyar  
Accounting Director  
23.01.2012 / 11:56

Fatih Kemal Ebiçlioğlu  
Assistant General Manager-  
Finance and Accounting  
23.01.2012 / 11:56