

SHARE TRANSFER

POWER OF ATTORNEY

With respect to the acquisition of shares of _____ A.Ş., the undersigned person/entity hereby authorizes the individuals whose names are set forth below, to undertake all transactions necessary or required by statute or otherwise before the Ministry of Industry and Commerce of Turkey, the Treasury Department Foreign Investment Directorate, Regional Commerce Directorates, Commercial Registries, Chambers of Commerce, Banks, Municipalities, Municipal Branch Offices, Tax Departments and Directorates to present the Articles of Association and any other document for approval, to execute any modifications thereof, to present for registration, to make the corrections and improvements with his signature and present it for approval and registration, to publish notices, to permit matters to be published in the Commercial Registry Gazette, to request and to receive certificates of commercial status and to make amendments, to pay all taxes, duties and levies and to receive receipts therefor, to receive money, to sign all agreements in order to transfer the shares and to present it for registration, to collect the value of the transferred shares, to attend general assemblies representing the undersigned entity which will be realized related to share transfer, to accept or to reject any resolutions, to ensure and obtain our rights benefits and advantages, in sum to conduct (without any additional authorization) any and all acts that are necessary, to authorize other individuals to perform any or all of the foregoing, and to withdraw said authority.

POWER GIVEN TO:

Name: [_____]

POWER GIVEN BY:

Name: [_____]

Date: [_____]

Signature: [_____]