

Corporate Governance Rating Report

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Capital Market Board of Turkey

Holding

		7.71 AA(Trk)/bb (Positive)						
Corporate Governance Score & Outlook	Shareholders	7.11 A A(Trk)/b (Positive)						
	Public Disclosure & Transparency	8.59 AAA(Trk)/a (Positive)						
	Stakeholders	7.54 AA(Trk)/bb (Positive)						
	Board of Directors	7.17 AA(Trk)/b (Positive)						
Best Practices of Corporate Governance		<table border="1"> <tr> <td>Beyond</td> <td>Comparable</td> <td>Below</td> </tr> <tr> <td>30%</td> <td>60%</td> <td>10%</td> </tr> </table>	Beyond	Comparable	Below	30%	60%	10%
Beyond	Comparable	Below						
30%	60%	10%						

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Company Information

Trade Name	IHLAS HOLDING A.Ş.
Address	29 Ekim Cad. No: 23, 34197 Yenibosna/Istanbul
Chairman	Enver ÖREN, Ph.D.
CEO	A.Mücahid ÖREN
Investor Relations	Phone: +90 (212) 454 24 22 yatirimci@ihlas.com.tr
Web	http://www.ihlas.com.tr/
Corporate Governance	Orhan TANIŞMAN

Strengths

- Existence of a functional investor relations department
- Utilization of its website as an effective transparency platform
- Strong staff commitment
- Existence of functional audit and corporate governance committees
- One third of its board composed of independent members
- Disclosure of financial and commercial affairs with related parties
- Disclosure of trading activities by top management on the company shares
- Resolution of conflict of interests with stakeholders through amicable settlements

Constraints

- Absence of board members to represent minority groups
- Absence of internal regulations to broaden the exercise of minority rights beyond the current legislation
- The privilege on the B group shares to determine majority of board members
- Failure in written documentation of attributes to be borne by the board members through internal regulations
- Non-subjection of procedures of election, work, dismissal and resignation of the board members in internal regulations
- Low level of participation in the general meetings despite high expansion ratio of capital base

IHLAS HOLDING A.Ş.

Financial Data	2009*	2008*	2007*	2006*
Total Assets (USD mn)	741	687	744	561
Total Assets (TL mn)	1,116	1,038	867	788
Equity (TL mn)	621	445	498	479
Net Profit (TL mn)	46	-112	-18	-44
ROAA (%)	5.88	-12.59	-2.50	-4.15
ROAE (%)	8.65	-23.69	-3.67	-8.87
Equity/Assets (%)	55.65	42.84	57.45	60.72
Net Working Cap./T.Assets (%)	65.48	72.90	61.75	51.52
Asset Size Growth Rate (%)	7.48	19.76	10.01	-14.50

*End of year

General Publicity

IHLAS HOLDİNG A.Ş. (Holding or Company) {Rated [FC:BB/B-Stable, LC:A(Trk)/(A-1) (Trk)-Stable]} is a highly effective entrepreneurial group of companies in an integrated production-distribution-customer line through a large dealership network and a portfolio of 50 companies (6 of them publicly traded) operating in the fields of media, construction, education, health, tourism, mining, carbonated beverages, marketing, trade fair and event organization, the production of two and three-wheeled vehicles, the production of electrical and electronic small household appliances, internet and mobile services, warehousing, and financial asset management.

The largest qualifying shareholders of Ihlas Holding, shares of which began to be publicly traded on IMKB (ISE-Istanbul Stock Exchange) in 1994 and currently have a free float of 83.78% of its capital are **Enver ÖREN, Ph.D.** and **A.Mücahid ÖREN** from the **Ören Family**. They currently own a total of 12.73% of the company's shares. The Group maintains its operations in Turkey, the Middle East and neighbouring countries by a staff force of nearly 2,700 individuals.

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