

REPUBLIC OF TURKEY
PRIME MINISTRY
PRIVATIZATION ADMINISTRATION

TENDER ANNOUNCEMENT FOR PRIVATIZATION OF
BOĞAZIÇI ELEKTRİK DAĞITIM A.Ş., DİCLE ELEKTRİK DAĞITIM A.Ş GEDİZ
ELEKTRİK DAĞITIM A.Ş AND TRAKYA ELEKTRİK DAĞITIM A.Ş.

Within the framework of Law No. 4046, the Republic of Turkey, Prime Ministry, Privatization Administration (the "PA"), announces the tender to privatize through a block sale by using the sale method of 100 % of shares in Boğaziçi Elektrik Dağıtım A.Ş., Dicle Elektrik Dağıtım A.Ş., Gediz Elektrik Dağıtım A.Ş. and Trakya Elektrik Dağıtım A.Ş.

Company Whose Shares Are Being Offered	Region	Percentage of Shares Being Offered (%)	Amount of Bid Bond (US \$)	Amount For Tender Specifications and Information Memorandum (US \$)
Boğaziçi Elektrik Dağıtım A.Ş.	İstanbul European Side	100	20,000,000 (twentymillion)	10,000 (tenthousand)
Dicle Elektrik Dağıtım A.Ş.	Diyarbakır, Şanlıurfa, Mardin, Batman, Siirt, Şırnak	100	10,000,000 (tenmillion)	10,000 (tenthousand)
Gediz Elektrik Dağıtım A.Ş.	İzmir, Manisa	100	15,000,000 (fifteenmillion)	10,000 (tenthousand)
Trakya Elektrik Dağıtım A.Ş.	Edirne, Kırklareli, Tekirdağ	100	10,000,000 (tenmillion)	10,000 (tenthousand)

1. The tender shall be realized by receiving bids in a sealed envelope and by bargaining method through negotiations. If deemed necessary by the Tender Commission, the tender may be finalized through a public auction attended by the bidders with whom negotiations are continuing.

2. Separate bids have to be given for each company. Bids cannot include any conditions and cannot be related to each other.

3. Only legal persons and Consortia can enter the tender. In order to participate in the tender, it is mandatory to sign a Confidentiality Undertaking, to obtain the Information Memorandum and the Tender Specifications and to meet the pre-qualification criteria. It is adequate that the Tender Specifications and Information Memorandum are obtained by only one member of the Consortium however; each and every member of the Consortium should sign a Confidentiality Undertaking.

Legal persons and Consortia are required to apply to the Administration for prequalification no later than **04 May, 2010** at 16:00. Applications made after such date and time shall not be accepted. The Administration reserves its right to extend such term.

4. The Information Memorandum and Tender Specifications prepared for each company separately can be obtained after execution of the respective Confidentiality Undertakings by an authorized person/persons of the Consortia and legal person, which may be obtained from the below address of the PA as of **19 March, 2010**. After the delivery of the executed Confidentiality Undertakings for companies of interest, Information Memorandum and the Tender Specifications for companies of interest may be obtained from the below address of the PA as of **19 March, 2010** in return for a "Receipt Certificate" by providing the bank slip where the name of the legal person or the Consortium is clearly stated, including the specification of ".....A.Ş. Information Memorandum and the Tender Specifications Purchase Price" showing the deposit of US\$ 10.000 (tenthousand) which is the purchase price of the Information Memorandum and the Tender Specifications. The purchase price can be deposited to Privatization Fund US Dollar current account at T.C. Ziraat Bankası A.Ş. Central Branch Account Number TR910001000001387773435005 or to the of Privatization Fund Proceeds and Dividends

current account (TL) at T.C. Ziraat Bankası A.Ş. Central Branch Account Number TR860001000001387756615004 in the Turkish Lira equivalent. The Turkish Lira equivalent shall be calculated according to the US Dollar foreign currency sell rate of the Turkish Central Bank as of the date of payment. The deposited price shall not be refunded under any circumstances.

5. Separate bid bonds of **US\$ 20,000,000.-** (twentymillion) for Boğaziçi Elektrik Dağıtım A.Ş., **US\$ 10,000,000.-** (tenmillion) for Dicle Elektrik Dağıtım A.Ş., **US\$ 15,000,000.-** (fifteenmillion) for Gediz Elektrik Dağıtım A.Ş., **US\$ 10,000,000.-** (tenmillion) for Trakya Elektrik Dağıtım A.Ş. will be received from the bidders in order to participate in the respective tenders.

6. Bids for each company submitted by the applicants deemed qualified to participate in the tender shall be prepared in accordance with the instructions as set out in the Tender Specifications and shall be delivered by hand in a sealed envelope labeled **“BID FORA.Ş. - CONFIDENTIAL”** to the PA’s address indicated below not later than **16:00** on **22 July, 2010**. Bids delivered after the bidding deadline will not be taken into consideration.

7. This tender is not subject to State Tender Law No. 2886 and, the PA is free to proceed or not to proceed with the tender, to award the contract to the one it wishes and to extend the bidding period. The sale of shares to parties domiciled abroad is subject to foreign capital legislation, Electricity Market Law no. 4628 and other relevant legislation. The mentioned legislation may be obtained from the Undersecretariat of Treasury, General Directorate of Foreign Investment and Energy Market Regulatory Authority.

8. All other matters related to the tender are included in the Tender Specifications Document.