

**THE CAPITAL MARKETS BOARD**  
**DEPARTMENT OF CORPORATE FINANCE**

**SET OF PROSPECTUS AND CIRCULAR**

**CASH INCREASE AND SALE OF SHAREHOLDING**  
**OUTSIDE OF THE REGISTERED CAPITAL SYSTEM**

**30/03/2000**

**ANKARA**

**FROM SODA SANAYİİ ANONİM ŞİRKETİ (JOINT STOCK COMPANY)**

THIS PROSPECTUS IS RELEVANT TO THE SALE, BY WAY OF PUBLIC OFFERING, OF THE STOCKS WITH THE TOTAL NOMINAL VALUE OF TL 3,161,000,000,000 BY WAY OF INCREASING OUR CAPITAL FROM 18,960,000,000,000 LIRAS TO 21,067,000,000,000 LIRAS IN RETURN FOR CASH AMOUNTING 2,107,000,000,000 LIRAS AND RESTRICTING THE PRE-EMPTIVE RIGHTS OF THE EXISTING SHAREHOLDERS FOR THE STOCKS THAT WILL REPRESENT THE CAPITAL INCREASED IN RETURN FOR CASH AND BY COLLECTING IN CASH AND IN ADVANCE THE PORTION AMOUNTING TL 1,054,000,000,000 CONTAINED IN THE STOCKS REPRESENTING THE CURRENT CAPITAL.

THE STOCKS, WHICH WILL BE ISSUED DUE TO THIS CAPITAL INCREASE, HAVE BEEN REGISTERED BY THE CAPITAL MARKETS BOARD ON **07/04/2000** UNDER THE REGISTRATION NO **43/531**. HOWEVER, THIS REGISTRATION DOES NOT MEAN A GUARANTEE PROVIDED BY THE BOARD OR THE PUBLIC FOR OUR CORPORATION AND FOR THE STOCKS.

THE TRADE OF THESE STOCKS IN THE STOCK EXCHANGE AFTER COMPLETION OF THE SALE IS SUBJECT TO THE AFFIRMATIVE RESOLUTION TO BE TAKEN BY THE EXECUTIVE BOARD OF THE STOCK EXCHANGE WITHIN THE FRAMEWORK OF THE RELEVANT PROVISIONS CONTAINED IN THE STOCK EXCHANGE LEGISLATION. IN THE LETTER DATED 29.03.2000 RECEIVED FROM THE ISTANBUL STOCK EXCHANGE; IT IS STATED THAT THE COMPANY MEETS THE CONDITIONS OTHER THAN 2/e (THE CONDITION, PUBLICLY HOLDING) AMONG THE CONDITIONS OF LISTING INDICATED IN THE ARTICLE 9/A-1 OF THE ISE LISTING REGULATION AND THAT THE COMPANY'S STOCKS CAN BE TRADED IN THE NATIONAL MARKET, UNDER THE RESOLUTION TO BE TAKEN BY THE EXECUTIVE BOARD OF THE STOCK EXCHANGE BY TAKING AS BASIS THE CONDITIONS OF LISTING INDICATED IN THE ARTICLE 9/A-1 OF THE ISE LISTING REGULATION AND BY RESTING ON THE POWER GRANTED BY THE ARTICLE 35 OF THE REGULATION ON THE FOUNDATION AND WORKING PRINCIPLES OF THE STOCK EXCHANGES; AFTER A REVIEW ON THE RESULTS OF THE PUBLIC OFFERING, IN CASE THE 2/e CONDITION IS ALSO FULFILLED.

**I. INFORMATION ON OUR CORPORATION**

**A. INTRODUCTORY INFORMATION**

1.	Trade name	:	SODA SANAYİİ A.S.
2.	Headquarters and branch addresses	:	KAZANLI MEVKİİ MERSİN
3.	Registration date, registration number and trade registry office	:	16.10.1969/2702, MERSİN TRADE REGISTRY OFFICE
4.	Duration	:	UNLIMITED PERIOD OF TIME
5.	The known number of Shareholders	:	8

**B. INFORMATION ON THE CURRENT CAPITAL AND SHARES**

1.	Paid-in capital	:	18,960,000,000,000
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2.	The most recent two ordinary general assembly meetings and, the current distribution of the paid-in capital among the shareholders					
The Shareholder's;		Capital Share				
Trade Name/ Name and Surname		23/03/1999	22/03/2000	17/11/1999		
		(Thousand TL)	(%)	(Thousand TL)	(%)	(Thousand TL)
					(%)	
T. İş Bankası A.S.		5,494,686,671	37.38	7,087,024,442	37.38	7,087,024,442
T.Şişe ve Cam Fab. A.S.		9,019,359,296	61.36	11,633,132,806	61.36	11,633,132,806
Other		185,954.033	1.26	239,842,772	1.26	239,842,772
TOTAL		14,700,000,000	100	18,960,000,000	100	18,960,000,000

3.	The real person shareholders' kinships with each other, whose shares in the capital are 10% and more:
	NO.

4.	Of the Shares Representing the Capital;				
Allocation	Registered/Bearer	Share Nominal Value (TL)	Total (TL)	The Rate to the Capital (%)	
I	BEARER	1,000	5,000,000	0.00002	
I	BEARER	1,000,000	6,485,000,000	0.034	
I	BEARER	10,000,000	34,310,000,000	0.18	
I	BEARER	100,000,000	101,200,000,000	0.53	
I	BEARER	1,000,000,000	208,000,000,000	1.09	
I	BEARER	10,000,000,000	310,000,000,000	1.64	
I	BEARER	50,000,000,000	18,300,000,000,000	96.5	
TOTAL			18,960,000,000,000	100.0	

5.	Of the real and legal persons possessing the capital indirectly;		
	Name and Surname/Trade Name	Share in Capital	
		Amount (TL)	Rate (%)
	Türkiye İş Bankası A.S.	8,052,301,884,867	42.47 %
	Türkiye Şişe ve Cam Fabrikaları A.S.	197,974,179,681	1.04 %
	Trakya Cam Sanayii A.S.	16,165,365,785	0.09 %
	Anadolu Hayat Sigorta A.S.	7,951,058,183	0.04 %
	Camsar Sanayi Ara Mal Paz A.S.	2,534,646,281	0.01 %
	Anadolu Anonim Türk Sigorta Şirketi	560,280,600	0.00 %
	Cam Pazarlama A.S.	204,027,128	0.00 %
	Camiş Madencilik A.S.	2,131,578	0.00 %

6.	The capital increases taken place within the year and, the resources thereof					(YES)	
CURRENT PERIOD							
	Date of Increase	Amount of Increase	Cash	Premium on Capital Stock	Revaluation Value Increase Fund (YDDAF)	Reserves	Other
	17.11.1999	4,260,000,000,000			3,916,474,463,048		343,525,536,952

<b>7.</b>	<b>Privileges granted to the stocks representing the capital (separately for stock allocations and kinds of privileges)</b>				
	<b>Allocation</b>	<b>Group</b>	<b>Registered / Bearer</b>	<b>Nominal Value (TL)</b>	<b>Kind of Privilege</b>
	NO.				

<b>8.</b>	<b>Election of the members of the Board of Directors and the Board of Auditors according to the Corporation's Articles of Association:</b>
	The Board of Directors is comprised of maximum 11 members to be elected by the Shareholders General Assembly from among the members of the shareholders in accordance with the provisions of the Turkish Commercial Code. The General Assembly elects maximum 3 auditors for maximum 3 years from among the shareholders and third parties.

<b>9.</b>	<b>The rights provided with redeemed shares created pursuant to the Articles 402-403 of the Turkish Commercial Code:</b>
	NO.

<b>10.</b>	<b>Principles concerning transfer of registered shares:</b>
	THERE ARE NO REGISTERED SHARES.

**II. INFORMATION ON THE SALE, BY WAY OF PUBLIC OFFERING, OF THE PORTION AMOUNTING TL 1,054,000,000,000 PERTAINING TO THE CORPORATION'S PAID-IN CAPITAL AMOUNTING TL 18,960,000,000,000**

<b>1.</b>	<b>Information on the Shareholder Planning to Sell its Stocks</b>			
	The Shareholder's Trade Name / Name and Surname	Capital Share		Nominal Value of the Stocks Planned to be Sold by the Shareholder (Thousand TL)
		Amount (Thousand TL)	Rate (%)	
	T. Şişe ve Cam Fabrikaları A.S.	11,633,132,806	61.36	1,054,000,000

<b>2. a)</b>	<b>Information on the Shares Planned to be Sold</b>					
	Allocation	Share Group	Registered / Bearer	Nominal Value of One Share	Number of Shares	Sum of Their Nominal Values (Thousand TL)
	1		Bearer	1000	1,054,000,000	1,054,000,000
				TOTAL	1,054,000,000	1,054,000,000

Subscription Share Value (TL)	Allocation/ Group	Registered / Bearer	Number of Subscription Shares	Total Amount
1,000,000. -	I.	Bearer	5.000	5,000,000,000.-
10,000,000. -	I.	Bearer	2.500	25,000,000,000.-
100,000,000. -	I.	Bearer	1.000	100,000,000,000.-
1,000,000,000. -	I.	Bearer	174	174,000,000,000.-
10,000,000,000. -	I.	Bearer	25	250,000,000,000.-
50,000,000,000. -	I.	Bearer	10	500,000,000,000.-
			<b>TOTAL</b>	<b>1,054,000,000,000.-</b>

**b) Whether or not additional option to sell shall be exercised:** Additional option to sell shall not be exercised.

<b>3. a)</b>	There shall be coupons for acquisition of new shares, numbered from 1 to 16, on the 1 <sup>st</sup> Allocation stocks planned to be sold.
<b>b)</b>	From the year 2000 to the year 2009, there shall be dividend coupons on the stocks and; dividends shall, for the first time, be provided from the profit pertaining to the year 2000.

<b>4.</b>	<b>Preference stocks planned to sold and, the nature of preference:</b>
	There are no preference stocks.

<b>5.</b>	On the stocks planned to be sold; there are no records that will restrict transfers and circulations of the stocks or that will inhibit the stock holders from exercising their rights.
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### III. INFORMATION ON THE INCREASED CAPITAL SHARES AND THE PUBLIC OFFERING

<b>1.</b>	<b>Information on the shares representing the capital increased in return for cash and on the 2<sup>nd</sup> allocation share certificates to be issued, representing these shares</b>					
	Allocation	Share Group	Registered/ Bearer	Nominal Value of One Share (TL)	Number of Shares	Sum of Their Nominal Values (Thousand TL)
	2		Bearer	1000	2.107.000.000	2,107,000,000
				TOTAL	2.107.000.000	2,107,000,000

The rights to acquire new shares have entirely been restricted under the Company Board of Directors' resolution dated 14.01.2000 and No 1.

Subscription Share Value (TL)	Allocation/ Group	Registered / Bearer	Number of Subscription Shares	Total Amount
1,000,000. -	I	Bearer	10.000	TL 10,000,000,000.-
10,000,000. -	I	Bearer	5.000	TL 50,000,000,000.-
100,000,000. -	I	Bearer	2.000	TL 200,000,000,000.-
1,000,000,000. -	I	Bearer	347	TL 347,000,000,000.-
10,000,000,000. -	I	Bearer	50	TL 500,000,000,000.-
50,000,000,000. -	I	Bearer	20	TL 1,000,000,000,000.-
			<b>TOTAL</b>	<b>TL 2,107,000,000,000.-</b>

<b>2.A)</b>	The capital increase shall not be carried out from the internal resources.
<b>3. A)</b>	There shall be coupons for acquisition of new shares, numbered from 1 to 16, on the 2 <sup>nd</sup> Allocation stocks planned to be issued due to this capital increase.
<b>B)</b>	From the year 2000 to the year 2009, there shall be dividend coupons on the stocks and; dividends shall, for the first time, be provided from the profit pertaining to the year 2000.
<b>4.</b>	<b>Preference stocks planned to be issued in this increase:</b>
	There are no preference stocks.

#### IV. INFORMATION ON THE SALE

<b>1.</b>	<b>Sale price</b>
	The range of sale price has been determined as TL 6,800-TL 7,500 for one share with the nominal value of TL 1,000, offered to the public.
<b>2.</b>	<b>Sale Method:</b>
	The stocks shall be sold under “the Fixed-Price Book Building and Stand-By Underwriting Method”.
<b>3.</b>	<b>The methods used in determination of the prices, evaluations of the management and the intermediary firm with respect to the prices:</b>

Two methods shall mainly be used in determination of the sale price for each share:

**DISCOUNTED CASH FLOW METHOD:**

In this method; the Company’s market value is found by deducting the Company’s current liabilities from the sum of the present values obtained in consequence of discounting the Company’s free cash flows (created throughout its 10-year projection period) with the convenient capital cost reflecting the Company’s risk level.

In the discounted cash flow analysis for Soda Sanayii A.S.; projections have been carried out in respect of the Company’s financial statements between the years 2000 and 2009. The surplus value, which has been calculated under the assumption of 3% growth rate after the projection period, has been added to the figure found considering such assumptions throughout the projection period.

Please find below the firm’s values calculated for various discount rates:

Discount Rate	Firm’s Value (Million TL)	Firm’s Value (Million USD)
10%	231,660	396
12%	169,650	290
14%	131,625	225

- 1 dollar has been taken as TL 585,000.-

**COMPARISONS WITH SIMILAR COMPANIES**

Trading Multiples Valuation Method is based on the principle that the trading multiples such as rates of price / earnings and market value / book value, which pertain to the Companies existing in the same line of activity, are multiplied by the relevant parameters of the Company which is subject to valuation.

In its sector, Soda Sanayii A.S. is in the position of a domestic monopoly. In our Country, there are no other companies performing activities in this field. Therefore, while the trading multiples are found; the rates of:

- P/E indicating the relation between market value and profit,
- MV/BV indicating the relation between market value and equity capital,
- MV/NS indicating the relation between market value and net sales

have been used by taking into consideration of the averages pertaining to the chemical industry and the stone & soil-based industry, in which similar companies are contained and; efforts have been made in order to determine the company value.

Please find below the year 1999's basic data used in the analysis in which the rates of Price/Earnings, Market Value/Book Value and Firm's Value/Net Sales are contained:

	31.12.1999
Equity Capital (Million TL)	29,786,843
Net Sales (Million TL)	62,140,298
Net Profit (Million TL)	2,777,020
Number of Shares (Thousand)	18,960,000

Please find below the firm's values calculated by using these data:

Rate	1999	Company Value (Million TL)	Company Value (Million \$)
P/E	30	84,240	144
MV/BV	7.14	214,695	367
MV/NS	1.9	121,095	207

\* ISE rates: the coefficients, which have been found by taking into consideration of the 2<sup>nd</sup> session (dated 10 March 2000) closing prices, have been used.

In the trading multiplies analysis; the firm's value has been found in the range of 144-367 Million USD. When each of these rates is separately weighted; the Company's market value is found as 268 Million \$ (156,780 Billion TL) in the similar company analysis (comparisons with similar companies).

### 3. VALUATION SUMMARY

Method	Market Value (Million TL)	Market Value (Million \$)
Discounted Cash Flow	169,650	290
Comparisons with Similar Companies	156,780	268

Under the opinion that, in the current market conditions and in the primary public offerings, it will be appropriate to determine the price of the stocks by using a certain discount rate; the price range, which shall be taken as basis for determination of the public offering price of the Soda stocks, has been found in the range of 6,800-7,500.

<b>4.</b>	<b>Issuance-related total cost and/or cost per share, which should be paid by the Corporation:</b>
	It is estimated that the issuance-related total cost will be 1,500 Billion TL and that the cost per share will be TL 71.
<b>5.</b>	<b>The estimated cash inflow to be provided by the Corporation and, their fields of utilization:</b>
	The cash inflow to be provided approximately in the amount of 21 Trillion TL will be utilized for repayment of the Company's current loans and for financing of new investments.
<b>6.</b>	<b>Values of Stocks</b>
	a) Nominal value of one share: TL 1,000.- b) Book value of one share: TL 1,571.- (by 31.12.1999) c) The rate of sale price / Book Value pertaining to one share: It shall be calculated after the sale price becomes final.
<b>7.</b>	<b>Term of public offering:</b>
	a- It is 2 (two) business days. The commencement and ending dates of this term shall be indicated in the circular to be announced.
	b- Of the stocks to be offered to the public; the portion (20%) in the nominal value of TL 632,200,000,000 (Six hundred and thirty-two billion two hundred million TL) has been allocated to domestic individual investors with high purchasing power and, the portion (10%) in the nominal value of TL 316,100,000,000 (Three hundred and sixteen billion one hundred million TL) has been allocated to domestic corporate investors and, the portion (10%) in the nominal value of TL 316,100,000,000 (Three hundred and sixteen billion one hundred million TL) has been allocated to foreign corporate investors and, the portion (20%) in the nominal value of TL 632,200,000,000 (Six hundred and thirty-two billion two hundred million TL) has been allocated to İş Bank, the Şişe Cam Group employees and retirees and, the remaining portion (40%) in the nominal value of TL 1,264,400,000,000.- (One trillion two hundred and sixty-four billion four hundred million TL) has been allocated to domestic investors.
<b>8.</b>	<b>Application Procedure:</b>
	It is necessary that the savers, who wish to acquire stocks in this public offering, are, within the book-building (demand collection) term, deposit the prices of the shares (that they will acquire) in the special account no 39041 opened at T. İş Bankası A.S., the Securities Directorate and that, thereby, they fill in the demand form. It is mandatory that the amount of the demand is 1 (one) lot and the multiples thereof.  In the demand form; the investors may, if they desire so, determine a lower limit for the amount that they wish to acquire. This lower limit is 700 lots for domestic individual investors with high purchasing power.  Domestic individual investors may submit their demands in the range of 1-699 lots.  Domestic corporate investors are investment funds, investment trusts, pension funds, foundations, associations and insurance companies. They are not subject to any lot limitations in their applications.  The İş Bank, the Şişe Cam Group employees and retirees, who submit their demands as

	700 Lots and over, shall be evaluated within their own allocations and; they shall not be included into the allocations for domestic individual investors with high purchasing power.
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<b>9.</b>	<b>Entities for Application:</b>
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**THE CONSORTIUM LEADER, INTERMEDIARY FIRM  
İŞ YATIRIM MENKUL DEĞERLER A.S.**

Büyükdere Cad, Maya Akar Center, K: 8, 80280 Esentepe / ISTANBUL  
TEL: 0212 212 04 60; FACSIMILE: 0212 211 08 12  
As well as all of its branches and all the branches of Türkiye İş Bank,

**THE CONSORTIUM CO-LEADER, INTERMEDIARY FIRM  
TSKB MENKUL DEĞERLER A.S.**

Meclis-i Mebusan Cad, No: 161, 80040 Fındıklı/ISTANBUL  
TEL: 0212 334 50 50; FACSIMILE: 0212 243 29 75  
As well as all of its branches and all the branches of TSKB A.S.,

**INTERMEDIARY FIRMS**

**GARANTİ YATIRIM MENKUL KIYMETLER A.S.**

Mete Han, No: 38, Taksim/Istanbul 80060  
Tel: (212) 293 48 50; Facsimile: (212) 292 37 76  
As well as all the branches of Türkiye Garanti Bank A.S., Osmanlı Bank A.S. and Birleşik Türk Körfez Bank

**TEB YATIRIM MENKUL DEĞERLER A.S.**

Meclis-i Mebusan Cad, No: 53, 80040 Fındıklı/ISTANBUL  
Tel: (212) 292 03 93; Facsimile: (212) 292 03 97  
As well as all the branches of Türk Ekonomi Bank A.S.,

**KOÇ MENKUL DEĞERLER A.S.**

Büyükdere Cad, Aygaz Han, No: 145/1, 80300, Zincirlikuyu/ISTANBUL  
TEL: 0212 212 08 00; FACSIMILE: 0212 211 07 30  
As well as all of its branches and all the branches of Koçbank A.S.,

**YATIRIM FİNANSMAN MENKUL DEĞERLER A.S.**

Akmerkez, B-3 Blok, Kat: 8, 80600, Etiler/ISTANBUL  
TEL: 0212 282 13 40; FACSIMILE: 0212 282 15 50  
As well as all of its branches

**CAMIŞ MENKUL DEĞERLER A.S.**

Barbaros Bulvarı, No: 125, Cam Han, Balmumcu/ISTANBUL  
TEL: 0212 274 72 00; FACSIMILE: 0212 266 96 30/ 267 01 02  
As well as all of its branches

**KENT YATIRIM VE MENKUL DEĞERLER A.S.**

Büyükdere Cad, No: 121, Ercan Han, K: 2, Gayrettepe/ISTANBUL  
Tel: (212) 216 38 38; Facsimile: (212) 272 76 52  
As well as all of its branches and all the branches of Kentbank A.S.,

**SINAI YATIRIM MENKUL DEĞERLER A.S.**

Büyükdere Cad, No: 129, 80300, Esentepe/ISTANBUL

TEL: 0212 213 15 75 / 213 13 83; FACSIMILE: 0212 213 12 99

As well as all of its branches

**AK YATIRIM MENKUL DEĞERLER A.S.**

İnönü Cad, No: 80, Gümüşsuyu, 80090, Taksim/ISTANBUL

TEL: 0212 24 85 58; FACSIMILE: 0212 249 66 28

As well as all of its branches and all the branches of Akbank T.A.S.,

**ECZACIBAŞI MENKUL DEĞERLER A.S.**

19 Mayıs Cad, Nova Baran İş Merkezi, 80220, Şişli/ISTANBUL

TEL: 0212 234 35 01; FACSIMILE: 0212 230 65 44

As well as all of its branches

**HAK MENKUL KIYMETLER A.S.**

Cemil Bengü Cad, Hak İş Merkezi, No: 2, K: 1, Çağlayan/ISTANBUL

TEL: 0212 296 84 84; FACSIMILE: 0212 233 69 29/ 232 98 23

As well as all of its branches

**OYAK MENKUL DEĞERLER A.S.**

Büyükdere Cad, Beytem Plaza, K: 9, 80220, Şişli/ISTANBUL

TEL: 0212 231 42 45; FACSIMILE: 0212 232 74 45

As well as all of its branches

**PARK-RAYMOND JAMES YATIRIM MENKUL DEĞERLER A.S.**

A.Nail Gönenli Sokak, No: 6, Etiler/Istanbul 80630

Tel: (212) 287 40 04; Facsimile: (212) 287 59 10

**ZİRAAT YATIRIM MENKUL DEĞERLER A.S.**

Hobyar Mahallesi, Büyükpostane Cad, No: 70, Eminönü/ISTANBUL

TEL: 0212 514 00 44; FACSIMILE: 0212 514 07 10/ 514 06 30

As well as all of its branches and all the branches of T.C. Ziraat Bank,

**ATA YATIRIM MENKUL DEĞERLER A.S.**

Emirhan Cad, No: 145-A, Atakule, 80700, Balmumcu/ISTANBUL

TEL: 0212 258 85 25; FACSIMILE: 0212 227 24 35

As well as all of its branches

**TEKFEN MENKUL KIYMETLER A.S.**

Aytar Cad, Metro İşhanı, No: 10, Daire 8, 80600, 1. Levent / ISTANBUL  
TEL: 0 212 283 55 90; FACSIMILE: 283 37 40

As well as all of its branches and all the branches of Tekfenbank A.S.,

**DEMİR YATIRIM MENKUL DEĞERLER A.S.**

Büyükdere Cad, Özsezen İş Merkezi, K.No: 122/B, Esentepe/ Istanbul  
Tel: (212) 216 26 66; Facsimile: (212) 267 30 37

As well as all the branches of Demirbank T.A.S.

**KALKINMA MENKUL DEĞERLER A.S.**

Raşit Rıza Sokak, No: 3/2, 80300, Mecidiyeköy / ISTANBUL  
TEL: 0212 213 30 05; FACSIMILE: 0212 211 97 02

As well as all of its branches and all the branches of Türkiye Kalkınma Bankası A.S.,

**MNG MENKUL KIYMETLER YATIRIM A.S.**

Meclis-i Mebusan Cad, Dursun Han, No: 89/5, Salıpazarı / Istanbul  
Tel: (212) 292 23 23; Facsimile: (212) 293 48 88

As well as all of its branches

**RIVA MENKUL DEĞERLER A.S.**

Meydan Sokak, Beybi Giz Plaza, No: 28, Kat: 29, 80670, Maslak / ISTANBUL  
Tel: (212) 290 30 30; Facsimile: (212) 290 30 10

As well as all of its branches

**MEKSA MENKUL DEĞERLER A.S.**

Büyükdere Cad, Fargo İş Merkezi, 147/6, Zincirlikuyu/ISTANBUL  
TEL: 0212 274 11 06; FACSIMILE: 0212 274 23 18

As well as all of its branches

**ALFA MENKUL DEĞERLER A.S.**

Akmerkez E3 Kulesi, Kat: 4, Nispetiye Cad, Ulus/Istanbul 80600  
Tel: (212) 282 18 00; Facsimile: (212) 282 21 66

As well as all of its branches

<b>10.</b>	<b>Bank Account No in which the Share Prices shall be Deposited:</b>
	The account No 39041 opened at T. İş Bankası A.S., the Securities Directorate

<b>11.</b>	<b>DELIVERY OF SHARE CERTIFICATES AND REIMBURSEMENT OF THEIR PRICES</b>
	<p>The share certificates shall be printed by the Company in compliance with the provisions contained in the Capital Markets Board's Communiqué Series: I, Nr.5 and thereupon, they shall be delivered to the Consortium Leader's account at the Settlement and Custody Bank and, thereafter; they shall, as from the 5<sup>th</sup> day following finalization of the distribution list, be delivered to the savers whose demands have been met, at the entities for application.</p> <p>Following finalization of the distribution list upon approval of the <b>COMPANY</b> and <b>SHAREHOLDER</b>; the monies, which are relevant to the demands that could not be met, shall, at the above entities for application, be reimbursed by the consortium members that have performed the sales.</p>

<b>12.</b>	<b>Evaluation of the Applications:</b>
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After the demands, which have been collected, are brought close together separately for each allocation group; if the demands of the duplicate names (who have declared the same address) have been submitted from the same entity; the demand, the amount of which is more than the others, shall be accepted and; the demand, the amount of which is less, shall be cancelled and thereby, such demand shall not be included into the distribution transaction. Of the demands submitted by duplicate names (who have declared the same address) from different entities; the demand, which is less, shall not be accepted either. If equal amounts of duplicate demands have been submitted from different entities or, in the circumstances where the authorized officers are undecided due to insufficient data input; the demand, which is contained in the list of the intermediary firm with the higher underwriting, shall be accepted. The records, which do not contain the minimum information that they should contain pursuant to the demand form contained in the Communiqué Series: VIII, Nr. 22 (Annex: 1), shall also be cancelled and thereby, they shall not be included into the distribution. Duplicate records and the records that have been cancelled due to their deficiency shall be excluded from the demand lists and thereafter, the distribution transaction shall be carried out as follows.

In case the application demands are less than or equal to the amount of the stocks (offered for sale) after the collected demands have been consolidated by **İŞ YATIRIM** and the **CO-LEADER** separately for domestic corporate investors, foreign corporate investors, domestic individual investors with high purchasing power, the İş Bank, the Şişe Cam Group employees and retirees and domestic investors; all the demands shall be met. In the case that the amount of the demands is more than the amount of the stocks offered for sale; the total amount, which is offered for sale for domestic investors, shall be divided by the number of demanding investors and; the amount, which is found in this way, and the acquisition demands lower than this amount shall be met. The remaining amount shall be divided by the number of investors whose demands have not been met partially and, it shall be distributed in the same way. In this way, the distribution transaction shall continue until such time as all the stocks, which are offered for sale, are distributed. The amounts, which have emerged in consequence of the distribution, shall be reviewed with regard to the investors who have set a lower limit for the amount. In the case that the emerged amount remains below this lower limit; such investor shall be excluded from the list in compliance with his request and; such amounts shall be redistributed. In the case that a fraction (remainder) emerges during the distribution calculations; such fraction (remainder) shall be completed as the next whole number and thereupon; the relevant distribution shall, as found acceptable by **SODA** and **ŞİŞE CAM**, be carried out among the investors whose demands could not be met completely.

The distribution shall, in compliance with the procedure indicated in the above paragraph, be carried out separately among foreign corporate investors, domestic corporate investors, the İş Bank, the Şişe Cam Group employees and retirees in accordance with the demands collected, on the basis of the amounts allocated to them.

The amount of stocks, which may be allocated by the **CONSORTIUM MEMBERS** to domestic individual investors with high purchasing power, shall be 20% of their own amount of underwriting. The **CONSORTIUM MEMBERS** shall be free to carry out distributions to any domestic individual investors with high competitive power (to any of their registered customers and/or to their investors that have entered for the first time) in any way desired by them; provided that such distribution remains within their own allocation limits. At the moment when the allocations pertaining to the intermediary firms get full at any time within the book-building (demand collection) term; they should warn their investors about this matter. In any disputes that may arise in this regard; the liability shall exclusively belong to the concerned intermediary firm.

	At the latest within 2 business days following expiration of the book-building (demand collection) term; İŞ YATIRIM and the CO-LEADER shall finalize the distribution lists separately for each allocation group and, deliver these lists to SODA and ŞİŞE CAM. At the latest within 2 business days following delivery of the distribution lists; SODA and ŞİŞE CAM shall approve these lists and shall, in written form, communicate their approval to İŞ YATIRIM and the CO-LEADER.
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<b>13.</b>	<b>Prohibited Persons in the Public Offering:</b>
	As specified in the CMB's Communiqué Series: VIII, Nr. 22, Additional Article 1; in the sales of capital market instruments by way of public offering; the issuers that issue and offer to the public the capital market instruments, the chairman/chairwoman and the members of the Board of Directors of the intermediary firms intermediating for the public offering, statutory auditors, their executive directors, their managing directors and deputy managing directors as well as their spouses and their relatives by marriage and relatives by blood in the first and second degree are not allowed to acquire these capital market instruments directly or indirectly.

<b>14.</b>	<b>Trading in ISE</b>
	Following completion of the sales, these stocks are allowed to be traded in the Istanbul Stock Exchange only after the relevant affirmative resolution to be taken by the Executive Board of the Istanbul Stock Exchange within the framework of the relevant provisions contained in the Istanbul Stock Exchange legislation.

<b>15.</b>	<b>Statements on the Firm that will intermediate for the sales and on the Intermediary Services:</b>
	The sales shall, under the stand-by underwriting method, be carried out by the consortium to be constituted under the leadership of İş Yatırım Menkul Değerler A.S.

## V. FINANCIAL STATEMENTS

1. The recent 3 years' balance sheets pertaining to the Corporation:

ASSETS (Million TL)	31.12.1997 Not Audited	31.12.1998 Not Audited	31.12.1999 Audited
<b>I. CURRENT ASSETS</b>	<b>8,741,904</b>	<b>20,731,242</b>	<b>32,327,958</b>
A. Liquid Assets	95,463	203,077	27,795
1. Cash	1,507	1,023	1,653
2. Banks	93,954	163,411	26,142
3. Other Liquid Assets	2	38,643	
B. Securities	54,425		
1. Stocks			
2. Private Sector Bonds, Notes and Bills			
3. Public Sector Bonds, Notes and Bills	54,425		
4. Other Securities			
5. Provisions for decrease in value of marketable securities (-)			
C. Short Term Trade Receivables	5,987,097	14,655,161	24,793,817
1. Customers	5,986,857	14,654,765	(*) 24,793,581
2. Notes Receivable			
3. Deposits and Guarantees Given	240	396	236
4. Other Short Term Trade Receivables			
5. Rediscount on Notes Receivable (-)			
6. Provisions for Doubtful Receivables (-)			
D. Other Short Term Receivables	42,972	246,509	641,427
1. Due from Shareholders			
2. Due from Affiliates		149,924	357,420
3. Due from Subsidiaries			
4. Other Short Term Receivables	42,972	96,585	284,007
5. Rediscount on Notes Receivable (-)			
6. Provisions for Doubtful Receivables (-)			
E. Inventories	1,958,462	4,460,152	5,704,751
1. Primary Materials and Supplies	1,460,915	2,172,331	2,708,970
2. By-Products	53,558	64,153	242,420
3. Intermediate Products			
4. Finished Goods	258,734	2,096,595	1,943,494
5. Commodity			168,306
6. Other Inventories	24,966	29,904	
7. Allowance for Decrease in Value of Inventories (-)			
8. Advances Given for Purchase Orders	160,289	97,169	641,561
F. Other Current Assets	603,485	1,166,343	1,160,168
<b>II. FIXED ASSETS</b>	<b>17,505,990</b>	<b>22,625,987</b>	<b>24,925,291</b>
A. Long Term Trade Receivables	418	358	15
1. Customers			
2. Notes Receivable			
3. Deposits and Guarantees Given	418	358	15
4. Other Long Term Trade Receivables			
5. Rediscount on Notes Receivable (-)			
6. Provisions for Doubtful Receivables (-)			
B. Other Long Term Receivables			
1. Due from Shareholders			
2. Due from Affiliates			
3. Due from Subsidiaries			
4. Other Long Term Receivables			

5. Rediscount on Notes Receivable (-)			
<b>ASSETS (Million TL)</b>	<b>31.12.1997 Not Audited</b>	<b>31.12.1998 Not Audited</b>	<b>31.12.1999 Audited</b>
6. Provisions for Doubtful Receivables (-)			
C. Financial Fixed Assets	10,191,147	8,871,613	5,502,836
1. Long-Term Securities			453,245
2. Allowance for the Decline in the Value of Long-Term Securities (-)			
3. Affiliates	8,943,189	8,664,519	5,049,101
4. Capital Commitments for Affiliates (-)	(10,600)		
5. Provisions for Decrease in Value of Affiliates (-)			
6. Subsidiaries	1,258,558	207,094	490
7. Capital Commitments for Subsidiaries (-)			
8. Provisions for Decrease in Value of Subsidiaries (-)			
9. Other Financial Fixed Assets			
D. Tangible Fixed Assets	7,244,025	13,670,473	19,368,486
1. Lands and Parcels	254,187	286,387	286,387
2. Underground and Overland Plants	987,081	2,209,023	3,697,970
3. Buildings	1,826,495	3,431,286	5,376,507
4. Machinery, Equipment and Installations	15,468,075	28,609,654	41,974,323
5. Vehicle Tools and Equipments	66,503	104,679	190,472
6. Fixtures and Fittings	452,895	875,876	1,391,722
7. Other Tangible Fixed Assets			
8. Accumulated Depreciation (-)	(13,788,301)	(23,062,189)	(36,044,460)
9. Ongoing Investments	1,868,054	660,250	2,098,081
10. Advances Given for Purchase Orders	109,036	555,507	397,484
E. Intangible Fixed Assets	30,800	2,806	2,097
1. Incorporation and Organization Expenses			
2. Rights	121	2,626	1,962
3. Research and Development Expenses	30,679		
4. Other Intangible Fixed Assets		180	135
5. Advances Given			
F. Other Fixed Assets	39,600	80,737	51,857
<b>TOTAL ASSETS</b>	<b>26,247,894</b>	<b>43,357,229</b>	<b>57,253,249</b>

<b>LIABILITIES (Million TL)</b>	<b>31.12.1997 Not Audited</b>	<b>31.12.1998 Not Audited</b>	<b>31.12.1999 Audited</b>
<b>I. SHORT TERM LIABILITIES</b>	11,488,494	13,428,198	15,774,358
A. Financial Liabilities	8,520,096	9,035,081	9,979,579
1. Bank Loans ***	8,188,988	6,136,811	6,846,237
2. Repay Instalments and Interests Payable on Long Term Loans	331,108	2,898,270	3,133,342
3. Current Instalments of Long-Term Bonds			
4. Bonds and Notes Issued			
5. Other Financial Liabilities			
B. Trade Liabilities	1,664,271	2,486,219	2,820,889
1. Payables to Suppliers	1,661,221	2,483,112	2,761,351
2. Notes Payable			
3. Deposits and Guarantees Received	2,734	2,618	58,936
4. Other Trade Liabilities	316	489	602
5. Rediscount on Notes Payable (-)			
C. Other Short Term Liabilities	465,145	1,482,701	1,704,264
1. Due to Shareholders		2,654	1,125
2. Due to Affiliates			
3. Due to Subsidiaries			
4. Deferred Debits			

5. Taxes Payable	239,145	284,916	374,700
<b>LIABILITIES (Million TL)</b>	<b>31.12.1997 Not Audited</b>	<b>31.12.1998 Not Audited</b>	<b>31.12.1999 Audited</b>
6. Delayed or Deferred Public Debts to Pay by Instalments			
7. Other Short Term Liabilities	226,000	1,195,131	1,328,439
8. Rediscount on Notes Payable (-)			
D. Received Order Advances	1,435	48,591	86,278
E. Provisions for Liabilities and Expenses	837,547	375,606	1,183,348
1. Provision for Taxes	742,753	367,369	1,080,222
2. Provisions for Other Liabilities and Expenses	94,795	8,237	(**) 103,126
<b>II. LONG TERM LIABILITIES</b>	<b>2,945,084</b>	<b>7,264,955</b>	<b>11,692,048</b>
A. Financial Liabilities	2,575,996	6,895,867	9,166,467
1. Bank Loans ****	2,575,996	6,895,867	9,166,467
2. Bonds Issued			
3. Other Securities Issued			
4. Other Financial Liabilities			
B. Trade Liabilities			
1. Payables to Suppliers			
2. Notes Payable			
3. Deposits and Guarantees Received			
4. Other Trade Liabilities			
5. Rediscount on Notes Payable (-)			
C. Other Long Term Liabilities			
1. Due to Shareholders			
2. Due to Affiliates			
3. Due to Subsidiaries			
4. Delayed or Deferred Public Debts to Pay by Instalments			
5. Other Long Term Liabilities			
6. Rediscount on Notes Payable (-)			
D. Received Order Advances			
E. Provisions for Liabilities and Expenses	369,088	369,088	2,525,581
1. Provisions for Severance Payments	369,088	369,088	2,525,581
2. Provisions for Other Liabilities and Expenses			
<b>III. EQUITY CAPITAL</b>	<b>11,814,316</b>	<b>22,664,076</b>	<b>29,786,843</b>
A. Capital	4,311,000	14,700,000	18,960,000
B. Capital Commitments (-)			
C. Premium on Issued Shares			
D. Revaluation Surplus	2,384,528	3,926,600	6,333,673
1. Revaluation Surplus in Fixed Assets	1,319,065	3,916,726	6,332,827
2. Revaluation Surplus in Affiliates	1,065,463	9,874	846
3. Gains from the Increase in Stock Markets			
E. Reserves	1,445,201	1,963,535	1,716,150
1. Legal Reserves	559,256	1,189,319	1,407,349
2. Statutory Reserves			
3. Special Reserves	717,185	218,171	4,371
4. Extraordinary Reserves	168,760	212,519	304,430
5. Cost Increase Fund			
6. Gains from Fixed Asset Sales		343,526	
7. Profit for the Previous Year			
F. Net Profit for the Period	3,673,587	2,073,941	2,777,020
G. Loss for the Period (-)			
H. Losses from Previous Years (-)			
1. Loss for the Year...			
2. Loss for the Year...			
<b>TOTAL LIABILITIES</b>	<b>26,247,894</b>	<b>43,357,229</b>	<b>57,253,249</b>

(\*) 120 STKs. 11,979,373      130 STKs. 12,814,208

(\*\*) Communications 2,912 – Provision for Loan Interest 98,554 – Other 1,660

**(\*\*\*) Loans Borrowed and Transferred to the Group Companies by the Company**

By 31.12.1999; the amount of the loans, which have been borrowed and transferred to the other in-Group companies (Cam Pazarlama A.S.) by the Company, is 5,517,857 Million TL. Of the financing expenses amounting 15,814,713 Million TL by 31.12.1999; the portion amounting 2,424,133 Million TL comprises of the financing expenses arising out of the transferred loans.

The cost (interest rates) of the transferred loans for the Company is at the rate of 45-55% for the loans in TL and at the rate of 7.2%-11% for the loans in Euros and at the rate of 11.6% for the loans in Deutsche Mark and at the rate of 6%-11% for the loans in US Dollars. The interest rate, which applies in reflecting to the group companies the costs (interest, exchange difference etc.) borne by the Company in relation to the loans borrowed by the Company itself and transferred to the group companies by the Company, is not exactly the same with the cost borne by the Company and; it is calculated according to the monthly average financing burden of the Şişecam Group. It has been notified to the Company by the Capital Markets Board that the cost of the loans, which are borrowed and transferred to the group companies by the Company, should exactly be reflected to the companies to which the loans are transferred.

**(\*\*\*\*) Long Term Loan Borrowed by Means of J.P. Morgan Securities**

The loan amounting 16 Million USD, which is borrowed by the Company from the foreign corporate investors by means of J.P. Morgan Securities, is monitored by the Company in the account item 400 “Long Term Bank Loans”. The accrued interests of the mentioned loan are monitored by the Company in the account item 303 “Principal Instalments and Interests of Long-Term Loans”.

By 31.12.1999; the amount (in TL) of the loan borrowed by means of J.P. Morgan Securities is TL 8,683,307,144,240 and; the amount (in TL) of the accrued interests is TL 446,530,947,089.

The term (maturity) of the mentioned fund is 6 years, the grace period for the principal of which is 2.5 years. At the outset; a portion of the loan has been envisaged as “at fixed interest rate” and the other portion thereof has been envisaged as “at variable interest rate”. However, under the swap agreement concluded with J.P. Morgan Securities; the loan interest rate has been determined as 9.75% and; an accommodation bill has been issued as a guarantee for the agreement.

2. The recent 3 years' income statements pertaining to the Corporation:			
(Million TL)	31.12.1997 Not Audited	31.12.1998 Not Audited	31.12.1999 Audited
<b>A. GROSS SALES</b>	22,394,029	39,065,439	65,397,207
1. Domestic Sales	15,641,787	21,197,084	25,929,958
2. Overseas Sales	6,689,245	17,861,495	39,467,249
3. Other Sales	62,997	6,860	
<b>B. SALES DEDUCTIONS (-)</b>	(1,044,330)	(2,056,706)	(3,256,908)
1. Sales Returns (-)			
2. Sales Discounts (-)	(533,560)	(525,354)	(864,721)
3. Other Deductions (-)	(510,770)	(1,531,352)	(2,392,187)
<b>C. NET SALES</b>	21,349,699	37,008,733	62,140,299
<b>D. COST OF SALES (-)</b>	(14,309,577)	(27,509,613)	(44,661,028)
<b>PROFIT or LOSS FROM GROSS SALES</b>	7,040,122	9,499,120	17,479,271
<b>E. OPERATING EXPENSES (-)</b>	(2,674,236)	(5,946,474)	(13,207,282)
1. Research and Development Expenses (-)	(70,369)	(137,580)	(554,505)
2. Marketing, Selling and Distribution Expenses (-)	(1,452,120)	(3,453,992)	(6,561,015)
3. General Administrative Expenses (-)	(1,151,747)	(2,354,902)	(6,091,762)
<b>OPERATING PROFIT or LOSS</b>	4,365,886	3,552,646	4,271,989

F. INCOMES AND PROFITS FROM OTHER ORDINARY OPERATIONS *	4,818,495	8,276,438	15,061,752
1. Dividend Incomes from Affiliates	482,961	320,630	105,707
2. Dividend Incomes from Subsidiaries			43,129
3. Interest and Other Dividend Incomes ****	3,947,552	6,856,493	9,443,023
4. Other Income **	387,982	1,099,315	5,469,893
G. EXPENSES AND LOSSES FROM OTHER ORDINARY OPERATIONS (-)	(14,417)	(94,396)	(141,895)
H. FINANCING EXPENSES (-)	(4,646,619)	(8,712,127)	(15,814,714)
1. Short Term Borrowing Cost (-)	(1,813,848)	(3,347,430)	(5,000,944)
2. Long Term Borrowing Cost (-)	(2,832,771)	(5,364,697)	(10,813,770)
OPERATING PROFIT or LOSS	4,523,345	3,022,561	3,377,132
I. EXTRAORDINARY INCOMES AND PROFITS	26,291	69,182	821,258
1. Provisions No Longer Required			
2. Prior Period Incomes and Profits ***	21	1,269	650,408
3. Other Extraordinary Incomes and Profits	26,270	67,913	170,850
J. EXTRAORDINARY EXPENSES AND LOSSES (-)	(133,296)	(650,433)	(341,148)
1. Idle Capacity Expenses and Losses (-)	(47,909)	(520,871)	(151,996)
2. Prior Period Expenses and Losses (-)		(165)	(5,297)
3. Other Extraordinary Expenses and Losses (-)	(85,387)	(129,397)	(183,855)
PROFIT or LOSS for the PERIOD	4,416,340	2,441,310	3,857,242
K. PROVISION FOR TAXATION ON CURRENT PERIOD PROFIT AND OTHER LEGAL LIABILITIES	(742,753)	(367,369)	(1,080,222)
NET PROFIT or LOSS FOR THE PERIOD	3,673,587	2,073,941	2,777,020

\* The participation sales profit totally amounting **1,905,375 Million TL**, which has arisen from the participation sales to the group companies in 1999, has been posted to the account “Incomes and Profits from Other Ordinary Operations”, contained in the income statement. The amount, which is relevant to the participation sales performed by the Company, has not been collected in cash. This amount has been recorded as non-trade receivable from Cam Pazarlama. As the value date of the mentioned receivable has fallen due on 31.01.2000; interest has started to be calculated on this receivable.

\*\* Of the “Other Operational Incomes” amounting 5,469,893 Million TL seen in the 1999 income statement; the portion amounting 1,723,848 Million TL, as explained in the section “Prior Period Incomes and Profits”, comprises of the profitability (the difference between the revenue and cost of sales) of the heavy soda imported on behalf of the Company and sold to the in-group firms (due to the existence of the possibility to incentive-soda importations) by Cam Pazarlama A.S. within the framework of the Company’s production partnership in the Bulgarian Sodi firm.

### \*\*\* Prior Period Incomes and Profits

In 1997, the Company has acquired 60% shares of the privatized Bulgarian Sodi Factory, together with the Belgian Solvay firm and the European Bank for Reconstruction and Development (EBRD). These three entities hold 67% of the Sodi’s capital. EBRD is a financial partner and; there is a production partnership between Solvay and the Company.

Within the framework of this production partnership; the partner Solvay has to draw 75% of the produced goods and the Company has to draw 25% of the produced goods. The amount of productions is equal to the sum of the two shareholders’ demands. If one of the parties draws less from its quota,

such party has to pay the other party a penalty amounting DM 35 per ton, for the difference amount. The penalties shall, in quarterly periods, be calculated over the less draws and however, the calculation shall be made for the years 1998 and 1999, on annual basis.

In the mentioned relationship; the penalty incomes, which have occurred in favour of the Company, are recorded into the account “Prior Period Incomes and Profits”, contained in the income statement.

The sum of the incomes contained in the item “Prior Period Incomes and Profits” amounting 650,408 Million Turkish Liras contained in the Company’s 1999 income statement and arising out of the mentioned relationship is 648,457 Million Turkish Liras, the distribution of which is provided below:

<b>Prior Period Incomes and Profits</b>	<b>Amount (Million TL)</b>
Sodi Price Adjustment (DM 1,182,907) (*)	248,211
The Penalty for Less Drawing of the 1998 Solvay Soda (DM 1,201,530)	263,405
The Penalty for Less Drawing of the 1998 Solvay Soda (DM 493,712)	136,841
<b>TOTAL</b>	<b>648,457</b>

(\*) The price of the soda imported from Solvay Sodi is invoiced according to the preceding 3-month cost. In the actual calculation; a positive or negative price difference occurs depending on the difference found. This amount is the price difference occurred positively.

\*\*\*\* Interest and Other Dividend Incomes

The detailed breakdown of the item, which amounts 9,443,022 Million Turkish Liras by 31.12.1999, is as follows:	
COMPANY NAME	AMOUNT (MILLION TL)
CAMSAR A.S.	6,895,209
OXYVİT KİMYA SAN.A.S.	234,893
CAMIŞ JERSEY LTD.	50,827
KROMSAN FACTORY (*)	2,254,231
NON-GROUP	7,862
<b>TOTAL</b>	<b>9,443,022</b>

(\*) In the records of the Kromsan Factory, the same amount is seen as financing expense.

<b>3. The recent three years’ statement of profit distribution, pertaining to the Corporation</b>			
	<b>1997</b>	<b>1998</b>	<b>1999</b>
TRADING PROFIT	4,416,339	2,441,309	3,857,243
(+)Non-Deductible Expenses	97,471	107,996	2,732,689
(+) Finance Fund	513,700		
(-) Finance Fund			
(-) Loss Deduction			
(-) Investment Tax Credit	(4,522,701)	(2,228,675)	(6,546,803)

(-) Affiliation Privilege	(482,961)	(320,630)	(43,129)
(-) Export Revenue Deduction	(21,848)		
FINANCIAL PROFIT			
a) Profit for the Period			
b) Previous Years' Losses			
c) Taxes Payable	(742,753)	(367,369)	(1,080,222)
-Corporate Tax			
-Income Tax Deduction	(675,230)	(333,972)	(982,020)
-Other Taxes Etc.	(67,523)	(33,397)	(98,202)
d) First Legal Reserve Fund	(220,817)	(103,697)	(138,851)
e) Distributable Profit for the Period	3,966,470	1,970,243	2,638,169
f) First Dividend to Shareholders	(215,550)	(735,000)	(948,000)
g) Dividend to Officers and Labourers			
h) Dividend to the Board of Directors			
I) Second Dividend to Shareholders	(*) (3,297,915)	(1,029,000)	(568,800)
j) Second Allocation Legal Reserves	(409,246)	(114,333)	(63,200)
k) Statutory Reserves			
l) Special Reserves			
m) Extraordinary Reserves	(43,758)	(91,910)	(1,058,169)

(\*) Taking resolution on distribution from the extraordinary reserves, at the second Extraordinary General Assembly Meeting

### Distribution of the 1997 Profit

At the Company's 1997 Ordinary General Assembly Meeting held on 30.03.1998; it has been resolved that the 1997 profit amounting TL 4,416,339,302,097 shall be distributed as follows:

	(TL)
Profit for the Period	4,416,339,302,097
Taxes Payable and Legal Deductions	(742,752,711,977)
Net Profit	3,673,586,590,120
1 <sup>st</sup> Allocation Reserve Fund	220,816,965,105
Finance Fund Allocated in the Prior Period (+)	513,700,000,000
Net Distributable Profit for the Period	3,966,469,625,015
1 <sup>st</sup> Dividend (4,311,000,000,000x5%) (a)	215,550,000,000
2 <sup>nd</sup> Dividend (b)	215,550,000,000
<b>Total Dividends (10%) (a+b)</b>	<b>431,100,000,000</b>
2 <sup>nd</sup> Allocation Reserve Fund	23,950,000,000
<b>Extraordinary Reserve Fund</b>	<b>3,511,419,625,015</b>

The members of the Company's Board of Directors have met on 02.07.1998 and thereby, resolved that TL 3,082,365,000,000 shall, considering the positivity created by the cash obtained from the participation shares sold to T. İş Bankası A.S. from the Company's participation portfolio, be distributed among the shareholders from the amount not distributed from the 1997 profit and allocated to the extraordinary reserve fund as per the General Assembly's resolution dated 30.03.1998 in order to cover the financing burden created by the liabilities increased due to the participation in the Solvay-Sodi JSCO Factory established in Bulgaria as well as the plant enlargement investments and; resolved that the General Assembly Meeting shall be held on 31.07.1998 in order to discuss this matter.

At the Extraordinary General Assembly Meeting held on 31.07.1998; it has been resolved that, from the amount that has already been allocated as extraordinary reserve fund from the 1997 profit, TL 3,082,365,000,000 shall be paid as dividend, as from 31.07.1998.

Thereby; the dividend totally amounting TL 3,513,465,000,000 has, as the first and second dividends, been distributed among the shareholders, from the 1997 profit.

<b>4. Resource Utilization Statement Concerning the Prior 3 Years and the Interim Financial Period</b>	<b>1997</b>	<b>1998</b>	<b>1999</b>
<b>RESOURCES</b>			
Resource Provided from Operating Profit	7,111,532	9,595,689	9,907,708
Resource Provided from Extraordinary Profit	24,768	69,182	821,258
Decrease in the Amount of Current Assets			
Decrease in the Amount of Fixed Assets			
Increase in Short Term Liabilities	7,754,785	1,717,530	814,212
Increase in Long Term Liabilities	2,108,821	4,319,871	2,270,599
Capital Increase		4,311,000	
Premium on Issued Shares		2,870,520	
<b>UTILIZATIONS</b>			
Utilization Due to Operating Loss			
Utilization Due to Extraordinary Loss	132,155	581,558	327,969
Taxes and Similar Charges Paid	1,046,958	742,753	367,369
Dividends Paid	1,750,320	3,513,465	1,764,000
Increase in the Amount of Current Assets	2,496,614	11,990,099	10,976,240
Increase in the Amount of Fixed Assets	11,573,859	6,055,917	378,199
Decrease in Short Term Liabilities			
Decrease in Long Term Liabilities			
Decrease in Capital			
<b>VARIATION IN NET WORKING CAPITAL</b>	<b>(5,114,385)</b>	<b>10,049,635</b>	<b>9,250,556</b>

## VI. EXPLANATIONS ON THE FINANCIAL STATEMENTS

Within the body of the Company; there are two separate factories, namely the Soda Factory and the Kromsan Chromium Compounds Factory. The accounting records are kept separately within the body of each factory and, they are consolidated on trial balance basis, as of the balance sheet dates.

		<b>1997</b>	<b>1998</b>	<b>1999</b>
<b>1.</b>	Depreciation Expenses	2,429,594	6,050,233	6,132,156
	Within the Cost of Sales	2,300,693	5,836,513	5,915,868
	Within the General Administrative Expenses	128,901	213,720	216,288
<b>2.</b>	<b>All the depreciation expenses and amortisation and depletion expenses for the period</b>			
	<b>A)</b>	Depreciation expenses:		6,131,447
	<b>Aa)</b>	Ordinary depreciation expenses:		(*) 4,183,201

	<b>Ab)</b>	Depreciation expenses after revaluation:	1,948,246
	<b>B)</b>	Amortisation and depletion expenses:	709
		<b>TOTAL</b>	6,132,156
		<b>All the depreciation expenses and amortisation and depletion expenses for the previous period</b>	
	<b>A)</b>	Depreciation expenses:	6,049,524
	<b>Aa)</b>	Ordinary depreciation expenses:	5,002,923
	<b>Ab)</b>	Depreciation expenses after revaluation:	1,046,601
	<b>B)</b>	Amortisation and depletion expenses:	709
		<b>TOTAL</b>	6,050,233

(\*) For the year 1998 and for the previous years, accelerated depreciation has been applied. For the fixed assets capitalized in the year 1999, ordinary depreciation has been applied. The expenses have decreased in the amount of 1,191,144 Mio TL.

### The Alternation Taken Place in the Company's Depreciation Method in 1999

#### Depreciation Expenses

The Company had applied the declining-balance depreciation method for the assets capitalized in the year 1998 and in the previous years. However; the Company has started to apply the ordinary depreciation method for the fixed assets capitalized in the year 1999. In consequence of this alternation; the depreciation expenses have decreased in the amount of 1,191,144 Million Turkish Liras in the year 1999.

		1997	1998	1999
<b>3.</b>	<b>Rediscount and Provision expenses</b>			
	<b>Provision for Severance Payments</b>			<b>2,156,493</b>
	<b>TOTAL</b>			

<b>4.</b>	<b>Financing Expenses and Exchange Differences</b>			<b>(MIO TL)</b>	
<b>I</b>	<b>Arising out of Financing Expenses</b>	<b>1997</b>	<b>1998</b>	<b>1999</b>	
<b>A</b>	Charged to production costs				
	<i>Aa</i> Charged to SMM				
	<i>Ab</i> Remained in the Inventory				
<b>B</b>	Charged to the cost of fixed assets:	100,235	321,927	74,106	
<b>C</b>	Charged to expenses directly	2,127,022	4,240,453	6,024,257	
	<b>TOTAL</b>	<b>2,227,257</b>	<b>4,562,380</b>	<b>6,098,363</b>	
<b>II</b>	<b>Arising out of Exchange Difference</b>	<b>1997</b>	<b>1998</b>	<b>1999</b>	
<b>A</b>	Charged to production costs				
	<i>Aa</i> Charged to SMM				
	<i>Ab</i> Remained in the Inventory				

<b>B</b>		Charged to the Cost of Fixed Assets:	637,681	1,044,189	358,662
<b>C</b>		Charged to expenses directly	2,519,597	4,471,673	9,790,456
		<b>TOTAL</b>	<b>3,157,278</b>	<b>5,515,862</b>	<b>10,149,115</b>
<b>III</b>		<b>OVERALL (I+II)</b>	<b>1997</b>	<b>1998</b>	<b>1999</b>
<b>A</b>		Charged to production costs			
	<i>Aa</i>	Charged to SMM			
	<i>Ab</i>	Remained in the Inventory			
<b>B</b>		Charged to the Cost of Fixed Assets:	737,916	1,366,116	432,768
<b>C</b>		Charged to expenses directly	4,646,619	8,712,126	15,814,713
		<b>GRAND TOTAL</b>	<b>5,384,535</b>	<b>10,078,242</b>	<b>16,247,478</b>

		<b>1997</b>	<b>1998</b>	<b>1999</b>
5. Provision for the Total Severance Pay, to be Allocated		1,480,362	2,889,487	4,695,321
6. Provision for the Severance Pay, Allocated		369,088		2,525,581
7. Provision for the Severance Pay, Paid				
8. Insurance Premium Liabilities, Delayed in Payment				
9. Personnel Expenses		2,607,674	5,461,784	9,438,025
		<b>1997</b>	<b>1998</b>	<b>1999</b>
10. A. Information on Inventory Valuation Method/Methods: <i>(The reason for the alternations (if any) taken place in the recent three-year period)</i>		<b>LIFO and Monthly Average</b>	<b>LIFO and Monthly Average</b>	<b>LIFO and Monthly Average</b>
<b>B. Monetary Impact of the Alternations</b>		-	-	-

**By 31/12/1999;**

<b>11.</b>	<b>Total amount of hypothecates or guarantees existing on assets</b>							
	<b>Hypothecate/ Guarantee (H/G)</b>	<b>If Hypothecate, the Degree</b>	<b>Beneficiary</b>	<b>What For</b>	<b>Hypothecate Registration Date</b>	<b>Deletion Date</b>	<b>Foreign Currency</b>	<b>Amount (TL)</b>
	H	1	T. İş Bankası	Loan	19.07.1994	Indefinite	-	170,000,000
	H	2	Sanayii Yatırım ve Kredi Bankası	Loan	14.01.1975	Indefinite	-	42,000,000
	H	3	Sanayii Yatırım ve Kredi Bankası	Loan	08.04.1975	Indefinite	-	21,000,000
	H	4	T. İş Bankası	Loan	30.05.1975	Indefinite	-	58,300,000
	H	5	T. İş Bankası	Loan	17.05.1978	Indefinite	-	706,000,000
	H	6	T. İş Bankası	Loan	01.06.1978	Indefinite	-	367,000,000

	H	7	T. İş Bankası	Loan	03.10.1979	Indefinite	-	245,700,000
	H	8	T. İş Bankası	Loan	14.03.1980	Indefinite	-	1,450,000,000
	H	1	T. İş Bankası	Loan	10.06.1983	Indefinite	-	8,000,000,000
	H	2	T. İş Bankası	Loan	24.08.1984	Indefinite	-	3,000,000,000
	H	3	T. İş Bankası	Loan	08.05.1985	Indefinite	-	3,000,000,000
	H	5	T. İş Bankası	Kredi	08.05.1985	Indefinite	-	71,000,000
	<b>TOTAL</b>							<b>17,131,000,000</b>

<b>12.</b>	<b>Total amount of insurance on assets</b>

Type of the Asset Insured	Insurer Company	Amount Taken As Basis for the Insurance (Million TL)	Amount Registered in the Assets	Insurance Effective Date	Insurance Expiration Date
33 RT 658	Anadolu Insurance Inc.	1,200	0	17.04.1999	17.04.2000
33 TT 024	Anadolu Insurance Inc.	6,560	0	16.09.1999	09.02.2000
33 FV 559	Anadolu Insurance Inc.	1,700	0	01.01.1999	01.01.2000
Heavy Construction Equipment	Anadolu Insurance Inc.	1,700	0	01.01.1999	01.01.2000
Heavy Construction Equipment	Anadolu Insurance Inc.	2,050	0	09.01.1999	09.01.2000
Forklift	Anadolu Insurance Inc.	1,950	0	09.01.1999	09.01.2000
Forklift	Anadolu Insurance Inc.	1,550	0	09.01.1999	09.01.2000
33 RR 954	Anadolu Insurance Inc.	1,591	0	09.01.1999	09.01.2000
33 TC 252	Anadolu Insurance Inc.	1,880	0	31.12.1999	31.12.2000
33 HH 586	Anadolu Insurance Inc.	2,770	0	16.01.1999	16.01.2000
Tractor	Anadolu Insurance Inc.	994	0	16..01.1999	16.01.2000
33 SD 362	Anadolu Insurance Inc.	4,574	0	15.01.1999	15.01.2000

	33 FH 055	Anadolu Insurance Inc.	2,800	0	01.01.1999	01.01.2000
	33 TF 465	Anadolu Insurance Inc.	2,060	0	01.07.1999	01.07.2000
	33 TF 466	Anadolu Insurance Inc.	2,060	0	01.07.1999	01.07.2000
	34 V 6397	Anadolu Insurance Inc.	1,930	0	11.11.1999	11.11.2000
	33 SD 361	Anadolu Insurance Inc.	4,574	0	16.09.1999	15.01.2000
	33 FA 893	Anadolu Insurance Inc.	2,500	0	04.07.1999	04.07.2000
	33 FA 852	Anadolu Insurance Inc.	2,500	0	04.07.1999	04.07.2000
	33 FA 859	Anadolu Insurance Inc.	2,500	0	04.07.1999	04.07.2000
	33 FA 895	Anadolu Insurance Inc.	2,500	0	04.07.1999	04.07.2000
	33 FA 896	Anadolu Insurance Inc.	2,500	0	04.07.1999	04.07.2000
	33 HP 607	Anadolu Insurance Inc.	2,890	0	31.10.1999	31.10.2000
	33 SL 052	Anadolu Insurance Inc.	3,440	0	17.11.1999	17.11.2000
	33 SP 772	Anadolu Insurance Inc.	7,900	1,955	24.07.1999	24.07.2000
	34 AJ 786	Anadolu Insurance Inc.	6,500	3,529	04.08.1999	04.08.2000
	33 SS 614	Anadolu Insurance Inc.	3,440	0	17.11.1999	17.11.2000
	33 RT 908	Anadolu Insurance Inc.	6,110	1,715	18.11.1999	18.11.2000
	33 AH 682	Anadolu Insurance Inc.	6,700	2,023	25.11.1999	25.11.2000
	33 B 1868	Anadolu Insurance Inc.	4,220	849	16.09.1999	30.06.2000

	34 ZK 0547	Anadolu Insurance Inc.	6,675	5,867	17.08.1999	17.08.2000
	34 ZK 0548	Anadolu Insurance Inc.	6,675	6,105	17.08.1999	17.08.2000
	34 UY 7357	Anadolu Insurance Inc.	4,760	4,020	13.04.1999	13.04.2000
	34 ZK 0014	Anadolu Insurance Inc.	5,360	4,828	16.09.1999	20.07.2000
	33 B 3242	Anadolu Insurance Inc.	10,540	0	31.07.1999	31.07.2000
	Forklift	Anadolu Insurance Inc.	1,200	0	16.09.1999	17.08.2000
	33 TC 251	Anadolu Insurance Inc.	2,992	0	10.11.1999	10.11.2000
	33 TE 153	Anadolu Insurance Inc.	1,700	0	11.04.1999	11.04.2000
	33 TH 541	Anadolu Insurance Inc.	2,364	0	01.01.1999	01.01.2000
	33 ER 107	Anadolu Insurance Inc.	7,077	1,836	09.01.1999	09.01.2000
	33 TE 154	Anadolu Insurance Inc.	2,040	0	11.04.1999	11.04.2000
	33 RL 220	Anadolu Insurance Inc.	3,170	2,458	05.07.1999	05.07.2000
	33 RP 717	Anadolu Insurance Inc.	2,790	0	10.11.1999	10.11.2000
	Forklift	Anadolu Insurance Inc.	1,200	0	16.09.1999	01.01.2000
	33 FV 561	Anadolu Insurance Inc.	660	708	16.09.1999	01.01.2000
	Buildings	Anadolu Insurance Inc.	17,000,000	3,231,856	01.01.1999	01.01.2000
	Buildings	Anadolu Insurance Inc.	56,000	64,076	09.07.1999	09.07.2000
	Lodgings	Anadolu Insurance Inc.	18,000	45,117	01.01.1999	01.01.2000

	Machinery Installation	Anadolu Insurance Inc.	2,400,000	6,993,444	01.01.1999	01.01.2000
	Machinery Installation	Anadolu Insurance Inc.	12,000,000	6,059,441	01.01.1999	01.01.2000
	Fixtures	Anadolu Insurance Inc.	140,000	864	09.07.1999	09.07.2000
	Fixtures	Anadolu Insurance Inc.	8,000	136,626	01.01.1999	01.01.2000
	Commodity	Anadolu Insurance Inc.	8,000	1,548,973	01.01.1999	01.01.2000
	Erection Works	Anadolu Insurance Inc.	4,726,354		12.03.1999	12.11.2001
	<b>TOTAL</b>		<b>36,511,200</b>	<b>18,116,290</b>		

<b>13.</b>	<b>Total amount of hypothecates and other guarantees obtained for receivables</b>							
	<b>Hypothecate/Guarantee (H/G)</b>	<b>If Hypothecate, Degree</b>	<b>Provider</b>	<b>Hypothecate Registration Date</b>	<b>Deletion Date</b>	<b>Amount Mio TL</b>	<b>Foreign Currency</b>	<b>Other Matters to be Stated</b>
	G		Various Firms		Indefinite	1,025,689	\$ 461,301 DM 988,600	The letter of guarantee obtained on foreign currency basis has been included into the TL amount by valuation with the year-end buying rate announced by the Central Bank of the Republic of Turkey.
	G		Various Firms		Indefinite	58,936		Cash Guarantee
	<b>TOTAL</b>					<b>1,084,625</b>		

**14-CORRECTION**

<b>14.</b>	<b>Total amount of commitments which are not shown in liabilities</b>							
	<b>Type of Commitment</b>	<b>Commitment Effective Date</b>	<b>Commitment Expiration Date</b>	<b>Term</b>	<b>The Reason for Making the Commitment</b>	<b>Beneficiary</b>	<b>Amount</b>	<b>Foreign Currency</b>
	Export Commitment	24.02.1998	31.12.1999	5 YEARS	In order to take the advantage of incentives	The Undersecretariat of Treasury	200,000	\$
	Export Commitment	01.01.1999	30.06.2000	2 YEARS	In order to take the advantage of incentives	The Undersecretariat of Treasury	10,000	\$
	Export Commitment	18.03.1997	31.12.2000	5 YEARS	In order to take the advantage of incentives	The Undersecretariat of Treasury	200,000	\$
	Export Commitment	09.12.1998	31.12.2001	5 YEARS	In order to take the advantage of incentives	The Undersecretariat of Treasury	10,000	\$
	<b>TOTAL</b>						<b>420,000</b>	<b>\$</b>

<b>15.</b>	<b>Amount of the Deposits Blocked at Banks:</b>	<b>NO.</b>
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16.		<b>The matters that require explanation and have occurred after the balance sheet date mentioned in the Annex No 1 of the Communiqué Series: XI, Nr.1:</b>	(NO.)
	<b>A</b>	<b>The Matters Requiring Correction</b>	(NO.)
	<b>Aa)</b>	Accounting errors and frauds revealed after the balance sheet date	(NO.)
		<b>Subject</b>	<b>Amount</b>
			<b>Explanation</b>
	<b>Ab)</b>	Of the Purchase costs or sales revenues of the assets; the ones that become definite after balance sheet date	(NO.)
		<b>Subject</b>	<b>Amount</b>
			<b>Explanation</b>
	<b>Ac)</b>	Reveal of the losses that come up in the values of the assets, after the balance sheet date	(NO.)
		<b>Subject</b>	<b>Amount</b>
			<b>Explanation</b>
	<b>Aç)</b>	Acquisition of information and documents indicating that there is a continuous loss in value of the Corporation's affiliates (including the subsidiaries), after the balance sheet date	(NO.)
		<b>Explanation</b>	
	<b>Ad)</b>	In relation to the inventories; acquisition of new findings that have an impact on estimation of the net realizable value	(NO.)
		<b>Explanation</b>	
	<b>Ae)</b>	Commencement of new negotiations with debtors on amounts of debts or bankruptcy of debtors	(NO.)
		<b>Explanation</b>	
	<b>Af)</b>	Receipt of a claimed insurance indemnity or, becoming collectable thereof	(NO.)
		<b>Subject</b>	<b>Amount</b>
			<b>Explanation</b>
	<b>Ag)</b>	Change in tax rates	(NO.)
		<b>Explanation</b>	
	<b>Ah)</b>	Similar occurrences	(NO.)
		<b>Subject</b>	<b>Amount</b>
			<b>Explanation</b>
	<b>B</b>	<b>Matters Requiring Explanation</b>	(NO.)
	<b>Ba)</b>	Mergers and acquisitions	(NO.)
		<b>Explanation</b>	
	<b>Bb)</b>	Occurrence of changes in the enterprise structure, enlargement or shrinkage of activities or, commencement of new activities	(NO.)
		<b>Explanation</b>	
	<b>Bc)</b>	Emerge of loss in value of the assets after the balance sheet date	(NO.)

	<b>Subject</b>	<b>Amount</b>	<b>Explanation</b>
<b>Bc)</b>	Capital increase and significant issuances of other securities		(NO.)
	<b>Subject</b>	<b>Amount</b>	<b>Explanation</b>
<b>Bd)</b>	Significant acquisitions and sales of tangible fixed assets, participations and participations in enterprises		(NO.)
	<b>Subject</b>	<b>Amount</b>	<b>Explanation</b>
<b>Be)</b>	Strikes and similar disputes		(NO.)
<b>Bf)</b>	Increase in the Limits of Severance Pay:	<b>It has been determined as 489 Mio TL as from 01.01.2000.</b>	
	<b>Explanation</b>		

<b>17.</b>	<b>Information on all kinds of conditional earnings and conditional losses mentioned in the Annex 2 of the Communiqué</b>		<b>(YES/NO)</b>
<b>a)</b>	Pending Suits in which the Company is the <b>“plaintiff”</b>		(YES)
	<b>Subject Matter (shall be written by classifying)</b>	<b>Amount</b>	<b>Explanation</b>
	Revocation of fine	853	It has been filed against the Chief Directorate of the Iskenderun Customs.
<b>b)</b>	Pending Suits in which the Company is the <b>“defendant”</b>		(YES)
	<b>Subject Matter (shall be written by classifying)</b>	<b>Amount</b>	<b>Explanation</b>
	Suit for pre-emption	31,818	The Local Court has concluded the suit in favour of the Company and, it is pending before the Supreme Court of Appeals.
	Suit for pecuniary damages	6,043	
	Stoppani Indemnity Declaratory Suit		The indemnity suit has been filed against Soda Sanayii A.S. before the Genoa Court under the allegation that Soda Sanayii A.S. arrogated the plaintiff firm-developed technologies and inventions to the Kromsan Chromium Compounds Factory. The suit is pending. This allegation originates from participation of a former employee of the plaintiff firm in the R&D group as a consultant.  Against this allegation, Kromsan has strong supporting evidences proving that it has developed the mentioned technologies with its own group.
	Water channel land, actio negatoria	300	
<b>c)</b>	Bills endorsed by the enterprise to its suppliers		(NO)
	<b>Subject (shall be written by classifying)</b>	<b>Amount</b>	<b>Explanation</b>
<b>ç)</b>	Indemnity claims that are <b>in favour of</b> the enterprise		(NO)
	<b>Subject (shall be written by classifying)</b>	<b>Amount</b>	<b>Explanation</b>

	<b>d)</b>	Indemnity claims that are <b>against</b> the enterprise		(NO)
		<b>Subject (shall be written by classifying)</b>	<b>Amount</b>	<b>Explanation</b>
	<b>e)</b>	Letters of guarantee and bails provided		(YES)
		<b>Subject (shall be written by classifying)</b>	<b>Amount</b>	<b>Explanation</b>
		Letters of Guarantee	724,089	Various firms and institutions
	<b>f)</b>	Observation of any intentions and preparations for expropriation of assets		(NO)
			<b>Explanation</b>	
	<b>g)</b>	Similar occurrences		(NO)
		<b>Subject (shall be written by classifying)</b>	<b>Amount</b>	<b>Explanation</b>
	<b>h)</b>	<b>Conditional losses</b>	<p><b>The suits filed by the Stoppani Firm against the Company</b>  On 17.08.1999; an indemnity amounting 25 billion Italian Lire (equivalent to 7,033 billion TL on the basis of the selling rate of exchange dated 30.12.1999) has been claimed by the Stoppani firm against Dioge Perrone, Krup Polysius and the company's partner namely T. Şişe Cam Fabrikaları A.S. under the allegation of unlawful provision of confidential industrial information. On 02.02.1999, the mentioned suit has been dismissed on the ground that the defendant is T. Şişe Cam Fabrikaları A.S. and that the Italian Courts have no jurisdiction. The suit is currently in the appeal phase.  On 13.12.1998, the Stoppani Firm has filed a suit against Dioge Perrone, Krup Polysius and the Company under the allegation of unlawful provision of confidential industrial information. Thereafter, the suit has abated since the Stoppani firm has recused from the suit.  On 13.10.1999, the Stoppani Firm has filed a new suit against the Company under the allegation of unlawful provision of confidential industrial information. The suit is currently pending and; the amount of the claimed indemnity has not been determined.</p> <p><b>Other Suits Filed Against the Company</b></p> <p>Other suits filed against the Company comprise mainly of the suits for pecuniary and non-pecuniary damages and suits for severance pay, pay in lieu of notice and for receivables arising out of leave absence with pay.  The total amount of the pending suits for pecuniary and non-pecuniary damages, filed against the Company is TL 5,705,669,188. The total amount of the pending suits for severance pay, pay in lieu of notice and for receivables arising out of leave absence with pay, filed against the company is TL 2,748,000,000.  In the suit for pre-emption which has been filed by Ahmet Kaya against the Company under the file no 1998/706 (docket); the plaintiff party has claimed pre-emption for the real property purchased by the Company and, deposited in the Court's pay-</p>	

		<p>office TL 31,818,000,000 as the price of the pre-emption. The Local Court has concluded the suit in favour of the Company and, it has been approved by the Supreme Court of Appeals; however, the judgement has not become final yet.</p> <p>The actio negatoria, which has, under the file no 1998/449 (docket), been filed by the General Directorate of State Hydraulic Works (DSI)-the Regional Directorate of Adana against the Company for prevention of trespass to the public water channel (in order that the K-60 salt well nearby the irrigation channel is closed and that any salt wells are not dug on certain parcels), has been concluded by the Local Court in favour of the Company. The suit is currently in the appeal phase.</p> <p>In the suit for elimination of joint ownership (for apportioning of the land divided into shares) which has been filed against the Company by Cumali Çilingir under the file no 1993/160 (docket); the Court has decreed that the joint ownership shall be eliminated by the sale of the real property, since it is not possible to exactly apportion the disputed real property between the parties. The judgment has been approved by the Supreme Court of Appeals and; however, the judgement has not been enforced yet.</p> <p><b>Suit Filed by the Company</b></p> <p>In the suit filed by the Company against the Prime Ministry of the Republic of Turkey-the Undersecretariat of Customs-the Customs Directorate under the file no 1998/282; the Company has objected to the customs fine amounting TL 853,410,000. The suit is currently pending.</p>
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<b>18.</b>	<b>Information on any changes in the accounting estimates that have significant impacts on the rates of gross profit pertaining to the enterprise and, the monetary impacts thereof</b>	<b>(NO.)</b>
	<b>Monetary Impact</b>	<b>Explanation</b>

<b>19.</b>	<b>Breakdown of the subsidiaries and affiliates that have indirect capital and management relationship with the enterprise; names, participation rates and amounts of the corporations contained in the account “affiliates and subsidiaries”; the profit or loss for the period contained in the most recently prepared financial statements in these corporations; the net profit or loss for the period and the period pertaining to these financial statements; the matter, whether or not they have been prepared according to the standards adopted by our Board; the matter, whether or not they have been audited independently; the preparation type of the independent audit report, as affirmative, negative and conditional</b>						
	<b>Trade Name</b>	<b>Field of Activity</b>	<b>Capital</b>		<b>Amount of Participation in the Paid-in Capital</b>		
			<b>Principal (Mio TL)</b>	<b>Paid-in (Mio TL)</b>	<b>Mio TL</b>	<b>(%)</b>	<b>Foreign Currency</b>
	Denizli Cam San A.S.	Production of Household Glassware	400,000	400,000	64,780	16.22	

	Camiş Elektrik A.S.	Electricity Generation	4,057,000	4,057,000	3,246	0.08		
	Oxyvit Kimya San A.S.	Production of Vitamin K	1,000,000	1,000,000	440,000	44		
	Solvay Şişecam Hold. AG	Production of Soda	1,040,000 ATS	1,040,000 ATS	199,000 ATS	19.13		
	İş Gayrimenkul Yatırım Ortaklığı A.S. (*)		500,000,000	70,000,000	450,000	0.6		
	Şişecam Bulgaria LTD	(**)	5,000 DEM	5,000 DEM	5,000 DEM	100		
	<b>Trade Name</b>	<b>Acquisition Cost</b>	<b>Last Year (The Year 1998)</b>		<b>Current Year</b>		<b>The Matter, whether or not it has been audited independently</b>	<b>Type of the Opinion</b>
			<b>YDDAF (Revaluation Value Increase Fund)</b>	<b>Net Profit</b>	<b>Received</b>	<b>To Be Received</b>		
	Denizli Cam San A.S.	100,305	1,090,346	587,595			Audited	Affirmative
	Camiş Elektrik A.S.	3,246		555,643			Not Audited	
	Oxyvit Kimya San A.S.	440,000		-474,086			Not Audited	
	Solvay Şişecam Hold. AG	4,058,796		(566,031) ATS			Not Audited	
	İş Gayrimenkul Yatırım Ortaklığı A.S.	450,000		687,743			Audited	Affirmative
	Şişe Cam Bulgaria LTD	490		603,360 Lev			Audited	Affirmative

(\*) The Company's shares with the nominal value of TL 450,000,000,000, which are contained in İş Gayrimenkul Yatırım Ortaklığı A.S. and represent 0.6% of the capital, have been sold at the price of TL 1,710,000,000,000 in the ISE primary market and; the profit amounting 1,260,000,000,000 has been earned from this transaction.

(\*\*) In and outside of Bulgaria; trading, intermediary activities, commercial representation activities, tourism, industrial activities, other fields and services as well as commercial activities not prohibited by all the laws.

**By 31/12/1999;**

<b>20.</b>	<b>Amount of the liabilities such as guarantee, commitment, surety, advance and endorsement, which have been provided in favour of shareholders, affiliates, subsidiaries and group companies:</b>			
	<b>Name and Surname / Trade Name</b>	<b>Type of Liability</b>	<b>Amount (MIO TL)</b>	<b>Foreign Currency</b>
	Anadolu Cam San A.S.	Surety Bond	90,000	
	<b>TOTAL</b>		<b>90,000</b>	

<b>21.</b>	<b>The amount of bonus shares acquired due to the capital increase taken place from internal resources in affiliates and subsidiaries</b>	<b>YES</b>
	<b>Affiliates/Subsidiaries</b>	<b>Amount (MIO TL)</b>
	Camiş Elektrik	846
	<b>TOTAL</b>	<b>846</b>

<b>22.</b>	<b>Profit Distribution Policy of Each Affiliate</b>	
	Denizli Cam San A.S.	<b>Profit shall be distributed according to the provisions contained in the company articles of association.</b>
	Camiş Elektrik A.S.	<b>Profit shall be distributed according to the provisions contained in the company articles of association.</b>
	Oxyvit Kimya San A.S.	<b>Profit shall be distributed according to the provisions contained in the company articles of association.</b>
	Solvay Sodi Holding AG	<b>Profit shall be distributed according to the provisions contained in the company articles of association.</b>
	İş G.Menkul A.S.	<b>Profit shall be distributed according to the provisions contained in the company articles of association.</b>
	Şişe Cam Bulgaria LTD	<b>Profit shall be transferred to Mersin Soda Sanayii.</b>

<b>23.</b>	<b>Information on the major investments of affiliates in the future</b>	
	Denizli Cam San A.S.	<b>An investment amounting 2,099,932 Mio TL has been planned in the years 2000 and 2001.</b>
	Camiş Elektrik A.S.	<b>An enlargement investment amounting 995 Billion TL is envisaged in the year 2000.</b>
	Oxyvit Kimya San A.S.	<b>A maintenance investment amounting 211,948 Mio TL has been scheduled in the year 2000.</b>
	Solvay Sodi Holding AG	<b>No investment has been planned.</b>
	İş G.Menkul A.S.	<b>No investment has been planned.</b>
	Şişe Cam Bulgaria LTD	<b>No investment has been planned.</b>

<b>24.</b>	<b>Debt-receivable relationship of the enterprise with the shareholders, affiliates, subsidiaries and other group companies (Other group companies are not contained in the definition of affiliate and subsidiary provided in the Communiqué and; refer to the companies that are in directly and/or indirectly management and capital relationships with the Company.)</b>	

## TRADE RECEIVABLES AND LIABILITIES

MIO TL

	Trade Receivable	Non-Trade Receivable	Non-Trade Liability
<b>1) Shareholders</b>			
Camsar Sanayi Ara Mal. Pazarlama A.S.	1,415,266	7,431,478	
Cam Pazarlama A.S.	9,808,515	5,382,729	
T. Şişe ve Cam Fabrikaları A.S.			82,691
Camiş Madencilik A.S.			9,408
<b>2) Affiliates</b>			
Solvay Sodi J.S.CO.	752,606		
Şişecam Bulgaria LTD.	2,625		
Oxyvit Kimya Sanayi ve Ticaret A.S.		357,420	
<b>3) Other Group Companies</b>			
Paşabahçe Cam Sanayi Ticaret A.S.			1,542
Camiş Sigorta Hizmetleri A.S.			5,465
Camiş Ambalaj A.S.			4,027
Cam Elyaf Sanayii A.S.			56

**Nature of the 120 “Customers” account (Distinction between Trade and Non-Trade Receivable, Accrual of interest)**

The Company’s sales are invoiced to Cam Pazarlama and Camsar and; the Company’s receivables arising out of these sales are monitored in the 120 “Customers” account. Of the receivables contained in the balance occurred in the 120 “Customers” account at the end of the month; the ones, which fall due, are, with the same value date, transferred to the 130 “Other Receivables” account and thereby; the delay interest is calculated by taking as basis the Şişecam Group’s average credit cost pertaining to that month. The amount of interest, which is calculated over the Group’s average credit cost by taking as basis the value date of the transaction for the trade and non-trade receivables fallen due, monitored in the account no 130, is invoiced to Camsar. The receivables from Oxyvit Kimya are not put through current account simplification and; the calculated amount of interest is invoiced to this company. Of the Company’s receivables from the group companies, which are seen in the “Customers” account by 31.12.1999; the portion amounting 11,979 Billion Turkish Liras arises out of commercial relationships and the portion amounting 13,172 Billion Turkish Liras arises out of non-commercial relationships.

In consequence of the interest calculations carried out for the non-trade receivables and liabilities contained in the accounts 130 and 330 in the year 1999; the interest amounting 234,893 Million Turkish Liras has been invoiced to Oxyvit Kimya, the interest amounting 50,827 Million Turkish Liras has been invoiced to Camiş Jersey and, the interest amounting 6,895,209 Million Turkish Liras has been invoiced to Camsar for the relations with the other companies of the group.

Of the interest and other dividend incomes seen as 9,443,023 Million Turkish Liras in the income statement; the portion amounting 7,180,929 Million Turkish Liras occurs from the interest incomes taken place due to the relations with the Kromsan Chromium Compounds Factory (before merging with the Company; this factory was a joint stock company with a separate legal personality) within the body of the Company. This amount is monitored in the financing expenses, in the records of the Kromsan Factory. Therefore; of the financing expenses contained in the consolidated income statement of the Company, the portion amounting 2,254,231 Million Turkish Liras originates from the fact that the mutual interest amounts in the records kept separately in the two factories of the Company have not been offset.

25.	<i>Information on the loans borrowed and transferred to subsidiaries and/or affiliates by the Corporation</i>						
	<i>Of the Loans;</i>						
	<i>The Borrower Bank etc Trade Name</i>	<i>Amount</i>	<i>Interest</i>	<i>Maturity</i>	<i>Trade Name of the Transferee Company</i>	<i>The Amount Transferred</i>	<i>Applied Interest Rate Maturity</i>
	Eximbank	25,000	55		Cam Pazarlama A.S.	25,000	
	Eximbank	20,000	55		Cam Pazarlama A.S.	20,000	
	Eximbank	26,000	55		Cam Pazarlama A.S.	26,000	
	Eximbank	30,000	55		Cam Pazarlama A.S.	30,000	
	Eximbank	11,000	55		Cam Pazarlama A.S.	11,000	
	Eximbank	18,000	55		Cam Pazarlama A.S.	18,000	
	Eximbank	18,000	55		Cam Pazarlama A.S.	18,000	
	Eximbank	13,000	55		Cam Pazarlama A.S.	13,000	
	Eximbank	13,000	55		Cam Pazarlama A.S.	13,000	
	T.İş Bankası	1,000,000 DM	11.69		Cam Pazarlama A.S.	1,000,000 DM	
	Akbank B.Kapı	1,500,000 Euros	7.24		Cam Pazarlama A.S.	1,500,000 Euros	
	Akbank B.Kapı	1,500,000 \$	9.65		Cam Pazarlama A.S.	1,500,000 \$	
	Akbank B.Kapı	1,500,000 \$	9.59		Cam Pazarlama A.S.	1,500,000 \$	
	T.İş Şişli	500,000 Euros	11.66		Cam Pazarlama A.S.	500,000 Euros	
	Akbank B.Kapı	1,000,000 \$	11.35		Cam Pazarlama A.S.	1,000,000 \$	
	Akbank B.Kapı	2,000,000 \$	11.44		Cam Pazarlama A.S.	2,000,000 \$	
	Oyak	1,000,000 Euros	7.96		Cam Pazarlama A.S.	1,000,000 Euros	
	Eximbank	12,000	45		Cam Pazarlama A.S.	12,000	
	Eximbank	20,000	55		Cam Pazarlama A.S.	20,000	
	Eximbank	30,000	55		Cam Pazarlama A.S.	30,000	
	Eximbank	16,000	55		Cam Pazarlama A.S.	16,000	
	Eximbank	30,000	55		Cam Pazarlama A.S.	30,000	
	Eximbank	28,000	55		Cam Pazarlama A.S.	28,000	
	Eximbank	16,000	55		Cam Pazarlama A.S.	16,000	
	Eximbank	12,000	55		Cam Pazarlama A.S.	12,000	
	Eximbank	11,000	45		Cam Pazarlama A.S.	11,000	

26.	<i>Information on the loans borrowed and provided with the Corporation by subsidiaries and/or affiliates</i>						
	<i>Of the Loans;</i>						
	<i>The Borrower Bank etc Trade Name</i>	<i>Amount</i>	<i>Interest</i>	<i>Maturity</i>	<i>Trade Name of the Transferor Company</i>	<i>The Amount Transferred</i>	<i>Applied Interest Rate Maturity</i>

NO.						
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27.	Repayment Schedules of Medium and Long Term Bank Loans						
	Bank	Loan Amount	Currency	Interest		Repayment Schedule	
				Rate	Maturity	Principal	Interest
	T.İş Bankası Mersin	415,500.00	DM	9.17	09.01.2000	138,500.00	19,368.19
				9.17	09.07.2000	138,500.00	12,912.12
				9.17	09.01.2001	138,500.00	6,456.06
		61,503.14	DM	9.60	20.05.2000	20,501.05	3,017.75
				9.60	20.11.2000	20,501.05	2,011.84
				9.60	20.05.2001	20,501.05	1,005.92
		23,136.75	DM	9.17	10.01.2000	7,712.25	1,078.50
				9.17	10.07.2000	7,712.25	719.00
				9.17	10.01.2001	7,712.25	359.50
		14,972.85	DM	9.17	10.01.2000	4,990.95	697.95
				9.17	10.07.2000	4,990.95	465.30
				9.17	10.01.2001	4,990.95	232.65
		69,678.00	DM	9.09	16.01.2000	23,226.00	3,219.65
				9.09	16.07.2000	23,226.00	2,146.43
				9.09	16.01.2001	23,226.00	1,073.22
		7,463.51	DM	9.09	17.01.2000	2,487.84	344.87
				9.09	17.07.2000	2,487.84	229.91
				9.09	17.01.2001	2,487.84	114.96
		311,250.00	DM	9.04	17.01.2000	103,750.00	14,302.98
				9.04	17.07.2000	103,750.00	9,535.32
				9.04	17.01.2001	103,750.00	4,767.66
		68,400.00	DM	9.02	20.01.2000	22,800.00	3,136.25
				9.02	20.07.2000	22,800.00	2,090.84
				9.02	20.01.2001	22,800.00	1,045.42
		85,931.25	DM	9.02	28.01.2000	28,643.75	3,940.09
				9.02	28.07.2000	28,643.75	2,626.73
				9.02	28.01.2001	28,643.75	1,313.36
		247,800.00	DM	9.05	12.02.2000	82,600.00	11,399.83
				9.05	12.08.2000	82,600.00	7,599.89
				9.05	12.02.2001	82,600.00	3,799.94
		59,003.02	DM	9.04	07.02.2000	19,667.67	2,711.39
				9.04	07.08.2000	19,667.67	1,807.59
				9.04	07.02.2001	19,667.67	903.80
		51,496.24	DM	9.04	06.02.2000	17,165.42	2,366.42
				9.04	06.08.2000	17,165.42	1,577.62
				9.04	06.02.2001	17,165.42	788.81

		103,875.00	DM	9.04	06.02.2000	34,625.00	4,773.40
				9.04	06.08.2000	34,625.00	3,182.27
				9.04	06.02.2001	34,625.00	1,591.13
		28,615.39	DM	9.04	05.02.2000	9,538.47	1,314.97
				9.04	05.08.2000	9,538.47	876.65
				9.04	05.02.2001	9,538.47	438.32
		49,991.22	DM	9.03	21.02.2000	16,663.74	2,294.72
				9.03	21.08.2000	16,663.74	1,529.81
				9.03	21.02.2001	16,663.74	764.91
		7,740.14	DM	9.30	21.02.2000	2,580.15	365.92
				9.30	21.08.2000	2,580.00	243.94
				9.30	21.02.2001	2,580.00	121.97
		88,202.24	DM	9.30	21.02.2000	29,400.75	4,169.76
				9.30	21.08.2000	29,400.75	2,779.84
				9.30	21.02.2001	29,400.75	1,389.92
		110,371.35	DM	9.00	20.03.2000	36,790.45	5,049.49
				9.00	20.09.2000	36,790.45	3,366.33
				9.00	20.03.2001	36,790.45	1,683.16
		718,326.87	DM	9.00	20.03.2000	239,442.29	32,863.45
				9.00	20.09.2000	239,442.29	21,908.97
				9.00	20.03.2001	239,442.29	10,954.48
		108,675.00	DM	9.00	21.03.2000	36,225.00	4,971.88
				9.00	21.09.2000	36,225.00	3,314.59
				9.00	21.03.2001	36,225.00	1,657.29
		507,000.00	DM	8.97	31.03.2000	169,000.00	23,117.93
				8.97	30.09.2000	169,000.00	15,411.96
				8.97	31.03.2001	169,000.00	7,705.98
		208,498.84	DM	8.97	31.03.2000	69,499.61	9,507.03
				8.97	30.09.2000	69,499.61	6,338.02
				8.97	31.03.2001	69,499.61	3,169.01
		17,305.13	DM	8.97	01.04.2000	5,768.38	789.07
				8.97	01.10.2000	5,768.38	526.05
				8.97	01.04.2001	5,768.38	263.02
		18,824.36	DM	8.97	01.04.2000	6,274.79	858.34
				8.97	01.10.2000	6,274.79	572.23
				8.97	01.04.2001	6,274.79	286.11
		122,757.34	DM	9.60	14.04.2000	40,919.11	5,990.56
				9.60	14.10.2000	40,919.11	3,993.71
				9.60	14.04.2001	40,919.11	1,996.85
		408,000.00	DM	9.59	12.05.2000	136,000.00	19,889.66
				9.59	12.11.2000	136,000.00	13,259.77
				9.59	12.05.2001	136,000.00	6,629.89
		5,745.53	DM	9.60	12.05.2000	1,915.18	280.38

				9.60	12.11.2000	1,915.18	186.92
				9.60	12.05.2001	1,915.18	93.46
		12,224.70	DM	9.59	12.05.2000	4,074.90	595.94
				9.59	12.11.2000	4,074.90	397.30
				9.59	12.05.2001	4,074.90	198.65
		4,238.25	DM	9.59	12.05.2000	1,412.75	206.61
				9.59	12.11.2000	1,412.75	137.74
				9.59	12.05.2001	1,412.75	68.87
		35,737.10	DM	9.58	07.05.2000	11,912.37	1,740.34
				9.58	07.11.2000	11,912.37	1,160.22
				9.58	07.05.2001	11,912.37	580.11
		840,000.00	DM	9.60	13.05.2000	280,000.00	40,992.00
				9.60	13.11.2000	280,000.00	27,328.00
				9.60	13.05.2001	280,000.00	13,664.00
		59,855.00	DM	9.60	20.05.2000	19,951.67	2,920.92
				9.60	20.11.2000	19,951.67	1,947.28
				9.60	20.05.2001	19,951.67	973.64
		92,916.00	DM	9.60	20.05.2000	30,972.00	4,559.08
				9.60	20.11.2000	30,972.00	3,039.39
				9.60	20.05.2001	30,972.00	1,519.69
		2,400,000.00	DM	9.27	11.01.2000	2,400,000.00	113,711.99
		78,101.53	DM	9.02	22.01.2000	78,101.53	3,600.65
		132,709.60	DM	9.60	20.05.2000	44,236.53	6,476.23
				9.60	20.11.2000	44,236.53	4,317.49
				9.60	20.05.2001	44,236.53	2,158.74
	AKBANK B. KAPI	1,033,847.21	\$	8.8213	01.06.2000	1,033,847.61	42,942.56
		232,452.79	\$	8.8788	26.03.2000	116,226.40	10,247.55
				8.8788	26.09.2000	116,226.40	5,180.08
		199,852.00	\$	8.8788	25.03.2000	99,926.00	8,613.15
				8.8788	25.09.2000	99,926.00	4,353.89
<b>27-b</b>							
	(**) PRIVATE PLACEMENT	16,000,000.00	\$	9.75	15.01.2001	2,541,176.00	797,333.00
					15.07.2001	2,494,118.00	659,763.00
					15.01.2002	2,305,882.00	546,408.00
					15.07.2002	2,164,706.00	424,463.00
					15.01.2003	2,070,588.00	323,624.00
					15.07.2003	1,788,235.00	216,845.00
					15.01.2004	1,364,706.00	131,325.00
					15.07.2004	1,270,588.00	62,629.00

	TSKB	172,250,000	TL	25	06.06.2000	172,250,000	43,780,208
		750,255,000	TL	30	01.03.2000	375,129,000	113,788,675
				30	01.09.2000	375,126,000	57,519,320
		1,700,582,000	TL	30	03.01.2000	425,146,000	260,755,907
				30	03.07.2000	425,146,000	193,441,127
				30	03.01.2001	425,146,000	130,377,800
				30	03.07.2001	425,144,000	64,125,887
		500,000,000	TL	25	09.07.2000	250,000,000	127,083,333
				25	09.07.2001	250,000,000	63,368,056
		500,000,000	TL	25	12.12.2000	250,000,000	127,083,333
				25	12.12.2001	250,000,000	63,368,056
		1,360,465,000	TL	30	12.06.2000	340,117,000	207,470,913
				30	12.12.2000	340,117,000	155,603,070
				30	12.06.2001	340,117,000	103,168,368
				30	12.12.2001	340,114,000	51,867,385
		571,428,000	TL	30	09.01.2000	142,857,000	87,619,113
				30	09.07.2000	142,857,000	65,000,087
				30	09.01.2001	142,857,000	43,809,633
				30	09.07.2001	142,858,000	164,405,748
		268,500,000	TL	25	30.12.2000	89,500,000	68,243,750
				25	30.12.2001	89,500,000	45,371,528
				25	30.12.2002	89,500,000	22,685,764
		7,305,655,000	TL	30	25.03.2000	1,217,609,000	1,108,024,342
				30	25.09.2000	1,217,609,000	933,500,387
				30	25.03.2001	1,217,609,000	734,624,248
				30	25.09.2001	1,217,609,000	560,100,293
				30	25.03.2002	1,217,609,000	367,312,199
				30	25.09.2002	1,217,610,000	186,700,200
		714,286,000	TL	30	27.03.2000	142,857,000	108,333,377
				30	27.09.2000	142,857,000	87,619,113
				30	27.03.2001	142,857,000	64,642,943
				30	27.09.2001	142,857,000	43,809,633
				30	27.03.2002	142,858,000	21,547,748
		750,000,000	TL	25	27.03.2000	250,000,000	190,625,000
				25	27.03.2001	250,000,000	126,736,111
				25	27.03.2002	250,000,000	63,368,056

(\*) In the loan interest rates, BSMV (Banking and Insurance Transaction Tax) has not been taken into consideration.

(\*\*) Of the loan amounting 85 Million \$ with the annual fixed interest rate of 9.75%, used by means of JP Morgan by the Group from the corporate investors domiciled in America; the portion amounting 16 Million \$ has been provided with the Company.

28.	Securities other than the Stocks issued by the Enterprise	(NO.)
29.	Securities representing indebtedness, redeemed within the year	(NO.)
30.	The 1999 financial statements have been audited by DRT Denetim Revizyon Tasdik Yeminli Mali Müşavirlik A.S. and, a conditional report has been prepared. The Chapter, Opinions (2 pages), which is contained in the report, is provided below.	

## VII. INFORMATION ON THE FINANCIAL ANALYSIS

1.	Liquidity Ratios	1997	1998	1999
	a) Current Ratio	0.76	1.54	2.05
	b) Liquidity Ratio	0.54	1.12	1.61
	c) Cash Ratio	0.01	0.02	0.002

The liquidity ratios, which are used in order to measure the Corporation's ability to pay its short term debts and test the adequacy of its working capital, have exhibited a positive change in the previous three years. The reasons of this positive change have arisen out of participation transfers (sales).

2.	Operating Ratios	1997	1998	1999
	a) Asset Turnover	0.81	0.85	1.09
	b) Accounts Receivable Turnover	11	9	7
	c) Receivable Collection Term (Day)	34	40	52
	d) Inventory Turnover	10	9	9

These rates measure the utilization effectiveness degree of the assets utilized by the Corporation for its operating activities. The reason for the change in these rates in the previous three years: Although the crisis, which has continued in the years 1998 and 1999, has not changed the inventory turnover; a negative result has been observed against the Company, in terms of the accounts receivable turnover.

3.	Financial Structure Ratios	1997	1998	1999
	a) Total Liabilities/Equity Capital	1.22	0.91	0.92
	b) Corporate Tax Liabilities/Total Assets	0.44	0.31	0.28
	c) Long Term Liabilities/Total Assets	0.11	0.17	0.20
	d) Tangible Fixed Assets/ Equity Capital + Long Term Liabilities	0.49	0.46	0.47

The financial structure ratios indicate how the Corporation finances its assets. The reason for the change occurred in these ratios in the previous three years: Compared to the year 1997; both the short term liability ratio and the long term liability ratio have exhibited a decrease; however, the amount of severance pay, which has been allocated in the year 1999, has caused an increase in the long term liabilities.

4.	Profitability Ratios	1997	1998	1999
	a) Net Profit for the Period/Total Assets	0.14	0.05	0.05
	b) Net Profit for the Period/Equity Capital	0.31	0.09	0.09
	c) Gross Profit Margin	0.33	0.26	0.28
	d) Taxes etc Paid/Profit for the Period	0.20	0.18	0.39

Profitability ratios measure the adequacy of the profitability achieved by the Corporation in consequence of its activities. The reason for the change occurred in these ratios in the previous three years: The fuel-oil prices have excessively increased with the financial crisis started as from the second semi-annual period of 1998 and also continued in 1999.

5.	Financial Liability Coverage Ratios		1997	1998	1999
a)	Financial Liability Coverage Ratio		2.13	1.82	1.73
b)	Debt Coverage Ratio		1.59	1.17	1.13

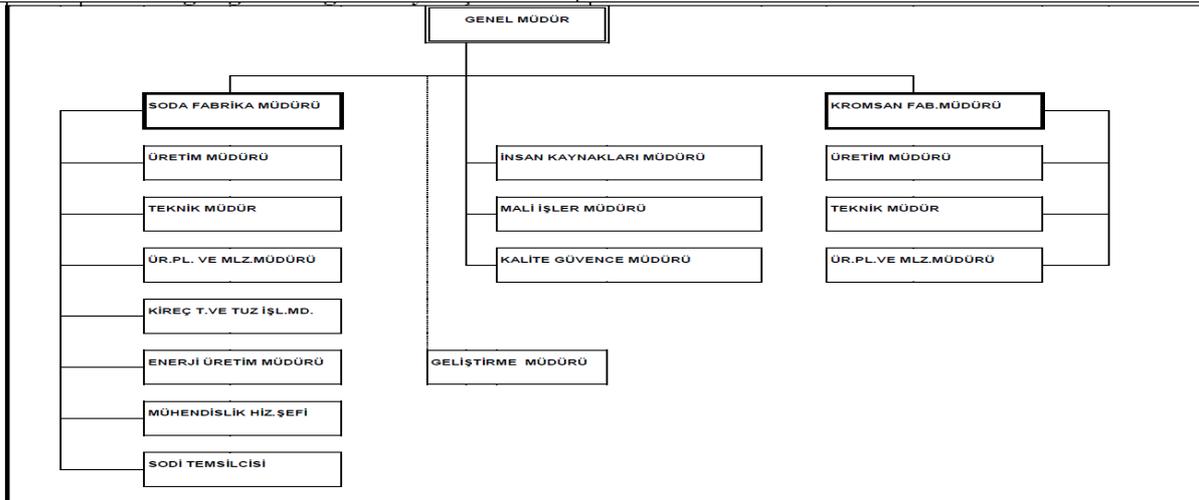
The reason for the change occurred in these ratios in the previous three years: Due to the financial crisis in the years 1998 and 1999; the fund and added value created by the Company have exhibited a decrease.

6.	Information per Share:		1997	1998	1999
a)	Number of Shares				
b)	Net Sales per Share		4,952	2,518	3,277
c)	Net Profit per Share (TL)		852	141	146
	- To Ordinary Shares		852	141	146
	- To Privileged Shares				
d)	Dividend per Share (TL)		920	120	-
	-To Ordinary Shares		920	120	
	-To Privileged Shares				
e)	Book Value of One Share (TL)		2,741	1,542	-

7.	Growth Rates (%)		1997	1998	1999
a)	Net Sales		0.80	0.73	0.68
b)	Real Operating Profit		0.43	(0.19)	0.14
c)	Net Profit		0.52	(0.44)	0.34
d)	Profit from Gross Sales/Number of Shares		0.18	(0.60)	0.43
e)	Net Profit per Share		0.18	(0.83)	0.04
f)	Dividend per Share		0.58	(0.87)	-

## VIII. INFORMATION ON THE MANAGEMENT

### 1. General Organizational Chart of the Corporation :



(Genel Müdür: General Manager; Soda Fabrika Müdürü: Soda Factory Manager; Üretim Müdürü: Productions Manager; Teknik Müdür: Technical Affairs Manager; Ür.Pl. ve Mlz. Müdürü: Production Planning and Materials Manager; Kireç T. Ve Tuz. İşl. Md: Limestone and Salt Operating Manager; Mühendislik Hizmetleri Şefi: Engineering Services Chief; Sodi Temsilcisi: Sodi Representative; İnsan Kaynakları Müdürü: Human Resources Manager; Mali İşler Müdürü: Financial Affairs Manager; Kalite Güvence Müdürü: Quality Assurance Manager; Geliştirme Müdürü: Development Manager; Kromsan Fab. Müdürü: Kromsan Factory Manager; Üretim Müdürü: Productions Manager; Teknik Müdür: Technical Affairs Manager; Ür.Pl. ve Mlz. Müdürü: Production Planning and Materials Manager)

2. Of the Members of the Corporation's Board of Directors;					
Name and Surname	Position	Profession	Tasks undertaken within the body of the Corporation in the last 5 years	Capital Share	
				(TL)	(%)
Tevfik Ateş Kut	Chairman of the Board of Directors	Administrator	Chairman of the Board of Directors		
Cemil Kanpara	Deputy Chairman of the Board of Directors	Banking	Deputy Chairman of the Board of Directors		
Ünay Sabriye Güldal	Member of the Board of Directors	Administrator	Member of the Board of Directors		
Mehmet İ. Orhon	Member of the Board of Directors	Administrator	Member of the Board of Directors		
Mehmet Atukalp	Member of the Board of Directors	Administrator	Member of the Board of Directors		
Cahit Börk	Member of the Board of Directors	Banking	Member of the Board of Directors		
Uğur Gökçe	Member of the Board of Directors	Banking	Member of the Board of Directors		
Hasan Budda	Member of the Board of Directors	Banking	Member of the Board of Directors		
Sevim Yılmaz	Member of the Board of Directors	Banking	Member of the Board of Directors		

3. Tasks carried out by the Members of the Board of Directors outside of the Corporation		
Name and Surname	Tasks currently undertaken outside of the Corporation	
Tevfik Ateş Kut	Chemicals Group President	
Cemil Kanpara	Türkiye İş Bankası Çukurova Regional Manager	
Ünay Sabriye Güldal	Development Vice Chairwoman	
Mehmet İ. Orhon	Human and Financial Resources Vice Chairman	
Mehmet Atukalp	Marketing and Sales Vice Chairman	
Cahit Börk	Türkiye İş Bankası Thrace Regional Manager	
Uğur Gökçe	Türkiye İş Bankası Mersin Branch Manager	
Hasan Budda	Türkiye İş Bankası Human Resources Group Manager	
Sevim Yılmaz	Türkiye İş Bankası II. Loans Directorate Regional Manager	

4. Of the Personnel Having a Voice in the Management					
Name and Surname	Position	Profession	Tasks undertaken within the body of the Corporation in the last 5 years	Capital Share	
				(TL)	(%)
<b>Atilla Didin</b>	Managing Director	<b>Chemical Engineer</b>	Managing Director		
<b>İsmail Ceylan</b>	Factory Manager	<b>Chemical Engineer</b>	Factory Manager		
<b>Taner Bardakçioğlu</b>	Factory Manager	<b>Chemical Engineer</b>	Factory Manager		
<b>Hidayet Özdemir</b>	Productions Manager	<b>Chemical Engineer</b>	Productions Manager		
<b>Erol Tutumlu</b>	Productions Manager	<b>Chemical Engineer</b>	Productions Manager		
<b>İlham Güven</b>	Technical Affairs Manager	<b>Mechanical Engineer</b>	Technical Affairs Manager		
<b>Turgut Eler</b>	Technical Affairs Manager	<b>Mechanical Engineer msc</b>	Technical Affairs Manager		
<b>Burhanettin Çelikbaş</b>	Energy Generations Manager	<b>Electrical Engineer</b>	Energy Generations Manager		
<b>Veysel Ulaş</b>	Production Planning and Materials Manager	<b>Industrial Engineer</b>	Production Planning and Materials Manager		

<b>M. Ali Kırmıç</b>	Limestone and Salt Operating Manager	<b>Petroleum Engineer</b>	Limestone and Salt Operating Manager		
<b>A. Baybars Kocatürk</b>	Human Resources Manager	<b>Business Administrator</b>	Human Resources Manager		
<b>Samim Kurtuluş</b>	Quality Assurance Manager	<b>Chemical Engineer</b>	Quality Assurance Manager		
<b>Mustafa Özel</b>	Financial Affairs Manager	<b>Business Administrator</b>	Financial Affairs Manager		
<b>Osman Deveci</b>	Financial Affairs Vice Manager	<b>Business Administrator</b>	Financial Affairs Vice Manager		

<b>5</b>	<b>Total amount of salaries/fees and similar benefits provided in the current period with the chairman and members of the Board of Directors as well as top executives such as managing directors, general coordinators and deputy managing directors (Mio TL)</b>	
	Total amount of salaries/fees and similar benefits provided in the year 1999	<b>557,920</b>

<b>6.</b>	There is no criminal prosecution, dispute and/or final convictions (due to infamous crimes) against and about the members of the Board of Directors and the personnel having a voice in the management. In addition, there is no dispute constituting the subject matter of a suit/case and/or final judgment in relation to the affairs of the Company.
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## IX. INFORMATION ON THE ACTIVITIES

<b>1.</b>	<b>Information on the sector where the activities are performed, on the actual field of activities, on the Corporation's position within the sector, on the technology being utilized, on the supply conditions of raw materials and on the sales conditions:</b>
	<p>Soda Sanayii A.S. performs activities as two separate factories, namely the Soda Factory and the Kromsan Factory.</p> <p><b>THE SODA FACTORY:</b></p> <p>The Soda Factory produces heavy and light soda, refined sodium bicarbonate and sodium silicate. Soda (heavy and light soda) is one of the fundamental commodity chemicals mainly used by glass, detergent, textile, leather and chemical industries in the world.</p> <p>Soda is basically produced by means of two different processes: 1- By extraction of and processing the ore which is also known as "trona" in the nature and 2- By synthetic production method. Şişecam produces soda under the method which is known as "the Solvay Process" and is predominant on the synthetic soda production. Within the global annual soda production of 30 million tons in total; a balance has occurred as 13 million tons of natural soda ash/17 Mio tons of synthetic soda. In addition to USA; there are natural soda ash deposits in Africa and China. However, the deposits in Africa and China are quite small, compared to those in USA.</p> <p>With its 11 million tons of total soda capacity; Soda Sanayii A.S. is currently the 7<sup>th</sup> largest company in the world and 4<sup>th</sup> * largest company in Europe.</p> <p>In addition to heavy and light soda; Soda Sanayii A.S. produces sodium bicarbonate, namely a soda derivative. This product is consumed by food and feed industries. Furthermore, sodium silicate productions, which are in one sense similar to production of glass, are performed in the existing two furnaces by using soda ash and sand. The consumers of this product are mainly detergent producers.</p> <p>The global soda production capacity is approximately 40 million tons. Of this amount; approximately 15 million tons are supplied from natural soda resources. The soda produced under synthetic method constitutes the remaining amount. The global actual soda production is approximately in the level of 30-32 million tons per year and; increases at the rate of 2-3% a year. In the region, it is estimated that this rate is 3-4%.</p> <p>Soda Sanayii A.S. is deployed within the body of Şişecam; therefore, it is a producer "integrated into glass", in the user sectors. Besides, in the recent years; it has increased its performance in the non-glass markets and exportations. In 1997, the sales to glass (cam) were 31% within the total and; they have occurred as 36% in 1998.</p> <p>In the domestic soda market, Soda Sanayii A.S.'s market share is in the level of 90%. Since the product's price is not attractive due to long distance transportations; the Company's exportations intensify within the region. Soda Sanayi A.S. exports products to approximately 30 countries and thereby, earns an export revenue exceeding 50 million \$.</p>

	<p>*Roskill, the Economics of Soda Ash, 1997</p> <p><b>THE KROMSAN FACTORY:</b></p> <p>The basic product, which is produced in the Kromsan Factory, is sodium bichromate. Arising out this product; chromic acid, basic chromium sulphate (under Tankrom brands), sodium sulphide and sodium sulphate are produced.</p> <p>In production of sodium bichromate; Kromsan is the 6<sup>th</sup> largest producer in the world and the 2<sup>nd</sup> largest producer in Europe*. In production basic chromium sulphate, it is the 3<sup>rd</sup> largest producer in the world and the 2<sup>nd</sup> largest producer in Europe*.</p> <p>Sodium Bichromate is produced by very few producers in the world. Chromite, soda and sulphuric acid constitute the basic inputs of the productions. Chromite is found in three regions in the world: Russia, Turkey and South Africa. In the first stage of the production; chromite, soda and other raw materials are calcined under high temperature in rotary furnaces. The sodium monochromate obtained from furnaces is dissolved in water and is put through acidification and thereby, sodium bichromate is obtained.</p> <p>Arising out the basic product, namely Sodium Bichromate; derivatives with higher added value are produced. These are Basic Chromium Sulphate (BCS), Chromic Acid and Chromium Oxide. Of the derivatives; Kromsan produces only chromium oxide, within its current structure. The relevant investment has not yet been included into the schedules; however, the researches continue for creation of feasibility.</p> <p>In production of chromium chemicals, sodium bichromate is considered as a significant raw material. The main fields of use are production of BCS and other derivatives (chromic acid, chromium oxide) and, impregnation and pigment industries.</p> <p>The raw materials, which are used in production of chromic acid, are sodium bichromate and sulphuric acid. Chromic acid is used as a primary material in metal coating and surface finishing, wood impregnation and magnetic tape industries.</p> <p>Basic chromium sulphates (the brand name: Tankrom) addressing to the leather sector are produced as two primary products and their derivatives dependent on them. In the leather industry, basic chromium sulphates are used in the operation, namely treating with tannin.</p> <p>Sodium sulphate is used in the Kraft industry. Sodium sulphate is obtained as a by-product in the production of bichromate. Partially, it is directly marketed to the Kraft paper sector. Partially, it is transformed into sodium sulphide and thereby, it is sold to leather dealers.</p> <p>The production capacities of the Kromsan Factory are as follows:</p> <table border="0"> <tr> <td>Sodium bichromate</td> <td>: 41.500 tons/year</td> </tr> <tr> <td>Chromic acid</td> <td>: 6.000 tons/year</td> </tr> <tr> <td>Basic chromium sulphates</td> <td>: 46.000 tons/year</td> </tr> <tr> <td>Sodium sulphide</td> <td>: 11.000 tons/year</td> </tr> <tr> <td>Sodium sulphate</td> <td>: 36.000 tons/year</td> </tr> </table> <p>*Resource: The ICDA 1998 report</p>	Sodium bichromate	: 41.500 tons/year	Chromic acid	: 6.000 tons/year	Basic chromium sulphates	: 46.000 tons/year	Sodium sulphide	: 11.000 tons/year	Sodium sulphate	: 36.000 tons/year
Sodium bichromate	: 41.500 tons/year										
Chromic acid	: 6.000 tons/year										
Basic chromium sulphates	: 46.000 tons/year										
Sodium sulphide	: 11.000 tons/year										
Sodium sulphate	: 36.000 tons/year										

2	<b>The amounts of good and service productions accomplished by the Enterprise within the period; separately for each primary production group</b>
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	<b>Primary Production Group</b>	<b>Unit of Measurement</b>	<b>1997</b>	<b>1998</b>	<b>1999</b>
	Light Soda	Ton	168.678	134.517	154.570
	Heavy Soda	Ton	315.748	459.553	496.248
	Refined Sodium Bicarbonate	Ton	65.761	73.385	75.501
	Sodium Silicate	Ton	51.063	40.993	53.243
	Sodium Bichromate	Ton	31.203	26.759	38.470
	Sodium Sulphide	Ton	9906	5.709	7.617
	Sodium Sulphate	Ton	19.986	18.447	32.112
	Tankrom SB	Ton	16.758	12.053	40.184
	Tankrom AB	Ton	28.961	27.806	
	Liquid Tankrom	Ton	4.315	4.003	3,597
	Chromic Acid	Ton		906	4.264
	<b>Resintan M</b>			<b>178</b>	<b>53</b>
	<b>Total</b>		712.109	804.309	905,859

<b>3</b>	<b>The amounts of good and service sales accomplished by the Enterprise within the period; separately for each primary sales group</b>				
	<b>Primary Sales Group</b>	<b>Unit of Measurement</b>	<b>1997</b>	<b>1998</b>	<b>1999</b>
	Light Soda	Ton	120.114	132.930	141.344
	Heavy Soda	Ton	313.842	431.003	494.541
	Refined Sodium Bicarbonate	Ton	68.136	69.774	75.311
	Sodium Silicate	Ton	47.160	38.333	54.334
	Sodium Bichromate	Ton	10.603	8.976	15.925
	Sodium Sulphide	Ton	9.404	6.176	6.871
	Sodium Sulphate	Ton	3.118	4.786	9.456
	<b>Tankrom SB</b>	Ton	<b>17.163</b>	<b>11.811</b>	<b>36,279</b>
	<b>Tankrom AB</b>	Ton	<b>26.036</b>	<b>23.496</b>	
	Liquid Tankrom	Ton	4.267	3.756	3.566
	Chromic Acid	Ton		354	4.398
	<b>Total</b>		619.843	731.368	842.025

<b>4</b>	<b>Brief information on the production or manufacturing technology utilized:</b>	
	<p><b>THE SODA FACTORY:</b> It is an establishment which performs production activities on continuous basis and where synthetic soda is produced under the Solvay method. Throughout the production line; all semi-finished products and finished products are alkali. It is a product with low added value, which requires high energy.</p> <p><b>THE KROMSAN FACTORY:</b> Production of sodium bichromate with toxic characteristics constitutes its field of production. In addition,</p>	

	resulting from the production technology for sodium bichromate, solid wastes occur. The productions continue uninterruptedly.
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<b>5</b>	<b>New products and activities of significant nature:</b>
	NO.

<b>6</b>	<b>Average number of the personnel employed currently and in the previous 3 years (by categories):</b>				
		<b>1997</b>	<b>1998</b>	<b>1999</b>	<b>Currently</b>
	<b>Total Personnel at the beginning of the period</b>	989	979	992	987
	<b>Administrative personnel (non-union)</b>	339	333	361	372
	<b>Administrative personnel (union member)</b>				
	<b>Other Personnel (union member)</b>	650	646	631	615
	<b>Other Personnel (non-union)</b>				
	<b>Total Personnel at the end of the period</b>	979	992	987	
	<b>Administrative personnel (non-union)</b>	333	361	372	
	<b>Administrative personnel (union member)</b>				
	<b>Other Personnel (union member)</b>	646	631	615	
	<b>Other Personnel (non-union)</b>				

<b>7</b>	<b>Information on the real properties owned</b>							
A	Type	Acquisition Date	Locality	M <sup>2</sup>	Book Value Net (TL)	Tax Value (TL)	Term of Utilization	Hypothecate Amount
	Land							
	Parcel	1973	Avadan	13.073	1	1,162,189,700	Indefinite	
	Parcel	1973	Avadan	10.790	1	959,231,000	Indefinite	
	Parcel	1981	Avadan	49.080	1,420,903	4,363,212,000	Indefinite	
	Parcel	1996	Avadan	50.000	27,661,580,000	4,445,000,000	Indefinite	
	Parcel	1973	Çayırmaalaz	88	2,200	23,469,600	Indefinite	
	Parcel	1988	Doruklu	14.600	30,368,000	5,334,000,000	Indefinite	
	Parcel	1984	Huzurkent	17.433	28,764,450	78,232,000,000	Indefinite	
	Parcel	1981	Karakoyak	50.100		26,670,000,000	Indefinite	
	Parcel	1981	Karakoyak	10.200		145,084,800	Indefinite	
	Parcel	1983	Karakoyak	12.600		179,222,400	Indefinite	
	Parcel	1996	Karakoyak	14.041		17,474,184,000	Indefinite	
	Parcel	1997	Karakoyak	11.995	2,741,440,608	4,445,000,000	Indefinite	
	Parcel	1973	Karakuyu	9.355		831,659,500	Indefinite	
	Parcel	1973	Karakuyu	9.355		831,659,500	Indefinite	
	Parcel	1973	Karakuyu	9.355		831,659,500	Indefinite	
	Parcel	1973	Karakuyu	2.510		223,139,000	Indefinite	

	Parcel	1973	Karakuyu	9.355		831,659,500	Indefinite	
	Parcel	1973	Karakuyu	45.950		4.084,955,000	Indefinite	
	Parcel	1973	Karakuyu	46.300		4,116,070,000	Indefinite	
	Parcel	1973	Karakuyu	72.040		6,404,356,000	Indefinite	
	Parcel	1973	Karakuyu	21.320		1,895,348,000	Indefinite	
	Parcel	1973	Karakuyu	18.940		1.683,766,000	Indefinite	
	Parcel	1973	Karakuyu	3.800		337,820,000	Indefinite	
	Parcel	1973	Karakuyu	680		60,452,000	Indefinite	
	Parcel	1973	Karakuyu	17.600		1,564,640,000	Indefinite	
	Parcel	1973	Karakuyu	15.040		1,337,056,000	Indefinite	
	Parcel	1973	Karakuyu	4.140		368,046,000	Indefinite	
	Parcel	1973	Karakuyu	5.000		444,500,000	Indefinite	
	Parcel	1973	Karakuyu	6.400		568.960.000	Indefinite	
	Parcel	1973	Karakuyu	17.760		1,578,864,000	Indefinite	
	Parcel	1973	Karakuyu	8.420		748,538,000	Indefinite	
	Parcel	1973	Karakuyu	10.480		931,672,000	Indefinite	
	Parcel	1973	Karakuyu	71.080		6,319,012,000	Indefinite	
	Parcel	1973	Karakuyu	5.900		524,510,000	Indefinite	
	Parcel	1973	Karakuyu	36.200		364,490,000,000	Indefinite	
	Parcel	1974	Karakuyu	440		39,116,000	Indefinite	
	Parcel	1986	Karakuyu	48		4,267,200	Indefinite	
	Parcel	1986	Karakuyu	48		4,267,200	Indefinite	
	Parcel	1972	Kazanlı	48	1,200	12,801,600	Indefinite	
	Parcel	1972	Kazanlı	1.186	29,650	316,306,200	Indefinite	
	Parcel	1972	Kazanlı	1.972	49,300	525,932,400	Indefinite	
	Parcel	1972	Kazanlı	639	15,975	170,421,300	Indefinite	
	Parcel	1973	Kazanlı	299	7,475	79,743,300	Indefinite	
	Parcel	1973	Kazanlı	48	1,200	12,801,600	Indefinite	

	Parcel	1973	Kazanlı	1.719	42,975	458,457,300	Indefinite	
	Parcel	1973	Kazanlı	243	6,075	64,808,100	Indefinite	
	Parcel	1973	Kazanlı	342	8,550	91,211,400	Indefinite	
	Parcel	1973	Kazanlı	284	7,100	75,742,800	Indefinite	
	Parcel	1973	Kazanlı	268	6,700	71,475,600	Indefinite	
	Parcel	1973	Kazanlı	342	8,550	91,211,400	Indefinite	
	Parcel	1974	Kazanlı	256	6,400	68,275,200	Indefinite	
	Parcel	1974	Kazanlı	2.254	56,350	601,141,800	Indefinite	
	Parcel	1974	Kazanlı	2.044	51,100	545,134,800	Indefinite	
	Parcel	1974	Kazanlı	1.609	40,225	429,120,300	Indefinite	
	Parcel	1974	Kazanlı	2.691	67,275	717,689,700	Indefinite	
	Parcel	1975	Kazanlı	7.775	194,375	2,073,592,500	Indefinite	
	Parcel	1975	Kazanlı	7.000	175,000	1,866,900,000	Indefinite	
	Parcel	1975	Kazanlı	12.000	300,000	3,200,400,000	Indefinite	
	Parcel	1975	Kazanlı	12.000	300,000	3,200,400,000	Indefinite	
	Parcel	1976	Kazanlı	399.518	10,406,718	46,228,000,000	Indefinite	
	Parcel	1978	Kazanlı	840	21,000	224,028,000	Indefinite	
	Parcel	1979	Kazanlı	1.920	48,000	512,064,000	Indefinite	
	Parcel	1983	Kazanlı	3.775	35,076,736	1,013,460,000	Indefinite	
	Parcel	1987	Kazanlı	2.983	74,575	795,566,100	Indefinite	
	Parcel	1987	Kazanlı	50	1,250	13,335,000	Indefinite	
	Parcel	1989	Kazanlı	60.842	469,427,578	16,233,140,000	Indefinite	
	Parcel	1989	Kazanlı	3.427	26,441,082	915,670,000	Indefinite	
	Parcel	1990	Kazanlı	12.250	113,825,166	3,289,300,000	Indefinite	
	Parcel	1990	Kazanlı	72.125	670,174,716	19,558,000,000	Indefinite	
	Parcel	1990	Kazanlı	45.000	418,133,272	12,001,500,000	Indefinite	
	Parcel	1996	Kazanlı	13.509	11,008,403,360	21,336,000,000	Indefinite	
	Parcel	1996	Kazanlı	6.826	6,376,947,900	10,756,900,000	Indefinite	

	Parcel	1996	Kazanlı	62.250	55,655,560,740	97,967,800,000	Indefinite	
	Parcel	1997	Kazanlı	400	10,000	106,680,000	Indefinite	
	Parcel	1975	Kızıldip	62.000	1,550,000	16,535,400,000	Indefinite	
	Parcel	1980	Kızıldip	46.562	1,164,050	12,418,085,400	Indefinite	
	Parcel	1995	Kızılyer	58.200	207,850,000	5,173,980,000	Indefinite	
	Parcel	1977	Murtpınarı	1.910		679,196,000	Indefinite	
	Parcel	1980	Murtpınarı	1.470		522,732,000	Indefinite	
	Parcel	1983	Murtpınarı	11.370		4,043,172,000	Indefinite	
	Parcel	1983	Murtpınarı	5.230		1,859,788,000	Indefinite	
	Parcel	1986	Murtpınarı	3.500		1,244,600,000	Indefinite	
	Parcel	1987	Murtpınarı	13.240		4,708,144,000	Indefinite	
	Parcel	1987	Murtpınarı	4.360		1,550,416,000	Indefinite	
	Parcel	1987	Murtpınarı	8.160		26,670,000,000	Indefinite	
	Parcel	1987	Murtpınarı	4.760		1,692,656,000	Indefinite	
	Parcel	1994	Murtpınarı	1.600		568,960,000	Indefinite	
	Parcel	1994	Murtpınarı	4.160		1,479,296,000	Indefinite	
	Parcel	1973	Topaloğlu	55.120		1,764,060,480	Indefinite	
	Parcel	1974	Topaloğlu	42.350		1,355,369,400	Indefinite	
	Parcel	1974	Topaloğlu	5.100		163,220,400	Indefinite	
	Parcel	1974	Topaloğlu	16.400		524,865,600	Indefinite	
	Parcel	1975	Topaloğlu	10.450		334,441,800	Indefinite	
	Parcel	1975	Topaloğlu	26.400		844,905,600	Indefinite	
	Parcel	1975	Topaloğlu	25.200		806,500,800	Indefinite	
	Parcel	1976	Topaloğlu	19.050		609,676,200	Indefinite	
	Parcel	1986	Topaloğlu	19.676		629,710,704	Indefinite	
	Parcel	1986	Topaloğlu	15.000		480,060,000	Indefinite	
	Parcel	1996	Topaloğlu	10.650		340,842,600	Indefinite	
	Parcel	1996	Topaloğlu	8.900		284,835,600	Indefinite	

	Parcel	1974	Topraktepe	1.377	34,425	367,245,900	Indefinite	
	Parcel	1983	Yazlakdamı	5.850		83,210,400	Indefinite	
	Parcel	1983	Yazlakdamı	14.200		201,980,800	Indefinite	
	Parcel	1983	Yazlakdamı	6.300		89,611,200	Indefinite	
	Parcel	1974	Zeytinli	800		71,120,000	Indefinite	
	Parcel	1975	Zeytinli	204		18,135,600	Indefinite	
	Parcel	1993	Zeytinli	31.474	226,800,000	2,798,038,600	Indefinite	
	Parcel	1997	Zeytinli	27.000	11,514,150,000	11,557,000,000	Indefinite	
	Parcel	1997	Zeytinli	27.000	7,127,796,000	18,669,000,000	Indefinite	
	Parcel	1997	Zeytinli	136.600	129,355,660,000	219,583,000,000	Indefinite	
	Parcel	1998	Zeytinli	52.950	32,195,615,000	56,572,727,596	Indefinite	
	Parcel	1989	Zincirlibağlar	29.716	500,000,000	55,261,129,000	Indefinite	
	Parcel	1989	Zincirlibağlar	29.716	500,000,000	55,261,129,000	Indefinite	
	Building	1975	Adana	493	49,848,915,133	7,112,000,000	Indefinite	
	Building	1975	Adana	65	6,572,372,178	1,333,500,000	Indefinite	
	Building	1975	Adana	225	22,750,519,077	4,000,500,000	Indefinite	
	Building	1975	Dalakderesi	332	5,022,182,212	5,334,000,000	Indefinite	
	Building	1975	Dalakderesi	117	1,769,865,418	1,778,000,000	Indefinite	
	Building	1975	Dalakderesi	447	6,761,793,521	7,112,000,000	Indefinite	
	Building	1975	Dalakderesi	65	983,258,566	1,066,800,000	Indefinite	
	Building	1975	Dalakderesi	150	2,269,058,228	2,667,000,000	Indefinite	
	Building	1975	Dalakderesi	19	287,414,042	711,200,000	Indefinite	
	Building	1993	Istanbul/Tuzla	1.125	53,123,043,172	57,785,000,000	Indefinite	
	Building	1986	Karadiken	118	11,830,169,456	1,778,000,000	Indefinite	
	Building	1986	Karadiken	284	28,472,611,234	3,556,000,000	Indefinite	
	Building	1986	Karadiken	236	23,660,338,913	3,556,000,000	Indefinite	
	Building	1986	Karadiken	102	10,226,078,683	1,778,000,000	Indefinite	
	Building	1975	Kazanlı	159	8,618,889,711	1,571,116,365	Indefinite	

	Building	1975	Kazanlı	559	30,301,631,121	5,523,610,365	Indefinite	
	Building	1975	Kazanlı	1.055	57,188,230,471	10,424,702,925	Indefinite	
	Building	1975	Kazanlı	570	30,897,906,510	6,082,888,266	Indefinite	
	Building	1975	Kazanlı	1.317	71,390,426,094	13,013,586,495	Indefinite	
	Building	1975	Kazanlı	162	8,781,510,271	1,728,820,876	Indefinite	
	Building	1975	Kazanlı	354	19,189,226,148	3,777,793,765	Indefinite	
	Building	1975	Kazanlı	1.141	61,850,019,874	12,176,448,266	Indefinite	
	Building	1975	Kazanlı	450	24,393,084,087	4,802,280,210	Indefinite	
	Building	1975	Kazanlı	852	46,184,239,205	9,092,317,198	Indefinite	
	Building	1975	Kazanlı	448	24,284,670,380	4,745,376,742	Indefinite	
	Building	1975	Kazanlı	1.666	90,308,617,975	18,964,382,412	Indefinite	
	Building	1975	Kazanlı	354	19,189,226,148	4,663,942,920	Indefinite	
	Building	1975	Kazanlı	70	3,794,479,747	922,248,600	Indefinite	
	Building	1975	Kazanlı	2.021	109,552,050,977	21,567,574,010	Indefinite	
	Building	1975	Kazanlı	641	34,746,593,111	6,333,871,635	Indefinite	
	Building	1975	Kazanlı	938	50,846,028,608	10,010,086,304	Indefinite	
	Building	1975	Kazanlı	628	34,041,904,015	6,701,848,826	Indefinite	
	Building	1975	Kazanlı	4.860	263,445,308,139	48,022,802,100	Indefinite	
	Building	1975	Kazanlı	1.620	87,815,102,713	16,007,600,700	Indefinite	
	Building	1975	Kazanlı	605	32,795,146,384	5,978,147,175	Indefinite	
	Building	1975	Kazanlı	1.230	66,674,429,838	12,153,919,050	Indefinite	
	Building	1975	Kazanlı	88	4,770,203,110	869,548,680	Indefinite	
	Building	1975	Kazanlı	1.041	56,429,334,521	13,381,992,540	Indefinite	
	Building	1975	Kazanlı	314	17,020,952,007	3,102,707,790	Indefinite	
	Building	1975	Kazanlı	3.667	198,776,531,882	36,234,488,745	Indefinite	
	Building	1975	Kazanlı	1.041	56,429,334,521	13,381,992,540	Indefinite	
	Building	1975	Kazanlı	1.513	82,014,969,386	14,950,308,555	Indefinite	
	Building	1975	Kazanlı	280	15,177,918,987	2,766,745,800	Indefinite	

	Building	1975	Kazanlı	1.169	63,367,811,773	11,551,163,715	Indefinite	
	Building	1975	Kazanlı	425	23,037,912,749	4,199,524,875	Indefinite	
	Building	1975	Kazanlı	175	9,486,199,367	1,729,216,125	Indefinite	
	Building	1975	Kazanlı	903	48,948,788,734	8,922,755,205	Indefinite	
	Building	1975	Kazanlı	2.612	141,588,301,411	25,813,341,820	Indefinite	
	Building	1975	Kazanlı	192	10,407,715,877	1,897,197,120	Indefinite	
	Building	1982	Kazanlı	481	26,073,496,546	5,069,732,304	Indefinite	
	Building	1982	Kazanlı	1.130	61,253,744,485	11,910,181,920	Indefinite	3,060,000,000
	Building	1982	Kazanlı	692	37,511,142,640	7,293,668,928	Indefinite	
	Building	1982	Kazanlı	749	40,600,933,291	7,894,448,016	Indefinite	
	Building	1982	Kazanlı	1.959	106,191,226,059	20,647,828,656	Indefinite	
	Building	1982	Kazanlı	1.573	85,267,380,597	16,579,394,832	Indefinite	
	Building	1982	Kazanlı	487	26,398,737,667	5,132,972,208	Indefinite	
	Building	1982	Kazanlı	1.875	101,637,850,362	19,762,470,000	Indefinite	
	Building	1982	Kazanlı	220	11,925,507,776	2,318,796,480	Indefinite	
	Building	1982	Kazanlı	874	47,376,789,982	9,211,946,016	Indefinite	
	Building	1982	Kazanlı	89	4,824,409,964	938,058,576	Indefinite	
	Building	1982	Kazanlı	1.233	66,837,050,398	12,995,800,272	Indefinite	
	Building	1982	Kazanlı	245	13,280,679,114	2,582,296,080	Indefinite	
	Building	1982	Kazanlı	1.041	56,429,334,521	10,972,123,344	Indefinite	
	Building	1982	Kazanlı	555	30,084,803,707	5,849,691,120	Indefinite	
	Building	1982	Kazanlı	29	1,571,998,752	330,112,299	Indefinite	
	Building	1984	Kazanlı	534	55,403,375,576	12,446,000,000	Indefinite	14,071,000,000
	Building	1984	Kazanlı	444	71,470,784,455	8,890,000,000	Indefinite	
	Building	1984	Kazanlı	48	8,748,462,189	942,340,000	Indefinite	
	Building	1984	Kazanlı	716	27,025,148,567	14,046,200,000	Indefinite	
	Building	1984	Kazanlı	408	47,930,267,341	8,001,000,000	Indefinite	
	Building	1984	Kazanlı	400	5,867,039,618	7,823,200,000	Indefinite	

	Building	1984	Kazanlı	55	2,107,871,053	826,770,000	Indefinite	
	Building	1984	Kazanlı	617	53,397,543,679	12,090,400,000	Indefinite	
	Building	1984	Kazanlı	864	72,433,140,697	16,891,000,000	Indefinite	
	Building	1984	Kazanlı	75	3,325,602,020	1,529,080,000	Indefinite	
	Building	1984	Kazanlı	401	48,823,104,658	7,823,200,000	Indefinite	
	Building	1984	Kazanlı	242	34,030,740,807	4,800,600,000	Indefinite	
	Building	1984	Kazanlı	160	18,866,698,108	3,200,400,000	Indefinite	
	Building	1984	Kazanlı	456	63,300,867,717	8,890,000,000	Indefinite	
	Building	1984	Kazanlı	2.761	10,568,596,376	53,873,400,000	Indefinite	
	Building	1984	Kazanlı	560	3,053,810,316	10,899,140,000	Indefinite	
	Building	1984	Kazanlı	108	9,280,494,564	2,133,600,000	Indefinite	
	Building	1984	Kazanlı	1.175	88,546,438,160	26,936,700,000	Indefinite	
	Building	1985	Kazanlı	478	5,976,770,937	9,779,000,000	Indefinite	
	Building	1985	Kazanlı	56	3,035,583,797	677,299,372	Indefinite	
	Building	1985	Kazanlı	112	6,071,167,595	1,354,598,744	Indefinite	
	Building	1985	Kazanlı	27	1,463,585,045	302,365,791	Indefinite	
	Building	1985	Kazanlı	15	813,102,803	181,419,475	Indefinite	
	Building	1985	Kazanlı	675	36,589,626,130	8,359,524,810	Indefinite	
	Building	1985	Kazanlı	112	6,071,167,595	1,387,061,894	Indefinite	
	Building	1988	Kazanlı	145	7,859,993,761	1,753,721,588	Indefinite	
	Building	1988	Kazanlı	1.628	88,248,757,541	18,231,537,324	Indefinite	
	Building	1989	Kazanlı	135	14,009,838,056	2,755,900,000	Indefinite	
	Building	1990	Kazanlı	644	34,909,213,671	7,636,218,408	Indefinite	
	Building	1990	Kazanlı	562	30,464,251,682	7,197,017,275	Indefinite	
	Building	1992	Kazanlı	1.730	93,777,856,601	21,425,152,476	Indefinite	
	Building	1993	Kazanlı	230	12,467,576,311	2,848,430,676	Indefinite	
	Building	1993	Kazanlı	776	42,064,518,337	9,610,357,411	Indefinite	
	Building	1993	Kazanlı	1.020	55,290,990,597	12,632,170,824	Indefinite	

	Building	1998	Kazanlı	2.179	224,424,095,385	81,400,000,000	Indefinite	
	Building	1974	Bahçe	135	2,012,155,948	3,615,793,475	Indefinite	
	Building	1974	Bahçe	135	2,012,155,948	3,615,793,475	Indefinite	
	Building	1974	Bahçe	155	2,310,253,126	3,965,779,513	Indefinite	
	Building	1974	Bahçe	155	2,310,253,126	4,151,492,603	Indefinite	
	Building	1974	Bahçe	187	2,787,208,610	5,008,423,841	Indefinite	
	Building	1974	Bahçe	122	1,818,392,783	3,870,969,233	Indefinite	
	Building	1974	Bahçe	155	2,310,253,126	4,151,492,603	Indefinite	
	Building	1974	Bahçe	155	2,310,253,126	4,151,492,603	Indefinite	
	Building	1974	Bahçe	197	2,936,257,198	4,886,463,284	Indefinite	
	Building	1974	Bahçe	97	1,445,771,311	2,597,894,874	Indefinite	
	Building	1974	Bahçe	109	1,624,629,617	2,919,361,189	Indefinite	
	Building	1974	Bahçe	103	1,535,200,464	2,814,365,378	Indefinite	
	Building	1974	Bahçe	117	1,743,868,488	3,133,594,002	Indefinite	
	Building	1974	Bahçe	117	1,743,868,488	3,133,594,002	Indefinite	
	Building	1974	Bahçe	117	1,743,868,488	3,133,594,002	Indefinite	
	Building	1974	Bahçe	117	1,743,868,488	3,133,594,002	Indefinite	
	Building	1974	Bahçe	117	1,743,868,488	3,133,594,002	Indefinite	
	Building	1974	Bahçe	120	1,788,583,065	3,186,091,908	Indefinite	
	Building	1974	Bahçe	117	1,743,868,488	3,133,594,002	Indefinite	
	Building	1974	Bahçe	117	1,743,868,488	3,133,594,002	Indefinite	
	Building	1974	Bahçe	120	1,788,583,065	3,186,091,908	Indefinite	
	Building	1974	Bahçe	127	1,892,917,077	3,401,560,662	Indefinite	
	Building	1974	Bahçe	105	1,565,010,182	2,812,361,878	Indefinite	
	Building	1974	Bahçe	31	462,050,625	1,517,413,537	Indefinite	

<b>B</b>	<b>Movements of fixed assets in the current period:</b>	<b>Mio TL.</b>
	<b>a) Cost of tangible fixed assets purchased, produced or constructed:</b>	4,218,292
	<b>b) Cost of tangible fixed assets sold or scrapped:</b>	31,122
	<b>c) Amount of revaluation increase occurred in current period:</b>	6,331,527

	- In the costs of assets (+) :	13,213,306
	- In the accumulated depreciations (-) :	(6,881,779)
	<b>d) Nature, total amount, starting and ending date and completion level of on-going investments:</b>	It is provided below along with the details.

### Information on On-Going Investments

#### The Soda Factory

(In Million TL and US Dollars)

	Purpose	Start. Date	E.C.D.	C.L.	T.I.A.	P.A.
On-Going Investments (Dedusting on Furnaces)	Modernization	1996	31.12.2000	20%	26,103	5,309
On-Going Investments (Land Acquisition)	Enlargement	1999	31.12.2000	2%	78,090	1,500
On-Going Investments (Digging raw water well)	Modernization	1999	31.12.2000	2%	12,471	2,000
On-Going Investments (Energy Generation Project)	Capacity Increase-Modernization	1998	31.12.2000	27%	7,315,633	1,988,154

#### The Kromsan Factory

(In Million TL and US Dollars)

	Purpose	Start. Date	E.C.D.	C.L.	T.I.A.	P.A.
On-Going Investments (Sodium Sulphate Diss.Prj.)	Modernization	30.11.1999	31.12.2000	1%	16,658,762	17,792
On-Going Investments (Soda Steam Line)	Capacity Increase-Modernization	01.12.1999	31.12.2000	91%	55,000	49,823
On-Going Investments (Solid Waste Set Construction)	Modernization-Renewal	18.12.1999	31.12.2000	18%	186,813	33,503

E.C.D.: Estimated Commissioning Date

C.L.: Completion Level

T.I.A.: Total Investment Amount

P.A.: Portion Accomplished

<b>8.</b>	<b>Information on the real properties rented or rented out:</b>
	PROPERTY RENTED: From the Tarsus Fiscal Directorate, Limestone Site, 5-year term, TL 35,200,500,000; From Ahmet Kaya, the parcel no 764, 30-year term, TL 25,000,000,000
	PROPERTY RENTED OUT: The parcel in the Kazanlı Locality, annually TL 1,000,000,000; (Ayhan Güven)

<b>9.</b>	<b>Information on the assets acquired by way of financial leasing</b>							
	Type of the Asset Rented	Rental Term		Currency	Rental Fee (000)	Annual Rental Amount (000)		
		Starting	Ending			1997	1998	1999
	Automobile	30.12.1996	30.12.2001	TL	3,154,540	392,930	392,930	100

<b>10.</b>	<b>Raw material procurement conditions (in the country, abroad, the country from where it is procured, rate of customs duty, monopoly situation of raw material seller etc.) and probable changes in the procurement</b>
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<b>conditions:</b>
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Name or Trade Name	Type of Material Procured	Conditions	Amount (Million TL)
Cam Pazarlama A.S.	Fuel-oil	In-group company	11,860,181
Al Nasr	Coke	In lots, in advance	2,641,272
Iskenderun Dem.Çelik	Coke	In advance,	51,093
Ercan Madencilik	Limestone	10-day invoices, in advance	1,666,704
İgşaş	Ammoniac	In advance	56,237
Toros Gübre	Ammoniac	10-day invoices, 1	26,935
Çepiller	Ammoniac	In advance	68,187
Exsa	Caustic Soda	1 month maturity	73,397
Gülsan	Packaging Material	1 month maturity	309,135
Pilsa A.S.	Packaging Material	1 month maturity	83,346
İntertim	Packaging Material	1 month maturity	199,985
Tekli Orman Ür.	Packaging Material	1 month maturity	71,106
Debant Plastik	Packaging Material	1 month maturity	79,197
Yeni Star Ambalaj	Packaging Material	1 month maturity	63,033
Toros Gübre	Sulphuric Acid	1 month maturity	285,233
Camiş Jersey	Chromite	In advance	2,031,642
Gübretaş	Sulphuric Acid	10 Days as from Invoice Date	248,052
Ermenek Kömür Pazl.	Lignite Coal	10 Days as from Invoice Date	225,256
Kömür İşl.A.S.	Lignite Coal	10 Days as from Invoice Date	71,716
Konya Şeker Fb. A.S.	Granulated Sugar	In advance	67,068
Bamak Katı Yakıt	Bag (Packaging Material)	10 Days as from Invoice Date	129,562
Memsan	Barrel	30 Days as from Invoice Date	184,500

No customs duty is imposed on the raw materials purchased from foreign countries.

<b>11.</b>	<b>Sales conditions, changes occurred in the sales policy in the last year, rates of customs duty pertaining to the goods produced, the countries to which exportations are performed:</b>
	Domestic sales are, with 7-day maturity, performed through the channel of Camsar and, the sales to foreign countries are, with 70-day maturity, performed through the channel of Cam Pazarlama. The products are sold to the countries all around the world. The customs duty of the produced goods is 0% for Europe and 5.5% for other countries.

<b>12.</b>	<b>Brief information on agreements (relevant to patents, licenses; industrial-commercial, financial etc. matters):</b>
	NO.

<b>13.</b>	<b>Research and development policy concerning the production process and new products in the previous 3 years, if any:</b>
	The R&D studies relevant to the new product, Chromic Acid, the policies serving for the vision and targets of the Company are: a) Quality compliance b) Environmental compliance

	c) New technological developments. Furthermore; the R&D Group carries out studies on chromium oxide, precipitated calcium carbonate productions and on carbon dioxide asphyxiation projects.
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<b>14.</b>	<b>Information on work interruptions that have affected or may affect significantly the financial situation in the last 12 months and, information on trade union activities and collective labour agreements:</b>
	NO. The expired agreement currently applies and; collective labour agreement negotiations continue as from 01.01.2000.

<b>15.</b>	<b>Significant Disputes Concerning the Corporation: NO.</b>
	a. With the shareholders :
	b. With the personnel :
	c. With the Tax Administration :
	d. With other Public Institutions and Authorities :
	e. With other Real and Legal Persons :

<b>16.</b>	<b>A. Information on the nature of the Corporation's on-going investments and on the incentives benefited by the Corporation and on their conditions:</b>
	While the Corporation realizes its development, enlargement and maintenance investments in line with a certain policy, it takes the advantage of the investment incentives provided by the General Directorate of Incentive Practices. The conditions contained in the incentive certificates are entirely complied with. The effective investment incentive certificates are as follows:

	<b>B. Nature, total amount, starting and ending dates and completion levels of the on-going investments:</b>					
	<b>Nature of the Investment</b>	<b>Total Amount (Mio TL)</b>	<b>Total Amount (Foreign Currency)</b>	<b>Kind of Foreign Currency</b>	<b>Incentive Certificate Date</b>	<b>Incentive Certificate No</b>
	Enlargement-Modernization	3,500,000	46,666,667	\$	15.07.1998	46447/B
	Modernization	2,900,000	22,307,692	\$	04.04.1997	50206
	Modernization-Renewal	1,895,000	7,460,630	\$	28.09.1998	57329
	Modernization-Renewal	1,800,000	5,625,000	\$	09.04.1999	59171
	NEW AB Enl.	692,440	3,012,783	\$	02.11.1998	38881
	Modernization-Renewal	250,700	2,005,600	\$	25.03.1997	50036
	Modernization-Renewal	353,000	1,502,128	\$	08.05.1998	55932
	Modernization-Renewal	704,000	2,133,333	\$	26.03.1999	59083

	<b>Starting Date</b>	<b>Ending Date</b>	<b>By the Current Period, The Total Expense Made (In foreign currency)</b>	<b>Incentives Benefited</b>	<b>Export Commitment (US Dollars \$)</b>	<b>Completion Level (%)</b>
	22.04.1996	31.12.2001	24,256,257	Investment Allowance 100% Customs Exemption 100% VAT SUPP. Tax, Duty Levy Exemption	200,000	52%

	18.03.1997	13.12.2000	12,281,540	Investment Allowance 100% Customs Exemption 100% VAT SUPP. Tax, Duty Levy Exemption	200,000	55%
	04.05.1998	31.12.2000	3,542,128	Investment Allowance 100% Customs Exemption 100% VAT SUPP. Tax, Duty Levy Exemption	10,000	47%
	19.12.1998	31.12.2001	1,429,404	Investment Allowance 100% Customs Exemption 100% VAT SUPP. Tax, Duty Levy Exemption	10,000	25%
	18.08.1995	31.12.1999	3,363,236	Investment Allowance 100% Customs Exemption 100% VAT SUPP. Tax, Duty Levy Exemption	200,000	100% In the Closure phase
	01.03.1997	01.03.1999	1,479,513	Investment Allowance 100% Customs Exemption 100% VAT SUPP. Tax, Duty Levy Exemption	200,000	100% Closed
	24.02.1998	31.12.1999	1,420,830	Investment Allowance 100% Customs Exemption 100% VAT SUPP. Tax, Duty	200,000	100% In the Closure phase

				Levy Exemption		
	01.01.1999	30.06.2000	219,193	Investment Allowance 100% Customs Exemption 100% VAT SUPP. Tax, Duty Levy Exemption	10,000	20%
	<b>The section “Special Conditions” contained in the Incentive Certificates</b>		<b>Financing procedure for the investment</b>			
	30% of the investment finance, from Equity		30% EQUITY-70% FOREIGN RESOURCES			
	15% of the investment finance, from Equity		15% EQUITY-85% FOREIGN RESOURCES			
	50% of the investment finance, from Equity		50% EQUITY-50% FOREIGN RESOURCES			
	20% of the investment finance, from Equity. At the completion of the Air Comp., Forklift, Analytical Balance Investment; it shall be certified that it has been deleted in the records.		20% EQUITY-80% FOREIGN RESOURCES			
	20% of the investment finance, from Equity. The term of the certificate has been extended until 31.12.1999.		20% EQUITY-80% FOREIGN RESOURCES			
	20% of the investment finance, from Equity. Measures shall be taken in order to prevent environmental pollution.		20% EQUITY-80% FOREIGN RESOURCES			
	20% of the investment finance, from Equity. Measures shall be taken in order to prevent environmental pollution.		20% EQUITY-80% FOREIGN RESOURCES			
	20% of the investment finance, from Equity. At the end of the investment period; it shall be certified that the existing water-cooling tower has been deleted from the assets.		20% EQUITY-80% FOREIGN RESOURCES			

<b>17.</b>	<b>The Permissions Required to be Obtained Pursuant to the Environmental Legislation Effective in Turkey and; the Current Situation:</b>
	<p>The Company continues its activities in two separate factories, namely the Soda Factory and the Kromsan Chromium Compounds Factory. In order that operating permission can be granted to these factories as required by the environmental legislation effective in Turkey; it is necessary that all such required permissions have been obtained and approved. These permissions are solid waste, waste water discharge and emission permissions. The permission applications, which have been filed with the concerned authorities by the Company and, the current situation are as follows:</p> <p><i>The Soda Factory</i></p> <p><u>Gaseous Wastes:</u> On 14.01.1998; an “Emission Permission Application” has been filed by the Company. The request, which has been submitted for renewal of the measurement values in consequence of this application, will be concluded within the year 2000. As regards the emission permission; a time limit for obtaining the permission has not been set by the Ministry of Health and Environment. The project studies continue in relation to obtaining the emission permission. Since the day when the production plants have been taken into operation; the penalty “suspension of activities” has not been imposed on continuous or temporary basis in relation to the emission permission.</p> <p><u>Liquid Wastes:</u> On 16.06.1989, an application has been filed for discharge permission. The studies continue for the discharge permission. It has been achieved that the amount of “suspended solid” in solid waste falls below the values stipulated by the Environmental Legislation. Studies continue in order to reduce the pH value. No time limit</p>

	<p>has been set in order to obtain permission or take measures in relation to the liquid wastes.</p> <p><b>Solid Wastes:</b> On 28.01.1999; an application has been filed with the Provincial Directorate of Environment so that solid wastes are stored in convenient places outside of the factory. Storage permission has been obtained under the resolution taken by the Local Environment Board of the Province. In the current situation, solids are kept in waste pools. With the permission obtained biyearly from the Local Environment Board of the Province; they are stored in the areas found acceptable by the Board, in compliance with the Board's resolutions.</p> <p style="text-align: center;"><i><u>The Kromsan Factory</u></i></p> <p><b>Gaseous Wastes:</b> An "application for emission permission" has been filed within the year 1999. It is predicted that the request, which has been submitted for renewal of the measurement values in consequence of the application, will be concluded within the year 2000.</p> <p><b>Liquid Wastes:</b> On 03.09.1999, a discharge permission certificate with 3-year term has been obtained from the İçel Governorate-the Provincial Directorate of Environment, for the waters to be discharged from the industrial waste water treatment plant and from the sewage treatment plant.</p> <p><b>Solid Wastes:</b> The solid wastes, which emerge in consequence of the sodium bichromate production process, are, within the factory, stored in sites that ensure impermeability and; drainage channels are placed around the depot. On 24.10.1990, a permission certificate has been obtained from the Ministry of Health, in relation to such storage of solid wastes.</p>
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<b>18.</b>	<b>Information on the mine operating licenses registered for the name of the Company:</b>
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Permission Date	Term	Site	Payments	Payments
14.12.1995	10 years	Stone Quarry Establishment in Tarsus	Special Administration	TL 17,081,840,000
20.06.1996	10 years	Limestone Quarry Establishment in Tarsus	Forestry Operation Directorate	TL 5,687,393,000
13.11.1998	5 years	Limestone Quarry Establishment in Tarsus	Tarsus Fiscal Directorate	TL 34,000,500,000
13.11.1998	5 years	Storage Location	Tarsus Fiscal Directorate	TL 3,333,600,000

## X. INFORMATION ON THE GROUP

<b>1.</b>	<b>The main fields of activities of the Group and, the Corporation's position within the Group:</b>
	The main fields of activities of the Group are to produce and sell float glass, household glassware as well as raw materials and packages relevant thereto. The Corporation's position within the Group is to produce the raw materials required by the glass sector and sell soda and bichromate derivatives in the country and abroad.

<b>2.</b>	<b>Information on the loans borrowed and transferred to other in-group companies by the Corporation</b>						
	<i>Of the Loans;</i>						
	<i>The Borrower Bank etc Trade Name</i>	<i>Amount</i>	<i>Interest</i>	<i>Maturity</i>	<i>Trade Name of the Transferee Company</i>	<i>The Amount Transferred</i>	<i>Applied Interest Rate Maturity</i>

**By 1999**

<b>The Borrower Bank etc Trade Name</b>	<b>Amount</b>	<b>Interest (Mio TL)</b>	<b>Maturity</b>	<b>Trade Name of the Transferee Company</b>	<b>The Amount Transferred</b>	<b>Applied Interest Rate Maturity</b>
Eximbank	TL 25,000,000,000	4,163	11.01.2000	Cam Pazarlama A.S.	TL 25,000,000,000	0.55
	TL 20,000,000,000	3,453	07.01.2000	Cam Pazarlama A.S.	TL 20,000,000,000	0.55
	TL 26,000,000,000	2,900	16.02.2000	Cam Pazarlama A.S.	TL 26,000,000,000	0.55
	TL 30,000,000,000	4,033	01.02.2000	Cam Pazarlama A.S.	TL 30,000,000,000	0.55
	TL 11,000,000,000	958	03.03.2000	Cam Pazarlama A.S.	TL 11,000,000,000	0.55
	TL 18,000,000,000	1,017	23.04.2000	Cam Pazarlama A.S.	TL 18,000,000,000	0.55
	TL 18,000,000,000	605	07.04.2000	Cam Pazarlama A.S.	TL 18,000,000,000	0.55
	TL 13,000,000,000	49	29.04.2000	Cam Pazarlama A.S.	TL 13,000,000,000	0.45
	TL 13,000,000,000	49	29.04.2000	Cam Pazarlama A.S.	TL 13,000,000,000	0.45
T.İş Bankası	DM 1,000,000	22,501	-	Cam Pazarlama A.S.	DM 1,000,000	11.69
Akbank B.Kapı	1,500,000 Euros	3,106	09.06.2000	Cam Pazarlama A.S.	1,500,000 Euros	7.23688
Akbank B.Kapı	\$ 1,500,000	2,389	16.06.2000	Cam Pazarlama A.S.	\$ 1,500,000	9.65

Akbank B.Kapı	\$ 1,500,000	3,885	09.06.2000	Cam Pazarlama A.S.	\$ 1,500,000	9.59125
T.İş Şişli	500,000 Euros	14,924	-	Cam Pazarlama A.S.	500,000 Euros	11.66
Akbank B.Kapı	\$ 1,000,000	28,945	11.01.2000	Cam Pazarlama A.S.	\$ 1,000,000	11.349
Akbank B.Kapı	\$ 2,000,000	35,356	20.03.2000	Cam Pazarlama A.S.	\$ 2,000,000	11.44
Oyak	1,000,000 Euros	4,553	22.05.2000	Cam Pazarlama A.S.	1,000,000 Euros	7.957
Eximbank	TL 12,000,000,000	45	29.04.2000	Cam Pazarlama A.S.	TL 12,000,000,000 TL	0.45
	TL 20,000,000,000	3,453	07.01.2000	Cam Pazarlama A.S.	TL 20,000,000,000	0.55
	TL 30,000,000,000	4,996	11.01.2000	Cam Pazarlama A.S.	TL 30,000,000,000	0.55
	TL 16,000,000,000	538	07.04.2000	Cam Pazarlama A.S.	TL 16,000,000,000	0.55
	TL 30,000,000,000	4,033	01.02.2000	Cam Pazarlama A.S.	TL 30,000,000,000	0.55
	TL 28,000,000,000	3,123	16.02.2000	Cam Pazarlama A.S.	TL 28,000,000,000	0.55
	TL 16,000,000,000	904	23.04.2000	Cam Pazarlama A.S.	TL 16,000,000,000	0.55
	TL 12,000,000,000	1,045	03.03.2000	Cam Pazarlama A.S.	TL 12,000,000,000	0.55
	TL 11,000,000,000	41	29.04.2000	Cam Pazarlama A.S.	TL 11,000,000,000	0.45

<b>3.</b>	<b>Information on the loans borrowed and provided with the Corporation by other in-group companies</b>
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	<i>Of the Loans;</i>						
	<i>The Borrower Bank etc Trade Name</i>	<i>Amount</i>	<i>Interest</i>	<i>Maturity</i>	<i>Trade Name of the Transferor Company</i>	<i>The Amount Transferred</i>	<i>Applied Interest Rate Maturity</i>
	<i>NO.</i>						

<b>4.</b>	<b>Information on and the paid amounts of the service fees such as consultancy, management etc., which have been received and paid to the in-group companies by the Corporation in the last financial year</b>
	The service fee amounting 781,000 Mio TL has, as a service fee, been paid to Türkiye Şişe ve Cam Fabrikaları A.S.

<b>5.</b>	<b>The current amounts of and the interest rate applied to the loans provided with the executives of the Corporation by the Corporation and the other in-group companies and, the guarantees which have been provided for the name of the executives, not relevant of the fields of activities</b>
	<i>NO.</i>

<b>6.</b>	<b>The current amounts of and the interest rate applied to the loans provided with the executives of the other in-group companies by the Corporation and, the guarantees which have been provided for the name of the executives, not relevant of the fields of activities:</b>
	<i>NO.</i>

<b>7.</b>	<b>Brief information on the projects intended for transfer of equity and/or liability to any member company of the group:</b>
	<i>NO.</i>

<b>8.</b>	<b>Information on the sales and acquisitions of participation shares and/or real properties, carried out by the Company with the other group companies in the last three years</b>
	This information is as follows (Mio TL):

	31.12.1997		31.12.1998		31.12.1999	
	Acquisition	Sale	Acquisition	Sale	Acquisition	Sale
<b>CAMELYAF A.S.</b> T. İş Bankası A.S. 26.06.1998 Camış Madencilik A.S. 30.06.1998				2,371,021 2,009,205 361,816		
<b>TOPKAPI ŞİŞE SANAYİİ A.S.</b> T. İş Bankası A.S. 26.06.1998 Camış Madencilik A.S. 30.06.1998 1998 Cash increase			226,407 226,407	2,677,757 2,128,691 549,066		
<b>CAMIŞ AMBALAJ SANAYİİ A.S.</b> Cam Paz A.S. 16.09.1998 and T. İş Ban A.S. 16.09.1998 pre-emptive rights not exercised Camış Madencilik A.S. 1998 Cam Paz A.S. 29.12.1999			3,057,739 2,250,000 807,739	175,762 175,762		4,746,047 4,746,047
<b>İSTANBUL PORSELEN SANAYİİ A.S.</b> Cam Paz A.S. 29.12.1999						171,815 171,815
<b>TRAKYA CAM SANAYİİ A.S.</b>				480,596		
<b>PAŞABAĞÇE CAM SANAYİİ A.S.</b> T. İş Bankası A.S. 26.06.1998 Cam Paz A.S. 29.12.1999 1999 Cash increase				2,352,768 2,352,768	97 97	685 685
<b>CAM İŞLEME SANAYİİ A.S.</b> Camtaş Düzcem Paz A.S. 30.06.1998 1997 Cash increase	17,463 17,463			62,546 62,546		
<b>CAMIŞ MAKİNA KALIP A.S.</b> Camış Madencilik A.S. 30.06.1998				78,800 78,800		
<b>CAMIŞ MADENCİLİK A.S.</b> Cam Elyaf 30.06.1998 1997 Cash increase	70,727 70,727			371,652 371,652		
<b>MEPA</b> Cam Paz A.S. 29.12.1999						27,087 27,087
<b>CAMSAR SANAYİİ ARA MALLARI A.S.</b> Cam Paz A.S.						11,325 11,325
<b>FERRO DÖKÜM SANAYİİ A.S.</b> Camsar 30.06.1998 Cam Paz 30.06.1998 1997 Cash increase 1998 Cash increase	455,622 455,62		170,858 170,858	729,754 400,000 329,754		
<b>CAMTAŞ AMBALAJ SANAYİİ A.S.</b> Çayırova 30.06.1998				151,138 151,138		

<b>CAMIŞ ELEKTRİK ÜRETİM A.S.</b> 1997 Cash increase	1,793 1,793					
<b>OXYVİT KİMYA SAN VE TİC A.S.</b> Incorporation and Capital Increases	49,500		92,400		281,600	
<b>MİTRACAM PLS. SANAYİ VE TİC A.S.</b> Cam Paz A.S. 29.12.1999 1997 Incorporation	10,600 10,600					10,600 10,600
<b>TOTAL</b>	605,705		3,547,404	9,451,794	281,697	4,967,559

## **XI. OTHER MATTERS**

1. *The reasons and grounds for termination/dissolution of joint stock companies, which are specified in the Turkish Commercial Code and; the liquidation-related provisions contained in the Turkish Commercial Code and in the Enforcement and Bankruptcy Law also apply to the publicly-held companies.*

2. The following documents are kept available for reviews of the savers, at the Company Headquarters situated at Kazanlı Mevkii, PK 654, 33004 Mersin and, at the other entities (locations) for application:

- a) The Articles of Association
- b) Any reports which constitute the basis of the information contained in the prospectus and have been prepared by specialists (the activity report, independent audit report, reports prepared by intermediary firms prior to the issuance etc, financial statements, valuations and opinions)

## **XII. TAXATION PRINCIPLES FOR THE STOCKS**

### **I. Taxation of the earnings obtained in consideration of selling the stocks out**

#### **Real Persons**

##### **1. Taxation in Full-Fledged Taxpayer Real Persons:**

Pursuant to the Article 80 of the Income Tax Law; earnings from acquisition and sales of stocks shall be subject to income tax as from 01.01.1999. However, as per the Article 81/5 of the Income Tax Law; regardless of how the stocks have been acquired; in case the stocks are sold out after they have retained for a period time longer than three months, these obtained earnings shall not be subject to tax.

With respect to selling the stocks out; like in the sales of public marketable securities; the acquisition price may, pursuant to the Article 82/6 of the Income Tax Law, be taken into consideration by increasing it at the rate of the increase in the wholesale prices determined by the State Institute of Statistics, provided that the month when it has been sold out is excluded. In addition; the earning may be calculated by deducting the portion determined in the Article 76 of the Income Tax Law from the total income obtained within the year.

According to the Article 80/3 of the Income Tax Law: Of the amount remained after deduction of the rate of discount; the portion exceeding 2.5 Billion Turkish Liras (for the 1998 incomes) and 3.5 Billion Turkish Liras (for the 1999 incomes) shall require submission of tax return.

##### **2. Taxation in Limited Taxpayer Real Persons:**

Taxation in limited taxpayer real persons: as is the case with the full-fledged taxpayer real persons. However; within the framework of the Article 86/2 of the Income Tax Law; in case an income subject to limited tax liability comprises only of earnings from acquisition and sales of stocks; annual tax return shall not be submitted. As per the Article 101/2 of the Income Tax Law; limited taxpayer real persons are, under a separate tax return, obliged to declare their earnings and revenues arising out of selling out movable properties and rights. This declaration shall be submitted to the tax office of the place where such properties and rights have been sold out in Turkey.

### **II. Taxation in the earnings obtained from selling out the stocks registered with the assets of commercial enterprises and corporate tax payers**

The earnings from acquisitions and sales, which have been obtained within the body of an enterprise depending on the commercial activity, shall be declared as a commercial earning and shall be taxed accordingly.

According to the Article 13 of the Corporate Tax Law, as earnings of an enterprise are determined within the framework of the commercial earning-related provisions of the Income Tax Law; the provisions that apply to commercial enterprises shall also apply to the corporate tax payers.

#### **Taxation in Limited Taxpayer Entities:**

As per the Article 37/5 of the Income Tax Law; if a limited taxpayer entity is in the status of an entity that continuously carries out acquisitions and sales of securities by means of a permanent representative or by opening an office in Turkey; the earnings from acquisitions and sales shall be subject to tax, as a commercial earning. In case a limited taxpayer entity continuously deals with acquisitions and sales; the earnings arising out of exchange differences shall be taken into consideration for determination of the commercial earning; otherwise, they shall not be included into the calculation (the Article 82/4 of the Income Tax Law), they shall be indicated in a separate tax return.

### **III. Taxation of stocks profit shares**

#### **Real Persons**

##### **1. Taxation in Full-Fledged Taxpayer Real Persons:**

As per the Article 86/1-c of the Income Tax Law; the incomes from movable capitals, which have been taxed by way of withholding and the gross amounts of which exceed 2.5 Billion Turkish Liras for the 1998 incomes and 3.5 Billion Turkish Liras for the 1999 incomes and, the profit shares obtained from entities (including the tax receivables) shall require submission of tax return. In addition; a tax receivable, which shall apply as 1/3 (until 01.01.2000) and 1/5 (as from that date) of the profit share and is specified in the Reiterated Article 75 of the Income Tax Law, may be deducted from the income tax calculated.

##### **2. Taxation in Limited Taxpayer Real Persons:**

As per the Article 86/2-a of the Income Tax Law; if, in the limited tax liability, an income subject to tax comprises of self-employment earnings, incomes from moveable capitals, incomes from immovable properties, profit shares obtained from entities and other earnings and revenues and the salaries taxed only by way of withholding, it shall not be subject to annual tax return.

However, within the framework of the Article 101/5 contained in the Income Tax Law; other earnings and revenues obtained subsequently by limited taxpayers subject to tax in real procedure (in relation to the businesses abandoned by them), their other earnings and revenues obtained by them in return for not starting a commercial, agricultural or a professional activity or in return for not participating in auctions and dutch auctions organized during tenders, their incomes from movable capitals (the taxes of which have not been received by way of withholding) and all kinds of earnings and revenues are, under a separate tax return, required to be declared to the tax office of the place where they have taken place in Turkey.

### **IV. Taxation of the profit shares obtained due to commercial enterprises and stocks registered with the assets of a commercial enterprise, with regard to income tax**

In case they are obtained within the body of a commercial enterprise depending on the commercial activity; such incomes shall be declared as a commercial earning and shall be taxed accordingly.

According to the Article 13 of the Corporate Tax Law, as the earning of an entity is determined pursuant to the commercial earning-related provisions of the Income Tax Law; it shall apply to such commercial enterprise and such earnings shall be included into the earning of such entity. However, as per the Article 8/1 of the Corporate Tax Law; the profit shares, which have been obtained due to participation of a full-fledged taxpayer in another entity, are exempt from corporate tax; except for the profit shares obtained from stocks of investment trusts and participation certificates of investment funds. Within the framework of the Article 24

contained in the Corporate Tax Law; it is mandatory that the profit shares, which have been obtained from stocks and participation certificates of investment funds and trusts, are included into the tax returns to be submitted.

#### **Taxation in Limited Taxpayer Entities**

The explanations concerning the full-fledged taxpayer entities exactly apply to the taxation in limited taxpayer entities.

#### **PERSONS ASSUMING THE RESPONSIBILITY OF THE PROSPECTUS**

Within the scope of our legal authorities and responsibilities and within the framework of our duties; we hereby declare that the information and data contained in this prospectus are true and that the prospectus does not contain any deficiencies that would be of a nature to change the meaning of such information.

#### **SHAREHOLDER**

TÜRKİYE ŞİŞE VE CAM FABRİKALARI A.S.

#### **ISSUER**

SODA SANAYİİ A.S.

**THE CONSORTIUM LEADER, INTERMEDIARY FIRM**  
İŞ YATIRIM MENKUL DEĞERLER A.S.

**THE CONSORTIUM CO-LEADER, INTERMEDIARY FIRM**  
TSKB MENKUL DEĞERLER A.S.

**INTERMEDIARY FIRMS**

GARANTİ YATIRIM MENKUL KIYMETLER A.S.

TEB YATIRIM MENKUL DEĞERLER A.S.

KOÇ MENKUL DEĞERLER A.S.

YATIRIM FİNANSMAN MENKUL DEĞERLER A.S.

CAMIŞ MENKUL DEĞERLER A.S.

KENT YATIRIM VE MENKUL DEĞERLER A.S.

SINAI YATIRIM MENKUL DEĞERLER A.S.

AK YATIRIM MENKUL DEĞERLER A.S.

ECZACIBAŐI MENKUL DEĞERLER A.S.

HAK MENKUL KIYMETLER A.S.

OYAK MENKUL DEĞERLER A.S.

PARK-RAYMOND JAMES YATIRIM MENKUL DEĞERLER A.S.

ZİRAAT YATIRIM MENKUL DEĞERLER A.S.

ATA YATIRIM MENKUL DEĞERLER A.S.

TEKFEN MENKUL KIYMETLER A.S.

DEMİR YATIRIM MENKUL DEĞERLER A.S.

KALKINMA MENKUL DEĞERLER A.S.

MNG MENKUL KIYMETLER YATIRIM A.S.

RIVA MENKUL DEĞERLER A.S.

MEKSA MENKUL DEĞERLER A.S.

ALFA MENKUL DEĞERLER A.S.

We hereby confirm that the information, which is contained in prospectus and pertains to the 31/12/1999 period financial situations and operating results that have been audited by us, is in conformity with the audit report prepared by our firm.

Independent Auditing Firm  
Authorized Signatories

DRT DENETİM REVİZYON TASDİK  
YEMİNLİ MALİ MÜŞAVİRLİK A.S.

DERYA ÖZALP  
Responsible Partner, Chief Auditor

**14-CORRECTION**

<b>14.</b>	<b>Total amount of commitments which are not shown in liabilities</b>							
	<b>Type of Commitment</b>	<b>Commitment Effective Date</b>	<b>Commitment Expiration Date</b>	<b>Term</b>	<b>The Reason for Making the Commitment</b>	<b>Beneficiary</b>	<b>Amount</b>	<b>Foreign Currency</b>
	Export Commitment	24.02.1998	31.12.1999	5 YEARS	In order to take the advantage of incentives	The Undersecretariat of Treasury	200,000	\$
	Export Commitment	01.01.1999	30.06.2000	2 YEARS	In order to take the advantage of incentives	The Undersecretariat of Treasury	10,000	\$
	Export Commitment	18.03.1997	31.12.2000	5 YEARS	In order to take the advantage of incentives	The Undersecretariat of Treasury	200,000	\$
	Export Commitment	09.12.1998	31.12.2001	5 YEARS	In order to take the advantage of incentives	The Undersecretariat of Treasury	10,000	\$
	<b>TOTAL</b>						420,000	\$

	Type of Commitment	Commitment Effective Date	Commitment Expiration Date	Term	The Reason for Making the Commitment	Beneficiary	Amount
	Guarantee Commitment	17.06.1996	-	Indefinite	VAT postponement	Uray Tax Office	1,000 Million TL
	Guarantee Commitment	07.03.1991	-	Indefinite	Branding fee	Turkish Standards Institute	24 Million TL
	Guarantee Commitment	28.06.1993	-	Indefinite	Electricity Security Deposit	Çukurova Elektrik	75,255 Million TL
	Guarantee Commitment	11.05.1993	-	Indefinite	Import	Mersin Entry Customs Directorate	520,710 Million TL
	Guarantee Commitment	06.03.1998	-	Indefinite	Import	Atatürk Airport Entry Customs Directorate	15,717 Million TL
	Guarantee Commitment	09.03.1998	-	Indefinite	Import	Halkalı Entry Customs Directorate	3,052 Million TL
	Guarantee Commitment	13.02.1998	-	Indefinite	Import	Erenköy Entry Customs Directorate	31,124 Million TL
	Guarantee Commitment	31.12.1997	-	Indefinite	Import	Adana Entry Customs Directorate	13,635 Million TL
	Guarantee Commitment	20.10.1999	-	Indefinite	Lawsuit for indemnification of the loss arisen in relation to the cropland	Mersin Bailiff's Office No 6	600 Million TL
	Guarantee Commitment	28.11.1997	-	Indefinite	Salt wells drilling	Directorate of Mineral Research and Exploration	58,002 Million TL
	Guarantee Commitment	29.07.1997	-	Indefinite	Import	Ambarlı Entry Customs Directorate	1,113 Million TL
	Guarantee Commitment	11.11.1998	-	Indefinite	Limestone utilization	Tarsus Fiscal Directorate	2,112 Million TL
	Guarantee Commitment	11.04.1997	-	Indefinite	Import	Ankara Articulated Lorry Customs Directorate	1,395 Million TL
	Guarantee Commitment	06.12.1994	-	Indefinite	Procurement of Sulphur	Türkiye Petrol Rafinerileri A.S.	350 Million TL
	<b>TOTAL</b>						724,089 Million TL

	Type of Commitment	Commitment Effective Date	Commitment Expiration Date	Term	The Reason for Making the Commitment	Beneficiary	Amount
	Option to purchase foreign participation share	15.07.1997	15.07.2002	5 Years	Commitment on Participation	European Bank for Reconstruction and Development	10,000,000
	<b>TOTAL</b>						10,000,000

**INDEPENDENT AUDIT REPORT  
PERTAINING TO THE 1999 ACCOUNTING PERIOD OF  
SODA SANAYİİ A.S.**

We have audited Soda Sanayii A.S.'s ("the Company") balance sheet prepared by 31 December 1999 and income statement pertaining to its period ended on that date. Our audit has been carried out (other than the

below-stated limitations) in compliance with the generally accepted auditing principles, guidelines and standards. Accordingly, in relation to the accounts and transactions, our audit includes an inspection of the accounting records and other audit methods and techniques deemed necessary by us.

The Company's financial statements, which have been prepared by 31 December 1998, have not been audited according to the Legislation on Capital Markets. As such audit has not been carried out; any opinions have not been delivered on the opening balances, the financial statements pertaining to that period could not be submitted comparatively with the preceding year. In addition, of the additional financial statements; cash flow and fund flow statements could not be delivered.

In our opinion; other than any corrections that may emerge due to the matter mentioned in the 2<sup>nd</sup> paragraph above, the mentioned financial statements correctly reflect Soda Sanayii A.S.'s real financial situation on 31 December 1999 and real operating results pertaining to the accounting period ended on that date, in compliance with the legislation and the generally accepted accounting principles published by the Capital Markets Board (please see: the balance sheet footnote 11a).

It has been deemed suitable to state the following matters, though they do not have an impact on our opinion.

There are two factories operating within the body of Soda Sanayii A.S. These factories are the Soda Factory and the Kromsan Chromium Compounds Factory. In order that operating permission can be granted to these factories as required by the environmental legislation effective in Turkey; it is mandatory that all the effective permissions have completely been obtained and approved. These permissions are solid waste permission, waste water discharge permission and emission permission. By the date of the report, permission has been obtained for the Soda Factory from the Local Environment Board of the Province, in relation to the solid waste pools. For the Kromsan Factory; a permission certificate has, for storage of solid wastes, been obtained from the Republic of Turkey, the Ministry of Health-the General Directorate of Basic Health Services. Studies continue in the relation to the application for the discharge permission, filed on 16.06.1989 concerning the Soda Factory. 3-year term permission has been obtained in relation to the discharge permission application, filed on 09.07.1999 for the Kromsan Factory. Within the year 1999, permission application has been filed for both factories in relation to the emission permission. It is expected that the application will be concluded in the year 2000. The Company's officials have stated that there are not suits/cases filed against the Company in the relation to the environmental matters; and it is not possible to predict monetary impacts that will, in the future, be created by problems probable to emerge.

Ankara, 29 February 2000

Derya Özalp  
Responsible Partner, Chief Auditor

DRT DENETİM REVİZYON TASDİK  
YEMİNLİ MALİ MÜŞAVİRLİK A.S.  
Member firm of DELOITTE TOUCHE TOHMATSU

We hereby confirm that the information, which is contained in prospectus and pertains to the 31/12/1999 period financial situations and operating results that have been audited by us, is in conformity with the audit report prepared by our firm.

Independent Auditing Firm  
Authorized Signatories

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DRT DENETİM REVİZYON TASDİK  
YEMİNLİ MALİ MÜŞAVİRLİK A.S.

**DERYA ÖZALP**  
Responsible Partner, Chief Auditor