

BATICIM BATI ANADOLU CIMENTO SANAYII A.S.
ORDINARY GENERAL ASSEMBLY MEETING MINUTES
HELD ON 28/04/2010

Ordinary General Assembly Meeting of Batisöke Söke Çimento Sanayii Türk Anonim Şirketi was held on 28/04/2010 at 11:00 at the company's registered office address of Ankara Cad. 335 Bornova, IZMIR in the meeting hall in order to discuss the agenda published in the 05/04/2010 dated and 7536 numbered Turkey Trade Gazette and the newspapers Yeni Asır and Milliyet dated 09/04/2010.

Mr. Arif BULUT and Mrs. Sevil OZDEMIR who were assigned with the 28/04/2010 dated and 5806 numbered letter of Izmir Chamber of Industry and Trade attended the Ordinary General Assembly Meeting on behalf of the Ministry of Industry and Trade. The auditors were also attended the meeting. The Articles of Association was also available in the meeting.

As it is understood from the examination of the list of attendants, from the 7.875.000.000 shares corresponding to the total capital of the Company's shares amounting to TL 78.750.000 the shareholders who took an entrance card to the Ordinary General Assembly Meeting 3.163.001 shares were represented personally and 5.876.601.813 shares by proxy and totally 5.879.764.814 shares were represented. After it was determined that the meeting quorum was provided and that there was not any legal obstacle for conducting the meeting by the commissars of the Ministry the meeting was opened by Mr. Feyyaz IZMIROGLU, the Chairman of the Board of Directors.

After according to the 18. Article of the Articles of Association Feyyaz IZMIROGLU, Chairman of the Board of Directors, welcomed the shareholders as the chairman of the meeting he called the Ordinary General Assembly with respect to the great Atatürk, state elders, martyrs and board member Sevinc IZMIROGLU who passed away on 02.03.2010 and other deceased company employees for a moment of silence.

Article 1 of the Agenda:

In accordance with Article 18 of the Company's Articles of Association, Chairman of the Board of Directors Feyyaz IZMIROGLU assumed the post of Chairman of the General Assembly. Alpay YILMAZ as the Minutes Clerk and Mehmet Bülent EGELI as the Vote Collector were appointed unanimously. Authorization of the Meeting Presidency to sign the minutes and all other documents of the meeting on behalf of the Ordinary General Assembly was accepted unanimously.

Article 2 of the Agenda:

After it was decided unanimously not to read the Annual Report of the Board of Directors though it was distributed previously, the balance sheet, independent external audit report, profit and loss accounts of the year 2009 were read separately and no one took the floor in the negotiations. The Annual Report of the Board of Directors, Audit Report and Independent Audit Report were voted in separately and accepted unanimously. Balance Sheet and Income Statement of the year 2009 were voted in separately and accepted unanimously.

Article 3 of the Agenda:

The Chairman of the Meeting read and explained the amount of the donations and supports (13.056,00 TL) made in the year 2009. No one took the floor in the negotiations. After the voting the donations and supports made in the year were accepted unanimously.

Article 4 of the Agenda:

The members of the Board of Directors and members of the Supervisory Board, 2009 accounts and were acquitted for their activities and all other dispositions separately and with open ballot of the persons who could take part in the voting unanimously.

Article 5 of the Agenda:

The motion for the Supervisory Board Memberships whose term of office were expired was read; T. Dündar ULUSEL and Musa Levent ERTORER were elected for one year as the Supervisory Board Members. It was accepted unanimously to pay an annual gross wage of 19.000,- TL to each of the Supervisory Board members separately.

Article 6 of the Agenda:

The profit distribution policy of our company was read as follows.

Profit Distribution Policy:

Unless there are extraordinary economic adversities in the national or international markets or cash requirement is required due to a large investment, profit distribution is targeted as much as possible as long as the company makes profit in 2010 and subsequent years as in previous years.

Article 7 of the Agenda:

The offer of Board of Directors regarding distribution of profit “no profit distribution shall be made from the profit for the period of 2009 and the entire portion of the profit for the period of 2009 shall be allocated to extraordinary reserves after the legal reserves have been separated” was accepted unanimously.

Article 8 of the Agenda:

The Board of Directors proposed DRT Bagimsiz Denetim ve Servest Muhasebeci Mali Müsavirlik A.Ş. as the independent audit company for the year 2010 and it was accepted in the general assembly unanimously.

Article 9 of the Agenda:

Giving permission to the members of Board of Directors in accordance with Turkish Trade Law Articles 334 and 335 was accepted unanimously.

Article 10 of the Agenda:

The chairman of the meeting thanked everyone who contributed to the operations of 2009 and the meeting was ended.

(Signature)
Meeting Chairman
Feyyaz IZMIROGLU

(Signature)
Vote Collector
Mehmet Bülent EGELI

(Signature)
Minutes Clerk
Alpay YILMAZ

(Signature)
Representative of Ministry of
Industry and Trade
Arif BULUT

(Signature)
Representative of Ministry of
Industry and Trade
Sevil OZDEMIR