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TÜRKİYE İSRAFI ÖNLEME VAKFI

**AUDITOR'S REPORT AND
FINANCIAL STATEMENTS
AT 31 DECEMBER 2005**

Yürümlü Kurul ve Yürümlü Kurul
Türkiye İsrافی Önleme Vakfı

1. We have audited the accompanying financial statements of Türkiye İsrافی Önleme Vakfı (the "Organization") as of 31 December 2005 and the related statements of income for the year then ended. These financial statements are the responsibility of the Organization's management. Our responsibility is to express an opinion on the financial statements based on our audit.
2. We conducted our audit in accordance with International Standards on Auditing. These standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement. An audit includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements. An audit also includes assessing the accounting principles used and significant estimates made by management, as well as evaluating the overall financial statements presentation. We believe that our audit provides a reasonable basis for our opinion.
3. As discussed in Note III, the financial statements do not include comparative figures for the December 31, 2004 period. The year ended 31 December 2004 and 2003 figures are shown in accordance with the General Directorate of Foundations.
4. In our opinion, except for the failure to include comparative figures for the statements of income for the year ended 31 December 2004, the accompanying financial statements present fairly, in all material aspects, the financial position of the Organization as of 31 December 2005, and the results of its operations for the year then ended based on the Turkish Dairhası Class of accounts in accordance with the General Directorate of Foundations.

AUDITOR'S REPORT

To the Board of Directors of
Türkiye İsrافی Önleme Vakfı

1. We have audited the accompanying balance sheet of Türkiye İsrافی Önleme Vakfı (the "Organization") at 31 December 2005 and the related statement of income for the year then ended. These financial statements are the responsibility of the Organization's management. Our responsibility is to express an opinion on the financial statements based on our audit.
2. We conducted our audit in accordance with International Standards on Auditing. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement. An audit includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements. An audit also includes assessing the accounting principles used and significant estimates made by management, as well as evaluating the overall financial statement presentation. We believe that our audit provides a reasonable basis for our opinion.
3. As discussed in Note III, the financial statements do not include comparative figures for the statement of income for the year ended 31 December 2005 and disclosure notes thereon contrary to requirements of the Turkish Uniform Chart of Accounts.
4. In our opinion, except for the failure to include comparative figures for the statement of income for the year ended 31 December 2005, the accompanying financial statements present fairly, in all material respects, the financial position of the Organization as of 31 December 2005, and the results of its operations for the year then ended based on the Turkish Uniform Chart of Accounts in accordance with the General Directorate of Foundations.

5. As discussed in Note 29 to the balance sheet, the accompanying financial statements were prepared and presented in accordance with the accounting and reporting principles issued by the General Directorate of Foundations which are different than the accounting principles generally accepted in the countries in which the accompanying financial statements are to be distributed and International Financial Reporting Standards ("IFRS"). The effects of such differences have not been quantified. Accordingly, the accompanying financial statements are not intended to present the financial position, results of operations and changes in the financial position and cash flows in accordance with the accounting principles generally accepted in such countries and the IFRS.

Başaran Nas Bağımsız Denetim ve
Serbest Muhasebeci Mali Müşavirlik A.Ş.
a member of
PricewaterhouseCoopers



Adnan Akan, SMMM

Istanbul, 16 August 2006

	2006	2005
BALANCE SHEET		
ASSETS		
Cash	1,178	1,178
Receivables	1,178	1,178
Prepaid expenses	1,178	1,178
Other assets	1,178	1,178
TOTAL ASSETS	4,712	4,712
LIABILITIES AND FUNDS		
Accounts payable	1,178	1,178
Accrued liabilities	1,178	1,178
Deferred income	1,178	1,178
Other liabilities	1,178	1,178
TOTAL LIABILITIES AND FUNDS	4,712	4,712
EQUITY		
Public equity	1,178	1,178
Capital in hand	1,178	1,178
Retained earnings	1,178	1,178
Other equity	1,178	1,178
Total Equity	4,712	4,712

TÜRKİYE İSRAFI ÖNLEME VAKFI

BALANCE SHEETS

AT 31 DECEMBER

(Amounts expressed in New Turkish Lira ("YTL"), unless otherwise indicated)

	2005	2004
ASSETS		
<u>CURRENT ASSETS</u>		
Liquid assets	537,916	374,681
Cash	657	-
Banks	537,259	374,681
Stocks	19,100	5,204
Advances given	407	532
Other inventories	18,693	4,672
Other assets	2,085	-
Prepaid expenses	85	-
Job advances	2,000	-
Total current assets	559,101	379,885
<u>NON-CURRENT ASSETS</u>		
Property, plant and equipment	7,175	7,175
Buildings	6,000	6,000
Furniture and fixtures	1,175	1,175
Total non-current assets	7,175	7,175
TOTAL ASSETS	566,276	387,060
LIABILITIES AND FUNDS		
<u>CURRENT LIABILITIES</u>		
Trade payables	1,410	1,685
Suppliers	1,410	1,685
Taxes and withholdings payable	4,864	330
Taxes and funds payables	4,864	330
Total current liabilities	6,274	2,015
<u>FUNDS</u>		
Paid-in capital	301	301
Capital in-kind	6,000	6,000
Retained earnings	378,744	179,547
Net income for the year	174,957	199,197
Total funds	560,002	385,045
TOTAL LIABILITIES AND FUNDS	566,276	387,060

The accompanying notes form an integral part of these financial statements.

TÜRKİYE İSRAFI ÖNLEME VAKFI

STATEMENT OF INCOME FOR THE YEAR ENDED 31 DECEMBER 2005

(Amounts expressed in New Turkish Lira ("YTL"), unless otherwise indicated)

	2005
Net sales	-
Cost of goods sold	-
GROSS PROFIT	-
Operational expenses	(157,464)
General administrative expenses	(157,464)
LOSS FROM PRIMARY OPERATIONS	(157,464)
Income from other operations	338,980
Interest income	6,293
Foreign exchange gain	408
Other operating income	332,279
Expenses from other operations	(6,558)
Foreign exchange losses	(1,695)
Other operating expenses	(4,863)
ORDINARY PROFIT/(LOSS)	174,958
Extraordinary expense	(1)
Extraordinary expense	(1)
INCOME BEFORE TAXATION ON INCOME	174,957
Taxation on income (-)	-
NET INCOME FOR THE YEAR	174,957

The accompanying notes form an integral part of these financial statements.

TÜRKİYE İSRAFI ÖNLEME VAKFI

NOTES TO THE FINANCIAL STATEMENTS AT 31 DECEMBER 2005 AND 2004

(Amounts expressed in New Turkish Lira ("YTL"), unless otherwise indicated)

I. NATURE OF OPERATIONS

Türkiye İsrافی Önleme Vakfı (the "Organization") was established on 27 March 1998 and is registered in Ankara, Turkey. The address of the registered office is as follows:

Karaca sokak, 17/2
Gaziosmanpaşa/Ankara

Establishment purpose of the Organization is to provide usage of all resources of Turkey efficiently and prevention of prodigality. The Organization is currently undertaking 3 activities: prevention of prodigality, micro-credit project and food and clothing banking. The Organization arranges awareness-raising campaigns, meetings, conferences and publishes magazines and brochures in order to increase consciousness about prodigality prevention. For the micro-credit project, the Organization finds contributors for the implementation of the project as well as being contributor itself. The Organization works with Metro Group and Real Supermarket Chains in order to carry out food and clothing banking activity. In addition, the Organization has protocols signed with Koç Holding A.Ş. and Yaşar Holding A.Ş. regarding food and clothing banking activity.

II. BASIS OF PREPARATION OF FINANCIAL STATEMENTS

The Organization maintains its books of account in New Turkish Lira based on the General Directorate of Foundations and tax legislation and prepares its statutory financial statements in accordance with the Turkish Standard Chart of Accounts.

III. SUMMARY OF SIGNIFICANT RELEVANT ACCOUNTING POLICIES

The significant accounting policies followed in the preparation of these financial statements are summarised below:

Trade payables

Trade payables are stated at their nominal values.

Stocks

Stocks consist of granted items which is reported in the period received and the items received is recognized as income. The granted items consist of mainly clothes and food and are stated as cost. The cost of stocks is determined by using the weighted average method and recognized in general and administrative expense.

Property, plant and equipment

Property, plant and equipment and intangible assets are stated at acquisition cost. No depreciation is calculated as it is not required by the General Directorate of Foundations.

TÜRKİYE İSRAFI ÖNLEME VAKFI

NOTES TO THE FINANCIAL STATEMENTS AT 31 DECEMBER 2005 AND 2004

(Amounts expressed in New Turkish Lira ("YTL"), unless otherwise indicated)

III. SUMMARY OF SIGNIFICANT RELEVANT ACCOUNTING POLICIES (Continued)

Foreign currency transactions

Income and expenses arising in foreign currencies during the year have been translated at the exchange rates prevailing at the dates of the transactions. Monetary assets and liabilities denominated in foreign currencies have been translated into YTL based on the bid rates determined by the Central Bank of Turkey at 31 December 2005. Exchange gains or losses arising from the settlement and translation of foreign currency items have been included in the statement of income.

Other balance sheet items

Other balance sheet items are stated at cost.

Revenues and expenses recognition

Revenues and expenses are recognized on an accrual basis. Revenues are recognized at the time services are rendered or goods are delivered. Expenses are recognized when the Organization's economic benefits are used up in delivering goods.

Comparatives

The financial statements do not include comparative figures for the statement of income for the year ended 31 December 2005 and notes to the relevant statements of income for the year ended 31 December 2005 as required by Turkish Uniform Chart of Accounts.

	2005			2004		
	Original amount	Foreign exchange rate	YTL	Original amount	Foreign exchange rate	YTL
	100	1.975	197.5	200	1.975	395.0

TÜRKİYE İSRAFI ÖNLEME VAKFI

NOTES TO THE FINANCIAL STATEMENTS

AT 31 DECEMBER 2005 AND 2004

(Amounts expressed in New Turkish Lira ("YTL"), unless otherwise indicated)

IV. ADDITIONAL DISCLOSURES REQUIRED BY TURKISH UNIFORM CHART OF ACCOUNTS

a) NOTES TO THE BALANCE SHEET

1. Registered share capital:

Türkiye İsrافی Önleme Vakfı (the "Organization") is not subject to the registered capital system.

2. a. Total amount of advances extended to the chairman, members of the board of directors, general manager, general coordinator, assistant general manager and other high-level management during the year:

None (2004: None).

b. Balance of such advances at year-end:

None (2004: None).

3. Total amount of insurance on assets:

None (2004: None).

4. Total guarantee letters obtained for receivables:

None (2004: None).

5. Total collateral and guarantee letters given for payables:

None (2004: None).

6. Off-balance sheet commitments and contingent liabilities:

None (2004: None).

7. Foreign currency denominated cash and bank balances:

	2005			2004			
	Original currency	Original amount	Foreign exchange rate	YTL	Original amount	Foreign exchange rate	YTL
USD		370,121	1.3418	496,628	215,221	1.3421	288,848

8. Foreign currency denominated receivables:

None (2004: None).

9. Foreign currency denominated liabilities:

None (2004: None).

10. Bills and financial bonds issued under the guarantee of banks:

None (2004: None).

TÜRKİYE İSRAFI ÖNLEME VAKFI

NOTES TO THE FINANCIAL STATEMENTS AT 31 DECEMBER 2005 AND 2004

(Amounts expressed in New Turkish Lira ("YTL"), unless otherwise indicated)

IV. ADDITIONAL DISCLOSURES REQUIRED BY TURKISH UNIFORM CHART OF ACCOUNTS (Continued)

11. Total investment incentive tax exemption to be utilized in current and following periods:

None (2004: None).

12. Total debenture bonds in circulation which are convertible into shares:

None (2004: None).

13. Shares representing the capital:

None (2004: None).

14. Total amount of share capital issued in current period:

None (2004: None).

15. List of owners or shareholders holding more than 10% of capital:

None (2004: None).

16. List of investments and subsidiaries where more than 10% of the share capital is owned:

None (2004: None).

17. Stock valuation method:

Stocks consist of granted items which is reported in the period received and the items received is recognized as income. The granted items consist of mainly clothes and food and are stated as cost. The cost of stocks is determined by using the weighted average method and recognized in general and administrative expense.

18. Property, plant and equipment and tangible assets movements during the year:

- | | |
|--------------|---------------------|
| a. Additions | : None (2004: None) |
| b. Disposals | : None (2004: None) |

19. Portion of shareholders, associates, subsidiaries and related parties in trade receivables and trade payables:

None (2004: None).

20. Average number of employees in current year:

None (2004: None).

21. Subsequent events:

None (2004: None).

TÜRKİYE İSRAFI ÖNLEME VAKFI

NOTES TO THE FINANCIAL STATEMENTS AT 31 DECEMBER 2005 AND 2004

(Amounts expressed in New Turkish Lira ("YTL"), unless otherwise indicated)

IV. ADDITIONAL DISCLOSURES REQUIRED BY TURKISH UNIFORM CHART OF ACCOUNTS (Continued)

22. Contingent liabilities and contingent profits:

None (2004: None).

23. Disclosure of changes in accounting estimates, which have material effect on gross profit ratios and their monetary effect:

None (2004: None).

24. Amount of blocked deposits in bank accounts:

None (2004: None).

25. Issues and amount of marketable securities issued by affiliates, subsidiaries and shareholders:

None (2004: None).

26. Bonus shares received from affiliates and subsidiaries due to capital increase realized from reserves:

None (2004: None).

27. Total amount of unrealized interest for the following financial period:

None (2004: None).

28. Guarantees extended to shareholders, affiliates and subsidiaries:

None (2004: None).

29. Other issues, which might have a material effect on the financial statements or issues, which clarify the financial statements:

The financial statements are prepared and presented in accordance with the accounting and reporting principles issued by the General Directorate of Foundations are different from the accounting principles generally accepted in the countries in which the financial statements are to be distributed and International Financial Reporting Standards ("IFRS"). The effects of such differences have not been quantified. Accordingly, the financial statements are not intended to present the financial position, results of operations and changes in the financial position and cash flows in accordance with the accounting principles generally accepted in such countries and the IFRS.

30. Date at which the financial statements are approved and become effective:

16 August 2006.

TÜRKİYE İSRAFI ÖNLEME VAKFI

NOTES TO THE FINANCIAL STATEMENTS AT 31 DECEMBER 2005 AND 2004

(Amounts expressed in New Turkish Lira ("YTL"), unless otherwise indicated)

IV. ADDITIONAL DISCLOSURES REQUIRED BY TURKISH UNIFORM CHART OF ACCOUNTS (Continued)

b) NOTES TO THE STATEMENTS OF INCOME

1. Total depreciation and amortization charges for the period:

None (See Note III).

2. Provisional expenses for the period:

Provision for doubtful receivable: None.

Provision for employment termination benefits: None.

3. Financial expenses for the period:

None.

4. Amount of financial expenses for the period relating to the parent company, shareholders, affiliated companies and subsidiaries:

None.

5. Sales to the parent company, shareholders, affiliated companies and subsidiaries:

None.

6. Interest, commission, rent etc. received from or paid to the parent company, shareholders, affiliated companies and subsidiaries:

None.

7. Gross salaries and other benefits paid to the chairman, members of the board of directors, general manager, general coordinator, assistant general manager and other high level management during the year:

None.

8. Depreciation and amortization method applied:

None.

9. Costing method of stocks:

Stocks consist of granted items which is reported in the period received and the items received is recognized as income. The granted items consist of mainly clothes and food and are stated as cost. The cost of stocks is determined by using the weighted average method and recognized in general and administrative expense.

10. Reasons for the non-performance of physical stock counts:

Physical stock count was performed.

TÜRKİYE İSRAFI ÖNLEME VAKFI

NOTES TO THE FINANCIAL STATEMENTS AT 31 DECEMBER 2005 AND 2004

(Amounts expressed in New Turkish Lira ("YTL"), unless otherwise indicated)

IV. ADDITIONAL DISCLOSURES REQUIRED BY TURKISH UNIFORM CHART OF ACCOUNTS (Continued)

11. Sales of side products, and scraps exceeding 20% of sales:

None.

12. Income and expenses related to prior periods:

None.

13. Profit per share: None.

Dividend per share: None.