

**Who is Koç Holding in a nutshell?**

Established in 1926, Koç Holding is Turkey's largest industrial and services group in terms of revenues, exports, share in İstanbul Stock Exchange and number of employees. Following the average growth rate of 31% in U.S. dollar terms over the past five years, Koç Holding ranks as one of the 50 largest publicly traded companies in Europe and among the largest 200 companies in the world. It is a leader in local and international markets in energy, automotive, consumer durables and finance - sectors in which it has strong competitive advantages and that offer strong long term growth potential. As of 2008, Koç Group's combined revenues equal to 9% of Turkey's GDP while the Group's exports constitute 11% of Turkey's total exports. Koç Holding and its publicly traded subsidiaries comprise 13% of the total market capitalization of the İstanbul Stock Exchange.

**What is Koç Holding's ownership structure?**

Koç Family	69.51%
Free Float	21.35%
Vehbi Koç Foundation	7.15%
Koç Holding Pension & Assistance Foundation	1.99%

**When was Koç Holding opened to public?**

Koç Holding was opened to public on 10 January 1986. A secondary public offering was held on 26 February 2004. Currently the Company's free float is 21.35%.

**On which exchanges does Koç Holding trade? What is Koç Holding's ticker symbol?**

Koç Holding shares are traded on the İstanbul Stock Exchange National Market with the symbol "KCHOL".

Our Reuters Code is KCHOL.IS.

Our Bloomberg Code is KCHOL.TI.

**What are the underlying principles of Koç Holding's strategy?**

- To focus on those sectors where we can create a differential competitive advantage
- To grow in sectors where we can leverage our strong brands and technological prowess
- To derive maximum benefits from economies of scale by being the market leader or a close second in every business we operate
- To achieve the optimum portfolio diversification, where we can balance out and minimize sector and geography-specific risks

These principles offer rapid and profitable growth opportunities in Turkey and the neighboring countries which promise a strong growth potential with their lucrative and underpenetrated markets and sectors. In addition to geographic proximity and benefits of the Customs Union, our strong organization and market positioning allows us to follow a profitable and sustainable growth strategy in Europe.

**What are Koç Holding's competitive advantages?**

- We stand as a symbol of trust and achievement and our powerful brands command strong recognition
- We have leading positions in sectors with high growth potential and low penetration levels
- We control Turkey's largest distribution network and customer database, facilitating strong CRM capabilities
- We provide the highest quality sales and after-sales service
- We occupy leadership positions in global markets and have long-standing international partnerships

**Which Group companies are open to public?**

Name	Ticker	Sector
Açelik	ARCLK.IS	Consumer Durables
Aygaz	AYGAZ.IS	Energy
Ford Otosam	FROTO.IS	Automotive
Marmaris Altinyunus	MAALT.IS	Tourism
Otokar	OTKAR.IS	Automotive
Tat Konserve	TATKS.IS	Food
Tofaş	TOASO.IS	Automotive
Tüpraş	TUPRS.IS	Energy
Türk Traktör	TTRAK.IS	Automotive
Yapı ve Kredi Bankası	YKBNK.IS	Finance
Yapı Kredi Finansal Kiralama	YKFIN.IS	Finance
Yapı Kredi Koray GYO	YKGYO.IS	Finance
Yapı Kredi Yatırım Ortaklığı	YKRYO.IS	Finance
Yapı Kredi Sigorta	YKSGR.IS	Finance



**Does Koç Holding have any foreign partners?**

Koç Holding has many successful and long term joint venture partnerships. Some of our partners in our core business lines are Fiat Auto S.p.A (Tofaş), Ford Motor Company (Ford Otosan), Case New Holland (Türk Traktör) and Unicredit (Koç Financial Services). For a full list of our foreign partners, please refer to the following link:

[http://www.koc.com.tr/en-us/Corporate/Foreign\\_Partners/Pages/ForeignPartners.aspx](http://www.koc.com.tr/en-us/Corporate/Foreign_Partners/Pages/ForeignPartners.aspx)

**What is Koç Holding's paid-up capital?**

Koç Holding's paid-up capital is TL2,415,141,000.

**What is the capital increase history of Koç Holding?**

Please refer to the below link for the capital increase history of Koç Holding:

[http://www.koc.com.tr/en-us/Investor\\_Relations/Stock\\_Information/CapitalIncreases/Pages/CapitalIncreases.aspx](http://www.koc.com.tr/en-us/Investor_Relations/Stock_Information/CapitalIncreases/Pages/CapitalIncreases.aspx)

**What is Koç Holding's dividend policy?**

Our Company conducts a dividend policy within the framework of the provisions of the Turkish Commercial Code, Capital Markets Regulations, Tax Regulations and other relevant legislations as well as the articles of the Articles of Association governing the distribution of profits.

In determining dividend distribution, the long-term strategy of our Group, capital requirements of our Company, our affiliates and subsidiaries, investment and financing policies, profitability and cash position are taken into consideration.

In principle, 20% of the "distributable profit for the period", calculated as per the Capital Markets Regulations and other relevant legislation, is distributed in cash or as bonus issue based on the net profit for the period as shown on the financial statements prepared as per the Capital Markets Regulations and subjected to independent audit.

If the distributable profit calculated as above is less than 5% of the issued capital, then no dividends are paid.

Dividends to be distributed as per the decision taken at the General Meeting can be paid out fully in cash or fully as bonus issue, or partially in cash and partially as bonus issue. If dividend distribution is in cash, it is completed until the end of the fifth month following the end of the respective fiscal period, at the latest, or if it is in the form of bonus issue, it is completed until the end of sixth month, at the latest.

In accordance with the dividend policy, the dividends are allocated equally to all entitled shareholders.

For further details on our dividend policy, please refer to the following link:

[http://www.koc.com.tr/en-us/Investor\\_Relations/Corporate\\_Overview/CorporateGovernance/DividendPolicy/Pages/DividendPolicy.aspx](http://www.koc.com.tr/en-us/Investor_Relations/Corporate_Overview/CorporateGovernance/DividendPolicy/Pages/DividendPolicy.aspx)

**What is Koç Holding's dividend history?**

Please refer to the below link for the dividend history of Koç Holding:

[http://www.koc.com.tr/en-us/Investor\\_Relations/Stock\\_Information/DividendHistory/Pages/DividendHistory.aspx](http://www.koc.com.tr/en-us/Investor_Relations/Stock_Information/DividendHistory/Pages/DividendHistory.aspx)

**Where can I obtain Koç Holding financial information?**

Quarterly financials, earnings presentations, webcasts, transcripts, annual reports and interactive charting tools for financial analysis are available under

[http://www.koc.com.tr/en-us/Investor\\_Relations/FinancialStatementsStatistics/AnnualReports/Pages/AnnualReports.aspx](http://www.koc.com.tr/en-us/Investor_Relations/FinancialStatementsStatistics/AnnualReports/Pages/AnnualReports.aspx)

**Does Koç Holding have a credit rating?**

Koç Holding currently does not have a credit rating.

**What is the composition of Koç Holding's Board of Directors?**

Koç Holding's Board of Directors is composed of 13 members, 4 of which are foreign, 1 auditor and 1 auxiliary auditor. Koç Holding is the first Turkish company to appoint internationally respected non-Turkish professionals to its Board. The profiles of our Board of Directors can be found on our website under:

[http://www.koc.com.tr/en-us/Corporate/Board\\_of\\_Directors/Pages/BoardofDirectors.aspx](http://www.koc.com.tr/en-us/Corporate/Board_of_Directors/Pages/BoardofDirectors.aspx)



### What is Koç Holding's standing in terms of industry surveys and recognition?

Koç Holding is..

- The only Turkish company listed in the “Fortune Global 500” list, as 172<sup>nd</sup> largest according to 2008 rankings
- Europe’s 56<sup>th</sup> largest public company according to Handelsblatt 2008 rankings
- Among Turkey’s three most transparent companies for the last four years according to the annual “Turkish Transparency and Disclosure Survey” conducted by Sabancı University Corporate Governance Forum and Standard and Poor’s
- Listed on Boston Consulting Group’s “2009 BCG 100 New Global Challengers: How Top Companies from Rapidly Developing Economies Are Contending for Global Leadership”
- Rated as “One of the international companies with the most competitive power in China” according to the China International Institute of Multinational Corporations (CIIMC)
- The first Turkish company in the annual list of “World’s Most Admired Companies” compiled by the Hay Group and Fortune magazine among companies from 25 countries
- The first Turkish company in EU Industrial R&D Investment Scoreboard (2009 ranking: # 309 among non-EU companies)

### What is Koç Holding's contribution to the underlying companies?

- Confidence, strong reputation and brand management based on more than 80 years of experience
- Adherence to universal values, business processes, working conditions and environmental and ethical standards throughout the Group by implementing Group-wide vision and objectives
- A performance management system focused on creating shareholder value
- Comprehensive customer information and customer database facilitating strong CRM capabilities; guidance in setting long-term strategies and spread of the best practices throughout the Group
- Financing opportunities that enable companies to invest to improve their competitive strength on an international scale

### What is Koç Holding's standing vis-à-vis corporate governance principles?

As Koç Group, we believe that good corporate governance brings considerable benefits to companies in terms of increasing management quality, reducing risks and raising reliability and esteem in financial and capital markets.

Koç Holding was one of the first companies to implement necessary measures to reach the highest standards in this area at a time when corporate governance principles were not generally applied in Turkey. Koç Holding's approach to corporate governance has always been voluntary and proactive. Therefore, Koç Holding has made i) Transparency, ii) Fairness, iii) Responsibility and iv) Accountability its four inviolable principles.

Koç Group's deeply-rooted and prominent corporate identity facilitates good corporate governance. Honesty, respect, ethical behavior and compliance with all laws and regulations are central to the way the Group does business and an integral part of its corporate culture.

Koç Holding's management structure, processes and policies have been established in compliance with the prevailing laws and regulations, ensuring clarity and transparency in the areas of decision making and responsibility. Koç Holding (Company) is one of the first Turkish companies to appoint independent members to its Board of Directors. Koç Holding is also one of the few companies in Turkey to link the compensation of top management to economic profitability and share price performance. Koç Holding has voluntarily applied internationally accepted standards and practices. As the first holding company to be established in Turkey and as a Group that is committed to institutionalization, Koç Holding has applied universal corporate governance principles for many years and adopted the “Corporate Governance Principles” approved by the Capital Markets Board. The details of Koç Holding's Corporate Governance Compliance Report is available at the following link:

[http://www.koc.com.tr/en-us/Investor\\_Relations/Corporate\\_Overview/CorporateGovernance/Pages/CorporateGovernance.aspx](http://www.koc.com.tr/en-us/Investor_Relations/Corporate_Overview/CorporateGovernance/Pages/CorporateGovernance.aspx)

### What is Koç Holding's standing vis-à-vis corporate social responsibility?

Koç Holding's and the Group Companies' approach to social responsibility is based on the principle espoused by our founder Vehbi Koç: “I exist if my country exists”. Within this context, Koç Group seeks to create value for the society, in which it has grown and developed, through projects that will contribute to the development of the society. Every year, thousands of scholarships are extended to students and numerous projects are initiated in the fields of culture, art, environment and health. In addition to projects in Turkey, Koç Group actively contributes to the promotion of Turkey in the international arena by sponsoring a cultural event each year. Koç Group's objective to further improve as a socially responsible corporation was confirmed with the participation in the Global Compact, an official and international framework.

Koç Group, which has been a pioneer in Turkey, has acted through the Vehbi Koç Foundation, to establish the first privately-owned museum, the first industrial museum and the first private student dormitory in Turkey, making it a leader in the area of corporate citizenship. Koç Holding and Koç Group companies contribute to the society with their projects in a common understanding and shared principles. Koç Group has assumed an important social mission, not just in terms of the large number of people it employs, the economic value it creates and the taxes it pays, but also through its philosophy of corporate citizenship. Koç Group's Corporate Citizenship Reports reflecting this approach are posted on the website of Koç Holding since 2006.