



## *Koç Holding Announcement*

**Date of Announcement** : 22 July 2008

**From** : Koç Holding A.Ş. Investor Relations  
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**Subject** : Share Transfer Agreement Signed for the Sale of Oltaş

In our Material Disclosure dated June 22, 2006, it was announced that an option agreement was signed, governing the sale and transfer of Koç Holding shares in our subsidiary Otomotiv Lastikleri Tevzii A.Ş. (Oltaş) to Continental Aktiengesellschaft between 1 June 2008 and 31 March 2010 following the due diligence process.

Within this context, it was resolved in our Board of Directors meeting held on 22 July 2008 to sell 117,090,877 Oltaş shares owned by Koç Holding, representing 36.19% of the company's capital, for € 2,097,843.74 to Continental Caoutchouc Export Aktiengesellschaft (Buyer) through a share transfer agreement. Accordingly, a Share Transfer Agreement was signed between Koç Holding, Koç Group companies and the Buyer governing the sale of YTL 2,901,188.33 nominal Oltaş shares, held by Koç Holding and Koç Group companies, representing 89.66% of the company's capital for € 5,197,877.00. Following the completion of the share transfer, Koç Holding will not have any share left in the capital of Oltaş.

The deal price was determined by way of negotiation and there does not exist any capital or management relationship between Koç Holding and the Buyer. The share transfer is subject to approval by the Turkish Competition Authority.

We hereby declare that our above statement is in conformity with the principles included in the Capital Market Board's Communiqué, Serial VIII No.39, that it exactly reflects the entire information we received; that the information complies with our records, books and documents; that we have endeavored to obtain the correct and complete information relative to this subject and that we are responsible for the declarations made in this regard.