

**MİGROS TİCARET A.Ş. JULY 30, 2009**

**GENERAL ASSEMBLY MEETING AGENDA**

- 1 - Roll call and election of the Assembly Presidium,
- 2 - Presentation and discussion of the Board of Directors Report on 2008 activities and accounts, Statutory Auditors' Report and the summary of the Independent Auditors' Report prepared by Başaran Nas Bağımsız Denetim ve Serbest Muhasebeci Mali Müşavirlik A.Ş., approval, amendment or rejection of the Board's proposed Balance Sheet and Income Statement for 2008,
- 3 - Individual acquittal of the members of the Board of Directors and Statutory Auditors of their fiducial responsibilities for the Company's operations during 2008,
- 4 - Approval, amendment or rejection of the Board of Directors proposal on distribution and timing of the dividend,
- 5 - Presenting information on the Company's dividend distribution policies for 2009 and the following years pursuant to Corporate Governance Principles,
- 6 - Re-election or replacement of Board Members whose terms have expired and the setting of their terms of office,
- 7 - Re-election or replacement of Statutory Auditors whose terms have expired and the setting of their terms of office,
- 8 - Determination of the monthly gross remuneration of the Chairman and the Members of the Board of Directors and the Statutory Auditors,
- 9 - Informing the General Assembly of donations made by the Company for social assistance purposes to tax-exempt foundations and associations in 2008,
- 10 - Approval of the Independent Audit Company selected by the board of directors pursuant to the regulation of the Capital Markets Board of Turkey pertaining to Independent Auditing in Capital Markets,
- 11 - Giving consent to members of the Board of Directors to carry out the business transactions falling under the Company's scope, personally or on behalf of others, and to become shareholders in companies pursuing businesses of such nature and to carry out other transactions in accordance with Articles 334 – 335 of the Turkish Commercial Code,
- 12 - To authorize the Presidium to sign the minutes of General Meeting on behalf of the shareholders,
- 13 - Closing.

**MİGROS TİCARET A.Ş.**