

MİGROS TİCARET A.Ş.

PROXY STATEMENT

I, the undersigned, hereby appoint and empower [.....] as my proxy fully authorized to represent me, vote and make proposals and sign all required documents in my name in accordance with my instructions written here-below at the Ordinary General Assembly Meeting of Shareholders of Migros Ticaret A.Ş. that will be held at the address of Turgut Özal Caddesi No:12 34758 Ataşehir / İstanbul at 11:00 a.m. on 30 July 2009.

A) SCOPE OF THE POWER OF REPRESENTATION

a) The Proxy named above is authorized to vote on all the agenda items at his/her own discretion.

b) The Proxy is authorized to vote on all the agenda items in accordance with the instructions given below.

Instructions: (Specific instructions can be inserted)

c) The Proxy is authorized to vote on all the agenda items in line with the proposals of the Company's management.

d) In respect of all other issues that may arise during the Meeting, the Proxy is authorized to vote in accordance with the following instructions. (If no instruction is given, the Proxy casts vote at his/her own discretion.)

Instructions: (Specific instructions can be inserted)

B) SHARE CERTIFICATES HELD BY THE SHAREHOLDER

- a) Group and Series;
- b) Number;
- c) Quantity-Nominal Value;
- d) Privileged in Voting or Not;
- e) Bearer or Registered;

FIRST NAME, SURNAME OR TITLE OF THE SHAREHOLDER:

SIGNATURE:

ADDRESS:

NB: In Section (A), one of the options of (a), (b) or (c) will be selected and explanations should be given for the options (b) and (d).