

GARANTI INVESTMENT TRUST INC.'S INVITATION FOR THE ORDINARY GENERAL ASSEMBLY OF 2011

Garanti Investment Trust Inc.'s partners were informed about the meeting to be held on May 7 2012 by a legal invitation and as the necessary legal quorum were not able to be provided for the 1st meeting, our company's Partners Ordinary General Assembly postponed by the Republic of Turkey's Science, Industry and Technology Ministry's Commissioner within one month will be held open to the public to examine and to discuss the works of the year 2011 and to adopt the agenda on June 4, 2012 at 11:00 at this address: Garanti Bankası A. Ş. Department of Education, Dikilitaş Training Center, Dikilitaş Mh. Emirhan Cd. No: 145 / B (Behind the Mint).

Our shareholder making savings in the investor accounts in the presence of the Central Registry Agency and wishing to attend the general assembly need to complete blockage operations within the framework of Central Registry Agency (MKK) at least one week before the assembly date and need to enroll themselves in the blockage list of the general assembly and should declare a document indicating the amount of blocked shares and the beneficiaries at the general assembly. Shareholders not dematerialized will be able to vote at the general assembly meetings to be held till 31.12.2012. Our Partnership's shareholders not dematerialized can take a document showing the value, units and numbers of the shares and their shares by depositing their shares in the banks at least one week before the assembly day and by declaring our partnership, at Oycan Plaza, Eski Büyükdere Cd. No.15 , Kat:5 34398 Maslak-Istanbul and can take their entrance cards and participate in the meeting.

Our shareholders unable to attend the assembly in person are required to organize their powers of attorney according to the below example and should present their notarized powers of attorney or by adding their notarized signature circular to their powers of attorney containing their own signatures.

Our partnership's balance sheet and the income statement regulated in accordance with the Capital Markets Board, audit report, independent audit report and Board of Management's activity report and modifications on the Prime Contract and information document about the agenda items will be available for the examination of our shareholders for 3 week period before the assembly at the company's head office and in our web site www.gyo.com.tr .

We offer our shareholders the information.

Sincerely,

Board of Management

GENERAL ASSEMBLY'S AGENDA

1. Opening and selecting presidency council
2. Authorizing the Presidency Council to sign the minutes of meeting of the General Assembly,
3. Reading and discussing the Board of Management's activity report of the year 2011,
4. Reading the audit report,
5. Reading the independent audit report
6. Reading, discussing and the approval of the financial statement
7. Discussing and determining board members' acquittance
8. Discussing and determining of the auditor's acquittance,
9. Discussing and determining on the proposal of Board of Management that dividend distribution will not be accomplished as a result in a loss of the year 2011,
10. Making changes in the items 3, 5, 6, 7, 9, 10, 11, 12, 13, 14, 15, 16, 17, 18, 19, 21, 22, 23, 25, 27, 29, 30, 31, 33, 34, 35 and 37. of the prime contract which the necessary permissions are taken from the Capital Market Board and T.R. Ministry of Customs and Trade and determining the subject of abolishing the temporary item by discussing.
11. Submitting information to the shareholders at the general assembly about the internal and external tasks of the candidates to be a board member
12. Selecting independent board members provided that their duty terms are limited with the other board members' duty terms.,
13. Submitting information to the shareholders and approval of the remuneration fundamentals of the Board members and senior executives at the general assembly,
14. Detecting the attendance fees of the Board Members,
15. Detecting the auditor's salary,
16. Approving of the independent audit company DRT Bağımsız Denetim ve Serbest Muhasebeci Mali Müşavirlik A.Ş. selected as the auditor for the financial year 2012 by the Board of Management,
17. Informing the general assembly about the assurance, deposit and mortgages given in favor of the third parties,
18. Regarding the donations and aids;
 - a) Submitting for the shareholders' information about the donations and aids of the company's policy, discussing and approving them.
 - b) Submitting information to the shareholders at the general assembly about the donations and aids done within the year.
19. Submitting information to the shareholders at the general assembly about the company's information policy.
20. Submitting information to the shareholders at the general assembly about the company's profit distribution policy and discussing, approving them
21. Submitting information to the shareholders at the general assembly about the company's ethical rules.
22. Pursuant to the 1st, 3rd, 7th items of the Notice "Specifying and Implementing the Corporate Governance Compliances" published by Capital Market Board and the 334th and 335th items of Turkish Commercial Code, submitting for the general assembly's approval about the shareholders having the management domination in their hands, board members, the executives and their wives/husbands and their relatives and relatives by marriage to the secondary extent to do the crucial transactions that may cause conflict of interest with the company or the linked partnerships by themselves or in place of others and to make competition, and about being shareholders to the companies doing the similar businesses,
23. Wishes and closing.

**POWER OF ATTORNEY
GARANTİ INVESTMENT TRUST INC.**

I hereby appoint as my proxy to represent me, to vote, to make proposals and to be authorized to sign the necessary documents on my behalf, at the Ordinary General Assembly Meeting of Garanti Investment Trust Inc. to be held at the address: T.Garanti Bankası A.Ş. Department of Training, Dikilitaş Training Center, Dikilitaş Mh. Emirhan Cd. No:145/B (Behind the Mint) 34349 Beşiktaş-İstanbul, dated 4 June, 2012 at 11:00 in line with the opinions I mentioned below:

A) CONTENT OF THE RESPRESENTATION AUTHORIZATION

- a) The proxy is authorized to vote in accordance with his/her own opinion on all agenda items.
- b) The proxy is authorized to vote on the agenda items in line with the following instructions: Instructions: (Special instructions are written)
- c) The proxy is authorized to vote in accordance with the recommendations of the company's management.
- d) For the other issues that may arise during the meeting, the proxy is authorized to vote in accordance with the following instructions. (If there are not any Instructions, the proxy may vote freely.)

Instructions: (Special instructions are written.)

B) THE STOCK CERTIFICATES OWNED BY THE SHAREHOLDER:

- a) Arrangement and serial no,
- b) Number,
- c) Unit- Nominal value,
- d) if any privileges available in voting,
- e) if written to the bearer-registered

NAME SURNAME OF THE SHAREHOLDER OR ITS TITLE

SIGNATURE:

ADDRESS:

NOTE: In the section (A), one of the items (a), (b) or (c) and an explanation is done about (b).