# İNDEKS BİLGİSAYAR SİSTEMLERİ MÜHENDİSLİK SANAYİ VE TİCARET A.Ş.

INDEPENDENT AUDITOR'S REPORT FOR
THE PERIOD ENDED 31.12.2006

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# INDEKS BİLGİSAYAR SİSTEMLERİ MÜHENDİSLİK SANAYİ VE TİCARET A.Ş. NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS As of 31.12.2006

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# INDEKS BİLGİSAYAR SİSTEMLERİ MÜHENDİSLİK SANAYİ TİCARET ANONİM ŞİRKETİ FINANCIAL STATEMENTS AND INDEPENDENT AUDITOR'S REPORT FOR THE PERIOD ENDED DECEMBER 31, 2006

# TO THE BOARD OF DIRECTORS OF INDEKS BILGISAYAR SISTEMLERI MÜHENDİSLİK SANAYI TİCARET ANONİM SİRKETİ:

We have audited the accompanying financial statements of Indeks Bilgisayar Sistemleri Mühendislik Sanayi ve Ticaret Anonim Şirketi ("the Company"), which comprise the balance sheet as at December 31, 2006 and the income statement, statement of changes in equity and cash flow statement for the years then ended, and a summary of significant accounting policies and other explanatory notes.

Management is responsible for the preparation and fair presentation of these financial statements in accordance with financial reporting standards published by Capital Market Board (CMB). This responsibility includes: designing, implementing and maintaining internal control relevant to the preparation and fair presentation of financial statements that are free from material misstatement, whether due to fraud or error; selecting and applying appropriate accounting policies; and making accounting estimates that are reasonable in the circumstances.

Our responsibility is to express an opinion on these financial statements based on our audit. We conducted our audit in accordance with International Standards on Auditing. Those standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance whether the financial statements are free from material misstatement. An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the entity's preparation and fair presentation of the financial statements in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the entity's internal control. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of accounting estimates made by management, as well as evaluating the overall presentation of the financial statements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

In our opinion, the financial statements present fairly, in all material respects, the financial position of Indeks Bilgisayar Sistemleri Mühendislik Sanayi ve Ticaret Anonim Şirketi as of December 31, 2006 and its financial performance and its cash flows for the years then ended in accordance with financial reporting standards published by Capital Markets Board (CMB). (Istanbul, April 04,2007)

An Independent Member of BAKER TILLY INTERNATIONAL GÜRELİ YEMİNLİ MALİ MÜSAVİRLİK VE BAĞIMSIZ DENETİM HİZMETLERİ A.S.



Certified Public Accountant

# İNDEKS BİLGİSAYAR SİS. MÜH.SAN.TİC.AŞ. AUDITED CONSOLIDATED BALANCE SHEET

(Except Where Otherwise Specified New Turkish Liras)

	Note	Curren	t Period	Previous	Period
ASSETS		31.12.2006		31.12.2005	
			276.727.213		220,509,681
Cash and Cash Equivalents	Note:4	9.445.687		17.204.955	
Marketable Securities (Net)	Note:5	8.701		0	
Frade Receivables (Net)	Note:7	148.717.302		122.100.555	
inancial Leasing Receivables(Net)	Note:8	0		0	
Oue From Related Parties(Net)	Note:9	8.162.538		1.756.959	
Other Receivables (Net)	Note:10	2.553		1.972	
Live Assets(Net)	Note:11	1			
Inventories (Net)	Note:12	89.312.482		63.168.165	
Receivables From Contract in Progress (Net)	Note: 13	0		0	1
Deferred Tax Assets	Note: 14	0		0	
Other Current Assets	Note:15	21.077.951		16.277.075	
Non-Current Assets			26.584.486		11.073.853
Trade Receivables (Net)	Note:7	59.527		15.613	
Financial Leasing Receivables(Net)	Note:8	0		0	U.
Due From Related Parties(Net)	Note:9	0		0	
Other Receivables (Net)	Note: 10	0		0	
Financial Instruments (Net)	Note:16	18.825,627		185.733	
Positive/Negative Goodwill (Net)	Note:17	3.484.193		5.711.618	
Fixed Asset Investments (Net)	Note:18	0		0	
Tangible Assets (Net)	Note:19	3.618.548		3.776.446	
Intangible Assets (Net)	Note:20	596.591	1	1.263.781	
Deferred Tax Assets	Note:14	0		114.118	
Other Non-Current Assets	Note:15	. 0		6.544	
Total Assets			303.311.699		231.583.534

The Accompanying notes form an integral part of these financial statements



# ÍNDEKS BILGISAYAR SIS, MÜH.SAN.TIC.AŞ, AUDITED CONSOLIDATED BALANCE SHEET

(Except Where Otherwise Specified New Turkish Liras)

	Note	Curren	t Period	Previous	Period
		31.12	2.2006	31.12.	2005
LIABILITIES			223,495,139		169.078.178
Short Term Liabilities			204,704,971		168,599,278
Fiancial Liabilities (Net)	Note:6	30.279.179		23.897.354	
Financial Leasing Payables (Net)	Note:8	10.210		20.778	
Trade Payables (Net)	Note:7	160,184,652		132.996.240	
Due to The Related Parties (Net)	Note:9	5,627,610	l' 1	1.544,501	
Other Financial Liabilities (Net)	Note:10	0	1	0	
Advances Taken	Note:21	650,612		1.209.887	
Advances Received For Contracts In-Progress (net)	Note:13	0		0	
Provision For Expenses and Liabilities	Note:23	3.066.280	1	3.867.387	
Deferred Tax Liabilities	Note:14	0		0	
Other Liabilities (Net)	Note:15	4.886.428		5.063.130	
Long Term Liabilities			18.790.168		478.900
Fiancial Liabilities	Note:6	18.165.452		0	
Financial Leasing Payables	Note:8	16,363		1.451	
Trade Payables	Note:7	0		0	
Due to The Related Parties	Note:9	0	l e 3	0	
Other Financial Liabilities (Net)	Note:10	0		0	
Advances Taken	Note:21	0		D	
Provision For Expenses and Liabilities	Note:23	530.921		477,449	
Deferred Tax Liabilities	Note:14	77.432		∜0	
Other Liabilities	Note:15	0		0	
MINORITY SHARE HOLDERS EQUITY	Note:24		5,938,299		1.019.090
SHAREHOLDERS' EQUITY			73.878.261		61.486.266
Capital	Note:25	55,000,000		45.000,000	0
Reclassification Adjustments	Note:25	0		0	
Capital Reserves	Note:26	887.091		887.091	
Share Premnons		0		0	
Profit From Invalidation of Shures		0		0	
Fixed Assets Revolution Fund		0		0	
Financial Assets Revaluation Fund		0		0	
Inflation Adjustment Differences of Shareholders' Equity		887.091		887.091	
Accumulated Profit/Loss and Legal Reserves	Note:27	2.510.629		2.936.090	
Legal Reserves		1.683.765		1.205.038	
Statutory Reserves		0		0	
Extraordinary Reserves		826.864		1.731.052	
Special Reserves		0		0	
Income From Sales of Subsidiary Shares and Fixed Assets Held for Adding to Sharecapital		0		0	
Foreign Currency Exchange Differences		0		0	
Net Profit / (Loss) for the Period		12,391,995		11.619.812	
Income/Losses From Previous Years	Note:28	3.088.546		1.043.273	
Total Liabilities (Sources)			303.311.699		231.583.534



# INDEKS BILGISAYAR SIS. MÜH.SAN.TİC.AŞ. AUDITED INCOME STATEMENT

(Except Where Otherwise Specified New Turkish Liras)

	Note	Curren Period 01.01.2006 31.12.2006	Previous Period 01.01.2005 31.12.2005
OPERATING INCOME	Note:36		
Sale Income (Net)		901.778.279	758.634.336
Cost of Sales (-)		(847.225.073)	(712.559.477)
Other Operating Income / interest+dividend+rent (net)		William Commission Commission Commission Commission Commission Commission Commission Commission Commission Com	18
GROSS PROFIT/LOSS		54.553.206	46.074.860
Operating Expenses (-)	Note:37	(27.805.594)	(21.055.806)
NET OPERATION PROFIT/(LOSS)		26.747.612	25.019.054
Income and Profit From Other Operations	Note:38	26.069.239	14.974.235
Expense and Loss From Other Operations (-)		(26.285.257)	(16.270.220)
Financial Expenses (-)	Note:39	(11.247.183)	(8.924.758)
PROFIT/LOSS		15.284.410	14.798.311
Profit/(Loss) On Net Monetary Position	Note:40		
MINORITY SHARE HOLDERS EQUITY		(891.523)	(412.060)
PROFIT/LOSS BEFORE TAX	A	14.392.887	14.386.251
Taxes	Note:41	(2.000.892)	(2.766.439)
NET PROFIT/LOSS FOR THE PERIOD		12.391.995	11.619.812
Earnings per Share: With Nominal Value of YTL 0,001 Each	Note:42	24,44%	33,91%



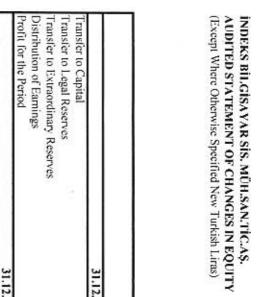
# INDEKS BİLGİSAYAR SİS, MÜH.SAN.TİC.AŞ. AUDITED CASH FLOW STATEMENT

(Except Where Otherwise Specified New Turkish Liras)

A CASTAL ONE TROUBER ATTACK	Notes	31.12.2006	31.12.2005
A) CASH FLOWS FROM OPERATING ACTIVITIES			
Net profit		12.391.995	11.619.812
Adjustments:			
Depreciation (+)	Note:19	339.746	674.197
Increase in Provision For Termination Indemnities (+)	Note:23	16.844	138.755
Rediscount on Receivables (+)	Note:7 Note:9	243.462	211.465
Provision for Doubtful Receivables for Current Period(+)		234.032	100.895
Provision for no Longer Required Doubtful Receivables (-)			
Provision for Decrease in Value of Inventories(+)	Note:12	274.538	329.135
Rediscount on Payable (+)	Note:9	(219.546)	(411.704)
Provision for Decrease in Value of Affiliates(-)	Note:16		
Exchange Loss (+)			
Earnings from Marketable Securities and Long Term Investments (-)			
Operational Income Before Changes in Working Capital (+)		13.281.071	12.662.555
Net Increase in Trade Receivables and Other Receivables(-)	Note:7 Note:9		
	Note:10	9.320.317	(15.065.085)
Net decrease in Inventories (+)	Note:12	(4.354.243)	(23.264.876)
Increase in Securities for Trading Purposes (-)		(4.685)	6 244.677
Net decrease in Trade Payables and Other Payables (-)	Note:7 Note:9	(31.603.484)	29.629.850
Cash Inflow Provided/(Used) From Operating Activities			
Interest Paid (-)			
Tax Paid (-)			
Other Increase/(Decrease) in Sharecapital (+)/(-)		5.322.373	(2.402.764)
Net Cash Inflow Provided/(Used) From Operating Activities:		(8.038.651)	7.804.358
B) CASH FLOWS FROM INVESTMENT ACTIVITIES			
Intangible Fixed Assets Acquisition (-)		(18.705.134)	
Tangible Fixed Assets Acquisition (-)	Note:19	(124.287)	(440.131)
Net value of Tangible Fixed Assets Flow		28.703	67.789
Interest Received (+)			
Dividend Received (+)			
Net Cash Used By In Investment Activities:		(18.800.718)	(372.342)
C) CASH FLOWS FROM FINANCIAL ACTIVITIES			
Hisse Senedi İhraçları Nedeniyle Oluşan Nakit Girişleri (+)			
Kısa vadeli mali borçlardaki artış (+)	Note:6	13.281.977	7.372.553
Uzun vadeli mali borçlardaki artış (+)	Note:6	21.593.065	1.451
Ödenen Temettüler (-)			(1.077.595)
Finansman Faaliyetlerden Kaynaklanan Nakit		34.875.042	6.296.409
Nakit ve Benzerlerinde Meydana Gelen Net Artış		8.035.673	13.728.425
BEGINNING BALANCE OF CASH AND CASH EQUIVALENTS	Note:4	17.204.955	3.476 531
ENDING BALANCE OF CASH AND CASH EQUIVALENTS	Note:4	9.445.687	17.204.955

The Accompanying notes form an integral part of these financial statements





73.878.261	2.510.629	5	12,391,995	3.088.546	887.091	31.12.2006 55.000.000	31.12.2006	
12.391.995		5	12.391.995					Profit for the Period
0								Distribution of Earnings
0	377.109			-377,109				Transfer to Extraordinary Reserves
0	478.727			-478.727				Transfer to Legal Reserves
0	-1.281.297	2	-11.619.812	2.901.109		10.000.000		Transfer to Capital
61.486.266	2.936,090	2	11.619.812	1.043.273	887.091	31.12.2005 45.000.000	31.12.2005	
Total Equity	T	Reserves	Retained Earnings Net Profit/Loss for the Period Reserves	Retained Earnings	Reserves	Capital		
	Accumulated Profit/Loss-Legal	Accumulate			Capital			CHICAGO CONTRACTOR CONTRACTOR OF THE PARTY.

61,486,266	2.936,090	2	11.619.812	1.043.273	887.091	31.12.2005 45.000.000	31.12.2005	
11.619.812		2	11.619.812					Profit for the Period
-1.077.595				-1.077.595				Distribution of Earnings
0	1.731.053			-1.731.053				Transfer to Extraordinary Reserves
0	238.597			-238.597				Transfer to Legal Reserves
0	-6.021.161			-443.177	27.400.000 -20.935.662	27.400.000		Transfer to Capital
50.944.049	6.987.601			4.533.695	21.822.753	17.600.000	31.12.2004	
Total Equity	2	Reserves	Retained Earnings Net Profit/Loss for the Period Reserves	Retained Earnings	Reserves	Capital		
	d Profit/Loss-Legal	Accumulate	ALCOHOLD ST.		Capital		99	

The accompanying notes form an integral part of these financial statements

YEMÎNLÎ MALÎ MÜŞAVÎRLÎK YE BAĞIMSIZ

#### NOTE 1 - ORGANIZATION AND BUSINESS SEGMENTS

Indeks Bilgisayar Sistemleri Mühendislik Sanayi ve Ticaret Anonim Şirketi was founded in 1989, and the activities of the company consist of buying and selling of all kinds of Information Technology products for the purpose of wholesale trading. The Company is registered to Capital Markets Board since June 2004. As of December 31, 2005 15,34% of the company shares are traded in Istanbul Stock Exchange.

As of December 31, 2006 the subsidiaries of the company which have been taken into consolidation scope are shown below:

Company Name	Field Of Operations	Capital	% of Direct Ownership	% of Indirect Ownership
Datagate Bilgisayar Malzemeleri A.Ş.	Purchasing and Selling Computer and equipment	6.600.000	59,24	59,24
Neteks İletişim Ürünleri Dağıtım A.Ş.	Purchasing and Selling Network Products	1.100.000	70	84,22
Neotech Teknolojik Ürünler Dağ. A.Ş.	Purchasing and selling Home Electronic Products	100.000	80	80

As of December 31, 2005 the subsidiaries of the company which have been taken into consolidation scope are shown below:

Company Name	Field Of Operations	Capital	% of Direct Ownership	% of Indirect Ownership
Datagate Bilgisayar Malzemeleri A.Ş.	Purchasing and Selling Computer and equipment	1.550.000	85	85
Neteks İletişim ürünleri Dağıtım A.Ş.	Purchasing and Selling Network Products	243.000	70	90,4
Neotech Teknolojik Ürünler Dağ. A.Ş.	Purchasing and selling Home Electronic Products	100.000	80	80

From now on in the consolidated financial statements, Indeks and the consolidated subsidiaries will be referred as "community".

The main shareholders of the company are Nevres Erol Bilecik (% 39,96) and Pouliadis and Associates S.A. (% 35,56) located in Greece. The average number of employees as of December 31, 2006 are 324. (2005:317)

The Company's official address stated in Trade Registry is Ayazağa District, Cendere Yolu No: 9/1 Kağıthane, ISTANBUL and it has branches in Ankara, İzmir, Diyarbakır, Elazığ and Atatürk Airport Free Zone.



The companies' subsidiaries as of December 31, 2006 are as follows;

Company Name	Field Of Operations	Capital	% of Direct Ownership	% of Indirect Ownership
Datagate Bilgisayar Malzemeleri A.Ş.	Purchasing and Selling Computer and equipment	6.600.000	59,24	59,24
Neteks İletişim ürünleri Dağıtım A.Ş.	Purchasing and Selling Network Products	1.100.000	70	84,22
Neotech Teknolojik Ürünler Dağ. A.Ş.	Purchasing and selling Home Electronic Products	100.000	80	80
İnfin Bilgisayar Ticaret A.Ş.	Purchasing and Selling Computer and equipment (Export- Import)	50.000	99,80	99,80
İnko İletişim ve Dijital Hizm San.Tic. A.Ş.	Telecommunication	150.000	69,87	69,87
Teklos Teknoloji Lojistik A.Ş.	Lojistics (Nonactive)	3.000.000	99,99	99,99

The companies' subsidiaries as of December 31, 2005 are as follows;

Company Name	Field Of Operations	Capital	% of Direct Ownership	% of Indirect Ownership
Datagate Bilgisayar Malzemeleri A.Ş.	Purchasing and Selling Computer and equipment	1.550.000	85	85
Neteks İletişim Ürünleri Dağıtım A.Ş.	Purchasing and Selling Network Products	243.000	70	90,4
Neotech Teknolojik Ürünler Dağ. A.Ş.	Purchasing and selling Home Electronic Products	100.000	80	80
İnfin Bilgisayar Ticaret A.Ş.	Purchasing and Selling Computer and equipment (Export-Import)	50.000	99,80	99,80
İnko İletişim ve Dijital Hizm San.Tic. A.Ş.	Telecommunication	150.000	69,87	69,87

# NOTE 2 - PRINCIPLES OF CONSOLIDATION

# 2.01. Basic Principles For The Presentation of Financial Tables

The company maintains its books of accounts in New Turkish Lira and in accordance with Turkish Commercial Code, Tax Laws and communiques of Capital Markets Board.

These financial statements are prepared in accordance with Capital Market Board's communiqué Serial XI No: 25 dated 15 November 2003 that covers the restatement of financial statements prepared in according with New Turkish Lira's purchasing power which is included in the International Accounting Standards and International Accounting Standards Committee Declerations.



INDEKS BİLGİSAYAR SİSTEMLERİ MÜHENDİSLİK SANAYİ VE TİCARET A.Ş.
NOTES TO CONSOLIDATED FINANCIAL STATEMENTS FOR THE PERIODS ENDED DECEMBER 31,
2006 AND DECEMBER 31, 2005; PREPARED IN ACCORDANCE WITH INTERNATIONAL FINANCIAL
REPORTING STANDARDS (New Turkish Lira; "YTL")

# 2.02. Dealing With The Inflation Effects in Hyper-Inflationary Periods

Capital Market Board's communiqué dated 15 November 2003 with Series XI, No: 25 "Communiqué on Accounting Standards of Capital Markets" ("communiqué"), became valid starting from the first interim financial tables ending just after the date 1 January 2005. According to this communiqué, the companies may prefer to implement this communiqué's clauses starting at 31 December 2003 or the following interim accounting periods. In addition to this, due to this communiqué's Section thirty-four – Various Decisions Temporary Article 1, until the date of application International Financial Reporting Standards ("IFRS") in accordance with this communiqué, any application of IFRS shall be in convenience with the communiqué's rules. The company preferred to prepare its consolidated financial tables according to IFRS at the accounting period ending 31st December 2003.

Starting from January 1, 2005; New Turkish Lira ("YTL") and New Kuruş ("YKR") have been accepted as the new currency units of Turkish Republic in accordance with the Law No. 5083 "Currency Unit of Turkish Republic" which was announced and published in Official Gazette dated January 30, 2004. In converting the former currency unit Turkish Lira ("TL") to New Turkish Lira ("YTL"); 1 Millions of TL is accepted as 1 YTL and starting from January 1, 2005 the records and the consolidated financial statements are prepared in new currency.

In accordance with the announcement of Capital Market Board dated 30.11.2004; the financial tables for the year ended December 31, 2004 and the previous periods' financial tables have been prepared equivalent to power of purchasing in New Turkish Lira - for comparison purposes

The effects of inflation on consolidated financial statements are to be adjusted taking Turkish Lira's purchasing power into consideration as at January 30, 2004 in accordance with IAS 29 ("Financial Reporting in Hyper inflationist Economies"). According to IAS 29, financial tables prepared in a currency of hyper inflationist economy should be restated at the purchasing power of currency as at balance sheet date while the financial tables prepared in previous years are likely to be restated at balance sheet date purchasing power of currency. If the cumulative 3 year inflation is equal to or exceeds 100% IAS 29 shall be applied. In the process of restatement, the "Wholesale Price Index' announced by State Institute of Statistics is used as the adjustment coefficients.

Indexing process is done with correction factor based by Wholesale Price Index (WPI), which is annaunced and accepted the countrywide by State Institute of Statistics (SIS).

The accompanying consolidated financial statements for the period ended December 31, 2006 were not restated based on the resolution of Capital Market Board No. 11/367 dated March 17, 2005, which has put an end to Inflation Accounting application. Thereby, the non-monetary assets are carried in the accompanying consolidated financial statements as their restated values as of December 31, 2004.

#### 2.03. Consolidation Principles

Subsidiaries are defined as the companies whose shares are held directly and/or indirectly by the company through having the voting rights of more than 50% or although not having more than 50% of voting rights, through having the control over the fiscal and management policies and exercising this control for the benefit of the company.



The current shares in the subsidiaries as of December 31, 2006 are as follows.

Company Name	Field Of Operations	Capital	% of Direct Ownership	% of Indirect Ownership
Datagate Bilgisayar Malzemeleri A.Ş.	Purchasing and Selling Computer and equipments	6.600.000	59,24	59,24
Neteks İletişim ürünleri Dağıtım A.Ş.	Purchasing and Selling Network Products	1.100.000	70	84,22
Neotech Teknolojik Ürünler Dağ. A.Ş.	Purchasing and selling Home Electronic Products	100.000	80	80
İnfin Bilgisayar Ticaret A.Ş.	Purchasing and Selling Computer and equipments (Export- Import)	50.000	99,80	99,80
İnko İletişim ve Dijital Hizm San.Tic. A.Ş.	Telecommunication	150.000	69,87	69,87
Teklos Teknoloji Lojistik A.Ş.	Lojistics (Nonactive)	3.000.000	99,99	99,99

The current shares in the subsidiaries as of December 31, 2005 are as follows.

Company Name	Field Of Operations	Capital	% of Direct Ownership	% of Indirect Ownership	
Datagate Bilgisayar Malzemeleri A.Ş.	Purchasing and Selling Computer and equipments	1.550.000	85	85	
Neteks İletişim Ürünleri Dağıtım A.Ş.	Purchasing and Selling Network Products	243.000	70	90,4	
Neotech Teknolojik Ürünler Dağ. A.Ş.	Purchasing and selling Home Electronic Products	100.000	80	80	
İnfin Bilgisayar Ticaret A.Ş.	Purchasing and Selling Computer and equipments (Export-Import)	50.000	99,80	99,80	
İnko İletişim ve Dijital Hizm San.Tic. A.Ş.	Telecommunication	150.000	69,87	69,87	

Balance Sheets and Income statements of the subsidiaries are consolidated according to "full consolidation method", and book value and capital of the Company's subsidiaries are adjusted accordingly. Transactions and balances between the company and subsidiaries are eliminated during consolidation.

Minority interests show minority shareholders' equity in the subsidiaries' assets and result of operations for the related period. These details are expressed separately in consolidated balance sheet and Profit/Loss Statement. If losses related to minority interest are over benefits from shares of a subsidiary and if there is no bounding liability to the minorities, in general, these losses related with the minorities can result against to benefits of the main shareholders.

The Associates in relation with the parent company and the subsidiary in terms of capital, management and control but excluded from the consolidation scope are shown below.

Associate	% Of Ownership	YTL Amount of Ownership	Profit/Loss for the Period (31.12.2006)
İnfin Bilgisayar Ticaret A.Ş.	99,80	62.419	83.127
İnko İletişim ve Dijital Hizm San.Tic. A.Ş.	69,87	123.314	(94.477)
Teklos Teknoloji Lojistik A.Ş.(*)	99.99	18.639.894	(3.046.509)
Total Subsidiary Amount		18.825.627	e e e e e e e e e e e e e e e e e e e



INDEKS BİLGİSAYAR SİSTEMLERİ MÜHENDİSLİK SANAYİ VE TİCARET A.Ş.
NOTES TO CONSOLIDATED FINANCIAL STATEMENTS FOR THE PERIODS ENDED DECEMBER 31,
2006 AND DECEMBER 31, 2005; PREPARED IN ACCORDANCE WITH INTERNATIONAL FINANCIAL
REPORTING STANDARDS (New Turkish Lira; "YTL")

(\*)The Company is non-operating, and trade loss is YTL 3.046.509. The amount of YTL 1.823.487 consist of depreciation changes no bookedin the previous year, the amount of YTL 633.518 consist of selling trade goods (yarn) and fixed assets; the amount of YTL 165.683 personnel expenses and payment to personnel's terminations indemnity payment and notice till the date of purchased, the rest amounting of YTL 423.821 consists of period losses.

Infin Bilgisayar Ticaret A.Ş. and Inko Iletişim ve Dijital Hizmetler A.Ş. have not been taken into consolidation due to the fact that they are both insignificant and do not effect the consolidated financial tables materially. Neotech Teknolojik Ürünler Dağıtım A.Ş. was founded on 04.02.2005 and as of December 31, 2005 has not been taken into consolidation due to the fact that it does not have important operations that effect the consolidation.

The positive and negative goodwills which show differences between fair value of the net assets and purchasing price are capitalized for the acquisitions before December 31, 2004 and by using direct amortization method on useful lives positive goodwill is put on income statement as positive goodwill amortization expense and negative goodwill is put on income statement as negative goodwill amortization income According to Series XI, No: 25 "Communiqué on Accounting Standards of Capital Markets" ("communiqué") Section 12 "Business Combinations". Positive goodwill emerging from acquisitions which occur after December 31, 2004 is not subject to depreciation in accounting. Calculated positive goodwill is reviewed and if a decrease in value occurs, provision is calculated for this value. In case of negative goodwill, which emerges after December 31, 2005, it will be recorded as income for the period in which it occurs.

According to Series XI, No: 25 "Communiqué on Accounting Standards of Capital Markets" ("communiqué"), the community has stopped amortization of positive goodwill which had occurred before December 31, 2004 starting from the beginning of the first annual accounting period after the date of December 31, 2004 and also according to the same standards has associated the net recorded amount of negative goodwill emerging from previous period with retained earnings account.

# 2.04. Comparative Information And Adjustment of The Previous Year Consolidated Financial Statements

The changes in classification of the consolidated financial statements of the current period are also applied to the consolidated financial statements relating to prior period, if necessary.

#### 2.05. Offsetting Against The Carrying Amount of An Asset and Liability

The financial assets and liabilities in consolidated financial statements are shown at their net value under the circumstances of permission by a legal authority, an intention for showing in the consolidated financial statements at net value and the financial asset and liabilities are arisen concurrently.

# NOTE 3 - SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

#### 3.01. Income

The definition of income encompasses both accrued amount of sales of service and goods .For sales significant risks and advantages are transferred when the service/goods are delivered to customers or when customers have the ownership of the service/goods. If there is a significant financial cost in sales amount, fair value is determined by discounting future receipts if the cash or cash inflow is deferred.Net sales are calculated after the sales returns and discounts are reduced from the invoiced value of the delivered goods. If the sales include significant cost of financing, fair value is determined that revenue which will occur in the future is discounted with secret interest rate in the cost of financing. The differences between the fair value and the nominal value of the sales are taken into consideration as interest income on accrual basis.



#### 3.02. Inventories

Inventories are reflected to the consolidated financial statements at the lower of acquisition cost or net realizable value. The inventory costing method used by the Company is "First In First Out (FIFO)". Borrowing costs are not taken into consideration in calculation of cost of finished and semi-finished goods. Net realizable value is calculated by subtracting sales expenses from the company's sales price.

# 3.03. Tangible Fixed Assets

Tangible Fixed assets are reflected to the consolidated financial statements by deducting their accumulated depreciation. Depreciation is calculated by straight-line method based on economic life. The following rates, determined in accordance with the economic lives of the fixed assets, are used in calculation of depreciation:

	DEPRECIATION RATES AS AT 31.12.2006 (%)	DEPRECIATION RATES AS AT 31.12.2005 (%)
Buildings	2	2
Machinery, Plant and Equipment	20-10	20-10
Furniture and Fixtures	20-10	20-10
Motor Vehicles	20-10	20-10

Since the lands have unlimited useful life, they are not subject to depreciation.

The profit and loss arisen from fixed asset sales are determined by comparing net book value with sales price and as a result it is added to the income statement.

Maintenance and repair expenses are accounted as expense at their realization date. If the maintenance and repair expenses clearly improve the economic value or performance of the related asset then it is capitalized.

# 3.04. Intangible Fixed Assets

Intangible Fixed assets are reflected to the consolidated financial statements by deducting their accumulated depreciation.

Intangible fixed assets comprises rights, leasehold improvements and other intangible Fixed Assets.

Intangible fixed assets are stated at cost, net of accumulated amortization. Amortization is calculated with straight-line depreciation method based on economic life of 5-10 years.

#### 3.05. Impairment of Assets

The carrying value of non-current assets comprising tangible and intangible fixed assets are reviewed for impairment when events or changes in circumstances indicate the carrying value may not be recoverable. If the recoverable amount of an asset is below its carrying amount, the impairment loss is included in the financial statements which will bring the recorded amount to recoverable value.

#### 3.06. Borrowings Costs

The borrowing costs are recognized as expense when they are incurred. Borrowing costs that are directly attributable to the acquisition, construction or production of a qualifying asset shall be capitalized as part of the cost of that asset. The capitalization of borrowing costs as part of the cost of a qualifying asset shall commence when expenditures for the asset are being incurred, borrowing costs are being incurred; and activities that are necessary to prepare the asset for its intended use or sale are in progress. Expenditures on a qualifying asset include only those expenditures that have resulted in payments of cash, transfers of other assets or the assumption of interest-bearing liabilities.



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#### 3.07. Financial Instruments

Financial assets are accounted with their registered values in the initial recording date. In the subsequent reporting period financial assets, which the community has, intention and power to have control over till the end of expiration date, are evaluated with their discounted cost values taking decrease in value in consideration. Financial assets other than the ones that will be in hand till the expiration date are classified as for sale and they are evaluated with the current value on balance sheet date. Unrealized gains and losses that emerge from financial assets with trading purposes are accounted in the income statement of the period. Unrealized gains and losses that emerge from financial assets that are for sale are either accounted under sales or under equity till taking decision of continuing decrease in value and the cumulative gain and loss that are formed in equity is devolved in income statement of the period.

Financial Assets for sale which were acquired before January 1, 2005 are presented in the financial statements with their adjusted values according to December 31, 2004 when their market values can not be determined due to lack of an active market and also other evaluation methods are not useful for determining the market value.

Financial assets for sale, which were acquired after January 1, 2005, presented in the financial statements with their acquisition values.

The methods used to determine realizable value of each financial instruments are shown below.

#### Cash and Cash Equivalents:

Cash and bank balances in foreign currencies have been valued vith period-end exchange rate. The cash accounted in balance sheet and the values of the deposit at bank are the predicted values in consistene with their real values.

#### Trade Receivables;

Trade receivables are accounted with their realizable values and with their net realizable value, which were discounted by prevailing interest rate and deducting, provisions for doubtful receivables. These provisions are made by considering the amounts that were not collectable, guarantees taken, experiences, and also current economic situations. The receivables those are not to be collected are accounted as expense at the year that they are considered as uncollectable receivables.

#### Loans;

The loans utilized are subject to prevailing interest rates at the date they were used. Bank loans have been accounted considering the net cash amount taken. Financial expenses are accounted on an accrual basis and the unpaid parts of these expenses are added to the principal of the loans.

#### Risk of Collection;

The risk of collection of the community arises from their trade receivables. Most of the trade receivables are from branches. The community has strong controlling system on their branches and credit risk arise from these processes are effectively followed and moreover these risks have been restricted for every debtor. Taking adequate guarantees from branches is a method of managing these risks. There has been no important credit risk due to the fact that the company has receivables from many companies with small amounts instead of few companies with huge amounts. Trade receivables have been evaluated by community management considering past years' experiences and current economic situation and after all have been accounted in the balance sheet with their net values after making provision for doubtful receivables. The risk for liquid funds is restricted, as they have been invested in short-term bonds and T-bills.



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# Risk of Liquidity;

The Community usually creates their own fund by converting their short-term financial instruments to cash; for example, they collect their receivables. The amounts received from these instruments have been accounted vith their realizable values.

#### Risk of Exchange

The community usually realizes its sales in foreign currency, which is used by the community in purchasing. Therefore, there is no important exchange risk.

#### 3.08. Mergers

There exists no transaction of the Company relating to mergers as at December 31, 2006 and December 31, 2005.

# 3.09. Exchange Differences Effects

All transactions denominated in foreign currencies are translated into YTL at the actual rates of exchange ruling at the dates of the transactions. Foreign exchange differences are reflected to the income statement.

#### 3.10. Net Profit Per Share

Net profit per share is computed by dividing net profit available to common shareholders by the weighted average number of common shares outstanding for the period.

#### 3.11. Subsequent Events

The Community is liable for adjusting the amounts and disclosures in the consolidated financial statements if they arise after the balance sheet date. The non-adjusting subsequent events are adjusted in the notes to the consolidated financial statements provided that they comprise the issues effecting the economic decisions of the users.

# 3.12. Provisions, Contingent Liabilities and Assets

A provision is accounted if a liability comes from past and continues today and if this liability may require source outflow from the community and if the value of liability can be calculated exactly.

Where the effect of the time value of money is material, the amount of a provision shall be the present value of the expenditures expected to be required to settle the obligation. Because of the time value of money, provisions relating to cash outflows that arise soon after the balance sheet date are more onerous than those where cash outflows of the same amount arise later. Provisions are therefore discounted, where the effect is material.

The discount rate (or rates) shall be a pre-tax rate (or rates) that reflect(s) current market assessments of the time value of money and the risks specific to the liability. The discount rate(s) shall not reflect risks for which future cash flow estimates have been adjusted. The increase in provisions arisen from time differences is recorded as interest expense in case of discounting. Future events that may affect the amount required to settle an obligation shall be reflected in the amount of a provision where there is sufficient objective evidence that they will occur. Expected future events may be particularly important in measuring provisions.



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Contingent liabilities and assets are not reflected to consolidated financial statements but disclosed in the notes to the consolidated financial statements. The entity recognizes a provision for the part of the obligation, for which an outflow of resources embodying economic benefits is probable, except in the extremely rare circumstances where no reliable estimate can be made.

# 3.13. Changes in Accounting Policies, Estimates and Errors

Preparing the consolidated financial statements in accordance with the International Financial Reporting Standards requires the management to estimate the amount of the assets and liabilities in the consolidated financial statements and make assumption for the possible liabilities and commitments at the balance sheet date. The estimates are revised regularly and thereby necessary adjustments are made and related to the income statement of the relating periods.

#### 3.14. Leases

Assets that are acquired with financial leasing are considered with their realizable values at acquisition date as an asset belonging to the community. The obligation to the lessor will be presented in the balance sheet as financial leasing liability. Financial expenses that emerge from the difference between total financial leasing commitment and realizable value of the asset, will be recorded in the statement of income for the period they occur with allocation of liability per accounting period using fixed interest rate throughout the whole leasing term.

#### 3.15. Related Party Disclosures

The shareholders' of the Community; Indeks Group and its directors and other companies directly or indirectly controlled by Indeks are considered related parties. The transactions with related parties are disclosed in the notes to the consolidated financial statements.

#### 3.16. Segmented Reporting of Financial Information

Due to the reason that the community operates in Turkey and in information technology sector, there is no segmental reporting of financial information exist.

#### 3.17. Construction Contracts

The community does not have any activity related to construction and there exist no construction contracts as of December 31, 2006.

#### 3.18. Discontinuing Operations

The community does not have any discontinuing activity as of December 31, 2006 and as December 31, 2005.

# 3.19. Government Grants and Assistance

Government grants, including non-monetary grants at fair value, shall not be recognized until there is reasonable assurance that the entity will comply with the conditions attaching to them and the grants will be received.

Government grants shall be recognized as income over the periods necessary to match them with the related costs, which they are intended to compensate, on a systematic basis. They shall not be credited directly to shareholders' interests.



#### 3.20. Investment Properties

None.

#### 3.21. Income Taxes

The Community is subject to Corporate Tax. At the rate of 20%, corporate tax is computed over the Community's taxable income. The withholding tax is accounted at the time of divident distribution. (31.12.2005; %30)

#### 3.22. Retirement Pay

According to Turkish Labor Law, employee termination benefit is reflected to financial statements when the termination indemnities are deserved. Total provision reflects the probable present value that will be paid if all employees retire.

#### 3.23. Retirement Benefit Plans

There exists no issue in relation with the retirement benefit plans as of December 31, 2006.

#### 3.24. Agriculture

Due to the business segment the Community is operating, there exist no agricultural transactions as of December 31, 2006.

#### 3.25. Cash Flow Statement

Cash and cash equivalents are stated at fair value in the balance sheet. The cash and cash equivalents comprises cash in hand, bank deposits and highly liquid investments.

# NOTE 4 - CASH AND CASH EQUIVALENTS

Cash and cash equivalents for the periods ended December 31, 2006 and December 31, 2005 are as follows:

	31.12.2006	31.12.2005
Cash	41.049	82.452
Bank	3.737.316	13.634.321
Bank (Time deposits)	5.234.862	
Other Liquid Assets	432.460	3.488.182
Total	9.445.687	17.204.955

#### NOTE 5 - MARKETABLE SECURITIES

Marketable securities for the periods ended December 31, 2006 and December 31, 2005 are as follows:

	31.12.2006	31.12.2005
Financial Assets Ready to Sale	8.701	<b>7</b> 2)
Total	8.701	



#### **NOTE 6 - FINANCIAL LIABILITIES**

Financial liabilities for the periods ended December 31, 2006 and December 31, 2005 are as follows:

#### 31.12.2006

Foreign Currency	Amount in Foreign Currency	Amount in YTL	Interest Rate (%)
USD Loans	30.868.130	43.388.243	5,75 - 7,82
YTL Loans	-	5.056.388	Interest-free - 20,25
TOTAL		48.444.631	

USD 12.923.628 ( YTL 18.165.452 )amount of bank loan consist of long-term bank loans.

#### 31.12.2005

Foreign Currency	Amount in Foreign Currency	Amount in YTL	Interest Rate (%)
USD Loans	16.794.492	22.644.013	5,17-6,25
YTL Loans		1.253.341	Interest-free
TOTAL	A DOMESTIC AND A STATE OF THE S	23.897.354	

The accrued interest partions are added to the principal amount in the financial statements.

# NOTE 7 - TRADE RECEIVABLES AND PAYABLES

Trade receivables for the periods ended December 31, 2006 and December 31, 2005 are as follows:

	31.12.2006		31.12.	2005
	Short Term	Long Term	Short Term	Long Term
Trade Receivables	101.836.120		76.426.470	
Notes Receivable	48.518.894		46.637.011	
Rediscount on Cheques and Notes Receivables (-)	(1.637.802)		(962.926)	
Deposits and guarantees given	90	59.527		15.613
Doubtful Receivables	2.005.914		1.416.508	
Provision for Doubtful Receivables (-)	(2.005.914)		(1.416.508)	
Total	148.717.302	59.527	122.100.555	15.613

Trade payables for the periods ended December 31, 2006 and December 31, 2005 are as follow:

Account Name	31.12.2006	31.12.2005
Trade Payables (Except Group Comp.)	128.205.642	111.320.853
Notes Payables	34.082.010	22.716.046
Rediscount on Notes Payable	(2.103.000)	(1.040.659)
Total	160.184.652	132.996.240



The types and the amounts of the guarantees taken for the receivables for the periods ended December 31, 2006 and December 31, 2005 are as follow:

	31.12.2006		31.12.2005			
	YTL	USD	EURO	YTL	USD	EURO
Guarantee Notes	185.000	291.000	-	85.000	403.000	-
Guarantee Cheques	1.814.000	10.354.500	449.000	1.259.403	9.322.027	59.000
Guarantee Letters	959.000	337.000	10.000	117.000	24.500	
Mortgages	1.155.000	5	:-	1.305.000	11.70	21 <del>5</del>
Total	4.113.000	10.982.500	459.000	2.766.403	9.749.527	59.000

#### NOTE 8 - FINANCE LEASE RECEIVABLES AND PAYABLES

Finance Lease Receivables and Payables for the periods ended December 31, 2006 and December 31, 2005 are as follow:

# **Payables**

Account Name	31.12.2006	31.12.2006	31.12.2005	31.12.2005
	Short Term	Long Term	Short Term	Long Term
Payables due to Financial Lease	12.201	17.716	22.839	1.639
Deferred Financial Lease Borrowing Cost(-)	(1.991)	(1.353)	(2.061)	(188)
Total	10.210	16.363	20.778	1.451

The company has no finance lease receivables as of December 31, 2006 and December 31, 2005.

#### NOTE 9 - TRANSACTIONS WITH RELATED PARTIES

# **Current Period**

Receivables to/from related parties for the periods ended December 31, 2006 and December 31, 2005 are as follows:



# 31.12.2006

# Receivables

# Liabilities

Related Companies	Trade Receivables	Non-Trade Receivables	Trade Payables	Non-Trade Payables
Partners	-	-	=	8.572
Infin Bilgisayar Ticaret A.Ş.	2.506.906	20	3.710.588	12
İnko İletişim ve Dijital Hizmetler A.Ş.	540.207		16.601	12
Despec Bilgisayar Paz. ve Tic. A.Ş.	170	586.637	-	1.847.244
Desbil A.Ş.	8 S#3	-	-	
Inbil A.Ş.		363.022	- 5	
Teklos Teknoloji Lojistik A.Ş.	07.0	3.938.008		
Due to / Receivables From Personnel	958	227.758	v5	44.605
Total	3.047.113	5.115.425	3.727.189	1.900.421

Total Receivables / Total Liabilities	8.162.538	5.627.610
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# 31.12.2005

# Receivables

# Liabilities

1) Related Companies	Trade Receivables	Non-Trade Receivables	Trade Payables	Non-Trade Payables
Partners	140	90.870	<u>"</u>	8.572
İnfin Bilgisayar Ticaret A.Ş.	769.403	-	863.093	
Înko Îletişim ve Dijital Hizmetler A.Ş.	515.939	<u> </u>	41.154	¥
Despec Bilgisayar Paz. ve Tic. A.Ş.	344.751	-	5	166.710
Desbil A.Ş.	-	-	25.409	-
Inbil A.Ş.			375.892	-
Due to / Receivables From Personnel		35.996		63.671
Total	1.630.093	126.866	1.305.548	238.953

Total Receivables / Total Liabilities	1.756.959	1.544.501
Total Necestrables / Total Elabilities	1.100.000	1.077.001



#### NOTE 10 - OTHER RECEIVABLES AND PAYABLES

Other Receivables and Payables for the periods ended December 31, 2006 and December 31, 2005 are as follows:

#### Receivables

Account Name	31.12.2006	31.12.2005
Receivables From Tax Office	2.553	1.972
Total	2.553	1.972

There is no Other Payables for the periods ended December 31, 2006 and December 31, 2005.

#### NOT 11 - LIVE ASSETS

Live Assets is out of the business segment the Community operates in.

#### **NOT 12 - INVENTORIES**

The inventories for the periods ended December 31, 2006 and December 31, 2005 are as follows:

Name of Account	31.12.2006	31.12.2005
Commercial Goods	73.385.009	49.892.700
Other Inventories	524.274	729.398
Provision for decrease in Value of Inventories (-)	(524.274)	(729.398)
Advances Given	15.927.473	13.275.465
Total Inventories	89.312.482	63.168.165

# NOT 13 - RECOGNITION OF CONTRACT REVENUE AND EXPENSES

Due to the business segment the Community is operating, there exist no transactions relating to construction contracts as of December 31, 2006.

#### NOT 14 - DEFERRED TAX ASSETS AND LIABILITIES

# Corporate Tax:

The Community is subject to corporate tax in Turkey. The necessary provisions have been made for estimated tax liabilities as a result of Company's operations in the current period.

The corporate tax, to be accrued over the taxable profit, is calculated by adding undeductible expenses to the accounting profit and deducting investment allowances, income not subject to taxation and the dividends received, from companies located in Turkey, from the accounting profit.

#### **Current Tax Rates:**

Corporate Tax rate to be applied including the profit of the year 2006 is determined as 20% as it came into effect with Corporate Tax Law No. 5520 published in the Official Gazette dated June 21, 2006. (2005: 30 %.)



According to Turkish Tax Law, arisen losses can be carried forward against income for a maximum period of 5 years.

The corporate tax is assessed based on the declaration of the taxpayer. There is not an exact mutual agreement procedure with tax authorities in Turkey. Annual corporate tax returns are submitted to the relating tax offices until the 15<sup>th</sup> of April in the following year. Moreover, the tax authorities have the right to examine the legal books of account within 5 years.

#### Withholding Tax on Income:

In addition to corporate tax, withholding tax must be computed over dividends distributed to other than the resident and non-resident companies in Turkey. The rate of witholding tax had been implemented as 10% as from April 24, 2003. The rate of withholding tax has been determined as 15 % after the cabinet decision No:2006/10731 published in Official Gazette on 23.07.2006

# **Deferred Tax:**

The Community recognizes deferred tax asset and liability arisen from the temporary differences between the official financial statements and the financial statements prepared in accordance with the Series XI, No: 25 "Communiqué on Accounting Standards of Capital Markets" ("communiqué").

These temporary differences generally arise when income or expense is included in accounting profit in one period but included in taxable profit in a different period. Such temporary differences are often described as timing differences. Temporary differences exist between the carrying value and the tax base of income among the periods.

Temporary differences are calculated over the fixed assets (excluding lands), inventories, prepaid expenses, rediscount on receivables, provision for retirement pay, previous years' losses and investment allowances that will be benefited in the future.

The items related to current tax and deferred tax are given as follows.

	31.12.2006		31.12	2.2005
	Accumulated Temporary Differences	Deferred Tax Receivables / (Payables)	Accumulated Temporary Differences	Deferred Tax Receivables / (Payables)
Fixed Assets	1.131.766	(226.353)	1.370.495	(411.149)
Rediscount Expenses	1.637.802	327.560	962.926	288.878
Provision for Severance Pay	530.921	106.184	477.449	143.235
Rediscount Income	2.103.000	(420.600)	1.014.688	(304.406)
Provision for decrease in Value of Inventories	524.274	104.855	729.398	218.819
Other	154.612	30.922	595.802	178.741
Total Deferred Tax Receivables / (Payables)		(77.432)		114.118

31.12.2005 Deferred	114.118
Deferred Tax Expense	(191.550)
31.12.2006 Deferred Tax Receivable/(Payable)	(77.432)



# NOTE 15 - OTHER CURRENT/NON CURRENT ASSETS AND SHORT/LONG TERM LIABILITIES

# Other Current Assets (Short Term)

The other current assets for the periods ended December 31, 2006 and December 31, 2005 are as follows:

Account Name	31.12.2006	31.12.2005	
Prepaid Expenses for Future Months	132.771	297.653	
Income Accruals	10.949.309	8.019.176	
Deferred VAT	8.381.496	6.071.380	
Prepaid Taxes	1.506.221	1.798.214	
Personnel Advances	6.948	15.746	
Job Advances	101.206	36.529	
Other	-	38.377	
Total	21.077.951	16.277.075	

# Other Non-Current Assets (Long Term)

The other non-current assets for the periods ended December 31, 2006 and December 31, 2005 are as follows:

Account Name	31.12.2006	31.12.2005	
Prepaid Expenses For The Following Years		6.544	
Total	-	6.544	

# Other Liabilities

Account Name	31.12.2006	31.12.2005
Taxes and Funds Payable	2.844.596	3.470.580
Prepaid Sales for Future Months	1.679.890	1.225.945
Other	361.942	366.605
Total	4.886.428	5.063.130

# **NOTE 16 - FINANCIAL ASSETS**

The financial assets for the periods ended December 31, 2006 and December 31, 2005 are as follows:

# 31.12.2006

Company	Field Of Operations	Capital	Share Ratio	Share Amount
İnfin Bilgisayar Ticaret A.Ş.	Purchasing and Selling Computer and equipment (Export-Import)	50.000	99,80	62.419
Înko Îletişim ve Dij. Hizm San.Tic. A.Ş.	Telecommunication	150.000	69,87	123.314
Teklos Teknoloji Lojistik A.Ş.	Lojistics (Nonoperating)	3.000.000	99,99	18.639.894
Total				18.825.627



# 31.12.2005

Company	Field Of Operations	Capital	Share Ratio	Share Amount
İnfin Bilgisayar Ticaret A.Ş.	Purchasing and Selling Computer and equipment (Export-Import)	50.000	99,80	62.419
İnko İletişim ve Dij. Hizm San.Tic. A.Ş.	Telecommunication	150.000	69,87	123.314
Total				185.733

#### NOTE 17 - POSITIVE/NEGATIVE GOODWILL

#### **Positive Goodwill**

Subsidiary	31.12.2006	31.12.2005	
Datagate	2.926.864	5.154.289	
Neteks	557.329	557.329	
Total	3.484.193	5.711.618	

#### **NOTE 18 - INVESTMENT PROPERTIES**

The community has no investment properties as of December 31, 2006 and December 31, 2005.

# NOTE 19 - TANGIBLE FIXED ASSETS

The net values of tangible fixed assets for the periods ended December 31, 2006 and December 31, 2005 are given below.

# **Current Value**

Account Name	31.12.2005	Purchase	Sale	31.12.2006
Lands	1.511.183	-	-	1.511.183
Buildings	398.329			398.329
Machinery, Plants&Equipments	32.394	32.399	0.73	64.793
Motor Vehicles	1.492.162	56.878	356.177	1.192.863
Furniture & Fixtures	3.089.938	150.469	742	3.239.665
Other Tangible Fixed Assets	128.372	_	72	128.372
Total	6.652.378	239.746	356.919	6.535.205

# **Accumulated Depreciation**

Account Name	31.12.2005	Period Depreciation	Disposals	31.12.2006
Lands	-		-	
Buildings	34.969	7.966	-	42.935
Machinery, Plants&Equipments	4.845	4.409	-	9.254
Motor Vehicles	793.190	129.736	306.965	615.961
Furniture & Fixtures	2.042.928	205.579	-	2.248.507
Other Tangible Fixed Assets	:=	-	-	-
Total	2.875.932	347.690	306.965	2.916.657
Net Value	3.776.446	*		3.618.548



As of December 31, 2006 the company has a limited time usufruct right on the building located at Gürsel St.28 Nisan St.No: 2. The land of the building is owned by one of the partner, whom is Nevres Erol Bilecik.

The usufruct right of the building started on October 20, 2000 and will end on February, 01, 2007 for YTL. 425.321 also registered in the Title Dead Registry.

#### NOTE 20 - INTANGIBLE FIXED ASSETS

The net values of intangible fixed assets for the periods ended December 31, 2006 and December 31, 2005 are given below.

# **Current Value**

Account Name	31.12.2005	Purchase	Sale	31.12.2006
Rights	11.027	2.651	-	13.678
Leasehold Improvements	2.594.048	10.924	516.437	2.088.535
Other Intangible Fixed Assets	492.066	4.160	-	496.226
Total	3.097.141	17.735	516.437	2.598.439

# **Accumulated Depreciation**

Account Name	31.12.2005	Period Depreciation	Disposals	31.12.2006
Rights	11.027	133	The Court of the C	11.160
Leasehold Improvements	1.503.141	245.535	123.181	1.625.495
Other Intangible Fixed Assets	319.192	46.001	- 5	365.193
Total	1.833.360	291.669	123.181	2.001.848
Net Value	1.263.781		-	596.591

#### NOTE 21 - ADVANCES RECEIVED

The advances received for the periods ended December 31, 2006 and December 31, 2005 are as follows:

Advances Received	31.12.2006	<b>31.12.2005</b> 1.209.887	
Advances Received	650.612		
Total	650.612	1.209.887	

# NOTE 22 - PENSIONS AND OTHER BENEFIT PLANS

The community has no pension and other benefit plans as of December 31, 2006 and December 31, 2005.

#### NOTE 23 - PROVISION FOR EXPENSES AND LIABILITIES

The provision for expenses and liabilities for the periods ended December 31, 2006 and December 31, 2005 are as follows:



Short Term	31.12.2006	31.12.2005	
Provision for Taxes	1.809.343	2.876.379	
Provision for Lawsuit	154.612	218.123	
Other	1.102.325	772.885	
Total	3.066.280	3.867.387	

Long Term	31.12.2006	31.12.2005
Provision for Termination Indemnities	530.921	477.449
Total	530.921	477.449

# Retirement Pay Provision:

According to Turkish Labor Law, community has to pay termination benefit to employees who worked more than one year and whose employment agreement has been terminated or whose retired, who deserves retirement right (for women at 58 years old, for men at 60 years old) after completing 25 working years (20 years for women), and also for the ones called for military service or died.

The termination benefit payable is amounted of to one-month salary per year. This amount is limited to YTL 1.857,44 (31.12.2005 YTL 1.727,15) for December 31, 2006.

Since there is no legal obligation for funding the termination benefit liability, there exists no special fund shown in the financial tables.

A convenient discount rate and inflation expectation must be determined to obtain a real discount as a result of offsetting them. And this discount rate should be used in the calculation of bringing termination indemnities payable in the future to present value.

The estimated value of the termination indemnities, which will be not paid due to the voluntary leaves, should also be taken into consideration.

As a result; as of December 31, 2006, termination indemnities, amounting to **YTL 530.921** (31.12.2005: **YTL 447.449**), was calculated by estimating the present value of the liability and therefore; retirement pay provision was made and reflected to consolidated financial statements. While calculation of termination indemnities, inflation rate was determined as 5,71 % (2005; %5,45).

The movement of Employee Termination Benefit is as follows;

	31.12.2006
As of January 1, 2006	477.449
Employee Termination Benefit Expense For The Period	53.472
As of December 31, 2006	530.921

#### NOTE 24 - MINORITY SHAREHOLDERS EQUITY

The minority shareholders equity for the periods ended December 31, 2006 and December 31, 2005 are as follows:

Account Name	31.12.2006	31.12.2005	
Minority Shareholders Equity	5.938.299	1.019.090	
Total	5.938.299	1.019.090	



#### NOTE 25 - SHARE CAPITAL / ELIMINATION ADJUSTMENTS

The share capital of the Company is YTL.-55.000.000 as of December 31,2006 and the share capital of the Company is YTL.-45.000.000 as of December 31,2005

The Company accepts the Registered Share capital System with the 17.03.2005 dated and 11/327 numbered permission of Capital Market Board and determined the Registered Share Capital ceiling YTL 75.000.000. The decision accepted 2004 Period Regular Meeting of the company-dated 27.04.2005

In the audited consolidated financial statements of the company which are prepoved in accordanca with the CMB Communiqué Series:XI No:25, the consolidated profit is YTL 11.619.812 of which YTL 9.179.430 belongs to Indeks Bilgisayar Sistemleri Müh. San Tic.A.Ş. In the ordinar meeting of the company held on April 28,2006, it has been decided to reserve YTL 478.727 (in the with the local legislation.) from the net 2005 year profit after tax, which is YTL 9.179.430. The remaining net distributable period profit which is YTL 8.178.703 and YTL 1.281.297 of the Extraordinary eserves which is YTL 1.731.052 are added to capital. The capital is increased from YTL 45.000.000 to YTL 55.000.000 and then total increased amount of YTL 10.000.000. is distributed as bonus shares.

By reason of, in registered capital ceiling capital is increased from YTL 45.000.000 to YTL 55.000.000-by YTL 8.718.703 from 2005 year profit and YTL 1.281.297 from extraordinary reserves-, the issued shares are registered on 23.05.2006 by Capital Markets Board.

The paid capital of the company, which is YTL **55.000.000**, consists of 100 units A group shares issued to the name as paid-in capital is YTL 312, each worth 1 YTL and YTL **54.999.688** unit B group issued to the bear share each worth 1 YTL. A group of shareholders have the rights to appoint one more of the half member of the Executive Board. After the initial dividend is given from the distribution of profit, a group Shareholders has also the rights to get % 5 of the remaining part.

The share capital shown in the consolidated balance sheet is the share capital of the Company. The amounts of share capital of the subsidiaries and the subsidiary account are eliminated mutually.

As of 31.12.2006 and 31.12.2005 the Shareholders are list	sted below:
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	31.12.2006		31.12.2005	
Associate Name	Share Amount	Share Ratio	Share Amount	Share Ratio
Nevres Erol Bilecik	21.977.657	%39,96	17.981.719	%39,96
Pouliadis and Associates S.A.	19.555.563	%35,56	16.000.006	%35,56
Public Offering	10.937.825	%19,89	8.949.130	%19,89
Other	2.528.955	%4,59	2.069.145	%4,59
TOTAL	55.000.000	%100	45.000.000	%100

# NOTE 26 - CAPITAL RESERVES

As a result of adjusting the consolidated financial statements for inflation, the items in shareholders' equity such as share capital, emission premiums, legal reserves, other distributable reserves, special reserves and extraordinary reserves are shown in the balance sheet at historical values in accordance with the Communiqué No. XI, 25. The adjustment differences of these items are shown aggregately in "Shareholders' Equity Inflation Adjustment Differences Account".

Shareholders' Equity Inflation Adjustment Differences will be only used when bonus issuing or deducting the previous years' losses whereas the extraordinary reserves' historical value will be used only when bonus issuing, dividend distribution or deducting previous years' losses.



As at December 31, 2006 and December 31, 2005, the Statements of Shareholders' Equity, prepared in accordance with the Communiqué No. XI, 25, for dividend distribution regarding the issues mentioned above are as follows.

	31.12.2006	31.12.2005
Capital	55.000.000	45.000.000
Share Premiums		1
Legal Reserves	1.683.765	1.205.038
Extraordinary Reserves	826.864	1.731.052
Inflation Adjustment Differences of Shareholders' Equity	887.091	887.091
Net Profit for the Period	12.391.995	11.619.812
Retained Earnings	3.088.546	1.043.273
Total Capital	73.878.261	61.486.266

	Historical Value	Adjusted Value	Inflation Adjustment Differences
Capital	55.000.000	66.402.770	11.402.770
Legal Reserves	1.683.765	2.329.744	645.979
Extraordinary Reserves	826.864	1.661.606	834.742
Emission Premiums		447.931	447.931
Retained Earnings	1.043.273	1.043.273	
Total	58.553.902	71.885.324	13.331.422
Added to Capital	200 - 20 - 10 - 10 - 10 - 10 - 10 - 10 -		(12.444.331)
Inflation Adjustment Differences		S-50 8	887.091

# **NOTE 27 - RETAINED EARNINGS**

The legal reserves consist of first and second legal reserves, appropriated in accordance with the Turkish Commercial Code (TCC). The TCC stipulates that the first legal reserve is appropriated out of historical statutory profits at the rate of 5% per annum, until the total reserve reaches 20% of the Community's historical paid-in share capital. The second legal reserve is appropriated at the rate of 10% per annum of all cash distributions in excess of 5% of the historical paid-in share capital. Under TCC, the legal reserves are not available for distribution unless they exceed 50% of the historical paid-in share capital but may be used to offset losses in the event that historical general reserve is exhausted.

Per Turkish Commercial Code, the statutory accumulated profits and statutory current year profit are available for distribution subject to the reserve requirements referred to above. However, Communiqué XI-25 "Communiqué related with Accounting Standards on Capital Market" issued by the Capital Market Board on November 15, 2003 stipulates that beginning from 2003 income, profit distributions will be based on net income shown in the consolidated financial statements prepared in accordance with International Financial Reporting Standards.

The total amount of legal reserves of the Company as at December 31, 2005 is YTL **1.731.052** and at December 31, 2004 reserves are **YTL 1.205.038**. **YTL 1.281.297** extraordinary reserve was added to capital. The Company has added **YTL 337.109** to extraordinary reserves and YTL 487.227 to legal reserves from 2005 profit at 2006. Oficial reserves of the Company is **YTL 1.683.765** and contingent account is **YTL 826.864** as of 31.12.2006.



#### NOTE 28 - PREVIOUS YEARS' PROFIT AND LOSSES

"In accordance with the Communiqué No. XI-25, Sec.15, Article. 399, the amount arisen from restating consolidated financial statements and accounted in "previous years' losses" is deducted from the distributable profit amount determined according to the restated consolidated financial statements under CMB's regulations. Besides, the amount accounted in Previous Years' Losses Account is deductible from the profit for the period and retained earnings, if any, and the balance undeducted amount can be deducted extraordinary reserve, legal reserves and the capital reserves arisen from inflation adjustments.

Listed companies distribute dividend in accordance with the CMB regulations.

Effective from January 1, 2004, in accordance with the communique Series: XI, No.25, at least 30% of the distributable profit must be distributed regarding the profit for the year 2004 determined referring to the consolidated financial statements prepared. Dividend distribution based on the General Assembly's resolution can be made either by cash, bonus issues or cash and bonus shares in part provided that the distributable amount will not be less than 30 % of the distributable profit. Profit in 2006 of %30 minimal distribution rate has been decided to apply %20 according to 2/53 numbered judgment dated 18.01.2007 for Capital markets Board.

The retained earnings of the Company as at December 31,2005 are YTL 1.043.273 and at December 31,2005 are YTL 3.088.546.

# NOTE 29 - FOREIGN CURRENCY POSITION

The foreign currency position risk of the Company as at December 31, 2006 and December 31, 2005 is given as follows:

31.12.2006

	USD		EUI	RO	GBP	
	Currency	YTL	Currency	YTL	Currency	YTL
Cash	19.320	27.156	1.190	2.203	_	-
Bank	1.304.342	1.833.384	420.586	778.715	32	89
Receivables	54.711.802	76.902.908	2.950.599	5.463.034	-	-
Notes Receivables	29.053.473	40.837.561	1.631.342	3.020.429	' <del>-</del>	-
Receivables from Shareholders	-	-	-	-		-
Receivables from Related Parties	1.852.997	2.604.573	200.675	371.550		15
Advances Given	9.224.394	12.965.808	675.967	1.251.553	-	-
Other Current Assets	7.095.143	9.972.933	42.241	78.209	-	-
Bank Loans	30.868.130	43.388.244		4	-	-
Other Short-term Financial Liabilities	7.264	10.210	-	1050	13	ं
Suppliers	74.801.341	105.140.765	4.786.716	8.862.606	-	-
Notes Payables	9.861.794	13.861.738	940.639	1.741.593	13 <del>-</del>	19-
Payables to Related Parties	1.373.274	1.930.275	3.645	6.749	-	-
Other Liabilities	1.950	2.741	974	(77)	-	07
Advances Taken	106.491	149.683	3.125	5.786		- 1
Other Long-term Financial Liabilities	11.460	16.108		-	-	7-
Assesment of Expenditure	690.376	970.393	-	-	14	1/2



# 31.12.2005

	USD		EURO		GBP	Ŗ.
	Currency	YTL	Currency	YTL	Currency	YTL
Cash	36.760	49.325	2.715	4.310		-
Bank	6.806.763	9.133.314	312.757	496.501	340	786
Receivables	42.232.663	56.667.788	1.417.362	2.250.062	-	-
Notes Receivables	30.694.880	41.186.390	1.061.889	1.685.749	_	-
Receivables from Shareholders	67.722	90.870				-
Receivables from Related Parties	948.298	1.272.426	-	-	-	-
Advances Given	8.834.021	11.853.490	603.405	957.905	-	-
Other Current Assets	5.434.304	7.291.749	-	-		-
Bank Loans	16.794.492	22.644.013				
Other Short-term Financial Liabilities	9.264	12.491	-		-	-
Suppliers	72.488.379	97.736.082	4.946.555	7.890.745	-	
Notes Payables	8.451.289	11.394.873	2.138.374	3.411.135	-	-
Payables to Related Parties	424.094	569.050	195.822	310.867	<u></u>	12
Other Liabilities	199.480	268.958	190	303	-	17
Advances Taken	679.035	915.542	-	-	-	-
Other Long-term Financial Liabilities	887	1.196	-	9 <del>-</del>	_	-
Assesment of Expenditure	75.571	101.892	1 12	1-	-	-

# Foreign Currency Position:

# 31.12.2006

	USD	EURO	GBP
Receivables	103.261.471	5.922.600	32
Payables	117.722.080	5.734.125	-
Net Foreign Currency Position	(14.460.609)	188.475	32

#### 31.12.2005

55 SACULE	USD	EURO	GBP
Receivables	95.055.411	3.398.128	340
Payables	99.122.492	7.280.941	-
Net Foreign Currency Position	(4.067.081)	(3.882.813)	340

# NOTE 30 - GOVERNMENT GRANTS AND ASSISTANCE

None.



# NOTE 31 - PROVISIONS, CONTINGENT LIABILITIES AND CONTINGENT ASSETS

#### 31.12.2006

As of 31.12.2006, there exist 6 lawsuits demanding compensation opened against Indeks Bilgisayar Sistemleri Mühendislik Sanayi ve Ticaret A.Ş., 1 lawsuits demanding compensation opened against Datagate Bilgisayar Malzemeleri A.Ş. and 1 lawsuit demanding compensation opened against Neteks İletişim Ürünleri Dağıtım A.Ş. amounting to **YTL 154.612** in total. For all amounts of these lawsuits, the Company made provision at their relevant periods.

#### 31.12.2005

As of 31.12.2005, there exist 6 lawsuits demanding compensation opened against Indeks Bilgisayar Sistemleri Mühendislik Sanayi ve Ticaret A.Ş., 2 lawsuits demanding compensation opened against Datagate Bilgisayar Malzemeleri A.Ş. and 1 lawsuit demanding compensation opened against Neteks İletişim Ürünleri Dağıtım A.Ş. amounting to YTL 218.123 in total. For all amounts of these lawsuits, the Company made provision at their relevant periods.

# INSURANCE COVERAGE ON ASSETS;

#### 31.12.2006

As of 31.12.2006, total insurance coverage on assets YTL 191.035 and USD 51.224385.

#### 31.12.2005

As of 31.12.2005, total insurance coverage on assets YTL 2.417.532 and USD 34.887.700.

#### The total amounts of commitments not shown in the liabilities in the balance sheet are as follows:

#### 31,12,2006

	YTL	USD	EURO
Bailment Given	1.310.000	5.763.612	800.000
Guarantee Letters Given	2.526.550	8.364.000	4.100.000
Guarantee Notes and Cheques Given	15.000	-	-
TOTAL	3.851.550	14.127.612	4.900.000

#### 31.12.2005

	YTL	USD	EURO
Bailment Given	1.310.000	6.997.920	
Guarantee Letters Given	3.401.190	13.737.612	2.600.000
Guarantee Notes and Cheques Given	15.000	1.000.000	-
TOTAL	4.726.190	21.735.532	2.600.000

#### Mortgages and Guarantees on Assets:

There exists no mortgage or guarantee on assets for the periods ended December 31, 2006 and December 31, 2005.

#### NOTE 32 - MERGERS

There occurred no merger as of December 31, 2006 and December 31, 2005.



#### NOTE 33 - SEGMENT REPORTING

Due to The company and its associates operates in only information technology products field financial informations is not reported according to segmentations. Company's sale quantities are shown below:

Product	01.01.2006-31.12.2006	01.01.2005- 31.12.2005	Change Rate
Computer	183.673 item	142.357 item	% 29
Printer	370.819 item	314.644 item	% 18
Other	4.134.429 item	3.171.595 item	% 30

# **NOTE 34 - SUBSEQUENT EVENTS**

None.

# **NOTE 35 - DISCONTINUING OPERATIONS**

There exist no discontinuing operations of the Company as of the balance sheet date.

# NOTE 36 - OPERATING INCOME

SALES	01.01.2006 — 31.12.2006	01.01.2005 — 31.12.2005
Domestic Sales	859.920.024	699.761.005
Export Sales	45.885.358	45.497.848
Other Sales	55.392.136	48.954.730
Discounts	(59.419.239)	(35.579.247)
Net Sales	901.778.279	758.634.336
Cost of Sales	(847.225.073)	(712.559.476)
Gross Profit	54.553.206	46.074.860

# **NOTE 37 - OPERATING EXPENSES**

Account Name	01.01.2006 – 31.12.2006	01.01.2005 — 31.12.2005
Sales and Marketing Expenses	17.740.834	12.889.017
Personnel Expenses	7.226.153	5.995.879
Advertising and Promotion Expenses	3.863.245	1.932.809
Transportation Charges	2.856.763	2.203.845
Rent Expenses	396.605	205.363
Amortization and Depreciation Expenses	506.722	253.433
Travel Expenses	177.295	184.884
Other	2.714.051	2.112.804
General Administrative Expenses	10.064.760	8.166.789
Personnel Expenses	5.493.500	4.944.890
Consultancy and Audit Expenses Fees	348.977	313.010
Amortization and Depreciation	261.208	397.494



Expenses		
Rent Expenses	609.481	621.446
Advertising and Promotion Expenses	405.145	48.941
Communication Expenses	378.304	219.645
Transportation Expenses	220.952	163.571
Travel Expenses	158.279	187.960
Other	2.188.914	1.269.832
Total Operating Expenses	27.805.594	21.055.806

# NOTE 38 - INCOME/(EXPENSE) AND PROFIT/(LOSS) FROM OTHER OPERATIONS

Other income:	01.01.2006 - 31.12.2006	01.01.2005 - 31.12.2005
Foreign Exchange Gains	11.107.424	5.704.190
Interest On Overdue Accounts	9.480.549	6.614.429
Rediscount Income for the Period	2.138.705	1.040.426
Rediscount canceling of previous period	935.429	751.461
Provisions no longer required	534.816	161.088
Interest income	972.879	557.401
Other	899.437	145.240
Total Other Income:	26.069.239	14.974.235
Other Expenses:		203.5
Interest Eliminated from Current Period Sales Cost	10.052.961	5.644.829
Foreign Exchange Expenses	13.025.779	8.149.126
Rediscount Expense for the Period	1.663.647	971.134
Rediscount canceling of previous period	1.014.550	628.955
Other	528.320	876.176
Total Other Expenses:	26.285.257	16.270.220
Other Incomes/(expenses) -net	(216.018)	(1.295.985)

# **NOTE 39 - FINANCIAL EXPENSES**

Financial Expenses	01.01.2006 - 31.12.2006	01.01.2005 - 31.12.2005
Foreign Exchange Expenses	821.250	4.847.688
Interest Expenses and Bank Expenditures	10.425.933	4.077.070
Total Financial Expenses	11.247.183	8.924.758



# NOTE 40 - PROFIT/(LOSS) ON NET MONETARY POSITION

Due to the announcement, dated March 17, 2005, made by Capital Market Board, the inflation accounting has been no longer effective from January 1, 2005. Since inflation accounting has not been applied from January 1, 2005, referred to the mentioned announcement by CMP, there exists no monetary gain or loss as at December 31, 2006.

# NOTE 41 - TAXES

As of December 31, 2006 The Company's the provision for current corporate tax is YTL 2.000.892. The provision for current corporate tax and deferred tax is mentioned in Note 14.

	31 Aralık2006	31 Aralık2005
Tax Expense for the Period	(1.809.343)	(2.876.379)
Deferred Tax Income/ Expense	(191.549)	109.940
Total	(2.000.892)	(2.766.439)

#### **NOTE 42 – NET EARNINGS PER SHARE**

	31 Aralık 2006	31 Aralık 2005
Net Profit For The Period	12.391.995	11.619.812
Weighted Average Number of Common Shares With A Nominal Value of YTL 1	50.698.630	34.265.205
Basic Earnings Per Share Pay	%24,44	%33,91

# NOTE 43 - CASH FLOW STATEMENT

The cash flow statement was presented as an integral part of the consolidated financial statements.

#### NOTE 44 - OTHER SIGNIFICANT ISSUES

There exist no significant issues affecting the consolidated financial statements.

