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

CONSOLIDATED FINANCIAL STATEMENTS AND INDEPENDENT AUDITOR'S REPORT FOR THE PERIOD ENDED 31.12.2007

### INDEKS BİLGİSAYAR SISTEMLERİ MÜHENDİSLİK SANAYİ VE TİCARET A.Ş. NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS as of 31.12.2007

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VE BAĞIMSIZ DENETİM HİZMETLERİ A.Ş.

INDEKS BILGISAYAR SISTEMLERI MÜHENDISLIK SANAYI TİCARET ANONIM ŞIRKETI FINANCIAL STATEMENTS AND INDEPENDENT AUDITOR'S REPORT FOR THE PERIOD ENDED DECEMBER 31, 2007

## TO THE BOARD OF DIRECTORS OF INDEKS BILGISAYAR SISTEMLERI MÜHENDISLIK SANAYI TICARET ANONIM ŞIRKETI;

We have audited the accompanying financial statements of **İndeks Bilgisayar Sistemleri Mühendislik Sanayi ve Ticaret Anonim Şirketi** ("the Company"), which comprise the balance sheet as at December 31, 2007 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, 2007 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 17, 2008)

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

YEMÎNLÎ MÛŞ VÎNEÎR VE BAĞINDIZ DENETÎM HÎZMETLERÎ A.Ş.

Dr. Hakkı DEDE Certified Public Accountant





| CONSOLIDATED BALANCE SHEET                 |         | Currrent Period | Previous Period |
|--|---------|-----------------|-----------------|
| ASSETS                                     | Notes   | Audited         | Audited         |
|  |         | 31.12.2007      | 31.12.2006      |
| Current Assets                             |         | 317.335.596     | 276.727.213     |
| Cash and Cash Equivalents                  | Note:4  | 7.133.364       | 9.445.687       |
| Marketable Securities (Net)                | Note:5  | 33              | 8.701           |
| Trade Receivables (Net)                    | Note:7  | 179.077.330     | 148.717.302     |
| Financial Leasing Receivables (Net)        | Note:8  | -               | -               |
| Due from Related Parties (Net)             | Note:9  | 3.196.204       | 8.162.538       |
| Other Receivables (Net)                    | Note:10 | 2.557           | 2.553           |
| Biological Assets (Net)                    | Note:11 | -               | -               |
| Inventories (Net)                          | Note:12 | 101.377.075     | 89.312.482      |
| Receivables from Contact in Progress (Net) | Note:13 | -               | -               |
| Deferred Tax Assets                        | Note:14 | -               | -               |
| Other Current Assets                       | Note:15 | 26.549.033      | 21.077.951      |
| Non- Current Assets                        |         | 31.573.444      | 26.584.486      |
| Trade Receivables (Net)                    | Note:7  | 359.504         | 59.527          |
| Financial Leasing Receivables (Net)        | Note:8  | -               | -               |
| Due from Related Parties (Net)             | Note:9  | -               | -               |
| Other Receivables (Net)                    | Not:10  | -               | -               |
| Financial Instruments (Net)                | Not:16  | 188.208         | 18.825.627      |
| Positive / (Negative) Goodwill (Net)       | Not:17  | 19.785.570      | 3.484.193       |
| Fixed Assets Investments (Net)             | Not:18  | -               | -               |
| Tangible Assets (Net)                      | Not:19  | 10.527.251      | 3.618.548       |
| Intangible Assets (Net)                    | Not:20  | 225.661         | 596.591         |
| Deferred Tax Assets                        | Not:14  | 482.046         | -               |
| Other Non-Current Asstes                   | Not:15  | 5.204           | -               |
| Total Assets                               |         | 348.909.040     | 303.311.699     |



| CONSOLIDATED BALANCE SHEET                               |          | Current Period | Previous period |
|--|----------|----------------|-----------------|
|  | Notes    | Audited        | Audited         |
|  |          | 31.12.2007     | 31.12.2006      |
| LIABILITIES  |          | 255.751.472    | 223.495.139     |
| Short Term Liabilities                                   |          | 244.801.683    | 204.704.971     |
| Financial Liabilities (Net)                              | Note:6   | 28.758.174     | 30.279.179      |
| Financial Leasing Payables (Net)                         | Note:8   | 501.567        | 10.210          |
| Trade Payables (Net)                                     | Note:7   | 195.743.686    | 160.184.652     |
| Due to Related Parties (Net)                             | Note:9   | 6.438.405      | 5.627.610       |
| Other Financial Liabilities (Net)                        | Note:10  | -              | -               |
| Advances Taken   | Note:21  | 2.329.411      | 650.612         |
| Advances Received for Contract In-Progress               | Note:13  | -              | -               |
| Provision for Expenses and Liabilities                   | Note:23  | 4.706.210      | 3.066.280       |
| Deferred Tax Liabilities                                 | Note:14  | -              | -               |
| Other Liabilities (Net)                                  | Note:15  | 6.324.230      | 4.886.428       |
| Long Term Liabilities                                    |          | 10.949.789     | 18.790.168      |
| Financail Liabilities                                    | Note:6   | 10.039.249     | 18.165.452      |
| Financial Leasing Payables                               | Note:8   | 415.226        | 16.363          |
| Trade Payables   | Note:7   | _              | -               |
| Due to Related Parties                                   | Note:9   | -              | -               |
| Other Financial Liabilities (Net)                        | Note: 10 | -              | -               |
| Advances Taken   | Note:21  | -              | -               |
| Provision for Expenses and Liabilities                   | Note:23  | 495.314        | 530.921         |
| Deferred Tax Liabilities                                 | Note:14  | -              | 77.432          |
| Other Liabilities  | Note:15  | -              | -               |
| MINORITY SHAREHOLDERS EQUITY                             | Note:24  | 6.936.282      | 5.938.299       |
| SHAREHOLDERS' EQUITY                                     |          | 86.221.286     | 73.878.261      |
| Capital  | Note:25  | 56.000.000     | 55.000.000      |
| Reclassification Adjustments                             | Note:25  | -              | -               |
| Capital Reserves   | Note:26  | 887.091        | 887.091         |
| Share Premiums   |          | -              | -               |
| Profit from Invalidation of Share                        |          | -              | -               |
| Fixed Assets Revaluation Fund                            |          | -              | -               |
| Financial Assets Revaluation Funds                       |          | -              | -               |
| Inflation Adjustment Differences of Shareholders' Equity |          | 887.091        | 887.091         |
| Accumulated Profit / Loss and Legal Reserves             | Note:27  | 12.037.029     | 2.510.629       |
| Legal Reserves   |          | 2.294.482      | 1.683.765       |
| Statutory Reserves                                       |          | -              | -               |
| Extraordinary Resreves                                   |          | 8.595.497      | 826.864         |
| Special Reserves   |          | -              | -               |
| Income From Sales of Subsidiary Shares and Fixed Assets  |          | 1.147.050      | _               |
| Held for Adding to Sharecapital                          |          | 1.147.030      |                 |
| Foreign Currency Exchange Differences                    |          | -              | -               |
| Net Profit / (Loss) of the Period                        | Note:26  | 12.649.226     | 12.391.995      |
| Income / (Loss) From Previous Period                     | Note:28  | 4.647.940      | 3.088.546       |
| Total Liabilities  |          | 348.909.040    | 303.311.699     |



| CONSOLIDATED INCOME STATEMENT                         |         | Current Period | Previous Period |
|---|---------|----------------|-----------------|
|   | Notes   | Audited        | Audited         |
|   |         | 01.01.2007     | 01.01.2006      |
|   |         | 31.12.2007     | 31.12.2006      |
| OPERATING INCOME                                      |         |                |                 |
| Sales Income (net)                                    | Note:36 | 1.022.919.076  | 901.778.279     |
| Cost of Sales (-)                                     | Note:36 | (969.780.842)  | (847.225.073)   |
| Other Operating Income / interest+dividend+rent (net) |         | -              | -               |
| GROSS PROFUT / (LOSS)                                 |         | 53.138.234     | 54.553.206      |
| Operating Expenses (-)                                | Note:37 | (27.965.812)   | (27.805.594)    |
| NET OPERATION PROFIT / (LOSS)                         |         | 25.172.422     | 26.747.612      |
| Income and Profit From Other Operations               | Note:38 | 28.793.633     | 26.069.239      |
| Expense and Loss From Other Operations (-)            | Note:38 | (25.813.143)   | (26.285.257)    |
| Financial Expenses (-)                                | Note:39 | (13.029.900)   | (11.247.183)    |
| PROFIT / (LOSS)                                       |         | 15.123.012     | 15.284.410      |
| Profit / (Loss) on Net Monetary Position              | Note:40 | -              | -               |
| MINORITY SHAREHOLDERS EQUITY                          | Note:24 | (816.418)      | (891.523)       |
| PROFIT / (LOSS) BEFORE TAX                            |         | 14.306.594     | 14.392.887      |
| Taxes   | Note:41 | (1.657.368)    | (2.000.892)     |
| NET PROFIT / (LOSS) FOR THE PERIOD                    |         | 12.649.226     | 12.391.995      |
| EARNING PER SHARE                                     | Note:42 | 22,79          | 24,44           |



| CONSOLIDATED CASH FLOW STATEMENT                                 | Notes            | Current Period<br>Audited<br>31.12.2007 | Previous Period<br>Audited<br>31.12.2006 |
|--|------------------|---|--|
| A) CASH FLOWS FROM OPERATING ACTIVITIES                          | Hotes            | 31.12.2007                              | 31.12.2000                               |
| Net profit Adjustments:  |                  | 12.649.226                              | 12.391.995                               |
| Depreciation (+)   | Note:19          | 1.071.964                               | 639.359                                  |
| Increase in Provision for Termination Indemnity (+)              | Note:23          | (35.607)                                | 53.472                                   |
| Rediscount on Receivables (+)                                    | Note:7           | 32.898                                  | 674.876                                  |
| Provision for Doubtful Receivables for Current Period (+)        | Note:7           | 127.997                                 | 589.406                                  |
| Provision for no Longer Required Doubtful Receivables (-)        |                  | -                                       | -  |
| Provision for Decrease in Value of Inventories (+)               | Note:12          | 378.869                                 | (205.124)                                |
| Rediscount on Payables (-)                                       | Note:7           | 280.797                                 | (1.062.342)                              |
| Provision for Decrease in Value of Affiliates(-)                 | Note:16          | -                                       | -  |
| Exchange Loss (+)  | ,,,,,,,,,        | •                                       | _  |
| Earning from Marketable Securities and Long Term Investments (-) |                  | _                                       | _  |
| Operational Income Before Changes in Working Capital             |                  |   |  |
| (+)  |                  | 14.506.143                              | 13.081.642                               |
|  | Note:7           |   |  |
| Net Increase in Trade Receivables and Other Receivables(-)       | Note:9           |   |  |
|  | Note:10          | (25.854.571)                            | (34.331.103)                             |
| Net Decrease in Inventories (+)                                  | Note:12          | (12.443.462)                            | (25.939.193)                             |
| Increase in Securities for Trading Purposes (-)                  | Note:5           | 8.668                                   | (8.701)                                  |
| Net Decrease in Trade Payables and Other Payables (-)            | Note:7<br>Note:9 | 37.767.831                              | 31.774.586                               |
| Cash Inflow Provided/(Used) From Operating Activities (+)        |                  | -                                       | -  |
| Interest Paid (-)  |                  | -                                       | -  |
| Tax Paid (-)   |                  | -                                       | -  |
| Other Increase / (Decrease) in Share Capital (+)/(-)             |                  | 2.788.516                               | 1.570.388                                |
| Net Cash inflow provided/ (Used) From Operating                  |                  |   |  |
| Activities:  |                  | 16.773.124                              | (13.852.381)                             |
| B) CASH FLOW FROM INVESTMENTS ACTIVITIES                         |                  |   |  |
| Intangible Fixed Assets Purchases (-)                            | Note:16          | 2.336.042                               | (18.639.894)                             |
| Tangible Fixed Assets Acquisiton (-)                             | Note:19          | (12.115.128)                            | (257.481)                                |
| Net Value of Tangible Assets Flow                                | Note:19          | 903.878                                 | 443.210                                  |
| Interest Receivables (+)   |                  | -                                       | -  |
| Dividend Receivables (+)   |                  | -                                       | -  |
| Net Cash Used by Investments Activities                          |                  | (8.875.208)                             | (18.454.165)                             |
| C)CASH FLOW FROM FINANCIAL ACTIVITIES                            |                  |   |  |
| Net Cash in Flow Provided by Shares Issues (+)                   |                  | -                                       |  |
| Net Increase in of Short term Financial Liabilities (+)          | Note:6           | (1.029.648)                             | 6.381.825                                |
| Net Increase of Long term Liabilities (+)                        | Note:6           | (7.727.340)                             | 18.165.452                               |
| Dividend Paid (-)  |                  | (1.453.252)                             | -  |
| Net Cash Provided / (Used) From Financial Activities             |                  | (10.210.239)                            | 24.547.277                               |
| Net Increase in Cash and Cash Equivalents                        |                  | (2.312.323)                             | (7.759.269)                              |
| BEGINNING BALANCE OF CASH AND CASH EQUIVALENTS                   | Note:4           | 9.445.687                               | 17.204.955                               |
| ENDING BALANCE OF CASH AND CASH                                  | 11010.7          | 7.773.007                               | 17.204.733                               |
| EQUIVALENTS  | Note:4           | 7.133.364                               | 9.445.687                                |
|  |                  |   |  |



# NOTES TO CONSOLIDATED FINANCIAL STATEMENTS FOR THE PERIODS ENDED DECEMBER 31, 2007 AND DECEMBER 31, 2006; PREPARED IN INDEKS BILGISAYAR SISTEMLERI MÜHENDISLİK SANAYI VE TİCARET A.Ş. ACCORDANCE WITH CMB SERIE: XI NO: 25 (New Turkish Lira; "YTL")

|   | Capital               | Capital<br>Reserves |             | Net Profit / (Loss)<br>for the Period | Previous Years' Net Profit / (Loss) Retained Earnings / Profit / (Loss) for the Period Legal Reserves | Total Equity |
|---|-----------------------|---------------------|-------------|---------------------------------------|---|--------------|
| 31.12.2006  | 55.000.000            | 887.091             | 3.088.546   | 12.391.995                            | 2.510.629   | 73.878.261   |
| Transfer to Capital                               | 1.000.000             | •                   | 11.391.995  | (12.391.995)                          | •.  | 1            |
| Transfer to Legal Reserves                        | ,                     | •                   | (610.717)   | ,                                     | 610.717   | •            |
| Transfer to Extraordinary Reserves                | ,                     | •                   | (7.768.633) | •                                     | 7.768.633   | ı            |
| Gain on Sales of Affiliate Transferred to Capital | •                     | 1                   | •           | ,                                     | 1.147.050   | 1.147.050    |
| Profit Distribution                               | 1                     | 1                   | (1.453.252) | •                                     | •   | (1.453.252)  |
| Profit for the Period                             | •                     | 1                   | '           | 12.649.226                            |   | 12.649.226   |
| 31.12.2007  | 31.12.2007 56.000.000 | 887.091             | 4.647.940   | 12.649.226                            | 12.037.029  | 86.221.286   |

|                                    |            | Capital               | Capital<br>Reserves | Previous Years'<br>Profit / (Loss) | Capital Previous Years' Net Profit / (Loss) Retained Earnings Reserves Profit / (Loss) for the Period Legal Reserve | Retained Earnings /<br>Legal Reserves | Total Equity |
|------------------------------------|------------|-----------------------|---------------------|------------------------------------|---|---------------------------------------|--------------|
|                                    | 31.12.2005 | 31.12.2005 45.000.000 | 887.091             | 1.043.273                          | 11.619.812  | 2.936.090                             | 61.486.266   |
| Transfer to Capital                |            | 10.000.000            |                     | 2.901.109                          | (11.619.812)  | (1.281.297)                           | •            |
| Transfer to Legal Reserves         |            | •                     | •                   | (478.727)                          | •   | 478.727                               | •            |
| Transfer to Extraordinary Reserves |            | •                     | ,                   | (377.109)                          | •   | 377.109                               | •            |
| Profit Distribution                |            | ,                     | •                   | •                                  | •   |                                       | 1            |
| Profit for the Period              |            | -                     | 1                   | -                                  | 12.391.995  | ,                                     | 12.391.995   |
|                                    | 31.12.2006 | 55.000.000            | 887.091             | 3.088.546                          | 12.391.995  | 2.510.629                             | 73.878.261   |



#### **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, 2007 15,34% of the company shares are traded in Istanbul Stock Exchange.

As of December 31, 2007 the subsidiaries of the company which have been taken into consolidation scope are shown below:

| Company Name  | Field Of Operations                              | Capital    | % of Direct<br>Ownership | % of Indirect Ownership |
|---|--|------------|--------------------------|-------------------------|
| Datagate Bilgisayar Malzemeleri<br>A.Ş.               | Purchasing and Selling<br>Computer and Equipment | 10.000.000 | 59,24                    | 59,24                   |
| Neteks İletişim Ürünleri Dağıtım A.Ş.                 | Purchasing and Selling<br>Network Products       | 1.100.000  | 80,00                    | 84,00                   |
| Teklos Teknoloji Lojistik Hizmetleri<br>A.Ş. (Teklos) | Logistics  | 5.000.000  | 99,99                    | 99,99                   |
| Neotech Teknolojik Ürünler Dağ.<br>A.Ş.               | Purchasing and Selling Home Electronic Products  | 1.000.000  | 50,00                    | 50,00                   |

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<br>Ownership | % of Indirect<br>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<br>Network Products      | 1.100.000 | 70,00                    | 84,22                      |
| Neotech Teknolojik Ürünler Dağ.<br>A.Ş.      | Purchasing and Selling Home Electronic Products | 100.000   | 80,00                    | 80,00                      |
| Teklos Teknoloji Lojistik Hizmetleri<br>A.Ş. | Logistics                                       | 3.000.000 | 99,99                    | 99,99                      |

The financial statements of Datagate Bilgisayar Malzemeleri A.Ş., Neotech Teknolojik Ürünler Dağ. A.Ş. and Teklos Teknoloji Lojistik Hizmetleri A.Ş. are consolidated by using direct consolidation method, the financial statements of Neteks İletişim Ürünleri Dağıtım A.Ş. is consolidated by using partial consolidation method.

From now on in the consolidated financial statements, İndeks 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, 2007 are 323. (2006:325)

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



The companies' subsidiaries as of December 31, 2007 are as follows:

| Company Name                                   | Field Of Operations   | Capital    | % of Direct<br>Ownership | % of Indirect<br>Ownership |
|--|---|------------|--------------------------|----------------------------|
| Datagate Bilgisayar Malzemeleri A.Ş.           | Purchasing and Selling<br>Computer and<br>equipment                     | 10.000.000 | 59,24                    | 59,24                      |
| Neteks İletişim ürünleri Dağıtım A.Ş.          | Purchasing and Selling<br>Network Products                              | 1.100.000  | 50,00                    | 50,00                      |
| Neotech Teknolojik Ürünler Dağ. A.Ş.           | Purchasing and selling<br>Home Electronic<br>Products                   | 1.000.000  | 80,00                    | 80,00                      |
| İnfin Bilgisayar Ticaret A.Ş.                  | Purchasing and Selling<br>Computer and<br>equipment (Export-<br>Import) | 50.000     | 99,80                    | 99,80                      |
| İnko İletişim ve Dijital Hizm San.Tic.<br>A.Ş. | Telecommunication   | 150.000    | 69,87                    | 69,87                      |
| Teklos Teknoloji Lojistik A.Ş.                 | Logistics (Dormant)   | 5.000.000  | 99,99                    | 99,99                      |
| Neteks Dış Ticaret Ltd.Şti.(*)                 | Purchasing and Selling network equipments                               | 5.000      | 99,00                    | 49,50                      |

<sup>(\*)</sup> Neteks İletişim Ürünleri Dağıtım A.Ş. participated subsidiaries Neteks Dış Ticaret Ltd. Şti. with 99%.

The companies' subsidiaries as of December 31, 2006 were as follows:

| Company Name                                   | Field Of Operations   | Capital   | % of Direct<br>Ownership | % of Indirect Ownership |
|--|---|-----------|--------------------------|-------------------------|
| Datagate Bilgisayar Malzemeleri A.Ş.           | Purchasing and Selling<br>Computer and<br>Equipment                     | 6.600.000 | 59,24                    | 59,24                   |
| Neteks İletişim Ürünleri Dağıtım A.Ş.          | Purchasing and Selling<br>Network Products                              | 1.100.000 | 70,00                    | 84,22                   |
| Neotech Teknolojik Ürünler Dağ. A.Ş.           | Purchasing and Selling<br>Home Electronic<br>Products                   | 100.000   | 80,00                    | 80,00                   |
| İnfin Bilgisayar Ticaret A.Ş.                  | Purchasing and Selling<br>Computer and<br>Equipment (Export-<br>Import) | 50.000    | 99,80                    | 99,80                   |
| İnko İletişim ve Dijital Hizm San.Tic.<br>A.Ş. | Telecommunication   | 150.000   | 69,87                    | 69,87                   |
| Teklos Teknoloji Lojistik A.Ş.                 | Logistics (Dormant)   | 3.000.000 | 99,99                    | 99,99                   |



#### **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.

The financial statements of Group have been prepared in accordance with reporting and accounting standards as prescribed by the Turkish Capital Markets Board ("CMB Accounting Standards"). The CMB has issued a comprehensive set of accounting standards in CMB Communiqué Serial XI, No: 25 "Communiqué for the Accounting Standards in Capital Markets". It is pretended that the financial statements of the Company have been prepared in accordance with CMB Accounting Standards in implementation of IFRS which comprise standards approved by the International Accounting Standards Board (IASB).

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

The effects of inflation on consolidated financial statements are to be adjusted in consideration of Turkish Lira's purchasing power as of 31st December 2004 in accordance with the Capital Markets Board's communiqué dated 15 November 2003 with Serie XI, No: 25 "Communiqué on Accounting Standards of Capital Markets" ("communiqué"). According to this communiqué, financial statements 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.

According to the mentioned communiqué, high inflationary period starts with the period, when the index at the date of yearly balance sheet date exceeds the double of the index at the beginning of the third previous period including the related period and when the index of the related balance sheet date has increased 10% or more than the index at the beginning of accounting period. Also if the price index reaches the double in a period shorter than the period stated above, the high inflation period starts as of financial statement date.

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

The accompanying consolidated financial statements for the period ended December 31, 2007 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 with 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, 2007 are as follows:

| Company Name                                   | Field Of Operations  | Capital    | % of Direct<br>Ownership | % of Indirect<br>Ownership |
|--|--|------------|--------------------------|----------------------------|
| Datagate Bilgisayar Malzemeleri A.Ş.           | Purchasing and Selling Computer and Equipments                           | 10.000.000 | 59,24                    | 59,24                      |
| Neteks İletişim ürünleri Dağıtım A.Ş.          | Purchasing and Selling<br>Network Products                               | 1.100.000  | 50,00                    | 50,00                      |
| Neotech Teknolojik Ürünler Dağ. A.Ş.           | Purchasing and Selling<br>Home Electronic<br>Products                    | 1.000.000  | 80,00                    | 80,00                      |
| İnfin Bilgisayar Ticaret A.Ş.                  | Purchasing and Selling<br>Computer and<br>Equipments (Export-<br>Import) | 50.000     | 99,80                    | 99,80                      |
| İnko İletişim ve Dijital Hizm San.Tic.<br>A.Ş. | Telecommunication  | 150.000    | 69,87                    | 69,87                      |
| Teklos Teknoloji Lojistik A.Ş.                 | Logistics (Dormant)  | 5.000.000  | 99,99                    | 99,99                      |
| Neteks Dış Ticaret Ltd.Şti.                    | Purchasing and selling<br>Network Equipments                             | 5.000      | 99,00                    | 49,50                      |

(\*) Neteks İletişim Ürünleri Dağıtım A.Ş. participated subsidiaries Neteks Dış Ticaret Ltd. Şti. with 99%.

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

| Company Name                                    | Field Of Operations  | Capital   | % of Direct<br>Ownership | % of Indirect<br>Ownership |
|---|--|-----------|--------------------------|----------------------------|
| Datagate Bilgisayar Malzemeleri A.Ş.            | Purchasing and Selling<br>Computer and<br>Equipments                     | 6.600.000 | 59,24                    | 59,24                      |
| Neteks İletişim ürünleri Dağıtım A.Ş.           | Purchasing and Selling<br>Network Products                               | 1.100.000 | 70                       | 84,22                      |
| Neotech Teknolojik Ürünler Dağ. A.Ş.            | Purchasing and Selling<br>Home Electronic<br>Products                    | . 100.000 | 80,00                    | 80,00                      |
| İnfin Bilgisayar Ticaret A.Ş.                   | Purchasing and Selling<br>Computer and<br>Equipments (Export-<br>Import) | 50.000    | 99,80                    | 99,80                      |
| Înko Îletişim ve Dijital Hizm San. Tic.<br>A.Ş. | Telecommunication  | 150.000   | 69,87                    | 69,87                      |
| Teklos Teknoloji Lojistik A.Ş.                  | Logistics (Dormant)  | 3.000.000 | 99,99                    | 99,99                      |

The financial statements of Datagate Bilgisayar Malzemeleri A.Ş., Neotech Teknolojik Ürünler Dağ. A.Ş. and Teklos Teknoloji Lojistik Hizmetleri A.Ş. are consolidated for using direct consolidation method, The financial statements of Neteks İletişim Ürünleri Dağıtım A.Ş. is consolidated by using partial consolidation method. (Neteks İletişim Ürünleri Dağıtım A.Ş. are consolidated by using direct consolidation method in 2006).

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      | YTL Amount of | Profit/Loss for the Period |
|--|-----------|---------------|----------------------------|
|  | Ownership | Ownership     | (31.12.2007)               |
| İnfin Bilgisayar Ticaret A.Ş.                | 99,80     | 62.419        | 58.623                     |
| Înko Îletişim ve Dijital Hizm San. Tic. A.Ş. | 69,87     | 123.314       | 8.966                      |
| Neteks Dış Ticaret Ltd. Şti.(*)              | 49,50     | 2.475         | 17.925                     |
| Total Subsidiary Amount                      |           | 188.208       |                            |

(\*) Neteks İletişim Ürünleri Dağıtım A.Ş. participated subsidiaries Neteks Dış Ticaret Ltd. Şti. with 99%.

Infin Bilgisayar Ticaret A.Ş., Inko İletişim ve Dijital Hizmetler A.Ş. and Neteks Dış Ticaret Ltd. Şti. have not been taken into consolidation due to the fact that they are both insignificant and do not effect the consolidated financial tables materially.

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 occured after December 31, 2004 is not subject to depreciation. 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 with 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 hidden 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<br>AS AT 31.12.2007 (%) | DEPRECIATION RATES<br>AS AT 31.12.2006 (%) |
|--------------------------------|--|--|
| 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 for 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 financial statements by deducting their accumulated amortisation from their cost values, which are adjusted according to the inflationary effects as of December 31, 2004 in case they have been acquired before January 1, 2005.

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.



#### indeks bilgisayar sistemleri mühendislik sanayi ve ticaret a.ş. Notes to consolidated financial statements for the periods ended december 31, 2007 and december 31, 2006; Prepared in accordance with cmb serie: XI No: 25 (New Turkish Lira; "YTL")

#### 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.

#### 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 I, 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 with period-end exchange rate. The cash accounted in balance sheet and the values of the deposit at bank are the predicted values in consistence 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.

#### 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 with 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, 2007 and December 31, 2006.

#### 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. All foreign currency denominated monetary assets and liabilities stated at the balance sheet are translated into YTL at the rates of exchange ruling at the date of the balance sheet. Foreign exchange differences arising from the above-mentioned translations and valuations are reflected to the statement of income.

#### 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.

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, 2007.

#### 3.18. Discontinuing Operations

The community does not have any discontinuing activity as of December 31, 2007 and as December 31, 2006.

#### 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 dividend distribution. (31.12.2006; %20)

#### 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, 2007.

#### 3.24. Agriculture

Due to the business segment the Community is operating, there exist no agricultural transactions as of December 31, 2007.

#### 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, 2007 and December 31, 2006 are as follows:

|                      | 31.12.2007 | 31.12.2006 |
|----------------------|------------|------------|
| Cash                 | 14.961     | 41.049     |
| Bank                 | 6.308.819  | 3.737.316  |
| Bank (Time deposits) | -          | 5.234.862  |
| Other Liquid Assets  | 809.584    | 432.460    |
| Total                | 7.133.364  | 9.445.687  |

#### **NOTE 5 – MARKETABLE SECURITIES**

Marketable securities for the periods ended December 31, 2007 and December 31, 2006 are as follows:

|  | 31.12.2007 | 31.12.2006 |
|--|------------|------------|
| Financial Assets Held for Trading Purposes (Share Certificate) | 33         | -          |
| Financial Assets Ready to Sales (Repo)                         | -          | 8.701      |
| Total  | 33         | 8.701      |



#### **NOTE 6 – FINANCIAL LIABILITIES**

Financial liabilities for the periods ended December 31, 2007 and December 31, 2006 are as follows:

#### 31.12.2007

| Foreign Currency | Amount in Foreign | Amount in YTL | Interest rate (%) |
|------------------|-------------------|---------------|-------------------|
|                  | Currency          |               |                   |
| USD Loans        | 32.149.830        | 37.444.907    | 5,29 – 7,40       |
| YTL Loans        | -                 | 1.352.516     | Interest free     |
| TOTAL            | 32.149.830        | 38.797.423    |                   |

USD 8.619.601 (YTL 10.039.249) amount of bank loan consist of long-term bank loans.

#### 31.12.2006

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

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

#### NOTE 7 - TRADE RECEIVABLES AND PAYABLES

Trade receivables for the periods ended December 31, 2007 and December 31, 2006 are as follows:

| ,  | 31.12.2007  |           | 31.12.      | 2006       |
|--|-------------|-----------|-------------|------------|
|  | Short Term  | Long Term | Long Term   | Short Term |
| Trade Receivables                                  | 112.285.928 | -         | 101.836.120 | -          |
| Notes Receivable                                   | 68.462.103  | -         | 48.518.894  | -          |
| Rediscount on Cheques and Notes<br>Receivables (-) | (1.670.701) | -         | (1.637.802) | -          |
| Deposits and guarantees given                      | -           | 359.504   | 90          | 59.527     |
| Doubtful Receivables                               | 2.133.911   | -         | 2.005.914   | -          |
| Provision for Doubtful<br>Receivables (-)          | (2.133.911) | •         | (2.005.914) | -          |
| Total  | 179.077.330 | 359.504   | 148.717.302 | 59.527     |

Trade payables for the periods ended December 31, 2007 and December 31, 2006 are as follow:

| Account Name                        | 31.12.2007  | 31.12.2006  |
|-------------------------------------|-------------|-------------|
| Trade Payables (Except Group Comp.) | 173.952.758 | 128.205.642 |
| Notes Payables                      | 23.613.032  | 34.082.010  |
| Rediscount on Notes Payable         | (1.822.204) | (2.103.000) |
| Deposits and Guarantees Received    | 100         | -           |
| Total                               | 195.743.686 | 160.184.652 |



The types and the amounts of the guarantees taken for the receivables for the periods ended December 31, 2007 and December 31, 2006 are as follow:

|                   | 31.12.2007 |            |           | 31.12.2006 |            |         |
|-------------------|------------|------------|-----------|------------|------------|---------|
|                   | YTL        | USD        | EURO      | YTL        | USD        | EURO    |
| Guarantee Notes   | 116.500    | 608.750    | -         | 185.000    | 291.000    | -       |
| Guarantee Cheques | 2.635.500  | 14.327.000 | 1.008.500 | 1.814.000  | 10.354.500 | 449.000 |
| Guarantee Letters | 736.000    | 180.000    | 145.000   | 959.000    | 337.000    | 10.000  |
| Lien              | 2.270.000  | -          | -         | 1.155.000  | -          | -       |
| Total             | 5.758.000  | 15.115.750 | 1.153.500 | 4.113.000  | 10.982.500 | 459.000 |

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

Finance Lease Receivables and Payables for the periods ended December 31, 2007 and December 31, 2006 are as follow:

#### **Payables**

| Account Name                               | 31.12.20   | 07        | 31.12.2006 |           |  |
|--|------------|-----------|------------|-----------|--|
|  | Short Term | Long Term | Short Term | Long Term |  |
| Payables due to Financial Lease            | 566.585    | 435.626   | 12.201     | 17.716    |  |
| Deferred Financial Lease Borrowing Cost(-) | (65.018)   | (20.400)  | (1.991)    | (1.353)   |  |
| Total                                      | 501.567    | 415.226   | 10.210     | 16.363    |  |

The company has no finance lease receivables as of December 31, 2007 and December 31, 2006.



#### NOTE 9 – TRANSACTIONS WITH RELATED PARTIES

#### **Current Period**

Receivables from / payables to related parties for the periods ended December 31, 2007 and December 31, 2006 are as follows:

#### 31.12.2007

#### Receivables

#### **Liabilities**

| Related Parties                         | Trade     | Non-Trade | Trade   | Non-Trade |
|---|-----------|-----------|---------|-----------|
| Shareholders                            | -         | -         | -       | 335.790   |
| İnfin Bilgisayar Ticaret A.Ş.           | 1.274.620 | _         | 415.897 | _         |
| İnko İletişim ve Dijital Hizmetler A.Ş. | -         | 505.856   | -       | 274       |
| Despec Bilgisayar Paz. Ve Tic. A.Ş.     |           | -         | -       | 3.211.045 |
| Desbil A.Ş                              | -         | 1.902     | -       | 7.884     |
| İnbil A.Ş.                              | -         | 366.140   | -       | -         |
| Due to / from Personnel                 | _         | 210.501   | -       | 82.873    |
| Neteks Bilgisayar Dış Tic.Ltd. Şti.     | -         | 724.865   |         | 2.384.642 |
| Neosoft Bilişim Hizmetleri A.Ş.         | -         | 112.320   |         | -         |
| Total                                   | 1.274.620 | 1.921.584 | 415.897 | 6.022.508 |

| Total Receivables / Liabilities | 3.196.204  | 6.438.405 |
|---------------------------------|------------|-----------|
| Total Receivables, Elabinities  | 5.170.20 T | 0.450.405 |

#### 31.12.2006

#### Receivables

#### **Liabilities**

| Related Companies                       | Trade<br>Receivables | Non-Trade<br>Receivables | Trade<br>Payables | Non-Trade<br>Payables |
|---|----------------------|--------------------------|-------------------|-----------------------|
| Partners                                | -                    | -                        | -                 | 8.572                 |
| İnfin Bilgisayar Ticaret A.Ş.           | 2.506.906            | -                        | 3.710.588         | -                     |
| İnko İletişim ve Dijital Hizmetler A.Ş. | -                    | 540.207                  | 16.601            | -                     |
| Despec Bilgisayar Paz. ve Tic. A.Ş.     | -                    | 586.637                  | -                 | 1.847.244             |
| İnbil A.Ş.                              | -                    | 363.022                  | -                 | -                     |
| Teklos Teknoloji Lojistik A.Ş.          | -                    | 3.938.008                | -                 | *                     |
| Due to / from Personnel                 | -                    | 227.758                  | -                 | 44.605                |
| Total                                   | 2.506.906            | 5.655.632                | 3.727.189         | 1.900.421             |

| Total Receivables / Liabilities | 8.162.538 | 5.627.610 |
|---------------------------------|-----------|-----------|
|---------------------------------|-----------|-----------|



#### NOTE 10 - OTHER RECEIVABLES AND PAYABLES

Other Receivables and Payables for the periods ended December 31, 2007 and December 31, 2006 are as follows:

#### Receivables

| Account Name                | 31.12.2007 | 31.12.2006 |
|-----------------------------|------------|------------|
| Receivables from Tax Office | 2.557      | 2.553      |
| Total                       | 2.557      | 2.553      |

There is no Other Payables for the periods ended December 31, 2007 and December 31, 2006.

#### NOTE 11 - BIOLOGICAL ASSETS

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

#### **NOTE 12 – INVENTORIES**

The inventories for the periods ended December 31, 2007 and December 31, 2006 are as follows:

| Name of Account                                    | 31.12.2007  | 31.12.2006 |
|--|-------------|------------|
| Commercial Goods                                   | 76.466.657  | 73.385.009 |
| Other Inventories                                  | 903.143     | 524.274    |
| Provision for decrease in Value of Inventories (-) | (903.143)   | (524.274)  |
| Goods in Transit                                   | 24.062.795  | 13.085.974 |
| Advances Given                                     | 847.623     | 2.841.499  |
| Total  | 101.377.075 | 89.312.482 |

#### NOTE 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, 2007.

#### NOTE 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, 2007. (2006: 20 %.)

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                                   | .2007                                       | 31.12                                   | 2.2006                                      |
|--|---|---|---|---|
|  | Accumulated<br>Temporary<br>Differences | Deferred Tax<br>Receivables /<br>(Payables) | Accumulated<br>Temporary<br>Differences | Deferred Tax<br>Receivables /<br>(Payables) |
| Fixed Assets                                   | 993.661                                 | (198.732)                                   | 1.131.766                               | (226.353)                                   |
| Financial Loss                                 | 1.945.588                               | 389.118                                     | -                                       | -   |
| Rediscount Expenses                            | 1.670.701                               | 334.140                                     | 1.637.802                               | 327.560                                     |
| Provision for Termination Indemnity            | 495.314                                 | 99.063                                      | 530.921                                 | 106.184                                     |
| Rediscount Income                              | 1.822.204                               | (364.441)                                   | 2.103.000                               | (420.600)                                   |
| Provision for Decrease in Value of Inventories | 898.752                                 | 179.750                                     | 524.274                                 | 104.855                                     |
| Other  | 215.739                                 | 43.148                                      | 154.612                                 | 30.922                                      |
| Total Deffered Tax<br>Receivables / (Payables) |   | 482.046                                     |   | (77.432)                                    |

| 31.12.2006   | (77.432)  |
|--|-----------|
| Deferred from Affiliate to Teklos                        | 668.109   |
| Neteks Direct-Parital Consolidation<br>Differences(2006) | 4.138     |
| Deferred Tax Income / (Expense)                          | (112.769) |
| 31.12.2007 Deferred Tax Assets                           | 482.046   |



#### 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, 2007 and December 31, 2006 are as follows:

| Account Name                       | 31.12.2007 | 31.12.2006 |
|------------------------------------|------------|------------|
| Prepaid Expenses for Future Months | 246.763    | 132.771    |
| Income Accruals                    | 12.501.198 | 10.949.309 |
| Deferred VAT                       | 12.335.582 | 8.381.496  |
| Prepaid Taxes                      | 1.332.926  | 1.506.221  |
| Personnel Advances                 | -          | 6.948      |
| Job Advances                       | 132.564    | 101.206    |
| Total                              | 26.549.033 | 21.077.951 |

#### Other Non-Current Assets (Long Term)

The other non-current assets for the periods ended December 31, 2007 and December 31, 2006 are as follows:

| Account Name                             | 31.12.2007 | 31.12.2006 |
|--|------------|------------|
| Prepaid Expenses For The Following Years | 5.204      | -          |
| Total                                    | 5.204      | -          |

#### Other Liabilities

| Account Name                    | 31.12.2007 | 31.12.2006 |
|---------------------------------|------------|------------|
| Taxes and Funds Payable         | 3.765.983  | 2.844.596  |
| Prepaid Sales for Future Months | 2.558.247  | 1.679.890  |
| Other                           | -          | 361.942    |
| Total                           | 6.324.230  | 4.886.428  |

#### NOTE 16 - FINANCIAL ASSETS

The financial assets for the periods ended December 31, 2007 and December 31, 2006 are as follows:

#### 31.12.2007

| Company                                     | Field Of Operations   | Capital | Share<br>Percentage<br>% | Share<br>Amount |
|---|---|---------|--------------------------|-----------------|
| İnfin Bilgisayar Ticaret A.Ş.               | Purchasing and Selling<br>Computer and equipment<br>(Export-Import) | 50.000  | 99,80                    | 62.419          |
| Înko Îletişim ve Dij. Hizm San.Tic.<br>A.Ş. | Telecommunication   | 150.000 | 69,87                    | 123.314         |
| Neteks Dış Ticaret Ltd.Şti                  | Logistics (Dormant)   | 5.000   | 99,00                    | 2.475           |
| Total                                       |   |         |                          | 188.208         |



#### 31.12.2006

| Company                                      | Field Of Operations   | Capital   | Share<br>Percentage<br>% | Share<br>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.<br>A.Ş. | Telecommunication   | 150.000   | 69,87                    | 123.314         |
| Teklos Teknoloji Lojistik A.Ş.               | Logistics (Dormant)   | 3.000.000 | 99,99                    | 18.639.894      |
| Total  |   |           |                          | 18.825.627      |

#### NOTE 17 - POSITIVE/NEGATIVE GOODWILL

#### **Positive Goodwill**

| Subsidiary                                   | 31.12.2007 | 31.12.2006 |
|--|------------|------------|
| Datagate Bilgisayar Malzemeleri.<br>Tic. A.Ş | 2.926.864  | 2.926.864  |
| Neteks Dış Ticaret Ltd.Şti                   | 605.273    | 557.329    |
| Teklos Teknoloji Lojistik A.Ş.               | 16.253.433 | -          |
| Total  | 19.785.570 | 3.484.193  |

#### **NOTE 18 – INVESTMENT PROPERTIES**

The community has no investment properties as of December 31, 2007 and December 31, 2006.

#### NOTE 19 - TANGIBLE FIXED ASSETS

The net values of tangible fixed assets for the periods ended December 31, 2007 and December 31, 2006 are given below.

#### **Cost**

| Account Name                | 31.12.2006 | Purchases  | Sales     | 31.12.2007 |
|-----------------------------|------------|------------|-----------|------------|
| Lands                       | 1.511.183  | 802.570    | -         | 2.313.753  |
| Land Improvements           | -          | 39.204     | -         | 39.204     |
| Buildings                   | 398.329    | 8.896.231  | (398.329) | 8.896.231  |
| Machinery,                  |            |            |           |            |
| Plants&Equipments           | 64.793     | 1.473.131  | (164.997) | 1.372.927  |
| Motor Vehicles              | 1.192.863  | 228.455    | (299.734) | 1.121.584  |
| Furniture & Fixtures        | 3.239.665  | 576.258    | (56.436)  | 3.759.488  |
| Other Tangible Fixed Assets | 128.372    | -          | _         | 128.372    |
| Total                       | 6.535.205  | 12.015.849 | (919.496) | 17.631.558 |



#### Accumulated Depreciation

| Account Name                | 31.12.2006 | Period       | Disposals | 31.12.2007 |
|-----------------------------|------------|--------------|-----------|------------|
|                             |            | Depreciation |           |            |
| Lands                       |            | -            | -         | -          |
| Land Improvements           | -          | 39.204       | -         | 39.204     |
| Buildings                   | 42.935     | 2.800.496    | (42.934)  | 2.800.497  |
| Machinery,                  |            |              |           |            |
| Plants&Equipments           | 9.254      | 1.442.510    | (164.998) | 1.286.766  |
| Motor Vehicles              | 615.961    | 107.643      | (202.696) | 520.908    |
| Furniture & Fixtures        | 2.248.507  | 242.079      | (33.654)  | 2.456.932  |
| Other Tangible Fixed Assets | -          | -            | -         | -          |
| Total                       | 2.916.657  | 4.631.932    | (444.282) | 7.104.307  |
| Net Value                   | 3.618.548  |              | . ,       | 10.527.251 |

| Account Name           | 31.12.2007 Total | Teklos A.Ş. 2006<br>and Before | Teklos A.Ş.<br>31.12.2007 | Other<br>Companies<br>31.12.2007 |
|------------------------|------------------|--------------------------------|---------------------------|----------------------------------|
| Amount of Fixes Assets | 12.015.849       | 8.612.278                      | 2.937.687                 | 465.884                          |
| Purchase               |                  |                                |                           |                                  |
| Period Depreciation    | 4.631.932        | 3.847.048                      | 466.022                   | 318.862                          |

Teklos Teknoloji Lojistik A.Ş is included in the consolidated financial statements as of January 01, 2007. The amount of fixed assets purchase is YTL 12.015.849. YTL 3.403.571 of total amount arises from 2007 year purchases; YTL 8.612.278 arises from Teklos AŞ's fixed assets purchases of 2006 year and previous periods. The amount of period depreciation is YTL 4.631.932. YTL 784.884 of total amount arises from current period depreciation of tangible fixed assets and YTL 3.847.048 arises from accumulated depreciation of Teklos A.Ş of 2006 year and previous period.

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

#### Cost

| Account Name                | 31.12.2005 | Purchase | Sale    | 31.12.2006 |
|-----------------------------|------------|----------|---------|------------|
| Lands                       | 1.511.183  | -        | -       | 1.511.183  |
| Buildings                   | 398.329    | -        | -       | 398.329    |
| Machinery,                  | 32.394     | 32.399   |         | 64.793     |
| Plants&Equipments           |            |          |         |            |
| 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    | -        | -       | 128.372    |
| Total                       | 6.652.378  | 239.746  | 356.919 | 6.535.205  |



#### **Accumulated Depreciation**

| Account Name                | 31.12.2005 | Period<br>Depreciation | Disposals | 31.12.2006 |
|-----------------------------|------------|------------------------|-----------|------------|
| Lands                       | -          | -                      | -         | -          |
| Buildings                   | 34.969     | 7.966                  | -         | 42.935     |
| Machinery,                  | 4.845      | 4.409                  | -         | 9.254      |
| Plants&Equipments           |            |                        |           |            |
| 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  |

#### **NOTE 20 – INTANGIBLE FIXED ASSETS**

The net values of intangible fixed assets for the periods ended December 31, 2007 and December 31, 2006 are given below.

#### Cost

| Account Name                  | 31.12.2006 | Purchase | Sale      | 31.12.2007 |
|-------------------------------|------------|----------|-----------|------------|
| Rights                        | 13.678     | 8.000    | 5.513     | 16.165     |
| Leasehold İmprovements        | 2.088.535  | 91.277   | 1.995.337 | 184.475    |
| Other Intangible Fixed Assets | 496.226    | -        | -         | 496.226    |
| Total                         | 2.598.439  | 99.277   | 2.000.850 | 696.866    |

#### **Accumulated Depreciation**

| Account Name                  | 31.12.2006 | Period<br>Depreciation | Disposals | 31.12.2007 |
|-------------------------------|------------|------------------------|-----------|------------|
| Rights                        | 11.160     | 968                    | 5.514     | 6.614      |
| Leasehold Improvements        | 1.625.495  | 255.237                | 1.811.811 | 68.921     |
| Other Intangible Fixed Assets | 365.193    | 30.477                 | -         | 395.670    |
| Total                         | 2.001.848  | 286.682                | 1.817.325 | 471.205    |
| Net Value                     | 596.591    |                        |           | 225.661    |

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

#### Cost

| Account Name                  | 31.12.2005 | Purchase | Sale    | 31.12.2006 |
|-------------------------------|------------|----------|---------|------------|
| Rights                        | 11.027     | 2.651    | _       | 13.678     |
| Leasehold İmprovements        | 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       | Disposals | 31.12.2006 |
|-------------------------------|------------|--------------|-----------|------------|
|                               |            | Depreciation |           |            |
| Rights                        | 11.027     | 133          | -         | 11.160     |
| Leasehold Improvements        | 1.503.141  | 245.535      | 123.181   | 1.625.495  |
| Other Intangible Fixed Assets | 319.192    | 46.001       | -         | 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, 2007 and December 31, 2006 are as follows:

| Advances Received | 31.12.2007 | 31.12.2006 |
|-------------------|------------|------------|
| Advances Received | 2.329.411  | 650.612    |
| Total             | 2.329.411  | 650.612    |

#### NOTE 22 – PENSIONS AND OTHER BENEFIT PLANS

The community has no pension and other benefit plans as of December 31, 2007 and December 31, 2006.

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

The provision for expenses and liabilities for the periods ended December 31, 2007 and December 31, 2006 are as follows:

| Short Term            | 31.12.2007 | 31.12.2006 |
|-----------------------|------------|------------|
| Provision for Taxes   | 1.544.599  | 1.809.343  |
| Provision for Lawsuit | 159.833    | 154.612    |
| Other                 | 3.001.778  | 1.102.325  |
| Total                 | 4.706.210  | 3.066.280  |

| Long Term                             | 31.12.2007 | 31.12.2006 |
|---------------------------------------|------------|------------|
| Provision for Termination Indemnities | 495.314    | 530.921    |
| Total                                 | 495.314    | 530.921    |

#### **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 2.030,19 (31:12.2006 YTL 1.857,44) for December 31, 2007.

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, 2007, termination indemnities, amounting to YTL 495.314 (31.12.2005: YTL 530.921), 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 % (2006; %5,71).

The movement of Employee Termination Benefit is as follows;

|  | AMOUNT   |
|--|----------|
| As of January 1, 2007                              | 530.921  |
| Employee Termination Benefit Income For The Period | (35.607) |
| As of December 31, 2007                            | 495.314  |

#### NOTE 24 - MINORITY SHAREHOLDERS EQUITY

The minority shareholders equity for the periods ended December 31, 2007 and December 31, 2006 are as follows:

| Account Name                 | 31.12.2007 | 31.12.2006 |
|------------------------------|------------|------------|
| Minority Shareholders Equity | 6.936.282  | 5.938.299  |
| Total                        | 6.936.282  | 5.938.299  |

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

The share capital of the Company is YTL 56.000.000 as of December 31, 2007.

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 at 2004 Regular Meeting Shareholders of the company dated 27.04.2005.

In the audited consolidated financial statements of the company which are prepared in accordance 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 ordinary meeting of the company held on April 28,2006, it has been decided to reserve YTL 478.727 (in line 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 reserves 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.

The Company's registered capital is YTL 75.000.000. The Company's application to raise capital from YTL 55.000.000 to YTL 56.000.000 by implementing YTL 1.000.000 from share of profit of 2006 is approved by committee ruling numbered 25/699 and dated 28.06.2007. The public offering of shares to be issued with nominal value of YTL 1.000.000 has been accepted in the Board's meeting dated June 28, 2007 and with the number of 25/699. As of July 10, 2007, the increase of the capital is registered and published in the Official Gazette numbered 6852 and dated July 16, 2007.

The paid in capital of the company, which is YTL 56.000.000, consists of 100 units A group shares issued to the name as paid-in capital is YTL 318, each worth 1 YTL and YTL 55.999.682 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 31.12.2007 and 31.12.2006 the Shareholders are listed below:

|                               | 31.12.2      | 2007                     | 31.12.          | 2006                     |
|-------------------------------|--------------|--------------------------|-----------------|--------------------------|
| Associate Name                | Share Amount | Share<br>Percentage<br>% | Share<br>Amount | Share<br>Percentage<br>% |
| Nevres Erol Bilecik           | 22.377.251   | %39,96                   | 21.977.657      | %39,96                   |
| Pouliadis and Associates S.A. | 19.911.119   | %35,56                   | 19.555.563      | %35,56                   |
| Public Offering               | 11.136.695   | %19,89                   | 10.937.825      | %19,89                   |
| Other                         | 2.574.935    | %4,59                    | 2.528.955       | %4,59                    |
| TOTAL                         | 56.000.000   | %100                     | 55.000.000      | %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, 2007 and December 31, 2006, 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.

|  | 31.12.2007 | 31.12.2006 |
|--|------------|------------|
| Capital  | 56.000.000 | 55.000.000 |
| Share Premiums   |            | -          |
| Legal Reserves   | 2.294.482  | 1.683.765  |
| Extraordinary Reserves                                   | 8.595.497  | 826.864    |
| Inflation Adjustment Differences of Shareholders' Equity | 887.091    | 887.091    |
| Gain on Sale of Affiliates Transferred to Capital (*)    | 1.147.050  | -          |
| Net Profit for the Period                                | 12.649.226 | 12.391.995 |
| Retained Earnings  | 4.647.940  | 3.088.546  |
| Total Capital  | 86.221.286 | 73.878.261 |

(\*) Sales gain increased of due to selling the company's % 26 of affiliate Neteks İletişim Ürünleri Dağıtım A.Ş. The participate rate of Neteks İletişim Ürünleri Dağıtım A.Ş. decreased to 50 % as of 31.12.2007.



|                                  | Historical<br>Value | Adjusted Value | Inflation Adjustment<br>Differences |
|----------------------------------|---------------------|----------------|-------------------------------------|
| Capital                          | 56.000.000          | 67.402.770     | 11.402.770                          |
| Legal Reserves                   | 2.294.482           | 2.940.461      | 645.979                             |
| Extraordinary Reserves           | 8.595.497           | 9.430.239      | 834.742                             |
| Emission Premiums                | -                   | 447.931        | 447.931                             |
| Retained Earnings                | 4.647.940           | 4.647.940      | -                                   |
| Total                            | 71.537.919          | 84.869.341     | 13.331.422                          |
| Added to Capital                 |                     |                | (12.444.331)                        |
| Inflation Adjustment Differences |                     |                | 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, 2006 is YTL 1.683.765 and at December 31, 2006 extraorinary reserves are YTL 826.864. The Company has added YTL 7.768.633 to extraordinary reserves and YTL 610.717 to legal reserves from 2006 profit at 2007. Legal reserves of the Company is YTL 2.294.482 and extraordinary reserves is YTL 8.595.497 as of 31.12.2007.

#### 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.

In accordance with communiqué, at least 20% of the distributable profit must be distributed regarding the profit determined referring to the 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 20 % of the distributable profit.

Previous years' profit of the Company is YTL 3.088.546 as of 31.12.2006, this amount is YTL 4.647.940 as of 31.12.2007.



#### **NOTE 29 – FOREIGN CURRENCY POSITION**

The foreign currency position risk of the Company as at December 31, 2007 and December 31, 2006 is given as follows:

#### 31.12.2007

|  | USD                 |             | EURO                |            | GBP                 |     |
|--|---------------------|-------------|---------------------|------------|---------------------|-----|
|  | Foreign<br>Currency | YTL         | Foreign<br>Currency | YTL        | Foreign<br>Currency | YTL |
| Cash                                   | 4.769               | 5.554       | 25                  | 43         |                     | _   |
| Bank                                   | 3.363.237           | 3.917.162   | 713.598             | 1.220.395  | 32                  | 75  |
| Receivables                            | 65.016.900          | 75.725.183  | 5.582.474           | 9.547.147  | -                   | -   |
| Notes Receivables                      | 45.204.976          | 52.650.236  | 4.721.779           | 8.075.186  |                     | -   |
| Due to Related Parties                 | 4.709.910           | 5.485.632   | -                   | -          |                     | -   |
| Advances Given                         | 17.652.717          | 20.560.119  | 1.112.266           | 1.902.197  | -                   | -   |
| Other Current Assets                   | 8.135.050           | 9.474.893   | 300.151             | 513.318    | -                   | -   |
| Bank Loans                             | 32.149.830          | 37.444.907  | -                   | -          | -                   | -   |
| Other Short Term Financial Liabilities | 430.423             | 501.314     | -                   | -          | -                   | -   |
| Suppliers                              | 121.940.383         | 142.023.964 | 7.894.631           | 13.501.398 | -                   | -   |
| Notes Payables                         | 8.009.413           | 9.328.563   | 2.176.992           | 3.723.092  | -                   | -   |
| Due to Related Parties                 | 2.458.320           | 2.863.205   | 3.442.531           | 5.887.416  | -                   | -   |
| Advances Taken                         | 1.119.466           | 1.303.842   | 27.371              | 46.810     | -                   | -   |
| Income Relating to Future Months       | 1.657.177           | 1.930.114   | 49.466              | 84.597     | -                   | -   |
| Other Long Term Financial Liabilities  | 356.509             | 415.226     | -                   | -          | -                   | -   |
| Provision for Expenses and Liabilities | 2.099.700           | 2.445.521   | 36.471              | 62.373     | _                   | -   |



31.12.2006

|   | USD                 |             | EURO                |           | GBP                 |     |
|---|---------------------|-------------|---------------------|-----------|---------------------|-----|
|   | Foreign<br>Currency | YTL         | Foreign<br>Currency | YTL       | Foreign<br>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 | -                   | -   |
| Receivables from Shareholders             | -                   | -           | -                   | -         | -                   | -   |
| Receivables from Related Parties          | 1.852.997           | 2.604.573   | 200.675             | 371.550   | -                   | -   |
| 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  | -                   | -         | -                   | -   |
| Other Short-term Financial<br>Liabilities | 7.264               | 10.210      | -                   |           | -                   | -   |
| 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 | -                   | -   |
| Payables to Related Parties               | 1.373.274           | 1.930.275   | 3.645               | 6.749     | -                   | -   |
| Other Liabilities                         | 1.950               | 2.741       | -                   | -         | -                   | -   |
| Advances Taken                            | 106.491             | 149.683     | 3.125               | 5.786     | -                   | -   |
| Other Long-term Financial<br>Liabilities  | 11.460              | 16.108      | -                   | -         | -                   | -   |
| Assesment of Expenditure                  | 690.376             | 970.393     | -                   | -         | -                   | -   |

#### Foreign Currency Position:

#### 31.12.2007

|                                  | USD          | EURO        | GBP |
|----------------------------------|--------------|-------------|-----|
| Receivables                      | 144.087.559  | 12.430.293  | 32  |
| Payables                         | 170.221.221  | 13.627.460  | -   |
| Net Foreign Currency<br>Position | (26.133.662) | (1.197.167) | 32  |

#### 31.12.2006

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

#### NOTE 30 - GOVERNMENT GRANTS AND ASSISTANCE

None.



#### NOTE 31 – PROVISIONS, CONTINGENT LIABILITIES AND CONTINGENT ASSETS

#### 31.12.2007

As of 31.12.2007, there exist 10 lawsuits demanding compensation opened against İndeks 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 159.833 in total. For all amounts of these lawsuits, the Company made provision in the relevant periods.

#### 31.12.2006

As of 31.12.2006, there exist 6 lawsuits demanding compensation opened against İndeks 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.

#### **INSURANCE COVERAGE ON ASSETS;**

#### 31.12.2007

As of 31.12.2007, total insurance coverage on assets YTL 869.452 and USD 66.572.212.

#### 31.12.2006

As of 31.12.2006, total insurance coverage on assets YTL 191.035 and USD 51.224.385.

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

#### 31.12.2007

|                                   | YTL       | USD        | EURO      |
|-----------------------------------|-----------|------------|-----------|
| Bailment Given                    | 533.250   | 6.756.806  | 2.750.000 |
| Guarantee Letters Given           | 7.530.210 | 9.214.000  | 3.850.000 |
| Guarantee Notes and Cheques Given | 15.000    | -          | -         |
| TOTAL                             | 8.078.460 | 15.970.806 | 6.600.000 |

#### 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 |

#### Mortgages and Guarantees on Assets:

There exists no mortgage or guarantee on assets for the periods ended December 31, 2007 and December 31, 2006.

#### **NOTE 32 - MERGERS**

There occurred no merger as of December 31, 2007 and December 31, 2006.



#### **NOTE 33 - SEGMENT REPORTING**

The informations are not reported according to segmentations as of December 31, 2007 and December 31, 2006.

#### **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          | 01.01.2007 31.12.2007 | 01.01.2006 31.12.2006 |
|----------------|-----------------------|-----------------------|
| Domestic Sales | 938.200.827           | 859.920.024           |
| Export Sales   | 50.462.067            | 45.885.358            |
| Other Sales    | 88.960.181            | 55.392.136            |
| Discounts      | (54.703.999)          | (59.419.239)          |
| Net Sales      | 1.022.919.076         | 901.778.279           |
| Cost of Sales  | (969.780.842)         | (847.225.073)         |
| Gross Profit   | 53.138.234            | 54.553.206            |

#### **NOTE 37 - OPERATING EXPENSES**

| Account Name                   | 01.01.2007 31.12.2007 | 01.01.2006 31.12.2006 |
|--------------------------------|-----------------------|-----------------------|
| Personnel Expenses             | 14.445.454            | 12.719.653            |
| Transportation Expenses        | 2.794.298             | 2.919.900             |
| Amortization and Depreciaition |                       |                       |
| Expenses                       | 1.071.564             | 639.359               |
| Communication Expenses         | 515.002               | 563.780               |
| Entertainment Expenses         | / 507.689             | 364.992               |
| Transportation Expenses        | 373.173               | 402.914               |
| Travel Expenses                | 355.979               | 335.574               |
| Insurance Expenses             | 368.071               | 217.311               |
| Consultancy and Audit Expenses | 290.668               | 375.325               |
| Other                          | 7.243.914             | 9.266.786             |
| Total Operating Expenses       | 27.965.812            | 27.805.594            |



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

| Other Income:   | 01.01.2007 - 31.12.2007 | 01.01.2006 - 31.12.2006 |
|---|-------------------------|-------------------------|
| Foreign Exchange Income                               | 12.512.458              | 11.107.424              |
| Interest On Overdue Accounts                          | 10.767.722              | 9.480.549               |
| Rediscount Income for the Period                      | 1.822.204               | 2.103.000               |
| Rediscount Canceling of Previous<br>Period            | 1.637.802               | 962.926                 |
| Provisions no Longer Required                         | 270.911                 | 534.816                 |
| Interest Income                                       | 527.534                 | 972.879                 |
| Other   | 1.255.002               | 907.645                 |
| Total Other Income:                                   | 28.793.633              | 26.069.239              |
| Other Expenses:                                       |                         |                         |
| Interest Eliminated from Current Period<br>Sales Cost | 9.368.111               | 10.052.961              |
| Foreign Exchange Expenses                             | 12.438.252              | 13.025.779              |
| Rediscount Expense for the Period                     | 1.670.701               | 1.637.802               |
| Rediscount Canceling of Previous<br>Period            | 2.103.000               | 1.040.659               |
| Other   | 233.079                 | 528.056                 |
| Total Other Expenses:                                 | 25.813.143              | 26.285.257              |
| Other Incomes/(expenses) -net                         | 2.980.490               | (216.018)               |

#### **NOTE 39 - FINANCIAL EXPENSES**

| Financial Expenses                         | 01.01.2007 -31.12.2007 | 01.01.2006 - 31.12.2006 |
|--|------------------------|-------------------------|
| Foreign Exchange Expenses                  | 58.611                 | 821.250                 |
| Interest Expenses and Bank<br>Expenditures | 12.971.289             | 10.425.933              |
| Total Financial Expenses                   | 13.029.900             | 11.247.183              |

#### 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, 2007.

#### **NOTE 41 - TAXES**

As of December 31, 2007 The Company's the provision for current corporate tax is **YTL 1.544.599.** The provision for current corporate tax and deferred tax is mentioned in Note 14.

|                                | 31 December 2007 | 31 December 2006 |
|--------------------------------|------------------|------------------|
| Tax Expense for the Period     | (1.544.599)      | (1.809.343)      |
| Deferred Tax Income/ (Expense) | (112.769)        | (191.549)        |
| Total                          | (1.657.368)      | (2.000.892)      |
|                                |                  |                  |



#### NOTE 42 - NET EARNINGS PER SHARE

|  | 31 December 2007 | 31 December 2006 |
|--|------------------|------------------|
| Net Profit For The Period  | 12.649.226       | 12.391.995       |
| Weighted Average Number of<br>Common Shares With A Nominal<br>Value of YTL 1 | 55.509.589       | 50.698.630       |
| Basic Earnings Per Share Pay   | 22,79            | 24,44            |

#### 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.

