

MATERIAL EVENT STATEMENT FORM (GENERAL)

Title of Corporation/Name of Shareholders : TAT KONSERVE SANAYİİ A.Ş.
Address : Sırrı Çelik Bulvarı No: 7 34788-Taşdelen
ISTANBUL
Phone and Fax No. : 0216 430 00 00 Fax: 0216 430 80 15
Date : 16.02.2012
Subject : Independent Audit Company Selection

TO: DIRECTORATE OF ISTANBUL STOCK EXCHANGE

ISTANBUL

Material Event(s) to be explained :

Our Board of Directors unanimously resolved during the meeting today that; Getting the view of Audit Committee and with due consideration of the Capital Market Board's regulation about Independent Audit, that the selection of Independent Audit Company as DRT Bağımsız Denetim ve Serbest Muhasebeci Mali Müşavirlik A.Ş for the audit of 2012 accounts, submission of this selection to the approval of General Assembly, in case of approval by General Assembly then the authorization of Company Management to set the terms and conditions of the agreement.

Please kindly be informed.

We herewith declare that our explanations above are in compliance with the principles set out in the communiqué of the Board with Serial : VIII and No 54 and that it fully reflects the information we have acquired in connection with the matter(s); that such information is in conformity with our books, records and documents, that we have shown all the necessary efforts to obtain information regarding this matter fully and correctly and that we are responsible for the explanation provided herein.

Sincerely yours,

N.Şenol TOLAN
Accounting Manager
16.02.2012 – 19:40

Tamer SOYUPAK
Ass. Gen. Man.-Accounting and Finance
16.02.2012 – 19:40

MATERIAL EVENT STATEMENT FORM (GENERAL)

Title of Corporation/Name of Shareholders : TAT KONSERVE SANAYİİ A.Ş.
Address : Sırrı Çelik Bulvarı No: 7 34788-Taşdelen
ISTANBUL
Phone and Fax No. : 0216 430 00 00 Fax: 0216 430 80 15
Date : 28.02.2012
Subject : Change in Articles of Association

TO: DIRECTORATE OF ISTANBUL STOCK EXCHANGE

ISTANBUL

Material Event(s) to be explained :

Our Board of Directors unanimously resolved during the meeting today that;
The changes would be made in the Articles of #4 "Manners of Operation", #11 "Board of Directors" and #13 "Provisions Regarding The Board Of Directors" and #14 "The Powers Of The Board Of Directors" and the item of "Compliance With The Corporate Governance Principles" would be added as Article 35 as stated in the attachment and will be submitted to the approval of General Assembly after the legal permits are obtained.

Please kindly be informed.

We herewith declare that our explanations above are in compliance with the principles set out in the communiqué of the Board with Serial : VIII and No 54 and that it fully reflects the information we have acquired in connection with the matter(s); that such information is in conformity with our books, records and documents, that we have shown all the necessary efforts to obtain information regarding this matter fully and correctly and that we are responsible for the explanation provided herein.

Sincerely yours,

N.Şenol TOLAN Tamer SOYUPAK
Accounting Manager Ass. Gen. Man.-Accounting and Finance
28.02.2012 – 18:50 28.02.2012 – 18:50

DRAFT OF AMENDMENTS TO THE ARTICLES OF ASSOCIATION of TAT KONSERVE SANAYII A.S.

FORMER TEXT:

Article 4 : MANNERS OF OPERATION :

In order to fulfill the subject and object mentioned above, the Company;

- a) may participate in export companies, any companies engaging in food, stock-farming, can industry and seed trade and stud production, power generating companies in order to supply cheap power and commercial banks and may terminate any such partnership when required. The ability to participate in any companies established and to be established in relation with its subject matter depends on the authorization of the General Directorate of Foreign Capital under the Prime Ministry of the Republic of Turkey.
- b) May establish and operate sampling farms, seedbeds, factories and workshops, and frigorific stores. May engage in any research, development, training and advertising activities with a view to enhancing productivity, profitability and efficiency in its own subject matter, may establish and operate labs, pilot plants and enterprises related therewith.
- c) May manufacture, procure and import and may cause the manufacture, procurement and import of agricultural products related to its efforts, which constitute the raw materials for the same.
- d) May engage in wholesale of products domestically. May open stores for this purpose and may appoint agents, representatives and vendors, may act as a commission agent or may authorize others for such purposes. May establish and cause the establishment of factories and plants related to the field of activity of the company in and out of Turkey, may extend and develop the same. May accept to act as a branch and vendor, may accept to act as the representative, general or secondary vendor of the domestic and foreign firms producing such goods. May establish wholesale and retail stores, offices, traveling sale and distribution organization, may establish storage and cool air depots. May establish packing facilities necessary to supply the food stuff to the consumers.
- e) May export its products and any relevant substances. May engage in official and private contracting relating to the subject matters of work.
- f) May engage in and exercise any commercial, industrial and financial transactions and discretion as a legal person. May enter into any agreements regarding design, purchase, manufacture, construction, operation and maintenance of the systems relating to the subject and object. May purchase machinery, spare parts, equipment and materials domestically or may import the same or supply the same through lease, may sell, export, let on lease the same. May engage in actions such as purchase of transportation vehicles relating to the company activities, leasing and selling the same.
- g) May make available in-kind and cash loans to sellers and purchasers or may attest for making available of loans.
- h) May engage in all such works directly or through participation in private partnerships and public companies.
- i) May acquire, sell, use as necessary, let on lease or supply through leasing any movables and real estates related to the subject and object of the company, may create any pledges over any movables and real estates of others or may receive and cancel mortgages and may create any other in-kind rights. When necessary, may grant guarantee, surety and warranty for the Company or to the favor of third parties or may register and cancel any rights on the existing movables and real estates through pledging or mortgaging the same, provided that the principles laid down by the Capital Market Board shall be observed.
- j) May provide donations and aids to the foundations, associations, universities and similar organizations established for social purposes within the principles laid down by the Capital Market Board.
- k) May act as insurance agency. May purchase and sell and may acquire any rights over debentures and any securities, provided that any such action shall not have the nature of brokering and portfolio management.
- l) May receive short, middle and long term loans from domestic and foreign financing markets and any guarantee loans and may create mortgage over the company's real estates if necessary for this purpose, may create mortgage and other similar in-kind rights to the favor of third parties, provided that the necessary disclosure sought by the Capital Market Board shall be made within the scope of special circumstances in

order to inform the investors and also that the principles laid down by the Capital Market Board shall be observed.

m) May acquire intangible rights such as trademarks, models, special operational methods, knowhow and patent rights in relation with the goals and subject matters of activity of the company and may enter into any commercial transactions over such intangible rights acquired and may exercise any discretion and may have such rights registered or canceled. May enter into agreements of license, know-how, technical cooperation and assistance and otherwise with Turkish and foreign natural and legal persons, provided that the authorizations sought in the applicable legislation shall be received. May offer knowledge and experiences to others, engaging in consulting activities.

n) May establish companies, may become partner of the companies already established or may establish any partnerships with any domestic or foreign natural or legal persons. May participate in partnerships or other companies relating to the goals and fields of activity of the company and may do all of the foregoing jointly with Turkish and foreign natural and legal persons, provided that any necessary legal requirements shall be met. If, in future, any intention arises to engage in any works, which are considered as beneficial and necessary for the company, in addition to the transactions provided above, then the company may engage in any works after the matter is submitted to the General Assembly for approval upon the suggestion of the Board of Directors and a resolution is made in this respect. However, for such resolutions,

which have the nature of an amendment to the articles of association, to be applicable, the necessary authorizations shall be received from the Ministry of Industry and Trade, Capital Market Board and other competent authorities in cases required.

REVISED TEXT :

Article 4 : MANNERS OF OPERATION :

In order to fulfill the subject and object mentioned above, the Company;

a) may participate in export companies, any companies engaging in food, stock-farming, can industry and seed trade and stud production, power generating companies in order to supply cheap power and commercial banks and may terminate any such partnership when required. The ability to participate in any companies established and to be established in relation with its subject matter depends on the authorization of the General Directorate of Incentive Implementation and Foreign Capital of the Ministry of Economy under the Prime Ministry of the Republic of Turkey.

b) May establish and operate sampling farms, seedbeds, factories and workshops, and frigorific stores. May engage in any research, development, training and advertising activities with a view to enhancing productivity, profitability and efficiency in its own subject matter, may establish and operate labs, pilot plants and enterprises related therewith.

c) May manufacture, procure and import and may cause the manufacture, procurement and import of agricultural products related to its efforts, which constitute the raw materials for the same.

d) May engage in wholesale of products domestically. May open stores for this purpose and may appoint agents, representatives and vendors, may act as a commission agent or may authorize others for such purposes. May establish and cause the establishment of factories and plants related to the field of activity of the company in and out of Turkey, may extend and develop the same. May accept to act as a branch and vendor, may accept to act as the representative, general or secondary vendor of the domestic and foreign firms producing such goods. May establish wholesale and retail stores, offices, traveling sale and distribution organization, may establish storage and cool air depots. May establish packing facilities necessary to supply the food stuff to the consumers.

e) May export its products and any relevant substances. May engage in official and private contracting relating to the subject matters of work.

f) May engage in and exercise any commercial, industrial and financial transactions and discretion as a legal person. May enter into any agreements regarding design, purchase, manufacture, construction, operation and maintenance of the systems relating to the subject and object. May purchase machinery, spare

parts, equipment and materials domestically or may import the same or supply the same through lease, may sell, export, let on lease the same. May engage in actions such as purchase of transportation vehicles relating to the company activities, leasing and selling the same.

g) May make available in-kind and cash loans to sellers and purchasers or may attest for making available of loans.

- h) May engage in all such works directly or through participation in private partnerships and public companies.
- i) Provided that the arrangements under article 35 of these Articles of Association shall be reserved, may acquire, sell, use as necessary, let on lease or supply through leasing any movables and real estates related to the subject and object of the company, may create any pledges over any movables and real estates of others or may receive and cancel mortgages and may create any other in-kind rights. When necessary, may grant guarantee, surety and warranty for the Company or to the favor of third parties or may register and cancel any rights on the existing movables and real estates through pledging or mortgaging the same, provided that the principles laid down by the Capital Market Board shall be observed.
- j) May provide donations and aids to the foundations, associations, universities and similar organizations established for social purposes within the principles laid down by the Capital Market Board.
- k) May act as insurance agency. May purchase and sell and may acquire any rights over debentures and any securities, provided that any such action shall not have the nature of brokering and portfolio management.
- l) May receive short, middle and long term loans from domestic and foreign financing markets and any guarantee loans and may create mortgage over the company's real estates if necessary for this purpose, may create mortgage and other similar in-kind rights to the favor of third parties, provided that the necessary disclosure sought by the Capital Market Board shall be made within the scope of special circumstances in order to inform the investors and also that the principles laid down by the Capital Market Board shall be observed.
- m) May acquire intangible rights such as trademarks, models, special operational methods, knowhow and patent rights in relation with the goals and subject matters of activity of the company and may enter into any commercial transactions over such intangible rights acquired and may exercise any discretion and may have such rights registered or canceled. May enter into agreements of license, know-how, technical cooperation and assistance and otherwise with Turkish and foreign natural and legal persons, provided that the authorizations sought in the applicable legislation shall be received. May offer knowledge and experiences to others, engaging in consulting activities.
- n) May establish companies, may become partner of the companies already established or may establish any partnerships with any domestic or foreign natural or legal persons. May participate in partnerships or other companies relating to the goals and fields of activity of the company and may do all of the foregoing jointly with Turkish and foreign natural and legal persons, provided that any necessary legal requirements shall be met. If, in future, any intention arises to engage in any works, which are considered as beneficial and necessary for the company, in addition to the transactions provided above, then the company may engage in any works after the matter is submitted to the General Assembly for approval upon the suggestion of the Board of Directors and a resolution is made in this respect. However, for such resolutions, which have the nature of an amendment to the articles of association, to be applicable, the necessary authorizations shall be received from the Ministry of Customs and Trade, Capital Market Board and other competent authorities in cases required.

FORMER TEXT :

Article 11 : BOARD OF DIRECTORS :

The company's management and businesses are carried out by a Board of Directors consisting of minimum 3 and maximum 13 members, who shall be elected by the General Assembly among the shareholders under the provisions of the Turkish Commercial Code. The Board of Directors may distribute the management and representation tasks among the board members or may leave the same to executive directors, who are members of the board of the directors, or to managers, who do not necessarily need to be shareholders, in part or in full.

The board of directors is authorized for distributing the management and representation tasks in the said manner.

The board of directors determines the powers and responsibilities of the executive directors and managers and may assign any powers and responsibilities vested in the Board of Directors to the relevant persons subject to the terms, provisions and restrictions to be determined by the Board of Directors and may amend,

modify or retrieve any or all of such powers whenever deemed necessary.

The board of directors may create committees or subcommittees of consulting, coordination and others of

similar nature in matters deemed appropriate by the board of directors consisting of the people who are and/or are not members of the board of directors for matters considered appropriate by the Board of Directors.

The principles for meeting, working and reporting activities of the Chairman and members of the committees are determined, arranged and amended by the board of directors. The Members of the Board of Directors may be paid remuneration within the scope of the provisions of the Turkish Commercial Code. The members of the board of directors and the above-mentioned committees may be paid any payments, bonuses or premiums in addition to the remuneration for the services they provide to the company within the framework of membership of the board of directors and committees. The form and amount of any payments made to the Members of the Board of Directors, including executive directors, for their membership of the Board of Directors shall be determined by the General Assembly, while the form and amount of any payments made to the committee members for their committee membership services shall be determined by the Board of Directors in accordance with the applicable legislation.

REVISED TEXT :

Article 11 : BOARD OF DIRECTORS :

The company's management and businesses are carried out by a Board of Directors consisting of minimum 5 and maximum 13 members, who shall be elected by the General Assembly under the provisions of the Turkish Commercial Code and the provisions of Corporate Governance Principles of the Capital Market Board. The number and qualifications of the number of independent members in the Board of Directors shall be determined according to the Corporate Governance regulations of the Capital Market Board.

The Board of Directors may distribute the management and representation tasks among the board members or may leave the same to executive directors, who are members of the board of the directors, or to managers, who do not necessarily need to be shareholders, in part or in full. The board of directors is authorized for distributing the management and representation tasks in the said manner.

The board of directors determines the powers and responsibilities of the executive directors and managers and may assign any powers and responsibilities vested in the Board of Directors to the relevant persons subject to the terms, provisions and restrictions to be determined by the Board of Directors and may amend,

modify or retrieve any or all of such powers whenever deemed necessary.

The board of directors may create committees or subcommittees of consulting, coordination and others of similar nature in matters deemed appropriate by the board of directors consisting of the people who are and/or are not members of the board of directors for matters considered appropriate by the Board of Directors. The structure of the committees to be established shall be determined according to the regulations of the Capital Market Board regarding Corporate Governance.

The principles for meeting, working and reporting activities of the Chairman and members of the committees are determined, arranged and amended by the board of directors.

The Members of the Board of Directors may be paid remuneration within the scope of the provisions of the Turkish Commercial Code and regulations of the Capital Market Board. The members of the board of directors and the above-mentioned committees may be paid any payments, bonuses or premiums in addition

to the remuneration for the services they provide to the company within the framework of membership of the board of directors and committees. The form and amount of any payments made to the Members of the Board of Directors, including executive directors, for their membership of the Board of Directors shall be determined by the General Assembly, while the form and amount of any payments made to the committee members for their committee membership services shall be determined by the Board of Directors in accordance with the applicable legislation. A payment plan based on company performance may not be used for remuneration of the independent members of the board of directors.

FORMER TEXT :

Article 13 : PROVISIONS REGARDING THE BOARD OF DIRECTORS :

The rights, obligations, liabilities and responsibilities of the Board of Directors, manner and quorum of meetings, cases of withdrawal, death and excuse from performance for any member, election for the vacated positions by the Board of Directors, remunerations and other issues relating to the Board of Directors shall take place according to the provisions of the Turkish Commercial Code. However, for

vacated positions, if the vacated position is one of the members of the shareholders mentioned in article 11, and then the new member is nominated by the said shareholders again, which nomination shall be submitted to approval of the general assembly by the Board of Directors.

REVISED TEXT :

Article 13 : PROVISIONS REGARDING THE BOARD OF DIRECTORS :

The rights, obligations, liabilities and responsibilities of the Board of Directors, manner and quorum of meetings, cases of withdrawal, death and excuse from performance for any member, election for the vacated positions by the Board of Directors, remunerations and other issues relating to the Board of Directors shall take place according to the provisions of the Turkish Commercial Code and the regulations of the Capital Market Board. In case any vacant position arises in the Board of Directors membership or in case an Independent Member of Board of Director ceases to be independent, then an appointment takes place under the provisions of the Turkish Commercial Code and the regulations of the Capital Market Board and shall be submitted to the first General Assembly to follow.

However, the provisions of article 35 of these Articles of Association shall be reserved for quorums for meetings and decision-making of the Board of Directors.

FORMER TEXT :

Article 14 : THE POWERS OF THE BOARD OF DIRECTORS :

The Board of Directors is authorized to make and implement any decisions except for the transactions, for which a general assembly decision should be made in any case under the Turkish Commercial Code and these articles of association.

The following matters require a Decision by the Board of Directors;

- 1- Employment of managers, vice managers and accountants and persons authorized to sign for the company or persons employed by a contract, their dismissal and determination of their manner of work and powers and execution of contracts with managers extending beyond the period of the board of directors, (which period may not exceed the period of the next board of directors.)
- 2- Opening and closing down or terminating branches and industrial facilities,
- 3- Issuing instructions to be implemented in the company,
- 4- Creation of pledge and mortgage over company's assets and real estates for loans provided to the benefit of the company,
- 5- Creation and dissolution of subsidiaries and joint partnerships,
- 6- Purchase and sale of real estates on behalf of the company, having the same constructed and leasing the same,
- 7- Election of executive directors and determination of remunerations and powers for both the executive director and the managers,
- 8- Entering into agreements regarding trademarks, brands, technical assistance and international sale with foreign firms,
- 9- Entering into distributorship agreements for domestic sales,
- 10- Annual work schedule, budget and staffing and amendments thereto,
- 11- Determination of balance sheets, profit and loss accounts and activity reports and delivering the same to the auditors and submitting the same to the general assembly,
- 12- Granting or not granting bonus for the managers, officials, employees and workers in an amount up to 5% of the profit in the balance sheet

REVISED TEXT :

Article 14 : THE POWERS OF THE BOARD OF DIRECTORS :

The Board of Directors is authorized to make and implement any decisions except for the transactions, for which a general assembly decision should be made in any case under the provisions of the Turkish Commercial Code, regulations of the Capital Market Board and these articles of association.

The following matters require a Decision by the Board of Directors;

- 1- Employment of managers, vice managers and accountants and persons authorized to sign for the company or persons employed by a contract, their dismissal and determination of their manner of work and powers and execution of contracts with managers extending beyond the period of the board of directors, (which period may not exceed the period of the next board of directors.)

- 2- Opening and closing down or terminating branches and industrial facilities,
- 3- Issuing instructions to be implemented in the company,
- 4- Creation of pledge and mortgage over company's assets and real estates for loans provided to the benefit of the company,
- 5- Creation and dissolution of subsidiaries and joint partnerships,
- 6- Purchase and sale of real estates on behalf of the company, having the same constructed and leasing the same,
- 7- Election of executive directors and determination of remunerations and powers for both the executive director and the managers,
- 8- Entering into agreements regarding trademarks, brands, technical assistance and international sale with foreign firms,
- 9- Entering into distributorship agreements for domestic sales,
- 10- Annual work schedule, budget and staffing and amendments thereto,
- 11- Determination of balance sheets, profit and loss accounts and activity reports and delivering the same to the auditors and submitting the same to the general assembly,
- 12- Granting or not granting bonus for the managers, officials, employees and workers in an amount up to 5% of the profit in the balance sheet.

NEW TEXT :

Article 35 : COMPLIANCE WITH THE CORPORATE GOVERNANCE PRINCIPLES:

The Corporate Governance Principles made mandatory for implementation by the Capital Market Board shall be observed. Any actions taken without observing the mandatory principles and any decisions by the Board of Directors to meet the same shall be invalid and shall be considered as in violation of the articles of association.

For actions considered important in terms of implementation of the Corporate Governance Principles and for any related party transactions involving the company and for issuing guarantees, pledges and mortgages to the favor of third parties, the regulations of the Capital Market Board regarding corporate governance shall be observed.

MATERIAL EVENT STATEMENT FORM (GENERAL)

Title of Corporation/Name of Shareholders : TAT KONSERVE SANAYİİ A.Ş.
Address : Sırrı Çelik Bulvarı No: 7 34788-Taşdelen
ISTANBUL
Phone and Fax No. : 0216 430 00 00 Fax: 0216 430 80 15
Date : 28.02.2012
Subject : Date & Agenda of General Assembly

TO: DIRECTORATE OF ISTANBUL STOCK EXCHANGE

ISTANBUL

Material Event(s) to be explained :

Our Board of Directors unanimously resolved during the meeting today that the General Shareholders of Tat K conserve Sanayii A.Ş. are called to negotiate the attached agenda on 21.03.2012 Wednesday at 10.00 at Divan Oteli Elmadağ, Askerocağı Cad.No:1 Şişli/İstanbul, and the announcements and documents about the meeting will be available at Company Head Office and web site for the review of shareholders for 21 days.

Please kindly be informed.

We herewith declare that our explanations above are in compliance with the principles set out in the communiqué of the Board with Serial : VIII and No 54 and that it fully reflects the information we have acquired in connection with the matter(s); that such information is in conformity with our books, records and documents, that we have shown all the necessary efforts to obtain information regarding this matter fully and correctly and that we are responsible for the explanation provided herein.

Sincerely yours,

N.Şenol TOLAN
Accounting Manager
28.02.2012 – 18:50

Tamer SOYUPAK
Ass. Gen. Man.-Accounting and Finance
28.02.2012 – 18:50

TAT KONSERVE SANAYİİ A.Ş.

AGENDA OF THE ORDINARY GENERAL ASSEMBLY DATED 21.03.2012

- 1- Opening and election of the Presidency Council,
- 2- Presentation of the Reports of the Board of Directors and Audit Reports about the operations and accounts of the year 2011 and summary Independent Audit Report of the independent audit company (DRT Denetim ve Serbest Muhasebeci Mali Müşavirlik A.Ş.) and negotiation of the same; acceptance, acceptance by amendment or rejection of the proposal of the Board of Directors regarding Balance Sheet and Income Statement of year 2011,
- 3- Approval of the changes to the memberships of the Board of Directors that took place during the year under article 315 of the Turkish Commercial Code,
- 4- Release of the members of the Board of Directors and Auditors individually for the Company's operations in year 2011,
- 5- Acceptance, acceptance by amendment or rejection of the proposal of the Board of Directors regarding the distribution of profit and the date for the distribution of profit for year 2011,
- 6- Provided that the permits are received from the Capital Market Board and the Ministry of Customs and Trade of the Republic of Turkey; approval of the amendments to the article 4 of the articles of association named "Manners of Operation", article 11 named "Board of Directors", article 13 named "Provisions Regarding the Board of Directors" and article 14 named "Powers of the Board of Directors" and also addition of article 35 named "Compliance with the Corporate Governance Principles",
- 7- Determining the number and period in office for the Board of Directors, election according to the determined number of members, determining the Independent Members of the Board of Directors,
- 8- Determining the number of the auditors and election according to the determined number,
- 9- Determining the "Remuneration Policy" for Members of the Board of Directors and Top Management under the Corporate Governance Principles,
- 10- Determining the gross monthly remuneration for members of the Board of Directors, Independent Members of the Board of Directors and Auditors,
- 11- Approval of the independent audit company designated by the Board of Directors upon the proposal of the Audit Committee under the Communiqué Regarding Independent Audit Standards in Capital Market issued by the Capital Market Board,
- 12- Authorization of the shareholders with dominance in management, Members of the Board of Directors, top managers and their spouses and their blood relatives or relatives by marriage up to second generation to engage in transactions that may cause conflict of interest with the company or affiliates, to engage into competition and to engage in businesses included in the Company subject in person or on behalf of others and to become a shareholder in companies engaging in such businesses and to engage in other transactions and authorization of the Board of Directors under articles 334 and 335 of the Turkish Commercial Code and informing the General Assembly about the transactions that took place within the year within this scope,
- 13- Informing the General Assembly about the transactions with related parties in year 2011 within the scope of regulations of the Capital Market Board,
14. Informing the General Assembly about the "Profit Distribution Policy" of the company regarding to year 2012 and succeeding years under the Corporate Governance Principles,
15. Informing the General Assembly about the "Company Disclosure Policy" of the Company under the Corporate Governance Principles,
16. Informing the General Assembly about the donations and grants provided by the Company to the foundations and associations for social relief purposes in year 2011,
17. Execution of the Minutes of the General Assembly by the Presidency Council on behalf of the shareholders and authorization for such signatures to be sufficient,
18. Comments and opinions.

MATERIAL EVENT STATEMENT FORM (GENERAL)

Title of Corporation/Name of Shareholders : TAT KONSERVE SANAYİİ A.Ş.
Address : Sırrı Çelik Bulvarı No: 7 34788-Taşdelen
ISTANBUL
Phone and Fax No. : 0216 430 00 00 Fax: 0216 430 80 15
Date : 20.03.2012
Subject : Change in Articles of Association

TO: DIRECTORATE OF ISTANBUL STOCK EXCHANGE

ISTANBUL

Material Event(s) to be explained :

Regarding to the Material Event Statement Form dated 28.02.2012, the attached amendment draft of Articles of Association regarding to the changes in the articles #4 "Manners of Operation", #11 "Board of Directors", #13 "Provisions Regarding The Board Of Directors" and #14 "The Powers Of The Board Of Directors" and addition of the item of "Compliance With The Corporate Governance Principles" as Article 35 items were approved by Capital Market Board and T.R. Customs and Trade Ministry Internal Trade Head Office.

Please kindly be informed.

We herewith declare that our explanations above are in compliance with the principles set out in the communiqué of the Board with Serial : VIII and No 54 and that it fully reflects the information we have acquired in connection with the matter(s); that such information is in conformity with our books, records and documents, that we have shown all the necessary efforts to obtain information regarding this matter fully and correctly and that we are responsible for the explanation provided herein.

Sincerely yours,

N.Şenol TOLAN
Accounting Manager
20.03.2012

Tamer SOYUPAK
Ass. Gen. Man.-Accounting and Finance
20.03.2012

MATERIAL EVENT STATEMENT FORM (GENERAL)

Title of Corporation/Name of Shareholders : TAT KONSERVE SANAYİİ A.Ş.
Address : Sırrı Çelik Bulvarı No: 7 34788-Taşdelen
ISTANBUL
Phone and Fax No. : 0216 430 00 00 Fax: 0216 430 80 15
Date : 21.03.2012
Subject : Resolution of General Assembly

TO: DIRECTORATE OF ISTANBUL STOCK EXCHANGE

ISTANBUL

Material Event(s) to be explained:

The resolutions were taken at General Assembly dated March 21, 2012 günü at 10:00 at Divan İstanbul Elmadağ Otelı, Askerocağı Caddesi No:1 Şişli/İstanbul.

-Financial Statements for 2011 prepared in accordance with the IFRS and Tax Procedural Law wre accepted.

- 76.925.- TL and 8.912.244.- TL of 8.989.169.-TL consolidated net income as to the financial statements prepared in line with the regulations of Capital Markets Board will be kept as 1.order reserve and legal reserve, respectively. 19.062.127.-TL and 1.538.507.-TL of 20.600.634.-TL statutory net income will be offset from the losses of the previous years and will be kept as reserve, respectively.

- The changes in the Articles of Association to the articles #4 “Manners of Operation”, #11 “Board of Directors” , #13 “Provisions Regarding The Board Of Directors” and #14 “The Powers Of The Board Of Directors” and addition of the item of “Compliance With The Corporate Governance Principles” as Article 35 items “ were resolved.

-The number of Board of Directors members were approved as 11 in total of which 2 of them would be independent member. The memberships are determined as Mr. Mustafa Rahmi Koç, Ms. Semahat Sevim Arsel, Mr. Mustafa Vehbi Koç, Mr. Yıldırım Ali Koç, as the representatives of Koç Holding A.Ş. Mr. Mehmet Ömer Koç, Mr. Dr.Nusret Arsel, Mr. İbrahim Tamer Haşimoğlu, Ms. Arzu Aslan Kesimer, as the representative of Kagome Co. Ltd. Mr. Kunihiko Sato and as the independent members Mr. Arif Nuri Bulut and Mr. Mansur Özgün, who will be on duty upto the Genral Assemblyheld for the review of year 2012.

The Minutes of Meeting and Registry of Shareholders are attched herewith.

Please kindly be informed.

We herewith declare that our explanations above are in compliance with the principles set out in the communiqué of the Board with Serial : VIII and No 54 and that it fully reflects the information we have acquired in connection with the matter(s); that such information is in conformity with our books, records and documents, that we have shown all the necessary efforts to obtain information regarding this matter fully and correctly and that we are responsible for the explanation provided herein.

Sincerely yours,

N.Şenol TOLAN Tamer SOYUPAK
Accounting Manager Ass. Gen. Man.-Accounting and Finance
21.03.2012 – 16:30 21.03.2012 – 16:30

MATERIAL EVENT STAMENT FORM – Winning of Tender

Address	:	Tat Konserve Sanayii A.Ş.
Phone and Fax No.	:	216 430 00 00 / 216 430 80 15
Phone and Fax No. of Investor Relations Department	:	216 430 00 00 / 216 430 80 15
Is the Statement for Update?	:	No
Is the Statement for Amendment?	:	No
Is the Statement a Delayed Announcement?	:	No
Date of the related Previous Statement	:	-
Brief Information	:	Winning of School Milk Tender

Subject of Tender	:	School Milk Project
Party that holds Tender	:	Ministry of Food, Agriculture and Livestock
Resoution of Board of Directors regarding to the Offer Given to the Tender	:	-
Other Parties in case of consorsium	:	Ak Gıda A.Ş., Sütaş A.Ş., Danone A.Ş., Yörükler A.Ş.
Share of the Company in case of consorsium	:	13,50%
Date of Offer for Tender	:	17.04.2012
Date of Winning fo Tender	:	18.04.2012
Tender Amount	:	23.694.634.-TL
Share of the Company in the Tender Amount	:	3.208.253.-TL
The Ratio of Company Share in the Tender Amount to the Gross Sales in the Latest Income Statement that publicly announced(%)	:	0,40%

Please kindly be informed.

We herewith declare that our explanations above are in compliance with the principles set out in the communiqué of the Board with Serial : VIII and No 54 and that it fully reflects the information we have acquired in connection with the matter(s); that such information is in conformity with our books, records and documents, that we have shown all the necessary efforts to obtain information regarding this matter fully and correctly and that we are responsible for the explanation provided herein.

Sincerely yours,

N.Şenol TOLAN	Tamer SOYUPAK
Accounting Manager	Ass. Gen. Man.-Accounting and Finance
19.04.2012 – 12:15	19.04.2012 – 12:15

MATERIAL EVENT STATEMENT FORM

Title of Corporation/Name of Shareholders : TAT KONSERVE SANAYİİ A.Ş.
Address : Sırrı Çelik Bulvarı No: 7 34788-Taşdelen
ISTANBUL
Phone and Fax No. : 0216 430 00 00 Fax: 0216 430 80 15
Date : 20.04.2011
Subject : Resignation of Top Manager

TO: DIRECTORATE OF ISTANBUL STOCK EXCHANGE

ISTANBUL

Material Event(s) to be explained :

Mr. Feridun Okan Çığır, Trade Marketing Director resigned from the Company by his own discretion as of 20.04.2012.

Please kindly be informed.

We herewith declare that our explanations above are in compliance with the principles set out in the communiqué of the Board with Serial : VIII and No 54 and that it fully reflects the information we have acquired in connection with the matter(s); that such information is in conformity with our books, records and documents, that we have shown all the necessary efforts to obtain information regarding this matter fully and correctly and that we are responsible for the explanation provided herein.

Sincerely yours,

N.Şenol TOLAN Tamer SOYUPAK
Accounting Manager Ass. Gen. Man.-Accounting and Finance
20.04.2012 – 19:00 20.04.2012 – 19:00

MATERIAL EVENT STATEMENT FORM

Title of Corporation/Name of Shareholders : TAT KONSERVE SANAYİİ A.Ş.
Address : Sırrı Çelik Bulvarı No: 7 34788-Taşdelen
ISTANBUL
Phone and Fax No. : 0216 430 00 00 Fax: 0216 430 80 15
Date : 26.04.2012
Subject : Task Assignment for Board of Directors and Commity
Member Assignment

TO: DIRECTORATE OF ISTANBUL STOCK EXCHANGE

ISTANBUL

Material Event(s) to be explained :

Our Board of Directors unanimously resolved during the meeting today that;

- Mr. İbrahim Tamer Haşimoğlu is appointed as the Chairman of the Board of Directors, Ms. Semahat Sevim Arsel as the Deputy Chairman of the Board of Directors as to the board membership elections during the General Shareholding meeting date 21.03.2012

According to the provisions of the communiqué of the Capital Market Board with Serial : IV and No: 56 Determination and Application of Corporate Governance Principles that was published on and being effective from December 30, 2011;

- Mr. Mansur Özgün is appointed as Chairmain and Mr. Arif Nuri Bulut is appointed as Member to the Committee responsible from Audit.,
- Corporate Governance Committee is established, and Mr. Mansur Özgün is appointed as Chairmain and Mr. Mehmet Ömer Koç is appointed as Member to the Corporate Governance Committee,
- The name of Investment and Business Development Commity is changed as Execution Committee, Mr. İbrahim Tamer Haşimoğlu is appointed as the Chairman and Ms. Arzu Aslan Kesimer is appointed as Member to the Execution Committee,

Principles regarding to the commitees are published in Company website (www.tatkonsERVE.com).

Please kindly be informed.

We herewith declare that our explanations above are in compliance with the principles set out in the communiqué of the Board with Serial : VIII and No 54 and that it fully reflects the information we have acquired in connection with the matter(s); that such information is in conformity with our books, records and documents, that we have shown all the necessary efforts to obtain information regarding this matter fully and correctly and that we are responsible for the explanation provided herein.

Sincerely yours,

N.Şenol TOLAN Tamer SOYUPAK
Accounting Manager Ass. Gen. Man.-Accounting and Finance
26.04.2012 – 18:10 26.04.2012 – 18:10

MATERIAL EVENT STATEMENT FORM

Title of Corporation/Name of Shareholders : TAT KONSERVE SANAYİİ A.Ş.
Address : Sırrı Çelik Bulvarı No: 7 34788-Taşdelen
ISTANBUL
Phone and Fax No. : 0216 430 00 00 Fax: 0216 430 80 15
Date : 04.05.2012
Subject : Assignment to Top Management

TO: DIRECTORATE OF ISTANBUL STOCK EXCHANGE

ISTANBUL

Material Event(s) to be explained :

Our Board of Directors unanimously resolved during the meeting today that;

Mr. Hakan Turan is appointed as the Assistant General Manager- Production and second degree B Group power of attorney are given to him as of 04.05.2012.

Please kindly be informed.

We herewith declare that our explanations above are in compliance with the principles set out in the communiqué of the Board with Serial : VIII and No 54 and that it fully reflects the information we have acquired in connection with the matter(s); that such information is in conformity with our books, records and documents, that we have shown all the necessary efforts to obtain information regarding this matter fully and correctly and that we are responsible for the explanation provided herein.

Sincerely yours,

N.Şenol TOLAN	Tamer SOYUPAK
Accounting Manager	Ass. Gen. Man.-Accounting and Finance
04.05.2012 – 17:45	04.05.2012 – 17:45

MATERIAL EVENT STATEMENT FORM

Title of Corporation : TAT KONSERVE SANAYİİ A.Ş.
 Address : Sırrı Çelik Bulvarı No: 7 34788-Taşdelen
 ISTANBUL
 Phone and Fax No. : 0216 430 00 00 Fax: 0216 430 80 15
 Date : 29.06.2012
 Subject : Cease of Livestock Operations of Our Subsidiary Harranova
 A.S.

Partially or Fully Cease, or Being Impossible of Operations

Subject of the Matter	:	Resolution for cease of livestock operation at our subsidiary Harranova A.Ş.
Information About Ceased/Become Impossible Operations	:	Livestock
Reason for Cease/Become Impossible of Operations	:	Past Performance Data and Current Market Conditions
If exists, Authority Resolution	:	Board Resoultion of Harranova A.Ş. dated 29.06.2012
Validity Date of Ceased/Become Impossible Operations	:	After the completion of current livestock in the farmi the operation will be ceased.
Effect of Ceased/Become Impossible Operations to Total Production of the Company	:	-
Effect of Ceased/Become Impossible Operations to Total Sales of the Company	:	-
If the Partial Cease is under consideration, The Share of Ceased/Become Impossible Operations to Total Production and Total Sales	:	The share in production of Tat Konserve is 4% and share in sales of Tat Konserve is 5%
Number of Personnel whose Labour Contract was terminated/ will be terminated	:	Number of Personnel whose Labour Contract was terminated is 27 (at Harranova)
Total Amount of Severance Payment Made/Will Be Made	:	Total Severance Paid is 287.000 TL (at Harranova)
Precautions taken by Compnay Management	:	Harranova will continue to its operations in more advantageous businesses of tomato agriculture and tomato paste production.
Matters that will provide re-operation	:	-
Estimated Time for Re-Operate, if so	:	-
How will the consistency of Company be effected	:	It is expected to be positive effect to the consistency of Company

ADDITIONAL DISCLOSURE

It has been resolved at the Board of Directors Meeting of our subsidiary Harranova Besi ve Tarım Ürünleri A.Ş. on 29.06.2012, the main businesses of the Company that are tomato agriculture, tomato paste production and livestock, are revised as to the past performance data and current market conditions and livestock business is decided to cease. The cease of the said business isn't expected to be material impact on our Company's operations.

We herewith declare that our explanations above are in compliance with the principles set out in the communiqué of the Board with Serial : VIII and No 54 and that it fully reflects the information we have acquired in connection with the matter(s); that such information is in conformity with our books, records and documents, that we have shown all the necessary efforts to obtain information regarding this matter fully and correctly and that we are responsible for the explanation provided herein.

Sincerely yours,

N.Şenol TOLAN Tamer SOYUPAK
 Accounting Manager Ass. Gen. Man.-Accounting and Finance
 29.06.2012 – 18:10 29.06.2012 – 18:10

MATERIAL EVENT STATEMENT FORM

Title of Corporation : TAT KONSERVE SANAYİİ A.Ş.
Address : Sırrı Çelik Bulvarı No: 7 34788-Taşdelen
ISTANBUL
Phone and Fax No. : 0216 430 00 00 Fax: 0216 430 80 15
Date : 25.07.2012
Subject : Risk Management Committee

TO: DIRECTORATE OF ISTANBUL STOCK EXCHANGE

ISTANBUL

Material Event(s) to be explained :

Our Board of Directors unanimously resolved during the meeting today that;

- In compliance with the Article 378 of 6102 No. Turkish Commercial Code effected on 01.07.2012, Risk Management Committee is established,
- The responsibilities of Corporate Governance Committee about early detection of risk that was resolved regarding to the Board resolution dated 26.04.2012 are transferred to the responsibilities of Risk Management Committee, and removed from the principles of Corporate Governance Committee,
- The Committee have 2 members, and Mr. Arif Nuri Bulut is appointed as Chairmain and Mr. Yıldırım Ali Koç is appointed as Member to the Committee,

Principles regarding to the committees are published in Company website (www.tatkonserve.com).

Please kindly be informed.

We herewith declare that our explanations above are in compliance with the principles set out in the communiqué of the Board with Serial : VIII and No 54 and that it fully reflects the information we have acquired in connection with the matter(s); that such information is in conformity with our books, records and documents, that we have shown all the necessary efforts to obtain information regarding this matter fully and correctly and that we are responsible for the explanation provided herein.

Sincerely yours,

N.Şenol TOLAN Tamer SOYUPAK
Accounting Manager Ass. Gen. Man.-Accounting and Finance
25.07.2012 – 17:45 25.07.2012 – 17:45