



TURKISH PETROLEUM REFINERIES CORPORATION

ANNOUNCEMENT

AGM Notice

It was decided in the Board Meeting dated 26 March 2007 that the Annual Meeting of the General Assembly of Shareholders will be held at the Company headquarters in Korfez/Kocaeli on Monday 30 April 2007 at 14.30pm in order to discuss the following agenda.

AGENDA

- 1) Opening and election of the Presiding Board of the General Assembly Meeting (AGM).
- 2) Read and discuss the Board of Directors` Activity Report, the Statutory Auditor's Report and the Independent Auditor Report for the year 2006 and then, review the balance sheet and Income statements and submit for the AGM's approval.
- 3) Absolve of the Board Members and Board Auditors for the Company's accounts and activities of the year 2006.
- 4) Approve, approve by change or refuse 2006 profit distribution and dividend date proposal of the Board of Directors.
- 5) In accordance with the Corporate Governance Principle, inform about dividend policy for 2007 and the following years.
- 6) Re-election for expired term of office of the Board Members or replacement and determination of their term of office.
- 7) Re-election for expired term of office of the Auditors or replacement and determination of their term of office.
- 8) Remuneration of the Chairman and Members of the Board of Directors and the Members of the Board of Auditors.
- 9) Inform our shareholders about Tupras' social donations exempt from taxes, made to foundations and associations during 2006.
- 10) Approval of the Independent Audit Firm appointed by the Board of Directors for the auditing of our Company's activities and accounts in the year 2007, in accordance with the regulations about the external independent auditing in the Capital Market issued by the CMB.

- 11) Take a decision about the withdrawal or not from the legal cases against the former general manager of Tüpraş.
- 12) Take decision on the Amended Articles 1st, 3rd, 6th,7th,12rd, 14th, 25th, 31st, 33rd, 36th, 38th, 40th , cancelled the Article 20th and Provisional Articles from 1 to 5 and added Articles 41st.
- 13) In accordance with the Commercial Law Article 334 and 335, Give permission to the Board Members to perform business activities within the fields of activity of the Company by himself or on the behalf of others and to be a partner in any company performing similar activities and to make other transactions.
- 14) Signing the minute book by the Presiding Board and authorising the Presiding Board to sign in the name and behalf of the attendants.
- 15) Wishes and comments of our shareholders.

We hereby confirm that the above-mentioned explanations are furnished as per the provisions of the the Capital Markets Board's Communiqué Circular VIII, no: 39 of that they reflect all information we have gathered so far, that they are in accordance with our corporate documents, that we have used all endeavours to collect the complete and true related information and that we undertake the responsibility for this disclosure.

Our Annual report and 2006 full year financials approved by the Board of Directors and audited by the Independent Audit Firm will be made available at the Company's website and headquarters for inspection by the shareholders starting from 15 days prior to the tide of meeting, and our shareholders holding bearer share certificates and intending to attend the General Assembly meeting are hereby requested to apply to the Company head offices and present their share certificates in order to get an "Entrance Card".

For further information contact:
Tuncay ONBILGIN, IR Manager
E-mail : tonbilgin@tupras.com.tr
Direct Line : +90 262 316 30 85
Phone : +90 262 316 32 69

POWER OF ATTORNEY

**Turkiye Petrol Rafinerileri A.S.
To General Assembly Chairman,**

Referring to the Power of Attorney given by(AAA)..... to(BBB)....., we as ...(BBB)... herewith appoint as our representatives:

- 1).....
- 2).....
- 3)....

In order to represent me at the ordinary General Assembly Meeting of TUPRAS, Türkiye Petrol Rafinerileri A.S. to be held General Management Offices –Körfez/KOCAELI on April 26 2006 at 11.00 AM in Turkey in the direction of my below mention views, with the authority to vote, to make proposals and to sign the necessary documents.

EXTENT OF THE AUTHORITY TO REPRESENT

- a. The representative is authorized to vote on every item of the agenda pursuant to his/her views.
- b. The representative is authorized to vote on every item of the agenda in accordance with the instructions set forth hereunder
Instructions: (special instructions shall be written.)
- c. The representative is authorized to vote pursuant to the instructions given by the company management.
- d. The representative is authorized to vote in accordance with the below defined instructions in relation with any matters to arise during the meeting (the proxy votes freely in case no instruction exists)
Instructions: (special instructions shall be written.)

SHARE CERTIFICATE HELD BY THE PARTNER

- a. Class and Serial :
- b. Reg. Number :
- c. Number-Nominal value :
- d. Privileged Voting right :
- e. Registered or Written to bearer :

Shareholder's Name, Surname /Title

Address :

Signature :