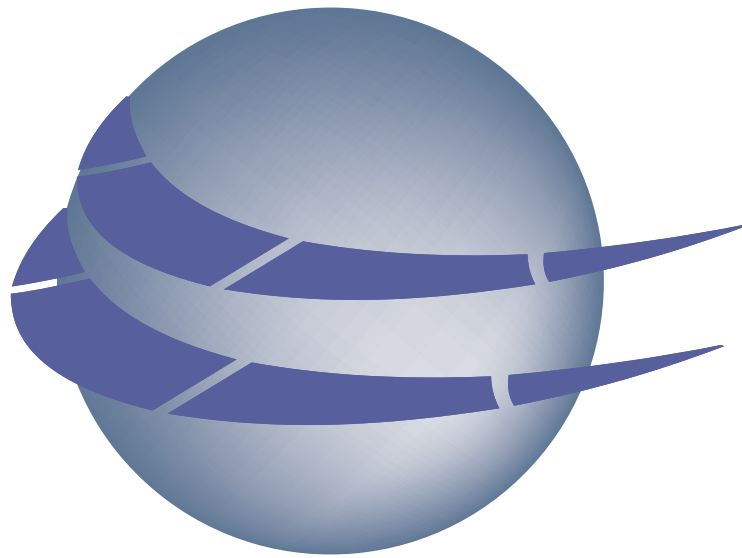


AY CELL NETWORK MANAGEMENT & CONSULTANCY



AY CELL
Network Management

Company Profile

Company Overview

Ay Cell is a leading telecommunication company based in Belgium. Ay Cell launched its business as distributor of Ay Yildiz sim cards produced under the name of BASE. The company has got a strong position on the market in Belgium. Ay Cell's main aim is to satisfy the customers through its fast, effective and innovative telecommunication solutions and its widespread distribution channels. In addition to its successful operations in Belgian market, the company has recently taken all necessary steps to extend its activities through other main countries of Europe, mainly in Germany, France, the Netherlands and the United Kingdom. To this end, Ay Cell has established its infrastructure and databases. Ay Cell's flexible and dynamic structure facilitates the creation of networks based on well-configured databases. Ay Cell's database is especially strong about Turkish immigrants in Western and Central Europe (over 5 million population) as well as other immigrants and ethnic groups in Europe.

The Company's strength in its international operations is its products and services tailored in line with the needs and expectations of local markets and different ethnic groups in those markets. Ethnic marketing is the base of our strategy. Design of the product, sales staff, communication methods with customers are all formed for a specific ethnic group by taking their cultures, values, likes and dislikes, expectations and needs into the consideration.

Another business component of Ay Cell is consulting. The company's biggest strength in that area is its database in Western and Central Europe and Turkey. On the one hand, Ay Cell provides consultancy to European and

Turkish companies on investment opportunities and on the other hand, Ay Cell provides assistance about the issues resulted from cultural differences that companies may face in their international operations and marketing planning. Ay Cell's communication skills with innovative methods in targeted marketing make it possible to deal with social and cultural challenges.

Company Vision

Ay Cell's key features for success are:

- ▣ **Creative thinking**
- ▣ **Progress with the newest technologies**
- ▣ **Fast decision making and a flexible approach to problem solving**
- ▣ **Cooperation and partnership with the leaders of our sector**
- ▣ **The capacity to do business in diverse cultural settings**
- ▣ **Ethnic marketing**
- ▣ **Young and dynamic team with high qualifications, experience and competence**

Products

BASE

Base is the third mobile operator in Belgium. Ay Cell is distributor of all Base products with over 1200 distribution points. Ay Cell's professional team successfully uses this distribution channels to efficiently distribute Base products all over Belgium on a daily basis. (www.base.be)

AYYILDIZ

Ay Yildiz is a pre-paid GSM card tailored for the Turkish origin people in Belgium with special tariffs and features. Ay Cell is the main distributor of Ay Yildiz and Ay Cell had played a significant role in the success of the product with marketing and distribution strategies created by Ay Cell. Distribution channel of Ay Yildiz covers 600 distribution points and 20 subscription centers. (www.ayyildiz.be)

BLUESIM

Ay Cell is the biggest distributor of Bluesim in whole Europe and the only distributor in Benelux, France and England. BlueSim is a ready-to-use Sim Card with a special tariff. It is designed mainly for tourists visiting Turkey. With BlueSim, users are free of the roaming cost while calling their home country and their own Sim Cards and SMS and GPRS services are also available at local costs. Bluesim is a product of Telsim, second largest GSM operator in Turkey. Vodafone PLC agreed to acquire Telsim for a consideration of USD 4.55 billion in December 2005. (www.bluesim.com.tr)

BELSIM

Ay Cell is distributor of different Belsim products in Benelux, France and Germany. Belsim is a joint-product of major MVNO companies in France, Germany and Benelux. This product targets large majorities through different and innovative pre-paid and post-paid solutions. Ethnic marketing is a dimension of Belsim's products.

AY CELL VOIP

Ay Cell VOIP is a product of Ay Cell. It is a product created through utilisation of Voice-Over-Internet Protocol technology. Ay Cell VOIP gives flexible and cost-effective solutions to companies as well as individual subscribers. Ay Cell has all necessary technical infrastructure of the product and Ay Cell VOIP is distributed whole over Europe (mainly in Benelux and Turkey).

CALLING CARDS

Ay Cell is owner of two major calling cards, namely Allo Türkiye and Allo Magreb. These products are distributed in Benelux. Ethnic marketing is the main strategy of Ay Cell in calling card sector. Ay Cell has all necessary infrastructures to produce calling cards for whole Europe.

Products

DIGITURK

Ay Cell is distributor of DIGITURK, Turkey's leading provider of direct-to-home (DTH) satellite television services, in Belgium. The company has a subscriber base over 1.000.000 in Turkey, Europe and the United States. DIGITURK enjoys the sole broadcasting rights for the Turkish football league and offers a number of packages that include movies, news, current affairs, entertainment and education.

GRAPHIC, MULTIMEDIA, WEB CONCEPTION & HOSTING SERVICES

Ay Cell has necessary infrastructure, technical equipments and team to give hosting services, to design web-sites and graphics and to produce short-length movies. This strengthens the efficiency of the company as well. All other products are supported by those services through utilisation of the latest technology within the company.

EUROTURK AGENCY

EuroTurk Agency is newspaper and web-portal of Ay Cell. Main language of the newspaper is Turkish but it has French and Dutch content as well. It is tailored according to needs and expectations of Turkish community. EuroTurk Agency is distributed to 15.000 Turkish origin families in Belgium.

CEPI

CEPI (Centre Européen pour la Promotion de l'Inter-culturalité) is think-tank of Ay Cell. CEPI aims to facilitate the dialogue and cooperation among NGOs in different countries through its projects and research activities. The philosophy of CEPI is based on the ultimate goal of increasing the dialogue between corporations, associations, universities, municipalities and all NGOs. CEPI functions as research center and brain of Ay Cell.

ROYAL CLUB QUIEVRAINNOIS

Ay Cell believes in the importance of sports in socio-economic life of countries. In this sense, Ay Cell has purchased one of the well-established clubs of Belgium: Quievrainnois. Royal Club Quievrainnois is 70th registered team in football history of Belgium. Through this club, Ay Cell is supporting young and talented sport players.