KİLER ALIŞVERİŞ
HİZMETLERİ GIDA SANAYİ
VE TİCARET A.Ş.
CONDENSED INTERIM
CONSOLIDATED FINANCIAL STATEMENTS
AS OF AND FOR THE PERIOD ENDED
01.01. – 30.09.2011

CONTENTS

KİLER ALIŞVERİŞ HİZMETLERİ A.Ş.
CONDENSED CONSOLIDATED BALANCE SHEET AS OF 30.09.2011
(All amounts in thousands of Turkish Lira (TL) unless indicated otherwise.)

	Notes	Not Reviewed 30.09.2011	Audited 31.12.2010
ASSETS			
Current Assets		**432,399**	**355,180**
Cash and cash equivalents	4	36,594	36,539
Trade Receivables			
- Trade receivables from related parties	7 - 27	4,227	9,132
- Trade receivables from third parties	7	5,304	2,248
Other receivables			
- Other receivables from related parties	8 - 27	90,381	89,980
- Other receivables from third parties	8	1,219	1,117
Inventories	9	278,831	204,162
Other current assets	17	15,843	12,002
Long-term Assets		**292,826**	**247,456**
Financial investments	5	54	54
Investment properties	10	49,184	49,184
Property, plant and equipment	11	147,699	133,236
Intangible assets	12	791	497
Goodwill	13	76,512	43,652
Deferred tax asset	25	10,873	10,254
Other assets	17	7,713	10,579
TOTAL ASSETS		**725,225**	**602,636**

The accompanying notes from an integral part of these financial statements.

KİLER ALIŞVERİŞ HİZMETLERİ A.Ş.

CONDENSED CONSOLIDATED BALANCE SHEET AS OF 30.09.2011

(All amounts in thousands of Turkish Lira (TL) unless indicated otherwise.)

	Notes	Not Reviewed 30.09.2011	Audited 31.12.2010
LIABILITIES			
Short-term liabilities		**396,488**	**316,083**
Financial liabilities	6	205,694	130,741
Trade payables			
- Trade payables to related parties	7 - 27	6,924	4,738
- Trade payables to third parties	7	150,172	140,653
Other payables			
- Other payables to related parties	8 - 27	9,209	21,575
- Other payables to third parties	8	10,750	4,446
Taxation on income	25	183	109
Provisions for payables	14	8,766	7,869
Other current liabilities	17	4,790	5,952
Long-term liabilities		**125,389**	**133,384**
Financial liabilities	6	72,144	109,025
Trade payables	7	4,980	8,275
Other payables			
- Other payables to related parties	8 - 27	26,000	--
- Other payables to third parties	8	2,769	--
Provision for employee termination benefits	16	4,832	3,849
Deferred tax liabilities	25	13,820	12,235
Other non current liabilities	17	844	--
EQUITY		**203,348**	**153,169**
Company shareholders' equity	18	**202,766**	**140,275**
Share capital		134,620	121,120
Investment and share capital eliminating adjustments (-)		--	--
Positive distinction from share capital adjustment		--	--
Premium in access of par		66,150	--
Revaluation fund		13,811	13,811
Foreign currency translation differences		--	--
Legal reserves		12,397	12,162
General Reserves		(7,053)	(16,702)
Net profit/loss for the period		(17,159)	9,884
Minority interest		582	12,894
TOTAL LIABILITIES		**725,225**	**602,636**

The accompanying notes from an integral part of these financial statements.

KİLER ALIŞVERİŞ HİZMETLERİ A.Ş.

CONDENSED CONSOLIDATED STATEMENTS OF COMPREHENSIVE INCOME
FOR PERIODS ENDED 30.09.2011 AND 30.09.2010

(All amounts in thousands of Turkish Lira (TL) unless indicated otherwise.)

	Notes	Not Reviewed 01.01.- 30.09.2011	Not Reviewed 01.07.- 30.09.2011	Audited 01.01.- 30.09.2010	Not Audited 01.07.- 30.09.2010
CONTINUING OPERATIONS					
Sales	19	572,744	207,819	591,007	198,670
Cost of sales (-)	19	(396,913)	(139,828)	(430,235)	(149,110)
GROSS PROFIT / (LOSS)		**175,831**	**67,991**	**160,772**	**49,560**
Marketing, selling and distribution expenses (-)	20	(115,562)	(39,616)	(103,533)	(36,022)
General administrative expenses (-)	20	(30,301)	(9,337)	(27,939)	(7,166)
Income from other operations	22	1,153	313	1,167	269
Expense from other operations (-)	22	(6,578)	(619)	(4,515)	(1,956)
OPERATING INCOME / (LOSS)		**24,543**	**18,732**	**25,952**	**4,685**
Financial income	23	7,497	2,485	24,514	23,791
Financial expenses (-)	24	(48,461)	(27,836)	(34,082)	(19,730)
PROFIT / (LOSS) BEFORE TAX FROM CONTINUING OPERATIONS		**(16,421)**	**(6,619)**	**16,384**	**8,746**
Tax income / (expense) from continuing operations		**(1,149)**	**(684)**	**(3,876)**	**(1,977)**
- Taxation on income	25	(183)	(183)	(2,721)	(1,425)
- Deferred tax income / (expense)	25	(966)	(501)	(1,155)	(552)
PROFIT / (LOSS) FROM CONTINUING OPERATIONS		**(17,570)**	**(7,303)**	**12,508**	**6,769**
DISCONTINUED OPERATIONS		--	--	--	--
Profit / loss from discontinued operations (net of income tax)		--	--	--	--
PROFIT FOR THE PERIOD		**(17,570)**	**(7,303)**	**12,508**	**6,769**
Other comprehensive income:			--		
Changes in fair value on available for sale securities		--	--	--	--
Changes in fair value of land and buildings		--	--	--	--
Changes in fair value of Financial Risk Hedging		--	--	--	--
Changes in differences of foreign currency translation		--	--	--	--
Actuarial Gains and Losses of the Pension Plans		--	--	--	--
Other Comprehensive Income from investments in associates		--	--	--	--
Tax Income / (Expense) from Other Comprehensive Operations		--	--	--	--
OTHER COMPREHENSIVE INCOME FOR THE YEAR (NET OF TAX)		--	--	--	--
TOTAL COMPREHENSIVE INCOME / (LOSS)		(17,570)	(7,303)	12,508	6,769
Distribution of Profit / (Loss)			--		
Minority interests		(411)	340	1,793	1,043
Equity holders of the Company		(17,159)	(7,643)	10,715	5,726
Distribution of Comprehensive Income / (Loss)					
Minority interests		(411)	340	1,793	1,043
Equity holders of the Company		(17,159)	(7,643)	10,715	5,726
Earnings Per Share	26	(0.1292)	(0.0578)	0.0889	0.0473
Earnings Per Share From Continuing Operations	26	(0.1292)	(0.0578)	0.0889	0.0473

The accompanying notes from an integral part of these financial statements.

KİLER ALIŞVERİŞ HİZMETLERİ A.Ş.

CONSOLIDATED STATEMENTS OF CHANGES IN SHAREHOLDERS' EQUITY FOR PERIODS ENDED 30.09.2011 AND 30.09.2010

(All amounts in thousands of Turkish Lira (TL) unless indicated otherwise.)

	Share Capital	Premium in access of par	Revaluation Fund	Legal Reserves	General Reserves	Net Profit (Loss) For The Period	Minority Interest	Total Shareholders' Equity
Balance at 31.12.2009	**101,200**	**--**	**28,931**	**12,039**	**(24,541)**	**7,962**	**12,788**	**138,379**
Transfer to reserves	--	--	--	--	7,962	(7,962)	--	--
Capital increases	4,800	--	--	--	--	--	--	4,800
Share capital increase from equity injections from shareholders (Note 18)	15,120	--	(15,120)	--	--	--	--	--
Transfer to legal reserves	--	--	--	123	(123)	--	--	--
Net profit for the period	--	--	--	--	--	10,715	1,793	12,508
Balance at 30.09.2010	**121,120**	**--**	**13,811**	**12,162**	**(16,702)**	**10,715**	**14,581**	**155,687**
Balance at 31.12.2010	**121,120**	**--**	**13,811**	**12,162**	**(16,702)**	**9,884**	**12,894**	**153,169**
Transfer to reserves	--	--	--	--	9,884	(9,884)	--	--
Capital increases	13,500	--	--	--	--	--	--	13,500
Premium in access of par	--	66,150	--	--	--	--	--	66,150
Purchase of additional shares of subsidiaries	--	--	--	--	--	--	(11,901)	(11,901)
Transfer to legal reserves	--	--	--	235	(235)	--	--	--
Net loss for the period	--	--	--	--	--	(17,159)	(411)	(17,570)
Balance at 30.09.2011	**134,620**	**66,150**	**13,811**	**12,397**	**(7,053)**	**(17,159)**	**582**	**203,348**

The accompanying notes from an integral part of these financial statements.

KİLER ALIŞVERİŞ HİZMETLERİ A.Ş.
CONSOLIDATED CASH FLOW STATEMENTS
FOR PERIODS ENDED 30.09.2011 AND 30.09.2010
(All amounts in thousands of Turkish Lira (TL) unless indicated otherwise.)

		Not Reviewed	Audited
CASH FLOWS DUE FROM OPERATING ACTIVITIES	**Notes**	**01.01.-30.09.2011**	**01.01.-30.09.2010**
Profit / (loss) before tax		(16,421)	16,384
Adjustments to reconcile net income to net cash provided by operating activities		**55,832**	**27,661**
Depreciation and amortization		14,012	14,251
Provision for employee termination benefit	16	2,018	1,210
Profit sale of fixed assets	22	(301)	(193)
Loss on sale of fixed assets	22	137	99
Provision for doubtful receivables, net	7 - 8 -17	980	4,620
Interest income	23	(5,470)	(1,178)
Interest cost	24	15,866	10,949
Foreign exchange gains	23	(542)	(22,822)
Foreign exchange losses	24	29,031	18,881
Unearned interest on trade receivables		60	(423)
Unearned interest on trade payables		(450)	1,452
Fair value of investment properties		--	815
Impairment on land and buildings		491	--
Operating income before changes in assets and liabilities related with operating activities		**39,411**	**44,045**
Changes in trade receivables		1,774	(10,163)
Changes in inventories		(74,669)	(27,714)
Changes in other receivables		(473)	(662)
Changes in other current assets		(4,435)	(1,520)
Changes in other non-current assets		2,866	3,660
Changes in trade payables		8,860	(16,850)
Changes in other payables		9,073	982
Changes in provision for payables		897	446
Changes in other current liabilities		(1,162)	539
Changes in other non current liabilities		844	--
Taxes paid		(109)	(2,248)
Employee termination benefit paid	16	(1,035)	(593)
Net cash provided by operating activities		**(18,158)**	**(10,078)**
B. CASH FLOWS FROM INVESTING ACTIVITIES			
Purchase of property, plant and equipment	11	(29,934)	(5,324)
Purchase of intangible assets	12	(438)	(202)
Purchase of investment properties	10	--	(23,846)
Sale of property, plant and equipment	11	1,276	721
Goodwill		(32,860)	--
Net cash provided from / (used in) investing activities		**(61,956)**	**(28,651)**
C. CASH FLOWS FROM FINANCING ACTIVITIES			
Repayment of financial liabilities		(129,813)	(98,423)
Loans obtained		139,726	175,275
Interest expense		(13,351)	(13,949)
Foreign exchange gains		542	5,627
Foreign exchange losses		(3,387)	(15,986)
Interest income		5,470	1,178
Other receivables from related parties		(401)	(9,234)
Other payables to related parties		13,634	(5,128)
Change in the share of minority		(11,901)	--
Share capital increases		13,500	4,800
Premium in access of par	18	66,150	--
Net cash provided from / (used in) financial activities		**80,169**	**44,160**
Changes in cash and cash equivalents		**55**	**5,431**
Cash and cash equivalents at the beginning of the period		36,539	33,662
Cash and cash equivalents at the end of the period		36,594	39,093

The accompanying notes from an integral part of these financial statements.

(All amounts in thousands of Turkish Lira (TL) unless indicated otherwise.)

NOTE 1 – COMPANY'S ORGANIZATION AND NATURE OF OPERATIONS

Kiler Alışveriş Hizmetleri Gıda San. ve Tic. A.Ş. ("Kiler" or "Kiler Alışveriş") was established in 1994 in Istanbul. Kiler is mainly engaged in retail and wholesale of essential goods. AS of 30.09.2011, Kiler has 124 stores (31.12.2010: 105) and together with its consolidated subsidiary total number of stores is 192 (31.12.2010: 173). As of 30.09.2011, Kiler has 3,381 employees (31.12.2010: 2,954).

Kiler Alışveriş purchased the property, plant and equipment of 12 of the Yimpaş chain stores in August 2008 and rented these stores. 10 of these stores underwent renewal modifications and were opened for service in 2008. The renewal modifications of the remaining 2 stores were completed and opened for service in February 2009.

Kiler's registered address is Namık Kemal Neighborhood, Kiler Road, Number: 96, Floor: 4 Esenyurt, Istanbul.

In the accompanying financial statements, Kiler Alışveriş Hizmetleri Gıda Sanayi ve Ticaret A.Ş. is referred to as "The Company'' and together with the subsidiaries is referred to as "The Group''. The interest share of The Company is shown below:

	Economic interest (%)		Ownership interest rate (%)	
Consolidated Company	**30.09.2011**	**31.12.2010**	**30.09.2011**	**31.12.2010**
Kiler Ankara Mağazacılık Sanayi Ticaret A.Ş.	96	47	100	54

(*) Kiler Ankara Mağazacılık Sanayi ve Ticaret A.Ş. belongs to the Canerler store chains which were bought by the Canerler family in 2005. The chain consisted of 49 stores, 1 integrated meat processing facility, 1 management building, a bakery production facility and a commodity warehouse. 47% of the Canerler store chain was purchased by Kiler Alışveriş and 3% of these shares were bought by Kiler Alışveriş's shareholders; Ümit Kiler, Nahit Kiler and Vahit Kiler. The A group shares held by Kiler Alışveriş and the Kiler family have the right of choosing 4 out of the 7 members of the board of directors for their own representation. The remaining 50% of the shares which represent the B group shares have the right of choosing 3 out of 7 members for the board of directors.

The remaining Kiler Ankara shares are purchased by Kiler Alışveriş from Canerler family in 2011 as detailed in Note 31 and as of the 30.09.2011 the share percentage is increased from 47% to 96%.

Some of the activities of the consolidated company are summarized below:

Kiler Ankara Mağazacılık Sanayi ve Ticaret A.Ş.

Kiler Ankara Mağazacılık Sanayi ve Ticaret A.Ş. ("Kiler Ankara"), was established in Ankara under the name of Canerler Gıda San. ve Tic. A.Ş. ("Canerler Gıda") and is engaged in retail sale. In 2005 50% of the shares of Canerler Gıda (new name Kiler Ankara) was sold to the Kiler family and the Kiler group of Companies. The control and management of Kiler Ankara belongs to the Kiler family and Kiler group of Companies. In 2011 Kiler Alışveriş is purchased shares from Canerler family again and the percentage is increased from 47% to 96%. As of 30.09.2011, there were 68 stores in Ankara (under the banner of Kiler) (31.12.2010: 68). As of 30.09.2011, the number of personnel employed was 1,671 (31.12.2010: 1,641).

The registered address of Kiler Ankara is; Çamlıca Mahallesi 12. Sokak No: 8 Macunköy Yenimahalle, Ankara.

NOTE 2 – BASIS OF PRESENTATION OF SUMMARY FINANCIAL STATEMENTS

2.1. Basis of Presentation

The consolidated financial statements of the Group have been prepared in accordance with International Financial Reporting Standards (IFRS), which comprise standards and interpretations approved by the International Accounting Standards Board and International Accounting Standards and Standing Interpretations Committee interpretations approved by the IASC that remain in effect.

The Company and its Turkish subsidiaries maintain their books of account and prepare their statutory financial statements in accordance with accounting principles in the Turkish Commercial Code ("TCC") and tax legislation. The consolidated financial statements are based on the statutory records with adjustments and reclassifications for the purpose of fair presentation in accordance with IFRS.

In accordance with the Communiqué No: XI-29, the entities are allowed to prepare a complete or condensed set of interim financial statements in accordance with IAS 34, "Interim Financial Reporting". In this respect, the Group has preferred to prepare condensed consolidated interim financial statements in the interim periods and prepared the mentioned condensed consolidated interim financial statements in compliance with CMB Financial Reporting Standards.

2.2. Going Concern

The Group prepares their financial statements in accordance with the principles of going concern.

2.3. Measurement currency and reporting currency

The Consolidated financial statements are presented by the Group's measurement and reporting currency "TL". The consolidated financial statements have been prepared based on cost method except financial assets and liabilities measured with fair value.

2.4. Comparable financial information and reclassification of prior period financial statements

For the compatibility of the current financial statements the comparative financial statements are reclassified if necessary, and material differences are disclosed.

2.5. Offsetting

Financial assets and liabilities are offset and the net amount reported in the balance sheet when there is a legally enforceable right to set off the recognized amounts and there is an intention to settle on a net basis or realize the asset and settle the liabilities simultaneously.

NOTE 2 – BASIS OF PRESENTATION OF SUMMARY FINANCIAL STATEMENTS (Continued)

2.6. Basis of consolidation
Consolidated financial statements include financial statements which are prepared as of the same date, of the Company and Subsidiaries.

The consolidation policy adopted by the Company in the preparation of its financial statements is explained below:

The consolidated financial statements incorporate the financial statements of the Company and entities controlled by the Company. Control is achieved where the Company has the power to govern the financial and operating policies of an entity so as to obtain benefits from its activities.

The balance sheet and income statement of the Group are consolidated on a line-by-line basis. All intra-group transactions, balances, income and expenses are eliminated on consolidation. Minority interests in the net assets of consolidated subsidiaries are identified separately from the Group's equity therein. Minority interests consist of the amount of those interests at the date of the original business combination and the minority's share of changes in equity since the date of the combination.

2.7. Changes in accounting policies, estimates and correction of errors
The effect of a change in accounting policy is applied retrospectively and prior period financial statements are issued again. If the changes in accounting estimation are in accordance with only one period, it is carried out in the same changing period but if the changes are in accordance with forward periods, it is carried out in the changing period and for forward periods.

The correction of fundamental errors that relate to the current period is normally included in the determination of net profit or loss for the current period. The correction of fundamental errors that relate to prior periods requires the restatement of the comparative information or the presentation of additional pro forma information. The amount of the correction of a fundamental error that relates to prior periods should be reported by adjusting the opening balance of retained earnings. Comparative information should be restated, unless it is impracticable to do so.

The group measured its investment properties and its land and buildings with cost method until 31.12.2009. On 31.12.2009 the Group chooses to measure its investment properties and land and buildings with fair value method

2.8. Critical accounting estimates, assumptions and judgment
The preparation of financial statements requires management to make estimates and assumptions that affect reported amounts of assets and liabilities and disclosure of contingent assets and liabilities at the date of the financial statements, and the reported amounts of revenues and expenses during the reporting period. Actual results could differ from these estimates. These estimates are reviewed periodically and as adjustments become necessary they are reported in earnings in the periods in which they become known.

The key assumptions concerning the future and other key sources of estimation uncertainty at the balance sheet date and the significant judgments are set out below:

- Allowance for doubtful debts reflect the amount set aside for the losses in the future related to receivables which exist at the balance sheet date but which, in the opinion of the management, carry the risk of collection due to current economic conditions. When evaluating whether receivables have suffered a loss in value the past performance of the debtors, their credibility in the market and their performance between the balance sheet date and report date together with changed circumstances are taken into consideration. In addition the collaterals existing as at the balance sheet date together with new collaterals obtained between the balance sheet date and report date are also taken into consideration. The allowance for doubtful receivables as of the balance sheet dates are explained under note 10 and 11.

NOTE 2 – BASIS OF PRESENTATION OF SUMMARY FINANCIAL STATEMENTS (Continued)

- When setting aside the provision for legal claims the probability of losing the related case and the results expected to be suffered in the event that the legal counsel of the Group and management of the Group make their best estimates to calculate the provision required.

- As for the diminution in value of inventories, all inventories are subjected to review and their usage possibility ascertained on the basis of the opinion of the technical personnel; provisions are set aside for items expected not to have usage possibility. Calculation of net realizable values of stocks is based on selling prices as disclosed by selling price lists after deduction of average discounts given during the year and selling expenses to be incurred for the realization of stocks. If the net realizable value of any inventory falls under its cost price appropriate provisions are accordingly set aside (Note 13).

- Property, plant and equipment and intangible assets held for use in the production or supply of goods or services, or for administrative purposes, are stated in the balance sheet at cost, less any subsequent accumulated depreciation and subsequent accumulated impairment losses. The Group estimates the useful life of tangible and intangible assets. Depreciation is charged using the straight line basis over the useful life which depends on the best estimation of the management. The useful life of property, plant and equipment and intangible assets are reviewed at each balance sheet date and changes are made as necessary (Note: 2.9)

- Deferred tax assets are accounted for only where it is likely that related temporary differences and accumulated losses will be recovered through expected future profits. When accounting for deferred tax losses it is necessary to make important estimations and evaluations with regard to taxable profits in the future periods.

2.9. Summary of Significant Accounting Policies
Significant accounting policies for financial statements are summarized below:

Revenue Recognition
The Group operates in its retail stores for the selling of food and drinks and durable consumer goods. The selling of goods is recorded once the goods are sold to the customer. The retail sales are generally in credit card or cash payments.

The income obtained from the sellers, the revenue premiums, the discounts obtained from sellers and the advertisement participation income recorded on accrual basis.

Trade receivables / payables
Trade receivables are measured at initial recognition at fair value and are subsequently measured at amortized cost using the effective interest rate method to set an allowance for unearned interest. Appropriate allowances for estimated irrecoverable amounts are recognized in profit or loss when there is objective evidence that the asset is impaired. The allowance recognized is measured as the difference between the asset's carrying amount and the present value of estimated future cash flows discounted at the effective interest rate computed at initial recognition. The decreases in the impairment of receivables are reflected in the current comprehensive period income statement.

Inventories
Inventories are stated at the lower of cost and net realizable value. Costs comprise direct materials and, where applicable, direct labor costs and those overheads that have been incurred in bringing the inventories to their present location and condition. Cost is calculated by the weighted average method. Net realizable value represents the estimated selling price less all estimated costs to completion and costs to be incurred in marketing, selling and distribution.

NOTE 2 – BASIS OF PRESENTATION OF SUMMARY FINANCIAL STATEMENTS (Continued)

Property, plant and equipment

Property, plant and equipment (except land and buildings) are stated at cost less accumulated depreciation and impairment. As of 31.12.2009 the Group accounted for its land and buildings under a revaluation model using the fair value method. The accumulated depreciation of the buildings is netted off with the cost and the net value is increased to the valued amount. Depreciation is provided on a straight-line basis based on the approximate useful economic life as follows:

	Year
Buildings	50
Machinery and equipment	10-20
Vehicles	8–14
Furniture and Fixtures	7-20
Leasehold improvements	10–14

At each balance sheet date, property, plant and equipment and intangible assets are reviewed for impairment whenever events or changes in circumstances indicate that the carrying amount of an asset may not be recoverable. Whenever the carrying amount of an asset exceeds its recoverable amount, an impairment loss is recognized in income for items of tangible and intangibles carried at cost. Recoverable value is the higher of the net sales value and the value of the use.

The gain or loss arising from the disposal or derecognition of an item of property, plant and equipment is the difference between the net sales proceeds, if any, and the restated carrying amount. The gain or loss arising from the disposal of an item of property, plant and equipment is recognized in profit or loss.

Expenditure that arises as a result of any of the real assets being replaced results in capitalization together with maintenance and fixtures. Other expenses that arise at a later date that add to the economic value of the product are also capitalized. All other expenses are accounted for as they are in the income statement during the assessment.

Investment Property

Investment property is property (land or a building or part of a building or both) held (by the owner or by the lessee under a finance lease) to earn rentals or for capital appreciation or both.

Investment property is recognized as an asset when it is probable that the future economic benefits that are associated with the property will flow to the entity, and the cost of the property can be reliably measured.

Initial measurement

Investment property is initially measured at cost, including transaction costs. Such cost should not include start-up costs, abnormal waste, or initial operating losses incurred before the investment property achieves the planned level of occupancy.

Measurement subsequent to initial recognition

IAS 40 permits entities to choose between the fair value model and the cost model.

NOTE 2 – BASIS OF PRESENTATION OF SUMMARY FINANCIAL STATEMENTS (Continued)

Fair value model
Investment property is re-measured at fair value, which is the amount for which the property could be exchanged between knowledgeable, willing parties in an arm's length transaction. Gains or losses arising from changes in the fair value of investment property are included in net profit or loss for the period in which it arises.

Cost Model
After initial recognition, investment property is accounted for in accordance with the cost model as set out in property, plant and equipment – cost less accumulated depreciation and less accumulated impairment losses.

All the investments properties should be accounted with the same accounting policy explained above.

The Group measured investment properties using the cost model until 31.12.2009. Since 31.12.2009 the Group has used the fair value model.

Intangible Assets
An intangible asset is recognized if it meets the identifiable criteria of intangibles, control exists over the asset and it is probable that the expected future economic benefits that are attributable to the asset will flow to the entity and the costs can be measured reliably. Intangible assets are carried at cost less accumulated amortization and impairment. Amortization of intangible assets except goodwill for which the accounting is explained above is allocated on a systematic pro-rata basis using the straight-line method.

	Year
Other intangible assets	5

Goodwill
Goodwill arising on the acquisition of a subsidiary or a jointly controlled entity represents the excess of the cost of acquisition over the Group's interest in the net fair value of the identifiable assets, liabilities and contingent liabilities of the subsidiary or jointly controlled entity recognized at the date of acquisition. Goodwill is initially recognized as an asset at cost and is subsequently measured at cost less any accumulated impairment losses. For the purpose of impairment testing, goodwill is allocated to each of the Group's cash-generating units expected to benefit from the synergies of the combination. Cash-generating units to which goodwill has been allocated are tested for impairment annually, or more frequently when there is an indication that the unit may be impaired. If the recoverable amount of the cash-generating unit is less than the carrying amount of the unit, the impairment loss is allocated first to reduce the carrying amount of any goodwill allocated to the unit and then to the other assets of the unit pro-rata on the basis of the carrying amount of each asset in the unit. An impairment loss recognized for good will is not reversed in a subsequent period.

NOTE 2 – BASIS OF PRESENTATION OF SUMMARY FINANCIAL STATEMENTS (Continued)

Impairment of assets
The Group assesses for assets for impairment whenever events or changes in circumstances indicate that the carrying amount of the assets may not be recoverable. An impairment loss is recognized for the amount by which the asset's carrying amount exceeds its recoverable amount.

The recoverable amount is the higher of an asset's fair value less costs to sell or value in use. Impairment losses are recognized in the income statement.

Financial investments
The Group classifies its financial assets held for trading.

Financial assets held for trading are either acquired for generating a profit from short term fluctuations in price or dealer's margin, or included in a portfolio in which a pattern of short term profit-making exists.

Financial assets held for trading are initially recognized at cost and are subsequently re-measured at fair value based on quoted bid prices. All related realized and unrealized gains and losses are included in the consolidated income statements.

Effective interest method
The effective interest method is a method of calculating the amortized cost of a financial asset and of allocating interest income over the relevant period. The effective interest rate is the rate that exactly discounts estimated future cash payments through the expected life of the financial liability, or, where appropriate, a shorter period.

Borrowing costs
Borrowing costs directly attributable to the acquisition, construction or production of qualifying assets, which are assets that necessarily take a substantial period of time to get ready for their intended use or sale, are added to the cost of those assets, until such time as the assets are substantially ready for their intended use or sale. Investment income earned on the temporary investment of specific borrowings pending their expenditure on qualifying assets is deducted from the cost of those assets. All other borrowing costs are recognized in net profit or loss in the period in which they are incurred.

Foreign currency transactions
Transactions in foreign currencies during the periods have been translated at the exchange rates prevailing at the dates of these transactions. Balance sheet items denominated in foreign currencies have been translated at the exchange rates prevailing at the balance sheet dates. The foreign exchange gains and losses are recognized in the income statement.

Earnings per share
Earnings per share disclosed in the income statement are determined by dividing net income by the weighted average number of shares.

NOTE 2 – BASIS OF PRESENTATION OF SUMMARY FINANCIAL STATEMENTS (Continued)

Other provisions, contingent liabilities and contingent assets

Other provisions are recognized when present obligations will probably lead to an outflow of economic resources from the Group and they can be estimated reliably. Timing or amount of the outflow may still be uncertain. A present obligation arises from the presence of a legal or constructive commitment that has resulted from past events, for example, product warranties granted legal disputes or onerous contracts. Restructuring provisions are recognized only if a detailed formal plan for the restructuring has been developed and implemented, or management has at least announced the plan's main features to those affected by it. Provisions are not recognized for future operating losses. Provisions are measured at the estimated expenditure required to settle the present obligation, based on the most reliable evidence available at the balance sheet date, including the risks and uncertainties associated with the present obligation. Any reimbursement expected to be received in the course of settlement of the present obligation is recognized, if virtually certain as a separate asset, not exceeding the amount of the related provision.
Where there are a number of similar obligations, the likelihood that an outflow will be required in settlement is determined by considering the class of obligations as a whole. In addition, long term provisions are discounted to their present values, where time value of money is material. All provisions are reviewed at each balance sheet date and adjusted to reflect the current best estimate.

In those cases where the possible outflow of economic resource as a result of present obligations is considered improbable or remote, or the amount to be provided for cannot be measured reliably, no liability is recognized in the balance sheet. Probable inflows of economic benefits to the Company that do not yet meet the recognition criteria of an asset are considered contingent assets.

Leases

Finance leases, which transfer to the Group substantially all the risks and benefits incidental to ownership of the leased item, are capitalized at the inception of the lease at the fair value of the leased property or, if lower, at the present value of the minimum lease payments. Lease payments are apportioned between the finance charges and reduction of the lease liability so as to achieve a constant rate of interest on the remaining balance of the liability. Finance charges are charged directly against income. Capitalized leased assets are depreciated over the estimated useful life of the asset.

Related Parties

For the purpose of the accompanying financial statements, key personnel in management and board of directors, their family and controlled or dependent companies, participations and subsidiaries of the Company are referred to as related parties.

Post balance sheet events

The Group retrospectively recognizes events after the balance sheet date if adjustment is required. If events after the balance sheet date do not require any adjustment, necessary disclosures are made in the notes of the financial statements.

Segment Reporting

As the Group operates in a single business segment and in a single geographic location, there is no basis for segment reporting.

NOTE 2 – BASIS OF PRESENTATION OF SUMMARY FINANCIAL STATEMENTS (Continued)

Government Incentives and Subsidies

These are reflected in the financial statements when the Group has complied with all of the requirements and reasonable assurance is formed that incentive or assistance will be obtained. Liabilities to governmental departments which may be forgone by the authorities are accepted as government incentives when reasonable assurance is formed that such liabilities will not be paid because the Group has complied with all the requirements related to the liability.

Customer loyalty program

The money points which the Group offers to its customers go within the context of IFIRC 13. Customers obtain money points when they shop from the stores which they can then use later. The Company accounts for the points that its customers obtain at fair values as deferred expense and according to IFIRC 13 this amount is reduced from sales.

Taxation

Income tax expense represents the sum of the tax currently payable and deferred tax. The tax currently payable is based on taxable profit for the year. Taxable profit differs from profit as reported in the income statement because it excludes items of income or expense that are taxable or deductible in other years and it further excludes items that are never taxable or deductible.

Deferred tax liabilities or assets are recognized on differences between the carrying amounts of assets and liabilities in the financial statements and the corresponding tax bases used in the computation of taxable profit, and are accounted for using the balance sheet liability method.

Deferred tax liabilities are generally recognized for all taxable temporary differences and deferred tax assets are recognized to the extent that it is probable that taxable profits will be available against which deductible temporary differences can be utilized.

The carrying amount of deferred tax assets is reviewed at each balance sheet date and reduced to the extent that it is no longer probable that sufficient taxable profits will be available to allow all or part of the asset to be used.

Deferred tax is calculated at the tax rates that are expected to apply in the period when the liability is settled or the asset realized. Deferred tax is charged or credited to profit or loss, except when it relates to items charged or credited directly to equity, in which case the deferred tax is also dealt with in equity.

Provision for employee termination benefits

Under Turkish law and union agreements, severance payments are made to employees retiring or involuntarily leaving the Group. Such payments are considered as being part of the defined retirement benefit plan as per International Accounting Standard No: 19 (revised) “Employee Benefits” (“IAS 19”). The retirement benefit obligation recognized in the balance sheet represents the present value of the defined benefit obligation as adjusted for unrecognized actuarial gains and losses.

Cash flow statements

Cash and cash equivalents, which are the short term investments in cash flow statements, comprise of cash, bank deposits and investments of less than three months maturity and can be directly converted to the cash and are not under the high risk of value changing.

NOTE 2 – BASIS OF PRESENTATION OF SUMMARY FINANCIAL STATEMENTS (Continued)

2.10. Adoption of New and Revised International Financial Reporting Standards

New and Revised International Financial Reporting Standards

In the current year, the Group has adopted all of the new and revised Standards and Interpretations issued by the International Accounting Standards Board (IASB) and International Financial Reporting Interpretations Committee (IFRIC) that are effective as at 30.09.2011 and that are relevant to its operations.

The new and amended IFRS and International Financial Reporting Interpretations Committee (''IFRIC'') interpretations effective for the financial period ending at 30.09.2011:
The accounting policies, which are basis of presentation of consolidated financial statements, are consistent with those of the previous financial year except for the new standards and interpretation summarized below. The following new and amended IFRS and IFRIC interpretations are adopted in the periods beginning on 01.01.2011:

- IFRIC 17 Distributions of Non-cash Assets to Owners,
- IAS 39 Financial Instruments: Recognition and Measurement (Amended) – eligible hedged items,
- Improvements to IFRS (May 2008),
- The amendments to IFRS 2, "Share Based Payments", share based payments paid in cash by the group.
- Improvements to IFRS (April 2009).
- IFRS 3 (Revised)" Business Combinations" and IAS 27 (Revised) "Consolidated and Separate Financial Statements"

- IFRS 1 Amendment on Limited Exemption from Comparative IFRS 7 Disclosures for First-time Adopters to IFRSs. Amendments made in the standard introduce limited exemption to the first-time adopters concerning the comparable presentation of UFRS 7 Fair Value disclosures.

-IFRS 7 'Financial Instruments Disclosures', effective for annual periods beginning on or after 01.01.2011. This improvement gives clarifications of disclosures required by IFRS 7 and emphasized the interaction between quantitative and qualitative disclosures and the nature and extend of risks associated with financial instruments.

IFRIC 14 (Amended) ''Prepayments of a Minimum Funding Requirement'', is effective for annual periods beginning on or after 01.01.2011. The purpose of this amendment was to permit entities to recognize as an asset some voluntary prepayments for minimum funding contributions. Earlier application is permitted and must be applied retrospectively. The Group does not expect that this amendment will have any impact on the financial statements of the Group.

IAS 24 (Revised) 'Related Party Disclosures' is effective for annual periods beginning on or after 01.01.2011. This revision related to the judgment which is required so as to assess whether a government and entities known to the reporting entity to be under the control of that government are considered as a single customer. In assessing this, the reporting entity shall consider the extent of the economic integration between those entities. Early application is permitted and adoption shall be applied retrospectively. The Group does not expect that this amendment will have an impact on the financial statements of the Group.

- IFRS 1 Amendment on Limited Exemption from Comparative IFRS 7 Disclosures for First-time Adopters to IFRSs. Amendments made in the standard introduce limited exemption to the first-time adopters concerning the comparable presentation of UFRS 7 Fair Value disclosures.

NOTE 2 – BASIS OF PRESENTATION OF SUMMARY FINANCIAL STATEMENTS (Continued)

IFRIC 19 ‘‘Extinguishing Financial Liabilities with Equity Instruments’’, is effective for annual periods beginning on or after 01.07.2010. This interpretation addresses the accounting treatment when there is a renegotiation between the entity and the creditor regarding the terms of a financial liability fully or partially. IFRIC 19 clarifies such equity instruments are ‘consideration paid’ in accordance with paragraph 41 of IAS 39. As a result, the financial liability is derecognized and the equity instruments issued are treated as consideration paid to extinguish that financial liability. The Group does not expect that this amendment will have any impact on the financial statements of the Group.

IAS 32 (Revised) ‘‘Classification on Rights Issues’’, is effective for annual periods beginning on or after 01.02.2010. This amendment relates to the rights issues offered for a fixed amount of foreign currency which were treated as derivative liabilities by the existing standard. The amendment states that if certain criteria are met, these should be classified as equity regardless of the currency in which the exercise price is denominated. The amendment is to be applied retrospectively. The Group does not expect that this amendment will have any impact on the financial statements of the Group.

- Improvements to IFRSs (2009)
- IFRS 1 Additional Exemptions for First-time Adopters (Amendments to IFRS 1) effective from 1 January 2010
- IFRS 2 Group Cash-settled Share-based Payment Transactions (Amendments to IFRS 2)

Effective from 1 January 2010

-IFRS 1 First-time Adoption of International Financial Reporting Standards (Revised 2008)

Effective from 1 July 2009

-IFRS 3: Contingent consideration that arose from business combinations with acquisition dates precede the adoption of revised IFRS 3.
-IFRS 3: Measurement of non-controlling interests
-IFRS 3: The replacement of the acquirer’s share-based payment transactions (whether obliged or voluntarily)
- IFRIC 18 Transfers of Assets from Customers

Improvements to IFRSs (published at May 2010):
In May 2010 the IASB issued its third omnibus of amendments to its standards, primarily with a view to removing inconsistencies and clarifying wording. The effective dates of the improvements are various beginning on 01.07.2010. Early application is permitted in all cases and this annual improvements Project has not yet been endorsed by the European Union.

Improvements to IFRSs below are not expected to have an impact on the financial statements of the Group;
IFRS 3: Contingent consideration that arose from business combinations with acquisition dates precede the adoption of revised IFRS 3.
IFRS 3: Measurement of non-controlling interests
IFRS 3: The replacement of the acquirer’s share-based payment transactions (whether obliged or voluntarily)
IAS 1: Clarification to the statement of changes in equity
IAS 27: Clarification of the consequential amendments from IAS 27 ‘Consolidated and Separate Financial Statements’ made to IAS 21, IAS 28 and IAS 31
IFRIC 13: Customer Loyalty Programs: The fair value of award credits
IAS 34 Interim Financial Reporting: Guidance to illustrate how to apply disclosure principles and additional disclosure requirements.

NOTE 2 – BASIS OF PRESENTATION OF SUMMARY FINANCIAL STATEMENTS (Continued)

The new and amended IFRS and IFRIC interpretations effective for the financial periods beginning after 30.09.2011:

The new and amended IFRS and IFRIC interpretations, which are published but not effective as at the date of the approval of the financial statements and not early adopted by the Group, are as follows:

IFRS 13 Fair Value Measurement 1 January 2013
IFRS 13 has been issued in order to provide a single source of guidance for all fair value measurements and to clarify the definition of fair value has been broadcasted in May 12, 2011. Prior to its publication, the guidance on fair value was distributed across many IFRSs, with some containing quite limited guidance while others contained extensive guidance that was not always consistent. The global financial crisis highlighted the need to improve the transparency of how fair value is measured and also how fair value should be measured when the market for an asset or liability becomes less active. While the measurement principles will be unchanged in many situations, there will be individual scenarios where the effects of IFRS 13 could be significant. These changes will be applicable for the periods beginning on or after 1 January 2013. Group, has not yet identified the effects that may occur in the financial statements as a result of the implementation of this standard.

IFRS 12 Disclosure of Interests in Other Entities effective from 1 January 2013
IFRS 12 The Standard integrates and makes consistent the disclosure requirements for subsidiaries, joint arrangements, associates and unconsolidated structured entities provides transparency about the risks to which a reporting entity is exposed from its involvement with structured entities. These changes will be applicable for the periods beginning on or after 1 January 2013. Group, has not yet identified the effects that may occur in the financial statements as a result of the implementation of this standard.

IFRS 11 Joint Arrangements effective from 1 January 2013;
Arrangements that would have previously been classified as ‘jointly controlled operations’ or ‘jointly controlled assets’ categories will fall into the newly defined category of ‘joint operation’. Under IFRS 11, a joint operator recognizes and measures the assets and liabilities (and the related revenues and expenses) in relation to its interest in the arrangement in accordance with relevant IFRSs applicable to the particular assets, liabilities, revenues and expenses. Similarly most arrangements previously classified as ‘jointly controlled entities’ under IAS 31, will be classified as ‘joint ventures’ under IFRS 11. A joint venture recognizes its investment in a joint venture and accounts for it using equity accounting (in accordance with IAS 28 Revised) – the option of using proportionate consolidation that was contained in IAS 31 no longer exists. These changes will be applicable for the periods beginning on or after 1 January 2013. Group, has not yet identified the effects that may occur in the financial statements as a result of the implementation of this standard.

IFRS 10 Consolidated Financial Statements effective from 1 January 2013;
IFRS 10 standard supersedes IAS 27 ‘Consolidated and Separate Financial Statements ‘and SIC-12 ‘Consolidation – Special Purpose Entities’ .IFRS 10 aims to address these concerns with a new, principle-based, definition of control that will be applied to all types of investee (including special purpose vehicles and more conventional voting interest entities) to determine which are consolidated. In order to determine whether a reporting entity has control over another entity in which it has invested, the following three elements must always be present in accordance with IFRS 10: i) power over the investee ii) exposure, or rights, to variable returns from its involvement with the investee iii) the ability to use its power over the investee to affect the amount of the investor’s returns. These changes will be applicable for accounting periods beginning on or after 1 January 2013. Group, has not yet identified the effects that may occur in the financial statements as a result of the implementation of this standard.

NOTE 2 – BASIS OF PRESENTATION OF SUMMARY FINANCIAL STATEMENTS (Continued)

IAS 28 Investments in Associates and Joint Ventures effective from 1 January 2013
IAS 28 'Investments in Associates and Joint Ventures' (2011) has been revised with the release of the standards: IAS 28, IFRS 10, IFRS 11 and IFRS 12.
IAS 27 Separate Financial Statements effective from 1 January 2013
IAS 27: IAS 27 "Consolidated and Separate Financial Statements" presents disclosures on transitional provisions regarding the changes made to IAS 21, IAS 28 and IAS 31. The requirements for separate financial statements are unchanged while disclosures requirements have been added to IAS 27 (revised) standard. Other information in IAS 27 has been replaced by the information mentioned in IFRS 10 standard.

IAS 19 Employee Benefits (Revised 2011) effective from 1 January 2013;
The amendments to IAS 19 change the accounting treatment for defined benefit plans and termination benefits. These changes will be applicable for the periods beginning on or after 1 January 2013. Group, has not yet identified the effects that may occur in the financial statements as a result of the implementation of this standard.

IFRS 9 Financial Instruments effective from 1 January 2013;
IFRS 9 'Financial Instruments –Phase 1 financial assets, classification and measurement', is effective for annual periods beginning on or after 01.01.2013. Phase 1 of IFRS 9 Financial Instruments introduces new requirements for classifying and measuring financial assets. Early adoption is permitted. This standard has not yet been endorsed by the EU. The Group is assessing the impact of the new standard.

IAS 1 Presentation of Items of Other Comprehensive Income (2011) effective from 1 July 2012 (Amendments to IAS 1);
The amendments to IAS 1 present explanatory information regarding the disclosure of the items included in other comprehensive income and classification of these items. These changes will be applicable for the periods beginning on or after 1 July 2012. Group, has not yet identified the effects that may occur in the financial statements as a result of the implementation of this standard.

IAS 12 Deferred Tax: Recovery of Underlying Assets effective from 1 January 2012 (Amendments to IAS 12);
IAS 12 'Deferred Tax: Recovery of Underlying Assets' (Amendment), is mandatory for annual periods beginning on or after 01.01.2012. IAS 12 has been updated to include i) a rebuttable presumption that deferred tax on investment property measured using the fair value model in IAS 40 should be determined on the basis that its carrying amount will be recovered through sale and ii) a requirement that deferred tax on non- depreciable assets, measured using the revaluation model in IAS 16, should always be measured on a sale basis.

IFRS 7 'Financial Instruments: Disclosure as part of its comprehensive review of off balance sheet activities' (Amended),is effective for annual periods beginning on or after 01.07.2011. The purpose of this amendment is to allow users of financial statements to improve their understanding of transfer transaction of financial assets (e.g. securitizations); including understanding the possible effects of additional disclosures if a disproportionate amount of transfer transactions are undertaken around the end of a reporting period. The amendments broadly align the relevant disclosure requirements of IFRSs. The Group has not yet assessed the impact of the new standard.

NOTE 3 - SEGMENT REPORTING

As the Group operates in a single business segment and in a single geographic location, there is no basis for segment reporting.

(All amounts in thousands of Turkish Lira (TL) unless indicated otherwise.)

NOTE 4 - CASH AND CASH EQUIVALENTS

	30.09.2011	31.12.2010
Cash	6,603	7,331
Banks		
- Demand Deposit – TL	8,513	3,416
- Demand Deposit – USD	69	230
- Demand Deposit – EURO	46	79
- Demand Deposit – GBP	4	37
Credit Card Receivables	21,359	25,446
	36,594	**36,539**

NOTE 5 – FINANCIAL INVESTMENTS

	30.09.2011		31.12.2010	
Long Term:	**Percentage (%)**	**TL**	**Percentage (%)**	**TL**
KBC Gıda San. Tic. Ltd. Şti.	10.85	54	10.85	54
		54		**54**

(All amounts in thousands of Turkish Lira (TL) unless indicated otherwise.)

NOTE 6 – FINANCIAL LIABILITIES

	30.09.2011	31.12.2010
Short Term		
Bank Loans		
- TL	106,179	47,387
- USD	91,229	83,216
- EURO	7,547	31
Leasing payables	739	107
	205,694	**130,741**
Long Term		
Bank Loans		
- TL	6,161	17,447
- USD	63,595	91,146
- EURO	3	24
Leasing payables	2,385	408
	72,144	**109,025**

The maturity of financial liabilities is listed below:

	30.09.2011	31.12.2010
0 - 3 months	32,525	39,385
3 - 12 months	173,169	91,356
1 - 2 years	42,405	59,012
2 - 3 years	29,179	28,003
3 – 4 years	560	22,010
	277,838	**239,766**

(All amounts in thousands of Turkish Lira (TL) unless indicated otherwise.)

NOTE 6 - FINANCIAL LIABILITIES (Continued)

As of 30.09.2011, the detail of financial liabilities is listed below (Leasing payables are excluded):

	Currency	Maturity	Nominal Balance	Book Value
Unguaranteed loan	TL	03.10.2011	1,064	1,064
Loan under guarantee (1)	TL	11.04.2012	1,000	1,000
Loan under guarantee (1)	TL	24.12.2011	750	751
Loan under guarantee (1)	USD	12.12.2011	1,153	1,157
Loan under guarantee (3)	USD	03.07.2014	86,993	87,985
Loan under guarantee (3)	USD	09.07.2012	36,906	37,478
Loan under guarantee (8)	TL	10.07.2012	43	43
Loan under guarantee (8)	TL	07.12.2012	22	22
Loan under guarantee (8)	EURO	18.10.2012	41	41
Loan under guarantee (8)	TL	22.06.2012	234	234
Loan under guarantee (1)	TL	06.04.2012	1,490	1,574
Loan under guarantee (6)	USD	31.08.2012	9,891	9,957
Loan under guarantee (6)	TL	15.09.2012	4,000	4,000
Loan under guarantee (4)	TL	01.10.2012	23,000	23,692
Loan under guarantee (4)	TL	28.09.2012	3,750	3,750
Loan under guarantee (4)	TL	06.08.2012	20,000	20,000
Loan under guarantee (8)	TL	04.01.2013	156	157
Loan under guarantee (8)	TL	21.04.2012	9	9
Loan under guarantee (8)	TL	11.03.2013	196	197
Loan under guarantee (8)	TL	25.03.2013	197	197
Loan under guarantee (8)	TL	21.03.2013	65	66
Loan under guarantee (8)	TL	14.03.2013	52	53
Loan under guarantee (8)	TL	14.06.2012	57	58
Loan under guarantee (9)	EURO	11.07.2012	7,487	7,509
Loan under guarantee (1)	TL	21.11.2011	10,000	10,275
Loan under guarantee (2)	USD	03.01.2014	12,179	12,249
Loan under guarantee (5)	USD	03.01.2014	2,602	2,617
Loan under guarantee (5)	USD	03.01.2014	1,827	1,837
Loan under guarantee (1)	TL	06.07.2012	5,000	5,000
Loan under guarantee (1)	TL	05.07.2012	7,500	7,500
Loan under guarantee (8)	TL	09.07.2012	58	58
Loan under guarantee (1)	TL	31.12.2012	5,000	5,163
Loan under guarantee (7)	TL	30.12.2011	6,250	6,250
Loan under guarantee (4)	TL	09.09.2012	10,000	10,077
Loan under guarantee (4)	TL	27.09.2012	10,000	10,011
Loan under guarantee (8)	TL	04.01.2013	531	552
Loan under guarantee (8)	TL	10.07.2012	43	43
Loan under guarantee (10)	USD	16.07.2012	1,541	1,544
Unguaranteed loan	TL	04.10.2011	544	544
			271,631	**274,714**

NOTE 6 - FINANCIAL LIABILITIES (Continued)

(1) Obtained with Kiler Holding A.Ş. and other shareholders' guarantee.
(2) The sections numbered 8, 9, 14, 15, 17, 18 and 19 of the Esenyurt head office building of Kiler Alışveriş have been mortgaged.
(3) Kiler Holding A.Ş., the shareholders of Kiler Alışveriş, and other shareholders pledged 81% of Kiler Alışveriş shares on behalf of the lender (Note 27).
(4) Kiler Holding A.Ş., the shareholders of Kiler Alışveriş, pledged 9% of Kiler Alışveriş shares on behalf of the lender (Note 27).
(5) Obtained with Kiler Holding A.Ş.'s guarantee and a mortgage of Şirinevler store.
(6) The sections numbered 10, 11, 12 and 13 of the Esenyurt head office building of Kiler Alışveriş have been mortgaged.
(7) POS accounts of the Company are primarily charged by the bank under the condition of keeping the most recent installment and releasing the remaining balance free.
(8) Obtained with a mortgage on vehicles.
(9) Başakşehir building of Kiler Alışveriş has been mortgaged.
(10) Obtained with Kiler Holding A.Ş.'s guarantee and a mortgage of Kartal building.

As of 30.09.2011 average effective rates are 14.58% for financial liabilities in TL, 6.04% for financial liabilities in USD and 5.87% for financial liabilities in EURO.

(All amounts in thousands of Turkish Lira (TL) unless indicated otherwise.)

NOTE 6 - FINANCIAL LIABILITIES (Continued)

As of 31.12.2010, the detail of financial liabilities is listed below (Leasing payables are excluded):

	Currency	Maturity	Nominal Balance	Book Value
Unguaranteed loan	TL	02.01.2011	893	893
Loan under guarantee (8)	TL	04.01.2013	233	235
Loan under guarantee (8)	TL	21.04.2012	20	20
Loan under guarantee (1)	TL	02.03.2011	2,000	2,213
Loan under guarantee (1)	TL	17.02.2011	2,000	2,218
Loan under guarantee (1)	TL	07.03.2011	500	552
Loan under guarantee (1)	TL	15.03.2011	1,000	1,100
Loan under guarantee (1)	TL	13.05.2011	800	866
Loan under guarantee (1)	TL	23.06.2011	600	640
Loan under guarantee (1)	TL	21.06.2011	1,400	1,404
Loan under guarantee (1)	TL	28.03.2011	900	986
Loan under guarantee (1)	TL	22.01.2011	2,000	2,005
Loan under guarantee (8)	TL	17.08.2011	43	43
Loan under guarantee (6)	USD	03.01.2014	13,888	14,163
Loan under guarantee (5)	USD	03.01.2014	2,083	2,123
Loan under guarantee (5)	USD	03.01.2014	2,967	3,025
Loan under guarantee (4)	TL	01.10.2011	4,000	4,120
Loan under guarantee (4)	TL	01.10.2012	23,000	23,692
Loan under guarantee (4)	USD	01.08.2011	12,863	13,293
Loan under guarantee (1)	TL	01.03.2011	500	512
Loan under guarantee (1)	TL	29.03.2011	750	773
Loan under guarantee (1)	TL	24.12.2011	3,000	3,005
Loan under guarantee (1)	USD	12.12.2011	3,865	3,879
Loan under guarantee (3)	USD	03.07.2014	85,030	87,008
Loan under guarantee (3)	USD	06.07.2011	30,920	31,448
Loan under guarantee (2)	USD	31.08.2012	16,573	17,043
Loan under guarantee (8)	TL	10.07.2012	77	78
Loan under guarantee (8)	TL	07.12.2012	33	34
Loan under guarantee (8)	EURO	18.10.2012	55	56
Unguaranteed loan	TL	03.01.2011	471	471
Loan under guarantee (7)	TL	30.03.2011	6,250	6,250
Loan under guarantee (1)	TL	04.08.2011	9,700	10,162
Loan under guarantee (1)	TL	25.02.2011	90	90
Loan under guarantee (1)	TL	23.02.2011	147	148
Loan under guarantee (1)	TL	02.02.2011	259	260
Loan under guarantee (1)	TL	02.02.2011	259	260
Loan under guarantee (1)	TL	25.01.2011	130	130
Loan under guarantee (1)	TL	26.01.2011	194	196
Loan under guarantee (1)	TL	07.03.2011	194	195
Loan under guarantee (1)	TL	16.03.2011	78	78
Loan under guarantee (8)	TL	04.01.2013	793	817
Loan under guarantee (8)	TL	10.07.2012	77	78
Loan under guarantee (1)	USD	16.07.2012	2,374	2,379
Loan under guarantee (1)	TL	23.03.2011	186	186
Loan under guarantee (1)	TL	29.03.2011	62	62
Loan under guarantee (1)	TL	31.03.2011	62	62
			233,319	**239,251**

(All amounts in thousands of Turkish Lira (TL) unless indicated otherwise.)

NOTE 6 - FINANCIAL LIABILITIES (Continued)

(1) Obtained with Kiler Holding A.Ş. and other shareholders' guarantee.
(2) The sections numbered 8, 9, 14, 15, 17, 18 and 19 of the Esenyurt head office building of Kiler Alışveriş have been mortgaged.
(3) Kiler Holding A.Ş., the shareholders of Kiler Alışveriş, and other shareholders pledged 81% of Kiler Alışveriş shares on behalf of the lender (Note 27).
(4) Kiler Holding A.Ş., the shareholders of Kiler Alışveriş, pledged 9% of Kiler Alışveriş shares on behalf of the lender (Note 27).
(5) Obtained with Kiler Holding A.Ş.'s guarantee and a mortgage of Şirinevler store.
(6) The sections numbered 10, 11, 12 and 13 of the Esenyurt head office building of Kiler Alışveriş have been mortgaged.
(7) POS accounts of the Company are primarily charged by the bank under the condition of keeping the most recent installment and releasing the remaining balance free.
(8) Obtained with a mortgage on vehicles.

As of 31.12.2010 average effective rates are 12.23% for financial liabilities in TL, 5.68% for financial liabilities in USD and 6.98% for financial liabilities in EURO.

NOTE 7 - TRADE RECEIVABLES AND PAYABLES

Short term	**30.09.2011**	**31.12.2010**
Accounts Receivables		
- Third Parties	5,490	2,759
- Related Parties (Not 27)	4,295	5,628
Notes Receivables		
- Third Parties	620	201
- Related Parties (Not 27)	--	3,591
	10,405	12,179
Deferred financing expense (-)	(189)	(129)
Provision for doubtful receivables (-)	(685)	(670)
	9,531	**11,380**

(All amounts in thousands of Turkish Lira (TL) unless indicated otherwise.)

NOTE 7 - TRADE RECEIVABLES AND PAYABLES (Continued)

The movement of provision for doubtful receivables is listed below:

	01.01.- 30.09.2011	01.01.- 31.12.2010
Opening balance	670	592
Charge for period	15	78
Closing balance	**685**	**670**

Trade receivables from third parties maturity is listed below:

	30.09.2011	31.12.2010
Overdue received (*)	685	670
Between 0-3 months	1,129	345
Between 3-6 months	4,296	1,945
	6,110	**2,960**

Trade receivables from related parties maturity is listed below:

	30.09.2011	31.12.2010
Overdue received	586	2,142
Between 0-3 months	2,375	4,532
Between 3-6 months	1,334	2,545
	4,295	**9,219**

(*)A provision of TL 685 (2010: TL 670) has been set aside for the above mentioned overdue receivables which are without sufficient security.

The Group’s sales are generally retail sales in cash. The average collection period for the Company's trade receivables from related parties is 45 days (2010: 45) and for other trade receivables is 60 days (2010: 60).

(All amounts in thousands of Turkish Lira (TL) unless indicated otherwise.)

NOTE 7 - TRADE RECEIVABLES AND PAYABLES (Continued)

Short-term trade payables	**30.09.2011**	**31.12.2010**
Trade Payables		
- Third Parties	133,497	124,412
- Related Parties (Note 27)	5,828	4,776
Notes Payable		
- Third Parties	18,017	17,211
- Related Parties (Note 27)	1,183	--
Other Trade Payables	241	212
	158,766	146,611
Deferred Financing Income (-)	(1,670)	(1,220)
	157,096	**145,391**

Long-term trade payables	**30.09.2011**	**31.12.2010**
Notes Payable		
- Third Parties	4,980	8,275
	4,980	**8,275**

Trade Payables to third parties maturity listed below:

	30.09.2011	**31.12.2010**
Overdue payables	533	654
Between 0-3 months	143,576	138,954
Between 3-6 months	5,449	1,070
Between 6-12 months	2,197	1,157
More than one year	4,980	8,275
	156,735	**150,110**

Trade Payables to related parties maturity listed below:

	30.09.2011	**31.12.2010**
Between 0-3 months	4,829	4,776
Between 3-6 months	2,182	--
	7,011	**4,776**

The average payment period for the Company's trade payables to related parties is 45 days (2010: 45) and for other trade payables is 60 days (2010: 30).

(All amounts in thousands of Turkish Lira (TL) unless indicated otherwise.)

NOTE 8 – OTHER RECEIVABLES AND PAYABLES

Short term receivables:	30.09.2011	31.12.2010
Sundry receivables		
- Third parties	3,644	3,175
- Related parties (Note 27)	68,221	77,012
- Shareholders (Note 27)	22,160	12,968
Provision from doubtful receivables (-)	(2,425)	(2,058)
	91,600	**91,097**

Provision for other doubtful receivables is listed below:

	01.01.- 30.09.2011	01.01.- 31.12.2010
Opening balance	2,058	1,140
Charge for period	784	1,355
Proceeds from doubtful receivables	(413)	(371)
Doubtful receivables written-off	(4)	(66)
Closing balance	**2,425**	**2,058**

Short term payables:	30.09.2011	31.12.2010
Due to personnel	4,083	3,336
Order advances received	59	125
Other sundry payables		
- Third parties	6,608	985
- Related parties (Note 27)	212	20,347
- Shareholders (Note 27)	8,997	1,228
	19,959	**26,021**

Long term payables:	30.09.2011	31.12.2010
Other sundry payables		
- Third parties	2,769	--
- Shareholders (Note 27)	26,000	--
	28,769	**--**

(All amounts in thousands of Turkish Lira (TL) unless indicated otherwise.)

NOTE 9 - INVENTORIES

	30.09.2011	**31.12.2010**
Raw materials	6,100	3,402
Merchandises (*)	272,144	200,936
Other inventories	587	137
Provision for diminution in value (-)	--	(313)
	278,831	**204,162**

(*) In 2010, the Company determined to sell its slow moving merchandises amounting to TL 30,652 in the accompanying financial statements as of 31.12.2009 (there is no remaining balance as of 30.09.2011, the remaining balance as of 31.12.2010: TL 5,703) to its related parties for TL 32,149 by deducting the sale amount from related parties' current accounts. The sale is planned to be TL 10,426 from Kiler Alışveriş's merchandises (there is no remaining balance as of 30.09.2011) and TL 20,226 (there is no remaining balance as of 30.09.2011) from Kiler Ankara's merchandises. Kiler Alışveriş and Kiler Ankara have signed separate protocols with each related party on 03.03.2010 to sell TL 28,209 (there is no remaining balance as of 30.09.2011) of their merchandises.

The sales plan of the above mentioned merchandises is detailed below:

	01.01.- 30.09.2011	**01.01.- 31.12.2010**
Opening	313	790
Charge for the period	--	313
Proceeds from provision of inventory	(313)	--
Insurance claims income	--	(25)
Inventories written-off	--	(765)
	--	**313**

Insurance guarantee on inventories amounts to TL 112,385 (2010: 98,117 TL).

(All amounts in thousands of Turkish Lira (TL) unless indicated otherwise.)

NOTE 10- INVESTMENT PROPERTY

	31.12.2009	Additions	Fair value	31.12.2010	Additions	30.09.2011
Cost value						
Land	1,168	--	46	1,214	--	1,214
Building	22,072	23,846	2,052	47,970	--	47,970
Net book value	**23,240**	**23,846**	**2,098**	**49,184**	**--**	**49,184**

Type of real estate	Expert company	Expert report date	Report number	Net book value	Fair value
Bahçelievler land (1)	Arge Gayrimenkul Değerleme ve Danışmanlık A.Ş.	21.03.2011	2011_0387	1,168	1,214
Esenyurt building (sections numbered 8, 15, 17, 18 and 19) (2)	Arge Gayrimenkul Değerleme ve Danışmanlık A.Ş.	21.02.2011	2011_0388	22,072	22,700
Esenyurt building (sections numbered 10, 11, 12 and 13) (3)	Arge Gayrimenkul Değerleme ve Danışmanlık A.Ş.	21.02.2011	2011_0388	23,846	25,270
				47,086	**49,184**

(All amounts in thousands of Turkish Lira (TL) unless indicated otherwise.)

NOTE 10- INVESTMENT PROPERTY (Continued)

(1) Bahçelievler land
The building plot is in the province of Istanbul, Bahçelievler, Kocasinan, 1 plot, 15704 parcel is a common property. According to the land registry office records the land is registered to Fatma Elbasan and other shareholders. The relation with Kiler Alışveriş is created with the real estate sale promise contract stated between Kiler Alışveriş and Hüseyin Ermiş, Biray Ermiş Samet Ermiş, Serkan Ermiş, Sertaç Ermiş, Mümin Çakıcı, Fatma Arıcı, İzzet Akçor, Fatma Kültür, Halil Akçor, Nurcan Erkin, Fatma Ermiş, Nurhan Ermiş, İrfan Meral, Fatma Elbasan Ayşe Biçim, Reyhan Kaplan, Bedika Ermiş, Necdet Ermiş, Hikmet Ermiş or their assignees. According to the sales promise contracts 26 of 36 shares has been bought by Kiler Alışveriş and these sale contracts have been approved by the notary. However these transactions have not been recorded in the land registry records yet.

(2) Esenyurt building (sections numbered 8, 15, 17, 18 and 19)
The building is registered in Istanbul, Esenyurt on a 347 block on 10 parcel and consists of office sections. The closed area is 16,500 m^2 and 13,074 m^2 of this area is rented to related companies. The remaining 3,426 m^2 is in the use of the Company and is classified in plant, property and equipment. The Company bought this real estate from related party Kiler Gayrimenkul Yatırım Ortaklığı A.Ş. on 28.08.2009.

(3) Esenyurt building (sections numbered 10, 11, 12 and 13)
The building is registered in Istanbul, Esenyurt on a 347 block on 10 parcel and consists of warehouse sections. The closed area is 20,863 m^2 is totally rented. The Company bought this real estate from its related party Kiler Gayrimenkul Yatırım Ortaklığı A.Ş. on 06.01.2010 amounting TL 23,458. The net book value of this real asset as of 06.01.2010 was TL 23,846 and the current market value was TL 25,270. The value increase amounting TL 1,424 has been reflected in the income statement in the other income account.

Details of investment property are listed below:

Explanation	Exact Square Meters	Exact Square Meters Leased	Monthly rent	Net book value
Bahçelievler land	1,170	--	--	1,214
Esenyurt building (sections numbered 8, 15, 17, 18 and 19)	13,074	3,470	17,351 USD	22,700
Esenyurt building (sections numbered 10, 11, 12 and 13)	8,315	8,315	38,000 USD	10,071
Esenyurt building (sections numbered 10, 11, 12 and 13)	2,088	2,088	9,918 USD	2,529
Esenyurt building (sections numbered 10, 11, 12 and 13)	5,553	5,553	26,377 USD	6,726
Esenyurt building (sections numbered 10, 11, 12 and 13)	4,907	4,907	24,535 USD	5,944
	35,107	**24,333**		**49,184**

As of the report date the Group's investment properties are mortgaged by banks as follows:

			30.09.2011		31.12.2010	
Bank	**Type**	**Foreign Currency Type**	**Foreign Currency Type**	**TL Balance**	**Foreign Currency Type**	**TL Balance**
Halkbank	Real Estate	USD	22,500	41,519	22,500	34,785
Yapı Kredi Bankası	Real Estate	USD	16,500	30,447	16,500	25,509

(All amounts in thousands of Turkish Lira (TL) unless indicated otherwise.)

NOTE 11 - PROPERTY, PLANT AND EQUIPMENT

	31.12.2009	Additions	Disposals	Revaluation Differences	31.12.2010	Additions	Disposals	Revaluation Differences	30.09.2011
Cost value									
Land	21,311	--	--	--	21,311	11,491	--	(491)	32,311
Buildings	15,143	--	--	(203)	14,940	--	--	--	14,940
Machinery and equipment	3,499	192	--	--	3,691	24	--	--	3,715
Vehicles	14,724	1,376	(1,894)	--	14,206	2,264	(1,870)	--	14,600
Furniture and fixtures	119,248	2,832	(118)	--	121,962	6,324	--	--	128,286
Leasehold improvements	38,224	2,377	(74)	--	40,527	6,869	--	--	47,396
Machinery and equipment under financial leasing	1,262	549	--	--	1,811	--	--	--	1,811
Vehicles under financial leasing	500	--	--	--	500	--	(120)	--	380
Furniture and fixtures under financial leasing	1,879	--	--	--	1,879	2,962	--	--	4,841
Advances given	5	--	(5)	--	--	--	--	--	--
	215,795	7,326	(2,091)	(203)	220,827	29,934	(1,990)	(491)	248,280
Accumulated Depreciation									
Buildings	--	310	--	(142)	168	251	--	--	419
Machinery and equipment	1,333	350	--	--	1,683	268	--	--	1,951
Vehicles	6,210	1,269	(882)	--	6,597	989	(814)	--	6,772
Furniture and fixtures	48,316	13,420	(39)	--	61,697	9,473	--	--	71,170
Leasehold improvements	13,413	2,844	(29)	--	16,228	2,458	--	--	18,686
Machinery and equipment under financial leasing	319	126	--	--	445	95	--	--	540
Vehicles under financial leasing	184	50	--	--	234	34	(64)	--	204
Furniture and fixtures under financial leasing	339	200	--	--	539	300	--	--	839
	70,114	18,569	(950)	(142)	87,591	13,868	(878)	--	100,581
Net book value	**145,681**	**(11,243)**	**(1,141)**	**(61)**	**133,236**	**16,066**	**(1,112)**	**(491)**	**147,699**

Insurance on property, plant and equipment amounts to TL 248,308 (2010: TL 219,466).

(All amounts in thousands of Turkish Lira (TL) unless indicated otherwise.)

NOTE 11 - PROPERTY, PLANT AND EQUIPMENT (Continued)

Real Estate Type	Expert Company	Expert Report Date	Report Number	Net book value	Expert value	Loss in value
Kavacık Land	Arge Gayrimenkul Değerleme ve Danışmanlık A.Ş.	28.09.2011	2011_1766	11,491	11,000	(491)
				11,491	**11,000**	**(491)**

As of 30.09.2011, details of all land and buildings are listed below:

Real Estate Type	Expert Company	Expert Report Date	Report Number	Expert value
Başakşehir Land and Building (1)	Arge Gayrimenkul Değerleme ve Danışmanlık A.Ş.	26.07.2010	2010_1065	13,604
Kartal Land and Building (2)	Arge Gayrimenkul Değerleme ve Danışmanlık A.Ş.	03.08.2010	2010_1081	15,450
Esenyurt Building (3)	Arge Gayrimenkul Değerleme ve Danışmanlık A.Ş.	21.02.2011	2011_0388	6,735
Kağıthane Land and Building (4)	Arge Gayrimenkul Değerleme ve Danışmanlık A.Ş.	09.08.2010	2010_1102	112
Başakşehir Residence (5)	Arge Gayrimenkul Değerleme ve Danışmanlık A.Ş.	09.08.2010	2010_1103	350
Kavacık Land (6)	Arge Gayrimenkul Değerleme ve Danışmanlık A.Ş.	28.09.2011	2011_1766	11,000
				47,251

(1) The Başakşehir land is in the province of Istanbul, Esenler, İkitelli, 1266 blocks and parcel number 1 with an area of 5,448m^2. In the land registry this land is registered on behalf of KİPTAŞ (Istanbul Konut, İmar, Plan, Turizm Ulaşım San. ve Tic. A.Ş.) and was bought by Kiler Alışveriş on 23.05.2003 with the promise of sale contract numbered 14789. Due to the continuation of other projects of KİPTAŞ in that area the transfer of land registry has not been completed as of the report date. Kiler Alışveriş has been carrying out all of the legal obligations with regards to the real estate since the date of purchase. The building on that land does not have any certificate of approval.

(2) The Kartal land and building is in the province of Istanbul, Kartal, Yukarı Mahalle, block 568, parcel 21 and the land area consists of 4,315 m^2 structures over that land. The parcel is seen as 2 parcels according to the municipality records. The structure on the land consists of a supermarket, 2 residence blocks and an office. The office building does not have any certificate of occupancy.

(3) The building is registered in Istanbul Esenyurt 347 block, 10 parcel which belongs to Kiler Alışveriş. The land area consists of a total of 16,500 m^2 and 3,426 m^2 of this land area is used by Kiler Alışveriş. The remaining section is rented and is therefore classified as investment property.

(4) According to the land registry Kağıthane land and building is in the province Istanbul, Kağıthane, Gürsel, 10301 block with an area of 206 m^2. 136/1236 share belongs to Kiler Alışveriş and consists of an open area of 23 m^2, 72 m^2 licensed closed area and 43 m^2 unlicensed closed area.

(All amounts in thousands of Turkish Lira (TL) unless indicated otherwise.)

NOTE 11 - PROPERTY, PLANT AND EQUIPMENT (Continued)

(5) The Başakşehir residence is in the province of Istanbul, Başakşehir, Hoşdere, 559 block and building plot 1 and consists of 120 m^2 suite.

(6) Kiler Alışveriş bought a land from Fatih İzgi on 19.09.2011 for an amount of TL 11,491, the land is in Istanbul, Beykoz Çubuklu district block 814, lot number 1, with an area of 2,789 m^2. According the contract between Kiler Alışveriş and Fatih İzgi, TL 638 was paid directly to him, and the remaining amount was paid to his creditors in order to remove all legal restrictions on this land. In detail, TL 3,019 was paid to RCT Varlık Yönetim A.Ş., TL 6,732 was paid to Mais Motorlu Araçlar İmalat ve Satış A.Ş., TL 905 was paid to Tax Authorities, TL 197 was paid to Beykoz Municipality. The building on this land is not suitable to capitalise because based on amendatory minutes and Municipality council's cease and desist orders the legal process on this building is continuing. For this reason only the land value is determined, according the expert's report the value of the land is TL 11,000. The impairment calculated amounting TL 491 is reflected directly in the income statement in the other expenses account.

The Group's land, vehicles and buildings have been mortgaged on behalf of banks as of the report date as detailed below:

			30.09.2011		31.12.2010	
Bank	**Type**	**Foreign Currency Type**	**Foreign Currency Balance**	**TL Balance**	**Foreign Currency Balance**	**TL Balance**
Türkiye Finans Katılım Bankası	Real Estate	TL	25,000	25,000	25,000	25,000
Halkbank	Real Estate	USD	22,500	41,519	22,500	34,785
Albaraka	Real Estate	TL	20,000	20,000	20,000	20,000
Türkiye Finans Katılım Bankası	Vehicles	TL	1,785	1,785	1,175	1,175
Albaraka	Vehicles	TL	344	344	286	286
Yapı Kredi Bankası	Vehicles	TL	--	--	64	64
Asya Katılım Bankası	Vehicles	TL	260	260	--	--

NOTE 12 – INTANGIBLE ASSETS

	31.12.2009	Additions	31.12.2010	Additions	30.09.2011
Cost					
Other intangible assets	1,276	206	1,482	438	1,920
	1,276	206	1,482	438	1,920
Accumulated amortization					
Other intangible assets	841	144	985	144	1,129
	841	144	985	144	1,129
Net book value	**435**	**62**	**497**	**294**	**791**

Other intangible assets mainly consist of programs, software and licenses.

(All amounts in thousands of Turkish Lira (TL) unless indicated otherwise.)

NOTE 13 – GOODWILL

Goodwill	30.09.2011	31.12.2010
Kiler Ankara Mağazacılık San. ve Tic. A.Ş.	62,871	30,011
Kiler Trakya Mağazacılık San. ve Tic. A.Ş.	13,641	13,641
	76,512	**43,652**

The revaluation of cash generating units is calculated according to 5 years budget of these units with 2% terminal growth. Net present value is calculated using 10% discount rate on before tax cash flows. Based on this computation explained above, no impairment was identified.

NOTE 14 – PROVISIONS

14.1. Contingent liabilities

	30.09.2011	31.12.2010
Provision of lawsuits	8,766	7,869
	8,766	**7,869**

There are several law suits which have been filed against or in favor of the Group. These lawsuits mainly consist of receivables, rent and employee law suits. The management evaluates the possible effect of these law suits on the Group, the financial effects and the possible outcomes at the end of every period and necessary provisions has been set aside in the accompanying financial statements.

As of 30.09.2011, there are a total of 181 law suits and enforcement proceedings opened by the Company amounting to TL 4,377. There are a total of 485 law suits and enforcement proceedings which had been filed against the Company amounting to TL 8,125.

As of 31.12.2010, there are a total of 184 law suits and enforcement proceedings opened by the Company amounting to TL 3,866. There are a total of 407 law suits and enforcement proceedings which had been filed against the Company amounting to TL 8,050.

14.2. Contingent assets

None (31.12.2010: None).

(All amounts in thousands of Turkish Lira (TL) unless indicated otherwise.)

NOTE 15 - COMMITMENTS AND CONTINGENCIES

The Group's guarantee, mortgage and accessory contract (GMA) position are shown below:

		30.09.2011	**31.12.2010**
A	GMA given on behalf of the Group's legal entity(*)	135,008	121,595
B	GMA given on behalf of the Group's subsidiaries	--	--
C	GMA given on behalf of third parties within trading operations		--
D	Other GMA		
	- Given on behalf of shareholders	40	34,825
	- Given on behalf of related parties except B and C	20,304	22,183
	- Given on behalf of third parties except C	--	--
		155,352	**178,603**

(*)Among the GMA position given by the Group on behalf of its own legal entity, a mortgage on Başakşehir store amounting to TL 25,000was given to Türkiye Finans Katılım Bankası A.Ş. for bank loans that are already used or will be used by Kiler Alışveriş and related parties Kiler Gayrimenkul Yatırım Ortaklığı A.Ş. and/or Kiler Holding A.Ş. and/or KLR İnşaat Ticaret Ltd. Şti. and/or Biskon Yapı A.Ş. In the general credit agreement that signed between related parties and the bank, the total limit of loan is not allocated specifically between borrower parties and the mortgage cannot be allocated for each borrower.

(All amounts in thousands of Turkish Lira (TL) unless indicated otherwise.)

NOTE 16 – PROVISION FOR EMPLOYEE TERMINATION BENEFITS

	30.09.2011	31.12.2010
Severance Payment Provisions	4,832	3,849

Under Turkish law, the Company is required to pay employment termination benefits to each employee who has completed one year of service and whose employment is terminated without due cause, is called up for military service, dies or who retires after completing 25 years of service (20 years for women) and achieves the retirement age (58 for women and 60 for men). In addition, under the existing Social Security Law No. 506, clause No. 60, amended by the Labor Laws dated 06.03.1981, No. 2422 and 25.08.1999, No. 4447, the Company is also required to pay termination benefits to each employee who has earned the right to retire by receiving termination indemnities.

Severance payments are estimated based on 30 days gross salary for each year. The maximum price is TL/year 2,731.85 as of the related balance sheet date, 30.09.2011 (31.12.2010: TL/year 2,517.01).

Such payments are not required to be funded. Therefore no fund is reserved for such payments in the financial statements.

In its financial statements the Company reflected a liability for termination benefits based upon factors derived using their experience of personnel terminating their services and being eligible to receive retirement pay and discounted to present value at the balance sheet date by using average market yield, expected inflation rates and an appropriate discount rate:

The principal assumption is that the maximum liability for each year of service will increase in line with inflation. Thus, the discount rate applied represents the expected real rate after adjusting for the anticipated effects of future inflation. An expected inflation rate and appropriate discount rate should both be determined, the net of these being real discount rate. As of 30.09.2011 the liability for employment termination benefits was calculated based on an annual real discount rate of 4.66% (31.12.2010: an annual real discount rate of 4.66%) using estimated annual inflation rate of 5.10% and discount rate of 10%.

Severance payment provision movement table listed below:

	01.01.- 30.09.2011	01.01.- 31.12.2010
Opening balance	3,849	2,568
Charge for the period	2,018	2,043
Payments	(1,035)	(762)
	4,832	**3,849**

(All amounts in thousands of Turkish Lira (TL) unless indicated otherwise.)

NOTE 17 – OTHER ASSETS AND LIABILITIES

Other current assets	**30.09.2011**	**31.12.2010**
Prepaid expenses	801	360
Prepaid rent expenses	5,060	5,175
Prepaid taxes and funds	601	125
Advances given for business purposes	2,744	1,098
Deposits and guarantees given	651	305
Income accruals	549	--
Other income accruals	195	240
Expenses related IPO (*)	--	539
Advances given	13,146	11,815
Advances given to related parties (Note 27)	225	119
Provision for advances given	(8,129)	(7,774)
	15,843	**12,002**

(*)These are related to expenses directly attributable to the IPO which took place in 2011. In 2011 these expenses will be netted off with the share premium that arising from the share capital increase by issuing new shares in the Istanbul Stock Exchange.

The transaction of provision for advances given is below:

	01.01.- 30.09.2011	**01.01.- 31.12.2010**
Opening balance	7,774	3,291
Charge for the period	1,233	6,083
Proceeds from doubtful receivables	(639)	(1,147)
Advances given written-off	(239)	(453)
	8,129	**7,774**

Other non-current assets	**30.09.2011**	**31.12.2010**
Prepaid expenses	2	4
Prepaid rent expenses	7,711	10,575
	7,713	**10,579**

(All amounts in thousands of Turkish Lira (TL) unless indicated otherwise.)

NOTE 17 – OTHER ASSETS AND LIABILITIES (Continued)

Other current liabilities(short term)	**30.09.2011**	**31.12.2010**
Social security premiums and taxes	3,744	4,604
Expense accruals	--	266
Deposits and guarantees received	245	132
Provision for customer loyalty program	132	950
Overdue, deferred, restructured taxes and dues payable	669	--
	4,790	**5,952**

Other current liabilities(long term)	**30.09.2011**	**31.12.2010**
Overdue, deferred, restructured taxes and dues payable	844	--
	844	**--**

NOTE 18 - EQUITY

As of 30.09.2011 and 31.12.2010, the shareholders of the Company and their shareholding percentages are as follows:

18.1.	**30.09.2011**		**31.12.2010**	
	Percentage (%)	Share Amount	Percentage (%)	Share Amount
Kiler Holding A.Ş.	38.57	51,929	48.40	58,622
Ümit Kiler	14.67	19,743	16.30	19,743
Nahit Kiler	14.67	19,743	16.30	19,743
Vahit Kiler	14.67	19,743	16.30	19,743
Quoted shares	15.00	20,193	--	--
Other	2.43	3,269	2.70	3,269
		134,620		**121,120**

The capital of the Company as at 30.09.2011 and 31.12.2010 was TL 134,620and TL 121,120. This capital consisted of 134,620,000(2010: 121,120,000) TL 12,000 (2010: TL 12,000) shares for TL 1 (Krş 1) each and comprise of 12,000,000 shares (2010: 12,000,000) are A group shares and TL 122,620 (2010: TL 109,120) which comprise of 122,620,000 shares (2010: 109,120,000) are B group shares.

On 20 and 21 January 2011 the share capital of the Company was increased from TL 121,120 to 134,620 by issuing new shares amounting TL 13,500 and sale of existing shares by Kiler Holding A.Ş. amounting TL 6,693 totaling a sale of shares amounting TL 20,193 with a restriction of pre-emptive rights in the primary market in Istanbul Stock Exchange.

In the extraordinary general assembly meeting dated from 15.09.2010, it has been decided that the articles of association of Kiler Alışveriş are amended such as that the registered authorized capital of the Company shall be worth of TL 500,000 consisting of 500,000,000 shares, TL 1 per each share, and the board of directors are authorized to increase the registered share capital between the years 2010 and 2014 up to the authorized level within the rules and regulations and of Capital Market Law.

NOTE 18 – EQUITY (Continued)

A group shares are bearer shares and B group shares are registered shares. According to the Company's Main Agreement numbered 6, A group shares are privileged shares. This privileges which are detailed in the Company's articles of association paragraph 8, 10, 13.2 consist of the determination of the Board of directors and auditors and gives right to vote as detailed below.

(i) Privilege on voting right of Board of Directors;
The Company's board of directors consists of six members and four members of the Board of Directors are selected among candidates nominated by A group shareholders in the General Assembly.

(ii) Privilege on voting right of auditors;
At least two of the three auditors are are selected among candidates nominated by A Group shareholders in the General Assembly.

(iii) Privilege on voting in the General Assembly meetings;
A group shareholders are entitled to hundred votes for each share and B Group shareholders are entitled to one vote for each share in the company's annual and extraordinary general assembly meetings. The provision of Turkish Commercial Code article 387 is reserved.

The pledges on shares are summerised below:

The shareholders of the Group pledged Kiler Alışveriş shares as a guarantee of Kiler Alışveriş and Kiler Gayrimenkul Yatırım Ortaklığı A.Ş.'s loans The limit of the loan is USD 110,000.According the loan agreement the pledge percentage is %66 on the share capital amounting TL 134,620 ; 9,738,436 A group shares,79,110,764 B group shares, totally 88,849,200 shares are pledged for a first degree on behalf of the lender for the principal loan amount and any type of accrual in terms of interest and expense.

As being shareholder of the Group, Kiler Holding A.Ş. has pledged Kiler Alışveriş shares for being a guarantee to the utilized loans of Kiler Gayrimenkul Yatırım Ortaklığı A.Ş. from the ING Bank A.Ş. Those 1,000,000,000 registered shares of Kiler Alışveriş owned by Kiler Holding A.Ş. which corresponds to 9% of its capital of TL 100,000 at the date of agreement were decided to be pledged in favor of the bank against the principal and the accrued interest including all loan related expenses.

Further shareholders of the Group, namely Nahit Kiler and Ümit Kiler provided Kiler Alışveriş shares as a security and pledged those shares at Denizbank against the loans of Kiler Holding A.Ş. As of the agreement date, those shares corresponded to 10% share capital worth TL 50,000 of Kiler Alışveriş.

(All amounts in thousands of Turkish Lira (TL) unless indicated otherwise.)

NOTE 18 – EQUITY (Continued)

18.2.	**30.09.2011**	**31.12.2010**
Legal Reserves	1,139	904
Extraordinary Reserves	11,258	11,258
	12,397	**12,162**

18.3.	**30.09.2011**	**31.12.2010**
General Reserves	(7,053)	(16,702)
	(7,053)	**(16,702)**

18.4.	**30.09.2011**	**31.12.2010**
Revaluation surpluses and special funds	13,811	13,811
	13,811	**13,811**

In the extraordinary general meeting of shareholders of Kiler Alışveriş dated 11.06.2010 the capital of the Company which was 105,000 TL was increased to TL 121,120. TL 1,000 of the share capital increase was financed by the shareholders' cash capital injection and TL 15,120 was financed by the special fund which comprised of assets received from shareholders to be added to the share capital according to law number 5811. The decision was registered on 22.06.2010 and was issued in the Turkish Commercial Register Newspaper dated 28.06.2010 numbered 7594.

According to Bring in Assets to the National Economy Law numbered 5811 dated 22.11.2008; companies are prompt to present to banks, brokerage institutions or tax offices until 31.12.2009 the fair value of their money, gold, securities and other financial investments held abroad and other assets demonstrable with related documents existed as of 01.06.2009. These assets are recorded in the statutory books according to law number 213 and a special fund should be created under the equity for these assets. This fund is a part of the share capital that should be used in share capital increases and cannot be used for other purposes and in case of liquidation it is not subject to taxation.

According to the law mentioned above; in 2009 the group received TL 26,523 injection to its equity which consisted of TL 10,900 of bank accounts (TL 1,000 belongs to Kiler Alışveriş and TL 9,900 belongs to Kiler Ankara), TL 15,120 of Kartal land and building (belongs to Kiler Alışveriş) (Note 18) and TL 503 of injection to the equity of its subsidiaries. In the extraordinary meeting dated 18.08.2009 TL 1,000 of this fund is used for capital increase.

In the extraordinary general meeting of shareholders of Kiler Alışveriş dated 11.06.2010, TL 15,120 and in the extraordinary general meeting dated 28.06.2010 TL 9,900 of the above mentioned fund are used to finance share capital increase.

(All amounts in thousands of Turkish Lira (TL) unless indicated otherwise.)

NOTE 19 - SALES AND COST OF SALES

	01.01.-30.09.2011	01.07.-30.09.2011	01.01.-30.09.2010	01.07.-30.09.2010
Retail and wholesale sales	509,549	182,230	523,816	176,656
Other sales	70,164	27,814	73,553	23,647
	579,713	210,044	597,369	200,303
Minus: Deductions and returns	(6,969)	(2,225)	(6,362)	(1,633)
Sales revenues (net)	572,744	207,819	591,007	198,670
Cost of sales	(396,913)	(139,828)	(430,235)	(149,110)
Gross Profit	**175,831**	**67,991**	**160,772**	**49,560**

NOTE 20 – MARKETING, SELLING AND DISTRIBUTION EXPENSES, GENERAL ADMINISTRATIVE EXPENSES

	01.01.-30.09.2011	01.07.-30.09.2011	01.01.-30.09.2010	01.07.-30.09.2010
Marketing, selling and distribution expenses	115,562	39,616	103,533	36,022
General administrative expenses	30,301	9,337	27,939	7,166
	145,863	**48,953**	**131,472**	**43,188**

(All amounts in thousands of Turkish Lira (TL) unless indicated otherwise.)

NOTE 21 – OPERATING EXPENSE BREAKDOWN

Marketing, selling and distribution expenses	**01.01.- 30.09.2011**	**01.07.- 30.09.2011**	**01.01.- 30.09.2010**	**01.07.- 30.09.2010**
Personnel expense	46,529	15,839	39,609	13,309
Office expense	13,316	4,645	11,523	4,385
Advertisement expense	5,048	1,574	4,821	1,609
Rent expense	28,618	10,114	23,879	8,539
Repair and maintenance expense	2,530	901	3,649	1,091
Packaging expenses	504	166	531	201
Security expense	924	336	858	292
Communication expense	170	49	205	58
Motor vehicle expenses	1,740	580	2,097	816
Insurance expense	656	197	700	291
Tax expense	1,145	240	994	322
Bank expense	827	264	945	262
Remuneration expense	415	157	177	35
Depreciation and amortization expense	7,756	2,687	8,564	2,887
Sale commission expense	--	--	428	10
Travelling expenses	2,904	964	2,316	852
Other	2,480	903	2,237	1,063
	115,562	**39,616**	**103,533**	**36,022**

General and administrative expenses				
Personnel expense	5,283	1,740	4,487	1,789
Travelling expense	381	69	469	238
Consulting expense	2,547	936	637	238
Office expense	3,123	1,144	3,522	1,252
Rent expense	363	134	850	253
Motor vehicle expense	3,433	1,298	2,711	968
Insurance expense	405	169	212	27
Repair and maintenance expense	393	185	427	111
Communication expense	544	211	555	175
Tax expense	615	289	390	272
Advertising expense	2,757	679	--	--
Provision for severance pay	2,018	725	1,210	308
Provision for doubtful receivables	2,032	(321)	6,174	539
Reversal of unnecessary provision	(1,052)	(233)	(1,101)	(1,101)
Depreciation and amortization expense	6,121	2,083	5,549	1,870
Other	1,338	229	1,847	227
	30,301	**9,337**	**27,939**	**7,166**

(All amounts in thousands of Turkish Lira (TL) unless indicated otherwise.)

NOTE 22– INCOME/EXPENSE FROM OTHER OPERATIONS

Other operating income and profit	01.01.- 30.09.2011	01.07.- 30.09.2011	01.01.- 30.09.2010	01.07.- 30.09.2010
Insurance claim income	389	78	729	106
Income on sale of fixed assets	301	60	193	152
Other	463	175	245	11
	1,153	**313**	**1,167**	**269**

Other operating expenses	01.01.- 30.09.2011	01.07.- 30.09.2011	01.01.- 30.09.2010	01.07.- 30.09.2010
Loss on sale of fixed assets	137	12	99	35
Loss on penalties and claims	302	69	766	142
Donation expenses	26	2	34	10
Lawsuit expenses and provisions	1,679	6	1,762	1,490
Previous years' rent expense that paid with court decision	775	--	--	--
Tax expense	296	24	496	234
The taxes payable under act no 6111	1,862	--	--	--
Diminution in net book value of investment property	--	--	815	--
Diminution in net book value of property, plant and equipment	491	491	--	--
Other	1,010	15	543	45
	6,578	**619**	**4,515**	**1,956**

(All amounts in thousands of Turkish Lira (TL) unless indicated otherwise.)

NOTE 23 – FINANCIAL INCOME

	01.01.- 30.09.2011	01.07.- 30.09.2011	01.01.- 30.09.2010	01.07.- 30.09.2010
Term differences on credit sale	775	9	282	86
Interest income from related parties	5,470	1,677	1,178	1,096
Foreign exchange gain	542	483	22,822	22,377
Interest income	66	--	232	232
Other	644	316	--	--
	7,497	**2,485**	**24,514**	**23,791**

NOTE 24 - FINANCIAL EXPENSES

	01.01.- 30.09.2011	01.07.- 30.09.2011	01.01.- 30.09.2010	01.07.- 30.09.2010
Term differences on credit purchase	2,809	1,345	3,835	1,219
Interest and commission expense	15,866	6,359	10,949	3,017
Foreign exchange expense	29,031	19,624	18,881	15,150
Other	755	508	417	344
	48,461	**27,836**	**34,082**	**19,730**

(All amounts in thousands of Turkish Lira (TL) unless indicated otherwise.)

NOTE 25 - TAX ASSETS AND LIABILITIES (INCLUDING DEFERRED TAX)

After 01 January 2006 the corporation tax rate in Turkey is 20%.

The Corporation tax is applied on the total income of the Company after adjusting for certain disallowable expenses. No further tax is payable unless the profit is distributed. If the whole or a part of profit is distributed to:

- Individuals;
- Individuals and companies excepted or exempted from income and corporation taxes or;
- Non residents companies and individuals,

It is subject to 15% withholding tax. An increase in capital via issuing bonus shares is not considered as a profit distribution and no withholding tax is applied.

Corporations are required to pay advance corporation tax quarterly at the rate of 20% on their corporate income. Advance tax is payable by the 17th of the second month following each calendar quarter end. Advance tax paid by corporations is credited against the annual corporation tax liability.

75% of income from the sale of participation shares and property, which were held for at least two years, to be added to share capital are exempt from corporation tax provided that the transfer of this income to share capital takes place as provided in the Corporation Tax Law.

In Turkey, there is no procedure for a final and definitive agreement on tax assessments. Companies file their tax returns within the 25th of the fourth month following the close of the financial year to which they relate. Tax returns are open for 5 years from the beginning of the year that follows the date of filing, during which time the tax authorities have the right to audit tax returns, and the related accounting records on which they are based, and may issue re-assessments based on their findings.

The computation of the statutory taxes for periods 30.09.2011 and 31.12.2010 is as follows:

Balance Sheet	**30.09.2011**	**31.12.2010**
Current period corporation tax expense	183	2,716
Prepaid taxes	--	(2,607)
	183	**109**

Income Statements	**01.01.-30.09.2011**	**01.07.-30.09.2011**	**01.01.-30.09.2010**	**01.07.-30.09.2010**
Current period corporation tax expense	(183)	(183)	(2,721)	(1,425)
Deferred tax income / (expense)	(966)	(501)	(1,155)	(552)
Total tax income / (expense)	**(1,149)**	**(684)**	**(3,876)**	**(1,977)**

(All amounts in thousands of Turkish Lira (TL) unless indicated otherwise.)

NOTE 25 - TAX ASSETS AND LIABILITIES (INCLUDING DEFERRED TAX) (Continued)

Deferred Tax
The Company recognizes deferred tax assets and liabilities based upon temporary differences arising between the financial statements prepared in accordance with the Communiqué and the statutory tax financial statements.

The breakdown of cumulative temporary differences and the resulting deferred tax assets/ (liabilities) provided at 30.09.2011 and 31.12.2010 using the enacted tax rates is as follows:

	Total temporary differences		Deferred tax asset/(liabilities)	
	30.09.2011	**31.12.2010**	**30.09.2011**	**31.12.2010**
Unearned interest on trade receivable	189	129	38	26
Provision for severance payments	4,832	3,849	966	770
Provision for doubtful receivables	10,687	9,946	2,137	1,989
Cancellation of capitalized interest expense	25,975	24,951	5,195	4,990
Term difference on inventories	1,210	773	242	155
Lawsuit provision	8,766	7,869	1,753	1,574
Confirmation differences	2,284	2,332	457	466
Other	421	1,423	85	284
Unearned interest on trade payable	(1,670)	(1,220)	(334)	(244)
Revaluation difference on land and buildings	(9,160)	(8,853)	(1,832)	(1,771)
Revaluation differences on investment property	(1,901)	(1,901)	(380)	(380)
Difference on depreciation arising from recalculation with useful economic life	(55,822)	(48,803)	(11,164)	(9,761)
Finance expense	--	(355)	--	(71)
Other	(549)	(42)	(110)	(8)
Deferred tax assets	54,364	51,272	10,873	10,254
Deferred tax liabilities	(69,102)	(61,174)	(13,820)	(12,235)
Deferred tax assets / liabilities, net	**(14,738)**	**(9,902)**	**(2,947)**	**(1,981)**

(All amounts in thousands of Turkish Lira (TL) unless indicated otherwise.)

NOTE 25 - TAX ASSETS AND LIABILITIES (INCLUDING DEFERRED TAX) (Continued)

Reconciliation of deferred tax as follows:	**30.09.2011**	**31.12.2010**
Deferred tax assets / (liabilities), net current period	(2,947)	(1,981)
Deferred tax assets / (liabilities), net beginning of the period (-)	1,981	960
	(966)	**(1,021)**
Deferred tax income / (expense)	(966)	(1,021)
	(966)	**(1,021)**

The tax expense from the consolidated financial statements belonging to the accounting periods are as seen below:

	01.01.-30.09.2011	**01.07.-30.09.2011**	**01.01.-30.09.2010**	**01.07.-30.09.2010**
Profit before tax	(16,421)	(6,619)	16,384	8,746
Tax expense expected as a result of the main partnership tax rate (20%)	3,284	1,324	(3,277)	(1,749)
Group's expected tax expense	3,284	1,324	(3,277)	(1,749)
Effect of tax disallowed expenses	(122)	(122)	(618)	(226)
The tax effect of other incomes exempt from tax	--	--	574	--
Statutory period loss	(4,021)	(1,993)	--	--
Other differences	(290)	107	(555)	(2)
Group's tax expense for the period	**(1,149)**	**(684)**	**(3,876)**	**(1,977)**

(All amounts in thousands of Turkish Lira (TL) unless indicated otherwise.)

NOTE 26 – EARNINGS PER SHARE

	01.01.- 30.09.2011	**01.07.- 30.09.2011**	**01.01.- 30.09.2010**	**01.07.- 30.09.2010**
Net profit/(loss) for the period	(17,570)	(7,303)	12,508	6,769
Minority's net profit / (loss) for the period	411	(340)	(1,793)	(1,043)
Profit attributable to equity holders of company	(17,159)	(7,643)	10,715	5,726
Weighted average number of outstanding ordinary shares	132,843,875	132,190,363	120,464,322	121,120,000
Earnings per share (TL)	(0.1292)	(0.0578)	0.0889	0.0473

NOTE 27- RELATED PARTIES DISCLOSURES

As detailed in conditions c, d, e and f below, the Group has entered into several financing transactions with its related parties. No interest has been calculated on these amounts. According to the Board of Directors' decision dated 30.07.2010 numbered 184, all receivables/debts which are given/obtained to/from related parties with the aim of financing will be subject to interest.

a) Trade receivables from related parties	**30.09.2011**	**31.12.2010**
Denge Reklam Tur. İnş. Gıda. Elekt. San. Ltd. Şti.	--	2,530
KBC Gıda San. Tic. Ltd. Şti.	1,069	--
Kiler Alışveriş Hizmetleri Gıda San. Tic. Ltd. Şti.	1,306	854
Bağcı Sebze Meyve Tar. Ürünleri Su Ür. Soğuk Hav. Depo Tic. A.Ş.	1,326	1,665
Yayla Etçilik Besicilik A.Ş.	8	579
Tureks Turizm Taşımacılık İnşaat Akaryakıt İstasyon Temizlik Hizmetleri İşletmeciliği Ticaret ve Sanayi A.Ş.	586	--
	4,295	**5,628**

a) Notes receivables from related parties	**30.09.2011**	**31.12.2010**
Tureks Turizm Taşımacılık İnşaat Akaryakıt İstasyon Temizlik Hizmetleri İşletmeciliği Ticaret ve Sanayi A.Ş.	--	3,591
	--	**3,591**

(All amounts in thousands of Turkish Lira (TL) unless indicated otherwise.)

NOTE 27 - RELATED PARTIES DISCLOSURES (Continued)

b) Trade payables to related parties	**30.09.2011**	**31.12.2010**
Kütahya Şeker Fabrikası A.Ş.	--	324
Kiler Alışveriş Hizmetleri Gıda San. Tic. Ltd. Şti.	2,779	--
Kiler Gayrimenkul Yatırım Ortaklığı A.Ş.	21	--
Tureks Turizm Taşımacılık İnşaat Akaryakıt İstasyon Temizlik Hizmetleri İşletmeciliği Ticaret ve Sanayi A.Ş.	--	522
Denge Reklam Tur. İnş. Gıda. Elekt. San. Ltd. Şti.	2,697	301
KBC Gıda San. Tic. Ltd. Şti.	--	3,482
Klr İnşaat Tic. Ltd. Şti.	2	147
Safir Çarşı Yönetim Hizmetleri A.Ş.	26	--
Ümit Kiler	303	--
	5,828	**4,776**

b) Notes payable to related parties:	**30.09.2011**	**31.12.2010**
Kiler Gayrimenkul Yatırım Ortaklığı A.Ş.	1,057	--
Ümit Kiler	126	
	1,183	**--**

c) Other receivables from related parties	**30.09.2011**	**31.12.2010**
Kiler Holding A.Ş.	63,958	72,821
Kiler Gayrimenkul Yatırım Ortaklığı A.Ş.	1	1,388
Klr İnşaat Tic. Ltd. Şti.	1,213	--
Nur-Tek Elekt. Üretim A.Ş.	17	79
Gülkar Enerji Üretim ve Tic. A.Ş.	--	182
Beyaz Çınar Yapı İnş. Emlak Yön. Hizm. Ltd. Şti.	229	210
Klr Elektrik Enerjisi Toptan Satış A.Ş.	3	--
Özbey Enerji İnş. Taah. Kuyum. Tur. San. Tic. A.Ş.	7	32
Nuve Elekt. Ür. A.Ş.	--	22
Ekol Elekt. Ür. Dağ. San. Tic. A.Ş.	--	40
Biskon Yapı A.Ş.	2,783	2,198
Ayone Enerji Ür. A.Ş.	1	35
Ümit Sağlık Hizm. San. ve Tic. A.Ş.	5	4
İmperyay/İmper Yayıncılık ve Reklamcılık A.Ş.	3	1
Other	1	--
	68,221	**77,012**

(All amounts in thousands of Turkish Lira (TL) unless indicated otherwise.)

NOTE 27 - RELATED PARTIES DISCLOSURES (Continued)

c) Other receivables from shareholders	**30.09.2011**	**31.12.2010**
Nahit Kiler	11,602	3,769
Vahit Kiler	575	285
Ümit Kiler	9,772	7,868
Hikmet Kiler	48	23
Sevgül Kiler	55	23
Kadir Caner	46	600
Ahmet Caner	48	200
İsmail Caner	14	200
	22,160	**12,968**

d) Other payables to related parties	**30.09.2011**	**31.12.2010**
Kütahya Şeker Fabrikası A.Ş.	162	20,000
Kiler Holding A.Ş.	50	237
İntaş Güvenlik Koruma Hiz. Ltd. Şti.	--	110
	212	**20,347**

d) Short term other payables to shareholders	**30.09.2011**	**31.12.2010**
Ümit Kiler	418	602
Kadir Caner	5,370	617
Ahmet Caner	1,600	--
İsmail Caner	1,609	9
	8,997	**1,228**

d) Long term other payables to shareholders	**30.09.2011**	**31.12.2010**
Kadir Caner	15,600	--
Ahmet Caner	5,200	--
İsmail Caner	5,200	--
	26,000	**--**

(All amounts in thousands of Turkish Lira (TL) unless indicated otherwise.)

NOTE 27 - RELATED PARTIES DISCLOSURES (Continued)

e) Other current assets from related parties:	**30.09.2011**	**31.12.2010**
Kütahya Şeker Fabrikası A.Ş.	225	119
	225	**119**

f) Sales to related parties:	**01.01.- 30.09.2011**	**01.07.- 30.09.2011**	**01.01.- 30.09.2010**	**01.07.- 30.09.2010**
Klr İnşaat Tic. Ltd. Şti.	2,172	2,107	86	27
Biskon Yapı A.Ş.	97	--	170	18
Kiler Gayrimenkul Yatırım Ortaklığı A.Ş.	62	23	21	12
Kiler Holding A.Ş.	4,774	1,471	1,235	1,076
Denge Reklam Tur. İnş. Gıda. Elekt. San. Ltd. Şti.	3,074	3,032	1,459	1,325
Gülkar Enerji Üretim ve Tic. A.Ş.	8	--	5	5
Nur-Tek Elekt. Üretim A.Ş.	43	10	43	10
Bağcı Sebze Meyve Tar. Ürünleri Su Ür. Soğuk Hav. Depo Tic. A.Ş.	--	--	3,071	1,466
Yayla Etçilik Besicilik A.Ş.	--	--	2,118	1,350
Kbc Gıda San. Tic. Ltd. Şti.	3,912	2,190	368	165
Beyaz Çınar Yapı İnş. Emlak Yön. Hizm. Ltd. Şti.	17	6	2	2
Kütahya Şeker Fabrikası A.Ş.	21	--	297	297
Kiler Alışveriş Hizmetleri Gıda San. Tic. Ltd. Şti.	4,781	1	3,915	1,485
Ümit Kiler	1,580	250	3,880	2,729
Nahit Kiler	603	269	230	230
Vahit Kiler	37	17	122	122
Kadir Caner	--	--	2,443	1,177
Other	12	3	4	2
	21,193	**9,379**	**19,469**	**11,498**

(All amounts in thousands of Turkish Lira (TL) unless indicated otherwise.)

NOTE 27 - RELATED PARTIES DISCLOSURES (Continued)

g) Purchases from related parties	**01.01.- 30.09.2011**	**01.07.- 30.09.2011**	**01.01.- 30.09.2010**	**01.07.- 30.09.2010**
Kiler Holding A.Ş.	915	630	118	--
Denge Reklam Tur. İnş. Gıda. Elekt. San. Ltd. Şti.	25,924	9,628	3,376	1,075
Klr İnşaat Tic. Ltd. Şti.	84	28	628	134
Kbc Gıda San. Tic. Ltd. Şti.	9,040	4,457	7,111	2,148
Bağcı Sebze Meyve Tar. Ürünleri Su Ür. Soğuk Hav. Depo Tic. A.Ş.	86	19	156	47
Kütahya Şeker Fabrikası A.Ş.	--	--	3,326	3,326
Kiler Gayrimenkul Yatırım Ortaklığı A.Ş.	2,362	818	1,219	729
Kiler Alışveriş Hizmetleri Gıda San. Tic. Ltd. Şti.	1,932	--	--	--
Biskon Yapı A.Ş.	3	--	1	--
Ümit Kiler	1,737	467	250	250
Other	606	202	715	715
	42,689	**16,249**	**16,900**	**8,424**

h) Remuneration of the management

The total remuneration of the chairman, the members of Board and the top management, amounted to TL 205 for the period ended 30.09.2011(01.01-30.09.2010: TL 988)

NOTE 28 – EXCHANGE RATE RISK AND FOREIGN CURRENCY POSITION

The Group’s exposure to foreign currency risk arising from its foreign currency (mainly USD and EURO) assets and liabilities which are sensitive to changes in foreign currency exchange rates. The net currency position of the Group as of the balance sheet dates are shown below:

(All amounts in thousands of Turkish Lira (TL) unless indicated otherwise.)

NOTE 28 – EXCHANGE RATE RISK AND FOREIGN CURRENCY POSITION (Continued)

	30.09.2011	**31.12.2010**
Assets	116	346
Liabilities	(162,449)	(174,461)
Net foreign currency position	**(162,333)**	**(174,115)**

30.09.2011

	TL Equivalent	**USD**	**EURO**	**GBP**
1. Trade receivables	--	--	--	--
2a. Monetary financial assets (including cash and	116	37	18	1
bank accounts)	--	--	--	--
2b. Non-monetary financial assets	--	--	--	--
3. Other	--	--	--	--
4. Current assets (1+2+3)	116	37	18	1
5. Trade receivables	--	--	--	--
6a. Monetary financial assets	--	--	--	--
6b. Non-monetary financial assets	--	--	--	--
7. Other	--	--	--	--
8. Non-current assets (5+6+7)	--	--	--	--
9. Total assets (4+8)	116	37	18	1
10. Trade payables	74	9	23	--
11. Financial liabilities	98,778	49,438	3,001	--
12a. Other monetary liabilities	--	--	--	--
12b. Other non-monetary liabilities	--	--	--	--
13. Short term liabilities (10+11+12)	98,852	49,447	3,024	--
14. Trade payables	--	--	--	--
15. Financial liabilities	63,597	34,463	1	--
16a. Other monetary liabilities	--	--	--	--
16b. Other non-monetary liabilities	--	--	--	--
17. Long term liabilities (14+15+16)	63,597	34,463	1	--
18. Total liabilities (13+17)	162,449	83,910	3,025	--
19. Off balance sheet derivative instruments/net	--	--	--	--
assets (liabilities) position (19a-19b)	--	--	--	--
19a. Total asset amount of hedge	--	--	--	--
19b. Total liabilities amount of hedge	--	--	--	--
20. Net foreign currency position	--	--	--	--
(9-18+19)	(162,333)	(83,873)	(3,007)	1
21. Monetary net foreign currency position /	--	--	--	--
(UFRS 7.B23)	--	--	--	--
(=1+2a+5+6a-10-11-12a-14-15-16a)	--	--	--	--
22. Total fair value of financial	--	--	--	--
instruments for hedge	--	--	--	--
23. Exports	--	--	--	--
24. Imports	--	--	--	--

(All amounts in thousands of Turkish Lira (TL) unless indicated otherwise.)

NOTE 28 – EXCHANGE RATE RISK AND FOREIGN CURRENCY POSITION (Continued)

31.12.2010

	TL Equivalent	USD	EURO	GBP
1. Trade receivables	--	--	--	--
2a. Monetary financial assets (including cash and	346	149	39	15
bank accounts)	--	--	--	--
2b. Non-monetary financial assets	--	--	--	--
3. Other	--	--	--	--
4. Current assets (1+2+3)	346	149	39	15
5. Trade receivables	--	--	--	--
6a. Monetary financial assets	--	--	--	--
6b. Non-monetary financial assets	--	--	--	--
7. Other	--	--	--	--
8. Non-current assets (5+6+7)	--	--	--	--
9. Total assets (4+8)	346	149	39	15
10. Trade payables	--	--	--	--
11. Financial liabilities	83,247	53,827	15	--
12a. Other monetary liabilities	--	--	--	--
12b. Other non-monetary liabilities	--	--	--	--
13. Short term liabilities (10+11+12)	83,247	53,827	15	--
14. Trade payables	66	43	--	--
15. Financial liabilities	91,148	58,956	1	--
16a. Other monetary liabilities	--	--	--	--
16b. Other non-monetary liabilities	--	--	--	--
17. Long term liabilities (14+15+16)	91,214	58,999	1	--
18. Total liabilities (13+17)	174,461	112,826	16	--
19. Off balance sheet derivative instruments/net	--	--	--	--
assets (liabilities) position (19a-19b)	--	--	--	--
19a. Total asset amount of hedge	--	--	--	--
19b. Total liabilities amount of hedge	--	--	--	--
20. Net foreign currency position	--	--	--	--
(9-18+19)	(174,115)	(112,677)	23	15
21. Monetary net foreign currency position /	--	--	--	--
(UFRS 7.B23)	--	--	--	--
(=1+2a+5+6a-10-11-12a-14-15-16a)	--	--	--	--
22. Total fair value of financial	--	--	--	--
instruments for hedge	--	--	--	--
23. Exports	--	--	--	--
24. Imports	--	--	--	--

(All amounts in thousands of Turkish Lira (TL) unless indicated otherwise.)

NOTE 28 – EXCHANGE RATE RISK AND FOREIGN CURRENCY POSITION (Continued)

Foreign currency sensitivity analyzing table

30.09.2011				
	Profit/(Loss)		Equity	
	Foreign currency valuation	Foreign currency depreciation	Foreign currency valuation	Foreign currency depreciation
If USD change 10% against TL:				
1- USD net assets/liabilities	(15,477)	15,477	(15,477)	15,477
2- Hedging part of USD risk (-)	--	--	--	--
3-USD net effect (1+2)	(15,477)	15,477	(15,477)	15,477
If EUR change 10% against TL:				
4- EUR net assets/liabilities	(756)	756	(756)	756
5- Hedging part of EUR risk (-)	--	--	--	--
6- EUR net effect (4+5)	(756)	756	(756)	756
Total (3+6)	**(16,233)**	**16,233**	**(16,233)**	**16,233**

Foreign currency sensitivity analyzing table

31.12.2010				
	Profit/(Loss)		Equity	
	Foreign currency valuation	Foreign currency depreciation	Foreign currency valuation	Foreign currency depreciation
If USD change 10% against TL:				
1- USD net assets/liabilities	(17,420)	17,420	(17,420)	17,420
2- Hedging part of USD risk (-)	--	--	--	--
3-USD net effect (1+2)	(17,420)	17,420	(17,420)	17,420
If EUR change 10% against TL:				
4- EUR net assets/liabilities	5	(5)	5	(5)
5- Hedging part of EUR risk (-)	--	--	--	--
6- EUR net effect (4+5)	5	(5)	5	(5)
If other foreign exchange rate change 10% against TL:				
7- GBP net assets/liabilities	2	(2)	2	(2)
8- Hedging part of GBP risk (-)	--	--	--	--
9- GBP net effect (7+8)	2	(2)	2	(2)
Total (3+6+9)	**(17,413)**	**17,413**	**(17,413)**	**17,413**

(All amounts in thousands of Turkish Lira (TL) unless indicated otherwise.)

NOTE 29 - FINANCIAL INSTRUMENTS: DISCLOSURES (FAIR VALUE DISCLOSURES AND HEDGE ACCOUNTING DISCLOSURES)

The carrying value of the Company's financial instruments approximates their fair value. The Company does not have any speculative financial instruments and does not have any activity for speculative purposes with purchase and sale of financial instruments.

Financial risk management objectives
The Company's finance department function provides services to the business, coordinates access to domestic and international markets, monitors and manages the financial risks arising from the Company's operations through internal operations reports which analyses exposures by degree and magnitude of risk. These risks include market risk (including currency risk, fair value interest rate risk and price risk) credit risk, liquidity risk.

NOTE 30- POST BALANCE SHEET EVENTS

a. After the balance sheet date the group is planning to open 3 stores, rent agreements related with these stores is signed as of balance sheet date.

NOTE 31 - OTHER MATTERS THAT MAY HAVE A MATERIAL EFFECT ON, OR PREVENT THE CLEAR UNDERSTANDING OF THE CONSOLIDATED FINANCIAL STATEMENTS

a. The board of directors meeting of Kiler Alışveriş as of 22.09.2010 with decision number 193, decided that the capital will be increased to TL 139,300 by a cash injection and to represent Group B shareholders 18,180,000 ordinary bearer shares of class B amounting TL 18,180 will be issued.

b. Based on the Extraordinary General Assembly of Shareholders of Kiler Ankara dated from 09.11.2010 and registered as of 10.11.2010 and published on the Turkish Commercial Register Newspaper on the date of 15.11.2010 with decision number 7690 and based on the Company's Articles of Association numbered 7; it has been unanimously decided that 1,800,000,000 units of B group shares owned by Kadir Caner will be transferred to Kiler Alışveriş, 600,000,000 units of B group shares owned by Ahmet Caner will be transferred to Kiler Alışveriş, 540,000,000 units of B group shares owned İsmail Caner will be transferred to Kiler Alışveriş and 60,000,000 units of B group shares owned by İsmail Caner will be transferred to Kiler Holding A.Ş.

On 03.02.2011 the share transfer process has been completed according terms of share purchase agreement. For the remaining balance amounting TL 50, 5,000,000 shares will transfer with condition promise to sell and usufructuary right.

As of 03.02.2011 the share capital of Kiler Ankara is shown below:

	Percentage (%)	Share Amount
Kiler Alışveriş Hizmetleri Gıda San. ve Tic. A.Ş.	95.92	57,551
Kiler Holding A.Ş.	1.00	599
Ümit Kiler	1.00	600
Nahit Kiler	1.00	600
Vahit Kiler	1.00	600
Kadir Caner	0.04	30
Ahmet Caner	0.02	10
İsmail Caner	0.02	10
		60,000