

**INVITATION TO THE ORDINARY GENERAL ASSEMBLY MEETING FROM
PRIVATE EQUITY INVESTMENT TRUST INC. BOARD OF DIRECTORS**

Our Company's Shareholders Ordinary General Assembly Meeting for 2010 will be held on
April 29, 2011, Friday at 10:00 A.M. at Büyükdere Caddesi Kuleleri, Kule 1
Levent/ISTANBUL to discuss the agenda items outlined below.(*)

Those holding at least one stock registered in their own names are entitled to participate in the meeting personally or through proxy.

Our shareholders who will participate in the General Assembly personally or through proxy are required to submit the following documents to and collect, in return, their Entry Cards from the Company Headquarters until the end of the work day on Friday April 22, 2011, which is at least one week prior to the meeting day:

- IDs and Blockage letters of our shareholders,
- Authorization certificates granted to those appointed as a proxy by our shareholders of legal entity and the Blockage letters of such shareholders,
- In addition to the above listed documents, powers of attorney, a copy of which was enclosed hereto, to be issued by a notary for our shareholders who will participate at the meeting through proxy.

Since for those of our shareholders, whose shares are kept in investor accounts at the Merkezi Kayıt Kurulu u A. . and who collected Entry Cards by filling out the Investor General Assembly Blockage Form, it is legally obligatory that such a blockage is in effect by the date of the General Assembly in order for them to participate at our Company's General Assembly, the information stated on the Investor General Assembly Blockage Form has to comply with the stipulations stated in the General Assembly Blockage Report extracted from the Merkezi Kayıt Kurulu u A. .. In this context, before the General Assembly meeting, the General Assembly Blockage Report taken from the Merkezi Kayıt Kurulu u A. . is taken into consideration in allowing participation at the General Assembly.

The Balance Sheet, Profit and Loss Statement, Board of Directors Annual Report and Auditors' Reports pertaining to 2010 shall be made available to the examination of our shareholders at the Company Headquarters during the 15-day period preceding the date of the meeting.

Our esteemed shareholders are asked to participate in the meeting on the above mentioned date and time.

(*). According to Article 11 of the Capital Market Law, no registered letters shall be sent to our shareholders as well to invite them to the General Assembly Meeting.

Headquarters: Büyükdere Cad. Kuleleri, Kule 2, Kat 8, 34330, Levent / ISTANBUL

Agenda for the Private Equity Investment Trust Inc. Ordinary General Assembly

1. Opening, setting up of the Chair and authorization of the Chair in order to sign the minutes of the assembly,
2. Reading and discussing the Board of Directors annual report for 2010, auditors' reports and independent auditors' reports,
3. Reading, discussion and approval of the balance sheet and income statement of the year 2010,
4. Discussion and decision on the proposal concerning the dividend distribution for 2010,
5. Transfer of the accumulated profit stated in legal records into extraordinary reserves account,
6. Presentation of information concerning donations and aids made during 2010,

7. Clearance of the Members of the Board of Directors and Auditors separately from their activities during 2010,
8. Election of the Members of the Board of Directors and Auditors and determination of their tenures,
9. Determination of the stipends of the Members of the Board of Directors and Auditors,
10. Authorization of the Members of the Board of Directors for carrying out the operations set forth in the articles 334. ve 335. in Turkish Commercial Code,
11. Requests and wishes

POWER OF ATTORNEY

Private Equity Investment Trust Inc.

I hereby appoint **í í í ..** as the proxy authorized and empowered at the ordinary general assembly meeting of **Private Equity Investment Trust Inc.** to take place on April 29, 2011, Friday at 10:00 A.M. at the address of **Büyükdere Caddesi Kuleleri, Kule 1 Levent/ISTANBUL** to represent me, vote, submit proposals and sign necessary documents on my behalf in line with conditions stated below.

A) SCOPE OF THE POWER OF ATTORNEY

- a) The proxy shall be authorized to vote for all agenda items in line with his own opinions.
- b) The proxy shall be authorized to vote for all agenda items in line with below instructions.

Instructions: (specific instructions shall be written)

- c) The proxy shall be authorized to vote in line with the recommendations of the company management.
- d) The proxy shall be authorized to vote in line with below instructions on other issues which may be addressed at the meeting. (In the absence of any instructions, the proxy may vote at their discretion.)

Instructions: (specific instructions shall be written)

B) STOCK OWNED BY THE SHAREHOLDER

- a) Category (Group) and Series
- b) Number
- c) Quantity ó Nominal Value
- d) Indication of privileged vote
- e) Indication of bearer ó registered stock

SHAREHOLDER;

NAME, SURNAME OR TITLE:

SIGNATURE:

ADDRESS:

Note: In section (A), one of the choices from (a), (b) and (c) shall be selected. Comments shall be made on choices (b) and (d).