

# AG ANADOLU GRUBU HOLDİNG A.Ş. Notification Regarding General Assembly



MERKEZİ KAYIT  
İSTANBUL

# Notification Regarding General Assembly

Summary Info	2017 Annual General Assembly Meeting Results
Update Notification Flag	Yes
Correction Notification Flag	No
Postponed Notification Flag	No

## General Assembly Invitation

Type of General Assembly	Annual
Beginning of The Fiscal Period	01.01.2017
End of The Fiscal Period	31.12.2017
Decision Date	28.03.2018
General Assembly Date	24.04.2018
General Assembly Time	11:00
Record Date	23.04.2018
Country	Turkey
City	İSTANBUL
District	ÜMRANİYE
Address	Esenkent Mahallesi, Deniz Feneri Sokak, No:4 Ümraniye, 34776 İstanbul

## Agenda Items

- 1 - Opening and the establishment of the Board of Assembly,
- 2 - Reading out and discussion of the reports of the Board of Directors (Annual Report) for 2017,
- 3 - Reading out of the report of the Independent Audit Company for the Jan. 1, 2017– Dec.31, 2017 period,
- 4 - Reading out, discussion and approval of the consolidated financial statements for 2017,
- 5 - Acquittal of the members of the Board of Directors separately regarding their activities in 2017,
- 6 - Discussion and approval of the proposal of the Board of Directors regarding the revision in Dividend Distribution Policy,
- 7 - Discussion on the proposal of the Board of Directors regarding the distribution of dividends; decision for the dividend to be distributed,
- 8 - Election of the members of the Board of Directors and determination of their tenure and remuneration, in compliance with Corporate Governance Principles and assuring the election of independent members,
- 9 - Approval of the independent audit company selected by Board of Directors in accordance with the Turkish Commercial Code and Capital Markets Law;
- 10 - Information to be given to the shareholders regarding donations made in 2017,
- 11 - Information to be given to the shareholders regarding the revision made in the Disclosure Policy,
- 12 - According to the Capital Markets Board's legislation, information to be given to the shareholders on any income and benefits obtained by granting collaterals, pledges and mortgages in favor of third persons,
- 13 - Information to be given to the shareholders about the nonexistence of transactions between our Company or our subsidiaries and, controlling shareholders, members of the Board of Directors, members of the management having administrative responsibility or their spouses or relatives up to and including the second degree, that may create conflict of interest, as well as any other instances where any of the foregoing persons engage in competing business on their own account or on the account of others,
- 14 - Authorization of the members of the Board of Directors as per Articles 395 and 396 of the Turkish Commercial Code,
- 15 - Closing.

## Corporate Actions Involved In Agenda

Dividend Payment
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## General Assembly Invitation Documents

Appendix: 1	AGHOL 2018 Genel Kurul Bilgilendirme Dökümanı.pdf - General Assembly Informing Document
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**Appendix: 2**

AGHOL 2018 Vekaletname.pdf - Other Invitation Document

**Appendix: 3**

AGHOL 2018 Genel Kurul İlan Metni.pdf - Announcement Document

**Appendix: 4**

AGHOL 2018 Gündem.pdf - Other Invitation Document

**Appendix: 5**

AGHOL 2018 Proxy.pdf - Other Invitation Document

**Appendix: 6**

AGHOL 2018 Agenda.pdf - Other Invitation Document

**Appendix: 7**

AGHOL 2018 General Assembly Information Document.pdf - General Assembly Informing Document

**General Assembly Results**

Was The General Assembly Meeting Executed?

Yes

**April 24, 2018** – The annual Ordinary General Assembly of AG ANADOLU GRUBU HOLDİNG was held on April 24<sup>th</sup>, 2018 Tuesday at 11:00 at the address "Esenkent Mahallesi Deniz Feneri Sokak, No:4, Ümraniye, 34776 ISTANBUL" with the previously announced agenda. The minutes of the meeting is available at our website at [www.anadolugrubu.com.tr](http://www.anadolugrubu.com.tr).

At the Ordinary Annual General Meeting of our Company;

Annual Reports of the Board of Directors and the Independent Audit Company as well as the Consolidated Financial Statements for calendar year 2017 have been discussed and approved.

Dividend distribution policy which was revised by the Board's decision dated March 14, 2018 was approved.

It has been decided to distribute a cash dividend of gross 0.1026548 (net 0.0872566) per each share with TL 1 nominal value amounting to a total of TL 25,000,000 realizing a 10.27% gross dividend distribution, calculated for the period January-December 2017 to be paid starting from June 04, 2018.

The election of TUNCAY ÖZİLHAN, KAMİLHAN SÜLEYMAN YAZICI, SALİH METİN ECEVİT, TALİP ALTUĞ AKSOY, MUSTAFA ALİ YAZICI, RECEP YILMAZ ARGÜDEN, MEHMET CEM KOZLU, AHMET BOYACIOĞLU, UĞUR BAYAR (independent member), FATMA ASLI BAŞGÖZ (independent member), ALİ GALİP YORGANCIOĞLU (independent member), MEHMET ERCAN KUMCU (independent member) in lieu of the released Directors of the Board for one year term has been approved.

The selection of DRT Bağımsız Denetim ve Serbest Muhasebeci Mali Müşavirlik A.Ş. as the external audit company for the audit of the financial statements and reports for the year 2018 was approved.

The shareholders were informed regarding the donations made by the Company and on any income and benefits obtained by granting collaterals, pledges and mortgages in favor of third persons in 2017.

The shareholders were informed regarding the recently revised Company Disclosure Policy by Board's decision dated March 27, 2018, which is also available at our website [www.anadolugrubu.com.tr](http://www.anadolugrubu.com.tr)

General Assembly Results

## Decisions Regarding Corporate Actions

Dividend Payment	Discussed
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## General Assembly Outcome Documents

<b>Appendix: 1</b>	AGHOL TOPLANTI TUTANAĞI.pdf - Minute
<b>Appendix: 2</b>	AGHOL-Hazirun.pdf - List of Attendants
<b>Appendix: 3</b>	KAR DAGITIM TABLOSU-EN.pdf - Other Result Document
<b>Appendix: 4</b>	KAR DAGITIM TABLOSU-TR.pdf - Other Result Document

## Additional Explanations

We proclaim that our above disclosure is in conformity with the principles set down in "Material Events Communiqué" of Capital Markets Board, and it fully reflects all information coming to our knowledge on the subject matter thereof, and it is in conformity with our books, records and documents, and all reasonable efforts have been shown by our Company in order to obtain all information fully and accurately about the subject matter thereof, and we're personally liable for the disclosures.