

**AGENDA OF THE ORDINARY GENERAL ASSEMBLY
OF AG ANADOLU GRUBU HOLDİNG A.Ş.
TO BE HELD ON APRIL 24, 2018**

- 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.