

**AGENDA FOR ORDINARY GENERAL ASSEMBLY MEETING OF AYGAZ A.Ş.
TO BE HELD ON MARCH 20, 2019**

1. Opening and election of the Chairman of the Meeting,
2. Reading, discussing and approving the 2018 Annual Report prepared by the Board of Directors,
3. Reading the Independent Audit Report Summary for 2018 accounting period,
4. Reading, discussing and approving of the Financial Statements related to 2018 accounting period,
5. Acquittal of each member of the Board of Directors in relation to the activities of Company in 2018,
6. Acceptance, acceptance after amendment or refusal of the proposal of the Board of Directors in accordance with the Company's profit distribution policy regarding the distribution of the profits of 2018 and the date of the distribution of profits,
7. Determining the number and duty term of the Members of the Board of Directors, making elections in accordance with the determined number of members, selecting the Independent Members of the Board of Directors,
8. Informing and approval of the Shareholders about the Remuneration Policy for the Members of the Board of Directors and Executive Management and the payments made within the scope of the policy in accordance with the Corporate Governance Principles,
9. Determining the annual gross salaries of the members of the Board of Directors,
10. Approval of the Independent Auditing Institution selection made by the Board of Directors in accordance with the Turkish Commercial Code and the Capital Markets Board regulations,
11. Informing the shareholders about the donations made by the Company in 2018 and determining an upper limit for donations to be made in 2019,
12. Informing the shareholders about the collaterals, pledges, mortgages and surety granted in favor of third parties and the income and benefits obtained in 2018 by the Company and subsidiaries in accordance with Capital Markets Board regulations,
13. Authorising the shareholders holding management capacity, the Members of the Board of Directors, executive managers and their spouses and relatives by blood and marriage up to the second degree within the framework of the articles 395th and 396th of Turkish Commercial Code and informing shareholders about transactions performed within the scope during 2018 as per the Corporate Governance Communiqué of Capital Markets Board,
14. Wishes and opinions.