

**TURKCELL İLETİŞİM HİZMETLERİ A.Ş.**  
**AGENDA OF THE ANNUAL GENERAL ASSEMBLY MEETING**  
**FOR 2018**

- 1- Opening and election of the Presidency Board;
- 2- Authorizing the Presidency Board to sign the minutes of the meeting;
- 3- Reading and discussion of the annual report of the Board of Directors relating to the fiscal year 2018;
- 4- Reading the summary of the Independent Audit report relating to the fiscal year 2018;
- 5- Reading, discussion and approval of the consolidated balance sheets and profits/loss statements prepared pursuant to the Turkish Commercial Code and Capital Markets Board relating to fiscal year 2018, separately;
- 6- Discussion of and decision on the release of the Board Members individually from the activities and operations of the Company pertaining to the fiscal year 2018;
- 7- Informing the General Assembly on the donation and contributions made in the fiscal year 2018; discussion of and decision on determination of donation limit to be made in the fiscal year 2019 between 01.01.2019 - 31.12.2019;
- 8- Subject to the approval of the Ministry of Trade and Capital Markets Board; discussion of and decision on the amendment of Articles 3, 4, 6, 7, 8, 9, 10, 11, 12, 13, 14, 15, 16, 17, 18, 19, 21, 24, 25 and 26 of the Articles of Association of the Company;
- 9- Due to the vacancies in the Board of Directors, submission of the election of board members, who were elected as per Article 363 of the Turkish Commercial Code, to the approval of General Approval by the Board of Directors; discussion of and decision on the election for board memberships in accordance with related legislation and determination of term of office;
- 10- Determination of the remuneration of the Board Members;
- 11- Discussion of and approval of the election of the independent audit firm appointed by the Board of Directors pursuant to Turkish Commercial Code and the capital markets legislation for auditing of the accounts and financials of the year 2019;
- 12- Discussion of and decision on the distribution of dividend as well as on the dividend distribution date for the fiscal year 2018;
- 13- Decision permitting the Board Members to, directly or on behalf of others, be active in areas falling within or outside the scope of the Company's operations and to participate in companies operating in the same business and to perform other acts in compliance with Articles 395 and 396 of the Turkish Commercial Code;
- 14- Informing the shareholders regarding the guarantees, pledges and mortgages provided by the Company to third parties or the derived income thereof, in accordance with the Capital Markets Board regulations;
- 15- Closing.