

BİM BİRLEŞİK MAĞAZALAR A.Ş. ARTICLES OF ASSOCIATION AMENDMENTS**OLD****SECTION II SHARE CAPITAL AND SHARES****SHARE CAPITAL AND SHARE PERCENTAGES****Article 6.**

The share capital of the Company is TL 303.600.000 (Three hundred three million six hundred thousand Turkish Lira) divided into 303.600.000 (Three hundred three million six hundred thousand) shares each having a nominal value of TL 1 (One Turkish Lira). The share capital of the Company being TL 303.600.000 (Three hundred three million six hundred thousand Turkish Lira) has been fully paid.

The share capital has now been increased TL 151.800.000 (One hundred fifty one million eight hundred thousand Turkish Lira) by 100%, including TL 23.121.744 (Twenty three million one hundred twenty one thousand seven hundred forty four Turkish Lira) being secured from 2012 annual profit and TL 128.678.256 (One hundred twenty eight million six hundred seventy eight thousand two hundred fifty six Turkish Lira) from extraordinary reserves.

All of the shares in the Company are of bearer type.

Free of charge shares to be issued due to contribution of shareholders' equity shall be issued to the shareholders in proportion to their shareholding.

No new shares are issued until all issued shares are sold and their values are collected.

The announcements in this respects are made in accordance with the article concerning the corporate announcements.

Shares representing the capital are monitored in line with dematerialization rules.

The share capital may be increased or decreased in accordance with the provisions of the Turkish Commercial Code and Capital Markets Legislation.

There is no restriction regarding the share transfer under the Capital Markets laws and regulations. The shares are transferred and assigned in accordance with the provisions of Turkish Commercial Code, Capital Markets Law and other applicable regulations.

NEW**SECTION II SHARE CAPITAL AND SHARES****SHARE CAPITAL AND SHARE PERCENTAGES****Article 6.**

The share capital of the Company is TL 607.200.000 (Six hundred seven million two hundred thousand Turkish Lira) divided into 607.200.000 (Six hundred seven million two hundred thousand) shares each having a nominal value of TL 1 (One Turkish Lira). All of these shares are bearer shares.

The distribution of capital among shareholders is as follows :

Merkez Bereket Gıda Sanayi ve Ticaret A.Ş; 89.753.984 TL value of 89.753.984 shares

Naspak Gıda Sanayi ve Ticaret A.Ş. 63.792.000 TL value of 63.792.000 shares

Other (Non listed), 19.348.000 TL value of 19.348.000 shares

Other (listed), 434.306.016 TL value of 434.306.016 shares

TL 303.600.000 (three hundred three million six hundred thousand Turkish Liras), which constitutes the previous capital of the Company, has been fully paid.

All of the capital increase by %100 this time amounting to TL 303.600.000 was covered by the net profit of 2018 period and this profit was determined by the YMM report dated 05.03.2019 and numbered 1964-551 / 947-04.

Free of charge shares to be issued due to contribution of shareholders' equity shall be issued to the shareholders in proportion to their shareholding.

No new shares are issued until all issued shares are sold and their values are collected.

The announcements in this respects are made in accordance with the article concerning the corporate announcements.

Shares representing the capital are monitored in line with dematerialization rules.

The share capital may be increased or decreased in accordance with the provisions of the Turkish

Commercial Code and Capital Markets Legislation.

There is no restriction regarding the share transfer under the Capital Markets laws and regulations. The shares are transferred and assigned in accordance with the provisions of Turkish Commercial Code, Capital Markets Law and other applicable regulations.