

MINUTES OF EXTRAORDINARY GENERAL ASSEMBLY MEETING OF BİM BİRLEŞİK MAĞAZALAR ANONİM ŞİRKETİ AS HELD ON 19.11.2019

The Extraordinary General Assembly of BİM Birleşik Mağazalar Anonim Şirketi has been held on 19 November 2019, at 11:00 at its head office at Abdurrahmangazi Mahallesi Ebubekir Caddesi No.73 Sancaktepe İstanbul, under the supervision of Hatice ÖNDER, the observer of the Ministry who has been authorized with a letter No. 49543338 of 18.11.2019 issued by the Istanbul Provincial Directorate of Trade.

The meeting invitation prescribed under the applicable law and the Articles of Association and so as to include the agenda has been published in due course of time in the Turkish Trade Registry Gazette No. 9930 of 15.10.2019, the website of our Company (www.bim.com.tr), and in the Electronic General Assembly System in which the date and agenda of the meeting have been duly notified.

Upon review of the list of present, it has been verified that the total share capital of the company being TL 607.200.000 corresponding to 607.200.000 shares has been represented at the meeting including 6.732.598 shares corresponding to TL 6.732.598 principally and 506.047.381 shares corresponding to TL 506.047.381 by proxy and totally 512.779.979 shares were represented. Thus constituting the required quorum as prescribed in the applicable law and its Articles of Association. It has been understood that 350.447.821 shares corresponding to TL 350.447.821 have been represented by the assigned representatives. Then, the meeting has been opened physically and electronically by Haluk DORTLUOĞLU, the Member of the Executive Committee & CFO.

After Haluk DORTLUOĞLU has briefed about the voting method, the items of the agenda have been negotiated as follows.

1. It has been **resolved** by the majority of votes as a result of 512.768.645 favorable votes against 11.334 opposing votes cast physically and electronically that Haluk DORTLUOĞLU, be elected as the president of the meeting, Serkan SAVAŞ as the Secretary and Galip AYKAÇ as the Vote Counter and that the Presidency of the meeting is authorized to sign the minutes of the Extraordinary General Assembly Meeting.
2. The Board of Directors' decision dated 09.10.2019 about profit distribution from extraordinary reserves is discussed and it has been **resolved** by the consensus of votes as a result of 512.779.979 favorable votes against 0 opposing votes cast physically and electronically that; gross **TRY 242.880.000** which corresponds to the 40% of the capital paid shall be distributed in cash to the shareholders from extraordinary reserves, **TRY 24.288.000** shall be allocated as 2nd legal reserve, in calculation of the distributable profit in cash, the equation of "TRY 1.- Nominal value = 1 piece = 1 Lot" shall be used and therefore for each fully paid bearer share of TRY 1.- shall be paid a gross=net dividend of TRY 0,40.- to shareholders whose dividends are not subject to withholding tax and shall be paid a net dividend of TRY 0,34 (gross TRY 0,4) for each share of TL 1 for other shareholders and distribution of cash dividend to be implemented at once from 11th December 2019.

3. After wishes the meeting has been closed and this minute has been issued by the presidency of the meeting in presence of the observer of the Ministry of Customs and Trade

Haluk DORTLUOĞLU
PRESIDENT OF MEETING

Galip AYKAÇ
VOTE COUNTER

Serkan SAVAŞ
SECRETARY

Hatice ÖNDER
OBSERVER OF MINISTRY