



**KAMUYU AYDINLATMA PLATFORMU**

**ARÇELİK A.Ş.**  
**Notification Regarding General Assembly**

# Notification Regarding General Assembly

Summary Info	Registration of Ordinary General Assembly Meeting Decisions for the year 2016
Update Notification Flag	Yes
Correction Notification Flag	No
Postponed Notification Flag	No

## General Assembly Invitation

Type of General Assembly	Annual
Beginning of The Fiscal Period	01.01.2016
End of The Fiscal Period	31.12.2016
Decision Date	20.02.2017
General Assembly Date	23.03.2017
General Assembly Time	10:00
Record Date	22.03.2017
Country	Turkey
City	İSTANBUL
District	ŞİŞLİ
Address	Divan İstanbul Oteli, Asker Ocağı Caddesi No:1 34367 Elmadağ Şişli-İstanbul

## Agenda Items

- 1 - Opening and election of the Chairman of the Meeting,
- 2 - Reading, discussing and approving the 2016 Annual Report prepared by the Company Board of Directors,
- 3 - Reading the Summary of Independent Audit Report for 2016 accounting period,
- 4 - Reading, discussing and approving the Financial Statements related to the 2016 accounting period,
- 5 - Acquittal of each member of the Board of Directors in relation to the activities of Company in 2016,
- 6 - Acceptance, acceptance after amendment or refusal of the offer of the Board of Directors in accordance with the Company's profit distribution policy regarding the distribution of the profits of 2016 and the date of the distribution of profits,
- 7 - Acceptance, acceptance after amendment or refusal of the Board of Directors' offer for amending Article 6 entitled "Capital" of the Company Articles of Association,
- 8 - 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,
- 9 - Informing and approval of the Shareholders about the Remuneration Policy for the Members of the Board of Directors and Top Managers and the payments made within the scope of the policy in accordance with the Corporate Governance Principles,
- 10 - Determining annual gross salaries of the members of the Board of Directors,
- 11 - Approval of the Independent Auditing Institution selected by the Board of Directors in accordance with the Turkish Commercial Code and the Capital Markets Board regulations,
- 12 - Informing the shareholders about the donations made by the Company in 2016 and determining an upper limit for donations to be made in 2017,
- 13 - Informing the shareholders about the collaterals, pledges, mortgages and surety granted in favor of third parties and the income and benefits obtained in 2016 by the Company and subsidiaries in accordance with Capital Markets Board regulations,
- 14 - Authorising the shareholders holding management capacity, the Members of the Board of Directors, top 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 2016 as per the Corporate Governance Communiqué of Capital Markets Board,
- 15 - Wishes and opinions.

## Corporate Actions Involved In Agenda

Dividend Payment
Authorized Capital

## General Assembly Results

Was The General Assembly Meeting Executed?	Yes
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In our Company's General Assembly Meeting held on Thursday 23<sup>rd</sup> March 2017, at 10:00 a.m. at Divan Istanbul Hotel, Asker Ocağı Caddesi No: 1 34367 Elmadağ Şişli, Istanbul, the main following decisions were made.

- The 2016 Annual Report prepared by the Company Board of Directors was accepted.
- The Company's independently audited consolidated Financial Statements for the year 2016 which were prepared in accordance with the Capital Markets Board's (CMB) "Communiqué for Principles of Financial Reporting in Capital Markets" with Serial Number II-14.1 were accepted.
- Members of the Board of Directors were severally acquitted in connection with the accounts and activities of the Company in 2016.
- The proposal of the Company's Board of Directors related to profit distribution for the year 2016 was discussed. It was accepted to distribute a Gross Cash Dividend of TL 425,000,000.- from the consolidated profit calculated in accordance with CMB Regulations and to decide the dividend distribution commencement date as 3rd April 2017.
- The amendment for Article 6 entitled "Capital" of the Company Articles of Association was discussed and accepted.
- The number of members of the Board of Directors was determined as 12 members in total together with 4 independent members. It has been decided to select Mr. Mustafa Rahmi Koç, Ms. Semahat Sevim Arsel, Mr. Mehmet Ömer Koç, Mr. Yıldırım Ali Koç, Mr. Robert Sonman, Mr. Levent Çakıroğlu, Mr. Fatih Kemal Ebiçlioğlu, Mr. Hakan Hamdi Bulgurlu as the members and Mr. Kutsan Çelebican, Mr. Tunç Uluğ, Mr. Mehmet Barmanbek and Mr. Kadri Kaynak Küçükpınar as the independent members of the Board of Directors to work until the General Assembly Meeting where the accounts of the year 2017 will be discussed.
- Within the framework of the Turkish Commercial Code and the Capital Markets Law, it was decided to select PwC Bağımsız Denetim ve Serbest Muhasebeci Mali Müşavirlik A.Ş., which was elected by the decision of the Board of Directors with reference to the proposal of the Audit Committee, as the Independent Auditing Institution to audit the Financial Statements of the fiscal year 2017 and to conduct other activities as part of other regulations introduced under the said laws.

#### General Assembly Results

### Decisions Regarding Corporate Actions

Dividend Payment	Discussed
Authorized Capital	Accepted

### General Assembly Registry

Were The Minutes Registered?	Yes
Date of Registry	03.04.2017

### General Assembly Outcome Documents

<b>Appendix: 1</b>	Olağan Genel Kurul Toplantı Tutanağı 23.03.2017.pdf - Minute
<b>Appendix: 2</b>	Hazır Bulunanlar Listesi 23.03.2017.pdf - List of Attendants

### Additional Explanations

The Minutes of the Ordinary General Shareholders Meeting held on 23.03.2017 have been registered by İstanbul Trade Registry Office on 3rd April 2017.

We proclaim that our above disclosure is in conformity with the principles set down in "Material Events Communiqué" of Capital Markets Board, and it fully reflects all information coming to our knowledge on the subject matter thereof, and it is in conformity with our books, records and

documents, and all reasonable efforts have been shown by our Company in order to obtain all information fully and accurately about the subject matter thereof, and we're personally liable for the disclosures.