

**AGENDA OF THE ORDINARY GENERAL ASSEMBLY
OF YAZICILAR HOLDING A.Ş.
TO BE HELD ON APRIL 20, 2015**

- 1) Opening and election of the Chairman of Assembly,
- 2) Reading out and discussion of the reports of the Board of Directors (Annual Report) for 2014,
- 3) Reading out of the report of the Independent External Audit Company for the Jan. 1, 2014 – Dec.31, 2014 period,
- 4) Reading out, discussion and approval of the consolidated financial statements for 2014,
- 5) Decision to acquit the members of the Board of Directors,
- 6) Discussion on the proposal of the Board of Directors regarding the distribution of dividends; decision the dividend to be distributed,
- 7) Decision about fees related to the Board of Directors,
- 8) Election of the members of the Board of Directors and determination of their number and tenure, in compliance with Corporate Governance Principles and assuring the election of independent members,
- 9) In line with the requirements of Turkish Commercial Code and Capital Markets Board the approval of the External Audit Company for 2014, elected by the Board of Directors,
- 10) Information to be given to the shareholders regarding donations made by the Company in 2014,
- 11) Information to be given to the shareholders on the extensive and recurring related party transactions made by the Company in 2014,
- 12) Information to be given to the shareholders regarding the change in the Disclosure Policy in 2014,
- 13) According to the Capital Markets Board' legislation, information to be given to the shareholders that no guarantees, pledges and mortgages were instituted by the Company to the benefit of third parties nor any income was thereby generated,
- 14) Information to be given to the shareholders about the nonexistence of transactions between our Company or our subsidiaries and, controlling shareholders, members of the Board of Directors, members of the management having administrative responsibility or their spouses or relatives up to and including the second degree, that may create conflict of interest, as well as any other instances where any of the foregoing persons engage in competing business on their own account or on the account of others,
- 15) Authorization of the members of the Board of Directors as per Articles 395 and 396 of the Turkish Commercial Code,
- 16) Remarks and closing.