

**ASELSAN ELEKTRONİK SANAYİ VE TİCARET A.Ş.
BOARD OF DIRECTORS MEETING RESOLUTIONS**

MEETING NUMBER : 800
DATE OF MEETING : February 27, 2013
HOUR OF MEETING : 15.30
PLACE OF MEETING : ASELSAN Macunköy Facilities

AGENDA :

1. Taking resolution regarding the determination of the agenda, location and date of the 39th Ordinary General Assembly Meeting where the 2013 operations of ASELSAN shall be discussed,
2. Reading and approval of meeting resolutions (meeting no:800),

ATTENDEES :

Chairman of Board of Directors	: Necmettin BAYKUL
Vice Chairman of Board of Directors	: Erhan AKPORAY
Member of Board of Directors	: Halil SARIASLAN
Member of Board of Directors	: Lamia Zeynep ONAY
Member of Board of Directors	: Cumhuriyet Sait Şahin TULGA
Member of Board of Directors	: Hasan CANPOLAT
Member of Board of Directors	: Orhan AYDIN
Member of Board of Directors	: Mustafa Murat ŞEKER
Member of Board of Directors	: Murat ÜÇÜNCÜ
Chief Executive Officer	: Cengiz ERGENEMAN

AGENDA :

- 758/1. Taking resolution regarding the determination of the agenda, location and date of the 39th Ordinary General Assembly Meeting where the 2013 operations of ASELSAN shall be discussed,**

General Management's letter dated 19.02.2014 and numbered AS375-14D-20 was read. It has been unanimously resolved that the 39th General Assembly meeting with regard to the year 2013 fiscal period of our Company shall be held on March 31, 2014, Monday at 14:00 at our Akyurt Facility at the address Cankırı Yolu 7. Km Akyurt / ANKARA in order to negotiate the following agenda topics and to resolve them.

ASELSAN ELEKTRONİK SANAYİ VE TİCARET A.Ş.

AGENDA OF 39TH ANNUAL ORDINARY GENERAL ASSEMBLY MEETING

- 1) Opening and appointment of the Presidential Board,
- 2) Approval of the appointments for the opening Board of Directors' memberships made by the Board of Directors in 2013 in accordance with 1st paragraph of article 363 of Turkish Commercial Law,
- 3) Reading and discussion of 2013 Annual Report prepared by Board of Directors,
- 4) Reading audit report of the independent external auditing institution,
- 5) Reading, discussion and approval of balance sheet and income statement,
- 6) Reaching resolution on the acquittal of the members of Board of Directors on operations and accounts of the company for 2013.
- 7) Determination of the way to utilize the profit for 2013 and the dividend payout ratio,
- 8) Election of the members of the Board of Directors and the independent members of the Board of Directors and the determination of their duty term,
- 9) Determination of the remuneration of the members of the Board of Directors,
- 10) Approval of the independent external auditing institution decided by the Board of Directors, in accordance with the regulations of Capital Markets Board,
- 11) Reaching resolution on the amendments to the 6th article Registered Capital of the Company of the Articles of Association of the Company,
- 12) Submitting information on donations made, guarantee, pledge, mortgage and warranties given on behalf of the third parties and revenue and benefits acquired in 2013,
- 13) Approval of the "Donation and Aid Policy" prepared in accordance with the regulations of Capital Markets Board and reaching resolution on the upper limit of donations and aids to be made in 2014,
- 14) Submitting information on Profit Distribution Policy in accordance with the regulations of Capital Markets Board,
- 15) Submitting information on Disclosure Policy in accordance with the regulations of Capital Markets Board,
- 16) Submitting information on Remuneration Principles for the Members of Board of Directors and Executives with Administrative Responsibility revised in accordance with the regulations of Capital Markets Board,
- 17) Wishes and recommendations.

800/2 Reading and approval of meeting resolutions (meeting no:800),

Necmettin BAYKUL
Chairman of Board of Directors

Erhan AKPORAY
Vice Chairman of Board of Directors

Halil SARIASLAN
Member of Board of Directors

Lamia Zeynep ONAY
Member of Board of Directors

Cumhur Sait Şahin TULGA
Member of Board of Directors

Hasan CANPOLAT
Member of Board of Directors

Orhan AYDIN
Member of Board of Directors

Mustafa Murat ŞEKER
Member of Board of Directors

Murat ÜÇÜNCÜ
Member of Board of Directors