

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

**MEETING NUMBER : 977**

**DATE OF MEETING : February 20, 2018**

**HOUR OF MEETING : 09:45**

**PLACE OF MEETING : ASELSAN General Directorate**

**AGENDA:**

1. Taking resolution regarding the determination of the agenda, location and date of the Ordinary General Assembly Meeting where the 2017 operations of ASELSAN shall be discussed.
2. Reading and approval of meeting resolutions (meeting no:977),

**ATTENDEES:**

Chairman of Board of Directors	: İbrahim ÖZKOL
Vice Chairman of Board of Directors	: Mustafa Murat ŞEKER
Member of Board of Directors	: Ziya AKBAS
Member of Board of Directors	: Ercümend ARVAS
Member of Board of Directors	: Bayram GENÇCAN
Member of Board of Directors	: Haluk GÖRGÜN
Member of Board of Directors	: Emin Sami ÖRGÜÇ
Member of Board of Directors	: Ercan TOPACA
Member of Board of Directors	: Murat ÜÇÜNCÜ

**G Ü N D E M :**

- 977/1. Taking resolution regarding the determination of the agenda, location and date of the Ordinary General Assembly Meeting where the 2017 operations of ASELSAN shall be discussed,**

General Management's letter dated 13.02.2018 and numbered AS375-2018-0020 was read. It has been unanimously resolved that the 43<sup>rd</sup> General Assembly meeting with regard to the year 2017 fiscal period of our Company shall be held on March 19, 2018, 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 43<sup>RD</sup> ANNUAL ORDINARY GENERAL ASSEMBLY MEETING**  
**MARCH 19, 2018**

- 1) Opening, moment of silence, singing of national anthem and appointment of the Chairman of the Meeting.
- 2) Reading and discussion of fiscal year 2017 Annual Report prepared by Board of Directors.
- 3) Reading the fiscal year 2017 report of the independent auditing firm.
- 4) Reading, discussion and approval of fiscal year 2017 financial statements.
- 5) Reaching resolution on the acquittal of the members of Board of Directors on operations and accounts of the company for fiscal year 2017.
- 6) Determination of the dividend distribution for fiscal year 2017 and the dividend payout ratio.
- 7) Election of the members of the Board of Directors and the independent members of the Board of Directors, whose terms of duties have expired and the determination of their duty term.
- 8) Determination of the remuneration of the members of the Board of Directors.
- 9) Approval of the independent auditing firm decided by the Board of Directors, in accordance with the regulations of Capital Markets Board.
- 10) Submitting information on donations made; guarantee, pledge, mortgage and warranties given on behalf of the third parties and revenue and benefits acquired in 2017.
- 11) Providing information regarding the reports, which comprises the conditions of the transactions with Undersecretariat for Defense Industries, ASELSANNET Elektronik ve Haberleşme Sistemleri Sanayi Ticaret İnşaat ve Taahhüt Ltd. Şti. and Savunma Teknolojileri Mühendislik ve Ticaret A.Ş. and its comparison with the market conditions in 2017, as per the regulations of the Capital Markets Board.
- 12) Reaching resolution on the upper limit of the donation and aids to be made in fiscal year 2018.
- 13) Reaching resolution on the upper limit of the sponsorships to be made in fiscal year 2018.
- 14) Submitting information on the subject that shareholders who have a management control, members of board of directors, managers with administrative liability and their spouses, relatives by blood or marriage up to second degree may conduct a transaction with the corporation or subsidiaries thereof which may cause a conflict of interest and compete with them.
- 15) Reaching resolution on the increase in the registered capital upper limit of our company and the amendment in the Article 6 titled “Registered Capital of the Company” of the Articles of Association.
- 16) Discussion on capital increase.
- 17) Wishes and recommendations.

**977/2. Reading and approval of meeting resolutions (meeting no:977),**

**İbrahim ÖZKOL**  
Chairman of Board of Directors

**Mustafa Murat ŞEKER**  
Vice Chairman of Board of Directors

**Ziya AKBAŞ**  
Member of Board of Directors

**Ercümend ARVAS**  
Member of Board of Directors

**Bayram GENÇCAN**  
Member of Board of Directors

**Haluk GÖRGÜN**  
Member of Board of Directors

**Emin Sami ÖRGÜÇ**  
Member of Board of Directors

**Ercan TOPACA**  
Member of Board of Directors

**Murat ÜÇÜNCÜ**  
Member of Board of Directors