

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

MEETING NUMBER : 1041

DATE OF MEETING : March 19, 2019

HOUR OF MEETING : 13:00

PLACE OF MEETING : ASELSAN General Directorate

AGENDA :

1. Taking resolution regarding the determination of the agenda, location and date of the 44th Ordinary General Assembly Meeting where the 2018 operations of ASELSAN shall be discussed.
2. Reading and approval of meeting resolutions (meeting no:1041),

ATTENDEES :

Chairman of Board of Directors	: Haluk GÖRGÜN
Vice Chairman of Board of Directors	: Mustafa Murat ŞEKER
Member of Board of Directors	: Mehmet ARIK
Member of Board of Directors	: Ercümend ARVAS
Member of Board of Directors	: Bayram GENÇCAN
Member of Board of Directors	: İbrahim ÖZKOL
Member of Board of Directors	: Ercan TOPACA
Member of Board of Directors	: Celal Sami TÜFEKÇİ
Member of Board of Directors	: Murat ÜÇÜNCÜ

AGENDA:

1041/1. Taking resolution regarding the determination of the agenda, location and date of the 44th Ordinary General Assembly Meeting where the 2018 operations of ASELSAN shall be discussed.

General Management's letter dated 14.03.2019 and numbered AS375-2019-0039 was read. It has been unanimously resolved that the 44th General Assembly meeting with regard to the year 2018 fiscal period of our Company shall be held on April 26, 2019, Friday 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 44TH ANNUAL ORDINARY GENERAL ASSEMBLY MEETING
APRIL 26, 2019

- 1) Opening, moment of silence, singing of national anthem and appointment of the Chairman of the Meeting.
- 2) Reading and discussion of fiscal year 2018 Annual Report prepared by Board of Directors.
- 3) Reading the fiscal year 2018 report of the independent auditing firm.
- 4) Reading, discussion and approval of fiscal year 2018 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 2018.
- 6) Determination of the dividend distribution for fiscal year 2018 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) Reaching resolution on the amendment of company articles of association article 11 titled “Quorum of Meeting and Decision Making” and article 13 titled “Duty and Authorities of the Board of Directors”; provided that the necessary permission are taken from Capital Markets Board and the Ministry of Trade.
- 11) Submitting information on donations made; guarantee, pledge, mortgage and warranties given on behalf of the third parties and revenue and benefits acquired in 2018.
- 12) Providing information regarding the reports, which comprises the conditions of the transactions with Presidency of Defense Industries and its comparison with the market conditions in 2018, as per the regulations of the Capital Markets Board.
- 13) Reaching resolution on the upper limit of the donation and aids to be made in fiscal year 2019.
- 14) Reaching resolution on the upper limit of the sponsorships to be made in fiscal year 2019.
- 15) 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.
- 16) Wishes and recommendations.

1041/2. Reading and approval of meeting resolutions (meeting no:1041),

Haluk GÖRGÜN
Chairman of Board of Directors

Mustafa Murat ŞEKER
Vice Chairman of Board of Directors

Mehmet ARIK
Member of Board of Directors

Ercümend ARVAS
Member of Board of Directors

Bayram GENÇCAN
Member of Board of Directors

İbrahim ÖZKOL
Member of Board of Directors

Celal Sami TÜFEKÇİ
Member of Board of Directors

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Member of Board of Directors

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Member of Board of Directors