

**ASELSAN ELEKTRONİK SANAYİ VE TİCARET A.Ş.**  
**DRAFT AMENDMENTS TO THE ARTICLES OF ASSOCIATION**  
**ASELSAN ELEKTRONİK SANAYİ VE TİCARET A.Ş.**

**INFORMATIVE DOCUMENT RELATED TO THE 39<sup>th</sup> ORDINARY GENERAL  
ASSEMBLY DATED MARCH 31, 2014 WITH REGARD TO  
THE YEAR 2013 FISCAL PERIOD**

The 39th Ordinary General Assembly Meeting of our Company for the year 2013 shall convene at ASELSAN Akyurt Facility at the address of Çankırı Yolu 7. Km Akyurt, ANKARA, at 14:00 hours, on Monday, March 31, 2014 to negotiate the below-mentioned agenda and reach at a decision thereupon.

Our shareholders may attend the Ordinary General Assembly Meeting in person or through their representatives physically or electronically. Attendance of our shareholders or their representatives in electronic media is possible with their secure electronic signature. Hence our shareholders who will use Electronic General Meeting System should login to Central Securities Depository Institution (MKK) e-MKK Information Portal, submit their contact information and possess electronic signature. It is not possible to attend the general assembly meeting in electronic media for shareholders or their representatives without logging in the e-MKK Information Portal and having electronic signature.

Moreover, those stakeholders or their representatives who want to attend General Assembly Meetings in the electronic environment must fulfill their liabilities in accordance with “Regulation Regarding Participation to General Assembly Meetings of Joint Stock Companies on Electronic Medium” published on 28.08.2012 in the Official Gazette numbered 28395 and “Communiqué on the Electronic General Assembly Meeting System Used in General Assembly Meetings of Joint Stock Companies” published on 29.08.2012 in the Official Gazette numbered 28396.

Our shareholders, who will not be able to attend the meeting in person are required to arrange their proxies in accordance with the specimen below or access the power of attorney template at the Company headquarters and our web site at [www.aselsan.com.tr](http://www.aselsan.com.tr), fulfill the requirements set forth in Capital Markets Board’s “Communiqué on Proxy Voting and Gathering Proxy by Call (II-30.1)” and submit their signed and notary approved power of attorney.

Stakeholders to deposit the shares which are tracked through registration must issue a “Representation Document Related to Deposited Shares” and an “Instruction Notification Form” examples of which are attached to the Regulation by acting in accordance with the provisions of “Regulation on the Procedures and Principles of General Assembly Meetings of Joint Stock Companies and Representatives of the Ministry of Customs and Trade Attending Such Meetings” published in the Official Gazette dated 28.11.2012 and numbered 28481.

The reports of the Board of Directors, Independent Audit Company Report, Financial Tables, Board of Directors Report with Corporate Governance Principles Compliance Report for year 2013 and Amendments to the Articles of Association will be made available for review by the shareholders at the Company headquarters and our web site at [www.aselsan.com.tr](http://www.aselsan.com.tr) 3 weeks prior to the meeting. In accordance with the arrangements set forth by Capital Markets Board, the documents of the General Assembly Meeting with the documents mentioned above will be available at Public Disclosure Platform (KAP) and our web site at [www.aselsan.com.tr](http://www.aselsan.com.tr).

It is duly submitted to inform our Esteemed Shareholders.

Kind Regards,  
**BOARD OF DIRECTORS**

**ASELSAN ELEKTRONİK SANAYİ VE TİCARET A.Ş.**  
**DRAFT AMENDMENTS TO THE ARTICLES OF ASSOCIATION**  
**AGENDA OF 39<sup>TH</sup> 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 1<sup>st</sup> 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 6<sup>th</sup> 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.