

**POWER OF ATTORNEY**  
**ASELSAN ELEKTRONİK SANAYİ VE TİCARET A.Ş.**

I hereby appoint \_\_\_\_\_ as my attorney in order to represent me, to vote, to make proposals and to sign the required documents in the 39<sup>th</sup> Ordinary General Meeting of ASELSAN Electronics Industries Inc. to be held on March 31, 2014, Monday, at 14:00 at ASELSAN Akyurt Facility at Çankırı Yolu 7. Km Akyurt, Ankara.

Of the Attorney(\*);

Name Surname/Commercial Title:

TC Identification No/Tax No, Trade Register and No, MERSİS No

(\* )For foreign attorneys, if exist, the corresponding information must be submitted.

**A) Scope of the Representative Power**

For sections 1 and 2 given below, the scope of the representative power should be determined by choosing one of the options (a), (b) or (c).

**1. About the Subjects of General Assembly Agenda;**

- a) The attorney is authorized to vote according to his/her opinion.
- b) The attorney is authorized to vote on proposals of the company management.
- c) The attorney is authorized to vote in accordance with the instructions given below in table.

**Instructions:**

If the shareholder chooses option (c); the directives for each item of the agenda are given by choosing among the given alternatives (accept or reject) for the related item and if the alternative “reject” is chosen, the dissenting opinion shall be stated which should be written in -if exists- the minutes of general assembly.

	<b>Agenda Items (*)</b>	<b>Accept</b>	<b>Reject</b>	<b>Dissenting Opinion</b>
<b>1)</b>				
<b>2)</b>				
<b>3)</b>				

(\* ) Every each item of the agenda is listed in order. If the minority has a separate draft resolution, this will be stated additionally for/by assuring proxy voting.

**2. Special instruction regarding the other subjects that may come up at the General Assembly Meeting and especially regarding the use of minority rights;**

- a) The attorney is authorized to vote according to his/her opinion.
- b) The attorney does not have the power of representation on these issues.
- c) The attorney is authorized to vote in accordance with special instructions given below.

**Special Instructions;** If exist, the special instructions to be given by the shareholder to the attorney are identified here.

**B) Shareholder determines the shares to be represented by the attorney by choosing one of the options below.**

**1. I approve the representation of shares specified below by the attorney.**

- a) Group:
- b) Quantity-Nominal Value:
- c) Has privilege in voting or not:
- d) The ratio of specified shares to total shares/voting rights owned by the shareholder:

**2. I approve the representation of all my shares, which are in the list of attendants prepared by MKK one day prior to the general assembly, by the attorney.**

**Of the Shareholder(\*);**

Name Surname/Commercial Title:

TC Identification No./Tax No, Trade Register and No., MERSİS No.

Address:

Signature:

(\*) For foreign shareholders, if exist, the corresponding information must be submitted.

Note: In case the Power of Attorney Certificate does not bear a notarial attestation, a notarized Signatory Circular of the Principal shall be attached to the Power of Attorney.