

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

**MEETING NUMBER** : 850  
**DATE OF MEETING** : March 06, 2015  
**HOUR OF MEETING** : 15.00  
**PLACE OF MEETING** : ASELSAN Macunköy Facilities

**AGENDA** :

1. Taking resolution regarding the determination of the agenda, location and date of the 40<sup>th</sup> Ordinary General Assembly Meeting where the 2014 operations of ASELSAN shall be discussed,
2. Reading and approval of meeting resolutions (meeting no:850),

**ATTENDEES** :

Chairman of Board of Directors	: Hasan CANPOLAT
Vice Chairman of Board of Directors	: Murat ÜÇÜNCÜ
Member of Board of Directors	: Ziya AKBAŞ
Member of Board of Directors	: Ahmet Can ÇEVİK
Member of Board of Directors	: Celalettin DÖVER
Member of Board of Directors	: Oral ERDOĞAN
Member of Board of Directors	: Mustafa Murat ŞEKER
Chief Executive Officer	: Faik EKEN

**ABSENTEES** :

Member of Board of Directors	: Ahmet KESİK
Member of Board of Directors	: Sedat NAZLIBİLEK

**AGENDA** :

- 850/1. Taking resolution regarding the determination of the agenda, location and date of the 40<sup>th</sup> Ordinary General Assembly Meeting where the 2014 operations of ASELSAN shall be discussed,**

General Management's letter dated 04.03.2015 and numbered AS375-15D-37 was read. It has been unanimously resolved that the 40<sup>th</sup> General Assembly meeting with regard to the year 2014 fiscal period of our Company shall be held on March 31, 2015, Tuesday 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 40<sup>TH</sup> ANNUAL ORDINARY GENERAL ASSEMBLY MEETING**

- 1) Opening, moment of silence 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 2014 in accordance with 1<sup>st</sup> paragraph of article 363 of Turkish Commercial Law.
- 3) Reading and discussion of 2014 Annual Report prepared by Board of Directors.
- 4) Reading the report of the independent external auditing institution.
- 5) Reading, discussion and approval of financial tables.
- 6) Reaching resolution on the acquittal of the members of Board of Directors on operations and accounts of the company for 2014.
- 7) Determination of the way to utilize the profit for 2014 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) Submitting information on donations made, guarantee, pledge, mortgage and warranties given on behalf of the third parties and revenue and benefits acquired in 2014.
- 12) Reaching resolution on the upper limit of the donation and aids to be made in 2015.
- 13) 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.
- 14) Wishes and recommendations.

**850/2 Reading and approval of meeting resolutions (meeting no:850),**

**Hasan CANPOLAT**

Chairman of Board of Directors

**Murat ÜÇÜNCÜ**

Vice Chairman of Board of Directors

**Ziya AKBAŞ**

Member of Board of Directors

**Ahmet Can ÇEVİK**

Member of Board of Directors

**Celalettin DÖVER**

Member of Board of Directors

**Oral ERDOĞAN**

Member of Board of Directors

**Ahmet KESİK**

Member of Board of Directors  
(Absent)

**Sedat NAZLIBİLEK**

Member of Board of Directors  
(Absent)

**Mustafa Murat ŞEKER**

Member of Board of Directors