

**ASELSAN ELEKTRONİK SANAYİ VE TİCARET A.Ş.**  
**CORPORATE GOVERNANCE COMMITTEE’S MEETING RESOLUTIONS**

**MEETING NUMBER** : **18**  
**DATE OF MEETING** : **August 19, 2015**  
**HOUR OF MEETING** : **13:45 -14:30**  
**PLACE OF MEETING** : **ASELSAN A.Ş.**

**COMMITTEE MEMBERS ATTENDING TO THE MEETING:**

Independent Member of Board of Directors / Corporate Governance Committee Chairman: Prof. Dr. Oral ERDOĞAN

Member of Board of Directors / Corporate Governance Committee Member: Dr. Murat ÜÇÜNCÜ

Member of Board of Directors / Corporate Governance Committee Member: Prof. Dr. Oğuz BORAT

Investor Relations and Subsidiaries Department Manager / Corporate Governance Committee Member: Pınar ÇELEBİ

**RESOLUTIONS**

**18/1. Briefing about “ASELSAN Corporate Governance Plan”**

In order to enrich the content of ASELSAN Corporate Governance Plan (2015-2025), it has been unanimously resolved that;

- Corporate governance practices of the companies, which are listed on Borsa İstanbul Corporate Governance Index and Sustainability Index, shall be reviewed and considering these other companies’ practices, suggestions to improve compliance shall be developed and included in the Corporate Governance Plan by the General Management, especially for the corporate governance principles which ASELSAN does not comply with or partially comply with;
- OECD Corporate Governance Principles shall be reviewed, the compliance of our Company’s practices with the OECD principles shall be analyzed and suggestions for the applicable or improvable corporate governance principles shall be developed and included in the Corporate Governance Plan;
- The content of the Corporate Governance Plan shall be reviewed considering the ASELSAN Articles of Association, Turkish Commercial Law, the secondary legislation of Capital Markets Board Law and Turkish Armed Forces Foundation Corporate Governance Principles;
- Within the context of “Employee Development and Life-Long Learning” section included in the Corporate Governance Plan, ASELSAN Academy shall prepare a detailed training list regarding the trainings that shall be given to directors and upper level executives and newly hired employees and this list shall be included in the plan;
- A glossary shall be included in the Corporate Governance Plan to increase clarity;

- A study shall be made for the social responsibility activities and the efforts to develop sense of corporate belonging;
- With regard to the internalization of ASELSAN corporate governance understanding, Investor Relations Department and ASELSAN Academy shall set off a training program and calendar for newly hired and current employees and include those in the Corporate Governance Plan;
- ASELSAN Corporate Governance Plan shall be submitted to Corporate Governance Committee following the completion of above mentioned amendments.

**18/2. Briefing about the tasks carried to develop an Anti-Bribery and Corruption Policy.**

It has been unanimously resolved that; the Anti-Bribery and Corruption Policy, of which the draft version was prepared by the General Management, shall be submitted to the Corporate Governance Committee in September.

**18/3. Briefing about the review of ASELSAN Ethical Principles.**

It has been unanimously resolved that; ASELSAN Ethical Principles Directive and the ASELSAN Ethical Principles, which is the appendix of the directive, shall be reviewed, revised and submitted to Corporate Governance Committee by General Management in September.

**18/4. Discussing the subject of inviting the employee representatives to the Board of Directors meeting at least once a year to listen their opinions, suggestions and requests, with regard to the enhancement of compliance to the article “Supporting the Participation of the Stakeholders in the Corporation’s Management” of Corporate Governance Principles.**

It has been unanimously resolved that; the subject of inviting the President of ASELSAN Employee Representatives to the Board of Directors meeting at least once a year to listen to the representatives’ opinions, suggestions and requests, shall be submitted to the Board of Directors meeting in September by the Corporate Governance Committee.

**18/5. Discussing the subject of setting an internal regulation regarding the issue that our Company does not lend money to the members of board of directors and executives, for the enhancement of compliance to the article “Financial Rights Provided for Members of the Board of Directors and Executives” of Corporate Governance Principles.**

It has been unanimously resolved that; an internal regulation shall be prepared by the General Management stating that ASELSAN does not lend money to ASELSAN Board of Directors Members and executives, and it shall be submitted to the Corporate Governance Committee in September.

**18/6. Discussing the subject of Board of Directors’ making a self-criticizing including the executives with administrative responsibility and an assessment of the company performance and adding these to 2015 annual report, for the enhancement of compliance to the article “Financial Rights Provided for Members of the Board of Directors and Executives” of Corporate Governance Principles..**

It has been unanimously resolved that the subject shall be discussed at the following Corporate Governance Committee meeting.

**18/7. Discussing the subject of attending the cocktail and dinner organized on 17/09/2015 by SAHA Rating, which provides corporate governance rating service to our Company, for the 10<sup>th</sup> anniversary of its establishment.**

It has been unanimously resolved that a member of the Corporate Governance Committee shall attend the event.

**18/8. Briefing about May – August 2015 Activities of the Investor Relations Department**

We have been informed about the tasks performed by the Investor Relations Department in May – August 2015.

Oral ERDOĞAN

Independent Member of Board of Directors  
Corporate Governance Committee Chairman

Murat ÜÇÜNCÜ

Vice Chairman of Board of Directors  
Corporate Governance Committee Member

Oğuz BORAT

Member of Board of Directors  
Corporate Governance Committee Member

Pınar ÇELEBİ

Investor Relations and Subsidiaries  
Department Manager  
Corporate Governance Committee Member