

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

MEETING NUMBER : **28**
DATE OF MEETING : **September 28, 2016**
HOUR OF MEETING : **13:00**
PLACE OF MEETING : **ASELSAN A.Ş.**

COMMITTEE MEMBERS ATTENDING TO THE MEETING:

Independent Member of the Board of Directors / Corporate Governance Committee
Chairman: Ercümend ARVAS

Member of the Board of Directors / Corporate Governance Committee Member: Murat
ÜÇÜNCÜ

Member of the Board of Directors / Corporate Governance Committee Member: Turan EROL
Investor Relations Manager / Corporate Governance Committee Member: Pınar ÇELEBİ

ASELSAN ATTENDEES:

Chief Financial Officer (A.): Okan TURAN

RESOLUTIONS

28/1. Briefing about the transactions of physical share owners of ASELSAN, who will appeal to Investor Compensation Center within the scope of the by-law of Capital Markets Board dated 07.09.2016.

In the meeting of the Corporate Governance Committee on 19.09.2016, Pınar Çelebi, the Investor Relations Manager and the Member of the Corporate Governance Committee has delivered information regarding the following:

- Within the scope of the paragraph 4 of the Article 13 of the Capital Market Law numbered 6362, the capital market instruments, the property of which has been lapsed to the Investor Compensation Center (ICC) because they were not delivered by the end of the seventh year (31.12.2012) following the start of the official follow-up date (the physical shares of ASELSAN held by the investors), and have become invalid as of 01.01.2013; have become valid again and the regulation of Capital Markets Board is awaited to determine the compensation of the rights of the beneficiaries with the partial annulment of the mentioned article of the law by the Constitutional Court in October 2015, the aforementioned capital market instruments;
- With the “Regulation on Rules and Procedures on the Payments to be Rendered to the Investors by ICC upon the Partial Annulment of the Paragraph 4 of the Article 13 of the Capital Market Law numbered 6362” (the Regulation) which came into force with the issuing of CMB on 07.09.2016; it is regulated to pay the capital market instruments back to the beneficiaries appealing to ICC, the property of which has been lapsed to ICC because they were not

delivered by the end of the seventh year following the date when the official follow-up has started;

- The Board of Directors is responsible to duly and punctually administer the transactions, which have been anticipated to be carried out by companies within the scope of Subparagraph 7 of Article 6 of the Regulation.

It has been unanimously decided that it is necessary for our Company to issue a delivery record and letter of commitment for the physical share owners of ASELSAN, who will appeal to ICC; that it is appropriate to give authorization to the General Management for the aforementioned works and transactions and that the issue will be submitted to the meeting of Board of Directors which will be held in September.

28/2. Resolution on purchasing corporate governance rating services.

Investor Relations Manager Pınar ÇELEBİ has provided information on the following matters:

- With the suggestion of the Corporate Governance Committee dated 29.08.2012 and the resolution of the Board of Directors numbered 741/5 and dated 29.08.2012, and, ASELSAN has been purchasing corporate governance rating services since 2012 and with the corporate governance rating it has received, has been listed on the Corporate Governance Index of Borsa Istanbul since.
- ASELSAN has been drawing the attention of especially institutional investors with its rating, which is improved every year thanks to the importance ASELSAN gives to corporate governance,
- The contribution of the importance given to corporate governance to the sustainability of ASELSAN,
- The term of contract for the current corporate governance rating service will be expired by September.

The Corporate Governance Committee has stated that;

- They wish the efforts ASELSAN makes to improve itself at corporate governance continue at an increasing pace in the future,
- They consider the Corporate Governance Index of Borsa Istanbul as one of the most prestigious indices of stock exchange

and has unanimously decided that ASELSAN shall continue to purchase corporate governance rating services.

28/3. Briefing about July - September 2016 Activities of the Investor Relations Department.

The Committee has been informed about the tasks performed by the Investor Relations Department in July -September 2016.

Ercümend ARVAS

Independent Member of Board of Directors
Corporate Governance Committee Chairman

Murat ÜÇÜNCÜ

Vice Chairman of Board of Directors
Corporate Governance Committee Member

Turan EROL

Member of Board of Directors
Corporate Governance Committee Member

Pınar ÇELEBİ

Investor Relations Manager
Corporate Governance Committee Member