

## PUBLIC ANNOUNCEMENT FORM

**Title of Company / Name of Partnership** : TÜRK TUBORG BİRA VE MALT SANAYİİ A.Ş.

**Address** : Kemalpaşa Caddesi No:258 Işıkkent/İZMİR

**Telephone and Fax Number** : Tel : 0232-399 20 00  
Fax : 0232-436 19 04

**Date** : 23.07.2018

**Subject** : Registration of Decisions made in 2017 Ordinary General

Type of General Assembly	Ordinary
Date and Time	19.06.2018 13:30
Starting Date of Financial Period	01.01.2017
Ending Date of Financial Period	31.12.2017
Is the General Assembly made?	Yes

### **Agenda Items**

1. Opening, Election of the Chairing Committee and the authorization for signing the minutes of the meeting,
2. Review, discussion and resolving on the 2017 annual report of the Board of Directors,
3. Reading of Independent Auditor's report for 2017,
4. Review, discussion and resolving on the consolidated financial statements of 2017,
5. Release of the members of the Board of Directors in relation to operations and accounts of 2017,
6. Discussions and resolving on the proposal of dividend distribution by Board of Directors for 2017,
7. Resolving on the term of office and number of Board of Directors, their election in this regard and determination of independent Board members,
8. Resolving on the fee to be paid to the members of the Board of Directors as remuneration,
9. Resolving on the decision regarding appointment of the Independent Auditors by the Board of Directors until the approval of the General Assembly in accordance with Turkish Commercial Code and the regulations by the Capital Markets Board,

10. Informing the shareholders regarding the guarantee, pledge and mortgage provided by the Company to third parties along with income and benefits obtained in this regard in accordance with the regulations by the Capital Markets Board,
11. The approval and informing of the shareholders about the compensation policy and the related payments to the members of the board of directors and executives in accordance with the Corporate Governance Communique,
12. Informing the shareholders regarding the donations in 2017,
13. Authorizing the shareholders having managing authority, members of Board of Directors, the executives having managerial responsibility and their spouses or relatives related by blood or affinity up to the second degree in accordance with the Articles 395 and 396 of the Turkish Commercial Code; and informing the shareholders about any transactions in 2017 in this regard in accordance with the Communique of Corporate Governance numbered II-17.1 by the Capital Markets Board,
14. Wishes and the closing.

### **Results of the General Assembly**

On 19 June 2018, the following decisions were taken at 2017 Ordinary General Assembly Meeting:

1. 2017 Board of Directors' Annual Report and 2017 Consolidated Financial Statements were approved. General Meeting of Shareholders were informed on 2017 Independent External Audit Firm's Report.
2. Board Members were released for 2017 operations unanimously in favor.
3. The shareholders were informed on the Profit Distribution Policy revised under the Capital Market Board's Communique No II-19.1 on Dividends. Taking into account the Capital Markets legislation, Turkish Commercial Code and other legal legislative provisions along with the articles of association and Profit Distribution Policy of the Company; according to the independently audited consolidated financial statements dated 31.12.2017, net distributable profit of 2017 was calculated as 294.283.579 TL after setting aside general legal reserve at the amount of 13.492.421 TL from the net income of 307.776.000 TL. In accordance with the Company's Dividend Distribution Policy, it was decided to submit to the approval of the Ordinary General Assembly to distribute gross cash dividend at the amount of 58.856.716 TL to shareholders which corresponds to 20% of net distributable profit and to set aside 4.273.130 TL as general legal reserve. In addition, it was decided to discuss and resolve the proposal on starting to pay out cash dividends as from 25 July 2018 at the Ordinary General Assembly meeting.
4. It was unanimously decided in favor, the Board of Directors comprises of seven members and the following board members are appointed for a period of three years: Roni Kobrovsky, Joav Asher Nachshon, Shlomo Graziani, Benjamin Haim Rotenberg, Damla Tolga Birol and according to Capital Market Board's Corporate Governance Communique as independent board members Metin Zavarro and Tülin Karabük.
5. It was unanimously decided in favor, to pay an annual attendance fee of USD 10,000 in gross figures to each Independent Member of the Board of Directors, and not to pay any attendance fee to other Members of the Board of Directors.

6. It was unanimously decided in favor, to select and approve Pwc Bağımsız Denetim ve SMMM A.Ş for the year of 2017, which was appointed as the Independent External Audit Firm by the Board of Directors until the approval of the General Meeting of Shareholders is sought.
7. General Meeting of Shareholders was informed on Guarantees, Pledges, and Mortgages created by the Company in favor of third parties and income and interests obtained therefrom, in accordance with regulations of the Capital Markets Board.
8. General Meeting of Shareholders was informed of the Disclosure Policy under Corporate Governance Communique. The payments made within the scope were unanimously decided in favor.
9. Shareholders were informed that no donation was have been made in 2017.
10. It was unanimously decided in favor, to give permission to the shareholders controlling the management, members of board of directors, their spouses and relatives by blood and marriage (up to second degree) under Articles 395 and 396 of the Turkish Commercial Code.

Decisions on Rights Use Processes	
Dividend Distribution	It was discussed

Registered General Assembly Resolutions	
Has the decisions of the General Assembly been registered?	Yes
Registration Date	23.07.2018

**ADDITIONAL EXPLANATIONS:**

Decisions made in 2017 Ordinary General Meeting of Shareholders of our Company were registered by İzmir Trade Registry on 23 July 2018.

With Our Regards,  
TÜRK TUBORG BİRA VE MALT SANAYİİ A.Ş.

Ali İhsan Barut  
Accounting Manager

Evren KILINÇPINAR  
Financial Affairs Manager