

PUBLIC ANNOUNCEMENT FORM

Title of Company/Name of Partnership : TÜRK TUBORG BİRA VE MALT SANAYİİ A.Ş.
Address : Kemalpaşa Caddesi No:258 Işıkkent/Bornova/İZMİR
Telephone and Fax Number : Tel: 0232-399 20 00
Fax: 0232-436 19 04
Date : 25.04.2019
Subject : Registration of Decisions made in 2018 Ordinary General Assembly Meeting

Type of General Assembly	Ordinary
Date and Time	25.03.2019 11:00
Starting Date of Financial Period	01.01.2018
Ending Date of Financial Period	31.12.2018
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 2018 annual report of the Board of Directors,
3. Reading of Independent Auditor's report for 2018,
4. Review, discussion and resolving on the consolidated financial statements of 2018,
5. Release of the members of the Board of Directors in relation to operations and accounts of 2018,
6. Discussions and resolving on the proposal of dividend distribution by Board of Directors for 2018,
7. Resolving an appointment of member of Board of Directors in accordance with Article 363 of Turkish Commercial Code.
8. Resolving on authorization of the Board of Directors to decide on the distribution of dividend advance in 2019 in accordance with article 26 Article of Association and Communiqué on Dividends numbered II-19.1,
9. Resolving on the issue that if the company does not make an adequate profit or incurs loss as of the end of 2019, the dividend advances to be distributed would be deducted and set off from the sources that may be covered by profit distribution shown in the yearly statement of financial position regarding 2019,
10. Resolving on the fee to be paid to the members of the Board of Directors as remuneration,

11. 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,
12. 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,
13. 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,
14. Informing the shareholders regarding the donations in 2018,
15. 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 2018 in this regard in accordance with the Communique of Corporate Governance numbered II-17.1 by the Capital Markets Board,
16. Wishes and the closing.

Results of the General Assembly

On 25 March 2019, the following decisions were taken at 2018 Ordinary General Assembly Meeting:

1. 2018 Board of Directors' Annual Report and 2018 Consolidated Financial Statements were approved. General Meeting of Shareholders were informed on 2018 Independent External Audit Firm's Report.
2. Board Members were released for 2018 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 31.12.2018, net distributable profit of 2018 was calculated as 406.855.507 TL after setting aside general legal reserve at the amount of 20.815.493 TL from the net income of 427.671.000 TL, to cover 193.226.149 TL part of it from retained earnings; it was unanimously decided to distribute gross cash dividend at the amount of 536.666.418 TL to shareholders, to set aside 52.054.101 TL as general legal reserve, and to pay out cash dividends as from 2 April 2019.
4. According to article 363 of the Turkish Commercial Code, it was unanimously decided to approve the membership of Timur Gökmeral who was appointed as member of the Board of Directors to be valid as from 1 January 2019 and for him to serve until the end of the term of office of the Board member be replaced.
5. In scope of article 26 of the Articles of Association and Communique No II-19.1 on Dividends, it unanimously accepted the opinion of the General Assembly to authorize the Board of Directors to decide on profit distribution advance for the accounting period of 2019.

6. It was unanimously accepted to deduct the distributable profit distribution advance from sources to be subjected to profit distribution given under the annual financial statement table of 2019 accounting period in case there is no adequate profit or occurrence of loss at the end of the accounting period of 2019.
7. It was decided by majority of votes 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,
8. It was unanimously decided in favor, to select and approve Pwc Bağımsız Denetim ve SMMM A.Ş for the year of 2018, 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.
9. 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.
10. General Assembly was informed on the remuneration policy prepared for members of the Board of Directors and managers with administrative liabilities as per Corporate Governance Communique. Payments made in scope of this policy for 2018 were unanimously accepted.
11. Shareholders were informed that no donation was have been made in 2018.
12. 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	02.04.2019

ADDITIONAL EXPLANATIONS:

Decisions made in 2018 Ordinary General Meeting of Shareholders of our Company were registered by İzmir Trade Registry on 2 April 2019.

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

Ali İhsan Barut
Accounting Manager

Evren KILINÇPINAR
Financial Affairs Manager