

Announced by
TÜRK TUBORG BİRA VE MALT SANAYİİ A.Ş.
BOARD OF DIRECTORS

2013 Ordinary General Meeting of Shareholders of TÜRK TUBORG BİRA VE MALT SANAYİİ A.Ş. will convene at 13.00 on Tuesday, 29 April 2014, at Kemalpaşa Cad. No.52 Işıkkent/İzmir in order to discuss and decide on below agenda items.

Shareholders may participate in the general meeting of physically or electronically and in person or by proxy. Electronic participation in the general meeting of shareholders is possible only using secure signatures of shareholders or their proxies. Therefore, shareholders intending to make any transaction on the Electronic General Meeting System must be first registered with the Central Registry Co. ("MKK") and e-MKK Information Portal, giving their contact information, and also have secure electronic signatures. Shareholders or their proxies will not be able to participate the general meeting of shareholders electronically if they are not registered with the e-MKK Information Portal and do not have a secure electronic signature.

Shareholders or their proxies intending to participate in the meeting electronically must fulfill their obligations arising under the Communiqué on Electronic General Meeting System for General Meetings of Shareholders of Joint Stock Companies published in the Official Journal No. 28395 of 28 August 2012.

Shareholders who will not be able to participate in the meeting by person have to issue a proxy statement as per the attached template or obtain such proxy statement template from Company headquarters or the corporate website (www.turktuborg.com.tr), meet requirements of the Capital Markets Board Communiqué No. II-30.1 published in the Official Journal No. 28861 of 24.12.2013, and deliver notarized proxy statements to the Company headquarters.

2013 Board of Directors Annual Report, Independent Audit Report, Balance Sheet and Income Statement will be available at Kemalpaşa Cad, No.52 Işıkkent/İzmir, www.turktuborg.com.tr and electronic general meeting system 3 weeks before the meeting date for the inspection of shareholders in due period. 2013 Board of Directors Annual Report, Independent Audit Report, Balance Sheet and Income Statement will be available at Kemalpaşa Cad, No.52 Işıkkent/İzmir, www.turktuborg.com.tr and electronic general meeting system 3 weeks before the meeting date for the inspection of shareholders in due period.

Shareholders that will deliver shares dematerialized under the relevant article of the Capital Market Law are required to issue a "Proxy Statement for Delivered Shares" and an "Instruction Form" pursuant to the Regulation on Procedures and Principles for General Meetings of Joint Stock Companies and Ministry of Customs and Trade Representatives Attending such Meetings (templates of these documents are attached to the said Regulation).

The right to participate in and vote at the general meeting of shareholders shall not be dependent on blocking share certificates according to Article 415(4) of the New Turkish Commercial Code No. 6102 and Article 30(1) of the Capital Market Law. In the event our shareholders intend to participate in the General Meeting of Shareholders, they will not be required to block their shares. However, in case shareholders who do not want their identities and number of shares in their accounts to be notified to the Company and therefore, whose details are not known by the Company, intend to participate in the General Meeting of Shareholders, they must apply to the intermediary institutions holding their accounts and ensure that the "restriction" preventing their identities and number of shares in their accounts to be notified to the Company is lifted at the latest at 04.30 p.m. the day before the general meeting of shareholders.

In the general meeting of shareholders agenda items will be voted through open voting by raising hands, without prejudice to provisions on electronic voting.

In accordance with Article 11 of the Capital Market Law, holders of registered share certificates that are continuously traded on stock exchanges or other organized markets will not be sent a notice via registered mail.

We kindly inform our shareholders and ask them to be ready at the meeting on the given day and time.

Note: There will be a bus service departing from Konak Sabancı Cultural Center and Karşıyaka Municipality Wedding Hall at 11.00 a.m. to transport shareholders to the General Meeting of Shareholders.

PROXY

TÜRK TUBORG BİRA VE MALT SANAYİİ A.Ş.

I hereby appoint..... as my proxy authorized to represent me, to vote and make proposals in line with the views I express herein below and sign the required papers at the Ordinary General Assembly of Türk Tuborg Bira ve Malt Sanayii A.Ş. that will convene on April 29, 2014, at 13:00 at the address of Kemalpaşa Caddesi No:52 Işıkent Bornova, İzmir.

The Attorney's(*);

Name Surname/ Trade Name:

TR ID Number/ Tax ID Number, Trade Register and Number and MERSIS (Central Registration System) Number:

(* Foreign attorneys should submit the equivalent information mentioned above.

A) SCOPE OF REPRESENTATIVE POWER

The scope of representative power should be defined after choosing one of the options (a), (b) or (c) in the following sections 1 and 2.

1. About the agenda items of General Assembly;

- The attorney is authorized to vote according to his/her opinion.
- The attorney is authorized to vote on proposals of the attorney partnership management.
- The attorney is authorized to vote in accordance with the following instructions stated in the table.

Instructions:

In the event that the shareholder chooses the (c) option, the shareholder should mark "Accept" or "Reject" box and if the shareholder marks the "Reject" box, then he/she should write the dissenting opinion to be noted down in the minutes of the general assembly.

Agenda items (*)	Accept	Reject	Dissenting Opinion
1.			
2.			
3.			

(*No voting on the informative items. If the minority has another draft resolution, necessary arrangements should be made to enable them vote by proxy.

2. Special instruction related to other issues that may come up during General Assembly meeting and rights of minority:

- The attorney is authorized to vote according to his/her opinion.
- The attorney is not authorized to vote in these matters.
- The attorney is authorized to vote for agenda items in accordance with the following instructions:

SPECIAL INSTRUCTIONS; The special instructions (if there is any) to be given by the shareholder to the attorney are stated herein.

B) The shareholder specifies the shares to be represented by the attorney by choosing one of the following.

1. I hereby confirm that the attorney represents the shares specified in detail as follows:

- Order and Serial:*
- Number / Group:**
- Amount-Nominal Value:
- Share with voting power or not:
- Bearer-Registered:*
- Ratio of the total shares/voting rights of the shareholder:

* Such information is not required for the shares which are followed up electronically.

**For the shares which are followed up electronically, information related to the group will be given instead of number.

2. I hereby confirm that the attorney represents all my shares on the list, prepared by MKK (Central Registry Agency) the day before the Meeting, concerning the shareholders who could attend the General Assembly Meeting.

NAME SURNAME OR TITLE OF THE SHAREHOLDER (*)

TR ID Number/ Tax ID Number, Trade Register and Number and MERSIS (Central Registration System) Number:

Address:

(*Foreign attorneys should submit the equivalent information mentioned above.

SIGNATURE

**ADDITIONAL EXPLANATIONS UNDER CAPITAL MARKETS BOARD (CMB)
REGULATIONS**

Additional explanations required under the CMB Communiqué Series:II-17.1 on Corporate Governance, and related to specific agenda items are made in the relevant agenda items, whereas general explanations are made herein:

1. Information on the shareholding structure and voting rights

The issued capital of the Company is TL 322,508,253, which is fully paid-in. The issued capital is divided into 32,250,825,300 registered shares, each with a nominal value of 1 Kurush.

At the general meeting of shareholders, each share with a nominal value of 1 Kurush has one voting right. The Company capital does not have any privileged shares.

Shareholder's Title	Quantity	Interest (%)
International Beer Breweries Ltd.	308,597,141	95,69
Publicly held	13,911,112	4.31
Total	322,508,253	100

2. Information on changes in management and operations of the Company and its subsidiaries that occurred in previous fiscal period or planned in the following fiscal periods that will materially affect Company operations and information on justification of such changes

Our Company and its subsidiary does not have any changes in management and operations that occurred in 2013 or planned in the following fiscal periods will materially affect Company operations.

3. Information on written requests of Company shareholders submitted to the Investor Relations Department for including a new item into the agenda

No request has been submitted to the Investor Relations Department in order to include any item into the agenda of the 2013 Ordinary General Meeting of Shareholders.

**OUR EXPLANATIONS ON AGENDA ITEMS OF THE ORDINARY GENERAL
MEETING OF SHAREHOLDERS ON 29 APRIL 2014**

1. Opening, election of the Council of the Meeting, authorizing the Council of the Meeting to sign the minutes of meeting,

The Chairman of the Meeting will be selected in accordance with the Turkish Commercial Code, and the regulation of the Ministry of Customs and Trade on general meetings of shareholders of capital companies (Regulations).

Approval of our shareholders will be sought for authorizing the Council of the Meeting to enter the decisions of the General Meeting of Shareholders into the minutes of the meeting according to the Turkish Commercial Code and the Regulations.

2. Reading, discussing, and approving 2013 Board of Directors' Annual Report,

Board of Directors Annual Report that was made available at Company headquarters, on the corporate website (www.turktuborg.com.tr) and electronic general meeting system, three weeks before the General Meeting of Shareholders to be inspected by our shareholders pursuant to the Turkish Commercial Code and the Regulation, will be read and submitted to the comments and approval of our shareholders.

3. Reading 2013 Independent External Audit Firm's Report,

Independent Audit Report that was made available at Company headquarters, on corporate website (www.turktuborg.com.tr) and electronic general meeting system three weeks before the General Meeting of Shareholders to be inspected by our shareholders pursuant to the Turkish Commercial Code and the Regulation, will be read and submitted to the comments and approval of our shareholders.

4. Reading, discussing, and approving 2013 consolidated financial statements;

Consolidated financial statements that were made available at Company headquarters, on corporate website (www.turktuborg.com.tr) and electronic general meeting system three weeks before the General Meeting of Shareholders to be inspected by our shareholders pursuant to the Turkish Commercial Code and the Regulation, will be read and submitted to the comments and approval of our shareholders.

5. Deciding on releasing members of board of directors related to 2013 accounts and operations,

Approval of the General Meeting of Shareholders will be sought for releasing members of the board of directors related to 2103 operations, transactions, and accounts pursuant to the Turkish Commercial Code and the Regulations.

6. Submitting the Profit Distribution Policy revised under Capital Markets Board Communiqué No. II-19.1 to the approval of the general meeting of shareholders,

The Profit Distribution Policy revised under Capital Markets Board Communiqué No. II-19.1 and included in Annex-1 will be submitted to the approval of the general meeting of shareholders, and this policy has been announced on corporate website (www.turktuborg.com.tr) and the electronic general meeting system.

7. Deciding on the proposal made by the Board of Directors on 2013 profit distribution,

The Board of Directors decided to propose the General Meeting of Shareholders not to distribute profit since there is no distributable profit due to previous year losses in the audited consolidated financial statements of 2013.

8. Deciding on remuneration of the members of the Board of Directors

Monthly gross wages of members of board of directors will be determined according to the Turkish Commercial Code, the Regulations, and articles of association of the Company.

9. Selecting and approving the Independent Audit Firm, which was determined by the Board of Directors by according to the Turkish Commercial Code and Capital Markets Board regulations until it is submitted to the approval of the General Meeting of Shareholders,

Mandatory independent audit firm to conduct an independent audit of the Company pursuant to CMB regulations will be selected.

10. Informing the General Meeting of Shareholders on the Disclosure Policy revised under the Capital Markets Board Communiqué No. II-15.1 on Material Events,

The General Meeting of Shareholders will be informed on the Disclosure Policy included in Annex-2 and revised under the Capital Markets Board Communiqué No.II-15.1 on Material Events.

11. Informing the General Meeting of Shareholders on guarantees, pledges, and mortgages created by the Company in favor of third parties and any income and interest obtained therefrom in accordance with regulations of the Capital Markets Board,

The General Meeting of Shareholders will be informed on guarantees, pledges, and mortgages created by the Company in favor of third parties and any income and interest obtained therefrom in accordance with the Capital Markets Board Communiqué No. II-17.1 on Corporate Governance.

12. Giving information on donations made in 2013,

The General Meeting of Shareholders will be informed on donations made during the year in accordance with Article 6 of the CMB Communiqué No. II-19.1.

13. Giving information on transactions made with related parties in 2013,

The General Meeting of Shareholders will be informed on related party transactions of the Company.

14. Informing shareholders on transactions made in 2013 involving shareholders controlling the management, members of board of directors, officers holding administrative positions and their spouses and second degree relatives by blood and marriage to the extent permitted by Articles 395 and 396 of the Turkish Commercial Code and in line with the Capital Markets Board Communiqué No. II.17.1 on Corporate Governance,

Members of the board of directors can make transactions under Articles 395 and 396 of the Turkish Commercial Code only with the approval of the General Meeting of Shareholders. Pursuant to the mandatory corporate governance principle no.1.3.6 in CMB Corporate Governance Communiqué No. II.17.1, shareholders controlling the management, members of board of directors, officers holding administrative positions and their spouses and second degree relatives by blood and marriage can compete and make transactions with the company or its subsidiaries that may cause a conflict of interest by informing the General Meeting of Shareholders.

In order to comply with these regulations, approval of the shareholders will be sought at the General Meeting to obtain this permission, and also shareholders will be informed on similar transactions made during the year.

15. Wishes and requests.

ANNEXES:

ANNEX/1 Profit Distribution Policy

ANNEX/2 Disclosure Policy

ANNEX-1

TÜRK TUBORG BİRA VE MALT SANAYİİ A.Ş. PROFIT DISTRIBUTION POLICY

There are no privileges related to dividends. According to the Company's profit distribution policy, profit is distributed by taking into account the Company's medium- and long-term strategies, financial position, investment and financial plans, other funding needs, sectoral conditions, economic conditions, Capital Market legislation, and the Turkish Commercial Code.

When there is profit that can be distributed under the applicable legislation, the Board of Directors' decision to distribute the profit in the form of cash and/or shares and/or in installments, (provided that the relevant amount is not less than 20% of the annual distributable profit of the Company) is submitted to the approval of the General Meeting of Shareholders in line with the Capital Market legislation and the Turkish Commercial Code, and the distribution is completed in statutory period.

The profit distribution policy maintains a balance between the interests of the shareholders and the interests of the Company.

The date of distribution of dividends to shareholders is decided by the General Meeting of Shareholders upon proposal of the Board of Directors. Dividends are paid in statutory period. CMB's applicable legislation, communiqués, and regulations are followed for other distribution methods.

If no profit will be distributed, the Board of Directors informs shareholders at the General Meeting on why no profit will be distributed and how the undistributed profit will be used.

There is a provision in articles of association of the Company related to advance dividends. Exercising the power on giving an advance on dividends is evaluated by the board of directors according to applicable legislation and current economic conditions. Profit distribution methods and processes are defined in the Turkish Commercial Code, Capital Market legislation, and articles of association of the Company.

ANNEX - 2
TÜRK TUBORG BİRA VE MALT SANAYİİ A.Ş.
DISCLOSURE POLICY

1. Goal

Türk Tuborg Bira ve Malt Sanayii A.Ş. (Türk Tuborg) has adopted a transparent and efficient disclosure policy to ensure that all stakeholders are informed concurrently, accurately, completely, and in a comprehensible manner. The goal of Türk Tuborg's public disclosure policy is to ensure a transparent and efficient communication at all times by informing all of its stakeholders, including its shareholders, investors, employees, and clients concurrently, accurately, completely, and in a comprehensible manner on company's past performance, forward-looking expectations, financial information, and all other information related to its operations that do not constitute trade secrets.

Capital Market legislation and Bourse İstanbul regulations are followed in public disclosure practices, and it is aimed to adopt an efficient communication policy in line with Corporate Governance Principles. Information to be disclosed to the public is made available on the Public Disclosure Platform (KAP) (www.kap.gov.tr) and on the corporate website (www.turktuborg.com.tr) which provides an easy and low-cost access to accurate, complete, comprehensible, and interpretable information on a timely basis to help relevant individuals and organizations to make informed decisions.

2. Power and Responsibility

Türk Tuborg public disclosure policy is created within the framework of the Corporate Governance Communiqué and on recommendations of the Board of Directors. The Board of Directors is authorized and responsible for adopting, supervising, and improving the Company's public disclosure policy. The Investor Relations department and the Legal Department operating under the Finance function are responsible for coordination of the disclosure function. These departments fulfill their duties in close cooperation with the Board of Directors and the Audit Committee.

3. Principles for Determining Individuals with Administrative Responsibility

Türk Tuborg describes "insider information" as a piece of information which has not been disclosed to the public yet and which may impact value and price of a capital market instrument, and investment decision of investors. Investor relations department notifies the list of individuals that have access to insider information to the Central Registry Agency, and this list is updated whenever there is a change. Individuals who have access to insider information are considered as individuals with administrative responsibility in our Company in line with the Material Events Communiqué. List of individuals who have access to insider information include members of board of directors of the Company, individuals who have direct or indirect regular access to the Company's insider information and authorized to make administrative decisions that impact the Company's future development and business targets, individuals that are closely related to them, and other individuals who act on behalf of the Company and have regular or incidental, direct or indirect access to insider information.

4. Method and Tools

Disclosures are made in the form of material disclosures, financial statements and reports, annual reports, using various tools such as corporate website, information letters, press releases. Major disclosure methods and tools adopted by Türk Tuborg under the Capital Market legislation and the Turkish Commercial Code are given below:

- (i) Financial statements and footnotes, independent audit report and statements periodically sent to the Public Disclosure Policy (KAP) and Bourse İstanbul,
- (ii) Material disclosures sent to KAP
- (iii) Annual reports
- (iii) Corporate website (www.turktuborg.com.tr),
- (iv) Announcements and statements released via Turkish Trade Registry Gazette and daily newspapers

(v) Announcements made via printed and visual media,

(vi) Announcements made various communication methods and tools such as telephone, e-mail, etc.

5. Public Disclosure of Financial Statements

Türk Tuborg financial statements and footnotes are prepared according to financial reporting standards published by the Capital Markets Board and disclosed to the public after audited independently under the CMB legislation.

Financial statements and footnotes, accompanied with the Audit Committee's favorable opinion obtained under the CMB legislation, are submitted to the approval of the Board of Directors before they are disclosed to the public and the financial statements, footnotes and independent audit report are sent to the KAP after the accuracy statement is signed by any two of the following; Finance Director, Accounting Manager or Chief Financial Officer. Previous financial statements and footnotes can be accessed at "Investor Relations" section on the corporate website.

6. Public Disclosure of Annual Reports

Annual Reports are prepared according to the CMB legislation and CMB Corporate Governance Principles and approved by the Board of Directors. Annual reports are disclosed to the public in Turkish and English via corporate website. Also printed copies and copies prepared in CD format can be obtained from Investor Relations Department.

7. Material Disclosures

Material Disclosures are prepared by the Investor Relations department and the Legal Department, signed by officers holding signing powers in electronic format, and sent to the KAP. Türk Tuborg announces material disclosures on the corporate website (www.turktuborg.com.tr) at the latest during the business day after they are made public and these material disclosures are posted on the website for five years.

8. Corporate Website and its Contents

Information required under CMB Corporate Governance Principles are included in "Investor Relations" section of Türk Tuborg website. Important highlights from our website can be outlined as follows:

- Detailed information on corporate identity
- Corporate values
- Corporate policies
- Board Members
- Organizational and shareholding structure of the Company
- Articles of Association of the Company
- Trade Registry details
- Press releases
- Material Disclosures
- Convention date and agenda of the General Meetings of Shareholders, proxy statement, and explanations on agenda items,
- Minutes of meeting and list of attendance of the General Meetings of Shareholders
- Corporate Governance practices and compliance report
- Annual reports,
- Prospectus and public offering circular,
- Disclosure policy.

9. Printed and Visual Media Releases

Public is informed in detail of important developments occurring during the year by ensuring controlled flow of news to the printed and visual media. Thus, during the year Türk Tuborg may hold press meetings and public information meetings depending on current developments. When it is

necessary to ensure accurate and controlled flow of information to the public related to current developments, written statements are sent to the press or a press meeting may be held, if needed. Presentations and reports delivered at investor information meetings or press meetings are available on the corporate website.

10. Tracking News and Rumors about the Company

The Company follows printed and visual media on a daily basis through a domestic media following agency it has engaged.

Relevant news are reported to the top management every morning and the content of the news is reviewed. When the Company desires to issue a statement about any news and rumors covered by the media but do not require a material disclosure under the Communiqué, the CEO and the CFO may make a press release about the matter. In principle, no press release is made if the news is not very important to be classified as an insider information. However, the Investor Relations Department will consider whether it would be useful to make a press release on any news that do not require a material disclosure under the Communiqué.

11. Announcements and statements released via Turkish Trade Registry Gazette and daily newspapers

Announcements related to General Meetings of Shareholders and capital increase are made via the Trade Registry Journal and other daily newspapers according to the Capital Market Law, Turkish Commercial Code, and Articles of Association of the Company. Announcement on the General Meeting of Shareholders is made via newspapers and the corporate website minimum three weeks beforehand to ensure reaching maximum number of shareholders. Annual report, financial statements and report, and other documents supplementing agenda items, and if any amendment is to be made to the Articles of Association, final version of Articles of Association and the text of the amendment are made available at Company headquarters and on the corporate website starting from the announcement date of the General Meeting of Shareholders, to ensure an easy access to shareholders.

Agenda items of the general meeting of shareholders are written clearly without causing any misinterpretation. Proxy statements for those to attend by proxy are given in the announcement and on the corporate website before the general meeting of shareholders.

12. Rumors on the Market

In principle, no comment is made on speculations circulating on the market and/or internet. However, when a verification request is sent from the CMB and/or Bourse İstanbul according to the CMB legislation, necessary explanations are made to the public through coordination among relevant departments and the Legal Department if the Board of Directors or the General Management decides to issue verbal or written statement to the public related to the rumors on the market and/or internet.

13. Confidentiality of Information to be Disclosed to the Public

Türk Tuborg employees are required to follow rules related to the use of insider information and all kinds of measures are taken to prevent use of such insider information. Code of Conduct disseminated throughout the company clearly defines professional conduct adopted by Türk Tuborg employees in business life.

Information that belongs to the company and can be considered as a trade secret, accessed during employment and should not be disclosed to others as requested by authorized officers, are deemed to be company information. All employees protect company information during and after their employment in Türk Tuborg and they do not use it directly or indirectly.

14. Disclosing Forward-Looking Statements

Türk Tuborg may disclose forward-looking statements within the framework of its disclosure policy. In written documents where expectations of the Company are included, it is clearly indicated that risks, uncertainties and other factors may cause actual results to be significantly different than expectations. Türk Tuborg may disclose its expectations in annual reports or planned and scheduled

meetings and events (provided that a disclosure is also made on the KAP) for maximum 4 times a year. Expectations can be disclosed only by individuals authorized to disclose information to the public and provided that above warnings are made clearly and a reference is made to a written public document (a press release, a memo, a previous disclosure made under the Capital Market Legislation). Forward-looking statements included in any public disclosure is disclosed with justifications and statistical data on which predictions are based. Expectations do not contain baseless and exaggerated assumptions and predictions, they cannot be misleading and they have to be relevant to the financial status and operating results of the company. In the disclosure it is written clearly that results may be different from expectations due to risks, uncertainties, and other factors. In the event it is later understood that forward looking predictions will not come true, this is disclosed to the public and the relevant information is revised.