

**PUBLIC ANNOUNCEMENT FORM**

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

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

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

**Date** : 03.02.2017

**Subject** : Extension of the period of validity of registered  
capital ceiling- CMB approval

**TO ADMINISTRATION OF CAPITAL MARKETS BOARD**

**PUBLIC ANNOUNCEMENT :**

Board of Directors of the Company decided in its meeting of 23 January 2017 to amend the Articles of Association of the Company which was approved by Capital Markets Board on 2 February 2017.

With Our Regards,  
TRK TUBORG BİRA VE MALT SANAYİİ A.Ş.

Ali İhsan Barut  
Accounting Manager

Evren Kılıncınar  
Financial Affairs Manager

## AMENDMENT DEED

### Old Form

#### **REGISTERED CAPITAL**

##### **Article 6**

According to the provisions of the Capital Markets Law and resolution of the Capital Markets Board dated 16.04.1996 numbered 21/484 the Company has accepted the Registered Capital System.

Registered capital of the company: 500.000.000,-TL

(FIVE HUNDRED MILLION TURKISH LIRAS)

Permission for authorized capital as given by the Capital Market Board is valid for 2013 through 2017 (5 years). Even if the permitted authorized capital has not been reached by the end of 2017, it is mandatory to obtain authorization from the General Meeting of Shareholders for a new term by obtaining permission form the Capital Market Board for the permitted authorized capital or for a new authorized capital so that the Board of Directors might make a resolution for capital increase after 2017. In case of failure to obtain such permission, the company is deemed to have been excluded from the registered capital system.

Nominal value of each share: 1 Kr. (One Kurus)

Issued capital of the Company is 322.508.253.-TL. 10.306.138.-TL of this capital is paid by the Company reserves and the remaining 312.202.115.-TL is fully paid in cash free of collusion. The issued capital of 322.508.253.-TL is totally represented by 32.250.825.300 shares with a nominal value of Kr 1,- each, all of which are registered.

While the nominal value of a share was 1.000,- TL it was changed to 1,- New Kurus under the Law 5274 concerning the amendment to the Turkish Commercial Code and then the currency has been re-named as "Kurus" in accordance with the resolution of Turkish Council of Ministers dated 4 April 2007 numbered 2007/11963 effective from 1 January 2009, ruling the drop of "New" expression in "New Turkish Lira" and "New Kurus". The total number of shares has reduced due to such change, a share of 1,-Kr. was delivered for each 10 shares of 1.000,-TL. The shareholders' rights arising from the shares they hold with regard to such change are reserved.

Shares representing the capital are monitored through registering in accordance with the principles of registering.

When it is deemed necessary, between the years 2013-2017 the Board of Directors is authorized to increase the issued capital, in accordance with the related regulations, the Capital Markets Law and Communiques, up to the Registered Capital Ceiling by means of importing registered shares that represent more than one share, issuing shares above their nominal value and restricting the rights of the shareholders partially or totally in order to acquire new shares. The resolutions of the Board of Directors regarding issuing shares above their nominal value and restricting the rights of the shareholders partially or totally to acquire new shares shall be published in accordance with the rules and regulations of the Capital Markets Board. The rights to restrict acquiring new shares shall not cause inequality between the shareholders.

Any non-paid up shares shall be distributed to the current shareholders while increasing the share capital of the Company.

### New Form

#### **REGISTERED CAPITAL**

##### **Article 6**

According to the provisions of the Capital Markets Law and resolution of the Capital Markets Board dated 16.04.1996 numbered 21/484 the Company has accepted the Registered Capital System.

Registered capital of the company: 500.000.000,-TL

(FIVE HUNDRED MILLION TURKISH LIRAS)

Permission for authorized capital as given by the Capital Market Board is valid for **2017 through 2021** (5 years). Even if the permitted authorized capital has not been reached by the end of **2021**, it is mandatory to obtain authorization from the General Meeting of Shareholders for a new term by obtaining permission form the Capital Market Board for the permitted authorized capital or for a new authorized capital so that the Board of Directors might make a resolution for capital increase after **2021**. In case of failure to obtain such permission, the company is deemed to have been excluded from the registered capital system.

Nominal value of each share: 1 Kr. (One Kuruş)

Issued capital of the Company is 322.508.253.-TL. 10.306.138.-TL of this capital is paid by the Company reserves and the remaining 312.202.115.-TL is fully paid in cash free of collusion. The issued capital of 322.508.253.-TL is totally represented by 32.250.825.300 shares with a nominal value of Kr 1,- each, all of which are registered.

While the nominal value of a share was 1.000,- TL it was changed to 1,- New Kuruş under the Law 5274 concerning the amendment to the Turkish Commercial Code and then the currency has been re-named as “Kuruş” in accordance with the resolution of Turkish Council of Ministers dated 4 April 2007 numbered 2007/11963 effective from 1 January 2009, ruling the drop of “New” expression in “New Turkish Lira” and “New Kuruş”. The total number of shares has reduced due to such change, a share of 1,-Kr. was delivered for each 10 shares of 1.000,-TL. The shareholders’ rights arising from the shares they hold with regard to such change are reserved.

Shares representing the capital are monitored through registering in accordance with the principles of registering.

When it is deemed necessary, between the years **2017-2021** the Board of Directors is authorized to increase the issued capital, in accordance with the related regulations, the Capital Markets Law and Communiques, up to the Registered Capital Ceiling by means of importing registered shares that represent more than one share, issuing shares above their nominal value and restricting the rights of the shareholders partially or totally in order to acquire new shares. The resolutions of the Board of Directors regarding issuing shares above their nominal value and restricting the rights of the shareholders partially or totally to acquire new shares shall be published in accordance with the rules and regulations of the Capital Markets Board. The rights to restrict acquiring new shares shall not cause inequality between the shareholders.

Any non-paid up shares shall be distributed to the current shareholders while increasing the share capital of the Company.