

**TÜRK TELEKOMÜNİKASYON ANONİM ŞİRKETİ**  
**MINUTES OF THE ORDINARY GENERAL ASSEMBLY MEETING of**  
**THE YEAR 2016 HELD ON 21 JUNE 2017**

The Ordinary General Assembly Meeting of Türk Telekomünikasyon Anonim Şirketi for the 2016 fiscal year, was held on 21 June 2017 at 11:00 am at Türk Telekomünikasyon A.Ş. Genel Müdürlük Kültür Merkezi, Turgut Özal Bulvarı, 06103 Aydınlıkevler/Ankara under the supervision of Ministry Representative Ahmet Öztürk commissioned pursuant to the letter no: 25973371 dated 21 June 2017 issued by the Ankara Provincial Directorate of Ministry of Customs and Commerce.

The Ministry Representative Ahmet Öztürk informed that the necessary rules and procedures in relation to the Meeting had been fulfilled in compliance with the relevant law and the Company's Articles of Association.

As provided for under the law and under the Company's Articles of Association, the Meeting Invitation, Agenda and sample Proxies were published at the Turkish Trade Registry Gazette numbered 9330 dated 22.05.2017 and additionally at Star, Akşam newspapers dated 24.05.2017. Furthermore, the date of the General Assembly Meeting including details of such documents were also published at the Company's [www.ttyatirimciiliskileri.com.tr](http://www.ttyatirimciiliskileri.com.tr) website, Public Disclosure Platform, the E-Company Platform and the Electronic General Assembly System of the Central Registration Agency and details of the meeting date and agenda were also provided to the shareholders holding registered shares to their addresses under the Company records within the specified period via registered mail on 23.05.2017.

It was ascertained from the List of Attendees that out of 350,000,000,000 shares corresponding to the Company's total capital of TL 3,500,000,000; 335,984,138,300 shares corresponding to TL 3,359,841,383 of which were represented by proxy, and 100 shares corresponding to TL 1 of which were represented by the principal, thereby a total of 335,984,138,400 shares corresponding to TL 3,359,841,384 of the capital were represented in the meeting and thereby ensuring that the minimum quorum requirement as provided for under the law and Articles of Association were satisfied and that pursuant to subparagraphs 5 and 6 of Article 1527 of the Turkish Commercial Code the necessary legal procedures in relation to the preparations in order to conduct the Company's Electronic General Assembly have been fulfilled, and that Suat Hayri Aka, member of the Board of Directors and the representative of Akis Bağımsız Denetim ve SMMM A.Ş. (KPMG Türkiye), the independent audit company being present at the meeting and the Meeting was opened by the representative for the Ministry of Customs and Trade at 14:10.

Without prejudice to the provisions relating to voting rights under the Electronic General Assembly System, information regarding the system of casting votes in relation to the agenda items discussed during the Meeting were provided to the present shareholders, specifying that acceptance votes may be indicated by a raising (show of) hands, by standing, or by verbally indicating AFFIRMATIVE or NEGATIVE. Those who do not raise their hands, stand up or communicate their preferences or otherwise cast an abstaining vote shall be deemed to have "Refused" the item. For those who were physically present at the Meeting, information was briefly given relating to the electronic general assembly meeting system.

Before proceeding to the discussion of the Agenda items, the shareholders were informed that out of the shares currently represented, those corresponding to a share capital of TL 326,029,498 corresponding to 32,602,949,800 shares was represented by the Proxy Holders and those corresponding to a share capital of TL 3,033,811,885 corresponding to 303,381,188,500 shares was represented by the other Proxies pursuant to Article 431 of the Turkish Commercial Code and the Procedures and Principals adopted at the General Assembly Meeting dated 28 November 2012 and pursuant to Article 24 of the Regulation relating to the Representative of the Ministry of Customs and Trade to be present at such meetings. The General Assembly Meeting was opened with the discussion of the following agenda Items:

**1. In relation to Article 1 of the Agenda;**

Pursuant to the joint Proposal submitted to the Chairmanship by the Turkish Ministry of Transport, Maritime Affairs and Communication on behalf of Turkish Undersecretariat of Treasury, Ojer Telekomünikasyon A.Ş. and Türkiye Varlık Fonu Yönetimi A.Ş. on behalf of Turkish Wealth Fund as shareholders; in relation to the election of Ömer Yüksel as Chairman, Serdar Akcasu as Vote Collector and Mine Güçlü as Secretary was put to a vote. As a result of the voting, such proposal was approved by a majority of a total of TL 1 negative and TL 3,359,841,383 affirmative votes.

Begüm Albayrak was appointed to use the electronic general assembly system pursuant to her “Central Registration Agency Electronic General Assembly System Certificate” by Ömer Yüksel appointed as the Chairman of the Meeting.

**2. In relation to Article 2 of the Agenda;**

The joint proposal submitted to the Chairmanship by the Turkish Ministry of Transport, Maritime Affairs and Communication on behalf of Turkish Undersecretariat of Treasury, Ojer Telekomünikasyon A.Ş. and Türkiye Varlık Fonu Yönetimi A.Ş. on behalf of Turkish Wealth Fund as shareholders was read by Mine Güçlü. The proposal of granting authority to sign the General Assembly Minutes of Meeting and the List of Attendees to the Chairmanship Committee was put to a vote. As a result of the voting, such proposal was approved by a majority of a total of TL 1 negative and TL 3,359,841,383 affirmative votes.

**3. In relation to Article 3 of the Agenda;**

The Chairman, Ömer Yüksel informed the General Assembly that the following Agenda Item is for informative purposes only and will not be voted upon. The Turkish Ministry of Transport, Maritime Affairs and Communication on behalf of Turkish Undersecretariat of Treasury, Ojer Telekomünikasyon A.Ş. and Türkiye Varlık Fonu Yönetimi A.Ş. on behalf of Turkish Wealth Fund as shareholders, jointly proposed that the Annual Report of the Board of Directors in relation to the 2016 year approved by Decision No. 9 of the Board of Directors on 28.02.2017 shall be deemed to have been read due to the fact that it has been published at the Company’s [www.ttyatirimciliskileri.com.tr](http://www.ttyatirimciliskileri.com.tr) website, the Public Disclosure Platform, the Electronic General Assembly System of the Central Registration Agency and sent to the examination of those shareholders physically attending the meeting.

The Chairman informed the Meeting that the joint Proposal shall be added as a sub-agenda item. The joint proposal was added as a sub-agenda item to the Electronic General Assembly Meeting System. The proposal which was added as sub agenda item, was put to a vote. As a result of the voting, the

Annual Report being deemed to have been read was approved by a majority of a total of TL 67,739,004 negative and TL 3,292,102,380 affirmative votes.

**4. In relation to Article 4 of the Agenda;**

The Chairman, Ömer Yüksel informed the General Assembly Meeting that the following Agenda Item is for informative purposes only and will not be voted upon. The Turkish Ministry of Transport, Maritime Affairs and Communication on behalf of Turkish Undersecretariat of Treasury, Ojer Telekomünikasyon A.Ş. and Türkiye Varlık Fonu Yönetimi A.Ş. on behalf of Turkish Wealth Fund as shareholders, jointly proposed that, the opinion section of the Independent Auditor's Report having been read and the remaining part of the Independent Auditor's Report prepared by the Independent Auditor and attached to the Annual Report of the Board of Directors under the scope of relevant provisions of the Turkish Commercial Code shall be deemed to have been read due to the fact that it has been published at the Company's [www.ttyatirimciiliskileri.com.tr](http://www.ttyatirimciiliskileri.com.tr) website, the Public Disclosure Platform, the Electronic General Assembly System of the Central Registration Agency and sent to the examination of those shareholders physically attending the meeting.

The Chairman informed the Meeting that the joint Proposal shall be added as a sub-agenda item. The joint Proposal was added as a sub-agenda item to the Electronic General Assembly Meeting System. The proposal which was added as sub agenda item, was put to a vote. As a result of the voting, it was approved by a majority of a total of TL 67,739,004 negative and TL 3,292,102,380 affirmative votes that the opinion section of the Independent Auditor's Report shall be read and the remaining part of Independent Auditor's Report of the Board of Directors shall be deemed to have been read.

Murat Alsan, Managing Partner/Chief Auditor of Akis Bağımsız Denetim ve Serbest Mali Müşavirlik A.Ş. (KPMG Türkiye) read out the related opinion section of the report.

**5. In relation to Article 5 of the Agenda;**

The Turkish Ministry of Transport, Maritime Affairs and Communication on behalf of Turkish Undersecretariat of Treasury, Ojer Telekomünikasyon A.Ş. and Türkiye Varlık Fonu Yönetimi A.Ş. on behalf of Turkish Wealth Fund, as shareholders jointly proposed that the main sections of the consolidated balance sheet and profit/loss accounts prepared as result of our Company's operations performed between 01 January 2016 - 31 December2016 in accordance with the provisions of Communiqué on Principles of Financial Reporting in Capital Markets No: II-14.1 of Capital Markets Board shall be deemed to have been read since they have been disclosed to our shareholders on the website of the Company, [www.ttyatirimciiliskileri.com.tr](http://www.ttyatirimciiliskileri.com.tr), in the Public Disclosures Platform, in the Electronic General Assembly System of the Central Registration Agency and provided to the Shareholders who physically have attended to the meeting.

The Chairman informed the Meeting that the joint Proposal shall be added as sub-agenda item. The Proposal was added as sub-agenda item to the Electronic General Assembly Meeting System. The proposal which was added as sub agenda item, was put to a vote. As a result of the voting, the aforementioned proposal was approved by a majority of a total of TL 1 negative and TL 3,359,841,383 affirmative votes and it was decided that the main sections of the consolidated balance sheet and profit/loss accounts prepared as result of our Company's operations performed between 01 January 2016 - 31 December2016 in accordance with the provisions of Communiqué on Principles of Financial

Reporting in Capital Markets No: II-14.1 of Capital Markets Board shall be read and the remaining part of the report shall be deemed to have been read.

Eren Öner, Capital Markets Manager of the Company read the main sections of the consolidated balance sheet and profit/loss accounts prepared as result of our Company's operations performed between 01 January 2016 - 31 December 2016 in accordance with the provisions of Communiqué on Principles of Financial Reporting in Capital Markets No: II-14.1 of Capital Markets Board . The consolidated balance sheet and profit/loss accounts prepared as result of our Company's operations performed between 01 January 2016 - 31 December 2016 in accordance with the provisions of Communiqué on Principles of Financial Reporting in Capital Markets No: II-14.1 of Capital Markets Board were put to a vote. As a result of the voting, the consolidated balance sheet and profit/loss accounts prepared as result of our Company's operations performed between 01 January 2016 - 31 December 2016 in accordance with the provisions of Communiqué on Principles of Financial Reporting in Capital Markets No: II-14.1 of Capital Markets Board have been approved by a majority of a total of TL 1 negative and TL 3,359,841,383 affirmative votes.

**6. In relation to Article 6 of the Agenda;**

The joint Proposal submitted to the Chairmanship presented by the Turkish Ministry of Transport, Maritime Affairs and Communication on behalf of Turkish Undersecretariat of Treasury, Ojer Telekomünikasyon A.Ş. and Türkiye Varlık Fonu Yönetimi A.Ş. on behalf of Turkish Wealth Fund as shareholders, was read by Mine Güçlü.

The matter of releasing each member of Board of Directors who are in charge during the financial year of 2016 for the operations and actions of the Company for the year 2016 was discussed by the General Assembly.

As a result of the discussions, the members of the Board of Directors were released separately from the operations and actions performed on behalf of the Company for the year of 2016 by a majority of a total of TL 544,929 negative and TL 3,359,296,455 affirmative votes.

**7. In relation to Article 7 of the Agenda;**

Pursuant to the joint proposal submitted to the Chairmanship presented by the Turkish Ministry of Transport, Maritime Affairs and Communications on behalf of Turkish Undersecretariat of Treasury, Ojer Telekomünikasyon A.Ş. and Türkiye Varlık Fonu Yönetimi A.Ş. on behalf of Turkish Wealth Fund as shareholders, it was ascertained that, the approval of the membership of Fuat Oktay who was appointed as the board member to the board membership position which became vacant due to the resignation of Kemal Madenoğlu on 19.07.2016 for the remaining office term of the Board of Directors in accordance with Article 363 of Turkish Commercial Code and Article 10 of Article of Association of the Company was proposed.

The resume of Fuat Oktay who was appointed to the Board of Directors was read by Mine Güçlü.

The Chairman put the proposal to a vote. As a result of voting, the membership of the abovementioned Board Member pursuant to Article 363 of the Turkish Commercial Code and Article 10 of the Article of Association of the Company under the same conditions, effective as of the date of appointment and to be valid for the remaining term of office, was approved by a majority of a total of TL 51,414,480

negative and TL 3,308,426,904 affirmative votes.

**8. In relation to Article 8 of the Agenda;**

The joint Proposal submitted to the Chairmanship presented by the Turkish Ministry of Transport, Maritime Affairs and Communications on behalf of Turkish Undersecretariat of Treasury, Ojer Telekomünikasyon A.Ş. and Türkiye Varlık Fonu Yönetimi A.Ş. on behalf of Turkish Wealth Fund as shareholders, was read by Mine Güçlü. It was proposed that a net monthly attendance fee of TL 15,000 (FifteenThousandTurkishLiras) and additionally a bonus fee in an amount of such net monthly fee shall be paid to each Member of the Board of Directors twice a year in January and July. The proposal was approved by a majority of a total of TL 9,387,856 negative and TL 3,350,453,528 affirmative votes.

**9. In relation to Article 9 of the Agenda;**

The joint Proposal submitted to the Chairmanship presented by the Turkish Ministry of Transport, Maritime Affairs and Communications on behalf of Turkish Undersecretariat of Treasury, Ojer Telekomünikasyon A.Ş. and Türkiye Varlık Fonu Yönetimi A.Ş. on behalf of Turkish Wealth Fund as shareholders, was read by Mine Güçlü. It was proposed that a net monthly attendance fee of TL 15,000 (FifteenThousandTurkishLiras) and additionally a bonus fee in an amount of such net monthly fee shall be paid to each Member of the Board of Auditors twice a year in January and July. The proposal was approved by a majority of a total of TL 7,301,114 negative and TL 3,352,540,270 affirmative votes.

**10. In relation to Article 10 of the Agenda;**

The Turkish Ministry of Transport, Maritime Affairs and Communication on behalf of Turkish Undersecretariat of Treasury, Ojer Telekomünikasyon A.Ş. and Türkiye Varlık Fonu Yönetimi A.Ş. on behalf of Turkish Wealth Fund, as shareholders jointly proposed that the Dividend Distribution proposal of the Board of Directors of the Company pursuant to its resolution dated April 25, 2017 and numbered 18 which has been published at the Company's [www.ttyatirimciiliskileri.com.tr](http://www.ttyatirimciiliskileri.com.tr) website, the Public Disclosure Platform, the Electronic General Assembly System of the Central Registration Agency and sent to the examination of those shareholders physically attending the meeting, shall be approved.

The proposal of the Board of Directors in relation to the Dividend Distribution was read by Eren Öner, Capital Markets Manager of the Company.

Accordingly,

- As a result of our Company's activities performed between 01/01/2016 – 31/12/2016, a loss of TL 724,339,772.42 has occurred according to the independently audited consolidated financial tables prepared in accordance with the provisions of "CMB Communique About Financial Reporting in Capital Markets No.II-14.1", on the other hand, the commercial profit of our Company has been calculated as TL 1,436,292,604.03 within the scope of the provisions of Tax Procedure Law;
- Pursuant to the CMB Communique on Dividends No: II-19.1, the loss of TL 724,339,772.42 which is the after tax amount calculated in accordance with consolidated financial tables shall be the base amount for dividend distribution;

- Accordingly, no dividend shall be distributed for the activity year 2016 due to the loss after tax calculated in accordance with consolidated financial tables.

The Chairman put the same to a vote. As a result voting, the dividend distribution proposal of the Board of Directors was approved and accepted by a majority of a total of TL 1 negative and TL 3,359,841,383 affirmative votes.

**11. In relation to Article 11 of the Agenda;**

The Turkish Ministry of Transport, Maritime Affairs and Communication on behalf of Turkish Undersecretariat of Treasury, Ojer Telekomünikasyon A.Ş. and Türkiye Varlık Fonu Yönetimi A.Ş. on behalf of Turkish Wealth Fund as shareholders, jointly proposed that in accordance with Article 399 of Turkish Commercial Code and Article 17/A of the Articles of Association of the Company, the execution of the Agreement with the Independent Audit Company, Akis Bağımsız Denetim ve Serbest Mali Müşavirlik A.Ş. (KPMG Türkiye) for its auditing activities in relation to the operations and accounts of the Company for the year 2017 shall be approved.

As a result of the voting, the abovementioned Proposal and the Independent Audit Agreement was approved and accepted by a majority of a total of TL 21,544,628 negative votes and TL 3,338,296,756 affirmative votes.

**12. In relation to Article 12 of the Agenda;**

Ömer Yüksel as Chairman of the Meeting informed the General Assembly Meeting that this agenda Item is for informative purposes only and will not be voted upon and provided information in relation to the donations and aids made by the Company in an aggregate amount of TL 17,750,145 for social welfare purposes during the year 2016.

**13. In relation to Article 13 of the Agenda;**

Ömer Yüksel as Chairman of the Meeting informed the General Assembly Meeting that this agenda Item is for informative purposes only and will not be voted upon and gave the word to Eren Öner, the Capital Markets Manager of the Company.

Eren Öner, mentioned that the information regarding the guarantees, pledges and mortgages provided by the Company to third parties or the derived income or interest thereof is available at footnote no: 24 of the 2016 consolidated financial statements which have been prepared in accordance with the CMB rules and publicly disclosed. In addition, he informed the Shareholders about the Company's guarantee, pledge and mortgage (GPM) position as of 31st of December 2016 as follows:

<b>GPMs given on behalf of the Company (TL thousand)</b>	<b>31 December 2016</b>
A. Total amount of GPMs given on behalf of the Company's legal personality	1,716,036
B. Total amount of GPMs given in favour of subsidiaries included in full consolidation	1,303,204

C. Total amount of GPMS given by the Company for the liabilities of 3rd parties in order to run ordinary course of business	1,920,454
D. Total amount of other GPMs	-
i. Total amount of GPMs given in favour of parent company	-
ii. Total amount of GPMs given in favour of Company companies not in the scope of B and C above	-
iii. Total amount of GPMs given in favour of third party companies not in the scope of C above	-
<b>Total</b>	<b>4,939,694</b>

Moreover, he also indicated that based on law 128/1 of Turkish Code of Obligations, Group has given guarantee to distributors amounting to TL 1,920,454 thousand for the financial obligation that would arise during the purchase of devices that will be sold as commitment sales by Group.

**14. In relation to Article 14 of the Agenda;**

Ömer Yüksel as Chairman of the Meeting informed the General Assembly Meeting that this agenda Item is for informative purposes only and will not be voted upon and gave the word to Eren Öner, Company's Capital Markets Manager.

Eren Öner explained that;

"In order to increase efficiency and effectiveness under Türk Telekom Group's (TTG) integrated structure, below organizational changes were implemented in 2016.

- "Consumer Business Unit CEO, TTNET" position and "Corporate Business Unit CEO, TTNET" position were abolished. Meanwhile, CXO positions under Consumer and Corporate Business Units at the previous organization were also abolished.
- "Marketing Assistant General Manager" position (under TTNET) was established, reporting directly to CEO, responsible for end to end management of marketing activities for corporate and consumer customers.
- "Sales and Customer Care Assistant General Manager" position (under TTNET) was established, reporting directly to CEO, responsible for management of corporate and consumer sales and customer care activities.
- Under the new organization, Finance Assistant General Manager is responsible for end to end management of financial processes for all business units and functions.
- Business Planning Department and Strategy & Business Development Departments were integrated under "Strategy, Planning and Business Development Assistant General Manager" department.

- “Human Resources, Regulation and Support Assistant General Manager” position was established, reporting directly to CEO.
- “Chief Procurement and Vendor Relations Management Officer” position was abolished. This position was reorganized at Director level, directly reporting to the CEO.

With the new organization, TTG aims to achieve maximum benefit from the synergies of shared operations at the Assistant General Manager level and strengthen execution, while maintaining its customer centric approach and consumer and corporate customer focus. In addition to increased efficiencies, TTG targets to create additional value to total customer experience via the streamlined operations.”

**15. In relation to Article 15 of the Agenda;**

Ömer Yüksel as Chairman of the Meeting informed the General Assembly Meeting that the following Agenda Item is for informative purposes only and will not be voted upon and gave the word Eren Öner, Capital Markets Manager of the Company;

Eren Öner informed the shareholders that there have been no transactions performed by any of the controlling shareholders, board members, senior management, their spouses and their relatives by blood and marriage up to the 2<sup>nd</sup> degree within the year 2016 relating to make a material transaction which may cause a conflict of interest for the company or its subsidiaries, and/or to carry out works within or out of the scope of the Company’s operations on behalf or on behalf of others or to be an unlimited partner to the companies operating in the same kind of fields of activity .

**16. In relation to Article 16 of Agenda;**

Ömer Yüksel as Chairman of the Meeting informed the General Assembly Meeting that the following Agenda Item is for informative purposes only and will not be voted upon.

The Turkish Ministry of Transport, Maritime Affairs and Communications on behalf of the Undersecretariat for the Treasury, Ojer Telekomünikasyon A.Ş. and Türkiye Varlık Fonu Yönetimi A.Ş. on behalf of Turkish Wealth Fund as shareholders, jointly proposed that in accordance with obligatory Article 4.6.2 of the Communiqué on Corporate Governance Principles, the “Remuneration Policy” of the members of the Board of Directors and the senior management shall be deemed to have been read due to the fact that it has been published at the Company’s [www.ttyatirimciiliskileri.com.tr](http://www.ttyatirimciiliskileri.com.tr) website, the Public Disclosures Platform, the Electronic General Assembly System of the Central Registration Agency and sent to the examination of those shareholders physically attending the meeting.

Chairman informed that the Proposal be added as a sub-agenda item. The Proposal in relation to the “Remuneration Policy” being deemed to have been read was added to the Electronical General Assembly Meeting System and was approved by a majority of a total of TL 70,988,391 negative and TL 3,288,852,993 affirmative votes.

The Chairman asked for shareholders’ opinions regarding the “Remuneration Policy” determined for the Members of Board of Directors and the Senior Executives in accordance with the Corporate Governance Principles. No comments have been provided.



**17. In relation to Article 17 of the Agenda;**

The joint proposal presented by the Turkish Ministry of Transport, Maritime Affairs and Communications on behalf of Turkish Undersecretariat of Treasury, Ojer Telekomünikasyon A.Ş. and Türkiye Varlık Fonu Yönetimi A.Ş. on behalf of Turkish Wealth Fund as shareholders, was read by Mine Güçlü. Authorizing the Board of Directors or person(s) designated by the Board of Directors for company acquisitions to be made by the Company or its subsidiaries until the next ordinary general assembly meeting up to 500 Million Euro which will be separately valid for each acquisition was proposed. The proposal was put to a vote.

As a result of voting, the authorization of the Board of Directors or person(s) designated by the Board of Directors in relation to company acquisitions to be made by the Company or its subsidiaries until the next general assembly meeting up to 500 million Euros to be separately valid for each acquisition was approved by a majority of affirmative votes of a total of TL 2,722,300 negative and TL 3,357,119,084 affirmative votes.

**18. In relation to Article 18. Of the Agenda;**

The joint proposal presented by the Turkish Ministry of Transport, Maritime Affairs and Communications on behalf of Turkish Undersecretariat of Treasury, Ojer Telekomünikasyon A.Ş. and Türkiye Varlık Fonu Yönetimi A.Ş. on behalf of Turkish Wealth Fund, as shareholders, was read by Mine Güçlü.

The Proposal in relation to the authorization of the Board of Directors establishing Special-Purpose Vehicle/s when necessary regarding acquisitions stated in the previous agenda item was proposed and put to a vote. The authority of the Board of Directors in establishing Special-Purpose Vehicle/s by the Company and its subsidiaries regarding acquisitions until the next General Assembly Meeting was discussed and approved by a majority of a total of TL 2,177,372 negative and TL 3,357,664,012 affirmative votes.

**19. In relation to Article 19 of the Agenda;**

The joint proposal presented by the Turkish Ministry of Transport, Maritime Affairs and Communications on behalf of Turkish Undersecretariat of Treasury, Ojer Telekomünikasyon A.Ş. and Türkiye Varlık Fonu Yönetimi A.Ş. on behalf of Turkish Wealth Fund as shareholders, was read by Mine Güçlü.

It was proposed that, the members of the Board of Directors shall be allowed to carry out all the transactions subject or not subject to the Company on behalf of themselves or others, or to become partners with companies which carry out such transactions and to carry out other transactions pursuant to the Turkish Commercial Code Articles numbered 395 and 396 and in line with the terms of the Concession Contract signed between Türk Telekomünikasyon Anonim Şirketi and Telecommunications Authority, renamed as Information Technologies and Communications Authority. The proposal was put to a vote.

As the result of the voting, giving permission to the members of the Board of Directors to carry out works within or out of the scope of the Company's operations on their own behalf or on behalf of others or to be a partner to companies who does such works, and to carry out other transactions, as per Articles 395 entitled "Prohibition of Transactions with Company and Borrowing" and 396 entitled "Non Competition" of Turkish Commercial Code in line with the terms of the Concession Contract signed between Türk Telekomünikasyon Anonim Şirketi and Telecommunications Authority, renamed as Information Technologies and Communications Authority was approved by a majority of a total of TL 38,213,956 negative and TL 3,321,627,428 affirmative votes.

**20. In relation to Article 20 of the Agenda;**

The floor was opened to recommendations and comments. No members provided any comments.

The Chairman Ömer Yüksel thanked the attendees.

Having discussed and resolved on all the agenda items, the General Assembly Meeting of Türk Telekomünikasyon A.Ş. for the year 2016 was concluded as of 14:50

These minutes have been written, read and signed at the meeting venue.

<b>MINISTRY REPRESENTATIVE</b>	<b>CHAIRMAN</b>	<b>SECRETARY</b>	<b>VOTE COLLECTOR</b>
Ahmet Öztürk	Ömer Yüksel	Mine Güçlü	Serdar Akcasu