

GARANTİ YATIRIM ORTAKLIĞI A.Ş. 2013 ORDINARY GENERAL ASSEMBLY AGENDA

- 1) Opening and establishment of meeting presidency,
- 2) Granting powers to meeting presidency to sign for general assembly meeting minutes,
- 3) Reading and discussion of year 2013 Board of Administrators activity report,
- 4) Reading independent audit report,
- 5) Reading, discussion and approval of financial tables,
- 6) Discussion and resolution of Board of Administrators members' dismissal,
- 7) Discussion and resolution of auditor's dismissal,
- 8) Pursuant to Capital Market Board letter dated 05/07/2013 and No.12233903-320-04-01-717/7236, Profit distribution table to be prepared by our partnership according to the statutes and the profit distribution table approved at general assembly meeting dated 2are compared and it was identified that 1st consolidation of legal reserve was allocated 31.877,57 TL less, and the transfer to extraordinary reserves was calculated 605.673,83 TL less, therefore a resolution is required to complete miscalculated 1st consolidated legal reserve and extraordinary legal reserve for 2012 profit, and the remainder to be corrected by accounting procedures by settling past year losses from the suitable proprietary interests,
- 9) After allocation of legal reserves, tax, fund, financial payments and deduction of past year losses from the net profit of 941.294,21.-TL. of 01.01.2013-31.12.2013 accounting period in accordance with the laws, board of administrators offer for distribution principle and basis for the remaining net distributable profit will be discussed and resolved, and the method of use for the remaining amount will be negotiated and resolved.
- 10) Submittal of the program in respect to reimbursement of partnership shares prepared in accordance with Capital Market Board's "Reimbursed Shares Notice" (II-22.1) and discussion of authorizing Board of Directors for the implementation of the program and resolution,
- 11) Discussion and making a resolution on modification of Articles of Association articles **6, 8, 9, 10, 12, 13, 15, 16, 21, 25, 26, 31, 33, 34 and 35,**
- 12) Providing information to general assembly on persons who are nominated for board of directors membership pursuant to Organizational Management Principles Notice (II- 17.1), ANNEX-1, article 1.3.1/c,
- 13) Appointment of new board of directors members,
- 14) Determination of board of directors members allowances,
- 15) Approval of independent auditor company DRT Bağımsız Denetim ve Serbest Muhasebeci Mali Müşavirlik A.Ş appointed as auditor for 2014 accounting period by Board of Directors and its fee,
- 16) Submittal of profit distribution plan changed and approved by board of directors to the approval of shareholders,
- 17) Informing general assembly on guarantees, pledges and mortgages given in favor of third parties,
- 18) Informing shareholders on charities and supports provided throughout the year at the general assembly and if required to be made in 2014, limitation of charity amount to 5.000.-TL,
- 19) Pursuant to article 1.3.6 of Organizational Management Notice (II-17.1) published by Capital Market Board and articles 395 and 396 of Turkish Trade Act, issue of shareholders having the management powers, board of administrators members, executive administrators and their spouses as well as relatives by blood and marriage up to second degree to perform important transactions that may lead to conflict of interests with the company or company partners in person or on behalf of the others, to become partners to the companies dealing with similar business will be brought to the opinion of general assembly,
- 20) Wishes and closure.