

FROM THE CHAIRMAN OF THE BOARD OF DIRECTORS OF BATIÇİM BATI
ANADOLU ÇİMENTO SANAYİİ A.Ş.

GROUP A SHAREHOLDERS' SPECIAL GENERAL MEETING

CALL FOR MEETING

Group A shareholders to negotiate and settle the following written agenda items are called to a private meeting at the headquarters of the company at Ankara Street, No. 335 Bornova-İZMİR on Monday, 28 December 2015, at 14:00.

The shareholders list/schedule for this special meeting will be provided on the date of the meeting from the Central Registrar for the Extraordinary General Assembly meeting of our company on 28 December 2015.

We provide this information to our respected Group A shareholders.

Best regards

Board of Directors

GROUP A SHAREHOLDERS SPECIAL GENERAL MEETING

AGENDA

1. Opening: Formation of the Executive Board and Authorization of the Executive Board to sign the Minutes of the General Meeting by the Executive Board,
2. Reading of the partial division reports of ready-mixed concrete operation and port operation prepared in accordance with Article 169 of the Turkish Commercial Code and the relevant Capital Markets legislation and informing Group A shareholders about the issue,
3. Informing Group A shareholders about public disclosure in accordance with Article 8 of the Capital Markets Board's Communiqué on Mergers and Divisions II-23.2,
4. Information to Group A shareholders regarding the protection of creditors and the right of shareholders to examine within the framework of Article 171, Article 174 and Article 175 of the Turkish Commercial Code,
5. Information given to Group A shareholders by reading the Partial Division Equity Identification Report no. 10.09.2015 and YMM 483/510-144 and YMM 483/518-152 on the partial division of ready-mixed concrete operation and port operation,
6. Providing information about the Statement of the Board of Directors that the right to secession has not arisen in accordance with the Capital Markets Board Communiqué No. II-23.1 on the Common Principles and Right to Secede a stake within the scope of partial division,
7. Articles 19-20 of the Corporate Tax Law No. 5520 of the assets which constitute the active, passive, rights and obligations within the operational integrity of our company's ready-mixed concrete operation and ready-mixed concrete enterprise, partial division with the "subsidiary model" in a facilitated manner on the registered values as at 30.06.2015, in accordance with articles 159-179 of the Turkish Commercial Code No 6102, Capital Markets Law No. 6362, Capital Markets legislation and other relevant legislation. 167 of the Turkish Commercial Code on the transfer of our Company to the newly established Batibeton Sanayi A.Ş. as a 100% subsidiary of our Company and the partial division plan prepared in accordance with the relevant Capital Markets legislation and the attached Batibeton Sanayi A.Ş. negotiating the articles of association and the partial division plan, and the submission of the partial division process and the articles of association of Batibeton Sanayi A.Ş for approval,
8. Articles 19-20 of the Corporate Tax Law No. 5520 of the assets elements which constitute the assets that are active, passive, rights and obligations within the integrity of the port operation and port operation of our company, in accordance with articles 159-179 of the Turkish Commercial Code No. 6102, Capital Markets Law No. 6362, Capital Market legislation and other relevant legislation, the partial division of the "subsidiary model" in a facilitated manner on the registered values as at 30.06.2015 Batiliman Liman İşletmeleri A.Ş which is included in the partial division plan prepared in accordance with article 167 of the Turkish Commercial Code and related Capital Markets legislation on the transfer of our company to the newly established Batiliman Liman İşletmeleri A.Ş. as a 100% subsidiary, negotiating the articles of association of Batiliman Liman İşletmeleri A.Ş and the partial division plan, and the submission of the partial division process and articles of association for approval.

FROM THE CHAIRMAN OF THE BOARD OF DIRECTORS BATIÇİM BATI ANADOLU ÇİMENTO SANAYİİ A.Ş.

SHAREHOLDERS EXTRAORDINARY GENERAL MEETING
CALL TO MEETING

Our company's extraordinary General Meeting will be held at the corporate headquarters at Ankara Caddesi No. 335 Bornova-İZMİR on 28 December 2015 Monday at 15:00 to discuss and settle the issues on the following agenda items.

Our shareholders who are named in the list of attendees created by our Board of Directors taking into account the list/chart of shareholders provided by the Merkezi Kayıt Kuruluşu A.Ş. (MKK) physically or electronically. If the real persons on this list are physically attending the meeting, it is sufficient to present an identity document, and the representatives of legal entities to present the representation document together with their IDs

If our shareholders choose to participate electronically or appoint representatives electronically at the Extraordinary General Meeting of our Company, they and the representatives who will participate in the meeting electronically must have an electronic signature and register their contact information by registering with the E-MKK Information Portal. It is not possible for shareholders or representatives who do not register for the E-MKK Information Portal and do not have secure electronic signatures to participate in the General Meeting electronically.

Shareholders or representatives wishing to attend the meeting electronically, must fulfil their obligations in accordance with their provisions of the "Regulation on General Assemblies to be Held Electronically in Joint Stock Companies" published in the Official Gazette dated August 28, 2012 and numbered 28395 and the provisions of the "Communiqué on the Electronic General Assembly System to be implemented in the General Assembly of Joint Stock Companies" no. 28396 published in the Official Gazette on August 29, 2012.

To ensure that shareholders who cannot attend the meeting in physical or electronic form themselves can participate in the meeting through a proxy, they shall arrange their power of attorney in accordance with the following example or complete the proxy form located at our corporate headquarters or our www.baticim.com.tr website and to submit their power of attorney in accordance with the Communiqué of the Capital Markets Board on Voting by Proxy II - 30.1 and Collecting Powers of Attorneys.

Articles 19-20 of the Corporate Tax Law no. 5520 of all active, passive, rights and obligations within the framework of the pre-operation integrity of our company, articles 159-179 of the Turkish Commercial Code no. 6102, Turkish Commercial Code No. 6362 within the framework of the provisions of the Markets Law, Capital Markets legislation and other relevant legislation, the "subsidiary model" in the facilitated procedure is based on the transfer of the new "Batılıman Liman İşletmeleri A.Ş. financial statements, division plan, division report, financial reports and other related documents from the last three years, within the framework of the Turkish Commercial Code, Capital Markets Law and Capital Markets legislation at its headquarters, public disclosure platform and on our website located at the www.baticim.com.tr, which has been prepared for the examination of our shareholders.

Articles 19-20 of the Corporate Tax Law No. 5520 of all assets, liabilities, rights and obligations within the framework of the port operation of our company, articles 159-179 of the Turkish Commercial Code no. 6102, Capital No. 6362, within the framework of the provisions of the Market Law, Capital Market legislation and other relevant legislation, the "subsidiary model" is

based on the transfer of the new “Batiliman Liman İşletmeleri A.Ş” through the partial division process and financial statements, division plan, division report, financial reports and other related documents from the last three years, our Company within the framework of Turkish Commercial Code, Capital Market Law and Capital Market legislation at its headquarters, public disclosure platform and on our website located at the www.baticim.com.tr, has been prepared for the examination of our shareholders.

This information is provided to our respected shareholders.

Best regards

Board of Directors

BATIÇİM BATI ANADOLU ÇİMENTO SANAYİİ A.Ş.

EXTRAORDINARY GENERAL MEETING AGENDA

1. Opening: Formation of the Executive Board and Authorization of the Executive Board to sign the Minutes of the General Meeting by the Executive Board,
2. Reading of the Turkish Commercial Code article 169 and the relevant capital market legislation prepared in accordance with the production of the ready-mixed concrete operation and the port of the partial division reports and informing the stakeholders about the subject,
3. Informing shareholders about the public announcements in accordance with article 8 of the Capital Markets Board's Communiqué on Mergers and Divisions II-23.2.
4. A Informing shareholders about the protection of creditors and the right of shareholders to review within the framework of Article 171, Article 174 and Article 175 of the Turkish Commercial Code,
5. Informing shareholders by reading the Partial Division Equity Identification Report no. 10.09.2015 and YMM 483/510-144 and YMM 483/518-152 on the partial division of ready-mixed concrete and port operations,
6. Providing information about the Statement of the Board of Directors that the right to secession has not arisen in accordance with the Capital Markets Board Communiqué No. II-23.1 on the Common Principles and Right to Secede a stake within the scope of partial division,
7. Articles 19-20 of the Corporate Tax Law No. 5520 of the assets which constitute the active, passive, rights and obligations within the operational integrity of our company's ready-mixed concrete operation and ready-mixed concrete enterprise, partial division with the "subsidiary model" in a facilitated manner on the registered values as at 30.06.2015, in accordance with articles 159-179 of the Turkish Commercial Code No 6102, Capital Markets Law No. 6362, Capital Markets legislation and other relevant legislation. 167 of the Turkish Commercial Code on the transfer of our Company to the newly established Batıbeton Sanayi A.Ş. as a 100% subsidiary of our Company and the partial division plan prepared in accordance with the relevant Capital Markets legislation and the attached Batıbeton Sanayi A.Ş. negotiating the articles of association and the partial division plan, and the submission of the partial division process and the articles of association of Batıbeton Sanayi A.Ş for approval,
8. Articles 19-20 of the Corporate Tax Law No. 5520 of the assets elements which constitute the assets that are active, passive, rights and obligations within the integrity of the port operation and port operation of our company, in accordance with articles 159-179 of the Turkish Commercial Code No. 6102, Capital Markets Law No. 6362, Capital Market legislation and other relevant legislation, the partial division of the "subsidiary model" in a facilitated manner on the registered values as at 30.06.2015 Batılıman Liman İşletmeleri A.Ş which is included in the partial division plan prepared in accordance with article 167 of the Turkish Commercial Code and related Capital Markets legislation on the transfer of our company to the newly established Batılıman Liman İşletmeleri A.Ş. as a 100% subsidiary, negotiating the articles of association of Batılıman Liman İşletmeleri A.Ş and the partial division plan, and the submission of the partial division process and articles of association for approval.
9. Wishes and requests.

POWER OF ATTORNEY

BATIÇİM BATI ANADOLU ÇİMENTO SANAYİİ A.Ş.

I hereby appoint as proxy.....at the Batıçim Batı Anadolu Çimento Sanayii A.Ş Extraordinary General Meeting to be held on 28 December 2015 Monday, at 15:00p.m. at Ankara Cad. No: 335, Bornova-İZMİR, in accordance with the opinions I have stated below, to represent me, to vote, to make proposals and to sign the necessary documents, to be presented in detail below

Name/Surname/Business Name:

MERSIS number with TC ID/Tax No., and Trade Register and No:

(*) It is compulsory for foreign nationals to provide their equivalent details for the information mentioned above.

A) SCOPE OF REPRESENTATION AUTHORITY

1. About the issues contained in the agenda of the General Meeting;

a) The proxy is entitled to vote in accordance with his own opinion.

b) The proxy is entitled to vote in accordance with the proposals of the management.

c) The proxy is authorized to vote in accordance with the instructions outlined in the table below.

Agenda items (*)	Accept	Reject	Dissenting Opinions
1.			
2.			
3.			
4.			
5.			
6.			
7.			
8.			

(*) The issues listed on the agenda of the General Meeting are sorted individually. If there is a separate draft of the resolution, this is also indicated in the representative voting.

2. Special instructions on other issues that may arise at the General Meeting and in particular the exercise of minority rights:

a) The proxy is entitled to vote in accordance with his own opinion.

b) The proxy is not authorized to represent in these matters.

c) The proxy is authorized to vote in accordance with the following specific instructions.

B) The shareholder selects one of the following options and specifies the shares that the proxy wants to represent.

1. I approve the representation of my share of the details below:

a) Distribution and

Series:

*

b)

Number/Group: **

c) Number-Nominal

Value

ç) Whether there is a concession in the

vote:

d) Bearer-Written in the name of the holder*

e) Ratio of shareholders to total shares/voting rights:.... ..

* This information is not required for recorded shares.

** For the recorded shares, information about the group will be included, if any, instead of the number.

2. I approve the representation of all of my shares on the list of shareholders who can attend the General Meeting prepared by the CRA one day before the General Meeting.

SHAREHOLDERS NAME SURNAME or TITLE (*)

.....

TC ID No/Tax No. MERSIS number with trade registry number:.....

Address:.....
.....

(*) It is compulsory for foreign nationals to provide their equivalent details for the information mentioned here.

SIGNATURE