

**BATIÇİM BATI ANADOLU ÇİMENTO SANAYİİ A.Ş**  
**CALL FOR CHAIRMAN OF THE BOARD OF DIRECTORS**  
**SHAREHOLDERS ORDINARY GENERAL MEETING**

Our company's ordinary General Meeting will be held at the corporate headquarters at Ankara Street No. 335 Bornova-İZMİR on Tuesday 11 April 2017 at 15:30 to discuss and settle the issues on the following agenda items with regards to the activities in 2016.

In accordance with article 30 of the Capital Markets Law, a list of ready-made recipients is created by taking into consideration the list of shareholders provided by our company from the Merkezi Kayıt Kuruluşu A.Ş. (MKK). The "Shareholders chart" will be provided before the meeting which will come from the central registrar for the shares tracked in the preparation of the list of ready-made winners. On the other hand, we wish to participate in the General Assembly meeting of our partners who do not want to be notified of the information about the shares in their identities and accounts, and therefore are not visible to our company. In the case, the intermediary of their accounts and the latest from the ordinary General Meeting the day before the time: 16:30, the information about the shares in their identities and accounts, preventing our company from being notified must be removed. The rights holders named in this list may participate in the ordinary General Meeting of our company by showing their identity physically.

Shareholders can participate in the ordinary General Meeting by the representatives of the shareholders in physical or electronic form. Our partners or representatives who will participate electronically in the General Meeting must register their contact information in the MKK information portal and have a secure electronic signature. Our partners or representatives who do not register for the E-MKK information portal and do not have secure electronic signatures are not able to participate in the General Meeting electronically. Furthermore, our partners who will participate electronically in the General Meeting or to delegate electronic environment shall enter into the electronic General Meeting system before the General Meeting date in accordance with the regulations of the Electronic General Meeting regulations.

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](http://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.

General Assembly Meeting agenda, 2015 financial statements, Annual Report of the Board of Directors, Audit Reports, on the issues to be discussed at the Ordinary General Assembly meeting in accordance with the SPK Corporate Governance Principles and related communiqués of our Company, as of 21 days before the date of the Ordinary General Meeting, our company headquarters and our website at [www.baticim.com.tr](http://www.baticim.com.tr) will be ready for review for our shareholders.

This information is provided to our respected shareholders.

Best regards  
Board of Directors

**BATIÇİM BATI ANADOLU ÇİMENTO SANAYİİ A.Ş**  
**ORDINARY GENERAL ASSEMBLY 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. As of 29.07.2016, Ms. Begum Egeli Bursaligil, elected in accordance with Article 363 of the Turkish Commercial Code, with the passing of Mr. Feyyaz Izmiroglu, has been submitted to the Board of Directors for the approval of the General Assembly.
3. Reading, discussing and approving the company's balance sheet and profit-loss accounts for 2016 with the Annual Report of the Board of Directors and the reports of the Independent External Auditor' Body,
4. Presentation of information about related party transactions,
5. Presentation of information on donations and donations made in 2016,
6. To be informed about the collateral, pledges, mortgages and income or interests that the Company has provided in favor of third parties,
7. The members of the Board of Directors are presented separately for their activities, accounts and other savings in 2015,
8. A discussion and decision on amending Article 6 of the Company's Articles of Association.
9. Selection of members of the Board of Directors and determination of their term of office.
10. Deciding on the fee to be paid to the Members of the Independent Board of Directors,
11. Decision on the upper limit of donations to be made in 2017,
12. Discussing the Proposal of the Board of Directors on the distribution of profits and taking decisions,
13. The selection of the Independent External Auditor for the audit of our Company's 2017 accounts and financial statements,
14. Graduation of the Members of the Board of Directors in accordance with articles 395 and 396 of the Turkish Commercial Code,
15. Wishes and requests.

**POWER OF ATTORNEY**  
**BATIÇİM BATI ANADOLU ÇİMENTO SANAYİİ A.Ş.**

I hereby appoint as proxy.....at the Batiçim Batı Anadolu Çimento Sanayii A.Ş Ordinary General Meeting to be held on Tuesday, 11 April 2017, at 15:30 at Ankara Street 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.			

(\* 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