

BATICIM BATI ANADOLU CIMENTO SANAYII A.S.
SPECIAL GENERAL ASSEMBLY MEETING MINUTES OF
A GROUP SHAREHOLDERS HELD ON 07/01/2014

Special General Assembly Meeting of A Group Shareholders of Baticim Bati Anadolu Çimento Sanayii Anonim Şirketi was held on 07/01/2014 at 15:15 at the company's registered office address of Ankara Cad. 335 Bornova, IZMIR in the meeting hall with the supervision of the representatives of the Ministry of Customs and Ministry, Cesim COLAK and Ferudun GOKTAS on behalf of the Ministry through the assignment letter of İzmir Provincial Directorate of Commerce dated December 05, 2013 and numbered 3563.

Invitations for the meeting were called in accordance with the law and as provided in the Articles of Association including also the agenda and announced on December 10, 2013 dated and 8461 numbered copy of the Trade Registry Gazette, on the website of the company at www.baticim.com.tr, on the Public Disclosure Platform (KAP) and on the Electronic General Assembly System of the Central Registry Agency (EGKS) within the due of time.

In the examination of the list of attendees it was understood that from the total capital of the Company's shares amounting to a nominal value of TL 80.000.000 the shares with a nominal value of TL 48.000 belong to A Group shareholders and from that total shares with a nominal value of TL 33.050,146 were attended in the meeting and 933.566,600 shares with a nominal value of TL 9.335,666 were represented by proxy and 2.371.448,000 shares with a nominal value of 23.714,480 TL were represented personally and thus the minimum meeting quorum stipulated in the law and the Articles of Association was existing and it was determined that the electronic general assembly preparations of the company were carried out within the framework of the Turkish Trade Law, Capital Market Board legislation and Central Registry Agency regulations and so he meeting was opened by Mehmet Feyyaz Nurullah IZMIROGLU.

Article 1 of the Agenda:

In accordance with Article 15 of the Company's Articles of Association, Chairman of the Board of Directors Feyyaz Nurullah IZMIROGLU assumed the post of Chairman of the Ordinary General Assembly for the formation of the A Group Special General Assembly Meeting. The Chairman of the Meeting appointed Feyyaz UNAL as the Vote Collector and Mehmet Bulent EGELİ as the Minutes Clerk. Authorization of the Meeting Presidency to sign the minutes and all other documents of the meeting on behalf of the General Assembly was accepted unanimously.

Article 2 of the Agenda:

The chairman of the meeting explained the general assembly that the amendment texts related to the amendment of the article 19 of Articles of Association were approved with the permission letter of Capital Market Board dated 29.11.2013 and numbered 29833736-110.03.02-3561-12251 and the permission letter of Ministry of Customs and Trade dated 29.11.2013 and numbered 67300147/431.02.210-1604784-12114-8452.

The old and new forms of the Articles of Association Amendment draft submitted to the examination on Public Disclosure Platform and Company website were read to the shareholders.

Draft related to the Articles of Association was submitted to the approval of the general assembly as it was approved by T.R. Prime Ministry Capital Markets Board and the General Directorate of Internal Trade of the T.R. Ministry of Customs and Trade. Amendment to the Articles of Association was approved unanimously as it was approved by the T.R. Prime Ministry Capital Markets Board and the

BATICIM BATI ANADOLU CIMENTO SANAYII A.S.
SPECIAL GENERAL ASSEMBLY MEETING MINUTES OF
A GROUP SHAREHOLDERS HELD ON 07/01/2014

General Directorate of Internal Trade of the T.R. Ministry of Customs and Trade (Amendment texts approved of T.C. Prime Ministry Capital Markets Board and the General Directorate of Internal Trade of the T.R. Ministry of Customs and Trade were added to the meeting minutes.)

As the agenda was completed, the President ended the meeting.

(Signature)
Representative of Ministry of
Customs and Trade
Cesim COLAK

(Signature)
Representative of Ministry of
Customs and Trade
Ferudun GOKTAS

(Signature)
Meeting Chairman
Feyyaz Nurullah IZMIROGLU

(Signature)
Vote Collector
Feyyaz UNAL

(Signature)
Minutes Clerk
Mehmet Bulent EGELI