

GENERAL ASSMEBLY MEETING AND NEGOTIATION MINUTES

Meeting Minutes of the 1st Extraordinary General Assembly of Ulusoy Un Sanayi ve Ticaret Anonim Şirketi for 2013 held on the date of 22.10.2013

1st Extraordinary General Assembly of Ulusoy Un Sanayi ve Ticaret Anonim Şirketi for 2013 was held under the supervision of Mr. Bahri FİDAN as the Representative of the Ministry of Customs and Trade appointed with the date 22.10.2013 and number 1303 of Samsun Provincial Directorate of Customs and Trade at the head office of the company located in Hançerli Mahallesi Necipbey Caddesi No:99/A İlkadım - SAMSUN on the date of 22.10.2013, at 14:00.

General Assembly has been held without notice in accordance with the article no. 416 of Turkish Commercial Code.

1. It is understood from the List of Attendants that total nominal value of the company shares is as follows ; 42.289.474 shares out of 50.000.000 shares corresponding to TL 50.000.000,00 are represented in person and remaining 7.710.526 shares are represented by proxy at the meeting and thus, the minimum meeting quorum is reached as stipulated both in the Turkish Commercial Code and the Articles of Association and the meeting has been opened by the Board Chairman Mr. Fahrettin ULUSOY and the agenda has been discussed.

2. It has been unanimously decided to elect Eren Günhan ULUSOY as the council chairman, Sezgin KARAÇAM , the Secretary and to authorize the Council Committee to sign the meeting minutes on behalf of the General Assembly.

3. Amendment draft of the articles of association prepared by the Board of Directors of our company based on the decision, dated 04.09.2013 and no. 2013/016 with the purpose of transition to registered capital system and going public was examined and approved by the Capital Market Board. Capital Market Board's decision regarding said approval was notified to us by a letter no. 29833736-110.03.01 - 2932-10230 dated 07.10.2013. Amendment draft regarding amendment of the articles of association and the annexes thereof and our application made to the General Directorate of Domestic Trade of T.R. Ministry of Customs and Trade was examined by the Ministry and notified to us by a letter no.7610 dated 11.10.2013 of Ministry of Customs and Trade and our articles of association has been decided to be amended as provided in the annex of these meeting minutes under article 333 of Turkish Commercial Code no. 6102

Amendment draft regarding amending the articles no. 3, 4, 6, 7, 8, 9, 11, 12, 13, 14, 15, 17, 19, 20, 21., and 24. of the articles of association of our company and addition of an article numbered 25 as an Additional Clause have been read and discussed at the general assembly and such amendment draft has been put to voting within the framework of these changes.

Amendment draft regarding amendment of the articles of association notified to us following approval of the same in the annex of the letter no 7610 dated 11.10.2013 of General Directorate of Domestic Trade of T.R. Ministry of Customs and Trade in the annex of these meeting minutes and unanimously approved.

4. Since there has been no other agenda to discuss, no attendant has expressed any other view.

5. Meeting chairman Eren Günhan ULUSOY closed the meeting at 15:00 and the meeting minutes have been signed.

The minutes of meeting was drawn up and signed by us in the meeting place on 22.10.2013

Chairman of the Meeting Committee
Eren Günhan ULUSOY

Ministry Representative
Bahri FİDAN

Secretary
Selma KARAÇAM