

**TO THE BOARD OF DIRECTORS OF
ULUSOY UN SANAYİ ve TİCARET AŞ**

CORPORATE MANAGEMENT COMMITTEE REPORT

Report Date: 26.03.2015

Report No: 2015/1

Subject: Independent Board of Directors member proposal and the submittal of the Independence Statements of the Independent Board of Directors members to be assigned, to the approval of the Board of Directors, in order to be submitted to the approval of the shareholders at the 2015 Ordinary General Board meeting

Within the scope of the provisions of the Corporate Management Communique (II.17.1), the Corporate Management Committee also fulfils the tasks of the ‘Candidate Nomination Committee’.

There is no candidacy application that has reached the Company so far regarding the independent board of directors prospective members to be elected during the 2015 Ordinary General Board Meeting.

As a result of the evaluations we have made with our current Board of Directors members, since there is not any candidate or application, it has been resolved to nominate Mr. Vedat Ceyhan and Mr. Kemal Kitaplı, who are members in the current independent board of directors whose ‘independent member’ statuses are still continued, as independent board of directors’ candidates.

The Candidates have been found to be in compliance with the independence criteria defined in the Corporate Management Communique numbered Series II-17.1, and their independence statements have been submitted to the board of directors for approval.

Vedat Ceyhan

Corporate Management
Committee Chairman

Kemal Kitaplı

Corporate Management
Committee Member

İlker Küçük

Corporate Management
Committee Member