

**TO ULUSOY UN SANAYİ ve TİCARET A.Ş.
BOARD OF DIRECTORS CHAIRMANSHIP**

CORPORATE GOVERNANCE COMMITTEE REPORT

Date of Report: 19.09.2017

Report number: 2017/3

Subject: Assessment of Corporate Governance Compliance Report

Resignation of our company's Non-Executive Director Vedat Ceyhan has been accepted with the Board of Directors Resolution dated 12.09.2017 and numbered 2017/015 and Özdemir Erol has been appointed as Non-Executive Director, as required under Article 363 of the Turkish Commercial Code, to complete the remaining term of office granted to Vedat Ceyhan and to be submitted to the approval of General Assembly on the General Meeting to be held.

Also, the company's Board of Directors Committees and Members have been changed under the Board of Directors Resolution dated 13.09.2017 and numbered 2017/016.

The company's Corporate Governance Compliance Report has been updated based on the aforementioned changes and the Committee held a meeting to review the updated Corporate Governance Compliance Report, as required under Corporate Governance Communiqué numbered II.17.1 of the Capital Markets Board (CMB). The report has been reviewed and it is agreed that the report clearly and sufficiently explains the current status of Ulusoy Un Sanayi ve Ticaret A.Ş. in terms of CMB's Corporate Governance Principles.

As a result of our review, we hereby submit the enclosed Corporate Governance Compliance Report, which will be published with the Activity Report of 01.01.2017-30.09.2017, to the approval of Board of Directors.

Özdemir Erol

Corporate Governance
Committee Chairman

Kemal Kitaplı

Corporate Governance
Committee Member

İlker Küçük

Corporate Governance
Committee Member