### ANADOLU EFES BİRACILIK VE MALT SAN. A.Ş. GENERAL ASSEMBLY INFORMATION DOCUMENT

In its meeting dated 24.03.2014, our Board of Directors resolved with unanimous decision of the attendees that based on the Company's 2013 calendar year operations, the Annual Ordinary General Assembly is to be held on **18.04.2014** Friday at **14:00** at the address **"Esenkent Mahallesi Deniz Feneri Sokak No:4 Ümraniye/İstanbul"** with the agenda set forth below, the related announcement is to be made and all the necessary steps to be taken as required by the Turkish Commercial Code, the Articles of Association as well as other related regulations to conduct and finalize the meeting.

Press adverts for the invitation to our shareholders will be published on 26.03.2014 in the Dünya newspaper and on 26.03.2014 in the Turkish Trade Registry Gazette.

Balance Sheet, Income Statement, Annual Report including Corporate Governance Compliance Report, Dividend Distribution Proposal, as well as Independent External Auditors' report along with a General Assembly Meeting Agenda Information Document will be available for the review of our shareholders at our Company offices and our website at <u>www.anadoluefes.com</u> 21 days prior to the meeting.

Our shareholders, who cannot physically attend the meeting, without prejudice to the obligations and rights of shareholders who will attend electronically, shall prepare their proxies in line with the template that is attached or published at our Company's website addressed <u>www.anadoluefes.com</u> or available in the Headquarters of our Company. Shareholders shall submit their proxies including their notarized signatures, in accordance with the "Communiqué Regarding Proxy Voting and Call Based Proxy Meetings" numbered II-30.1 that became effective by being published at the Official Gazette dated 24.12.2013 and numbered 28861. A proxy that has been appointed electronically through Electronic General Assembly System is not required to submit a proxy document. Attendance to the General Assembly Meeting will not be possible with proxy documents that are not consistent with the attached sample document which is required by the Communiqué.

Our shareholders who will be voting through the Electronic General Assembly System may refer to the Central Registry Agency, our corporate website <u>www.anadoluefes.com</u> or our head office for more information, in order for them to perform their obligations stipulated in the Regulation regarding Electronic General Assemblies of Joint Stock Companies.

In accordance with the Article 415 paragraph 4 of the Turkish Commercial Code Numbered 6102 and Article 30 paragraph 1 of the Capital Markets Law Numbered 6362, attendance to and voting at the General Assembly is not conditional upon the deposit of the shares. Therefore, if our shareholders would like to attend our General Assembly Meeting, there is no need to have their shares blocked.

#### ADDITIONAL EXPLANATIONS REGARDING GENERAL ASSEMBLY MEETING

#### 1. Shareholding Structure and Voting Rights

There are no privileged shares among the shares representing the paid-in capital of our company. The shareholders shall have one vote for each share they hold. The voting rights of the shareholders are provided in the table below:

#### Anadolu Efes Biracılık ve Malt Sanayii A.Ş. Shareholding Structure (as of 31.12.2013)

	Amount (TL)	(%)
Yazıcılar Holding A.Ş.	139,786,634.19	23.61
Özilhan Sınai Yatırım A.Ş.	79,812,569.45	13.48
Anadolu Endüstri Holding A.Ş.	35,291,953.24	5.96
SABMiller Harmony Limited	142,105,263.00	24.00
Publicly Held	195,108,843.12	32.95
Total	592,105,263.00	100.00

## 2. Information on Requests by Shareholders, CMB or Other Public Authorities to Include Items on the Agenda:

While preparing the agenda of the 2013 Ordinary General Assembly Meeting which will be held on 18.04.2014, there has not been any written requests that the shareholders sent to the Investor Relations Unit in a written format to be included on the agenda. Likewise, shareholders, CMB or other government institutions, which are related to the company, have not sent any agenda item requests to be added to the agenda.

3. Information about the Management and Operational Changes that Affected Our Company's or Subsidiaries' Operations in the past Fiscal Period and the Changes that are Planned in the Following Fiscal Periods and the Reasons on the back of These Changes

Management and operational changes which have taken in 2013 and are planned to take place in 2014 are announced to public through special case announcements and are available on

http://www.anadoluefes.com/index.php?gdil=in&gsayfa=yi&galtsayfa=hyi&gicsayfa=2&gislem =&gbilgi=

#### ANNUAL ORDINARY GENERAL ASSEMBLY AGENDA AND EXPLANATIONS

#### 1. Opening of the meeting and establishment of the Board of the Assembly

The Chairmanship Council that will chair the General Assembly Meeting will be established pursuant to the relevant regulations.

### 2. Reading out, discussion and approval of the annual report of the Board of Directors for the year 2013

Pursuant to the relevant regulations, Annual Report of Board of Directors for the year ended 31.12.2013 will be read and discussed in the General Assembly Meeting and submitted to approval of our Shareholders.

The above mentioned report has been made available for the review of our Shareholders at the Company Head Office and our website at <u>www.anadoluefes.com</u> website.

## 3. Reading out of the report of the Independent External Audit Company for the fiscal year 2013

Pursuant to the relevant regulations, the report of the Independent External Audit Company for the fiscal year 2013 will be read in the General Assembly Meeting.

The report has been made available for review of our Shareholders at the Company Head Office and our website at <u>www.anadoluefes.com</u> website.

### 4. Reading out, discussion and approval of the Financial Statements for the fiscal year 2013 prepared in accordance with the regulations of CMB

Pursuant to the relevant regulations, 2013 Financial Statements will be read, discussed in the General Assembly Meeting and submitted to approval of our Shareholders.

The documents have been made available for review of our Shareholders at the Company Head Office and our website at <u>www.anadoluefes.com</u> website.

#### 5. Decision to release the members of the Board of Directors separately

Pursuant to the relevant regulations, the acquittal of the members of the Board of Directors separately for their activities, procedures and accounts for the year 2013 will be submitted for the approval of the General Assembly.

#### 6. Decision on the proposal of the Board of Directors on distribution of profits

In its meeting held on March 07, 2014 our Board of Directors resolved not to distribute dividends, as no distributable profit was recorded in the legal records of Anadolu Efes for the period January-December 2013, and to submit this decision to the approval of the General Assembly.

	ANADOLU EFES BİRACILIK VE MALT SANAYİ VE TİCARET A.Ş.			
	2013 Dividend Distribution	Proposal (TL)		
1. S	nare Capital		592,105,263.00	
2.To	tal Legal Reserves (as per Statutory Records)		249,540,752.81	
Infor	mation Regarding the privilege, if there is any dividend privilege	in accordance with the Arti	cles of Association	
		As per CMB	As per Statutory Records	
3.	Profit Before Tax *	2,658,373,343.48	-13,471,387.63	
4.	Provision for Taxes (-)	49,452,894.00	0.00	
5.	Net Income (=)	2,608,920,449.48	-13,471,387.63	
6.	Previous Years' Losses (-)	0.00	0.00	
7.	First Series of Legal Reserves (-)	0.00	0.00	
8.	NET DISTRIBUTABLE PROFIT (=)	2,608,920,449.48	-13,471,387.63	
9.	Donations within the year (+)	6,254,616.16		
10.	Net Distributable Profit including the Donations	2,615,175,065.64		
11.	First Dividend to Shareholders			
	- Cash Dividend			
	- Bonus Issue			
12.	- Total Dividends to the holders of Preferred Shares			
13.	Dividends to -Board Members			
	- Employees,			
	-Others			
14.	Dividends to the holders of Redeemed Shares			
15.	Second Dividend to Shareholders of Ordinary Share			
16.	Second Series of Legal Reserves			
19.	EXTRAORDINARY RESERVES	2,608,920,449.48	0.00	
20.	Distributable Other Sources			

## \*The Group and the Coca Cola Export Corporation (TCCEC) which owns the 20,09% of CCl, have decided to modify provisions of CCl's Articles of Association in particular those described as "major decisions" with the execution of the Shareholder's Agreement. As a result of such amendment, TCCEC will have certain protective rights on such major decisions in accordance with the Shareholder's Agreement.

In addition, with the approval of amendment of Shareholders' Agreement of Coca Cola Beverage Pakistan Ltd. (CCBPL) with CCl Board decision, the control power of CCBPL, which was previously controlled jointly, has been transferred to CCl. Consequently, with effect from January 1, 2013 CCBPL has been consolidated to the financial statements of CCl in accordance with IFRS.

In accordance with IFRS, these transactions, which in fact do not include any consideration transferred, are accounted for as a business combination. With the change in scope of consolidation, the gain amounting to TRL2.722.194 occurred from the difference between the fair value and carrying value of CCl and CCBPL net assets, and also the currency translation differences, minority put option liability reserve, cash flow hedge reserve, actuarial gain / (loss) and other reserves attributable to previously held shares is recognized in the interim income statement under "income from investing activities".

#### 7. Approval of the amendments made on the Dividend Distribution Policy

As per Capital Markets Board's Communiqué on Dividends dated January 23, 2014 numbered II-19.1, in its meeting on March 21, 2014 our Board of Directors decided to amend the Dividend Policy as below. This amendment will be submitted to the approval of our shareholders at the Ordinary General Assembly.

#### **DIVIDEND DISTRIBUTION POLICY**

Our company makes dividend distribution in accordance with the articles of the Turkish Commercial Code, regulations of the Capital Markets Board, tax regulations and other relevant regulations as well as the Article regarding dividend distribution in our Articles of Association. Our company aims to distribute at least 40% of the distributable profit every year, in cash and/or through bonus issues. This dividend policy is subject to special conditions caused by extraordinary developments in economic conditions as well as investment and other funding requirements necessary for the long-term growth of the Company. The Board of Directors resolves the dividend distribution decision for every accounting period and submits this decision for the approval of the General Assembly. Dividend distribution is initiated at a date determined by the General Assembly, on condition that it is made until the end of the year that the General Assembly is held in. The Company can evaluate advance dividend payment or dividend distribution in equal or different instalments, in accordance with the current regulations.

## 8. Approval of the Board members who were elected for the places vacated during the year 2013

In its meeting on December 3, 2014, our Board of Directors decided to appoint Mr. İzzet Karaca for the place vacated by the resignation of Mr. Aycan Avcı from his duty as an independent member of the Board of Directors, to complete the term of duty of Mr. Aycan Avcı. Additionally, in its meeting on February 4, 2014, our Board of Directors decided to appoint Mr. Damian Gammell for the place vacated by the retirement of Mr. Alejandro Jimenez from his duty as a member of the Board of Directors, to complete the term of duty of Mr. Alejandro Jimenez. The memberships of Mr. İzzet Karaca and Mr. Damian Gammell will be submitted to the approval of the General Assembly.

## 9. Election of the new members of the Board of Directors in place of those whose terms of office have expired and determine the terms of office and remuneration

Pursuant to the relevant regulations, the General Assembly will assign the members of the Board of Directors. According to the Corporate Governance Principles, four members in the Board of Directors of Anadolu Efes should be independent.

Nomination Committee examined all proposed candidates for independent Board of Directors membership, including management's and shareholders', whether they fulfill the independence criteria or not, prepared a report on this issue and submitted this report to the Board of Directors on February 3, 2014. As the law allows Corporate Governance Committee to fulfill the function of Nomination Committee, the stated report was prepared by the Corporate Governance Committee. Each independent Board of Directors member candidate provided in a written declaration to the nomination committee that he/she is independent within the framework of the legislation, articles of association and the criteria stated in the Corporate Governance Principles.

Board of Directors decided to elect Mr. Ahmet Cemal Dördüncü, Mr. Kamil Ömer Bozer, Mr. Mehmet Mete Başol and Mr. İzzet Karaca as independent member candidates within the scope of Nomination Committee's report and sent this list to the CMB on February 10, 2014

to take the opinion of CMB. According to CMB's written response dated February 20, 2014, there is no objection received from CMB regarding the independent member candidates.

Consequently, the final list of independent members and their CV's are made public via the information document together with the invitation to the General Assembly Meeting announcement. The CV's of the proposed Board of Directors, who are going to be submitted to the approval of the General Assembly, are available in APPENDIX-2. In addition, the remuneration of the Board of Directors will also be determined in the General Assembly pursuant to the regulations of the Turkish Commercial Code, by-laws and the Company's Articles of Association.

## 10. Approval of the selection of the external audit company by the Board of Directors in accordance with the regulations laid down by the Capital Markets Board and Turkish Commercial Code

In accordance with the CMB communiqué regarding the "Standards of External Independent Audit", the Board of Directors resolved to select Başaran Nas Bağımsız Denetim ve Serbest Muhasebeci Mali Müşavirlik A.Ş. (a member firm of PricewaterhouseCoopers) as the independent auditor firm for the fiscal year 2014, in line with the opinion of the Audit Committee. This decision by the Board of Directors will be submitted for the approval of the General Assembly.

## 11. Information to be given to the shareholders on the donations made by the Company in 2013 in accordance with the regulations laid down by the Capital Markets Board

In accordance with the relevant regulations, the General Assembly must be informed about the donations made within the year. The article in question is not related to the approval of the General Assembly and is intended only for information purposes since the donation limit is included in the Articles of Association of the Company. Our company has donated a consolidated amount of TL6,254,616.16 in 2013, including the donations to the Anadolu Education and Welfare Foundation.

## 12. According to the regulations laid down by the Capital Markets Board, information to be given to the shareholders on any suretyship and guarantees granted or pledges including mortgages instituted by the Company in favor of third persons

Information will be given to the General Assembly surety ship and guarantees granted or pledges including mortgages instituted by the Company in favor of third persons.

# 13. According to the regulations laid down by the Capital Markets Board, information to be given to the shareholders regarding the payments made to the Board members and senior management within the scope of the "Compensation Policy"

Information regarding payments made to Board members and senior management in the context of the Compensation Policy which was prepared in accordance with the relevant regulations, will be provided to the Shareholders in the General Assembly Meeting.

## 14. Information to be given to General Assembly if a transaction took place within the framework of the Article 1.3.6 of CMB's Communiqué on Corporate Governance numbered II-17.1

As per Article 1.3.6 of the Corporate Governance Principles determined by the Capital Markets Board Communiqué No. II-17.1 on Corporate Governance, in the event of any material transactions between our Company or our subsidiaries and, controlling shareholders, members of the Board of Directors, members of the management having administrative responsibility or their spouses or relatives up to and including the second degree, that may create conflict of interest, as well as any other instances where any of the foregoing persons engage in competing business on their own account or on the account of others, the relevant transactions shall be included in the Agenda of the General Assembly Meeting to provide detailed information within that regard and also included in the minutes. The General Assembly will be informed regarding the nonexistence of such transactions in 2013.

## 15. Authorization of the members of the Board of Directors about the transactions and operations in the context of the Articles 395 and 396 of the Turkish Commercial Code

As the performance of transactions by the members to the Board of Directors, under Article 395 of the TCC, titled "Prohibition of Transactions and Borrowing with Company" and Article 396, titled "Non-Competition," may only be possible with the approval of the General Assembly, the issuance of the authorization in question will be presented for approval of our shareholders in the General Assembly.

#### 16. Closing

#### **APPENDIX-1**

#### PROXY FORM FOR THE ORDINARY GENERAL ASSEMBLY MEETING

#### ANADOLU EFES BİRACILIK VE MALT SANAYİİ A.Ş. To the Chair of the General Assembly of Shareholders

I hereby appoint..... as my proxy authorized to represent me, to vote and make proposals in line with the views I express herein below and sign the required papers at the Ordinary General Assembly of Anadolu Efes Biracılık ve Malt Sanayii A.Ş. that will convene on April 18, 2014 Friday, at 14:00 at the address of Esenkent Mahallesi, Deniz Feneri Sk. No: 4 Ümraniye 34776, İstanbul.

The Attorney's(\*): Name Surname/ Trade Name: TR ID Number/ Tax ID Number, Trade Register and Number and MERSIS (Central Registration System) Number: (\*) Foreign attorneys should submit the equivalent information mentioned above.

#### A) SCOPE OF REPRESENTATIVE POWER

The scope of representative power should be defined after choosing one of the options (a), (b) or (c) in the following sections 1 and 2.

#### 1. About the agenda items of General Assembly:

- a) The attorney is authorized to vote according to his/her opinion.  $\Box$
- b) The attorney is authorized to vote on proposals of the attorney partnership management.  $\Box$
- c) The attorney is authorized to vote in accordance with the following instructions stated in the table.  $\Box$

#### **Instructions:**

In the event that the shareholder chooses the (c) option, the shareholder should mark "Accept" or "Reject" box and if the shareholder marks the "Reject" box, then he/she should write the dissenting opinion to be noted down in the minutes of the general assembly.

Age	enda Items (*)	Accept	Reject	Dissenting Opinion
1.	Opening of the meeting and establishment of the Board of the Assembly			
2.	Reading out, discussion and approval of the annual report of the Board of Directors for the year 2013			
3.	Reading out the report of the Independent External Audit Company for the fiscal year 2013			
4.	Reading out, discussion and approval of the Financial Statements for the fiscal year 2013 prepared in accordance with the regulations of CMB			
5.	Decision to release the members of the Board of Directors separately			
6.	Decision on the proposal of the Board of Directors on distribution of profits			

7. Approval of the amendments made on the Dividend Distribution Policy	
8. Approval of the Board members who were elected for the places vacated during the year 2013	
9. Election of the new members of the Board of Directors in place of those whose terms of office have expired and determine the terms of office and remuneration	
10. Approval of the selection of the external audit company by the Board of Directors in accordance with the regulations laid down by the Capital Markets Board and Turkish Commercial Code	
<ul><li>11. Information to be given to the shareholders on the donations made by the Company in 2013 in accordance with the regulations laid down by the Capital Markets Board</li></ul>	
12. According to the regulations laid down by the Capital Markets Board, information to be given to the shareholders on any suretyship and guarantees granted or pledges including mortgages instituted by the Company in favor of third persons	
13. According to the regulations laid down by the Capital Markets Board, information to be given to the shareholders regarding the payments made to Board members and senior management within the scope of the "Compensation Policy"	
14. Information to be given to General Assembly if a transaction took place within the framework of the Article 1.3.6 of CMB's Communiqué on Corporate Governance numbered II-17.1	
15. Authorization of the members of the Board of Directors about the transactions and operations in the context of the Articles 395 and 396 of the Turkish Commercial Code	
16. Closing	

(\*)No voting on the informative items. If the minority has another draft resolution, necessary arrangements should be made to enable them vote by proxy.

### 2. Special instruction related to other issues that may come up during General Assembly meeting and rights of minority:

a)	) The attorney is authorized to vote according to his/her opinion.	
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b) The attorney is not authorized to vote in these matters.

c) The attorney is authorized to vote for agenda items in accordance with the following instructions:  $\Box$ 

**SPECIAL INSTRUCTIONS:** The special instructions (if there is any) to be given by the shareholder to the attorney are stated herein.

#### B) The shareholder specifies the shares to be represented by the attorney by choosing one of the following.

#### **1.** I hereby confirm that the attorney represents the shares specified in detail as follows:

- a) Order and Serial:\*
- b) Number / Group:\*\*
- c) Amount-Nominal Value:
- c) Share with voting power or not:
- d) Bearer-Registered:\*

e) Ratio of the total shares/voting rights of the shareholder:

\* Such information is not required for the shares which are followed up electronically.

\*\*For the shares which are followed up electronically, information related to the group will be given instead of number.

#### 2. I hereby confirm that the attorney represents all my shares on the list, prepared by MKK (Central Registry Agency) the day before the Meeting, concerning the shareholders who could attend the General Assembly Meeting.

#### NAME SURNAME OR TITLE OF THE SHAREHOLDER (\*)

TR ID Number/ Tax ID Number, Trade Register and Number and MERSIS (Central Registration System) Number: Address:

(\*)Foreign attorneys should submit the equivalent information mentioned above.

SIGNATURE

#### **APPENDIX-2:**

#### 1. Tuncay Özilhan

Born in 1947, Tuncay Özilhan graduated from Saint Joseph High School and the Faculty of Economics of Istanbul University. He received his MBA in Management Sciences from Long Island University in USA. His professional career began in 1977 as General Director of Erciyas Biracılık (brewery); he later became Coordinator of Anadolu Endüstri Holding Beer Group and General Coordinator of Anadolu Endüstri Holding until his appointment as CEO of the Anadolu Group in 1984. In 2007, Mr. Özilhan was appointed as Chairman of Anadolu Group and still continues to serve in this position. He also serves as the Chairman of some other Anadolu Group companies. Having served as the President of TÜSİAD (Turkish Industry and Business Association) between 2000-2003, Tuncay Özilhan currently serves as the Vice-President of TÜSİAD High Advisory Council, Board of Directors member of Foreign Economic Relations Board, Turkish-Russian Business Council Executive Board Chairman, Estonian Honorary Consulate in İstanbul, and President of Anadolu Efes Sports Club. Mr. Özilhan has been voted the "Executive of the Year for the 2012-13" season by the Euroleague due to his valuable support for the development of sport of basketball locally and internationally.

#### 2. Alan Clark

Born in 1959, after graduating from University of Port Elizabeth with degrees of BA in Psychology and MA in Clinical Psychology, Alan Clark received his Doctorate of Psychology degree from the University of South Africa. He joined SABMiller Plc in 1990 as Training and Development Manager. Mr. Clark held various senior positions during his career including, SAB Ltd. Marketting Director, Amalgamated Beverage Industries Ltd. Managing Director, Appletiser South Africa (Pty) Ltd. Chairman and SABMiller Europe Managing Director. While serving as Chief Operating Officer since 2012, Alan Clark was appointed Chief Executive of SABMiller plc in April 2013. Mr. Clark is a member of the Executive committee and Corporate accountability and risk assurance committee of SABMiller Plc.

#### 3. Recep Yılmaz Argüden

Dr. Yılmaz Argüden graduated from Boğaziçi University with The Top Graduating Engineering Award. He received his PhD in policy analysis from The RAND Graduate School with General Distinction. He began his professional career at the R&D Center of Koc Holding. Later he worked as a Strategic Analysis Specialist at the RAND Corporation. Dr. Argüden worked with 20 countries during his service as the Section Chief at the World Bank. Upon the invitation of the Turkish government, he returned back to Turkey in 1988 and he led the Privatization Program until 1990 and served as the Chief Economic Advisor to the Prime Minister (1991). He is the Chairman of a leading management consulting firm, ARGE Consulting, which has been recognized by the European Parliament as one of the top three companies "Shaping the Future" with its commitment to corporate social responsibility. Dr. Argüden has sat on the boards of Anadolu Group, Borusan, Doğuş Group, Koc Holding, Vestel, Petkim, Sümerbank and Inmet Mining, which has operations spread over four continents. He served as the Chairman of the largest Turkish steel company, Erdemir from 1997 to 1999. He also serves as the Chairman of Rothschild Turkey, one of world's leading investment banks, since 2005. Teaching strategy classes at Boğaziçi and Koç universities, Dr. Argüden has more than 20 books and hundreds of published articles. He represents Turkey in the United Nations Global Compact and is a member of the Private Sector Advisory Group under the Global Corporate Governance Forum established by the OECD and the World Bank. Dr. Argüden was selected by the World Economic Forum among "100 Global Leaders for Tomorrow" for his commitment to improving the quality of life.

#### 4. Mehmet Cem Kozlu

Born in 1946, Dr. Cem Kozlu completed middle and high school at Robert College after which he received his bachelor's degree from Denison University, MBA from Stanford University and PhD from Boğaziçi University. Dr. Kozlu lectured International Marketing and Export Administration at Boğazici University from 1978 to 1981 and was a visiting Professor in the Department of Economics at Denison University in 1985. After holding executive positions in various domestic and international companies, Dr. Kozlu was appointed General Manager and Chairman of the Board of Directors of Turkish Airlines in 1988 and held these positions until 1991. He also served as the Chairman of the Association of European Airlines (AEA) in 1990. Cem Kozlu served as a Member of the Turkish Parliament from 1991 to 1995 and Chairman of the THY Board of Directors from 1997 to 2003. Dr. Kozlu has held different positions in The Coca-Cola Company since 1996. He assumed the posts of Turkey, Caucasia and Central Asian Republics Executive Director and the Viennabased Central Europe, Eurasia and Middle East Group President successively, retiring in April 2006. Currently, he works as a consultant to The Coca-Cola Company for Eurasia & Africa and he is also the Chairman of the Board of Directors of Noktacom Medva Internet Hizmetleri A.Ş. (media and internet services) and Singapore-based Evyap Asia. Cem Kozlu also serves as member of the Boards of Directors of Istanbul-based Coca-Cola Satış ve Dağıtım A.Ş., Anadolu Endüstri Holding A.Ş., Kamil Yazıcı Yönetim ve Danışmanlık A.Ş., Pegasus Hava Yolları, The Marmara Hotels & Residences and the Foreign Economic Relations Board, as consultant to the Board of Directors of TAV Havalimanları Holding, and as member of the Boards of Trustees of Anadolu- Johns Hopkins Sağlık Merkezi (Anadolu-Johns Hopkins Health Center) and Istanbul Modern Sanatlar Vakfi (Istanbul Modern Arts Foundation).

#### 5. Mehmet Hurşit Zorlu

Born in 1959, M. Hurşit Zorlu graduated from the Faculty of Economics of İstanbul University. After serving in various positions at Toz Metal and Turkish Airlines, he joined the Efes Beverage Group affiliated to the Anadolu Group in 1984 as a Marketing Specialist. Throughout his career with the Efes Beverage Group, Mr. Zorlu held various posts including Marketing Supervisor, Assistant Project Development Manager, Project Development Manager and Business Development and Investor Relations Director. He worked as the Finance and Investor Relations Director of Efes Beverage Group from 2000 until 2008. After functioning as the CFO of Anadolu Group from 2008 until 2013, Mr. Zorlu was appointed as Anadolu Group Deputy CEO in January 2013. M. Hurşit Zorlu also holds seats on the boards of directors of various companies under the Anadolu Group. Mr. Zorlu is also a board member of several non-governmental organizations including Corporate Governance Association of Turkey, Investor Relations Association of Turkey and Ethics and Reputation Society of Turkey.

#### 6. Damian Paul Gammell

Being a graduate of the College of Marketing, Dublin, Damian Gammell studied for his Masters at Oxford University and HEC Paris and graduated with an MSc in Change Management. He began his professional career in 1991 at Ireland Coca-Cola Hellenic Bottlers and served at several positions including Region Manager and Balkans Southeast Europe Commercial Director. Being appointed as CEO of Coca-Cola Hellenic Bottlers Russia in 2001, Mr. Gammell worked as Commercial Director of Coca-Cola Amatil between 2004-2005 and CEO of Coca-Cola Erfrischungsgetranke AG Germany between 2005-2011. On January 2012, he was appointed as CEO of Coca-Cola İçecek A.Ş. As of January 1, 2014, Mr. Gammell is assigned as Beverage Group President and Anadolu Efes CEO. In 2009, Damian Gammell was nominated as Young Global Leader (YGL) of the World Economic Forum and is currently serving on the health care committee. As a YGL, he is involved in a number of global non-profit initiatives.

#### 7. Salih Metin Ecevit

Born in 1946, Metin Ecevit graduated from Faculty of Political Sciences in 1967. He also received a master's degree from Syracuse University in Economics in 1976. From 1967 to 1980, he worked as a Government Auditor and served as Deputy General Manager of General Directorate of Revenues at the Ministry of Finance. Mr. Ecevit joined Anadolu Group in 1980 and worked in various roles, serving as General Manager, Board Member, and Chairman of the Board of Directors in automotive companies of the Anadolu Group. He retired in 2006, while he was serving as the Automotive Group President, owing to the retirement age limit regulations of the Group. He served as Board Member and Chairman of the Association of Imported Car Distributors in Turkey from 1992 to 2004. He is a member of the Board of Directors of many Anadolu Group companies and serves as the Chairman of the Board of Directors at Yazıcılar Holding A.Ş.

#### 8. Ahmet Dördüncü (Independent Member Candidate)

Born in 1953 in Istanbul, Mr. Ahmet Cemal Dördüncü graduated from Çukurova College and holds a bachelor's degree from Çukurova University. He pursued graduate studies at the University of Mannheim and the University of Hannover. Having started his professional career in Germany in 1981, he worked at Mercedes Benz Turkey for three year after which he joined Sabanci Group in 1987, where he held various managerial positions. From 1999 until 2004, he served in the positions of Chairman and Managing Director at the Group's various companies. Having functioned as Sabanci Holding Business Development and Strategic Planning Executive Vice President from 2004, he assumed the position of CEO and held a seat on the Board of Directors from 2005 through 2010. Ahmet Dördüncü is also the former Chairman of TÜSİAD Energy Working Group and founding member of Endeavor Türkiye and National Innovation Initiative. Mr. Dördüncü is currently the President of TÜSİAD Energy and CEO of Akkök Group.

#### 9. Ömer Bozer (Independent Member Candidate)

Born in 1958 in İstanbul, Ömer Bozer holds a bachelor's degree in Business Administration from the Middle East Technical University and received his MBA from Georgia State University. Mr. Bozer began his professional career in Koç Group as an MT and served as Deputy Chief Executive in Maret and Düzey Pazarlama, respectively. He was appointed as

General Manager of Migros in 2002. Ömer Bozer served at the Koç Group as President of Food, Retailing and Tourism Group (2005-2006), President of Food and Retailing Group (2006-2008) and once again as President of Food, Retailing and Tourism Group (2008-2011).

#### **10. Mehmet Mete Başol (Independent Member Candidate)**

Born in 1957 in İstanbul, M. Mete Başol graduated from the Economics Department of Arizona State University. From 1984 until 1988, he worked in Interbank at various banking positions. He served as Deputy Chief Executive, Chief Executive Officer and Chairman of the Board at Turk Merchant Bank A.Ş., Bankers Trust A.Ş. and Deutsche Bank A.Ş. from 1988 until 2001. From 2001 through 2003, he assumed the post of Managing Director at Public Banks Joint Board for restructuring and rehabilitation practice. Having functioned as a Counselor and Board Member at various financial institutions since 2003 to date, Mr. Başol was elected as a member of İşbank's Board of Directors on 31 March 2011 and as an alternate member of the Credit Committee on 1 April 2011.

#### 11. İzzet Karaca (Independent Member Candidate)

Born in 1954, Mr. İzzet Karaca is graduated from Boğaziçi University Industrial Engineering Department in 1977. Starting his professional career in 1977 at Koç Research and Development Centre, he held Industrial Engineer and IT Manager position until 1985. Between 1985-1988, Mr. Karaca worked as Systems and Organization Director at Ford Otosan. Since 1988, he held several positions at Unilever in Germany, Turkey and Baltic States including Internal Audit Group Manager, Logistics Manager, Commercial Director and Managing Director. In addition, between 2011-2013, İzzet Karaca served as a Chairperson at YASED (Association of Foreign Investment). After serving as Executive Chairman at Unilever Turkey and Unilever NAMET RUB (North Africa, Middle East, Russia, Ukraine and Belarus) and being a member of the Unilever CEO Forum, Karaca has retired from his duties as of 31.12.2013.