

INVITATION TO EXTRAORDINARY GENERAL ASSEMBLY

June 16, 2020 – As it was announced previously, the Board of Director's dividend distribution proposal dated 27.02.2020 was rejected at the Company's 2019 Annual General Assembly meeting dated 28.04.2020 due to dividend distribution limitations pursuant to the Law numbered 7244 and it was decided not to make any dividend distribution.

Later, the Article 5/(1)-(c) of the Communiqué was issued by the Ministry of Trade on the Official Gazette dated 17.05.2020 and numbered 31130 which set forth the conditions for companies to be exempt from these dividend distribution limitations. Accordingly, an exception has been provided to distribute dividends to shareholders who have maturing debts until 30.09.2020.

Within this scope, the Extraordinary General Assembly Meeting is going to be held regarding the dividend distribution proposal of a total amount of 1.050.394.736,56 TL from the released legal reserves, subject to Ministry of Trade's approval, on July 9, 2020 Thursday at 14:00 at the address "Fatih Sultan Mehmet Mahallesi Balkan Caddesi No:58 Buyaka E Blok Kat:1 34771 Ümraniye / İstanbul" with the agenda set forth below; to make the related announcement and to take all the necessary steps as required by the Turkish Commercial Code, the Articles of Association as well as other related regulations to materialize and finalize the meeting.

Dividend Distribution Proposal along with a General Assembly Meeting Information Document will be available for the review of our shareholders at our Company offices and our website at www.anadoluefes.com 21 days prior to the meeting.

Subject to the approval at the Extraordinary General Assembly Meeting;

The distribution rights will be allocated to all shareholders as of the dividend distribution date. The dividend payments will be done in accordance with the Article 5/(1)-(c) of the Communiqué and the conditions set forth as below. As per the Communiqué, shareholders should submit substantiated documentation for the existence of outstanding loans pursuant to loan agreements or project financing agreements that have maturities before 30.09.2020 and have not been paid as of the dividend distribution proposal date. Dividend distribution amount which is to be distributed in cash, must not exceed the documented and submitted debt amount of the shareholders to pay their debts arising from loan agreements or project financing agreements that will become due before 30.09.2020, and distribution will start from 14.07.2020 to such shareholders. Dividend distribution payments will start from 01.10.2020 to the other shareholders who do not submit any substantiated documentation regarding their debts arising from loan agreements or project financing agreements that will become due before 30.09.2020, if a new extension is not issued.

For further information regarding Anadolu Efes, please visit our website at <http://www.anadoluefes.com/> or you may contact;

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1. The shareholders who request to receive the dividend payment starting from 14.07.2020, shall deliver the substantiating documents in person or via a registered mail until the end of working hours on 02.07.2020 indicating the shareholder's outstanding obligations arising from loan agreements or project financing agreements (the repayment schedule of the loans as approved by the bank/institution) that will become due before 30.09.2020 and have not been paid as of the resolved dividend distribution date in accordance with the Article 6/(1)-(c) of the Communique to the company address "Fatih Sultan Mehmet Mahallesi Balkan Caddesi No:58 Buyaka E Blok 34771 Ümraniye/İstanbul" to the attention of Investor Relations department along with the "Investor Information Form" which includes the information that would facilitate the dividend payment along with the shareholder's "Statement of Account" report in the MKS (Central Registry system) to be requested from its broker. We kindly request our shareholders to submit required documents for our review in a timely manner as delayed requests due to a delay in transmission of mail will be disregarded. We also kindly request our shareholders to submit their documents without waiting for the deadline.

2. Subject to the approval of the dividend distribution proposal at the general assembly, as per the article 5/(1)-(c) of the related Communique the dividend payments that are going to be made starting from 14.07.2020, should be used to repay debts as stipulated by the Communique. Therefore, it is shareholder's responsibility that the dividend to be received shall solely be used for repaying debts arising from loan agreements or project financing agreements that will become due before 30.09.2020 as stated in the article 5/(1)-(c) of the Communique.

3. The shareholders who were not able to deliver the bank/institution approved repayment schedules indicating the shareholder's outstanding obligations arising from loan agreements or project financing agreements until the end of working hours on 02.07.2020, will receive the dividend payout starting from 01.10.2020 if a new extension is not issued, in the amount that corresponds to their shares. These shareholders are not going to receive any interest accruals regarding the deferred payments as stated in the article 4/(3) of the Communique.

4. Within the framework of the dividend distribution resolved by the General Assembly, the dividend amount to be paid starting from 14.07.2020 to the shareholders indicating the documents shall be capped by the obligations of the shareholders with respect to the debts under loan agreements or project financing agreements that will become due before 30.09.2020 and the respective shareholders shall not be paid more than the shareholders' obligation amount even if the dividend payable is higher than the total obligations on the dividend payment date. The remaining dividend amount will be deferred to the date of 01.10.2020 if a new extension is not issued and no interest will be accrued regarding the deferred payments as stated in the article 4/(3) of the Communique.

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Extraordinary General Assembly Meeting Agenda

1. Opening of the meeting and establishment of the Board of the Assembly,
2. Informing the General Assembly regarding the Ministry of Trade Communiqué published in the Official Gazette dated 17.05.2020 and set forth the conditions for companies to be exempt from these dividend distribution limitations and approval, revision or rejection of the proposal of the Board of Directors on distribution of profits,

3. Closing

We hereby declare that our above statements are in conformity with the principles included in the Capital Markets Board's Communiqué on Material Events, that they fully reflect the information we have acquired, that the information complies with our books, records and documents, that we have made our best effort to fully and accurately obtain all information regarding the matter and that we are responsible for this disclosure made hereby.

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