

**ANADOLU EFES BİRACILIK VE MALT SAN. A.Ş. RESOLUTION OF THE BOARD OF  
DIRECTORS****Resolution Date :** 24 / 03 /2014**Resolution no :** 2014/ 224**Agenda :** The Annual Ordinary General Assembly Meeting regarding  
2013 operations

As a result of the discussions on the agenda items, it has been unanimously decided by the attendees that;

The Annual Ordinary General Assembly Meeting regarding the company's operations in the financial period of 2013 to be held on 18.04.2014 at 14:00 at the address "Esenkent Mahallesi, Deniz Feneri Sokak No:4 Ümraniye / İSTANBUL" to be published, and all the transactions be carried out, required by the Turkish Commercial Code, the Articles of Association and other relevant regulations for holding and finalizing the relevant meeting.

**Agenda**

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 amendment 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,
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,

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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.

Chairman  
Tuncay ÖZİLHAN

Vice Chairman  
Alan Jon CLARK

Member  
Salih Metin ECEVİT

Member  
Mehmet Hurşit ZORLU

Member  
Damian Paul GAMMELL

Member  
Recep Yılmaz ARGÜDEN

Member  
Ahmet Cemal DÖRDÜNCÜ

Member  
Mehmet Mete BAŞOL

Member  
Kamil Ömer BOZER

Member  
Mehmet Cem KOZLU

Member  
İzzet KARACA

**ANADOLU EFES BİRACILIK VE MALT SAN. A.Ş. RESOLUTION OF THE BOARD OF  
DIRECTORS****Resolution Date :** 24 / 03 /2014**Resolution no :** 2014/ 223**Agenda :** Evaluation of the Balance Sheet and Income Statement for the  
Period 2013

As a result of the discussions on the agenda items, it has been unanimously decided by the attendees;

To propound 31.12.2013 consolidated balance sheet and the consolidated income statement for the period 01.01.2013-31.12.2013 to the approval of our shareholders at the General Assembly, after the evaluation and approval by our Board of the relevant statements which were prepared according to the regulations of the Capital Markets Board and the International Financial Reporting Standards in order to be submitted to the Annual Ordinary General Assembly Meeting of our company to be held on 18.04.2014 at 14:00 regarding our operations in 2013.

Chairman  
Tuncay ÖZİLHAN

Vice Chairman  
Alan Jon CLARK

Member  
Salih Metin ECEVİT

Member  
Mehmet Hurşit ZORLU

Member  
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**ANADOLU EFES BİRACILIK VE MALT SAN. A.Ş. RESOLUTION OF THE BOARD OF  
DIRECTORS****Resolution Date :** 24 / 03 /2014**Resolution no :** 2014/ 226**Agenda :** Evaluation of the operations in 2013

As a result of the discussions on the agenda items, it has been unanimously decided by the attendees;

To propound the 2013 Annual Report of Board of Directors to the approval of our shareholders at the General Assembly, after the evaluation and approval by our Board of the 31.12.2013 Annual Report that has been prepared according to the regulations of the Capital Markets Board and the International Financial Reporting Standards in order to be submitted to the Annual Ordinary General Assembly Meeting of our company to be held on 18.04.2014 at 14:00 regarding our operations in 2013.

Chairman  
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Vice Chairman  
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**ANADOLU EFES BİRACILIK VE MALT SAN. A.Ş. RESOLUTION OF THE BOARD OF  
DIRECTORS**

**Resolution Date :** 24 / 03 /2014

**Resolution no :** 2014/ 225

**Agenda :** Election of Independent Audit Company

As a result of the discussions on the agenda items, it has been unanimously decided by the attendees;

To elect and submit the election to the approval of the General Assembly of Başaran Nas Independent Auditing Accountancy and Financial Advisory Joint Stock Company to carry out the independent audit for the financial period of 2014.

Chairman  
Tuncay ÖZİLHAN

Vice Chairman  
Alan Jon CLARK

Member  
Salih Metin ECEVİT

Member  
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