

**RESOLUTION OF THE BOARD OF DIRECTORS OF
EGE PROFİL TİCARET VE SANAYİ ANONİM ŞİRKETİ**

Date of Resolution : 06.5.2015
No of Resolution : 11
Agenda : Determination of the date of meeting and the agenda of the ordinary general assembly meeting for the account period of 2014
Resolution :

It was unanimously resolved that the Ordinary General Assembly Meeting of our Company for the account period of 2014 with the purpose of discussing the following agenda items be held on 29.05.2015 at 11:30 hours at the company headquarters located at the address of Atatürk Organize Sanayi Bölgesi 10003 Sok. No. 5 Çiğli İzmir.

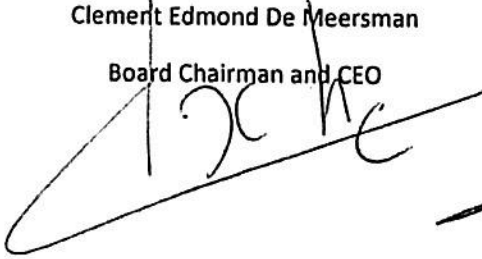
AGENDA :

- 1- Opening and establishment of the presiding board,
- 2- Authorization of the presiding board to sign the minutes of the meeting,
- 3- Reading and discussion of the Auditor's Report and the Independent Auditor's Report for year 2014,
- 4- Reading, discussion and voting the annual report of the Board of Directors about its operations in year 2014, the balance sheet and the profit and loss statement,
- 5- Adoption of a resolution about proposal of the Board of Directors about whether or not the profit for 2014 is distributed, accepting the proposal about the date of distribution if a resolution is adopted for distribution, information about reasons if it will not be distributed and the manner about use of the profit
- 6- Reading, discussion and approval of the Company's "Dividend Policy",
- 7- Acquittal of members of the Board of Directors individually for their operations in year 2014,
- 8- Acquittal of the auditors separately for their operations in year 2014,
- 9- Reelection or replacement of members of the board of directors whose duty term has ended, determination of their duty term, appointment of the independent members of the board of directors,
- 10- Approval of the Independent Audit Organization elected by the Board of Directors for audit of financial accounts of our company in conformity with the provisions of Turkish Trade Code and the Capital Markets Law,
- 11- To inform the General Assembly with regards to the remuneration policies for the board of directors and executive managers.

- 12- Determination of annual remuneration of the Board of Directors and the Independent members of the Board of Directors,
- 13- Informing the general assembly about the donations and aids made during the year and their beneficiaries,
- 14- Informing the general assembly about any guarantees, pledges and mortgages that our company has given in favor of 3rd parties if there are any as well as the revenues and benefits generated,
- 15- To inform the shareholders about the transactions conducted with related parties within the scope of the regulations of the Capital Market Board,
- 16- To permit the Board of Directors as per the provisions of articles 395 and 396 of Turkish Trade Code and the regulation about Capital Markets in order for shareholders with majority shares, members of the Board of Directors, senior executives and their blood relatives and relatives by marriage up to second degree to be able to conduct transactions that could lead to a conflict of interest with the company or its affiliated companies, to be able to compete, to perform the duties within the scope of the aim and subject matter of the company personally or through others, to become partners with companies doing such works and to conduct other similar transactions and to inform the general assembly about the transactions conducted during the year within this scope;
- 17- Wishes and requests.

BOARD OF DIRECTORS

Clement Edmond De Meersman
Board Chairman and CEO



Tom A. Debusschere
Board Member



Ergun Cicekci
Board Member



Marcel Klepfisch
Board Member



Yasemin Ünlü Romano
Board Member