

**BANK OF TOKYO-MITSUBISHI UFJ TURKEY A.Ş.  
RESOLUTION OF THE BOARD OF DIRECTORS**

**RESOLUTION NUMBER** : 2016/09  
**RESOLUTION DATE** : 02/03/2016

Proposal with regard to the below resolved issue has been submitted to all members of the Board of Directors of Bank of Tokyo-Mitsubishi UFJ Turkey Anonim Şirketi ("Bank") and has been resolved as follows in line with article 390 of Turkish Commercial Code:

It has been decided as follows;

1. To submit the reviewed Annual Activity Report of the Board of Directors for the financial year 2015 to the General Assembly,
2. To convene the Ordinary General Assembly to be held on 28/03/2016 at 15:00 p.m. at address of Fatih Sultan Mehmet Mahallesi, Poligon Caddesi, Buyaka 2 Sitesi No: 8B, K:20-21 34771 Tepeüstü, Ümraniye, İstanbul in order to discuss the Agenda as mentioned in the annex,
3. To apply to the Province Directorate of Trade in order to appoint a Ministry Representative that will be present in the meeting of the Ordinary General Assembly.

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**Ali Vefa Çelik\***  
**Chairman**

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**Masakazu Osawa**  
**Vice Chairman**

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**Çetin Özbek\***  
**Member/Audit  
Committee Chairman**

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**Jeremy Quinton  
Broughton  
Member/Audit  
Committee Chairman**

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**Yasuo Asada**  
**Member/President**

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**Aysun Mercan\***  
**Member**

*\*Bu Yönetim Kurulu kararı tarafıma Türkçe dilinde de sunulmuştur. Bu kararı anladım ve karara herhangi bir itirazım olmaksızın kabul ederim.*

**Annex :**

**AGENDA**

1. Opening and appointment of the Meeting Board,
2. Authorization of the Meeting Board to sign the minutes of the Ordinary General Assembly meeting,
3. Discussion and approval of the Annual Activity Report of the Board of Directors for the financial year 2015,
4. Discussion on the independent auditor's report for the financial year 2015,
5. Discussion and approval of the financial statements of the financial year 2015,
6. Release of the members of the Board of Directors,
7. Appointment of the members of the Board of Directors;
8. Discussion on use of profit and determination of dividend distribution,
9. Discussion on the remuneration payment to Board of Directors members,
10. Appointment of DRT Bağımsız Denetim ve Serbest Muhasebeci Mali Müşavirlik A.Ş. as the independent auditor for financial year 2016,
11. Discussion on the permission to Board of Directors members in line with articles 395 and 396 of TCC regarding to conduct business within the field of Bank's activity area or conduct such business on behalf of a third party,
12. Wishes and Closing.

<i>Ali Vefa Çelik*</i>	<i>Masakazu Osawa</i>	<i>Çetin Özbek*</i>
<i>Jeremy Quinton Broughton</i>	<i>Yasuo Asada</i>	<i>Aysun Mercan*</i>

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