

BANK OF TOKYO-MITSUBISHI UFJ TURKEY ANONİM ŞİRKETİ
RESOLUTION OF THE BOARD OF DIRECTORS

RESOLUTION DATE : 11/03/2015
RESOLUTION NUMBER : 2015/12

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 thus no member requested for a physical meeting, mentioned issue has been resolved as follows in line with article 390/4 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 2014 to the General Assembly,
2. To convene the Ordinary General Assembly to be held on 30/03/2015 at 15:00 o'clock at the company headquarter 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 following agenda:

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 of the Annual Activity Report of the Board of Directors for the financial year 2014,
4. Discussion on the independent auditor's report for the financial year 2014,
5. Discussion and approval of the financial statements of the financial year 2014,
6. Discharge of the members of the Board of Directors and the auditors,
7. Discussion on use of profit and determination of dividend distribution,
8. Discussion on the remuneration payment to board of directors members,
9. Presentation of the selection of DRT Bağımsız Denetim ve Serbest Muhasebeci Mali Müşavirlik A.Ş., as the Independent Auditor Firm for the fiscal year 2015, to the approval of the General Assembly,
10. 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,
11. Discussion on approval of the appointment of Mr. Yasuo Asada as President and accordingly natural member of the Board of Directors,

*İşbu Yönetim Kurulu kararı İngilizce olarak da sunulmuş olup, kararı anladım ve hiçbir itirazım olmadan tümüyle mutabık kaldım.

12. Wishes and Closing

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.

Masato Miyachi
Chairman

Hirofumi Noda
Vice Chairman

Yasuo Asada
Member / President

Yuta Uchiyama
Member

Jeremy Quinton
Broughton
Member / Audit
Committee Member

David Ralph
Rosenberg
Member

Ali Vefa Çelik*
Member / Chairman
of the Audit
Committee

*İşbu Yönetim Kurulu kararı İngilizce olarak da sunulmuş olup, kararı anladım ve hiçbir itirazım olmadan tümüyle mutabık kaldım.