

**BİM BİRLEŞİK MAĞAZALAR A.Ş.**  
**INVITATION TO ORDINARY GENERAL ASSEMBLY MEETING**  
**FOR THE YEAR 2016**

The Ordinary General Assembly Meeting of our Company for the year 2016 will be held at 10:30 on April 18, 2017, in the company head office at the address Abdurrahmangazi Mah. Ebubekir Cad. No.73 Sancaktepe-Istanbul in order to discuss the agenda detailed below.

Annual report for 2016, consolidated financial statements, independent auditor's report, recommendation of profit distribution chart for the year 2016 will be made available to be viewed by the shareholders at the head office and on Company's website [www.bim.com.tr](http://www.bim.com.tr) no later than 21 days prior to the date of General Assembly Meeting.

Our shareholders, or their representatives, can attend the General Assembly Meeting physically, or by electronic communication as per article 1527 of the Turkish Commercial Code No.6102. Attendance by electronic communication will be possible provided that the shareholders, or their representatives, present their electronic signatures.

Any shareholders, or their representatives, who want to attend the meeting by electronic communication must fulfill their obligations, as specified in the "Regulation on General Assembly Meetings of Joint Stock Companies Held Through Electronic Means" published in the Official Gazette No.28395 dated 28 August 2012, "Communiqué on Electronic General Assembly System to be used in General Assembly Meetings of Joint Stock Companies" published in the Official Gazette No.28396 dated 29 August 2012, Capital Markets Legislation, Regulations of the Capital Markets Board and regulations of the Central Registry Institution.

For the shareholders who will attend the meeting in person, presentation of the Turkish ID Card at the entrance of the meeting hall is sufficient.

The shareholders who will send their representatives to the meeting must fulfill the requirements specified in the Capital Markets Board's "Communiqué on Voting by Proxy and Proxy Solicitation" No. II-30.1 and submit their notarized power of attorney.

Agenda :

1. Opening, Election of Moderator and Authorization of the Moderator to Sign the Ordinary General Assembly Meeting Minutes,
2. Reading and negotiating the Annual Report for the year 2016,
3. Reading and negotiating the auditor's reports for the year 2016,

4. Review, negotiation and approval of the financial statements for the year 2016,
5. Decision on acquittal of members of the Board of Directors due to their activities in the year 2016,
6. Discussion and resolution of recommendation of the Board of Directors regarding profit distribution for the year 2016,
7. Election of the New Board Members and determination of their monthly participation fee by separate voting for each candidate
8. Grant of authorization to the members of the Board of Directors so that they can carry out the duties specified in Articles 395 and 396 of the Turkish Commercial Code and in compliance with the Corporate Governance Principles issued by Capital Market Board, informing the General Assembly on related party transactions performed within such framework in 2016,
9. Informing shareholders about share buy-back program , which was effective between July 22, 2016 and March 16, 2017, under the authorization granted with the decision of the Board of Directors dated July 22, 2016,
10. Presentation of the donations and aids by the Company in 2016 for the General Assembly's information,
11. Informing shareholders that no pledge, guarantee and hypothec were granted by the Company in favor of third parties based on the Corporate Governance Communiqué of the Capital Markets Board,
12. Ratifying the election of independent auditor by the Board of Directors as per the Turkish Commercial Law and regulations of the Capital Markets Board,
13. Wishes and closing