

**EİS ECZACIBAŞI İLAÇ, SINAİ VE FİNANSAL YATIRIMLAR
SANAYİ VE TİCARET A.Ş.
CALL FOR ORDINARY GENERAL ASSEMBLY MEETING**

The Ordinary General Assembly Meeting of our Company will be held on **Tuesday, April 13, 2021, at 09:00 hrs** at **Altın Damlası Meeting Room**, within the Company Headquarters, located at **Büyükdere Caddesi Ali Kaya Sokak No:5 Levent - İstanbul** to discuss the following agenda.

Shareholders of our company may attend the Ordinary General Assembly Meeting in person or via proxies either physically or by electronic means. Attending to the company's general assembly meetings by electronic means will be conducted through the Electronic General Assembly System ("e-GKS") medium to be provided by the Central Registry Agency ("CRA"). Shareholders who will perform transactions via e-GKS must first register themselves with the Investor Information Center of Central Registry Agency (CRA) and must also have a secure electronic or mobile signature.

Shareholders or their proxies who want to attend the meeting via electronic means must fulfill their obligations as set out in the "Regulation Regarding General Assemblies of Joint Stock Companies to be held in the Electronic Media" published on the Official Gazette Dated 28 August 2012 and No. 28395, and the "Communiqué on Electronic General Meeting System applicable to General Meetings of Joint Stock Companies" published on the Official Gazette Dated 29 August 2012 and No. 28396.

Those listed below may attend to the General Assembly Meeting to be held physically;

- Real person shareholders by submitting their ID cards,
- Legal entity shareholders by submitting ID cards of individuals authorized to represent and bind the legal entity along with their letters of authorization,
- Representatives of the real and legal entities by submitting their ID cards and letters of representation,
- representatives authorized through the Electronic General Assembly System by submitting their identities,

and by signing the list of attendees.

The shareholders who will attend the meeting by proxy are required to fulfill obligations laid down in the Communiqué on Voting by Proxy and Proxy Solicitation no. II-30.1 of the Capital Markets Board and to submit their powers of attorney issued by a notary public based on the power of attorney form shown below. The aforesaid power of attorney form is available at the Company headquarters and under investor relations section of www.eis.com.tr and www.eczacibasi.com.tr. The attorney appointed via e-GKS is not required to present a physical proxy document and the said proxy appointed through e-GKS may attend the General Assembly meeting, both physically and also through e-GKS. The attorney who will be physically attending the meeting by proxy is required to submit an identity card at the meeting regardless of being appointed by a notarized power of attorney or through e-GKS.

The right to attendance and voting at the General Assembly pursuant to paragraph 4, article 415 of the Turkish Commercial Code no. 6102 and paragraph 1, article 30 of the Capital Market Law no. 6362 may not be subjected to the requirement of depositing the share certificates. In this framework, in the event that our shareholders wish to attend the General Assembly Meeting, they do not have to block their shares.

Our shareholders or their representatives who will attend the general assembly meeting by electronic means via e-GKS may get information about the procedures and principles of participation, assignment of proxies, making of proposals, declaration of opinions and voting by visiting the website of the CRA (<https://egk.mkk.com.tr>).

The Financial Statements of our company for 2020, Independent Auditors' Report, Corporate Governance Principles Compliance Report, Sustainability Principles Compliance Framework Declaration and the Annual Report of the Board of Directors containing the profit distribution proposal of the Board of Directors and the following agenda items and also the "General Assembly Information Document" containing the necessary explanations for compliance with the regulations of the Capital Markets Board will be made available three weeks prior to the meeting, within the legally required period, at the Company Headquarters and under investor relations section of www.eis.com.tr and www.eczacibasi.com.tr and e-GKS for examination by shareholders.

As per the Law on Protection of Personal Data numbered 6698, you may find the detailed information regarding processing of your personal data in the EİS Eczacıbaşı İlaç, Sınai ve Finansal Yatırımlar Sanayi ve Ticaret A.Ş. General Assembly Disclosure Text available under the investor relations section of www.eis.com.tr and www.eczacibasi.com.tr websites.

We'd like to point out that, due to Coronavirus (Covid-19) outbreak, the meeting will be held in accordance with measures and rules declared by official authorities and our shareholders must closely follow new measures and rules to be declared by competent authorities.

Respectfully submitted for the information of the distinguished shareholders.

BOARD OF DIRECTORS

Agenda

1. Opening, election of the Meeting Council and granting authorization to the Meeting Council for signing the Minutes of the Meeting,
2. Reading and discussion of the Annual Report prepared by the Board of Directors for the fiscal year 2020 and submission of the said report to the General Assembly for approval,
3. Reading the Independent Audit Report regarding the fiscal year 2020, and informing the General Assembly about the audit activity and its results,
4. Reading and discussion of the Financial Statements for the year 2020 and submission of financial statements to the General Assembly for approval,
5. Release of the members of the Board of Directors for their affairs in the year 2020,
6. Discussing and determination of the proposal of the Board of Directors prepared in accordance with the Company's Dividend Distribution Policy,
7. Informing the shareholders about the "Remuneration Policy" determined for Members of the Board of Directors and Senior Executives,
8. Election of the new members of the Board and Independent Board Members, determination of their duty terms and remunerations,
9. The election of the Independent Auditing Company proposed by the Board of Directors for the year 2021 under Article 399 of the Turkish Commercial Code and regulations of the Capital Markets Board,
10. Informing shareholders about donations and grants made during the year, submitting the "Donation and Support Policy" to the approval of the shareholders, and setting the upper limit for the donations to be made in the year 2021,
11. Giving information to the General Assembly regarding collaterals, pledges, mortgages and sureties granted by the Company and its subsidiaries to third parties and revenues and compensations obtained in the year 2020 pursuant to the Corporate Governance Principles,
12. Providing information to the shareholders about the activities conducted in 2020 in the scope of the fact that the shareholders holding the management control, members of the Board of Directors, executives with administrative responsibility, their spouses and relatives related by blood or marriage up to the second degree conduct a significant transaction which might cause a conflict of interest with the Company or its subsidiaries and/or conduct a commercial business covered by the line of business of the Company or its subsidiaries for their own account or on behalf of others, or participate as a shareholder with unlimited liability in another company conducting the same kind of business; and authorizing the Members of the Board of Directors for the said activities as per Articles 395 and 396 of the Turkish Commercial Code for the year 2021,
13. Wishes.

PROXY FORM

EİS ECZACIBAŞI İLAÇ, SINAI VE FİNANSAL YATIRIMLAR SANAYİ VE TİCARET A.Ş.

I hereby appoint and authorize Mrs/Mr..... as my attorney authorized to represent me, to vote and make proposals in line with the views I express below and to sign the required papers at the Ordinary General Assembly of EİS Eczacıbaşı İlaç, Sinai ve Finansal Yatırımlar Sanayi ve Ticaret A.Ş. to be held on Tuesday, April 13, 2021, at 09:00 hrs at Altın Damlası Meeting Room, within the Company Headquarters, located at Büyükdere Caddesi Ali Kaya Sokak, No:5 Levent - İstanbul

THE ATTORNEY'S (¹):

Name & Surname/ Trade Name:

TR ID Number/Tax Number, Trade Registry Office and Number and Central Registration System Number (MERSIS):

A) SCOPE OF THE REPRESENTATION AUTHORITY

For the below sections 1 and 2, one of (a), (b), or (c) options must be selected and scope of the powers for representation must be determined.

1 On Issues in the General Assembly Agenda:

- a) The attorney is authorized to exercise vote in line with his/her own opinion.
- b) The attorney is authorized to exercise vote in line with the suggestions of the company management.
- c) The attorney is authorized to cast vote in line with instructions shown in the table below.

Instructions:

In the event that the shareholder chooses the option (c), instructions related to any particular agenda item shall be given by marking one of the options next to the relevant general assembly agenda item ("accept" or "reject"), in the event that the option "reject" is marked, by writing the dissenting opinion, if any, to be noted down in the minutes of the general assembly.

Articles of the Agenda	Accept	Reject	Dissenting Opinion
1. Opening, election of the Meeting Council and granting authorization to the Meeting Council for signing the Minutes of the Meeting			
2. Reading and discussion of the Annual Report prepared by the Board of Directors for the fiscal year 2020 and submission of the said report to the General Assembly for approval			
3. Reading the Independent Audit Report regarding the fiscal year 2020, and informing the General Assembly about the audit activity and its results			
4. Reading and discussion of the Financial Statements for the year 2020 and submission of financial statements to the General Assembly for approval			
5. Release of the members of the Board of Directors for their affairs in the year 2020			
6. Discussing and determination of the proposal of the Board of Directors prepared in accordance with the Company's Dividend Distribution Policy			
7. Informing the shareholders about the "Remuneration Policy" determined for Members of the Board of Directors and Senior Executives			
8. Election of the new members of the Board and Independent Board Members, determination of their duty terms and remunerations			
9. The election of the Independent Auditing Company proposed by the Board of Directors for the year 2021 under Article 399 of the Turkish Commercial Code and regulations of the Capital Markets Board			
10. Informing shareholders about donations and grants made during the year, submitting the "Donation and Support Policy" to the approval of the shareholders, and setting the upper limit for the donations to be made in the year 2021			
11. Giving information to the General Assembly regarding collaterals, pledges, mortgages and sureties granted by the Company and its subsidiaries to third parties and revenues and compensations obtained in the year 2020 pursuant to the Corporate Governance Principles			

<p>12. Providing information to the shareholders about the activities conducted in 2020 in the scope of the fact that the shareholders holding the management control, members of the Board of Directors, executives with administrative responsibility, their spouses and relatives related by blood or marriage up to the second degree conduct a significant transaction which might cause a conflict of interest with the Company or its subsidiaries and/or conduct a commercial business covered by the line of business of the Company or its subsidiaries for their own account or on behalf of others, or participate as a shareholder with unlimited liability in another company conducting the same kind of business; and authorizing the Members of the Board of Directors for the said activities as per Articles 395 and 396 of the Turkish Commercial Code for the year 2021</p>			
<p>13. Wishes.</p>			

Articles regarding information provision are not put to vote.

If the minority has a different decision draft, such draft is separately pointed out so that votes can be cast by proxy.

2. Special instruction for other potential issues in General Assembly meetings and particularly for using minority rights:

- a) The attorney is authorized to exercise vote in line with his/her own opinion.
- b) The attorney is unauthorized to exercise vote in such issues.
- c) The attorney is authorized to exercise vote in line with the following special instructions.

SPECIAL INSTRUCTIONS: Special instructions to be given by shareholder to the attorney/proxy, if any, shall be prescribed here.

B) The shareholder selects one of the following options and defines the shares to be represented by the attorney/proxy.

1 I hereby approve the representation of my shares, defined in detail below, by my attorney/proxy.

- a) Class and Series ⁽¹⁾:
- b) Number / Group ⁽¹⁾:
- c) Amount - nominal value:
- d) Share with voting power or not:
- e) Bearer - Registered ⁽²⁾:
- f) Ratio of total shares/voting rights of the shareholder:

2. I hereby approve the representation of all my shares, which are included in the list of shareholders prepared by CRA (MKK) one day before the date of the General Assembly, by my attorney who might attend the General Assembly.

SHAREHOLDER'S ⁽¹⁾:

Name, Surname or Title:

TR ID Number / Tax Number, Trade Registry Office and Number and Central Registration System Number (MERSIS):

Address:

SIGNATURE:

⁽¹⁾ It is imperative that the equivalents, if any, of information mentioned above be presented for foreign shareholders.

⁽²⁾ Such information is not required for the shares which are followed up electronically.

⁽³⁾ For the shares which are followed up electronically, information related to the group will be given instead of number.