

## **PROXY**

I/we hereby appoint ..... as my/our proxy who will be authorized to represent me/us according to the particulars mentioned below and to vote, make a proposal and undersign necessary documents at 2016 Ordinary General Meeting of Ulusoy Un Sanayi ve Ticaret A.Ş. which is going to be held on April 20, 2017, Thursday, at 14:00 o'clock at the address of Hampton by Hilton Samsun Hotel Kerimbey Mahallesi Işık Sokak No: 2 Tekkeköy – Samsun – Turkey.

### **PROXY'S:**

Name Surname /Trade Name:

Turkish ID Number / Tax ID Number, Trade Registration and Registration Number and MERSİS (Central Registration System) number:

(\*) For foreign national proxies, details that are similar to the abovementioned ones must be provided, if available.

### **A) Scope of Authority to Represent**

One of the items (a), (b) and (c) should be selected on the following sections of 1 and 2 to establish the scope of representation authority.

#### **1. For Particulars included in the General Meeting Agenda;**

- a) The proxy is entitled to cast a vote as s/he desires on the agenda items.
- b) The proxy is entitled to cast a vote according to the suggestions of the partnership management.
- c) The proxy is entitled to cast a vote according to the instructions given on the following table.

#### **Instructions:**

If the shareholder selects (c), the instructions specific to a particular agenda item shall be given by selecting one of the options (affirmative or negative) given against the related general meeting agenda item and if negative option is selected, the dissenting opinion to be written on the general meeting's minutes, if any, shall be stated.

Item Number	Agenda Items	Affirmative	Negative	Dissenting Opinions
1				
2				

(\*) The items on the General Meeting agenda shall be listed one by one. If minority has a different resolution draft, this shall be also specified for voting by proxy.

#### **2. Specific instructions about other issues that might arise at the general assembly meeting and, particularly, use of minority rights:**

- a) The proxy is entitled to cast a vote as s/he desires on the agenda items.

b) The proxy is not entitled to represent on these issues.

c) The proxy is entitled to cast a vote pursuant to the following specific instructions.

Specific instructions; special instructions to be given by the shareholder to the proxy, if any, shall be specified herein.

**B) The shareholder shall select one of the following options and state which shares are to be represented by the proxy.**

1. I hereby confirm that my following shares shall be represented by the proxy.

a) Number - Nominal value:

b) Whether has voting privileges:

c) Ratio to the total shares / voting rights owned by the shareholder:

**2. I hereby confirm that all my shares given on the list of shareholders to attend to the general, which was issued by the Central Registration Agency (MKK) one day before the date of General Meeting, shall be fully represented by the proxy.**

SHAREHOLDER'S:

Name Surname / Company Name (\*):

Turkish ID Number / Tax ID Number, Trade Registration and Registration Number and MERSİS (Central Registration System) number:

Address:

(\* ) For foreign national proxies, details that are similar to the abovementioned ones must be provided, if available.

Signature: