

 Display unsigned  Additional files

 SODA SANAYİİ A.Ş. / SODA, 2016 [SISE] 01.03.2016 19:11:24

 Call for the general assembly meeting

|   |                     |                           |                   |                     |
|---|---------------------|---------------------------|-------------------|---------------------|
| 1 | AHMET BAYRAKTAROĞLU | FINANCIAL AFFAIRS MANAGER | SODA SANAYİİ A.Ş. | 01.03.2016 15:51:07 |
| 2 | YASEMİN İZOLLUOĞLU  | CHIEF ACCOUNTANT          | SODA SANAYİİ A.Ş. | 01.03.2016 17:38:27 |

|  |   |
|--|---|
| Address  | İş Kuleleri Kule 3 34330, 4. Levent-Beşiktaş/İstanbul |
| Phone  | 212 - 3505050   |
| Fax  | 212 - 3504267   |
| Phone of the Investor/Shareholder Relations Unit | 212 - 3503690   |
| Fax of the Investor/Shareholder Relations Unit   | 212 - 3504690   |
| Is this disclosure an update?                    | No  |
| Is this a deferred disclosure?                   | No  |
| Brief Information                                | Call for the 2015 Ordinary General Assembly Meeting   |

|  |  |
|--|--|
| Date of Resolution   | 01.03.2016   |
| Type of General Assembly   | Ordinary   |
| Beginning of the Accounting Period   | 01.01.2015   |
| End of the Accounting Period   | 31.12.2015   |
| Date and Time  | 23.03.2016 10:00   |
| Address  | İş Kuleleri Kule 3 34330, 4. Levent-Beşiktaş/İstanbul  |
| Agenda   | <ol style="list-style-type: none"> <li>1. Election of the Chairmanship Council, and Authorization of the Chairmanship Council to Sign the General Assembly Minutes,</li> <li>2. Reading the Summary of the Independent Auditor's Report and Board's Activity Report on our Company's Operations in 2015,</li> <li>3. Review, Negotiation and Confirmation of 2015 Balance Sheet and Statement of Income,</li> <li>4. Acquittance of the Board Members,</li> <li>5. Election of the Board Members,</li> <li>6. Determination of the Board Members' Remunerations,</li> <li>7. Empowerment of the Board Members in accordance with the Articles 395 and 396 of the Turkish Code of Commerce,</li> <li>8. Determination of the Distribution Type and Date of the 2015 Profit,</li> <li>9. Resolution on the Election of the Independent Auditing Firm in accordance with the Turkish Code of Commerce and Regulations of the Capital Markets Board,</li> <li>10. Notification of the Partners of the Yearly Donations and Determination of the Limit for the 2016 Donations,</li> <li>11. Notification of the Partners of the Guarantees, Pledges and Mortgages given in favor of the Third Parties.</li> </ol> |
| Does the Agenda include any Amendment in the Articles of Association concerning the Business Name?     | No   |
| Does the Agenda include any Amendment in the Articles of Association concerning the Field of Activity? | No   |
| Does the Agenda include any Amendment in the Articles of Association concerning the Headquarters?      | No   |

 ADDITIONAL DISCLOSURES:

It has been resolved that the 2015 Shareholders' Ordinary General Assembly Meeting shall take place on March 23, 2016, Wednesday, at 10:00, in İş Kuleleri, Kule-3 34330, 4. Levent-Beşiktaş/İstanbul, where our headquarters is located, in order to discuss and conclude the items on the attached agenda; and that the text of announcement as well as example of power of attorney, published in the Turkish Trade Registry Gazette, have been shared for the information of the shareholders.

We declare that our abovementioned disclosures comply with the principles stated in the Communiqué of the Capital Markets Board under Series: VIII, No: 54; and completely represent the relevant information that have reached us in this matter(s); and are in compliance with our ledgers, records and documents; and that we have made our best effort to obtain the relevant information completely and accurately as well as are responsible for such disclosures.

**FROM SODA SANAYİİ A.Ş.**  
**BOARD OF DIRECTORS**

As the 2015 Shareholders' Ordinary General Assembly Meeting shall take place on March 23, 2016, Wednesday, at 10:00, in İş Kuleleri, Kule-3 34330, 4.Levent-Beşiktaş/Istanbul, where our headquarters is located, in order to discuss and conclude the items on the agenda, the partners or their agents are kindly asked to participate in the meeting at the stated day and time.

The shareholders can participate in the meeting in person both physically and electronically or by their agents (by proxy). The shareholders or their agents can participate in the meeting electronically with their secure e-signature. For this reason, the shareholders that will participate in the meeting electronically through the Electronic General Assembly System (EGAS), first need to sign up for the Central Securities Depository's (Merkezi Kayıt Kuruluşu A.Ş.-MKK) Information Portal and register their contact information, additionally, have a secure e-signature. The shareholders and their agents, who are not signed up in the e-MKK's Information Portal and do not have a secure e-signature, can not participate in the General Assembly electronically.

Furthermore, the shareholders or their agents, who wish to participate in the meeting electronically must fulfill their obligations in compliance with the terms and conditions stated in the "Regulation on the Electronic General Assembly Meetings of the Joint-Stock Companies", as published on the Official Gazette on August 28, 2012 and with the number 28395, and the "Communique on the Electronic General Assembly System to be implemented for the General Assembly Meetings of the Joint-Stock Companies", as published on the Official Gazette on August 29, 2012 and with the number 28396.

The shareholders, who will not be able to personally participate in the meeting physically or electronically, are required to prepare their power of attorney according to the example given below or take the example form of power of attorney from our headquarters or web site [www.sisecamkimyasallar.com](http://www.sisecamkimyasallar.com) and fulfill the conditions specified in the "Communique on Voting by proxy or Proxy Solicitation" of the Capital Markets Board under no. II-30.1, and submit their power of attorney, with their signature approved by the notary. The shareholders, who wish to participate in the General Assembly physically in person, may exercise their rights regarding their shares registered in the "List of Share Owners" under the Central Securities Depository (MKK) system by submitting their identity cards.

Our shareholders, who will participate in the general assembly meeting electronically through the Electronic General Assembly System may get information about the principles and procedures related to participation, appointment of agents, proposition, suggestion of opinions and voting from the internet address of the Central Securities Depository <https://www.mkk.com.tr>.

The Management and Independent Auditing Firm Reports of 2015 Year of Activity, Financial Statements and Board's Proposition on the Distribution of the Profit shall be available at least 3 weeks prior to the date of the General Assembly meeting through the Electronic General Assembly System, or the "Investor Relations" section on our company's web site [www.sisecamkimyasallar.com](http://www.sisecamkimyasallar.com), as well as at the headquarters in İş Kuleleri Kule-3 342240 4. Levent-Beşiktaş/Istanbul for partners to review.

According to the Article 29 of the Capital Markets Law no. 6362, we shall not additionally send the registered letters to our partners for invitation to the General Assembly meeting.

It is kindly submitted for the information of the distinguished shareholders.

**AGENDA**

1. Election of the Chairmanship Council, and Authorization of the Chairmanship Council to Sign the General Assembly Minutes,
2. Reading the Summary of the Independent Auditor's Report and Board's Activity Report on our Company's Operations in 2015,
3. Review, Negotiation and Confirmation of 2015 Balance Sheet and Statement of Income,
4. Acquittance of the Board Members,
5. Election of the Board Members,
6. Determination of the Board Members' Remunerations,
7. Empowerment of the Board Members in accordance with the Articles 395 and 396 of the Turkish Code of Commerce,
8. Determination of the Distribution Type and Date of the 2015 Profit,
9. Resolution on the Election of the Independent Auditing Firm in accordance with the Turkish Code of Commerce and Regulations of the Capital Markets Board,
10. Notification of the Partners of the Yearly Donations and Determination of the Limit for the 2016 Donations,
11. Notification of the Partners of the Guarantees, Pledges and Mortgages given in favor of the Third Parties.

**POWER OF ATTORNEY**  
**SODA SANAYİİ A.Ş.**

I hereby appoint and authorize .....as my agent, the details of whom are listed below, to represent me, vote, make offers and sign the required documents in matters specified below in the Soda Sanayi A.Ş. 2015 Shareholders' Ordinary General Assembly Meeting to take place on March 23, 2016, Wednesday, at 10:00, in İş Kuleleri Kule-3 34330, 4. Levent-Beşiktaş/Istanbul.

Of the agent(\*):

First Name - Last Name/Business Name:

TR Identification No/Tax No, Trade Registry and Number as well as MERSIS number:

(\* It is compulsory for foreign agents to submit the equivalents of the said information, if any.

**A) Scope of the Representation Authority**

The scope of the representation authority must be determined by selecting one of the options (a), (b) or (c) for the parts 1 and 2 given below.

**1.About the matters listed in the agenda of the general assembly;**

- a) The agent is authorized to vote based on his/her own opinion.
- b) The agent is authorized to vote based on the suggestions of the partnership management.
- c) The agent is authorized to vote based on the instructions listed in the table below.

**Instructions:**

Being specific to the related agenda items, should the shareholder mark the option (c), the instructions are given by marking one of the options listed near the general assembly's related agenda item (accepted or rejected), and should the shareholder marks the option "rejected", the instructions are given provided that the requested dissenting opinion is stated, also is noted in the general assembly minutes.

| Items on the Agenda (*) | Accepted | Rejected | Dissenting Opinion |
|-------------------------|----------|----------|--------------------|
| 1.                      |          |          |                    |
| 2.                      |          |          |                    |
| 3.                      |          |          |                    |

(\* The matters listed in the agenda of the general assembly are listed individually. If the minority has a separate draft resolution, this is also specified so that the agent can vote by proxy.

**2. Special instructions regarding other matters which may arise during the general assembly meeting, and particularly the exercise of the minority rights.**

- a) The agent is authorized to vote based on his/her own opinion.
- b) The agent is not authorized to represent me in such matters.
- c) The agent is authorized to vote based on the special instructions listed in the table below.

**Special Instructions;** The special instructions, if any, which shall be given by the shareholder to the agent, are listed here.

**B) The shareholders marks one of the options listed below, and specifies the shares they wish their agents to represent.**

**1. I approve that my shares, the details of which are given below, be represented by my agent.**

- a) Quantity-Nominal Value:
- b) Whether or not these are preferred shares:
- c) The rate of these shares to the total shares/voting rights owned by the shareholder:

**2. I approve that all of my shares, given in the list prepared by MKK one day prior to the general assembly meeting for the shareholders, who can participate in the general assembly, be represented by my agent.**

**OF THE SHAREHOLDER:**

First Name - Last Name/Business Name (\*):

TR Identification No/Tax No, Trade Registry and Number as well as MERSIS number: Address:

(\* It is compulsory for foreign shareholders to submit the equivalents of the said information, if any.

Signature: