

GENERAL ASSEMBLY MEETING INFORMATION
DOCUMENT DATED 29 MARCH 2017 FOR A YEAR 2016
PERTAINING TO THE COMPANY TITLED AKÇANSA
ÇİMENTO SANAYİ VE TİCARET A.Ş.

Ordinary General Assembly Meeting of our Company for a year 2016 shall convene at Hacı Ömer Conference Hall located at the address Sabancı Center Kule 2, 4. Levent 34330 İstanbul on 29 March 2017, Wednesday at 09:00 so as to negotiate and resolve about following points stated in the agenda.

Shareholders whose shares are being monitored by the Central Registry Agency and who are entitled to participate in general meetings can attend to the general meeting to be convened in the above mentioned address either personally or through their representatives or upon their wish, they can attend to the general meeting electronically either personally or through their representatives by using their safe electronic signatures via Electronic General Assembly System provided by Central Registry Agency

Shareholders appoint their representatives by using Electronic General Assembly System or in accordance with the provisions of Communiqué No. II-30.1 of the Capital Markets Board, they may also represent themselves at the meeting by filling power of attorney, of which copy is stated below or by filling power of attorney form which can be obtained from our head office and web site of our Company titled www.akcansa.com.tr by confirming their signatures at the Notary Office or by adding the notarized signature circulars to the form of a power of attorney bearing their own signatures.

For General Assembly Meeting to be physically held;

- Real person shareholders shall submit their identity cards,
- Legal person shareholders shall submit identity cards of the persons who are authorized to represent and bind the legal person, together with their letters of authorization,
- Representatives of real and legal persons shall submit identity cards together with letters of authorization,
- Representatives authorized by Electronic General Assembly System shall submit their identity card,

And sign the list of participants so as to attend the General Assembly Meeting.

Our shareholders who will participate in the General Assembly via electronic General Assembly System can get information about the procedures and principles related to participation, representative appointment, suggestion, expressing an opinion and voting at <http://www.mkk.com.tr> which is the web address of Central Registry Agency.

The shareholders or their representatives who wish to attend the meeting in electronic environment are required to fulfill their obligations in accordance with "Regulation on General Assemblies to be Made in Electronic Media in Joint Stock Companies" published in the Official Gazette dated 28 August 2012 and numbered 28395 and with provisions of "Communiqué on Electronic General Assembly System to be Implemented in General Assemblies of Joint Stock Companies" published in the Official Gazette dated August 29, 2012 and numbered 28396.

Our Company's Financial Tables, Board of Directors and Independent Auditors' Reports for 2016, Profit Distribution Proposal of the Board of Directors and Information on General Assembly Meeting will be accessible on the page of Electronic General Assembly System on the web site of Central Registry Agency and on the page of "Investor Relations" in the connection of our Company's web site namely <http://www.akcansa.com.tr> at least before three weeks from the meeting date and they will be kept ready for review at head office located at the address Kısıklı Caddesi No:38 Altunizade Üsküdar İstanbul. It is hereby kindly requested from Esteemed shareholders to attend the meeting on the date and hour specified.

**Ordinary General Assembly Meeting Agenda for a
year 2016 to be held on 29 March 2017 at 09:00
pertaining to the Company titled AKÇANSA
ÇİMENTO SANAYİ VE TİCARET A.Ş.**

1. Opening and forming Meeting Presidency,
2. Reading and negotiating of the Activity Report of the Board of Directors for 2016,
3. Reading the summary of Auditor Reports for 2016,
4. Reading, negotiating and confirming the financial tables for 2016,
5. Submission of the members elected to serve in the remaining period of membership of the Board of Directors vacated during the activity year to the approval of the General Assembly,
6. Release of board members due to activities for a 2016,
7. Determination of the usage of the 2016 Profit, the profit and profit shares to be distributed,
8. Election of auditor,
9. Informing the General Assembly about donations and grants made in 2016,
10. Determination of the limit of donations that the company will make in 2017,
11. Giving permission to the chairman and members of the board of directors to carry out the transactions written in articles 395 and 396 of the Turkish Commercial Code.

POWER OF ATTORNEY

AKÇANSA ÇİMENTO SANAYİ VE TİCARET A.Ş.

I hereby appoint..... as my representative to represent me, to vote, to submit proposals and to sign the necessary documents in accordance with the opinions stated below at the ordinary general assembly meeting to be held at the address of Akçansa Çimento Sanayi ve Ticaret A.Ş. located at Sabancı Center Kule 2, 4.Levent/ İstanbul on 29 March 2017, Wednesday at 09.00.

Representative's(*);

Name, surname/Trade title:

T.R ID / Tax Number, Trade Register and Number and MERSIS number:

(*) It is obligatory to submit equivalents if any related to said information for foreign national representatives.

A) SCOPE OF REPRESENTATION AUTHORITY

For sections 1 and 2 given below, the scope of representation authority shall be determined by choosing one of (a), (b) or (c).

1. About the subjects on the agenda of the General Assembly;

A) The representative is authorized to vote in his / her own view.

B) The representative is authorized to vote in line with the proposal of the partnership management.

C) The representative is authorized to vote in accordance with the instructions given in the table below.

Instructions:

In the case of (c) election by the shareholder, the instructions for the agenda item shall be given by marking (accepting or rejecting) one of the alternatives given against the item of the general meeting agenda item and, if rejection is chosen, indicating the opposition comment requested to be written in the general meeting.

Agenda Items (*)	Accept	Reject	Opposition comment
1.			
2.			
3.			

(*)The issues included in the agenda of the General Assembly are listed one by one. If the minority has a separate resolution draft, this is also specified in order to vote by proxy.

1. Special instructions for other matters which may arise during the General Assembly meeting and in particular for the exercise of minority rights:

A) The representative is authorized to vote in his / her own view.

B) The representative is authorized to vote in line with the proposal of the partnership management.

C) The representative is authorized to vote in accordance with the special instructions given in the table below.

SPECIAL INSTRUCTIONS; If so, specific instructions to be referred to by the shareholder are specified here.

A) The shareholder specifies the shares he / she wishes the representative to represent by selecting one of the following options.

1. I approve the representation by the representative of the shares specified in detail below.

a) Line and series:*

b) Number/Group:**

c) Pieces-Nominal value:

ç) Whether or not there is a privilege in voting:

d) Payable to holder-registered shares:*

e) Rate to total shares / voting rights owned by the shareholder:

*This information is not requested for the shares monitored by record.

** For the shares monitored by record, information related to group will be given instead of number, if any.

2. I acknowledge the representation by the representative of all of the shares listed on the list of shareholders who may participate in the general meeting prepared by the CRA a day before the general meeting day.

NAME, SURNAME AND TITLE OF SHAREHOLDER(*)

T.R ID / Tax Number, Trade Register and Number and MERSIS number:

Address:

(*) It is obligatory to submit equivalents if any related to said information for foreign national representatives.

SIGNATURE

OUR ADDITIONAL EXPLANATIONS UNDER THE CMB REGULATIONS

IT IS AN ANNOUNCEMENT MADE ACCORDING TO GENERAL ASSEMBLY TITLED ARTICLE 1.3 OF CORPORATE GOVERNANCE MANAGEMENT NOTIFICATION NUMBERED II-17.1 OF CAPITAL MARKET BOARD

Those related to agenda items from the notifications and explanations required to be made in accordance with the Corporate Governance Principles No. II-17.1 of the CMB and its annex namely the Capital Markets Board Corporate Governance Principles have been made in the related agenda item and other compulsory general disclosures are presented to our shareholders' information in this section.

- a) The total number of shares and voting rights, reflecting the partnership structure of the partnership as of the date of the announcement, information on the number of shares representing each privileged share group and the right to vote and the nature of the privileges if there is a preference share in the partnership capital;**

Shareholding Structure and Voting Rights

	SHARE IN CAPITAL (TL)	SHARE RATE %	NUMBER OF SHARES (PIECE
HEIDELBERGCEMENT AG.	76.035.135,41	39,72	7.603.513.541
HACI ÖMER SABANCI HOLDİNG A.Ş.	76.035.136,43	39,72	7.603.513.643
THE SECTION THAT IS OPEN TO PUBLIC- (OTHER)	39.376.796,41	20,56	3.937.679.641
TOTAL	191.447.068,25	100,00	19.144.706.825

There are no privileged share groups on the Company's capital.

- b) Information about the amendments in the management and operations that will significantly affect the activities of the Company and its subsidiaries during the previous accounting period or for the upcoming accounting periods and the reasons for these amendments;**

There are no changes in management and operations that will materially affect the partnership activities of our Company or significant subsidiaries and affiliates in the year 2016 that are planned to take place during the previous accounting period or for future periods.

- c) If the members of the board of directors are dismissed, amended or elected on the agenda of the general assembly meeting; reasons for dismissal and replacement, curriculum vitae of the persons whose board member nomination is notified to partnership, the tasks carried out in the last ten years and reasons for leaving, the nature and materiality of the relationship with the related parties of the partnership and the partnership, whether or not he has the character of independence and in case these persons are elected as board members, Information on similar issues that may affect partnership activities;**

Within the period ;

Mr. Barış ORAN was resigned as of 27.12.2016.

Serra SABANCI was elected as a member of the Board of Directors so as to be presented to the approval of the shareholders at the Ordinary General Assembly meeting to be held on 29.03.2017 and to complete the remained period for Board Membership vacated due to the acceptance of the resignation of the Board Member named Barış ORAN as of 27.12.2016

Chairman and Members of the Board of Directors have the duties and authorities specified in the Capital Markets Law and related articles of the Turkish Commercial Code and the Company's Articles of Association.

ç) In the case that the requests made by partnership shareholders in writing in Investor Relations Section related to put article in the agenda are not accepted by board of directors related to agenda proposals made by partners, rejected proposals and reasons for rejection;

There is no request within the scope of Article 1.3.1 (C) of Corporate Governance Principles of Corporate Governance Communiqué Serial: II-17.1 of CMB.

d) In case of an amendment of the articles of association on the agenda, together with the decision of the relevant board of directors, the old and new forms of amendments to articles of association;

There is no amendment of the Articles of Association on the agenda of the Ordinary General Assembly Meeting of the Company to be held on 29.3.2017.

**EXPLANATIONS RELATED TO AGENDA ITEMS OF
ORDINARY GENERAL ASSEMBLY MEETING FOR
2016 HELD ON 29 MARCH 2017 PERTAINING TO
THE COMPANY TITLED AKÇANSA ÇİMENTO
SANAYİ VE TİCARET A.Ş.**

1- Opening and forming Meeting Presidency,

In accordance with the provisions of the Turkish Commercial Code (TCC), the provisions of the articles of association, regulation of the Ministry of Customs and Trade (Regulation) about general assembly meetings by capital companies and provisions of our internal directive of General Assembly; the Meeting Presidency and the Meeting Chairman who will direct the General Assembly meeting will be formed.

2- Reading and negotiating of the Activity Report of the Board of Directors for 2016

Within the framework of the provisions of the TCC, Regulations and provisions of our internal directive of General Assembly, the Board of Directors' Activity Report containing the Board of Directors' profit distribution proposal and the Corporate Governance Compliance Report and submitted to the examination of our shareholders at the Company's headquarters for three weeks prior to the General Assembly meeting on the Company's corporate website www.akcansa.com.tr, shall be read at General Assembly and submitted for the opinion of our shareholders.

3- Reading the summary of Independent Auditor Reports for 2016

Within three weeks prior to the General Assembly meeting, the Auditors' Reports submitted to the examination of our shareholders at the Company's Headquarters, the Central Registry Agency's Electronic General Assembly Platform and the Company's corporate internet address www.akcansa.com.tr shall be read at General Assembly and submitted for the opinion of our shareholders.

4- Reading, negotiating and confirming the financial tables for 2016

Within the framework of the provisions of the TCC, Regulations and provisions of our internal directive of General Assembly, the Financial Tables for the Year 2016, presented at the Company's Headquarters and on the Company's web site www.akcansa.com.tr for the examination of our partners in the Central Registry Agency's Electronic General Assembly Platform, shall be read at General Assembly and submitted for the opinion of our shareholders within three weeks prior to the General Assembly meeting.

5- Submission of the members elected to serve in the remaining period of membership of the Board of Directors vacated during the activity year to the approval of the General Assembly,

The election of Serra SABANCI, who has been elected to serve as a member of the Board of Directors vacated during the activity year, will be presented to the approval of the General Assembly.

6- Release of board members due to activities for a 2016

The release of our members of our Board of Directors will be submitted to the approval of the General Assembly for their activities, transactions and accounts for the year 2016.

7- Determination of the usage of the 2016 Profit, the profit and profit shares to be distributed

According to our financial statements for the accounting period 01.01.2016-31.12.2016 audited by Güney Bağımsız Denetim ve Serbest Muhasebeci Mali Müşavirlik A.Ş. and prepared by our Company in accordance with the "Communiqué on Principles Regarding Financial Reporting in Capital Markets" of the Capital Markets Board (II-14.1), 286,354,014,00-TL consolidated net profit of the period was obtained. The table for our dividend distribution proposal is included in Annex 1.

8- Election of auditor

Considering the recommendation of the Audit Committee, it was resolved about the audit of Company's financial reports for the fiscal year 2017 made by the Board of Directors in accordance with the principles set out in the Turkish Commercial Code numbered 6102 and Capital Markets Law numbered 6362 and the suggestion of Güney Bağımsız Denetim ve Serbest Muhasebeci Mali Müşavirlik A.Ş. so as to conduct other activities in the scope of relevant regulations on these laws and this election shall be submitted for the approval of General Assembly.

9- Informing the General Assembly about donations and grants made in 2016

The donations made during the year in accordance with the article no. II-19.1 of the Capital Markets Board and Article 1.3.10 of the communiqué no. II-17.1 are required to be presented to the General Assembly. Donations made to foundations and associations to various public institutions and organizations between January 01, 2016 and December 31, 2016 are TL 7,701,390.38 in total. This article is not related to the approval of the General Assembly but only to the purpose of informing.

10- Determination of the limit of donations that the company will make in 2017

The limit of the donations that the company will make in 2017 will be determined by our shareholders at the General Assembly.

11- Giving permission to the chairman and members of the board of directors to carry out the transactions written in articles 395 and 396 of the Turkish Commercial Code.

Our members of the Board of Directors can only make transactions within the framework of Article 395/1 of TCC "Making transaction with the Company, Prohibition of borrowing to the Company" and Article 396 of "Prohibition of Competition" with the approval of the General Assembly. In order to fulfill the requirements of these regulations, the granting of such permission will be submitted to the approval of our shareholders at the General Assembly, and our partners will be informed about the transactions carried out during the year.

ANNEX: 1

AKÇANSA ÇİMENTO SANAYİ VE TİCARET A.Ş.						
PROFIT SHARE DISTRIBUTION TABLE FOR 2016 (TL)						
1. PAID/ISSUED CAPITAL					191.447.068,25 TL	
2. General Legal Reserves (According to Legal Records)					171.426.875,25 TL	
According to the Articles of Association, if there is a privilege in dividend distribution					None	
				According to CMB	According to legal records	
3.	Period profit			348.526.976,00 TL	338.519.620,06 TL	
4.	Taxes (-)			61.547.915,00 TL	59.239.316,00 TL	
5.	Net Period Profit (=)			286.354.013,00 TL	279.280.304,06 TL	
6.	Previous Year Losses (-)			0,00 TL	0,00 TL	
7.	General Legal Reserve Fund (-)			0,00 TL	0,00 TL	
8.	NET DISTRIBUTED PERIOD PROFIT (=)			286.354.013,00 TL	279.280.304,06 TL	
9.	Donations made in a year (+)			7.701.390,38 TL		
10.	Net Distributable Period Profit with Donations			294.055.403,38 TL		
11.	First Profit Share to Shareholders			9.572.353,41 TL		
	-Cash			9.572.353,41 TL		
	-Free of charge			0,00 TL		
	-Total			9.572.353,41 TL		
12.	Profit Share Distributed to Owners of Privileged Shares			0,00 TL		
13.	Other Profit Share Distributed			0,00 TL		
	- To Board Members,			0,00 TL		
	- To employees,			0,00 TL		
	- To persons except shareholders,			0,00 TL		
14.	Profit Share Distributed to Owners of Intangible Securities			0,00 TL		
15.	Second Profit Share to Shareholders			227.611.419,44 TL		
16.	General Legal Reserve Fund			22.761.141,94 TL		
17.	Status Reserves			0,00 TL		
18.	Special Reserves			19.319.980,64 TL	19.319.980,64 TL	
19.	EXTRAORDINARY RESERVE			7.089.117,57 TL	15.408,63 TL	
20.	Other Resources to be Distributed			0,00 TL	0,00 TL	
	- Past Years Profit					
	- Extraordinary Reserves					
	- Other Distributable Reserves in accordance with the Law and Articles of Association					
PROFIT SHARE RATES TABLE						
		TOTAL DISTRIBUTED PROFIT SHARE		TOTAL DISTRIBUTABLE PROFIT / NET DISTRIBUTABLE PROFIT FOR THE PERIOD	PROFIT SHARE WHICH HAS A NOMINAL VALUE OF TL 1 SHARE	
		CASH (TL)	FREE OF CHARGE (TL)	RATE (%)	AMOUNT (TL)	RATE (%)
GROSS		237.183.772,85	-	82,83	1,238900	123,8900
NET*		201.606.206,93	-	70,40	1,053065	105,3065

* The net calculation is based on the assumption that income tax withholding will be 15%.