

GENERAL ASSEMBLY MEETING INFORMATION
DOCUMENT DATED 29 MARCH 2018 FOR A YEAR 2017
PERTAINING TO THE COMPANY TITLED AKÇANSA
ÇİMENTO SANAYİ VE TİCARET A.Ş.

Ordinary General Assembly Meeting of our Company for a year 2017 shall convene at Hacı Ömer Conference Hall located at the address Sabancı Center Kule 2, 4. Levent 34330 İstanbul on 29 March 2018, Thursday at 14:00 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.

AKÇANSA ÇİMENTO SANAYİ VE TİCARET A.Ş.
AGENDA OF THE ORDINARY GENERAL ASSEMBLY OF SHAREHOLDERS OF THE YEAR 2017
TO BE HELD ON 29/03/2018 AT 14:00 PM

1. Opening and Formation of the Council,
2. Reading and discussion of the Board's activity report, related to the year 2017,
3. Reading and discussion of the auditor reports related to the year 2017,
4. Reading, discussion on and approval of the financial statements related to 2017,
5. Release of the members of the Board of Directors related to the 2017 activities,
6. Determination of the manner of use of the 2017 profit, determination of the shares of distributable profit and dividend,
7. Election of the members of the board of directors,
8. Determination of the honorarium of the members of the board of directors,
9. Election of auditor,
10. Briefing of the General Assembly of the donations and contributions made in 2017 and approval thereof,
11. Determination of the limit of the donations to be made by the company in 2018,
12. Granting the permissions to the chairman and members of the Board of Directors to perform the activities stated in the Articles 395 and 396 of the Turkish Commercial Code.

POWER OF ATTORNEY
AKÇANSA ÇİMENTO SANAYİ VE TİCARET A.Ş.
ATTENTION: BOARD OF DIRECTORS

I hereby appoint below described in detail, to represent me, vote and/or make proposals and to sign necessary documents on my behalf in direction of my below stated opinions, at the Ordinary General Assembly of Shareholders of Akçansa Çimento Sanayi ve Ticaret A.Ş. to be held on March 29, 2018, Thursday 14:00 am at Hacı Ömer Conference Hall, Sabancı Center Kule 2 4. Levent-İSTANBUL.

Proxy(*):

Name/Title:

ID No/Tax No/Trade Registry and No and MERSIS No :

(*)Similar information shall be submitted for foreign proxies.

A) Scope of the Power of Attorney

(a), (b) or (c) shall be chosen for below parts no: 1 and 2 to determine the scope of the authority to represent.

1. Concerning the items stated at the Agenda of the General Assembly:

- a) The proxy has the authority to vote for all matters to his opinion.
- b) The proxy has the authority to vote according to the advice of the company management.
- c) The Proxy has the authority to vote according to the below stated instructions.

INSTRUCTIONS:

In case shareholder chooses option (c), the specific instructions related to agenda items will be shown by checking (Accept or Decline) options and if Decline is checked, Dissenting Opinion (if any) will be stated if record of such to the General Assembly minutes is requested.

Agenda Item (*)	Accept	Decline	Dissenting Opinion
1.			
2.			
3.			

(*) Agenda items will be listed one by one. If the minority has a separate decision draft, this shall be separately stated to enable the proxy to vote upon.

2.Special instruction concerning other issues that may come up during the General Assembly Meeting and especially use of minority rights:

- a) The proxy has the authority to vote for all matters to his opinion.
- b) The proxy does not have any authority on these issues.
- c) The Proxy has the authority to vote according to the below stated instructions.

SPECIAL INSTRUCTIONS; Special instructions (if any) of the shareholder to the proxy will be stated here.

A) Shareholder will determine the shares that the proxy will represent by choosing one of the below options.

1. I approve the representation of the below stated shares by the proxy:

- a) Edition and series: *
- b) Number and Group**
- c) Quantity and Nominal Value:
- ç) Voting Privileges (if any):
- d) Bearer/Registered Share:
- e) Ratio of total of the shares belonging to the shareholder/voting rights:

* This information is not required for deposited shares.

** Group information will be provided instead of number for deposited shares.

2. I approve the representation by the proxy of all my shares which will be stated in the list showing the shareholders having the right to participate to the general assembly to be prepared by the MKK (Central Securities Depository) one day prior to the General Assembly.

Shareholder(*):

Name/Title:

ID No/Tax No/Trade Registry and No and MERSIS No :

Address:

(*)Similar information shall be submitted for foreign shareholders.

SIGNATURE

ADDITIONAL DISCLOSURES WITHIN THE SCOPE OF CMB REGULATIONS

ANNOUNCEMENT MADE IN ACCORDANCE WITH ARTICLE 1.3 GENERAL ASSEMBLY OF THE CORPORATE GOVERNANCE COMMUNIQUÉ NO. II-17.1 OF CAPITAL MARKET BOARD.

The agenda items related to the declarations and disclosures required to be made pursuant to the Corporate Governance Communiqué No. II-17.1 of CMB and attached Corporate Governance Principles of Capital Market Board have been made and other compulsory general disclosures are also submitted for our shareholders' information in this section.

- a) If there is any total number of shares and voting rights reflecting the shareholding structure of the partnership, and any privileged share in the partnership capital as from the date when the disclosure shall be made, information about number of shares and voting rights representing each privileged share group and nature of privileges:**

Shareholding Structure and Voting Rights

	SHARE IN THE CAPITAL (TL)	SHARE RATIO %	NUMBER OF SHARE (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
PUBLIC PORTION-(OTHER)	39.376.796,41	20,56	3.937.679.641
TOTAL	191.447.068,25	100,00	19.144.706.825

There is no privileged share group in the company's capital.

- b) Information about amendments in the management and activities of the partnership and its subsidiaries so as to affect partnership activities realized in the previous fiscal period or planned in the future fiscal periods considerably, and reasons of such amendments;**

There are not any amendments in the management and activities of the our Company or important affiliates or subsidiaries within the year so as to affect partnership activities realized in the previous fiscal period or planned in the future fiscal periods considerably.

- c) If dismissal, change or election of members of the Board of Directors is on the agenda of General assembly meeting; information about dismissal and change reasons, curriculum vitae of the persons whose candidacy for membership of the board of directors is transmitted to the partnership, their duties conducted during the last ten years and reasons of leaving employment, nature and importance level of relation with the partnership and related parties of the partnership, whether they have independence nature or not, and similar matters which may affect the partnership activities in case these persons are elected as members of board of directors;**

There has not been any change during the period. The members of the Board of Directors whose terms of office expire will be re-elected. Curriculum vitae and independence declarations of candidates for independent board members are included in Annex 2.

- ç) Requests of the partnership's shareholders which they have transmitted about putting article on the agenda in writing to Investor Relations Department, in the event that board of directors does not accept agenda proposals of the partners, rejected proposals and rejection reasons;**

There is no request under the scope of CMB Serial:II-17.1 numbered 'Corporate Governance Communiqué's Corporate Governance Principles, Article 1.3.1, paragraph (Ç).

However, Gürbüz BEKTAŞ has come up as an independent Board of Directors member candidate by an application through post on 21.02.2018. The decision of the Corporate Governance (Candidate Nomination) Committee is taken on 19.02.2018 and the candidates have been proposed to the Board of Directors. The Board of Directors has taken a

decision on the meeting dated 27.02.2018 numbered 1177 to propose the candidates determined by the Committee to the General Assembly

d) In the event that there is any amendment of articles of association on the agenda, old and new versions of related resolution of board of directors as well as amendments of articles of association;

There is not any amendment of articles of association on the agenda in the Ordinary General Assembly Meeting for the year of 2017 to be held by the company in 29.3.2018.

**EXPLANATIONS ABOUT AGENDA ITEMS OF
ORDINARY GENERAL ASSEMBLY OF SHAREHOLDERS OF THE YEAR 2017
TO BE HELD ON MARCH 29, 2018 BY
AKÇANSA ÇİMENTO SANAYİ VE TİCARET A.Ş.**

1- Opening and Formation of the Council.

The Meeting Chairman shall be appointed, and the Meeting Council shall be formed in order to manage the General Assembly meeting within the framework of the Turkish Commercial Code (TCC), the provisions of the articles of association, the regulation of the general assembly meetings of capital companies issued by the Ministry of Customs and Trade (Regulation) as well as our Internal Directive provisions about the General Assembly.

2- Reading and discussion of the Board's activity report, related to the year 2017.

Within the framework of the provisions of TCC, and our Internal Directive provisions about the General Assembly, the Board's Activity Report which has been submitted for review of our shareholders in the Head Office of our company and our company's corporate website www.akcansa.com.tr for three weeks prior to the General Assembly meeting and has included the Board's profit distribution proposal, Corporate Governance Compliance Report shall be read and submitted to our shareholders during the General Assembly.

3- Reading and discussion of the auditor reports related to the year 2017.

Auditor Reports which have been submitted for review of our shareholders in the Head Office of our Company, Central Registry Agency's Electronic General Assembly Platform and our company's corporate website www.akcansa.com.tr for three weeks prior to the General Assembly meeting shall be read and submitted to our shareholders during the General Assembly.

4- Reading, discussion and approval of the Financial Statements related to 2017.

Within the framework of the provisions of TCC, Regulation and our Internal Directive provisions about the General Assembly, Financial Statements related to 2017 which have been submitted for review of our shareholders in the Head Office of our Company and our company's corporate website www.akcansa.com.tr and Central Registry Agency's Public Disclosure Platform for three weeks prior to the General Assembly meeting shall be read and submitted for our shareholders' approval during the General Assembly.

5- Release of the members of the Board of Directors related to the 2017 activities.

Release of our members of the Board of Directors due to activities, transactions and accounts for the year of 2017 shall be submitted for General Assembly's approval.

6- Determination of the manner of use of the 2017 profit, determination of the shares of distributable profit and dividend.

Consolidated net profit for the year amounting to **148.693.675,00- TL** has been obtained according to our financial statements for the fiscal period of 01.01.2017-31.12.2017 prepared by our company in accordance with Capital Market Board's "Communiqué on Financial Reporting Principles in the Capital Market" (II-14.1) and audited by Güney Bağımsız Denetim ve Serbest Muhasebeci Mali Müşavirlik A.Ş. The table regarding our profit distribution proposal is included in Annex:1.

7- Election of the members of the board of directors.

The members of the Board of Directors whose terms of office expire will be re-elected. The term of office of the members of the Board of Directors shall be determined by the General Assembly. Mr. Mehmet SAMI and Mr. Markus C. SLEVOGT have been appointed as candidate member of the Independent Board of Directors in accordance with the decision taken by our Board of Directors upon the proposal of our Corporate Governance Committee evaluating candidates submitted to them.

Curriculum vitae of candidate member of the Independent Board of Directors are included in Annex:2.

8- Determination of the honorarium of the members of the Board of Directors.

They will be determined at the Ordinary General Assembly meeting for 2017 to be held on 29.03.2018.

9- Election of auditor.

Taking into account the recommendation of the Audit Committee, our Board of Directors shall, in accordance with the principles set out in accordance with the Turkish Commercial Code numbered 6102 and the Capital Markets Law numbered 6362, has resolved to propose Güney Bağımsız Denetim ve Serbest Muhasebeci Mali Müşavirlik A.Ş. for the purposes of auditing our Company's financial statements for the fiscal period of 2018 and carrying out other activities within the scope of relevant regulations in these laws and this election will be submitted for the General Assembly's approval.

10-Briefing of the General Assembly of the donations and contributions made in 2017 and approval thereof.

The donations made during the year must be submitted for the General Assembly's information in accordance with Article 6 of the Capital Market Board's communiqué no. II-19.1 and Article 1.3.10 of the annex of communiqué no. II-17.1. Donations made to various public institutions and organizations, foundations and associations between January 01, 2017 and December 31, 2017 are 10,464,532.65 TL as consolidated in total. Information about the total donation amount will be given during the General Assembly meeting on 29.03.2018 and will be submitted for the General Assembly's approval.

11-Determination of the limit of the donations to be made by the company in 2018.

The limit of the donations to be made by the company in 2018 will be determined by our shareholders in the General Assembly.

12-Granting the permissions to the chairman and members of the Board of Directors to perform the activities stated in the Articles 395 and 396 of the Turkish Commercial Code.

Our members of the Board of Directors can perform transactions within the framework of TCC, Article 395/1 "Prohibition of Performing Transaction With the Company, Prohibition of Borrowing to the Company" and Article 396 "Prohibition of Competition" only with the approval of the General Assembly. In order to be able 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 also, our shareholders will be informed about such transactions carried out during the year.

(ANNEX: 1)

Akçansa Çimento Sanayi ve Ticaret A.Ş. Profit Distribution Table for the year of 2017 (TL)			
1. PAID/ISSUED CAPITAL		191.447.068,25	
2. General Legal Reserve Fund (According to Legal Records)		194.188.052,14	
If there is a privilege in the profit distribution in accordance with the articles of association, information about such privilege		None	
		According to CMB	According to Legal Records
3.	Profit for the Period	179.711.381,00 TL	169.340.393,37 TL
4.	Taxes (-)	30.897.779,00 TL	28.620.349,95 TL
5.	Net Profit for the Period (=)	148.693.675,00 TL	140.720.043,42 TL
6.	Previous Year's Losses (-)		
7.	General Legal Reserve Fund (-)	0,00	0,00
8	NET DISTRIBUTABLE PROFIT FOR THE PERIOD (=)	148.693.675,00 TL	140.720.043,42 TL
9	Donations made during the year (+)	10.464.532,65 TL	
10	Net Distributable Profit for the Period Added to Donations	159.158.207,65 TL	
11	First Dividend to Shareholders		
	-Cash	9.572.353,41 TL	
	-Free of Charge		
	- Total	9.572.353,41 TL	
12	Dividend Distributed to Privileged Shareholders		
13	Other Distributed Dividend		
	- To Members of Board of Directors,		
	- To Employees,		
	- To Persons Other Than Shareholders,		
14	Dividend Distributed to Holders of Redeemed Shares		
15	Second Dividend to Shareholders	118.429.156,42 TL	
16	General Legal Reserve Fund	11.842.915,64 TL	
17	Statuary Reserves		
18	Special Reserves	875.412,84 TL	875.412,84 TL
19	EXTRAORDINARY RESERVES	7.973.836,69 TL	205,11 TL
20	Other Resources Stipulated to be Distributed	0,00	0,00
	- Profit of Previous Year	0,00	
	- Extraordinary Reserves		0,00
	- Other Distributable Reserves in accordance with Law and Articles of Association		
TABLE OF DIVIDEND RATIOS			
	TOTAL DISTRIBUTED DIVIDEND	TOTAL DISTRIBUTED DIVIDEND / NET	DIVIDEND CORRESPONDING TO SHARE WITH NOMINAL VALUE OF

			DISTRIBUTABLE PROFIT FOR THE PERIOD	1 TL	
	CASH (TL)	FREE OF CHARGE (TL)	RATIO (%)	AMOUNT (TL)	RATIO (%)
GROSS	128.001.509,83	-	86,0840	0,66860	66,8600
NET*	108.801.283,36	-	73,1714	0,55831	56,8310

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

(ANNEX: 2)

CURRICULUM VITAE AND INDEPENDENCE DECLARATIONS OF CANDIDATE MEMBERS OF THE INDEPENDENT BOARD OF DIRECTORS

Curriculum vitae and "independency declarations" of Mehmet SAMİ and Markus C. SLEVOGT who are candidate members of the Independent Board of Directors are given below.

INDEPENDENCE DECLARATION

I hereby declare that I am a candidate to serve as an "independent member" in the Board of Directors of the Company **Akçansa Çimento Sanayi ve Ticaret A.Ş.** (Company) under the criteria set out in the legislation, the Articles of Association and the Corporate Governance Communiqué (11-17.I) published by the Capital Market Board, and in this context;

a) That there is no employment relationship in the executive position for undertaking significant duties and responsibilities over the last five years between the Company, any partnerships that the Company has management control according to "TFRS 10" Standard or has significant influences according to "TMS 28" Standard and the partners who have management control over the Company or have significant influence on the Company (TMS 28), and legal entities over which these partners have management control, and me, my wife, and my blood and marriage relatives up to second degree, and that I do not hold more than 5% of capital or voting rights or privileged shares jointly or individually or there is no significant commercial relationship (TMS 28);

b) That I am not partner (5% and over), employee or board member in the executive position for undertaking significant duties and responsibilities over the last five years in the companies that the Company has purchased or sold services or products considerably within the framework of agreements particularly audit (including tax audit, legal audit, internal audit), grading and consultancy of the Company during the periods when products or services have been purchased or sold;

c) That I have vocational training, knowledge and experience to fulfill properly my duties which I will undertake due to being an independent board member;

ç) That I do not work/will not work in the public institutions and organizations on full-time basis now/after being elected as a member, except for university faculty member, provided that it complies with the applicable legislation;

d) That I reside in Turkey according to Income Tax Law No. 193 dated 31/12/1960;

e) That I have strong ethical standards, professional reputation and experience to be able to contribute positively to the activities of the Company, to protect my impartiality in conflicts of interest between the Company and its shareholders, and to freely decide by considering the interests of the stakeholders;

f) That I will allocate time for the Company's affairs so that I can follow the operation of the Company's activities and I can fully fulfill the requirements of the duties that I have undertaken;

g) That I have not been a member of the Board of Directors of the Company for more than six years in the last ten years,

h) That I have not served as independent board member in more than three companies over which management control is held by the Company or partners who hold the management control over the Company and more than five companies traded on the stock exchange in total;

i) That I have not been registered and announced in the name of the legal entity selected as a member of the Board of Directors.

I kindly submit for information of the Board of Directors, General Assembly, shareholders and all stakeholders.

Name Surname: MEHMET SAMI

FEBRUARY 14, 2018

Signature: [Signature]

Mehmet Sami – Curriculum Vitae

Short Curriculum Vitae

Following his graduation from Department of Economics at London Kingston University, he studied for master degree in the field of "Business Systems Analysis & Design" at City University, London. Mr. Sami started his professional career in 1988. With his experience in the corporate finance and capital markets over the last 30 years, he has opened offices in New York and Dubai, he has established strategic alliances in Germany, USA and Japan and within this scope, he has made several speeches about Turkish economy and investment opportunities in Turkey and abroad as well as he has managed panels since 1994.

Mr. Mehmet Sami has carried out various Privatization, Mergers & Acquisitions (M&A), Joint Venture (JV), Financial Partnership (Private Equity), Public Offering, Company Valuation and Consultancy projects since 1988. He has led the Financial Partnership (Private Equity) projects in Turkey and after serving during the establishment phase of Turkey's largest Private Equity Fund between 2000-2007, he has served as Member of the Investment Committee for a total of seven years. Some of the distinguished institutions that he has provided consultancy include GE Capital, News Corp., Arcelor, Republic of Turkey Privatization Administration, Japan Eximbank (JBIC), IFC, Trade Partners UK, AIG, Dubai Holding, EmiratesBank NBD.

Education

1975-1982 **Forest Boarding School**, London: O' & A' Levels
1982-1985 **Kingston University**, London: BA (Honours) Economics
1986-1987 **City University** (Business School), London:
M.Sc in Business Systems Analysis & Design

Work Experience

1988-1989 - Analyst, **International Business Services, (IBS) Istanbul**
1989-1991 - Deputy Director, **Corporate Financing, FinansBank, Istanbul**
1991-1994 - Vice Manager, **Corporate Financing, Euroturk Bank, Istanbul**
(Indosuez – ABN AMRO- Generale Bank **Partnership**)
1994-2001 - Vice General Manager, **Ata Yatırım, Istanbul**
2001 -2012 - Executive Director, Board of Directors Member, **Ata Yatırım, Istanbul**
2012-2015 - Shareholder and Global M&A Executive Board Member, **Deloitte, Istanbul**
2015- - Shareholder, **Pretium Corporate Counseling, Istanbul**

Professional and NGO Memberships

- **DEIK, Turkish-Japan Business Council Member** (TJIK) 1996-2015, TJIK Vice-chairman 2005-2015
- **BCCT, British Chamber of Commerce in Turkey**, 2016-today, Superior Counselor
- **European Venture Capital Association (EVCA)** – First Turkish Member (2000-2012)
- **Turkish Corporate Management Association** - 2005-2015 (Board of Directors 2008/2009)
- **AIG Blue Voyage Fund** – Investment Committee Member (2000-2007),
- **Japan Economic Foundation**- First Turkish citizen invited to "JASPIE Executive Program"

Experience on Board of Directors

- Turcas Petrol (Public) : 2012-2013 and 2016-
- Ata Yatirim (Private) : 2001 -2012

Mehmet Sami – Work Experience: Conducted Projects and Reason of Leaving

Years	Company	Title	Conducted Projects	Reason of Leaving
1998-1999	IBS Counseling	Analyst	He gained experience in research and project management: experience in various sector and market analyses for foreign investors (Example: Paper Sector, Battery Sector etc.)	Military service
1989-1991	FinansBank	Deputy Director	He gained experience in financial analysis, reporting and capital markets, especially in the Privatization and Public Offering Projects during the establishment phase of the Corporate Finance Department: he served for 20% of the public offerings in the sector in 1990.	Transfer to gain experience of Foreign-Capital Investment Bank
1991-1994	Euroturk Bank	Vice Director	He gained experience mainly in Corporate Mergers, Financial Analysis and Privatization Consultancy: Project Leadership and management experience in Cement and Construction Materials, Food Sector etc.	Transfer to establish new Investment Banking and Capital Markets units
1994-2012	Ata Yatirim	Executive Director and Board Member	He took charge in establishing the Investment Banking Platform and respectively; i) he developed Corporate Finance (M & A and Public Offering and Consulting) procedures and operations, ii) Establishing a Research Unit (Supporting the International Capital Market (Equity Sales & Trading) unit established by developing new research products and methodology), iii) He took charge in establishing Liaison Office in New York and Branch in Dubai for International Capital Market and he gained new strategic alliances, iv) He took part in the first Fund establishment and management committee for the development of Financial Partnership (Private Equity) business line in Turkey	Transfer to gain global experience in Corporate Finance
2012-2015	Deloitte	Shareholder	To expand the existing team and product structure to gain global experience in Corporate Finance. He was invited to Global M & A Executive Board, he gave support to the global promotion of the	To establish an alternative Consulting platform with entrepreneurial

			opportunities for both general and sectoral basis (infrastructure, etc.) in Turkey and he supported global M & A collaboration and business development system within the institution	spirit
2015-	Pretium Counseling	Shareholder	To be able to provide general consultancy services and to create value through corporate governance	-

INDEPENDENCE DECLARATION

I hereby declare that I am a candidate to serve as an "independent member" in the Board of Directors of the Company **Akçansa Çimento Sanayi ve Ticaret A.Ş.** (Company) under the criteria set out in the legislation, the Articles of Association and the Corporate Governance Communiqué (11-17.I) published by the Capital Market Board, and in this context;

a) That there is no employment relationship in the executive position for undertaking significant duties and responsibilities over the last five years between the Company, any partnerships that the Company has management control according to "TFRS 10" Standard or has significant influences according to "TMS 28" Standard and the partners who have management control over the Company or have significant influence on the Company (TMS 28), and legal entities over which these partners have management control, and me, my wife, and my blood and marriage relatives up to second degree, and that I do not hold more than 5% of capital or voting rights or privileged shares jointly or individually or there is no significant commercial relationship (TMS 28);

b) That I am not partner (5% and over), employee or board member in the executive position for undertaking significant duties and responsibilities over the last five years in the companies that the Company has purchased or sold services or products considerably within the framework of agreements particularly audit (including tax audit, legal audit, internal audit), grading and consultancy of the Company during the periods when products or services have been purchased or sold;

c) That I have vocational training, knowledge and experience to fulfill properly my duties which I will undertake due to being an independent board member;

d) That I do not work/will not work in the public institutions and organizations on full-time basis now/after being elected as a member, except for university faculty member, provided that it complies with the applicable legislation;

e) That I have strong ethical standards, professional reputation and experience to be able to contribute positively to the activities of the Company, to protect my impartiality in conflicts of interest between the Company and its shareholders, and to freely decide by considering the interests of the stakeholders;

f) That I will allocate time for the Company's affairs so that I can follow the operation of the Company's activities and I can fully fulfill the requirements of the duties that I have undertaken;

g) That I have not been a member of the Board of Directors of the Company for more than six years in the last ten years,

h) That I have not served as independent board member in more than three companies over which management control is held by the Company or partners who hold the management control over the Company and more than five companies traded on the stock exchange in total;

i) That I have not been registered and announced in the name of the legal entity selected as a member of the Board of Directors.

I kindly submit for information of the Board of Directors, General Assembly, shareholders and all stakeholders.

Date: 20/02/2018

Markus C. SLEVOGT

Signature: [Signature]

Dr. Markus C. Slevogt – Curriculum Vitae

Professional Experience:

Since 2016:	Independent Board Member, ÖZBAL ÇELİK BORU SAN. - Sector: Spiral Welded Steel Pipe Production - Head of Audit and Early Risk Assessment Committees
Since 2015:	Independent Board Member, Amarkon Group A.Ş. - Sector: Family Business Consultancy
Since 2013:	Independent Board Member, Organik Holding A.Ş. - Sector: Special Chemicals - Head of Financial Affairs, Risk and Audit Committee
2012-2017	Board Member, Bosch Siemens Ev Aletleri, Turkey - Sector: Consumer Durables, White Goods - Head of Audit and Early Risk Assessment Committees
2012-2015	Independent Board Member, Türk Demir Döküm A.Ş. (Vaillant Group) - Sector: Consumer Durables - Head of Audit and Early Risk Assessment Committees
2010-2012	ING Bank A.Ş. General Manager, Main Asset Management, Turkey
2008-2010:	Director, ING Switzerland S.A. Regional Market Manager
2002-2008:	Deutsche Bank AG, Senior Turkey Representation
1999-2002:	Deutsche Bank AG Turkey Representation
1997-1999:	Various positions at Deutsche Bank Group

University Education:

2008	Doctoral Degree at Banking & Finance, Philipps-University, Germany
2004-2005:	Executive Transition Program for General Directorate, Europe School of Management and Technology, Berlin, Germany
1998	Executive Education Program for Private Bank Managers, NYU Stern School of Business, New York, USA
1997	Master Degree at Business Administration, Philipps-University, Germany
1995	Diploma in Economics, University of Kent, Canterbury, UK

University Events:

- Since 2016: Family Business Research Center Board Member, Istanbul Kemerburgaz University, Istanbul, Turkey
- Since 2015: Bahçeşehir University, Business Postgraduate Department (Board Governance and Business Strategy), Vice-Chairman of Board of Directors and Academician, Istanbul, Turkey

Memberships:

- Since 2014: YPO Young Presidents Organization,
YPO Europe One Chapter,
- Since 2011: Global Bridges e.V., Berlin
- Since 2011: Propeller Club, Port Istanbul
- Since 2003: TÜSİAD- Turkish Industrialists' and Businessmen's Association
- 2008-2015: Chairman, National Asset Funds Working Group
- 2009-2013: TÜSİAD International Vice-Chairman
- 2003-2009: TÜSİAD International Board Member
- Since 2001: Rotary International Member, Istanbul
- Since 1999: **Member of German-Turkish Chamber of Industry and Commerce**
- Since 2006: **Chairman of Board**
- 2014-2016: Board Member and Administrative Director
- 2003-2007: Board Member

Accepted Awards:

- 2005: German-American Young Leader Program, Atlantik Brücke e.V.
- 2012: Asset Management Outstanding Achievement Award (EUROMONEY)