

MARCH 28, 2019 - İZMİR

PINAR ET A.Ş. 2018 ORDINARY GENERAL ASSEMBLY MEETING OUTCOME IN BRIEF

2018 Ordinary General Assembly Meeting of Pinar Entegre Et ve Un Sanayii A.Ş. was taken place on March 28, 2019, Thursday, at 14:30 at the plant of Pinar Süt A.Ş. at the address Yunus Emre Mah. Kemalpaşa Asfaltı No. 317 Bornova/İZMİR.

According to verification of the participants list, the company's capital is TL 43,335,000 and corresponds to TL 4,333,500,000 shares. TL 80,948.93632 shares, and TL 29,757,389.573 shares were represented in person and by proxy respectively at the meeting.

Pursuant to 1527 numbered article of the Turkish Code of Commerce, Electronic General Assembly preparations were determined to be in accordance with legal regulations and the brief information was given about the Electronic General Assembly implementation. The meeting began at the same time by physically and electronically.

In 2018 Ordinary General Assembly Meeting of our Company which was held on 28 March 2019, the following decisions have been taken.

Within the framework of the Turkish Commercial Code and the Capital Markets Board of Turkey, taking into consideration the recommendation of the Audit Committee of the Board of Directors. Independent External Audit Corporation PwC Bağımsız Denetim ve Serbest Muhasebeci Mali Müşavirlik A.Ş. has been elected as the independent audit company of our company for 2019 fiscal periods.

Pursuant to Article 7 of Company's Articles of Association, the number of Board Directors is determined as 2 independent and 7 in total. The Board of Directors as Emine Feyhan Yaşar, Mustafa Selim Yaşar, İdil Yiğitbaşı, Cengiz Erol, Yılmaz Gökoğlu and the independent members of the Board of Directors as Kemal Semerciler and Sezai Bekgöz, have been elected as Board Members to serve until the Ordinary General Assembly to be organized for the reviewing of the accounts of the year 2019.

Shareholders have been presented information about the resumes of board members which have been disclosed on our websites.

The General Assembly of Shareholders has been informed about guarantees, pledges, mortgages and other guarantees given by our Company in favor of third parties and all income received thereby, pursuant to Article 12 Communiqué II-17.1 of CMB.

Information was given to the General Assembly concerning The Company's donations and grants to foundations and associations in 2018 and pursuant to CMB legislation an upper limit was decided to be set for donations and grants to be made in 2019, as 0.5% of Total Assets of latest disclosed annual balance sheet.

In calculating the net distributable profit for 2018; taking into account the requirements of the Turkish Commercial Code, Capital Markets Legislation, Corporate Income Tax Law, Income Tax Law and other applicable legislation, dividend distribution provisions of the Company's articles of incorporation and the Profit Distribution Policy; as the Company financial tables created in accordance with the Capital Markets Board Communiqué II-14.1 and Turkish Accounting Standards and audited by the independent auditor; among TL 62,117,389 which is the net term profit of 2018, the legal limit has been reached and therefore no General Legal Reserve will be set aside and the net distributable term profit is TL 62,117,389.

The following proposal concerning the allocation of the TL 62,117,389 distributable profit, is concluded to be submitted to the approval of the Ordinary General Assembly:

TL 12,736,268 will be distributed to shareholders as first dividend. This corresponds to 20% of distributable profit when TL 1,563,952 that was paid out as charitable donations during the year in line with the CMB rules taken into account, of the remainder, Board of Directors allocation will be set aside, which will not be in excess of 5% as stipulated in the articles of incorporation, distribution of dividends will be made to foundations established for various purposes from the remained amount, which will not be in excess of 3% as stipulated in the articles of incorporation, of the remainder, the amount of TL 27,565,282 will be distributed among shareholders as a second dividend. The net combined total of first and second dividends amounts to TL 34,256,318. This corresponds to 79.05% of our issued capital, which amounts to TL 43,335,000, TL 4,194,423 will be set aside as a General Legal Reserve, of the remainder, all will be set aside as Extraordinary Reserves and distribution date was set as April 30, 2019.

The Company will pay out a net cash dividend amounting to TL 0.7905 on each share of its stock with a par value of TL 1.00.

Yours Sincerely,

PINAR ENTEGRE ET VE UN SANAYİİ A.Ş.