

**INVITATION FOR ORDINARY SHAREHOLDERS GENERAL ASSEMBLY MEETING
FROM BOARD OF DIRECTORS OF İSKENDERUN DEMİR VE ÇELİK ANONİM ŞİRKETİ**

Ordinary Shareholders General Assembly Meeting of our company shall be made at Radisson Blu Hotel, İstanbul Asia floor: b2 ballroom located at Atatürk Mahallesi Yakut Caddesi No: 10 Ataşehir/İstanbul on 30th March 2017 Thursday at 13:30 in order to discuss the agenda mentioned herein above and make necessary decision. (*)

List of attendants has been constituted by board of directors of our company by considering the list of shareholders obtained from Merkezi Kayıt Kuruluşu A.Ş. (Central Registry Agency) in accordance with 30th article of Capital Market Law; only the shareholders whose names are mentioned in the list can participate to the general assembly. Shareholders whose names are mentioned in the list prepared by board of directors can participate to the general assembly meeting in accordance with 415th article of Turkish Commercial Code. "List of shareholders" obtained from Central Registry Agency in terms of shares tracked by record in preparation of the list of attendants as of one day before general assembly meeting at 23:59 is taken as basis. Shareholders whose names are written in this list can participate physically to ordinary general assembly meeting of our company.

Shareholders of our company can participate to ordinary general assembly meeting personally as well as through their representatives. Shareholders who cannot participate to the meeting personally but shall participate through their proxy must issue their power of attorney in compliance with the sample herein below or obtain sample of power of attorney form from head office of our company or website of the company at www.isdemir.com.tr and submit their power of attorney whose signature is certified by notary public or their power of attorney to which their signature declaration issued before notary public is attached by fulfilling the matters foreseen in "Communique on voting by proxy and getting proxy through call" no. II-30.1 of Capital Market Board.

Regarding the matters to be discussed in ordinary general assembly meeting of our company; agenda of general assembly meeting is statement of financial position, profit-loss account, proposal of board of directors for distribution of profit, activity report of board of directors and independent audit report for year 2016 shall be made available for review of our shareholders at Karayılan Mahallesi İskenderun (31319) / HATAY which is head office of the company and in website of the company at www.isdemir.com.tr at least three weeks before date of general assembly meeting.

The circumstance is announced to our esteemed shareholders.

(*) Registered mail shall not be sent to our shareholders for invitation to general assembly meeting in accordance with 29th article of Capital Market Law.

AGENDA

- 1- opening and constitution of the meeting chairmanship and stand silent
- 2- authorizing the meeting chair for signing of the general assembly meeting minutes and other documents
- 3- reading and discussion of activity report of board of directors for 2016 accounting year
- 4- reading and discussion of independent audit report for year 2016
- 5- reading, discussion and approval of statement of financial position, profit and loss accounts for 2016 accounting year separately; submitting to voting and making decision about this matter; It
- 6- discussion of acquittal of members of board of directors one by one for 2016 accounting year; submitting to voting and making decision about this matter;
- 7- discussion of proposal of board of directors regarding the distribution of profit for year 2016 and of profit distribution dates, submitting to voting and making decision about this matter;
- 8- determination of numbers of members of board of directors and term of their office in accordance with provisions of the relevant legislation and discussion of election to be made for memberships of board of directors, submitting to voting and making decision about this matter;
- 9- discussion of determination of wages of members of board of directors, submitting it to voting and making decision about this matter.
- 10- voting for giving permission to members of board of directors of the company to make business which are specified in 395th and 396th articles of Turkish Commercial Code and making decision about this matter
- 11- Discussion of proposal of board of directors for selection of independent external audit corporation for audit of Account and Transactions of the company for year 2017 in accordance with Turkish Commercial Code and Capital Market Law, submitting it to voting and making decision about this matter.
- 12- submitting information to general assembly related to guarantee, pledge, mortgage and surety given in favor of third persons and incomes and interests acquired.
- 13- giving information to general assembly related to donations and aid made in 2016 and discussion of proposal of board of directors for determining the top limit of donation amount for 2017, submitting it to voting and making decision about this matter;
- 14- closing.