

**AGENDA FOR THE ORDINARY GENERAL ASSEMBLY MEETING OF LOGO YAZILIM
SANAYİ VE TİCARET A.Ş. TO BE HELD ON APRIL 25th, 2017**

- 1- Opening, election of Presidential Board and authorization of Presidential Board for signing the Minutes of the General Assembly meeting
- 2- Reading, discussion of the Annual Report of the Board of Directors, for the fiscal year 2016
- 3- Reading the Independent Audit report prepared by Pwc Bağımsız Denetim ve Serbest Muhasebeci Mali Müşavirlik Anonim Şirketi
- 4- Reading, discussion and approval of the financial statements of the fiscal year 2016
- 5- Discussion and resolution of the matter concerning the release of the members of the Board of Directors separately, who have performed in the fiscal year 2016 from their liabilities for the operations, proceedings and accounts
- 6- Reading, discussion and approval of the Board of Directors' proposal regarding not distributing the dividend for the fiscal year 2016
- 7- Informing the Shareholders about the "Remuneration Policy" for the members of the Board of Directors and the Senior Executives, in accordance with the Corporate Governance Principles No. II-17.1
- 8- Determination of remuneration of the members of the Board of Directors for the following fiscal year
- 9- Determination of the number of Board Directors and their term of office, and election of Board of Directors and Independent Board Members in accordance with the term determined
- 10- Approval of the appointment of the Independent Audit Firm, which will be, performing in the fiscal year 2017, as proposed by the Board of Directors, in accordance with the Capital Markets Board regulations and related legislation
- 11- Informing the shareholders about the donations made by the Company to the foundations and unions for the purpose of social welfare within the fiscal year 2016
- 12- In accordance with the Corporate Governance Principles No II-17.1 of the Capital Markets Board, approval of Company's "Donation and Grant Policy"; determination of an upper limit for the grants and donations to be made in the fiscal year 2017 and authorization of the Board of Directors to act within the limits determined for such grants/donations
- 13- Requesting General Assembly's approval for the members of the Board of Directors regarding to the transactions which are held in the framework of Article 395 and 396 of the Turkish Commercial Code

14- Providing information to shareholders about any important transactions that may create conflict of interest with the company or affiliates and/or about a transaction of commercial nature made on personal account or on behalf of any others that is listed in the commercial activities of the company or of its affiliates or participating to another partnership that is engaged with the same commercial activities with the title of a partner with unlimited liability, by any of the shareholders controlling the company, members of the Board of Directors, executives with administrative responsibility and their spouses and relatives related by blood or affinity up to the second degree

15- In accordance with the Capital Markets Legislation and Corporate Governance Principles No II-17.1 of the Capital Markets Board, informing the shareholders that no liens, pledges, or such assurances have been given, or no benefits have been created on behalf of Company's shareholders and third parties

16- Informing the Shareholders about the company's "Disclosure Policy" update, in accordance with Corporate Governance Principles No II-17.1 and Communique on Material Events Disclosure No. II-15.1 of the Capital Markets Board

17- Wishes and closing