



TORUNLAR REAL ESTATE INVESTMENT COMPANY

Invitation to the General Assembly dated April 30, 2019

From the Chair of the Board of Directors

2018 Ordinary General Assembly Meeting of our Company will be held on Tuesday **30.04.2019** at **11:00** at the head office of Torunlar REIC located at Rüzgarlıbahçe Mahallesi Özalp Çıkmaızı No:4 Beykoz / İSTANBUL in order to deliberate and to settle the following agenda.

Our shareholders can attend the General Assembly Meeting in the **“actual meeting room”** or **“online”** in person or by proxy. Online attendance to the meeting is only possible with the secure electronic signatures of the shareholders or their proxies. Therefore, the shareholders who will vote via the Electronic General Meeting System (e-GEM), should have electronic signatures, and register at e-Company (Companies Information Portal) within Central Registry Agency (CRA). It will not be possible for the shareholders or their proxies who have not registered at the e-Company Information Portal and do not have a secure electronic signature to attend the general assembly meeting on-line via e-GEM. Shareholders can obtain further information on this matter from the Central Registry Agency.

Our shareholders or their proxies who wish to attend the General Assembly meeting on-line should complete the procedure in accordance with the Regulation concerning the on-line general meetings in the joint stock companies published in the Official Gazette dated 28 August 2012 and No. 28395, and the Regulation dated 29 August 2012 and No. 28396 concerning the electronic general meeting system to be pursued in the general meetings of the joint stock companies.

In accordance with the Article 415, Clause 4 of the **New Turkish Commercial Code** No. 6102 and the Article 30, Clause 1 of the **Capital Markets Law**, the blockage of the share certificates will not be laid down as a condition for the right to attend and vote in the General Assembly. Within this respect, if our bearer shareholders request to attend the General Assembly Meeting, there is no need for them to block their shares. Shareholders, whose bearer shares **have not been dematerialized** within the structure of the Central Registry Agency (CRA), however, must submit their stock certificates to the Investor Relations Department at the head office of the company or a voucher indicating that they deposited them with a bank by the starting time of the meeting. Given that the names of the shareholders, whose bearer shares **have been dematerialized** with CRA, will appear in the **Share Register for the General Assembly Meeting** to be provided by CRA, our physical



person shareholders may attend the meeting with their identity cards, while legal persons with their powers of attorney.

Our shareholders, who will not be able to attend the meeting in person, provided that the rights and obligations of other shareholders who will attend the meeting on-line, be reserved, must issue proxies in accordance with the sample attached or obtain a proxy form from either our Company Headquarters, or the Company's internet website at www.torunlargo.com.tr and fulfil the requirements stipulated in the Communiqué II, No: 30.1 dated 24 December 2013, attach their specimen of signature certified by a notary public or their circulars/statements of signatures legalized by a notary public to the proxies bearing their own signatures. Proxy forms that are not in line with the sample made mandatory by the Communiqué and signatures that are not certified by a notary public will not be strictly accepted.

The Annual Report, Financial Statements, Independent Audit Report and Dividend Distribution Proposal related to our Company's activities for the year 2018 will be available for review of the esteemed shareholders on the Company's www.torunlargo.com.tr website and CRA e-Company system 3 weeks prior to the date of the general assembly meeting.

We kindly request our esteemed shareholders to gather information, attend the General Assembly on the aforementioned location, date and time.

Kind regards,