AYEN ENERJİ A.Ş. / AYEN [] 10 November 2014 18:57:03

Resolution of the Board of Directors in Respect of Issuing a Capita Market Instrument

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Is the statement an update?	:	No
Is the statement a correction?		No
Is the statement a postponed statement?		No
Date of Previous Special Circumstances Statement in Respect of the Matter		None
Summary Information		Resolution of the Board of Directors in respect of issuing bonds

Date of the Resolution of the Board of Directors	:	07 November 2014
Nominal Sum of Issue Foreseen	:	150,000,000
Type of Capital Market Instrument Whereof Issue is Foreseen	•	Bond
Term of Capital Market Instrument Whereof Issue is Foreseen	•	36 months
Interest Rate of Capital Market Instrument Whereof Issue is Foreseen	•	To be determined by way of adding 25% of the additional interest to be determined prior to the issue upon the 3 months' Indicator Government Domestic Borrowing Instruments Simple Interest Rate.
Coupon Payment Frequency of Capital Market Instrument Whereof Issue is Foreseen	•	With coupon interest payment every 3 months
Manner of Selling Foreseen	•	To be executed without offering to the public by the Method of Allocated Selling and/or Selling to Qualified Investor.

SUPPLEMENTARY STATEMENTS:

On the basis of the power granted during our company's Extraordinary Shareholders Meeting convened on 06 November 2014, our Board of Directors adopted a resolution in respect of issuing bonds and it was resolved that in the process of issuing such bonds brokerage services be obtained from Ünlü Menkul Değerler A.Ş and Ünlü Menkul Değerler A.S and Doğru Law Office (Att. Halil Doğru) be authorized to represent our Company at the Capital Markets Board, Borsa Istanbul A.Ş, the Settlement and Custody Bank, the Central Securities Depository and other relevant government agencies in respect of the procedures for issuing bonds, and the Company be represented and bound by means of joint signatures of any two of the Members of the Company's Board of Directors with respect to determining in conformity with the principles and rules stated in this resolution the issue dates of the bonds to be issued, provided remaining within the sum of issue specified herein the sum of issue of the bonds, their term, the Additional Interest rate and all other terms regarding the issue, filing the necessary application and performing all other actions at relevant agencies as well as signing agreements, letters of undertaking, application documents and other documents in respect of the issue and canceling unsold bonds.

We hereby represent that our foregoing statements are in conformity with the rules under the Capital Markets Board's Special Circumstances Communiqué in effect, fully reflect the details received by us in respect of such matter(s), the details agree with our books, records and documents, we made all the efforts necessary to completely and accurately obtain the details regarding the matter, and that we are responsible for such statements made.