

**INFORMATION DOCUMENT ON THE AKSIGORTA A.S.
2013 ANNUAL GENERAL MEETING TO BE HELD ON MARCH 28, 2014**

In order to discuss and conclude the articles of the below agenda, 2013 Shareholders General Assembly Meeting will be held on March 28th 2014 Friday at 17:00 at the address of Istanbul, Besiktas, 4. Levent, 34330, Sabanci Center, Sadika Ana 1 Meeting Hall according to the decision of our Board of Directors dated 3 March 2014 numbered 19 and article no.14 of our company's Articles of Association.

Shareholders can participate in The General Assembly Meeting not only in person or by electronic means but also via their representatives.

Attendance by physically in The General Assembly Meeting, individual shareholders' own identities; corporate shareholders' authorities with their own identities; representatives of individual and corporate authorities and their own identities; authorized representatives by EGKS (Elektronik Genel Kurul Sistemi - Electronic General Assembly System) could be attended by signing the list of attendance.

Attendance by electronic means is possible through secure electronic signatures of the shareholders or their representatives. Thus, the shareholders who make transactions in EGKS (Elektronik Genel Kurul Sistemi - Electronic General Assembly System) should primarily register to MKK (Merkezi Kayıt Kuruluşu - Central Registry Agency) Information Portal by giving their contact details and have their secure electronic signatures. Attendance by electronic means of the shareholders or representatives not registered to Central Registry Agency Information Portal and not having secure electronic signature is impossible.

Furthermore, those who want to attend the meeting via electronic means should fulfill the requirements of the "Regulation pertaining to the General Assembly of Joint Stock Companies to be held via Electronic Means (EGKS)" published in the Official Gazette numbered 28395 and dated August 28, 2012 and the Communiqué on the Electronic General Assembly System in General Assemblies of Joint Stock Companies published in the Official Gazette dated August 29, 2012 and numbered 28396.

The shareholders who cannot attend the meeting in person or via electronic means should arrange their proxy statements according to the ANNEX-3 form or provide the specimen from our headquarters or website of the company at www.aksigorta.com.tr and present their power of attorney whose signature is certified by the notary by complying with requirements stipulated as per the communiqué of the Capital Market Board Serial: IV, No: 8.

The Income Statement and Balance Sheet, Annual Report and Auditors' Reports for the year 2013, and the Dividend Distribution Proposal shall be available for the examination of the shareholders at the company's headquarter and at the company's website www.aksigorta.com.tr for three weeks prior to the meeting as from Friday, March 7, 2014. Furthermore, the information notes including the necessary explanations in the scope of the Communiqué of the Capital Market Board Principles Regarding Determination and Application of Corporate Governance Principles together with the aforementioned documents shall be available at the company's website www.aksigorta.com.tr.

For the information to the shareholders.

OUR ADDITIONAL REMARKS FOR THE REGULATIONS OF THE CAPITAL MARKET BOARD

Of disclosures and remarks required to be made pursuant to the II-17.1 numbered of “Corporate Governance Principles” of the Capital Market Board related with the issues in the agenda are provided below under the respective agenda issue, and also the general statements are presented to the information of the shareholders in this section:

1. Participation Structure and Voting Rights

	31 Decembe 2013	
	Rate of Share (%)	Amount of Share (TL)
H.Ömer Sabancı Holding A.Ş.	36,00	110.160.000
Ageas Insurance International NV	36,00	110.160.000
Other Individual and Corporate Shareholders	28,00	85.680.000
	100,00	306.000.000

There isn't any privileged share.

2. Information about Changes Made or Planned to be Made in the Next Period by the Holding Company and significant Subsidiaries and Affiliates of it which May Affect Our Operations Significantly:

In 2013, no management and activity change was made which would affect the business activities of the Company or important subsidiaries and affiliates of it.

3. Information about Requests of the Shareholders, the Capital Market Board and Any Other Public Authority for Inclusion of any Issues in the Agenda:

Such a request has not been received so far for the Annual General Meeting at which the activities in 2013 will be discussed.

**REMARKS ON THE ISSUES IN THE AGENDA OF THE AKSIGORTA A.Ş.
2013 ANNUAL GENERAL MEETING TO BE HELD ON MARCH 28, 2014**

1. Opening and formation of Chairmanship Committee,

Pursuant to the provisions of the Turkish Commercial Code, the articles of association of the Company and the regulation of the Ministry of Customs and Commerce on the general meetings of shareholders of capital companies, a Chairman who will conduct the meeting will be elected and a Chairing Board formed for the meeting.

2. Reading and discussion of the Board of Directors' Annual Report for the year ended 2013,

Board of Directors' 2013 Annual Report, which are made available to the examination of the shareholders at the head office of the Company and on the Internet site of the Company at www.aksigorta.com.tr before the General Meeting pursuant to the provisions of the Turkish Commercial Code and the regulations, will be read and submitted to the opinion and approval of the shareholders at the General Meeting. The subject reports, the annual report also containing the corporate governance compliance report, and the other relevant documents are made available to the examination of the shareholders on the Internet site of the Company.

3. Reading and discussion of the Auditors' Report for the year ended 2013,

2013 Auditors' Report, which are made available to the examination of the shareholders at the head office of the Company and on the Internet site of the Company at www.aksigorta.com.tr before the General Meeting pursuant to the provisions of the Turkish Commercial Code and the regulations, will be read and submitted to the opinion and approval of the shareholders at the General Meeting. The subject reports, the annual report also containing the corporate governance compliance report, and the other relevant documents are made available to the examination of the shareholders on the Internet site of the Company.

4. Informing the General Assembly regarding the donations made,

The amount of donations made to foundations and societies in 2013 is TL 9.500.000. This item is not subject to the approval of the General Meeting and is included here for information purposes only.

5. Approval of Dividend Distribution Policy,

Pursuant to the resolution of the Board of Directors taken at its meeting of March 7, 2014, the proposed Profit Distribution Policy of the Company given in the ANNEX 1 will be submitted to the approval of the General Meeting.

6. Review and approval of financial statements for the year ended 2013,

Pursuant to the provisions of the Turkish Commercial Code and the Regulation, the Balance Sheet and the Profit/Loss Account for the Year 2013, which are made available to the examination of the

shareholders at the head office of the Company and on the Internet site of the Company at www.aksigorta.com.tr before the General Meeting, will be read and submitted to the opinion and approval of the shareholders at the General Meeting. According to the financial statements covering the account period of January 01, 2013 - December 31, 2013 which have been issued in accordance with the International Financial Reporting Standards pursuant to the Communiqué Serial IV, No. 29 of the Capital Market Board and audited by Güney Bağımsız Denetim ve Serbest Muhasebeci Mali Müşavirlik Anonim Şirketi (A member firm of Ernst & Young Global Limited), the Company has posted a "Net Profit in the Period" of TL 159.775.039.

7. Approval of the Board Member who is appointed in 2013 by the Board of Directors for the vacant membership for the remaining duty period,

Pursuant to the Corporate Governance Compliance, approval of the Board Member of Barry Duncan Smith who was appointed on July 7, 2013 instead of Bart Karel A De Smet who was resigned.

8. Election of the Board of Directors and determination of their responsibility periods,

Board members whose responsibility term has expired shall be made for re-election. Determination of Board members' responsibility period will be determined by the General Assembly.

9. Release of the Board of Directors regarding their activities in 2013,

Release of the members of the Board of Directors and the Auditors from their respective obligations on account of the operations, transactions and accounts of the Company in 2013 will be submitted to the approval of the General Meeting pursuant to the provisions of the Turkish Commercial Code and the regulations.

10. Determination for the consideration of 2013 Year End Profit and dividend rate of Profit and earnings,

The Company has presented a "Net Profit in the Period" of TL 159.775.039 audited by Güney Bağımsız Denetim ve Serbest Muhasebeci Mali Müşavirlik Anonim Şirketi (A member firm of Ernst & Young Global Limited); the proposed Profit Distribution Policy of the Company prepared by the Board of Directors given in the ANNEX 2 will be submitted to the approval of the General Meeting while considering the Company's equity requirements, investment and financing policies, profitability and cash position.

11. Determination of donation limits of the Company for the year 2014,

The donation limits to be made by the Company in 2014 will be determined by the shareholders at the General Meeting.

12. Election of the independent auditor company for 2014 financial statements in accordance with the Turkish Commercial Code numbered 6102 and Capital Markets Law numbered 6362 and Insurance Legislation,

The Board of Directors resolved to choose Guney Bagimsiz Denetim ve Serbest Muhasebeci Mali Musavirlik A.S. (Ernst & Young) for the independent audit company to be done over the fiscal year 2014 pursuant to the insurance legislation in accordance with the Turkish Commercial Code (Law No. 6102), and this choice will be submitted to the approval of the General Meeting.

13. Granting permission to the Chairman and members of the Board of Directors to execute the transactions noted in Articles 395 and 396 of Turkish Commercial Code,

Execution of transactions by the members of the Board of Directors as per the article 395, titled "Restraint on Execution of Transaction with, and Borrowing Money from, the Company" and the article 396, titled "Competition Restraint", of the Turkish Commercial Code is possible only by approval of the General Meeting. In order to fulfill the requirement of these regulations, giving of this authorization will be submitted to the approval of the shareholders at the General Meeting.

ANNEX 1

Aksigorta A.S. Dividend Policy

Aksigorta A.Ş. (Aksigorta) determines the Dividend Policy pursuant to provisions of the Turkish Commercial Code, Insurance Law, Capital Markets Legislation, other relevant regulations, the provisions regarding profit distribution matters placed in Articles of Association; in accordance with Aksigorta's middle and long term strategies, investment and financial plans, while taking into consideration the national economy and state of the market and keep both of shareholders' expectations and needs of Aksigorta.

While accepting the amount of dividend to be determined by the decision of the General Assembly, minimum 50% of the distributable profit shall be distributed in cash and/or bonus share to the shareholders of the Company, by ensuring the solvency capital requirement which is regulated by Insurance Law is met. Aksigorta does not make advance dividend payment.

Dividend will be distributed to all of the shares, regardless of their date of issuance and acquisition, with accepted practice of distributing as soon as possible, on the date determined by the General Assembly within the legal deadlines, after the approval of the General Assembly.

A portion or all of the net profit could be transferred as extraordinary reserve by General Assembly. If Aksigorta Board of Directors proposes to the General Assembly not distributing profit, shareholders are informed about the reasons of this situation and the usage of undistributed profit in the General Assembly Meeting. This information is published in the annual report and on the website to the public.

Dividend policy is submitted for approval of shareholders in the General Assembly Meeting. This policy is reviewed every year in accordance with the global and national economic conditional changes, considering the situation of projects on the agenda and the funds by the Board of Directors. Changes in this policy will be submitted to the shareholders in the first following General Assembly Meeting and announced on the website.

ANNEX 2

DIVIDEND DISTRIBUTION STATEMENT 2013

AKSİGORTA A.Ş.			
2013 STATEMENT OF PROFIT DISTRIBUTION (TL)			
1. Paid in Capital		306.000.000,00	
2. Legal Reserves (According to the Law)		68.138.419,00	
Information related with the privileged shares, if there is in accordance with Articles of Incorporation		-	
		According to CMB	According to Legal Records
3.	Period Profit	185.509.699,00	185.509.699,00
4.	Taxes and Duties Payable (-)	25.734.660,00	25.734.660,00
5.	Net Period Profit (=)	159.775.039,00	159.775.039,00
	Gain on Sales of Real Estates and Subsidiaries Added to Capital	86.694.418,96	86.694.418,96
6.	Previous Years' Loss(-)	-	-
7.	First Legal Reserves (-)	7.988.751,95	7.988.751,95
8.	Net Profit Available for Distribution (=)	65.091.868,09	65.091.868,09
9.	Donations (+)	9.500.000,00	-
10.	Donations Added Net Profit Available for Distribution	74.591.868,09	-
11.	First Dividend to Shareholders	15.300.000,00	-
	-Cash	15.300.000,00	-
	-Free of Charge		-
	-Total	15.300.000,00	-
12.	Dividends to Holders of Preferred Shares	-	-
13.	Other Dividend Distributed	-	-
	-Board of Directors	-	-
	-Employees	-	-
	-Other Than Shareholders	-	-
14.	Dividend to Holders of Profit and Loss Sharing Certificates	-	-
15.	Second Dividend to Shareholders	45.253.888,09	-
16.	Second Legal Reserves	4.537.980,00	-
17.	Statutory Reserves	-	-
18.	Special Funds	-	-
19.	EXTRAORDINARY RESERVES	-	-
20.	Estimated to be Distributed from Other Source		
	-Previous Years' Profits	125.911,91	125.911,91
	-Extraordinary Reserves		
	-Legal Reserves		
	- Other Reserves Available for Distribution		

AKSIGORTA A.Ş.

STATEMENT OF DIVIDEND RATIO

	GROUP	TOTAL DIVIDEND DISTRIBUTED		TOTAL DIVIDEND DISTRIBUTED/NET DISTRIBUTABLE PROFIT	DIVIDEND MARKED TO SHARE AMOUNTING TO TL 1 PAR VALUE	
		CASH (TL)	FREE OF CHARGE (TL)	RATIO (%)	AMOUNT (TL)	RATIO (%)
NET	A	51.577.830,00	-	33,98	0,168555	16,8555
0,168555	B	-	-		-	-
	TOTAL	51.577.830,00	-	33,98	-	-