

## POWER OF ATTORNEY

### ARÇELİK A.Ş.

I hereby authorise and appoint as proxy \_\_\_\_\_, who is introduced below in detail to represent me, to vote, to submit proposals and to sign necessary documents on my behalf at Arçelik A.Ş.'s Extraordinary General Assembly scheduled to be held on June 26, 2018, Tuesday at 11.00 at "Divan Istanbul Hotel Elmadağ, Asker Ocağı Caddesi No: 1 34367 Şişli, Istanbul" in accordance with the following.

Proxy's (\*);

Name Surname/Commercial Title:

T. R. ID No/Tax ID, Commercial Registry and Number with MERSIS number:

*(\*If applicable, submitting equivalents of information referred for Proxies with foreign nationality is mandatory.*

#### A) SCOPE OF THE POWER TO REPRESENT

Scope of the power to represent must be determined by choosing either (a), (b) or (c) for the following sections numbered 1 and 2.

##### 1. Regarding the Issues in Agenda of General Assembly;

- a) Proxy shall be authorized to vote as per her/his own opinion.
- b) Proxy shall be authorized to vote as per the proposals of the partnership management.
- c) Proxy shall be authorized to cast vote as per the following instructions.

Instructions:

In case the shareholder selects the option (c), instructions shall be given by marking either of the options set against the agenda item of the relevant general assembly for each agenda item (acceptance or rejection), and in case the rejection option is checked, then the dissenting opinion, if any, should be stated as it will be written on the general assembly minutes upon request.

Agenda Items	Acceptance	Refusal	Opposition Note
1 - Opening and election of the Chairman of the Meeting,			
2 - Informing the shareholders about the Announcement for the Right of Examination, the Announcement for the Protection of Creditors, Certified Public Accountant report for the Determination of Equity under Turkish Code of Commerce (TCC) in connection with the partial demerger to be discussed under Agenda item 4,			

3 - Informing the shareholders about the Board of Directors' Declaration that under the partial demerger, no retirement right has arisen pursuant to the Capital Markets Board Communiqué no. II-23.1 on the "Common Principles Regarding Significant Transactions and the Retirement Right",			
4 - Reading the Demerger Report, Demerger Plan dated on April 9, 2018 which are issued for the transfer of all assets and liabilities related to industrial motor production, after-sales services and related R&D activities as a whole to WAT MOTOR SAN. VE TİC. A.Ş. to be founded as a 100% subsidiary of our Company, and the transfer of all assets and liabilities related to payment systems operations and related R&D activities as a whole to TOKEN FİNANSAL TEKNOLOJİLER A.Ş. to be founded as a 100% subsidiary of our Company by way of partial demerger and in a manner not to disrupt the business integrity in line with art. 159 of TCC, the provisions of Merger and Demerger Comm. published by the CMB which govern the demerger through facilitated procedure and the CTL art. 19, 20, discussing and approving of the Demerger Report, the Demerger Plan and the Articles of Association of the new companies attached to the Demerger Plan and the proposal by the BoD's for the Partial Demerger,			
5 - Wishes and opinions.			

If the minority shareholders have a different draft proposal, this should be also specified to ensure the cast of votes by proxy.

2. Special instruction for other issues which may arise in General Assembly and using minority rights in particular:

- a) Proxy shall be authorized to vote as per her/his own opinion.
- b) Proxy shall not be authorized to represent for these issues.
- c) Proxy shall be authorized to cast vote as per the following special instructions.

SPECIAL INSTRUCTIONS; If any, special instructions from shareholder to proxy shall be specified here.

B) Shareholder defines which shares to be represented by proxy by choosing one of the following

options.

1. I hereby certify that my shares whose details are given below shall be represented by  my proxy.

a) Issue and serial: \*

b) Number/ Group: \*\*

c) Amount-Nominal Value:

d) If multiple vote securities or not:

e) Registered to the bearer-name: \*

f) Proportion to the total shares/ voting rights held by the shareholder:

*\* This information shall not be requested for dematerialized shares.*

*\*\* For dematerialized shares, group information shall be given instead of the number.*

2. I hereby certify and approve that all my shares set out in the list for shareholders who may attend to the general assembly issued by the Central Registry Agency of Turkey one day prior to the General Assembly Date shall be represented by the proxy.

FULL NAME OR TITLE OF THE SHAREHOLDER (\*)

T. R. ID No/Tax ID, Commercial Registry and Number with MERSIS number:

Address:

*(\*) Submitting equivalents of information referred for shareholders with foreign nationality is mandatory.*