

ANADOLU EFES BİRACILIK VE MALT SAN. A.Ş. GENERAL ASSEMBLY INFORMATION DOCUMENT

In its meeting dated 29.03.2011 our Board of Directors resolved with unanimous decision of the attendees that “Based on the Company’s 2010 calendar year operations, the Annual Ordinary General Assembly is to be held on **28th April 2011** Thursday at **14:00** at the address “**Esentepe Mahallesi, Anadolu Caddesi No:3 Kartal/İstanbul**” with the agenda set forth below, the related announcement is to be made and all the necessary steps to be taken as required by the Turkish Commercial Code, the Articles of Association as well as other related regulations to materialize and finalize the meeting.”

Press adverts for the invitation to our shareholders will be published on 01.04.2011 in the Turkish Trade Registry Gazette and Dünya newspaper.

Balance Sheet, Income Statement and Board of Auditors’ and Independent External Auditors’ reports for the year 2010 along with a General Assembly Meeting Agenda Information Document will be available for the review of our shareholders at our Company offices and our website at www.anadoluefes.com 21 days prior to the meeting.

Annual Ordinary General Assembly Agenda and Explanations

1. Election of the Board of the Assembly and authorization of the Board of the Assembly to sign the Minutes of the Meeting on behalf of the General Assembly.

Explanation: The Chairman and the Presiding Council that will chair the General Assembly Meeting will be elected pursuant to the regulations of the Turkish Commercial Code (TCC) and the regulations on the “General Assembly Meetings of Capital Companies and the Commissioner of the Ministry of Industry and Commerce at these meetings”.

2. Reading out and discussion of the reports of the Board of Directors, Board of Auditors and the Independent External Audit Company.

Explanation: Pursuant to the regulations of TCC, Capital Markets Board (CMB) and Ministry of Industry and Commerce, reports of Board of Directors and of Board of Auditors as well as the summary of Independent Auditors’ Report for the year ended 31.12.2010 will be read in the General Assembly Meeting and submitted to approval of our Shareholders.

The above mentioned reports have been made available for reviews of our Shareholders at the Company Head Office and www.anadoluefes.com website.

3. Reading out and discussion of the Consolidated Income Statement and Balance Sheet for 2010 calendar year prepared in accordance with International Financial Reporting Standards (as per the regulations of CMB).

Explanation: Pursuant to the regulations of the TCC, CMB and the regulations of the Ministry of Industry and Commerce, the balance sheet as of 31.12.2010 and income statement for the year ended 31.12.2010, prepared in accordance with International Financial Reporting Standards as per the regulations of CMB, will be read, deliberated and submitted for the approval of the assembly. The reports have been made available for review of our Shareholders at the Company Head Office and www.anadoluefes.com website.

4. Information to be given to the shareholders on the donations made by the Company in 2010.

Explanation: In accordance with Article 7 of the Communiqué of the Capital Market Board Series: IV, Number: 27, the donations, made within the year must be presented for approval of the General Assembly. The article in question is not related to the approval of the General Assembly and is intended only for information purposes. In line with Article 62 of the Articles of Association of our Company, “Out of the profit before corporate tax and other taxes and funds levied on and payable by the Company, a minimum portion of 2% will be donated to Anadolu Education and Welfare Foundation, as long as it is tax exempt and without prejudice to the first dividends to be distributed to the shareholders.” In compliance with the mentioned provision of the Articles of Association, our company has donated a total of TL 23,201,078.00 in 2010, including the donations to the Anadolu Education and Welfare Foundation.

5. According to the regulations laid down by the Capital Markets Board, information to be given to the shareholders on any suretyship and guarantees granted or pledges including mortgages instituted by the Company in favor of third persons.

There is no suretyship and guarantees granted or pledges including mortgages instituted by the Company in favor of third persons.

6. Approval of Mr. Süleyman Vehbi Yazıcı, appointed as a member of the Board of Directors of Anadolu Efes to assume duties of resigned member Mr. Mehmet Nuri Yazıcı as of October 27, 2011.

As of October 27, 2010, Mr. Süleyman Vehbi Yazıcı appointed as a member of the Board of Directors of Anadolu Efes to assume duties of resigned member Mr. Mehmet Nuri Yazıcı. Mr. Süleyman Vehbi Yazıcı’s appointment will be submitted to the approval of the General Assembly.

7. Decision to release the members of the Board of Directors and Board of Auditors.

Explanation: Pursuant to the regulations of the TCC and the regulations of the Ministry of Industry and Commerce the acquittal of the members of the Board of Directors and the Board of Auditors for their activities, procedures and accounts for the year 2010 will be submitted for the approval of the General Assembly.

8. Decision on the proposal of the Board of Directors on distribution of profits.

Explanation: According to the financial results for the year ended 31.12.2010, prepared within the framework of the Communiqué of the Capital Market Board, Series: XI, Number 29, and in compliance with the International Financial Reporting Standards, and audited by Başaran Nas Bağımsız Denetim ve S.M.M.M. A.Ş., the dividend distribution table has been given below and on our website at www.anadoluefes.com.

Our cash dividend proposal of gross 0.48 TL, net 0.4080 TL per each share with 1 TL nominal value, thereby ensuring a 48.0% gross dividend distribution over the issued capital totalling 216,000,000 TL, will be distributed following the approval of the proposal by the General Assembly.

DIVIDEND DISTRIBUTION PROPOSAL (31.12.2010 -TL)

Consolidated Profit	643,751,082.00
Provision for Taxes (-)	140,111,441.00
Net Profit	503,639,641.00
Previous Years’ Losses (-)	0.00

(*) First Series of Legal Reserves(-)	16,149,160.03
NET DISTRIBUTABLE PROFIT	487,490,480.97
Donations within the year (+)	23,201,078.00
Net Distributable Profit including the Donations to calculate the First Dividend to Shareholders	510,691,558.97
First Dividend to Shareholders of Ordinary Shares (20%)	102,138,311.79
Dividends to the holders of Preferred Shares	0.00
Dividends to Board of Directors	21,682,033.57
Dividends to Founders	8,849,809.62
Second Dividend to Shareholders of Ordinary Shares	113,861,688.21
Second Series of Legal Reserves	22,403,184.32
EXTRAORDINARY RESERVES	218,555,453.47

* Calculated by application of the Turkish Commercial Code Article 466 as per Articles of Association, from the amount after addition of donations

9. Election of the new members of the Board of Directors and the Board of Auditors in place of those whose terms of office have expired and determine the terms of office and remuneration.

Explanation: Pursuant to the regulations of the TCC and the regulations of the Ministry of Industry and Commerce, the General Assembly will assign the members of the Board of Directors. In that respect, all members of the Board of Directors and Board of Auditors will resume their duties for one year following the approval of the assembly.

Procedures for the Election of Members of Board of Directors:

Members of our Board of Directors will be elected considering the rules, concerning the election of the Board of Directors, in accordance with the Turkish Commercial Code and the regulations of the Ministry of Industry and Commerce, in line with the Articles of Association of our Company.

According to the 20th and 21st articles of the Articles of Association of our Company; “Our company will be managed and directed by a Board of Directors consisting of minimum 7 and maximum 13 members. Maximum term of office of the Directors is three years. Any Director whose term of office is over may be re-elected. Even if their term of office is over, the Directors will continue to hold office in the Board of Directors until the next meeting of the General Assembly of Shareholders.”

Currently our Board of Directors consist of 11 members. Mr. Tuncay Özilhan (Chairman), Mr. İbrahim Yazıcı (Vice Chairman), Mr. Süleyman Vehbi Yazıcı, Mrs. Tülay Aksoy, Mrs. Gülten Yazıcı, Mrs. Hülya Elmalıoğlu, Mr. Ahmet Oğuz Özkardeş, Mr. Salih Metin Ecevit, Mr. Rasih Engin Akçakoca, Mr. Recep Yılmaz Argüden and Mr. Mehmet Cem Kozlu.

10. Information to be given to the shareholders on the “Dividend Policy” and “Disclosure Policy” implemented in accordance with the Corporate Governance Principles.

Our Company works within the framework of all existing regulations and the “Corporate Governance Principles” announced and accepted by CMB on 04.07.2003 with resolution no:35/835 and subsequently revised by a resolution dated 10.12.2004 and with no: 48/1588. Our company aims to develop structures and principles that are appropriate for the conduct of our business and which will serve best for the benefit of our shareholders and other stakeholders. According to the Corporate Governance Principles issued by CMB, our company established a “Dividend Policy” and “Disclosure Policy”. These policies are a part of our Corporate Governance Compliance Report, which is available at our website at www.anadoluefes.com and in our annual report.

Under Public Disclosure/General Principles heading “Legal or commercial relationships with other enterprises or individuals with whom there is a direct / indirect managerial, administrative, supervisory or ownership related relationship is disclosed in the financial tables and footnotes.” paragraph is added to Anadolu Efes’ Disclosure Policy following a board resolution dated March 1, 2011. In addition, the newly established “Corporate Communications Directorate” is included in relevant sections of the Disclosure Policy.

11. Authorization of the members of the Board of Directors as per Articles 334 and 335 of the Turkish Commercial Code.

Explanation: As the performance of transactions by the members to the Board of Directors, under Article 334 of the TCC, titled “Prohibition of Transactions with Company” and Article 335, titled “Non-Competition,” may only be possible with the approval of the General Assembly, the issuance of the authorization in question will be presented for approval of our shareholders in the General Assembly.

12. Closing.