

## MATERIAL DISCLOSURE

Company Name : FORD OTOMOTİV SANAYİ A.Ş.  
Phone : 90 262 315 5000  
Investor Relations Department : 90 216 564 7499 – 90 216 564 7495  
Date : 28 February 2014  
Subject : Dividend Distribution Proposal

### To Borsa İstanbul Chairmanship

Ford Otosan Board of Directors discussed and concluded their meeting dated 28 February 2014 to propose to the General Assembly not to distribute dividend from 2013 profit in consideration of the Company's needs for funds during the current investment period, market expectations and treasury policies.

The proposal table is as follows:

Ford Otomotiv Sanayi A.Ş. 2013 Dividend Distribution Proposal Table (TL)			
<b>1. Paid-in/Issued Capital</b>			<b>350,910,000</b>
<b>2. Total Legal Reserves (According to Tax Book)</b>			<b>454,687,974</b>
If there is dividend privilege in the Articles of Association, information regarding this privilege			
		According to CMB	According to Tax Book
<b>3.</b>	<b>Income for the Period</b>	<b>452.104.806</b>	<b>149.067.009</b>
<b>4.</b>	<b>Taxes Payable ( - )</b>	189.366.980	(3.893.175)
<b>5.</b>	<b>Net Income for the Period ( = )</b>	<b>641.471.786</b>	<b>145.173.834</b>
<b>6.</b>	<b>Retained Losses ( - )</b>	-	-
<b>7.</b>	<b>First Series of Legal Reserves ( - )</b>	0	0
<b>8.</b>	<b>Distributable Net Income for the Period ( = )</b>	<b>641.471.786</b>	<b>145.173.834</b>
<b>9.</b>	Donations within the year ( + )	12.235.154	
<b>10.</b>	<b>Distributable Net Income for the Period including Donations to Calculate First Dividend</b>	<b>653.706.940</b>	
<b>11.</b>	<b>First Dividend to the Shareholders</b>	<b>0</b>	
	- Cash	0	
	- Bonus		
	- Total	0	
<b>12.</b>	Dividend Distribution to Shareholders with Privileged Shares	0	
<b>13.</b>	Dividend Distribution to Board of Directors, employees etc.	0	
<b>14.</b>	Dividend Distribution to Redeemed Shareholders	0	
<b>15.</b>	Second Dividend to Shareholders	0	
<b>16.</b>	Second Series of Legal Reserves	0	
<b>17.</b>	Statutory Reserves	0	0
<b>18.</b>	Special Reserves	0	0
<b>19.</b>	<b>EXTRAORDINARY RESERVES</b>	<b>641.471.786</b>	<b>145.173.834</b>
<b>20.</b>	<b>Other Reserves Distributable</b>		
	- Retained Earnings		
	- Extraordinary Reserves		
	- Other Reserves Distributable per Law and Articles of Association		

FORD OTOMOTİV SANAYİ A.Ş.