

## **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 : 25 March 2014  
Subject : Ordinary General Assembly Meeting Minutes

### **To Borsa İstanbul Chairmanship**

Below summary decisions were taken at our Company's Ordinary General Assembly Meeting was held on 25<sup>th</sup> March 2014 at 15.00 at the address of "Divan İstanbul Elmadağ Hotel, Asker Ocağı Caddesi No:1 34367 Şişli/İstanbul".

- The 2013 Annual Report prepared by Company's Board of Directors was accepted.
- 2013 Financial Tables, prepared according to the International Financial Reporting Standards and Tax Procedure Law, were accepted
- Board members were discharged separately due to Company's 2013 activities.
- Year 2013 and following year's Dividend Distribution Policy was read and accepted.
- The Dividend Distribution Proposal on the Board of Directors report was discussed. After the discussions, the proposal on not to distribute dividend from 2013 profit was accepted. The net balance sheet profit in the amount of TL 641,471,786 specified in the financial tables prepared according to TFRS/TMS and a net term profit of TL 145,173,834 according to legal tax records set a side as Extraordinary Reserves proposal was accepted.
- The Board member determined as 14 with 2 independent member. Mr.Yıldırım Ali Koç, Mr.Mustafa Rahmi Koç, Mr.Ali İhsan İlkbahar, Mr.Osman Turgay Durak, Mr.İsmail Cenk Çimen, Mr.Haydar Yenigün, Mr.Stephen Terrence Odell, Mr.John Fleming, Mr.Lyle Alexander Watters, Ms.Barbara Jean Samardzich, Mr.Peter David Fleet and Mr.William Richard Periam Board Memberships' and Mr.Mehmet Barmanbek and Mr.Guenter Verheugen independent Board Memberships' were resolved in order to serve in the Shareholders General Assembly to examine 2014 accounts.
- In accordance with the principles set forth in the Turkish Commercial Code and the Communiqué on Independent Audit in Capital Markets, for the purpose of auditing financial reports of the Company in 2014 and to conduct other activities within the scope of relevant regulations in these laws, Güney Bağımsız Denetim Serbest Muhasebeci Mali Müşavirlik Anonim Şirketi (a member firm of Ernst & Young Global Limited) that selected by Board of Directors was resolved to serve as independent audit firm.

- The information was given on Company's 2013 donations in the amount of TL 12.235.154 that made for social aid purposes. The proposal on determination of 2014 donations upper limit as TL 15.000.000 was accepted.

Ordinary General Assembly Meeting Minutes and Ordinary General Assembly Attendee List were presented on the below links.

[Ordinary General Assembly Meeting Minutes](#)

[Ordinary General Assembly Attendee List](#)

We affirm that the disclosure above is in accordance with the provisions of the Capital Market Board communiqué Serial: VIII No:54, it reflects all the information we collect about the subject, and this information is consistent with our records and documents. We spend utmost efforts in order to obtain complete and correct information about the subject and claim full responsibility for these disclosures.

## FORD OTOMOTİV SANAYİ A.Ş.

### **Bülent Erol TAŞ**

Manager, Management & General Accounting  
Phone: 90 262 315 6911

### **İsmail Oğuz TOPRAKOĞLU**

Assistant General Manager -CFO  
Phone: 90 262 315 6900