

FORM OF PROXY

TO THE GENERAL ASSEMBLY OF FORD OTOMOTİV SANAYİ A.Ş.

I assigned as my proxy to represent me, to vote, to propose offers and to sign the necessary documents, as per the views I stated below, at the Extraordinary General Assembly to be held at “**Akpınar Mahallesi, Hasan Basri Caddesi No:2, Sancaktepe / İstanbul** (Tel: +90 216 564 71 00, Faks: +90 216 564 73 85)” at **15:00** on Friday **28 June 2013**.

A. THE SCOPE OF POWER OF REPRESENTATION *(one of the alternatives below must be chosen)*

a) The Proxy is authorized to vote on all agenda articles at his own discretion.

b) The Proxy is authorized to vote on the agenda articles in accordance with the following instructions.

Instructions: *(Special Instructions are inserted.)*

c) The Proxy is authorized to vote on all agenda articles in accordance with the proposals of the Company management.

d) On other issues that may be put in the agenda during the meeting, the Proxy is authorized to vote in accordance with the following instructions. (If no instruction is given, the Proxy votes freely.)

Instructions : *(Special Instructions are inserted.)*

B. SHARE CERTIFICATE OWNED BY SHAREHOLDER

a) Quantity & Nominal Value :

b) Privileged in Voting or Not :

c) Bearer or Registered :

NAME, SURNAME and TITLE OF THE SHAREHOLDER :

SIGNATURE :

ADDRESS :

Notes:

- In Section (A), one of the alternatives of (a), (b) or (c) must be chosen
- In Section (A), explanations must be given for the alternatives (b) and (d).