

AGENDA OF FORD OTOMOTİV SANAYİ A.Ş. ORDINARY GENERAL ASSEMBLY MEETING TO BE HELD ON MARCH 20, 2012

1. Opening and election of Chairmanship Panel,
2. Reading and discussion of the Board of Directors' Report, Statutory Auditor's Report and summary report of the Independent Audit Firm Güney Bağımsız Denetim ve Serbest Muhasebeci Mali Müşavirlik Anonim Şirketi (a member of Ernst & Young Global Limited) about 2011 activities and accounts, and approval or approval with amendments or refusal of the Board of Directors' proposal of the year 2011 Balance Sheet and Income Statement,
3. Approval of the changes in the members of the Board of Directors in accordance with Article 315 of the Turkish Commercial Code,
4. Release of the Members of the Board of Directors and the Statutory Auditors separately for 2011 activities,
5. Approval or approval with amendments or refusal of the Board of Directors' proposal for profit distribution for the year 2011 and the distribution date,
6. Provided that the requisite approvals have been obtained from the Capital Markets Board and the Ministry of Customs and Commerce; adopting a resolution for the amendments to the Company's Articles of Incorporation, Article 8 entitled "Board of Directors", Article 9 entitled "Duties and Powers of the Board of Directors", Article 14 entitled "General Assembly" and also addition of a new Article 31 to the Company's Articles of Incorporation entitled "Compliance with Corporate Governance Principles",
7. Determination of the number and the term of duty of the members of the Board of Directors and election of the members base on the determined number,
8. Determination of the number of the Statutory Auditors and their election based on the determined number,
9. As per the Corporate Governance Principles, determination of "Remuneration Policy" for members of the Board of Directors and senior executives,
10. Determination of the monthly gross remuneration to be paid to the members and independent members of the Board of Directors and Statutory Auditors,
11. Approval of the decision of the Board of Directors upon proposal of the Audit Committee, regarding the assignment of the independent external audit firm, as per the Communiqué on Standards on Capital Market Independent Audit, issued by the Capital Markets Board

12. Granting permission to the controlling shareholders, members of the Board of Directors, senior executives and their spouses and up to second degree blood or affinity relatives, to enter into transactions with the company or its subsidiaries, to compete, to conduct the activities within the fields of business of the Company in their own name or in the name of other persons, and to participate in other companies engaged in the same fields of business, and to do other transactions, pursuant to the Corporate Governance Principles of the Capital Markets Board and Sections 334 and 335 of the Turkish Commercial Code, and also informing the General Assembly regarding the transactions made in this extent.
13. Giving information to the General Assembly regarding the transactions made with related Parties in 2011, in the context of the regulations of the Corporate Governance Principles,
14. Giving information to the General Assembly regarding the Company's "Profit Distribution Policy" for 2012 and the following years, in accordance with the Corporate Governance Principles,
15. Giving information to the General Assembly regarding the Company's "Disclosure Policy", in accordance with the Corporate Governance Principles,
16. Giving information to the General Assembly regarding the donations and contributions made by the Company to the foundations and societies, for social charity purposes in 2011,
17. Authorization of the Chairmanship Panel to sign the meeting minutes of the General Assembly,
18. Wishes.