

MATERIAL DISCLOSURE

Company Name : FORD OTOMOTİV SANAYİ A.Ş.
Address : İzmit Gölçük Yolu 14. Km İhsaniye-Gölçük / KOCAELİ
Phone – Fax : 0262 315 50 00 – 0262 315 69 56
Phone – Fax of Investor Relations Dept. : 0262 315 69 77 – 0262 315 69 76
Date : 24 February 2012
Subject : Invitation to Ordinary General Assembly of Privileged Shareholders

To Istanbul Stock Exchange Chairmanship

Material Disclosure : Invitation to Ordinary General Assembly of Privileged Shareholders

Following decisions have been made in the Board of Directors' Meeting held on February 24th, 2012;

It was resolved: to invite the General Assembly of Shareholders for year 2011, on March 20, 2012 Tuesday at 16:00 and the General Assembly of Privileged Shareholders of Group B, on March 20, 2012 at 17:00 and the General Assembly of Privileged Shareholders of Group C, on March 20, 2012 at 17:15 to review and resolve the agenda specified below at “Asker Ocağı Caddesi No:1 34367 Şişli / İstanbul (Tel: +90 212 315 55 00, Faks: +90 212 315 55 15)” **Divan İstanbul Elmadağ**; to duly perform the invitation procedures; to announce the invitations at Turkish Trade Registry Gazette, at the Turkish editions of a newspaper published nationwide and at the internet address of the Company of www.fordotosan.com.tr; and to this extent the following to be prepared and submitted to the Board of Directors for their review and discussion;

1. Balance Sheet and Income Statement of year 2011 that will be submitted to the General Assembly,
2. Board of Directors' Report of year 2011 that will be submitted to the General Assembly,
3. The Profit Distribution Proposal of the Board of Directors for year 2011, which will be submitted to the General Assembly,
4. Annotations for the Agenda items of the General Assembly;

and the Board of Directors' Report, Balance Sheet and, Income Statement, Statutory Auditor's Report, Report of the Independent Audit Firm Güney Bağımsız Denetim ve Serbest Muhasebeci Mali Müşavirlik Anonim Şirketi (a member firm of Ernst & Young Global Limited), Board of Directors' Profit Distribution Proposal and the annotations for the agenda items necessary for compliance to compulsory Corporate Governance Principles, to be made available for review of the shareholders at the Company headquarters and the company internet address, and also announced at Public Disclosure Platform, 21 days before the General Assembly meeting date.

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.

Attached: Agenda of General Assemblies for Privileged Shareholders of Group B and C

FORD OTOMOTİV SANAYİ A.Ş.

Devrim Kılıçoğlu

Finance ve Accounting Director

Phone: 0262 315 69 05

Oğuz Toprakoğlu

Assistant General Manager - CFO

Phone: 0262 315 69 00

AGENDA OF GENERAL ASSEMBLIES FOR PRIVILEGED SHAREHOLDERS OF GROUP B AND C

- 1.** Opening and election of Chairmanship Panel,
- 2.** Approval of the Ordinary General Assembly's resolution dated March 20, 2012, relating to the amendments to Articles 8, 9, 14 of the Company's Articles of Incorporation and adding Article 31 to the Company's Articles of Incorporation,
- 3.** Authorization of the Chairmanship Panel to sign the meeting minutes of the Ordinary General Assembly of Shareholders.