

OTOKAR OTOMOTİV VE SAVUNMA SANAYİ A.Ş.

Acceptance of Dividend Payment

Date Posted:18.03.2019

Type of Disclosure:MED

Year:

Period:

Summary of the Disclosure	2018 Dividend Distribution Proposal				
Update Notification Flag	Yes				
Correction Notification Flag	No				
Postponed Notification Flag	No				
Board Decision Date	15.02.2019				
Date of Related General Assembly	18.03.2019				
Has the subject of dividend distribution been discussed?	Discussed				
Type of Cash Dividend Payment	Payment In Advance				
Currency Unit	TRY				
Type of Stock Dividend Payment	Will Not Be Paid				
Amount and Rate of Cash Dividend Payment					
Share Group Info	Payment	Cash Dividend To Be Paid For Share With Per Value Of 1TL – Gross (TL)	Cash Dividend To Be Paid For Share With Per Value of 1 TL - Gross (%)	Cash Dividend To Be Paid For Share With Per Value of 1 TL - Net (TL)	Cash Dividend To Be Paid For Share With Per Value of 1 TL - Net (%)
OTKAR, TRAOTKAR91H3	Payment In Advance	3,00000	300,000	2,55000	255,000
Cash Dividend Payment Dates					
Payment	Proposed Ex-Dividend Date(1)	Final Ex-Dividend Date (2)	Payment Date (3)	Record Date (4)	
Payment In Advance	25.03.2019	25.03.2019	27.03.2019	26.03.2019	
(1) The date on which the dividend will be paid by the company and the share will begin to be traded without dividend right (proposed).					
(2) The date on which the dividend will be paid by the company and the share will begin to be traded without dividend right. (finalized)					
(3) The date on which the accounts of shareholders whose shares are traded on the Stock Exchange will be deposited into..					
(4) The date on which the shareholders are identified with the share type of traded on the Stock Exchange.					
Amount and Rate of Cash Dividend Stock Dividend Payment					
Share Group Info	Amount of Stock Dividend (TL)	Rate of Stock Dividend (%)			
OTKAR, TRAOTKAR91H3	0	0			
Additional Explanations					
In our Company's 56 th General Assembly Meeting the following decisions for dividend payment of the year 2018 was made in summary.					
According to our financial tables which are audited by PwC Bağımsız Denetim ve Serbest Muhasebeci Mali Müşavirlik. A.Ş. and based on Turkish Accounting / Financial Reporting Standards (TMS/TFRS) relating to the January 1st – December 31st 2018 fiscal year 164.335.688 TL consolidated net period profit and according to the Tax Procedure Law records 125.477.082 TL current year profit was obtained and profit distribution suggestion of Board of Directors prepared in compliance with the Profit Distribution Table in the Profit Share Guide declared in accordance with the II-19.1 Dividend Communique by considering Profit Distribution Policy, long term company strategy, capital requirements of our company, investment and finance policies, profitability and cash status.					

As the contingency reserve has reached 20 % limit of the capital which exist in the registries as of the 31.12.2018 in tax procedure law, no reserve will be funded for 2018 in compliance with the Article 519 Turkish Commercial Code for the legal reserve which have to be reserved with the rate of % 5,

as stated in the profit distribution table in the annex in compliance with the Capital Market Board, Article 19th of Articles of Association of our Company and Profit Distribution Policy of our Company which was certified by the shareholders in the General Meeting that was held on 28.03.2014; in compliance with the Company's long-term strategy, investment and financing policies, profitability and cash status;

72.000.000 TL first share profit to the shareholders,
7.080.000 TL Legal Reserves
allocation will be as above

to pay total of 72.000.000 TL as the dividend to shareholders in cash,

According to the records prepared in accordance with the Tax Procedure Law, a total of 72,000,000 TL first share profit to the shareholders and 7,080,000 TL Legal Reserves, to be fully paid by current year's profit,

the profit share paid to the shareholders from the current year profit in accordance to the Tax Procedure Law and the Legal Reserves, the allocation of the remaining 46.397.082 TL shall reserve as an extraordinary reserves; the balance in the financial statements prepared in accordance with the Turkish Accounting / Financial Reporting Standards (TAS / TFRS) principle shall be calculated as TL 85.255.688 and transferred to previous year's profit,

to pay cash profit to full-fledged taxpayers and foreign-based taxpayers that make profit via business or permanent representative in Turkey with the rate of 300,000 % and 3,00000 TL gross=net profit at 1,00 TL of nominal value to one share register and to pay cash profit to other shareholders with the rate of 255,000 % and 2,55000 TL net cash profit at 1 TL nominal value to one share register and setting the profit distribution date as of 25.03.2019 has accepted by 18,877,863.33 TL positive unanimous vote.

Supplementary Documents

Appendix: 1 Dividend Distribution Proposal.pdf

Dividend Distribution Table

OTOKAR OTOMOTİV VE SAVUNMA SANAYİ A.Ş. 01.01.2018/31.12.2018 Period Dividend Payment Table(TL)

1. Paid-In/Issued Capital	24.000.000
2. Total Legal Reserves (According to Legal Records)	66.678.147

*	Based on CMB Regulations	Based on Legal Records
3. Current Period Profit	121.145.173	125.477.082
4. Taxes Payable (-)	(43.190.515)	0
5. Net Current Period Profit	164.335.688	125.477.082
6. Loses in the Previous Years (-)	0	0
7. Primary Legal Reserve (-)	0	0
8. Net Distributable Current Period Profit	164.335.688	125.477.082
Dividend Advance Distributed (-)	0	0
Dividend Advance Less Net Distributable Current Period Profit	164.335.688	125.477.082
9. Donations Made during the Year (+)	628.950	0
10. Donation-Added Net Distributable Current Period Profit on which First Dividend Is Calculated	164.964.638	0
11. First Dividend to Shareholders	0	1.200.000
* Cash	72.000.000	0
* Stock	0	0
12. Dividend Distributed to Owners of Privileged Shares	0	0
13. Other Dividend Distributed	0	0
* To the Employees	0	0
* To the Members of the Board of Directors	0	0
* To None Shareholders	0	0
14. Dividend to Owners of Redeemed Shares	0	0

15. Second Dividend to Shareholders	0	70.800.000
16. Secondary Legal Reserves	7.080.000	7.080.000
17. Statutory Reserves	0	0
18. Special Reserves	0	0
19. Extraordinary Reserves	85.255.688	46.397.082
20. Other Distributable Resources	0	0

Dividend Rate Table

Share Group	CASH DIVIDEND AMOUNT (TL) - NET	STOCK DIVIDEND AMOUNT (TL)	TOTAL DIVIDEND AMOUNT (TL) / NET DISTRIBUTABLE CURRENT PERIOD PROFIT (%)	DIVIDEND TO BE PAID FOR SHARE WITH PER VALUE OF 1 TL - NET (TL)	DIVIDEND TO BE PAID FOR SHARE WITH PAR VALUE OF 1 TL - NET (%)
- - -	61.200.000	0	37,24	2,55000	255,000
TOTAL	61.200.000	0	37,24	2,55000	255,000

Dividend Payment Table Explanation

According to our consolidated financial tables which are audited by PwC Bağımsız Denetim ve Serbest Muhasebeci Mali Müşavirlik. A.Ş. and based on Turkish Accounting / Financial Reporting Standards (TMS/TFRS) relating to the 01.01.2018-31.12.2018 fiscal year 164,335,688 TL net period profit was obtained and profit distribution suggestion of Board of Directors prepared in compliance with the attached Profit Distribution Table pursuant to the Capital Market Board's(CMB) II-14.1 "Communique on Principles of Financial Reporting in Capital Markets " by considering Profit Distribution Policy, long term company strategy, capital requirements of our company, investment and finance policies, profitability and cash status. Distribution of dividend will start on 25.03.2019 upon General Assembly's approval.

Appendix - 1

Dividend Distribution Statement

Otokar Otomotiv ve Savunma Sanayi A.Ş. Dividend Distribution Table 2018 (TL)			
1. Paid-in/Issued Capital			24.000.000
2. Total Legal Reserves (According to Legal Records)			66.678.147
Information concerning any privileges provided in the articles of association regarding profit			-
		According to CMB	According to Statutory Records
3	Current Period Profit	121.145.173	125.477.082
4	Taxes Payable (-)	(43.190.515)	-
5	Net Current Period Profit (=)	164.335.688	125.477.082
6	Losses in the Previous Years (-)		
7	Primary Legal Reserve (-)		
8	NET DISTRIBUTABLE CURRENT PERIOD PROFIT (=)	164.335.688	125.477.082
9	Donations Made during the Year (+)	628.950	
10	Donation-Added Net Distributable Current Period Profit	164.964.638	
11	First Dividend to Shareholders		1.200.000
	- Cash	72.000.000	
	- Bonus Shares		
	- Total		
12	Dividend Distributed to Owners of Privileged Shares		
13	Other Dividend Distributed		
	-To the Members of the Board of Directors		
	- To the Employees		
	- To None Shareholders		
14	Dividend to Owners of Redeemed Shares		
15	Second Dividend to Shareholders	-	70.800.000
16	Legal Reserves	7.080.000	7.080.000
17	Status Reserves		
18	Special Reserves		
19	EXTRAORDINARY RESERVES	85.255.688	46.397.082
20.	Other Distributable Resources		
	- Previous year's profit		
21.	Legal Reserves Allocated for Other Source proposed to be Distributed		-

DIVIDEND RATE TABLE

	GROUP	CASH DIVIDEND AMOUNT (TL)		TOTAL DIVIDEND AMOUNT (TL) / NET DISTRIBUTABLE CURRENT PERIOD PROFIT (%)	DIVIDEND TO BE PAID FOR SHARE WITH PER VALUE OF 1 TL	
		CASH (TL)	BONUS (TL)	RATIO (%)	AMOUNT (TL)	RATIO (%)
GROSS		72.000.000,00	0	43,81%	3,00000	300,000
	TOTAL	72.000.000,00	0	43,81%	3,00000	300,000
NET		61.200.000,00	0	37,24%	2,55000	255,000
	TOTAL	61.200.000,00	0	37,24%	2,55000	255,000

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This statement has been translated into English for informational purposes. In case of a discrepancy between the Turkish and the English versions of this disclosure statement, the Turkish version shall prevail.
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We hereby declare that our above statement is in conformity with the principles included in the Capital Market Board's Material Disclosures Communique , that it exactly reflects the entire information we received; that the information complies with our records, books and documents; that we have endeavored to obtain the correct and complete information relative to this subject and that we are responsible for the declarations made in this regard.