

OTOKAR OTOMOTİV VE SAVUNMA SANAYİ A.Ş.

Acceptance of Dividend Payment

Date Posted:15.03.2017

Type of Disclosure:MED

Year:

Period:

Summary of the Disclosure	2017 Dividend Distribution Proposal				
Update Notification Flag	Yes				
Correction Notification Flag	No				
Postponed Notification Flag	No				
Board Decision Date	13.02.2018				
Date of Related General Assembly	15.03.2018				
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	2,91667	291,667	2,47917	247,917
Cash Dividend Payment Dates					
Payment	Proposed Ex-Dividend Date(1)	Final Ex-Dividend Date (2)	Payment Date (3)	Record Date (4)	
Payment In Advance	22.03.2018	22.03.2018	26.03.2018	23.03.2018	
(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 55 th General Assembly Meeting the following decisions for dividend payment of the year 2017 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 2017 fiscal year 99.422.469 TL net period profit and according to the Tax Procedure Law records 37.839.017 TL current year profit was obtained and profit distribution suggestion of Board of Directors prepared in compliance with the Profit Distribution Table in the Share Guide declared in accordance with the II-19.1 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 31.12.2017 in tax procedure law, no reserve will be funded for 2017 in compliance with the Article 519 Turkish Commercial Code for the legal reserve which have to be reserved with the rate of % 5,

According to Financial Tables which are formed in accordance with the Turkish Accounting / Financial Reporting Standards (TMS/TFRS), the share basis is 99.999.490 TL when donations amounting 577.021 TL was added to obtained 99.422.469 TL net period profit,

According to the financial tables which are formed in accordance with the Tax Procedure Law, it is seen that 37.839.017 TL net period profit obtained and 173.264.945-TL net distributable profit has been reached.

as stated in the profit distribution table in the annex in compliance with the Capital Market Board, Article 19 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

49.999.745 TL first share profit to the shareholders,
20.000.255 TL second share profit to the shareholders,
6.880.000 TL share profit distribution from the previous year profits,
22.542.469 TL Secondary Reserve

to pay total of 70.000.000 TL as the first and second dividend to shareholders in cash,

to pay the 34.508.197 TL of 70.000.000 TL share based on our legal records from current year profit and resting 35.491.803 TL from the previous year profits and to pay 3.330.820 TL of 6.880.000 TL as the Secondary Reserve from the current year profit and 3.549.180 TL from the extraordinary reserves,

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 291,667 % and 2,91667 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 247,917 % and 2,47917 TL net cash profit at 1 TL nominal value to one share register and setting the profit distribution date as of 22.03.2018 has accepted by 18.129.996.83 TL positive unanimous vote.

Supplementary Documents

Appendix: 1 Dividend Distribution Proposal.pdf

Dividend Distribution Table

OTOKAR OTOMOTİV VE SAVUNMA SANAYİ A.Ş. 01.01.2017/31.12.2017 Period Dividend Payment Table(TL)

1. Paid-In/Issued Capital	24.000.000
2. Total Legal Reserves (According to Legal Records)	59.798.147

*	Based on CMB Regulations	Based on Legal Records
3. Current Period Profit	90.705.876	37.839.017
4. Taxes Payable (-)	(8.716.593)	-
5. Net Current Period Profit	99.422.469	37.839.017
6. Loses in the Previous Years (-)		
7. Primary Legal Reserve (-)		
8. Net Distributable Current Period Profit	99.422.469	37.839.017
Dividend Advance Distributed (-)		
Dividend Advance Less Net Distributable Current Period Profit	99.422.469	62.706.571
9. Donations Made during the Year (+)	577.021	
10. Donation-Added Net Distributable Current Period Profit on which First Dividend Is Calculated	99.999.490	
11. First Dividend to Shareholders		1.200.000
* Cash	49.999.745	
* Stock		
12. Dividend Distributed to Owners of Privileged Shares		
13. Other Dividend Distributed		
* To the Employees		

* To the Members of the Board of Directors		
* To None Shareholders		
14. Dividend to Owners of Redeemed Shares		
15. Second Dividend to Shareholders	20.000.255	33.308.197
16. Secondary Legal Reserves	6.880.000	3.330.820
17. Statutory Reserves		
18. Special Reserves		
19. Extraordinary Reserves	22.542.469	
20. Other Distributable Resources		35.491.803

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 (%)
- - -	59.500.000	0	60	2,47917	247,917
TOTAL	59.500.000	0	60	2,47917	247,917

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/IFRS) relating to the 01.01.2017-31.12.2017 fiscal year 99.422.469 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 22.03.2018 upon Great Assembly's approval.

Appendix - 1

Dividend Distribution Statement

Otokar Otomotiv ve Savunma Sanayi A.Ş. Dividend Distribution Statement 2017 (TL)			
1. 1.Paid-in / Issued Capital		24.000.000	
2. General Legal Reserves (as per Statutory Records)		59.798.147	
Information concerning any privileges provided in the articles of association regarding profit distribution		-	
		According to CMB	According to Statutory Records
3	Profit for the Period	90.705.876	37.839.017
4	Taxes Payable (-)	(8.716.593)	-
5	Net Profit for the Period (=)	99.422.469	37.839.017
6	Retained Losses (-)		
7	Legal Reserve (-)		
8	NET DISTRIBUTABLE PROFIT FOR THE PERIOD	99.422.469	37.839.017
9	Donations made during the year (+)	577.021	
10	Net Distributable Profit for the Period including Donations	99.999.490	
11	Primary Dividend to Shareholders		1.200.000
	- Cash	49.999.745	
	- Bonus Shares		
	- Total		
12	Dividend Paid to Holders of Preferred Shares		
13	Other Dividend Paid		
	- to Board Members		
	- to Employess		
	- to Parties Other Than Shareholders		
14	Dividend Paid to holders of usufruct right certificates		
15	Secondary Dividend to Shareholders	20.000.255	33.308.197
16	Legal Reserves	6.880.000	3.330.820
17	Status Reserves		
18	Special Reserves		
19	EXTRAORDINARY RESERVES	22.542.469	-
20.	Other sources proposed to be Distributed		
	- Retained Earnings		35.491.803
21.	Legal Reserves Allocated for Other Source proposed to be Distributed		3.549.180

DIVIDEND RATIO TABLE

	GROUP	TOTAL DISTRIBUTED DIVIDEND (TL)		TOTAL DISTRIBUTED DIVIDEND / NET DISTRIBUTABLE DIVIDEND FOR THE PERIOD	DIVIDEND PER SHARE AT PER VALUE OF 1 TL	
		CASH (TL)	BONUS (TL)	RATIO (%)	AMOUNT (TL)	RATIO (%)
GROSS	-	70.000.000	0	70%	2,91667	291,667
	TOTAL	70.000.000	0	70%	2,91667	291,667
NET	-	59.500.000	0	60%	2,47917	247,917
	TOTAL	59.500.000	0	60%	2,47917	247,917

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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.