

## PROXY

**TO: OTOKAR OTOMOTİV VE SAVUNMA SANAYİ A.Ş.  
Chairman of the General Meeting**

I/we appoint Mr/Mrs/Ms ..... as my/our proxy to represent me/us and to cast vote, make proposal and sign the necessary documents for and on behalf of me/us in accordance with my/our views stated below, at the annual general meeting of shareholders of OTOKAR OTOMOTİV VE SAVUNMA SANAYİ A.Ş. to be held at the address of Divan İstanbul Elmadağ, Asker Ocağı Cad. No. 1 Şişli, İstanbul at 11:00 am on Wednesday, 14.03.2012.

### **A) SCOPE OF AUTHORITY OF REPRESENTATION**

- a) The proxy is authorized to cast vote in line with his/her view on all issues in the agenda.
- b) The proxy is authorized to cast vote in line with the following instructions on the issues in the agenda:

Instructions: (write special instructions here)

- c) The proxy is authorized to cast vote in line with the recommendations of the management of the company.
- d) The proxy is authorized to cast vote on issues arising in the course of the meeting in line with the following instructions. (If no instruction is stated, the proxy can cast vote freely.)

Instructions: (write special instructions here)

### **B) OF THE SHARE OWNED BY THE SHAREHOLDER:**

- a) Number-nominal value : .....
- b) Any voting privilege : .....
- c) Bearer-Registered Nominative : .....
- d) Blockage form of shares : .....

NAME AND LAST NAME OR TRADE : .....

NAME OF THE SHAREHOLDER : .....

ADDRESS : .....

Notes: In the section (A), chose one of the items (a), (b) and (c). If either of the items (b) and (d) is chosen in the section (A), the instruction must be written clearly. In the section (B), the MKK blockage form referred in the item (d) will be attached to the proxy.