



TOFAŞ TÜRK OTOMOBİL FABRİKASI A.Ş.

TOFAŞ TÜRK OTOMOBİL FABRİKASI A.Ş. FROM THE CHAIRMANSHIP OF THE BOARD OF DIRECTORS

NOTICE TO OUR SHAREHOLDERS REGARDING THE ALLOCATION OF PROFIT AND CASH DIVIDEND PAYMENT

This is the notice to our shareholders regarding that a cash dividend payment and profit allocation totaling to **TL 36.000.000** corresponding to a rate of **7.2%** be made to our Shareholders on 13.04.2009 pursuant to decision 2009/04 of our Board of Directors dated 10.03.2009 as further decided in the Shareholders' Ordinary General Meeting of our Company dated **31.03.2009**.

METHOD OF APPLICATION:

Accordingly, the profit share of **2008** will be distributed on the specified dates as follows;

- the 7.2% and 0.072 Kr gross=net cash dividend corresponding to one share with 1 Kr nominal value (7.2 Kr for 1 TL nominal share) applicable for full fledged taxpayer enterprises, and foreign-based taxpayer enterprise partners receiving dividend through an office and permanent representative in Turkey,
- the 7.2% and 0.072 Kr gross and 0.0612 Kr net cash dividend corresponding to one share with 1 Kr nominal value (6.12 Kr for 1 TL nominal share) applicable for all other shareholders.

Payment of dividends for dematerialized shares will be carried out by the Central Registry Agency in accordance with the regulations of Capital Market Board on the dematerialization system.

As stated in the General Circular 294 of the Central Registry Agency, shareholders that fail to complete dematerialization of their shares will not be distributed the dividends that accrued after 31.12.2007 over their shares which are not dematerialized as long as they fail to complete the dematerialization of their shares and their dividends will be distributed only after dematerialization of their shares pursuant to Temporary Article 6 of the Capital Market Law. In this context, our Shareholders, who physically have their shares which are not monitored in line with the regulations on dematerialization system, are required to complete dematerialization of their shares in order to receive their profit shares.

For further information, you may contact Corporate Governance and Shareholder Relations Unit at the **Company Head Office**. We also hereby kindly request our Shareholders, who physically have their shares, to apply to the said Unit at the Company Head Office for exercising their rights and dematerialize their shares before 31.12.2007. Afterwards, they are required to apply Yapı Kredi Yatırım Menkul Değerler A.Ş. who carries out dematerialization proceedings on behalf of our Company.

APPLICATION LOCATIONS:

Payment of cash dividend will be deposited by CRA in the investment accounts of our shareholders as of 13.04.2009 as per the records retained by the **Central Registry Agency**. Furthermore, since the distribution of dividends for shareholders that still hold their shares physically will be carried out upon completion of the abovementioned dematerialization transactions, they may apply to the Head Office of **Yapı Kredi Yatırım Menkul Değerler A.Ş.** (Yapı Kredi Plaza-Levent/Istanbul) and the following branch offices of **Yapı Kredi Bankası A.Ş.** until 31.12.2009.

- **Istanbul**, Kadıköy Altıyol Branch, Caddebostan Bağdat Street Branch, Feneryolu Branch, Kartal Branch, Suadiye Branch, Harbiye Branch, Nuruosmaniye Branch, Etiler Nispetiye Street Branch, Yeditepe Branch, Yeniköy Yalılar Branch, Beylikdüzü Branch, Bakırköy Dikilitaş Branch,
- **Ankara**, Ankara Branch, Çankaya Cinnah Branch, Bahçelievler Branch,
- **Izmir**, Izmir Branch, Karşıyaka Yalı Branch, Bornova Hükümet Konağı Branch,
- **Bursa**, Fomara Branch,
- **Balıkesir**, 6 Eylül Branch,
- **Kocaeli**, Kocaeli Branch, Gebze Çarşı Branch,
- **Antalya**, Aspendos Bulvarı Branch,
- **Konya**, Selçuklu Branch,
- **Denizli**, Denizli Branch,
- **Eskişehir**, Porsuk Branch,
- **Adana**, Çukurova Branch,
- **Mersin**, Mersin Branch,
- **Erzurum**, Cumhuriyet Branch,
- **Kayseri**, 27 Mayıs Branch,
- **Diyarbakır**, Dağkapı Branch,

The transactions at these branches will be carried out at 09.00-12.00 / 14.00-16.00 hours.

Afterwards, the dividend distribution will be continued on our **Head Office** without a time limit in line with the dematerialization of shares of our shareholders.

Full fledged taxpayer legal persons and foreign-based taxpayer entities that will receive dividend are liable to present their taxpayer status information to the Intermediary Institution or the Bank during their application.

Yours Sincerely,

TOFAŞ Türk Otomobil Fabrikası A.Ş.

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(0212) 275 29 60 (pbx)

MKK Merkezi Kayıt Kuruluşu A.Ş.

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Tel : (0212) 334 57 00 (pbx)

YAPI KREDİ Yatırım Menkul Değerler A.Ş.

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Levent 34330 İstanbul

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