

LETTER OF PROXY
DOĞUŞ OTOMOTİV SERVİS VE TİCARET A.Ş.

I/We hereby designate _____ introduced in detail below, as my/our representative, authorized to represent me/us, vote, propose and sign the necessary documents on my/our behalf in line with the instructions given below, at the ordinary general assembly meeting of Doğuş Otomotiv Servis ve Ticaret A.Ş. to be held at 10:00 on Thursday, March 27, 2014 at the address "Muallim Naci Caddesi, No: 26, Bentley İstanbul Showroom, Ortaköy-Besiktaş/İstanbul".

Proxy's (*);

Name/Commercial Title: _____

Republic of Turkey Identity No. /Tax ID, Trade Registry and No., and MERSİS No.:

(*) Foreign proxies are required to submit the equivalent of the abovementioned information, if applicable.

A) SCOPE OF REPRESENTATION

In Sections 1 and 2, one of the options indicated in (a), (b) or (c) shall be chosen to determine the scope of representation.

1. Concerning the Items of the General Meeting Agenda;

a) The proxy is authorized to vote in line with her/his own opinion.

b) The proxy is authorized to vote in line with the suggestions of the management of the corporation.

c) The proxy is authorized to vote in line with instructions given in the table below.

Instructions:

In case of option (c) chosen by the shareholder, item-specific instructions are given by marking one of the options (affirmative-negative) in front of agenda item, and if negative is chosen, by giving the minute of dissent, if applicable, to be annexed in the general assembly minutes.

Agenda Items (*)	Affirmative	Negative	Minute of Dissent
1. Opening and forming of the meeting's Presidential Board;			
2. Reading the Annual Report of the Board of Directors and the independent auditors report for discussion and approval;			
3. Clearing of members of the Board of Directors of liability related to their activities in the activity year;			
4. Clearing of the Statutory Auditors of liability related to their activities in the activity year;			
5. Determining the attendance fees for Members of the Board of Directors;			
6. Electing the Independent Audit Firm proposed by the Board of Directors for the year 2014 as the company auditor;			
7. Presenting the "Profit Distribution Policy" for discussion and approval;			
8. Determining the usage, distribution and dividend share of profits obtained in the activity year;			
9. Informing the shareholders about the donations and grants made in the activity year;			
10. Informing the shareholders about the transactions made with related parties in the activity year;			
11. Informing the shareholders about guarantees, securities and mortgages granted to the third parties in the activity year;			

12. Authorization of controlling shareholders, members of the Board of Directors and senior executives, their spouses and blood relatives and relatives by virtue of marriage up to second degree in accordance with Articles 395 and 396 of the Turkish Commercial Code and the regulations of the Capital Markets Board, to carry out such transactions that may lead to conflict of interest, and to compete, with the Company and its subsidiaries, and submitting the transactions carried out in this context during the relevant activity period to the shareholders' knowledge.			
13. Wishes and closing.			

(*)The items included in the agenda of the General Assembly are listed individually. If there is a separate draft resolution by minority shareholders, this shall also be specified in order for proxy voting.

2. Special instructions regarding issues that may emerge during the General Assembly meeting and especially in the exercise of minority rights:

- a) The proxy is authorized to vote in line with her/his own opinion.
- b) The proxy is not authorized to represent in these issues.
- c) The proxy is authorized to vote in line with the special instructions given below.

SPECIAL INSTRUCTIONS; If applicable, shareholder's special instructions to the proxy shall be listed here.

B) Shareholder shall select from the options below to specify the shares to be represented by the proxy.

1. I authorize my proxy to represent the shares detailed below.

a) Group and serial number *	:
b) Number/Group **	:
c) Quantity – Nominal Value	:
ç) Whether they have voting privileges	:
d) Whether they are in registered or in bearer form *	:
e) Percentage in total shares/votes held by the shareholder	:

* Not required for shares monitored on record

** Instead of number, group information shall be used for shares monitored on record, if applicable

2. I authorize my proxy to represent all shares belonging to me as specified on the list of shareholders entitled to attend the general assembly meeting, which is issued by MKK one day prior to the general assembly date.

SHAREHOLDER'S NAME or TITLE (*)

Republic of Turkey Identity No. /Tax ID, Trade Registry and No., and MERSİS No.:

Address: _____

(*) Foreign shareholders are required to submit the equivalent of the abovementioned information, if applicable.

SIGNATURE

Note: Letter of proxy or the attached signature circular must be notarized as per Article 8 of the Capital Markets Board Communiqué No. II-30.1.