TÜRK TRAKTÖR VE ZİRAAT MAKİNELERİ A.Ş.
SCENARIO FOR 56TH GENERAL ASSEMBLY MEETING

1- Opening and Election of the Presidential Board

2- Reading and discussing the report of the Board of Directors and Auditor's Report including reports of the Independent Audit Company (Başaran Nas Serbest Muhasebeci Mali Müşavirlik A.Ş - a member of PricewaterhouseCoopers) concerning the activities and accounts for the year 2009; discussing the balance sheet and income statements for the year 2009 and submission for the approval of the General Assembly,

3- Acquitting the members of the Board of Directors and Auditors separately due to the accounts and activities of the company for the year 2009,

4- Selection of BOD members and determination of their service term,

5- Selection of auditors and determination of their service term,

6- Determination of monthly gross remunerations of BOD members and auditors,

7- Full adoption, acceptance by certain changes, or rejection of the Board of Directors' proposal with respect to distribution of the profit for 2009 and date of such profit distribution,

8- Obtaining information for the shareholders regarding our dividend policy according to the Corporate Governance Principles,

9- Approval of the selection of the Independent External Auditing Company in connection with the regulation on Independent External Audit determined by the Capital Markets Board,

10- Giving General Assembly the information about donations granted for charitable purposes to funds and associations 2009,

11- In the case that necessary permissions are obtained from Capital Markets Board and Ministry of Industry and Trade, taking decision on amendments to the article numbered 3 entitled Purpose and Subjects of Activity and article 14 entitled Board of Directors of the Articles of Association,

12- Obtaining information for the general assembly regarding the assurance, pledge, mortgage and bail given in favor of third parties in 2009,

13- Obtaining information regarding the Disclosure Policy of the company in parallel with the Corporate Governance Principles,

14- Approval of the corporate governance committee which was established for strenghtening the adaptation level of the Corporate Governance Principles of Capital Markets Board,

15- Granting of permission to BOD members in accordance with Articles 334 and 335 of Turkish Commercial Code so that they may involve in business activities in the same areas as those of the Company, directly on their own or in the name of others, hold shares in other companies which engage in similar lines of business, and carry out other transactions,

16- Authorization of the Meeting Chairmanship Council for signing the minutes of General Assembly without any need for further signatures,

17- wishes