APPENDIX/2 Proposal of the Board of Directors for the Distribution of 2019 Profit and the Proposed Profit Distribution Table

Dividend Distribution Table of Türk Traktör ve Ziraat Makineleri A.Ş. for 2019 (TL)			
1. Paid-Up/Issued Capital			**53,369,000.00**
2. Total Legal Reserve Fund (According to legal records)			**135,620,450.25**
Information relating to preferences, if any on dividend distribution according to articles of association			**None**
		According to CMB	According to Legal Records (LR)
3.	**Profit for the Period**	109,257,672.00	46,504,585.95
4.	**Taxes Payable (-)**	-2,635,794.00	0.00
5.	**Net Profit for the Period (=)**	111,893,466.00	46,504,585.95
6.	**Losses from Previous Years (-)**		
7.	**General Legal Reserve Fund (-)**		
8	**NET DISTRIBUTABLE PROFIT (=)**	111,893,466.00	46,504,585.95
9.	Donations of the Year **(+)**	1,880,662.00	
10.	**Net Distributable Profit of the Period Including Donations**	113,774,128.00	46,504,585.95
11.	**Primary Dividend to Shareholders**		
	- Cash	68,264,476.80	2,668,450.00
	- Bonus Share		
	- Total		
12.	**Dividends Paid to Privileged Shareholders**		
13.	**Other Distributed Dividend**		
	- To the Members of the Board		
	- To the Employees		
	- To the Others Who are not Shareholder		
14.	**Dividend Distributed to the Owners of Dividend Right Certificate**		
15.	**Secondary Dividend to Shareholders**	31,735,523.20	39,851,032.68
16.	**General Legal Reserve Fund**	9,733,155.00	3,985,103.27
17.	**Statutory Reserves**		
18.	**Special Reserves**		
19.	**EXCESS RESERVES**	2,160,311.00	0.00
20.	**Other Resources that Assumed to be Distributed**		57,480,517.32
	- From Excess Reserves		57,480,517,32
	- From Other Capital Reserves		---
	- From Legal Reserves		---
21.	**General Legal Reserve Fund for Other Resources that Assumed to be Distributed**		5,748,051.73
	- From Excess Reserves		5,748,051.73
	- From Legal Reserves		---

Profit Share Rates Table

	GROUP	TOTAL DISTRIBUTED DIVIDEND AMOUNT- GROSS		TOTAL DISTRIBUTED DIVIDEND AMOUNT / NET DISTRIBUTABLE PROFIT	DIVIDEND CORRESPONDING TO ONE SHARE OF 1 TL NOMINAL VALUE - NET	
		CASH (TL)	BONUS SHARE (TL)	RATE (%)	AMOUNT (TL)	RATE (%)
NET	A	37,500,000	-	33.51%	1.87375	187.37469
	B	37,500,000	-	33.51%	1.78006	178.00596
	C	25,000,000	-	22.34%	1.59268	159.26849
	TOTAL	**100,000,000**		**89.37%**		

(1) There is not privileged right for dividend.
(2) A Group shares are holding by the resident taxpayer shareholders, thus 0% withholding tax is calculated.
(3) Foreign-based taxpayer shareholder CNHI Österreich is holding B group shares. Due to the agreement to avoid double taxation between Austria and Turkey, withholding tax is calculated 5%.
(4) 15% withholding tax calculated for the remaining C group share owners.