

Türk Traktör ve Ziraat Makineleri A.Ş.

**Convenience translation into English of condensed financial
statements and independent review report for the interim
period between
January 1 – September 30, 2016 (originally issued in Turkish)**

**TÜRK TRAKTÖR VE ZİRAAT MAKİNELERİ A.Ş. INTERIM STATEMENTS OF
FINANCIAL POSITION FOR JANUARY 1 - SEPTEMBER 30, 2016**

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TÜRK TRAKTÖR VE ZİRAAT MAKİNELERİ A.Ş.

**INTERIM STATEMENT OF FINANCIAL POSITION
AS OF SEPTEMBER 30, 2016**

(Amounts expressed in Turkish Lira ("TL") unless otherwise indicated.)

		Current period Unaudited	Prior period Audited
		30 September 2016	31 December 2015
	Notes		
ASSETS			
CURRENT ASSETS		1.391.305.263	1.374.126.059
Cash and cash equivalents	3	112.309.594	244.280.765
Trade receivables:			
- <i>Other parties</i>	5	457.208.119	362.584.747
- <i>Related parties</i>	20	95.961.687	107.740.947
Inventories	6	586.444.247	517.663.175
Prepaid expenses	9	1.368.561	554.894
Assets related to current period taxes	18	-	15.947.252
Other current assets	9	138.013.055	125.354.279
NON-CURRENT ASSETS		724.535.716	641.922.277
Trade receivables, other parties	5	4.205.077	5.310.473
Other receivables, other parties		481.361	358.030
Property, plant and equipment	7	453.151.799	469.389.061
Intangible assets	8	153.310.435	120.890.449
Prepaid expenses	10	6.122.619	2.082.459
Deferred tax assets	18	107.264.425	43.891.805
TOTAL ASSETS		2.115.840.979	2.016.048.336

The financial statements prepared as at and for the period ended September 30, 2016 have been approved by the Board of Directors on October 27, 2016.

The accompanying notes form an integral part of these financial statements.

TÜRK TRAKTÖR VE ZİRAAT MAKİNELERİ A.Ş.

**INTERIM STATEMENT OF FINANCIAL POSITION
AS OF SEPTEMBER 30, 2016**

(Amounts expressed in Turkish Lira ("TL") unless otherwise indicated.)

		Current period Unaudited 30 September 2016	Prior period Audited 31 December 2015
	Notes		
LIABILITIES			
CURRENT LIABILITIES			
		670.234.197	853.636.480
Short-term financial liabilities	4	504.337	-
Short-term portion of long term financial liabilities	4	179.519.329	206.845.070
Trade payables:			
- <i>Other parties</i>	5	350.206.820	508.366.554
- <i>Related parties</i>	20	16.793.180	44.000.627
Employee benefit obligations	12	17.725.784	15.551.267
Other payables, other parties		7.766.848	14.022.497
Government incentives and aids	9	3.124.394	3.066.415
Deferred income	9	27.768.592	21.273.777
Current income tax liabilities	18	20.276.495	-
Short-term provisions:			
- <i>Provision for employee benefits</i>	11	2.226.001	1.561.738
- <i>Other provisions</i>	11	44.322.417	38.948.535
NON-CURRENT LIABILITIES			
		825.438.144	511.504.451
Long-term financial liabilities	4	776.656.687	465.936.348
Long-term provisions:			
- <i>Provision for employee benefits</i>	11	17.884.181	15.598.307
- <i>Other provisions</i>	11	30.897.276	29.969.796
SHAREHOLDERS' EQUITY			
		620.168.638	650.907.405
Equity attributable to parent			
Paid-in share capital	13	53.369.000	53.369.000
Adjustments to share capital	13	39.014.356	39.014.356
Merger reserve		(5.569.000)	(5.569.000)
Restricted profit reserves		199.995.507	170.262.352
Other accumulated comprehensive income/expense not to be reclassified to profit or loss			
- Actuarial loss arising from defined benefit plans		(13.445.678)	(10.547.680)
Other accumulated comprehensive income/expense to be reclassified to profit or loss			
-Losses on cash flow hedges		(3.960.600)	-
Retained earnings		74.645.222	147.578.812
Net income for the period		276.119.831	256.799.565
TOTAL LIABILITIES			
		2.115.840.979	2.016.048.336
Provisions, contingent assets and liabilities	11		

The accompanying notes form an integral part of these financial statements.

TÜRK TRAKTÖR VE ZİRAAT MAKİNELERİ A.Ş.

**INTERIM STATEMENTS OF PROFIT
OR LOSS AND OTHER COMPREHENSIVE INCOME SEPTEMBER 30, 2016**

(Amounts expressed in Turkish Lira ("TL") unless otherwise indicated.)

		Current period Unaudited		Prior period Unaudited	
		1 January - 30 September 2016	1 July - 30 September 2016	1 January - 30 September 2015	1 July - 30 September 2015
	Notes				
Revenue	14	2.503.741.783	680.294.263	2.342.760.443	851.502.323
Cost of sales (-)	14	(1.974.465.570)	(521.334.068)	(1.902.682.705)	(679.904.885)
GROSS PROFIT		529.276.213	158.960.195	440.077.738	171.597.438
Marketing expenses (-)		(129.134.426)	(38.409.153)	(113.527.348)	(42.609.982)
General administrative expenses (-)		(57.265.561)	(20.780.390)	(43.622.310)	(16.903.110)
Research and development expenses (-)		(9.861.646)	(3.192.565)	(8.323.309)	(3.467.011)
Other income from operating activities	15	156.480.616	78.549.017	315.645.249	89.742.771
Other expenses from operating activities (-)	15	(136.113.527)	(64.239.289)	(289.518.173)	(70.537.170)
OPERATING PROFIT		353.381.669	110.887.815	300.731.847	127.822.936
Income from investing activities		29.696	29.696	21.438	-
Expenses from investing activities (-)		(17.885)	-	(1.725)	-
OPERATING PROFIT BEFORE FINANCIAL INCOME / (EXPENSES)		353.393.480	110.917.511	300.751.560	127.822.936
Financial income	16	25.776.474	5.233.109	67.465.982	35.013.722
Financial expenses (-)	17	(96.739.784)	(40.147.577)	(154.677.582)	(82.932.341)
PROFIT BEFORE TAXATION ON INCOME		282.430.170	76.003.043	213.539.960	79.904.317
Taxes on income (-)	18	(67.968.310)	(16.908.017)	(61.139.339)	(22.896.404)
Deferred tax income	18	61.657.971	2.950.172	24.825.549	7.760.186
NET PROFIT FOR THE PERIOD		276.119.831	62.045.198	177.226.170	64.768.099
Attribution of net profit for the period:					
Non-controlling interest					
Equity holders of the parent		276.119.831	62.045.198	177.226.170	64.768.099
Other comprehensive income/ (expense)					
Other accumulated comprehensive income/expense not to be reclassified to profit or loss					
Actuarial loss arising from defined benefit plans	11	(3.622.497)	(2.666.106)	(10.902.336)	(1.973.846)
Actuarial loss arising from defined benefit plans, tax effect	18	724.499	533.221	2.180.467	394.769
Other accumulated comprehensive income/expense to be reclassified to profit or loss					
Other comprehensive loss arising from cash flow hedges		(4.950.750)	(4.950.750)	-	-
Other comprehensive loss arising from cash flow hedges,tax effect	18	990.150	990.150	-	-
Other comprehensive expense after tax		(6.858.598)	(6.093.485)	(8.721.869)	(1.579.077)
TOTAL COMPREHENSIVE INCOME		269.261.233	55.951.713	168.504.301	63.189.022
Earnings per share (TL)	19	0,0517	0,0116	0,0332	0,0121

The accompanying notes form an integral part of these financial statements.

(CONVENIENCE TRANSLATION INTO ENGLISH OF CONDENSED INTERIM FINANCIAL STATEMENTS ORIGINALLY ISSUED IN TURKISH (NOTE 2.6))

TÜRK TRAKTÖR VE ZİRAAT MAKİNELERİ A.Ş.

CHANGES IN SHAREHOLDERS' EQUITY

FOR THE INTERIM PERIOD BETWEEN JANUARY 1 – SEPTEMBER 30, 2016

(Amounts expressed in Turkish Lira ("TL") unless otherwise indicated.)

				Other comprehensive income or expense items not to be reclassified to profit or loss	Other comprehensive income or expense items to be reclassified to profit or loss				
	Paid-in share capital	Adjustment to share Capital	Merger reserve	Actuarial gain/ (loss) arising from defined benefit plans	Losses on cash flow hedges	Restricted profit reserves	Retained earnings	Net profit for the period	Total shareholders' equity
1 January 2016	53.369.000	39.014.356	(5.569.000)	(10.547.680)	-	170.262.352	147.578.812	256.799.565	650.907.405
Transfers	-	-	-	-	-	29.733.155	227.066.410	(256.799.565)	-
Dividends paid	-	-	-	-	-	-	(300.000.000)	-	(300.000.000)
Comprehensive income									
Net profit for the period	-	-	-	-	-	-	-	276.119.831	276.119.831
Other comprehensive income									
Actuarial loss arising from defined benefit plans	-	-	-	(2.897.998)	-	-	-	-	(2.897.998)
Losses on cash flow hedges	-	-	-	-	(3.960.600)	-	-	-	(3.960.600)
Total other comprehensive expense	-	-	-	(2.897.998)	(3.960.600)	-	-	-	(6.858.598)
Total comprehensive income	-	-	-	(2.897.998)	(3.960.600)	-	-	276.119.831	269.261.233
30 September 2016	53.369.000	39.014.356	(5.569.000)	(13.445.678)	(3.960.600)	199.995.507	74.645.222	276.119.831	620.168.638

The accompanying notes form an integral part of these financial statements.

TÜRK TRAKTÖR VE ZİRAAT MAKİNELERİ A.Ş.**CHANGES IN SHAREHOLDERS' EQUITY****FOR THE INTERIM PERIOD BETWEEN JANUARY 1 – SEPTEMBER 30, 2016**

(Amounts expressed in Turkish Lira ("TL") unless otherwise indicated.)

				Other comprehensive income or expense items not to be reclassified to profit or loss				
	Paid-in share capital	Adjustment to share capital	Merger reserve	Actuarial gain/ (loss) arising from defined benefit plans	Restricted profit reserves	Retained earnings	Net profit for the period	Total shareholders' equity
1 January 2015	53.369.000	39.014.356	(5.569.000)	207.195	143.902.267	212.851.625	261.087.272	704.862.715
Transfers	-	-	-	-	19.733.155	241.354.117	(261.087.272)	-
Dividends paid	-	-	-	-	-	(200.000.000)	-	(200.000.000)
Comprehensive income								
Net profit for the period	-	-	-	-	-	-	177.226.170	177.226.170
Other comprehensive income								
Actuarial loss arising from defined benefit plans	-	-	-	(8.721.869)	-	-	-	(8.721.869)
Total other comprehensive expense	-	-	-	(8.721.869)	-	-	-	(8.721.869)
Total comprehensive income	-	-	-	(8.721.869)	-	-	177.226.170	168.504.301
30 September 2015	53.369.000	39.014.356	(5.569.000)	(8.514.674)	163.635.422	254.205.742	177.226.170	673.367.016

The accompanying notes form an integral part of these financial statements.

TÜRK TRAKTÖR VE ZİRAAT MAKİNELERİ A.Ş.

CASH FLOWS

FOR THE INTERIM PERIOD BETWEEN JANUARY 1 – SEPTEMBER 30, 2016

(Amounts expressed in Turkish Lira (“TL”) unless otherwise indicated.)

		Current period Unaudited 30 September 2016	Prior period Unaudited 30 September 2015
A. CASH FLOWS FROM OPERATING ACTIVITIES		15.293.544	172.689.086
Net profit for the period		276.119.831	177.226.170
Adjustments to reconcile net profit:		128.151.859	170.415.814
Amortization and depreciation	7,8	40.951.978	35.784.263
Provision for impairment on inventories	6	(140.533)	9.530.858
Provision for employee termination benefits		3.206.064	2.692.079
Provision for doubtful receivables	15	4.222.758	7.770.491
Other provision		6.301.357	20.243.538
Interest income and expense	16, 17	55.149.020	33.789.458
Tax expense	18	6.310.339	36.313.790
Gain/ loss from sales of property plant and equipment		(11.811)	(19.713)
Non-cash items		12.162.687	24.311.050
Changes in working capital		(353.355.159)	(132.309.918)
Trade receivables		(96.971.642)	(110.762.702)
Due from related parties		14.529.748	(56.827.818)
Inventories		(67.603.397)	(55.398.605)
Other current assets		(12.658.776)	15.615.843
Other receivables		(123.332)	(738)
Prepaid expenses		(4.853.826)	4.415.725
Due to related parties		(27.356.217)	(26.572.157)
Trade payables		(160.452.684)	105.233.104
Deferred income		6.216.099	(6.001.809)
Other liabilities		(6.255.649)	(6.444.948)
Employee termination benefits liabilities		2.174.517	4.434.187
Net cash provided by operating activities		50.916.531	215.332.066
Provision for employee termination benefits paid	11	(3.878.424)	(7.939.063)
Tax paid		(31.744.563)	(34.703.917)
B. CASH FLOWS FROM INVESTING ACTIVITIES		(56.786.189)	(56.814.815)
Proceeds from sales of property, plant and equipment and intangible assets		84.915	138.676
Payments for purchases of property, plant and equipment and intangible assets		(57.207.799)	(57.207.829)
Proceeds from government grants	9	336.695	254.338
C. CASH FLOWS FROM FINANCING ACTIVITIES		(92.618.796)	(153.544.706)
Proceeds from bank borrowings		975.166.186	390.182.867
Repayment of bank borrowings		(713.776.773)	(314.640.995)
Dividends paid	13	(300.000.000)	(200.000.000)
Interest paid		(59.408.258)	(35.811.255)
Interest received		5.400.049	6.724.677
NET INCREASE/ (DECREASE) IN CASH AND CASH EQUIVALENTS BEFORE CURRENCY TRANSLATION DIFFERENCES (A+B+C)		(134.111.441)	(37.670.435)
D. EFFECT OF CURRENCY TRANSLATION DIFFERENCES ON CASH AND CASH EQUIVALENTS		1.924.524	16.506.710
NET INCREASE/ (DECREASE) IN CASH AND CASH EQUIVALENTS (A+B+C+D)		(132.186.917)	(21.163.725)
E. CASH AND CASH EQUIVALENTS AT THE BEGINNING OF THE PERIOD	3	244.162.165	268.594.918
CASH AND CASH EQUIVALENTS AT THE END OF THE PERIOD (A+B+C+D+E)	3	111.975.248	247.431.193

The accompanying notes form an integral part of these financial statements.

TÜRK TRAKTÖR VE ZİRAAT MAKİNELERİ A.Ş.

EXPLANATORY NOTES TO THE INTERIM FINANCIAL STATEMENTS BETWEEN JANUARY 1 - SEPTEMBER 30, 2016 (Continued)

(Amounts expressed in Turkish Lira (TL), unless otherwise indicated)

NOTE 1 - ORGANISATION AND NATURE OF OPERATIONS

Türk Traktör ve Ziraat Makineleri A.Ş. (the “Company”) was established in 1954 in Ankara, as Minneapolis Moline Türk Traktör ve Ziraat Makineleri A.Ş. to undertake the manufacturing and trade of farm tractors, harvesters and other agricultural machinery and equipment. The name of the Company was changed as Türk Traktör Ziraat Makineleri A.Ş. in 1968 upon the purchase of 25% of the shares held by Ege Makina ve Ticaret A.Ş., a group company of the Koç Holding A.Ş. (“Koç Holding”). As of September 30, 2016, major shareholders of the Company are Koç Holding and CNHI Osterreich GmbH (“CNHI Osterreich”) (Note 13). The number of personnel working within the Company as of September 30, 2016 is 3.216. (Permanent: 2.932 temporary: 284) (December 31 2015: 3.129 (Permanent: 2.612, temporary: 517)).

The Company conducts marketing and selling activities in the domestic market, through its 134 sales dealers and 103 spare part dealers and 57 heavy construction equipment dealers (December 31, 2015: 137 sales dealers, 98 spare part dealers, 52 heavy construction equipment dealers).

The Company signed an import and distribution agreement providing after-sales services for activities such as domestic oriented sales and marketing for CNHI International SA, New Holland and Case branded imported construction equipment.

The Company is registered in Turkey in the following address:
Gazi Mahallesi, Anadolu Bulvarı No:52 – 52 A 06560
Yenimahalle Ankara

As of September 30, 2016, the free float of the Company whose shares are traded in the Borsa Istanbul (“BİST”) is 24,89% (December 31, 2015: 24,89%) (Note 13).

NOTE 2 - BASIS OF PRESENTATION OF FINANCIAL STATEMENTS

2.1 Basis of presentation

The main accounting policies used for preparing the Company’s financial statements are stated below:

Principles governing the preparation of financial statements

The financial statements and disclosures have been prepared in accordance with the communiqué numbered II-14,1 “Communiqué on the Principles of Financial Reporting In Capital Markets” (the Communiqué) announced by the Capital Markets Board (“CMB”) on June 13, 2013 which is published on Official Gazette numbered 28676. In accordance with article 5th of the CMB Accounting Standards, companies should apply Turkish Accounting Standards/ Turkish Financial Reporting Standards (“TAS/ TFRS”) and interpretations regarding these standards as adopted by the Public Oversight Accounting and Auditing Standards Authority (“POA”).

Pursuant to the decree taken in the CMB’s meeting dated June 7, 2013 and numbered 20/670, for capital market board institutions within the scope of the Communiqué on Principles Regarding Financial Reporting in the Capital Market, financial statement templates and a user guide have been published, effective as of the periods ended after March 31, 2013. The accompanying financial statements are prepared in accordance with these templates and a user guide. The financial statements are presented in TRY, which is the functional and presentation currency of the Company.

The Company has prepared its financial statements for the interim period ended September 30, 2016 in accordance with Turkish Accounting Standard, numbered 34 Interim Financial Reporting. Interim financial statements of the Company do not include all the information and disclosures required in the annual financial statements, therefore should be read in conjunction with the Companies’ annual financial statements as of 31 December 2015.

TÜRK TRAKTÖR VE ZİRAAT MAKİNELERİ A.Ş.

**EXPLANATORY NOTES TO THE
INTERIM FINANCIAL STATEMENTS
BETWEEN JANUARY 1 - SEPTEMBER 30, 2016 (Continued)**

(Amounts expressed in Turkish Lira (TL), unless otherwise indicated)

NOTE 2 - BASIS OF PRESENTATION OF FINANCIAL STATEMENTS (Continued)

The financial statements are based on the statutory records, with adjustments and reclassifications for the purpose of fair presentation in accordance with the Turkish Accounting Standards of the POA. Such adjustments are mainly composed of deferred tax, retirement pay liability calculation, economic life and pro-rata depreciation implementation of fixed assets depreciation, the recognition of a provision, provision for inventories, evaluation of doubtful receivables and the rediscount of trade receivables and payables.

2.2 Comparatives and restatement of prior periods' financial statements

To allow for the detection of financial position and performance trends, the financial statements of the Company for the current period are prepared comparatively with the previous period. To ensure compliance with the presentation of the financial statements for the current period, comparative information may be reclassified when necessary.

2.3 Changes in TFRS:

The accounting policies adopted in preparation of the interim financial statements as at September 30, 2016 are consistent with those of the previous financial year, except for the adoption of new and amended TFRS and TFRIC interpretations effective as of January 1, 2016. The effects of these standards and interpretations on the Company's financial position and performance have been disclosed in the related paragraphs.

The new standards, amendments and interpretations which are effective as at January 1, 2016 are as follows:

- TFRS 11 Acquisition of an Interest in a Joint Operation (Amendment)
- TAS 16 and TAS 38 - Clarification of Acceptable Methods of Depreciation and Amortisation (Amendments to TAS 16 and TAS 38)
- TAS 16 Property, Plant and Equipment and TAS 41 Agriculture (Amendment) – Bearer Plants
- TAS 27 Equity Method in Separate Financial Statements (Amendments to TAS 27)
- TFRS 10 and TAS 28: Sale or Contribution of Assets between an Investor and its Associate or Joint Venture (Amendments)
- TFRS 10, TFRS 12 and TAS 28: Investment Entities: Applying the Consolidation Exception (Amendments to TFRS 10 and TAS 28)
- TAS 1: Disclosure Initiative (Amendments to TAS 1)
- Annual Improvements to TFRSs - 2012-2014 Cycle

These amendments did not have an impact on the financial statements of the Company.

Standards issued but not yet effective and not early adopted:

- TFRS 9 Financial Instruments – Classification and measurement
- TFRS 15 Revenue from Contracts with Customers

The Company is in the process of assessing the impact of the standard on financial position or performance of the Company.

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EXPLANATORY NOTES TO THE INTERIM FINANCIAL STATEMENTS BETWEEN JANUARY 1 - SEPTEMBER 30, 2016 (Continued)

(Amounts expressed in Turkish Lira (TL), unless otherwise indicated)

NOTE 2 - BASIS OF PRESENTATION OF FINANCIAL STATEMENTS (Continued)

The new standards, amendments and interpretations that are issued by the International Accounting Standards Board ("IASB") but not issued by Public Oversight Authority ("POA")

- IFRS 10 and IAS 28: Sale or Contribution of Assets between an Investor and its Associate or Joint Venture (Amendments)
- Annual Improvements – 2010–2012 Cycle
- IFRS 9 Financial Instruments - Final standard (2014)
- IFRS 16 Leases
- IAS 12 Income Taxes: Recognition of Deferred Tax Assets for Unrealised Losses (Amendments)
- IAS 7 Statement of Cash Flows (Amendments)
- IFRS 2 Classification and Measurement of Share-based Payment Transactions (Amendments)
- IFRS 4 Insurance Contracts (Amendments)

The Company is in the process of assessing the impact of the standard on financial position or performance of the Company.

2.4 Summary of significant accounting policies

The principal accounting policies, consistently applied with prior years, adopted in the preparation of these financial statements are set out below:

Cash and cash equivalents

Cash and cash equivalents includes cash in hand, deposits held with banks, other short-term highly liquid investments with original maturities of three months or less (Note 3). Deposits with Turkish lira is recognised with cost, foreign currency deposits are translated into Turkish lira by using of the buying exchange rate of the Central Bank of the Republic of Turkey. Time deposits include interest accrued as of balance sheet date.

Recognition of income

Sales is recorded on the basis of accrual over the fair value of the amount received or receivable when product is delivered or services are rendered, the transfers of the risks and benefits related to the product have been made, the amount of income can be determined reliably and it is probable that economic benefits related to the transaction will flow to the Company. Net sales are calculated by deducting the estimated or realized returns and discounts over the sales of products. Sales taxes such as VAT and special consumption tax are not included in revenue (Note 14).

Other revenues such as interest income is recognised on an accrual basis using the effective interest rate method, rent income under operating lease agreements is recognised on an accrual basis and dividend income is recognised when the right to receive dividend is established.

Inventories

Inventories are valued at the lower of cost or net realisable value. Net realisable value is the estimated selling price, less the costs of completion and selling expenses (Note 6). Cost elements included in inventories comprise total purchase costs and other costs incurred in bringing the inventories to their present location and condition. The unit cost is determined on the weighted average basis.

TÜRK TRAKTÖR VE ZİRAAT MAKİNELERİ A.Ş.

**EXPLANATORY NOTES TO THE
INTERIM FINANCIAL STATEMENTS
BETWEEN JANUARY 1 - SEPTEMBER 30, 2016 (Continued)**

(Amounts expressed in Turkish Lira (TL), unless otherwise indicated)

NOTE 2 - BASIS OF PRESENTATION OF FINANCIAL STATEMENTS (Continued)

Prepaid expenses

Prepaid expenses are the amounts generally made to suppliers and which will be transferred to expense and cost accounts in the following period or periods.

Property, plant and equipment

Property, plant and equipment acquired before January 1, 2005 are carried at cost in purchasing power of TL as at December 31, 2004 less accumulated depreciation and impairment losses. Property, plant and equipment acquired after January 1, 2005 are carried at cost less accumulated depreciation and impairment losses. Depreciation is provided on a straight-line basis based on the estimated useful lives of the assets (Note 7). Land is not depreciated as it is deemed to have an indefinite life.

The estimated useful lives for property, plant and equipment are as follows:

	Useful lives
Buildings	25-50 years
Land improvements	10-25 years
Machinery and equipment	4-10 years
Motor vehicles	4-5 years
Furniture and fixtures	5-6 years
Special costs	4-10 years

An impairment loss is recognised for the amount by which the carrying amount of the asset exceeds its recoverable amount. Gain or losses on disposals of property, plant and equipment with respect to their restated net book values are included in the related income and expense accounts.

Repair and maintenance expenditures are charged to the income statement as they are incurred. Repair and maintenance expenditures are capitalised if they result in an enlargement or substantial improvement of the respective assets and depreciated over remaining useful life of related asset.

Intangible assets

Intangible assets comprise of rights and computer software. Those acquired before January 1, 2005 are carried at cost in the purchasing power of TL as at December 31, 2004; less accumulated depreciation and impairment losses. Those acquired after January 1, 2005 are carried at cost less accumulated depreciation and impairment losses and are depreciated using the straight-line method over their useful lives of four and five years following the acquisition date. Where impairment indicator exists, the carrying amount of any intangible asset is assessed and written down to its recoverable amount (Note 8).

Impairment of assets

Property, plant and equipment and other non-current assets including intangible assets, except deferred tax assets, are reviewed for impairment losses at each balance sheet date whenever events or changes in circumstances indicate that the carrying amount may not be recoverable. An impairment loss is recognised for the amount by which the carrying amount of the asset or any cash generating unit of that

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**EXPLANATORY NOTES TO THE
INTERIM FINANCIAL STATEMENTS
BETWEEN JANUARY 1 - SEPTEMBER 30, 2016 (Continued)**

(Amounts expressed in Turkish Lira (TL), unless otherwise indicated)

NOTE 2 - BASIS OF PRESENTATION OF FINANCIAL STATEMENTS (Continued)

asset exceeds its recoverable amount which is the higher of an asset's net selling price and value in use. Impairment losses are accounted for in the statement of income.

Impairment loss on assets can be reversed to the extent of previously recorded impairment losses, in cases where increases in the recoverable value of the asset can be associated with events that occur subsequent to the period when the impairment loss was recorded.

Segment reporting

The Company has primary operation of trade of farm tractors, harvesters and other agricultural machinery and equipment to domestic market in Turkey and to related parties in foreign market via its shareholder. Furthermore, the Company structure has been organized to operate in one segment rather than separate business segments. Consequently, the business activities of the Company are considered to be in one operating segment and the operating results, resources to be allocated to the segment and assessment of performance are managed in this respect.

Financial assets

Financial assets are classified in accordance with the intention at acquisition. Company management determines appropriate classification of its investments at the time of purchase and re-evaluates these classifications in each financial year end.

Receivables

Receivables are non-derivative financial assets with fixed or determinable payments that are not quoted in an active market. They arise when the Company provides money, goods or services directly to a debtor with no intention of trading the receivable. Receivables are included in trade and other receivables in the balance sheet. Receivables are recognised initially at the proceeds received, net of any transaction costs incurred. They are included in current assets, except for maturities less than 12 months after the balance sheet date which are classified as non-current assets. In subsequent periods, receivables are stated at amortised cost using the effective yield method. Maturity differences related to trade receivables are presented in other income/expense from main operations (Note 5, Note 15).

Impairment of receivables

A risk provision for trade receivables is established if there is objective evidence that the Company will not be able to collect all amounts due. The amount of the provision is the difference between the carrying amount and the recoverable amount, being the present value of all cash flows, including amounts recoverable from guarantees and collateral, discounted based on the original effective interest rate of the originated receivables at inception.

If the amount of the impairment subsequently decreases due to an event occurring after the write-down, the release of the provision is credited to other income.

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(Amounts expressed in Turkish Lira (TL), unless otherwise indicated)

NOTE 2 - BASIS OF PRESENTATION OF FINANCIAL STATEMENTS (Continued)

Trade payables

Payables are stated at amortised cost in subsequent periods using the effective yield method. Maturity differences and foreign exchange gains/ losses related to trade payables are presented in other income/ expense from main operations (Note 5, Note 15).

Borrowings

Borrowings consist of bank loans taken from different banks. Loans are recorded at the value after the transaction costs are deducted from the amount of the loan. Bank loans are presented over the discounted cost value by using the effective interest rate in the subsequent periods. The difference between the amount remaining after the transaction costs are deducted and the discounted cost value is reflected in the financial statements as financing costs during the period of the loan (Note 17). When there are assets which take a significant amount of time to be available for use or sale, the borrowing costs directly attributable to their purchase, manufacture or production are included in the cost of the asset until the asset is available for use or sale. Borrowing costs include interest and other costs (Note 4, Note 17).

Recognition and derecognition of financial assets and liabilities

The Company reflects financial asset or liability reflects the balance sheet when the Company becomes a part of financial instrument agreement. The Company derecognises a part of all financial instruments, only if the Company loses controls rights over the related financial asset. The Company derecognise a financial instrument if only when obligation is removed, cancelled or expired.

All financial instruments are reflected to the financial statements at the commitment date of sales or purchase. Related sales and purchases are generally transactions required delivery of financial assets, regulated by the regulation and forms in the market within the time allowed.

Offsetting

Financial assets and liabilities are offset and the net amount reported in the balance sheet when there is a legally enforceable right to set off the recognised amounts and there is an intention to settle on a net basis, or realise the asset and settle the liability simultaneously.

Related parties

- (a) A person or a close member of that person's family is related to a reporting entity. if that person:
- (i) has control or joint control over the reporting entity,
 - (ii) has significant influence over the reporting entity,
 - (iii) is a member of the key management personnel of the reporting entity or of a parent of the reporting entity.

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NOTE 2 - BASIS OF PRESENTATION OF FINANCIAL STATEMENTS (Continued)

- (b) The entity and the reporting entity are members of the same group:
- (i) The entity and the company are members of the same group,
 - (ii) One entity is an associate or joint venture of the other entity (or an associate or joint venture of a member of a group of which the other entity is a member),
 - (iii) Both entities are joint ventures of the same third party,
 - (iv) One entity is a joint venture of a third entity and the other entity is an associate of the third entity,
 - (v) The entity is a post-employment benefit plan for the benefit of employees of either the reporting entity or an entity related to the reporting entity. If the reporting entity is itself such a plan, the sponsoring employers are also related to the reporting entity,
 - (vi) The entity is controlled or jointly controlled by a person identified in (a),
 - (vii) A person identified in (a) (i) has significant influence over the entity or is a member of the key management personnel of the entity (or of a parent of the entity).

For the purpose of these financial statements, shareholders, associated entities, key management personnel and Board of Directors members, in each case together with their families and companies controlled or affiliated with them are considered and referred to as related parties. As a result of ordinary business operations, the Company may have business relations with the related parties.

Foreign currency transactions and balances

Transactions in foreign currencies during the period have been translated into TL at the exchange rates prevailing at the dates of the transactions. Monetary assets and liabilities denominated in foreign currencies have been translated into TL at the exchange rates prevailing at the balance sheet dates. Foreign exchange gains or losses arising from the settlement of such transactions and from the translation of monetary assets and liabilities are recognised in the statement of income. Non-monetary assets and liabilities, which are recognised at fair value, have been translated into TL at the exchange rates prevailing at the dates of fair value determined. Currency differences arising from trade receivables and payables related to main operations are shown in from operating income/ expenses (Note 15).

Earnings per share

Earnings per share disclosed in the statements of income are determined by dividing net income for the period by the weighted average number of shares that have been outstanding during the period (Note 19).

In Turkey, companies can increase their share capital by making a pro-rata distribution of shares ("bonus shares") to existing shareholders from retained earnings and revaluation surplus. For the purpose of earnings per share computations, the weighted average number of shares outstanding during the period has been adjusted in respect of bonus shares issues without a corresponding change in resources, by giving them retroactive effect for the year in which they were issued and for each earlier year.

Subsequent events after balance sheet date

Events after the balance sheet date are those events, even if those events occur after the public announcement of profit or of other selected financial information, that occur between the balance sheet date and the date when the financial statements are authorised for issue. The Company adjusts the

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NOTE 2 - BASIS OF PRESENTATION OF FINANCIAL STATEMENTS (Continued)

amounts recognized in its financial statements to reflect adjusting events after the balance sheet date. The events that occur subsequent to the balance sheet date and not require a correction to be made are disclosed in accompanying notes, where the decisions of the users of financial statements are affected (Note 22).

Provisions, contingent assets and contingent liabilities

Possible assets or obligations that arise from past events and whose existence will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the Company are treated as contingent assets or liabilities. The Company does not recognize contingent assets and liabilities. A contingent liability is disclosed, unless the possibility of an outflow of resources embodying economic benefits is remote. A contingent asset is disclosed, where an inflow of economic benefits is probable (Note 11).

Provisions are recognised when the Company has a present legal or constructive obligation as a result of past events; it is more likely than not that an outflow of resources will be required to settle the obligation; and the amount has been reliably estimated. Where there are a number of similar obligations, the likelihood that an outflow will be required in settlement is determined by considering the class of obligations as a whole. A provision is recognised even if the likelihood of an outflow with respect to any one item included in the same class of obligations may be small. Provisions are not recognised for future operating losses.

In cases where the time value of money is material, provisions are determined as the present value of expenses required to be made to honor the liability. The rate used to discount provisions to their present values is determined taking into account the interest rate in the related markets and the risk associated with the liability. This discount rate does not consider risks associated with future cash flow estimates and should be pre-tax.

Leases

The Company - as the lessee

Financial leases

Finance leases are capitalized at the inception of the lease at the lower of the fair value of the leased property or the present value of the minimum lease payments. Each lease payment is allocated between the liability and finance charges so as to achieve a constant rate on the finance balance outstanding. The corresponding rental obligations, net of finance charges, are included in other liabilities and reduced as they are paid. The interest element of the finance cost is charged to the statement of income over the lease period. The property, plant and equipment acquired under finance leases are depreciated over the useful life of the assets.

Operating leases

Leases where a significant portion of the risks and rewards of ownership are retained by the lessor are classified as operating leases. Payments made under operating leases are charged to the income statement on a straight-line basis over the period of the lease.

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NOTE 2 - BASIS OF PRESENTATION OF FINANCIAL STATEMENTS (Continued)

Research and development expenses

Research expenditure is recognized as an expense as incurred. Costs incurred on development projects (relating to the design and testing of new or improved products) are recognized as intangible assets when the following criteria are fulfilled:

- it is technically feasible to complete the intangible asset so that it will be available for use;
- management intends to complete the intangible asset and use or sell it;
- there is an ability to use or sell the intangible asset;
- it can be demonstrated how the intangible asset will generate probable future economic benefits;
- adequate technical, financial and other resources to complete the development and to use or sell the intangible asset are available;
- the expenditure attributable to the intangible asset during its development can be reliably measured.

Other development expenditures that do not meet these criteria are recognized as an expense as incurred. Development costs previously recognized as an expense are not recognized as an asset in a subsequent period. Capitalised development costs are recorded as intangible assets and amortised from the point at which the asset is ready for use on a straight-line basis over its useful life, not exceeding five years (Note 8).

Development assets are tested for impairment annually, in accordance with TAS 36.

Government grants and aids

All government grants, including non-monetary government grants followed up at fair values, are taken into account in the financial statements when there is reasonable assurance that the Company will comply with the conditions attaching to it and that the grant will be received or when the grant is actually received by the Company. Government grants shall be recognized in profit or loss on a systematic and pro rata basis over periods in which the entity recognizes as expenses the related costs for which the grants are intended to compensate. There are investment incentive certificates to which the Company has been entitled by the official authorities in connection with certain capital expenditures. The Company has two incentives for the modernization of Ankara and Adapazari facilities as of September 30, 2016 (Note 9).

The rights of the Company due to these incentives are as follows:

- a) 100% exemption from customs duty on machinery and equipment to be imported,
- b) Value-added tax exemption with respect to purchases of investment goods both from domestic and export markets,
- c) Incentives under the jurisdiction of the research and development law (100% corporate tax exemption, Social Security Institution incentives, etc.),
- d) Inward processing permission certificates,
- e) Cash refund from Tübitak - Teydeb for research and development expenses,
- f) Discounted corporate tax incentive,
- g) Support for employer's national insurance contribution,
- h) Incentive of environmental costs support by law 9715,
- i) Patent incentives,
- j) Corporate tax exemption based on investment contribution rates.

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**EXPLANATORY NOTES TO THE
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NOTE 2 - BASIS OF PRESENTATION OF FINANCIAL STATEMENTS (Continued)

Taxes on income

Taxes on income included in statement of income comprise current and deferred tax. Current tax is the expected tax payable on the taxable income for the year, using tax rates enacted or substantively enacted at the balance sheet date, and any adjustment to tax payable in respect of prior years (Note 18).

Deferred income tax is provided for all temporary differences arising between the tax bases of assets and liabilities and their carrying values for financial reporting purposes with the enacted tax rates as of the balance sheet date (Note 18).

Deferred income tax is provided in full, using the liability method, on all temporary differences arising between the tax bases of assets and liabilities and their carrying values in the financial statements. Tax bases of assets and liabilities reflect the amounts affecting the future tax bases under the current tax legislation. Deferred income tax is determined using tax rates and laws that have been enacted or substantially enacted by the balance sheet date and are expected to apply when the related deferred income tax asset is realised or the deferred income tax liability is settled.

Deferred income tax assets or liabilities are reflected to the financial statements to the extent that they will provide an increase or decrease in the taxes payable for the future periods where the temporary differences will reverse. Deferred income tax liabilities are recognized for all taxable temporary differences, where deferred tax assets resulting from deductible temporary differences are recognized to the extent that it is probable that future taxable profit will be available against which the deductible temporary difference can be utilised. To the extent that deferred income tax assets will not be utilised, the related amounts have been deducted accordingly.

Deferred tax assets and deferred tax liabilities related to income taxes levied by the same taxation authority are offset accordingly, if current tax assets can be offset against current tax liabilities (Note 18).

Cash flow hedge accounting

Hedges of exposures to variability in cash flows that are attributable to a particular risk associated with a recognised asset or liability or a highly probable forecast transaction and could affect profit and loss are designated as cash flow hedges by the Company.

Changes in the fair value of derivatives, designated as cash flow hedges and qualified as effective, are recognised in equity as “losses/ (gains) on cash flow hedges”. The inactive part is recognised as loss/gain in profit or loss statement. Where the forecasted transaction or firm commitment results in the recognition of a non financial asset or of a liability, the gains and losses previously recognised under equity are transferred from equity and included in the initial measurement of the cost of the asset or liability. Otherwise, amounts recognised under equity are transferred to the income statement in the period in which the hedged firm commitment or forecasted transaction affects the income statement.

If the forecast transaction or firm commitment is no longer expected to occur, the cumulative gain or losses previously recognised in equity are transferred to the income statement. If the hedging instrument expires or is sold, terminated or exercised without replacement or rollover, or if its designation as a hedge is revoked, any cumulative gain or loss previously recognised in other

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NOTE 2 - BASIS OF PRESENTATION OF FINANCIAL STATEMENTS (Continued)

comprehensive income remains in other comprehensive income until the forecast transaction or firm commitment affects profit or loss.

Payables related to employee benefits

These are the amounts payable within the scope of employee benefits such as remunerations, wages and social security contributions. These amounts are reflected in personnel expenses in the period when they are accrued (Note 12).

Provisions related to employee benefits

In accordance with the laws in effect, the Company is obliged to pay employment termination benefits to employees whose employment is terminated for reasons other than retirement, resignation or behavior mentioned in the Labour Law. The provision for employment termination benefits has been calculated reflected in the financial statements according to the net current value of the amount of liabilities expected to arise in the future due to the retirement of all employees. Actuarial loss or gain is recognized under other comprehensive expense. According to employment contract, if employment contract ends for any reason, provision of unused vacation has to be paid to employees or right holders. Provision is calculated based on the employee wage when the contract is expired (Note 11).

Statement of cash flow

The statement of cash flows reports cash flows during the year classified by operating, investing and financing activities.

Cash flows from operating activities are derived from the principal revenue producing activities of the Company.

Cash flows related to investing activities represent cash flows generated from and used in the investing activities (fixed assets and financial investments) of the Company.

Cash flows related to financing activities represent cash flows generated from Company's financing activities and re-payment of such generated cash-in flows.

Cash and cash equivalents include cash in hand, bank deposits and other short-term highly liquid investments with original maturities of three months or less.

Share capital and dividends

Ordinary shares are classified as capital. Dividends distributed over ordinary shares are recorded by deducting from retained earnings within the year in which they are declared (Note 13).

2.5 Significant accounting, estimates and judgments

Preparation of the financial statements requires the usage of the estimates and judgments affecting the amounts of the assets and liabilities as of the balance sheet date and the income and expenses recorded through the year and explanations of contingent assets and liabilities. Estimations and assumptions can differ from actual results in spite of these estimations and assumptions are based on Company management's best knowledge.

The significant accounting estimates and assumptions are as follows:

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NOTE 2 - BASIS OF PRESENTATION OF FINANCIAL STATEMENTS (Continued)

The useful life of tangible and intangible assets

The Company's management has made significant assumptions in determining the useful life of tangible and intangible assets (Note 2.4).

Provision for doubtful receivables

Company management reviews customer collection history and their current economic situations in order to provide estimates regarding doubtful receivables within Company's trade receivables portfolio (Note 5).

Provision for employment termination benefits

Provisions for retirement payments, discount rate, future salary increases and employee turnover rates are determined by actuarial calculations based on certain assumptions. Due to the long-term nature of these plans, such estimates are subject to significant uncertainty (Note 11).

Warranties

Warranty expenses and provisions are recorded as a result of repair and maintenance expenses for products produced and sold, authorised services' labour and material costs for products under the scope of the warranty terms without any charge to the customers, initial maintenance costs and estimated costs based on statistical information for possible future warranty services and returns of products with respect to the products sold during the period (Note 11). The Company estimates ratio based on statistical information for possible future warranty services and returns of products, and calculates provision amount with respect to the products sold during the period. The Company gives guarantee services for each tractor sold during two years. The Company reflects estimated cost incurred in one year under short-term.

Provision for lawsuits

The Company determines lawsuit provision for ongoing legal cases at the preparation date of the Company's statement of financial position by consulting with Company's legal counsel on cases that could potentially lead to a cash outflow (Note 11).

Provision for impairment of inventories

Inventory is evaluated at each period in order to determine whether there is a need to have provision for potential impairment costs at the date of statement of financial position (Note 6).

Deferred tax assets

Deferred tax assets represent the amounts that are recoverable in the future periods which are related to taxes collected over the income as a result of deductible temporary differences, accumulated financial losses transferred into future periods and accumulated tax advantages transferred into future periods.

Deferred tax asset item cannot be used for amounts which are not deductible (constant) in terms of tax regulations.

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NOTE 2 - BASIS OF PRESENTATION OF FINANCIAL STATEMENTS (Continued)

The Company has recorded its deferred tax asset as of September 30, 2016 since it is highly probable that sufficient profit will be made which will cause a tax liability which may be offsetted in the subsequent periods (Note 18).

2.6. Convenience translation into English of financial statements originally issued in Turkish

The accounting principles described in Note 2 (defined as Turkish Accounting Standards/Turkish Financial Reporting Standards) to the accompanying financial statements differ from International Financial Reporting Standards (“IFRS”) issued by the International Accounting Standards Board with respect to the application of inflation accounting, classification of some balance sheet, income statement items and also for certain disclosures requirement of the POA.

NOTE 3 - CASH AND CASH EQUIVALENTS

	30 September 2016	31 December 2015
Cash	6.534	-
Banks:		
- TL denominated demand deposits	9.933.773	4.271.107
- TL denominated time deposits	73.921.626	128.646.337
- Foreign currency denominated demand deposits	2.904.883	1.414.498
- Foreign currency denominated time deposits	25.542.778	109.948.823
	112.309.594	244.280.765

As of September 30, 2016, the weighted average effective annual interest rate for TL and Euro (“EUR”) time deposits are 10,71% and 1% respectively (December 31, 2015: TL: 10,59%, EUR: 1,28%). As of September 30, 2016 and December 31, 2015, remaining time to maturity of time deposits is less than three months.

The cash and cash equivalents included in the statement of cash flows at September 30, 2016 and December 31, 2015 is as follows:

	30 September 2016	31 December 2015
Cash	6.534	-
Banks	112.303.060	244.280.765
Less: Interest accruals	(22.325)	(50.204)
Less: Restricted bank deposits (*)	(312.021)	(68.396)
Cash and cash equivalents	111.975.248	244.162.165

(*) This account consists of receivables collected via the direct debit system. The blockage on this account is terminated following the closure of the term.

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NOTE 4 - FINANCIAL LIABILITIES

a) Short-term financial liabilities

Short-term bank borrowings

	Original currency amount		Weighted average effective interest rate p.a. (%)		TL equivalent	
	30 September 2016	31 December 2015	30 September 2016	31 December 2015	30 September 2016	31 December 2015
TL loans	504.337	-	-	-	504.337	-
					504.337	-

Current portion of long-term bank borrowings

	Original currency amount		Weighted average effective interest rate p.a. (%)		TL equivalent	
	30 September 2016	31 December 2015	30 September 2016	31 December 2015	30 September 2016	31 December 2015
EUR loans	24.700.110	25.464.365	1,89	2,20	83.012.129	80.915.566
TL loans	96.507.200	125.929.504	10,25	10,80	96.507.200	125.929.504
					179.519.329	206.845.070

b) Long-term financial liabilities

Long-term bank borrowings

	Original currency amount		Weighted average effective interest rate p.a. (%)		TL equivalent	
	30 September 2016	31 December 2015	30 September 2016	31 December 2015	30 September 2016	31 December 2015
EUR loans	52.114.950	48.227.103	1,49	2,20	175.147.925	153.246.443
TL loans	602.601.112	313.984.200	12,74	10,80	602.601.112	313.984.200
					777.749.037	467.230.643
Prepaid commission for debt (*)					(1.092.350)	(1.294.295)
Total long-term financial liabilities					776.656.687	465.936.348

(*) Prepaid commission for debt consists of unrealized commission expenses that are paid to banks related to bank borrowings.

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NOTE 4 - FINANCIAL LIABILITIES (Continued)

Redemption schedule of the long-term bank borrowings as of September 30, 2016 and December 31, 2015 is as follows:

Year	30 September 2016	31 December 2015
2017	30.591.722	406.469.834
2018	617.197.358	59.466.514
2019	69.935.652	-
2020	19.643.985	-
2021	19.643.985	-
2022	19.643.985	-
	776.656.687	465.936.348

As of September 30, 2016; the Company has long-term investment loans with variable interest rate amounting to EUR 21.428.572, EUR 20.000.000 and EUR 35.000.000 (December 31, 2015: EUR 53.571.428 and EUR 20.000.000). The EUR 21.428.572 loan's maturity is 5 years with an interest payment of every 6 months and with an interest rate of 2.20% + Euribor. The EUR 20.000.000 loan's maturity is 4 years with an interest payment of every 6 months and with an interest rate of 2,20% + Euribor. The EUR 35.000.000 loan's maturity is 6 years with an interest payment of every 6 months and with an interest rate of 0,95% + Euribor. In accordance with the agreement signed with respect to the investment loan used by the Company, there is an obligation of not exceeding the below mentioned rate calculated over the financial statements prepared in accordance with the Turkish Financial Reporting Standards:

Obligation rate is;

- Net financial liability (*) / Earnings before interest, taxes, depreciation and amortization: 3,75.

(*) Net financial liability is calculated by deducting the total of financial liabilities (including short-term and long-term financial liabilities) from cash and cash equivalents.

The Company meets this condition as of the balance sheet date.

Carrying values and fair values of the bank borrowings are as follows:

	Carrying value		Makul Değer	
	30 September 2016	31 December 2015	30 September 2016	31 December 2015
Bank borrowings	957.772.703	674.075.713	958.493.024	657.558.399

As of September 30, 2016, fair values of the bank borrowings, for EUR and TL bank borrowings are annually 1,63% and 12,51% determined by using the discounted cash flow method over weighted effective discount rates respectively (December 31, 2015: EUR: 2,20% and TL: 14,91%).

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NOTE 5 - TRADE RECEIVABLES AND PAYABLES

	30 September 2016	31 December 2015
Short-term trade receivables:		
Customer current accounts	492.340.923	403.804.406
Notes receivables	17.059.177	5.531.406
Protested notes	29.037	206.497
	509.429.137	409.542.309
Less: Provision for doubtful receivables	(47.086.565)	(43.414.424)
Unearned financial income	(5.134.453)	(3.543.138)
Short-term trade receivables	457.208.119	362.584.747
Trade receivables from third parties (Note 20)	95.961.687	107.740.947
Total short-term trade receivables	553.169.806	470.325.694

Movements of the provisions for short-term doubtful receivables for the periods ended September 30, 2016 and 2015 are as follows:

	2016	2015
1 January	(43.414.424)	(39.866.049)
Cancelled during the period (Note 15)	550.617	786.429
Charge during the period (Note 15)	(4.222.758)	(7.770.491)
30 September	(47.086.565)	(46.850.111)

	30 September 2016	31 December 2015
Long-term trade receivables:		
Notes receivables	4.199.007	5.320.942
Unearned financial income	6.070	(10.469)
	4.205.077	5.310.473

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NOTE 5 - TRADE RECEIVABLES AND PAYABLES (Continued)

	30 September 2016	31 December 2015
Trade payables:		
Supplier current accounts	352.770.451	514.311.575
Less: Unincurred financial expense	(2.563.631)	(5.945.021)
Trade payables	350.206.820	508.366.554
Due to related parties (Note 20)	16.793.180	44.000.627
Total trade payables	367.000.000	552.367.181

NOTE 6 - INVENTORIES

	30 September 2016	31 December 2015
Raw materials	172.059.928	178.103.854
Work in progress	7.729.703	3.313.690
Finished goods	175.408.636	117.087.043
Commercial goods	200.146.887	156.532.173
Spare parts	39.437.978	31.835.883
Goods in transit (*)	29.922.674	69.192.624
Gross	624.705.806	556.065.267
Provision for impairment of inventories (-)	(38.261.559)	(38.402.092)
Net	586.444.247	517.663.175

The cost of inventories recognised as expense in the current period is amounting to TL 1.826.147.637 (September 30, 2015: TL 1.732.481.373).

(*) Goods in transit are comprised of commercial goods and spare parts not yet arrived, but The risk and responsibility received as of period end.

Movement of provisions for impairment of inventories during the periods is as follows:

	2016	2015
1 January	(38.402.092)	(12.959.214)
Cancelled due to sales inventory during the period	440.535	29.854
Charge during the period	(300.002)	(9.560.712)
30 September	(38.261.559)	(22.490.072)

TÜRK TRAKTÖR VE ZİRAAT MAKİNELERİ A.Ş.

**EXPLANATORY NOTES TO THE
INTERIM FINANCIAL STATEMENTS
BETWEEN JANUARY 1 - SEPTEMBER 30, 2016 (Continued)**

(Amounts expressed in Turkish Lira (TL), unless otherwise indicated)

NOTE 6 – INVENTORIES (Continued)

Allocation of the provision for impairment on inventories items is as follows:

	30 September 2016	30 September 2015
Raw materials	(22.388.336)	(18.221.746)
Finished goods	(339.589)	-
Commercial goods	(13.505.798)	(2.067.425)
Spare parts	(2.027.836)	(2.200.901)
	(38.261.559)	(22.490.072)

NOTE 7- PROPERTY, PLANT AND EQUIPMENT

	1 January 2016	Additions	Disposals	Transfers	30 September 2016
<u>Cost</u>					
Land	37.740.200	-	-	-	37.740.200
Land improvements	11.000.199	95.614	-	-	11.095.813
Buildings	233.223.415	77.382	-	-	233.300.797
Machinery and equipment	538.492.812	11.268.754	(4.091.685)	-	545.669.881
Special costs	3.925.826	1.469.274	-	-	5.395.100
Motor vehicles	5.765.808	268.396	(84.287)	-	5.949.917
Furniture and fixtures	61.098.414	2.786.475	(5.017)	-	63.879.872
Construction in progress	10.751.099	18.159.428	-	(17.879.804)	11.030.723
	901.997.773	34.125.323	(4.180.989)	(17.879.804)(*)	914.062.303
<u>Accumulated depreciation</u>					
Land improvements	4.102.669	265.919	-	-	4.368.588
Buildings	46.132.970	3.827.390	-	-	49.960.360
Machinery and equipment	341.775.030	21.634.207	(4.091.686)	-	359.317.551
Special costs	2.821.035	290.168	-	-	3.111.203
Motor vehicles	2.247.517	657.993	(14.040)	-	2.891.470
Furniture and fixtures	35.529.491	5.734.000	(2.159)	-	41.261.332
	432.608.712	32.409.677	(4.107.885)		460.910.504
Net book value	469.389.061				453.151.799

(*) Transferred to intangible assets.

TÜRK TRAKTÖR VE ZİRAAT MAKİNELERİ A.Ş.

**EXPLANATORY NOTES TO THE
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BETWEEN JANUARY 1 - SEPTEMBER 30, 2016 (Continued)**

(Amounts expressed in Turkish Lira (TL), unless otherwise indicated)

NOTE 7 - PROPERTY, PLANT AND EQUIPMENT (Continued)

	1 January 2015	Additions	Disposals	Transfers	30 September 2015
<u>Cost</u>					
Land	36.720.200	1.020.000	-	-	37.740.200
Land improvements	10.131.676	18.220	-	-	10.149.896
Buildings	231.094.581	1.679.115	-	-	232.773.696
Machinery and equipment	504.823.284	14.247.515	(207.107)	150	518.863.842
Special costs	3.688.626	165.000	-	-	3.853.626
Motor vehicles	3.871.096	830.334	-	-	4.701.430
Furniture and fixtures	54.885.289	3.062.047	(7.365)	-	57.939.971
Construction in progress	2.281.359	10.531.719	-	(150)	12.812.928
	847.496.111	31.553.950	(214.472)	-	878.835.589
<u>Accumulated depreciation</u>					
Land improvements	3.772.816	243.250	-	-	4.016.066
Buildings	41.049.056	3.807.826	-	-	44.856.882
Machinery and equipment	315.748.332	19.308.043	(91.925)	-	334.964.450
Special costs	2.694.892	92.609	-	-	2.787.501
Motor vehicles	1.557.280	482.988	-	-	2.040.268
Furniture and fixtures	28.519.012	5.179.606	(3.584)	-	33.695.034
	393.341.388	29.114.322	(95.509)	-	422.360.201
Net book value	454.154.723				456.475.388

The costs of property, plant and equipments of which useful lives' are over but which are still in use are as follows:

	30 September 2016	31 December 2015
Land improvements	2.226.645	2.212.571
Buildings	16.507.094	16.507.094
Machinery and equipment	276.404.605	278.387.906
Special costs	2.623.444	2.623.444
Motor vehicles	1.382.185	989.114
Furniture and fixtures	20.590.927	19.428.647
	319.734.900	320.148.776

Allocation of the depreciation expenses of property, plant and equipment as of September 30, 2016 and 2015 is as follows:

	30 September 2016	30 September 2015
Production costs	23.483.501	21.613.287
General administrative expenses	4.482.795	3.808.580
Marketing, selling and distribution expenses	2.020.656	1.488.016
Research and development expenses	2.422.725	2.204.439
	32.409.677	29.114.322

TÜRK TRAKTÖR VE ZİRAAT MAKİNELERİ A.Ş.

**EXPLANATORY NOTES TO THE
INTERIM FINANCIAL STATEMENTS
BETWEEN JANUARY 1 - SEPTEMBER 30, 2016 (Continued)**

(Amounts expressed in Turkish Lira (TL), unless otherwise indicated)

NOTE 7 - PROPERTY, PLANT AND EQUIPMENT (Continued)

The Company have financial costs amounting to TL13.613 in the current period arising from foreign exchange denominated borrowings capitalized on construction in progress as of September 30, 2016 (September 30, 2015: None)

There is not mortgage on property, plant and equipment as of September 30, 2016 (December 31, 2015: None).

NOTE 8 - INTANGIBLE ASSETS

	1 January 2016	Additions	Disposals	Transfers	30 September 2016
<u>Cost</u>					
Rights	21.907.706	1.967.224	-	17.879.804	41.754.734
Development costs	60.703.150			16.683.515	77.386.665
Development costs in progress	84.732.997	23.674.275	-	(16.683.515)	91.723.757
	167.343.853	25.641.499	-	17.879.804	210.865.156
<u>Accumulated amortisation</u>					
Rights	14.378.652	2.475.203	-	-	16.853.855
Development costs	32.074.752	8.626.114	-	-	40.700.866
	46.453.404	11.101.317	-	-	57.554.721
Net book value	120.890.449				153.310.435
<u>Cost</u>					
Rights	13.633.435	5.822.609	-	-	19.456.044
Development costs	51.732.049	-	-	2.069.200	53.801.249
Development costs in progress	59.344.378	22.005.248	-	(2.069.200)	79.280.426
	124.709.862	27.827.857	-	-	152.537.719
<u>Accumulated amortisation</u>					
Rights	8.315.558	1.888.996	-	-	10.204.554
Development costs	22.634.223	6.954.923	-	-	29.589.146
	30.949.781	8.843.919	-	-	39.793.700
Net book value	93.760.081				112.744.019

TÜRK TRAKTÖR VE ZİRAAT MAKİNELERİ A.Ş.

**EXPLANATORY NOTES TO THE
INTERIM FINANCIAL STATEMENTS
BETWEEN JANUARY 1 - SEPTEMBER 30, 2016 (Continued)**

(Amounts expressed in Turkish Lira (TL), unless otherwise indicated)

NOTE 8 - INTANGIBLE ASSETS (Continued)

Development costs includes intangible assets generated by the Company. Capitalized development costs are recorded as intangible assets and amortised from the point at which the asset is ready for use.

The amortisation is not calculated for development costs in progress as the development process has not yet been completed.

Allocation of the amortization expenses of intangible assets that has suspended as of September 30, 2016 and 2015 is as follows:

	30 September 2016	30 September 2015
Production costs	1.793.487	1.402.315
General administrative expenses	342.362	247.108
Marketing, selling and distribution expenses	154.323	96.545
Research and development expenses	6.252.129	4.923.973
Reflected to development cost in progress	2.559.016	2.173.978
	11.101.317	8.843.919

NOTE 9 - OTHER ASSETS AND LIABILITIES

	30 September 2016	31 December 2015
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a) Prepaid expenses:

Short-term prepaid expenses	1.368.561	554.894
	1.368.561	554.894

	30 September 2016	31 December 2015
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b) Other current assets:

Deferred value added tax ("VAT")	103.065.912	80.338.566
Reclaimed VAT	34.030.104	43.358.216
Other	917.039	1.657.497
	138.013.055	125.354.279

c) Deferred income:

Deferred income (*)	27.675.244	21.185.090
Advances received	93.348	88.687
Other current liabilities	27.768.592	21.273.777

(*) Deferred income represents the sales amount of the tractors for which the invoices are issued but are not yet shipped to customers as of September 30, 2016 and December 31, 2015.

TÜRK TRAKTÖR VE ZİRAAT MAKİNELERİ A.Ş.

**EXPLANATORY NOTES TO THE
INTERIM FINANCIAL STATEMENTS
BETWEEN JANUARY 1 - SEPTEMBER 30, 2016 (Continued)**

(Amounts expressed in Turkish Lira (TL), unless otherwise indicated)

NOTE 9 - OTHER ASSETS AND LIABILITIES (Continued)

d) Government grants and aids:

	30 September 2016	31 December 2015
Government grants and aids	3.124.394	3.066.415
	3.124.394	3.066.415
	2016	2015
1 January	3.066.415	3.183.083
Received during the period	336.695	254.338
Utilized during the period (Note 15)	(278.716)	(247.337)
30 September	3.124.394	3.190.084

NOTE 10 - PREPAID EXPENSES

Long-term prepaid expenses

	30 September 2016	31 December 2015
Advances given for purchases of fixed assets	5.568.577	2.053.099
Prepaid expenses	554.042	29.360
Long-term prepaid expenses	6.122.619	2.082.459

NOTE 11 - PROVISIONS, CONTINGENT LIABILITIES AND CONTINGENT ASSETS

a) Short-term provisions

Short-term provision for employee benefits

	30 September 2016	31 December 2015
Provision for unused vacation	2.226.001	1.561.738
	2.226.001	1.561.738
Movements of the provision for unused vacation rights for the period are as follows:		
	2016	2015
1 January	1.561.738	1.488.479
Charge/ (used) for the period- net	664.263	876.904
30 September	2.226.001	2.365.383

TÜRK TRAKTÖR VE ZİRAAT MAKİNELERİ A.Ş.

**EXPLANATORY NOTES TO THE
INTERIM FINANCIAL STATEMENTS
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(Amounts expressed in Turkish Lira (TL), unless otherwise indicated)

**NOTE 11 - PROVISIONS, CONTINGENT LIABILITIES AND CONTINGENT
ASSETS (Continued)**

Other short-term provisions

	30 September 2016	31 December 2015
Warranty provision	32.547.037	28.614.153
Provision for legal cases (*)	8.778.384	10.295.723
Other provisions	2.996.996	38.659
	44.322.417	38.948.535

(*) The balance represents provision for legal cases which were filled against the Company.

Movements of the lawsuit provisions for the periods are as follows:

	2016	2015
1 January	10.295.723	7.343.170
Charge/ (cancelled) for the period- net (Note 15)	(1.517.339)	1.876.320
30 September	8.778.384	9.219.490

b) Long-term provisions

Long-term provision for employee benefits

	30 September 2016	31 December 2015
Provision for employee termination benefits	17.884.181	15.598.307
	17.884.181	15.598.307

Provision for employee termination benefit is recorded in line with the legal arrangements explained below:

Under the Turkish Labour Law, the Company is required to pay termination benefits to each employee who has completed one year of service and whose employment is terminated without due cause, or who is called up for military service, dies or retires after completing 25 years of service (20 years for women) and achieves the retirement age (58 for women and 60 for men).

The amount payable consists of one month's salary limited to a maximum of TL 4.297,21 for each year of service as of September 30, 2016 (December 31, 2015: TL 3.828,37).

The liability is not funded, as there is no funding requirement. The provision has been calculated by estimating the present value of the future probable obligation of the Company arising from the retirement of the employees.

TÜRK TRAKTÖR VE ZİRAAT MAKİNELERİ A.Ş.

**EXPLANATORY NOTES TO THE
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BETWEEN JANUARY 1 - SEPTEMBER 30, 2016 (Continued)**

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**NOTE 11 - PROVISIONS, CONTINGENT LIABILITIES AND CONTINGENT
ASSETS (Continued)**

Communiqué require actuarial valuation methods to be developed to estimate the enterprises' obligation under defined benefit plans. Accordingly, the following actuarial assumptions were used in the calculation of the total liability:

	30 September 2016	31 December 2015
Inflation rate (%)	5,50	5,50
Interest rate (%)	10,35	10,35
Turnover rate to estimate the probability of retirement (%)	94,29	93,23

The principal assumption is that the maximum liability for each year of service will increase in line with inflation. Thus, the discount rate applied represents the expected real rate after adjusting for the anticipated effects of future inflation. The Company's provision for employee termination benefit was calculated over TL 4.297,21 valid as of October 1, 2016.

Movements of the provision for employee termination benefits during the period are as follows:

	2016	2015
1 January	15.598.307	8.986.321
Interest cost	1.210.819	549.963
Current period service cost	1.330.982	1.265.212
Paid during the period	(3.878.424)	(7.939.063)
Actuarial loss	3.622.497	10.902.336
30 September	17.884.181	13.764.769

Sensitivity analysis of key assumptions used for termination benefits calculations as at September 30, 2016 are as follows:

	Net discount rate		Turnover related to the probability of retirement	
	%0,5 decrease	%0,5 increase	%0,5 decrease	%0,5 increase
Sensitivity level Rate	(%4,1)	(%5,1)	(%93,79)	(%94,79)
Change in employee benefits liability	661.089	(614.754)	(678.687)	737.148

Other long-term provisions

	30 September 2016	31 December 2015
Warranty provision	30.897.276	29.969.796
	30.897.276	29.969.796

Movements of the short term and long term warranty provisions for the period are as follows:

	2016	2015
1 January	58.583.949	41.266.231
Used during the period	(39.447.042)	(26.707.867)
Charge for the period	44.307.406	36.456.885
30 September	63.444.313	51.015.249

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**EXPLANATORY NOTES TO THE
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(Amounts expressed in Turkish Lira (TL), unless otherwise indicated)

**NOTE 11 - PROVISIONS, CONTINGENT LIABILITIES AND CONTINGENT
ASSETS (Continued)**

c) Contingent liabilities

The commitments and contingent liabilities that are not expected to cause material loss or debts to the Company are summarized below:

As of September 30, 2016 and December 31, 2015; the Company's guarantee/pledge/mortgage/bail ("GPMB") positions are as follows:

	30 September 2016	31 December 2015
A. The total amount of GPMB given on behalf of its own legal entity	20.077.901	13.758.566
B. The total amount of GPMB given in favor of the companies in the scope of full consolidation	-	-
C. The total amount of GPMB given for the purpose of providing debt to third parties in the course of ordinary business activities	-	-
D. The total amount of other GPMB given	-	-
i. The total amount of GPMB given in favor of the parent companies	-	-
ii. The total amount of GPMB given in favor of other group companies which are not in the scope of B and C	-	-
iii. The total amount of GPMB given in favor of third parties other than the parties stated in item C	-	-
	20.077.901	13.758.566

As at September 30, 2016, the Company has given its own legal entity on behalf of the original collateral denominated in foreign currency amounts of EUR 2.859.108 (December 31, 2015: EUR 2.698.578 and USD 34.104).

d) Contingent assets

	Original currency amount			TL equivalent				
	30 September 2016			31 December 2015				
	EUR	USD	TL	EUR	USD	TL	30 September 2016	31 December 2015
Letters of guarantees received	1.352.961	330.000	528.159.571	576.812	270.000	471.427.665	533.695.249	474.045.595
Direct debit	-	-	270.133.226	-	-	329.727.841	270.133.226	329.727.841
Mortgages	-	-	438.714	-	-	788.714	438.714	788.714
Security bonds	8.000	-	2.500.000	-	-	2.500.000	2.526.886	2.500.000
Cash TL guarantees	-	-	226.324	-	-	-	226.324	-
Cash foreign currency guarantees	-	-	-	-	-	-	-	-
							807.020.399	807.062.150

TÜRK TRAKTÖR VE ZİRAAT MAKİNELERİ A.Ş.

**EXPLANATORY NOTES TO THE
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BETWEEN JANUARY 1 - SEPTEMBER 30, 2016 (Continued)**

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NOTE 12 - PROVISION FOR EMPLOYEE BENEFITS

Liabilities for employee benefits

	30 September 2016	31 December 2015
Accrued premiums and liabilities to personnel	12.790.423	6.561.102
Taxes payable and liabilities (*)	4.935.361	8.990.165
	17.725.784	15.551.267

(*)The balance consists of social security and withholding tax denominated debt for the employees.

NOT 13 - SHAREHOLDERS' EQUITY

Paid-in share capital

The Company's registered share capital amounts to TL 250.000.000 (31 December 2015: TL 250.000.000).

The Company's share capital is composed of 5.336.900.000 units of shares each Kr 1 nominal value. The nominal value of share capital is TL 53.369.000.

The composition of the Company's statutory share capital at September 30, 2016 and December 31, 2015 are as follows:

		30 September 2016		31 December 2015
	Participation	Share amount	Participation	Share amount
	(%)	(TL)	(%)	(TL)
Koç Holding	37,50	20.013.375	37,50	20.013.375
CNHI Osterreich	37,50	20.013.375	37,50	20.013.375
Public quotation in BİST	24,95	13.315.978	24,95	13.315.978
Other	0,05	26.272	0,05	26.272
	100,00	53.369.000	100,00	53.369.000
Adjustments to share capital		39.014.356		39.014.356
		92.383.356		92.383.356

Adjustments to share capital represent the restatement effect of cash and cash equivalent contributions to share capital.

The Company's shares were organized as A, B and C Groups. A and B Group shares are privilege shares, and five Board members are selected from Group A's and five Board members are selected from Group B's nominated candidates.

As of June 11, 2004, the Company has been quoted to BİST and its shares started to be traded in the stock exchange market from that date. As of September 30, 2016, 24,89% (December 31, 2015: 24,89%) of the Company shares are quoted at BİST.

TÜRK TRAKTÖR VE ZİRAAT MAKİNELERİ A.Ş.

**EXPLANATORY NOTES TO THE
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BETWEEN JANUARY 1 - SEPTEMBER 30, 2016 (Continued)**

(Amounts expressed in Turkish Lira (TL), unless otherwise indicated)

NOT 13 - SHAREHOLDERS' EQUITY (Continued)

Retained earnings, restricted profit reserves, fair value reserves, and other capital reserves

The legal reserves consist of first and second reserves, appropriated in accordance with the Turkish Commercial Code ("TCC"). The TCC stipulates that the first legal reserve is appropriated out of statutory profits at the rate of 5% per annum, until the total reserve reaches 20% of the Company's paid-in capital. The second legal reserve is appropriated at the rate of 10% per annum of all cash distributions in excess of 5% of the paid-in capital. Under the TCC, the legal reserves can be used only to offset losses and are not available for any other usage unless they exceed 50% of paid-in capital.

In accordance with the CMB regulations effective until January 1, 2008, the inflation adjustment differences arising at the initial application of inflation accounting which are recorded under "accumulated losses" could be netted off from the profit to be distributed based on CMB profit distribution regulations. In addition, the aforementioned amount recorded under "accumulated losses" could be netted off with net income for the period, if any, undistributed prior period profits, and inflation adjustment differences of extraordinary reserves, legal reserves and capital, respectively.

In addition, in accordance with the CMB regulations effective until January 1, 2008, "Capital, Share Premiums, Legal Reserves, Special Reserves and Extraordinary Reserves" were recorded at their statutory carrying amounts and the inflation adjustment differences related to such accounts were recorded under "inflation adjustment differences" at the initial application of inflation accounting. "Equity inflation adjustment differences" could have been utilised only in issuing bonus shares and offsetting accumulated losses, carrying amount of extraordinary reserves could have been utilised in issuing bonus shares, cash dividend distribution and offsetting accumulated losses.

In accordance with the Communiqué No:XI-29 and related announcements of CMB, effective from January 1, 2008, "Share capital", "Restricted Reserves" and "Share Premiums" shall be carried at their statutory amounts. The valuation differences arose due to implementing the communique (such as inflation adjustment differences) shall be disclosed as follows:

- if the difference is arising due to the inflation adjustment of "Paid-in Capital" and not yet been transferred to capital should be classified under the "Inflation Adjustment To Share Capital";
- if the difference is due to the inflation adjustment of "Restricted Reserves" and "Share Premium" and the amount has not been utilized in dividend distribution or capital increase yet, it shall be classified under "Retained Earnings/losses"

Other equity items shall be carried at the amounts calculated based on TAS/ TFRS.

Capital adjustment differences have no other use other than being transferred to share capital.

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EXPLANATORY NOTES TO THE INTERIM FINANCIAL STATEMENTS BETWEEN JANUARY 1 - SEPTEMBER 30, 2016 (Continued)

(Amounts expressed in Turkish Lira (TL), unless otherwise indicated)

NOT 13 - SHAREHOLDERS' EQUITY (Continued)

Dividend distribution

Listed companies distribute dividend in accordance with the Communiqué No. II-19.1 issued by the CMB which is effective from February 1, 2014.

Companies distribute dividends in accordance with their dividend payment policies settled and dividend payment decision taken in general assembly and also in conformity with relevant legislations. The communiqué does not constitute a minimum dividend rate. Companies distribute dividend in accordance with the method defined in their dividend policy or articles of incorporation. In addition, dividend can be distributed by fixed or variable installments and advance dividend can be paid in accordance with profit on interim financial statements of the Company.

Companies should include at least the following in their profit distribution policies:

- a) Whether dividends will be distributed, and if distributed, the dividend distribution rate for shareholders and for others participating in the distribution.
- b) Payment type of dividend distribution.
- c) Time of dividend distribution; on condition that the distribution procedures to be started at the latest of the end of the annual period in which general assembly meeting was held in which the distribution was agreed upon.
- d) Whether dividend advances will be distributed, and if distributed, the related principles.

In accordance with the Turkish Commercial Code, unless the required reserves and the dividend for shareholders as determined in the article of association or in the dividend distribution policy of the company are set aside, no decision may be made to set aside other reserves, to transfer profits to the subsequent year or to distribute dividends to the holders of usufruct right certificates, to the members of the board of directors or to the employees; and no dividend can be distributed to these persons unless the determined dividend for shareholders is paid in cash.

In dividend distribution, the Company follows a balanced and consistent policy between the benefits of the shareholders and the benefits of the Company in accordance with the Corporate Management Principles. The Board of Directors of the Company has decided; that at least 20% of the distributable net profit for the period calculated in accordance with the TCC, CMB regulations and the main agreement should be distributed to the shareholders as dividends, taking into consideration the economic conditions, long-term investment financing and business plans as well as profitability; that the dividend to be distributed may be realized in cash or by capital increase through bonus shares or partly in cash and partly through bonus shares; that the calculable dividend amount may remain undistributed in the event that it is less than 5% of the paid-in capital; and that this dividend distribution policy should be revised annually by the Board of Directors.

The part of the of accumulated losses of the Company exceeding the total of retained earnings, general legal reserves including premiums related to shares and costs arising from the adjustment of equity items except for capital stock in accordance with inflation accounting is accounted for as discount items in the calculation of net distributable profit for the period.

In the statutory financial statements of the Company, in addition to the statutory profit amounting to TL 211.355.448 and retained earnings amounting to TL 114.094.362 for the period ended September 30, 2016; there are inflation adjustment difference and other capital reserves that can be subject to a possible tax liability amounting to TL 47.110.422 and TL 10.583.705 if dividend distribution is made.

The dividend payment proposal amounting to TL 300.000.000 were decided, in the Company's General Assembly dated March 22, 2016 and the related payment has been completed to the shareholders in cash starting from April 1, 2016 (Note 20). Dividend payment distribution per share is 5,62 Kr (December 31, 2015: 5,62 Kr).

TÜRK TRAKTÖR VE ZİRAAT MAKİNELERİ A.Ş.

**EXPLANATORY NOTES TO THE
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NOTE 14 - SALES AND COST OF SALES

	1 January - 30 September 2016	1 July - 30 September 2016	1 January - 30 September 2015	1 July - 30 September 2015
Domestic sales	2.079.709.974	585.413.054	1.899.112.579	666.098.314
Export sales	719.073.202	180.531.234	692.116.395	273.963.633
Sales income (gross)	2.798.783.176	765.944.288	2.591.228.974	940.061.947
Less: Discount and returns	(295.041.393)	(85.650.025)	(248.468.531)	(88.559.624)
Sales income (net)	2.503.741.783	680.294.263	2.342.760.443	851.502.323
Cost of sales	(1.974.465.570)	(521.334.068)	(1.902.682.705)	(679.904.885)
Gross profit	529.276.213	158.960.195	440.077.738	171.597.438

Sales quantities:

	30 September 2016			30 September 2015		
	Domestic sales	Export sales	Total sales	Domestic sales	Export sales	Total sales
Tractor	24.558	9.460	34.018	25.639	10.378	36.017
Combine	281	-	281	293	-	293
	24.839	9.460	34.299	25.932	10.378	36.310

TÜRK TRAKTÖR VE ZİRAAT MAKİNELERİ A.Ş.

**EXPLANATORY NOTES TO THE
INTERIM FINANCIAL STATEMENTS
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(Amounts expressed in Turkish Lira (TL), unless otherwise indicated)

NOTE 15 – OTHER OPERATING INCOME/ EXPENSES

	1 January - 30 September 2016	1 July - 30 September 2016	1 January - 30 September 2015	1 July - 30 September 2015
Foreign exchange gain from trade receivable/ payables	122.846.960	68.885.887	288.790.634	77.986.873
Financial income from credit sales	21.014.444	6.238.932	22.068.284	10.318.357
Reversal of provision for doubtful receivables (Note 5)	550.617	90.325	786.429	193.376
Incentive income (Note 9)	278.716	93.213	247.337	61.834
Reversal of provision for litigation expenses (Note 11)	2.264.321	-	-	-
Other income	9.525.558	3.240.660	3.752.565	1.182.331
Other operating income	156.480.616	78.549.017	315.645.249	89.742.771
Foreign exchange loss from trade receivable/ payables	(114.043.963)	(56.213.695)	(262.819.378)	(58.404.463)
Financial expense on credit purchases	(16.896.747)	(4.573.442)	(16.447.574)	(6.213.545)
Provision for doubtful receivables (Note 5)	(4.222.758)	(3.028.461)	(7.770.491)	(5.611.143)
Provision for litigation expenses (Note 11)	(746.982)	(421.719)	(1.876.320)	(450.968)
Other expenses	(203.077)	(1.972)	(604.410)	142.949
Other operating expenses	(136.113.527)	(64.239.289)	(289.518.173)	(70.537.170)

NOTE 16 - FINANCIAL INCOME

	1 January - 30 September 2016	1 July - 30 September 2016	1 January - 30 September 2015	1 July - 30 September 2015
Foreign exchange gain	20.404.306	4.657.107	61.253.348	32.946.963
Interest income	5.372.168	576.002	6.212.634	2.066.759
Financial income	25.776.474	5.233.109	67.465.982	35.013.722

NOTE 17 - FINANCIAL EXPENSES

	1 January - 30 September 2016	1 July - 30 September 2016	1 January - 30 September 2015	1 July - 30 September 2015
Foreign exchange loss	(31.043.124)	(15.557.898)	(112.405.386)	(67.379.357)
Interest expenses of bank borrowings	(60.521.188)	(22.157.386)	(40.002.092)	(14.700.666)
Other	(5.175.472)	(2.432.293)	(2.270.104)	(852.318)
Financial expenses	(96.739.784)	(40.147.577)	(154.677.582)	(82.932.341)

(CONVENIENCE TRANSLATION INTO ENGLISH OF FINANCIAL STATEMENTS ORIGINALLY ISSUED IN TURKISH (NOTE2.6))

TÜRK TRAKTÖR VE ZİRAAT MAKİNELERİ A.Ş.

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NOTE 18 - TAX ASSETS AND LIABILITIES

	30 September 2016	31 December 2015
Corporate tax expenses	67.968.310	40.262.281
Less: Prepaid taxes	(47.691.815)	(56.209.533)
Tax asset/ (tax liability)	20.276.495	(15.947.252)

	1 January - 30 September 2016	1 July - 30 September 2016	1 January - 30 September 2015	1 July - 30 September 2015
Corporate tax expenses	(67.968.310)	(16.908.017)	(61.139.339)	(22.896.404)
Deferred tax income	61.657.971	2.950.172	24.825.549	7.760.186
Tax expenses	(6.310.339)	(13.957.845)	(36.313.790)	(15.136.218)

Corporation tax is payable, at a rate of 20% as of 2016 (December 31, 2015: 20%) on the total income of the companies registered in Turkey after adjusting for certain disallowable expenses, exempt income and investment and other allowances (e.g. R&D allowance).

Deferred taxes

The Company recognizes deferred tax assets and liabilities based upon temporary differences arising between the financial statements prepared in accordance with the Turkish Financial Reporting Standards and their statutory financial statements, using the currently enacted tax rates. These temporary differences result in the recognition of revenue and expenses in different reporting periods for Turkish Financial Reporting Standards and tax purposes. The currently enacted tax rate for deferred tax assets and liabilities is 20% (December 31, 2015: 20%).

TÜRK TRAKTÖR VE ZİRAAT MAKİNELERİ A.Ş.

**EXPLANATORY NOTES TO THE
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BETWEEN JANUARY 1 - SEPTEMBER 30, 2016 (Continued)**

(Amounts expressed in Turkish Lira (TL), unless otherwise indicated)

NOTE 18 - TAX ASSETS AND LIABILITIES (Continued)

The breakdown of cumulative temporary differences and the resulting deferred tax assets/ (liabilities) at September 30, 2016 and December 31, 2015 are as follows:

	Temporary differences		Deferred tax assets/ (liabilities)	
	30 September 2016	31 December 2015	30 September 2016	31 December 2015
Property, plant and equipment and intangible assets, restatement and useful life differences	107.923.358	89.654.271	(21.584.672)	(17.930.854)
Provision for employee termination benefits	(17.884.181)	(15.598.307)	3.576.836	3.119.661
Warranty provision	(63.444.313)	(58.583.949)	12.688.863	11.716.790
Provision for lawsuits	(6.298.385)	(6.157.357)	1.259.677	1.231.471
Unearned finance income/ (expense) on trade receivables, payables and due from related parties	(2.474.651)	1.308.650	494.930	(261.730)
Provision for doubtful receivables	(3.884.242)	(2.086.519)	776.848	417.304
Provision for impairment of inventory	(38.261.559)	(38.402.092)	7.652.312	7.680.418
Sales premium accrued	(149.604.773)	(23.564.101)	29.920.955	4.712.820
Other expense provisions	(41.441.591)	(1.609.702)	8.288.318	321.940
Investment incentive tax assets	-	-	62.116.019	30.339.675
Deferred income	(7.385.917)	(5.090.707)	1.477.183	1.018.141
Other	(2.985.780)	(7.630.845)	597.156	1.526.169
Deferred tax assets			107.264.425	43.891.805

In the fourth period of 2012, within the scope of the cabinet decree dated October 3, 2012 and numbered 2012/3305, the Company was granted a large-scaled investment incentive for the new investment in Adapazarı. During the completion visa of the related incentive certificate on May 18, 2016, the investment incentive was closed by increasing to TL 279.094.080. With the investment contribution rate of 30% on this amount, the Company obtained TL 83.728.224 tax advantage. Until December 31, 2015, the Company obtained tax assets amounting to TL 39.456.594 and after the completion visa of the incentive certificate, as of September 30, 2016 it obtained tax assets amounting to TL 44.271.630 and booked under income statements.

Movements of deferred tax assets during the periods are as follows:

	2016	2015
1 January	43.891.805	45.751.505
Reflected to profit for the period	61.657.971	24.825.549
Reflected to other comprehensive income/ (expense)	1.714.649	2.180.467
30 September	107.264.425	72.757.521

TÜRK TRAKTÖR VE ZİRAAT MAKİNELERİ A.Ş.

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(Amounts expressed in Turkish Lira (TL), unless otherwise indicated)

NOTE 18 - TAX ASSETS AND LIABILITIES (Continued)

The reconciliation of the current period tax charge is as follows:

	1 January – 30 September 2016	1 January – 30 September 2015
Profit before tax	282.430.170	213.539.960
Tax calculated at enacted tax rate	56.486.034	42.707.992
Investment allowances	(47.461.730)	(6.092.465)
Research and development allowances	(3.766.589)	(3.566.510)
Disallowable expenses	636.971	512.256
Other	415.653	2.752.517
Total tax (income)/ charge	6.310.339	36.313.790

NOTE 19 - EARNINGS PER SHARE

Earnings per share stated in the income statement are calculated by dividing the net income to the weighted average number of ordinary shares outstanding during the period.

Companies can increase their share capital by making a pro-rata distribution of shares (“Bonus Shares”) to existing shareholders from statutory retained earnings and statutory revaluation surplus. For the purpose of earnings per share computations, the weighted average number of shares in existence during the year has been adjusted in respect of bonus share issues without a corresponding change in resources, by giving them retroactive effect for the year in which they were issued and each earlier year.

Basic earnings per share are calculated by dividing the net income attributable to shareholders by the weighted average number of ordinary shares in issue. Nominal value of one share of company is 1 Kr.

	1 January - 30 September 2016	1 July - 30 September 2016	1 January - 30 September 2015	1 July - 30 September 2015
Net profit for the period	276.119.831	62.045.198	177.226.170	64.768.099
Weighted average number of the ordinary shares	5.336.900.000	5.336.900.000	5.336.900.000	5.336.900.000
Earnings per share (1 Kr nominal value per share as TL)	0,0517	0,0116	0,0332	0,0121

There is no difference between basic and diluted earnings per share in any period.

TÜRK TRAKTÖR VE ZİRAAT MAKİNELERİ A.Ş.

**EXPLANATORY NOTES TO THE
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(Amounts expressed in Turkish Lira (TL), unless otherwise indicated)

NOTE 20 - RELATED PARTY DISCLOSURES

The Company is jointly controlled by Koç Holding and CNHI Österreich. Related party balances and transaction disclosure are grouped by joint venture companies and group companies of joint venture companies.

Summary of the intercompany balances as of September 30, 2016 and December 31, 2015 and significant intercompany transactions are as follows:

i) Balances with related parties as of September 30, 2016 and December 31, 2015:

	30 September 2016	31 December 2015
a) Bank deposits and borrowings		
Deposits with related parties:		
Yapı ve Kredi Bankası A.Ş. (“Yapı Kredi”)	5.012.062	86.866.632
	5.012.062	86.866.632
	30 September 2016	31 December 2015
Bank borrowings from related parties:		
Yapı Kredi	-	40.048.444
	-	40.048.444
	30 September 2016	31 December 2015
b) Due from related parties		
Due from group companies		
CNHI International SA (“CNHI International”) (*)	75.500.654	103.326.952
CNHI Argentina SA (“CNHI Argentina”)	12.251.347	522.327
CNHI Italy SPA (“CNHI Italy”)	3.690.760	2.043.692
CNHI Latin America Ltda.	737.744	413.893
Other	3.736.324	1.411.434
	95.916.829	107.718.298
Less: Unearned financial income	44.858	22.649
	95.961.687	107.740.947

(*) Due from related parties is arising from export sales of the Company realized via CNHI International. These receivables are collected on a regular basis in specified maturities within the business deals.

TÜRK TRAKTÖR VE ZİRAAT MAKİNELERİ A.Ş.

**EXPLANATORY NOTES TO THE
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(Amounts expressed in Turkish Lira (TL), unless otherwise indicated)

NOTE 20 - RELATED PARTY DISCLOSURES (Continued)

	30 September 2016	31 December 2015
c) Due to related parties		
Koç Holding	-	3.788.015
Due to shareholders		3.788.015
New Holland Fiat India Pvt. Ltd. ("New Holland India")	4.743.444	5.308.655
Opet Fuchs Madeni Yağ Sanayi ve Ticaret A.Ş. ("Opet Fuchs")	3.968.154	14.269.144
Koç Sistem Bilgi ve İletişim Hizmetleri A.Ş. ("Koç Sistem")	3.877.418	7.965.923
Zer Merkezi Hizmetler ve Ticaret A.Ş. ("Zer")	964.800	7.931.868
Otokoç Otomotiv San. ve Tic. A.Ş. ("Otokoç")	792.103	557.823
Setur Servis Turistik A.Ş. ("Setur")	611.886	1.533.866
Akpa Dayanıklı Tüketim LPG ve Akaryakıt Ürünleri Pazarlama A.Ş. ("Akpa")	516.092	321.820
Koçtaş Yapı Marketleri A.Ş. ("Koçtaş")	173.275	667.000
Ram Sigorta Aracılık Hizmetleri A.Ş.	109.051	94.611
Opet Petrolcülük A.Ş. ("Opet")	106.699	75.491
Otokar Otomotiv ve Savunma Sanayi A.Ş. ("Otokar")	35.282	423.867
Elték Elektrik İth. İhracat ve Toptan Tic. A.Ş. ("Elték")	-	1.240.769
Other	958.412	299.816
Due to group companies	16.856.616	40.690.653
Less: Unearned financial expenses	(63.436)	(478.041)
	16.793.180	44.000.627

ii) Significant sales and purchases transactions with related parties for the periods between January 1 – September 30, 2016 and 2015:

a) Product sales to related parties

	1 January - 30 September 2016	1 July - 30 September 2016	1 January - 30 September 2015	1 July - 30 September 2015
Product sales to group companies:				
CNHI International (*)	690.111.444	164.608.776	685.316.802	273.553.927
CNHI Italy	14.186.592	9.652.684	4.430.075	1.835.269
CNHI Argentina S.A	7.990.457	3.112.354	1.404.198	314.915
CNHI Latin America Ltda.	1.444.406	569.854	2.439.710	722.978
Other	5.758.076	2.587.565	1.909.903	894.376
	719.490.975	180.531.233	695.500.688	277.321.465

(*) The Company realizes export sales through CNHI International.

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**EXPLANATORY NOTES TO THE
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NOTE 20 - RELATED PARTY DISCLOSURES (Continued)

b) Service sales to related parties

	1 January - 30 September 2016	1 July - 30 September 2016	1 January - 30 September 2015	1 July - 30 September 2015
Service sales to group companies				
CNHI International (1)	657.666	137.261	2.167.389	1.014.215
Zer Merkezi Hizmetler ve Ticaret A.Ş.	645.931	203.647	122.859	-
CNHI Italy (2)	429.609	133.006	1.012.296	269.042
Other	186.282	679	20.439	-
	1.919.488	474.593	3.322.983	1.283.257

- (1) Services given to CNHI International are related to engineering, consultancy and various other services.
(2) Services given to CNHI Italy is related to engineering and other various other services

c) Product purchases from related parties

	1 January - 30 September 2016	1 July - 30 September 2016	1 January - 30 September 2015	1 July - 30 September 2015
Product purchases from group companies				
CNHI International (1)	351.373.095	76.645.184	325.675.659	127.327.561
Opet Fuchs (2)	33.562.117	7.609.047	29.296.087	8.743.462
New Holland India (3)	22.580.391	6.673.751	23.670.816	6.040.734
Zer	7.150.489	2.354.688	8.522.421	3.494.121
Akpa Dayanıklı Tüketim LPG ve Akaryakıt				
Ürünleri Pazarlama A.Ş.	2.650.319	638.657	2.842.231	1.179.854
Opet (2)	1.286.847	452.014	1.159.543	398.361
Other	17.676.351	10.966.240	12.280.048	7.573.851
	436.279.609	105.339.581	403.446.805	154.757.944

- (1) The Company purchases tractors, agricultural machineries, engine and spare parts.
(2) The Company purchases various oil for use in production and fuel for use for company vehicles.
(3) The Company purchases ponte and front axles for use in production..

TÜRK TRAKTÖR VE ZİRAAT MAKİNELERİ A.Ş.

**EXPLANATORY NOTES TO THE
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BETWEEN JANUARY 1 - SEPTEMBER 30, 2016 (Continued)**

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NOTE 20 - RELATED PARTY DISCLOSURES (Continued)

d) Service purchases from related parties

	1 January - 30 September 2016	1 July - 30 September 2016	1 January - 30 September 2015	1 July - 30 September 2015
Service purchases from shareholders				
Koç Holding (1)	7.659.520	2.512.802	4.210.251	1.736.750
	7.659.520	2.512.802	4.210.251	1.736.750
Service purchase from group companies				
Zer (2)	62.058.952	16.304.127	60.060.155	25.589.557
Eltek (3)	9.488.717	1.822.013	9.414.165	3.485.849
CNHI International (4)	7.952.647	5.050.105	10.865.522	8.041.465
Setur (5)	5.159.537	717.173	3.562.485	666.841
Ram Sigorta Aracılık Hizmetleri A.Ş. (6)	2.442.667	214.227	1.897.549	185.256
Otokoç	2.021.020	687.298	1.748.109	649.846
Koç Sistem	1.227.410	377.550	719.351	446.667
Otokar (7)	356.355	21.565	1.149.171	504.610
Ark İnşaat San. ve Tic. A.Ş. (8)	-	-	1.514.039	5.938
Other	1.455.773	912.235	968.075	650.968
	92.163.078	26.106.293	91.898.621	40.226.997
	99.822.598	28.619.095	96.108.872	41.963.747

- (1) The amount contains finance, legal consultancy, planning, tax consultancy, senior management service costs invoiced by our Parent Company "Koç Holding A.Ş." regarding their related services according to the concealed gain distribution described in Regulation No:11 Intra-Group Services of Transfer Pricing General Communiqué No:1.
- (2) Services purchased from Zer are related with security, cleaning, transportation and other services.
- (3) Services purchased from Eltek related to electricity.
- (4) Services purchased from CNHI International are related with engineering services for Tier 4, strategy development, consulting and brokerage.
- (5) Services purchased from Setur are generally arising from plane tickets, accommodation and associated with various organizations within the sales and marketing activities.
- (6) As of September 30, 2016, the amounts contain the paid and accrued premiums within the insurance policy signed with insurance companies through the related party Ram Sigorta Aracılık Hizmetleri A.Ş. which is operating as insurance agent.
- (7) Service purchased from Otokar is related with assembly and assembly support services.
- (8) Services purchased from Ark İnşaat San. ve Tic. A.Ş. is related to services taken for construction of assembly factory in Sakarya.

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NOTE 20 - RELATED PARTY DISCLOSURES (Continued)

iii) Financial income and expenses arising from transactions with related parties for the periods between January 1 – September 30, 2016 and 2015:

Financial income and expense from group companies

	1 January - 30 September 2016	1 July - 30 September 2016	1 January - 30 September 2015	1 July - 30 September 2015
Interest income				
Yapı Kredi	996.371	45.796	1.685.269	441.576
	1 January - 30 September 2016	1 July - 30 September 2016	1 January - 30 September 2015	1 July - 30 September 2015
Interest expense				
Yapı Kredi	(2.192.111)	-	(3.306.333)	(1.114.222)

iv) Dividends paid to shareholders:

	1 January - 30 September 2016	1 January - 30 September 2015
Koç Holding	112.500.000	75.000.000
CNHI Osterreich	112.500.000	75.000.000
	225.000.000	150.000.000

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NOTE 20 - RELATED PARTY DISCLOSURES (Continued)

v) Other transactions with related parties for the periods between January 1 – September 30, 2016 and 2015:

Key management personnel are identified as members of the Board of Directors, General Manager and Vice General Managers.

As of September 30, 2016, the Company paid TL 5.936.924 benefits to the key management personnel (September 30, 2015: 4.505.254 TL). TL 899.524 (September 30, 2015: None) of the total payment is for retirement and the rest consists of short-term benefits.

**NOTE 21 - FINANCIAL INSTRUMENTS AND NATURE AND EXTENT OF RISKS
ARISING FROM FINANCIAL INSTRUMENTS**

The Company's activities expose it to a variety of financial risks. These risks are market risk, currency risk, fair value interest rate risk, price risk and cash flow interest rate risk, credit risk and liquidity risk. The Company's overall risk management program focuses on the unpredictability of financial markets and seeks to minimize potential adverse effects on the financial performance of the Company.

Risk management is carried out in accordance with the program set by the Board of Directors of the Company.

a) Market risk

Foreign currency risk

The Company is exposed to foreign exchange risks resulting from the foreign currency denominated commercial activities with the foreign companies and long-term investment loan. Currency risk arises due to foreign currency denominated recorded and prospective transactions resulting as assets and liabilities. These risks are monitored regularly and limited by analyses of the foreign currency position.

Cash flow hedge accounting

There is an effective foreign currency cash flow hedge relationship between EUR long term financial borrowings related with investment expenditures and highly probable EUR export sales income. In this content, the Company applied cash flow hedge accounting beginning from July 15, 2016. The related long-term investment borrowings, designated as cash flow hedges and qualified as effective, are recognised in equity as "losses/ (gains) on cash flow hedges". The amount of the related investment borrowings as of September 30, 2016 is EUR 33.541.667.

TÜRK TRAKTÖR VE ZİRAAT MAKİNELERİ A.Ş.**EXPLANATORY NOTES TO THE
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(Amounts expressed in Turkish Lira (TL), unless otherwise indicated)

**NOTE 21 - FINANCIAL INSTRUMENTS AND NATURE AND EXTENT OF RISKS ARISING FROM FINANCIAL
INSTRUMENTS (Continued)**

The amounts of foreign currency assets, liabilities and TL equivalents of the Company as of September 30, 2016 and December 31, 2015 are as follows:

	30 September 2016						
	TL equivalent	USD	EUR	GBP	DKK	CHF	YEN
1. Trade receivables	137.758.765	1.301.217	39.829.936	-	-	-	-
2. Monetary financial assets (including banks accounts) (Not 3)	28.447.661	166.426	8.297.064	14.769	5.054	1.437	4.352
3. Other	30.053.555	-	8.942.381	-	-	-	-
4. Current assets (1+2+3)	196.259.981	1.467.643	57.069.381	14.769	5.054	1.437	4.352
5. Trade receivables	4.205.077	-	1.251.213	-	-	-	-
6. Other	3.053	1.019	-	-	-	-	-
7. Non-current assets (5+6)	4.208.130	1.019	1.251.213	-	-	-	-
8. Total assets (4+7)	200.468.111	1.468.662	58.320.594	14.769	5.054	1.437	4.352
9. Trade payables	109.500.079	1.433.592	28.018.424	-	-	-	374.889.172
10. Financial liabilities (Note 4)	83.012.129	-	24.700.110	-	-	-	-
11. Other monetary liabilities	27.772.234	157.666	8.123.031	-	-	-	-
12. Current liabilities (9+10+11)	220.284.442	1.591.258	60.841.565	-	-	-	374.889.172
13. Financial liabilities (Not 4)	175.147.925	-	52.114.950	-	-	-	-
14. Non-current liabilities (13)	175.147.925	-	52.114.950	-	-	-	-
15. Total liabilities (12+14)	395.432.367	1.591.258	112.956.515	-	-	-	374.889.172
16. Net foreign currency asset/ (liability) position (8-15)	(194.964.256)	(122.596)	(54.635.921)	14.769	5.054	1.437	(374.884.820)
17. Net monetary foreign currency asset/ (liability) position (8-15)	(194.964.256)	(122.596)	(54.635.921)	14.769	5.054	1.437	(374.884.820)

(*)The Company's net foreign exchange position is mainly due to long term Euro denominated loans obtained to fund its investments. Except these Euro denominated investment borrowings which is object to cash flow hedge accounting, The Company's net foreign exchange position as of September 2016 is TL 82.237.423.

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BETWEEN JANUARY 1 - SEPTEMBER 30, 2016 (Continued)

(Amounts expressed in Turkish Lira (TL), unless otherwise indicated)

**NOTE 21 - FINANCIAL INSTRUMENTS AND NATURE AND EXTENT OF RISKS ARISING FROM FINANCIAL
INSTRUMENTS (Continued)**

	31 December 2015						
	TL equivalent	USD	EUR	GBP	DKK	CHF	YEN
1. Trade receivables	132.353.097	170.188	41.143.116	-	-	-	46.594.137
2. Monetary financial assets (including banks accounts) (Not 3)	111.363.321	46.960	34.989.447	4.219	5.045	1.122	861.380
3. Other	45.128.753	-	14.202.150	-	-	-	-
4. Current assets (1+2+3)	288.845.171	217.148	90.334.713	4.219	5.045	1.122	47.455.517
5. Trade receivables	5.310.472	-	1.671.221	-	-	-	-
6. Other	2.963	1.019	-	-	-	-	-
7. Non-current assets (5+6)	5.313.435	1.019	1.671.221	-	-	-	-
8. Total assets (4+7)	294.158.606	218.167	92.005.934	4.219	5.045	1.122	47.455.517
9. Trade payables	93.574.954	1.825.578	24.759.847	-	-	-	398.289.476
10. Financial liabilities (Note 4)	80.915.566	-	25.464.365	-	-	-	-
11. Other monetary liabilities	21.422.702	55.581	6.690.929	-	-	-	-
12. Current liabilities (9+10+11)	195.913.222	1.881.159	56.915.141	-	-	-	398.289.476
13. Financial liabilities (Not 4)	153.246.443	-	48.227.103	-	-	-	-
14. Non-current liabilities (13)	153.246.443	-	48.227.103	-	-	-	-
15. Total liabilities (12+14)	349.159.665	1.881.159	105.142.244	-	-	-	398.289.476
16. Net foreign currency asset/ (liability) position (8-15)	(55.001.059)	(1.662.992)	(13.136.310)	4.219	5.045	1.122	(350.833.959)
17. Net monetary foreign currency asset/ (liability) position (8-15)	(55.001.059)	(1.662.992)	(13.136.310)	4.219	5.045	1.122	(350.833.959)

TÜRK TRAKTÖR VE ZİRAAT MAKİNELERİ A.Ş.

**EXPLANATORY NOTES TO THE CONDENSED FINANCIAL STATEMENTS
FOR THE INTERIM PERIOD BETWEEN 1 JANUARY-30 SEPTEMBER 2016 (Continued)**

(Amounts expressed in Turkish Lira ("TL"), unless otherwise indicated)

**NOTE 21 - FINANCIAL INSTRUMENTS AND NATURE AND EXTENT OF RISKS
ARISING FROM FINANCIAL INSTRUMENTS (Continued)**

The import and export amounts of the Company for the periods ended September 30, 2016 and 2015 are as follows:

	1 January - 30 September 2016	1 July - 30 September 2016	1 January - 30 September 2015	1 July - 30 September 2015
Total export amount	719.073.202	180.531.234	692.116.395	273.963.633
Total import amount	738.412.026	182.675.472	629.077.686	224.048.785

The Company is exposed to foreign exchange risk primarily with respect to EUR and USD. The effect of the Company's EUR and USD foreign currency position as of September 30, 2016 and December 31, 2015 under the assumption of the appreciation and depreciation of TL against other currencies by 10% considering all variables are constant, the effect of net profit/loss and shareholder's equity for the period is as follows:

	30 September 2016			
	Appreciation of foreign currency	Profit/ Loss Depreciation of foreign currency	Shareholders' equity Appreciation of foreign currency	Depreciation of foreign currency
Had TL appreciate/ (depreciate) by 10% against USD				
Profit/(loss) from USD net asset position	(36.729)	36.729	-	-
Hedged amount against USD risk (-)	-	-	-	-
Net effect of USD	(36.729)	36.729	-	-
Had TL appreciate/ (depreciate) by 10% against EUR				
Profit/ (loss) from EUR net liability position	(18.362.040)	18.362.040	392.094	(392.094)
Hedged amount against EUR risk (-)	11.272.683	(11.272.683)	(9.410.240)	9.410.240
Net Effect of EUR	(7.089.357)	7.089.357	(9.018.146)	9.018.146
Had TL appreciate/ (depreciate) by 10% against other				
Profit/(loss) from other net liability position	(1.097.657)	1.097.657	-	-
Hedged amount against other (-)	-	-	-	-
Net effect of other	(1.097.657)	1.097.657	-	-
Total net effect	(8.223.743)	8.223.743	(9.018.146)	9.018.146

TÜRK TRAKTÖR VE ZİRAAT MAKİNELERİ A.Ş.

**EXPLANATORY NOTES TO THE CONDENSED FINANCIAL STATEMENTS
FOR THE INTERIM PERIOD BETWEEN 1 JANUARY-30 SEPTEMBER 2016 (Continued)**

(Amounts expressed in Turkish Lira ("TL"), unless otherwise indicated)

**NOTE 21 - FINANCIAL INSTRUMENTS AND NATURE AND EXTENT OF RISKS
ARISING FROM FINANCIAL INSTRUMENTS (Continued)**

	31 December 2015			
	Appreciation of foreign currency	Profit/ Loss Depreciation of foreign currency	Shareholders' equity Appreciation of foreign currency	Depreciation of foreign currency
Had TL appreciate/ (depreciate) by 10% against USD				
Profit/(loss) from USD net asset position	(483.532)	483.532	-	-
Hedged amount against USD risk (-)	-	-	-	-
Net effect of USD	(483.532)	483.532	-	-
Had TL appreciate/ (depreciate) by 10% against EUR				
Profit/ (loss) from EUR net liability position	(4.174.194)	4.174.194	-	-
Hedged amount against EUR risk (-)	-	-	-	-
Net Effect of EUR	(4.174.194)	4.174.194	-	-
Had TL appreciate/ (depreciate) by 10% against other				
Profit/(loss) from other net liability position	(842.380)	842.380	-	-
Hedged amount against other (-)	-	-	-	-
Net effect of other	(842.380)	842.380	-	-
Total net effect	(5.500.106)	5.500.106	-	-

Price risk

The Company does not have financial assets exposed to price risk.

Interest rate risk

The table of the financial instruments that have interest rate sensitivity are as follows:

Financial instruments with fixed interest rate

	30 September 2016	31 December 2015
Time deposits (Note 3)	99.464.404	238.595.160
Financial liabilities (Note 4)	817.476.558	439.913.704

Financial instruments with floating interest rate

	30 September 2016	31 December 2015
Financial liabilities (Note 4)	139.203.795	232.867.714

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**EXPLANATORY NOTES TO THE CONDENSED FINANCIAL STATEMENTS
FOR THE INTERIM PERIOD BETWEEN 1 JANUARY-30 SEPTEMBER 2016 (Continued)**

(Amounts expressed in Turkish Lira ("TL"), unless otherwise indicated)

**NOTE 21 - FINANCIAL INSTRUMENTS AND NATURE AND EXTENT OF RISKS
ARISING FROM FINANCIAL INSTRUMENTS (Continued)**

For financial instruments with variable interest rates, if the interest on September 30, 2016 in all currencies was higher/lower by 100 base points with all other variables held constant, the profit for the period before tax as a result of high/ low interest rate income/ expense consisting of loans with variable interest rates would be higher/ lower by TL 4.832 (September 30, 2015: TL 9.297).

b) Credit risk

Financial assets are in hand carrying the risk of the inability of fulfilling the requirements of the agreements by the counter parties. The Company management manages these risks by limiting the average risk to any individual counterparty, by obtaining guarantees where necessary. The Company limits these risks that may arise from its dealers, by restricting the credit limits determined for the dealers according to the amount of the guarantees received, by updating the guarantee amounts regularly and by receiving the pledge of ownership of the tractors sold. Credit limits are regularly monitored by the Company and the customers' credit quality are regularly evaluated by considering the customers' financial position, past experiences and other factors. Trade receivables are evaluated by the management of the Company depending on their past experiences and current economic conditions and are presented in financial statements net of provision for doubtful receivables (Note 5).

(CONVENIENCE TRANSLATION INTO ENGLISH OF FINANCIAL STATEMENTS ORIGINALLY ISSUED IN TURKISH (NOTE2.6))

TÜRK TRAKTÖR VE ZİRAAT MAKİNELERİ A.Ş.

EXPLANATORY NOTES TO THE INTERIM FINANCIAL STATEMENTS BETWEEN JANUARY 1 - SEPTEMBER 30, 2016 (Continued)

(Amounts expressed in Turkish Lira (TL), unless otherwise indicated)

NOT 21 - FINANCIAL INSTRUMENTS AND NATURE AND EXTENT OF RISKS ARISING FROM FINANCIAL INSTRUMENTS (Continued)

The Company's maximum exposure to credit risk as of September 30, 2016 and December 31, 2015 is as follows:

	30 September 2016					
	Trade Receivables	Other Receivables	Bank deposits	Derivative instruments		
	Related party	Third party	Related party	Third party		
Net book value of financial assets which are undue and not impaired	95.586.602	397.867.192	-	481.361	112.303.059	-
Net book value of restructured financial assets, otherwise that - will be considered as due dated or impaired	-	-	-	-	-	-
Net book value of due dated but not impaired assets	375.085	63.546.004	-	-	-	-
Net book value of impaired assets	-	-	-	-	-	-
- Due dated (Gross book value)	-	47.086.565	-	-	-	-
- Provision (-)	-	(47.086.565)	-	-	-	-
- Undue (Gross book value)	-	-	-	-	-	-
- Provision (-)	-	-	-	-	-	-
Off-balance sheet items exposed to credit risk	-	-	-	-	-	-
Amount exposed to maximum credit risk (*)	95.961.687	461.413.196	-	481.361	112.303.059	-

(*) The factors, increasing the credit reliability and the guarantees received are not taken into consideration in calculation of the amount.

As of September 30, 2016, the guarantee amount of the maximum exposure to credit risk is TL 523.331.929. Besides, all assets which are overdue but not impaired and are impaired are guaranteed.

TÜRK TRAKTÖR VE ZİRAAT MAKİNELERİ A.Ş.

**EXPLANATORY NOTES TO THE
INTERIM FINANCIAL STATEMENTS**

BETWEEN JANUARY 1 - SEPTEMBER 30, 2016 (Continued)

(Amounts expressed in Turkish Lira (TL), unless otherwise indicated)

NOT 21 - FINANCIAL INSTRUMENTS AND NATURE AND EXTENT OF RISKS ARISING FROM FINANCIAL INSTRUMENTS (Continued)

	31 December 2015		Other		Bank deposits	Derivative instruments
	Trade Receivables	Other Receivables	Related party	Third party		
Net book value of financial assets which are undue and not impaired	107.738.947	359.651.002	-	358.030	244.280.765	-
Net book value of restructured financial assets, otherwise that - will be considered as due dated or impaired	-	-	-	-	-	-
Net book value of due dated but not impaired assets	2.000	7.494.602	-	-	-	-
Net book value of impaired assets	-	749.616	-	-	-	-
- Due dated (Gross book value)	-	44.132.264	-	-	-	-
- Provision (-)	-	(43.382.648)	-	-	-	-
- Undue (Gross book value)	-	31.776	-	-	-	-
- Provision (-)	-	(31.776)	-	-	-	-
Off-balance sheet items exposed to credit risk	-	-	-	-	-	-
Amount exposed to maximum credit risk (*)	107.740.947	367.895.220	-	358.030	244.280.765	-

(*) The factors, increasing the credit reliability and the guarantees received are not taken into consideration in calculation of the amount.

As of December 31, 2015, the guarantee amount of the maximum exposure to credit risk is TL 719.636.766. Besides, all assets which are overdue but not impaired and are impaired are guaranteed.

TÜRK TRAKTÖR VE ZİRAAT MAKİNELERİ A.Ş.

**EXPLANATORY NOTES TO THE
INTERIM FINANCIAL STATEMENTS
BETWEEN JANUARY 1 - SEPTEMBER 30, 2016 (Continued)**

(Amounts expressed in Turkish Lira (TL), unless otherwise indicated)

**NOTE 21 - FINANCIAL INSTRUMENTS AND NATURE AND EXTENT OF RISKS
ARISING FROM FINANCIAL INSTRUMENTS (Continued)**

c) Liquidity risk

Liquidity risk is managed by maintaining cash and marketable securities, the availability of funding through an adequate amount of committed credit lines and the ability to close out market positions.

Funding risk of the current and future liabilities is managed by providing sustainability of the access to sufficient high quality creditors and the sustainability of the sufficient cash flows obtained from operating activities. The Company management, in order to ensure continuous liquidity, closely follows up the timely collection of receivables, allocates high intensity focus to prevent any financial burden sourcing from late collections and determines cash and non-cash credit limits to be activated in case of need by the Company.

Capital risk management

The Company's objectives when managing capital are to safeguard the Company's ability to continue as a going concern in order to provide returns for shareholders and benefits for other stakeholders and to maintain an optimal capital structure to reduce the cost of capital.

The Company monitors capital on the basis of the net financial debt/shareholder's equity ratio. Net financial debt calculated as total financial liabilities (including short and long-term bank borrowings) less cash and cash equivalents. This ratio is calculated as net financial debt divided by total shareholders' equity.

	30 September 2016	31 December 2015
Cash and cash equivalents (Note 3)	112.309.594	244.280.765
Less: Financial liabilities (Note 4)	(956.680.353)	(672.781.418)
Net financial debt	(844.370.759)	(428.500.653)
Total shareholders' equity	620.168.638	650.907.405
Net financial debt/ shareholders' equity	(1,36)	(0,66)

Fair value of financial assets

Fair value is the amount at which a financial instrument could be exchanged in a current transaction between willing parties, other than in a forced sale or liquidation, and is best evidenced by a quoted market price, if one exists.

The estimated fair values of financial instruments have been determined by the Company using available market information and appropriate valuation methodologies. However, judgement is necessarily required to interpret market data to estimate the fair value. Accordingly, the estimates presented herein are not necessarily indicative of the amounts the Company could realise in a current market exchange.

The following methods and assumptions were used to estimate the fair value of the financial instruments for which it is practical to estimate fair value:

TÜRK TRAKTÖR VE ZİRAAT MAKİNELERİ A.Ş.

**EXPLANATORY NOTES TO THE
INTERIM FINANCIAL STATEMENTS
BETWEEN JANUARY 1 - SEPTEMBER 30, 2016 (Continued)**

(Amounts expressed in Turkish Lira (TL), unless otherwise indicated)

**NOTE 21 - FINANCIAL INSTRUMENTS AND NATURE AND EXTENT OF RISKS
ARISING FROM FINANCIAL INSTRUMENTS (Continued)**

Financial assets

The fair values of balances denominated in foreign currencies, which are translated at period-end exchange rates, are considered to approximate carrying value.

The fair values of cash and cash equivalent are considered to approximate their respective carrying values due to their short-term nature.

The discounted carrying values of trade receivables along with the related allowances for uncollectability are estimated to be their fair values.

Financial liabilities

The fair values of short-term and long-term bank borrowings are presented in Note 4.

Trade payables, which are measured at amortised cost, are considered to approximate their carrying value.

NOT 22 – SUBSEQUENT EVENT AFTER FINANCIAL POSITION DATE

There are no other matters other than stated above, which would materially affect or that would have material effect on the financial statement after balance sheet date till the date of reporting.

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