2007 ORDINARY GENERAL ASSEMBLY
INFORMATION DOCUMENT

Our Company's General Assembly of Shareholders shall be hold on Thursday, March 27th 2008 to review the activities of 2007 and to decide on the annexed agenda. Following the General Assembly, meetings of Privileged Shareholders shall be hold on Thursday, March 27th 2008 at 14:40 for Group A Shareholders and at 14:50 for Group B Shareholders at the headquarters address, Güvercin Yolu 111-1112 06560 Gazi Ankara, to ensure the approval of the merger agreement and the amendments to be made in the Articles of Association due to merger.

Our shareholders, whose shares have been registered within the context of arrangements by the Central Registry Agency (CRA), can attend the general assembly with the entry cards, they shall receive after being registered to the General Assembly Blockage List. Our shareholders who are not registered in the Blockage List of CRA will not be able to attend the meeting under the law.

As our shareholders, who did not register their shares, shall not be able to attend the General Assembly as per the temporary Article 6 of Capital Market Law, they shall not be able to use their participating rights. Applications of our investors, whose shares are not registered, to attend the general assembly shall only be taken into consideration following the registration of their shares.

For our shareholders, who are not able to participate the meeting individually, in order to vote with a proxy, they need to arrange their proxy forms in compliance with the proxy format provided by the Headquarters or from the website at www.turktraktor.com.tr and other requirements indicated in the Communiqué with Serial No: IV and Number:8 of Capital Markets Board should be fulfilled and they should present their proxy approved by the notary to the Headquarters.

Open ballot voting shall be used in the General Assembly for voting for Agenda articles simply by raising hands.

According to Article 11 of the Articles of Association, 1.762.500.000 Group A Privileged shares representing 37,50% of 47.000.000 YTL issued capital of the company shall represent 37,50% of the total voting right. The number of Group B shares each having 1 right to vote and representing 37,50% of the capital is 1.762.500.000 and they shall represent 37,50% of the total right to vote.

Reports of the Board of Directors and Auditors, reports of the Independent Audit Company, balance sheet and income statement and profit distribution proposal for the year 2007 shall be available for the review of our shareholders at the Headquarters and at the website www.turktraktor.com.tr as of March 5th, 2008.

All beneficiaries and stakeholders as well as the media (press-media organs) are invited to our General Assembly.

AGENDA ITEMS OF THE GENERAL ASSEMBLY

1. Opening and Election of the Presidential Board,

The Chairman and Chairmanship Board to steer the General Assembly shall be elected within the context of "Turkish Commercial Code" (TCC) and the "Regulation on General Assemblies of Equity Companies and the Ministry of Industry and Trade Commissar who will attend such meetings"(Regulation).

2. Reading and discussing the report of the Board of Directors and Auditor's Report including reports of the Independent Audit Company Başaran Nas Bağımsız Denetim ve Serbest Muhasebeci Mali Müşavirlik A.Ş. (a member of PricewaterhouseCoopers), concerning the activities and accounts for the year 2007; discussing the balance sheet and income statements for the year 2007 and submission for the approval of the General Assembly,

Within the framework of TCC and the Regulation, the Board of Directors report, audit report and the summary of the independent audit report, which are available at the Headquarters and the website www.turktraktor.com.tr as of March 5th, 2008, shall be submitted for the opinion and approval of our shareholders after being read at the general assembly. Above mentioned reports, annual report including corporate governance report and other related documents are available for the review of our shareholders at the website of our Company.

3. Approval of the election concerning BOD members who were appointed to vacated membership positions of the Board of Directors during 2007 in accordance with Article 315 of Turkish Commercial Code,

As our members of the Board of Directors Michael Edmondson left his position due to retirement and Alain D. Gold left his position due to a change in the assignment on May 16th, 2007; Marco Votta and Federico Corradini were elected as the members of the Board of Directors to complete the term of office of the former members in the meeting of the Board of Directors held on May 30th, 2007 as per Article 315 of TCC. Information on resumes of the incoming members shall be provided and the appointment shall be submitted to the General Assembly for approval.

Marco Votta: Born in 1968, he has worked for Andersen Consulting as Management Consultant and then joined CNH Group in 1998. He worked as Assistant General Manager (Business Controller) of Türk Traktör ve Ziraat Makineleri A.Ş. He is now Chief Financial Officer of Türk Traktör ve Ziraat Makineleri A.Ş. and New Holland Trakmak A.Ş.

Federico Corradini: He joined the agricultural division of Fiat Group in 1972 and since then developed all his career within the agricultural industry. Engineering Vice President since 1996, having been CEO of CNH Italy as well. He is cooperating directly with Türk Traktör since 1977. He is President of the Board of Directors of CEMA since 2007. He is currently working for CNH International SA as an Industrial Coordination Director.

4. Acquitting the members of the Board of Directors and Auditors due to the accounts and activities of the company for the year 2007,

In accordance with the provisions of the TCC and the Regulation, the acquittal of the Members of the Board of Directors and the Board of Auditors, will be presented for the approval of the General Assembly with respect to the operations, transactions and accounts of the year 2007.

5. Giving General Assembly the information about dividend policy for 2007 and following years in accordance with the Corporate Governance Principles,

Dividend distribution policy of our Company specified below shall be submitted to the information of the General Assembly and has been published at the website www.turktraktor.com.tr.

According to the agreement between Koç Holding and CNH Global NV (formerly New Holland NV) dated 22 April 1998, the Parties adopted for the Company a "Dividend Policy" that provides, as a matter of principle, for the distribution of dividends to the shareholders in the ratio of 60% of the after tax profit of each Company, unless agreed otherwise by the Parties.

6. Full adoption, acceptance by certain changes, or rejection of the Board of Directors' proposal with respect to distribution of the profit for 2007 and date of such profit distribution,

According to the statement of the accounts for the accounting term January 01,2007-December 12, 2007 prepared by our company within the framework of the provisions in the Communiqué Serial: XI and No:25 issued by the Capital Markets Board and in compliance with the International Financial Reporting Standards and audited by Başaran Nas Bağımsız Denetim ve Serbest Muhasebeci Mali Müşavirlik A.Ş. (a member of PricewaterhouseCoopers), "Consolidated Net Profit for the Period" was found to be 91.066.245 YTL; and upon consideration of the Board, requests permission of the General Assembly that; according to the 5th article of Capital Markets Board Communique Serial:I, No:31 Regarding the Principles of Mergers; any new transaction made that affect the financial statements and equity capital over which the merger ratio is calculated, is restrained, within this context, according to the same article's 4th clause, considering into the necessity of the extraordinary general assembly for the decision of dividend distribution to be held after the registration of merger and it was accepted that, after examining the 2007 year audited and negotiated balance sheet income statement, after allocating legal reserves from the net profit after tax, there will be no dividend distribution in order to keep the merger ratio be same and the balance after allocating the legal reserves will be kept as extraordinary reserves. On the other hand, it was accepted that the distribution of extraordinary reserves will be made at the latest in May in order to execute the obligation of dividend distribution that is determined by the decision of Capital Markets Board dated 08.02.2008 and no 2008/6. We present to the approval of the general assembly, to convene the extraordinary general assembly for making dividend distribution from the extraordinary reserves of two companies that was allocated from their 2007 year profits

TURK TRAKTOR VE ZIRAAT MAKINELERİ A.S. 2007 Profit Distribution Table (YTL)			
1. Issued capital			**47.000.000**
2. Total Legal Reserves (As per Legal Records)			**44.075.118**
Information on privilege in cases privilege in distribution occurs as per the articles of association			
		According to Capital Markets Board	According to Legal Records
3.	**Profit for the Period**	113.615.606	118.464.984
4.	**Taxes to be paid (-)**	22.549.361	24.800.759
5.	**Net Profit for the Period (=)**	91.066.245	93.664.225
6.	**Loss in the Previous Years (-)**		
7.	**First Type Legal Reserves (-)**		
8.	**Distributable Amount of Profit of the Affiliate included in the Consolidation without a decision for distribution (-)**		
9.	**NET DISTRIBUTABLE PROFIT FOR THE PERIOD (=)**	91.066.245	93.664.225
10.	**Donations made within the year (+)**	1.853.510	
11.	**Net distributable profit for the period including the donations for which the first dividend shall be calculated**	92.919.755	
12.	**Extraordinary legal reserves**	91.066.245	93.664.225

The Distribution of Profit out of the Extraordinary Legal Reserves shall be made after the Extraordinary General Assembly

7. Re-election or replacement of BOD members whose service term has expired, determination of their service term and the number of members,

According to the Turkish Commercial Code and the Regulation, the principles related to the election of the board of directors stipulated in the Articles of Association shall be taken into account for election of the members to the board of directors.

Information on the resumes of the nominees for the Board of Directors shall be presented at the General Assembly as per Article 14 of the Articles of Association.

8. Re-election or replacement of auditors whose service term has expired,

The provisions in the Turkish Commercial Code and the Regulation shall be taken into account for election of the auditors.

Information on the resumes of the auditor nominees shall be presented at the General Assembly as per Article 21 of the Articles of Association.

9. Determination of monthly gross remunerations of BOD Chairman and members, and Auditors,

Monthly gross remunerations of the chairman and members of the board of directors and the auditors shall be determined within the framework of the provisions of Turkish Commercial Code and the Regulation and the provisions in the Articles of Association.

10. Giving General Assembly the information about donations granted for charitable purposes to funds and associations which have tax exemption, in 2007,

As per Article 7 of the Communiqué Serial: IV and No.:27 issued by the Capital Markets Board, the General Assembly shall be notified about the donations made throughout the year. The article in question does not require approval of the General Assembly for the donations; the notification is solely for information purposes.

Our company donated a total of 1.807.140 YTL in cash (720.000 YTL to Vehbi Koç Foundation, Tofaş (Fiat) Fund established by the Administrative Board Decision dated February 26, 1991 and No. 91/1 of the Vehbi Koç Foundation; 1.080.000 YTL to the Koç Group Education Aid Scholarship so as to support the scholarship activities undertaken by Vehbi Koç Foundation; 1000 YTL to Vehbi Koç Foundation; 1.990 YTL to Turkish Education Foundation; 500 YTL to İnönü Foundation; 1.500 YTL to Six Dots Association of the Blind; 1.150 YTL Mehmetcik Foundation; 1.000 YTL to METU Development Foundation) and a total of 46.370 YTL in kind (Cost of the tractors granted to Rahmi Koç Museum and Ankara University, Faculty of Agriculture) throughout the year 2007 pursuant to the relevant provisions of the Articles of Association.

11. Approval of the selection of the Independent External Auditing Organisation carried on by the Board of Directors according to laws and regulations in connection with the Capital Market,

In accordance with Article 6 of the Part Three of the Communiqué of the Capital Market Board Series: X, Number: 22, the independent auditor firm selection, to be made by the board of directors, must be presented for approval of the general assembly

.

In the decision of the board of directors of our Company, dated March 6, 2008, it has been resolved to sign a contract with Başaran Nas Bağımsız Denetim ve Serbest Muhasebeci Mali Müşavirlik A.Ş. (a member of PricewaterhouseCoopers), for the independent audit studies of 2008-2009, and this will be presented for the approval of our shareholders in the general assembly.

12. Adopting the merger with New Holland Trakmak Traktör ve Ziraat Makinaları Ticaret A.Ş. through the acquisition of all the assets and liabilities of the said company existing as of 30.09.2007 as a whole in accordance with article 451 of the Turkish Commercial Code and Articles 18-20 of the Corporation Tax and taking a decision about approving the Merger Agreement and financials as of 30.09.2007,

The decision regarding the merger of New Holland Trakmak Traktör ve Ziraat Makinaları Ticaret A.Ş. with our Company was taken at the Board of Directors meeting on December 11, 2007 and it shall be submitted for the approval of the shareholders at the General Assembly. The announcement text drafted for the merger has been published at our internet site and other relevant documents are available at the Headquarters for the Company shareholders willing to examine the documents.

13. The issued capital of our company be increased from TRY 47,000,000.- to 53,369,000.-, and thus, taking a decision about making amendments in the Articles of Association article 6 entitled "Capital", and Article 3 entitled 'Objective and Scope', and article 17 entitled 'Authorities of the Board of Directors',

Due to the fact that the Articles of Association of the Company may only be amended upon the approval of the General Assembly, the approval of the General Assembly will be requested in order to make amendments to the articles of association in line with the merger process. The draft amendments to the articles of association are published at the internet site.

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

Since the performance of transactions by the members to the Board of Directors, under Article 334 of the TCC, titled "Prohibition of Transactions with Company" and Article 335, titled "Non-Competition," may only be possible with the approval of the General Assembly, the issuance of the authorization in question will be presented for approval of our shareholders in the general assembly.

15. Authorisation of the Meeting Chairmanship Council for signing the minutes of General Assembly without any need for further signatures,

The issue of authorization of the Meeting Council for recording the decisions, adopted in the general assembly, within the framework of the provisions of TCC and Regulation, will be presented for approval of our shareholders.

16. Wishes