# CONVENIENCE TRANSLATION INTO ENGLISH OF CONDENSED CONSOLIDATED FINANCIAL STATEMENTS FOR THE INTERIM PERIOD 1 JANUARY - 30 SEPTEMBER 2018

(ORIGINALLY ISSUED IN TURKISH)

### CONDENSED CONSOLIDATED FINANCIAL STATEMENTS FOR THE INTERIM PERIOD 1 JANUARY - 30 SEPTEMBER 2018

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#### CONSOLIDATED STATEMENTS OF POSITION AT 30 SEPTEMBER 2018 AND 31 DECEMBER 2017

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

|                                      |       | (Unaudited)<br>30 September | (Audited)<br>31 December |
|--------------------------------------|-------|-----------------------------|--------------------------|
|                                      | Notes | 2018                        | 2017                     |
| Assets                               |       |                             |                          |
| Current assets                       |       |                             |                          |
| Cash and cash equivalents            | 4     | 51,481                      | 228,958                  |
| Trade receivables                    | 8     | 540,023                     | 445,329                  |
| Due from related parties             | 22    | 125,767                     | 29,656                   |
| Due from other parties               | 8     | 414,256                     | 415,673                  |
| Other receivables                    |       | 134                         | 68                       |
| Due from customers on contract works | 10    | 533,115                     | 312,030                  |
| Inventories                          | 9     | 750,439                     | 413,056                  |
| Derivative financial instruments     | 7     | 5,009                       | 1,325                    |
| Prepaid expenses                     | 14    | 12,331                      | 190,153                  |
| Other current assets                 | 14    | 43,087                      | 40,632                   |
| Total current assets                 |       | 1,935,619                   | 1,631,551                |
| Non-current assets                   |       |                             |                          |
| Trade receivables                    | 8     | 7,580                       | 10,235                   |
| Other receivables                    |       | 406                         | 281                      |
| Financial investments                | 5     | 100                         | 41                       |
| Property, plant and equipment, net   | 11    | 105,783                     | 101,009                  |
| Intangible assets, net               | 12    | 246,930                     | 219,864                  |
| Deferred tax asset                   | 20    | 58,316                      | 46,606                   |
| Total non-current assets             |       | 419,115                     | 378,036                  |
| Total assets                         |       | 2,354,734                   | 2,009,587                |

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

#### CONSOLIDATED STATEMENTS OF POSITION AT 30 SEPTEMBER 2018 AND 31 DECEMBER 2017

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

|   | Notes | Unaudited)<br>30 September<br>2018 | (Audited)<br>31 December<br>2017 |
|---|-------|------------------------------------|----------------------------------|
| Liabilities   | Totes | 2010                               | 2017                             |
| Current liabilities                                 |       |                                    |                                  |
| Short-term borrowings                               | 6     | 233,251                            | 429,248                          |
| Short-term portion of long-term borrowings          | 6     | 277,243                            | 84,410                           |
| Trade payables                                      | 8     | 317,941                            | 62,117                           |
| Due to related parties                              | 22    | 6,352                              | 14,094                           |
| Due to other parties                                | 8     | 311,589                            | 48,023                           |
| Employee benefit obligations                        | 14    | 18,306                             | 24,294                           |
| Other payables,                                     |       | 47,770                             | 42,549                           |
| Current period tax liabilities                      | 20    | 2,393                              | -                                |
| Deferred income                                     | 14    | 53,927                             | 21,084                           |
| Government grants                                   |       | 1,448                              | 1,940                            |
| Short-term provisions                               | 13    | 123,744                            | 403,935                          |
| Provisions for employee benefits                    |       | 10,541                             | 9,286                            |
| Other provisions                                    |       | 113,203                            | 394,649                          |
| Other current liabilities                           | 14    | 1,391                              | 2,742                            |
| Total current liabilities                           |       | 1,077,414                          | 1,072,319                        |
|   |       |                                    |                                  |
| Non-current liabilities                             | (     | 440.000                            | 100.000                          |
| Long-term borrowings                                | 6     | 440,000                            | 190,000                          |
| Government grants                                   | 12    | 1,054                              | 1,441                            |
| Long-term provisions                                | 13    | 37,166                             | 31,693                           |
| Provisions for employee benefits<br>Deferred income | 14    | <i>37,166</i><br>668,479           | <i>31,693</i><br>430,580         |
| Total non-current liabilities                       |       | 1,146,699                          | 653,714                          |
| Total liabilities                                   |       | 2,224,113                          | 1,726,033                        |
|   |       | 2,224,113                          | 1,720,033                        |
| Equity  |       | <b>2 1</b> 000                     | <b>2</b> 4 000                   |
| Paid-in share capital                               |       | 24,000                             | 24,000                           |
| Inflation adjustment on share capital               |       | 52,743                             | 52,743                           |
| Restricted reserves                                 |       | 66,678                             | 59,798                           |
| Accumulated other comprehensive                     |       |                                    |                                  |
| income and expense that will not                    |       |                                    |                                  |
| be reclassfied to statement of                      |       | (5.005)                            | (1.000)                          |
| profit or loss                                      |       | (5,397)                            | (4,880)                          |
| Defined benefit plans remeasurement                 |       | (5.205)                            | (1.000)                          |
| profits (losses)                                    |       | (5,397)                            | (4,880)                          |
| Accumulated other comprehensive                     |       |                                    |                                  |
| income and expense that may be                      |       | = 00 f                             |                                  |
| reclassfied to statement of profit or loss          |       | 5,886                              | 2,396                            |
| Currency translation differences                    |       | 5,886                              | 2,396                            |
| Retained earnings                                   |       | 72,617                             | 50,074                           |
| Net (loss) / profit for the period                  |       | (85,906)                           | 99,423                           |
| Total equity  |       | 130,621                            | 283,554                          |
| Total liabilities and equity                        |       | 2,354,734                          | 2,009,587                        |

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

### CONSOLIDATED STATEMENTS OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME FOR THE INTERIM PERIOD ENDED AT 30 SEPTEMBER 2018 AND 2017

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

|  | (Unaudited) |             |              | (Unau       | lited)       |  |
|--|-------------|-------------|--------------|-------------|--------------|--|
|  |             | 1 January - | 1 July-      | 1 January - | 1 July -     |  |
|  |             |             | 30 September |             | 30 September |  |
|  | Notes       | 2018        | 2018         | 2017        | 2017         |  |
|  |             |             |              |             | 100.001      |  |
| Net Sales  | 15          | 808,636     | 320,477      | 1,369,519   | 408,291      |  |
| Cost of sales (-)  | 15          | (602,450)   | (216,479)    | (1,041,713) | (298,751)    |  |
| GROSS PROFIT   |             | 206,186     | 103,998      | 327,806     | 109,540      |  |
| Marketing expenses (-)   | 16          | (163,652)   | (60,508)     | (155,757)   | (47,946)     |  |
| General administrative expenses (-)                                | 16          | (56,360)    | (16,996)     | (47,382)    | (12,402)     |  |
| Research and development expenses (-)                              | 16          | (36,557)    | (12,104)     | (32,425)    | (10,436)     |  |
| Other operating income   | 17          | 1,673,062   | 1,089,932    | 191,921     | 53,222       |  |
| Other operating expenses (-)                                       | 17          | (1,619,747) | (1,061,945)  | (141,223)   | (33,406)     |  |
| OPERATING PROFIT   |             | 2,932       | 42,377       | 142,940     | 58,572       |  |
| Income from investing activities                                   |             | 180         | 180          | 1,246       | 25           |  |
| Expense from investing activities (-)                              |             | (1)         | -            | -           | -            |  |
| OPERATING INCOME BEFORE<br>FINANCIAL (LOSSES)/PROFIT               |             | 3,111       | 42,557       | 144,186     | 58,597       |  |
| Financial income   | 18          | 26,280      | 14,888       | 8,692       | 1,589        |  |
| Financial expense (-)  | 19          | (124,468)   | (66,502)     | (102,109)   | (37,497)     |  |
| (LOSS) / PROFIT BEFORE TAX   |             | (95,077)    | (9,057)      | 50,769      | 22,689       |  |
| Tax income/(expense) from  |             |             |              |             |              |  |
| continued operations   |             |             |              |             |              |  |
| - Current tax expense (-)  | 20          | (2,393)     | (2,280)      | -           | -            |  |
| - Deferred tax income/(expense)                                    | 20          | 11,564      | 4,150        | -           | -            |  |
| (LOSS) / PROFIT FOR THE PERIOD                                     |             | (85,906)    | (7,187)      | 50,769      | 22,689       |  |
| Items that will not be reclassified to statement of profit or loss |             |             |              |             |              |  |
| Remeasurement (losses)/gains                                       |             | (663)       | 565          | (1,140)     | 737          |  |
| Deferred tax income/(expense)                                      |             | 146         | (124)        | (1,140)     |              |  |
| Detented ux medine (expense)                                       |             | 140         | (124)        |             |              |  |
| Items that may be reclassified to                                  |             |             |              |             |              |  |
| statement of profit or loss  |             |             |              |             |              |  |
| Currency translation differences                                   |             | 3,490       | 2,580        | 446         | 162          |  |
| Other comprehensive income   |             |             |              |             |              |  |
| /(expenses)  |             | 2,973       | 3,021        | (694)       | 899          |  |
| TOTAL COMPREHENSIVE  |             |             |              |             |              |  |
| (EXPENSE) / INCOME   |             | (82,933)    | (4,166)      | 50,075      | 23,588       |  |
|  | 21          |             | (0.030)      | 0.010       | 0.005        |  |
| (Loss) / earnings per share (Piaster)                              | 21          | (0.358)     | (0.030)      | 0.212       | 0.095        |  |

The accompanying notes form and integral part of these consolidated financial statements.

# CONSOLIDATED STATEMENTS OF CHANGES IN EQUITY FOR THE INTERIM PERIOD AT 30 SEPTEMBER 2018 AND 2017

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

|  |                          |                          | _                      | Accumulated<br>other<br>comprehensive<br>income and<br>expense that will<br>not be reclassified<br>to statement of<br>profit or loss | Accumulated<br>other<br>comprehensive income and<br>expense that may<br>be reclassified to<br>statement of<br>profit or loss |                      |                                       |                 |
|--|--------------------------|--------------------------|------------------------|--|--|----------------------|---------------------------------------|-----------------|
| 30 September 2017                                  | Paid in share<br>capital | Inflation<br>adjustments | Restricted<br>reserves | Remeasurement<br>losses on defined<br>benefit plans  | Currency<br>translation differences  | Retained<br>earnings | Net pfofit / (loss)<br>for the period | Total<br>equity |
| Opening balances                                   | 24,000                   | 52,743                   | 54,015                 | (4,986)  | 1,329  | 46,132               | 69,725                                | 242,958         |
| Transfers<br>Dividends paid<br>Total comprehensive | -<br>-                   | -                        | 5,880                  | -  | -  | 63,845<br>(60,000)   | (69,725)                              | (60,000)        |
| income   | -                        | -                        | -                      | (1,140)  | 446  | -                    | 50,769                                | 50,075          |
| Closing balances                                   | 24,000                   | 52,743                   | 59,895                 | (6,126)  | 1,775  | 49,977               | 50,769                                | 233,033         |
| 30 September 2018<br>Opening balances              | 24,000                   | 52,743                   | 59,798                 | (4,880)  | 2,396  | 50,074               | 99,423                                | 283,554         |
| Transfers<br>Dividends paid                        | -                        | -                        | 6,880<br>-             | -  | -  | 92,543<br>(70,000)   | (99,423)                              | (70,000)        |
| Total comprehensive income                         | -                        | -                        | -                      | (517)  | 3,490  | -                    | (85,906)                              | (82,933)        |
| Closing balances                                   | 24,000                   | 52,743                   | 66,678                 | (5,397)  | 5,886  | 72,617               | (85,906)                              | 130,621         |

The accompanying notes form and integral part of these consolidated financial statements.

# CONSOLIDATED STATEMENTS OF CASH FLOWS FOR THE INTERIM PERIOD ENDED AT 30 SEPTEMBER 2018 AND 2017

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

|   | Notes  | (Unadited)<br>1 January -<br>30 September 2018 | (Unadited)<br>1 January -<br>30 September 2017 |
|---|--------|--|--|
| CASH FLOWS FROM OPERATING ACTIVITIES  |        | (173,156)                                      | (310,716)                                      |
| Net (loss) / profit for the period  |        | (85,906)                                       | 50,769   |
| Adjustments to reconcile income before taxes to net cash flows<br>_from operating activities                                |        | 210,607  | 184,509  |
| Depreciation and amortization   | 11, 12 | 44,568   | 46,649   |
| Adjustments in relation to impairment   |        | 14,966   | 2,703  |
| -Provision for doubtful receivables   | 8      | 15,213   | 3,044  |
| - Provision for inventories   | 9      | (247)  | (341)  |
| Adjustments in relation to provision<br>- Provision for employee benefits   | 13     | <b>49,523</b><br>10,904                        | <b>47,901</b><br>5,971                         |
| - Warranty provision expenses   | 13     | 38,619   | 41,930   |
| Adjustments in relation to interest income and expenses   | 15     | 82,364   | 74,972   |
| - Interest income on time deposits  | 18     | (2,442)  | (621)  |
| - Interest expense on borrowings  | 19     | 84,806   | 75,593   |
| Adjustments in relation to unrealised foreign exchange gains and losses   |        | 25,997   | 20,099   |
| Adjustments in relation to fair value gains and losses  |        | (6,632)  | (6,570)  |
| Fair value losses/(gains) on financial derivative instruments, net  |        | (6,632)  | (6,570)  |
| Adjustments in relation to gains or loses on sales of property, plant and lle   |        |  |  |
| equipment<br>- Gain on sale of property, plant and equipments   |        | ( <b>179</b> )<br>(179)                        | (1,245)  |
|   |        | · · · ·  | (1,245)  |
| Changes in net working capital  |        | (253,847)                                      | (518,254)                                      |
| Change in trade receivables   |        | (107,443)                                      | (117,250)                                      |
| Change in due from customers on contract works  |        | (221,085)                                      | (45,017)                                       |
| Change in inventories   |        | (337,136)                                      | 4,556  |
| Change in trade payables<br>Other changes   |        | 255,824<br>155,993                             | (255,517)<br>(105,026)                         |
| - Changes in other operating assets   |        | 175,367  | 49,873   |
| - Changes in other operating liabilities  |        | (19,374)                                       | (154,899)                                      |
|   |        |  | · · · /  |
| Cash flows from operations<br>Payments in relation to employee benefits   | 13     | (129,146)<br>(6,094)                           | (282,976)<br>(3,676)                           |
| Payments in relation to other provisions  | 13     | (40,864)                                       | (30,785)                                       |
| Other cash collections  | 15     | 2,948  | 6,721  |
| CASH FLOWS FROM INVESTING ACTIVITIES  |        | (76,287)                                       | (62,805)                                       |
| Cash outflows from purchases due to obtaining control of subsidiaries   |        | (58)   | -  |
| Proceeds from sale of property, plant and equipment and intangible assets   |        | 907  | 1,674  |
| - Proceeds from sale of property, plant and equipment<br>Cash outflows due to purchase of property, plant and equipment and |        | 907  | 1,674  |
| intangible assets   |        | (77,136)                                       | (64,479)                                       |
| - Purchase of property, plant and equipment   | 11     | (14,333)                                       | (6,324)  |
| - Purchase of intangible assets   | 12     | (62,803)                                       | (58,155)                                       |
|   |        |  |  |
| CASH FLOWS FROM FINANCING ACTIVITIES  |        | 68,476   | 378,074  |
| Cash inflow from to borrowings  |        | 1,209,070                                      | 846,255  |
| - Proceeds from bank borrowings   |        | 1,209,070                                      | 846,255  |
| Cash outflow due to repayment of borrowings   |        | ( <b>998,826</b> )                             | (341,832)                                      |
| - Repayments of borrowings<br>Dividends paid  |        | (998,826)<br>( <b>70,000</b> )                 | (341,832)<br>( <b>60,000</b> )                 |
| Interest paid   |        | (74,210)                                       | (66,970)                                       |
| Interest paid   |        | 2,442  | 621  |
| NET (DECREASE) / INCREASE IN CASH AND CASH EQUIVALENTS  |        |  |  |
| BEFORE THE EFFECT OF CURRENCY TRANSLATION<br>DIFFERENCES  |        | (180,967)                                      | 4,553  |
| Currency translation difference on cash and cash equivalents  |        | 3,490  | 446  |
| NET (DECREASE) / INCREASE IN CASH AND CASH EQUIVALENTS  |        | (177,477)                                      | 4,999  |
| CASH AND CASH EQUIVALENTS AT THE BEGINNING OF THE<br>PERIOD   | 4      | 228,958  | 38,598   |
| CASH AND CASH EQUIVALENTS AT THE END OF THE PERIOD  | 4      | 51,481   | 43,597   |
|   |        | 51,401   |  |

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

## NOTES TO CONDENSED CONSOLIDATED INTERIM FINANCIAL STATEMENTS AT 30 SEPTEMBER 2018

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

### NOTE 1 - GROUP'S ORGANIZATION AND NATURE OF OPERATIONS

Otokar Otomotiv ve Savunma Sanayi A.Ş. ("Otokar" or the "Company") was established in 1963 and is registered in Istanbul, Turkey and operating under the Turkish Commercial Code.

The Company operates in the automotive industry and off road vehicles, armoured vehicles, minibuses, midibuses and autobuses, trailers, semi-trailers, light truck and cross-country comprises the majority of its production.

The registered addresses of the Company are as follows:

<u>Headquarters:</u> Aydınevler Mahallesi, Saygı Cad. No: 58 A Bl. 34854 Maltepe / İstanbul

Plant:

Atatürk Cad. No: 6 54580 Arifiye / Sakarya

Information related to subsidiary of the Company subject to consolidation is as follows:

| Legal Name        | Nature of operations | Country | Capital      | Ownership<br>(%) |
|-------------------|----------------------|---------|--------------|------------------|
| Otokar Europe SAS | Trade                | Fransa  | 100 bin Avro | 100.00           |

On 13 April 2016, the Company management has decided to initiate the establishment of a subsidiary; "Otokar Land Systems LLC" in United Arab Emirates with a capital of Arab Emirates Dirham ("AED") 50,000 in order to organise export activities and increase foreign sales especially to these regions. The establishment process was finalised as of the date of this consolidated financial statements. Since financial activities of "Otokar Land System LLC" does not materially affect the financial statements, the investment was presented under as financial investments.

Otokar and its subsidiaries will be referred as the "Group" for the purpose of the preparation of this consolidated financial statements.

The end-period and the average number of personnel employed in the Group are as follows:

|                 | 30 September 2018  |       | 31 December 2 | 2017    |
|-----------------|--------------------|-------|---------------|---------|
|                 | Period end Average |       | Period end    | Average |
| Total personnel |                    |       |               |         |
| number          | 1,948              | 2,067 | 2,147         | 2,205   |

The consolidated financial statements for the period ended 30 September 2018 were authorized for issue and signed by the Board of Directors of Otokar on 2 November 2018. The accompanying consolidated financial statements may be amended by the General Assembly.

Otokar is registered to the Capital Market Board ("CMB") and its shares are listed on the Borsa Istanbul A.Ş. ("BIST") since 1995. As of 30 September 2018, 27.45% of the shares are quated on the BIST.

## NOTES TO CONDENSED CONSOLIDATED INTERIM FINANCIAL STATEMENTS AT 30 SEPTEMBER 2018

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

## NOTE 1 - GROUP'S ORGANIZATION AND NATURE OF OPERATIONS (Continued)

As of 30 Septemberber 2018, the principal shareholders and their respective shareholding percentages are as follows:

|                    | (%)   |
|--------------------|-------|
| Koç Holding A.Ş.   | 44.68 |
| Ünver Holding A.Ş. | 24.81 |
| Publicly traded    | 27.45 |
| Other              | 3.06  |
|                    |       |

100.00

Otokar Otomotiv ve Savunma Sanayi A.Ş. is controlled by Koç Holding A.Ş.

The parent company (Koç Holding A.Ş.), is controlled by Koç Family and the companies owned by Koç Family.

The shareholder, Ünver Holding A.Ş., is controlled by Ünver Family.

The Group conducts part of its business transactions with the Koç Holding A.Ş. and related parties. There are certain related parties which are both customers and vendors of the Group.

### NOTE 2 - BASIS OF PRESENTATION OF CONSOLIDATED FINANCIAL STATEMENTS

### 2.1 Basis of presentation of consolidated financial statements

The consolidated financial statements of the Group have been prepared in accordance with the Turkish Accounting Standards/Turkish Financial Reporting Standards, ("TAS/TFRS") and interpretations as adopted in line with international standards by the Public Oversight Accounting and Auditing Standards Authority of Turkey ("POA") in line 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 of Turkey ("CMB") on 13 June 2013 which is published on Official Gazette numbered 28676.

The Group maintains its books of account and prepares its statutory financial statements in Turkish Lira (TRY) in accordance with regulations on accounting and reporting framework and the Uniform Chart of Accounts issued by the Ministry of Finance.

The consolidated financial statements have been prepared from statutory financial statements with adjustments and reclassifications for the purpose of fair presentation in accordance with Turkish Accounting Standards as prescribed by POA. The adjustments are mainly related with deferred taxation, retirement pay liability, prorate and useful life depreciation adjustment of fixed assets, accounting of provisions, construction accounting for tank project and discount of receivables and payables.

The consolidated financial statements have been prepared under the historical cost convention, except derivative financial assets and liabilities carried at fair value.

# NOTES TO CONDENSED CONSOLIDATED INTERIM FINANCIAL STATEMENTS AT 30 SEPTEMBER 2018

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

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

### 2.1 Basis of presentation of consolidated financial statements(Continued)

For the period ended 30 September 2018, the Group prepared its condensed interim consolidated financial statements in accordance with the Turkish Accounting Standard No.34 Interim Financial Reporting. Condensed interim consolidated financial statements of the Group do not include all the information and disclosures required in the annual financial statements, therefore should be read in conjunction with the Group's annual financial statements as of 31 December 2017.

The condensed interim consolidated financial statements are presented in accordance with "Announcement regarding with TAS Taxonomy" which was published on 2 June 2016 by POA and the format and mandatory information recommended by CMB.

### **Functional and presentation currency**

Functional and presentation currency of the Company is TRY.

In accordance with the CMB's resolution dated 17 March 2005 and numbered 11/367, the financial statements were restated in accordance with International Accounting Standards (IAS) 29 (Financial Reporting in Hyperinflationary Economies) for the last time as of 31 December 2004, since the objective conditions which require the application of restatement of financial statements have not been realized and that based on the existing data CMB has foreseen that the indications whether such conditions are going to be realized in the future is no longer probable. Therefore, non-monetary assets, liabilities and equity items including the share capital as of 30 September 2018 and 31 December 2017 have been restated by applying the relevant conversion factors through carrying additions after 31 December 2004 at their nominal values.

### 2.2 Accounting errors and changes in accounting estimates

The Group recognizes, evaluates and presents similar events and transactions consistently. Accounting errors identified are restated retrospectively. The Group has applied the accounting policies consistent with the prior year.

If changes in accounting estimates are related to only one period, they are recognised in the period when changes are applied; if changes in estimates are related to future periods, they are recognized both in the period where the change is applied and future periods prospectively. The accounting policies except the situation stated below used in the preparation of these consolidated financial statements for the period ended 30 September 2018 are consistent with those used in the preparation of financial statements for the year ended 31 December 2017.

### 2.3 Changes in accounting policies

The Group changes accounting policies when it is believed that the change will lead to better presentation of transactions and events in the financial statements. When the intentional change can affect the prior period results, the change is applied retrospectively as though it was already applied before. Accounting policy changes arising from the application of a new standard are applied considering the transition principles of the related standard, if any, retrospectively or forward. If no transition principle for the standard exists, the changes are applied retrospectively.

# NOTES TO CONDENSED CONSOLIDATED INTERIM FINANCIAL STATEMENTS AT 30 SEPTEMBER 2018

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

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

### 2.3 Changes in accounting policies (Continued)

### 2.3.1 TFRS 15 "Revenue From Contracts with Customers"

### Revenue recognition

The Group adopted TFRS 15, "Revenue From Contracts with Customers" from 1 January 2018 which proposes a five step model framework mentioned below for recognizing the revenue.

- Identify the contact with customers
- Identify seperate performance obligations in the contract
- Determine the transaction price in contract
- Allocate the transaction price to the performance obligations in the contract
- Recognise revenue

The Group assess the goods or services promised in a contract with a customer ans identify as a performance obligation each promise to transfer to the customer.

For each performance obligation identified, the entity determine at contract inception whether it satisfies the performance obligation over time or satisfies the performance obligation at a point in time. If the Group transfers control of a good or service over time and therefore satisfies a performance obligation and recognises revenue over time.

The Group recognise revenue when the entity satisfies a performance obligation by transferring a promised good or service to the customer. An asset is transferred when the customer obtains control of that asset or service.

The Group considers the following in the assessment of transfer of control of goods sold and services,

- a) The entity has a right to payment for the goods or service,
- b) The customer has legal title to the goods or service,
- c) The entity has transferred physical possession of the asset,
- d) The customer has the significant risks and rewards related to the ownership of the goods or services,
- e) The customer has accepted the goods or services.

The Group does not adjust the promised amount of consideration for the effects of a significant financing component since the Group expects, at contract inception, that the period between when the entity transfers a promised good or service to a customer and when the customer pays for that good or service will be one year or less. If the financing component is significant in revenue, future collections are discounted by the interest rate in financing component. The difference is recognised as income from operating activities in current period.

### First time adoption of TFRS 15 "Revenue From Contracts with Customers"

The Group assessed the cumulative effect of initial application of TFRS 15 "Revenue From Contracts with Customers" which replaced "TMS 18 Revenue" retrospectively ("cumulative effect approach") as of the date of first time adoption which is 1 January 2018 and concluded that the standard does not have a significant retrospective effect.

# NOTES TO CONDENSED CONSOLIDATED INTERIM FINANCIAL STATEMENTS AT 30 SEPTEMBER 2018

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

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

### 2.3 Changes in accounting policies (Continued)

## 2.3.2 TFRS 9 "Financial Instruments" Standard

### **Classification and measurement**

The Group classifies the financial assets as three groups such as subsequently measured at amortised cost, fair value through other comprehensive income and fair value through profit or loss. The classification is made on the basis of the entity's business model for managing the financial assets and the contractual cash flow characteristics of the financial asset.

"Financial assets measured at amortised cost", are the financial assets held within a business model whose objective is to hold financial assets in order to collect contractual cash flows and the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding, not have an active market and non derivative financial assets. "Cash and cash equivalents", "trade receivables" are classified as financial assets measured at amortised cost. They are recognised initially at fair value and subsequently measured at amortised cost using the effective interest method. Gains and losses recognised as a result of the fair value adjustments of financial assets amortised at cost and non derivative financial assets are included in the income statement.

*"Financial assets measured at fair value through other comprehensive income"* are consist of assets except for the assets measured at amortised cost and at fair value through other comprehensive income Any gain or loss arising from fair value is recognised in income statement.

The changes in the classification of financial assets and liabilities in accordance with TFRS 9 is explained below. Those reclassification differences do not have any impact of the measurement of financial instruments asset for financial assets.

| Financial assets   | According to TAS 39<br>previous classification   | According to TFRS 9<br>new classification                                |
|--|--|--|
| Cash and cash equivalents<br>Trade receivables<br>Derivative instruments | Loans and receivables<br>Loans and receivables<br>Fair value through<br>profit or loss | Amortised cost<br>Amortised cost<br>Fair value through<br>profit or loss |
| Financial liabilities  | According to TAS 39 previous classification  | According to TFRS 9<br>new classification                                |
| Derivative instruments   | Fair value through profit or loss  | Fair value through profit or loss  |
| Borrowings<br>Trade payables   | Amortised cost<br>Amortised cost   | Amortised cost<br>Amortised cost   |

# NOTES TO CONDENSED CONSOLIDATED INTERIM FINANCIAL STATEMENTS AT 30 SEPTEMBER 2018

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

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

### 2.3 Changes in accounting policies (Continued)

#### Impairment

The recognition of credit losses defined in TMS 39 "Financial Instruments:Recognition and Measurement" which was effective before 1 January 2018 is replaced by recognition of expected credit losses. The objective of the impairment requirements is to recognise lifetime expected credit losses for all financial instruments for which there have been significant increases in credit risk since initial recognition whether assessed on an individual or collective basis considering all reasonable and supportable information, including that which is forward-looking.

### Trade receivables

The Group has chosen "practical expedient" explained in TFRS 9 for the calculation of impairment of trade receivables (with maturities less than one year) that do not contain a significant financing component and accounted at amortised cost. Accordingly, the Group measured the loss allowance for trade receivables at an amount equal to lifetime expected credit losses in the previous reporting period, but determines at the current reporting date that is no longer met, the entity shall measure the loss allowance at an amount equal to 12-month expected credit losses at the current reporting date.

The Group uses a provision matrix in the calculation of expected credit losses. Provision rate is calculated based on the overdue days of trade receivables and the rates are revised each reporting period if necessary. The change in expected credit losses is recognised in operational expense/income in income statement.

### First time adoption of TFRS 9 "Financial assets"

The Group assessed the cumulative effect of initial application of TFRS 9 "Financial Instruments" which replaced "TMS 39 Financial Instruments:Recognition and Measurement" retrospectively as of the date of first time adoption which is 1 January 2018 and concluded that the standard does not have a significant retrospective effect.

### 2.3.3 New and revised standards and comments:

### a. Standards, amendments and interpretations applicable as at 30 September 2018

Explanations of the effects of the new TAS / TFRS on the financial statements:

a) title of TAS / TFRS,

f)

- b) the accounting policy change, if any, has been applied considering the transition principles
- c) clarification of the changes in the accounting policy,
- d) disclosure of transition principles, if any,
- e) the effects of the transitional principles, if any, on future periods,
  - as much as possible, adjustments related to the current and each previous period presented:
    - i. shall disclose the effects for each financial statement line item and
    - ii. if the "TAS 33, Earnings per Share" standard is applicable for the Company, the amounts of ordinary and diluted earnings per share should be recalculated.
- g) if possible, effects of adjustments for non-presentation periods and
- h) If retrospective application is not possible for any period or periods, the events leading to this and the date from which the change in accounting policy is applied and how it is applied should be disclosured,

## NOTES TO CONDENSED CONSOLIDATED INTERIM FINANCIAL STATEMENTS AT 30 SEPTEMBER 2018

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

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

### 2.3 Changes in accounting policies (Continued)

- **IFRS 9, 'Financial instruments';** effective from annual periods beginning on or after 1 January 2018. This standard replaces the guidance in TAS 39. It includes requirements on the classification and measurement of financial assets and liabilities; it also includes an expected credit losses model that replaces the current incurred loss impairment model.
- **IFRS 15, 'Revenue from contracts with customers';** effective from annual periods beginning on or after 1 January 2018. IFRS 15, 'Revenue from contracts with customers' is a converged standard from the IASB and FASB on revenue recognition. The standard will improve the financial reporting of revenue and improve comparability of the top line in financial statements globally.
- Amendment to IFRS 15, 'Revenue from contracts with customers', effective from annual periods beginning on or after 1 January 2018. These amendments comprise clarifications of the guidance on identifying performance obligations, accounting for licences of intellectual property and the principal versus agent assessment (gross versus net revenue presentation). New and amended illustrative examples have been added for each of those areas of guidance. The IASB has also included additional practical expedients related to transition to the new revenue standard.
- **Amendments to IFRS 4, 'Insurance contracts';** regarding the implementation of IFRS 9, 'Financial Instruments'; effective from annual periods beginning on or after 1 January 2018. These amendments introduce two approaches: an overlay approach and a deferral approach. The amended standard will:
  - give all companies that issue insurance contracts the option to recognise in other comprehensive income, rather than profit or loss, the volatility that could arise when IFRS 9 is applied before the new insurance contracts standard is issued; and
  - give companies whose activities are predominantly connected with insurance an optional temporary exemption from applying IFRS 9 until 2021. The entities that defer the application of IFRS 9 will continue to apply the existing financial instruments standard IAS 39.
- Amendment to TAS 40, 'Investment property'; relating to transfers of investment property; effective from annual periods beginning on or after 1 January 2018. These amendments clarify that to transfer to, or from, investment properties there must be a change in use. To conclude if a property has changed use there should be an assessment of whether the property meets the definition. This change must be supported by evidence.
- Amendments to IFRS 2, 'Share based payments'; on clarifying how to account for certain types of share-based payment transactions; effective from annual periods beginning on or after 1 January 2018. This amendment clarifies the measurement basis for cash-settled, share-based payments and the accounting for modifications that change an award from cash-settled to equity-settled. It also introduces an exception to the principles in IFRS 2 that will require an award to be treated as if it was wholly equity-settled, where an employer is obliged to withhold an amount for the employee's tax obligation associated with a share-based payment and pay that amount to the tax authority.

## NOTES TO CONDENSED CONSOLIDATED INTERIM FINANCIAL STATEMENTS AT 30 SEPTEMBER 2018

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

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

### 2.3 Changes in accounting policies (Continued)

Annual improvements 2014 - 2016; effective from annual periods beginning on or after 1 January 2018. These amendments impact 2 standards:

- IFRS 1, 'First time adoption of IFRS', regarding the deletion of short-term exemptions for first-time adopters regarding IFRS 7, TAS 19 and IFRS 10,
- TAS 28, 'Investments in associates and joint venture' regarding measuring an associate or joint venture at fair value.
- **TFRIC 22, 'Foreign currency transactions and advance consideration';** effective from annual periods beginning on or after 1 January 2018. This TFRIC addresses foreign currency transactions or parts of transactions where there is consideration that is denominated or priced in a foreign currency. The interpretation provides guidance for when a single payment/receipt is made as well as for situations where multiple payments/receipts are made. The guidance aims to reduce diversity in practice.

### b. Standards, amendments and interpretations effective after 30 September 2018

- **Amendment to IFRS 9, 'Financial instruments';** effective from annual periods beginning on or after 1 January 2019. This amendment confirms that when a financial liability measured at amortised cost is modified without this resulting in de-recognition, a gain or loss should be recognised immediately in profit or loss. The gain or loss is calculated as the difference between the original contractual cash flows and the modified cash flows discounted at the original effective interest rate. This means that the difference cannot be spread over the remaining life of the instrument which may be a change in practice from TAS 39.
- **Amendment to TAS 28, 'Investments in associates and joint venture';** effective from annual periods beginning on or after 1 January 2019. These amendments clarify that companies account for long-term interests in associate or joint venture to which the equity method is not applied using IFRS 9.
- **IFRS 16, 'Leases';** effective from annual periods beginning on or after 1 January 2019, this standard replaces the current guidance in TAS 17 and is a far reaching change in accounting by lessees in particular. Under TAS 17, lessees were required to make a distinction between a finance lease (on balance sheet) and an operating lease (off balance sheet). IFRS 16 now requires lessees to recognise a lease liability reflecting future lease payments and a 'right of use asset' for virtually all lease contracts. The IASB has included an optional exemption for certain short-term leases and leases of low-value assets; however, this exemption can only be applied by lessees. For lessors, the accounting stays almost the same. However, as the IASB has updated the guidance on the definition of a lease (as well as the guidance on the combination and separation of contracts), lessors will also be affected by the new standard. At the very least, the new accounting model for lessees is expected to impact negotiations between lessors and lessees. Under IFRS 16, a contract is, or contains, a lease if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration.

## NOTES TO CONDENSED CONSOLIDATED INTERIM FINANCIAL STATEMENTS AT 30 SEPTEMBER 2018

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

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

### 2.3 Changes in accounting policies (Continued)

- **TFRIC 23, 'Uncertainty over income tax treatments';** effective from annual periods beginning on or after 1 January 2019. This TFRIC clarifies how the recognition and measurement requirements of TAS 12 'Income taxes', are applied where there is uncertainty over income tax treatments. The IFRS IC had clarified previously that TAS 12, not TAS 37 'Provisions, contingent liabilities and contingent assets', applies to accounting for uncertain income tax treatments. TFRIC 23 explains how to recognise and measure deferred and current income tax assets and liabilities where there is uncertainty over a tax treatment. An uncertain tax treatment is any tax treatment applied by an entity where there is uncertainty over whether that treatment will be accepted by the tax authority. For example, a decision to claim a deduction for a specific expense or not to include a specific item of income in a tax return is an uncertain tax treatment if its acceptability is uncertain under tax law. TFRIC 23 applies to all aspects of income tax accounting where there is an uncertainty regarding the treatment of an item, including taxable profit or loss, the tax bases of assets and liabilities, tax losses and credits and tax rates.
- **IFRS 17, 'Insurance contracts';** effective from annual periods beginning on or after 1 January 2021. This standard replaces IFRS 4, which currently permits a wide variety of practices in accounting for insurance contracts. IFRS 17 will fundamentally change the accounting by all entities that issue insurance contracts and investment contracts with discretionary participation features.

**Annual improvements 2015-2017;** effective from annual periods beginning on or after 1 January 2019. These amendments include minor changes to:

- IFRS 3, 'Business combinations', a company remeasures its previously held interest in a joint operation when it obtains control of the business.
- IFRS 11, 'Joint arrangements', a company does not remeasure its previously held interest in a joint operation when it obtains joint control of the business.
- IAS 12, 'Income taxes' a company accounts for all income tax consequences of dividend payments in the same way.
- IAS 23, 'Borrowing costs' a company treats as part of general borrowings any borrowing originally made to develop an asset when the asset is ready for its intended use or sale.

Amendments to IAS 19, 'Employee benefits' on plan amendment, curtailment or settlement'; effective from annual periods beginning on or after 1 January 2019. These amendments require an entity to:

- use updated assumptions to determine current service cost and net interest for the reminder of the period after a plan amendment, curtailment or settlement; and
- recognise in profit or loss as part of past service cost, or a gain or loss on settlement, any reduction in a surplus, even if that surplus was not previously recognised because of the impact of the asset ceiling.

# NOTES TO CONDENSED CONSOLIDATED INTERIM FINANCIAL STATEMENTS AT 30 SEPTEMBER 2018

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

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

### 2.4 Significant accounting judgments and estimates

The preparation of the consolidated financial statements requires management to make estimates and assumptions that affect certain reported amounts of assets and liabilities and disclosure of contingent assets and liabilities at the date of the consolidated financial statements and the reported amounts of revenues and expenses during the reporting year. Actual results could differ from those estimates. Those estimates are reviewed periodically, and as adjustments become necessary, they are reported in earnings in the periods in which they become known.

Significant estimates used in the preparation of these consolidated financial statements and the significant judgments with the most significant effect on amounts recognized in the consolidated financial statements are as follows:

- a) In the context of TAS 11 "Construction contracts" assumptions are made related to total cost of and profitability of projects.
- b) Deferred tax asset is recognised to the extent that taxable profit will be available against which the deductible temporary differences can be utilized. When taxable profit is probable, deferred tax asset is recognised for all deductable temporary differences. For the year ended 30 September 2018, since the Management believed the indicators demonstrating that the Group will have taxable profits in the foreseeable future- are reliable, deferred tax asset has been recognized.
- c) The Group determines warranty provision by considering the past warranty expenses and remaining warranty period per vehicle.
- d) The Group has made certain important assumptions based on experiences of technical personnel in determining useful economic lives of property, plant and equipment and intangible assets.

### 2.5 Summary of significant accounting policies

### **Group accounting**

The consolidated financial statements include the accounts of the parent company, Otokar and its subsidiaries on the basis set out in sections below. The financial statements of the companies included in the scope of consolidation have been prepared as of the date of the consolidated financial statements and have been prepared in accordance with IFRS. The results of subsidiaries are included or excluded from their effective dates of acquisition or disposal, respectively.

### Subsidiaries

Subsidiaries are all entities (including structured entities) over which the group has control. The group controls an entity when the group is exposed to, or has rights to, variable returns from its involvement with the entity and has the ability to affect those returns through its power over the entity. Subsidiaries are fully consolidated from the date on which control is transferred to the group. They are deconsolidated from the date that control ceases.

The Group combines individual income and expenses, assets and liabilities and cash flows of subsidiaries on a line-by-line basis with similar items in the consolidated financial statements. Intercompany transactions, balances and unrealised gains/losses on transactions between group companies are eliminated on consolidation.

# NOTES TO CONDENSED CONSOLIDATED INTERIM FINANCIAL STATEMENTS AT 30 SEPTEMBER 2018

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

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

#### 2.5 Summary of significant accounting policies(Continued)

#### Disposal of a subsidiary

If the Group loses control of a subsidiary, it recognizes any investment retained in the former subsidiary at its fair value when control is lost and any difference between the fair value and net book value of investment is accounted for as gain or loss. That fair value shall be regarded as the fair value on initial recognition of a financial asset, when appropriate, the cost on initial recognition of an investment in an associate or joint venture. Additionally, assets and liabilities that were previously recognized as other comprehensive income attributable to that subsidiary are accounted for as if those were disposed the Group. This may result in a fact that these amounts previously recognized as other comprehensive income may be classified to profit or loss.

The table below sets out the subsidiaries of the Company and shows the total interest of the Company in these companies at 30 September 2018 and 31 December 2017:

|                             | 2             | 018           | 201           | 7             |
|-----------------------------|---------------|---------------|---------------|---------------|
| Subsidiaries                | Direct and    | Proportion of | Direct and    | Proportion of |
|                             | indirect      | effective     | indirect      | effective     |
|                             | ownership (%) | interest (%)  | ownership (%) | interest (%)  |
| Otokar Europe SAS           | 100.00        | 100.00        | 100.00        | 100.00        |
| Otokar Land Systems LLC (*) | 100.00        | 100.00        | 100.00        | 100.00        |

(\*) Since financial activities of "Otokar Land System LLC" does not materially affect the financial statements, the investment was presented under as financial investments.

### **NOTE 3 - SEGMENT REPORTING**

The Group does not prepare segment reporting and follows financial statements by one operating unit.

Since Chief Executive Decision Makers (composed of key management, board members, general manager and assistant general managers) do not monitor cost of sales, operating expenses and financial expenses, the products are only monitored based on revenue (Note 15). Thus, segment reporting is not performed.

### NOTES TO CONDENSED CONSOLIDATED INTERIM FINANCIAL STATEMENTS AT 30 SEPTEMBER 2018

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

### NOTE 4 - CASH AND CASH EQUIVALENTS

|                              | 30 September 2018 | 31 December2017 |
|------------------------------|-------------------|-----------------|
| Banks                        | -                 |                 |
| - Time deposits              | 12,152            | 214,933         |
| - Demand deposits            | 34,622            | 12,434          |
| Cheques and notes receivable | 4,593             | 1,513           |
| Other                        | 114               | 78              |
|                              | 51,481            | 228,958         |

(As of 31 December 2017, TRY214,933 thousand of the total amount of time deposits amounting to TRY214,849 thousand is denominated in foreign currency and the annual effective interest rate is 1.00% and has a maturity of 4 days. The annual effective interest rate of the remaining TRY84 thousand is 8.25% and has a maturity of 4 days.)

Cheques and notes received consist of cheques and notes which are due as of balance sheet date and were sent to banks for collection.

As of 30 September 2018, the Group has restricted bank deposit amounting to TRY0,2 thousand (31 December 2017: TRY0,2 thousand).

### **NOTE 5 - FINANCIAL INVESTMENTS**

The Company has a subsidiary named "Otokar Land Systems LLC" with paid in capital of AED50 thousand (TRY41 thousand), established in United Arab Emirates for the purpose of organizing export activities and increasing export sales. Since "Otokar Land Systems LLC" operations does not materially affect the financial statements, it has not been subject to consolidation and has been presented at historical cost value.

The Company has a subsidiary named "Otokar Europe Filiala Bucuresti S.R.L." with paid in capital of RON46 thousand (approximately TRY59 thousand), established at 28 February 2018 for the purpose of managing the exportation operations in Romania and increasing the external sales of Otokar SAS, Company's subsidiary. Since the operations of Otokar Europe Filiala Bucuresti S.R.L. has not startedyet, it has not been subject to consolidation and has been presented at historical cost value..

# NOTES TO CONDENSED CONSOLIDATED INTERIM FINANCIAL STATEMENTS AT 30 SEPTEMBER 2018

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

### **NOTE 6 - BORROWINGS**

### 30 September 2018

|  | Maturities                   | Interest rate (%)                | TRY                       |
|--|------------------------------|----------------------------------|---------------------------|
| Short-term bank borrowings (*)   |                              |                                  |                           |
| Denominated in TRY (**)  | 1 October 2018 -             |                                  |                           |
|  | 12 November 2018             | 0.00-35.35                       | 163,407                   |
| Denominated in EUR   | 17 November 2018             | 5.60                             | 69,844                    |
|  |                              |                                  | 233,251                   |
| (*) Bearing fixed interest rate.   |                              |                                  |                           |
| 30 September 2018  | Maturities                   | Interest rate (%)                | TRY                       |
| Principals and interest accruals on the<br>short-term portion of long-term<br>borrowings (*) |                              |                                  |                           |
| Denominated in TRY   |                              | 12.60-33.55                      | 277.243                   |
| Denominated in TRY   |                              | 12.60-33.55                      | 277,243<br><b>277.243</b> |
|  | Maturities                   |                                  | 277,243                   |
| Denominated in TRY 30 September 2018   | Maturities                   | 12.60-33.55<br>Interest rate (%) |                           |
|  | Maturities                   |                                  | 277,243                   |
| 30 September 2018  | Maturities<br>9 March 2020 - |                                  | 277,243                   |
| <u>30 September 2018</u><br>Long-term bank borrowings (*) (**)                               |                              |                                  | 277,243                   |

(\*) Bearing fixed interest rate.

(\*\*) Weighted average maturity days of long-term borrowings are 602 days.

# NOTES TO CONDENSED CONSOLIDATED INTERIM FINANCIAL STATEMENTS AT 30 SEPTEMBER 2018

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

### **NOTE 6 – BORROWINGS (Continued)**

| 31 December 2017   | Maturities                            | Interest rate (%) | TRY     |
|--|---------------------------------------|-------------------|---------|
| Short-term bank borrowings (*)   |                                       |                   |         |
| Denominated in TRY   | 2 January 2018                        | 0.00              | 42      |
| Payables from factoring borrowings   | 21 February 2018                      |                   |         |
|  | -<br>22 Mach 2018                     | 16.38 - 18.01     | 429,206 |
|  |                                       |                   | 429,248 |
| Principals and interest accruals on the<br>short-term portion of long-term<br>borrowings (*) |                                       |                   |         |
| Denominated in TRY   |                                       | 12.60-14.44       | 84,410  |
|  |                                       |                   | 84,410  |
| 31 December 2017   | Maturities                            | Interest rate (%) | TRY     |
| Long-term bank borrowings (*) (**)   |                                       |                   |         |
| Denominated in TRY   | 1 February 2019 -<br>20 February 2019 | 14.27 - 14.44     | 190,000 |
|  |                                       |                   | 190,000 |

(\*) Bearing fixed interest rate.

(\*\*) Weighted average maturity days of long-term borrowings are 405 days.

As of 30 September 2018, the Group has not provided any guarantees for the borrowings (31 December 2017: None).

## NOTES TO CONDENSED CONSOLIDATED INTERIM FINANCIAL STATEMENTS AT 30 SEPTEMBER 2018

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

## NOTE 7 - DERIVATIVE FINANCIAL INSTRUMENTS

Derivative financial instruments consist of the forward contracts which are entered in order to hedge foreign currency risk arising from Group's foreign currency sales.

|                                 | Contract amount | Current period<br>contract maturity  | Fair value<br>assets |
|---------------------------------|-----------------|--------------------------------------|----------------------|
| 30 September 2018               |                 |                                      |                      |
|                                 |                 | 4 October 2018 -                     |                      |
| Forward transactions            | 679,208         | 11 October 2018                      | 5,009                |
| Short-term derivative financial |                 |                                      |                      |
| instruments                     | 679,208         |                                      | 5,009                |
| Total derivative financial      |                 |                                      |                      |
| instruments                     | 679,208         |                                      | 5,009                |
|                                 | Contract amount | Previous period<br>contract maturity | Fair value<br>assets |
| 31 December 2017                |                 |                                      |                      |
| 51 December 2017                |                 | 4 January 2018 -                     |                      |
| Forward transactions            | 519,971         | 25 January 2018                      | 1,325                |
| Short-term derivative financial |                 |                                      |                      |
| instruments                     | 519,971         |                                      | 1,325                |
| Total derivative financial      |                 |                                      |                      |
| instruments                     | 519,971         |                                      | 1,325                |

## NOTES TO CONDENSED CONSOLIDATED INTERIM FINANCIAL STATEMENTS AT 30 SEPTEMBER 2018

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

### **NOTE 8 - TRADE RECEIVABLES AND PAYABLES**

#### **Trade receivables**

|  | 30 September<br>2018 | 31 December 2017 |
|--|----------------------|------------------|
| Trade receivables, net                           | 341,479              | 268,152          |
| Notes receivables, net                           | 121,613              | 181,506          |
|  | 463,092              | 449,658          |
| Less: provision for doubtful receivables         | (48,836)             | (33,985)         |
| Short-term trade receivables                     | 414,256              | 415,673          |
| Trade receivables from related parties (Note 22) | 125,767              | 29,656           |
| Short-term trade receivables                     | 540,023              | 445,329          |
| Long-term notes receivable, net                  | 7,580                | 10,235           |
| Long-term trade receivables                      | 7,580                | 10,235           |

As of 30 September 2018, the average maturity of trade receivables is between 60-90 days (excluding notes receivables) (31 December 2017 60-90 days).

As of 30 September 2018 and 31 December 2017, the fair values of trade receivables approximate to their carrying values due to short term maturity of those receivables.

#### Guarantees received for trade receivables

Receivables of the Group are mainly composed of minibus and bus sales to dealers and trailer and armored vehicle sales. As of 30 September 2018, the total trade receivable from dealers amounting to TRY103,467 thousand (31 December 2017: TRY157,074 thousand), after provision provided for doubtful receivables, has been secured by mortgages and guarantees at the amount of TRY103,467 thousand (31 December 2017: TRY193,792 thousand)

**Trade receivables** 

The aging of the past due but not impaired receivables is as follows:

#### 30 September 2018

| 318 |
|-----|
| 318 |
|     |
| -   |
| -   |
| -   |
|     |

Amount secured with guarantees

# NOTES TO CONDENSED CONSOLIDATED INTERIM FINANCIAL STATEMENTS AT 30 SEPTEMBER 2018

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

### NOTE 8 - TRADE RECEIVABLES AND PAYABLES (Continued)

| 31 December 2017      | Trade receivables |
|-----------------------|-------------------|
| 1- 30 day past due    | -                 |
| 1- 3 month past due   | -                 |
| 3-12 month past due   | -                 |
| 1- 5 year past due    | 236               |
| Over 5 years past due | -                 |
| Total                 | 236               |

#### Amount secured with guarantees

Legal follow up has been started for trade receivable balances which are overdue for 1-5 years.

The movement of the provision for doubtful receivables for the years ended 30 September 2018 and 2017 are as follows:

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|   | 2018                 | 2017                |
|---|----------------------|---------------------|
| As of 1 January                             | 33,985               | 28,910              |
| Collections                                 | (362)                | (10)                |
| Currency translation differences            | 702                  | 139                 |
| Increase during the year                    | 14,511               | 2,905               |
| 30 September                                | 48,836               | 31,944              |
| Trade payables                              |                      |                     |
|   | 30 September<br>2018 | 31 December<br>2017 |
| Trade payables, net                         | 311,183              | 47,667              |
| Notes payables, net                         | 406                  | 356                 |
| Short-term other trade payables             | 311,589              | 48,023              |
| Trade payables to related parties (Note 22) | 6,352                | 14,094              |
| Short-term trade payables                   | 317,941              | 62,117              |

As of 30 September 2017, average payment term for trade payables is 45-60 days (31 December 2017: 45-60 days).

As of 30 September 2018 and 31 December 2017, the fair values of trade payables approximate to their carrying values due to short-term maturity of those payables.

# NOTES TO CONDENSED CONSOLIDATED INTERIM FINANCIAL STATEMENTS AT 30 SEPTEMBER 2018

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

### **NOTE 9 - INVENTORIES**

|                                | 30 September 2018 | <b>31 December 2017</b> |
|--------------------------------|-------------------|-------------------------|
| Raw material                   | 308,316           | 163,088                 |
| Semi-finished goods            | 63,940            | 14,140                  |
| Finished goods                 | 152,880           | 83,286                  |
| Merchandise goods              | 88,494            | 75,478                  |
| Goods in transit               | 137,262           | 77,764                  |
| Impairment for inventories (*) | (453)             | (700)                   |
| Total                          | 750,439           | 413,056                 |

(\*) TRY127 thousand of impairment is related to finished goods (31 December 2017: TRT155 thousand) and TRY326 thousand is related to merchandises (31 December 2017: TRY545 thousand). The impairment has been accounted for under cost of sales.

### NOTE 10 - DUE FROM CUSTOMERS ON CONTRACT WORKS

Receivables from uncompleted contracts are TRY533,115 thousand as of 30 September 2018 (31 December 2017: TRY312,030 thousand) after offsetting with short-term advances received.

As of 30 September 2018, the short-term advances received by the Group and deferred revenues related with ongoing projects is none in the consolidated financial statements (31 December 2017: None).

# NOTES TO CONDENSED CONSOLIDATED INTERIM FINANCIAL STATEMENTS AT 30 SEPTEMBER 2018

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

## NOTE 11 - PROPERTY, PLANT AND EQUIPMENT

Movements of property, plant and equipment and related accumulated depreciation for the years ended 30 September 2018 and 2017 are as follows:

|                         | 1 January |           | Currency<br>tranlastion |           | -         | 30 September |
|-------------------------|-----------|-----------|-------------------------|-----------|-----------|--------------|
|                         | 2018      | Additions | differences             | Disposals | Transfers | 2018         |
| Cost:                   |           |           |                         |           |           |              |
| Land                    | 37,457    | -         | -                       | -         | -         | 37,457       |
| Land improvements       | 12,355    | -         | -                       | (3,825)   | 48        | 8,578        |
| Buildings               | 60,729    | 17        | -                       | (2,368)   | 111       | 58,489       |
| Machinery and equipment | 110,616   | 4,043     | 416                     | (11,267)  | 1,181     | 104,989      |
| Motor vehicles          | 9,608     | 950       | -                       | (1,024)   | -         | 9,534        |
| Furniture and fixtures  | 38,938    | 2,222     | 170                     | (8,623)   | 1,962     | 34,669       |
| Leasehold improvements  | 2,131     | 146       | -                       | (375)     | -         | 1,902        |
| Construction in process | 1,454     | 6,369     | -                       | -         | (3,360)   | 4,463        |
|                         | 273,288   | 13,747    | 586                     | (27,482)  | (58)      | 260,081      |
| Accumulated             |           |           |                         |           |           |              |
| depreciation            |           |           |                         |           |           |              |
| Land improvements       | (7,962)   | (227)     | -                       | 3,825     | -         | (4,364)      |
| Buildings               | (44,651)  | (1,940)   | -                       | 2,368     | -         | (44,223)     |
| Machinery and equipment | (90,556)  | (3,644)   | (251)                   | 11,267    | -         | (83,184)     |
| Motor vehicles          | (5,403)   | (547)     | -                       | 399       | -         | (5,551)      |
| Furniture and fixtures  | (21,911)  | (1,848)   | (129)                   | 8,520     | -         | (15,368)     |
| Leasehold improvements  | (1,796)   | (187)     | -                       | 375       | -         | (1,608)      |
| ^                       | (172,279) | (8,393)   | (380)                   | 26,754    | -         | (154,298)    |
| Net book value          | 101,009   |           |                         |           |           | 105,783      |

|                         | 1 January |           | Currency<br>tranlastion |           |           | 20 Sontombor         |
|-------------------------|-----------|-----------|-------------------------|-----------|-----------|----------------------|
|                         | 2017      | Additions | differences             | Disposals | Transfers | 30 September<br>2017 |
| Cost:                   |           |           |                         |           |           |                      |
| Land                    | 37,457    | -         | -                       | -         | -         | 37,457               |
| Land improvements       | 11,970    | 3         | -                       | -         | -         | 11,973               |
| Buildings               | 60,633    | -         | -                       | -         | -         | 60,633               |
| Machinery and equipment | 106,176   | 1,694     | 77                      | (500)     | -         | 107,447              |
| Motor vehicles          | 9,613     | 638       | -                       | (610)     | -         | 9,641                |
| Furniture and fixtures  | 33,986    | 2,311     | 25                      | -         | 8         | 36,330               |
| Leasehold improvements  | 2,116     | 15        | -                       | -         | -         | 2,131                |
| Construction in process | 696       | 1,561     | -                       | -         | (8)       | 2,249                |
| *                       | 262,647   | 6,222     | 102                     | (1,110)   | -         | 267,861              |
| Accumulated             |           |           |                         |           |           |                      |
| depreciation            |           |           |                         |           |           |                      |
| Land improvements       | (7,479)   | (409)     | -                       | -         | -         | (7,888)              |
| Buildings               | (37,501)  | (6,512)   | -                       | -         | -         | (44,013)             |
| Machinery and equipment | (86,576)  | (3,552)   | (39)                    | 500       | -         | (89,667)             |
| Motor vehicles          | (5,633)   | (488)     | -                       | 181       | -         | (5,940)              |
| Furniture and fixtures  | (18,839)  | (2,574)   | (19)                    | -         | -         | (21,432)             |
| Leasehold improvements  | (1,517)   | (221)     | -                       | -         | -         | (1,738)              |
| <b>*</b>                | (157,545) | (13,756)  | (58)                    | 681       | -         | (170,678)            |
| Net book value          | 105,102   |           |                         |           |           | 97,183               |

# NOTES TO CONDENSED CONSOLIDATED INTERIM FINANCIAL STATEMENTS AT 30 SEPTEMBER 2018

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

## NOTE 11 - PROPERTY, PLANT AND EQUIPMENT (Continued)

Allocation of depreciation and amortization expenses of property, plant and equipment and intangible assets for the years ended at 30 September 2018 and 2017 are as follows:

|  | 30 September<br>2018 | 30 September<br>2017 |
|--|----------------------|----------------------|
| Research and development expenses      | 34,724               | 31,359               |
| Cost of goods sold                     | 3,712                | 3,884                |
| Depreciation on inventories            | 1,694                | 959                  |
| Development projects in process        | 1,652                | 1,458                |
| General administrative expenses        | 1,403                | 1,237                |
| Selling and marketing expenses         | 965                  | 952                  |
| Costs related to uncompleted contracts | 38                   | 6,742                |
| Currency translation differences       | 380                  | 58                   |
|  | 44,568               | 46,649               |

### NOTE 12 - INTANGIBLE ASSETS

Movements of intangible assets and related accumulated amortisation for the years ended 30 September 2018 and 2017 are as follows:

|                              | 1 January |           | Currency<br>tranlastion |           |           | 30 September |
|------------------------------|-----------|-----------|-------------------------|-----------|-----------|--------------|
|                              | 2018      | Additions | differences             | Disposals | Transfers | 2018         |
| Cost                         |           |           |                         |           |           |              |
| Other intangible assets      | 20,231    | 710       | _                       | (4,408)   | 58        | 16,591       |
| Development costs            | 345,703   | 167       | _                       | (1,100)   | 3,539     | 349,409      |
| Developments projects in     | 515,705   | 107       |                         |           | 5,557     | 519,109      |
| progress                     | 66,683    | 61,926    | -                       | -         | (3,539)   | 125,070      |
|                              | 432,617   | 62,803    | -                       | (4,408)   | 58        | 491,070      |
| Accumulated<br>amortization: |           |           |                         |           |           |              |
| Other intangible assets      | (15,965)  | (1,071)   |                         | 4,408     |           | (12,628)     |
| Development costs            | (196,788) | (34,724)  | -                       | 4,408     | -         | (231,512)    |
| Development costs            | (190,788) | (34,724)  | -                       | -         | -         | (231,312)    |
|                              | (212,753) | (35,795)  | -                       | 4,408     | -         | (244,140)    |
| Net book value               | 219,864   |           |                         |           |           | 246,930      |

# NOTES TO CONDENSED CONSOLIDATED INTERIM FINANCIAL STATEMENTS AT 30 SEPTEMBER 2018

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

### **NOTE 12 - INTANGIBLE ASSETS (Continued)**

|                           | 1 January |           | Currency<br>tranlastion |           |           | 30 September |
|---------------------------|-----------|-----------|-------------------------|-----------|-----------|--------------|
|                           | 2017      | Additions | differences             | Disposals | Transfers | 2017         |
| Cost:                     |           |           |                         |           |           |              |
| Other intangible assets   | 18,028    | 840       | -                       | -         | -         | 18,868       |
| Development costs         | 297,383   | -         | -                       | -         | -         | 297,383      |
| Development projects in   | ,         |           |                         |           |           | ,            |
| progress                  | 38,079    | 57,315    | -                       | -         | -         | 95,394       |
|                           | 353,490   | 58,155    | -                       | -         | -         | 411,645      |
| Accumulated amortization: |           |           |                         |           |           |              |
| Other intangible assets   | (14,078)  | (1,476)   | -                       | -         | -         | (15,554)     |
| Development costs         | (157,480) | (31,359)  | -                       | -         | -         | (188,839)    |
|                           | (171,558) | (32,835)  | -                       | -         | -         | (204,393)    |
| Net book value            | 181,932   |           |                         |           |           | 207,252      |

## NOTE 13 - PROVISIONS, CONTINGENT ASSETS AND LIABILITIES

#### Short-term provisions

|   | 30 September<br>2018 | 31 December<br>2017 |
|---|----------------------|---------------------|
| Provision for other costs (*)               | 43,529               | 324,431             |
| Warranty provision                          | 50,820               | 53,065              |
| Short-term provisions for employee benefits | 10,541               | 9,286               |
| Other                                       | 18,854               | 17,153              |
| Total                                       | 123,744              | 403,935             |

(\*) Includes costs incurred by the Group related to tank project, which were not charged yet, and costs incurred by the subcontractors that will be invoiced to the Group at the end of the project, which were computed according to the estimated percentage of completion.

#### Warranty provision

The Group provides 2 years of warranty for vehicles sold. Therefore, warranty expense provision has been recorded only for the vehicles under guarantee as of the balance sheet date.

Movements of provision for warranty expenses during the periods ended 30 September 2018 and 2017 are as follows:

|                                     | 2018     | 2017     |
|-------------------------------------|----------|----------|
| 1 January                           | 53,065   | 41,385   |
| Increase/(decrease) during the year | 38,619   | 41,930   |
| Claim payments                      | (40,864) | (30,785) |
| 30 September                        | 50,820   | 52,530   |

# NOTES TO CONDENSED CONSOLIDATED INTERIM FINANCIAL STATEMENTS AT 30 SEPTEMBER 2018

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

### NOTE 13 - PROVISIONS, CONTINGENT ASSETS AND LIABILITIES (Continued)

#### **Provisions for employee benefits**

|  | 30 September<br>2018 | 31 December<br>2017 |
|--|----------------------|---------------------|
| Provision for employement termination benefits | 37,166               | 31,693              |
| Provision for unused vacation                  | 10,541               | 9,286               |
| Total  | 47,707               | 40,979              |

#### **Employment termination benefits**

The amount payable consists of one month's salary limited to a maximum of TRY5,434.42 in full for each year of service as of 30 September 2019 (31 December 2017: TRY4,732.48 in full).

The reserve for employment termination benefits is not legally subject to any funding and there are no funding requirements.

Provision for employment termination benefits is calculated by estimating the present value of the probable obligation that the employees will have to pay in case of retirement.

The termination indemnity ceiling is revised semi-annually and the ceiling amounting to TRY5,434.42 in full (1 January 2018: TRY5,001.76 in full), which is effective from 1 July 2018, has been taken into consideration in calculation of retirement benefit provision in the consulate.

Turkish Accounting Standards promulgated by POA 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<br>2018 | 31 December<br>2017 |
|---|----------------------|---------------------|
| Net discount rate (%)                                       | 4.95                 | 4.95                |
| Turnover rate to estimate the probability of retirement (%) | 96.93                | 97.28               |

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 real rate free of expected effects of inflation.

The movements of the provision for employment termination benefits for the period ended 30 September 2018 and 2017 are as follows:

| -                         | 2018    | 2017    |
|---------------------------|---------|---------|
| 1 January                 | 31,693  | 28,088  |
| Interest expense          | 2,151   | 1,906   |
| Charge for the period     | 8,753   | 4,065   |
| Remeasurement differences | 663     | 1,140   |
| Payments                  | (6,094) | (3,676) |
| 30 September              | 37,166  | 31,523  |

# NOTES TO CONDENSED CONSOLIDATED INTERIM FINANCIAL STATEMENTS AT 30 SEPTEMBER 2018

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

## NOTE 13 - PROVISIONS, CONTINGENT ASSETS AND LIABILITIES (Continued)

### **Provision for unused vacation**

The movement of unused vacation days for the interim periods ended 30 September 2018 and 2017 is as follows:

|                            | 2018   | 2017  |
|----------------------------|--------|-------|
| 1 January                  | 9,286  | 8,491 |
| Charge for the period, net | 1,255  | 421   |
| 30 September               | 10,541 | 8,912 |

#### **Commitments and contingencies**

As of 30 September 2018 and 31 December 2017, the tables which represent the position of guarantees, pledges and mortgages are as follows:

|  | 30 September<br>2018 | 31 December<br>2017 |
|--|----------------------|---------------------|
| a. Total amount of guarantees, pledges and mortgages given<br>the name of legal entity   | 1,618,666            | 1,853,700           |
| <ul> <li>b. Total amount of guarantees, pledges and mortgages given<br/>in favour of the parties which are included in the scope of</li> </ul> | _,,                  | _,,                 |
| full consolidation   | -                    | -                   |
| c. Total amount of guarantees, pledges and mortgages given<br>to third parties for their liabilities in the purpose of                         |                      |                     |
| conducting the ordinary operations   | -                    | -                   |
| d. Total amount of other guarantees, pledges and mortgages   | -                    | -                   |
|  | 1,618,666            | 1,853,700           |

The details of guarantees, pledges and mortgages in terms of original currencies are as follows:

|     | 30 Septemb           | er 2018           | 31 December          | r 2017            |
|-----|----------------------|-------------------|----------------------|-------------------|
|     | Original<br>currency | TRY<br>equivalent | Original<br>currency | TRY<br>equivalent |
| USD | 194,732              | 1,166,482         | 397,404              | 1,498,967         |
| EUR | 58,187               | 404,431           | 55,818               | 252,047           |
| TRY | 47,753               | 47,753            | 102,686              | 102,686           |
|     |                      | 1,618,666         |                      | 1,853,700         |

# NOTES TO CONDENSED CONSOLIDATED INTERIM FINANCIAL STATEMENTS AT 30 SEPTEMBER 2018

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

## NOTE 13 - PROVISIONS, CONTINGENT ASSETS AND LIABILITIES (Continued)

The details of guarantees, pledges and mortgages in terms of company/institution are as follows:

|  | 30 September<br>2018 | 31 December<br>2017 |
|--|----------------------|---------------------|
| Guarantee letters given                  |                      |                     |
| Under secretariat of Ministry of Defense | 300,207              | 1,090,079           |
| Other                                    | 1,318,459            | 763,621             |
|  | 1,618,666            | 1,853,700           |

#### **Guarantee letters**

a) Guarantees given as of 30 September 2018 and 31 December 2017 are as follows:

|                               | 30 September<br>2018 | 31 December<br>2017 |
|-------------------------------|----------------------|---------------------|
| Bank letters of guarantee (*) | 1,618,666            | 1,853,700           |
|                               | 1,618,666            | 1,853,700           |

(\*) Bank letters of guarantee amounting to TRY177,800 are given to Secretariat of Ministry of Defense for Altay Project (31 December 2017: TRY938,865)

b) Guarantees received as of 30 September 2018 and 31 December 2017 are as follows:

|                                | 30 September<br>2018 | 31 December<br>2017 |
|--------------------------------|----------------------|---------------------|
| Bank letters of guarantee (**) | 456,601              | 651,824             |
| Guarantee notes                | 24,854               | 14,550              |
| Mortgages received             | 20                   | 20                  |
|                                | 481,475              | 666,394             |

(\*\*) Bank letters of guarantee amounting to TRY147,982 are obtained from the sub-contractors for Altay Project (31 December 2016: TRY340,829).

#### **Contingent assets**

The legal case related to tax deduction for the research and development activities in 2011-2012-2013-2014 was concluded in favor of the Group and the same cases is still in progress at appeal phase. Total amount of cases at the appeal phase amount to TL36,169. The amount of the legal case for 2015 is TL4,557. The case was also concluded in favor of the Group but the appeal phase is still in progress.

# NOTES TO CONDENSED CONSOLIDATED INTERIM FINANCIAL STATEMENTS AT 30 SEPTEMBER 2018

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

# NOTE 14 - PREPAID EXPENSES, DEFERRED REVENUE, OTHER ASSETS AND LIABILITIES

#### a) **Prepaid expenses:**

|                  | 30 September<br>2018 | 31 December<br>2017 |
|------------------|----------------------|---------------------|
| Advances given   | 2,413                | 185,594             |
| Prepaid expenses | 9,918                | 4,559               |
|                  | 12,331               | 190,153             |

The advances given consist mainly of the amounts given for raw material purchases

#### **b) Other current assets:**

|                             | 30 September<br>2018 | 31 December<br>2017 |
|-----------------------------|----------------------|---------------------|
| Value added tax receivables | 39,318               | 39,832              |
| Other                       | 3,769                | 800                 |
|                             | 43,087               | 40,632              |

#### c) Deferred revenues:

| Deferred revenues - short term    | 30 September<br>2018 | 31 December<br>2017 |  |
|-----------------------------------|----------------------|---------------------|--|
| Advances received                 | 52,002               | 9,674               |  |
| Deferred maintenance revenues (*) | -                    | 9,437               |  |
| Other deferred income (**)        | 1,925                | 1,973               |  |
|                                   | 53,927               | 21,084              |  |
| Deferred revenues - long term     | 30 September<br>2018 | 31 December<br>2017 |  |
| Advance receipts (***)            | 642,412              | 404,513             |  |
| Other deferred income (**)        | 26,067               | 26,067              |  |
|                                   | 668,479              | 430,580             |  |

(\*) Deferred repair maintenance income for vehicles sold via agreements signed.

(\*\*) Includes deferred income from the sale of license rights to Otokar Land Systems LLC for vehicles to be produced under the BAE Project.

(\*\*\*) The pre-advance received from Otokar Land Systems LLC's subsidiary for the United Arab Emirates (BAE) Project, which was publicly disclosed to the public on 20 February 2017.

# NOTES TO CONDENSED CONSOLIDATED INTERIM FINANCIAL STATEMENTS AT 30 SEPTEMBER 2018

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

# NOTE 14 - PREPAID EXPENSES, DEFERRED REVENUE, OTHER ASSETS AND LIABILITIES (Continued)

### d) Employee benefits obligation:

|                          | 30 September<br>2018 | 31 December<br>2017 |  |
|--------------------------|----------------------|---------------------|--|
| Social security payables | 11,237               | 6,197               |  |
| Payables to employees    | 4,273                | 11,764              |  |
| Taxes and funds payable  | 2,796                | 6,333               |  |
|                          | 18,306               | 24,294              |  |

#### e) Other current liabilities:

|                                   | 30 September<br>2018 | 31 December<br>2017 |
|-----------------------------------|----------------------|---------------------|
| Deferred speacial consumption tax | 332                  | 444                 |
| Taxes and funds payable           | 346                  | 1,709               |
| Other                             | 713                  | 589                 |
|                                   | 1,391                | 2,742               |

### NOTE 15 - REVENUE AND COST OF SALES

#### Net sales

|                                   | 1 January -          | 1 July -             | 1 January -          | 1 July -             |
|-----------------------------------|----------------------|----------------------|----------------------|----------------------|
|                                   | 30 September<br>2018 | 30 September<br>2018 | 30 September<br>2017 | 30 September<br>2017 |
| Domestic sales                    | 446,258              | 113,358              | 1,032,213            | 271,176              |
| Export sales                      | 371,210              | 210,402              | 343,349              | 138,700              |
| Gross Sales                       | 817,468              | 323,760              | 1,375,562            | 409,876              |
| Less: sales discounts and returns | (8,832)              | (3,283)              | (6,043)              | (1,585)              |
| Net sales                         | 808,636              | 320,477              | 1,369,519            | 408,291              |

## NOTES TO CONDENSED CONSOLIDATED INTERIM FINANCIAL STATEMENTS AT 30 SEPTEMBER 2018

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

### NOTE 15 - REVENUE AND COST OF SALES (Continued)

Sales of the Group for the years ended 30 September 2018 and 31 December 2017 in terms of the products are as follows:

|   | 1 January -<br>30 September<br>2018 | 1 July -<br>30 September<br>2018 | 1 January -<br>30 September<br>2017 | 1 July -<br>30 September<br>2017 |
|---|-------------------------------------|----------------------------------|-------------------------------------|----------------------------------|
| Commercial vehicles<br>Armored vehicles | 575,666<br>59,736                   | 243,237<br>20,048                | 438,742<br>706,592                  | 171,871<br>171,547               |
| Accrued earnings related to             | <b>22</b> 00 6                      |                                  |                                     |                                  |
| construction contracts                  | 23,896                              | -                                | 79,877                              | 15,499                           |
| Other sales (*)                         | 149,338                             | 57,192                           | 144,308                             | 49,374                           |
|   | 808,636                             | 320,477                          | 1,369,519                           | 408,291                          |

(\*) Consists of spare parts, service and other sales income.

### Cost of sales

|                                | 1 January -<br>30 September<br>2018 | 1 July -<br>30 September<br>2018 | 1 January -<br>30 September<br>2017 | 1 July -<br>30 September<br>2017 |
|--------------------------------|-------------------------------------|----------------------------------|-------------------------------------|----------------------------------|
| Cost of finished goods sold    | (530,753)                           | (188,601)                        | (970,944)                           | (272,640)                        |
| Cost of merchandise goods sold | (71,697)                            | (27,878)                         | (70,769)                            | (26,111)                         |
| Cost of sales                  | (602,450)                           | (216,479)                        | (1,041,713)                         | (298,751)                        |

# NOTE 16 - RESEARCH AND DEVELOPMENT EXPENSES, MARKETING AND GENERAL ADMINISTRATIVE EXPENSES

|                                 | 1 January -<br>30 September<br>2018 | 1 July -<br>30 September<br>2018 | 1 January -<br>30 September<br>2017 | 1 July -<br>30 September<br>2017 |
|---------------------------------|-------------------------------------|----------------------------------|-------------------------------------|----------------------------------|
| Sales and marketing expenses    | (163.652)                           | (60,508)                         | (155,757)                           | (47,946)                         |
| General administrative expenses | (56,360)                            | (16,996)                         | (47,382)                            | (12,402)                         |
| Research and development        |                                     |                                  |                                     |                                  |
| expenses                        | (36,557)                            | (12,104)                         | (32,425)                            | (10,436)                         |
|                                 | (256,569)                           | (89,608)                         | (235,564)                           | (70,784)                         |

# NOTES TO CONDENSED CONSOLIDATED INTERIM FINANCIAL STATEMENTS AT 30 SEPTEMBER 2018

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

### NOT 17 - EXPENSES BY NATURE

| Other operating income                        | 1 January -<br>30 September<br>2018 | 1 July -<br>30 September<br>2018 | 1 January -<br>30 September<br>2017 | 1 July -<br>30 September<br>2017 |
|---|-------------------------------------|----------------------------------|-------------------------------------|----------------------------------|
| Foreign exchange gains on operating           |                                     |                                  |                                     |                                  |
| activities                                    | 1,608,439                           | 1,066,423                        | 142,112                             | 39,562                           |
| Gain on forward transactions                  | 27,521                              | 11,682                           | 26,208                              | 7,378                            |
| Revenue from charge of due date               | 27,521                              | 11,002                           | 20,200                              | 1,510                            |
| receivables                                   | 21,831                              | 9,466                            | 13,501                              | 4,508                            |
| Incentives income                             | 1,455                               | 485                              | 1,617                               | 539                              |
| Other income                                  | 13,816                              | 1,876                            | 8,483                               | 1,235                            |
|   | 1,673,062                           | 1,089,932                        | 191,921                             | 53,222                           |
| Other operating expenses                      | 1 January -<br>30 September<br>2018 | 1 July -<br>30 September<br>2018 | 1 January -<br>30 September<br>2017 | 1 July -<br>30 September<br>2017 |
| Foreign auchonge loss on operating            |                                     |                                  |                                     |                                  |
| Foreign exchange loss on operating activities | (1,584,008)                         | (1,042,708)                      | (118,447)                           | (25,593)                         |
| Loss on forward transactions                  | (1,584,008) (20,888)                | (1,042,708)                      | (110,447)                           | (6,733)                          |
| Expense on provision for                      | (20,000)                            | (),+30)                          | (17,037)                            | (0,755)                          |
| uncollectible receivables                     | (14,511)                            | (9,778)                          | (2,905)                             | (1,080)                          |
| Expected credit losses on trade               | (14,511)                            | (),//0)                          | (2,703)                             | (1,000)                          |
| receivables                                   | (340)                               | (1)                              |                                     |                                  |
| Other   | (340)                               | (1)                              | (232)                               | -                                |
|   | (1,619,747)                         | (1,061,945)                      | (141,223)                           | (33,406)                         |

### NOTE 18 - FINANCIAL INCOME

|  | 1 January -<br>30 September<br>2018 | 1 July -<br>30 September<br>2018 | 1 January -<br>30 September<br>2017 | 1 July -<br>30 September<br>2017 |
|--|-------------------------------------|----------------------------------|-------------------------------------|----------------------------------|
| Foreign exchange gains on  |                                     |                                  |                                     |                                  |
| deposits   | 20,599                              | 11,082                           | 8,071                               | 1,481                            |
| Interest income from time deposits<br>Foreign exchange gains on bank | 2,442                               | 567                              | 621                                 | 108                              |
| borrowings   | 3,239                               | 3,239                            | -                                   | -                                |
|  | 26,280                              | 14,888                           | 8,692                               | 1,589                            |

## NOTES TO CONDENSED CONSOLIDATED INTERIM FINANCIAL STATEMENTS AT 30 SEPTEMBER 2018

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

### **NOTE 19 - FINANCIAL EXPENSES**

|                                     | 1 January -<br>30 September<br>2018 | 1 July -<br>30 September<br>2018 | 1 January -<br>30 September<br>2017 | 1 July -<br>30 September<br>2017 |
|-------------------------------------|-------------------------------------|----------------------------------|-------------------------------------|----------------------------------|
| Interest expense on bank            |                                     |                                  |                                     |                                  |
| borrowings                          | (84,806)                            | (38,211)                         | (75,593)                            | (26,038)                         |
| Foreign exchange losses on bank     |                                     |                                  |                                     |                                  |
| borrowings                          | (29,236)                            | (23, 298)                        | (20,099)                            | (10,206)                         |
| Foreign exchange losses on deposits | (10,184)                            | (4,933)                          | (6,268)                             | (1,170)                          |
| Other                               | (242)                               | (60)                             | (149)                               | (83)                             |
| Total                               | (124,468)                           | (66,502)                         | (102,109)                           | (37,497)                         |

#### NOTE 20 - TAX ASSETS AND LIABILITIES

In Turkey, the corporation tax rate is 22% (31 December 2017 - 20%). Corporate tax returns are required to be filed by the twenty-fifth day of the fourth month following the balance sheet date and taxes must be paid in one installment by the end of the fourth month. The tax legislation provides for a temporary tax of 22% to be calculated and paid based on earnings generated for each quarter. The amounts thus calculated and paid are offset against the final corporate tax liability for the year.

As of 30 September 2018 and 31 December 2017, income tax payables are presented net of prepaid taxes in the balance sheet as follows:

|                          | 30 September<br>2018 | 31 December<br>2017 |
|--------------------------|----------------------|---------------------|
| Income tax payable       | 957                  | 1,277               |
| Prepaid taxes (-)        | (957)                | (1,277)             |
| Deferred tax assets, net | -                    | -                   |

The breakdown of total tax expense for the years ended 30 September 2018 and 2017 are as follows:

|  | 1 January -<br>30 September<br>2018 | 1 January -<br>30 September<br>2017 |
|--|-------------------------------------|-------------------------------------|
| Current tax charge<br>Deferred tax income / expense reflected in profit or | (2,393)                             | -                                   |
| loss   | -                                   |                                     |
| Charged to profit for the period   | 11,564                              | -                                   |
| Charged to other comprehensive income/expense                              | 146                                 |                                     |
|  | 9,317                               | -                                   |

# NOTES TO CONDENSED CONSOLIDATED INTERIM FINANCIAL STATEMENTS AT 30 SEPTEMBER 2018

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

### NOTE 20 - TAX ASSETS AND LIABILITIES (Continued)

As of 30 September 2018 and 31 December 2017, the breakdown of deferred tax bases and deferred tax liability computed using the current effective tax rates are as follows:

|   | Cumulative<br>temporary differences |          | Deferred tax<br>assets / (liability) |          |
|---|-------------------------------------|----------|--------------------------------------|----------|
|   | 30                                  | 31       | 30                                   | 31       |
|   | September                           | December | September                            | December |
|   | 2018                                | 2017     | 2018                                 | 2017     |
| Incentives from R&D activities (*)            | 142,024                             | 123,033  | 31,245                               | 27,067   |
| Property, plant and equipment                 | (15,172)                            | (7,723)  | 447                                  | 1,937    |
| Intangible assets                             | (45,951)                            | (53,814) | (9,190)                              | (10,763) |
| Deferred financial expenses/ income, net      | (913)                               | 591      | (201)                                | 130      |
| Inventories                                   | 577                                 | 996      | 124                                  | 213      |
| Warranty provision                            | 50,820                              | 53,065   | 10,811                               | 11,260   |
| Provision for employment termination benefits | 37,166                              | 31,693   | 7,433                                | 6,339    |
| Provisions for doubtful receivables           | 2,889                               | 2,746    | 636                                  | -        |
| Provisions for unused vacation liability      | 10,541                              | 9,286    | 2,319                                | -        |
| Other provisions                              | 17,876                              | 23,052   | 3,575                                | 4,851    |
| Deferred maintenance income                   | -                                   | 9,437    | -                                    | 2,076    |
| Due from customers on contract works          | 51,263                              | 9,732    | 11,278                               | 2,141    |
| Other   | 13                                  | 25,566   | (161)                                | 1,355    |
| Deferred tax assets, net                      |                                     |          | 58,316                               | 46,606   |

(\*) The Company's incentive income from investments with incentive certificate are subject to corporate income tax exemption tax at reduced rates being effective starting from the period that investment is partially or entirely operated and till the period that investment reaches the contribution amount. In this context, as of 30 September 2018, the tax advantage of TRY142,024 (31 December 2017: TRY123,033), which the Company will use in the foreseeable future, has been recognized in the financial statements as deferred tax asset. The deferred tax asset on tax advantage carried from 2015 and before was not been calculated since the case regarding the use of tax benefit of TRY133,194 for afromentioned years is still going on.

The movement of deferred tax asset for the years ended 30 September 2018 and 2017 are as follows:

|   | 1 January -<br>30 September<br>2018 | 1 January -<br>30 September<br>2017 |
|---|-------------------------------------|-------------------------------------|
| 1 January   | 46,606                              | 37,853                              |
| Deferred tax income/ expense                      |                                     |                                     |
| - Charged to profit for the period                | 11,564                              | -                                   |
| - Charged to other comprehensive income (expense) | 146                                 | -                                   |
| 30 September                                      | 58,316                              | 37,853                              |

## NOTES TO CONDENSED CONSOLIDATED INTERIM FINANCIAL STATEMENTS AT 30 SEPTEMBER 2018

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

### NOTE 21 - EARNINGS PER SHARE

Earnings per share are calculated by dividing net profit by the weighted average number of shares that have been outstanding during the period concerned.

Companies can increase their share capital by making a pro rata distribution of shares to existing shareholders without consideration for amounts resolved to be transferred to share capital from retained earnings. For the purpose of the earnings per share calculation such Bonus Share issues are regarded as stock dividends. Dividend payments, which are immediately reinvested in the shares of the Company, are regarded similarly.

Earnings per main share are determined by dividing net income of the shareholders by the weighted average number of shares that have been outstanding during the related year concerned.

|  | 30 September<br>2018 | 30 September<br>2017 |
|--|----------------------|----------------------|
| Net period (loss) / profit               | (85,906)             | 50,769               |
| Weighted average number of issued shares | 24,000,000,000       | 24,000,000,000       |
| Earnings /(loss) per share (Piastre)     | (0.358)              | 0,212                |

### NOTE 22 - RELATED PARTY DISCLOSURES

Due from and due to the related parties at the period end and transactions with related parties during the periods are as follows:

i) Due from and due to related party balances as of 30 September 2018 and 31 December 2017:

| Due from related parties                   | 30 September<br>2018 | 31 December 2017 |
|--|----------------------|------------------|
| Ram Dış Ticaret A.Ş. (1) (*)               | 125,253              | 28,958           |
| Ford Otosan A.Ş. (1), (2)                  | 427                  | 698              |
| Otokoç Otomotiv Tic. ve San. A.Ş. (1)      | 53                   | -                |
| Türk Traktör ve Ziraat Makineleri A.Ş. (1) | 27                   | -                |
| Opet Fuchs Madeni Yağ A.Ş. (1)             | 7                    |                  |
|  | 125,767              | 29,656           |

(\*) Certain portion of export sales are realized through Ram Dış Ticaret A.Ş. as export registered sales, accordingly the amount composed of accounts receivables arising on these transactions.

## NOTES TO CONDENSED CONSOLIDATED INTERIM FINANCIAL STATEMENTS AT 30 SEPTEMBER 2018

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

#### NOTE 22 - RELATED PARTY DISCLOSURES (Continued)

| Due to related parties   | 30 September<br>2018 31 | December 2017       |
|--|-------------------------|---------------------|
| Ram Dış Ticaret A.Ş. (1)   | 2,183                   | 2,996               |
| Zer Merkezi Hizmetler A.Ş. (1)   | 2,056                   | 2,974               |
| Setur Servis Turistik A.Ş. (1)   | 994                     | 618                 |
| Koç Holding A.Ş. (2)   | 347                     | 5,353               |
| Other (1)  | 772                     | 2,153               |
|  | 6,352                   | 14,094              |
| <ol> <li>Related parties of the parent company</li> <li>Shareholder</li> </ol> |                         |                     |
| Advances received from related parties   | 30 September<br>2018    | 31 December<br>2017 |
| Subsidiary of Otokar Land Systems LLC (Note 14)                                | 642,412                 | 404,513             |
|  | 642,412                 | 404,513             |
| Deferred revenue from related parties  | 30 September<br>2018    | 31 December<br>2017 |
| Otokar Land Systems LLC (Note 14)  | 27,992                  | 28,040              |
|  | 27,992                  | 28,040              |

ii) Major sales and purchase transactions with related parties are as follows:

| Product sales and service revenue     | 1 January -<br>30 September<br>2018 | 1 July -<br>30 September<br>2018 | 1 January -<br>30 September<br>2017 | 1 July -<br>30 September<br>2017 |
|---------------------------------------|-------------------------------------|----------------------------------|-------------------------------------|----------------------------------|
| Ram Dış Ticaret A.Ş. (1) (*)          | 117,312                             | 85,664                           | 124,677                             | 28,707                           |
| RMK Müzecilik ve Kültür Vakfı (1)     | 135                                 | -                                | -                                   | -                                |
| Otokoç Otomotiv Tic. ve San. A.Ş. (1) | 49                                  | 2                                | 50                                  | 50                               |
| Other (1)                             | 10                                  | 10                               | 84                                  |                                  |
|                                       | 117,506                             | 85,676                           | 124,811                             | 28,757                           |

(\*) Certain portion of export sales are realized through Ram Dış Ticaret A.Ş. as export registered sales, accordingly the amount composed of accounts receivables arising on these transactions.

# NOTES TO CONDENSED CONSOLIDATED INTERIM FINANCIAL STATEMENTS AT 30 SEPTEMBER 2018

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

#### NOTE 22 - RELATED PARTY DISCLOSURES (Continued)

| Purchase of property, plant and<br>_equipment | 1 January -<br>30 September<br>2018 | 1 July -<br>30 Septemberl<br>2018 | 1 January -<br>30 September<br>2017 | 1 July -<br>30 September<br>2017 |
|---|-------------------------------------|-----------------------------------|-------------------------------------|----------------------------------|
| KoçSistem Bilgi ve İletişim Hizm. A.Ş. (1)    | 1,313                               | 309                               | 1,819                               | 583                              |
| Zer Merkezi Hizmetler A.Ş. (1)                | 67                                  | 40                                | 323                                 | 313                              |
| Other (1)                                     | 10                                  | 2                                 | 330                                 | 10                               |
|   | 1,390                               | 351                               | 2,472                               | 906                              |
| Inventories purchased                         | 1 January -<br>30 September<br>2018 | 1 July-<br>30 September<br>2018   | 1 January -<br>30 September<br>2017 | 1 July -<br>30 September<br>2017 |
| Zer Merkezi Hizmetler A.Ş. (1)                | 24,768                              | 11,132                            | 17,311                              | 7,369                            |
| Ram Dış Ticaret A.Ş. (1)                      | 5,392                               | 2,089                             | 3,577                               | 1,297                            |
| Opet Petrolcülük A.Ş. (1)                     | 2,919                               | 947                               | 2,331                               | 816                              |
| Opet Fuchs Madeni Yağ A.Ş. (1)                | 1,938                               | 666                               | 1,577                               | 467                              |
| Akpa Dayanıklı Tük. Paz. A.Ş. (1)             | 1,644                               | 607                               | 1,717                               | 580                              |
| Other (1)                                     | 199                                 | 125                               | 3,428                               | 267                              |
|   | 36,860                              | 15,566                            | 29,941                              | 10,796                           |

(1) Related parties of the parent company

| Services purchased                        | 1 January -<br>30 September<br>2018 | 1 July -<br>30 September<br>2018 | 1 January -<br>30 September<br>2017 | 1 July -<br>30 September<br>2017 |
|---|-------------------------------------|----------------------------------|-------------------------------------|----------------------------------|
|   |                                     |                                  |                                     |                                  |
| Ram Dış Ticaret A.Ş. (1)                  | 10,381                              | 1,383                            | 9,156                               | 721                              |
| Setur Servis Turistik A.Ş. (1)            | 6,716                               | 2,773                            | 5,357                               | 2,263                            |
| KoçSistem Bilgi ve İletişim Hizm. A.Ş.    | 6,206                               | 534                              | 2,630                               | 845                              |
| (1)                                       |                                     |                                  |                                     |                                  |
| Ram Sigorta Aracılık Hz. A.Ş. (1) (**)    | 4,475                               | 538                              | 3,098                               | 93                               |
| Otokoç Otomotiv Tic. ve San. A.Ş. (1)     | 4,377                               | 2,037                            | 2,746                               | 986                              |
| Koç Holding A.Ş. (2) (*)                  | 2,533                               | 873                              | 2,660                               | 819                              |
| Eltek Elektrik Enerji İth. İhr. Top. Tic. | 1,132                               | -                                | 3,134                               | 1,061                            |
| A.Ş. (1)                                  | ,                                   |                                  | ,                                   | ,                                |
| Other (1)                                 | 2,121                               | 1,330                            | 1,590                               | 467                              |
|   | 37,941                              | 9,468                            | 30,371                              | 7,255                            |

<sup>(\*)</sup> It includes service cost that are based on finance, law, planning, tax and management provided by Koç Holding A.Ş. to the companies within the group organization, invoiced to Company with the contest of "11-Intercompany Services" in numbered 1 General Communiqé about Concealed Gain Distribution by Transfer Pricing.

<sup>(\*\*)</sup> It includes paid and accrued premium as of 30 September 2018 and 2017 in accordance with insurance policies signed between insurance companies via Ram Sigorta Aracılık Hizmetleri A.Ş. which is an insurance agency.

# NOTES TO CONDENSED CONSOLIDATED INTERIM FINANCIAL STATEMENTS AT 30 SEPTEMBER 2018

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

### NOTE 22 - RELATED PARTY DISCLOSURES (Continued)

| Banks deposits                        | 30 September 2018 | 31 December 2017 |
|---------------------------------------|-------------------|------------------|
| Yapı ve Kredi Bankası A.Ş. (1)        |                   |                  |
| - Time deposits<br>- Deposit deposits | 3,658             | 1,821<br>3       |
|                                       | 3,663             | 1,824            |
| Checks and notes in collection        | 30 September 2018 | 31 December 2017 |
| Yapı ve Kredi Bankası A.Ş. (1)        | 3,088             | 4,119            |
|                                       | 3,088             | 4,119            |
| Loans                                 | 30 September 2018 | 31 December 2017 |
| Yapı ve Kredi Bankası A.Ş. (1)        | 300               | -                |
|                                       | 300               | -                |

(1) Related parties of the parent company

(2) Shareholder

For the years ended 30 September 2018 and 2017, financial income and expense with related parties:

|   | 1 January -<br>30 September<br>2018 | 1 July -<br>30 September<br>2018 | 1 January -<br>30 September<br>2017 | 1 July -<br>30 September<br>2017 |
|---|-------------------------------------|----------------------------------|-------------------------------------|----------------------------------|
| Foreign exchange gains                      |                                     |                                  |                                     |                                  |
| Ram Dış Ticaret A.Ş. (1)                    | 28,304                              | 15,937                           | 11,317                              | 4,208                            |
| Zer Merkezi Hizmetler A.Ş. (1)              | 14                                  | 8                                | 43                                  | 10                               |
| Koç Sistem Bilgi ve İletişim Hizm. A.Ş. (1) | -                                   | -                                | 7                                   | 7                                |
|   | 28,318                              | 15,945                           | 11,367                              | 4,225                            |
|   | 1 January -<br>30 September<br>2018 | 1 July -<br>30 September<br>2018 | 1 January -<br>30 September<br>2017 | 1 July -<br>30 September<br>2017 |
| Foreign exchange loss                       |                                     |                                  |                                     |                                  |
| Ram Dış Ticaret A.Ş. (1)                    | 1,918                               | 1,481                            | 3,385                               | -                                |
| Zer Merkezi Hizmetler A.Ş. (1)              | 874                                 | 594                              | 158                                 | 71                               |
| Koç Sistem Bilgi ve İletişim Hizm. A.Ş.     |                                     |                                  |                                     |                                  |
| (1)   | 48                                  | 23                               | -                                   | -                                |
| Yapı Kredi Faktoring (1)                    |                                     |                                  | 12,678                              | -                                |
|   | 2,840                               | 2,098                            | 16,221                              | 71                               |

# NOTES TO CONDENSED CONSOLIDATED INTERIM FINANCIAL STATEMENTS AT 30 SEPTEMBER 2018

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

### NOTE 22 - RELATED PARTY DISCLOSURES (Continued)

For the years ended 30 September 2018 and 2017, financial income and expense with related parties:

|  | 1 January -<br>30 September<br>2018 | 1 July -<br>30 September<br>2018 | 1 January -<br>30 September<br>2017 | 1 July -<br>30 September<br>2017 |
|--|-------------------------------------|----------------------------------|-------------------------------------|----------------------------------|
| Interest income                                    |                                     |                                  |                                     |                                  |
| Yapı ve Kredi Bankası A.Ş. (1)                     | 424                                 | 413                              | 105                                 | 3                                |
|  | 424                                 | 413                              | 105                                 | 3                                |
|  | 1 January -<br>30 September<br>2018 | 1 July -<br>30 September<br>2018 | 1 January -<br>30 September<br>2017 | 1 July -<br>30 September<br>2017 |
|  |                                     |                                  |                                     | <u>401</u> /                     |
| Interest expense                                   |                                     |                                  | 2017                                | 2017                             |
| Interest expense<br>Yapı ve Kredi Bankası A.Ş. (1) | 213                                 | 163                              | 618                                 | 282                              |

#### (1) Related parties of the parent company

For the years ended 30 September 2018 and 2017, financial income and expense with related parties:

| Exchange difference income     | 1 January -<br>30 September<br>2018 | 1 July -<br>30 September<br>2018 | 1 January -<br>30 September<br>2017 | 1 July -<br>30 September<br>2017 |
|--------------------------------|-------------------------------------|----------------------------------|-------------------------------------|----------------------------------|
| Yapı ve Kredi Bankası A.Ş. (1) | 3,049                               | 2,076                            | 4,683                               | 1,001                            |
|                                | 3,049                               | 2,076                            | 4,683                               | 1,001                            |
| Exchange difference expense    | 1 January -<br>30 September<br>2018 | 1 July -<br>30 September<br>2018 | 1 January -<br>30 September<br>2017 | 1 July -<br>30 September<br>2017 |
| Yapı ve Kredi Bankası A.Ş. (1) | 5,799                               | 3,103                            | 3,907                               | 765                              |
|                                |                                     |                                  |                                     |                                  |

(1) Related parties of the parent company

### Benefits to key management

Salaries and similar benefits provided to the executive management by the Company for the period ended 30 September 2018 is amounted to TRY5,744 (31 December 2017: TRY5,356). Executives are composed of board of directors members, general manager and assistants of general manager.

# NOTES TO CONDENSED CONSOLIDATED INTERIM FINANCIAL STATEMENTS AT 30 SEPTEMBER 2018

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

### NOT 23 - NATURE AND LEVEL OF RISKS ARISING FROM FINANCIAL INSTRUMENTS

#### a) Foreign currency risk and related sensitivity analysis

The Group is exposed to the foreign exchange risk through the rate changes at the translation of foreign currency denominated liabilities to local currency. These risks are monitored and limited by analysing the foreign currency position. Currency risk is monitored and limited by analysing the foreign currency position. The Group follows a policy of diversifying its foreign currency position in order to manage the foreign currency risk that may arise due to future operations and recognized assets and liabilities.

The accompanying table represents the foreign currency risk of the assets and liabilities of the Group in the original currencies;

| 30 Se       | eptember 2018  | TRY<br>equivalent<br>(functional<br>currency) | USD        | EUR      | GBP  |
|-------------|--|---|------------|----------|--|
| 1.          | Trade receivables  | 1,016,041                                     | 98,890     | 60,934   | 19   |
| 2a.         | Monetary financial assets (including cash, bank accounts)                              | 26,124  | 1,183      | 2,739    | -  |
| 2b.         | Non-monetary financial assets  | -   | -          | -        | -  |
| 3.          | Other  | 66  | 11         | -        | -  |
| 4.          | Current assets (1+2+3)   | 1,042,231                                     | 100,084    | 63,673   | 19   |
| 5.          | Trade receivables  | 7,583   | -          | 1,091    | -  |
| ба.         | Monetary financial assets  | -   | -          | -        | -  |
| 6b.         | Non-monetary financial assets  | -   | -          | -        | -  |
| 7.          | Other  | 42  | 7          | -        | -  |
| 8.          | Non-current assets (5+6+7)   | 7,625   | 7          | 1,091    | -  |
| 9.          | Total assets( (4+8)  | 1,049,856                                     | 100,091    | 64,764   | 19   |
| 10.         | Trade payables   | (208,052)                                     | (29,871)   | (4,149)  | (36)   |
| 11.         | Financial liabilities  | (69,846)                                      | -          | (10,049) | -  |
| 12a.        | Monetary other liabilities   | (81,729)                                      | (10,869)   | (2,360)  | (28)   |
|             | Non-monetary other liabilities   | -   | -          | -        | -  |
| 13.         | Current liabilities (10+11+12)   | (359,627)                                     | (40,740)   | (16,558) | (64)   |
| 14.         | Trade payables   | -   | -          | -        | -  |
| 15.         | Financial liabilities  | -   | -          | -        | -  |
| 16a.        | Monetary other liabilities   | (642,412)                                     | (107,244)  | -        | -  |
| 16b.        | Non-monetary other liabilities   | -   | _          | -        | -  |
| 17.         | Non-current liabilities (14+15+16)   | (642,412)                                     | (107, 244) | -        | -  |
| 18.         | Total liabilities (13+17)  | (1,002,039)                                   | (147,984)  | (16,558) | (64)   |
|             | Net balance sheet position (9+18)  | 47,817  | (47,893)   | 48,206   | (45)   |
| 19.         | Net asset/(liability) position of off-balance sheet                                    |   |            |          |  |
|             | derivative instruments( (19a-19b)  | (50,863)                                      | 47,784     | (48,500) | -  |
|             | Hedged total assets amount   | 286,236                                       | 47,784     | -        | -  |
|             | Hedged total liabilities amount  | (337,099)                                     | -          | (48,500) | -  |
| 20.         | Net foreign currency asset/(liability) position  |   |            |          |  |
|             | (9+18+19)  | (3,046)                                       | (109)      | (294)    | (45)   |
| 21.         | Net foreign currency asset/(liability) position of monetary items                      |   |            |          |  |
|             | (=1+2a+5+6a-10-11-12a-14-15-16a)   | 47,709  | (47 011)   | 18 206   | (45)   |
| 22.         | (=1+2a+5+0a-10-11-12a-14-15-10a)<br>Total fair value of financial instruments used for | 4/,/09  | (47,911)   | 48,206   | (43)   |
| <i>LL</i> . | foreign currency hedging   | (5,009)                                       | -          | (5,009)  | -  |
| 23.         | Export (30 September 2018)   | 364,190                                       | 7,401      | 57,146   | 27   |
| 23.         | Import (30 September 2018)   | 411,378                                       | 40,349     | 39,346   | 954  |
|             | r · · · · · · · · · · · · · · · · · · ·  | 41  | 10,517     | 57,510   | <i>)</i> , , , , , , , , , , , , , , , , , , , |

# NOTES TO CONDENSED CONSOLIDATED INTERIM FINANCIAL STATEMENTS AT 30 SEPTEMBER 2018

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

# NOT 23 - NATURE AND LEVEL OF RISKS ARISING FROM FINANCIAL INSTRUMENTS (Continued)

| 31 D        | ecember 2017   | TRY<br>equivalent<br>(functional<br>currency) | USD            | EUR               | GBP   |
|-------------|--|---|----------------|-------------------|-------|
| 1.          | Trade receivables  | 590.040                                       | 00.121         | EE 025            | 111   |
| 1.<br>2a.   | Monetary financial assets (including cash, bank                                    | 589,040                                       | 90,131         | 55,035            | 111   |
| 2a.         | accounts)  | 401,125                                       | 105,321        | 856               |       |
| 2b.         | Non-monetary financial assets  | 401,125                                       | 105,521        | 850               | -     |
| 3.          | Other  | 8   | 2              | _                 |       |
| <i>4</i> .  | Current assets (1+2+3  | 990,173                                       | 195,454        | 55,891            | 111   |
| 5.          | Trade receivables  | 3,847   |                | 852               | -     |
| 6a.         | Monetary financial assets  |   | _              | -                 | -     |
| 6b.         | Non-monetary financial assets  | -   | _              | _                 | -     |
| 7.          | Other  | 103   | 7              | 17                | -     |
| 8.          | Non-current assets (5+6+7)   | 3,950   | 7              | 869               | -     |
| 9.          | Total assets( (4+8)  | 994,123                                       | 195,461        | 56,760            | 111   |
| 10.         | Trade payables   | (8,423)                                       | (126)          | (1,759)           | (1)   |
| 11.         | Financial liabilities  | -   | -              | _                 | -     |
| 12a.        | Monetary other liabilities   | (310,684)                                     | (82,122)       | (174)             | (28)  |
| 12b.        | Non-monetary other liabilities   | (9,487)                                       | -              | (2,101)           | -     |
| 13.         | Current liabilities (10+11+12)   | (328,594)                                     | (82,248)       | (4,034)           | (29)  |
| 14.         | Trade payables   | -   | -              | -                 | -     |
| 15.         | Financial liabilities  | -   | -              | -                 | -     |
| 16a.        | Monetary other liabilities   | (404,513)                                     | (107,244)      | -                 | -     |
| 16b.        | Non-monetary other liabilities   | -   | -              | -                 | -     |
| 17.         | Non-current liabilities (14+15+16)   | (404,513)                                     | (107,244)      | -                 | -     |
| 18.         | Total liabilities (13+17)  | (733,107)                                     | (189,492)      | (4,034)           | (29)  |
|             | Net balance sheet position (9+18)  | 261,016                                       | 5,969          | 52,726            | 82    |
| 19.         | Net asset/(liability) position of off-balance sheet                                |   |                |                   |       |
|             | derivative instruments( (19a-19b)  | (259,323)                                     | (6,500)        | (52,000)          | -     |
|             | Hedged total assets amount   | -   | -              | -                 | -     |
|             | Hedged total liabilities amount  | (259,323)                                     | (6,500)        | (52,000)          | -     |
| 20.         | Net foreign currency asset/(liability) position<br>(9+18+19)                       | 1,693   | (531)          | 726               | 82    |
| 21.         | Net foreign currency asset/(liability) position                                    |   |                |                   |       |
|             | of monetary items  | 250 202                                       | <b>5</b> 0 (0  | <b>5</b> 4 010    | 00    |
| 22          | (=1+2a+5+6a-10-11-12a-14-15-16a)<br>Total fair value of financial instruments used | 270,393                                       | 5,960          | 54,810            | 82    |
| 22.         |  | (1, 205)                                      | (72)           | (1.252)           |       |
| 23.         | for foreign currency hedging<br>Export (30 September 2018)                         | (1,325)<br>339,042                            | (72)<br>34,695 | (1,253)<br>53,329 | - 30  |
| 23.<br>24.  | Import (30 September 2018)   |   | ,              | ,                 |       |
| <i>2</i> 4. | mport (50 september 2018)  | 366,118                                       | 44,809         | 49,830            | 1,527 |

## NOTES TO CONDENSED CONSOLIDATED INTERIM FINANCIAL STATEMENTS AT 30 SEPTEMBER 2018

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

# NOT 23 - NATURE AND LEVEL OF RISKS ARISING FROM FINANCIAL INSTRUMENTS (Continued)

The following table demonstrates the sensitivity to a possible change of 10% in the USD, Euro and GBP exchange rates, with all other variables held constant, on the Group's income before tax as of 30 September 2018 and 31 December 2017:

| 30   | September 2018   | Profit before tax<br>Appreciation of<br>foreign currency | Profit before tax<br>Depreciation of<br>foreign currency |
|--|--|--|--|
|  |  |  | <u> </u>   |
|  | In case 10% appreciation of USD against TRY  |  |  |
| 1-   | USD net asset/liability  | (65)   | 65   |
| 2-<br><b>3-</b>                                | Amount hedged for USD risk (-)<br>USD net effect (1+2)   | (65)   | - 65   |
| 5-   | (1+2)  | (03)   | 05   |
|  | In case 10% appreciation of EUR against TRY  |  |  |
| 4-   | EUR net asset/liability  | (204)  | 204  |
| 5-   | Amount hedged for EUR risk (-)   | -  | -  |
| 6-   | EUR net effect (4+5)   | (204)  | 204  |
|  | In case 10% appreciation of GBP against TRY  |  |  |
| 7-   | GBP net asset/liability  | (35)   | 35   |
| 8-   | Amount hedged for GBP risk (-)   | -  | -  |
| 9-   | GBP net effect (7+8)   | (35)   | 35   |
|  | Total (3+6+9)  | (304)  | 304  |
| 31   | December 2017  | Profit before tax<br>Appreciation of<br>foreign currency | Profit before tax<br>Depreciation of<br>foreign currency |
|  | In case 10% appreciation of USD against TRY  |  |  |
| 1-   | USD net asset/liability  |  |  |
| 2-   |  | (200)  | 200  |
|  | Amount hedged for USD risk (-)   | (200)  | -  |
| 2-<br>3-                                       |  | (200)<br>( <b>200</b> )                                  | 200<br><b>200</b>  |
|  | Amount hedged for USD risk (-)   | -  | -  |
|  | Amount hedged for USD risk (-)<br>USD net effect (1+2)   | -  | -  |
| <b>3-</b><br>4-<br>5-                          | Amount hedged for USD risk (-)<br>USD net effect (1+2)<br>In case 10% appreciation of EUR against TRY<br>EUR net asset/liability<br>Amount hedged for EUR risk (-)   | ( <b>200</b> )<br>328                                    | (328)  |
| <b>3-</b><br>4-                                | Amount hedged for USD risk (-)<br>USD net effect (1+2)<br>In case 10% appreciation of EUR against TRY<br>EUR net asset/liability   | (200)  | 200  |
| <b>3-</b><br>4-<br>5-                          | Amount hedged for USD risk (-)<br>USD net effect (1+2)<br>In case 10% appreciation of EUR against TRY<br>EUR net asset/liability<br>Amount hedged for EUR risk (-)   | ( <b>200</b> )<br>328                                    | (328)  |
| <b>3-</b><br>4-<br>5-                          | Amount hedged for USD risk (-)<br>USD net effect (1+2)<br>In case 10% appreciation of EUR against TRY<br>EUR net asset/liability<br>Amount hedged for EUR risk (-)<br>EUR net effect (4+5)   | ( <b>200</b> )<br>328                                    | (328)  |
| <b>3-</b><br>4-<br>5-<br><b>6-</b><br>7-<br>8- | Amount hedged for USD risk (-)<br>USD net effect (1+2)<br>In case 10% appreciation of EUR against TRY<br>EUR net asset/liability<br>Amount hedged for EUR risk (-)<br>EUR net effect (4+5)<br>In case 10% appreciation of GBP against TRY<br>GBP net asset/liability<br>Amount hedged for GBP risk (-) | (200)<br>328<br>328<br>42                                | 200<br>(328)<br>(328)<br>(328)<br>(42)                   |
| <b>3-</b><br>4-<br>5-<br><b>6-</b><br>7-       | Amount hedged for USD risk (-)<br>USD net effect (1+2)<br>In case 10% appreciation of EUR against TRY<br>EUR net asset/liability<br>Amount hedged for EUR risk (-)<br>EUR net effect (4+5)<br>In case 10% appreciation of GBP against TRY<br>GBP net asset/liability                                   | (200)<br>328<br>328                                      | 200<br>(328)<br>(328)                                    |

### NOTES TO CONDENSED CONSOLIDATED INTERIM FINANCIAL STATEMENTS AT 30 SEPTEMBER 2018

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

### NOTE 24 - FINANCIAL INSTRUMENTS

The fair value of financial instruments that are not traded in an active market is determined by using valuation techniques. These valuation techniques maximize the use of observable market data where it is available and rely as little as possible on entity specific estimates. If all significant inputs required to fair value an instrument are observable, the instrument is included in level 2. Disclosure of fair value measurements by level of the following fair value measurement hierarchy:

- Quoted prices (unadjusted) in active markets for identical assets or liabilities (Level 1),
- Inputs other than quoted prices included within level 1 that are observable for the asset or liability, either directly (that is, as prices) or indirectly (that is, derived from prices) (Level 2).,
- Inputs for the asset or liability that are not based on observable market data (that is, unobservable inputs) (Level 3).

The following table presents the Group's assets that are measured at fair value at 30 September 2018 and 31 December 2017:

| Assets               | Level 1 | Level 2 | Level 3 | Total |
|----------------------|---------|---------|---------|-------|
| Derivative financial |         | 5.000   |         | 5 000 |
| instruments          | -       | 5,009   | -       | 5,009 |
|                      | -       | 5,009   | -       | 5,009 |
| 31 December 2017     |         |         |         |       |
| Assets               | Level 1 | Level 2 | Level 3 | Total |
| Derivative financial |         |         |         |       |
| instruments          | -       | 1,325   | _       | 1,325 |
|                      | -       | 1,325   | -       | 1,325 |

#### 30 September 2018

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 Group using available market information and appropriate valuation methodologies. However, judgment 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 Group could realize in a current market exchange.

The Group considers that carrying amounts reflect fair values of the financial instruments.

Monetary assets - Short term monetary assets are considered to approximate their respective carrying values due to their short-term nature and low level of credit risk.

Monetary liabilities - Trade payables and other monetary liabilities are considered to approximate their respective carrying values due to their short-term nature. The fair values of long-term bank borrowings with fixed interest rates are noted that it is close to approximate their respective carrying values, since the interest rate as of balance sheet date is used. The fair values of short-term bank borrowings are considered to approximate their respective carrying values due to their short-term nature.

## NOTES TO CONDENSED CONSOLIDATED INTERIM FINANCIAL STATEMENTS AT 30 SEPTEMBER 2018

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

### NOTE 25 - SUBSEQUENT EVENTS

None.

### NOTE 26 - OTHER MATTERS WHICH ARE SIGNIFICANT TO THE CONSOLIDATED FINANCIAL STATEMENTS OR WHICH SHOULD BE DISCLOSED FOR THE PURPOSE OF TRUE AND FAIR INTERPRETATION OF THE CONSOLIDATED FINANCIAL STATEMENTS.

None.

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