

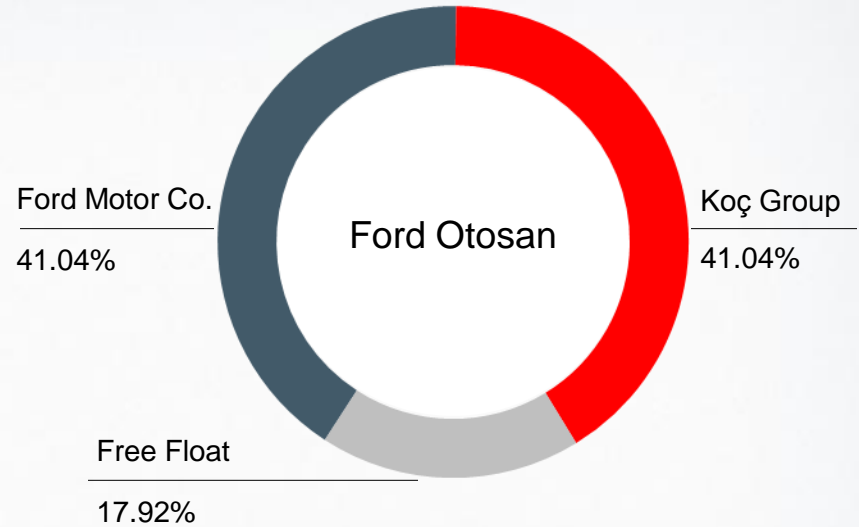
FORD OTOSAN

Investor Presentation



Company Profile

Key Performance Indicators, 2013		
Net Sales		\$6.0 billion
Export Revenues		\$3.8 billion
EBITDA		\$450 million
Profit Before Tax		\$237 million
Net Profit		\$337 million
ROE		28.7%
EBITDA margin		7.5%
Annual Production Capacity		330,000
	Kocaeli	320,000
	İnönü	10,000
Total Employees		9,444
	Blue Collar	6,926
	White Collar	2,518



Traded on Borsa Istanbul since 13 January 1986

Ticker: FROTO.IS

Ford Otosan at a Glance

Pioneer of Turkish automotive

- **First** Turkish passenger car Anadol (1966)
- Turkey's **first** domestic diesel engine Erk (1986)
- Turkey's **first** private R&D center in automotive (1961)
- **First** export of Turkish automotive to the US (2009)

Strong value contribution

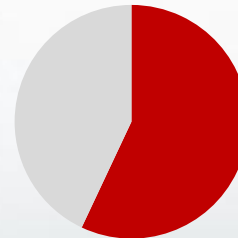
- **Export leader** in Turkish automotive; 2nd largest exporter overall
- Turkey's **2nd largest** industrial enterprise
- **Highest** employment in Turkish automotive

Leadership and scale

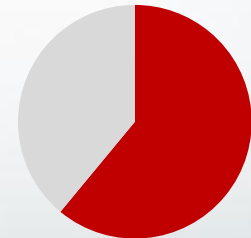
- 12 consecutive years of **industry leadership**
- **Widest** product range in Turkish automotive



25% of Turkey's total automotive production



57% of Turkey's total commercial vehicle production



61% of Turkey's total commercial vehicle exports

Key Player in Ford Motor Company Universe

Robust sales performance

- **Highest** commercial vehicle market share of Ford in Europe (26.4%)
- **Second highest** Ford market share in Europe

Leading manufacturing hub

- **Lead** manufacturing plant of Ford Transit globally
- **Single** source of Ford Transit Custom & Tourneo Custom
- **Single** source of Ford Transit Courier & Tourneo Courier
- **One of the two** production centers globally for Ford Cargo heavy trucks

Strong R&D and engineering edge

- **3rd largest** R&D center of Ford globally
- **Global** engineering center for Ford's diesel engines and heavy trucks
- Listed among the **world's top 1000 companies** by R&D investment (EU R&D Investment Scoreboard)
- **First** Ford facility to win Engine Test Facility of the Year Award (Automotive Testing Technology International Magazine, 2013)

Vision, Mission and Strategy

Vision

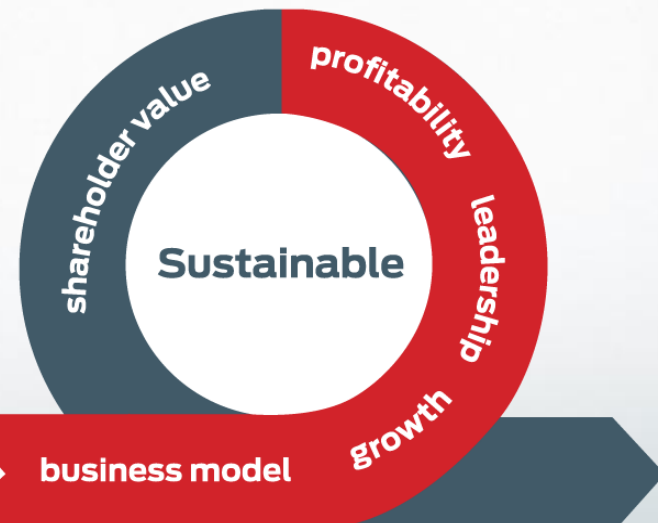
To become Turkey's customer-focused, leader company in automotive products and services.

Mission

To be Turkey's leading automotive company with optimal automotive products and services to fit customer needs and expectations and to be the commercial vehicle center of Ford of Europe.

Strategy

- Achieving sustainable growth
- Creating brand and customer value
- Achieving quality, cost and process improvements
- Creating a leading team
- Demonstrating strong corporate citizenship
- Generating superior shareholder returns



Brief History

First automotive production starts in Turkey under license agreements in a heavily protected domestic economy.



Turkey takes first steps to liberalize its economy and integrate with the rest of the world.



Customs Union is signed with the EU in 1996. Exports start to increase. Incentives are introduced for production in Turkey.



Turkey becomes a major hub in automotive production and moves up the value chain, from an assembly center to full product development and manufacturing with focus on R&D.



Turkey is the 16th largest auto manufacturing hub in the world and 5th largest among EU 27 countries.



First Years

1980s

1990s

2000-2010

2010+

1928 – Vehbi Koç is assigned as Ankara Ford dealer

1959 – Otosan is founded as Ford assembler in Turkey

1960 – Otosan's first production: Ford Consul

1966 – Otosan produces the first Turkish car Anadol

1967 – Otosan produces its first Transit

1982 – İnönü Plant opens

1983 – Cargo production starts

1983- Ford Motor Co. increases its share in Otosan to 30%

1985 – Production of Ford Taunus

1986 – Otosan produces Turkey's first diesel engine ERK

1992 – Production of the new generation Transit

1993 - Production of Ford Escort

1997 – Ford assumes 41% equity in 'Ford Otosan'

1998 – Ford Otosan spare parts distribution center opens

2001 – Kocaeli Plant opens

2002 – Transit Connect launches

2003 – New Cargo launches

2003 – Transit Connect 'International Van of the Year'

2007 – Gebze Engineering Center opens

2007 – Transit 'International Van of the Year'

2009 – First vehicle export to NA

2010 – Ford Otosan's 50th Anniversary

2010 – Transit Connect 'N.A. Truck of the Year'

2011 – Transit Connect NYC Taxi launches

2011 – Ford Otosan's 10th year of market leadership

2012- Launch of Transit Custom

2013 – First export of Turkish automotive to Mexico

2013 – Ford Otosan celebrated 12 years of market leadership

Awards & Achievements

Vehicle Awards:

2013: International Van of the Year, Ford Transit Custom

2012: 1st commercial vehicle with 5-star rating in Euro NCAP, Ford Transit Custom

2012: Truck of the Year, 3rd place, Ford Cargo

2010: North American Truck of the Year, Ford Transit Connect

2007: International Van of the Year, Ford Transit

2003: International Van of the Year, Ford Transit Connect

2001: International Van of the Year, Ford Transit



Plant Awards:

2013: President Health & Safety Award – Five categories

2013: Engine Test Facility of the Year Award - Automotive Testing Technology International Magazine

2012: Rio +20 United Nations Conference on Sustainable Development, one of Turkey's best sustainability examples

2012: President Health & Safety Award - Six categories including Global Winner - Excellence in Safety Culture and Standards

2011: Chairman's Leadership Award for Diversity - First woman dent repair technician

2011: Şehabettin Bilgisu Environment Award, Kocaeli Chamber of Industry - İnönü Plant

2010: Şehabettin Bilgisu Environment Award, Kocaeli Chamber of Industry - Kocaeli Plant

2010: Chairman's Leadership Award for Diversity - "Let's Remove Barriers" project

2008: Şehabettin Bilgisu Environment Award, Kocaeli Chamber of Industry – İnönü Plant

2007 :Şehabettin Bilgisu Environment Award, Kocaeli Chamber of Industry - Kocaeli Plant

2004: Şehabettin Bilgisu Environment Award, Kocaeli Chamber of Industry - Kocaeli Plant

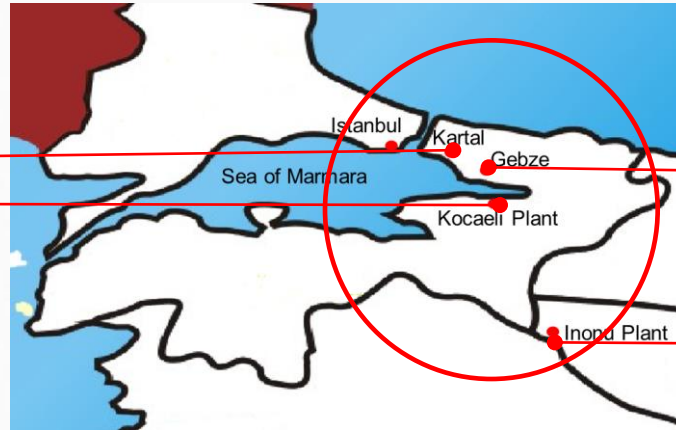


Locations of Plants & Facilities

Kartal Parts Distribution Center (1998)



Gebze Engineering Center (2007)



Kocaeli Plant –Transit (2001), Custom (2012), Courier (2014)



İnönü Plant (1982)



Kocaeli Plant - Lead manufacturing plant of the new generation Transit



ISO 14001
BUREAU VERITAS
Certification



ISO 14064-1
BUREAU VERITAS
Certification



OHSAS 18001
BUREAU VERITAS
Certification



ISO 27001
BUREAU VERITAS
Certification



ISO 50001
BUREAU VERITAS
Certification



- Opened in 2001
- Ford Transit and Ford Custom production
- 1,600,000m² total area, 340,000m² covered area
- 290,000 units annual production capacity

Kocaeli Plant - The single production center of Ford Courier in the world



- New production facility at Kocaeli plant site
- Groundbreaking ceremony took place on March 19th, 2012
- 110,000 units annual production capacity; 70,000m² covered area
- Production of brand new light commercial vehicle, Ford Courier will start in 1Q14

İnönü Plant - One of Ford's two global production centers for Cargo



- Opened in 1982
- 79,000m² covered area
- Cargo truck, engine and powertrain production
- Annual capacity: 15,000 units truck (2014-end), 66,000 units engine, 140,000 units powertrain

Kartal Parts Distribution Center - 96% Fill rate



- Opened in 1998
- 25,000 m² warehouse: Largest of its kind in Turkey
- 4th largest warehouse capacity among Ford's parts distribution centers in Europe
- Home to the Company's spare parts, marketing, sales and after sales operations

Gebze Engineering Center - Ford's global diesel engine development center



- Opened in 2007
- Developing the newest products and most advanced technologies
- The Center pioneers the engineering of Ford's global diesel engines and heavy trucks
- 3rd largest R&D center of Ford globally with 1,277 R&D engineers

Products: Transit

- Over 7 million units produced globally since its launch in 1965
- Manufactured by Ford Otosan since 1967
- Longest-running model in Ford of Europe's product range
- "International Van of the Year" 2001 & 2007
- Ford Otosan is the lead manufacturing plant of Transit globally
- 160,000 units annual production capacity



Products: Transit Custom & Tourneo Custom

- Ford Otosan is the single global source of Ford Custom
- Production started in 2012 with 130,000 annual capacity
- "International Van of the Year" 2013
- First commercial vehicle to receive 5-star rating in Euro NCAP



Products: Transit Courier & Tourneo Courier

- Ford Otosan is the single global source of Ford Courier
- Production will start in 1Q14
- 110,000 units annual production capacity
- 1.0 lt Ecoboost engine, 1.5 lt and 1.6 lt diesel engines



Products: Cargo Truck

- Manufactured at Ford Otosan's İnönü Plant since 1983
- Trailer, construction and truck series
- Exported to 30 countries in Europe, Asia and Africa
- Cargo 1846T – 2013 International Truck of the Year 3rd place



A Full Line of Cars



FORD FOCUS



FORD B-MAX



FORD RANGER



FORD FIESTA



FORD C-MAX



FORD KUGA



FORD S-MAX



FORD MONDEO



FORD GALAXY

Major Product Acceleration

2014



Focus



Courier



Connect



Transit

2015



EcoSport



Mondeo



Galaxy



C-Max



Mustang

2016



Edge



KA

Investment Case

Why Ford Otosan?

Scale and visibility

- Domestic industry leader for 12 consecutive years
- Largest manufacturer and exporter of commercial vehicles in Turkey
- New projects to fully renew the product range, increase capacity & profitability

Resilience and efficiency

- Large-scale export program: 67% of total unit sales
- Diversified export markets
- Well positioned to benefit from European recovery
- High capacity utilization: Above European and Turkish industry average
- Efficient, flexible and low-cost manufacturing and engineering

Strong balance sheet and prudent risk management

- Strong cash generation capacity
- Solid financials
- Natural hedge due to fx-denominated export revenues

Shareholder value creation

- Sustainable dividend policy
- Strong relative share performance
- Commitment to good corporate governance

Turkish Industry Leader for 12 Consecutive Years - 2013



01

26.4% market share in CV



02

21.3% market share in trucks



03

8.8% market share in PC

01

Leader with 12.9% share

Relatively Favorable Taxes on Commercial Vehicles

Passenger Cars					Commercial Vehicles				
Engine Size	Model	VAT	SCT	Total	Engine Size	Model	VAT	SCT	Total
<1600 cc	Fiesta				<3000cc	Transit Van	18%	4%	23%
	B-Max					Transit Custom Van			
	Focus	18%	45%*	71%		Connect Van			
	C-Max					Ranger			
	Mondeo (1.6)								
1601-2000	S-Max (1.6)					Minibus	18%	9%	29%
	Mondeo (2.0)								
	S-Max (2.0)	18%	90%**	124%					
	Kuga					Transit Combi	18%	15%****	36%
	Galaxy					Transit Custom Combi			
>2000		18%	145%***	189%		Transit Custom Combi Van			
						Tourneo Custom			
						Connect Combi			
						Cargo	18%	4%	23%

Tax rate increases:

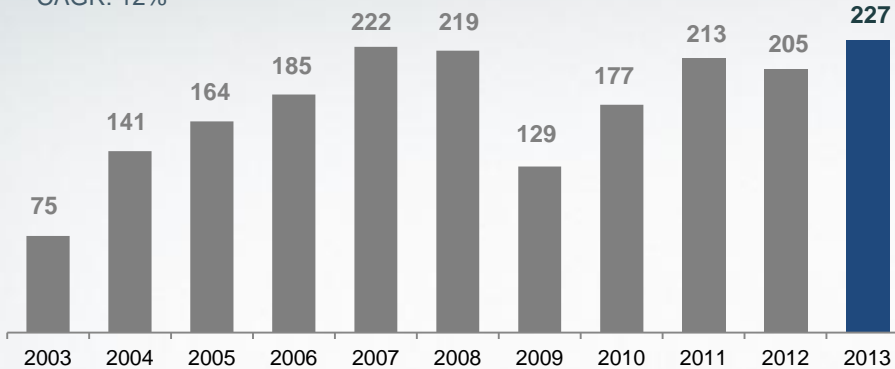
- * 37% to 40% (Sept 22, 2012), 40% to 45% (Jan 1, 2014)
- ** 60% to 80% (Oct 12, 2011), 80% to 90% (Jan 1, 2014)
- *** 84% to 130% (Oct 12, 2011), 130% to 145% (Jan 1, 2014)
- **** 10% to 15% (Oct 12, 2011)

VAT: Value added tax
SCT: Special consumption tax

Large-Scale Export Program

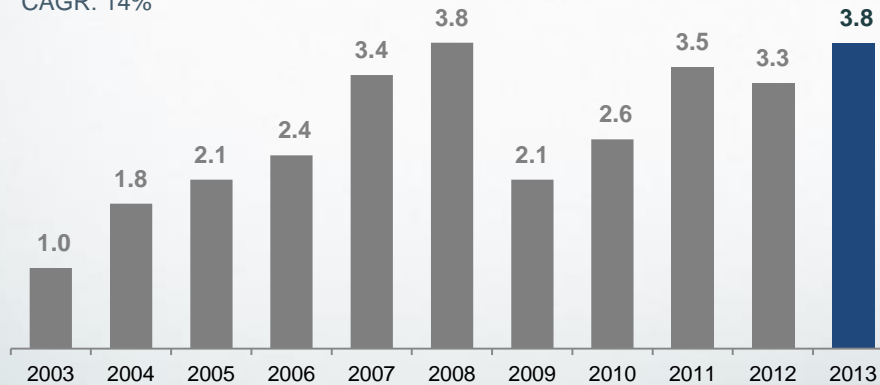
Exports (000 units)

CAGR: 12%



Export Revenues (US\$ Bn)

CAGR: 14%



US\$ 3.8 billion export revenues in 2013

Turkey's **export leader** in automotive

Net exporter in the last five years with
US\$ 1.9 billion (2009-2013)

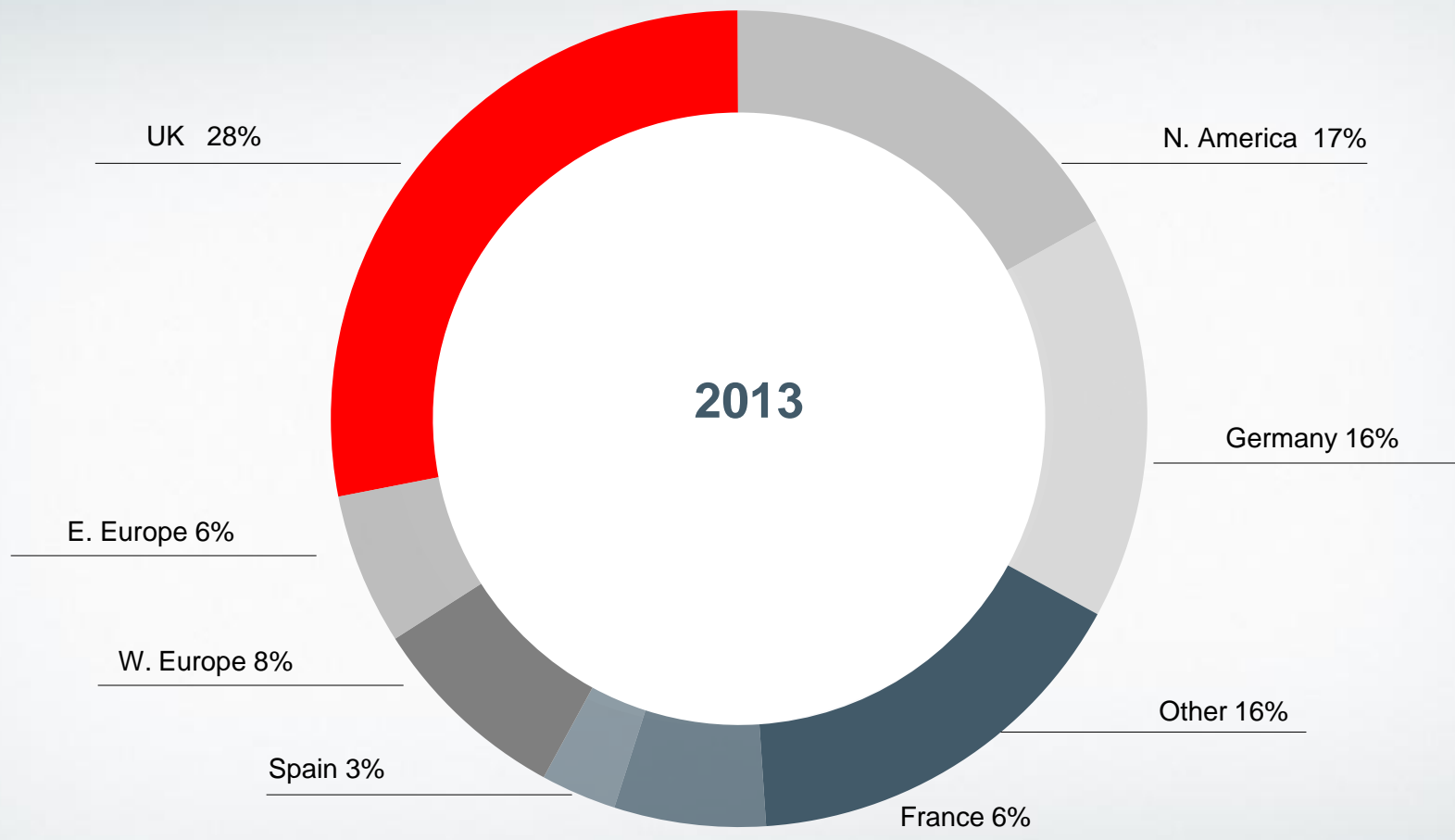
Vehicles and spare parts exported to
79 countries in 5 continents

**61% of Turkey's total commercial vehicle
exports** is done by Ford Otosan

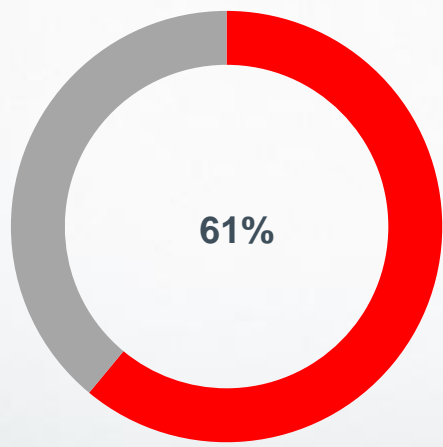
Export receivables are easy to manage as
Ford of Europe is the **single counterparty**

Export receivables from Ford Motor Company
and its subsidiaries are collected within **14 days**

Diversified Export Markets (units)



Solid Export Performance



Ford Otosan's share in Turkey's CV exports, 2013

- Ford Otosan's 2013 export units increased by 11%.
- In February 2014 our largest export market, **UK** registered **16.3% growth** in commercial vehicles. **CV sales in Europe increased by 13.7%.** Demand for new commercial vehicles in the Europe **increased for the sixth consecutive month.** (Source: ACEA)
- **Ford is very focused on increasing commercial vehicle market share in Europe.**
- **Ford commercial vehicle sales grew 15.8% in February** and **market share rose to 9.7%** in the first two months of 2014, **the highest level for the period in 16 years.**
- **Ford is Europe's number 4 best-selling CV brand** year-to-date, compared with number 7 in the same period last year.

New Projects: Total Investment >US\$1 Billion (2011-2014)

1. New generation Transit family

- Largest investment in a specific product in Turkish automotive: US\$ 630 million
- i. **Tourneo Custom & Transit Custom**
Mass production started on 23 July 2012.
Introduced to the market in October 2012.
 - ii. **Next generation Transit**



Financing:

- €150 million loan agreement with EBRD in 2010
5-year loan with 2-years grace period at EURIBOR+275bps
- €190 million loan agreement with EIB in 2012
8-year loan with 2-years grace period
€100 million in Q3 at 2.06%; €90 million in Q4 at 1.47%

New Projects: Total Investment >US\$1 Billion (2011-2014)

2. New LCV – Transit Courier & Tourneo Courier

- €205 million fixed asset procurement
- Ford Otosan is the single production center globally
- 110,000 units annual production capacity
- Lower fuel costs and more safety features than peers



New Projects: Total Investment >US\$1 Billion (2011-2014)

3. New Ford Cargo

- \$75 million investment to develop a more globally competitive product
- Ford Otosan is responsible for product development, design, engineering and R&D
- Manufactured in Ford Otosan's İnönü plant and Ford's Brazilian division
- 1846T model was launched in January 2013



Increasing Capacity

Current
330.000

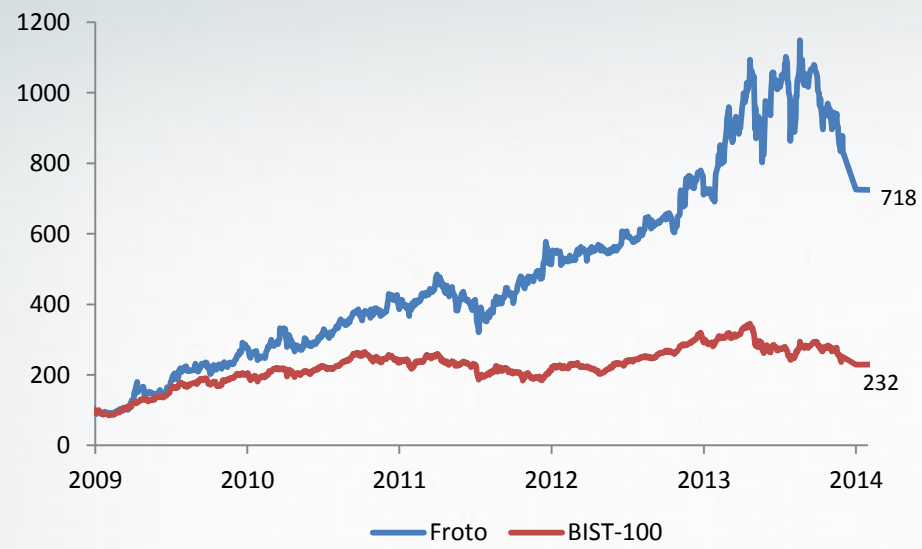


2014-end
415.000



Focus on Shareholder Value

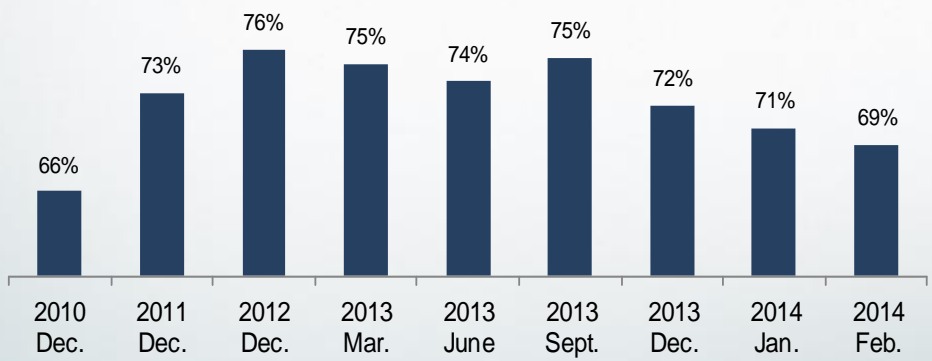
Strong relative share performance



Commitment to corporate governance

- Separate CEO and Chairman roles
- Independent BoD members
- Executive Committee
- Audit Committee
- Corporate Governance Committee
- Risk Committee
- Remuneration Committee

Foreign ownership in free float



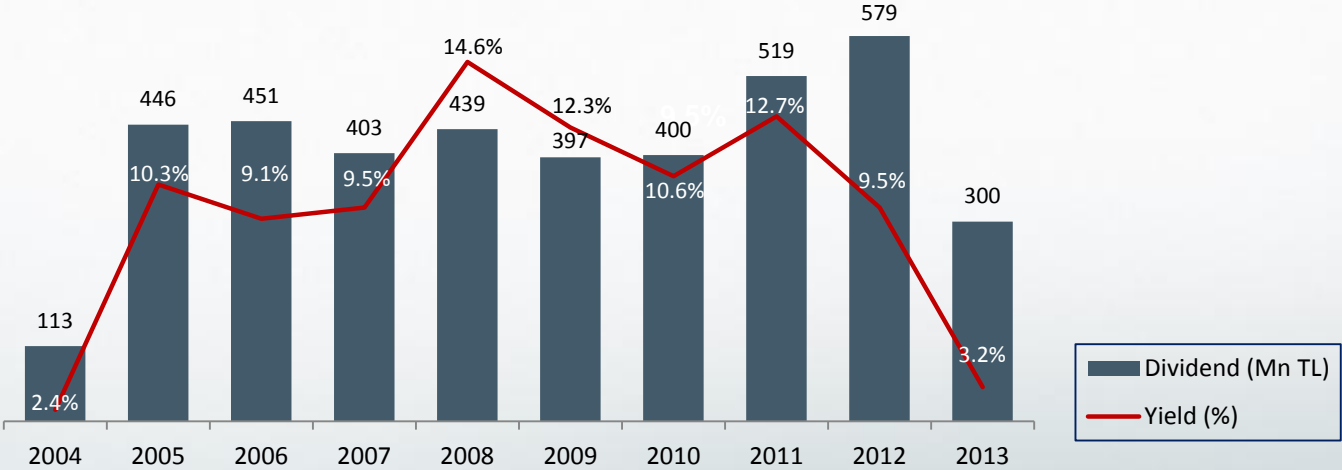
Dividend Policy

Our Company conducts a dividend policy within the framework of the provisions of the Turkish Commercial Code, Capital Markets Legislation, Tax Regulations and other relevant legislation as well as the provisions of the Articles of Association governing the distribution of profits. In distribution of profit, a consistent and balanced policy is followed between shareholders and Company requirements in line with Corporate Governance Principles.

In principle, subject to be covered by the resources existing in legal records, and subject to the decision of the Ordinary or Extraordinary General Assembly Meeting, excluding periods of large investment or severe economic downturn, by taking into consideration other legislation, financial and market conditions, long-term strategy, investment and financing policies, profitability and cash position, minimum 50% of the distributable profit for the period calculated within the framework of the Capital Markets Legislation is distributed in the form of cash or stock.

The dividend distribution date is determined by General Assembly and targeted to be within one month after General or Extraordinary Assembly Meeting date. General Assembly, or if authorized Board of Directors, could decide to pay dividend in installments within the framework of Capital Markets Legislation.

According to Company's Articles of Association, Board of Directors can distribute advance dividend with the condition of being authorized and compliant with Capital Markets Legislation.



Strong & Committed JV Partner Support



- Turkey's largest industrial and services group in terms of revenues, exports, employees and market capitalization on the Borsa İstanbul.
- Following an average annual growth rate of 20% in revenues and 27% in operating profit in US\$ terms between 2002-2012, Koç Holding ranks among the world's top 250 companies in Fortune 500.
- Has leading positions with strong competitive advantages in various sectors, such as energy, automotive, consumer durables, finance, food and DIY, which offer strong long-term growth potential.



- Global automotive industry leader based in Dearborn, Michigan, that manufactures and distributes automobiles across six continents.
- Automotive brands include Ford and Lincoln.
- 180,000 employees and 65 plants worldwide.
- Provides financial services through Ford Motor Credit Company.

Large Distribution Network

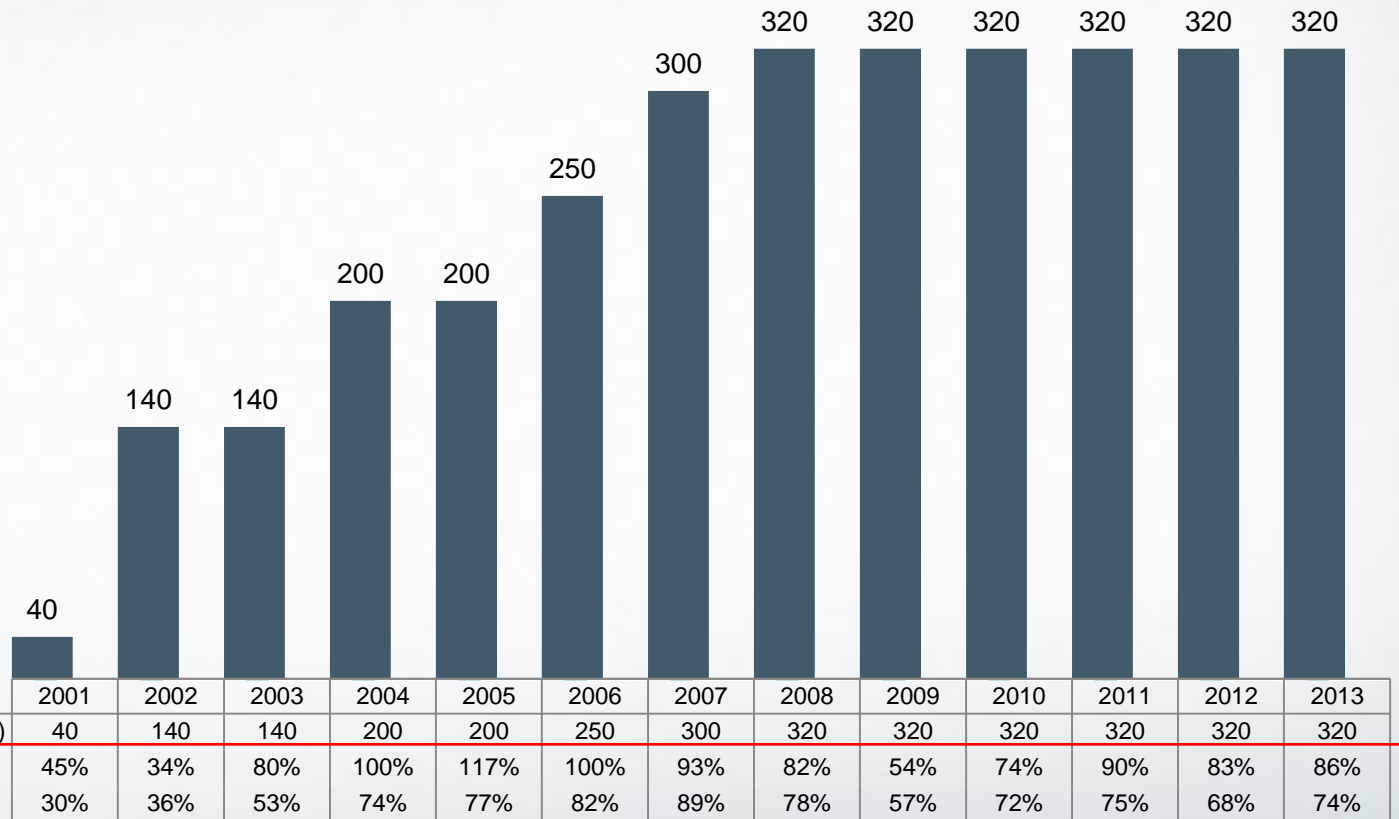


Ford Otosan provides maintenance, servicing and repairs through its customer-focused and innovative sales and after-sales network that spans the whole country.

Sales:	116
After-Sales:	158
Total Dealers:	205

Efficient Production Hub – CUR above Industry Average

Kocaeli Plant



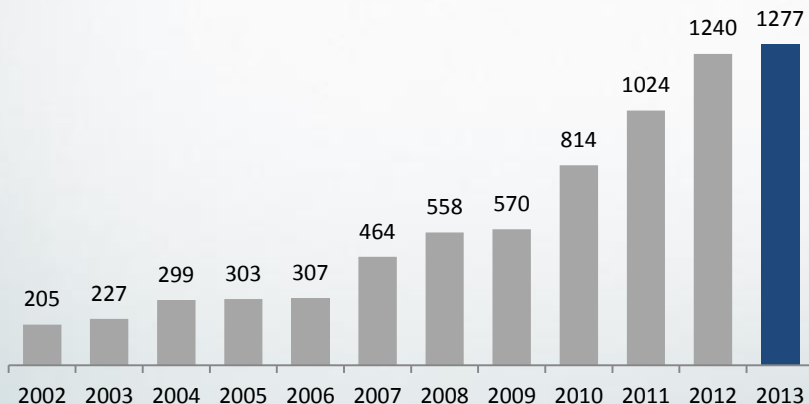
R&D Focused on Excellence - Ford's 3rd largest global R&D centre

- The largest R&D center of the Turkish automotive industry
- R&D activities for Ford Otosan products and engineering services for Ford Motor Co.
- Ford's global engineering center in heavy trucks and diesel engines
- Capability and infrastructure to design, develop and test a complete vehicle end-to-end, including its engine

Kocaeli

- Located in Gölcük plant
- 300+ R&D engineers
- Engine testing, design studio and development workshops are located at this site

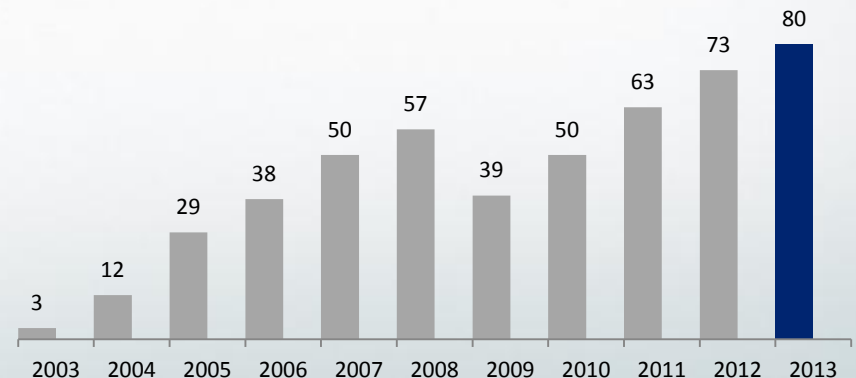
R&D Engineers



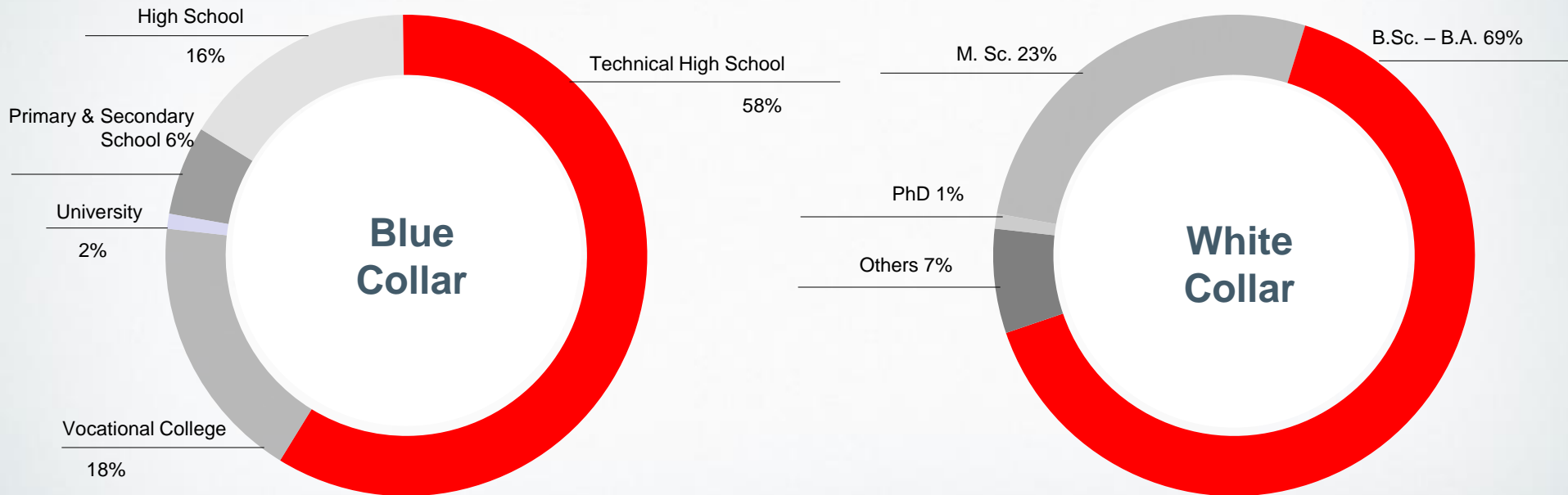
Gebze

- Located in Tübitak MAM Technology Free Zone
- 700+ R&D engineers
- Global Center of Excellence for small diesel engines
- R&D center for Global Cargo

Patent Applications

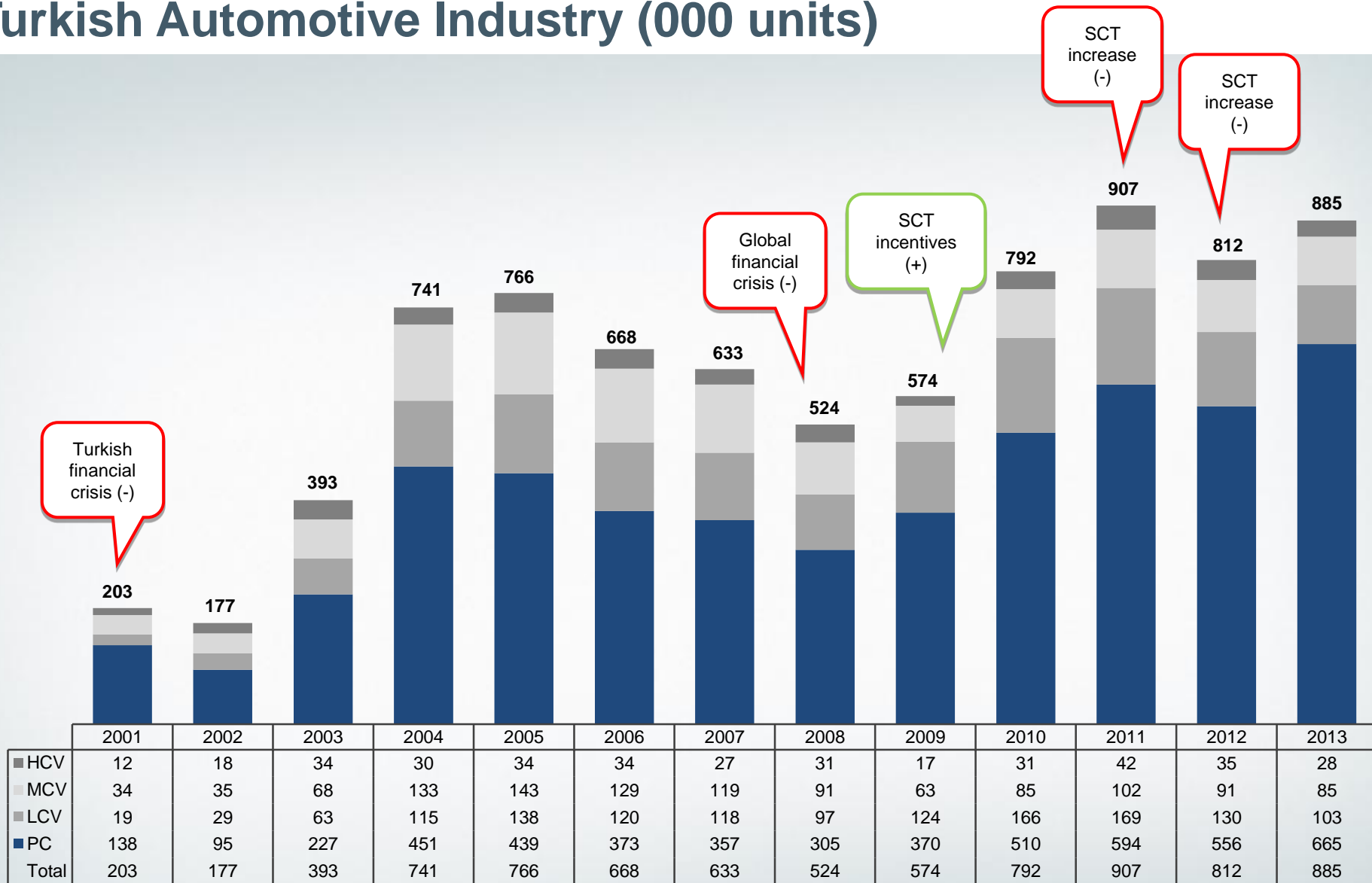


Experienced and Skilled Workforce



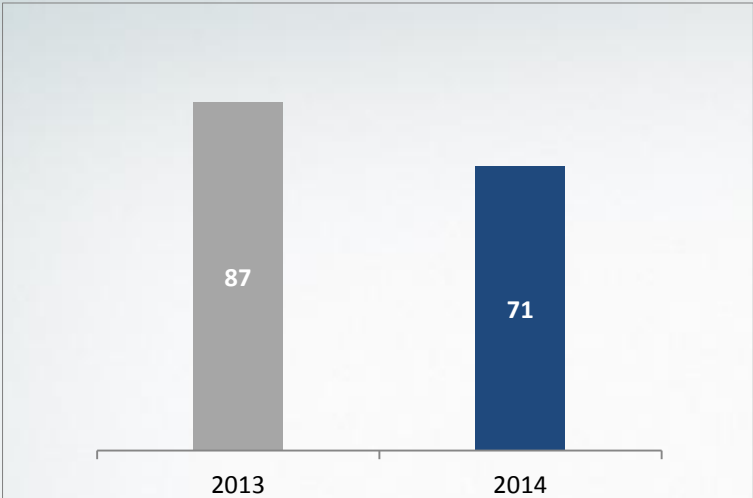
Operating & Financial Performance

Turkish Automotive Industry (000 units)

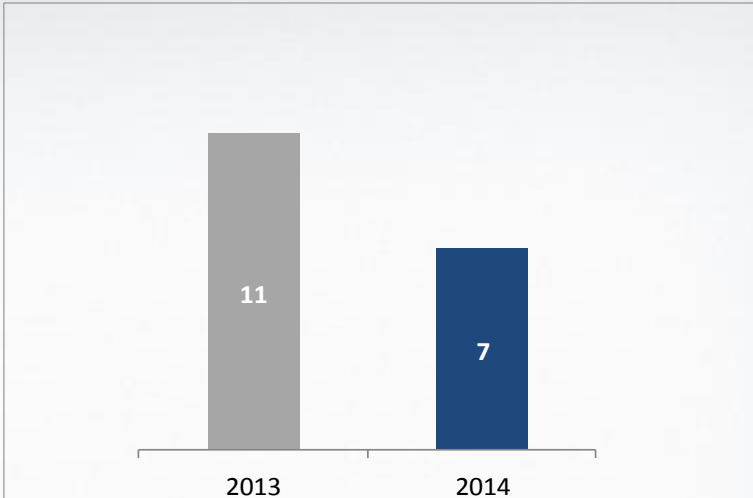


Domestic Market (000 units)

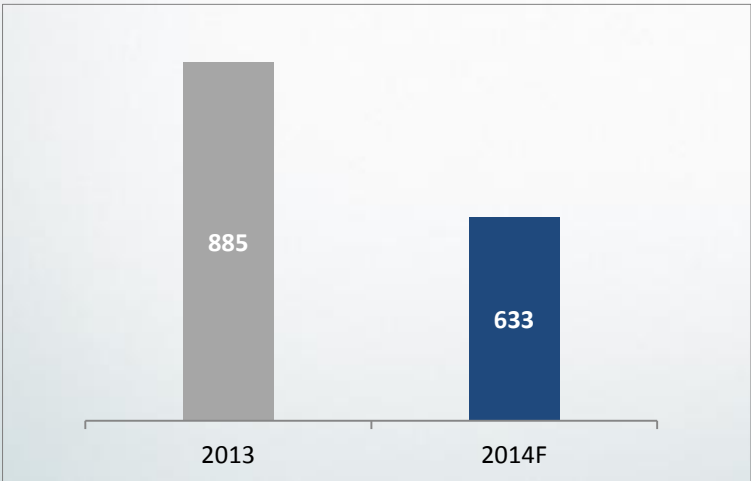
Total Industry, February 2014 YTD



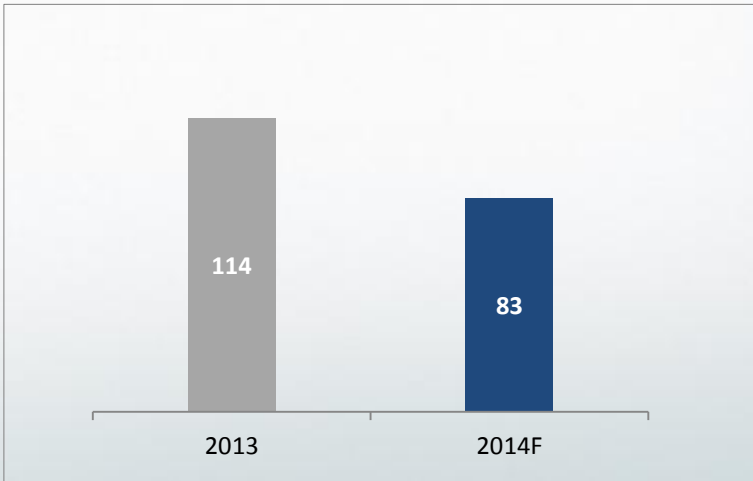
Ford Otosan, February 2014 YTD



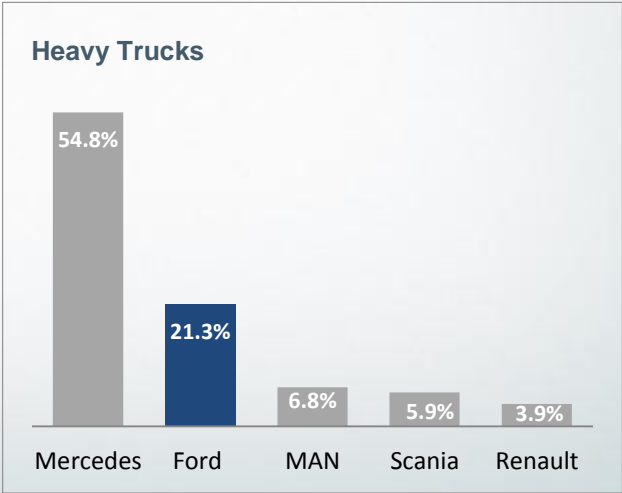
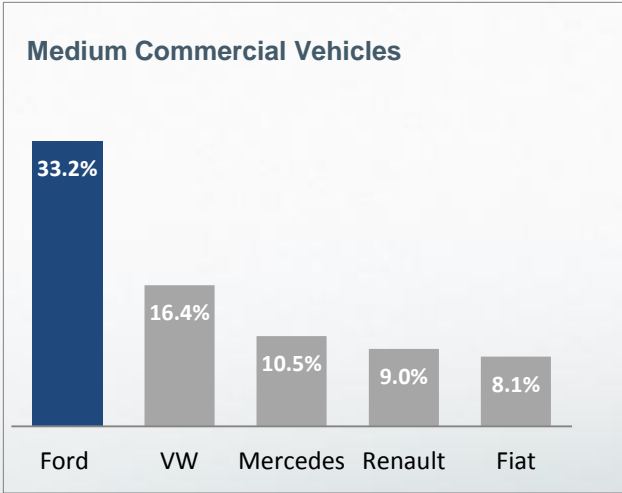
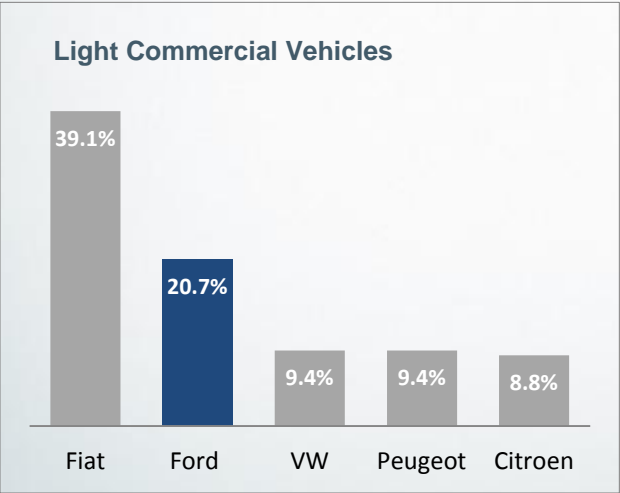
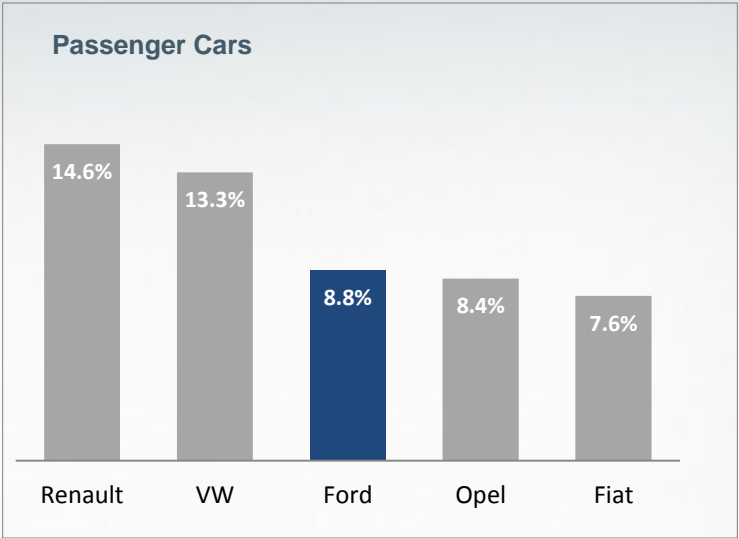
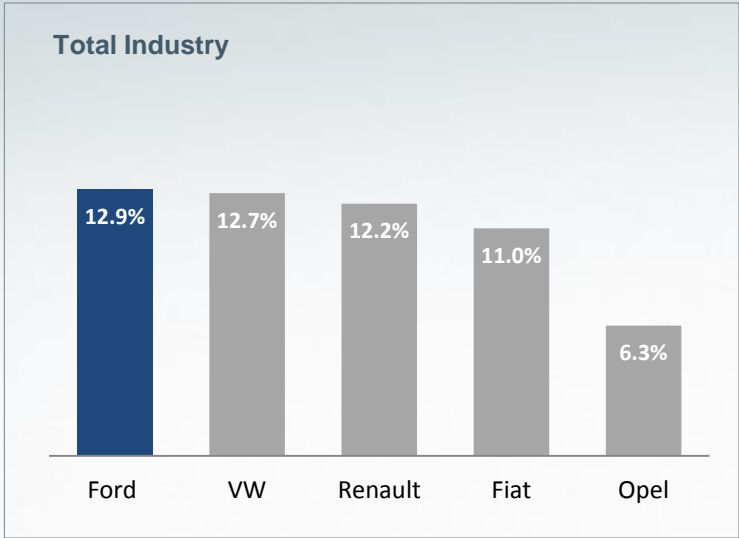
Total Industry Sales



Ford Otosan Retail Sales

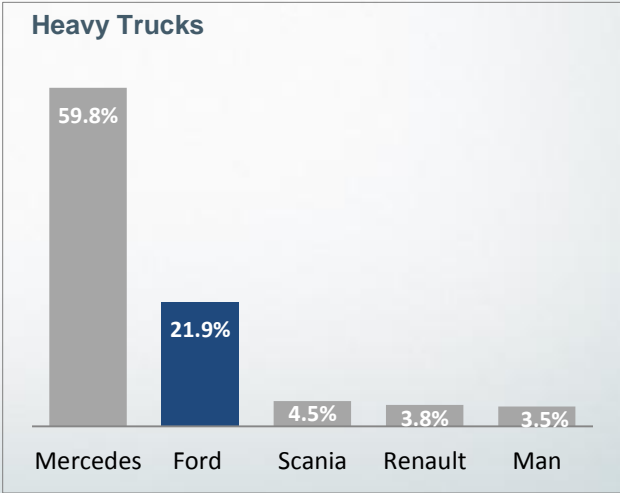
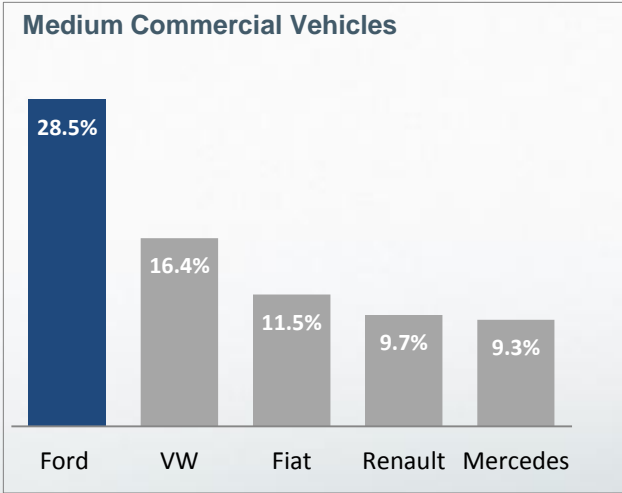
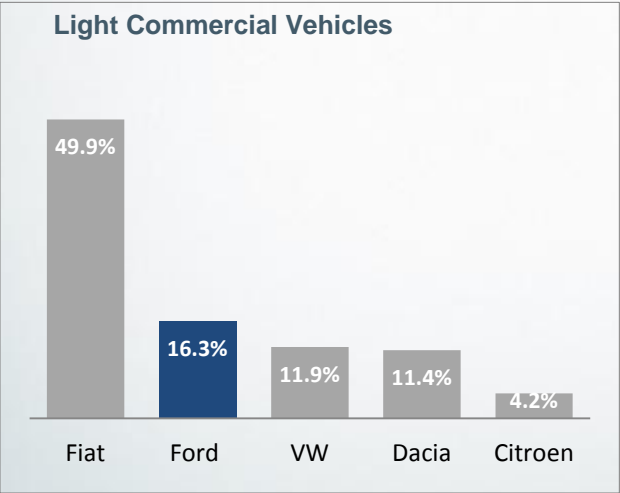
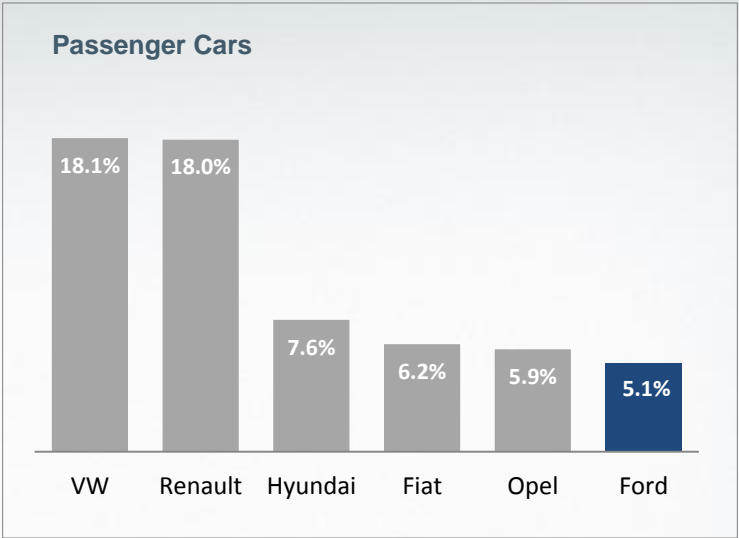
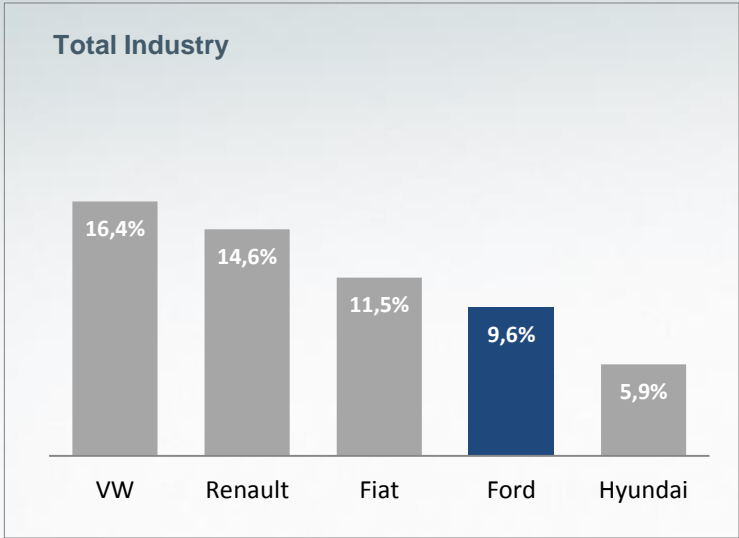


Turkish Market Shares (2013)



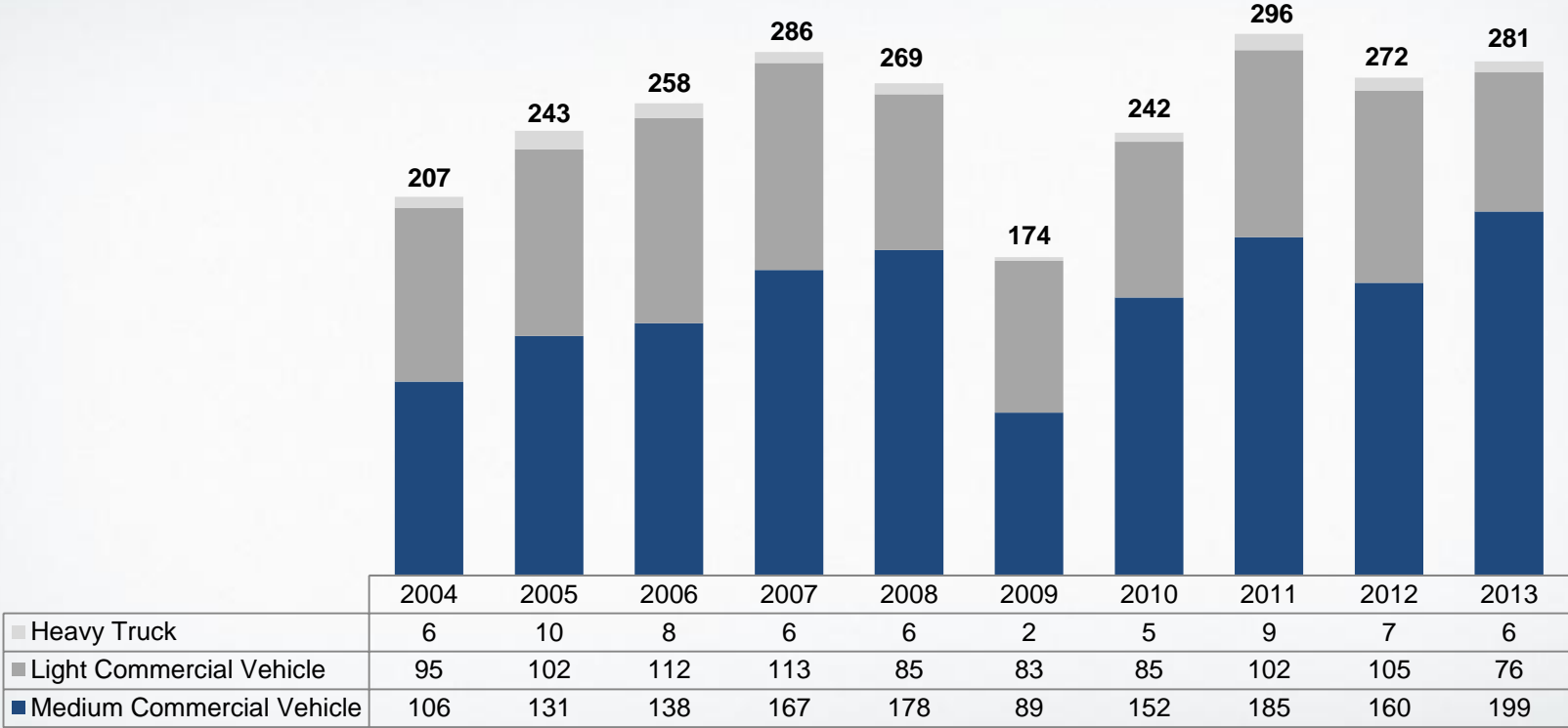
Source: ODD and TAID

Turkish Market Shares (February'14 YTD)

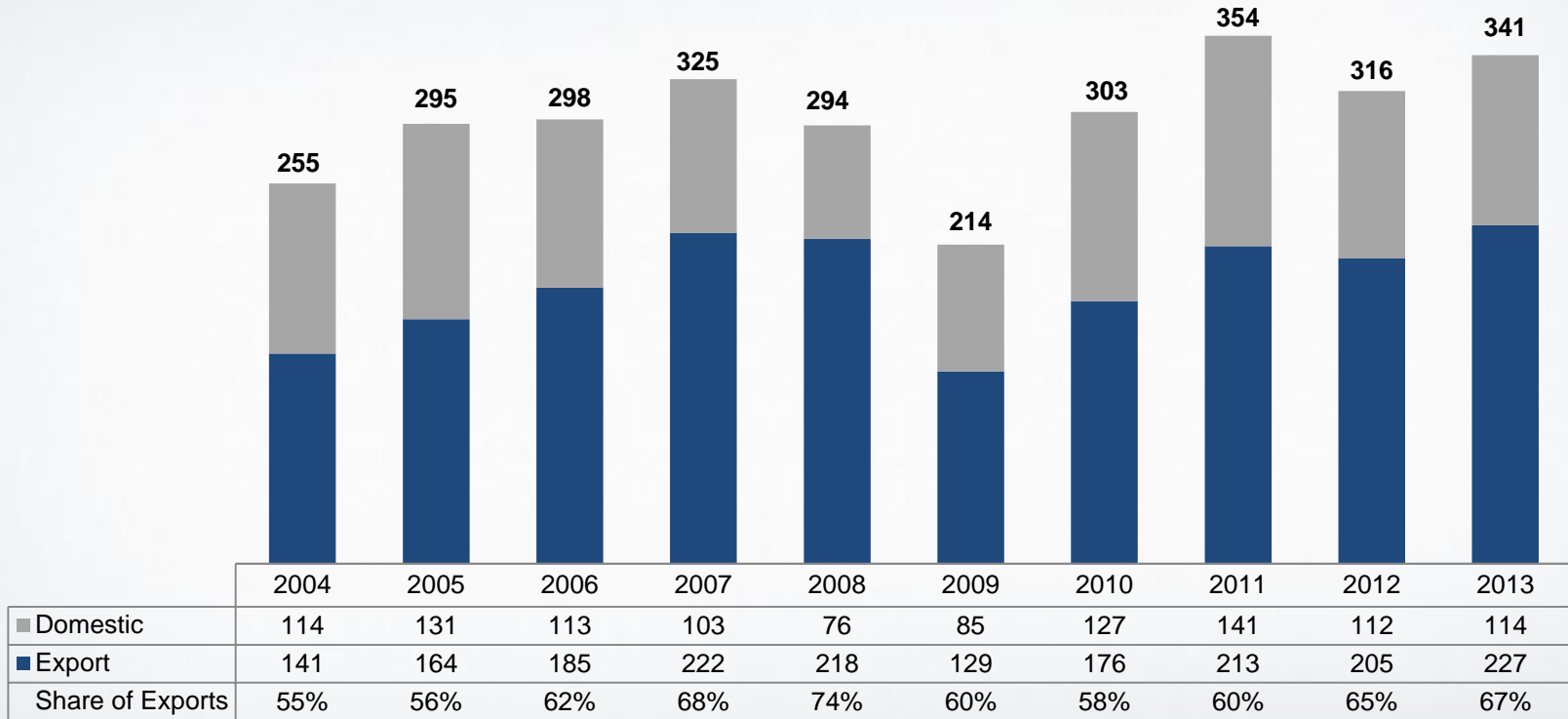


Source: ODD and TAID

Production Volume by Segment (000 units)



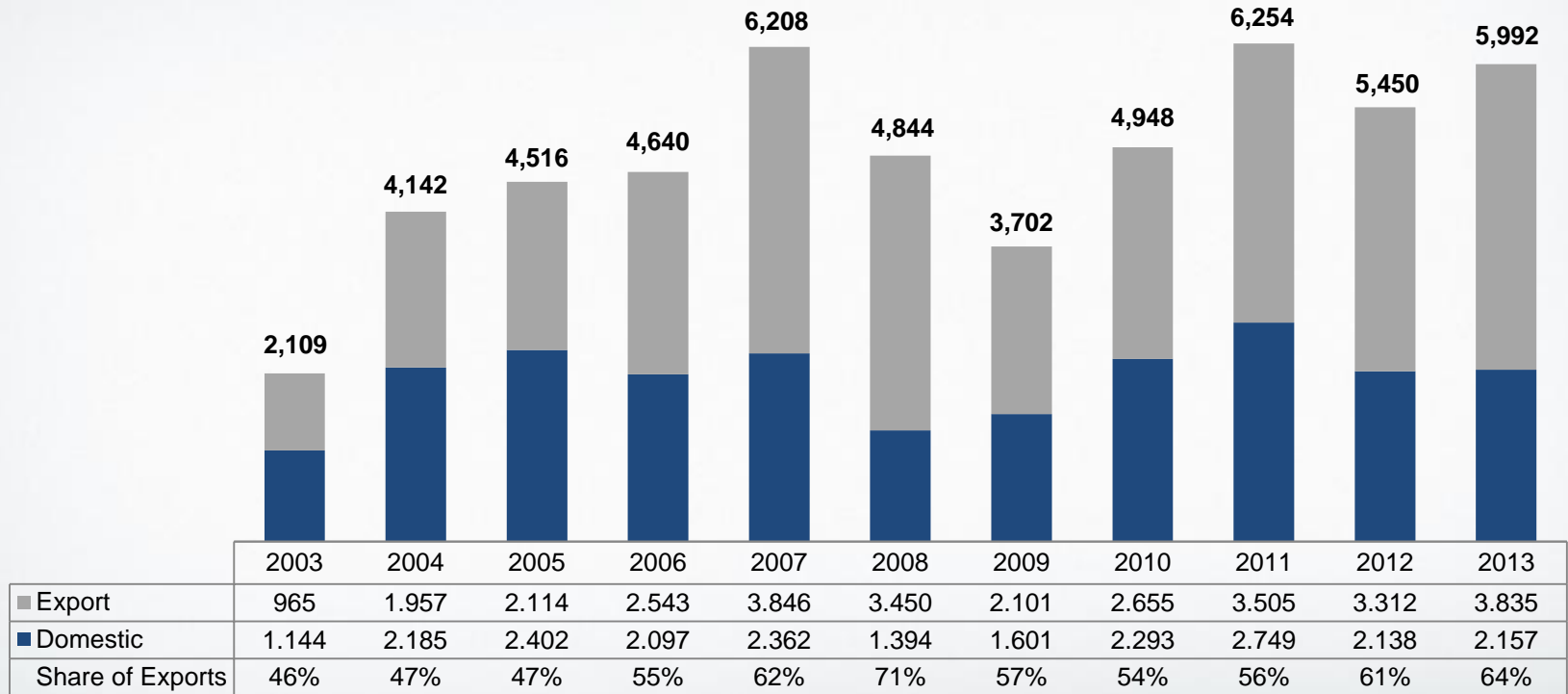
Wholesale Volume – Domestic & Export (000 units)



Sales Volume by Model

	2013	2012	Change	4Q13	4Q12	Change
Domestic	113,971	111,011	3%	37,740	34,893	8%
Passenger Car	58,618	45,919	28%	20,940	12,718	65%
Transit Connect	21,711	29,162	-26%	6,638	10,008	-34%
Total LCV	21,711	29,162	-26%	6,638	10,008	-34%
Transit	23,788	28,179	-16%	7,196	9,221	-22%
Transit Custom	3,399	1,113	205%	896	1,113	-19%
Ranger	519	827	-37%	10	381	-97%
Total MCV	27,706	30,119	-8%	8,102	10,715	-24%
Cargo	5,936	5,811	2%	2,060	1,452	42%
Exports	226,671	204,489	11%	51,681	55,932	-8%
Transit Connect	51,796	75,081	-31%	16	15,618	
Transit	121,252	113,502	7%	29,672	25,808	15%
Transit Custom	52,304	14,328	265%	21,329	14,184	50%
Cargo	1,002	955	5%	604	253	139%
Other	317	623	-49%	60	69	-13%
Total Wholesales	340,642	315,500	8%	89,421	90,825	-2%

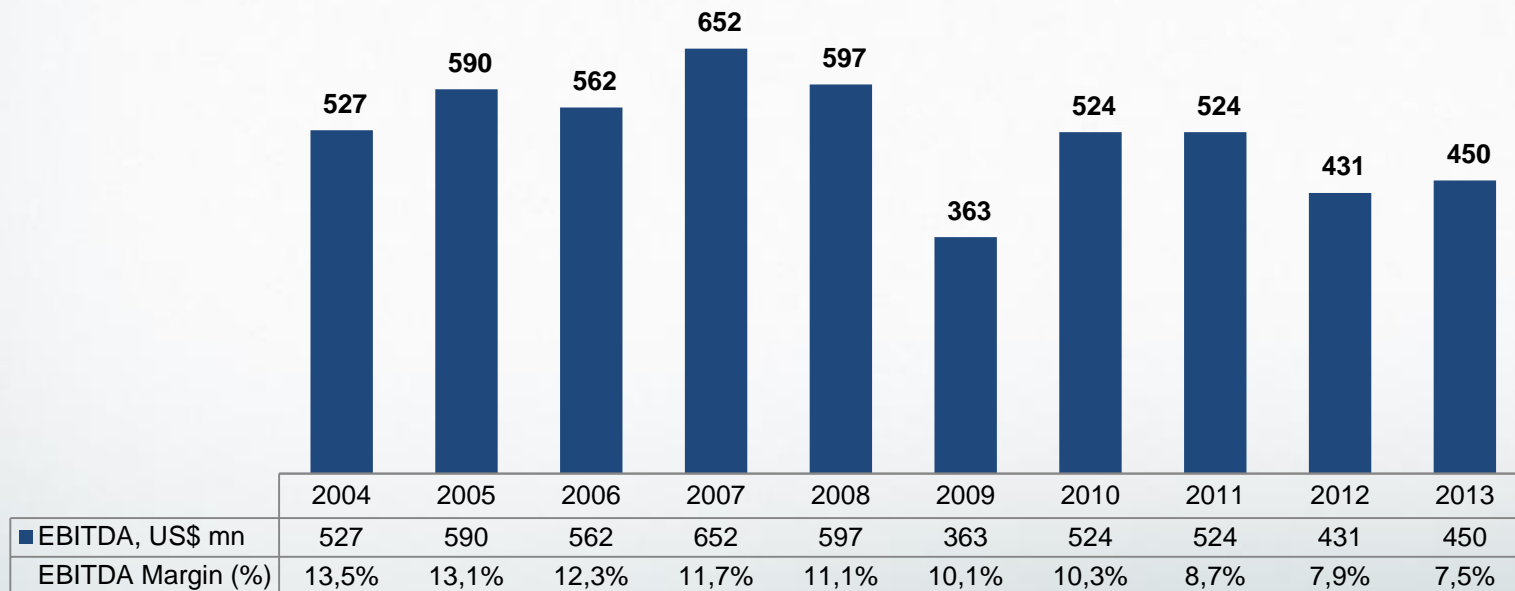
Revenue - Domestic & Export (US\$ million)



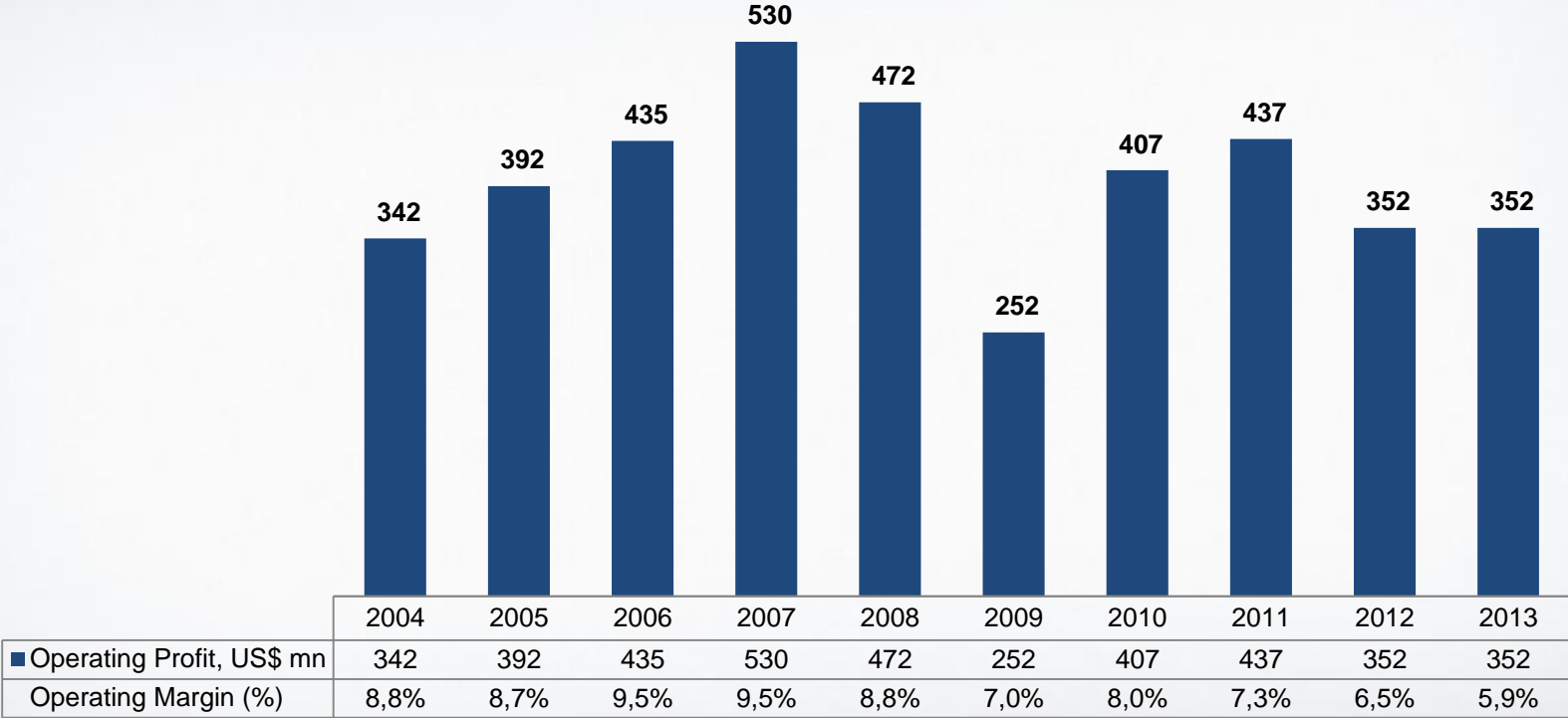
EBITDA and EBITDA Margin

Changing business mix, industry trends and macro drivers leading to declining margins:

- Lower share of the domestic business
- Highly competitive pricing landscape in the domestic market
- Industry shift towards passenger cars leading to a less favorable sales mix for Ford Otosan
- Aged product portfolio
- Increase in import costs with the sharp decline in Turkish Lira
- Revaluation of financial loans with significant weakening of the Turkish Lira leading to higher net financial expenses



Operating Profit and Operating Margin



Financial Risk Management

Credit Risk

- Receivables from domestic vehicle sales to dealers are collected using a Direct Debit System
- Domestic spare part sales are guaranteed with collateral from dealers (bank guarantee letters)
- Receivables from Ford Motor Company and its subsidiaries for exports are collected within 14 days
- Other exports are guaranteed using L/C, letter of guarantee or cash collection

Liquidity Risk

- Cash, credit commitment and factoring capacity is maintained to meet 21 days of cash outflow
- €80 million credit commitment and €70 million factoring agreements are in place for potential needs
- Net debt as of year-end 2013 is TL2.1 billion.

FX Risk

- Excess cash is invested in hard currencies to minimize fx exposure
- Natural hedge against volatility due to fx-denominated export revenues: 64% of revenues
- Ford Otosan is a net exporter: US\$ 1.9 billion in the last 5 years (2009-2013)

Capital Risk

- Net financial debt / tangible net worth ratio is monitored as a management criteria and the aim is to keep it below 1.25

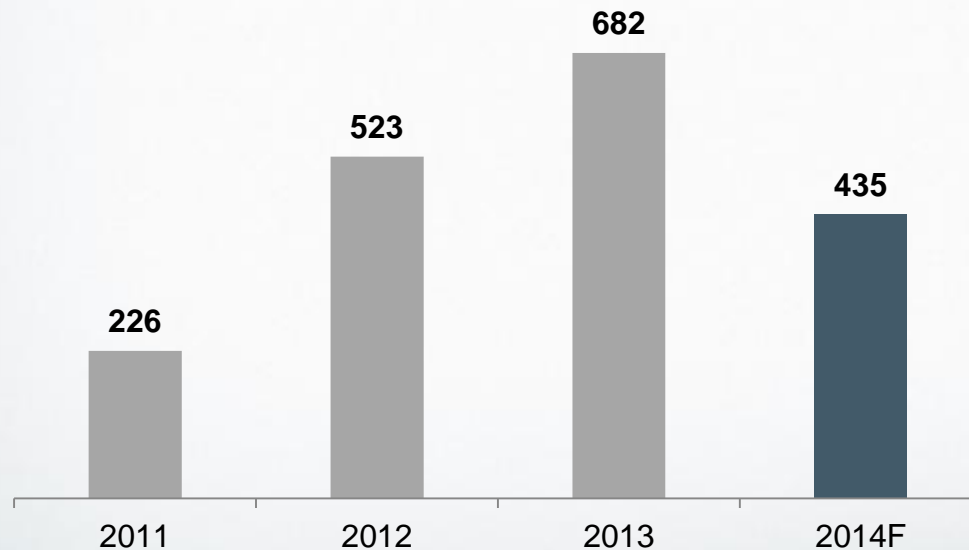
Debt Profile & Financial Ratios

Cash Position (TL mn)	31.12.2013	31.12.2012
Cash & Cash Equivalents	238	302
Total Financial Debt	2,291	1,260
Net financial debt	(2,053)	(958)
Financial Ratios	31.12.2013	31.12.2012
Current ratio	1.02	1.49
Liquidity ratio	0.71	0.97
Net Financial Debt / Tangible Net Worth	1.13	0.55
Current Assets / Total Assets	0.41	0.52
Current Liabilities / Total Liabilities	0.64	0.62
Total Liabilities / Total Liabilities and Equity	0.63	0.57
Return on Equity	28.7%	34.3%
Margins	31.12.2013	31.12.2012
Gross Margin	9.9%	11.1%
EBITDA Margin	7.5%	7.9%
Operating Margin	5.9%	6.5%
Net Income Margin	5.6%	7.0%

CAPEX (US\$ million)

Total capital expenditures include:

1. New projects – tangible fixed asset procurement
2. Intangible fixed asset procurement
3. Maintenance/modernization/renovation
4. FX gain/(loss)



2014 Guidance

Turkish Industry Volume	633K
Retail Sales Volume	83K
Exports	195K
Wholesale Volume	275K
Production Volume	237K
Capex (fixed assets)	US\$ 340mn

Guidance last updated in February 2014. According to the Capital Markets Board, companies are allowed to provide guidance 4 times a year. Our next update will be in 2Q14.

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Disclaimer: This presentation contains forward-looking statements that reflect the Company management's current views with respect to certain future events. Although it is believed that the expectations reflected in these statements are reasonable, they may be affected by a variety of variables and changes in underlying assumptions that could cause actual results to differ materially.

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