

## **Ford Otomotiv Sanayi A.Ş.**

**CONVENIENCE TRANSLATION INTO ENGLISH OF FINANCIAL  
STATEMENTS AT 30 SEPTEMBER 2012**

(Convenience translation of financial statements originally issued in Turkish)

**Ford Otomotiv Sanayi A.Ş.**

**Balance sheet as of September 30, 2012**

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

	(Unaudited) 30 September 2012	(Audited) 31 December 2011
<b>Assets</b>		
<b>Current assets</b>	<b>2,517,774,377</b>	<b>3,089,000,716</b>
Cash and cash equivalents	402,208,472	808,849,078
Trade receivables		
- Due from related parties	605,025,287	877,374,203
- Other trade receivables	460,762,855	521,587,032
Other receivables	4,700,973	4,346,575
Inventories	912,581,489	724,972,219
Other current assets	132,495,301	151,871,609
<b>Non-current assets</b>	<b>1,903,798,865</b>	<b>1,332,458,953</b>
Trade receivables	657,778	474,645
Financial assets	5,652,087	3,458,740
Property, plant and equipment	1,540,522,347	1,108,089,000
Intangible assets	21,646,246	28,777,170
Deferred tax asset	60,176,518	-
Other non-current assets	275,143,889	191,659,398
<b>Total assets</b>	<b>4,421,573,242</b>	<b>4,421,459,669</b>

The financial statements were approved for issue by the Board of Directors on 2 November 2012 and signed on behalf of the Board of Directors by Oğuz Toprakoğlu, Assistant General Manager – Chief Financial Officer ("CFO") and Devrim Kılıçoğlu, Accounting and Finance Director.

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**Ford Otomotiv Sanayi A.Ş.**

**Balance sheet as of September 30, 2012**

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

	(Unaudited) 30 September 2012	(Audited) 31 December 2011
<b>Liabilities</b>		
<b>Current liabilities</b>	<b>1,590,047,874</b>	<b>1,730,705,260</b>
Financial liabilities	333,344,303	226,836,996
Trade payables		
- Due to related parties	285,333,134	340,785,262
- Other trade payables	616,792,604	900,664,471
Other payables		
- Due to related parties	8,487,022	16,468,196
- Other payables	294,756,804	150,137,511
Current income tax payable	5,867,924	56,963,729
Provisions	45,466,083	38,849,095
<b>Non-current liabilities</b>	<b>807,517,019</b>	<b>792,535,926</b>
Financial liabilities	701,529,146	650,052,940
Provision for employee benefits	64,544,006	55,081,174
Deferred tax liabilities	-	40,304,565
Provisions for liabilities	39,628,819	46,672,397
Derivative financial instruments	1,815,048	424,850
<b>Equity</b>	<b>2,024,008,349</b>	<b>1,898,218,483</b>
<b>Equity attributable to the equity holders of the Company</b>	<b>2,024,008,349</b>	<b>1,898,218,483</b>
Share capital	350,910,000	350,910,000
Adjustment to share capital	27,920,283	27,920,283
Share premium	8,252	8,252
Value increase funds	4,418,771	2,335,091
Net loss on cash flow hedge	(1,307,804)	(345,806)
Restricted reserves	424,300,969	390,964,519
Retained earnings	742,179,694	464,337,418
Net income for the period	475,578,184	662,088,726
<b>Total equity and liabilities</b>	<b>4,421,573,242</b>	<b>4,421,459,669</b>

(Convenience translation of financial statements originally issued in Turkish)

Ford Otomotiv Sanayi A.Ş.

Statement of income

for the period ended September 30, 2012

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

	(Unaudited) 1 January 2012 - 30 September 2012	(Unaudited) 1 July 2012 - 30 September 2012	(Unaudited) 1 January 2011 - 30 September 2011	(Unaudited) 1 July 2011 - 30 September 2011
<b>Continuing operations</b>				
Net sales	6,948,443,905	1,983,293,324	7,375,108,252	2,380,051,676
Cost of sales	(6,170,171,715)	(1,750,627,391)	(6,443,946,043)	(2,071,429,911)
<b>Gross profit</b>	<b>778,272,190</b>	<b>232,665,933</b>	<b>931,162,209</b>	<b>308,621,765</b>
Selling, marketing and distribution expenses	(168,398,151)	(56,291,312)	(186,535,232)	(62,966,075)
General administrative expenses	(108,943,559)	(36,475,580)	(82,044,133)	(32,449,030)
Research and development expenses	(76,745,654)	(27,296,369)	(85,906,114)	(27,978,384)
Other operating income	31,849,156	9,586,058	28,605,060	6,576,712
Other operating expenses	(2,460,180)	(1,444,051)	(45,710,986)	(777,389)
<b>Operating profit</b>	<b>453,573,802</b>	<b>120,744,679</b>	<b>559,570,804</b>	<b>191,027,599</b>
Financial income	210,598,487	70,708,999	257,468,219	109,286,489
Financial expenses	(211,678,831)	(72,140,690)	(199,903,300)	(88,280,253)
<b>Income before tax from continuing operations</b>	<b>452,493,458</b>	<b>119,312,988</b>	<b>617,135,723</b>	<b>212,033,835</b>
<b>Tax income/(expense) from continuing operations</b>	<b>23,084,726</b>	<b>25,109,961</b>	<b>(110,861,682)</b>	<b>(37,347,297)</b>
- Taxes on income	(77,265,524)	(17,680,424)	(153,075,963)	(37,195,480)
- Deferred tax income	100,350,250	42,790,385	42,214,281	(151,817)
<b>Net income for the period</b>	<b>475,578,184</b>	<b>144,422,949</b>	<b>506,274,041</b>	<b>174,686,538</b>
<b>Earnings per share with a nominal value of Kr 1</b>	<b>1.36</b>	<b>0.41</b>	<b>1.44</b>	<b>0.50</b>

(Convenience translation of financial statements originally issued in Turkish)

Ford Otomotiv Sanayi A.Ş.  
Statement of comprehensive income  
for the period ended September 30, 2012  
(Amounts expressed in Turkish Lira ("TL") unless otherwise indicated.)

	(Unaudited) 1 January 2012 - 30 September 2012	(Unaudited) 1 July 2012 - 30 September 2012	(Unaudited) 1 January 2011 - 30 September 2011	(Unaudited) 1 July 2011 - 30 September 2011
<b>Net income for the period</b>	<b>475,578,184</b>	<b>144,422,949</b>	506,274,041	174,686,538
<b>Other comprehensive income/(expense)</b>				
Change in revaluation funds of financial assets, net of deferred tax	<b>2,083,680</b>	<b>1,362,407</b>	1,963,468	(293,852)
Accumulated (loss) from cash flow hedge, net of deferred tax	<b>(961,998)</b>	<b>(350,470)</b>	-	-
<b>Total comprehensive income</b>	<b>476,699,866</b>	<b>145,434,886</b>	508,237,509	174,392,686

(Convenience translation of financial statements originally issued in Turkish)

**Ford Otomotiv Sanayi A.Ş.**  
**Statement of changes in equity**  
**for the period ended September 30, 2012**  
(Amounts expressed in Turkish Lira ("TL") unless otherwise indicated.)

	Share capital	Adjustments to share capital	Share premium	Value increase funds	Net loss on cash flow hedge	Restricted reserves	Retained earnings	Net income	Total equity
Balance at 1 January 2011	350,910,000	27,920,283	8,252	1,907,669	-	340,819,480	528,870,084	504,608,263	1,755,044,031
Transfers	-	-	-	-	-	28,423,710	476,184,553	(504,608,263)	-
Dividends paid	-	-	-	-	-	-	(301,782,600)	-	(301,782,600)
Total comprehensive income	-	-	-	1,963,468	-	-	-	506,274,041	508,237,509
Balance at 30 September 2011	350,910,000	27,920,283	8,252	3,871,137	-	369,243,190	703,272,037	506,274,041	1,961,498,940
<b>Balance at 1 January 2012</b>	<b>350,910,000</b>	<b>27,920,283</b>	<b>8,252</b>	<b>2,335,091</b>	<b>(345,806)</b>	<b>390,964,519</b>	<b>464,337,418</b>	<b>662,088,726</b>	<b>1,898,218,483</b>
Transfers	-	-	-	-	-	33,336,450	628,752,276	(662,088,726)	-
Dividends paid	-	-	-	-	-	-	(350,910,000)	-	(350,910,000)
Total comprehensive income (net of deferred tax)	-	-	-	2,083,680	(961,998)	-	-	475,578,184	476,699,866
<b>Balance at 30 September 2012</b>	<b>350,910,000</b>	<b>27,920,283</b>	<b>8,252</b>	<b>4,418,771</b>	<b>(1,307,804)</b>	<b>424,300,969</b>	<b>742,179,694</b>	<b>475,578,184</b>	<b>2,024,008,349</b>

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**Ford Otomotiv Sanayi A.Ş.**

**Statement of cash flow**

**for the period ended September 30, 2012**

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

	(Unaudited) 30 September 2012	(Unaudited) 30 September 2011
<b>Cash flows from operating activities:</b>		
<b>Net income for the period</b>	<b>475,578,184</b>	<b>506,274,041</b>
<b>Adjustments to reconcile net income to net cash provided by operating activities:</b>		
Depreciation	92,144,377	93,187,956
Amortization	15,603,842	15,571,841
Provision for employee benefits	14,294,091	13,349,557
Warranty expense provision	49,442,703	64,732,397
Tax (income)/expense	(23,084,726)	110,861,682
Interest income	(20,675,405)	(40,048,361)
Interest expense	5,840,840	14,532,758
Foreign exchange (income)/loss incurred from borrowings	(33,587,978)	123,675,563
Provision expenses/(income)	17,618,654	(11,279,702)
Gain on sale of fixed asset	(1,482,098)	(591,786)
Dividend income	(281,198)	(87,874)
Unrealized amount of derivatives	187,700	-
<b>Net operating profit before changes in operating assets and liabilities</b>	<b>591,598,986</b>	<b>890,178,072</b>
Decrease in accounts receivable	333,173,093	37,620,471
(Increase) in inventories	(188,794,888)	(339,317,016)
Decrease/(increase) in other current assets	19,021,910	(66,286,218)
(Decrease)/increase in accounts payable	(339,323,995)	201,798,836
Increase in other current liabilities	127,363,224	149,024,796
Income tax paid	(120,145,552)	(139,097,772)
Warranty expenses paid	(49,869,293)	(43,122,307)
Employee benefits paid	(4,831,259)	(3,436,974)
<b>Net cash generated from operating activities</b>	<b>368,192,226</b>	<b>687,361,888</b>
<b>Cash flows used in investing activities:</b>		
Purchase of property, plant and equipment	(526,147,948)	(58,662,905)
Purchase of intangible assets	(8,472,918)	(30,542,990)
Proceeds from sale of property, plant and equipment	3,052,321	4,435,975
(Increase) in other non-current assets	(83,667,624)	(100,485,643)
Interest received	20,011,365	37,301,331
Dividends received	281,198	87,874
<b>Net cash used in investing activities</b>	<b>(594,943,606)</b>	<b>(147,866,358)</b>
<b>Cash flows from financing activities:</b>		
Interest paid	(16,241,858)	(6,445,515)
Dividends paid	(350,910,000)	(301,782,600)
Proceeds from borrowings	344,839,923	181,152,487
Payments of borrowings	(157,577,291)	(93,925,574)
<b>Net cash used in financing activities</b>	<b>(179,889,226)</b>	<b>(221,001,202)</b>
<b>Net (decrease)/increase in cash and cash equivalents</b>	<b>(406,640,606)</b>	<b>318,494,328</b>
<b>Beginning balance of cash and cash equivalents</b>	<b>808,849,078</b>	<b>520,944,034</b>
<b>End of the period balance of cash and cash equivalents</b>	<b>402,208,472</b>	<b>839,438,362</b>