# ULUSOY UN SANAYİ VE TİCARET A.Ş. AND ITS SUBSIDIARY

CONSOLIDATED FINANCIAL STATEMENTS OF INTERIM PERIOD BETWEEN 1 JANUARY 2016 AND 31 MARCH 2016

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CONSOLIDATED FINANCIAL POSITION STATEMENT DATED MARCH 31, 2016

(Unless stated otherwise, currency is Turkish Liras)

ASSETS	Footnote	31.03.2016	31.12.2015
	References		
Current Assets		425.154.006	430.476.542
Cash and cash equivalents	6	105.914.413	44.688.907
Financial Investments	7	287.767	290.931
Trade Receivables	10	198.587.411	202.008.828
Receivables from Finance Sector Activities	12	-	-
Other Receivables	11	3.050.967	3.700.674
Derivative Instruments	13	2.519.255	8.869.096
Inventories	14	44.751.549	140.128.664
Biological Assets	15	-	-
Prepaid Expenses	16	65.917.682	27.564.094
Assets Related to Current Period Tax	20	27.566	15.987
Other Current Assets	28	4.097.396	3.209.361
(Sub Total)		425.154.006	430.476.542
Fixed Assets Classified for Sales	35	-	-
Fixed Assets		75.985.245	72.630.710
Financial Investments	7	15.000	15.000
Trade Receivables	10	7.871.765	7.795.160
Receivables from Finance Sector Activities	12	-	-
Other Receivables	11	31.166	26.882
Derivative Instruments	13	-	-
Investments valued by equity method	18	4.273.725	4.167.980
Biological Assets	15	-	-
Investment Real Estates	19	7.134.142	7.094.142
Tangible Fixed Assets	21	48.534.157	46.144.226
Intangible Fixed Assets	22	482.003	503.319
- Goodwill	22	-	-
- Other Intangible Fixed Assets	22	482.003	503.319
Prepaid Expenses	16	4.134.297	4.418.420
Deferred Tax Asset	36	3.508.990	2.465.581
Other Fixed Assets	28	-	-
TOTAL ASSETS		501.139.251	503.107.252

The consolidated financial statements issued for the period between the dates of January 1 and March 31, 2016 are approved by virtue of the Board of Directors Resolution dated 09.05.2016 and the financial statements are undersigned by Eren Günhan Ulusoy, Kamil Adem, Salih Zeki Murzioğlu, Vedat Ceyhan and Kemal Kitapli on behalf of the Board of Directors.

Enclosed footnotes are supplementary to the consolidated financial statements.

CONSOLIDATED FINANCIAL POSITION STATEMENT DATED MARCH 31, 2016

(Unless stated otherwise, currency is Turkish Liras)

LIABILITIES	Footnote References	31.03.2016	31.12.2015
Short Term Liabilities		320.734.508	326.793.283
Short Term Borrowings	8	56.630.650	74.314.521
Short Term Amounts of Long Term Borrowings	8	11.799.306	13.318.859
Other Financial Liabilities	9	-	-
Trade Payables	10	235.358.239	233.915.632
Payables from Finance Sector Activities	12	-	-
Payables Classified as Employee Benefits	26	618.652	753.913
Other Payables	11	39.093	38.120
Derivative Instruments	13	7.000.228	-
Government Incentives and Subsidies	23	-	-
Deferred Incomes	16	6.515.679	3.960.839
Tax Liabilities on Period Profit	36	2.650.030	279.760
Short Term Provisions	24	13.311	39.231
- Short Term Provisions for Employee Benefits	26/24	13.311	-
- Other Short Term Provisions	24	=	39.231
Other Short Term Liabilities	28	109.320	172.408
(Subtotal)		320.734.508	326.793.283
Liabilities on Asset Groups classified for Sales	35	-	-
Long Term Liabilities	33	5.589.296	6.545.630
Long Term Borrowings	8	535.648	651.463
Other Financial Liabilities	9	-	-
Trade Payables	10	-	-
Payables from Finance Sector Activities	12	-	_
	11	-	_
Other Payables Derivative Instruments	13	-	-
	23	-	-
Government Incentives and Subsidies  Deferred Incomes	16	-	-
	24	789.223	719.701
Long Term Provisions	26/24	789.223	719.701
- Long Term Provisions for Employee Benefits	26/ 24	709.223	-
- Other Long Term Provisions	24	-	-
Payables for Current Period Tax	36	4.264.425	5.174.466
Deferred Tax Liability	28	-	5.174.400
Other Long Term Liabilities	28	174.815.447	169.768.339
Shareholders' equity	29		169.768.339
Equity holders of the parent		<b>174.815.447</b> 84.500.000	84.500.000
Paid-in capital		38.607.992	38.607.992
Premiums / Discounts related to shares		4.475.251	4.499.957
Other Accumulated, Comprehensive Incomes or		4.473.231	4.499.937
Expenses that cannot be reclassified as profit or loss		1 790 152	4 790 452
- Revaluation and Assessment Gains / Losses		4.780.452	4.780.452
- Actuarial Gains / Losses regarding Employee		(305.201)	(280.495)
Benefits Other Accumulated Communication Incomes on		-	-
Other Accumulated, Comprehensive Incomes or			
Expenses to be reclassified as profit or loss		-	-
- Hedging gains / (Losses) Other Reserves		-	-
		3.330.315	2.120.395
Reserves on Retained Earnings		38.830.075	31.736.786
Previous Year Profits / (Losses)		5.071.814	8.303.209
Net Period Profit / (Loss)		_	
Non-controlling interests		- E01 120 2E1	- E02 107 252
TOTAL LIABILITIES		501.139.251	503.107.252

CONSOLIDATED PROFIT OR LOSS STATEMENT ISSUED FOR THE INTERIM PERIOD BETWEEN THE DATES OF JANUARY 1, 2016 AND MARCH 31, 2016

(Unless stated otherwise, currency is Turkish Liras)

Revenues	(Unless stated otherwise, currency is	Footnote References	1 January-31 March 2016	Reclassified 1 January-31 March 2015*
Cost of Sales (-)   30   (229.383.144)   (172.605.083)	PROFIT OR LOSS ITEMS			
Gross Profit / (Loss) from   Social Commercial Activities   Cost of Finance Sector   Commercial Activities   Cost of Finance Sector   Cost of Finance Sector Activities   Co	Revenues	30	259.636.507	189.132.588
Gross   Profit   (Loss)   from Commercial Activities   Cost of Finance Sector Activities   Cost of F	Cost of Sales (-)	30	(229.383.144)	
Commercial Activities   Revenues   From Finance   Sector   Activities   Cost of Finance   Sector   Activities   Cost of Finance   Sector   Activities   Cost of Finance   Sector   Activities   Cost of Finance   Sector   Activities   Cost of Finance   Sector   Activities   Cost of Finance   Sector   Activities   Cost of Finance   Sector   Activities   Cost of Finance   Sector   Cost of Finance   Cost of F			30.253.363	16.527.505
Cost of Finance Sector Activities (-)				
Cost of Finance Sector Activities (-)   Cross Profit / (Loss) from Finance Sector Activities   Sector Ac			-	-
Gross Profit / (Loss) from Finance Sector Activities			-	-
Sector Activities			-	-
GROSS PROFIT / (LOSS)   30.253.363   16.527.505	` /			
General Administration Expenses (-)   31   (1.511.210)   (1.491.919)			30.253.363	16.527.505
Marketing Expenses (-)   31   (7.090.579)   (5.229.592)		31	(1.511.210)	(1.491.919)
Research and Development Expenses (- )   31   -     -			(7.090.579)	(5.229.592)
Other Real Operating Incomes   32   8.395.474   12.816.634		_		, ,
Other Real Operating Expenses (-)   32   (21.719.374)   (8.482.288)	)	31		
Other Real Operating Expenses (-)   32   (21.719.374)   (8.482.288)	Other Real Operating Incomes	32	8.395.474	12.816.634
REAL OPERATING PROFIT / (LOSS)   S.327.674   S.327.674   I4.140.340			(21.719.374)	(8.482.288)
CLOSS    Income from Investing Activities   32   260.940   7.030	1 0 1		8.327.674	14.140.340
Expenses from Investing Activities   32				
Expenses from Investing Activities   32   -	Income from Investing Activities	32	260.940	7.030
Profit   Loss Shares of Investments Valued by Equity Method   33   105.745   109.283			-	-
Valued by Equity Method   Section		22	105.745	109.283
DPERATING PROFIT / LOSS   BEFORE FINANCIAL EXPENSES	Valued by Equity Method	33		
Financial Incomes   34	OPERATING PROFIT / LOSS		8.694.359	14.256.653
Financial Expenses (-)   34   (18.759.134)   (38.283.914)     PRETAX PROFIT / (LOSS) FROM CONTINUING OPERATIONS   36   (794.490)   (2.463.085)     Period Tax Expense / Income from Continuing Operations   (2.741.764)   - (2.463.085)     Period Tax Expense / Income   (2.741.764)   - (2.463.085)     Period Tax Expense / Income   (2.741.764)   - (2.463.085)     PERIOD PROFIT / (LOSS) FROM CONTINUING OPERATIONS   (3.380.703)     Period Profit / (LOSS) FROM DISCONTINUING OPERATIONS   - (2.463.085)     Period Profit / (LOSS) From Discontinuing Operations After Tax   (3.380.703)     Period Profit / (LOSS)   (3.380.703)     Distribution of Period Profit / (Loss)   (3.380.703)     Distribution of Period Profit / (Loss)   (3.380.703)     Earnings per share   (3.380.703)     Earnings per share   (3.380.703)     Earnings per share   (3.380.703)     Earnings per share from continuing operations   (3.380.703)     Earnings per share from discontinuing operations   (3.380.703)     Diluted earnings per share   (3.380.703)		34	15.931.079	23.109.643
Description   Section		34	(18.759.134)	(38.283.914)
CONTINUING OPERATIONS  Tax Expense / Income from Continuing Operations  Period Tax Expense / Income	PRETAX PROFIT / (LOSS) FROM		5.866.304	(917.618)
Tax Expense / Income from Continuing Operations  Period Tax Expense / Income  Deferred Tax Expense / Income  1.947.274  (2.463.085)  PERIOD PROFIT / (LOSS) FROM CONTINUING OPERATIONS  PERIOD PROFIT / (LOSS) FROM DISCONTINUING OPERATIONS  Period Profit / (Loss) from Discontinuing Operations After Tax  PERIOD PROFIT / (LOSS)  Distribution of Period Profit / (Loss)  Non-controlling Interest  Equity holders of the parent  Earnings per share  Earnings per share from continuing operations  Earnings per share from discontinuing operations  Diluted earnings per share  Diluted earnings per share				
Continuing Operations  Period Tax Expense / Income  Deferred Tax Expense / Income  1.947.274  C.463.085)  PERIOD PROFIT / (LOSS) FROM CONTINUING OPERATIONS  PERIOD PROFIT / (LOSS) FROM DISCONTINUING OPERATIONS  Period Profit / (Loss) from Discontinuing Operations After Tax  PERIOD PROFIT / (LOSS)  Distribution of Period Profit / (Loss)  Non-controlling Interest  Equity holders of the parent  Earnings per share  Earnings per share from continuing operations  Earnings per share from discontinuing operations  Diluted earnings per share		26	(794.490)	(2.463.085)
Deferred Tax Expense / Income  PERIOD PROFIT / (LOSS) FROM CONTINUING OPERATIONS  PERIOD PROFIT / (LOSS) FROM DISCONTINUING OPERATIONS  Period Profit / (Loss) from Discontinuing Operations After Tax  PERIOD PROFIT / (LOSS)  Distribution of Period Profit / (Loss)  Non-controlling Interest  Equity holders of the parent  Earnings per share  Earnings per share from continuing operations  Earnings per share from discontinuing operations  Diluted earnings per share  Diluted earnings per share  - (2.463.085)  5.071.814  (3.380.703)  - (3.380.703)  - (3.380.703)  - (3.380.703)  - (3.380.703)	Continuing Operations	30		
PERIOD PROFIT / (LOSS) FROM CONTINUING OPERATIONS  PERIOD PROFIT / (LOSS) FROM DISCONTINUING OPERATIONS  Period Profit / (Loss) from Discontinuing Operations After Tax  PERIOD PROFIT / (LOSS)  Distribution of Period Profit / (Loss)  Non-controlling Interest  Equity holders of the parent  Earnings per share  Earnings per share from continuing operations  Earnings per share from discontinuing operations  Diluted earnings per share  - (3.380.703)  5.071.814  (3.380.703)  - (3.380.703)  - (3.380.703)  - (3.380.703)  - (3.380.703)  - (3.380.703)	Period Tax Expense / Income			-
CONTINUING OPERATIONS  PERIOD PROFIT / (LOSS) FROM DISCONTINUING OPERATIONS  Period Profit / (Loss) from Discontinuing Operations After Tax  PERIOD PROFIT / (LOSS)  Distribution of Period Profit / (Loss)  Non-controlling Interest  Equity holders of the parent  Equity holders of the parent  Earnings per share  Earnings per share from continuing operations  Earnings per share from discontinuing operations  Diluted earnings per share	Deferred Tax Expense / Income			
PERIOD PROFIT / (LOSS) FROM DISCONTINUING OPERATIONS  Period Profit / (Loss) from Discontinuing Operations After Tax  PERIOD PROFIT / (LOSS)  Distribution of Period Profit / (Loss)  Non-controlling Interest  Equity holders of the parent  Earnings per share  Earnings per share from continuing operations  Earnings per share from discontinuing operations  Diluted earnings per share	PERIOD PROFIT / (LOSS) FROM		5.071.814	(3.380.703)
Period Profit / (Loss) from Discontinuing Operations After Tax  PERIOD PROFIT / (LOSS)  Distribution of Period Profit / (Loss)  Non-controlling Interest  Equity holders of the parent  Earnings per share  Earnings per share from continuing operations  Earnings per share from discontinuing operations  Diluted earnings per share  Diluted earnings per share				
Period Profit / (Loss) from Discontinuing Operations After Tax  PERIOD PROFIT / (LOSS)  Distribution of Period Profit / (Loss)  Non-controlling Interest  Equity holders of the parent  Earnings per share  Earnings per share from continuing operations  Earnings per share from discontinuing operations  Diluted earnings per share			-	-
Discontinuing Operations After Tax  PERIOD PROFIT / (LOSS)  Distribution of Period Profit / (Loss)  Non-controlling Interest  Equity holders of the parent  Earnings per share  Earnings per share from continuing operations  Earnings per share from discontinuing operations  Diluted earnings per share    Comparison   C			-	-
PERIOD PROFIT / (LOSS)  Distribution of Period Profit / (Loss)  Non-controlling Interest  Equity holders of the parent  Earnings per share  Earnings per share from continuing operations  Earnings per share from discontinuing operations  Diluted earnings per share  5.071.814  (3.380.703)				
Non-controlling Interest  Equity holders of the parent  Earnings per share  Earnings per share from continuing operations  Earnings per share from discontinuing operations  Diluted earnings per share				
Equity holders of the parent 5.071.814 (3.380.703)  Earnings per share 37  Earnings per share from continuing operations	Distribution of Period Profit / (Loss)		5.071.814	(3.380.703)
Earnings per share  Earnings per share from continuing operations  Earnings per share from discontinuing operations  Diluted earnings per share  37				-
Earnings per share from continuing operations  Earnings per share from discontinuing operations  Diluted earnings per share  0,06	Equity holders of the parent		5.071.814	(3.380.703)
operations  Earnings per share from discontinuing operations  Diluted earnings per share		37		
Earnings per share from discontinuing operations			0,06	-
operations  Diluted earnings per share				
Diluted earnings per share			-	-
Diluted comings non shore fuer-				
	Diluted earnings per share from		-	-
continuing operations				
Diluted earnings per share from -			-	-
discontinuing operations  See footnote 2.				

See footnote 2.

Enclosed footnotes are supplementary to the consolidated financial statements.

CONSOLIDATED OTHER COMPREHENSIVE INCOME STATEMENT ISSUED FOR PERIOD BETWEEN THE DATES OF JANUARY 1, 2016 AND MARCH 31, 2016

(Unless stated otherwise, currency is Turkish Liras)

	Footnote References	1 January- 31 March 2016	1 January- 31 March 2015
OTHER COMPREHENSIVE INCOME			
Items not to be reclassified on profit or loss	29	(24.706)	(185.912)
Revaluation increases / decreases of tangible fixed assets		-	-
Revaluation increases / decreases of intangible fixed assets		-	-
Reassessment gains / losses of defined benefit plans		(30.882)	(232.389)
Shares of Investments valued by equity method but not classified under profit / loss of other comprehensive incomes		-	-
Other Comprehensive Income Items not reclassified as other profit or loss		-	-
Tax of other comprehensive income not reclassified as profit or loss		6.176	46.477
Period Tax (Expense)/Income		-	-
Deferred Tax (Expense) / Income		6.176	46.477
Items to be reclassified as profit or		-	_
Foreign Currency conversion adjustments		-	-
Revaluation and / or Reclassification Gains / Losses of Available for sale Financial Assets		-	-
Gains / Loss of Cash Flow Hedging		-	-
Gains / Losses of Investment Hedging related to the Foreign Business		-	-
Shares of investments valued by equity method and classified under profit / loss of other comprehensive incomes		-	-
Other Comprehensive Income Items to be Reclassified as other profit or loss		-	-
Tax Incomes / Expenses of Other Comprehensive Income to be reclassified on profit or loss		-	-
Period Tax (Expense) / Income		-	-
Deferred Tax (Expense) / Income		-	-
OTHER COMPREHENSIVE INCOME		(24.706)	(185.912)
TOTAL COMPREHENSIVE INCOME		5.047.108	(3.566.615)
Distribution of Total Comprehensive Income		-	-
Non-controlling Interest		-	-
Equity holders of the parent		5.047.108	(3.566.615)

CONSOLIDATED STATEMENT OF CHANGES IN EQUITY ISSUED FOR INTERIM PERIOD BETWEEN THE DATES OF JANUARY 1, 2016 AND MARCH 31, 2016

(Unless stated otherwise, currency is Turkish Liras)

			Comprehensiv Expenses not	ated Other ve Incomes and Reclassified in or Loss			Accumulated Other Comprehensiv e Incomes and Expenses Reclassified in Profit or Loss	Accumul	lated Profits / (	Losses)	
	Footnote	Paid-in Capital	Tangible Fixed Assets Revaluation Fund	Actuarial Gains from Employee Benefits	Premiums / Discounts related to Shares	Limited Reserves on Retained Earnings	Hedging Gains / (Losses)	Special Funds	Previous Years Profits / (Losses)	Net Period Profit / (Loss)	Total
Balance on December 31, 2014 (Nonconsolidated)		84.500.000	21.763.600	(47.399)	38.607.992	1.400.369	-	-	2.474.682	14.189.389	162.888.633
Transfer to Previous Years Profits		-	-	-	-	720.026	-	-	13.469.363	(14.189.389)	-
Capital Increase	29	-	-	-	-	-	-	-	-	-	_
Total comprehensive income	29	-	-	(185.912)	-	-	-	-	-	(3.380.703)	(3.566.615)
Balance on March 31, 2015 (Consolidated)		84.500.000	21.763.600	(233.311)	38.607.992	2.120.395	-	-	15.944.045	(3.380.703)	159.322.018
Balance on December 31, 2015 (Consolidated)		84.500.000	4.780.452	(280.495)	38.607.992	2.120.395	-	-	31.736.786	8.303.209	169.768.339
Transfer to Previous Year Profits	29	-	-	-	-	1.209.920	-	-	7.093.289	(8.303.209)	-
Dividend Distribution		-	-	-	-	-	-	-	-	-	-
Tangible Fixed Assets Revaluation Fund Transfer		-	-	-	-	-	-	-	-	-	-
Total Comprehensive Income	29	-	-	(24.706)	-	-	-	-	-	5.071.814	5.047.108
Balance on March 31, 2016 (Consolidated)		84.500.000	4.780.452	(305.201)	38.607.992	3.330.315	-	-	38.830.075	5.071.814	174.815.447

Enclosed footnotes are supplementary to the consolidated financial statements.

CONSOLIDATED CASH FLOW STATEMENT ISSUED FOR INTERIM PERIOD BETWEEN THE DATES OF JANUARY 1, 2016 AND MARCH 31, 2016

(Unless stated otherwise, currency is Turkish Liras)

A. Cash Flows from Operational Activities		Footnote Reference s	01.01.2016 31.03.2016	01.01.2015 31.03.2015
Period Profit / Loss   Cash Inflows from Buying Tangible and Intangible Fixed Assets   Cash Inflows from Buying Tangible and Intangible Fixed Assets   Cash Inflows from Buying Other Business or Fund Shares or Debt Instruments   Cash Inflows from Derivative Instruments   Cash Inflows from Derivative Instruments   Cash Inflows from Derivative Instruments   Cash Inflows from Derivative Instruments   Cash Inflows from Derivative Instruments   Cash Inflows from Derivative Instruments   Cash Inflows from Derivative Instruments   Cash Inflows from Derivative Instruments   Cash Inflows from Derivative Instruments   Cash Inflows from Derivative Instruments   Cash Outflows from Derivative Instruments   Cash Inflows from Derivative Instruments   Cash Outflows from Derivative Instruments   Cash Inflows from Derivative Instruments   Cash Outflows from Derivative Instruments   Cash Outflows from Derivative Instruments   Cash Outflows from Derivative Instruments   Cash Inflows from Derivative Instruments   Cash Inflows from Derivative Instruments   Cash Outflows from Derivative Instruments   Cash Inflows from Derivative Instruments   Cash Outflows from Derivative	A. Cash Flows from Operational Activities	, ,	70.053.250	48.410.103
Adjustments related to Period Net Profit / (Loss) settlement   Adjustments related to amortization and redemption expenses   31   659.971   534.916   34.9		29	5.071.814	(3.380.703)
Adjustments related to increase income / expense   12.720   1.800			(1.587.176)	4.693.201
Adjustments related to interest income / expense				
Adjustments related to provisions	Adjustments related to amortization and redemption expenses	31		
Adjustments related to tax income / expense   (1.947.274)   (2.463.085	Adjustments related to interest income / expense		` /	
Changes in working capital   47.097.605	Adjustments related to provisions			
Adjustments related to Increases (Decreases)  Adjustments related to Trade Receivables Increases (Decreases)  Adjustments related to Increases (Decreases) in Other Operational Receivables  Adjustments related to Increases (Decreases) in Other Operational Receivables  Adjustments related to increases (decreases) in Trade Payables  Adjustments related to the increases (decreases) in Other Operational Payables  Adjustments related to other increases (decreases) in Other Operational Payables  Adjustments related to other increases (decreases) in Other Operational Payables  Adjustments related to other increases (decreases) in Other Operational Payables  Adjustments related to other increases (decreases) in Other Operational Payables  Adjustments related to other increases (decreases) in Other Operational Payables  Adjustments related to other increases (decreases) in Other Operational Payables  Adjustments related to other increases (decreases) in Other Operational Payables  Adjustments related to other increases (decreases) in Other Operational Payables  Adjustments related to the increases (decreases) in Other Operational Payables  Adjustments related to the increases (decreases) in Other Operational Payables  Adjustments related to the increases (decreases) in Other Operational Payables  Adjustments related to other increases (decreases) in Other Operational Payables  Adjustments related to the increases (decreases) in Other Operational Payables  Adjustments related to the increases (decreases) in Other Operational Payables  Adjustments related to the increases (decreases) in Other Operational Payables  Adjustments related to Operational Payables  Adjustments related to the increase (decreases) in Other Operational Payables  Adjustments related to the increase (decreases) in Other Operational Payables  Adjustments related to the increase (decreases) in Other Operational Payables  Adjustments related to the increase (decreases) in Other Operational Payables  Adjustments related to the increase (decreases) in Othe	Adjustments related to tax income / expense		` ,	
Adjustments related to Trade   Receivables   Increases   10	Changes in working capital			
Adjustments related to Trade Receivables Increases (Decreases)   10   3.344.812   4.905.267	Adjustments related to Inventory Increases (Decreases)	14		
Adjustments related to Increases (Decreases) in Other Operational Receivables	Adjustments related to Trade Receivables Increases	10	3.344.812	4.905.267
Adjustments related to increases (decreases) in Trade Payables   10	Adjustments related to Increases (Decreases) in Other	11	645.423	(67.384)
Adjustments related to the increases (decreases) in Other Operational Payables   11	Adjustments related to increases (decreases) in Trade	10	1.442.607	39.782.642
Adjustments related to other increases / (decreases) in Working Capital   (143.221)	Adjustments related to the increases (decreases) in Other	11	973	(1.400)
Description   Cash Flows from Investing Activities   10.178.902   (15.933.219)	Adjustments related to other increases / (decreases) in		(34.242.318)	(143.221)
Cash Outflows from Buying Tangible and Intangible Fixed Assets       19/21/22       (3.095.580)       (2.276.311)         Cash Inflows from Selling Tangible and Intangible Fixed Assets       21/22       26.994       -         Cash Outflows from Buying Other Business or Fund Shares or Debt Instruments       7/18       (102.581)       (167.651)         Cash Inflows from Selling Other Business or Fund Shares or Debt Instruments       7/18       -       -         Cash Inflows from Derivative Instruments       13       13.350.069       -         Cash Outflows from Derivative Instruments       13       -       (13.489.257)         Cash Outflows from Financing Activities       (19.006.646)       (4.911.940)         Capital increase       29       -       -         Cash inflows from borrowings       47.720.781       131.011.734         Cash outflows for debt payments       (65.601.135)       (132.601.644)         Interest Earned       34       1.059.673       3.891.596         Interest Paid       34       (2.185.965)       (7.213.626)         Dividend Distribution       29       -       -         Net Increase (Decrease) in Cash and Cash Equivalents       61.225.506       27.564.944         before Foreign Currency Conversion Adjustments on Cash and Cash Equivalents       61.225.506			10.178.902	(15.933.219)
Cash Inflows from Selling Tangible and Intangible Fixed Assets	Cash Outflows from Buying Tangible and Intangible Fixed	19/21/22	(3.095.580)	(2.276.311)
Cash Outflows from Buying Other Business or Fund Shares or Debt Instruments       7/18       (102.581)       (167.651)         Cash Inflows from Selling Other Business or Fund Shares or Debt Instruments       7/18       -       -         Cash Inflows from Derivative Instruments       13       13.350.069       -         Cash Outflows from Derivative Instruments       13       -       (13.489.257)         C. Cash Flows from Einancing Activities       (19.006.646)       (4.911.940)         Capital increase       29       -       -         Cash inflows from borrowings       47.720.781       131.011.734         Cash outflows for debt payments       (65.601.135)       (132.601.644)         Interest Earned       34       1.059.673       3.891.596         Interest Paid       34       (2.185.965)       (7.213.626)         Dividend Distribution       29       -       -         Net Increase (Decrease) in Cash and Cash Equivalents before Foreign Currency Conversion Adjustments Impact (A+B+C)       61.225.506       27.564.944         D. Impact of Foreign Currency Conversion Adjustments on Cash and Cash Equivalents       61.225.506       27.564.944         Net Increase (Decrease) in Cash and Cash Equivalents       61.225.506       27.564.944         Ket Increase (Decrease) in Cash and Cash Equivalents       66.	Cash Inflows from Selling Tangible and Intangible Fixed	21/22	26.994	-
Cash Inflows from Selling Other Business or Fund Shares or Debt Instruments         7/18         -	Cash Outflows from Buying Other Business or Fund Shares	7/18	(102.581)	(167.651)
Cash Inflows from Derivative Instruments       13       13.350.069       -         Cash Outflows from Derivative Instruments       13       -       (13.489.257)         C. Cash Flows from Financing Activities       (19.006.646)       (4.911.940)         Capital increase       29       -       -         Cash inflows from borrowings       47.720.781       131.011.734         Cash outflows for debt payments       (65.601.135)       (132.601.644)         Interest Earned       34       1.059.673       3.891.596         Interest Paid       34       (2.185.965)       (7.213.626)         Dividend Distribution       29       -       -         Net Increase (Decrease) in Cash and Cash Equivalents before Foreign Currency Conversion Adjustments Impact (A+B+C)       61.225.506       27.564.944         D. Impact of Foreign Currency Conversion Adjustments on Cash and Cash Equivalents       -       -       -         Net Increase (Decrease) in Cash and Cash Equivalents (A+B+C+D)       61.225.506       27.564.944         E. Cash and Cash Equivalents at the beginning of period       6       44.688.907       66.466.944	Cash Inflows from Selling Other Business or Fund Shares or	7/18	-	-
Cash Outflows from Derivative Instruments         13         -         (13.489.257)           C. Cash Flows from Financing Activities         (19.006.646)         (4.911.940)           Capital increase         29         -         -           Cash inflows from borrowings         47.720.781         131.011.734           Cash outflows for debt payments         (65.601.135)         (132.601.644)           Interest Earned         34         1.059.673         3.891.596           Interest Paid         34         (2.185.965)         (7.213.626)           Dividend Distribution         29         -         -           Net Increase (Decrease) in Cash and Cash Equivalents before Foreign Currency Conversion Adjustments Impact (A+B+C)         61.225.506         27.564.944           D. Impact of Foreign Currency Conversion Adjustments on Cash and Cash Equivalents         -         -           Net Increase (Decrease) in Cash and Cash Equivalents (A+B+C+D)         61.225.506         27.564.944           E. Cash and Cash Equivalents at the beginning of period         6         44.688.907         66.466.944		13	13.350.069	-
C. Cash Flows from Financing Activities  Capital increase  29  Cash inflows from borrowings  Cash outflows for debt payments  Interest Earned  Interest Paid  Dividend Distribution  Net Increase (Decrease) in Cash and Cash Equivalents before Foreign Currency Conversion Adjustments Impact (A+B+C)  D. Impact of Foreign Currency Conversion Adjustments on Cash and Cash Equivalents  Net Increase (Decrease) in Cash and Cash Equivalents  Net Increase (Decrease) in Cash and Cash Equivalents  On Cash and Cash Equivalents  Net Increase (Decrease) in Cash and Cash Equivalents  (A+B+C+D)  E. Cash and Cash Equivalents at the beginning of period  19.006.646)  49.911.940)  47.720.781  131.011.734  (65.601.135)  (122.601.644)  132.601.644)  132.601.644)  132.601.644)  132.601.644)  132.601.644)  132.601.644)  132.601.644)  132.601.644)  132.601.644)  132.601.644)  132.601.644)  132.601.644)  132.601.644)  132.601.644)  132.601.644)  142.685.965)  7.213.626)  27.564.944  163.685.907  163.686.944			-	(13.489.257)
Capital increase   29		10	(19.006.646)	,
Cash inflows from borrowings  Cash outflows for debt payments  (65.601.135)  Interest Earned  Interest Paid  Dividend Distribution  Net Increase (Decrease) in Cash and Cash Equivalents before Foreign Currency Conversion Adjustments Impact (A+B+C)  D. Impact of Foreign Currency Conversion Adjustments on Cash and Cash Equivalents  Net Increase (Decrease) in Cash and Cash Equivalents  On Cash and Cash Equivalents  Net Increase (Decrease) in Cash and Cash Equivalents  On Cash and Cash Equivalents  Net Increase (Decrease) in Cash and Cash Equivalents  On Cash and Cash Equivalents		29	-	
Cash outflows for debt payments  (65.601.135) (132.601.644)  Interest Earned 34 1.059.673 3.891.596  Interest Paid 34 (2.185.965) (7.213.626)  Dividend Distribution 29 - Net Increase (Decrease) in Cash and Cash Equivalents before Foreign Currency Conversion Adjustments Impact (A+B+C)  D. Impact of Foreign Currency Conversion Adjustments on Cash and Cash Equivalents Net Increase (Decrease) in Cash and Cash Equivalents (A+B+C+D)  E. Cash and Cash Equivalents at the beginning of period  65.601.135) (132.601.644)  2.7.213.626)  27.564.944  61.225.506 27.564.944  66.466.944	*		47.720.781	131.011.734
Interest Earned  Interest Paid  Original Distribution  Net Increase (Decrease) in Cash and Cash Equivalents before Foreign Currency Conversion Adjustments Impact (A+B+C)  D. Impact of Foreign Currency Conversion Adjustments on Cash and Cash Equivalents  Net Increase (Decrease) in Cash and Cash Equivalents  on Cash and Cash Equivalents  Net Increase (Decrease) in Cash and Cash Equivalents (A+B+C+D)  E. Cash and Cash Equivalents at the beginning of period  34  1.059.673  3.891.596  (7.213.626)  27.564.944  61.225.506  27.564.944  61.225.506  27.564.944  66.466.944			(65.601.135)	(132.601.644)
Interest Paid  Dividend Distribution  Net Increase (Decrease) in Cash and Cash Equivalents before Foreign Currency Conversion Adjustments Impact (A+B+C)  D. Impact of Foreign Currency Conversion Adjustments on Cash and Cash Equivalents  Net Increase (Decrease) in Cash and Cash Equivalents  Net Increase (Decrease) in Cash and Cash Equivalents  (A+B+C+D)  E. Cash and Cash Equivalents at the beginning of period  (7.213.626)  (7.213.626)	1 7	34		, ,
Dividend Distribution  29  Net Increase (Decrease) in Cash and Cash Equivalents before Foreign Currency Conversion Adjustments Impact (A+B+C)  D. Impact of Foreign Currency Conversion Adjustments on Cash and Cash Equivalents  Net Increase (Decrease) in Cash and Cash Equivalents (A+B+C+D)  E. Cash and Cash Equivalents at the beginning of period  61.225.506  27.564.944  61.225.506  27.564.944  66.466.944				
Net Increase (Decrease) in Cash and Cash Equivalents before Foreign Currency Conversion Adjustments Impact (A+B+C)  D. Impact of Foreign Currency Conversion Adjustments on Cash and Cash Equivalents  Net Increase (Decrease) in Cash and Cash Equivalents (A+B+C+D)  E. Cash and Cash Equivalents at the beginning of period 6  61.225.506  27.564.944  27.564.944  66.466.944			` ′	-
before Foreign Currency Conversion Adjustments Impact (A+B+C)  D. Impact of Foreign Currency Conversion Adjustments on Cash and Cash Equivalents  Net Increase (Decrease) in Cash and Cash Equivalents (A+B+C+D)  E. Cash and Cash Equivalents at the beginning of period 6  44.688.907  66.466.944			61.225.506	27.564.944
D. Impact of Foreign Currency Conversion Adjustments on Cash and Cash Equivalents  Net Increase (Decrease) in Cash and Cash Equivalents (A+B+C+D)  E. Cash and Cash Equivalents at the beginning of period 6	before Foreign Currency Conversion Adjustments Impact			
Net Increase (Decrease) in Cash and Cash Equivalents (A+B+C+D)  E. Cash and Cash Equivalents at the beginning of period 6  61.225.506  27.564.944  66.466.944	D. Impact of Foreign Currency Conversion Adjustments		-	-
E. Cash and Cash Equivalents at the beginning of period 6 44.688.907 66.466.944	Net Increase (Decrease) in Cash and Cash Equivalents		61.225.506	27.564.944
E. Cash and Cash Equivalents at the beginning of period 0		6	44.688.907	66.466.944
	Cash and Cash Equivalents on period end (A+B+C+D+E)	6	105.914.413	94.031.888

# ULUSOY UN SANAYÎ VE TÎCARET ANONÎM ŞÎRKETÎ AND ITS SUBSIDIARY FOOTNOTES OFCONSOLIDATED FINANCIAL STATEMENTS ISSUED FOR THE INTERIM PERIOD ENDED ON MARCH 31, 2016

(Unless stated otherwise, currency is Turkish Liras)

#### 1. COMPANY ORGANIZATION AND AREA OF ACTIVITY

Ulusoy Un Sanayi ve Ticaret Anonim Şirketi ("the Company") was established in 1989 for producing, trading, importing and exporting all kinds of food items made up of grains and legumes such as flour, farina, pasta and biscuits.

The company's head office is located at the address of Atatürk Bulvarı No: 272 Kutlukent / Samsun.

The company's upper limit of registered capital is TRY 150.000.000. The upper limit of registered capital permit granted by the Capital Market Board ("CMB") is valid for (5 years) between the years of 2013 and 2017.

The Capital Market Board's meeting dated November 7, 2014 and numbered 32/1095 allowed Ulusoy Un Sanayi ve Ticaret A.Ş. to go public by book-building on November 12, 13 and 14, 2014. Shares with total nominal value of TRY 23.500.000 were offered through capital increase and selling partnerships and all shares were sold. 27,81% of the shares of the company were traded at the İstanbul Stock Exchange as of November 20, 2014. The company's issued capital is equal to TRY 84.500.000 (eighty four million five hundred thousand Turkish Liras). This capital is divided into 9.750.000 Group A shares, 6.500.000 Group B shares and 68.250.000 Group C shares, in total 84.500.000 shares, each with a nominal value of TRY 1. Group A and B shares are registered shares, Group C shares that are traded at the İstanbul Stock Exchange are bearer shares and other Group C shares are registered shares. Group A shares have the privilege to select Board of Directors and Group A and B shares have privilege in voting at the General Meeting; excluding the independent members; if the Board of Directors is composed of five members, then minimum two members, if composed of six or seven members minimum three members, if composed of eight or nine members minimum four members, if composed of ten or eleven members, minimum five members should be elected among candidates to be nominated by majority of Group A shareholders. Group A shareholders or their proxies attending to the Ordinary and Extraordinary General Meetings shall have 15 (fifteen) voting rights per share; Group B shareholders or their proxies shall have 10 (ten) voting rights per share and Group C shareholders or proxies shall have 1 (one) voting right per share.

FOOTNOTES OF CONSOLIDATED FINANCIAL STATEMENTS ISSUED FOR THE INTERIM PERIOD ENDED ON MARCH 31, 2016

(Unless stated otherwise, currency is Turkish Liras)

Capital distribution of the Company is as follows:

Shareholders	Number of Shares	Group	Ratio (%)	Amount
Fahrettin Ulusoy	4.550.000	A	5.38	4.550.000
	1.950.000	В	2.31	1.950.000
	23.873.882	С	28.25	23.873.882
	30.373.882		35.94	30.373.882
Nevin Ulusoy	650.000	A	0.77	650.000
	1.300.000	В	1.54	1.300.000
	5.830.756	С	6.90	5.830.756
	7.780.756		9.21	7.780.756
Onur Erhan Ulusoy	650.000	A	0.77	650.000
	1.950.000	В	2.31	1.950.000
	7.423.684	С	8.78	7.423.684
	10.023.684		11.86	10.023.684
Eren Günhan Ulusoy	3.900.000	A	4.62	3.900.000
Elen Guillian Olusoy	1.300.000	B	1.54	1.300.000
		_		
	7.499.375	С	8.88	7.499.375
	12.699.375		15.04	12.699.375
Kamil Adem	26.941	С	0.03	26.941
	26.941		0.03	26.941
Mithat Denizcigil	95.362	C	0.11	95.362
	95.362		0.11	95.362
Public Shares	23.500.000	С	27.81	23.500.000
	84.500.000		100.00	84.500.000

As of March 31, 2016, the company has 232 employees (230 on December 31, 2015).

The company has one subsidiary as of the date of reporting. The share ratio in this subsidiary as are as follows:

Subsidiaries	31 March 2016 (Ratio)	31 December 2015 (Ratio)
Ulidaş Tarım Ürünleri Lisanslı Depoculuk A.Ş.	% 100	% 100

# <u>Ulidaş Tarım Ürünleri Lisanslı Depoculuk A.Ş. ("Ulidaş")</u>

Established on February 27, 2015, the company offers licensed warehousing activities for keeping agricultural products covered by its license under proper conditions and storing for commercial purposes.

FOOTNOTES OF CONSOLIDATED FINANCIAL STATEMENTS ISSUED FOR THE INTERIM PERIOD ENDED ON MARCH 31, 2016

(Unless stated otherwise, currency is Turkish Liras)

Ulidaş head quarter is located at the address of Atatürk Bulvarı No:272 Tekkeköy / Samsun. The company has one employee as of March 31, 2016. (31 December 2015: 1 person)

The company capital is equal to TRY 3.000.000 as of March 31, 2016 and the company does not have any outstanding capital.

The company and Ulidaş shall be jointly referred as the Group.

# 2. PRINCIPLES GOVERNING SUBMISSION OF FINANCIAL STATEMENTS

#### 2.1 Basic Principles regarding submission

#### 2.1.1 Compliance Statement

Legal records of the group are kept according to the Turkish Commercial Code and Turkish Tax Laws and thus the currency of legal financial statements is Turkish Lira ("TRY").

The enclosed consolidated financial statements are issued based on the Capital Market Board's "CMB" "Communiqué on Principles of Financial Reporting on Capital Market" ("Communiqué") Serial II and numbered 14.1 which was published on the Official Gazette dated June 13, 2013 and numbered 28676 and in accordance with the Turkish Accounting Standards ("TMS") / Turkish Financial Reporting Standards ("TFRS") that are published by the Public Oversight, Accounting and Auditing Standards Institute ("KGK") and entered into force.

The consolidated financial statements issued for the period between the dates of January 1 and March 31, 2016 are approved by virtue of the Board of Directors Resolution dated 9.05.2016 and the financial statements are undersigned by Eren Günhan Ulusoy, Kamil Adem, Salih Zeki Murzioğlu, Vedat Ceyhan and Kemal Kitaplı on behalf of the Board of Directors.

The Group's general assembly and / or legal authorities are entitled to amend the enclosed consolidated financial statements.

# 2.1.2 Principles of Preparing Financial Statements

The consolidated financial statements dated March 31, 2016 and their footnotes are issued based on CMB's "Communiqué on Principles of Financial Reporting on Capital Market" Serial II and numbered 14.1 published on the Official Gazette dated June 13, 2013 and numbered 28676.

Paid-in capital and limited reserves on retained earnings, which are items of shareholders equity, are shown based stated on the legal records.

The enclosed consolidated financial statements are prepared as a result of corrections and classifications made on the Group's legal records as per the communiqué published by CMB.

FOOTNOTES OF CONSOLIDATED FINANCIAL STATEMENTS ISSUED FOR THE INTERIM PERIOD ENDED ON MARCH 31, 2016

(Unless stated otherwise, currency is Turkish Liras)

The group has presented the consolidated financial statements and footnotes in the format that is required under the communiqué and decisions published by CMB.

Consolidated financial statements of the Group are prepared according to the principle of Group's continuity and under the assumption that Group shall obtain benefit from its assets and fulfil its obligations in the one year ahead and in the natural course of its activities.

#### 2.1.3. Currency

The enclosed consolidated financial statements are presented in Turkish Lira (TRY) and all financial data available is included by rounding up to the closest TRY amount.

### 2.1.4. Adjustment of Financial Statements on Periods of High Inflation

Turkish Accounting Standards 29 requires financial statements issued in currency of economies with hyperinflation to use the measurement unit valid on the date of reporting. The practice of adjusting financial statements according to inflation stopped on January 1, 2005 because the high inflation period ended and, also, majority of the indications related to dominance of high inflation period were relieved significantly according to the decision of CMB dated March 17,2005 and numbered 11/367.

#### 2.1.5. Principles of Consolidation

The financial statements dated March 31, 2016, March 31, 2015 and December 31, 2015 are presented in the form of **consolidated financial statements.** 

Details of the Group's subsidiaries are as follows as of March 31, 2016 and December 31, 2015:

Subsidiaries	31 March 2016 (Ratio)	31 December 2015 (Ratio)
Ulidas Tarım Ürünleri Lisanslı Depoculuk A.S.	% 100	% 100

The enclosed consolidated financial statements show the Company and subsidiary accounts as explained below on the "subsidiaries" article. Necessary adjustments and classifications are made while preparing financial statements of subsidiaries in order to assure compliance to legal records, reporting standards as well as accounting policies and presentation formats adopted by the Company.

FOOTNOTES OF CONSOLIDATED FINANCIAL STATEMENTS ISSUED FOR THE INTERIM PERIOD ENDED ON MARCH 31, 2016

(Unless stated otherwise, currency is Turkish Liras)

#### 2.1.5.1. Subsidiaries

The subsidiaries are companies directly or indirectly controlled by the Company. The Company receives shares from operations of the subsidiaries depending on its power of enforcing financial and operational policies adopted by the subsidiary companies. Existing and convertible voting rights are taken into consideration while determining the controlling power. Financial statements of the subsidiaries are included in the consolidated financial statements for the period between gaining and losing controlling power.

The company owns 100 % of Ulidaş as of March 31, 2016 and December 31, 2015. Since the Company has absolute controlling power over the operations of Ulidaş, the financial statements of Ulidaş are included in the enclosed consolidated financial statements by means of full consolidation.

#### 2.1.5.2. Elimination in Consolidation Process

Financial position statements and profit / loss statements of Ulidaş are consolidated by using full consolidation method and Ulidaş's recorded assets shown on the Company's books as subsidiaries and shareholders' equity shown on Ulidaş's books are mutually offset. Consolidated financial statements are free of all balances and transactions related to the operations between Ulidaş and the Company and of any unrealized incomes and expenses. If necessary, adjustments related to accounting policies are made on the financial statements of the subsidiaries in order to make sure that they comply with the accounting policies adopted by the Company. All in-group transactions, balances, incomes and expenses are eliminated on the consolidation process.

### 2.1.5.3. Non-controlling interests

Non-controlling interests in the net assets of consolidated subsidiaries are separately shown in the Group's shareholders equity. Non-controlling interests include amount of shares arising from initial company mergers and amount of non-controlling interests arising from shareholders equity changes starting from the date of merger.

# 2.1.6. Comparative Information and Adjustment of Financial Statements issued on the Previous Period

The information presented on the consolidated financial statements is information compared with the previous period. In order to assure compliance with the current period consolidated financial statements, comparative information is reclassified, if necessary.

# ULUSOY UN SANAYÎ VE TÎCARET ANONÎM ŞÎRKETÎ AND ITS SUBSIDIARY FOOTNOTES OF CONSOLIDATED FINANCIAL STATEMENTS ISSUED FOR THE INTERIM PERIOD ENDED ON MARCH 31, 2016

(Unless stated otherwise, currency is Turkish Liras)

Consolidated financial statements dated 31 March 2015 have been reclassified according to the provisions of the "Communique on Principles Related to Financial Reporting in Capital Market" ("Communique") Serial: II, No: 14.1 published in the Official Journal dated 13 June 2013 and no 28676. Amounts such as late interests of trade receivables, interest, etc. are included in the financial statements not as revenue provision but as interest income, exchange difference, etc. provision. These amounts are indicated in the trade receivables with related remarks made in the footnotes. If the said interest incomes, exchange differences, etc. are included in Profit or Loss and Other Comprehensive Income Statement, these are shown in the section of Other Real Operating Income.

The changes in the reclassified consolidated financial statements are as follows:

	Reclassified 1 January- 31 March 2015	1 January -31 March 2015	Change
CONTINUING OPERATIONS			
Revenue	189.132.588	189.132.588	
Cost of Sales (-)	(172.605.083)	(172. 605.083]	-
Gross profit/(loss) from business operations	16.527.505	16.527.505	-
Revenue from financial activities	-	-	-
Financial Activities Cost(-)	=	-	-
Gross profit/(loss) from Financial Activities	-	=	=
GROSS PROFIT/LOSS	16.527.505	16.527.505	-
General Administrative Expenses (-)	(1.491.919)	(1.491.919)	-
Marketing, Sales and Distribution Expenses (-)	(5.229.592)	(5.229.592)	-
Research and Development Expenses (-)	-	-	-
Other Real Operating Income	12.816.634	1.113.800	11.702.834
Other Real Operating Expenses (-)	(8.482.288)	(860.221)	(7.622.067)
REAL OPERATING PROFIT/LOSS	14.140.340	10.059.573	4.080.767
Income from Investing Activities	7.030	-	7.030
Expenses from Investing Activities	-	-	-
Profit / loss shares of investments valued by equity method	109.283	109.283	-
OPERATING PROFIT/LOSS BEFORE FINANCIAL EXPENSE	14.256.653	10.168.856	4.087.797
Financial Income	23.109.643	34.819.507	(11.709.864)
Financial Expense (-)	(38.283.914)	(45.905.981)	7.622.067
PRE-TAX PROFIT/LOSS FROM CONTINUING OPERATIONS	(917.618)	(917.618)	-
Tax Income/Expense from Continuing Operations	(2.463.085)	(2.463.085)	-
Period Tax Expense/ Income	-	-	
Deferred Tax Expense/ Income	(2.463.085)	(2.463.085)	-
PERIOD INCOME/LOSS FROM CONTINUING OPERATIONS	(3.380.703)	(3.380.703)	-
DISCONTINUED OPERATIONS	-	-	=
After-tax period income/loss of discontinued operations	-	-	-
PERIOD INCOME/LOSS	(3.380.703)	(3.380.703)	-

FOOTNOTES OF CONSOLIDATED FINANCIAL STATEMENTS ISSUED FOR THE INTERIM PERIOD ENDED ON MARCH 31, 2016

(Unless stated otherwise, currency is Turkish Liras)

# 2.1.7. Netting

Financial assets and liabilities are included on the consolidated financial position statement with net values provided that there is a legal right of netting, net payment is made or collection of payment is possible or if acquisition of an asset and performance of the liability can be performed simultaneously.

#### 2.1.8. Changes in Accounting Policies

Material changes made on the accounting policies are applied retrospectively and financial statements of the previous period are rearranged.

#### 2.1.9. Changes and Errors in Accounting Forecasts

If the changes in accounting forecasts relate only to one period, the change shall be applied to the current period of change; if the changes related to the future periods, the change is applied both to the current period of change and future periods prospectively. Material accounting errors determined are examined retrospectively and financial statements of previous periods are rearranged.

#### 2.1.10. Summary of Accounting Policies Applied

#### 2.1.10.1. Revenue

Revenue is the gross economic benefit obtained from the Group's activities in the period and resulted with equity increase, excluding the shareholders' contribution to the capital. Revenue includes only the gross benefit flows obtained and to be obtained on behalf of the Group. Revenue will be a subject to recognition when future economic benefits will be probably Group inputs and the benefits in question can be measured in a reliable manner; the fair value of the amount received or to be received shall be used for measurement. Net sales are calculated by deducting returns on sales and sales discounts from gross sales.

Revenue from selling goods is included in the consolidated financial statements when the following conditions are met:

- (a) The Group should transfer material risks related to ownership of goods and proceeds to the buyer;
- (b) The Group should not continue to have efficient control or management powers generally associated with ownership of the goods sold;
- (c) Reliable measurement of revenues;
- (d) Economic benefits associated with the transaction might be probably obtained by the Group;
- (e) Reliable measurement of costs associated or to be associated with the transaction.

The Group's revenues come from selling wheat, corn, flour, bran, razmol and glean.

FOOTNOTES OF CONSOLIDATED FINANCIAL STATEMENTS ISSUED FOR THE INTERIM

PERIOD ENDED ON MARCH 31, 2016

(Unless stated otherwise, currency is Turkish Liras)

#### 2.1.10.2. Tangible Fixed Assets

The Group's underground and aboveground installations, fixtures, facilities, machines, devices and such other tangible fixed assets, including expenses incurred for operationalizing the assets, are shown by deducting accumulated amortization and accumulated loss of value from costs. Vehicles are included in the consolidated financial statements according to revaluation model as of March 31, 2016 and December 31, 2015, the difference of value is reported amongst shareholders equity under tangible fixed asset revaluation fund and on the comprehensive income statement of the related period. Land in the value of TL 7.342.704 and buildings in the value of TL 16.657.296 are obtained by sale and lease back method as of March 31, 2016 and December 31, 2015. If tangible fixed assets are sold, cost and accumulated amortizations related to those assets are deducted from related accounts and then profit or loss calculated is transferred to the statement of profit and loss. Assets, excluding lands, are subject to amortization and assets are subjected to amortization by taking into consideration the ratios given in proportion to the useful life.

Underground and aboveground facilities **Buildings** 

Fixtures

Vehicles

Facilities, Machines and Devices

Useful Life 25-40-50 Years 25-50 Years

3-4-5-6-9-10-15-16-50 Years

2-4-5-10-15 Years 4-5-6-8-10-13-15-16 17-20-25-40-50 Years

#### 2.1.10.3. Intangible Fixed Assets

Intangible fixed assets are recorded based on cost of acquisition and subject to amortization by taking into consideration the ratios determined in proportion to the asset's useful life.

> Useful Life 3-4-5-10-15 Years

Rights

# 2.1.10.4. Impairment of Assets

Each asset, excluding financial assets, are evaluated to determine whether or not there are indications suggesting loss of value regarding any asset on each reporting date. All assets, excluding financial assets but including long term assets, will have loss of value provisions if the asset's recorded value is below the market value (the amount to be recovered).

#### 2.1.10.5. Borrowing costs:

All financing expenses are recorded on the statement of profit and loss in the period of accrual since there are no qualifying asset.

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#### 2.1.10.6. Inventories:

Inventories are evaluated based on either net realizable value or cost value, whichever is less. Inventory costs include all purchasing costs and other costs incurred for bringing the inventories to the current status and position. Net realizable value is the amount to be calculated by deducting total of estimated completion cost and estimated sales cost required for realizing the sales from estimated selling price associated with ordinary trading activity.

#### 2.1.10.7. Financial Assets:

#### 2.1.10.7.1. Cash and cash equivalents

Cash and cash equivalent items are cash, demand deposit, time deposit (deposit with maturity date less than 3 months) and other short term liabilities which have a maturity date of 3 months or less than 3 months starting from the date of purchasing and they should be cash equivalents which have high liquidity not subject to material risk of value change. The book values and fair values of these assets are not materially different.

#### 2.1.10.7.2. Trade and Other Receivables

Trade and other receivables are subject to recognition based on fair values on the first day of recording. They are given based on amortized value on the reporting periods following the date of recording by using efficient interest method. If there are indications that the amounts to be paid cannot be collected, then provisions shall be retained for estimated amount of trade receivables that cannot be collected and the provisions shall be included on profit / loss account. It is considered that the values of trade receivables and other receivables on the consolidated financial position statement are estimated fair values.

#### 2.1.10.7.3. Derivative Financial Instruments

Derivative financial instruments are retained for buying and selling the instruments or hedging. The Group holds all derivative financial instruments for buying and selling them. The difference between the cost of derivative financial instrument and fair value is associated with the profit / loss statement.

#### 2.1.10.7.4. Available for Sale Financial Assets

"Available for Sale Financial Assets" are financial assets excluding loans and receivables, assets to be retained until a maturity date and excluding financial assets where the fair value difference is included in the profit or loss statement. If the available for sale financial assets based on equity do not have any fair value registered to stock exchange or other methods used for calculating the fair value are not available and thus the fair value cannot be measured in a reliable manner; the registered value of financial assets is calculated by deducting provision for losses, if any, from cost of acquisition.

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#### 2.1.10.8. Financial Liabilities

#### 2.1.10.8.1. Financial Liabilities

Financial Liabilities at interest are recorded based on their fair value at the beginning and then appraised using effective rate of interest.

#### 2.1.10.8.2. Trade and Other Payables

Trade and other payables are recorded based on their fair value at the beginning and then appraised based on amortized value using effective rate of interest. It is assumed that there are no significant differences between book values and fair values of trade and other payables.

#### Credit Risk:

The group's credit risk might actually arise from trade receivables. Trade receivables are evaluated by the Group management based on past experiences and current economic status and it is written as a net amount on the financial position statement after retaining sufficient amount of provisions for doubtful receivables.

#### Market Risk:

The market risk is the change of interest rates, exchange rates or value of securities or other financial contracts that might have impact on the Group.

#### Liquidity Risk:

The group creates funds by converting short term financial instruments into cash. Amounts gained from these instruments are recorded using their fair values.

#### 2.1.10.9. Impacts of Exchange Rate Change

The transactions accounted on the group's legal records in foreign currency (currencies excluding TRY) are converted to Turkish Liras by using the exchange rates on the date of transaction. Foreign exchange based assets and debts included on the consolidated financial position statement are converted into Turkish Liras by using the exchange rates announced on the date of reporting. Foreign currency profits and losses resulting from this conversion and collection and settlement of the foreign exchange transactions are included on the profit and loss statement.

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# 2.1.10.10. Earnings per share:

According to Turkish Accounting Standards 33, earnings per share is calculated by dividing the period profit by the weighted average of number of ordinary shares in circulation.

# 2.1.10.11. Post reporting period incidents:

This means any incident that took place between the date of reporting and date of approval for publishing the consolidated financial status statement which might be in favor or against the Group. If there are new evidences proving the existence of mentioned incidents as of the reporting date or if the incidents occur after the reporting date, the Group should clarify the matter on the footnotes section.

If incidents that require adjustments occur after the date of reporting, then the Group readjusts the consolidated financial statement amounts based on the new course of events.

#### 2.1.10.12. Related parties:

The group shareholders, companies owned by them, their executives and other parties, institutions known to be related are defined as related parties on the enclosed consolidated financial statements. The related party expression used herein means direct or indirect control of a Group, having rights that will have material impact on the Group or the Group's subsidiaries, board of directors members and executives such as general manager.

### 2.1.10.13. Taxes calculated on the basis of the Company's Earnings:

Corporate tax rate in Turkey is 20 % for the fiscal year of 2016. This rate is applied to the tax base to be calculated by adding non-deductible expenses to the company's earnings and deducting exemptions allowed under the tax laws (such as affiliation privilege) and discounts (investment discounts, R&D etc.). No other tax shall be paid unless the profit is distributed.

The group calculates advance tax of 20 % over the quarterly financial profits and declares the amount until the 14<sup>th</sup> day of second month following that period and then pays until the end of office hours on 17<sup>th</sup> day. Advance tax paid in a year relates to that particular year and it is deducted from the corporate tax to be calculated on the corporate tax return to be submitted on the following year. According to the Turkish tax regulations, financial losses indicated on the tax return can be deducted from the company's earnings in a period provided that it does not exceed 5 years.

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# 2.1.10.14. Employee Benefits / Severance Pay Provisions and Pension Plans

According to the law in force, the Group is obliged to pay a certain lump sum amount to the personnel leaving the company because of retirement and personnel dismissed due to the reasons not included in the Labor Act. Severance Pay provision is included on the enclosed consolidated financial statements by estimating the today's value of total liability to be paid with the assumption that all employees entitled as of reporting date are dismissed and the calculation is based on Turkish Accounting Standard 19 "Employee Benefits."

#### 2.1.10.15. Government Incentives and Subsidies

All government incentives, including the non-monetary government incentives that are monitored based on fair value, are not included in the financial statements unless there is reasonable assurance that following conditions shall be met.

- a) Group complies with prerequisites of obtaining it and
- b) Group receives the incentive.

Accounting of incentive does not depend on the form of government incentive. Accordingly, government incentives are accounted in the same manner even if they are received in cash or as a relief of liability to the government.

Loan granted by the government at an interest rate lower than the market interest rate is considered as government incentive. This loan is accounted and measured according to "Turkish Accounting Standards 39 Financial Instruments: Accounting and Measurement". The benefit of lower interest rate is measured as the difference between the initial book value of the loan determined as per the Turkish Accounting Standard 39 and gains received. The benefit in question is accounted according to this Standard. Conditions and liabilities to be met are taken into consideration while determining the costs planned to be covered with loan benefit offered.

There are two general approaches regarding accounting of government incentives: (1) "Capital Approach" which accounts incentive not under profit or loss and (2) "Income Approach" which accounts incentive under profit or loss in one or several periods.

When we take into consideration that income tax and other taxes are forms of expenditure, government incentives which are part of financial policies can be associated with profit or loss.

# 2.1.10.16 Investment Properties

As an accounting policy, the group has adopted fair value method or cost method and has been applying said method to all investment properties.

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A company choosing cost method after the initial recognition procedure measures all of its investment properties using cost method within the scope of provisions in TMS (Turkish Accounting Standards) 16 for the said method.

Measuring its investment properties using the fair value method, the Group includes the revenue or loss derived from the changes in the fair value of the investment property into profit or loss in the corresponding period. Remarks about the investment properties of Group are listed in footnote 19.

#### 2.1.10.17 Sale and Lease Back Contract

The Group signed a Sale and Lease Back Contract with Deniz Finansal Kiralama A.Ş. on 31 March 2015. The Group considers this contract as part of TMS 17 Lease Procedures. The amount corresponding to the fair values of the lands and buildings included in the said contract and that was collected from the financial leasing company as part of the financial leasing contract has been recognised as "Short Term Borrowing" in the consolidated financial statements. The gain on sales of assets has been recognised as Deferred Income according to TMS 17 standard and transferred to statement of profit and loss for each period according to due date of leasing payables.

# 2.2. Material Accounting Assessments, Estimations and Assumptions

In order to assure that consolidated financial statements are prepared according to the Turkish Financial Reporting Standards, the Group management should make some estimations and assumptions that will have impact on assets and liabilities reported and on explanations regarding possible assets and liabilities to be realized as of reporting date. Actual results might be different from current estimations. These estimations and assumptions are regularly revised and related readjustments, if any, are reported on the consolidated profit or loss statement issued on the period of occurrence.

# 2.3. New and Revised Turkish Financial Reporting Standards

The group has complied with all standards issued by KGK as compulsory standards as of March 31, 2016 and all remarks of KGK.

Certain new standards, standard amendments and remarks are not used while preparing these consolidated financial statements because they were not in force on the accounting period ended on March 31, 2016.

As of March 31, 2016 there are new standards and updates for standards and interpretations that have not come into force yet and implemented in preparing the enclosed consolidated financial statements. It is not expected that these arrangements will have a material impact on the enclosed consolidated financial statements.

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# 3. MERGERS

None

# 4. SHARES IN OTHER COMPANIES

None

# 5. REPORTING BASED ON DEPARTMENTS

31 March 2016	Wheat and Flour Trade	Licensed Warehousing	Elimination	Total
Sales	259.637.143		(636)	259.636.507
Cost of sales	(229.385.164)	-	2.020	(229.383.144)
Gross real operating profit	30.251.979	-	1.384	30.253.363
General administration expenses (-)	(1.474.795)	(37.051)	636	(1.511.210)
Marketing, Sales and Distribution Expenses (-)	(7.090.579)	-		(7.090.579)
Other real operating income	8.393.447	4.047	(2.020)	8.395.474
Other real operating expenses (-)	(21.715.321)	(4.053)		(21.719.374)
Operating profit /(loss)	8.364.731	(37.057)		8.327.674
Income from Investing Activities	260.940	-		260.940
Expenses from Investing Activities	-	-	-	-
Profit / loss shares of investments valued by equity method	105.745	-	-	105.745
Operating Profit/Loss before Financial Expense	8.731.416	(37.057)	-	8.694.359
Financial income	15.881.420	53.329	(3.670)	15.931.079
Financial expenses (-)	(18.733.448)	(29.356)	3.670	(18.759.134)
Profit before tax	5.879.388	(13.084)		5.866.304
Tax expense	(794.810)	320	-	(794.490)
Net Period Profit/(Loss)	5.084.578	(12.764)	+	5.071.814

# ULUSOY UN SANAYİ VE TİCARET ANONİM ŞİRKETİ AND ITS SUBSIDIARY FOOTNOTES OF CONSOLIDATED FINANCIAL STATEMENTS ISSUED FOR THE INTERIM PERIOD ENDED ON MARCH 31, 2016

(Unless stated otherwise, currency is Turkish Liras)

31 March 2015	Wheat and Flour Trade	Licensed Warehousing	Total
Sales	189.132.588	- '	189.132.588
Cost of sales	(172.605.083)	-	(172.605.083)
Gross real operating profit	16.527.505	-	16.527.505
General administration expenses (-)	(1.491.919)	-	(1.491.919)
Marketing, Sales and Distribution Expenses (-)	(5.229.592)	-	(5.229.592)
Other real operating income	12.816.634	-	12.816.634
Other real operating expenses (-)	(8.478.677)	(3.611)	(8.482.288)
Operating profit /(loss)	14.143.951	(3.611)	14.140.340
Income from Investing Activities	7.030	-	7.030
Expenses from Investing Activities	-	-	-
Profit / loss shares of investments valued by equity method	109.283	-	109.283
Operating Profit/Loss before Financial Expense	14.260.264	(3.611)	14.256.653
Financial income	23.109.643	-	23.109.643
Financial expenses (-)	(38.283.914)	-	(38.283.914)
Profit before tax	(914.007)	(3.611)	(917.618)
Tax expense	(2.463.794)	709	(2.463.085)
Net Period Profit/(Loss)	(3.377.801)	(2.902)	(3.380.703)

		Licensed		
31 March 2016	Wheat and Flour Trade	Warehousing	Elimination	Total
Total Assets	501.014.913	3.799.419	(3.675.081)	501.139.251
Total Liabilities	326.312.264	686.621	(675.081)	326.323.804
Equity holders of the parent	174.702.649	3.112.798	(3.000.000)	174.815.447
Non-controlling interests	-	-	-	-
		Licensed		
31 December 2015	Wheat and Flour Trade	Warehousing	Elimination	Total
Total Assets	502.973.269	3.133.983	(3.000.000)	503.107.252
Total Liabilities	333.330.486	8.427	-	333.338.913
Equity holders of the parent	169.642.783	3.125.556	(3.000.000)	169.768.339
Non-controlling interests	-	-	-	-

31 March 2016	Wheat and Flour Trade	Licensed Warehousing	Total
Investment expenditures*	1.665.580	1.430.000	3.095.580
Depreciation expense within the period	656.297	3.674	659.971
31 December 2015	Wheat and Flour Trade	Licensed Warehousing	Total
Investment expenditures*	7.696.683	67.861	7.764.544
Depreciation expense within the period	2.369.356	4.892	2.374.248

<sup>\*</sup> It includes purchases regarding tangible fixed assets and intangible fixed assets.

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# 6. CASH AND CASH EQUIVALENTS

	31 March 2016	<b>31 December 2015</b>
Cash	158.870	151.069
Demand deposits	6.802.529	14.763.944
Time deposits	96.954.569	27.503.675
POS accounts	159.479	42.823
Investments and Fund	1.838.966	2.227.396
Accounts		
	105.914.413	44.688.907

#### 7. FINANCIAL INVESTMENTS

# **Short Term Financial Investments**

	31 March 2016	31 December 2015
Bonds	287.767	290.931

# **Long Term Financial Investments**

Available for Sale Financial Assets	%	31 March 2016 %	31 De	cember 2015
Samsun Teknolojik Geliştirme				
Bölgesi Yönetici A.Ş.	0.5	15.000	0.5	15.000
		15.000		15.000
<b>Unpaid Capital Commitments (-)</b>				
Samsun Teknolojik Geliştirme				
Bölgesi Yönetici A.Ş.		-		-
				-
Provision for Losses (-)				
Samsun Teknolojik Geliştirme				
Bölgesi Yönetici A.Ş.		-		-
				-
		15.000		15.000

# 8. FINANCIAL LIABILITIES

# **Short Term Financial Borrowings**

	31 March 2016	31 December 2015
Short Term Borrowings	56.630.650	74.314.521
Short Term Parts of Long Term Borrowings (net)	11.799.306	13.318.859
	68.429.956	87.633.380

# **Short Term Borrowings**

	31 March 2016	<b>31 December 2015</b>
Short Term Loans	56.630.650	74.314.521

# **Short Term Borrowings**

	31 March 2016	31 December 2015
Short Term Loans	56.630.650	74.601.700
Deferred Interests Expenses (-)	-	(287.179)
Short Term Loans (net)	56.630.650	74.314.521

# FOOTNOTES OF CONSOLIDATED FINANCIAL STATEMENTS ISSUED FOR THE INTERIM PERIOD ENDED ON MARCH 31, 2016

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Details of short term loans (net) are as follows as of March 31, 2016:

Currency	Interest Rate Interval	Foreign Exchange Amount	TRY Amount
US Dollars	0,9285 %-1,5773 %	18.250.000 USD	51.709.550
TRY	6,34%-6,59%	-	4.921.100
			56.630.650

#### Details of short term loans (net) are as follows as of December 31, 2014:

Currency	Interest Rate	Foreign Exchange Amount	TRY Amount
US Dollars	1,27 %-2,5%	23.151.231 USD	67.314.521
TRY	6,34%-6.59%	-	7.000.000
			74.314.521

# **Short Term Parts of Long Term Borrowings**

	31 March 2016	31 December 2015
Short Term Parts of Long Term Loans (Net)	2.009.028	3.581.456
Short Term Parts of Long Term Leasing Payables (net)	9.790.278	9.737.406
	11.799.306	13.318.859

# **Short Term Parts of Long Term Loans**

	31 March 2016	31 December 2015
Short Term Parts of Long Term Loans	2.026.061	3.621.867
Deferred Interest Expenses (-)	(17.033)	(40.411)
Short Term Parts of Long Term Loans (net)	2.009.028	3.581.456

# Details of short term parts of long term loans (net) are as follows as of March 31, 2016:

Currency	Interest Rate Interval	Foreign Exchange Amount	TRY Amount
US Dollars	-	-	-
Euro	Euribor + 3,5%	626.236 Euro	2.009.028
TRY	-	-	-
			2.009.028

# Details of short term parts of long term loans (net) are as follows as of December 31, 2015:

Currency	Interest Rate	Foreign Exchange Amount	TRY Amount
US Dollars	-	-	=
Euro	Euribor + 3.5%	1.127.095 Euro	3.581.456
TRY	-	-	-
			3.581.456

# **Short Term Parts of Long Term Leasing Payables**

	31 March 2016	31 December 2015
Short Term parts of long term leasing payables	10.475.941	10.525.739
Deferred Interests Expenses (-)	(685.663)	(788.336)
Short term parts of long term financial leasing payables	9.790.278	9.737.403
(net)		

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Details of short term parts of long term leasing payables (net) are as follows as of March 31, 2016:

Currency	Foreign Exchange Amount	TRY Amount
US Dollars	63.005 Usd	178.520
Euro	-	-
TRY	-	9.611.758
		9.790.278

Details of short term parts of long term leasing payables (net) are as follows as of December 31, 2015:

Currency	Foreign Exchange Amoun	t TRY Amount
US Dollars	43.105 Usd	125.332
Euro	-	-
TRY	-	9.612.071
		9.737.403

# **Long Term Financial Borrowings**

	31 March 2016	<b>31 December 2015</b>
Long Term Loans (net)	-	-
Long Term Leasing Payables (net)	535.648	651.463
Long Term Financial Borrowings (net)	535.648	651.463

#### **Long Term Loans**

None.

# **Long Term Leasing Payables**

	31 March 2016	<b>31 December 2015</b>
Long Term Leasing Payables	594.253	719.911
Deferred Interest Expenses (-)	(58.605)	(68.448)
Long Term Leasing Payables (net)	535.648	651.463

Details of long term leasing payables (net) are as follows as of March 31, 2016:

Currency	Foreign Exchange Amount	TRY Amount
US Dollars	189.048 Usd	535.648
Euro	-	-
TRY	-	-
		535.648

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Details of long term leasing payables (net) are as follows as of December 31, 2015:

Currency	Foreign Exchange Amount	TRY Amount
US Dollars	224.055 Usd	651.463
Euro	-	-
TRY	-	-
		651.463

# 9. OTHER FINANCIAL LIABILITIES

None

#### 10. TRADE RECEIVABLES AND PAYABLES

#### **Short Term Trade Receivables**

	31 March 2016	31 December 2015
Trade receivables from affiliates	-	-
Trade receivables from non-affiliates	167.622.913	156.917.417
Notes receivables from affiliates	2.356.939	9.591.657
Notes receivables from non-affiliates	29.862.729	37.376.804
Deferred Late Interest Income (-)	(1.255.170)	(1.877.050)
Doubtful Trade Receivables	5.395.806	4.840.981
Provisions for Doubtful Trade Receivables (-)	(5.395.806)	(4.840.981)
Short Term Trade Receivables (net)	198.587.411	202.008.828

Doubtful trade receivables change is as follows as of March 31, 2016 and December 31, 2015:

	31 March 2016	<b>31 December 2015</b>
Doubtful Trade Receivables at the beginning of period	4.840.981	4.317.305
Provision retained in the period	841.112	760.568
Waived receivables	-	(2.088)
Cancelled provision (-) *	(286.287)	(234.804)
Doubtful Trade Receivables on period end	5.395.806	4.840.981

<sup>\*</sup> It includes Collected Doubtful trade receivables

# **Long Term Trade Receivables**

	31 March 2016	31 December 2015
Trade receivables from affiliates	-	-
Trade receivables from non-affiliates*	7.871.765	7.795.160
Long Term Trade Receivables (net)	7.871.765	7.795.160

<sup>\*</sup>see footnote 24

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# **Short Term Trade Payables**

	31 March 2016	<b>31 December 2015</b>
Trade Payables to affiliates	292.685	894.410
Trade Payables to non- affiliates *	238.107.079	222.936.955
Notes Payables to affiliates	3.731.274	8.408.464
Notes Payables to non- affiliates	590.722	7.259.414
Deferred Late Interest Expense (-)	(7.363.521)	(5.583.611)
Short Term Trade Payables (net)	235.358.239	233.915.632

<sup>\*</sup> As of March 31, 2016 TRY 230.010.614 of the trade payables to non-affiliates are from letters of credit payables. (December 31, 2015 : TRY 214.070.889)

# **Long Term Trade Payables**

None.

#### 11. OTHER RECEIVABLES AND PAYABLES

#### **Other Short Term Receivables**

	31 March 2016	<b>31 December 2015</b>
Deposits and Guarantees Given	212.859	206.499
Receivables from Public Institutions	2.693.718	2.724.807
Other Receivables from Affiliates	144.390	246.000
Other Receivables from non- affiliates	-	523.368
Doubtful Other Receivables	510.012	-
Provisions for Doubtful Other Receivables (-)	(510.012)	-
	3.050.967	3.700.674

Doubtful other receivables change is as follows as of March 31, 2016 and December 31, 2015:

	31 March 2016	31 December 2015
Doubtful Other Receivables at the beginning of period	-	-
Provision retained in the period	510.012	-
Cancelled provision (-) *	-	-
Doubtful Other Receivables on period end	510.012	-

Other Long Term Receivables		
	31 March 2016	31 December 2015
Deposits and Guarantees Given	31.166	26.882
Other Short Term Payables		
	31 March 2016	31 December 2015
Other Payables to Non-affiliates	39.093	38.120

#### Other Long Term Payables

None

# 12. RECEIVABLES AND PAYABLES FROM FINANCE SECTOR ACTIVITIES

None

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#### 13. DERIVATIVE INSTRUMENTS

#### **Derivative Financial Assets**

	31 March 2016	<b>31 December 2015</b>
Futures Market Guarantees	2.519.255	2.570.536
Derivative Financial Instruments Fair Value Difference	-	6.298.560
	2.519.255	8.869.096
<b>Derivative Financial Liabilities</b>		
	31 March 2016	<b>31 December 2015</b>
Derivative Financial Instruments Fair Value Difference	7.000.228	-
	7.000.228	-

Guarantees given for transacting on futures market are classified as futures market guarantees, and fair values of forward contracts and option contracts are classified as derivate financial instruments. Profits or losses arising from transactions during the period are shown on profit or loss statement; financing incomes and expenses are shown as derivate financial instrument incomes and expenses whereas the fair value differences of open positions as of reporting date are reported on financial incomes section.

#### **Fair Values of Financial Instruments**

Group classifies its financial instruments reflected to consolidated financial statements with their fair values, using a three level hierarchy according to the source of valuation input of each class of financial instruments.

Level 1: Valuation techniques using the quotation prices in active markets of the identical assets or debts that the Group has access on the measurement date,

Level 2: Other valuation techniques that include input other than the quotation prices in Level 1, which are directly or indirectly observable in relation to assets or debts,

Level 3: Valuation techniques using the non-observable input in relation to assets or debts.

31 March 2016	Level 1	Level 2	Level 3
Forward Exchange Contracts	-	(7.000.228)	-
(For purchase and sale)			
	-	(7.000.228)	-
31 December 2015	Level 1	Level 2	Level 3
Forward Exchange Contracts	-	8.869.096	-
(For purchase and sale)			
	-	8.869.096	=

# FOOTNOTES OF CONSOLIDATED FINANCIAL STATEMENTS ISSUED FOR THE INTERIM PERIOD ENDED ON MARCH 31, 2016

(Unless stated otherwise, currency is Turkish Liras)

Foreign currency forward transactions (Level 2) have been valued using the foreign currency exchange ratio in effect on the balance sheet date by discounting the fair value of the foreign currency futures contract to the current date.

#### 14. INVENTORIES

	31 March 2016	31 December 2015
Raw Materials and Supplies	13.136.410	39.943.991
Finished Products	3.927.501	7.289.315
Trade Goods	27.919.352	93.852.096
Other Inventory	228.076	249.375
Allowance for Decrease in Value of Inventories (-)	(459.790)	(1.206.113)
	44.751.549	140.128.664

There are no mortgages, securities and liens on the inventories, the inventories are insured.

#### 15. BIOLOGICAL ASSETS

None

#### 16. PREPAID EXPENSES AND DEFERRED INCOMES

#### **Short Term Prepaid Expenses**

	31 March 2016	31 December 2015
Advances given to affiliates for purchase orders	376.000	2.000.000
Advances given to non-affiliates for purchase orders	64.652.883	25.072.677
Insurance Expenses	444.006	415.161
Rent Expenses	-	54.347
Subscription and Other Expenses	444.793	-
Service Expenses	-	15.584
Maintenance Repair Expenses	-	6.325
	65.917.682	27.564.094

<sup>\*</sup>It consists of advances given for real estate purchase.

#### **Long Term Prepaid Expenses**

	31 March 2016	31 December 2015
Insurance Expenses	11.542	
Advances given to non-affiliates for purchase orders*	4.122.755	4.418.420
	4.134.297	4.418.420

See footnote # 24

#### **Short Term Deferred Incomes**

	31 March 2016	31 December 2015
Advances received from affiliates	-	-
Advances received from non-affiliates	6.515.679	3.700.134
Deferred incomes*	-	260.705
	6.515.679	3.960.839

<sup>\*\*</sup>See Footnote #21

FOOTNOTES OF CONSOLIDATED FINANCIAL STATEMENTS ISSUED FOR THE INTERIM PERIOD ENDED ON MARCH 31, 2016

(Unless stated otherwise, currency is Turkish Liras)

# **Long Term Deferred Incomes**

None

#### 17. RECEIVABLES FROM ONGOING CONSTRUCTION CONTRACTS

None

#### 18. INVESTMENTS VALUED BY EQUITY METHOD

Name of Participation	%	31 March 2016	%	31 December 2015
Sasbaş Samsun Serbest Bölgesi Kurucu ve	17	4.273.725	17	4.167.980
İşleticisi A.Ş.				

The Group acquired 17 % shares of Sasbaş Samsun Serbest Bölgesi Kurucu ve İşleticisi A.Ş. on March 28, 2013.

According to Article 5 of Turkish Accounting Standard 28 "Investments in Participations and Business Partnerships"; if a company holds 20 % or more of the voting rights of a firm that directly or indirectly invested in, this investment is considered as a material activity of the investor. If the Company holds less than 20 % of the voting right, then it shall be considered as a material activity under Article 6 if the investor is represented at the board of directors or similar management bodies of the company invested in; if the investor participates to the process of determining company policies including dividends or other distribution decisions; if the investor company and invested company conduct material business activities, if the companies exchange executive personnel or if know-how required by the company is provided. Hence, Sasbaş Samsun Serbest Bölgesi Kurucu ve İşleticisi A.Ş. is considered as a material activity although the Company owns only 17 % of Sasbaş because the Company meets the requirements listed on Article 6 of the mentioned standard.

Participations	Goodwill*	Nominal Share Value	Acquisition Value
Sasbaş Samsun Serbest Bölgesi	3.910.000	340.000	4.250.000
Kurucu ve İşleticisi A.Ş.			

\* According to Article 32 of Turkish Accounting Standard 28 "Investments in Participations and Business Partnerships", a participation investment shall be only accounted according to equity method starting from the date when invested company becomes a "participation". Goodwill related to a participation is included in the book value of participation investment. Accordingly, goodwill amounting TRY 3.910.000 is included in participation investments book value, excluding an amount of TRY 340.000 that corresponds to participation shares related to Sasbaş Samsun Serbest Bölgesi Kurucu ve İşleticisi A.Ş.

According to equity method, participation investment is recorded according to the initial acquisition cost. After the date of acquisition, the profit of loss share of the investor in the invested company is increased or reduced through book value of the investment in order to be shown on the consolidated financial statements. The investor's share in the profit or loss of the invested company is accounted as profit or loss of the investor.

# ULUSOY UN SANAYÎ VE TÎCARET ANONÎM ŞÎRKETÎ AND ITS SUBSIDIARY FOOTNOTES OF CONSOLIDATED FINANCIAL STATEMENTS ISSUED FOR THE INTERIM PERIOD ENDED ON MARCH 31, 2016

(Unless stated otherwise, currency is Turkish Liras)

As of March 31, 2016; book value of profit sharing amounting to TRY 105.745 (December 31, 2015 : TRY 318.044), which is the Group's share in participations' profit, has increased and investments valued with equity method are included on the profit and loss statement as shares in profit / loss.

Details of value changes experienced by Sasbaş Samsun Serbest Bölgesi Kurucu ve İşleticisi A.Ş. as of March 31, 2016 are as follows:

	1 January – 31 March 2016
Value as of December 31, 2015	4.167.980
Profit Share of Ulusoy Un as of March 31, 2016	105.745
Dividend Income Accrued	-
	4.273.725

According to paragraphs B12(a) and (b) of the Turkish Financial Reporting Standard 12 "Explanations Regarding Shares in Other Companies"; the summarized information of Sasbaş Samsun Serbest Bölgesi Kurucu ve İşleticisi A.Ş. to be disclosed as of March 31, 2016 and December 31, 2015 are as follows:\*

	31 March 2016	31 December 2015
Current Assets	986.458	765.566
Fixed Assets	5.546.270	5.686.990
Short Term Liabilities	243.210	187.052
Long Term Liabilities	277.304	277.612
Revenue	1.273.619	4.100.980
Period Profit / (Loss) from Continuing Operations	622.027	1.870.845
Period Profit / (Loss) from Discontinuing Operations after Tax	-	-
Other Comprehensive Income	622.027	1.870.845
Total Comprehensive Income	622.027	1.870.845

<sup>\*</sup> According to paragraph B15 (b) of the Turkish Financial Reporting Standard 12 "Explanations regarding Shares in other Companies"; financial information is obtained from legal records of participations.

# ULUSOY UN SANAYÎ VE TÎCARET ANONÎM ŞÎRKETÎ AND ITS SUBSIDIARY FOOTNOTES OF CONSOLIDATED FINANCIAL STATEMENTS ISSUED FOR THE INTERIM PERIOD ENDED ON MARCH 31, 2016

(Unless stated otherwise, currency is Turkish Liras)

#### 19. INVESTMENT REAL ESTATES

Fixed Asset Distribution	Lands and parcels	Buildings	Total
Opening Balance on January 1, 2016	5.343.150	1.808.565	7.151.715
Inputs	-	40.000	40.000
Outputs	-	-	-
Reclassification	-	-	-
Closing Balance on March 31, 2016	5.343.150	1.848.565	7.191.715
Accumulated Depreciation Distribution	Lands and parcels	Buildings	Total
Opening Balance on January 1, 2016	-	57.573	57.573
Period expenses	-	-	-
Outputs	-	-	-
Reclassification	-	-	-
Closing balance on March 31, 2016	-	57.573	57.573
Net Book Value on March 31, 2016	5.343.150	1.790.992	7.134.142

Fixed Asset Distribution	Lands and parcels	Buildings	Total
Opening Balance on January	-	-	-
1, 2015			
Inputs	-	-	-
Outputs	-	-	-
Reclassification	5.343.150	1.808.565	7.151.715
Closing Balance on	5.343.150	1.808.565	7.151.715
December 31, 2015			
<b>Accumulated Depreciation</b>	Lands and parcels	Buildings	Total
Distribution			
Opening Balance on January	-	-	-
1, 2015			
Period expenses	-	-	-
Outputs	-	-	-
Reclassification	-	57.573	57.573
Closing balance on	-	57.573	57.573
December 31, 2015			
Net Book Value on December 31, 2015	5.343.150	1.750.992	7.094.142

The reclassification amounting to TL 7.151.715 as of 31 December 2015 consists of lands and buildings reclassified for investment purposes because their intended use have changed.

According to Article 61 of TMS 40 Investment Properties standard, if a real estate currently in use by its owner is turned into an investment property which will be subjected to fair value principle, the Group applies TMS 16 until

# ULUSOY UN SANAYİ VE TİCARET ANONİM ŞİRKETİ AND ITS SUBSIDIARY FOOTNOTES OF CONSOLIDATED FINANCIAL STATEMENTS ISSUED FOR THE INTERIM PERIOD ENDED ON MARCH 31, 2016

(Unless stated otherwise, currency is Turkish Liras)

the date of change of usage. The Group has classified the said real estate as investment properties with fair values because they had been revaluated before and they have not been subjected to amortisation according to article 62 of the said standard after the conversion date, which is January 1, 2015. Revaluation funds for investment properties have been reported within shareholders' equity according to the same article. The total net revaluation fund for investment properties as of March 31, 2016 and December 31, 2015 is TL 4.214.592.

The zoning plan / expropriation details and encumbrance reviews regarding the investment properties (lands and buildings) included in Group assets as of March 31, 2016 are as follows:

#### LOT 511; BLOCK 1 and BLOCK10

#### **Zoning Plan / Expropriation details:**

Lot 511; blocks 1 and 10 are in "Industrial Area".

Restrictions on Lot 511; block 1 are as follows:

6.47 m2 of this block is in road and 24.68 m2 is in lot 511, block 7.

There is a right of way granted on 360.34 m2 of the lot in favor of M. TEK General Directorate.

Restrictions on Lot 511; block 10 are as follows:

Lot 511, block 7 violates this block by 480.53 m2. This block violates lot 511, block 7 by 35.70 m2.

#### 20. ASSETS RELATED TO CURRENT PERIOD TAX

	31 March 2016	31 December 2015
Prepaid Taxes and Funds	27.566	15.987

FOOTNOTES OF CONSOLIDATED FINANCIAL STATEMENTS ISSUED FOR THE INTERIM PERIOD ENDED ON MARCH 31, 2016 (Unless stated otherwise, currency is Turkish Liras)

# 21. TANGIBLE FIXED ASSETS

Details of tangible fixed assets are as follows as of March 31, 2016:

	Facilities,	Underground	Lands and	Buildings	Fixtures	Vehicles	Special	Ongoing	Total
	Machines	and	parcels				Costs	Investments	
	and Devices	aboveground							
		arrangements							
Opening Balance on	20.492.750	290.203	7.627.198	17.043.413	1.401.113	6.140.300	467.566	1.773.548	55.236.091
January 1, 2016									
Inputs	718.277	-	1.428.000	-	25.353	107.907	-	776.043	3.055.580
Outputs	-	-	-	-	-	(39.021)	-	-	(39.021)
Reclassification									1
Closing Balance on March	21.211.027	290.203	9.055.198	17.043.413	1.426.466	6.209.186	467.566	2.549.591	58.252.650
31, 2016									

Accumulated Depreciation Distribution	Facilities, Machines and Devices	Underground and aboveground arrangements	Lands and parcels	Buildings	Fixtures	Vehicles	Special Costs	Ongoing Investments	Total
Opening Balance on January 1, 2016	5.763.125	48.689	-	403.342	700.803	2.090.692	85.214	-	9.091.865
Period expenses	215.802	1.746	-	133.422	45.764	222.087	19.834	-	638.655
Outputs	-	-	-	-	-	(12.027)	-	-	(12.027)
Reclassification	-	-	-	-	-	-	-	-	-
Closing balance on March 31, 2016	5.978.927	50.435	-	536.764	746.567	2.300.752	105.048	-	9.718.493
Closing balance on March 31, 2016	15.232.100	239.768	9.055.198	16.506.649	679.899	3.908.434	362.518	2.549.591	48.534.157

FOOTNOTES OF CONSOLIDATED FINANCIAL STATEMENTS ISSUED FOR THE INTERIM PERIOD ENDED ON MARCH 31, 2016

(Unless stated otherwise, currency is Turkish Liras)

Details of tangible fixed assets are as follows as of December 31, 2015:

Fixed Asset Distribution	Facilities, Machines	Underground and	Lands and parcels	Buildings	Fixtures	Vehicles	Special Costs	Ongoing Investments	Total
	and Devices	aboveground	purcos					211 / 05011101105	
		arrangements							
Opening Balance on	17.245.811	216.221	14.336.515	17.115.876	915.306	4.750.663	383.467	722.004	55.685.863
January 1, 2015									
Inputs	2.835.826	-	7.357.704	16.657.296	485.807	1.875.994	84.099	1.974.380	31.271.106
Outputs	(51.624)	-	(8.723.871)	(15.307.311)	-	(486.357)	-	-	(24.569.163)
Reclassification	462.737	73.982	(5.343.150)	(1.422.448)	-	-	-	(922.836)	(7.151.715)
Closing Balance on	20.492.750	290.203	7.627.198	17.043.413	1.401.113	6.140.300	467.566	1.773.548	55.236.091
<b>December 31, 2015</b>									

Accumulated Depreciation Distribution	Facilities, Machines and Devices	Underground and aboveground arrangements	Lands and parcels	Buildings	Fixtures	Vehicles	Special Costs	Ongoing Investments	Total
Opening Balance on January 1, 2015	5.030.288	43.452	-	1.046.799	544.689	1.487.523	8.414	-	8.161.165
Period expenses	772.381	5.237	-	502.605	156.114	820.858	76.800	-	2.333.995
Outputs	(39.544)	-	-	(1.088.489)	-	(217.689)	-	-	(1.345.722)
Reclassification	-	-	-	(57.573)	-	-	-	-	(57.573)
Closing balance on December 31, 2015	5.763.125	48.689	-	403.342	700.803	2.090.692	85.214	-	9.091.865
Closing balance on December 31, 2015	14.729.625	241.514	7.627.198	16.640.071	700.310	4.049.608	382.352	1.773.548	46.144.226

(Unless stated otherwise, currency is Turkish Liras)

The Group signed a Sale and Lease Back Contract with Deniz Finansal Kiralama A.Ş. on March 31, 2015. It sold the buildings with a net book value of TL 14.218.822 and the lands with a net book value of TL 8.723.871 for TL 24.000.000 and leased them back by a leasing contract. All of the inputs to lands and TL 16.642.296 of the inputs to buildings consists of the fixed assets that the Group has leased back with the Sale and Lease Back Contract and that has included in the assets because this contract is a leasing contract. All of the outputs from the said fixed assets (lands and buildings) are cost and accumulated amortisation outputs derived from the transaction that was performed as part of the sale and lease back procedure. TL 21.136.079 gross amount of the output from revaluation fund as of December 31, 2015 are for the lands and buildings that were sold within the scope of sale and lease back contract.

The reclassification amounting to TL 7.151.715 as of December, 31 2015 consists of lands and buildings that have been reclassified for investment purposes because their intended use have changed.

The Group gained a total of TL 1.057.307 fixed assets sales revenue from the sales of fixed assets through the Sale and Lease Back Contract. According to article 60 of TMS 17 Leasing Contracts standard, if a sale and lease back transaction results in leasing, the amount of sales revenues in excess of the book value is not immediately accounted as revenue by the seller leaser. Instead, said revenue is deferred and amortized during the period of lease. Therefore the fixed assets sales revenue of 796.602-TL in 31 December 2015 period is associated with the profit and loss in 2015 and the fixed assets sales revenue of 260.705-TL is associated with the profit and loss in 2016.

Zoning plan / expropriation details of real estates (lands and buildings) included in the group's assets on March 31, 2016 and investigation of restrictions are as follows:

### **LOT 349; BLOCK 17**

### **Zoning Plan / Expropriation details:**

Lot 349, Block 17 is in "Industrial Area" according to the zoning plan.

### LOT 496; BLOCK 6, LOT 499; BLOCK 6, BLOCK 14, BLOCK 15, BLOCK 16, BLOCK 17, BLOCK 18, BLOCK 19, BLOCK 20, BLOCK 22, BLOCK 27

### **Zoning Plan / Expropriation details:**

Lot 496; Block 6 is in "Residential Area".

Lot 499; Block 3 is in "Non-Residential Urban Works Area".

Lot 499; Blocks 14, 15, 16, 17, 18, 19, 20, 22 and 27 are in "Residential Area".

### LOT 681; BLOCK 33 and BLOCK 37

(Unless stated otherwise, currency is Turkish Liras)

Lot 681; Blocks 33 and 37 are in "Park and Geologically Restricted Area".

Since Lot 681; Blocks 33 and 37 are entirely in "Park and Geologically Restricted Area", the area might be expropriated as per the related articles of Expropriation Law numbered 2942.

### 22. INTANGIBLE FIXED ASSETS

### Goodwill

None

### **Other Intangible Fixed Assets**

Details of other intangible fixed assets are as follows as of March 31, 2016:

Distribution of Other Intangible Fixed	Rights	Trademark and	Total
Assets	(Computer Programs)	Royalty	
Opening Balance on January 1, 2016	364.131	264.974	629.105
Inputs	-	-	-
Outputs	-	=	-
Reclassification	-	-	-
Closing Balance on March 31, 2016	364.131	264.974	629.105

Distribution of accumulated depreciation	Rights	Trademark and	Total
	(Computer Programs)	Royalty	
Opening Balance on January 1, 2016	123.536	2.250	125.786
Period Expenses	14.782	6.534	21.316
Outputs	-	-	-
Reclassification	-	-	-
Closing balance on March 31, 2016	138.318	8.784	147.102
Net Book Value dated March 31, 2016	225.813	256.190	482.003

(Unless stated otherwise, currency is Turkish Liras)

Details of other intangible fixed assets are as follows as of December 31, 2015:

Distribution of Other Intangible Fixed	Rights	Trademark and	Total
Assets	(Computer Programs)	Royalty	
Opening Balance on January 1, 2015	135.667	-	135.667
Inputs	228.464	264.974	493.438
Outputs	-	-	-
Reclassification	-	-	-
Closing Balance on December 31, 2015	364.131	264.974	629.105

Distribution of accumulated depreciation	Rights	Trademark and	Total
	(Computer	Royalty	
	Programs)		
Opening Balance on January 1, 2015	85.533	-	85.533
Period Expenses	38.003	2.250	40.253
Outputs	-	-	-
Reclassification	-	-	-
Closing balance on December 31, 2015	123.536	2.250	125.786
Net Book Value dated December 31, 2015	240.595	262.724	503.319

### 23. GOVERNMENT INCENTIVES AND SUBSIDIES

The government incentives include Insurance Premium Supports granted under the Act numbered 5510 and fair supports.

### 24. PROVISIONS, CONTINGENT ASSETS AND LIABILITIES

### **Short Term Provisions**

	31 March 2016	31 December 2015
Litigation Provisions	-	39.231
Accumulated Leave Provisions *	13.311	-
	13.311	39.231

<sup>\* (</sup>see Footnote #26)

### **Long Term Provisions**

	31 March 2016	31 December 2015
Long Term Provisions for Employee Benefits*	789.223	719.701
Other Long Term Provisions	-	-
	789.223	719.701

<sup>\* (</sup>see Footnote # 26)

(Unless stated otherwise, currency is Turkish Liras)

### Litigations

Service action of the Group which was held in Çorlu Labor Court has been concluded. The action was appealed, however it was approved and finalised by the Supreme Court. The payment of 39.231-TL for the action was made in 2016. No provision has been reserved for the current obligations of the Group related to past events because of the slight possibility of cash outflow.

### Guarantees, Mortgages and Liens (GML) granted by the Company

	31 March 2016*	31 December 2015*
A. Total amount of GML granted on behalf of its legal entity	20.314.242	20.175.392
B. Total amount of GML granted in favor of partnerships included in	-	-
complete consolidation		
C. Total amount of GML granted for securing 3 <sup>rd</sup> party debts for the	-	-
purpose of conducting ordinary business operations		
D. Total of other GML granted	-	-
i. Total amount of GML granted in favor of parent partner	-	-
ii. Total amount of GML granted in favor of other Group Companies not	-	-
included under Item B and C		
iii. Total amount of GML granted in favor of 3 <sup>rd</sup> parties not included	-	-
under Item C		
Total	20.314.242	20.175.392

<sup>\*</sup> There is no mortgage on the fixed assets of the Company.

Below is the detailed information about the Company receivables as of 31.03.2016 from Samsun Yem Sanayi ve Ticaret A.Ş. ("Samsun Yem"), Yemsel Tavukçuluk Hayvancılık Yem Hammaddeleri Sanayi ve Ticaret A.Ş. ("Yemsel") and Çakıroğlu Gıda Tarım Ürünleri Hayvancılık ve Yem Tavukçuluk Nakliyat Ticaret ve Sanayi A.Ş. ("Çakıroğlu"):

Company Title **	Trade receivable	Advances Given for Purchases	Total	Mortgage Taken
Samsun Yem	196.893	1.091.895	1.288.788	700.000
Yemsel	7.937	3.030.860	3.038.797	6.000.000
Çakıroğlu	7.666.935	-	7.666.935	10.000.000
Total	7.871.765	4.122.755	11.994.520	16.700.000

<sup>\*\*</sup> Collectively referred to as Çakıroğlu Group.

Samsun Yem, Yemsel and Çakıroğlu have applied to T.R. Samsun Commercial Court of First Instance for suspension of bankruptcy. The court has made an interim decision stating that the proceeding will continue on 06.04.2016 and a trustee has been appointed for their management. The decision of T.R. Samsun Commercial Court of First Instance is published in the trade registry gazette dated 8 December 2015.

The company has placed mortgage on the real estates of Samsun Yem, Yemsel and Çakıroğlu for the above detailed receivables. The mortgage established by the Company makes it possible for all receivables to be demanded using any mortgaged real estate of Çakıroğlu Group.

(Unless stated otherwise, currency is Turkish Liras)

The company holds the 1st rank in the mortgages for Samsun Yem and Çakıroğlu. And the company holds the 2nd rank in the mortgage for Yemsel's real estate. The 1st rank in Yemsel's real estate is for Akbank T.A.Ş. which has a total mortgage of 6.000.000-TL.

For the real estates, a real property valuation report was prepared by Standart Gayrimenkul Değerleme Uygulamaları A.Ş. on 28.06.2013. According to the valuation reports, the total fair value of the 3 mortgaged real estates is 18.867.692-TL.

A notification was delivered to Çakıroğlu Group, reminding the company to pay its debts. The trade receivables from Samsun Yem, Yemsel and Çakıroğlu and the advances given for purchases have been classified in the long-term because of the application being filed for suspension of bankruptcy.

Since the fair values stated in the valuation reports for the real estates and for the mortgages established for receivables are sufficient to meet the total amount of receivables, no provision has been made.

### 25. COMMITMENTS

None

### **26. EMPLOYEE BENEFITS**

### Payables classified as Employee Benefits

Details of payables regarding employee benefits granted as of March 31, 2016 and December 31, 2015 are as follows:

	31 March 2016	31 December 2015
Social Security Institution Premiums Payable	172.914	346.005
Payables to personnel	445.738	407.908
	618.652	753.913

### **Short Term Employee Benefits**

Short term benefits, which are considered as liabilities to employees, are accumulated leave provisions.

Details of accumulated leave provisions as of March 31, 2016 and December 31, 2015 are as follows:

	31 March 2016	31 December 2015
Accumulated Leave Provision	13.311	-

### **Long Term Benefits to Employees**

Long term benefits, which are considered as liabilities to employees, are severance pay provisions.

(Unless stated otherwise, currency is Turkish Liras)

According to the current laws in Turkey, personnel dismissed without any valid cause after a period of one year of service, personnel called to military, deceased personnel, personnel completed 25 years of service required for male employees and 20 years of service required for female employees or personnel at retirement age (58 for women and 60 for men) are entitled to receive severance pay.

Severance pay to be paid as of March 31, 2016 is subject to the upper limit of TRY 4.092,53 based on one month salary for each year of service (December 31, 2015: TRY 3.828,37). Severance pay liability is not legally subject to any funding.

Severance pay liability calculates liabilities to arise in the future if employees retire based on the net current value. Turkish Financial Reporting Standards require the Group to develop actuarial appraisal methods within the framework of salary based pension plan in order to estimate the company's severance pay liability. Accordingly, the following actuarial insights are used for calculating the total liability.

Severance pay provisions are calculated with 2.53 % discount rate which is based on 8.19 % annual inflation rate and 10.93 % interest rate. Dismissal rate of 96 % is taken as basis (December 31, 2015: Annual inflation rate 8.19 %, interest rate 10.93 % and discount rate 2.53 %, dismissal rate 96 %).

Details of severance pay provisions as of March 31, 2016 and December 31, 2015 are as follows:

	31 March 2016	31 December 2015
Severance Pay Provision	789.223	719.701

Severance pay transactions in the period as of March 31, 2016 and December 31, 2015 are as follows:

	31 March 2016	31 December 2015
Severance Pay Provision at the beginning of period	719.701	607.917
Interest Cost	8.737	59.055
Service Cost	37.829	98.931
Payments in period	(7.926)	(337.571)
Actuarial Difference	30.882	291.369
End of period severance pay provision	789.223	719.701

Changes in interest rates and other rates, and resigning of personnel to receive severance pay in case of retirement cause actuarial difference. The group classifies service cost under general administration expenses, interest costs under financial expenses and actuarial differences under shareholders equity.

### 27. PENSION PLANS

None

### ULUSOY UN SANAYİ VE TİCARET ANONİM ŞİRKETİ AND ITS SUBSIDIARY

FOOTNOTES OF CONSOLIDATED FINANCIAL STATEMENTS ISSUED FOR THE INTERIM PERIOD ENDED ON MARHC 31, 2016

(Unless stated otherwise, currency is Turkish Liras)

#### 28. OTHER ASSETS AND LIABILITIES

#### **Other Current Assets**

	31 March 2016	31 December 2015
Deferred VAT	4.097.396	3.208.999
Other VAT	-	-
Work Advances	-	362
	4.097.396	3.209.361

#### **Other Short Term Liabilities**

	31 March 2016	31 December 2015
Taxes and Funds payable	109.320	172.408

Other Fixed Assets

None

**Other Long Term Liabilities** 

None

### 29. CAPITAL, RESERVES AND OTHER EQUITY ITEMS

### **Capital and Reserves**

The Capital Market Board's meeting dated November 7, 2014 and numbered 32/1095 allowed Ulusoy Un Sanayi ve Ticaret A.Ş. to go public by book-building on November 12, 13 and 14, 2014. Shares with total nominal value of TRY 23.500.000 were offered through capital increase and selling partnerships and all shares were sold. 27,81% of the shares of the company were traded at the İstanbul Stock Exchange as of November 20, 2014. The company's issued capital is equal to TRY 84.500.000 (eighty four million five hundred thousand Turkish Liras). This capital is divided into 9.750.000 Group A shares, 6.500.000 Group B shares and 68.250.000 Group C shares, in total 84.500.000 shares, each with a nominal value of TRY 1. Group A and B shares are registered shares, Group C shares that are traded at the İstanbul Stock Exchange are bearer shares and other Group C shares are registered shares. Group A shares have the privilege to select Board of Directors and Group A and B shares have privilege in voting at the General Meeting; excluding the independent members; if the Board of Directors is composed of five members, then minimum two members, if composed of six or seven members minimum three members, if composed of eight or nine members minimum four members, if composed of ten or eleven members, minimum five members should be elected among candidates to be nominated by majority of Group A shareholders. Group A shareholders or their proxies attending to the Ordinary and Extraordinary General Meetings shall have 15 (fifteen) voting rights per share; Group B shareholders or their proxies shall have 10 (ten) voting rights per share and Group C shareholders or proxies shall have 1 (one) voting right per share.

(Unless stated otherwise, currency is Turkish Liras)

The Company's partnership structure is as follows as of March 31, 2016:

Shareholders	Number of Shares	Group	Ratio (%)	Amount
Fahrettin Ulusoy	4.550.000	A	5,38	4.550.000
•	1.950.000	В	2,31	1.950.000
	23.873.882	C	28,25	23.873.882
	30.373.882		35,94	30.373.882
Nevin Ulusoy	650.000	A	0,77	650.000
	1.300.000	В	1,54	1.300.000
	5.830.756	С	6,90	5.830.756
	7.780.756		9,21	7.780.756
Onur Erhan Ulusoy	650.000 1.950.000	<b>A</b> B	0,77 2,31	650.000 1.950.000
	7.423.684	С	8,78	7.423.684
	10.023.684		11,86	10.023.684
Eren Günhan Ulusoy	3.900.000 1.300.000	<b>A</b> B	4,62 1,54	3.900.000 1.300.000
	7.499.375	С	8,88	7.499.375
	12.699.375		15,04	12.699.375
Kamil Adem	26.941	С	0,03	26.941
	26.941		0,03	26.941
Mithat Denizcigil	95.362 95.362	СС	0,11 0,11	95.362 95.362
Public Shares	23.500.000	С	27,81	23.500.000
	84.500.000		100,00	84.500.000

(Unless stated otherwise, currency is Turkish Liras)

The Company's partnership structure is as follows as of December 31, 2015:

Chamballana	Number of	Group	Ratio (%)	Amount
Shareholders	Shares <b>4.550.000</b>	Δ.	5,38	4.550.000
Fahrettin Ulusoy	1.950.000	<b>А</b> В	2,31	1.950.000
	23.873.882	C	28,25	23.873.882
	30.373.882		35,94	30.373.882
Nevin Ulusoy	650.000	A	0,77	650.000
nevin Grassy	1.300.000	В	1,54	1.300.000
	5.830.756	С	6,90	5.830.756
	7.780.756		9,21	7.780.756
Onur Erhan Ulusoy	650.000	A	0,77	650.000
	1.950.000	В	2,31	1.950.000
	7.423.684	С	8,78	7.423.684
	10.023.684		11,86	10.023.684
Eren Günhan Ulusoy	3.900.000	A	4,62	3.900.000
	1.300.000	В	1,54	1.300.000
	7.499.375	С	8,88	7.499.375
	12.699.375		15,04	12.699.375
	26.941		0,03	26.941
Kamil Adem		С		
	26.941		0,03	26.941
Mithat Denizcigil	95.362	С	0,11	95.362
Ç	95.362		0,11	95.362
Public Shares	23.500.000	С	27,81	23.500.000
	84.500.000		100,00	84.500.000

According to the Turkish Commercial Code, legal reserves are divided into two categories; primary reserves and secondary reserves. According to the Turkish Commercial Code, the primary reserves are retained until the amount researches up to 20 % of the company's paid in capital and the amount retained shall be 5 % of the legal net profit.

Secondary reserves are retained at a rate of 1/11 of all cash dividend payments exceeding 5 % of the company capital in case of dividend payment according to the Capital Market Board regulations and at a rate of 1/10 of all cash dividend payments exceeding 5 % of the company capital in case of dividend payment according to the legal records.

Public companies pay dividends according to the Dividend Communiqué Numbered II-19.1 of the Capital Market Board that is published on the Official Gazette dated January 23, 2014 and numbered 28891.

The partnerships pay dividends according to the dividend payment policies to be determined by the general meeting and related regulations and upon a resolution passed by the general meeting. According to the communiqué in question, there is no minimum distribution rate. The company pay dividends based on their articles of association or as stated on their dividend payment policies. Besides, dividends can be paid in equal installments or installments of different amounts, and cash dividend advance might be paid over the profit shown on the interim period financial statements.

(Unless stated otherwise, currency is Turkish Liras)

Unless reserves to be retained under the Turkish Commercial Code and dividend determined for the beneficiaries as per the articles of association or dividend policy are retained, no other reserves shall be retained, profit shall not be transferred to the following year and the company cannot decide to pay dividends to dividend right certificate holders, board of directors members, partnership employees and parties, excluding shareholders, and, moreover, these parties shall not receive dividends unless dividends determined for shareholders are paid in cash.

#### Premiums/Discounts related to Shares

	31 March 2016	31 December 2015
Premiums on sale of share certificates	41.925.000	41.925.000
Share issue expenses (-)	(3.317.008)	(3.317.008)
	38.607.992	38.607.992

According to Article 37 of the Turkish Accounting Standards 32 Financial Instruments Standard, the Company bears the cost of issuing or repurchasing financial instruments based on its equity. The costs might include registration and other legislative fees, legal, financial and other professional consulting fees, printing costs and stamp duties. Transaction costs arising from equity transactions are accounted by deducting from equity provided that they are additional costs that are paid directly due to these transactions, in other words additional costs that would not be incurred otherwise. Besides, costs related to waived equity transactions are also accounted as expenses.

Additional expenses directly (indirectly) associated with issuing new share certificates are deducted from equity capital after deducting taxes corresponding to these expenses. Expenses related to quotation authorization for stock exchange or expenses not directly associated with issuance of new share certificates are shown on the income statement as expense. Expenses related to both issuance of share certificate and quotation authorization are divided between both transactions proportionally.

### Other shareholders equity Items

Accumulated other comprehensive incomes and expenses that cannot be reclassified in profit / loss are as follows as of March 31, 2016 and December 31, 2015:

	31 March 2016	31 December 2015
Revaluation Differences of Tangible Fixed Assets (net)	4.780.452	4.780.452
Actuarial Gains / Losses related to employee benefits*	(305.201)	(280.495)
	4.475.251	4.499.957

<sup>\*</sup> Actuarial differences are classified under shareholders equity starting from January 1, 2013.

(Unless stated otherwise, currency is Turkish Liras)

\*\*In case a revaluated tangible fixed asset is disposed of, the part of revaluation fund related with the sold asset is directly transferred into the retained earnings. Therefore the revaluation funds related to lands and buildings which were disposed of through sale and lease back contracts are directly associated with retained earnings/losses.

Details of actuarial differences as of March 31, 2016 and December 31, 2015 are as follows:

	31 March 2016	31 December 2015
Actuarial Gains / (Losses) Related	(381.501)	(350.619)
Employee Benefits		
Deferred Tax***	76.300	70.124
Actuarial Gains / (Losses)	(305.201)	(280.495)
Related Employee Benefits (net)		

Details of tangible fixed asset revaluation fund as of March 31, 2016 and December 31, 2015 are as follows:

	31 March 2016	31 December 2015
Lands and Buildings Revaluation	4.414.987	4.414.987
Differences (net)		
Vehicles Revaluation Differences (net)	365.465	365.465
	4.780.452	4.780.452

Details of land and building revaluation differences as of March 31, 2016 and December 31, 2015 are as follows:

	31 March 2016	31 December 2015
Total Lands and Buildings Revaluation	5.518.734	5.518.734
Difference		
Deferred Tax***	(1.103.747)	(1.103.747)
Lands and Buildings Revaluation	4.414.987	4.414.987
Differences (net)		

Details of vehicles revaluation fund as of March 31, 2016 and December 31, 2015 are as follows:

	31 March 2016	31 December 2015
Vehicles Revaluation Differences (net)	365.465	365.465
	31 March 2016	31 December 2015
Total Vehicles Revaluation **	456.831	456.831
Deferred Tax***	(91.366)	(91.366)
	365.465	365.465

\*\*\* According to Article 61-a of the Turkish Accounting Standard 12, period tax and deferred tax related to the items accounted with the exception of profit or loss are accounted in the same period or in different periods with the exception of profit or loss. Hence, period tax and deferred tax related to the items accounted on the same or different periods are accounted under other comprehensive income if related items are accounted under other comprehensive income. Accordingly, deferred tax is classified under shareholder's equity.

### ULUSOY UN SANAYİ VE TİCARET ANONİM ŞİRKETİ AND ITS SUBSIDIARY

### FOOTNOTES OF CONSOLIDATED FINANCIAL STATEMENTS ISSUED FOR THE INTERIM PERIOD ENDED ON MARCH 31, 2016

(Unless stated otherwise, currency is Turkish Liras)

Limited reserves on retained earnings are as follows as of March 31, 2016 and December 31, 2015:

	31 March 2016	31 December 2015
Legal Reserves	3.330.315	2.120.395

Previous years' profits / (losses) are as follows as of March 31, 2016 and December 31, 2015:

	31 March 2016	31 December 2015
Previous years' profits / (losses)	38.830.075	31.736.786

Changes regarding previous years' profits / losses are as follows:

	31 March 2016	31 December 2015
Previous Year Profits / (Losses)	31.736.786	2.474.682
Transferring Profit of Previous Period to Profits / (Losses)	8.303.209	14.189.389
in Previous Years		
Capital Increase	-	-
Legal Reserves Transfer	(1.209.920)	(720.026)
Profit Distribution	-	(5.436.193)
Revaluation Transfer of Tangible Fixed Assets **	-	21.228.934
	38.830.075	31.736.786

<sup>\*\*</sup>In case a revaluated tangible fixed asset is disposed of, the part of revaluation fund related with the sold asset is directly transferred into the retained earnings. Therefore the revaluation funds related to lands and buildings which were disposed of through sale and lease back contracts are directly associated with retained earnings/losses.

Period net profit / (loss) as of March 31, 2016 and December 31, 2015 are as follows:

	31 March 2016	31 December 2015
Period Net Profit / (Loss)	5.071.814	8.303.209

### 30. REVENUE AND COST OF SALES

Sales Revenues as of March 31, 2016 and March 31, 2015 are as follows:

	1 January – 31	1 January – 31
	March 2016	March 2015
Domestic Sales Revenues	179.814.512	128.948.284
Foreign Sales Revenues	80.837.108	60.381.838
Returns on Sales (-)	(987.230)	(154.827)
Sales Discounts (-)	(27.883)	(42.707)
	259.636.507	189.132.588

Cost of Sales as of September March 31, 2016 and March 31, 2015 are as follows:

	1 January – 31	1 January – 31
	March 2016	March 2015
Cost of goods sold	61.276.756	44.987.471
Cost of commercial goods	168.106.388	127.617.612
sold		
	229.383.144	172.605.083

(Unless stated otherwise, currency is Turkish Liras)

### 31. GENERAL ADMINISTRATION EXPENSES, MARKETING EXPENSES, RESEARCH AND DEVELOPMENT EXPENSES

Total operating expenses as of March 31, 2016 and December 31, 2015 are as follows:

	•	1 January – 31 March 2015
General Administration Expenses	1.511.210	1.491.919
Marketing Expenses	7.090.579	5.229.592
Research and Development Expenses-	-	-
	8.601.789	6.721.511

Details of general administration expenses as of March 31, 2016 and December 31, 2015 are as follows:

	1 January – 31 March 2016	1 January – 31 March 2015
Depreciation Expenses	70.256	50.629
Donations and Aids	49.500	29.178
Maintenance and Repair Expenses	-	9.071
Bank Transfer and Collection Expenses	24.030	11.114
Consulting Expenses	-	67.780
Outsourced Benefits and Services	521.398	312.325
Other Expenses	54.529	56.370
Training and Publication Expenses	32.543	11.133
Exhibition Expenses	-	10.535
Default Interests and Fines	7.168	2.011
Rent Expenses	54.401	71.426
Commission Expenses	190	2.136
Accommodation expenses	41.111	2.472
Notary Expenses	2.209	7.952
Personnel Expenses	563.182	697.341
Advertising Expenses	4.150	175
Insurance Expenses	33.722	52.616
Registration and Announcement Expenses	8.691	1.699
Transportation Expenses	24.362	58.800
Tax, Duty and Levies	19.768	37.156
General Administration Expenses	1.511.210	1.491.919

(Unless stated otherwise, currency is Turkish Liras)

Details of marketing expenses as of March 31, 2016 and December 31, 2015 are as follows:

	1 January – 31	1 January – 31
	March 2016	March 2015
Depreciation Expenses	218.913	195.923
Vehicle Expenses	147.981	404.256
Bank Transfer and Collection Expenses	74.304	4.766
Consulting Expenses	2.783	7.669
Outsourced Benefits and Services	129.992	81.395
Other Miscellaneous Expenses	2.327	25.567
Fair Expenses	-	38.814
Default Interests and Fines	4.687	4.451
Exportation Expenses	403.450	516.761
Rent Expenses	1.002.667	162.023
Commission Expenses	178.765	37.900
Accommodation expenses	74.487	39.172
Shipping Expenses	4.156.11	3.110.437
Personnel Expenses	449.031	463.605
Advertising Expenses	10.447	1.579
Insurance Expenses	89.007	39.744
Transportation Expenses	17.947	9.303
Tax, Duties and Levies	61.508	47.741
Meal Expenses	66.166	38.486
Marketing Expenses	7.090.579	5.229.592

Distribution of expenses based on nature of expenses is as follows between the dates of January 1, 2016 and March 31, 2016:

	General	Marketing	Research and	Cost of Goods
	Administration Expenses	Expenses	<b>Development Expenses</b>	Sold
Personnel Expenses	563.182	449.031	-	1.000.852
Depreciation Expenses	70.256	218.913	-	370.802

Distribution of expenses based on nature of expenses is as follows between the dates of January 1, 2015 and March 31, 2015:

	General	Marketing	Research and	Cost of Goods
	Administration Expenses	Expenses	<b>Development Expenses</b>	Sold
Personnel Expenses	697.341	463.605	-	916.955
Depreciation Expenses	50.629	195.923	-	288.364

(Unless stated otherwise, currency is Turkish Liras)

### 32. OTHER REAL OPERATING INCOMES AND EXPENSES

### **Other Incomes**

	1 January – 31 March 2016	1 January – 31 March 2015
Incomes earned from Law numbered 5510	98.806	73.375
Balance Allocation Incomes	20.908	1.850
Other incomes	39.091	23.768
Service reflection Incomes *	371.595	781.800
Late interest Incomes	4.219.046	3.106.923
Price difference Incomes	282.889	-
Compensation Incomes	125.326	-
Exchange difference	2.345.857	8.602.941
Insurance Incomes	-	11.819
Provisions no longer required	286.287	116.460
Incomes from returned expenses	605.669	97.698
	8.395.474	12.816.634

<sup>\*</sup> Due to trusteeship, reflection incomes and service expenses are included in reflection incomes.

### **Other Expenses**

	1 January – 31 March 2016	1 January – 31 March 2015
Trusteeship Expenses	409.257	352.577
Other Expenses	31.366	28.788
Balance Allocation Expenses	7.986	252
Provision Expenses	1.351.124	321.545
Price difference Expenses	371.645	
Exchange difference	5.234.440	2.642.509
Late interest Expenses	13.701.842	4.979.558
Returned Expenses	611.714	77.401
Reflected Service Expenses	-	67.839
Insurance Expenses	-	11.819
	21.719.374	8.482.288

<sup>\*\*</sup> It includes transportation, unloading, storage expenses, customs expenses etc. and import expenses.

### **Income from Investing Activities**

	1 January – 31 March 2016	1 January – 31 March 2015
Fixed Assets Sales Revenue	235	7.030
Sale and Lease Back Revenue	260.705	-
	260.940	7.030

### **Expenses from Investing Activities**

None

(Unless stated otherwise, currency is Turkish Liras)

### 33. PROFIT / LOSS SHARES OF INVESTMENTS VALUED BY EQUITY METHOD

Details of profit / loss shares of investments valued by equity method as of March 31, 2016 and March 31, 2015 are as follows:

	1 January – 31 March 2016	1 January – 31 March 2015
Sasbaş Samsun Serbest Bölgesi	105.745	109.283
Kurucu ve İşletici A.Ş.*		

<sup>\* (</sup>See footnote 18)

### 34. FINANCIAL INCOMES AND EXPENSES

### **Financial Incomes**

	1 January – 31 March 2016	1 January – 31 March 2015
Interest incomes	1.056.003	784.673
Foreign exchange profits	13.224.770	8.476.438
Derivative Financial Instrument Incomes	1.515.929	991.948
Profit on Sale of Marketable Securities	134.377	61.246
Derivative Financial Instrument Fair Value Differences	-	12.795.338
	15.931.079	23.109.643

### **Financial Expenses**

	1 January – 31 March 2016	1 January – 31 March 2015
Foreign exchange losses	8.556.519	36.049.745
Financial Expenses	2.182.295	2.234.068
Derivative Financial Instruments Expenses	1.020.092	101
Derivative Financial Instrument Fair Value Differences	7.000.228	
	18.759.134	38.283.914

### 35. FIXED ASSETS RETAINED TO BE SOLD AND DISCONTINUING ACTIVITIES

None

### 36. TAX ASSET AND LIABILITIES

Corporate tax to be accrued over the taxable company profit is calculated based on the tax base remaining after adding non-deductible expenses from tax base and written as expense on determining commercial earnings and deducting dividends received from companies located in the country and incomes not subject to tax.

Corporate tax rate applied in 2016 is 20 % (2015: 20 %).

Advance tax in Turkey is calculated and accrued quarterly. Advance tax rate to be calculated over the company's earnings at the taxation stage of 2016 corporate earnings in advance tax periods is 20 % (2015: 20 %).

(Unless stated otherwise, currency is Turkish Liras)

Losses can be carried over maximum 5 years to be deducted from taxable profit to be earned in the future years. However, losses cannot be deducted from profits of previous years retrospectively.

There is not any certain settlement procedure regarding tax assessment in Turkey. Companies issue tax returns from April 1 to April 25 of the year following the end of related fiscal year (from 1 to 25 of the fourth month following the end of period, if companies have special fiscal periods). The tax office is entitled to examine and amend these tax returns and accounting records that are the basis of these returns for a period of 5 years.

### **Income Tax Withholding:**

In addition to corporate tax, income tax withholding should be calculated over the dividends excluding the dividends distributed, if any, to full taxpayers that include these dividends into corporate earnings and declare on tax returns and to Turkish branches of foreign companies. Income tax withholding rate is 10 % for all companies as of April 24, 2003. The rate was increased up to 15 %, effective as of June 21, 2006, as per Article 15 of the Act numbered 5520. However, the rate of 10 % was applied until it was amended by the new Cabinet Decision. According to the Cabinet Decision published on the Official Gazette dated July 23, 2006; Income Tax Withholding rate was increased from 10 % to 15 %, effective as of July 23, 2006. Dividends not distributed but added to capital shall not be subject to income tax withholding.

### Deferred Tax Asset / Liability:

The Group accounts deferred tax receivables and liabilities for temporary timing differences arising from differences between the legal financial tables basis to tax and financial statements prepared under the Capital Market Board Serial: II, Numbered: 14.1 "Communiqué on Principles of Financial Reporting in Capital Market". Deferred tax asset is calculated only if there are temporary timing differences deductible from taxable profit. Provisions are retained for deferred tax asset which probably will not be realized. Deferred tax rate is 20 % for all timing differences (31 December 2015: 20 %).

Deferred tax liability is calculated for all taxable timing differences.

(Unless stated otherwise, currency is Turkish Liras)

Details of temporary differences and deferred tax impact are as follows as of March 31, 2016:

Deferred Tax Assets	Temporary differences	Deferred Tax Impact
Doubtful receivables	4.390.510	878.102
Adjustment of Receivables from personnel	68.895	13.779
Adjustment of Advances Given	95.065	19.013
Adjustment of Letter of Credit Interests	241.319	48.264
Expense from Decrease in Value of Inventories	459.790	91.958
Amortized Cost Value Adjustment of Receivables	1.255.170	251.034
Leasing Payables Adjustment	92.413	18.483
TFA and IFA Value Adjustment	475.663	95.133
Adjustment of Credits	3.966	793
Adjustment of Warehousing Expenses	192.272	38.454
Accumulated Leave Provisions	13.311	2.662
Derivative Financial Instruments FV (fair value) Difference Adjustment	7.000.228	1.400.046
Other adjustments	366	73
Adjustment of Inventory Late Interest and other adjustments	2.750.718	550.144
Receivables Exchange Difference Adjustment	110.127	22.025
Severance Pay Actuarial Difference*	381.501	76.300
Prepaid Expenses Adjustment	13.637	2.727
	17.544.951	3.508.990

Deferred Tax Liabilities	Temporary differences	Deferred Tax Impact
Impact transfer where TFA valuation is associated with Shareholders Equity (Vehicles)	456.831	91.366
Impact transfer where TFA valuation is associated with Shareholders Equity (Land and buildings)	5.518.734	1.103.747
Adjustment of Bank interest revenue realization	469.981,00	93.996
Amortized Cost Value Adjustment of Payables	7.363.521	1.472.704
Amortization difference of tangible and intangible fixed assets	5.741.647	1.148.329
Severance Pay Provisions	1.771.417	354.283
	21.322.131	4.264.425

(Unless stated otherwise, currency is Turkish Liras)

Details of Temporary differences and Deferred Tax Impact as of December 31, 2015 are as follows:

Deferred Tax Assets	Temporary differences	Deferred Tax Impact
Doubtful receivables	3.514.724	702.945
Adjustment of Receivables from personnel	69.495	13.899
Adjustment of Advances Given	87.849	17.570
Adjustment of Letter of Credit Interests	126.053	25.211
Expense from Decrease in Value of Inventories	1.206.113	241.224
Amortized Cost Value Adjustment of Receivables	1.877.050	375.410
Leasing Payables Adjustment	92.877	18.575
TFA and IFA Value Adjustment	453.720	90.744
Sale and Lease Back Deferred Income Adjustment	260.705	52.141
Adjustment of Credits	6.655	1.331
Adjustment of Warehousing Expenses	743.749	148.750
Ongoing Investments	26.955	5.391
Action Provisions	39.231	7.846
Inventory Delay Interest and Other Adjustments	3.470.787	694.157
Other Receivables Adjustment	1.314	263
Severance Pay Actuarial Difference*	350.619	70.124
	12.327.896	2.465.581

Deferred Tax Liabilities	Temporary differences	Deferred Tax Impact
Impact transfer where TFA valuation is associated with Shareholders Equity (Vehicles)	456.831	91.366
Impact transfer where TFA valuation is associated with Shareholders Equity (Land and buildings)	5.518.734	1.103.747
Adjustment of Bank interest revenue realization	36.538	7.307
Adjustment of Amortized Cost Value of Payables	5.583.611	1.116.722
Adjustment of Derivative Instruments Income	6.298.560	1.259.712
Amortization difference of tangible and intangible fixed assets	5.733.548	1.146.709
Severance Pay Provisions	1.817.983	363.597
Stocktaking and Delivery Adjustments	426.529	85.306
	25.872.334	5.174.466

Change of deferred tax as of March 31, 2016 and December 31, 2015 are as follows:

	1 January –	1 January –
	31 March 2016	31 March 2015
Opening Balance	(1.583.896)	(340.704)
Current Period Deferred Tax (Expense) / Income	1.947.274	(1.243.192)
TFA Revaluation Fund and Actuarial Difference Deferred Tax Impact*	(1.118.813)	(1.124.989)
Closing Balance	(755.435)	(2.708.885)

<sup>\*</sup> According to Article 61-a of the Turkish Accounting Standard 12, period tax and deferred tax related to the items accounted with the exception of profit or loss are accounted in the same period or in different periods with the exception of profit or loss. Hence, period tax and deferred tax related to the items accounted on the same or different periods are accounted under other comprehensive income if the items in question are accounted under

(Unless stated otherwise, currency is Turkish Liras)

other comprehensive income. Tangible fixed asset revaluation differences and deferred tax liability calculated over the actuarial difference are accounted under other comprehensive income item.

Tax expenses included in the gain and loss statement issued for the periods ended on March 31, 2016 and March 31, 2015 are summarized below:

	1 January – 31 March 2016	1 January – 31 March 2015
Period Tax Expense /(Income)	2.741.764	-
Deferred Tax (Income)/ Expense	(1.947.274)	2.463.085
	794.490	2.463.085

Tax provisions included in the income statement issued for the periods ended on March 31, 2016 and March 31, 2015 are summarized below:

	1 January – 31 March 2016	1 January - 31 March 2015
Current Year Corporate Tax Provision	2.741.764	727.875
Prepaid Taxes and Funds	(91.734)	(448.115)
	2.650.030	279.760

### 37. EARNINGS PER SHARE

Details of earnings per share are as follows as of 31, 2016 and March 31, 2015:

	1 January - 31 March 2016	1 January - 31 March 2015
Period Net Profit / (Loss)	5.071.814	(3.380.703)
Weighted Average Number of Total Ordinary Shares in Circulation	84.500.000	84.500.000
Proceeds per Share	0,06	-

### 38. AFFILIATES STATEMENTS

	31 March 2016	31 Dec.2015
Unay Un San. ve Tic. A.Ş.	2.356.939	9.591.657
lotes Receivables from Affiliates	2.356.939	9.591.657
	31 March 2016	31 Dec.2015
Sasbaş Samsun Serbest Bölgesi Kurucu ve Işleticisi A.Ş.	144.390	246.600
Other Receivables from Affiliates	144.390	246.600
	1	
	31 March 2016	31 Dec.2015
Unay Un San. ve Tic. A.Ş.	376.000	2.000.000
Advances Given for Purchases to Affiliates	376.000	2.000.000

(Unless stated otherwise, currency is Turkish Liras)

(Unless stated otherwise, currency is Turkish Liras)		
	31 March 2016	31 Dec.2015
Sasbaş Samsun Serbest Bölgesi Kurucu ve Işleticisi A.Ş.	5.687	-
Ulusoy Petrol Urünleri Tic. A.Ş.	48.148	33.415
Ulusoy Çay Gıda San. Ve Tic A.Ş.	4.811	-
GK Tarım Ürünleri Depoculuk A.Ş.	234.039	860.995
Trade Payables to Affiliates	292.685	894.410
	31 March 2016	31 Dec.2015
Unay Un San. ve Tic. A.Ş.	3.731.274	8.408.464
Notes payable to Affiliates	3.731.274	8.408.464
	1 Jan 31 March 2016	1 Jan 31 March 2015
Unay Un San. ve Tic. A.Ş.	6.117.021	7.057.890
Sales Revenues from Affiliates	6.117.021	7.057.890
	1 Jan 31 March 2016	1 Jan 31 March 2015
Unay Un San. ve Tic. A.Ş.	47	-
Sales Returns from Affiliates	47	-
	1 Jan 31 March 2016	1 Jan 31 March 2015
Unay Un San. ve Tic. A.Ş.	<u> </u>	11.770
Sales Discounts from Affiliates	-	11,770
	1 Jan 31 March 2016	1 Jan 31 March 2015
Unay Un San. ve Tic. A.Ş.	2.575	-
Cost of Sales from Affiliates	2.575	-
	1 Jan 31 March 2016	1 Jan 31 March 2015
Unay Un San. ve Tic. A.Ş.	4.639.039	2.773.239
Raw Material and Supplies Purchase from Affiliates	4.639.039	2.773.239
	1 Jan 31 March 2016	1 Jan 31 March 2015
Ulusoy Çay Gıda San. ve Tic. A.Ş.	2.505	-
Unay Un San. ve Tic. A.Ş.	14.032.974	14.122.435
Sasbaş Samsun Serbest Bölgesi Kurucu ve İşleticisi A.Ş.	75.975	159.115
GK Tarım Ürünleri Depoculuk A.Ş.	164.193	145.027
Commodity Purchases from Affiliates	14.275.647	14.426.577

(Unless stated otherwise, currency is Turkish Liras)

(Unless stated otherwise, currency is Turkish Liras)		
	1 Jan 31 March 2016	1 Jan 31 March 2015
Unay Un San. ve Tic. A.Ş.	1.385	120.005
Other Real Operating Income from Affiliates	1.385	120.005
	1 Jan 31 March 2016	1 Jan 31 March 2015
Unay Un San. ve Tic. A.Ş.	-	635
Sasbaş Samsu Serbest Bölge Kurucu ve İşleticisi A.Ş	65.481	-
Other Real Operating Expenses from Affiliates	65.481	635
	1 Jan 31 March 2016	1 Jan 31 March 2015
Unay Un San. ve Tic. A.Ş.	289.305	21.275
Ulusoy Petrol Urünleri Tic. A.Ş.	706	-
General Production Expenses to Affiliates	290.011	21.275
	1 Jan 31 March 2016	1 Jan 31 March 2015
Unay Un San. ve Tic. A.Ş.	4.374	10.350
Ulusoy Petrol Urünleri Tic. A.Ş	18.410	62.022
Sasbaş Samsun Serbest Bölgesi Kurucu ve İşleticisi A.Ş.	52.686	-
Marketing Expenses to Affiliates	75.470	72.372
	1 Ian - 31 March 2016	1 Ian 31 March 2015
Ulusoy Çay Gıda San. ve Tic. A.Ş.	1.950	798
Ulusoy Petrol Ürünleri Tic. A.Ş	55.247	23.574
Sasbaş Samsun Serbest Bölgesi Kurucu ve Işleticisi A.Ş	3.061	-
General Administration Expenses to Affiliates	60.258	24.372

The group's senior management includes board of directors members, general manager and department managers.

Benefits and wages offered to the Group's senior management amount to TRY 152.300- as of March 31, 2016. (December 31, 2015: TRY 614.546,66)

### 39, NATURE AND LEVEL OF RISKS RELATED TO FINANCIAL INSTRUMENTS

### Liquidity Risk Management:

The Group regularly monitors the cash flows and assures continuity of sufficient funds by matching maturity dates of financial assets and liabilities in order to manage liquidity risk. Prudent liquidity risk management means keeping sufficient amount of cash, availability of sufficient credit transactions and fund resources as well as capacity to close market positions.

(Unless stated otherwise, currency is Turkish Liras)

### Credit Risk:

The Group's credit risk actually arises from trade receivables. Trade Receivables are assessed by the Group management on the basis of past experiences and current economic situation and it is included on the consolidated financial position statement as net amount after retaining doubtful receivables provision at a suitable rate.

### Market Risk:

Market risk is any change of interest rates, exchange rates or value of marketable securities or other financial contracts which might have impact on the Group.

### 40. FINANCIAL INSTRUMENTS (FAIR VALUE REMARKS AND REMARKS WITHIN THE FRAMEWORK OF HEDGING ACCOUNTING)

### **Foreign Currency Position**

	Foreign Currency Position Statement 31 March 2016				
	TRY (Functional Currency)	US Dollar	Euro		
1. Trade and Other Receivables	87.623.830	29.888.832	915.436		
2a. Monetary Financial Assets (Including Cash, Bank accounts)	43.835.856	15.276.261	172.095		
2b. Non-monetary financial assets	-	-	-		
3. Futures Market Guarantees	2.331.997	823.039	-		
4. Advanced given and Prepaid Expenses	32.303.221	11.381.317	17.267		
5. Current assets (1+2+3+4)	166.094.904	57.369.449	1.104.798		
6. Other Fixed assets	24.797	8.751	-		
7. Fixed assets (6)	24.797	8.751	-		
8. Total assets	166.119.701	57.378.200	1.104.798		
9. Short and Long Term Liabilities					
Loans	53.718.578	18.250.000	626.236		
Leasing Payables	714.168	252.053	-		
Trade and Other Payables	466.416.073	164.606.637	6.120		
Derivative Obligations	7.000.228	2.470.611	-		
Advanced Received	4.585.958	4.585.958 1.590.280			
10. Total Liabilities	532.435.005	187.169.581	657.311		

# ULUSOY UN SANAYI VE TİCARET ANONİM ŞİRKETİ AND ITS SUBSIDIARY FOOTNOTES OF CONSOLIDATED FINANCIAL STATEMENTS ISSUED FOR THE INTERIM PERIOD ENDED ON MARCH 31, 2016 (Unless stated otherwise, currency is Turkish Liras)

	Foreign Currency Posi	tion Statement	
		31 December 2015	
	TRY (Functional	US Dollar	Euro
	Currency)		
1. Trade and Other Receivables	85.525.801	29.232.795	166.329
2a. Monetary Financial Assets	19.534.649	6.292.389	389.573
(Including Cash, Bank accounts)			
2b. Non-monetary financial assets	-	-	-
3. Futures Market Guarantees	8.869.096	3.050.315	-
4. Advanced given	5.296.719	1.821.681	-
5. Current assets (1+2+3+4)	119.226.265	40.397.180	555.902
6. Other Fixed assets	-	-	-
7. Fixed assets (6)	-	-	-
8. Total assets	119.226.265	40.397.180	555.902
9. Short and Long Term			
Liabilities			
Loans	70.895.977	23.151.231	1.127.095
Leasing Payables	776.795	267.160	-
Trade and Other Payables	220.518.245	75.821.019	-
Advanced Received	657.123	189.393	33.498
10. Total Liabilities	292.848.140	99.428.803	1.160.593

Foreign Exchange Rate Sensitivity Analysis Table						
	31 March 2016					
	Profit /	(Loss)	Sharehold	ers' Equity		
	Value increase	Value decrease	Value increase	Value decrease		
	in Foreign	in foreign	in Foreign	in foreign		
	Currency	currency	Currency	currency		
	If US Dollar exc	hange rate changes	s by 10 %			
1- US Dollar Net Asset / Liability	(36.775.090)	36.775.090	(36.775.090)	36.775.090		
2- Amount protected from US Dollar	-	-	=	-		
Risk (-)						
3- US Dollar Net Impact (1+2)	(36.775.090)	36.775.090	(36.775.090)	36.775.090		
	If Euro exchange	rate changes by 1	0 %			
4- Euro Net Asset / Liability	143.558	(143.558)	143.558	(143.558)		
5- Amount protected from Euro Risk (-)						
6- Euro Net Impact (4+5)	143.558	(143.558)	143.558	(143.558)		

(Unless stated otherwise, currency is Turkish Liras)

Foreign Exchange Rate Sensitivity Analysis Table						
	31 December 2015					
	Profit /	(Loss)	Sharehold	ers' Equity		
	Value increase in	Value decrease	Value increase	Value decrease		
	Foreign Currency	in foreign	in Foreign	in foreign		
		currency	Currency	currency		
	If US Dollar excha	nge rate changes by	10 %			
1- US Dollar Net Asset / Liability	(17.164.035)	17.164.035	(17.164.035)	17.164.035		
2- Amount protected from US Dollar Risk	-	-	-	-		
(-)						
3- US Dollar Net Impact (1+2)	(17.164.035)	17.164.035	(17.164.035)	17.164.035		
	If Euro exchange ra	ate changes by 10 %				
4- Euro Net Asset / Liability	(192.147)	192.147	(192.147)	192.147		
5- Amount protected from Euro Risk (-)	-	-	-	-		
6- Euro Net Impact (4+5)	(192.147)	(192.147)	(192.147)	192.147		

### Credit Risk

		Receival	bles				
	Trade Receiva		Other Rec	eivables			
31 March 2016	Affiliate	Non- Affiliate	Affiliate	Non- Affiliate	Deposits at Banks	Derivative Instruments	Other
Maximum credit risk the company is exposed to as of reporting date (A+B+C+D+E)	2.356.939	204.102.237	144.390	2.937.743	103.757.098	2.519.255	75.726.575
- Part of maximum risk covered by guarantees etc.	-	-	-	-	-	-	-
A. Net book value of undue financial assets or financials assets without loss of value	2.356.939	204.102.237	144.390	2.937.743	103.757.098	2.519.255	75.726.575
B. Book value of financial assets that are subject to renegotiated conditions but otherwise would be considered as overdue or exposed to loss of value		-	-	-	-	-	-
C. Net book value of overdue assets that are not subject to loss of value	-	-	-	-	-	-	-
- Amount guaranteed with security etc.	-	-	-	-	-	-	-
D. Net book values of assets with loss of value	1	-	-	-	-	-	-
- Overdue (gross book value)	1	5.395.806	-	510.012	-	-	-
- Loss of value (-)	-	(5.395.806)	-	(510.012)	-	-	-
- Amount of net value guaranteed with security etc.	1	-	-	-	-	-	-
- Undue (gross book value)	-	-	-	-	-	-	-
- Loss of value (-)	-	-	-	-	-	-	-
- Amount of net value guaranteed under security etc.	-	-	-	-	-	-	-
E. Off-balance sheet items involving credit risk	-	-	-	-	-	-	-

(Unless stated otherwise, currency is Turkish Liras)

		Receivables					
	Trade Recei	ceivables Other Receivables		1			
31 December 2015	Affiliate	Non- Affiliate	Affiliate	Non- Affiliate	Deposits at Banks	Derivative Instruments	Other
Maximum credit risk the company is exposed to as of reporting date (A+B+C+D+E)	9.591.657	200.212.331	246.000	3.481.556	42.267.619	8.869.096	38.235.227
- Part of maximum risk covered by guarantees etc.	-	-	-	-	-	-	-
A. Net book value of undue financial assets or financials assets without loss of value	9.591.657	200.212.331	246.000	3.481.556	42.267.619	8.869.096	38.235.227
B. Book value of financial assets that are subject to renegotiated conditions but otherwise would be considered as overdue or exposed to loss of value	-	-	-	-	-	-	-
C. Net book value of overdue assets that are not subject to loss of value	-	-	-	-	-	-	-
- Amount guaranteed with security etc.	-	-	-	-	-	-	-
D. Net book values of assets with loss of value	-	-	-	-	-	-	-
- Overdue (gross book value)	-	4.840.981	-	-	-	-	-
- Loss of value (-)	-	(4.840.981)	-	-	-	-	-
- Amount of net value guaranteed with security etc.	-	-	-	-	-	-	-
- Undue (gross book value)	-	-	-	-	-	-	-
- Loss of value (-)	-	-	-	-	-	-	-
- Amount of net value guaranteed under security etc.	-	-	-	-	-	-	-
E. Off-balance sheet items involving credit risk	-	-	-	-	-	-	-

### Liquidity Risk

31 March 2016 Contractual Terms	Book Value	Total Cash outflow under contracts	Less than 3 months	Between 3 to 12 months	Between 1 to 5 years	More than 5 years
Financial Liabilities	68.965.604	68.965.604	1.002.531	67.427.425	535.648	-
Notes Payables Issued	-	-	-	-	-	-
Trade Payables	235.358.239	235.358.239	20.634.865	214.723.374		
Other Payables	39.093	39.093	-	39.093	-	-

(Unless stated otherwise, currency is Turkish Liras)

31 December 2015 Contractual Terms	Book Value	Total Cash outflow under contracts	Less than 3 months	Between 3 to 12 months	Between 1 to 5 years	More than 5 years
Non-derivative Financial liabilities						
Financial Liabilities	88.284.843	88.284.843	33.146.482	54.486.898	651.463	-
Notes Payables Issued	-	-	-	-	-	-
Trade Payables	233.915.632	233.915.632	17.557.345	216.358.287	-	-
Other Payables	38.120	38.120	-	38.120		-

Receivables							
31 March 2016	Trade	Other	<b>Deposits</b> at	Derivative	Other		
	Receivables	Receivables	Banks	Instruments			
Overdue 1 to 30 days	-	-	-	-	-		
Overdue 1 to 3 months	-	-	-	-	-		
Overdue 3 to 12 months	841.112	510.012	-	-	-		
Overdue 1 to 5 years	4.554.694	-	-	-	-		
Overdue more than 5 years	-	-	-	-	-		

Receivables							
31 December 2015	Trade	Other	<b>Deposits</b> at	Derivative	Other		
	Receivables	Receivables	Banks	Instruments			
Overdue 1 to 30 days	-	-	-	-	-		
Overdue 1 to 3 months	-	-	-	-	-		
Overdue 3 to 12 months	760.568	-	-	-	-		
Overdue 1 to 5 years	3.720.413	-	-	-	-		
Overdue more than 5 years	-	-	-	-	-		

#### 41. EVENTS AFTER THE REPORTING PERIOD

The dividend distribution suggestion offered at the company board meeting dated 11 March 2016 was accepted in the General Assembly on 6 April 2016. Therefore, an amount of 2.886.008,95-TL (gross) corresponding to 40% of the distributable profit shall be distributed as dividend. The distributable dividend was paid in cash on 03 May 2016.

The collection risk for the short and long-term current account receivables has been assessed by the Company Board of Directors and the Trade Receivables Insurance Policy issued by Ziraat Sigorta A.Ş. and Coface Sigorta A.Ş. was purchased on 14 April 2016.

42. OTHER PARTICULARS THAT HAVE SIGNIFICANT IMPACT ON FINANCIAL STATEMENTS OR THAT SHOULD BE DISCLOSED FOR ASSURING FINANCIAL STATEMENTS ARE CLEAR, INTERPRETABLE AND COMPREHENSIBLE

None