

Subsidiaries



Fer Mas, which increased its Ferrari sale volume to 11, raised this number to 29 in both 2006 and 2007 and continued its stable success with sales of 17 units in 2008. Meanwhile, the Maserati sales volume was 17 units in 2008.

Fer Mas

Establishment and General Information

Fer Mas Oto Ticaret A.Ş. was established as a 99.4% partnership with Tofaş Türk Otomobil Fabrikası A.Ş. on April 15, 2005. The company is the Official Distributor in Turkey of Ferrari as of April 2005 and of Maserati as of July 2005. It commenced operations at its showroom and Head Office building in Kuruçeşme on August 18, 2005. The building, with a closed area of 900 m² in total, features a showroom, minor service centre and Club lounges.

As a result of the importance it attaches to After-Sales service, the Ferrari - Maserati service point, which commenced operations ahead of the showroom on June 2005, continued its activity at the Maslak Atatürk Automobile Industrial Zone on a closed area of 1000m² in 2008. Fer Mas advanced its after-sales services even further with its new service area located in Armutlu.

Ferrari

Having increased its Ferrari sales volume to 11, the number of which had not exceeded an annual average of 8 since 1998, Fer Mas increased this number to 29 in both 2006 and 2007, posting a sales volume of 17 units in 2008.

Maserati

Having increased its Maserati sale volume to 10, where the annual average since 1998 had not exceeded 5, Fer Mas managed to increase this number to 20 units in 2006 and to 28 in 2007. Its sale volume was 17 units in 2008.

Second hand

Fer Mas registered second hand sales at a total volume of 26 units in 2007 and 2008, thereby also gaining a significant position in the second hand market.

After-Sales

The company relocated its service activities to a more advantageous site in terms of facilities, location and area in order to enhance customer satisfaction still further by increasing the quality of its after-sales service.

Subsidiaries

Koç Fiat Kredi

The market share of Koç Fiat Kredi, which continued its steady growth in 2008 as well, rose to 23.4% on a volume of 14,399 units. It also became the leading company with its market share of nearly 50% in Tofaş's credit sales.

The outstanding portfolio at an amount of 231 Million TL in 2007 had risen to 311.5 Million TL at the end of 2008.

The company has a financial credit liability of 308.8 Million TL as of the end of 2008, 292.4 Million TL of which is of a short-term nature. The company converts its long-term, fixed interest TL credit portfolio, and also its foreign currency liquidity, which it generates from the international markets, to TL liquidity through long-term swap transactions. In this manner, both a TL funding source is created for the long-term, fixed interest credits, and protection is ensured against interest and currency risk.

Additionally, the Company issued commercial papers with nominal payment of 40 million TL, a due date of 540 days and a gross interest rate of 17.81% on January 7, 2008, while it issued commercial papers with nominal payment of 50 million TL with a due date of 540 days and gross interest rate of 25.17% on November 13, 2008 in accordance with the provisions of Capital Market Law no. 2499.

In 2008, the brands, Fiat Finans, Alfa Romeo Finans and Lancia Finans found under the roof of Koç Fiat Kredi began to enjoy greater recognition in showrooms, and demand levels rose accordingly. While at the beginning of 2008 only 59% of Fiat customers was aware of Fiat Finans, the rate had reached 80% by the end of the year.

Flexible payment systems were expanded; in addition to the classical payment plans i.e. equal, interim, incremental, balloon, payment plans such as instalment deferral, instalment

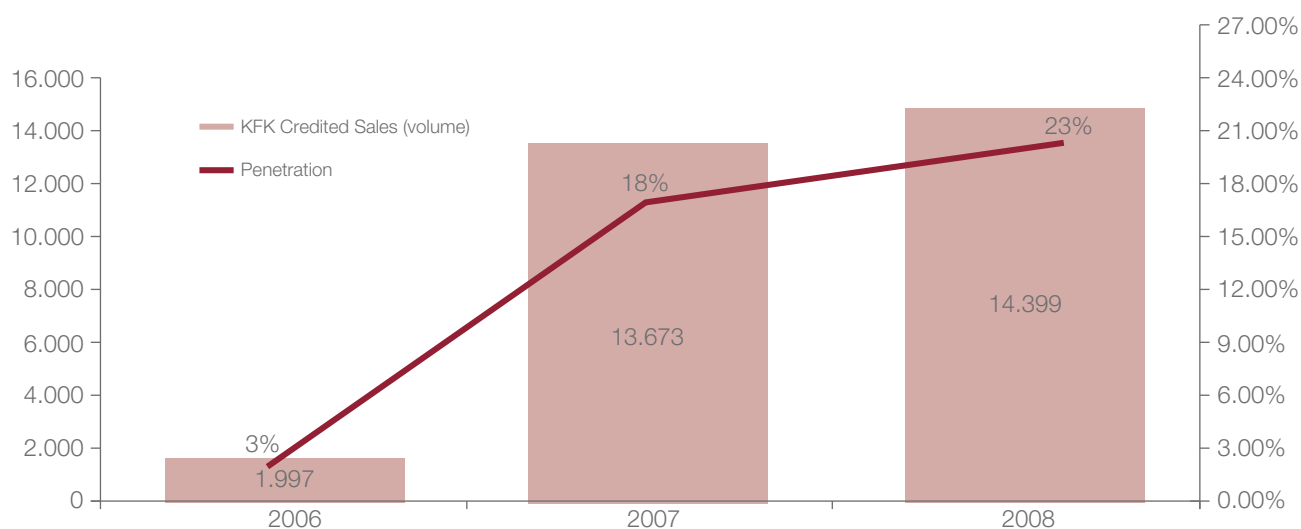
skipping, periodic changing and decreasing of payments, and also sector-based payment plans i.e. farmer credit, skipping summer or winter etc. were introduced.

In CSI questionnaires, the customer satisfaction rate of Koç Fiat Kredi became positioned at the 88% level, which is 4-5 points above the banks. Websites, the number of visitors to which exceeded 30,000 per month, were established.

Koç Fiat Kredi consists of follow-up, system planning & development, financing, accounting and financial control departments, where sales & marketing, risk management, credit allocation, credit tracking, after-sales and customer services, which are specialized in automotive credits and provide service exclusively for their own brands, are presented together. Having initiated its services with 13 personnel in 2006, Koç Fiat Kredi operated a dynamic team of 43 employees in 2008.

	2006	2007	2008
Tofaş Total Sales	73.125	77.796	61.469
KFK Credited Sales***	1.997	13.673	14.399
Penetration***	2.7%	17.6%	23.4%

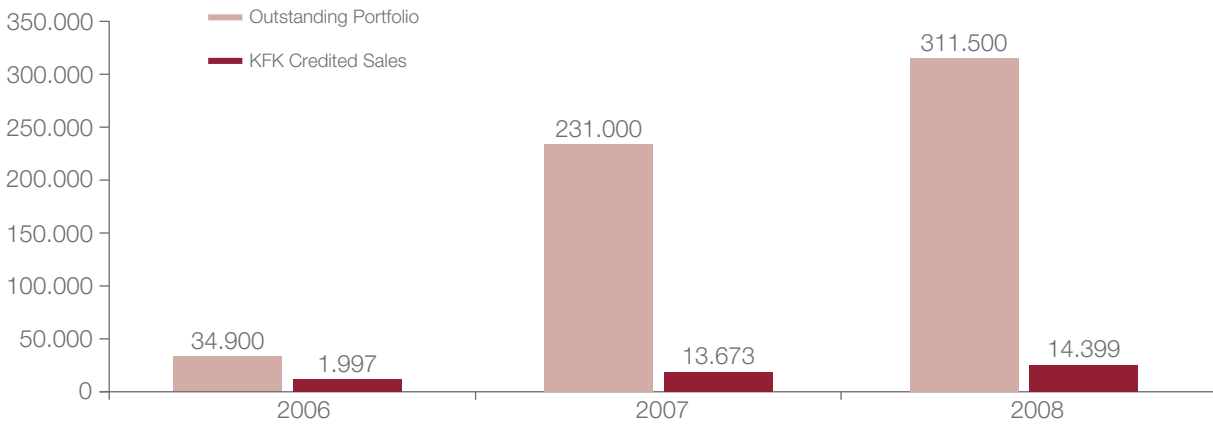
***KFK commenced operations on September 11, 2006.



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Koç Fiat Kredi

	2006	2007	2008
Outstanding Portfolio (Thousand TL)	34.900	231.000	311.500
KFK Credited Sales (Volume)	1.997	13.673	14.399



Mekatro

MEKATRO is an R&D company founded in 2004 by TOFAŞ and academicians at the TÜBİTAK Marmara Research Centre Technological Free Zone with the aim of pursuing advanced research and development studies in the field of automotive mechatronics.

Its main field of activity is automotive electronics and electro-mechanics, electronic control systems, and hybrid and electric vehicle technologies. Its research projects are determined jointly with the TOFAŞ R&D department in line with TOFAŞ's technological objectives. The main philosophy of MEKATRO is to develop innovative and creative methods through knowledge generated in the

academic arena, and to ensure that these methods are implemented within a research company in the technological arena.

Platform

The company Platform was founded on May 24, 2005 after the signing of the contract to develop and produce light commercial vehicles under the Minicargo name, for which PSA-FIAT and TOFAŞ decided on joint production.

Its vision is to pioneer a research-development base for the automotive industry in Turkey. For the Minicargo project initiated in 2005, production commenced in 2007; for the new Doblo Project, works were initiated as of the first quarter of 2007. Having commenced operations at the Gebze-Kocaeli free zone in affiliation with Marmara

University, the company was transferred to the Ulutek Uludağ Technology Zone at the Görükle campus of Uludağ University in 2006. Nearly all shares in the company are owned by TOFAŞ A.Ş.