

# **Türkiye Petrol Rafinerileri A.Ş.**

**Consolidated financial statements at  
31 December 2016 together with the independent  
auditor's report**

**CONVENIENCE TRANSLATION INTO ENGLISH OF  
INDEPENDENT AUDITOR’S REPORT  
ORIGINALLY ISSUED IN TURKISH**

To the Board of Directors of Türkiye Petrol Rafinerileri A.Ş;

**Independent auditors’ report on the consolidated financial statements**

We have audited the accompanying consolidated balance sheet of Türkiye Petrol Rafinerileri A.Ş. (“TÜPRAŞ”- “the Company”) and its subsidiaries (together “the Group”) as at 31 December 2016 and the related consolidated statement of profit or loss and other comprehensive income, consolidated statement of changes in shareholders’ equity and consolidated statement of cash flows for the year then ended and a summary of significant accounting policies and explanatory notes.

**Group Management’s responsibility for the financial statements**

The Group’s management is responsible for the preparation and fair presentation of financial statements in accordance with the Turkish Accounting Standards published by the Public Oversight Accounting and Auditing Standards Authority (“POA”) of Turkey and for such internal controls as management determines is necessary to enable the preparation and fair presentation of consolidated financial statements that are free from material misstatement, whether due to error and/or fraud.

**Independent Auditor’s responsibility**

Our responsibility is to express an opinion on these consolidated financial statements based on our audit. Our audit was conducted in accordance with standards on auditing issued by the Capital Markets Board of Turkey and standards on auditing issued by POA. Those standards require that ethical requirements are complied with and that the independent audit is planned and performed to obtain reasonable assurance whether the financial statements are free from material misstatement.

Independent audit involves performing independent audit procedures to obtain independent audit evidence about the amounts and disclosures in the financial statements. The independent audit procedures selected depend on our professional judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to error and/or fraud. In making those risk assessments; the Company’s internal control system is taken into consideration. Our purpose, however, is not to express an opinion on the effectiveness of internal control system, but to design independent audit procedures that are appropriate for the circumstances in order to identify the relation between the financial statements prepared by the Group and its internal control system. Our independent audit includes also evaluating the appropriateness of accounting policies used and the reasonableness of accounting estimates made by the Company’s management, as well as evaluating the overall presentation of the financial statements.

We believe that the audit evidence we have obtained during our independent audit is sufficient and appropriate to provide a basis for our audit opinion.

## **Opinion**

In our opinion, the accompanying consolidated financial statements present fairly, in all material respects, the financial position of the Group as at 31 December 2016 and their financial performance and cash flows for the year then ended in accordance with the Turkish Accounting Standards.

## **Reports on other responsibilities arising from regulatory requirements**

- 1) Auditors' report on Risk Management System and Committee prepared in accordance with paragraph 4 of Article 398 of Turkish Commercial Code ("TCC") 6102 is submitted to the Board of Directors of the Company on 13 February 2017.
- 2) In accordance with paragraph 4 of Article 402 of the TCC, no significant matter has come to our attention that causes us to believe that the Company's bookkeeping activities for the period 1 January – 31 December 2016 and financial statements are not in compliance with the code and provisions of the Company's articles of association in relation to financial reporting.
- 3) In accordance with paragraph 4 of Article 402 of the TCC, the Board of Directors submitted to us the necessary explanations and provided required documents within the context of audit.

Güney Bağımsız Denetim ve Serbest Muhasebeci Mali Müşavirlik Anonim Şirketi  
A member firm of Ernst & Young Global Limited

Seda Akkuş Tecer, SMMM  
Partner

13 February 2017  
Istanbul, Turkey

## Türkiye Petrol Rafinerileri A.Ş.

### Consolidated financial statements for the period 1 January - 31 December 2016

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(Convenience translation of the independent auditor's report and consolidated financial statements originally issued in Turkish (See Note 2.2.3))

## Türkiye Petrol Rafinerileri A.Ş.

### Consolidated statements of financial position as at 31 December 2016 (Amounts expressed in thousands of Turkish Lira ("TL") unless otherwise indicated.)

Assets	Notes	Audited	Audited
		31 December 2016	31 December 2015
<b>Current assets</b>		<b>13.667.060</b>	<b>8.742.285</b>
Cash and cash equivalents	4	6.050.721	3.027.546
Trade receivables	6	3.180.282	2.539.832
Due from related parties	6, 31	751.824	658.673
Trade receivables from third parties		2.428.458	1.881.159
Other receivables	7	25.626	25.815
Other receivables from third parties		25.626	25.815
Derivative Instruments	20	34.731	18.845
Inventories	8	3.608.439	2.102.161
Prepaid expenses	14	97.903	107.775
Current income tax assets	29	95.928	4.317
Other current assets	15	573.430	915.994
<b>Non-current assets</b>		<b>17.551.120</b>	<b>16.727.831</b>
Financial investments	9	4.000	4.000
Investments accounted by equity method	10	923.994	762.217
Investment properties	11	4.621	4.621
Property, plant and equipment	12	11.741.476	11.479.744
Intangible assets	13	55.106	59.409
Other intangible assets		55.106	59.409
Derivative Instruments	20	368.882	250.027
Prepaid expenses	14	238.352	179.695
Deferred tax assets	29	3.227.031	3.202.503
Other non-current assets	15	987.658	785.615
<b>Total assets</b>		<b>31.218.180</b>	<b>25.470.116</b>
<b>Liabilities</b>			
<b>Current liabilities</b>		<b>12.660.262</b>	<b>8.828.240</b>
Short-term financial liabilities	5	385.524	94.023
Current portion of long term financial liabilities	5	1.572.434	1.777.358
Trade payables	6	6.987.843	3.860.567
Due to related parties	6, 31	88.017	62.804
Trade payables, third parties		6.899.826	3.797.763
Liabilities for employee benefits	18	92.442	70.129
Other payables	19	27.953	31.757
Other payables to related parties	19, 31	18.546	17.469
Other payables to third parties		9.407	14.288
Derivative Instruments	20	29.454	40.379
Deferred income	16	15.417	23.111
Current income tax liabilities	29	141.217	133.346
Provisions	17	65.056	70.604
Provisions for employee benefits		13.571	7.952
Other provisions		51.485	62.652
Other current liabilities	15	3.342.922	2.726.966
<b>Non-current liabilities</b>		<b>10.390.885</b>	<b>8.273.427</b>
Long-term financial liabilities	5	10.176.307	8.048.039
Provisions	17	207.415	193.973
Provisions for employee benefits		207.415	193.973
Deferred income	16	3.992	2.560
Derivative Instruments	20	1.782	27.244
Other non-current liabilities	15	1.389	1.611
<b>Total liabilities</b>		<b>23.051.147</b>	<b>17.101.667</b>
<b>Equity</b>		<b>8.167.033</b>	<b>8.368.449</b>
Share capital	23	250.419	250.419
Adjustment to share capital	23	1.344.243	1.344.243
Share premiums/discounts		172	172
Accumulated other comprehensive income/(expense) not to be reclassified to profit or loss		(7.986)	(3.622)
Gains/ losses on revaluation and remeasurement		(7.986)	(3.622)
Actuarial gains/(losses) arising from defined benefit plans		(7.986)	(3.622)
Accumulated other comprehensive income/(expense) to be reclassified to profit or loss		(986.870)	(410.631)
Currency translation differences		23.192	17.556
Hedging gains/(losses)		(1.132.725)	(510.448)
Cash flow hedge gains/(losses)		(1.132.725)	(510.448)
Shares of investments valued through equity method which shall be classified under profit/loss from other comprehensive income		122.663	82.261
Restricted reserves	23	331.337	163.401
Retained earnings		5.363.804	4.410.959
Net income/expense		1.793.267	2.550.168
<b>Total equity attributable to equity holders of the parent</b>		<b>8.088.386</b>	<b>8.305.109</b>
<b>Non-controlling interests</b>		<b>78.647</b>	<b>63.340</b>
<b>Total equity and liabilities</b>		<b>31.218.180</b>	<b>25.470.116</b>

The consolidated financial statements for the year ended 31 December 2016 have been approved by the Board of Directors on 13 February 2016.

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

(Convenience translation of the independent auditor's report and consolidated financial statements originally issued in Turkish (See Note 2.2.3))

**Türkiye Petrol Rafinerileri A.Ş.**

**Consolidated statements of financial position as at 31 December 2016**  
(Amounts expressed in thousands of Turkish Lira ("TL") unless otherwise indicated.)

		<b>Audited</b>	Audited
	<b>Notes</b>	<b>1 January - 31 December 2016</b>	1 January - 31 December 2015
Revenue (net)	24	<b>34.854.851</b>	36.893.328
Cost of sales (-)	24	<b>(31.205.624)</b>	(32.766.949)
<b>Gross profit (loss)</b>		<b>3.649.227</b>	4.126.379
General administrative expenses (-)	25	<b>(748.280)</b>	(661.458)
Marketing expenses (-)	25	<b>(221.602)</b>	(192.855)
Research and development expenses (-)	25	<b>(25.565)</b>	(22.764)
Other operating income	26	<b>184.751</b>	142.681
Other operating expenses (-)	26	<b>(481.242)</b>	(640.215)
<b>Operating profit (loss)</b>		<b>2.357.289</b>	2.751.768
Income from investment activities	27	<b>161</b>	2.560
Income/(loss) from investments accounted by equity method	10	<b>158.750</b>	70.080
<b>Operating profit (loss) before financial income (expense)</b>		<b>2.516.200</b>	2.824.408
Financial income	28	<b>1.173.872</b>	862.715
Financial expense (-)	28	<b>(1.746.050)</b>	(1.461.751)
<b>Profit (loss) before tax from continued operations</b>		<b>1.944.022</b>	2.225.372
<b>Tax income (expense)</b>		<b>(131.232)</b>	338.555
Taxes on income (expense)		<b>(91.633)</b>	(133.346)
Deferred tax income (expense)	29	<b>(39.599)</b>	471.901
<b>Net profit (loss) from continued operations</b>		<b>1.812.790</b>	2.563.927
<b>Other comprehensive income:</b>			
<b>Items not to be reclassified to profit or loss</b>			
Actuarial gain/(loss) arising from defined benefit plans		<b>(4.433)</b>	7.632
Tax effect of other comprehensive income / (loss) not to be reclassified to profit or loss		<b>(5.260)</b>	9.414
- Deferred tax income/(expense)		<b>827</b>	(1.782)
		<b>827</b>	(1.782)
<b>Items to be reclassified as profit or loss</b>			
Currency translation differences		<b>(580.386)</b>	(476.853)
Cash flow hedge other comprehensive gains/(losses)		<b>5.636</b>	5.498
Share of other comprehensive income of associates accounted for equity method that will be reclassified to profit or loss		<b>(777.964)</b>	(637.390)
Tax effect of other comprehensive income / (loss) to be reclassified to profit or loss		<b>40.402</b>	28.005
- Deferred tax (expense) income		<b>151.540</b>	127.034
		<b>151.540</b>	127.034
<b>Other comprehensive income (expense)</b>		<b>(584.819)</b>	(469.221)
<b>Total comprehensive income (expense)</b>		<b>1.227.971</b>	2.094.706
<b>Distribution of income (expense) for the period:</b>			
Non-controlling interests		<b>19.523</b>	13.759
Attributable to equity holders of the parent		<b>1.793.267</b>	2.550.168
<b>Distribution of total comprehensive income:</b>			
Non-controlling interests		<b>15.307</b>	13.472
Attributable to equity holders of the parent		<b>1.212.664</b>	2.081.234
<b>Earnings (loss) per share from continued operations</b>			
Earnings per share with nominal value kr. 1 each (kr.)	30	<b>7,16</b>	10,18

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

(Convenience translation of the independent auditor's report and consolidated financial statements originally issued in Turkish (See Note 2.2.3))

## Türkiye Petrol Rafinerileri A.Ş.

### Consolidated statements of financial position as at 31 December 2015 (Amounts expressed in thousands of Turkish Lira ("TL") unless otherwise indicated.)

	Share Capital	Adjustment to share capital	Share Premiums (discounts)	Accumulated other comprehensive income (expense) not to be reclassified to profit or loss	Accumulated other comprehensive income (expense) to be reclassified to profit or loss			Retained earnings			Equity Holders of the parent	Non-Controlling Interests	Total Equity	
				Gains (losses) on revaluation and remeasurement	Gains (losses) on hedging	Cash flow Hedge gains (losses)	Currency Translation differences	Shares of investments Valued through equity Method which shall be Classified under profit loss from Other comprehensive income	Restricted Reserves	Accumulated Profit				Profit for the period
				Actuarial gains (losses) arising from defined benefit plans										
<b>Audited</b>														
1 January 2015	250.419	1.344.243	172	(11.186)		(447)	12.058	54.256	163.401	2.884.837	1.458.963	6.156.716	55.914	6.212.630
Adjustments to previous period effects	-	-	-	-	-	-	-	-	-	67.159	(1.458.963)	67.159	-	67.159
Transfers	-	-	-	-	-	-	-	-	-	1.458.963	3)	-	-	-
Dividends paid	-	-	-	-	-	-	-	-	-	-	-	-	(6.046)	(6.046)
- Net profit for period	-	-	-	-	-	-	-	-	-	2.550.168	-	2.550.168	13.759	2.563.927
- Other comprehensive income	-	-	-	7.564	(510.001)	5.498	-	28.005	-	-	-	(468.934)	(287)	(469.221)
Total comprehensive income	-	-	-	7.564	(510.001)	5.498	-	28.005	-	2.550.168	-	2.081.234	13.472	2.094.706
31 December 2015	250.419	1.344.243	172	(3.622)		(510.448)	17.556	82.261	163.401	4.410.959	2.550.168	8.305.109	63.340	8.368.449
<b>Audited</b>														
1 January 2016	250.419	1.344.243	172	(3.622)		(510.448)	17.556	82.261	163.401	4.410.959	2.550.168	8.305.109	63.340	8.368.449
Adjustments to previous period effects	-	-	-	-	-	-	-	-	-	198.338	(2.550.168)	198.338	-	198.338
Transfers	-	-	-	-	-	-	-	-	167.936	2.382.232	8)	-	-	-
Dividends paid	-	-	-	-	-	-	-	-	-	(1.627.725)	-	(1.627.725)	-	(1.627.725)
- Net profit for period	-	-	-	-	-	-	-	-	-	1.793.267	-	1.793.267	19.523	1.812.790
- Other comprehensive income	-	-	-	(4.364)	(622.277)	5.636	-	40.402	-	-	-	(580.603)	(4.216)	(584.819)
Total comprehensive income	-	-	-	(4.364)	(622.277)	5.636	-	40.402	-	1.793.267	-	1.212.664	15.307	1.227.971
31 December 2016	250.419	1.344.243	172	(7.986)		(1.132.725)	23.192	122.663	331.337	5.363.804	1.793.267	8.088.386	78.647	8.167.033

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

(Convenience translation of the independent auditor's report and consolidated financial statements originally issued in Turkish (See Note 2.2.3))

**Türkiye Petrol Rafinerileri A.Ş.**

**Consolidated statements of financial position as at 31 December 2015**  
(Amounts expressed in thousands of Turkish Lira ("TL") unless otherwise indicated.)

	Notes	Audited	
		1 January - 1 December 2016	1 January - 31 December 2015
<b>Cash flows from operating activities</b>		<b>2.753.311</b>	<b>(294.387)</b>
<b>Profit (loss)</b>		<b>1.812.790</b>	2.563.927
<b>Adjustment for reconciliation of profit (loss)</b>		<b>(837.958)</b>	1.100.744
Adjustment for depreciation and amortisation expense	12, 13	<b>541.003</b>	486.013
Adjustments for impairment (cancelation)		<b>(102.114)</b>	11.910
Adjustments for stock impairment (cancelation)	8	<b>(102.114)</b>	11.910
Adjustment for provisions	17	<b>57.558</b>	83.933
Adjustment for interest ( income) and expense	28	<b>388.846</b>	348.864
Adjustment for unrealized foreign currency translation		<b>(709.477)</b>	(419.633)
Adjustment for fair value loss (gain)		<b>(2.179)</b>	69.121
Adjustment for retained income of investments accounted by equity method	10	<b>(158.750)</b>	(70.080)
Adjustment for tax expenses (income)		<b>131.232</b>	(338.555)
Adjustment for loss (gain) on sales of property, plant and equipment	27	<b>(161)</b>	(2.560)
Adjustment for other items related with cash flow of investment or financial activities	28	<b>(976.068)</b>	924.395
Other adjustments for reconciliation of profit (loss)		<b>(7.848)</b>	7.336
<b>Changes in working capital</b>		<b>1.723.058</b>	(3.855.384)
Adjustment for decrease (increase) in trade receivables		<b>(638.101)</b>	(2.377.053)
Adjustment for decrease (increase) in other receivables related with operations		<b>177.405</b>	(631.994)
Adjustment for decrease (increase) in inventories		<b>(1.404.164)</b>	256.463
Adjustment for increase (decrease) in trade payables		<b>3.136.433</b>	(1.730.771)
Adjustment for increase (decrease) in other payables related with operations		<b>451.485</b>	627.971
<b>Cash flows from operating activities</b>		<b>2.697.890</b>	(190.713)
Tax returns (payment)		<b>(136.717)</b>	(8.229)
Other cash inflow (outflow)		<b>192.138</b>	(95.445)
<b>Cash flows from investing activities</b>		<b>(841.751)</b>	(888.504)
Cash inflows from the sales of property, plant and equipment and intangible assets		<b>1.650</b>	2.962
Cash outflows from the purchase of property, plant and equipment and intangible assets		<b>(885.401)</b>	(961.466)
Dividends received	10	<b>42.000</b>	70.000
<b>Cash flows from financing activities</b>		<b>202.197</b>	(248.980)
Cash inflows from financial liabilities		<b>36.558.822</b>	19.364.889
Cash outflows from financial liabilities		<b>(34.328.462)</b>	(19.327.766)
Dividends paid		<b>(1.627.725)</b>	(6.046)
Interest paid		<b>(698.377)</b>	(469.566)
Interest received		<b>297.939</b>	189.509
<b>Net increase (decrease) in cash and cash equivalents before the effect of foreign currency translation</b>		<b>2.113.757</b>	(1.431.871)
<b>Impact of foreign currency translation on cash and cash equivalents</b>		<b>709.477</b>	419.633
<b>Net increase (decrease) in cash and cash equivalents</b>		<b>2.823.234</b>	(1.012.238)
<b>Cash and cash equivalents at beginning of period</b>		<b>2.199.168</b>	3.211.406
<b>Cash and cash equivalents at end of period</b>	4	<b>5.022.402</b>	2.199.168

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



## Türkiye Petrol Rafinerileri A.Ş.

### Notes to the consolidated financial statements for the year ended 31 December 2016 (Amounts expressed in thousands of Turkish Lira ("TL") unless otherwise indicated.)

#### 1. Organization and nature of operations of the Group

Türkiye Petrol Rafinerileri A.Ş. ("Tüpraş" or the "Company") was established on 16 November 1983. The Company is mainly engaged in the following fields:

- To provide and refine crude oil, to import and export petroleum products when necessary, and to establish and operate domestic and foreign refineries for this purpose,
- To establish and operate factories and facilities in petrochemical and other related industries,
- To provide the necessary raw and supplementary materials and process, produce or trade these materials in order to obtain petrochemical and other related products,
- To package the products produced during various phases of production and to establish a packaging industry for this purpose, to evaluate and/or to sell waste, by products and substandard products, to establish and operate the necessary facilities for the destruction of the waste products,
- To establish and operate facilities and plants related with all kinds of energy and energy related industries within the framework of the laws and regulations. To obtain, use and trade all kinds of equipment, materials and chemical substances for this purpose,
- To purchase, sell, import, export, store, market and distribute (wholesale, retail, foreign and domestic) all kinds of petroleum products, LPG and natural gas, to establish marketing and distributing companies or similar partnerships with legal entities or real persons or to acquire, transfer or sell the shares of partnerships, when necessary.

The main operations of Tüpraş and its subsidiaries (collectively referred as "the Group") are in Turkey and the Group's business segment has been identified as refining.

The Company is registered at the Capital Markets Board ("CMB") of Turkey and its shares have been quoted at Borsa İstanbul A.Ş. ("BİST") (previously known as Istanbul Stock Exchange ("ISE")) since 1991. As at 31 December 2016, the shares quoted on the BİST are 49% of the total shares. As of 31 December 2016, the principal shareholders and their respective shareholdings in the Company are as follows (Note 23):

	%
Enerji Yatırımları A.Ş.	51,00
Publicly held	49,00
	<b>100,00</b>

Parent of the Company is controlled by Koç Holding A.Ş., Koç Family and the companies owned by Koç Family.

**Türkiye Petrol Rafinerileri A.Ş.**

**Notes to the consolidated financial statements for the year ended 31 December 2016**  
(Amounts expressed in thousands of Turkish Lira ("TL") unless otherwise indicated.)

**1. Organization and nature of operations of the Group (continued)**

The nature of the business of the subsidiaries and joint ventures of the Group is as follows:

<b>Subsidiary</b>	<b>Country of incorporation</b>	<b>Nature of business</b>
Ditaş Deniz İşletmeciliği ve Tankerciliği A.Ş. ("Ditaş")	Türkiye	Crude oil and petroleum products transportation
Üsküdar Tankercilik A.Ş. ("Üsküdar")	Türkiye	Crude oil and petroleum products transportation
T Damla Denizcilik A.Ş. ("Damla")	Türkiye	Crude oil and petroleum products transportation
Kadıköy Tankercilik A.Ş. ("Kadıköy")	Türkiye	Crude oil and petroleum products transportation
Beykoz Tankercilik A.Ş. ("Beykoz")	Türkiye	Crude oil and petroleum products transportation
Sarıyer Tankercilik A.Ş. ("Sarıyer")	Türkiye	Crude oil and petroleum products transportation
Kartal Tankercilik A.Ş. ("Kartal")	Türkiye	Crude oil and petroleum products transportation
Maltepe Tankercilik A.Ş. ("Maltepe")	Türkiye	Crude oil and petroleum products transportation
Salacak Tankercilik A.Ş. ("Salacak")	Türkiye	Crude oil and petroleum products transportation
Karşıyaka Tankercilik A.Ş. ("Karşıyaka")	Türkiye	Crude oil and petroleum products transportation
Bakırköy Tankercilik A.Ş. ("Bakırköy") (**)	Türkiye	Crude oil and petroleum products transportation
Karaköy Tankercilik A.Ş. ("Karaköy") (**)	Türkiye	Crude oil and petroleum products transportation
Çengelköy Tankercilik A.Ş. ("Çengelköy") (**)	Türkiye	Crude oil and petroleum products transportation
Pendik Tankercilik A.Ş. ("Pendik") (**)	Türkiye	Crude oil and petroleum products transportation
Tuzla Tankercilik A.Ş. ("Tuzla") (**)	Türkiye	Crude oil and petroleum products transportation
Körfez Hava Ulaştırma A.Ş. ("Körfez") (*)	Türkiye	Air carriage and transportation

(\*) Körfez, a subsidiary of the Group, has not been included in the scope of consolidation in the consolidated financial statements for the year ended 31 December 2016 on the grounds of materiality of its stand alone and total financial statements as to amount and composition, and accounted for as financial asset available-for-sale. As of 31 December 2016 total assets of Körfez is TL 6.086 thousand and net period loss of Körfez is TL 1.887 thousand.

(\*\*) Bakırköy, Karaköy and Çengelköy, subsidiaries of the Group, which have been established in January 2016; Pendik and Tuzla, which have been established in December 2016, have been included in the scope of consolidation in the consolidated financial statements for the year ended 31 December 2016.

<b>Joint venture</b>	<b>Country of incorporation</b>	<b>Nature of business</b>
OPET Petrolcülük A.Ş. ("Opet")	Turkey	Petroleum products retail distribution
THY Opet Havacılık Yakıtları A.Ş.	Turkey	Jet fuel supply services
Opet International Limited	United Kingdom	Petroleum products trading
Opet Trade B.V.	Netherlands	Petroleum products trading
Discontinued Opet Trade Singapore (*)	Singapore	Petroleum products trading
Opet Fuchs Madeni Yağ San. ve Tic. A.Ş.	Turkey	Lube oil trading
Op Ay Akaryakıt Ticaret Ltd. Şti.	Turkey	Petroleum products trading
Akdeniz Akaryakıt Depolama Nakliyat ve Tic. A.Ş.	Turkey	Petroleum products trading
Nemrut Liman ve Boru İşl. Nak. İç ve Dış Tic. Ltd. Şti.	Turkey	Marine services
Opet Ayygaz Gayrimenkul A.Ş.	Turkey	Real estate

(\*) The company discontinued its activities as of 15 July 2015.

The total number of employees of the Group as at 31 December 2016 is 5.296 (31 December 2015 – 5.131).

The address of the registered office of the Company is as follows:

Türkiye Petrol Rafinerileri A.Ş.  
Güney Mahallesi  
Petrol Caddesi No:25 41790  
Körfez, Kocaeli

(Convenience translation of the independent auditor's report and consolidated financial statements originally issued in Turkish (See Note 2.2.3))

**Türkiye Petrol Rafinerileri A.Ş.**

**Notes to the consolidated financial statements for the year ended 31 December 2016**  
(Amounts expressed in thousands of Turkish Lira ("TL") unless otherwise indicated.)

## **2. Basis of presentation of consolidated financial statements**

### **2.1. Basis of presentation**

#### **2.1.1 Basis of presentation**

The consolidated financial statements and disclosures have been prepared in accordance with the communiqué numbered II-14,1 "Communiqué on the Principles of Financial Reporting In Capital Markets" (the Communiqué) announced by the Capital Markets Board ("CMB") of Turkey (hereinafter will be referred to as "the CMB Reporting Standards") on 13 June 2013 which is published on Official Gazette numbered 28676. In accordance with article 5th of the CMB Reporting Standards, companies should apply Turkish Accounting Standards/Turkish Financial Reporting Standards and interpretations regarding these standards as adopted by the Public Oversight Accounting and Auditing Standards Authority ("POA") of Turkey.

With the decision taken on March 17, 2005, the CMB announced that, effective from January 1, 2005, the application of inflation accounting is no longer required for listed companies in Turkey. The Group's financial statements have been prepared in accordance with this decision.

The Company and the group companies established in Turkey, maintain their books of account and prepare their statutory financial statements ("Statutory Financial Statements") in accordance with rules and principles published by POA, the Turkish Commercial Code ("TCC"), tax legislation and the Uniform Chart of Accounts issued by the Ministry of Finance. These consolidated financial statements have been prepared under the historical cost convention except for available for sale financial assets and derivative financial instruments that are carried at fair value. These consolidated financial statements are based on the statutory records with the required adjustments and reclassifications reflected for the purpose of fair presentation in accordance with the Turkish Financial Reporting Standards.

#### **Functional and presentation currency**

Items included in the financial statements of each of the Group's entities are measured using the currency of the primary economic environment in which the entity operates ('the functional currency'). The consolidated financial statements are presented in TL, which is the functional and presentation currency of Tüpraş.

#### **2.1.2 Amendments in Turkish Financial Reporting Standards (TFRS)**

##### **The new standards, amendments and interpretations**

The accounting policies adopted in preparation of the consolidated financial statements as at December 31, 2016 are consistent with those of the previous financial year, except for the adoption of new and amended TFRS and TFRIC interpretations effective as of January 1, 2016. The effects of these standards and interpretations on the Group's financial position and performance have been disclosed in the related paragraphs.

**Türkiye Petrol Rafinerileri A.Ş.**

**Notes to the consolidated financial statements for the year ended 31 December 2016**  
(Amounts expressed in thousands of Turkish Lira ("TL") unless otherwise indicated.)

## **2. Basis of presentation of consolidated financial statements (continued)**

**i) The new standards, amendments and interpretations which are effective as at January 1, 2016 are as follows:**

### **TFRS 11 Acquisition of an Interest in a Joint Operation (Amendment)**

UFRS 11 is amended to provide guidance on the accounting for acquisitions of interests in joint operations in which the activity constitutes a business. This amendment clarifies that the acquirer of an interest in a joint operation in which the activity constitutes a business, as defined in TFRS 3 Business Combinations, to apply all of the principles on business combinations accounting in TFRS 3 and other IFRSs except for those principles that conflict with the guidance in this TFRS. In addition, the acquirer shall disclose the information required by TFRS 3 and other TFRSs for business combinations. The amendments did not have an impact on the financial position or performance the Group.

### **TAS 16 and TAS 38 - Clarification of Acceptable Methods of Depreciation and Amortisation (Amendments to TAS 16 and TAS 38)**

The amendments to TAS 16 and TAS 38, have prohibited the use of revenue-based depreciation for property, plant and equipment and significantly limiting the use of revenue-based amortisation for intangible assets. The amendments did not have an impact on the financial position or performance of the Group.

### **TAS 16 Property, Plant and Equipment and TAS 41 Agriculture (Amendment) – Bearer Plants**

TAS 16 is amended to provide guidance that bearer plants, such as grape vines, rubber trees and oil palms should be accounted for in the same way as property, plant and equipment in TAS 16. Once a bearer plant is mature, apart from bearing produce, its biological transformation is no longer significant in generating future economic benefits. The only significant future economic benefits it generates come from the agricultural produce that it creates. Because their operation is similar to that of manufacturing, either the cost model or revaluation model should be applied. The produce growing on bearer plants will remain within the scope of TAS 41, measured at fair value less costs to sell. The amendment is not applicable for the Company / the Group and did not have an impact on the financial position or performance of the Group.

### **TAS 27 Equity Method in Separate Financial Statements (Amendments to TAS 27)**

IASB issued an amendment to TAS 27 to restore the option to use the equity method to account for investments in subsidiaries and associates in an entity's separate financial statements. Therefore, an entity must account for these investments either:

- At cost
  - In accordance with TFRS 9,
- Or
- Using the equity method defined in TAS 28

The entity must apply the same accounting for each category of investments The amendment is not applicable for the Group and did not have an impact on the financial position or performance of the Group.

**Türkiye Petrol Rafinerileri A.Ş.**

**Notes to the consolidated financial statements for the year ended 31 December 2016**  
(Amounts expressed in thousands of Turkish Lira ("TL") unless otherwise indicated.)

## **2. Basis of presentation of consolidated financial statements (continued)**

### **IFRS 10 and TAS 28: Sale or Contribution of Assets between an Investor and its Associate or Joint Venture (Amendments)**

Amendments issued to IFRS 10 and TAS 28, to address the acknowledged inconsistency between the requirements in IFRS 10 and TAS 28 in dealing with the loss of control of a subsidiary that is contributed to an associate or a joint venture, to clarify that an investor recognises a full gain or loss on the sale or contribution of assets that constitute a business, as defined in IFRS 3, between an investor and its associate or joint venture. The gain or loss resulting from the re-measurement at fair value of an investment retained in a former subsidiary should be recognised only to the extent of unrelated investors' interests in that former subsidiary. The amendment is not applicable for the Group and did not have an impact on the financial position or performance of the Group.

### **IFRS 10, IFRS 12 and TAS 28: Investment Entities: Applying the Consolidation Exception (Amendments to IFRS 10 and TAS 28)**

Amendments issued to IFRS 10, IFRS 12 and TAS 28, to address the issues that have arisen in applying the investment entities exception under IFRS 10 Consolidated Financial Statements. The amendment is not applicable for the Group and did not have an impact on the financial position or performance of the Group.

### **TAS 1: Disclosure Initiative (Amendments to TAS 1)**

Amendments issued to TAS 1. Those amendments include narrow-focus improvements in the following five areas: Materiality, Disaggregation and subtotals, Notes structure, Disclosure of accounting policies, Presentation of items of other comprehensive income (OCI) arising from equity accounted investments. These amendments did not have significant impact on the notes to the consolidated financial statements of the Group.

### **Annual Improvements to IFRSs - 2012-2014 Cycle**

TASB issued, Annual Improvements to IFRSs 2012-2014 Cycle. The document sets out five amendments to four standards, excluding those standards that are consequentially amended, and the related Basis for Conclusions. The standards affected and the subjects of the amendments are:

- IFRS 5 Non-current Assets Held for Sale and Discontinued Operations – clarifies that changes in methods of disposal (through sale or distribution to owners) would not be considered a new plan of disposal, rather it is a continuation of the original plan
- IFRS 7 Financial Instruments: Disclosures – clarifies that i) the assessment of servicing contracts that includes a fee for the continuing involvement of financial assets in accordance with IFRS 7; ii) the offsetting disclosure requirements do not apply to condensed interim financial statements, unless such disclosures provide a significant update to the information reported in the most recent annual report
- TAS 19 Employee Benefits – clarifies that market depth of high quality corporate bonds is assessed based on the currency in which the obligation is denominated, rather than the country where the obligation is located
- TAS 34 Interim Financial Reporting – clarifies that the required interim disclosures must either be in the interim financial statements or incorporated by cross-reference between the interim financial statements and wherever they are included within the interim financial report

These amendments did not have any impact on the financial position or performance of the Group.

**Türkiye Petrol Rafinerileri A.Ş.**

**Notes to the consolidated financial statements for the year ended 31 December 2016**  
(Amounts expressed in thousands of Turkish Lira ("TL") unless otherwise indicated.)

**2. Basis of presentation of consolidated financial statements (continued)**

**ii) Standards issued but not yet effective and not early adopted**

Standards, interpretations and amendments to existing standards that are issued but not yet effective up to the date of issuance of the consolidated financial statements are as follows. The Group will make the necessary changes if not indicated otherwise, which will be affecting the consolidated financial statements and disclosures, when the new standards and interpretations become effective.

**TFRS 15 Revenue from Contracts with Customers**

Amendments issued to TFRS 10 and TAS 28, to address the acknowledged inconsistency between the requirements in TFRS 10 and TAS 28 in dealing with the loss of control of a subsidiary that is contributed to an associate or a joint venture, to clarify that an investor recognises a full gain or loss on the sale or contribution of assets that constitute a business, as defined in TFRS 3, between an investor and its associate or joint venture. The gain or loss resulting from the re-measurement at fair value of an investment retained in a former subsidiary should be recognised only to the extent of unrelated investors' interests in that former subsidiary. In December 2015, the IASB postponed the effective date of this amendment indefinitely pending the outcome of its research project on the equity method of accounting. Early application of the amendments is still permitted. An entity shall apply those amendments prospectively. The Group is in the process of assessing the impact of the amendments on financial position or performance of the Group.

**TFRS 9 Financial Instruments**

In July 2014, the IASB issued the final version of TFRS 9 Financial Instruments. The final version of TFRS 9 brings together all three aspects of the accounting for financial instruments project: classification and measurement, impairment and hedge accounting. TFRS 9 is built on a logical, single classification and measurement approach for financial assets that reflects the business model in which they are managed and their cash flow characteristics. Built upon this is a forward-looking expected credit loss model that will result in more timely recognition of loan losses and is a single model that is applicable to all financial instruments subject to impairment accounting. In addition, TFRS 9 addresses the so-called 'own credit' issue, whereby banks and others book gains through profit or loss as a result of the value of their own debt falling due to a decrease in credit worthiness when they have elected to measure that debt at fair value. The Standard also includes an improved hedge accounting model to better link the economics of risk management with its accounting treatment. IFRS 9 is effective for annual periods beginning on or after 1 January 2018, with early application permitted by applying all requirements of the standard. Alternatively, entities may elect to early apply only the requirements for the presentation of gains and losses on financial liabilities designated as FVTPL without applying the other requirements in the standard. The Group is in the process of assessing the impact of the amendments on financial position or performance of the Group.

**iii) The new standards, amendments and interpretations that are issued by the International Accounting Standards Board (IASB) but not issued by Public Oversight Authority (POA)**

The following standards, interpretations and amendments to existing IFRS standards are issued by the IASB but not yet effective up to the date of issuance of the financial statements. However, these standards, interpretations and amendments to existing IFRS standards are not yet adapted/issued by the POA, thus they do not constitute part of TFRS. The Group will make the necessary changes to its consolidated financial statements after the new standards and interpretations are issued and become effective under TFRS.

(Convenience translation of the independent auditor's report and consolidated financial statements originally issued in Turkish (See Note 2.2.3))

**Türkiye Petrol Rafinerileri A.Ş.**

**Notes to the consolidated financial statements for the year ended 31 December 2016**  
(Amounts expressed in thousands of Turkish Lira ("TL") unless otherwise indicated.)

## **2. Basis of presentation of consolidated financial statements (continued)**

### **IFRS 10 and IAS 28: Sale or Contribution of Assets between an Investor and its Associate or Joint Venture (Amendments)**

In December 2015, the IASB postponed the effective date of this amendment indefinitely pending the outcome of its research project on the equity method of accounting. Early application of the amendments is still permitted.

#### **Annual Improvements – 2010–2012 Cycle**

##### *IFRS 13 Fair Value Measurement*

As clarified in the Basis for Conclusions short-term receivables and payables with no stated interest rates can be held at invoice amounts when the effect of discounting is immaterial. The amendment is effective immediately.

#### **Annual Improvements – 2011–2013 Cycle**

##### **IFRS 16 Leases**

The IASB has published a new standard, IFRS 16 'Leases'. The new standard brings most leases on-balance sheet for lessees under a single model, eliminating the distinction between operating and finance leases. Lessor accounting however remains largely unchanged and the distinction between operating and finance leases is retained. IFRS 16 supersedes IAS 17 'Leases' and related interpretations and is effective for periods beginning on or after January 1, 2019, with earlier adoption permitted if IFRS 15 'Revenue from Contracts with Customers' has also been applied. The Group is in the process of assessing the impact of the standard on financial position or performance of the Group.

##### **IAS 12 Income Taxes: Recognition of Deferred Tax Assets for Unrealised Losses (Amendments)**

The IASB issued amendments to IAS 12 Income Taxes. The amendments clarify how to account for deferred tax assets related to debt instruments measured at fair value. The amendments clarify the requirements on recognition of deferred tax assets for unrealised losses, to address diversity in practice. These amendments are to be retrospectively applied for annual periods beginning on or after January 1, 2017 with earlier application permitted. However, on initial application of the amendment, the change in the opening equity of the earliest comparative period may be recognised in opening retained earnings (or in another component of equity, as appropriate), without allocating the change between opening retained earnings and other components of equity. If the Company/Group applies this relief, it shall disclose that fact. The Group is in the process of assessing the impact of the amendments on financial position or performance of the Group.

**Türkiye Petrol Rafinerileri A.Ş.**

**Notes to the consolidated financial statements for the year ended 31 December 2016**  
(Amounts expressed in thousands of Turkish Lira ("TL") unless otherwise indicated.)

## **2. Basis of presentation of consolidated financial statements (continued)**

### **IAS 7 Statement of Cash Flows (Amendments)**

The IASB issued amendments to IAS 7 'Statement of Cash Flows'. The amendments are intended to clarify IAS 7 to improve information provided to users of financial statements about an entity's financing activities. The improvements to disclosures require companies to provide information about changes in their financing liabilities. These amendments are to be applied for annual periods beginning on or after January 1, 2017 with earlier application permitted. When the Group first applies those amendments, it is not required to provide comparative information for preceding periods. The Group is in the process of assessing the impact of the amendments on financial position or performance of the Group.

### **IFRS 2 Classification and Measurement of Share-based Payment Transactions (Amendments)**

The IASB issued amendments to IFRS 2 Share-based Payment, clarifying how to account for certain types of share-based payment transactions. The amendments, provide requirements on the accounting for:

- a. the effects of vesting and non-vesting conditions on the measurement of cash-settled share-based payments;
- b. share-based payment transactions with a net settlement feature for withholding tax obligations; and
- c. a modification to the terms and conditions of a share-based payment that changes the classification of the transaction from cash-settled to equity-settled.

These amendments are to be applied for annual periods beginning on or after 1 January 2018. Earlier application is permitted. The Group is in the process of assessing the impact of the amendments on financial position or performance of the Group.

### **IFRS 4 Insurance Contracts (Amendments)**

In September 2016, the IASB issued amendments to IFRS 4 Insurance Contracts. The amendments introduce two approaches: an overlay approach and a deferral approach. The amended Standard will:

- give all companies that issue insurance contracts the option to recognise in other comprehensive income, rather than profit or loss, the volatility that could arise when IFRS 9 Financial instruments is applied before the new insurance contracts Standard is issued; and

- give companies whose activities are predominantly connected with insurance an optional temporary exemption from applying IFRS 9 Financial instruments until 2021. The entities that defer the application of IFRS 9 Financial instruments will continue to apply the existing financial instruments Standard—IAS 39.

These amendments are to be applied for annual periods beginning on or after 1 January 2018. Earlier application is permitted. The amendment are not applicable for the Group and will not have an impact on the financial position or performance of the Group.

### **IAS 40 Investment Property: Transfers of Investment Property (Amendments)**

The IASB issued amendments to IAS 40 'Investment Property'. The amendments state that a change in use occurs when the property meets, or ceases to meet, the definition of investment property and there is evidence of the change in use. These amendments are to be applied for annual periods beginning on or after 1 January 2018. Earlier application is permitted. The amendment are not applicable for the Group and will not have an impact on the financial position or performance of the Group.



**Türkiye Petrol Rafinerileri A.Ş.**

**Notes to the consolidated financial statements for the year ended 31 December 2016**  
(Amounts expressed in thousands of Turkish Lira ("TL") unless otherwise indicated.)

**2. Basis of presentation of consolidated financial statements (continued)**

**IFRIC 22 Foreign Currency Transactions and Advance Consideration**

The interpretation clarifies the accounting for transactions that include the receipt or payment of advance consideration in a foreign currency.

The Interpretation states that the date of the transaction for the purpose of determining the exchange rate to use on initial recognition of the related asset, expense or income is the date on which an entity initially recognises the non-monetary asset or non-monetary liability arising from the payment or receipt of advance consideration. An entity is not required to apply this Interpretation to income taxes; or insurance contracts (including reinsurance contracts) it issues or reinsurance contracts that it holds.

The interpretation is effective for annual reporting periods beginning on or after 1 January 2018. Earlier application is permitted. The Group is in the process of assessing the impact of the interpretation on financial position or performance of the Group.

**Annual Improvements to IFRSs - 2014-2016 Cycle**

The IASB issued Annual Improvements to IFRS Standards 2014–2016 Cycle, amending the following standards:

- IFRS 1 First-time Adoption of International Financial Reporting Standards: This amendment deletes the short-term exemptions about some IFRS 7 disclosures, IAS 19 transition provisions and IFRS 10 Investment Entities. These amendments are to be applied for annual periods beginning on or after 1 January 2018.
- IFRS 12 Disclosure of Interests in Other Entities: This amendment clarifies that an entity is not required to disclose summarised financial information for interests in subsidiaries, associates or joint ventures that is classified, or included in a disposal group that is classified, as held for sale in accordance with IFRS 5 Non-current Assets Held for Sale and Discontinued Operations. These amendments are to be applied for annual periods beginning on or after 1 January 2017.
- IAS 28 Investments in Associates and Joint Ventures: This amendment clarifies that the election to measure an investment in an associate or a joint venture held by, or indirectly through, a venture capital organisation or other qualifying entity at fair value through profit or loss applying IFRS 9 Financial Instruments is available for each associate or joint venture, at the initial recognition of the associate or joint venture. These amendments are to be applied for annual periods beginning on or after 1 January 2018. Earlier application is permitted.

The Group is in the process of assessing the impact of the amendments on financial position or performance of the Group.

**2.1.3 Financial statements of joint ventures operating in foreign countries**

Financial statements of joint ventures operating in foreign countries are prepared according to the legislation of the country in which they operate, and adjusted to the Turkish Financial Reporting Standards to reflect the proper presentation and content. Foreign joint ventures' assets and liabilities are translated into TL with the foreign exchange rate at the balance sheet date. Exchange differences arising from the retranslation of the opening net assets of foreign undertakings and differences between the average and balance sheet date rates are included in the "currency translation differences" under other comprehensive income and the shareholders' equity.

**2. Basis of presentation of consolidated financial statements (continued)**

**Türkiye Petrol Rafinerileri A.Ş.**

**Notes to the consolidated financial statements for the year ended 31 December 2016**  
(Amounts expressed in thousands of Turkish Lira ("TL") unless otherwise indicated.)

**2.1.4 Basis of consolidation**

- a) Consolidated financial statements have been prepared in accordance with principles stated on consolidated financial statements for the year ended 31 December 2015 and include financial statements of Tüpraş and its Subsidiaries.
- b) At 31 December 2016, there are no changes in voting rights or proportion of effective interest on Subsidiaries and Joint Ventures apart from Bakırköy, Karaköy and Çengelköy, which have been established in January 2016; Pendik and Tuzla, which have been established in July 2016, that are subject to consolidation from the information stated on consolidated financial statements for the year ended 31 December 2015.

	31 December 2016		31 December 2015	
	Direct and indirect voting rights possessed by the Company (%)	Proportion of effective interest (%)	Direct and indirect voting rights possessed by the Company (%)	Proportion of effective interest (%)
<b>Subsidiary</b>				
Ditaş	79,98	79,98	79,98	79,98
Üsküdar	79,98	79,98	79,98	79,98
Damla	79,98	79,98	79,98	79,98
Beykoz	79,98	79,98	79,98	79,98
Kadıköy	79,98	79,98	79,98	79,98
Sarıyer	79,98	79,98	79,98	79,98
Kartal	79,98	79,98	79,98	79,98
Maltepe	79,98	79,98	79,98	79,98
Salacak	79,98	79,98	79,98	79,98
Karşıyaka	79,98	79,98	79,98	79,98
Bakırköy	79,98	79,98	-	-
Karaköy	79,98	79,98	-	-
Çengelköy	79,98	79,98	-	-
Pendik	79,98	79,98	-	-
Tuzla	79,98	79,98	-	-

The statement of financial position and statement of comprehensive income of the subsidiaries are consolidated on a line-by-line basis and the carrying value of the investment held by the Company is eliminated against the related equity. Intercompany transactions and balances between the Company and its subsidiaries are eliminated on consolidation. The cost of and the dividends arising from, shares held by the Company in its subsidiaries are eliminated from equity and income for the year, respectively.

- c) Joint ventures are companies in respect of which there are contractual arrangements through which an economic activity is undertaken subject to joint control by the Group and one or more other parties. The Group exercises such joint control through the power to exercise voting rights (relating to shares in the companies as a result of ownership interest directly and indirectly by itself whereby exercising control over the voting rights of (but does not have the economic benefit of) the shares held by them. The Group's interest in joint ventures is accounted for with equity method. Investments accounted by equity method are presented in consolidated statement of financial position with additions or deductions of changes on share of the Group on net assets of the affiliate and with deduction of provisions for the decline in the value. The comprehensive income statement presents shares of financial results of the Group's joint ventures. The changes of the amount, not reflected on income or loss of the joint venture, on the equity of the joint venture can requisite an adjustment on the net book value of the joint venture in proportion of the Group's share. The share of the Group from these changes is directly accounted under the Group's equity.

**Türkiye Petrol Rafinerileri A.Ş.**

**Notes to the consolidated financial statements for the year ended 31 December 2016**  
(Amounts expressed in thousands of Turkish Lira ("TL") unless otherwise indicated.)

**2. Basis of presentation of consolidated financial statements (continued)**

The table below shows the total interest of the Group in its joint ventures accounted by equity method as at 31 December 2016 and 31 December 2015:

	31 December 2016		31 December 2015	
	Direct and indirect voting rights possessed by the Company (%)	Proportion of effective interest (%)	Direct and indirect voting rights possessed by the Company (%)	Proportion of effective interest (%)
<b>Investments accounted by equity method</b>				
Opet	50,00	40,00	50,00	40,00
Opet International Limited (*)	50,00	40,00	50,00	40,00
Opet Trade B.V.(*)	50,00	40,00	50,00	40,00
Tasfiye Halinde Opet Trade Singapore(*) (**)	50,00	40,00	50,00	40,00
THY Opet Havacılık Yakıtları A.Ş.(*)	25,00	20,00	25,00	20,00
Opet Fuchs Madeni Yağ San. ve Tic. A.Ş.(*)	25,00	20,00	25,00	20,00
Op Ay Akaryakıt Ticaret Ltd. Şti.(*)	25,00	20,00	25,00	20,00
Akdeniz Akaryakıt Depolama Nakliyat ve Tic. A.Ş.(*)	16,65	13,32	16,65	13,32
Nemrut Liman ve Boru İşl. Nak. İç ve Dış Tic. Ltd. Şti.(*)	12,50	10,00	12,50	10,00
Opet Aygaz Gayrimenkul A.Ş.(*)	25,00	20,00	25,00	20,00

(\*) Related companies are consolidated or accounted by equity method in Opet's financial statements..

(\*\*) The company discontinued its activities as of 15 July 2015.

- d) Other investments in which the Group has interest below 20%, or over which the Group does not exercise a significant influence, or which are immaterial, are classified as available-for-sale. Available-for-sale investments that do not have a quoted market price in active markets and whose fair value cannot be measured reliably are carried at cost less any provision for diminution in value (Note 9).
- e) The non-controlling shareholders' share of the net assets and results for the period for the subsidiaries are classified separately in the consolidated statement of financial position and statements of comprehensive income as non-controlling interest.

**Türkiye Petrol Rafinerileri A.Ş.**

**Notes to the consolidated financial statements for the year ended 31 December 2016**  
(Amounts expressed in thousands of Turkish Lira ("TL") unless otherwise indicated.)

**2. Basis of presentation of consolidated financial statements (continued)**

**2.2. Changes in accounting policies**

**2.2.1 Comparative information**

In order to allow for the determination of the financial situation and performance trends, the Group's consolidated financial statements have been presented comparatively with the previous year.

The Group presented the consolidated statement of financial position as of 31 December 2016 comparatively with the consolidated statement of financial position as of 31 December 2015, presented the consolidated statement of comprehensive income, consolidated statement of cash flows and consolidated statement of changes in equity for the year ended 31 December 2016 comparatively with the consolidated financial statements for the year ended 31 December 2015.

The classifications made in the statement of comprehensive income of the Company as of 31 December 2016 are as follows:

- Idle capacity expenses amounting to kTL 48.685 thousand shown in other operating expense as of 31 December 2015 were classified under cost of sales.
- Spare parts and material stocks amounting to kTL 67.304 shown in other non-current asset as of 31 December,2015 were classified under other current asset.
- Other payables to related parties amounting to kTL 17.469 shown in trade payables as of 31 December,2015 were classified under other payables.
- Foreign Exchange gains, sourcing from deposits in cash flow statement of the Company dated December 31, 2015, are recognized at impacts of adjustments related to net period profit (loss) reconciliation and foreign currency conversion adjustments on cash and cash equivalents items.
- Deductible taxes and funds amounting to 24.318 shown in prepaid expense as of 31 December, 2015 were classified under other current assets.

**2.2.2 Offsetting**

Financial assets and liabilities are offset and the net amount is reported in the balance sheet when there is a legally enforceable right to offset the recognised amounts and there is an intention to settle on a net basis or realise the asset and settle the liability simultaneously.

**2.3. Summary of significant accounting policies**

The significant accounting policies followed in the preparation of the consolidated financial statements are summarized below:

**2.3.1 Cash and cash equivalents**

The cash and cash equivalents are carried at cost in the consolidated balance sheet at cost. Cash and cash equivalents consist of cash on hand, deposits at banks and highly liquid investments with maturity periods of three months or less (Note 4).

**Türkiye Petrol Rafinerileri A.Ş.**

**Notes to the consolidated financial statements for the year ended 31 December 2016**  
(Amounts expressed in thousands of Turkish Lira ("TL") unless otherwise indicated.)

## **2. Basis of presentation of consolidated financial statements (continued)**

### **2.3.2 Trade receivables and provision for impairment**

Trade receivables that are created by the Group by way of providing goods or services directly to a debtor are carried at amortised cost.

A credit risk provision for trade receivables is established when there is objective evidence that the Group is not able to collect all amounts due. The amount of the provision is the difference between the carrying amount and the recoverable amount, being the present value of all cash flows, including amounts recoverable from guarantees and collateral, discounted based on the original effective interest rate of the originated receivables at inception.

If the amount of the impairment subsequently decreases due to an event occurring after the write-down, the release of the provision is credited to other income (Note 6).

### **2.3.3 Related parties**

For the purpose of these consolidated financial statements, shareholders, key management personnel, Board of Directors members and Koç Group companies including their family members and companies controlled by or affiliated with them are considered and referred to as related parties (Note 31).

### **2.3.4 Stocks**

Inventories are valued at the lower of acquisition cost or net realisable value. The cost components of inventories include materials, conversion costs and other costs that are necessary to bring the inventories to their present location and condition. The cost of inventories is determined on the weighted average cost basis. As during the production process more than one product is produced from single raw material inputted, the costs of conversion of each product are not separately identifiable. In order to allocate the costs of conversion between the products on a rational and consistent basis, the approach used by the Company for the allocation is based on the relative sales prices of each product.

Net realisable value is the estimated selling price in the ordinary course of business, less the costs of completion and selling expenses (Note 8).

### **2.3.5 Spare parts and material stocks**

Spare parts and material stocks are valued at the lower of cost or net realisable value. The cost elements of spare parts and material stocks include materials and other costs that are necessary to bring them to their present location and condition. The cost of spare parts and material stocks is determined on the weighted average cost basis. The Group has provided provision for the slow-moving spare parts (Note 15).

**Türkiye Petrol Rafinerileri A.Ş.**

**Notes to the consolidated financial statements for the year ended 31 December 2016**  
(Amounts expressed in thousands of Turkish Lira ("TL") unless otherwise indicated.)

**2. Basis of presentation of consolidated financial statements (continued)**

**2.3.6 Financial investments**

All investment securities are recognized at cost including acquisition charges associated with the investment. Investment securities intended to be held for an indefinite period of time, which may be sold in response to needs for liquidity or changes in macro-economic environment are classified as "available-for-sale investments". These investments are included in non-current assets unless management has not intended to realize gain from asset in short term or unless they will need to be sold to raise operating capital, in which case they are included in current assets. The Group management determines the appropriate classification of its investments at the time of the purchase and re-evaluates such classification on a regular basis.

At every balance sheet date, the Group assesses whether there is objective evidence that a financial asset on a group of financial assets is impaired. For financial instruments classified as available for sale a significant or prolonged decline in the fair value of the security below its cost is considered as an indicator of impairment. If such evidence exists for an available for sale financial asset, cumulative net loss recorded by decreasing the fair value gain on the financial asset previously recorded as "financial asset fair value reserve" within equity. The amount of impairment exceeding the fair value reserve is recorded as expense in the statement of comprehensive income for the year.

The unrealised gains and losses arising from changes in the fair value of available-for-sale securities are deferred in the equity under "financial assets fair value reserve" until the financial asset is sold, collected or otherwise disposed of. When available-for-sale securities are sold, collected or otherwise disposed of, related deferred gains and losses in equity are released to the statement of comprehensive income.

When the financial asset is not traded in an active market and fair value of the asset cannot be measured reliably, the fair value of the financial asset is identified by using valuation techniques. These valuation techniques include the use of recent transactions under market conditions or by considering other similar investment instruments and discounted cash flows performed by considering the specific conditions of the company invested in.

Other financial assets in which the Group has an interest below 20%, that do not have a quoted market price in active markets and whose fair value cannot be measured reliably, are carried at cost, if applicable, less any provision for diminution in value. Available-for-sale investments that have a quoted market price in active markets and whose fair values can be measured reliably are carried at fair value (Note 9).

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**2. Basis of presentation of consolidated financial statements (continued)**

**2.3.7 Property, plant and equipment**

Property, plant and equipment are carried at cost less accumulated depreciation. Historical costs include the costs directly related to the acquisition of property plant and equipment. Costs incurred after the acquisition can be added to the net book value of the assets or can be booked as another asset if and only if it is probable that the future economic benefits will flow to the Group and cost of the asset can be measured reliably. All other repair and maintenance costs are expensed in the consolidated statement of comprehensive income for the period. Depreciation is provided using the straight line method based on the estimated useful lives of gross book value of assets (Note 12).

The depreciation periods for property, plant and equipment, which approximate the economic useful lives of such assets, are as follows:

	Useful life
Land and land improvements	3-50 years
Buildings	5-50 years
Machinery and equipment	3-50 years
Motor vehicles	4-25 years
Furniture and fixtures	2-50 years

Land is not depreciated as it is deemed to have an indefinite useful life.

Where the carrying amount of an asset is greater than its estimated recoverable amount, it is written down immediately to its recoverable amount. Recoverable amount is the higher of asset net selling price or value in use. Net selling price is calculated by deducting the selling costs from the fair value of the asset. Value in use is calculated as the discounted value of the estimated future cash flows the entity expects to derive from the asset. An impairment loss is recognised for the amount by which the carrying amount of the asset exceeds its recoverable amount.

Gains or losses on disposals of property, plant and equipment are determined by comparing proceeds with their restated carrying amounts and are included in the related income and expense accounts, as appropriate.

Expected useful life of machinery, equipment and devices are estimated as 35 years on average and expected useful life of land improvements are estimated as 25 years based on technical analysis performed in scope of capitalization of Residuum Upgrade Project (RUP).

**2.3.8 Intangible assets**

Intangible assets include rights and software and development costs (Note 13).

*a) Rights and software*

Rights and software are carried at cost less accumulated amortisation. Amortisation is calculated using the straight-line method over the estimated useful lives of such assets not exceeding 5 years.

*b) Development costs*

The accounting policy of development costs are explained in Note 2.3.24.

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**Notes to the consolidated financial statements for the year ended 31 December 2016**  
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**2. Basis of presentation of consolidated financial statements (continued)**

**2.3.9 Investment property**

Lands held for the purposes of long-term rental yields, for capital appreciation or both rather than land held in the production or supply of goods or services, for administrative purposes and for sale in the ordinary course of business, are classified as "investment property". Investment properties are carried at cost and any accumulated impairment losses. Investment properties are depreciated with the straight-line depreciation method over their useful lives.

Investment properties are reviewed for possible impairment losses and where the carrying amount of the investment property is greater than the estimated recoverable amount, it is written down to its recoverable amount. The recoverable amount of the investment property is the higher of future net cash flows from the utilisation of this investment property or fair value less costs to sell (Note 11).

**2.3.10 Impairment of assets**

The Group reviews all tangible and intangible assets except goodwill for indicators of impairment at every balance sheet date. If any indication of impairment exists, carrying value of the asset is compared with its recoverable amount which is the higher of value in use or fair value less costs to sell. Impairment exists when carrying value of the asset or cash generating unit that the asset belongs to is higher than the recoverable amount. An impairment loss is recognised immediately in the consolidated statement of comprehensive income.

An impairment loss recognised in prior periods for an asset is reversed if the subsequent increase in the asset's recoverable amount is caused by a specific event since the last impairment loss was recognised. Such a reversal amount cannot be higher than the previously recognised impairment and is recognized as income in the consolidated financial statements. The reversal of the impairment is recognized in the comprehensive income statement. Net book value of goodwill is evaluated annually and impairment is recorded when necessary considering a significant on prolonged decline.

**2.3.11 Borrowing costs**

Borrowings are recognised initially at the proceeds received, net of transaction costs incurred. In subsequent periods, borrowings are stated at amortised cost using the effective yield method; any difference between proceeds (net of transaction costs) and the redemption value is recognised in the consolidated statement of comprehensive income over the period of the borrowings.

Borrowing costs, which can be related to its purchase, construction or production when it comes to assets requiring a significant period of time to be ready for use and sales, are included in cost of asset until the related asset is made available for use or sales.

Other borrowing costs are charged to the consolidated statement of comprehensive income when they are incurred.



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## 2. Basis of presentation of consolidated financial statements (continued)

### 2.3.12 Operating leases

The Group as the lessee

#### *Operational leases*

Leases where a significant portion of the risks and rewards of ownership are retained by the lessor are classified as operating leases. Payments made under operating leases (net of any incentives received from the lessor) are charged to the consolidated statement of comprehensive income on a straight-line basis over the period of the lease.

The Group as the lessor

#### *Operational leases*

Assets leased out under operating leases are classified under property, plant and equipment in the consolidated balance sheet and rental income is recognized on a straight-line basis over the lease term.

### 2.3.13 Deferred taxes

Deferred income tax is provided in full, using the liability method, on all temporary differences arising between the tax bases of assets and liabilities and their carrying values in the consolidated financial statements. Deferred tax is calculated at the tax rates that are expected to apply in the period when the liability is settled or the asset realized, based on tax rates (and tax laws) that have been enacted or substantively enacted by the balance sheet date. Deferred tax is charged or credited to consolidated statement of income, except when it relates to items charged or credited directly to the equity in which case the deferred tax is also dealt within the equity.

Deferred tax liabilities are recognised for all taxable temporary differences, where deferred tax assets resulting from deductible temporary differences are recognised to the extent that it is probable that future taxable profit will be available against which the deductible temporary difference can be utilised.

Government incentives enabling reduced corporate tax payments are considered within the scope IAS-12 "Income Taxes" and the deferred tax asset is recognized at the rate of the earned tax benefit under the condition that benefitting from this advantage by earning taxable income in the future is highly probable.

Provided that deferred tax assets and deferred tax liabilities relate to income taxes levied by the same taxation authority and it is legally eligible, they may be offset against one another. Deferred tax assets and liabilities are classified as noncurrent assets and liabilities in the consolidated financial statements (Note 29).

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## **2. Basis of presentation of consolidated financial statements (continued)**

### **2.3.14 Employment termination benefits**

#### **Long-term employee benefits / Retirement pay liability**

##### **a) Defined benefit plans:**

In accordance with existing social legislation in Turkey, the Group is required to make lump-sum termination indemnities to each employee who has completed over one year of service with the Group and whose employment is terminated due to retirement or for reasons other than resignation or misconduct.

In the financial statements, the Group has recognized a liability using the "Projected Unit Credit Method" based upon factors derived using the Company's experience of personnel terminating and being eligible to receive benefits, discounted by using the current market yield at the balance sheet date on government bonds (Note 17). All actuarial gains and losses are recognized in the other comprehensive income statement.

##### **b) Defined contribution plans:**

The Company pays contributions to the Social Security Institution on a mandatory basis. The Group has no further payment obligations once the contributions have been paid. The contributions are recognized as an employee benefit expense when they are due.

### **2.3.15 Seniority incentive bonus provision**

The Group has an employee benefit plan called "Seniority Incentive Bonus" ("Bonus") which is paid to employees with a certain level of seniority. Seniority incentive bonus provision represents the present value at the date of the consolidated balance sheet of the estimated total reserve of the probable future obligations (Note 17).

### **2.3.16 Transactions in foreign currency**

Transactions in foreign currencies during the year have been translated at the exchange rates prevailing at the dates of the transactions. Monetary assets and liabilities denominated in foreign currencies are translated into Turkish Lira at the exchange rates prevailing at the balance sheet dates. Foreign exchange gains or losses arising from the settlement of such transactions and from the translation of monetary assets and liabilities are recognised in the consolidated statement of comprehensive income except the ones that are capitalised (Note 2.3.11).

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## **2. Basis of presentation of consolidated financial statements (continued)**

### **2.3.17 Revenue recognition**

Revenue is based on the invoiced amount of products sold and services given. Revenues are recognised on an accrual basis at the time deliveries or acceptances are made, when the amount of revenue can be measured reliably and when it is probable that the economic benefits associated with the transaction will flow to the Group, at the fair value of consideration received or receivable. Risks and rewards are transferred to customers, when the transfer of ownership has realised. Net sales represent the invoiced value of goods sold less sales returns and commission and exclude related taxes. Interest income is recognised on a time proportion basis that takes into account the effective yield on the asset.

When the arrangement effectively constitutes a financing transaction, the fair value of the consideration is determined by discounting all future receipts using an imputed rate of interest. The difference between the fair value and the nominal amount of the consideration is recognised as interest income on a time proportion basis that takes into account the effective yield on the asset.

### **2.3.18 Provisions**

Provisions are recognised when the Group has a present legal or constructive obligation as a result of past events, when it is probable that an outflow of resources will be required to settle the obligation, and when a reliable estimate of the amount can be made. Provisions, as of the balance sheet date, are recorded with the best estimate of management in order to provide for the estimated obligation and are discounted, if they are material for the consolidated financial statements.

### **2.3.19 Commitments, contingent assets and liabilities**

Possible assets or obligations that arise from past events and whose existence will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the Group are not included in the consolidated financial statements and are disclosed as contingent assets or liabilities (Note 22).

### **2.3.20 Dividends**

Dividend income is recognised by the Group at the date the right to collect the dividend is realised. Dividend payables are recognised as liability in the consolidated financial statements in the period they are declared as a part of profit distribution.

### **2.3.21 Earnings per share**

Earnings per share for each class of shares disclosed in the consolidated statement of comprehensive income is determined by dividing the consolidated net income for the year attributable to that class of shares by the weighted average number of shares of that class that have been outstanding during the year concerned.

In Turkey, companies can increase their share capital by making a pro-rata distribution of shares ("bonus shares") to existing shareholders from retained earnings and inflation adjustment to shareholders' equity. For the purpose of earnings per share computations, the weighted average number of shares outstanding during the period has been adjusted in respect of bonus shares issued without a corresponding change in resources by giving them retroactive effect for the period in which they were issued and for each earlier period.

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**2. Basis of presentation of consolidated financial statements (continued)**

**2.3.22 Segment reporting**

According to TFRS 11 "Joint Arrangements" standard, accounting for joint ventures in the consolidated financial statements by the equity method is mandatory. The amendment has been implemented retrospectively by the Group. Opet Petrolcülük A.Ş. is accounted by the equity method and petroleum distribution division is excluded from segment reporting scope. Since only refining segment remained within the consolidation scope, segment reporting is not presented effective January 1, 2013.

As of December 31, 2016, sales revenue from customers amounting to TL 13.714.581 thousand, which is more than 10% of total sales of the Company's sales, consists of oil sales. (December 31, 2015 – TL 10.776.744 thousand).

**2.3.23 Statement of cash flow**

Cash flows during the period are classified and reported by operating, investing and financing activities in the cash flow statements.

Cash flows from operating activities represent the cash flows generated from the Group's activities.

Cash flows related to investing activities represent the cash flows that are used in or provided from the investing activities of the Group (tangible and intangible assets and financial assets).

Cash flows arising from financing activities represent the cash proceeds from the financing activities of the Group and the repayments of these funds.

**2.3.24 Research and development costs**

Research expenditures are recognized as an expense when they are incurred.

Intangible assets arising from in-house development activities (or the improvement phase of an intergroup project) are recognized when all of the following conditions are met:

- existence of the technical feasibility of completing the intangible asset so that it will be available for use or sale,
- existence of the intention to complete the intangible asset and use or sell it,
- existence of the ability to use or sell the intangible asset,
- reliability of how the intangible asset will generate probable future economic benefits,
- the availability of adequate technical, financial and other resources to complete the development and to use or sell the intangible asset,
- existence of the ability to measure reliably the expenditure attributable to the intangible asset during its development.

Other development expenditures are recognized as an expense as incurred. Development costs previously recognized as an expense are not capitalized as an asset in a subsequent period.

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## **2. Basis of presentation of consolidated financial statements (continued)**

### **2.3.25 Government grants**

Government grants, Investment and research and development incentives are accounted at the fair values on accrual basis when the Group's incentive applications are approved by related authorities. Government incentives enabling reduced corporate tax payments are considered within the scope IAS-12 "Income Taxes" (Not 2.3.13).

### **2.3.26 Business combinations and goodwill**

Business combinations are accounted for using the acquisition method in accordance with TFRS 3. The cost of a business combination, before January 1, 2011, is allocated by recognising the acquiree's identifiable assets, liabilities and contingent liabilities at the date of acquisition. Any excess of the acquirer's interest over the net fair value of the acquiree's identifiable assets, liabilities and contingent liabilities over the business combination cost is accounted for as goodwill. In business combinations, the acquirer recognizes identifiable assets, intangible assets (such as trademarks) and/or contingent liabilities which are not included in the acquiree's financial statements and which can be separated from goodwill, at their fair values in the consolidated financial statements. Goodwill recognised in business combinations is tested for impairment annually or more often under when circumstances indicating impairment risk.

The excess of the Group's share in the net fair value of the identifiable assets, liabilities and contingent liabilities over the cost of the business combination is accounted for as income in the related period.

Revised TFRS 3 "Business Combinations" effective as at 1 January 2011 has been applied to Business combinations occurring after 1 January 2011. The main difference of revised TFRS 3 is to account for transaction costs of a purchase in comprehensive income statement. There has been no business combination in 2016 which requires the application of revised TFRS 3.

For the purpose of impairment testing, goodwill acquired in a business combination shall, from the acquisition date, be allocated to each of the acquirer's cash-generating units, or groups of cash-generating units, that is expected to benefit from the synergies of combination. The Group considered the significant position of Opet in the domestic market and the synergy expected from its cooperation with Tüpraş as the main reason leading to generation of goodwill related to the Opet acquisition dated 28 December 2006. Therefore, the Group management evaluated Opet, its subsidiaries and its joint ventures as one cash-generating unit.

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**2. Basis of presentation of consolidated financial statements (continued)**

**2.3.27 Derivative financial instruments and hedging activities**

Derivative financial instruments are initially recognised at the acquisition cost reflecting the fair value on the date on which a derivative contract is entered into and are subsequently remeasured at fair value. The derivative instruments of the Group mainly consist of foreign exchange forward contracts, commodity derivative and interest rate swap and cross currency swap instruments. These derivative transactions, even though providing effective economic hedges under the Group risk management position, do not generally qualify for hedge accounting under the specific rules and are therefore treated as derivatives held for trading in the consolidated financial statements. The fair value changes for these derivatives are recognised in the consolidated income statement.

Fair value of forward exchange contracts evaluated by fair value and correlated with income statement is determined by compare of original forward rate calculation with market interest rate which is prevalent for remainder part of contract and prevalent forward rate at period ends. Derivative financial instruments are booked according to their fair value is positive or negative, respectively asset and liability (Note 20).

Classified as asset/liability correlated with income statement and evaluating by fair value of financial derivative instruments' differences are reflected to income statement.

The hedging transactions of the Group that qualify for hedge accounting are accounted for as follows:

*Cash flow hedge*

Hedges of exposures to variability in cash flows that are attributable to a particular risk associated with a recognised asset or liability or a highly probable forecast transaction and could affect profit and loss are designated as cash flow hedges by the Group.

Changes in the fair value of derivatives, designated as cash flow hedges and qualified as effective, are recognised in equity as "hedge reserves". Where the forecasted transaction or firm commitment results in the recognition of an asset or of a liability, the gains and losses previously recognised under equity are transferred from equity and included in the initial measurement of the cost of the asset or liability. Otherwise, amounts recognised under equity are transferred to the consolidated income statement in the period in which the hedged firm commitment or forecasted transaction affects the consolidated income statement.

Fair value of interest rate swap contracts evaluated by fair value and correlated with equity is determined by compare of original interest rate calculation with market interest rate which is prevalent for remainder part of contract and prevalent forward interest rate at period ends. Derivative financial instruments are booked according to their fair value is positive or negative, respectively asset and liability. (Note 20)

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## **2. Basis of presentation of consolidated financial statements (continued)**

If the forecast transaction or firm commitment is no longer expected to occur, the cumulative gain or losses previously recognised in equity are transferred to the income statement. If the hedging instrument expires or is sold, terminated or exercised without replacement or rollover, or if its designation as a hedge is revoked, any cumulative gain or loss previously recognised in other comprehensive income remains in other comprehensive income until the forecast transaction or firm commitment affects profit or loss.

### **2.4. Changes in accounting policies, accounting estimates and errors**

Significant changes in accounting policies based on new application of TAS/IFRS are applied retrospectively or prospectively based on the transition clauses. If there are no transition clauses, the changes in accounting policies, optional changes in accounting policies and correction of significant accounting errors are applied retrospectively and prior period financial statements are restated.

### **2.5. Significant accounting evaluations, assumptions and estimates**

The estimates and assumptions that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities are outlined below:

#### **a) Provision for employment termination benefits:**

To calculate the employee benefit provision actuarial assumptions relating to turnover ratio, discount rate and salary increase are used. Calculation details are given in Employee benefits disclosure (Note 17).

#### **b) Economic useful lives:**

Tangible assets, investment property and intangible assets, except for goodwill, have been depreciated and amortized by using estimated useful lives. Estimated useful lives determined by management have been disclosed in Note 2.3.7 and Note 2.3.8.

#### **c) Goodwill impairment tests:**

As explained in Note 2.3.10, the Group performs impairment tests on goodwill annually, or more often under circumstances indicating impairment risk. The recoverable amount of the cash generating unit has been determined based on the fair value less costs to sell calculations. Those calculations are based on specific expectations and assumptions. The Group has not identified any impairment on the goodwill amount as at 31 December 2016 and 2015, as a result of these tests. The goodwill arising from the purchase of Opet shares were classified on the investment account in the financial statements.

#### **d) Deferred tax asset:**

Deferred tax asset is recognised to the extent that taxable profit will be available against which the deductible temporary differences can be utilized. When taxable profit is probable, deferred tax asset is recognised for all temporary differences. For the year ended December 31, 2016, since the assumptions related to the Group's future taxable profit generation are considered adequate, deferred tax asset is recognized (Note 29).

## **3. Business combinations**

No business combinations occurred during the year 2016.

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**4. Cash and cash equivalents**

	<b>31 December 2016</b>	31 December 2015
Cash at banks		
Revenue share (blocked)	<b>1.002.012</b>	823.645
Time deposit	<b>5.016.257</b>	2.151.632
Demand deposits	<b>6.145</b>	47.536
Interest income accruals	<b>26.307</b>	4.733
<b>Total</b>	<b>6.050.721</b>	3.027.546

Revenue Share (blocked)

As required by the Petroleum Market License Regulation, the revenue share collected by the Group is held in banks and evaluated as blocked deposit in the Company's books. The revenue share was invested as demand deposits with overnight interest rate as at 31 December 2016 and 31 December 2015 (Note 15).

Time deposits and other cash and cash equivalents

As at 31 December 2016 and 31 December 2015, the maturity and the currency information of the time deposits, is as follows:

**31 December 2016**

	Effective interest rate %	Less than 1 month	1 - 3 months	Total
<b>TL</b>	<b>11,40</b>	<b>945.212</b>	-	<b>945.212</b>
<b>USD</b>	<b>3,63</b>	<b>2.884.335</b>	<b>181.826</b>	<b>3.066.161</b>
<b>EUR</b>	<b>1,98</b>	<b>1.003.834</b>	<b>557</b>	<b>1.004.391</b>
<b>GBP</b>	<b>1,30</b>	<b>493</b>	-	<b>493</b>
<b>Time deposit</b>		<b>4.833.874</b>	<b>182.383</b>	<b>5.016.257</b>

31 December 2015

	Effective interest rate %	Less than 1 month	1 - 3 months	Total
TL	13,75	600.110	-	600.110
USD	2,28	1.510.950	11.543	1.522.493
EUR	1,40	20.730	8.176	28.906
GBP	1,40	123	-	123
Time deposit		2.131.913	19.719	2.151.632

Cash and cash equivalents included in the consolidated statements of cash flows for the years ended 31 December 2016 and 31 December 2015 are as follows:

	<b>31 December 2016</b>	31 December 2015
Cash and cash equivalents	<b>6.050.721</b>	3.027.546
Less: Blocked deposits (Revenue share)	<b>(1.002.012)</b>	(823.645)
Less: Time deposit interest accruals	<b>(26.307)</b>	(4.733)
<b>Cash and cash equivalents for cash flow purposes</b>	<b>5.022.402</b>	2.199.168



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**5. Financial liabilities**

	<b>31 December 2016</b>	31 December 2015
<b>Short term financial liabilities:</b>		
Short-term bank borrowings	<b>385.162</b>	94.017
Interest accruals	<b>362</b>	6
<b>Total</b>	<b>385.524</b>	94.023
<b>Short-term portions of long-term borrowings:</b>		
Current portion of long-term bank borrowings	<b>1.265.535</b>	1.684.088
Bonds issued	<b>200.000</b>	-
Interest accruals of bank borrowings	<b>81.435</b>	70.783
Interest accruals of bonds issued	<b>25.464</b>	22.487
<b>Total</b>	<b>1.572.434</b>	1.777.358
<b>Long-term financial liabilities:</b>		
Long-term bank borrowings	<b>7.712.045</b>	5.812.719
Bonds issued	<b>2.463.440</b>	2.235.320
Interest accruals of bank borrowings	<b>822</b>	-
<b>Total</b>	<b>10.176.307</b>	8.048.039
<b>Total financial liabilities</b>	<b>12.134.265</b>	9.919.420

As explained by Tüpraş in material disclosure dated 18 December, 2014, 31 December 2014, 16 January 2015 and 19 January, 2015, permission for issuance of bonds to qualified investors was granted to the Company by the Capital Markets to an amount not exceeding TL 1 billion and the sale transaction of bonds with a nominal value of TL 200 million, 728-day term, 6 month coupon payments, fixed interest and principal payment at maturity, was completed on 19 January 2015.

As explained in material disclosures dated 26 September, 17 October, 18 October, 30 October and 2 November 2012, Tüpraş issued bonds to foreign investors and release of these bonds were realized on 2 November 2012. Total amount of these issued bonds is USD 700 million with an interest rate of 4,125% and maturity of 2 May 2018.

As explained in material disclosure dated 17 March 2016, Tüpraş signed a long term loan facility agreement with a group of lenders, consisting of HSBC (Coordinator), ING (Facility Agent), The Bank of Tokyo-Mitsubishi UFJ, Ltd., Citibank N.A, Intesa Sanpaolo and JPMorgan Chase Bank, N.A. London Branch, to meet our working capital requirements for forthcoming period and extent the weighted-average of debt maturities. The loans amounting to 157,5 million USD and 261,5 million EUR were utilized on 29 March 2016 and the loans have semi-annual interest payments, 5 year maturity with 3 years grace period.

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**5. Financial liabilities (continued)**

Foreign currency balances and interest rates for the short and long-term financial liabilities as at 31 December 2016 and 31 December 2015 are as follows:

			<b>31 December 2016</b>
	<b>Effective interest rate</b>	<b>Original</b>	<b>Thousand</b>
	<b>(%)</b>	<b>currency</b>	<b>TL</b>
<b>Short term financial liabilities:</b>			
EUR borrowings	<b>2,89</b>	<b>7.000.000</b>	<b>25.970</b>
TL borrowings (*)	<b>8,80</b>	<b>359.191.765</b>	<b>359.192</b>
			<b>385.162</b>
<b>Short-term of long-term financial liabilities:</b>			
USD borrowings	<b>3,34</b>	<b>314.914.269</b>	<b>1.108.246</b>
USD borrowings	<b>3,21</b>	<b>9.584.273</b>	<b>35.557</b>
TL borrowings	<b>12,65</b>	<b>121.732.026</b>	<b>121.732</b>
TL bonds	<b>8,97</b>	<b>200.000.000</b>	<b>200.000</b>
			<b>1.465.535</b>
Interest expense accruals			<b>107.261</b>
<b>Total short-term financial liabilities</b>			<b>1.957.958</b>
<b>Long-term financial liabilities:</b>			
USD borrowings	<b>3,11</b>	<b>1.613.833.466</b>	<b>5.679.403</b>
USD bonds issued	<b>4,17</b>	<b>700.000.000</b>	<b>2.463.440</b>
EUR borrowings	<b>2,08</b>	<b>296.011.204</b>	<b>1.098.171</b>
TL borrowings	<b>12,58</b>	<b>934.470.588</b>	<b>934.471</b>
			<b>10.175.485</b>
Interest expense accruals			<b>822</b>
<b>Total long-term financial liabilities</b>			<b>10.176.307</b>

(\*) Banks provide interest-free loans to the Group for the payment of SCT, Customs and Social Security debts amounting to TL 190.645 thousand as of 31 December 2016 (31 December 2015 - TL 90.673 thousand).

(Convenience translation of the independent auditor's report and consolidated financial statements originally issued in Turkish (See Note 2.2.3))

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**5. Financial liabilities (continued)**

			31 December 2015
	Effective interest rate (%)	Original currency	Thousand TL
Short term financial liabilities:			
USD borrowings	2,63	1.150.000	3.344
TL borrowings	-	90.672.977	90.673
			94.017
Short-term of long-term financial liabilities:			
USD borrowings	2,63	314.423.295	914.217
EUR borrowings	2,39	13.016.855	41.361
TL borrowings	11,26	728.509.803	728.510
			1.684.088
Interest accruals			93.276
<b>Total long-term financial liabilities</b>			<b>1.871.381</b>
Long-term financial liabilities:			
USD borrowings	2,50	1.585.919.115	4.611.218
USD bonds issued	4,17	700.000.000	2.035.320
EUR borrowings	3,13	45.375.909	144.187
TL borrowings	11,52	1.057.313.726	1.057.314
TL bonds issues	8,97	200.000.000	200.000
			8.048.039
Interest accruals			-
<b>Total long-term financial liabilities</b>			<b>8.048.039</b>

As at 31 December 2016 and 31 December 2015, the redemption schedule of long-term bank borrowings is as follows:

	31 December 2016	31 December 2015
2017	-	2.180.509
2018	<b>4.544.096</b>	2.944.591
2019	<b>1.358.333</b>	602.960
2020	<b>1.443.351</b>	621.157
2021 and after	<b>2.830.527</b>	1.698.822
<b>Total</b>	<b>10.176.307</b>	<b>8.048.039</b>

(Convenience translation of the independent auditor's report and consolidated financial statements originally issued in Turkish (See Note 2.2.3))

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**5. Financial liabilities (continued)**

The redemption schedule of borrowings according to their contractual repricing dates is as follows:

	<b>31 December 2016</b>	31 December 2015
1-90 days	<b>2.779.361</b>	301.400
91-365 days	<b>4.780.459</b>	5.280.120
1-5 years	<b>4.264.306</b>	3.928.189
Over 5 years	<b>310.139</b>	409.711
	<b>12.134.265</b>	9.919.420

In 2011, Tüpraş has signed three loan agreements in order to finance Residuum Upgrading Project and further to the agreements the loans amounting to USD 1.998 million were utilized between 2011 and 2015 for credit insurance payments and capital expenditures. According to financing package loan was insured by SACE and CESCE have 12 years to maturity also there will be no principal and interest payment in first 4 years. The third loan has 7 years to maturity and there will be no principal payment in the first four years. The repayment of the loans has started in 2015 and as at 31 December 2016 the outstanding amount of the loans is USD 1.555 million (31 December 2015 – USD 1.850 million).

**6. Trade receivables and payables**

**Short-term trade receivables:**

	<b>31 December 2016</b>	31 December 2015
Trade receivables	<b>2.433.602</b>	1.888.743
Due from related parties (Note 31)	<b>751.824</b>	658.673
Doubtful trade receivables	<b>2.676</b>	2.593
Other trade receivables	<b>9</b>	16
Less: Unearned credit finance income	<b>(5.153)</b>	(7.600)
Less: Provision for doubtful receivables	<b>(2.676)</b>	(2.593)
<b>Total short-term trade receivables (net)</b>	<b>3.180.282</b>	2.539.832

As at 31 December 2016, Tüpraş has offsetted TL 1.625.766 thousand (31 December 2015 - TL 778.111 thousand) from trade receivables that are collected from factoring companies as part of the irrevocable factoring.

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## 6. Trade receivables and payables (continued)

### *The credit quality of trade receivables that are neither past due nor impaired*

The Group categorizes the details of credit quality of trade receivables that are neither past due nor impaired or receivables whose conditions are renegotiated under four groups. The details of credit quality of such trade receivables as at 31 December 2016 and 31 December 2015 are as follows:

	31 December 2016	31 December 2015
Group 1	1.783	245
Group 2	3.063	285.691
Group 3	2.070.505	1.273.775
Group 4	1.040.014	970.364
<b>Total</b>	<b>3.115.365</b>	<b>2.530.075</b>

Group 1 - New customers (less than three months)

Group 2 - State owned enterprises

Group 3 - Existing customers with no payment defaults in previous periods (have been customers by more than three months)

Group 4 - Customers with previous record of collection delays but from which all receivables due are collected (Excluding Group 1 and 2)

### *Aging analysis for trade receivables that are past due but not impaired*

Aging of overdue receivables that are past due but not impaired as at 31 December 2016 and 31 December 2015 is as follows:

	31 December 2016	31 December 2015
Up to 3 months	62.386	9.354
3 to 12 months	2.531	403
<b>Total</b>	<b>64.917</b>	<b>9.757</b>

The Group has guarantees received amounting to kTL 51.479 (31 December 2015 - kTL 2.812) for trade receivables overdue but not impaired. Major part of receivables without guarantees are from government entity which regularly made sales, any collection risk is not projected.

Movement of the provision for doubtful receivables for the years ended 31 December 2016 and 2015 is as follows:

	2016	2015
1 January	2.593	2.593
Charge for the period	98	-
Collection during the period	(15)	-
<b>31 December</b>	<b>2.676</b>	<b>2.593</b>

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**6. Trade receivables and payables (continued)**

**Short term trade payables**

	<b>31 December 2016</b>	31 December 2015
Trade payables	<b>6.910.572</b>	3.799.352
Due to related parties (Note 31)	<b>88.017</b>	62.804
Less: Unrealised credit finance charges	<b>(10.746)</b>	(1.589)
<b>Total short term trade payables (net)</b>	<b>6.987.843</b>	3.860.567

**7. Other receivables**

**Other short-term receivables:**

	<b>31 December 2016</b>	31 December 2015
Receivable from insurance recoveries	<b>7.623</b>	2.607
Advances and guarantees given	<b>10.280</b>	16.267
Receivable from personnel	<b>7.723</b>	6.941
Other doubtful receivables	<b>304</b>	738
Less: Provision for other doubtful receivables	<b>(304)</b>	(738)
<b>Total</b>	<b>25.626</b>	25.815

**8. Inventories**

	<b>31 December 2016</b>	31 December 2015
Raw materials and supplies	<b>1.084.842</b>	939.327
Work-in-progress	<b>795.792</b>	545.730
Finished goods	<b>919.756</b>	526.884
Trade goods	<b>50.669</b>	12.074
Goods in transit	<b>743.851</b>	169.266
Other	<b>13.529</b>	10.994
	<b>3.608.439</b>	2.204.275
Provision for impairment in inventories	-	(102.114)
<b>Total</b>	<b>3.608.439</b>	2.102.161

As of December 31, 2016, there is no provision for impairment of inventories. As of December 31, 2016, stock impairment amounting to TL 36.535 thousand comes from finished goods, TL 63.346 thousand comes from work-in-progress, TL 2.233 thousand comes from finished goods and recognized under cost of goods sold account.

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**8. Inventories (continued)**

Movement of the provision for inventories for the years ended 31 December 2016 and 2015 is as follows:

	<b>2016</b>	<b>2015</b>
1 January	<b>102.114</b>	90.204
Charge for the period	-	102.114
Cancellations within the period	<b>(102.114)</b>	(90.204)
<b>31 December</b>	-	102.114

**9. Financial investments**

**Financial investments available-for-sale:**

	<b>31 December 2016</b>		<b>31 December 2015</b>	
	<b>Participation Share (%)</b>	<b>Amount</b>	<b>Participation Share (%)</b>	<b>Amount</b>
Körfez Hava Ulaştırma A.Ş.	<b>100,00</b>	<b>4.000</b>	100,00	4.000
		<b>4.000</b>		<b>4.000</b>

**10. Investments accounted by equity method**

	<b>31 December 2016</b>		<b>31 December 2015</b>	
	<b>Participation Share (%)</b>	<b>Amount</b>	<b>Participation Share(%)</b>	<b>Amount</b>
OPET Petrolcülük A.Ş.	<b>40,00</b>	<b>923.994</b>	40,00	762.217
		<b>923.994</b>		<b>762.217</b>

The goodwill amounting to TL 189.073 thousand arising from the purchase of Opet shares on December 28, 2006 were classified on the investment account in the financial statements.

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**10. Investments accounted by equity method (continued)**

The movement in the investments accounted by equity method during the years ended 31 December 2016 and 2015 is as follows:

	<b>2016</b>	2015
1 January	<b>762.217</b>	726.494
Investments recognized with equity method;		
Shares in current year profit	<b>158.750</b>	70.080
Other comprehensive income accounted for investment using equity method that will be reclassified to profit or loss	<b>40.402</b>	28.005
Dividend payment	<b>(42.000)</b>	(70.000)
Defined benefit plans re-measurement gains (losses)	<b>(1.011)</b>	221
Currency translation differences	<b>5.636</b>	5.498
Impact of adjustments related to previous periods	-	1.919
<b>31 December</b>	<b>923.994</b>	762.217

Consolidated summary financial statements of investments accounted by equity method (before Group's effective interest) are as follows:

	<b>31 December 2016</b>	31 December 2015
Current assets	<b>3.039.266</b>	2.173.587
Non-current assets	<b>2.301.201</b>	1.993.748
<b>Total assets</b>	<b>5.340.467</b>	4.167.335
Short term liabilities	<b>2.399.461</b>	1.729.243
Long term liabilities	<b>1.103.703</b>	1.005.232
Equity	<b>1.837.303</b>	1.432.860
<b>Total liabilities</b>	<b>5.340.467</b>	4.167.335

	<b>1 January - 31 December 2016</b>	1 January - 31 December 2015
Sales	<b>20.533.669</b>	18.485.152
Gross profit	<b>1.274.948</b>	859.857
Operating profit	<b>611.266</b>	338.843
Net income for period	<b>396.874</b>	175.201



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**10. Investments accounted by equity method (continued)**

***Goodwill impairment test***

The Group considers the significant position of Opet in the domestic market and the synergy expected from its cooperation with Tüpraş and Opet as the main source of generation of goodwill. Therefore, the Group management evaluated Opet, its subsidiaries and its joint ventures as a single cash generating unit and goodwill is allocated on Opet.

The recoverable amount of the cash generating unit is determined using discounted cash flow analyses based on fair value less costs to sell calculations. These fair value calculations include post tax cash flow projections denominated in USD and are based on the financial budgets approved by Opet management covering a 10 year period. The Group considers analysis covering a period longer than five years is more appropriate as to evaluation of operating results and prospective assumptions in the sector and therefore impairment test is based on ten years budget. The cash flows for the periods beyond 10 years are extrapolated using the long term growth rate of 2%. During fair value calculations, the value denominated in USD is converted to TL by using the USD currency rate on the balance sheet date. Therefore, the fair value model is affected by fluctuations in the foreign currency market. As of 31 December 2016, fair value of Opet is TL 5.848 million. (With Group's effective interest, TL 2.339 million.) As of 31 December 2016, had the USD rate strengthened/weakened by 1%, with all other variables held constant, the fair value would be affected by TL 58.484 thousand.

Other key assumptions used in the fair value calculation model are stated below:

Gross margin	%4,7 - %5,8
Discount rate	%8,2

The budgeted gross margin has been determined by Opet management based on past performance of the company and expected market growth rate. The discount rate used is the post-tax discount rate and includes company specific risks. An increase/decrease of 1% on the post-tax discount rate used in the discounted cash flow calculations (9,2% or 7,2% instead of 8,2%), would lead to a decrease by TL 339.122 thousand / increase by TL 1.868.094 thousand in the fair value as at 31 December 2016.

As a result of the tests performed by using the assumptions above, no impairment on goodwill has been identified as at 31 December 2016. Since the asset's fair value less cost to sell is higher than its carrying amount, the Group management did not calculate the asset's value-in-use.

**11. Investment property**

At 31 December 2016, investment property represents the land amounting to TL 4.621 thousand (31 December 2015 - TL 4.621 thousand). The fair value of the investment property has been determined as TL 38.117 thousand as a result of fair value assessments (31 December 2015 – TL 38.117 thousand).

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**12. Property, plant and equipment**

	1 January 2016	Additions	Transfers	Disposals	31 December 2016
<b>Cost:</b>					
Land	48.844	-	-	-	48.844
Land improvements	3.525.298	-	162.946	(487)	3.687.757
Buildings	695.372	-	49.222	(2)	744.592
Machinery and equipment	11.149.479	84	280.086	(9.365)	11.420.284
Motor vehicles	619.383	129.499	1.432	(835)	749.479
Furniture and fixtures	105.955	1.350	11.336	(4.244)	114.397
Construction in progress	499.904	668.988	(518.944)	-	649.948
Other tangible assets	1.488	-	-	-	1.488
	<b>16.645.723</b>	<b>799.921</b>	<b>(13.922)</b>	<b>(14.933)</b>	<b>17.416.789</b>
<b>Accumulated depreciation:</b>					
Land improvements	(1.129.120)	(143.589)	-	465	(1.272.244)
Buildings	(174.083)	(14.889)	-	2	(188.970)
Machinery and equipment	(3.664.377)	(316.517)	-	8.326	(3.972.568)
Motor vehicles	(139.883)	(32.580)	-	598	(171.865)
Furniture and fixtures	(57.230)	(15.124)	-	4.053	(68.301)
Other tangible assets	(1.286)	(79)	-	-	(1.365)
	<b>(5.165.979)</b>	<b>(522.778)</b>	<b>-</b>	<b>13.444</b>	<b>(5.675.313)</b>
<b>Net book value</b>	<b>11.479.744</b>				<b>11.741.476</b>

	1 January 2015	Additions	Transfers	Disposals	31 December 2015
<b>Cost:</b>					
Land	48.862	-	-	(18)	48.844
Land improvements	1.656.919	-	1.868.381	(2)	3.525.298
Buildings	444.122	-	251.383	(133)	695.372
Machinery and equipment	5.692.599	13	5.458.498	(1.631)	11.149.479
Motor vehicles	516.853	94.527	8.437	(434)	619.383
Furniture and fixtures	80.955	752	26.455	(2.207)	105.955
Construction in progress	6.921.974	1.206.169	(7.628.239)	-	499.904
Other tangible assets	1.367	121	-	-	1.488
	<b>15.363.651</b>	<b>1.301.582</b>	<b>(15.085)</b>	<b>(4.425)</b>	<b>16.645.723</b>
<b>Accumulated depreciation:</b>					
Land improvements	(998.696)	(130.425)	-	1	(1.129.120)
Buildings	(160.461)	(13.755)	-	133	(174.083)
Machinery and equipment	(3.381.748)	(284.001)	-	1.372	(3.664.377)
Motor vehicles	(112.480)	(27.837)	-	434	(139.883)
Furniture and fixtures	(45.681)	(13.696)	-	2.147	(57.230)
Other tangible assets	(1.192)	(94)	-	-	(1.286)
	<b>(4.700.258)</b>	<b>(469.808)</b>	<b>-</b>	<b>4.087</b>	<b>(5.165.979)</b>
<b>Net book value</b>	<b>10.663.393</b>				<b>11.479.744</b>

The Company completed its investment within the scope of Residuum Upgrading Project and the investment amounting to TL 7.229.540 thousand was capitalized as of 31 December 2015. The depreciation has started to be recognized in the financial statements as the Company terminated capitalization of borrowing costs at 1 March 2015 and TL 238.157 thousand of TL (31 December 2015 – 190.206 thousand of TL) 217.738 thousand (31 December 2015 – 186.333 thousand TL) depreciation is recognized under cost of sold goods while TL 20.419 thousand (31 December 2015 – 3.873 thousand TL) of the aforementioned depreciation is recognized under general administrative expenses as of 31 December 2016.

**12. Property, plant and equipment (continued)**

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Total depreciation expense amounting to TL 522.778 thousand (31 December 2015 – 469.808 thousand TL) in the consolidated statement of comprehensive income for the period ended 31 December 2016 has been allocated to cost of goods sold amounting to TL 483.776 thousand (31 December 2015 – 409.836 thousand TL) to marketing, sales and distribution expenses amounting to TL 3 thousand (31 December 2015 – 3 thousand TL) to general administration expenses amounting to TL 38.999 thousand (31 December 2015 – 59.969 thousand TL).

**13. Intangible assets**

**Other intangible assets:**

The movements of intangible assets and related accumulated amortisation for the period ended 31 December 2016 is as follows:

	1 January 2016	Additions	Transfers	Disposals	31 December 2016
<b>Cost:</b>					
Rights and software	57.087	-	7.500	(257)	64.330
Development expenses	61.981	-	6.422	-	68.403
	<b>119.068</b>	<b>-</b>	<b>13.922</b>	<b>(257)</b>	<b>132.733</b>
<b>Accumulated amortisation:</b>					
Rights and software	(30.418)	(6.288)	-	257	(36.449)
Development expenses	(29.241)	(11.937)	-	-	(41.178)
	<b>(59.659)</b>	<b>(18.225)</b>	<b>-</b>	<b>257</b>	<b>(77.627)</b>
<b>Net book value</b>	<b>59.409</b>				<b>55.106</b>

The movements of intangible assets and related accumulated amortisation for the period ended 31 December 2015 is as follows:

	1 January 2015	Additions	Transfers	Disposals	31 December 2015
<b>Cost:</b>					
Rights and software	49.933	24	7.130	-	57.087
Development expenses	54.096	-	7.955	(70)	61.981
	<b>104.029</b>	<b>24</b>	<b>15.085</b>	<b>(70)</b>	<b>119.068</b>
<b>Accumulated amortisation:</b>					
Rights and software	(25.436)	(4.982)	-	-	(30.418)
Development expenses	(18.024)	(11.223)	-	6	(29.241)
	<b>(43.460)</b>	<b>(16.205)</b>	<b>-</b>	<b>6</b>	<b>(59.659)</b>
<b>Net book value</b>	<b>60.569</b>				<b>59.409</b>

Total amortisation expenses amounting to TL 18.225 thousand (31 December 2015 – 15.205 bin TL) in the consolidated statement of comprehensive income for the year ended 31 December 2016 have been allocated to the cost of goods sold amounting to TL 13 thousand (31 December 2015 – 13 bin TL), and to general administration expenses amounting to TL 18.212 thousand (31 December 2015 – 16.192 bin TL).

**14. Prepaid expenses**

**Short term prepaid expenses:**

(Convenience translation of the independent auditor's report and consolidated financial statements originally issued in Turkish (See Note 2.2.3))

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	<b>31 December 2016</b>	31 December 2015
Long term prepaid expenses	<b>41.680</b>	47.484
Prepaid investment loan insurance expenses (*)	<b>27.811</b>	32.158
Advances given	<b>28.412</b>	28.133
<b>Total</b>	<b>97.903</b>	107.775

**Long term prepaid expenses:**

	<b>31 December 2016</b>	31 December 2015
Prepaid investment loan insurance expenses (*)	<b>77.589</b>	105.400
Advances given to third parties for property, plant and Equipment	<b>120.883</b>	54.894
Advances given to related parties for property, plant and equipment (Note 31)	<b>37.454</b>	17.963
Prepaid other expenses	<b>2.426</b>	1.438
<b>Total</b>	<b>238.352</b>	179.695

(\*) The Company made the payment of the investment loans' insurance expenses related with Residuum Upgrading Project, when these loans were utilized. Related insurance payments will be expensed within the maturity of related loans.

**15. Other assets and liabilities**

**Other current assets:**

	<b>31 December 2016</b>	31 December 2015
Deferred Value Added Tax ("VAT")	<b>357.063</b>	289.514
Deferred Special Consumption Tax ("SCT")	<b>79.863</b>	75.497
Spare parts and material	<b>69.591</b>	67.304
Deductible taxes and funds	<b>44.302</b>	24.318
Income Accruals (*)	<b>19.348</b>	448.312
Other current assets	<b>3.263</b>	11.049
<b>Total</b>	<b>573.430</b>	915.994

(\*) As of 31 December 2015 TL 445.148 thousand of revenue recognition at a total amount of TL 448.312 thousand consists of revenue recognition of outstanding commodity derivatives transactions ending on 31 December 2015.

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**15. Other assets and liabilities (continued)**

**Other non-current assets:**

	<b>31 December 2016</b>	31 December 2015
Spare parts and materials	<b>1.008.993</b>	812.169
Other	<b>1.120</b>	952
Provision for spare parts and materials	<b>(22.455)</b>	(27.506)
<b>Total</b>	<b>987.658</b>	785.615

**Other short-term liabilities:**

	<b>31 December 2016</b>	31 December 2015
SCT payable	<b>1.371.333</b>	1.253.987
Revenue share	<b>1.006.511</b>	827.793
Deferred VAT	<b>357.063</b>	289.514
Expense accruals (*)	<b>246.536</b>	-
VAT payable	<b>226.314</b>	239.207
Deferred SCT	<b>79.863</b>	75.497
Other taxes and liabilities	<b>43.475</b>	37.381
Other	<b>11.827</b>	3.587
<b>Total</b>	<b>3.342.922</b>	2.726.966

(\*)As of 31 December,2016, expense accruals consists of commodity derivatives transactions for inventory of Tüpraş which are exposed to commodity price risk.(swap transactions and zero-cost transactions). Weighted average price of outstanding commodity derivatives transactions is USD 47,47/barrel for 7.050 thousand crude oil barrel. Weighted average buying price of zero cost derivatives transactions is USD 42,91 /barrel for 6.950 thousand crude oil barrel inventory, weighted average selling price of zero cost derivatives transactions is USD 53,56 /barrel. The expense accruals recognition made as of 31 December 2016 is recognized under cost of goods sold and paid as of 9 January 2017.

Deferred VAT and SCT include VAT and SCT amounts related to export committed sales and are classified within "Other current assets" under assets and within "Other short-term liabilities" under liabilities. Such SCT and VAT amounts are offset when the export transaction is certified and the related taxes are cancelled by the tax office.

According to the Petroleum Market Law, financing needs of refinery owners to maintain the National Petroleum Stock are supplied by the revenue share, which is a surplus added to the sales price, limited to a ceiling of USD 10/ton as determined by Energy Market Regulatory Authority ("EMRA"). In the case of importation of petroleum products, the revenue share is to be paid to the refinery owner by the importer.

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**15. Other assets and liabilities (continued)**

The Group has been collecting the revenue share over the sales of petroleum products and non-refinery imports of petroleum products since 1 January 2005, the date the relevant article of the regulation came into force.

The Group has been collecting revenue share for LPG sales since 16 September 2005 in addition to the revenue share collected for petroleum products, in accordance with the Liquefied Petroleum Gas ("LPG") Market Regulation.

It has been decided by the National Petroleum Reserves Commission that the investment management of the revenue share collected will be conducted by the General Directorate of Tüpraş, and the collected amount will be invested in overnight reverse repurchase agreements.

As a result of these regulations, the revenue share amounting to TL 1.006.511 thousand accumulated as at 31 December 2016 (31 December 2015 – TL 827.793 thousand) which is not recognized in the comprehensive income statement, has been classified as "Revenue Share" within "Other short-term liabilities". TL 1.002.012 thousand that is (31 December 2015 - TL 823.645 thousand) blocked in banks as demand deposits related to the calculated revenue share has been classified as Revenue share "Blocked" within "Cash and cash equivalents" (Note 4).

**Other long-term liabilities:**

	<b>31 December 2016</b>	31 December 2015
Participation share	<b>1.389</b>	1.611
<b>Total</b>	<b>1.389</b>	1.611

**16. Deferred income**

**Short-term deferred income:**

	<b>31 December 2016</b>	31 December 2015
Advances taken	<b>13.591</b>	21.430
Deferred income	<b>1.826</b>	1.681
<b>Total</b>	<b>15.417</b>	23.111

**Long-term deferred income:**

	<b>31 December 2016</b>	31 December 2015
Deferred income	<b>3.992</b>	2.560
<b>Total</b>	<b>3.992</b>	2.560

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## 17. Provisions

### Provision for employee benefits:

#### Short term provision for employee benefits:

	31 December 2016	31 December 2015
Seniority incentive bonus provision	9.073	5.325
Personnel bonus accruals	4.498	2.627
<b>Total</b>	<b>13.571</b>	<b>7.952</b>

#### Long term employee benefits:

	31 December 2016	31 December 2015
Provision for employment termination benefits	159.190	144.547
Provision for unused vacation	44.137	41.904
Seniority incentive bonus provision	4.088	7.522
<b>Total</b>	<b>207.415</b>	<b>193.973</b>

#### *Seniority incentive bonus provision:*

Group has an employee benefit plan called "Seniority Incentive Bonus", which is paid to the employees with a certain level of seniority.

Seniority incentive bonus is paid to personnel together with their monthly salary when certain seniority levels are reached. The bonus amounts to 45 days of salary for 5 years of seniority level, 55 days of salary for 10 years of seniority level, 70 days of salary for 15 years of seniority level, 80 days of salary for 20 years of seniority level, 90 days of salary for 25 years of seniority level and 100 days of salary for 30 years of seniority level, paid once for each seniority level.

The movements in the provision for seniority incentive bonus during the period are as follows:

	2016	2015
1 January	12.847	10.850
Charge for the period	7.185	7.976
Payments during the period	(6.871)	(5.979)
<b>31 December</b>	<b>13.161</b>	<b>12.847</b>

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**17. Provisions (continued)**

***Provision for employment termination benefits:***

Under the Labour Law, the Group is required to pay termination benefits to each employee who has completed one year of service and whose employment is terminated without due cause, is called up for military service, dies or who retires after completing 25 years of service (20 years for women) and achieves the retirement age (58 for women and 60 for men). Since the legislation was changed on May 23, 2002, there are certain transitional provisions relating to length of service prior to retirement.

The amount payable consists of one month's salary limited to a maximum of TL 4.297,21 (31 December 2015 - TL 3.828,37) for each year of service as at 31 December 2016.

The liability is not funded, as there is no funding requirement.

The provision has been calculated by estimating the present value of the future probable obligation of the Company arising from the retirement of the employees.

TAS 19 requires that actuarial valuation methods to be developed to estimate the Group's employment termination benefit provision. The following actuarial assumptions have been used in the calculation of the total provision:

	<b>31 December 2016</b>	31 December 2015
Discount rate (%)	<b>%4,50</b>	%4,60
Turnover rate to estimate probability of retirement (%)	<b>%99,51</b>	%99,52

The principal assumption is that maximum liability of employment termination benefits for each year of service will increase in line with inflation. Thus, the discount rate applied represents the expected real rate "after adjusting for the anticipated effects of future inflation. As the maximum liability is revised semi-annually, the maximum amount of TL 4.297,21 which is effective as at 31 December 2016, has been taken into consideration in calculating the provision for employment termination benefits of the Group (31 December 2015- 3.828,37 TL).

The movement in the provision for employment termination benefits during the period is as follows:

	<b>2016</b>	2015
1 January	<b>144.547</b>	132.587
Interest expense	<b>14.961</b>	10.820
Actuarial (gains) / losses	<b>4.249</b>	(9.194)
Increase during the period	<b>18.922</b>	24.615
Payments during the period	<b>(23.489)</b>	(14.281)
<b>31 December</b>	<b>159.190</b>	144.547

	<b>31 December 2016</b>		31 December 2015	
	<b>Net discount rate</b>		Net discount rate	
<b>Sensitivity level</b>	<b>Increase of 100 base points</b>	<b>Decrease of 100 base points</b>	Increase of 100 base points	Decrease of 100 base points
Rate	<b>%5,50</b>	<b>%3,50</b>	%5,60	%3,60
Change in employee benefits liability	<b>8.245</b>	<b>(10.013)</b>	6.606	(8.448)

**17. Provisions (continued)**



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***Provision for unused vacation:***

The movement in the provision for unused vacation during the year is as follows:

	<b>2016</b>	2015
1 January	<b>41.904</b>	37.265
Charge for the period	<b>7.785</b>	8.297
Payments during the period	<b>(5.552)</b>	(3.658)
<b>31 December</b>	<b>44.137</b>	41.904

**Other short term provisions:**

	<b>31 December 2016</b>	31 December 2015
Provisions for pending claims and law suits	<b>12.523</b>	13.405
EMRA participation share	<b>20.159</b>	17.883
Provision for demurrage	<b>13.787</b>	11.032
Other	<b>5.016</b>	20.332
<b>Total</b>	<b>51.485</b>	62.652

Movement of the short-term provisions for the year ended 31 December 2016 and 2015 are as follow:

	Provision for pending claims	EMRA participation	Provision for tax penalty	Provision for demurrage	Other	Total
<b>1 January 2016</b>	<b>13.405</b>	<b>17.883</b>	-	<b>11.032</b>	<b>20.332</b>	<b>62.652</b>
<b>Charges for the period, net</b>	<b>(882)</b>	<b>22.148</b>	-	<b>2.755</b>	<b>(15.316)</b>	<b>8.705</b>
<b>Payments during the period</b>	-	<b>(19.872)</b>	-	-	-	<b>(19.872)</b>
<b>31 December 2016</b>	<b>12.523</b>	<b>20.159</b>	-	<b>13.787</b>	<b>5.016</b>	<b>51.485</b>
<b>1 January 2015</b>	<b>13.743</b>	<b>14.635</b>	<b>54.998</b>	<b>1.870</b>	<b>16.708</b>	<b>101.954</b>
<b>Charges for the period, net</b>	<b>(41)</b>	<b>19.480</b>	-	<b>9.162</b>	<b>3.624</b>	<b>32.225</b>
<b>Payments during the period</b>	<b>(297)</b>	<b>(16.232)</b>	<b>(54.998)</b>	-	-	<b>(71.527)</b>
<b>31 December 2015</b>	<b>13.405</b>	<b>17.883</b>	-	<b>11.032</b>	<b>20.332</b>	<b>62.652</b>

EMRA participation share is the participation fee that is paid by the refinery license owners in accordance with the Petroleum Market License Regulation, calculated by multiplying net sales with the participation share rate determined by EMRA.

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**17. Provisions (continued)**

**Tax Penalty**

As a result of the tax inspection on the Company started by the Ministry of Finance Tax Inspection Board, the "Tax Inspection Reports and Tax and Penalty Notices" prepared with regard to the issues criticized by the tax inspectors, mentioned in the material disclosure dated July 24, 2013, were communicated to the Company on January 8, 2015. regarding the Tax and Penalty Notices for which a total principle tax of TL 65,6 million and a tax penalty of TL 94,4 million was claimed, a settlement was reach as a result of the discussions held with the Central Reconciliation Committee on February 26, 2015 within the scope of the settlement provisions of the Tax Procedure Law for the Company to pay a total of TL 54.998 thousand for the amounts imposed including interest, and the related penalty was paid on March 18, 2015.

**18. Liabilities for employee benefits**

	<b>31 December 2016</b>	31 December 2015
Due to the personnel	<b>59.016</b>	54.495
Social security withholdings payment	<b>33.426</b>	15.634
<b>Total</b>	<b>92.442</b>	70.129

**19. Other payables**

	<b>31 December 2016</b>	31 December 2015
Deposits and guarantees received	<b>9.407</b>	14.288
Other liabilities to related parties	<b>18.546</b>	17.469
<b>Total</b>	<b>27.953</b>	31.757

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**20. Derivative Instruments**

	31 December 2016				31 December 2015			
	Purchase contract amount	Exchange contract amount	Fair values		Purchase contract amount	Exchange contract amount	Fair values	
			Assets	Liabilities			Assets	Liabilities
<i>Cash flow hedge</i>								
Interest rate swap	301.972	301.972	1.841	3.791	250.490	250.490	-	14.838
Cross currency swap	41.402	27.294	30.797	21.234	34.208	27.294	18.845	21.026
<i>Derivatives held for trading</i>								
Currency forwards	316.728	316.861	2.093	-	-	-	-	-
Commodity derivative	82.708	87.174	-	4.429	172.450	162.217	-	4.515
<b>Short term derivative financial instruments</b>			<b>34.731</b>	<b>29.454</b>			<b>18.845</b>	<b>40.379</b>
<i>Cash flow hedge</i>								
Interest rate swap	1.746.128	1.746.128	4.745	1.782	1.697.141	1.697.141	-	7.280
Cross currency swap	952.255	627.640	364.137	-	820.969	654.934	250.027	19.964
<b>Long term derivative financial instruments</b>			<b>368.882</b>	<b>1.782</b>			<b>250.027</b>	<b>27.244</b>
<b>Total derivative financial instruments</b>			<b>403.613</b>	<b>31.236</b>			<b>268.872</b>	<b>67.623</b>

As of December 31, 2016, forward foreign exchange transactions consist of forward transactions signed between Tüpraş and various finance institutions which generate a sales obligation of TL 316.861 thousand in exchange of USD 90.000 thousand and which will expired on January 3, 2017 (31 December 2015 – None).

As of December 31, 2016, interest rate swap consists of exchange of floating rate instalment payments of Tüpraş's long term borrowings amounting to USD 535.294 thousand (December 31, 2015 - USD 611.765 thousand) and Ditaş's long term borrowings amounting to EUR 44.285 (31 December 2015 – EUR 53.142 thousand) thousand with fixed rate instalment payments for cash flow hedging.

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**20. Derivative instruments (continued)**

As of December 31, 2016, cross currency swap transactions consist of swap transaction of foreign currency indexed, fixed interest rate long-term bonds amounting to USD 200.000 thousand and TL currency indexed with fixed interest payment amounting to TL 463.875 thousand (December 31, 2015 – USD 200.000 thousand), and swap transaction of long- term borrowings with floating interest rate amounting to USD 82.353 thousand and payments with fixed interest rate amounting to TL 191.059 thousand. (December 31, 2015- USD 94.118 thousand).

Commodity derivative transactions consists of product crack fixing transactions, swap transactions as of December 31, 2016. Product crack fixing transactions have been made for total gasoline stocks of 1.500 thousand barrels and jet stocks of 900 thousand barrel and weighted average fixation margin of these transactions is USD 10.704 and 9,683 per barrel, respectively. Commodity derivative transactions consists of product crack fixing transactions as of December 31, 2015. Weighted average fixation margin of transactions made for gasoline stocks of 3,9 million barrels is USD 15,21 per barrel.

**21. Government grants (continued)**

The Company has obtained certificate of research and development center and the execution of Technology and Innovation Support Programs Administration Project ("TEYDEB") with incentive and the existence of research and development center have enabled the Company to benefit from government incentives (research and development deduction, income tax stoppage incentive, social security premium support and stamp tax exemption) according to Law, no 5746, Supporting Research and Development Activities. In this context, as of December 31, 2016, the Company's expenditures within scope of R&D center amounted to TL 11.980 thousand (31 December 2015 - TL 10.410 thousand), within scope of TEYDEB amounted to TL 3.996 thousand (31 December 2015 - TL 3.814 thousand). As of December 31, 2016, TL 8.085 thousand (December 31, 2015 – TL 3.707 thousand) is recorded as incentive income out of total R&D expenditures.

In the first period of 2011, within the scope of the decree of the Council of Ministers dated 14 July 2009 and numbered 2009/15199, the Company was granted a large-scaled investment incentive. Within the scope of the subject legislation, the Company can deduct 30% of its investment expenditures related with the new investment, with a discount rate of 50% from tax base in accordance with the legislation provisions, at the time investment is completed and the revenue is started to be recognized. As of 7 October 2013, Residuum Upgrading Project was granted Strategic Investment Incentive by Incentive Implementation and Foreign Investment Department of Ministry of Economy of Republic of Turkey that would be applicable after 19 October 2012. Within the scope of the Strategic Investment, the Company can deduct 50% of its investment expenditures related with the new investment, with a discount rate of 90% from tax base in accordance with the legislation provisions. Accordingly, as of June 30, 2016, investment expenditures amounting to TL 7.969.662 thousand (31 December 2015- TL 7.969.662 thousand) has been made and tax advantages amounting to TL 3.656.588 thousand (31 December 2015 – TL 3.656.588 thousand) has been realized to be used in future periods. As of 31 December 2016, the Company realized revaluation gain amounting to TL 123.724 that is calculated for unused investment incentives in its financial statements. Moreover, as of December 31, 2016 within the scope of the Strategic Investment the Company offset TL 517.666 thousand from tax base (31 December 2015 - TL 344.638 thousand). Besides, the Company benefits from VAT exemption, VAT refund, exemption from customs duty, incentive for employer share of insurance premium and interest incentive within scope of Strategic Investment Incentive.

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**21. Government grants (continued)**

On 11 April, 2013, the Company was granted an investment incentive from Incentive Implementation and Foreign Investment Department of Ministry of Economy of Republic of Turkey for the purchasing of the wagons worth TL 75.000 thousand to be used in intercity railroad transportation. Support elements of this investment is to benefit from are, VAT exemption, interest incentive, customs duty exemption, tax discount rate (80%), rate of contribution to investment (40%) and employer's social security premium contribution (7 years).

On September 23, 2014, the Company was granted an investment incentive from Incentive Implementation and Foreign Investment Department of Ministry of Economy of Republic of Turkey for Modernization of Batman Refinery project. Support elements of this investment is to benefit from are, VAT exemption, tax discount rate (90%), rate of contribution to investment (50%) and interest incentive.

The Company received investment incentive on October 9, 2013 from Incentive Implementation and Foreign Investment Department of Ministry of Economy of Republic of Turkey in scope of environmental project of Oil Sublimation and Recycling of Flare Gas. Investment benefits are VAT exemption, interest incentive and exemption from customs duty.

The Company received investment incentive on October 27, 2015 from Incentive Implementation and Foreign Investment Department of Ministry of Economy of Republic of Turkey for Modernization of Kırıkkale Refinery Project. Support elements of this investment is to benefit from are, VAT exemption, tax discount rate (60%), rate of contribution to investment (25%) and interest incentive.

The Group has benefited from insurance premium employer share incentives with 5% according to Law, no 5510.

As of 31 December, 2016 and 2015, the revenues (totally recognized in consolidated statements of profit or loss) of the Group from government incentives and grants are as follows:

	<b>31 December 2016</b>	31 December 2015
Social security withholdings incentives	<b>30.527</b>	21.259
Interest incentive	<b>8.100</b>	24.133
Research and development incentives	<b>8.085</b>	3.707
<b>Total</b>	<b>46.712</b>	49.099

Company received and utilized tax incentives amounting to kTL 68.447 in scope of Modernization of Batman Refinery Project, İzmir Refinery Oil Sublimation and Recycling of Flare Gas and Modernization of Kırıkkale Refinery Project in 2016.

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**22. Commitments and contingent assets and liabilities**

	31 December 2016		31 December 2015	
<b>Guarantees received:</b>	<b>Original currency:</b>	<b>TL Amount:</b>	<b>Original currency:</b>	<b>TL Amount:</b>
Letter of guarantees received		<b>1.679.662</b>		2.138.941
- Letter of guarantees in TL	<b>1.003.107</b>	<b>1.003.107</b>	919.053	919.053
- Letter of guarantees in USD	<b>160.721</b>	<b>565.608</b>	374.064	1.087.627
- Letter of guarantees in EUR	<b>27.113</b>	<b>100.585</b>	37.189	118.172
- Letter of guarantees in other currencies	-	<b>10.362</b>	-	14.089
Guarantee notes received		<b>14.485</b>		24.039
- Guarantee notes in TL	<b>14.485</b>	<b>14.485</b>	24.039	24.039
Guarantee letters received		<b>225.960</b>		195.380
- Guarantee letters received - TL	<b>50.000</b>	<b>50.000</b>	50.000	50.000
- Guarantee letters received - USD	<b>50.000</b>	<b>175.960</b>	50.000	145.380
<b>Total guarantees received</b>		<b>1.920.107</b>		<b>2.358.360</b>
<b>Guarantees given:</b>				
Letter of credits given		<b>672.163</b>		305.121
- Letter of credits in USD	<b>184.253</b>	<b>648.422</b>	99.796	290.168
- Letter of credits in EUR	<b>3.921</b>	<b>14.545</b>	4.706	14.953
- Letter of credits in other currencies	-	<b>9.196</b>	-	-
Letter of guarantees given		<b>796.468</b>		459.304
- Letter of guarantees in TL	<b>607.798</b>	<b>607.798</b>	400.570	400.570
- Letter of guarantees in USD	<b>53.612</b>	<b>188.670</b>	20.200	58.734
Letters of guarantee given to customs offices		<b>1.000.185</b>		1.541.278
- Letter of guarantees in TL	<b>955.666</b>	<b>955.666</b>	1.503.147	1.503.147
- Letter of guarantees in EUR	<b>12.000</b>	<b>44.519</b>	12.000	38.131
Letters of guarantee given to banks		<b>338.033</b>		225.073
- Letter of guarantees in USD	<b>47.577</b>	<b>167.433</b>	17.474	50.807
- Letter of guarantees in EUR	<b>45.985</b>	<b>170.600</b>	54.842	174.266
<b>Total guarantees given</b>		<b>2.806.849</b>		<b>2.530.776</b>

As at 31 December 2016 and 31 December 2015, letter of guarantees received are composed of guarantees from customers and suppliers. Guarantees given are mainly composed of guarantees given to government entities and customs offices. As at 31 December 2016, letters of guarantee given to banks are given for loans which were used by Companies within scope of consolidation amounting to TL 331.726 thousand (31 December 2015- TL 219.671 thousand) and for derivative financial instruments amounting to TL 6.307 thousand (31 December 2015 – TL 5.402 thousand).

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**22. Commitments and contingent assets and liabilities (continued)**

Collaterals, pledges, mortgages given by the Group as at 31 December 2016 and 31 December 2015 are as follows:

	<b>December 31 2016</b>	December 31 2015
A. CPMs given for companies in the name of its own legal personality	<b>2.468.816</b>	2.305.703
- TL	<b>1.563.464</b>	1.903.717
- USD	<b>837.092</b>	348.902
- EUR	<b>59.064</b>	53.084
- Other	<b>9.196</b>	-
B. CPMs given on behalf of the fully consolidated companies (*)	<b>338.033</b>	225.073
- USD	<b>167.433</b>	50.807
- EUR	<b>170.600</b>	174.266
C. CPMs given for continuation of its economic activities on behalf of third parties		
D. Total amount of other CPMs	-	-
i) Total amount of CPMs given on behalf of the majority shareholder	-	-
ii) Total amount of CPMs given on behalf of third parties which are not in scope of C.	-	-
iii) Total amount of CPMs given on behalf of third parties which are not in scope of C	-	-
<b>Total</b>	<b>2.806.849</b>	2.530.776

(\*) A commission at an amount of TL1.117 thousand is recognized as of 31 December 2016 related to letter of guarantees given in favor of partnerships included in full consolidation (31 December 2015- TL 1.157 thousand).

**Environmental pollution liability:**

The Group is responsible for cleaning environmental pollution that could be caused as a result of its operations. There are no lawsuits against the Group regarding environmental matters as of date of 31 December 2016.

The environmental impact of the storage of chemical materials, environmental air quality and emission, collection and quality of waste water, garbage dump, surface and underground water and overall refinery operations have been analyzed by an expert advisor company of the Group. As a result of the evaluation regarding the expenditures to be made the Group management is of the opinion that necessary expenditures have been completed as at 31 December 2016 and 2015.

**Requirement to keep the national petroleum stocks:**

The storage of the national petroleum stocks is the responsibility of petroleum products and LPG distributor license owners should hold a minimum of twenty days' average reserves at their own or other licensed storages, either together or separately. According to Petroleum Market Law, for continuous supply and prevention of risks in extraordinary circumstances, fulfillment of the liabilities related with petroleum reserves during extraordinary situations according to international agreements, the national petroleum reserves are stored with the amount defined as the net imported amount included in the prior year's average daily usage, with minimum duration of 90 days. Refineries are held responsible for holding the supplementary portion of the national petroleum reserves.

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**23. Equity**

The Company's shareholders and their shareholding percentages as at 31 December 2016 and 31 December 2015 are as follows:

	<b>31 December 2016</b>	<b>Share (%)</b>	31 December 2015	Share (%)
Enerji Yatırımları A.Ş.	<b>127.714</b>	<b>51</b>	127.714	51
Publicly owned	<b>122.705</b>	<b>49</b>	122.705	49
<b>Total</b>	<b>250.419</b>	<b>100</b>	250.419	100
Adjustment to share capital	<b>1.344.243</b>		1.344.243	
<b>Total paid-in capital</b>	<b>1.594.662</b>		1.594.662	

"Adjustment to share capital" represents the restatement effect of cash and cash equivalent contributions to share capital measured in accordance with the Turkish Financial Reporting Standards.

Registered capital of the Company is TL 500.000 thousand and is divided into 50.000.000.000 shares with a registered nominal value of 1 Kuruş ("kr.") (31 December 2015 - 1 kr.) each. The authorised and paid-in share capital of the Company comprises 25.041.919.999 Group A shares with a registered nominal value of kr. 1 and one Group C share with privileges belonging to the Privatisation Administration.

As per the articles of association of the Company, one member of the Board of Directors should be nominated by the Group C shareholders. Board of Directors' decisions on the supply needs of petroleum products of the Turkish military forces requires the consent of the member representing the Group C shareholders.

Retained earnings, as per the statutory financial statements other than legal reserves, are available for distribution, subject to the legal reserve requirement referred to below.

**Restricted reserves**

The legal reserves consist of first and second reserves, appropriated in accordance with the Turkish Commercial Code ("TCC"). The TCC stipulates that the first legal reserve is appropriated out of statutory profits at the rate of 5% per annum until the total reserve reaches 20% of the Company's paid-in share capital. The second legal reserve is appropriated at the rate of 10% per annum of all cash distributions in excess of 5% of the paid-in share capital. Under the TCC, the legal reserves can only be used to offset loss and are not available for any other usage unless the reserve exceeds 50% of paid-in share capital.

In accordance with Turkish Financial Reporting Standards the aforementioned amounts should be classified under "Restricted Reserves". At 31 December 2016, the restricted reserves of the Company amount to TL 331.337 thousand (31 December 2015 - TL 163.401 thousand).



**Türkiye Petrol Rafinerileri A.Ş.**

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**23. Equity (continued)**

***Dividend distribution***

Listed companies distribute dividend in accordance with the Communiqué No. II-19.1 issued by the CMB which is effective from February 1, 2014.

Companies distribute dividends in accordance with their dividend payment policies settled and dividend payment decision taken in general assembly and also in conformity with relevant legislations. The communiqué does not constitute a minimum dividend rate. Companies distribute dividend in accordance with the method defined in their dividend policy or articles of incorporation. In addition, dividend can be distributed by fixed or variable installments and advance dividend can be paid in accordance with profit on interim financial statements of the Company.

In accordance with the Turkish Commercial Code (TCC), unless the required reserves and the dividend for shareholders as determined in the article of association or in the dividend distribution policy of the company are set aside, no decision may be made to set aside other reserves, to transfer profits to the subsequent year or to distribute dividends to the holders of usufruct right certificates, to the members of the board of directors or to the employees; and no dividend can be distributed to these persons unless the determined dividend for shareholders is paid in cash.

The total amount of net income of the Company in the statutory records and other equity accounts subject to dividend distribution amount to TL 3.428.745 thousand as at 31 December 2016. This amount includes inflation adjustment differences of the equity accounts amounting to TL 1.698.998 thousand and other reserves amounting to TL 10.604 thousand which are subject to corporate taxation when distributed as dividends.

In the year ended 31 December 2016, the Company committed to make dividend payment in cash amounting to TL 1.627.725 thousand which is the total amount remained after first and second composition legal reserves deducted from 2015 distributable net profit of the period and a portion of second composition legal reserves. The Company paid the above mentioned dividend. The Company paid a cash dividend at the rate of 650% which corresponds to TL 6,5 gross and TL 6,5 net cash dividend for the shares with a nominal value of TL 1,00 to institutional shareholders who are full taxpayers or limited liable taxpayers and obtain dividends through a business or permanent representative in Turkey. The Company paid also a cash dividend at the rate of 650%, which corresponds to TL 6,5 gross and TL 5,5250 net cash dividend for the shares with a nominal value of TL 1,00 to other shareholders.

(Convenience translation of the independent auditor's report and consolidated financial statements originally issued in Turkish (See Note 2.2.3))

**Türkiye Petrol Rafinerileri A.Ş.**

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

**24. Revenue and cost of sales**

	<b>1 January - 31 December 2016</b>	1 January - 31 December 2015
Domestic revenue	<b>28.850.374</b>	29.213.323
Export revenue	<b>6.374.481</b>	7.802.431
Service revenue	<b>144.914</b>	112.307
<b>Gross revenue</b>	<b>35.369.769</b>	37.128.061
Less: Sales discounts	<b>(496.938)</b>	(200.140)
Less: Sales returns	<b>(17.980)</b>	(34.593)
<b>Sales (net)</b>	<b>34.854.851</b>	36.893.328
Cost of goods sold	<b>(28.873.766)</b>	(31.213.281)
Cost of trade goods sold	<b>(2.261.176)</b>	(1.521.539)
Cost of services	<b>(70.682)</b>	(32.129)
<b>Gross profit</b>	<b>3.649.227</b>	4.126.379

**Cost of sales:**

	<b>1 January - 31 December 2016</b>	1 January - 31 December 2015
Raw materials	<b>26.369.554</b>	29.007.982
Cost of trade goods sold	<b>2.261.176</b>	1.521.539
Energy expenses	<b>991.541</b>	973.441
Personnel expenses	<b>521.845</b>	465.287
Depreciation and amortization (Note 12-13)	<b>483.789</b>	409.849
Other production expenses	<b>577.719</b>	388.851
<b>Cost of sales</b>	<b>31.205.624</b>	32.766.949

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**25. General administrative expenses, marketing expenses and research and development expenses**

**General administrative expenses:**

	1 January - 31 December 2016	1 January - 31 December 2015
Personnel expenses	294.988	236.030
Outsourced services	83.951	61.681
Taxes and duties	82.985	81.943
Insurance expenses	79.203	76.264
Depreciation and amortization expenses (Not 12-13)	57.211	76.161
Office expenses	35.230	25.673
Lawsuit and consultancy expenses	23.353	25.869
Subscription fees	22.958	18.910
Donations	20.321	15.770
Rent expenses	7.835	10.066
Transportation and travel expenses	2.702	2.064
Other	37.543	31.027
<b>Total general administrative expenses</b>	<b>748.280</b>	<b>661.458</b>

**Marketing expenses:**

	1 January - 31 December 2016	1 January - 31 December 2015
Personnel expenses	78.815	65.375
Outsourced services	51.675	44.242
Carriage, storage and insurance expenses	43.414	48.776
Rent expenses	11.897	8.736
Energy expenses	8.157	2.771
Advertising expenses	3.441	1.475
Depreciation and amortisation expenses (Not 12)	3	3
Other	24.200	21.477
<b>Total marketing expenses</b>	<b>221.602</b>	<b>192.855</b>

**Research and development expenses:**

	1 January - 31 December 2016	1 January - 31 December 2015
Personnel expenses	19.267	18.219
Lawsuit and consultancy expenses	1.340	338
Outsourced services	140	1.980
Other	4.818	2.227
<b>Total research and development expenses</b>	<b>25.565</b>	<b>22.764</b>

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**26. Other operating income/(expenses)**

	<b>1 January - 31 December 2016</b>	<b>1 January - 31 December 2015</b>
<b>Other operating income/(expenses):</b>		
Credit finance gains	<b>123.632</b>	127.385
Provision no longer required	<b>16.209</b>	-
Rent income	<b>3.497</b>	3.080
Foreign exchange gain from trade receivables	<b>9.147</b>	3.651
Other	<b>32.266</b>	8.565
<b>Total other operating income</b>	<b>184.751</b>	142.681

	<b>1 January - 31 December 2016</b>	<b>1 January - 31 December 2015</b>
<b>Other operating expense:</b>		
Foreign exchange loss from trade payables	<b>(458.668)</b>	(613.849)
Credit finance charges	<b>(13.398)</b>	(8.223)
Other	<b>(9.176)</b>	(18.143)
<b>Total other operating expense</b>	<b>(481.242)</b>	(640.215)

**27. Income/(expense) from investment activities**

	<b>1 January - 31 December 2016</b>	<b>1 January - 31 December 2015</b>
Gains/(losses) on sales of property plant and equipment and intangible assets, net	<b>161</b>	2.560
<b>Total income/(expense) from investment activities</b>	<b>161</b>	2.560

(Convenience translation of the independent auditor's report and consolidated financial statements originally issued in Turkish (See Note 2.2.3))

**Türkiye Petrol Rafinerileri A.Ş.**

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

**28. Financial income/(expenses)**

	1 January - 31 December 2016	1 January - 31 December 2015
<b>Financial income:</b>		
Interest income on deposits	319.513	184.133
Foreign exchange gains on deposits	709.477	419.633
Foreign exchange gains on derivative instruments	144.882	258.949
<b>Total financial income</b>	<b>1.173.872</b>	<b>862.715</b>
<b>Financial expense:</b>		
Interest expenses	(708.359)	(532.997)
Foreign exchange losses on borrowings	(976.068)	(924.395)
Foreign exchange losses on derivative instruments	(55.555)	(4.350)
Other	(6.068)	(9)
<b>Total financial expense</b>	<b>(1.746.050)</b>	<b>(1.461.751)</b>

**29. Tax assets and liabilities**

**i) Corporation tax:**

	31 December 2016	31 December 2015
Current period corporate tax provision	141.217	133.346
Current year tax assets	(95.928)	(4.317)
<b>Corporation tax provision</b>	<b>45.289</b>	<b>129.029</b>

Turkish tax legislation does not permit a parent company, its subsidiaries and its joint ventures to file a consolidated tax return. Therefore, provisions for taxes, as reflected in these consolidated financial statements, have been calculated on an individual-entity basis.

The corporation tax rate for the fiscal year 2016 is 20 % (2015 - 20%). Corporation tax is payable at a rate of 20% on the total income of the companies after adjusting for certain disallowable expenses, corporate income tax exemptions (participation exemption, investment allowance, etc.) and allowances (as research and development expenditures deduction).

The reconciliation of the income before tax with the calculated corporate tax is as follows:

	2016	2015
Profit before taxation	1.944.022	2.225.372
Expected tax expense (%20)	(388.804)	(445.074)
Investment incentive income	75.140	768.376
Investment revaluation fund	123.724	-
Deductions and exemptions	58.793	57.250
Disallowable expenses and differences not subject to taxation	(85)	(41.997)
<b>Taxation on income</b>	<b>(131.232)</b>	<b>338.555</b>

**29. Tax assets and liabilities (continued)**

**Türkiye Petrol Rafinerileri A.Ş.**

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

**Investment incentive income**

In the first period of 2011, within the scope of the decree of the Council of Ministers dated 14 July 2009 and numbered 2009/15199, the Company was granted a large-scaled investment incentive. Within the scope of the subject legislation, the Company can deduct 30% of its investment expenditures related with the new investment, with a discount rate of 50% from tax base in accordance with the legislation provisions, at the time investment is completed and the revenue is started to be recognized. As of 7 October 2013, Residuum Upgrading Project was granted Strategic Investment Incentive by Incentive Implementation and Foreign Investment Department of Ministry of Economy of Republic of Turkey that would be applicable after 19 October 2012. Within the scope of the Strategic Investment, the Company can deduct 50% of its investment expenditures related with the new investment, with a discount rate of 90% from tax base in accordance with the legislation provisions. Accordingly, as of 31 December 2016, investment expenditures amounting to TL 7.969.662 thousand (31 December 2015 - TL 7.969.662 thousand) has been made and tax advantages amounting to TL 3.656.588 thousand (31 December 2015 – TL 3.656.588 thousand) has been realized to be used in future periods. As of 31 December 2016, the Company realized revaluation gain amounting to TL 123.724 that is calculated for unused investment incentives in its financial statements. Moreover, as of 31 December 2016 within the scope of the Strategic Investment the Company offset TL 517.666 thousand from tax base (31 December 2015 – TL 344.638 thousand).

The analysis of cumulative temporary differences and the related deferred tax assets and liabilities in respect of items for which deferred income tax has been provided as at 31 December 2016 and 31 December 2015 using the enacted tax rates are as follows:

	Cumulative temporary differences		Deferred tax asset/(liability)	
	31 December 2016	31 December 2015	31 December 2016	31 December 2015
Difference between the carrying values and tax base of property, plant, equipment and intangible assets	-	523.313	-	(104.663)
Fair value difference of derivative instruments	383.690	217.134	(76.738)	(43.427)
Prepaid expenses	105.400	137.557	(21.080)	(27.511)
Unearned credit finance income, (net)	(5.594)	-	(1.119)	-
Other	-	12.995	-	(2.599)
<b>Deferred tax liability</b>			<b>(98.937)</b>	<b>(178.200)</b>
Investment incentive income	7.969.662	7.969.662	3.656.588	3.656.588
Investment incentive income net-offed by tax base within the scope of Strategic Investment incentive			(517.666)	(344.638)
Gains on revaluation of investment			123.724	-
Difference between the carrying values and tax base of property, plant, equipment and intangible assets	(52.144)	-	10.429	-
Employment termination benefits and seniority incentive bonus provision	168.845	154.952	33.769	30.990
Impairment on inventories	-	102.114	-	20.423
Provision for unused vacation liability	42.188	39.777	8.438	7.956
Provision for impairment on spare parts	22.455	27.506	4.491	5.501
Provisions for pending claims and lawsuits	12.523	13.405	2.505	2.681
Unearned credit finance income, (net)	-	6.011	-	1.202
Financial losses	9.271	-	1.854	-
Other	9.173	-	1.836	-
<b>Deferred tax assets</b>			<b>3.325.968</b>	<b>3.380.703</b>
<b>Deferred tax asset / (liability), net</b>			<b>3.227.031</b>	<b>3.202.503</b>

**Türkiye Petrol Rafinerileri A.Ş.**

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**29. Tax assets and liabilities (continued)**

The movement of deferred taxes is as follows:

	2016	2015
<b>Deferred tax asset / (liability), net</b>		
1 January	<b>3.202.503</b>	2.623.134
Charge for the period	<b>(39.599)</b>	471.901
Charge to equity:		
- Hedging cash flow gains/(losses)	<b>151.540</b>	127.034
- Actuarial gains/(losses) arising from defined benefit plans	<b>827</b>	(1.782)
Tax effect of adjustments to previous years	-	(17.784)
Investment incentive income net-offed	<b>(88.240)</b>	-
<b>31 December</b>	<b>3.227.031</b>	3.202.503

**30. Profit for shares**

	1 January - 31 December 2016	1 January - 31 December 2015
Profit for the year attributable to shareholders of the company	<b>1.793.267</b>	2.550.168
Weighted average number of shares with nominal value of kr. 1 each	<b>25.041.920.000</b>	25.041.920.000
<b>Basic and diluted earnings per share in Kr</b>	<b>7,16</b>	10,18

**31. Related party transactions**

Related party transactions were classified according to the following groups and contain all descriptions in this footnote.

- (1) Joint ventures
- (2) Companies in which ultimate parent in shareholder
- (3) Ultimate parent

**a) Deposits:**

	31 December 2016	31 December 2015
Yapı ve Kredi Bankası A.Ş. (2)	<b>3.118.492</b>	1.287.266
<b>Total</b>	<b>3.118.492</b>	1.287.266

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**31. Related party transactions (continued)**

**b) Due from related parties:**

	<b>31 December 2016</b>	31 December 2015
Opet Petrolcülük A.Ş. (1)	<b>382.580</b>	309.098
THY OPET Havacılık Yakıtları A.Ş. (1)	<b>299.357</b>	274.819
Aygaz A.Ş. (2)	<b>65.483</b>	70.583
Opet Fuchs Madeni Yağ San. ve Tic. A.Ş. (1)	<b>4.396</b>	4.162
Other (2)	<b>8</b>	11
<b>Total</b>	<b>751.824</b>	658.673

As of December 31, 2016, Tüpraş has offset TL 250.000 thousand (31 December 2015 - TL 125.000 thousand) from its trade receivables due from related parties that are collected from factoring companies as a part of irrevocable factoring agreements.

**c) Due to related parties:**

	<b>31 December 2016</b>	31 December 2015
Aygaz A.Ş. (2)	<b>21.635</b>	17.112
Zer Merkezi Hizmetler ve Ticaret A.Ş. (2)	<b>12.800</b>	5.559
RAM Sigorta Aracılık Hizmetleri A.Ş. (2)	<b>11.901</b>	648
Koç Sistem Bilgi ve İletişim A.Ş. (2)	<b>10.260</b>	10.667
Ark İnşaat A.Ş. (2)	<b>9.393</b>	12.656
Opet Petrolcülük A.Ş. (1)	<b>7.275</b>	5.275
Otokoç Otomotiv Tic. ve San. A.Ş. (2)	<b>5.723</b>	984
Eltek Elektrik Enerjisi İthalat, İhracat ve Toptan Tic. A.Ş. (2)	<b>2.510</b>	2.325
RMK Marine Gemi Yapım Sanayii ve Deniz Taşımacılığı İşl. A.Ş. (2)	-	3.510
Setur Servis Turistik A.Ş. (2)	<b>276</b>	536
Other (2)	<b>6.244</b>	3.532
<b>Total</b>	<b>88.017</b>	62.804

**d) Other payables:**

	<b>31 December 2016</b>	31 December 2015
Koç Holding A.Ş. (3)	<b>18.546</b>	17.469
<b>Total</b>	<b>18.546</b>	17.469

**e) Advances given for property, plant and equipment:**

	<b>31 December 2016</b>	31 December 2015
RMK Marine Gemi Yapım Sanayii ve Deniz Taşımacılığı İşl. A.Ş. (2)	<b>32.441</b>	17.957
Ark İnşaat A.Ş. (2)	<b>5.013</b>	6
<b>Total</b>	<b>37.454</b>	17.963



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

**31. Related party transactions (continued)**

**f) Product and service sales:**

	1 January - 31 December 2016	1 January - 31 December 2015
THY OPET Havacılık Yakıtları A.Ş. (1)	3.774.871	4.698.599
Opet Petrolcülük A.Ş. (1)	3.766.503	3.321.907
Aygaz A.Ş. (2)	314.557	344.503
Opet Fuchs Madeni Yağ San. ve Tic. A.Ş. (1)	24.532	28.301
Other (2)	4	447
<b>Total</b>	<b>7.880.467</b>	<b>8.393.757</b>

**g) Product and service purchases:**

	1 January - 31 December 2016	1 January - 31 December 2015
Aygaz A.Ş. (2)	434.665	416.823
Opet Petrolcülük A.Ş. (1)	151.559	92.078
Ram Sigorta Aracılık Hizmetleri A.Ş. (2) (*)	80.837	90.581
THY OPET Havacılık Yakıtları A.Ş. (1)	61.923	77.881
Zer Merkezi Hizmetler ve Ticaret A.Ş. (2)	60.927	50.022
Koç Holding A.Ş. (3) (**)	44.683	32.153
Koç Sistem Bilgi ve İletişim A.Ş. (2)	30.779	28.400
Eltak Elektrik Enerjisi İthalat, İhracat ve Toptan Tic. A.Ş. (2)	24.560	22.843
Otokoç Otomotiv Tic. ve San. A.Ş. (2)	8.458	8.254
Other (2)	20.483	19.101
<b>Total</b>	<b>918.874</b>	<b>838.136</b>

(\*) Includes paid and accrued insurance premiums in the periods ended 31 December 2016 and 2015 in connection with insurance policies signed with insurance companies through RAM Sigorta Aracılık Hizmetleri A.Ş acting as an intermediary insurance agency.

(\*\*) It includes remuneration of expenses, occurred related to companies provided services in care of Koç Holding A.Ş. including personnel and senior management expenses in acknowledgement of services such as finance, law, tax and senior management given to companies in the company structure of our main partner Koç Holding A.Ş, which are billed to our Company as a result of its distribution in the framework of "11-Intra-group Services" of General Communique numbered 1 on Distribution of Hidden Income through Transfer Pricing.

**h) Fixed asset purchases:**

	1 January - 31 December 2016	1 January - 31 December 2015
Ark İnşaat A.Ş. (2)	83.396	83.804
RMK Marine Gemi Yapım Sanayii ve Deniz Taşımacılığı İşl. A.Ş. (2)	18.000	97.127
Koç Sistem Bilgi ve İletişim A.Ş. (2)	1.837	4.366
Entek Elektrik Üretim A.Ş. (2)	-	27.412
Other (2)	2.410	5.777
<b>Total</b>	<b>105.643</b>	<b>218.486</b>

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**31. Related party transactions (continued)**

**i) Remuneration of board of directors and executive management:**

The senior management of the company is determined as Member and Chair of the Board of Directors and General Manager and General Manager Deputies. The total amount of benefits provided to senior management is TL 61.239 thousand as of period ending on 31 December 2016. (31 December 2015 – TL 50.755 thousand). TL 17.200 thousand of this amount is related to severance payments and the rest of amount consists of short term benefits (31 December 2015 – TL 13.326 thousand).

**j) Financial expenses paid to related parties:**

	1 January - 31 December 2016	1 January - 31 December 2015
Yapı ve Kredi Bankası A.Ş. (2)	-	5.454
Yapı Kredi Faktoring A.Ş. (2)	1.361	2.657
<b>Total</b>	<b>1.361</b>	<b>8.111</b>

**k) Time deposit interest income:**

	1 January - 31 December 2016	1 January - 31 December 2015
Yapı ve Kredi Bankası A.Ş. (2)	143.456	105.981
<b>Total</b>	<b>143.456</b>	<b>105.981</b>

**l) Donations:**

As of 31 December 2016, total donation is amounting to TL 15.793 thousand (31 December 2015- TL 14.418 thousand).

**32. Financial instruments and financial risk management**

The Group's activities expose it to a variety of financial risks, including the effects of changes in debt and equity market prices, foreign currency exchange rates and interest rates. The Group's overall risk management program focuses on the unpredictability of financial markets and seeks to minimise potential adverse effects on the financial performance of the Group.

**Liquidity risk:**

The ability to fund the existing and prospective debt requirements is managed by maintaining the availability of adequate fund providers from high quality lenders.

Prudent liquidity risk management comprises maintaining sufficient cash, the availability of funding through an adequate amount of committed credit facilities and the ability to close out open positions.

The table below demonstrates the Group's future cash outflows due to financial liabilities as at 31 December 2016 and 2015. The amounts demonstrated are undiscounted cash flows on agreements and the Group manages its liquidity risk by taking into account its expected undiscounted cash flows.

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**Türkiye Petrol Rafinerileri A.Ş.**

**Notes to the consolidated financial statements for the year ended 31 December 2016**

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

**32. Financial instruments and financial risk management (continued)**

**31 December 2016**

<b>Contractual maturities</b>	<b>Carrying value</b>	<b>Contractual cash-flows</b>	<b>Up to 3 months</b>	<b>3 months-12 months</b>	<b>1 year- 5 years</b>	<b>More than 5 years</b>
Total liabilities (non derivative)	22.586.814	23.727.085	11.052.961	1.716.245	9.192.715	1.765.164
Financial liabilities	9.445.361	10.439.150	382.280	1.614.628	6.677.078	1.765.164
Bonds & notes issued	2.688.904	2.824.640	208.775	101.617	2.514.248	-
Trade payables	6.987.843	6.998.589	6.998.589	-	-	-
Other liabilities	3.464.706	3.464.706	3.463.317	-	1.389	-

<b>Contractual maturities</b>	<b>Carrying value</b>	<b>Contractual cash-flows</b>	<b>Up to 3 months</b>	<b>3 months-12 months</b>	<b>1 year- 5 years</b>	<b>More than 5 years</b>
<b>Derivative instruments (net)</b>	372.377	235.948	402	(28.178)	240.950	22.774
Derivative cash inflows	403.613	1.707.376	353.698	192.153	1.054.956	106.569
Derivative cash outflows	31.236	1.471.428	353.296	220.331	814.006	83.795

**31 December 2015**

<b>Contractual maturities</b>	<b>Carrying value</b>	<b>Contractual cash-flows</b>	<b>Up to 3 months</b>	<b>3 months-12 months</b>	<b>1 year- 5 years</b>	<b>More than 5 years</b>
Non-derivate financial liabilities	16.610.450	17.658.865	6.989.072	1.911.863	6.949.607	1.808.323
Financial liabilities	7.661.613	8.494.709	289.289	1.819.131	4.577.966	1.808.323
Bonds & notes issued	2.257.807	2.471.537	8.775	92.732	2.370.030	-
Trade payables	3.878.036	3.879.625	3.879.625	-	-	-
Other liabilities	2.812.994	2.812.994	2.811.383	-	1.611	-

<b>Contractual maturities</b>	<b>Carrying value</b>	<b>Contractual cash-flows</b>	<b>Up to 3 months</b>	<b>3 months-12 months</b>	<b>1 year- 5 years</b>	<b>More than 5 years</b>
Derivative instruments (net)	201.249	(69.131)	226	(60.108)	(2.455)	(6.794)
Derivative cash inflows	268.872	1.135.704	1.436	108.937	890.913	134.418
Derivative cash outflows	67.623	1.204.835	1.210	169.045	893.368	141.212

Cash outflows will be financed through cash inflows generated from sales or through funding.

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**32. Financial instruments and financial risk management (continued)**

**Credit risk:**

The Group is subject to credit risk arising from trade receivables related to credit sales, deposits at banks. These risks are managed by limiting the aggregate risk from any individual counterparty and obtaining sufficient collateral where necessary and making only cash based sales to customers considered as having a higher risk. Collectability of trade receivables are evaluated by management depending on their past experiences and current economic condition, and are presented in the consolidated financial statements net of adequate doubtful provision.

Major portion of Tüpraş's customers are composed of financially strong companies or government entities. As at 31 December 2016 and 2015, trade receivables from the top 5 customers of the Group constitute 71% and 57% of total receivables, respectively. When these factors are considered together with the insignificant historical default experience for the Group's receivables, the Group management considers the credit risk as low. The Group uses the same risk management principles for the management of financial assets. Investments are made to highly liquid instruments and the banks that the Group deposits its cash and cash equivalents in are selected among the financially strong institutions. As the Group did not have any uncollected, past due, impaired or renegotiated bank deposits, the Group believes that it does not have any impairment risk related to bank deposits.

Credit risks of the Group for each financial instrument type as at 31 December 2016 and 2015 are as follows:

31 December 2016	Receivables				Bank deposits	Derivative instruments	Other
	Trade Receivables		Other Receivables				
	Related parties	Third parties	Related parties	Third Parties			
Maximum exposed credit risk as of reporting date	751.824	2.428.458	-	25.626	6.050.721	403.613	-
- Secured portion of the maximum credit risk by guarantees, etc.	-	651.954	-	-	-	-	-
A. Net book value of financial asset either are not due or not impaired	751.824	2.363.541	-	25.626	6.050.721	403.613	-
B. Net book value of overdue but not impaired financial assets	-	64.917	-	-	-	-	-
C. Net book value of the impaired assets	-	-	-	-	-	-	-
- Overdue(gross book value)	-	2.676	-	304	-	-	-
- Impairment (-)	-	(2.676)	-	(304)	-	-	-
- Secured portion of the net value by guarantees, etc.*	-	-	-	-	-	-	-
- Not due yet (gross book value)	-	-	-	-	-	-	-
- Impairment (-)	-	-	-	-	-	-	-
- Secured portion of the net value by guarantees, etc.	-	-	-	-	-	-	-
D. Components which are including credit risk except financial statement	-	-	-	-	-	-	-

31 December 2015	Receivables				Bank deposits	Derivative instruments	Other
	Trade Receivables		Other Receivables				
	Related parties	Third parties	Related parties	Third parties			
Maximum exposed credit risk as of reporting date	658.673	1.881.159	-	25.815	3.027.546	268.872	-
- Secured portion of the maximum credit risk by guarantees, etc.	-	461.310	-	-	-	-	-
A. Net book value of financial asset either are not due or not impaired	658.673	1.871.402	-	25.815	3.027.546	268.872	-
B. Net book value of overdue but not impaired financial assets	-	9.757	-	-	-	-	-
C. Net book value of the impaired assets	-	-	-	-	-	-	-
- Overdue(gross book value)	-	2.593	-	738	-	-	-
- Impairment (-)	-	(2.593)	-	(738)	-	-	-
- Secured portion of the net value by guarantees, etc.*	-	-	-	-	-	-	-
- Not due yet (gross book value)	-	-	-	-	-	-	-
- Impairment (-)	-	-	-	-	-	-	-
- Secured portion of the net value by guarantees, etc.	-	-	-	-	-	-	-
D. Components which are including credit risk except financial statement	-	-	-	-	-	-	-

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**32. Financial instruments and financial risk management (continued)**

31 December 2016	Receivables		Bank deposits	Derivative instruments	Other
	Trade receivables	Other receivables			
Overdue (1-30 days)	36.307	-	-	-	-
Overdue (1-3 months)	26.078	-	-	-	-
Overdue (3-12 months)	2.532	-	-	-	-
Overdue (1-5 years)	-	-	-	-	-
Overdue (+5 years)	-	-	-	-	-

31 December 2015	Receivables		Bank deposits	Derivative instruments	Other
	Trade receivables	Other receivables			
Overdue (1-30 days)	7.770	-	-	-	-
Overdue (1-3 months)	1.584	-	-	-	-
Overdue (3-12 months)	403	-	-	-	-
Overdue (1-5 years)	-	-	-	-	-
Overdue (+5 years)	-	-	-	-	-

During the impairment test of financial assets, the Group has considered the indicators regarding uncollectibility of receivables that are due.

**Market risk:**

Tüpraş identifies commodity price, interest rate and currency risk as major components of market risk. Foreign exchange and interest risk are evaluated separately based on portfolio and product.

**Commodity price risk**

Tüpraş is exposed to risk arising from fluctuations in crude oil prices due to raw material inventory held for production. The Group management manages the risk by regularly reviewing the amount of inventory held.

Tüpraş sets its sales price according to Petroleum Market Law No: 5015 considering the product prices at the Mediterranean market, which is the closest reachable world competitive market and USD currency rates. The changes in prices in the Mediterranean market and USD currency rate are evaluated daily by the Company management and sales prices are updated when prices calculated according to the aforementioned factors differ significantly from current sales prices.

Since fluctuations in crude oil prices may create unexpected and undesirable volatility on net income and cash flows, the Company enters into commodity derivative transactions in order to mitigate this risk. These transactions are accounted in income statement since the conditions of hedge accounting are not met.

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**32. Financial instruments and financial risk management (continued)**

***Interest rate risk***

The Group is exposed to interest rate risk through the impact of rate changes on interest bearing assets and liabilities. These exposures are managed by balancing interest rate sensitive assets and liabilities and interest rate swap transactions.

The Group's interest rate position as at 31 December 2016 and 2015 is demonstrated below:

	<b>31 December 2016</b>	31 December 2015
<b>Financial instruments with fixed interest rate</b>		
Financial assets		
Time deposits	<b>6.044.576</b>	2.980.010
Financial liabilities	<b>5.554.764</b>	5.387.579
<b>Financial instruments with floating interest rate</b>		
Financial liabilities (*)	<b>6.579.501</b>	4.531.841

(\*) As of December 31 2016, there is total interest rate swap amounting and cross currency interest rate swap transaction to USD 617.647 thousand classified as hedging entered for borrowings with floating rate for Tupras' Residuum Upgrading Project ( December 31 2015- USD 705.882 thousand). Additionally, Ditaş has interest rate swap transaction at an amount of EUR 44.285 thousand classified as hedging in scope of floating rate loans received for tankers of Kartal and Maltepe (Note 20) (31 December 2015 – EUR 53.142 thousand).

As at 31 December 2016, had the interest rate for borrowings denominated in USD strengthened by 100 base points (1%), with all other variables held constant, profit before tax would be 7.879 TL thousand lower/higher (31 December 2015 - TL 5.490 thousand). ). As at 31 December 2016, had the interest rate for borrowings denominated in EURO strengthened/weakened by 100 base points (1%), with all other variables held constant, profit before tax would be TL 2.823 thousand lower/ higher (31 December 2015 - TL 62 thousand). As of December 31, 2016 and 2015, there is no interest rate risk for TL bank loans.

Expected repricing and maturity dates do not differ from the contract dates excluding borrowings; therefore no additional table is presented.

The maturity groupings of borrowings at 31 December 2016 and 2015 based on their contractual repricing dates are disclosed in Note 5.

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**32. Financial instruments and financial risk management (continued)**

**Foreign exchange risk**

The Group is exposed to foreign exchange risk due to rate changes on the translation of foreign currency assets and liabilities to local currency. These risks are monitored by management by analysis of the foreign currency position.

The net financial liabilities of the Group are exposed to foreign exchange risk due to raw material imports from foreign countries and export sales. The Group manages such risks by regularly reflecting the foreign exchange rate changes to its product prices.

The table below summarizes the foreign currency position risk of the Group as at 31 December 2016 and 31 December 2015. Foreign currency denominated assets and liabilities of the Group and related foreign currency position are as follows:

	31 December 2016		31 December 2015	
	TL Amount	USD Amount(*)	TL Amount	USD Amount
Assets	4.496.441	1.277.688	2.144.050	737.395
Liabilities	(14.585.609)	(4.144.581)	(10.446.529)	(3.592.836)
<b>Net balance sheet foreign currency position</b>	<b>(10.089.168)</b>	<b>(2.866.892)</b>	<b>(8.302.479)</b>	<b>(2.855.441)</b>
Net foreign currency position of derivative financial instruments(**)	6.440.757	1.830.176	5.825.564	2.003.564
<b>Net foreign currency position after derivate financial instruments</b>	<b>(3.648.411)</b>	<b>(1.036.716)</b>	<b>(2.476.915)</b>	<b>(851.876)</b>
Inventory scope in natural hedge(***)	3.477.413	988.126	1.962.440	674.935
<b>Net foreign currency position after natural hedge</b>	<b>(170.998)</b>	<b>(48.590)</b>	<b>(514.475)</b>	<b>(176.971)</b>

(\*)Dollar equivalent amounts are determined through dividing total TL equivalent positions to Exchange rate of dollar as at balance sheet date.

(\*\*) The Group has identified its investment credits amounting to 1.457.823 USD (5.130.371 thousand TL) as hedging instruments against USD/TL spot exchange rate exposed as a result of forecast export proceeds having a high probability of realization and cash flow hedging is applied in this scope (December 31, 2015 – 1.709.447 thousand USD (4.970.388 thousand TL). Exchange difference income/expenses of investment credits are recognized in "Hedging profits(losses)" account under shareholder's equity until cash flows of the item which is included in related hedging are realized. The aforementioned amount are included in off-balance derivative instruments net foreign position.

(\*\*\*) The Group classifies its exchange rate exposure sourcing from net foreign currency financial liabilities and trade payables through reflecting exchange rate changes to sales prices of products. The amount of total crude oil and oil product stocks owned by the Group is 3.477.413 thousand TL as of December 31, 2016 (December 31, 2015 – 1.962.440 thousand TL) (Note 8).

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**32. Financial instruments and financial risk management (continued)**

<b>Foreign currency position table</b>										
	<b>31 December 2016</b>					<b>31 December 2015</b>				
	<b>TL equivalent (In terms of functional currency)</b>	<b>USD</b>	<b>EUR</b>	<b>GBP</b>	<b>Other</b>	<b>TL equivalent (In terms of functional currency)</b>	<b>USD</b>	<b>EUR</b>	<b>GBP</b>	<b>Other</b>
Trade receivables	257.339	73.124	-	-	-	31.286	10.757	3	-	-
Monetary financial assets(including cash, banks)	4.085.609	875.246	270.883	114	-	1.598.597	539.810	9.102	29	-
Other	3.780	1.074	-	-	-	447.514	153.793	87	16	-
<b>Current assets</b>	<b>4.346.728</b>	<b>949.444</b>	<b>270.883</b>	<b>114</b>	<b>-</b>	<b>2.077.397</b>	<b>704.360</b>	<b>9.192</b>	<b>45</b>	<b>-</b>
Monetary financial assets	4.745	1.348	-	-	-	-	-	-	-	-
Other	144.968	27.163	13.309	-	-	66.653	1.649	18.347	-	3.558
<b>Non-current assets</b>	<b>149.713</b>	<b>28.511</b>	<b>13.309</b>	<b>-</b>	<b>-</b>	<b>66.653</b>	<b>1.649</b>	<b>18.347</b>	<b>-</b>	<b>3.558</b>
<b>Total assets</b>	<b>4.496.441</b>	<b>977.955</b>	<b>284.192</b>	<b>114</b>	<b>-</b>	<b>2.144.050</b>	<b>706.009</b>	<b>27.539</b>	<b>45</b>	<b>3.558</b>
Trade payables	3.841.321	1.056.681	27.213	1.043	17.189	2.628.025	881.949	19.480	1	1.766
Financial liabilities	1.243.661	333.977	18.418	-	-	1.005.108	331.037	13.401	-	-
Other monetary liabilities	257.008	72.774	243	-	-	15.389	5.023	247	-	-
<b>Current liabilities</b>	<b>5.341.990</b>	<b>1.463.432</b>	<b>45.874</b>	<b>1.043</b>	<b>17.189</b>	<b>3.648.522</b>	<b>1.218.009</b>	<b>33.128</b>	<b>1</b>	<b>1.766</b>
Financial liabilities	9.241.837	2.314.067	296.011	-	-	6.790.725	2.285.919	45.376	-	-
Other monetary liabilities	1.782	-	480	-	-	7.282	1.939	517	-	-
<b>Non-current liabilities</b>	<b>9.243.619</b>	<b>2.314.067</b>	<b>296.491</b>	<b>-</b>	<b>-</b>	<b>6.798.007</b>	<b>2.287.858</b>	<b>45.893</b>	<b>-</b>	<b>-</b>
<b>Total liabilities</b>	<b>14.585.609</b>	<b>3.777.499</b>	<b>342.365</b>	<b>1.043</b>	<b>17.189</b>	<b>10.446.529</b>	<b>3.505.867</b>	<b>79.021</b>	<b>1</b>	<b>1.766</b>
<b>Net asset/(liability) position of off-balance sheet foreign currency derivatives</b>	<b>6.440.757</b>	<b>1.830.176</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>5.825.564</b>	<b>2.003.564</b>	<b>-</b>	<b>-</b>	<b>-</b>
Total amount of off-balance sheet derivative financial assets	6.440.757	1.830.176	-	-	-	5.825.564	2.003.564	-	-	-
Total amount of off-balance sheet derivative financial liabilities	-	-	-	-	-	-	-	-	-	-
<b>Net foreign currency asset/(liability) position</b>	<b>(3.648.411)</b>	<b>(969.368)</b>	<b>(58.173)</b>	<b>(929)</b>	<b>(17.189)</b>	<b>(2.476.915)</b>	<b>(796.294)</b>	<b>(51.482)</b>	<b>44</b>	<b>1.792</b>
<b>Net monetary foreign currency asset/(liability) position</b>	<b>(10.237.916)</b>	<b>(2.827.781)</b>	<b>(71.482)</b>	<b>(929)</b>	<b>(17.189)</b>	<b>(8.816.646)</b>	<b>(2.955.300)</b>	<b>(69.916)</b>	<b>28</b>	<b>(1.766)</b>
<b>Fair value of derivative instruments</b>	<b>375.793</b>	<b>106.784</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>227.882</b>	<b>78.375</b>	<b>-</b>	<b>-</b>	<b>-</b>



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**32. Financial instruments and financial risk management (continued)**

The table below summarizes the effect of foreign currency rate changes on net balance sheet foreign currency position of the Group as at 31 December 2016 and 31 December 2015.

Statement of foreign currency risk sensitivity				
31 December 2016				
	Profit/Loss		Equity	
	Appreciation of foreign currency	Depreciation of foreign currency	Appreciation of foreign currency	Depreciation of foreign currency
<b>10% change in USD rate:</b>				
USD net assets/ liabilities	(995.153)	995.153	(513.037)	513.037
Amount hedged for USD risk (-)	644.076	(644.076)	-	-
<b>USD net effect</b>	<b>(351.077)</b>	<b>351.077</b>	<b>(513.037)</b>	<b>513.037</b>
<b>10% change in EUR rate:</b>				
Euro net assets/ liabilities	(26.519)	26.519	-	-
Amount hedged for Euro risk (-)	-	-	-	-
<b>EUR net effect</b>	<b>(26.519)</b>	<b>26.519</b>	<b>-</b>	<b>-</b>
<b>TOTAL</b>	<b>(377.596)</b>	<b>377.596</b>	<b>(513.037)</b>	<b>513.037</b>
31 December 2015				
	Profit/Loss		Equity	
	Appreciation of foreign currency	Depreciation of foreign currency	Appreciation of foreign currency	Depreciation of foreign currency
<b>10% change in USD rate:</b>				
USD net assets/ liabilities	(859.283)	859.283	(497.039)	497.039
Amount hedged for USD risk (-)	582.556	(582.556)	-	-
<b>USD net effect</b>	<b>(276.727)</b>	<b>276.727</b>	<b>(497.039)</b>	<b>497.039</b>
<b>10% change in EUR rate:</b>				
Euro net assets/ liabilities	(22.217)	22.217	-	-
Amount hedged for Euro risk (-)	-	-	-	-
<b>EUR net effect</b>	<b>(22.217)</b>	<b>22.217</b>	<b>-</b>	<b>-</b>
<b>TOTAL</b>	<b>(298.944)</b>	<b>298.944</b>	<b>(497.039)</b>	<b>497.039</b>

The Group accounted investment loans in scope of cash flow hedge accounting and foreign exchange income/expense arising from these loans are recognised in equity. 10 percent increase and decrease effect of foreign exchange rates are calculated with the same method and the calculated foreign exchange gains/losses are presented as hedged portion in the foreign exchange sensitivity table. Furthermore, the hedged portion of foreign exchange gains/losses via forwards and cross currency swap transactions is classified as the amount hedged against US dollar in the statement of exchange rate sensitivity analysis.

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### 32. Financial instruments and financial risk management (continued)

#### Export and import

	1 January - 31 December 2016	1 January - 31 December 2015
<b>Export</b>		
USD (equivalent of thousand TL)	6.374.428	7.802.267
<b>Total</b>	<b>6.374.428</b>	<b>7.802.267</b>
<b>Import</b>		
USD (equivalent of thousand TL)	26.456.318	27.317.980
<b>Total</b>	<b>26.456.318</b>	<b>27.317.980</b>

#### Capital risk management

The Group's objectives when managing capital are to safeguard the Group's ability to continue as a going concern in order to provide returns for shareholders and benefits for other stakeholders and to maintain an optimal capital structure to reduce the cost of capital.

In order to maintain or adjust the capital structure, the Group may adjust the amount of dividends paid to shareholders, issue new shares or sell assets to reduce debt. The gearing ratios as at 31 December 2016 and 2015 are as follows:

	31 December 2016	31 December 2015
Total financial liabilities (Note 5)	12.134.265	9.919.420
Less: Cash and cash equivalents (Note 4)	(6.050.721)	(3.027.546)
Net financial liabilities	6.083.544	6.891.874
Total shareholders' equity	8.167.033	8.368.449
<b>Total capital invested</b>	<b>14.250.577</b>	<b>15.260.323</b>
<b>Gearing ratio</b>	<b>%42,69</b>	<b>%45,16</b>

#### Fair value of financial instruments

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The estimated fair values of financial instruments have been determined by the Group, using available market information and appropriate valuation methodologies. However, judgment is necessarily required to interpret market data to estimate the fair value. Accordingly, the estimates presented herein are not necessarily indicative of the amounts the Group could realise in a current market exchange.

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**32. Financial instruments and financial risk management (continued)**

Following methods and assumptions were used to estimate the fair value of the financial instruments for which is practicable to estimate fair value:

Financial assets

The carrying amounts of foreign currency denominated monetary assets which are translated at year end exchange rates are considered to approximate their fair values.

The carrying values of cash and cash equivalents are estimated to be their fair values since they are short term.

The carrying values of trade receivables along with the related allowances for uncollectibility are estimated to be their fair values since they are short term.

Financial liabilities

The fair values of short-term financial liabilities and other financial liabilities are estimated to be their fair values since they are short term. The fair values of long-term bank borrowings with variable interest are considered to approximate their respective carrying values, since the initial rates applied to bank borrowings are updated periodically by the lender to reflect active market price quotations.

Fair value hierarchy table:

The Group classifies the fair value measurement of each class of financial instruments according to the source, using the three-level hierarchy, as follows:

Level 1: Market price valuation techniques for the determined financial instruments traded in markets (unadjusted)

Level 2: Other valuation techniques includes direct or indirect observable inputs

Level 3: Valuation techniques does not contains observable market inputs

Fair value hierarchy table as at 31 December 2016 is as follows:

<b>Financial assets at fair value through profit or loss</b>	<b>Level 1</b>	<b>Level 2</b>	<b>Level 3</b>
Derivative financial assets	-	<b>403.613</b>	-
Financial investments	-	-	-
<b>Financial liabilities at fair value through profit or loss</b>			
Derivative financial liabilities	-	<b>31.236</b>	-

Fair value hierarchy table as at 31 December 2015 is as follows:

<b>Financial assets at fair value through profit or loss</b>	<b>Level 1</b>	<b>Level 2</b>	<b>Level 3</b>
Derivative financial assets	-	268.872	-
Financial investments	-	-	-
<b>Financial liabilities at fair value through profit or loss</b>			
Derivative financial liabilities	-	67.623	-

**33. Subsequent events**

None.