

POWER OF ATTORNEY

AKFEN HOLDİNG A.Ş.

Presidency of Extraordinary General Assembly,

I hereby authorize to represent myself, to vote, to make proposal, and to sign the necessary documents in line with views I have stated below at the Extraordinary General Assembly to be held at the headquarters of Akfen Holding A.Ş., located at the address of Koza Sokak, No: 22, GOP, 06700 ANKARA, Turkey at 16:00 on April 16th, 2015, Thursday.

A) SCOPE OF AUTHORIZATION FOR REPRESENTING (*one of the below options should be selected*)

- a. The proxy is authorized to vote as he wishes for all items of agenda.
- b. The proxy is authorized to vote for the items of agenda in compliance with the following Instructions: (*special instructions, if there are any, are written*)
- c. The proxy is authorized to vote in line with the recommendations of the company management.
- d. The proxy is authorized to vote in line with the following instructions on the other issues which might arise at the meeting. (If there are no instructions, the proxy is free to vote as he wishes)
Instructions: (*special instructions, if there are any, are written*)

B) OF THE SHARE OWNED BY THE SHAREHOLDER

- a. Amount - nominal value :
- b. Privileged on votes or not :
- c. To bearer - to name :

FULL NAME OR TITLE OF THE SHAREHOLDER

SIGNATURE :

ADDRESS :

Notes:

- In Section (A), one of the options stated as (a), (b) or (c) is selected.
- In Section (A), in case of the selection of the options (b) and (d) clear instructions should be given.