

Please kindly find below the Minutes of Akfen Holding's 2013 Ordinary General Shareholders' Meeting:

Ordinary General Shareholders' Meeting of our Company for the year 2013 was held on April 28th, 2014 Monday at the Headquarters of the Company, located at the address of Koza Sokak, No: 22, GOP ANKARA, at Akfen Holding A.Ş. 3rd floor Meeting Hall.

During the Ordinary General Meeting, the following resolutions have been reached;

- to accept the Financial Statements for 2013, Annual Report of the Board of Directors and the Auditors' Report,
- to approve the dividend distribution policy and the distribution of TL12,000,000 (gross) cash dividend (TL 0.041237 per share gross) from previous years' profits on May 15th, 2014,
- to release the Board Members and Auditors for their activities in the fiscal year 2013,
- to approve the determination of the number of Board Members as 6 and the number of the Independent Board Members as 2 and to appoint Mr. Hamdi Akın, Mr. İrfan Erciyas, Mr. Selim Akın, Ms. Pelin Akın and, as independent Board Members Mr. Şaban Erdikler and Mr. Nusret Cömert, as members of the Board of Directors for a period of one year,
- to approve the remuneration policy and the payment of a honorarium to the Chairman and the independent members of the Board,
- to approve the appointment of Akis Bagimsiz Denetim ve Serbest Muhasebeci Mali Musavirlik A.S. (KPMG) for the fiscal year 2014 as Independent Auditing Firm,
- to approve the authorisation of the persons indicated in clauses 395 and 396 of the Turkish Commercial Code and the Capital Markets Legislation,
- The General Assembly was informed about the donations that have been made during the year 2013 and the ceiling for donations in 2014 was determined as TL3mn
- The General Assembly was informed about; the internal and external duties of the Board Member nominees and their CVs; transactions with the "related parties"; the pledges, collaterals and mortgages given; the compensation of the Executive Board Members and the Senior Managers in 2013.

Please find attached:

- Dividend Distribution Table



Akfen Holding A.Ş.

Capital Market Board, that it fully reflects the information we have received in this respect, that the information is compliant with the books, records and our documents, that we have accomplished our best in order to obtain the accurate and correct information, and that we are responsible for this clarification hereby.

Akfen Holding Investor Relations

For further information please e-mail to investorrelations@akfen.com.tr

AKFEN HOLDING A.Ş.

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