

**AKFEN HOLDING A.Ş.
POWER OF ATTORNEY**

I hereby authorizeto represent myself, to vote, to make proposal, and to sign the necessary documents in line with views I have stated below at the Ordinary General Assembly to be held t the Meeting Hall of Akfen Holding A.Ş. building, located at the address of Koza Sokak, NO: 22, GOP, ANKARA at 14.00 on the date of June 15th, 2011, Wednesday.

A) SCOPE OF AUTHORIZATION FOR REPRESENTING

- 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 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 in the meeting. (If there are no instructions, the proxy is free to vote as he wishes)

Instructions: (Special instructions are written)

B) OF THE SHARE OWNED BY THE PARTNER

- a) Layout and serial
- b) Number
- c) Piece – nominal value

FULL NAME AND TITLE OF THE PARTNER

SIGN
ADDRESS

NOTE:

- 1) In Section (A), one of the options stated as (a), (b) or (c) is selected. Explanation is made for the options (b) and (d).
- 2) The assignor of the power of attorney must made his signature in the power of attorney certified by the public notary ensure that notary certified statement of signature is attached to it.