

**POWER OF ATTORNEY REGARDING THE 2011 ORDINARY GENERAL SHAREHOLDERS' MEETING OF AKFEN HOLDING, WHICH WILL TAKE PLACE ON MAY 31<sup>ST</sup>, 2012, THURSDAY**

I hereby authorize .....to represent me, to vote, to make proposals, and to sign the necessary documents in line with views I have stated below in the Ordinary General Meeting to be held at the Meeting Hall of Akfen Holding A.Ş. Building, located at the address of Koza Sokak, NO: 22, GOP, ANKARA at 11:00 on the date of May 31<sup>st</sup>, 2012, Thursday.

**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 SHAREHOLDER**

- a) Formation and Serial
- b) Number
- c) Amount – Nominal value

FULL NAME AND TITLE OF THE SHAREHOLDER

SIGNATURE

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 make his signature in the power of attorney certified by the public notary or ensure that notary certified statement of signature is attached to it.