



MONTHLY REPORT

“APRIL 2011”

Issue date: 23 May 2011

Abbreviations:

LTM: Last twelve months

YTD: Year-to-date

MoM: Month-on-month

AKFEN HOLDING

As of 29 April 2011, the price of Akfen Holding's bond realized at **TRY 101,5** (dirty price). Total trading volume in March was **TRY 518,334**. The yield as of 31 March 2011 corresponds to **%8,38 + 277 bps** spread.

TAV AIRPORTS

As of 30 April 2011

Passenger Figures*					
	LTM 2011	2010	Δ YTD	Δ MoM	Δ LTM
Atatürk Airport	33.062.051	32.145.619	9,7%	17,8%	7,1%
International	21.068.250	20.344.620	12,5%	19,7%	10,0%
Domestic	11.993.801	11.800.999	5,3%	14,6%	2,3%
Esenboğa Airport	8.195.116	7.759.479	19,8%	17,5%	26,3%
International	1.400.701	1.325.989	23,4%	17,4%	23,3%
Domestic	6.794.415	6.433.490	19,2%	17,5%	26,9%
İzmir Airport	2.268.223	2.127.457	42,5%	60,0%	32,4%
TAV TURKEY TOTAL	43.525.390	42.032.555	12,4%	19,2%	11,4%
International	24.737.174	23.798.066	14,6%	22,0%	12,4%
Domestic	18.788.216	18.234.489	10,0%	15,6%	10,0%
Monastir+Enfidha Airports	3.685.822	3.916.977	-43,8%	-41,0%	-1,5%
Tbilisi Airport	882.926	821.605	32,5%	41,7%	23,7%
Batumi Airport	94.326	88.624	36,6%	31,9%	27,6%
Macedonia (Skopje & Ohrid)***	749.801	730.095	11,2%	22,8%	-
TAV TOTAL	48.938.265	47.589.856	10,5%	16,1%	11,8%
International	30.098.088	29.307.402	10,8%	16,4%	12,8%
Domestic	18.840.177	18.282.454	10,0%	15,7%	10,1%

* Both departing and arriving passengers, excluding transit

Air Traffic Movements **					
	LTM 2011	2010	Δ YTD	Δ MoM	Δ LTM
Atatürk Airport	280.216	273.704	7,7%	13,0%	3,5%
International	183.876	178.817	9,2%	12,6%	5,7%
Domestic	96.340	94.887	4,9%	13,6%	-0,4%
Esenboğa Airport	67.696	63.385	23,9%	25,3%	25,3%
International	12.071	11.742	10,5%	7,5%	13,3%
Domestic	55.625	51.643	26,7%	29,5%	28,2%
İzmir Airport	16.642	16.149	16,0%	36,3%	21,2%
TAV TURKEY TOTAL	364.554	353.238	10,7%	15,9%	7,7%
International	212.589	206.708	9,6%	13,8%	7,1%
Domestic	151.965	146.530	12,2%	18,8%	8,4%
Monastir+Enfidha Airports	30.266	31.801	-29,6%	-35,6%	0,4%
Tbilisi Airport	17.614	16.470	26,3%	19,6%	21,9%
Batumi Airport	2.500	2.276	50,9%	73,9%	38,4%
Macedonia (Skopje & Ohrid)***	12.221	11.802	15,7%	30,9%	-
TAV TOTAL	427.155	415.587	9,8%	13,1%	10,2%
International	272.690	266.919	7,9%	9,4%	10,9%
Domestic	154.465	148.668	12,9%	19,7%	8,9%

** Commercial flights only

*** As the operations started on 1 March 2010, LTM change data cannot be given

Source: State Airports Authority (DHM), Georgian Authority for Tbilisi and Batumi, TAV Tunisia for Monastir and Enfidha, TAV Macedonia for Skopje and Ohrid Airports

TAV CONSTRUCTION

As of 31 March 2011

ONGOING PROJECTS					
Project	Employer	TAV Construction's Share	Contract Value (US\$ mio)	Physical Completion as of 28 February 2011	
DUBAI - SULafa TOWER	MR MOHAMMED ABDULLA MOHAMMED AL SAYYAH	100%	104	100%	
DUBAI - EFT	EMIRATES FINANCIAL TOWERS LLC	100%	115	100%	
DUBAI - MARINA 101	M/S SHEFFIELD HOLDINGS LIMITED	100%	198	45%	
MACEDONIA	TAV MACEDONIA DOOEL SKOPJE	100%	111	56%	
2010 INVESTMENTS	TAV İSTANBUL TERMINAL İŞLETMECİLİĞİ A.Ş.	100%	36	95%	
LIBYA - TRIPOLI	THE LIBYAN CIVIL AVIATION AUTHORITY	25%	2.103	37%	
LIBYA - SEBHA	THE LIBYAN CIVIL AVIATION AUTHORITY	50%	229	7%	
DOHA	GOVERNMENT OF THE STATE OF QATAR	35%	3.744	68%	
OMAN MC1	SULTANATE OF OMAN MINISTRY OF TRANSPORT AND COMM.	50%	1.170	33%	
ABU DABI - PILECAPS	SUPERVISION COMMITTEE FOR THE EXPANSION OF ABU DHABI INTERNATIONAL	50%	57	3%	
TOTAL			7.867		

MERSIN INTERNATIONAL PORT (MIP)

As of 30 April 2011

Container & Conventional Cargo Statistics					
	LTM 2011	2010	Δ YTD	Δ MoM	Δ LTM
Container Volumes (TEU)	1.083.073	1.030.391	16,3%	9,0%	15,0%
Conventional Throughput (Ton)*	6.929.373	6.652.028	12,4%	30,0%	15,4%
* General Cargo - Dry Bulk - Liquid Bulk					

Container Regime Breakdown		
	LTM 2011	2010
Import	42,5%	42,9%
Export	43,3%	43,4%
Transit	10,4%	10,5%
Transshipment	3,0%	2,7%
Cabotage	0,9%	0,5%

As of 30 April 2011

Occupancy Rate					
Hotels	Room Number*	March 2011	YTD 2011	LTM 2011	2010
Zeytinburnu Ibis	228	93%	87%	88%	84%
Zeytinburnu Nov	208	90%	80%	85%	84%
Eskişehir Ibis	108	86%	75%	74%	74%
Trabzon Novotel	200	71%	64%	67%	61%
Gaziantep Ibis	177	44%	37%	28%	19%
Gaziantep Novotel	92	51%	47%	40%	29%
Kayseri Ibis	160	68%	43%	36%	31%
Kayseri Novotel	96	54%	46%	41%	36%
Bursa Ibis	200	49%	44%	38%	24%

Rev Par (€)**					
Hotels	Room Number*	March 2011	YTD 2011	LTM 2011	2010
Zeytinburnu Ibis	228	68	61	61	58
Zeytinburnu Nov	208	80	64	68	65
Eskişehir Ibis	108	40	35	37	37
Trabzon Novotel	200	36	33	35	32
Gaziantep Ibis	177	15	13	10	7
Gaziantep Novotel	92	23	22	19	14
Kayseri Ibis	160	19	14	14	12
Kayseri Novotel	96	26	22	21	19
Bursa Ibis	200	20	18	16	11

Total Rev Par (€)***					
Hotels	Room Number*	March 2011	YTD 2011	LTM 2011	2010
Zeytinburnu Ibis	228	80	70	72	68
Zeytinburnu Nov	208	106	88	93	89
Eskişehir Ibis	108	47	41	42	43
Trabzon Novotel	200	66	52	59	54
Gaziantep Ibis	177	18	16	12	9
Gaziantep Novotel	92	38	36	34	27
Kayseri Ibis	160	30	19	18	16
Kayseri Novotel	96	42	36	34	31
Bursa Ibis	200	24	21	18	13

* Mercure Hotel in Northern Cyprus with 299 rooms is not included

** Rev Par = Average Room Rate x Occupancy Rate

*** Total Rev Par = Rev Par + Other Revenues (food & beverage, seminar-congress, banquet revenues etc.)

Russia & Turkey Projects' Physical Completion Status as of 31 March 2011:

Russia Projects			
City	Type	Status	Completion(%)
Samara	Ibis Hotel	Under construction	95%
Yaroslavl	Ibis Hotel	Under construction	89%
Kaliningrad	Ibis Hotel	Licensing stage	n.a
Moskow	Ibis Hotel	Under development	n.a
Samara	Office	Under construction	98%

Turkey Projects			
City	Type	Status	Completion(%)
Istanbul	Esenyurt Ibis Hotel	Under construction	10%
Adana	Ibis Hotel	Under construction	25%
Izmir	Ibis Hotel	Under development	n.a

- ◆ Akfen REIT has closed successfully its offering of 54,117,500 shares with the issue oversubscribed approximately 3.1 times. Turkish retail investors oversubscribed around 5.4 times, while leading Turkish and international institutional investors became new shareholders of Akfen REIT. 85% of the IPO, 46,000,000 shares, are newly issued shares and the remaining 15%, 8,117,500 shares, are secondary shares sold by Akfen Holding. Immediately following the IPO, Akfen REIT has an aggregate of 184,000,000 shares outstanding, including a free-float of 54,117,500 shares, representing 29.41% of Akfen REIT's capital. After the IPO, the share of Akfen Holding in Akfen REIT reduced to 51.71%. With the successful completion of the offering, Akfen REIT has fulfilled the minimum free float rate requirement of 25% with respect to the Communiqué of Real Estate Investment Trusts in Turkey. In connection with the IPO, Akfen Holding did not exercise its green-shoe option. The offer price has been set at TL 2.28 per share. Based on the offer price, the gross proceeds from the offering is approximately TL 105 mn and TL 18.5 mn for Akfen REIT and Akfen Holding, respectively. The initial market capitalization of Akfen REIT is around TL 420 mn.
- ◆ Share purchase agreement was signed on 4th February 2011 with Horus International B.V. which owns the Company Keramit B.V.I, in order to acquire the shares of Keramit Financial Company B.V.I holding 100% shares of the Dinamo- Petrovskiy Park XXI Vek-MS Co. Share transfer will take place after the conditions precedents are fulfilled and the necessary procedures are ongoing.
- ◆ Excavation licence for İzmir Ibis Otel project was obtained on 29.04.2011. Construction facilities will start on site in the coming days.

TASK

TASK Güllük - As of 31 March 2011

Volume (m3)					
TASK Güllük	2011 LTM	2010	Δ YTD	Δ MoM	Δ LTM
Invoiced Water Volume (m3)	479.056	467.246	20,2%	12,2%	8,0%

TASK Dilovası - As of 30 April 2011

TASK Dilovası	2011 LTM*	2010	Δ YTD	Δ MoM	Δ LTM
Treated Waste Water Volume(n)	2.099.121	1.220.723	-	-	-

* TASK Dilovası is operational since July 2010. LTM is calculated for 10 months

- ◆ On 18 April 2011, Task Güllük utilized the European Bank of Reconstruction and Development (EBRD) loan amounting EURO 2,500,000
- ◆ As of April 2011, the number of operating factories in Dilovası Organised Industrial Zone was 211.

AKFEN HEPP

As of April 2011

Company	HEPP	Installed Capacity (MW)	Generation Capacity (GWh/yr)	Operational (Y/N)	Civil Work Progress (%)
Beyobası	Otluca ⁽¹⁾	44,7	207,6	Y ⁽¹⁾	98,4%
	Sırma	5,9	26,7	Y	100,0%
	Yuvarlakçay ⁽²⁾	3,2	22,8	N	0,0%
	Sekiyaka	3,5	16,8	N	0,0%
İdeal	Karasu – 1 ⁽³⁾	3,7	23,1	N	96,0%
	Karasu – 2	3,1	19,6	N	95,1%
	Karasu – 4.2	9,9	56,4	N	91,3%
	Karasu – 4.3	3,7	16,9	N	96,4%
	Karasu – 5	4,0	23,2	N	97,0%
Çamlıca	Çamlıca III ⁽⁴⁾	25,8	94,5	Y	100,0%
	Saraçbendi ⁽⁵⁾	24,0	86,1	Y	99,7%
HEPP 1		131,7	593,7		
Elen	Doğançay	30,6	171,6	N	27,6%
Pak	Kavakcalı	10,9	48,2	N	0,0%
	Demirciler	9,4	32,3	N	43,0%
	Gelinkaya	7,1	30,9	N	20,0%
BT Bordo	Yağmur	8,5	36,2	N	26,9%
Yenidoruk	Doruk	28,8	82,1	N	7,0%
Zeki	Çatak ⁽⁶⁾	10,0	42,9	N	0,0%
Rize İpek	Tepe ⁽⁷⁾	13,6	32,6	N	0,0%
HEPP 2		118,8	476,8		
Laleli	Laleli	99,0	240,5	N	0,0%
Değirmenyanı	Adadağı ⁽⁸⁾	4,7	18,2	N	0,0%
HEPP 3		103,7	258,7		
Total		354,2	1.329,2		

⁽¹⁾ Otluca 1 HEPP (the first part of Otluca HEPP project) has obtained temporary acceptance from the Ministry of Energy and started generating energy at late-night on 7th April, 2011. Temporary acceptance

⁽²⁾ Stay of execution decision has been taken by the local court. Legal process is ongoing.

⁽³⁾ Karasu 1 HEPP started to operate on 01 April 2011

⁽⁴⁾ Started to operate on 01 April 2011

⁽⁵⁾ Started to operate on 06 May 2011

⁽⁶⁾ Plant area has been announced as the first degree protected area in 2010 and court case is ongoing. Application has been made in the scope of YEK for constructing HEPP in the protected area but due to the weather conditions site inspection was not executed. Appropriate weather conditions are awaited.

⁽⁷⁾ Stay of execution decision has been taken by the local court. Legal process is ongoing.

⁽⁸⁾ Licencing process has been continuing.

- ◆ Akfen Holding's subsidiary Akfen Hidroelektrik Santral Yatırımları A.Ş. (HEPP 1) and its subsidiary Çamlıca Elektrik Üretim A.Ş. (ÇAMLICA III) HEPP Project obtained temporary acceptance from the Ministry of Energy whereas the power plant is located in Kayseri and having an installed capacity of 25.81 MW and annual generation capacity of 94.47 GWh. Çamlıca III HEPP started to generate electricity as of midnight 01 April 2011.
- ◆ Otluca 1 HEPP , located in Mersin-Anamur with an installed capacity of 35.62 MW and annual generation capacity of 169.82 GWh has obtained temporary acceptance from the Ministry of Energy and

started generating energy at late-night on 7th April, 2011. OTLUCA HEPP I is the first part of Otluca HEPP Project having a total installed capacity of 44.72 MW and annual generation capacity of 207.64 GWh held by Beyobası Enerji Üretim A.Ş. which is a subsidiary of Akfen Hidroelektrik Santral Yatırımları A.Ş. (HEPP 1), a subsidiary of Akfen Holding.

- ◆ Akfen Holding's subsidiary Akfen Hidroelektrik Santral Yatırımları A.Ş. (HEPP 1) and its subsidiary Çamlıca Elektrik Üretim A.Ş. (SARAÇBENİ) HEPP Project obtained temporary acceptance from the Ministry of Energy whereas the power plant is located in Sivas and having an installed capacity of 24.01 MW and annual generation capacity of 86.13 GWh. Saraçbendi HEPP started to generate electricity as of 06 May 2011.
- ◆ Akfen Holding's subsidiary Akfen Hidroelektrik Santral Yatırımları A.Ş. (HEPP 1) and its subsidiary İdeal İdeal Enerji Üretimi Sanayi ve Ticaret A.Ş. (KARASU 1) HEPP Project obtained temporary acceptance from the Ministry of Energy whereas the power plant is located in Erzurum and having an installed capacity of 3.73 MW and annual generation capacity of 23.09 GWh. Karasu 1 HEPP started to generate electricity as of midnight 19 May 2011.
- ◆ As of the date of this report the number of operational power plants under HEPP 1 portfolio reached to 5 with a total installed capacity of 95.10 MW and annual generation capacity of 400.23 GWh.
- ◆ Temporary acceptance processes of Karasu 2, Karasu 4.2, Karasu 4.3, Karasu 5 Otluca 2 and Boğuntu HEPP projects are ongoing.

AKFEN CONSTRUCTION

- ◆ As of 30 April 2011, the total contract value of Akfen Construction assignments in HEPP projects is **€132 million** and the total amount of cumulated progress payments of ongoing HEPP projects reached to **€72 million**. This amount corresponds the **54,5%** of the total contract value.
- ◆ As of April 2011, with Adana Ibis, Izmir Ibis and Esenyurt Ibis construction contracts, Akfen Construction's total contract value in hotel projects reached to **€17,4 million** (including Akfen Construction's mark up).

BUSINESS DEVELOPMENT - NEW PROJECTS

Istanbul Deniz Otobüsleri Sanayi ve Ticaret A.Ş. (IDO):

- ◆ The consortium between Akfen Holding (30%), Tepe Construction (30%), Souther Investments LLP (30%) and Sera Construction (10%) won the tender for block sale of 100% of Istanbul Fast Ferries Co. (IDO) stake by submitting US\$861mn bid on April 8, 2011. The transfer of the shares is expected to be finalized latest by the end of June 2011.

IDO, currently operates on 35 piers and 14 lines (5 inner-city, 9 inter-city) with 10 fast ferries, 25 sea buses and 17 conventional vehicle-passenger ferries.

According to the tender specifications, subsequent to the tender commission's decision, the process is followed by application to Competition Board. Competition Board's and İstanbul Metropolitan Municipality Council's approvals were obtained in May 2011. The SPV which will be incorporated by the partners of the joint venture will sign Share Purchase Agreement (SPA) and 100% shares of IDO will be transferred to the SPV.