



OPERATIONAL PERFORMANCE REPORT

August 2012

Issue date: 21.09.2012

AKFEN HOLDING - RECENT DEVELOPMENTS & DATA

As of August 31, 2012, the price of Akfen Holding's corporate bond with the ISIN code TRSAKFHA1313 (maturity date 24.12.2013 and issue amount TL80mn) was TL102.29 (dirty price). Total trading volume in August was TL 455,383 and the yield as of August 31, 2012 corresponded to 7.62% + 308bps spread.

There was no trading in Akfen Holding's corporate bond with the ISIN code TRSAKFHA31411 (maturity date 07.03.2014 and issue amount TL200mn) in August. As of July 25, 2012, the latest trading day of the bond, the price of the bond was TL102.10 (dirty price) and the yield corresponded to 7.93% + 321bps spread. While the first coupon payment amounting to TL12,835,599.38 of the bond was made on September 07, 2012, the interest rate effective for the second coupon payment, which will be made on March 08, 2013, was announced as 5.63%.

BUSINESS LINES - OPERATIONAL PERFORMANCE & DEVELOPMENTS

1) Airports/Terminals: TAV Airports

Passenger Figures* (as of 31 August 2012)

	2012 LTM	2011	YTD Chg.	YoY Chg.	LTM Chg.
Ataturk Airport	42,545,990	37,452,187	21%	25%	21%
International	27,703,674	23,847,835	25%	28%	23%
Domestic	14,842,316	13,604,352	14%	19%	18%
Esenboga Airport	9,060,600	8,520,649	10%	19%	8%
International	1,488,664	1,387,503	11%	32%	6%
Domestic	7,571,936	7,133,146	9%	16%	9%
Izmir Airport	9,106,510	8,542,811	10%	15%	11%
International	2,498,841	2,464,334	2%	8%	7%
Domestic**	6,607,669	6,078,477	13%	20%	12%
TAV Turkey Total	58,714,839	48,437,170	33%	37%	28%
International	31,691,179	27,699,672	22%	26%	21%
Domestic	27,023,660	20,737,498	47%	54%	38%
Medinah****	4,447,080	3,547,089	42%	7%	29%
Monastir+Enfidha Airports	3,100,859	2,289,131	54%	50%	14%
Tbilisi + Batumi Airports	1,338,549	1,190,922	19%	12%	23%
Macedonia (Skopje&Ohrid)	906,729	838,164	12%	4%	14%
TAV TOTAL***	64,840,150	52,755,387	35%	43%	29%
International	37,816,490	32,017,889	28%	38%	23%
Domestic	27,023,660	20,737,498	47%	54%	38%

* Both departing and arriving passengers, including transfer pax.

** TAV started to serve domestic passengers at Izmir Airport on January 2012

*** 2011 totals do not include Medinah and Izmir domestic traffic data while 1H12 totals do not include Medinah data

**** TAV started to serve Medinah passengers in July 2012

Air Traffic Movements* (as of 31 August 2012)

	2012 LTM	2011	YTD Chg.	YoY Chg.	LTM Chg.
Ataturk Airport	336,699	305,808	16%	15%	16%
International	222,284	199,906	17%	17%	17%
Domestic	114,415	105,902	12%	13%	14%
Esenboga Airport	74,635	72,244	5%	9%	6%
International	12,448	11,850	8%	17%	4%
Domestic	62,187	60,394	5%	7%	6%
Izmir Airport	66,092	63,079	7%	11%	7%
International	17,270	17,304	0%	8%	0%
Domestic**	48,822	45,775	10%	13%	10%
TAV Turkey Total	461,507	395,356	26%	26%	22%
International	252,002	229,060	15%	16%	15%
Domestic	209,505	166,296	40%	41%	32%
Medinah****	36,320	32,935	17%	5%	11%
Monastir+Enfidha Airports	26,165	20,805	39%	41%	11%
Tbilisi + Batumi Airports	24,008	23,114	6%	4%	11%
Macedonia (Skopje&Ohrid)	11,652	11,878	-3%	-11%	-3%
TAV TOTAL***	529,973	451,153	27%	32%	22%
International	320,468	284,857	19%	27%	16%
Domestic	209,505	166,296	40%	41%	32%

* Commercial flights only

** TAV started to serve domestic passengers at Izmir Airport on January 2012

*** 2011 totals do not include Medinah and Izmir domestic traffic data while 1H12 totals do not include Medinah data

**** TAV started to serve Medinah passengers in July 2012

Abbreviations:

LTM: Last twelve months

YTD: Year-to-date (Jan-August 2012/Jan-August 2011)

YoY: Year-over-Year (August 2012/August 2011)

2) Airport Construction: TAV Construction

Ongoing Projects (as of 31 July 2012)

Project	Employer	TAV Construction's Share	Contract Value (US\$mn)	Physical Completion as of 30.06.2012	Physical Completion as of 31.07.2012	Change
Dubai-Marina 101	M/S SHEFFIELD HOLDINGS LIMITED	100%	198	48.8%	51.7%	2.9%
Libya-Tripoli	THE LIBYAN CIVIL AVIATION AUTHORITY	25%	2,103	36.9%	36.9%	-
Libya-Sebha	THE LIBYAN CIVIL AVIATION AUTHORITY	50%	229	7.0%	7.0%	-
Doha	GOVERNMENT OF THE STATE OF QATAR	35%	3,930	99.2%	99.3%	0.1%
Oman MC1	SULTANATE OF OMAN MINISTRY OF TRANSPORT AND COMM.	50%	1,178	59.9%	62.0%	2.1%
Izmir International Airport*	TAV EGE TERMINAL YATIRIM VE İŞLETME A.Ş.	100%	362	2.5%	4.0%	1.5%
Medinah	TIBAH JV	50%	954	4.7%	6.0%	1.3%
King Abdul Aziz International Airport	SAUDIA AEROSPACE ENGINEERING INDUSTRIES	40%	765	0.0%	0.0%	-
Abu Dhabi Int. Airport Midfield Terminal Building Construction Works	ADAC	33%	2,944	0.0%	0.0%	-
TOTAL			12,662			

* As of the publishing date of this report, the signing of this project has not been completed yet. Head of term was signed.

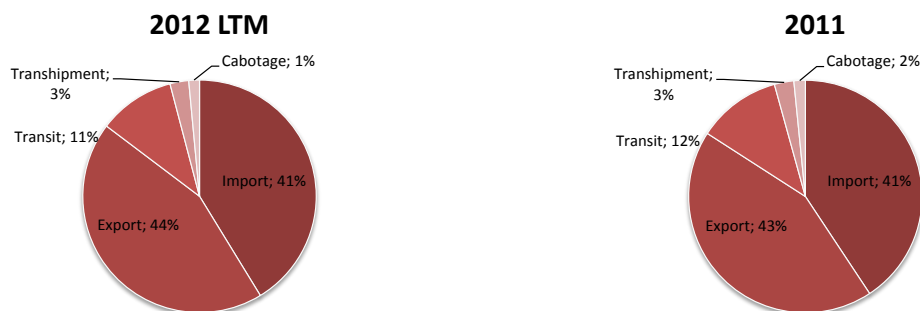
3) Port Operations: Mersin International Port (MIP)

Container & Conventional Cargo Statistics (as of 31 August 2012)

	2012 LTM	2011	YTD Chg.	YoY Chg.	LTM Chg.
Container Volumes (TEU)	1,226,461	1,140,927	11%	-3%	12%
Conventional Throughput (Ton)*	6,599,608	6,416,377	4%	32%	1%

* General Cargo – Dry Bulk – Liquid Bulk

Container Regime Breakdown



4) Real Estate: Akfen REIT

Occupancy Rate (as of 31 August 2012)

Hotels	Room Number*	2012 YTD	2012 LTM	2011
Zeytinburnu Ibis	228	84%	85%	86%
Zeytinburnu Novotel	208	85%	84%	83%
Eskisehir Ibis	108	75%	77%	76%
Trabzon Novotel	200	70%	69%	72%
Gaziantep Ibis	177	53%	51%	44%
Gaziantep Novotel	92	71%	65%	50%
Kayseri Ibis	160	51%	52%	45%
Kayseri Novotel	96	55%	55%	48%
Bursa Ibis	200	58%	58%	52%
Yaroslavl Ibis	177	66%	-	36%
Samara Ibis	204	44%	-	-

Rev Par (EUR)**

Hotels	Room Number*	2012 YTD	2012 LTM	2011
Zeytinburnu Ibis	228	63	62	61
Zeytinburnu Novotel	208	73	71	70
Eskisehir Ibis	108	35	35	34
Trabzon Novotel	200	48	45	41
Gaziantep Ibis	177	19	18	14
Gaziantep Novotel	92	33	30	22
Kayseri Ibis	160	19	18	15
Kayseri Novotel	96	28	27	23
Bursa Ibis	200	27	26	21
Yaroslavl Ibis	177	32	-	17
Samara Ibis	204	23	-	-

Total Rev Par (EUR)***

Hotels	Room Number*	2012 YTD	2012 LTM	2011
Zeytinburnu Ibis	228	74	73	71
Zeytinburnu Novotel	208	97	95	93
Eskisehir Ibis	108	42	41	39
Trabzon Novotel	200	71	68	65
Gaziantep Ibis	177	23	22	18
Gaziantep Novotel	92	56	50	37
Kayseri Ibis	160	23	23	19
Kayseri Novotel	96	42	41	35
Bursa Ibis	200	32	31	25
Yaroslavl Ibis	177	43	-	23
Samara Ibis	204	33	-	-

* 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 August 2012)
Russia Projects

City	Type	Status	Completion (%)
Kaliningrad	Ibis Hotel	Under construction	55%
Moscow	Ibis Hotel	Project development stage	n.a

Turkey Projects

City	Type	Status	Completion (%)
Adana	Ibis Hotel	Completed	100%
Istanbul	Esenyurt Ibis Hotel	Under construction	92%
Izmir	Ibis Hotel	Under construction	55%
Istanbul	Novotel Karakoy	Project development stage	n.a.
Ankara	Ankara Airport Hotel	Project development stage	n.a.

In the first 8 months of 2012, occupancy rate of Ibis, Novotel located in Turkey, Yaroslavl and Samara Ibis located in Russia reached 66%, indicating an increase of 3% compared to the same period of previous year. During the same period, Rev-Par and T-RevPar increased 7% and 6%, respectively.

165 rooms Adana Ibis Hotel was opened on 3 September 2012.

5) Water & Waste Water Utilities: Akfen Water
Invoiced Water & Treated Waste Water Volumes (m³)

	2012 LTM	2011	YTD Chg.	YoY Chg.	LTM Chg.
Akfen Su Gulluk (as of 31 July 2012)					
Invoiced Water Volume	538,803	548,041	-3%	2%	4%
Akfen Su Dilovasi (as of 31 August 2012)					
Treated Waste Water Volume	2,308,951	2,333,934	-2%	14%	-9%

As of end-July, Akfen Su Gulluk served 5,422 subscribers.

As of end-August, the number of operating factories in Dilovasi Organised Industrial Zone was 211.

6) Energy
6.1) Akfen HEPP
Operational HEPPs (as of August 2012)

Company	HEPP	Installed Capacity (MW)	Generation Capacity (GWh/yr)	Commercial Operation Date (COD)	Realized Generation Output (GWh/yr) 2011	Realized Generation Output (GWh/yr) YTD
Beyobası	Otluca	44.7	207.6	April 2011	109.6	131.3
	Sirma	5.9	26.7	June 2009	8.3	21.1
Ideal	Karasu-1	3.7	23.1	May 2011	3.9	6.3
	Karasu-2	3.1	19.6	June 2011	5.3	9.1
	Karasu-4.2	9.9	56.4	November 2011	2.0	19.9
	Karasu-4.3	3.7	16.9	August 2011	3.3	7.2
	Karasu-5	4.0	23.2	August 2011	9.5	12.8
Çamlıca	Çamlıca III	25.8	94.5	April 2011	56.9	54.9
	Saracbendi	24.0	86.1	May 2011	26.9	47.1
Pak	Demirciler	8.4	30.5	August 2012	-	0.6
Total		133.4	584.6		225.8	310.4

HEPPs Under Construction

Company	HEPP	Installed Capacity (MW)	Generation Capacity (GWh/yr)	Civil Work Progress Ratio (%)
Beyobası	Sekiyaka	3.5	16.8	38%
Elen	Dogancay	30.6	171.6	41%
Pak	Kavakcali	10.9	48.2	71%
	Gelinkaya	7.1	30.9	93%
BT Bordo	Yagmur	8.5	36.2	100%
Yenidoruk	Doruk	28.8	82.1	63%
Total		89.3	385.8	

HEPPs at Planning Stage

Company	HEPP	Installed Capacity (MW)	Generation Capacity (GWh/yr)
Zeki	Catak ¹	10.0	42.9
Laleli	Laleli	104.8	256.7
Değirmenyanı	Adadagi ²	4.7	18.2
H.H.K. Enerji	Çalıkobası	17.0	46.4
Kurtal	Çiçekli 1-II	7.0	21.9
Total		143.4	386.1

(1) Following the decision that declares the land including the plant area as "protected area", a law suit demanding the cancellation of this decision was filed, which was settled with the decision of Rize Administrative Court (2010/487 Es, 2011/661 Kr) declaring that, the land within the zone of Catak HEPP project is not protected area. The decision was declared to us.

(2) Licence process is ongoing.

As of the reporting period, Akfen Holding continued to generate electricity through its ten operating hydroelectric power plants, having a total installed capacity of 133.4 MW and a projected annual electricity generation capacity of 584.6 GWh, whereas the construction in 6 plants having a total installed capacity of 89.3 MW and a projected annual electricity generation capacity of 358.8 GWh is ongoing.

All the HEPPs, excluding Karasu 4.2 HEPP, Sirma HEPP and Demirciler HEPP have started to sell at US\$7.3 cent/kwh purchase guarantee of State within the scope of Renewal Energy Law since January 2012.

PAK Enerji Üretimi A.Ş., which is a subsidiary of Akfen Hidroelektrik Santrali Yatırımları A.Ş. (HEPP II) a subsidiary of Akfen Holding A.Ş., obtained provisional acceptance for a 5.317 MW part of Demirciler HEPP Project, located in Kale-Denizli, from the Ministry of Energy on 27 August 2012, 3.124 MW part of installed capacity was already commissioned on 3 August 2012. The new installed capacity of the plant is 8.4 MW with an expected annual electricity generation of 30.5 GWh subsequent to the licence amendment.

In our announcement dated 13 April 2012 we stated that within the disposal of hydroelectric power plant companies owned by AkfenHes Yatırımları ve Enerji Üretim A.S. ("HEPP 1"), according to the MoU signed with olarak Aquila HydropowerINVEST Investments GmbH & Co. KG ("Purchaser"), the first transaction, the share

transfer of Ideal Enerji Uretim Sanayi ve Ticaret A.S. (“Ideal”) was to be executed by 29 June 2012 to the latest or the signing would be postponed to 31 August 2012 provided that 70% of the purchase price (equity value), which is derived from the Enterprise Value of EUR86,242,000, has been deposited to the escrow account by 29 June 2012. Then, in our announcement dated 28 June 2012, we stated that 70% of Ideal’s purchase price amounting to EUR39,440,208 was transferred to the escrow account and that the share purchase agreement would be signed with the payment of the remaining amount on 31 August 2012 and the share transfer would be completed following the necessary approvals. The remaining 30% of the purchase price, which was to be paid by 31 August 2012, has not been transferred to the escrow account and in line with the request from the Purchaser both parties agreed to postpone the deadline for the signing of the share purchase agreement to 10 September 2012. Meanwhile, there was no change in the agreed enterprise value of EURO 86,242,000 as the share purchase price. However, the use of call options for Camlica Elektrik Uretim A.S. and Beyobasi Enerji Uretim A.S.were ceased.

On 10.09.2012 we made an announcement stating that a share purchase agreement was signed between our Company and the Purchaser for the transfer of 40% of our wholly owned subsidiary Karasular Enerji Uretimi ve Ticaret A.Ş. (“Karasular”) for a consideration of EUR22,580,055 (calculated from an enterprise value of EUR86,242,000). We furthermore stated that with regards to the closing of the transaction; the agreement would be valid when, on 11.09.2012, Aquila had transferred the EUR5,000,000 break-up fee and the purchase price amount for 40% stake to the escrow account. According to the agreement, despite this 40% stake, Aquila will not have a seat on the board of the company and hence there is no change in the management or the control of the company. The closing is expected by 16 November 2012 to the latest, with the completion of the required approvals. Aquila has a call option for the remaining 60% of Karasular until the closing date of the transaction based on the same enterprise value and as fee for this call option EUR1,000,000 was transferred to our Company’s accounts.

As of 11.09.2012 Aquila has transferred the above mentioned break-up fee and the purchase price amount for 40% stake to the escrow account.

6.2) Akfen Energy

Our subsidiary Akfen Energy Generation and Trade Company had applied to EMRA to increase Mersin NGPP’s generation capacity to 570 MW. Akfen Energy’s application for the generation capacity increase was accepted by EMRA with its decision dated 09.08.2012 and the license modification will be realized once the requirements are fulfilled by our Company.

7) Construction: Akfen Construction

As of 31 August 2012, the total contract value of Akfen Construction assignments in ongoing HEPP projects was EUR72.8 million and the total amount of cumulated progress payments of ongoing HEPP projects reached EUR49 million. This amount corresponds to 67% of the total contract value.

As of 31 August 2012, the total contract value of Akfen Construction assignments in ongoing REIT projects was EUR11 million and the total amount of cumulated progress payments of ongoing REIT projects reached EUR7.7 million. This amount corresponds to 70% of the total contract value.

As of 31 August 2012, Akfen Construction’s current backlog (HEPP and REIT projects) was EUR27.1 million.

8) Sea Transportation: IDO
Number of Passengers and Vehicles Transported

	January – August 2011	January – August 2012	Change (%)
Number of Passengers	36.488.851	34.220.252	-6%
Fast Ferry	4.552.629	4.026.924	-12%
Sea Bus	4.567.984	5.035.651	10%
Conventional Ferry	27.368.238	25.157.677	-8%
Number of Vehicles	5.119.562	5.244.904	2%
Fast Ferry*	862.251	736.219	-15%
Conventional Ferry**	4.257.311	4.508.685	6%

* Vehicle transport numbers by Fast Ferry are measured in Car Equivalent Units ("CEU"). CEU is calculated through applying coefficients for each type of transport compared to a single car.

Mode of Transport	Motorcycles	Automobile	Disabeld Car	Minivan	Mini bus (12 pass.)	Jeep	Mini bus (19 pass.)	Midi bus	Pickup Truck 0-2000 kg	Pckup Truck 2001-2500 kg	Truck 2501-3500 kg	Bus	Tow ed Vehicles
Coefficient	0,25	1	1	1	1,25	1,25	1,5	2	1,5	2	2	5	1,5

** Number of passangers travelling w ith vehicles using Eskişehir-Topçular conventional ferry line are calculated through applying coefficients for each type of mode of transport as laid out in the following table :

Mode of Transport	Automobile	Minivan	Jeep/Pickup Truck /Minibus	Midi bus (21+)	Truck / 2 Axles Bus	3 Axles Bus, Tractor and Trailer	Over 4 axles vehicles	Motorcycles
In Vehicle Passenger Coefficient	3	3	6	9	26	26	2	1

2011 in vehicle passeger figures of Sirkeci-Harem line is calculated w ith 3 passengers per vehicle coefficient. 2012 figures on the other hand represent actual counts of in vehicle passengers

Akfen Holding Investor Relations

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