



Akfen Holding A.Ş.

26.02.2018

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

Extraordinary General Shareholders' Meeting of our Company was held on 26.02.2018 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 Extraordinary General Meeting, the following resolutions have been reached;

- The merger with Akfen Mühendislik A.Ş., which has the same shareholding structure as our Company, in accordance with the provisions of Articles 136 to 138 of the Turkish Commercial Code (TCC) was submitted for approval, it was unanimously accepted,
- The issue of the merger to be made in accordance with the "Facilitated Merger of Capital Companies" in Articles 155 and its continuation of the TCC was submitted for approval and unanimously accepted,
- Due to the merger, Article 6 of the Articles of Association titled "The Capital of the Company" should be amended in accordance with the approval of the Ministry of Customs and Trade dated 23.02.2018 and numbered 32316994, and it was unanimously accepted,
- The issue of accepting the Merger Agreement, which was concluded in accordance with Article 151 of the TCC, was submitted to approval and was unanimously accepted,
- The merger balance sheet signed by the Board of Directors was presented to the general assembly, and was accepted.

We hereby state that the above clarifications are in compliance with the principles set forth in the Decree No 54 Series No VIII of the 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.

Levent Loft – Buyukdere Cad. No:201 K.11 34394 Levent, Istanbul - TURKEY

Tel :+90.212.319.8700 Fax: +90.212.319.8710

www.akfen.com.tr