



OPERATIONAL PERFORMANCE REPORT

March 2014

Issue date: 02.05.2014

AKFEN HOLDING - RECENT DEVELOPMENTS & DATA

As of March 31, 2014; the price of Akfen Holding's corporate bond with the ISIN code TRSAKFH11710 (maturity date January 9th, 2017 and issue amount TL140mn) was TL99.999 (dirty price). Total trading volume in March was TL 582,822 and the yield as of 31 March 2014 corresponded to 10.91% + 265bps spread. While the first coupon payment of the bond amounting to TL4,521,999.55 was made on April 14, 2014, the interest rate effective for the second coupon payment, which will be made on July 14, 2014, was announced as 3.18%.

Our Company's share buybacks within the frame of the "Share Buyback Program", initiated at the Extraordinary General Assembly on 12.09.2011 has been completed as of 10.04.2014. Our Company's share purchases within the "Share Buyback Program" have reached 22.107.901 shares. Meanwhile, during the period 27 November 2012 – 11 November 2013, our wholly owned subsidiary Akfen Insaat has purchased a total of 6,992,099 Akfen Holding shares, and thus in total share purchases have reached 29.100.000 shares and 10% of the Company's paid-in capital.

Ordinary General Assembly Meeting of our Company for the year 2013 was held on April 28th, 2014 Monday, at 11:00 at the Headquarters of the Company. During the Ordinary General Meeting the distribution of TL12mn (gross) cash dividend (TL0.041237 per share gross) from previous years' profits on May 15th, 2014 was approved. General Meeting Report, List of Attendants and Dividend Distribution Tables were posted on our web site.

BUSINESS LINES - OPERATIONAL PERFORMANCE & DEVELOPMENTS

1) Airports/Terminals: TAV Airports

Passenger Figures* (as of 31 March 2014)

	2014 LTM	2013	YTD Chg.	YoY Chg.	LTM Chg.
Ataturk Airport	52,561,258	51,320,875	11%	7%	12%
International	34,946,836	34,096,770	12%	6%	12%
Domestic	17,614,422	17,224,105	10%	9%	11%
Esenboga Airport	11,240,434	10,928,403	13%	6%	18%
International	1,559,567	1,573,943	-4%	-14%	-4%
Domestic	9,680,867	9,354,460	16%	10%	22%
Izmir Airport	10,419,477	10,208,627	10%	6%	9%
International	2,507,895	2,467,436	16%	3%	5%
Domestic	7,911,582	7,741,191	10%	7%	10%
Gazipaşa Airport	397,332	363,024	n.m.	n.m.	n.m.
International	252,993	242,949	n.m.	n.m.	n.m.
Domestic	144,339	120,075	n.m.	n.m.	n.m.
TAV Turkey Total	74,618,501	72,820,929	11%	7%	13%
International	39,267,291	38,381,098	11%	5%	11%
Domestic	35,351,210	34,439,831	12%	9%	14%
Medinah	5,138,359	4,669,181	39%	19%	8%
Monastir+Enfidha Airports	3,447,017	3,437,849	4%	3%	4%
Tbilisi + Batumi Airports	1,669,660	1,642,597	10%	5%	17%
Macedonia (Skopje&Ohrid)	1,083,054	1,067,467	8%	9%	16%
Zagreb Airport	2,288,225	0	-3%	-6%	-4%
TAV TOTAL**	86,386,095	83,638,023	16%	10%	15%
International	49,083,023	47,429,862	17%	10%	14%
Domestic	37,303,072	36,208,161	14%	11%	16%

* Both departing and arriving passengers, including transfer pax.

** 2013 TAV Totals do not include Zagreb Airport.

Air Traffic Movements* (as of 31 March 2014)

	2014 LTM	2013	YTD Chg.	YoY Chg.	LTM Chg.
Ataturk Airport	397,919	387,965	12%	11%	13%
International	268,272	260,686	13%	12%	13%
Domestic	129,647	127,279	8%	8%	13%
Esenboga Airport	86,546	85,241	7%	4%	17%
International	12,865	13,133	-9%	-13%	2%
Domestic	73,681	72,108	10%	7%	20%
Izmir Airport	71,220	70,057	8%	6%	8%
International	17,578	17,215	20%	5%	6%
Domestic	53,642	52,842	6%	7%	9%
Gazipaşa Airport	2,877	2,577	n.m.	n.m.	n.m.
International	1,884	1,805	n.m.	n.m.	n.m.
Domestic	993	772	n.m.	n.m.	n.m.
TAV Turkey Total	558,562	545,840	11%	9%	13%
International	300,599	292,839	12%	11%	13%
Domestic	257,963	253,001	9%	8%	14%
Medinah	43,410	40,000	36%	26%	12%
Monastir+Enfidha Airports	29,814	30,077	-8%	-15%	8%
Tbilisi + Batumi Airports	23,766	23,512	5%	3%	1%
Macedonia (Skopje&Ohrid)	12,418	12,380	1%	4%	9%
Zagreb Airports	38,514	0	-4%	-4%	-2%
TAV TOTAL**	676,182	651,809	17%	16%	16%
International	393,308	376,719	21%	19%	15%
Domestic	282,874	275,090	13%	12%	16%

* Commercial Flights Only

** 2013 TAV Totals do not include Zagreb Airport.

Abbreviations:

LTM: Last twelve months

YTD: Year-to-date (January - March 2014/January - March 2013)

YoY: Year-over-Year (March 2014/ March 2013)

n.m. Not Meaningful

2) Airport Construction: TAV Construction
Ongoing Projects (as of 28 February 2014)

Project Name	Employer	TAV Construction's Share	Contract Value (US\$m)	Physical Completion as of 31.01.2014	Physical Completion as of 28.02.2014	Change
Dubai-Marina 101	M/S SHEFFIELD HOLDINGS LIMITED	100%	207	66.2%	66.5%	0.3%
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 QUATAR	35%	4,040	99.9%	100.0%	0.1%
Doha International Airport Facility Management Works**	Government Of The State Of Qatar	70%	31	0.0%	0.0%	-
Oman MC1	SULTANATE OF OMAN MINISTRY OF TRANSPORT AND COMM.	50%	1,169	87.2%	87.7%	0.5%
Izmir International Airport	TAV EGE TERMINAL YATIRIM VE İŞLETME A.Ş.	82%*	362	93.8%	95.8%	2.0%
Madinah International Airport	TİBAH JV	50%	959	65.9%	70.3%	4.4%
King Abdul Aziz International Airport	SAUDIA AEROSPACE ENGINEERING INDUSTRIES	40%	765	7.0%	7.3%	0.3%
Abu Dhabi Int. Airport Midfield Terminal Building Construction Works	ADAC	33%	2,942	14.2%	15.2%	1.1%
Riyad KKIA Terminal 5 Havalimanı	General Authority Of Civil Aviation (Gaca)	50%	336	7.7%	8.8%	1.1%
Damac Towers	Damac Development	100%	289	4.3%	5.2%	0.8%
Emaar Square N1&N2 Structural Works	EMAAR	60%	61	4.6%	8.7%	4.1%
TOTAL			13,492			

*The contract of Izmir Int. Airport project is carried out 100% by TAV Construction. However, imports within the scope of the contract are conducted through a TAV Airports group company, TAV Ege Terminal Yatırım Yapım ve İşletme A.Ş.. The table therefore depicts TAV Construction's share after the import items are deducted from the total contract value.

** This Project is not in the scope of the core business of Doha International Airport. It is added as Variation Order.

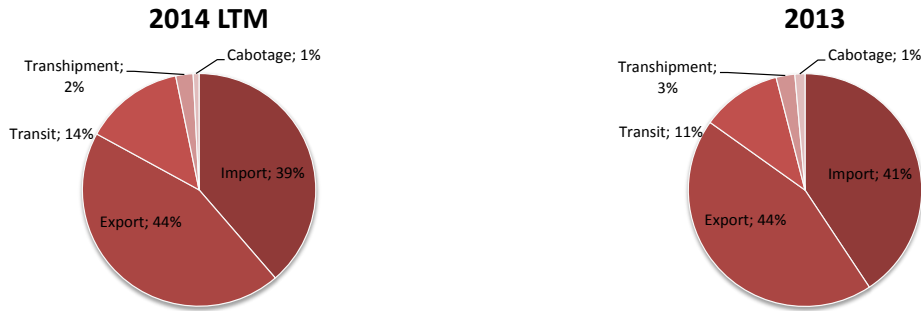
3) Port Operations: Mersin International Port (MIP)

Container & Conventional Cargo Statistics (as of 31 March 2014)

	2014 LTM	2013	YTD Chg.	YoY Chg.	LTM Chg.
Container Volumes (TEU)	1,444,862	1,378,800	21%	16%	14%
Conventional Throughput (Ton)*	7,650,484	7,561,602	5%	-19%	6%

* General Cargo – Dry Bulk – Liquid Bulk

Container Regime Breakdown



As of March 31, 2014; the price of MIP's corporate bond with the ISIN code XS0957598070 (Bloomberg Code: EJ778815) (maturity date August 12th, 2020 and issue amount USD450 mn) was USD101.899. The yield as of 31 March 2014 corresponded to 2.300% + 374 bps spread. (Source: Bloomberg)

On 17 April 2014 Moody's has affirmed the Baa3 issuer rating and Baa3 senior unsecured rating of MIP. The rating outlook remained stable.

4) Real Estate: Akfen REIT

(as of 31 March 2014)

Hotels	Room Number*	Occupancy Rate			Rev Par (EUR)**			Total Rev Par (EUR)***		
		2014 YTD	2014 LTM	2013	2014 YTD	2014 LTM	2013	2014 YTD	2014 LTM	2013
Zeytinburnu Ibis	228	70%	77%	78%	46	56	60	53	66	70
Zeytinburnu Novotel	208	66%	77%	80%	49	65	68	66	87	92
Eskisehir Ibis	108	73%	77%	79%	27	32	34	32	37	40
Trabzon Novotel	200	58%	74%	73%	33	51	50	52	77	77
Gaziantep Ibis	177	75%	74%	72%	24	26	26	30	32	32
Gaziantep Novotel	92	69%	76%	77%	39	43	43	61	68	68
Kayseri Ibis	160	56%	57%	56%	17	18	18	22	24	24
Kayseri Novotel	96	55%	58%	61%	24	27	29	35	40	44
Bursa Ibis	200	52%	56%	58%	19	23	25	23	27	30
Yaroslavl Ibis	177	55%	68%	69%	27	35	37	36	46	48
Samara Ibis	204	57%	60%	57%	28	31	31	41	45	44
Adana Ibis	165	65%	55%	51%	19	18	18	26	24	23
Esenyurt Ibis	156	55%	54%	52%	25	27	27	29	32	32
İzmir Ibis	140	73%	a.d.	62%	28	a.d.	26	33	a.d.	30
Kaliningrad Ibis	167	24%	a.d.	26%	11	a.d.	13	15	a.d.	16
Turkey Total	1,930	64%	67%	67%	30	37	38	39	48	49
Russia Total	548	46%	64%	58%	23	33	31	31	45	42
Grand Total	2,478	60%	66%	65%	28	36	36	37	48	48

* 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 2014)
Russia Projects

City	Room Number	Type	Status	Completion (%)
Moskova	317	Ibis Hotel Moskova	Under construction	60%

Turkey Projects

City	Room Number	Type	Status	Completion (%)
Istanbul	200	Novotel Karakoy	Under construction	48%
Ankara	147	Ibis Hotel Esenboğa Ankara	Under construction	100%
Istanbul	200	Ibis Otel Tuzla	Under Planning	-

In the period January- March 2014; average occupancy rate of Ibis & Novotel located in Turkey & Russia reached 60%, down by 2% compared to the same period of the previous year. During the same period, Rev-Par and T-RevPar decreased by 18%.

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

	2014 LTM	2013	YTD Chg.	YoY Chg.	LTM Chg.
Akfen Su Gulluk (as of 28 February 2014)					
Invoiced Water Volume	541,784	539,789	5%	9%	3%
Akfen Su Dilovasi (as of 31 March 2014)					
Treated Waste Water Volume	2,383,542	2,615,571	-28%	-21%	-8%

As of end of February, Akfen Su Gullük served 6,096 subscribers.

As of end of March, the number of operating factories in Dilovası Organised Industrial Zone was 208.

6) Energy
6.1) Akfen HEPP
Operational HEPPs (as of March 2014)

Company	HEPP	Installed Capacity (MW)	Generation Capacity (GWh/yr)	Commercial Operation Date (COD)	Realized Generation Output (GWh/yr) 2013	Realized Generation Output (GWh/yr) YTD
Beyobası	Otluca	47.7	224.0	April 2011	160.07	37.16
	Sirma	6.0	23.2	June 2009	20.83	0.00
	Sekiyaka II HES 1	2.3	12.3	January 2014	0.00	2.42
Çamlıca	Camlica III	27.6	104.5	April 2011	61.54	11.78
	Saracbendi	25.5	100.5	May 2011	75.55	9.53
Pak	Demirciler	8.4	34.5	August 2012	34.40	9.13
	Kavakcali	11.1	44.3	March 2013	21.43	12.14
	Gelinkaya	6.9	25.8	June 2013	2.23	0.11
BT Bordo	Yagmur	9.0	31.5	November 2012	20.20	4.01
Total		144.5	600.6		396.26	86.29

HEPPs Under Construction

Company	HEPP	Installed Capacity (MW)	Generation Capacity (GWh/yr)	Civil Work Progress Ratio (%)
Elen	Doğancay	30.2	171.7	86.2%
Yenidoruk	Doruk	28.3	75.5	99.7%
H.H.K. Enerji *	Çalıkobası	17.0	46.4	-
Kurtal*	Çiçekli 1-II	6.7	21.9	-
Total		82.2	315.5	

*Preliminary works with regards to the construction is ongoing at Çalıkobası and Çiçekli 1-II HEPPs. Construction of the access roads to the site at Çalıkobası HEPP and to the headpond at Çiçekli 1-II HEPP is currently continuing.

HEPPs at Planning Stage

Company	HEPP	Installed Capacity (MW)	Generation Capacity (GWh/yr)
Zeki	Catak ¹	10.0	42.5
Laleli	Laleli	101.6	256.7
Değirmenyanlı	Adadağı	4.7	18.2
Beyobası	Sekiyaka II HES 2	1.1	4.8
Total		117.4	322.2

(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 and the case is in the supreme court stage and Stay of Execution is currently in force. The administrative process regarding the report, which was prepared within the frame of protected area regulation to cancel the decision and to remove the mentioned area from the protected area, is still ongoing.

Annual generation capacities of the power plants have been revised in line with the amendments on the licenses due to the modifications in the projects necessitated from time to time and are shown in the tables above.

As of the reporting period, Akfen Holding continued to generate electricity through its 9 operating hydroelectric power plants, having a total installed capacity of 144.5 MW and a projected annual electricity generation capacity of 600.6 GWh, whereas the construction in 4 plants having a total installed capacity of 82.2 MW and a projected annual electricity generation capacity of 315.5 GWh is ongoing. Out of these 4 plants; construction have progressed and have come closer to commissioning at Doruk HEPP ve Doğançay HEPP, whereas preliminary works have recently commenced at Çalıkobası HEPP ve Çiçekli 1-II HEPP.

6.2) Akfen Energy

Application was made to EMRA for the increase of the current installed capacity of 570 MW on the license to 1,148.4 MW on 18 December 2012, eligibility of Energy Market Regulatory Authority ("EMRA") has been obtained. Environmental Impact Assessment ("EIA") Report prepared in regard to the capacity increase was reviewed, evaluated and accepted as final by the Ministry of Environment and Urbanization within the scope of EIA Regulation Article 12. After the completion of the EIA report process as of 13 January 2014 EMRA approved the increase of the installed capacity on the license.

The construction of transformer station was completed and provisional acceptance was fulfilled. The disassembly works on the site were completed. EPC contract process is currently ongoing. Upon selection of EPC Supplier and the completion of the EPC contract, limited notice to proceed will be issued to start preliminary construction works.

Application made to the Ministry of Environment and Urbanization for the EIA of the Project's 380 kV Mersin CCGT-Konya Eregli Transformation Station Energy Transmission Line was approved and the EIA process has been started.

7) Construction: Akfen Construction

As of March 31, 2014; the total contract value of Akfen Construction's ongoing HEPP projects was EUR45.8 million and the total amount of cumulated progress payments of ongoing HEPP projects reached EUR37.8 million. This amount corresponds to 83% of the total contract value.

As of March 31, 2014; the total contract value of Akfen Construction assignments in ongoing REIT projects was EUR28.4 million and the total amount of cumulated progress payments of ongoing REIT projects reached EUR12.3 million. This amount corresponds to 43% of the total contract value.

As of March 31, 2014; the total contract value of Akfen Construction assignments in ongoing Incek Loft project was EUR120.2 million and the total amount of cumulated progress payments of ongoing Incek Loft project reached EUR3.1 million. This amount corresponds to 2.6% of the total contract value.

As of March 31, 2014; Akfen Construction's current backlog (Incek Loft, REIT and HEPP projects) was EUR141.1 million.

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

	2014 LTM	2013	YTD Chg.	YoY Chg.	LTM Chg.
Number of Passengers	49,412,260	50,527,752	-10%	-15%	-4%
Fast Ferry	6,468,127	6,337,335	11%	7%	-19%
Sea Bus	7,284,102	7,520,151	-16%	-18%	-81%
Conventional Ferry*	35,660,031	36,670,266	-13%	-17%	-5%
Number of Vehicles	7,896,804	7,852,086	3%	-2%	1%
Fast Ferry**	1,280,299	1,269,961	4%	-3%	15%
Conventional Ferry	6,616,505	6,582,125	2%	-2%	-2%

* Number of passengers travelling with vehicles using Eskihsar-Topcular 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	Mid 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

** 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.)	Mid bus	Pickup Truck 0-2000 kg	Pickup Truck 2001-2500 kg	Truck 2501-3500 kg	Bus	Towed Vehicles
Coefficient	0,25	1	1	1	1,25	1,25	1,5	2	1,5	2	2	5	1,5

Akfen Holding Investor Relations

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