



**AKMERKEZ GAYRİMENKUL
YATIRIM ORTAKLIĞI
ANONİM ŞİRKETİ**

**ANNUAL REPORT
COVERING THE PERIOD OF
01.01.2016 - 30.09.2016**

AKMERKEZ GAYRİMENKUL YATIRIM ORTAKLIĞI ANONİM ŞİRKETİ
REPORT OF THE BOARD OF DIRECTORS ON THE ACTIVITIES IN THE
PERIOD OF
01.01.2016 - 30.09.2016

This Annual Report (the 'Report') is issued pursuant to the provision of article 516 of the Turkish Commercial Code, the provisions of the 'Regulation on the Establishment of Minimum Content of Annual Reports of Companies' of the Ministry of Customs and Trade, which was published in the Official Gazette no. 28395 of 28.08.2012, and the provision of article 8 of the 'Communiqué on the Principles Applicable to Financial Reporting in Capital Market' (II-14.1), provisions of relevant articles of the 'Corporate Governance Communiqué' (II-17.1) and provisions of article 39 of the 'Communiqué on the Principles Applicable to Real Estate Investment Partnerships' (III-48.1), of the Capital Markets Board. The Report intends to evaluate, and provide information to our investors about, the business activities of the Company during the period of 01.01.2016-30.09.2016.

1. GENERAL INFORMATION

Report Period:	01.01.2016 – 30.09.2016
Trade Name	AKMERKEZ GAYRİMENKUL YATIRIM ORTAKLIĞI ANONİM ŞİRKETİ
Trade Registry Office:	İstanbul
Trade Registration Number:	260139
Stock Exchange where stocks of the Company are traded:	Borsa İstanbul A.Ş.
BIST Market where Company's Capital Market Instruments are Traded and BIST Indices that the Company is Included:	Collective and Structured Products Market BIST FINANCIALS / BIST ALL SHARES-100 / BIST DIVIDEND / BIST ALL SHARES / BIST REAL EST. INV. TRUSTS / BIST DIVIDEND 25
Trading Symbol:	AKMGY
Portfolio Details:	Date of Incorporation: 08.12.1989 Date of Public Offering: 15.04.2005
Head Office Address:	Nispetiye Caddesi, Akmerkez, E-3 Blok, Kat: 1, Etiler, Beşiktaş/İstanbul
Website:	www.akmgyo.com
E-mail:	gyo@akmerkez.com.tr
Registered e-mail address:	akmerkez@akmerkez.hs02.kep.tr
Central Registration System:	7352333284923116
Tax Office:	Major Tax Payers Office
Tax Number:	837 003 1973
Phone Number:	+90 (212) 282 01 70
Fax Number:	+90 (212) 282 01 19

1.1. ORGANIZATION, CAPITAL AND SHAREHOLDING STRUCTURE OF THE COMPANY AND VARIATIONS PERFORMED DURING THE ACCOUNTING PERIOD

The rate of publicly held shares of stock pertaining to Akmerkez GYO A.Ş. is 50.82% as of 30.09.2016.

All shares representing the capital are listed in the İstanbul Stock Exchange (BIST)

The registered capital ceiling of Akmerkez GYO A.Ş. is TL 75.000.000,00 and the paid-in capital is TL 37.264.000,00. The paid-in capital of the company is divided into 3.726.400.000 shares at par value of 1 kurush each.

Shareholding Structure

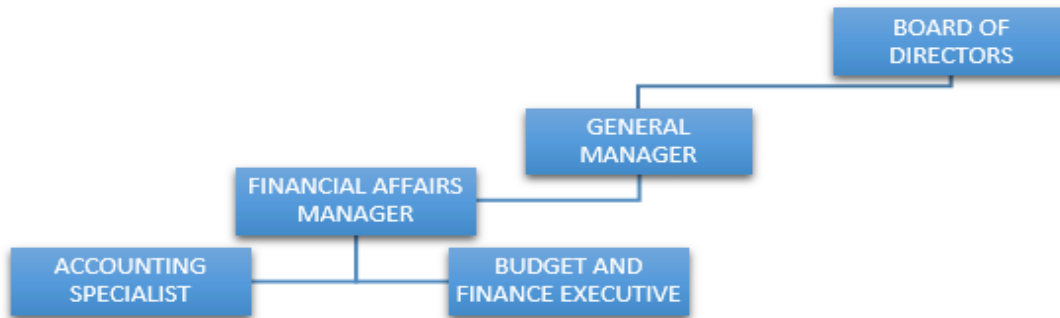
List of the shareholders who hold 5% and more of the capital of the Company as of 30.09.2016 is as follows:

Tradename/Name-Surname of the Shareholder	Nominal Value (TL)	Capital Share (%)
Klepierre S.A.	11.729.129,60	31,48
Akkök Holding A.Ş.	4.890.900,00	13,12
Tekfen Holding A.Ş.	4.019.839,04	10,79
Corio Nederland Kantoren B.V.	2.932.840,00	7,87
Hoog Catharijne B.V.	2.794.800,00	7,50
Davit Braunştayn	2.601.380,82	6,98
Other	8.295.110,54	22,26
Total	37.264.000,00	100,00

Information about the Shares Representing the Capital

Class	Registere d/Bearer	Total Nominal Value (TL)	Capital Ratio (%)	Trading Status in Stock Exchange
A	Registered	4.075.750,00	10,93	Not trading
B	Registered	2.841.380,00	7,63	Not trading
C	Registered	2.398.870,00	6,44	Not trading
D	Bearer	27.948.000,00	75,00	Trading
Total		37.264.000,00	100,00	

Organizational Chart



There has not been any variation to the shareholding and structure and organizational chart of the company within the period.

1.2. REMARKS ON THE PRIVILEGED SHARES AND VOTING RIGHTS OF THE SHARES

Class (A), (B), (C) and (D) shares of the Company have privilege to nominate candidates to the board of directors. 4 members of the board of directors of the Company are elected by the general meeting among the candidates nominated by majority of the owners of the Class (A) registered shares, 3 members among the candidates nominated by majority of the owners of the Class (B) registered shares, 2 members among the candidates nominated by majority of the owners of the Class (C) registered shares and 1 member among the candidates nominated by majority of the owners of the Class (D) bearer shares offered to public, who attended the general meeting.

If, however, the holders of the Class (D) bearer shares offered to public, who attended the general meeting are not able to nominate a candidate and/or agree on a candidate by majority during the general meeting, the Board of Directors of the Company is formed by 9 (nine) members elected by the General Meeting among the candidates 4 of whom were nominated by the majority of the owners of the Class (A) registered shares, 3 by the majority of the owners of the Class (B) registered shares, and 2 by the majority of the Class (C) registered shares.

Apart from the privilege of nominating candidates to the board of directors as described above, there is not any other privilege.

Each shareholder is entitled to cast one vote per share.

1.3. INFORMATION ABOUT BOARD OF DIRECTORS, SENIOR OFFICERS AND NUMBER OF EMPLOYEES

1.3.1. BOARD OF DIRECTORS

Chairman	:	RAİF ALİ DİNÇKÖK
Vice-Chairman	:	MURAT GİGİN
Member	:	SİNAN KEMAL UZAN
Member	:	DAVİT BRAUNŞTAYN
Member	:	ALİZE DİNÇKÖK EYÜBOĞLU
Member	:	AHMET CEMAL DÖRDÜNCÜ
Member	:	FREDERIC YVES MARCEL FONTAINE
Member	:	LİNA FİLİBA
Member	:	ATİLLA ALTINORDU
Member	:	F. DİLEK BİL*

The Members of the Board of Directors that were elected at the annual general meeting held on 30.03.2016 for an office term of three years are RAİF ALİ DİNÇKÖK, AHMET CEMAL DÖRDÜNCÜ and ALİZE DİNÇKÖK EYÜBOĞLU who were proposed by majority of the Class (A) registered shares; MURAT GİGİN and SİNAN KEMAL UZAN who were proposed by majority of the Class (B) registered shares; DAVİT BRAUNŞTAYN who was proposed by majority of the Class (C) registered shares; REMZİYE ASLI KARADENİZ*, LİNA FILİBA and ATİLLA ALTINORDU who were nominated and proposed to be elected based on the joint proposal of the shareholders of the Classes (A), (B) and (C) within the framework of the principles regarding the independency of the Board members as provided for in the Corporate Governance Principles of the Capital Market Board and FREDERIC YVES MARCEL FONTAINE who was nominated by majority of the Class (D) bearer shares subject to public offering and participating in the general assembly meeting.

* REMZİYE ASLI KARADENİZ, an Independent Director, resigned on 22.04.2016 as a result of which FATMA DİLEK BİL was elected in substitution for her on 06.05.2016 till the first general assembly meeting to be organized under article 363 of Turkish Commercial Code.

Of the Members of the Board of Directors F. DİLEK BİL, ATİLLA ALTINORDU and LİNA FİLİBA, are independent directors, who have been elected pursuant to the provisions of the ‘Corporate Governance Communiqué’ (II-7.1) of the Capital Market Board.

All members of the board of directors are eligible according to the requirements set forth in the Communiqué on the Real Estate Investment Partnerships (III-48.1) of the Capital Market Board. Apart of FREDERIC YVES MARCEL FONTAINE, a national of France, all members of the board of directors are citizens of Turkey.

General Manager of the Company is MURAT KAYMAN.

The Board of Directors made 30 resolutions during the relevant accounting period within 2016.

The Members of the Board of Directors that were elected at the annual general meeting held on 31.03.2015 for an office term of one year were RAİF ALİ DİNÇKÖK, MEHMET ALİ BERKMAN and ALİZE DİNÇKÖK EYÜBOĞLU who were proposed by majority of the Class (A) registered shares; MURAT GİGİN and SİNAN KEMAL UZAN who were proposed by majority of the Class (B) registered shares; DAVİT BRAUNŞTAYN who was proposed by majority of the Class (C) registered shares; LÜTFÜ ÜNVER, SELÇUK YENER and ROBER FILİBA who were nominated and proposed to be elected based on the joint proposal of the shareholders of the Classes (A), (B) and (C) within the framework of the principles regarding the independency of the Board members as provided for in the Corporate Governance Principles of the Capital Market Board and FREDERIC YVES MARCEL FONTAINE who was nominated by majority of the Class (D) bearer shares subject to public offering and participating in the general assembly meeting. The mentioned elected board members worked until the annual general meeting held on 30.03.2016.

1.3.2. POWERS OF DIRECTORS

The resolution of the board of directors concerning distribution of tasks and internal directive dated 31.05.2016 was promulgated in the Turkish Trade Registry Gazette on 08.06.2016 with issue number 9092.

1.3.3. LIMITATIONS OF POWER

The Directors and General Manager of the Company retain the Powers indicated in the Capital Market Law, Turkish Commercial Code, articles of association and the relevant regulations. The duties and powers of the General Manager and Finance Manager of the Company have been determined in the Internal Directives of the Company.

1.3.4. SENIOR OFFICERS

The senior officer of the Company is General Manager MURAT KAYMAN.

1.3.5. NUMBER OF EMPLOYEES

The company has four employees including the general manager.

2. FINANCIAL BENEFITS PROVIDED TO DIRECTORS AND SENIOR OFFICERS

a) Total sum of the financial benefits such as remuneration, salary, premium, bonus, profit share, etc.: Directors received financial benefit of net 4.100 TL per person until the end of March and 4.450 TL per person after March monthly, making gross 492.539,58-TL in total and the senior officer was paid gross 339.860,00-TL in total during the accounting period.

b) Information about total sum of allowances, travel, accommodation and representation expenses and cash and non-cash facilities, insurances and similar securities: The sole senior officer in the company is the general manager. General Manager was provided with a health insurance amounting to 11.250,00-TL during the accounting period.

3. RESEARCH AND DEVELOPMENT ACTIVITIES

The Company has not carried out any research and development activities during the accounting period.

4. CORPORATE ACTIVITIES AND IMPORTANT DEVELOPMENTS

The Board of Directors has resolved that the tenants of AKMERKEZ TRADE CENTRE who will be selected arbitrarily from among those paying the rental fees in due time in line with the provisions of the rental contracts will be entitled to benefit from a discount for January – August 2016 which shall be provided in the form of fixing the currency rate as 1 USD = 2,70 TL provided that this shall not be considered as a reduction of rental fees and/or amendment to the rental contracts and the rental fees have been collected in line with the relevant resolution.

Besides, the Board of Directors hasn't made any resolution to implement the foreign exchange rate discount. No foreign exchange rate discount implemented from the end of August 2016.

The Company performed its activities in line with the Capital Market Regulations during the period from 01.01.2016 to 30.09.2016.

The Company doesn't have any subsidiary and affiliate.

There isn't any own share acquired by the Company.

There isn't any company with which the Company has reciprocal participation relationship.

There isn't any private audit and public audit conducted during the accounting period.

There isn't any administrative or judicial sanction imposed on the Company and any members of the board of directors due to their practices in violation of the laws and regulations.

Donations made by the Company during the period from 01.01.2016 to 30.09.2016 amounted to TL 100.000. The Company did not incur any expense as social responsibility projects during the period from 01.01.2016 to 30.09.2016.

5. FINANCIAL STANDING

5.1. BALANCE SHEET

	Notes	Reviewed 30 September 2016	Audited 31 December 2015
ASSETS			
Current assets		24.688.431	44.819.057
Cash and cash equivalents	3	15.324.930	40.330.904
Trade receivables			
<i>Trade receivables from third parties</i>	5	4.831.649	2.751.341
Prepaid expenses	9	2.939.011	1.508.141
Other current assets	9	1.592.841	228.671
Non-current assets		209.278.028	189.605.195
Investment property	6	199.302.169	189.464.856
Property and equipment		90.278	123.944
Intangible assets		8.361	16.193
Prepaid expenses	9	2.944.467	-
Other non-current assets	9	6.932.753	202
Total assets		233.966.459	234.424.252
LIABILITIES			
Current liabilities		25.360.295	8.168.076
Short term borrowings			
<i>Short term borrowings from third parties</i>	4	15.541.667	-
Trade payables			
<i>Trade payables to related parties</i>	5,18	2.643.493	3.041.818
<i>Trade payables to third parties</i>	5	623.571	150.423
Other payables			
<i>Other payables to third parties</i>	5	508.285	159.475
Deferred income	9	1.856.234	1.396.094
Short term provisions			
<i>Other short term provisions</i>	7	3.996.359	3.095.607
Other short term liabilities	9	190.686	324.659
Non-current liabilities		1.536.043	1.450.202
Other payables			
<i>Other payables to third parties</i>	5	540.366	463.381
Long term provisions			
<i>Long term provision for employment termination benefits</i>	8	995.677	986.821
Equity		207.070.121	224.805.974
Share capital	10	37.264.000	37.264.000
Adjustment to share capital	10	27.745.263	27.745.263
Other comprehensive income/expense not to be reclassified to profit or loss			
- <i>Actuarial gains arising from employee benefits</i>	10	(22.825)	41.313
Restricted reserves	10	66.149.450	58.547.594
Retained earnings	10	16.842.108	27.882.759
Net income for the year	10	59.092.125	73.325.045
Total liabilities and equity		233.966.459	234.424.252

5.2. PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME

		<i>Reviewed</i> 1 January - Notes 30 September 2016	<i>Reviewed</i> 1 July - 30 September 2016	<i>Reviewed</i> 1 January - 30 September 2015	<i>Reviewed</i> 1 July - 30 September 2015
PROFIT AND LOSSES					
Revenue	11	86.934.903	27.835.007	77.629.957	27.239.198
Cost of sales (-)	11	(24.019.875)	(7.474.842)	(21.187.290)	(7.058.799)
Gross profit		62.915.028	20.360.165	56.442.667	20.180.399
General administrative expenses (-)		(5.326.879)	(1.800.923)	(3.412.604)	(1.119.252)
Other operating income	13	330.073	100.960	150.308	69.632
Other operating expense (-)	13	(1.415.008)	(429.318)	(816.568)	(657.580)
Operating profit		56.503.214	18.230.884	52.363.803	18.473.199
Financial income	14	4.163.366	474.469	3.869.231	1.060.387
Financial expenses (-)	15	(1.574.455)	(527.128)	(98.384)	(4.576)
Continuing operations profit before tax		59.092.125	18.178.225	56.134.650	19.529.010
Tax income/(expenses) from continuing operations		-	-	-	-
Continuing operations net profit for the period		59.092.125	18.178.225	56.134.650	19.529.010
Earnings per share	17				
Earning per share from continuing operations		1,59	0,49	1,51	0,52
Earning per share from discontinuing operations		-	-	-	-
Diluted earnings per share	17				
Diluted earnings per share from continuing operations		1,59	0,49	1,51	0,52
Diluted earnings per share from discontinuing operations		-	-	-	-
OTHER COMPREHENSIVE INCOME:					
Items not to be classified to profit or loss					
Actuarial gain / (losses) arising from employee benefits		(64.138)	(75.157)	39.067	(104.760)
Total comprehensive income		59.027.987	18.103.068	56.173.717	19.424.250

5.3. RATIOS

Fundamental ratios for the period between 01.01.2016 and 30.09.2016:

	30.09.2016	31.12.2015
Current Ratio	0,97	5,49
Total Debt / Equity	12,99%	4,28%
Total Debt / Total Assets	11,50%	4,10%

	01.01.2016-30.09.2016	01.01.2015-30.09.2015
Net Sales	86.934.903	77.629.957
Net Period Profit	59.092.125	56.134.650
Gross Profit Margin	72,37%	72,71%
Net Profit Margin	67,97%	72,31%

The company has not lost its capital or any situation of debt-choked is not in question.

5.4. FINANCE RESOURCES OF THE COMPANY

Finance resources of the company generally consists of rental revenues.

6. RISKS AND ASSESSMENT OF BOARD OF DIRECTORS

Early Risk Identification Committee held four meetings for early risk detection purposes and issued four reports during the relevant period.

Although increasing exchange rates positively affect the rent revenues, it may also entail a financial risk for the Company since it has the potential to negatively affect the payment power of the tenants. In addition, new shopping mall investments in the vicinity, which have started and/or will start operation, may lead to facing with market share risk.

The company has conducted a risk inventory activity for the anticipated risks and it is updated periodically.

7. MISCELLANEOUS

7.1. DEVELOPMENTS REGARDING BOARD OF DIRECTORS AND CORPORATE POLICIES

7.1.1. DIVIDEND DISTRIBUTION POLICY

Dividend Distribution Policy of AKMERKEZ GAYRİMENKUL YATIRIM ORTAKLIĞI ANONİM ŞİRKETİ aims to ensure that the shareholders may regularly acquire revenues based on their profit shares. The DIVIDEND DISTRIBUTION POLICY has been drafted pursuant to article 30 concerning 'DIVIDEND DISTRIBUTION' of the articles of association provided below so as to achieve the objectives set forth in the corporate mission and vision.

Article 30, titled 'DISTRIBUTION OF THE PROFIT', of the Articles of Association of the Company is as follows:

"Regarding the distribution of the profit, the Company complies with the regulations set out in the Turkish Commercial Code and the capital market legislation.

- Such amounts as overheads and miscellaneous depreciation costs which the Company is obliged to pay and set aside pursuant to the general accounting principles and such reserves which the Company is obliged to set aside for payment of taxes and other fiscal obligations payable by the Company as a legal entity are deducted from the incomes ascertained at the end of the accounting year. From the remaining amount, which is stated in the annual balance sheet as the net profit, any losses in previous years are deducted. From the remaining net profit:

General Statutory Reserve

a) 5% is set aside as general statutory reserve until it reaches 20% of the paid-in capital pursuant to the article 519 of the Turkish Commercial Code.

Primary Dividend

b) From the amount found by adding the amount of any donations made during the respective accounting year to the remaining amount, the primary dividend in the amount determined by the General Meeting in accordance with the profit distribution policy of the Company, provided that it is not less than the rate and amount as determined by the Capital Markets Board, is set aside.

c) From the remaining amount, an amount up to 5% of it can be set aside for distribution to the members of the board of directors.

Secondary Dividend

d) Minimum 80% of the amount remaining after deduction of the amounts set forth in the paragraphs (a), (b) and (c) above from the net profit is distributed as the secondary dividend.

e) If any amount remains after deduction of the amounts set forth in the paragraphs (a), (b), (c) and (d) from the net profit, the General Meeting is authorized to distribute that amount in part or whole as secondary dividend or to leave it in the balance sheet as the end-of-period profit, to add it to the statutory or the facultative reserve or to set aside it as the extraordinary reserve.

f) Any amounts occurred pursuant to the second paragraph of the article 519 of the Turkish Commercial Code are added to the general statutory reserve.

g) Unless the reserves which must be set aside pursuant to the law have been set aside and the dividend specified in the articles of association for payment to the shareholders has been set aside, no profit may be carried forward to the next year and no profit share may be paid to members of the board of directors and the employees of the Company and no profit share may be paid to these persons unless the determined dividend has been paid to the shareholders.

Advance dividend can be paid to the shareholders in accordance with the regulations of the Capital Markets Board.”

7.1.2.DIVIDEND PAYMENT

The General Assembly made a resolution to carry our dividend payment processes in the following manner through the majority of votes during the meeting held on 30.03.2016 which was disclosed on the Public Disclosure Platform. The first instalment was paid on 25.05.2016 and the second instalment was paid on 24.08.2016.

	Cash Dividend Payable per Share with a Nominal Value of 1 TL - Gross=Net (TL)	Cash Dividend Payment Date
1. Instalment	1,79	25.05.2016
2. Instalment	0,27	24.08.2016
Total Cash Dividend	2,06	

7.2. DISCLOSURE POLICY:

The Disclosure Policy of the Company was updated and presented to the shareholders during the ordinary general assembly meeting for 2015 which was held on 30.03.2016.

7.3. NUMBER, STRUCTURE AND INDEPENDENCE OF COMMITTEES FORMED UNDER THE BOARD OF DIRECTORS

The Board of Directors revised the structure and activities of existing committees pursuant to the provisions of the Corporate Governance Communiqué issued by the Capital Market Board according to which it formed Audit Committee, Corporate Governance Committee and Early Risk Identification Committee. The duties and responsibilities of the Nomination Committee and Remuneration Committee provided in the Corporate Governance Communiqué are fulfilled by the Corporate Governance Committee.

Audit Committee

Name Surname	Title
Atilla ALTINORDU	President
F. Dilek BİL	Member

Early Risk Identification Committee

Name Surname	Title
F. Dilek BİL	President
Alize Dinçök EYÜBOĞLU	Member
Sinan Kemal UZAN	Member

Corporate Governance Committee

Name Surname	Title
Atilla ALTINORDU	President
Davit BRAUNŞTAYN	Member
F. Dilek BİL	Member
Ayşegül CANBAZ	Member
Hilal KAYALAR	Member

The duties, working principles and members of the committees were determined by the Board of Directors and disclosed to the public via Public Disclosure Platform and corporate website of the company.

7.4. APPOINTMENT OF INDEPENDENT AUDITOR

Pursuant to the ‘Communiqué on the Independent Audit Standards in the Capital Market’ of the Capital Market Board and the Turkish Commercial Code, and as per the resolution of the board of directors on the subject matter, it was resolved by majority of votes at the annual general meeting held on 30.03.2016 that Başaran Nas Bağımsız Denetim ve Serbest Muhasebeci Mali Müşavirlik A.Ş., which was recommended by the Committee in charge of audit, be elected as the independent audit firm for audit of the Capital pursuant to the “Communiqué on the Independent Audit Standards in the Capital Market” of the Capital Market Board and the Turkish Commercial Code during the accounting period of the activity year 2016.

7.5. REAL ESTATE VALUATION REPORT SUMMARY

Lotus Gayrimenkul Değerleme ve Danışmanlık A.Ş. conducted a real estate valuation study, the summary of which is provided below:

Market valuation appraisal as of 31.12.2015 (Excluding 18% VAT): 1.537.950.000-TL.

7.6. RISK MANAGEMENT AND INTERNAL CONTROL MECHANISM

The company updates the financial statements regularly and takes timely legal actions against the tenants who fail to fulfil their obligations arising from the rental contracts completely in a timely manner so as to ensure complete and regular collection of rental fees that constitute the main operational revenues of the company. The f/x position of the company is monitored so as to minimize f/x risks.

7.7. AMENDMENTS TO THE ARTICLES OF ASSOCIATION

The articles of association was not amended during the period.

7.8. REAL ESTATE APPRAISAL COMPANY

The Board of Directors made a resolution according to which Lotus Gayrimenkul Değerleme ve Danışmanlık A.Ş. was assigned as the appraisal company to provide appraisal services for each asset included in the portfolio of the Company requiring appraisal as well as the assets which might be acquired by the Company in 2016 in a manner that would require appraisal pursuant to article 35.2 of the Communiqué Regarding Principles for Real Estate Investment Trusts (III-48.1) issued by the Capital Market Board.

7.9. CORPORATE GOVERNANCE PRINCIPLES HARMONIZATION RATING

During the relevant period, the Company executed a Corporate Governance Principles Harmonization Rating Agreement with SAHA Kurumsal Yönetim ve Kredi Derecelendirme Hizmetleri A.Ş., a company which is licensed to perform rating services in line with the Corporate Governance Principles issued by the Capital Market Board in Turkey, on 10.03.2016 to be valid for three rating terms.

7.10. THE BUSINESS SEGMENT AND THE POSITION OF THE ENTERPRISE WITHIN THE INDUSTRY:

Results of Shopping Mall Index for August issued jointly by the Association of Shopping Malls and Investors and Akademetre Research reveal that the turnover index has turned out to be 185 points with an decrease of 1,1 percent in comparison to the same month of the previous year.

Turnovers per leasable space (m²) in shopping malls decreased by 2 points in August 2016 in comparison to the same month of the previous year, with productivity per m² measured at TL 706,00-TL. Productivity was 755,00-TL in Istanbul and 673,00-TL in Anatolia.

The category where the highest increase was observed in the Shopping Center Index when the same is compared with the month August of previous year was the hypermarket category with an increase of 17 percent. An increase of 9 percent in the shoe-bag category turnovers, an increase of 6 percent in the food category turnovers, an increase of 4 percent in the apparel category turnovers, a decrease of 6 percent in the other¹ category turnovers and a decrease of 13 percent in the technology category turnovers were observed in the Shopping Malls in August 2016 when compared to the same month of the previous year.

Footfall numbers decreased by 3,8% when compared to the same month of the previous year.

1 The other area category consists of such stores as construction market, furniture, home textile, souvenir, toy, cinema, personal care and cosmetics, jewellery, hobby, pet shop, tailor and shoe repair services, exchange office, dry cleaning, pharmacy, etc.

7.11. PENDING LITIGATIONS

LITIGATIONS FILED AGAINST AKMERKEZ GYO A.Ş.

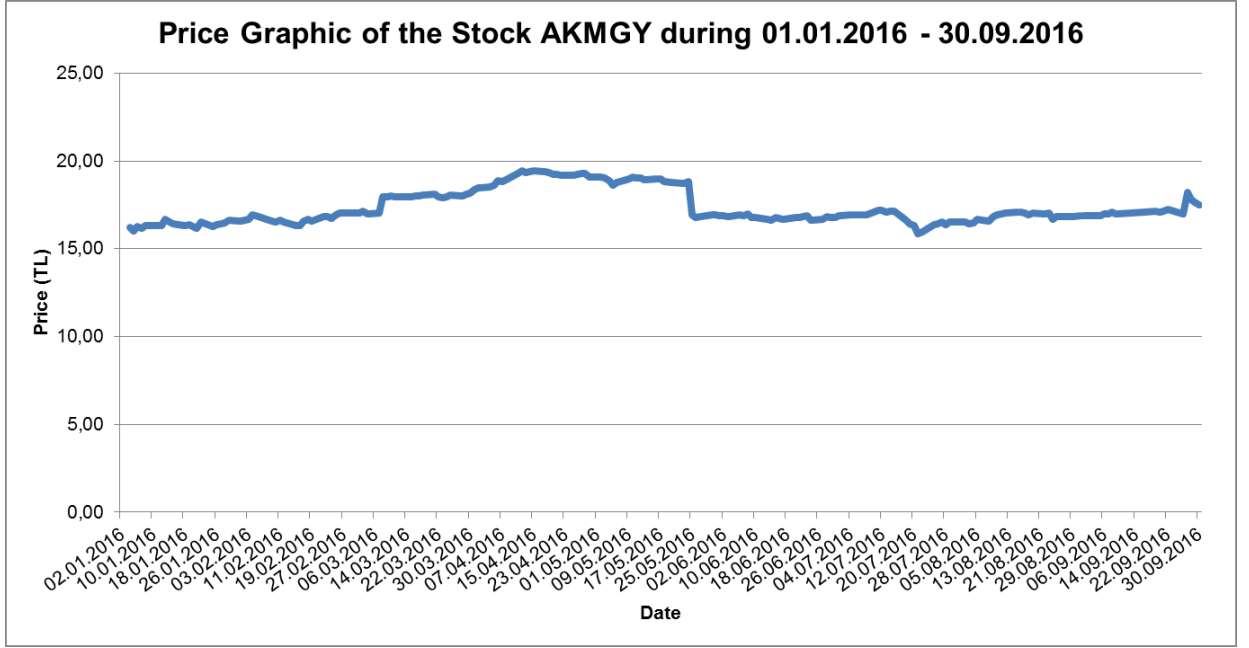
No.	Court	Case No	Plaintiff	Respondent	Claim	Current Status
1	ISTANBUL CIVIL COURT OF PEACE NO. 2	2009/742 New Case no: 2011/124	BERKAY İNCE INTERVO (B3 Tower Office Floor 1)	1- AKMERKEZ GYO A.Ş. 2- ÜÇGEN BAKIM	ACTION FOR DAMAGES Claim: 100.000 TL	The lawsuit was denied on procedural grounds in favor of the company. The lawsuit was appealed by the Plaintiff and the file is pending before the Supreme Court of Appeals.
2	ISTANBUL CONSUMER COURT NO. 1	2007/753	MEHMET BOZKURT	AKMERKEZ GYO A.Ş.	ACTION FOR DAMAGES Claim: 41.000 TL (Theft in Carpark)	The lawsuit was denied in favor of the company. The lawsuit was appealed by the Plaintiff and the file is pending before the Supreme Court of Appeals.
3	ISTANBUL COMMERCIAL COURT OF FIRST INSTANCE NO. 8	2007/635	AKMERKEZ GYO A.Ş.	ANÇ GIDA	ACTION IN PERSONAM (144.656 USD In the Combined Action 57.226 USD + 47.456,04 TL)	The main action was partially accepted. The counter action was also partially accepted. We expect to receive the justified decision.
4	ISTANBUL CIVIL COURT OF PEACE NO. 14	2013/956 New Case No: 2015/351	SEVİL PARFÜMERİ (STORE NO: 322-323)	AKMERKEZ GYO A.Ş.	RENT DECLARATORY ACTION (for reduction of the monthly rental fee to 55.000 TL)	The case is pending before the court.
5	ISTANBUL CIVIL COURT OF PEACE NO. 14	2013/957 New Case No: 2015/352	SEVİL PARFÜMERİ (STORE NO: 221)	AKMERKEZ GYO A.Ş.	RENT DECLARATORY ACTION (for reduction of the monthly rental fee to 25.000 TL)	The case is pending before the court.
6	ISTANBUL 4. ASLİYE TİCARET MAHKEMESİ	2014/128	ÖMER DİNÇKÖK	AKMERKEZ GYO A.Ş.	DECLARATORY ACTION	The action was concluded in favor of the Company.
7	ISTANBUL COMMERCIAL COURT OF FIRST INSTANCE NO. 3	2014/223	ÖMER DİNÇKÖK	AKMERKEZ GYO A.Ş.	ACTION FOR APPOINTMENT OF A SPECIAL AUDİTOR	The action was concluded in favor of the Company. The judgment was appealed by the Plaintiff and the file is pending before the Supreme Court of Appeals.
8	ISTANBUL COMMERCIAL COURT OF FIRST INSTANCE NO. 6	2014/1077	ÖMER DİNÇKÖK	AKMERKEZ GYO A.Ş.	ACTION FOR CANCELLATION OF THE RESOLUTIONS PASSED IN THE AGENDA ITEMS NO 2, 5, 7, 10, 11 AT THE ORDINARY GENERAL ASSEMBLY MEETING HELD FOR THE YEAR 2013	The action was concluded in favor of the Company. The judgment was appealed by the Plaintiff and the file is pending before the Supreme Court of Appeals.
9	ISTANBUL COMMERCIAL COURT OF FIRST INSTANCE NO. 14	2015/394	ÖMER DİNÇKÖK	AKMERKEZ GYO A.Ş.	DECLARATORY ACTION	The action was concluded in favor of the Company. The judgment was appealed by the Plaintiff and the file is pending before the Supreme Court of Appeals.
10	ISTANBUL CIVIL COURT OF PEACE NO. 10	2014/732	TUFAN SAAT	AKMERKEZ GYO A.Ş.	ACTION IN PERSONAM (400.000-TL)	The action was concluded in favor of the Company. The judgment was appealed by the Plaintiff and the file is pending before the Supreme Court of Appeals.
11	ISTANBUL COMMERCIAL COURT OF FIRST INSTANCE NO. 18	2015/665	ÖMER DİNÇKÖK	AKMERKEZ GYO A.Ş.	ACTION FOR CANCELLATION OF THE RESOLUTIONS PASSED IN THE AGENDA ITEMS NO 2,3,4,9 AT THE ORDINARY GENERAL ASSEMBLY MEETING HELD FOR THE YEAR 2014	The case is pending before the court.
12	ISTANBUL COMMERCIAL COURT OF FIRST INSTANCE NO. 3	2015/673	ÖMER DİNÇKÖK	AKMERKEZ GYO A.Ş.	ACTION FOR APPOINTMENT OF A SPECIAL AUDİTOR	The action was concluded in favor of the Company. The judgment was appealed by the Plaintiff and the file is pending before the Supreme Court of Appeals.
13	ISTANBUL CONSUMER COURT NO. 8	2015/1946	ULVİYE ARKUN	1- AKMERKEZ GYO A.Ş. 2- S.O.S INTERNATIONAL AMBULANS SERVİSİ	ACTION FOR DAMAGES Total Claim: 6.000 TL	The case is pending before the court.
14	ISTANBUL COMMERCIAL COURT OF FIRST INSTANCE NO. 7	2016/720	ÖMER DİNÇKÖK	AKMERKEZ GYO A.Ş.	ACTION FOR CANCELLATION OF THE RESOLUTIONS PASSED IN THE AGENDA ITEMS NO 5, 11 AT THE ORDINARY GENERAL ASSEMBLY MEETING HELD FOR THE YEAR 2015	First hearing date: 21.12.2016
15	ISTANBUL CONSUMER COURT NO. 11	2016/779	HATİCE MERİH DONMEZER	AKMERKEZ GYO A.Ş.	ACTION FOR DAMAGES Total Claim: 20.000 TL	Hearing date has not yet been determined.
16	ISTANBUL COMMERCIAL COURT OF FIRST INSTANCE NO. 4	2016/725	ÖMER DİNÇKÖK	AKMERKEZ GYO A.Ş.	ACTION FOR APPOINTMENT OF A SPECIAL AUDİTOR	Preliminary hearing date: 24.11.2016

LITIGATIONS FILED BY AKMERKEZ GYO A.Ş.

No.	Court	Case No	Plaintiff	Respondent	Claim	Current Status
1	ISTANBUL CIVIL COURT OF PEACE NO. 12	2013/195	AKMERKEZ GYO A.Ş.	HOME STORE (STORE NO. 178)	ACTION FOR EVACUATION	Settlement was made.
2	ISTANBUL CIVIL COURT OF PEACE NO. 8	2015/392	AKMERKEZ GYO A.Ş.	HOME STORE (STORE NO. 178)	RENT DECLARATORY ACTION (Claim: 400.000 TL)	Settlement was made.
3	ISTANBUL ENFORCEMENT COURT OF PEACE NO. 21	2016/353	AKMERKEZ GYO A.Ş.	SİMURG (STORE NO. 132)	ACTION FOR CANCELLATION OF OBJECTION AND EVACUATION	The case is pending before the court.
4	ISTANBUL CIVIL COURT OF PEACE NO. 1	2016/537	AKMERKEZ GYO A.Ş.	VESAİRE (GARAGE FLOOR STORE NO. 12)	ACTION FOR EVACUATION	The action was concluded in favor of the Company.
5	ISTANBUL CIVIL COURT OF PEACE NO. 4	2016/287	AKMERKEZ GYO A.Ş.	DERKON DERİ (STORE NO. 249)	ACTION FOR EVACUATION	The case is pending before the court.
6	ISTANBUL CIVIL COURT OF PEACE NO. 13	2016/667	AKMERKEZ GYO A.Ş.	VESAİRE (GARAGE FLOOR STORE NO. 12)	ACTION FOR EVACUATION	The action was concluded in favor of the Company.
7	ISTANBUL CIVIL COURT OF PEACE NO. 3	2016/294	AKMERKEZ GYO A.Ş.	SİMURG (STORE NO. 132)	ACTION FOR EVACUATION	The action was concluded in favor of the Company and the store has been evacuated.
8	ISTANBUL CIVIL COURT OF PEACE NO. 3	2016/479	AKMERKEZ GYO A.Ş.	VESAİRE	ACTION FOR EVACUATION	The action was concluded in favor of the Company.
9	ISTANBUL CIVIL COURT OF PEACE NO. 18	2016/559	AKMERKEZ GYO A.Ş.	KEREMCAN GIDA (MADO)	ACTION FOR CANCELLATION OF OBJECTION AND EVACUATION	Settlement was made.
10	ISTANBUL CIVIL COURT OF PEACE NO. 18	2016/560	AKMERKEZ GYO A.Ş.	KEREMCAN GIDA (MADO) DEPO	ACTION FOR CANCELLATION OF OBJECTION AND EVACUATION	Settlement was made.

7.12. OTHER MATTERS

7.12.1. Price Graphic of the Stock AKMGY



7.12.2. Information about the control of portfolio limitations which is set out in second paragraph of article 38 of the Communiqué on the Principles Applicable to Real Estate Investment Partnerships is provided in the 20th footnote to the financial statement.

7.12.3. Information regarding related party transactions and their account balances which is required to be disclosed to the shareholders pursuant to the legislation is provided in the 18th footnote to the financial statement.

Sincerely yours,

BOARD OF DIRECTORS