

AKMERKEZ GAYRİMENKUL YATIRIM ORTAKLIĞI A.Ş.

Etiler / İSTANBUL

(Akmerkez - 445 independent parts)

RENT VALUATION REPORT



Report No: 2016 / 448

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1. REPORT SUMMARY

VALUATION REQUESTED BY : Akmerkez Gayrimenkul Yatırım Ortaklığı A.Ş.

ADDRESS OF THE REAL ESTATE VALUED : Kültür Mahallesi, Nispetiye Caddesi,
No:56, Akmerkez
Beşiktaş / İstanbul

BASELINE AGREEMENT : 02 March 2016 dated and 422 - 2016/008 no

VALUATION DATE : 29 April 2016

REPORT DATE : 03 May 2016

TYPE OF REAL ESTATE VALUED : 445 independent parts belonging to Akmerkez GYO A.Ş
in Akmerkez Shopping Mall (173 shops)

VALUED RIGHT OF PROPERTY : Full ownership

SUMMARY OF TITLE DEED : 445 independent parts located in Istanbul Province,
Beşiktaş District, Arnavutköy Neighborhood, 83
block, 1 parcel, In Mall Block
(See Title Deed)

CADASTRAL EXTRACT SUMMARY : Located in 83 block, 1 numbered parcel designated as
"Hotel+Motel+Mall Area"
(See. Cadastral Extract)

SUBJECT OF THE REPORT : This report has been prepared to identify the rent value of
445 independent parts located in Akmerkez Shopping Mall
on the above address.

TYPE OF REPORT : This report has been prepared according to
Capital Markets Board's deployments and statements
regarding "Minimum requirements in Valuation
Reports" for real estate investment trusts.

TOTAL VALUE REGARDING THE REAL ESTATE (NOT INCLUDING VAT)	
TOTAL MONTHLY RENT VALUE OF THE 445 INDEPENDENT PARTS IN AKMERKEZ SHOOPING MALL	9.369.103,-TL
REPORT PREPARED BY	
Responsible Valuation Expert	Valuation Expert
M. KIVANÇ KILVAN (SPK License Document No: 400114)	Engin AKDENİZ (SPK License Document No: 403030)

2. REPORT INFORMATION

VALUATION REQUESTED BY : Akmerkez Gayrimenkul Yatırım Ortaklığı A.Ş.

ADDRESS OF THE REAL ESTATE VALUED : Kültür Mahallesi, Nispetiye Caddesi,
No:56, Akmerkez
Beşiktaş / İstanbul

BASELINE AGREEMENT : 02 March 2016 dated and 422 - 2016/008 no

CLIENT NO : 422

REPORT NO : **2016/448**

VALUATION DATE : 29 April 2016

REPORT DATE : 03 May 2016

SUMMARY OF TITLE DEED : 445 independent parts located in Istanbul Province,
Beşiktaş District, Arnavutköy Neighborhood, 83
block, 1 parcel, In Mall Block
(See Title Deed)

TYPE OF REPORT : This report has been prepared according to
Capital Markets Board's deployments and statements
regarding "Minimum requirements in Valuation
Reports" for real estate investment trusts.

REPORT PREPARED BY : M. Kivanç KILVAN
Responsible Valuation Expert–License No: 400114

Engin AKDENİZ
Valuation Expert– License No: 403030

**INFORMATION
ABOUT THE LAST THREE
VALUATION DONE BY OUR
COMPANY REGARDING THE
REAL ESTATE**

: Rent Valuation is done for the first time by our company.

3. COMPANY DETAILS

COMPANY NAME	: LOTUS Gayrimenkul Değerleme ve Danışmanlık A.Ş.
LOCATION OF COMPANY	: İstanbul
ADDRESS OF THE COMPANY	: Gömeç Sokak, No: 37 Akgün İş Merkezi Kat 3/8 34718 Acıbadem – Kadıköy / İSTANBUL
TELEPHONE	: (0216) 545 48 66 - 67 (0216) 545 95 29 (0216) 545 88 91 (0216) 545 28 37
FAX	: (0216) 339 02 81
E-MAIL	: bilgi@lotusgd.com
WEB	: www.lotusgd.com
FOUNDING (REGISTRY) DATE	: 10 January 2005
DATE AND JUDICIUM NR FOR REGISTRY TO CAPITAL MARKET BOARD	: 07 April 2005 – 14/462
DATE AND JUDICIUM NR FOR REGISTRY TO BANKING REGULATION AND SUPERVISION AGENCY	: 12 March 2009 - 3073
COMMERCIAL REGISTRY NO	: 542757/490339
REGISTRY CAPITAL	: 75.000,-YTL
PRESENT CAPITAL	: 300.000,-TL

4. CLIENT DETAILS

COMPANY NAME	: Akmerkez Gayrimenkul Yatırım Ortaklığı A.Ş.
COMPANY ADDRESS	: Nispetiye Caddesi,Akmerkez Ticaret Merkezi, E-3 Blok, Kat 1 Etiler - Beşiktaş / İSTANBUL
TELEPHONE NO	: (212) 282 01 70
FAX NO	: (212) 282 01 65
FOUNDING DATE	: 08.12.1989
REGISTERED CAPITAL CEILING	: 75.000.000,00 TL
PAID CAPITAL	: 37.264.000,00 TL
FREE FLOAT RATE	: % 50,82
OPERATIONAL SUBJECT	: Asset management company in order to invest in real estates and/or capital markets based on real estates.
REAL ESTATES IN ITS PORTFOLIO	: 473 independent parts in Akmerkez Shopping Mall, Commercial Centre and Residence

5. CONFORMITY DECLARATION AND RESTRICTIVE REQUIREMENTS

We conform the following matters according to our knowledge and beliefs.

- a. Opinions and results in the report, are limited only to declared assumptions and conditions. All are products of work done subjectively, neutral and unprejudiced.
- b. Our company has no interest today or in the future concerning the facilities and estates, subject to valuation. It has no benefits or prejudices for either sides.
- c. Service we provide does not depend on neither a pre-determined value concerning benefit of any side, a result determined by a special condition nor appearance of next case.
- d. Our company made the valuation by moral orders and performance standards.
- e. Our company is not responsible for changing the opinions and results affected by physical changes on the real-estate and/or positive or negative changes in the economy after the valuation date
- f. Our valuation is based on the assumption that it has no underground (radioactivity, pollution, quake etc.) or structural problems affecting the valuation. These matters are beyond our expertise and requires remarks done with equipment and statistical calculations as well as analysis of application projects. Our company is not responsible for these kinds of conditions requiring engineering and study.

6. TITLE DEED REGISTER DETAILS

6.1. Title Deed

OWNER : Akmerkez Gayrimenkul Yatırım Ortaklığı A.Ş.

PROVINCE-DISTRICT :Istanbul - Beşiktaş

PAFTA NO :76

BLOCK NO :83

PARCEL NO :1

QUALIFICATION :4 block stone building¹

ARSA ALANI :22.557 m²

¹Construction servitude and condominium is present for Akmerkez Shoppign Mall, Commerical Center and Residence blocks on parcel. Independent parts list belonging to Akmerkez GYO A.Ş.is presented forward from page 9..

Independent Part No	Block No	Floor No	Elevation	Qualification	Land Share	Land per Share (m ²)	Annex
1	Mall	2. Basement	-7,90	Garage 1	2105600 / 25600000	1.855,31	In 2. basement -7,90 elevation 9 storage room
2	Mall	3. Basement	-11,10	Garage 2	2437200 / 25600000	2.147,50	In 3. basement -11,10 elevation 14 storage room
3	Mall	4. Basement	-14,30	Shop	8400 / 25600000	7,40	---
4	Mall	4. Basement	-14,30	Shop	5200 / 25600000	4,58	---
5	Mall	4. Basement	-14,30	Shop	9200 / 25600000	8,11	---
6	Mall	4. Basement	-14,30	Shop	8400 / 25600000	7,40	---
7	Mall	2. Basement and 4. Basement	-14,30 and -11,10	Duplex Shop	118400 / 25600000	104,33	---
8	Mall	3. Basement	-11,10	Shop	8800 / 25600000	7,75	---
9	Mall	3. Basement	-11,10	Shop	9200 / 25600000	8,11	---
10	Mall	3. Basement	-11,10	Shop	9200 / 25600000	8,11	---
11	Mall	3. Basement	-11,10	Shop	8800 / 25600000	7,75	---
12	Mall	2. Basement	-7,90	Shop	8800 / 25600000	7,75	---
13	Mall	2. Basement	-7,90	Shop	9200 / 25600000	8,11	---
14	Mall	2. Basement	-7,90	Shop	9200 / 25600000	8,11	---
15	Mall	2. Basement	-7,90	Shop	8800 / 25600000	7,75	---
16	Mall	1. Basement	-4,60	Shop	6000 / 25600000	5,29	---
17	Mall	1. Basement	-4,60	Shop	13600 / 25600000	11,98	---
18	Mall	1. Basement	-4,60	Shop	13600 / 25600000	11,98	---
19	Mall	1. Basement	-4,60	Shop	6000 / 25600000	5,29	---
20	Mall	1. Basement	-4,60	Shop	27200 / 25600000	23,97	---
21	Mall	1. Basement	-4,60	Shop	18800 / 25600000	16,57	---
22	Mall	1. Basement	-4,60	Shop	16800 / 25600000	14,80	---
23	Mall	1. Basement	-4,60	Shop	98400 / 25600000	86,70	---
24	Mall	1. Basement	-4,60 to +9,20	4 floored Shop	113600 / 25600000	100,10	---
25	Mall	1. Basement	-4,60	Shop	49200 / 25600000	43,35	---
26	Mall	1. Basement	-4,60	Shop	24400 / 25600000	21,50	---
27	Mall	1. Basement	-4,60	Shop	16400 / 25600000	14,45	---
28	Mall	1. Basement	-4,60	Shop	16800 / 25600000	14,80	---
29	Mall	1. Basement	-4,60	Shop	18400 / 25600000	16,21	---
30	Mall	1. Basement	-4,60	Shop	26000 / 25600000	22,91	---
31	Mall	1. Basement	-4,60	Shop	10000 / 25600000	8,81	---
32	Mall	1. Basement	-4,60	Shop	28800 / 25600000	25,38	---
33	Mall	1. Basement	-4,60	Shop	23600 / 25600000	20,79	---

Independent Part No	Block No	Floor No	Elevation	Qualification	Land Share	Land per Share (m ²)	Annex
34	Mall	1. Basement	-4,60	Shop	23600 / 25600000	20,79	---
35	Mall	1. Basement	-4,60	Shop	25200 / 25600000	22,20	---
36	Mall	1. Basement	-4,60	Shop	25200 / 25600000	22,20	---
37	Mall	1. Basement	-4,60	Shop	25200 / 25600000	22,20	---
38	Mall	1. Basement	-4,60	Shop	24400 / 25600000	21,50	---
39	Mall	1. Basement	-4,60	Shop	23200 / 25600000	20,44	---
40	Mall	1. Basement	-4,60	Shop	24400 / 25600000	21,50	---
41	Mall	1. Basement	-4,60	Shop	24800 / 25600000	21,85	---
42	Mall	1. Basement	-4,60	Shop	26000 / 25600000	22,91	---
43	Mall	1. Basement	-4,60	Shop	24000 / 25600000	21,15	---
44	Mall	1. Basement	-4,60	Shop	18400 / 25600000	16,21	---
45	Mall	1. Basement	-4,60	Shop	4400 / 25600000	3,88	---
46	Mall	1. Basement	-4,60	Shop	4400 / 25600000	3,88	---
47	Mall	1. Basement	-4,60	Shop	4400 / 25600000	3,88	---
48	Mall	1. Basement	-4,60	Shop	2800 / 25600000	2,47	---
49	Mall	1. Basement	-4,60	Shop	2800 / 25600000	2,47	---
50	Mall	1. Basement	-4,60	Shop	4400 / 25600000	3,88	---
51	Mall	1. Basement	-4,60	Shop	4400 / 25600000	3,88	---
52	Mall	1. Basement	-4,60	Shop	4400 / 25600000	3,88	---
53	Mall	1. Basement	-4,60	Shop	2800 / 25600000	2,47	---
54	Mall	1. Basement	-4,60	Shop	5200 / 25600000	4,58	---
55	Mall	1. Basement	-4,60	Shop	4800 / 25600000	4,23	---
56	Mall	1. Basement	-4,60	Shop	4000 / 25600000	3,52	---
57	Mall	1. Basement	-4,60	Shop	3600 / 25600000	3,17	---
58	Mall	1. Basement	-4,60	Shop	2400 / 25600000	2,11	---
59	Mall	1. Basement	-4,60	Shop	3200 / 25600000	2,82	---
60	Mall	1. Basement	-4,60	Shop	4400 / 25600000	3,88	---
61	Mall	1. Basement	-4,60	Shop	4800 / 25600000	4,23	---
62	Mall	1. Basement	-4,60	Shop	1200 / 25600000	1,06	---
63	Mall	1. Basement	-4,60	Shop	1200 / 25600000	1,06	---
64	Mall	1. Basement	-4,60	Shop	12800 / 25600000	11,28	---
65	Mall	1. Basement	-4,60	Shop	8000 / 25600000	7,05	---
66	Mall	1. Basement	-4,60	Shop	6400 / 25600000	5,64	---

Independent Part No	Block No	Floor No	Elevation	Qualification	Land Share	Land per Share (m ²)	Annex
67	Mall	1. Basement	-4,60	Shop	6000 / 25600000	5,29	---
68	Mall	1. Basement	-4,60	Shop	6400 / 25600000	5,64	---
69	Mall	1. Basement	-4,60	Shop	15200 / 25600000	13,39	---
70	Mall	1. Basement	-4,60	Shop	23600 / 25600000	20,79	---
71	Mall	1. Basement	-4,60	Shop	13600 / 25600000	11,98	---
72	Mall	1. Basement	-4,60	Shop	9600 / 25600000	8,46	---
73	Mall	1. Basement	-4,60	Shop	4400 / 25600000	3,88	---
74	Mall	1. Basement	-4,60	Shop	8800 / 25600000	7,75	---
75	Mall	1. Basement	-4,60	Shop	14800 / 25600000	13,04	---
76	Mall	1. Basement	-4,60	Shop	12000 / 25600000	10,57	---
77	Mall	1. Basement	-4,60	Shop	14000 / 25600000	12,34	---
78	Mall	1. Basement	-4,60	Shop	20400 / 25600000	17,98	---
79	Mall	1. Basement	-4,60	Shop	19200 / 25600000	16,92	---
80	Mall	1. Basement	-4,60	Shop	20800 / 25600000	18,33	---
81	Mall	1. Basement	-4,60	Shop	26400 / 25600000	23,26	---
82	Mall	1. Basement	-4,60	Shop	26000 / 25600000	22,91	---
83	Mall	1. Basement	-4,60	Shop	25600 / 25600000	22,56	---
84	Mall	1. Basement	-4,60	Shop	25600 / 25600000	22,56	---
85	Mall	1. Basement	-4,60	Shop	25600 / 25600000	22,56	---
86	Mall	1. Basement	-4,60	Shop	38400 / 25600000	33,84	---
87	Mall	1. Basement	-4,60	Shop	15600 / 25600000	13,75	---
88	Mall	1. Basement	-4,60	Shop	1200 / 25600000	1,06	---
89	Mall	1. Basement	-4,60	Shop	76800 / 25600000	67,67	---
95	Mall	1. Basement	-4,60	Shop	51200 / 25600000	45,11	---
98	Mall	1. Basement	-4,60	Shop	5200 / 25600000	4,58	---
99	Mall	1. Basement	-4,60	Shop	4000 / 25600000	3,52	---
100	Mall	1. Basement	-4,60	Shop	4000 / 25600000	3,52	---
101	Mall	1. Basement	-4,60	Shop	5200 / 25600000	4,58	---
104	Mall	1. Basement	-4,60	Shop	1600 / 25600000	1,41	---
105	Mall	1. Basement	-4,60	Shop	8800 / 25600000	7,75	---
108	Mall	1. Basement	-4,60	Shop	5200 / 25600000	4,58	---
109	Mall	1. Basement	-4,60	Shop	4800 / 25600000	4,23	---
110	Mall	1. Basement	-4,60	Shop	5200 / 25600000	4,58	---

Independent Part No	Block No	Floor No	Elevation	Qualification	Land Share	Land per Share (m ²)	Annex
111	Mall	1. Basement	-4,60	Shop	6400 / 25600000	5,64	---
112	Mall	1. Basement	-4,60	Shop	6400 / 25600000	5,64	---
113	Mall	1. Basement	-4,60	Shop	4400 / 25600000	3,88	---
114	Mall	1. Basement	-4,60	Shop	3600 / 25600000	3,17	---
115	Mall	1. Basement	-4,60	Shop	4000 / 25600000	3,52	---
116	Mall	1. Basement	-4,60	Shop	4000 / 25600000	3,52	---
117	Mall	1. Basement	-4,60	Shop	4000 / 25600000	3,52	---
123	Mall	1. Basement	-4,60	Shop	33200 / 25600000	29,25	In 1. Basement -4,60 elevation 1 storage room
124	Mall	1. Basement	-4,60	Shop	23600 / 25600000	20,79	---
125	Mall	1. Basement	-4,60	Shop	23200 / 25600000	20,44	---
126	Mall	1. Basement	-4,60	Shop	26000 / 25600000	22,91	---
127	Mall	1. Basement	-4,60	Shop	23600 / 25600000	20,79	---
128	Mall	1. Basement	-4,60	Shop	22400 / 25600000	19,74	---
129	Mall	1. Basement	-4,60	Shop	23200 / 25600000	20,44	---
130	Mall	1. Basement	-4,60	Shop	18800 / 25600000	16,57	---
131	Mall	1. Basement	-4,60	Shop	18800 / 25600000	16,57	---
132	Mall	1. Basement	-4,60	Shop	18800 / 25600000	16,57	---
133	Mall	1. Basement	-4,60	Shop	20800 / 25600000	18,33	---
134	Mall	1. Basement	-4,60	Shop	9600 / 25600000	8,46	---
137	Mall	1. Basement	-4,60	Shop	14400 / 25600000	12,69	---
138	Mall	1. Basement	-4,60	Shop	12800 / 25600000	11,28	---
139	Mall	1. Basement	-4,60	Shop	10400 / 25600000	9,16	---
140	Mall	1. Basement	-4,60	Shop	10000 / 25600000	8,81	---
141	Mall	1. Basement	-4,60	Shop	10000 / 25600000	8,81	---
142	Mall	1. Basement	-4,60	Shop	10400 / 25600000	9,16	---
143	Mall	1. Basement	-4,60	Shop	9600 / 25600000	8,46	---
144	Mall	1. Basement	-4,60	Shop	129600 / 25600000	114,19	---
145	Mall	1. Basement	-4,60	Shop	8800 / 25600000	7,75	---
146	Mall	1. Basement	-4,60	Shop	8000 / 25600000	7,05	---
147	Mall	1. Basement	-4,60	Shop	8000 / 25600000	7,05	---
148	Mall	1. Basement	-4,60	Shop	16800 / 25600000	14,80	---
149	Mall	1. Basement	-4,60	Shop	6400 / 25600000	5,64	---
150	Mall	1. Basement	-4,60	Shop	7200 / 25600000	6,34	---

Independent Part No	Block No	Floor No	Elevation	Qualification	Land Share	Land per Share (m ²)	Annex
151	Mall	1. Basement	-4,60	Shop	8000 / 25600000	7,05	---
152	Mall	1. Basement	-4,60	Shop	13200 / 25600000	11,63	---
153	Mall	1. Basement	-4,60	Shop	12400 / 25600000	10,93	---
154	Mall	1. Basement	-4,60	Shop	12000 / 25600000	10,57	---
155	Mall	1. Basement	-4,60	Shop	12400 / 25600000	10,93	---
156	Mall	1. Basement	-4,60	Shop	14400 / 25600000	12,69	---
157	Mall	1. Basement	-4,60	Shop	12400 / 25600000	10,93	---
158	Mall	1. Basement	-4,60	Shop	12000 / 25600000	10,57	---
159	Mall	1. Basement	-4,60	Shop	12400 / 25600000	10,93	---
161	Mall	1. Basement	-4,60	Shop	12400 / 25600000	10,93	---
162	Mall	1. Basement	-4,60	Shop	5600 / 25600000	4,93	---
163	Mall	1. Basement	-4,60	Shop	18400 / 25600000	16,21	---
164	Mall	1. Basement	-4,60	Shop	8000 / 25600000	7,05	---
165	Mall	1. Basement	-4,60	Shop	12000 / 25600000	10,57	---
166	Mall	1. Basement	-4,60	Shop	127200 / 25600000	112,08	---
167	Mall	1. Basement	-4,60	Shop	11600 / 25600000	10,22	---
168	Mall	1. Basement	-4,60	Shop	14400 / 25600000	12,69	---
169	Mall	1. Basement	-4,60	Shop	10000 / 25600000	8,81	---
170	Mall	1. Basement	-4,60	Shop	10000 / 25600000	8,81	---
171	Mall	1. Basement	-4,60	Shop	10400 / 25600000	9,16	---
172	Mall	1. Basement	-4,60	Shop	13200 / 25600000	11,63	---
173	Mall	1. Basement	-4,60	Shop	8400 / 25600000	7,40	---
174	Mall	1. Basement	-4,60	Shop	6400 / 25600000	5,64	---
175	Mall	Ground	±0,00	Shop	23600 / 25600000	20,79	---
176	Mall	Ground	±0,00	Shop	59600 / 25600000	52,52	---
177	Mall	Ground	±0,00	Shop	49200 / 25600000	43,35	---
178	Mall	Ground	±0,00	Shop	24400 / 25600000	21,50	---
179	Mall	Ground	±0,00	Shop	18400 / 25600000	16,21	---
180	Mall	Ground	±0,00	Shop	21200 / 25600000	18,68	---
181	Mall	Ground	±0,00	Shop	10000 / 25600000	8,81	---
182	Mall	Ground	±0,00	Shop	12000 / 25600000	10,57	---
183	Mall	Ground	±0,00	Shop	21200 / 25600000	18,68	---
184	Mall	Ground	±0,00	Shop	26800 / 25600000	23,61	---

Independent Part No	Block No	Floor No	Elevation	Qualification	Land Share	Land per Share (m ²)	Annex
185	Mall	Ground	±0,00	Shop	26400 / 25600000	23,26	---
186	Mall	Ground	±0,00	Shop	4800 / 25600000	4,23	---
187	Mall	Ground	±0,00	Shop	32400 / 25600000	28,55	---
188	Mall	Ground	±0,00	Shop	23600 / 25600000	20,79	---
189	Mall	Ground	±0,00	Shop	21600 / 25600000	19,03	---
190	Mall	Ground	±0,00	Shop	24000 / 25600000	21,15	---
191	Mall	Ground	±0,00	Shop	34000 / 25600000	29,96	---
192	Mall	Ground	±0,00	Shop	26000 / 25600000	22,91	---
193	Mall	Ground	±0,00	Shop	34400 / 25600000	30,31	---
194	Mall	Ground	±0,00	Shop	5200 / 25600000	4,58	---
195	Mall	Ground	±0,00	Shop	6000 / 25600000	5,29	---
196	Mall	Ground	±0,00	Shop	16400 / 25600000	14,45	---
197	Mall	Ground	±0,00	Shop	63200 / 25600000	55,69	---
198	Mall	Ground	±0,00	Shop	54400 / 25600000	47,93	---
199	Mall	Ground	±0,00	Shop	15200 / 25600000	13,39	---
200	Mall	Ground	±0,00	Shop	7200 / 25600000	6,34	---
201	Mall	Ground	±0,00	Shop	18400 / 25600000	16,21	---
202	Mall	Ground	±0,00	Shop	17600 / 25600000	15,51	---
203	Mall	Ground	±0,00	Shop	37200 / 25600000	32,78	---
204	Mall	Ground	±0,00	Shop	21600 / 25600000	19,03	---
205	Mall	Ground	±0,00	Shop	20800 / 25600000	18,33	---
206	Mall	Ground	±0,00	Shop	20800 / 25600000	18,33	---
207	Mall	Ground	±0,00	Shop	20800 / 25600000	18,33	---
208	Mall	Ground	±0,00	Shop	24000 / 25600000	21,15	---
209	Mall	Ground	±0,00	Shop	16800 / 25600000	14,80	---
210	Mall	Ground	±0,00	Shop	17600 / 25600000	15,51	---
211	Mall	Ground	±0,00	Shop	22000 / 25600000	19,38	---
212	Mall	Ground	±0,00	Shop	31600 / 25600000	27,84	---
213	Mall	Ground	±0,00	Shop	15200 / 25600000	13,39	---
214	Mall	Ground	±0,00	Shop	9200 / 25600000	8,11	---
215	Mall	Ground	±0,00	Shop	76800 / 25600000	67,67	---
216	Mall	Ground	±0,00	Restaurant	160800 / 25600000	141,69	---
217	Mall	Ground	±0,00	Shop	76800 / 25600000	67,67	---

Independent Part No	Block No	Floor No	Elevation	Qualification	Land Share	Land per Share (m ²)	Annex
219	Mall	Ground	±0,00	Shop	6000 / 25600000	5,29	---
220	Mall	Ground	±0,00	Shop	11200 / 25600000	9,87	---
221	Mall	Ground	±0,00	Shop	11600 / 25600000	10,22	---
222	Mall	Ground	±0,00	Shop	19200 / 25600000	16,92	---
223	Mall	Ground	±0,00	Shop	14400 / 25600000	12,69	---
224	Mall	Ground	±0,00	Shop	20400 / 25600000	17,98	---
225	Mall	Ground	±0,00	Shop	12800 / 25600000	11,28	---
226	Mall	Ground	±0,00	Shop	34000 / 25600000	29,96	---
227	Mall	Ground	±0,00	Shop	24000 / 25600000	21,15	---
228	Mall	Ground	±0,00	Shop	32400 / 25600000	28,55	---
229	Mall	Ground	±0,00	Shop	21600 / 25600000	19,03	---
230	Mall	Ground	±0,00	Shop	12400 / 25600000	10,93	---
232	Mall	Ground	±0,00	Shop	20000 / 25600000	17,62	---
233	Mall	Ground	±0,00	Shop	6800 / 25600000	5,99	---
235	Mall	Ground	±0,00	Shop	6000 / 25600000	5,29	---
236	Mall	Ground	±0,00	Shop	8000 / 25600000	7,05	---
237	Mall	Ground	±0,00	Shop	10800 / 25600000	9,52	---
238	Mall	Ground	±0,00	Shop	12000 / 25600000	10,57	---
239	Mall	Ground	±0,00	Shop	21200 / 25600000	18,68	---
241	Mall	Ground	±0,00	Shop	17600 / 25600000	15,51	---
242	Mall	Ground	±0,00	Shop	19600 / 25600000	17,27	---
243	Mall	Ground	±0,00	Shop	12000 / 25600000	10,57	---
244	Mall	Ground	±0,00	Shop	13200 / 25600000	11,63	---
245	Mall	Ground	±0,00	Shop	12400 / 25600000	10,93	---
246	Mall	Ground	±0,00	Shop	14400 / 25600000	12,69	---
247	Mall	Ground	±0,00	Shop	7600 / 25600000	6,70	---
248	Mall	Ground	±0,00	Shop	8000 / 25600000	7,05	---
249	Mall	Ground	±0,00	Shop	5200 / 25600000	4,58	---
250	Mall	Ground	±0,00	Shop	9200 / 25600000	8,11	---
251	Mall	Ground	±0,00	Shop	18400 / 25600000	16,21	---
252	Mall	Ground	±0,00	Shop	17200 / 25600000	15,16	---
253	Mall	Ground	±0,00	Shop	17600 / 25600000	15,51	---
254	Mall	Ground	±0,00	Shop	17600 / 25600000	15,51	---

Independent Part No	Block No	Floor No	Elevation	Qualification	Land Share	Land per Share (m ²)	Annex
255	Mall	Ground	±0,00	Shop	17600 / 25600000	15,51	---
256	Mall	Ground	±0,00	Shop	17600 / 25600000	15,51	---
257	Mall	Ground	±0,00	Shop	14000 / 25600000	12,34	---
258	Mall	Ground	±0,00	Shop	11600 / 25600000	10,22	---
259	Mall	Ground	±0,00	Shop	6400 / 25600000	5,64	---
260	Mall	Ground	±0,00	Shop	10800 / 25600000	9,52	---
261	Mall	Ground	±0,00	Shop	4000 / 25600000	3,52	---
262	Mall	Ground	±0,00	Shop	4000 / 25600000	3,52	---
263	Mall	Ground	±0,00	Shop	12000 / 25600000	10,57	---
264	Mall	Ground	±0,00	Shop	13600 / 25600000	11,98	---
265	Mall	Ground	±0,00	Shop	13600 / 25600000	11,98	---
266	Mall	Ground	±0,00	Shop	12000 / 25600000	10,57	---
267	Mall	Ground	±0,00	Shop	23200 / 25600000	20,44	---
268	Mall	Ground	±0,00	Shop	28800 / 25600000	25,38	---
269	Mall	Ground	±0,00	Shop	21600 / 25600000	19,03	---
271	Mall	Ground	±0,00	Shop	13200 / 25600000	11,63	---
272	Mall	Ground	±0,00	Shop	9600 / 25600000	8,46	---
273	Mall	First	+4,60	Shop	24000 / 25600000	21,15	---
274	Mall	First	+4,60	Shop	19600 / 25600000	17,27	---
275	Mall	First	+4,60	Shop	17600 / 25600000	15,51	---
276	Mall	First	+4,60	Shop	112800 / 25600000	99,39	---
277	Mall	First	+4,60	Shop	75600 / 25600000	66,61	---
278	Mall	First	+4,60	Shop	28800 / 25600000	25,38	---
279	Mall	First	+4,60	Shop	13600 / 25600000	11,98	---
280	Mall	First	+4,60	Shop	13200 / 25600000	11,63	---
281	Mall	First	+4,60	Shop	19200 / 25600000	16,92	---
282	Mall	First	+4,60	Shop	24000 / 25600000	21,15	---
283	Mall	First	+4,60	Shop	15600 / 25600000	13,75	---
285	Mall	First	+4,60	Shop	29600 / 25600000	26,08	---
286	Mall	First	+4,60	Shop	28800 / 25600000	25,38	---
287	Mall	First	+4,60	Shop	26000 / 25600000	22,91	---
288	Mall	First	+4,60	Shop	22400 / 25600000	19,74	---
289	Mall	First	+4,60	Shop	20800 / 25600000	18,33	---



Independent Part No	Block No	Floor No	Elevation	Qualification	Land Share	Land per Share (m ²)	Annex
290	Mall	First	+4,60	Shop	22800 / 25600000	20,09	---
291	Mall	First	+4,60	Shop	26400 / 25600000	23,26	---
292	Mall	First	+4,60	Shop	29600 / 25600000	26,08	---
293	Mall	First	+4,60	Shop	25600 / 25600000	22,56	---
294	Mall	First	+4,60	Shop	20400 / 25600000	17,98	---
295	Mall	First	+4,60	Shop	8000 / 25600000	7,05	---
296	Mall	First	+4,60	Shop	9600 / 25600000	8,46	---
297	Mall	First	+4,60	Shop	9200 / 25600000	8,11	---
298	Mall	First	+4,60	Shop	21200 / 25600000	18,68	---
299	Mall	First	+4,60	Shop	110000 / 25600000	96,92	---
300	Mall	First	+4,60	Shop	71200 / 25600000	62,74	---
301	Mall	First	+4,60	Shop	15200 / 25600000	13,39	---
302	Mall	First	+4,60	Shop	6800 / 25600000	5,99	---
303	Mall	First	+4,60	Shop	28800 / 25600000	25,38	---
304	Mall	First	+4,60	Shop	24400 / 25600000	21,50	---
305	Mall	First	+4,60	Shop	26400 / 25600000	23,26	---
306	Mall	First	+4,60	Shop	51200 / 25600000	45,11	---
307	Mall	First	+4,60	Shop	48400 / 25600000	42,65	---
308	Mall	First	+4,60	Shop	48400 / 25600000	42,65	---
310	Mall	First	+4,60	Shop	33600 / 25600000	29,61	---
311	Mall	First	+4,60	Shop	46800 / 25600000	41,24	---
312	Mall	First	+4,60	Shop	13600 / 25600000	11,98	---
313	Mall	First	+4,60	Shop	86400 / 25600000	76,13	---
314	Mall	First	+4,60	Shop	14000 / 25600000	12,34	---
315	Mall	First	+4,60	Shop	13600 / 25600000	11,98	---
316	Mall	First	+4,60	Shop	10000 / 25600000	8,81	---
317	Mall	First	+4,60	Shop	5600 / 25600000	4,93	---
318	Mall	First	+4,60	Shop	12000 / 25600000	10,57	---
319	Mall	First	+4,60	Shop	9200 / 25600000	8,11	---
320	Mall	First	+4,60	Shop	11600 / 25600000	10,22	---
321	Mall	First	+4,60	Shop	10000 / 25600000	8,81	---
322	Mall	First	+4,60	Shop	16000 / 25600000	14,10	---
323	Mall	First	+4,60	Shop	10000 / 25600000	8,81	---

Independent Part No	Block No	Floor No	Elevation	Qualification	Land Share	Land per Share (m ²)	Annex
324	Mall	First	+4,60	Shop	12000 / 25600000	10,57	---
325	Mall	First	+4,60	Shop	8400 / 25600000	7,40	---
326	Mall	First	+4,60	Shop	14800 / 25600000	13,04	---
327	Mall	First	+4,60	Shop	6400 / 25600000	5,64	---
328	Mall	First	+4,60	Shop	7200 / 25600000	6,34	---
329	Mall	First	+4,60	Shop	7200 / 25600000	6,34	---
330	Mall	First	+4,60	Shop	36800 / 25600000	32,43	---
331	Mall	First	+4,60	Shop	62000 / 25600000	54,63	---
332	Mall	First	+4,60	Shop	17600 / 25600000	15,51	---
333	Mall	First	+4,60	Shop	18000 / 25600000	15,86	---
334	Mall	First	+4,60	Shop	26000 / 25600000	22,91	---
335	Mall	First	+4,60	Shop	23600 / 25600000	20,79	---
336	Mall	First	+4,60	Shop	26800 / 25600000	23,61	---
337	Mall	First	+4,60	Shop	23200 / 25600000	20,44	---
338	Mall	First	+4,60	Shop	25600 / 25600000	22,56	---
339	Mall	First	+4,60	Shop	29600 / 25600000	26,08	---
340	Mall	First	+4,60	Shop	36800 / 25600000	32,43	---
341	Mall	First	+4,60	Shop	15600 / 25600000	13,75	---
342	Mall	First	+4,60	Shop	6800 / 25600000	5,99	---
343	Mall	First	+4,60	Shop	6800 / 25600000	5,99	---
345	Mall	First	+4,60	Shop	11600 / 25600000	10,22	---
346	Mall	First	+4,60	Shop	12000 / 25600000	10,57	---
347	Mall	First	+4,60	Shop	14800 / 25600000	13,04	---
348	Mall	First	+4,60	Shop	17200 / 25600000	15,16	---
349	Mall	First	+4,60	Shop	27600 / 25600000	24,32	---
350	Mall	First	+4,60	Shop	27600 / 25600000	24,32	---
351	Mall	First	+4,60	Shop	11200 / 25600000	9,87	---
352	Mall	First	+4,60	Shop	12400 / 25600000	10,93	---
353	Mall	First	+4,60	Shop	11600 / 25600000	10,22	---
354	Mall	First	+4,60	Shop	12400 / 25600000	10,93	---
355	Mall	First	+4,60	Shop	8400 / 25600000	7,40	---
356	Mall	First	+4,60	Shop	8000 / 25600000	7,05	---
357	Mall	First	+4,60	Shop	4400 / 25600000	3,88	---

Independent Part No	Block No	Floor No	Elevation	Qualification	Land Share	Land per Share (m ²)	Annex
358	Mall	First	+4,60	Shop	9600 / 25600000	8,46	---
359	Mall	First	+4,60	Shop	26400 / 25600000	23,26	---
360	Mall	First	+4,60	Shop	26400 / 25600000	23,26	---
361	Mall	First	+4,60	Shop	26400 / 25600000	23,26	---
362	Mall	First	+4,60	Shop	26400 / 25600000	23,26	---
363	Mall	First	+4,60	Shop	10000 / 25600000	8,81	---
364	Mall	First	+4,60	Shop	12000 / 25600000	10,57	---
365	Mall	First	+4,60	Shop	5600 / 25600000	4,93	---
366	Mall	First	+4,60	Shop	8400 / 25600000	7,40	---
367	Mall	First	+4,60	Shop	4400 / 25600000	3,88	---
368	Mall	First	+4,60	Shop	10800 / 25600000	9,52	---
369	Mall	First	+4,60	Shop	19200 / 25600000	16,92	---
370	Mall	First	+4,60	Shop	16400 / 25600000	14,45	---
371	Mall	First	+4,60	Shop	14000 / 25600000	12,34	---
372	Mall	First	+4,60	Shop	27200 / 25600000	23,97	---
373	Mall	First	+4,60	Shop	26400 / 25600000	23,26	---
374	Mall	First	+4,60	Shop	21600 / 25600000	19,03	---
378	Mall	Terrace	+9,20	Shop	4400 / 25600000	3,88	---
379	Mall	Terrace	+9,20	Shop	6400 / 25600000	5,64	---
380	Mall	Terrace	+9,20	Shop	4400 / 25600000	3,88	---
381	Mall	Terrace	+9,20	Shop	12800 / 25600000	11,28	---
382	Mall	Terrace	+9,20	Shop	8000 / 25600000	7,05	---
383	Mall	Terrace	+9,20	Shop	36400 / 25600000	32,07	---
384	Mall	Terrace	+9,20	Shop	36400 / 25600000	32,07	---
385	Mall	Terrace	+9,20	Shop	14000 / 25600000	12,34	---
386	Mall	Terrace	+9,20	Shop	11200 / 25600000	9,87	---
387	Mall	Terrace	+9,20	Shop	10400 / 25600000	9,16	---
388	Mall	Terrace	+9,20	Shop	10800 / 25600000	9,52	---
389	Mall	Terrace	+9,20	Shop	6800 / 25600000	5,99	---
390	Mall	Terrace	+9,20	Shop	7200 / 25600000	6,34	---
391	Mall	Terrace	+9,20	Shop	4400 / 25600000	3,88	---
392	Mall	Terrace	+9,20	Shop	5600 / 25600000	4,93	---
393	Mall	Terrace	+9,20	Shop	7200 / 25600000	6,34	---



Independent Part No	Block No	Floor No	Elevation	Qualification	Land Share	Land per Share (m ²)	Annex
394	Mall	Terrace	+9,20	Shop	11200 / 25600000	9,87	---
395	Mall	Terrace	+9,20	Shop	10000 / 25600000	8,81	---
396	Mall	Terrace	+9,20	Shop	7200 / 25600000	6,34	---
397	Mall	Terrace	+9,20	Shop	6800 / 25600000	5,99	---
398	Mall	Terrace	+9,20	Shop	6400 / 25600000	5,64	---
399	Mall	Terrace	+9,20	Shop	7600 / 25600000	6,70	---
400	Mall	Terrace	+9,20	Shop	6800 / 25600000	5,99	---
401	Mall	Terrace	+9,20	Shop	7200 / 25600000	6,34	---
402	Mall	Terrace	+9,20	Shop	11200 / 25600000	9,87	---
403	Mall	Terrace	+9,20	Shop	11200 / 25600000	9,87	---
404	Mall	Terrace	+9,20	Shop	11200 / 25600000	9,87	---
405	Mall	Terrace	+9,20	Shop	11200 / 25600000	9,87	---
406	Mall	Terrace	+9,20	Shop	14800 / 25600000	13,04	---
407	Mall	Terrace	+9,20	Shop	7600 / 25600000	6,70	---
408	Mall	Terrace	+9,20	Shop	10000 / 25600000	8,81	---
409	Mall	Terrace	+9,20	Shop	10000 / 25600000	8,81	---
410	Mall	Terrace	+9,20	Shop	10000 / 25600000	8,81	---
411	Mall	Terrace	+9,20	Shop	10000 / 25600000	8,81	---
412	Mall	Terrace	+9,20	Shop	67600 / 25600000	59,56	---
413	Mall	Terrace	+9,20	Shop	50400 / 25600000	44,41	---
414	Mall	Terrace	+9,20	Shop	20800 / 25600000	18,33	---
415	Mall	Terrace	+9,20	Shop	4800 / 25600000	4,23	---
416	Mall	Terrace	+9,20	Shop	31600 / 25600000	27,84	---
417	Mall	Terrace	+9,20	Shop	38000 / 25600000	33,48	---
418	Mall	Terrace	+9,20	Shop	4000 / 25600000	3,52	---
419	Mall	Terrace	+9,20	Shop	6400 / 25600000	5,64	---
420	Mall	Terrace	+9,20	Cinema 2-3	191600 / 25600000	168,82	---
421	Mall	Terrace	+9,20	Cinema1	67600 / 25600000	59,56	---
422	Mall	Terrace	+9,20	Shop	6800 / 25600000	5,99	---
423	Mall	Terrace	+9,20	Shop	9200 / 25600000	8,11	---
424	Mall	Terrace	+9,20	Shop	6800 / 25600000	5,99	---
425	Mall	Terrace	+9,20	Shop	6400 / 25600000	5,64	---
426	Mall	Terrace	+9,20	Shop	6400 / 25600000	5,64	---

Independent Part No	Block No	Floor No	Elevation	Qualification	Land Share	Land per Share (m ²)	Annex
427	Mall	Terrace	+9,20	Shop	6400 / 25600000	5,64	---
428	Mall	Terrace	+9,20	Shop	6400 / 25600000	5,64	---
429	Mall	Terrace	+9,20	Shop	6400 / 25600000	5,64	---
430	Mall	Terrace	+9,20	Shop	6400 / 25600000	5,64	---
431	Mall	Terrace	+9,20	Shop	5600 / 25600000	4,93	---
432	Mall	Terrace	+9,20	Shop	5600 / 25600000	4,93	---
433	Mall	Terrace	+9,20	Shop	11200 / 25600000	9,87	---
434	Mall	Terrace	+9,20	Shop	7600 / 25600000	6,70	---
435	Mall	Terrace	+9,20	Shop	7600 / 25600000	6,70	---
436	Mall	Terrace	+9,20	Shop	7600 / 25600000	6,70	---
437	Mall	Terrace	+9,20	Shop	7600 / 25600000	6,70	---
438	Mall	Terrace	+9,20	Shop	7600 / 25600000	6,70	---
439	Mall	Terrace	+9,20	Shop	7600 / 25600000	6,70	---
440	Mall	Terrace	+9,20	Shop	7600 / 25600000	6,70	---
441	Mall	Terrace	+9,20	Shop	7600 / 25600000	6,70	---
442	Mall	Terrace	+9,20	Shop	10000 / 25600000	8,81	---
443	Mall	Terrace	+9,20	Shop	11200 / 25600000	9,87	---
444	Mall	Terrace	+9,20	Shop	10000 / 25600000	8,81	---
445	Mall	Terrace	+9,20	Shop	53600 / 25600000	47,23	In 5. Basement -17,50 elevation 6 storage room
446	Mall	Terrace	+9,20	Shop	50400 / 25600000	44,41	In 4. Basement -14,30 elevation 3 storage room
447	Mall	Terrace	+9,20	Shop	74000 / 25600000	65,20	In 5. Basement -17,50 elevation 1 storage room
448	Mall	Terrace	+9,20	Shop	52000 / 25600000	45,82	In 5. Basement -17,50 elevation 1 storage room
449	Mall	Terrace	+9,20	Shop	22400 / 25600000	19,74	In 4. Basement -14,30 elevation 2 storage room
450	Mall	Terrace	+9,20	Shop	18400 / 25600000	16,21	In 5. Basement -17,50 elevation 1 storage room
451	Mall	Terrace	+9,20	Shop	20000 / 25600000	17,62	In 4. Basement -14,30 elevation 1 storage room
452	Mall	Terrace	+9,20	Shop	12400 / 25600000	10,93	In 4. Basement -14,30 elevation 1 storage room
453	Mall	Terrace	+9,20	Shop	18400 / 25600000	16,21	In 4. Basement -14,30 elevation 1 storage room
454	Mall	Terrace	+9,20	Shop	25600 / 25600000	22,56	In 5. Basement -17,50 elevation 5 storage room
455	Mall	Terrace	+9,20	Shop	15600 / 25600000	13,75	In 5. Basement -17,50 elevation 6 storage room
456	Mall	Terrace	+9,20	Shop	12800 / 25600000	11,28	In 4. Basement -14,30 elevation 1 storage room
457	Mall	Terrace	+9,20	Shop	7600 / 25600000	6,70	In 4. Basement -14,30 elevation 1 storage room
458	Mall	Terrace	+9,20	Shop	6400 / 25600000	5,64	---
459	Mall	Terrace	+9,20	Shop	5600 / 25600000	4,93	---

Independent Part No	Block No	Floor No	Elevation	Qualification	Land Share	Land per Share (m ²)	Annex
460	Mall	Terrace	+9,20	Shop	8400 / 25600000	7,40	---
461	Mall	Terrace	+9,20	Shop	6400 / 25600000	5,64	---
462	Mall	Terrace	+9,20	Shop	6400 / 25600000	5,64	---
463	Mall	Terrace	+9,20	Shop	8400 / 25600000	7,40	---
464	Mall	Terrace	+9,20	Shop	8400 / 25600000	7,40	---
465	Mall	Terrace	+9,20	Shop	6400 / 25600000	5,64	---
466	Mall	Terrace	+9,20	Shop	6400 / 25600000	5,64	---
467	Mall	Terrace	+9,20	Shop	8000 / 25600000	7,05	In 4. Basement -14,30 elevation 5 storage room
468	Mall	Terrace	+9,20	Shop	25600 / 25600000	22,56	In 4. Basement -14,30 elevation 5 storage room
469	Mall	Terrace	+9,20	Shop	54000 / 25600000	47,58	In 5. Basement -17,50 elevation 1 storage room
470	Mall	Terrace	+9,20	Shop	24400 / 25600000	21,50	In 4. Basement -14,30 elevation 3 storage room
471	Mall	Terrace	+9,20	Shop	4400 / 25600000	3,88	---
472	Mall	Terrace	+9,20	Shop	5200 / 25600000	4,58	---
473	Mall	Terrace	+9,20	Shop	7600 / 25600000	6,70	---
474	Mall	Terrace	+9,20	Shop	197200 / 25600000	173,76	---
600	Mall	Garden	+13.70	Mini Golf	408400 / 25600000	359,85	---
TOTAL						11.979,51	

6.2. Restrictions on Title Deed

The following restrictions are present on the real estate according to Istanbul Province, Beşiktaş District Title deed directorate's approved title deed restrictions document taken from Beşiktaş District Title deed directorate on 24 November 2015 by Akmerkez GYO. Restrictions document and title deed copies of 3 independent parts' TAKBİS records can be found in the attachments.

Annotations Part:

- **Rent annotation (Mutual):** Rent annotation in favor of TEK : 31.12.1992 dated with 5538 journal no
- **89 numbered independent part:** Rent annotation; 17.04.1995 dated and 1315 journal no (In favor of Yapı ve Kredi Bankası A.Ş. for 5 years)

Statements Part (Mutual):

- Management Plan:03.03.1994

6.3. Restrictions Information

Rent annotation in favor of TEK does belong to a transformer located on parcel. Rent annotation on independent part no 89 is expired and registered on title deed according to rent agreement between parts. Last of all, management plan is a legal necessity and these restrictions on title deed does not provide any obstacle according to Capital market regulations on real estate investment trust portfolio under "building" subject.

7. MUNICIPAL INSPECTIONS

7.1. Zoning Status

According to Beşiktaş Municipality Zoning Directorate's 22.07.2011 dated 1/5000 scaled city plan and 07.02.2013 dated 1/1000 scaled application zoning plan 83 block 1 parcel is designated as "Hotel+Motel+Shopping Mall" and to be applied according to concept design.

7.2. Zoning Status Information

Licenses and permits taken for the complex are given below in detail chronically.

- Building license: 6 basement, ground, 1 normal, above 15, 16 and 22 floored office, mall and hotel reinforced concrete construction for total of 181.229 m² area as 49.504 m²shop/mall areas; 72.800 m²office; 58.925 m²hotel. 25.01.1988 date and B3-28 numbered,
- Approved architectural project for garage floors and mall part. 11.04.1991 dated and 1991/1672 numbered,

- Approved architectural project 10.02.1994 dated and 94/691 numbered,
- Building usage permit, given upon completing 5 basement, ground, normal and terrace (normal and terrace floors named as 1. And 2. Low mall floor in the document). 21.03.1994 dated and 1153 numbered,
- Building usage permit, given for transformation of some independent parts in the terrace into cinema (in the document it is stated that there are 94 shops and 3² cinema in 2. Low mall floor) 24.10.1995 dated and 5102 numbered,
- Building usage permit, given upon completing B3 Block (16.000 m²), E3 Block (19.000 m²), G Block (25.000 m²) and +13,70 elevated mini golf area (1.400 m²) with a total of 61.400 m² of construction 03.03.1999 dated and 228 numbered,
- Scaffold permit, given for basic alteration(no construction in static parts and independent parts) jobs for Garden floor, terrace, upper mall floor, ground floor, 1. Basement floor and garage according to Istanbul Building Legislation 15. Article with 20.05.2008 dated and 2008/2697-363145-2246 numbered.
- Scaffold permit, given for basic alterations(no construction in static parts and independent parts) jobs for Garden floor, terrace, upper mall floor, ground floor, 1. Basement floor and garage according to Istanbul Building Legislation 15. Article with 11.02.2009 dated and 2009/880-408143-606 numbered.
- Repair permit for mall block and repair project 06.12.2013 dated and 2013/6122 numbered.
- Repair permit extension to 06.12.2013 dated and 2013/6122 numbered permit 03.06.2015 dated and 2015/130 numbered.³
- Akmerkez Shopping Malls first permit is dated 25.01.1988 and 3/28 numbered and its building usage licenses are respectively 23.10.1989, 17.01.1991, 19.06.1991, 17.02.1994, 13.09.1995, 06.12.2013, 03.06.2015.
- Chronologically project dates and numbers are respectively 23.12.1987/10225-19.10.1989/7008-27.11.1990/7847-11.04.1991/1672-16.02.1994/691-08.09.1995/4304-06.12.2013/6122,03.06.2015/1300

² Currently there are 8 cinema hall on the terrace floor.

³ 06.12.2013 dated repair permit is given for repair according to plan for mall block and 03.06.2015 dated repair permit is for extension of repair for the mall block's ground terrace addition..

7.3. Council Decisions, Court Rulings, Plan Cancellations and etc.

The following documents are present in archives of Beşiktaş Municipality Zoning Directorate addressed to Akmerkez Main real estate board of directors;

- In violation of 11.02.2009 dated and 2009/880-408143-606 numbered scaffold permit,
 - *Closing some current gallery gaps ,*
 - *Additional construction of escalator from the last floor to mall floor,*
 - *Closing of terrace of the mall with glass& steel profiles,*
 - *Building glass curtain walls on the outer part of mall block with steel profiles,*
 - *Building steel constructions creating a steel roof on mall block binding 3 block,*
 - *Placement of advertisement panels on the outside,*are determined and cease and desist order is issued on 08.05.2009 and 28/24 numbered,
- Council demolition decision about items in cease and desist order according to 2960 numbered Boğazici law's 13th article dated 26.05.2009 and K/84-113-428351-151 numbered
- Court ruling about suspension of execution of council decision by T.C. Istanbul 6. Execution Court's 11.08.2009 dated and 2009/1326 numbered,
- Document explaining repairs legally done and detailed laws/procedure by Istanbul Zoning Directorate dated 06.10.2009 and M.34.0.İBB.0.13.24/2009/2088670 (TN) ibb:13511 numbered.
- Court ruling about cancellation of suspension of execution by T.C. Istanbul 6. Execution Court's 09.10.2009 dated and 2009/1326 numbered,
- Cancellation of the court ruling of execution court about cancellation of suspension of execution(08.05.2009 dated cease and desist order and 26.05.2009 council decision) by state council dated 12.10.2010
- Court ruling about cancellation of suspension of execution by T.C. Istanbul 6. Execution Court's 11.08.2009 dated and 2009/1326 numbered,
- Document explaining repairs legally done and detailed laws/procedure by Istanbul Zoning Directorate dated 06.10.2009 and M.34.0.İBB.0.13.24/2009/2088670 (TN) ibb:13511 numbered.
- Court ruling about cancellation of suspension of execution by T.C. Istanbul 6. Execution Court's 09.10.2009 dated and 2009/1326 numbered,
- Cease and desist order and detection document for repairs and additions of Akmerkez mall block in recent years. Dated 19.10.2009 and 29/25 numbered.
- Report dated 20.10.2009 and 2009/5909-452848-4625 numbered for dispatch to council.
- Council ruling about waiting for the necessary time for repair permit dated 27.10.2009 and K/150-251-455225-296 numbered
- Council ruling about planning additions according to project and getting the licenses of these additions and other subjects dated 17.11.2009 and K/207-274-458821-317 numbered,
- Demolishment report for Akmerkez Mall Block between 18.11.2009 and 25.11.2009 for illegal additions numbered 2009/6240.

- Petition dated 28.03.2010 to Environmental Protection and Control Directorate has asked opinion about 434-435 numbered independent parts as being work places and received a response stating the council ruling dated 17.11.2009 of repairs of additions in 19.10.2009 dated and 29/25 numbered cease and desist order done according to project. (There are several documents about this subject dating in 2010 about several shops)
- 26.06.2012 dated document of Beşiktaş Municipality Zoning and City Directorate stated that "19.10.2009 dated and 29/25 volume/line and 2 numbered Building Repair document is done and there is a council decision about the cease and desist order cancelled by making the repairs according to project dated 17.11.2009 with K/207-274-458821-317 number. There's an official report stating that inspections are done on site with municipal police dated 16.08.2010.
- Cease and desist order for profile out of project on the Nispetiye Cad. on front garden of shopping mall with $14\text{ m} \times 4,60\text{ m} = 64,4\text{ m}^2$, $21\text{ m.} \times 4,60\text{ m.} = 96,6\text{ m}^2$ (total 161 m^2) dated in 15.12.2014 with 34/007 number.
- **Cease and desist order in 17.09.2015 with 35/0007** number for additions against the project. (content are same with council ruling)
- There's also a cease and desist order dated 17.09.2015 and 35/0007 number about the closing the corridor of public areas on ground terrace and transforming them into private property by Starbucks ($12,5\text{ m.} \times 2,80\text{ m.} = 35\text{ m}^2$ part and $(19,5\text{ m.} \times 2\text{ m.}) + (19,5\text{ m.} \times 13\text{ m.}) \times 5/2 = 120,25\text{ m}^2$ part), by Cognac and Serefina named shops ($21\text{ m.} \times 4,60\text{ m.} = 96,60\text{ m}^2$ part) and by S cafe ($14\text{ m} \times 4,60\text{ m.} = 64,40\text{ m}^2$ part) with demountable material (total area $315,25\text{ m}^2$) on the Nispetiye Street of the shopping mall and there are also a council decision **03.11.2015 dated and 948039-484 numbered** regarding these outliers and to eliminate these outliers according to 2960 numbered Boğaziçi Law's 13. Article. Also for those outliers a penalty is given for the 948044-485 numbered council decision.
- **In 16.12.2015 Beşiktaş Municipality made an official report stating that these outliers are taken care of and a "Level Determination Report" is made (on 100% completion of main repairs done subject to repair permit) and a "certification of completion" is taken. Therefore it is decided that this council decision is unjustified since the outliers have been removed with certification of completion.**

7.4. Building Audit Firm

When the real estate is first built the law of building audit has not been done yet. The law of building audit became valid on 29.06.2001. Therefore they are not subject to building audit law. 06.12.2013 dated repair project approved on 12.09.2013 stated that the building on the parcel has the following building audit firm.

Building Audit Firm: Öz Anadolu Yapı Denetim Hizmetleri Ltd. Şti. Address: Tevfik Erdönmez Paşa Sokak, Gül Apt. No:20, Kat:2, Şişli/İSTANBUL Tel: 0 (212) 275 89 96/97

7.5. Changes in legal situation in the last three years

7.5.1. Title Deed Information

7.5.1.1. Sale Information in the last three years

Real estate's are not subject to any sales transaction in the last three years.

7.5.2. Municipality Information

7.5.2.1. Changes in the zoning, confiscation and transactions

According to Beşiktaş Municipality Zoning Directorate the real estate subject to our report located on 83 block and parcel numbered 1 is designated as "Hotel+Motel+Shopping Mall" in 22.07.2011 dated 1/5000 scaled master plan and 07.02.2013 dated 1/1000 scaled Application Zoning plan and application is to be built according to concept design.

Zoning department stated that in the last application zoning plan the "shopping mall" function is added which was "Hotel+Motel" prior.

8. AREA AND LOCATION OF THE REAL ESTATE

8.1. Location Information

Real estate subject to valuation is 473 independent parts within **Akmerkez Shopping Mall, Commercial Centre and Residence** complex located on 83 block, 1 numbered parcel in Istanbul province, Beşiktaş District, Kültür neighborhood, on the corner of Nispetiye Street and Ahmet Adnan Saygun Street.

On the north there's Nispetiye Street, west Ahmet Adnan Saygun street, east Arnavutköy road and on south there are 8-10 floored blocks in sites, 2-3 floored workplaces (bank branches, restaurant, pastry etc.) built in separate order around Akmerkez surrounded by Düzdere street and Etiler high school. Akmerkez is located in Etiler which is appealing to high income group since it is close to Zincirlikuyu-Levent-Maslak that is the central business center of Istanbul.

The complex have several superior features such as central location, ease of transportation, location in an elite neighborhood, closeness to Boğaziçi and Fatih Sultan Mehmet Bridges and highways (D-100 and E-10), high commercial potential of the area and lack of areas for construction and being a business with high brand awareness.

The real estate is 600 meters to Beşiktaş Municipality , 1 km to Büyükdere street, 2 km to TEM highway Levent entrance, 2,5 km to Zincirlikuyu Junction and approx. 4 km to Boğaziçi bridge.



Satellite View

8.2. Area Analysis

Beşiktaş District:

History of Beşiktaş reach back to first ages. Its name back than was "Kune Petro" meaning "Stone Cradle"("Taş Beşik"). Evliya Çelebi stated that there was a priest named Yaşkı who built a big church in the city and brought a stone sink that Jesus had bathed in when he was a child and put it in the church. However some other historian stated that Barbaros Hayrettin Pasha built 5 poles in order to moor his ships and had the name as BEŞ-TAŞ, later transformed into BEŞİK-TAŞ.

In a literary work Barbaros Hayrettin Pasha is buried in Beşik Kaya. Since Kaya means stone (Taş) in Turkish, the story goes that the name Beşik also come from a ship cradle adding stones to the foundation of the ship and the town named after those stones.

Beşiktaş's name on the time of conquest of Constantinople was "Diplokionion" which means double column. After the conquest of Istanbul, Fatih Sultan Mehmet began housing and shrine of Ali Ağa who was Fatih's Main Bread maker is done at that time. The area grew further on Kanuni Sultan Süleyman era and slave markets are built on it making it also an area where commercial caravans travelling from Rumeli to Anatolia gather and rest.

Beşiktaş became the managerial center of Ottoman Empire after the establishment of Dolmabahçe Palace, Yıldız Palace and Çırağan Palace. In Republic era, it gained a new and modern urbanization where as keeping its historic part.

Beşiktaş gained great importance in Republic era since Atatürk and his mother Zübeyde Hanım had resided on Akaretler, Spor Street, 76 numbered house and Atatürk's death on Dolmabahçe Palace.

Beşiktaş became a district in 1930 after its separation from Beyoğlu district.

It located on the European side of Istanbul. On the north there's Sarıyer, west Şişli, south west Beyoğlu districts cease where Bosphorus lies on the east of the district. The area does not have slopes or steep parts. However neighborhoods such as Levent, Etiler and Yıldız fairly elevated than the sea.

Total area is 1.520 hectare. Coast line is 8375 meters and Bosphorus is relatively straight.

Marmara region weather is dominant in its weather with summers hot and dry, winters mild and wet. Rain falls heavily on November and least on July.

Shanty settlement, which is one of the biggest problems of Istanbul because of population growth, cannot be seen in Beşiktaş

Day time population is a few times more than population because of universities and many work places, connection roads to Boğaziçi Bridge are located in the district.

On residential supply the district is highly qualified. Especially Levent, Etiler and Bebek neighborhoods are an example of modern urbanization.

Beşiktaş is a highly residential area and does not have many shanty settlements except Karanfilköy.

Current buildings are generally reinforced concrete and masonry and there are a limited number of old wood constructed buildings. There are 17.429 buildings with 79.561 independent residences and 23.435 work places.

District is attractive in transportation, facilities and relations. Levent and Etiler has been a place preferred by business man and artists because of their neat settlement.

Etiler Neighborhood:

Etiler is a neighborhood in Beşiktaş district. It is located on the east of Levent, between two sides of Nispetiye street and Bebek crests. It is the second collective housing area after 1. Levent that started to be built on 1947 and finished in 1950. Construction of 192 villas had begun in 1954 with Etiler Building Cooperative in association with Etibank. The name Etiler comes from this cooperative. It is one of the best urbanization examples of Istanbul in 1950s. When construction began in Etiler, Nispetiye road were surrounded by green moors and fields to the south frontier to Levent which was a peaceful and calm neighborhood. There was only a police station and a milkman shack between the last house on Levent and Etiler Villas that is located on Ata high school now. First habitant of Etiler houses were top members of the Democrat Party. In 1960s on Bebek crests and around the green area of these houses several new apartments began to be constructed between Nispetiye street sides, back of Etiler houses and Çamlık area by people and cooperatives. On the late 1960s there were a lot of 10-12 storey luxury apartments had been built on the north side, several sites and houses as Petrol Site and SSK houses on the south to Arnavutköy from Nispetiye to 1. Levent.

On the same area Etiler neighborhood was improving to north and east with new houses, apartments and sites. Etiler became a highly residential area reaching on the four frontier from Levent to Hisarüstü after mid-1970s and neighborhood became as it is now in 1980-1990. It became one of the top residential parts of Istanbul attracted by upper income class and one of the important centers of night life with luxury restaurants, chic shops.

Since the neighborhood grew everyday with new sites, education institutions also increased in number in the neighborhood. Boğaziçi University (old Robert collage) is joined



by Istanbul University Business Administration faculty, library, archives of Boğaziçi, Özel Yıldız Collage, Anadolu Meslek Highschool, Özel İdeal schools and other institution in 1980s.

Although Etiler neighborhood is a small area as a administrative area Etiler as a distich consists of several sites and residential blocks beginning from east frontier of Levent with Yıldız Blocks, Basın Site, Uçaksavar site, Luxury Alken residences and Akaretler neighborhood. .

Akmerkez opened in late 1993 is one of Istanbul's greatest and biggest work and shopping malls with several famous shops is on the entrance of the neighborhood located on Nispetiye street from Levent to Etiler.

8.3. Transportation

Area is easily accessible to Istanbul's main transportation centers D100 (E-5) Highway and TEM Highway.

Akmerkez can be reached from Nispetiye street and Ahmet Adnan Saygun Street with its own roads and to Büyükdere street which is the main arterial road of Mecidiyeköy- Levent center and from there to TEM, Fatih Sultan Mehmet Bridge, E-5 (D-100), Boğaziçi Bridge. Also opening of Levent – Hisarüstü Metro Line increased the transportation alternatives of the area.

Parking entrance is from two points as Ahmet Adnan Saygun Street and Nispetiye street.

Distance of the real estate to some centers,

Zincirlikuyu.....	2,5 km.
Mecidiyeköy.....	3 km.
Maslak.....	5 km.
Beşiktaş.....	5 km.
Taksim.....	7,5 km.
Atatürk Airport	33 km.

8.4. Current economic conditions, market analysis, current trends and data

The economic crisis in our country, especially in the period starting in 2001, in parallel with the other crises, as well as all sectors of the real estate market has resulted in a significant contraction. The period of 2001-2003 there has been a serious decline in real estate prices than in the past, transactions decreased by almost non-existent.

The positive developments in the last few years, the real estate sector started to recover, real estate and construction sector performed positive growth. In addition, the imbalance of supply and demand in 2004-2005, the discrepancy of the high demand and limited supply, drew prices up quickly. As a result of this unbalanced growth and increases towards the end of 2006 a troubled real estate market unleashed.

In 2007 it is observed that the economy and the real estate sector has been slackened due to the electoral environment in the domestic politics. The problems experienced in the first half of 2008, domestic politics, the world market contraction continued adverse developments in the U.S. mortgage market. In 2008, the world economic markets has undergone a very serious upheavals. Many financial institutions considered as unbreakable overturned and global balances have changed.

Many foreign real estate investment funds and investment companies that have been quite demanding to Turkey before, currently reserves their status in the waiting stage. In these times of the effects of the global economic crisis the real sector and our country has been severely affected.

On the other hand, the year 2009 has not been a brilliant year in Turkey and in the world in terms of real estate. Financial institutions have begun to slowly find a way to use resources in terms of real estate.

In 2010 since developments are in favor of the construction sector according to political and economic data, domestic investors who have money to acquire more have tried to gather more real estate and it has been a little bit more flexible year. These past periods told us that since the real estate prices are "accessible" they can be sold.. Looking at all the data, the positive developments in 2010 will continue in 2011 to 2014. The recovery of the real estate market will continue.

8.5. Shopping Mall Sector in the world and in our country and progress of combined used projects 4

The concept of shopping centers is defined as organized shopping areas with common management approach to create synergies with rentable area of over 5000 m² and at least 15 independent sections. To meet the needs of consumers buildings are named as malls where more than one vendor is located. Malls contain furniture shops to clothing shops, restaurants to market and grocery stores as well as technology markets and entertainment area.

In a globalized world, changes has been reflected in urbanism and new space designations are needed every day for different needs . Shopping centers are result of these new definitions and they rapidly grew in Europe and America in the last century . In Turkey, they became indispensable in terms of customers in the last 25 years.

In recent years in Turkey's economic conditions improved and this affected positively the retail sector. Although Turkish retail sector is more traditional than organized, it is known to be a large share of country's economy. An increasing number of chain stores, super / hypermarkets and shopping malls , make it grow the share of organized retail market share, every day.

Considering the most important element; time factor ; the necessity to reach many different needs together , at the same time comforts many customers and it is a reality that cannot be ignored that shopping malls ensuring safety and cleanliness do make our lives easier.

When we examine the historical process of shopping areas in two thousand years, we see that they are developed depending on the socio-economic relations and technology and they are an important element of urban centers. The development of shopping venues vary not only due to the economic dimension of trade, technology and but also due to the social part of shopping in life. Although they have taken different forms throughout history, today's malls and stores formed primarily in the period in of 19th century. In 1852, small haberdashery shop named Bon Marche in Paris turned into a store that sold a lot of different products in the whole of Europe. After the spread of these shops the name Bon Marche has become a term used to describe large stores. At the end of the 19th century larger units and chain stores began to form and developments in the computer and electronics established larger stores that support this system. In the reconstruction phase of cities destroyed in World War II, planned shopping centers were created. Consumption changed in Europe because of immigration to many countries, increase of family numbers, involvement of women in the workforce, and goods, electronic and technological revolution. Especially in the last 30 years, the growth of increasing traffic and trade, influenced the development of shopping centers . With all these developments and changes, modern shopping centers began to form for people to walk safely and shop for needs.

Historic Grand Bazaar is one of the first shopping centers in the world . Grand Bazaar, as the first example of a shopping center with dining areas, sidewalk and independent retailers, continues its existence without losing the functionality and continues to reflect the historical development. Shopping inns, bazaars, shops and bazaar guilds played an important role in the city's structure of the Ottoman Empire period. Early in the Republican period ; the city lacked retail distribution system and technical infrastructure in the town center and during this period indoor markets and passages served as a shopping centers.

Until 1950s, a single-centered (Eminonu) city; Istanbul has turned into a multi-centered city as a result of internal and external pressures. The main reason for this transformation was the increase in car ownership and economic development. One of the consequences of economic restructuring in the 1970s sub- centers in the city have begun to form to meet the retail needs of the local community without having to go to Eminönü.

Avrupa'da AVM'lerin Gelişim Süreci	
1900	Çok katlı mağazaların ortaya çıkışı İnşaat tekniklerinde yaşanan gelişmeler çeliğin kullanılmaya başlaması ile daha geniş ve şekillendirme kabiliyeti ve daha esnek mağazaların inşası Çok katlı mağazalarda asansörün kullanılmaya başlaması
1910	İlk defa havalandırma sistemlerinin büyük mağazalarda kullanılmaya başlanması Teknik buluşlar ile alışveriş alanlarının inşasının daha da büyük boyutlarda yapılması
1920	İlk alışveriş merkezinin açılması (USA) Alışveriş arabalarının kullanılmaya başlanması Kredi kartı kullanımının başlaması
1930	Self-servis süpermarketlerin açılması Florasının kullanılmaya başlanması ile mağazalarda daha iyi aydınlatmanın yaratılması
1940	Alışveriş mekanlarının gelişimi Motorlu taşıt sahipliğinin başlaması Avrupa'da şehir merkezlerinde yayalaştırılmış alışveriş alanlarının oluşturulma çabaları Savaş sonrası bombalanan şehirlerin yeniden inşası Şehir Merkezlerinde nüfus artışı Ana yollarda trafik sorununun baş göstermesi
1950	Asansörün yaygın olarak kullanımının başlaması Aydınlatmaların yarattığı ısı fazlasının önüne geçebilmek için havalandırma sistemlerinin gerekliliğinin öneminin artması Trafik yoğunluğunun artması
1960	Fiber optiklerin yeni aydınlatmaya olanak tanınması Avrupa kentlerinin yenilenmesi Avrupa'da ilk kapalı alışveriş merkezinin Londra'da açılması İlk şehir dışı kapalı alışveriş merkezinin Paris'te açılması
1970	Petrol krizinin ticari yatırımları durdurma noktasına gelmesi Avrupa'da ilk defa Londra'da iki katlı ve şehir merkezinde kapalı AVM'lerin inşası Barkot sisteminin ve optik okuyucuların kullanılmaya başlanması İngiltere'de ilk defa şehir dışı AVM'nin Amerikan standartlarında geliştirilmesi
1980	Şehir çeperlerinde perakendeci parklarının oluşmaya başlaması Alışveriş merkezlerinin içerisinde yemek, eğlence ve dinlenme mekanları gibi mekanların oluşturulmaya başlanması Avrupa'da ilk bölgesel merkezli alışveriş merkezinin açılması İngiltere'de ilk defa şehir merkezinde ve üstü açık alışveriş merkezinin açılması Temalı alışveriş merkezlerinin ilk defa ortaya çıkışı Çok salonlu sinemaların oluşmaya başlaması Tren garlarında perakende satış alanlarının gelişmeye ve büyümeye başlaması Güvenlik kameralarının kullanılmaya başlaması İngiltere'de kapalı alışveriş merkezlerinde gün ışından yararlanmaya başlanması Perakende sektöründe yaşanan gelişmelerin yerel yöneticilere endüstri alanlarından perakende dönüşüm içi cesaret vermesi
1990	Ekonomideki durgunluğun 1990'ların başında yeni AVM yatırımlarının önünü kesmesi Avrupa'da perakende alanlarının gelişimini düzenleyen yasaların sıklaştırılması Havaalanı perakendeciliğinin gelişmesi Fabrika satış merkezlerinin Avrupa'da yaygınlaşması
2000	Hem açık hem kapalı alışveriş alanlarının bir arada bulunduğu AVM'lerin gelişimi Yeni perakende alanlarının oluşmaya başlaması AVM'lerde güvenliğin ön plana çıkışı Sürdürülebilirlik ilkesinin AVM mimarilerine yansımalarının görülmesi

In the 1980s, along with Turkey's foreign expansion process people's consumption preferences has started to change and there has been a big change in commercial sense since trends can be tracked more easily in the world . Since the structure of traditional shopping centers cannot allow this kind of sales of fashion items, a need for shopping venues in the modern sense rise allowing major shopping malls to be built . First shopping centers in Turkey are preferred in big cities and metropolitan city of Istanbul has maintained its status as the most preferred city in this restructuring process . Shopping centers in the rapid development began to be seen in other major cities in time , and lately this is shifting to the Anatolian cities.

8.5.1. Progress of the sector in the area

To the beginning of 1990s, while neighborhoods like Karaköy, Eminönü, Sirkeci, Salıpaazarı, Şişhane, center of biggest firms in Istanbul, lost their charms due to reasons like traffic, lack of parking space and lack of office space, new centers like Zincirlikuyu, Levent - Maslak became places for plazas for new large industrial and financial institutions that shape the economy.

In the last fifteen years , increased investments in the area made number of skyscrapers and plazas grow rapidly . Especially social opportunities in the region with metro arriving in Levent, made this line one of the most important business and shopping centers.

Region , attracts thousands of people with business centers employees with visitors and traffic becomes very dense in main arteries like Büyükdere Street, Nispetiye street and Barbaros Boulevard (especially on shift start and end times).

Also, shopping streets of 10-15 years ago, Istiklal, Osmanbey, Nisantasi street where traffic becomes extremely dense, give up their places to shopping centers (AVM) which has parking places, shops, cinemas, markets and restaurants, and AVMs have become the most preferred living areas today. The first example of this trend in Turkey is Galeria which is designed only for shopping and entertainment. Akmerkez, which was one of the shopping and entertainment centers was the first complex that functions also as residence / hotel business center. This situation with the location factor brought large positive contribution to the brand value of Akmerkez and to stand out from many similar projects. Despite the availability of newer and modern complexes in close proximity, Akmerkez was able to maintain its positive brand value.

Mixed used real estate projects

Today, mixed-use real estate projects are developed to create a new land use method . In the urbanization process , the optimum construction conditions for the space available should be used in order to obtain the maximum profit possible from the property 's construction. This is one of the biggest problems of major world cities , especially Istanbul, where buildable land is insufficient. Different components in mixed-use projects responds to many demands using a single space as offices, shopping centers and housing. In the construction sector , mixed-use projects are not to be seen as a trend but a solution for sustainable construction because of the excessive growth of the city. Mixed-use projects, have proved their necessity and sustainability in the world today.

The first definition of mixed-use development concept is based on projects carried out in 1976. It is defined as well-designed, mutually supporting places bringing together three or more profit generating usage areas like retail - entertainment, office, residential, hotel, cultural , not disconnected from each other , providing intensive land use, including continuous and uninterrupted pedestrian connections with the use of the integrated project components of the development as physical and functional.

Mixed-use projects can be developed in different physical forms; It may consist of a single building or in several buildings. Currently mixed use projects widely are composed of a single building; retail on the ground floor, offices on the middle floors, parking is located under the floor and housing on upper floors. In the examples we've seen in mixed-use projects also in Istanbul, there is a building with shopping center function, with residential and/or office tower rising above.

There are flexible ease of uses provided by the structural and architectural features of mixed-use projects. Evaluating the demand for function during the project construction different locations can be assigned different functions according to need. For example , an office blocks can be easily converted into an residential block and according to needs in shopping center , entertainment and cultural areas can be assigned. Also number of functions can be changed after the construction in mixed-use projects. According to needs of the environment and location of the project , a section designed as an office property can be converted into a hospital or a different company . This flexibility brings alternative usages of mixed-use projects with the convenience to change over time .

9. CONSTRUCIONAL CHARACTERISTICS

CONSTRUCTION STYLE	: Reinforced Concrete
CONSTRUCTION ORDER	: Separate
NUMBER OF FLOORS	:Shopping mall:8 (5 basement + ground + normal + mezzanine) Commercial Centre B3 Block: 14 (h: 60,50 m.) Commercial Centre E3 Block: 17 (h: 70,00 m.) Residence G Block: 23 (h: 86,00 m.)
COMMERCIAL AREA ⁵	: Gross 33.215,22 m² (Mall / 442 indep. parts) Gross 5.080,00 m² (24 Residence) Gross 900,00 m² (E3 Block office) Gross 20.534,00 m² (Parking lot2 – 2 independent parts) Gross 1.663,00 m² (Mini golf - 1independent parts) Gross 2.377,00 m² (Storage rooms)
ELECTRICITY	:Network
TRANSFORMER	:Available
GENERATOR	:Available
HEATING AND COOLING	: Central heating and cooling system(Residence and commercial blocks have their own central systems apart from the mall)
WATER	:Network
WATER TANK	: Available
HYRDAPHOR	: Available
DRAINAGE	:Network
TRASH ROOM	:One trash room with cooling system
ELEVATOR	:2 panoramic passenger elevator, 30passanger and service elevators
ESCALATOR	:Available(41 units)
FIRE ALARM SYSTEM	: There are several heat and smoke detectors with fire closets and fire extinguishers

⁵ Rentable commerical area only consists of independent parts belonging to Akmerkez GYO A.Ş.
Other independent parts not belonign to Akmekez GYO A.Ş are not calculated in this. Total rentable commerical area is 61.609,67 m²

- SECURITY SYSTEM** : Security cams with recorders are present.
- PARKING LOT** : In 4., 3. and 2. Basement floors there's 2.094vehicle capacity indoor parking lot with outdoor parking lot in the garden.
- FIRE STAIRS** : Available
- GAS ALARM SYSTEM** : Gas detectors are available in restaurants
- SECURITY SYSTEM** : 125 stationed CCTV recorder system is available
- PHONE SWITCHBOARD** : Available
- AUDIO BROADCAST SYSTEM** : Closed circuit announce/music system is available
- PARKING LOT** : For mall with -7,90 and -11,10 elevations ; for commercial blocks and residence in -14,30 and -17,50 indoor parking lot is present.
- ABILITY TO SELL/RENT** : "can be sold/rented"

10. EXPLANATIONS

- Akmerkez is built on a parcel with an area of 22.557 m² by Yüksel İnşaat A.Ş.. Construction finished in 1993-1994 and it is operational from 18 December 1993. Its architect is Fatin URAN (Di Design Group Development) and it consists of 3 main parts.

I- Shopping Mall

II- Commercial Block

III- Residence

It has a triangular geometry; parking lots serve as the main building and together with shopping mall and commercial blocks it raises circular, whereas residence block raises in a triangular profile. Main building has 8 floors, commercial blocks; B3 block has 14 and E3 has 17 and Residential G Block has 23 floors.

Office towers have aspects to Akmerkez's Nispetiye street and residence part has aspects to Ahmet Adnan Saygun Street and Düzdere Street.

The mall has 4 entrances. 2 of these entrances reside on Ahmet Adnan Saygun street where other 2 reside on Nispetiye Street. Also there's a residence entrance on Ahmet Adnan Saygun street's Ulus side.

I- Shopping Mall:

- Has 5 basement floors (5. Basement is heat center), ground, normal and mezzanine floors with a total of 8 floors. The shopping mall part of the complex is the main part where other 3 blocks raises on top of it.
- There are 474 independent parts in the block of which 445 of it belonging to Akmerkez GYO A.Ş. Some changes in the shopping mall differentiated usage parts of independent parts (some independent parts are separated or unified, separated parts are unified with other independent parts etc.) so number of shops belonging to Akmerkez GYO is now 173. 26 of those shops are empty whereas 1 of them is in repair.
- In the last alterations an escalator is built from the food court (terrace floor) to mini golf area and this area began to be used as open terrace.
- Occupancy rate of the shopping mall is about 91% considering the rentable area. (in this rate shop in repair is considered to be full since there's rent agreement with this shop and rent will flow from September 2016 after the completion of repairs in August 2016.)
- According to usage, parts according to floors are given as below.

Independent Part No	Floor	Usage area in rent agreement (m ²)	Shop No
12-13-14-15	Parking Lot 1 (2. Basement)	131,42	4-6-7
10-11	Parking Lot 2 (3. Basement)	70,62	8
8	Parking Lot 3 (4. Basement)	31,21	9
9	Parking Lot 4 (5. Basement)	36,41	10
5-6	Parking Lot 3 (4. Basement)	70,62	12
3	Parking Lot 3 (4. Basement)	32,21	13
4	Parking Lot 3 (4. Basement)	17,37	14
	Parking Lot 1 (2. Basement)	24,00	16
16-...-30/176-...-182/230-233/273-...-283/340-341-342/378-...-391/	Lower Mall (1. Basement Zemin Ground Mall, Upper Mall (Ground+Normal) Food Court (Terrace))	6.577,41	101
31-32	Alt Çarşı (1. Bodrum)	158,60	106-107
33-34	Lower Mall (1. Basement)	182,50	108-109
35-36-37	Lower Mall (1. Basement)	418,00	110-111
38-39-40-41	Lower Mall (1. Basement)	119,70	112-113
42	Lower Mall (1. Basement)	213,77	114
43	Lower Mall (1. Basement)	102,50	115
44	Lower Mall (1. Basement)	80,23	116
54-...-61, 64-...-74	Lower Mall (1. Basement)	775,55	117
75-76	Lower Mall (1. Basement)	109,66	118-119
78	Lower Mall (1. Basement)	41,17	120 B
77	Lower Mall (1. Basement)	94,17	120 A
79-80	Lower Mall (1. Basement)	151,22	121
81-82	Lower Mall (1. Basement)	204,76	122
83-84	Lower Mall (1. Basement)	198,72	123
85	Lower Mall (1. Basement)	97,79	124
86	Lower Mall (1. Basement)	135,17	125
123	Lower Mall (1. Basement)	151,72	126
87	Lower Mall (1. Basement)	60,00	127
89	Lower Mall (1. Basement)	275,00	129
104-105	Lower Mall (1. Basement)	57,64	130
108-109	Lower Mall (1. Basement)	40,09	132
110-111-112-113	Lower Mall (1. Basement)	98,62	133-134
114-115-116-117	Lower Mall (1. Basement)	69,05	135-136
98-101	Lower Mall (1. Basement)	46,24	142-145

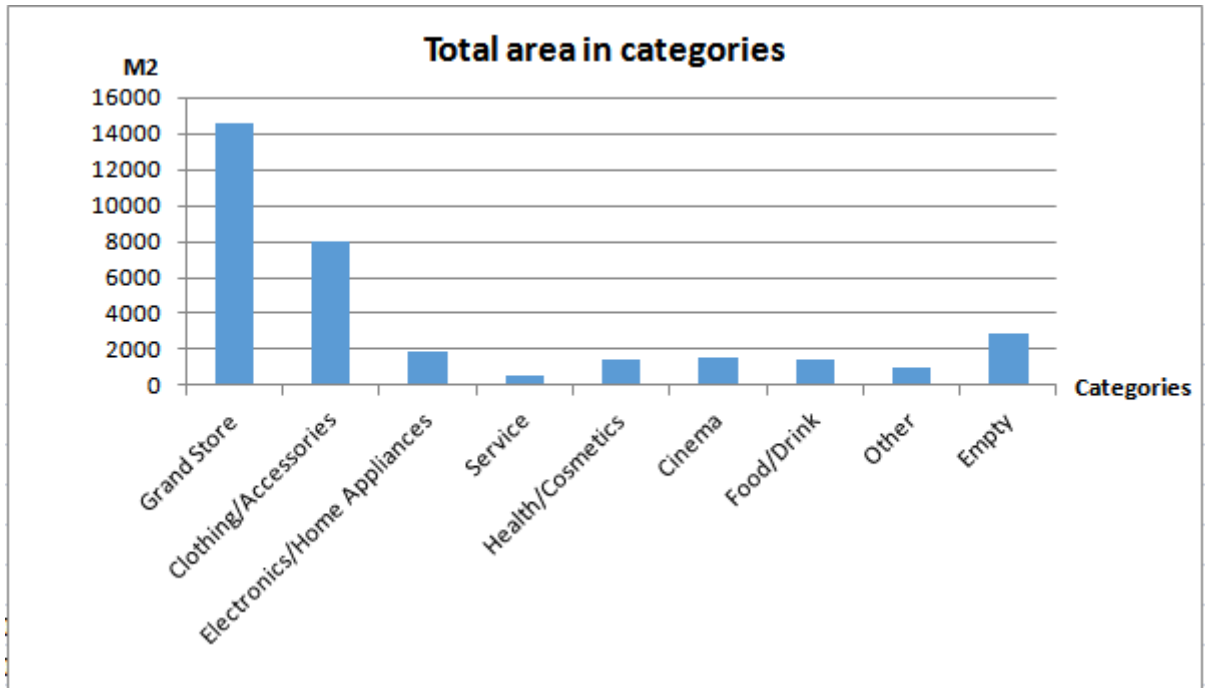
99	Lower Mall (1. Basement)	15,75	143
100	Lower Mall (1. Basement)	15,76	144
95	Lower Mall (1. Basement)	169,16	148
124	Lower Mall (1. Basement)	48,37	149
125	Lower Mall (1. Basement)	95,31	150
126	Lower Mall (1. Basement)	98,40	151
127	Lower Mall (1. Basement)	93,90	152
128-129	Lower Mall (1. Basement)	182,42	153-154
130	Lower Mall (1. Basement)	75,42	155
131-132	Lower Mall (1. Basement)	147,10	156-157
133	Lower Mall (1. Basement)	82,55	158
134	Lower Mall (1. Basement)	40,00	159
173-174	Lower Mall (1. Basement)	57,94	164
171-172	Lower Mall (1. Basement)	92,38	165
166	Lower Mall (1. Basement)	438,78	166
144	Lower Mall (1. Basement)	510,60	167
165	Lower Mall (1. Basement)	45,25	168
163-164	Lower Mall (1. Basement)	67,99	169
162-161	Lower Mall (1. Basement)	69,47	171-172
159	Lower Mall (1. Basement)	47,13	174
158	Lower Mall (1. Basement)	46,02	175
157	Lower Mall (1. Basement)	76,56	176
156-155	Lower Mall (1. Basement)	76,56	177
153-154-167-168-169-170	Lower Mall (1. Basement)	335,06	178
152	Lower Mall (1. Basement)	52,80	179
151	Lower Mall (1. Basement)	10,00	180
150	Lower Mall (1. Basement)	45,18	181
145-146-147-148-149	Lower Mall (1. Basement)	197,20	182-183-184
143	Lower Mall (1. Basement)	41,65	185
142	Lower Mall (1. Basement)	41,85	186
140-141	Lower Mall (1. Basement)	77,68	187
138-139	Lower Mall (1. Basement)	92,38	188
137	Lower Mall (1. Basement)	57,94	189
62	Lower Mall (1. Basement)	15,50	193
88	Lower Mall (1. Basement)	15,50	194
63	Lower Mall (1. Basement)	15,50	195
183	Ground Mall (Ground)	72,08	203
184-185-186-187	Ground Mall (Ground)	391,74	204-205-206-207

188-189-190	Ground Mall (Ground)	270,01	208-209
191	Ground Mall (Ground)	132,68	210
192-...-195, 291-292	Ground Mall (Ground)	546,49	211-310
196-197-198-199-200	Ground Mall (Ground)	616,57	212
201-202	Ground Mall (Ground)	149,21	213-214
203 204-205	Ground Mall (Ground)	310,73	215-216
206-207	Ground Mall (Ground)	163,15	217
208	Ground Mall (Ground)	95,60	218
209-210	Ground Mall (Ground)	137,81	219
211-212	Ground Mall (Ground)	211,61	220
213-214-311-312	Ground Mall (Ground)	290,57	221-222-322-323
215	Ground Mall (Ground)	343,63	223
216	Ground Mall (Ground)	613,00	224
217	Ground Mall (Ground)	393,30	225
219	Ground Mall (Ground)	23,91	227
220	Ground Mall (Ground)	44,58	228
221	Ground Mall (Ground)	45,77	229
222-223	Ground Mall (Ground)	135,90	230
224-225-226	Ground Mall (Ground)	265,86	231-232
227	Ground Mall (Ground)	35,00	233
228	Ground Mall (Ground)	191,39	234
229	Ground Mall (Ground)	158,00	235-236
272	Ground Mall (Ground)	37,25	240
271	Ground Mall (Ground)	50,29	241
268-269	Ground Mall (Ground)	196,70	243-244
267	Ground Mall (Ground)	90,82	245
266	Ground Mall (Ground)	45,91	246
264-265	Ground Mall (Ground)	102,03	247
263	Ground Mall (Ground)	46,40	248
261-262	Ground Mall (Ground)	33,06	249
260	Ground Mall (Ground)	41,25	250
259	Ground Mall (Ground)	22,93	251
257-258	Ground Mall (Ground)	100,69	252
253-254-255-256	Ground Mall (Ground)	274,92	253-254
251-252	Ground Mall (Ground)	142,32	255
250	Ground Mall (Ground)	38,00	256
248-249	Ground Mall (Ground)	54,90	257
246-247	Ground Mall (Ground)	77,00	258

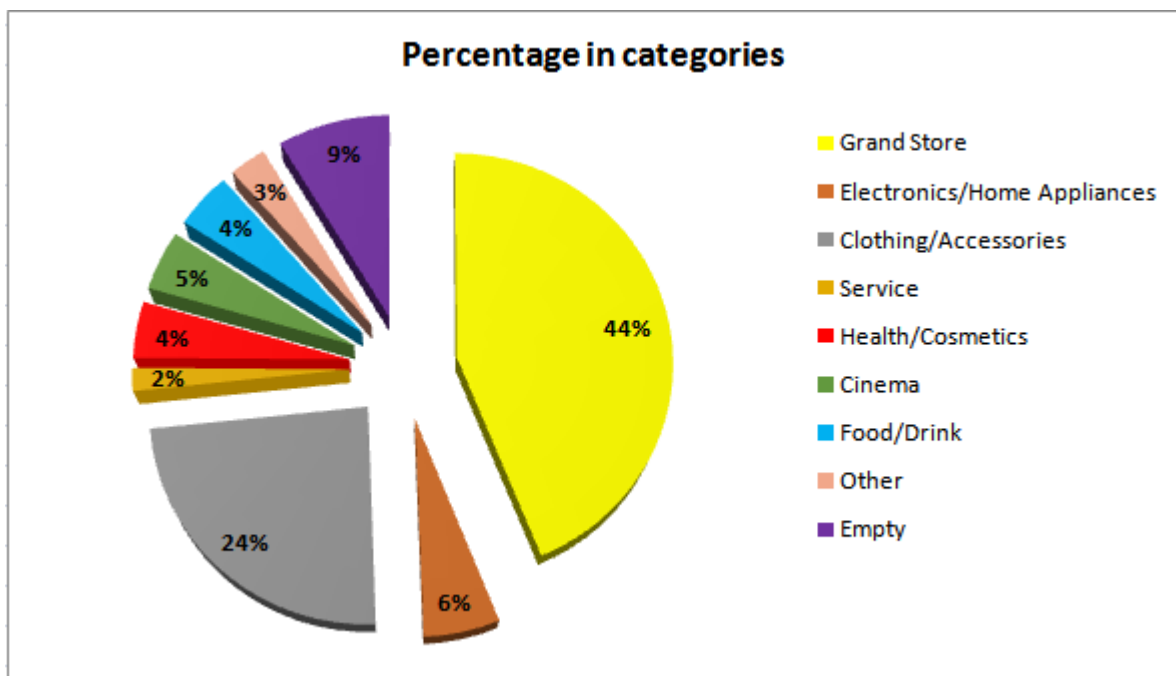
245	Ground Mall (Ground)	55,87	259
244	Ground Mall (Ground)	57,43	260
243	Ground Mall (Ground)	47,54	261
241-242	Ground Mall (Ground)	149,24	262
239	Ground Mall (Ground)	85,77	264
237-238	Ground Mall (Ground)	91,11	265
235-236	Ground Mall (Ground)	46,05	266/A
285	Upper Mall (Normal floor)	117,86	305
286-287	Upper Mall (Normal floor)	239,58	306-307
288-289-290	Upper Mall (Normal floor)	243,87	308-309
293-...297 - 298-...-302	Upper Mall (Normal floor)	1131,60	311-312-313-314-315
303-...-308	Upper Mall (Normal floor)	974,25	316
310	Upper Mall (Normal floor)	76,10	321
313-...-331	Upper Mall (Normal floor)	2.168,44	324-325-326-327
332	Upper Mall (Normal floor)	23,71	328
332	Upper Mall (Normal floor)	43,34	329
333-334	Upper Mall (Normal floor)	173,63	330-331
335-...-339	Upper Mall (Normal floor)	527,90	332-333-334-335
372-373-374	Upper Mall (Normal floor)	292,64	344-345-346
371	Upper Mall (Normal floor)	53,39	347
370	Upper Mall (Normal floor)	63,92	348
368-369	Upper Mall (Normal floor)	117,68	349-350
367	Upper Mall (Normal floor)	15,70	351
365-366	Upper Mall (Normal floor)	54,21	352-353
364	Upper Mall (Normal floor)	44,31	354
363	Upper Mall (Normal floor)	39,73	355
362	Upper Mall (Normal floor)	103,50	356
361	Upper Mall (Normal floor)	103,50	357
360	Upper Mall (Normal floor)	103,50	358
359	Upper Mall (Normal floor)	116,06	359
358	Upper Mall (Normal floor)	38,70	360
356-357	Upper Mall (Normal floor)	54,90	361
354-355 353	Upper Mall (Normal floor)	123,10	362-363
352	Upper Mall (Normal floor)	49,73	364
351	Upper Mall (Normal floor)	44,36	365
350	Upper Mall (Normal floor)	109,48	366
348-349	Upper Mall (Normal floor)	175,69	367-368

347 345-346	Upper Mall (Normal floor)	154,28	369 370-371
343	Upper Mall (Normal floor)	28,17	373
392-393	Food Court (Terrace)	51,94	407
394	Food Court (Terrace)	32,06	408
395	Food Court (Terrace)	31,86	409
396-...-401	Food Court (Terrace)	121,09	410-411-412-413
402-...-406	Food Court (Terrace)	282,30	414
407-...-411	Food Court (Terrace)	233,91	415
412-...-418, 420-421	Food Court (Terrace)	1.540,10	416-417-418
422	Food Court (Terrace)	20,00	420
432-433	Food Court (Terrace)	63,50	422
434-435-436	Food Court (Terrace)	75,92	423-424
437	Food Court (Terrace)	32,00	425A
438-439	Food Court (Terrace)	32,00	425B
440-441	Food Court (Terrace)	37,00	426
442-443	Food Court (Terrace)	58,90	427-428
444	Food Court (Terrace)	40,26	429
471-472	Food Court (Terrace)	40,56	431
473	Food Court (Terrace)	20,86	432
464	Food Court (Terrace)	24,76	434
458-459-466	Food Court (Terrace)	78,78	435-436-437
460	Food Court (Terrace)	32,00	438
461-462-463	Food Court (Terrace)	63,22	439-440
463	Food Court (Terrace)	36,60	441
473	Food Court (Terrace)	8,62	443
474	Food Court (Terrace)	639,18	445
453	Food Court (Terrace)	20,70	446
	Total	33.215,22	

- Categories of the shops in the malls is given in graphics below.



Total area in categories



Percentage in categories

Interior characteristics:

- In circulation areas, ground is ceramic and walls are satine painted. Reinforced concrete columns are covered and some of them have digital information screens.
- In atrium and common areas, ground and walls are covered with natural stones. There's special lightning systems on suspended ceilings that provide natural light.
- In corridors and atriums there are decorative chairs and figures.
- Railings in atrium gaps are corian hand railed securit glass.
- Other common areas are decorated with quality construction materials
- Parking lot areas have concrete ground, painted walls and cassette style ceilings. There are X-Ray equipment and door style metal detectors in visitor and personnel entrance.
- Akmerkez Shopping mall has been renewed both interior and exterior between 2009-2015

11. BEST USAGE ANALYSIS

"Best usage is defined as physically possible, financially realized, legally possible and most valued usage of the real estate valued" (Article 6.3)

"Non-legal and physically impossible usages with high value cannot be accepted as best usage. Both legally permitted and physically possible usage can need to be explained by a valuation expert. After determining one of several usage methods, analyses are tested according to financial feasibility. With other tests, the maximum value determined is the best usage." (Article 6.4)

We concur that according to transportation, current cadastral extract, high commercial potential of the area ShoppingMall+Office+Residence is the best usage for the real estate

12. VALUATION

Factors affecting the value of the shopping mall are summarized as follows:

Positive factors:

- Having different usage functions,
- Ease of transportation
- Location in the crossroads of business centers and main roads,
- Being on of the first shopping malls,
- Customer attraction and commercial ability,
- Brand Value
- Location on an elite place preferred by upper income class
- Completed infrastructure,
- High construction quality,
- Lack of constructional areas for investment around the area,
- Modern design with the last renewments.
- Indoor parking lot,
- Condominium present,
- Having one of the most visitors who bought something and being one of the most time spent shopping malls,
- Keeping its charm although several competitors were built in the area,

Negative factors:

- Similar competitors located on Zincirlikuyu-Levent line built in recent years

13. PRICING

Sales (market) value of the facility is calculated with methods available to use and valuation process is explained in details, below.

Peer Comparison Method is used in valuation.

13.1. Peer Comparison method

In this method rent price is defined for the subject real estate after the arrangement of the prices within the frame of criteria which may affect the market value considering the real estates presented to the market or rented in the area lately by such method.

Peers are compared according to size, location, cadastral extracts, usage functions and meeting are done with real estate offices and data from our office is also used.

Peers from our research can be found below;

KANYON AVM (LEVENT)



GROSS RENTABLE AREA : 38.940 m²

NUMBER OF SHOPS : 160

SHOP RENT VALUE: 20-150 USD/m²/month

FAST FOOD RENT VALUE: 150-200 USD/m²/month

Kanyon Shopping mall brings together office and shopping mall concepts since 31 May 2006. Complex consists of 4 floors and 160 shops and has many restaurants, cafes, bars, cinema and sports center. It also has residences and offices. Apart from 179 residences the complex has 26 floors for offices. Since the building looks like a canyon the complex becomes a shopping mall with outdoor, semi-outdoor and indoor areas.

METROCITY (LEVENT)



GROSS RENTABLE AREA: Approx 60.000 m²

NUMBER OF SHOPS: 140

SHOP RENT VALUE: 25-60 USD/m²/ month

FAST FOOD RENT VALUE: 55-85 USD/m²/ month

Metrocity consists of an shopping Mall and 3 skyscrapers since 30 Nisan 2003. Skyscrapers each have 27, 31 and 35 floors. There are 140 local and international shops in 4 floors in 60.000 m² area. It also has 2.500 vehicle capacity parking lot.

ÖZDİLEK PARK AVM (LEVENT)



GROSS RENTABLE AREA: Approx 40.000 m²

NUMBER OF SHOPS: % 140

SHOP RENT VALUE: 25-70 USD/m²/month

FAST FOOD RENT VALUE: 65-100 USD/m²/ month

Özdilek Park İstanbul AVM has 5 floors and 40.000 m² rentable area built on Levent Büyükdere Caddesi. There are 140 local and international shops, children playgrounds and movie theatre within. Complex also has a 32 floored hotel and 33 floored office area.

PROFİLO AVM (MECİDİYEKÖY)



GROSS AREA : Approx. 117.000 m²

NUMBER OF SHOPS:: 232

SHOP RENT VALUE: 20-50 USD/m²/ month

FAST FOOD RENT VALUE: 60-80 USD/m²/ month

Built in 1998 with 75 bin m² area, Profilo has over 117 bin m² usage area with additional space. It has a 1300 vehicle capacity parking lot, sports center built over 2200 m² with indoor swimming pool and an art gallery.

SAPPHIRE ÇARŞI (KAĞITHANE)



GROSS RENTABLE AREA: 27.000 m²

NUMBER OF SHOPS: 245

SHOP RENT VALUE: 28-50 USD/m²/ month

FAST FOOD RENT VALUE: 50-65 USD/m²/ month

İstanbul Sapphire is the tallest building in Turkey ever built between Levent - Maslak on Büyükdere Caddesi and Çeliktepe. It has residences, shopping mall and entertainment center. It is visible through Istanbul with a height of 261 meters. It has 165.139 m² area that begin construction in 2006 and completed in march 2011. It has 10 basement and 56 floors above ground. There is observation terrace in 54-56. Floors.

ZORLU CENTER (ZİNCİRLİKUYU)



GROSS RENTABLE AREA: 70.000 m²

NUMBER OF SHOPS: 190

SHOP RENT VALUE: 50-170 USD/m²/ month

FAST FOOD RENT VALUE: 150-250 USD/m²/ month

Zorlu Shopping mall has 105.000 m² constructional area with 190 shops on 70.000 m² rentable area, 10.000 m² main square and 12.000 m² park. Ease of transportation is one of the main elements of Zorlu Shopping Mall and holds a position as a city square with semi-outdoor, indoor elements.

From the market researches rent values of shopping malls in the area are as follows.

SHOPPING MALL	LOCATION	SHOP RENT VALUE (USD/m ² /month)	FAST FOOD RENT VALUE (USD/m ² /month)
Kanyon	Levent	20 - 150	150 – 200
Metrocity	Levent	25 - 60	55 - 85
Özdilek Park	Levent	25 - 70	65 - 100
Profilo	Mecidiyeköy	20- 50	60 - 80
Sapphire	Kağıthane	28 - 50	50 - 65
Zorlu Center	Zincirlikuyu	50 - 170	150 - 250

Peer Analysis – Shopping Mall

In peer comparison method, analysis on average rental values of shopping malls around the area are taken into consideration. Shop rent m² unit values in shopping malls differ around 20-170 USD and fast food rent m² unit values are around 50-250 USD. Akmerkez's unit rent values are given below.

Real estates rent values are calculated with above analysis and average rent values of shopping malls around.

Conclusion – Shopping Mall 445 Independent Parts

Real estates subject to our valuation are used united with other parts or separated in some places. There are 173 shops in Akmerkez Shopping Mall and total rentable space is 33.215,22 m². According to rent agreements effective on the date of valuation there's 2.870,78 m² empty capacity. Therefore shopping mall can be said to be full 91%.

Garage 1 and garage 2 designated parking places and mini golf designated common terrace place are not included in the valuation .

In rent valuation different sectors of shops, location, advertisement capacity, size are taken into consideration

Rent values of shops belonging to Akmerkez Shopping Mall are defined from market research, and Peer Comparison approach given below.

According to these researches and data from our archive, monthly and yearly rent values and unit m² rent values are given in the below table. According to this monthly rent value is calculated as **3.348.500,-USD and with exchange rate for USD on report date is 9.369.103,-TL**. Total rentable areas of Akmerkez GYO are taken into consideration.

13.2. Income Capitalization Method

There are two methods used in this valuation as Direct Capitalization and Income Capitalization (with the most important analysis discounted cash flow analysis). Since rent value and capitalization is easy for the real estates subject to our report Direct capitalization method is used. This concerns the building's one year stabilized income , and this method analysis the market value of an building with an income for new investor

In this method, relationship between peer buildings' market value and income is inspected in order to determine a capitalization rate and this rate is used for the production income of the building.

Calculated value is the market value with the assumption that similar real estates will bring the same income.

In this analysis "Value of the real estate = Net yearly income of the real estate / Direct Capitalization Rate"

In yearly rent valuation this formula is used as "Yearly rent value of the real estate = Value of the real estate x Direct Capitalization Rate"

In our firms report dated 31 December 2015 with 2181 number, market value of 445 independent parts of Akmerkez GYO is calculated as 1.407.100.000,-TL. Therefore m² unit value is 1.407.100.000,-TL / 33.215,22 m² = 42.360,-TL/m² . Rent capitalization rate is determined as 12-14 years according to real estate firms and shopping malls around the area. Therefore calculated monthly rent values with this method are given below. Capitalization rate is taken as % 7,14 (14 years)

QUALIFICATION	TOTAL RENTABLE AREA (M ²)	M ² MARKET VALUE (TL)	CALCULATED MARKET VALUE (TL)	CAPITALIZATION RATE (%)	ROUNDED MONTHLY RENT VALUE (TL)
445 indp parts (173 shops)	33.215,22	42.360	1.407.100.000	7,14	8.372.245

(*) 1,-USD = 2,798 TL

14. ASSESMENT OF DIFFERENT VALUATION METHODS

14.1. Alignment of different valuation methods and analysis results and explanation of followed method and its reasons

As you can see values of methods that can be used are close to each other.

CALCULATED RENT VALUES OF 445 INDEPENDENT PARTS IN AKMERKEZ SHOPPING MALL WITH ITS CHOSEN METHODS	
CHOSEN VALUATION METHOD	VALUE (TL)
PEER COMPARIOSON METHOD	9.369.103
INCOME CAPITALIZATION METHOD	8.372.245

However since in terms of economical parameters peers are more reliable and balanced in real estates, "Peer comparision method" is best for final valuation and total rent values are defined as 9.369.103,-TL.

14.2. Analysis of legislative situation of the real estate and its rights

There are no legal issues of real estate subject to valuation..

14.3. Vacant Land and Improved Project Value Analysis and results using data and assumptions

There can be no projects improved on the value.

14.4. Reason of the left out information of minimum requirement

There are no information left out from minimum requirements.

14.5. Analysis of joint or divided parts

Real estates subject to report are 445 independent parts in Akmerkez Shopping mall. There are several joint and divided parts and final shop number is 173. In valuation current usages and rentable areas are taken into consideration.

14.6. Land share ratios in projects using revenue sharing method or land sharing method

Not applicable.

14.7. Legal requirements and current situation of permits and documents

Akmerkez Shopping mall, Commercial Centre and Residence Complex is complete. Real estate has building usage permit and has easement. According to 07.02.2013 dated and 1/1000 scaled application zoning plan there's 06.12.2013 date and -2013/6122 numbered with 03.06.2015 date and 1300 numbered repair licenses completed with certification of completion.

14.8. Information about the contravention of the provisions of Capital Market Board

Real estate valued is 445 independent parts in Akmerkez Shopping mall. Being on the "building" subject is not a contravention in provisions of Capital market Board.

15. CONCLUSION

Total monthly rent value of 445 independent parts (173 shops currently) in Akmerkez Shopping mall, described in the report have been estimated, considering on-site research, location, size, easement of the land , constructional quality, constructional features of the lot and peer market research conducted in the neighborhood and current economic conditions together with the present real estate market conditions and shown as below

9.369.103,-TL (Ninemillionthreehundredsixtyninethousandonehundredandthree Turkish Liras)

(9.369.103,-TL ÷ 2,798 TL/USD (*) ≅ **3.348.500,-USD**)

(9.369.103,-TL ÷ 3,210 TL/Euro (*) ≅ **2.918.700,-Euro**)

(*) 1,-USD =2, 798 TL; 1,-Euro =3,210 TL as of the date of the report.

Valuation on USD and Euro has been provided only for information.

Total value including VAT (%18) is 11.055.541,54 TL

Real estates subject to report can be put under "Building" subject and this is not a contravention in provisions of Capital market Board.

This report has been presented in 2 editions; 1 Turkish and 1 English as original formats, demanded by **Akmerkez Gayrimenkul ve Yatırım Ortaklığı A.Ş** and our company is not responsible for the consequences of usage of copies

We kindly submit the above information. 03 May 2016

(Valuation date: 29 April 2016)

Best Regards,

**LOTUS Gayrimenkul Değerleme
ve Danışmanlık A.Ş.**

Attachments:

- Satellite View
- Visuals
- Photographs
- Building Permits and Building Usage License
- Project visuals
- Floor Plans
- Location Plan
- Zoning Plan
- Legal documents
- Determination of level and certificate of completion
- Encumbrance document – List of independent parts (Approved by title deed directorate)
- TAKBİS copy (3 unit example)
- Title deeds (As an example 3 unit – all in folder)
- License documents of valuation experts
- Value Table

Kıvanç KILVAN
Responsible Valuation Expert
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Valuation Expert
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