EGELİ & CO YATIRIM HOLDİNG A.Ş.

CONVENIENCE TRANSLATION INTO ENGLISH OF FINANCIAL STATEMENTS FOR THE PERIOD 1 JANUARY - 31 DECEMBER 2015

(ORIGINALLY ISSUED IN TURKISH)

EGELİ & CO YATIRIM HOLDİNG A.Ş.

CONVENIENCE TRANSLATION INTO ENGLISH OF FINANCIAL STATEMENTS FOR THE PERIOD 1 JANUARY - 31 DECEMBER 2015 ORIGINALLY ISSUED IN TURKISH

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EGELİ & CO YATIRIM HOLDİNG A.Ş.

CONVENIENCE TRANSLATION OF AUDITED BALANCE SHEET AT 31 DECEMBER 2015 ORIGINALLY ISSUED IN TURKISH

(Amounts expressed in Turkish Lira ("TRY") unless otherwise indicated.)

	Notes	*(Audited)* 31 December 2015	*(Audited)* 31 December 2014
ASSETS			
Current Assets		**5.434.755**	**7.262.565**
Cash and cash equivalents	5	21.033	199.820
Financial investment	6	1.739.476	4.505.557
Trade receivables	8	-	1.810.559
- Due from related parties	*8, 22*	-	*559*
- Due ftom non-related parties	*8*	-	*1.810.000*
Other receivables	9	3.647.204	30.933
- Due from related parties	*9, 22*	*3.612.204*	-
- Due ftom non-related parties	*9*	*35.000*	*30.933*
Current tax related to the assets		1.897	4.880
Other current assets	14	25.145	710.816
Non-current assets		**21.584.385**	**100.656.686**
Financial investment	6	20.176.049	99.400.529
Other receivables	9	-	916.536
- Due from related parties	*22*	-	*916.536*
Property, plant and equipment	10	545.903	337.467
Intangible assets	11	-	2.154
Other non-current assets	14	862.433	-
TOTAL ASSETS		**27.019.140**	**107.919.251**

The accompanying notes form an integral part of these audited financial statements.

EGELİ & CO YATIRIM HOLDİNG A.Ş.

CONVENIENCE TRANSLATION OF AUDITED BALANCE SHEET AT 31 DECEMBER 2015 ORIGINALLY ISSUED IN TURKISH

(Amounts expressed in Turkish Lira ("TRY") unless otherwise indicated.)

	Notes	*(Audited)* 31 December 2015	*(Audited)* 31 December 2014
LIABILITIES			
Current liabilities		**10.790.366**	**7.950.026**
Short term financial liabilities	7	9.577.126	6.820.000
Short term portion of long term financial liabilities	7	227.175	148.022
Trade payables	*8*	87.594	76.246
- Due to related parties	*8, 22*	*54.480*	*3.115*
- Due to non-related parties	*8*	*33.114*	*73.131*
Other payables	9	865.857	890.640
- Due to related parties	*22*	*778.690*	*816.049*
- Due to non-related parties	*9*	*87.167*	*74.591*
Short term provisions		32.614	15.118
- Short term provision for employee benefits	*13*	*14.114*	*15.118*
- Other short term provisions	*12*	*18.500*	-
Non-current liabilities		**169.367**	**13.040.883**
Long term financial liabilities	7	152.742	128.283
Long term provisions		16.625	21.815
- Long term provision for employee benefits	*13*	*16.625*	*21.815*
Deferred tax liability	20	-	12.890.785
Total liabilities		**10.959.733**	**20.990.909**
Equity		**16.059.407**	**86.928.342**
Paid-in capital	15	40.000.000	40.000.000
Adjustments to share capital	15	251.880	251.880
Share premium		297.610	297.610
Other comprehensive income/expense not to be reclassified to profit or loss		3.135	(4.384)
- Actuarial (loss)/ gaın		*3.135*	*(4.384)*
Other comprehensive income/expense to be reclassified to profit or loss		(1.093.034)	(55.675)
- Change in the fair value of AFS financial investments(-)		*(1.093.034)*	*(55.675)*
Restricted reserves	15	363.093	363.093
Retained earnings	15	46.075.818	10.491.052
Net (loss)/ income for the period		(69.839.095)	35.584.766
TOTAL LIABILITIES AND EQUITY		**27.019.140**	**107.919.251**

The accompanying notes form an integral part of these audited financial statements.

EGELİ & CO YATIRIM HOLDİNG A.Ş.

CONVENIENCE TRANSLATION INTO ENGLISH OF STATEMENT OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME FOR THE PERIOD 1 JANUARY - 31 DECEMBER 2015 ORIGINALLY ISSUED IN TURKISH

(Amounts expressed in Turkish Lira ("TRY") unless otherwise indicated.)

	Notes	*(Audited)* 1 January - 31 December 2015	*(Audited)* 1 January - 31 December 2014
Portion of gain or losses			
Revenue	16	1.508.136	10.010.544
Cost of good sold (-)	16	(1.869.383)	(9.923.354)
Gross profit	**16**	**(361.247)**	**87.190**
General administrative expense (-)	17	(2.318.673)	(2.472.297)
Other real operating income	18	318.358	48.613.061
Other real operating expenses (-)	18	(78.872.695)	(112.953)
Operating profit		**(81.234.257)**	**46.115.001**
Financial expenses, net (-)	19	(1.238.163)	(1.078.019)
(Loss)/profit before tax from continued operations		**(82.472.420)**	**45.036.982**
Tax income/expense from continued operations			
- Current period tax expense (-)		-	-
- Deferred tax income/expense (-)	20	12.633.325	(9.452.216)
Current period income		**(69.839.095)**	**35.584.766**
Earnings per share from continuing operations (Corresponds to per share which is 1 TRY nominal)			
Basic earnings/(loss) per share	21	(1,75)	0,89
Diluted earnings/(loss) per share	21	(1,75)	0,89
OTHER COMPREHENSIVE INCOME/(LOSS)			
Items not to be classified to profit or loss			
Remeasurement of defined benefit pension plan (loss)/ gain		7.519	(5.436)
Items to be classified to profit or loss			
Changes in the fair value of available for-sale financial investments		(1.037.359)	2.171.545
Total comprehensive income/(loss)		**(70.868.935)**	**37.750.875**

The accompanying notes form an integral part of these audited financial statements.

CONVENIENCE TRANSLATION INTO ENGLISH OF STATEMENT OF CHANGES IN EQUITY FOR THE PERIOD 1 JANUARY - 31 DECEMBER 2015 ORIGINALLY ISSUED IN TURKISH

(Amounts expressed in Turkish Lira ("TRY") unless otherwise indicated.)

	Paid in capital	Unpaid capital	Adjustments to share capital	Share premium	Restricted reserves	Actuarial Gain/ (loss)	Retained earnings	Revaluation funds gain/ loss (-)	Net profit for the period	Total Equity
1 January 2014	**40.000.000**	**-**	**251.880**	**297.610**	**363.093**	**1.052**	**772.497**	**(2.227.220)**	**9.718.555**	**49.177.467**
Transfers	-	-	-	-	-	-	9.718.555	-	(9.718.555)	-
Total comprehensive income	-	-	-	-	-	(5.436)	-	2.171.545	35.584.766	37.750.875
31 December 2014	**40.000.000**	**-**	**251.880**	**297.610**	**363.093**	**(4.384)**	**10.491.052**	**(55.675)**	**35.584.766**	**86.928.342**

	Paid in capital	Unpaid capital	Adjustments to share capital	Share premium	Restricted reserves	Actuarial Gain/ (loss)	Retained earnings	Revaluation funds gain/ loss (-)	Net profit for the period	Total Equity
1 January 2015	**40.000.000**	**-**	**251.880**	**297.610**	**363.093**	**(4.384)**	**10.491.052**	**(55.675)**	**35.584.766**	**86.928.342**
Transfers	-	-	-	-	-	-	35.584.766	-	(35.584.766)	-
Total comprehensive expense (-)	-	-	-	-	-	7.519	-	(1.037.359)	(69.839.095)	(70.868.935)
31 December 2015	**40.000.000**	**-**	**251.880**	**297.610**	**363.093**	**3.135**	**46.075.818**	**(1.093.034)**	**(69.839.095)**	**16.059.407**

The accompanying notes form an integral part of these audited financial statements.

CONVENIENCE TRANSLATION INTO ENGLISH OF STATEMENT OF CASH FLOWS FOR THE PERIOD 1 JANUARY - 31 DECEMBER 2015 ORIGINALLY ISSUED IN TURKISH

(Amounts expressed in Turkish Lira ("TRY") unless otherwise indicated.)

	Notes	*(Audited)* 1 January - 31 December 2015	*(Audited)* 1 January - 31 December 2014
Cash flows from operating activities			
Profit before tax for the period		(82.472.420)	45.036.982
Adjustments to reconcile net income to net cash from operating activities:			
Financial investments value increase(-)	18	78.824.479	(48.498.886)
Depreciation and amortisation adjustment	10, 11, 17	163.490	128.249
Property,plant and equipment sales income adjustment	18	(204.772)	-
Provision for accruals		20.627	106.400
Interest accrual adjustment	19	1.238.163	1.078.019
Rediscount income adjustment	18	(80.560)	-
Subsidiary sales income adjustment	16	361.247	(87.190)
Interest income adjustment		316	-
Changes in operating assets and liabilities:			
Increase in trade and other receivables adjustment (-)		(853.472)	(1.841.492)
(Decrease)/increase in trade payables adjustment		31.421	(38.869)
Increase in financial investments adjustment	16	1.508.136	10.010.544
Purchase of subsiadiary shares		-	(7.830.339)
Increase/(decrease) in other assets and other liabilities adjustment		(173.779)	98.425
Net cash (used in)/gained operating activities (-)		**(1.637.124)**	**(1.838.157)**
Purchases of tangible and intangible assets	10	(580.000)	(3.547)
Sales of tangible and intangible assets		415.000	-
Cash flows used in investing activities (-)		**(165.000)**	**(3.547)**
Bank borrowings received and bonds issued		3.335.126	3.420.000
Change in restricted cash used for borrowing		129.029	313.596
Bank borrowings and interest paid		(1.711.473)	(1.851.730)
Cash flows from financing activities		**1.752.682**	**1.881.866**
Net increase in cash and cash equivalents		**(49.442)**	**40.162**
Cash and cash equivalents at the beginning of the period		70.450	30.288
Cash and cash equivalents at the end of the period	**5**	**21.008**	**70.450**

The accompanying notes form an integral part of these audited financial statements.

NOTE 1 - ORGANISATION AND NATURE OF OPERATIONS OF THE COMPANY

Egeli & Co. Yatırım Holding A.Ş. (The "Company") was incorporated by being fully registered and started its financial operations on 10 February 1998. The company was established under the name of Varlık Yatırım Ortaklığı A.Ş., on 24 March 2010 in order to be engaged with Securities Investment Trusts according to the regulations of the Capital Markets Board ("CMB"). It has been decided by the Board of Directors to expand the Company's field of operations and to make the most of the investment opportunities in finance, energy, agriculture, real estate and to evaluate other investment opportunities in various sectors. In order to increase the profitability of the Company by contributing to the development of the country's economy, providing added value to shareholders and capital markets, and getting involved in various projects, it has been decided to amend the entire contract and change to the status of Marketable Securities Investment Partnership. The Company is in the process of the restructuring of its legal personality status, after obtaining the necessary clearances to change the contract based on an unanimous vote by the General Assembly of Shareholders. Modification of all of the Company Articles of Association has been submitted to the approval of the CMB and it was allocated from Securities Investment Trust status with the permission of the CMB. For amendment of the Articles, in the Extraordinary General Meeting of Shareholders which was held on 27 September 2010 and Decisions of the Board Meeting of Preferred Shareholders Partners has been approved by the Istanbul Trade Registry Office as of 30 September 2010. As a result of the registration, the title of Varlık Yatırım Yönetim A.Ş. has been altered to Egeli & Co. Yatırım Holding A.Ş.

The company's shares have been offered to the public and are traded on the Istanbul Stock Exchange ("ISE"). The registered office address of the Company is as follows: Abdi İpekçi Caddesi, Azer İş Merkezi No: 40 Kat: 6 Daire: 16-17 Harbiye Şişli - İstanbul, Turkey.

Informations about capital structure of the company have been explained in Note 15.

On 5 April 2012 a transfer agreement for the shares which represent 70,04% of Ak B Tipi Yatırım Ortaklığı's capital of TRY 18.000.000 , owned by Akbank T.A.Ş., was signed. After obtaining the necessary regulatory approvals from the Capital Markets Board and other authorized institutions, the share transfer process was completed on 3 July 2012 for TRY 28.542.387, and Ak B Tipi Yatırım Ortaklığı's title was changed to "Egeli & Co B Tipi Menkul Kıymet Yatırım Ortaklığı A.Ş.". Egeli & Co B Tipi Menkul Kıymet Yatırım Ortaklığı A.Ş. operates in order to manage partnerships whose securities the Company has bought, without power on control, as well as activities of capital and management, capital market instruments, and gold and other precious metal portfolios which are traded in national or international stock exchanges or in over-the-counter organized markets in accordance with the rules and principles defined in relevant legislation. The aforementioned subsidiary has transformed into a venture capital company as of 31 December 2012. The extraordinary general assembly resolution that changed the prime contract has been registered by Istanbul Trade Registry as of 31 December 2012, and the title of the company has been changed to "Egeli&Co Girişim Sermayesi Yatırım Ortaklığı A.Ş.". The company has 84,03% share of the "Egeli & Co Girişim Sermayesi Yatırım Ortaklığı A.Ş. ("Egeli & Co Girişim") as of 31 December 2015. (31 December 2014: 84,03%).The share capital of the Company is TRY 250.000. The Company's share capital is comprised of 25.000.000 issued shares, each having TRY1 nominal value.Egeli&Co Girişim Group A priliveged shares have been transferred to the Company's main partner "Tan Egeli" for TRY 170.000 in 11 March 2016 and terminal management control has not been changed. (Notes 6 and 25).

The total number of personnel employed in the Company as of 31 December 2015 (31 December 2014: 5).

The financial statements for the period ended 31 December 2015 have been approved by the Board of Directors on 30 March 2016. The General Assembly has the power to amend the financial statements.

NOTE 2 - BASIS OF PRESENTATION OF THE FINANCIAL STATEMENTS (Continued)

2.1 Basis of Presentation

2.1.1 Financial reporting standards applied and compliance to IAS/TAS

Financial statements are prepared in accordance with the Communiqué Serial II, No:14.1, "Principles of Financial Reporting in Capital Markets" ("the Communiqué") published in the Official Gazette numbered 28676 on 13 June 2013. According to the article 5 of the Communiqué, financial statements are prepared in accordance with Turkish Accounting Standards("TAS") and its addendum and interpretations ("IFRIC") issued by Public Oversight Accounting and Auditing Standards Authority ("POAASA") Turkish Accounting Standards Boards.

The financial statements and its accompanying notes are presented in compliance with the format recommended with 7 June 2013 dated CMB announcement, including its mandatory information.Necessary changes have been done to previous period regarding to this scope.

In accordance with the CMB's resolution issued on 17 March 2005, companies operating in Turkey which prepare their financial statements in accordance with the CMB Accounting Standards (including the application of IFRS) are not subject to inflation accounting effective from 1 January 2005. Therefore, financial statements of the Company are prepared according to this decision.

The financial statements of the Company include comparative financial information to enable the determination of the financial position and performance. Comparative figures are reclassified, where necessary, to conform to changes in presentation in the current period financial statements.

2.1.2 Offsetting

Financial assets and liabilities are offset, as is the net amount reported in the financial statements when there is a legally enforceable right to set-off the recognised amounts and there is an intention to settle on a net basis, or realise the asset and settle the liability simultaneously.

2.1.3 Going Concern

Financial statements have been prepared according to going concern base and get benefit from assets and implement liabilities during the next year and in natural flow of activities.

Net loss of the Company is TRY 69.839.095 and operating loss is TRY 81.234.257 for the period of 1 January-31 December 2015.The main reason of loss is fair value decreasing which is amounting of TRY 78.824.479 on subsidary whose shares are publicly traded.Subsidary whose shares are publicly traded of the Company is classifed in non-current assest in financial statement and as of 31 December 2015 short term liabilities of the Company is TRY 5.355.611 more from short term assets of the Company. In 20 January 2016 , the amounting of TRY 4.000.000 of the short term credits will be paid 48 monthly payment and that way in 2017 and following years,credits'principal amount which needs to be paid is TRY 3.591.119.(Note 7). In 18 February 2016 the Company paid with delay its liabilities related to non-publicly traded issued bond dated 12 February 2016 which is TRY 2.450.000 nominal value (Note 25).In addition the half of capital and legal reserve amount are unreturned because of loss for the financial statement as of 31 December 2015 (Note 15).

NOTE 2 - BASIS OF PRESENTATION OF THE FINANCIAL STATEMENTS (Continued)

2.1.3 Going Concern (Continued)

In subsequent period, decreasing on shares' market price of Egeli & Co Girişim and Egeli & Co Tarım Girişim Sermayesi Yatırım Ortaklığı A.Ş. ("Egeli & Co Tarım") is continued. Market price of the assets as of 29 March 2016 has TRY 9.108.972 more additional decreasing compare to the price of 31 December 2015. Under 376th artical of Turkish Commercial Code,loss on equity of the Company has increased. (Note 25).

Note 25 BİST General Management in 19 February 2016;

- In 18 February 2016 the Company paid with delay its liabilities related to non-publicly traded issued bond coded TRFVYOR21615 and dated 12 February 2016 which is TRY 2.450.000 nominal value,

- The company has over due public and personnel debt as of warning date,

- Because of 12,6 % loss on capital as of 30 September 2015,takin measures make stronger financial condition of the Company as part of 35th artical first paragraph of Quotation Instruction,

- Measures taken by the Company about eliminating loss on equity and leveraging the capital will be asked from the Company to represent on Public Disclosure Platform until 31 March 2016 ,have been decided.

  The Company determined the measures taken with the decision which is taken in the meeting dated 29 March 2016 and on Public Disclosure Platform ;

- In 28 March 2016, an investment consultancy agreement has been signed with Egeli & Co Portföy Yönetimi A.Ş. which is related company.This agreement has been cancelled to be effective as of 1 April 2016 and detractive measures have been envisaged for general administrative.In conclusion of these measures,the Company has planned 40% disposing on investment consultancy expenses and operational expenses in 2016 compare to 2015.

- Board of Directors has given to general manager of the Company authorization for to make sell from limited asset according to cash flow position in 29 March 2016. By selling limited asset, needed instant cash will be fund.

- The amounting of TRY 4.000.000 of the short term bank credits TRY 7.000.000 will be paid 48 monthly payment in order to leverage assets and liabilities balance of the Company (Note 7).

- Over due public and personnel debt has been paid in warning period.

- The company has started collecting its receivables in order to leverage cash flow.

- In order to optimising assets and liabilities balance of the Company,process has been continuing also for medium and long term right along with short term measures.

The Company to continues its operation and implement its liabilities depend on performing measures which are determined by the Company and providing the sources needed in time.

NOTE 2 - BASIS OF PRESENTATION OF FINANCIAL STATEMENTS (Continued)

2.1.4 Functional and presentation currency

Items included in the financial statements of the Company are measured using the currency of the primary economic environment in which the entity operates ("the functional currency"). The financial statements are presented in TRY, which is the Company's functional and presentation currency.

2.1.5 Comparatives and restatement of prior periods' financial statements

The financial statements of the Company include comparative financial information to enable the determination of the financial position and performance. The Company prepared its statement of current financial position in comparison with the statement of previous period financial position prepared. Where necessary, comparative figures have been reclassified to conform to changes in presentation in the current period.

2.2 Changes is IFRS

a) Changes in Turkish Accounting Standards

The Company adopted the standards, amendments and interpretations published by the POA and which are mandatory for the accounting periods beginning on or after 1 January 2015.

The new standards, amendments and interpretations which are effective for the financial statements as of 31 December 2015:

- Amendment to TAS 19 regarding defined benefit plans, effective from annual periods beginning on or after 1 July 2014. These narrow scope amendments apply to contributions from employees or third parties to defined benefit plans. The objective of the amendments is to simplify the accounting for contributions that are independent of the number of years of employee service, for example, employee contributions that are calculated according to a fixed percentage of salary.

- Annual improvements 2012; is effective for annual periods beginning on or after 1 July 2014. These amendments include changes from the 2010-2012 cycle of the annual improvements project, that affect 7 standards

  - TFRS 2, 'Share-based payment'
  - TFRS 3, 'Business Combinations'
  - TFRS 8, 'Operating segments'
  - TFRS 13, 'Fair value measurement'
  - TAS 16, 'Property, plant and equipment' and TAS 38,'Intangible assets'
  - Consequential amendments to TFRS 9, 'Financial instruments', TAS 37, 'Provisions, contingent liabilities and contingent assets'
  - TAS 39, Financial instruments - Recognition and measurement'

- Annual improvements 2013; is effective for annual periods beginning on or after 1 July 2014. The amendments include changes from 2011-12-13 cycle of the annual improvements project that affect 4 standards:

  - TFRS 1, 'First time adoption'
  - TFRS 3, 'Business combinations'
  - TFRS 13, 'Fair value measurement'
  - TAS 40, 'Investment property'

NOTE 2 - BASIS OF PRESENTATION OF FINANCIAL STATEMENTS (Continued)

2.2 Changes is IFRS(Continued)

New IFRS standards, amendments and TFRICs effective after 31 December 2015 :

- TFRS 11, Amendment to TFRS 11, 'Joint arrangements' on acquisition of an interest in a joint operation, effective from annual periods beginning on or after 1 January 2016. This amendment adds new guidance on how to account for the acquisition of an interest in a joint operation that constitutes a business. The amendments specify the appropriate accounting treatment for such acquisitions.

- Amendment to TAS 16, 'Property, plant and equipment' and TAS 41, 'Intangible assets', on depreciation and amortisation, effective from annual periods beginning on or after 1 January 2016. In this amendment the it has clarified that the use of revenue based methods to calculate the depreciation of an asset is not appropriate because revenue generated by an activity that includes the use of an asset generally reflects factors other than the consumption of the economic benefits embodied in the asset. It is also clarified that revenue is generally presumed to be an inappropriate basis for measuring the consumption of the economic benefits embodied in an intangible asset.

- Amendment to IAS 16, 'Property, plant and equipment' and IAS 38, 'Intangible assets', on depreciation and amortisation, effective from annual periods beginning on or after 1 January 2016. In this amendment the it has clarified that the use of revenue based methods to calculate the depreciation of an asset is not appropriate because revenue generated by an activity that includes the use of an asset generally reflects factors other than the consumption of the economic benefits embodied in the asset. It is also clarified that revenue is generally presumed to be an inappropriate basis for measuring the consumption of the economic benefits embodied in an intangible asset.

- Amendments to IAS 27, 'Separate financial statements' on the equity method, effective from annual periods beginning on or after 1 January 2016. These amendments allow entities to use the equity method to account for investments in subsidiaries, joint ventures and associates in their separate financial statements.

- IFRS 14 'Regulatory deferral accounts', effective from annual periods beginning on or after 1 January 2016. IFRS 14, 'Regulatory deferral accounts' permits first–time adopters to continue to recognise amounts related to rate regulation in accordance with their previous GAAP requirements when they adopt IFRS. However, to enhance comparability with entities that already apply IFRS and do not recognise such amounts, the standard requires that the effect of rate regulation must be presented separately from other items

- Amendments to IFRS 10, 'Consolidated financial statements' and IAS 28, 'Investments in associates and joint ventures', effective from annual periods beginning on or after 1 January 2016. These amendments address an inconsistency between the requirements in IFRS 10 and those in IAS 28 in dealing with the sale or contribution of assets between an investor and its associate or joint venture. The main consequence of the amendments is that a full gain or loss is recognised when a transaction involves a business (whether it is housed in a subsidiary or not). A partial gain or loss is recognised when a transaction involves assets that do not constitute a business, even if these assets are housed in a subsidiary.

NOTE 2 - BASIS OF PRESENTATION OF FINANCIAL STATEMENTS (Continued)

2.2 Changes is IFRS(Continued)

- Annual improvements 2014, effective from annual periods beginning on or after 1 January 2016. These set of amendments impacts 4 standards:

    - TFRS 5, 'Non-current assets held for sale and discontinued operations' regarding methods of disposal
    - TFRS 7, 'Financial instruments: Disclosures', (with consequential amendments to TFRS 1) regarding servicing contracts.
    - TAS 19, 'Employee benefits' regarding discount rates.
    - TAS 34, 'Interim financial reporting' regarding disclosure of information.

- Amendment to IAS 1, 'Presentation of financial statements' on the disclosure initiative, effective from annual periods beginning on or after 1 January 2016, these amendments are as part of the IASB initiative to improvepresentation and disclosure in financial reports.

- Amendment to IFRS 10 'Consolidated financial statements' and IAS 28, 'Investments in associates and joint ventures', effective from annual periods beginning on or after 1 January 2016.These amendments clarify the application of the consolidation exception for investment entities and their subsidiaries.

- IFRS 15 'Revenue from contracts with customers', effective from annual periods beginning on or after 1 January 2018. IFRS 15, 'Revenue from contracts with customers' is a converged standard from the IASB and FASB on revenue recognition. The standard will improve the financial reporting of revenue and improve comparability of the top line in financial statements globally.

- TFRS 9 'Financial instruments', effective from annual periods beginning on or after 1 January 2018. This standard replaces the guidance in IAS 39. It includes requirements on the classification and measurement of financial assets and liabilities; it also includes an expected credit losses model that replaces the current incurred loss impairment model.

The company will apply improvements after evaluating the effects of these improvements on operations. These standarts and interpretations above is not expected to create a significant impact on company'sfinancial statements.

2.3 Restatement and the Errors in the Accounting Estimates

The effect of changes in accounting estimates affecting the current period is recognized in the current period; the effect of changes in accounting estimates affecting current and future periods is recognized in the current and future periods.

Material changes in accounting policies or material errors are corrected, retrospectively by restating the prior period consolidated financial statements.

(Amounts expressed in Turkish Lira (“TRY”) unless otherwise indicated.)

DİPNOT 2 - FİNANSAL TABLOLARIN SUNUMUNA İLİŞKİN ESASLAR (Devamı)

2.4 Summary of Significant Accounting Policies

The significant accounting policies followed in the preparation of financial statements are summarized below:

2.4.1 Subsidiaries and Joint Venture

Joint Venture

Joint venture is a company in respect of which there are contractual arrangements through which an economic activity is undertaken subject to joint control by Egeli & Co Yatırım Holding A.Ş. and one or more other parties. Egeli & Co Yatırım Holding A.Ş. exercises such joint control through the power to exercise voting rights relating to shares in the companies as a result of ownership interest directly and indirectly by itself and/or as a result of written agreements by certain related parties’ members and owned by them, whereby Egeli & Co Yatırım Holding A.Ş. exercises control over the voting rights of the shares held by them.

The table below sets out the joint venture and shows the proportion of ownership interests:

Joint venture	Egeli & Co Yatırım Holding A,Ş. direct ownership interest	Total ownership interest	Proportion of effective interest
EGC Gayrimenkul Geliştirme ve Yatırım A.Ş.	%50	%50	%50

To be valid after the annual reporting period started on December 31, 2013, in accordance with communique, published in Offical Gazette numbered 28932 on March 5, 2014 that updates IFRS 10 “Consolidated Financial Statements” communiques about Turkish Accounting standards, since the company management has identified that company meets the criteria of “investment business” in communique, Company has not started to prepare consolidated financial statement for Egeli & Co Girişim ve EGC, accounted as fair value through profit or loss and classified in financial assets (Note 6).

Subsidiaries

A subsidiary is a company in which Egeli & Co Yatırım Holding A.Ş. has the power to control the financial and operating policies for the benefit of Egeli & Co Yatırım Holding A.Ş., either through the power to exercise more than 50% of voting rights relating to shares in the companies as a result of ownership interest owned directly and indirectly by itself, and/or as a result of agreements by certain related parties.

The table below sets out the subsidiaries and shows the proportion of ownership interests:

31 December 2015 Subsidiary	Egeli & Co Yatırım Holding A,Ş. direct ownership interest	Total ownership interest	Proportion of effective interest
Egeli & Co Girişim	%84,03	%84,03	%84,03

(Amounts expressed in Turkish Lira ("TRY") unless otherwise indicated.)

NOTE 2 - BASIS OF PRESENTATION OF THE FINANCIAL STATEMENTS (Continued)

2.4.1 Subsidiaries and Joint Ventures (Continued)

31 December 2014 **Subsidiary**	**Egeli & Co Yatırım Holding A,Ş. direct ownership interest**	**Total ownership interest**	**Proportion of effective interest**
EGC Elektrik Enerji Üretim Sanayii ve Ticaret A.Ş. ("EGC Elektrik")	%100,00	%100,00	%100,00
Egeli & Co Girişim	%84,03	%84,03	%84,03

To be valid after the annual reporting period started on December 31, 2013, in accordance with communique, published in Offical Gazette numbered 28932 on March 5, 2014 that updates IFRS 10 "Consolidated Financial Statements" communiques about Turkish Accounting standards, since the company management has identified that company meets the criteria of "investment business" in communique, Company has not started to prepare consolidated financial statement for Egeli & Co Girişim ve EGC for the first the time starting from 1 January 2014 in this context, accounted as fair value through profit or loss and classified in financial assets. The effects of amendments adjusted retrospectively.

The fair value of subsidiary Egeli & Co Girişim that is classified as At fair value through profit / loss on financial assets is obtained by multiplication of net assets value of financial statements whichh are prepared in accoradance with IFRS and company ownership rate.

The cost of the subsidiary EGC Electric which is became operational in 2014 and whose shares are not trading in stock exchange and the value of shares acquired are assumed to approximate to their fair values as of 31 December 2014 and carried at cost to subsidiary statement of financial position). The subsidiary has been sold in 2015 (Note 6).

2.4.2 Financial Assets

The Company classifies its financial assets in the following categories: "at fair value through profit or loss", "held until maturity", and "available for sale".

Regular purchases and sales of financial assets are recognised on the "trade date", the date on which the Company commits to purchase or sell the asset.

The classification depends on the purpose for which the financial assets were acquired. Management determines the classification of its financial assets at initial recognition.

Financial assets at fair value through profit or loss

Financial assets, which are classified as "fair value through profit or loss", are trading financial assets and are either acquired for generating profit from short term fluctuations in the price or dealer's margin, or are the financial assets included in a portfolio in which a pattern of short term profit making exists independently from the acquisition purpose.

NOTE 2 - BASIS OF PRESENTATION OF THE FINANCIAL STATEMENTS (Continued)

Financial assets at fair value through profit or loss (Continued)

Trading financial assets are initially recognised at fair value and are subsequently re-measured at their fair value. The gains and losses formed as a result of the valuation made are booked to the related income/expense accounts. All related realized and unrealized gains and losses, dividends received and interest earned whilst holding trading securities is reported as "Revenues from financial sector.

In assessing the fair value of the trading securities, the best bid price on the Istanbul Stock Exchange as of the balance sheet date is used.

All regular way purchases and sales of trading securities are recognized at the "settlement date", which is the date that the asset is delivered to/from the Company (Note 6).

Financial assets available for sale

Available-for-sale financial assets are non-derivatives that are either designated in this category or not classified in any of the other categories

Available-for-sale financial assets are subsequently carried at fair value. In case that the fair value price is not formed in active market conditions it is accepted that the fair value of the asset has not been determined reliably and the discounted value which was calculated with the effective interest rate is taken into account as fair value.

Changes in the fair value of securities classified as available-for-sale are recognised in other comprehensive income. When securities classified as available-for-sale are sold or impaired, the accumulated fair value adjustments recognised in equity are included in the income statement as 'Changes in the fair value of available-for-sale financial investments'.

When these securities are disposed of or impaired, the fair value differences accumulated in the shareholders' equity are transferred to the profit or loss statement

The fair value of these assets in the event of detection of a non-temporary impairment, such impairment losses are recognized in the profit or loss of effect (Note 6).

Financial assets at fair value through profit or loss

The fair value differential financial assets except for financial assets which has been reflected to profit or loss has been subjected to assesment of whether there is any indication of impairment at each balance sheet. After the initial recognition of financial assets in the occurance of the event or events and Financial asset or group of related events reliably negative impact on the estimated future cash flows that can be related to the impairment of financial assets as a result of excitation pulse. The amount of impairment of loans and receivables is expected in the future to forecast cash flows were calculated using the effective interest rate discount financial entity is difference between present value and book value.

In all financial assets except for trade receivables which has been reduced book value though the use of an reserve account, impairment is directly deducted from the carrying value of the financial asset. In the case of trade receivables can not be collected is deleted provision is deducted from the account in question. Changes in the allowance account are recognized in the income statement.

NOTE 2 - BASIS OF PRESENTATION OF THE FINANCIAL STATEMENTS (Continued)

Financial assets at fair value through profit or loss (Continued)

Except for sale equity securities ,If the impairment lossses go down at the next period and such decrease can be associated with the events that occured after the recognition of the impairment loss, Previously recognized impairment loss at the date of immpairment will be cancelled at any time; What if the impairment of investment will never be recognized in the income statment which will not exceed the amortized cost would reach the impairment not been recognized.

2.4.3 Sale and repurchase agreements

Securities sold under sale and repurchase agreements ("repos") are retained in the financial statements and the counterparty liability is recorded as due to customers. Securities purchased under agreements to resell ("reverse repos") are recorded as reverse repo receivables on the cash and due from the bank's account, together with the difference between the sale and repurchase price, which is accrued evenly over the life of the agreement using the effective yield method.

2.4.4 Financial liabilities and borrowing costs

Borrowings are recorded with the value after deducting their transaction cost, on the date of their opening. Borrowings are presented using the effective interest method with their discounted cost value. The difference between the amount after deducting transaction costs and discounted cost value is added to the income statement as a financing cost during the borrowing period.

The fees paid for borrowing arrangements are defined as borrowing transaction costs when it is possible to use a part of or all of the borrowing arrangement. In this case, the fee is postponed until the use of the borrowing. When there is no evidence of the use of borrowing arrangements, the fee is capitalized by accepting it as an advance to provide liquidity and is amortised over the duration of the borrowing arrangement.

Commercial papers are recorded in their issued date after reducing bank charge. Commercial papers are recognized in next periods by adding accrual of interest.The difference between the amount after reducing bank charge and cost value discounted is reflected as a financing cost to the comprehensive statement of profit and loss during bono period (Note 7).

2.4.5 Interest income and expenses

Interest income and expenses are recognised in the income statement of the period to which they relate on an accrual basis. Interest income includes coupons earned on fixed income investment securities and amortisation of discounts on government bonds.

2.4.6 Foreign exchange transactions

Transactions denominated in foreign currencies are accounted for at the exchange rates prevailing at the date of the transactions, and monetary assets and liabilities denominated in foreign currencies are translated by using year-end exchange rates of the Central Bank of the Republic of Turkey's bid rates. Gains and losses resulting from the settlement of such transactions and from the translation of monetary assets and liabilities denominated in foreign currencies are recognised in the profit or loss statement.

NOTE 2 - BASIS OF PRESENTATION OF THE FINANCIAL STATEMENTS (Continued)

2.4.7 Property and equipment

Property and equipment are carried at cost less accumulated depreciation. Depreciation is provided on restated amounts of property and equipment using the straight-line method based on the useful lives of such assets. The useful lives of tangible fixed assets ranged from 4 to 5 years (Note 10).

2.4.8 Intangible assets

Intangible assets comprise acquired computer software. They are recorded at acquisition cost and amortised on a straight-line basis over their estimated economic lives for a period ranging to 3 years from the date of acquisition (Note 11).

2.4.9 Trade payables

Trade payable is an amount billed to a company by its suppliers for goods delivered to or services consumed by the Company in the ordinary course of business. Company has not determined interest rate on the trade payables which are short term therefore interest accrual effect is not considered to be big impact and trade receivables are presented according to original invoice balances (Note 8 and 22).

2.4.10 Other financial payables

Other payables express except for the usual trade operations of the Company and Company's overall financial debt which are carried at cost and amortized using the effective interest method. Financial income is calculated with using interest rate of state bonds and is considered interest rate of other organized market. Rediscount income / expense which accrued in the period is shown in financial income / expense from main operations (Notes 9 and 22).

2.4.11 Impairment of financial assets

Financial assets except trading financial assets are evaluated each period to determine whether they have indicators of impairment. The financial instruments are accepted as impaired in case that the expected collectable amount calculated by the discounting of expected future cash flows by an effective interest rate or the amount accounted in accordance with the fair value of the instrument are lower than the book value of the instrument.

2.4.12 Revenue recognition

Income and expenses are recognized on an accrual basis. The Company records income from the sales of securities in its portfolio when the sales are conducted (Notes 16).

2.4.13 Fees and commissions

Brokerage commissions are recorded as income or expense at the time the transactions to which they relate are made. All fees and commissions are recognized on an accrual basis and booked under the "Costs from financial sector" account as interest income in the income statement (Note 17).

NOTE 2 - BASIS OF PRESENTATION OF THE FINANCIAL STATEMENTS (Continued)

2.4.14 Taxes

Corporate tax

Corporate tax is calculated according to the Tax Procedural Law, and tax expenses except corporate tax are recognised in related financial statement items.

Corporate tax is subject to offsetting when a legal right about netting off the current tax assets and liabilities or when they are related to the corporate tax collected by the same tax regulatory (Note 20).

Deferred tax

Deferred income tax is provided in full, using the liability method, for all temporary differences arising between the tax bases of assets and liabilities and their carrying amounts in the financial statements. The rates enacted, or substantively enacted, at the balance sheet date are used to determine deferred income tax.

The principal temporary differences arise from reserve for annual leave and provision for employment termination benefits, valuation differences of marketable securities, property and equipment.

Deferred tax liabilities are recognized for all taxable temporary differences, whereas deferred tax assets resulting from deductible temporary differences are recognized to the extent that it is probable that future taxable profit will be available against which the deductible temporary difference can be utilized.

The deferred tax assets and the deferred tax liabilities can be netted off only if there is a legal right in this respect according to the tax legislation of the country they are dependent on (Note 20).

2.4.15 Trade receivables

The Company recognise it’s trade receivable related to directly trade operations with invoice amounts and reflect after deducting impairment losses. Due to company has not determined interest rate and there is only short term trade receivable, accrual effect is not considered to be too big impact and trade receivables are presented according to invoice balances

The Company estimates doubful receivable provision when there is no possibility to collectibility for trade receivable. When doubtful receivable is identified, provision is book for the Company. If there is no possibility for collectibility, the Company totally write off to whole receivables. Provision is amount that estimatation of the Company’s management or the possible losses due to risk (Note 8).

2.4.16 Other receivables

Other receivables express receivables except ordinary trade operations receivables and are deducted carried cost by using effective interest method. Financial income is calculated with using interest rate of state bonds and is considered interest rate of other organized market. Rediscount income / expense which accrued in the period is shown in financial income / expense from main operations (Note 9 ,22).

NOTE 2 - BASIS OF PRESENTATION OF THE FINANCIAL STATEMENTS (Continued)

2.4.17 Related parties

For the purpose of the accompanying financial statements, shareholders, key management and board members, in each case together with companies controlled by or affiliated with them, and associated companies are considered and referred to as related parties. A number of transactions are entered into with related parties in the normal course of business. These transactions consist of the transfers of the assets and liabilities between related parties by market prices (Note 22).

2.4.18 Capital and dividends

Share capital is recognized at the nominal amount and amounts received in excess of the par value are recognized in a share premium account. Incremental costs directly attributable to the issue of new shares or options or to the acquisition of a business are shown in equity as a deduction.

The company accounted the issued capital increases to be issued with a cost in excess of the nominal export price and the difference with nominal value, as "Share Premium" in equity (Notes 15).

2.4.19 Cash flow statement

In statement of cash flow, cash flows are classified according to operating, investment and finance activities.Cash flows from operating activities reflect cash flows generated from petroleum products sales of the Company. Cash flows from investment activities express cash used in investment activities (direct investments and financial investments) and cash flows generated from investment activities of the Company. Cash flows relating to finance activities express sources of financial activities and payment schedules of the Company (Note 5).

2.4.20 Provisions, contingent assets and liabilities

Provisions are recognised when the Company has a present legal or constructive obligation as a result of past events. It is probable that an outflow of resources embodying economic benefits will be required to settle the obligation, and a reliable estimate of the amount of the obligation can and will be made. Possible assets or obligations that arise from past events and whose existence will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the Company and treated as "contingent assets or liabilities" are not included in the financial statements and disclosed in explanatory notes to the financial statements.

Contingent assets generally arise from unplanned or other unexpected events that bear the probability of an inflow of economic benefits to the Company. Contingent assets are not shown on the financial statements, since they may imply accounting of an income that will never be gained. Contingent assets are disclosed in financial statement disclosures if the inflow of the economic benefits to the Company is probable. Contingent assets are subject to continuous evaluation in order to reflect the effect of developments in contingent assets to financial statements accurately. In case that the probability of inflow of the economic benefit to the Company is almost certain, the related asset and the income generated from the asset are reflected to the financial statements of the period in which the inflow is likely (Note 12).

NOTE 2 - BASIS OF PRESENTATION OF THE FINANCIAL STATEMENTS (Continued)

2.4.21 Employee benefits

The Company accounts liabilities related to severance pay, vacation rights and other benefits for employees according to the clause “Employee Benefits” (“TAS 19”) and classifies them as “Provisions for Employee Benefits” on the balance sheet.

Employment termination benefits, as required by the Turkish Labour Law, are recognized in these financial statements as they are earned. The total provision represents the present value of the future probable obligation of the Company arising from the retirement of its employees regarding the actuarial projections.

Provision for employment termination is the discounted amount of the calculated value within the case of retirement of employees of the Company’s estimated future liability that will occur within the framework of the Turkish Labour Law (Note 13).

2.4.22 Cash and cash equivalents

Cash and cash equivalents which are immediately convertible to cash and carry an insignificant risk of changes in value, or other short-term, highly liquid investments, demand deposit accounts from date of purchase and maturities of 3 months, or less than 3 months (Note 5).

2.4.23 Earnings per share

Earnings per share disclosed in these statements of profit or loss and other comprehensive income are determined by dividing net profit by the weighted average number of shares that have been outstanding during the year.

In Turkey, companies can increase their share capital by making a pro-rata distribution of shares (“bonus shares”) to existing shareholders from retained earnings. For the purpose of earnings per share computations, the weighted average number of shares outstanding during the year has been adjusted in respect of bonus shares issued without a corresponding change in resources by giving them a retroactive effect for the year in which they were issued and for each earlier period (Note 21).

2.4.24 Subsequent events

Subsequent events cover any events which arise between the reporting date and the balance sheet date, even if they occurred after any declaration of the net profit for the period or specific financial information was publicly disclosed.

The Company adjusts its financial statements if such subsequent events arise which require an adjustment to the financial statements (Notes 25).

2.4.25 Segment Reporting

Since the company operates in one geographical section (Turkey) and one industrial section (capital market activities and creating partnerships portfolio), there is not a segmental reporting in financial statements dated 31 December 2015.

(Amounts expressed in Turkish Lira ("TRY") unless otherwise indicated.)

NOTE 2 - BASIS OF PRESENTATION OF THE FINANCIAL STATEMENTS (Continued)

2.5 Critical Accounting Estimates and Judgements

Preparation of financial statements requires balance sheet assets and liabilities as of the date reported or described in the relevant period, and the amounts of contingent assets and liabilities consists of estimates and assumptions that affect the reported amounts of revenues and expenses. These estimates are based on management's best knowledge of current circumstances, and actual results may differ from those estimates These estimates and assumptions are regularly reviewed and in the event that adjustments are required to be made, they are reflected in the operating results of the related period. In the future financial reporting period,the most important prediction and hypothesis could be caused of important adjustments for book value of assets and liabilities is determining fair value of joint ventures,subsidiary and other financial assets (Note 6).

NOTE 3 - BUSINESS COMBINATION

None (31 December 2014: None).

NOTE 4 - INTERESTS IN OTHER ENTITIES

Explained in Note 6.

NOTE 5 - CASH AND CASH EQUIVALENTS

	31 December 2015	**31 December 2014**
Banks		
- Demand deposits	21.033	4.450
- Time deposits	-	195.370
	21.033	**199.820**

There is blocked deposits at the amount of TRY 25 as of 31 December 2015 (31 December 2014: 129.054 TL).

For the purpose of preparation of cash flow statements, details of cash and cash equivalents are as follows:

	31 December 2015	**31 December 2014**
Banks		
(Interest accrual and ve time deposits under blockage deducted)	21.008	70.450
	21.008	**70.450**

(Amounts expressed in Turkish Lira ("TRY") unless otherwise indicated.)

NOTE 6 - FINANCIAL INVESTMENTS

Short term financial investments *(*)*

	31 December 2015	31 December 2014
Marketable securities		
- Marketable securities of Related parties (Note 22)	1.739.475	4.007.557
Financial assets at fair value Through profit/loss (**)	1	498.000
	1.739.476	**4.505.557**

	31 December 2015			31 December 2014		
	Cost Value	Fair Value	Book Value	Cost Value	Fair Value	Book Value
Share certificates	3.162.682	1.739.476	1.739.476	4.774.539	4.505.557	4.505.557
	3.162.682	**1.739.476**	**1.739.476**	**4.774.539**	**4.505.557**	**4.505.557**

(*) In order to determine the fair value of financial assets, market price on the Istanbul Stock Exchange as of the balance sheet date is used.
(**) Financial assets at fair value through profit or loss are held for trading and measured at their fair value.

Long Term Financial Investments

	31 December 2015	31 December 2014
Fair value through profit or loss		
- Subsidiaries	20.167.799	99.390.279
- Joint Venture	8.250	10.250
	20.176.049	**99.400.529**

	31 December 2015	31 December 2014
Subsidaires		
Subsidiaries traded on the stock exchange		
- Egeli & Co Girişim (*) (**)	20.167.799	98.990.279
Subsidiaries not traded on the stock exchange		
- EGC Elektrik (***)	-	400.000
	20.167.799	**99.390.279**

(Amounts expressed in Turkish Lira ("TRY") unless otherwise indicated.)

NOTE 6 - FINANCIAL INVESTMENTS (Continued)

	31 December 2015	**31 December 2014**
Joint venture		
EGC Gayrimenkul (****)	8.250	10.250
	8.250	**10.250**
	20.176.049	**99.400.529**

(*) Since the shares of Egeli & Co Girişim which is classified as financial asset and whose fair value difference is reflected to profit/loss are traded on stock exchange, quotation price is used in calculating fair value and fair value has found by multpliying the price of shares at the balance sheet date and ownership rate.In the period of 1 January - 31 December 2015 , unrealized fair value decreasing amount for these equity shares is TRY 78.822.480 and this amount has been recognized in other real operating expense.

(**) The share capital of the Company is TRY 250.000. The Company's share capital is comprised of 25.000.000 issued shares, each having TRY1 nominal value.Egeli&Co Girişim Group A priliveged shares have been transferred to the Company's main partner "Tan Egeli" for TRY 170.000 in 11 March 2016 and terminal management control has not been changed.

(***) The Company sold its all shares in EGC Elektrik for TRY 10.000 based on board of directors' decision dated 12 May 2015.As a result of this sales,loss on share sales the amounting of TRY 390.000 is reflected to statement of profit and loss belongs to the period ended 31 December 2015. Equity shares are taken from non publicly traded EGC Elektrik cost value as of 31 December 2014 (Note 16).

(****) Equity shares non publicly traded EGC Gayrimenkul are taken from cost value in the financial statement as of 31 December 2015 and 2014 because there is not operation and theirs fair value can not be measured.

The movement of short term and long term financial invesmets are given below :

	2015	**2014**
1 January	**103.906.086**	**58.081.693**
Revaluation increases recognized in profit or loss (Note 18)	(78.824.479)	48.498.886
Revaluation increases recognized in equity (*)	(1.296.699)	2.714.431
Financial investments sales of profit/(loss) (Note 16)	(361.247)	87.190
The income derived from the sale of financial investments (Note 16)	(1.508.136)	(10.010.544)
Purchase of shares	-	4.534.430
31 December	**21.915.525**	**103.906.086**

(*) Net-off deferred tax decrease in valuation accounted under equity, has been classified under Other comprehensive (loss)/income.

(Amounts expressed in Turkish Lira ("TRY") unless otherwise indicated.)

NOTE 7 - FINANCIAL LIABILITIES

	31 December 2015	31 December 2014
Short term financial liabilities		
TRY bank borrowings (*)	7.000.000	6.820.000
Bonds issued (**)	2.577.126	-
	9.577.126	**6.820.000**
Short term portion of long term financial liabilities		
TRY bank borrowings	227.175	-
Avro bank borrowings	-	148.022
	227.175	**148.022**

	31 December 2015	31 December 2014
Long term financial liabilities		
Türk bank borrowings (***)	152.742	-
Avro bank borrowings	-	128.283
	152.742	**128.283**

(*) As of 31 December 2015, TRY bank credits include 12 months maturity and interest payment in every 3 moths revolving credit which is taken from Odeabank A.Ş. Odeabank A.Ş. has been given personal guaranty which is amounting of TRY 7.500.000 TL by Tan Egeli the controlling shareholder of the Company., In 20 January 2016 the Company has reformed the General Credit Agreement with Odeabank A.Ş.as the amounting of TRY 4.000.000 of the short term credits will be paid 48 monthly. According to the agreement;the amounting of TRY 15.000 will be paid in first 3 months for every installment,after the amounting of TRY 127.366 will be paid in 45 monthly period for every monthly installment. There is not any changing for conditions of the amounting of TRY 2.900.000(12 month maturity and interest payment in every 3 months.) of related credit after reporting date. After reforming the agreement, for 2016 credits principal amount which needs to be paid is TRY 3.308.881 and for 2017 and following years,credits'principal amount which needs to be paid is TRY 3.591.119. In the board meeting dated 18 February 2016,up to the amounting of TRY 10.000.000 nominal value of Egeli & Co Girişim's shares have been decided to pledge in order to constitute the guarantee of all the credits the Company has been used and is going to use from Odeabank A.Ş. and/or any branch of it. Personal guaranty which is amounting of TRY 7.500.000 given to Odeabank A.Ş. by Tan Egeli is still continuing (Note 25).

(**) In 19 August 2015,in domestic, the Company exported bond which is 2.450.000 nominal value and 177 days maturity by placing without offering to public.Non publicly traded bond issued's date of redemption is 12 February 2016 and non publicly traded bond issued has been recorded to the financial statement as of 31 December 2015 by considering the payment date and by adding accrual of interest the amounting of TRY 127.126 which was calculated by using 14,25% interest rate. The Company could not paid its liabilities in 12 February 2016 because of the missmatch fort he cash flow. In 18 February 2016 the Company paid with delay its liabilities including interest amount from date of redemption to day of payment (Note 2.1.3 and 25).

(***) Long term borrowings last payment is on 13 July 2017.

(Amounts expressed in Turkish Lira ("TRY") unless otherwise indicated.)

NOTE 8 - TRADE RECEIVABLES AND PAYABLES

Short-term trade payables	31 December 2015	31 December 2014
Receivables arising from stock sales	-	1.810.000
Due to related parties (Note 22)	-	559
	-	**1.810.559**

Short-term trade payables	31 December 2015	31 December 2014
Trade payables	33.114	73.131
Due to related parties (Note 22)	54.480	3.115
	87.594	**76.246**

NOTE 9 - OTHER RECEIVABLES AND PAYABLES

Other short-term receivables	31 December 2015	31 December 2014
Other short-term receivables from related parties (Note 22)	3.678.564	-
Less:Other short-term receivables discount (-) (*)	(66.360)	-
Cheques received	35.000	-
Receivables from tax authorities	-	30.933
	3.647.204	**30.933**

(*) The company's short-term receivables are consist of debts given to related parites to provide consultancy services and calculated by deducting TRY 66.360 which is found by using discount rate of 11.19% and recorded to financial statements on 31 December 2015 (31 December 2014: None) (Note 22).

Other long-term receivables	31 December 2015	31 December 2014
Other long-term receivables from related parties (Note 22)	-	1.018.600
Less: Other long-term receivables discount (-) (**)	-	(102.064)
	-	**916.536**

(**) The long-term receivables of the company has recorded to financial statements of 31 December 2015 after deducting TRY 102.064 discount which is calculated by using 10.02% discount rate and are consisted of debts which is given to related parties (Note:22).

(Amounts expressed in Turkish Lira ("TRY") unless otherwise indicated.)

NOTE 9 - OTHER RECEIVABLES AND PAYABLES (Continued)

Short-term trade payables	**31 December 2015**	**31 December 2014**
Payables to related parties (Note 22)	823.546	816.049
Less:Other short-term trade payables discount (-) (***) (Note 22)	(44.856)	-
Taxes and funds	81.066	66.022
Other	6.101	8.569
	865.857	**890.640**

(***) Other payables of the Company due to related parties are composed of loans from subsidiaries and joint ventures, and recognised in the financial statements dated 31 December 2015 after discounted amount of TRY 44.856 (31 December 2014: None), calculated with %11,19 discount rate and by considering the date of collection (Note 22).

NOTE 10 - PROPERTY AND EQUIPMENT

31 December 2015	**Property and equipment**	**Fixture**	**Leasehold improvements**	**Vehicles**	**Total**
Cost					
1 January 2015 openning balance	14.478	112.467	145.960	365.296	638.201
Additions	-	-	-	580.000	580.000
Decrease (-)	-	-	-	(363.176)	(363.176)
31 December 2015 closing balance	**14.478**	**112.467**	**145.960**	**582.120**	**855.025**
Accumulated depreciation					
1 January 2015 openning balance	(13.258)	(75.849)	(114.249)	(97.378)	(300.73)
Depreciation expense	(357)	(20.443)	(25.377)	(115.159)	(161.33)
Decrease	-	-	-	152.948	152.948
31 December 2015 closing balance	**(13.615)**	**(96.292)**	**(139.626)**	**(59.589)**	**(309.12)**
31 December 2015 net book value	**863**	**16.175**	**6.334**	**522.531**	**545.903**

(Amounts expressed in Turkish Lira ("TRY") unless otherwise indicated.)

NOTE 10 - PROPERTY AND EQUIPMENT (Continued)

There are bank liens on vehicles as of 31 December 2015 because of the bank loan.

31 December 2014	Property and equipment	Fixture	Leasehold improvements	Vehicles	Total
Cost					
1 January 2014 openning balance	13.050	112.467	145.960	363.177	634.654
Additions	1.428	-	-	2.119	3.547
31 December 2014 closing balance	**14.478**	**112.467**	**145.960**	**365.296**	**638.201**
Accumulated depreciation					
1 January 2014 openning balance	(13.050)	(53.266)	(85.057)	(24.212)	(175.585)
Depreciation expense	(208)	(22.583)	(29.192)	(73.166)	(125.149)
31 December 2014 closing balance	**(13.258)**	**(75.849)**	**(114.249)**	**(97.378)**	**(300.734)**
31 December 2014 net book value	**1.220**	**36.618**	**31.711**	**267.918**	**337.467**

NOTE 11 - INTANGIBLE ASSETS

Intangible assets consist of softwares.

31 December 2015	Software	Total
Cost		
1 January 2015 openning balance	10.050	10.050
Additions	-	-
31 December 2015 closing balance	**10.050**	**10.050**
Accumulated depreciation		
1 January 2015 openning balance	(7.896)	(7.896)
Current period expense	(2.154)	(2.154)
31 December 2015 closing balance	**(10.050)**	**(10.050)**
31 December 2015 net book value	**-**	**-**

(Amounts expressed in Turkish Lira ("TRY") unless otherwise indicated.)

NOTE 11 - INTANGIBLE ASSETS (Continued)

31 December 2014	**Software**	**Total**
Cost		
1 January 2014 openning balance	10.050	10.050
Additions	-	-
31 December 2014 closing balance	**10.050**	**10.050**
Accumulated depreciation		
1 January 2014 openning balance	(4.796)	(4.796)
Current period expense	(3.100)	(3.100)
31 December 2014 closing balance	**(7.896)**	**(7.896)**
31 December 2014 net book value	**2.154**	**2.154**

(Amounts expressed in Turkish Lira ("TRY") unless otherwise indicated.)

NOTE 12 -PROVISIONS, CONTINGENT ASSETS AND LIABILITIES

The statements of the Company related to its collateral/pledge/mortgage position as of 31 December 2015 and 31 December 2014 are as follows;

	31 December 2015			31 December 2014		
Collateral, pledges and mortgages given by the Company	**Currency**	**Quantity**	**TRY Equivalent**	**Currency**	**Quantity**	**TRY Equivalent**
A. Total amount of collateral, pledges and mortgages issued in the name of its legal entity (note 7)	-	-	-	-	-	-
B. Total amount of collateral, pledges and mortgages given on behalf of affiliates	-	-	-	-	-	-
C. Total amount of collateral, pledges and mortgages given in order to assure the liabilities of third parties for the purpose of performing ordinary trade activities (*)	TL	11.788.000	11.788.000	TL	9.045.118	9.045.118
D. Total amount of other collateral,pledges and mortgages given						
i. The total amount of collateral,pledges and mortgages given on behalf of parent company	-	-	-	-	-	-
ii. The total amount of collateral,pledges and mortgages given on behalf of other group companies that is not within the scope of Articles B and C	-	-	-	-	-	-
iii. The total amount of collateral,pledges and mortgages given on behalf of third parties that is not within the scope of Articles C	-	-	-	-	-	-
Total			**11.788.000**			**9.045.118**

(*) All of CPM's are given in favor of related parties have been explained in note 22.

As of 31 December 2015, the ratio of other collateral, pledges and mortgages to the Company equity is %73 (31 December 2014: %10); to total assets it is %44 (31 December 2014: 8%).

(Amounts expressed in Turkish Lira (“TRY”) unless otherwise indicated.)

NOTE 12 -PROVISIONS, CONTINGENT ASSETS AND LIABILITIES (Continued)

	31 December 2015	31 December 2014
Other short-term provisions		
General administrative expense provision	18.500	-
	18.500	**-**

NOTE 13 - EMPLOYEE BENEFITS

	31 December 2015	31 December 2014
Short-term employee benefits		
Provision for unused vacation	14.114	15.118
	14.114	**15.118**
Long-term employee benefits		
Provision for employment termination benefits	16.625	21.815
	16.625	**21.815**

Unused vacation provision

In accordance with existing labour law in Turkey, the Company is required to make payments to employees for the remaining vacation days up to the termination date regarding on the current salary amount.

Provision for employment termination benefits

The provision for employment termination benefits is reserved in line with the explanations below:

Under Turkish Labour Law, the Company is required to pay termination benefits to each employee who has completed one year of service and whose employment is terminated without due cause, who is called up for military service, who dies or who retires after completing 25 years of service (20 years for women) and reaches the retirement age (58 for women and 60 for men).

The amount payable consists of one month’s salary limited to a maximum of TRY 3.828,37 (31 December 2014: TRY 3.438,22) for each period of service at 31 December 2015.

The provision has been calculated by estimating the present value of the future probable obligation arising from the retirement of employees. IAS 19 requires actuarial valuation methods to be developed to estimate the provision for employment termination benefits. Accordingly the following actuarial assumptions were used in the calculation of the total liability.

(Amounts expressed in Turkish Lira ("TRY") unless otherwise indicated.)

NOTE 13 - EMPLOYEE BENEFITS (Continued)

	31 December 2015	31 December 2014
Discount rate (%)	3,79	3,79
Turnover rate to estimate the probability of retirement (%)	95,00	95,00

Additionally, the principal assumption is that the maximum liability for each year of service will increase in line with inflation. Thus, the discount rate applied represents the expected real rate after adjusting for the effects of future inflation. Therefore the maximum amount of employment termination benefits of the Company is determined every six months and is calculated using the maximum amount of TRY 4.092,53 valid from 1 January 2016 (1 January 2015: TRY 3.541,37).

Movements in the reserve for employment termination benefits as of 31 December 2015 and 2014 are as follows:

	2015	2014
Period beginning balance 1 January	**21.815**	**9.101**
Service and interest cost	4.209	5.919
Actuarial (gain)/loss (*)	(9.399)	6.795
Period end balance - 31 December	**16.625**	**21.815**

(*) Actuarial loss /(gain), together with the tax effect, in the equity "can not be reclassified to profit or loss in accumulated other comprehensive income or expense" in equity.

NOTE 14 - OTHER ASSETS AND LIABILITIES

Other current assets	31 December 2015	31 December 2014
Prepaid expenses	14.723	34.789
Deferred value added tax ("VAT")	-	666.237
Other	10.422	9.790
Total	**25.145**	**710.816**

Other non-current assets	31 December 2015	31 December 2014
Deferred value added tax ("VAT")	862.433	-
Total	**862.433**	**-**

(Amounts expressed in Turkish Lira ("TRY") unless otherwise indicated.)

NOTE 15 - SHAREHOLDER'S EQUITY

The Company's paid-in capital TRY40.000.000 (31 December 2014: TRY 40.000.000), has been divided number of shares 4.000.000.000 (31 December 2014: 4.000.000.000) to give each share a nominal value of TRY0,01. The Company's share capital is comprised of 7.976.100 Group A preffered shares, each having TRY0,01 nominal value.These shares have the right to choose two-thirds of member of the board of directors. These preferred shares has not been given any privilege except choosing member of the board of directors.Tan Egeli holds these preferred shares.

The company is in an authorized capital subject system, the amount of authorized capital being TRY 250.000.000 (31 December 2014: TRY 250.000.000).

Net book value of issued and paid capital as of 31 December 2015 and 31 December 2014 as below:

Shareholders	**Share (%)**	**31 December 2015 TL**	**Share (%)**	**31 December 2014 TL**
Tan Egeli (Group A)	0,20	79.761	0,20	79.761
Tan Egeli (Group B) (*)	26,25	10.500.000	45,62	18.250.000
Egeli & Co Girişim Sermayesi Yatırım Ortaklığı A.Ş. (**)	-	-	5,16	2.064.170
Other/Publicly held	73,55	29.420.239	49,02	19.606.069
Total paid-in share capital	**100,00**	**40.000.000**	**100,00**	**40.000.000**

(*) Tan Egeli transferred number of 7.750.000 of the Company's partnership shares that he owned corresponding to 19,37 % of all shares in 2015; number of 7.496.183 have been sold out of the stock market and number of 253.817 have been sold to the stock market.

(**) Egeli & Co Girişim transferred number of 2.064.170 of the Company's shares that he owned as of 31 December 2014 and corresponding 5,16% of all shares to the stock market in 2015.

The half of capital and legal reserve amount are unreturned because of loss for the financial statement as of 31 December 2015 .According to first paragraph of 376th artical of Turkish Commercial Code, if it is seen from the last annual balance sheet that the half of capital and legal reserve total are unreturned because of loss, Board of Directors call a meeting with general assembly and represent remedial measure.As it is explained in Note 2.1.3, Board of Directors, determined the measures taken with the decision which is taken in the meeting dated 29 March 2016 in order to leverage financial condition.

According to first paragraph of 376th artical of Turkish Commercial Code, if it is seen from the last annual balance sheet that two third of the capital and legal reserve total are unreturned because of loss, Board of Directors call a meeting with general assembly.İf general assembly don't decide to accept two third of the capital or complete the capital, the Company is expired by itself.

(Amounts expressed in Turkish Lira (“TRY”) unless otherwise indicated.)

NOTE 15 - SHAREHOLDER’S EQUITY(Countinued)

Reserves, retained earnings:

	31 December 2015	31 December 2014
Restricted reserves		
- Legal reserves	363.093	363.093
Retained earnings	46.075.818	10.491.052
	46.438.911	**10.854.145**

The legal reserves consist of first and second reserves, appropriated in accordance with the Turkish Commercial Code (“TCC”). The TCC stipulates that the first legal reserve is appropriated out of statutory profits at the rate of 5% per annum, until the total reserve reaches 20% of the Company’s paid-in share capital. The second legal reserve is appropriated at the rate of at least 10% of distributions in excess of 5% of issued and fully paid-in share capital, without limit. Under the TCC, the legal reserves can only be used to offset losses and are not available for any other usage unless they exceed 50% of paid-in share capital.

Retained earnings

In accordance with the CMB regulations effective until 01 January 2008, the inflation adjustment differences arising at the initial application of inflation accounting which are recorded under “Accumulated losses” could be netted off from the profit to be distributed based on CMB profit distribution regulations. In addition, the aforementioned amount recorded under “accumulated losses” could be netted off with net income for the period, if any, undistributed prior period profits, and inflation adjustment differences of extraordinary reserves, legal reserves and capital, respectively.

However, the application that is valid until 01 January 2008, corrected for the inflation in accordance with the regulation of the financial statements as a result of the first equity "capital, share premium, legal reserves, statutory reserves, special reserves and extraordinary reserves, "presented at their historical amounts of these items are given and the corrected values in such accounts' equity inflation adjustment differences” account. For all equity accounts “equity inflation adjustment differences” could be used free of charge for share capital increase, the extraordinary values, free capital increase, cash dividend distribution or to offset losses.

In accordance with the Communiqué Serial: XI, No. 29 which became effective as of 01 January 2008 and according to the CMB’s announcements clarifying the said Communiqué, “Share capital”, “Restricted reserves allocated from profit” and “Share premiums” need to be recognized over the amounts contained in the legal records. The valuation differences (such as inflation adjustment differences) shall be disclosed as follows:

- If the difference is arising from the valuation of “Paid-in capital” and has not yet been transferred to capital, it should be classified under the “Inflation adjustment to share capital”;;

- “If the difference is arising from valuation of “Restricted reserves” and “Share premium” and the amount has not been subject to dividend distribution or capital increase, it shall be classified under “Retained earnings”.

Other equity items shall be carried at the amounts calculated based on CMB Financial Reporting Standards.

(Amounts expressed in Turkish Lira ("TRY") unless otherwise indicated.)

NOTE 15 - SHAREHOLDER'S EQUITY(Countinued)

Dividend distribution

Publicly traded companies are subjected to CMB regulations for dividends.

Dividend payments for publicly traded companies are done in accordance with II-19.1 numbered Dividend Communique with 1 February 2014 effective date published by CMB.

In the event that the entire profit distribution amount that was calculated in line with CMB's regulations on the liability of minimum profit distribution at the rate of the net distributable profit determined according to CMB's regulations can be covered by the distributable profit in statutory records, the entire amount shall be distributed; and if this is not possible, the entire net distbibutable profit in statutory records shall be distributed. And if the financial statements or legal books prepared in line with CBM's regulations contain period loss, profit distribution shall not be performed.

The Company did not pay dividant in the year of 2015 and 2014.

NOTE 16 - REVENUES AND COSTS

	1 January - 31 December 2015	1 January - 31 December 2014
Revenues		
Stock sales revenue (*)	1.498.136	5.714.194
The joint venture sales of revenue (**)	10.000	-
Sales of shares of subsidiaries (***)	-	4.296.350
	1.508.136	**10.010.544**
Cost of sales		
Stock sales revenue (*)	(1.469.383)	(5.348.654)
The joint venture sales of revenue (**)	(400.000)	-
Sales of shares ofsubsidiaries (***)	-	(4.574.700)
	(1.869.383)	**(9.923.354)**
Gross profit	**(361.247)**	**87.190**

(*) Some of the sales revenue of TRY 971.383 (1 January - 31 December 2014: 824.549 TL shares of stock selling price of TRY 1.163.636 (1 January - 31 December 2014: 1.775.816 TL) is due to the sale of part of the shares of Egeli & Co Tarım (Note 22).

(**) All revenue and cost of sales of subsidiaries is due to sale of EGC Elektrik shares (Note 6 ve 22).

(***) All revenue and cost of shares is due to, sale of Egeli & Co Girişim shares. (Note 22).

(Amounts expressed in Turkish Lira ("TRY") unless otherwise indicated.)

NOTE 17 - GENERAL ADMINISTRATIVE EXPENSE

	1 January - 31 December 2015	1 January - 31 December 2014
General administrative expense		
Portfolio management fee (Note 22)	758.046	866.878
Personnel expenses	654.873	676.040
Rent expenses and building management expenses	267.414	292.003
Audit and consultancy expense	220.101	264.946
Amortisation and depreciation expenses (Note 10 ve 11)	163.490	128.249
Vehicle expenses	46.820	29.018
Other	207.929	215.163
	2.318.673	**2.472.297**

NOTE 18 - OTHER OPERATING INCOME/EXPENSES

	1 January - 31 December 2015	1 January - 31 December 2014
Other operating income		
Tangible assets sales income	204.772	-
Rediscount income	80.560	-
Interest income	12.330	91.958
Foreign exchange gain	2.442	22.217
Unrealised securities increase in value	-	48.498.886
Other	18.254	-
	318.358	**48.613.061**
Other operating expenses		
Financial asset deferral reasonable impairment charges	(78.824.479)	-
Foreign exchange loss	(48.216)	(10.889)
Rediscount expenses	-	(102.064)
	(78.872.695)	**(112.953)**

(Amounts expressed in Turkish Lira ("TRY") unless otherwise indicated.)

NOTE 19 - FINANCIAL EXPENSES

	1 January - 31 December 2015	1 January - 31 December 2014
Loan interest expense (-)	(1.237.085)	(774.035)
Other interest expense (-)	(1.078)	(1.345)
Diğer faiz giderleri (-) (*) (Note 22)	-	(302.639)
	(1.238.163)	**(1.078.019)**

(*) Related interest expense covers the interest amounts which is paid to Egeli & Co Girişim as it mentioned in Notes 22.

NOTE 20 - INCOME TAXES

	1 January - 31 December 2015	1 January - 31 December 2014
Deferred tax income/(expense)	12.633.325	(9.452.216)
	12.633.325	**(9.452.216)**

According to the Corporate Tax Law, the corporation tax rates 20% as of 31 December 2015 and 31 December 2014.Corporation tax is payable at a rate of 20% on the total income of the Company after adjusting for certain disallowable expenses, corporate income tax exemptions (participation exemption, investment allowance, etc) and corporate income tax deductions (e.g. research and development expenditures deductions). No further tax is payable unless the profit is distributed (except withholding tax at the rate of 19.8% on the investment incentive allowance amount utilized within the scope of the Income Tax Law transitional article 61).

Dividends paid to non-resident corporations, which have a place of business in Turkey or to resident corporations are not subject to withholding tax. Otherwise, dividends paid are subject to withholding tax at the rate of 10%. An increase in capital via issuing bonus shares is not considered as profit distribution and thus does not incur withholding tax..

Corporations are required to pay advance corporate tax quarterly at a rate of 20% on their corporate income. Advance tax is declared by the 14th and paid by the 17th day of the second month following each calendar quarter end. Advance tax paid by corporations for the current period is credited against the annual corporation tax calculated on their annual corporate income in the following year. Despite the offset, if there is temporary prepaid tax remaining, this balance can be refunded or used to offset any other financial liabilities to the government.

In accordance with Tax Law No: 5024 "Law Related to Changes in Tax Procedure Law, Income Tax Law and Corporate Tax Law" that was published in the Official Gazette on 31 December 2003, effective from 1 January 2004, income and corporate taxpayers will prepare the statutory financial statements by adjusting the non-monetary assets and liabilities for changes in the general purchasing power of the Turkish Lira. In accordance with the law in question, the cumulative inflation rate for the last 36 months, and the inflation rate for the last 12 months must exceed (DIE WPI increase rate) 100% and 10% respectively. Since the conditions in question were not fulfilled in 2013 and 2014, no inflation adjustment was performed.

In Turkey, there is no procedure for a final and definitive agreement on tax assessments. Tax returns are required to be filled and delivered to the related tax office before the evening of the 25th of the fourth month following the balance sheet date.

(Amounts expressed in Turkish Lira ("TRY") unless otherwise indicated.)

NOTE 20 - INCOME TAXES (Continued)

Tax returns are open for five years from the beginning of the year following the date of filing, during which period the tax authorities have the right to audit tax returns and the related accounting records on which they are based, and may issue re-assessments based on their findings.

Under the Turkish Corporate Tax Law, losses can be carried forward to offset future taxable income for up to five years. Losses cannot be carried back to offset profits from previous periods.

The Corporate Tax Legislation consists of various numbers of exemptions regarding the corporations. Hence, the exceptional earnings that are classified as profit or loss are taken into consideration by the corporate tax law.

Besides the exceptions stated above, the discounts that are stated in the 8th, 9th, and 10th articles of the Corporate Tax Law and the 40th article of the Income Tax Law are taken in into consideration in the fixation of the corporate tax assessment

31 December 2015 and 31 December 2014 the cumulative temporary differences and deferred tax assets and liabilities using enacted tax rates are as follows:

	31 December 2015	31 December 2014
Deferred tax assets	-	29.158
Deferred tax liability (-)	-	(12.919.943)
Deferred tax liability, net (-) (*)	**-**	**(12.890.785)**

	Total temporary differences		Deferred tax assets/(liabilities)	
	31 December 2015	31 December 2014	31 December 2015 (*)	31 December 2014
Deferred tax assets				
Financial asset valuation differences	15.273.496	-	3.054.699	-
Receivable/payable rediscount, net	21.504	102.064	4.301	20.413
Receivable/payable rediscount, net	16.625	21.815	3.325	4.363
Unusued vacation	14.114	15.118	2.823	3.024
Other	18.500	6.792	3.700	1.358
Total deferred tax assets			**3.068.848**	**29.158**
Deferred tax liabilities				
Marketable securities valuation differences	-	(64.563.215)	-	(12.912.643)
Tangible and intangible assets	(5.463)	(36.496)	(1.093)	(7.300)
Other	(3.796)	-	(760)	-
Total deferred tax liabilities			**(1.853)**	**(12.919.943)**
Deferred tax assets/(liabilities), net (*)			**3.066.996**	**(12.890.785)**

(*) The Company has not reflected tax asset to the financial statement because it is unlikely to benefit from net deferred tax asset which is the amounting of TRY 3.066.996 and calculated from accumulated temporary difference as of 31 December 2015 for taxable profit.

(Amounts expressed in Turkish Lira ("TRY") unless otherwise indicated.)

NOTE 20 - INCOME TAXES (Continued)

The Company did not calculate TRY 1.847.427 (31 December 2014: TRY 1.150.981)amounted deferred tax asset based on TRY 9.237.134 (31 December 2014: TRY 5.754.907) idle financial losses. Maturity of carryforward losses that deferred tax is not calculated over is stated

	31 December 2015	31 December 2014
2018	3.403.041	3.403.041
2019	2.351.866	2.351.866
2020	3.482.227	-
	9.237.134	**5.754.907**

Movements in the deferred tax assets and liabilities during the current year are as follows

	2015	2014
Beginning of the period - 1 January	**(12.890.785)**	**(2.895.083)**
Deferred tax expense recognized in the profit or loss statement	12.633.325	(9.452.216)
Deferred tax recognized in the equity		
- Tax effects of available for sale financial assets increase/(decrease) in value	259.340	(544.845)
- Tax effects of actuarial gain/(loss)	(1.880)	1.359
End of the period – 31 December	**-**	**(12.890.785)**

Reconciliation of corporate tax is given below:

	1 January- 31 December 2015	1 January - 31 December 2014
Deferred income tax and corporation profit before tax (-)	**(82.472.420)**	**45.036.982**
Tax rate	%20	%20
Tax calculated	16.494.484	(9.007.396)
Unrecognized tax losses	(696.445)	(470.373)
Unrecognized temporary differences losses	(3.066.996)	-
Expenses/incomes non-deductible for tax purposes	(97.718)	25.553
Net deferred income tax asset	**12.633.325**	**(9.452.216)**

(Amounts expressed in Turkish Lira ("TRY") unless otherwise indicated.)

NOTE 21 - EARNINGS PER SHARE

Earnings/(losses) per share stated in the profit or loss statement are being calculated by dividing the net profit/(loss) for the current period by the weighted average number of ordinary shares.

In Turkey, companies can increase their share capital by distributing "bonus shares" of earnings to existing shareholders from retained earnings and revaluation funds. This type of "bonus shares", comprised of a certain amount of retained earnings per share, are regarded as issued shares. The weighted average number of shares used for earnings per share, is derived by giving retroactive effect of previous transactions.

Earnings per share are calculated by dividing the net profit distributed to shareholders by the weighted average number of shares issued.

	31 December 2015	31 December 2014
Net period (loss)/income	(69.839.095)	35.584.766
The average number of shares	4.000.000.000	4.000.000.000
(Loss)/income per share (As TRY1 per share)	**(1,75)**	**0,89**
Total comprehensive income/(loss)	(70.868.935)	37.750.875
Compherensive income/(loss) per share (As TRY1 per share)	**(1,77)**	**0,94**

NOTE 22 - BALANCES AND TRANSACTIONS WITH RELATED PARTIES

a. As of 31 December 2015 and 31 December 2014 balances of related parties are as follows:

Other short term receivables from related parties (As discount deducted) (Note 9)

	31 December 2015	31 December 2014
Group Companies		
Egeli & Co Tarım (*)	2.762.295	-
Egeli & Co Girişim (*)	839.290	-
EGC Gayrimenkul (*)	10.619	-
	3.612.204	**-**

(*) Consist of receivable which is given to The Company's related parties in order to meet their cash requirements.

(Amounts expressed in Turkish Lira ("TRY") unless otherwise indicated.)

NOTE 22 - BALANCES AND TRANSACTIONS WITH RELATED PARTIES (Continued)

a. As of 31 December 2015 and 31 December 2014 balances of related parties are as follows (Continued):

Short term trade receivables from related parties

	31 December 2015	31 December 2014
Group companies		
EGC Gayrimenkul	-	559
	-	**559**

Other long term receivables from related parties (As discount deducted) (Note 9)

	31 December 2015	31 December 2014
Group companies		
Egeli & Co Tarım (*)	-	916.536
	-	**916.536**

Trade payables to related parties

Group companies		
Egeli & Co Portföy Yönetimi A.Ş. (**)	54.480	-
Egeli & Co Finansal Yatırımlar A.Ş.	-	3.115
	54.480	**3.115**

(*) Consist of receivable which is given to The Company's subsidiary Egeli & Co Tarım,in order to meet their cash requirements.
(**) Consists of portfolio management and investment advisory fees.

Other payables to related parties (As discount deducted) (Note 9) (***)

	31 December 2015	31 December 2014
Partner		
Tan Egeli	778.690	102.048
Group companies		
Egeli & Co Finansal Yatırımlar A.Ş.	-	714.001
	778.690	**816.049**

(***) Consist of payable which is received in order to meet the Company's cash requirements (Note 9).

(Amounts expressed in Turkish Lira ("TRY") unless otherwise indicated.)

NOTE 22 - BALANCES AND TRANSACTIONS WITH RELATED PARTIES (Continued)

a. As of 31 December 2015 and 31 December 2014 balances of related parties are as follows (Continued):

	1 January - 31 December 2015	1 January - 31 December 2014
Investment advisory expenses for portfolio management fee		
Group companies		
Egeli & Co Portföy Yönetimi A.Ş. (****) (Note 17)	758.046	866.878
	758.046	**866.878**
Support services,rent and usage expenses		
Group companies		
Egeli & Co Destek Hizmetleri A.Ş. (*****)	-	74.349
	-	**74.349**

(****) Consists of expenses paid for portfolio management and consulting fee.
(*****) Consists of accounting, operation, management, technical service, corporational support and reporting etc. services received.

	1 January - 31 December 2015	1 January - 31 December 2014
Interest expenses paid to related parties		
Group companies		
Egeli & Co Girişim (*)	-	302.639
	-	**302.639**

(*) Based on the decision adopted by the board of directors of Egeli & Co Girişim, a subsidiary of the Company, on 8 April 2013, it has been determined unanimously to sign a pre-emptive rights agreement in order to purchase all shares of EGC, namely 400.000 EGC shares with a nominal value of TRY 1 each, owned by Egeli & Co Yatırım Holding A.Ş. for a price of TRY 7.500.000 based on the independent valuation report dated 29 March 2013, to transfer the shares after EGC obtains a production permit from the Energy Market Regulatory Authority, to pay TRY 3.000.000 in advance, to pay remaining TRY 4.500.000 after the share transfer and to take back the advance payment along with all kinds of legal interests if the sale transaction is not concluded. The pre-emptive rights agreement on taking over the EGC shares was terminated upon mutual agreement with Egeli & Co Girişim on 6 February 2014, it has been agreed that the advance payment amounting to TRY 3.000.000 paid for purchasing the shares would be refunded by the Company along with its legal interest and all of the advance payment has been paid to Egeli & Co Girişim along with its legal interest as TRY 3.302.639 on 31 December 2014 (Note 19).

(Amounts expressed in Turkish Lira ("TRY") unless otherwise indicated.)

NOTE 22 - BALANCES AND TRANSACTIONS WITH RELATED PARTIES (Continued)

b. As of 31 December 2015 and 31 December 2014 shares of related parties are as follows (Continued):

	31 December 2015	31 December 2014
Financial assets classified as available for sale		
Group companies		
Egeli & Co Tarım (Note 6)	1.739.475	4.007.557
	1.739.475	**4.007.557**
Financial assets at fair value through profit or loss (Note 6)		
Group companies		
Egeli & Co Girişim	20.167.799	98.990.279
EGC Gayrimenkul	8.250	10.250
EGC Elektrik	-	400.000
	20.176.049	**99.400.529**

c. The sales amounts and costs of intercompany shares are listed below (Note 16):

	1 January - 31 December 2015	1 January - 31 December 2014
Revenue		
Group companies		
Egeli & Co Tarım shares sales amount	1.163.636	1.775.816
EGC Elektrik shares sales amount	10.000	-
Egeli & Co Girişim shares sales amount	-	4.296.350
	1.173.636	**6.072.166**
Cost of sales		
Group companies		
Egeli & Co Tarım cost of sales of shares	(971.383)	(824.549)
EGC Elektrik cost of sales of shares	(400.000)	-
Egeli & Co Girişim cost of sales of shares	-	(4.574.700)
	(1.371.383)	**(5.399.249)**
Net sales (loss)/profit	**(197.747)**	**672.917**

(Amounts expressed in Turkish Lira ("TRY") unless otherwise indicated.)

NOTE 22 - BALANCES AND TRANSACTIONS WITH RELATED PARTIES (Continued)

d.. Pledges given on behalf of related parties:

	31 December 2015	**31 December 2014**
Doğa Tarım Hayvancılık Gıda Pazarlama San. Tic. A.Ş.	6.575.000	6.167.500
Batı Tarımsal Yatırımlar A.Ş.	2.348.000	1.773.000
Tolina Tarım Hayvancılık ve Gıda Ürünleri Tic. ve San. A.Ş.	1.265.000	977.500
EGC Enerji	600.000	-
Karesi	-	127.118
	10.788.000	**9.045.118**

e. The unrealized valuation (decrease)/increase amounts of intercompany shares are listed below:

	1 January - 31 December 2015	**1 January - 31 December 2014**
Group companies		
Egeli & Co Tarım		
- Other comprehensive (loss)/income	(1.296.699)	1.425.030
	(1.296.699)	**1.425.030**
Group companies		
Egeli & Co Girişim		
- Other operating (loss)/income	(78.822.480)	44.164.147
	(78.822.480)	**44.164.147**

f. The details of benefits which provided to high level executives are as follows;

	1 January - 31 December 2015	**1 January - 31 December 2014**
Gross wages and other short term benefits	326.339	314.903
	326.339	**314.903**

(Amounts expressed in Turkish Lira ("TRY") unless otherwise indicated.)

NOTE 23 - NATURE AND EXTENT OF RISK ARISING FROM FINANCIAL INSTRUMENTS

Financial Risk Management

The Company is exposed to a variety of financial risks due to its operations. The details of these risks and The Company's risk management are as follows.:

a. Credit risk

Credit risk is the risk that one party to a financial instrument will fail to meet regarding the terms of their agreements as foreseen and which causes the other party to incur a financial loss.

The Company's maximum credit risk exposure:

	Trade receivables		Other receivables		
31 December 2015	**Related parties**	**Other parties**	**Related parties**	**Other parties**	**Deposits with banks**
As of reporting date max. credit risk exposed (A+B+C+D)	**-**	**-**	**3.612.204**	**35.000**	**21.033**
Part of maximum risk under guarentee with collateral	-	-	-	-	-
Net book value of non-overdue or non-impaired financial assets	-	-	3.612.204	35.000	21.033

	Trade receivables		Other receivables		
31 December 2014	**Related parties**	**Other parties**	**Related parties**	**Other parties**	**Deposits with banks**
As of reporting date max. credit risk exposed (A+B+C+D)	**559**	**1.810.000**	**916.536**	**30.933**	**199.820**
Part of maximum risk under guarentee with collateral	-	-	-	-	-
Net book value of non-overdue or non-impaired financial assets	559	1.810.000	916.536	30.933	199.820

b. Liquidity risk disclosures

Liquidity risk is the inability of the Company to match the net funding requirements with sufficient funds. A decrease in funding sources mainly due to market instability or a decrease in credit risk results in liquidity risk.

(Amounts expressed in Turkish Lira ("TRY") unless otherwise indicated.)

NOTE 23 - NATURE AND EXTENT OF RISK ARISING FROM FINANCIAL INSTRUMENTS (Continued)

The following table presents financial liabilities according to their remaining contractual maturities as of 31 December 2015 and 31 December 2014:

31 December 2015	Book Value	Total cash outflows	Up to 1 month	Between 1-3 months	Between 3 months-1 year	Between 1-5 years
Financial liabilities (*)	9.957.043	9.957.043	23.159	2.623.444	7.157.698	152.742
Trade payables	87.594	87.594	-	-	87.594	-
Other payables	865.857	865.857	87.167	-	778.690	-
Short term provisions	32.614	32.614	-	18.500	14.114	-
Long term provisions	16.625	16.625	-	-	-	16.625
Total liability	**10.959.733**	**10.959.733**	**197.920**	**2.641.944**	**7.941.133**	**178.736**

31 December 2014	Book Value	Total cash outflows	Up to 1 month	Between 1-3 months	Between 3 months-1 year	Between 1-5 years
Financial liabilitie	7.096.305	7.096.305	4.255	8.510	6.955.257	128.283
Trade payables	76.246	76.246	76.246	-	-	-
Other payables	890.640	890.640	74.591	-	816.049	-
Short term provisions	15.118	15.118	-	-	15.118	-
Long term provisions	21.815	21.815	-	-	-	21.815
Total liability	**8.100.124**	**8.100.124**	**155.092**	**8.510**	**7.786.424**	**150.098**

(*) The Company paid its liabilities concerning to non publicy traded bond issued with delay in 18 February 2016 (maturity date is 12 February 2016 and 2.450.000 nominal value). As of 31 December 2015, TRY bank credits include 12 months maturity and interest payment in every 3 moths revolving credit which is taken from Odeabank A.Ş. Odeabank A.Ş. has been given personal guaranty which is amounting of
TRY 7.500.000 TL by Tan Egeli the controlling shareholder of the Company. In 20 January 2016 the Company has reformed the General Credit Agreement with Odeabank A.Ş. as the amounting of TRY 4.000.000 of the short term credits will be paid 48 monthly. According to the agreement; the amounting of TRY 15.000 will be paid in first 3 months for every installment,after the amounting of TRY 127.366 will be paid in 45 monthly period for every monthly installment. There is not any changing for conditions of the amounting of TRY 2.900.000(12 month maturity and interest payment in every 3 months.) of related credit after reporting date After reforming the agreement, for 2016 credits'principal amount which needs to be paid is TRY 3.308.881 and for 2017 and following years,credits'principal amount which needs to be paid is TRY 3.591.119. In the board meeting dated 18 February 2016, up to the amounting of
TRY 10.000.000 nominal value of Egeli & Co Girişim's shares have been decided to pledge in order to constitute the guarantee of all the credits the Company has been used and is going to use from Odeabank A.Ş. and/or any branch of it. Personal guaranty which is amounting of TRY 7.500.000 given to Odeabank A.Ş. by Tan Egeli is still continuing.

(Amounts expressed in Turkish Lira ("TRY") unless otherwise indicated.)

NOTE 23 - NATURE AND EXTENT OF RISK ARISING FROM FINANCIAL INSTRUMENTS (Continued)

c. Information on market risk

1. Foreign currency risk

The table below summarises the Company's exposure to foreign currency exchange rate risk and foreign currency position presented as below:

	31 December 2015	31 December 2014
Financial liabilities (-)	-	(276.305)
	-	**(276.305)**

Financial liabilities are consist of EUR borrowing s from banks as of 31 December 2014:

Profit/(loss) before tax	**Appreciate**	**Depreciate**
If EUR appreciated/(depreciated) against TRY by 10%:		
1 - EUR net liability	(27.630)	27.630
2 - EUR risk protected part (-)	-	-
3 - EUR net effect (1+2)	(27.630)	27.630
Total	**(27.630)**	**27.630**

(Amounts expressed in Turkish Lira ("TRY") unless otherwise indicated.)

NOTE 23 - NATURE AND EXTENT OF RISK ARISING FROM FINANCIAL INSTRUMENTS (Continued)

Below table summarizes foreign currency risk of The Company:

		31 December 2015					31 December 2014				
		TRY	**USD**	**EUR**	**GBP**	**Other**	**TRY**	**USD**	**EUR**	**GBP**	**Other**
1.	Accounts receivable	-	-	-	-	-	-	-	-	-	-
2a.	Cash and cash equivalents	-	-	-	-	-	-	-	-	-	-
2b.	Non-cash financia assets	-	-	-	-	-	-	-	-	-	-
3.	Other	-	-	-	-	-	-	-	-	-	-
4.	**Total liquid assets (1+2+3)**	-	-	-	-	-	-	-	-	-	-
5.	Accounts receivable	-	-	-	-	-	-	-	-	-	-
6a.	Cash and cash equivalents	-	-	-	-	-	-	-	-	-	-
6b.	Non-cash financia assets	-	-	-	-	-	-	-	-	-	-
7.	Other	-	-	-	-	-	-	-	-	-	-
8.	**Total non-current assets(5+6+7)**	-	-	-	-	-	-	-	-	-	-
9.	**Total assets (4+8)**	-	-	-	-	-	-	-	-	-	-
10.	Accounts payable	-	-	-	-	-	-	-	-	-	-
11.	Financial Liabilities	-	-	-	-	-	148.022	-	52.477	-	-
12a.	Other current liabilities	-	-	-	-	-	-	-	-	-	-
12b.	Other non-current liabilities	-	-	-	-	-	-	-	-	-	-
13.	**Short term financial liabilities (10+11+12)**	-	-	-	-	-	**148.022**	-	**52.477**	-	-
14.	Accounts payable	-	-	-	-	-	-	-	-	-	-
15.	Financial Liabilities	-	-	-	-	-	128.283	-	45.479	-	-
16a.	Other current liabilities	-	-	-	-	-	-	-	-	-	-
16b.	Other non-current liabilities	-	-	-	-	-	-	-	-	-	-
17.	**Total Long term liabilities (14+15+16)**	-	-	-	-	-	**128.283**	-	**45.479**	-	-
18.	**Total liabilities (13+17)**	-	-	-	-	-	**276.305**	-	**97.956**	-	-
19.	**Off-balance sheet derivative instruments / (Net Asset / (Liability) Position (19a-19b)**	-	-	-	-	-	-	-	-	-	-
19a.	Total hedged asset	-	-	-	-	-	-	-	-	-	-
19b.	Total hedged liabilities	-	-	-	-	-	-	-	-	-	-
20.	**Net foreign currency asset / (liability Position (9-18+19)**	-	-	-	-	-	-	-	-	-	-
21.	**Monetary Items Net foreign currency asset / (liability) position (1+2a+3+5+6a-10-11-12a-14-15-16a)**	-	-	-	-	-	**(276.305)**	-	**(97.956)**	-	-
22.	**Total fair value of financial instruments for hedging**	-	-	-	-	-	-	-	-	-	-
23.	**Currency Hedged Portion of Assets**	-	-	-	-	-	-	-	-	-	-
23.	**Currency Hedged Portion of Liabilities**	-	-	-	-	-	-	-	-	-	-
23.	**Export**	-	-	-	-	-	-	-	-	-	-
24.	**Import**	-	-	-	-	-	-	-	-	-	-

(Amounts expressed in Turkish Lira ("TRY") unless otherwise indicated.)

NOTE 23 - NATURE AND EXTENT OF RISK ARISING FROM FINANCIAL INSTRUMENTS (Continued)

2. *Interest Rate Risk*

The company has not ating rate financial instruments so it is not exposured the interest rate risk between 31 December 2015 and 31 December 2014.

The details of financial assets and liabilities between 31 December 2015 and 31 December 2014 are as follows:

	31 December 2015	**31 December 2014**
Assets		
Bank deposits	-	6,81
Liabilities		
TRY financial liabilities	15,00	13,40
Bonds issued	14,25	-
EUR financial liabilities	-	6,84

According to the company's distribution by maturity repricing of the financial borrowings at 31 December 2015 and 2014 are as follows:

	31 December 2015						
	Up to 1 month	**Between 1-3 months**	**Between 3 months-1 year**	**Between 1-5 years**	**5 years and more**	**Demand**	**Total**
Financial liabilities (*)	7.000.000	-	-	379.917	-	-	7.379.917
Bonds issued (*)	-	2.577.126	-	-	-	-	2.577.126
	7.000.000	**2.577.126**	**-**	**379.917**	**-**	**-**	**9.957.043**

	31 December 2014						
	Up to 1 month	**Between 1-3 months**	**Between 3 months-1 year**	**Between 1-5 years**	**5 years and more**	**Demand**	**Total**
Finansal liabilities	6.813.026	-	-	283.279	-	-	7.096.305

(*) Related explanations are seen in Note 7, 23.b and 25.

3. *Share Price Risk*

As of 31 December 2015, the company has TRY 21.907.275 shares which are opened to public and recorded at fair value. (31 December 2014: TRY 103.495.836). As a result of 10% change in stock market price (the all other variables are assumed as fixed) the profit before tax changes at the amount of TRY 2.190.727 as of 31 December 2015. (31 December 2014: TRY 10.349.584) As of 29 March 2016 the company has TRY 12.798.303 shares (Note 2.1.3 and 25).

NOTE 23 - NATURE AND EXTENT OF RISK ARISING FROM FINANCIAL INSTRUMENTS (Continued)

d. Share capital management

The Company aims to provide returns for shareholders and preserve and increase the value of its portfolio. In order to add value to its portfolio, the Company invests in high yielding marketable securities and other financial instruments, monitors the developments in capital markets other financial institutions, and modifies its portfolio strategy accordingly (Note 2.1.3 and 25).

The half of capital and legal reserve amount are unreturned because of loss for the financial statement as of 31 December 2015 .According to first paragraph of 376th artical of Turkish Commercial Code, if it is seen from the last annual balance sheet that the half of capital and legal reserve total are unreturned because of loss, Board of Directors call a meeting with general assembly and represent remedial measure.

NOTE 24 - FINANCIAL INSTRUMENTS

Fair value of the financial instruments

Fair value is the amount at which a financial instrument could be exchanged in a current transaction between willing parties, other than in a forced sale or liquidation, and is best evidenced by a quoted market price, if one exists.

The estimated fair values of financial instruments have been determined by the Company using available market information and appropriate valuation methodologies. However, judgement is necessarily required to interpret market data to estimate the fair value. Accordingly, the estimates presented here are not necessarily indicative of the amounts the Company could realise in a current market exchange.

The following methods and assumptions were used to estimate the fair value of the financial instruments for which it is practicable to estimate fair value:

a. Financial assets:

Since the shares of Egeli & Co Girişim which is classified as financial asset and whose fair value difference is reflected to profit/loss are traded on stock exchange, quotation price is used in calculating fair value and fair value has found by multpliying the price of shares at the balance sheet date and ownership rate.

Regarding the investment in the subsidiary EGC Gayrimenkul, whose shares are not listed in the stock market, since the subsidiary had not yet started operating, and the subsidiary was acquired on a date close to the reporting period, it was assumed that the acquisition cost approximated the fair value of the purchased shares as of 31 December 2015 and 31 December 2014, and this cost was transferred from the cost value in the EGC Gayrimenkul financial statement.

The fair values of certain financial assets carried at cost, including cash due from banks, are considered to approximate their respective carrying values.

Due to the fair value of financial assets including cash and cash equivalents and other financial assets carried at amortised cost are short term and their probable losses are immaterial, fair value of financial assets are estimaed to approximate to their carrying values

(Amounts expressed in Turkish Lira ("TRY") unless otherwise indicated.)

NOTE 24 - FINANCIAL INSTRUMENTS (Continued)

b. Financial liabilities:

The Company assumes that the carrying values of financial assets and liabilities are close to their fair values, due to their short-term maturity.

The fair value of financial assets and liabilities are determined as follows:

- First level: Financial assets and liabilities are valued at the stock exchange price in an active market for exactly the same assets and liabilities.

- Second level: Financial assets and liabilities are valued with the inputs used to determine a directly or indirectly observable price other than the stock market price of the relevant asset or liability mentioned in the first level.

- Third level: Financial assets and liabilities are valued with inputs that cannot be based on the data observed in the market and used to determine the fair value of the asset or liability.

31 December 2015

Fair value through financial assets in the balance sheet	**Level 1**	**Level 2**	**Level 3**
- Stock exchange securities	1.739.476	-	-
- Subsidiaries and joint ventures	20.167.799	-	-

31 December 2014

Fair value through financial assets in the balance sheet	**Level 1**	**Level 2**	**Level 3**
- Stock exchange securities	4.505.557	-	-
- Subsidiaries and joint ventures	98.990.279	-	-

31 December 2015	**Cost**	**Fair value**	**Book value**
Subsidiaries and joint ventures	34.026.339	20.176.049	20.176.049
Shares	3.162.682	1.739.476	1.739.476
	37.189.021	**21.915.525**	**21.915.525**

31 December 2014	**Cost**	**Fair value**	**Book value**
Subsidiaries and joint ventures	34.403.339	99.400.529	99.400.529
Shares	4.774.539	4.505.557	4.505.557
	39.177.878	**103.906.086**	**103.906.086**

NOTE 25 - SUBSEQUENT EVENTS

Events after the balance sheet date as of 31 December 2015 are as follows;

a) In 18 February 2016 the Company paid with delay its liabilities related to non-publicly traded issued bond coded TRFVYOR21615 and dated 12 February 2016 which is TRY 2.450.000 nominal value

b) Decreasing of best buying price of Egeli & Co Girişim and Egeli & Co Tarım's shares as of 29 March 2016 caused increasing the amounting of TRY 9.108.972 in fair value (which is reflected to the financel statement of the Company) of Egeli & Co Girişim and Egeli & Co Tarım as of 31 December 2015.

c) BİST General Management in 19 February 2016;

- In 18 February 2016 the Company paid with delay its liabilities related to non-publicly traded issued bond coded TRFVYOR21615 and dated 12 February 2016 which is TRY 2.450.000 nominal value,

- The company has over due public and personnel debt as of warning date,

- Because of 12,6 % loss on capital as of 30 September 2015,takin measures make stronger financial condition of the Company as part of 35th artical first paragraph of Quotation Instruction;

- Measures taken by the Company about eliminating loss on equity and leveraging the capital will be asked from the Company to represent on Public Disclosure Platform until 31 March 2016.

According to Quotation Instruction's 35th article;because of the warning on above,shares belong to the Company can be followed to Close Monitoring Market by board desicion.

d) In the board meeting dates 18 February 2016,up to the amounting of TRY 10.000.000 nominal value of Egeli & Co Girişim's shares have been decided to pledge in order to constitute the guarantee of all the credits the Company has been used and is going to use from Odeabank A.Ş. and/or any branch of it,

e) The share capital of the Company is TRY 250.000. The Company's share capital is comprised of 25.000.000 issued shares, each having TRY1 nominal value.Egeli&Co Girişim Group A priliveged shares have been transferred to the Company's main partner "Tan Egeli" for TRY 170.000 in 11 March,2016 and terminal management control has not been changed

f) As it is explained in Note 2.1.3, referring to demand of BİST General directorate,The Company determined the measures taken with the decision which is taken in the meeting dated 29 March 2016 and represented on Public Disclosure Platform ;

- In 28 March 2016, an investment consultancy agreement has been signed with Egeli & Co Portföy Yönetimi A.Ş. which is related company.This agreement has been cancelled to be effective as of 1 April 2016 and detractive measures have been envisaged for general administrative.In conclusion of these measures,the Company has planned 40% disposing on investment consultancy expenses and operational expenses in 2016 compare to 2015.

NOTE 25 - SUBSEQUENT EVENTS (Continued)

- Board of Directors has given to general manager of the Company authorization for to make sell from limited asset according to cash flow position in 29 March 2016.By selling limited asset, needed instant cash will be fund.

- The amounting of TRY 4.000.000 of the short term bank credits TRY 7.000.000 will be paid 48 monthly payment in order to leverage assets and liabilities balanceof the Company. (Note 7).

- Over due public and personnel debt has been paid in warning period.

- The company has started collecting its receivables in order to leverage cash flow.

- In order to optimising assets and liabilities balance of the Company,process has been continuing also for medium and long term right along with short term measures.

NOTE 26 - OTHER ISSUES THAT SIGNIFICANTLY AFFECT THE FINANCIAL STATEMENTS OR OTHER ISSUES REQUIRED FOR THE CLEAR UNDERSTANDING OF FINANCIAL STATEMENTS

Current situation and plans that concerning to going concern of the Company have been explained in Note 2.1.3. (31 December 2014 : None).

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