Aksa Enerji

The leading IPP in Turkey

Investor Presentation 9 September 2015

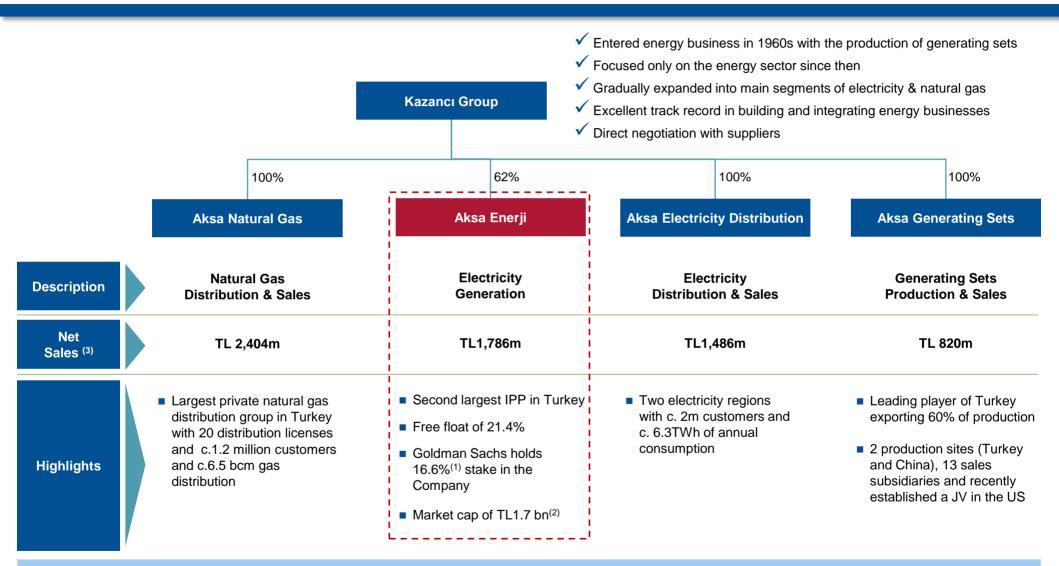


aksa

Key investment highlights



We are part of a dedicated energy group

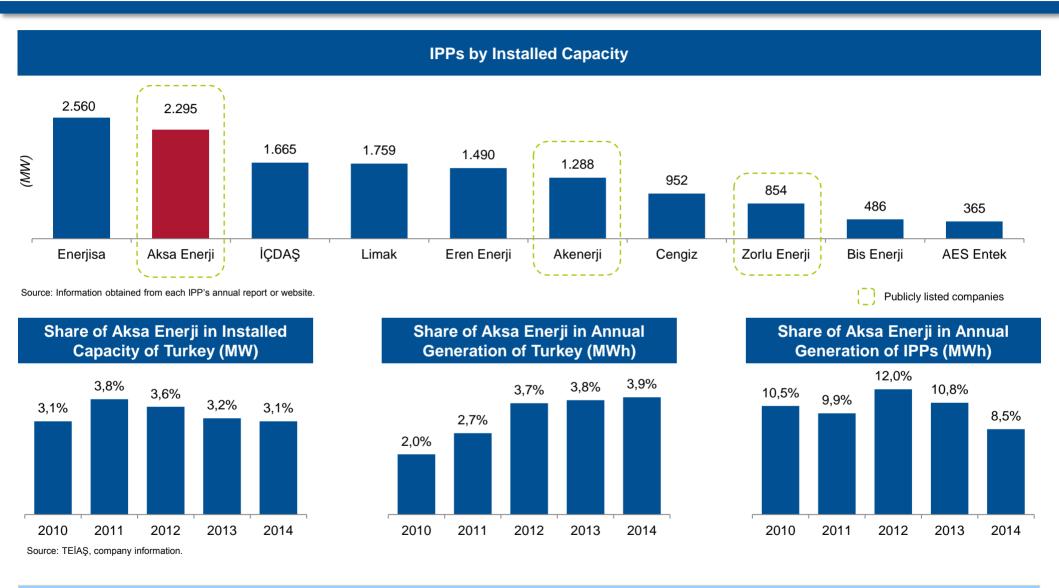


Kazancı Holding is one of the leading fully integrated energy player in Turkey, active in main segments of energy business

(1) Kazancı Holding currently controls the voting right of Goldman Sachs shares.

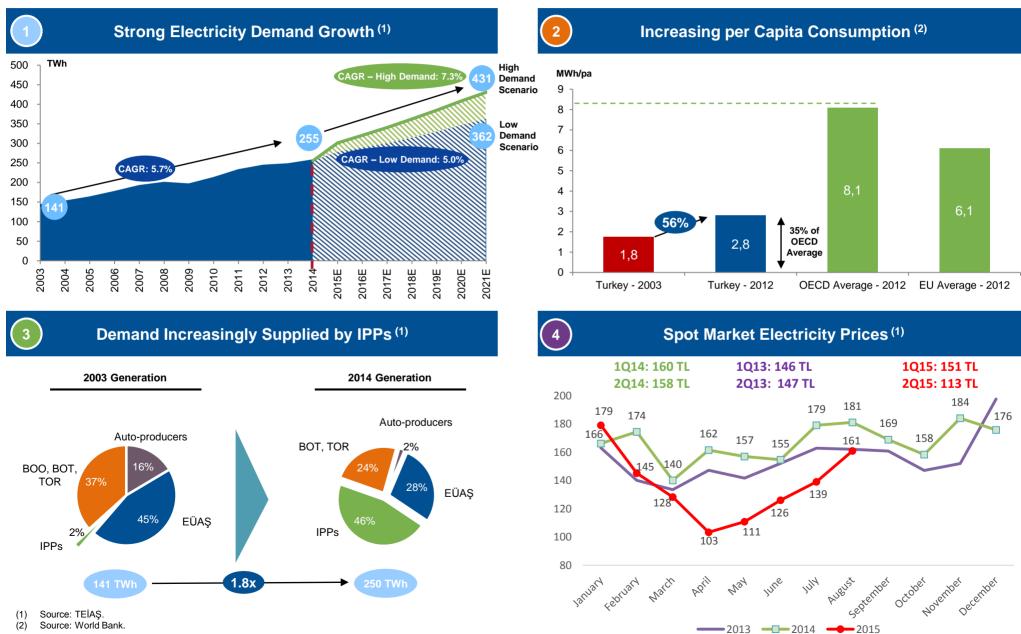
- (2) As at 4 September 2015
- (3) Audited results, 2014

We are the second largest IPP in Turkey with 2,295 MW installed capacity

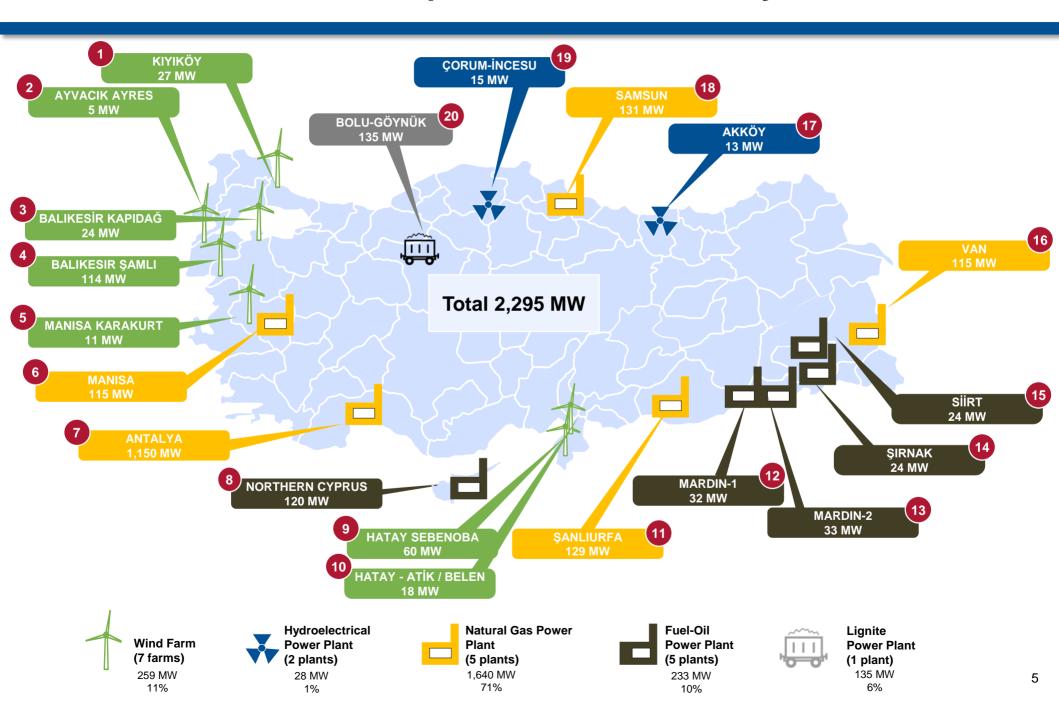


Aksa Enerji is the second largest IPP in Turkey in terms of installed capacity and the largest by far, in terms of publicly traded IPPs.

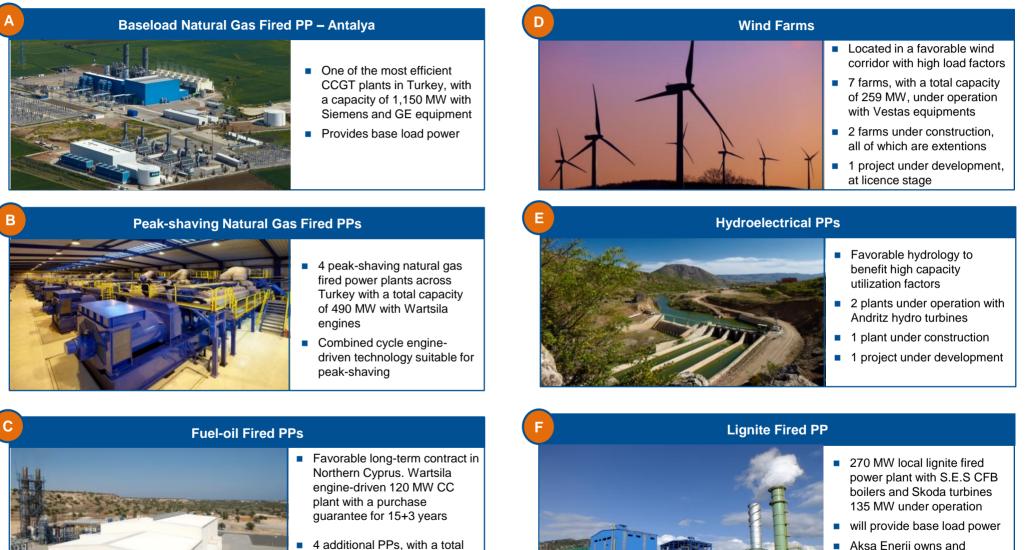
We provide strong exposure to the growing Turkish electricity market



We have 20 assets under operation across Turkey



Each of our assets has key specifications to fortify our strategy



capacity of 113 MW, to benefit

from regional supply shortages

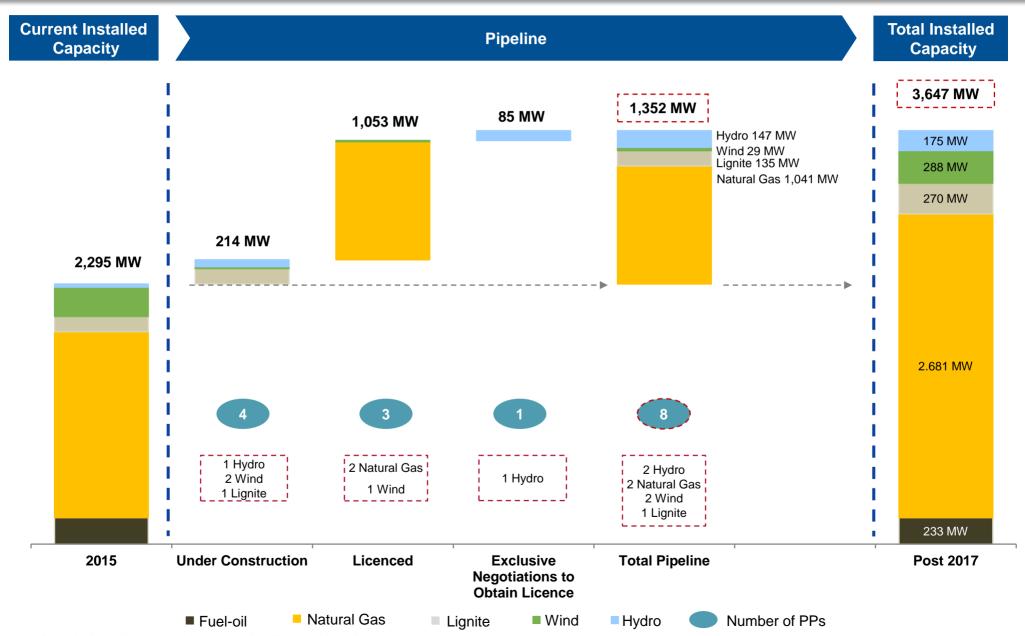
via engine-driven technology

with Wartsila engines

 Aksa Enerji owns and operates the on-site lignite mine which will be sufficient to supply fuel for the lifetime of the plant

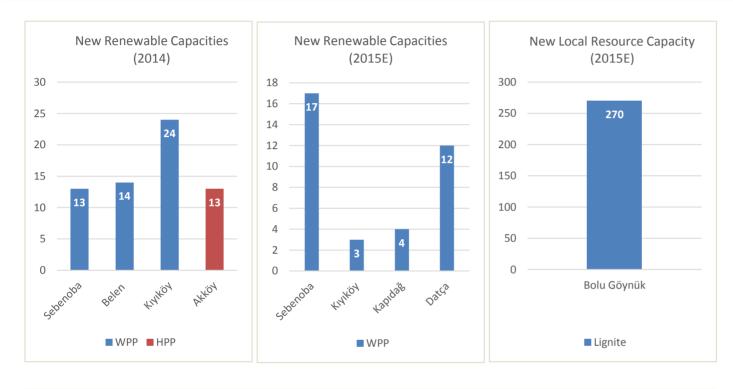
6

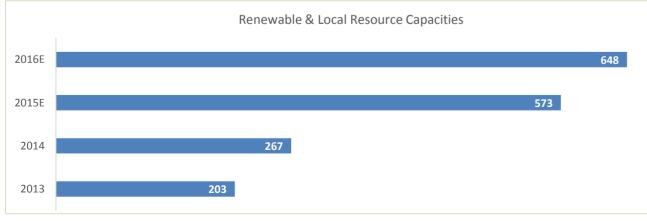
We have a diversified pipeline of 8 projects adding 1,352 MW to our portfolio



(1) Datça wind farm, which is intended to be acquired from Kazancı Holding, is listed under licensed as it is not yet operational.

Cost Reduction-Increasing share of Renewable & Local Resources



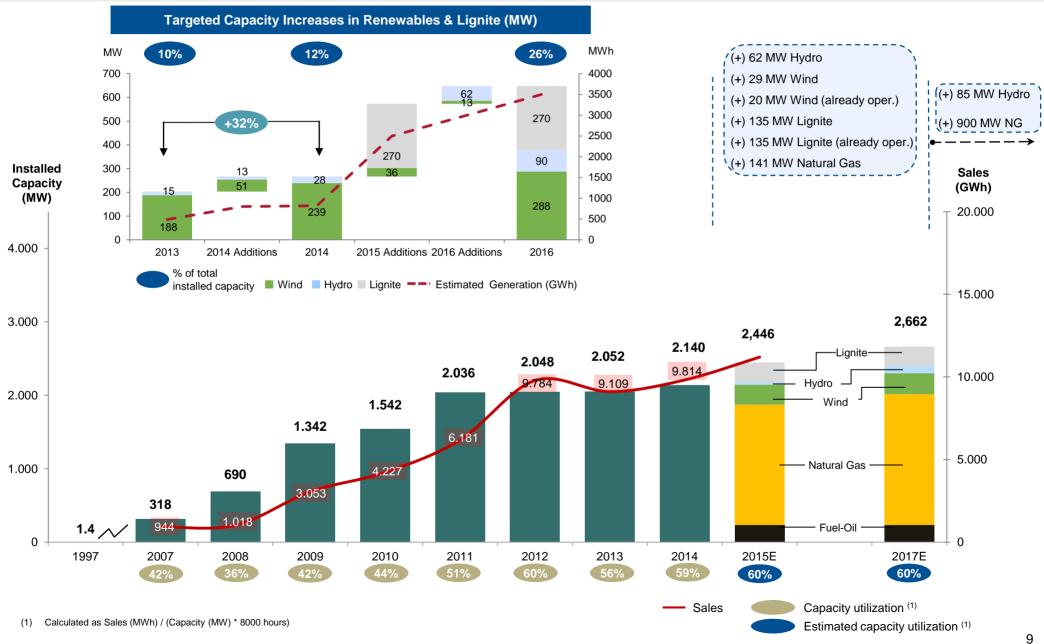


 A total of 88MW has been added to our total installed capacity in 2014, 64MW of which comes from renewables.

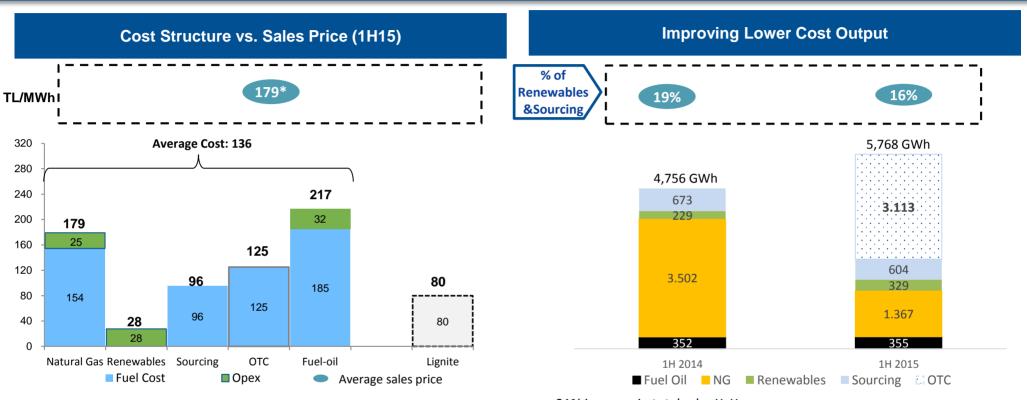
A total of 306MW new capacity is planned to become operational in 2015, all from local and renewable resources.

- 36MW WPP capacity
- 270MW lignite capacity
- 2015E total local & renewable resource capacity to reach 573MW
- EMRA approved the increase in Balıkesir Şamlı WPP's installed capacity from 114 MW to 126,5MW and extention is expected to become operational in 2016.
- Construction at Kozbuku HPP (62MW) is on track and expected be operational by June 2016.

We target to create significant cost improvement with our renewables and lignite fired PP pipeline



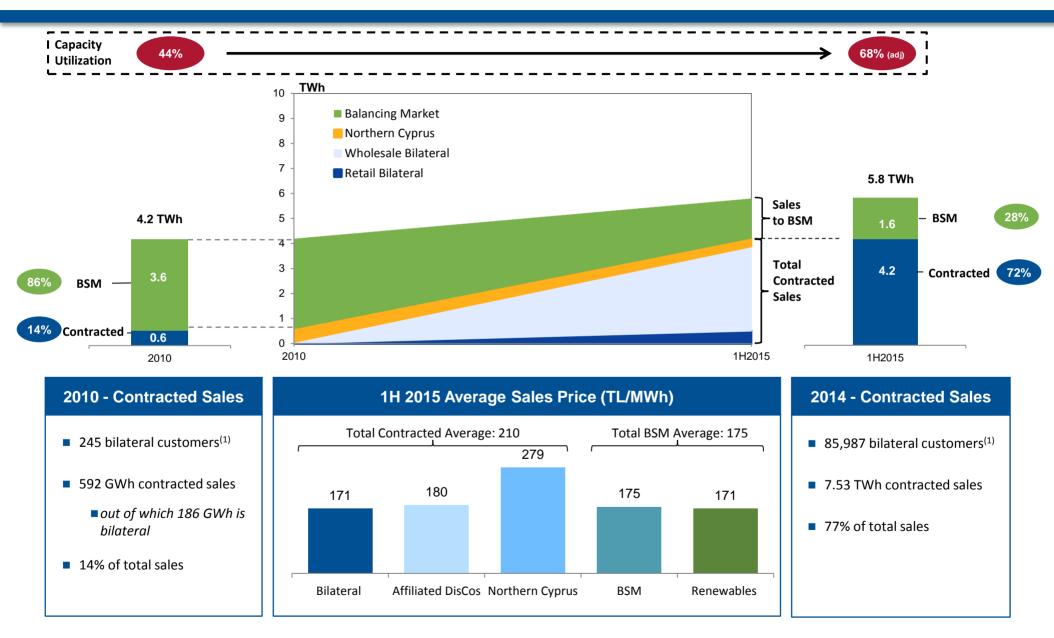
Company Highlights - Cost Structure (TL)



- Blending of more cost-effective renewables and sourcing activities to supply our customers provides us a better cost base.
 - The total «local and renewable resources» pipeline of 311 MW will further decrease our cost base.
 - 270 MW Bolu/Göynük lignite-fired PP fully operational in 2015 at c.80TL cost will significantly decrease the cost of production.
- Despite their high cost base, our fuel-oil fired PPs can provide significant profitability as they can achieve high prices in restricted regions.

- 21% increase in total sales YoY.
- Share of renewables & sourcing has decreased by 3 ppts mainly due to the introduction of OTC volumes to reduce our cost base when spot prices are low.
- Total of 306 MW of local and renewable pipeline to become operational in 2015 (155 MW already operational YtD).
- We are decreasing our generation costs via increasing the share of renewables in generation and sourcing from the BSM at off-peak prices, as well as using OTC market for purchases as a tool to generate better margins.
- Our off-peak sourcing abilities, OTC volumes and purchase amounts to further increase as the contracted sales volume increases.

Company Highlights - Sales mix and prices (TL)

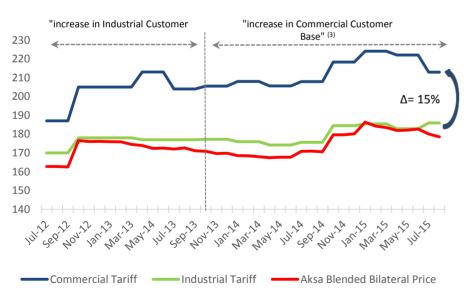


(1) Bilateral customers are contracted by the affiliates of Kazancı Group. Aksa Enerji has contracts with the affiliates of Kazancı Group.

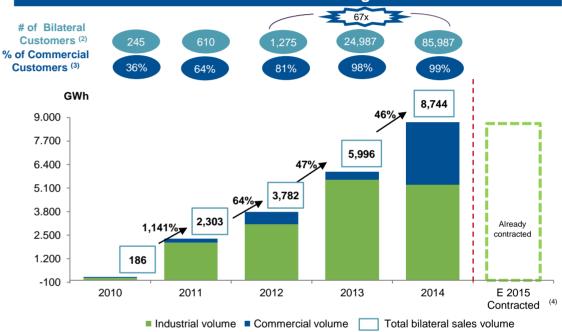
At the same time, we are shifting bilateral mix towards more profitable commercial clients

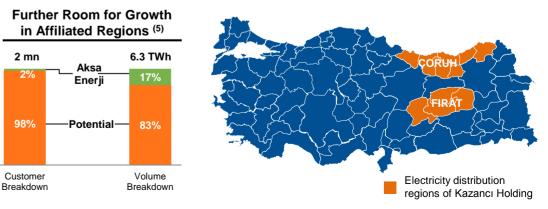


Tariffs and Aksa Bilateral Sales Price (TL/MWh)



Increasing Contracted Volume Supported by Affiliated Distribution Regions



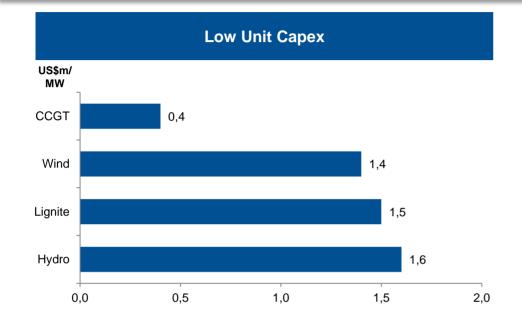


(1) Consumption of eligible customers divided by total consumption.

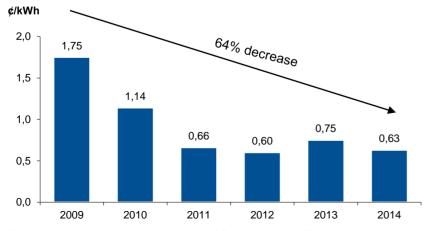
(2) Bilateral customers are contracted by the affiliates of Kazancı Group. Aksa Enerji has contracts with the affiliates of Kazancı Group.

(3) Commercial and household clients. (4) Includes actual contracted and sold as at 1 March 2015 and an estimate for YE. (5) Aksa Enerji are figures based on latest numbers of customers and 2015 contracted volume while the figures of affiliated distribution regions are based on YE2014.

We have successfully increased efficiencies of our CCGT plants and managed to cut our OPEX to improve our cost base



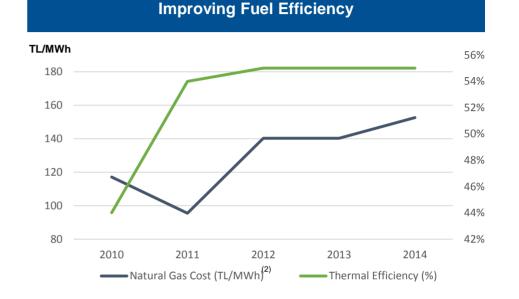
Improving Non-Fuel Cost Efficiency (3)



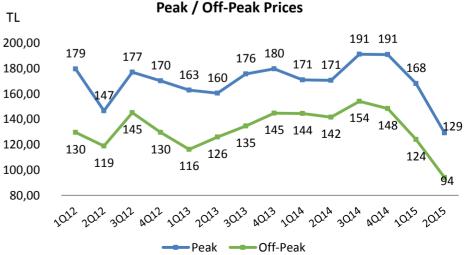
⁽¹⁾ Estimated capex based on budgeted investment of Göynük lignite fired PP.

(2) BOTAS gas prices excluding special consumption tax as end of relevant year converted at year end exchange rates.

(3) Total energy production related costs including cost of production factors (other than direct materials) and operating exp.



Increased Elasticity of Production



Aksa Enerji- Business Update

We have applied for 100MW of solar capacity and are waiting for approval. The investment is expected to start in 2017.

Bolu Göynük's 1st phase (135 MW) became operational in July 2015. 2nd phase (135 MW) is expected to be operational in October.

Sebenoba WPP's extention has been completed and a total of 17 MW installed capacity has become operational in 1H15, increasing the installed capacity of WPPs to 259 MW.

With the additions of Sebenoba and first phase of Bolu Göynük, Aksa Energy's installed capacity increased to 2,295 MW.

We have applied to the Authority to increase our licence capacities in Kıyıköy RES (from 27MW to 100MW) and Kozbükü HES (from 62MW to 81MW).

We have signed an emergency PPA with the Republic of Ghana to install and operate a 370MW HFO plant, which is expected to be operational by the end of 1H2016.

Ghana PPA- To provide fast track USD based cash generation

5 year power purchase agreement (PPA) with Republic of Ghana for installation of a 370MW HFO plant, electricity generation and the guaranteed sale of this energy

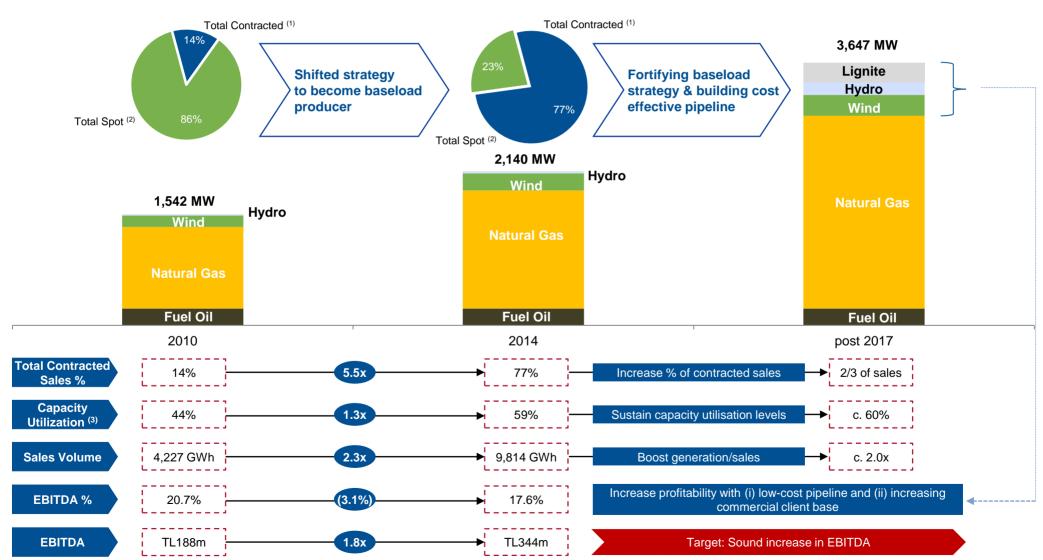
- Approved by the parliament of Republic of Ghana
- Can be extended before the 5 year term is completed
- Electricity generated to be sold in full to Ghana with purchase guarantee and in USD
- Received tariff and licence approval by the Energy Commission of Ghana
- USD based sales to provide a natural hedge decreasing our FX losses
- Samsun CCGT already transformed into HFO to be transferred to Ghana
- To be operational by the end of 1H2016
- To increase our operational profitability significantly
- +100mn EBITDA contribution per annum when fully operational

2015 Guidance – Financials

Sales: 12.7 TWh (70% bilateral and 30% BSM sales) Revenues: TRY 2.5 bn (adjusted) Average Aksa Price: TRY180-185 (vs expected average market price of TRY140) CAPEX: USD 250-280mn (including Ghana) EBITDA: TRY 420-430mn

Tailored strategy to create sound and secure profitability

Evolution of Capacity and Sales Mix



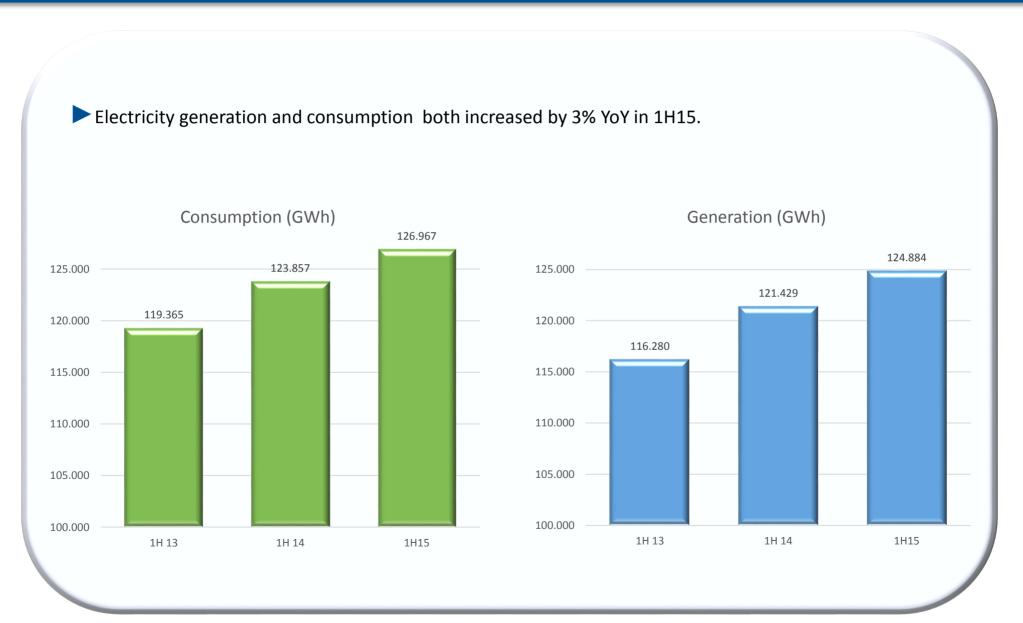
Total contracted sales include bilateral sales, Northern Cyprus sales, exports and sales to affiliated DisCos. (2) Total spot sales include sales to Balancing & Settlement Market, renewable sales and regional sales.
(3) Calculated as Sales (MWh) / (Capacity (MW) * 8000 hours).

The Sector



arsa

Market Highlights- Generation & Consumption

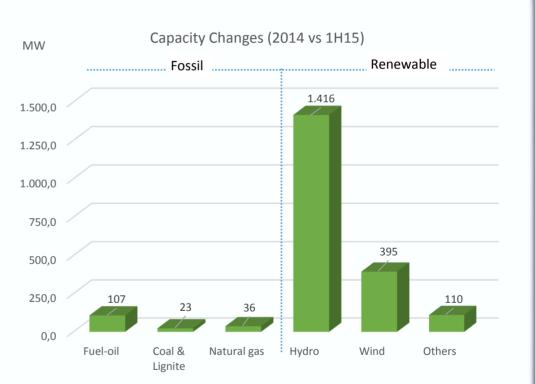


Market Highlights - Installed Capacity

Total installed capacity in Turkey has increased by 2,087 MW Ytd to 71,604 MW in 1H2015, representing an increase of 3%.

The majority of the new capacity came from hydro (1,416MW).

A total of 4,000-4,500MW new capacity could be expected to become operational in 2015.



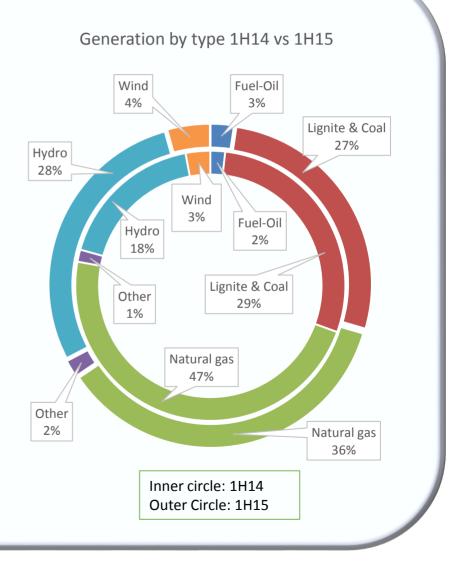
Source of electricity generation in 1H15 changed due to heavy rain and snow fall this year, with hydros producing 28% of the total generation, as opposed to 18% in 1H14.

The change is even more dramatic on a quarterly basis with 34% of total generation coming from hydros, as opposed to 18% in 2Q14.

Capacity Utilisation Rate (CUR) of hydros were 33% in 1H15 vs 22% in 1H14.

The increase in hydro generation was at the expense of generation from natural gas (1H15: 36%; 1H14: 47%) as natural gas is an expensive source of production.

Even generation from lignite & coal, a much cheaper sources, was down by 2 ppts YoY (H15: 27%, 1H14: 29%).



Market Update- Changes in Market and Trade Volumes

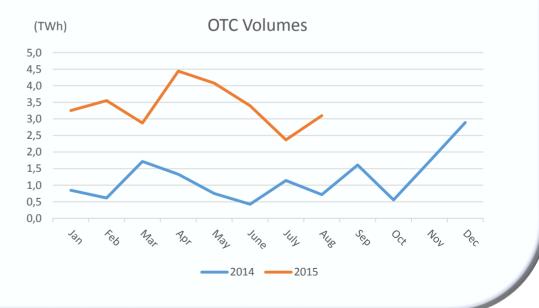
The OTC market is a new platform allowing electricity producers to buy and sell via bilateral agreements amongst them. This is has allowed the production companies a new «bilateral sales» concept in addition to bilateral sales to end users.

In 2014 14.3 TWh of transactions took place in the OTC market. In the first 7 months of 2015 alone, the volume reached 24.0 TWh.

We expect the OTC platform to be a much deeper market with increased amount of transactions.

The OTC platform enables the IPPs to forecast energy prices so it has a very important role for all players for their capacity utilisation, production and price projections.

► We expect OTC to be merged with EPIAS in the long term, where the transactions will be more secure under a regulatory environment.



1H 2015



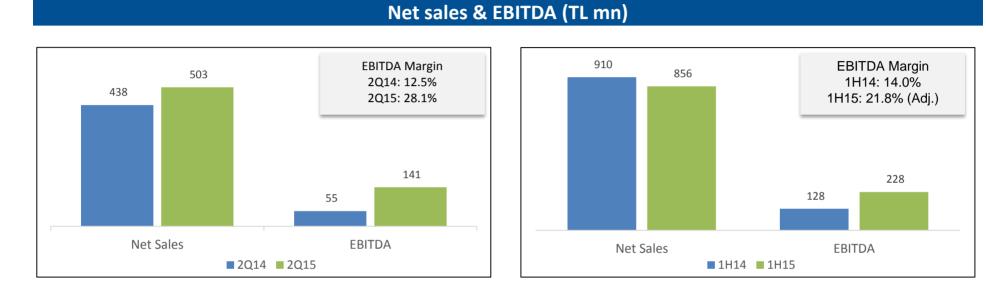
arsal

	Q2 2013	Q2 2014	Q2 2015	YoY Change	1H 2013	1H 2014	1H 2015	YoY Change	Adjusted Q1 2015	Actual 1H 2014	Adjusted 1H 2015	YoY Change
Installed Capacity (MW)	2.048	2.066	2.160	94 MW	2.048	2.066	2.160	94 MW	2.151	2.066	2.160	94 MW
Sales Volume (GWh)	2.174	2.298	2.755	20%	4.139	4.756	5.768	21%	3.013	4.756	5.768	21%
Capacity Utilization Rate	54%	56%	23%	-33 pp	51%	58%	31%	+27 pp	71%	58%	68%	+10 pp
Net Sales (TL mn)	400	438	503	15%	792	910	856	-6%	544	910	1.047	15%
Gross Profit (TL mn)	33	30	120	295%	84	79	178	125%	58	79	178	125%
Operating Inc. (TL mn)	28	25	109	339%	72	69	163	137%	54	69	163	138%
EBITDA (TL mn)	54	55	141	157%	127	128	228	78%	86	128	228	78%
Net Income (TL mn)	-78	46	41	-11%	-57	37	-56	nm	-97	37	-56	nm
EBITDA Margin	13,6%	12,5%	28,1%	+15.6 pp	16,1%	14,0%	26,6%	+12.6 pp	15,9%	14,0%	21,8%	+7.8 pp
Operating Profit Margin	7,1%	5,7%	8,2%	+2.5 pp	9,0%	8,0%	19,0%	+11 pp	9,9%	8,0%	15,6%	+7.6 pp

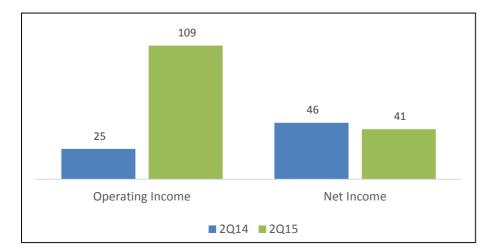
1H 2015 Results - Adjusted

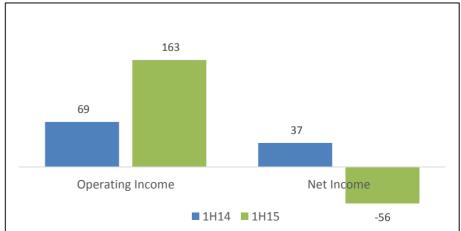
	1Q 2015		20	2Q 2015		1H 2015
	MWh	TL/MWh	MWh	TL/MWh	MWh	TL/MWh
Bilateral Agreements (end user)	204.998	171,52	37.305	169,83	242.302	171,26
Northern Cyprus	170.814	261,78	168.578	295,81	339.393	278,68
Renewable Market (BSM Renewable)	99.740	168,52	104.792	173,62	204.531	171,13
BSM (excl Renewables& Regional Sales)	1.081.536	170,86	326.144	190,81	1.407.680	175,48
Affiliated DisCos	107.683	179,69	353.160	180,24	460.843	180,11
SALES FROM PRODUCTION	1.664.770	181	989.979	202,31	2.654.749	189
SALES via AKSA TOPTAN (OTC)	316.521		315.548		632.408	
SALES via AKSA TOPTAN (end user)	1.031.884		1.449.271		2.480.816	
TOTAL SALES	3.013.175	177,3	2.754.797	178,7	5.767.973	179,5

Financial highlights 1H 2015 Consolidated income statement

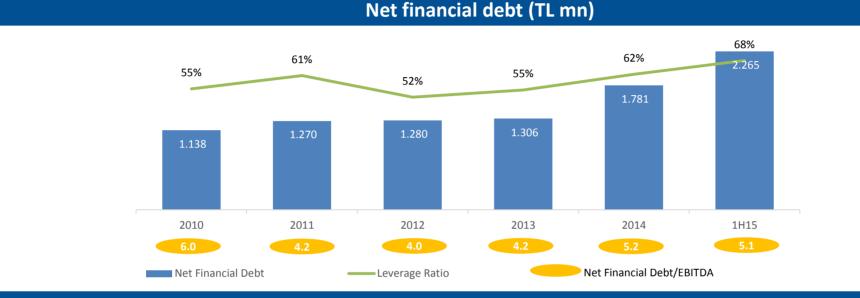


Operating income & Net income (TL mn)

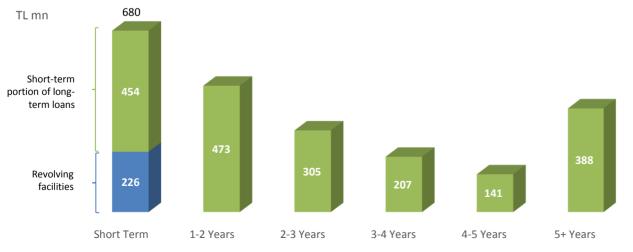




Financial highlights 1H 2015 Net financial debt and repayment schedule



Repayment schedule of short and long term notes (TL mn)



Part of the short term portion of the long term loans are being hedged against major currency moves.

In 2015 so far, \$121mn has been hedged for 1H15 \$19mn of which is currently open.

30% of our bank loans is in TL, 52% is in USD and 18% in EUR.

Financial Highlights 1H 2015



elKSel

Consolidated income statement

(TL mn)	2011	2012	2013	2014	1Q 2015	2Q 2015	1H 2014	1H 2015
Net sales	1315,4	1840,6	1786,0	1957,4	353,4	502,9	910,4	856,4
Cost of sales	-1088,0	-1604,0	-1565,9	-1710,8	-295,4	-383,4	-831,5	-678,8
Gross profit	227,4	236,6	220,1	246,6	58,0	119,6	78,8	177,6
Gross profit margin	17%	13%	12%	13%	16%	24%	9%	21%
General & administrative costs	-16,0	-16,7	-18,0	-22,2	-4,0	-11,3	-9,3	-15,3
Sales and marketing costs	-3,0	-2,1	-2,0	-2,0	-0,1	-0,1	-0,8	-0,2
Research & development costs	0,0	0,0	0,0	0,0	0,0	0,0	0,0	0,0
Other operating income	0,0	6,7	5,0	3,8	1,9	1,7	3,0	3,6
Other operating expenses (-)	0,0	-21,4	-8,7	-18,5	-2,2	-0,6	-3,0	-2,8
Operating income	208,3	203,0	196,3	207,6	53,6	109,3	68,7	162,9
Operating income margin	15,8%	11,0%	11,0%	10,6%	15,2%	21,7%	7,5%	19,0%
Goodw ill income/(expense)	0,0	0,0	0,0	0,0	0,0	0,0	0,0	0,0
Other income/(expense)	-51,3	0,0	0,0	0,0	0,0	0,0	0,0	0,0
Financing income/(expense)	-273,5	23,2	351,6	199,6	67,3	29,3	143,1	96,6
Earnings before income tax	-116,5	226,5	-156,1	26,6	-113,1	41,1	37,6	-72,0
EBT margin	-8,9%	12,3%	-8,7%	1,4%	-32,0%	8,2%	4,1%	-8,4%
Тах	-5,5	-6,6	22,8	12,8	16,5	-0,1	-1,0	16,3
Netincome	-122,0	219,9	-133,3	39,4	-96,6	41,0	36,6	-55,6
Net income margin	-9,3%	11,9%	-7,5%	2,0%	-27,3%	8,2%	4,0%	-6,5%
EBITDA	300,8	323,1	311,8	343,9	86,4	141,2	127,9	227,6
EBITDA margin	22,9%	17,6%	17,5%	17,6%	24,5%	28,1%	14,0%	26,6%

Consolidated balance sheet

Asse	ets	2012	2013	2014	1Q 2013	1Q 2014	1Q 2015	1H 2013	1H 2014	1H 2015
Cash	and cash equivalents	40,6	22,3	34,2	101,6	127,6	79,1	29,1	19,6	31,4
Trade	e receivables net	245,9	142,3	88,7	227,2	115,0	23,8	284,8	133,7	52,1
Due f	rom related parties and shareholders	593,9	0,0	4,4	252,4	0,0	0,0	4,9	0,0	8,3
Inven		135,5	250,0	269,2	183,1	223,9	292,7	179,8	239,5	364,9
Deriva	ative Financial Instruments	-	2,7	2,7	_	1,8	4,6	3,1	0,0	0,0
	r current assets	84,6	77,4	116,6	59,2	71,9	150,2	74,1	89,0	139,7
Total	l current assets	1100,8	494,7	515,8	823,4	540,2	550,5	575,9	481,9	596,4
	e receivables	-	1,3	0,0	_	0,1	0,0	284,8	133,7	52,1
	stments	1,6	1,5	1,9	1,7	1,5	1,9	1,5	1,5	4,4
PP&E		1627,3	2109,7	2730,0	1626,6	2301,8	2835,8	1942,4	2463,9	2929,8
Good		9,5	7,1	7,1	9,5	7,1	7,1	9,5	7,1	7,1
Intang		1,7	1,9	1,9	1,7	1,9	1,9	1,8	1,8	1,9
	r non-current assets	87,0	113,2	80,6	118,5	99,0	82,3	133,7	38,2	101,5
	rred tax assets	4,1	36,7	56,2	4,1	39,1	94,7	4,1	37,4	98,9
	I non-current assets	1731,2	2271,4	2877,7	1762,1	2450,4	3023,7	2096,5	2550,2	3143,6
Total	lassets	2832,0	2766,1	3393,5	2585,5	2990,6	3574,1	2672,3	3032,1	3740,0
Liabi	ilities	2012	2013	2014	1Q 2013	1Q 2014	1Q 2015	1H 2013	1H 2014	1H 2015
Finan	ncial liabilities	564,3	265,6	439,6	288,8	306,1	501,5	281,5	351,1	664,7
rade	e payables, net	284,7	326,1	431,8	303,6	323,1	547,9	322,5	321,0	388,0
Due to	o Related Parties and Shareholders	_	10,3	0,0	_	0,1	7,1	0,0	3,7	0,0
Taxat	tion payable on income	6,6	7,5	9,6	3,9	3,8	1,5	2,7	3,2	3,4
Other	r payables and accrued liabilities	11,7	14,8	15,8	17,3	21,4	17,9	17,0	16,0	14,1
Total	l current liabilities	867,3	624,3	898,3	613,6	654,5	1075,9	624,7	696,9	1074,4
Long-	-term financial liabilities	756,4	1062,7	1375,8	742,6	1271,9	1451,2	889,8	1225,7	1583,7
Retire	ement pay provision	2,2	3,0	5,2	2,4	3,2	5,6	3,2	3,9	5,8
Other	r liabilities	-	1,3	0,0	-	0,1	0,0	3,6	0,4	0,0
	rred tax liability	2,9	3,5	4,8	2,9	0,1	25,2	2,9	1,1	26,8
Long	g Term Liabilities	761,5	1070,5	1385,8	747,9	1275,4	1482,0	899,6	1231,1	1616,3
Paid i	in capital	615,2	615,2	615,2	615,2	615,2	615,2	615,2	615,2	615,2
	eral reserves	121,0	340,3	207,0	340,7	207,0	246,4	340,3	207,0	246,4
	e premium	247,4	247,4	247,4	247,4	247,4	247,4	247,4	247,4	247,4
	Flow Hedge Reserve	-	2,1	1,0	0,0	1,4	0,2	2,1	-1,5	-3,3
	rofit for the year	219,9	-133,3	39,4	20,8	-9,6	-96,6	-56,8	36,6	-55,6
Shar	eholder's equity	1203,2	1071,3	1109,4	1224,0	1061,3	1012,6	1148,1	1104,2	1049,3
Total	I liabilities and equity	2832,0	2766,1	3393,5	2585,5	2991,2	3570,4	2672,3	3032,1	3740,0

(TLmn)	2010	2011	2012	2013	2014	1H 2013	1H 2014	1H 2015
Net income (loss) before tax	84,7	-116,5	226,5	-156,1	26,6	-51,8	37,6	-72,0
Depreciation and amortisation	71,7	92,5	105,3	111,8	121,5	52,5	59,2	65,5
Other adjustments	14,7	231,2	-53,1	193,9	82,0	83,9	-7,7	194,2
Change in w orking capital	18,64	-20,3	-189,5	7,5	123,6	-63,5	71,0	-163,7
Operating cash flows	189,8	187,0	89,2	157,1	353,8	21,1	160,1	24,1
Purchased of PP&E	-400,9	-330,2	-130,4	-395,7	-676,7	-199,3	-413,2	-265,3
Investing cash flows	-419,7	-334,6	-116,9	-395,4	-677,1	-198,9	-413,2	-267,8
Financing cash flows	291,9	179,5	-41,9	220,0	335,3	166,3	250,4	240,9
Net cash flow s	62,0	31,8	-69,6	-18,2	11,9	-11,5	-2,8	-2,9

Appendix



aksal

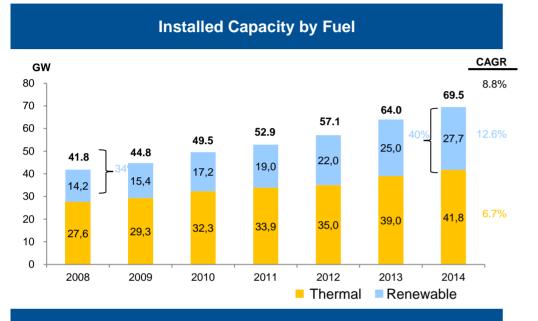
Operating (Current)

Power Plant	License Owner	Fuel Type	Installed Capacity (MW)	%
Mardin-1	Aksa Energy	Fuel-oil	32	
Mardin-2	Rasa Elektrik	Fuel-oil	33	
Northern Cyprus	Aksa Cyprus	Fuel-oil	120	
İdil (Şırnak)	İdil İki Energy	Fuel-oil	24	
Siirt	Siirt Akköy	Fuel-oil	24	
Total Fuel-Oil fired p	ower plants		233	10%
Antalya NGCC	Aksa Energy	Natural Gas	1.150	
Manisa NGCC	Aksa Energy	Natural Gas	115	
Van	Rasa Energy	Natural Gas	115	
Samsun	Aksa Energy	Natural Gas	131	
Şanlı Urfa	Rasa Energy	Natural Gas	129	
Total Natural Gas fire	ed power plants		1.640	71%
Balıkesir Şamlı	Baki	Wind	114	
Hatay Sebenoba	Deniz	Wind	60	
Manisa Karakurt	Deniz	Wind	11	
Ayvacık	Ayres	Wind	5	
Kapıdağ	Kapıdağ	Wind	24	
Belen / Atik	Aksa	Wind	18	
Кıyıköy	Alenka	Wind	27	
Total Wind power pl	ants		259	11%
Çorum İncesu	Aksa Energy	Hydro	15	
Akköy	Siirt Akköy	Hydro	13	
Total Hydro power p	lants		28	1%
Bolu Göynük	Aksa Göynük	Lignite	135	
Total Lignite fired po	ower plants		135	6%
Total Power Plants			2.295	

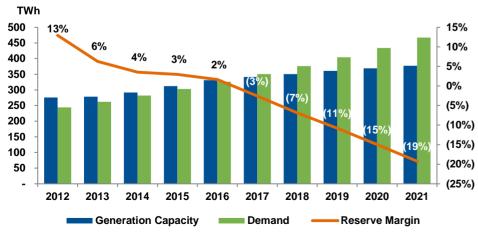
Planned Acquisitions from Kazancı Holding									
Power Plant	Investment	License Owner	Fuel Type	Additional Capacity (MW)	Completion Year				
Datça	Licenced	Kazancı Holding	Wind	12	2015				
				12					
	Under Construction								
Bolu Göynük	Greenfield	Aksa	Lignite	135	2015				
Kapıdağ	Extension	Kapıdağ	Wind	4	2015				
Şamlı	Extension	Baki	Wind	13	2016				
Kozbükü	Greenfield	ldil Iki	Hydro	62	2016				
				214					
			Licenced						
Şanlı Urfa	Şanlı Urfa	Rasa	Natural Gas	141	2017				
Antalya	Antalya	Aksa	Natural Gas	900	2018				
				1.041					
Exclusive Negotiations to Obtain Licence									
Şahinkaya	Ordu	Aksa	Hydro	85	2021				
				85					
Total				1.352					

- Planned acquisition from Kazancı Holding:
 - Datça 12 MW WPP licence
- Construction work is in progress for one lignite fired PP and four renewable projects:
 - 135 MW local lignite fired PP (2nd phase)
 - 17 MW WPP
 - 62 MW HPP
- 1,141 MW of licenced projects:
 - Extention licences for our natural gas fired PP
- 85 MW of HPP project with storage in exclusive negotiations to obtain licence

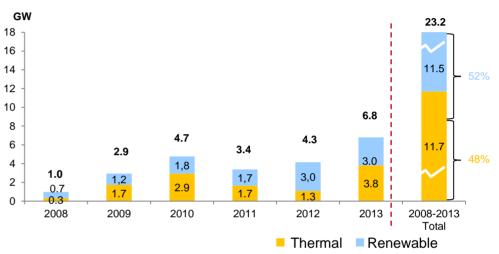
Turkish power market



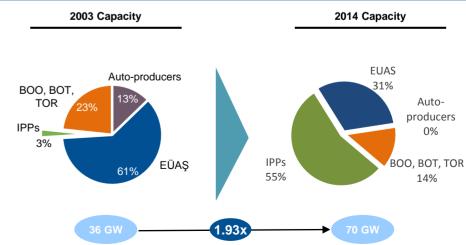
Reserve Margin Projections High Demand Scenario ⁽¹⁾



Annual Installed Capacity Increases



Installed Capacity Breakdown by Producer



Source: TEİAŞ.

(1) Generation capacity projections based on TEIAŞ 2012-2021 capacity projections scenario 1 and demand projections based on TEIAŞ 2012-2021 capacity projections high demand scenario. Reserve margin calculated as (generation capacity – demand) / demand.

Contact- Investor Relations

Özlem McCann Head of IR

Ozlem.McCann@aksa.com.tr

+90 216 681 1053

Rüzgarlıbahçe Mah. Selvi Çıkmazı No:10 Kavacık Beykoz, İstanbul