

TACİRLER YATIRIM MENKUL DEĞERLER A.Ş.

**CONVENIENCE TRANSLATION INTO ENGLISH OF
CONSOLIDATED FINANCIAL STATEMENTS
FOR THE PERIOD OF 1 JANUARY - 31 DECEMBER 2014
TOGETHER WITH INDEPENDENT AUDITOR'S REPORT
ORIGINALLY ISSUED IN TURKISH**

TACİRLER YATIRIM MENKUL DEĞERLER A.Ş.

CONVENIENCE TRANSLATION INTO ENGLISH OF THE CONSOLIDATED FINANCIAL STATEMENTS AT 31 DECEMBER 2014 (ORIGINALLY ISSUED IN TURKISH)

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**CONVENIENCE TRANSLATION INTO ENGLISH OF
INDEPENDENT AUDITOR'S REPORT
ORIGINALLY ISSUED IN TURKISH**

INDEPENDENT AUDITOR'S REPORT

To the Board of Directors of Tacirler Yatırım Menkul Değerler A.Ş.;

Report on the Consolidated Financial Statements

1. We have audited the accompanying consolidated financial statements of Tacirler Yatırım Menkul Değerler A.Ş. (the "Company") and its Subsidiaries (collectively referred to as the "Group"), which comprise the consolidated statement of financial position balance sheet as at 31 December 2014 and consolidated statement of profit or loss and other comprehensive income, consolidated statement of changes in equity and consolidated statement of cash flows for the period then ended and a summary of significant accounting policies and other explanatory notes.

Management's Responsibility for the Consolidated Financial Statements

2. The Group's management is responsible for the preparation and fair presentation of these consolidated financial statements in accordance with Turkish Accounting Standards and for such internal control as management determines is necessary to enable the preparation of consolidated financial statements that are free from material misstatement, whether due to fraud or error.

Independent Auditor's Responsibility

3. Our responsibility is to express an opinion on these consolidated financial statements based on our audit. Our audit was conducted in accordance with standards on auditing issued by the Capital Markets Board of Turkey and Independent Auditing Standards that part of Turkish Standards on Auditing issued by the Public Oversight Accounting and Auditing Standards Authority. Those standards require that ethical requirements are complied with and that the audit is planned and performed to obtain reasonable assurance whether the consolidated financial statements are free from material misstatement.

An independent audit involves performing procedures to obtain evidence about the amounts and disclosures in the consolidated financial statements. The procedures selected depend on independent auditor's professional judgment, including the assessment of the risks of material misstatement of the consolidated financial statements, whether due to error or fraud. In making those risk assessments, the independent auditor considers internal control relevant to the entity's preparation and fair presentation of the consolidated financial statements in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the entity's internal control. An independent audit includes also evaluating the appropriateness of accounting policies used and the reasonableness of accounting estimates made by management, as well as evaluating the overall presentation of the consolidated financial statements.

We believe that the independent audit evidence we have obtained during our audit is sufficient and appropriate to provide a basis for our audit opinion.



Opinion

4. In our opinion, the consolidated financial statements present fairly, in all material respects, the financial position of ABC A.Ş.(and its Subsidiaries as at 31 December 2014 and their financial performance and cash flows for the period then ended in accordance with Turkish Accounting Standards.

Other Responsibilities Arising From Regulatory Requirements

5. In accordance with subparagraph 4 of Article 402 of the TCC; no significant matter has come to our attention that causes us to believe that the Company's bookkeeping activities for the period 1 January – 31 December 2014 is not in compliance with the code and provisions of the Company's articles of association in relation to financial reporting.
6. In accordance with subparagraph 4 of Article 402 of the TCC; the Board of Directors submitted to us the necessary explanations and provided required documents within the context of audit.

Başaran Nas Bağımsız Denetim ve
Serbest Muhasebeci Mali Müşavirlik A.Ş.
a member of
PricewaterhouseCoopers

Haluk Yalçın, SMMM
Partner

Istanbul, 11 March 2015

TACİRLER YATIRIM MENKUL DEĞERLER A.Ş.**CONVENIENCE TRANSLATION INTO ENGLISH OF AUDITED
CONSOLIDATED STATEMENT OF FINANCIAL POSITION (BALANCE SHEET)
AT 31 DECEMBER 2014****(ORIGINALLY ISSUED IN TURKISH)**

(Amounts expressed in thousands Turkish Lira ("TL") unless otherwise stated.)

ASSETS	Notes	Current Period 31 December 2014	Prior Period 31 December 2013
Current assets:			
Cash and cash equivalents	3	49,395,925	44,303,605
Financial investments	4	26,268,940	31,384,777
Trade receivables			
- <i>Trade receivables due from related parties</i>	21	159,945	56,450
- <i>Trade receivables due from other parties</i>	6	71,355,346	58,714,840
Other receivables			
- <i>Other receivables due from other parties</i>	7	1,853,369	219,887
Prepaid expenses	12	3,906,487	162,412
Current tax assets	13	101,352	24,508
Other current assets		23,704	33,546
Total current assets		153,065,068	134,900,025
Non-current assets:			
Financial investments	4	27,854,601	32,610,018
Other receivables			
- <i>Other receivables due from other parties</i>		680,332	394,356
Property and equipment	8	14,000,725	14,300,240
Intangible assets	9	496,832	447,878
Prepaid expenses	12	882,520	524,993
Total non-current assets		43,915,010	48,277,485
Total assets		196,980,078	183,177,510

The financial statements for the year ended 31 December 2014 have been approved by the Board of Directors on 11 March 2015. General Assembly has the power to amend the financial statements.

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

TACİRLER YATIRIM MENKUL DEĞERLER A.Ş.**CONVENIENCE TRANSLATION INTO ENGLISH OF AUDITED
CONSOLIDATED STATEMENT OF FINANCIAL POSITION (BALANCE SHEET)
AT 31 DECEMBER 2014
(ORIGINALLY ISSUED IN TURKISH)**

(Amounts expressed in thousands Turkish Lira ("TL") unless otherwise stated.)

	Notes	Current Period 31 December 2014	Prior Period 31 December 2013
LIABILITIES			
Current liabilities:			
Financial liabilities	5	32,756,183	19,558,098
Trade payables			
- Trade payables due to related parties	21	28,422	1,220,285
- Trade payables due to other parties	6	30,102,621	34,518,116
Other payables			
- Other payables due to other parties	7	712,553	1,138,257
Current income tax liabilities	19	460,092	277,252
Employee termination benefits liabilities		22,570	-
Provisions			
- Short term provisions for employee benefits	11	235,951	112,073
- Other short term provisions	11	1,430,675	260,715
Other short term liabilities		40,636	66,417
Total current liabilities		65,789,703	57,151,213
Non-current liabilities:			
Financial liabilities	5	3,846,358	5,487,839
Provisions for employee benefits	11	790,714	464,446
Deferred tax liabilities	19	220,097	251,228
Total non-current liabilities		4,857,169	6,203,513
SHAREHOLDERS' EQUITY			
Share capital	14	75,000,000	75,000,000
Adjustment to share capital	14	22,660,903	22,660,903
Other comprehensive income/expense not to be reclassified to profit or loss			
Actuarial losses (-)		(533,979)	(93,317)
Restricted reserves	14	3,903,812	3,903,812
Retained earnings		17,397,564	10,831,989
Net income for the period		7,168,616	6,565,575
Equity attributable to equity holders of the parent		125,596,916	118,868,962
Minority interests	14	736,290	953,822
Total shareholders' equity		126,333,206	119,822,784
Total liabilities and shareholders' equity		196,980,078	183,177,510

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

TACİRLER YATIRIM MENKUL DEĞERLER A.Ş.**CONVENIENCE TRANSLATION INTO ENGLISH OF
AUDITED CONSOLIDATED STATEMENT OF PROFIT OR LOSS AND OTHER
COMPREHENSIVE INCOME FOR THE PERIOD****1 JANUARY - 31 DECEMBER 2014****(ORIGINALLY ISSUED IN TURKISH)**

(Amounts expressed in Turkish lira ("TL") unless otherwise indicated.)

	Notes	Current period 1 January - 31 December 2014	Prior Period 1 January - 31 December 2013
CONTINUING OPERATIONS:			
Revenue	15	10,615,904,710	13,490,422,894
Cost of sales (-)	15	(10,593,133,722)	(13,474,205,749)
Gross profit		22,770,988	16,217,145
Marketing, selling and distribution expenses (-)	16, 17	(1,795,974)	(1,391,838)
General administrative expenses (-)	16, 17	(23,574,265)	(19,334,127)
Other operating income	18	15,695,646	17,713,057
Other operating expenses (-)	18	(3,821,310)	(4,937,089)
Operating profit		9,275,085	8,267,148
Tax expense from continuing operations			
- Taxes on expense (-)	19	(2,053,681)	(1,857,178)
- Deferred tax income/(expense)	19	9,415	44,410
Profit from continuing operations		7,230,819	6,454,380
Profit attributable to			
Minority interest	14	62,203	(111,195)
Equity holders of the parent	20	7,168,616	6,565,575
Earnings per share with nominal value of TL 0,5	20	0.0048	0.0043
Other comprehensive expense		(440,662)	(93,317)
Not to be reclassified to profit or loss			
<i>Actuarial losses</i>		(550,828)	(116,646)
<i>Deferred tax income</i>		110,166	23,329
Total comprehensive income		6,790,157	6,361,063
Total comprehensive income attributable to			
Minority interest		62,203	(111,195)
Equity holders of the parent		6,727,954	6,472,258

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

TACİRLER YATIRIM MENKUL DEĞERLER A.Ş.

**CONVENIENCE TRANSLATION INTO ENGLISH OF AUDITED CONSOLIDATED STATEMENT OF CHANGES
IN EQUITY FOR THE YEAR ENDED 31 DECEMBER 2014
(ORIGINALLY ISSUED IN TURKISH)**

(Amounts expressed in Turkish lira ("TL") unless otherwise indicated.)

	Paid Capital	Adjustments to share capital	Comprehensive expense not to be reclassified to profit or loss	Restricted reserves	Retained earnings	Income for the period	Equity holders of the parent	Minority interests	Total shareholders equity
1 January 2013	15,000,000	22,660,903	-	3,903,812	61,496,898	9,335,091	112,396,704	2,456,543	114,853,247
Transfer to reserves	-	-	-	-	9,335,091	(9,335,091)	-	-	-
Capital increase	60,000,000	-	-	-	(60,000,000)	-	-	-	-
Total comprehensive income	-	-	(93,317)	-	-	6,565,575	6,472,258	(111,195)	6,361,063
Dividend payment	-	-	-	-	-	-	-	(36,306)	(36,306)
The effect of the change in the ownership of subsidiaries on the capital	-	-	-	-	-	-	-	(1,355,220)	(1,355,220)
31 December 2013	75,000,000	22,660,903	(93,317)	3,903,812	10,831,989	6,565,575	118,868,962	953,822	119,822,784
1 January 2014									
Transfer to reserves	75,000,000	22,660,903	(93,317)	3,903,812	10,831,989	6,565,575	118,868,962	953,822	119,822,784
Transfer to reserves	-	-	-	-	6,565,575	(6,565,575)	-	-	-
Total comprehensive income	-	-	(440,662)	-	-	7,168,616	6,727,954	62,203	6,790,157
The effect of the change in the ownership of subsidiaries on the capital	-	-	-	-	-	-	-	(279,735)	(279,735)
31 December 2014	75,000,000	22,660,903	(533,979)	3,903,812	17,397,564	7,168,616	125,596,916	736,290	126,333,206

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

TACİRLER YATIRIM MENKUL DEĞERLER A.Ş.

CONVENIENCE TRANSLATION INTO ENGLISH OF AUDITED CONSOLIDATED STATEMENT OF CASH FLOWS FOR THE YEAR ENDED 31 DECEMBER 2014 (ORIGINALLY ISSUED IN TURKISH)

(Amounts expressed in Turkish lira ("TL") unless otherwise indicated.)

	Notes	Current period 1 January - 31 December 2014	Prior Period 1 January - 31 December 2013
Net profit for the period		7,230,819	6,454,380
Adjustments to net income:			
Depreciation and amortization expenses	8, 9	1,313,974	1,343,514
Adjustments related to provision for employment termination benefits	11	175,241	117,213
Adjustments related to provision for unused vacation	11	98,510	51,920
Financial income/(expense), net	19, 20	(2,827,561)	991,046
Adjustments related to tax expenses	21	2,044,266	1,812,768
Operating profit before changes in assets and liabilities:			
Adjustments related to changes in trade receivables		(12,640,506)	31,584,507
Adjustments related to changes in receivables due from related parties		(103,495)	596,455
Adjustments related to changes in financial investments		9,871,254	7,957,402
Adjustments related to changes in other assets		(5,241,115)	(310,205)
Adjustments related to changes in financial leases		(1,484,803)	(1,341,797)
Adjustments related to changes in financial liabilities		13,041,407	(2,504,962)
Adjustments related to changes in trade payables		(4,415,105)	(22,825,017)
Adjustments related to changes in payables due to related parties		(1,192,253)	(5,538,747)
Adjustments related to changes in other payables		483,327	(243,939)
Net cash provided by operating activities:		6,353,960	18,144,538
Purchase of property and equipment	8	(994,249)	(788,409)
Purchase of intangible assets	9	(245,477)	(296,558)
Dividends received	19	574,686	44,583
B. Cash flows provided by/(used in) investing activities:		(665,040)	(1,040,384)
Changes in minority interest		(3,063,718)	(1,355,220)
Dividend payment		-	(36,306)
Interest payment		(2,404,842)	(2,289,760)
Interest received		3,287,717	2,663,959
Employment termination benefits paid		(414,819)	(309,592)
Taxes paid	19	(1,593,589)	(1,762,904)
C. Cash flows provided by financing activities:		(4,189,251)	(3,089,823)
The effect of changes in foreign exchange rates on cash and cash equivalents		-	-
Net increase in cash and cash equivalents (A+B+C)		1,499,669	14,014,331
Cash and cash equivalents at the beginning of the period	3	41,200,400	27,186,069
Cash and cash equivalents at the end of the period	3	42,700,069	41,200,400

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

TACİRLER YATIRIM MENKUL DEĞERLER A.Ş.

CONVENIENCE TRANSLATION INTO ENGLISH OF EXPLANATORY NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2014

(ORIGINALLY ISSUED IN TURKISH)

(Amounts expressed in thousands Turkish Lira ("TL") unless otherwise stated.)

NOTE 1 - ORGANISATION AND NATURE OF OPERATIONS

Establishment of Tacirler Menkul Değerler A.Ş. ("the Company") had been registered at 17 December 1990 and the articles of incorporation, dated 7 December 1990, became valid after being published at Trade Registry Gazette n. 2677 on 20 December 1990. The title of the Company has been changed to "Tacirler Yatırım Menkul Değerler A.Ş." with a decision of Board of Directors meeting held on 18 October 2010, and published at Trade Registry Gazette n.7782 on 29 March 2011.

The Company aims to serve as a intermediary institution with the scope of the secondary trading of securities, negotiable instruments other than securities, documents representing financial values or containing financial obligations of the issuer in accordance with the Law No. 6362 "Capital Market Law" and related legislation.

Within this purpose the Company;

- a) Serves as an intermediary institution in secondary trading of securities, negotiable instruments other than securities, documents representing financial values or containing financial obligations of the issuer on behalf of the customers or its own behalf.
- b) Performs transactions in exchange markets by being a member of such organizations.
- c) Participates in present or future joint ventures other than banks and investment trusts within the limits set by the relevant legislation.
- d) Provides consultancy services on marketable securities, other negotiable instruments, investments and placements.
- e) Provides custody services for securities and other documents, and such services as collections and payments of principal, interest, dividends and other revenue, and exercising of options by obtaining permission from CMB.
- f) Uses voting rights arising from shares on behalf of shareholders in accordance with written instructions.

The Company has operating licences for the activities of; providing intermediation services for sales and purchase, the issuance or public offering of capital market instruments, repo and reverse repo agreements, investment consultancy, portfolio management, margin trading, lending and borrowing of securities and short sales, and purchase and sales of derivative instruments and operations of leveraged purchasing and sellings in Turkish Derivative Exchange market ("Turkdex").

For the purposes of the consolidated financial statements, the Company and its consolidated subsidiaries, Tacirler Portföy Yönetimi A.Ş., and Tacirler Yatırım Ortaklığı A.Ş. are together referred as ("the Group").

The Group mainly operates in one geographical region (Turkey) and in one industry (Capital markets). The Company also operates as a branch in Nicosia.

Headquarters of the Group is located in İstanbul and as of 31 December 2014 the total number of people employed by the Group is 182 which contains the 176 employees who work for the Company and 6 employees who work at the subsidiaries. (31 December 2013: 164). Head office of the Group is located in Akmerkez, Nispetiye Cad. B3 Blok K/9 Etiler / İstanbul. The Company has branches in Ankara, İzmir, Şişli, Fenerbahçe, Erenköy, Kayseri, Kartal, Zonguldak, Bakırköy, İzmit, Adana, Mersin, Denizli, Bursa, Antalya, Gaziantep and Nicosia and it has liaison offices in Karadeniz Ereğli, İstanbul Sirkeci and İzmit.

TACİRLER YATIRIM MENKUL DEĞERLER A.Ş.

CONVENIENCE TRANSLATION INTO ENGLISH OF EXPLANATORY NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2014

(ORIGINALLY ISSUED IN TURKISH)

(Amounts expressed in thousands Turkish Lira ("TL") unless otherwise stated.)

NOTE 2 - BASIS OF PRESENTATION OF FINANCIAL STATEMENTS

2.1 Basis of presentation

2.1.1 Accounting standards

The accompanying consolidated 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, consolidated financial statements are prepared in accordance with Turkish Accounting Standards/Turkish Financial Reporting Standards ("TAS/TFRS") and its addendum and interpretations ("IFRIC") issued by Public Oversight Accounting and Auditing Standards Authority ("POAASA") Turkish Accounting Standards Boards.

The consolidated financial statements of the Group are prepared as per the CMB announcement of 7 June 2013 relating to financial statements presentations. Comparative figures are reclassified, where necessary, to conform to changes in the presentation of the current year's consolidated financial statements.

With the decision taken on 17 March 2005, the CMB announced that, effective from 1 January 2005, for companies operating in Turkey and preparing their financial statements in accordance with CMB Financial Reporting Standards, the application of inflation accounting is no longer required.

The Group (and its Turkish subsidiaries) maintain their books of accounts and prepare their statutory financial statements in accordance with the Turkish Commercial Code ("TCC"), tax legislation, the Uniform Chart of Accounts issued by the Ministry of Finance and principles issued by CMB. The foreign subsidiaries maintain their books of account in accordance with the laws and regulations in force in the countries in which they are registered. These consolidated financial statements have been prepared under historical cost conventions except for financial assets and financial liabilities which are carried at fair value. The consolidated financial statements are based on the statutory records, which are maintained under historical cost conventions, with the required adjustments and reclassifications reflected for the purpose of fair presentation in accordance with TAS.

2.1.2 Financial statement amendments in hyperinflationary economies

With the decision taken on 17 March 2005, the CMB announced that, effective from 1 January 2005, for companies operating in Turkey and preparing their financial statements in accordance with CMB Financial Reporting Standards, the application of inflation accounting is no longer required. Accordingly, starting with the 1 January 2005, TAS 29 "Financial Reporting in Hyperinflationary Economies" standard has not been applied.

2.1.3 Offsetting

Financial assets and liabilities are offset and 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 realize the asset and settle the liability simultaneously.

2.1.4 Going concern

The Group prepared its financial statements based on going concern principle.

TACİRLER YATIRIM MENKUL DEĞERLER A.Ş.

CONVENIENCE TRANSLATION INTO ENGLISH OF EXPLANATORY NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2014

(ORIGINALLY ISSUED IN TURKISH)

(Amounts expressed in thousands Turkish Lira ("TL") unless otherwise stated.)

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

2.2. Changes in accounting policies

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

"Communiqué regarding Financial Reporting in Capital Market Board" no: II-14.1 ("Financial Reporting Communiqué") has been published in the Official Gazette dated 13 June 2013 and numbered 28676 and became effective starting from the interim financial reports ended after 1 April 2013. With the relevant communiqué, "Communiqué regarding Financial Reporting in Capital Market Board" (Serial: XI, No: 29) has been repealed. The implementation of Financial Reporting Communiqué after its effective date did not cause any important alterations on the Company's accounting policies.

According to the TAS 19 that is revised by Public Oversight Accounting and Auditing Standards Authority with the Communiqué published in Official Gazette on 12 March 2013 numbered 28585, in the calculation of the employment termination benefit liabilities of the Company, the recognition method of the actuarial gains and losses derived from the changes in actuarial assumptions or the differences between actuarial assumptions and realizations in the income statement has been eliminated which is effective for the annual periods beginning on or after 1 January 2013. The earlier application of the revision is permitted in the section of the transition and effective date of the Standard and therefore the Company has recognised the actuarial gains and losses that occur in related reporting periods in the "Statement of financial position" and presented in the "Actuarial loss on employee benefits" item in the Equity section of the financial statements.

Since there is no significant difference between the actuarial estimation and the actual results, the Company did not retrospectively applied the related change for the period before 1 January 2013.

2.2.1 Comparative figures and the reclassification to the financial statements of the prior period

In order to determine the financial status and performance trends, the consolidated financial statements of the Group have been prepared in comparison with the consolidated financial statements of Prior Periods. The Group prepared its consolidated balance sheet as of 31 December 2014 in comparison with the consolidated balance sheet prepared as of 31 December 2014; prepared the consolidated comprehensive statement of income, statement of changes in shareholders' equity and cash flow statement between 1 January - 31 December 2014 in comparison with 1 January – 31 December 2013. Where necessary comparative figures have been reclassified to conform to the changes in presentation of the current period.

Reclassifications

In accordance with the decision taken in Capital Market Board's assembly no: 20/670 dated 7 June 2013, for the capital market institutions that are in the scope of the communiqué, financial statement's examples which are effective starting from interim periods ended after 31 March 2013 and an application guide have been published. According to these presentation guidelines classifications have been made in the Company's statement of financial position.

TACİRLER YATIRIM MENKUL DEĞERLER A.Ş.

CONVENIENCE TRANSLATION INTO ENGLISH OF EXPLANATORY NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2014

(ORIGINALLY ISSUED IN TURKISH)

(Amounts expressed in thousands Turkish Lira ("TL") unless otherwise stated.)

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

2.2.2 Amendments in standards and interpretations

Application of New or Revised International Financial Reporting Standards and Interpretations

The Company adopted the standards, amendments and interpretations published by Public Oversight Accounting and Auditing Standards Authority which are mandatory for the accounting periods beginning on or after 1 January 2013 which are related to the Company's operations.

(a) Standards, Amendments and TFRICs applicable to 31 December 2014 year ends

- Amendment to TAS 32, 'Financial instruments: Presentation', on offsetting financial assets and financial liabilities, effective from annual periods beginning on or after 1 January 2014. This amendment updates the application guidance in TAS 32, 'Financial instruments: Presentation', to clarify some of the requirements for offsetting financial assets and financial liabilities on the balance sheet
- Amendments to TAS 36, 'Impairment of assets', effective from annual periods beginning on or after 1 January 2014. These amendments address the disclosure of information about the recoverable amount of impaired assets if that amount is based on fair value less costs of disposal.
- Amendment to TAS 39 'Financial instruments: Recognition and measurement', on novation of derivatives and hedge accounting, effective from annual periods beginning on or after 1 January 2014. These narrow-scope amendments allow hedge accounting to continue in a situation where a derivative, which has been designated as a hedging instrument, is novated to effect clearing with a central counterparty as a result of laws or regulation, if specific conditions are met.
- TFRIC 21, 'Levies', effective from annual periods beginning on or after 1 January 2014. This interpretation is on TAS 37, 'Provisions, contingent liabilities and contingent assets'. TAS 37 sets out criteria for the recognition of a liability, one of which is the requirement for the entity to have a present obligation as a result of a past event (known as an obligating event). The interpretation clarifies that the obligating event that gives rise to a liability to pay a levy is the activity described in the relevant legislation that triggers the payment of the levy.
- Amendments to TFRS 10, 'Consolidated financial statements', TFRS 12 and TAS 27 for investment entities, effective from annual periods beginning on or after 1 January 2014. These amendments mean that many funds and similar entities will be exempt from consolidating most of their subsidiaries. Instead, they will measure them at fair value through profit or loss. The amendments give an exception to entities that meet an 'investment entity' definition and which display particular characteristics. Changes have also been made TFRS 12 to introduce disclosures that an investment entity needs to make.

TACİRLER YATIRIM MENKUL DEĞERLER A.Ş.

CONVENIENCE TRANSLATION INTO ENGLISH OF EXPLANATORY NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2014

(ORIGINALLY ISSUED IN TURKISH)

(Amounts expressed in thousands Turkish Lira ("TL") unless otherwise stated.)

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

(b) New TFRS standards, amendments and TFRICs effective after 1 January 2014:

- Annual improvements 2012; effective from annual periods beginning on or after 1 July 2014. These amendments include changes from the 2010-12 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', and
 - TAS 39, 'Financial instruments - Recognition and measurement'
- Annual improvements 2013; effective from annual periods beginning on or after 1 July 2014. These amendments include changes from the 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' and
 - TAS 40, 'Investment property'.
- TFRS 14 'Regulatory deferral accounts', effective from annual periods beginning on or after 1 January 2016. TFRS 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 TFRS. However, to enhance comparability with entities that already apply TFRS and do not recognise such amounts, the standard requires that the effect of rate regulation must be presented separately from other items.
- 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 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 TAS 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.

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

- Amendments to TFRS 10, 'Consolidated financial statements' and TAS 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 TFRS 10 and those in TAS 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.
- TFRS 15 'Revenue from contracts with customers', effective from annual periods beginning on or after 1 January 2017. TFRS 15, 'Revenue from contracts with customers' is a converged standard from the TASB 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 TAS 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.
- Amendments to TAS 16 'Property, plant and equipment', and TAS 41, 'Agriculture', regarding bearer plants, effective from annual periods beginning on or after 1 January 2016. These amendments change the financial reporting for bearer plants, such as grape vines, rubber trees and oil palms. It has been decided that bearer plants should be accounted for in the same way as property, plant and equipment because their operation is similar to that of manufacturing. Consequently, the amendments include them within the scope of TAS 16, instead of TAS 41. The produce growing on bearer plants will remain within the scope of TAS 41.
- 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 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.

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

2.3 Changes in accounting policies, accounting estimates and errors

Significant changes in accounting policies or material errors are corrected, retrospectively; by restating the prior period financial statements. 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 recognised in the current and future periods.

2.4 Summary of significant accounting policies

The principal accounting policies applied in the preparation of these financial statements are summarized below:

(a) Basis of consolidation

The consolidated financial statements of the Company include its subsidiaries, which it controls directly or indirectly. This control is normally evidenced when the Company owns control power, either directly or indirectly, over company's share capital and is able to govern the financial and operating policies of an enterprise so as to benefit from its activities.

Subsidiary refers to companies where the Company holds more than 50% of the voting power, directly or indirectly; or the Company holds shares less than 50% but still has the authorization and power to control the enterprise's financial and operational policies for the interest of the Company. The financial statements of the subsidiaries are consolidated from the beginning of the control power over the subsidiaries to end of that power.

The table below shows the ratio of shares of subsidiaries of the Company as of 31 December 2014 and 31 December 2013:

Company name	31 December 2014 Ratio of shares in capital	31 December 2013 Ratio of shares in capital	Service line
Tacirler Yatırım Holding A.Ş. (Subsidiary)	86.36%	86.68%	Investment Trust
Tacirler Portföy Yönetimi A.Ş. (Subsidiary)	92.50%	92.50%	Portfolio Management

Tacirler Holding A.Ş. was established in Istanbul at 14 February 2006. Yatırım Holding deals with the written Investment Trusts Regulations of Capital Markets Board (CMB) and follows the legislation of Capital Markets Board (CMB) on operational principals, portfolio investment policies and administrative restrictions.

Within this scope, Yatırım Holding;

- Creates portfolio, manages them and making changes when necessary.
- Distributes investment due to business line and associate status by making portfolio diversification that minimizes the risk.
- Keeps tabs on marketable securities, financial markets and corporations and take precautions due to these updates.
- Makes researches to protect and increase the value of portfolio

Yatırım Holding never pursue the goal of dominate the capitals or management of corporations which they take up shares from.

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

Tacirler Portföy Yönetimi A.Ş. ("Tacirler Portföy") was established with a capital of TL 500,000 with a purpose of managing portfolios consisting of capital market instruments by signing portfolio management agreements with clients and acting as proxy and engaging in capital market activities, also within the scope of portfolio management activities, managing portfolios of domestic and foreign investment funds, investment trusts, natural person or legal identities, investment companies and similar initiatives within the framework of Capital Market Law and relevant legislation provisions and registered on 23 August 2011. Tacirler Portföy has the portfolio management license numbered PYŞ.PY.471979 and dated 5 September 2012.

Financial statements of Tacirler Portföy and Tacirler Yatırım Ortaklığı are combined with consolidated statements of the Company and the carrying amounts of the Group's investment in each subsidiary and the Group's portion of the cost value of the capital of each subsidiary are eliminated. Intra-group balances and transactions, and any unrealised income and expenses arising from intra-group transactions are eliminated in preparation of the consolidated financial statements.

The Group does not prepare segment reporting as of 31 December 2014 and 2013 since it performs its activities in one geographical region (Turkey) and only in one operating segment (Capital markets).

(b) Revenue recognition

(i) Fee and commission income and expenses

Fees and commissions are recorded as income or expense at the date of payment or collection. Furthermore, funds management fees and portfolio management fees are recognised on an accrual basis. Common stock transaction commissions are netted off with commission returns (Note 15).

(ii) Interest income and expenses and dividend income

Interest income and expenses are recognised in the income statement in 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.

Dividend income from common stock investments are recognised when the shareholders have the right to take the dividend.

(c) Trade receivables

The Group books a provision for the doubtful receivables when there is an objective evidence of trade receivables are uncollectible. The correspondent provision amount is the difference between the book value and uncollectible receivable amount. The collectible amount is the discounted portion of trade receivables by effective interest rate including the collectible guarantees and securities.

In the event of the collections of the doubtful receivables whether the whole amount or the some part of it, after the booking of the provision for the doubtful receivables, the collected amount is deducted from the doubtful receivables provision.

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

(d) Financial assets

The Group classifies and accounts its financial assets as "Fair value through profit or loss", "Available-for-sale" and "Loans and other receivables".

All purchases and sales of financial assets are recognised at the settlement date.

Financial assets are classified according to purpose of purchase and Management's "market risk policies" at the time of purchase.

Investments are initially recognized at fair value plus transaction costs for all financial assets not carried at fair value through profit or loss.

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

Financial assets, which are classified as "Financial assets at 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 independent from the acquisition purpose.

Trading financial assets are initially recognised at fair value and are subsequently re-measured at their fair value. In assessing the fair value of the trading securities, the best bid price as of the balance sheet date is used. In case that the fair value price is not formed in an active market conditions it is accepted that the fair value of the asset has not been determined reliably and "The discounted value" which is calculated by effective interest rate is taken into account as fair value. The gains and losses formed as a result of valuation made are booked to the related income/expense accounts.

All related realised and unrealised gains and losses, dividends received and interest earned whilst holding trading securities is reported as "Financial income".

(ii) Financial assets available-for-sale

Available-for-sale financial assets consist of financial assets excluding the "Loans and receivables" and "Financial assets at fair value through profit or loss".

The related assets are valued by fair value in the periods following their recording to the books. In case that the fair value price is not formed in an active market conditions it is accepted that the fair value of the asset has not been determined reliably and the discounted value which calculated by effective interest rate is taken into account as fair value.

Available-for-sale financial assets are subsequently re-measured at fair value. "Unrealised gains and losses" arising from changes in the fair value of securities classified as available-for-sale are recognised in shareholders' equity as "Marketable Securities valuation reserve", until there is a permanent decline in the fair values of such assets or they are disposed of.

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

When a prolonged decrease in the fair value of these securities' has been determined, this impairment loss is recognised in the income statement.

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

(iii) Loans and other receivables

The loans originated by the Group providing money directly to debtors are considered and classified as loans provided by the Group and such originated loans are presented in financial statements with discounted present values calculated by effective interest method. All loans are recognized in the financial statements after the cash is allocated to the debtor.

The Group extends loans to customers for the purchase of share certificates.

(iv) Reverse repurchase agreements

Securities purchased under agreements to resell ("reverse repurchase agreements") are classified under cash and cash equivalents in the balance sheet. The difference between purchase and resell price of these repurchase agreements is treated as interest income and accrued over the life of the reverse repurchase agreement.

(e) Property and equipment

Property and equipment are carried at cost less accumulated depreciation (Note 8).

Depreciation is provided on restated amounts of property and equipment using the straight-line method based on the useful lives of such assets. The estimated useful lives of assets are as it is shown below:

Buildings	50 years
Machinery, plant and equipment	3-15 years
Office equipment, furniture and fixtures	5 years
Motor vehicles	5 years
Leasehold improvements	4-5 years
Leased assets	4 years

Estimated useful life and depreciation method are reviewed every year to identify the effects of the changes in estimations and the changes in estimations are entered into accounts.

Where the carrying amount of an asset is greater than its estimated recoverable amount, it is written down immediately to its recoverable amount. Gains and losses on disposal of property and equipment are determined by reference to their carrying amount and are taken into account in determining operating profit.

Gains and losses on the disposal of property and equipment are determined in reference to their carrying amounts and are taken into account in determining operating profit.

Assets acquired under finance lease are depreciated over their expected useful lives on the same basis as owned assets or, where shorter, the term of the relevant lease.

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

(f) Intangible assets

Intangible assets comprise acquired intellectual property, information systems and computer software. They are recorded at acquisition cost and amortised on a straight-line basis over their estimated economic lives for a period not exceeding three to five years from the date of acquisition (Note 9). To determine the change effect in estimation of the estimated useful lives and depreciation method is considered every year and accounted accordingly to changes in these estimations.

Where an indication of impairment exists, the carrying amount of any intangible asset is assessed and written down immediately to its recoverable amount.

Rights 3-5 years

(g) 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 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. For the impaired financial assets the provision for the impairment has been calculated and the booked to the related provision expense accounts.

A credit risk provision for loans is established if there is objective independent evidence that the Group will not be able to collect all amounts due. The amount of provision is the difference between carrying amount and net realizable value being the present value of all cash flows, including amounts recoverable from guarantees and collateral, discounted as of the balance sheet date.

Cash and cash equivalents are liquid assets and do not have significant impairment risk.

(h) Financial liabilities

(i) Repurchase agreements

Securities subject to repurchase agreements ("Repos") are classified as "At fair value through profit or loss", "Available-for-sale" and "Held-to-maturity" according to the investment purposes of the Group and measured according to the portfolio to which they belong. Funds obtained from repurchase agreements are accounted under "Financial liabilities" and the difference between the sale and repurchase price is accrued over the life of the repurchase agreements using the "Effective interest method".

(ii) Other financial liabilities

Other financial assets are initially recognized in the balance sheet at fair values and subsequently remeasured at amortized cost calculated by effective interest method.

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

(i) Borrowing cost

All financial expenses are recognised on an accrual basis.

(i) Earnings per share

Earnings per share disclosed in these statements of income are determined by dividing net profit by the weighted average number of shares that have been outstanding during the year concerned (Note 20).

(j) 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 translated by using period-end exchange rates of Central Bank of the Republic of Turkey's bid rates (Note 22). 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 income statement.

(k) Provisions, contingent assets and liabilities

Provisions are recognised when the Group 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 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 Group are not included in the financial statements and treated as "Contingent assets or liabilities" (Note 10).

Contingent assets generally arise from unplanned or other unexpected events that bear the probability of inflow of economic benefits to the Group. 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 Group 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 regarding period.

(l) Finance leases (where the Group is lessee)

Assets acquired under finance lease agreements are capitalised at the inception of the lease at the lower of the fair value of the leased property or the present value of the minimum lease payment. Leased assets are included in the property and equipment and depreciation on the leased asset is charged to income on a straight-line basis over the useful life of the asset. Lease payments are presented as "Financial expenses" in consolidated balance sheet.

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

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

(n) Related parties

For the purpose of the accompanying consolidated 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 (Note 21).

(o) Taxes calculated over Group's profit

Corporate tax

Corporate tax is calculated according to the Tax Procedural Law, and tax expenses except corporate tax are recognised in operating expenses (Note 19).

Turkish tax regulations do not enable the parent company to give tax statement over the consolidated financial statements of its subsidiaries and affiliates. Due to this reason, tax provisions reflected to these consolidated financial statements are calculated for each company the full consolidation scope.

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.

Deferred income 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 deferred income 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.

The main temporary differences comprise of provisions for employment termination benefits and unused vacation, the differences between the tax value and carrying value of the buildings and financial assets available-for-sale and provisions for miscellaneous expenses.

Deferred income tax liabilities and assets are recognised when it is probable that the future economic benefit resulting from the reversal of temporary differences will flow to or from the Company. Deferred tax assets resulting from temporary differences in the recognition of expense for income tax and financial reporting purposes are recognised to the extent that it is probable that future taxable profit will be available against which the deferred income tax asset can be utilised.

Current tax except for the related items accounted under "Value increase fund" in equity and deferred tax of the regarding period is accounted as income or expense in the statement of income.

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2 - BASIS OF PRESENTATION OF FINANCIAL STATEMENTS (Continued)

(ö) Employee benefits

Obligations related to employee termination and vacation rights are accounted for in accordance with "Turkish Accounting Standard for Employee Rights" ("TAS 19") and are classified under "provision for employee benefits" account in the balance sheet.

Under Turkish Labour Law, the Group is required to pay a specific amount to the employees who have retired or whose employment is terminated other than for the reasons specified in the Turkish Labour Law. Employment termination benefits represent the estimated present value of the total reserve of the future probable obligation of the Company arising in the case of the retirement of the employees calculated in accordance with this Law (Note 11).

According to the TAS 19 that is revised by Public Oversight Accounting and Auditing Standards Authority with the Communiqué published in Official Gazette on 12 March 2013 numbered 28585, in the calculation of the employment termination benefit liabilities of the Company, the recognition method of the actuarial gains and losses derived from the changes in actuarial assumptions or the differences between actuarial assumptions and realizations in the income statement has been eliminated and it is effective for the annual periods beginning on or after 1 January 2013. The earlier application of the revision is permitted in the section of the transition and effective date of the Standard and therefore the Company has recognised the actuarial gains and losses that occur in related reporting periods under the other comprehensive income and presented in the "Actuarial loss on employee benefits" item in the Equity section of the statement of financial position.

(p) Share capital and dividends

Ordinary shares are classified as capital. Dividends on ordinary shares are recognised by deducting from retained earnings and reclassifying as dividend payables in the period in which they are declared.

(r) Cash flow statement

For the purposes of cash flow statement, the Group considers cash, bank deposits, receivables from reverse repurchase agreements and mutual funds with a maturity of no more than three months (Note 3).

(s) Shares and issuance

When the Group issue shares above their nominal value, the excess over the nominal value is accounted under shareholders' equity as "Share premium". No dividend payments of the Group were announced after the balance sheet date.

2.5 Significant accounting estimates and assumptions

Preparation of financial statements requires the usage of estimations and assumptions which may affect the reported amounts of assets and liabilities as of the balance sheet date, disclosure of contingent assets and liabilities and reported amounts of income and expenses during financial period. Although the estimations and assumptions are based on the best estimates of the management's existing incidents and operations, they may differ from the actual results.

Judgements that have the most significant effect on the amounts recognised in the consolidated financial statements and estimates that can cause a significant adjustment to the carrying amount of assets and liabilities within the next financial year are as follows:

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2 - BASIS OF PRESENTATION OF FINANCIAL STATEMENTS (Continued)

Fair values of trading financial assets: The Group determines the fair values of trading financial assets such as, government bonds, private sector bonds, and stock certificates by using quoted market prices of financial instruments in active markets.

Impairment of equity share investments classified as financial assets available-for-sale: The available-for-sale financial assets with fair values fall significantly below the cost of acquisition for a long time, are considered as impaired by the Group. Significance or the duration of the decrease in value requires judgement. Impairment may be appropriate if there is an evidence of deterioration in the investee, industry and sector performance, changes in technology or operational or financing cash flows. The Group does not suffer any additional losses other than the transfer of debit balance of fair value reserves to profit or loss, even if all situations of fair value decreases are appraised as significant and long-term.

Recognition of deferred tax assets: Deferred tax assets can be recorded as long as there is possible stated tax benefits. Amount of the taxable profits and possible tax benefits of the further years is based on the prediction of medium term business plan which is prepared by the management. Business plan is based on the reasonable expentations of the company under proper circumstances.

Going concern

The Group prepares the financial statements in in accordance with the going concern principles. As of 31 Decemer 2014, the subsidiary of the company which is named Tacirler Yatırım Holding A.Ş. has no revenue amount in the financial statements. Going concern of Tacirler Yatırım Holding A.Ş. hinges upon the following period operating results of Tacirler Yatırım Holding A.Ş. and plannings made by shareholders.

NOTE 3 - CASH AND CASH EQUIVALENTS

	31 December 2014	31 December 2013
Cash on hand	4,000	14,262
Cash at banks		
- Time deposit	34,034,700	32,669,435
- Demand deposit	15,348,387	10,564,650
Receivables from reverse repurchase agreements	-	1,029,815
Other cash equivalents	8,838	25,443
	49,395,925	44,303,605

As of 31 December 2014 the Group has time deposit (less than 3 months) with the average interest rate 6.22% (31 December 2013: 7.83%). Cash and cash equivalents of the Group are shown in cash flow statements by deducting interest accruals and customer's assets. For the purpose of the preparation of cash flow statements, breakdown of cash and cash equivalents is as follows:

	31 December 2014	31 December 2013
Cash and cash equivalents	49,395,925	44,303,605
Interest accruals	(48,210)	(7,284)
Customer deposits (*)	(6,647,646)	(3,095,921)
	42,700,069	41,200,400

(*) Bank deposits include TL 6,647,646 (31 December 2013: TL 3,095,921) that belong to customers but which are kept in the Group's own accounts.

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NOTE 4 - FINANCIAL ASSETS

Short term financial investments

	31 December 2014	31 December 2013
<i>Financial assets held-for-trading</i>		
- Government bonds	19,853,885	24,791,818
- Investment funds	4,267,883	3,821,676
- Private sector bond	2,038,208	898,587
- Common stocks	108,964	1,872,696
	26,268,940	31,384,777

Long term financial investments

	31 December 2014	31 December 2013
Financial assets held-for-trading		
- Government bonds (*)	609,501	6,955,491
Available-for-sale financial assets		
- Common stocks	27,245,100	25,654,527
	27,854,601	32,610,018
Total financial assets	54,123,541	63,994,795

(*) The mentioned bonds are held for trading, yet classified as long-term financial investments for presentation purposes due to their maturities over 1 year.

As at 31 December 2014 the company holds 270,000,000 shares with a nominal value of TL 27,000,000 (31 December 2013: 210,000,000 shares with a nominal value of TL 21,000,000) of İstanbul Takas ve Saklama Bankası A.Ş. ("Takasbank" / "ISE Settlement and Custody Bank Inc.") equal to 4.5% its total equity (31 December 2013: 5%). Mentioned equity securities which are not quoted in a market and the fair values of which cannot be determined reliably, are carried at cost less any impairment.

NOTE 5 - FINANCIAL LIABILITIES

Short term financial liabilities

	31 December 2014	31 December 2013
Borrowings from banks	31,129,403	18,087,996
Financial leasing liabilities	1,626,780	1,470,102
	32,756,183	19,558,098

As of 31 December 2014, borrowing amount is TL 31,129,403 and the average interest rate is 10.38%. (31 December 2013: TL 18,087,996 average interest rate 8%).

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NOTE 5 - FINANCIAL LIABILITIES (Continued)

Long term financial liabilities

	31 December 2014	31 December 2013
Financial leasing liabilities	3,846,358	5,487,839
	3,846,358	5,487,839

Financial lease obligations

The Company has leased tangible assets through financial leasing agreements and the details of gross and net financial lease obligations are as follows:

	31 December 2014	31 December 2013
Within 1 year	2,103,446	2,103,446
1-5 years	4,284,126	6,408,606
Gross financial lease obligations	6,387,572	8,512,052
Less: Deferred financial lease expenses (Within 1 year)	(476,665)	(633,344)
Less: Deferred financial lease expenses (More than 1 year)	(437,769)	(920,767)
Net financial lease obligations	5,473,138	6,957,941

NOTE 6 - TRADE RECEIVABLES AND PAYABLES

Short term trade receivables

	31 December 2014	31 December 2013
Receivables from loan customers	39,685,586	47,201,380
Receivables from custody and settlement institution	25,733,692	6,466,906
Receivables from leveraged trading	5,907,682	5,024,645
Receivables from related parties (Note 21)	159,945	56,450
Receivables from customers	28,386	21,909
Doubtful receivables	232,369	230,486
Provision for doubtful receivables	(232,369)	(230,486)
	71,515,291	58,771,290

The Company provides loans to customers for the purchase of share certificates. As of 31 December 2014, the Company is taken stocks that are traded on the stock exchange with fair values of TL 95,930,000 (31 December 2013: TL 112,073,767) as guarantees for loans from its customers.

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NOTE 6 - TRADE RECEIVABLES AND PAYABLES (Continued)

Short term trade payables

	31 December 2014	31 December 2013
Funds from repo obligations (*)	22,558,824	26,354,683
Payables to customers	1,655,128	3,138,788
Payables to leveraged trading	5,888,669	5,024,645
Payables to related parties (Note 21)	28,422	1,220,285
	30,131,043	35,738,401

(*) As of 31 December 2014 payables to customers include bank deposits that belong to customers but which are kept in the Company's own accounts.

NOTE 7 - OTHER RECEIVABLES AND PAYABLES

Other receivables due from other parties:

	31 December 2014	31 December 2013
Deposits and guarantees given	1,642,494	-
Notes receivables	208,703	217,487
Advances given	2,172	2,400
	1,853,369	219,887

Other receivables due to other parties:

Taxes and funds payable	708,128	608,565
Other miscellaneous liabilities	4,425	529,692
	712,553	1,138,257

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8 - PROPERTY AND EQUIPMENT

31 December 2014	Buildings	Leasehold improvements	Machinery, plant and equipment	Motor vehicles	Furniture and fixtures	Total
Net book value, 1 Jan. 2014	12,040,075	120,830	1,119,752	798,284	221,299	14,300,240
Additions	408,001	91,374	309,436	-	185,438	994,249
Disposals, net	-	(132,665)	(41,689)	-	(1,959)	(176,313)
Depreciation charge	(286,125)	(47,455)	(455,409)	(275,021)	(53,441)	(1,117,451)
Net book value	12,161,951	32,084	932,090	523,263	351,337	14,000,725

Cost	14,102,749	1,303,683	5,488,195	1,635,484	1,566,786	24,096,897
Accumulated depreciation	(1,940,798)	(1,271,599)	(4,556,105)	(1,112,221)	(1,215,449)	(10,096,172)
Net book value	12,161,951	32,084	932,090	523,263	351,337	14,000,725

31 December 2013	Buildings	Leasehold improvements	Machinery, plant and equipment	Motor vehicles	Furniture and fixtures	Total
Net book value, 1 Jan. 2013	11,817,093	107,362	1,438,821	1,073,305	286,330	14,722,911
Additions	501,895	50,970	209,447	-	26,097	788,409
Disposals, net	-	-	-	-	-	-
Depreciation charge	(278,913)	(37,502)	(528,516)	(275,021)	(91,128)	(1,211,080)
Net book value	12,040,075	120,830	1,119,752	798,284	221,299	14,300,240

Cost	13,694,748	1,344,974	5,220,448	1,635,484	1,383,307	23,278,961
Accumulated depreciation	(1,654,673)	(1,224,144)	(4,104,134)	(837,200)	(1,158,570)	(8,978,721)
Net book value	12,040,075	120,830	1,116,314	798,284	224,737	14,300,240

NOTE 9 - INTANGIBLE ASSETS

	1 January 2014	Additions	Disposals	31 December 2014
Cost	1,020,415	245,477	-	1,265,892
Accumulated amortisation	(572,537)	(196,523)	-	(769,060)
Net book value	447,878	48,954	-	496,832

	1 January 2013	Additions	Disposals	31 December 2013
Cost	723,857	296,558	-	1,020,415
Accumulated amortisation	(440,103)	(132,434)	-	(572,537)
Net book value	283,754	164,124	-	447,878

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NOTE 10 - PROVISIONS, CONTINGENT ASSETS AND LIABILITIES

As of 31 December 2014 and 31 December 2013 the detail of guarantees given is listed below;

Guarantees given:

Type	Entity	31 December 2014	31 December 2013
Letter of guarantee	Takasbank Para Piyasası Teminatı	15,000,000	10,000,000
Letter of guarantee	BİST	12,300,000	9,400,000
Letter of guarantee	Kocaeli 4, Asliye Mahkemesi	8,021	8,021
Letter of guarantee	Matrix Alt Alıcılık	8,000	8,000
Letter of guarantee	8, Asliye Mahkemesi	4,500	4,500
Letter of guarantee	SPK	1,000	2,901,000
Letter of guarantee	Plato Veri Dağıtım Hizmetleri A,Ş,	-	8,000
Letter of guarantee	KKTC Menkul Kıymet Borsası	-	-
		27,321,521	22,329,521

NOTE 11 - SHORT TERM AND LONG TERM PROVISIONS

(a) Short term provisions:

	31 December 2014	31 December 2013
Provision for employee benefits	235,951	112,073
Other short term provisions (*)	1,430,675	260,715
	1,666,626	372,788

(*) As of 31 December 2014 the group has short term provisions with the amount of TL 1,430,675 (31 December 2013: TL 260,715).

Provision for lawsuits (*)	1,395,460	260,715
Other provisions	35,215	-
	1,430,675	260,715

(*) Provision for lawsuits are calculated by the best estimation of the management about continuing cases and reflect on the financial statements.

Short term employee benefits:

	31 December 2014	31 December 2013
Unused vacation provision	176,865	78,355
Employee bonus provision	59,086	33,718
	235,951	112,073

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NOTE 11 - SHORT TERM AND LONG TERM PROVISIONS (Continued)

As of 31 December 2014 ve 31 December 2013 the unused vacation provision movement table is below;

	2014	2013
Period beginning - 1 January 2014	78,355	47,909
Current period provision/(cancelled provision), net	98,510	30,446
Period end - 31 December 2014	172,663	78,355

(b) Long term provisions:

Long term employee benefits

Provision for employment termination benefits	790,714	464,446
	790,714	464,446

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

The amount payable consists of one month's salary limited to a maximum of TL 3,438.22 (31 December 2013: TL 3,254.44) for each period of service at 31 December 2014.

The provision has been calculated by estimating the present value of the future probable obligation of the Company arising from the retirement of employees.

International Financial Reporting Standards 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:

	31 December 2014	31 December 2013
Discount rate (%)	2.83	3.49
Turnover rate to estimate the probability of retirement (%)	74	75

The principal assumption is that the maximum liability of employment termination benefits for each year of service will increase in line with inflation, starting from 1 January 2006. Thus, the discount rate applied represents the expected real rate after adjusting for the anticipated effects of future inflation. As the maximum liability is revised semi-annually, the maximum amount of TL 3,541.37 which is the ceiling amount effectively after 1 January 2015 (1 January 2014: TL 3,438.22), has been taken into consideration in calculating the provision for employment termination benefits of the Company.

According to the TAS 19 that is revised by Public Oversight Accounting and Auditing Standards Authority with the Communiqué published in Official Gazette on 12 March 2013 numbered 28585, in the calculation of the employment termination benefit liabilities of the Company, the actuarial gains and losses derived from the changes in actuarial assumptions or the differences between actuarial assumptions and realizations must be accounted in the "Statement of comprehensive income" and presented as "Other comprehensive income" which is effective for the annual periods beginning on or after 1 January 2013.

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NOTE 11 - SHORT TERM AND LONG TERM PROVISIONS (Continued)

Movements in the provision for employment termination benefits during the periods are as follows:

	2014	2013
Opening - 1 January	464,446	504,268
Charge during the year	118,839	70,865
Interest cost	71,420	45,051
Paid during the period	(414,819)	(309,592)
Actuarial loss	550,828	149,987
Additional benefits payments	-	3,867
Closing - 31 December	790,714	464,446

NOTE 12 - PREPAID EXPENSES

Prepaid expenses - short term	31 December 2014	31 December 2013
Advances given for purchase orders (*)	3,740,111	-
Personnel health insurance	99,180	102,733
Prepaid rent	44,631	39,993
Other prepaid expenses	22,565	19,686
	3,906,487	162,412

(*) Related amount contains the sponsorship agreement which is signed with a sport club expenses. This sponsorship agreement is dissolved by the group based on the option of the contract after the balance sheet date. So, related amount is transferred to receivables after the balance sheet date.

Prepaid expenses - long term	31 December 2014	31 December 2013
Prepaid expenses for the following years	882,520	524,993
	882,520	524,993

NOTE 13 - CURRENT TAX ASSETS

Current tax assets:	31 December 2014	31 December 2013
Withholding tax of time deposits	85,069	14,539
Other offsetting withholding tax	16,283	9,969
	101,352	24,508

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NOTE 14 - SHAREHOLDERS' EQUITY

The share capital of the company amounting to TL 75,000,000 (31 December 2013: TL 75,000,000) consists of 1,500,000,000 shares (31 December 2013: 1,500,000,000) each having a nominal value of TL0.05. With a decision of ordinary General Assembly dated 23 May 2013, the Company's registered capital has been increased to TL 75,000,000 from TL 15,000,000. Mentioned change has been registered with the publication on Turkish Trade Registry Gazette dated 28 June 2013.

As of 31 December 2014 and 2013, the shareholders' of the Company and their share capital with historical amounts are as follows:

Shareholders	31 December 2014		31 December 2013	
	TL	Share %	TL	Share %
Tacirler Holding A.Ş.	18,572,500	24,76	18,572,500	24.76
Hamdi Tacir	17,812,500	23,75	17,812,500	23.75
Mehmet Tacir	17,812,500	23,75	17,812,500	23.75
Alaettin Tacir	17,047,500	22,73	17,047,500	22.73
Ahmet Tacir	750,000	1,00	750,000	1.00
Atilla Tacir	750,000	1,00	750,000	1.00
Halit Tacir	750,000	1,00	750,000	1.00
Murat Tacir	750,000	1,00	750,000	1.00
İsmet Yazıcı	750,000	1,00	750,000	1.00
Mustafa İleri	5,000	0,01	5,000	0.01
Paid in capital	75,000,000	100,00	75,000,000	100.00
Adjustments to share capital	22,660,903		22,660,903	
Total	97,660,903		97,660,903	

Adjustment to share capital represents the difference between the inflation adjusted total amount of contributions to share capital and historic value of share capital.

According to the Turkish Commercial Code, legal reserves consist of first and second legal reserves. Primary reserves are 5% of statutory net profit until reaches 20% of the Company's share capital. Secondary reserves are 10% of profit distributed in excess of 5% of share capital. According to the Turkish Commercial Code, legal reserves unless exceeding 50% of share capital can be used to offset losses, and cannot be used in any other way.

In accordance with the decision taken in Capital Market Board's assembly no: 20/670 dated 7 June 2013, reserves on retained earnings due to legal or contractual obligations or specific purposes other than profit distribution are classified as "Restricted reserves". As of 31 December 2014, the restricted reserves amount of the Company is TL 3,903,812 (31 December 2013: TL 3,903,812).

Restricted reserves

	31 December 2014	31 December 2013
First legal reserves	3,000,000	3,000,000
Second legal reserves	903,812	903,812
Total restricted reserves	3,903,812	3,903,812

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NOTE 14 - SHAREHOLDERS' EQUITY (Continued)

In accordance with the decision taken in Capital Market Board's assembly no: 20/670 dated 7 June 2013, "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 not yet been transferred to capital 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.

Capital adjustment differences have no other use other than being transferred to share capital.

Joint stock corporations with shares traded on the exchange are subject to the following principles set by CMB, regarding dividend distribution:

According to CMB decision dated 28 January 2010, there is no obligation to pay any dividend for the publicly held companies with shares traded on exchange in the "Principles regarding distribution of dividends". The CMB communiqué serial IV No.27 "Principles Regarding Distribution Of Dividends And Interim Dividends To Be Followed By The Publicly Held Joint Stock Corporations Subject To Capital Market Law" allows corporations to distribute dividends completely in cash, to distribute dividends completely in bonus share form, distribute dividends both in cash and bonus share form with certain rates, or to retain the relevant amount within the Company instead of distribution in the event that the first dividend is less than %5 of paid-in/issued capital based on the decision taken in general assemblies in accordance with article of association of the companies. However, for those companies which prefer to distribute dividend from profit gained by them at the end of the accounting period out of the companies that have made capital increase in cash before distributing Prior Period's profit causing their shares to be traded in two different lines as old and new in the exchange are obliged to distribute first dividend in cash.

In addition, based on the CMB regulations, if the amount of profit distributions calculated in accordance with the net distributable profit requirements of the CMB does not exceed the statutory net distributable profit, the whole amount of distributable profit should be distributed. If it exceeds the statutory net distributable profit, the whole amount of the statutory net distributable profit should be distributed. It is stated that dividend distributions should not be made if there is a loss in either the financial statements prepared in accordance with CMB regulations or in the statutory financial statements.

Changes in minority interests for the period are as follows;

	2014	2013
Opening - Minority interest 1 January	953,822	2,456,543
Minority interest in comprehensive income	62,203	(111,195)
Dividends paid	-	(36,306)
The effect of the change in the share of subsidiaries on capital	(279,735)	(1,355,220)
Closing -Minority interest 31 December	736,290	953,822

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NOTE 15 - SALES AND COST OF SALES

	1 January - 31 December 2014	1 January - 31 December 2013
Sales		
Treasury bills sales	8,801,639,286	12,863,091,299
Common stock sales	1,758,652,301	592,197,457
Private sector bonds sales	18,615,292	6,975,647
Treasury bonds sales	16,828,147	10,130,755
Investment fund sales	1,017,217	4,030,863
	10,596,752,243	13,476,426,021
Services income		
Domestic common stock commissions	10,731,294	10,000,097
Leveraged trading transaction income	3,862,901	2,056,423
Turdex exchange transaction fee received from customers	1,996,628	278,580
Sales commissions on public offerings	1,740,872	234,964
Foreign common stock commissions	1,055,610	380,829
Fund management commission income	305,828	279,096
Brokerage commissions of derivative inst.	289,030	1,344,510
Repo/ reverse repo brokerage commission	39,252	29,302
Portfolio management commission income	13,089	83,990
Loan transaction commission income	13,731	2,976
Government debt securities/trading brokerage commissions	12,671	14,314
Portfolio management performance commissions	9,121	10,003
Other services income	-	74,787
	20,070,027	14,789,871
Returns and deductions (-)		
Customer commission returns (-)	(917,560)	(792,998)
	(917,560)	(792,998)
Cost of sales		
Cost of government bonds sales	(8,800,825,734)	(12,862,486,498)
Cost of common stock sales	(1,765,743,838)	(594,171,321)
Cost of treasury bills sales	(16,826,495)	(10,130,754)
Cost of private sector bonds sales	(8,719,278)	(7,061,094)
Cost of investment funds sales	(1,014,759)	(192,726)
Cost of other sales	(3,618)	(163,356)
	(10,593,133,722)	(13,474,205,749)
Net operating revenue	22,770,988	16,217,145

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NOTE 16 - MARKETING AND GENERAL ADMINISTRATIVE EXPENSES

	1 January - 31 December 2014	1 January - 31 December 2013
General administrative expenses (-)	23,574,265	19,334,127
Marketing, sales and distribution expenses (-)	1,795,974	1,391,838
	25,370,239	20,725,965

NOTE 17 - EXPENSES BY NATURE

	1 January - 31 December 2014	1 January - 31 December 2013
Personnel expenses	9,573,915	8,680,959
Leveraged trading expenses	2,776,043	-
Taxes duties and charges	1,822,350	890,832
Exchange markets transaction fees	1,443,957	817,987
Lawsuit expenses	1,395,460	256,000
Depreciation and amortization expenses (Note 8,9)	1,313,974	1,343,514
Advertising and promotion expenses	1,235,166	1,836,972
Data line expense	1,023,804	829,517
Representation expenses	737,562	512,352
Non-tax-deductible expenses	589,956	1,845,649
Rent expenses	562,424	573,519
Communication expenses	530,808	493,388
Consultancy and audit expenses	441,356	100,717
Maintenance expenses	352,841	349,869
Miscellaneous office expenses	260,671	320,967
Travel expenses	254,948	258,427
Electricity, water, heating expenses	249,956	258,373
Membership and subscription fees	205,203	206,876
Employee termination benefits expenses	175,241	115,916
Central registry agency commissions	115,183	132,000
Service fees	12,147	86,025
Other expenses	297,274	816,106
	25,370,239	20,725,965

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NOTE 18 - OTHER OPERATING INCOME/EXPENSE

	1 January - 31 December 2014	1 January - 31 December 2013
Other operating income:		
Interest income from loan customers	9,046,775	11,570,060
Default interest income from customers	1,981,999	733,131
Interest income from bank deposits	1,305,718	968,850
Foreign exchange gains	1,081,954	950,660
Marketable securities income accrual	582,357	2,153,437
Dividend income	574,686	44,583
Redemption interest income from government bonds	452,443	567,451
Income from investment funds	410,240	139,158
Interest income from government bonds	32,736	585,727
Other income	226,738	-
	15,695,646	17,713,057

	1 January - 31 December 2014	1 January - 31 December 2013
Other operating expense:		
Borrowing interest expenses	(1,675,006)	(1,362,189)
Marketable securities expense accrual	(1,004,438)	(2,647,272)
Financing interest expenses	(642,025)	(783,023)
Foreign exchange losses	(206,770)	(11,352)
Investment funds impairment expenses	(105,341)	-
Letter of guarantee expenses	(87,811)	(72,376)
Cancellation of accrual of income on time deposits	(7,283)	(60,820)
Other expenses	(92,636)	-
	(3,821,310)	(4,937,032)

NOTE 19 - TAX ASSETS AND LIABILITIES

The Corporate Tax Law was amended by Law No. 5520 on 13 September 2006. Many articles of Corporate Tax Law No. 5520 will be effective retrospectively starting from 1 January 2006. According to this, the corporate Tax rate in Turkey is 20% for the year 2014 (2013: 20%). The Corporate Tax rate is applied to the Company's income after adjusting for certain disallowable expenses, corporate income tax exemptions (participation exemption and investment allowance, etc.) and corporate income tax deductions (like research and development expenditures deduction). No further tax is payable unless the profit is distributed (except withholding tax at the rate of 19.8% on an investment incentive allowance utilised within the scope of Income Tax Law temporary Article 61).

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NOTE 19 - TAX ASSETS AND LIABILITIES (Continued)

Corporations are required to pay advance corporate tax quarterly at the rate of 20% on their corporate income. Advance tax declaration is made by the 14th day of the following month and payable by the 17th day of the second month following each calendar quarter end by companies. Advance tax paid by corporations is credited against the annual corporate tax liability. If, despite offsetting, there remains a paid advance tax amount, it may be refunded or offset against other liabilities to the government.

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 until the evening of the 25th of the fourth month following the balance sheet date.

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 against future taxable income for up to five years. Losses cannot be carried back to offset profits from Prior 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 is taken into consideration by the corporate tax law.

The Company recognises deferred tax assets and liabilities based upon temporary differences arising between their financial statements prepared in accordance with CMB Financial Reporting Standards and the Turkish tax legislations. These temporary differences usually result in the recognition of revenue and expenses in different reporting periods for TFRS and Tax Legislation.

	1 January - 31 December 2014	1 January - 31 December 2013
Current year tax (expense)	(2,053,681)	(1,857,178)
Deferred tax income/(expense)	9,415	44,410
Total tax expense	(2,044,266)	(1,812,768)
	1 January - 31 December 2014	1 January - 31 December 2013
Corporate tax payable	2,053,681	1,857,178
Prepaid taxes (-)	(1,593,589)	(1,579,926)
Current tax liability, net	460,092	277,252

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CONVENIENCE TRANSLATION INTO ENGLISH OF EXPLANATORY NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2014

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(Amounts expressed in thousands Turkish Lira ("TL") unless otherwise stated.)

NOTE 19 - TAX ASSETS AND LIABILITIES (Continued)

Expected income tax reconciliation using the Company's statutory tax rate:

	1 January - 31 December 2014	1 January - 31 December 2013
Profit before tax	9,275,085	8,267,148
Theoretical income tax at the applicable tax rate of 20%	(1,957,001)	(1,653,430)
Expenses non-deductible for tax purposes	(303,047)	(50,122)
The impact of financial losses for which no deferred tax is created	22,008	(109,216)
Tax exempt income /(expenses), net	91,790	-
Current year tax expense	(2,044,266)	(1,812,768)

Deferred income tax assets and liabilities

	31 December 2014	31 December 2013
Deferred income tax assets	202,205	110,166
Deferred income tax (liabilities)	(422,302)	(361,394)
Net deferred income tax (liabilities)	(220,097)	(251,228)

The breakdown of cumulative temporary differences and the related deferred income tax assets and liabilities calculated using the enacted tax rates, are as follows:

	<u>31 December 2014</u>		<u>31 December 2013</u>	
	Temporary differences	Deferred tax assets / (liabilities)	Temporary differences	Deferred tax assets / (liabilities)
Provision for employment termination benefit	790,714	158,143	464,446	92,889
Provision for unused vacation	176,865	35,373	78,355	15,671
Other	43,445	8,689	8,030	1,606
Deferred income tax assets		202,205		110,166
Tangible and intangible fixed assets	(1,473,610)	(294,721)	(1,714,410)	(342,882)
Financial investments	(637,907)	(127,581)	(92,561)	(18,512)
Deferred income tax (liabilities)		(422,302)		(361,394)
Deferred income tax (liabilities), net		(220,097)		(251,228)

TACİRLER YATIRIM MENKUL DEĞERLER A.Ş.

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NOTE 20 - EARNINGS PER SHARE

Earnings per share:

	31 December 2014	31 December 2013
Net income for the period (Equity holders of the parent)	7,168,616	6,565,575
Number of outstanding shares	1,500,000,000	1,500,000,000
Earnings per share (TL)	0.0048	0.0043

NOTE 21 - RELATED PARTY DISCLOSURES

Benefits provided to top management

	31 December 2014	31 December 2013
Benefits provided to top management	1,603,211	1,235,711
	1,603,211	1,235,711

Trade receivables from related parties

	31 December 2014	31 December 2013
Murat Tacir	-	56,450
Can Tacir	159,945	-
Total	159,945	56,450

Payables to related parties

	31 December 2014	31 December 2013
Mehmet Tacir- Aleattin Tacir- Hamdi Tacir	10,677	945,653
Taç Tacir - Alaettin Tacir	7,676	-
Can Tacir	7,324	-
Murat Tacir	798	-
Lal Tacir	464	-
Mustafa Tacir	259	-
Halit Tacir	198	-
Hamdi Tacir	192	-
Halit Tacir	198	-
Hamdi Tacir	192	-
Ayten Begümhan Tacir	91	-
Serkan Tacir	86	-
Kerim Tacir	77	-
Alaettin Tacir	73	72,488
Fetamet Tacir	45	-
Atilla Tacir	-	173,606
İsmet Yazıcı	-	28,538
Diğer Tacirler Ailesi	72	-
Toplam	28,422	1,220,285

TACİRLER YATIRIM MENKUL DEĞERLER A.Ş.

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(Amounts expressed in thousands Turkish Lira ("TL") unless otherwise stated.)

NOTE 21 - RELATED PARTY DISCLOSURES (Continued)

Other receivables from related parties

	31 December 2014	31 December 2013
Receivables from personnel	11,371	6,868
Total	11,371	6,868

Transactions with related parties

Equity brokerage transactions

	31 December 2014		31 December 2013	
	Transaction Volume	Commission Amount	Transaction Volume	Commission Amount
Funda Tacir	88,834,816	16,921	220,118,206	41,927
Alaettin Tacir	61,676,904	4,944	14,663,524	1,271
Mehmet-Alaattin-Hamdi Tacir Ortak Hs,	51,445,858	4,900	50,719,822	4,831
Can Tacir	5,844,700	557	1,492,198	142
Halit Tacir	2,096,292	200	3,249,643	310
Tacirler Umumi Depo ve Tic, A.Ş,	745,199	746	-	-
Mehmet Tacir	225,250	21	-	-
Murat Tacir	95,367	9	223,109	21
Tacirler Holding A.Ş,	81,393	41	-	-
Sevim Ash Tacir	42,480	4	-	-
Emir Tacir	31,290	3	-	-
Billur Tacir	31,325	3	-	-
Lal Tacir	10,600	1	-	-
Ali Tacir	7,215	1	-	-
Kerim Tacir	5,964	2	-	-
Atilla Tacir	-	-	112,198,725	10,684
İsmet Yazıcı	-	-	220,465	77
Diğer Tacirler Ailesi	-	-	1,973,129	-
Total	211,174,653	28,353	404,858,821	59,263

TACİRLER YATIRIM MENKUL DEĞERLER A.Ş.**CONVENIENCE TRANSLATION INTO ENGLISH OF EXPLANATORY NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2014****(ORIGINALLY ISSUED IN TURKISH)**

(Amounts expressed in thousands Turkish Lira ("TL") unless otherwise stated.)

NOTE 21 - RELATED PARTY DISCLOSURES (Continued)**Repo transactions**

	31 December 2014		31 December 2013	
	Total Repo Amount	Net int. Income	Total Repo Amount	Net int. Income
Funda Tacir	385,255,651	73,371	403,487,560	53,583
Mehmet-Alaattin-Hamdi Tacir	73,596,398	13,255	629,432,66	79,464
Tacirler Umumi Depoculuk	13,909,746	2,287	27,156,797	3,135
Tacirler Eğt ve Sos. Yrd. Vakfı	7,809,111	1,490	566,797	76
Murat Tacir	3,865,642	603	1,484,465	231
Can Tacir	2,914,621	468	1,673,807	139
Halit Tacir	2,755,845	393	9,205,351	1,028
Atilla Tacir	2,417,271	398	2,576,226	382
Alaettin Tacir	522,191	82	46,097,575	6,230
Sevim Aslı Tacir	90,028	21	-	-
İsmet Yazıcı	-	-	9,241,336	1,087
Mehmet Tacir	-	-	3,141,732	314
İsmail-Cemil-Selin Tacir Ortak Hs,	-	-	1,762,905	246
Emir Tacir	-	-	1,262,441	75
Lal Tacir	-	-	868,287	122
Solmaz Tacir	-	-	437,150	63
Taç-Alaattin Tacir Ortak Hs,	-	-	233,799	30
Tacirler Holding A,Ş,	-	-	-	-
Sevil Yazıcı	-	-	-	-
Solmaz - Mediha – Taç Tacir Ortak Hs,	-	-	-	-
Diğer	-	-	1,511,893	183
	493,136,504	92,368	1,140,140,786	146,388

Loan transactions

	31 December 2014		31 December 2013	
	Default Interest	Loan Interest	Default Interest	Loan Interest
Mehmet-Alaattin-Hamdi Tacir Ortak Hs.	399	-	629,432,665	79,464
Halit Tacir	114	-	375	-
Atilla Tacir	51	-	291	30,538
Mehmet Tacir	33	-	-	-
Can Tacir	31	6,254	-	916
Murat Tacir	20	624	4	2,741
Alaattin Tacir	2	-	1	-
Tacirler Umumi Ortak Hesap	-	-	112	78
Ahmet Tacir	-	-	84	-
Emir Tacir	-	-	42	-
Solmaz Tacir	-	-	9	-
	650	6,878	918	34,272

TACİRLER YATIRIM MENKUL DEĞERLER A.Ş.

**CONVENIENCE TRANSLATION INTO ENGLISH OF EXPLANATORY NOTES TO
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31 DECEMBER 2014**

(ORIGINALLY ISSUED IN TURKISH)

(Amounts expressed in thousands Turkish Lira ("TL") unless otherwise stated.)

NOTE 21 - RELATED PARTY DISCLOSURES (Continued)

Investment funds transactions

1 January-31 December 2014	Mixed Fund	Variable Fund	Liquid Fund	Merchants Capital Hedge Fund	Total
Management fee	157,804	17,890	132,189	4,177	312,060
Brokerage commission	11,483	908	39,942	15	52,348
Total	169,287	18,798	172,131	4,192	364,408

1 January-31 December 2013	Mixed Fund	Variable Fund	Liquid Fund	Merchants Capital Hedge Fund	Total
Management fee	173,932	19,932	102,955	4,452	301,271
Brokerage commission	42,819	1,352	32,755	14,338	91,265
Total	216,751	21,284	135,710	18,791	392,536

TACİRLER YATIRIM MENKUL DEĞERLER A.Ş.

CONVENIENCE TRANSLATION INTO ENGLISH OF EXPLANATORY NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2014 (ORIGINALLY ISSUED IN TURKISH)

(Amounts expressed in thousands Turkish Lira (“TL”) unless otherwise stated.)

NOTE 22 - FINANCIAL INSTRUMENTS AND FINANCIAL RISK MANAGEMENT

a. Information on credit risk

The Company’s credit risk is primarily attributable to its trade receivables. The amounts presented in the balance sheet are net of allowances for doubtful receivables, estimated by the Company’s management based on prior experience and the current economic environment. The table below presents the maturity timeout and collateral structure of the company’s receivables, cash and cash equivalents and other non-derivative financial assets:

31 December 2014	Trade Receivables		Other Receivables		Bank Deposits	Other
	Related Parties	Other Parties	Related Parties	Other Parties		
Maximum credit risk exposure (A+B+C+D)	159,945	71,355,346	-	2,533,701	49,383,087	-
- Maximum credit risk exposure secured with guarantees etc	-	-	-	-	-	-
A. Net book value of financial assets either not due or not impaired	159,945	71,355,346	-	2,533,701	49,383,087	-
B. Net book value of assets past due but not impaired	-	-	-	-	-	-
C. Net book value of assets impaired	-	-	-	-	-	-
- Past due (gross book value)	-	232,369	-	-	-	-
- Impairment amount (-)	-	(232,369)	-	-	-	-
- Net value secured by guarantees etc	-	-	-	-	-	-
- Not due (gross book value)	-	-	-	-	-	-
- Impairment amount (-)	-	-	-	-	-	-
- Net value secured by guarantees etc	-	-	-	-	-	-
D. Off-balance items exposed to credit risk	-	-	-	-	-	-
31 December 2013	Trade Receivables		Other Receivables		Bank Deposits	Other
	Related Parties	Other Parties	Related Parties	Other Parties		
Maximum credit risk exposure (A+B+C+D)	56,450	58,714,840	-	219,887	43,234,085	-
- Maximum credit risk exposure secured with guarantees etc	-	-	-	-	-	-
A. Net book value of financial assets either not due or not impaired	56,450	58,714,840	-	219,887	43,234,085	-
B. Net book value of assets past due but not impaired	-	-	-	-	-	-
C. Net book value of assets impaired	-	-	-	-	-	-
- Past due (gross book value)	-	230,486	-	-	-	-
- Impairment amount (-)	-	(230,486)	-	-	-	-
- Net value secured by guarantees etc	-	-	-	-	-	-
- Not due (gross book value)	-	-	-	-	-	-
- Impairment amount (-)	-	-	-	-	-	-
- Net value secured by guarantees etc	-	-	-	-	-	-
D. Off-balance items exposed to credit risk	-	-	-	-	-	-

TACİRLER YATIRIM MENKUL DEĞERLER A.Ş.

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(Amounts expressed in thousands Turkish Lira (“TL”) unless otherwise stated.)

NOTE 22 - FINANCIAL INSTRUMENTS AND FINANCIAL RISK MANAGEMENT (Continued)

b. Information on market risk

Interest rate risk

Changes in market interest rates which lead to price fluctuations in financial instruments of the Company require the management of the interest rate risk. The Company's sensitivity to interest rate risk relates to the mismatch in maturities of assets and liabilities. This risk is managed by counterbalancing the interest sensitive assets with same type of liabilities.

Held-to-maturity financial assets with fixed interest rates are exposed to investment rate risk, if the cash from reimbursement of mentioned financial assets is directed into investment again.

Table below presents the interest rate sensitive financial instruments in the Company's assets and liabilities at 31 December 2014 and 2013:

The interest rate position

Fixed rate financial instruments	31 December 2014	31 December 2013	
Financial assets	21,275,951	30,228,422	
Trade payables	Funds provided from repo agreements	15,920,016	26,354,683
Financial liabilities	Borrowings from banks	31,129,403	18,087,996

As of 31 December 2014, if the TL denominated interest rate was 100 basis points higher / lower and all other variables held constant, profit before tax would be TL 225,016 (31 December 2013: TL 783,441 lower) higher or TL 182,882 (31 December 2013: TL 94,708 higher) lower.

Tables below present the distribution of Company's assets and liabilities as of 31 December 2014 and 2013 according to days to maturity after repricing.

	31 December 2014					Total
	Up to 1 month	Up to 3 month	3 - 12 months	1 - 5 years	Non interest bearing	
Cash and cash equivalents	33,217,529	807,386	-	-	15,371,010	49,395,925
Financial assets	824,632	-	3,926,003	1,227,798	48,145,108	54,123,541
Trade receivables	71,515,291	-	-	-	-	71,515,291
Other receivables	-	-	-	-	2,533,701	2,533,701
Other current assets and prepaid expenses	-	-	-	-	4,914,063	4,914,063
Property and equipment	-	-	-	-	14,000,725	14,000,725
Intangible assets	-	-	-	-	496,832	496,832
	105,557,452	807,386	3,926,003	1,227,798	85,461,439	196,980,078
Trade payables	30,131,043	-	-	-	-	30,131,043
Other liabilities	712,553	-	-	-	-	712,553
Current income tax liabilities	460,092	-	-	-	-	460,092
Provisions	-	-	-	-	1,666,626	1,666,626
Other current liabilities	40,636	-	-	-	-	40,636
Provisions for employee benefits	-	-	-	-	22,570	22,570
Deferred tax liabilities	-	-	-	-	232,516	232,516
Provision for employee termination benefits	-	-	-	-	790,714	790,714
Financial liabilities	31,304,690	350,574	1,577,584	3,369,693	-	36,602,541
	62,649,014	350,574	1,577,584	3,369,693	2,712,426	70,659,291
	42,908,438	456,812	2,348,419	(2,141,895)	82,749,013	126,320,787

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NOTE 22 - FINANCIAL INSTRUMENTS AND FINANCIAL RISK MANAGEMENT (Continued)

	31 December 2013					Total
	Up to 1 month	Up to 3 month	3 - 12 months	1 - 5 years	Non interest bearing	
Cash and cash equivalents	33,724,693	-	-	-	10,578,912	44,303,605
Financial assets	-	898,587	24,791,818	6,955,491	31,348,899	63,994,795
Trade receivables	58,714,840	-	-	-	-	58,714,840
Other receivables	-	-	-	-	614,243	614,243
Other current assets and prepaid expenses	-	-	-	-	745,459	745,459
Property and equipment	-	-	-	-	14,300,240	14,300,240
Intangible assets	-	-	-	-	447,878	447,878
	92,439,533	898,587	24,791,818	6,955,491	58,035,631	183,121,060
Trade payables	36,259,425	-	-	-	-	36,259,425
Other liabilities	-	-	-	-	1,138,257	1,138,257
Current income tax liabilities	273,344	-	-	-	-	273,344
Provisions	-	-	-	-	372,788	372,788
Other current liabilities	-	-	-	-	78,510	78,510
Provisions for employee benefits	-	-	21,627	-	-	21,627
Deferred tax liabilities	-	-	-	-	174,213	174,213
Provision for employee termination benefits	-	-	-	-	464,446	464,446
Financial liabilities	-	-	18,087,996	6,957,941	-	25,045,937
	36,532,769	-	18,109,623	6,957,941	2,228,214	63,828,547
	56,758,678	-	(15,615,302)	19,090,449	59,220,454	119,454,279

Foreign Currency Risk

As at 31 December 2014 and 2013, foreign currency denominated assets and liabilities are shown in the table below.

	31 December 2014				31 December 2013			
	TL Amount	USD	EUR	GBP	TL Amount	USD	EUR	GBP
Bank deposits	18,404,855	7,936,890	-	-	5,563,503	2,873,505	12,961	-
Deposits given	1,638,575	706,617	-	-	-	-	-	-
Total assets	20,043,430	8,643,508	-	-	5,563,503	2,873,505	12,961	-
Total liabilities	-	-	-	-	-	-	-	-
Net foreign currency assets / (liabilities)	20,043,430	8,643,508	-	-	5,563,503	2,873,505	12,961	-

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NOTE 22 - FINANCIAL INSTRUMENTS AND FINANCIAL RISK MANAGEMENT (Continued)

The foreign currency rates used for TL conversation of foreign currency denominated assets and liabilities are as follows:

	31 December 2014	31 December 2013
USD	2,3189	1.9248
Avro	2,8207	2.5137

The table below shows the Company's sensitivity against the 10% change in the USD and EURO rates. The amounts below represent the effect on current income and shareholders' equity in the case of a 10% increase/decrease in USD and Euro against TL. This analysis assumes that all other factors, especially the interest rates, held constant.

	31 December 2014			
	Gain / Loss		Shareholders' Equity	
	Foreign currency appreciation	Foreign currency depreciation	Foreign currency appreciation	Foreign currency depreciation
In case of 10% change in the value of USD against TL				
1 - USD net assets / liabilities	2,004,343	(2,004,343)	1,603,474	1,603,474
2 - USD currency hedging (-)	-	-	-	-
3- USD net effect (1+2)	2,004,343	(2,004,343)	1,603,474	1,603,474
TOTAL (3)	2,004,343	(2,004,343)		

	31 December 2013			
	Gain / Loss		Shareholders' Equity	
	Foreign currency appreciation	Foreign currency depreciation	Foreign currency appreciation	Foreign currency depreciation
In case of 10% change in the value of USD against TL				
1 - USD net assets / liabilities	435,155	(435,155)	348,124	(348,124)
2 - USD currency hedging (-)	-	-	-	-
3- USD net effect (1+2)	435,155	(435,155)	348,124	(348,124)
TOTAL (3)	435,155	(435,155)	348,124	(348,124)

Information on liquidity risk

Liquidity risk is the inability of the Company to match the net funding requirements, and defined as the risk of loss which may occur when the open positions cannot be closed quickly at suitable prices and sufficient amounts due to the shallow market structure or barriers and break-ups at the markets. A decrease in funding sources mainly due to market instability or a decrease in credit risk results in liquidity risk. The Company manages the liquidity risk by maintaining sufficient cash and other liquid assets in order to fund the current and prospective debt requirements.

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NOTE 22 - FINANCIAL INSTRUMENTS AND FINANCIAL RISK MANAGEMENT (Continued)

The Company has no derivative financial liabilities. The following table presents the cash flow payable by the Company under other financial liabilities according to their remaining contractual maturities. The amounts described in the maturity analysis below are the contractual undiscounted cash flows. Interest to be paid on mentioned liabilities have been included in the table below.

31 December 2014					
	Carrying Value	Up to 1 month	1 - 12 months	1 - 5 years	Total contractual cash outflows
Financial lease obligations	5,473,138	175,287	1,626,780	3,671,071	5,473,138
Trade payables	30,131,043	30,131,043	-	-	30,131,043
Other liabilities	735,123	735,123	-	-	735,123
	36,339,304	31,041,453	1,626,780	3,671,071	36,339,304
31 December 2013					
	Carrying value	Up to 1 month	1 - 12 months	1 - 5 years	Total contractual cash outflows
Financial lease obligations	8,512,052	525,861	1,577,584	6,408,607	8,512,052
Trade payables	35,738,401	35,738,401	-	-	35,738,401
Other liabilities	1,138,257	1,138,257	-	-	1,138,257
	45,388,710	37,402,519	1,577,584	6,408,607	45,388,710

The table above contains only the contractual non-derivative financial liabilities.

NOTE 23 - FINANCIAL INSTRUMENTS

Fair value of 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, judgment is necessarily required to interpret market data to estimate the fair value. Accordingly, the estimates presented herein are not necessarily indicative of the amounts the Company could realise in a current market exchange.

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NOTE 23 - FINANCIAL INSTRUMENTS (Continued)

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:

i. Financial assets:

The Group assumes that fair values of financial assets, including cash and cash equivalents and other financial assets carried at cost, are close to their carrying values because of their short term maturity.

The determination of the fair values of government debt securities are based on market prices.

ii. Financial liabilities:

The fair value of monetary liabilities is considered to approximate their respective carrying values because of their short term maturity.

The fair values of financial asset and liabilities have been 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 Level 1.
- Third level: Financial assets and liabilities are valued with inputs that cannot be based on data observable in the market and used to determine the fair value of the asset or liability.

Fair value level of financial instruments showed on their fair value in the balance sheet of the Company as follows:

31 December 2014	Level 1	Level 2	Level 3
Government bonds and treasury bills	20,463,387	-	-
Investment funds	4,267,883	-	-
Common stocks	3,678,801	-	23,675,262
Private sector bonds	2,038,208	-	-
	30,448,279	-	23,675,262
31 December 2013			
	Level 1	Level 2	Level 3
Government bonds and treasury bills	29,725,504	-	-
Investment funds	3,821,676	-	-
Common stocks	1,872,696	-	25,654,527
Private sector bonds	2,920,392	-	-
	38,340,268	-	25,654,527

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NOTE 24 - OTHER ISSUES THAT SIGNIFICANTLY AFFECT THE FINANCIAL STATEMENTS OR OTHER ISSUES, REQUIRED FOR THE CLEAR UNDERSTANDING OF FINANCIAL STATEMENTS

a. Capital management and capital adequacy requirements

In capital management, the Company aims to increase the profit by compensating the balance of liabilities and shareholders' equity in the most effective way. The Company's financing source is significantly derived from the shareholder's equity.

The Company describes and manages its capital in accordance with the Communiqué of Principles regarding Capital and Capital Adequacy of the Brokerage Companies, Serial: V No 34. In accordance with the said Communiqué, capital of the brokerage companies are the amounts representing the part of the net assets which is covered by the partnership, according to the financial statements prepared as of the valuation date. The initial capital amount that is required for intermediary activity licence is TL 852,000 for the period ending 31 December 2014 (31 December 2013: TL 845,000). Furthermore, brokerage companies are required to increase their capital at the rates stated below for each type of capital market activity they conduct.

- a) 50% of the initial capital is required for public offering intermediary activities,
- b) 50% of the initial capital is required for marketable security repurchase and resale activities,
- c) 40% of the initial capital is required for portfolio management activities,
- d) 10% of the initial capital is required for investment consultancy activities,
- e) The required capital amount in order to perform leverage transactions is ten times of shareholder's equity required for market-making activities.

In accordance with the Article 4 of Communiqué Serial: V No 34, the capital adequacy bases of the brokerage companies represent the amounts calculated by deducting the net amounts of the tangible and intangible assets, financial assets net of the impairment provisions and capital commitments, and other assets excluding those listed in stock exchanges and other organised markets, unsecured receivables from the staff, shareholders, investments in associates, subsidiaries and people or entities directly or indirectly related to the firm in respect of capital, management and audit, even if they bear client status, and amounts of capital market instruments issued by these people and entities which are not listed in stock exchanges and other organised markets from the shareholders' equity.

In accordance with article 8 of Communiqué Serial: V No: 34 the Capital adequacy bases of brokerage companies cannot be lower than any of the following; minimum capital requirement according to the market activity they conduct as explained above, risk amount calculated in accordance with the stated Communiqué and operating expenses of the three months prior to the valuation date.

In accordance with the operating licences of the Company's, the required minimum amount of equity capital as of 31 December 2014 is TL 19,090,000 (31 December 2013: TL 10,570,000). As of 31 December 2014 and the Company has met the relevant requirements of capital adequacy (31 December 2013: Met).

TACİRLER YATIRIM MENKUL DEĞERLER A.Ş.

CONVENIENCE TRANSLATION INTO ENGLISH OF EXPLANATORY NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2014 (ORIGINALLY ISSUED IN TURKISH)

(Amounts expressed in thousands Turkish Lira (“TL”) unless otherwise stated.)

NOTE 24 - OTHER ISSUES THAT SIGNIFICANTLY AFFECT THE FINANCIAL STATEMENTS OR OTHER ISSUES, REQUIRED FOR THE CLEAR UNDERSTANDING OF FINANCIAL STATEMENTS

b. Information on fund management activities

The Group manages 4 mutual funds (31 December 2013: 4) which were established in accordance with CMB regulations. The fund management fee income from funds for the interim period ended on 31 December 2014 is TL 306,060 (31 December 2013: TL 137,800).

Daily fund management commission rates and the total value of the fund as follows:

Fund title	31 December 2014		31 December 2013	
	Management fee rates (%)	Net asset value	Management fee rates (%)	Net asset value
Tacirler Menkul Değerler A.Ş. B Tipi Likit Fonu	0.0025	15,567,163	0.003	14,083,790
Tacirler Menkul Değerler A.Ş. A Tipi Karma Fonu	0.008	5,707,090	0.008	5,103,175
Tacirler Menkul Değerler A.Ş. A Tipi Değişken Fonu	0.008	603,495	0.008	653,716
Tacirler Yatırım Menkul Değerler A.Ş. Merchants Capital Serbest Yatırım Fonu	0.00548	270,910	0.00548	242,377
Total investment funds managed		22,148,658		20,083,058

NOTE 25 - EVENTS AFTER THE BALANCE SHEET DATE

Tacirler Yatırım Menkul Değerler A.Ş. is given authority of “Broad Authority Brokerage House” by Capital Market Board (CMB) with the formal letter no. 169-1344 at 5 February 2015.

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