

Global Liman İşletmeleri Anonim Şirketi
and its Subsidiaries
Condensed Consolidated Interim
Financial Information
As at and for the Three-Months Period Ended
31 March 2015

This report includes 46 pages of condensed consolidated interim financial information together with their explanatory notes

Global Liman İşletmeleri Anonim Şirketi and its Subsidiaries

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Global Liman İşletmeleri A.Ş. and its Subsidiaries
Condensed Consolidated Interim Statement of Financial Position
As at 31 March 2015

Currency: TL

	<i>Notes</i>	31 March 2015	31 December 2014
Assets			
Property and equipment, net	12	238,424,969	221,996,571
Intangible assets	13	1,101,948,852	1,048,418,490
Goodwill	14	33,695,598	29,822,038
Equity-accounted investees	15	4,313,453	2,815,305
Other investments	16	101,232	101,232
Deferred tax assets	9	11,707,160	11,617,246
Due from related parties	29	5,029,659	5,029,659
Other non-current assets	18	21,437,276	23,524,930
Total non-current assets		1,416,658,199	1,343,325,471
Trade and other receivables	17	19,782,524	20,249,829
Due from related parties	29	102,638,728	109,666,354
Other investments	16	39,123,170	34,953,397
Other current assets	18	24,073,481	27,864,153
Cash and cash equivalents	19	75,435,535	104,570,431
Total current assets		261,053,438	297,304,164
Total assets		1,677,711,637	1,640,629,635
Equity			
Share capital	23	66,269,683	66,269,683
Distribution to shareholders	23	(158,494,494)	(158,494,494)
Reserves	23	144,848,968	158,825,964
Retained earnings		287,207,161	339,077,535
Total equity attributable to equity holders of the Company		339,831,318	405,678,688
Non-controlling interests		143,619,790	151,385,265
Total equity		483,451,108	557,063,953
Liabilities			
Loans and borrowings	20	783,081,772	711,092,049
Derivative liabilities		2,950,064	2,689,103
Deferred tax liabilities	9	240,620,175	227,219,093
Provisions	24	33,490,876	30,929,352
Employee benefits	22	3,840,034	3,597,886
Total non-current liabilities		1,063,982,921	975,527,483
Loans and borrowings	20	88,035,325	70,053,801
Trade and other payables	21	37,574,921	30,757,512
Due to related parties	29	1,351,188	1,118,840
Current tax liabilities		1,795,896	4,697,304
Provisions	24	1,520,278	1,410,742
Total current liabilities		130,277,608	108,038,199
Total liabilities		1,194,260,529	1,083,565,682
Total equity and liabilities		1,677,711,637	1,640,629,635

The accompanying notes are an integral part of this condensed consolidated interim financial information.

Global Liman İşletmeleri A.Ş. and its Subsidiaries
Condensed Consolidated Interim Statement of Profit or Loss and Other
Comprehensive Income
For the Three-Month Period Ended 31 March 2015
Currency: TL

	<u>Notes</u>	<u>1 January- 31 March 2015</u>	<u>1 January- 31 March 2014</u>
Revenue	7	42,482,861	36,289,818
Cost of sales	7	(40,003,808)	(27,076,749)
Gross profit		2,479,053	9,213,069
Other income		1,653,097	455,615
Selling and marketing expenses		(227,761)	(46,911)
Administrative expenses	10	(8,011,212)	(6,528,344)
Other expenses	8	(983,880)	(3,503,381)
Operating profit		(5,090,703)	(409,952)
Finance income	11	19,937,161	24,048,625
Finance costs	11	(20,671,142)	(25,094,310)
Net finance costs		(733,981)	(1,045,685)
Share of profit of equity-accounted investees, net of tax	15	640,622	1,659,889
Profit before income tax		(5,184,062)	204,252
Income tax expense		968,675	(1,726,735)
Profit for the period		(4,215,387)	(1,522,483)
Other comprehensive income			
Items that will never be reclassified to profit or loss			
Remeasurement of defined benefit liability	22	--	2,338
Related tax		--	(468)
		--	1,870
Items that may be reclassified to profit or loss			
Change in currency translation differences	11	62.808.060	18.400.151
Cash flow hedges – effective portion of changes in fair value	11	--	--
Net investment hedge, net loss	23	(91.031.250)	(9.629.775)
Related tax		18.206.250	1.925.955
		(10.016.940)	10.696.331
Other comprehensive income for the period, net of income tax		(10,016,940)	10,698,201
Total comprehensive income for the period		(14,232,327)	9,175,718
Profit attributable to:			
Owners of the Company		74,003	(1,079,515)
Non-controlling interests		(4,289,390)	(442,968)
		(4,215,387)	(1,522,483)
Total comprehensive income attributable to:			
Owners of the Company		(13,465,370)	7,589,332
Non-controlling interests		(766,957)	1,586,386
		(14,232,327)	9,175,718

The accompanying notes are an integral part of this condensed consolidated interim financial information.

Global Liman İşletmeleri A.Ş. and its Subsidiaries

Condensed Consolidated Interim Statement of Changes in Shareholders' Equity

For the Three-Month Period Ended 31 March 2015

Currency: TL

	Note	Share capital	Distribution to shareholders	Legal reserves	Hedging reserve	Translation reserves	Retained earnings	Total	Non-controlling interests	Total equity
Balance at 1 January 2015		66,269,683	(158,494,494)	21,705,317	(50,487,390)	187,608,037	339,077,535	405,678,688	151,385,265	557,063,953
Total comprehensive income										
Profit for the period		--	--	--	--	--	74,003	74,003	(4,289,390)	(4,215,387)
Other comprehensive income		--	--	--	(72,825,000)	59,285,627	--	(13,539,373)	3,522,433	(10,016,940)
Total comprehensive income for the period		--	--	--	(72,825,000)	59,285,627	74,003	(13,465,370)	(766,957)	(14,232,327)
Transactions with owners of the Company										
Contributions and distributions										
Transfer		--	--	(3,194,270)	--	--	3,194,570	--	--	--
Dividends	23	--	--	2,756,947	--	--	(55,138,947)	(52,382,000)	(6,998,518)	(59,380,518)
Total contributions and distributions		--	--	(437,623)	--	--	(51,944,377)	(52,382,000)	(6,998,518)	(59,380,518)
Balance at 31 March 2015		66,269,683	(158,494,494)	21,267,694	(123,312,390)	246,893,664	287,207,161	339,831,318	143,619,790	483,451,108

	Note	Share capital	Distribution to shareholders	Legal reserves	Hedging reserve	Translation reserves	Retained earnings	Total	Non-controlling interests	Total equity
Balance at 1 January 2014		66,269,683	(158,494,494)	18,909,630	(12,781,207)	145,962,087	319,144,836	379,010,535	73,702,635	452,713,170
Total comprehensive income										
Profit for the period		--	--	--	--	--	(1,079,715)	(1,079,715)	(442,968)	(1,522,483)
Other comprehensive income		--	--	--	(7,703,820)	16,370,797	1,870	8,668,847	2,029,354	10,698,201
Total comprehensive income for the period		--	--	--	(7,703,820)	16,370,797	(1,077,645)	7,589,332	1,586,386	9,175,718
Balance at 31 March 2014		66,269,683	(158,494,494)	18,909,630	(20,485,027)	162,332,884	318,067,191	386,599,867	75,289,021	461,888,888

The accompanying notes are an integral part of this condensed consolidated interim financial information.

Global Liman İşletmeleri A.Ş. and its Subsidiaries
Condensed Consolidated Interim Statement of Cash Flows
As at and for the Three-Month Period Ended 31 March 2015
Currency: TL

	<i>Notes</i>	2015	2014
Cash flows from operating activities			
Profit for the period		(4,215,387)	(1,522,483)
Adjustments for			
Depreciation and amortization expense	<i>12&13</i>	24,140,702	14,521,578
Share of profit of equity-accounted investees, net of tax	<i>15</i>	(640,622)	(1,659,889)
Interest expense	<i>11</i>	14,640,231	6,959,173
Income tax expense		(968,675)	1,726,735
Unrealized foreign exchange differences on loans and borrowings		1,568,381	2,415,233
Operating cash flow before changes in operating assets and liabilities		34,524,630	22,440,347
Changes in:			
- employment termination indemnity		164,272	(168,537)
- trade and other receivables		1,903,178	2,122,380
- other current assets		3,790,672	(12,812,945)
- other non-current assets		2,087,654	2,904,781
- trade and other payables		7,078,370	1,698,997
- provisions		2,671,060	(217,821)
Cash generated (used in) / from operating activities		52,219,836	15,967,202
Employee benefits paid	<i>22</i>	(119,811)	(178,554)
Income taxes paid		(4,032,896)	(5,021,830)
Net cash (used in) / from operating activities		48,067,129	10,766,818
Investing activities			
Acquisition of property and equipment	<i>12</i>	(4,720,699)	(2,046,766)
Acquisition of intangible assets	<i>13</i>	(5,878)	(49,450)
Disposal of property and equipment	<i>12</i>	--	--
Change in financial investments	<i>16</i>	(4,169,773)	(2,115,178)
Advances given for tangible assets		(1,451,237)	(547,549)
Net cash used in investing activities		(10,347,587)	(4,758,943)
Financing activities			
Change in due from related parties		7,027,626	(93,242,815)
Changes in due to related parties		232,348	(16,305,724)
Dividends paid	<i>23</i>	(59,380,518)	--
Interest paid		961,911	7,496,330
Proceeds from borrowings		3,782,468	83,696,095
Repayments of borrowings		(3,806,744)	(1,016,846)
Net cash used in financing activities		(51,182,909)	(19,372,960)
Effect of movements in exchange rates on cash held		(15,686,893)	(8,462,186)
Net decrease in cash and cash equivalents		(29,150,260)	(21,827,271)
Cash and cash equivalents at 1 January	<i>19</i>	103,514,972	42,625,466
Cash and cash equivalents at 31 March	<i>19</i>	74,364,712	20,798,195

The accompanying notes are an integral part of this condensed consolidated interim financial information.

Global Liman İşletmeleri A.Ş and its Subsidiaries

Notes to the Condensed Consolidated Interim Financial Information

As at and for the Three-Month Period Ended 31 March 2015

Currency: TL

Notes to the condensed consolidated interim financial information

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Global Liman İşletmeleri A.Ş. and its Subsidiaries

Notes to the Condensed Consolidated Interim Financial Information

As at and for the Three-Month Period Ended 31 March 2015

Currency: TL

1 Reporting entity

Global Altyapı Hizmetleri ve İşletmecilik A.Ş. was originally incorporated to invest in Global Yatırım Holding A.Ş. (“Global Yatırım Holding”)’s infrastructure projects in Istanbul, Turkey in 2004. On 13 September 2007, Global Altyapı Hizmetleri ve İşletmecilik A.Ş. changed its trade name to Global Liman İşletmeleri A.Ş. (“Global Liman” or “the Company”). The main operation of the Company is to invest in the capital and management of companies that operate or will operate in the ports and port management industry.

Global Liman and its subsidiaries are together referred to as “the Group”.

As at 31 March 2015 and 31 December 2014, 100% of the shares of the Company are owned by Global Yatırım Holding. Global Yatırım Holding was established in 1990 with the trade name Global Menkul Değerler A.Ş. as a brokerage company in Istanbul, Turkey. In 2004, Global Menkul Değerler A.Ş. changed its trade name to Global Yatırım Holding A.Ş. and changed its field of activity into that of a holding company. The main activity of Global Yatırım Holding is to participate in the capital and management of companies that operate or will operate in the fields of finance, energy, infrastructure and transportation and to minimize the volatility of its investments against economic fluctuations by handling the capital expenditure, financing, organization and administration of those companies within a portfolio, while contributing to the achievement of sustainable growth and ensuring the going concern of those companies to the benefit of the national economy, and to engage in commercial, industrial and financial activities in line with these goals.

Global Yatırım Holding is registered with the Capital Market Board (“CMB”) and its shares have been traded on the Istanbul Stock Exchange (Borsa Istanbul - “BIST”) since May 1995 (From May 1995 to October 2004, traded as Global Menkul Değerler A.Ş.).

As at 31 March 2015, the number of employees of the Group was 681 (31 December 2014: 679). The address of the registered office of the Company is “Rıhtım Caddesi No: 51 Karaköy / Istanbul”.

The nature of the operations and the locations of the subsidiaries of the Company are listed below:

<u>Subsidiaries</u>	<u>Locations</u>	<u>Operations</u>
Ege Liman İşletmeleri A.Ş. (“Ege Liman”)	Aydın-Turkey	Port operations
Ortadoğu Antalya Liman İşletmeleri A.Ş. (“Ortadoğu Liman”)	Antalya-Turkey	Port operations
Bodrum Liman İşletmeleri A.Ş. (“Bodrum Liman”)	Muğla-Turkey	Port operations
Container Terminal and General Cargo – Bar (“Port of Bar”)	Montenegro	Port operations
Barcelona Port Investments, S.L (“BPI”)	Spain	Port investments
Creuers del Port de Barcelona, S.A. (“Creuers”)	Spain	Port operations
Cruceros Malaga, S.A. (“Malaga Port”)	Spain	Port operations
İzmir Liman İşletmeciliği A.Ş. (“İzmir Liman”) (*)	İstanbul-Turkey	Port operations
Torba İnşaat ve Turistik A.Ş. (“Torba”) (**)	İstanbul-Turkey	Real estate
Global Depolama A.Ş. (“Global Depolama”)	İstanbul-Turkey	Storage
Randa Denizcilik San. ve Tic. Ltd. Şti. (“Randa”) (**)	Antalya-Turkey	Marine vehicle trade

(*) See to note 3 (a) (i).

(**) See to note 3 (a) (iii).

Global Liman İşletmeleri A.Ş. and its Subsidiaries

Notes to the Condensed Consolidated Interim Financial Information

As at and for the Three-Month Period Ended 31 March 2015

Currency: TL

1 Reporting entity (continued)

Ege Liman

Kuşadası Cruise Port was constructed in 1968 and was operated by the Turkish Maritime Organization Inc. (Türkiye Denizcilik İşletmeleri A.Ş.) (“TDI”) until its privatization in 2003. On 2 July 2003, Ege Liman entered into a transfer of operational rights agreement (“TOORA”) for Kuşadası Cruise Port for a period of 30 years with the Privatization Administration (Özelleştirme İdaresi Başkanlığı) (“OIB”) and TDI. The TOORA will end in 2033. Kuşadası Cruise Port is the largest cruise ship terminal in Turkey and is a popular port of call for cruises originating from Greece, Italy, France, Spain and Turkey.

Global Liman acquired 72.50% of the shares of Ege Liman on 6 July 2005. The other shareholder of Ege Liman is Royal Caribbean Cruises Ltd (“RCCL”).

Ege Liman offers the following basic services to ships calling at the port: tugging, pilotage, sheltering, security, clean water supply, disposal of solid waste, underwater diving inspection, fuel supply and liquid waste collection.

Ortadoğu Liman

Antalya Port, constructed in 1977, is a multi-functional facility harbouring a cruise port, a marina and a commercial port and was operated by the TDI until its privatization in 1998. Operational rights for Antalya Port were taken over for a period of 30 years by Ortadoğu Liman in August 1998. In 2001, due to the difficulties in the other commercial activities of the former shareholders of Ortadoğu Liman, Savings Deposit Insurance Fund (“SDIF”) confiscated the company.

Akdeniz Liman İşletmeleri A.Ş. (“Akdeniz Liman”), a joint venture of Global Liman, acquired 99.99% of the shares of Ortadoğu Liman which were subsequently tendered by the SDIF. Akdeniz Liman merged with Ortadoğu Liman in December 2006 and all the rights and obligations of Akdeniz Liman were transferred to Ortadoğu Liman which was denoted the successor entity. The concession period will end in 2028.

Until 29 July 2010, Global Liman owned 39.80% shares of Ortadoğu Liman. On 29 July 2010, Global Liman acquired the 60% of the shares of Ortadoğu Liman from other shareholders and obtained control by raising the ownership to 99.80%.

Bodrum Liman

Bodrum Cruise Port was tendered by the State Railways, Ports and Airports Construction Company (Demiryolları, Limanlar ve Havayolları) (“DLH”) in September 2003 through a 12-year Build-Operate-Transfer (“BOT”) tender agreement, which commenced in December 2007. The BOT agreement period will end in 2019. The winning bidder of the BOT concession was a consortium, which later established Bodrum Liman to carry out the operations of Bodrum Cruise Port.

Global Liman acquired 60% of the shares of Bodrum Liman on 16 June 2008. As at 31 December 2014 and 2013, shareholders of the remaining 30% and 10% of the shares of Bodrum Liman are Yüksel Çağlar and Setur Servis Turistik A.Ş. (“Setur”), respectively.

Global Liman İşletmeleri A.Ş. and its Subsidiaries

Notes to the Condensed Consolidated Interim Financial Information

As at and for the Three-Month Period Ended 31 March 2015

Currency: TL

1 Reporting entity (continued)

Port of Bar

On 23 July 2013, Global Liman won the tender for the repair, financing, operation, maintenance and transfer of Port of Bar and the right to acquire 62.09% of the shares in Port of Bar from the Montenegro Government through Container Terminal and General Cargo JSC-Bar, which has an operating concession for thirty years (terminating in 2043). Global Liman finalized a share purchase agreement with the Montenegro Government on 15 November 2013 and it was approved by the tender commission, the Montenegro Privatization and Capital Investments Authority and the Montenegro Council of Ministers. The shares were transferred to the Group on 30 December 2013.

Port of Bar represents an important link in the chain of intermodal transport because of its integration with the Belgrade-Bar railway and road traffic network, and benefits from a free zone regime.

For the first three years of its ownership, the Group is obliged to implement certain investment programs and social programs outlined in the share purchase agreement.

BPI and Creuers

The Group acquired 43% and 57% interests in Creuers on 30 December 2013 and 30 September 2014, respectively through Barcelona Port Investments, S.L (“BPI”) which is a special purpose joint venture between the Global Liman and Royal Caribbean Cruises Ltd. Creuers has the concession rights of Adossat and World Trade Center wharfs in Barcelona Cruise Port with 80% of controlling interest in Malaga Port and 40% of non-controlling interest in Singapore Port. BPI was recognized in equity-accounted investee in the condensed consolidated interim statement of profit or loss and other comprehensive income for the three month period ended 31 March 2014.

However, Global Liman increased its interest in BPI from 49% to 62% with the agreement of RCCL and became the shareholder of Creuers with 62% of interest indirectly on 30 September 2014 and BPI and Creuers have been recognized as subsidiaries as from 30 September 2014.

İzmir Liman

İzmir Liman was incorporated in 2008 by the shareholders of the consortium which made the highest bid for the İzmir Port tender. In 2011, Global Liman acquired 54% of the shares of İzmir Liman from the other shareholders and obtained control of İzmir Liman increasing its equity interest from 25% to 79%. As of 27 November 2013, Global Liman obtained remaining 21% of the shares of İzmir Liman from other shareholders. On 24 June 2014, Global Liman and İzmir Liman have merged into Global Liman, and legal personality of İzmir Liman has ended.

Torba

Torba was incorporated in Istanbul, Turkey, in 2006, for the purpose of developing a real estate project in Bodrum, Muğla. On 4 January 2008, a trustee was appointed to Torba due to the legal dispute with the previous shareholders. Torba is not consolidated with effect from 4 January 2008 in the consolidated financial statements, due to lack of control.

Global Depolama

Global Depolama was established on 9 July 2008 for the purpose of investing in the storage sector.

Randa

Randa was acquired by Global Liman on 17 February 2011 for the purpose of marine vehicle trade for a consideration of Euro 10,000. As at 31 March 2015 and 31 December 2014, Randa is inactive and is excluded from the scope of consolidation.

Global Liman İşletmeleri A.Ş. and its Subsidiaries

Notes to the Condensed Consolidated Interim Financial Information

As at and for the Three-Month Period Ended 31 March 2015

Currency: TL

1 Reporting entity (continued)

The nature of the operations and the locations of the equity-accounted investees of the Company are listed below:

<u>Equity-accounted investees</u>	<u>Locations</u>	<u>Operations</u>
LCT - Lisbon Cruise Terminals, LDA (“Port of Lisbon”) (*)	Portugal	Port operations
SATS – Creuers Cruise Services Pte. Ltd. (“Singapore Port”) (**)	Singapore	Port operations

(*) The Group has entered into the concession agreement of Lisbon Cruise Port within the framework of a public-service concession on 18 July 2014 as a part of the consortium comprised of Global Liman, RCCL, Creuers and Group Sousa – Investimentos SGPS, LDA.

The operation right of Lisbon Cruise Port has been transferred by the Port Authority of Lisbon to LCT-Lisbon Cruise Terminals, LDA, which was established by the Consortium, on 26 August 2014. The Group has a 46.2% effective interest in Port of Lisbon as at 31 March 2015. Port of Lisbon has been recognized as equity-accounted investee in the consolidated financial statements as at and for the three-month period ended 31 March 2015, and in the condensed consolidated statement of financial position for the year ended 31 December 2014.

2 Basis of preparation

(a) Statement of compliance

This condensed consolidated interim financial information has been prepared in accordance with International Accounting Standard 34 *Interim Financial Reporting*. Selected explanatory notes are included to explain events and transactions that are significant to an understanding of the changes in financial position and performance of the Group since the last annual consolidated financial statements as at and for the year ended 31 December 2014. This condensed consolidated interim financial information does not include all the information required for full annual financial statements prepared in accordance with International Financial Reporting Standards (“IFRS”).

The Company and its subsidiaries operating in Turkey maintain their books of account and prepare their statutory financial statements in Turkish Lira (“TL”) in accordance with the Turkish Commercial Code, tax legislation and Turkish Uniform Chart of Accounts. The subsidiaries operating in Montenegro and in Spain maintain their books of account and prepare their statutory financial statements in Euro in accordance with their respective local laws. The accompanying condensed consolidated interim financial information is based on this statutory record with adjustments and reclassifications for the purpose of fair presentation in accordance with IFRSs.

(b) Use of estimates and judgments

The preparation of interim financial information requires management to make judgments, estimates and assumptions that affect the application of accounting policies and the reported amounts of assets, liabilities, income and expenses. Actual results may differ from these estimates.

In preparing these condensed consolidated interim financial information, the significant judgments made by management in applying the Group’s accounting policies and the key sources of estimation uncertainty were the same as those that applied to the consolidated financial statements as at and for the year ended 31 December 2014.

(c) New standards and interpretations not yet adopted

The IASB issued Annual Improvements to IFRSs - 2012–2014 Cycle. The amendments are effective as of 1 January 2016. Earlier application is permitted. The Group does not expect that these amendments will have significant impact on the financial position or performance of the Group and does not plan to adopt early.

Global Liman İşletmeleri A.Ş. and its Subsidiaries

Notes to the Condensed Consolidated Interim Financial Information

As at and for the Three-Month Period Ended 31 March 2015

Currency: TL

3 Significant accounting policies

The accounting policies applied in preparation of the accompanying condensed consolidated interim financial information are consistent with the accounting policies applied in the annual consolidated financial statements of the Group as at and for the year ended 31 December 2014.

4 Segment reporting

(i) Basis for segmentation

Operating segments considered in performance evaluation by the Group management are determined by considering the Group's risks and resources and internal reporting structure. The Group's operating segments are Kuşadası Port, Antalya Port, Bodrum Port, Port of Bar and Creuers which are operated by Ege Liman, Ortadoğu Liman, Bodrum Liman, Port of Bar, and BPI, respectively. Other operations of the Group, which include Global Liman, İzmir Liman and Global Depolama, do not generate external revenues and therefore are presented to reconcile to the consolidated financial statements.

The Port of Bar was acquired at the end of 2013 and did not generate revenue for the Group in 2013.

The controlling interests of Creuers have been acquired on 30 September 2014, therefore, the profit or loss effect for the first three-month period of the year 2014 was recognized as equity-accounted investee in the condensed consolidated interim statement of profit or loss and other comprehensive income.

Information regarding all the segments is stated below. External revenues and earnings before interest, tax, depreciation and amortization ("EBITDA") are reviewed in the assessment of the financial performance of the operating segments. The Group management assesses EBITDA as the most appropriate method for the review of the segment operations, based on comparability with other companies in the same industry. The reconciliation of EBITDA to profit before tax and elements of EBITDA are disclosed as follows.

Global Liman İşletmeleri A.Ş. and its Subsidiaries

Notes to the Condensed Consolidated Interim Financial Report As at and for the Three-Month Period Ended 31 March 2015

Currency: TL

4 Segment reporting (continued)

(ii) Information about reportable segments

As at and for the period ended 31 March 2015, the details of reportable segments comprised the following:

	Kuşadası Port	Antalya Port	Bodrum Port	Port of Bar	BPI	Other	Total
Segment assets	132,970,887	687,585,944	28,134,132	153,893,436	473,939,324	196,874,461	1,673,398,184
Equity-accounted investees	--	--	--	--	3,617,202	696,251	4,313,453
Segment liabilities	44,925,987	138,861,047	6,093,736	26,624,633	300,647,264	677,107,862	1,194,260,529
Capital expenditures	142,849	3,176,126	54,902	1,061,560	291,140	--	4,726,577
	Kuşadası Port	Antalya Port	Bodrum Port	Port of Bar	BPI	Other	Total
External revenues	2,152,540	29,381,320	214,251	5,557,338	5,177,412	--	42,482,861
EBITDA	842,580	20,108,239	(379,511)	1,192,471	1,048,293	(3,121,451)	19,690,621
Depreciation and amortization expense	(1,790,184)	(13,173,686)	(1,152,357)	(1,206,594)	(6,797,288)	(20,593)	(24,140,702)
Share of profit (loss) of equity-accounted investees	--	--	--	--	743,066	(102,444)	640,622
Interest income	1,269,838	397,070	4,790	--	25,048	2,646,416	4,343,162
Interest expense	(1,646,039)	(2,180,394)	(239,541)	(201,311)	(2,456,895)	(10,814,969)	(17,539,149)

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4 Segment reporting (continued)

(ii) Information about reportable segments (continued)

As at 31 December 2014 balance sheet details and for the period ended 31 March 2014 income statement details of reportable segments comprised the following:

31 December 2014	Kuşadası Port	Antalya Port	Bodrum Port	Port of Bar	BPI	Other	Total
Segment assets	123,473,528	630,625,508	27,118,337	152,261,606	485,699,922	218,635,429	1,637,814,330
Equity-accounted investees	--	--	--	--	2,029,702	785,603	2,815,305
Segment liabilities	32,792,513	125,645,408	5,438,425	25,846,151	302,994,823	590,848,362	1,083,565,682
Capital expenditures	17,739,703	8,798,666	73,908	1,712,681	607,311	183,272	29,115,541
31 March 2014	Kuşadası Port	Antalya Port	Bodrum Port	Port of Bar	BPI	Other	Total
External revenues	1,715,489	28,441,610	208,837	5,923,882	--	--	36,289,818
EBITDA	35,342	17,386,420	(685,114)	1,257,154	--	(2,222,287)	15,771,515
Depreciation and amortization expense	(974,902)	(11,405,119)	(1,033,885)	(1,089,544)	--	(18,128)	(14,521,578)
Share of profit (loss) of equity-accounted investees	--	--	--	--	--	1,659,889	1,659,889
Interest income	2,448,774	298,287	377	42	--	871,460	3,618,940
Interest expense	(423,775)	(1,462,049)	(129,401)	(173,712)	--	(5,488,438)	(7,677,375)

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4 Segment reporting (continued)

(iii) Reconciliation of information on reportable segments to IFRS measures

For the three-month periods ended 31 March, the details of reportable segments comprised the following:

	<i>Note</i>	2015	2014
Revenues			
Total revenue for reportable segments	8	42,482,861	36,289,818
Consolidated revenue		42,482,861	36,289,818
Consolidated EBITDA			
Consolidated EBITDA		19,690,621	15,771,515
Finance income	12	19,937,161	24,048,625
Finance costs	12	(20,671,142)	(25,094,310)
Depreciation and amortization		(24,140,702)	(14,521,578)
Consolidated profit before income tax		(5,184,062)	204,252
Interest income			
Total interest income for reportable segments		4,343,162	3,618,940
Elimination of inter-segments		(2,740,724)	(718,202)
Consolidated interest income	12	1,602,438	2,900,738
Interest expense			
Total interest expense for reportable segments		(17,539,149)	(7,677,375)
Elimination of inter-segments		2,740,724	718,202
Consolidated interest expense	12	(14,798,425)	(6,959,173)
Significant non-cash income/expenses			
Share profit of equity-accounted investees	15	640,622	1,659,889
Depreciation and amortization	13, 14	(24,140,702)	(14,521,578)
Total		(23,500,080)	(12,861,689)

(iv) Geographic information

The Port operations of the Group are managed on a worldwide basis, but operational ports and management offices primarily in Turkey, Montenegro, Spain, and Singapore.

The geographic information below analyses the Group's revenue and non-current assets by the Company's country of domicile and other countries. In presenting the following information, segment revenue has been based on the geographic location of port operations and segment assets were based on the geographic location of the assets.

Revenue

	2015	2014
Turkey	31,748,111	30,365,936
All foreign countries	10,734,750	5,923,882
Montenegro	5,557,338	5,923,882
Spain	5,177,412	--
	42,482,861	36,289,818

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4 Segment reporting (continued)

(iv) Geographic information (continued)

Assets

	<u>2014</u>	<u>2014</u>
Turkey	1,242,941,586	1,202,481,307
All foreign countries	434,770,051	438,148,328
Spain	276,563,162	283,071,417
Montenegro	153,893,436	152,261,606
Singapore (equity-accounted investee)	3,443,139	1,833,302
Portugal (equity-accounted investee)	870,314	982,003
	<u>1,677,711,637</u>	<u>1,640,629,635</u>

5 Acquisitions

(i) Acquisition of Creuers

The acquisition of the control of Creuers has been completed with 3 tranches as below:

Tranche A:

Barcelona Port Investments, S.L (“BPI”) was established with partnership of RCCL on 26 July 2013 to make investment in Barcelona cruise port. BPI is a special purpose joint venture between the Group and RCCL. The Group holds a 49% interest in BPI. The Group acquired 43% interest in Creuers through BPI on 30 December 2013. Creuers holds a 100% interest in the port operation rights for the Barcelona cruise port, as well as 80% in the port operation rights for the Malaga cruise port and a 40% in the port operation rights for the Singapore cruise port. BPI was recognized in share of profit of equity-accounted investees in the condensed consolidated interim statement of profit or loss and other comprehensive income for the three month period ended 31 March 2014.

Tranche B:

The Group acquired additional 57% interest in Creuers on 30 September 2014 through BPI.

Tranche C:

The Group increased its interest in BPI from 49% to 62% with the agreement of RCCL and became the shareholder of Creuers with 62% of interest indirectly on 30 September 2014.

Obtaining controlling interest in Creuers enabled the Group to take the position of becoming the cruise port operator in Europe. In addition to that, Global Liman has become the first Turkish cooperation reaching the position of operating abroad in the port sector. The Group plans to increase port investments overseas and expands its portfolio overseas by new port investments.

In the three months to 31 December 2014, BPI contributed revenue of TL 12,281 thousand and loss of TL 240 thousand to the group’s results, if the acquisition had occurred on 1 January 2014, management estimates that consolidated revenue would have been TL 56,146 thousand, and consolidated profit for the year would have been TL 9,662 thousand. In determining these amounts, management has assumed that the fair value adjustments, determined provisionally, that arose on the date of acquisition would have been the same if the acquisition had occurred on 1 January 2014.

a) Consideration transferred

The total acquisition cost amounting to TL 91,047,006 was totally paid in 2014.

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5 Acquisitions (continued)

(i) Acquisition of Creuers (continued)

b) Acquisition-related costs

The Group incurred acquisition-related costs of TL 11,212,520 on legal fees and due diligence costs.

c) Identifiable assets acquired and liabilities assumed

The following tables summarize the recognized amounts of assets acquired and liabilities assumed at the acquisition date.

Tranche B - Acquisition of additional 57% of Creuers' interest:

The Group acquired additional 57% interest in Creuers on 30 September 2014 through BPI.

<i>In TL as at 30 September 2014 (acquisition date)</i>	<i>Note</i>	
Property and equipment	13	6,923,446
Port operation rights	14	426,175,058
Other intangible assets	14	32,331
Investments		1,886,830
Other assets		598,453
Trade and other receivables		17,236,402
Cash and cash equivalents		67,082,511
Loans and borrowings		(21,274,898)
Trade and other payables		(17,904,150)
Non-current provisions	26	(23,113,791)
Deferred tax liabilities		(97,373,437)
Total identifiable net assets acquired		360,268,755

Tranche C - Acquisition of additional 13% of BPI's interest:

The Group increased its interest in BPI from 49% to 62% with the agreement of RCCL and became the shareholder of Creuers with 62% of interest indirectly on 30 September 2014.

<i>In TL as at 30 September 2014 (acquisition date)</i>	<i>Note</i>	
Property and equipment	13	6,923,446
Port operation rights	14	426,175,058
Other intangible assets	14	32,331
Investments		1,886,830
Other assets		6,624,816
Trade and other receivables		17,240,051
Cash and cash equivalents		67,999,892
Loans and borrowings		(195,480,713)
Trade and other payables		(12,225,425)
Non-current provisions	26	(23,113,791)
Deferred tax liabilities		(97,329,775)
Total identifiable net assets acquired		198,732,720

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5 Acquisitions (continued)

(ii) *Acquisition of Creuers (continued)*

c) *Identifiable assets acquired and liabilities assumed (continued)*

Measurement of fair values

The valuation techniques used for measuring the fair value of the assets acquired were as follows.

Identifiable assets, liabilities and contingent liabilities are recognized at fair value according to IFRS 3 “Business Combinations”. The fair value of the identifiable monetary assets of Creuers is assessed to be equal to the carrying value and the fair value of the property and equipment is determined by a fixed asset expert. A separate intangible asset was recognized as a result of the acquisition as port operation right due to the fact that there is no any other identifiable asset directly attributable to the operations of Port of Bar after net assets and liabilities mentioned above are excluded.

The fair value of the Creuers has been determined by using the weighted average of the value based on the market approach method and income approach method prepared by an independent appraisal company.

According to income approach method, the enterprise value has been determined by using discounted cash flow method over cash flows in specified future. The Company value was determined by discounted cash flow method, on the basis of Euro at rate 8.80% was used as discount rate and weighted average capital cost. In valuation process, current and forecast port traffic of 30 years, existing capacity and capacity which the Group is targeting to have after investing the planned amount, discounted cash flow has been calculated over 30 years projections in consideration with commitments of contract articles and planning restructuring operations. In the market approach method, the valuation methods which respect to relative valuation approach and comparable share trading transactions were used based upon Price/Sales and Firm Value standard rates of similar companies.

d) *Gain on bargain purchase*

Tranche B - Gain on bargain purchase arising from the acquisition of 57% of Creuers’ interest has been recognized as follows:

<i>In TL as at 30 September 2014 (acquisition date)</i>	<i>Note</i>	
Consideration transferred	(a)	79,141,666
NCI, based on their proportionate interest in the recognized amounts of the assets and liabilities of Creuers (51%)		186,995,768
Fair value of identifiable net assets	(c)	(360,268,755)
Fair value of identifiable net assets before the acquisition (43%)		74,507,681
Gain on bargain purchase		(19,623,640)

Gain on bargain purchase amounting to TL 19,623,640 has been recognized in share of profit of equity-accounted investees in the consolidated statement of profit or loss and other comprehensive income for the year ended 31 December 2014.

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5 Acquisitions (continued)

(ii) Acquisition of Creuers (continued)

Tranche C - Gain on bargain purchase arising from the acquisition of additional 13% of BPI's interest has been recognized as follows:

<i>In TL as at 30 September 2014 (acquisition date)</i>	<i>Note</i>	
Consideration transferred	(a)	11,905,340
NCI, based on their proportionate interest in the recognized amounts of the assets and liabilities of BPI		79,640,816
Fair value of identifiable net assets	(c)	(198,732,720)
Fair value of net assets previously held (49%)	16	94,121,020
Gain on bargain purchase		(13,065,544)

The acquisition of the BPI's interests contributed a net profit of TL 13,065,544 which was accounted for as gain on bargain purchase under other income for the year ended 31 December 2014.

<i>In TL as at 30 September 2014 (acquisition date)</i>	<i>Note</i>	
Fair value of existing interest in BPI (43%)		(74,507,681)
Carrying amount of existing interest in BPI		54,195,021
Gain on re-measurement to fair value of previously held interest		(20,312,660)

Gain on re-measurement to fair value of previously held interest amounting to TL 20,312,660 has been recognized in share of profit of equity-accounted investees in the consolidated statement of profit or loss and other comprehensive income for the year ended 31 December 2014.

Global Liman has become the firm in the port sector and made close relationships with other cruise firms. The realized and expected growth in the operations due to the locations of other ports with Creuers ensure a strong network in the Mediterranean Sea that would contribute to the value of the operations resulted in gain on bargain purchase as a result of the acquisition of Creuers.

The acquisition of 13% of BPI and 57% of Creuers' interests resulted in gain on bargain purchase amounting to TL 51,890,318 has been recognized in other income in the consolidated statement of profit or loss and other comprehensive income for the year ended 31 December 2014.

TL 13,065,544 of the gain on bargain purchase has been recognized in other income and the remaining TL 38,824,774 has been recognized in share of profit of equity-accounted investees for the year ended 31 December 2014.

6 Acquisition of non-controlling interests

In 2014, the Group acquired an additional %2.41 interest in Port of Bar increasing its ownership from 62.09% to 64.5% in Port of Bar. The Group recognized:

- a decrease in NCI of TL 2,755,531; and
- an increase in retained earnings of TL 1,881,060

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7 Revenue and cost of sales

Revenue

For the three-month periods ended 31 March, revenue comprised the following:

	2015	2014
Container revenues	19,747,230	19,565,513
Port service revenues	7,656,490	6,429,256
Cargo revenues	9,089,081	6,535,741
Rent revenues (*)	3,242,013	2,260,151
Landing fees	2,316,418	76,644
Setur rent revenues	91,930	63,760
Domestic water sales	127,656	64,654
Other revenue	212,043	1,294,099
Total	42,482,861	36,289,818

(*) Includes all rent revenues except Setur rent revenues.

Cost of sales

For the three-month periods ended 31 March, cost of sales comprised the following:

	2015	2014
Depreciation and amortization expenses	23,070,985	13,836,911
Personnel expenses	7,264,476	7,022,014
Commission fees to government authorities and pilotage expenses	1,412,636	230,823
Subcontractor crane expenses	1,124,977	1,020,213
Shopping mall expenses	1,069,957	112,009
Repair and maintenance expenses	967,691	646,328
Security expenses	747,229	398,832
Subcontractor lashing expenses	694,775	716,882
Port energy usage expenses	522,866	279,523
Insurance expenses	510,075	331,762
Container transportation expenses	486,708	407,564
Fuel expenses	476,288	495,818
Tugboat rental expenses	338,981	480,516
Port rental expenses	85,803	75,699
Other expenses	1,230,361	1,021,855
Total	40,003,808	27,076,749

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8 Other expenses

For the three-month periods ended 31 March, other expenses comprised the following:

	<u>2015</u>	<u>2014</u>
Concession fee expense	311,681	--
Taxes other than on income	267,484	207,199
Project expenses (*)	237,123	2,431,227
Provisions	--	274,528
Other	167,592	590,427
Total	<u>983,880</u>	<u>3,503,381</u>

(*) The project expenses are mainly related to the projects for new acquisitions and financing of these new projects.

9 Income tax expense

The movement of net deferred tax liability for the three-month periods ended 31 March, is as follows:

	<u>2015</u>	<u>2014</u>
Balance at 1 January	(215,601,847)	(104,861,085)
Deferred tax benefit in income	2,100,163	613,684
Currency translation difference	(15,411,331)	(3,249,050)
Balance as at 31 March	<u>(228,913,015)</u>	<u>(107,496,451)</u>

10 Administrative expenses

For the three-month periods ended 31 March, administrative expenses comprised the following:

	<u>2015</u>	<u>2014</u>
Personnel expenses	2,900,454	3,719,960
Consultancy expenses	1,365,489	713,280
Depreciation and amortization expenses	1,069,717	684,667
Taxes other than on income	718,877	37,135
Representation expenses	567,512	229,236
Travelling expenses	314,230	352,440
IT expenses	112,589	170,381
Communication expenses	98,304	59,188
Vehicle expenses	94,406	84,550
Stationary expenses	65,248	41,739
Office operating expenses	33,531	63,502
Repair and maintenance expenses	27,462	23,438
Other expenses	643,393	348,828
Total	<u>8,011,212</u>	<u>6,528,344</u>

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11 Finance income and costs

For the three-month periods ended 31 March, finance income comprised the following:

Finance income	2015	2014
Foreign exchange gain	18,317,514	21,100,554
Interest income on marketable securities (*)	1,291,785	977,045
Interest income on banks and others	310,653	1,923,693
Interest income from housing loans	17,209	--
Gain on sale of marketable securities	--	47,333
Total	19,937,161	24,048,625

(*) Interest income on marketable securities comprises the interest income earned from the Global Yatırım Holding's bonds during the year.

For the three-month periods ended 31 March, finance costs comprised the following:

Finance costs	2015	2014
Interest expense on loans and borrowings	14,640,231	6,959,173
Foreign exchange losses	4,932,455	18,076,219
Other Interest expense	158,194	--
Letter of Guarantee commission expenses	8,330	6,128
Loan commission expenses	2,900	--
Other	929,032	52,790
Total	20,671,142	25,094,310

For the three-month periods ended 31 March, finance income and costs accounted for in other comprehensive income comprised the following:

	2015	2014
Foreign currency translation differences	62,808,060	18,400,151
Net investment hedge	(72,825,000)	(7,703,820)
Fair value reserve	--	1,870
Total	(10,016,940)	10,698,201

12 Property and equipment

For the three-month periods ended 31 March, movements of property and equipment comprised the following:

	2015	2014
Net book value as at 1 January	221,996,571	197,210,446
Additions (*)	4,720,699	2,046,766
Disposals	--	--
Depreciation	(5,953,030)	(4,221,449)
Currency translation differences	17,660,729	5,018,938
Net book value as at 31 March	238,424,969	200,054,701

(*) A significant portion of the additions are comprised of leasehold improvements, machinery and equipment and construction in progress for the three-month period ended 31 March 2015 and 2014.

As at 31 March 2015, the net book value of machinery and equipment purchased through leasing amounts to TL 8,936,364 (31 March 2014: TL 6,949,696) and the net book value of motor vehicles purchased through leasing amounts to TL 11,719,695 (31 March 2014: TL 3,581,591).

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12 Property and equipment (continued)

As at 31 March 2015 and 31 December 2014, according to the “TOORA” signed with Ege Liman and Ortadoğu Liman and the “BOT” tender agreement signed with Bodrum Liman, at the end of the agreement periods, real estate with their capital improvements will be returned as running, clean, free of any liability and free of charge. The details of the pledge or mortgage on property and equipment regarding the loans and borrowings are explained on Note 20.

For the three-month period ended 31 March 2015 and the year ended on 31 December 2014, there is no capitalization of borrowing cost on property and equipment.

13 Intangible assets

For the three-month periods ended 31 March, movements of intangible assets comprised the following:

	<u>2015</u>	<u>2014</u>
Net book value as at 1 January	1,048,418,490	612,751,046
Additions	5,878	49,450
Amortization	(18,187,672)	(10,300,129)
Currency translation differences	71,712,156	15,574,394
Net book value as at 31 March	<u><u>1,101,948,852</u></u>	<u><u>618,074,761</u></u>

14 Goodwill

For the three-month periods ended 31 March, movements of goodwill comprised the following:

	<u>2015</u>	<u>2014</u>
Net book value as at 1 January	<u>29,822,038</u>	<u>22,924,993</u>
Currency translation differences	3,873,560	4,523,011
Net book value as at 31 March	<u><u>33,695,598</u></u>	<u><u>27,448,004</u></u>

As at 31 March 2015 and 31 December 2014, the net book value included goodwill related to the acquisition of Ege Liman in its consolidated financial statements.

As at 31 December 2014, the Group tested impairment by comparing the goodwill from the acquisition of Ege Liman with the values in use of the cash generating units and concluded that no impairment exists.

As at 31 March 2015, goodwill was not tested for impairment because there were no impairment indicators.

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15 Equity-accounted investees

At 31 March 2015 and 31 December 2014, Port of Lisbon and Singapore are equity accounted investees in which the Group participates.

The following table summarizes the financial information of Port of Lisbon and Singapore Port as included in the consolidated financial statements as at 31 March 2015. The table also reconciles the summarized financial information to the carrying amount of the Group's interest in Port of Lisbon and Singapore Port.

<i>In TL</i>	Port of Lisbon	Singapore Port
Percentage ownership effective interest	46.2%	24.8%
Non-current assets	1,571,862	11,979,088
Current assets	3,675,165	11,389,965
Non-current liabilities	--	(8,533,350)
Current liabilities	(3,506,400)	(6,227,855)
Net assets (100%)	1,740,627	8,607,848
Group's share of net assets	870,314	3,443,139
Carrying amount of interest in equity accounted investees	870,314	3,443,139
Revenue	525,580	9,861,830
Expenses	(781,690)	(6,801,570)
Profit / (loss) and total comprehensive income (100%)	(256,110)	3,060,260
Group's share of profit and total comprehensive income	(118,323)	758,945

For the three-month period ended 31 March 2015, the Group's share of profit and total comprehensive income is set out below:

<i>In TL</i>	Net profit / (loss)
Port of Lisbon	(118,323)
Singapore Port	758,945
Group's share of profit and total comprehensive income	640,622

The following table summarizes the financial information of Port of Lisbon and Singapore Port as included in the condensed consolidated interim statement of financial position as at 31 December 2014.

<i>In TL</i>	Port of Lisbon	Singapore Port
Percentage ownership effective interest	46.2%	24.8%
Non-current assets	1,283,603	10,094,004
Current assets	4,798,132	7,376,553
Non-current liabilities	--	(7,236,646)
Current liabilities	(4,117,730)	(5,650,656)
Net assets (100%)	1,964,005	4,583,255
Group's share of net assets	982,003	1,833,302
Carrying amount of interest in equity accounted investees	982,003	1,833,302

At 31 March 2014, BPI was the only equity accounted investee in which the Group participated. The following table summarizes the Group's share of profit or loss and total comprehensive income For the three-month period ended 31 March 2014.

<i>In TL</i>	Net profit / (loss)
BPI	1,659,889
Group's share of profit and total comprehensive income	1,659,889

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16 Other investments

Financial assets available for sale

As at 31 March 2015 and 31 December 2014, financial assets available for sale comprised the following:

	31 March 2015	31 December 2014
Global Yatırım Holding bonds	36,145,219	31,881,979
Time deposits with maturity more than six months	2,977,951	3,071,418
Total	39,123,170	34,953,397

The Group has purchased Global Yatırım Holding's bonds. As at 31 March 2015, the bonds' maturity is 30 June 2017 with an annual nominal interest rate of 11% and a nominal amount of USD 14,750,000 (31 December 2014: the bonds' maturity is 30 June 2017, annual nominal interest rate of 11% and a nominal amount of USD 14,750,000).

As at 31 March 2015 and 31 December 2014, investments in equity instruments that are not quoted in an active market comprised the following:

	31 March 2015		31 December 2014	
	Share Ratio (%)	Book Value	Share Ratio (%)	Book Value
Torba (*)	79.00	79,000	79.00	79,000
Randa (**)	99.99	22,232	99.99	22,232
Total		101,232		101,232

(*) Torba is excluded from consolidation due to appointment of a trustee at 4 January 2008 and loss of control. Torba is carried at cost in the consolidated financial statements, since its shares are not quoted in an active market.

(**) Randa was purchased by Global Liman on 17 February 2011 for a consideration of Euro 10,000. As at 31 March 2014, Randa is inactive and is excluded from the scope of consolidation.

17 Trade and other receivables

As at 31 March 2015 and 31 December 2014, trade and other receivables comprised the following:

	31 March 2015	31 December 2014
Trade receivables	18,840,197	18,733,854
Receivables from VAT	--	--
Due from subsidiaries' other shareholders	11,599	17,618
Deposits and advances given	203,374	186,235
Other receivables (*)	727,354	1,312,122
Total trade and other receivables	19,782,524	20,249,829

(*) As at 31 March 2015 and 31 December 2014, the Group companies except Ege Liman classified receivables from RCCL under other receivables.

As at 31 March 2015 and 31 December 2014, trade receivables comprised the following:

	31 March 2015	31 December 2014
Receivables from customers	18,840,197	18,733,854
Doubtful receivables	3,325,697	2,050,904
Allowance for doubtful receivables (-)	(3,325,697)	(2,050,904)
Total	18,840,197	18,733,854

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17 Trade and other receivables (continued)

Movements in the allowance for doubtful trade receivables for the three-month periods ended 31 March comprised the following:

	<u>2015</u>	<u>2014</u>
Balance at 1 January	(2,050,904)	(455,630)
Allowance for the period	--	(46,907)
Collections	105,419	--
Currency translation differences	(1,399,100)	--
Written off during the period	18,888	--
Balance as at 31 March	<u>(3,325,697)</u>	<u>(502,537)</u>

As at 31 March 2015 and 31 December 2014, current trade receivables mature between 0-1 months.

Bad debt expense on doubtful receivables is recognized in administrative expenses.

18 Other assets

Other non-current assets

As at 31 March 2015 and 31 December 2014, other non-current assets comprised the following:

	<u>31 March 2015</u>	<u>31 December 2014</u>
Prepaid expenses	12,015,772	13,833,420
Housing loans given to personnel (*)	8,253,596	8,321,194
Advances given (**)	1,129,989	741,302
Deposits and guarantees given	37,919	629,014
Total	<u>21,437,276</u>	<u>23,524,930</u>

(*) As a state-owned company before being acquired by the Group, the Port of Bar had granted housing loans to its personnel.

(**) Advances given are mainly composed of the advances given by Ortadoğu Liman for the purchase of machinery and for the investments related to the passenger terminal.

Other current assets

As at 31 March 2015 and 31 December 2014, other current assets comprised the following:

	<u>31 March 2015</u>	<u>31 December 2014</u>
Advances given	7,310,083	6,478,634
Prepaid expenses	6,887,048	10,615,597
Value added tax ("VAT")	5,077,657	5,094,392
Income accruals	1,803,522	779,092
Prepaid taxes	1,218,089	3,806,958
Other	1,777,082	1,089,480
Total	<u>24,073,481</u>	<u>27,864,153</u>

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19 Cash and cash equivalents

As at 31 March 2015 and 31 December 2014, cash and cash equivalents comprised the following:

	31 March 2015	31 December 2014
Cash on hand	284,154	302,157
Cash at banks	75,151,381	104,268,274
-Demand deposits	72,377,790	44,100,926
-Time deposits	2,773,591	60,167,348
Cash and cash equivalents	75,435,535	104,570,431
	31 March 2015	31 December 2014
Cash and cash equivalents	75,435,535	104,570,431
Restricted cash	(1,070,823)	(1,055,459)
Cash and cash equivalents for cash flow statement purposes	74,364,712	103,514,972

As at 31 March 2015 and 31 December 2014, maturities of time deposits comprised the following:

	31 March 2015	31 December 2014
Up to 1 month	2,773,591	57848,448
1-3 months	--	2318,900
Total	2,773,591	60,167,348

As at 31 March 2015 and 31 December 2014, the ranges of interest rates for time deposits are as follows:

	31 March 2015	31 December 2014
Interest rate for time deposit-TL (lowest)	7.00%	8.65%
Interest rate for time deposit-TL (highest)	5.00%	8.65%
Interest rate for time deposit-USD (lowest)	0.15%	2.75%
Interest rate for time deposit-USD (highest)	0.15%	0.50%
Interest rate for time deposit-EUR (lowest)	--	2,70%
Interest rate for time deposit-EUR (highest)	--	0,05%

As at 31 March 2015, cash at banks amounting to TL 1,070,823 (31 December 2014: TL 1,055,459) is restricted due to the bank loans guarantees and subscription guarantees.

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20 Loans and borrowings

As at 31 March 2015 and 31 December 2014, loans and borrowings comprised the following:

	31 March 2015	31 December 2014
Short term loans and borrowings		
Short term portion of Eurobond issued	51,480,761	44,846,642
-USD borrowings with fixed interest rates	51,480,761	44,846,642
Short term bank loans	9,739,315	5,005,317
-TL Loans	2,627,247	1,500,000
-Foreign currency loans	7,112,068	3,505,317
Short term portion of long term bank loans	22,863,717	16,529,397
-TL Loans	25,085	37,069
-Foreign currency loans	22,838,632	16,492,328
Finance lease obligations	3,951,532	3,672,445
Total	88,035,325	70,053,801
	31 March 2015	31 December 2014
Long term loans and borrowings		
Long term Eurobond issued	620,857,925	540,850,456
-USD borrowings with fixed interest rates	620,857,925	540,850,456
Long term bank loans	150,014,065	158,785,244
-TL Loans	--	--
-Foreign currency loans	150,014,065	158,785,244
Finance lease obligations	12,209,782	11,456,349
Total	783,081,772	711,092,049

As at 31 March 2015 and 31 December 2014, maturity profile of long term bank loans comprised the following:

Year	31 March 2015	31 December 2014
Between 1-2 years	71,658,718	60,647,514
Between 2-3 years	63,845,621	55,318,962
Between 3-4 years	58,201,542	51,175,305
Over 5 years	577,166,109	532,493,919
Total	770,871,990	699,635,700

As at 31 March 2015 and 31 December 2014, maturity profile of finance lease obligations comprised the following:

	31 March 2015			31 December 2014		
	<i>Future minimum lease payments</i>	<i>Interest</i>	<i>Present value of minimum lease payments</i>	<i>Future minimum lease payments</i>	<i>Interest</i>	<i>Present value of minimum lease payments</i>
Less than one year	4.586.841	635.309	3,951,532	4,763,086	1,090,641	3,672,445
Between one and five years	15.180.306	2.970.524	12,209,782	13,745,079	2,288,730	11,456,349
Total	19.767.147	3.605.833	16,161,314	18,508,165	3,379,371	15,128,794

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20 Loans and borrowings (continued)

Details of the loans and borrowings as at 31 March 2015 are as follows:

								31 March 2015	
Loan Type	Company Name	Currency	Maturity	Interest Type	Interest rate %	Principal (TL)	Carrying Value (TL)		
<u>Loans used to finance investments and projects</u>									
Unsecured Eurobond (i)	Global Liman	USD	2021	Fixed	8.13	652,550,000	672,338,686		
Unsecured Loan	Bodrum Liman	USD	2016	Fixed	7.75	1,150,243	1,195,402		
Secured Loan	Ortadoğu Liman	TL	2015	Fixed	11.76	24,906	25,085		
Secured Loan (ii)	BPI	EUR	2023	Floating	Euribor+4.00	145,235,768	142,914,420		
Secured Loan (iii)	Malaga Port	EUR	2025	Floating	Euribor+1.75	20,109,579	20,239,904		
Secured Loan	Port of Bar	EUR	2017	Floating	Euribor+6.20	1,236,918	1,236,918		
Secured Loan	Port of Bar	EUR	2017	Fixed	8.20	1,078,557	1,084,016		
						821,385,971	839,034,431		
<u>Loans used to finance working capital</u>									
Unsecured Loan	Global Liman	TL	2015	Fixed	11.70	1,120,000	1,127,247		
Unsecured Loan	Bodrum Liman	TL	2015	Fixed	11.00	1,500,000	1,500,000		
Unsecured Loan	Ege Liman	USD	2015	Fixed	6.25	2,610,200	2,610,200		
Unsecured Loan	Ege Liman	USD	2015	Fixed	5.20	3,262,750	3,264,950		
Secured Loan (ii)	Creuers	EUR	2024	Floating	Euribor+4.00	6,790,598	6,682,053		
Secured Loan	Port of Bar	EUR	2017	Fixed	8.00	737,884	736,902		
						16,021,432	15,921,352		
<u>Finance lease obligations</u>									
Leasing (iv)	Ortadoğu Liman	USD	2019	Fixed	7.35	4,222,090	4,222,090		
Leasing (v)	Ortadoğu Liman	USD	2020	Fixed	7.35	972,912	972,912		
Leasing	Ortadoğu Liman	USD	2018	Fixed	7.35	726,686	726,686		
Leasing	Ortadoğu Liman	USD	2017	Fixed	5.75	448,560	448,560		
Leasing (vi)	Ortadoğu Liman	USD	2015	Fixed	5.92	406,950	406,950		
Leasing	Ortadoğu Liman	USD	2019	Fixed	7.35	394,240	394,240		
Leasing	Ortadoğu Liman	USD	2019	Fixed	7.35	77,626	77,626		
Leasing (vii)	Ege Liman	EUR	2020	Fixed	7.75	8,407,772	8,407,772		
Leasing	Ege Liman	USD	2017	Fixed	6.50	280,844	280,844		
Leasing	Ege Liman	USD	2017	Fixed	5.75	75,724	75,724		
Leasing	Ege Liman	USD	2017	Fixed	6.00	147,910	147,910		
						16,161,314	16,161,314		
						853,568,717	871,117,097		

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20 Loans and borrowings (continued)

Details of the loans and borrowings as at 31 December 2014 are as follows:

						31 December 2014	
Loans and borrowings type	Company name	Currency	Maturity	Interest type	Interest rate %	Principal (TL)	Carrying value (TL)
<u>Loans used to finance investments and projects</u>							
Unsecured Eurobonds (i)	Global Liman	USD	2021	Fixed	8.13	579,725,000	585,697,098
Unsecured Loan	Bodrum Liman	USD	2016	Fixed	7.75	1,021,875	1,041,014
Secured Loan	Ortadoğu Liman	TL	2015	Fixed	11.76	36,805	37,069
Secured Loan (ii)	BPI	EUR	2023	Floating	Euribor + 4.00	144,712,471	144,883,247
Secured Loan (iii)	Malaga Port	EUR	2025	Floating	Euribor + 1.75	20,443,692	20,603,521
Secured Loan	Port of Bar	EUR	2015	Floating	Euribor + 6.20	1,186,417	1,186,417
Secured Loan	Port of Bar	EUR	2017	Fixed	8.20	1,164,554	1,170,320
						748,290,814	754,618,686
<u>Loans used to finance working capital</u>							
Unsecured Loan	Bodrum Liman	TL	2015	Fixed	11.00	1,500,000	1,500,000
Unsecured Loan	Ege Liman	USD	2015	Fixed	6.25	2,318,900	2,318,900
Secured Loan (ii)	Creuers	EUR	2024	Floating	Euribor + 4.00	6,766,132	6,766,132
Secured Loan	Port of Bar	EUR	2017	Fixed	8.00	794,854	813,339
						11,379,886	11,398,371
<u>Finance lease obligations</u>							
Leasing (vi)	Ortadoğu Liman	USD	2015	Fixed	5.92	626,584	626,584
Leasing	Ortadoğu Liman	USD	2017	Fixed	5.75	439,898	439,898
Leasing (iv)	Ortadoğu Liman	USD	2020	Fixed	7.35	3,895,409	3,895,409
Leasing (v)	Ortadoğu Liman	USD	2019	Fixed	7.35	908,081	908,081
Leasing	Ortadoğu Liman	USD	2019	Fixed	7.35	72,211	72,211
Leasing (vii)	Ege Liman	EUR	2020	Fixed	7.75	8,694,737	8,694,737
Leasing	Ege Liman	USD	2017	Fixed	6.50	274,430	274,430
Leasing	Ege Liman	USD	2017	Fixed	5.75	73,192	73,192
Leasing	Ege Liman	USD	2017	Fixed	6.00	144,251	144,251
						15,128,793	15,128,793
						774,799,493	781,145,850

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20 Loans and borrowings (continued)

The detailed information related to the significant loans borrowed by the Group is as follows:

- (i) The sales process of the Eurobond issuances amounting to USD 250,000,000 with 7 years of maturity, and 8.125% coupon rate based on 8.250% reoffer yield was completed on 14 November 2014. The bonds are now quoted at Irish Stock Exchange.

Eurobonds contains the certain following covenants;

- If a concession termination event occurs at any time, Global Liman must offer to repurchase all of the notes pursuant to the terms set forth in the indenture (a “Concession Termination Event Offer”). In the Concession Termination Event Offer, the Issuer will offer a “Concession Termination Event Payment” in cash equal to 100% of the aggregate principal amount of Notes repurchased plus accrued and unpaid interest and Additional Amounts, if any, on the Notes repurchased, to the date of purchase (the “Concession Termination Event Payment Date”), subject to the rights of holders of Notes on the relevant record date to receive interest due on the relevant interest payment date.
 - The consolidated leverage ratio would not exceed 5.0 to 1. Notwithstanding the foregoing clause (a), the Issuer and any Restricted Subsidiary will be entitled to Incur any or all of the following Indebtedness;
 - Indebtedness incurred by Global Liman (“the Issuer”), Ege Ports (“Guarantor”) or Ortadoğu Liman (“Guarantor”) pursuant to one or more credit facilities in an aggregate principal amount outstanding at any time not exceeding USD 5,000,000;
 - Purchase Money Indebtedness Incurred to finance the acquisition by the Issuer or a Restricted Subsidiary (all subsidiaries except Malaga Cruise Port and Lisbon Cruise Port) of assets in the ordinary course of business in an aggregate principal amount which, when added together with the amount of Indebtedness Incurred pursuant to this sub-clause and then outstanding, does not exceed US 10,000,000;
 - (a) additional Indebtedness of the Issuer or any Guarantor (other than and in addition to Indebtedness permitted above) and (b) Port of Bar Indebtedness, provided, however, that the aggregate principal amount of Indebtedness outstanding at any time under sub-clauses (a) and (b) of this clause does not exceed USD 20,000,000; and provided further, that more than 50% in aggregate principal amount of any Port of Bar Indebtedness incurred pursuant to this clause is borrowed from the International Finance Corporation and/or the European Bank for Reconstruction and Development.
- (ii) On 30 September 2014, BPI and Creuers have entered into a syndicated loan amounting to Euro 60,250 thousand. The tranche A of this loan, amounting to Euro 54,000 thousand, is paid every semester, at the end of June and December, being the last payment in 2023. Tranche B amounting Euros 3,851 thousand has been paid at 10 October 2014. Tranche C amounting to Euro 2,399 thousand has a unique payment in 2024. The interest rate of this loan is Euribor 6m + 4.00%. The syndicated loan is subject to a number of financial ratios and restrictions, breach of which could lead to early repayment being requested. Under this loan, in the event of default, the shares of BPI and Creuers are pledged together with certain rights of these companies. The agreement includes terms about certain limitations on dividends payments, new investments, change in the control of the companies, change of the business, new loans, and disposal of assets.
- (iii) On 12 January 2010, the Malaga Port obtained a Euro 9,000 thousand loan from Unicaja to finance the construction of the new terminal. This loan had an 18-month grace period, it is linked to Euribor and has a term of 180 months from the agreement execution date. Mortgage has been taken out on the administrative concession to guarantee repayment of the loan principal and accrued interest thereon.
- (iv) On 12 June 2014, Ortadoğu Liman has signed a finance lease agreement for a port tugboat with the interest rate of 7.35% having the maturity of 16 July 2020.

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20 Loans and borrowings (continued)

- (v) On 27 June 2014, Ortadoğu Liman has signed a finance lease agreement for a port forklift with the interest rate of 7.35% having the maturity of 16 August 2019.
- (vi) On 27 August 2010, Ortadoğu Liman has signed a finance lease agreement for a port tugboat amounting to USD 2,040,000 with the interest rate of 5.92% and having the maturity of 4 September 2015.
- (vii) On June 2014, Ege Liman has signed a finance lease agreement for a port tugboat with the interest rate of 7.75% with the maturity at 2020.

21 Trade and other payables

As at 31 March 2015 and 31 December 2014, current trade and other payables comprised the following:

	31 March 2015	31 December 2014
Due to subsidiaries' other shareholders	10,942,692	5,349,295
Payables to suppliers	9,700,731	11,723,849
Taxes payable and social security contributions	8,021,865	6,739,315
Payables to personnel	3,608,783	2,963,426
Deposits received	1,630,595	1,281,907
Deferred revenue	1,431,621	8,943
Advances received	785,346	805,249
Expense accruals	716,562	740,413
Other	736,726	1,145,115
Total	37,574,921	30,757,512

The Group's exposure to currency risk related to the trade and other payables is disclosed in Note 27.

22 Employee benefits

The reserve for employment termination indemnity has been calculated by estimating the present value of future probable obligations of the Group arising from the retirement of the employees in relation to the subsidiaries operating in Turkey. Such payments are calculated on the basis of 30 days' pay up to a maximum of TL 3,541,37 as at 31 March 2015 (31 December 2014: TL 3,438.22) per year of employment at the rate of pay applicable at the date of retirement or termination. The calculation was based upon the retirement pay ceiling announced by the government. That ceiling is determined using coefficients defined by the Council of Ministers. The reserve for retirement pay is computed and reflected in the financial statements on a current basis.

The provision has been calculated by estimating the present value of the future probable obligation of the Company and its subsidiaries and joint ventures registered in Turkey arising from the retirement of employees. IAS 19 *Employee Benefits* requires actuarial valuation methods to be developed to estimate the enterprise's obligation under defined benefit plans such as the employment termination indemnity. Accordingly, the actuarial assumptions that follow are used in the calculation of the total liability.

The principal assumption is that the maximum liability for each year of service will increase in line with inflation. Thus, the discount rate applied represents the expected real rate after adjusting for the anticipated effects of future inflation.

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22 Employee benefits (continued)

The principal statistical assumptions used in the calculation of the total liability in the accompanying condensed consolidated financial statements at 31 March 2015 and 31 December 2014 were as follows:

	<u>31 March 2015</u>	<u>31 December 2014</u>
Discount rate	3.81%	3.81%
Turnover rate for the expectation of retirement probability	90%-100%	90%-100%

Movements in the reserve for employee termination indemnity for the three-month periods ended 31 March comprised the followings:

	<u>2015</u>	<u>2014</u>
1 January	3,597,886	3,641,454
Included in profit or loss		
Current service costs and interest	164,272	238,631
Included in OCI		
Actuarial (gain) / losses	--	1,870
Other		
Benefits paid	(119,811)	(692,016)
Foreign currency translation differences	197,687	104,366
31 March	<u>3,840,034</u>	<u>3,294,305</u>

23 Capital and reserves

a) Share capital

As at 31 March 2015, the Company's statutory nominal value of paid-in share capital consists of 66,253,100 (31 December 2014: 66,253,100) registered ordinary shares with a par value of TL 1 each.

As at 31 March 2015 and 31 December 2014, the share ownership structure of the Company was as follows:

	<u>31 March 2015</u>		<u>31 December 2014</u>	
	<u>Value of Share</u>	<u>Proportion of share %</u>	<u>Value of Share</u>	<u>Proportion of share %</u>
Global Yatırım Holding A.Ş.	66,253,100	100	66,253,100	100
Paid in capital (nominal)	<u>66,253,100</u>	<u>100</u>	<u>66,253,100</u>	<u>100</u>
Inflation accounting adjustment	16,583		16,583	
Inflation adjusted capital	<u>66,269,683</u>		<u>66,269,683</u>	

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23 Capital and reserves (continued)

b) Nature and purpose of reserves

(i) Translation reserves

The translation reserves amounting to TL 246,893,664 (31 December 2014: TL 187,608,037) is recognized as a separate account under equity and comprises foreign exchange differences arising from the translation of the financial statements of subsidiaries and joint ventures from their functional currencies (of Euro and USD) to the presentation currency, TL.

(ii) Legal reserves

Under the Turkish Commercial Code, Turkish companies are required to set aside first and second level legal reserves out of their profits. First level legal reserves are set aside as up to 5% of the distributable income per the statutory accounts each year. The ceiling of the first level reserves is 20% of the paid-up share capital. The requirement to set aside ends when the 20% of the paid-up capital level has been reached. Second level legal reserves correspond to 10% of profit actually distributed after the deduction of the first legal reserves and the minimum obligatory dividend pay-out, but holding companies are not subject to this regulation. There is no ceiling for second level legal reserves and they are accumulated every year. First and second level legal reserves cannot be distributed until they exceed 50% of the capital, but the reserves can be used for offsetting the losses in case of running out of arbitrary reserves. As at 31 March 2015, the legal reserves of the Group amounted to TL 21,267,694 (31 December 2014: TL 21,705,317).

(iii) Hedging reserve

Investment hedge

As at 31 March 2015, the effective portion of gain arising from investment hedging instrument is recognized in other comprehensive income amounting to TL 72,825,000 (31 December 2014: TL 35,692,279).

Cash flow hedge

The Group entered into interest rate swaps in order to hedge its position against changes in interest rates. Accordingly, effective fair value changes of these instruments are recognized directly in equity at cash flow hedge reserve.

c) Distribution to shareholders

On 28 June 2013, Global Liman and Adonia Deniz ve Liman Yatırımları ve İşletmeciliği A.Ş. ("Adonia"), have merged into Global Liman and the legal personality of Adonia has ended. On the transaction date, Adonia has 22.11% of Global Liman shares at an amount of TL 177,241,394. In order to comply with the provisions of the Turkish Commercial Code, share capital of Global Liman has been decreased by TL 18,746,900, from TL 85,000,000 to TL 66,253,100. As a result, the difference between the book value of Global Liman shares in Adonia's accounts and Global Liman's accounts, TL 158,494,494, have been recognized in equity under "Distribution to Shareholders" in the accompanying consolidated financial statements.

d) Dividends

Dividend distributions are made by the Company in TL in accordance with its articles, after deducting taxes and setting aside the legal reserves as discussed above. In 2015, General Assembly of GPH decided to distribute TL 55,138,947, TL 2,756,947 of this amount was transferred to the legal reserves, TL 52,382,000 was distributed to its shareholders. Another dividend distribution was made by Ege Liman to RCCL on which it has a non-controlling interest amounting to TL 6,998,518 (In 2014, the General Assembly decided to distribute TL 31,084,035. The dividend was paid in 2014).

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23 Capital and reserves (continued)

e) OCI accumulated in reserves, net of tax

In TL	Attributable to owners of the Company			Total	NCI	Total OCI
	Translation reserve	Hedging reserve	Retained earnings			
2015						
Net investment hedge – net loss	--	(72,825,000)	--	(72,825,000)	--	(72,825,000)
Foreign currency translation differences	59,285,627	--	--	59,285,627	3,522,433	62,808,060
Total	59,285,627	(72,825,000)	--	(13,539,373)	3,522,433	(10,016,940)

In TL	Attributable to owners of the Company			Total	NCI	Total OCI
	Translation reserve	Hedging reserve	Retained earnings			
2014						
Net investment hedge – net loss	--	(7,703,820)	--	(7,703,820)	--	(7,703,820)
Foreign currency translation differences	16,370,797	--	--	16,370,797	2,029,354	18,400,151
Remeasurements of defined benefit liability	--	--	1,870	1,870	--	1,870
Total	16,370,797	(7,703,820)	1,870	8,668,847	2,029,354	10,698,201

24 Provisions

Non-current	31 March 2015	31 December 2014
Replacement provisions for Creuers (*)	25,861,441	23,085,063
Restructuring provisions for Port of Bar (**)	7,629,435	7,844,289
Total	33,490,876	30,929,352

(*) The replacement provisions are related to the acquisition of Creuers in compliance with TOORA Contract, executed by and between Creuers and the Barcelona and Malaga Port Authorities. (see Note 25 (c)).

(**) The restructuring provisions are related to the acquisition of the Port of Bar in compliance with TOORA Contract dated 15 November 2013, executed by and between Global Liman and the Montenegrin Government (see Note 25 (c)).

Current	31 March 2015	31 December 2014
Short-term provisions for Employee Benefits	619,921	499,250
Others	900,357	911,492
Total	1,520,278	1,410,742

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25 Commitment and contingencies

(a) Lawsuits

There are pending lawsuits that have been filed against or by the Group. The management of the Group assesses the possible results and financial effects of these lawsuits at the end of each period and as a result of these assessments, the required provisions are recognized for the possible expenses and liabilities. The amount of provision that has been accounted for as at 31 March 2015 is TL 275,903 (31 December 2014: TL 250,591).

The information related to the significant lawsuits that the Group is directly or indirectly a party to is as follows:

- (i) The operating rights of Kuşadası Port were transferred by OIB to Ege Liman for 30 years in July 2003. In October 2006, two former members of the Kuşadası Municipal Council filed a lawsuit with the Council of State, requesting the cancellation of those ‘zoning plan and planning notes’ of the Region of Kuşadası, which were to enable the construction of the new ‘Cruise Port Upper Structure Facilities’. The relevant Chamber of the Council of State ordered the cancellation of the zoning plan and planning notes in November 2009. That decision was appealed by the lawyers of the Ministry of Public Works as well as the lawyers for the Group, however, the Plenary Session of Administrative Law Divisions, affirmed the decision of the Council of State in March 2013. Ege Liman applied for the revision of this decision and the file is pending for review.

While that appeal was pending, the Group lawyers filed a lawsuit against the termination of the occupancy and construction permit notification of the Municipality with the request of stay of execution. Aydın Administrative Court issued a stay of execution for the cancellation. As the lawyers of the Municipality then objected to that decision, the stay of execution itself was cancelled. Aydın Administrative Court rejected the case. This decision has been appealed. The file is pending.

The Municipality then issued a cease and desist order and delivered it to the Group in June 2010. The Group lawyers filed a lawsuit in order to cancel the order as well as issue a stay of execution. The Aydın Administrative Court first issued the stay of execution; however, upon the objection raised by the Municipality Lawyers, the court cancelled the stay of execution, which led the Group lawyers to raise an objection before the Regional Court in order to challenge this final decision. However such objection was denied. TDI’s request to intervene the lawsuit has been accepted. Upon affirmation of such decision by the Council of State, the Group lawyers have applied for the rectification of the decision. The Council of State has rejected the appeal and affirmed the decision of the Aydın Administrative Court in February 2014. Group Lawyers applied for the revision of such decision and the file is pending.

A lawsuit regarding annulment of the decision of the Council of the Municipality regarding demolition of Kuşadası Port has been filed together with the request of a stay of execution. The Court on the same day ordered that stay of execution. TDI’s request regarding intervention in the case was accepted on 22 December 2010. The Court has renewed the order of a stay of execution after the first reply of the Municipality, but then overruled the stay of execution on 29 June 2011. Aydın Administrative Court rejected the case, and such decision has been appealed. The Council of State has reversed the judgment in favour of the Company and the file has been returned to its court of first instance. The Defendant has requested the revision of such decision. The Council of State has rejected such request and sent the file to its court of first instance.

After the cancellation of the order of a stay of execution by the Court, a request regarding discharge of Kuşadası Port was sent by Kuşadası Municipality. A lawsuit has been filed as at 20 July 2011. TDI has also intervened the lawsuit. The court has rejected the lawsuit, and such decision has been appealed by the Group. The Council of State has reversed the judgment in favour of the Company and the file has been returned to its court of first instance. The Defendant has requested the revision of such decision. The Council of State has rejected such request and sent the file to its court of first instance.

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25 Commitment and contingencies (continued)

(a) Lawsuits (continued)

In parallel, the Ministry of Public Works has approved the new zoning plan for Kuşadası on 28 October 2010 but there have been objections. However, the Ministry of Public Works evaluated the objections and rejected them on the below-mentioned grounds and approved the new zoning plan with its writ dated 31 January 2011:

- i) The zoning plan approved on 28 October 2010 is in line with the 1/100.000 "Environment Plan" of Aydın-Muğla-Denizli.
- ii) Kuşadası is one of the most important cruise ports of the country and has served for this very purpose for years; Kuşadası Port would become an idle facility due to the cancellation of the zoning plan which will consequently have a negative effect on the economy of the country.

The Court rendered a stay of execution decision and the Group lawyers have appealed the stay of execution. Plenary Session of Administrative Law Divisions of the Council of State has sustained such objection. This decision of the Council of State has been challenged by the plaintiffs requesting a stay of execution; however Council of State has rejected this request. The new zoning plan has recently entered into force.

On 15 March 2011, Ege Liman applied to Kuşadası Municipality for building permit but the Municipality rejected such application due to unjust grounds and the Group lawyers therefore, filed a lawsuit against such action of the Municipality. The court has decided to reject the lawsuit; such decision has been appealed by the Group. The appeal is pending before the Council of State.

The Group lawyers believe that the same arguments will cause the aforementioned lawsuits to become viewed as groundless.

In a related development, a former member of the Kuşadası Municipal Council has filed a lawsuit with the Aydın 1st Administrative Court, seeking to cancel the OIB's approval of the Kuşadası Port tender granted to Ege Liman. The Court ordered the cancellation of the tender on 2 June 2010. That decision was appealed by the lawyers of the OIB as well as the lawyers of the Group. The Council of the State approved the decision of the court of first instance and the Group and the OIB lawyers requested the revision of the decision. The Council of State has rejected such request, thus the decision has been finalized.

The Council of Ministers, with an unpublished Decision of 2011 (the 2011 Decision), decided not to enforce court decisions that have been rendered for the cancellation of certain privatization transactions which have been completed pursuant to final transfer agreements as a result of the privatization acts, and are irrevocable for practical impossibilities, including the cancellation of the privatization of Ege Ports-Kuşadası. The Decision of 2011 is in force.

Afterwards, the OIB further declared with its decision no. 2014/82 and dated August 7, 2014 (the "2014 Decision"), that it will not take any action with regards to claiming the return of Kuşadası Port. Shortly after the 2014 Decision, on September 11, 2014, a new law entered into force introducing the Provisional Article 26 of the Privatization Law No. 4046 (the "Provisional Article 26"). The Provisional Article 26 sets forth that the OIB cannot take any action for the return of the privatized assets the final transfer of which to investors has been completed at least 5 years prior to September 11, 2014, in relation to courts' cancellation decisions, except where such decisions relate to breaches of relevant transfer of operation rights agreements. The OIB, upon the entry into force of the Provisional Article 26, sent a confirmation letter to Ege Liman (the "OIB Confirmation"), stating that the OIB confirms, based on the 2014 Decision and the Provisional Article 26 of the Privatization Law, not to take any actions for the enforcement of court decisions regarding the cancellation of Ege Liman privatization.

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25 Commitment and contingencies (continued)

(a) Lawsuits (continued)

The OIB also confirmed, in the OIB Confirmation, that it will not initiate any lawsuit to enforce that Ege Liman is returned to the OIB and informed Ege Liman to continue operating Kuşadası Port in accordance with the transfer of operation rights agreement.

However, such Article was repealed by the Constitutional Court.

Since the unpublished Decision of the Council of Ministers of 2011 is not challenged and still in force and the 2014 Decision is in effect, together with the OIB confirmation stating that no actions shall be taken for the return of Ege Ports to government and Ege Ports shall continue to be operated by Ege Liman within the frame of TOORA. Even though the Constitutional Court has repealed the Provisional Article 26, since the 2011 Decision and the 2014 Decision are in effect, there will be no practical outcomes of cancellation of Article 26.

Both the management and the legal attorney of the Group do not expect to face any negative consequences in the lawsuits regarding cancellation of Kuşadası Ports tender and assess that the likelihood of these lawsuits to result against the Group is low.

- (ii) The former owner of the shares of Torba filed a lawsuit against the Group for the restitution of the shares. The expert appointed by the local court submitted his report which was against the defendants. On 2 March 2010, the court decided to restore the shares to the former owners and the trustee, previously appointed by the Court on 4 January 2008, shall remain in charge until the final decision. The Group lawyers appealed the decision on 28 April 2010 upon the notification of the decision. The Court of Appeals has overruled the decision and the case has been tried in the court of first instance. The court has decided in favor of the former owners. The Group lawyers have appealed such decision and the file is being tried in the court of appeals. As a trustee was appointed to the management of Torba by the Court in January 2008, this subsidiary has been excluded from the scope of consolidation.

Global Yatırım Holding, the Company and Ege İhracatçı Birlikleri Liman Hizmetleri ve Taşımacılık A.Ş. filed a lawsuit against the Privatization Administration at İzmir 4th Commercial Court with respect to the İzmir Port Privatization tender for the granting of operating rights for a definite period claiming the plaintiffs should be granted a period of 6 months as a preliminary junction in order to enable them to perform their duties, and that the provisions of the agreement regarding duration and payment should be adjusted, and arguing that in case such adjustment request is not accepted then there should be termination of the agreement without any indemnification as well as release of the plaintiffs from their obligations and the return of their bid bonds. İzmir 4th Commercial Court denied the lawsuit on the ground that it was not the authorized court for the lawsuit but that decision of the court has been appealed.

The decision was approved by the Court of Appeals, and the Group lawyers requested a revision of the decision, which the court has rejected. The Group lawyers have commenced enforcement proceedings, which were objected by the Privatization Authority. Upon this, the Group lawyers have filed a lawsuit in Ankara 5th Commercial Court, but the court has denied the lawsuit on the basis that such lawsuit is subject to administrative law, and such decision has been finalized. Accordingly, the Group lawyers have filed a lawsuit before the administrative court, which was also denied based on the lack of subject matter jurisdiction. The file was sent to the Court of Conflicts, and the Court of Conflicts decided that the file should be tried by the ordinary courts and sent the file back to Ankara 5th Commercial Court. The file is pending.

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25 Commitment and contingencies (continued)

(a) Lawsuits (continued)

- (iii) Upon the decision of the Constitutional Court dated 6 June 2013 governing the cancellation of the phrase "...except for specific arrangements..." included in the Provisional Article 8 that has been added to the Law No: 4706 amending the contractual terms of agreements regarding easement rights or utilization rights concerning the immovable that are fully owned by the state or private properties of the Treasury, the terms of which are shorter than 49 years, to be extended to 49 years starting from the validity of the relevant agreements, Ortadoğu Antalya Liman İşletmeleri A.Ş. ("Port Akdeniz"), Ege Liman İşletmeleri A.Ş. ("Ege Ports") and Bodrum Yolcu Limanı İşletmeleri A.Ş. ("Bodrum Cruise Port") (together "Plaintiffs") filed their applications regarding extension of the operation periods of the ports, to the relevant authorities. Such applications are rejected and left unattended by the authorities.

Upon this, the Plaintiffs filed below lawsuits against the unfavorable actions of the governmental authorities:

Port Akdeniz filed lawsuits against Privatization Administration and the General Directorate of Turkey Maritime Organization requesting cancellation with respect to rejection of the extension applications. Privatization Administration filed its defense on 12 May 2014 and Port Akdeniz submitted its reply to the defense in due time. The case is pending.

Ege Ports filed lawsuits against Privatization Administration and General Directorate of Turkey Maritime Organization requesting cancellation with respect to rejection of the extension applications. Both authorities filed their defense, the file was rejected by its court. Ege Ports appealed this decision and the case is pending.

Bodrum Cruise Port filed a lawsuit against (i) Ministry of Finance General Directorate of National Estate, (ii) the District Governorship of Bodrum and (iii) the Ministry of Transportation, Maritime Affairs and Communication requesting cancellation with respect to rejection of the extension applications. The Ministry of Transportation, Maritime Affairs and Communication filed its defense and Bodrum Cruise Port submitted its reply in due time. The case is pending. Ministry of Finance General Directorate of National Estate and the District Governorship of Bodrum did not submit their defenses yet. The case is pending.

(b) Guarantees

As at 31 March 2015 and 31 December 2014, the letters of guarantee given comprised the following:

	31 March 2015	31 December 2014
Letters of guarantee		
Given to Privatization Administration / Port Authority	6,996,933	6,818,046
Given to Electricity Distribution Companies	464,657	534,793
Given to courts	154,590	154,590
Others	808,491	738,284
Total letter of guarantee	8,424,671	8,245,713

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25 Commitment and contingencies (continued)

(c) Contractual obligations

Ege Liman

The details of the TOORA dated 2 July 2003, executed by and between Ege Liman and OIB together with TDI are stated below:

Ege Liman will be performing services such as sheltering, installing, charging, discharging, shifting, terminal services, pilotage, towing, moorings, water quenching, waste reception, operating, maintaining and repairing of cruise terminals, in Kuşadası Cruise Port for an operational period of 30 years. Ege Liman is liable for the maintenance of Kuşadası Cruise Port together with the port equipment in good repair and in operating condition throughout its operating right period. After the expiry of the contractual period, the real estate and the integral parts of it shall be surrendered to the TDI, while the movable properties stay with Ege Liman.

Ortadoğu Liman

The details of the TOORA dated 31 August 1998, executed by and between Ortadoğu Liman and OIB together with TDI are stated below:

Ortadoğu Liman will be performing services such as sheltering, installing, charging, discharging, shifting, terminal services, pilotage, towing, moorings, water quenching, waste reception, operating, maintaining and repairing of cruise terminals, in Antalya Port for an operational period of 30 years. Ortadoğu Liman is liable for the maintenance of Antalya Port together with the port equipment in good repair and in operating condition throughout its operating right period. After the expiry of the contractual period, the real estate and the integral parts of it shall be surrendered to the TDI, while the movable properties stay with Ortadoğu Liman.

Bodrum Liman

The details of the BOT Contract dated 23 June 2004, executed by and between Bodrum Liman and the DLH are stated below:

Bodrum Liman had to construct the Bodrum Cruise Port in a period of 1 year and 4 months following the delivery of the land and thereafter, will operate the Bodrum Cruise Port for 12 years. The final acceptance of the construction was performed on 4 December 2007, and thus the operation period has commenced. Bodrum Liman is liable for the maintenance of the port together with the port equipment in good repair and in operating condition throughout its operating right period. The facilities, equipment, installations and the systems together with the tools and other equipment belonging thereto shall be surrendered to the DLH after the expiry of the contractual period.

Port of Bar

The details of the TOORA Contract dated 15 November 2013, executed by and between Global Liman and the Montenegrin Government are stated below:

Global Liman will be performing services such as repair, financing, operation, maintenance in the Port of Bar for an operational period of 30 years (terminating in 2043). For the first three years of its ownership, the Group must implement certain investment programs and social programs outlined in the share purchase agreement. Global Liman is liable for the maintenance of the Port of Bar together with the port equipment in good repair and in operating condition throughout its operating right period. After the expiry of the contractual period, the real estate and the integral parts of it shall be surrendered to the Government of Montenegro, while the movable properties stay with Global Liman.

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25 Commitment and contingencies (continued)

(c) Contractual obligations (continued)

Barcelona Cruise Port

The details of the TOORA Contract dated 29 July 1999, executed by and between Creuers del Port de Barcelona and the Barcelona Port authority are stated below:

Creuers del Port de Barcelona, S.A. (“Creuers”) will be performing the management and exploitation of the port service related to the traffic of tourist cruises on the Port of Barcelona, as well as the development of commercial complementary activities corresponding to a sea station, in World Trade Center Wharf in Barcelona for an operational period of 27 years. However, the Port concession period can be extended automatically for three years provided that (i) Creuers has complied with all the obligations set forth in the Port Concession; and (ii) Creuers remains rendering port services on tourist cruises until the expiry of the extended term. Therefore, the concession period is considered as 30 years. Creuers is liable for the maintenance of World Trade Center Wharf terminals North and South together with the port equipment in good repair and in operating condition throughout its operating right period. After the expiry of the contractual period, the real estate and the integral parts of it shall be surrendered to the Barcelona Port Authority.

The details of the TOORA Contract dated 26 July 2003, executed by and between Creuers and the Barcelona Port authority are stated below:

Creuers will be performing the management and exploitation of the port service related to the traffic of tourist cruises on the Port of Barcelona, as well as the development of commercial complementary activities corresponding to a sea station, in Adossat Wharf in Barcelona for an operational period of 27 years. However, the Port concession period can be extended automatically for three years provided that (i) Creuers has complied with all the obligations set forth in the Port Concession; and (ii) Creuers remains rendering port services on tourist cruises until the expiry of the extended term. Therefore, the concession period is considered as 30 years. Creuers is liable for the maintenance of Adossat Wharf Terminals A, B and C together with the port equipment in good repair and in operating condition throughout its operating right period. After the expiry of the contractual period, the real estate and the integral parts of it shall be surrendered to the Barcelona Port Authority.

Malaga Cruise Port

The details of the TOORA Contract dated 9 July 2008, executed by and between Cruceros Malaga and the Malaga Port authority are stated below:

Cruceros Málaga, S.A. obtained an administrative concession to adapt the Terminal Levante of the Malaga Port and its exploitation, for a 30-year period. However, the Port concession period can be extended automatically for 5 years provided that Creuers has complied with all the obligations set forth in the Port Concession. Therefore, the concession period is considered as 35 years. Cruceros will perform passenger services, terminal usage and luggage services. Cruceros is liable for the maintenance of Terminal Levante together with the port equipment in good repair and in operating condition throughout its operating right period. After the expiry of the contractual period, the real estate and the integral parts of it shall be surrendered to the Malaga Port Authority. The details of the TOORA Contract dated 11 December 2011, executed by and between Cruceros Malaga and the Malaga Port authority are stated below:

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25 Commitment and contingencies (continued)

(c) Contractual obligations (continued)

Cruceros Málaga, S.A. obtained an administrative concession to adapt the of Terminal El Palmeral of the Malaga Port and its exploitation, for a 30-year period. However, the Port concession period can be extended automatically for 5 years provided that Creuers has complied with all the obligations set forth in the Port Concession. Therefore, the concession period is considered as 35 years. Cruceros will perform passenger services, terminal usage and luggage services. Cruceros is liable for the maintenance of Terminal El Palmeral together with the port equipment in good repair and in operating condition throughout its operating right period. After the expiry of the contractual period, the real estate and the integral parts of it shall be surrendered to the Malaga Port Authority.

26 Operating leases

Lease as lessee

The Group entered into various operating lease agreements. Operating lease rentals are payable as follows:

	31 March 2015	31 December 2014
Less than one year	559,388	721,601
Between one and five years	1,315,846	1,168,997
More than five years	--	--
Total	1,879,830	1,890,598

In the periods presented, the Group's main operating lease arrangements as lessee are the port rent agreement of Bodrum Liman until 2019.

During three-month period ended 31 March 2015, TL 589,848 was recognized as rent expense in the consolidated interim statement of profit or loss and other comprehensive income (31 March 2014: TL 445,296).

Lease as lessor

The future lease payments under operating leases are as follows:

	31 March 2015	31 December 2014
Less than one year	8,337,733	7,080,839
Between one and five years	20,734,324	18,910,234
More than five years	16,326,475	14,389,315
	45,398,532	40,380,388

The Group's main operating lease arrangements as lessor are a marina lease agreement of Ortadoğu Liman until 2028, and various shopping center rent agreements of Ege Liman, Bodrum Liman, Malaga Port and Creuers up to 5 years.

During three-month period ended 31 March 2015, TL 2,540,375 was recognized as rental income in the consolidated statement of profit or loss and other comprehensive income (31 March 2014: TL 1,800,350).

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27 Service concession arrangement

The port operation rights, which belongs to Creuers, recognized under intangible assets includes fixed asset elements built or acquired from third parties to adapt Sea Stations North and South of the World Trade Center and A and B of the Adossat Wharf of Port of Barcelona, according to administrative concession contracts to adapt and exploit such terminals in order to render the basic passengers' boarding and disembarkation port services and luggage and vehicle loading and unloading under passage system on cruise terminals.

The fixed assets model are applied to such agreements, since the consideration received consists on the right to collect the corresponding rates on the basis of the usage degree of the public service. Rates applied by Creuers are annually reviewed and approved by the Port Authorities of Barcelona.

Creuers pays an occupancy and utilization royalty to the Port Authorities of Barcelona on the basis of surfaces occupied and the value of fixtures made available. Additionally, an activity rate is accrued on the basis of the turnover generated by the activity.

On the basis of obligations assumed on the concession agreement, the corresponding provision for reposition and large repair actions is allocated (Note 24).

In accordance with the administrative concession contracts signed between the Port Authorities of Barcelona and Creuers, described below:

- Contract to adapt the Sea Station and render the tourist cruise port service of North and South terminals of the World Trade Center, signed for a 27-year period from its granting date, in October 1999.
- Contract to adapt the Sea Station A of the Adossat Wharf of Port of Barcelona and render the tourist cruise port service signed for a 27-year period from its granting date, in May 2003.
- Contract to adapt the Sea Station B of the Adossat Wharf of Port of Barcelona and render the tourist cruise port service signed for a 27-year period from its granting date, in May 2003.

The Creuers' main actions in relation to the adaptation of the Sea Station refer to the construction of a building, fixed fixtures and equipment of terminals for their exploitation under the terms contemplated on concession agreements.

Under the syndicated loan agreement signed on 23 May 2008 the Company had undertaken a mortgage commitment on the concessions in favour of the lenders. In 2014, after settling all the amounts outstanding, the Company cancelled the guarantees extended to secure compliance with the obligations arising from this loan. On 26 September 2014 the Company arranged new guarantees in accordance with the new syndicated loan arranged (see Note 20), for which it pledged the receivables from the concession arrangements in favour of the lenders.

The Group's policy is to formalize insurance policies to cover possible risks to which certain elements related to administrative concessions are subject.

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28 Foreign currency position

As at 31 March 2015 and 31 December 2014, foreign currency risk exposures of the Group comprised the following:

	31 March 2015			
	TL equivalents	USD	EURO	TL
Trade receivables	122.421.252	2.449.345	3.495.064	106.133.795
Other monetary financial assets	135.789.184	4.742.973	16.813.213	75.812.551
Current assets	258.210.436	7.192.318	20.308.277	181.946.346
Monetary financial assets	26.568.167	-	2.916.859	18.310.831
Non-current assets	26.568.167	-	2.916.859	18.310.831
Total assets	284.778.603	7.192.318	23.225.136	200.257.177
Trade payables	32.615.409	309.374	2.535.717	24.629.520
Financial liabilities	88.035.325	23.073.175	8.886.710	2.652.336
Other monetary liabilities	5.533.141	-	455.553	4.243.516
Current liabilities	126.183.875	23.382.549	11.877.980	31.525.372
Financial liabilities	783.081.772	240.187.409	55.157.228	-
Other monetary liabilities	40.280.974	-	13.460.364	2.176.030
Non-current liabilities	823.362.746	240.187.409	68.617.592	2.176.030
Total liabilities	949.546.621	263.569.958	80.495.572	33.701.402
Net foreign currency position	(664.768.018)	(256.377.640)	(57.270.436)	166.555.775

	31 December 2014			
	TL equivalents	USD	EURO	TL
Trade receivables	129,916,177	38,695,071	4,489,708	27,522,058
Other monetary financial assets	161,931,784	39,631,825	18,064,893	19,073,901
Current assets	291,847,961	78,326,896	22,554,601	46,595,959
Monetary financial assets	28,655,824	4,360,760	4,452,637	5,984,104
Non-current assets	28,655,824	4,360,760	4,452,637	5,984,104
Total assets	320,503,785	82,687,656	27,007,238	52,580,063
Trade payables	27,659,795	296,366	3,481,982	17,150,925
Financial liabilities	70,053,800	21,414,225	6,686,030	1,537,069
Other monetary liabilities	6,922,238	347,255	567,335	4,516,707
Current liabilities	104,635,833	22,057,846	10,735,347	23,204,701
Financial liabilities	711,092,050	235,384,718	58,587,736	--
Other monetary liabilities	37,216,342	--	12,506,280	1,939,877
Non-current liabilities	748,308,392	235,384,718	71,094,016	1,939,877
Total liabilities	852,944,225	257,442,564	81,829,363	25,144,578
Net foreign currency position	(532,440,440)	(174,754,908)	(54,822,125)	27,435,485

TL exchange rate risk of subsidiaries whose functional currency is other than TL, is shown in TL line in the foreign currency risk table.

31 March 2015 and 31 December 2014, foreign currency exchange rates of the Central Bank of the Turkish Republic comprised were as follows:

	31 March 2015	31 December 2014
USD/TL	2.6102	2.3189
Euro/TL	2.8309	2.8207

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28 Foreign currency position (continued)

For the three-month periods ended 31 March, average foreign currency exchange rates of the Central Bank of the Turkish Republic were as follows:

	2015	2014
USD/TL	2,4578	2,2159
Euro/TL	2.7705	3.0356

Sensitivity Analysis

A 10 percent strengthening or depreciation of the Turkish Lira against the following currencies as at 31 March 2015 and 2014 would have increased equity or profit or loss, excluding tax effects, by the amounts shown below. This analysis assumes that all other variables, in particular interest rates, remain constant.

31 March 2015	PROFIT /LOSS		EQUITY (*)	
	Increase	Decrease	Increase	Decrease
	A 10 percent (strengthening)/weakening of USD against TL:			
1- Net USD asset/liability	(66.919.692)	66.919.692	--	--
2- Hedged portion against USD risk (-)	--	--	65,255,000	(65,255.000)
3- Net effect of USD (1+2)	(66.919.692)	66.919.692	65,255.000	(65,255.000)
	A 10 percent (strengthening)/weakening of Euro against TL:			
4- Net Euro asset/liability	(16.212.688)	16.212.688	--	--
5- Hedged portion against Euro risk(-)	--	--	--	--
6- Net effect of Euro (4+5)	(16.212.688)	16.212.688	--	--
TOTAL (3+6)	(83.132.379)	83.132.379	65,255,000	(65,255,000)

31 March 2014	PROFIT /LOSS		EQUITY (*)	
	Increase	Decrease	Increase	Decrease
	A 10 percent (strengthening)/weakening of USD against TL:			
1- Net USD asset/liability	(44.787.954)	44.787.954	--	--
2- Hedged portion against USD risk (-)	--	--	39,985,748	(39,985,748)
3- Net effect of USD (1+2)	(44.787.954)	44.787.954	39,985,748	(39,985,748)
	A 10 percent (strengthening)/weakening of Euro against TL:			
4- Net Euro asset/liability	266.179	(266.179)	--	--
5- Hedged portion against Euro risk(-)	--	--	--	--
6- Net effect of Euro (4+5)	266.179	(266.179)	--	--
TOTAL (3+6)	(44.521.774)	44.521.774	39,985,748	(39,985,748)

(*) Profit/ loss excluded

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29 Related parties

The related parties of the Group which are disclosed in this note comprised the following:

Related parties	Relationship
Mehmet Kutman	Shareholder
Global Yatırım Holding	Parent Company
Torba	Investment
Global Sigorta Aracılık Hizmetleri A.Ş. ("Global Sigorta")	Parent Company's subsidiary
Global Menkul Değerler A.Ş. ("Global Menkul")	Parent Company's subsidiary
IEG Kurumsal Finansal Danışmanlık A.Ş.	Parent Company's subsidiary
Adonia Shipping	Parent Company's subsidiary
Naturel Gaz	Parent Company's subsidiary

Due from related parties

As at 31 March 2015 and 31 December 2014, current receivables from related parties comprised the following:

	31 March	31 December
	2015	2014
Current receivables from related parties		
Global Yatırım Holding (*)	97,435,506	103,412,152
Adonia Shipping (**)	4,112,114	3,833,034
IEG Kurumsal Finansal Danışmanlık A.Ş. (**)	--	1,306,468
Naturel Gaz (**)	274,622	274,622
Mehmet Kutman	207,952	207,952
Torba	86,453	85,667
Others	522,081	546,459
Total	102,638,728	109,666,354

(*) Although Global Liman has sufficient retained earnings in its consolidated financial statements, in accordance with the Turkish Commercial Code, dividends can be distributed based on financial statements prepared according to the Tax Procedural Law. The other current assets from Global Yatırım Holding are comprised of advance dividend payments, which will be settled at the end of the corporate tax income declared for 2014 which is subject to dividend distribution for the year ending 31 December 2014.

The amount netted with monthly Global Yatırım Holding charges regarding IT consultancy and personnel social support given. The charged interest rate is 10.50% as at 31 December 2014 (31 December 2013: 11.75%).

(**) These amounts are related with the work advances. The charged interest rate is 10.50% as at 31 December 2014 (31 December 2013: 11.75%).

As at 31 March 2015 and 31 December 2014, non-current receivables from related parties comprised the following:

	31 March	31 December
	2015	2014
Non-current receivables from related parties		
Torba (*)	5,029,659	5,029,659
Total	5,029,659	5,029,659

(*) The balance consists of an advance given for a real estate development project. There is a pledge on the land of Torba against the receivable. Interest was charged over this receivable until the date of loss of the control of Torba.

Global Liman İşletmeleri A.Ş. and its Subsidiaries

Notes to the Condensed Consolidated Interim Financial Report

As at and for the Three-Month Period Ended 31 March 2015

Currency: TL

29 Related parties (continued)

Other investments

As at 31 March 2015, the Group has Global Yatırım Holding bonds amounting to TL 36,145,219 with a nominal value of USD 14,750,000 which are classified as available for sale financial assets (31 December 2014: TL 31,881,979 with a nominal value of USD 14,750,000). Accrued interest for the three-month period ended 31 March 2015 is TL 1,291,785 (2014: TL 977,045).

Due to related parties

As at 31 March 2015 and 31 December 2014, current payables to related parties comprised the following:

Current payables to related parties	31 March 2015	31 December 2014
Mehmet Kutman	739,755	739,755
Global Sigorta	249,937	311,490
Global Menkul	43,097	38,431
IEG Kurumsal Finansal Danışmanlık A.Ş.	315,834	--
Other	2,565	29,164
Total	1,351,188	1,118,840

Transactions with related parties:

For the three-month periods ended 31 March, significant transactions with other related parties comprised the following:

	2015		2014	
	Interest received	Other	Interest received	Other
Global Yatırım Holding	1,291,785	--	1,214,213	--
Total	1,291,785	--	1,214,213	--

	2015		2014	
	Interest Paid	Other	Interest Paid	Other
Global Yatırım Holding	4,689	1,800	68,546	1,800
Global Menkul	--	--	453	--
Total	4,689	1,800	68,999	1,800

For the three-month period ended 31 March 2015, the Group recognized interest income on Global Yatırım Holding bonds amounting to 1,291,785 (31 March 2014: TL 977,045). For the three-month period ended 31 March 2015, the effective interest rate was 14.65% (31 March 2014: 14.30%).

For the three-month period ended 31 March 2015, the Group does not have any transaction from the purchase and the sale of Global Yatırım Holding's publicly traded share certificates (31 March 2014: a gain of TL 47,333).

Global Liman İşletmeleri A.Ş. and its Subsidiaries

Notes to the Condensed Consolidated Interim Financial Report As at and for the Three-Month Period Ended 31 March 2015

Currency: TL

29 **Related parties** (continued)

Transactions with key management personnel

For the three-month periods ended 31 March, details of benefits to key management personnel comprised the following:

	<u>2015</u>	<u>2014</u>
Salaries	1,610,708	1,582,188
Attendance fees to Board of Directors	245,947	227,278
Bonus	24,069	358,905
Other	39,174	--
Total	<u>1,919,868</u>	<u>2,168,371</u>

30 **Events after the reporting date**

GPH had initiated a process for initial public offering of part of its shares ("IPO). The total offering was contemplated at \$303mn (mid –point of the Price Range), and comprised of \$191m primary issue and \$111 Secondary, including \$39m greenshoe.

Despite the full offering being oversubscribed by 1.38 times as of 8 May 2015, upon the strong recommendation of Joint Global Coordinators and Joint Bookrunners (BofA Merrill Lynch and Citi or "JGC") that at this size, there might be volatility at the share price post issue, GPH and its shareholder GIH, have decided not to proceed with the mentioned IPO process.

The use of the contemplated Primary proceeds were allocated solely to fund the inorganic growth opportunities of GPH as the incumbent business units of the Company do not require any financing and has strong free cash flow generation. The decision does not represent any change to GPH strategy of further consolidating cruise assets and enhancing its leading position in the cruise port sector through sustained organic and inorganic growth.