

# Private Market

Borsa İstanbul 2017

Dr. Recep Bildik

Director, Research and Business Development

Borsa İstanbul

# PRIVATE MARKET

W H A T I S I T ?

Borsa İstanbul Private Market is a web-based and membership based platform, which brings together companies and investors in order to buy or sell shares without going public

If you are an **entrepreneur seeking funds for your start-up, a joint stock company in need of finance ,a shareholder looking for liquidity, a qualified investor or a business angel investor to invest or exit** , you can become a member now.



# BIST Private Market: General Framework

## A private marketplace for

- Start-up and Early-stage companies
- Late-stage growing SMEs and Pre-IPO companies
  - ✓ Meeting with qualified and angel investors
  - ✓ Access to seed capital and follow-up capital
  - ✓ Access to strategic partnerships
  - ✓ Access to know how, mentorship
- Angel and Qualified Investors
  - ✓ Meeting with growing companies from different locations & sectors
  - ✓ Finding new profitable investment opportunities
  - ✓ Exit from their existing investments



# Members

## Who Can Apply for Membership?

If you are an entrepreneur seeking funds for your startup, a joint stock company in need of finance, a shareholder looking for liquidity, a qualified investor or a business angel investor, you can become a member now.

### **Start-ups & Rising (Pre-IPO) Companies**

Two types of companies and their shareholders are admitted as members to the Private Market

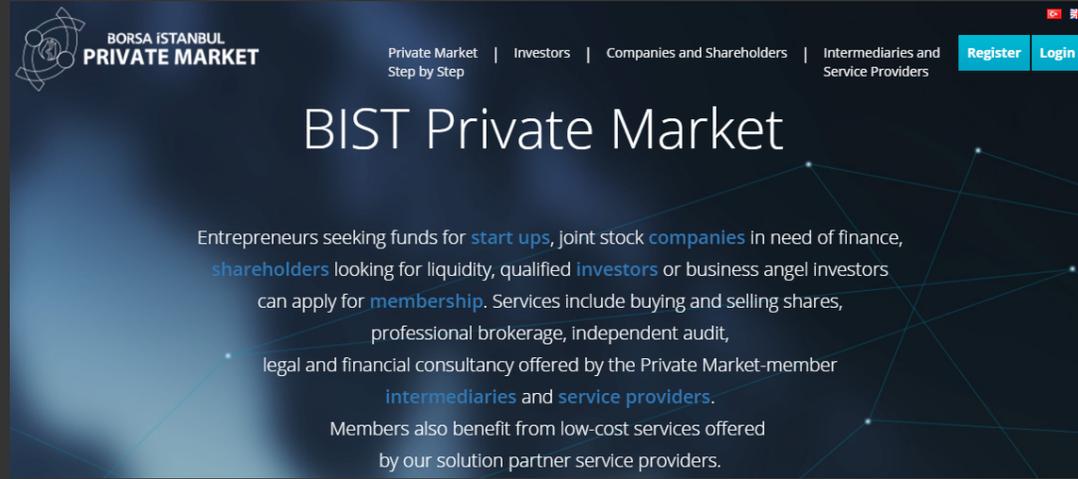
### **Investors**

Qualified investors (Private Equity and Venture Capital firms, large companies, capital market institutions and Certified Business Angel Investors) are admitted as members.

### **Intermediaries & Service Providers**

Financial and legal consultants, funds, financial institutions, brokerage houses, banks or other legal entities accepted as intermediaries or service providers.

# Bistprivatemarket.com



**BORSA İSTANBUL PRIVATE MARKET**

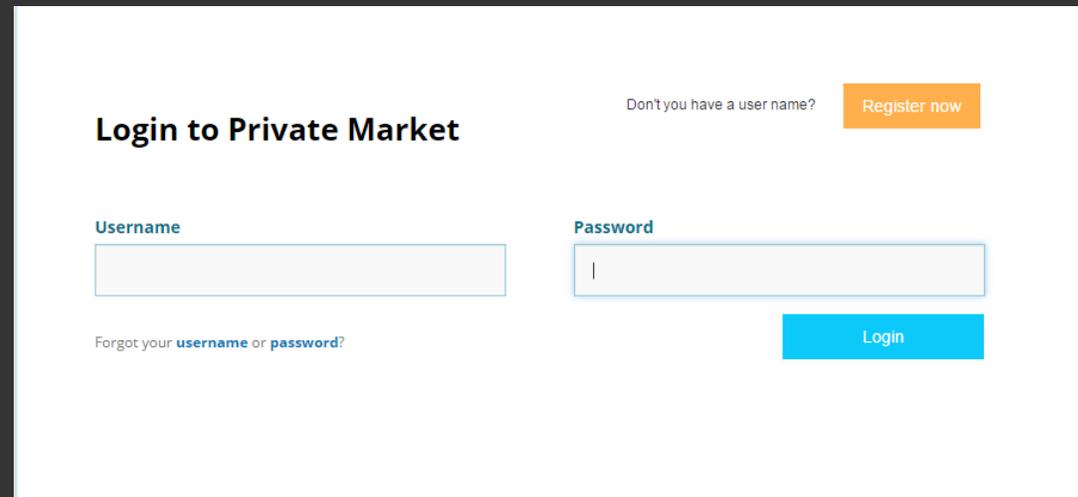
Private Market | Investors | Companies and Shareholders | Intermediaries and Service Providers

[Register](#) [Login](#)

## BIST Private Market

Entrepreneurs seeking funds for **start ups**, joint stock **companies** in need of finance, **shareholders** looking for liquidity, qualified **investors** or business angel investors can apply for **membership**. Services include buying and selling shares, professional brokerage, independent audit, legal and financial consultancy offered by the Private Market-member **intermediaries** and **service providers**.

Members also benefit from low-cost services offered by our solution partner service providers.



### Login to Private Market

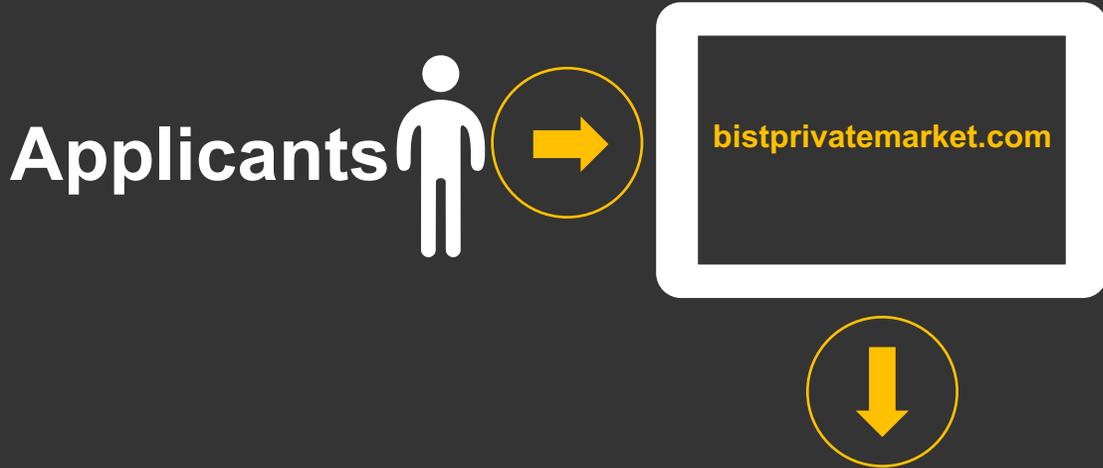
Don't you have a user name? [Register now](#)

**Username**

**Password**

Forgot your [username](#) or [password](#)? [Login](#)

# How to submit an application



-  Create a username and password
-  Select the type of membership and Apply (you can apply as Start-up, Growth company, Investor and Intermediaries & Solution Providers)
-  Complete the online application form
-  Upload the requested supporting documents
-  Submit the form

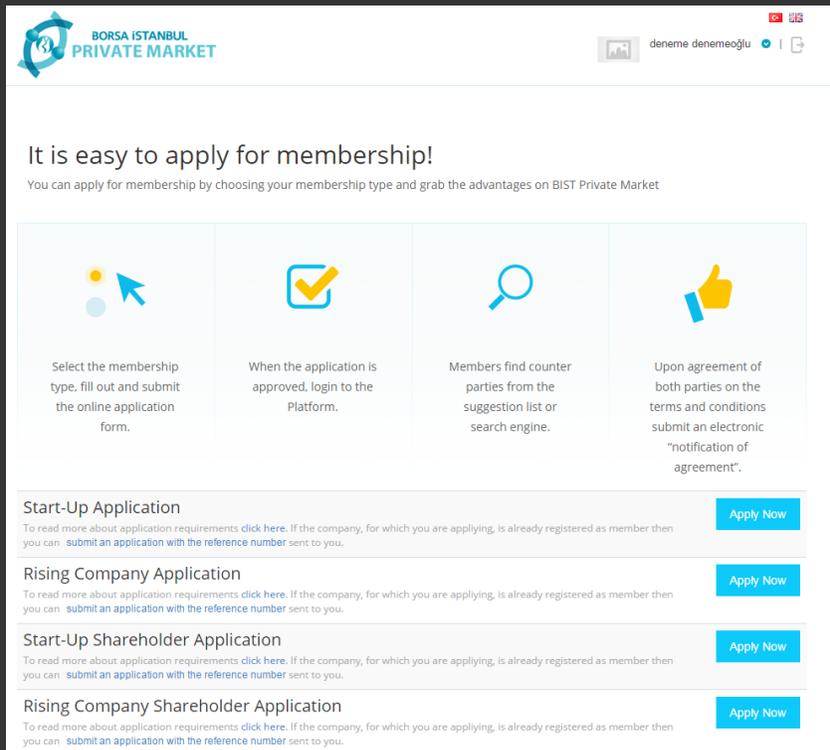
**Membership  
Process**



**Evaluation Committee for  
Admission of Companies**

# Application Form and Company Teaser

You can apply as company seeking for investment, investor, broker or service provider



**BORSA İSTANBUL PRIVATE MARKET**

deneme denemeoğlu

### It is easy to apply for membership!

You can apply for membership by choosing your membership type and grab the advantages on BIST Private Market

- Select the membership type, fill out and submit the online application form.
- When the application is approved, login to the Platform.
- Members find counter parties from the suggestion list or search engine.
- Upon agreement of both parties on the terms and conditions submit an electronic "notification of agreement".

**Start-Up Application** [Apply Now](#)

To read more about application requirements click here. If the company, for which you are applying, is already registered as member then you can [submit an application with the reference number](#) sent to you.

**Rising Company Application** [Apply Now](#)

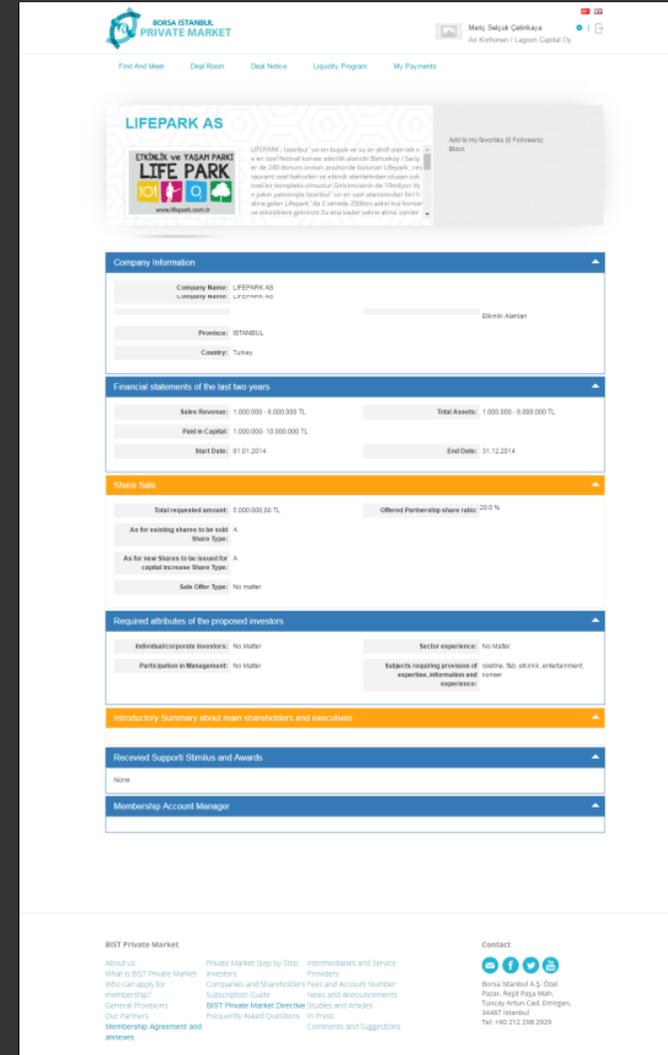
To read more about application requirements click here. If the company, for which you are applying, is already registered as member then you can [submit an application with the reference number](#) sent to you.

**Start-Up Shareholder Application** [Apply Now](#)

To read more about application requirements click here. If the company, for which you are applying, is already registered as member then you can [submit an application with the reference number](#) sent to you.

**Rising Company Shareholder Application** [Apply Now](#)

To read more about application requirements click here. If the company, for which you are applying, is already registered as member then you can [submit an application with the reference number](#) sent to you.



**BORSA İSTANBUL PRIVATE MARKET**

Meris, Selçuk Çelikbayrak  
Ali Korkmazlı / Ligasiz Capital Oy

First And Meet Deal Room Deal Notice Liquidity Program My Payments

## LIFEPARK AS

**ENDEĞER YATIRIM YAKAŞI PARK LIFEPARK AS**

www.lifepark.com.tr

ADD TO MY FAVORITES (0 Followers)  
Block

**Company Information**

Company Name: LIFEPARK AS  
Company Email: lifepark@lifepark.com.tr  
Province: İSTANBUL  
Country: Turkey

**Financial statements of the last two years**

Sales Revenue: 1.000.000 - 6.000.000 TL	Total Assets: 1.000.000 - 6.000.000 TL
Paid in Capital: 1.000.000 - 10.000.000 TL	
Start Date: 01.01.2014	End Date: 31.12.2014

**Share Sale**

Total requested amount: 5.000.000,00 TL  
Offered Partnership share ratio: 20,0 %

As for existing shares to be sold: A  
Share Type:

As for new Shares to be issued for: A  
Capital Increase Share Type:

Sale Other Type: No matter

**Required attributes of the proposed investors**

Individual/corporate investors: No matter  
Sector experience: No matter  
Participation in Management: No matter  
Subjects requiring previous of: (culture, No, education, entertainment, experience, information and experience):

**Introductory Summary about main shareholders and executives**

**Received Support Stimulus and Awards**

None

**Membership Account Manager**

**BIST Private Market**

About us  
What is BIST Private Market?  
Who can apply for membership?  
General Providers  
Our Partners  
Membership Agreement and annexes

Private Market Step by Step  
Investors  
Companies and Shareholders Fees and Account Number  
Subscription Guide  
News and Announcements  
BIST Private Market Directive Studies and Annexes  
Frequently Asked Questions  
Comments and Suggestions

Intermediaries and Service Providers  
News and Announcements  
Comments and Suggestions

**Contact**

Borsa İstanbul A.Ş. Özel Pazar  
Hisef Pazarı  
Tunçyay Artan Cad. Emrigan, 34687/İstanbul  
Tel: +90 212 286 2829

# Tiered Information Sharing

## Teaser and 2nd level information

### Teaser Level

In the 1st level, investors can look at a general summary of each company.  
After the examination of the first level information, investors can send an indication of interest to counterparty in order to sign electronic NDA and accreditation

The screenshot shows the Teaser Level information page for F.I.T.BİLGİ İŞLEM SİSTEMLERİ SERV.S... The page includes a header with the company logo and name, a navigation menu, and several sections of information:

- Şirket Bilgi:** Şirket Unvanı: F.I.T.BİLGİ İŞLEM SİSTEMLERİ SERV.SAN.VE.TİC.A.Ş.; Şirket Sektörü: Bilgiayar programlama, danışmanlık ve ilgili faaliyetler; Faaliyet Konusu: YAZILIM VE DANIŞMANLIK; Adres: ALTAYDOĞRUSI 94. 02 SK. NO:19 K:4 D:21-22 HALTERE; Ülke: Türkiye.
- Son Yıla Ait Mali Tablo:** Satış Tutarı: 8.000.000-40.000.000 TL; Akıttı Toplamı: 8.000.000-48.000.000 TL; Ödemeli Sermaye Büyüklüğü: +200.000 TL; Baştangıç Tarihi: 01.01.2014; Bilgi Tarihi: 31.12.2014.
- Pay Satışı:** Talep Edilen Toplam Tutarı: 8.500.000,00 TL; Teklif Edilen Ortaklık Oranı: 10,0 %; Satışa Çıkarılan Mevcut Payların, Pay Türü: A; Sermaye Artırımına Kona Yeni Payların, Pay Türü: A; Satış Teklifi, Tipi: Farklıdır.
- Yatırımcıda Aranılan Kriterler:** Yatırımcı Tipi: Farklıdır; Sektör Tecrübesi: Farklıdır; Yönetime Katılımı: Farklıdır; Uzmanlık/Bilgi Tecrübesi:

### 2nd Level Information

The screenshot shows the 2nd Level Information page for F.I.T.BİLGİ İŞLEM SİSTEMLERİ SERV.S... The page includes a header with the company logo and name, a navigation menu, and several sections of information:

- Şirket Bilgi:** Şirket Unvanı: F.I.T.BİLGİ İŞLEM SİSTEMLERİ SERV.SAN.VE.TİC.A.Ş.; Şirket Sektörü: Bilgiayar programlama, danışmanlık ve ilgili faaliyetler; Faaliyet Konusu: YAZILIM VE DANIŞMANLIK; Adres: ALTAYDOĞRUSI 94. 02 SK. NO:19 K:4 D:21-22 HALTERE; Ülke: Türkiye.
- Son Yıla Ait Mali Tablo:** Satış Tutarı: 19.255.000,00 TL; Akıttı Toplamı: 14.396.000,00 TL; Ödemeli Sermaye Büyüklüğü: 137.500,00 TL; EBITDA (Yaz, Amortisman ve Vergi Dışında): 8.388.491,00 TL; Baştangıç Tarihi: 01.01.2014; Bilgi Tarihi: 31.12.2014.
- Pay Satışı:** Talep Edilen Toplam Tutarı: 8.500.000,00 TL; Teklif Edilen Ortaklık Oranı: 10,0 %; Satışa Çıkarılan Mevcut Payların, Pay Türü: A; Sermaye Artırımına Kona Yeni Payların, Pay Türü: A; Satış Teklifi, Tipi: Farklıdır.
- Yatırımcıda Aranılan Kriterler:** Yatırımcı Tipi: Farklıdır; Sektör Tecrübesi: Farklıdır; Yönetime Katılımı: Farklıdır; Uzmanlık/Bilgi Tecrübesi:
- Kurucu Ortakları ve Yöneticileri İçerir:**
- Alınan Yatırım Değerli, Teşvik ve Ödülleri:**
- Üyelik Hesabı Yöneticisi:**
- Mevcut Pay Defteri:**

Adı ve Soyadı	Besim Statü	Pay Türü	Varsa İmzalıyıcı Türü	Payların Nominal Tutarı	Pay Adedi
KORAY GÜLTEKİN BAKAR	Gerçek Kişi	A	YOK	19350 TL	19350
AHMET BİLGİN	Gerçek Kişi	A	YOK	59770 TL	59770
AYHAN BOYACIOĞLU	Gerçek Kişi	A	YOK	3440 TL	3440
HASAN DAVICI	Gerçek Kişi	A	YOK	3440 TL	3440
Nevo Capital Fund 1 B.V.	Tüzel Kişi	A	YOK	21500 TL	21500
Toplam Nominal Tutar					Şirket Toplam Pay Adedi
107990 TL					107990

2nd level information giving the right to use virtual data room free, service providers

In this process, intermediaries and service providers provide professional brokerage, independent audit, legal and financial consultancy services. Members also benefit from low-cost services offered by our solution partner service providers.

# Step by Step

## BIST Private Market

Go to [www.bistprivatemarket.com](http://www.bistprivatemarket.com), Select the type of membership, Create a username and password and complete the online application form.



### Search Engine & Suggestion List

Members find counter parties from the suggestion list or search engine. In order to contact the counter party directly, send an «Indication of interest».



### Match

Upon acceptance of your **indication of interest** by the counter party, members will be accredited to gain access to more detailed information. Start using the secure «**Data and Deal Room**» for due diligence, document management and negotiations.

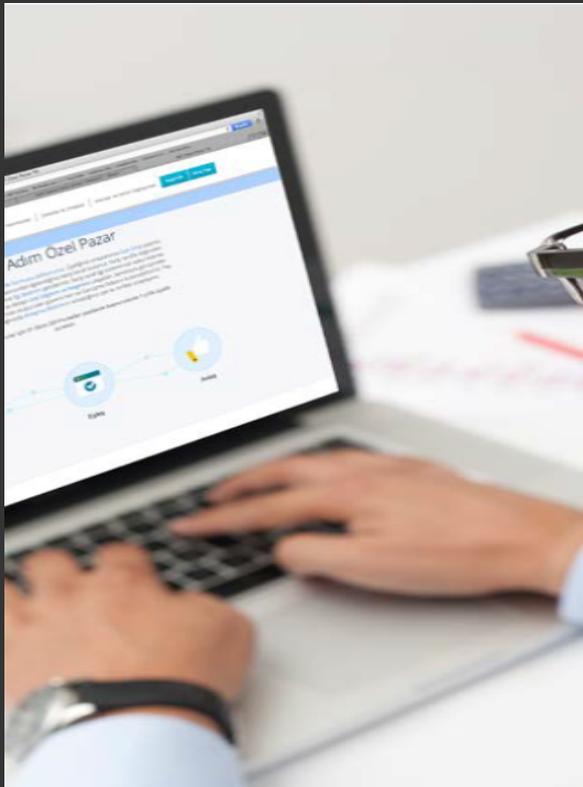


### Agree

Upon agreement of both parties on the terms and conditions submit an electronic «notification of agreement» .

# Why Private Market?

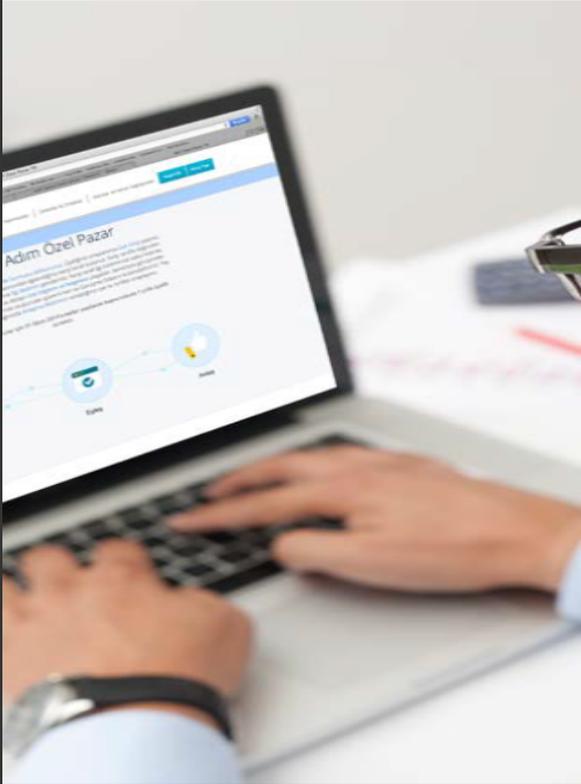
## Advantages



- 1 Buy and sell shares without going public
- 2 Allow companies to find a counterparty anonymously
- 3 Find easy, quick and low-cost solutions to financing needs
- 4 Raise funds without borrowing and choose new shareholders.
- 5 Exemption from Capital Markets regulations
- 6 Benefit from meeting a counterparty under the umbrella of Borsa İstanbul
- 7 Offer investors the opportunity to exit
- 8 Benefit from services including legal and financial consultancy, valuation and brokerage

# Why Private Market?

## Advantages



### Liquidity Program

Investors can benefit from exit opportunities provided by Liquidity and Finance Program in the private market platform. The program allows investors and shareholders to make use of an auction to all registered investors at the platform.

### Auction

### Crowd-Funding

# Member Breakdown

## Members



**381 members**

Companies are admitted to the Private Market based upon the decision of Assessment Committee.



**65%**

**Start-ups**

Median amount of investment sought by start-ups is 400 K USD

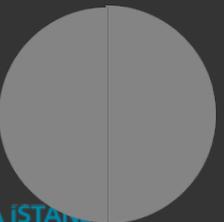


**35%**

**Growth companies**

Median amount of investment sought by growth companies is 4 M USD

Avg. sales is 20M and EBITDA is around 1,5 M USD

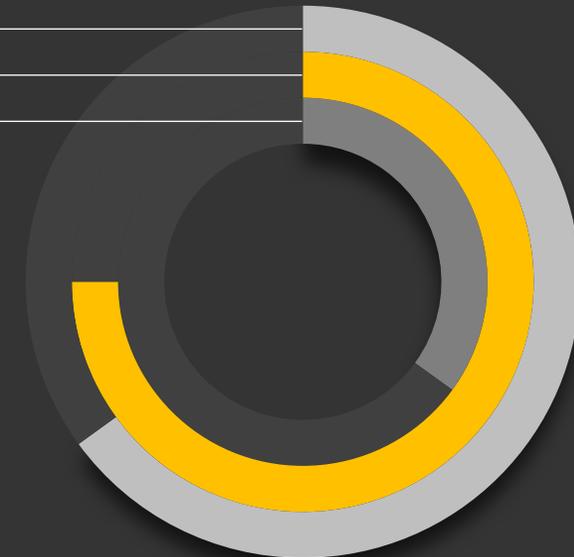


**109**

**Investors**

230 m Euro Planned investment in total

Investors **109**  
Companies **241**  
Intermediaries & Service Providers **31**



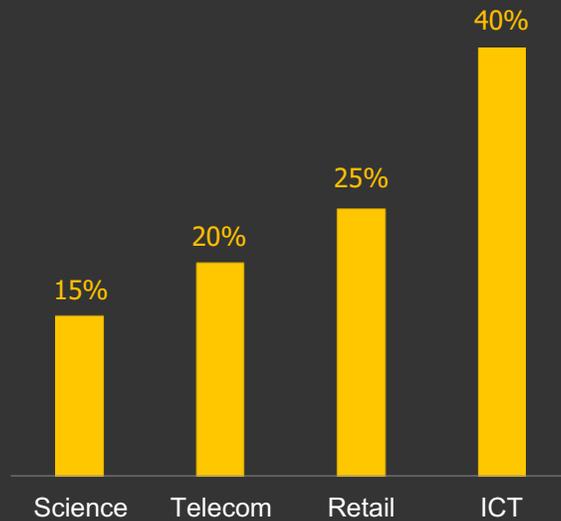
Private Market Members

# Companies by Sector

Variety in sector spectrum

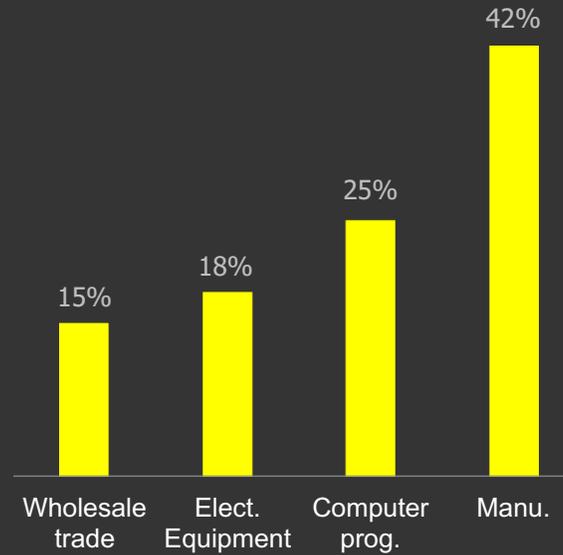


Start-ups



## ICT domination

The overwhelming majority of start-ups is from IT and internet area while the coverage of sectoral representation is wide.



## Diversity in sectors

More than 30 different industries ranging from IT, manufacturing, energy, retail, health care.



Growth companies

# Robotic Mobilization Device

- The company designed the Robotic Mobilization Device(RMD) to add more freedom to the lives of individuals with paralysis, allowing them to live in places not designed for them, and to move more independently in the world.
- Tek Robotic Mobilization Device not as a wheelchair alternative, but as a brand new mobility platform that completely reimagines the way individuals with paraplegia and other walking disabilities are able to move in the world.
- The ability to independently and safely sit, stand, and navigate environments that were once inaccessible, is now possible, safe, and available

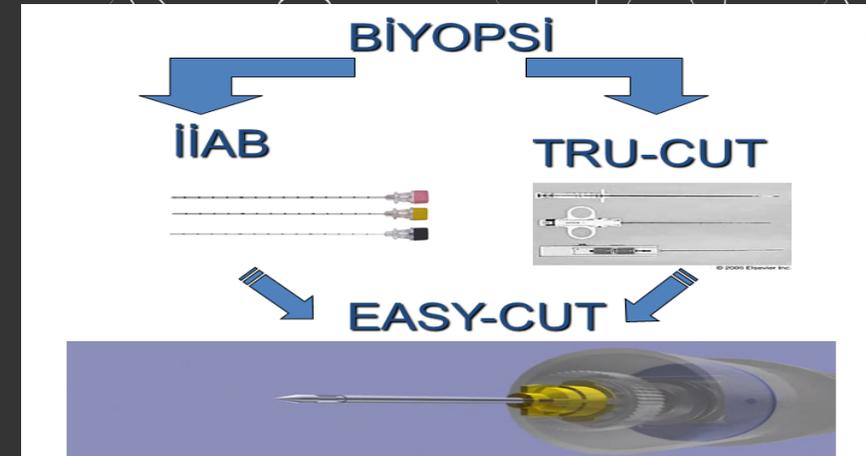
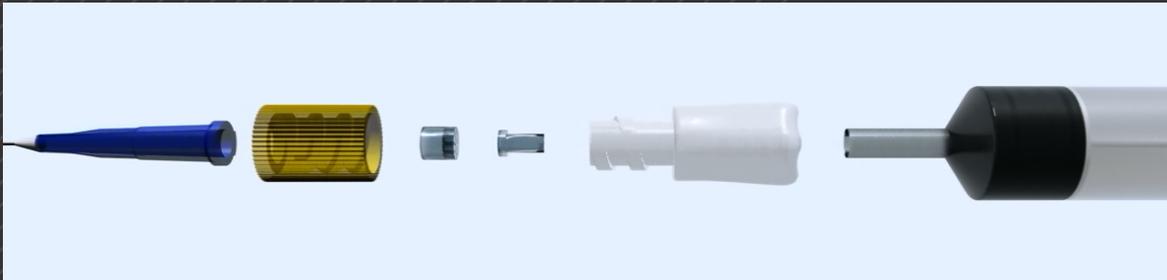
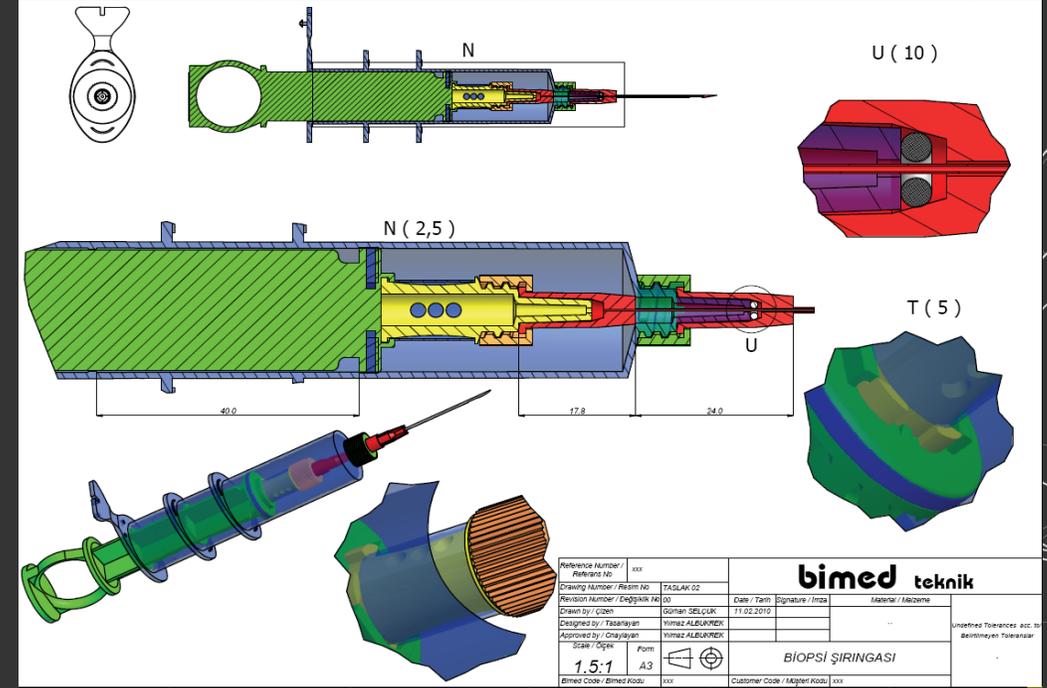


- Video About the Tek RMD

<https://www.youtube.com/watch?v=oy1FcDx8cQ0>

# EASY-CUT BIOPSY NEEDLE

- Easy-cut biopsy needle is a new technological product that aims to diagnosis cancer and other inflammatory tissue diseases easy, efficient and safe way.
- The product provides advanced technology, process and product by combining the available guillotine and aspiration biopsy method.



# Deals

The first deal between a local start-up and a foreign VC in the Private Market in February 2015

The total of 13 deals' amount exceeded 11 M USD.

## Deal Detail

Investors	Company
1. Foreign venture capital	Growth company in E-commerce
2. Turkish Angel Investor	Start-up in energy sector
3. Local VC	Start-up in entertainment
4. Turkish Angel Investor	Start-up in retail industry
5. Turkish Angel investor	Start-up in education
6. Local VC	Start-up in health-care
7. Local PE	Growth company in ITC
8. Local VC	Start-up in
9. Local VC	Start-up in
10. Local VC	Start-up in entertainment
11. Turkish Bank	Start-up in payment techs
12. Turkish Angel investor network	Start-up in online market places
13. Local Corporation	Start-up in online market places

# Regional Marketplace

## A liquid exchange

Borsa İstanbul which is one of the most liquid exchanges in the Eurasia region . It has a great potential to provide new investment and exit opportunities.

International investors, companies and intermediaries from all over the world are becoming Private Market member such as UBS, Abraaj Capital, STC Ventures and so on.



# What do we offer?



- 1 Turn Key Solution
- 2 A successfully running platform
- 3 Connectivity and direct access to our database
- 4 Access to an emerging market
- 5 Cooperation and creating synergy
- 6 Mentorship and networking through partnerships

# Emerging Companies Market (ECM)

First step of IPO for growth companies

- ✓ For companies offering growth potential to raise funds by listing and trading their equities in an organized and transparent environment, Emerging Companies Market (ECM) is established under Equity Market of Borsa İstanbul

Market	Definition
BIST STARS	The market value of the free float > 100 million TL or included in BIST 100
BIST MAIN	The market value of the free float > 25 million TL and < 100 million TL
BIST EMERGING COMPANIES	The market value of the free float < 25 M

- ✓ Angel investors, venture capital investment trusts&funds may use ECM to exit from their investments by offering their shares in companies for sale during the public offering or as after the date the shares are started to be traded in the Exchange, without being subject to provisions of Listing Directive.

# Emerging Companies Market

## Listing requirements

- ✓ The market advisor should provide statement of approval and confirmation of compliance
- ✓ The Exchange Board of Directors should give assent
- ✓ Articles of association of companies should not contain provisions restricting transfer and circulation of shares
- ✓ Companies should not be subject to significant legal disputes
- ✓ A market advisory agreement valid for a minimum of two years as of the date of application should have been signed between the company and a market advisor included in the Market Advisors List
- ✓ Total shareholders' equity of the company should be over its capital
- ✓ For causes other than the cases which may be accepted to be valid by our Exchange, the corporation should not have suspended its business activities and operations for more than 3 months during the last 2 years and the company is not involved in or subject to any form of liquidation

# Emerging Companies Market

## Advantages

- ✓ Listing criteria is **substantially lighter** for ECM compared to BIST Stars and BIST Main markets
- ✓ **Cost advantage** for ECM companies: CMB and CRA both cut their fees to 1/10th of the fees applied in other Borsa İstanbul markets. On the other hand, Borsa İstanbul do not charge any fee for the initial listing of shares and also lowered its upper limit of annual listing fee to 1/20th of the fee applied in BIST Stars and Main
- ✓ Minimum of 500 investors criterion is not sought for the ECM offerings
- ✓ Independent audit requirement is **more flexible** than the Main market

# Emerging Companies Market

## Market advisory's role

- ✓ Assisting the company in completing the necessary preparations for the listing application, the accuracy of the information and documents submitted to the Exchange and communicated to the public at the time of the application
- ✓ Preparation and approval of the market advisory report and the Approval and Compliance Statement for the company
- ✓ Assisting the company to comply with CMB and Exchange regulations after the start of trading
- ✓ The Market Advisor signs the Approval and Compliance Statement, composed by the Exchange, together with the representatives of the company, if it considers that it would be appropriate for the company shares to be traded on ECM as a result of the examinations and evaluations carried out
- ✓ The Market Advisory Report prepared by the Market Adviser is attached to the Approval and Compliance Statement, stating that the listing of the shares is appropriate for ECM listing.

# Emerging Companies Market

## Statistics

- ✓ **More than USD 100 millions have been raised through 27 IPOs in Emerging Companies Market**

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	Number of IPOs	Total amount of IPOs
2011	2	15,413,710
2012	10	48,709,612
2013	9	33,083,714
2014	4	11,099,903
2015	2	3,745,670
Total		112,052,609

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# Thank you



Web: [www.bistprivatemarket.com](http://www.bistprivatemarket.com)  
[www.bistozelpazar.com](http://www.bistozelpazar.com)

E-Mail: [info@bistozelpazar.com](mailto:info@bistozelpazar.com)  
[recep.bildik@borsaistanbul.com](mailto:recep.bildik@borsaistanbul.com)

Phone: +90 212 298 29 29

