

# 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

**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


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

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.

[Apply Now](#)

### Rising Company Application

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.

[Apply Now](#)

### Start-Up Shareholder Application


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.

[Apply Now](#)


### Rising Company Shareholder Application

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.

[Apply Now](#)

Meris Selçuk Çelikbayrak  
Akt. Koşulları / Login Capital Oy

[Find And Meet](#) [Deal Room](#) [Deal Notice](#) [Liquidity Program](#) [My Payments](#)



**LIFEPARK AS**

ENKÖR VE YATIRIM PİYASASI  
**LIFE PARK**

www.lifepark.com.tr

LIFEPARK, İstanbul'un en büyük ve en gelişmiş teknoloji şirketi. 2014 yılında kurulmuş ve 2015 yılında Borsa İstanbul'da halka arz edilmiştir. Şirketin ana faaliyet alanı yazılım geliştirme ve teknoloji danışmanlığıdır. Şirketin 2014 yılı gelirleri 1.000.000 TL, 2015 yılı gelirleri 1.000.000 TL'dir. Şirketin 2014 yılı sonu itibarıyla toplam aktifleri 1.000.000 TL, toplam pasifleri 1.000.000 TL'dir. Şirketin 2014 yılı sonu itibarıyla toplam aktifleri 1.000.000 TL, toplam pasifleri 1.000.000 TL'dir.

### Company Information

Company Name:	LIFEPARK AS	Electronic Address:	
Company Number:	1515000000000000		
Province:	ISTANBUL		
Country:	Turkey		

### Financial statements of the last two years

Sales Revenue:	1.000.000 - 8.000.000 TL	Total Assets:	1.000.000 - 8.000.000 TL
Profit 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 Offer 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 provision of expertise, information and experience:	Software, IT, e-commerce, entertainment, Internet

### 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 Provisions  
Our Partners  
Membership Agreement and annexes

#### Private Market Step by Step

Investors  
Companies and Shareholders Fee and Account Number  
Subscription Guide  
BIST Private Market Directive Studies and Announcements  
Frequently Asked Questions  
Comments and Suggestions

#### Intermediaries and Service Providers

Investors  
Companies and Shareholders Fee and Account Number  
News and Announcements  
BIST Private Market Directive Studies and Announcements  
Frequently Asked Questions  
Comments and Suggestions

#### Contact

Borsa İstanbul A.Ş. Genel Pazar, Akademi Sok. No: 1, Kat: 1, Beşiktaş, İstanbul  
Ticaret Sicil No: 274800  
Ticaret Sicil No: 274800  
Ticaret Sicil No: 274800

# 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

F.I.T.BİLGİ İŞLEM SİSTEMLERİ SERV.S...

F

S O L

Favorilerime Ekle (0 takipçi)

Bilgi

Şirket Bilgisi

Şirket Unvanı: F.I.T.BİLGİ İŞLEM SİSTEMLERİ SERV.SAN.VE.TİC. A.Ş.

Şirket Sektörü: Bilgisayar programlama, danışmanlık ve ilgili faaliyetler

İ: İSTANBUL

Ülke: Türkiye

Faaliyet Konusu: YAZILIM VE DANIŞMANLIK

Son Yıla Ait Mali Tablo

Satış Tutarı: 8.000.000-40.000.000 TL

Ödenmiş Sermaye Büyüklüğü: ~200.000 TL

Başlangıç Tarihi: 01.01.2014

Aktif Toplamı: 8.000.000-40.000.000 TL

Bitiş Tarihi: 31.12.2014

Pay Satışı

Talep Edilen Toplam Tutar: 8.500.000.000 TL

Satışa Çıkarılan Menkul Payların, A Pay Türü:

Sermaye Artırımına Kona Yeni Payların, Pay Türü:

Satış Teklifi, Tipi: Farklıdır

Teklif Edilen Ortaklık Oranı: 10.0 %

Yatırımcıların Aranılan Kriterleri

Yatırımcı Tipi: Farklıdır

Yönetim Kurulu: Farklıdır

Sektör Tecrübesi: Farklıdır

Uzmanlık/Bilgi/Tecrübe:

### 2nd Level Information

F.I.T.BİLGİ İŞLEM SİSTEMLERİ SERV.S...

F

S O L

Proje/Şirket Bilgileri Göstermek İçin Başlatın (Ekle 0 takipçi)

Şirket Bilgisi

Şirket Unvanı:

F.I.T.BİLGİ İŞLEM SİSTEMLERİ SERV.SAN.VE.TİC.A.Ş.

Şirket Sektörü:

Bilgisayar programlama, danışmanlık ve ilgili faaliyetler

Adres:

ALTAYCIÖZMEKİ MA. ÖZ SAĞIRI 19 K.4 D.21-22 HALTİPE

Ülke:

Türkiye

Faaliyet Konusu:

YAZILIM VE DANIŞMANLIK

İ:

İSTANBUL

Ticaret Sicil No:

210 445 03 79

Son Yıla Ait Mali Tablo

Satış Tutarı:

10.250.000.000 TL

Ödenmiş Sermaye Büyüklüğü:

137.500.000 TL

Başlangıç Tarihi:

01.01.2014

Aktif Toplamı:

14.398.000.000 TL

Etiyaka (Yatırımcıların ve Menkul Kıymetlerin) Payı:

8.388.491.000 TL

Bitiş Tarihi:

31.12.2014

Pay Satışı

Talep Edilen Toplam Tutar:

8.500.000.000 TL

Satışa Çıkarılan Menkul Payların, A Pay Türü:

10.7590 TL

Sermaye Artırımına Kona Yeni Payların, Pay Türü:

A Payların, Pay Türü:

Satış Teklifi, Tipi:

Farklıdır

Teklif Edilen Ortaklık Oranı:

10.0 %

Satışa Çıkarılan Menkul Payların, A Pay Türü:

A Payların, Pay Türü:

Sermaye Artırımına Kona Yeni Payların, Pay Türü:

A Payların, Pay Türü:

Yatırımcıların Aranılan Kriterleri

Yatırımcı Tipi:

Farklıdır

Yönetim Kurulu:

Farklıdır

Sektör Tecrübesi:

Farklıdır

Uzmanlık/Bilgi/Tecrübe:

Kurucu ortakların ve yöneticilerin benimsediği ortak bilgi

Aranılan Yatırımcı Özellikleri, Teşvik ve Ödülleri

Yüksek Hisseli Yöneticiler

Menkul Pay Defteri

Adı ve Soyadı

Resmi Statü

Pay Türü

Varlık İmlerini Tutar

Payların Nominal Tutarı

Pay Adedi

KORAY GÜLTEKİN BAKAR

Gözetim Kipi

A

100

19350 TL

19350

ARHET BİLGİN

Gözetim Kipi

A

100

59770 TL

59770

AYHAN BOYACIOĞLU

Gözetim Kipi

A

100

3440 TL

3440

HASAN DAĞCI

Gözetim Kipi

A

100

3440 TL

3440

Nevo Capital Fund 1 B.V.

Ticari Kipi

A

100

21500 TL

21500

Toplam Nominal Tutar

107590 TL

Şirket Toplam Pay Adedi

107590

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

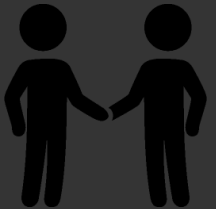
## BIST Private Market

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 Istanbul

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**

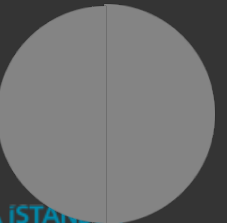
Median amount of investment sought by start-ups is 400 K USD



**35%**

**Growth companies**

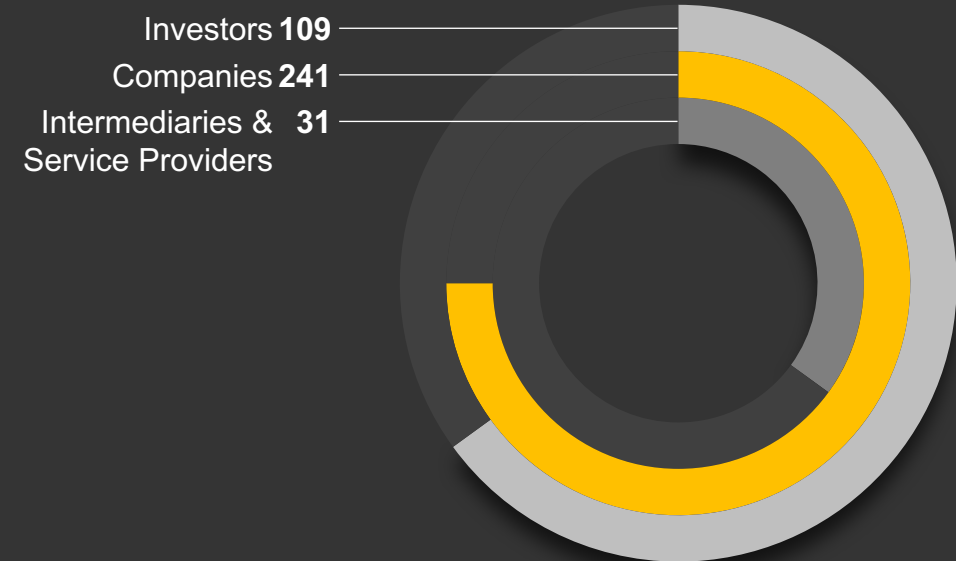
Median amount of investment sought by growth companies is 4 M USD  
Avg. sales is 20M and EBITDA is around 1,5 M USD



**109**

**Investors**

230 m Euro Planned investment in total



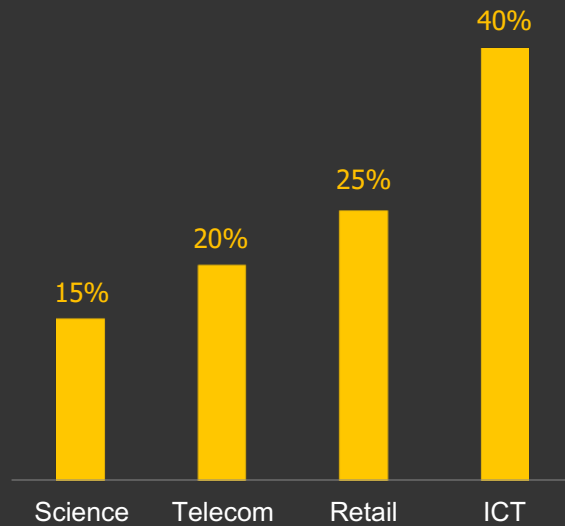
Private Market Members

# Companies by Sector

Variety in sector spectrum

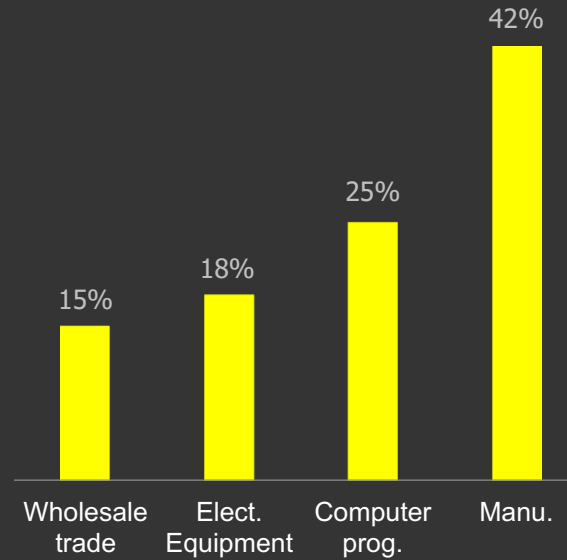


Start-ups



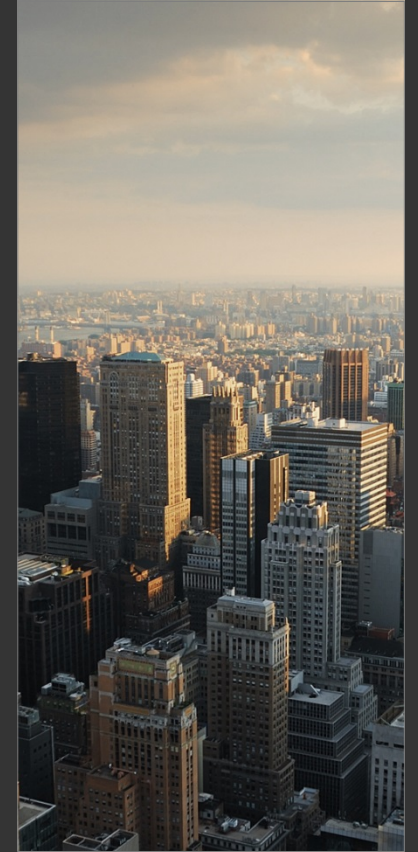
## ICT domination

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

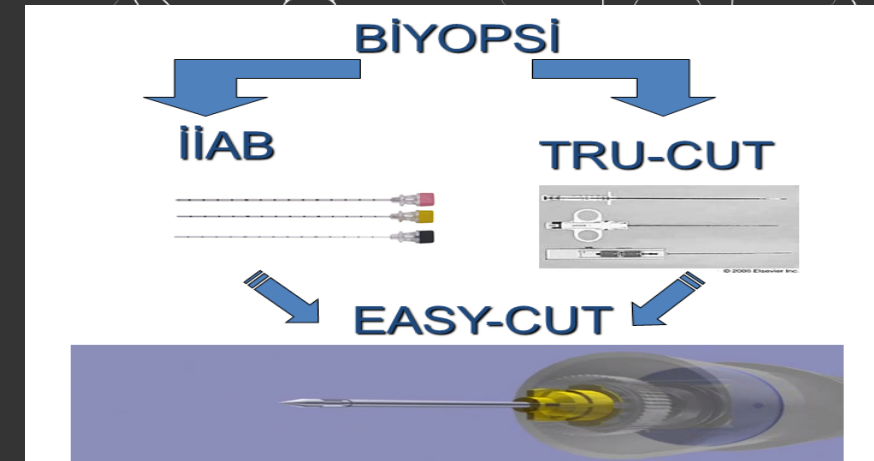
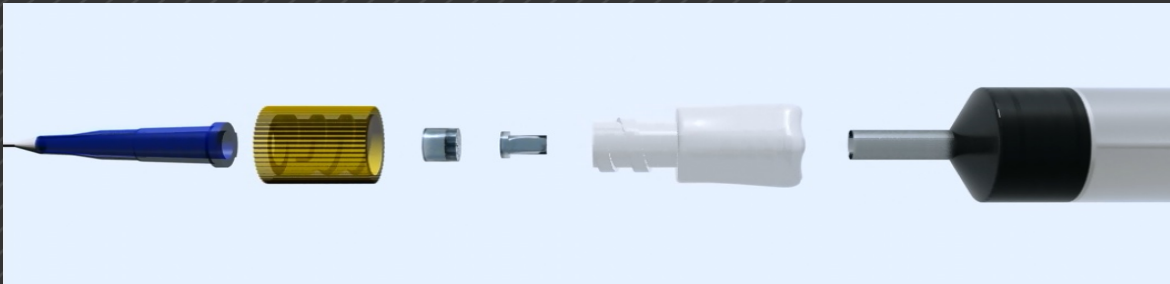
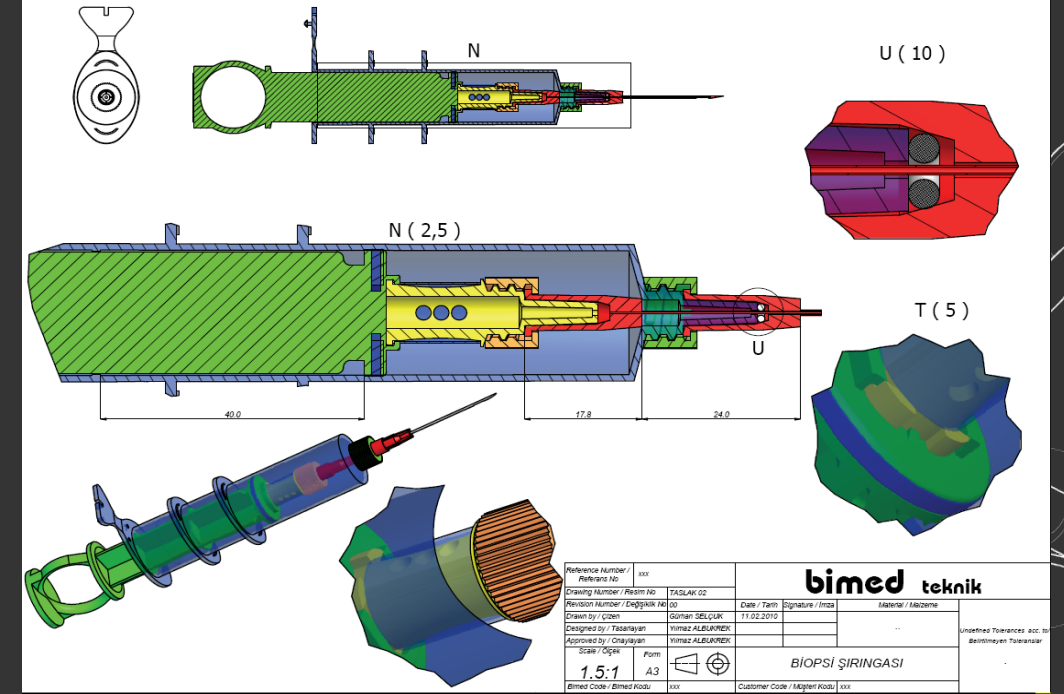


- Video About the Tek RMD

<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**

---

	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

---

# 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

