

**The agenda of the Ordinary General Assembly Meeting of
TAV HAVALİMANLARI HOLDİNG ANONİM ŞİRKETİ for the year 2014 to be held on
March 30 2015, 2:00 PM at TAV Airports Headquarters, Istanbul**

1. Opening and forming of the Presidential Board,
2. Review, discussion and approval of the Annual Report of the Board of Directors of the year 2014,
3. Review, discussion and approval of the summary statement of the Independent Audit Report of the fiscal year 2014,
4. Review, discussion and approval of the year-end Financial Statements for the fiscal year 2014,
5. Releasing severally the Members of the Board from their activities for the year 2014,
6. Accepting, accepting by amendment or declining the proposition of distribution of the dividend of 2014 and the date of dividend distribution,
7. Determining the rights of the members of the Board of Directors regarding the wages and attendance fee, and rights such as bonus, premium,
8. To elect new Board members including the independent members in place of the board members whose duties period will be expired and to determine the duties' period of the new board members,
9. Approval of the nomination of the Independent Audit Company conducted by the Board of Directors pursuant to the Turkish Commercial Code and the regulations of the Capital Markets Board,
10. Submitting for the approval of the General Assembly the amendment of the Articles of Incorporation's Article 4, titled as Aim and Subject by means of including a paragraph 29 in accordance with the article 6 of the Communiqué on Dividends II-19.1 of the Capital Market Board in respect of the permission granted by Capital Markets Board and Ministry of Customs and Trade of the Republic of Turkey.
11. Submitting the Remuneration Policy written as per the Capital Markets Board regulations for the information and consideration of the General Assembly,
12. Informing the General Assembly on the donations and aids which were provided by the Company in 2014 and determining the upper limit of donation to be made in the year 2015,
13. Giving information to the General Assembly regarding the transactions of the "Related Parties" as per third section of Corporate Governance Communiqué (II-17.1) of the Capital Markets Board,
14. Giving information to the General Assembly regarding pledges, collaterals, and mortgages to the shareholders as per fourth section of Corporate Governance Communiqué (II-17.1) of the Capital Markets Board,
15. Granting authorization to the Chairman and the Members of the Board on the fulfillment of the written transactions pursuant to Article 395 and 396 of the Turkish Commercial Code,
16. Wishes and requests,
17. Closing.