

## TAV AIRPORTS HOLDING

### 2017 Ordinary General Assembly Meeting Agenda

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 2017,
3. Review, discussion and approval of the summary statement of the Independent Audit Report of the fiscal year 2017,
4. Review, discussion and approval of the year-end Financial Statements for the fiscal year 2017,
5. Releasing severally the Members of the Board from their activities for the year 2017,
6. Accepting, accepting by amendment or declining the proposition of distribution of the dividend of 2017 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. Approval of the General Assembly the change of the Board membership executed in accordance with the Article 363 of the Turkish Commercial Code,
9. Electing 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,
10. 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,
11. As the validity period of the upper limit of registered share capital will expire, submitting for the approval of the General Assembly the authorisation to be obtained from the General Assembly of the extension of its validity period and further submitting for the approval of the General Assembly the amendment of the clause 6 of the Articles of the Association of the Company due to extension of validity period under the registered capital system according to Capital Market Legislation and the amendment of the clause 15.1 to restructure Board Meetings' frequency of the Company, the required permissions of which have been obtained from Capital Market and T.R. Ministry of Customs and Trade,
12. Submitting the Remuneration Policy written as per the Capital Markets Board regulations for the information and consideration of the General Assembly,
13. Informing the General Assembly on the donations and aids which were provided by the Company in 2017 and determining the upper limit of donation to be made in the year 2018,
14. Giving information to the General Assembly regarding the transactions of the "Related Parties" as per third section of Corporate Governance Communique (II-17.1) of the Capital Markets Board,
15. Giving information to the General Assembly regarding pledges, collaterals, and mortgages to the shareholders as per fourth section of Corporate Governance Communique (II-17.1) of the Capital Markets Board,
16. 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,
17. Wishes and requests,
18. Closing.