

According to the announcement dated July 7, 2017, the share transfer of Akfen Holding's 8.119% stake in TAV Airports to Tank OWA Alpha GmbH, which is wholly owned by Groupe ADP, has been completed.

After the said transaction, the shareholder structure of TAV Airports is below:

Shareholder Structure of TAV Airports:

Groupe ADP*: 46.12%
Tepe İnsaat Sanayi A.S. : 8.06%
Sera Yapı Endustrisi ve Ticaret A.S: 2.05%
Other non-floating: 3.27%
Other free-float: 40.50%

*Through Tank OWA alpha GmbH, which is a wholly owned subsidiary of Aéroports de Paris

According to the Board Resolution after the said transaction; the Board of Directors (BoD) of our Company, in its meeting held on July 07, 2017, accepted the resignations of board members, Akfen Holding A.S, Bilkent Holding A.S. and Mr. Augustin Pascal Pierre Louis Marie de Romanet de Beaune. The Board of Directors has also resolved to appoint Mr. Philippe Eric Pascal, Mr. Franck Mereyde and Mr. Fernando Echegaray del Pozo to the vacant seats in the BoD. The new members will be presented to the General Assembly for approval.

The resumes of the new Board Members are as follows:**Philippe Pascal**

Philippe Pascal, born on 27 November 1971, holds a Master's in public law and is alumnus of the Ecole Nationale des Impôts. He began his career in the Directorate of Tax Legislation in which he held several positions between 1998 and 2007 in real estate taxation, agricultural tax and the taxation of persons. In 2007, he joined the Office of the Minister of State in charge of the budget, public accounts and public service and was appointed Inspecteur des Finances in April 2008. From 2008 to 2013, he took part in, then headed several missions in audit, evaluation and consulting within the Inspection Générale des Finances (the Finance Ministry audit division).

He joined Groupe ADP in February 2013 as Director of financial operations and shareholdings, then as Director of Finance and Strategy, and then, since November 2015 as Director of Finance, Control and Strategy. Since 26 May 2016, Philippe Pascal has been appointed as Executive Director of Finance, Strategy and Administration. Within Groupe ADP, he is member of a member of the Management Board of EPIGO (joint-venture), member of the Board of Directors of Média Aéroports de Paris (joint-venture) and of ADP Investissement Nederland B.V., as well as permanent representative of Aéroports de Paris in the Boards of Directors of ADP Ingénierie and Aéroports de Paris Management (simplified companies, subsidiaries of Aéroports de Paris). He is also member of the Management Board of Cœur d'Orly Commerces Investissement and of Cœur d'Orly Investissement (SAS).

TAV Havalimanları Holding A.Ş. / TAV Airports Holding Co.

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Franck Mereyde

Born on 6 April 1972 is a civil engineer and the holder of a postgraduate qualification (DEA) in geophysics and space techniques. After beginning his career with Environnement Canada and then Météo France, in 2002 he joined the Office of the Minister for Infrastructure as technical advisor in charge of research and intermodal issues, then as advisor in charge of the budget, financial affairs and civil aviation.

In 2005, he joined Aéroports de Paris where he filled the posts of Deputy Director of Operations and Director of Operations at Paris-Charles de Gaulle. He is also in charge of freight for Aéroports de Paris. In 2007, he was appointed Director of terminals 2A, 2B, 2C and 2D at Paris-Charles de Gaulle airport and, in January 2010, Director of terminals 2E, 2F and 2G, as well as of the TGV/RER connection at Paris-Charles de Gaulle airport.

On 1 March 2011, Franck Mereyde was appointed Director of Paris-Orly airport. Within the Aéroports de Paris Group, Franck Mereyde is a Director of Aéroports de Paris Management (an Aéroports de Paris subsidiary) and a member of the Board of Hub Safe (formerly Alyzia Sûreté), a subsidiary of Aéroports de Paris.

Fernando Echegaray

Born in Spain, Fernando Echegaray, 57, holds an industrial engineering degree from the Universitat Politècnica de Catalunya (Polytechnic University of Catalonia) and a computer engineering degree from the Universitat de les Illes Balears (University of the Balearic Islands). He also graduated with a degree in business management and administration from the IESE Business School. He has held several management positions within the Spanish airport operator AENA.

From 1985 to 1999, he was the deputy director of Palma de Mallorca airport. In 2000, he became the director of operations in the Grupo Aeroportuario del Pacifico in Mexico. From 2003 to 2004 he was the Deputy CEO of Tenerife South airport, and from 2004 to 2006 he was the Deputy CEO of the Canary Islands airports. He was the Deputy CEO of Barcelona-El Prat international Airport from 2006 to 2012. He was appointed as the Director of International Operations for ADP as of July 1, 2017.

Changes in Board Committees

The Resolutions below have been reached in the Board of Directors meeting of our company dated July 7, 2017:

1. to accept the resignation of Mr. Hamdi Akın, Mr. Ali Haydar Kurtdarcan and Mr. Augustin Pascal Pierre Louis Marie de Romanet de Beaune from Nomination Committee Memberships and to appoint Mr. Edward Rodolphe Paul Arkwright as a member of the Nomination Committee,
2. to accept the resignation of Mr. Augustin Pascal Pierre Louis Marie de Romanet de Beaune, Ms. Pelin Akın Ozalp and Mr. Julien Pierre Coffinier from Corporate Governace Committee Memberships and to appoint Mr. Fernando Echegaray del Pozo and Mr. Franck Mereyde as members of the Corporate Governace Committee,

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3. to accept the resignation of Mr. Julien Pierre Coffinier and Mr. Selim Akın from Risk Assessment Committee Memberships and to appoint Mr. Philippe Eric Pascal as a member of the Risk Assessment Committee,

4. the continuance of the memberships of all of the committee members, other than the changes specified above in the Risk Assessment Committee, the Corporate Governance Committee and the Nomination Committee of our Company.

New structure of committees are as below:

Nomination Committee

Chair

D. Sevdil Yıldırım (Independent Board Member)

Members

Tayfun Bayazıt (Independent Board Member)

Antonin Beurrier

Edward Rodolphe Paul Arkwright

Risk Assessment Committee

Chair

Jerome Calvet (Independent Board Member)

Members

Necmi Rıza Bozantı (Independent Board Member)

Antonin Beurrier

Ali Haydar Kurtdarcan

Philippe Eric Pascal

Corporate Governance Committee

Chair

Tayfun Bayazıt (Independent Board Member)

Members

D. Sevdil Yıldırım (Independent Board Member)

Franck Mereyde

Ali Haydar Kurtdarcan

Fernando Echeagaray del Pozo

Nursel İlgen

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