

**ORDINARY GENERAL SHAREHOLDER'S MEETING REPORT
OF TAV HAVALİMANLARI HOLDING ANONİM ŞİRKETİ
HELD ON 23 MAY 2008**

2007 Ordinary General Shareholders' Meeting of **TAV Havalimanları Holding** Anonim Şirketi was held on 23 May 2008 Friday at 10.00 at headquarters of the company at the address of Atatürk Havalimanı Dış Hatlar Terminali Yeşilköy Bakırköy İstanbul under the supervision of Ministry Commissioners Ms. Ceyda Çalık and Mr. Ömer Kurtlar who are assigned with letters dated 22.05.2008 and numbered 30109 of İstanbul Province Industry and Commerce Directorate of T.R. Industry and Commerce Ministry.

Invitation for the meeting was performed duly by announcing in the issue dated 02.05.2008 of Dünya Newspaper and in page 167 of Turkish Trade Registry Gazette dated 08.05.2008 and number 7058 as it shall contain the agenda in accordance with the law and articles of association.

The Meeting was opened by Mr. Şeref EREN and passed through the negotiation of the agenda, after the inspection of the List of Attendants, and the minimum meeting quorum was constituted with the total of 242.187.500 units of shares which correspond to the total capital of the corporation with 242.187.500 New Turkish Liras as the representation (by proxy) of the 184.321.117 units of share which correspond to the capital of the corporation with 184.321.117 New Turkish Liras.

1. In accordance with the first item of the agenda, constitution of Presidential Board was negotiated. As a result of voting, it was unanimously resolved that Mr. Şeref EREN was assigned for the Presidency of the Board, Mr Mehmet ERDOĞAN for Vote Collection and Mr. Nihat Kamil AKKAYA for the Clerk.
2. In accordance with second item of the agenda, granting authorization to the Presidential Board on signing General Board Meeting Minutes was negotiated. As a result of voting, it was unanimously resolved that Presidential Board is authorized to sign General Assembly reports.
3. In accordance with third item of the agenda, Annual Report of the Board and Auditor's Board for 2007 fiscal year of the company was read and negotiated. As a result of voting, reports are adopted with 184.313.098 affirmative votes against 8.078 noes.
4. In accordance with forth item of the agenda, Balance Sheet and Profit and Loss Accounts for 2007 fiscal year of the company were read and negotiated. Anyone held the floor. As a result of voting, Balance sheet and profit loss accounts are confirmed with 184.313.098 affirmative votes against 8.078 noes.
5. In accordance with fifth item of the agenda, the issue that **distribution of profit is not realized to our share holder for the period of 2007 fiscal year under the Resolution of Capital Market Board regarding the issue and the relevant legislation** since our Company has net period loss for 2007 fiscal year, was presented to information and approval of General Assembly.

As a result of voting, it was resolved that **distribution of profit is not realized to our shareholders for 2007 fiscal year** with 184.243.391 affirmative votes against 77.785 abstention votes.

6. In accordance with sixth item of the agenda, releasing of Board Members and Auditors for their activities of company throughout year 2007 was negotiated. Voting was performed for releasing of Board Members and Auditors for their activities of company throughout year 2007 separately. As a result of voting, it was resolved that each of Members of Board and Auditors are released with 184.289.162 affirmative votes against 32.014 abstention votes.
7. In accordance with seventh item of the agenda, General Assembly was informed that donations and aids had been performed in the amount of 729.945 YTL in total to various beneficial associations and foundations within the year in accordance with notification of Capital Market Board numbered Serial IV No. 27. Foreign fund representatives stated that they were abstainer and wanted this issue appended to record.
8. In accordance with eighth item of the agenda, Granting authorization to Board Chairman and Members to execute transactions set forth in articles 334 and 335 of Turkish Commerce Law was negotiated. As a result of voting, it was unanimously resolved that Chairman and Members of the Board are authorized for enforcement of the said operations.
9. In accordance with ninth item of the agenda, wishes and requests were listened in wishes session.
10. The meeting was ended and this meeting report consisting of six copy was issued and affixed with List of Attendants by Presidential Board members and Ministry Commissioner.

İstanbul 23.05.2008

President of Board	Presidential Board	Vote Collection Officer
Şeref EREN	Clerk	Mehmet ERDOĞAN
	Nihat Kamil AKKAYA	

Commissioner of T.R. Industry and
Commerce Ministry
Ceyda ÇALIK

Commissioner of T.R. Industry and
Commerce Ministry
Ömer KURLAR