

MINUTES OF THE 2025 ORDINARY GENERAL ASSEMBLY OF TAV AIRPORTS HOLDING

The Ordinary General Assembly Meeting of TAV HAVALIMANLARI HOLDING ANONIM SİRKETİ for 2025 was held on March 27, 2026 at 10.00 AM at TAV Airports Headquarters, located at Vadistanbul Bulvar, Ayazağa Mahallesi Azerbaycan Cad. 2C Blok. No.3L/6 Sarıyer/İstanbul.

The meeting was held under the supervision of the Ministry representative Ms. Nuran DEVRİM and who were appointed with the letter dated March 26, 2026 (n.E-90726394-431.03-00120382917) of the Governorship of Istanbul Provincial Directorate of Commerce.

The invitation for the meeting was published within the stipulated time limit – in the appropriate format that covered the agenda and that complied with the law and the articles of association – on March 03, 2026 on the Public Disclosure Platform and the Electronic General Assembly System and on page 116 of the Turkish Trade Registry Gazette dated March 04, 2026 (edition n. 11535) and on Milliyet newspaper and on the Company website.

The List of Attendees was examined and it was observed that, out of 363,281,250 shares corresponding to the Company's total share capital of TRY 363,281,250, 9,205 shares were represented in person, 101,927,180 shares by depositary representatives and 182,223,557.5 shares by other representatives; thus, a total of 284,159,942.5 shares corresponding to TRY 284,159,942.5 were represented at the meeting, and the minimum meeting quorum stipulated in the law and the articles of association was present. It was seen that the members of the Board of Directors of the Company Mr. Franck Mereyde, Ms. Nurgun Eyuboglu and Ms. Zeynep Nazan Somer Ozelgin and on behalf of the Independent Audit Company, Ms. Şükran Gülce TANRIÖVER MEKİKOĞLU were present at the meeting and the meeting was launched physically and electronically (simultaneously) by Board Member Mr. Franck Mereyde.

1. As per the first agenda item, the issue of electing Ms. Adile Ceyda AKBAL ÖZTARHAN as the Chair of the Meeting Council, Mr. Besim MERIC as the Vote Collector and Mr. Nihat Kamil AKKAYA as the Scribe and, the issue of authorizing the Meeting Council to sign the General Assembly Minutes and, the issue about making the voting both physically and online were voted and unanimously approved by the attendees.

2. As per the second agenda item, the Company's Board of Directors' Annual Report regarding 2025 to be deemed as read was submitted to the vote of the assembly and the issue was discussed and approved - by majority of 31.575 against and 284.128.367,5 for. The Board of Directors' Annual Report for 2025 was approved – by majority of 31.575 against and 284.128.367,5 for.

3. As per the third agenda item, the issue of the Audit Report issued by the Independent Audit Company for 2025 to be deemed as read was submitted to the vote of the assembly and the issue was discussed and approved by a majority of 31.575 against and 284.128.367,5 for. The summary of the Independent Audit Report was read and discussed and the Independent Audit Report for 2025 was approved by majority of 31.575 against and 284.128.367,5 for.

4. As per the fourth agenda item, the issue of the Financial Statements of the Company regarding the accounting period of 2025 to be deemed as read was submitted to the vote of the assembly and the issue was discussed and approved by 31.575 against and 284.128.367,5 for. The Financial Statements of the Company regarding the accounting period of 2025 were approved - by majority of 31.575 against and 284.128.367,5 for.

5. As per the fifth agenda item, the release of of the Members of the Board of Directors who held office in 2025 regarding their activities transactions, and accounts in 2025 was submitted to the vote of the assembly and an approval decision was taken - by majority of 322.200 against and 283.837.742,5 for. Members of the Board of Directors did not cast votes in their own release.

6. As per the sixth agenda item;in line with the Company's dividend distribution policy, it was resolved to distribute a total gross cash dividend of TRY 1,311,437,953 in two equal installments; to set the payment date of the first installment in the amount of TRY 655,718,976.5 as 21 July 2026, and the payment date of the second installment in the amount of TRY 655,718,976.5 as 22 September 2026; and was unanimously approved by the attendees.

7. As per the seventh agenda item, the Remuneration Policy to be deemed as read was submitted to the vote of the assembly and the issue was discussed and approved - by majority of 3.581.696 against and 280.578.246,5 for. The Remuneration Policy of our Company was presented to the assembly as per Capital Markets Board's regulations and approved - by majority of 3.581.696 against and 280.578.246,5 for.

8. As per the eighth item of the agenda, the appointment of Justine Gisele Lucienne COUTARD, holding tax identification number 2140912076, who was elected as a member of the Board of Directors by the Board of Directors' Resolution dated 18 April 2025 and numbered 2025/11, was approved; and was approved by majority of 844.959 against and 283.314.983,5 for.

9. As per the ninth item of the agenda, the wages of the Members of the Board of Directors and their rights such as per diem, bonus and premium were discussed. Within the framework of the Corporate Governance Principles of the Capital Markets Board and according to the remuneration principles of TAV Holding Board members, compensation of (i) Independent Board Members and (ii) those members who are not otherwise paid by TAV Holding or TAV Holding shareholders or parent companies of shareholder companies or shareholders' subsidiaries / affiliates with 60,000 USD per annum (net) and compensation of Turkish Citizen Independent Board Members with 2,800,000 Turkish Liras per annum (net) to be paid in twelve monthly instalments was accepted by a majority vote of 150 against and 284.159.792,5 for.

10. As per the tenth agenda item In accordance with the Turkish Commercial Code and the regulations of the Capital Markets Board, it was resolved to appoint DRT Bağımsız Denetim ve Serbest Muhasebeci Mali Müşavirlik Anonim Şirketi, registered with the Istanbul Trade Registry Directorate under registration number 304099, as the Independent Audit Firm for a period of one year, in order to audit the Company's financial reports for the 2026 fiscal year and to carry out,

including but not limited to, the mandatory sustainability assurance audit of the reports to be prepared in compliance with the Turkish Sustainability Reporting Standards published by the Public Oversight, Accounting and Auditing Standards Authority, as well as other activities within the scope of the relevant regulations; and was approved by majority of 36.623 against and 284.123.319,5 for.

11. As per the eleventh item of the agenda, due to the expiry of the validity period of the authorization previously granted to the Board of Directors for capital increases to be made within the registered capital ceiling permitted by the Capital Markets Board, it was resolved to obtain authorization from the General Assembly for the extension of such period and, in line with the approval of the Capital Markets Board and the permission granted by the General Directorate of Internal Trade of the Ministry of Trade of the Republic of Türkiye with its letter dated 31 December 2025 and numbered E-50035491-431.02-00117379543, to amend the "Capital" article of the Company's Articles of Association in accordance with the amendment text attached to these Minutes of the General Assembly, due to the five-year extension of the authorization granted to the Board of Directors for capital increases within the registered capital system as required under the Capital Markets legislation; and was approved by majority of 68.646.993 against and 215.512.949,5 for.

12. As per the twelfth item of the agenda, our company has donated approximately TRY 3.5 million TL in 2025, and the General Assembly has been informed on this matter. The upper limit for donations to be made for the year 2025 was determined as 5 million TL. The agenda item was approved by majority 19.454.940 against and 264.705.002,5 for.

13. As per the thirteenth item of the agenda, the General Assembly was informed about the transactions made with "Related Parties" within the scope of Related Party Transactions regulated in the third section of the Corporate Governance Communiqué of Capital Markets Board (II-17.1).

14. As per the fourteenth agenda item, General Assembly was informed regarding pledges, collaterals, and mortgages to the shareholders as per the fourth section of Corporate Governance Communiqué (II-17.1) of the Capital Markets Board.

15. As per the fifteenth agenda item, it was decided - by majority of 923.607 against and 283.236.335,5 for to authorize the controlling shareholders, Members of the Board of Directors, senior managers, their spouses, and their genetic and legal relatives up to the second degree to exercise the transactions specified in the 395th and 396th Articles of the Turkish Code of Commerce. As per the Capital Markets Board Corporate Governance communiqué 1.3.6 the assembly was informed of the said transactions carried out in 2025.

16. As per the sixteenth agenda item, wishes & requests were listened to at this part of the Meeting. Mr. Ahmet İteriş Kaan ERDEMİR, one of the participants, raised a question and stated:

“First of all, congratulations on the successful year. As far as I can see, there have been some changes in the Company’s senior management. One point that caught my attention is whether Ms. Burcu Geriş, the former CFO, left of her own accord. As I recall, she previously stated so on social media. If that is the case, it is being said that compensation of approximately EUR 1,000,000 was paid. Is this correct? Because if this amount is accurate, including taxes, we are talking about payment that has a significant impact on the announced profit. Was this payment made from shareholders’ funds, or was it covered by ADP? If it was covered by ADP, then there is no issue; however, if it was paid from shareholders’ funds, why was such a large amount paid to someone who left voluntarily? I assume she was not an unsuccessful CFO, given that she immediately joined Petrol Ofisi. Are the Independent Members of the Board of Directors aware of these matters? Thank you.” The Chief Executive Officer (CEO) of our Company, Vehbi Serkan KAPTAN, provided information to the General Assembly on the matter. No further questions were raised.

17. Lastly, the meeting was finalized and the minutes to the meeting (composed of four copies) and the list of attendees were prepared and signed by the meeting council and ministry representatives.

Chair

Scribe

Vote Collector

Adile Ceyda AKBAL ÖZTARHAN

Nihat Kamil AKKAYA

Besim MERİÇ

Ministry Representative

Nuran DEVRİM