

ADDITIONAL DISCLOSURES PURSUANT TO THE REGULATIONS OF THE CAPITAL MARKET BOARD

The information below is the additional disclosure which must be done pursuant to the “Communiqué on the Principles to be complied with Joint Stock Companies being subject to the Capital Market Law”, Serial IV, No. 41, and the “Communiqué Concerning the Establishment and Implementation of the Corporate Governance Principles”, Serial IV, No. 56, of the Capital Market Board.

Shareholding Structure and Voting Rights :

The paid-in share capital of the Incorporation consists of 119.999.999.999 Group A shares and 1 Group C share, each with the nominal value of 1 Kuruş. All shares are registered. According to the Article 10 and Article 21 of the Articles of Association of the Company; Group A shares traded at the stock market (free float) and Group C shares hold privileged voting rights regarding the nomination of the Board of Directors and Auditor Candidates.

Voting rights of our shareholders are as follows:

Shareholder	Amount of Shares (₺)	Rate of Capital (%)	Amount of Shares (#)	Rate of Voting Right (%)
The Republic of Turkey Prime Ministry Privatization Administration (Group A)	589.465.085,71	49,12	58.946.508.571	49,12
The Republic of Turkey Prime Ministry Privatization Administration (Group C)	0,01		1	
Open for Public (Group A)	610.534.914,28	50,88	61.053.491.428	50,88
TOTAL	1.200.000.000,00	100,00	120.000.000.000	100,00

Amendments to Articles of Association:

Amendments to Article 29 and 33 to the Company’s Articles of Association, as requested per Capital Market Board’s letter dated 11.02.2013, No: 1180, will be submitted to the approval of the General Assembly. Old and new versions of the aforementioned amendments are disclosed to the public, and published on the website of the Incorporation.

Election of Board of Directors:

Informative information regarding the nominees for the Board of Directors are given below:

Hamdi Topçu

Mr. Topçu was born in Çayeli, Rize in 1964. He graduated from Marmara University Faculty of Economics and Administrative Sciences in 1986. Mr. Topçu is the Chairman of the Board and the Executive Committee. Besides, he is also the President of Türkiye Futbol Federasyonu and Chairman of THY Teknik A.Ş., THY DOCO İkrâm Hizmetleri A.Ş., TGS Yer Hizmetleri A.Ş., THY Opet Havacılık Yakıtları A.Ş. and HABOM Havacılık Bakım Onarım and Modifikasyon Merkezi A.Ş.

Prof. Dr. Cemal Şanlı

Mr. Şanlı was born in Manisa in 1950. He became an assistant Professor of Private International Law at the Istanbul University Faculty of Law in 1977. He completed his Law Ph. D. with his thesis on “International Commercial Arbitration” at the “Institute of Advanced Legal Studies” of London University. Mr. Şanlı became associate Professor in 1987; He became professor at the Istanbul University Faculty of Law in 1996. Mr. Şanlı is the Deputy Chairman of the Board and the Executive Committee of Turkish Airlines and also a Board Member of THY Teknik A.Ş. ve HABOM Havacılık

Bakım Onarım ve Modifikasyon Merkezi A.Ş. Currently he is also a teaching assistant professor at the Private International Law Department of Istanbul University Faculty of Law. He has many books, articles and monographs on International Private Law and especially in the area of International Arbitration.

Doç. Dr. Temel Kotil

Born in 1959, Mr. Kotil graduated from Aeronautical Engineering Department at Istanbul Technical University (ITU) in 1983. He received his Ph.D. degree from the University of Michigan, Ann Arbor, in 1991. After founding and managing the Aviation and Advanced Composite Laboratories of ITU, he also served as chair and associate dean of Faculty of Aeronautics and Astronautics Engineering. He served as the Head of Research Planning and Coordination Department in Metropolitan Municipality of Istanbul.

Going to US for a second time in 2001, he served as guest professor in the University of Illinois, followed by a position of Research Engineer in Advanced Innovative Technologies Inc, in Troy, New York, between 2002 and 2003.

Dr. Kotil started his career with Turkish Airlines in 2003, as the Deputy General Manager in Turkish Technic, Inc. He became the CEO of Turkish Airlines in 2005. Currently he is the General Manager and member of the Board of Turkish Airlines. Dr. Kotil has served on the Board of Governors of IATA since 2006. Mr. Kotil was elected as the Board Member of Association of European Airlines-AEA in 2010 and Vice President in 2012.

Mr. Kotil, has authored many articles and publications in the aeronautical science journals, and papers in seminars and conferences.

Mehmet Büyükeksi

Mr. Büyükeksi was born in Gaziantep in 1961 and graduated from the Yıldız Technical University Faculty of Architecture in 1984. He attended Business Administration courses at the Marmara University and Business Administration and English courses in the UK in 1998.

He is currently board member of Turkish Airlines, and also president of the Turkish Exporters' Congress, board member of Turk Eximbank, Istanbul Commerce Chamber, Istanbul Development Agency, Association of Leather and Leather Products Exporters (İDMİB), Enerji Verimliliği Derneği (ENVERDER) and General Coordinator of the Ziyilan Group of Companies.

Previously, he was a Board Member of Turkish Leather Foundation (TÜRDEV), TOBB-BİS Organize Sanayi ve Teknoloji Bölgeleri A.Ş., TOBTİM International Commerce Centre Inc, Turkish DO&CO and Vice President of Turkish Association of Shoe Industrialists. Mr. Büyükeksi also served as the Chairman of the Board of Association of Leather and Leather Products Exporters from 2000 to 2006 and founder of the Foundation for Research, Development and Training of the Turkish Footwear Sector (TASEV) from 1997 to 2008.

İsmail Gerçek

Mr. Gerçek was born in Çan, Çanakkale in 1963. He was graduated from the Public Administration Department of the Ankara University Faculty of Political Sciences in 1985. He studied economics and completed his MA studies in money & banking in the USA between 1992-1994. He began his career as assistant inspector at the Ministry of Finance Review Committee in the same year. He worked as finance inspector and finance inspector general until 1998. He was deputy assistant District Treasurer in Istanbul between 1995-1997. He has been partner chartered accountant in a private company since 1998. Besides his position as Board Member of Turkish Airlines, he is also member of Audit Committee of Birleşik Fon Bankası, Board of Trustees of Fatih Sultan Mehmet University, member of Audit Committee of TFF, Auditor of The Participation Banks Association of Turkey.

Naci Ağbal

Mr. Ağbal was born in Bayburt in 1968. He graduated from the Public Administration Department of Istanbul University Faculty of Political Sciences in 1989. He completed his MBA at Exeter University, UK in 1998. He started his career in 1989 as Assistant Inspector at Ministry of Finance. He was appointed as Inspector at Ministry of Finance in 1993 and as Inspector General at Ministry of Finance in 1999. While he was Vice President at the Review Committee at the Ministry of Finance, he was

appointed as Head of the Inland Revenue Department. In 2004 he started working as Advisor to Minister. In 2006, he was appointed as Acting General Manager for Budget and Financial Control. Within the same year, he was appointed as the Executive Vice President of Revenue Office. In 2007, he was appointed as General Manager for Budget and Financial Control. He became Counselor at the Ministry of Finance on 12.06.2009. Currently, he is a Board Member at Turkish Airlines, as well as member of General Assembly of YÖK and Board of Trustees of Ahmet Yesevi University.

Independent Board of Directors Nominees:

1- Prof. Dr. Mecit EŞ

Place of Birth and Date: Samsun – 08.03.1953
Education: School of Economics
Occupation: Professor

Prof. Dr. Mecit Eş was graduated from Istanbul University, School of Economics in 1974. He started his academic projects at Anadolu University in 1979. After completing his Ph.D in 1985, he became Associate Professor in 1990 and Professor in 1986. After working at the faculty in Kütahya, Mecit Eş continued his academic studies in Dumlupınar University which has been founded in 1992. By September 2012, Mr. Eş transferred to Istanbul University and has been working since as a Professor in Academy of Commercial Sciences. Mr. Eş has written many books and articles in his respective field. Currently, he is a member of the Audit Committee of Turkish Airlines.

2- Mehmet Nuri YAZICI

Place of Birth and Date: Rize – 05.09.1949
Education: Academy of Economics And Commercial Sciences
Occupation: Economist

Mehmet Nuri Yazıcı was graduated from İstanbul University, Academy of Economics and Commercial Sciences in 1975. He worked as Consulate General of Republic of Turkey, Ministry of Foreign Affairs in Brussels from 1990 to 1991. He also served as Councillor and Advisor to the Chairman at Istanbul Metropolitan Municipality during 1994-2008. Currently, he is a Board Member of Turkish Airlines.

3- Mehmet Muzaffer AKPINAR

Place of Birth and Date: İstanbul – 04.10.1964
Education: Academy of Administrative Sciences
Occupation: Economist

Graduated from Saint-Michel French High School and Boğaziçi University, Muzaffer Akpınar commenced his professional career as the founder shareholder of Penta Textile in 1986 and he undertook the post of CEO of KVK Mobil Telefon Hizmetleri A.Ş. in 1993. Later, he served as the CEO of MV Holding A.Ş. and took active role in creation of Fintur Holding BV. Mr. Akpınar served as the General Manager of Turkcell from 2002 to 2006. He carries on his activities as an entrepreneur and investor in the fields of renewable energy, technology, chemicals and construction. Currently, he is the Chairman of the Board of Dost Enerji, Deputy Chairman of the Board of MV Holding, Chairman of the Board of Portmobil, and member of the Board of Kimya Teknik. Mr. Akpınar is an Independent member of the Board.

Mr. Mehmet Nuri Yazıcı and Mr. Mecit Eş, independent Board of Directors nominees, qualify the independence criteria listed on the Corporate Governance Principles of Capital Markets Board. However, Mr. Muzaffer Akpınar qualify the independence criteria except for the condition specified in Article 4.3.6 of Corporate Governance Principles due to the fact that he has been a Board member of the Incorporation for more than 6 years in the last 10 year period.

Capital Market Board has approved the independent Board Member nomination of Mr. Muzaffer Akpınar, by the application made pursuant to the Communiqué Concerning the Establishment and Implementation of the Corporate Governance Principles”, Serial IV, No. 56, Article 5 (9).

