

**MINUTES OF THE ORDINARY GENERAL ASSEMBLY MEETING
OF TÜRK HAVA YOLLARI ANONİM ORTAKLIĞI
HELD ON 15.05.2017**

Ordinary General Assembly Meeting of Türk Hava Yolları Anonim Ortaklığı was held on 15.05.2017, Monday at 14.00 at its Headquarter, in the Conference Hall located at Yeşilköy Mahallesi, Havaalanı Cad. No:3/1 Bakırköy, İstanbul under the supervision of Ministry Representative Ms. Sabire ELBÜKEN appointed by the letter of The City Directorate of Trade of the Ministry of Customs and Trade dated 12.05.2017 and numbered 2496647.

It was realized that, the invitation to the meeting has been announced at the Turkish Commercial Gazette dated 04.04.2017 numbered 9298 and at the newspaper Sabah dated 07.04.2017 in accordance with the Turkish Commercial Code (TCC), the Capital Markets Board (CMB) Legislation, and the Articles of Association and the shareholders have been notified of the date and agenda of the meeting on time.

Homage was made, The Turkish National Anthem was sung. Upon examination of the List of Attendants it was established that out of shares corresponding to TL 810.709.842,677 of TL 1.380.000.000 which was the paid capital of the company, were represented in the meeting as follows: the shares corresponding to TL 677.884.848,575 were represented per procuration, the shares corresponding to TL 132.579.678,214 were represented by proxy, and the shares corresponding to TL 245.315,888 were represented in person. It was determined that 9 members of the Board and Ms. Nesrin TUNCER, representing the Independent Auditor, AKİS Bağımsız Denetim ve Serbest Muhasebeci Mali Müşavirlik A.Ş., were ready for the meeting. In this way, it was realized that the minimum quorum set forth in both law and the Articles of Association was available. The meeting was hence, inaugurated by the Chairman of the Board Mr. Mehmet İlker AYCI, in physical environment and electronic environment simultaneously pursuant to the TCC and CMB legislation. The negotiation of the meeting agenda was launched.

1-The 1st item of the agenda, the proposal of Turkey Wealth Fund for the election of the Chairman of the Board Mr. Mehmet İlker AYCI as the chairman of the Assembly was read. The proposal was submitted for approval in both physical and electronic environment. At the end of the voting, Mr. Mehmet İlker AYCI was elected as the Chairman of Meeting by majority votes of the attendees by 810.706.842,677 affirmative votes against 3.000 negative votes. Chairman of the Assembly Mr. Mehmet İlker AYCI established the Meeting Committee by determining Mr. İhsan DURDU, as secretary in accordance with the article 419 of TCC.

2- The proposal of Turkey Wealth Fund, regarding the postponement of the Ordinary General Assembly to 09.06.2017, instead of 15.05.2017 was read. The proposal was submitted for approval in both physical and electronic environment. At the end of the voting, the ordinary General Assembly, that was supposed to take place on 15.05.2017 was postponed to 09.06.2017, by majority votes of the attendees by 810.474.526,788 affirmative votes against 235.315,889 negative votes.

3- Since there was no other subject to discuss, the meeting was closed by the The Chairman of the Assembly. 15.05.2017

(signature)
Sabire ELBÜKEN
Ministry Representative

(signature)
İhsan DURDU
Secretary

(signature)
Mehmet İlker AYCI
Chairman of the Assembly