

TURKISH AIRLINES, INC.

ADDITIONAL DISCLOSURES PURSUANT TO THE REGULATIONS OF THE CAPITAL MARKET BOARD OF TURKEY

The information below is the additional disclosure which must be done pursuant to the “Communiqué Concerning the Establishment and Implementation of the Corporate Governance Principles”, (II-17.1) of the Capital Market Board. (CMB)

1. Shareholding Structure and Voting Rights:

The paid-in share capital of the Incorporation consists of 137.999.999.999 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 Nominal Shares (TL)	Ownership (%)	Amount of Shares (#)	Rate of Voting Right (%)
Sovereign Wealth Fund of Turkey (Group A)	677,884,849	49.12	67,788,484,857	49.12
The Republic of Turkey Ministry of Treasury and Finance Privatization Administration (Group C)	0.01		1	
Open for Public (Group A)	702,115,151	50.88	70,211,515,142	50.88
TOTAL	1,380,000,000	100.00	138,000,000,000	100.00

2. Any changes in the management and operational activities of the Company and major subsidiaries and affiliates of the Company realized during previous accounting period and those planned for the next accounting period to significantly affect company activities, and reasons of these changes:

Major changes in our Incorporation through the year 2021 are stated below:

The Incorporation has decided to merger with THY Havaalanı Gayrimenkul Yatırım ve İşletme Anonim Şirketi, 100% subsidiary of Turkish Airlines in order to operate principally in the fields of airport operations and investments, by acquisition.

Major changes in our Incorporation in 2022 are stated below:

Our Incorporation's Chairman of the Board of Directors and the Executive Committee Mr. Mehmet İlker Aycı, Our Incorporation's Executive Committee and Independent Member of the Board Mehmet Muzaffer Akpınar and Our Incorporation's Member of the Board Mithat Gökem Aksoy resigned from their duties.

Due to the resignations, our Board of Directors appointed Prof. Dr. Ahmet Bolat as the Chairman of the Board of Directors and the Executive Committee; Mr. Şekib Avdağ, as the Independent Member of the Board, upon the approval of the Capital Market Board, and Mr. Mehmet Kadaifçiler as the Member of the Board. The aforementioned appointments will be submitted for approval of the next General Assembly.

There are no managerial or operational changes that has or that will substantially affect the Company's activities in the previous accounting period, or planned for the upcoming accounting periods.

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On the other hand, material event disclosures made by our Incorporation may be reached via Investor Relations website and through the following web address at www.kap.gov.tr.

3. Election of the Board of Directors:

In accordance with CMB regulations, TCC and Bylaws and the principles governing the selection of Members of the Board of Directors in the Articles of Association, the election of new Board members to replace previous Board members who resigned will be submitted for approval of the General Assembly. In addition, the election of the Independent Member of the Board of Directors will also be submitted for approval of the General Assembly, in compliance with the CMB's Corporate Governance Communiqué No. II-17.1.

The CVs of the Board of Directors candidates and Statement of Independency for the independent member candidate are provided in the Attachment.

4. Information Regarding the Requests of the Shareholders for Inclusion of additional items to the Meeting Agenda:

Investor Relations Department of our Incorporation has not received any written requests from shareholders regarding the inclusion of any additional items to the agenda of the Annual General Meeting related to the fiscal year 2021.

5. Amendments to the Articles of Association:

There is no amendment to the Articles of Association.

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ATTACHMENT: CVs and STATEMENT OF INDEPENDENCY

Prof. Dr. Ahmet Bolat

Born in Konya in 1959, Prof. Dr. Ahmet Bolat graduated from Istanbul Technical University in 1981 as an Industrial Engineer. In 1984, he graduated from M.Sc. Operations Research program at Stanford University and in 1988, he obtained his Ph.D. in Industrial and Operations Engineering from the University of Michigan.

Prof. Dr. Bolat started his career in 1981 as a Design and Production Engineer at Yıldız Kalıp Şirketi. Between 1985 and 1988, he held a various of roles at the University of Michigan including as teaching assistant, research assistant and assistant professor. From 1988 to 2005, he worked as assistant professor, associate professor and professor at Industrial Engineering Department of King Saud University, Riyadh.

He was assigned as Senior Vice President of Investment Management at Turkish Airlines Inc. in 2005 and served as Chief Investment and Technology Officer between 2012 and 2022. During his tenure, he managed strategic growth plan of Turkish Airlines and led the team which procured around 550 aircraft to Turkish Airlines fleet. Being also responsible for International Relations & Alliances, Prof. Dr. Bolat has managed Government Affairs issues & commercial agreements with airline partners, ensuring partnership & network development with enhanced bilateral relations. He also led the feasibility study of Alliance selection project for Turkish Airlines.

In 2022, Prof. Dr. Ahmet Bolat was appointed as the Chairman of the Board and the Executive Committee of Turkish Airlines.

Mehmet Kadaifçiler

Mehmet Kadaifçiler, who was born in Konya in 1963, completed his undergraduate education in the Turkish Air Force Academy, Department of Aircraft, and graduated in 1986.

Between 1986 and 2000, he served as a jet pilot and an instructor pilot in various units of the Turkish Air Force.

He completed his master's degree at the Air War College between 2000 and 2002. As a Staff Officer, he retired in 2005 after serving as a Squadron Commander and working in the Turkish Air Force Headquarters Flight Training Department. He joined Turkish Airlines as a First Officer in 2006 and was appointed as a Captain Pilot in 2009.

In Turkish Airlines, he served as the Quality Assurance Directorate Inspector, Quality Assurance (Flight Operations) Manager, Executive Vice President of Flight Operations (Chief Pilot) and as of 27 January 2022, has been appointed as a member of the Board of Directors and the Executive Committee and as the Chief Flight Operations Officer.

Şekib Avdagiç Independent Board Member Candidate

Şekib Avdagiç was born in 1959 in Zenica (Bosnia and Herzegovina). He started his primary education in Cologne (Germany) and completed his primary and secondary education in Istanbul. He graduated from Istanbul Technical University, Faculty of Mechanical Engineering in 1982 and completed the Istanbul University Business Administration Programme with honors in 1988.

Mr. Avdagiç is still the CEO of a company operating in the automotive industry for 50 years.

In April 2018, he was elected as the President of the Istanbul Chamber of Commerce (ICOC) Executive Board.

Mr. Avdagic also serves as the Chairman of the Board of Directors of the Istanbul World Trade Center and as the Vice President of the Board of Technopark Istanbul.

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He was one of the founder members of the “Independent Industrialists’ and Businessmen’s Association” and took charge as the Association’s Vice President until 2000.

Between 2008 and 2011, Mr. Avdagiç served as the member and as the President of the Executive Council of the Istanbul 2010 - European Capital of Culture Agency.

In addition to these duties, Mr. Avdagiç also holds various positions in the following institutions:

- Member of the Board of Trustees, Istanbul Commerce University
- Member of the Board of Trustees, International University of Sarajevo
- Chairman of the Board, Commercialization Center of Istanbul
- Chairman of the Board, Istanbul Chamber of Commerce Education and Social Services Foundation
- Chairman of the Board, The Tourism Development and Education Foundation
- Member of the Board, Foreign Economic Relations Board
- Member of the Board, Istanbul Development Agency
- Member of the Board, Association of Automotive Parts and Components Manufacturers
- Member of the Board of Trustees, The Prof. Fuat Sezgin Research Foundation for the History of Science in Islam
- Member of the Board of Trustees, Istanbul Technical University Development Foundation
- Commission Member, Council of Higher Education University - Industry Collaboration

Mr. Avdagiç speaks English and Bosnian. He is married and has two children.

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STATEMENT OF INDEPENDENCY

I hereby declare that I run for the office of “Independent Member” of the Board of Directors of Turkish Airlines Inc. in accordance with the criteria stipulated by applicable regulations, the Articles of Association and the Capital Markets Board’s Corporate Governance Principles, and accordingly that;

- a) no employment-related relationship in respect of any managerial position, whereby any substantive duties and responsibilities may be assumed, has been established between the Incorporation and any affiliates, who either hold the control of or have any significant influence on the management of the Incorporation, or any shareholders who hold the control of the management of the Incorporation, or have a significant influence on the Incorporation, or any legal persons, who hold the control of the management of such shareholders, and myself, my spouse and any of my relatives by blood and by marriage up to the second degree, within the last five years; and also that I have not held more than 5% of the capital or the voting rights or the privileged shares of the Incorporation, either collectively or individually, or any commercial relationship which is of substantial nature has not been established; and also that;
- b) within the last five years, particularly in respect of the auditing, rating and consulting activities for the Incorporation (including tax inspection, legal inspections and internal inspections); I have not been a shareholder (holding 5% or more of the shares), or any employee serving at any managerial positions whereby any substantial duties and responsibilities may be assumed, or a member of the Board of Directors, of any such incorporation, from which the Incorporation has procured any services or products or to which the Incorporation has sold any services or products to a material extent in accordance with the agreements executed for such purpose; and also that;
- c) I enjoy the professional educational background, knowledge and experience to properly and duly fulfill my duties as an independent member of the Board of Directors, and also that;
- d) I am resident in Turkey according to the Income Tax Law numbered 193 dated 31/12/1960,
- e) I am strongly bound by ethical standards, and enjoy the professional reputation and experience to positively contribute to the operations of the Incorporation, maintain my impartiality in any potential case of conflict of interest amongst the shareholders of the Incorporation, and to make decisions freely with due consideration of the rights and benefits of the stakeholders, and also that;
- f) I will be able to allocate time for the affairs of the Incorporation to such an extent that I would be able to fully perform and carry out the duties and tasks which I have assumed, and to follow up the functioning of the activities and operations of the Incorporation, and also that;
- g) I have not held the office of a member of the Board of Directors at the Board of Directors of the Incorporation for a period longer than six years within the last decade, and also that;
- ğ) I have not held office as an independent member of the Board of Directors of more than three of the companies which hold the control of management of the Incorporation or the shareholders who hold the control of management of the same, and at more than five of the listed companies in total; and also that;
- h) I have not been registered and announced for the legal person which has been elected as a member of the Board of Directors.

Respectfully,



Şekib Avdagiç