

PEGASUS HAVA TAŞIMACILIĞI A.Ş.

Corporate Governance Information Form (Update) - Shareholders

Summary Info

Corporate Governance Information Form (Update)

1. SHAREHOLDERS

Related Companies ☐

Related Funds ☐

1. SHAREHOLDERS	
1.1. Facilitating the Exercise of Shareholders Rights	
The number of investor meetings (conference, seminar/etc.) organised by the company during the year	In 2018 Pegasus attended six investor conferences and one roadshow, held 105 investor meetings and also held four investor webcasts relating to financial statements.
1.2. Right to Obtain and Examine Information	
The number of special audit request(s)	0
The number of special audit requests that were accepted at the General Shareholders' Meeting	0
1.3. General Assembly	
Link to the PDP announcement that demonstrates the information requested by Principle 1.3.1. (a-d)	Published in the General Assembly Information Document: https://www.kap.org.tr/en/Bildirim/748834
Whether the company provides materials for the General Shareholders' Meeting in English and Turkish at the same time	General Assembly documents are simultaneously published in Turkish and English.
The links to the PDP announcements associated with the transactions that are not approved by the majority of independent directors or by unanimous votes of present board members in the context of Principle 1.3.9	No transaction falling in the scope of this principle occurred in 2018.
The links to the PDP announcements associated with related party transactions in the context of Article 9 of the Communique on Corporate Governance (II-17.1)	No transaction falling in the scope of this principle occurred in 2018.
The links to the PDP announcements associated with common and continuous transactions in the context of Article 10 of the Communique on Corporate Governance (II-17.1)	No transaction falling in the scope of this principle occurred in 2018.
The name of the section on the corporate website that demonstrates the donation policy of the company	Pegasus Investor Relations Website / Corporate Governance / Policies
The relevant link to the PDP with minute of the General Shareholders' Meeting where the donation policy has been approved	https://www.kap.org.tr/en/Bildirim/567869

The number of the provisions of the articles of association that discuss the participation of stakeholders to the General Shareholders' Meeting	Pegasus Articles of Association Article 17/1/e .
Identified stakeholder groups that participated in the General Shareholders' Meeting, if any	Company employees attended the meeting as observers.
1.4. Voting Rights	
Whether the shares of the company have differential voting rights	Hayır (No)
In case that there are voting privileges, indicate the owner and percentage of the voting majority of shares.	-
The percentage of ownership of the largest shareholder	% 62,91
1.5. Minority Rights	
Whether the scope of minority rights enlarged (in terms of content or the ratio) in the articles of the association	Hayır (No)
If yes, specify the relevant provision of the articles of association.	-
1.6. Dividend Right	
The name of the section on the corporate website that describes the dividend distribution policy	Pegasus Investor Relations Website / Corporate Governance / Policies
	In respect of the fourth agenda item, it was noted that the "Pegasus Dividend Policy", had been submitted for the information of the shareholders. It was further noted that according to the dividend distribution chart submitted to the attention of the shareholders by the resolution of the Board of Directors dated March 20, 2019 and numbered 659, according to the Company accounts based on Turkish Financial Reporting Standards and based on statutory records prepared in accordance with the Turkish Tax Procedure Law No. 213, and considering the Company's growth strategy and its aim for creating long-term shareholder value, the Board of Directors proposed the allocation of the Company's net distributable profit for 2018, in accordance with the law, Article 21 of the

Minutes of the relevant agenda item in case the board of directors proposed to the general assembly not to distribute dividends, the reason for such proposal and information as to use of the dividend.	Company Articles of Association and Pegasus Dividend Policy, as extraordinary reserves with the purpose of strengthening liquidity and creating additional resource for growth in operations. Company shareholder Mr. Tunç KERTMEN recommended that the Company considers utilizing accumulated extraordinary reserves for a bonus share issue in the following years. There were no further comments. The proposal of the Board of Directors for the allocation of the entire profit for the year 2018 as extraordinary reserves, in line with the Company's Articles of Association and the “Pegasus Dividend Policy” was approved by the majority of the shareholders attending the Meeting, with TL 76,523,894 shares voting in favor and TL 1 share voting against.
PDP link to the related general shareholder meeting minutes in case the board of directors proposed to the general assembly not to distribute dividends	https://www.kap.org.tr/en/Bildirim/756604

General Assembly Meetings

General Meeting Date	The number of information requests received by the company regarding the clarification of the agenda of the General Shareholders' Meeting	Shareholder participation rate to the General Shareholders' Meeting	Percentage of shares directly present at the GSM	Percentage of shares represented by proxy	Specify the name of the page of the corporate website that contains the General Shareholders' Meeting minutes, and also indicates for each resolution the voting levels for or against	Specify the name of the page of the corporate website that contains all questions asked in the general assembly meeting and all responses to them	The number of the relevant item or paragraph of General Shareholders' Meeting minutes in relation to related party transactions	The number of declarations by insiders received by the board of directors	The link to the related PDP general shareholder meeting notification
17/04/2019	0	% 74,80363067	% 0,05853584	% 74,74509482	Pegasus Investor Relations Website / Corporate Governance / General Assembly	Pegasus Investor Relations Website / Corporate Governance / General Assembly	10	126	https://www.kap.org.tr/en/Bildirim/748834