

# PEGASUS HAVA TAŞIMACILIĞI A.Ş.

## INFORMATION POLICY

### 1. PURPOSE, SCOPE AND LEGAL BASIS

Pegasus Hava Taşımacılığı A.Ş. ("**Pegasus**") Information Policy has been adopted by Pegasus Board of Directors in accordance with the provisions of the Material Events Communiqué No. II-15.1 ("**Communiqué**") and the Corporate Governance Communiqué No. II-17.1 of the Capital Markets Board and aims to determine the principles and procedures regarding the communication of information to Pegasus shareholders, investors and other stakeholders.

### 2. GENERAL PRINCIPLES

This Information Policy:

- a) Aims to establish a sustainable, efficient and transparent communication between Pegasus and its shareholders, investors and other stakeholders;
- b) Targets to have shareholders, investors and other stakeholders achieve correct and complete information on time, in equal terms and in a way that is comprehensible, interpretable and easily accessible at low cost;
- c) Does not trigger any disclosure obligation with respect to information that is deemed as commercial secret, that is legally objectionable or that may otherwise harm the legitimate interests of Pegasus.

In terms of communication of information, Pegasus complies with the Turkish Commercial Code, the Capital Markets Law and the applicable regulations including the Corporate Governance Principles of the CMB.

### 3. RESPONSIBILITY

Pegasus Board of Directors assumes responsibility for the formation, review, update and development of this Information Policy. In this respect the Board of Directors work in collaboration with and obtains views from the Corporate Governance Committee and Pegasus Investor Relations Directorate.

The Corporate Governance Committee informs the Board of Directors and makes recommendations on matters relating to the Information Policy and assists the Board of Directors in relation to the implementation of the provisions thereof.

### 4. PUBLIC DISCLOSURE METHODS AND TOOLS

Save as otherwise required under the Turkish Commercial Code, the Capital Markets Law and the applicable regulations, the public disclosure methods and tools used by Pegasus are described below:

- a) Material event disclosures and other notifications publicly disclosed *via* the Public Disclosure Platform ([www.kap.gov.tr](http://www.kap.gov.tr)) ("**KAP**") for the publication of public disclosures;
- b) Activity reports and financial statements periodically disclosed through KAP as well as footnotes, independent auditor reports, responsibility statements in relation therewith;
- c) Announcements made through the Turkish Trade Registry Gazette;
- d) Press statements, bulletins and announcements made through the written press or broadcast media;
- e) Statements made to data distribution firms;
- f) Physical or electronic informative meetings and events held with capital markets participants

and informative presentations prepared for communicating with the relevant capital markets participants;

- g) Pegasus investor relations and public information services web-site ([www.pegasusyatirimciiliskileri.com](http://www.pegasusyatirimciiliskileri.com); [www.flypgs.com/bilgi-toplumu-hizmetleri](http://www.flypgs.com/bilgi-toplumu-hizmetleri));
- h) Communication *via* telephone, e-mail and similar communication methods;
- i) Documents other than those listed above that need to be published in accordance with the applicable law.

## **5. DISCLOSURE OF MATERIAL EVENTS**

### **A) Procedures Relating to Disclosure of Material Events**

Continuous and inside information that need to be publicly disclosed as per the requirements of the Communiqué are communicated to the public without delay *via* KAP by the joint approval of at least two Pegasus representatives authorized in this respect. Public disclosures are prepared under the coordination of Pegasus Investor Relations Directorate and by the participation of other relevant units.

Material disclosures published on KAP are included in our investor relations web-site latest on the immediately following business day. All published material disclosures are kept in our investor relations web-site for a five-year period following disclosure.

### **B) Postponement of Disclosure of Inside Information**

Pegasus may postpone the disclosure of inside information to prevent any harm to its legal rights and legitimate interests within the framework of the Communiqué, so long as such postponement does not mislead the public and the confidentiality of the relevant information is secured. Once the reasons for postponement cease to exist the relevant inside information is communicated to the public, together with the reasons for postponement, in accordance with the provisions of the Communiqué.

### **C) Measures to Protect the Confidentiality of Inside Information**

As a general principle, neither Pegasus nor any of our employees can share information that can be deemed as inside information with third parties. All Pegasus Family Members are informed of this obligation in writing. In the event (i) it becomes known that information that may be deemed as inside information is shared with third parties without authorization and (ii) Pegasus is unable to maintain the confidentiality of such information a public disclosure in relation to the inside information will be made without delay.

Pegasus maintains and updates an Insiders List covering the individuals who have regular access to inside information on Pegasus. Persons named in the Insiders List are informed by our Investor Relations directorate in writing of their confidentiality obligations and the possible consequences of any unauthorized disclosure of inside information.

Pegasus further undertakes all measures necessary for the protection of the confidentiality of the information that is shared with third parties including independent auditors, financial advisors, lawyers and other consultants who are engaged in connection with its operations.

### **D) Persons with Administrative Responsibility and their Related Parties**

Pegasus notifies those with administrative responsibility in writing of their and their related parties' obligations with respect to the public disclosure of their transactions on the capital markets instruments issued by Pegasus within the framework of the Communiqué. The definitions in the Communiqué are used to determine the scope of those with administrative responsibility in Pegasus and their related parties.

## **6. PUBLICATION OF FINANCIAL STATEMENTS**

Pegasus prepares its financial statements and footnotes relating thereto in accordance with the Turkish Accounting Standards and the Turkish Financial Reporting Standards as per the Turkish Commercial Code, the Capital Markets Law and the applicable regulations and publishes these statements on KAP following the approval of the Board of Directors within the applicable deadlines set out in the CMB regulations.

Financial statements published on KAP are included in our investor relations web-site latest on the immediately following business day. All published financial statements are kept in our investor relations web-site for a five-year period following disclosure.

Information which the investors might require in relation to the financial statements and their footnotes are provided in our investor relations web-site and are regularly updated. All applications by and questions from our shareholders are responded without discrimination through telephone, e-mail or one-on-one meetings.

## **7. PUBLICATION OF ACTIVITY REPORTS**

Pegasus prepares its activity reports in accordance with the Turkish Accounting Standards and the Turkish Financial Reporting Standards as per the Turkish Commercial Code, the Capital Markets Law and the applicable regulations and publishes these statements on KAP following the approval of the Board of Directors within the applicable deadlines set out in the CMB regulations.

Activity reports published on KAP are included in our investor relations web-site latest on the immediately following business day. All published activity reports are kept in our investor relations web-site for a five-year period following disclosure.

## **8. OTHER DISCLOSURES**

### **A) Disclosures Required by Law**

All notifications required by law, other than those mentioned above and including those relating to the exercise of shareholding rights whether to be announced in the Turkish Trade Registry Gazette or otherwise in print or electronically are made by our authorized signatories in accordance with the procedures set out in the applicable legislation.

With the aim of easing access to information for our shareholders, our Investor Relations Directorate ensures that notifications relating to the exercise of shareholding rights made elsewhere are promptly made available in our investor relations web-site.

### **B) Information and Documents Relating to General Assembly Meetings**

Information document prepared in connection with the General Assembly agenda and other necessary information, documents and reports are prepared and are kept in printed copies in our headquarters prior to the General Assembly meeting and are also shared with our shareholders through our investor relations web-site and KAP. The relevant information and documents are also submitted to the attendees at the General Assembly meeting.

### **C) Press Releases, Bulletins and Announcements**

Pegasus informs the public of material developments through controlled newsfeed to printed press and broadcast media. Data distributors such as Reuters and Bloomberg are also included in this scope of communication. Depending on specific circumstances such communication can be made through a press meeting. With the aim of easing access to information for investors Pegasus provides access to all such press releases, bulletins and announcements through our investor relations web-site.

## **9. PERSONS AUTHORIZED TO MAKE PUBLIC DISCLOSURE**

Unless otherwise determined by the Board of Directors or in accordance with the authority granted by the Board of Directors, corporate spokespeople who are authorized to make press statements, bulletins and announcements to printed press, broadcast media and data distributors on behalf of Pegasus are the Chairman of the Board of Directors, the CEO, the CFO, the Chief Commercial Officer, the Investor Relations Director and persons authorized by the CEO in this respect. Any press disclosure to be made by the members of the Board of Directors on behalf of Pegasus is subject to approval by the Chairman of the Board of Directors.

Our Investor Relations Directorate undertakes communication on behalf of Pegasus, in coordination with the relevant departments at Pegasus to the extent necessary, with respect to the promotion of our company before existing and potential investors and financial institutions in and outside of Turkey, and responding to questions from the personnel of the said institutions or otherwise within the context of investor relations.

All disclosures to be made by the authorized spokespeople go through a preliminary internal review under the coordination of the Investor Relations Directorate and with the participation of the Corporate Communications and Sponsorship Directorate.

Pegasus employees cannot respond to queries from capital markets participants unless authorized to do so within the above framework. All information requests will be directed towards our Investor Relations Directorate.

## **10. COMMUNICATION WITH CAPITAL MARKETS PARTICIPANTS**

Regular conduct of relations with capital markets participants, clarification of questions, studies relating to shareholders and investors and shareholder relations are undertaken under the coordination of our Investor Relations Directorate.

In line with the aforesaid purposes, Pegasus may, at its discretion, organize information meetings targeted at analysts, investors, financial institutions or shareholders. These meetings may be held physically or by using methods such as conference call and video conference.

Our Investor Relations Directorate aims to respond to all meeting and information requests from shareholders positively and strives to provide the highest possible level of communication.

The presentations and reports shared at these meetings are provided in our investor relations web-site to enable equal access to information. No inside information that has not been made public can be shared at non-public meetings with capital markets participants.

Only those who are authorized to make public statements on behalf of Pegasus can engage in communications with third parties at information meetings.

Besides meetings, information and documents published in the Pegasus investor relations web-site provide shareholders, investors, analysts and other stakeholders with the possibility of following developments relating to Pegasus.

## **11. ANALYST REPORTS**

The institutions preparing analyst reports are responsible for the content of such reports. Subject to obtaining the consent of the authors and indicating the source for the report, Pegasus may publish analyst reports on its web-site with the aim of providing alternative viewpoints to investors. Pegasus does not assume any responsibility to review, confirm or approve the content of analyst reports. However, without providing any commentary it may review the accuracy of the information contained in analyst reports in respect of publicly available information. Pegasus does not validate, approve or undertake the responsibility of or distribute the revenue models and expectations mentioned in these analyst reports.

Pegasus publishes the name of the analysts covering Pegasus and the institutions they work for in its web-site.

## **12. NEWS AND RUMORS IN THE MEDIA AND SIMILAR COMMUNICATION CHANNELS**

Pegasus follows news and rumors in printed press, audiovisual media and the internet by daily review of the market.

As a general principle, Pegasus does not comment on unfounded news, market rumors and speculations that are not sourced to its disclosure.

In the presence of news or rumors with a potential to affect investment decisions and the value of capital markets instruments Pegasus makes material event disclosures with respect to the accuracy and/or sufficiency of such information within the framework of the capital markets legislation. However; Pegasus may refrain from making any statements if the information relates to a matter relating to which Pegasus has decided to postpone disclosures, until the reasons for postponement no longer exist.

Unless those authorized to make public disclosures on behalf of Pegasus determine otherwise, Pegasus does not provide any comments if the information fails to qualify as inside information,.

## **13. ANNOUNCEMENT OF EXPECTATIONS AND TARGETS**

Pegasus may, from time to time, disclose its future expectations within the framework of this Information Policy. The written documents where Pegasus discloses its future expectations clearly indicate that the potential risks, uncertainties and other factors may lead to actual results that are significantly different from expectations.

Future expectations may only be disclosed by those authorized to make public disclosures and subject to the foregoing disclaimers being mentioned or a reference to another written publicly available document.

Future expectations rely on reasonable assumptions and forecasts and the reasons for expectations and the relevant data are disclosed together with the expectations. These expectations cannot contain any unfounded or exaggerated forecasts, cannot be misleading and they should be related to the financial condition and results of operations of Pegasus.

In the event future expectations do not realize or it is determined that these will not realize, the matter will be promptly disclosed to the public in accordance with the procedures set out in this Information Policy and the relevant information will be revised.

## **14. SILENT PERIOD AND BLACKOUT PERIOD**

Pegasus refrains from discussing financial results and related matters with capital markets participants in certain designated periods within the year to avoid asymmetric distribution of information and unauthorized disclosure relating to results of operations. The said periods are called "**Silent Periods**". A Silent Period commences fifteen days before the announcement of the financial statements for the relevant period on KAP and ends on the date when the results relating to the relevant period are published on KAP. Pegasus may organize and attend information meetings during the Silent Period with the attendance of the authorized spokespeople and these persons may attend conferences, panels, similar events and make written and verbal statements; however, information to be shared in this respect will be kept limited to the results relating to the period prior to the latest reporting period and information that has been previously disclosed to public.

In addition to Silent Periods Pegasus implements "**Blackout Periods**" during which those with regular access to inside information are prohibited from trading in Pegasus' shares. A Blackout Period commences the day after the date on which a financial accounting period concludes and ends upon the disclosure of the results relating to the relevant period on KAP.

**15. PEGASUS INVESTOR RELATIONS AND PUBLIC INFORMATION SERVICES WEB-SITE  
([www.pegasusyatirimciiliskileri.com](http://www.pegasusyatirimciiliskileri.com); [www.flypgs.com/bilgi-toplumu-hizmetleri](http://www.flypgs.com/bilgi-toplumu-hizmetleri) )**

Pegasus investor relations web-site is efficiently used in informing the public and ensuring transparency and the information published in the web-site is regularly updated.

Pegasus publishes the information and documents required to be published online as per the applicable law and the CMB's Corporate Governance Principles in the investor relations and public information services web-site in accordance with the procedures and timing limitations set out in the regulations. Pegasus also provides access to any other disclosures made as per this Information Policy in its web-site.

Pegasus ensures that the information published in the investor relations web-site is consistent with the disclosure made elsewhere in accordance with the applicable law.

Pegasus investor relations web-site is structured in a way to allow fast and easy access to information. Corporate web-site has sections in both Turkish and English.

Pegasus undertakes all measures relating to the security of the corporate web-site.

Announcements in the corporate web-site are no substitutes for material event disclosures that have to be made as per the applicable law.

**16. EFFECTIVE DATE**

This Information Policy became effective upon the resolution of the Board of Directors dated 20 November 2013 and numbered 403.

In case of a need for amendment in the Information Policy, the amendments become effective upon the affirmative view of the Corporate Governance Policy and the approval of the Board of Directors. The revised Information Policy is then published in our investor relations web-site.