

Presentation to Investors FY 2019 Earning Release

February 2020



Historical Track Record of Value Creation

	2015	2016	2017	2018	2019	CAGR 2015-19
Pension AUM (inc AE)	9.2 bTL	11.8 bTL	15.3 bTL	17.3 bTL	23.1 bTL	26%
Total GWP (Life+PA)	240 mTL	317 mTL	471 mTL	565 mTL	988 mTL	42%
Total Technical Profit	250 mTL	288 mTL	378 mTL	472 mTL	553 mTL	22%
Expense Ratio ⁽¹⁾	58,2%	55,8%	50,1%	45,6%	44,7%	13 pts
Profit for the Period (IFRS)	63 mTL	105 mTL	145 mTL	201 mTL	241 mTL	40%
ROE (IFRS)	18,3%	26,8%	29,6%	34,3%	33,7%	15 pts
Profit for the Period (SFRS)	18 mTL	63 mTL	102 mTL	191 mTL	215 mTL	86%
Dividend Payout TL ⁽²⁾	31 mTL	22 mTL	48 mTL	100 mTL	160 mTL	51%

Note:

(1) Expense ratio=(Opex-AE Related Expenses-Sales Expenses)/(Opex-AE Related Expenses-Sales Expenses+IFRS Profit Before Tax)

« Opex=G&A+Financial Expense »

(2) 2019 figure is Dividend proposal subject to General Assembly approval

Solid Financial Foundations

	2019	YoY/Δ	
Pension AUM (inc AE)	23.1bTL	34%	<ul style="list-style-type: none"> AvivaSA continues to maintain its #1 position in terms of total AuM (#1 position in private pension and #1 position in private companies' AE)
Total GWP (Life+PA)	988 mTL	75%	<ul style="list-style-type: none"> Focus on standalone products (ROP) and launch of long-term credit life product helped to increase 75% YoY
Total Technical Profit	553 mTL	17%	<ul style="list-style-type: none"> Steady increase resulting from high profitability in life and pension scalability
Expense Ratio ⁽¹⁾	44.7%	0.9 pts	<ul style="list-style-type: none"> The increase is mainly due to increase in sales commission expenses
Profit for the Period (IFRS)	241 mTL	20%	<ul style="list-style-type: none"> In addition to increase in technical profit, financial income is strong with higher interest rates and bigger assets
ROE (IFRS)	33.7%	-0.6 pts	<ul style="list-style-type: none"> Strong profit combined with lean capital
Profit for the Period (SFRS)	215 mTL	12%	<ul style="list-style-type: none"> SFRS Profit growth is lower than IFRS due to increasing growth in top line
Dividend Proposal ⁽²⁾	160 mTL	60%	<ul style="list-style-type: none"> Strong dividend growth in accordance with growth in SFRS profit and solvency ratio
VNB	423 mTL	81%	<ul style="list-style-type: none"> Significant YoY growth achieved thanks to protection business

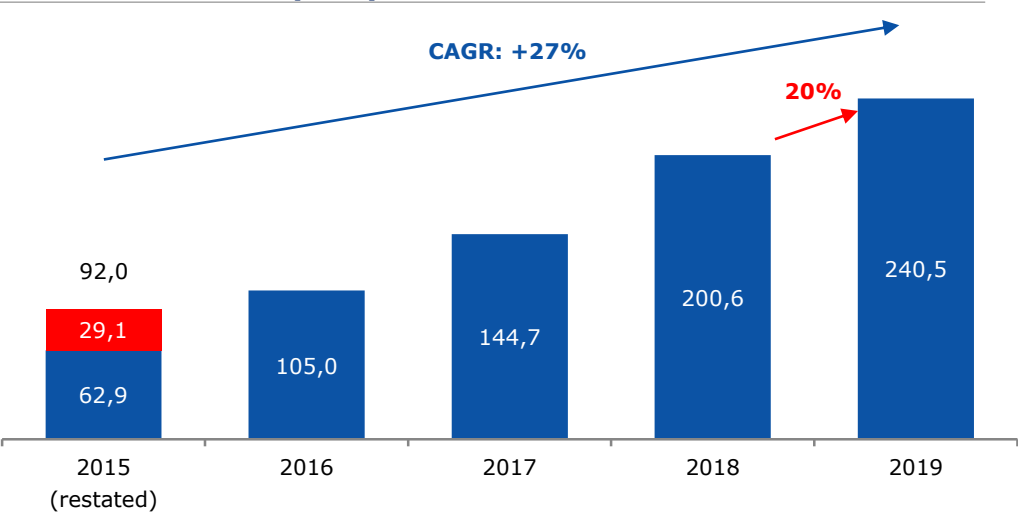
Note:

(1) Expense ratio=(Opex-AE Related Expenses-Sales Expenses)/(Opex-AE Related Expenses-Sales Expenses+IFRS Profit Before Tax) «Opex=G&A+Financial Expense»

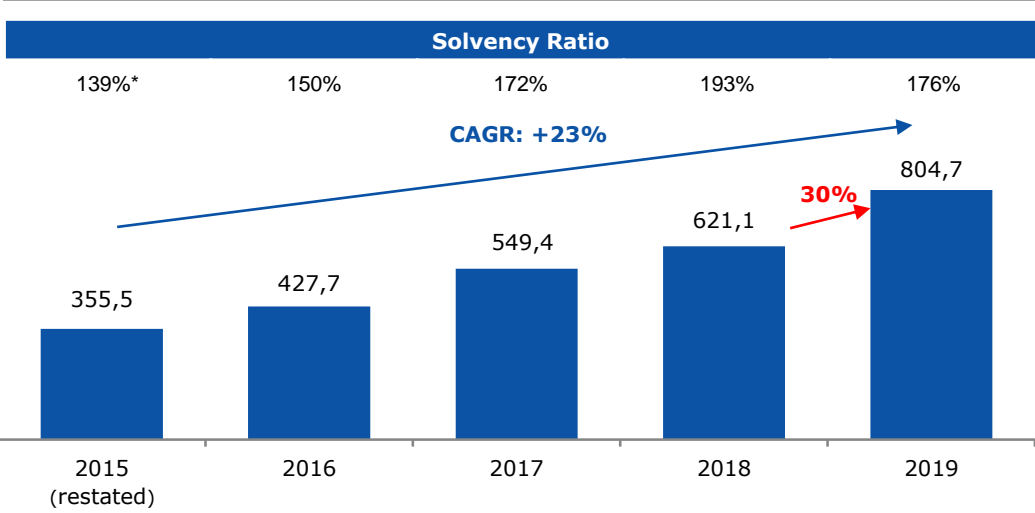
(2) First installment (100 mTL) will be paid in March 2020, and second installment (60 mTL) will be paid in September 2020 subject to General Assembly approval

A Story of Solid Profitable Growth

Profit for the Period (TLm)



Shareholders' Equity and Solvency Ratio (TLm)



ROE	2015 (restated)	2016	2017	2018	2019
	18%*	27%	30%	34%	34%

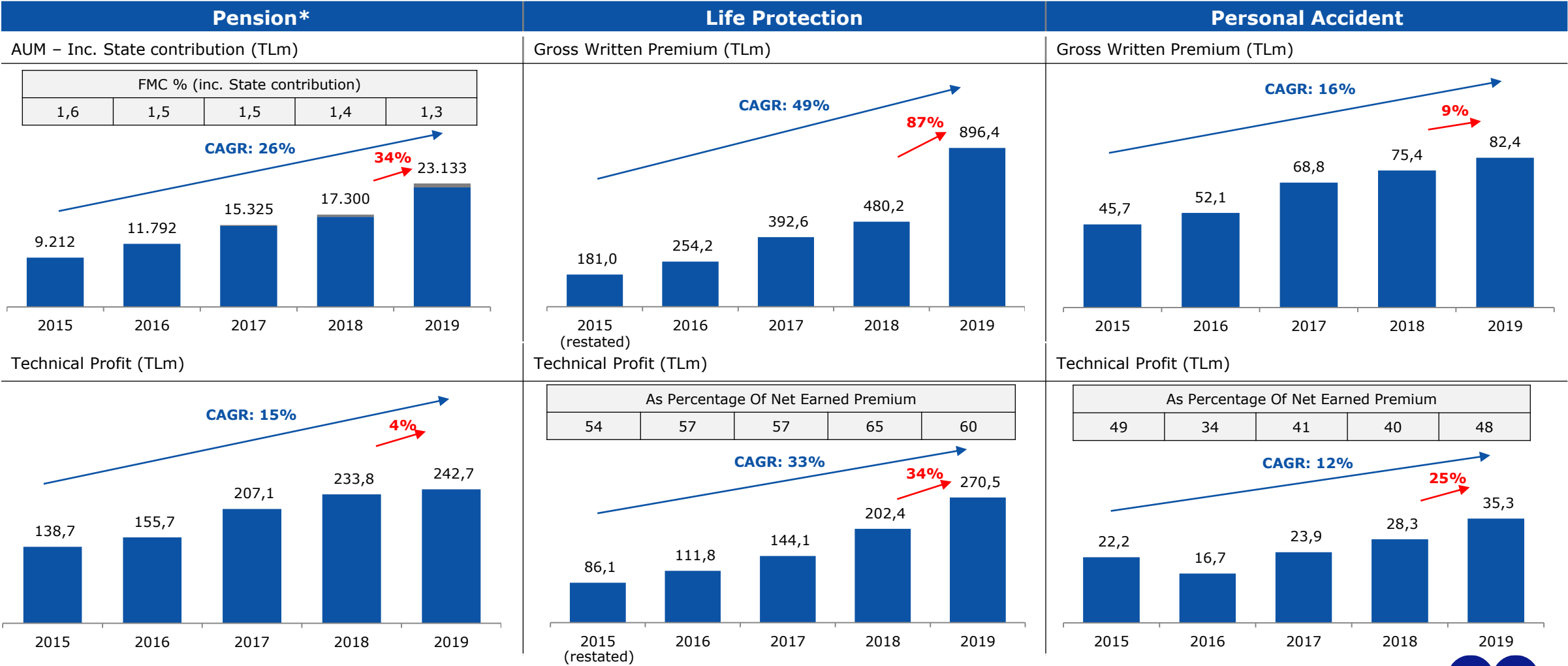
*Before write-off RoE is 26%,Solvency ratio is 154%

Source: Company information.
Note: Analysis on profitable growth derives from segmental information on this and following pages of the section, unless otherwise stated..

- Steady increase in shareholders' equity reflects active management of capitalization to fund business growth
- Capital-light business, which benefits from AvivaSA's measured approach to risk and new product introduction
- Additional ROP DAC impact is calculated beginning from 2015 and has been reflected on 2019 opening equity, amount of 8.3 m TL.

Business Lines

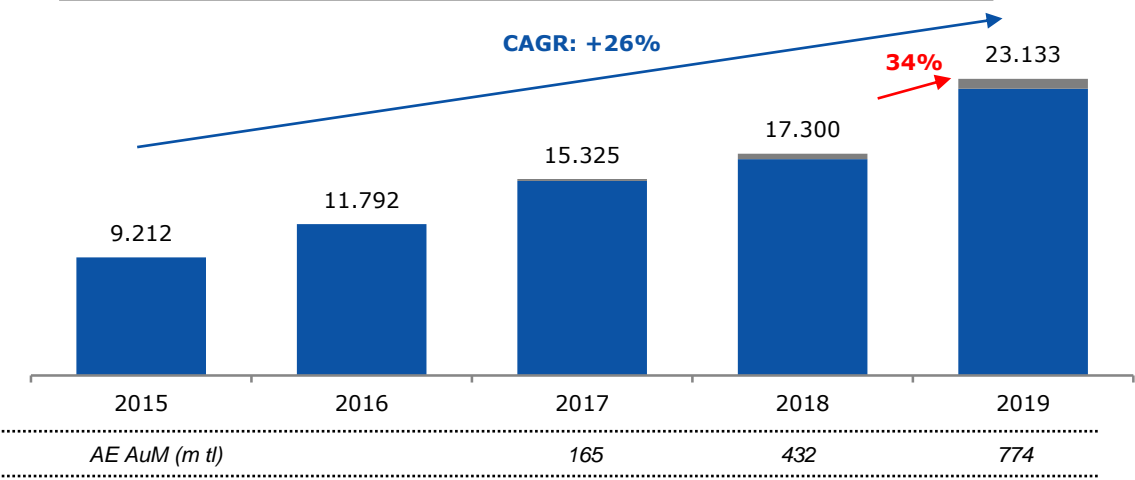
Differentiated Management of Trends & Dynamics per Segment



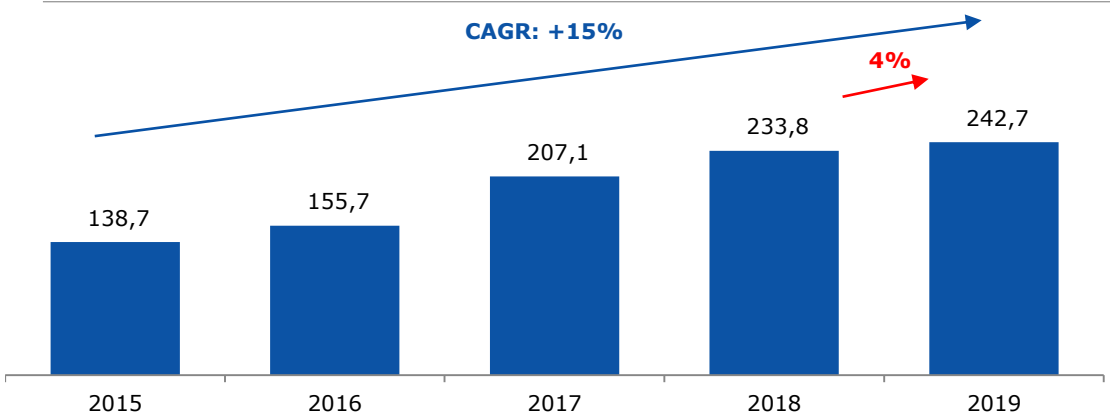
Pension*

Sustainable Growth and Scale Ambitions

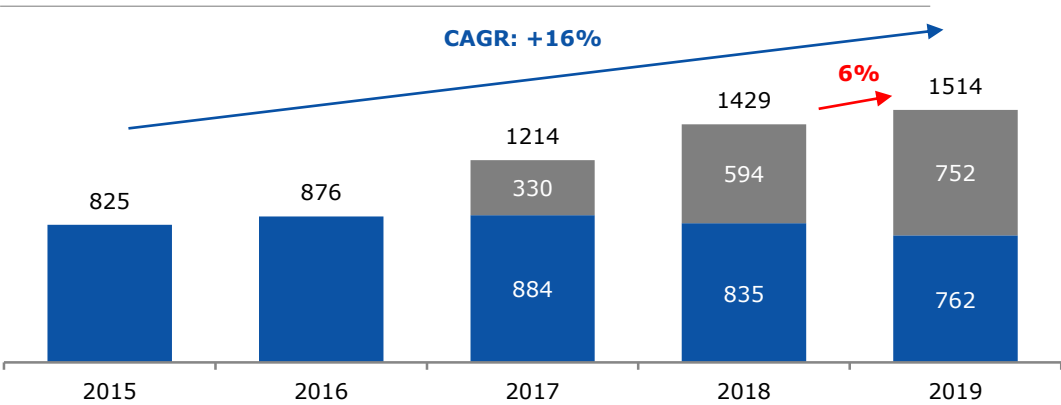
Pensions AUM including State Contribution (TLm)



Technical Profit (TLm)



Number of Participants (x1000)

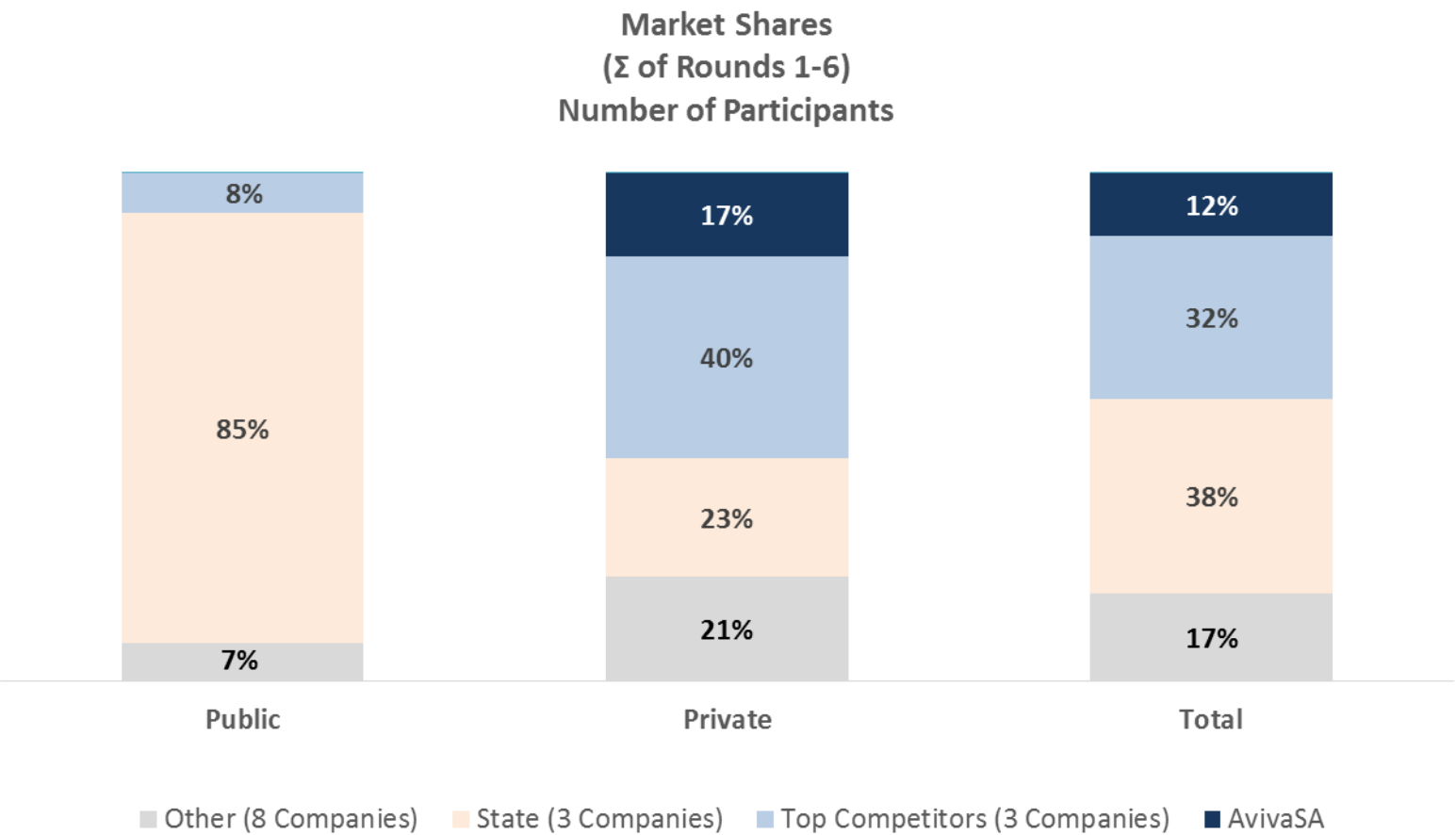


Market Share Of AvivaSA % (in terms of AUM) Inc. AE					
	2015	2016	2017	2018	2019
Pension	19,2	19,4	19,5	19,2	18,8
AE	-	-	9,2	9,4	9,4
Total	-	-	19,2	18,7	18,2

Average Monthly Contribution Size / Policy (TL) Inc. AE					
	2015	2016	2017	2018	2019
Pension	261	288	259	337	518
AE	-	-	77	60	66

One of the Leading Company in Auto Enrolment Market

Supported by Selective Presence



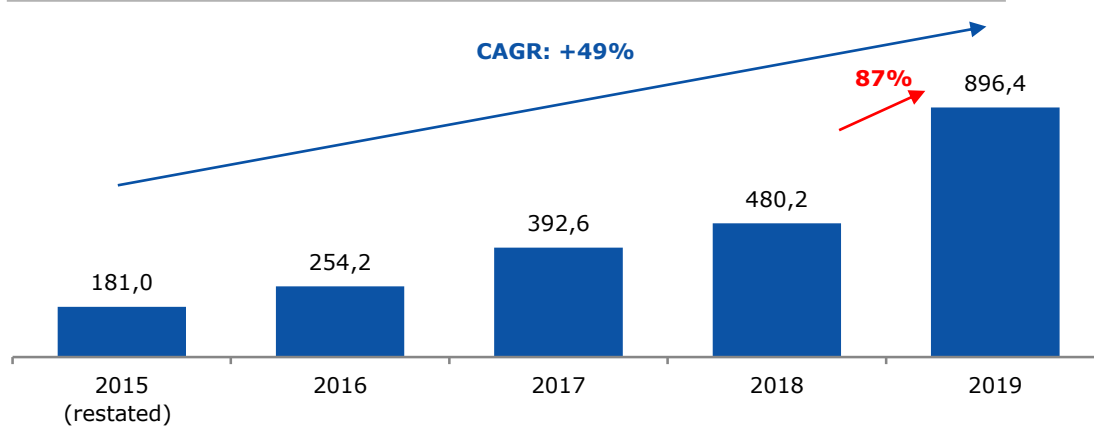
Results and Lessons Learned So Far

- ✓ More fragmented than regular pensions
- ✓ Servicing capability is very important
- ✓ Banks play a key role: AvivaSA achieved it's targets mainly utilizing Akbank potential
- ✓ Cannibalization on private pension system was lower than expected
- ✓ Average opt-out ratio ~60% in the market

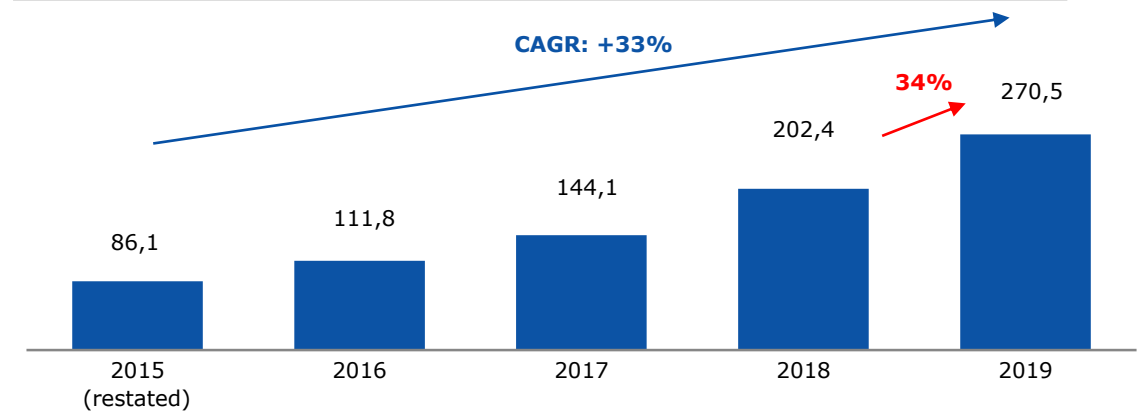
Life Protection

Sustainable and Resilient Growth Model Fuelled by Bancassurance

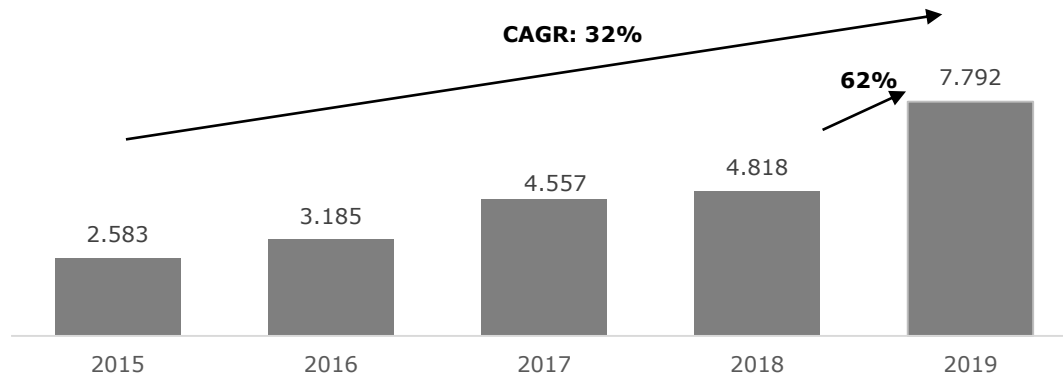
GWP (TLm)



Technical Profit (TLm, %)



Sector Life GWP (TLm) (Excluding state companies)



Claims and Commission Ratios (%)

(Excluding Life Savings)

	2015	2016	2017	2018	2019
Claims Ratio*	22,3%	20,4%	13,3%	9,8%	7,1%
Comm. Ratio**	17,9%	18,4%	26,5%	26,1%	32,6%

* Total Claims (exc. Surrender) / NEP

** Commission expenses net of income / NEP

Source: Company information, TSB

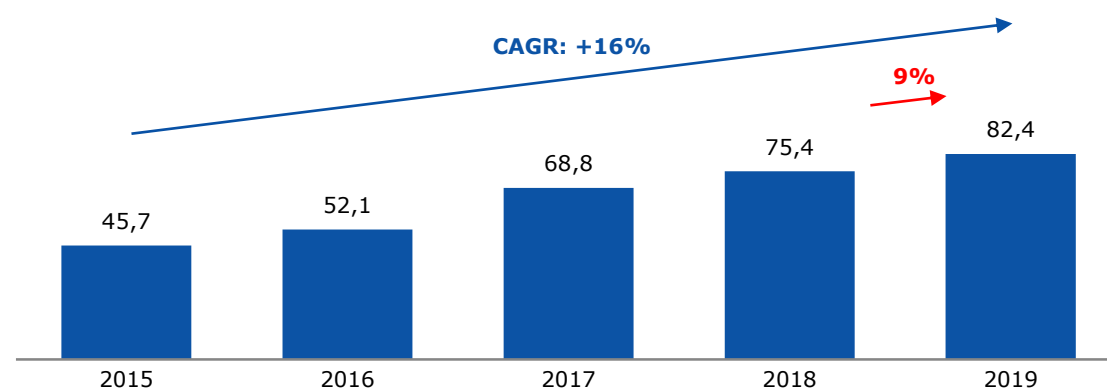
Note: (1) Technical Margin calculated as Technical Profit over NEP.

(2) Sector GWP figures are shown as Total life GWP.

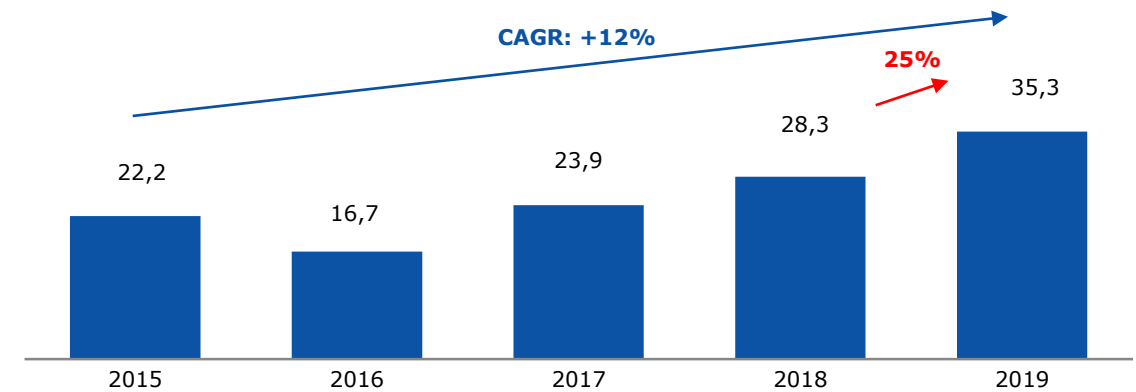
Personal Accident

A Complementary Profit Pool for the Group

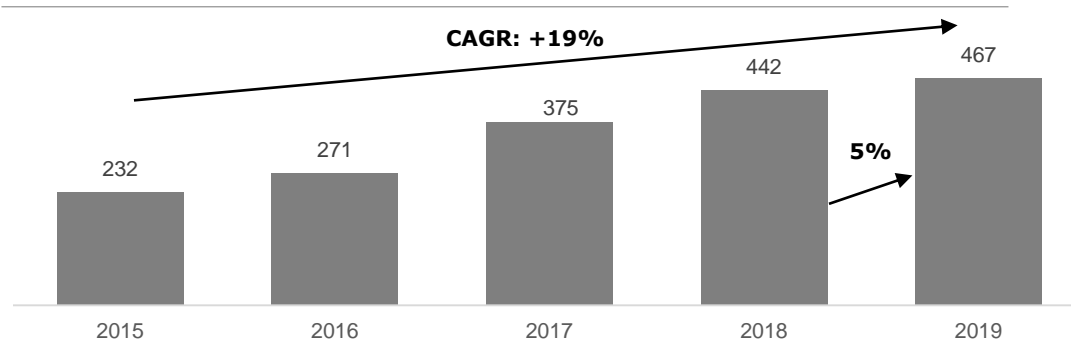
GWP (TLm)



Technical Profit (TLm)



Sector GWP (TLm) (Excluding state companies)



Claims & Commission Ratio (%)

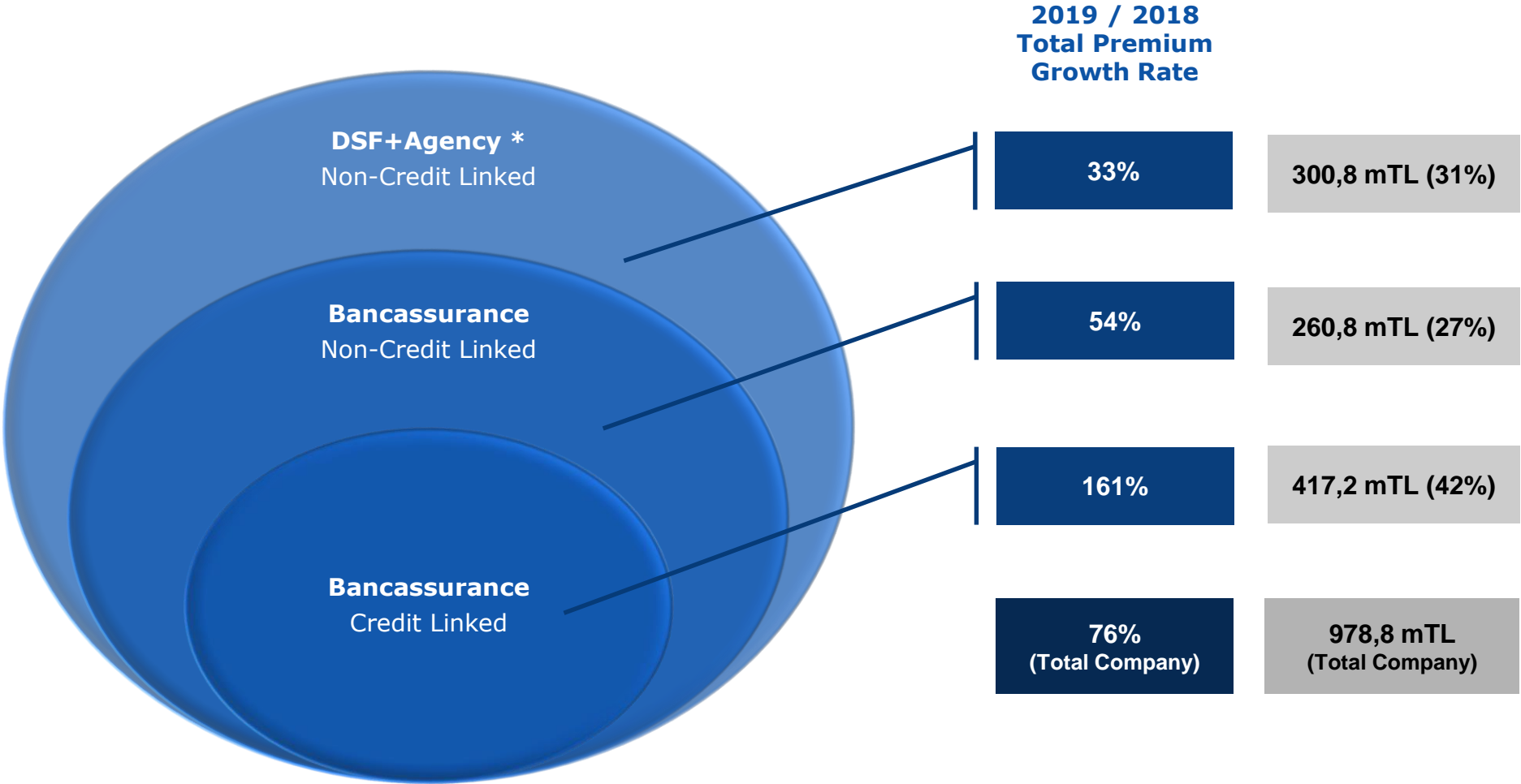
	2015	2016	2017	2018	2019
Claims Ratio	5,1%	19,4%	11,5%	10,7%	5,8%
Comm Ratio*	46,0%	46,0%	45,6%	48,1%	46,2%

* Commission Expenses, net of income / NEP

Source: Company information, TSB

AvivaSA: Sirketa Note: (1) Calculated as % of NEP

New Action Plan to Expand Life Protection + Personal Accident



* Including Corporate and Telemarketing (non bancassurance)

Financials

Summary of P&L from IFRS Segmental Reporting

	2015 (restated)	2016	2017	2018	2019	CAGR	YoY	Q3 2019	Q4 2019	QoQ
Pension Technical Profit	138,7	155,7	207,1	233,8	242,7	15%	4%	58,6	61,7	5%
Life Protection Technical Profit	86,1	111,8	144,1	202,4	270,5	33%	34%	66,3	83,7	26%
Life Savings Technical Profit	2,9	3,6	3,0	7,3	4,7	13%	-36%	0,8	1,1	30%
Personal Accident Technical Profit	22,2	16,7	23,9	28,3	35,3	12%	25%	8,3	9,7	17%
Total Technical Profit	249,9	287,8	378,1	471,8	553,2	22%	17%	133,9	156,2	17%
General and Administrative Expenses	-184,0	-207,9	-260,2	-297,6	-363,0	19%	22%	-85,7	-101,5	18%
Total Technical Profit after G&A Expenses	65,8	79,9	117,9	174,1	190,2	30%	9%	48,2	54,7	13%
Total Investment Income & Other	49,8	52,3	63,3	84,8	121,1	25%	43%	31,4	28,1	-11%
Profit Before Taxes	115,6	132,2	181,2	258,9	311,3	28%	20%	79,7	82,8	4%
Profit for the Period (Before Write-Off)	92,0	105,0	144,7	200,6	240,5	40%	20%	60,7	63,8	5%
One-off Asset Write-Off Effect (net of tax)	-29,1									
Profit for the Period (After Write-Off)	62,9	105,0	144,7	200,6	240,5	40%	20%	60,7	63,8	5%

One-off Asset Write-off: An IT project has been started at the end of 2012 in order to standardize all core insurance systems into a single application and integrate this core system with the peripheral systems. Although the project still continues, it has been decided to discontinue the development of the new core insurance application. Instead, current core systems will be modernized with a more agile methodology. Total capitalized costs related with this project was 48.7 Mtl, and TRY 36.3 Mtl of this cost (around 75%) has been written off in accordance with the aforementioned decision.

Summary of P&L from SFRS Reporting

	2015 (restated)	2016	2017	2018	2019	CAGR	YoY	Q3 2019	Q4 2019	QoQ
Pension Technical Profit	-16,0	-13,9	11,9	59,2	49,9	n/a	-16%	14,7	-4,8	n/a
Life Technical Profit	22,1	46,6	57,3	92,2	86,9	41%	-6%	21,5	29,6	38%
Non-Life Technical Profit	6,4	-3,3	-0,5	0,9	7,1	3%	679%	1,9	3,1	65%
Total Technical Profit after G&A Expenses	12,4	29,4	68,7	152,3	143,8	84%	-6%	38,0	27,9	-26%
Total Investment Income & Other	46,9	50,5	57,9	93,3	132,8	30%	42%	35,3	30,7	-13%
Profit Before Taxes	59,3	79,9	126,6	245,7	276,7	47%	13%	73,3	58,6	-20%
Profit for the Period (Before Write-Off)	46,9	63,2	101,7	191,2	214,7	46%	12%	56,0	45,2	-19%
One-off Asset Write-Off Effect (net of tax)	-29,1									
Profit for the Period (After Write-Off)	17,8	63,2	101,7	191,2	214,7	86%	12%	56,0	45,2	-19%

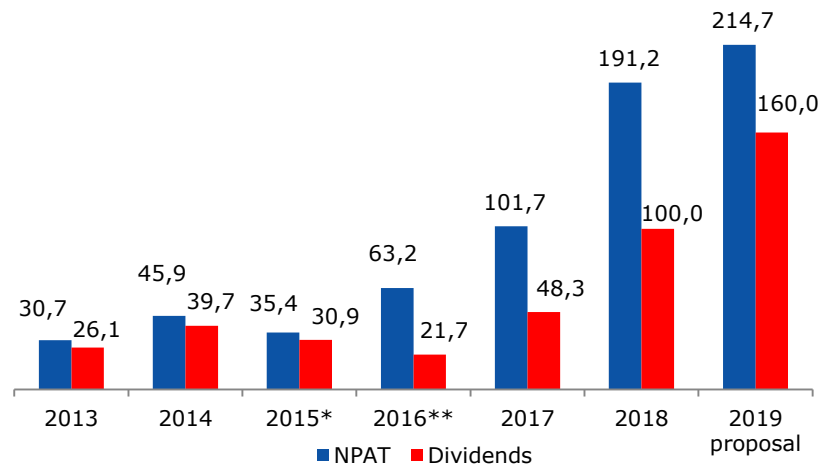
One-off Asset Write-off: An IT project has been started at the end of 2012 in order to standardize all core insurance systems into a single application and integrate this core system with the peripheral systems. Although the project still continues, it has been decided to discontinue the development of the new core insurance application. Instead, current core systems will be modernized with a more agile methodology. Total capitalized costs related with this project was 48.7 Mtl, and TRY 36.3 Mtl of this cost (around 75%) has been written off in accordance with the aforementioned decision.

Flexible Dividend Policy Focused on Growth

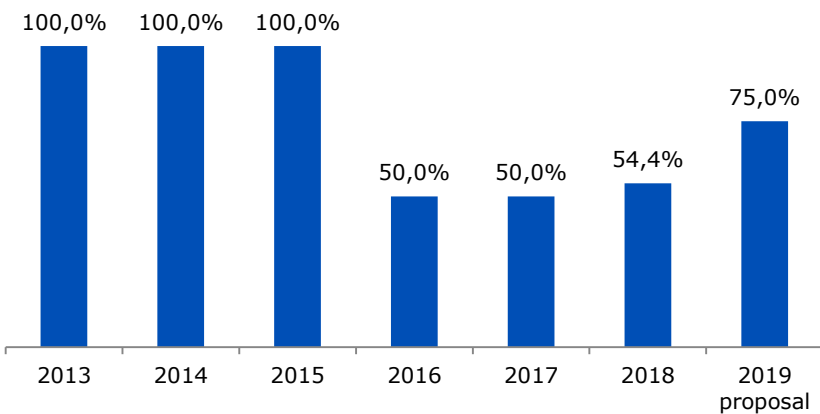
Dividend Policy

- Objective set amongst core shareholders to aim at distributing ~50% of AvivaSA's Turkish GAAP-based distributable profit
- Current focus however is on increasing the scale of operations and therefore near-term priority is to reinvest in the business and create long term shareholder value

Dividends (TLm)



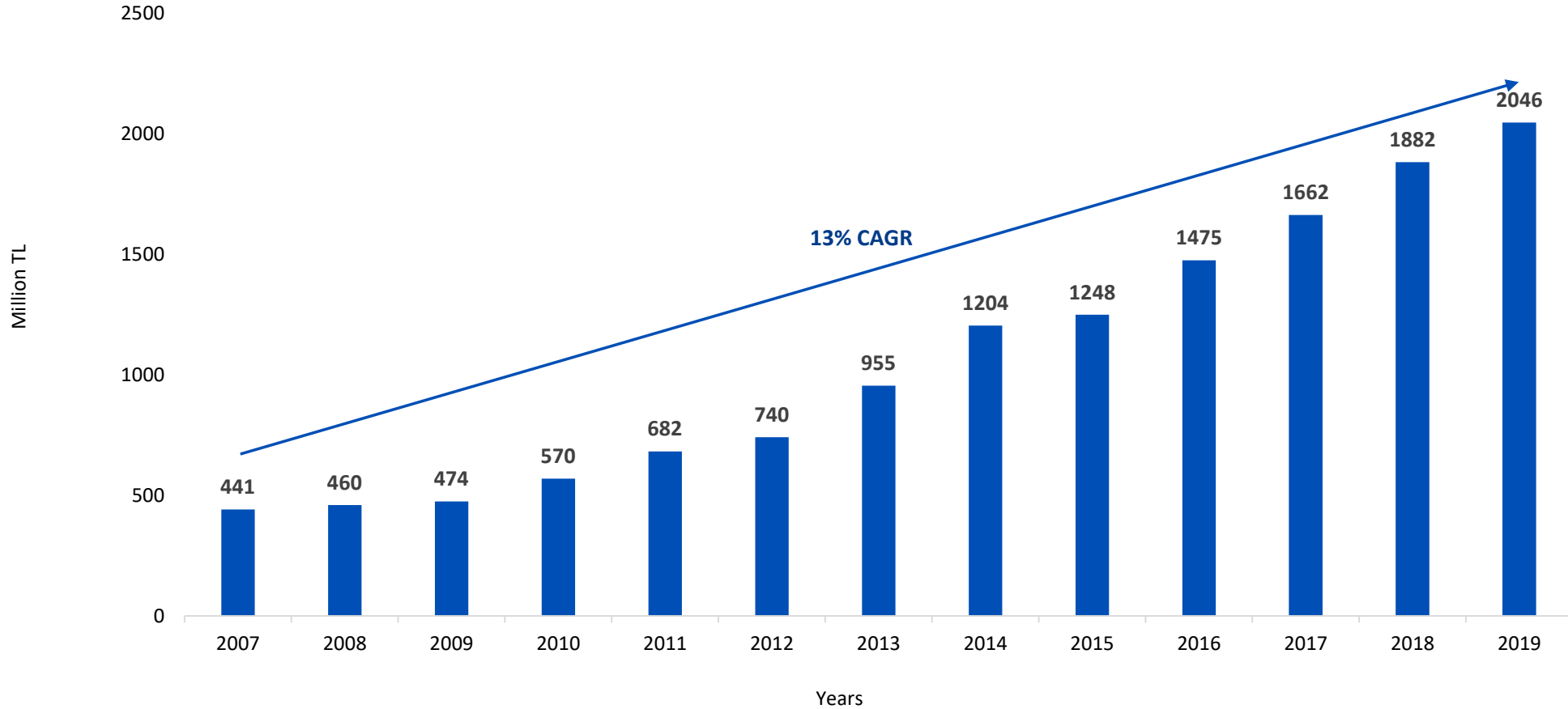
Dividend Payout Ratio (Dividend / Distributable Profit)



Source: Company information. (1) Dividends shown are paid the following year.
*NPAT is given as excluding restatement effect accordingly dividend was paid before restatement
AvivaSA: **2015 Restatement effect was discounted from 2016 profit for the calculation of 2016 distributable profit

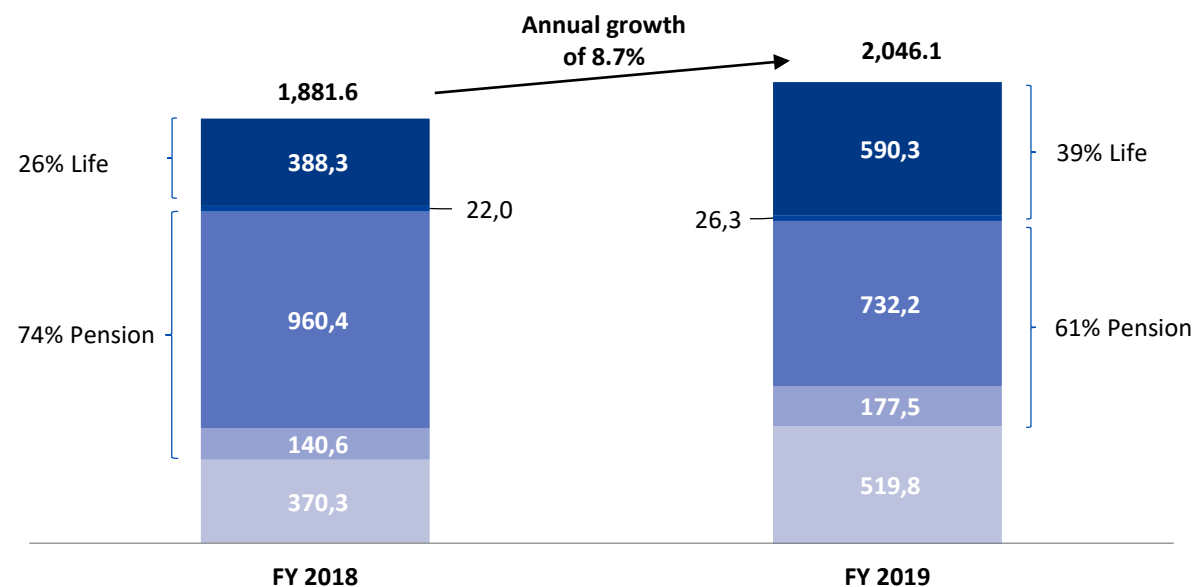
Market Consistent Embedded Value Disclosures

Proven track record of embedded value growth



Value Driven Year-on-Year Growth

MCEV (mTL)



■ Net Worth ■ VIF Group Pension ■ VIF Individual Pension ■ VIF Personal Accident ■ VIF Life Protection

Comments

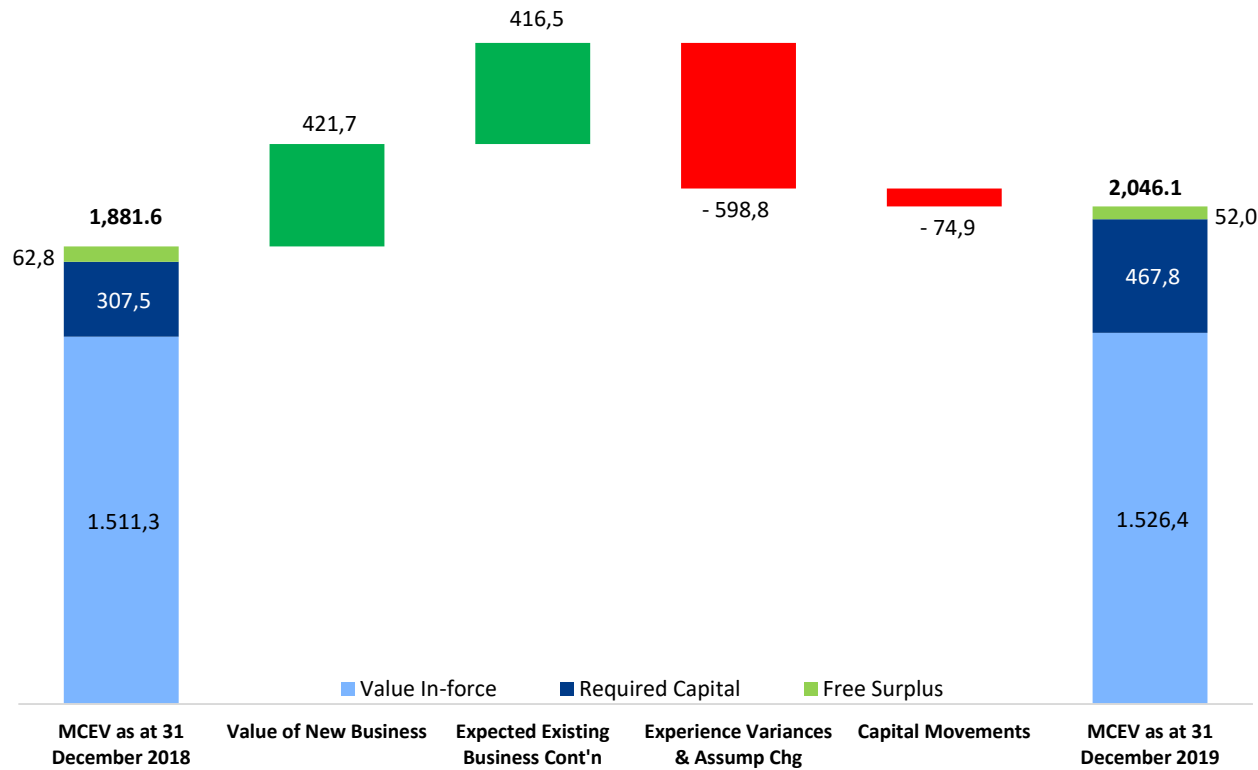
- Value of in-force (VIF) is the stock of discounted value of future profits, contributing 75% of the value in the MCEV balance sheet whereas the remaining 25% is composed of the net assets, ie net worth
- No allowance is made for future new business expected to be written after 2019
- Pensions VIF is slightly lower year-on-year due to adjustments to assumptions and experience variations
- Life protection has continued its growth momentum, reaching almost a 39% share of the VIF
- AvivaSA is closely monitoring its persistency experience across all segments
- Net worth is up by 40% year-on-year after allowing for the dividend payment of 100m TL, demonstrating the resilient capital generation of the business

Source: Company data, unaudited results



MCEV Analysis of Change

MCEV Reconciliation (mTL)



- MCEV growth is driven by VNB, a typical characteristic of an emerging market insurance company, followed by the expected return which is the unwinding of the discount rate in the year arising from policies in-force at the start of the year
- VNB and expected return grew the MCEV by 44% before experience variances and assumption changes
- Negative experience variance is primarily related to the poor pensions persistency and the economic variances
- Economic variance of -87 m TL is mainly due to decreasing USD swap rates
- Capital movements are composed of the dividend payment of 100m TL and unrealised losses

Source: Company data, unaudited results

Strong VNB contribution to MCEV growth

VNB Bridging (mTL)

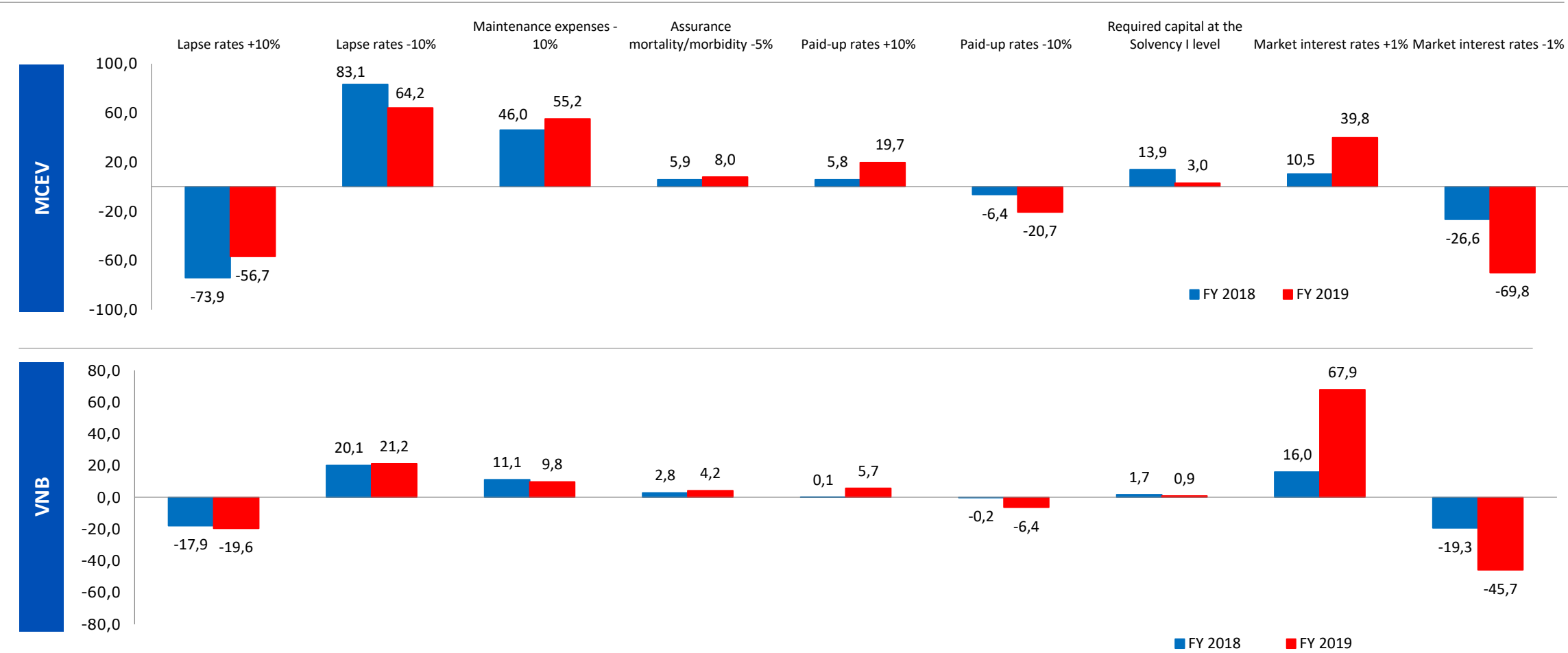


- 81% growth in Value of New Business primarily from protection LoB
- Positive mix impact from continued shift in new business from pensions to life products
- Operating assumption changes include changes in pension commission structure, fund management charges, and expenses
- Prior period adjustment covers modelling developments
- Economic Assumption change shows the effect of higher swap rates especially during the first half of 2019.

Source: Company data, unaudited results

MCEV and VNB Sensitivities

Sensitivities (mTL)



Source: Company data, unaudited results

Diversified business model supporting value growth

	Pension		Life Protection		Personal Accident		Total	
	2018 FY	2019 FY	2018 FY	2019 FY	2018 FY	2019 FY	2018 FY	2019 FY
PVNB (m TL)	4,304.9 -12% 3,769.2		919.2 110% 1,930.3		100.6 13% 113.8		5,324.7 9% 5,813.2	
VNB (m TL)	58.0 -22% 45.2		164.3 114% 351.8		11.0 125% 24.7		233.3 81% 421.7	
MCEV New Business Margin (Net tax)	1,3% 2018 FY 1,2% 2019 FY		17,9% 2018 FY 18,2% 2019 FY		10,9% 2018 FY 21,7% 2019 FY		4,4% 2018 FY 7,3% 2019 FY	
IRR (%) Payback (in years)	25.4% 20.3%		125.7% 133.7%		48.5% 80.1%		35.6% 68.1%	

Source: Company data, unaudited results

Guidance

2020 Guidance to the Market

Pension AUM:

Continue to be the leader private pension company

Life Premiums:

Increase the market share in Life market with a GWP growth of over 40%

Net Profit:

Increase the IFRS Net Profit by 25-35%

Appendix

Pension

Pension Technical Profit (TLM)

	2015	2016	2017	2018	2019	CAGR	YoY	Q3 2019	Q4 2019	QoQ
Fund Management Income⁽¹⁾	111,3	137,5	177,1	208,6	227,7	20%	9%	58,2	63,2	9%
Management & Entry/Exit Fee⁽²⁾	78,8	78,1	89,9	99,5	109,9	9%	10%	24,4	22,8	-7%
Other Income/(Expenses)	-8,8	-11,2	-12,5	-13,6	-20,7	24%	52%	-5,5	-6,3	15%
Net Commission Expenses (of which)	-42,7	-48,7	-47,5	-60,8	-74,1	15%	22%	-18,6	-18,0	-4%
- Commission Ex.	-89,3	-92,7	-78,1	-72,5	-77,9	-3%	7%	-15,9	-30,3	91%
- DAC	46,6	44,0	30,6	11,7	3,8	-47%	-68%	-2,8	12,3	n/a
Technical Profit	138,7	155,7	207,1	233,8	242,7	15%	4%	58,6	61,7	5%

Key Profit Drivers

- Pension volume (AUM)
- Lapses and Retention
- New Pension Fee Structure (management fee redefined)
- Commission Expenses / DAC

Source: Company information, IFRS and segmental reporting.

AvivaSA: Sirketa Note: (1) Net of AK asset charges. (2) Charge including premium holiday

Life Protection

Life Protection Technical Profit (TLm)

(Excluding Life Savings)

	2015 (restated)	2016	2017	2018	2019	CAGR	YoY	Q3 2019	Q4 2019	QoQ
Gross Written Premiums	181,0	254,2	392,6	480,2	896,4	49%	87%	234,5	340,3	45%
Earned Premiums	158,1	196,5	252,6	312,8	453,8	30%	45%	119,4	166,1	39%
Total Claims	-42,8	-48,3	-40,8	-37,0	-71,5	14%	93%	-20,5	-30,2	47%
Claims Ratio*	22,3%	20,4%	13,3%	9,8%	7,1%			7,5%	5,3%	
Commission Expenses	-28,3	-36,2	-67,0	-81,7	-148,0	51%	81%	-42,8	-63,4	48%
Comm.Ratio**	17,9%	18,4%	26,5%	26,1%	32,6%			35,8%	38,1%	
Other Income/ (Expense), Net	-0,9	-0,2	-0,8	8,3	36,2			10,1	11,2	11%
Technical Profit	86,1	111,8	144,1	202,4	270,5	33%	34%	66,3	83,7	26%
Technical Margin	54,5%	56,9%	57,0%	64,7%	59,6%			55,5%	50,4%	

✓ Overall life protection technical profit is positive due to the high technical profitability of the product coupled with cost efficient operating model, and this is valid throughout all periods under review

Key Profit Drivers

- Net earned premium volumes
- Death and Benefits claims
- Surrender levels
- Commission Expenses

Source: Company information, IFRS and segmental reporting.

*Claims Ratio= Total claims exc. Surrender / Net Earned Premium

**Comm Ratio= Commissions -Net of Income / Net Earned Premium

Personal Accident

Personal Accident Technical Profit (TLm)

	2015	2016	2017	2018	2019	CAGR	YoY	Q3 2019	Q4 2019	QoQ
Gross Written Premiums	45,7	52,1	68,8	75,4	82,4	16%	9%	19,1	20,8	9%
Earned Premiums	45,6	49,0	58,5	70,5	73,7	13%	5%	18,1	18,9	4%
Total Claims	-2,3	-9,5	-6,7	-7,5	-4,3	17%	-43%	-1,4	-0,9	-33%
Claims Ratio*	5,1%	19,4%	11,5%	10,7%	5,8%			7,6%	4,9%	
Commission Expenses	-20,9	-22,5	-26,7	-33,9	-34,0	13%	0%	-8,3	-8,8	6%
Comm.Ratio**	46,0%	46,0%	45,6%	48,1%	46,2%			45,9%	46,6%	
Other Income/(Expense), Net	-0,1	-0,2	-1,1	-0,8	-0,1	6%	-89%	-0,2	0,5	n/a
Technical Profit	22,2	16,7	23,9	28,3	35,3	12%	25%	8,3	9,7	17%
Technical Margin	48,8%	34,2%	40,9%	40,1%	47,9%			45,5%	51,1%	

Key Profit Drivers

- Net earned premium volumes
- Accident / Benefits claims
- Surrender levels
- Commission Expenses

Source: Company information, IFRS and segmental reporting.

*Claims ratio = Claims Paid / Earned Premium

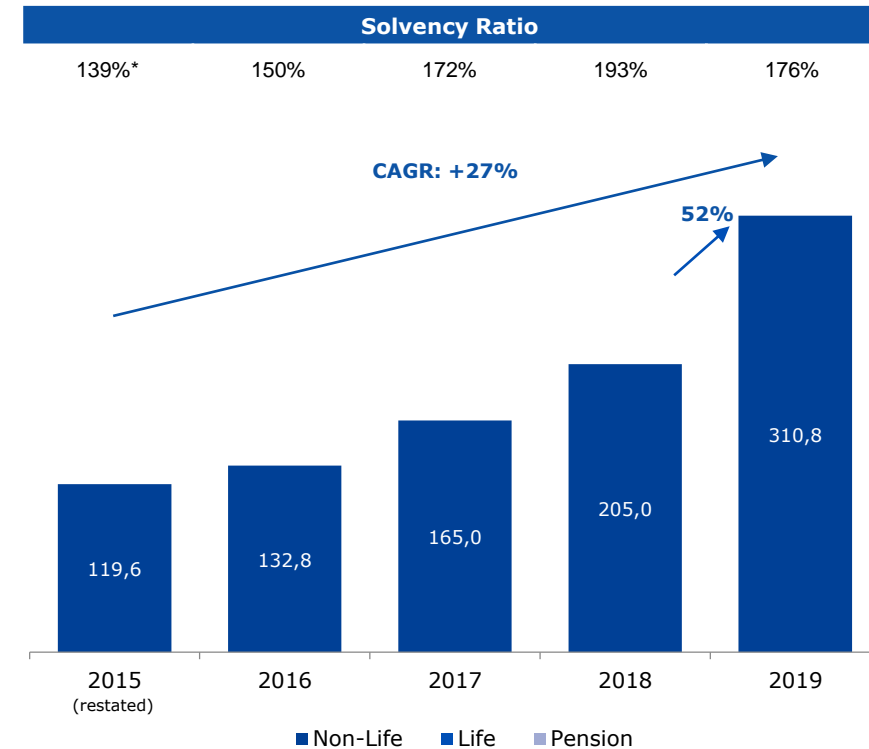
**Comm Ratio= Commissions - Net of Income / Net Earned Premium

Capital-Light Business Model with Strong Solvency Position

- ✓ Comfortable solvency ratios driven by a measured approach to risk and new product introductions, which affords the business scope and flexibility pursuing growth options and / or returning cash to shareholders

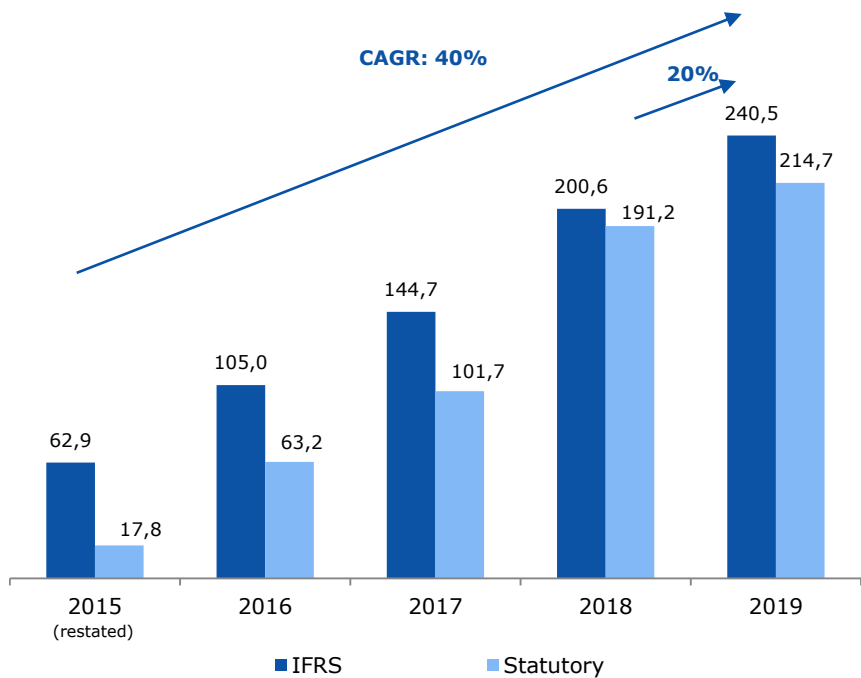
Regulatory Capital Requirement

Calculation of net assets to cover solvency margin	December 31				
	2015 (restated)	2016	2017	2018	2019
Total regulatory capital (Statutory Reporting)	166.4	199.8	283.2	395.8	547.6
Intangible assets	-	-	-	-	-
Deferred tax asset	-	-	-	-	-
A AvivaSA net assets	166.4	199.8	283.2	395.8	547.6
B AvivaSA Required Capital	119.6	132.8	165.0	205.0	310.8
AvivaSA guarantee fund	39.9	44.3	55.0	68.3	103.6
Surplus of net assets in excess of Required Capital	46.7	67.0	118.2	190.8	236.8
Surplus of net assets in excess of guarantee fund	126.5	155.5	228.2	327.4	444.0



Reconciliation between IFRS vs. Statutory Profit for the Period

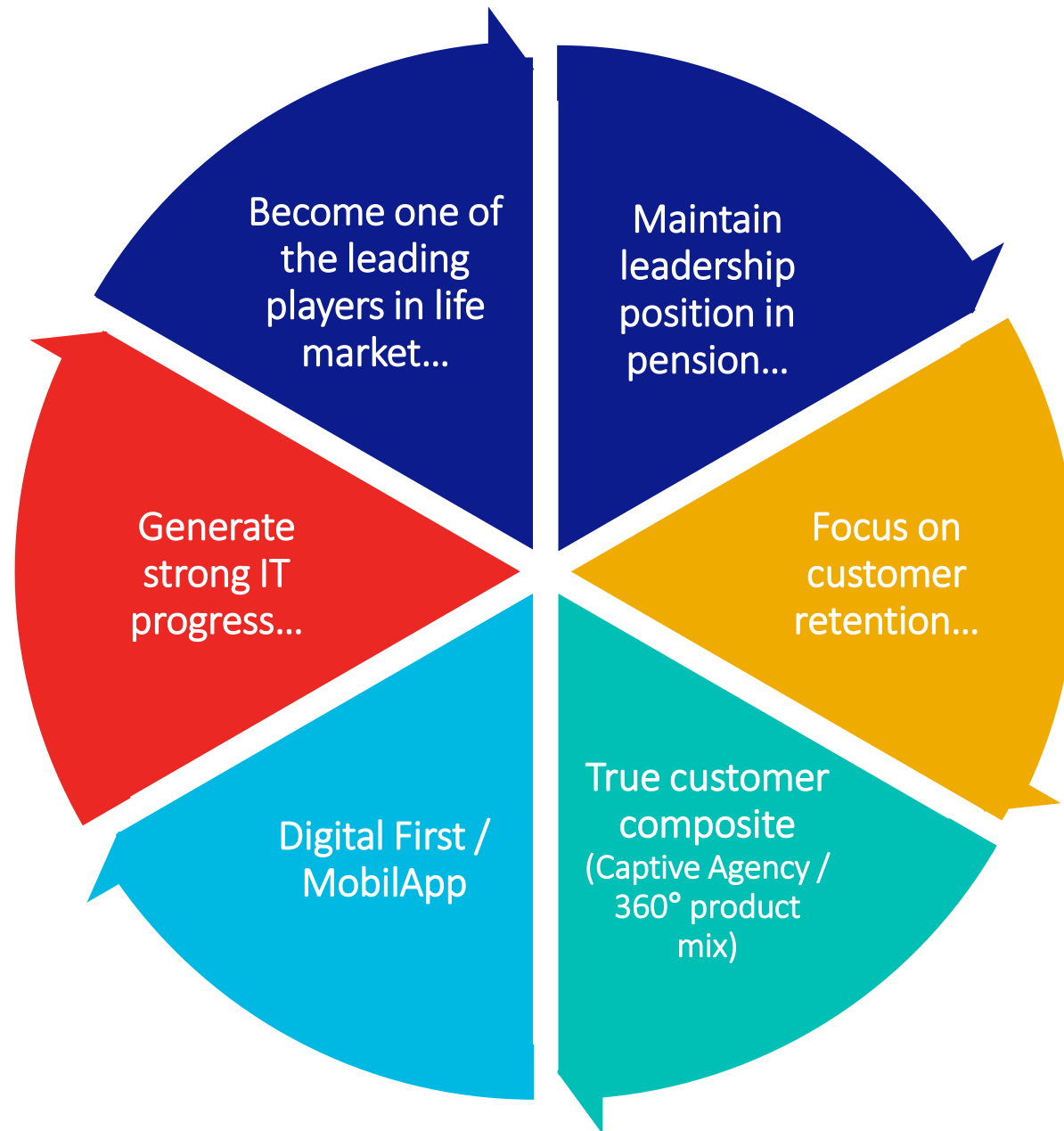
IFRS vs. Statutory Profit for the Period (TLm)



Profit for the Period Reconciliation (TLm)

	2015 (restated)	2016	2017	2018	2019	CAGR	YoY
IFRS Profit for the Year	62,9	105,0	144,7	200,6	240,5	40%	20%
Equalisation Reserve write-off	-2,3	-3,0	-4,7	-6,3	-9,7	43%	53%
Change in Deferred Acquisition Costs	-54,0	-44,5	-45,4	-15,0	-29,4	-14%	95%
Change in Deferred Income Reserve		-4,7	-4,5	8,2	4,4	n/a	n/a
Deferred Tax	11,3	10,5	11,6	3,8	8,7	-6%	127%
Statutory Profit for the Year	17,8	63,2	101,7	191,2	214,7	86%	12%
Total Difference	45,1	41,8	43,0	9,4	25,9	-13%	177%

Top Business Priorities



Disclaimer

The information in this presentation has been prepared by AvivaSA Emeklilik ve Hayat A.Ş. (the "Company" or "AvivaSA") solely for use at a presentation concerning the Company, its proposed listing on the Borsa İstanbul and the proposed offering (the "Offering") of ordinary shares of the Company (the "Shares") by Aviva Europe SE ("Aviva") and Hacı Ömer Sabancı Holding A.Ş. ("Sabancı").

This presentation does not constitute or form part of, and should not be construed as, an offer to sell, or the solicitation or invitation of any offer to buy or subscribe for, or otherwise acquire, any securities of the Company or an inducement to enter into investment activity. No part of this presentation, nor the fact of its distribution, should form the basis of, or be relied on in connection with, any contract or commitment or investment decision whatsoever. Any purchase of the Shares in the Offering should be made solely on the basis of the information contained in the Turkish language prospectus for the Turkish retail and institutional investors to be published in respect to the Offering within the Republic of Turkey (the "Turkish Prospectus") or the final offering circular for institutional investors to be prepared in connection with the Offering outside the Republic of Turkey (the "Offering Circular"), as applicable. Copies of the Turkish Prospectus and the Offering Circular will, following publication, be available from the Company's registered office.

This presentation is the sole responsibility of the Company. The information contained in this presentation does not purport to be comprehensive and has not been independently verified. The information contained herein is for discussion purposes only and does not purport to contain all information that may be required to evaluate the Company and/or its business, financial position or future performance. The information and opinions contained in this document are provided only as at the date of the presentation and are subject to change without notice. Some of the information is still in draft form and will be finalised or completed only at the time of publication by the Company of the Turkish Prospectus or the final Offering Circular, as applicable, in connection with the Offering. No representation, warranty or undertaking, expressed or implied, is or will be made by the Company, Citigroup Global Markets Limited ("Citigroup"), HSBC Bank plc ("HSBC"), Ak Yatırım Menkul Değerler A.Ş. ("Ak Yatırım") or their respective affiliates, advisors or representatives or any other person as to, and no reliance should be placed on, the fairness, accuracy, completeness or correctness of the information or the opinions contained in this presentation (or whether any information has been omitted from this presentation). The Company, to the extent permitted by law, and each of Citigroup, HSBC, Ak Yatırım and its or their respective directors, officers, employees, affiliates, advisors or representatives disclaims all liability whatsoever (in negligence or otherwise) for any loss however arising, directly or indirectly, from any use of this presentation or its contents or otherwise arising in connection with this presentation.

To the extent available, the industry, market and competitive position data contained in this presentation come from official or third party sources. Third party industry publications, studies and surveys generally state that the data contained therein have been obtained from sources believed to be reliable, but that there is no guarantee of the accuracy or completeness of such data. While the Company believes that each of these publications, studies and surveys has been prepared by a reputable source, the Company has not independently verified the data contained therein. In addition, certain of the industry, market and competitive position data contained in this presentation come from the Company's own internal research and estimates based on the knowledge and experience of the Company's management in the markets in which the Company operates. While the Company believes that such research and estimates are reasonable and reliable, they, and their underlying methodology and assumptions, have not been verified by any independent source for accuracy or completeness and are subject to change without notice. Accordingly, undue reliance should not be placed on any of the industry, market or competitive position data contained in this presentation.

This presentation and any materials distributed in connection with this presentation are not directed to, or intended for distribution to or use by, any person or entity that is a citizen or resident or located in any locality, state, country or other jurisdiction where such distribution, publication, availability or use would be contrary to law or regulation or which would require any registration or licensing within such jurisdiction.

The Shares have not been and will not be registered under the U.S. Securities Act of 1933, as amended (the "Securities Act"), or the laws of any state, territory or other jurisdiction (including the District of Columbia) of the United States, and may not be offered or sold within the United States, absent registration or pursuant to an exemption from, or in a transaction not subject to, the registration requirements of the Securities Act and applicable laws of any state, territory or other jurisdiction of the United States. AvivaSA does not intend to register any portion of the offering in the United States or conduct a public offering of securities in the United States.

Neither this presentation nor any part of it may be taken or transmitted in or into Australia, Canada, Japan or Saudi Arabia or distributed, directly or indirectly, in or into Australia, Canada, Japan or Saudi Arabia. Any failure to comply with these restrictions may constitute a violation of Australian, Canadian, Japanese or Saudi Arabian securities laws. The Shares have not been and will not be registered under the applicable securities laws of Australia, Canada, Japan or Saudi Arabia and, subject to certain exceptions, may not be offered or sold within Australia, Canada, Japan or Saudi Arabia.

The offer and distribution of this presentation and other information in connection with the proposed listing and the Offering in certain jurisdictions may be restricted by law and persons into whose possession this presentation or any document or other information referred to herein comes should inform themselves about and observe any such restrictions. Any failure to comply with these restrictions may constitute a violation of the securities laws of any such jurisdiction.

This presentation is made to and directed only at the limited number of invitees who: (A) if in the United States (as defined in Regulation S under the Securities Act), are "qualified institutional buyers" as defined in Rule 144A under the Securities Act, (B) if in the European Economic Area, are persons who are "qualified investors" within the meaning of Article 2(1)(e) of the Prospectus Directive (Directive 2003/71/EC), as amended ("Qualified Investors"); (C) if in the United Kingdom, are persons (i) having professional experience in matters relating to investments so as to qualify them as "investment professionals" under Article 19(5) of the Financial Services and Markets Act 2000 (Financial Promotion) Order 2005 (the "Order"); and (ii) falling within Article 49(2)(a) to (d) of the Order or persons to whom it may otherwise be lawfully communicated; and/or (D) are other persons to whom it may otherwise lawfully be communicated (all such persons referred to in (A), (B), (C), and (D) together being "Relevant Persons"). Nothing in this presentation constitutes investment advice and any recommendations that may be contained herein have not been based upon a consideration of the investment objectives, financial situation or particular needs of any specific recipient. Persons other than Relevant Persons should not rely on or act upon this presentation or any of its contents and must return it immediately to the Company. Any investment or investment activity to which this communication relates is available only to Relevant Persons and will be engaged in only with Relevant Persons.

This presentation includes "forward-looking statements". These statements contain the words "anticipate", "will", "believe", "intend", "estimate", "expect" and words of similar meaning. All statements other than statements of historical fact included in this presentation, including, without limitation, those regarding the Company's financial position, prospects, growth, business strategy, plans and objectives of management for future operations (including statements relating to new routes, number of aircraft, availability of financing, customer offerings, passenger and utilisation statistics and objectives relating to the Company's products and services) are forward-looking statements. Such forward-looking statements involve known and unknown risks, uncertainties and other important factors, including, without limitation, the risks and uncertainties to be set forth in the Turkish Prospectus and the Offering Circular, that could cause the actual results, performance or achievements of the Company to be materially different from future results, performance or achievements expressed or implied by such forward-looking statements. Such forward-looking statements are based on numerous assumptions regarding the Company's present and future business strategies and the environment in which the Company will operate in the future. These forward-looking statements speak only as at the date of this presentation. The Company cautions you that forward-looking statements are not guarantees of future performance and that its actual financial position, prospects, growth, business strategy, plans and objectives of management for future operations may differ materially from those made in or suggested by the forward-looking statements contained in this presentation. In addition, even if the Company's financial position, prospects, growth, business strategy, plans and objectives of management for future operations are consistent with the forward-looking statements contained in this presentation, those results or developments may not be indicative of results or developments in any future period. The Company does not undertake and expressly disclaims any obligation to review or confirm or to release publicly any updates or revisions to any forward-looking statements contained herein to reflect any change in the Company's expectations with regard thereto or any events that occur or conditions or circumstances that arise after the date of this presentation.

As of the date of this presentation, the Turkish Prospectus has not been approved under the Turkish Capital Markets Law No 6362. Neither the Turkish Prospectus nor the Offering have been or will be registered with, approved by or notified to any authorities outside the Republic of Turkey (including in any European Economic Area Member State, based on Directive 2003/71/EC of the European Parliament, as amended, and of the Council of 4 November 2003 on the prospectus to be published when securities are offered to the public or admitted to trading). Any offered securities may not be offered or sold outside the territory of the Republic of Turkey unless such offer or sale could be legally made in such jurisdiction without the need to fulfil any additional requirements.

In any European Economic Area Member State that has implemented Directive 2003/71/EC, as amended (together with any applicable implementing measures in any Member State, the "Prospectus Directive"), this presentation is not a prospectus for purposes of the Prospectus Directive. Each of Citi, HSBC and Ak Yatırım are acting exclusively for the Company, Aviva and Sabancı and no one else in connection with the Offering and will not be responsible to anyone other than the Company, Aviva and Sabancı for providing the protections afforded to their respective clients or for providing advice in connection with the Offering.

By attending this presentation or by reading the presentation slides, you agree to be bound by the foregoing limitations and restrictions and, in particular, will be deemed to have represented, warranted and undertaken that: (i) you have read and agree to comply with the contents of this disclaimer including, without limitation, the obligation to keep this presentation and its contents confidential; (ii) you are a Relevant Person (as defined above); and (iii) you will be solely responsible for your own assessment of the Company and its business, financial position and future performance and will make any investment decision solely on the basis of the final Turkish Prospectus or the final Offering Circular, as applicable.

Thank you