

AMADEUS IT HOLDING, S.A. (*Amadeus*), pursuant to Article 82 of the Stock Exchange Law (Ley del Mercado de Valores), makes public the following

RELEVANT INFORMATION

Amendment to the Regulations of General Shareholders Meeting.

The Ordinary General Assembly of Shareholders of the Company, in the meeting held on June 25, 2015, approved the amendment of the following articles of the Regulations of the General Shareholders Meeting in order to adapt their content to the new wording of the By-laws as approved by the said General Assembly of Shareholders.

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ARTICLE 7.- SHAREHOLDERS' RIGHT TO INFORMATION

1. As from the date of publication of the call to the General Shareholders' Meeting, whether Ordinary or Extraordinary, any shareholder shall be able to examine at the registered address the proposed resolutions, the reports and other documentation on issues included on the agenda and on the auditor's report, whose availability is mandatory according to law and the Bylaws. Such documentation will also be available to shareholders on the Company's website from the aforementioned time, all this without prejudice to shareholders' entitlement to request free delivery or mailing of the whole text of the documents made available, in cases where this is provided for in law.

2. Moreover, from publication of the notice of call to the holding of the General Shareholders' Meeting, the Company must publish, on an uninterrupted basis, at least the following information on its website:

- The notice of call.
- The total number of shares and voting rights on the date of the call, broken down by class of shares, if any.
- The documents to be presented to the General Meeting, in particular the reports of directors, auditors and independent experts.
- The complete texts of the proposed resolutions on each and every one of the points on the agenda or, in relation to items that are merely for information purposes, a report of the competent bodies, commenting on each one of those points. Any proposed resolutions presented by shareholders will also be included, as and when they are received.

- In the case of appointment, ratification or re-election of members of the Board of Directors, the identity, the curriculum vitae and the category to which each one belongs, as well as the proposal, the justifying report from the board which evaluates the competence, experience and merits of the proposed candidate and a report from the Nominations and Remuneration Committee in cases of appointment or re-election of non-independent Directors. In the case of a legal entity, the information must include that relating to the individual to be appointed to discharge the duties of the post on an ongoing basis.

- The forms that must be used for proxy and remote voting, unless they are sent directly by the Company to each shareholder. If they cannot be published on the website for technical reasons, the Company must indicate on the website how to obtain paper versions of the forms, which it must send to all shareholders who request same.

3. In particular, as from publication of the official meeting notice of the General Meeting which is to proceed with the approval of the annual accounts, any shareholder may obtain from the Company, immediately and free of charge, at the registered address, the annual accounts, management report and both individual and consolidated auditors' reports, as the case may be. The said documentation shall be made available to shareholders on the Company's website as from the publication date of the official meeting notice and at least up until the day of holding of the General Meeting which is to approve them.

4. Furthermore, until the fifth day prior to the date scheduled for holding the General Meeting, shareholders may request in writing from the Board of Directors, concerning the business included on the agenda, such information or clarifications as they deem necessary or formulate such questions as they deem pertinent. Likewise, and within the same period, they may request information or clarifications or formulate questions in writing concerning the information accessible to the public which has been furnished by the Company to the Spanish Securities Market Commission (Comisión Nacional del Mercado de Valores) since the holding of the last General Meeting and concerning the auditor's report.

The Board of Directors shall furnish the requested information referred to in the preceding paragraph in writing up to the day the General Meeting is held.

5. During the holding of the General Meeting, shareholders may verbally request such information or clarifications as they deem appropriate concerning the business included on the agenda and, in the event it is not possible to satisfy the shareholder's right at that time, the Board of Directors shall furnish such information in writing within seven (7) days following the end of the General Meeting.

6. It is the Board of Directors' obligation, which it may fulfil through the Company's management personnel, and through any employee or expert on the subject matter in the act of the General Meeting, to furnish the shareholders with the information requested in accordance with sections 3 and 4, supra, except in cases where such request is legally incorrect or such information is not necessary for the protection of the rights of the shareholder, or there are objective reasons to believe that it could be used other than for corporate purposes, or its publication would be damaging to the Company or related companies. This exception shall not apply when the request is supported by shareholders who represent, at least, one quarter (1/4) of the share capital.

7. Valid requests for information or clarification or questions made in writing, and the directors' answers provided in writing, shall be included on the company's website.

8. When, prior to the formulation of a specific question, the information requested is available in a clear, express and direct manner to all shareholders on the Company's website in question and answer format, the directors may limit their answer to referring to the information provided in that format.

9. The Company will, at all times, ensure equal treatment of all shareholders in the same position, as regards information, participation and exercise of voting rights at the General Meeting.

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ARTICLE 10.- PROXY TO ATTEND THE GENERAL MEETING

1. Notwithstanding the attendance of legal entity shareholders through the appropriate legal proxy, any shareholder entitled to attend may have himself represented at the General Meeting by another person, even if the latter is not a shareholder.

2. Representation by proxy is always revocable. As a general rule, the latest action carried out by the shareholder prior to holding the General Meeting shall be deemed to be valid. In any case, personal attendance by the grantor at the General Meeting shall have the effect of revoking the proxy.

3. The proxy must be granted on a special basis for each General Meeting, in writing, or through means of remote communication that properly guarantee the power of representation conferred and the identity of the representative and the grantor and the security of any electronic communications.

4. In the case of representation granted through remote communication means, it only shall be deemed valid if via:

- (a) postal correspondence, sending to the Company the attendance card issued by the entity in charge of book-entry registrations, duly signed and filled out by the shareholder, or other means in writing authorized by the Board of Directors by prior resolution adopted to those effects, which properly guarantees the conferred power of representation and the identity of the representative and the grantor; or
- (b) electronic remote communication means which properly guarantees the conferred proxy and the identity of the representative and the grantor. The proxy thus granted shall be valid when the electronic document conferring the proxy includes the legally recognized electronic signature used by the grantor or another type of signature which, by previous agreement adopted to these effects, is authorized by the Board of Directors, provided that such type of signature properly guarantees the identity of the grantor.

5. In order to deem valid the proxy granted through any of the remote communication means referred to in the previous sections (a) and (b), the Company shall receive the said proxy at least five (5) days in advance of the date of holding of the

Meeting at first call. The Board of Directors may reduce such period of prior notice to the twenty-four hours of the working day preceding the date of holding of the Meeting at first call, giving it the same publicity as the call announcement.

6. Documents containing proxies for the General Meeting shall include at least the following mentions:

- (a) Date of holding of the General Meeting and its agenda.
- (b) Identity of grantor and representative. In the case that these details are not specified, it shall be understood that the proxy has been granted, indistinctly, in favour of the Chairman of the Board of Directors, Chief Executive Officer or the Secretary of the Board of Directors, or in favour of any member of the administrative body who, to these effects, is determined on a special basis for each convening.
- (c) Number of shares owned by the shareholder granting the proxy.
- (d) Instructions as to the nature of the vote by the represented shareholder on each of the items on the agenda. Notwithstanding the above, if the proxy has been validly granted in accordance with the applicable legal provisions and pursuant to these Regulations, but there are no voting instructions or doubts arise concerning the recipient or scope of the proxy, it shall be understood, unless otherwise expressly indicated by the shareholder, that (i) the proxy is made, pursuant to paragraph b) of this section and if it has not been specially determined in each call notice, in favour of the Chairman of the Board of Directors; (ii) it refers to all the items on the agenda included in the notice of call of the General Meeting; (iii) the shareholder wishes to vote in favour of all the proposals put by the Board of Directors regarding the items on the agenda included in the notice of call; and (iv) regarding resolutions on any items not on the agenda included in the notice of call, it shall be understood that authorization is given for such items to be discussed at the General Shareholders' Meeting, provided that this is admissible by law, and that the proxy will vote as it deems most favourable in the interest of its principal.

7. The Chairman of the General Meeting is empowered to determine the validity of proxies granted and compliance with the General Meeting attendance requisites, having the power to delegate this duty to the Secretary.

8. In cases in which a public request for proxy has been formulated in accordance with the provisions of article 526 of the Spanish Capital Companies Act (Ley de Sociedades de Capital), the rules contained in the Spanish Companies Act and its implementing regulations shall apply. In particular, the document containing the proxy shall indicate the way in which the representative will vote, in the event that precise instructions are not given, as well as the mentions established in the previous sections. Furthermore, the restriction on exercise of voting rights established under article 526 of the Spanish Capital Companies Act (Ley de Sociedades de Capital) shall apply to the Director who obtains the public proxy.

9. The power of representation is construed without prejudice to the provisions of the law for cases of family representation and granting of general powers of attorney.

10. In accordance with the provisions of article 521.2 of the Spanish Capital Companies Act (Ley de Sociedades de Capital) and of article 24 of the Bylaws, remote exercise of voting rights shall include, in particular, any or all of the following:

- Real-time broadcast of the General Meeting.
- Two-way communication in real time to enable shareholders to address the General Meeting from a place other than that where it is being held.
- A mechanism for voting prior to or during the General Meeting with no need for appointment of a proxy to be physically present at the Meeting.

11. The provisions of the preceding paragraph will also apply to the notice of revocation of the appointment of a proxy. The Company will establish the scheme for electronic notice of the appointment, with the formal requirements necessary and appropriate to guarantee identification of the shareholder and the proxy or proxies it appoints and the security of any electronic communications.

12. The proxy may represent more than one shareholder, with no limit on the number of shareholders represented. When a proxy represents multiple shareholders, it may cast conflicting votes based on the instructions given by each shareholder. In any event, the number of shares represented will be included when determining the valid constitution of the General Meeting.

13. Before being appointed, the proxy must advise the shareholder in detail as to whether a conflict of interest exists, in accordance with article 523 of the Spanish Capital Companies Act (Ley de Sociedades de Capital). If a conflict arises subsequent to the appointment and the shareholder conferring the proxy has not been advised of its possible existence, it must be advised immediately. In both cases, if new instructions necessary for each of the matters in respect of which the proxy is to vote on behalf of the shareholder have not been received, the proxy must refrain from casting a vote.

14. If the Company Directors, or another person on behalf or in the interest of any of them, make a public proxy solicitation, the Director obtaining the proxy may not exercise the voting rights corresponding to the shares for which the proxy is granted regarding those points of the agenda in respect of which there is a conflict of interests, unless it has received precise voting instructions from the principal for each of those points, it being considered, to that effect, that instructions exist in the case indicated in paragraph 6.d) above, in accordance with the provisions of article 526 of the Spanish Capital Companies Act (Ley de Sociedades de Capital).

15. A financial intermediary may, on behalf of its customers/shareholders that confer a proxy on it, cast conflicting votes in fulfilment of different voting instructions. To do so, it must advise the Company of how it will cast its vote. In this respect, intermediaries that receive proxies must provide the Company, within the seven (7) days prior to the date set for the General Meeting, with a list indicating the identity of each customer, the number of shares in respect of which it exercises voting rights on the customer's behalf, and the voting instructions, if any, received by the intermediary.

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ARTICLE 17.- RIGHT TO INFORMATION DURING THE DEVELOPMENT OF THE GENERAL MEETING

1. During the period of interventions, any shareholder may verbally request such information or clarifications as he deems necessary concerning the business included on the agenda. For such purpose, he must previously identify himself in accordance with the provisions of article 16, *supra*.

The Board of Directors shall be required to furnish the information requested pursuant to the preceding paragraph except in cases in which the information is not necessary for protection of the rights of the shareholder, or there are objective reasons to believe that it could be used other than for corporate purposes, or its publication would be damaging to the Company or related companies. This denial of information shall not apply when the request is supported by shareholders who represent, at least, one quarter (1/4) of the share capital.

2. When, prior to the formulation of a specific question, the information requested is available in a clear, express and direct manner to all shareholders on the Company's website in question and answer format, the directors may limit their answer to referring to the information provided in that format. The information or clarification requested shall be furnished by the Chairman or, as the case may be, by order of the latter, by the Chief Executive Officer, the Chairmen of the Board Committees, the Secretary, any Director or, if appropriate, any employee or expert on the subject matter. The Chairman shall determine in each case, and depending on the information or clarification requested, whether it is more propitious for the procedure of the General Meeting to provide the responses individually or pooled together by subject matters.

3. In the event that it is not possible to satisfy the shareholder's right in the act of the General Meeting, the Board of Directors shall furnish the requested information to the interested shareholder in writing within seven (7) days following the end of the General Meeting.

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ARTICLE 19.- VOTING OF RESOLUTIONS

1. Once the matter has been sufficiently debated in the judgment of the Chairman, he shall submit it to voting. The Chairman shall be responsible for establishing the system of voting he deems most appropriate and directing the applicable process, adjusting, as the case may be, to the rules of development contemplated in these Regulations.

2. The process for adopting resolutions shall be developed in following the agenda contemplated in the meeting notice, starting with the proposals presented by the Board of Directors. If proposals have been formulated on matters on which the General Meeting may resolve without being reflected on the agenda, the Chairman shall decide on the order in which they shall be submitted to voting.

3. Each one of the agenda items shall be submitted to voting separately. Furthermore, those matters which are substantially independent shall be voted on

separately, in particular, even if they appear in the same item on the agenda, separate votes must be held for the appointment, ratification, re-election or removal of Directors, which must be voted on individually, as well as in the case of amendments to the Bylaws, each article or group of articles which are self-contained or those matters where the Bylaws of the Company so provide.

4. The same rules contemplated in the above paragraph shall apply to voting on the proposals formulated by shareholders that are not reflected on the agenda. In any case, once a proposed resolution has been approved, all others relating to the same matter and which are incompatible therewith shall be automatically repealed without, therefore, proceeding to submit them to voting.

5. It shall not be necessary for the Secretary to previously present or read those proposed resolutions whose texts have been made available to the shareholders prior to the General Meeting, except when, for any or all of the proposals, whether in whole, or in part, it is so requested by any shareholder or otherwise deemed appropriate by the Chairman. In any case, the attendees will be apprised of the agenda item to which the proposed resolution submitted to voting refers.

6. As a general rule, in order to favour the development of the General Meeting and starting from the basis that it is presumed that any shareholder who absents himself prior to voting, without leaving a record of his abandonment and the agenda item during which it takes place, grants his favourable vote to the proposals presented or assumed by the Board with respect to the items included on the agenda, the voting of resolutions shall be carried out pursuant to the following procedure and determination of voting:

(a) When addressing resolutions on business included on the agenda, the following shall be deemed to be favourable votes to the proposals made or assumed by the Board: those pertaining to all of the shares participating at the meeting, present or represented, as per the attendance list, minus: 1) any votes which pertain to shares whose owners or proxyholders have informed the Secretary -or the personnel ordered thereby for such purpose- of their abandonment of the meeting prior to the voting in question; 2) votes against; 3) abstentions; 4) blank votes, if any.

For the purposes of voting, the Chairman shall ask for votes against and thereafter for votes in favour, with the declaration of abstentions thereby resulting unnecessary.

With respect to blank votes, they shall only be taken into account when the shareholder who so wishes expressly requests this, and the Chairman should not raise any question in this respect.

(b) When addressing resolutions on business not included on the agenda or proposals not assumed by the Board, the following shall be deemed to be votes against: those pertaining to all of the shares participating in the meeting, present or represented, as per the attendance list, minus: 1) votes which pertain to shares whose owners or proxyholders have informed the Secretary -or the personnel ordered thereby for such purpose- of their abandonment of the meeting prior to the voting in question; 2) votes in favour; 3) abstentions; 4) blank votes, if any.

For the purposes of voting, the Chairman shall ask for votes in favour and thereafter for votes against, with the declaration of abstentions thereby resulting unnecessary.

With respect to blank votes, they shall only be taken into account when the shareholder who so wishes expressly requests this, and the Chairman should not raise any question in this respect.

7. A communication of abandonment of the meeting by a shareholder to the Secretary -or to the personnel ordered thereby for such purpose- shall be made in writing, signed by the shareholder or his proxyholder, indicating the number of own or represented shares and the agenda item prior to the voting from which the abandonment takes place. For the above purposes, the card may be used which, as the case may be, was handed to the shareholder or proxyholder upon registering for the attendance list in order to provide for voting in writing.

8. Notwithstanding the provisions of section 6, supra, if the Chairman deems it more appropriate he may establish any other system of voting which records the obtaining of the favourable votes that are necessary for approval and which leaves a record in the minutes of the result of the voting. In any case, and no matter the system of voting employed, shareholders who so desire may record in the minutes their opposition to the resolution, which, if the voting has not been carried out verbally, must be done by means of express declaration before the Secretary and the Notary Public, if the latter attends in order to take the General Meeting minutes.

9. If two shareholders have not been previously designated by the General Meeting in order to carry out the vote count, the Chairman and the Secretary shall be responsible for carrying it out.

10. As long as it is legally possible and, in the Board of Directors' judgment, there are the necessary guarantees of transparency and security, the split of votes shall be permitted, so that financial intermediaries legitimated as shareholders but acting as nominees on behalf of different clients may split their votes in conformity with the instructions of such clients.

11. Likewise, in accordance with the provisions of the Company's Bylaws, the exercise of the right to vote on proposed resolutions pertaining to the items included on the agenda may be delegated or exercised by the shareholder by postal, electronic correspondence or any other remote communication means, provided that, for such cases, the Company has established procedures which duly guarantee the identity of the subject exercising his right to vote and a record of the identity and status (shareholder or proxyholder) of the voters, the number of shares with which he is voting and the direction of the vote or, as the case may be, the abstention.

In any case, the procedures established for exercising delegation rights or voting through remote communication means, shall be published in the notice of the General Meeting and on the Company's website.

ARTICLE 20.- ADOPTION OF RESOLUTIONS AND END OF GENERAL MEETING

1. Each voting share, present or represented at the General Meeting, gives the right to issue one vote.

Notwithstanding the foregoing, the shareholders may not exercise the voting right pertaining to their shares where, in relation to the resolution to be adopted, they are subject to any of the grounds of conflict of interest envisaged in article 190.1 of the Spanish Capital Companies Act.

The Meeting resolutions shall be adopted by a simple majority of the votes of shareholders present at the meeting in person or by proxy, a resolution being understood to have been adopted when it obtains more favourable than unfavourable votes of the capital present in person or by proxy. Exception is made in cases for which the law or the Bylaws stipulate a higher majority.

In particular, in the case provided under section two, article 194 of the Spanish Capital Companies Act (*Ley de Sociedades de Capital*), if the capital present in person or by proxy is more than fifty percent of the subscribed capital with voting rights, it shall be sufficient for the resolution to be adopted by absolute majority. However, the favourable vote of two thirds of the capital present in person or by proxy at the meeting shall be required when on second call shareholders representing twenty-five percent or more but less than fifty percent of subscribed capital with voting rights are present.

2. For each resolution submitted to vote at the General Meeting, at least the following must be determined: the number of shares in respect of which valid votes have been cast, the proportion of share capital represented by those votes, the total number of valid votes, the number of votes for and against each resolution and, where applicable, the number of abstentions.

3. Approved resolutions and the results of votes will be published in their entirety on the Company's website within the five (5) days following the end of the General Meeting.

4. The Chairman shall declare the resolutions to be approved when he has a record of the existence of sufficient favourable votes to reach the required majority in each case, without prejudice to the declarations which the attending shareholders may make, as the case may be, in respect of the direction of their vote.

5. Once the treatment of the various agenda items and those which may be legally proposed without having been included thereon has concluded, the Chairman shall adjourn the meeting.

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Madrid, July 2, 2015

Amadeus IT Holding, S.A.