

2017 ANNUAL REPORT OF THE AUDIT COMMITTEE OF THE BOARD OF DIRECTORS OF AMADEUS IT GROUP, S.A. CONCERNING THE INDEPENDENCE OF THE EXTERNAL AUDITORS

As per the new wording given by Law 22/2015, of July 20 (Audit Law), Article 529 quaterdies of the Spanish Capital Companies Act, and Article 42 of the By-laws of the Company, there is a requirement that the Audit Committee prepares an annual report in which an opinion is expressed on the independence of the auditors, as well as a justified assessment of each and all non-audit services rendered, considered both individually and as a whole.

The Audit Committee of the Board of Directors, at the meeting held on February 26, 2018, chaired by Mr. David Webster and attended by all of its members, has approved this 2017 Annual Report of the Audit Committee concerning the independence of the external Auditors and additional non-audit services rendered, for submission to the Company's Board of Directors.

External Auditors of the Company

As per the proposal of the Board of Directors and following the endorsement of the Audit Committee, the General Shareholders' Meeting held on June 15, 2017, appointed DELOITTE, S.L., registered with the Official Register of Auditors under number S-0692, as the Company's Auditors in order to perform the audit of the individual and consolidated annual accounts of the Company and its Group of companies for the fiscal year ended as of December 31, 2017.

With this renewal for fiscal year 2017, this marks the twelfth year of the audit firm DELOITTE, S.L. as external auditor of the Company and its consolidated Group.

In accordance with the current legislation in force, this Audit Committee has received the written confirmation of the auditors DELOITTE, S.L. of its independence vis-à-vis the Company and its Group of companies, as well as the list of additional non-audit services rendered by said auditors or by entities related thereto during fiscal year 2017 and which are detailed below:

Amadeus IT Group, S.A. (consolidated)

Description	Deloitte (in kEUR)
Audit services (recurrent)	2,377
Other assurance services	814
Tax related services	1,012
Other services	187
Total	4,390

Amadeus IT Group, S.A. (stand-alone)

Description	Deloitte (in kEUR)
Audit services (recurrent)	662
Other assurance services	723
Tax related services	195
Other services	176
Total	1,756

The breakdown of each of the non-audit services is as follows:

Other assurance services

- Report on Agreed upon Procedures (AUP) in connection with the internal control over financial reporting (ICFR).
- Review of compliance with the Regulations for the implementation of the Organic Law on Personal Data Protection (LOPD).
- Review of internal control systems under standard audit SSAE18 for Loyalty Systems (ALMS) of airlines, Community Systems, and Agency Manager (AGM).
- Review of internal control systems under standard audit SSAE18 for South West Airlines (SWA) and Intercontinental Hotel Group (IHG).
- Report on Agreed upon Procedures (AUP) in connection with distribution activities in India, for the period ended as of March 31, 2017.
- Financial Covenants compliance.
- ISAE 3000 report for the purpose of article 12.1 of CRS Code of Conduct (ownership structure and governance model).
- Advisory and audit services on energy costs (electricity) of the data processing center in Erding.
- Limited review half-year financial statements 2017 (IAS 34).
- Comfort letters related to the updating of €2,400 million Programme EMTNs, Amadeus Capital Markets, SAU and Amadeus IT Group, S.A. and updating of STEP Programme concerning Commercial Paper (ECPs).

Tax related services

- Transfer Pricing in different tax jurisdictions.
- Review/preparation of tax returns related to Corporate Income Tax, VAT and Personal Income Tax (tax compliance) in different tax jurisdictions
- Advisory and analysis of R&D tax credits in different tax jurisdictions
- General tax advice in different tax jurisdictions.

Other services

- Advisory services for the extension of SAP model to other sites and business functions and its impact on SAP GRC*.
- Activation of the configuration of SAP GRC Policy Management.
- Assistance and advice in the design and implementation of the Global Finance Template (GFT) with the objective of implementing a homogenous operating model for the financial function.
- Assistance on the Internal Business Continuity, Crisis Management and Disaster Recovery Program.
- Other service advice out of Spain.

** Governance, Risk & Compliance*

The complex nature of the non-audit services requires that such services be rendered by qualified professionals with extensive experience and a vast international network enabling multinational corporate groups to receive consistent, high-quality services, with reasonable hourly fees, regardless of what country the services are being provided in or what Group company is receiving such services.

The economies of scale that can be created from in-depth knowledge of the Group's activities and of the relevant sector allow for cost efficiencies, efficient assignment of group resources and greater flexibility in managing external resources.

Deloitte and its related entities form a multidisciplinary group that integrates a vast international network of offices worldwide and that works with a select group of professionals having extensive experience in both local and international matters, thus making the Deloitte Group an ideal candidate for rendering non-audit services. This combined with the fact that Deloitte is already familiar with Amadeus' business as a result of its audit services rendered allows Amadeus to achieve the aforementioned economies of scale.

Notwithstanding the above, Deloitte and its related entities assess all services rendered to verify that such services present no conflicts of interest vis-à-vis its audit activities as well as to make certain that the services rendered will under no circumstances put the auditor's independence at risk.

The Audit Committee, in the session held on February 22, 2017, pre-approved the non-audit services expected for the year 2017. In addition, in the meeting held on November 2, 2017, the Audit Committee approved the non-audited services already pre-approved as well as the remaining services rendered or to be rendered before year-end.

The general reasoning above holds individually for each of the services provided.

Services considered as "Other assurance services" are in many cases closely related to the audit services and often supplement and partially support the ordinary audit work and, therefore, given the external auditors' knowledge of the business and with a view to avoiding duplicate efforts, are entrusted to said external auditors, to the extent that no conflict of interest may arise. Furthermore, the external auditor is legally required in some cases to provide certain verification activities (ICFR and half-year review of

financial statements) as well as, in some cases, are required due to commitments held vis-à-vis third parties (financial covenant testing).

The “Tax related services” include preparing and reviewing tax returns in certain countries (in particular in those countries where we lack internal professional skills) as well as, in particular, “transfer pricing” services, for which certain common standards must be applied to all group subsidiaries to ensure that the information prepared is uniform; it is in this area in particular that the availability of a vast international network is beneficial. The globalization and increasing complexity of tax issues require a collective and consistent solution across different tax jurisdictions, thus making knowledge of the company’s business and tax practices key priorities when selecting a service provider.

Deloitte and its related entities is one of the various multidisciplinary groups providing tax advice services to the Amadeus Group in several different countries. They have been selected to provide tax advice services because they have qualified professionals appropriate for the service being rendered and in most cases because they offer cost-effective services.

Finally, Deloitte is able to provide “Other services” without incurring extra costs taking advantage of the aforementioned economies of scale thanks to its knowledge of Amadeus’ internal systems.

Having reviewed this and once the additional services described above have been discussed with the Management team of the Company, this Audit Committee concludes that, to the best of its knowledge and belief, the independence of the external auditors DELOITTE, S.L., for purposes of the issuance of its auditors’ report on the individual and consolidated annual accounts of the Company for the fiscal year ended as of December 31, 2017, is not compromised.

Madrid, February 26, 2018
