

“HÜRRİYET GAZETECİLİK VE MATBAACILIK A.Ş.

LETTER FROM THE BOARD OF DIRECTORS

Our Board of Directors has called and invited the General Assembly of Shareholders of our Company for its annual ordinary meeting at the Company headquarters at the address of Hürriyet Medya Towers, Güneşli / Istanbul at 09:00 hrs on Friday, March 20th, 2009, in order to discuss and decide on the following agenda items.

Our shareholders who have already dematerialized their shares in the files of the Central Registration Repository (CRR) and who wish to attend the General Assembly meeting are required to be personally registered and recorded in the “General Assembly Blocking List” by no later than 17:00 hrs on Wednesday, March 18th, 2009, in accordance with the general assembly blocking procedures determined by CRR. Accordingly, our shareholders who fail to submit and deliver to the authorized officers before the General Assembly meeting a “general assembly blocking letter” to be delivered by CRR to our shareholders who are personally registered and recorded in the “General Assembly Blocking List” will unfortunately not be allowed to use their rights to speak and vote in the meeting.

As also stated in the General Letter no. 294 of CRR, pursuant to the provisions of Temporary Article 6 of the Capital Markets Law, only our shareholders who have dematerialized their share certificates and who submit and deliver a “general assembly blocking letter” before the General Assembly meeting will have the right and be allowed to attend the General Assembly meeting and use their shareholding rights therein.

Our shareholders who will not be able to attend the General Assembly meeting in person are required to issue and grant a power of attorney in the following format and to fulfill and complete other requirements and conditions specified by the Communiqué, Serial IV No. 8, of the Capital Markets Board published in the Official Gazette edition 21872 on 09.03.1994 and to submit a notary-certified copy thereof

“General Assembly Information Document”, “General Assembly Participation Procedure” and power of attorney will also be made available at the website address www.hurriyetkurumsal.com of our Company as from the same February 26th, 2009.

Presenting such information to the attention of our shareholders, we remain

Truly yours,

Hürriyet Gazetecilik ve Matbaacılık A.Ş.
Chair of Board of Directors

AGENDA:

1. Election of Presedential Board.

According to the conditions of the Turkish Commercial Law and the Ministry of Trade Regulation, the president and the council to direct the Extraordinary Assembly will be elected.

2. To delegate the presedential board the right to sign the minutes of meeting.

According to the conditions of the Turkish Commercial Law and the Ministry of Industry and Trade Regulation, for the arranging the reports of the decisions taken in the Extraordinary Assembly the authorisation will be given to the Presidency Council.

3. In line with Article 30 of our Articles of Incorporation; to delegate the Board of Directors with the right to decide and approve giving mortgage, pledge, guarantee upto 50% of our asset size for third parties, based on the last balance sheet announced and prepared in accordance with Capital Market Board Regulations, Capital Market Board and Istanbul Stock Exchange applications for the period 01.01.2008-30.09.2008 until the General Assembly to be held to review 2008 results and transactions.

4. Wishes.

POWER OF ATTORNEY

TO THE CHAIRPERSON OF THE BOARD OF DIRECTORS, HÜRRİYET GAZETECİLİK VE MATBAACILIK INC.

I hereby appoint _____ as proxy to represent me to cast votes for determination of articles in the agenda and to sign necessary documents at the Regular Extraordinary Assembly Meeting of Hürriyet Gazetecilik ve Matbaacılık A.Ş. which I am a shareholder of, to be held on March 20, 2009 at 09:00 am at Evren Mahallesi, Gülbahar Caddesi, Hürriyet Medya Towers, Güneşli/İstanbul

A) EXTENT OF PROXY

- a) The proxy is empowered to vote for all agenda items at his/her discretion.
- b) The proxy is empowered to vote for agenda items in keeping with the following guidance:

Guidance: (Enter specific guidance)

- c) The proxy is empowered to vote as recommended by the company management.
- d) The proxy is empowered to vote in keeping with the following guidance for other matters that may come up during the meeting. (The proxy will vote at his/her discretion in the absence of any guidance.)

Guidance: (Enter specific guidance)

) SHARE CERTIFICATE HELD BY THE SHAREHOLDER

- a) Batch and series :
- b) Serial number :
- c) Quantity and nominal value :
- d) Preferred vote or not :
- e) Registered / payable to holder :

NAME, LAST NAME, AND TITLE OF SHAREHOLDER

SIGNATURE

ADDRESS

Note: Select one of the options (a), (b) and (c) in Part (A).
Enter guidance for (b) and (d).