

HÜRRİYET GAZETECİLİK VE MATBAACILIK A.Ş.

ORDINARY GENERAL ASSEMBLY MEETING AGENDA DATED MARCH 30, 2015

1. Opening and election of the Meeting Board.
2. Giving the Meeting Chairman authorization regarding signing of the minutes of the meeting.
3. Reading, discussing and submitting Board of Directors Activity Report for the 2014 financial year for approval.
4. Reading, discussing and submitting Independent Auditing Firm Opinion for the 2014 financial year for approval.
5. Reading, discussing and submitting financial statements for the 2014 financial year for approval.
6. Relieving each Board of Directors Members and managers individually due to 2014 financial year activities, actions and accounts.
7. Reading, discussion and approval of the proposal of the Board of Directors to not to distribute dividend for 2014 financial year
8. Determining the amount of Board of Directors members and their period of office and appointing Board of Directors members to serve for the period that shall be determined
9. Notifying partners on "Wages Policy" determined for Board of Directors members and top management prior to submitting to General Meeting for approval and making a decision.
10. Determining the wages of the Board of Directors members which shall be paid during their period of office.
11. Discussing and submitting selection of Independent Auditing Firm by Board of Directors in accordance with Turkish Trade Law and Capital Market Board regulations to approval.
12. In accordance with the Articles of Association, discussing and submitting a top limit for aids and donations made until the ordinary general meeting where activities and accounts for the 2015 financial period shall be discussed for approval.
13. Discussing and submitting authorizing Board of Directors regarding issuing capital market instruments (including warrants) stating indebtedness up to the amount allowed by Turkish Trade Law, Capital Market Law, Capital Market Statutes and relevant Statutes with the permission of Capital Market Board until the ordinary general meeting where activities and accounts for the 2015 financial period shall be discussed for approval.
14. In accordance with the Articles of Association, discussing and submitting providing dividend advance payments up to the amount permitted by Turkish Trade Law, Capital Market Law, Capital Market Statutes and relevant statutes and authorizing Board of Directors regarding determining the time and conditions for approval.
15. Submitting authorization of Board of Directors Members for carrying out works and actions written in items 395 and 396 of Turkish Commercial Code to shareholders for approval.
16. Informing shareholders regarding important transactions made in the scope of shareholders, Board of Directors Members, managers with administrative responsibilities and their relatives by blood and marriage up to second degree, which may create a conflict of interest with partnership or affiliates and/or and partnership or affiliate having a transaction of commercial work which is the subject of management or vicariously or entering another partnership with the title of partner with unlimited liability without submitting to General Meeting for voting and finalizing.

- 17.** Providing information regarding donations made to foundations, associations, public organizations and institutions for the purpose of social welfare during the 2014 financial period of the company in the scope of Capital Market Statutes without voting and finalizing at General Meeting.
- 18.** Informing shareholders regarding not providing and income or benefits to third persons by securities, pledges, liens and sureties without being voted and finalized by General Meeting.