

**HÜRRİYET GAZETECİLİK VE MATBAACILIK A.Ş.**  
**RESOLUTION OF THE BOARD OF DIRECTORS**

**Resolution Date** : 07.03.2016  
**Resolution No.** : 2016/09  
**Signatories** : Vuslat SABANCI (Chairperson)  
Yahya ÜZDİYEN (Vice Chairperson)  
Ahmet TOKSOY (Member)  
Çağlar GÖĞÜŞ (Executive Member)  
Ahmet ÖZER (Member)  
Ahmet Nafi DALMAN (Member)  
Kai Georg DIEKMANN (Member)  
Béatrice de Clermont TONNERRE (Independent Member)  
Gündüz KÖSEMEN (Independent Member)

The resolution herein is signed by the members of the Board of Directors within the framework of the provisions of Article 390/IV of Turkish Commercial Code.

As a result of evaluation by Our Boards of Directors the applications of Ms. Béatrice de Clermont TONNERRE and Mr. Gündüz KÖSEMEN who have filed to our Company for election as independent directors in accordance with the provisions of the II-17.1 “Communiqué on Corporate Governance” of the Capital Markets Board (Communiqué) and the relevant report of Corporate Governance Committee which has assumed the duties of Nomination Committee according to the Communiqué by our Board Resolution dated 20.04.2015, it is hereby resolved that a public disclosure be issued stating that Ms. Béatrice de Clermont TONNERRE and Mr. Gündüz KÖSEMEN are going to be nominated as independent directors in the Annual Ordinary Meeting of the General Assembly of Shareholders to be held on March 29th, 2016.

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Vuslat SABANCI  
(Chairperson)

Yahya ÜZDİYEN  
(ViceChairperson )

Ahmet TOKSOY  
(Member)

Çağlar GÖĞÜŞ  
(Member)

Ahmet ÖZER  
(Member)

Ahmet Nafi DALMAN  
(Member)

Kai Georg DIEKMANN  
(Member)

Béatrice de Clermont TONNERRE  
(Independent Member)

Gündüz KÖSEMEN  
(Independent Member)