



**HÜRRİYET GAZETECİLİK VE MATBAACILIK A.Ş.**  
**Disclosure Regarding General Assembly Procedures**

CENTRAL SECURITIES DEPOSITORY  
ISTANBUL

## Disclosure Regarding General Assembly Procedures

Summary Information	Call for Ordinary General Assembly Meeting
Is the Disclosure an Update?	No
Is the Disclosure a Correction?	No
Is the Disclosure a Deferred Disclosure?	No

### General Assembly Call

General Assembly Type	Ordinary General Assembly
Start Date of Fiscal Period	01.01.2019
End Date of Fiscal Period	31.12.2019
Date of Decision	03.03.2020
General Assembly Date	30.03.2020
General Assembly Hour	11:00 AM
Deadline for becoming a Shareholder for Attending the General Assembly	29.03.2020
Country	Turkey
City	ISTANBUL
District	BAĞCILAR
Address	100. Yıl Mahallesi 2264. Sokak No:1 Bağcılar/Istanbul

### Agenda Items

- 1 - Opening, and formation of the Meeting Council.
- 2 - Authorization of the Meeting Council to sign the Meeting Minutes.
- 3- Reading and discussing the Board of Directors Activity Report for the fiscal period from January 1, 2019 to December 31, 2019, and submitting it for approval.
- 4- Reading and discussing the Opinion of the Independent Audit Firm for the fiscal period from January 1, 2019 to December 31, 2019, and submitting it for approval.
- 5- Reading and discussing the Financial Statements for the fiscal period from January 1, 2019 to December 31, 2019, and submitting them for approval.
- 6- Releasing the Board Members and managers, respectively, with respect to the activities, transactions and accounts for the fiscal period from January 1, 2019 to December 31, 2019
- 7- Within the framework of the Company's "Dividend Distribution Policy", reading, discussing, and presenting for approval, the Board of Directors' suggestion of not to distribute dividends.
- 8- Informing the shareholders of the fact that, as per the "Remuneration Policy", no payment is made to Board Members and senior executives, without voting and resolving on the same in the General Assembly.
- 9- Determination of the remuneration to be paid to the Board Members during their terms of office.
- 10- Discussing and submitting for approval the proposal of the Board of Directors concerning the election of an Independent Audit Firm within the scope of the Turkish Commercial Code and the regulations of the Capital Markets Board.
- 11- Discussing and submitting for approval the setting of an upper limit for aids and donations and authorization of the Board of Directors, as per the Company's Articles of Association, until the ordinary general assembly meeting where the activities and accounts of the fiscal period from January 1, 2020 to December 31, 2020 will be discussed.
- 12- Discussing and submitting for approval the authorization of the Board of Directors with respect to issuance of capital market instruments representing indebtedness (including warrants) as permitted by the Capital Markets Board and limited to the amount allowed under the Turkish Commercial Code, Capital Market Law, Capital Market Legislation and the related legislation, as well as the determination of the time and conditions of such issuance, until the ordinary general assembly meeting where the activities and accounts of the fiscal period from January 1, 2020 to December 31, 2020 will be discussed.
- 13- Discussing and submitting for approval the authorization of the Board of Directors with respect to distribution of advance on dividend, limited to the amount allowed under the Turkish Commercial Code, Capital Market Law, Capital Market Legislation and the related legislation, as well as the determination of the time and conditions of such distribution, in line with the Company's Articles of Association.
- 14- Submission to the approval of the shareholders of the matter regarding the authorization of the Board Members to perform the acts and transactions set out under articles 395 and 396 of the Turkish Commercial Code.
- 15- Without submitting it to voting and resolving on it in the General Assembly; informing the shareholders of the transactions which are performed by the shareholders who hold the management control, the Board Members, executives with administrative responsibilities and their spouses and relatives by blood or marriage up to second degree kinship, which are material to the extent that can cause a conflict of interest with their partnerships or subsidiaries and/or performance by the same, on their own or someone else's account, of a commercial transaction of a kind that falls within the scope of business of their partnerships or subsidiaries, or their participation, as a shareholder with unlimited liability, in another partnership dealing with the same line of business.
- 16- Without submitting it to voting and resolving on it in the General Assembly; providing information on donations made for the purposes of social aid, to foundations, associations and public agencies and institutions, in the Company's fiscal period from January 1, 2019 to December 31, 2019, within the framework of the Capital Market Legislation and related regulations.
- 17- Without submitting it to voting and resolving on it in the General Assembly; informing the shareholders of the fact that no revenue or benefit has been obtained from securities, pledges, mortgages and surety-ships provided in favor of third parties.

### Items in the Agenda regarding Exercise of Rights

## Dividend Distribution

### 1 Documents regarding the Call for the General Assembly

<b>ANNEX: 1</b>	30 MART 2020 GK Bilgilendirme Dökümanı.pdf - General Assembly Information Document
<b>ANNEX: 2</b>	HGMAŞ Olağan Genel Kurul Çağrı İlan Metni.pdf - Announcement Text
<b>ANNEX: 3</b>	Hürriyet Gazetecilik ve Matbaacılık A.Ş. 31122019 FR.pdf - Other General Assembly Call Document
<b>ANNEX: 4</b>	Hürriyet Gazetecilik ve Matbaacılık A.Ş. 31122019.pdf - Other General Assembly Call Document
<b>ANNEX: 5</b>	HURGZ 31122019 Kar Dağıtım Tablosu.pdf - Other General Assembly Call Document

### Additional Disclosures

Our Company's Ordinary General Assembly for the fiscal period from January 1, 2019 to December 31, 2019 shall convene on Monday, March 30, 2020 at 11:00 AM at the Company's principal office the address 100. Yıl Mahallesi 2264. Sokak No:1 Bağcılar/Istanbul to discuss and resolve on the agenda items. The Announcement Text of the Call for Ordinary General Assembly, which will be published on the Turkish Trade Registry Gazette dated Friday, March 06, 2020, is also given as enclosed with this announcement. Information and documents about the Ordinary General Assembly Meeting are also available on our corporate website at [www.hurriyetkurumsal.com](http://www.hurriyetkurumsal.com).

We hereby declare that the above disclosures are in conformity with the principles under the Communiqué on Material Events Disclosure in force, issued by the Capital Markets Board, that they fully reflect the information obtained by us on this matter/these matters, that the information disclosed is in conformity with our books, records and documents, that we have shown due efforts to obtain the relevant information accurately and fully, and that we are fully liable due to these disclosures.