

PUBLIC DISCLOSURE PLATFORM

HÜRRİYET GAZETECİLİK VE MATBAACILIK A.Ş.

Notification For Board Of Directors' Transactions

Notification For General Assembly' Transactions

Summary Invitation To The Ordinary General Assembly Meeting of Hürriyet Gazetecilik ve Matbaacılık A.Ş.

Is the statement made for update purposes? No
Is the statement made for correction purposes? No
Is the statement made a deferred statement? No

Invitation by the General Assembly

Type of the General Meeting	Ordinary General Meeting
Starting Date of Accounting Period	January 1, 2016
Ending Date of Accounting Period	December 31, 2016
Date of Resolution	March 6, 2017
Date of the General Meeting	March 30, 2017
Time of the General Meeting	11 a.m.
Due date when it is required to be shareholder To attend the General Meeting	March 29, 2017
Country	Turkey
City	ISTANBUL
District	BAGCILAR
Address	100. Yil Mahallesi, 2264 Sokak, No:1

Agenda Items

1. Opening and election of a Chairman.
2. Empowering the Chairman in order to be able to sign the Minutes of the Meeting.
3. Submitting the items that Articles 5., 9., 11. of the Article of Association of the Company be in accordance with the attached Amendment Text of the Articles of Association and revoking Article 26 and changing Article 27 number with number "26" to the approval of Shareholders on the condition that and in accordance with the necessary permissions have been obtained from the Capital Markets Board and Directorate General of Domestic Trade of Ministry of Trade.
4. Reading, discussing and submitting Board of Directors Activity Report for the accounting period of January 1, 2016 – December 31, 2016 for approval.
5. Reading, discussing and submitting Independent Auditing Firm Opinion for the accounting period of January 1, 2016 – December 31, 2016 for approval.
6. Reading, discussing and submitting Financial Statements for the accounting period of January 1, 2016 – December 31, 2016 for approval.
7. Relieving each Board of Directors Members and managers individually from activities, actions and accounts of the accounting period of January 1, 2016 – December 31, 2016.
8. Reading, discussing and submitting the Company's Proposal for not paying dividend under the scope of Company's "Dividend Policy" for approval.

- 9.** Determining the number of Board of Directors members and their period of office and election of Board of Directors members to serve for the period that is to be determined.
- 10.** Notifying partners on "Wages Policy" determined for Board of Directors members and top management without submitting it to the General Meeting for approval and making a decision.
- 11.** Determining the wages of the Board of Directors members which shall be paid during their period of office.
- 12.** Discussing and submitting selection of Independent Audit Company by Board of Directors in accordance with Turkish Code of Commerce and Capital Market Board regulations to approval.
- 13.** Discussing and submitting a top limit for aids and donations made until the ordinary general meeting where activities and accounts for the accounting period of January 1, 2017 – December 31, 2017, shall be discussed for approval and authorizing the Board of Directors in this respect.
- 14.** Discussing and submitting authorizing Board of Directors regarding issuing capital market instruments (including warrants) stating indebtedness up to the amount allowed by Turkish Commercial Code, 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 accounting period of January 1, 2017 – December 31, 2017 shall be discussed for approval.
- 15.** In accordance with the Articles of Association, discussing and submitting providing dividend advance payments up to the amount permitted by Turkish Commercial Code, Capital Market Law, Capital Market Statutes and relevant statutes and authorizing Board of Directors for determining the time and conditions for approval.
- 16.** Submitting authorization of Board of Directors Members for carrying out works and actions written in Articles 395 and 396 of Turkish Commercial Code to shareholders for approval.
- 17.** Informing shareholders holding management control 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.
- 18.** Providing information regarding donations made to foundations, associations, public organizations and institutions for the purpose of social welfare during the accounting period of January 1, 2016 – December 31, 2016 of the company in the scope of Capital Market Statutes without voting and finalizing in the General Meeting,

19. Informing shareholders regarding not providing any income or benefits to third persons by securities, pledges, liens and sureties without being voted and finalized in the General Meeting.

Using Right Periods As Provided In The Agenda

Profits Share Distribution

Upper Limit of the Registered Capital

Invitation Documents of the General Meeting

ANNEX: 1	HGMAS Information Text On General Meeting.pdf – Information Text
ANNEX: 2	HGMAS General Meeting Invitation Letter.pdf – Announcement Text
ANNEX: 3	HGMAS Amendment Text of the Articles of Association – Amednment Text
ANNEX: 4	HGMAS 31122016 Financial Report.pdf – Report of the Audit Committee
ANNEX: 5	HGMAS 31122016 Financial Report.pdf – Other Invitation Letter for General Meeting
ANNEX: 6	HGMAS Profit Share Proposal of the Board of Directors.pdf - Other Invitation Letter for General Meeting
ANNEX: 7	HGMAS Profit Share Chart.pdf - Other Invitation Letter for General Meeting

Additional Statements

Our Company's Ordinary General Meeting for the accounting period of 2016 shall convene on Thursday, March 30, 2017 at 11:00 a.m. in the Company's Registered Office located at 100. Yıl Mahallesi, 2264. Sokak, No:1, Bagcilar/Istanbul address to discuss and settle the items on its agenda. Invitation Letter to the General Meeting shall be published on TTSG on March 8, 2017 and it is also provided in the attachment of this Document. You can access the relevant information and documents with respected the Ordinary General Meeting on www.hurriyetkurumsal.com.

We hereby declare that our aforementioned statements comply with the principles of applicable Exceptions Communiqué of Capital Markets Board, that it truly reflects the information received by us, that such information complies with the our book, record and documents, that we have made all the endeavors required in order to obtain information relating to the matter fully and accurately and that we shall be responsible for these disclosures.