

☐ Notification For Merger Agreement and Its Annexes

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Is the Disclosure Made an Update?	Yes
Is the Disclosure Made a Deferred Disclosure?	No
Summary Information	Merger of Doğan Gazetecilik A.Ş. by "being taken over" by our Company.

Available Capital (TL)	551,999,999.999
Capital To Reach (TL)	893,398,182.999

Share Group Information	Available Capital (TL)	Capital Amount To Be Increased Due To Merger (TL)	Capital Amount To Be Decreased (TL)
HURGZ(Eski),TRAHURGZ91D9	551,999,999.999	341,398,183.000	0.000

Company No	Company Taken Over (Publicly-Traded Company)	Share Change Rate
1	DOĞAN GAZETECİLİK A.Ş.	3.2514113

☐ ANNOTATIONS:

"Merger Agreement", "Merger Report", "Specialised Agency Report" and "Merger Announcement Text" drawn under for the merger process of Doğan Gazetecilik A.Ş. within the structure of our Company together with its all assets and liabilities by being taking over in its entirety by our Company are in the attachment.

It is approved that "Merger rate" be determined as 61,78656%, that the capital increase amount to be performed under our Company's structure to be allocated to the shareholders of Doğan Gazetecilik A.Ş. for the Merger Process in this respect be Turkish Lira 341,398,183 and accordingly 3.2514113

number Company's shares to be given to 1 piece Doğan Gazetecilik A.Ş. share (Alteration Rate) according to the Specialised Agency's Report of KPMG Akis Bağımsız Denetim ve SMMM A.Ş., determined as a Specialised Agency for the Merger Process of Doğan Gazetecilik A.Ş., party of the merger process, together with its all assets and liabilities by being taking over in its entirety by our Company ("Merger Process"), dated today April 24, 2015 . The report of Specialised Agency is hereby presented to attention of shareholders in the attachment.

The amount of capital increase to be performed under our Company's structure for the Merger Process and the capital to be reached after such increase may be needed to be revised depending upon those who cast a dissentive vote in the General Meeting where the Merger Process is to be approved and upon the amount of "withdrawal right" to be used by the shareholders of Doğan Gazetecilik A.Ş., whose dissenting opinions are included in the meeting minutes.

Further details with respect to use of "withdrawal right" to be used by the shareholders of Doğan Gazetecilik A.Ş are available in the Resolution of Board of Directors dated April 10, 2015 and Nr. 2015/11 of Doğan Gazetecilik A.Ş., party to Merger Process, announced to the public in the Material Disclosure ("MD") through Public Disclosure Platform ("KAP") on April 10, 2015 and relating to the commencement of Merger Process. The whole text of the Resolution of Board of Directors dated April 10, 2015 and Nr. 2015/11 of Doğan Gazetecilik A.Ş. with respect to Merger Process is presented to attention and examination of our Shareholders in the attachment once again. Likewise, The whole text of the Resolution of Board of Directors dated April 10, 2015 and Nr. 2015/11 of our Company where use details with respect to "withdrawal right" of our Shareholders are available is presented to attention and examination of our Shareholders in the attachment once again.

Both Resolutions of Board of Directors in question are disclosed through MD (Material Disclosure) through KAP on April 10, 2015.

Please note that annotations and/or announcements to be made by our Company through KAP (www.kap.gov.tr) and simultaneously over our corporate website (www.hurriyetkurumsal.com) must be regularly followed in order to ensure that our Shareholders suffer no loss of rights with respect to the Merger Process.

Annexes:

[1- Merger Agreement.](#)

[2- Merger Report.](#)

[3- Specialised Agency Report.](#)

[4- Announcement Text for Merger](#)

[5- Resolution of Board of Directors of Doğan Gazetecilik A.Ş. dated July 10, 2015 and Nr. 2015/11 as published on KAP.](#)

[6- Resolution of Board of Directors of Hürriyet Gazetecilik ve Matbaacılık A.Ş. dated July 10, 2015 and Nr. 2015/11 as published on KAP.](#)