



**PUBLIC DISCLOSURE PLATFORM**

# **HÜRRİYET GAZETECİLİK VE MATBAACILIK A.Ş.**

## **Report on Utilization of the Funds Obtained - To Be Obtained from Capital Increase**

### **Summary Information**

About the Report on Utilization of the Funds to be Obtained from the Capital Increase which will be realised through Rights Issue and Allocation





# Report on Utilization of the Funds Obtained - To Be Obtained from Capital Increase

## Relevant Companies

## Relevant Funds

<b>Report on Utilization of the Funds Obtained - To Be Obtained from Capital Increase</b>	
Is the Disclosure an Update?	Yes
Is the Disclosure a Correction?	No
Date of the Previous Disclosure Made on the Subject	19.11.2018
<b>Disclosure Content</b>	
<b>Disclosures</b>	

Enclosed herewith is the report on the utilization of the funds to be obtained from the capital increase which is to be realised through Rights Issue and Allocation, prepared pursuant to article 33 of the Communiqué on Shares No. VII-128.1 issued by the Capital Markets Board.

The foregoing is hereby disclosed to the public and our investors.

## HÜRRİYET GAZETECİLİK VE MATBAACILIK A.Ş.

### BOARD OF DIRECTORS REPORT ON THE PURPOSE OF UTILIZATION OF THE FUNDS TO BE OBTAINED FROM THE CAPITAL INCREASE

#### 1) Purpose of Report

Pursuant to article 33 of the Communiqué on Shares No. VII-128.1 (“Communiqué”) issued by the Capital Markets Board (“CMB”) regulating the disclosures to be made regarding the utilization of the funds generated from capital increase realised through rights issue; in capital increases through rights issue to be realised by public companies the shares of which are traded in the stock exchange, it is mandatory that a report is issued explaining for which purposes the funds to be obtained from the capital increase will be used, and that this report is resolved on by the board of directors and is submitted in the application to be made to CMB for the approval of the offering circular or the issuance document, and is disclosed to the public.

This Report, which is prepared by the Board of Directors of our Company within the scope of the above-mentioned mandatory provision of the Communiqué, was approved by the Board of Directors Resolution no. 2018/51, dated 19/11/2018.

#### 2) General Information on the Company

<b>Company Title</b>	: Hürriyet Gazetecilik ve Matbaacılık A.Ş.
<b>Address</b>	: 100.Yıl Mahallesi, 2264. Sokak, No: 1, Bağcılar/İstanbul
<b>Registered Capital Cap</b>	: TL 800,000,000
<b>Issued Capital Amount</b>	: TL 552,000,000
<b>Capital Increase Amount</b>	: TL 40,000,000
<b>Tax Office</b>	: İstanbul Large Taxpayers’ Office Directorate
<b>Tax Number</b>	: 4640061273
<b>Trade Registry Directorate</b>	: İstanbul
<b>Trade Registry No:</b>	: 7804419200

### 3) Shareholding Structure of the Company

SHAREHOLDERS	SHARE AMOUNT IN THE CAPITAL (TL)	SHARE PERCENTAGE (%)	VOTING RIGHT RATIO (%)
Demirören Medya Yatırımları Ticaret A.Ş.	428,732,788.05	77.67	77.67
Other (Public Portion)	123,267,211.95	22.33	22.33
<b>TOTAL</b>	<b>552,000,000</b>	<b>100</b>	<b>100</b>

### 4) Reason of Capital Increase and Purpose of Utilization of the Funds To Be Obtained from Capital Increase

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The issued share capital of our Company of TL 552,000,000 (Five Hundred and Fifty Two Million Turkish Liras) divided into 552,000,000 (Five Hundred and Fifty Two Million) shares, each with a nominal value of TL 1,00, will be increased by TL 40,000,000 (Forty Million Turkish Liras) (by 7.24%), to TL 592,000,000 (Five Hundred and Ninety Two Million Turkish Liras), by remaining within the Company's registered capital cap of TL 800,000,000 (Eight Hundred Million Turkish Liras), and by way of covering the entire amount of such increase in cash.

Within this scope, the shares to be issued with the capital increase will be allocated and sold to Demirören Medya Yatırımları Ticaret A.Ş. currently holding 77.67% of the shares of our Company, by completely restricting the new share purchase rights of the shareholders and without making any public offering, within the framework of the authorization granted to our Board of Directors pursuant to article 9 titled "Registered and Issued Capital" of the articles of association of our Company. The net amount of the funds to be generated from the capital increase is estimated to be TL 39,822,000 after deduction of the estimated costs of TL 178,000 from the proceeds of the capital increase of TL 40,000,000 corresponding to the shares with a nominal value of TL 40,000,000 to be issued for the capital increase through rights issue.

TL 29,866,500 constituting 75% of the estimated amount of the funds to be obtained from capital increase is planned to be used for enhancing the operating capital of our Company and the remaining portion of the amount of the funds to be obtained will be utilized for minimization of the financing costs of our Company, ensuring of a better working operational structure and enhancing of the collateral structure and cash flow of our Company.

#### **Board Chairman**

Yıldırım Demirören

#### **Board Vice President**

Meltem Oktay

#### **Board Member**

Fikret Tayfun  
Demirören

#### **Board Member**

Mehmet Soysal

#### **Board Member**

Mehmet Koray Yanç

#### **Independent Board Member**

Alaattin Aykaç

#### **Independent Board Member**

Orhan Kırca