



PUBLIC DISCLOSURE PLATFORM

HÜRRİYET GAZETECİLİK VE MATBAACILIK A.Ş.

Disclosure Regarding Capital Increase Procedures



Disclosure Regarding Capital Increase Procedures

Summary Information	Completion of the Capital Increase made through Allocation and Rights Issue
Is the Disclosure an Update?	Yes
Is the Disclosure a Correction?	No
Is the Disclosure a Deferred Disclosure?	No

Date of Board of Directors Resolution	19.11.2018
Registered Capital Cap (TL)	800,000,000
Current Capital (TL)	552,000,000
New Capital Amount to be Reached (TL)	592,000,000

Capital Increase through Rights Issue (by allocation)

Share Group Details	Current Capital (TL)	Capital Amount To Be Increased through Allocation, without Authorizing the Exercise of Pre-Emptive Rights (TL)	Capital To Be Increased through Allocation, without Authorizing the Exercise of Pre-Emptive Rights (%)	Securities To Be Provided	Type	Cancelled Share Amount (TL)
HURGZ, TRAHURGZ91D9	552,000,000	40,000,000	7.24637	HURGZ, TRAHURGZ91D9	Bearer	

	Current Capital (TL)	Capital Amount To Be Increased through Allocation, without Authorizing the Exercise of Pre-Emptive Rights (TL)	Capital To Be Increased through Allocation, without Authorizing the Exercise of Pre-Emptive Rights (%)	Cancelled Share Amount (TL)
TOTAL	552,000,000	40,000,000.00	7.24637	

Individual to Whom the Capital Increase will be Allocated	Demirören Medya Yatırımları Ticaret A.Ş.
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Other Matters Required to Be Disclosed

CMB Application Date	30.11.2018
CMB Application Outcome	Approved
CMB Approval Date	13.12.2018
Type of Shares Representing Increased Capital	Dematerialized Share

Additional Disclosures

The Material Events Disclosure with respect to the resolution, which was adopted by our Board of Directors on November 19, 2018 to increase 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, 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 its registered capital cap of TL 800,000,000 (Eight Hundred Million Turkish Liras), was disclosed to the public and our investors on November 19, 2018.

The sale transaction over a base price of TL 1 for each share with a nominal value of TL 1 was realised on 21.12.2018 (today), through Ziraat Yatırım Menkul Değerler A.Ş. acting as intermediary, within the scope of wholesale trading transactions, in line with the Implementation Procedures and Principles Regarding Wholesale Trading Transactions of Borsa İstanbul A.Ş. dated 30.12.2015.

The capital increase transaction was completed on 21.12.2018 (today), upon collection of TL 40,000,000 in cash from Demirören Medya Yatırımları Ticaret A.Ş.

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

Enclosed Documents

APPENDIX: 1	CMB-Approved Certificate of Issuance.pdf
APPENDIX: 2	Capital structure of Hürriyet.pdf

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 in 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.

CERTIFICATE OF ISSUANCE FOR CAPITAL MARKET INSTRUMENTS GRANTING SHAREHOLDING RIGHT

HÜRRİYET GAZETECİLİK VE MATBAACILIK A.Ş.'S CERTIFICATE OF ISSUANCE FOR CAPITAL MARKET INSTRUMENTS GRANTING SHAREHOLDING RIGHT, TO BE ISSUED WITHOUT PUBLIC OFFERING

This certificate of issuance was approved by the resolution no. 63/1446 of the Capital Markets Board dated 13.12.2018. However, the approval of this certificate does not mean granting of any warranty for the issuer or the capital market instruments covered by this certificate of issuance or their prices by the CMB or the public, and cannot be considered as a recommendation either for the transactions to be performed with these capital market instruments. Moreover, the price of the capital market instruments to be issued was determined by the issuer and the Capital Markets Board does not have any discretion or right of approval on the determination of the related price.

The details of our corporation and the capital market instruments granting shareholding right, covered by this certificate of issuance, are as follows.

Trade Name of Issuer	: Hürriyet Gazetecilik ve Matbaacılık A.Ş.
Trade Registry Directorate to which the Issuer is Registered and its Trade Registration Number	: İstanbul Trade Registry Directorate - 7804419200
Resolution of the Authorized Body Regarding the Issuance/Resolution Date	: Board of Directors Resolution No. 50, dated 19.11.2018
Current Capital of Issuer (TL)	: 552,000,000
Trade Name of the Organization Acting as Intermediary for the Issuance (If Any)	: Ziraat Yatırım Menkul Değerler A.Ş.
Type of Capital Market Instrument to Be Issued	: Share
Location of Sale	: Domestic
Sales Method	: Domestic sale by way of allocation
Sale Price of Capital Market Instrument to Be Issued (For nominal value of TL 1)	: The higher of the nominal value or the base price pursuant to the implementation principles and procedures regarding wholesale trading transactions of Borsa İstanbul A.Ş.
Total Nominal Value of Capital Market Instrument to Be Issued (TL)	: 40,000,000
Whether an Undertaking of Purchase Has Been Granted for the Capital Market Instrument to Be Issued, and Details Regarding Those which Granted a Purchase Undertaking (If Any)	: Pursuant to the Board Resolution dated 19.11.2018 of Demirören Medya Yatırımları Ticaret A.Ş., being the majority shareholder of our Company with a shareholding ratio of 77.67%, to which the sale by way of allocation will be made, it has been undertaken that the shares with a nominal value of TL 1.00 which are not traded on the stock exchange shall be purchased via a sale transaction by way of allocation, over the final sale price to be determined pursuant to the Implementation Principles and Procedures Regarding Wholesale Trading Transactions of Borsa İstanbul A.Ş., which shall not be less than the nominal value.

(seal, stamp and signature)

CERTIFICATE OF ISSUANCE
FOR
CAPITAL MARKET INSTRUMENTS GRANTING SHAREHOLDING RIGHT

We hereby declare that the information on this certificate of issuance is true to the extent we are aware and that we have shown reasonable due care to ensure that no omission has been made which would affect the meaning of the information hereunder.

Issuer Hürriyet Gazetecilik ve Matbaacılık A.Ş. (seal and signature)	
Yıldırım Demirören Chairman of the Board of Directors	Meltem Oktay Vice Chairman of the Board of Directors

(stamp)

	Pre-Transaction		Post-Transaction	
	TL	Rate	TL	Rate
Demirören Medya Yatırımları Ticaret A.Ş.	428,732,788	77.67%	468,732,788	79.18%
Other	123,267,121	22.33%	123,267,212	20.82%
Total	552,000,000	100.00 %	592,000,000	100.00%