



**PUBLIC DISCLOSURE PLATFORM**

# **HÜRRİYET GAZETECİLİK VE MATBAACILIK A.Ş.** **Disclosure on Dividend Distribution Procedures**



# Disclosure on Dividend Distribution Procedures

<b>Summary Information</b>	Proposal of the Company's Board of Directors on the Dividend Distribution for the Period from 01.01.2020 to 31.12.2020
<b>Is the Disclosure an Update?</b>	No
<b>Is the Disclosure a Correction?</b>	No
<b>Is the Disclosure a Deferred Disclosure?</b>	No

<b>Date of Resolution</b>	08.03.2021
<b>Method of Payment of Cash Dividend</b>	Not to be Paid
<b>Currency</b>	TL
<b>Payment in the Form of Shares</b>	Not to be Paid

## Amounts and Rates of Cash Dividend Payment

Share Group Details	Payment	Cash Dividend to be Paid to a Share with a Nominal Value of TL 1 - Gross (TL)	Cash Dividend to be Paid to a Share with a Nominal Value of TL 1 - Gross (%)	Withholding Rate (%)	Cash Dividend to be Paid to a Share with a Nominal Value of TL 1 - Net (TL)	Cash Dividend to be Paid to a Share with a Nominal Value of TL 1 - Net (%)
HURGZ, TRAHURGZ91D9		0.0000000	0	0	0.0000000	0

## Amounts and Rates of Dividend Payment in the Form of Shares

Share Group Details	Amount of Dividend to be Distributed in the Form of Shares (TL)	Rate of Dividend to be Distributed in the Form of Shares (%)
HURGZ, TRAHURGZ91D9	0	0

## Additional Disclosures

With the Resolution No. 2021/4 dated 08.03.2021 of our Board of Directors,

Our Company's Board of Directors unanimously decided that, according to the Consolidated Financial Statements for the accounting period from 01.01.2020 to 31.12.2020, which have been prepared in conformity with the Turkish Accounting Standards ("TAS") and the Turkish Financial Reporting Standards ("TFRS") issued by the Public Oversight, Accounting and Auditing Standards Authority ("KKGK") as per the "Communiqué on Principles of Financial Reporting in Capital Markets" ("II-14.1") of CMB, and of which principles of presentation have been determined pursuant to the Resolutions of CMB in this regard, and which have undergone an independent audit; a "Net Period Loss" of (80,862,684 Turkish Lira emerged, when the "Deferred Tax Income", "Period Tax Expense", "Post-Tax Period Loss of Discontinued Operations" and "Non-controlling Shares of Consolidated Equity of Participations" are taken into account all together; and when "Previous Years' Losses" of (407,704,212) Turkish Lira, which was calculated as per the SPK Profit Share Guide announced in CMB's Weekly Bulletin No. 2014/2 dated 27.01.2014, is also taken into account, no dividend can be distributed in the fiscal period from 01.01.2020 to 31.12.2020 in accordance with CMB's regulations on dividend distribution; and the shareholders shall be informed of this circumstance and this circumstance shall be submitted for the approval of the General Assembly,

that in our financial records for the accounting period from 01.01.2020 to 31.12.2020, kept under the Tax Legislation and according to the Uniform Chart of Accounts published by the Ministry of Finance of the Republic of Turkey, a "Loss for the Period" of TL (45,033,601.29) occurred, and that this amount be transferred to the 'Losses From Previous Years' account; that in addition, pursuant to provisions of sub-paragraph 1-e of Article 5 of the Corporate Tax Law no 5520, TL 319,702.36 from the aforementioned sales of shares have been kept in liabilities in a special fund account until the end of the fifth year following the year in which such transactions have been made, and that it shall be transferred to the "Extraordinary Reserves" account, and this circumstance shall be submitted for the approval of the General Assembly.

## DIVIDEND DISTRIBUTION TABLE

HÜRRİYET GAZETECİLİK VE MATBAACILIK A.Ş. Dividend Distribution Table for the Period from 01.01.2020 to 31.12.2020 (TL)

1. Paid-Up/Issued Capital 592,000,000

2. General Legal Reserve (According to Legal Records) 59,265,973

If distribution of profit involves any privilege pursuant to the articles of association, information on the mentioned privilege N/A

*	According to CMB	According to Legal Records (LR)
3. Profit of the Period	-64,022,805	-45,033,601.29
4. Taxes (-)	3,330,708	0
5. Net Profit for the Period	-80,862,684	-45,033,601.29
6. Accumulated Losses From Previous Years (-)	-407,704,212	-62,665,983.29
7. General Legal Reserve (-)	0	0
8. Net Distributable Profit for the Period	-488,566,896	-107,699,584.58
Advance on Dividend Distributed within the Year (-)	0	0
Net Distributable Profit/Loss for the Period after Deduction of Advance on Dividend	0	0
9. Donations Made within the Year (+)	400,293.65	0
10. Net Distributable Profit for the Period Inclusive of Donations	-488,166,602.35	0
11. First Dividend Distribution to Shareholders	0	0
* Cash	0	0
* Bonus	0	0
12. Dividend Distributed to Shareholders Holding Preference Shares	0	0
13. Other Dividends Distributed	0	0
* To Employees	0	0
* To Board Members	0	0
* To Non-Shareholders	0	0
14. Dividend Distributed to Holders of Dividend Right Certificates	0	0
15. Second Dividend Distribution to Shareholders	0	0
16. General Legal Reserve	0	0
17. Statutory Reserves	0	0
18. Special Reserves	0	0
19. Extraordinary Reserves	0	0
20. Other Resources Prescribed to be Distributed	0	0

## Dividend Rates Table

Share Group	TOTAL DIVIDEND DISTRIBUTED - CASH (TL) - NET	TOTAL DIVIDEND DISTRIBUTED - FREE OF CHARGE (TL)	TOTAL DIVIDEND DISTRIBUTED / NET DISTRIBUTABLE PROFIT FOR THE PERIOD (%)	DIVIDEND CORRESPONDING TO A SHARE WITH A NOMINAL VALUE OF TL 1 - AMOUNT (TL) - NET	DIVIDEND CORRESPONDING TO A SHARE WITH A NOMINAL VALUE OF TL 1 - PERCENTAGE (%) - NET
---	0	0	0	0	0
TOTAL	0	0	0	0	0

## Explanations on Dividend Distribution Table

- (1) "Inflation Differences" were not included.
- (2) Consists of the total of "Pre-Tax Loss from Continuing Operations".
- (3) Consists of "Period Tax Expense" and "Deferred Tax Income".
- (4) Post-tax net loss from suspension of activities of the digital platforms of Trader Media East Ltd, which were operated within the body of its indirect subsidiary Pronto Media Holding which is resident in Russia, and the net profit from operations of Glokal Dijital Hizmetler Pazarlama ve Ticaret A.Ş. within the period until completion of its sales procedure, are included.
- (5) Calculated as per the CMB Profit Share Guide announced in CMB's Weekly Bulletin No. 2014/2 dated 27.01.2014. Consists of the portion which remained after inclusion in the "Accumulated Losses" of "Premiums for Shares" and "General Legal Reserve".
- (6) Consists of the portion which benefited from the 75% of exemption specified in Article 5-1/e of the Corporate Tax Law, of the "profit on sale of participation shares" occurred in the legal entries in consequence of the sale and transfer of the shares of Doruk Faktoring A.Ş. ve Glokal Dijital Hizmetler Pazarlama ve Ticaret A.Ş., and the donation support which was not distributed and taken into a special fund account within the scope of the R&D Incentive as per the Law no 5746 in accordance with the Tax Legislation, the Capital Markets Legislation and other relevant financial legislation. The relevant amounts are not included in calculation of the "net distributable profit for the period" of the accounting period from 01.01.2018 to 31.12.2018 and taken into a "special fund account" in the liabilities column.
- (7) No distributable profit for the period occurred.

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 made due efforts to obtain the relevant information accurately and fully, and that we are fully liable due to these disclosures.

HÜRRİYET GAZETECİLİK VE MATBAACILIK A.Ş.		DIVIDEND DISTRIBUTION TABLE FOR 2020 (Turkish Lira)	
1	Issued Capital	592,000,000.00	
2	General Legal Reserve (According to Legal Records) (1)	59,265,973.00	
	If distribution of profit involves any privilege pursuant to the articles of association, information on the mentioned privilege	N/A.	
		According to CMB	According to Legal Records (LR)
3	Profit/Loss for the Period (+/-) (2)	-64,022,805.00	-45,033,601.29
4	Taxes (+/-) (3)	3,330,708.00	0.00
	Non-Controlling Consolidated Equity of Participations (-)	-1,184,152.00	0.00
	Post-Tax Period Loss of Discontinued Operations (-) (4)	-21,354,739.00	0.00
5	Net Profit/Loss for the Period (+/-)	-80,862,684.00	-45,033,601.29
6	Losses from Previous Years (-) (5)	-407,704,212.00	-62,665,983.29
7	General Legal Reserve (-)	0.00	0.00
	"Profit on Sale of Shares and R&D Incentive", which are Temporarily Taken into a "Special Fund Account" not to be Distributed (According to Legal Records) (-) (6)	0.00	0.00
8	NET DISTRIBUTABLE PROFIT/LOSS FOR THE PERIOD (+/-)	-488,566,896.00	-107,699,584.58
9	Donations Made within the Year (+)	400,293.65	
10	Net distributable profit/loss for the period inclusive of donations (+/-) (7)	-488,166,602.35	
11	First Dividend Distribution to Shareholders	0.00	
	Cash	0.00	
	Bonus	0.00	
	Total	0.00	
12	Dividend Distributed to Shareholders Holding Preference Shares	0.00	
13	Other Dividends Distributed	0.00	
	To Board Members	0.00	
	To Employees	0.00	
	To Non-Shareholders	0.00	
14	Dividend Distributed to Holders of Dividend Right Certificates	0.00	
15	Second Dividend Distribution to Shareholders	0.00	
16	General Legal Reserve	0.00	
17	Statutory Reserves	0.00	
18	Special Reserves	0.00	
19	EXTRAORDINARY RESERVES	0.00	0.00
20	Other Resources Prescribed to Be Distributed	0.00	0.00
	Profits From Previous Years	0.00	0.00
	Extraordinary Reserves	0.00	0.00
	Other Reserves Distributable Pursuant to TCC and Articles of Association	0.00	0.00

(1) "Inflation Differences" were not included.

(2) Consists of the total of "Pre-Tax Loss from Continuing Operations".

(3) Consists of "Period Tax Expense" and "Deferred Tax Income".

(4) Post-tax net loss from suspension of activities of the digital platforms of Trader Media East Ltd, which were operated within the body of its indirect subsidiary Pronto Media Holding which is resident in Russia, and the net profit from operations of Glokak Dijital Hizmetler Pazarlama ve Ticaret A.Ş. within the period until completion of its sales procedure, are included.

(5) Calculated as per the CMB Profit Share Guide announced in CMB's Weekly Bulletin No. 2014/2 dated 27.01.2014. Consists of the portion which remained after inclusion in the "Accumulated Losses" of "Premiums for Shares" and "General Legal Reserve".

(6) Consists of the portion which benefited from the 75% of exemption specified in Article 5-1/e of the Corporate Tax Law, of the "profit on sale of participation shares" occurred in the legal entries in consequence of the sale and transfer of the shares of Doruk Faktoring A.Ş. ve Glokak Dijital Hizmetler Pazarlama ve Ticaret A.Ş., and the donation support which was not distributed and taken into a special fund account within the scope of the R&D Incentive as per the Law no 5746 in accordance with the Tax Legislation, the Capital Markets Legislation and other relevant financial legislation. The relevant amounts are not included in calculation of the "net distributable profit for the period" of the accounting period from 01.01.2018 to 31.12.2018 and taken into a "special fund account" in the liabilities column.

(7) No distributable profit for the period occurred.

	GROUP	TOTAL DIVIDEND DISTRIBUTED		TOTAL DIVIDEND DISTRIBUTED /	DIVIDEND CORRESPONDING TO A SHARE WITH A NOMINAL VALUE OF TL 1	
GROSS	TOTAL	0.00	0.00	-	0.00000	0.00000
NET	TOTAL	0.00	0.00	0.00	0.00	0.00
		CASH (TL)	BONUS (TL)	PERCENTAGE (%)	AMOUNT (TL)	PERCENTAGE (%)
	TOTAL	0.00	0.00	0.00	0.00	0.00