



PUBLIC DISCLOSURE PLATFORM

**HÜRRİYET GAZETECİLİK VE MATBAACILIK A.Ş.**  
**Disclosure Regarding Registered Capital Ceiling Transactions**



**MERKEZİ KAYIT**  
**İSTANBUL**

## Disclosure Regarding Registered Capital Ceiling Transactions

<b>Summary Information</b>	Registration of the General Assembly Outcomes on Amendment of Our Articles of Association
<b>Is the Disclosure an Update?</b>	Yes
<b>Is the Disclosure a Correction?</b>	No
<b>Is the Disclosure a Deferred Disclosure?</b>	No
<b>Date of Resolution of the Board of Directors</b>	27.01.2022
<b>Related Transaction</b>	Update of RCC Expiration Date
<b>Current Registered Capital Ceiling (TL)</b>	800,000,000
<b>New Registered Capital Ceiling (TL)</b>	800,000,000
<b>Expiration Date of Registered Capital Ceiling (New)</b>	31.12.2026
<b>Number of the Article of the Articles of Association to Be Amended</b>	9
<b>Date of Application to CMB</b>	27.01.2022
<b>Outcome of the Application to CMB</b>	APPROVED
<b>CMB Approval Date</b>	14.02.2022
<b>Date of the General Assembly Where the Issue Was Included in the Agenda</b>	31.03.2022
<b>Has the Registered Capital Ceiling Matter been Discussed at the General Assembly? Has it been adopted?</b>	Adopted
<b>Date of Registration</b>	05.04.2022

### Additional Disclosures

Amendment of article 9 titled "Registered and Issued Capital" of Company's Articles of Association was submitted for approval of the shareholders at our Ordinary General Assembly Meeting dated 31 March 2022, adopted with the majority of votes, and outcomes of the Ordinary General Assembly Meeting were registered by Istanbul Trade Registry Directorate on 5 April 2022 (today).

## Enclosed Documents

**ENCLOSURE: 1**

Ticaret Bakanlıđı Onayı.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 on such matter(s), that the information disclosed is in conformity with our books, records and documents, that we have shown due efforts to obtain the relevant information fully and accurately, and that we are fully liable due to these disclosures.

(logo)

REPUBLIC OF TURKEY MINISTRY OF TRADE - GENERAL  
DIRECTORATE OF DOMESTIC TRADE  
Date: 01/03/2022  
Number: E-50035491-431.02-00072383775  
(barcode)

REPUBLIC OF TURKEY  
MINISTRY OF TRADE  
General Directorate of Domestic Trade

Number : E-50035491-431.02-00072383775  
Subject : Amendment to the Articles of Association

TO: HÜRRİYET GAZETECİLİK VE MATBAACILIK ANONİM ŞİRKETİ  
100.Yıl Mah. 2264.Sok. No:1  
Bağcılar/ İSTANBUL

Ref. : Your letter dated 22.02.2022

Pursuant to the provision of article 333 of the Turkish Commercial Code No. 6102, it has been permitted to amend article 9 of the articles of association of your company as stated in the enclosed amendment draft, with reference to the letter of the Capital Markets Board no. 17286 dated 14.02.2022.

The proceedings of registration with the relevant trade registry directorate and announcement in the Turkish Trade Registry Gazette should be procured to be carried out for the amendment drafts, six copies of which have been attested with the seal of our General Directorate and enclosed hereto, within the due time following the date of the general assembly meeting after approval by the general assembly to be convened as per the provisions of the Code No. 6102, and in case of existence of privileged shares and infringement of the rights of such shareholders, of the special assembly meeting of privileged shareholders under article 454 of the said Code.

Kindly submitted for your information to take necessary actions.

Ahmet Can BALAK  
For the Minister  
Assistant Deputy General Director of Domestic  
Trade

Enclosure: Amendment Draft (6 copies)

This document has been signed by secure e-signature.

Document Verification Code: 1E018E20-9B22-42B3-AA81-B0405B58C53A

<https://www.turkiye.gov.tr/ticaret-bakanligi-ebys>

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For further information: (QR-code)

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RABİA GÖKÇEN MERT KORKMAZ

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Trade Expert

Website: www.ticaret.gov.tr

Telephone No: 4494746

Registered Email Address:

**HÜRRİYET GAZETECİLİK VE MATBAACILIK ANONİM ŞİRKETİ**  
**AMENDMENT TEXT OF THE ARTICLES OF ASSOCIATION**

FORMER TEXT	NEW TEXT
<p><b>REGISTERED AND ISSUED CAPITAL</b> <b>ARTICLE 9:</b> The Company has adopted the registered capital system pursuant to the provisions of the Law no. 2499, and started using this system upon the Capital Markets Board permit No. 196 dated 16.04.1992.</p> <p>The Company's registered capital is TL 800,000,000 which is divided into 800,000,000 shares each having a nominal value of TL 1.</p> <p>The Company's issued capital is TL 592,000,000 which is fully paid up and divided into 592,000,000 shares each having a nominal value of TL 1.</p> <p>The registered capital ceiling permit granted by the Capital Markets Board is valid for the period from 2017 to 2021 (5 years). Even if the registered capital ceiling for which the permit was granted is not reached by the end of 2021, after 2021, the Board of Directors, if intends to take a decision to increase the capital, has to receive authorization of General Assembly for a new term for the previously permitted ceiling or a new ceiling, by obtaining the permit of Capital Markets Board. In case the aforementioned authorization is not granted by the General Assembly, the Board of Directors cannot make any capital increase.</p> <p>At times when it deems necessary, the Board of Directors is authorized to adopt a resolution to increase the registered capital ceiling and to increase the issued capital by issuing registered shares up to the registered capital ceiling, in compliance with the provisions of the Capital Market Law and the regulations of the Capital Markets Board.</p> <p>The shares are issued by a resolution of the Board of Directors in accordance with the Turkish Commercial Code, Capital Market Law, regulations of the Capital Markets Board and other provisions of the Capital Market Legislation.</p> <p>01 March 2022 (seal)</p>	<p><b>REGISTERED AND ISSUED CAPITAL</b> <b>ARTICLE 9:</b> The Company has adopted the registered capital system pursuant to the provisions of the Law no. 2499, and started using this system upon the Capital Markets Board permit No. 196 dated 16.04.1992.</p> <p>The Company's registered capital is TL 800,000,000 which is divided into 800,000,000 shares each having a nominal value of TL 1.</p> <p>The Company's issued capital is TL 592,000,000 which is fully paid up and divided into 592,000,000 shares each having a nominal value of TL 1.</p> <p>The registered capital ceiling permit granted by the Capital Markets Board is valid for the period from 2022 to 2026 (5 years). Even if the registered capital ceiling for which the permit was granted is not reached by the end of 2026, after 2026, the Board of Directors, if intends to take a decision to increase the capital, has to receive authorization of General Assembly for a new term for the previously permitted ceiling or a new ceiling, by obtaining the permit of Capital Markets Board. In case the aforementioned authorization is not granted by the General Assembly, the Board of Directors cannot make any capital increase.</p> <p>At times when it deems necessary, the Board of Directors is authorized to adopt a resolution to increase the registered capital ceiling and to increase the issued capital by issuing registered shares up to the registered capital ceiling, in compliance with the provisions of the Capital Market Law and the regulations of the Capital Markets Board.</p> <p>The shares are issued by a resolution of the Board of Directors in accordance with the Turkish Commercial Code, Capital Market Law, regulations of the Capital Markets Board and other provisions of the Capital Market Legislation.</p> <p>14 February 2022 (seal)</p>

Gazetecilik ve Matbaacılık  
Anonim Şirketi  
(signature)

The Board of Directors is authorized to issue shares above or under their nominal value and to adopt resolutions restricting in part or in whole the rights of the shareholders to purchase new shares. New shares cannot be issued unless the shares issued are sold in whole and their price is collected.

Shares that represent the Company's capital are monitored according to dematerialization principles.

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Shares that represent the Company's capital are monitored according to dematerialization principles.

Gazetecilik ve Matbaacılık  
Anonim Şirketi

(signature)

01 March 2022

14 February 2022

(seals)