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PUBLIC DISCLOSURE PLATFORM

HÜRRİYET GAZETECİLİK VE MATBAACILIK A.Ş.

Fixed Financial Asset Sales

Summary Information

Fixed Financial Asset Sales



Fixed Financial Asset Sales

Relevant
Companies

□

Relevant Funds

□

Fixed Financial Asset Sales	
Is the Disclosure an Update?	Yes
Is the Disclosure a Correction?	No
Date of the Previous Disclosure Made on the Subject	24.06.2022
Is the Disclosure a Deferred Disclosure?	No
Disclosure Content	
Date of Board of Directors Resolution Regarding Sales	28/07/2022
Was the Board of Directors Resolution Regarding Sales Adopted with the Majority Votes of the Independent Directors?	Yes
Title of the Sold Fixed Financial Asset	Yenibiriş İnsan Kaynakları Hizmetleri Danışmanlık ve Yayıncılık A.Ş.
Field of Activity of the Sold Fixed Financial Asset	Special Employment Services
Capital of the Sold Fixed Financial Asset	9,600,000.00 Turkish Liras
Date on which the Transaction was/will be Finalized	28.07.2022
Sales Terms	Other
Nominal Value of the Sold Shares	9,600,000.00 Turkish Liras
Price of Each Share	1.00 Turkish Lira
Total Amount	34,000,000.00 Turkish Liras
Ratio of the Sold Shares to the Capital of the Fixed Financial Asset (%)	100%
Ratio of Share Subscription in the Capital of the Fixed Financial Asset after the Sale (%)	0%
Ratio of the Voting Rights Held to the Total Voting Rights of the Fixed Financial Asset after the Sale (%)	0%
Ratio of the Sold Fixed Financial Asset to the Total Assets of the Corporation under its Last Financial Statement Disclosed to the Public (%)	0.48%
Ratio of the Transaction Value to the Revenue Amount under the Last Annual Financial Statements of the Corporation Disclosed to the Public (%)	9.69%
Impact on Corporation's Activities	No material impact.
Loss/Profit Amount after Sale	None
Method of Utilization of the Sale Profit, if Any	None
Date of Board of Directors Resolution, If Any, Regarding the Method of Utilization of the Sale Profit	None
Name/Title of the Purchaser	Demirören TV Radyo Yayıncılık Yapımcılık A.Ş.
Is the Counter-party a Related Party pursuant to CMB Regulations?	Yes
Relation of the Purchaser with the Corporation	Corporation subject to joint control

Date of Agreement Regarding the Transaction, if Any	-
Method of Valuation of the Fixed Financial Asset	Valuation Report
Was A Valuation Report Prepared?	Prepared
If Not Prepared, Reason of Not Preparing A Valuation Report	-
If Prepared, Date and Number of the Valuation Report	27.05.2022 and 202204K11173555
Title of the Appraiser Institution Preparing the Valuation Report	KPMG Yönetim Danışmanlığı A.Ş.
Amount determined in the Valuation Report	Fair share value of Yenibiriş was calculated in the range of 29.3 - 36.6 TL, 32.4 million TL being the midpoint.
If the Transaction was not/will not be Performed in Line with the Valuation Report's Outcomes, the reason thereof	The transaction was carried out in accordance with the results of the valuation report.
Remarks	

At the meeting of our Board of Directors dated 28.07.2022 (today), it was decided to transfer the whole of 9,600,000 shares, all of which are registered shares, each with a nominal value of 1.00 Turkish Lira, held in Yenibiriş İnsan Kaynakları Hizmetleri Danışmanlık ve Yayıncılık A.Ş., to whose fully paid-in capital of 9,600,000.00 Turkish Liras our Company has subscribed at the rate of 100% and which is a direct affiliate of our Company, through their sale to Demirören TV Radyo Yayıncılık Yapımcılık A.Ş. operating within our media group, for the account of our debts in consideration of a total amount of 34,000,000.00 Turkish Liras, with each share valuing at 1.00 Turkish Lira, being in the value range determined in the Valuation Report dated 27.05.2022, prepared by KPMG Yönetim Danışmanlığı A.Ş., for the purpose of organizational structuring of our media group and in accordance with the regulations of the Capital Markets Board, and the transfer transaction was performed today (28.07.2022), and the sales price was offset against our debts.

It is considered that the "Financial Fixed Asset" sales and transfer transactions detailed above remain below the limits stipulated in article 6 titled "Materiality criterion" of the Capital Markets Board's "Communiqué on Common Principles regarding Material Transactions and the Right of Exit" No. II-23.1 (CMB Communiqué II-23.1), and that in this context the right of exit as stipulated under the relevant Communiqué will not arise.

Respectfully submitted for the information of the public and our investors.

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.