

Publication date and time on Public Disclosure Platform (KAP):
09.03.2023 02:10:28 p.m.
<https://www.kap.org.tr/tr/Bildirim/1122066>



PUBLIC DISCLOSURE PLATFORM (KAP)

HÜRRİYET GAZETECİLİK VE MATBAACILIK A.Ş. Disclosure Regarding General Assembly Procedures



PUBLIC DISCLOSURE PLATFORM (KAP)

Disclosure Regarding General Assembly Procedures

Summary Information	Call for Hürriyet Gazetecilik ve Matbaacılık A.Ş. Disclosure on Ordinary General Assembly Meeting
Is the Disclosure an Update?	No
Is the Disclosure a Correction?	No
Is the Disclosure a Deferred Disclosure?	No

Call for a General Assembly Meeting

General Assembly Type	Ordinary General Assembly
Start Date of Fiscal Period	01.01.2022
End Date of Fiscal Period	31.12.2022
Date of Resolution	08.03.2023
Date of General Assembly Meeting	31.03.2023
Time of General Assembly Meeting	11:00 a.m.
Deadline for becoming a Shareholder for Attending the General Assembly	30.03.2023
Country	Türkiye
City	ISTANBUL
District	BAĞCILAR
Address	100. Yıl Mahallesi 2264. Sokak No:1 Bağcılar/Istanbul

Agenda Items

- 1 - Opening, and formation of the Meeting Council.
- 2 - Authorization of the Meeting Council to sign the Meeting Minutes.
- 3- Reading and discussing the Board of Directors Annual Report pertaining to the fiscal period from January 1, 2022 to December 31, 2022 and submitting it for approval.
- 4- Reading and discussing the Opinion of the Independent Audit Firm for the fiscal period from January 1, 2022 to December 31, 2022 and submitting it for approval.
- 5- Reading and discussing the Financial Statements for the fiscal period from January 1, 2022 to December 31, 2022 and submitting them for approval.
- 6- Releasing the Board Members and managers, respectively, with respect to the activities, transactions and accounts for the fiscal period from January 1, 2022 to December 31, 2022.
- 7- Within the framework of Hürriyet Gazetecilik ve Matbaacılık A.Ş.'s (the "Company") "Dividend Distribution Policy", reading, discussing and submitting for approval the proposal of the Board of Directors not to distribute dividends.
- 8- Informing the shareholders about the "Remuneration Policy" set for the Board Members and senior executives and about the payments made as per the policy, without voting and resolving on the same at the General Assembly.
- 9- Discussing and submitting for approval the proposal of the Board of Directors concerning the election of an Independent Audit Firm within the scope of the Turkish Commercial Code and the regulations of the Capital Markets Board.
- 10- Reading the Company's Disclosure Policy and presenting it to the General Assembly for its information.
- 11- Discussing and submitting for approval the setting of the upper limit for aid and donations and authorization of the Board of Directors, as per the Company's Articles of Association, until the Ordinary General Assembly Meeting where the activities and accounts of the fiscal period from Sunday, January 1, 2023 to Sunday, December 31, 2023 will be discussed.
- 12- Discussing and submitting for approval the authorization of the Board of Directors with respect to distribution of advance on dividend, limited to the amount allowed under the Turkish Commercial Code, Capital Market Law, Capital Market Legislation and the related legislation, as well as the determination of the time and conditions of such distribution, in line with the Company's Articles of Association.
- 13- Submission to the shareholders, for their approval, of the matter regarding the authorization of the Board Members to perform the acts and transactions set out under articles 395 and 396 of the Turkish Commercial Code.
- 14- Without submitting it to voting and resolving on it in the General Assembly; informing the shareholders of the transactions which are performed by the shareholders who hold the management control, the Board Members, executives with administrative responsibilities and their spouses and relatives by blood or marriage up to second degree kinship, which are material to the extent that can cause a conflict of interest with their partnerships or subsidiaries and/or performance by the same, on their own or someone else's account, of a commercial transaction of a kind that falls within the scope of business of their partnerships or subsidiaries, or their participation, as a shareholder with unlimited liability, in another partnership dealing with the same line of business.
- 15- Without putting it to vote and deciding upon it in the General Assembly; providing information on donations made for the purposes of social aid, to foundations, associations and public agencies and institutions, in the Company's fiscal period from Saturday, January 1, 2022 to Saturday, December 31, 2022, within the framework of the Capital Market Legislation and related regulations.
- 16- Without submitting it to voting and resolving on it in the General Assembly; informing the shareholders of the fact that no revenue or benefit has been obtained from securities, pledges, mortgages and surety-ships provided in favor of third parties.

Items in the Agenda regarding Exercise of Rights

Dividend Distribution

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Documents regarding the General Assembly Call

ENCLOSURE: 1	HURGZ Ordinary General Assembly Meeting Invitation
ENCLOSURE: 2	HURGZ Ordinary General Assembly Meeting Information Document
ENCLOSURE: 1	HURGZ 31122022 Annual Report & Financial Report
ENCLOSURE: 2	HURGZ Example of Power of Attorney
ENCLOSURE: 1	HURGZ 2022 Table of Dividend Distribution

Additional Disclosures

Our Company's Ordinary General Assembly meeting for the accounting period from January 1, 2022 to December 31, 2022 shall convene on Friday, March 31, 2023 at 11:00 AM at its Head Office at the address of 100. Yıl Mahallesi 2264. Sokak No:1 Bağcılar/Istanbul to discuss and decide upon the agenda items. The Announcement Text of the Call for Ordinary General Assembly, which will be published on the Turkish Trade Registry Gazette dated March 09, 2023, is also given as enclosed with this announcement. Information and documents about the Ordinary General Assembly Meeting are also available on our corporate website at www.hurriyetkurumsal.com.

We hereby declare that the above disclosures are in conformity with the principles laid out 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 made appropriate efforts to obtain the relevant information fully and accurately, and that we are fully liable for these disclosures.