

**CONVOCAATION BY THE BOARD OF DIRECTORS
OF HÜRRİYET GAZETECİLİK VE MATBAACILIK A.Ş. FOR
EXTRAORDINARY GENERAL MEETING**

Our Company’s Extraordinary General Meeting shall convene on Wednesday, August 23, 2017 at 11:00 a.m. in the Company’s Registered Office located at Burhaniye Mahallesi, Kısıklı Caddes, No: 65, 34676 Uskudar/Istanbul address to discuss and settle the items on its agenda.

Our shareholders may attend the meeting physically or they may cast their votes through the electronic platform of Electronic General Meeting System (“e-KGS”) of Central Registry Agency (MKK) pursuant to the provisions of Article 1527 of Turkish Code of Commerce Nr. 6102. Those shareholders or their representatives who wish to attend the meeting through the electronic platform shall hold **an Electronic Signature Certificate.**

Our shareholders with an "electronic signature" who wish to attend to the Ordinary General Meeting over electronic medium are required to complete their procedures in accordance with the provisions stated on "Regulations regarding General Meetings of Stock Corporations Held on Electronic Medium" published in Official Gazette no 28395 dated August 28, 2012 and "Statement regarding electronic General Meeting System which shall be Used in General Meetings of Stock Corporations" published in Official Gazette no 28396 dated August 29, 2012. **Otherwise, they shall not able to attend the general meeting over electronic medium.** Our shareholders can receive necessary information regarding attending to general meetings over electronic media from (MKK) and/or MKK's website on www.mkk.com.tr.

Right to attend the general meeting and vote shall not presuppose allocation of shares pursuant to sub-clause 4 of Article 415 of Turkish Code of Commerce numbered 6102 and sub-clause 1 of Article 30 of Capital Markets Law. Accordingly, **in the event that our shareholders wish to attend the General Meeting, they are not required to block their shares.**

Our shareholders who wish to attend the General Meeting **are required to fulfil the procedures disclosed by Central Registry Agency. Those whose names are included in the list of attendants drawn taking the “the list of shareholders” as provided by the Central Registry Agency may attend the General Meeting.** Checking whether those who arrived in the meeting hall physically to attend the Ordinary General Meeting are the shareholders or their representatives shall be made on the said list.

In order to cast their votes by proxy, our shareholders who shall not be able to attend to the meeting personally are required to submit their letters of attorney according to the sample below and submit their letter of proxy with a notarized signature to our Company after satisfying other matters stipulated in Capital Market Board's (CMB) “Statement regarding Voting by Proxy and Proxy Solicitation (II - 30.1)”, which came into effect after being published on the Official Gazette Nr. 28861 with December 24, 2013 date, without prejudice to rights and liabilities with respect to attending Ordinary General Meeting over electronic environment. You can obtain the sample letter of proxy form the Head Office of our Company and/or our from website at the address www.hurriyetkurumsal.com. Name and surname of the attorney (representative) must be included in the list received from MKK (Central Registry Agency) should the authorization has been made over Electronic General Meeting System ("e-GKS"). A letter of proxy drawn in accordance with the legislation is required to be submitted should the authorization has not been made over e-GKS. An attorney in-fact who has been appointed through electronic mean over e-KGS is not required to submit a letter of proxy. **Those letters of proxy failing to comply with the samples made**

available in the attachment and stipulated in the Communiqué II.30.1 of CMB shall not be accepted under any circumstances due to our legal responsibility.

Amendment Text of the Articles of Association, General Meeting Information document, the Procedure for Attending the General Meeting and proxy form and information notes which include necessary explanation in the scope of “Corporate Governance Statement” (II - 17.1) of Capital Market Board shall be presented to our shareholders’ review starting from three weeks before meeting at the;

- Company’s head office at the address 100. Yıl Mahallesi, Matbaacılar Caddesi, No:78, Bağcılar/İstanbul,
- Hürriyet Gazetecilik ve Matbaacılık A.Ş. Adana DPC Branch Office at the address Yeni Doğan Mahallesi, Girne Bulvarı, No:275/A, Adana-Ceyhan Karayolu 5.Km., 01260 Yüreğir/Adana
- Hürriyet Gazetecilik ve Matbaacılık A.Ş. Ankara DMC Branch Office at the address Söğütözü Mahallesi, Dumlupınar Bulvarı, No:102, Çankaya/Ankara,
- Hürriyet Gazetecilik ve Matbaacılık A.Ş. Ankara DPC Branch Office at the address Osmangazi Mahallesi, Özal Bulvarı, No.120, Esenboğa Yolu üzeri 15.km 06150 Sarayköy/Pursaklar/Ankara,
- Hürriyet Gazetecilik ve Matbaacılık A.Ş. Antalya DPC Branch Office at the address Yenigöl Mahallesi, Serik Caddesi, No:80, Havalimanı Yolu 8.Km 07300 Muratpaşa/Antalya,
- Hürriyet Gazetecilik ve Matbaacılık A.Ş. Bursa Branch Office at the address Odunluk Mahallesi, Akpınar Caddesi Green White Plaza No.5 Kat.6 D.16 Nilüfer/Bursa,
- Hürriyet Gazetecilik ve Matbaacılık A.Ş. İstanbul DPC Branch Office at the address Orhangazi Mahallesi, 1650 Soaka. No.2 Doğan Media Tesisleri, Esenyurt/İstanbul,
- Hürriyet Gazetecilik ve Matbaacılık A.Ş. İzmir Branch Office at the address Şehitler Caddesi, No:16,/1 Alsancak/İzmir,
- Hürriyet Gazetecilik ve Matbaacılık A.Ş. İzmir DPC Branch Office at the address Fatih Mahallesi, Ege Caddesi, No:36, 35414 Gaziemir/İzmir,
- Hürriyet Gazetecilik ve Matbaacılık A.Ş. Trabzon DPC Branch Office at the address Nuroğlu Mahallesi, Organize Sanayi Bölgesi, 10. Cadde, No:1, 61900 Arsin/Trabzon,

It will be made available to be examined by our shareholders in our Company’s website www.hurriyetkurumsal.com and Public Disclosure Platform (KAP) (www.kap.gov.tr) and EKGS of MK.

Submitted for information of our Shareholders.

Truly yours,

**BOARD OF DIRECTORS OF
HÜRRİYET GAZETECİLİK VE MATBAACILIK A.Ş.**

Agenda Items

1. Opening and election of a Chairman.
2. Empowering the Chairman in order to be authorised to sign the Minutes of the Meeting.
3. Submitting to the approval of the shareholders that the Article 7 reading “Capital Increase”, Article 13 reading “Board of Directors”, Article 14 “Duties and Powers of Board of Directors” of the Articles of Association be amended in accordance with the Amendment Text of the Articles of Association in accordance with the approval of Capital Markets Board of Republic of Turkey dated July 10, 2017 under 29833736-110.03.02-E.8193 number and approval of Ministry of Customs and Trade of Republic of Turkey dated July 12, 2017 under 50035491-431.02-E-00026470006.
4. Determining the number of Board of Directors members and their period of office and election of Board of Directors members to serve for the period to be determined.
5. Informing the shareholders on "Wages Policy" determined for Board of Directors members and top management without submitting it to the General Meeting for approval and making a decision.
6. Determining the wages of the Board of Directors members which shall be paid during their period of office.

HÜRRİYET GAZETECİLİK VE MATBAACILIK A.Ş.
AMENDMENT TEXT OF THE ARTICLES OF ASSOCIATION

<i>Previous Form:</i>	<i>New Form:</i>
<p>CAPITAL INCREASE ARTICLE 7</p> <p>The Company has accepted the registered capital system in accordance with the provisions of the Capital Markets Law. If and when required, the registered capital ceiling may be increased by a decision of the General Assembly of Shareholders with a prior consent of the Capital Markets Board.</p> <p>The issued capital may be increased by a decision of the Board of Directors in accordance with the legal formalities in connection therewith.</p> <p>Decisions to increase the capital of the Company will be enforced and implemented in strict compliance with the pertinent provisions of the Capital Markets Law. Capital of the Company may be increased through subscription of the existing shareholders in the capital increase, or acceptance of new shareholders from outside, or capitalization of extraordinary reserves or funds.</p> <p>In capital increase, the Board of Directors is authorized to offer to public all and any shares remaining due to non-use of the rights of option, at a price per share above their nominal value. Should it is decided to increase the capital through capitalization of reserve funds or funds, free shares shall be distributed to the existing shareholders in proportion to their existing shares in the capital.</p>	<p>CAPITAL INCREASE ARTICLE 7</p> <p>The Company has accepted the registered capital system in accordance with the provisions of the Capital Markets Law. If and when required, the registered capital ceiling may be increased by a decision of the General Assembly of Shareholders with a prior consent of the Capital Markets Board.</p> <p>The issued capital may be increased by a decision of the Board of Directors in accordance with the legal formalities in connection therewith.</p> <p>The Company increases its capital issued in accordance with the regulations of Capital Markets Law, Capital Markets Board and provisions of the applicable regulations. In cases where there are no provisions in the Capital Market Laws, then the Turkish Code of Commerce and applicable regulations shall be observed.</p>
<p>BOARD OF DIRECTORS Article 13</p> <p>The company is managed and represented by a board of directors elected by the shareholders in the General Assembly, having minimum 6 and maximum 9 members. The elected number or proportion of the board members carrying independent member qualifications is determined in line with Capital Markets Board. The Capital Markets Law, the Capital Markets Board Regulations, and other applicable laws and regulations in effect are applied in determining and nominating, deciding on the number and qualifications of, selecting and disengagement and/or departure of independent board member nominees.</p>	<p>BOARD OF DIRECTORS Article 13</p> <p>The company is managed and represented by a board of directors elected by the shareholders in the General Assembly, having minimum 6 and maximum 9 members. The elected number or proportion of the board members carrying independent member qualifications is determined in line with Capital Markets Board. The Capital Markets Law, the Capital Markets Board Regulations, and other applicable laws and regulations in effect are applied in determining and nominating, deciding on the number and qualifications of, selecting and disengagement and/or departure of independent board member nominees.</p>

It is a principle to elect the board of directors members among the persons who have the essential knowledge related to the legal principles arranging the transactions and disposals regarding the of the company's field of activity; who is experienced in company management, who has the ability to evaluate financial tables and reports, and who is preferably highly educated.

Provided that article 375 of the Turkish Commercial Code as well as the other regulation provisions are reserved, the Board of Directors is authorized to assign the management partially or fully to one or more Board members, third persons or to any Boards or Committees, which it shall establish, in the framework of the provisions of the Articles of Association and the provisions of the Internal Regulation to be arranged in the framework of article 367 of the Turkish Commercial Code.

In addition, the Board of Directors may realize a distribution of tasks, if considered necessary by the latter, for a part of its powers, a certain part of the Company's affairs, by determining also the managing directors to assume the observation of the implementation of the resolutions adopted by the Board of Directors. Thus, the areas of responsibility of each of the managing directors of the Board of Directors are determined by the Board of Directors.

The managing directors shall have taken over all authorizations and responsibility in the area entrusted to them. Due to the transactions in this framework, and provided that any powers and duties which are exclusively comprised by the power of the Board of Directors and which may not be assigned, are reserved, the other members of the Board of Directors shall not be responsible as a rule.

In case the managing directors are appointed without having determined any area of responsibility, the managing directors shall have taken over the entire authorization and responsibility related to the corporate affairs, management and activities as well as the implementation of the resolutions adopted, without any limitation. The provision of article 553/2 of the Turkish Commercial Code is reserved.

Managing directors are natural members of the Executive Committee. Provided that it lies in the framework of the regulation in force, the Executive Committee shall be authorized and in charge of the fulfillment and supervision of the issues related to the areas entrusted to them, if the Board of Directors

It is a principle to elect the board of directors members among the persons who have the essential knowledge related to the legal principles arranging the transactions and disposals regarding the of the company's field of activity; who is experienced in company management, who has the ability to evaluate financial tables and reports, and who is preferably highly educated.

The members of the Board of Directors may take office in the boards of directors of affiliate companies, subsidiaries or partnerships with joint management in order to protect, preserve, supervise, manage and audit the interests of the Company and its shareholders. In addition, members of Board of Directors can serve nonprofit organisations, foundations as well as organisations and institutions conducting non-profit or scientific researches and development studies, including universities, education institutions and other similar organisations. Other duties, jobs and functions may be assumed only with a prior approval of, and subject to the rules to be specified by, the Board of Directors.

The majority of the members of the Board of Directors consist of the members not in charge in the execution.

The Board of Directors shall appoint a Chairman from among its members, and the necessary number of Deputy-Chairmen every year. In case more than one vice-chairmen are elected, the Board of Directors shall determine the duty, authorization and area of responsibility of each vice-chairman.

Any meetings held in the absence of the Chairman and the Deputy-Chairman shall be presided by a member appointed exclusively for that meeting. The Chairman of the Board of Directors is liable for ensuring that the convocations for the board meetings and discussions are made orderly and that the resolutions adopted are placed on record; the latter performs this responsibility through the mediation of the Secretariat of the Board of Directors. The Deputy-Chairman of the Board of Directors shall assume the authorizations and responsibilities assigned to him/her by the Chairman and shall run the board meetings not attended by the Chairman for any reason whatsoever.

The members of the board of directors are elected to work for maximum 3 years. If the working period is not clearly stated in the election decision of the

has determined anything; and if the Board of Directors has not determined anything in this regard, the Executive Committee shall be authorized and in charge of the fulfillment and supervision of all of them.

The majority of the members of the Board of Directors consist of the members not in charge in the execution.

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The members of the board of directors are elected to work for maximum 3 years. If the working period is not clearly stated in the election decision of the general assembly then the election is deemed to be made for a year. Any member, whose period of commission has ended, may be re-elected. In the case a position of a member of the board of directors becomes free with any reason, a person featuring the required qualifications is elected by the board of directors to be presented to the approval of the first general assembly to convene. The mentioned person completes the working period of the substituted member provided that the former is approved by the general assembly.

The General Meeting shall be entitled to remove the members of the Board of Directors from office at any time, in case there is any relevant point in the agenda or in case of any just cause even if there is not any relevant point in the agenda.

If considered necessary by the General Meeting, a

general assembly then the election is deemed to be made for a year. Any member, whose period of commission has ended, may be re-elected. In the case a position of a member of the board of directors becomes free with any reason, a person featuring the required qualifications is elected by the board of directors to be presented to the approval of the first general assembly to convene. The mentioned person completes the working period of the substituted member provided that the former is approved by the general assembly.

The General Meeting shall be entitled to remove the members of the Board of Directors from office at any time, in case there is any relevant point in the agenda or in case of any just cause even if there is not any relevant point in the agenda.

If considered necessary by the General Meeting, a legal entity that is a Board Member may at any time replace the members of the Board of Directors.

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<p>DUTIES AND POWERS OF THE BOARD OF DIRECTORS</p> <p>Article 14</p> <p>The Board of Directors is liable for fulfilling the duties entrusted to it by the regulation in force and the present Articles of Association. All tasks and transactions not requiring the resolution of the General Meeting either according to the laws or the provisions of the present Articles of Association shall be assumed by the Board of Directors.</p> <p>The Board of Directors shall perform its duties and execute its powers in accordance with the arrangements and decisions of the Turkish Code of Commerce, the Capital Markets Law and of Capital Markets Board as well as the provisions of the Articles of Association and the current regulation.</p> <p>Any entities or persons transferring any duty or power, which arise from the law or the Articles of Association, to someone else based on the law, shall not be responsible for the acts and decisions of these persons, unless it is evidenced that they have not taken reasonable care in the selection of the persons taking over these duty and powers.</p> <p>The members of the Board of Directors may take office in the boards of directors of affiliate companies, subsidiaries or partnerships with joint management in order to protect, preserve, supervise, manage and audit the interests of the Company and its shareholders. In addition, members of Board of Directors can serve nonprofit organisations, foundations as well as organisations and institutions conducting non-profit or scientific researches and development studies, including universities, education institutions and other similar organisations. Other duties, jobs and functions may be assumed only with a prior approval of, and subject to the rules to be specified by, the Board of Directors.</p> <p>The company shall be represented by the Board of Directors. Upon the resolution to be adopted by the Board of Directors, the representative authority of the Company may be assigned to any of the members of the Board of Directors or to one or more managing directors or to any third persons as</p>	<p>DUTIES AND POWERS OF THE BOARD OF DIRECTORS</p> <p>Article 14</p> <p>The Board of Directors is liable for fulfilling the duties entrusted to it by the regulation in force and the present Articles of Association. All tasks and transactions not requiring the resolution of the General Meeting either according to the laws or the provisions of the present Articles of Association shall be assumed by the Board of Directors.</p> <p>The Board of Directors shall perform its duties and execute its powers in accordance with the arrangements and decisions of the Turkish Code of Commerce, the Capital Markets Law and of Capital Markets Board as well as the provisions of the Articles of Association and the current regulation.</p> <p>Any entities or persons transferring any duty or power, which arise from the law or the Articles of Association, to someone else based on the law, shall not be responsible for the acts and decisions of these persons, unless it is evidenced that they have not taken reasonable care in the selection of the persons taking over these duty and powers.</p> <p>Provided that article 375 of the Turkish Commercial Code as well as the other regulation provisions are reserved, the Board of Directors is authorized to assign the management partially or fully to one or more Board members, third persons or to any Boards or Committees, which it shall establish, in the framework of the provisions of the Articles of Association and the provisions of the Internal Regulation to be arranged in the framework of article 367 of the Turkish Commercial Code. Accordingly, Executive Board of a Company shall constitute Committees required to be established pursuant to Turkish Code of Commerce, Capital Markets Law and applicable regulations.</p> <p>In addition, the Board of Directors may realize a distribution of tasks, if considered necessary by the latter, for a part of its powers, a certain part of the Company's affairs, by determining also the managing directors to assume the observation of the implementation of the resolutions adopted by the Board of Directors. Thus, the areas of responsibility</p>

managers. At least one member of the Board of Directors has to hold the representative authority. The assignment of the representative authority shall not be valid unless the notarially certified copy of the resolution indicating the authorized representatives and their manner of representation has been registered in the trade register and announced in the Turkish Trade Registry Gazette. The limitation of the representative authority is not effectual against any bona fide third persons; however, any limitations registered and announced related to rendering the representative authority specific exclusively to the tasks of the head office or a branch or to be used together, shall be valid. The provisions of the articles 371, 374 and 375 of the Turkish Commercial Code are reserved.

In order to validate all documents to be delivered and contracts to be signed by the Company, they have to bear the signatures of the company's authorized signatories to be set under the company's name.

of each of the managing directors of the Board of Directors are determined by the Board of Directors.

The managing directors shall have taken over all authorizations and responsibility in the area entrusted to them. Due to the transactions in this framework, and provided that any powers and duties which are exclusively comprised by the power of the Board of Directors and which may not be assigned, are reserved, the other members of the Board of Directors shall not be responsible as a rule.

In case the managing directors are appointed without having determined any area of responsibility, the managing directors shall have taken over the entire authorization and responsibility related to the corporate affairs, management and activities as well as the implementation of the resolutions adopted, without any limitation. The provision of article 553/2 of the Turkish Commercial Code is reserved.

Managing directors are natural members of the Executive Committee. Provided that it lies in the

framework of the regulation in force, the Executive Committee shall be authorized and in charge of the fulfillment and supervision of the issues related to the areas entrusted to them, if the Board of Directors has determined anything; and if the Board of Directors has not determined anything in this regard, the Executive Committee shall be authorized and in charge of the fulfillment and supervision of all of them.

The company shall be represented by the Board of Directors. Upon the resolution to be adopted by the Board of Directors, the representative authority of the Company may be assigned to any of the members of the Board of Directors or to one or more managing directors or to any third persons as managers. At least one member of the Board of Directors has to hold the representative authority. The assignment of the representative authority shall not be valid unless the notarially certified copy of the resolution indicating the authorized representatives and their manner of representation has been registered in the trade register and announced in the Turkish Trade Registry Gazette. The limitation of the representative authority is not effectual against any bona fide third persons; however, any limitations registered and announced related to rendering the representative authority specific exclusively to the tasks of the head office or a branch or to be used together, shall be valid. The provisions of the articles 371, 374 and 375 of the

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In order to validate all documents to be delivered and contracts to be signed by the Company, they have to bear the signatures of the company's authorized signatories to be set under the company's name.

July 7, 2017 (Seal)

**Hürriyet Gazetecilik ve Matbaacılık
Anonim Şirketi
(Seal and signatures)**

POWER OF ATTORNEY
HÜRRİYET GAZETECİLİK VE MATBAACILIK A.Ş.

I hereby appoint and empower, whose clear identity particulars are given below, to be duly authorised to represent me, to cast vote, to bid and sign documents and papers where necessary for and on my behalf during the Ordinary General Meeting of Hürriyet Gazetecilik ve Matbaacılık A.Ş. for the accounting period of 2017 to be held in the Head Office of the Company on March 29, 2018, Thursday, at 11:00 a.m., at Burhaniye Mahallesi, Kısıklı Caddesi, No:65 Uskudar/Istanbul.

Appointed Agent (*):

Name and Surname / Trade Title:

Turkish ID Number/Tax ID Number, Trade Registry and Number and MERSIS number:

(*) It is obligatory that equivalent information of the said information be submitted for agents of foreign nationality.

A) SCOPE OF REPRESENTATION POWER

One of the options listed as (a), (b) or (c) for the sections numbered 1 and 2 below and scope of the representation shall be determined.

1. As for Items In The Agenda Of The General Assembly, the agent shall be empowered to:

- a) Cast vote in accordance with his/her opinion,
- b) Cast vote in accordance with the suggestions of the partnership,
- c) Cast vote in accordance with the instructions specified in the table below.

Instructions:

In the event that the shareholder chooses option (c), agenda-specific instructions shall be provided by way of checking out one of the options (which is aye or nay) given for the agenda item of the general meeting and should the nay option is checked out, dissenting opinion requested to be included in the minutes of the meeting, if any, shall be indicated.

Agenda Items (*)	Aye	Nay	Dissenting Opinion
1. Opening and election of a Chairman.			
2. Empowering the Chairman in order to be authorised to sign the Minutes of the Meeting.			
3. Submitting to the approval of the shareholders that the Article 7 reading “Capital Increase”, Article 13 reading “Board of Directors”, Article 14 “Duties and Powers of Board of Directors” of the Articles of Association be amended in accordance with the Amendment Text of the Articles of Association in accordance with the approval of Capital Markets Board of Republic of Turkey dated July 10, 2017 under 29833736-110.03.02-E.8193 number and approval of Ministry of			

Customs and Trade of Republic of Turkey dated July 12, 2017 under 50035491-431.02-E-00026470006.			
4. Determining the number of Board of Directors members and their period of office and election of Board of Directors members to serve for the period to be determined.			
5. Informing the shareholders on "Wages Policy" determined for Board of Directors members and top management without submitting it to the General Meeting for approval and making a decision.			
6. Determining the wages of the Board of Directors members which shall be paid during their period of office.			

No vote is taken for informative items.

Should the dissentive vote has a different draft resolution, it shall be separately indicated for the purpose of ensuring casting a vote by proxy.

2. Special instruction for other matters that may arise during the General Meeting and particularly for the use of dissentive vote rights:

- a) Agent appointed is empowered to cast vote in accordance with his/her opinion.
- b) Agent appointed is not empowered for such matters.
- c) Agent appointed is empowered to cast vote in accordance with the special instructions specified below.

SPECIAL INSTRUCTIONS: Special instructions, if any, to be given by the relevant shareholder to the agent appointed are indicated in this section.

B) Shareholder specifies the share(s) s/he wish his/her agent to represent by choosing one of the options listed below:

1. I hereby approve that my agent is authorised to represent my shares that are given in detail below.

- a) Type and series: *
- b) Number/Group: **
- c) Number-Nominal value:
- d) Whether there are any vote securities:
- e) Whether it is subscribed to holder-Name/Title:

*Such information is not required for shares on record.

** Information of the group, if available, shall be included instead of number for shares on record.

2. I hereby approve that my agent is authorised to represent my all shares listed in the list of shareholders fit to attend the general meeting as prepared by MKK one day before such meeting.

NAME AND SURNAME or TITLE OF THE SHAREHOLDER (*)

Turkish ID Number/Tax ID Number, Trade Registry and Number and MERSIS number:

Address:

(*) It is obligatory that equivalent information of the said information be submitted for agents of foreign nationality.

SIGNATURE