

**AGENDA OF THE ORDINARY GENERALMEETING OF HÜRRİYET
GAZETECİLİK VE MATBAACILIK A.Ş.
DATED MARCH 30, 2017**

1. Opening and election of a Chairman,
2. Empowering the Chairman in order to be able to sign the Minutes of the Meeting,
3. Submitting the items that Articles 5., 9., 11. of the Article of Association of the Company be amended in accordance with the attached Amendment Text of the Articles of Association and revoking Article 26 and changing Article 27 number with number "26" to the approval of Shareholders on the condition that and in accordance with the necessary permissions have been obtained from the Capital Markets Board and Directorate General of Domestic Trade of Ministry of Trade,
4. Reading, discussing and submitting Board of Directors Activity Report for the accounting period of January 1, 2016 – December 31, 2016 for approval,
5. Reading, discussing and submitting Independent Auditing Firm Opinion for the accounting period of January 1, 2016 – December 31, 2016 for approval,
6. Reading, discussing and submitting Financial Statements for the accounting period of January 1, 2016 – December 31, 2016 for approval,
7. Relieving each Board of Directors Members and managers individually from activities, actions and accounts of the accounting period of January 1, 2016 – December 31, 2016,
8. Reading, discussing and submitting the Company's Proposal for not paying dividend under the scope of Company's "Dividend Policy" for approval,
9. 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 that is to be determined,
10. Notifying partners on "Wages Policy" determined for Board of Directors members and top management without submitting it to General Meeting for approval and making a decision,
11. Determining the wages of the Board of Directors members which shall be paid during their period of office,
12. Discussing and submitting selection of Independent Auditing Firm by Board of Directors in accordance with Turkish Code of Commerce and Capital Market Board regulations to approval,
13. Discussing and submitting a top limit for aids and donations made until the ordinary general meeting where activities and accounts for the accounting period of January 1, 2016 – December 31, 2016, shall be discussed for approval and authorising the Board of Directors in this respect,
14. Discussing and submitting authorizing Board of Directors regarding issuing capital market instruments (including warrants) stating indebtedness up to the amount allowed by Turkish Commercial Code, Capital Market Law, Capital Market Statutes and relevant Statutes with the

permission of Capital Market Board until the ordinary general meeting where activities and accounts for the accounting period of January 1, 2017 – December 31, 2017 shall be discussed for approval,

- 15.** In accordance with the Articles of Association, discussing and submitting providing dividend advance payments up to the amount permitted by Turkish Commercial Code, Capital Market Law, Capital Market Statutes and relevant statutes and authorising Board of Directors for determining the time and conditions for approval,
- 16.** Submitting authorisation of Board of Directors Members for carrying out works and actions written in Articles 395 and 396 of Turkish Commercial Code to shareholders for approval,
- 17.** Informing shareholders regarding important transactions made in the scope of shareholders, Board of Directors Members, managers with administrative responsibilities and their relatives by blood and marriage up to second degree, which may create a conflict of interest with partnership or affiliates and/or and partnership or affiliate having a transaction of commercial work which is the subject of management or vicariously or entering another partnership with the title of partner with unlimited liability without submitting to General Meeting for voting and finalising,
- 18.** Providing information regarding donations made to foundations, associations, public organizations and institutions for the purpose of social welfare during the accounting period of January 1, 2016 – December 31, 2016 of the company in the scope of Capital Market Statutes without voting and finalising at General Meeting,
- 19.** Informing shareholders regarding not providing and income or benefits to third persons by securities, pledges, liens and sureties without being voted and finalised in the General Meeting.