

It is the statement of Board of Directors of Hürriyet Gazetecilik ve Matbaacılık A.Ş. made for the purpose of indicating that no “withdrawal right” has arised within the process of “Partial Demerger In Simplified Procedure Through Participation Model” of “Hürriyet Emlak Şubesi” Service Establishment, which operated under the structure of Hürriyet Gazetecilik ve Matbaacılık A.Ş. and which is transferred to its direct affiliate company “Glokal Dijital Hizmetler Pazarlama ve Ticaret A.Ş.”, which Hürriyet Gazetecilik ve Matbaacılık A.Ş. holds 100% of the shares available in its capital, in accordance with the sub-clause 2 of Article 12 of "II-23.1 Communique - Common Principles and Communique on Withdrawal Right Regarding Transactions of High Importance" coming to the effect by being published in the Trade Registry Gazette dated December 24, 2013 and under 28861 issue number of the Capital Markets Boards.

“Hürriyet Emlak Şubesi” Service Establishment operating under the structure of Hürriyet Gazetecilik ve Matbaacılık A.Ş. will be transferred together with its assets and liabilities and relevant rights and obligations hereof to the company “Glokal Dijital Hizmetler Pazarlama ve Ticaret A.Ş.”, which Hürriyet Gazetecilik ve Matbaacılık A.Ş. holds 100% of the shares available in its capital, under the “Partial Demerger In Simplified Procedure Through Participation Model” as a whole in a manner that such process conducted does not destroy the operating integrity of our Company and submitting the Merger Report and Merger Agreement prepared for that purpose to the approval of the General Assembly, discussion of this merger processes and rendering a final resolution in this respect in accordance with paragraph (b), sub-clause 1 of Article 159 and other relevant articles of Turkish Code of Commerce Nr. 6102; with paragraph (b), sub-clause 3 of Article 19 and 20 of Corporate Tax Law Nr. 5520 and with sub-clause (1)/(a) of Article 23 and sub-clause (4) of Article 24 of the Capital Markets Board and with the other relevant provisions and within the relevant provisions of "(II-23.2 Communique) “Merger and Demerger Communiqué” and the relevant provisions of “Common Principles and Communique on Withdrawal Right Regarding Transactions of High Importance (II-23.1 Communique)” and under the other relevant legislation provisions.

It is hereby acknowledged that no “withdrawal right” has arised within the process of “Partial Demerger In Simplified Procedure Through Participation Model” in accordance with the sub-clause (1)/(e) of the Article 12 bearing the title "Cases For Which There Are No Withdrawal Rights".

In this respect, we hereby declare on behalf of Hürriyet Gazetecilik ve Matbaacılık A.Ş. that no “withdrawal right” has arised in Hürriyet Gazetecilik ve Matbaacılık A.Ş. for the transfer of “Hürriyet Emlak Şubesi” Service Establishment operating under the structure of Hürriyet Gazetecilik ve Matbaacılık A.Ş. to the company “Glokal Dijital Hizmetler Pazarlama ve Ticaret A.Ş.”, which Hürriyet Gazetecilik ve Matbaacılık A.Ş. holds 100% of the shares available in its capital, within the process of “Partial Demerger In Simplified Procedure Through Participation Model” in accordance with sub-clause 2 of Article 12 of "II-23.1 Communique - Common Principles and Communique on Withdrawal Right Regarding Transactions of High Importance" coming to the effect by being published in the Trade Registry Gazette dated December 24, 2013 and under 28861 issue number of the Capital Markets Board.

Demerged Company

For And On Behalf Of HÜRRIYET GAZETECILIK VE MATBAACILIK A.Ş.

Çağlar GÖĞÜŞ
Executive Director of The Board Of Directors

Ahmet TOKSOY
Board Member