

HÜRRİYET GAZETECİLİK VE MATBAACILIK A.Ş.
INVITATION FOR EXTRAORDINARY GENERAL ASSEMBLY MEETING
FROM THE BOARD OF DIRECTORS

The Extraordinary General Meeting of our Company will be held at the Company Headquarters located at 100. Yıl Mahallesi, 2264. Sokak, No:1, Bağcılar/Istanbul, on June 6, 2018 Wednesday at 11:00 to discuss and decide on agenda items.

The company shareholders may participate in the meeting physically in accordance with the provisions of Article 1527 of the Turkish Commercial Code ("TTK") number 6102, or may vote by participating in the meeting electronic environment, through the Electronic General Assembly System ("e-GKS") of the Central Registry Agency (Merkezi Kayıt Kuruluşu A.Ş. "MKK"). Shareholders or their representatives who wish to participate in the Extraordinary General Assembly Meeting in electronic environment must be in possession of the Electronic Signature Certificate.

Shareholders holding an "electronic signatures" who would like to participate in the Extraordinary General Shareholders' Meeting in electronic environment, should complete the relevant participation transactions in accordance with the provisions of the "Regulation on General Assemblies to be Made in Electronic Media in Joint Stock Companies" published on August 28, 2012 in the Official Gazette number 28395, and the provisions of the Communiqué on Electronic General Assembly System to be Implemented in General Assemblies of Joint Stock Companies "published on August 29, 2012 in the Official Gazette number 28396. Otherwise, the attendance to the General Meeting in electronic form will not be possible. The company shareholders may obtain the necessary information regarding participation in the general meeting in the electronic environment from the CRA and/or the website of the CRA accessible at "www.mkk.com.tr".

Pursuant to the paragraph 4 of Article 415 of the Turkish Commercial Code and paragraph 1 of Article 30 of the Capital Markets Law ("SPK"), the right to participate and vote in the General Assembly is not subject to the requirement of storing the shares. In this framework, shareholders are not required to block their shares if they wish to attend the Extraordinary General Shareholders' Meeting. Our shareholders who wish to attend the Extraordinary General Meeting must fulfill the procedures declared by the CRA to the public.

Only the shareholders whose names are listed on the list of attendees created by considering the "shareholders' list" provided by the CRA can attend the Extraordinary General Assembly Meeting. The check to verify whether the persons who come physically to the meeting room for participating in the Extraordinary General Meeting are shareholders or representatives, shall be made on the basis of the mentioned list.

Without prejudice to the rights and obligations regarding the participation in the Extraordinary General Assembly Meeting held in the electronic environment, the shareholders who cannot participate in the General Meeting personally, may use the voting rights through proxy by submitting to the Company a power of attorney, prepared in accordance with the following example, (which signature is legalized by the notary public) and by complying with the other matters provided for in the II-30.1 "Voting by Proxy and Collection of Proxies by Convocation Communiqué" of the Capital Markets Board ("CMB"), published in the Official Gazette number 28861 dated 24.12.2013 and entered into force. A sample of the Power of Attorney Form can be obtained from our Company headquarters or from our Corporate Web Site at www.hurriyetkurumsal.com. If the authorization is made via e-GKS, the name (surname) of the proxy (representative) must be found in the list obtained from the MKK. If the authorization is not made via e-GKS, it is necessary to submit a power of attorney in conformity with the legislation. The proxy appointed by electronic means via e-GKS is not obliged to submit an authorization document. Power of attorneys which do not comply with the example of the power of attorney

reported in the annex and considered compulsory by the CMB Communiqué II-30.1, shall not be accepted due to our legal responsibility.

General Assembly Information Document, Procedure for Participation in the General Meeting, the Power of Attorney Form, and the information notes containing necessary explanations within the scope of II-17.1 "Corporate Governance Communiqué" of the CMB, will be made available for examination by our shareholders, by being published at least three weeks before the meeting at the headquarters and branches of the Company,

- At the Company Headquarters located at 100. Yıl Mahallesi, 2264. Sokak, No:1, Bağcılar/İstanbul,
- At the Hürriyet Gazetecilik ve Matbaacılık A.Ş. Adana DPC Branch located at Yeni Doğan Mahallesi, Girne Bulvarı, No:275/A, Adana-Ceyhan Karayolu 5. Km. 01260 Yüreğir/Adana,
- At the Hürriyet Gazetecilik ve Matbaacılık A.Ş. Ankara DMC Branch located at Söğütözü Mahallesi, Dumlupınar Bulvarı, No:102, Çankaya/Ankara,

- At the Ankara DPC Branch located at Osmangazi Mahallesi, Özal Bulvarı, No:120, Esenboğa Yolu üzeri 15. Km 06150 Sarayköy Pursaklar/Ankara,

- At the Hürriyet Gazetecilik ve Matbaacılık A.Ş. Antalya DPC Branch located at Yenigöl Mahallesi, Serik Caddesi, No:80, Havalimanı Yolu 8. Km. 07300 Muratpaşa/Antalya,

- At the Hürriyet Gazetecilik ve Matbaacılık A.Ş. Bursa Branch, located at Odunluk Mahallesi Akpınar Caddesi Green White Plaza No:5 Kat:6 D:16 Nilüfer /Bursa,

- At the Hürriyet Gazetecilik ve Matbaacılık A.Ş. Istanbul DPC Branch, located at Orhangazi Mahallesi, 1650 Sokak, No:2, Doğan Media Tesisleri Esenyurt/İstanbul,

- At the Hürriyet Gazetecilik ve Matbaacılık A.Ş. Izmir Branch located at Şehitler Caddesi, No:16/1 Alsancak/Izmir,

- At the Hürriyet Gazetecilik ve Matbaacılık - A.Ş. İzmir DPC Branch, located at Fatih Mahallesi, Ege Caddesi, No:36, 35414 Gaziemir/İzmir.

- At the Hürriyet Gazetecilik ve Matbaacılık A.Ş. Trabzon DPC Branch, located at Nuroğlu Mahallesi, Organize Sanayi Bölgesi, 10. Cadde, No:1, 61900 Arsin/Trabzon,

And at our Corporate Internet Site www.hurriyetkurumsal.com and on the Central Registry Agency's Electronic General Assembly System e-GKS

Kindly submitted to the attention of our esteemed shareholders.

Best Regards,

HÜRRİYET GAZETECİLİK VE MATBAACILIK A.Ş.
BOARD OF DIRECTORS

HÜRRİYET GAZETECİLİK VE MATBAACILIK A.Ş.
DATED JUNE 6, 2018
EXTRAORDINARY GENERAL ASSEMBLY MEETING AGENDA

1. Opening and Presiding of the Meeting.

2. Authorization of the Meeting Chairman to sign the Meeting Minutes.

3. Determination of the number of members and duration of the Board of Directors and election of members of the Board of Directors to serve in the period to be determined.

4. Without the need of being submitted and voted at the General Assembly; providing information to the shareholders about the "Remuneration Policy" determined for the members of the Board of Directors and senior executives and about the payments made under the policy.

5. Determination of the fees to be paid to members of the Board of Directors during their duties.

6. Submission to the shareholders approval of the matter regarding the authorization of the members of the board of directors of the Company to be engaged in transaction mentioned in the article 395 and 396 of the Turkish Commercial Code .

POWER OF ATTORNEY
HÜRRİYET GAZETECİLİK VE MATBAACILIK A.Ş.

I do hereby appoint a, identified below in details, to represent me in line with the my opinions described below, to vote on my behalf , to submit proposals and to sign the required documents, at the Extraordinary General Assembly Meeting of Hürriyet Gazetecilik ve Matbaacılık A.Ş. that will be held on Wednesday, June 6, 2018 at 11:00, at 100. Yıl Mahallesi, 2264. Sokak, No: 1, Bağcılar/Istanbul.

The proxy (*);

Name/Surname/Trade Name:

TC ID Number/Tax ID Number, Trade Register and Number and MERSIS number:

(*) Foreign proxies are obliged to submit equivalent information, if available.

A) SCOPE OF REPRESENTATION AUTHORITY

The scope of representation authority for the sections 1 and 2 given below, should be determined by selecting one of the options (a), (b), or (c).

1.About the issues included in the agenda of the General Assembly;

a)The proxy is authorized to vote in accordance with his/her own opinion.

b)The proxy is authorized to vote in accordance with the proposal of the partnership management.

c)The proxy is authorized to vote in accordance with the instructions given in the table below.

Instructions:

In case the shareholder select the option (c), the specific instructions on the agenda are provided by marking one of the options (accept or reject) given in front of the agenda item and - if the reject option is marked - by indicating the dissenting opinion requested to be written in the general meeting minutes.

Agenda Items (*)	Admission	Rejection	Dissenting Opinion
1.Opening and Presiding of the Meeting.			
2.Authorization of the Meeting Chairman to sign the Meeting Minutes.			
3.Determination of the number of members and duration of the Board of Directors and election of members of the Board of Directors to serve in the period to be determined.			
4.Without the need of being submitted and voted at the General			

<p>Assembly; providing information to the shareholders about the "Remuneration Policy" determined for the members of the Board of Directors and senior executives and about the payments made under the policy.</p>			
<p>5.Determination of the fees to be paid to members of the Board of Directors during their duties.</p>			
<p>6.Submission to the shareholders approval of the matter regarding the authorization of the members of the board of directors of the Company to be engaged in transaction mentioned in the article 395 and 396 of the Turkish Commercial Code</p>			

There is no voting on information items.

If the minority has a separate decision draft, it is also specified, providing the vote by proxy.

2.Special instructions on other matters that may arise in the General Assembly meeting and in particular on the exercise of minority rights:

- a)The proxy is authorized to vote in accordance with his/her own opinion.
- b)The proxy is not authorized to represent the shareholder in these matters.
- c)The proxy is authorized to vote in accordance with the following specific instructions.

SPECIAL INSTRUCTIONS; Indicate here the specific instructions to be given by the shareholder to the proxy, if any.

B)The shareholder specifies the shares he/she wishes to be represented by the proxy, by selecting one of the following options.

1.I do hereby approve the representation by the proxy of the shares specified in detail below.

- a)Order and series: *
- b)Number/Group: **
- c)Number-Nominal value:
- ç)Whether the vote is a privileged vote or not:
- d)Bearer share-Registered share: *
- e)Percentage of total shares/voting rights owned by the shareholder:

*This information is not requested for the shares being monitored through registration.

**In case of shares being monitored through registration, the share number will be substituted with the information about the group, if any.

2.I do hereby approve the representation by proxy of all my the shares listed in the list of shareholders who may participate in the general meeting prepared by CRA a day before the general assembly date.

SHAREHOLDER'S NAME SURNAME OR TITLE (*)

TC ID Number/Tax ID Number, Trade Register and Number and MERSIS number:

Address:

(*) Foreign shareholders are obliged to submit equivalent information, if available.

SIGNATURE