

DOĞAN ŞİRKETLER GRUBU HOLDİNG A.Ş.

INFORMATION DOCUMENT FOR THE ORDINARY GENERAL ASSEMBLY MEETING, 03 JULY 2013 RELATED TO THE 2012 ACCOUNTING PERIOD

INTRODUCTION

The Ordinary General Assembly of our Company for the year 2012 will be held on **July 03, 2013, Wednesday at 02:00 p.m.**, in Head Office, Burhaniye Mahallesi, Kısıklı Caddesi, No: 65, Üsküdar / İstanbul, in order to negotiate and resolve the matters on the agenda.

The Board of Directors Activity Report for the 2012 period, Financial Statements and Footnotes (Financial Report), Independent Audit Company Opinion, Company Auditor Report, the offer of the Board of Directors on Profit Distribution, Corporate Governance Compliance Report, General Assembly Information Document, General Assembly Attendance Procedure and power of attorney form, and the information notes consisting of the necessary explanations within the scope of Decree No. 56 Series IV of the Capital Markets Board will be available at the Company headquarters, the website of our Company at the address of www.doganholding.com.tr, and the EGKS of "MKK", starting from three weeks prior to the meeting.

PROCEDURES FOR ATTENDING THE GENERAL ASSEMBLY

As per the provisions of the Turkish Commercial Code and the Capital Markets Law, in case our shareholders wish to attend the General Assembly meeting, they are not required to store their shares at any entity. Our shareholders who wish to attend the General Assembly Meeting must comply with the procedures publicly announced by Central Registry Agency ("CRA"). The shareholders whose names are on the attendees list prepared taking into account the "shareholders list" obtained from "CRA" may attend the General Assembly Meeting. The mentioned list shall be used to check whether the persons at the meeting hall in person, attending the General Assembly Meeting are indeed shareholders or representatives thereof.

Our "electronic signing" shareholders who wish to attend the Ordinary General Assembly Meeting in electronic medium may obtain the necessary information to attend the general assembly in electronic medium at "CRA" and/or "CRA"s website at "www.mkk.com.tr".

In order to ensure that our shareholders who cannot attend the meeting in person can exercise their voting rights through attorneys, they need to issue powers of attorney as per the below example, and upon fulfilling the other issues set forth in the Decree No. 8 Series IV of the Capital Markets Board, and submit to our Company with notarised signatures. The sample of the power of attorney can be obtained from our Headquarters or from the website of our Company at the address of www.doganholding.com.tr. If the authorisation has been done through the Electronic General Assembly System ("EGKS"), the name and the surname of the power of attorney holder (representative) must be found in the list from the "CRA". If the authorisation has not been made through the "EGKS", a power of attorney in line with the legislation should be presented.

As per Article 26 of the Articles of the Association of the Company:

Company shareholders convene as a General Assembly at least once a year. The General Assembly, which is convened in accordance with laws and Articles of Association, represent all shareholders. The resolutions made in the General Meetings bind both those who reject and who are not present in the meeting.

General Assemblies of the company are convene ordinarily and extraordinarily, and make the necessary decisions.

As per Article 28 of the Articles of the Association of the Company:

General Assemblies are held in the company head office or in other district of the province where the company is located, upon the resolution of the Board of Directors.

Time, location and agenda of General Assembly meetings are announced to shareholders by announcements made in accordance with article 36 of the Articles of Association. All issues, which are prescribed by Capital Markets Law, Capital Markets Board regulations as well as other applicable legislations, shall be included.

Shareholders may attend General Assembly meetings in accordance with Capital Markets Law, Capital Markets Board and Central Registry regulations as well as other applicable legislations. A shareholder and/or his/her proxy may not attend, speak and/or vote in the meetings if he/she does not have an entrance certificate in accordance with relevant legislations.

As per Article 36 of the Articles of the Association of the Company:

It is mandatory that the Announcements for the General Assembly meeting be made at least 21 days before, and in two daily newspapers. Additionally, as well as prescribed procedures by the legislations, meetings are announced by all kinds of communication instruments, electronic communications included, that would provide reaching to the maximum number of shareholders.

As per Article 31 of the Articles of the Association of the Company:

In the general assemblies, each shareholder is granted one voting right. At general meetings, votes are cast by raising hands. However, upon the proposal of shareholders holding 1/20 of the Company's capital, secret ballot is applied.

In the general assemblies, shareholders may have themselves represented by other shareholders or a proxy to be assigned from outside the company. Proxies who are the shareholders of the Company are authorized to cast the votes of the shareholders they represent in addition to their own votes. If the usufruct right and disposal right of a share belong to different people, they can agree and have themselves represented in a manner they desire. If they cannot agree, owner of the usufruct right will use the right to attend to and vote in General Assembly meetings.

Capital Markets Law, Capital Markets Board regulations and other relevant legislations shall be obeyed for the issue of voting by proxy.

TOTAL NUMBER OF SHARES AND VOTING RIGHTS REFLECTING THE PARTNERSHIP STRUCTURE OF THE ENTIRE COMPANY; PRIVILEGED SHARES AND NUMBER OF SHARES AND VOTING RIGHTS REPRESENTING EACH PRIVILEGED SHARE GROUP

- The Partnership Structure of the Company:

Commercial Title/Name and Last Name of the Partner	Share in the Capital (TL)	Share in the Capital (%)
Adilbey Holding A.Ş.	1,290,679,019.428	52.68
Doğan Family	354,664,092.733	14.48
Portion Traded in the BIST and Other Partners	804,656,887.839	32.84
TOTAL	2,450,000,000.00	100.00

- Total Number of Shares Representing the Partnership Structure of the Company:
2,450,000,000

- Total Voting Rights Representing the Partnership Structure of the Company:
2,450,000,000

- Privileged Shares :
NONE

POWER OF ATTORNEY

TO: DOĞAN ŞİRKETLER GRUBU HOLDİNG A.Ş. BOARD OF DIRECTORS

I, the undersigned, hereby appoint, empower and delegate as my proxy fully authorized to represent me, and to vote and file motions in my name, and to sign the required documents in my name in accordance with my instructions written here-below at the Ordinary General Assembly Meeting of Doğan Şirketler Grubu Holding A.Ş. where I hold and own capital shares, in respect of the accounting period of 2012, will be held at the address of Burhaniye Mahallesi, Kısıklı Caddesi, No: 65, Üsküdar / İstanbul at 02:00 p.m. on July 03, 2013 Wednesday.

A) SCOPE OF THE POWERS GRANTED TO PROXY

a) The proxy is authorized to vote on all agenda items and topics in line with his own opinions.

b) The proxy is authorized to vote on agenda items and topics in line with the following instructions:

Instructions: (Please insert your special instructions.)

c) The proxy is authorized to vote on agenda items and topics in line with the motions and proposals of the Company management.

d) On other issues or motions that may be put on agenda of the meeting, the proxy is authorized to vote in line with the following instructions:

Instructions: (Please insert your special instructions.)

B) THE SHARE CERTIFICATES OWNED AND HELD BY THE SHAREHOLDER

a) Class and Rank

b) Number

c) Quantity & Nominal Value

d) Whether privileged in voting or not

e) Registered or Bearer Shares

NAME & SURNAME AND POSITION OF THE SHAREHOLDER

SIGNATURE

ADDRESS

Note: In Section (A), one of the alternatives (a), (b) or (c) will be selected. Explanations should be given for alternatives (b) and (d).