

FORM OF POWER OF ATTORNEY

POWER OF ATTORNEY

**TO DOĞAN ŞİRKETLER GRUBU HOLDİNG A.Ş.
CHAIR OF 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 the name of me, all in line with my opinions marked below, in the Annual Ordinary Meeting of the General Assembly of Shareholders of Doğan Şirketler Grubu Holding A.Ş., where I hold and own capital shares, to be held in respect of the accounting period of 01.01.2011 – 31.12.2011 at the Company Headquarters at address of Burhaniye Mahallesi, Kısıklı Caddesi, No: 65, Üsküdar/İstanbul at 10:30 hours on June 27, 2012.

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 (In the absence of instructions, the proxy is free to cast his vote in line with his/her discretion)

Instructions: (Please insert your special instructions)

B) 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 chosen. Explanations will be given for alternatives (b) and (d).