2011 ANNUAL REPORT

DOĞAN ŞİRKETLER GRUBU HOLDİNG A.Ş.

Dogan

CONTENTS

VISION

To undertake efficient and sustainable investments in service, commerce and industry platforms that actively contribute to transparency in society as a whole and to the economic welfare and stability of the individual.

MISSION

To identify, develop and implement state-of-the art commercial and technological applications in consumer-facing products and services;
To establish the institutional facilities and capabilities necessary for the effective execution of these efforts in Turkey and the region.

Doğan Group's corporate culture is comprised of the principles of innovation, consistency, flexibility, quality, social responsibility, customer focus and teamwork.

The foundation of Doğan Şirketler Grubu Holding A.Ş. was laid after the Honorary President Aydın Doğan registered with the Mecidiyeköy Tax Office in 1959. This venture of Mr. Aydın Doğan, who went on to establish his first company in 1961 to undertake commercial activities in the auto industry, marked the beginning of the organization that would later become one of the leading institutions in Turkey.

Doğan Group employs 25 thousand people, 13 thousand of them directly, and provides differentiated services to a broad consumer base in almost every corner of Turkey. Deploying the experience it has gained in Turkey in overseas markets and having established strategic alliances with seven international business groups, Doğan Group currently has operations in 17 countries.

Doğan Holding effectively provides technology and modern management practices in every phase of the product-service cycle.

The Doğan Group's corporate culture is comprised of the principles of innovation, consistency, flexibility, quality, social responsibility, customer focus and teamwork.

Focusing particularly in the media and energy sectors, the Doğan Group is a driving force in Turkey's development with its strong, entrepreneurial, dynamic and customer-oriented approach in all of its business lines.

Aydın Doğan and the Doğan Family are the ultimate controlling shareholders of Doğan Holding. Doğan Holding's shareholders and their respective shares of the Company's capital as of December 31, 2011 and 2010 are presented below.

	December 31, 2011		December 31, 2010	
	Share (%)	Share Capital (TL thousand)	Share (%)	Share Capital (TL thousand)
Adilbey Holding A.Ş.[1]	52.68	1,290,679	52.00	1,274,000
Doğan Family	13.94	341,597	13.93	341,364
Aydın Doğan Foundation	-	-	0.19	4,679
Publicly traded on the ISE[2]	33.38	817,724	33.88	829,957
Total Issued Capital	**100.00**	**2,450,000**	**100.00**	**2,450,000**

[1] Adilbey Holding A.Ş.'s share has increased to 52.68% (TRY 1,290,679) as a result of purchasing 16,679,046.07 shares on the Istanbul Stock Exchange on October 31, 2011 and December 8, 2011.

[2] In accordance with the Capital Markets Board's (the "CMB") Resolution No: 21/655 issued on July 23, 2010, shares corresponding to 31.46% (December 31, 2010: 32.12%) of Doğan Holding's share capital as of December 31, 2011 are outstanding based on the Central Registry Agency's ("CRA") records. Shares corresponding to 34.29% of Doğan Holding's capital are publicly available.


Doğan

MEDIA

Doğan Yayın Holding A.Ş.

Areas of Business
Publishing, broadcasting, retailing[1]

In the publishing segment, the Company reaches approximately 5 million readers every day via Hürriyet, Posta, Radikal, Fanatik and Hürriyet Daily News newspapers and is the market leader in newspaper circulation with a 24% market share. Through Doğan Burda and Doğan Egmont, the Group also has a total magazine circulation of more than 7 million units. Doğan Dağıtım handles the distribution of two-thirds of the newspaper circulation in Turkey. Trader Media East, which operates as part of Hürriyet, is the market leader in the classified ads sector in Russia and Central Europe.

In the television and radio broadcasting segment, the Company boasts the sector's leading brands such as Kanal D and CNN Türk in television broadcasting; radio stations that distinguish themselves with their content such as Radyo D, CNN Türk Radyo and Slow Türk Radyo in radio broadcasting; and the D-Smart digital platform. In addition, Doğan Yayın Holding also engages in television, movie and commercial production activities via its subsidiary, D Productions. Kanal D Romania established a position in the top tier of the Romania television sector in a very short time.

In the retailing[1] segment, D&R offers books, music, films, magazines, electronics, hobby-related items, accessories and stationery products to consumers with a quality service approach in its 114 stores throughout Turkey.

ENERGY

Doğan Enerji Yatırımları San. ve Tic. A.Ş.

Areas of Business
Energy production, transmission, distribution and trade

Doğan Enerji owns a 33% equity stake in Boyabat Elektrik Üretim ve Ticaret Anonim Şirketi. With 513 MW installed capacity, Boyabat Dam and HEPP project is among the largest private sector power plants in Turkey. The Aslancık project, owned 25% by Doğan Holding and 8.33% by Doğan Enerji, has an installed capacity of 120 MW. Through its 50% ownership of Gas Plus Erbil, which carries out Doğan Enerji's oil exploration operations in Northern Iraq, Doğan Enerji has a net interest of 20% in the Erbil Project.

INDUSTRY

Çelik Halat ve Tel San. A.Ş.

Areas of Business
Steel wire ropes, mechanical spring wire, galvanized wire, wire strand, concrete strand and bead wire manufacturing

Founded in 1962 to provide Turkey's need for steel wire ropes, mechanical spring wire, galvanized wire, wire strand, concrete strand and bead wire, the Company raised its market share up to 35% thanks to growing sales.

Ditaş Doğan Yedek Parça İmalat ve Teknik A.Ş.

Areas of Business
Rod manufacturing for auto parts industry

Established in 1972, the Company is the largest rod manufacturer in Turkey that produces for both the vehicle manufacturers (OEMs) and the spare parts market (IAM) within the automotive supplier segment.

Doğan Organik Ürünler San. ve Tic. A.Ş.

Areas of Business
Organic livestock breeding

Founded in Kelkit in 2002, Doğan Organik Ürünler is Turkey's sole organic raw milk producer, the exclusive supplier of the raw material for the organic drinking milk sold in the domestic market, the producer of the organic dairy products sold under the Mlife brand, as well as one of Europe's best organic livestock breeding enterprises with an annual production capacity of more than 10,000 tons.

[1] D&R, which is classified under the retailing segment, was transferred to Doğan Şirketler Grubu Holding A.Ş. in January 2012.

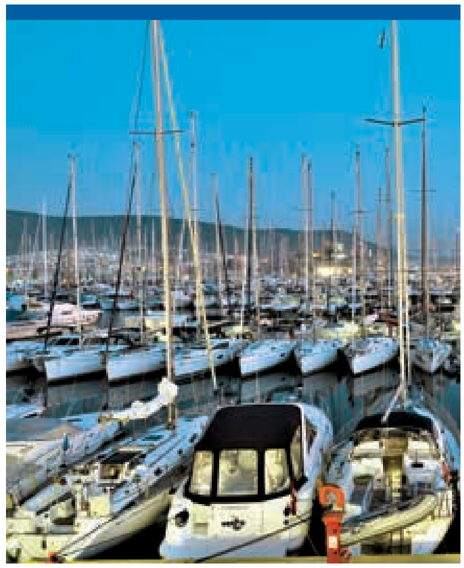
REAL ESTATE MARKETING

Milpa Ticari ve Sınai Ürünler Paz. San. ve Tic. A.Ş.

Areas of Business
Construction and marketing

Since its establishment, Milpa has marketed a large number of products from various industries, from electronics to automotive, computers to real estate. One of Turkey's leading and pioneering marketing companies that has successfully marketed many products for 32 years, Milpa is maintaining its leading position in the industry while continuing to create value in its segment. Pursuant to a strategic corporate decision, the Company began focusing on the real estate sector in the early 2000s.

TOURISM

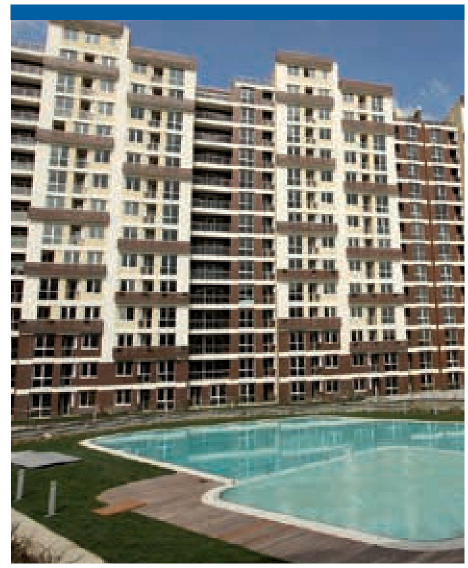


Milta Turizm İşletmeleri A.Ş.

Areas of Business
Hotel management, marina and travel agency operation

Doğan Holding's tourism industry investments and operations are managed under the corporate umbrella of Milta Turizm Işletmeleri A.Ş. Founded in 1982, Milta provides hotel management services via Işıl Club, marina operations via Milta Bodrum Marina, and travel agency operations and fleet and daily car rental services via Işıl Tur. Milta Bodrum Marina ranks among the top 10 marinas in the Mediterranean.

FINANCIAL SERVICES



DD Konut Finansmanı A.Ş.

Areas of Business
Home mortgage

DD Konut Finansmanı A.Ş. (DD Mortgage) is Turkey's first mortgage-backed housing finance company. With its shareholders' expertise in media and international financial markets, the Company aims to be a major player in the home mortgage market.

2011 has been a year of steps taken to enhance profitability.

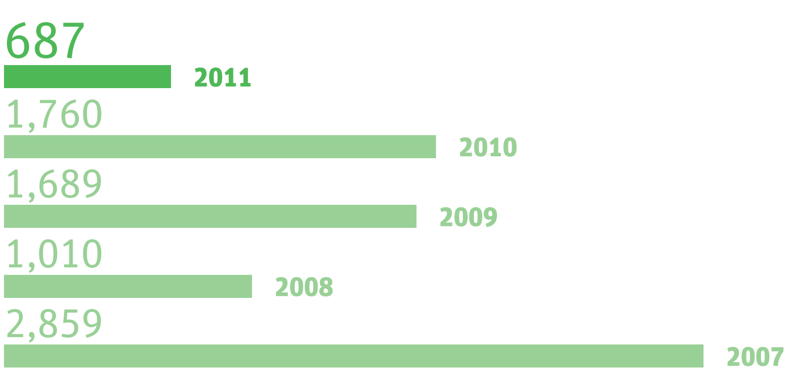
Doğan Holding's Stock Performance

Eight of the companies in the Doğan Group are listed on the Istanbul Stock Exchange (ISE) National Market. Key information on these quoted companies, their shares and respective performances as of December 31, 2011 are presented below:

	Doğan Şirketler Grubu Holding A.Ş.	Ditaş Doğan Yedek Parça İmalat ve Teknik A.Ş.	Çelik Halat ve Tel Sanayi A.Ş.	Milpa Ticari ve Sınai Ürünler Paz. San. ve Tic. A.Ş.
Share Price	**TL 0.53**	**TL 2.63**	**TL 3.26**	**TL 1.53**
Number of Shares	**2,450 Million**	**10 Million**	**16.5 Million**	**127.4 Million**
Market Capitalization	**US$ 687 Million**	**US$ 14 Million**	**US$ 28 Million**	**US$ 103 Million**
ISE Ticker Symbol	**DOHOL**	**DITAS**	**CELHA**	**MIPAZ**

	Doğan Yayın Holding A.Ş.	Hürriyet Gazetecilik ve Matbaacılık A.Ş.	Doğan Gazetecilik A.Ş.	Doğan Burda Dergi Yayıncılık ve Pazarlama A.Ş.
Share Price	**TL 0.50**	**TL 0.70**	**TL 1.50**	**TL 2.78**
Number of Shares	**2,000 Million**	**552 Million**	**105 Million**	**19.6 Million**
Market Capitalization	**US$ 529 Million**	**US$ 250 Million**	**US$ 83 Million**	**US$ 29 Million**
ISE Ticker Symbol	**DYHOL**	**HURGZ**	**DGZTE**	**DOBUR**

Doğan Holding Market Capitalization (US$ million)*



* Calculated based on closing price at year-end and the number of shares outstanding during that year.

Key Financial Indicators (TL million)

DOĞAN HOLDİNG

Key Financial Indicators (TL million)	2011	2010*	2009
Sales Revenue	2,867	2,519	2,686
Gross Operating Profit	807	666	420
Operating Profit /(Loss)(1)	25	-8	-221
EBITDA(2)	225	187	-20
EBITDA Margin(2)	8%	7%	-1%
Net Profit/(Loss) After Tax and Minority Interests(3)	-757	656	-114

(1) Excluding other operating income and expenses.
(2) Earnings before Interest, Taxes, Depreciation and Amortization (EBITDA) has been calculated by Doğan Holding; accumulated amortization and depreciation for TV programming rights have not been included.
(3) Net Profit/(Loss) After Tax and Minority Interests also includes Net Profit/(Loss) from Discontinued Operations.
** 2010 financial statements were restated due to discontinued operations.*

	2011		2010	
(TL Million)	Net Sales	Total Assets	Net Sales (1)	Total Assets
Media(2)	2,614	4,669	2,289	3,884
Other(2)	268	5,871	252	5,209
Inter-segment Elimination	-15	-1,892*	-21	-1,059*
Total	**2,867**	**8,648**	**2,519**	**8,033**

(TL Million)	2011	2010	2009
Total Assets	8,648	8,033	9,545
Current Assets	4,993	4,772	4,295
Non-current Assets	3,655	3,261	5,249
Current Liabilities	2,027	1,834	3,177
Non-current Liabilities	2,770	1,578	2,216
Equity Attributable to Equity Holders of the Parent Company	3,039	3,836	3,474

(1) 2010 financial statements were restated due to discontinued operations.
(2) Doğan Havacılık, which is accounted for using the equity method by Doğan Yayın Holding, parent company of the Media Segment, is consolidated on a line-by-line basis by the Group since it is controlled by the Group and it is reported in "Other" segment.
** Inter-segment elimination amount consists of elimination of Group's subsidiary amount to Doğan Yayın Holding and reciprocal debit and credit balances between Media and Other segments.*

Here at Doğan Group, we strive for Turkey's development through our investments and the ongoing, long-term social responsibility projects we implement.

Dear Shareholders,

As the worldwide economic crisis completed its third full year in 2011, the global recovery began stalling. The public debt crisis that shook the European Union pushed many countries including Italy, Ireland, Portugal, Spain and especially Greece to a state of severe financial uncertainty. However, the main development that left its mark during the year was the revelation of the social cost of the various crises. Broad segments of European society, adversely impacted by the sovereign debt crisis and the political developments took to the streets demanding lasting policies and solutions. The Arab Spring that began by protesting the oppressive regimes in North Africa and later spread to the Middle East was followed by the "Occupy Wall Street" demonstrations in the United States and other similar movements.

Against this backdrop, the growth performance of emerging markets outpaced their developed country counterparts during the year. Turkey continued along its own strong growth path in 2011 and became one of the fastest growing economies in the world. I believe that the Turkish economy will further sustain its upward trend in the coming period despite the current account deficit problem.

An incident that impacted Turkey deeply in 2011 was the October earthquake in and around Van province. While we were sharing the pain and suffering of our citizens who suffered this disaster, we at the Doğan Group were further devastated with the loss of two of our journalists, who were on duty during an aftershock. They joined the ranks of fallen journalists who pursued reporting with great passion and dedication. I would like to take this opportunity to once again express my condolences and wish perseverance to Van as well as to the whole of Turkey.

As of year-end 2011, Doğan Group completed the reorganization effort that was launched in line with its new strategies and objectives. We entered 2012 with a sound organizational structure by focusing on business lines that we see as investment opportunities.

Last year, we focused most of our energy and attention on the legal process concerning the tax penalties levied on our subsidiaries. As a result of the judicial process that ended in favor of Doğan Yayın Holding and the applications made within the framework of Law No. 6111, there are now no outstanding tax disputes concerning the Holding or any of our directly or indirectly-owned subsidiaries. As these proceedings moved forward, we adopted a risk management and profit-oriented management approach in line with our strategic objectives; as a result, we completed reorganization of our existing media portfolio with a focus on profitability and efficiency.

We continued to strengthen our financial position and improve our corporate governance in our operating sectors within the media business. While prioritizing the monitoring of operational risks and financial risk management, we also undertook numerous efforts in order to protect company assets and increase the effectiveness of internal control in this area. Consequently, we made our investment portfolio more stable against fluctuations. We are moving forward more resolutely and dynamically with the belief that this new structure will add to the strength of Doğan Holding in the current, highly competitive global environment.

Begümhan Doğan Faralyalı was appointed Chairperson of the Board of Directors at Doğan Holding as of January 1, 2012. I would also like to mention that Arzuhan Doğan Yalçındağ, Chairperson of Doğan TV's Board of Directors; Vuslat Doğan Sabancı, Chairperson of Hürriyet Gazetecilik's Board of Directors; and Hanzade Doğan Boyner, Chairperson of Doğan Gazetecilik's Board of Directors, who have carried out many successful initiatives in various sectors that the Group is active in, are a constant source of pride for me as the young generation with their talents and capabilities.

At the Doğan Group, we strive for Turkey's development through our investments as well as the ongoing, long-term social responsibility projects we implement. We will maintain our pioneering role in our operating sectors and continue to create value for all of our social stakeholders. I would like to thank all of our stakeholders who have continued to support us through the challenging times that we have left behind. I believe that we will also achieve successful results in 2012 thanks to the dedication of our employees and the support of our customers and investors.

Respectfully yours,

AYDIN DOĞAN
HONORARY PRESIDENT

We are actively working to become one of the best conglomerates that adds the highest value to its investments both in Turkey and within the region.

Doğan Holding's Esteemed Investors and Shareholders, Business Partners and Employees,

Despite all the doom and gloom in the global economy in 2011, Turkey sustained its strong growth performance and became the second fastest-growing economy in the world thanks to its sound macroeconomic fundamentals and vibrant domestic demand. However, amid this brilliant outlook, the current account deficit approaching 10% of GDP stood out as a major problem in the Turkish economy and one that needs to be managed with care.

The global conditions inherited from 2011 point to slower growth in the Turkish economy in the coming year. Add the current account deficit-related risk factor to this fact, and the resulting picture is prompting the major players in the Turkish business world to be more cautious and creative. However, we wholeheartedly believe that the global conditions and the measures implemented in Turkey will help our economy once again outperform those of developed countries as well as other emerging markets this year.

In 2011, in an effort to increase efficiency and establish focus, Doğan Holding reviewed its portfolio and bolstered its capital structure by divesting of some assets. In order to eliminate uncertainties that may arise in the years ahead, we restructured our liabilities resulting from the tax penalties that were assessed on our subsidiaries in a way that does not leave any lingering questions.

Despite channel diversity in media proliferating in recent years and competition becoming even more intensive in 2011, Doğan Holding increased its advertising revenue, on a consolidated basis, commensurate with the growth in the total ad spending in Turkey and maintained its market share. In short, even though tax-related liabilities and a tax base increase negatively impacted our income statement this year, we are looking to the future with confidence, thanks to our sound financial position and effective operations.

As a Group that believes in the importance of good corporate governance for sustainable growth, Doğan Holding steadily continued its practices in this area in 2011. Doğan Yayın Holding (DYH) and Hürriyet Gazetecilik, both of which are listed in the Istanbul Stock Exchange Corporate Governance Index, were recognized with various awards for their good practices; DYH achieved the distinction of having the third-highest corporate governance rating.

While these were the developments on the business side, we also lent a helping hand as a Group to the Van earthquake victims last year as part of our model corporate citizen strategy. We undertook forward-looking, long-term projects in collaboration with the Aydın Doğan Foundation in a number of areas such as the arts, culture, the environment, education, health and sports for the development of the individual and society.

Through our companies, we have enthusiastically continued to carry out initiatives for the victims of domestic violence and for girls who are deprived of educational opportunities.

Here at Doğan Holding, we enter 2012 with much confidence. We plan to expend efforts and undertake initiatives in line with the objectives of achieving sustainable growth in all businesses in which we operate; maintain our position as the pioneering, innovative and leading media institution; make selective investments in areas in which we believe we will create value for our country and for our investors; and become one of the best conglomerates that adds the highest value to its investments in Turkey and in the region.

Media and energy will continue to be the primary business lines for Doğan Holding in 2012. We aim to sustain our pioneering and strong domestic position in printed and visual media, make new investments in online media and deploy the experience and know-how we have accumulated in these areas to date in overseas markets. In the energy sector, we currently have investments in the power and oil industries. We will gradually commence production - in phases - in these projects and we will take advantage of opportunities that arise in every segment of the energy industry.

In addition, while we increase our investments in the retail industry in line with the Group's deep-rooted strategy of "having a presence in consumer-facing industries", we will also work on establishing collaborations and partnerships that we believe will create synergy within our existing operations, while we simultaneously monitor privatization tenders.

We started 2012 on a high note with sustainable growth-oriented new business objectives that will create value-added for Turkey. We are looking to the future with hope and optimism thanks to our vision, entrepreneurial spirit, creative and innovative outlook, sound corporate organizational structure, dedication and highly-qualified human capital that have taken Doğan Group to its current level. With the confidence of our investors, cooperation of our partners, dedication of our employees, and the appreciation and acclaim of millions of people whose lives we have touched as part of our domestic and overseas investments to date, we will forge ahead with our operations in the coming period.

We would like to express our heartfelt appreciation to our stakeholders whose support we always feel on our side.

Respectfully yours,

BEGÜMHAN DOĞAN FARALYALI
CHAIRPERSON OF THE BOARD OF DIRECTORS

Doğan Holding increased its consolidated revenue by 14% over the previous year, to TL 2.9 billion in 2011.

While the concerns over the global economy continued in 2011, Turkey recorded an impressive performance with a GDP growth rate of 8.5%. In addition to the stellar economic growth that has continued in recent years, the declining public debt and the unemployment rate that retreated to its lowest level in recent history were the other concrete indicators of the solid foundation of the Turkish economy.

The most tenuous macroeconomic indicator for Turkey in 2011 was the current account deficit. According to Central Bank of Turkey data, the foreign trade deficit surged 48% to reach US$ 105.9 billion during the reporting period. Meanwhile, the current account deficit reached US$ 77 billion in 2011, up 65% from the prior year. The current account deficit nearly reached 10% of gross domestic product. Nevertheless, we expect the low level of the budget deficit as a share of GDP to prevent Turkey from experiencing an economic contraction in 2012, such as the one that transpired in 2009.

2011 was a year of reorganization for Doğan Group. Our primary objectives during this process were establishing a structure that allows for sustainable growth and which increases our profitability and effectiveness in the markets in which Doğan Holding is active.

As part of the reorganization, we reviewed our media portfolio in order to optimize our size in the sectors from an economic and management perspective and bolstered our capital position by divesting of certain assets. In addition, we resolved that all companies within Doğan Group should take advantage of rights and benefits offered by Law No. 6111 on Restructuring Certain Receivables.

Further, Doğan Holding took successful steps in risk management in order to bolster its strong corporate governance practices. We devised an active market risk management model to minimize the impacts of potential negative developments on our performance in this current environment where financial markets exhibit wild fluctuations. The Central Treasury System application implemented by Doğan Holding enables the Company to calculate the daily market price of every form of financial instrument, closely monitor market yield curves and generate proactive reports against exchange rate and interest rate fluctuations.

We aim to make the period ahead a period of development and growth for Doğan Holding.

Doğan Holding increased its consolidated revenue by 14% over the previous year, to TL 2.9 billion in 2011. However, due to the non-recurring expenses related to the tax liability and tax base increase resulting from Law No. 6111, the Company reported a consolidated net loss of TL 755 million in 2011.

Media Operations

A glance at the Company's media operations reveals that the non-recurring expenses in connection with the tax liability and tax base increase resulting from Law No. 6111 negatively impacted our income statement, and we consequently incurred a loss of TL 1,196 million for the year. On the flipside, as total ad spending in Turkey grew by 14% in 2011, our media companies moved in lockstep with this growth and maintained their advertising market shares, increasing their total sales revenue to TL 2.6 billion, up 14%. For the year, our operating profit rose by 15% and reached TL 95 million.

A comparison with the total assets of media companies and statistics on ad spending for developed countries shows that there is still major growth potential in Turkey. We anticipate Turkish ad spending to remain on its steady growth trend and rise by 10% in 2012. We at Doğan Group have set our ad revenue target for 2012 in line with the growth rate of this market in Turkey.

Our objective for this year is to sustain our pioneering and leading position in the domestic print and visual media market and continue to grow organically in this segment. In addition, we plan to grow via mergers and/or acquisitions in online media, which is promising with its accelerating growth potential in Turkey and abroad. We also see the overseas media market as a major investment area without any channel limitations.

Energy Operations

Power generation, which is a vital business line for Turkey, is also among the primary investment areas of Doğan Holding. We anticipate the Boyabat Dam HEPP project, which we believe will play an important role in reducing Turkey's dependence on foreign sources of energy and in which we own a 33% equity stake, to commence operations at full capacity as of year-end 2012. When this project begins production, we, along with our partners will generate approximately 1.5 billion kWh of power annually, with an installed capacity of 513 MW.

The Aslancık Project, another energy investment with a 33% stake by Doğan Holding, is currently under construction. The project is expected to commence operations in the second half of 2013.

In 2009, we acquired a stake in Gas Plus Erbil in order to expand the scope of our oil exploration and production operations. Through this company, we participated in an oil exploration at a field located in Northern Iraq, with a 20% share. Test production began in the Bastora-1/A well in this exploration field in 2011; new wells will be drilled and field development investments and test production will continue in 2012.

In addition to our existing energy investments, we continue to conduct feasibility studies on opportunities in fuel distribution and renewable energy segments while carefully monitoring all kinds of investment opportunities in the energy industry; both on the production side as well as the distribution side.

Industry, Trade and Tourism Sector Operations

Çelik Halat, one of Doğan Holding's industrial enterprises, manufactures steel wires and ropes for a large number of sectors, ranging from automotive and appliances to telecommunications and energy. In business for 50 years, the Company exports to 37 countries. Increasing its sales revenue by 25% during the reporting year, Çelik Halat also raised its market share to 35% in 2011.

Ditaş is a Doğan Holding subsidiary operating in the auto parts industry. The company is also the largest manufacturer in its product range, supplying both original equipment to vehicle manufacturers and replacement parts. In 2011, Ditaş increased its total sales by 39% and raised its market share to 26%.

Doğan Organik Ürünler, another Doğan Holding company, makes a major contribution to regional development with its nearly 100 contract farmers and annual organic milk production of almost 10,000 tons. The only raw material supplier for organic drinking milk in Turkey, Doğan Organik Ürünler also began reaching final consumers directly in 2011 as the exclusive producer of the organic dairy products marketed by the national supermarket chain Migros under its Mlife brand.

Operating in the retail industry and the leader of its sector with 114 stores in 24 provinces, D&R will continue to be the focal point of growth Doğan Holding is targeting in that sector. While continuing our organic growth by opening new D&R stores, we will also be on the lookout for alternative investment opportunities in this area.

Milta, our subsidiary featuring multiple investments in various segments under its corporate umbrella, entered into a shareholding agreement with Rönesans Gayrimenkul Yatırım (Rönesans Real Estate Investment) in March 2012 to establish a joint venture capital firm subject to shared management. We aim to take advantage of the opportunities in the real estate development segment through this joint venture.

I would like to take this opportunity to note that we also plan to pursue partnership alternatives in industry, trade and tourism for operational diversity while monitoring privatizations in the infrastructure operation and lottery sectors.

Concluding Remarks

Here at Doğan Group, we will continue to leverage our innovative, creative and pioneering qualities in our successful operations in 2012 in industries that will reshape the world in the 21st century. As a model corporate citizen, we will create added value for our country, not just in economic terms but also socially and culturally. We would like to thank our shareholders, employees, investors, business partners and suppliers, in short, all of our stakeholders who always stand behind us, for supporting us on our journey to where we are today, and for moving forward with us on this path.

Respectfully yours,

YAHYA ÜZDİYEN
CEO

BOARD OF DIRECTORS

AYDIN DOĞAN
Honorary President

Born in Kelkit in 1936, Aydın Doğan attended elementary and secondary school in Kelkit and finished high school in Erzincan. From 1956 to 1960, he attended the Istanbul Economy and Commerce Academy. In 1959, he registered with the Mecidiyeköy Tax Office and launched his professional career, trading with sectors including transportation, construction, automotive, utility vehicle and machinery. In 1961, Mr. Doğan established his first private company, conducting wholesale trade until 1970. Mr. Doğan founded his first industrial company in 1974. In the following years, he joined both the Assembly and the Administrative Board of the Istanbul Chamber of Commerce and served as a Board Member of the Union of Chambers and Commodity Exchanges of Turkey (TOBB). With the acquisition of the daily newspaper Milliyet, in 1979, Mr. Doğan became a publisher. Today, he is the doyen of national newspaper owners. Between 1986 and 1996, he served as the head of the Association of Turkish Newspaper Publishers. At the World Association of Newspapers (WAN) conference, held in Tokyo in 1998, Mr. Doğan became the first Turkish person to be selected Deputy Chairperson of the Association. In 1999, he was awarded Turkey's Outstanding Service Medal by the Turkish Government. He received four honorary doctorates in 1999, 2000, 2001 and 2005 respectively, from Girne American University, Aegean University, Baku State University, and Marmara University. He established the Aydın Doğan Foundation in 1996, consolidating the social, cultural and educational activities of the Doğan Group under one organization. From his first company with three employees in 1961, he built one of Turkey's leading groups, providing consumers with an extensive range of products and services, with nearly 20,000 employees and stakeholders in its direct participations, strategic alliances and commercial representative offices. Mr. Doğan is married, and has four children and seven grandchildren.

BEGÜMHAN DOĞAN FARALYALI
Chairperson of the Board [1]

Born in Istanbul in 1976, Begümhan Doğan Faralyalı received her BSc in Economics and Philosophy at the London School of Economics in 1998. She began her professional career as a consultant at the NY Office of Arthur Andersen, and then moved to the London office of Monitor Group, a global strategic consulting firm, where she was involved in strategy and restructuring projects for leading European media, technology and FMCG companies. After earning her MBA degree at Stanford University in 2004, she took charge of the business development initiatives of Doğan Yayın Holding (DYH) in the international arena as an Executive Committee Member and Deputy President for Overseas Investments. There, she focused on investment opportunities mainly in Eastern Europe and Russia. In 2007, Ms. Faralyalı led the startup process of Kanal D Romania, a general entertainment TV channel, the first foreign investment of DYH, and forged its partnership with the Swiss Ringier Group. In two years, the channel managed to rank third overall in total daytime viewership. Ms. Faralyalı is still the Chairwoman of Kanal D Romania. At the same time, she worked on the purchase of Trader Media East, traded on the London Stock Exchange, by Hürriyet in 2007, marking the largest international acquisition by DYH. After living overseas for 15 years, she moved back to Turkey in 2009 and became CEO of Star TV. In 2010, she assumed the Presidency of Doğan TV Holding, which also included TV channels Kanal D and CNN Türk. As of January 1, 2012, she became Chairwoman of Doğan Holding. Begümhan Doğan Faralyalı is married and has two children.

HANZADE V. DOĞAN BOYNER
Deputy Chairperson[2]

Hanzade Doğan Boyner presently is the Chairperson of Doğan Online and Doğan Gazetecilik, and the Deputy Chairperson of Hürriyet Gazetecilik, Doğan Burda and Doğan Yayın Holding. After receiving her graduate degree in Economics from the London School of Economics, she worked as a financial analyst in the Communications, Media and Technology Group of Goldman Sachs International in London. She returned to Turkey after receiving her MBA from Columbia University and founded Doğan Online, Turkey's largest online holding. In 2003, she became the CEO of Doğan Gazetecilik which includes Turkey's best-selling daily newspaper Posta. In 2006, she took an active role in the establishment of the strategic partnership between Doğan Holding and Central Europe's leading oil and gas company OMV in the fields of refinery, oil prospecting and production through Doğan Holding's affiliate Petrol Ofisi and continued her position as the Chairperson of the company. As a member of The Brookings Institute International Advisory Council, The European Council on Foreign Relations, The Foreign Economic Relations Board (DEİK), Turkish Industrialists' and Businessmen's Association (TÜSİAD), The Young Presidents' Organization (YPO) and The Women Entrepreneurs Association of Turkey (KAGİDER), Ms. Boyner takes an active role in civil society further as the co-founder of The Global Relations Forum (GRF) and the Deputy Chairperson of The World Association of Newspapers and News Publishers (WAN). She also conducts the "Dad, Send Me To School" Campaign, one of the most successful social responsibility projects in Turkey. Aimed at removing the obstacles to the education of girls, scholarships were given to 10,500 pupils and 33 dormitories were built for girls within the scope of this project. Hanzade Doğan Boyner is married and has one child.

[1] Begümhan Doğan Faralyalı took over the office of Chairperson from Arzuhan Doğan Yalçındağ on January 1, 2012. Arzuhan Doğan Yalçındağ served as the Chairperson of the Company from January 1 – December 31, 2011.
[2] After serving as Board Member until January 1, 2012, Hanzade Doğan Boyner took office as Deputy Chairperson as of the same date.

İMRE BARMANBEK
Deputy Chairperson

Born in 1942, İmre Barmanbek graduated from the Faculty of Political Science at Ankara University with a degree in Economics and Finance. She started her career as Assistant Tax Inspector at the Tax Inspectors Board of the Ministry of Finance where she later became Tax Inspector. From 1969 to 1972, she worked as Planning Specialist in Incentive Implementation at the State Planning Organization and later returned to her post at the Ministry of Finance. From 1975 to 1977, she served as a member of the Tax Appeal Commission. Following her successful career with the Ministry of Finance, she began working in the private sector. She joined Doğuş Akü, a joint enterprise between the Koç and Doğan Groups, as Treasurer and was later promoted to General Manager. Continuing her professional career as Financial Coordinator at the Doğan Group, Ms. Barmanbek became Chief Financial Officer in 1998. From 1999 to 2002, she served as the General Coordinator and Chief Executive Officer of the Group. Her dynamic management style and the importance she places on value-added growth in the Doğan Group brought her the "Best Woman Manager of the Year" Award from Dünya newspaper in 2001. She was named among Fortune's "Most Powerful Business Women" two years in a row, in the 33rd place in 2001 and 22nd place in 2002. İmre Barmanbek has also served as the Deputy Chairperson at Doğan Holding since 2003.

YAHYA ÜZDİYEN
Deputy Chairperson[3]

Born in 1957, Yahya Üzdiyen graduated from the Department of Business Administration at Middle East Technical University (METU). Between 1980 and 1996, he worked as trade & investment specialist and manager in several privately owned companies in Turkey and abroad. Between 1997 and 2011, he assumed the position of Strategy Group President at Doğan Holding and became Deputy Chairperson on January 18, 2011. During this period, he played an important role in the acquisition, partnership and sale of Group companies, such as Petrol Ofisi, Ray Sigorta and Star TV. Presently acting as Board Member in many of the Group companies, Mr. Üzdiyen has served as Doğan Holding's CEO since January 24, 2012. Yahya Üzdiyen is married and has two children.

ARZUHAN DOĞAN YALÇINDAĞ
Board Member[4]

Arzuhan Doğan Yalçındağ started her professional career at Milpa in 1990 to initiate a mail order business in cooperation with the German firm, Quelle and headed the company until 1993. In 1994, she took part in the establishment of Alternatifbank and served as a Board Member until she became the Executive Committee Member in charge of finance at Milliyet Magazine Group in 1995. She joined Kanal D in 1996 and led different departments until 2005. Ms. Yalçındağ started efforts in 1999 to establish a joint news channel with the American Time Warner Group, which produced CNN Türk the next year. In 2005, she became CEO of Doğan TV Holding, parent company of Kanal D, CNN Türk, DMC, D Production and radios. Elected as the first female Chairperson of the Turkish Industrialists' and Businessmen's Association (TÜSİAD) in 2007, she chaired the Association until 2010. As a Young Global Leader selected by the World Economic Forum, Ms. Yalçındağ founded the "Women's Initiative for Turkey in the EU" and has been lobbying to establish dialogue between Turkish and European women. She is a Founding Member of the Women Entrepreneurs Association of Turkey (KAGIDER) and the Aydın Doğan Foundation. Ms. Yalçındağ has memberships in the Turkish Education Volunteers Foundation (TEGV), the Turkish-American Businessmen Association (TABA) and the Turkish Third Sector Foundation while she has also served as Board Member at the Istanbul Modern Art Museum. Currently, Arzuhan Doğan Yalçındağ is Chairperson of Doğan TV Holding. She is married and has two children.

[3] Yahya Üzdiyen was appointed Board Member as of January 18, 2011, and took office as Deputy Chairperson as of the same date.
[4] Arzuhan Doğan Yalçındağ served as Deputy Chairperson from January 1 – December 31, 2011.

VUSLAT DOĞAN SABANCI
Board Member

Vuslat Doğan Sabancı was appointed President of the Board of Directors of Hürriyet on May 26, 2010. In January 2004, she was appointed President of the Executive Committee of Hürriyet. As a top executive of the Company, she is responsible for its trading strategy and management. During the last four years, she has served as President of the Executive Committee, Ms. Sabancı managed the Company in tandem with a global perspective and further reinforced the assets of Hürriyet through acquisitions in the developing media markets. In addition to these initiatives, she upgraded the Company to a competitive level in the new media world through successful online projects. Throughout her term of office, the social presence of Hürriyet was also strengthened through social responsibility campaigns. Included among the aforementioned initiatives are: Acquisition of Trader Media East, the most successful online and printed advertising platform of Russia, Commonwealth of Independent States and other countries in the region; Pioneering the launch of the website of Hürriyet, thereby initiating and strengthening Hürriyet online version, and making it the number one website with Turkish content; Starting a campaign against domestic (family) violence and another campaign to raise the awareness of human rights among Turkish people in order to spread democracy to a wider base. Ms. Sabancı joined Hürriyet newspaper as the Deputy President – Advertisements in 1996. When she was promoted to Marketing Operations Group Head of the newspaper three years later, her duties and responsibilities extended to marketing, sales, human resources and Information Technology (IT). Before joining Hürriyet, Ms. Sabancı worked in the editor-in- chief's office in The New York Times for one year, and later, she contributed to the establishment of Asian Business World News Channel and the Latin America Edition of The Wall Street Journal. Ms. Sabancı graduated from the Faculty of Economics of Bilkent University, and continued her education at Columbia University in New York where she was awarded a postgraduate degree in International Media and Communications. She is married, and has two children.

MEHMET ALİ YALÇINDAĞ
BOARD MEMBER

Mehmet Ali Yalçındağ was born in Istanbul in 1964. He graduated with honors in 1989 from the American College in London. Mr. Yalçındağ first joined the Doğan Group in 1990 as the Assistant General Manager of Doğan Dış Ticaret. In 1991, he became a Member of the Executive Committee of Doğan Holding. Then, in 1992, he was appointed Assistant General Manager of the Milliyet daily. In 1994, Mr. Yalçındağ assumed several responsibilities during the establishment of the Simge Group and began publishing four new newspapers including Posta, Fanatik and Radikal. When the media companies of Doğan Group merged under DYH in 1996, he was appointed Deputy-President of DYH's Executive Committee. Mr. Yalçındağ has contributed to the generation of synergies for all companies who are part of DYH. These include the establishment of Doğan Ofset which integrated all dry press facilities, DPC which put all newspaper printing facilities under a single umbrella, and Doğan Factoring which manages the receivables of all group companies. By founding Doğan News Agency, Mr. Yalçındağ put all news departments under the control of a single administrative body. In addition, the publication of children's books was made the responsibility of a single unit, which resulted in the creation of a partnership with the Danish Egmont Group. Magazines published by Hürriyet and Milliyet were merged with the formation of a partnership with Burda Media Group. Mr. Yalçındağ also formed a partnership with Time Warner, which enabled the establishment of a common news channel. He has been actively involved in forming other foreign partnerships. With Star TV's joining the group in 2005, all TV and radio broadcasting companies have become a part of the Doğan TV network. Mr. Yalçındağ had been President of the Executive Committee of Doğan Yayın Holding from 1999 until March 2012. During the same period, he has been the Turkish Chairman of the IAA (International Advertising Association), Chairman of the Turkish Advertising Council, a Member of the Turkish Industrialists' and Businessmen's Association (TÜSİAD), the Galatasaray Sports Club, and WEF Media Managers. Mr. Yalçındağ is married and has two children.

ALİ İHSAN KARACAN
Board Member

Ali İhsan Karacan was born in Ceyhan in 1951. He completed primary and junior high schools in Ceyhan. He graduated from Ankara University, Faculty of Political Science in 1973, and Istanbul University, Faculty of Law in 1984. In 1978, he received his PhD from Istanbul University, and in 1988 he became associate professor. In 1973, he joined the Council of Certified Bank Accountants at the Ministry of Finance. He worked as Assistant General Manager from 1981 to 1986 at Yapı Kredi Bank and from 1986 to 1989 at Garanti Bank. Between 1989 and 1993, he served as Board Member, Executive Director and Chairman at Garanti Bank, Doğuş Holding and subsidiaries. In 1994, Mr. Karacan became the Chief Consultant to the ISE. From 1994 to 1997, he served as the Chairman of the Capital Markets Board. In 1998, he retired from his academic post at Istanbul University, Faculty of Political Science. From 1998 to 2005, he served as Board Member, Executive Committee Member and Chairman at Yapı Kredi Bank, Çukurova Holding and subsidiaries. Since 2006, Mr. Karacan has served as Board Member at Doğan Group of Companies. Having written columns in numerous magazines as well as the newspapers Dünya and Vatan, Mr. Karacan published 16 books on banking, capital markets, insurance and economics from 1977 to 2009, of which four translations, as well as numerous academic or contemporary articles. He is a council member at Fenerbahçe Sports Club and Büyük Kulüp. Ali İhsan Karacan is married and has a son.

SONER GEDİK
Board Member[5]

Soner Gedik was born in 1958 in Eskişehir. He studied Economics and Finance in the Faculty of Political Sciences at Ankara University. Having successfully passed the placement test in 1981, he joined the staff of tax specialists at the Ministry of Finance where he was later promoted to Tax Inspector in 1985 with the top score in his class. He worked as a public servant for six years, auditing leading private and public companies and honing his skills and expertise in finance. In 1987, he joined the Finance Department of Hürriyet Holding A.Ş.to serve as Financial Consultant to the President of the Group Executive Board. From 1989 to 1998, he served as a Board Member and the Deputy President of Hürriyet Gazetecilik A.Ş. He played a key role in the founding of Doğan Yayın Holding and continued his contributions as CFO and Deputy President. Presently, he serves as Board Member of Doğan Holding and Doğan Yayın Holding A.Ş. Soner Gedik is married and has four children.

TAYLAN BİLGEL
Board Member[6]

Born in Ankara in 1942, Mr. Bilgel graduated from Ankara College in 1963 and went on to complete his education at the Ankara Academy of Economics and Commercial Sciences. Graduating in 1971, he began his professional career as the owner and manager of the Gül Palas Hotel in Ankara. From 1983, he has served as the Chairperson of the Board of Directors of Anadolu Otomotiv, of which he is the founder. Mr. Bilgel has also served as a Board Member at Doğan Holding since July 2011.

EREM YÜCEL
Board Member

Born in 1962 in Istanbul, Erem Yücel graduated from Istanbul University, Faculty of Law in 1984. From 1986 to 1989, he worked at the Legal Department of the Hürriyet newspaper. After three years stint at Türkiye Emlak Bankası as lawyer and manager, he returned to Hürriyet in early 1993. In 1996, he became the Manager of the Legal Department, and in 2003 he was appointed Legal Coordinator of Doğan Yayın Holding. From 2002 to 2004, he sat on the Board of the Istanbul Bar Association. Since March 18, 2010, he has served as the Chief Legal Consultant to Doğan Holding Group of Companies.

SELMA UYGUÇ
Board Member

Born in 1967, Selma Uyguç is a graduate of Istanbul University, Faculty of Law. She started her career in 1991 as Specialist Lawyer at Finansbank A.Ş., before serving as Specialist Legal Consultant at Pekin & Pekin Law Office from 1994 to 1999. From 2000 onwards, she served Doğan Group of Companies first as Legal Department Head and later as Deputy President Legal Affairs – Subsidiaries and Consultancy Services. Ms. Uyguç serves as Board Member in numerous Group companies.

[5] Soner Gedik was appointed Board Member on January 18, 2011.
[6] After resigning from his position as Board Member on January 18, 2011, Taylan Bilgel was reappointed Board Member in the Ordinary General Assembly Meeting dated July 19, 2011.

Doğan Holding's objective in its media investments is to sustain its leadership in the industry and to compete in global markets.

Media assets, one of the core business lines of Doğan Şirketler Grubu Holding A.Ş., have been organized under the Doğan Yayın Holding A.Ş. (DYH) umbrella since 1997.

Doğan Yayın Holding (DYH), which occupies an important position in the Turkish media, is engaged in newspaper, magazine and book publishing, television and radio broadcasting and production, internet, digital media, printing, distribution and new media segments.

DYH content producers include newspapers, magazines, book publishers, television channels, radio stations, and a music company; service providers consist of distribution, retailing, production, the digital platform, news agency, Internet, and printing companies, as well as a factoring company.

Operating under the principles of resource pooling and optimal integration, DYH companies benefit from strong synergy generated from a robust integrated structure. The majority of DYH companies hold distinctive positions in their respective sectors. Shares of Doğan Yayın Holding, Hürriyet, Doğan Gazetecilik, and Doğan Burda are traded on the Istanbul Stock Exchange (ISE).

Doğan Holding's objective in its media operations is to sustain its leadership in the industry and to compete in global markets. Its approach to media is accurate, unbiased and quality news reporting. Doğan Holding is engaged in newspaper, magazine and book publishing, radio and television broadcasting, production, printing, digital media, distribution and retailing businesses.

Doğan Yayın Holding A.Ş.'s areas of business are grouped under three segments:

Publishing
- Newspaper Publishing
- Magazine and Book Publishing
- Printing and Distribution
- Paper and Printing Materials Imports

SHAREHOLDING STRUCTURE OF DOĞAN YAYIN HOLDİNG A.Ş.

Shareholder	Share Capital (TL thousand)	Share (%)
Doğan Şirketler Grubu Holding A.Ş.	1,511,829	75.59
Doğan Family	46,183	2.31
Free float and other shareholders	441,988	22.10
Total	**2,000,000**	**100.00**

Broadcasting
- Television and Radio Broadcasting and Production
- Digital TV Platform

Retailing
- Doğan Music and Book Store (D&R)[1]
- Doğan Distribution (non-media)

DYH's consolidated revenues moved in line with the growth in the advertising market in 2011, increasing by 14% from TL 2,289 million to TL 2,614 million. The Group derived 52% of its consolidated sales revenue from print media, 31% from broadcasting and 13% from retailing operations. The share of revenues from other operations was 4%.

Advertising revenue was up 12% from TL 1,184 million in 2010 to reach TL 1,329 million in 2011. Circulation and printing revenues increased by 6% in 2011 and reached TL 337 million.

The Holding's EBITDA (Earnings Before Interest, Taxes, Depreciation and Amortization) rose from TL 252 million in 2010 to TL 269 million in 2011. Within the framework of Law No. 6111, the Company recorded total provisioning expenses of TL 913 million in 2011 concerning a tax base increase and restructuring of "disputed tax liabilities that are not finalized or that are awaiting the outcome of a lawsuit". Due to other operating expenses and net financial expenses, the Company reported a net loss after taxes and minority interest of TL 1,196 million in 2011.

As publicly disclosed previously, as a result of the judicial process that ended in favor of Doğan Yayın Holding and the applications made within the framework of Law No. 6111, there remains no tax disputes concerning the Holding or any of its directly-or indirectly-owned subsidiaries.

DOĞAN YAYIN HOLDİNG A.Ş.

TL million	2010	2011
Total Assets	3,892	4,677
Shareholders' Equity (parent company's share)	790	640
Net Sales	2,289	2,614
EBITDA*	252	269
Net Profit/(Loss)	(237)	(1.196)

** Earnings before Interest, Taxes, Depreciation and Amortization: Calculated by DYH (does not include Other Operating Income/Expenses).*

[1] D&R, which is classified under the retailing segment, was transferred to Doğan Şirketler Grubu Holding A.Ş. in January 2012.

NEWSPAPERS

DYH's portfolio includes Hürriyet, one of Turkey's most powerful brands, and Posta, the best-selling newspaper in the country. With a newspaper circulation market share of 24% for Hürriyet, Posta and other DYH dailies, the Company maintained its leadership in this segment in 2011. As a result of the reorganization undertaken within DYH, Bağımsız Gazeteciler Yayıncılık A.Ş., a subsidiary of Doğan Gazetecilik, as well as all brand rights, copyrights and internet site domain names belonging to Milliyet newspaper, which was published under the corporate umbrella of Doğan Gazetecilik A.Ş., were transferred to DK Gazetecilik ve Yayıncılık A.Ş. as of May 2, 2011.

Hürriyet: The symbol of free and independent journalism in the Turkish press since its foundation in 1948, Hürriyet is the flagship of both serious and popular journalism in Turkey with its columnists that represent a diverse range of opinions and objective journalism.

Posta: With its innovative and unique journalism approach the newspaper has adopted since its foundation in 1995, Posta has successfully appealed to a mass audience becoming the best-selling and most-read newspaper in Turkey.

Radikal: Published by Hürriyet Group since October 2010, Radikal has always been the destination of originality in the Turkish press with its independent and extensive content. Radikal is the choice of individuals who closely follow global developments and seek quality information in fields ranging from internal affairs to culture and the arts.

Hürriyet Daily News: Turkey's oldest newspaper in English, Hürriyet Daily News has been published uninterruptedly for the past 50 years. Filling an important gap in the Turkish press, the daily publication is the primary source of local news for expatriates.

Fanatik: First published on November 20, 1995, Fanatik is the specialist sports paper targeting sports enthusiasts of all ages.

TME NEWSPAPERS

Iz Ruk v Ruki: Literally meaning "From Hand to Hand", Iz Ruk v Ruki is a daily classified advertisements paper for real estate, vehicles, career and other service segments. It has operated since 1992 as the category leader in Russia and in Eastern Europe as well as one of the region's strongest brands. Using a widespread distribution network covering 100 cities in Russia, Iz Ruk v Ruki is also published in Belarus and Kazakhstan. At the end of December 2011, the paper's total monthly circulation was more than 4 million on average.

Aviso: First published in 1991, Aviso is a daily classified ads paper published in Ukraine addressing real estate, vehicles, career and other service areas and has a monthly circulation average of approximately 300,000.

Expressz: A classified ads publisher founded in 1984, Expressz has the highest brand recognition in Hungary with its daily papers and magazines. Expressz magazine holds a leading position in the Hungarian classified ads market. Addressing the areas of vehicles, commercial vehicles and real estate, Expressz products reach about 100,000 individuals across Hungary every month.

Oglasnik: Founded in 1989 in Zagreb, Oglasnik is one of Croatia's most important classified ads publishers. The publishing group incorporates three weekly publications which list about 300,000 ads and reach 150,000 individuals each month.

MAGAZINE AND BOOK PUBLISHING

Doğan Burda Dergi: Turkey's leading magazine publisher, Doğan Burda's portfolio features a total of 26 different titles, namely four weekly, 20 monthly and two special-edition magazines.

Doğan Egmont: Doğan Egmont publishes magazines and books targeting children and youth in the 0-14 age group and is the leading publishing house in its segment.

Doğan Kitap: Doğan Kitap is the most influential publishing house in the sector with a successful sales profile of books topping best-seller lists.

TELEVISION AND RADIOS

DYH boasts the sector's leading brands such as Kanal D and CNN Türk in television broadcasting as well as radio stations that distinguish themselves with their content such as Radyo D, CNN Türk Radyo and Slow Türk Radyo in radio broadcasting. D-Smart, which operates the Group's digital platform with a high-quality service concept, provides access to all existing channels and interactive content broadcast via the Turksat satellite as well as a large number of thematic and Pay-TV channels.

NATIONAL CHANNELS

Kanal D: The channel has introduced a contemporary, creative, innovative and distinct approach to television broadcasting in Turkey. According to Nielsen Audience Measurement data for January 1-December 19, 2011, Kanal D is Turkey's most widely watched channel with an average prime time audience share of 19.8% among all viewers.

CNN Türk: A joint-venture of Doğan Media Group and Time Warner, CNN Türk was founded on October 1, 1999. Not only Turkey's first television channel established by foreign partnership, CNN Türk is also the first national channel that is managed outside of Atlanta. The channel broadcasts 24/7 in the Turkish language.

CNN Türk's live presentations, program content and newsbreaks can be viewed on all devices with iPad, iPhone, Samsung, Nokia Ovi, Android and Blackberry applications. CNN Türk is also one of the first brands to be featured on Smart TV applications in 2011.

DYH's portfolio includes the sector's leading brands in the radio and television broadcasting and digital platform segments.

TNT: Launched on March 3, 2008, TNT, a national television channel, expanded the partnership initiated by DYH and Time Warner with CNN Türk. Predominantly showing movies and television series, TNT altered its strategy to a main theme channel parallel to the increase in its brand awareness.

DIGITAL SERVICES

D-Smart: Operating under the corporate umbrella of Doğan TV Holding since 2007, D-Smart is among the leading digital broadcasting platforms in Turkey. Constantly improving its service packages in accordance with the new dynamics in the marketplace, D-Smart offers thematic channels exclusive to its platform, HD broadcasting channels, all national channels, hundreds of local and foreign satellite channels broadcast via Turksat, and digital content services each and every day to more than 1.7 million D-Smart users.

Doğan İletişim Elektronik Servis Hizmetleri ve Yayıncılık A.Ş. (Smile): The representative of the Doğan Group in the internet service provider (ISP) business, Doğan İletişim's core areas of operation are corporate and residential internet access and alternative telecom services. Growing with the investments it is making at the intersection point of internet and digital broadcasting technologies, D-Smart joined forces with the internet operator Smile in 2010 in accordance with the new dynamics in the market in order to better serve customer needs.

Doğan Teleshopping: Launched in January 2007, Doğan Teleshopping is a distance sales company operating via television broadcasting and the internet. As of the beginning of 2010, its broadcasts have been made exclusively on the "D Shopping" satellite channel. The channel broadcasts on the Turksat satellite and channel 61 on the D-Smart platform.

RADIO BROADCASTING

Radyo D: Among Turkey's first national radio channels, Radyo D airs Turkish pop music at world class standards via fully-digital systems.

Slow Türk: With content that offers the best love songs throughout the day, Slow Türk has quickly become one of the most-popular and -preferred radio channels.

CNN Türk Radyo: CNN Türk Radyo is CNN Türk's audio broadcasting organization established as a joint venture of the Doğan Media Group and Time Warner. Aired on frequency 92.5, CNN Türk Radyo covers all aspects of news throughout the day, offering live information within the framework of its mission to provide honest, objective, reliable journalism.

TV AND MUSIC BROADCASTING AND PRODUCTION

D Productions: With its creative and dynamic perspective, cutting-edge technology equipped facilities and innovative team, D Productions is engaged in television, movie, commercial and music video production, as well as in television show and movie distribution. D Productions is among Turkey's most prominent production companies.

Kanal D Home Video: D productions makes a difference in every field and continues to introduce quality and choice in home theater content by offering its Kanal D Home Video brand to a larger segment through a low price strategy.

Doğan Music Company (DMC): Founded in 2000, DMC is a producer of popular hit songs and a key player in the Turkish music industry with a 20% market share.

INTERNET

DYH is also among the leading players of the online advertising market with its news websites and various portals spanning a broad range of services. According to Comscore data for 2011, Hürriyet Group ranked in the top 10 most visited sites among all websites, while www.hurriyet.com.tr was the most visited news website in Turkey. In addition, www.yenibiris.com, www.hurriyetemlak.com and www.arabam.com websites are among the most visited sites in their respective categories.

NEWS AGENCY

Doğan News Agency (DHA): Built on the know-how of Mil-Ha and Hürriyet News Agency, DHA was established in 1999 under Doğan Group. It is an organization specialized in audio and visual news with a team of experienced correspondents and news photographers.

DISTRIBUTION AND RETAILING

Doğan Dağıtım: Doğan Dağıtım is the widest-reaching media distribution network in Turkey. The company is responsible for the country-wide distribution of 23 national and 14 regional newspapers; 16 weekly, four bi-weekly, 119 monthly, 200 bi-monthly and several other periodical domestic magazines; and 466 foreign publications.

DPP: The Company delivers magazines and foreign publications released by publishing houses to the customers at the right place, time and quantity.

D&R: Offering a range of more than 100,000 products including books, music CDs, DVDs, magazines, multimedia and electronics, video games, traditional games, hobby items, accessories and stationery in 114 stores in 24 cities, D&R is a leading player in the sector with both its business volume and retailing concept.

PRINTING

DPC: Doğan Printing Center (DPC) prints nine daily newspapers and many periodicals at its printing facilities in Istanbul, Ankara, Izmir, Adana, Trabzon and Antalya.

Doğan Ofset: With high printing-capacity and –quality, extensive service range, new equipment, a wide customer base and distribution network, Doğan Ofset is a state of-the-art international printing center. The company prints products within a wide range including magazines, supplements, brochures and inserts.

INTERNATIONAL OPERATIONS

Doğan Media International: Doğan Media International was founded in 1999 to conduct DYH's Europe activities. The company prints 26 periodical titles published on four continents in eight languages, Hürriyet in particular. Daily international financial papers such as The Wall Street Journal Europe and The Financial Times, the US Stars&Stripes, German sports paper Sportwelt, Egyptian Al-Ahram and Saudi Arabian Asharq Al-Awsat are some of the other titles. Other titles published at different periods include the Polish Info&Tips, Chinese China Daily and People's Daily, KRV region's Rhein Hunsrück, as well as The German Times and New Europe-two important publications highly regarded by opinion leaders. Together with these titles and their supplements, the total number of the papers printed comes to 250,000 units per day.

TME: It engages in classified advertising publication primarily in the real estate, automotive, career and human resources categories via its daily and weekly newspapers, magazines and websites.

Kanal D Romania: Doğan Media International began broadcasting in Romania on February 18, 2007 with a national broadcast license under the Kanal D brand. As of year-end 2011, Kanal D ranked third among the 18-49 age groups in the entire-day viewing category for the overall metropolitan area.

Euro D: Euro D was founded in 1996 to bring news from Turkey to Turkish expatriates. The potential eyes and ears of the Turkish population in Europe, Euro D has successfully reached a large audience since its first day with a colorful schedule ranging from magazine to entertainment and from news to contest programming.

OTHER OPERATIONS

Foreign Trade: Doğan Dış Ticaret and Işıl İthalat İhracat are responsible primarily for carrying out newsprint and printing materials imports.

Doğan Factoring: Doğan Factoring contributes significant added value to DYH, assuming an important role in alleviating financial issues through comprehensive risk analyses for commercial client loans.

Doğan Enerji is closely monitoring energy investment opportunities in Turkey and the immediate region.

Energy investments is one of Doğan Holding's core business lines. The Holding has operated in the energy industry in the gasoline and LPG distribution, oil exploration and production, and power generation sectors since 2000.

Doğan Holding managed its oil and gas distribution and production activities under Petrol Ofisi from 2000 until the end of 2010. In accordance with its decision to invest in new areas after divesting its stake in Petrol Ofisi at the end of 2010, the Holding focused its attention on other energy production and distribution investments. Doğan Holding is monitoring the opportunities in Turkey and the immediate region.

DOĞAN ENERJİ

Doğan Enerji was incorporated to engage in the production, transmission, distribution, domestic and international as well as wholesale and retail trading of energy supplied from any source.

Through the 50% ownership stake it acquired in Gas Plus Erbil in 2009, the Company has an ultimate shareholding of 20% in the oil exploration field in Northern Iraq. Test production began in the Bastora-1A well in 2011 and the Field Development Plan was filed with the Regional Administration in 2011. Field development investments and test production are planned to continue in 2012.

Doğan Enerji owns 33% of Boyabat Elektrik Üretim ve Ticaret Anonim Şirketi. The construction is currently underway for the Boyabat Dam and HEPP project, for which an electricity generation license was obtained from the Energy Market Regulatory Authority of Turkey (EMRA) on November 13, 2007. The Boyabat Dam and HEPP project is expected to commence production in the third quarter of 2012 and start operating with full capacity by the end of 2012. With an installed capacity of 513 MW, the Boyabat Dam and HEPP project is one of the largest private sector power plants built in Turkey. The approximately 1.5 billion kWh of electricity to be generated annually from the project is expected to play a significant role in reducing Turkey's dependence on foreign energy.

With an installed capacity of 120 MW, the Aslancık project is situated on the Harşit Brook within the borders of the districts of Doğankent and Tirebolu, in the province of Giresun, in the Eastern Black Sea Region. Owned 25% by Doğan Holding and 8.33% by Doğan Enerji, Aslancık Elektrik Üretim A.Ş. received an electricity generation license from the Energy Market Regulatory Authority of Turkey (EMRA) on March 20, 2008. The project is currently under construction and is scheduled to be commissioned in the second half of 2013.

Çelik Halat serves many sectors, from auto parts and appliance replacement parts to telecommunications and energy.

Industry is one of Doğan Holding's longest-standing investment areas. Çelik Halat, Ditaş and Doğan Organik Ürünler, the companies that comprise Doğan Holding's industry group, are a driving force for the Turkish economy with their production.

ÇELİK HALAT

Established in 1962 and manufacturing steel ropes for the first time in 1968, Çelik Halat ve Tel Sanayi A.Ş. (Çelik Halat) is one of Doğan Holding's deepest-rooted industrial investments. Today, the company manufactures steel wire ropes, industrial high carbon galvanized wires, finished galvanized wires, single strands, industrial spring wires, mattress spring wires, bead wires, wire strand and concrete strand. Çelik Halat serves many sectors, from auto parts and appliance replacement parts to telecommunications and energy.

During 2011 when profit margins contracted due to the fluctuations in both the demand level and prices, Çelik Halat implemented significant measures to achieve across the board reductions in all expense categories, with an emphasis on production and overhead costs. Due in part to the increase in foreign exchange rates against the Turkish lira and the increase in the Company's euro-denominated prices in 2011, net sales surged by 25% and reached TL 123 million. The Company's gross profit jumped by 30% while its Earnings before Interest, Taxes, Depreciation and Amortization (EBITDA), excluding other Operating Income/(Expenses), increased from TL 2.9 million in 2010 to TL 5.9 million in 2011.

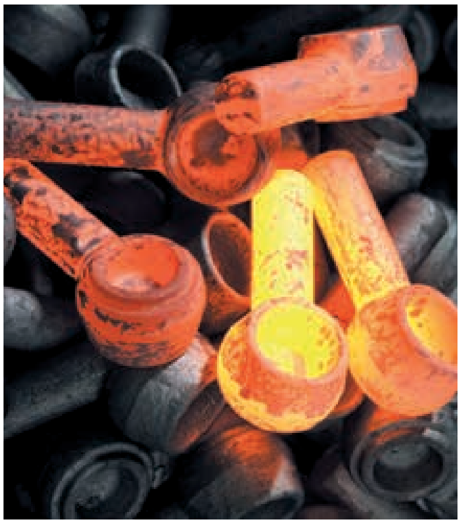
SHAREHOLDING STRUCTURE OF ÇELİK HALAT VE TEL SANAYİ A.Ş.

Shareholder	Share Capital (TL)	Share (%)
Doğan Şirketler Grubu Holding A.Ş.	12,983,746	78.69
Other shareholders (publicly traded on the ISE)	3,516,254	21.31
Total	**16,500,000**	**100.00**

ÇELİK HALAT VE TEL SANAYİ A.Ş.

TL million	2010	2011
Total Assets	78.2	92.2
Shareholders' Equity	32.5	29.7
Total Sales	98.5	123.4
EBITDA*	2.9	5.9
Net Profit/(Loss)	1.6	(2.8)

** Earnings before Interest, Taxes, Depreciation and Amortization (excludes Non-operating Income/Expenses).*



DİTAŞ

Ditaş Doğan Yedek Parça ve İmalat A.Ş., ("Ditaş") was founded in 1972 and commenced operation in 1978 to manufacture vehicle suspension parts such as rod ends, ball joints, tie rods, track control arms, torque rods, stabilizer links and V Torque rods. One of Turkey's largest rod manufacturers at present, Ditaş joined Doğan Holding in 1990. Ditaş designs, produces and sells rods and parts to vehicle manufacturers (OEMs) and the replacement parts market (IAM) within the automotive supplier segment. The most valuable assets of Ditaş are its know-how, engineering systems, skilled workforce, integrated facility and brand recognition.

The Company's sales revenue increased by 38% to TL 54 million in 2011. EBITDA, excluding Other Operating Income/(Expenses), went from a loss of TL 1.6 million in 2010 to positive TL 2.5 million in 2011.

SHAREHOLDING STRUCTURE OF DİTAŞ DOĞAN YEDEK PARÇA İMALAT VE TEKNİK A.Ş.

Shareholder	Share Capital (TL)	Share (%)
Doğan Şirketler Grubu Holding A.Ş.	5,093,552	50.93
Free float and other shareholders	4,906,448	49.07
Total	**10,000,000**	**100.00**

DİTAŞ DOĞAN YEDEK PARÇA İMALAT VE TEKNİK A.Ş.

TL million	2010	2011
Total Assets	35.2	33.9
Shareholders' Equity	19.7	21.3
Total Sales	39.1	54.0
EBITDA*	(1.6)	2.5
Net Profit/(Loss)	(2.5)	1.6

** Earnings before Interest, Taxes, Depreciation and Amortization (excludes other Operating Income/Expenses).*

DOĞAN ORGANİK ÜRÜNLER

Pursuant to the studies conducted by Doğan Holding, which sought to invest in the Kelkit region, and that concluded dairy farming and livestock breeding was the best fit for the region and its inhabitants, Doğan Organik Ürünler Sanayi ve Ticaret A.Ş. was established in Kelkit in 2002. In 2005, the Company received organic product and farming certification granted by an audit and certification firm accredited by the European Union.

Aiming to transform Kelkit and its vicinity into the center of organic dairy farming and livestock breeding and to become the leader in this area in Turkey, the Company launched the contract farming project in Kelkit in 2006 and empowered the regional population to become involved in organic production by training them in such matters as organic feed crops, milking, sheltering systems and fertilizer management and by retrofitting livestock shelters and barns.

As a result of these efforts, Doğan Organik has nearly quadrupled its production capacity since receiving its organic certification and reached an annual organic milk production capacity of around 10,000 tons. The Company is currently the largest organic raw milk producer and the sole raw material supplier for organic drinking milk in Turkey, as well as one of Europe's notable organic livestock farms.

In 2011, Doğan Organik began producing organic dairy products and offering them to the Turkish consumers under the Mlife brand of Migros, the supermarket chain popular among the upper-middle class Turkish consumers (AB Group). As part of this project, the Company organized the entire process from producing the raw milk to processing the raw milk to offering the final product in the marketplace.

In 2005, Doğan Organik was named one of the top 10 socially responsible investments in Europe by the European Union Directorate of Business Concerns. In 2006, Doğan Organik was honored with the Best Agricultural Investment award by the World Food Organization (FAO) on World Food Day. A founding member of the Association of Organic Product Producers, the Company shares its experiences in symposia and conferences on organic agriculture/livestock-breeding and food, as well as undertaking training activities to educate local farmers about organic agriculture and livestock-breeding.

One of Turkey's leading and pioneering marketing companies, Milpa is focused on the real estate industry as a result of the transformation process initiated in the 2000s.

MİLPA

Milpa Ticari ve Sınai Ürünler Paz. San. ve Tic. A.Ş. was established in 1980 to engage in the direct marketing of motor vehicles and consumer durable goods. Since its inception, Milpa has marketed a large number of products from various industries, from electronics to automotive, computers to real estate.

One of Turkey's leading and pioneering marketing companies that has successfully marketed many products for 32 years, Milpa is focused on the real estate industry as a result of the transformation process that was initiated in 2000s. In 2010, the Company completed the construction of and delivered to the owners the Automall project consisting of 662 individual units. In addition, construction and sales of the 315 residential units and six commercial individual units that comprise the first phase of the Milpark Houses Project was completed and the units were delivered to the owners.

Marketing is a dynamic area. Embracing swift decision-making as a core principle, Milpa exhibits its strength at this point. The Company draws its strength from its success in bringing together three indispensable elements of marketing - product, financing and promotion – under attractive terms.

SHAREHOLDING STRUCTURE OF MİLPA TİCARİ VE SINAİ ÜRÜNLER PAZ. SAN. VE TİC. A.Ş.

Shareholder	Share Capital (TL)	Share (%)
Doğan Şirketler Grubu Holding A.Ş.	108,973,690	85.54
Free float and other shareholders	18,422,704	14.46
Total	**127,396,394**	**100.00**

MİLPA TİCARİ VE SINAİ ÜRÜNLER PAZ. SAN. VE TİC. A.Ş.

TL million	2010	2011
Total Assets	127.8	148.6
Shareholders' Equity	46.9	87.9
Total Sales	21.4	4.6
EBITDA*	(9.6)	(6.3)
Net Profit/(Loss)	(11.7)	(22.8)

** Earnings before Interest, Taxes, Depreciation and Amortization (excludes Other Operating Income/Expenses).*

Milta Bodrum Marina ranks among the top 10 marinas along the Mediterranean coastline with its excellent service quality.

MİLTA TURİZM İŞLETMELERİ A.Ş.

Doğan Holding's tourism industry investments and operations are managed under the corporate umbrella of Milta Turizm İşletmeleri A.Ş. Founded in 1982, Milta provides hotel management services via Işıl Club, marina operations via Milta Bodrum Marina, and travel agency operations and fleet and daily car rental services via Işıl Tur.

MİLTA BODRUM MARİNA

Sea tourism comprises 25% of Turkey's overall tourism activities. With the recently built marinas as well as those under construction, Turkey aims to increase its berth capacity from 26 thousand to 50 thousand boats. Accordingly, the number of marinas in Turkey is expected to reach 39; 16 of these marinas are located in the vicinity of Muğla province. Milta Bodrum Marina ranks among the top 10 marinas along the Mediterranean coastline with its excellent service quality.

Positioned as an urban marina, Milta Bodrum Marina has a market share of 6.2% among marinas that have a Tourism Establishment License. Handling the heaviest traffic volume among all marinas in Turkey, Milta Bodrum Marina's client portfolio consists of sailing boat and motor-yacht owners, charter companies and boat agencies.

Milta Bodrum Marina's key competitive advantages against its rivals include its broad range of services, town center location and close proximity to the airport. Ranked in the top 50 marinas among 345 marinas in 25 countries in terms of service quality, Milta Bodrum Marina earned the "Five Golden Anchors" international quality award. This award represents the highest level of excellence in marine services and entitles the facility to be recommended to yacht-owners around the world.

In addition, the Marina has won the "National Blue Flag" award, an extremely prestigious reference on the internationally, every single year from 1997 through 2011.

IŞIL CLUB BODRUM

Ranked among the best resorts in the Bodrum region for service quality, Işıl Club Bodrum commenced service in 1985 and is operated by Milta Turizm İşletmeleri A.Ş. During this period, it has been operated by the French hotel chain giant ACCOR under the Club Milta name for nine years. Eldorador and Coralia were recognized with the "best facility" awards among the world hotel chains during this same period. Undergoing constant modernization and improvement since that time, Işıl Club Bodrum continues to offer an extensive range of vacation services.

Improving its service approach and constantly raising its quality standards, Işıl Club Bodrum became one of the leading establishments in the region. As a result of the high satisfaction scores it has received from its guests during the 2010 and 2011 seasons, Işıl Club Bodrum won first place awards for Turkey and for the Aegean Region from the leading international satisfaction survey travel websites including zoover.com, tripadvisor.com and vakantiereiswijzer.com as well as second place prize for the Aegean Region from the Turkish hotel rating website otelpuan.com. As a result of its success in the periodic annual audits, Işıl Club Bodrum also maintains its HACCP quality assurance certifications and BLUE FLAG awards.

IŞIL TUR

Established as the travel agency investment of Doğan Holding, Işıl Tur has provided domestic and international airline ticket sales, railway ticket sales and corporate travel event services to its clients since 1997. An authorized ticket sales agency for IATA, Turkish Airlines, Pegasus, Onur Air, Atlas Jet, Sun Express and Turkish State Railways (TCDD), Işıl Tur also provides fleet and daily car rental services under the Işıl Rent A Car brand with 1,000 vehicles, all of which were 100% equity-financed. The Company offers its daily car rental services at its branch at the Izmir Adnan Menderes Airport and its offices in Ankara, Antalya and Istanbul. A "Group A" travel agency and a member of TÜRSAB (Association of Turkish Travel Agencies), Işıl Tur has carried out its meeting events in Turkey and abroad, incentive tours, and convention and event management activities under the Işıl Events brand since 2010.

Işıl Tur is also engaged in online airline ticket sales through the Milta.com and promobilet.com websites.

DD Mortgage offers convenient products for all customers who want to buy a home with its specialized staff, advanced technology infrastructure, and swift and high-quality service approach.

DD KONUT FİNANSMANI A.Ş.

DD Konut Finansmanı A.Ş. (DD Mortgage) was established by the Doğan Group in April 2006 and 49% of the shares of the Company were sold to Deutsche Bank A.G. in July 2007. Upon the enactment of the Mortgage Law No. 5582 in early 2007, the Company filed a license application with the Banking Regulation and Supervision Agency (BRSA) and commenced its mortgage lending activities upon receipt of the operating license in June 2008. After receiving BRSA approval to serve as an insurance agency, DD Mortgage began to sell insurance policies in July 2009 and the Company is now able to meet the insurance needs of customers in conjunction with their mortgage loans.

The first home mortgage company to operate within the framework of the Mortgage Law, DD Mortgage offers convenient products for all customers who want to buy a home with its specialized staff, advanced technology infrastructure, and swift and high-quality service approach.

The tighter regulatory restrictions imposed on loans in 2011 and the rapid increase in interest rates especially in the second half of the year caused the mortgage loan market to slow. The Company conducts sales through its branches, website, call center and a direct sales team while its marketing channels consist of housing development projects, real estate offices and the internet. DD Mortgage expanded its geographic reach in 2011 by opening two new branches in the Ataşehir and Bakırköy districts in addition to its existing branch in the Beşiktaş district of Istanbul.

The Company leveraged this expansion to develop different mortgage loan products for different districts with unique demographic compositions. Seeing this period as an opportunity despite the shrinking demand in the market, DD Mortgage increased its market share every year since its establishment.

The Company's website was redesigned for ease of use and visual aesthetics and was acknowledged with the Outstanding Achievement award by the "Interactive Media Awards" in 2011.

DD Mortgage is a member of GYODER (Association of Real Estate Investment Companies), TÜFİDER (Association of Consumer Finance Companies) and AHK (German-Turkish Chamber of Commerce and Industry) in Turkey, and the MBA (Mortgage Bankers Association) in the United States.

SOCIAL RESPONSIBILITY

In the year 2011, Doğan Holding continued to work for Turkey and its youth.

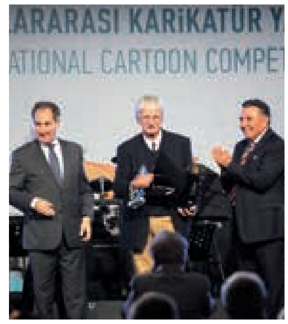
Doğan Holding believes that a strong and modern society can only rise beyond future generations by being respectful of universal values and capable of resolving social and economic issues. The Holding's social responsibility activities are geared toward upbringing young individuals in line with this perspective.

Turkey is an emerging nation with a young demographic base and a growing economy. As the driving force of economic development, the private sector is set to play a leading role in the country's development process. In recent years, the private sector has continued to expend ever increasing efforts toward the development of the society at large.

Aware of its responsibilities to the modern Turkish society, Doğan Holding continued to work for this country and its youth in 2011. The Holding has pioneered this process via its Group companies and Foundation projects while raising public awareness in this regard through the media companies under its umbrella.



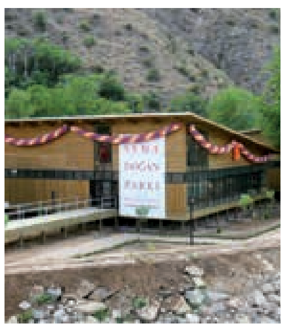
T. C.
KELKİT KAYMAKAMLIĞI
HÜSREV DOĞAN KIZ ÖĞRENCİ YUR

Bu çorabın satış gelirinin %25'i,
Hürriyet Gazetesi
AİLE İÇİ ŞİDDET
ACİL YARDIM HATTI'NA
aktarılacaktır.

ARARASI KARİKATÜR Y
ATIONAL CARTOON COMPET


AİLE İÇİ
ŞİDDETE SON!
KONFERANS 2011
ERKEKLER
NEDEN
ŞİDDET
UYGULAR?
ŞİDDETİ
NASIL
ENGELLER?

MECLİS'TE KADINLAR İÇİN
EŞİT TEMSİL İSTİYORUZ
HEMEN ŞİMDİ!
HAKLI KADIN
PLATFORMU


BABA
BENİ
OKULA
GÖNDER

“GÖKYÜZÜ
ERKESİNDİR”

KADINA YÖNELİK
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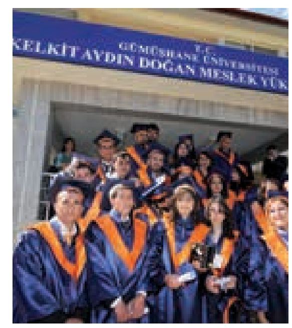
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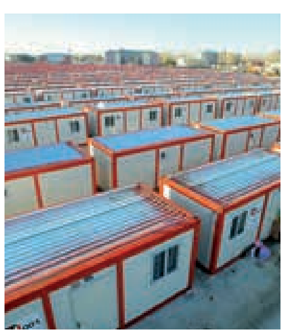
GÜMÜŞHANE ÜNİVERSİTESİ
KELKİT AYDIN DOĞAN MESLEK YÜK





ERKESE DAHA
Hürriyet
YİNE ZİRVEDE

TÜRKİYE NE İSTİYOR
DE TALEPLERİNİ YAZ
ÜRKİYE'YLE PAYLAŞ
Hürriyet



KADINA YÖNELİK
ŞİDDETLE MÜCADELEDE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KÖSE KAYMAKAMLIĞI
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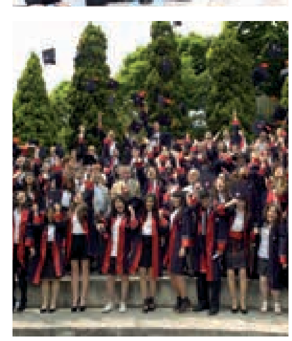


Aydın Doğan Foundation carries out numerous education, culture and arts projects to contribute to national and societal development.

Aydın Doğan Foundation was established on April 15, 1996 in order to embark on initiatives for the development of the country and its people in various aspects. Engaged in a wide range of charitable activities, the Foundation makes significant contributions to education, health, scientific research, culture, the arts and sports.

Since its establishment, the Foundation has distributed various awards by organizing national and international competitions; has built sports and educational facilities; and has provided support for high quality education at these facilities. The priorities of the Foundation are to have a strong administrative and financial structure, continue its activities oriented toward its current goals and to reinforce its relationships on internationally.

Aydın Doğan International Cartoon Competition

Open to professional and amateur cartoonists from all countries, the Aydın Doğan International Cartoon Competition is a tradition in Turkey, and is also well-known in the international arena. In 2011, the 28th edition of the Aydın Doğan International Cartoon Competition was organized with no subject limitations; 897 artists from 79 countries participated with 2,757 submissions. The Selection Committee awarded the first prize to Ross Thomson from the United Kingdom, the second prize to Ilya Katz from Israel, and the third prize to Werner Rollow from Germany.

Exhibitions

The cartoons that are considered worthy of exhibition from the submissions to the Aydın Doğan International Cartoon Competition are annually presented to the general public and especially target university students. In 2011, the award-winning cartoons were displayed in 11 exhibitions that were held in Adana, Istanbul, Eskişehir, İzmir, Bodrum, Ordu, Altınoluk, Ankara and Bursa.

Aydın Doğan Foundation annually organizes the Young Communicators Competition to contribute to the education of well-qualified media employees and to support continuous development of the communications sector. A total of 136 students from the communications departments of 17 universities participated in the 23rd edition of the Young Communicators Competition with 939 works in the categories of publishing, broadcasting, advertisement, public relations and online media. The selection committees awarded 136 students from 17 universities for 79 projects. The award-winning students were also given the opportunity to join the programs designed for improving occupational knowledge and skills in one of the newspapers, magazines, or television or radio channels of Doğan Group for the duration of one to three months.

Aydın Doğan Awards

Awarded annually in different categories to person who make significant contributions to their fields and to Turkey at large, Aydın Doğan Awards were given in the category of "Turkish Folk Music" in 2011. The Selection Committee, which was comprised of Yücel Paşmakçı, Melih Duygulu, Erdal Erzincan, Zafer Gündoğdu, Doğan Hızlan, Prof. Songül Karahasanoğlu, Arif Sağ, Hasan Saltık and Süleyman Şenel, conducted an open discussion and through elimination awarded Mehmet Özbek recognizing the concerts he performed as a soloist, conductor, choirmaster, arranger and annotator, the pieces he contributed to folk music repertoire, the students he trained, his scholarly publications and numerous services he rendered in several administrative positions.

The Selection Committee also presented a service award to Ege University State Turkish Music Conservatory recognizing its service as an educational institution that has contributed to arts and culture in Turkey and to Turkish folk music and dance since 1984, the valuable scholars graduated from the Conservatory in the field of folk music, its efforts in compiling and archiving folkloric/ethnographic artifacts in relation to Turkish music culture in Turkey and abroad, and the folk music artists graduated from the Conservatory who significantly contribute to Turkey's recognition in the field of Turkish folk music and dance.

Education

Since its establishment, Aydın Doğan Foundation has launched many projects that have helped to transform Turkey into a modern and highly respected society. Schools and dormitories that were constructed by the Foundation and donated to the Ministry of National Education include:

Sema Işıl Doğan Elementary School/Gümüşhane
Atatürk University Aydın Doğan Private Elementary School/Erzurum
Aydın Doğan Elementary School/Göztepe Istanbul
Yaşar ve İrfani Doğan Industrial Vocational High School/Kelkit Gümüşhane
Milliyet Anatolian Teachers High School/Erzincan
Hürriyet Anatolian Vocational High School for Hotel Management/Erzincan
Aydın Doğan Vocational High School for Commerce/Istanbul
Gümüşhane University Kelkit Aydın Doğan Vocational School/Gümüşhane
Galatasaray University Aydın Doğan Auditorium/Istanbul
TEGV Sema and Aydın Doğan Education Park/Istanbul
Sema Doğan Park/Kelkit Gümüşhane
Aydın Doğan Center for Science and the Arts/Afyon
Aydın Doğan Anatolian Vocational High School for Health, Istanbul
Nene Hatun High School Aydın Doğan Dormitory for Girls, Erzurum
Erzincan University Aydın Doğan Dormitory for Girls, Erzincan
Hacı Hüsrev Doğan Dormitory for Girls, Kelkit Gümüşhane
Aydın Doğan Dormitory for Girls, Kürtün Gümüşhane
Aydın Doğan Dormitory for Girls, Köse Gümüşhane
Aydın Doğan Dormitory for Girls, Şiran Gümüşhane

Aydın Doğan Foundation continuously supports these schools in order to maintain the quality of education and provides intensive education in English in some of these schools.

Aydın Doğan Vocational Trade High School

Established by Aydın Doğan Foundation in 1998 and donated to the Ministry of Culture, the name of the Aydın Doğan Anatolian Communications Vocational High School was changed to Aydın Doğan Vocational Trade High School with a resolution by the Ministry of Culture. Holding its 10th graduation ceremony in 2011, the High School provides education in the fields of journalism, radio and television. Aydın Doğan Foundation continues its support of education in English and also awards various prizes to the top three successful students. The High School continues its track record as the top school in its field and among those who enrolled were students with the highest scores (highest scores 428 – base scores 383). Of those 88 students who graduated in 2011, 83 students were entitled to enroll to a university. In the 2011-2012 academic year, 90 students were enrolled in the High School.

Kelkit Aydın Doğan Vocational College's curriculum includes the first ever organic agriculture program in Turkey, which sparks interest among students across the country.

Kelkit Aydın Doğan Vocational School
The foundations of Kelkit Aydın Doğan Vocational School, which is a part of Gümüşhane University, were laid on July 27, 2002 and the school opened with 90 students on September 28, 2003. The number of students studying at the Vocational School reached 1,146 during the 2010-2011 academic year. The associate programs at Kelkit Aydın Doğan Vocational School are: Organic Agriculture, Computer Technologies and Programming, Industrial Electronics, Accounting, and Civil Air Transportation Management. The Organic Agriculture Program, which is in high demand by many students in the region, is crucial to the permanence and sustainability of agriculture in the region.

Aydın Doğan Center for Science and Arts
Aydın Doğan Center for Science and Arts is an educational institution affiliated with the Ministry of National Education, General Directorate of Special Education Guidance and Counseling Services. The Center endeavors to identify gifted or highly talented children at the elementary school level and to make the best of their potential by developing their capacity. Gifted children are educated by specially trained teachers in this field by using special tools and programs. Within the framework of the "100% Support to Education Project", 15 computers were donated to Afyon Aydın Doğan Center for Science and Arts.

In addition, for 11 years the Foundation has given continuous support to Afyonkarahisar's Classical Music and Jazz Festivals, which organize conferences, workshops and discussions in the district and village schools of Afyonkarahisar. As such, the children of Afyonkarahisar find the opportunity to meet with prominent figures from the Turkish and global world of arts, music and culture.

TEGV Sema and Aydın Doğan Education Park
All educational areas of the Fındıkzade Sema and Aydın Doğan Education Park, established in 1996 by the Educational Volunteers Foundation of Turkey, were renovated with contributions from Aydın Doğan Foundation. Since its inauguration, Sema and Aydın Doğan Education Park have offered educational support to nearly 65,000 children. The Park has five buildings - an administrative building, an education building, a guest house, a volunteer academy and a gymnasium, located over an area of 27,000 square meters. Annual expenses for the park are also covered by the Foundation.

In order to develop children's language and communication skills, contribute to their personal and mental development, foster their interest in the arts and educate them in the fields of science and technology, the Foundation organizes educational activities at Sema and Aydın Doğan Education Park.

Sema Doğan Park in Gümüşhane
Established to contribute to cultural and social life in Gümüşhane, the Sema Doğan Park was inaugurated on July 24, 2008. The covered areas inside the Park feature a multipurpose hall that can accommodate cultural and entertainment activities such as wedding ceremonies, concerts and conferences. The covered area also includes workshops where local citizens, especially women, can hone their craftsmanship and can put their labor to use. It also contains a restaurant to support and develop local cuisine. The open area features an amphitheater, located on the slope of the hill as in ancient times. The area can host films, theatrical plays, concerts, traditional dances and conferences and has areas for sporting events, picnics or children's games.

Kalender Metin Doğan Community Kitchen
Through the Kelkit Social Assistance and Solidarity Foundation, Aydın Doğan Foundation supports the Kalender Metin Doğan Community Kitchen in Kelkit, where a hundred people on average receive daily hot meals.

Dormitories for Girls

The following girls' dormitories were constructed by the Aydın Doğan Foundation within the scope of the "Dad, Send Me to School" campaign and donated to the Ministry of Culture: Nene Hatun High School Aydın Doğan Dormitory for Girls (Erzurum), Aydın Doğan Dormitory for Girls (Erzincan), Hacı Hüsrev Doğan Dormitory for Girls (Kelkit), Aydın Doğan Dormitory for Girls (Kürtün), Aydın Doğan Dormitory for Girls (Köse) and Aydın Doğan Dormitory for Girls (Şiran). The dormitories continue to operate with significant support from the Aydın Doğan Foundation.

In order to support their education and cultural development and to reward students, the Foundation hosted 18 students living in these dormitories, who were ranked in the top three in their respective schools, together with five coordinating teachers in Istanbul for four days in June 2011 and organized visits to universities, cultural and historical sites.

Other Activities

London School of Economics

The Contemporary Turkish Studies Chair at the European Institute of the London School of Economics (LSE), one of the most prestigious educational institutions in the world, will provide great support for the recognition of modern Turkey globally. Aydın Doğan Foundation figures among the sponsors of the Chair. The Chair for Contemporary Turkish Studies Advisory Board met in London on January 31, 2011 and in Istanbul on December 19, 2011. Seminars on European and Turkish relations were organized. Participants from the United Kingdom and Turkey attended these seminars.

Education Reform Initiative (ERG)

The Aydın Doğan Foundation pursues "high quality education for all" in Turkey. Together with other prominent foundations, Aydın Doğan Foundation supports educational reforms in Turkey that will boost the social and economic development of the country, as well as research, and monitoring studies. In this regard, the Foundation serves as an active member on the Board of the Education Reform Initiative.

Third Sector Foundation of Turkey (TÜSEV)

The Third Sector Foundation of Turkey (TÜSEV) was established in 1993 by 23 civil society organizations including leading foundations and associations in Turkey in order to develop the legal, fiscal and operational infrastructure of the third (non-profit) sector. Today, over 100 trustees of the Foundation collaborate under the roof of TÜSEV. Aydın Doğan Foundation also supports TÜSEV and is a board member.

In the scope of the "No! To Domestic Violence" campaign, individuals from a wide variety of backgrounds participated in awareness seminars held in various centers in 2011.

No! To Domestic Violence Campaign
Hürriyet's "No! To Domestic Violence" campaign continued in full force in 2011, its seventh year. Since 2004, the campaign has used media power to raise awareness of domestic violence through publications, international conferences, workshops, concerts and other activities, implemented sustainable projects and highlighted the fact that, contrary to popular wisdom, domestic violence is not "a family matter" but a social crime that needs to be openly discussed. The campaign continued to be a force mobilizing various institutions for implementing strategies for protection and prevention in 2011.

The Third Güldünya Concert
The third of the concerts organized within the framework of Hürriyet's "No! To Domestic Violence" campaign was again held on March 9, to coincide with International Women's Day. Featuring Nilüfer together with the rock bands from the album entitled "12 Düet", the concert's proceeds were donated to the "No! To Domestic Violence" Emergency Helpline. Held at the Istanbul Congress Center, the concert was received with great interest. Nilüfer was accompanied by singers including Şebnem Ferah, Hayko Cepkin, Ogün Sanlısoy and the groups Yüksek Sadakat, Gece Yolcuları, Badem, Malt, Candaş, Cingi Ruacan, Rashit, TNK and 4x4. All the artists and Most Production supported the event without charging any fees. The Istanbul Congress Center operated by Rixos Hotels was the venue sponsor.

Emergency Helpline
Established in 2007 by Hürriyet in order to provide support on legal, psychological and safety issues to women who are victims of domestic abuse and violence, the Emergency Helpline continued to operate in 2011 and received a total of 5,696 calls. Of these calls, 4,590 were responded to with support on legal, institutional or psychological matters; the Emergency Helpline assisted 3,186 victims or relatives and friends of victims. Some 96 assaulters also made calls to the Helpline in 2011. The Helpline intervened in 396 cases.

Awareness Training Programs
Throughout 2011, within the framework of the "No! to Domestic Violence" campaign, training programs on raising awareness were organized for people from a wide variety of backgrounds at various centers. The training programs held during 2011 included: on January 17, at CHP Esenler Center for the general public; on March 28 and 29, in Aksaray for the officers from the Police Department; on May 2, at Isparta Süleyman Demirel University for students; on October 22, at Malatyalılar Association for the general public; on December 14, at Istanbul Sabancı 50. Yıl High School for parents and senior students; and on November 21-23, in Nusaybin and Kızıltepe, Mardin for the general public.

Also, as a result of high demand, "Inter-institutional Cooperation Trainings" were held in Kırıkkale, Aksaray, Burdur, Eskişehir, Afyon, Hatay and Kayseri in 2011.

Between May 10 and June 10, within the scope of the "Hürriyet [Freedom] Train" project, training programs on domestic violence were held for village leaders Kayseri, Erzincan, Kars, Sivas, Samsun, Amasya, Malatya, Gaziantep, Diyarbakır, Elazığ, Muş, Adana, Mersin, Uşak, Izmir, Manisa, Balıkesir, Kırklareli and Edirne, a total of 19 cities.

On January 10 and 14, 2011, the Emergency Helpline was advertised at the in-service trainings aimed at psychological counselors at Kültür University. Participation in the "Conference for Struggle Against Domestic Violence Toward Women in 2010" organized by Mor Çatı [Purple Roof] Women's Shelter Foundation on January 15, 2011 was also encouraged.

Hürriyet was represented at the meetings of the Commission on Violence organized by the Governorship of Istanbul. Hürriyet also contributed its know-how to the workshop on domestic violence organized by the Mother Child Education Foundation (AÇEV), the training given to the police force by the United Nations Population Fund (UNFPA), the "Workshop on the Dimensions and the Reasons for Violence in the District" organized by Darıca Directorate of National Education, the conference on domestic violence organized by the Governorship of Istanbul at Istanbul Commerce University.

Participating in the meetings on the bill for preventing violence against women with the "No! to Domestic Violence" campaign, Hürriyet continued to submit quarterly reports and case records to the Governorship of Istanbul and to make up for the deficiencies.

Image Campaign
In 2011, the "No! to Domestic Violence" campaign by Hürriyet based its activities on the slogan that "He who hits a woman is not a man". Ads on billboards, bus stops and bus shelters, television and newspapers were launched Turkey-wide at the same time and the campaign was supported by ads on WC boards in movie theaters. The campaign was also carried out on the "Hürriyet [Freedom] Train"; one of the coaches was wrapped with the slogan and the visual images of the campaign. Acclaimed widely throughout the country, the campaign was even mentioned in some TV series.

Conferences

Two international conferences were organized within the scope of the campaign in 2011.

On March 10, 2011, simultaneously with an image campaign, Hürriyet held a conference at Boğaziçi University. During the conference, the issue was considered from the perspective of males this time; the factors behind men's violence against women and children were questioned. During his speech and workshops, Michael Kaufman, the co-founder of the International White Ribbon Campaign, consultant and writer, appealed to "good men" as well as women for the solution to the problem.

Keynote speeches of the conference were delivered by Vuslat Doğan Sabancı, Chair of Hürriyet's Board of Directors and Michael Kaufman. Also, a panel discussion that included businesswoman Leyla Alaton, Fatih Çekirge, Chief Editor of Hürriyet Internet, Prof. Dr. Deniz Ülke Arıboğan, İzzet Doğan, Retired Judge of Family Court, and writer Ahmet Ümit was held during the conference.

The second conference convened with the title of "The Sky Belongs to Everybody" on November 25, International Day for the Elimination of Violence against Women. Organized in collaboration by the "No! to Domestic Violence" campaign and the United Nations Population Fund (UNFPA) Turkey, the conference hosted non-governmental organizations, groups, initiatives and other attendees and enabled them to share their experiences. The participants of the conference were the subject of a book by Nicholas Kristof and Sheryl WuDunn entitled "Gökyüzünün Yarısı: Tüm Dünyada Kadınlar İçin Baskıyı Fırsata Dönüştürmek" [Half the Sky: Turning Oppression into Opportunity for Women Worldwide], which was published in Turkish by Doğan Kitap.

Keynote speeches of the conference were delivered by Vuslat Doğan Sabancı, Chair of Hürriyet's Board of Directors, Fatma Şahin, Minister of Family and Social Policies, Egemen Bağış, Minister of EU and Dr. Zahidul Huque, UNFPA Representative in Turkey. Writer Elif Şafak also delivered a speech. The conference was widely acclaimed with the participation of non-governmental organizations that included Apne Aap from India, Equality Now from London, Local Democracy Foundation from Bosnia and Mor Çatı [Purple Roof] Women's Shelter Foundation and Women Center Foundation (KAMER) from Turkey. A petition targeting men was also initiated as part of the conference as a result of the cooperation among the Ministry of Family and Social Policies, UNFPA and Hürriyet.

Other Activities

The collaboration of Hürriyet's "No! to Domestic Violence" campaign and the hosiery firm Penti Çorapları continued in 2011. The proceeds from the sales of Hera tights, which were manufactured specifically for the campaign, were donated to the Emergency Helpline. Another project with Penti was also initiated in which tights designed by famous artists will be manufactured and the proceeds from the sales will be donated to the Emergency Helpline.

The Project entitled "Hand in Hand with Costumes" was supported, in which famous artists donated the proceeds from the sales of their costumes to the Emergency Helpline.

The "Liberty is Our Right" Train set out on its third journey in 2011, visiting 25 cities in seven regions.

Hürriyet became a partner of the "Equal Opportunities Model" initiated by the Women Entrepreneurs Association of Turkey (KAGİDER) in order to foster a perspective of social gender equality and a culture of equality in organizational structures and implementations of companies. The model was launched at the newspaper.

A new webpage entitled Seninle +1 (You+1) was launched on hurriyet.com.tr and with the social entrepreneurship project titled Ekle-Destekle [Add-Support], we start to generate awareness about social projects and raise funds for the Emergency Helpline through technological social entrepreneurship.

LIBERTY IS OUR RIGHT TRAIN

In 2008, the 60th anniversary of Hürriyet Newspaper coincided with the 60th anniversary of the United Nations Universal Declaration of Human Rights. Therefore, human rights was selected as the main theme of Hürriyet's anniversary celebrations and the project titled "Liberty is our Right/Train is Freedom" was first launched.

In 2011, just before the elections on June 12, the Hürriyet-Liberty Train made its third journey and visited 25 cities in seven regions, searching answers to the question "What does Turkey want?"

While travelling 8,054 kilometers in 594 hours over 32 days, visitors to the Hürriyet-Liberty Train were asked what they would like to be changed after the elections and this information was shared with the public on a daily basis.

The Hürriyet-Liberty Train transported intellectuals and journalists sensitive to Turkey's problems together with Hürriyet writers from Kayseri to Edirne, from Erzincan to Balıkesir, from Samsun to Manisa, from Diyarbakır to İzmir, from Tatvan to Uşak and finally from Adana to Kars, all 25 cities connected by the railways.

The Pınar Kido Children's Theater performed a play titled "Nasreddin - Where Obstinacy Leads" at each stop of the train. In addition, the Zil Zurna Percussion Group organized the train's music and body percussion workshops with children.

The Turkish Education Volunteers Foundation (TEGV), the most widespread civil society institution in the field of education in Turkey, held workshops on children's rights at each stop of the train and informed children about their rights. The Natural Disaster Insurance Institution installed an earthquake simulation wagon in order to raise awareness about earthquakes and to provide education.

Also, in order to draw attention to women's issues, an exhibition entitled "It is Difficult Being a Woman" featuring photos of male celebrities, published as the 2011 New Year's Supplement of Hürriyet, was organized in every city with another exhibition narrating "Report Card on Gender Equality in Turkey". Hürriyet also held this campaign and the activities of the Rightful Women Platform during the train ride with training programs on domestic violence targeting village leaders.

The Turkish Football Federation also participated in the event for the first time and organized a program titled "Football for Everyone". Doğan News Agency released news from every stop to national as well as local media; CNN Türk broadcasted special programs and Pegasus Airlines supported the Hürriyet-Liberty Train by transporting guests to all corners of Turkey.

RIGHTFUL WOMEN PLATFORM

Hürriyet launched a new social responsibility project in 2011. Initiated by Vuslat Doğan Sabancı, Chairperson of the Board of Directors, Hürriyet pioneered the foundation of the Rightful Women Platform, bringing together 41 non-governmental organizations as well as academics, journalists, writers, business women, law professionals and representatives of non-governmental organizations.

Numbering 100,000 including the members of associations as well as individuals, the Rightful Women Platform supports the equal representation of women in parliament; the protection from all kinds of violence; equality in the workplace; the effective legal protection against gender discrimination to be provided with the measures needed to be realized immediately.

The first action of the Rightful Women Platform was to appeal to voters and party leaders to support more female candidates in the general elections. After the candidates were announced, the Platform was critical of the number of female candidates and stated that it was not befitting a state with egalitarian democracy. Following the elections, the frustration of women was once more given voice with statements made to party leaders and the government. Although the rate of women at the Grand National Assembly of Turkey increased from 9% to 14%, it was underlined that this was still short of the actual target.

Following Fatma Şahin's appointment as the Minister of Family and Social Policies, the Rightful Women Platform was actively involved in the preparations of the draft law on the Protection of Women and Family Members from Domestic Violence.

Creating awareness about discrimination against women and organizing activities in this regard since its foundation, the Rightful Women Platform continues to cooperate with several civil society institutions and platforms as well as related ministries. The organization's web site can be accessed at www.haklikadinplatformu.org

Member institutions of the Rightful Women Platform include:

The Women's Assembly of the Princes' Islands City Council; Adana International Business and Professional Women's Association; Adana NGO Women's Coalition Forum; Anatolian Entrepreneur Businesswomen Associations Federation (AGIFED); Education, Culture and Social Solidarity Association of Alucra; Ankara Business Women Entrepreneurs and Enhancement Association (ANGİKAD); Women Rights Center of Ankara Bar Association; Women's Assembly of Antalya City Council; Women's Joint Powers of Antalya City Council; Antalya TOAYDER Women's Branch; Aralık Association; Ataşehir City Council; Bakırköy Life Magazine; Capital Women's Platform; CNN Turk; Association for Supporting Contemporary Living (ÇYDD); Hürriyet "No! To Domestic Violence" Campaign; Association of Construction and Women; Women's Assembly of Kadıköy City Council; Women's Assembly of Istanbul Bakırköy City Council; Women Commission in Business; Business and Professional Women Association; KA-DER (Association for the Support of Women Candidates); Association for Research on Women's Social Life; The Women Entrepreneurs Association of Turkey (KAGİDER); Women's Shelter Foundation and Women Center Foundation (KAMER); the Marmara Group Foundation; NTV; Rengarenk Kırmızı Magazine; Association of Social Services Experts; Foundation of Turkish Women in Legal Professions; The Turkish Women's Union; Federation of Women's Associations of Turkey; Federation of Turkish Soroptimist Clubs; Turkish Enterprise and Business Confederation (TÜRKONFED); Turkish Industrialists' and Businessmen's Association (TÜSİAD); Uçan Süpürge (Flying Broom); Yeditepe Association of Women's Solidarity; and 21st Century Education and Culture Foundation (YEKÜV).

The project “Dad, Send Me To School” endeavors to transform girls into productive individuals through education.

“DAD, SEND ME TO SCHOOL” CAMPAIGN

Recognizing that education is one of the most important problems in Turkey and that especially girls are deprived of educational opportunities, Milliyet Newspaper launched the social responsibility campaign titled “Dad, Send Me to School” in 2005 which is set to play an important role in the upbringing of future generations. The project endeavors to transform girls, half of the population, into productive individuals through education.

Launched on April 23, 2005, “Dad, Send Me to School” promotes the extension of education mobilization throughout Turkey and to make sure that all girls enroll in school. Within this framework, after the obstacles concerning girls enrolling in schools were identified, a series of activities were organized to raise awareness as well as to provide financial support.

Hanzade Doğan Boyner, Chairperson of Doğan Gazetecilik, was the mastermind behind this comprehensive campaign. Many institutions supported the campaign by building dormitories and classrooms, and giving scholarships in 15 cities identified with the greatest need. Doğan Gazetecilik, also, contributed TL 1 million to the campaign.

Throughout the six and a half years since the launch of the campaign, 33 dormitories and 11 elementary schools have been constructed by various individuals and institutions. Also, 10,524 girls received educational scholarships and Aydın Doğan Foundation supported the campaign by building five dormitories for girls.

In addition, training seminars for 500 parents were held in five cities with the theme of “My Child and I” in collaboration with the Mother and Child Education Foundation (AÇEV); a two-day-long special training session was held for the administrators of Primary Regional Boarding Schools and Primary Regional Schools with Pension; Kamil Koç Busses sponsored the furnishing of the common areas in the dormitories; and girls staying in dormitories were also offered music lessons.

Moreover, a platform for multilateral cooperation was formed with universities: students of the Social Awareness module at Sabancı University visited Kars Merkez Sabancı Dormitory for Girls and Sarıkamış Milliyet Dormitory for Girls; and, Işık University included a Social Awareness module in its curriculum and organized various activities at Mardin Milliyet Dormitory for Girls.

In cooperation with the Turkish Family Health and Planning Foundation, seminars on hygiene and health were organized for female students staying in the dormitories. Also, one-week-long training programs were organized annually in Istanbul for administrators and instructors of the dormitories on topics like puberty, dormitory management, communication skills and budget management.

The newspapers within DYH also played a role in creating public opinion and raising social awareness. The articles published in our newspapers were influential in finding solutions to structural problems like the appointment of female directors to dormitories for girls and the revision of scholarship regulations.

As a result of the educational workshops organized, the problems with regard to education were brought to Turkey’s agenda, and solutions were offered to girls to continue their education; the outcomes of these workshops were shared with the public and the authorities at the Ministry of National Education.

Numerous individuals and institutions eagerly support the "Dad Send Me to School" campaign ranging from school children who donated their pocket money to Limak Holding which constructed a dormitory, from Hacı Ömer Sabancı Foundation to governorships, from the Turkish Union of Chambers and Commodity Exchanges to Petrol Ofisi who granted scholarships, the Turkish Economy Bank, the Metro Group, Garanti Bank, Enka Foundation, Oriflame and Siemens.

Institutions including the Association for Supporting Contemporary Living (ÇYDD), Turkish Association of University Women (TÜKD), Turkish Family Health and Planning Foundation and Mother and Child Education Foundation (AÇEV) as well as the Ministry of Education and local authorities actively support the campaign.

The fact that the campaign turned out to be a major mobilization and that 300,000 individuals made donations and that more than TL 34 million was raised through donations are clear indications that the campaign profoundly appealed to the Turkish public.

It is estimated that the added value of the campaign is even more and that the number of girls enrolled in schools is even higher than estimated as families inspired by news articles may have decided to enroll their daughters in school. Another contributing factor is that school administrators who participated in the training programs, paid visits to many villages and urged families to send their daughters to school.

IN THE WAKE OF THE VAN EARTHQUAKE

An earthquake measuring 7.2 on the Richter Scale hit the province of Van on October 23, 2011, causing immense grief across the nation. Immediately, Doğan Holding, Kanal D, Hürriyet and Yaysat mobilized to come to the aid of the victims of the earthquake.

As part of the "United for Van" project, which was initiated by Kanal D in cooperation with Kızılay in order to help victims after the earthquake in Van, a joint broadcast was made by 12 television channels and three radio channels including Radyo D. During the campaign, on which many celebrities also made appeals, a record breaking amount of TL 62 million was raised.

On the first day of the earthquake in Van, which deeply shocked Turkey, Hürriyet sent thousands of blankets to the disaster area. Following that, a large campaign was launched on the third day. In cooperation with Kızılay, Hürriyet initiated the building of a neighborhood with the same name in Erciş, Van with donations from readers. By the end of December, as a result of a donation amounting to TL 2 million by Hürriyet, Kanal D and Doğan Holding, around 600 container houses were provided. Each was equipped with a bedroom, bathroom, WC and kitchen; these houses were designed to meet all the needs of a family. Today, there are almost 30 streets in the Hürriyet neighborhood with the names of the biggest benefactors.

Immediately after the earthquake, Yaysat mobilized its Turkey-wide wide network and fleet together with its employees, 207 dealers and 165 transporters in order to transport aid supplies to the then homeless and jobless people in the area. Yaysat also offered logistics support to the Doğan Group for the supplies they wanted to have delivered to the area.

After receiving information from the Disaster Management Center with regard to the villages that have not yet been helped after the earthquake, the coordination committee organized by Yaysat, personally delivered aid supplies to approximately 2 thousand families living in 48 villages/neighborhoods. During the relief work which lasted until October 30, Sunday night, 779 relief supply kits totaling nine tons were distributed.

1. Declaration of Compliance With Principles of Corporate Governance

Doğan Şirketler Grubu Holding A.Ş. (Doğan Holding or the Company) has embraced the concepts of fairness, transparency, accountability and responsibility and aims to fully adhere to these Principles of Corporate Governance. The corporate governance rating score of Doğan Şirketler Grubu Holding A.Ş that has been included into the ISE Corporate Governance Index since November 4th, 2009, was revised to 8.59 (85.89%) from 8.42 (%84.20) by SAHA Corporate Governance Rating Company ("Saha") licensed by the Turkish Capital Markets Board (CMB) on November 3, 2011. The rating methodology is based on the Corporate Governance Principles of the CMB.

The rating scores assigned per each main section and weighting determined by CMB Principles are as follows:

Shareholders	87.13
Public Disclosure & Transparency	94.05
Stakeholders	89.00
Board of Directors	71.27

As per the rating revision note, in consideration of Doğan Holding's determination to apply corporate governance principles, its willingness to manage this process dynamically and continuously, and finally the improvements effected since the publication of the initial rating report, the corporate governance rating of the Company was revised as above. The main factors underlying the rating upgrade are the establishment and activation of a Corporate Governance Committee under the Board of Directors, and the declaration and confirmation of the independence of one Board Member.

The Corporate Governance Committee continues its efforts to improve the governance activities. The activities carried out in our Company for increasing the compliance level are being continued and the principles that we failed to fully comply with do not give rise to major conflict of interest among the stakeholders.

The Corporate Governance Rating Report issued by Saha for our Company is published on the corporate website located at the address of www.doganholding.com.tr.

Yours sincerely,

DEPUTY CHAIRPERSON AND CEO
YAHYA ÜZDİYEN

CHAIRPERSON
Y. BEGÜMHAN DOĞAN FARALYALI

PART I – SHAREHOLDERS

2. Shareholder Relations Unit

2.1. Exercise of shareholder rights is conducted in compliance with the relevant legislation, the Articles of Association and other inter-company rules. All necessary steps are taken to facilitate exercise of these rights.

2.2. The Shareholder Relations Unit was established on 03.18.2009 to monitor relations between shareholders and the Company and to ensure that the requirements pertaining to shareholders' rights concerning access to information are fully met. The Unit's primary duties are as follows:

a) To ensure that shareholder records are kept accurately, safely and up-to-date;

b) To respond to shareholders' written requests for information about the Company excluding those that constitute a trade secret or privileged information;

c) To ensure that the General Assembly meetings are held in accordance with relevant legislation, the Company's Articles of Association and other intra-company rules;

d) To prepare documents to be delivered to shareholders at General Assembly meetings;

e) To keep the records of voting results and to ensure that all reports related to the resolutions of the General Assembly meeting are sent to the shareholders;

f) To supervise and to oversee all issues concerning public disclosure to make certain that they comply with the current legislation in all respects and the Company's Public Disclosure Policy;

g) To ensure capital markets financial activities are carried out;

h) To ensure that investor relations activities are conducted.

2.3. Murat Doğu is in charge of coordinating the Shareholder Relations Unit.

2.4. In the year 2011, the requests for information and inquiries received directly or indirectly from shareholders or institutional investors were answered, and relevant information and documents were delivered to shareholders in line with the principle of equality, with the exception of confidential data or commercial secrets.

Furthermore, adopting a proactive approach in its communication with shareholders, the Investor Relations and Corporate Affairs Department continued to issue messages from the management and information about the Company's corporate strategies to shareholders at regular meetings organized with institutional investors, in line with public announcements and material disclosures. In this regard, meetings were held with institutional investors at Doğan Holding headquarters.

In order to provide information to foreign institutional investors, visits were organized in 2011 to London and New York, cities with the largest concentration of investors interested in emerging markets. In addition, meetings were organized in Istanbul with the intermediation of institutional investors to enable face-to-face interaction with corporate shareholders headquartered overseas.

The contact details of the Shareholders Relations Unit are as follows:

Name	Title	Tel.	E-mail
Murat Doğu	Deputy President, Finance, Capital Markets, IFRS/CMS Reporting and Affiliates Oversight	(216) 556 90 00	mdogu@doganholding.com.tr
Hande Özer	Director, Capital Markets IFRS/CMB Reporting and Affiliates Oversight	(216) 556 90 00	handeo@doganholding.com.tr

Özge Bulut Maraşlı of the Shareholder Relations Unit resigned from Doğan Holding on December 31, 2011.

Shareholders can access systematic and up-to-date information on the Company from the corporate web site at www.doganholding.com.tr, published in both English and Turkish.

2.5. Utmost care is taken to meet requests and comply with legal requirements and the Articles of Association. No written or verbal complaint reached the Company in 2011 concerning the exercise of shareholders rights, nor is the Company aware of any legal proceedings initiated against it in this regards.

3. Shareholders' Right to Obtain and Evaluate Information

3.1. The Company does not discriminate among shareholders on the issue of exercise of shareholders' right to obtain and evaluate information.

3.2. The information requests received from shareholders in 2011 primarily concerning financial and strategic developments announced by the Company were responded to without delay under the supervision of the Shareholder Relations Unit.

3.3. Financial information, news and presentations about the Company are available on the Company's web site. Shareholders submitting requests for information are directed to the Company web site where information and documentation are equally presented for the use of shareholders.

3.4. The Articles of Association currently do not recognize requests for the assignment of a special auditor.

4. Information on General Assembly Meeting

4.1. The Company's Ordinary General Assembly meeting for 2010 was held on July 19, 2011 at the Company's headquarters, at the address of Burhaniye Mahallesi Kısıklı Caddesi No: 64 Üsküdar-İstanbul. Invitations to the meetings were published, as stipulated in the Company's Articles of Association, in Posta newspaper and in the Turkish Trade Registry Gazette and announced on the PDP (Public Disclosure Platform) System.

4.2. Before the General Assembly meetings, the Information Memorandum, including meeting agenda and legal grounds of the agenda and Participation Procedure are declared for shareholders' information. No request to include a new agenda item to the General Assembly Meeting was received from the shareholders.

4.3. The method of holding General Assembly meetings ensures attendance of the maximum number of shareholders.

4.4. General Assembly meetings were conducted in line with the principle of fairness so as to cause the least uncertainty and cost for participants.

4.5. The General Assembly meeting was held in Istanbul to facilitate the attendance of shareholders.

4.6. Since the Company's capital is solely constituted by bearer shares, shareholders are not required to register their names on shareholders' lists within any specific time frame prior to attendance at Meetings.

4.7. Documents prepared for the Ordinary General Assembly meeting, financial statements and reports including the Annual Report, internal audits and the Board of Directors' actions for the period 01.01.2010 – 31.12.2010, were available to shareholders three weeks prior to the meeting, as defined in CMB regulations and CMB Corporate Governance Principles and were presented on the Company web site www.doganholding.com.tr. The Shareholder Relations Unit responded to questions from shareholders commencing from the date of announcement of invitation for the General Assembly meeting.

4.8. The agenda is presented in a clear and concise manner so as to be easily understood by shareholders, with the opportunity to voice their opinions and ask questions.

4.9. The Board responded to shareholders' questions on agenda issues at the General Assembly meeting.

4.10. It was reported that a note of dissent concerning the donations made by the Company in 2010 was presented at the General Assembly meeting to the shareholders.

4.11. Voting at the General Assembly meeting was conducted through open ballot. The voting procedure was announced to shareholders in the General Assembly meeting kit declared three weeks prior to the meetings and also at the beginning of the meetings.

4.12. General Assembly meeting decisions require the presence of shareholders or their proxies representing at least half of the Company's capital. Some 61.38% of the capital was present at the Ordinary General Assembly meeting.

4.13. Minutes of the General Assembly meeting were available at Company headquarters and were faxed to shareholders upon request. Additionally Shareholders' Meeting minutes are available at the corporate web site www.doganholding.com.tr

4.14. General Assembly meetings were attended by shareholders, some Directors of the Board, Company employees and independent auditors, but not by other stakeholders or the media.

4.15. There is no provision in the Company's Articles of Association that requires decisions on matters such as spin-offs or the sale, purchase or leasing of material assets to be taken by the General Assembly.

5. Voting Rights and Minority Rights

5.1. The Company avoids practices that make it difficult to exercise voting rights; all shareholders are given the opportunity to exercise their voting rights in the easiest and most convenient manner.

5.2. No upper limits are defined for the voting of any shareholder.

5.3. There are no preferred stocks or different classes of shares in the Company.

5.4. Each share is entitled to one vote in the Company.

5.5. There is no Company regulation that restricts the exercise of shareholder voting rights for a certain period of time following the acquisition date of shares.

5.6. The Articles of Association do not contain any provision that prevents non-shareholders from voting as proxy as representative of a shareholder.

5.7. The shareholders made no proposals for the representation of minority shares from the Company.

5.8. The Articles of Association do not provide for cumulative voting.

5.9. Since the share capital of the Company does not involve any cross-shareholdings, no voting in this regard took place at the General Assembly.

5.10. Although the Articles of Association permits dividend shares trading, there is no instance of the issuance of any dividend shares.

6. Dividend Policy and Timing of Distribution

6.1. There is no privilege to any individual in the distribution of dividends.

6.2. Doğan Group of Companies carries out its dividend distribution in line with the stipulations of the Turkish Commercial Code, regulations of the Capital Markets Board, the Articles of Association and the Dividend Policy outlined by the Board of Directors.

Accordingly:

Net profit can be calculated by deducting all Company expenditures, depreciation, premiums and bonuses, provisions for income taxes along with other financial obligations from total income.

After the losses (if any) from previous years and the amounts determined by the Capital Markets Board are deducted from net income, reserves set at 5% by the Turkish Commercial Code and other relevant regulations and the first dividend at the rate and amount determined by the Capital Markets Board are allocated.

The General Assembly is authorized to determine, in accordance with the dividend distribution policy of the Company, whether the remainder is to be considered money held in reserve or distributed.

One-tenth of the amount obtained by reducing the 5% of capital from the funds to be distributed among shareholders and other persons with a share in profits will be considered money in reserve as determined by Paragraph 3 of the second section of Article 466 of the Turkish Commercial Code.

According to the Code, unless the required amount of funds is reserved, or unless the primary profit share to be distributed to the shareholders in the form of cash and/or shares is distributed, no decision on transferring profits to the next year or paying dividends to preferred shareholders or to other shareholders, members of the Board or employees can be made.

6.3. The Company's dividend policy has been defined as follows: "The attributable profit will be distributed in cash and/or as bonus shares in a way that will optimize the Company's financial position within the context of the legislation it is required to comply with, its growth strategy, investment and financing needs in the industry, as well as conditions in the national and international economy." This has been announced to the public in accordance with CMB Decision No. 4/67 dated January 27, 2006, disclosed in the Annual Report and communicated to shareholders at the General Assembly meeting on May 29, 2007.

6.4. In line with CMB regulations, at the Company's Ordinary General Assembly for the year 2010, no dividend was distributed since the consolidated financial statements as of December 31, 2010 showed no distributable profit for the period; financial statements prepared in accordance with Turkish Commercial Code and Tax Procedures Code showed a profit for the period, which however was transferred to extraordinary reserves after the deduction of the First Legal Reserves, and of the participation bond sales profit which is exempt from dividend distribution.

7. Transfer of Shares

7.1. The Company's Articles of Association do not contain any provisions to impede transfer of shares.

7.2. All shareholders including minority and foreigner shareholders are treated equally.

PART II - PUBLIC DISCLOSURE AND TRANSPARENCY

8. Public Disclosure Policy

8.1. The main purpose of the Disclosure Policy of the Company is to provide fair, timely, accurate, complete, understandable, analyzable and easily accessible information to shareholders and stakeholders about the Company's prior performance, and information and developments related to its future outlook.

8.2. The Company holds meetings with the participation of investors, analysts and the media in addition to issuing Material Disclosures. In conjunction with this, members of the Board of Directors and the Executive Committee attend these meetings to make presentations; Company presentations, annual reports, financial statements, press releases and public announcements are available on the Company's web site.

8.3. The Company's public disclosure activities were carried out under the supervision and control of the Vice Presidency in charge of Capital Markets, IFRS/CMB Reporting and Affiliates Oversight who reports to the Financial Affairs Group, and in coordination with the Corporate Governance Committee.

The contact details of officers authorized to provide information in accordance with the Company's Public Disclosure Policy are as follows:

Name	Title	Tel.	E-mail
Murat Doğu	Deputy President, Finance, Capital Markets, IFRS/CMB Reporting and Affiliates Oversight	(216) 556 90 00	mdogu@doganholding.com.tr
Yener Şenok	Deputy President, Finance, Financial and Administrative Affairs	(216) 556 93 44	yeners@doganholding.com.tr
Hande Özer	Director, Capital Markets, IFRS/CMB Reporting and Affiliates Oversight	(216) 556 90 00	handeo@doganholding.com.tr
Alper Altıok	Director, Administrative Affairs and Procurement	(216) 556 92 46	alpera@doganholding.com.tr

Özge Bulut Maraşlı, the officer in charge of public disclosure as per the Company's Public Disclosure Policy, resigned from Doğan Holding on December 31, 2011.

While responding to inquiries, utmost care is taken to preserve the principle of equal opportunity among stakeholders.

8.4. The Company's Public Disclosure Policy was announced to the public in 2007 through the Company website. The Public Disclosure Policy was revised by the Board of Directors in 2009 and was presented at the Ordinary General Assembly meeting of 2008. The Board of Directors is responsible for the execution of the Public Disclosure Policy.

8.5. Members of the Board of Directors, Executive Committee and shareholders who directly or indirectly own at least 5% of the Company's shares, are required to publicly announce their transactions in capital market instruments issued by the Company in accordance with the Capital Market Law.

8.6. The IFRS financial statements and accompanying notes have been prepared and disclosed on consolidated bases and in accordance with the Capital Markets Board's Communiqué on principles regarding IFRS reporting (Serial: XI, No: 29).

8.7. The 2011 Annual Report and quarterly annual reports were prepared in compliance with capital markets legislation and Capital Markets Board (CMB) regulations and Corporate Governance principles announced by CMB.

9. Material Disclosure

9.1. The Company follows and applies capital markets legislation, CMB and ISE regulations, and CMB principles with regard to Corporate Governance.

9.2. The Company issued 28 material disclosures in 2011. No request for additional material disclosures was received from the CMB. All material disclosures were made within the relevant timeframe.

9.3. The Company has determined and announced the individuals authorized to issue special announcements and these are made under their signature.

9.4. The Company is under no other obligation to inform the public since the Company has no shares listed on foreign stock exchanges.

10. Company's Web Site and Its Contents

10.1. The Company's web site, www.doganholding.com.tr, is actively used for public disclosures.

10.2. Periodic financial statements, independent auditor's reports and annual and quarterly reports are available on the web site as required by the applicable CMB legislation.

10.3. An English-language version of the documents and information is also available for the convenience of foreign investors.

10.4. Information provided on the web site is as follows:

a) Corporate
- Shareholding Structure
- Board of Directors (Board of Directors, Audit Committee, Corporate Governance Committee and Audit Committee Members)
- Managers (CEO, President, Deputy Presidents, Directors)
- Corporate Profile

b) Investments
- Media (Newspaper, Magazine and Book Publishing, Music, TV and Radio Broadcasting, Digital TV Platform and Services, News Agency, Internet Services, Distribution and other activities)
- Energy (Power investments)
- Industry (Çelik Halat, Ditaş, Doğan Organik Ürünler)
- Trade (Milpa)
- Financial Services (DD Konut Finansmanı)
- Tourism (Milta)

c) Corporate Governance
- Shareholder Structure
- Articles of Association
- Statement of Preferred Shares
- Board of Directors
- Corporate Governance Compliance Report
- Corporate Governance Rating Report
- Corporate Governance Committee
- Corporate Governance Committee Working Principles
- Code of Ethics
- Disclosure Policy
- Dividend Policy

d) Investor Relations
- Corporate Info (Trade Registry, listing, share capital, contact information)
- Stock Profile (Interactive Share Charts, Analyst Reports)
- Financial Statements and Independent Audit Report
- Annual Reports
- General Assembly (General Assembly and Proceedings, General Assembly Participation Procedure, Proxy Voting Form, Annual Reports, Shareholders' Meeting Minutes)
- Latest IR News
- Investor Presentations
- Analyst Coverage
- Frequently Asked Questions
- Investor Contacts
- Investor Relations Site Map

e) Press Room
- News
- Press Releases
- Image Gallery
- Press Contact

f) Corporate Social Responsibility
- Doğan Group and CSR
- Aydın Doğan Foundation
- Dad, Send Me To School
- No! To Domestic Violence
- Liberty Is Our Right

g) Human Resources
- Human Resources Policy (Recruitment, Training and Development, Performance Development, Remuneration Policy)
- Human Resources Profile
- Job Application

10.5. The Company letterhead clearly indicates the address of its web site.

11. Disclosure of Ultimate Controlling Individual(s)

11.1. Changes regarding the shareholding structure and/or the managerial control of the Company are announced to the public in accordance with capital markets legislation and CMB regulations.

11.2. The shareholder structure of the Company as of December 31, 2011 was as follows:

Shareholders	Share Capital (TL)	Share (%)
Adilbey Holding A.Ş.[1]	1,290,679,019	52.68
Free float[2]	817,724,422	33.88
Aydın Doğan	246,992,721	10.08
Işıl Doğan	40,523,872	1.65
Hanzade V. Doğan Boyner	22,703,044	0.93
Arzuhan Yalçındağ	19,049,260	0.78
Vuslat Sabancı	11,353,044	0.46
Y. Begümhan Doğan Faralyalı	974,618	0.04
Total Share Capital	**2,450,000,000**	**100.00**

Aydın Doğan and the Doğan Family are ultimate shareholders of our Company.

[1] Adilbey Holding A.Ş.'s share has increased to 52.68% (TL 1,290,679) as a result of purchasing 16,679,046.07 shares from ISE on October 31, 2011 and December 8, 2011.

[2] In accordance with the Capital Markets Board's (the "CMB") Resolution No: 21/655 issued on July 23, 2010, it is regarded that 31.46% of the shares (December 31, 2010: 32.12%) are outstanding as of December 31, 2011 based on the Central Registry Agency's ("CRA") records. Some 34.29% of Doğan Holding's shares are publicly available.

11.3. To the best of our knowledge, there were no voting agreements among shareholders in 2011 that aimed at increasing control over the management of the Company.

12. Individuals with Access to Inside Information

12.1. Board Directors, auditors, the Shareholder Relations Unit, top executives of the Holding and other persons who have access to inside information are prohibited from revealing knowledge that could be used to the advantage of third parties.

12.2. The names and titles of people who have potential access to such information that can be classified as commercial secret are presented below:

Name	Title
Aydın Doğan	Honorary President
Y. Begümhan Doğan Faralyalı[1]	Chairperson
Hanzade V. Doğan Boyner[1]	Deputy Chairperson
İmre Barmanbek	Deputy Chairperson
Yahya Üzdiyen[2]	Deputy Chairperson and CEO
Vuslat Sabancı	Board Member
Arzuhan Yalçındağ	Board Member
Mehmet Ali Yalçındağ	Board Member
Soner Gedik	Board Member, Audit and Corporate Governance Committee Member
Ali İhsan Karacan	Independent Board Member, Audit and Corporate Governance Committee Member

Name	Title
Taylan Bilgel	Board Member, Audit and Corporate Governance Committee Member
Erem Turgut Yücel	Board Member
Selma Uyguç	Board Member
Ahmet Toksoy	Chief Financial Officer
Kemal Sertkaya	Deputy President, Internal Audit
Mehmet Yörük	Deputy President, Finance and Portfolio Management
Yener Şenok	Deputy President, Financial and Administrative Affairs
Murat Doğu	Deputy President, Finance, Capital Markets, IFRS/CMS Reporting and Affiliates Oversight
Hüseyin Cem Kölemenoğlu	Deputy President, Finance, Cash Management
Özge Bulut Maraşlı(3)	Head of Investor Relations and Corporate Affairs Division
Tolga Babalı	Deputy President, Finance, Risk Management
Hakan Genç	Deputy President, Finance, Budget and Reporting
Aygen Leyla Ayözger	Deputy President, Business Development
Melih Özaydın	Deputy President, Energy Business
Hande Özer	Capital Markets, IFRS/CMB Reporting and Affiliates Oversight Director; Corporate Governance Committee Member
Oktay Hatırnaz	Capital Markets, IFRS/CMB Reporting and Affiliates Oversight Director
Korhan Kurtoğlu	Financial Reporting Director
Ayhan Sırtıkara	Analysis and Valuation Director
Haşim Işık	Industry, Trade and Tourism Operations Director
Hakan Kantek	Business Processes and Systems Director
Rişe Özkan	Corporate Communications Director
Handan Karakuş	Information Systems Director
Alper Altıok	Administrative Affairs and Purchasing Director
Muzaffer Göğüş	Finance Manager
Banu Çamlıtepe	Investor Relations Director (Doğan Yayın Holding)

Aside from those listed above, the following individuals are also considered to have access to insider information;

- Employees of the independent audit firm,
- Certified financial accountants providing services to the Company,
- Officers participating in the financial control, accounting and audit processes.

(1) Arzuhan Yalçındağ resigned from her position as Chairperson on December 31, 2011 and was replaced with Yaşar Begümhan Doğan Faralyalı as of January 1, 2012. Valid as of the same date, Hanzade Vasfiye Doğan Boyner was appointed Deputy Chairperson.
(2) CEO as of January 24, 2012.
(3) Özge Bulut Maraşlı resigned from her post on December 31, 2011.

PART III – STAKEHOLDERS

A holding company, Doğan Holding does not carry out operational activities directly. Accordingly, shareholders and investors have a more prominent position among its stakeholders. Other important stakeholders of the Company are those customers provided goods and services in various sectors of activity. The Company actively participates in or supports the activities of NGOs that operate in its business lines. Due to the importance of human resources in Company operations, human resources management is represented at the senior management level and human resources policies are formulated at a macro level. Operational policies are performed in coordination with Group companies.

13. Informing the Stakeholder

13.1. As is explained in detail in the first part of this report, shareholders and investors are kept informed in accordance with capital markets legislation, CMB regulations and the Public Disclosure Policy.

13.2. The stakeholders of the Company, i.e. shareholders, investors, financial institutions and suppliers, can access Company information via press releases and the web site along with reports and presentations.

13.3. The Company also has an intranet site that is only accessible by employees.

14. Stakeholders Participation in Management

14.1. The Company is in ongoing communication with its stakeholders. All feedback received from stakeholders is presented to senior management for evaluation after various procedures and solution proposals and policies are developed.

14.2. There is no regulation that provides for stakeholder participation in the Company's management.

14.3. Employees are kept apprised of the general activities of the Company, and their suggestions are evaluated via the intranet site.

15. Human Resources Policy

Doğan Holding dues its utmost to provide a peaceful working environment where individual employees are protected against any discrimination on the basis of race, nationality, religion, gender and belief, and where employee rights are respected. Furthermore, a key component of the Group's human resources policy is to give employees the chance to further their personal and professional development, and adapt themselves to innovation and change.

The human resources activities of Doğan Holding and Group companies are divided into the following four categories:

- Human resources planning,
- Work analysis based on roles and responsibilities,
- Training,
- Performance and compensation management.

These processes are managed with due consideration of sectoral or local specificities.

16. Relations with Customers and Suppliers

16.1. The actual activity of the Company is to invest in and form partnerships through its affiliates, subsidiaries and joint ventures Group Companies) in its main areas of operation: media, energy, telecommunications, tourism, insurance, industry and trade. The Group also provides finance, project development, organization, marketing, administrative consulting and internal auditing and risk management services to its subsidiaries. Since the Company is a holding, its customers and suppliers generally consist of Group Companies.

16.2. In addition to meeting the needs of Group Companies, the services provided them are designed to create value for the companies. Services are provided to business partners in accordance with market prices.

17. Social Responsibility

Capitalizing on its institutionalized structure and employees with high social awareness, the Company carries out social responsibility projects by mobilizing the synergy of all companies under its umbrella. During the performance of its operations or the operations of its subsidiaries, the Company strives to fulfill its responsibilities as regards the prevention of environmental pollution and the protection of natural resources.

Together with the subsidiaries under its umbrella, the Company develops or supports projects which draw attention to social problems and contribute to social development, particularly in the field of education.

Efforts to support the educational, social and cultural development of Turkey are undertaken by subsidiaries under umbrella of the Company, as well as Aydın Doğan Foundation. The Foundation's activities are geared toward improvement and development in the fields of education, public health, scientific research, sports, arts and economics. Furthermore, the Foundation supports activities concerning the media, promotes technological advancements, and strives to generalize cultural and social progress.

Aside from activities performed in-house, the Company also supports the social awareness and societal mission projects of various institutions and agencies via its media outfits, and thereby embraces the mission of providing hundreds of projects the value they deserve every year.

Within the context of corporate social responsibility, the Company has invested in one of its subsidiaries, Doğan Organic Products in Kelkit, Gümüşhane, which has been recognized for its contributions to the region and pioneering activities in organic agriculture. The project, friendly to natural resources and highly observant of environmental principles and animal rights, contributes significantly to the development of the region with its "contractual farming" project. This investment is considered to be a leading regional development project in Turkey.

Doğan Holding supports and participates in activities of various social responsibility projects executed by non-governmental organizations.

PART IV - BOARD OF DIRECTORS

18. The Structure and Formation of the Board of Directors and Members

18.1. There are six non-executive and four executive members on the Board of Directors.

18.2. Members of the Company's Board of Directors:

Member	Position	Executive/Non- executive
Y. Begümhan Doğan Faralyalı(1)	Chairperson	Executive
Hanzade V. Doğan Boyner(1)	Deputy Chairperson	Non-executive
İmre Barmanbek	Deputy Chairperson	Non-executive
Yahya Üzdiyen(2) (3)	Deputy Chairperson	Executive
Vuslat Sabancı	Member	Non-executive
Arzuhan Yalçındağ	Member	Non-executive
Mehmet Ali Yalçındağ	Member	Non-executive
Soner Gedik	Member	Non-executive
Ali İhsan Karacan	Member	Independent
Taylan Bilgel(2)	Member	Non-executive
Erem Turgut Yücel	Member	Executive
Selma Uyguç	Member	Executive

(1) Arzuhan Yalçındağ resigned from her position as Chairperson on December 31, 2011 and was replaced with Yaşar Begümhan Doğan Faralyalı as of January 1, 2012. Valid as of the same date, Hanzade Vasfiye Doğan Boyner was appointed Deputy Chairperson.

(2) Deputy Chairperson Ragıp Nebil İlseven resigned from his position on January 6, 2011, and Board Member Taylan Bilgel resigned from his position on January 18, 2011. Taylan Bilgel was reappointed Board Member at the Ordinary General Assembly meeting dated July 19, 2011. Board Members who resigned on January 6 and 18 were replaced with Yahya Üzdiyen as Deputy Chairperson and Soner Gedik as Board Member on January 18, 2011 to serve until the Ordinary General Assembly where the activities of the year 2011 will be discussed.

(3) Yahya Üzdiyen has served as CEO since January 24, 2012.

18.3. Members are elected at the annual General Assembly meeting. The members are limited to a three-year term in office and after the three years members are to be reappointed for the next period.

18.4. Some of the members of the Board of Directors also sit on the Board of Directors of subsidiary companies.

18.5. Brief personal and professional background of the Board members is available on the Company's web site.

19. Qualification of Board Members

19.1. The qualifications of Board Members are in compliance with the Capital Markets Board's Principles of Corporate Governance Part IV under title 3.1.

19.2. The Company ensures that Board members:

a) are preferably university graduates;
b) possess a high level of competence and knowledge;
c) are educated and experienced in Company management;
d) are sufficiently competent to interpret the financial statements and reports;
e) possess basic knowledge of the legal framework regulating the activities and transactions related to Company's field of activity;
f) have never been convicted of violating regulations; and
g) are able to attend Board meetings.

19.3. Since the qualifications given for the Board members defined in 19.2, the members' compliance program is not applied.

20. Mission, Vision and Strategic Goals of the Company

20.1. Our vision is to target and effectively realize investments that contribute to transparency in society and the general welfare and stability of the individual in relevant service, commercial and industrial platforms. Our mission is to monitor, innovate and implement state-of-the art commercial and technological products and applications in retail driven industries in Turkey and other prospective markets abroad; and develop and maintain the necessary corporate assets to ensure proper execution of these objectives.

20.2. The vision and mission of the Company is available in the annual report.

20.3. The strategic goals determined by the Executive Committee of the Company in accordance with the plans of the Company are presented for to the approval of the Board of Directors prior to authorization.

20.4. The Board of Directors and senior management of the Company continuously monitor the status of the Company against its strategic goals, through monthly meetings. The results of Company activities and its performance are evaluated in detailed reports.

21. Risk Management and Internal Control Mechanism

Since the Company is a holding company, its main areas of focus are asset management, financial performance of its subsidiaries as well as financial and fiscal risk management. The management of financial and fiscal risks is performed by the Presidency for Financial Affairs, relevant Vice Presidencies of Financial Affairs and the Vice Presidency for Fund Management and Finance. The identification and reporting of the financial risks and operational risks of subsidiaries are under the authority and responsibility of the CEO. Whenever deemed necessary, the Audit Committee and Corporate Governance Committee also present to the Board of Directors problems and proposed solutions concerning the risk management and internal control mechanisms. In the year 2011, the Company placed increased emphasis on risk management and reporting, as well as restructuring efforts.

22. Authorities and Responsibilities of Board Members and Executives

22.1. According to the Company's Articles of Association, the Board of Directors manages and represents the Company. The limit of authority of those authorized to represent the Company and to collect its revenues is published in the appropriate forums by the Board of Directors.

22.2. The authority to perform management tasks and representative authority can be assigned wholly or in part to individual members of the Board of Directors by the mandates of the General Meeting or by the Board of Directors.

22.3. The Board of Directors' responsibilities has been determined regarding to the Capital Markets Board's Corporate Governance Compliance Principles.

23. Operating Principles of the Board of Directors

23.1. The Board of Directors convenes as required for the Company business, but no less than once a month.

23.2. All decisions made by the Board of Directors are recorded in the registry book.

23.3. In accordance with Article 2.17.4 of Chapter IV of the CMB Principles of Corporate Governance, all Board members are present in-person at the meetings where important matters concerning the operations of the Company are going to be discussed.

23.4. The Board customarily meets at Company headquarters but can convene in another venue upon decision of the Board of Directors.

23.5. The members of the Board of Directors are assured to access any type of information to carry out their tasks. Issues to be discussed at Board meetings are conveyed to members prior to each meeting along with the agenda.

23.6. Since all decisions made by the Board of Directors have been the result of a unanimous vote, there has been no need to vote on differing proposals offered by members at the meetings. In addition, because they are in constant contact, no questions were raised by members that required notation in the registry.

23.7. The members of the Board of Directors have no privileged voting rights including the right to veto.

23.8. Travel and meeting expenses of the Board of Directors as well as the expenses for the special tasks related to the Board's activities and similar expenses are paid out of the Company's general budget without any restrictions.

24. A Ban on Doing Business with the Company and Non-Compete Clause

The required permission for members of the Board of Directors to carry out transactions specified in Articles 334 and 335 of the Turkish Commercial Code is granted through the resolution of the General Assembly. As per the Company information, none of the Board of Directors has any business activity conflicting with the Company's field of activity in 2011.

25. Code of Ethics

The Company's code of ethics is available on its web site.

26. Number, Structure and Independence of Committees

26.1. The Company has established an Audit Committee to ensure that the Board of Directors successfully performs its tasks in accordance with Capital Markets Board legislation.

26.2. The Board of Directors has resolved to appoint Ali İhsan Karacan as Audit Committee President and Soner Gedik, Ahmet Toksoy and Murat Doğu as Audit Committee Member, to serve until the Ordinary General Assembly on the 2011 Activity Period.

Ali İhsan Karacan: President, Independent Board Member
Soner Gedik[1]: Board Member, Non-executive
Taylan Bilgel[2]: Board Member, Non-executive
Murat Doğu: Deputy President, Finance, Capital Markets - IFRS/CMB Reporting and Affiliates Oversight

[1] Has held this position since March 30, 2011.
[2] Appointed to in lieu of Ahmet Toksoy who resigned from Audit Committee Membership on March 30, 2012.

26.3. Audit Committee members possess qualifications enabling them to perform their duties and were selected from among the non-executive members of the Board.

26.4. The Audit Committee conducts its activities regularly in accordance with capital markets regulations and the Capital Markets Board's Corporate Governance Principles. In conjunction with this, in 2011:

a) The Company's annual/interim financial statement and footnotes and independent auditor's reports were all examined prior to public release; and
b) The opinion on the choice of independent auditor was delivered, and its contract with the Company was reviewed.

26.5. The Audit Committee holds meetings at least four times a year and presents its decisions to the Board of Directors in written format.

26.6. The Audit Committee acts within the limits of its authority and responsibilities and advises the Board of Directors. However, final decisions are made by the Board of Directors.

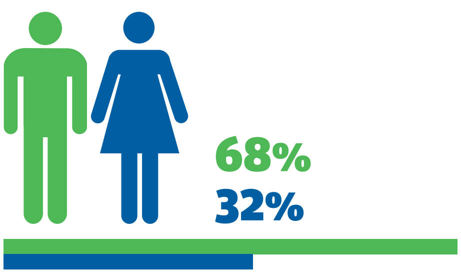
26.7. The Corporate Governance Committee was established on December 28, 2010 to support and improve the activities on Corporate Governance. The Committee Members who will be serving from 2011 General Assembly until the next General Assembly and their titles are as follows;

Ali İhsan Karacan: President, Board Member, Non-executive
Soner Gedik*: Member, Board Member, Non-executive
Murat Doğu: Member, Deputy President, Finance, Capital Markets, IFRS/CMS Reporting and Affiliates Oversight
Hande Özer: Member, Capital Markets, IFRS/CMB Reporting and Affiliates Oversight Director

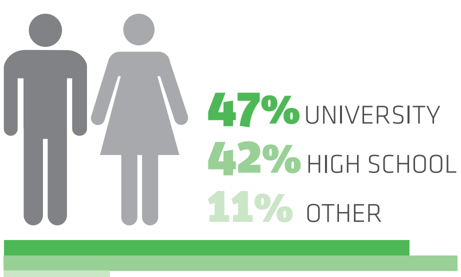
27. Remuneration of the Board of Directors
27.1. According to the Company's Articles of Association, remuneration to be paid the Board of Directors as compensation for their services is to be determined at the General Assembly.

Doğan Holding builds its human resources policy on the principles of employee loyalty and development.

EMPLOYEE RATIO (MEN – WOMEN)



LEVEL OF EDUCATION



Considering human capital as its most valuable asset, Doğan Holding strives to attain employee satisfaction.

Offering equal opportunity to its employees in every respect, Doğan Holding aims to put together a young, well-equipped, dynamic human resources talent pool who can take initiative. Doğan Holding's goal is to reinforce the corporate loyalty and engagement of its employees.

Human Resources Policies

Doğan Holding expends maximum effort to create a peaceful work environment where its employees are not discriminated against on the basis of race, nationality, religion, sex, faith or individual differences and their rights are safeguarded. In addition, facilitating employees to realize their potential in the areas where they are open to personal and professional development and helping them to constantly adapt to innovation and change are core components of the Group's human resources policy.

In accordance with the shared values and strategies of Doğan Holding and the Group Companies, human resources activities are grouped under four categories: human resources planning, business analyses as a result of which roles and responsibilities are defined, training, and performance and compensation management.

These processes are managed by also taking into consideration the sector-specific and local factors.

Attracting and Recruiting Talent

Doğan Holding believes that the overlap between the experience, competence and career objectives of the personnel to join the Group and the requirements of the position is a key factor for the Group's success. The Holding tries to recruit candidates who are open to the Group's development and change, follow global and local developments, and are inclined to teamwork.

Training and Development

The essence of Doğan Holding's training activities is to equip its employees with certain knowledge, skills and behaviors and to empower them to be also able to implement these in their own lives.

The first and foremost goal of the training programs is to assist employees to maximize their own professional performance in order for the Group to realize its vision.

In this regard, the Holding publishes a training & development guide in an effort to improve the personal and managerial skills of the employees and to reinforce communication within the Group. The guide consists of personal development, technical, management skills development, legal and broadcast group talks and social media training courses.

The training & development guide application that is designed to serve the needs of all Group companies is enriched every year with new training development courses.

Of Doğan Holding employees in Turkey, 47% are university graduates.

Performance Development

The core objective of Doğan Holding's performance management is to assist employees to determine their goals and priorities and to contribute to their personal and career development. The competencies and professional skills of employees are evaluated objectively as part of the performance evaluation system, promotion and horizontal move systems are employed and the areas promising development potential are supported with training.

Doğan Holding Human Resources Profile

As of December 31, 2011, 8,638 employees out of Doğan Holding's total workforce of 13,256 are employed in Turkey. Some 32% of the staff employed in Turkey is women.

As of December 31, 2011, 47% of Doğan Holding's employees in Turkey are university graduates.

As of December 31, 2011, 42% of Doğan Holding's personnel in Turkey are in the 22-33 age group, giving the Company a young employee profile.

Doğan Holding Human Resources Profile (%) (In Turkey)	
Women	32
Men	68
High School	42
College and University	47
Other	11

Number of Employees (Age) (In Turkey)	
24 and under	1,348
25-30	2,318
31-38	2,769
39-48	1,631
49 and over	572

COMPENSATION POLICY AND BENEFITS

At Doğan Holding, salary grades are reviewed regularly in order to reflect the prevailing market trends and to recognize the personnel's increasing performance. The Company's policy is equal pay for equivalent work while respecting market conditions and intra-company balances. Annual salary increases are determined at periods deemed necessary by the employer and they are reflected in paychecks after the approval of the Holding's CEO. In addition to the compensation policy, all employees are provided with fringe benefit packages based on their career bands.

In addition, all benefits, advantages and remuneration provided to the members of the Board of Directors are decided at the Company's General Assembly meeting every year. The members of the Board of Directors who have executive duties in the Company, in addition to the "attendance fee" they receive for serving as Board members, may also be provided with a monthly salary and related fringe benefits for the tasks they perform within the Company. Senior executives and other personnel who carry out management tasks may also deserve "bonus" or "rewards" based on their performance.

Payments made to key management personnel:
Doğan Holding designated the Members, Chairperson and Deputy Chairperson of the Board of Directors, General Counsel, Directors and other similar management-level employees as key management personnel. The benefits provided to the key management personnel consist of salary, bonus, health insurance, communication and transportation; the sum of all benefits provided to such key management personnel is disclosed below.

(TL thousand)	2011	2010
Salaries and other short term benefits	13,683	8,092
Post-termination benefits	-	-
Other long term benefits	-	-
Termination-related benefits	-	-
Stock-based compensation	-	-
Total	**13,683**	**8,092**

Doğan Şirketler Grubu Holding A.Ş. conducts risk management by monitoring and measuring fiscal, operational and compliance risks as well as financial risks, in addition to providing guidance and recommendations to the Group companies on an as-needed basis. The Holding's Financial Affairs Division is responsible for the management of fiscal, operational and compliance risks while financial risks are handled by the Vice Presidency of Finance.

Fiscal, Operational and Compliance Risk Management
Efforts for defining and identifying the risks the Group companies are exposed to as well as risk management activities for controlling and mitigating such risks are performed under the coordination of the Holding's Financial Affairs Division in conjunction with the senior management of the Group companies.

In this regard, in an effort to minimize and manage risks unique to the media industry and the other sectors Doğan Holding is active in, the members of the Executive Committee as well as other senior executives and department managers were also administered training on laws and regulations; consequently, risk perception was instilled and risk awareness was created at all levels of the Company. In addition, the project to put in place early warning systems for fiscal and operational risks using information systems tools is also ongoing.

Management of tax, commercial law and capital markets compliance risks, which are a major component of fiscal, operational and compliance risks, is carried out under the coordination of the relevant Vice Presidents of the Holding's Financial Affairs Division by the Audit and Risk Management units, with the occasional support of audit and certified public accounting firms. Group companies are constantly monitored against risks via such audit and control activities.

Financial Risk Management
The Group is subjected to a range of financial risks due to its activities. These risks include credit risk, market risk (foreign currency, interest risks) and liquidity risk.

The Group's approach to financial risk management aims to minimize the adverse effects caused by the variability of the financial markets on the fiscal results. To be able to avoid the diverse possible financial risks, the Group uses the options of:

- Recording foreign currency positions on a Holding-basis in consideration of the Group companies' foreign currency liabilities;
- Positioning the Group in line with its liabilities according to the cash conditions of the Group Companies;
- Limiting derivative liabilities.

Financial risk management is conducted within the framework of the Group's guidelines by all subsidiaries and affiliates subject to joint management.

In 2011, the Centralized Treasury System was adopted by which daily market values (including options and forward transactions) of any financial instrument can be calculated. In this system, foreign currency and interest risks can be calculated according to market yield curves and reported on a daily basis.

The portfolio management software of the project is currently under development and aims to report asset-liability management, cash finance flow and portfolio efficiency on a daily basis for every company and for the whole Group.

Credit Risk
Credit risk is the risk of the other party's non-fulfillment of its contractual obligations. This risk involves the Group Companies' receivables, particularly from advertising. The Group controls its credit risk primarily by credit assessment through its factoring firm and by assigning credit limits to counter parties, hence creating a data center. Credit risk is distributed due to the high number of organizations in the client-base and their distribution among diverse business fields.

Interest Rate Risk
The Group manages interest rate risk through the limited utilization of measures and derivative instruments generated by offsetting its assets and liabilities sensitive to interest rates.

Liquidity Risk
The Group manages liquidity risks by:

- Keeping a sufficient amount of cash to meet short term payments, through short term deposits and securities that can be rapidly turned into cash;
- Funding investments and projects in the medium- and long-run through sufficient credit facilities in regard to project turnaround periods and the balance between capital and credit.

Because of the dynamic of its business environment, the Group has aimed to maintain funding flexibility by holding credit channels ready for use.

Foreign Currency (Exchange) Risk
The Group bears foreign currency risks related to changes in exchange rates as a result of conversions of foreign currency debt amounts to the functional currency. These risks are monitored and limited through foreign currency positions analysis.

Capital Risk Management
The Group's objective in capital management is to sustain the Group's activities with the aim to maintain the most suitable capital structure to generate returns for its partners, benefit for its shareholders and to reduce its capital costs. The Group holds the right to issue new shares and sell assets to reduce its debts to maintain or reconstitute its capital structure.

In 2011, studies were conducted in conjunction with the Vice President of Financial Affairs, the unit responsible for risk management. The reorganization of the Vice Presidency for the Internal Audit of Doğan Holding was completed in the same year, and it was assigned the core function of undertaking audit and internal control activities. During the year, the Vice Presidency carried out fixed asset and inventory counts, liquid asset reconciliations and tests, and expense, cost and profitability analyses in order to safeguard the Company's assets and to increase the internal control effectiveness in this regard; made recommendations to increase the intra-Group synergy; and monitored the measures taken by the Holding companies.

The Vice Presidency of Audit executed an active work plan by carrying out information sharing, interaction and the communication process with all units and reported monthly to the authorized bodies within the Company and the Group regarding its activities and plans. The coordination of the planning and execution activities of the audit units of Hürriyet Gazetecilik ve Matbaacılık A.Ş. and TME Group also continued in 2011.

In 2012, the Vice Presidency of Audit aims to increase the efficiency of internal control/audit and oversight activities through COSO-based internal control and computer-aided audit activities and training programs administered for the specialization of the unit employees and to standardize the existing procedures.

DOĞAN ŞİRKETLER GRUBU HOLDİNG A.Ş.
STATUTORY AUDITORS' REPORT

Company Name: DOĞAN ŞİRKETLER GRUBU HOLDİNG A.Ş.
Head Office: Burhaniye Mah. Kısıklı Cad. No: 65 Üsküdar/Istanbul TURKEY
Registered Capital: TL 4,000,000,000
Issued Capital: TL 2,450,000,000
Name of the Statutory Auditors:CEM SOYLU - MEMDUH COŞKUNER
Board of Directors Attended: Fiscal Year 2011

Scope of the inspections performed on the Company's accounts, books and documents, investigation dates and the conclusions:

The Company's statutory books and documents have been audited every three months. We conclude that the records kept complied with the provisions of the Law and the Articles of Association and generally-accepted accounting principles.

The number and results of treasury counts performed pursuant to Article 353/1-3 of the Turkish Commercial Code:

Four treasury counts were performed during the year and the inventory was found to be consistent with the records.

The number and results of inspections performed pursuant to Article 353/1-4 of the Turkish Commercial Code:

During the inspections carried out every month, no inconsistencies with the records were encountered.

Complaints and notifications of fraud that have been received and actions taken in response to them:

No complaints or notifications of fraud have been received.

We have audited all accounts and transactions of Doğan Şirketler Grubu Holding A.Ş. for the period between January 1, 2011 and December 31, 2011 with respect to the Turkish Commercial Code, the Company's Articles of Association, other related laws and regulations, and generally-accepted accounting principles and standards.

In our opinion, the accompanying balance sheet prepared as of December 31, 2011 represents the Company's true financial position at the referenced date and the accompanying Income Statement prepared for the period between January 1, 2011 and December 31, 2011 represents the Company's true operating results for the referenced period and they are consistent with the records in the Company's books.

We hereby recommend the approval of the Balance Sheet and the Income Statement and the release from liability of the Board of Directors.

STATUTORY AUDITOR
CEM SOYLU

STATUTORY AUDITOR
MEMDUH COŞKUNER

BOARD OF DIRECTORS' RESOLUTION ON THE APPROVAL OF THE FINANCIAL STATEMENTS

DOĞAN ŞİRKETLER GRUBU HOLDİNG A.Ş.
BOARD OF DIRECTORS' RESOLUTION

Meeting Date: April 11, 2012
Resolution No: 4

The Company's Board of Directors convened at the Company's Head Office with the participation of the undersigned members for discussion and resolution of the issues on the agenda.

Agenda: Approval of the Financial Statements
Resolution:

As a result of the deliberations, it was resolved unanimously that:

- The consolidated financial statements, prepared for the fiscal year January 1, 2011 to December 31, 2011 in a comparative format with the previous year in compliance with International Accounting Standards and International Financial Reporting Standards pursuant to the Capital Markets Board's Communiqué Series: XI, No: 29; presented as specified by the Capital Markets Board's regulations and resolutions; audited independently; and submitted to the Board of Directors for approval in line with the recommended corrections of and upon the assent of the Audit Committee, be approved and submitted to the General Assembly for approval.

DEPUTY CHAIRPERSON
İMRE BARMANBEK

DEPUTY CHAIRPERSON
YAHYA ÜZDİYEN

MEMBER
SONER GEDİK

MEMBER
TAYLAN BİLGEL

MEMBER
ALİ İHSAN KARACAN

MEMBER
EREM TURGUT YÜCEL

MEMBER
SELMA UYGUÇ

STATEMENT OF RESPONSIBILITY FOR THE FINANCIAL STATEMENTS

RESOLUTION DATE: APRIL 11, 2012
RESOLUTION NO: 4

April 11, 2012
Ref: 463

STATEMENT OF RESPONSIBILITY
PURSUANT TO THE CAPITAL MARKETS BOARD'S
COMMUNIQUÉ SERIES: XI, NO: 29 SECTION THREE, ARTICLE 9

Istanbul Stock Exchange
Istinye/Istanbul

Subject: Announcement of the consolidated financial statements of Doğan Şirketler Grubu Holding A.Ş. and the independent audit report for the fiscal year ended December 31, 2011.

We examined the consolidated financial statements of Doğan Şirketler Grubu Holding A.Ş., prepared for the fiscal year January 1, 2011 to December 31, 2011 in a comparative format with the previous year pursuant to the Capital Markets Board's Communiqué Series: XI, No. 29 and in compliance with the International Accounting Standards and International Financial Reporting Standards, presented as specified by the Capital Markets Board's regulations and resolutions, and independently audited. We hereby state, to the best of our knowledge with respect to our duties and areas of responsibility in the Company, that;

a.The financial statements and notes contain no misrepresentation of the facts on any major issues or any omissions that may be construed as misleading as of the date of the related disclosure;

b.The financial statements, including those subject to consolidation, prepared in accordance with the governing financial reporting standards, accurately reflect the facts about the Company's assets, liabilities, financial position and profit and loss.

Respectfully yours,

DOĞAN ŞİRKETLER GRUBU HOLDİNG A.Ş.

CHIEF FINANCIAL OFFICER
AHMET TOKSOY

DEPUTY CHAIRPERSON OF THE BOARD OF DIRECTORS AND CEO
YAHYA ÜZDİYEN

**DOĞAN ŞİRKETLER GRUBU HOLDİNG A.Ş.
BOARD OF DIRECTORS' RESOLUTION**

Meeting Date: April 13, 2012
Resolution No: 7

The Company's Board of Directors convened at the Company's Head Office with the participation of the undersigned members for discussion and resolution of the issues on the agenda.

Agenda: Approval of the Annual Report and the Corporate Governance Principles Compliance Report
Resolution:

As a result of the deliberations, it was resolved unanimously that:

-The accompanying 2011 Annual Report be approved and presented for shareholders' information;

-The Corporate Governance Compliance Report, issued in accordance with the Capital Markets Board's Resolution No. 48/1588 dated December 10, 2004, and the Capital Markets Board's Corporate Governance Principles, and submitted by the Corporate Governance Committee with its assent for inclusion in the 2011 Annual Report for the Board of Directors' approval be approved and presented for the shareholders' information.

DEPUTY CHAIRPERSON
İMRE BARMANBEK

DEPUTY CHAIRPERSON
YAHYA ÜZDİYEN

MEMBER
SONER GEDİK

MEMBER
TAYLAN BİLGEL

MEMBER
ALİ İHSAN KARACAN

MEMBER
EREM TURGUT YÜCEL

MEMBER
SELMA UYGUÇ

STATEMENT OF RESPONSIBILITY FOR THE ANNUAL REPORT

REGARDING THE APPROVAL OF THE ANNUAL REPORT, BOARD OF DIRECTORS'

RESOLUTION DATE: APRIL 13, 2012
RESOLUTION NO: 7

April 13, 2012
Ref: 471

STATEMENT OF RESPONSIBILITY
PURSUANT TO THE CAPITAL MARKETS BOARD'S
COMMUNIQUÉ SERIES: XI, NO: 29 SECTION THREE, ARTICLE 9

Istanbul Stock Exchange
Istinye / Istanbul

Subject: Annual report of Doğan Şirketler Grubu Holding A.Ş. for the fiscal year ended December 31, 2011.

Having examined the Annual Report of Doğan Şirketler Grubu Holding A.Ş. for the fiscal year January 1, 2011 to December 31, 2011, we hereby state, to the best of our knowledge with respect to our duties and areas of responsibility in the Company, that:

a.The Annual Report contains no misrepresentation of the facts on any major issues or omissions that may be construed as misleading as of the date of the related disclosure;

b.The Annual Report, prepared in accordance with the governing financial reporting standards, accurately reflects the development and performance of the business, and the financial position, including any significant risks and uncertainties, of the Company and its consolidated subsidiaries.

Respectfully yours,

DOĞAN ŞİRKETLER GRUBU HOLDİNG A.Ş.

CHIEF FINANCIAL OFFICER
AHMET TOKSOY

DEPUTY CHAIRPERSON OF THE BOARD OF DIRECTORS AND CEO
YAHYA ÜZDİYEN

DIVIDEND POLICY

The Company's dividend policy, which states "Dividends will be distributed in the form of cash and/or bonus shares, with due consideration to the governing legislation, the Company's strategy for growth, performance and investment and funding requirements, as well as sector-specific, national and international economic conditions, and in a manner to allow the optimization of its financial structure", was established with the Board of Directors' Resolution No. 109 dated April 30, 2007; publicly announced pursuant to the Capital Markets Board's resolution no. 4/67 dated January 27, 2006; published in the Annual Report; and presented for the information of the Company's shareholders at the General Assembly meeting held on May 29, 2007.

PROFIT DISTRIBUTION PROPOSAL

DOĞAN ŞİRKETLER GRUBU HOLDİNG A.Ş.
BOARD OF DIRECTORS' RESOLUTION

Meeting Date: April 13, 2012
Resolution No: 6

The Company's Board of Directors convened at the Company's Head Office with the participation of the undersigned members for discussion and resolution of the issues on the agenda.

Agenda: Profit distribution proposal for the fiscal year January 1, 2011 to December 31, 2011
Resolution:

As a result of the deliberations, it was resolved unanimously that:

-The shareholders be advised and the General Assembly be asked to ratify that since the Company, according to the financial statements that are prepared for the fiscal year January 1, 2011 to December 31, 2011 in compliance with International Accounting Standards and International Financial Reporting Standards pursuant to the Capital Markets Board's Communiqué Series: XI, No. 29, presented as specified by the Capital Markets Board's regulations and resolutions and audited independently, has a "net loss for the period" of TL 1,091,033 thousand when "tax expense for the period", "deferred tax expense", "minority interests", "net profit after tax for the period from discontinued operations" and "first legal reserve" are considered jointly; pursuant to the profit distribution regulations of the Capital Markets Board, the Company cannot make any dividend payments for the fiscal year January 1, 2011 to December 31, 2011;

-The General Assembly be asked to ratify that the "net profit for the period" for the fiscal year January 1, 2011 to December 31, 2011 is calculated as TL 445,889,194.32 according to the Company's legal statements kept in accordance with the Turkish Commercial Code ("TCC") and the Tax Procedure Law; and that following the deduction of the "first legal reserve" of TL 22,294,459.72 from the "net profit for the period" pursuant to article 466/1 of the TCC, the remaining TL 423,594,734.60 be transferred to "extraordinary reserves".

DEPUTY CHAIRPERSON
İMRE BARMANBEK

DEPUTY CHAIRPERSON
YAHYA ÜZDİYEN

MEMBER
SONER GEDİK

MEMBER
TAYLAN BİLGEL

MEMBER
ALİ İHSAN KARACAN

MEMBER
EREM TURGUT YÜCEL

MEMBER
SELMA UYGUÇ

Doğan Şirketler Grubu Holding A.Ş.		
Profit Distribution Statement for 2011 (TL thousand)		
1. Issued Capital		2,450,000,000
2. Total Legal Reserves (According to Statutory Records) 101,869		101,869
Information about Privileges in profit distribution, if any, granted pursuant to the Articles of Association		-
	CMB	**Statutory Records**
3. (Loss)/Profit for the Period [1]	(762,429)	560,076
4. Taxes (-)([2]	(204,887)	(114,187)
Non-Controlling Interest (+)	210,172	-
5. Net (Loss)/Profit for the year (=)	(757,144)	445,889
6. Accumulated Losses (-)	(311,595)	-
7. First Legal Reserves (-)	(22,294)	(22,294)
8. NET DISTRIBUTABLE PROFIT FOR THE PERIOD (=)	**(1,091,033)**	**423,595**
9. Donations Made during the Year (+)	2,087	
10. Net distributable profit for the period as basis for the calculation of the first dividend, including donations [3]	(1,088,946)	
11. First Dividend to Shareholders	-	
- Cash	-	
- Bonus issue	-	
- Total	-	
12. Dividend Distributed to Privileged Shareholders	-	
13. Dividend for members of the Board of Directors, Employees	-	
14. Dividend Distributed to Preferred Shares	-	
15. Second Dividend to Shareholders	-	
16. Second Legal Reserves	-	
17. Status Reserves	-	-
18. Special Reserves	-	-
19. EXTRAORDINARY RESERVES	-	**423,595**
20. Other Distributable Resources	-	-
- Accumulated Profit	-	-
- Extraordinary Reserves	-	-
- Other Distributable Reserves pursuant to the legal requirements and the Articles of Association	-	-

[1] The loss for the period of TL (762,429) consists of "loss before taxes from continuing operations" of TL (894,707) and "net profit after tax from discontinued operations" of TL 132,278.
[2] Taxes totaling TL (204,887) are the sum of "tax expense for the period" of TL (191,523) and "deferred tax expense" of TL (13,364).
[3] There was no distributable profit for the period.

Information on the Ratio of Distributed Dividends [1]				
Dividend per Share Information				
	Group	**Total Dividend Amount (TL)**	**Dividend per Share with a Nominal Value of TL 1**	
			Amount (TL)	**Ratio (%)**
GROSS		-	0	0
	TOTAL	-	0	0%
NET		-	0	0
	TOTAL	-	0	0%

Ratio of the Dividend Distributed to the Net Distributable Profit for the Period Including Donations	
Amount of Dividend Distributed to Shareholders	**Ratio of the Dividend Distributed to Shareholders to the Net Distributable Profit for the Period Including Donations (%)**
-	-

[1] The group breakdown will be provided if there is a share group with privilege in profit distribution.

DOĞAN ŞİRKETLER GRUBU HOLDİNG A.Ş.

CONVENIENCE TRANSLATION INTO ENGLISH OF
CONSOLIDATED FINANCIAL STATEMENTS
FOR THE PERIOD 1 JANUARY – 31 DECEMBER 2011
TOGETHER WITH INDEPENDENT AUDITOR'S REPORT

Deloitte.

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CONVENIENCE TRANSLATION OF
INDEPENDENT AUDIT REPORT
INTO ENGLISH ORIGINALLY ISSUED IN TURKISH
INDEPENDENT AUDITOR'S REPORT

To the Board of Directors of
Doğan Şirketler Grubu Holding A.Ş.,,

1. We have audited the accompanying consolidated balance sheet of Doğan Şirketler Grubu Holding A.Ş. (the "Company"), its subsidiaries and joint ventures (together the "Group") as at 31 December 2011 and the related consolidated statement of income, the consolidated statement of comprehensive income, the consolidated statement of changes in shareholders' equity and the consolidated statement of cash flows for the year ended 31 December 2011, and a summary of significant accounting policies and other explanatory notes.

Management's Responsibility for the Financial Statements

2. The Group Management is responsible for the preparation and fair presentation of these consolidated financial statements in accordance with the financial reporting standards endorsed by Capital Markets Board of Turkey. This responsibility includes: designing, implementing and maintaining internal control relevant to the preparation and fair presentation of the consolidated financial statements that are free from material misstatement, whether due to fraud or error; selecting and applying appropriate accounting policies; and making accounting estimates that are reasonable in the circumstances.

Auditor's Responsibility

3. Our responsibility is to express an opinion on these financial statements based on our audit. We conducted our audit in accordance with auditing standards issued by the Capital Markets Board. Those standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance on whether the financial statements are free from material misstatement.

   An audit involves performing audit procedures to obtain audit evidence about the amounts and disclosures in the consolidated financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the consolidated financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the entity's preparation and fair presentation of the financial statements in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the entity's internal control. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of accounting estimates made by management, as well as evaluating the overall presentation of the financial statements.

   We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Basis for Qualified Opinion

4. As explained in Note 22, Hürriyet Gazetecilik ve Matbaacılık A.Ş., one of the subsidiaries of the Group, has recognized a financial liability arising from the put option on 3,84% shares of Trader Media East Limited owned by "non-controlling interests", through a protocol signed increasing other financial liabilities by TRY 38,6 million, currency translation differences by TRY 0,3 million and loss for the period by TRY 0,7 million, decreasing non-controlling interests by TRY 22,8 million and accumulated losses by TRY 15,4 million in the accompanying consolidated financial statements as of and for the year ended 31 December 2010.

   However, as explained in the said protocol, such put option liability of "non-controlling interests" amends the relevant provisions of the contract signed in 28 December 2006 which became effective as of 31 March 2007 as a consequence of the acquisition of Trader Media East Limited's majority shares by the Group and which has not been accounted by the Group in the accompanying financial statements until the current period. Therefore, these contracts, which are recorded in the Group's financial statements for the first time in 2010, should be recognized as a put option liability of "non-controlling interests" during acquisition of Trader Media East Limited's shares by the Group in 2007, and the accompanying consolidated financial statements should be restated retrospectively.

   If the said put option liability of "non-controlling interests" had been recognised retrospectively in the accompanying consolidated financial statements, the opening shareholders' equity figure as of 1 January 2010 presented in the accompanying comparative statement of changes in shareholders' equity for the year ended 31 December 2010 would have been less by TRY 37,1 million.

Qualified Opinion

5. In our opinion, except for the effects of the matter described in the basis for qualified opinion in paragraph 4 above to the accompanying consolidated financial statements presented for comparative purposes, the accompanying consolidated financial statements give a true and fair view, in all material respects, of consolidated financial position of Doğan Şirketler Grubu Holding A.Ş., its subsidiaries and joint ventures as at 31 December 2011, and their financial performance and cash flows for the year then ended in accordance with the financial reporting standards issued by the Capital Markets Board.

Emphasis of Matter

As explained in Note 22, prior accounting periods of some of the Group's direct and indirect subsidiaries' were subject to tax assessments. Based on the results of the tax assessment reports, the related subsidiaries were served with tax penalties and notifications by their respective tax authorities. The Group has applied for tax negotiation for the related notifications and penalties however both parties could not reach an agreement on the related issue. Therefore, the Group has filed lawsuits against the respective tax authorities in relation to the related notifications and penalties imposed following the tax assessment. As of the balance sheet date, the Group management makes use of the requirements set out in Law No: 6111 "Restructuring of Specific Receivables and Social Insurance and General Health and Amendments to Some Laws and Requirements" ("Law No:6111"), which has become effective upon the issuance in the Official Gazette No: 27857 (I.Bis) on 25 February 2011 in relation to ongoing lawsuits filed for the 2003, 2004, 2005, 2006, 2007 and 2008 accounting periods. Accordingly, in the current period, TRY 844.993 thousand of tax payable in relation to pending and ongoing tax lawsuits and TRY 95.510 thousand of tax base increase (Note 31) is recognized as expense in the accompanying consolidated financial statements. Our opinion is not qualified in respect of this matter.

Istanbul, 11 April 2012

DRT BAĞIMSIZ DENETİM VE SERBEST MUHASEBECİ MALİ MÜŞAVİRLİK A.Ş.
Member of **DELOITTE TOUCHE TOHMATSU LIMITED**

Saim Üstündağ
Partner

DOĞAN ŞİRKETLER GRUBU HOLDİNG A.Ş.
CONSOLIDATED FINANCIAL STATEMENTS
FOR THE PERIOD 1 JANUARY-31 DECEMBER 2011

(Amounts expressed in thousands of Turkish lira ("TRY") unless otherwise indicated. Currencies other than TRY are expressed in thousands unless otherwise indicated.)

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CONVENIENCE TRANSLATION OF CONSOLIDATED FINANCIAL STATEMENTS ORIGINALLY ISSUED IN TURKISH

DOĞAN ŞİRKETLER GRUBU HOLDİNG A.Ş.

CONSOLIDATED BALANCE SHEETS AT 31 DECEMBER 2011 AND 2010

(Amounts expressed in thousands of Turkish lira ("TRY") unless otherwise indicated. Currencies other than TRY are expressed in thousands unless otherwise indicated.)

	Notes	USD(*) 2011	Audited 2011	Audited 2010
ASSETS				
Current Assets		**2.643.545**	**4.993.393**	**4.772.149**
Cash and cash equivalents	6	1.836.141	3.468.287	3.464.537
Financial investments	7	101.473	191.672	197.770
Trade receivables				
- Due from related parties	37	2.388	4.511	11.168
- Other trade receivables	10	359.815	679.652	656.128
Other receivables				
- Due from related parties	37	1.960	3.702	-
- Other receivables	11	18.454	34.858	13.991
Derivative financial assets	7	2.456	4.640	382
Inventories	13	133.995	253.104	216.179
Biological assets	14	39	74	25
Other current assets	26	144.108	272.206	211.969
Sub-total		**2.600.829**	**4.912.706**	**4.772.149**
Non-current assets as held for sale	34	42.716	80.687	-
Non-current Assets		**1.934.818**	**3.654.678**	**3.261.178**
Trade receivables	10	70.690	133.527	88.928
Other receivables	11	211.683	399.849	2.126
Inventories	13	9.580	18.096	17.941
Financial investments	7	3.034	5.730	8.314
Investment properties	17	78.671	148.601	136.970
Property, plant and equipment	18	644.632	1.217.645	934.160
Intangible assets	19	385.000	727.226	859.335
Goodwill	20	285.855	539.951	896.653
Deferred tax assets	35	47.712	90.124	96.991
Other non-current assets	26	197.961	373.929	219.760
TOTAL ASSETS		**4.578.363**	**8.648.071**	**8.033.327**

The consolidated financial statements as of and for the year ended 31 December 2011 have been approved by the Board of Directors at 11 April 2012.

(*) As explained in the Note 2.1.8 to the consolidated financial statements, USD amounts shown in these consolidated financial statements have been included solely for the convenience of the reader and are translated from TRY, as a matter of arithmetic computation only, at the Central Bank of the Republic of Turkey official TRY exchange rate. Thus, USD amounts do not form a part of the consolidated financial statements prepared in accordance with generally accepted accounting standards issued by the Capital Market Board ("CMB") as at 31 December 2011.

CONVENIENCE TRANSLATION OF CONSOLIDATED FINANCIAL STATEMENTS ORIGINALLY ISSUED IN TURKISH

DOĞAN ŞİRKETLER GRUBU HOLDİNG A.Ş.

CONSOLIDATED BALANCE SHEETS AT 31 DECEMBER 2011 AND 2010

(Amounts expressed in thousands of Turkish lira ("TRY") unless otherwise indicated. Currencies other than TRY are expressed in thousands unless otherwise indicated.)

	Notes	USD(*) 2011	Audited 2011	Audited 2010
LIABILITIES				
Current Liabilities		**1.073.264**	**2.027.289**	**1.833.917**
Borrowings and financial liabilities	8	494.917	934.850	1.024.341
Other financial liabilities	9	37.885	71.561	56.863
Derivative financial liabilities	9	3.499	6.610	9.687
Trade payables				
- Due to related parties	37	130	246	1.197
- Other trade payables	10	235.586	444.997	395.148
Other payables	11	47.598	89.907	80.540
Current income tax liabilities	35	20.572	38.858	76.462
Provisions	22	23.343	44.093	89.010
Other current liabilities	26	209.734	396.167	100.669
Non- current liabilities		**1.466.310**	**2.769.713**	**1.578.368**
Borrowings and financial liabilities	8	859.353	1.623.232	1.085.676
Other financial liabilities	9	241.686	456.520	238.693
Trade payables	10	-	-	1.114
Other payables	11	51.375	97.044	77.900
Provisions		140	265	-
Provisions for employment benefits	24	26.106	49.311	46.895
Other non-current liabilities	26	214.406	404.991	-
Deferred tax liabilities	35	73.244	138.350	128.090
EQUITY		**2.038.789**	**3.851.069**	**4.621.042**
Equity attributable to equity holders of the Parent Company	**27**	**1.608.893**	**3.039.038**	**3.864.544**
Issued capital	27	1.297.051	2.450.000	2.450.000
Adjustment to issued capital	27	75.984	143.526	143.526
Share premium	27	334	630	630
Revaluation fund	27	(2.147)	(4.056)	13.918
Translation reserve	27	35.755	67.538	(3.939)
Restricted reserves assorted from profit	27	767.716	1.450.139	696.888
Accumulated losses	27	(164.961)	(311.595)	(92.683)
Net (loss)/profit for the period	27	(400.839)	(757.144)	656.204
Non-controlling interests		429.896	812.031	756.498
TOTAL LIABILITIES		**4.578.363**	**8.648.071**	**8.033.327**
Commitments	23			

(*) As explained in the Note 2.1.8 to the consolidated financial statements, USD amounts shown in these consolidated financial statements have been included solely for the convenience of the reader and are translated from TRY, as a matter of arithmetic computation only, at the Central Bank of the Republic of Turkey official TRY exchange rate. Thus, USD amounts do not form a part of the consolidated financial statements prepared in accordance with generally accepted accounting standards issued by the Capital Market Board ("CMB") as at 31 December 2011.

The accompanying notes form an integral part of these consolidated financial statements.

CONVENIENCE TRANSLATION OF CONSOLIDATED FINANCIAL STATEMENTS ORIGINALLY ISSUED IN TURKISH

DOĞAN ŞİRKETLER GRUBU HOLDİNG A.Ş.

CONSOLIDATED STATEMENTS OF INCOME

FOR THE YEARS ENDED 31 DECEMBER 2011 AND 2010

(Amounts expressed in thousands of Turkish lira (“TRY”) unless otherwise indicated. Currencies other than TRY are expressed in thousands unless otherwise indicated.)

	Notes	USD(*) 2011	2011	2010
Continued Operations				
Sales	28	1.517.999	2.867.348	2.518.878
Cost of Sales(-)	28-30	(1.090.938)	(2.060.672)	(1.852.713)
Gross profit	**28**	**427.761**	**806.676**	**666.165**
Marketing, selling and distribution expenses (-)	29-30	(204.665)	(386.592)	(328.707)
General and administrative expenses (-)	29-30	(209.063)	(394.900)	(345.733)
Other Income	31	50.560	95.503	40.236
Other Expenses (-)	31	(642.067)	(1.212.800)	(215.184)
Operating Loss		**(578.174)**	**(1.092.113)**	**(183.223)**
Financial income	32	514.625	972.076	297.585
Financial expenses (-)	33	(410.117)	(774.670)	(330.315)
Loss before taxation fromcontinued operations		**(473.666)**	**(894.707)**	**(215.953)**
Tax expenses from continued operations	**35**	**(108.469)**	**(204.887)**	**(63.611)**
Current income tax expense for the period		(101.394)	(191.523)	(111.634)
Deferred tax income / (expenses)		(7.075)	(13.364)	48.023
Loss from continued operations		**(582.135)**	**(1.099.594)**	**(279.564)**
Discontinued operations				
Profit after tax fromdiscontinued operations	34	70.029	132.278	886.293
Net (loss) / profit for the period		**(512.106)**	**(967.316)**	**606.729**
Distribution of (loss)/profit for the period				
Attributable to non-controlling interests		(111.267)	(210.172)	(49.475)
Attributable to equityholders of the company		**(400.839)**	**(757.144)**	**656.204**
(Loss)/earnings per share profit attributable to equity holdersof the Parent Company	36	(0,16)	(0,31)	0,27
Total (loss)/earning from continuing operations for profit attributable to equity holders of the Parent Company per share		(0,18)	(0,3 38)	0,288

The accompanying notes form an integral part of these consolidated financial statements.

CONVENIENCE TRANSLATION OF CONSOLIDATED FINANCIAL STATEMENTS ORIGINALLY ISSUED IN TURKISH

DOĞAN ŞİRKETLER GRUBU HOLDİNG A.Ş.

CONSOLIDATED STATEMENTS OF COMPREHENSIVE INCOME

FOR THE YEARS ENDED 31 DECEMBER 2011 AND 2010

(Amounts expressed in thousands of Turkish lira ("TRY") unless otherwise indicated. Currencies other than TRY are expressed in thousands unless otherwise indicated.)

	USD(*) 2011	2011	2010
(Loss)/Profit for the Period	**(512.106)**	**(967.316)**	**606.729**
Other Comprehensive (Expense)/Income:			
Change in Financial Assets Fair Value Reserve	(2.490)	(4.703)	1.462
Change in Translation Reserves	59.848	113.046	(1.606)
Other Comprehensive Income /(Expense) (After Income Tax)	**57.358**	**108.343**	**(144)**
Total Comprehensive (Expense) /Income	**(454.748)**	**(858.973)**	**606.585**
Allocation of Total Comprehensive (Expense) /Income			
Attributable to Non-controlling Interests	(89.260)	(168.603)	(46.416)
Attributable to EquityHolders of the Company	(365.488)	(690.370)	653.001

(*) As explained in the Note 2.1.8 to the consolidated financial statements, USD amounts shown in these consolidated financial statements have been included solely for the convenience of the reader and are translated from TRY, as a matter of arithmetic computation only, at the Central Bank of the Republic of Turkey official TRY exchange rate. Thus, USD amounts do not form a part of the consolidated financial statements prepared in accordance with generally accepted accounting standards issued by the Capital Market Board ("CMB") as at 31 December 2011.

CONVENIENCE TRANSLATION OF CONSOLIDATED FINANCIAL STATEMENTS ORIGINALLY ISSUED IN TURKISH

DOĞAN ŞİRKETLER GRUBU HOLDİNG A.Ş.

CONSOLIDATED STATEMENTS OF CHANGES IN SHAREHOLDERS' EQUITY

FOR THE YEARS ENDED 31 DECEMBER 2011 AND 2010

(Amounts expressed in thousands of Turkish lira ("TRY") unless otherwise indicated. Currencies other than TRY are expressed in thousands unless otherwise indicated.)

	Note	Share capital	Adjustment to share Capital	Share premium	Financial assets fair value reserve	Non-current asset srevolution fund	Translation reserve	Restricted reserves	Retained earnings	Net profit/ (loss) for the period	Equity attributable to equity holders of the company	Non-controlling interest	Total shareholder's equity
Balances at 1 January 2010	**27**	**2.450.000**	**143.526**	**630**	**12.456**	**113.942**	**(7.063)**	**680.641**	**194.086**	**(114.113)**	**3.474.105**	**767.147**	**4.241.252**
Transfers		-	-	-	-	(26.460)	-	16.247	(103.900)	114.113	-	-	-
Participation to subsidiary's capital increase of non-controlling interest	-	-	-	-	-	-	-	-	-	-	-	51.969	51.969
Divident payment		-	-	-	-	-	-	-	-	-	-	(16.038)	(16.038)
Business combinations and consolidation rate change effect		-	-	-	-	-	-	-	-	-	-	(442)	(442)
Effect of share transfer of joint venture		-	-	-	-	(87.482)	7.789	-	79.693	-	-	(11.115)	(11.115)
Financial liabilities subject to put option of non-controlling interest		-	-	-	-	-	-	-	(207.671)	-	(207.671)	(43.777)	(251.448)
Effective rate change of subsidiaries		-	-	-	-	-	-	-	(54.891)	-	(54.891)	54.891	-
Other [1]		-	-	-	-	-	-	-	-	-	-	279	279
Total comprehensive income/(loss)		-	-	-	1.462	-	(4.665)	-	-	656.204	653.001	(46.416)	606.585
- Change in financial asset fair value reserve (net)		-	-	-	*1.462*	-	-	-	-	-	*1.462*	-	*1.462*
- Currency translation differences		-	-	-	-	-	*(4.665)*	-	-	-	*(4.665)*	*3.059*	*(1.606)*
- Net profit / (loss) for the period		-	-	-	-	-	-	-	-	*656.204*	*656.204*	*(49.475)*	*606.729*
Balances at 31 December 2010	**27**	**2.450.000**	**143.526**	**630**	**13.918**	**-**	**(3.939)**	**696.888**	**(92.683)**	**656.204**	**3.864.544**	**756.498**	**4.621.042**
Balances at 1 January 2011	**27**	**2.450.000**	**143.526**	**630**	**13.918**	**-**	**(3.939)**	**696.888**	**(92.683)**	**656.204**	**3.864.544**	**756.498**	**4.621.042**
Transfers		-	-	-	-	-	-	753.251	(97.047)	(656.204)	-	-	-
Participation to subsidiary's capital increase of non-controlling interest		-	-	-	-	-	-	-	-	-	-	257.057	257.057
Sale of financial asset		-	-	-	(13.271)	-	-	-	13.271	-	-	-	-
Divident payment		-	-	-	-	-	-	-	-	-	-	(17.054)	(17.054)
Effect of inflation accounting		-	-	-	-	-	-	-	88	-	88	125	213
Business combinations and consolidation rate change effect		-	-	-	-	-	-	-	5.126	-	5.126	(12.247)	(7.121)
Financial liabilities subject to put option of non-controlling interest	22-c	-	-	-	-	-	-		(140.350)	-	(140.350)	(4.637)	(144.987)
Other [1]		-	-	-	-	-	-	-	-	-	-	892	892
Total comprehensive (loss)		-	-	-	(4.703)	-	71.477	-	-	(757144)	(690.370)	(168.603)	(858.973)
- Change in financial asset fair value reserve(net)		-	-	-	(4.703)	-	-	-	-	-	(4.703)	-	(4.703)
- Currency translation differences		-	-	-	-	-	71.477	-	-	-	71.477	41.569	113.046
- Net (loss) for the period		-	-	-	-	-	-	-	-	(757144)	(757144)	(210.172)	(967.316)
Balances at 31 December 2011	**27**	**2.450.000**	**143.526**	**630**	**(4.056)**	**-**	**67.538**	**1.450.139**	**(311.595)**	**(757.144)**	**3.039.038**	**812.031**	**3.851.069**

[1] Represents fair value changes in trading options related to non- controlling interest, and share purchase and sale related to non-controlling interest.

The accompanying notes form an integral part of these consolidated financial statements.

CONVENIENCE TRANSLATION OF CONSOLIDATED FINANCIAL STATEMENTS ORIGINALLY ISSUED IN TURKISH

DOĞAN ŞİRKETLER GRUBU HOLDİNG A.Ş.

CONSOLIDATED STATEMENTS OF CASH FLOWS

FOR THE YEARS ENDED 31 DECEMBER 2011 AND 2010

(Amounts expressed in thousands of Turkish lira ("TRY") unless otherwise indicated. Currencies other than TRY are expressed in thousands unless otherwise indicated.)

	Notes	USD (*) 1 January- 31 December 2011	Audited 1 January- 31 December 2011	Audited 1 January- 31 December 2010
Loss before income taxes from continued operations		(473.666)	(894.707)	(215.953)
Profit before income taxes from discontinued operations	34	81.246	153.465	943.711
Adjustments:				
Depreciation and amortization	17,18, 19	123.675	233.610	401.095
Interest expenses	33	84.844	160.262	94.096
Unearned finance expense due to purchases with maturity	33	9.293	17.554	24.345
Provision for doubtful receivables	10	20.657	39.019	56.092
Increase in provision for employment termination benefits	24	12.563	23.731	28.264
Provision for/ (reversal) of impairment of investment property, property, plant and equipment and intangible assets, net	17,18, 19	26.826	50.671	86.457
(Gain) on sale of property, plant and equipment, net	31	109	206	(15.453)
Currency translation differences		29.547	55.811	(6.653)
Provision for net realizable value		(3.842)	(7.258)	292
Interest income	32	(105.559)	(199.391)	(70.097)
Unearned finance income due to sales with maturity	32	(27.179)	(51.338)	(40.316)
Tax liability expense in dispute regarding 6111 law		447.347	844.993	-
Tax base increase liability regarding 6111 law		47.414	89.560	-
Foreign exchange expense/ (income), (net)		211.907	400.271	(16.654)
Provision for / (reversal) of impairment on inventories	13	(1.343)	(2.537)	292
Reversal of tax penalty provision	22	(2.635)	(4.977)	(2.878)
Provision for goodwill impairment	20	55.003	103.895	29.030
Provision for lawsuits	22	3.907	7.380	4.441
Provision for unusued vacation	26	10.204	19.274	14.513
Provision for withholding tax	22	927	1.751	3.095
Collections from doubtful receivables	10	15.284	28.870	15.031
Gain on sale of subsidiary	34	(130.155)	(245.849)	(1.043.603)
Profit arising from the sale of financial investment	31	(5.971)	(11.278)	-
Other provisions		(32.502)	(61.393)	-
		397.901	751.595	289.147

CONVENIENCE TRANSLATION OF CONSOLIDATED FINANCIAL STATEMENTS ORIGINALLY ISSUED IN TURKISH

DOĞAN ŞİRKETLER GRUBU HOLDİNG A.Ş.

CONSOLIDATED STATEMENTS OF CASH FLOWS

FOR THE YEARS ENDED 31 DECEMBER 2011 AND 2010

(Amounts expressed in thousands of Turkish lira ("TRY") unless otherwise indicated. Currencies other than TRY are expressed in thousands unless otherwise indicated.)

	Notes	USD (*) 1 January- 31 December 2011	Audited 1 January- 31 December 2011	Audited 1 January- 31 December 2010
Change in assets and liabilities:				
(Increase) in trade receivables and due from related parties		(75.713)	(143.015)	(228.787)
(Increase) in inventories		(18.391)	(34.739)	(99.894)
Increase in trade payables and due to related parties		35.162	66.417	172.601
(Increase) in other receivables		(67.507)	(127.514)	(19.136)
Increase in other payables		31.066	58.681	31.497
Employment termination benefits paid		(5.029)	(9.499)	(11.794)
Taxes paid		(133.131)	(251.471)	(105.428)
Unused vacation paid	26	(4.616)	(8.719)	(11.502)
Lawsuit provision paid	22	(4.416)	(8.341)	(913)
Tax liability in dispute paid regarding 6111 law		(114.621)	(216.508)	-
Tax base increase paid regarding 6111 law		(38.333)	(72.408)	-
Withholding tax provision paid	22	(4.082)	(7.710)	
Tax penalty provision paid	22	(15.112)	(28.545)	(11.218)
Financial investments and (increase)/decrease in investment valued by equity method		(13.908)	(26.271)	23.687
(Increase)/decrease in other non-current assets		(79.659)	(150.467)	19.022
Increase in other non-current liabilities		37.822	71.442	-
Net cash used in operating activities:		**(72.567)**	**(137.072)**	**47.282**
Investing activities:				
Acquisition of property, plant and equipment and intangible assets	18,19	(320.926)	(606.198)	(615.287)
Purchase of investment property	17	(13.536)	(25.568)	(17.020)
Proceeds from sale of property, plant and equipment and intangible assets		22.465	42.435	113.510
(Increase)/ decrease in long-term financial assets		10.475	19.787	(60.657)
Purchase of additional share of joint ventures		(3.770)	(7.121)	-
Decrease in derivative liabilities		(1.629)	(3.077)	-
Cash provided from sale of subsidiary		155.431	293.594	1.877.935
Proceeds from disposal of financial investment		19.178	36.225	-
Net cash (used in)/ provided from investing activities		**(132.312)**	**(249.923)**	**1.298.481**
Financing activities:				
Increase in financial borrowings		49.036	92.623	11.931
Interest received		103.044	194.640	85.396
Interest paid		(74.791)	(141.273)	(78.593)
Capital increase of non-controlling interests		136.088	257.057	51.969
Dividends paid to non-controlling interests		(9.029)	(17.054)	(16.038)
Proceeds from securities issued			-	23.685
Net cash provided from financing activities		**204.348**	**385.993**	**78.350**
Net (decrease)/ increase in cash and cash equivalents		(531)	(1.002)	1.424.113
Cash and cash equivalents at the beginning of the period	**6**	**1.831.134**	**3.458.829**	**2.034.716**
Cash and cash equivalents at the end of the period	**6**	**1.830.603**	**3.457.827**	**3.458.829**

(*) As explained in the Note 2.1.8 to the consolidated financial statements, USD amounts shown in these consolidated financial statements have been included solely for the convenience of the reader and are translated from TL, as a matter of arithmetic computation only, at the Central Bank of the Republic of Turkey official TL exchange rate. Thus, USD amounts do not form a part of the consolidated financial statements prepared in accordance with generally accepted accounting standards issued by the CMB as at 31 December 2011.

DOĞAN ŞİRKETLER GRUBU HOLDİNG A.Ş.
NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS
FOR THE PERIOD 1 JANUARY-31 DECEMBER 2011

(Amounts expressed in thousands of Turkish lira ("TRY") unless otherwise indicated. Currencies other than TRY are expressed in thousands unless otherwise indicated.)

NOTE 1 - ORGANIZATION AND NATURE OF OPERATIONS

Doğan Şirketler Grubu Holding A.Ş. ("Doğan Holding", "Holding" or the "Company") was established on 22 September 1980 as a corporation to coordinate the activities of and liaise between companies operating in different fields including media, energy, telecommunications, tourism, insurance, manufacturing and marketing and is registered in Turkey. Doğan Holding also provides financial and managerial advisory and internal audit services to its subsidiaries and joint ventures operating in these fields.

Doğan Holding is registered with the Capital Markets Board ("CMB") and its shares have been quoted on the Istanbul Stock Exchange ("ISE") since 21 June 1993. As of 31 December 2011, %32,46 shares of Doğan Holding are offered to the public. Within the frame of Resolution No.21/655 dated 23 July 2010 of CMB; according to the records of Central Registry Agency, the %34,29 shares of Doğan Holding are to be considered in circulation.

The address of Holding's registered office is as follows:

Burhaniye Mahallesi Kısıklı Caddesi No: 65
Üsküdar 34696 İstanbul

Doğan Holding's principal activities are in Turkey and its activities are presented under three segments for reporting purposes until the completion of share transfer of the joint venture, Petrol Ofisi A.Ş ("OMV Petrol Ofisi A.Ş.) and its subsidiaries ("Petrol Ofisi" or "POAŞ") which are forming the part of "energy" segment, on the date of 22 December 2010 and after that the activities are presented under two segments:

• Media
• Other

The share transfer process of Petrol Ofisi A.Ş ("Petrol Ofisi" or "POAŞ") and its subsidiaries, which form the energy segment, is completed on 22 December 2010 and in the consolidated financial statements of 31 December 2011, the energy segment is not reported as a separate segment (Note 41). Operating results which are presented at 31 December 2010 consolidated balance sheet in energy operating results are reclassified as "discontinued operations" this year (Note 34).

Other operations mainly comprise of trade, tourism, telecommunications, manufacturing, real estate, marketing and producing electricity. These companies are not considered as seperate reportable segments since the effects of the operating results are below materiality when compared with consolidated results.

DOĞAN ŞİRKETLER GRUBU HOLDİNG A.Ş.
NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS
FOR THE PERIOD 1 JANUARY-31 DECEMBER 2011

(Amounts expressed in thousands of Turkish lira ("TRY") unless otherwise indicated. Currencies other than TRY are expressed in thousands unless otherwise indicated.)

NOTE 1 - ORGANIZATION AND NATURE OF OPERATIONS (Continued)

Doğan Holding has the following subsidiaries (the "Subsidiaries"). The natures of the business of the subsidiaries are as follows:

Subsidiaries	Country	Nature of business	Segment
Doğan Yayın Holding A.Ş. ("Doğan Yayın Holding or DYH")	Turkey	Holding	Media
Hürriyet Gazetecilik ve Matbaacılık A.Ş. ("Hürriyet")	Turkey	Newspaper publishing	Media
Hürriyet Medya Basım Hizmetlerive Ticaret A.Ş. ("Hürriyet Medya Basım")	Turkey	Printing and administrative services	Media
Doğan Ofset Yayıncılık ve Matbaacılık A.Ş. ("Doğan Ofset")	Turkey	Printing services	Media
Posta Haber Ajansı A.Ş. ("Posta Haber")	Turkey	News agency	Media
Doğan Gazetecilik A.Ş. ("Doğan Gazetecilik")	Turkey	Newspaper publishing	Media
Doğan Dağıtım Satış Pazarlama Matbaacılık Ödeme Aracılık ve Tahsilat Sistemleri A.Ş. ("Doğan Dağıtım")	Turkey	Distribution	Media
Doğan Dış Ticaret ve Mümessillik A.Ş. ("Doğan Dış Ticaret")	Turkey	İmport and export	Media
Işıl İthalat İhracat Mümessillik A.Ş. ("Işıl İthalat İhracat")	Turkey	İmport and export	Media
Tasfiye Halinde Refeks Dağıtım and Kurye Hizmetleri A.Ş. ("Refeks")	Turkey	Distribution and courier services	Media
Doğan Haber Ajansı A.Ş. ("Doğan Haber")	Turkey	News agency	Media
E Tüketici İnternet ve Danışmanlık Hizmetleri Elektronik Yayıncılık A.Ş. ("E Tüketici")	Turkey	Internet services	Media
Doğan Gazetecilik İnternet Hizmetleri ve Ticaret A.Ş. ("Doğan Gazetecilik İnternet")	Turkey	Internet services	Media
Yenibiriş İnsan Kaynakları HizmetleriDanışmanlık ve Yayıncılık A.Ş. ("Yenibir")	Turkey	Internet services	Media
TME Teknoloji Proje Geliştirme ve Yazılım A.Ş. ("TME Teknoloji")	Turkey	Software services	Media
Hürriyet Zweigniederlassung GmbH ("Hürriyet Zweigniederlassung")	Germany	Newspaper printing	Media
Milliyet Verlags und Handels GmbH ("Milliyet Verlags")	Germany	Newspaper publishing	Media
Doğan Media International GmbH ("DMI")	Germany	Newspaper publishing	Media
Hürriyet Invest B.V. ("Hürriyet Invest")	The Netherlands	Investment	Media
Fairworld International Limited ("Fairworld")	England	Foreign trade	Media
Falcon Purchasing Services Ltd. ("Falcon")	England	Foreign trade	Media
Marchant Resources Ltd. ("Marchant")	British Virgin Islands	Foreign trade	Media
Trader Media East Ltd. ("TME")	Jersey	Investment	Media
Oglasnik d.o.o.	Croatia	Newspaper and internet publishing	Media
TCM Adria d.o.o.	Croatia	Investment	Media
Internet Posao d.o.o.	Croatia	Internet publishing	Media
Expressz Magyarorszag Media Zrt	Hungary	Newspaper and internet publishing	Media
Mirabridge International B.V.	The Netherlands	Investment	Media
Pronto Invest B.V.	The Netherlands	Investment	Media
Moje Delo spletni marketing, d.o.o	Slovenia	Internet publishing	Media
Bolji Posao d.o.o. Serbia	Serbia	Internet publishing	Media
Bolji Posao d.o.o. Bosnia	Bosnia Herzegovania	Internet publishing	Media
OOO RUKOM	Russia	Internet publishing	Media
OOO Pronto Aktobe	Kazakhstan	Newspaper and internet publishing	Media
OOO Pronto Kurgan	Russia	Newspaper and internet publishing	Media
OOO Novoprint	Russia	Newspaper and internet publishing	Media
OOO Delta-M	Russia	Newspaper and internet publishing	Media
OOO Pronto Baikal	Russia	Newspaper and internet publishing	Media
OOO Pronto DV	Russia	Newspaper and internet publishing	Media
OOO Pronto Ivanovo	Russia	Newspaper and internet publishing	Media
OOO Pronto Kaliningrad	Russia	Newspaper and internet publishing	Media
OOO Pronto Kazan	Russia	Newspaper and internet publishing	Media

DOĞAN ŞİRKETLER GRUBU HOLDİNG A.Ş.
NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS
FOR THE PERIOD 1 JANUARY-31 DECEMBER 2011

(Amounts expressed in thousands of Turkish lira ("TRY") unless otherwise indicated. Currencies other than TRY are expressed in thousands unless otherwise indicated.)

NOTE 1 - ORGANIZATION AND NATURE OF OPERATIONS (Continued)

Subsidiaries	Country	Nature of business	Segment
OOO Pronto Krasnodar	Russia	Newspaper and internet publishing	Media
OOO Pronto Krasnoyarsk	Russia	Newspaper and internet publishing	Media
OOO Pronto Nizhny Novgorod	Russia	Newspaper and internet publishing	Media
OOO Pronto Novosibirsk	Russia	Newspaper and internet publishing	Media
OOO Pronto Oka	Russia	Newspaper and internet publishing	Media
OOO Pronto Peterburg	Russia	Newspaper and internet publishing	Media
OOO Pronto Samara	Russia	Newspaper and internet publishing	Media
OOO Pronto Stavropol	Russia	Newspaper and internet publishing	Media
OOO Pronto UlanUde	Russia	Newspaper and internet publishing	Media
OOO Pronto Vladivostok	Russia	Newspaper and internet publishing	Media
OOO Pronto Volgograd	Russia	Newspaper and internet publishing	Media
OOO Pronto Moscow	Russia	Newspaper and internet publishing	Media
OOO Pronto Neva	Russia	Newspaper and internet publishing	Media
OOO Tambukan	Russia	Newspaper and internet publishing	Media
OOO Utro Peterburga	Russia	Newspaper and internet publishing	Media
OOO Pronto Astrakhan	Russia	Newspaper and internet publishing	Media
OOO Pronto Kemerovo	Russia	Newspaper and internet publishing	Media
OOO Pronto Smolensk	Russia	Newspaper and internet publishing	Media
OOO Pronto Tula	Russia	Newspaper and internet publishing	Media
OOO Pronto Voronezh	Russia	Newspaper and internet publishing	Media
OOO Tambov-Info	Russia	Newspaper and internet publishing	Media
OOO Pronto Obninsk	Russia	Newspaper and internet publishing	Media
OOO SP Belpronto	Belarus	Newspaper and internet publishing	Media
OOO Pronto Rostov	Russia	Newspaper and internet publishing	Media
ZAO Pronto Akzhol	Kazakhstan	Newspaper and internet publishing	Media
TOO Pronto Akmola	Kazakhstan	Newspaper and internet publishing	Media
OOO Pronto Atyrau	Kazakhstan	Newspaper and internet publishing	Media
OOO Pronto Aktau	Kazakhstan	Newspaper and internet publishing	Media
SP Pronto Kiev	Ukraine	Newspaper and internet publishing	Media
OOO Rosprint	Russia	Printing services	Media
OOO Rosprint Samara	Russia	Printing services	Media
OOO Partner-Soft	Russia	Internet publishing	Media
Pronto Soft	Belarus	Internet publishing	Media
TOV E-Prostir	Ukraine	Internet publishing	Media
Impress Media Marketing LLC	Russia	Publishing	Media
OOO Rektcentr	Russia	Investment	Media
ZAO NPK	Russia	Call center	Media
Publishing House Pennsylvania Inc.	USA	Investment	Media
Pronto Ust Kamenogorsk	Kazakhstan	Newspaper publishing	Media
Sklad Dela Prekmurje NGO	Slovenia	Internet publishing	Media
Nartek Bilişim Turizm ve Pazarlama Hizmetleri Ticaret A.Ş. ("Nartek")	Turkey	Internet publishing	Media
Doğan TV Holding A.Ş. ("Doğan TV Holding")	Turkey	TV Publishing	Media
DTV Haber ve Görsel Yayıncılık A.Ş. ("Kanal D")	Turkey	TV Publishing	Media
Mozaik İletişim Hizmetleri A.Ş. ("Mozaik" or "D-smart")	Turkey	TV Publishing	Media
Doruk Televizyon ve Radyo Yayıncılık A.Ş.("Doruk Televizyon" or "CNN Türk")	Turkey	TV Publishing	Media
Doğan TV Digital Platform İşletmeciliği A.Ş.("Doğan TV Dijital")	Turkey	TV Publishing	Media
Alp Görsel İletişim Hizmetleri A.Ş. ("Alp Görsel")	Turkey	TV Publishing	Media
Fun Televizyon Yapımcılık Sanayi ve Ticaret A.Ş. ("Fun TV")	Turkey	TV Publishing	Media
Tempo Televizyon Yayıncılık Yapımcılık Sanayi ve Ticaret A.Ş. ("Tempo TV")	Turkey	TV Publishing	Media
Kanalspor Televizyon ve Radyo Yayıncılık A.Ş. ("Kanalspor")	Turkey	TV Publishing	Media
Milenyum Televizyon Yayıncılık ve Yapımcılık A.Ş. ("Milenyum TV")	Turkey	TV Publishing	Media
TV 2000 Televizyon Yayıncılık Yapımcılık Sanayi ve Ticaret A.Ş. ("TV 2000")	Turkey	TV Publishing	Media

DOĞAN ŞİRKETLER GRUBU HOLDİNG A.Ş.
NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS
FOR THE PERIOD 1 JANUARY-31 DECEMBER 2011

(Amounts expressed in thousands of Turkish lira ("TRY") unless otherwise indicated. Currencies other than TRY are expressed in thousands unless otherwise indicated.)

NOTE 1 - ORGANIZATION AND NATURE OF OPERATIONS (Continued)

Subsidiaries	Country	Nature of business	Segment
Moda Radyo ve Televizyon Yayıncılık Ticaret A.Ş. ("Moda Radyo")	Turkey	Radio broadcasting	Media
Popüler Televizyon ve Radyo Yayıncılık A.Ş. ("Popüler TV")	Turkey	TV publishing	Media
D Yapım Reklamcılık ve Dağıtım A.Ş. ("D Yapım Reklamcılık")	Turkey	TV publishing	Media
Bravo Televizyon ve Radyo Yayıncılık A.Ş. ("Bravo TV")	Turkey	TV publishing	Media
Doğa Televizyon ve Radyo Yayıncılık A.Ş. ("Doğa TV")	Turkey	TV publishing	Media
Altın Kanal Televizyon ve Radyo Yayıncılık A.Ş. ("Altın Kanal")	Turkey	TV publishing	Media
Stil Televizyon ve Radyo Yayıncılık A.Ş. ("Stil TV")	Turkey	TV publishing	Media
Selenit Televizyon ve Radyo Yayıncılık A.Ş. ("Selenit TV")	Turkey	TV publishing	Media
Elit Televizyon ve Radyo Yayıncılık A.Ş. ("Elit TV")	Turkey	TV publishing	Media
Trend Televizyon ve Radyo Yayıncılık A.Ş. ("Trend TV" or "D Çocuk")	Turkey	TV publishing	Media
Ekinoks Televizyon ve Radyo Yayıncılık A.Ş. ("Ekinoks TV")	Turkey	TV publishing	Media
Dönence Televizyon ve Radyo Yayıncılık A.Ş. ("Dönence TV")	Turkey	TV publishing	Media
Fleks Televizyon ve Radyo Yayıncılık A.Ş. ("Fleks TV")	Turkey	TV publishing	Media
Planet Televizyon ve Radyo Yayıncılık A.Ş. ("Planet TV")	Turkey	TV publishing	Media
Deniz Televizyon ve Radyo Yayıncılık A.Ş. ("Deniz TV" or "HD TV")	Turkey	TV publishing	Media
Doğan Prodüksiyon Hizmetleri A.Ş. ("Doğan Prodüksiyon")	Turkey	TV publishing	Media
Kutup Televizyon ve Radyo Yayıncılık A.Ş. ("Kutup TV")	Turkey	TV publishing	Media
Galaksi Radyo ve Televizyon Yayıncılık Yapımcılık Sanayi ve Ticaret A.Ş. ("Galaksi TV")	Turkey	TV publishing	Media
Koloni Televizyon ve Radyo Yayıncılık A.Ş. ("Koloni TV")	Turkey	TV publishing	Media
Atılgan Televizyon ve Radyo Yayıncılık A.Ş. ("Atılgan TV")	Turkey	TV publishing	Media
Atmosfer Televizyon ve Radyo Yayıncılık A.Ş. ("Atmosfer TV")	Turkey	TV publishing	Media
Gümüş Televizyon ve Radyo Yayıncılık A.Ş. ("Gümüş TV")	Turkey	TV publishing	Media
Platin Televizyon ve Radyo Yayıncılık A.Ş. ("Platin TV")	Turkey	TV publishing	Media
Yörünge Televizyon ve Radyo Yayıncılık A.Ş. ("Yörünge TV")	Turkey	TV publishing	Media
Safir Televizyon ve Radyo Yayıncılık A.Ş. ("Safir Televizyon")	Turkey	TV publishing	Media
Tematik Televizyon ve Radyo Yayıncılık A.Ş. ("Tematik TV")	Turkey	TV publishing	Media
Süper Kanal Televizyon Video Radyo Basın Yapım, Yayın Tanıtım ve Haber Hizmetleri A.Ş. ("Süperkanal")	Turkey	TV publishing	Media
Uydu İletişim Basın Yayın A.Ş. ("Uydu")	Turkey	TV publishing	Media
Tasfiye Halinde Mobil Teknolojileri Araştırma Geliştirme A.Ş. ("Mobil")	Turkey	Interactive services	Media
Tasfiye Halinde Matis Reklam ve Pazarlama A.Ş ("Matis TV")	Turkey	TV publishing	Media
Yonca Pazarlama ve Dağıtım A.Ş. ("Yonca TV")	Turkey	TV publishing	Media
Tasfiye Halinde İnci Televizyon ve Radyo Yayıncılık A.Ş. ("İnci TV")	Turkey	TV publishing	Media
Kuvars Televizyon ve Radyo Yayıncılık A.Ş. ("Kuvars TV")	Turkey	TV publishing	Media
Lal Televizyon ve Radyo Yayıncılık A.Ş. ("Lal TV")	Turkey	TV publishing	Media
Tasfiye Halinde Truva Televizyon ve Radyo Yayıncılık A.Ş. ("Truva TV")	Turkey	TV publishing	Media
Tasfiye Halinde Kayra Televizyon ve Radyo ve Yayıncılık A.Ş. ("Kayra TV")	Turkey	TV publishing	Media
Tasfiye Halinde Milas Televizyon ve Radyo Yayıncılık A.Ş. ("Milas TV")	Turkey	TV publishing	Media
Anemon İletişim Hizmetleri A.Ş. ("Anemon")	Turkey	TV publishing	Media
Yosun İletişim Hizmetleri A.Ş. ("Yosun")	Turkey	TV publishing	Media
Denizatı İletişim Hizmetleri A.Ş ("Denizatı")	Turkey	TV publishing	Media
Protema Yapım Reklamcılık ve Dağıtım A.Ş ("Protema Yapım")	Turkey	TV publishing	Media
Doğan Teleshopping Pazarlama ve Ticaret A.Ş. ("Doğan Teleshopping" or"Her Eve Lazım")	Turkey	TV publishing	Media
Rapsodi Radyo ve Televizyon Yayıncılık A.Ş. ("RapsodiRadyo")	Turkey	Radio broadcasting	Media
Doğan Müzik Yapım ve Ticaret A.Ş. ("DMC")	Turkey	Music and entertainment	Media
İnteraktif Medya Hizmetleri Geliştirme Pazarlama ve Ticaret A.Ş.("İnteraktif Medya")	Turkey	Interactive services	Media
Primeturk GmbH ("Prime Turk")	Germany	Marketing	Media
Osmose Media S.A ("Osmose Media")	Luxembourg	Marketing	Media
Doğan Media International S.A. ("Kanal D Romanya")	Romania	TV publishing	Media
Doğan Müzik Kitap Mağazacılık ve Pazarlama A.Ş. ("DMK")	Turkey	Retail	Media
Hür Servis Sosyal Hizmetler ve Ticaret A.Ş. ("Hürservis")	Turkey	Retail	Media

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NOTE 1 - ORGANIZATION AND NATURE OF OPERATIONS (Continued)

Subsidiaries	Country	Nature of business	Segment
Aras Prodüksiyon ve Satış A.Ş. ("Aras Prodüksiyon")	Turkey	TV publishing	Media
Doğan İletişim Elektronik Servis Hizmetleri ve Yayıncılık A.Ş. ("Doğan İletişim")	Turkey	Internet service producer	Media
Doğan Factoring Hizmetleri A.Ş. ("Doğan Factoring")	Turkey	Factoring	Media
Doğan Platform Yatırımları A.Ş. ("Doğan Platform")	Turkey	Investment	Media
Milpa Ticari ve Sınai Ürünler Pazarlama Sanayi ve Ticaret A.Ş. ("Milpa")	Turkey	Trade	Other
Doğan Otomobilcilik Ticaret ve Sanayi A.Ş. ("Doğan Oto")	Turkey	Trade	Other
Enteralle Handels GmbH ("Enteralle Handels")	Germany	Trade	Other
Orta Anadolu Otomotiv Ticaret ve Sanayi A.Ş. ("Orta Anadolu Otomotiv")	Turkey	Trade	Other
Doğan Havacılık Sanayi ve Ticaret A.Ş. ("Doğan Havacılık")	Turkey	Aviation	Other
Çelik Halat ve Tel Sanayii A.Ş. ("Çelik Halat")	Turkey	Production	Other
Ditaş Doğan Yedek Parça İmalat ve Teknik A.Ş. ("Ditaş Doğan")	Turkey	Production	Other
Milta Turizm İşletmeleri A.Ş. ("Milta Turizm")	Turkey	Tourism	Other
Doğan Organik Ürünler Sanayi ve Ticaret A.Ş. ("Doğan Organik")	Turkey	Agriculture	Other
Zigana Elektrik Dağıtım Sanayi ve Ticaret A.Ş. ("Zigana")	Turkey	Energy	Other
Doğan Enerji Yatırımları Sanayi ve Ticaret A.Ş. ("Doğan Enerji")	Turkey	Energy	Other
SC D-Yapı Real Estate, Investment and Construction S.A. ("D Yapı Romanya")	Romania	Real Estate	Other
D Stroy Limited ("D Stroy")	Russia	Real Estate	Other
SC Doğan Hospitals Investments and Management SRL ("SC Doğan Hospitals")	Romania	Real Estate	Other
DHI Investment B.V. ("DHI Investment")	The Netherlands	Investment	Other

For the purposes of the segmental information in consolidated financial statements, Doğan Holding's separate financial statements have been included in the "other" segment (Note 5).

As the sales and the purchases of the Group are made and the assets of the Group are located mainly in Turkey, no geographic segmental information is considered necessary.

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NOTE 2 - BASIS OF PRESENTATION OF FINANCIAL STATEMENTS

2.1 Basis of presentation

2.1.1 Financial Reporting Standards

The Capital Markets Board of Turkey ("CMB") regulates the principles and procedures of preparation, presentation and announcement of financial statements prepared by the entities with the Communiqué No: XI-29, "Principles of Financial Reporting in Capital Markets" ("the Communiqué"). This Communiqué is effective for the annual periods starting from 1 January 2008 and supersedes the Communiqué No: XI-25 "The Financial Reporting Standards in the Capital Markets". According to the Communiqué, entities shall prepare their financial statements in accordance with International Financial Reporting Standards ("IAS/IFRS") endorsed by the European Union. Until the differences of the IAS/IFRS as endorsed by the European Union from the ones issued by the International Accounting Standards Board ("IASB") are announced by Turkish Accounting Standards Board ("TASB"), IAS/IFRS issued by the IASB shall be applied. Accordingly, Turkish Accounting Standards/ Turkish Financial Reporting Standards ("TAS/TFRS") issued by the TASB which are in line with the aforementioned standards shall be considered.

With the decision taken on 17 March 2005, the CMB has announced that, effective from 1 January 2005, for companies operating in Turkey and preparing their financial statements in accordance with CMB Financial Reporting Standards, the application of inflation accounting is no longer required. Accordingly, the Group did not apply IAS 29 "Financial Reporting in Hyperinflationary Economies" issued by IASB in its financial statements for the accounting periods starting from1 January 2005.

Within the scope of CMB's Communiqué No: XI-29 and its announcements clarifying this communiqué the consolidated financial statements have been prepared in accordance with the CMB's Financial Reporting Standards which are based on IAS/IFRS, as the differences of IAS/IFRS, adopted by the European, from those published by IASB have not yet been announced by TASB as of the date of these financial statements. The consolidated financial statements and accompanying notes to them have been presented in accordance with the CMB's Communiqué No: XI-29 and its regulations with regard to preparation of financial statements by including the mandatory information.

Doğan Holding and its subsidiaries, joint ventures and associates registered in Turkey maintain their books of account and prepare their statutory financial statements ("Statutory Financial Statements") in TRY in accordance with the Turkish Commercial Code (the "TCC"), tax legislation and the Uniform Chart of Accounts issued by the Ministry of Finance. The foreign subsidiaries prepare their statutory financial statements in accordance with the laws and regulations in force in the countries in which they are registered.

These consolidated financial statements are based on the statutory records, which are maintained under historical cost conversion, with the required adjustments and reclassifications reflected for the purpose of fair presentation in accordance with the CMB Financial Reporting Standards.

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NOTE 2 - BASIS OF PRESENTATION OF FINANCIAL STATEMENTS (Continued)

2.1.2 Financial statements of subsidiaries and joint ventures operating in foreign countries

Financial statements of subsidiaries that are operating in foreign countries are prepared in accordance with the laws and regulations in force in the countries in which they are registered in and required adjustments and reclassifications reflected for the purpose of fair presentation in accordance with the Group's accounting policies.

The results and financial position of all the group entities (none of which has the currency of a hyper-inflationary economy) that have a functional currency different from the presentation currency are translated into the presentation currency as follows:

• assets and liabilities for each balance sheet presented are translated at the closing rate at the date of that balance sheet;
• income and expenses for each income statement are translated at average exchange rates; and all resulting exchange differences are recognised as a separate component of equity and statements of comprehensive income.

When a foreign operation is partially disposed of or sold, exchange differences that were recorded in equity are recognised in the income statement as part of the gain or loss on sale. Goodwill and fair value adjustments arising on the acquisition of a foreign entity are treated as assets and liabilities of the foreign entity and translated at the closing rate.

2.1.3 Consolidation principles

The consolidated financial statements include the accounts of the parent company, Doğan Holding, its Subsidiaries, and its Associates (collectively referred as the "Group") on the basis set out in sections (a) to (e) below. The financial statements of the companies included in the consolidation are based on historical cost of the statutory records and for the purpose of fair presentation in accordance with the accounting policies described in Note 2.1.1 and Note 2.1.2 and application of uniform accounting policies and presentations; adjustments and reclassifications.

Subsidiaries and joint ventures acquired or disposed of during the accounting period are included in the consolidation from the date at which the control/common control of operations are transferred to the Group and excluded from the consolidation when the control/common control is lost. Even if non-controlling interests result in a deficit balance, total comprehensive income is attributed to the owners and to the non-controlling interests.

Significant accounting policies used in the preparation of these consolidated financial statements are summarized as below:

(a) Subsidiaries

Subsidiaries are companies in which Doğan Holding has power to control the financial and operating policies for the benefit of Doğan Holding either (a) through the power to exercise more than 50% of voting rights relating to shares in the companies as a result of shares owned directly and indirectly by itself or (b) although not having the power to exercise more than 50% of the voting rights, through the exercise of actual dominant influence over the financial and operating policies. Proportion of ownership interest represents the effective shareholding of the Group through the shares held by Doğan Holding and indirectly by its subsidiaries. In the consolidated financial statements, interests owned by Doğan family members are treated as non-controlling interests and excluded from net asset and profit of the Group.

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NOTE 2 - BASIS OF PRESENTATION OF FINANCIAL STATEMENTS (Continued)

2.1.3 Consolidation principles (Continued)

(a) Subsidiaries (Continued)

The balance sheets and statements of income of the subsidiaries are consolidated on a line-by-line basis and the carrying value of the investment held by the Holding and its subsidiaries is eliminated against the related equity. Intercompany transactions and balances between Doğan Holding and its subsidiaries are eliminated on consolidation. Finance costs and the dividends arising from shares held by Doğan Holding in its subsidiaries are eliminated from equity and income for the period, respectively. Where necessary, adjustments are made to the accounting policies in the financial statements of subsidiaries in order to comply with the Group's accounting policies.

Changes in the Group's ownership interests in subsidiaries that do not result in the loss of control over the subsidiaries are accounted for as equity transactions. The carrying amounts of the Group's interests and non-controlling interests are adjusted to reflect the changes in their relative interests in the subsidiaries. Any difference between the amount by which the non-controlling interests are adjusted and the fair value of the consideration paid or received is recognised directly in equity and attributed to owners of the Company. When the Group loses control of a subsidiary, the profit or loss on disposal is calculated as the difference between (i) the aggregate of the fair value of the consideration received and the fair value of any retained interest and (ii) the previous carrying amount of the assets (including goodwill), and liabilities of the subsidiary and any non-controlling interests.

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NOTE 2 - BASIS OF PRESENTATION OF FINANCIAL STATEMENTS (Continued)

2.1.3 Consolidation principles (Continued)

The table below sets out the proportion of voting power held by Doğan Holding and its subsidiaries and effective ownership interests at 31 December 2011 and 2010:

	Proportion of voting Power held byDoğan Holding And its subsidiaries (%)		Proportion of voting power held by Doğan family members(%)		Total Proportion of voting power held(%)		Proportion of effective ownership interest (%)	
Subsidiaries	**31 December 2011**	**31 December 2010**	**31 December 2011**	**31 December 2010**	**31 December 2011**	**31 December 2010**	**31 December 2011**	**31 December 2010**
Hürriyet	77,65	77,65	-	-	77,65	77,65	61,40	60,70
Doğan Gazetecilik (1)	70,76	70,76	0,52	0,52	71,28	71,28	53,49	52,74
Bağımsız Gazeteciler (2)	-	100,00	-	-	-	100,00	-	52,74
Kemer Yayıncılık (3)	-	99,98	-	-	-	99,98	-	52,73
Milliyet Verlags (4)	99,88	99,88	0,12	0,12	100,00	100,00	74,31	73,66
DMI	100,00	100,00	-	-	100,00	100,00	69,57	68,66
Hürriyet Medya Basım	100,00	100,00	-	-	100,00	100,00	61,40	60,69
Doğan Ofset	99,93	99,93	-	-	99,93	99,93	61,36	60,65
Mozaik	99,85	100,00	0,08	-	99,93	100,00	60,53	59,41
Posta Haber (5)	100,00	100,00	-	-	100,00	100,00	55,16	59,03
Doğan Haber	99,86	99,85	-	-	99,86	99,85	67,97	66,92
Doğan Dağıtım	100,00	100,00	-	-	100,00	100,00	75,47	74,41
Doğan Dış Ticaret	100,00	100,00	-	-	100,00	100,00	75,34	74,29
Işıl İthalat İhracat	96,70	96,70	-	-	96,70	96,70	72,86	71,84
Refeks (9)	100,00	100,00	-	-	100,00	100,00	61,40	60,69
E Tüketici	99,00	99,80	0,10	0,10	99,10	99,90	60,79	60,56
Doğan Gazetecilik Internet (5)	100,00	100,00	-	-	100,00	100,00	53,72	53,00
Yenibir	100,00	100,00	-	-	100,00	100,00	61,40	60,70
Kemer Pazarlama (2)	-	99,96	-	-	-	99,96	-	52,72
TME Teknoloji	100,00	100,00	-	-	100,00	100,00	61,40	60,69
Hürriyet Zweigniederlassung	100,00	100,00	-	-	100,00	100,00	61,40	60,70
Hürriyet Invest	100,00	100,00	-	-	100,00	100,00	61,40	60,70
TME (6)	67,30	67,30	-	-	67,30	67,30	43,68	43,18
Mirabridge International B.V.	100,00	100,00	-	-	100,00	100,00	43,68	43,18
Pronto Invest B.V.	100,00	100,00	-	-	100,00	100,00	43,68	43,18
TCM Adria d.o.o.	100,00	100,00	-	-	100,00	100,00	43,68	43,18
OOO Rektcentr	100,00	100,00	-	-	100,00	100,00	43,68	43,18
Publishing House Pennsylvania Inc.	100,00	100,00	-	-	100,00	100,00	43,68	43,18
Doğan Platform	100,00	100,00	-	-	100,00	100,00	75,59	74,53
Doğan Yayın Holding	75,59	74,53	2,40	2,48	77,99	77,01	75,59	74,53
Fairworld	100,00	100,00	-	-	100,00	100,00	75,34	74,29
Falcon	100,00	100,00	-	-	100,00	100,00	75,34	74,29
Marchant (7)	100,00	100,00	-	-	100,00	100,00	72,86	71,84
Oglasnik d.o.o. (6)	100,00	100,00	-	-	100,00	100,00	43,68	43,18

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NOTE 2 - BASIS OF PRESENTATION OF FINANCIAL STATEMENTS (Continued)

2.1.3 Consolidation principles (Continued)

	Proportion of voting Power held byDoğan Holding And its subsidiaries (%)		Proportion of voting power held by Doğan family members(%)		Total Proportion of voting power held(%)		Proportion of effective ownership interest (%)	
Subsidiaries	**31 December 2011**	**31 December 2010**	**31 December 2011**	**31 December 2010**	**31 December 2011**	**31 December 2010**	**31 December 2011**	**31 December 2010**
Expressz Magyarorszag Media Zrt	100,00	100,00	-	-	100,00	100,00	43,68	43,18
OOO SP Belpronto	60,00	60,00	-	-	60,00	60,00	26,21	25,91
OOO Pronto Rostov	100,00	100,00	-	-	100,00	100,00	43,68	43,18
OOO Pronto Aktobe	80,00	80,00	-	-	80,00	80,00	27,96	27,64
OOO Pronto Kurgan (8)	-	85,00	-	-	-	85,00	-	36,71
OOO Novoprint	100,00	100,00	-	-	100,00	100,00	43,68	43,18
OOO Delta-M	55,00	55,00	-	-	55,00	55,00	24,03	23,75
OOO Pronto Baikal	100,00	100,00	-	-	100,00	100,00	43,68	43,18
OOO Pronto DV	100,00	100,00	-	-	100,00	100,00	43,68	43,18
OOO Pronto Ivanovo	100,00	100,00	-	-	100,00	100,00	43,68	43,18
OOO Pronto Kaliningrad	95,00	95,00	-	-	95,00	95,00	41,50	41,02
OOO Pronto Kazan	72,00	72,00	-	-	72,00	72,00	31,45	31,09
OOO Pronto Krasnodar	80,00	80,00	-	-	80,00	80,00	34,94	34,54
OOO Pronto Krasnoyarsk (9)	100,00	100,00	-	-	100,00	100,00	43,68	43,18
OOO Pronto Nizhny Novgorod	90,00	90,00	-	-	90,00	90,00	39,32	38,87
OOO Pronto Novosibirsk	100,00	100,00	-	-	100,00	100,00	43,68	43,18
OOO Pronto Oka (10)	100,00	100,00	-	-	100,00	100,00	43,68	43,18
OOO Pronto Peterburg (11)	51,00	51,00	-	-	51,00	51,00	22,28	22,02
OOO Pronto Samara (12)	100,00	89,90	-	-	100,00	89,90	43,68	38,82
OOO Pronto Stavropol (13)	100,00	100,00	-	-	100,00	100,00	43,68	43,18
OOO Pronto UlanUde	90,00	90,00	-	-	90,00	90,00	39,32	38,87
OOO Pronto Vladivostok	90,00	90,00	-	-	90,00	90,00	39,32	38,87
OOO Pronto Volgograd (9)	100,00	100,00	-	-	100,00	100,00	43,68	43,18
OOO Pronto-Moscow	100,00	100,00	-	-	100,00	100,00	43,68	43,18
OOO Pronto Neva	100,00	100,00	-	-	100,00	100,00	43,68	43,18
OOO Tambukan	85,00	85,00	-	-	85,00	85,00	37,13	36,71
OOO Utro Peterburga (10)	55,00	55,00	-	-	55,00	55,00	24,03	23,75
OOO Pronto Astrakhan (9)	100,00	100,00	-	-	100,00	100,00	43,68	43,18
OOO Pronto Kemerovo	100,00	100,00	-	-	100,00	100,00	43,68	43,18
OOO Pronto Smolensk	100,00	100,00	-	-	100,00	100,00	43,68	43,18
OOO Pronto Tula	100,00	100,00		-	100,00	100,00	43,68	43,18
OOO Pronto Voronezh	100,00	100,00	-	-	100,00	100,00	43,68	43,18
OOO Tambov-Info	100,00	100,00	-	-	100,00	100,00	43,68	43,18
OOO Pronto Obninsk	100,00	100,00	-	-	100,00	100,00	43,68	43,18
TOO Pronto Akmola	100,00	100,00	-	-	100,00	100,00	43,68	43,18
OOO Pronto Atyrau	100,00	100,00	-	-	100,00	100,00	34,94	34,54
OOO Pronto Aktau	100,00	100,00	-	-	100,00	100,00	34,94	34,54
ZAO Pronto Akzhol	80,00	80,00	-	-	80,00	80,00	34,94	34,54
SP Pronto Kiev	50,00	50,00	-	-	50,00	50,00	21,84	21,59
Internet Posao d.o.o.	100,00	100,00	-	-	100,00	100,00	30,58	30,23
Moje Delo spletni Marketing d.o.o. (6)	100,00	100,00	-	-	100,00	100,00	43,68	43,18
Bolji Posao d.o.o. Serbia	100,00	100,00	-	-	100,00	100,00	24,03	23,75
Bolji Posao d.o.o. Bosnia	100,00	100,00	-	-	100,00	100,00	24,03	23,75
OOO RUKOM	100,00	100,00	-	-	100,00	100,00	43,68	43,18
Sklad Dela Prekmurje NGO	100,00	-	-	-	100,00	-	24,03	-

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NOTE 2 - BASIS OF PRESENTATION OF FINANCIAL STATEMENTS (Continued)

2.1.3 Consolidation principles (Continued)

	Proportion of voting power held by Doğan Holding and its subsidiaries(%)		Proportion of voting power held by Doğan family members(%)		Total proportion of voting power held(%)		Proportion of effective ownership interest (%)	
Subsidiaries	31 December 2011	31 December 2010	31 December 2011	31 December 2010	31 December 2011	31 December 2010	31 December 2011	31 December 2010
OOO Partner-Soft	100,00	100,00	-	-	100,00	100,00	39,32	43,18
Pronto soft	90,00	90,00	-	-	90,00	90,00	39,32	38,87
TOV E-Prostir	50,00	50,00	-	-	50,00	50,00	21,84	21,59
Prime Turk	100,00	100,00	-	-	100,00	100,00	60,44	59,41
Osmose Media	100,00	100,00	-	-	100,00	100,00	60,44	59,41
OOO Rosprint (14)	100,00	100,00	-	-	100,00	100,00	43,68	43,18
OOO Rosprint Samara	100,00	100,00	-	-	100,00	100,00	43,68	43,18
Impress Media Marketing LLC (6)	100,00	100,00	-	-	100,00	100,00	43,68	43,18
OOO Pronto TV (15)	100,00	100,00	-	-	100,00	100,00	43,36	43,18
Pronto Ust Kamenogorsk	90,00	90,00	-	-	90,00	90,00	34,94	34,54
Doğan TV Holding (16)	79,96	79,71	0,14	-	80,10	79,71	60,44	59,41
Kanal D	94,85	94,81	5,14	-	99,99	94,81	57,33	56,33
Işıl TV (17)	-	100,00	-	-	-	100,00	-	59,41
Alp Görsel	100,00	100,00	-	-	100,00	100,00	60,44	59,41
Fun TV	94,96	97,12	2,14	-	97,10	97,12	57,40	57,70
Tempo TV	94,71	96,83	2,13	-	96,84	96,83	57,33	57,48
Kanalspor	99,59	99,75	0,29	0,12	99,88	99,88	60,28	59,21
Milenyum TV	99,90	99,96	0,06	-	99,96	99,96	60,38	59,39
TV 2000	98,44	99,07	1,09	0,46	99,53	99,53	59,59	58,81
Moda Radyo (18)	99,82	99,74	0,09	0,09	99,91	99,83	60,34	59,25
Popüler TV	94,66	96,00	2,67	1,33	97,33	97,33	57,30	56,98
D Yapım Reklamcılık	100,00	100,00	-	-	100,00	100,00	60,44	59,41
Bravo TV	98,73	99,73	1,00	-	99,73	99,73	59,77	59,20
Doğa TV	97,50	98,12	1,25	0,63	98,75	98,75	59,02	58,25
Altın Kanal	99,14	99,35	0,43	0,22	99,57	99,57	60,01	58,97
Stil TV	98,91	99,39	0,79	0,31	99,70	99,70	59,87	58,99
Selenit TV	99,81	99,81	0,06	0,06	99,87	99,87	60,42	59,24
Elit TV	99,05	99,05	0,32	0,32	99,37	99,37	59,96	58,79
D Çocuk	98,95	99,41	0,76	0,30	99,71	99,71	59,89	59,01
Ekinoks TV	99,77	99,80	0,17	0,07	99,94	99,87	60,39	59,24
Dönence TV	96,17	97,87	2,77	1,07	98,94	98,94	58,21	58,09
Fleks TV	97,81	98,79	1,58	0,60	99,39	99,39	59,21	58,64
Meridyen TV (19)	-	99,98	-	0,01	-	99,99	-	59,36
Planet TV	99,36	99,65	0,46	0,17	99,82	99,82	60,15	59,15
HD TV	99,67	99,81	0,24	0,10	99,91	99,91	60,33	59,24
Ekin Radyo (20)	-	100,00	-	-	-	100,00	-	59,40
Doğan Prodüksiyon	100,00	100,00	-	-	100,00	100,00	60,44	59,41
Doğan TV Dijital	99,99	99,80	0,01	0,10	100,00	99,90	60,53	59,24
Kutup TV	99,63	99,79	0,27	0,11	99,90	99,90	60,31	59,23
Galaksi TV	98,20	99,20	1,00	-	99,20	99,20	59,44	58,88
Opal İletişim (21)	-	99,92	-	-	-	99,92	-	59,36
Koloni TV	90,00	90,00	3,34	3,34	93,34	93,34	54,40	53,47
Atılgan TV	90,00	90,00	3,33	6,67	93,33	96,67	54,40	53,47
Atmosfer TV	86,67	86,67	3,33	3,33	90,00	90,00	52,46	51,44
Gümüş TV	92,86	92,86	1,79	1,79	94,65	94,65	56,21	55,12
Platin TV	91,30	91,30	2,17	2,17	93,47	93,47	55,27	54,19
Yörünge TV	98,39	98,39	0,40	0,40	98,79	98,79	59,56	58,40
Doruk Televizyon	99,86	99,91	0,08	0,03	99,94	99,94	60,36	59,35

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NOTE 2 - BASIS OF PRESENTATION OF FINANCIAL STATEMENTS (Continued)

2.1.3 Consolidation principles (Continued)

	Proportion of voting power held by Doğan Holding and its subsidiaries(%)		Proportion of voting power held by Doğan family members (%)		Total Proportion of voting power held(%)		Proportion of effective ownership interest(%)	
Subsidiaries	31 December 2011	31 December 2010	31 December 2011	31 December 2010	31 December 2011	31 December 2010	31 December 2011	31 December 2010
Safir Televizyon	86,66	90,00	6,67	3,33	93,33	93,33	52,46	53,42
Tematik TV	86,66	90,00	6,67	3,33	93,33	93,33	52,39	53,47
Akustik TV (19)	-	99,96	-	0,01	-	99,97	-	59,36
Ametist TV (19)	-	99,96	-	0,01	-	99,97	-	59,39
Süper Kanal	99,65	99,65	0,12	0,12	99,77	99,77	60,32	59,15
Uydu	58,67	58,67	32,00	32,00	90,67	90,67	35,51	34,83
Mobil (22)	99,99	99,99	-	-	99,99	99,99	60,44	59,41
Matis TV (23)	100,00	100,00	-	-	100,00	100,00	60,53	59,41
Yonca TV	100,00	100,00	-	-	100,00	100,00	60,44	59,41
İnci TV (24)	86,67	86,67	3,33	3,33	90,00	90,00	52,46	51,44
Kuvars TV	86,67	86,67	3,33	3,33	90,00	90,00	52,46	51,44
Lal TV	86,67	86,67	3,33	3,33	90,00	90,00	52,46	51,44
Truva TV (25)	86,67	86,67	3,33	3,33	90,00	90,00	52,46	51,44
Kayra TV (24)	86,67	86,67	3,33	3,33	90,00	90,00	52,46	51,44
Milas TV (24)	86,67	86,67	3,33	3,33	90,00	90,00	52,46	51,44
Kanal D Romanya	83,17	74,90	-	-	83,17	74,90	57,87	51,43
Anemon	100,00	99,99	-	-	100,00	99,99	60,44	59,40
Yosun	100,00	99,99	-	-	100,00	99,99	60,44	59,40
Denizatı	100,00	99,99	-	-	100,00	99,99	60,44	59,40
Protema Yapım	99,99	99,99	-	0,01	99,99	100,00	60,44	59,41
Doğan Teleshopping	99,99	99,99	-	-	99,99	99,99	60,44	59,38
ZAO NPK	100,00	100,00	-	-	100,00	100,00	43,68	43,18
D Radyo (26)	-	98,79	-	-	-	98,79	-	58,69
Rapsodi Radyo	97,58	98,14	1,49	-	99,07	98,14	58,98	58,31
Birpa (27)	-	99,98	-	0,01	-	99,99	-	74,52
Foreks (28)	-	95,76	-	-	-	95,76	-	56,89
DMC	99,96	99,96	0,01	0,01	99,97	99,97	65,26	64,22
İnteraktif Medya	100,00	100,00	-	-	100,00	100,00	60,44	59,41
DMK	100,00	100,00	-	-	100,00	100,00	75,59	74,53
Hürservis	100,00	100,00	-	-	100,00	100,00	73,97	72,95
Doğan İletişim	100,00	100,00	-	-	100,00	100,00	75,59	74,53
Doğan Factoring	100,00	100,00	-	-	100,00	100,00	75,11	74,08
Aras Prodüksiyon (29)	99,99	49,99	-	-	99,99	49,99	60,44	29,70
Nartek	60,00	60,00	-	-	60,00	60,00	36,84	36,42
Milpa	86,27	86,27	0,22	0,22	86,49	86,49	86,27	86,27
Doğan Oto	99,76	99,76	0,24	0,24	100,00	100,00	99,76	99,76
Enteralle Handels	100,00	100,00	-	-	100,00	100,00	86,27	86,27
Orta Anadolu Otomotiv	85,00	85,00	-	-	85,00	85,00	84,80	84,80
Doğan Havacılık	100,00	100,00	-	-	100,00	100,00	91,62	91,34
Çelik Halat	78,69	78,69	-	-	78,69	78,69	78,69	78,69
Ditaş Doğan	73,59	73,59	-	-	73,59	73,59	73,59	73,59
Milta Turizm	98,68	98,68	1,32	1,32	100,00	100,00	98,68	98,68
Doğan Organik	100,00	100,00	-	-	100,00	100,00	98,57	98,57
Zigana	85,01	84,91	-	-	85,01	84,91	85,01	84,91
Çelik Enerji (30)	-	100,00	-	-	-	100,00	-	99,88
Doğan Enerji	100,00	100,00	-	-	100,00	100,00	100,00	100,00
D-Yapı Romanya	100,00	100,00	-	-	100,00	100,00	100,00	100,00
D Stroy	100,00	100,00	-	-	100,00	100,00	100,00	100,00
SC Doğan Hospitals	100,00	100,00	-	-	100,00	100,00	100,00	100,00

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NOTE 2 - BASIS OF PRESENTATION OF FINANCIAL STATEMENTS (Continued)

2.1.3 Consolidation principles (Continued)

	Proportion of voting power held by Doğan Holding and its subsidiaries(%)		Proportion of voting power held by Doğan family members (%)		Total Proportion of voting power held(%)		Proportion of effective ownership interest(%)	
Subsidiaries	31 December 2011	31 December 2010	31 December 2011	31 December 2010	31 December 2011	31 December 2010	31 December 2011	31 December 2010
DHI Investment	100,00	100,00	-	-	100,00	100,00	100,00	100,00

(1) According to the statutory records of Doğan Gazetecilik, proportion of effective ownership interest of Doğan Holding is 53,49%. Nevertheless, in consequence of the option explained in Note 8, the operational results of Doğan Gazetecilik and its subsidiaries are included into the consolidation by the Group with the rate of 70,12% by considering the additional share proportion in accordance with IAS 32 "Financial Instruments: Presentation".
(2) The sale and transfer of share procedures of Bağımsız Gazeteciler and the direct subsidiary of Bağımsız Gazeteciler, Kemer Yayıncılık Pazarlama to DK Gazetecilik Yayıncılık A.Ş. have been completed as of 2 May 2011.
(3) Kemer Yayıncılık ve Gazetecilik A.Ş. was merged with Posta Haber through a takeover in accordance with the requirements of the relevant law as of December 27, 2011. After merging, Kemer Yayıncılık continues to operate under the name of Posta Haber Ajansı A.Ş.
(4) The company is in the liquidation process as of 27 December 2010.
(5) Corporate titles of Milliyet İnternet Hizmetleri ve Ticaret A.Ş. and Milliyet Haber Ajansı A.Ş have been changed and registered as Doğan Gazetecilik İnternet Hizmetleri ve Ticaret A.Ş. as of 4 July 2011 and as Posta Haber Ajansı A.Ş. on 7 July 2011.
(6) Related rates include call-options regarding non-controlling shares explained in Note 22. With the acquisition of TME shares after the balance sheet date voting power and effective ownership interest become 74,28% and 45,61% respectively.
(7) The related subsidiary is in the liquidation process as of 7 December 2011.
(8) The shares of related subsidiary were sold in 2011.
(9) The company is in the liquidation process as of 2011.
(10) The related subsidiaries have ceased its operations before the year 2010.
(11) The Group had excited from the related subsidiary at the end of the year 2011.
(12) The related subsidiary purchased 10,1% shares from non-controlling interests in 2011.
(13) The merging process for Pronto Rostov and the related subsidiary has started as of 2011.
(14) The sale of the related subsidiary have been completed as of 5 April 2012.
(15) The related subsidiary was merged with Pronto Moscow in 2011.
(16) According to the statutory records of Doğan TV Holding, proportion of effective ownership interest of Doğan Holding is 60,44%. Nevertheless, in consequence of the option explained in Note 15, the operational results of Doğan Gazetecilik and its subsidiaries are included into the consolidation by the Group with the rate of 67,04% by considering the additional share proportion in accordance with IAS 32 "Financial Instruments: Presentation".
(17) sale and transfer of shares of Işıl TV to Doğuş Yayın Grubu have been completed as of 3 November 2011.
(18) The sale and transfer of shares of the related subsidiary have been completed as of 12 January 2012.
(19) As of 30 September 2011, the company was merged with Mozaik in accordance with the relevant legislation.
(20) The sale and transfer of shares of the related subsidiary have been completed as of 14 December 2011.
(21) The sale and transfer of shares of the related subsidiary have been completed as of 15 December 2011.
(22) The related subsidiary is in the liquidation process as of 28 July 2010.
(23) The company is in the liquidation process as of 8 April 2011.
(24) The company is in the liquidation process as of 11 April 2011.
(25) The company is in the liquidation process as of 6 April 2011.
(26) As of 29 December 2011, the company was merged with DTV Haber Görsel in accordance with the relevant legislation.
(27) As of 29 March 2011, the company was merged with Mozaik in accordance with the relevant legislation.
(28) As of 29 December 2011, the company was merged with Doruk Televizyon in accordance with the relevant legislation.
(29) 50% shares of Aras Prodüksiyon, which was accounted as joint venture as of 31 December 2009, was purchased by Doğan TV Holding for TRY 25 at December 2010. Regarding to the purchase, Aras Prodüksiyon has been accounted as subsidiary and started to be included in the consolidated financial statements.
(30) As of 30 December 2011, the company was merged with Doğan Enerji for the purpose of the legislation requirements.

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NOTE 2 - BASIS OF PRESENTATION OF FINANCIAL STATEMENTS (Continued)

2.1.3 Consolidation principles (Continued)

b) Interests in Joint Ventures

Joint ventures are companies in respect of which there are contractual arrangements through which an economic activity is undertaken subject to joint control by Doğan Holding and one or more other parties. Joint ventures, except for those that are classified as held for sale under IFRS 5 are included in consolidation using the proportionate consolidation method (i.e. through the inclusion of the Group's share of the assets, liabilities, income and expenses).Unrealized gains and losses arising from the transactions with the Group and its joint ventures are eliminated proportionally as the Group's interest in the joint venture. The joint-ventures, the proportion of voting power held by Doğan Holding and its subsidiaries and effective ownership interests at 31 December 2011 and 31 December 2010 are disclosed in Note 4.

c) Interests in Associates

An associate is an entity over which the Group has significant influence and that is neither a subsidiary nor an interest in a joint venture. Significant influence is the power to participate in the financial and operating policy decisions of the investee but do not have control or joint control over those policies. Investments in joint ventures are accounted for using the equity method of accounting. Such entities are companies in which Doğan Holding and its subsidiaries have 20% - 50% of the voting rights of the Group's overall voting power, where the Group has significant influence without any controlling power over the operations. Unrealized gains on transactions between the Group and its associates are eliminated to the extent of the Group's interest in its associates; unrealized losses are also eliminated if there is no indication of the assets transferred. Unrealized gains arising from the transactions with the Group and its joint ventures are written off proportionally as the Group's interest whereas unrealized losses are written off when there is no indication of impairment of the transferred asset. Increases or decreases in the net assets of associates are increased or decreased proportionally as the Group's share in the consolidated financial statements and presented under the "Share of loss on investments accounted for by using the equity method" account in the statement of income. Where the investment's share of losses exceeds the Group's share (including any long-term investments that, in substance, form part of the Group's net investment in the associate), the exceeding portion of losses are not recognized. Additional losses are recognised only to the extent that the Group has incurred legal or constructive obligations or made payments on behalf of the associate. Unrealized gains on transactions between the Group and its associates are restated in proportion to the Group's share in the associate and unrealized losses are also restated when there is no indication of impairment of the transferred asset. Equity method is not applied when the carrying amount of the investment in a joint venture reaches zero to the extent that the Group assumes no liabilities or obligations or in respect of the joint venture or the Group has no significant influence over the related joint venture. The carrying amount of the investment when the Group loses its significant influence over the investment is then carried at cost.

(d) Non-controlling interests

Non-controlling interests of shareholders over the net assets and operational results of subsidiaries are classified as non-controlling interest and non-controlling profit/(loss) in the consolidated balance sheet and statement of income.

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NOTE 2 - BASIS OF PRESENTATION OF FINANCIAL STATEMENTS (Continued)

2.1.3 Consolidation Principles (Continued)

e) Financial investments

Other investments in which the Group and its subsidiaries, have less than 20%, or more than 20% direct or indirect participation but the Group has no significant influence over the related assets, or which are immaterial to consolidated financial statements are classified as available for sale financial assets. Available for sale investments that do not have a quoted market price in an active market and whose fair value cannot be measured reliably are carried at cost less any allowance for impairment (Note 7).

2.1.4 Comparative information and restatement of prior period financial statements

The consolidated financial statements of the Group are prepared comparatively with the previous period to identify the financial position and performance trends. In order to maintain consistency, with current year consolidated financial statements, comparative information is reclassified and significant changes are disclosed if necessary. In the current year, the Group has reclassified its prior period financial statements in order to comply with the presentation of its current period consolidated financial statements. The nature, amount and reason for the reclassifications are described below:

- Construction in progress amounting to TRY 4.830 which is initially recorded under "Investment Property" is reclassified to "Property, Plant and Equipment".

- Marketing, sales and distribution expenses amounting to TRY 8.705 is offset against the sales revenue.

- Out of TRY 16.628 of cost of sales amount, TRY 7.500 is reclassified to Marketing, sales and distribution expenses and the remaining TRY 9.128 is reclassified to "General and administrative expenses".

The reclassifications made in the current period have no effect on the net income and accumulated gain/(loss).

2.1.5 Offsetting

Financial assets and liabilities are offset and the net amount is reported in the consolidated balance sheet when there is a legally enforceable right to set-off the recognised amounts and there is an intention to settle on a net basis, or realize the asset and settle the liability simultaneously.

2.1.6 Critical judgments in applying the entity's accounting policies

Changes in accounting policies arising from the first time adoptation of a new IAS/IFRS are applied retrospectively or prospectively in accordance with the respective IASs/IFRSs transition requirements, if any. Where there are no transition requirements for any changes or optional significant changes in accounting policies and identified accounting errors, those are applied retrospectively and prior period financial statements are restated accordingly. Accounting policies used in the current period are applied in the preparation of the consolidated financial statements for the year ended 31 December 2010.

The preparation of consolidated financial statements require the use of estimations and assumptions that may have an effect over the assets and liabilities reported at the balance sheet date, contingent assets and liabilities disclosures and income and expenses reported during the accounting period. The estimates and assumptions are based on the best available information on the current circumstances and operations; however, they may differ from the actual results. If changes in accounting estimates only relate to one period, the change is reflected in the current period in which the change is made, if they relate to future periods, the change is both reflected in the current period in which the change is made and prospectively for future periods. Significant accounting policies used in the current period are consistent with those that are used in the preparation of the consolidated financial statements for the year ended 31 December 2010.

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NOTE 2 - BASIS OF PRESENTATION OF FINANCIAL STATEMENTS (Continued)

2.1.7 New and Revised International Financial Reporting Standards

The following new and revised Standards and Interpretations have been applied by the Group in the current year and have affected the amounts reported and disclosures in these financial statements. Details of other new and revised IFRSs applied in these financial statements that have had no material impact on the financial statements are set out in further sections.

(a) Standards effective from 1 January 2011 but have no effect on the financial statements of the Group

IAS 1 (Amendment)	Presentation of Financial Statements
IAS 24	Related Party Disclosures (as revised in 2009)
IAS 32 (Amendments)	Classification of Rights Issues
IFRIC 14 (Amendments)	Prepayments of a Minimum Funding Requirement
IFRS 3 (Amendments)	Business Combinations
IFRIC 19 (Amendments)	Extinguishing Financial Liabilities with Equity Instruments

(b) New and Revised Standards and Interpretations not yet effective and have not been early adopted by the Group

The Group has not applied the following new and revised IFRSs that have been issued but are not yet effective:

IFRS 7 (Amendments)	Disclosures – Transfers of Financial Assets; Offsetting of Financial Assets and Financial Liabilities
IFRS 9	Financial Instruments
IFRS 10	Consolidated Financial Statements
IFRS 11	Joint Arrangements
IFRS 12	Disclosure of Interests in Other Entities
IFRS 13	Fair Value Measurement
IAS 1 (Amendments)	Presentation of Items of Other Comprehensive Income
IAS 12 (Amendments)	Deferred Taxes – Recovery of Underlying Assets
IAS 19 (as revised in 2011)	Employee Benefits
IAS 27 (as revised in 2011)	Separate Financial Statement
IAS 28 (as revised in 2011)	Investments in Associates and Joint Ventures
IFRIC 20	Stripping Costs in the Production Phase of a Surface Mine
IAS 32 (Amendments)	Financial Instruments: Presentation - Offsetting of Financial Assets and Financial Liabilities

The above standards will be applicable for the accounting periods beginning on or after 2012 and the Group has not had an opportunity to consider the potential impact of the application of these standards overits financial statements. The Group would be expected to be mostly affected by the requirements of "IFRS 11 Joint Arrangements". "IFRS 11 Joint Arrangements" requires joint ventures to be accounted for by using the equity method instead of proportional consolidation method. This standard has not yet been adopted by the European Union.

2.1.8 US dollar convenience translation

US dollar ("USD") amounts shown in the consolidated financial statements have been included solely for the convenience of the reader and are translated from Turkish lira ("TRY"), as a matter of arithmetic computation only, at the Central Bank of the Republic of Turkey official TRY exchange rate of TRY 1,8889 = USD 1,00 on 31 December 2011. Thus, USD amounts do not form a part of the consolidated financial statements prepared in accordance with generally accepted accounting standards issued by the CMB. Such translations should not be construed as a representation that the TRY amounts have been or could be converted into USD at this or any other rate.

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NOTE 2 - BASIS OF PRESENTATION OF FINANCIAL STATEMENTS (Continued)

2.2 Summary of significant accounting policies

Related Parties

For the purpose of those consolidated financial statements, shareholders that have control or joint control over the Company, other individuals that have direct or indirect control over those shareholders, other group companies that are directly or indirectly controlled by these individuals, key management personnel and Board members, in each case together with their families and companies controlled by or affiliated with them, associates and joint ventures are considered and referred to as related parties (Note 37).

Cash and cash equivalents

Cash and cash equivalents are carried at cost in the balance sheet. Cash and cash equivalents comprise cash in hand, bank deposits and highly liquid investments without a significant risk over the change in their value, whose maturity at the time of purchase is three months or less (Note 6).

Sales and repurchase agreements

Funds given in return for financial assets purchased with the requirement of selling back ("Reverse repo") are recognized as reverse repurchase agreements at consolidated financial statements (Note 6). Income discount is calculated for the difference between the buying and selling prices, determined with aforementioned reverse repo agreements, accrued for the period according to internal discount rate method and recognized by adding to the cost of reverse repos. Funds provided in return for financial assets reverse repurchase are recognized under cash and cash equivalents in the consolidated financial statements.

Trade receivables and provision for doubtful receivables

The Group's trade receivables from providing goods or services to customers are carried at net of unrealized finance income. Trade receivables, net of unrealized finance income, are calculated by discounting future cash inflows of receivables carried at the original invoice amount using the effective interest method. Short term receivables with indefinite interest rate are carried at cost unless the effect of imputing interest is significant.(Note 10).

Provision is allocated for receivables when the Group has an objective indication over the collectability. The amount of the provision is the difference between the carrying amount and the recoverable amount. Recoverable amount is the present value of all cash flows, including amounts recoverable from guarantees and collaterals discounted based on using the original effective interest rate of the trade receivable occurred.

If there is a partial or whole collection over the doubtful receivable amount subsequent to the allocation of provision for doubtful receivables, the collected portion is recognised as income following the write-down of the total provision amount (Note 31).

Inventories

Inventories are valued at the lower of cost or estimated selling price less estimated costs necessary to make the sale. Cost elements included in inventory are purchase costs and other costs necessary to prepare the asset for its intended use. Cost elements included in inventories are materials, labor and production overheads. The unit cost of inventories is determined on the moving weighted average basis (Note 13).

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NOTE 2 - BASIS OF PRESENTATION OF FINANCIAL STATEMENTS (Continued)

2.1 Summary of Significant Accounting Policies (Continued)

Inventories (Continued)

When the net realizable value of inventory is less than cost, the inventory is written down to the net realizable value and the expense is included in the statement of income/(loss) in the period the write-down or loss occurred. When the circumstances that previously caused inventories to be written down below cost no longer exist or when there is clear evidence of an increase in net realizable value because of the changing economic circumstances, the amount of the write-down is reversed. The reversal amount is limited to the amount of the initial impairment.

Promotion stocks

Evaluation of impairment on promotion stocks and in detection of an impairment; evaluation of the impairment amount is carried out by the Group management. In this manner, an inventory impairment amount is set with the rates determined by the Group management by taking the purchase date into consideration.

Programme stocks

Programme stocks comprise internal and external productions that have been produced but not yet broadcasted as of the report date. Programme stocks are recognised at acquisition or production cost and they are not subject to amortization. These programmes are charged to the income statement upon the first transmission and included in cost of sales in the consolidated statement of income. If the estimated income from programme stocks is lower than the carrying value, carrying value is discounted to net realizable value.

Financial instruments

In accordance with IAS 39, the Group classifies its financial instruments as assets held at fair value through profit or loss, held-to-maturity, available-for-sale and loans and receivables. Classification is determined based on the acquisition purpose and specifications of the financial asset at the initial recognition. Financial instruments intended to be held for an indefinite period of time, which may be sold in response to needs for liquidity or changes in the interest rates, exchange rates or equity prices, or the client's servicing activity are classified as "available-for-sale financial assets". The appropriate classification of investments is determined at the time of the purchase and re-evaluated by the Group on a regular basis. All financial assets are recognised at cost including transaction costs in the initial measurement.

"Financial assets at fair value through profit or loss" are financial assets that have been acquired principally for the purpose of taking advantage of fluctuations in price and other similar elements or independent from initial recognition financial assets held for trading which is part of a portfolio that has a recent actual pattern of short-term profit-taking. A financial asset is classified in this category if it is primarily acquired for the purpose of selling in the short-term. Financial assets at fair value through profit or loss are initially carried at cost including transaction costs at the balance sheet. Subsequent to recognition, the financial assets are carried at fair value. Realized or unrealized gains and losses are recognized in "financial income / expenses". Dividends received, are recognized as dividend income in the consolidated statement of income. Financial assets considered as derivative instruments that are not designated for the purpose of hedging instruments are classified as financial assets at fair value thorough profit or loss.

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NOTE 2 - BASIS OF PRESENTATION OF FINANCIAL STATEMENTS (Continued)

2.2 Summary of Significant Accounting Policies (Continued)

Financial instruments (Continued)

"Held-to-maturity investments" are non-derivative financial assets with fixed or determinable payments that the Group intends and is able to hold to maturity and that do not meet the definition of loans and receivables and are not designated on initial recognition as assets at fair value through profit or loss or as available for sale. Held-to-maturity investments are carried at amortized cost using the effective interest method less impairment, if any.

The Group's available for sale financial assets comprise of quoted equity instruments and certain debt securities that are traded in an active market and they are measured at fair value. Unrealized gains or losses on an available-for-sale financial asset shall be recognised in equity, through the investments revaluation reserves and comprehensive income, except for impairment losses and foreign exchange gains and losses, until the financial asset is derecognised, at which time the cumulative gain or loss previously recognised in equity shall be recognised in profit or loss. However, interest calculated using the effective interest method is recognised in profit or loss. Dividends on available-for-sale equity instruments are recognized in profit or loss when the Group's right to receive payment is established.

Financial assets classified by Doğan Holding as "available- for- sale financial assets" that do not have any control power or significant effect have no fair value. When fair value cannot be reliably measured as other fair value estimation methods are not applicable; the carrying value of the financial asset is measured at cost less any impairment loss (Note 7).

"Loans and receivables" are financial assets that have fixed or determinable payments and fixed maturity dates and non-derivative financial assets that are not quoted in an active market.

Derivative financial instruments

Derivative forward instruments, predominantly foreign currency and interest swap agreements and foreign currency forward agreements are initially recognised at their historical costs plus the transaction costs. Derivative financial instruments are subsequently remeasured at their fair value. All derivative financial instruments are classified as financial assets at fair value through profit or loss. Fair values of derivative financial instruments are obtained from quoted market prices or discounted cash flow models as appropriate. Based on positive or negative fair value, derivative financial instruments are carried as assets or liabilities respectively (Note 22).

Changes in the fair value of derivatives at fair value through profit or loss are included in the statement of income.

While certain derivatives provide effective hedge relationships, they are recognised as financial assets through profit or loss in accordance with IAS 39 and their fair value gains and losses are reported in the statement of income.

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NOTE 2 - BASIS OF PRESENTATION OF FINANCIAL STATEMENTS (Continued)

Summary of Significant Accounting Policies (Continued)

Investment Property

Land and buildings that are held to earn rentals and/or for capital appreciation or both rather than for use in the production or supply of goods or services or for administrative purposes or sale in the ordinary course of business are classified as investment property. Investment properties are carried at cost less accumulated depreciation under the cost method less impairment charges, if any. Depreciation of investment properties (except land) is provided using a straight-line basis. The depreciation periods for investment property, which approximate the economic useful lives of such assets, are determined as 5- 50 years (Note 17).

Investment properties are reviewed for impairment when events or changes in circumstances indicate that the carrying amount may not be recoverable. An impairment loss is recognised for the amount by which the carrying amount of the asset exceeds its recoverable amount, which is the higher of asset net selling price or value in use

Property, plant and equipment and related depreciation

Property, plant and equipment are carried at cost less any accumulated depreciation (Note 18). Depreciation is provided on property, plant and equipment on a straight-line basis (except land). The depreciation periods for property, plant and equipment, which approximate the economic useful lives of such assets, are as follows:

	Years
Land and land improvements	2 - 50
Buildings	2 - 50
Machinery and equipment	2 - 28
Motor vehicles	2 - 17
Furniture and fixtures	2 - 50
Kiralanan maddi varlıkları geliştirme maliyeti	2 - 39
Other fixed assets	2 - 50
Leasehold improvements	5

Revaluations are performed with sufficient regularity such that the carrying amount does not differ materially from that which would be determined using fair values at the balance sheet date.

Where the carrying amount of an asset is greater than its estimated recoverable amount, it is written down immediately to its recoverable amount. The recoverable amount of an asset is the higher of its fair value less costs to sell and its value in use. Fair value less costs to sell is the amount obtainable from the sale of an asset less the costs of disposal. Value in use is the present value of the future cash flows expected to be derived from an asset plus the residual value of the related assets.

Repair and maintenance expenses are charged to the consolidated statement of income as they are incurred. Capital expenditures that increase the present value of the future cash flows expected to be derived from property, plant and equipment by increasing its capacity is added to the cost of tangible fixed asset. Gains and losses arise from sales of tangible fixed assets are included to other operating income and expense accounts.

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NOTE 2 - BASIS OF PRESENTATION OF FINANCIAL STATEMENTS (Continued)

2.2 Summary of Significant Accounting Policies (Continued)

Property, plant and equipment and related depreciation(Continued)

Investments made for the installation of electrical energy production facility and the ongoing investments classified under tangible fixed assets briefly includes following cost elements:

- After deducting discounts, including import duties and non-refundable purchase taxes, the purchase price.
- All kinds of cost that will make the asset operate in the conditions intended by the management and the place it is located.
- Costs arising from employee benefits provided to employees who directly work related to construction or obtaining of tangible fixed assets.
- Costs for the preparation of the ground.
- Costs related to the first delivery.
- Installation and assembly costs.
- Professional fees.
- General administrative expenses directly related to purchase or construction of the tangible fixed asset.
- Within the scope of IAS 23 "Borrowing Costs" financing costs that can be added to cost of the tangible fixed asset.
- The expropriation costs for the construction of the dam.

Financial Leases

Leases are classified as finance leases by the Group whenever the terms of the lease transfer substantially all the risks and rewards of ownership to the lessee. Assets held under finance leases are recognised as assets of the Group at their fair value at the inception of the lease or, if lower, at the present value of the minimum lease payments. Lease payments are treated as consisting of capital and interest. Principal lease payments are treated as liabilities and reduced with their payments. Interest charges are charged directly against income statement over the financial lease period. Assets acquired through finance leases are depreciated over the shorter of expected useful life and the lease term, as well as tangible assets acquired.

Operating lease

Leases are classified as operating leases when a significant portion of the risks and rewards of ownership are retained by the lessor. Payments made for operating leases (net of any incentives received from the lessor) are charged to the consolidated income statement as expense.

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NOTE 2 - BASIS OF PRESENTATION OF FINANCIAL STATEMENTS (Continued)

2.3 Summary of Significant Accounting Policies (Continued)

Goodwill

Goodwill and negative goodwill amount, which represents the difference between the purchase price and the fair value of the acquiree's net assets, arising from business combinations effected prior to 31 March 2004 in the consolidated financial statements is capitalized and amortized over the useful life by using the straight-line method prior to 31 December 2004. Goodwill arising from business combinations effected subsequent to 31 March 2004 is not amortized and instead reviewed for any impairment losses in accordance with IFRS 3 Business Combinations (Note 20).

For the purpose of impairment testing, goodwill is allocated to each of the Group's cash-generating units expected to benefit from the synergies of the combination. Cash-generating units to which goodwill has been allocated are tested for impairment annually, or more frequently when there is an indication that the unit may be impaired. If the recoverable amount of the cash-generating unit is less than the carrying amount of the unit, the impairment loss is allocated first to reduce the carrying amount of any goodwill allocated to the unit and then to the other assets of the unit pro-rata on the basis of the carrying amount of each asset in the unit. An impairment loss recognised for goodwill is not reversed in a subsequent period.

Intangible assets

Intangible assets comprise brand names, customer lists, terrestrial broadcasting permissions and licenses (frequency rights), other identified rights, computer software and television programme rights. Brand names, customer relationships and domain names are determined based on the independent valuation on business combinations. Useful lives of certain brand names are determined to be infinite. Assets that have infinite useful life are not subject to amortization and are tested for impairment annually (Note 19).

Intangible assets are carried at cost, less any accumulated amortization (Note 19).

Estimated useful lives of intangible assets that have a finite useful life are as follows:

	Years
Trademark	20 - 25
Customer lists	9 – 18
Computer software and rights	3 – 15
Domain names	3 - 20
Other intangible assets	5

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NOTE 2 - BASIS OF PRESENTATION OF FINANCIAL STATEMENTS (Continued)

2.3 Summary of Significant Accounting Policies (Continued)

Intangible assets (Continued)

Intangible assets with finite useful lives are tested to determine whether there is an indication that the intangible assets may be impaired and if the carrying value of the intangible asset is higher than the recoverable amount, the carrying value of the intangible asset is written down to its recoverable amount provided to allocate provision. The recoverable amount of an intangible asset is the higher of its fair value less costs to sell and its value in use. Provision for impairment is recognized under the statement of income in the related period.

Subsidiary Milta Turizm's right of the marina usage is amortized over 49 years depending on the transfer agreement made with Privatization Administration on 13 October 1997 (Note 19).

Web page development costs

Costs associated with developing web pages are capitalized and are amortized over their estimated useful lives (Note 19). Following the planning phase and operation; all costs are recognised as expense. Maintenance costs of web pages are accounted as operational expenses.

Television program rights

Television program rights (foreign series, foreign films and Turkish films) are initially recognised at acquisition cost of the license when the Group controls, in substance, the respective assets and the risks and rewards attached to them. Television program rights are evaluated to determine if expected revenues are sufficient to cover the unconsumed portion of the program. To the extent that expected revenues are insufficient, the program rights are written down to their net realizable value.

Consumption is based on the transmission of the expected number of runs (vary from two to unlimited) purchased. The appropriateness of the consumption profiles are reviewed regularly by the management. A maximum of 5 runs is applied for the unlimited run purchases.

Impairment of assets excluding goodwill and intangible assets with infinite useful lives

At each balance sheet date, the Group evaluates whether there are any indications that an asset other than goodwill or indefinite life intangible assets may be impaired. When an indication of impairment exists, carrying value of the assets is compared with the net realizable value which is the higher of value in use and fair value less costs to sell. Impairment exists if the carrying value of an asset or a cash generating unit including that asset is greater than its recoverable amount which is the higher of value in use or fair value less costs to sell. Impairment losses are recognised in the consolidated statement of income.

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NOTE 2 - BASIS OF PRESENTATION OF FINANCIAL STATEMENTS (Continued)

2.2 Summary of Significant Accounting Policies (Continued)

Taxation on income

Taxation on income includes current period income taxes and deferred taxes.

Current year tax liability consists of tax liability on period income calculated according to currently enacted tax rates and tax legislation in force as of balance sheet date and includes adjustments related to previous year's tax liabilities. Turkish tax legislation does not permit a parent company and its subsidiary to file a consolidated tax return. Therefore, tax provisions, as reflected in the accompanying consolidated financial statements, have been calculated on a separate-entity basis.

Deferred income tax is provided, using the liability method, on temporary differences arising between the tax bases of assets and liabilities and their carrying values for financial reporting purposes. Deferred income tax is determined using tax rates (and laws) that have been enacted or substantially enacted by the balance sheet date. The principal temporary differences arise from deductable financial losses, bad debt provision, provision for severance payments, tangible fixed assets, intangible fixed assets and differences between inventories' carrying values and tax base.

Deferred tax liabilities are recognised for all taxable temporary differences, where deferred tax assets resulting from deductible temporary differences are recognised to the extent that it is probable that future taxable profit will be available against which the deductible temporary difference can be utilized. Such deferred tax assets and liabilities are not recognized if the temporary difference arises from the initial recognition (other than in a business combination) of other assets and liabilities in a transaction that affects neither the taxable profit nor the accounting profit.

Deferred tax assets and liabilities are offset when there is a legally enforceable right to set off current tax assets against current tax liabilities and when they related to income taxes levied by the same taxation authority (Note 35).

Financial borrowings and borrowing costs

Borrowings are recognised initially at the proceeds received, net of transaction costs incurred. Borrowings are subsequently stated at amortized cost using the effective interest method. Any difference between proceeds, net of transaction costs, and the redemption value is recognised in the income statement as finance expense over the period of the borrowings (Note 8). The borrowing costs which are directly related with the acquisition, manufacturing or production of a specialty good (means that a long period of time is required to make available for sale and use as purposed) are capitalized as a part of the related asset (Note 18). The Group does not have any capitalized borrowing costs during the current period.

When the Group becomes indebted for general purposes and the fund is used to finance a qualifying asset, the amount of borrowing costs eligible for capitalization will be determined with the aid of capitalization rate applied to expenditures made for the asset. The capitalization rate, except for borrowings made for the purchase of qualifying assets, is the weighted average of borrowing costs for all existing debts of the Group during the relevant period. Financial investment income obtained by temporary investment of investment related loans' not yet used part shall be deducted from the borrowing costs eligible for capitalization.

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NOTE 2 - BASIS OF PRESENTATION OF FINANCIAL STATEMENTS (Continued)

2.2 Summary of Significant Accounting Policies (Continued)

Financial borrowings and borrowing costs (Continued)

The Group capitalized the real part of cost of borrowings in connection with the real estate projects of Milpa and ongoing hydroelectric power plant projects in Aslancık Elektrik and Boyabat Elektrik in accordance with IAS 23 for the years 2011 and 2010. Other borrowing costs for the period were recognized in the income statement.

Financial liabilities subject to non-controlling put options

Under the terms of certain share purchase agreements, the Group may commit to acquire the interests owned by non-controlling shareholders in subsidiaries, upon the request of non-controlling interest holders. IAS 32, "Financial Instruments: Disclosure and Presentation" requires the value of such put option to be presented as a financial liability on the balance sheet for the discounted value of the expected exercise price of this option, notwithstanding the ability of the Company to settle part of these obligations with its own shares and not cash. In addition, the share of non-controlling shareholders in the net asset of the company subject to the put option is presented in "other financial liabilities" instead of "non-controlling interests" in the consolidated balance sheet. The Group presents, at initial recognition, the difference between the exercise price of the option and the carrying value of the non-controlling interests first as a reduction of non-controlling interest and then as addition to the Group's equity. The discount amount and any subsequent change in the fair value of the commitment are recognised in the income statement as finance income or expense in subsequent periods (Note 9).

Employment termination benefits

Under the Turkish Labour Law and Press Labour Law (for employees in the media sector), the Group is required to pay termination benefits to each employee who achieves the retirement age, whose employment is terminated without due cause written in the related laws.

The provision for employment termination benefit represents the present value of the estimated total reserves of the future probable liability of the Group arising from the retirement of the employees measured in accordance with the Turkish Labour and Press Labour Laws (Note 24).

Provisions, contingent assets and liabilities

Provisions are recognised when the Group has a present legal or constructive obligation or a result of past events, it is probable that on outflow of resources embodying economic benefits will be required to settle the obligation, and a reliable estimate of the amount of the obligation can be made.

Contingent liabilities are assessed continually to determine whether an outflow of resources comprising economic benefits has become probable. If it becomes probable that an outflow of future economic benefits will be required for an item previously dealt with as a contingent liability, a provision is recognised in the financial statements of the period in which the change in probability occurs except in the extremely rare circumstances where no reliable estimate can be made.

If it has become virtually certain that an inflow of economic benefits will arise, the asset and the related income are recognised by the Group in the financial statements of the period in which the change occurs.

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NOTE 2 - BASIS OF PRESENTATION OF FINANCIAL STATEMENTS (Continued)

2.2 Summary of Significant Accounting Policies (Continued)

Provisions, contingent assets and liabilities (Continued)

Possible assets or obligations that arise from past events and whose existence will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the Group are not included in financial tables and are treated as contingent assets or liabilities.
A contingent asset is disclosed where an inflow of economic benefit is probable.

When some or all of the economic benefits required to settle a provision are expected to be recovered from a third party, the receivable is recognised as an asset if it is virtually certain that reimbursement will be received and the amount of the receivable can be measured reliably.

Commercial bonds

Bonds at the time of being issued or purchased are recognized initially at their acquisition value minus the transaction costs incurred during issuance or purchase. Bonds are subsequently stated at amortised cost using the effective yield method; any difference between the proceeds and redemption value is recognized in the consolidated income statement over the period of the bond (Note 7, 9).

Share capital and dividends

Ordinary shares are classified as equity. Dividend income is recognised as income when right to obtain of dividend is generated. Dividend distribution to the Company's shareholders is recognised as a liability in the Group's consolidated financial statements in the period in which the dividends are approved by the Company's shareholders.

Revenue recognition

Revenue is recognized on an accrual basis over the fair value of acquisition amount based on product or service delivery, transfer of significant risks and rewards related to product to the buyer, reliable estimate of revenue amount and most probability that economic benefits associated with the transaction will be obtained by the Company. Net sales have been found by deducting sales returns, discounts and commissions.

a) Media segment

Revenue is the fair value amount of sales of goods and services received or receivable which resulted from Group's operations. Net sales represent the invoiced value of goods or services shipped less any trade discounts, rebates and commissions and are presented with the elimination of intercompany balances.

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NOTE 2 - BASIS OF PRESENTATION OF FINANCIAL STATEMENTS (Continued)

2.2 Summary of Significant Accounting Policies (Continued)

Revenue recognition (Continued)

a) Media segment (Continued)

Revenue is initially recognized at the fair value of the consideration received or receivable when it can be measured reliably or when there is an inflow of economic benefits. When the arrangement effectively constitutes a financing transaction, the fair value of the consideration is determined by discounting all future receipts using an imputed rate of interest. The imputed rate of interest is the more clearly determinable of either the prevailing rate for a similar instrument of an issuer with a similar credit rating; or a rate of interest that discounts the nominal amount of the instrument to the current cash sales price of the goods or services (Note 28).

Revenues from television, newspapers, magazines and other advertisements

Revenue from advertisements is recognised on an accrual basis at the time of broadcasting or printing the advertisement in the related media at the invoiced amounts. The part which is not broadcasted or published yet is recognised as deferred income on the balance sheet.

Revenues from newspaper and magazine sales and distribution

Revenue from newspaper and magazine sales is recognised on an accrual basis at the time of delivery of the newspapers by the distribution company to the dealer at the invoiced values.

Newspaper sales returns and provisions:

Provision for newspaper sales returns is accounted at the time of delivery based on past experiences and recent information of sales returns.

Returns on magazine sales and provisions:

Provision for returns on magazine sales are the provisions provided to reflect the sales income based on matching principle by using statistical data for the period, field sales data, etc. when return invoices are not issued although returns are taken off from the market or the issue of magazine period is not expired.

Revenues from printing services

Revenues from printing arise from printing services given to third parties other than Group companies by using Group's printing facilities. Related income is recognised on an accrual basis at the time of services given.

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NOTE 2 - BASIS OF PRESENTATION OF FINANCIAL STATEMENTS (Continued)

2.2 Summary of Significant Accounting Policies (Continued)

Revenue recognition (Continued)

b) Other segment

Sales revenue is recognized on an accrual basis over the fair value of acquisition amount based on product or service delivery, transfer of significant risks and rewards related to product to the buyer, reliable estimate of revenue amount and most probability that economic benefits associated with the transaction will be obtained by the Company. Net sales have been found by deducting sales returns, discounts and commissions.

Difference between sales price's nominal value and fair value is recorded as "financial income" at relevant period.

Service revenue and other revenue are recognized on an accrual basis over the fair value of acquisition amount based on rendering service or realization of factors related to revenue, transfer of significant risks and rewards, reliable estimate of revenue amount and most probability that economic benefits associated with the transaction will be obtained by the Company.

Housing construction projects related to the customer

The revenue generated from the housing construction projects is recognized when the ownership of the risks and rewards of the assets are transferred to the buyer upon the performance of contract terms and the approval of delivery record by the buyer. The Group's subsidiary, Milpa, has an ongoing investment project "Milpark" and the amounts received from customers in relation to the project is followed under advances received until the final delivery of the related units in Milpark project take place (Note 11).

Housing construction projects related to the landowner

The Group has entered in to a Landownership agreement ("LOA") in the Milpark project. In accordance with the agreement, the Group commits to develop real estate projects on lands that are owned by the landowner and in return for the land transfer the ownership of the pre-agreed ratio of the constructed assets to the landowner. For landownership agreements, the value of land transferred to the Group is carried at fair value at the date of agreement and when the Group meets all of its contractual liabilities and all risks and rewards of the ownership of the assets are transferred to the landowner following the approval of the delivery notice by the landowner, revenue is recognised as the sale profit obtained from the landowner.

Credit finance income/expense

Credit finance income/expense represents income/expense incurred from forward purchases and sales. These forms of incomes/expenses are accepted as finance incomes/expenses obtained from forward purchases and sales during the period and included to financial income/expense by calculating effective interest method (Note 32 and 33).

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NOTE 2 - BASIS OF PRESENTATION OF FINANCIAL STATEMENTS (Continued)

2.2 Summary of Significant Accounting Policies (Continued)

Revenue recognition (Continued)

b) Other segment (Continued)

Vehicle Sale

The risk and reward is assumed to be transferred to the buyer when the Special Consumption Tax is paid and the licence is issued and with the measurement of the revenue reliably, reveneu is recognized.

Other revenues

Group's joint venture DD Konut Finansman recognizes its interest incomes and expenses on accrual basis using internal rate of return method. Interest incomes are canceled when the management decides that loans and advances given to customers can not be reimbursed and rediscount amounts that have been recorded up to that date is canceled and is not recorded as revenue until collection is made.

Interest incomes realize on the basis of time, the revenue that will accrue is determined by taking the current interest rate and the interest rate that will be effective in the remaining time into consideration.

Dividend income obtained from share investments is recognized when the right of shareholders to receive dividend arises.

Rental income and other income are recognized on accrual basis.

Barter agreements

The Group provides advertising services in return for advertisement and other products and services. When goods or services are exchanged or swapped for goods or services which are of a similar nature and value, the exchange is not regarded as a revenue generating transaction. When goods are sold or services are rendered in exchange for dissimilar goods or services, the exchange is regarded as a revenue generating transaction. Revenue is measured at the fair value of the goods or services received, adjusted by the amount of any cash or cash equivalents transferred. If the fair value of the goods or services received is not measured reliably, the revenue is measured at the fair value of the goods or services supplied, adjusted by the amount of any cash or cash equivalents transferred (Note 23). Barter agreements are recognised on an accrual basis.

Business combinations

Business combinations are accounted in accordance with IFRS 3. Goodwill represents the excess of the cost of an acquisition over the fair value of the Group's share of the net identifiable assets of the acquired subsidiary/associate at the date of acquisition. If the purchase amount is less than the fair value of provisions, contingent assets and liabilities, the subjected difference is identified with comprehensive income statement. Goodwill recognised in a business combination is not amortized, instead it is tested for impairment annually, or more frequently if events or changes in circumstances indicate that it might be impaired. If the acquisition cost is lower than the fair value of the identifiable assets, liabilities and contingent liabilities acquired, the difference is accounted for as income in the related period (Note 3). There are no business combinations that have significant effect over the financial statements for the period ended 31 December 2011.

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NOTE 2 - BASIS OF PRESENTATION OF FINANCIAL STATEMENTS (Continued)

2.2 Summary of Significant Accounting Policies (Continued)

Business combinations(Continued)

Gains or losses resulted from sale or purchase of subsidiaries under the control of Doğan Holding (transactions that do not result in a change in control) are recognised under equity. IAS 27 (Revised) requires ownership decreases or increases which do not result in a change in control to be recorded under equity for accounting periods beginning on or after 1 July 2009. For accounting periods beginning prior to 1 July 2009, the difference resulted in favor of acquisition value in connection with sale or purchase of subsidiaries under the control of the Group which do not result in a change in control was recognised as goodwill.

Foreign currency transactions

Functional currency

Items included in the financial statements of each Group entity are measured using the currency that best reflects the economic substance of the underlying events and circumstances relevant to that entity. The consolidated financial statements are presented in Turkish Lira, which is the functional currency of Doğan Holding.

Foreign currency transactions and balances

Income and expenses arising in foreign currencies have been translated into TRY at the exchange rates prevailing at the transaction date. Monetary assets and liabilities denominated in foreign currencies have been translated into TRY at the exchange rates prevailing at the balance sheet dates. Exchange gains or losses arising from the settlement and translation of foreign currency items have been included in the consolidated statement of comprehensive income.

Foreign group companies

The results of the Group undertakings using a measurement currency other than TRY are first translated into Turkish lira by using the average exchange rate for the period. Assets and liabilities of such Group undertakings are translated into TRY by using the closing rate at the balance sheet date. Differences arising on retranslation of the opening net assets of such Group undertakings and differences between the average and period-end rates are included in currency translation reserve as a separate item in the shareholders' equity and recognized under total comprehensive income.

A significant portion of the Group's foreign operations are performed in Russia, Europe and Slovenia ("Slovenia" or "EE"). Foreign currencies and exchange rates at 31 December 2011 and 2010 are summarized below:

Country	Currency unit	31 December 2011	31 December 2010
Eurozone	Euro	2,4438	2,0491
Russia	Ruble	0,0587	0,0507
Hungary	Forint	0,0078	0,0074
Crotia	Kuna	0,3246	0,2776
Ukraina	Grivna	0,2364	0,1942
Romania	New Lei	0,5677	0,4826
Kazakhstan	Tenge	0,0127	0,0105
Belarus	Belarusian Ruble	0,0002	0,0005

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NOTE 2 - BASIS OF PRESENTATION OF FINANCIAL STATEMENTS (Continued)

2.2 Summary of Significant Accounting Policies (Continued)

Segment reporting

In accordance with IFRS 8 "Operating Segments" standard, the Group arranged industrial segments' reporting as parallel with the reporting made to Group's decision-making authorities. Industrial segment which is an asset and operation group producing goods and services is exposed to different risks and rewards from other industrial segments. Group operations were monitored and reported as three main segments; "Media", "Energy" and "Other" until 31 December 2010 by the management. Group management may change the structure of segment reporting, if they reach the conclusion that new structure may affect financial statement users' decisions and/or it will be useful during the review of financial statements.

In segment reporting, intra-segmental operations are recorded at segment level and inter-segmental operations are recorded as eliminations at consolidation level.

Since the transfer procedures of Petrol Ofisi A.Ş. (OMV Petrol Ofisi A.Ş.) shares were completed on 22 December 2010, "Energy" segment activities were reported under "Discontinued Operations" in financial statements of the period ended 31 December 2010. Group's 2 main segments, "Media" and "Other", were reported under "Continuing Operations" (Note 1).

(Losses)/gain per share

Losses per share are determined by dividing net loss by the weighted average number of shares that have been outstanding during the period concerned (Note 36).

In Turkey, companies can increase their issued capital by making a pro-rata distribution of shares ("bonus shares") to existing shareholders from retained earnings. For the purpose of earnings per share computations, such bonus share issuances are regarded as issued shares for all of the periods presented in the financial statements. Accordingly, weighted average number of shares used in earnings per share computations is derived by considering the retrospective effects of the issuances of the shares.

Discontinued operations

Discontinued operations are components of an entity that either have been disposed of or represent a major part of an entity separately from the Group's operations and cash flows. Operating results as of the Group has ceased its control over its disposal groups are presented separately under "discontinued operations" in the consolidated income statement prepared for the period ended as of 31 December 2011. Prior period consolidated income statement is adjusted for comparative purposes and the results of discontinued operations for the period ended as of 31 December 2010 are also classified under the "discontinued operations" account.

The results of discontinued operations also include profit/ (loss) from the related operation's sale proceed and related tax expenses. Profit/ (loss) from the sale proceed is calculated as the difference between the carrying amount of net assets disposed of and sale price (Note 34).

Non-current assets held for sale

Assets held for sale are operations that the Group disposes of or classified as available for sale and cash flows which can be treated as a part separately from the Group. Assets classified as held for sale by the Group and discontinued operations, are measured at the lower of the carrying amount of assets and liabilities related to discontinued operations and fair value less costs to sell (Note 34).

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NOTE 2 - BASIS OF PRESENTATION OF FINANCIAL STATEMENTS (Continued)

2.2 Summary of Significant Accounting Policies (Continued)

Government Grants

Government grants are not recognised until there is reasonable assurance that the Group will comply with the conditions attaching to them and that the grants will be received. Government grants are recognised in profit or loss on a systematic basis over the periods in which the Group recognises as expenses the related costs for which the grants are intended to compensate.

The Group has received investment incentive certificate that is exempt from Customs duty and VAT regarding the modernization of plant related with media activities

Subsequent events

In the case that events requiring a correction to be made occur subsequent to the balance sheet date, the Group makes the necessary corrections to the financial statements.

In case that events occur subsequent to the balance sheet date that do not require a correction to be made, those events are disclosed in the notes to the consolidated financial statement.

Statement of cash flows

In the statement of cash flows, cash flows during the period are classified under operating, investing or financing activities.

The cash flows raised from operating activities indicate cash flows due to the Group's media and other sales operations.

The cash flows due to investing activities indicate the Group cash flows that are used for and obtained from investments (investments in property, plant and equipment and financial investments).

The cash flows due to financing activities indicate the cash obtained from financial arrangements and used in their repayment.

Cash and cash equivalents include cash and bank deposits and the investments that are readily convertible into cash and highly liquid with three months or less to maturity.

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NOTE 2 - BASIS OF PRESENTATION OF FINANCIAL STATEMENTS (Continued)

2.3 Critical Accounting Estimates, Assumptions and Judgments

2.3.1. Critical accounting estimates and assumptions

a) Estimated impairment of goodwill

In accordance with the accounting policy mentioned in Note 2.2, goodwill is annually tested for impairment by the Group. Recoverable amount of cash generating units is measured based on the value in use calculations.

b) Vat amount subject to discount within the scope of law no: 6111

As of November 2011, the Group management has considered the VAT principle amounting to TRY 454.281 imposed as a consequence of share exchanges and transfers recognized in the statutory accounts of Doğan TV Holding, D Yapım, Doğan Prodüksiyon ve Alp Görsel and restructured within the scope of Law no: 6111 in the year 2011 as input VAT through issuance of "recourse VAT invoice" by each entity who transfers the shares to the respective entity, sequentially with the amount of corresponding VAT imposed. In this context, input VAT amounting to TRY 145.328, TRY 222.662 and TRY 86.291 have been recognized in the statutory records of D Yapım, Doğan Prodüksiyon and Alp Görsel, respectively.

Based on the nature of the transaction and considering the precautionary principle, the Group management elects not to recognize the input VAT amounting to TRY 454.281 as an asset in the consolidated financial statements as it will be used in future tax periods. Accordingly, where practible, input VAT that can be offset against the recourse VAT in the related taxation periods can be reflected in the statement of income in the respective periods.

c) Probable liabilities related to the share sales agreement signed with Commerz-Film GmbH

Doğan Yayın Holding sold 90.854.185 shares ("Axel shares"), 25% of the issued capital of Doğan TV Holding, to Commerz-Film GmbH (formerly registered as Dreiundvierzigste Media Vermögengsverwaltungsgesellschaft mbH), a 100% subsidiary of Axel Springer AG, for EUR 375.000 (TRY 694.312, this amount is defined as "initial sales price") on 2 January 2007. In accordance with the Share Sale Agreement ("Agreement") that the initial sales price will be revised depending on the "initial public offering" ("IPO") of the shares of Doğan TV Holding if available.

Dates for the reassessment of the original selling price as set out in the agreement signed by Doğan Holding, Doğan Yayın Holding, Doğan TV and Commerz-Film GmbH on 19 November 2009 have been postponed for a maximum period of 6 years without being subject to any condition. The related agreement dated 19 November 2009, was amended by a new agreement (Amendment agreement) signed with Doğan Holding, Doğan Yayın Holding, Doğan TV Holding, Commerz-Film GmbH and Hauptstadtsee 809. V V GmbH at 31 October 2011.

Certain terms of the agreement dated 19 November 2009 as detailed below are effective as of 19 February 2010.

Axel Springer Group has sale options for 3,3% of its shares in Doğan TV amounting to EUR 50.000 subsequent to January 2013 and the other 3,3% of its shares amounting to EUR 50.000 subsequent to January 2014 to Doğan Holding and Doğan Holding has the commitment to purchase these shares ("DTV Put Option I"). Axel Springer Group may exercise the sale options fully or partially.

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NOTE 2 - BASIS OF PRESENTATION OF FINANCIAL STATEMENTS (Continued)

2.3 Critical Accounting Estimates, Assumptions and Judgments (Continued)

2.3.1 Critical accounting estimates and assumptions (Continued)

c) Probable liabilities related to the share sales agreement signed with Commerz-Film GmbH (Continued)

Payables will include interests' payments of annual combined 12 months Euro Libor plus 100 base points as of 2 January 2007. Under the amendment agreement dated 31 October 2011, existing DTV Put Option I terms are revised and accordingly, the related terms require the put options exercisable for the periods subsequent to January 2013 and January 2014 in consideration of EUR 50.000 to cover only 33.843.238 shares in each period. The Amendment also allows Axel Springer another put option exercisable for 34.183.593 shares for the period subsequent to 2015 in consideration of EUR 50.000.

According to the agreement dated 19 November 2009, Axel Springer Group has option to sell some or all of "Axel shares" with the higher of EUR 4,1275 (exact) per share or a fair value to be determined by specific valuation techniques to Doğan Holding and Doğan Holding has a commitment to purchase these shares ("DTV Put Option II). Payables will include interests' payments of annual combined 12 months Euro Libor plus 100 base points as of 2 January 2007. In order to exercise this option, the following conditions must be met. This time, with the amendment agreement dated 31 October 2011, EUR 4,1275 per share is updated as EUR 1,46269 because of the increase in the share capital of Doğan TV.

- Doğan TV shares should not be offered to the public by 30 June 2017,
- There should be direct or indirect control change over Doğan Holding, Doğan Yayın Holding or Doğan TV,
- There should be pledges or sequestration on the Doğan Yayın Holding's assets that have significant unfavorable effects on the operations of Doğan Yayın Holding in addition to the existing ones.

As per the amendment agreement dated 31 October 2011, the Axel Springer Group has also requested two guarantee letters amounting to EUR 50.000 each in order to guarantee the liabilities of Doğan Holding under the "DTV Put Option I".

EUR 375.000, which is defined above as the initial sale price, can be amended based on the circumstances explained below. As per the agreement, the initial sale price may be subject to revision as the following depending on the "initial public offering" of Doğan TV Holding.

In the event that shares of Doğan TV Holding are offered to public by 30 June 2017and if quarterly share value of "Axel Shares" in average subsequent to public offering is less than the amount of which will be calculated by adding interest over the original selling price (as measured by using an annual combined Euro Libor plus 100 base points as of 2 January 2007), both the difference resulting from the quarterly share value of "Axel Shares" in average subsequent to public offering and the original selling price and the amount calculated by adding interest over the difference would be paid by Doğan Yayın Holding to the Axel Springer Group.

In the event that shares of Doğan TV Holding are offered to public by 30 June 2017 and if quarterly share value of "Axel Shares" in average subsequent to public offering is higher than the original selling price, both the difference resulting from the quarterly share value of "Axel Shares" in average subsequent to public offering and the amount of which will be calculated by adding interest over the original selling price (as measured by using an annual combined Euro Libor as of 2 January 2007) to the original selling price would be equally shared between the Axel Springer Group and Doğan Yayın Holding.

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NOTE 2 - BASIS OF PRESENTATION OF FINANCIAL STATEMENTS (Continued)

2.3 Critical Accounting Estimates, Assumptions and Judgments (Continued)

2.3.1 Critical accounting estimates and assumptions (Continued)

c) Probable liabilities related to the share sales agreement signed with Commerz-Film GmbH (Continued)

In the event that shares of Doğan TV Holding are not offered to public by 30 June 2017 and if the fair value of Doğan TV, which will be calculated by using certain valuation techniques as at 31 December 2015, is less than the amount of which will be calculated by adding interest over the original selling price (as measured by using an annual combined Euro Libor as of 2 January 2007) to the original selling price, both the fair value of Doğan TV, which will be calculated by using certain valuation techniques as at 31 December 2015, and the difference of the original selling price and the amount calculated by adding interest over the difference would be paid by Doğan Yayın Holding to the Axel Springer Group. If Doğan TV Holding's shares are not listed by the end of 30 June 2017, the fair value based on the above-mentioned techniques would be reassessed, payments would be made to the Axel Springer Group in accordance with the related calculations, and Axel Springer Group's call option of its entire or some portion of its shares to Doğan Holding and Doğan Holding's put option for the related shares would continue to be in effect.

In the event that Axel Springer group shares are offered to the public between 30 June 2017 and 30 June 2020, any positive difference between the initial public offering value and the initial sales price remeasured as of 31 December 2015 (it will be remeasured using the annual Euro Libor rates on annual compound basis starting from 2 January 2007) including interest calculated from the difference (it will be calculated using the annual Euro Libor rates on annual compound basis effective from 1 July 2017) will be apportioned equally, whereas no transaction will take place for any negative difference.

In accordance with the agreement signed on 19 November 2009, Doğan Yayın Holding shall make a TRY cash capital increase in Doğan TV Holding A.Ş. that corresponds to EUR 385.000, and as a result of the capital increase, Doğan TV Holding A.Ş. shares owned by Commerz-Film GmbH shall be diluted to 19,9% from 25%. In January 2010 and May 2010, the premium capital increase of Doğan TV Holding A.Ş., was completed in two steps. As a result of the capital increase, the shares of Doğan Yayın Holding and Commerz-Film GmbH at Doğan TV Holding A.Ş were 79,71% and 19,9% respectively.

To measure fair value, cash flow projections in relation to periods covering 2012-2016 are prepared for Doğan TV Holding A.Ş. and the fair value of Doğan TV Holding A.Ş has been calculated by discounting the above mentioned cash flow statements. Valuation projections are prepared for a 5 year-budget period.

The critical estimates and assumptions related to cash flow projections prepared in TRY within the scope of fair value determinations of Doğan TV Holding A.Ş. are explained below.

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NOTE 2 - BASIS OF PRESENTATION OF FINANCIAL STATEMENTS (Continued)

2.3 Critical Accounting Estimates, Assumptions and Judgments (Continued)

2.3.1 Critical accounting estimates and assumptions (Continued)

b) Probable liabilities related to the share sales agreement signed with Commerz-Film GmbH (Continued)

	2012 - 2016
Revenue increase in the budgeted period [1]	%16,16

	2011	2012	2013	2014	2015	2016
EBITDA margin [2]	%21	%26	%34	%38	%41	%39

[1] Compound annual growth rate (CAGR – compound annual growth rate)
[2] Earnings before interest, taxes, depreciation and amortization

Cash flow projections are discounted with 14% as the by rate of weighted average cost of capital (WACC).

In accordance with the fair value calculation, there are not any financial liabilities arising from the share acquisition, which represents 19,9% of Doğan TV Holding A.Ş.'s capital, by the Axel Springer Group.

The Group is also responsible for any unprovisioned liability arising from tax assessments prior to the closing date of sale agreement as required in the Axel share acquisition and transfer "Agreement". The effect of liability arising from Law no: 6111 in regards to Doğan TV Holding over the share value is compensated in proportion to the share capital to Commerz-Film GmbH. In this content, the payment made to Commerz-Film GmbH amounts to TRY 165.523. The related payment has been made on 17 August 2011. Accordingly, Commerz-Film GmbH has participated in the capital increase of Doğan TV Holding from TRY 456.554 to TRY 1.288.328 through the usage of nominal values in the new share acquisition rights in the share of participation at nominal value. The capital increase has been registered on August 17, 2011. The share interest of Commerz-Film GmbH in Doğan TV Holding (19,9%) have remained still after the capital increase. Accordingly, the Group has indemnified TRY 165.523 of liability arising from Doğan TV Holding A.Ş. and its subsidiaries' undue and on trial tax liabilities in dispute under Law No: 6111 which represents the portion corresponding to Axel Springer Group's current ownership percentage (19,9%). The related liability portion is not recognized under the non-controlling interests account in the accompanying financial statements prepared as of 31 December 2011.

2.3.2 Critical accounting judgments

Prepaid phone card (prepaid minutes) sales related with mobile telecommunication services and newspaper and magazine sales (excluding transactions with related parties and newspapers distributed through subscription system) are carried at gross value in the consolidated financial statements by the Group.

Management believes that the decision to record revenue gross versus net is a matter of professional judgment that is dependent upon the relevant facts and circumstances. The Group evaluated the following factors and indicators in coming to the conclusion.

- The Group has the option to determine the selling price, within the existing economic limitations,
- General inventory risk of goods mentioned above belongs to the Group. The Group purchases newspapers and magazines from suppliers and sells them to its dealers through its distribution network. The Group returns unsold newspapers and magazines from dealers to the original supplier. General inventory risk is about approximately a week for newspaper and magazine sales,
- The Group has the collection risk associated with the transaction.

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NOTE 3 - BUSINESS COMBINATIONS

The details of the business combinations during the years ended 31 December 2011 and 2010 are as follows:

1 January – 31 December 2011

There is no business combination that has significant effect on the financial statements ended 31December 2011.

1 January – 31 December 2010

Doğan TV Holding

The Board of Directors decided to increase their capital upon the decision made prior to balance sheet date on 31 December 2009. In accordance with the decision, the Group's capital has decided to be increased to the TRY equivalent of EUR 385.000. The remaining part of the increase made in May 2010 is treated as the acquisition of non-controlling interests of a Doğan Yayın Holding subsidiary and the related amount is recognised under equity in accordance with IAS 27 (Revised), which is applicable for annual periods beginning subsequent to 1 July 2009. No goodwill is recognised.

Accordingly, as a result of the transaction in May 2010 explained above, there has been an increase of TRY 54.891 in the non-controlling shares and a corresponding decrease in the Group's equity.

Aras Prodüksiyon

In December 2010, 50% shares of Aras Prodüksiyon, which was accounted as joint venture as 31 December 2009, are purchased by Doğan TV Holding A.Ş. in consideration of TRY 25. Following the purchase, Aras Prodüksiyon is accounted for as a subsidiary of the Group. Goodwill resulted amounting to TRY 2.911 from the purchase transaction, is impaired and accounted for as an expense at 31 December 2010.

Ekin Radyo

As of 15 June 2010, shares of Ekin Radyo, are purchased by Doğan TV Holding in consideration of TRY 203. Goodwill resulted amounting to TRY 450 from the purchase transaction, is impaired and accounted for as an expense at 31 December 2010.

NOTE 4 - JOINT VENTURES

Joint ventures of Doğan Holding, registered countries, nature of their businesses and business and geographic segments are summarized as follows:

Joint Venture	Country	Nature of business	Segment	Entrepreneural Partner
ASPM Holding B.V.	The Netherlands	Internet publishing	Media	Autoscout24 GmBh
OOO Autoscout24	Russia	Internet publishing	Media	Autoscout24 GmBh
Doğan Burda Dergi Yayıncılık ve Pazarlama A.Ş. ("Doğan Burda")	Turkey	Magazine publishing	Media	Burda GmbH
DB Popüler Dergiler Yayıncılık A.Ş. ("DB Popüler")	Turkey	Magazine printing	Media	Burda GmbH
Doğan ve Egmont Yayıncılık ve Yapımcılık Ticaret A.Ş. ("Doğan Egmont")	Turkey	Magazine publishing	Media	Egmont
Dergi Pazarlama Planlama ve Ticaret A.Ş. ("DPP")	Turkey	Planning	Media	Burda GmbH
Ultra Kablolu Televizyon ve Telekomünikasyon Sanayi ve Ticaret A.Ş ("Ultra Kablolu")	Turkey	Telecommunication	Media	Koç Holding A.Ş.
Eko TV Televizyon Yayıncılık A.Ş. ("TNT")	Turkey	TV publishing	Media	Turner Broadcasting System International Inc.
Birey Seçme ve Değerlendirme Danışmanlık Ltd. Şti. ("Birey İK")	Turkey	Internet services	Media	Doğan Portal ve Elektronik Ticaret A.Ş.
Katalog Yayın ve Tanıtım Hizmetleri A.Ş. ("Katalog")	Turkey	Guide publishing	Media	Seat Pagine Gialle SPA
Tipeez İnternet Hizmetleri A.Ş. ("Tipeez")	Turkey	Internet publishing	Media	Tweege Holdings LP.
DD Konut Finansman A.Ş. ("DD Konut Finansman")	Turkey	Housing finance	Other	Deutsche Bank AG

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NOTE 4 - JOINT VENTURES (Continued)

Joint Venture	Country	Nature of business	Segment	Entrepreneural Partner
Aslancık Elektrik Üretim A.Ş.("Aslancık Elektrik")	Turkey	Energy	Other	Doğuş Holding A.Ş. and Anadolu Endüstri Holding A.Ş.
D-Tes Elektrik Enerjisi Toptan Satış A.Ş. ("D Tes")	Turkey	Energy	Other	Doğuş Holding A.Ş. Unit Investment N.V. and Anadolu Endüstri Holding A.Ş.
Boyabat Elektrik Üretim ve Ticaret A.Ş.("Boyabat Elektrik")	Turkey	Energy	Other	Unit Investment N.V.Doğuş Holding A.Ş.
Tasfiye halinde İsedaş İstanbul Elektrik Dağıtım Sanayi ve Ticaret A.Ş. ("İsedaş")	Turkey	Energy	Other	Tekser İnşaat Sanayi ve Ticaret A.Ş. and Çukurova Holding A.Ş.
Gas Plus Erbil Ltd. ("Gas Plus Erbil")	Jersey	Energy	Other	Newage Alzarooni Limited

The table below sets out the Joint Ventures, the proportion of voting power held by Doğan Holding, its subsidiaries and Doğan family and effective ownership interests at 31 Deceember 2011 and 31 December 2010:

	Proportion of voting power held by Doğan Holding and its subsidiaries (%)		Proportion of voting power held by Doğan family members(%)		Total proportion of voting power held(%)		Total proportion of effective ownership interest(%)	
Company Name	31 December 2011	31 December 2010	31 December 2011	31 December 2010	31 December 2011	31 December 2010	31 December 2011	31 December 2010
ASPM Holding B.V.	51,00	51,00	-	-	51,00	51,00	22,28	22,02
OOO Autoscout24	51,00	51,00	-	-	51,00	51,00	22,28	22,02
DB	44,89	44,89	0,49	-	45,38	44,89	33,93	33,46
DB Popüler	44,87	44,87	0,01	-	44,88	44,87	33,92	33,44
Doğan Egmont	50,00	50,00	-	-	50,00	50,00	37,80	37,27
DPP	46,00	46,00	10,00	10,00	56,00	56,00	34,72	34,24
Ultra Kablolu [1]	50,00	50,00	-	-	50,00	50,00	37,80	37,27
TNT	75,02	75,04	0,02	-	75,04	75,04	45,35	44,58
Birey İK	50,00	50,00	50,00	50,00	100,00	100,00	26,74	26,37
Katalog [2]	50,00	50,00	-	-	50,00	50,00	37,80	37,27
Tipeez	30,00	30,00	-	-	30,00	30,00	18,42	18,21
DD Konut Finansman	47,00	47,00	4,00	4,00	51,00	51,00	47,00	47,00
Aslancık Elektrik	33,33	33,33	-	-	33,33	33,33	33,33	33,33
D Tes	25,00	25,00	-	-	25,00	25,00	25,00	25,00
Boyabat Elektrik	33,00	33,00	-	-	33,00	33,00	33,00	33,00
İsedaş [3]	45,00	45,00	-	-	45,00	45,00	45,00	45,00
Gas Plus Erbil	50,00	50,00	-	-	50,00	50,00	50,00	50,00

[1] The operations have been terminated as of November, 2006.
[2] The operations have been terminated as of September, 2009.
[3] The company is in the liquidation process as of 19 August 2011.

The aggregate amounts of current assets, non-current assets, current liabilities, non-current liabilities and net revenues of joint ventures included in the consolidated financial statements by using the proportionate consolidation method are as follows:

	31 December 2011	**31 December 2010**
Current Assets	64.401	129.508
Non-current assets	855.086	416.993
Total assets	**919.487**	**546.501**
Current liabilities	127.373	102.199
Non-current liabilities	538.275	262.124
Equity	253.839	182.178
Total liabilities and equity	**919.487**	**546.501**

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NOTE 4 - JOINT VENTURES (Continued)

Statements of Income:	1 January-31 December 2011	1 January-31 December 2010
Revenues	**109.108**	**95.554**
Gross profit	**40.628**	**35.466**
Marketing, sales and distribution expenses (-)	(24.784)	(24.470)
General administrative expenses (-)	(16.247)	(14.831)
Other operating (expenses)/ income, net	(1.789)	(8.990)
Operating (loss)	**(2.192)**	**(12.825)**
Financial income	11.573	24.373
Financial expenses (-)	(55.916)	(20.336)
(Loss) before income taxes	**(46.535)**	**(8.788)**
Current income tax charge	(1.258)	(1.151)
Deferred tax income	9.810	3.190
Net loss for the period (-)	**(37.983)**	**(6.749)**

NOTE 5 - SEGMENT REPORTING

a) External Revenues

	2011	2010
Media	2.611.717	2.284.991
Other	255.631	233.887
	2.867.348	**2.518.878**

b) (Loss) before income taxes

	2011	2010
Media	(1.298.093)	(153.282)
Other	403.386	(64.217)
Discontinued operations elimination (POAŞ)	-	1.546
	(894.707)	**(215.953)**

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NOTE 5 - SEGMENT REPORTING (Continued)

c) Segmental analysis for the one year period ended 31 December 2011:

	Media [1]	Other [1]	Inter segment elimination	Total
External revenues	2.611.717	255.631	-	2.867.348
Intra segment revenues	1.840.400	6.643	-	1.847.043
Inter segment revenues	2.038	12.718	-	14.756
Total revenues	**4.454.155**	**274.992**	**-**	**4.729.147**
Total cost of sales	**(3.394.937)**	**(248.450)**	**-**	**(3.643.387)**
Revenues	2.613.755	268.349	(14.756)	2.867.348
Cost of sales	(1.812.274)	(248.398)	-	(2.060.672)
Gross profit	**801.481**	**19.951**	**(14.756)**	**806.676**
Marketing, selling and distribution expenses (-)	(376.513)	(11.386)	1.307	(386.592)
General administrative expenses (-)	(330.462)	(79.536)	15.098	(394.900)
Other (expenses), net	(1.089.651)	(26.109)	(1.537)	(1.117.297)
Financial income	262.190	715.625	(5.739)	972.076
Financial expenses (-)	(565.138)	(215.159)	5.627	(774.670)
(Loss)/profit before income taxes-before inter segment elimination	**(1.298.093)**	**403.386**	**-**	**(894.707)**

[1] Doğan Havacılık, which is accounted for using the equity method by Doğan Yayın Holding, parent company of Media Segment, is consolidated on a line-by-line basis by the Group since it is controlled by the Group and it is reported in "Other" segment.

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NOTE 5 - SEGMENT REPORTING (Continued)

c) Segmental analysis for the one year period ended 31 December 2010(Continued);

	Media [1]	Energy	Other [1]	Inter segment elimination	Total
External revenues	2.284.991	-	233.887	-	2.518.878
Intra segment revenues	1.605.174	-	23.703	-	1.628.877
Inter segment revenues	3.586	-	17.804	-	21.390
Total revenues	**3.893.751**	**-**	**275.394**	**-**	**4.169.145**
Total cost of sales	**(2.932.371)**	**-**	**(266.671)**	**-**	**(3.199.042)**
Revenues	2.288.577	-	251.691	(21.390)	2.518.878
Cost of sales	(1.597.613)	-	(258.614)	3.514	(1.852.713)
Gross profit	**690.964**	**-**	**(6.923)**	**(17.876)**	**666.165**
Marketing, selling and distribution expenses	(317.964)	-	(14.242)	3.499	(328.707)
General administrative expenses	(290.963)	-	(70.533)	15.763	(345.733)
Other income/(expenses), net	(150.061)	-	(25.128)	241	(174.948)
Financial income	91.785	-	205.997	(197)	297.585
Financial expenses	(177.043)	-	(153.388)	116	(330.315)
(Loss)/profit before income taxes -before inter segment elimination	**(153.282)**	**-**	**(64.217)**	**1.546**	**(215.953)**
Profit after tax from discontinued operations	**-**	**964.219**	**-**	**(1.546)**	**962.673**

[1] Doğan Havacılık, which is accounted for using the equity method by Doğan Yayın Holding, parent company of Media Segment, is consolidated on a line-by-line basis by the Group since it is controlled by the Group and it is reported in "Other" segment.

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NOTE 5 - SEGMENT REPORTING (Continued)

d) Segment Assets

Total Assets	**31 December 2011**	**31December 2010**
Media [1]	4.669.494	3.883.535
Other	5.870.511	5.209.101
	10.540.005	**9.092.636**
Less: segment elimination [2]	(1.891.934)	(1.059.309)
Total assets per consolidated financial statements	**8.648.071**	**8.033.327**
Shareholders' Equity		
Media [1]	1.054.021	1.246.118
Other	4.579.413	4.396.924
Total	**5.633.434**	**5.643.042**
Less: segment elimination [3]	(1.782.365)	(1.022.000)
Shareholders' equity	**3.851.069**	**4.621.042**
Non-controlling interests	(812.031)	(756.498)
Total net shareholder's equity per consolidated financial statements	**3.039.038**	**3.864.544**

[1] Since Doğan Havacılık which has been consolidated to Doğan Yayın Holding's consolidated financial statements with equity method is controlled by the Group, it has been reported in the "Other" operating segment by being consolidated with full consolidation method. Value carried to the consolidated financial statements of Doğan Yayın Holding with the equity value has been deducted from media segment's total assets and equity.
[2] Segment elimination amount consists of elimination of Group's subsidiary amount to Doğan Yayın Holding and reciprocal debit and credit balances between Media and Other segments.
[3] Segment elimination amount represents reciprocal elimination of Doğan Yayın Holding's adjusted capital amount within Media segment's total equity and Group's subsidiary amount to Doğan Yayın Holding.

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NOTE 5 - SEGMENT REPORTING (Continued)

e) Capital expenditures for property, plant and equipment, intangible assets and investment properties with depreciation and amortization charge

	2011	2010
Capital expenditures		
Media	230.759	143.275
Discontinued operation	6.586	353.515
Other	354.234	135.519
Total	**591.579**	**632.309**
Amortizations		
Media	191.958	207.150
Discontinued opearation	14.896	167.409
Other	27.242	27.010
Total	**234.096**	**401.569**

f) Non-controlling interests

	31 December 2011			31 December 2010		
	Doğan Family	Other	Total	Doğan Family	Other	Total
Media	78.343	679.852	758.195	91.077	607.526	698.603
Other	6.923	46.913	53.836	6.920	50.975	57.895
	85.266	**726.765**	**812.031**	**97.997**	**658.501**	**756.498**

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NOTE 5 - SEGMENT REPORTING (Continued)

g) Non- Cash Expenses (net):

Non-cash expenses according to the segments are as follows:

	2011			
	Media	Discontinued Operation	Other	Total
Provision for doubtful receivables (Note 10)	35.724	-	(369)	35.355
Provision for employment termination benefits (Note 24)	20.430	-	3.301	23.731
Interest accrual	12.460	-	5.246	17.706
Provision for tax liability in dispute regarding 6111 law (Note 26)	655.560	-	-	655.560
Provision for tax base regarding 6111 law (Note 26)	23.312	-	-	23.312
Provision for impairment of goodwill (Note 20)	103.895	-	-	103.895
Provision for impairment of intangible assets (Note 19)	35.231	-	-	35.231
Provision for impairment of property, plant and equipment (Note 18)	10.821	-	-	10.821
Provision for unused vacation	11.945	-	3.904	15.849
	909.378	**-**	**12.082**	**921.460**

	2010			
	Media	Discontinued Operations	Other	Total
Provision for tax penalties (Note 22)	7.200	-	5.093	12.293
Provision for doubtful receivables (Note 10)	41.490	-	14.602	56.092
Provision for employment termination benefits (Note 24)	24.526	-	3.738	28.264
Provision for impairment of goodwill (Note 20)	29.030	-	-	29.030
Provision for unused vacation (Note 26)	14.393	-	13.104	27.497
Accrued interest expenses	15.501	-	5.477	20.978
Provision for lawsuits (Note 22)	4.321	-	(687)	3.634
Provision for impairment of property, plant and equipment (Note 18)	-	-	17.857	17.857
Provision for impairment of intangible assets (Note 19)	33.304	-	-	33.304
Provision for impairment of inventories (Note 13)	4.397	-	98	4.495
Provision for impairment of investment properties (Note 17)	-	-	35.296	35.296
	174.162	**-**	**94.578**	**268.740**

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NOTE 6 - CASH AND CASH EQUIVALENTS

The breakdown of cash and cash equivalents at 31 December 2011 and 2010 are as follows:

	31 December 2011	31 December 2010
Cash	3.418	2.100
Banks		
- demand deposits	56.954	67.938
- time deposits	3.292.201	3.324.617
Blocked deposits	111.838	66.495
Reverse repurchase agreements	3.876	3.387
	3.468.287	**3.464.537**

The time deposits of the Group are mainly composed of USD, EUR and TRY and the effective interest rates of USD, EUR and TRY denominated time deposits are between 0,5% and 6,05% (2010: 1,0% and 5,3%), 1,0% and 6,05% (2010: 1,0% and 3,77%) and 5,7% and 12,7% (2010: 5,1% and 12,3%), respectively.

Cash and cash equivalents amounting to TRY 36.247 (31 December 2010: TRY 24.741) at 31 December 2011 comprise of credit card slip receivables and TRY 75.591 (31 December 2010: TRY 41.754) of blocked deposits.

Cash and cash equivalents disclosed in the consolidated statements of cash flows for the periods ended 31 December 2011, 31 December 2010 and 31 December 2009 are as follows:

	31 December 2011	31 December 2010	31 December 2009
Cash and cash equivalents	3.468.287	3.464.537	2.055.639
Accrued interest (-)	(10.460)	(5.708)	(20.923)
Cash and cash equivalents	**3.457.827**	**3.458.829**	**2.034.716**

NOTE 7 - FINANCIAL INVESTMENTS

a) Current financial investments

	31 December 2011	31 December 2010
Government bonds and treasury bills	88.572	82.904
Time deposits	103.100	89.782
	191.672	**172.686**

Government bonds and treasury bills dominated in US Dollar and effective interest rate of government bonds and treasury bills is 4,43% (31 December 2010: 7,50%). Average annual effective interest rate of US Dollar denominated time deposits ranged from 1% to 6% (31 December 2010: %1-%5). As of 31 December 2011 average annual effective interest rate of TRY denominated time deposits is 9,37% (31 December 2010: 8,40%).

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NOTE 7 - FINANCIAL INVESTMENTS (Continued)

a) Current financial investments (continued)

Available-for-sale financial assets	31 December 2011		31 December 2010	
	TRY	%	TRY	%
Ray Sigorta [1]	-	-	25.084	10
			25.084	**-**

[1] The transfer of shares which represent 10% of the nominal capital of Ray Sigorta amounting to TRY 137.070 is completed on 2 February 2011. Within the total number of 1.370.698.561 shares with a nominal value of 1Kr each, 2 shares are transferred to TBIH Financial Services Group N.V. (TBIH) and 1.370.698.559 shares (represent %10 "-1" share) are transferred to Vienna Insurance Group AG Wiener Versicherung Gruppe (VIG) in total consideration of 22.907 US Dollar. As a result of transfer process, TRY 11.278 gain on sale of avaliable for sale financial asset has been recorded (Note 22). TRY 16.646.064 (exact) part of the "subsidiary stock sales revenue" which is an exception from the Corporate Tax in the solo records according to the provisions of TTK and VUK will be kept in a reserve fund within the provisions of the Law of Corporate Income Tax for a period of five years in Doğan Holding and in shareholder's equity and shall not be subject to the profit distribution.

b) Financial derivative assets

	31 December 2011	31 December 2010
Interest rate swap agreements (Note 9)	4.606	110
Forward transactions (Note 9)	34	272
	4.640	**382**

c) Non-current financial investments

	31 December 2011	31 December 2010
Available-for-sale financial assets	5.730	8.314
	5.730	**8.314**

Available-for-sale financial investments

	31 December 2011		31 December 2010	
	TRY	%	TRY	%
Marbleton Property Fund L.P ("Marbleton")	12.154	9	15.443	9
Aks Televizyon Reklamcılık ve Filmcilik Sanayi ve Ticaret A.Ş. ("Aks TV")	2.923	9	2.923	9
POAŞ [1]	699	0,03	1.269	0,03
Other	914	-	444	-
Less: provision for impairment [2]	(10.960)		(11.765)	
	5.730		**8.314**	

[1] After the removal of restriction on shares, "Restricted shares" which correspond to 0,03% of POAŞ's capital (calculated as 192.500 shares as of the current situation) are decided to be transferred to OMV Enerji Holding A.Ş in a total cash consideration of EUR 600.000. Since the related share transfer has not been realized as of 31 December 2011, 192.500 shares that Group owns are recognized at fair value, which is calculated by using the market price of shares.

[2] As of 31 December 2011, avaliable for sale financial assets except POAŞ are carried at the cost value. There are TRY 8.037 and TRY 2.923 impairment on Marbleton and Aks TV, respectively (31 December 2010: TRY 8.842 and TRY 2.923).

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NOTE 7 - FINANCIAL INVESTMENTS (Continued)

Movement of the provisions for non-current avalaible-for-sale financial assets are as follows:

	2011	2010
1 January	11.765	11.016
Additions	-	749
Reversal of impairment	(805)	-
31 December	**10.960**	**11.765**

NOTE 8 – FINANCIAL LIABILITIES

Short term financial liabilities:	**31 December 2011**	**31 December 2010**
Short-term bank borrowings	489.993	596.544
Short-term portion of long-term borrowings	404.158	392.445
Interest bearing payables to suppliers	31.763	26.563
Financial lease liabilities	8.936	8.789
	934.850	**1.024.341**

Long term financial liabilities:	**31 December 2011**	**31 December 2010**
Long-term bank borrowings	1.351.125	841.217
Financial liabilities related with options	215.135	163.468
Interest bearing payables to suppliers	34.994	54.991
Financial lease liabilities	21.978	26.000
	1.623.232	**1.085.676**

i) Borrowings

Breakdown of borrowings at 31 December 2011 and 2010 are as follows:

	31 December 2011			31 December 2010		
Short-term borrowings	**TRY**	**Foreign currency**	**Total**	**TRY**	**Foreign currency**	**Total**
Short-term borrowings	149.858	340.135	489.993	269.188	327.356	596.544
Short-term portion of long-term borrowings	3.005	401.153	404.158	8.287	384.158	392.445
Total short-term borrowings	**152.863**	**741.288**	**894.151**	**277.475**	**711.514**	**988.989**

	31 December 2011			31 December 2010		
Long-term borrowings	**TRY**	**Foreign Currency**	**Total**	**TRY**	**Foreign Currency**	**Total**
Long-term borrowings	9.173	1.341.952	1.351.125	22.196	819.021	841.217
Total long-term borrowings	**9.173**	**1.341.952**	**1.351.125**	**22.196**	**819.021**	**841.217**

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NOTE 8 - FINANCIAL LIABILITIES (Continued)

i) Borrowings (Continued)

The redemption schedules of long-term borrowings at 31 December 2011 and 2010 are summarized below:

Years	31 December 2011	31 December 2010
2012	-	265.437
2013	357.584	333.732
2014	424.058	79.740
2015 and after	569.483	162.308
	1.351.125	**841.217**

Weighted average of effective interest rates for TRY, USD and EUR short-term borrowings are 4,85-15,50%, 2,09-6,75% and 2,82-7,35%, respectively (31 December 2010: 5,43-12%, 3,19-7,75% and 1,89-5,52%).

Weighted average of effective interest rates for TRY, USD and EUR long-term borrowings are %5,54-5,54, %4,61-6,75 ve %2,69-2,69, respectively (31 December 2010: %3,74, %0,83-8,04 ve %1,89-6,90).

Carrying value of the financial liabilities is considered to approximate their fair value since discount effect is not material. Group borrows loans on fixed and floating interest rates. At 31 December 2011, bank borrowings with floating interest rates amounted to TRY 1.631.165 (31 December 2010: TRY 1.458.188).

As of 31 December 2011, the floating rate bank borrowings denominated in USD, which represent a significant portion of total bank borrowings of the Group, have interest rates fluctuating between 3 months Libor + 2,4 and 6 months Libor + 6,1.

As of 31 December 2011, the floating rate bank borrowings denominated in EUR, which represent a significant portion of total bank borrowings of the Group, have interest rates fluctuating between 3 months Libor + 0,75 and 6 months Libor + 5,95.

Commitments and financial terms about borrowings

Media

The financial condition to be performed against the bank regarding the long-term bank borrowing of the Hürriyet, one of the subsidiaries of Doğan Yayın Holding is, to maintain the ratio of net debt amount to EBITDA and shareholders' equity identified by the bank for the last 12 months consolidated financial statements that would remain below a certain level.

Also Hürriyet and Doğan Yayın Holding has committed not to enter any merger, split, restructuring activities that can change the partnership structure or main business line of TME. The Group's certain operations, such as; new mergers and share acquisitions, new joint venture contracts, other than permissible mergers and transactions have been restricted.

The Group has given guarantees amounting to 33.649.091 shares, which represents %67,3 of TME, one of the subsidiaries of the Group, to financial institutions in regards to long term loans (31 December 2010: 33.649.091 shares).

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NOTE 8 - FINANCIAL LIABILITIES (Continued)

i) Borrowings (Continued)

Commitments and financial terms about borrowings(Continued)

Media(Continued)

Should there be any control change(s) in TME or any violations/illegal conducts on the performance of contract terms, loan agreement will be terminated and loan will be redeemed.

Furthermore, if TME sells or disposes of more than 10% of its consolidated net assets or there are any changes in the TME's shareholder's equity related to 10% of consolidated net assets, the loan agreement will be terminated and Group will be required to redeem the loan amount.

OOO Pronto Moscow, one of the indirect subsidiaries of the Group, has restructured its bank loan classified under the long-term financial liabilities as of 31 December 2010 amounting to USD 70.000, as at 15 April 2011. As of 31 December 2010, OOO Pronto Moscow has repaid the related amount that was classified under the long term liabilities account as at 21 April 2011 and the related repayment has released the blockage amount of USD 10.000 on 3 May 2011. Under the loan restructuring agreement, Doğan Holding's USD 70.000 of deposit amount has been blocked as a guarantee against the related loan (Note 26).

Other

Group's joint venture Boyabat Elektrik's construction of 513MW installed capacity dam-type hydroelectric power plant project at Black Sea coast near Sinop is expected to be completed in December 2012. Boyabat Elektrik's investment has been financed with the combination of debt and equity. According to preliminary protocol signed on 25 July 2008 and 31 August 2009, USD 750.000 amounted loan (A part) (USD 250.000 with Group's effective ownership share) is planned to be provided to Boyabat Elektrik. The remaining 30% of project cost will be financed with equity. As of 31 December 2011, the effective interest rate for loans denominated in USD is 6,15%. (2010: 6,39%)

Financial commitments that must be met by Boyabat related to the loan are as follow:
- Debt/Equity ratio must not be over the ratio of 70:30 during the credit duration.
- Debt Coverage ratio must not be below the ratio of 1.1:1 on any of the two consecutive interest payment dates (the earliest from the completion of all funded projects).

Under the loan agreement signed on 15 January 2010 and according to share pledge agreement signed on 15 January 2010 and additional share pledge agreements signed on various dates, entire shares of Boyabat were pledged on behalf of financial institutions

Group's joint venture Aslancık Elektrik's construction of 93MW installed capacity hydro energy production facility began in 2010 and scheduled to be completed in 2013. In this context, Aslancık Elektrik used TRY 139.565 amounted bank loan (TRY 46.517 with group effective ownership share) as of 31 December 2011. Loan's maturity is 2022, interest rates will be paid on quarterly basis, the principal and interest will be paid on periods of six months from the date of 1 January 2014. Under the loan agreement signed on 24 January 2011, Group pledged the entire shares of Aslancık Elektrik on behalf of financial institutions.

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NOTE 8 - FINANCIAL LIABILITIES (Continued)

i) Borrowings (Continued)

Share pledges

11,3% shares of Doğan Yayın Holding (226.354.060 shares), 13,3% shares of Hürriyet (73.200.000 shares), 49% shares of Kanal D (24.500.000 shares), 67,3% shares of TME (33.649.091 shares) and %33 shares of Boyabat (4.752.000 shares) were given as pledges to financial institutions in respect of the long-term financial borrowings of the Group.

ii) Financial liabilities related with options:

Doğan Gazetecilik's, one of the subsidiaries of Doğan Yayın Holding, 22.000.000 shares each having par value of TRY 1, which correspond to 22% of Doğan Gazetecilik's issued capital amounting to TRY 78.000, are sold to Deutsche Bank AG during the capital raise to TRY 100.000 on 19 November 2007 in the ISE Wholesale Market in consideration of USD 4,0 (exact) per share (initial price) (TRY 4,73 (exact)), by putting a restriction over the existing shareholders' share purchase rights.

There are put and call option agreements between Doğan Yayın Holding and Deutsche Bank AG upon the shares of Doğan Gazetecilik. According to the call option agreement, Doğan Yayın Holding has the call option from Deutsche Bank AG for 21.945.000 shares of Doğan Gazetecilik, and according to the put option agreement, Deutsche Bank AG has the put option to Doğan Yayın Holding for 23.100.000 shares of Doğan Gazetecilik. Maturities of both agreements are 5 years 3 months and end at 19 February 2013. It is possible to use the "call" option after 19 November 2010 on any given day.

Since Doğan Yayın Holding has a liability of giving another entity cash or another financial asset (in the case the put option is exercised by Deutsche Bank AG) as a result of the put option agreement mentioned above, USD 88.000 is presented as a financial liability in the consolidated financial statements. As per the put option agreement, the put option exercise price will be calculated by considering the initial price and the interest rate of 6,46%.

iii) Finance lease borrowings:

The Group acquired property, plant and equipment through finance leases. As of 31 December 2011, total lease payment commitments of the Group relating to such lease agreements amount to TRY 30.914 (31 December 2010: TRY 34.789).

The redemption schedules of long-term leasing borrowings at 31 December 2011 and 2010 are summarized below:

	31 December 2011	31 December 2010
2012	-	6.644
2013	7.375	6.731
2014	8.054	6.897
2015	6.549	5.728
	21.978	**26.000**

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NOTE 8 - FINANCIAL LIABILITIES (Continued)

iii) Financial leasing payables(Continued):

iv) Interest bearing payables to suppliers:

Interest bearing payables to suppliers are related to the machinery and equipment purchases of Hürriyet, one of the subsidiaries of Doğan Yayın Holding. Effective interest rates of these long-term payables in USD, EUR, CHF are 0,9%, 2,1% and 1,7%, respectively (31 December 2010: USD 0,8%, EUR 1,6%, CHF 1,2%).

The maturity analysis of long-term interest bearing payables to suppliers at 31 December 2011 and 2010 is as follows:

	31 December 2011	31 December 2010
2012	-	26.013
2013	27.794	22.940
2014 and after	7.200	6.038
	34.994	**54.991**

The Group's short-term financial borrowings to suppliers issued at variable interest rates are amounting to TRY 31.763 (31 December 2010: TRY 26.563) and long-term financial liabilities TRY 34.994 as of 31 December 2011 (31 December 2010: TRY 54.991).

Interest bearing payables to suppliers have floating interest rates. The exposure of the Group's long-term financial borrowings to suppliers to interest rate changes and the contractual repricing dates are as follows:

	31 December 2011	31 December 2010
6 months and less	66.757	81.421
6-12 months	-	133
Total	**66.757**	**81.554**

The fair values of short-term and long-term financial borrowings to suppliers are considered to approximate their carrying values as the effect of discount is not material.

NOTE 9 – OTHER FINANCIAL LIABILITIES

The details of other financial liabilities at 31 December 2011 and 2010 is as follows:

Other short-term financial liabilities:	**2011**	**2010**
Stock subscription (Note 22 d)	66.438	52.481
Long term bonds'short term coupon payments [1]	2.233	2.232
Factoring liabilities	2.890	2.150
	71.561	**56.863**

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NOTE 9 – OTHER FINANCIAL LIABILITIES (Continued)

Other long-term financial liabilities	2011	2010
Stock subscription (Note 22 c)	434.962	217.240
Bond [1]	21.558	21.453
	456.520	**238.693**

[1] These are obligations related to the bond issued by the joint venture DD Konut Finansman on 21 July 2010, amounting to TRY 50.000, with 3-year maturity and quarterly coupon payment with a fixed interest rate (9,92% annual nominal interest rate). At the period that ended on 31 December 2011, TRY 2.332 (31 December 2010: TRY 1.084) interest expense has arised related to aforementioned bonds.

Financial derivative liabilities:	2011	2010
Swap transactions in foreign exchange	3.324	3.928
Interest rate swap transactions	3.216	5.694
Interest rate interval swap transactions	70	65
	6.610	**9.687**

1) Derivative instruments against foreign exchange risk

Hürriyet, one of the subsidiaries of the Group, has made a swap transaction amounting to USD 46.080 related with bank borrowings and recognised financial expense amounting to TRY 2.855 (31 December 2010: TRY 2.142). The financial liability related to this transaction amounted to TRY 230 as of 31 December 2011 (31 December 2010: TRY 3.754).

Çelik Halat, a subsidiary of the Group, has 2 forward agreements to reduce exchange rate risk as of 31 December 2011. As of 31 December 2011, related forward transaction agreements are performed with conditions of as TRY 6.830 selling commitment in exchange of EUR 2.755 purchase commitment and the maturity of these agreements are shorter than 2 months. Financial assets related with this transaction is TRY 97 as of 31 December 2011(31 December 2010: none).

Group's joint venture Aslancık has forward agreement to reduce exchange rate risk as of 31 December 2011. As of 31 December 2011, there is a TRY purchase commitment in return for USD 24.000 sales commitment with the aforementioned forward agreement. Maturity of this contract is between three to twelve months. Financial liability regarding this transaction is TRY 1.404 (31 December 2010: None) as of 31 December 2011.

As of 31 December 2011, Group's joint venture DD Konut Finansman has forward agreements to sale USD 18.001 in return for EUR 13.158 purchase commitment, TRY purchase commitment in return for USD 32.825 sales commitment, TRY sales commitment in return for USD 2.368 purchase commitment and CHF 44 sales commitment in return for EUR 37 purchase commitment with the purpose of reducing exchange rate risk. Amount of financial liability related to these transactions is TRY 1.593 and amount of financial asset is TRY 34 (31 December 2010: financial liability TRY 174; financial asset TRY 272).

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NOTE 9 – OTHER FINANCIAL LIABILITIES (Continued)

Financial derivative liabilities (Continued)

2) Interest rate swap transactions

Hürriyet, one of the subsidiaries of the Group, has an interest rate swap agreement to convert floating interest (Libor) rate to fixed interest rate for its loan amounting to USD 80.283. According to the agreement, interest expense of loan depending on 6 months libor rate, is fixed until 5 July 2011. There is not any financial liability arising as of 31 December 2011 regarding these agreements (31 December 2010: TRY 783). Financial expense recognised during the period regarding these agreements amounted to TRY 182 (31 December 2010: TRY 1.513).

Doğan TV Holding A.Ş., one of the subsidiaries of the Group, had an interest rate swap agreement to convert floating interest rate to fixed interest rate for its loan. According to the agreement, interest expense of loan was fixed until 23 May 2014. Financial liability recognised as of 31 December 2011 regarding these agreements amounted to TRY 3.129 (31 December 2010: TRY 4.206).

Group's joint venture DD Konut Finansman has interest swap agreements made with the purpose of translating its loan debt's floating rate to fixed rate as of 31 December 2011. It has agreements of TRY 30.000 interest swap, USD 60.000 foreign currency interest swap and EUR 5.000 foreign currency interest swap. Maturities of contracts are between May 2013 and 31 October 2014 and April 2013 and 2016. Financial asset recognized related to these contracts is TRY 4.606 (31 December 2010: TRY 110) and financial liability recognized is TRY 87 (31 December 2010: TRY 705) as of 31 December 2011.

3) Derivative instruments against interest risk

Hürriyet, one of the subsidiaries of the Group, entered into two collar agreements (CAP and collar) (31 December 2010: six CAP and collar amounting to USD 27.750) totaling to USD 4.750 to hedge the interest rate risk arising from borrowings as of 31 December 2011. The agreements have fixed base and cap rates. Accordingly, at the dates defined in agreements, if the LIBOR rate is below the base rate, the Group has to compensate for the difference between the base rate and the actual rate. Similarly, if the LIBOR rate is above the cap rate, banks will compensate the difference to the Group.

As of 31 December 2011, fixed base and cap rates change between 3,0% and 5,6% (31 December 2010: 3,0% - 5,6%) and the main floating interest rate is LIBOR. Financial liability recognised as of the balance sheet date regarding these agreements amounted to TRY 70 (31 December 2010: TRY 65). Financial expense recognised during the period regarding these agreements amounting to TRY 1.131 (31 December 2010: TRY 1.556).

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NOTE 10 - TRADE RECEIVABLES AND PAYABLES

Short-term trade receivables	31 December 2011	31 December 2010
Trade receivables	836.038	814.115
Notes and cheques receivable	36.086	48.971
Total	**872.124**	**863.086**
Less: unearned financial income due to sales with maturity	(13.081)	(13.296)
Less: provision for doubtful receivables	(179.391)	(193.662)
	679.652	**656.128**

Long-term trade receivables	31 December 2011	31 December 2010
Trade receivables, net	133.253	88.563
Notes receivables, net	274	365
	133.527	**88.928**

The movements of provision for doubtful receivables for the periods ended 31 December 2011 and 2010 are as follows:

	2011	2010
As of 1 January	(193.662)	(222.119)
Provision booked in the year (Note 31)	(35.393)	(35.672)
Provision booked from discontinued operations in the year	(3.626)	(20.420)
Reversal of provision from discontinued operations in the year	22.344	-
Collections and cancelled provision	28.870	15.031
Currency translation differences	(1.588)	773
Reversal of provisions from continued operations	3.664	-
Transfer of joint venture interest	-	68.745
31 December	**(179.391)**	**(193.662)**

Short-term trade payables

	31 December 2011	31 December 2010
Trade payables	446.043	385.711
Notes payable	3.071	9.062
Other	284	1.552
Less: unearned financial expense due to purchases with maturity	(4.401)	(1.177)
	444.997	**395.148**

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NOTE 10 - TRADE RECEIVABLES AND PAYABLES (Continued)

Long-term trade payables	31 December 2011	31 December 2010
Trade payables	-	1.142
Less: unearned financial expense due to purchases with maturity	-	(28)
	-	**1.114**

The redemption schedules of long-term trade payables are summarized below:

Year	31 December 2011	31 December2010
2012	-	1.114
	-	**1.114**

NOTE 11 – OTHER RECEVIABLES AND PAYABLES

	2011	2010
Other current receivables		
Notes receivable [(1)]	29.916	-
Deposits and guarantees given	4.722	679
Other miscellaneous receivables	220	13.312
	34.858	**13.991**

Other non-current receivables		
Notes receivable [(1)] [(2)]	398.210	-
Deposits and guarantees given	1.598	1.819
Other miscellaneous receivables	41	307
	399.849	**2.126**

[(1)] Total short-term notes receivables and TRY 63.908 of long-term notes receivables are composed from the sales of shares of Bağımsız Gazeteciler and all Milliyet brand, royalties and internet domain names to DK Gazetecilik ve Yayıncılık A.Ş at 2 May 2011.

[(2)] Including the accrued interest, TRY 334.302 (USD 176 million excluding interest) of long term notes receivables as of 31 December 2011 consists of the receivables from Doğuş Yayın Grubu regarding the sale of shares of Star TV. 3,58% annual interest rate will be applied to the related amount. The maturity of the receivable is November 2013. The Group has received guarantee notes from Doğuş Holding A.Ş., the parent company of Doğuş Yayın Grubu, regarding the receivable mentioned above.

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NOTE 11 – OTHER RECEIVABLES AND PAYABLES (Continued)

	2011	2010
Other non-current liabilities		
Advances received [1]	47.222	40.050
Payables to Devlet Su İşleri ("DSİ") [2]	27.774	21.740
Deposits and guarantees received	19.759	12.591
Other non-current liabilities	2.289	3.519
	97.044	**77.900**

[1] TRY 47.222 (USD 25.000) in the total advances received amount is the advance received for the joint venture agreement of Eko TV signed between DTV Holding A.Ş. and Turner Broadcasting System International Inv. ("Turner") at 7 July 2007. The advance was paid for a call option granted in the name Turner for the 25% of the shares of Eko TV. The call option could only be exercised when RTSC regulation permits the transfer of the shares. The revised RTSC law, no: 6112, enacted on 3 March 2011 permits such transfer. If Turner could not exercise the call option until 2017, the Group is liable to pay back the advance payment. In accordance with the amendment to the Law no: 6112 "Establishment and Broadcasting Services of Radio and Television Companies" published in the official Gazette on March 3, 2011, this option has become available and exercisable to Turner. The option will be applicable as of the effective date of the new Law. On February 13, 2012, the Group and Turner decided to extend the one-year period for another 45 days.

[2] Boyabat Dam and Hydroelectric Power Plant construction was initiated in 1991 by DSİ. Boyabat took over the construction investments made up until that date and the right to use water with the agreement of Water Usage Rights signed on 25 November 2007 with DSİ. Contract value has been determined as TRY 91.862 (TRY 30.314 with parent company effective share) at contract date, according to the agreement it will be increased by PPI each year. The estimated PPI is the expected PPI indices released by the Central Bank of the Republic of Turkey and it is updated as necessary throughout the year. Repayments will begin after 5 years of operation from the beginning date and will be made by ten installments. This obligation to DSİ has been discounted by using 10,6% (2010: 9%)effective interest rate and shown in the financial statements dated 31 December 2011 from the value of discounted amount which is equal to TRY 27.774 (2010: TRY 21.740). Interest expense amounting to TRY 6.034 (2010: TRY 2.874) which arises between 1 January – 31 December 2011 has been added to ongoing investments.

NOTE 12 – RECEIVABLES AND PAYABLES FROM FINANCIAL SECTOR OPERATIONS

None (2010: None).

NOTE 13 - INVENTORIES

	2011	2010
Short-term inventories		
Finished goods and merchandise [1]	130.423	128.718
Raw materials and supplies	108.626	70.848
Semi-finished goods	9.148	7.748
Promotion stocks	8.130	14.515
Other inventories	3.163	3.273
	259.490	**225.102**
Less: provision for impairment on inventories	(6.386)	(8.923)
	253.104	**216.179**

[1] As of 31 December 2011, TRY 44.759 (31 December 2010: TRY 49.678) of commercial goods consists of stocks related to housing projects handled by the subsidiary, Milpa.

There are no capitalized borrowing costs on inventories as of 31 December 2011 (2010: TRY 3.238).

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NOTE 13 – INVENTORIES (Continued)

The promotion stocks comprise books, cd, dvd and electronic training materials sold together with newspapers. Evaluation of impairment on promotion stocks and in detection of an impairment; evaluation of the impairment amount is carried out by the Group management. In this manner, an inventory impairment amount is set with the rates determined by the management by taking the purchase date into consideration.

Movement of impairment of inventories as of 31 December 2011 and 2010 is as follows:

	2011	**2010**
1 January	(8.923)	(9.365)
Current year charge (Note 31)	(1.665)	(4.495)
Share transfer of joint venture	-	734
Reversal of provision from discontinued operations in the current period	1.582	-
Reversal of provision from continued operations in the current period	2.620	4.203
31 December	**(6.386)**	**(8.923)**

	2011	**2010**
Long-term inventories		
Finished goods and merchandise [1]	18.096	17.941
	18.096	**17.941**

[1] All of the long-term inventories consist of costs associated with Group's subsidiary Milpa's Milpark Housing Project's stages other than the first stage.

NOTE 14 - BIOLOGICAL ASSETS

Biological assets' amount belonging to Group's subsidiary Doğan Organik is TRY 74, as of 31 December 2011 (2010: TRY 25).

NOTE 15 - CONSTRUCTION CONTRACT RECEIVABLES AND PROGRESS BILLING

Group has no construction contract receivables and construction progress billings (2010: None).

NOTE 16 - INVESTMENTS ACCOUNTED FOR BY THE EQUITY METHOD

None.

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NOTE 17 – INVESTMENT PROPERTY

The movements in investment property during the years ended 31 December 2011 and 2010 are as follows:

	1 January 2011	Additions	Disposals	Impairment	Transfer [1]	Currency translation differences	Discontinued operations [2]	31 December 2011
Cost:								
Land and land improvements	79.672	-	-	(1.741)	-	10.136	-	88.067
Buildings	70.057	25.568	(20.731)	(2.878)	5.832	-	(160)	77.688
Property, plant and equipment	3.138	-	-	-	-	-	-	3.138
Furniture and fixtures	2.376	-	-	-	-	-	-	2.376
Total	**155.243**	**25.568**	**(20.731)**	**(4.619)**	**5.832**	**10.136**	**(160)**	**171.269**
Accumulated Depreciation:								
Land and land improvements	163	2	-	-	-	-	-	165
Buildings	12.765	1.814	(95)	-	2.611	-	(1)	17.094
Property, plant and equipment	3.041	36	-	-	-	-	-	3.077
Furniture and fixtures	2.304	28	-	-	-	-	-	2.332
Total	**18.273**	**1.880**	**(95)**	**-**	**2.611**	**-**	**(1)**	**22.668**
Net book value	**136.970**							**148.601**

(1) The transfers are related with the reclassification of office floors leased to DK Gazetecilik by the Group as of May 2, 2011.
(2) Discontinued operations include the Group's disposal of assets that are related to the sales of Bağımsız Gazeteciler and Milliyet brand, royalties and internet domain names as of 2 May 2011 and sales of Işıl TV as of 3 November 2011.

The fair value of investment property of the Group as of 31 December 2011 is TRY 231.007 (31 December 2010: TRY 81.286). Fair values of the investment properties as of 31 December 2011 have been determined based on the valuation studies of independent valuation companies which are not connected with the Group and are given authorization by the Capital Market Board and the monthly rent payments determined using the sample comparison method by two different independent valuation companies. The group has rent income amounting to TRY 4.314 from investment property (31 December 2010: TRY 3.041). Direct operating costs in the current period resulting from investment property is TRY 1.726 (31 December 2010: TRY 1.618). There is no collateral and mortgage on investment property of the Group as of 31 December 2011 and 2010.

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NOTE 17 – INVESTMENT PROPERTY (Continued)

	1 January 2010	Additions	Disposals	Impairment	Transfer	Reversal of impairment	Discontinued operations	31 December 2010
Cost:								
Land and land improvements	27.883	-	(931)	(39.134)	91.854	-	-	79.672
Buildings	70.660	17.020	(21.461)	-	-	3.838	-	70.057
Property, plant and equipment	3.138	-	-	-	-	-	-	3.138
Furniture and fixtures	2.376	-	-	-	-	-	-	2.376
Total	**104.057**	**17.020**	**(22.392)**	**(39.134)**	**91.854**	**3.838**	**-**	**155.243**
Accumulated Depreciation:								
Land and land improvements	161	2	-	-	-	-	-	163
Buildings	11.406	1.654	(295)	-	-	-	-	12.765
Property,plant and equipment	3.005	36	-	-	-	-	-	3.041
Furniture and fixtures	2.276	28	-	-	-	-	-	2.304
Total	**16.848**	**1.720**	**(295)**	**-**	**-**	**-**	**-**	**18.273**
Net book value	**87.209**							**136.970**

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NOTE 18 - PROPERTY, PLANT AND EQUIPMENT

1 January 2011	Additions [1]	Disposals	Discontinued operations [2]	Transfers [3]	Currency translation	differences	Provision for impairment	Classified as asset held for sale [4]	31 December 2011
Cost:									
Land and land improvements	143.958	217	-	-	-	1.347	(400)	(11.901)	133.221
Buildings	253.492	746	(2.807)	(154)	(6.565)	6.137	(3.447)	(100.878)	146.524
Machinery and equipment	1.080.622	41.715	(35.724)	(16.656)	1.005	8.728	(6.974)	(13.599)	1.059.117
Motor vehicles	107.530	13.547	(7.184)	(294)	6	776	-	-	114.381
Furniture and fixtures	311.951	92.114	(13.423)	(6.048)	(153)	2.515	-	(94)	386.862
Leasehold improvements	91.463	11.737	(2.177)	(4.003)	1.278	103	-	-	98.401
Other fixed assets	9.547	384	(2)	-	-	-	-	-	9.929
Construction in progress	197.290	364.134	(448)	-	(8.795)	209	-	(147)	552.243
	2.195.853	**524.594**	**(61.765)**	**(27.155)**	**(13.224)**	**19.815**	**(10.821)**	**(126.619)**	**2.500.678**
Accumulated Depreciation:									
Land and land improvements	4.749	347	-	-	-	-	-	(318)	4.778
Buildings	98.321	7.710	(200)	(149)	(2.676)	1.336	-	(33.803)	70.539
Machinery and equipment	820.072	61.973	(27.866)	(10.186)	-	5.849	-	(11.716)	838.126
Motor vehicles	58.953	16.437	(5.373)	(259)	-	378	-	-	70.136
Furniture and fixtures	214.115	29.233	(8.325)	(4.143)	-	1.693	-	(94)	232.479
Leasehold improvements	64.513	6.822	(1.941)	(3.500)	-	100	-	-	65.994
Other fixes assets	970	11	-	-	-	-	-	-	981
	1.261.693	**122.533**	**(43.705)**	**(18.237)**	**(2.676)**	**9.356**	**-**	**(45.931)**	**1.283.033**
Net book value:	**934.160**								**1.217.645**

(1) TRY 320.038 of TRY 364.134, additions in investments in progress, belongs to Boyabat Elektrik's, TRY 34.112 of it belongs to Aslancık Elektrik's investments in progress.
(2) Discontinued operations include the Group's disposal of assets that are related to the sales of Bağımsız Gazeteciler and all Milliyet brand, royalties and internet domain names on 2 May 2011 and sale of Işıl TV on 3 November 2011.
(3) Transfers' portion of TRY 10.548 are related to the reclassification of office floors of the Group leased to DK Gazetecilik from property, plant and equipment to investment properties as of May 2, 2011.
(4) The reclassification is related with the investment property of Hürriyet, a subsidiary of the Group for which the sales process has started as of 2011.

There is mortgage amounting to TRY 420.254 (31 December 2010: TRY 25.113) on the property, plant and equipment as of 31 December 2011 (Note 23). The carrying amount of the property, plant and equipment of the Group acquired thorough finance leases as of 31 December 2011 is TRY 63.095. The accumulated depreciation as of 31 December 2011 is TRY 32.800.

Also, TRY 1.685 (31 December 2010: TRY 3.904) of depreciation and amortization arising from the brand sales of Bağımsız Gazeteciler and Milliyet effected on 2 May 2011 and TRY 6.318 (31 December 2010: TRY 6.692) arising from the sale of Işıl TV effected on 3 November 2011 of the Group is classified under discontinued operations. In the current year, Group has capitalized the financing expense comprising of interest and foreign exchange differences amounting to TRY 43.146 under ongoing investments (2010: TRY 13.587)

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NOTE 18 - PROPERTY, PLANT AND EQUIPMENT(Continued)

	1 January 2010	Additions	Disposals	Transfer of joint venture interest	Transfers	Currency translation differences	Consolidation rate change effect	Provision for impairment	31 December 2010
Cost:									
Land and land improvements	290.469	816	(565)	(136.935)	2.555	(488)	-	(11.894)	143.958
Buildings	419.808	1.964	(7.464)	(164.484)	4.289	(621)	-	-	253.492
Machinery and equipment	1.426.786	11.853	(14.421)	(345.356)	3.989	(2.810)	581	-	1.080.622
Motor vehicles	108.447	20.798	(14.366)	(7.619)	273	(3)	-	-	107.530
Furniture and fixtures	302.241	48.149	(21.941)	(17.598)	1.057	(9)	52	-	311.951
Leasehold improvements	390.824	3.959	(68.281)	(471.268)	236.281	(56)	4	-	91.463
Other fixed assets	400.255	3.544	(6.343)	(431.360)	43.451	-	-	-	9.547
Construction in progress	100.181	453.364	(706)	(67.517)	(283.363)	-	1.294	(5.963)	197.290
	3.439.011	**544.447**	**(134.087)**	**(1.642.137)**	**8.532**	**(3.987)**	**1.931**	**(17.857)**	**2.195.853**
Accumulated depreciation:									
Land and land improvements	52.573	14.418	(407)	(61.835)	-	-	-	-	4.749
Buildings	106.981	10.829	(2.091)	(17.298)	-	(100)	-	-	98.321
Machinery and equipment	1.064.632	71.025	(13.137)	(301.057)	-	(1.569)	178	-	820.072
Motor vehicles	60.436	16.102	(11.268)	(6.362)	-	45	-	-	58.953
Furniture and fixtures	207.579	33.965	(15.098)	(12.411)	-	65	15	-	214.115
Leasehold improvements	154.577	45.860	(36.366)	(99.535)	-	(23)	-	-	64.513
Other fixed assets	176.495	31.799	(3.049)	(204.275)	-	-	-	-	970
	1.823.273	**223.998**	**(81.416)**	**(702.773)**	**-**	**(1.582)**	**193**	**-**	**1.261.693**
Net book value	**1.615.738**								**934.160**

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NOTE 19 - INTANGIBLE ASSETS

Movement for intangible assets and related amortization for the years ended at 31 December 2011 and 2010 are as follows:

	1January 2011	Additions	Disposals	Discontinued operations [1]	Transfers	Currency translation differences	Consolidation rate change effect	Provision for impairment [2]	31 December 2011
Cost:									
Customer list	269.732	-	-	-	-	39.689	-	-	309.421
Brand names of media segment	400.848	2	-	(136.766)	2	42.156	-	(9.157)	297.085
Tenestrial broadcasting permission and license	80.906	-	-	(57.406)	-	-	-	(23.500)	-
Other	373.424	29.307	(4.825)	(2.709)	7.211	20.889	-	-	423.297
	1.124.910	**29.309**	**(4.825)**	**(196.881)**	**7.213**	**102.734**	**-**	**(32.657)**	**1.029.803**
Accumulated Depreciation:									
Customers list	61.625	17.882	-	-	-	9.432	-	-	88.939
Brand names of media segment	15.524	1.418	-	(30.806)	-	789	-	-	(13.075)
Other	260.574	30.985	(4.448)	(2.330)	(116)	6.344	-	-	291.009
	337.723	**50.285**	**(4.448)**	**(33.136)**	**(116)**	**16.565**	**-**	**-**	**366.873**
Television programme rights	72.148								64.296
Net book value	**859.335**								**727.226**

Movement for television programme rights in 2011:

	1 January 2011	Additions	Discontinued operations [1]	Amortisation	Currency translation differences rights	Provision for impairment of programme	31December 2011
Television programme rights	72.148	52.295	(3.401)	(59.398)	5.226	(2.574)	64.296

[1] Discontinued operations include the Group's disposal of assets that are related to the sales of Bağımsız Gazeteciler and all Milliyet brand, royalties and internet domain names on 2 May 2011 and sales of shares of Star TV on 3 November 2011 to Doğuş Yayın Grubu. Depreciation amount which belongs to Group's sale of Işıl TV on 3 November 2011 amounting to TRY 6.893 (31 December 2010: TRY 2.558) is classified into discontinued operations.

[2] Hürriyet, one of the subsidiaries of the Group has reviewed the fair values of its intangible assets and booked provision for impairment amounting to TRY 9.157 at 31 December 2011 as also mentioned in Note 2 (Note 31). Doğan TV Holding, one of the subsidiaries of the Group, has booked a provision of TRY 23.500 in the current period for the broadcasting license of CNN Turk by taking into consideration the effects of the new RTSC Law No:6112 and the related communique and regulations regarding the distribution of terrestrial broadcasting licences considering the redistribution of these licenses by giving priority to the license owners.

Other intangible assets mainly comprise of internet domain names, developments costs, computer programs and rights.

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NOTE 19 - INTANGIBLE ASSETS(Continued)

The movements in intangible assets for the periods ended 31 December 2011 and 2010 are as follows:

	1 January 2010	Additions	Disposals	Transfer of joint venture interest	Transfers [1]	Currency translation differences	Consolidation rate change effect	Provision for impairment	31 December 2010
Cost:									
Dealer contracts	499.191	-	-	(499.191)	-	-	-	-	-
Brand names of energy segment	139.557	-	-	(139.557)	-	-	-	-	-
Customer contracts	40.844	-	-	(40.844)	-	-	-	-	-
Customers list	267.302	-	-	-	-	2.430	-	-	269.732
Brand names of media segment [2]	433.141	924	-	-	-	87	-	(33.304)	400.848
Tenestrial broadcasting permission and license	80.906	-	-	-	-	-	-	-	80.906
Mining exploration licences	18.200	-	-	(17.610)	(590)	-	-	-	-
Other	390.020	23.338	(4.060)	(35.092)	6.061	614	(7.457)	-	373.424
	1.869.161	**24.262**	**(4.060)**	**(732.294)**	**5.471**	**3.131**	**(7.457)**	**(33.304)**	**1.124.910**
Accumulated depreciation:									
Dealer contracts	311.284	43.636	-	(354.920)	-	-	-	-	-
Customer contracts	34.459	2.853	-	(37.311)	-	(1)	-	-	-
Customers list	45.141	15.983	-	-	-	501	-	-	61.625
Brand names of media segment	14.193	1.232	-	-	-	99	-	-	15.524
Mininig expolaration licences	5.071	6.880	-	(11.951)	-	-	-	-	-
Other	243.316	35.640	(3.853)	(13.897)	-	(650)	18	-	260.574
	653.464	**106.224**	**(3.853)**	**(418.079)**	**-**	**(51)**	**18**	**-**	**337.723**
Television programme rights	95.756								72.148
Net book value	**1.311.453**								**859.335**

Movement for television programme rights in 2010:

	1January 2010	Additions	Disposals	Amortisation	Currency translation differences	Provision for impairment of programme rights	31 December 2010
Television programme rights	95.756	46.578	-	(69.081)	(1.105)	-	72.148

[1] Transfers amounting to TRY 5.471 are related to property, plan and equipment (Note 18).

[2] As of 31 December 2010, Group has liens amounting to TRY 215.878 over the rights of name within the context of loan agreement Impairment analysis of intangible assets with infinite useful lives is evaluated with the goodwill impairment analysis of the items with the same cash generating units. Assumptions used in the impairment analysis are presented in note 18 and the Group has provided TRY 33.304 of impairment in the financial statements based on these assumptions.

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NOTE 19 - INTANGIBLE ASSETS(Continued)

Intangible assets with indefinite useful lives

As at 31 December 2011, the Group has determined that brand names with carrying value of TRY 282.379 have indefinite useful lives (31 December 2010: TRY 252.507). The utilization period of brand names with indefinite useful lives, as expected by the Group, is determined based on the stability of the industry, changes in market demands as to the products and services provided through assets, control period over the assets and legal or similar restrictions on their utilization.

NOTE 20 - GOODWILL

Movement of the goodwill for the periods ended as of 31 December 2011 and 2010 is as follows:

	2011	2010
1 January	896.653	1.715.569
Business combinations (Note 3)	-	3.361
Impairment of goodwill (Note 31) [1]	(103.895)	(29.030)
Currency translation differences	32.059	2.639
Share transfer of joint venture interest(Note 34)	-	(797.085)
Discontinued operations [2] [3]	(286.682)	-
Other [4]	1.816	1.199
31 December	**539.951**	**896.653**

[1] As of 31 December 2011, TRY 92.526 of the global goodwill impairment is related with the acquisition of subsidiaries operating in Russia, TRY 11.332 is related with the goodwill of acquisition of Doğan Ofset and TRY 37 is related with the goodwill of acquisition of Doğan Egmont (31 December 2010: TRY 19.997 is related with Crotia, TRY 5.672 is related with Vatan, TRY I 2.911 is related with Turner, TRY 450 is related with Ekin Radyo.)
[2] 99,99% of its shareholding in the Group's subsidiary, Bağımsız Gazeteciler, was disposed of on 2 May 2011. TRY 47.757 of goodwill arising from the acquisition of Bağımsız Gazeteciler is derecognized from the financial statements (Note 34).
[3] 99,99% of its shareholding in the Group's subsidiary, Işıl TV, was disposed of on 3 November 2011. TRY 238.925 of goodwill arising from the acquisition of Işıl TV is derecognized from the financial statements (Note 34).
[4] Other relates to the changes in fair value of call options.

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NOTE 20 – GOODWILL (Continued)

Goodwill impairment test

The Group has performed goodwill impairment analysis for the periods ended 31 December 2011 and 2010 as explained in detail below:

The recoverable amount of cash generating units is determined by calculating the amount that would be obtained through sales. These calculations are measured based on estimated cash flows after tax using financial budgets covering a five-year period. EBITDA estimates (budgeted interest, tax, depreciation and amortization, provision for impairment and gross margin before other non-operating expenses) have a significant role in these calculations.

The cash flow projections of publishing and broadcasting segments have been prepared covering the years of 2012-2016.

The assumptions used in the value in use calculations are as below:

	EBITDA margin [1]	Discount rate [2]
Broadcasting	%42,02	%14
Publishing		
Russia and Commonwealth of Independent States [3]	%20,30	%11,60
Turkey	%9,99	%14,65

[1] Average of EBITDA increase rate used to extrapolate projected cash flows following the budget period

[2] Weighted average cost of capital.

[3] Group Management has booked a provision for impairment on goodwill and property,plant and equipment amounting to TRY 103.895 and TRY 9.157 (TRY 113.052 in total) (Note 18), respectively in its consolidated financial statements for the period ended 31 December 2011 (Note 31). If the discount rate applied after income taxes to cash generating units is 1% higher than the management estimations, the Group would have recognized TRY 62.634 (31 December 2010: TRY 22.733) of additional provision for impairment and increase the loss before income taxes by TRY 62.634 (31 December 2010: TRY 22.733).

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NOTE 21 - GOVERNMENT GRANTS

The subsidiary of the Group, Hürriyet, obtained six Investment Incentives Certificate for the imported equipments amounting to USD 25.035 and domestic equipments amounting to TRY 151 due to the modernization of its printing plants in Istanbul, Ankara, Izmir, Adana, Antalya and Trabzon on 23, 27 and 31 July 2008. The investments amounted to USD 19.213 and TRY 152 are realized within these certificates as at 31 December 2011 (31 December 2010: USD 19.213and TRY 151). Investment incentives certificates are ceased between the dates of 19 June – 3 July 2011 and process to dissolve the certificate has finished.

The subsidiary of the Group, Hürriyet, obtained six Investment Incentives Certificate for the imported equipments amounting to USD 10.291 and domestic equipments amounting to TRY 1.078 for the modernization of its printing plants in Istanbul, Ankara, Izmir, Adana, Antalya and Trabzon on 28 October, 2,4 November and 30 December 2011. The agreements are valid for two years and equipment imported within the scope of the certificate is exempt from Customs Duty and VAT.

Ditaş, a subsidiary of the Group, benefits from the tax and insurance premium incentive under the scope of law 5084 Investment and Employment Promotion and Amending some laws. In this context, the incentive of the insurance premium amounting to TRY 603 (31 December 2010: TRY 477) is reflected in the financial statements as income from other operations. Ditaş obtained incentive certificate from Turkish Treasury of Incentive Executive General Directorate for making the investment amounting TRY 9.589 for the modernization of machinery racecourse to increase production capacity. Within the context of incentive certificate 60% tax deduction, 20% investment contribution rate and VAT exemption, custom tax exemption and interest support will be provided for 3 years with insurance Premium employer share support. The date of completion is 21 December 2013. In this context, company made investment of TRY 1.026 to machinery and equipment in current period.

NOTE 22 - PROVISIONS, CONTINGENT ASSETS AND LIABILITIES

Short-term provisions	**31 December 2011**	**31 December 2010**
Provision for withholding tax	22.130	28.089
Provision for lawsuits	21.957	27.386
Provision for tax penalty	-	33.522
Other	6	13
	44.093	**89.010**

The movements of provisions for withholding taxes for the periods ended 31 December are as follows:

	2011	**2010**
1 January	(28.089)	(24.994)
Additions (Note 31)	(1.751)	(3.095)
Payments related with provisions	7.710	-
31 December	**(22.130)**	**(28.089)**

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NOTE 22 - PROVISIONS, CONTINGENT ASSETS AND LIABILITIES (Continued)

The movements of provisions for tax penalties for the periods ended 31 December 2011 and 2010 are as follows:

	2011	2010
1 January	(33.522)	(32.447)
Additions (Note 31)	-	(15.171)
Reversals related with provisions (Note 31)	4.977	2.878
Payments related with provisions	28.545	11.218
31 December	**-**	**(33.522)**

The movements of provisions for lawsuits for the periods ended 31 December 2011 and 2010 are as follows:

	2011	2010
1 January	(27.386)	(45.260)
Additions (Not 31)	(7.380)	(4.441)
Payments related with provisions	8.341	913
Disposals from joint ventures	-	21.402
Reversals related with provisions	4.468	-
31 December	**(21.957)**	**(27.386)**

a) Tax penalty and law suits:

Doğan Holding – tax penalty and law suits

As a result of the tax investigations made by the Revenue Controllers of the Ministry of Finance for the years 2005, 2006, 2007 and 2008, TRY 18.173 of tax charge consisting of Corporation Tax, Value Added Tax, Withholding Tax and Stamp duty and TRY 43.407 of tax loss penalty are served to the Group on 24 December 2010, and as of 29 December 2010, a settlement has been made before the assessment. In accordance with the settlement, parties agreed on the TRY 10.664 of total tax amount consisting of TRY 6.773 of tax charge and TRY 3.891 of default interest for all periods reviewed in the assessment. On 30 March 2011, as a result of the application filed based on Law No: 6111 "Restructuring of some receivables and Social Security and General Health Insurance Law and Other Law Amending Certain Laws and Decrees", the related tax amount is reassessed as TRY 7.971 and paid in cash on 29 June 2011.

The company has filed for an application under the Law of 6111 of its "undue and trial tax liabilities in dispute" amounting to TRY 749 consisting of TRY 280 tax base and TRY 469 tax penalty and in this content, the amount accured was TRY 219. Such amount of TRY 219 paid in advance until June 30, 2011.

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NOTE 22 - PROVISIONS, CONTINGENT ASSETS AND LIABILITIES (Continued)

Doğan Yayın Holding – tax penalty and law suits

Accounting periods covering Doğan Yayın Holding A.Ş.'s 2003, 2004, 2005 and 2006 fiscal years were reviewed by the inspectors of Revenue Administration Department of Ministry of Finance. Doğan Yayın Holding A.Ş. was served a tax notification in December 2008 and February 2009 consisting an aggregate amount of TRY 862.388 (including TRY 149.103 of tax charge and TRY 713.285 of tax loss penalty) based on the tax report prepared in line with the tax review.

In the tax review, the following issues were criticized in terms of corporate tax; value added tax (VAT); and stamp tax in the report:

a- As Doğan TV Holding, one of the subsidiaries of Doğan Yayın Holding A.Ş., sold 25% of its shares, which represent its capital, to Dreiundvierzigste Media Vermögengsverwaltungsgesellschaft mbH (new name Commerz-Film GmbH), a 100% subsidiary of Axel Springer AG, and completed the share transfer on 2 January 2007 and accounted for the transaction accordingly; inspectors claimed that Doğan Yayın Holding A.Ş. cannot use the exemption of "sale revenue of participation shares" as set out by Article 5/1-e of Corporate Tax Law, due to the argument that the sale transaction was completed in 2006 and the related transaction would have been accounted in the 2006's financial statements. Therefore, the Group was imposed a total tax penalty charge of TRY 772.507 consisting TRY 115.300 of actual tax charges, TRY 345.900 of tax loss penalty calculated as the triple of corporate tax charge, and TRY 311.307 of tax loss penalty calculated as the triple of temporary tax, which was not collected due to the overdue of the deduction period.

b- Evidencing that interests and foreign currency differences of loans used in the share acquisition (finance expenses) are not deductible against corporate income in accordance with the last paragraph of Article 8 of Corporate Tax Law No: 5422; therefore the Group should have included such expenses in corporate income in the tax inspection period. As a result, the Group was imposed a total of TRY 31.781 consisting of the actual tax charge and tax loss penalty.

c- Evidencing that Doğan Yayın Holding A.Ş. deducted the loss resulted from the share acquisition of Doğan Raks Satış Pazarlama ve Dağıtım A.Ş. against the corporate income in the tax review report and it was claimed that the related transaction was not recognised in line with the basis of preparation of records as set out by the Tax Procedure Law ("TPL") because such losses cannot be deducted against corporate income and argued that such expenses should have been included in corporate income. Therefore, the Group was imposed a total of TRY 13.700 consisting of the actual tax charge and tax loss penalty.

d- Provisional Article No: 10 of Value Added Tax Law No: 3065 with reference to Corporate Tax Law No: 5422 denotes that Value Added Tax exemption cannot be used on sale of subsidiary shares under the above-mentioned provisions of the article; therefore, it was claimed that Value Added Tax should have been calculated for the sale of subsidiary shares that should be treated as subsidiary shares in accordance with Value Added Tax Law even though such shares are represented by shares and do not meet the exemption criteria specified in Provisional Article 28 of the Corporate Tax Law No. 5422 and Provisional Article 10 of Value Added Tax Law. Therefore, the Group was imposed a total of TRY 28.300 consisting of the actual tax charge and tax loss penalty.

e- The Group was imposed a total of TRY 16.100 consisting of the actual tax charge and tax loss penalty in relation to stamp tax, other corporation tax and value added tax claims.

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NOTE 22 - PROVISIONS, CONTINGENT ASSETS AND LIABILITIES (Continued)

Doğan Yayın Holding – tax penalty and law suits (continued)

Doğan Yayın Holding A.Ş. has started legal action and filed lawsuits against the Tax Administration Department ("Tax Administration") for the cancellation of these tax charges and penalties imposed on the Group.

The respective Tax Administration has asked for total "collateral" for the major portion of the tax penalty and its default interest amounting to TRY 914.800. Accordingly, Doğan Yayın Holding A.Ş. has given 36,14% (12,81% as of the current situation) of shares in one of its subsidiaries, Doğan TV Holding, to the Tax Administration as a collateral to the extent that the related collateral is recorded in the minutes of lien.

Furthermore, in addition to the bank accounts of Doğan Yayın Holding A.Ş., the Tax Administration has put a lien on the shares over the Group's subsidiaries representing 66,56% of capital in Hürriyet Gazetecilik ve Matbaacılık A.Ş. (367.415.960 units of shares), 70,76% of capital in Doğan Gazetecilik A.Ş. (74.297.743 units of shares), 44,89% of the capital of the Groups' joint venture Doğan Burda Dergi Yayıncılık ve Pazarlama A.Ş. (8.779.736 unit of shares) and 36,14% of the capital of Doğan TV Holding (164.998.528 units of shares).

The objections made to the Council of State in January 2010 by Doğan Yayın Holding A.Ş. against the legal cases filed by Doğan Yayın Holding A.Ş. in relation to the cancellation of the request of "collateral" and the "liens of the Tax Administration" were finalized in favor of Doğan Yayın Holding A.Ş. and the execution of the lien was suspended.

Due to the recusation of the Tax Office in connection with the lawsuits filed against the respective Tax Office for the cancellation of tax charges and penalties imposed over Doğan Yayın Holding A.Ş. for the 2003, 2004, 2005 and 2006's fiscal periods, the related trial was held on 22 January 2010 whereas it was originally scheduled on 10 November 2009, and the majority of the lawsuits were finalized in favor of Doğan Yayın Holding A.Ş.

Accordingly, the lawsuit filed with regards to the cancellation of the tax charge and tax notification issued amounting to TRY 772.507, comprising the actual tax charges amounting to TRY 115.300 and tax penalty amounting to TRY 657.207 in connection with the sale of Doğan TV Holding shares to a subsidiary of Axel Springer AG (Commerz-Film GmbH) was concluded in favor of Doğan Yayın Holding A.Ş. in February 2010.

Some of the legal cases filed against Doğan Yayın Holding A.Ş. are finalized in favor and some of them are finalized against the Group by the Tax Court. In addition, some of the legal cases filed against Doğan Yayın Holding A.Ş. were postponed. Doğan Yayın Holding A.Ş. has appealed the cases that are finalized against the Group.

On the other hand, Doğan Yayın Holding A.Ş. has initiated legal proceedings and filed lawsuits for the cancellation of the tax penalties and notifications issued in connection with the 2003 fiscal period amounting to TRY 15.700 of actual tax charge and TRY 19.500 of tax loss penalty. In accordance with the tax court's ruling, some of the lawsuits are finalized as "partially accepted" and some of them are finalized "partially denied" by the Court; and related rulings are appealed, including the right of appeal for the stay of execution that are related to Corporate Tax and Advanced Corporate Income Tax. For lawsuits that are filed for VAT amounts attributable to 2003, the tax court's decision on the lawsuits are finalized as "accepted", "partially accepted" and "partially denied". While Doğan Yayın Holding A.Ş. has appealed the lawsuits finalized against Doğan Yayın Holding, the Tax Court appealed the rulings for lawsuits that are resulted in favor of Doğan Yayın Holding.

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NOTE 22 - PROVISIONS, CONTINGENT ASSETS AND LIABILITIES (Continued)

Doğan Yayın Holding – tax penalty and law suits (continued)

Major portions of the lawsuits that are finalized in favor of Doğan Yayın Holding A.Ş. are related to Corporate Tax and VAT assessments; the related lawsuits are appealed by the Tax Court. Doğan Yayın Holding A.Ş. has also appealed for the lawsuits resulted against the Group, including the motion for stay of execution.

Doğan Yayın Holding A.Ş. expects to make use of the requirements set out in relation to "undue and on trial tax liabilities in dispute" and "Tax Base Increase" in Law No: 6111 "Restructuring of some receivables and Social Security and General Health Insurance Law and Other Law Amending Certain Laws and Decrees" ("Law No: 6111") which has become effective upon the issuance in the Official Gazette No: 27857 (I.Bis) on 25 February 2011.

Doğan Yayın Holding A.Ş. has filed for an application under Law No: 6111 in relation to TRY 89.882 portion of its "undue and on trial tax liabilities in dispute" amounting to TRY 862.388 in total and accordingly, Doğan Yayın Holding A.Ş. is required to pay TRY 18.463 of the related amount. TRY 18.463 was paid in cash on 27 June 2011 and TRY 14.859 of provision provided for the related lawsuits by the management in prior periods is reversed in the current period and presented by offsetting against the consideration paid in the accompanying financial statements.

In regards to the remaining portion (TRY 772.507) of "undue and on trial tax liabilities in dispute", which was concluded in favor of Doğan Yayın Holding A.Ş. on 14 July 2011 upon the court ruling of the respective Tax Court and Council of State, Tax Office's application on the rectification of court ruling has been also dismissed by the Council of State. The related lawsuit is finally finalized in favor of the Group. Accordingly, Doğan Yayın Holding A.Ş. has no ongoing tax disputes that are subject to litigation in regards to any claims made under the Law No: 6111.

Therefore, sequestration of the Tax Office over Doğan Yayın Holding's shares on its subsidiaries 66,56% of Hürriyet (367.415.960 shares), 70,76% of Doğan Gazetecilik (74.297.743 shares), 44,89% of Doğan Burda, its joint venture, (8.779.736 shares) and 36,14% of Doğan TV Holding (for the current period - 12,81%) (164.998.528 shares) is released in the current period.

Hürriyet Gazetecilik ve Matbaacılık A.Ş. – Tax penalties and lawsuits

Hürriyet Gazetecilik ve Matbaacılık A.Ş. has filed a lawsuit for the cancellation of the tax charges/tax notifications totaling TRY 30.895 imposed for the 2004, 2005 and 2006 periods by the respective tax office regarding Hürriyet Gazetecilik ve Matbaacılık A.Ş. As publicly disclosed on 19 April 2011, Hürriyet Gazetecilik ve Matbaacılık A.Ş. plans to make use of the requirements set out in relation to "undue and on trial tax liabilities in dispute" and "Tax Base Increase" in Law No: 6111. As required by Law No: 6111, the Company has restructured TRY 27.101 portion of its total "undue and on trial tax liabilities in dispute" of TRY 30.895 and reconciled its dispute with the tax office; accordingly, the Company's payable amount is calculated as TRY 3.827. The related amount was paid on 30 June 2011 in accordance with the requirements of the related legislation. The Company has offset TRY 3.827 of which is a part of TRY 7.294 of the provision amount provided for the prior period's ongoing lawsuits against the related amount and the remaining portion, which amounts to TRY 3.467, is recognized under other operating income.

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NOTE 22 - PROVISIONS, CONTINGENT ASSETS AND LIABILITIES (Continued)

Doğan TV Holding – Tax penalties and lawsuits

Accounting periods covering the 2005, 2006, 2007 and 2008 fiscal years of the direct and indirect subsidiaries of Doğan Yayın Holding A.Ş.; Doğan TV Holding, D Yapım Reklamcılık ve Yapım A.Ş. (D Yapım), Doğan Prodüksiyon Hizmetleri A.Ş. (Doğan Prodüksiyon) and Alp Görsel İletişim Hizmetleri A.Ş. (Alp Görsel) were reviewed by the tax inspectors of Revenue Administration Department of Ministry of Finance. The respective subsidiaries were served a tax notification in September 2009 with an aggregate amount of TRY 3.980.027 (including TRY 1.878.441 of tax charge and TRY 2.101.586 of tax loss penalty) based on the tax report prepared in line with the tax review.

As a result, the following tax matters were claimed to be in non-compliance with corporate income tax and value added tax ("VAT") treatments in the tax assessments.

a- In relation to the share transfer transactions between Doğan TV Holding, D Yapım, Doğan Prodüksiyon and Alp Görsel, it has been claimed that the share transfers were concluded not in compliance with Articles 19 and 20 of the Corporate Tax Law and such share transfers are regular share acquisitions, citing that the management control did not change as a result of such share transfers. In this respect, it is claimed that such share transfers would have been carried at fair value rather than the book value, and as a result, a corporate tax base difference was calculated over the difference between the fair value and book value determined in the tax assessment report. TRY 1.496.919 in aggregate, including the actual tax charges amounting to TRY 706.875 and tax loss penalty amounting to TRY 790.044, has been claimed as a result of this assessment.

b- VAT penalty is calculated based on the fair value determined in the tax assessment report in relation to the alleged regular share transfers. According to this claim, the company is charged with TRY 2.575.207 in total (TRY 1.179.366 of VAT and TRY 1.395.841 of tax loss penalty)

In connection with the actual tax charges and tax loss penalties mentioned above, the tax authorities have requested TRY 4.824.000 of collateral for calculated overdue interest (TRY 1.174.000).

Doğan TV Holding, D Yapım and Doğan Prodüksiyon have filed a lawsuit for collaterals requested by the Tax Administration with a stay of execution request. Within this period, D Yapım, Doğan Prodüksiyon and Alp Görsel's shares, 43 properties belonging to third parties and 1 bank letter of guarantee have been given as "collaterals".

Tax Administration has put liens on the entire shares of D Yapım, Doğan Prodüksiyon and Alp Görsel. Doğan TV Holding, D Yapım and Doğan Prodüksiyon have filed court cases for the cancellation of liens put by the Tax Administration with a stay of execution request.

Doğan TV Holding, D Yapım, Doğan Prodüksiyon and Alp Görsel requested settlement negotiations after the tax assessment for the declared tax assessments. Settlement negotiations held in November 2009 were concluded with disagreement.

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NOTE 22 - PROVISIONS, CONTINGENT ASSETS AND LIABILITIES (Continued)

Doğan TV Holding – Tax penalties and lawsuits (continued)

Doğan TV Holding, D Yapım, Doğan Prodüksiyon and Alp Görsel have initiated legal proceedings with the purpose of cancellation of the income tax and penalty notifications and have filed lawsuits for the 2005, 2006 and 2007 financial periods.

Lawsuits filed for the cancellation of request for collateral by the Tax Administration of the related companies at the first tax court were concluded in favor of D Yapım but against Doğan TV Holding, Doğan Prodüksiyon and Alp Görsel. The related companies made objections to the Council of State regarding the ruling of the first tax courts. Stay of execution request for lawsuits filed against Doğan TV Holding, Doğan Prodüksiyon and Alp Görsel has been approved by the Council of State.

Regarding the sequestration lawsuits of the mentioned companies', the lawsuit related to Doğan TV Holding which amounts to TRY 2.121.800, was concluded in favor of Doğan TV Holding; however, another lawsuit filed amounting to TRY 42.594 was concluded against Doğan TV Holding and file for stay of execution for the relating lawsuit is approved by the Council of State. The sequestration lawsuit related to D Yapım was concluded in favor of D Yapım; whereas the lawsuit related to Doğan Prodüksiyon was concluded against Doğan Prodüksiyon. Stay of execution is issued on the condition of giving collateral; however, since the related lawsuit was finalized in favor of Doğan Prodüksiyon, no collateral is given.

The lawsuits which are filed against the Tax Office in relation to the cancellation of tax charges and penalties issued for Doğan TV Holding, D Yapım, Doğan Prodüksiyon and Alp Görsel for the 2005, 2006 and 2007 periods are finalized. Accordingly, some of the lawsuits are resulted "in favor" of and some of them are resulted "against" the related companies. Some of the lawsuits are still "pending". The lawsuit which resulted in favor of Doğan TV Holding is related to the Corporate Tax Assessment with the claim of provision of financial services; the other lawsuit which resulted in favor of D Yapım is related to the 50% of increase on the tax charge; and another lawsuit which resulted in favor of Doğan Prodüksiyon is related to the VAT assessment; and those lawsuits are appealed by the Tax Office. The Council of State has approved the ruling of Court of First Instance in relation to the lawsuit resulted in favor of Doğan Prodüksiyon and overruled the lawsuits resulted against Doğan TV Holding, D Yapım and Alp Görsel.

Doğan TV Holding made an application to use of the requirements set out in relation to "undue and on trial tax liabilities in dispute" and "Tax Base Increase" in Law No: 6111.

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NOTE 22 - PROVISIONS, CONTINGENT ASSETS AND LIABILITIES (Continued)

Doğan TV Holding – Tax penalties and lawsuits (continued)

Doğan TV Holding A.Ş. has filed for an application under Law No: 6111 in relation to its "undue and on trial tax liabilities in dispute" amounting to TRY 2.001.032 in total, and accordingly, Doğan TV Holding A.Ş. is charged with a total amount of TRY 494.961. TRY 2.818 of the related amount was paid in cash on 30 June 2011 and recognized under "other operating expenses". TRY 64.193 of discount is calculated for the remaining portion of TRY 492.143 which will be paid in 18 equal installments in 36 months. The remaining principal amount of TRY 427.950, after deducting the effect of calculated discount amount of TRY 64.193, is recognized under "other operating expenses" and "other short and long term liabilities" respectively in the consolidated financial statements. As of 31 December 2011, the Company has made a payment of TRY 109.365 payment (TRY 92.471 of principal amount and TRY 16.894 of interest) in accordance with Law No: 6111; and also recognized interest accrual amounting to TRY 3.035 in the financial statements. The outstanding long and short term principal liability subsequent to the related payment including interest accrual amounts to is TRY 338.515 (Note 23).

D Yapım Reklamcılık ve Dağıtım A.Ş. has filed for an application under Law No: 6111 in relation to its "undue and on trial tax liabilities in dispute" amounting to TRY 1.114.081 in total, and accordingly, D Yapım Reklamcılık ve Dağıtım A.Ş. is charged with a total amount of TRY 332.377. TRY 186 of the related amount was paid in cash on 30 June 2011 and recognized under "other operating expenses". TRY 43.329 of discount is calculated for the remaining portion of TRY 332.191 which will be paid in 18 equal installments in 36 months. The remaining principal amount of TRY 288.862, after deducting the effect of calculated discount amount of TRY 43.329, is recognized under "other operating expenses" and "other short and long term liabilities" respectively in the consolidated financial statements. As of 31 December 2011, the Company has made a payment of TRY 73.820 in total (TRY 62.417 of principal amount and TRY 11.403 of interest) in accordance with Law No: 6111; and also the interest accrual amounting to TRY 2.049 is reflected to the financial statements, the outstanding long and short term principal liability subsequent to the related payment including interest accrual amounts to TRY 228.494 (Note 26).

Doğan Prodüksiyon Hizmetleri A.Ş. has filed for an application under Law No: 6111 in relation to its "undue and on trial tax liabilities in dispute" amounting to TRY 862.972 in total, and accordingly, Doğan Prodüksiyon Hizmetleri A.Ş. is charged with a total amount of TRY 128.744. TRY 6 of the related amount was paid in cash on 30 June 2011 and recognized under "other operating expenses". TRY 16.792 of discount is calculated for the remaining portion of TRY 128.738 which will be paid in 18 equal installments in 36 months. The remaining principal amount of TRY 111.946, after deducting the effect of calculated discount amount of TRY 16.792, is recognized under "other operating expenses" and "other short and long term liabilities" respectively in the consolidated financial statements. As of 31 December 2011, the Company has made a payment of TRY 28.609 in total (TRY 24.189 of principal amount and TRY 4.419 of interest) in accordance with Law No: 6111; and also recognized interest accrual amounting to TRY 794 in the financial statements. The outstanding long and short term principal liability subsequent to the related payment including interest accrual amounts to TRY 88.551 (Note 26).

In addition to the above-mentioned accounting treatments, Alp Görsel İletişim Hizmetleri A.Ş. has also filed for an application under Law No: 6111 in relation to its "undue and on trial tax liabilities in dispute" and made TRY 6 of cash payment as of 30 June 2011 accordingly and recognized under "other operating expenses". (Note 31)

As all payments to be made under Tax no: 6111 are based on an installment plan, shares representing the 100% shares of D Yapım (1.124.682.616 shares), of Doğan Prodüksiyon (1.087.582.624 shares) and of Alp Görsel (1.068.595.605 shares), 43 properties belonging to third parties and a bank letter of guarantee are still in the custody of Tax Offices held as "collaterals".

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NOTE 22 - PROVISIONS, CONTINGENT ASSETS AND LIABILITIES (Continued)

Doğan TV Digital Platform İşletmeciliği – Tax penalties and lawsuits

Doğan TV Digital Platform İşletmeciliği A.Ş., one of the indirect subsidiaries of Doğan Yayın Holding A.Ş., was served with a TRY 4.674 of actual tax charge and tax loss penalty with respect to the 2007 Special Communication Tax Assessment Report. The Company has filed for an action for rescission for the related administrative act at the Tax Courts of Istanbul. One of the lawsuits was resulted in favor of and eleven lawsuits were resulted against the Company and the Company filed for an appeal for the unfavorable outcome of the Tax Court. Total tax charge and tax penalty filed for the unfavorable outcome of the lawsuit amounts to TRY 4.035. The Company paid TRY 15 for the rejected lawsuit. Total tax charge and tax loss penalty amount attributable to the lawsuits which were cancelled amounts to TRY 639.

Doğan TV Digital Platform İşletmeciliği has filed for an application under Law No: 6111 in relation to its "undue and on trial tax liabilities in dispute" amounting to TRY 4.674 in total, and accordingly, Doğan TV Digital Platform İşletmeciliği is required to pay TRY 2.510 of the related amount. The related amount was paid in cash on 28 June 2011. The Company has offset TRY 2.510 of which is a part of TRY 4.020 of the provision amount provided for the prior year's ongoing lawsuits against the related amount and the remaining portion, which amounts to TRY 1.510, is recognized under other operating income.

Doğan Dış Ticaret ve Mümessillik A.Ş. and Işıl İthalat İhracat Mümessillik A.Ş. – Tax penalties and lawsuits

Doğan Dış Ticaret ve Mümessillik A.Ş. (Doğan Dış Ticaret) and Işıl İthalat İhracat Mümessillik A.Ş. (Işıl İthalat İhracat), direct and indirect subsidiaries of Doğan Yayın Holding A.Ş., have been reviewed for tax covering the 2004, 2005, 2006 and 2007 financial periods by the inspectors of Revenue Administration Department of Ministry of Finance.

In the issued tax review reports, TRY 14.200 of actual tax charge and TRY 42.600 of tax loss penalty (3 times of corporate tax charge) were calculated and served to Doğan Dış Ticaret and Işıl İthalat İhracat. In October 2010, in relation to the 2007 accounting period, Doğan Dış Ticaret and Işıl İthalat İhracat were served with a tax notification consisting of TRY 1.305 of actual tax charge and TRY 3.915 of tax loss penalty, calculated as 3 times of the actual tax charge.

The Company has filed a lawsuit for the cancellation of the tax charges and tax notifications issued by the respective Tax Court. The lawsuits in relation to the Corporate Tax and Advanced Corporate Income Tax of Doğan Dış Ticaret Mümessillik A.Ş. for the 2006 period and the lawsuits in relation to the Corporate Tax and Advanced Corporate Income Tax of Işıl İthalat İhracat Mümessillik A.Ş. for the 2007 period are pending.

Doğan Dış Ticaret ve Mümessillik A.Ş. and Işıl İthalat İhracat Mümessillik A.Ş. expects to make use of the requirements set out in relation to "undue and on trial tax liabilities in dispute" and "Tax Base Increase" in Law No: 6111. All the necessary applications for the restructuring of the above tax assessments in relation to "undue and on trial tax liabilities in dispute" are filed under Law No: 6111. TRY 5.650 of tax liability arising from the related transaction was paid in cash on 30 June 2011.

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NOTE 22 - PROVISIONS, CONTINGENT ASSETS AND LIABILITIES (Continued)

Doğan Gazetecilik A.Ş. – Tax penalty and lawsuits

As of 11 December 2009, the Company had reached an agreement and reconciled with the tax administration before the tax assessment in relation to the Tax Review Reports including TRY 10.092 of actual tax charge and TRY 11.158 of tax loss penalty and TRY 172 of special irregularity penalty imposed to Doğan Gazetecilik A.Ş. on 25 November 2009 for the 2004, 2005, 2006 and 2007 accounting periods. Accordingly, the actual tax charge and penalty were calculated as TRY 4.466 and special irregularity fine was cancelled. On 11 January 2010, the Company made a total payment of TRY 8.833 to the respective tax authorities, which comprises of TRY 4.466 of the actual tax charge and penalty and TRY 4.368 of overdue interest.

Moreover, the agreed TRY 1.391 of tax charge notification consisting TRY 1.035 of the actual tax charge and TRY 356 of overdue interest, which was previously served by the Revenue Administration Department of Ministry of Finance to Doğan Gazetecilik A.Ş. for the 2008 accounting period was paid to the respective Tax Administration as of 30 June 2010 providing that the related amount shall be written off against the Group's tax assets.

In regards to the tax notification which was served to Doğan Gazetecilik A.Ş. on 26 December 2008 relating to the 1 January 2003-31 December 2003 accounting period and amounting to TRY 948 of actual tax charge (actual charge and penalty), no agreement was reached with Doğan Gazetecilik after the tax assessment made on 12 January 2010. The lawsuits filed for the cancellation of the tax charge and tax penalty issued are resulted partially in favor of and partially against the Company and the outcomes of those lawsuits are communicated to Doğan Gazetecilik A.Ş. Accordingly, the lawsuit resulted against Doğan Gazetecilik A.Ş. amounts to TRY 725 (TRY 280 of tax charge and TRY 445 of tax penalty). The Company made an objection by the Council of State in relation to the lawsuits that are resulted against the Company, including the motion for stay of execution. The Council of State approved the objection made in regards to the lawsuit amounting to TRY 725 and ruled for the stay of execution.

Doğan Gazetecilik A.Ş. made an application in accordance with Law No: 6111 in regards to its tax assessment in dispute which amounts to TRY 725 of undue and on trial tax liabilities in dispute in total. As a result, Doğan Gazetecilik A.Ş. is charged with TRY 461 of tax penalty in total. The related tax penalty was paid in cash on 30 June 2011 and is recognized under "other operating expenses".

(b) Law Cases:

The details of litigations against Group are amount of TRY 78.999 (31 December 2010: TRY 83.487).

A provision for lawsuits amounting to TRY 21.957 has been provided with reference to the opinions of the Group's legal advisors and past experience of management related to similar litigations against the Group (31 December 2010: TRY 27.386). Legal cases mainly consist of pecuniary and non-pecuniary damages and lawsuits initiated by the Radio and Television Supreme Council.

(c) Commitments and contingent liabilities related to the Commerz-Film GmbH shares sales agreement

Doğan Yayın Holding, subsidiary of the Group, sold 90.854.185 shares ("Axel shares"), 25% of the share capital of Doğan TV, to Commerz-Film GmbH (formerly registered as Dreiundvierzigste Media Vermögengsverwaltungsgesellschaft mbH), a 100% subsidiary of Axel Springer AG, for EUR 375.000 (TRY 694.312, this amount is defined as "initial sales price") on 2 January 2007. In accordance with the Share Sale Agreement ("Agreement") that the initial sales price will be revised based on whether the "initial public offering" ("IPO") of the shares of Doğan TV Holding or not.

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NOTE 22 - PROVISIONS, CONTINGENT ASSETS AND LIABILITIES (Continued)

(c) Commitments and contingent liabilities related to the Commerz-Film GmbH shares sales agreement (continued)

With the agreement signed on 19 November 2009 between Dogan Holding, Dogan Yayın Holding, Dogan TV Holding and Commerz-Film GmbH; the dates that the recalculation of the initial sales prices will be based on are postponed for six-year period without reservations.

Dates for the reassessment of the original selling price as set out in the agreement signed by Doğan Holding, Doğan Yayın Holding, Doğan TV Holding and Commerz-Film GmbH on 19 November 2009 have been postponed for a maximum period of 6 years without being subject to any condition. The related agreement dated 19 November 2009, was amended by a new agreement (Amendment agreement) signed with Doğan Holding, Doğan Yayın Holding, Doğan TV Holding, Commerz-Film GmbH and Hauptstadtsee 809. V V GmbH at 31 October 2011.

The below conditions set out in the agreement signed on 19 November 2009 are applicable as of 19 February 2010.

- In the agreement dated November 19, 2009, Axel Springer Group has sale options for 3,3% of its shares in Doğan TV amounting to EUR 50.000 subsequent to January 2013 and the other 3,3% of its shares amounting to EUR 50.000 subsequent to January 2014 to Doğan Holding and Doğan Holding has the commitment to purchase these shares. Axel Springer Group may exercise the sale options fully or partially. Payables will include interests' payments of annual combined 12 months Euro Libor plus 100 base points as of 2 January 2007. Under the amendment agreement dated 31 October 2011, existing DTV Put Option I terms are revised and accordingly, the related terms require the put options exercisable for the periods subsequent to January 2013 and January 2014 in consideration of EUR 50.000 to cover only 33.843.238 shares in each period. The Amendment also allows Axel Springer another put option exercisable for 34.183.593 shares for the period subsequent to 2015 in consideration of EUR 50.000.

According to the agreement dated 19 November 2009, Axel Springer Group has option to sell some or all of "Axel shares" with the higher of EUR 4,1275 (exact) per share or a fair value to be determined by specific valuation techniques to Doğan Holding and Doğan Holding has a commitment to purchase these shares ("DTV Put Option II). Payables will include interests' payments of annual combined 12 months Euro Libor plus 100 base points as of 2 January 2007. In order to exercise this option, the following conditions must be met. This time, with the amendment agreement dated 31 October 2011, EUR 4,1275 per share is updated as EUR 1,46269 because of the increase in the share capital of Doğan TV.

• Doğan TV Holding shares should not be offered to the public by 30 June 2017,
• There should be direct on indirect control change over Doğan Holding, Doğan Yayın Holding or Doğan TV Holding,
• There should be pledges or sequestration on the Doğan Yayın Holding's assets that have significant unfavorable effects on the operations of Doğan Yayın Holding in addition to the existing ones.

This time, with the amendment agreement dated 31 October 2011, EUR 4,1275 per share is updated as EUR 1,46269 because of the increase in the share capital of Doğan TV Holding.

As per the Amendment Agreement dated 31 October 2011, the Axel Springer Group has also requested two guarantee letters amounting to EUR 50.000 each in order to guarantee "DTV Put Option I"of Doğan Holding.

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NOTE 22 - PROVISIONS, CONTINGENT ASSETS AND LIABILITIES (Continued)

(c) Commitments and contingent liabilities related to the Commerz-Film GmbH shares sales agreement (continued)

EUR 375.000, which is defined above as the initial sale price, can be amended based on the circumstances explained below. Under the agreement, the "initial sale price" will be determined based on the IPO or non-IPO option of Axel shares.

In the event that shares of Doğan TV Holding are offered to public by 30 June 2017 and if quarterly share value of "Axel Shares" in average subsequent to public offering is less than the amount of which will be calculated by adding interest over the original selling price (it will be remeasured using a 12 month Euro Libor rates on annual compound basis effective from 2 January 2007) to the original selling price, both the difference resulting from the quarterly share value of "Axel Shares" in average subsequent to public offering and the original selling price and the amount calculated by adding interest over the difference would be paid by Doğan Yayın Holding to the Axel Springer Group.

In the event that shares of Doğan TV Holding are offered to public by 30 June 2017 and if quarterly share value of "Axel Shares" in average subsequent to public offering is higher than the original selling price, both the difference resulting from the quarterly share value of "Axel Shares" in average subsequent to public offering and the amount of which will be calculated by adding interest over the original selling price (as measured by using an annual combined Euro Libor plus 100 base points as of 2 January 2007) to the original selling price would be equally shared between the Axel Springer Group and Doğan Yayın Holding.

In the event that shares of Doğan TV Holding are not offered to public by 30 June 2017 and if the fair value of Doğan TV, which will be calculated by using certain valuation techniques as at 31 December 2015, is less than the amount of which will be calculated by adding interest over the original selling price (as measured by using an annual combined Euro Libor plus 100 base points as of 2 January 2007) to the original selling price, both the fair value of Doğan TV Holding, which will be calculated by using certain valuation techniques as at 31 December 2015, and the difference of the original selling price and the amount calculated by adding interest over the difference would be paid by Doğan Yayın Holding to the Axel Springer Group. If Doğan TV Holding's shares are not listed by the end of 30 June 2017, the fair value based on the above-mentioned techniques would be reassessed, payments would be made to the Axel Springer Group in accordance with the related calculations, and Axel Springer Group's call option of its entire or some portion of "Axel shares" to Doğan Holding and Doğan Holding's put option for the related shares would continue to be in effect.

In the event that Axel Springer group shares are offered to the public between 30 June 2017 and 30 June 2020, any positive difference between the initial public offering value and the initial sales price remeasured as of 31 December 2015 (it will be remeasured using the annual Euro Libor rates on annual compound basis starting from 2 January 2007) including interest calculated from the difference (it will be calculated using the annual Euro Libor rates on annual compound basis effective from 1 July 2017) will be apportioned equally, whereas no transaction will take place for any negative difference.

In accordance with the agreement signed on 19 November 2009, Doğan Yayın Holding shall make a TRY cash capital increase in Doğan TV Holding A.Ş. that corresponds to EUR 385.000, and as a result of the capital increase, Doğan TV Holding A.Ş. shares owned by Commerz-Film GmbH shall be diluted to 19,9% from 25%. In January 2010 and May 2010, the premium capital increase of Doğan TV Holding A.Ş., was completed in two steps. As a result of the capital increase, the shares of Doğan Yayın Holding and Commerz-Film GmbH at Doğan TV Holding A.Ş were 79,71% and 19,9% respectively.

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NOTE 22 - PROVISIONS, CONTINGENT ASSETS AND LIABILITIES (Continued)

(c) Commitments and contingent liabilities related to the Commerz-Film GmbH shares sales agreement (continued)

The Group is also responsible for any unprovisioned liability arising from tax assessments prior to the closing date of sale agreement as required in the Axel share acquisition and transfer "Agreement". The effect of liability arising from Law no: 6111 in regards to Doğan TV Holding over the share value is compensated in proportion to the share capital to Commerz-Film GmbH. In this content, the payment made to Commerz-Film GmbH amounts to TRY 165.523. The related payment has been made on 17 August 2011. Accordingly, Commerz-Film GmbH has participated in the capital increase of Doğan TV Holding from TRY 456.554 to TRY 1.288.328 through the usage of nominal values in the new share acquisition rights in the share of participation at nominal value. The capital increase has been registered on August 17, 2011. The share interest of Commerz-Film GmbH in Doğan TV Holding (19,9%) have remained still after the capital increase. Accordingly, the Group has indemnified TRY 165.523 of liability arising from Doğan TV Holding and its subsidiaries' undue and on trial tax liabilities in dispute under Law No: 6111 which represents the portion corresponding to Axel Springer Group's current ownership percentage (19,9%). The related liability portion is not recognized under the non-controlling interests account in the consolidated financial statements prepared as of 31 December 2011.

For the above matter, Doğan Yayın Holding has determined the fair value of Doğan TV Holding as of 31 December 2011 in order to identify whether it will assume any future financial liability and made detailed disclosures in its financial statements (Note 2). In accordance with the fair value calculation, there are not any financial liabilities arising from the share acquisition, which represents 19,9% of Doğan TV Holding A.Ş.'s capital, by the Axel Springer Group. In relation to the Group's commitment to purchase a total amount of EUR 150.000, IAS 32 "Financial Instruments: Disclosure and Presentation" standard requires that this liability must be presented as financial liability over the discounted amount of estimated value at the balance sheet regardless of Group's ability to pay this liability with its own shares instead of cash. Accordingly, as of 31 December 2011, liabilities within the scope of "DTV Put Option I" have been presented as "long-term financial liabilities" over the discounted amount of TRY 434.962 in the accompanying consolidated balance sheet (Note 9). Group has recorded amount of TRY 144.987, which is additionally recorded as a result of modification agreement in the current period, under equity.

(d) Call options:

In January 2007, OOO Pronto Moscow, a subsidiary of Hürriyet, acquired the majority shares of Impress Media Marketing LLC ("Impress Media"). Accordingly, the Group has the right to purchase 13% of non-controlling shares from non-controlling shareholders without a time constraint, provided that certain conditions are met. Additionally, the Group has signed a new put option agreement valid between August 2011 and August 2015 for the remaining non-controlling shares of 10%. Net fair value of such option shall be calculated based on Impress Media's EBITDA or net sales revenue. Group, pursuant to an agreement signed in September 2010, has had the option to purchase the remaining 3% share in the capital. The fair value of the option will be determined based on calculation over Impress Media EBITDA, according to gradually increase of Impress Media EBITDA, shall be had the option to the rate of 14% of the shares sold, to the rate of 14% of the purchase the new shares. As of 31 December 2011, the short-term portion of the fair value of the put option is TRY 1.205 (31 December 2010: TRY 764), long-term portion is nil as of 31 December 2011 (31 December 2010: None).

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NOTE 22 - PROVISIONS, CONTINGENT ASSETS AND LIABILITIES (Continued)

(d) Call options (continued)

Hürriyet has granted a put option, on the 30% shares outstanding during the acquisition of 70% interest of the shares in its subsidiary Oglasnik d.o.o in Croatia. Discussions concerning the use of this option as of the reporting date of these financial statements are still ongoing. As of 31 December 2011, the fair value of the option is calculated as TRY 15.111 (USD 8.000) based on various valuation techniques and assumptions and classified in "Other short-term financial liabilities" (31 December 2010: TRY 12.366 (USD 8.000)). There is a dispute on the protocol between the contract parties and an arbitration process is in progress in the presence of Zagreb Court of Arbitration. A lawsuit has been opened by the non-controlling shareholders against the Group since non-controlling interest shareholders could not use this put option. Non-controlling interest shareholders have been demanding EUR 3.500 in order to compensate their loss due to not having exercised the put option and the declining share value of shares caused by the poor management. Subpoena related to the lawsuit has been submitted to the Group on March 5, 2012.

Hürriyet has acquired a 55% share in Moje Delo d.o.o. ("Moje Delo") in Slovenia. The Group paid an earn-out amounting to EUR 1 million during the period. The Group has granted a put option to the selling shareholders on the remainder of the shares exercisable from January 2009 to January 2012 and has a call option exercisable from January 2011 to January 2014. Exercise price shall be calculated based on EBITDA and the net financial debt of Moje Delo. The fair value of the put option is TRY 2.899 as of 31 December 2011 (31 December 2010: TRY 701) and classified in "Other short-term financial liabilities".

Based on a protocol signed by Hürriyet in 2010, the put option liability in relation to the 3,84% shares of non-controlling Global Depositary Receipts (GDR) in Trader Media East Limited is exercisable by the counterparty until 2013.

The " GDR put option" exercise price is USD 13 (exact). Hürriyet will make a payment of USD 1 million for each year the put option right is not exercised until 2013 The Group has recognized a financial liability arising from the put option on 3,84% shares of Trader Media East Limited owned by "non-controlling interests", through a protocol signed during the current period by increasing other financial liabilities by TRY 39.367, decreasing non-controlling interests by TRY 13,9 million and also decreasing retained earnings/accumulated losses by TRY 25,5 million in the accompanying consolidated financial statements as of and for the period ended 30 June 2010. As of 31 December 2011, fair value of this call option is TRY 47.223 (31 December 2010: TRY 38.650).

However, there is a dispute about the protocol between the parties concerned and an arbitration process is still going on as of 31 December 2011 in the presence of Zurich Chamber of Commerce. There has been no payment made to the other party arising from the using of put option belonging to the year 2011.

Since the counter party has transferred and sold its Global Depository Receipts ("GDR") to a legal person that is not related with the company and declared its withdrawal of appeal of arbitration to the Company subsequent to the balance sheet date, Hürriyet has no liability regarding to the protocol. The effect of the event has not been reflected to the balance sheet as it is a subsequent event after the balance sheet date.

(e) Developments at the Radio and Television Supreme Council ("RTSC")

As of 13 October 2009, the Radio and Television Supreme Council declared a notification to the broadcasting companies that are embodied within the Group. Accordingly, RTSC has allowed,

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NOTE 22 - PROVISIONS, CONTINGENT ASSETS AND LIABILITIES (Continued)

(e) Developments at the Radio and Television Supreme Council ("RTSC") (continued)

• companies that have already acquired a license from the Radio and Television Supreme Council to adjust their shareholding structure in compliance with paragraphs (h) and (ı) in Article 29 of the Law No: 3984 "Establishment of Radio and Television Enterprises and Their Broadcasts" within six months on the basis of the requirements set out in Article 29 (j), or otherwise their broadcast licenses will be cancelled; and

• companies that have already applied to the Radio and Television Supreme Council for the permit and license; however, the related procedures have not yet been concluded to renew their application to the Radio and Television Supreme Council by adjusting their shareholding structure in compliance with paragraphs (h) and (ı) in Article 29 of the Law No: 3984, or otherwise their previous applications will become invalid.

Based on the Group's written objection to the decision, considering the assessments of the Group, RTSC has issued a new written decision on 10 February 2010 delaying the enforcement of the above mentioned decision made on 13 October 2009 until a revised decision will be issued.

In addition, Article 19(d) of the "Establishment and Broadcasting Services of Radio and Television Companies" Communiqué effective as of 3 March 2011 allows a real or a legal entity to participate, directly or indirectly, in a media service provider with a maximum of four terrestrial broadcast licenses. Moreover, total annual commercial communication revenue of a media provider having a real or a legal entity's direct or indirect participation in multiple media service providers cannot exceed 30% of the sector's total commercial communication revenue. A real or legal entity that exceed the related total commercial communication revenue rate is required to dispose of or transfer its shares to bring their participation rate to the required limit within 90 days as required by the Supreme Council, or otherwise, the real or legal entity is imposed to an administrative penalty fee of TRY 400 for each month that is subject to the ruling violation. In practice, principles and procedures of the related execution is prescribed by the Supreme Council. The Group management is assessing the potential effects of the article as of the report date.

The Group management has evaluated the effects of the law on its operations at the last quarter of 2011 and completed the sale of Star TV to Doğuş Yayın Grubu, and completed the merge of some of TV and radio channels under a single legal entity, considering the commercial reasons. As a result, the Group's market share as well as limitations in terms of both number of media service provider have become compatible with the existing law.

(f) Improvements at the Competition Authority:

Upon the Competitive Board's notification issued on 17 September 2009, Doğan Yayın Holding, Hürriyet, Doğan Gazetecilik, Bağımsız Gazetecilik and Doğan Daily News were informed that they are subject to an investigation in order to determine whether these companies have violated any provisions of Law 4054 in relation to "Advertisement area sales" in the print media. The Group has made an objection to the initial response session of the ongoing investigation claiming that Doğan Yayın Holding's operations are not in the form of "Advertisement area sales" in the printed media and Doğan Daily News is not an operating company.

Based on the investigation undertaken by the Competition Authority as of 5 April 2011, Hürriyet,Doğan Gazetecilik and Bağımsız Gazetecilik are charged with an administrative penalty fee of TRY 3.805, TRY 2.316 and TRY 444, respectively. On the other hand, the Authority did not charge any administrative penalty for Doğan Daily News (a dormant company) and Doğan Yayın Holding, to avoid imposing multiple charges. The Group has provided a total of TRY 4.923 of provision in relation to the charges in the accompanying financial statements. The total amount consists of TRY 2.853 of provision for Hürriyet and TRY 2.070 of provision for Doğan Gazetecilik and Bağımsız Gazetecilik (Note 31).

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NOTE 22 - PROVISIONS, CONTINGENT ASSETS AND LIABILITIES (Continued)

(g) The Group's decision on the requirements set out in relation to "Tax Base Increase" in Law No: 6111 "Restructuring of some receivables and Social Security and General Health Insurance Law and Other Law Amending Certain Laws and Decrees"

The Group management plans to make use of the requirements set out in relation to "Tax Base Increase" in Law No: 6111 "Restructuring of some receivables and Social Security and General Health Insurance Law and Other Law Amending Certain Laws and Decrees" ("Law No: 6111"), which has become effective upon the issuance in the Official Gazette No: 27857 (I.Bis) on 25 February 2011. The Group has increased the tax basis for the 2006, 2007, 2008 and 2009 periods in accordance with the requirements set out in relation to "Tax Base Increase" in Law No: 6111 and accordingly the Group's payable amount is calculated as TRY 87.500 in total including its interests. TRY 53.608 portion of the related amount is paid in cash as of 30 June 2011 and recognized under other operating expenses. TRY 4.421 of discount is calculated for the remaining portion of TRY 33.892 which will be paid in 18 equal installments in 36 months. TRY 29.471 of principal (after the deduction of the discount amount of TRY 4.421) is recognised under "other operating expenses" and "other short and long term liabilities", respectively in the consolidated financial statements. As of 31 December 2011, the Company has made a payment of TRY 7.531 in total (TRY 6.368 of principal amount and TRY 1.163 of interest) and TRY 209 interest accrual has been represented in financial statements in accordance with Law No: 6111; the outstanding long and short term principal liability subsequent to the related payment amounts to TRY 23.312 (Note 26).

(h) Other

Contingent liabilities regarding the sale of Türk Dış Ticaret Bankası A.Ş.:

Doğan Holding entered into share sale-purchase agreement with Fortis Bank regarding its subsidiary Türk Dış Ticaret Bankası A.Ş. ("Dışbank") on 11 April 2005. On the completion of the terms of the sale-purchase agreement and achievement of required permissions within the related legislations framework, 277.828.946.000 shares representing 62,6% of Dışbank's capital is handed over to Fortis Bank on 4 July 2005.

Holding's responsibilities in non-tax issues terminated on 30 September 2007. Arbitration procedure that continues in the presence of Zurich Chamber of Commerce which is related to payment of tax debt accrued in the prior period and emerged after the share transfer was finalized against the Company after the balance sheet date. Liability amounting to TRY 22.412 is followed in "other current liabilities" and "other operating expenses" accounts (Note 26).

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NOTE 22 - PROVISIONS, CONTINGENT ASSETS AND LIABILITIES (Continued)

(h) Other (continued)

Milpa:

The Land Of Ömerli

The land owned by Milpa, a subsidiary of the Group, located in Kurtdoğmuş village, Pendik district, İstanbul province, classified as investment property in the consolidated financial statements, 144.266 m2 of the land was removed from forestry land with a court decision taken in 2005. The Forestry Directorate appealed the decision at the 20th Chamber of the High Court and the objection was accepted on 24 June 2008 and these decisions (removing from forestry land) are sent to the Pendik Court of First Instance for re-evaluation. The Court reiterated its initial decision on 8 October 2009. The Ministry of Forestry appealed the Court's decision and the related case file was re-sent to the Civil Department No: 20 of the Court of Appeal and re-transferred to the Pendik Court of First Instance Aforesaid Court follows the Supreme Court 20th Civil Chamber's reversal decision and has postponed the trial date to 12 April 2012 with the purpose of re-exploration and evaluation of Forestry Ministry's claims.

With the 1/100.000 scale environmental plan released on 17 July 2009, the related land was classified as a habitat and recreation area. Milpa appealed this plan with the İstanbul Metropolitan Municipality within the legal deadline and is waiting for related responses. In case of an adverse decision taken by the İstanbul Metropolitan Municipality against Milpa, legal proceedings will be taken contrary to decision.

According to valuation company's appraisal report dated 13 January 2012 prepared based on Capital Markets Board's Communiqué Serial: VIII, No: 45, aforementioned real estate's sales value has been determined as TRY 51.480 (14 January 2011: TRY 44.765) because the related area is allocated as habitat and daily recreation land as it is stated in landscaping plan with scale of 1/100.000 done on 17 July 2009, lands with same size and same location in Anatolian side of İstanbul on which high quality projects can be developed are scarce, demand to the land has been increasing in recent years and 3rd Bridge Ringroad (North Marmara Motorway)will pass through the related area. These amounts are valuations made for the whole land, company's proportion of the land is 54,79%.

The change of the construction plan for the related land and the appeal against this change is still pending as of the date of these consolidated financial statements and the uncertainty about the fair value of the land will be reconsidered in the following periods in the context of developments regarding the legal proceedings.

Petrol Ofisi A.Ş.:

Under the agreement entered into with the Group (The "Company","Vendor") and OMV (The "Buyer") in regards to the share transfer of POAŞ on 22 December 2010, the Company may be required to assume some of the certain liabilities which may arise from the following conditions set out briefly subsequent to the share transfer:

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NOTE 22 - PROVISIONS, CONTINGENT ASSETS AND LIABILITIES (Continued)

(h) Other (continued)

Petrol Ofisi A.Ş. (continued):

"Except for any losses and/or tax payables of the Buyer and/or any Group companies arising from any claims made by any authorities in regards to events or conditions occurred subsequent to the closing date and any statements and warranties in regards to restricted property rights and Vendor conditions, each contract party agrees and commits to indemnify any losses, damages and liabilities (Losses) arising from the violation of any statements and warranties and assume any losses, damages and liabilities (Losses) of the contract party that is exposed to such breach within 3 years of time. The Vendor commits to pay an indemnity that will not exceed USD 175.000.000 (exact)– 54,14% of the related Losses and/or Tax payables- to the Buyer for any losses and/or tax payables of the Vendor and/or any Group companies arising from any restrictions of a Group company or any claims made by any authorities against a Group company in regards to events or conditions occurred subsequent to the closing date, except for any losses derived from negligence or any violations of statements and warranties in regards to restricted property rihgts and Vendor conditions. The related liability is terminated after the occurence of other conditions unless the Buyer files an application in writing to the Vendor within 6 (six) weeks following the notification of the Authority's definite and unappealable verdict to the Buyer/Group Company. Except for any claims based on unrecognized liabilities as of signing date derived prior to third party signatures, the Vendor shall not undertake any third party claims."

As a result of POAŞ's decision on making use of the tax base increase requirements set out in Law No: 6111, tax base increase amount attributable to 2008 and 2009 of the consideration made by POAŞ is assumed by the Group in proportion to the Group's issued capital under the contract terms summarized above and TRY 12.432 was paid to OMV accordingly on 14 July 2011. The related amount is recognized as other expenses in the consolidated financial statements prepared for the period ended as of 31 December 2011.

As the result of POAŞ decided to benefit from the arbitrament related to tax liabilities in dispute under Law No: 6111, the tax penalty amount which belongs to year 2003 and paid by POAŞ, is referred to the Group by the share proportion owned by the Group at this date ,according to the agreement specified above. USD 2.012 equivalent of TRY 3.285, is paid to OMV on 29 June 2011.

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NOTE 23 - COMMITMENTS

a) Letters of guarantees and guarantee notes given

Collateral, pledges and mortgages "CPM" given by Parent Company, Doğan Holding, as of 31 December 2011 and 2010 are as follows:

	31 December 2011					31 December 2010				
	TRY Equivalent	TRY	USD	EUR	Other	TRY Equivalent	TRY	USD	EUR	Other
A. CPM's given in the name of its own legal personality										
Guarantee [1]	135.093	111.380	7.717	3.332	2.575	115.111	101.493	6.966	1.386	3
Pledge [2] [5]	226.354	226.354	-	-	-	329.055	113.177	-	-	4.255.692
Mortgage [3]	420.254	404.369	-	6.500	-	25.113	11.794	-	6.500	-
B. CPM's given on behalf of the fully consolidatedcompanies										
Guarantee [1] [4]	3.034.844	132.409	1.422.200	88.404	-	2.262.918	220.089	1.053.001	202.474	-
Pledge	-	-	-	-	-	-	-	-	-	-
Mortgage	-	-	-	-	-	-	-	-	-	-
C. CPM's given on behalf of third partiesfor ordinary course of business										
Guarantees	-	-	-	-	-	-	-	-	-	-
Pledge	-	-	-	-	-	-	-	-	-	-
Mortgage	-	-	-	-	-	-	-	-	-	-
D. Total amount of other CPM's given	-	-	-	-	-	-	-	-	-	-
i) Total amount of CPM's given on behalf of the majority shareholder	-	-	-	-	-	-	-	-	-	-
ii) Total amount of CPM's given on behalf of third parties which are not in scope of B and C	-	-	-	-	-	-	-	-	-	-
iii) Total amount of CPM's given on behalf of third parties which are not in scope of C	-	-	-	-	-	-	-	-	-	-
Total	**3.816.545**					**2.732.197**				

[1] The guarantees of the Group consist of letter of guarantees, guarantee notes, bails and mortgages. The details of letter of guarantees, guarantee notes, bails and mortgages are explained below.
[2] 100% shares of D Yapım (1.124.682.616 shares), of Doğan Prodüksiyon (1.087.582.624 shares) and of Alp Görsel (1.068.595.605 shares) all of which are owned by Doğan TV Holding and 43 properties belonging to third parties and a bank letter of guarantee are given as guarantees to the Tax Offices; and they are not included to the above table.
[3] There is a mortgage amounting to TRY 402.925 given to financial institutions in return for credit received for Group's joint venture Aslancık Elektrik's hydro energy production facility which is planned to be located in Giresun's Doğankent district (31 December 2010: None). Besides, there is a mortgage amounting to TRY 17.329 over the tangible fixed assets of Group's subsidiary Hürriyet (31 December 2010: TRY 25.113) (Note 18)
[4] It is about long term project financing loan amounting to USD 750.000 which has been obtained qua joint and several guarantor with other shareholder groups (Note 4), within the scope of Boyabat Elektrik's hydroelectric power plant Project that is scheduled to be completed until the end of 2012.As of 31 December 2011, Boyabat Elektrik used USD 674.333 amounting loan portion provided. Doğan Holding has bail amounting to USD 24.354 given to credit institutions within the scope of Aslancık Elektrik's hydroelectric power plant construction that is planned to be completed in 2013.
[5] As the details are explained in Note 8, 11.3% (226.354.060 shares) of Doğan Yayın Holding shares, 13.3% (73.200.000 shares) of Hürriyet shares, 49% (24.500.000 shares) of Kanal D shares, 67,3% (33.649.091 shares) of TME shares and 33% (3.630.000 shares) of Boyabat shares have been given as pledges to financial institutions due to Group's long term financial liabilities and have not been included to the above table

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NOTE 23 - COMMITMENTS (Continued):

a) Collateral, pledge and mortgages given (continued):

Other CPM given by the Group to equity ratio is 0% as of 31 December 2011 (31 December 2010: 0%). The breakdown of letters of guarantees and guarantees notes given by the Group are as follows:

	31 December 2011		31 December 2010	
	Original foreign currency	**TRY amounts**	**Original foreign currency**	**TRY amounts**
Letters of guarantee – EUR	37.431	91.474	84.330	172.802
Letters of guarantee – TRY	114.529	114.529	103.897	103.897
Letters of guarantee – USD	14.099	26.632	14.525	22.455
Letters of guarantee – Other	2.575	995	3	7
Guarantee notes – TRY	204	204	204	204
Guarantee notes – EUR	25	61	25	52
Total		**233.895**		**299.417**

Doğan TV Holding, one of the subsidiaries of Doğan Yayın Holding, has given letters of guarantees amounting to EUR 23.000 to UEFA (Union Européenne de Football Association or Union of European Football Associations) in 2008 for broadcasting rights of UEFA Champions League, UEFA Super Cup and UEFA Cup games for the period 2009-2012. In addition, in relation to these games Doğan TV has a payment obligation for the amount of total EUR 11.000.

(b) Barter agreements

Doğan Yayın Holding and its subsidiaries, as a common practice in the media sector, enter into barter agreements, which involve the exchanging of goods or services without any cash collections or payments.

As of 31 December 2011, the Group has a commitment for the publication of advertisements amounting to TRY 22.130 (2010: TRY 8.232) in exchange for purchasing goods and services and has an option to purchase goods and services amounting to TRY 18.567 (2010: TRY 12.854) in exchange of the goods or services sold.

(c) Guarantees and mortgages given

The details of guarantees of Doğan Yayın Holding and its shareholders' given for the borrowings and trade payables of the Group companies and related parties as of 31 December 2011 and 2010 are as follows:

	31 December 2011		31 December 2010	
	Original currency	**TRY equivalent**	**Original currency**	**TRY equivalent**
Bails – EUR	54.280	132.649	119.505	244.879
Bails – USD	1.415.817	2.674.337	1.045.443	1.616.254
Bails – TRY	129.056	129.056	217.479	217.479
Mortgages – EUR	6.500	15.885	6.500	13.319
Mortgages – TRY	404.369	404.369	11.794	11.794
Total		**3.356.296**		**2.103.725**

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NOTE 24 - PROVISION FOR EMPLOYMENT TERMINATION BENEFITS

	2011	2010
Long Term Provisions		
Provision for employment termination benefits	49.311	46.895
	49.311	**46.895**

Under the Turkish Labour Law, the Company is required to pay termination benefits to each employee who has completed one year of service and whose employment is terminated without due cause, or who is called up for military service, dies or retires after completing 25 years of service (20 years for women) and achieves the retirement age (58 for women and 60 for men). At 31 December 2011 the amount payable maximum equals to one month of salary is TRY 2.731,85 (exact) (31 December 2010: TRY 2.571,01 (exact)) for each year of service.

On the other hand Group is liable to make payments to personnel who work for a minimum of 5 years and whose employment is terminated without due cause in accordance with the Regulations with regards to Employees Employed in the Press Sector. The maximum payable amount is 30 days' salary for each year of service. Employment termination benefit liabilities are not subject to any funding and there are no legal requirements for funding of these liabilities.

Provision for employment termination benefits is calculated by estimating the present value of the future probable obligation arising from the retirement of the employees of Doğan Holding and its subsidiaries, joint ventures and associates registered in Turkey. IAS 19 " Employee Benefits" standard which is published by IASB requires actuarial valuation methods to be developed to estimate the Group's employee termination benefit liability under defined benefit plans. Accordingly, the following actuarial assumptions were used in the calculation of the total provision.

	2011	2010
Discount rate (%)	4,67	4,66
Turnover rate to estimate the probability of retirement (%)	%82-%93	%82-%93

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NOTE 24 - PROVISION FOR EMPLOYMENT TERMINATION BENEFITS (Continued)

The principal assumption is that the maximum liability of TRY 2.805,04 (exact) (31 December 2010: TRY 2.517,01 (exact)) for each year of service will increase in line with inflation. Thus, the discount rate applied represents the expected real rate after adjusting for the anticipated effects of future inflation. As the maximum liability is revised semi-annually, the maximum amount of TRY 2.805,04 (exact) (31 December 2010: TRY 2.517,01 (exact)), which is effective from 1 January 2012, has been taken into consideration in calculating the reserve for employment termination benefit of the Group. As of 31 December 2011, the salaries have been taken into consideration in calculation for the employees under the Regulations with regards to Employees Employed in the Press Sector.

The Group has reviewed the assumptions used in calculating the retirement benefit obligation in the current year, changes in accounting estimates are accounted in the current period.

The movements in the provision for employment termination benefits for the years ended 31 December 2011 and 2010 are as follows:

	2011	2010
1 January	(46.895)	(36.399)
Current period service cost from continued operations	(15.312)	(16.686)
Payments during the period	9.499	11.794
Current period service cost from discontinued operations	(6.179)	-
Reversal of provision from discontinued operations	11.816	5.974
Interest cost	(2.137)	(1.565)
Actuerial gain/loss	(103)	(10.013)
31 December	**(49.311)**	**(46.895)**

NOTE 25-RETIREMENT PLANS

None (2010: None).

NOTE 26 - OTHER ASSETS AND LIABILITIES

	31 December 2011	31 December 2010
Other current assets		
Blocked deposits	79.763	-
Programme stocks	63.198	52.675
Value Added Tax ("VAT") receivable	35.309	50.739
Prepaid expenses	21.322	40.287
Advances given	20.545	21.480
Personnel advances	13.894	7.162
Prepaid taxes	12.237	7.077
Work advances	5.347	6.754
Income accruals	4.687	8.514
Tax receivables	515	1.616
Other	16.470	18.165
	273.287	**214.469**
Provision for impairment for programme stocks	(1.081)	(2.500)
	272.206	**211.969**

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NOTE 26 - OTHER ASSETS AND LIABILITIES (Continued)

	31 December 2011	31 December 2010
Other non-current assets		
Value Added Tax ("VAT") receivables	167.805	110.598
Long term restricted deposits [1]	132.425	15.460
Advances given and prepayments [2] [3] [4]	62.657	83.869
Prepaid expenses	5.217	9.780
Deposits and guarantees given	22	-
Other	5.803	53
	373.929	**219.760**

[1] As of 31 December 2011, Doğan Holding's time deposit amounting to USD 70.000 has been blocked to be guarantee for the loans used by TME. As of 31 December 2010 Hürriyet, subsidiary of the Group, has time deposit amounting to USD 10.000 which has been blocked as collateral for loans used by subsidiaries of the Group. Due to the restructuring of the loan, the blocked deposit has been solved as of 3 May, 2011 (Note 8).

[2] Advances given and prepayments amounting to TRY 31.980 (31 December 2010: TRY 36.974) consist of prepayments made by Doğan TV Holding, one of the subsidiaries of Doğan Yayın Holding, for UEFA (Union Européenne de Football Association or Union of European Football Associations) Champions League qualifying games and UEFA Cup qualifying games of certain Spor Toto Super League teams between 2008 and 2020. In accordance with the agreements, prepayments made for the related games will be refunded to Doğan TV Holding in the cancellation of games..

[3] TRY 3.180 (31 December 2010: TRY 3.180) of the advances given and prepayments includes the expenses caused by the landowners and advances given to the landowners who passed their shares of the real estate Project in the land of Ömerli by Milpa which is a subsidiary of the Group for the part of the proceeds. %25 of the revenues of the project which Milpa is planning to develop, about the houses and offices will be committed and set-off to the landowners revenue-sharing and/or flat received from contractor for landownership by the proportion of their shares.

[4] TRY 18.844 (31 December 2010: TRY 40.476) of advances and prepayments are advances given for Group's joint ventures Boyabat and Aslancık's fixed asset purchase.

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NOTE 26 - OTHER ASSETS AND LIABILITIES (Continued)

	31 December 2011	31 December 2010
Other current liabilities		
Provision for tax liability in dispute regarding 6111 law (Note 22)	264.484	-
Deferred revenue	45.909	52.283
Provision for unused vacation liability	33.351	27.497
Expense accruals	17.264	14.074
Tax base increase liability regarding 6111 law (Note 22)	9.405	-
Provision for broadcasted programmes	3.306	6.815
Arbitration Liability (Note 22)	22.412	-
Other	36	-
	396.167	**100.669**

The movements in the provision for unused vacation for the periods ended 31 December are as follows:

	2011	2010
1 January	(27.497)	(24.389)
Additions	(19.274)	(14.513)
Disposal of subsidiary	1.592	-
Reversal of provisions booked	3.425	-
Payments related with provisions	8.719	11.502
Currency translation differences	(316)	(97)
31 December	**(33.351)**	**(27.497)**

	31 December 2011	31 December 2010
Other non-current liabilities		
Provision for tax liability in dispute regarding 6111 law (Note 22)	391.076	-
Tax base increase liability regarding 6111 law (Note 22)	13.907	-
Other non-current liabiliities	8	-
	404.991	**-**

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NOTE 27 – EQUITY

Doğan Holding adopted the registered paid-in capital system available to companies registered with the CMB and set a limit on its registered paid-in capital representing registered type shares with a nominal value of TRY 1 Doğan Holding's authorized, historical and paid-in share capitals at 31 December 2011 and 2010 are as follows:

	31December 2011	31 December 2010
Limit on registered capital	4.000.000	4.000.000
Issued capital	2.450.000	2.450.000

The ultimate shareholder of Doğan Holding is Aydın Doğan and Doğan Family. The shareholder structures of the Holding at 31 December 2011 and 2010 are summarized as follows:

	Share %	31 December 2011	Share %	31 December 2010
Adilbey Holding A.Ş. (1)	52,68	1.290.679	52,00	1.274.000
Doğan Family	13,94	341.597	13,93	341.364
Aydın Doğan Vakfı	-	-	0,19	4.679
Publicly traded on ISE (2)	33,38	817.724	33,88	829.957
Total issued capital	**100**	**2.450.000**	**100**	**2.450.000**
Adjustment to issued capital		143.526		143.526
Total		**2.593.526**		**2.593.526**

(1) Adilbey Holding A.Ş.'s share has increased to 52,68% (TRY 1.290.679) as a result of purchasing 16.679.046,07 shares from ISE on 31 October 2011 and 8 December 2011.

(2) In accordance with the Capital Markets Board's (the "CMB") Resolution No: 21/655 issued on 23 July 2010, it is regarded that 31,46 % of the shares (31 December 2010: 32,12%) are outstanding as of 31 December 2011 based on the Central Registry Agency's ("CRA") records. 34,29% of Doğan Holding's shares are publicly available.

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NOTE 27 – EQUITY (Continued)

Adjustment to share capital represents the restatement effect of cash contributions to share capital at year-end equivalent purchasing power.

There are no privileged shares.

Restricted Reserves Assorted From Profit

Restricted Reserves are appropriated from retained earnings because of legal or contractualrequirements; or because of specified purposes other than profit distribution (for example: in order toutilize the tax advantage of sales of equity participations).

The legal reserves consist of first and second reserves, appropriated in accordance with the Turkish Commercial Code. The Turkish Commercial Code stipulates that the first legal reserve is appropriated out of statutory profits at the rate of 5% per annum, until the total reserve reaches 20% of the Company's paid-in share capital. The second legal reserve is appropriated at the rate of 10% per annum of all cash distributions in excess of 5% of the paid-in share capital. Under the Turkish Commercial Code, the legal reserves can only be used to offset losses and are not available for any other usage unless they exceed 50% of paid-in share capital.

Related amount is classified in "Restricted Reserves Assorted From Profit" accordance with CMB Financial Reporting Standards as of 31 December that amount is TRY 1.450.139 (31 December 2010: TRY 696.888). There is no restriction to add these reverses except first reserves to equity.

Capital Reserves and Retained Earnings

In addition, "Capital, Share Premiums, Legal Reserves, Special Reserves and Extraordinary Reserves" were recorded at their statutory carrying amounts and the inflation adjustment differences related to such accounts were recorded under inflation adjustment differences at the initial application of inflation accounting. Equity inflation adjustment differences could have been utilised only in issuing bonus shares and offsetting accumulated losses, carrying amount of extraordinary reserves could have been utilised in issuing bonus shares, cash dividend distribution and offsetting accumulated losses.

In accordance with the Communiqué No:XI-29 and related announcements of CMB, effective from 1 January 2008, "Share capital", "Restricted Reserves" and "Share Premiums" shall be carried at their statutory amounts. The valuation differences arised due to implementing the communiqué (such as inflation adjustment differences) shall be disclosed as follows:

- if the difference is arising due to the inflation adjustment of "Paid-in Capital" and not yet been transferred to capital should be classified under the "Inflation Adjustment To Share Capital";

- if the difference is due to the inflation adjustment of "Restricted Reserves" and "Share Premium" and the amount has not been utilised in dividend distribution or capital increase yet, it shall be classified under "Accumulated gain/losses".

- other equity items shall be carried at the amounts calculated based on CMB Financial Reporting Standards. Capital adjustment differences can only be included to capital.

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NOTE 27 – EQUITY (Continued)

The shareholders equity of Doğan Holding is as below:

		31 December 2011		31 December 2010
Share capital		2.450.000		2.450.000
Adjustment to share capital		143.526		143.526
Share premium		630		630
Increase /(decrease) in fair value of available for sale financial assets, net		(4.056)		13.918
Currency translation differences		67.538		(3.939)
Restricted reserves assorted from profit		1.450.139		696.888
- Legal reserves	*127.739*		*64.837*	
- Inflation adjustment differences to legal, extraordinary and other reserves, share premiums [1]	*1.322.400*		*632.051*	
Accumulated gain/losses		(311.595)		(92.683)
Net income for the period		(757.144)		656.204
Total shareholders' equity		**3.039.038**		**3.864.544**

[1] The related income consists of the sale of shares in the capital of Petrol Ofisi A.Ş., one of the Doğan Şirketler Grubu Holding A.Ş.'s jointly controlled entity, comprising of 312.665.847,814 units of shares in total with the nominal value of TRY 312.665.847,814 (exact) including 116.315.847,814 units of Class A bearer shares with the nominal value of TRY 1 (exact) per share and 196.350.000 units of Class A registered shares with the nominal value of TRY 1 (exact) per share, which totally corresponds to 54,14% of the paid-in capital of Petrol Ofisi A.Ş. to OMV Enerji Holding A.Ş. on 22 December 2010 in consideration of full and cash payment of Euro 499.700.000 (exact) and USD 694.583.000 (exact) of the nominal value of shares amounting to TRY 312.665.847,814 (exact). TRY 690.349.152,69 (exact) of the related "gain on disposal of shares in subsidiaries" which is exempt from Corporate Tax recognized in the statutory/individual records prepared in accordance with the provisions of Turkish Commercial Code ("TCC") and Tax Procedure Law ("TPL") will be retained by Doğan Holding in a special fund under equity within five years in accordance with the requirements set out in Corporate Tax Law (Under the "CMB" Financial Reporting Standards, the related amount corresponds to TRY 782.702.250 (exact) and will not be subject to profit distribution.

Financial assets fair value reserves

Financial assets fair value reserve is derived from unrealised gains and losses arising from net changes in fair value of securities classified as available – for – sale with deferred tax effect.

Dividend Distribution

Listed companies of whose shares traded on the ISE, are required to distribute their dividends in accordance with the following criteria set out by the CMB:

Upon the CMB's Resolution No: 02/51 issued on 27 January 2010, there is no minimum level of dividend distribution requirement for the listed companies at the stock exchange for profits arising from operations in 2009 (2009: 20%). In this respect, companies will distribute their profits under the scope of the requirements of the CMB's Communiqué No. IV-27, their own articles of association and their own publicly disclosed profit distribution policies.

Also, based on the CMB's resolution no: 7/242 issued on 25 February 2005, if all of the profit distribution amount determined in accordance with the regulation set out on the CMB's minimum profit distribution requirement over the net distributable profit calculated based on the CMB regulations can be recovered from the distributable profit amount in the statutory records, the related amount will be fully distributed, or otherwise all the net distributable profit in the statutory records will be distributed accordingly. No dividend distribution will be made if financial statements or statutory records prepared in accordance with the CMB standards reflect any loss amount for the period.

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NOTE 27 – EQUITY (Continued)

Dividend Distribution (continued)

If the Company decides to distribute dividends regarding the decision of general assembly of public companies, the distribution of the relevant amount may be realized as cash or as bonus shares or partly as cash and bonus shares; and in the event that the first dividend amount to be specified is less than 5% of the paid-up capital, the relevant amount can be retained within the company. However, companies that made capital increases before distributing dividends related to the prior period and whose shares are therefore classified as "old" and "new" and that will distribute dividends are required to distribute the first amount in cash.

Under the requirements of the CMB's Communiqué Serial:XI, No.29, based on the audited consolidated financial statements prepared for the period 1 January 2010 – 31 December 2010 in accordance with International Accounting Standards and International Financial Reporting Standards, the Group's "Net Profit for the Period" is calculated as TRY 656.204 considering its "current tax expenses", "deferred tax income" and "non-controlling interests"; under TCC (Turkish Commercial Code), offsetting TRY 62.902 of first legal reserves, TRY 92.683of retained earnings, TRY 690.349 sales revenue of participation shares which is not be subjected to distribution from take account of special fund under equity and TRY 1.053 of donations made in 2010, under the profit distribution requirements of the CMB's, nonoccurrence distributable profit of the period (TRY 188.677 loss) unanimously decidede not to distribute any profits for the period in accordance with the resolution issued in its Board of Directors' meeting held on 19 July 2011.

The CMB's requires the disclosure of total amount of net profit remaining portion from retained earnings in the statutory records and other resources which may be subject to distribution in the financial statements prepared in accordance with Communiqué Serial XI, No: 29. As of 31 December, the Company's gross amount of resources that may be subject to the profit distribution based on the statutory records amounts to TRY 1.243.924(2010:523.554).

NOTE 28 - SALES AND COST OF SALES

	2011	2010
Domestic Sales	2.874.694	2.790.183
Foreign Sales	479.883	339.318
Sales returns	(342.934)	(435.701)
Sales discount	(144.295)	(174.922)
Net sales	**2.867.348**	**2.518.878**
Cost of sales (-)	(2.060.672)	(1.852.713)
Gross Profit	**806.676**	**666.165**

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NOTE 28 - SALES AND COST OF SALES (Continued)

Sales income and cost of sales

The details of operating revenue for the years ended 31 December 2011 and 2010 are disclosed in Note 5 - Segment Reporting.

NOTE 29 - RESEARCH AND DEVELOPMENT EXPENSES, MARKETING, SALES AND DISTRIBUTION EXPENSES, GENERAL ADMINISTRATIVE EXPENSES

	2011	2010
Selling, marketing and distribution expenses	386.592	328.707
General administrative expenses	394.900	345.733
Operating expenses	**781.492**	**674.440**

NOTE 30 – EXPENSES BY NATURE

The details of cost of sales, marketing, selling and distribution expenses and general administrative expenses for the nine-month interim periods ended as at 31 December 2011 and 2010 are as follows:

	2011	2010
Cost of trade goods sold	689.747	470.310
Personnel expenses	613.304	530.404
Raw material and supplies	331.235	324.888
General production overhead	313.706	462.341
Depreciation expenses (1)	218.714	233.686
Advertisement expenses	91.916	87.423
Expenses related to telecommunication services	77.186	72.681
Transportation, storage and travel expenses	50.821	45.575
Rent expenses	46.017	33.139
Dealer shop premium expenses	37.729	26.136
Satellite usage fees	20.450	18.473
RTSC share in advertisement (2)	19.042	70.385
Miscellaneous tax expenses	10.102	5.700
Communication expenses	11.071	9.688
Non-deductible expenses	8.795	7.132
Other	302.329	129.192
	2.842.164	**2.527.153**

(1) As of 31 December 2011, depreciation expense that belongs to the sale of subsidiary and brand amounting to TRY 14.896 (31 December 2010: TRY 167.409 that belongs to subsidiary, brand and business partnership) is classified under discontinued operations. As of 31 December 2011, TRY 486 (31 December 2010: TRY 477) of depreciation expense and redemption is reflected in stocks.

(2) 3% of monthly gross commercial communication income, excluding programme support income, of media service providers are classified as Supreme Council income in accordance with Article 41 (ç) of the "Establishment and Broadcasting of Radio and Television Companies" Law, which was published in the Official Gazette No: 27863 on 3 March 2011. Accordingly, 5% of commercial income that was previously retained as per the revoked Law No: 3984, has been decreased to 3% with the effect of the new requirement.

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NOTE 31 - OTHER INCOME/EXPENSES

	2011	2010
Other income:		
Provisions no longer required	39.712	7.699
Profit from sales of available for sale financial asset [1] (Note 7)	11.278	-
Gain on sales of property, plant and equipment and intangible assets	7.269	16.830
Reversal of provision of tax penalties (Note 22)	4.977	2.878
Profit from sale of subsidiary share	2.019	733
Scrap sales income	2.914	2.035
Rent income (Note 17)	4.314	3.041
Other income	23.020	7.020
	95.503	**40.236**

[1] Profit generates from the sales of its 10% shares in Ray Sigorta, one of the available for sale financial assets of Group, (Note 7).

	2011	2010
Other expenses:		
Tax liability in dispute [1]	(844.993)	-
Provision for impairment of goodwill (Note 20)	(103.895)	(29.030)
Tax base increase [2]	(89.560)	-
Provision for doubtful receivables (Note 10) [3] [5]	(32.018)	(35.672)
Provision for impairment of programme rights and stocks (Note 19,26)	(3.655)	(1.637)
Impairment on terrestrial broadcasting rights (Note 19) [4]	(23.500)	-
Provision for impairment on inventory (Note 13)	(1.665)	(4.495)
Provision for lawsuits (Note 22) [6]	(7.380)	(3.580)
Impairment of property, plant and equipment and intangible assets (Note 18 ve 19) [7]	(19.978)	(40.323)
Loss on sale of property, plant and equipment	(7.475)	(1.377)
Competition authority penalty (Note 22)	(4.923)	-
Other penalties and compensations paid	(4.420)	(13.832)
Provision for tax penalty	-	(15.171)
Cancelled project expense	-	(9.188)
Loss compensation of joint ventures	-	(7.251)
Impairment on investment property (Note 17)	(4.619)	(39.133)
Provision for arbitration liability (Note 22, 26)	(22.412)	-
Withholding tax provision (Note 22)	(1.751)	(3.095)
Other	(40.556)	(11.400)
	(1.212.800)	**(215.184)**

[1] Tax liability in dispute is shown net of TRY 21.196 amount of reversal of provisions for the previous years' tax lawsuits.
[2] TRY 5.950 of tax base increase expense is recognized under the discontinued operations.
[3] TRY 3.626 (31 December 2010: TRY 20.420) of provision for doubtful trade receivables is recognized under the discontinued operations.
[4] Doğan TV Holding, one of the subsidiaries of the Group, has booked an impairment of TRY 23.500 in the current period for the broadcasting license of CNN Turk by taking into consideration the effects of the new RTSC Law No:6112 and communique and regulations regarding the distribution of terrestrial broadcasting licences related with this law and taking into consideration redistribution of these licenses by giving priority to the license owners.
[5] The provision amount calculated for trade receivables transferred with the closing balance sheet in relation to the sale of Işıl TV as at 3 November is TRY 3.375. This amount is shown net with the amount received and associated with the gain/loss from sale.
[6] TRY 861 of provision for lawsuits is recognized under discontinued operations as of 31 December 2010.
[7] In 31 December 2010, provision related to impairment of tangible fixed asset amounting to TRY 10.838 was classified to discontinued operations.

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NOTE 32 – FINANCIAL INCOME

Financial income for the periods ended as at 31 December 2011 and 2010 are as follows:

Financial income:	**2011**	**2010**
Foreign exchange gain	697.752	185.210
Interest income on bank deposits	199.391	70.097
Unearned finance income due to sales with maturity	51.338	40.316
Other interest and commissions	23.595	1.962
	972.076	**297.585**

NOTE 33 - FINANCIAL EXPENSE

Financial expense for the periods ended as at 31 December 2011 and 2010 is as follows:

Financial expense:	**2011**	**2010**
Foreign exchange loss	(541.917)	(192.269)
Interest expenses		
-Interest expense on bank borrowings	(120.295)	(88.630)
-Tax liability in dispute finance expense regarding 6111 law	(38.595)	-
-Tax base increase finance expense regarding 6111 law	(1.372)	-
Unearned finance expense due to purchases with maturity	(17.554)	(24.345)
Bank commission expenses	(14.425)	(13.215)
Other	(40.512)	(11.856)
	(774.670)	**(330.315)**

NOTE 34 – NON-CURRENT ASSETS HELD FOR SALE AND DISCONTINUED OPERATIONS

The details of the disposal of subsidiaries and assets and disposal plans on the property, plant and equipment of the Group as of 31 December 2011 are as follows:

a) Transfer of Shares of Subsidiaries and Asset Sale

With the Group's transfer of all brands, royalties and internet domain names pertaining to Bağımsız Gazeteciler and Milliyet Newspaper to DK Gazetecilik ve Yayıncılık A.Ş. as of 2 May 2011 and transfer of shares of Işıl Televizyon Yayıncılık A.Ş. (Star TV) to Doğuş Yayın Grubu as of 3 November 2011, the related assets are recognized under discontinued operations in the consolidated financial statements as of 31 December 2011. Net profit from the discontinued operations of the Group as of 31 December 2011 is TRY 132.278 (31 December 2010: TRY 886.293) and the details are summarized as below.

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NOTE 34 – NON-CURRENT ASSETS HELD FOR SALE AND DISCONTINUED OPERATIONS (Continued)

31 December 2011

Sale of Bağımsız Gazeteciler and Milliyet Brand

The Group's filed application in relation to the transfer of all brands, royalties and internet domain names (milliyet.com.tr; milliyet.com; milliyetemlak.com.tr etc.) pertaining to the Milliyet Newspaper in consideration of USD 47.960 (TRY 73.595) plus VAT and its 1.289.996 shares of Bağımsız Gazeteciler Yayıncılık A.Ş. with a nominal value of TRY 100 each, comprising all brands, royalties and domain names pertaining to the Vatan Newspaper, in which it holds 99,99% participation amounting to TRY 129.000 of capital in consideration of USD 26.000 (TRY 39.897) to DK Gazetecilik ve Yayıncılık A.Ş., a joint venture company formed by Demirören and Karacan Group was approved by the Competition Authority on 28 April 2011 and the related transfer transactions were completed as of 2 May 2011 upon the satisfaction of all closing conditions.

The Group and DK Gazetecilik ve Yayıncılık A.Ş. have a mutual understanding of the following: transfering of all personnel related to all brands, royalties and internet domain names pertaining to the Milliyet Newspaper with all their rights; share transfer of Bağımsız Gazeteciler Yayıncılık A.Ş. as of the closing balance sheet date prepared on 2 May 2011 by offsetting any of its liabilities/encumbrances and any receivables; if such treatment is inapplicable, offsetting liabilities that cannot be recoverable from receivables against the share transfer consideration by the deduction of liabilities against the first installment payments, or if receivables are higher than liabilities, addition of difference amount between liabilities and receivables to the sale price; restricting the total liability that may arise from termination pay, retirement pay and leave of absence to 15% in the termination of employment contracts by DK Gazetecilik ve Yayıncılık A.Ş.and Bağımsız Gazeteciler Yayıncılık A.Ş. during the share transfer period. As a result of this mutual understanding, TRY 3.577 and TRY 1.765 of discount have been applied to the Milliyet Newspaper and Bağımsız Gazeteciler Yayıncılık A.Ş., respectively, over the sale price as the cost of termination of employment contracts. In addition, TRY 3.269 of discount has been applied over the sale price of Bağımsız Gazeteciler Yayıncılık A.Ş. as a liability amount that cannot be recoverable from receivables.

The payment schedule will include TRY 20.000 of advance payment at the sign date of the contract (20 April 2011), TRY 20.000 of cash payment no later than 31 May 2011 and 40 monthly installments of the remaining portion starting from 2012. For installment payments in 2012, 2013, 2014 and 2015, as of closing date, Libor+2,5, Libor+3,5, Libor+4,5 and Libor+5,5 interest rate will be applied, respectively. Libor interest rate is applied for 6 months and this rate is calculated every six months and is determined on a fix rate basis for the following six-month period.

TRY 20.000 of cash payment was made on 31 May 2011, less any discounts applied and closing balance sheet reconciliations mentioned above. The payment of the remaining USD 47.893 is received as 40 bonds and classified as USD 7.184 of short term bond and USD 40.709 of long term bond as of 2 May 2011.

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NOTE 34 – NON-CURRENT ASSETS HELD FOR SALE AND DISCONTINUED OPERATIONS(Continued)

Sale of Bağımsız Gazeteciler and Milliyet Brand (Continued):

Operating results and sale proceeds of subsidiaries up until disposal of Bağımsız Gazeteciler and Milliyet are detailed as follows:

	30 April 2011	31 December 2010
Sales	49.426	160.603
Cost of sales (-)	(37.149)	(110.347)
Gross profit	**12.277**	**50.256**
Marketing, sales and distribution expenses (-)	(18.294)	(59.057)
General administration expenses (-)	(6.265)	(19.378)
Other operating income/ expenses (net)	(2.629)	(4.407)
Financial expenses (net)	(797)	(1.655)
Loss before income tax from discontinued operations	**(15.708)**	**(34.241)**
Tax (expense) from discontinued operations	**(699)**	**(4.622)**
Current year tax charge	-	-
Deferred tax expense	(699)	(4.622)
Net loss from discontinued operations prior to saleproceeds from the disposal of brand and subsidiary shares	**(16.407)**	**(38.863)**
Gain on sale of brand and subsidiary shares	16.589	-
Sales income tax (expense)	(6.541)	-
Discontinued operations		
Net (loss) from discontinued operations(after income taxes)	**(6.359)**	**(38.863)**

[1] Net loss from discontinued operations decreased by TRY 3.112 compared to the amount previously reported as a result of the offsetting of provisions subsequent to the date of sale till the end of the balance sheet date.

Cash used in discontinued operations:

	30 April 2011	31 December 2010
Net cash used in operating activities	(1.376)	(1.297)
Net cash provided by/ (used in) investing activities	464	(703)
Net cash provided by financing activities	502	2.371
Net cash outflow / (inflow)	**(410)**	**371**

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NOTE 34 – NON-CURRENT ASSETS HELD FOR SALE AND DISCONTINUED OPERATIONS(Continued)

a) Transfer of Shares of Subsidiaries and Asset Sale (continued)

	30 April 2011
Amount received	93.655
Carrying value of net assets	(77.066)
Sales income	**16.589**
Net Amount received from sale of brand and subsidiary shares	
Cash and cash equivalents received	27.424
Notes receivables received	66.231
Less: Cash and cash equivalents of sold subsidiary	(187)
	93.468

Net book value of assets disposed

	30 April 2011
Current assets	**4.516**
Cash and cash equivalents	187
Trade receivables	1.848
Inventories	1.345
Other current assets	1.136
Non-current assets	**102.598**
Property, plant and equipment	1.128
Intangible assets	51.952
Goodwill	47.757
Investment property	159
Other non-current assets	1.602
Current liabilities	**15.300**
Financial borrowings	3.252
Trade payables	3.708
Other taxes and funds payables	3.547
Provisions	159
Other current liabilities	4.634
Non-current liabilities	**14.747**
Other payables	6
Provision for employee termination benefits	11.092
Deferred tax liability	3.649
Net assets disposed of from scope of consolidation	**77.067**
Gain from sale [1]	**16.589**

[1] Carrying value of net assets from discontinued operations increased by TRY 2.870 and the profit on sale amount decreased equally compared to the amount previously reported as a result of the offsetting of provisions subsequent to the date of sale till the end of the balance sheet date.

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NOTE 34 – NON-CURRENT ASSETS HELD FOR SALE AND DISCONTINUED OPERATIONS (Continued)

Işıl TV Sale

391.500.000 shares of Işıl Televizyon Yayıncılık A.Ş. (Star TV), one of the subsidiaries of the Group, with a nominal value of TRY 1 each, which represent 99,99% of capital amounting to TRY 391.500 were sold to to Doğuş Yayın Grubu in consideration of USD 327.000. USD 151.000 of the total amount, is payable in cash at the date of the completion of share sale and transfer subsequent to obtaining the required legal permits and approvals and the remaining amount (USD 176.000) is payable in installments in 2 years. All income and expenses attributable to Işıl Televizyon Yayıncılık A.Ş. relate to the Group by 3 November 2011. The Group also makes its best effort to keep a balance in between the receivable and payable accounts associated with Işıl Televizyon Yayıncılık A.Ş. as of 3 November 2011. If these accounts are imbalanced, parties acknowledge and commit to a deduction of payable amounts that cannot be compensated through receivables against the share transfer price or an addition of receivable-payable difference balance to the sale price where receivables exceed payables. Therefore, sale price is revised accordingly and TRY 16.000 is added to the sale price.

	31 October 2011	31 December 2010
Sales	167.038	206.529
Cost of sales (-)	(204.796)	(210.140)
Gross profit	**(37.758)**	**(3.611)**
Operating expenses (-)	(39.319)	(40.962)
Other income	4.072	8.413
Other expense	(6.792)	(4.392)
Financial income	16.539	16.689
Financial income expenses	(13.417)	(6.701)
Loss before income tax from discontinued operations	**(76.675)**	**(30.564)**
Tax (expense)/ income from discontinued operations	**-**	**-**
Current year tax charge	-	-
Deferred tax (expense)/ income	(3.718)	(6.952)
Net loss from discontinued operations prior to saleproceeds from the disposal of brand and subsidiary shares	**(80.393)**	**(37.516)**
Gain on sale of subsidiary shares	229.260	-
Sales income tax expense	(10.230)	-
Discontinued operations		
Net profit from discontinued operations (after income taxes)	**138.637**	**(37.516)**

Cash used in discontinued operations:

	31 October 2011	31 December 2010
Net cash provided by operating activities	25.611	20.357
Net cash provided by/ (used in) investing activities	254.266	(4.860)
Net cash used in financing activities	(13.520)	(15.300)
Net cash inflow	**266.357**	**197**

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NOTE 34 – NON-CURRENT ASSETS HELD FOR SALE AND DISCONTINUED OPERATIONS(Continued)

Işıl TV Sale (Continued)

	31 October 2011
Amount received	592.855
Carrying value of net assets	(363.595)
Sales income	**229.260**
Net Amount received from sale of brand and subsidiary shares	
Cash and cash equivalents received	267.477
Notes receivables received	325.378
Less: Cash and cash equivalents of sold subsidiary	(1.120)
	591.735

Net book value of assets disposed

	31 October 2011
Current assets	**53.030**
Cash and cash equivalents	1.120
Trade receivables	39.094
Inventories	302
Other current assets	12.514
Non-current assets	**361.845**
Property, plant and equipment	7.649
Intangible assets	115.169
Goodwill	238.925
Other non-current assets	102
Current liabilities	**40.721**
Financial borrowings	13.520
Trade payables	14.925
Other taxes and funds payables	6.436
Provisions	-
Other current liabilities	5.840
Non-current liabilities	**10.559**
Other payables	-
Provision for employee termination benefits	725
Deferred tax liability	9.834
Net assets disposed of from scope of consolidation	**363.595**
Gain from sale	**229.260**

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NOTE 34 – NON-CURRENT ASSETS HELD FOR SALE AND DISCONTINUED OPERATIONS (Continued)

The Group has transferred its entire shares in its subsidiary, Pronto Peterburg to the company according to the Russian statutory legislation in the current period.

Net book value of assets disposed	**31 December 2011**
Current assets	**159**
Trade receivables	425
Inventories	53
Other receivables	85
Other current assets	179
Non-current assets	
Property, plant and equipment	161
Intangible assets	28
Deferred tax asset	204
Current liabilities	
Trade payables	(393)
Provisions	(316)
Other current liabilities	(599)
Net assets disposed	**(15)**
Consideration:	
Consideration paid in cash and cash equivalents	-
Deferred sales proceeds	189
Net cash inflow on disposal:	
Consideration paid in cash and cash equivalents	-
(Less) cash and cash equivalent balances disposed of	(159)

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NOTE 34 – NON-CURRENT ASSETS HELD FOR SALE AND DISCONTINUED OPERATIONS (Continued)

31 December 2010

Transfer of POAŞ shares

As described in detail below, on 22 December 2010, Group disposed;

- Shares in the capital of "POAŞ" comprising of 312.665.847,814 number of shares in total with the total amount of TRY 312.665.847,814 including 116.315.847,814 number of Class A bearer shares with the nominal value of TRY 1 (One TRY) per share and 196.350.000 number of Class A registered shares with the nominal value of TRY 1 (One TRY) per share, which totally corresponds to 54,14% of the capital of POAŞ for prices of EUR 499.700 and USD 694.583,

- "Restricted share certificates" corresponding to 0,03% of the capital of "POAŞ" (currently calculated as 192.500 number of shares) for a price of EUR 600 upon the release of the related restriction status

- Shares in the capital of ERK Petrol Yatırımları A.Ş. comprising of 2.000 number of shares with a nominal value of TRY 1 (One TRY) per share registered in the stock certificate book and corresponding to 0,01% of the capital of ERK Petrol Yatırımları A.Ş. for a price of TRY 2,06254 based on their registered value,

- Shares in the capital of Petrol Ofisi Gaz İletim A.Ş. comprising of 2.000 number of shares with a nominal value of TRY 1 (One TRY) per share registered in the stock certificate book and corresponding to 0,05% of the capital of Petrol Ofisi Gaz Iletim A.Ş. for a price of TRY 2 based on their registered value,

- Shares in the capital of Petrol Ofisi Alternatif Yakıtlar Toptan Satış A.Ş. comprising of 1.777,78 number of shares with a nominal value of TRY 1 (One TRY) per share registered in the stock certificate book with fraction receipts and corresponding to 0,02% of the capital of Petrol Ofisi Alternatif Yakıtlar Toptan Satış A.Ş. for a price of TRY 1,77778 based on their registered value,

be sold to the company of OMV Enerji Holding A.Ş. against full and cash payment in accordance with the related "Stock Sale Agreements" executed. The stock transfer prices of the shares of subsidiaries excluding "POAŞ" are also included in the total amount specified above (EUR 499.700 and USD 694.583).

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NOTE 34 – NON-CURRENT ASSETS HELD FOR SALE AND DISCONTINUED OPERATIONS(Continued)

Transfer of POAŞ shares (continued)

Operating results of POAŞ for the period 31 December 2010 are detailed as follows.

	31 December 2010
Sales	8.736.909
Cost of sales (-)	(8.272.583)
Gross profit	**464.326**
Marketing, selling and distribution expenses (-)	(193.308)
General and administrative expenses (-)	(88.225)
Research and development expenses	(335)
Other income/(expense) (net)	(64.150
Financial income/(expense) (net)	(153.395)
(Loss)/ profit before tax from discontinued operations	**(35.087)**
Tax income/(expense) from discontinued operations	**180**
Current expense tax for the period	(22.212)
Deferred tax income	22.392
Net (Loss)/profit of discontinued operations before joint venture's share transfer	**(34.907)**
Gain on disposal of Joint Venture (Note 41)	1.043.603
Sales Income Tax Expense	(46.023)
Discontinued operations	
Net profit after tax for Discontinued operations	**962.673**

Net cash used in discontinued operations

	31 December 2010
Net cash provided by operations	352.826
Net cash used in investing activities	(299.590)
Net cash used in financing activities	(588.596)
Net cash outflow	**(535.360)**

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NOTE 34 –NON-CURRENT ASSETS HELD FOR SALE AND DISCONTINUED OPERATIONS (Continued)

Transfer of POAŞ shares (continued)

Gain on sale of joint venture shares

	31 December 2010
Amount received	2.095.253
Carrying value of net assets	(1.062.765)
Non-controlling interests	11.115
Sales profit	**1.043.603**

As of 22 December 2010, 54,14% (stock sale rate) shares in capital of POAŞ be transferred, and gain on disposal amounting to TRY 1.043.603 reclassified under disountinued operations. Group, has consolidated 54,17% of net assets of POAŞ until 22 December 2010 by proportionate consolidation method. Restricted share corresponding to 0,03% of the capital of POAŞ which can not be transferred, reclassified to non-current avalaible for sale financial investments as of 31 December 2011 and 2010.

Net amount received from sale of joint venture shares

Cash and cash equivalents received	2.095.253
Less: Cash and cash equivalents of sold joint venture	(217.318)
	1.877.935

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NOTE 34 – NON-CURRENT ASSETS HELD FOR SALE AND DISCONTINUED OPERATIONS (Continued)

Transfer of POAŞ share s (continued)

Net book value of assets disposed

	31 December 2010
Current Assets	**1.412.884**
Cash and cash equivalents	217.318
Financial assets	14.296
Trade receivables	578.053
Other receivables	17.874
Inventories	521.978
Other current assets	63.365
Non-current Assets	**2.113.547**
Trade receivables	5.608
Other receivables	240
Financial Investments	74
Property, plant and equipment	939.363
Intangible assets	297.838
Goodwill	797.085
Deferred tax asset	8.006
Other non-current assets	65.333
Current Liabilities	**1.078.998**
Financial liabilities	461.741
Other financial liabilities	5.256
Trade payables	313.855
Other payables	208.283
Current income tax liabilities	1.581
Provisions	24.151
Other current liabilities	64.131
Non-current Liabilities	**1.383.882**
Financial liabilities	1.299.163
Other payables	977
Provisions	1.454
Provision for employee termination benefits	5.974
Deferred tax liability	76.311
Other non-current liabilities	3
Net assets disposed of from scope of consolidation	**1.063.551**
Financial assets classified as assets held for sale	786
Non-controlling interests	11.115
Gain from sale	**1.043.603**

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NOTE 34 – NON-CURRENT ASSETS HELD FOR SALE AND DISCONTINUED OPERATIONS (Continued)

b) Assets held for sale:

Non-current assets amounting to TRY 80.687 that are reclassified as investment property in the consolidated IFRS financial statements of the Group for the period ended 31 December 2011 are detailed as follows.

Property, Plant and Equipment sale of OOO Pronto Moscow and Rosprint Samara

As OOO Pronto Moscow and Rosprint Samara cease their operations in their two printing facilities, the Group has decided to dispose of some of its fixed assets in its subsidiaries. These assets which are expected to be disposed of within twelve-month period are reclassified as assets held for sale and presented separately in the balance sheet.

Property, plant and equipment reclassified as asset held for sale as of 31 December 2011 is as follows:

Property, Plant and Equipment	31 December 2011
Cost	
Land and land improvements	1.424
Buildings	3.231
Machinery and equipment	13.599
Furniture and fixtures	94
Construction in progress	147
	18.495
Accumulated depreciation	
Land and land improvements	-
Buildings	(441)
Machinery and equipment	(11.716)
Furniture and fixtures	(94)
	(12.251)
Net book value	**6.244**

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NOTE 34 – NON-CURRENT ASSETS HELD FOR SALE AND DISCONTINUED OPERATIONS (Continued)

Sale of Property, Plant and Equipment of Hürriyet

In 2011, Hürriyet, one of the subsidiaries of the Group, began its disposal operations relating to its investment properties including the building that the has been used for Company headquarters for 28 years and used in the segmental reporting of Turkey and completed the disposal operations on 31 January 2012 for the purpose of cutting off financial liabilities (Note 37). The Company reclassified the related properties as assets held for sale under IFRS 5 in the IFRS financial statements.

For held for sale investments, no impairment loss is recognized in cases where profit on sale exceeds the carrying value of related asset.

Property, plant and equipment reclassified as asset held for sale as of 31 December 2011 is as follows:

Property, Plant and Equipment	**31 December 2011**
Cost	
Land and land improvements	10.476
Buildings	97.647
	108.123
Accumulated depreciation	
Land and land improvements	(318)
Buildings	(33.362)
	(33.680)
Net book value	**74.443**

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NOTE 35 - TAX ASSETS AND LIABILITIES

Turkish tax legislation does not permit a parent company and its subsidiaries to file a consolidated tax return. Therefore, provisions for taxes, as reflected in these consolidated financial statements, have been calculated on a separate-entity basis for the all subsidiaries consolidated on line-by-line basis.

Corporate tax

	31 December 2011	31 December 2010
Corporate and income taxes payable	38.858	76.462
Deferred tax liabilities, net	48.226	31.099
Total	**87.084**	**107.561**

Turkey

The Corporate Tax Law has been amended as of 13 June 2006 by Law No: 5520. The majority of the clauses of Law No: 5520 are effective as of 1 January 2006. Corporate tax rate for the fiscal year 2011 is 20% (2010: 20%) for Turkey. Corporate tax is payable at a rate of 20% on the total income of the Group after adjusting for certain disallowable expenses, corporate income tax exemptions (investment allowance, etc.) and corporate income tax deductions (such as research and development expenditures deduction). No further tax is payable unless there is dividend distribution.

As a result of merger between POAŞ and Doğan Gazetecilik, the Group classified the merger premiums as offset account which is neither active nor passive because of legislation provisions related to financial statements which is subject to inflation adjustment for 2004 corporate income tax calculation and Tax Procedure Law No. 17 "Inflation Adjustment Application" published on 24 March 2005.

Dividends paid to non-resident companies having representative offices in Turkey and resident companies are not subject to withholding tax. Dividends paid to companies except for those companies are subject to 15% of withholding tax. An increase in capital via issuing bonus shares is not considered as a profit distribution and thus does not incur withholding tax.

Companies calculate corporate tax quarterly at the rate of 20% over their corporate income and these amounts are disclosed by the end of 14th day and paid by the end of the 17th day of the second month following each calendar quarter-end. Advance taxes paid in the period are offset against the following period's corporate tax liability. If there is an outstanding advance tax balance as a result of offsetting, the related amount may either be refunded in cash or used to offset against for other payables to the government.

Tax Law No: 5024 "Amendments in Tax Procedural Law, Income Tax Law and Corporate Tax Law" published in the Official Gazette on 30 December 2003 requires income tax and corporate taxpayers whose earnings are determined based on the balance sheet to prepare their statutory financial statements by adjusting the non-monetary assets and liabilities for the changes in the general purchasing power of the Turkish Lira effective from 1 January 2004. In accordance with the provisions of the afore-mentioned Law provisions, in order to apply inflation adjustment, the cumulative inflation rate (TURKSTAT WPI) over the last 36 months and 12 months must exceed 100% and 10%, respectively. Inflation adjustment has not been applied as the related threshold has not been met as of 2005.

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NOTE 35 - TAX ASSETS AND LIABILITIES (Continued)

Turkey (Continued)

In Turkey, there is no procedure for a final and definitive agreement on tax assessments. Companies file their tax returns by the 25th of the fourth month following the close of the financial year to which they relate.

Tax authorities can review accounting records within five years and if they determine any errors on the accounting records, tax payable can be reassessed as a result of another tax assessment.

Under the Turkish tax legislation, tax losses can be carried forward to offset against future taxable income for up to five years. Tax losses cannot be carried back to offset profits from previous years.

As publicly disclosed on 19 April 2011, the Company plans to make use of the requirements set out in relation to "Tax Base Increase" in Law No: 6111 "Restructuring of some receivables and Social Security and General Health Insurance Law and Other Law Amending Certain Laws and Decrees"; therefore, 50% of losses attributable to the periods that are subject to tax base increase will not be offset against the income to be obtained in 2010 and subsequent periods.

As of 31 December 2011, the Company has offset its financial losses attributable to the calculation of offsetting of tax asset against deductible financial losses or current tax provision in accordance with the above-mentioned principles.

There are numerous exemptions in the Corporate Tax Law concerning the corporations. The exemptions that are related to the Group are as follows:

Exemption for participation in subsidiaries

Dividend income from participation in shares of capital of another fully fledged taxpayer corporation (except for dividends from investment funds participation certificates and investment partnerships shares) are exempt from corporate tax.

Issued premiums exemption

Gains from issued premiums derived from the disposal of sales at nominal values during incorporations and the capital increase of joint stock companies are exempt from corporate tax.

Exemption for participation into foreign subsidiaries

For companies participating in 10% or more of the capital of a non-resident limited liability or joint stock company,(except for those whose principal activity is financial leasing or investment property) for at least one year until the date of the income is generated and transferred to Turkey until the date of the filing of the corporate income tax return of the fiscal year in which the income is generated is exempt from corporation tax subject to those subsidiaries being subject to corporate income tax, or alike, in their country of legal residence or business centre at the rate of at least 15% (minimum corporate income tax applicable in Turkey for those whose principal activity is finance assurance or insurance).

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NOTE 35 - TAX ASSETS AND LIABILITIES (Continued)

Turkey (Continued)

Exemption for sale of participation shares and property

75% of the gains derived from the sale of preferential rights, usufruct shares and founding shares from investment equity and real property which have remained in assets for more than two full years are exempt from corporate tax. For exemption, the relevant gain is required to be held in a fund account in liabilities for at least five years. The cost of the sale should be collected until the end of the second calendar year following the year of the sale.

Brokerage houses and real estate companies engaged in trading and the leasing of real estates cannot benefit from the exemption.

The details of effective tax laws in the Russian Federation where the Group performs a significant part of its operations are as follows:

Russian Federation

The corporate tax rate effective in the Russian Federation is 20% (2010: 20%).

The Russian tax year is the calendar year and fiscal year ends other than the calendar year end are not applicable in the Russian Federation. The income taxes over gains are calculated annually. Tax payments are made monthly or depending on tax payer's discretion, it can be made monthly or quarterly by using different calculation methods. Corporate tax declarations are given until 28th of March following the fiscal year end.

According to the Russian Federation's tax legislation, financial losses can be carried forward for 10 years to be deducted from future taxable income. Restriction on the deductible financial losses has been revoked as of 2007. Maximum amount that can be deducted in any year is limited to 30% of the taxable income (2010:30%). Rights related to tax losses that have not been utilized in the related years are expired.

Tax can be refunded in practice; however, refund is generally available following the outcome of legal procedures. Consolidated tax reporting or tax payment of parent companies or subsidiaries is not allowed. In general, dividend payments that are paid to foreign shareholders are subject to 15% withholding tax. Based on bilateral tax agreements, withholding tax rate can be decreased.

The tax legislation of the Russian Federation is subject to various interpretations and changes frequently. The interpretation of tax legislation by tax authorities regarding the business of TME may differ from the management's interpretation.

The tax rates at 31 December 2011 applicable in the foreign countries, where the significant part of the Group's operations are performed, are as follows:

Country	Tax rates(%)	Country	Tax rates(%)
Germany [1]	28,0	Ukraina [2]	23,0
Romania	16,0	Hungary [3]	19,0
England	28,0	Slovenia	20,0
Croatia	20,0	Belarus [4]	24,0
Kazakhstan	20,0	Netherlands [5]	25,5

[1] Corporate tax rate is applied as 15% for Germany. An additional solidarity tax of 5,5% and municipal commerce tax varying in between 14-17% is also applied over the corporate tax.
[2] Tax rate decreased to 23% from 25% as of 1 April 2011. Tax rate is determined as 21% and 19% for the years 2012 and 2013 respectively.
[3] Tax rate is 10% for the tax base up to initial 500 million Hungarian Forint, 19% for over 500 million Hungarian Forint.
[4] Tax rate decreased to 18% as of 1 January 2012.
[5] From January 1, 2011 tax rate has decreased to 25% and the initial EUR 200.000 of the corporate tax base has been taxed from 20%.

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NOTE 35 - TAX ASSETS AND LIABILITIES (Continued)

Deferred taxes

The Group recognises deferred tax assets and liabilities based upon temporary differences arising between their financial statements as reported under the CMB's Financial Reporting Standards and their statutory tax financial statements. These differences usually result in the recognition of revenue and expenses in different reporting periods for the CMB's Financial Reporting Standards and tax purposes.

Deferred taxes are calculated on temporary differences that are expected to be realized or settled based on the taxable income in coming years under the liability method using tax rates enacted at the balance sheet dates.

Deferred tax assets and liabilities are presented in net in the consolidated financial statements of the Group, since they are presented in net in the financial statements of subsidiaries and joint ventures, which are each individual tax payers. Temporary differences, deferred tax assets and deferred tax liabilities at the table below are presented based on gross amounts.

The composition of cumulative temporary differences and the related deferred tax assets and liabilities in respect of items for which deferred tax has been provided at 31 December 2011 and 2010 using the enacted tax rates is as follows:

	Cumulative temporary differences		**Deferred Tax assets/(liabilities)**	
	31 December 2011	**31 December 2010**	**31 December 2011**	**31December 2010**
Differences between the tax base and carrying value of property, plant and equipment and intangible assets	96.487	81.091	17.628	14.653
Carry forward tax losses	44.915	337.342	9.290	67.469
Provision for doubtful receivables	31.662	34.962	8.104	8.236
Provision for employment termination benefits	49.311	46.895	9.884	9.379
Derivative financial liabilities	6.610	9.687	1.322	1.937
Lease payables	203	948	41	271
Other	143.453	122.450	29.886	24.084
Deferred tax assets			**76.155**	**126.029**
Differences between the tax base and carrying value of property, plant and equipment and intangible assets	(637.574)	(784.622)	(122.178)	(154.880)
Derivative financial assets	(4.640)	(382)	(928)	(76)
Other	(6.817)	(11.084)	(1.275)	(2.172)
Deferred tax liabilities			**(124.381)**	**(157.128)**
Deferred tax liabilities, net			**(48.226)**	**(31.099)**

The deferred tax assets and liabilities of the Company and its subsidiaries are shown net in the financial statements. In the consolidated financial statements of the Group as of 31 December 2011, TRY 89.408 (31 December 2010: TRY 96.991) of deferred tax asset and TRY 138.350 (31 December 2010: TRY 128.090) deferred tax liability is recognised based on temporary differences arising between the carrying values and tax values of assets and liabilities in the financial statements.

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NOTE 35 - TAX ASSETS AND LIABILITIES (Continued)

The Group recognised deferred tax assets over TRY 44.915 of carry forward tax losses in the consolidated financial statements prepared in accordance with the CMB's Financial Reporting Standards as at 31 December 2011 (31 December 2010: TRY 337.342). The maturity analysis of carry forward tax losses is as follows:

	31 December 2011 [1]	31 December 2010
2011	-	29.594
2012	706	48.644
2013	1.231	245.310
2014	21.780	8.333
2015 and after	21.198	5.461
	44.915	**337.342**

[1] Regarding the period, amount of accumulated past year financial losses according to the latest reducible years is presented suitably to the scope of Law No. 6111.

Deferred tax assets are recognised for all deductible temporary differences to the extent that it is probable that taxable profit will be available against which the deductible temporary difference can be utilized. As of 31 December 2011, the Group does not recognise deferred tax from carry forward tax losses amounted to TRY 1.150.784. (31 December 2010: TRY 832.179).

Movements for net deferred taxes for the periods ended at 31 December 2011 and 2010 are as follows:

	2011	2010
1 January	(31.099)	(154.782)
Deffered tax effect of financial assets fair value increase	1.044	-
Current year's expense/(income)	(13.364)	48.023
Discontinued operation current period expense/(income)	(4.416)	10.818
Currency translation differences	(13.670)	(2.617)
Disposal of joint ventures/subsidiaries	13.279	68.304
Included in corporate tax computation and paid temporary differences	-	(845)
31 December	**(48.226)**	**(31.099)**

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NOTE 35 - TAX ASSETS AND LIABILITIES (Continued)

The taxes on income reflected to the consolidated income statement for the periods ended at 31 December 2011 and 2010 are summarized below:

	2011	**2010**
Current tax expenses	(191.523)	(111.634)
Deferred tax (expense)/income	(13.364)	48.023
Total tax expenses	**(204.887)**	**(63.611)**

The reconciliation of the taxation on income in the consolidated income statement for interim periods ended 31 December 2011 and 2010 and the tax calculated at the corporate tax rate based on the income before minority interests and taxation on income are as follows:

	31 December 2011	**31 December 2010**
Profit before taxation from continued operations	(894.707)	(215.953)
Tax calculated at 20% tax rate	178.941	43.191
Difference due to the different tax rates applicable in different countries	(1.424)	(17.315)
Tax liability in dispute and tax base increase liability regarding 6111 law	(194.904)	-
Expenses not deductible for tax purposes	(37.748)	(51.543)
Income not subject to tax	10.207	5.164
Utilization of previously unrecognized tax losses	5.110	13.095
Tax losses for which no deferred income tax asset was recognized	(82.941)	(53.509)
Adjustment effects	(16.098)	(3.080)
Withholding tax related to the dividend payment in Russia	(6.765)	(2.999)
Carry forward losses for which no deferred tax asset was recognized	(31.314)	-
Impairment of goodwill	(20.772)	-
Other	(7.179)	3.385
Tax expense	**(204.887)**	**(63.611)**

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NOTE 36 –(LOSS)/ EARNINGS PER SHARE

(Losses)/earnings per share based on share groups are as follows:

	2011	2010
(Losses)/profit attributable to equity holders of the Parent Company	(757.144)	656.204
Weighted average number of shares with face value of TRY 1 each	2.450.000	2.450.000
(Loss)/earnings per share (TRY)	**(0,31)**	**0,27**

	2011	2010
Net (loss)/profit for the period on discontinued operations of equity holders of the company	(828.166)	705.361
Weighted average number of shares with face value of TRY 1 each	2.450.000	2.450.000
(Loss)/earnings per share (TRY) for continued operations	**(0,338)**	**0,288**

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NOTE 37 - RELATED PARTY DISCLOSURES

For the purpose of those consolidated financial statements, shareholders that have control or joint control over the Company, other individuals that have direct or indirect control over those shareholders, other group companies that are directly or indirectly controlled by these individuals, key management personnel and Board members, in each case together with their families and companies controlled by or affiliated with them, associates and joint ventures are considered and referred to as related parties. As of the balance sheet date, the details of due to/from related parties and related party transactions for the interim periods ended as of 31 December are summarized as below:

i) Amounts due from and due to related parties:

Current trade receivables - Due from related parties:	**31 December 2011**	**31 December 2010**
D Market Elektronik Hizmetler ve Ticaret A.Ş. ("D Market")	1.246	405
Medyanet İletişim ReklamPazarlama ve Turizm A.Ş. ("Medyanet") [1]	1.291	5.724
D Elektronik Şans Oyunları veYayıncılık A.Ş. ("D Elektronik Şans Oyunları")	1.117	1.567
Doğan Elektronik Turizm Satış PazarlamaHizmetleri ve Yay. A.Ş	401	-
D finans Internet Bilgi Hizmetleri ve Ticaret A.Ş	173	780
Doğan Portal ve Elektronik Ticaret A.Ş.	58	293
Doğan İnternet Yay. ve Yat. A.Ş	52	-
Vatan İmoka Yayıncılık A.Ş.	-	961
Other	173	1.438
	4.511	**11.168**

[1] The receivables of the Group from Medyanet are related to the sales of advertisement.

Current non-trade receivables - Due from related parties:	**31 December 2011**	**31 December 2010**
Gümüştaş Madencilik ve Ticaret A.Ş	3.702	-
	3.702	**-**

Current trade payables - Due to related parties:	**31 December 2011**	**31 December2010**
Mesiar Medya Sigorta ve Aracılık Hizmetleri A.Ş.	91	79
Yeni Ortadoğu Otomotiv Ticaret A.Ş. ("Yeni Ortadoğu Otomotiv")	64	191
Ray Sigorta	-	8
Other	91	919
	246	**1.197**

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NOTE 37 - RELATED PARTY DISCLOSURES (Continued)

ii) Transactions with related parties:

Service and product purchases:	**2011**	**2010**
Service and product purchases	39.518	7.801

Service and product sales:	**2011**	**2010**
Service and product sales	25.407	46.190

Purchases of property, plant and equipment and intangible assets:		
D Market	187	592
Ortadoğu Otomotiv	4.984	-
Medyanet	-	9
Other	52	-
	5.223	**601**

Sales of property, plant and equipment and intangible assets:		
Ortadoğu Otomotiv	-	6.105
Delüks Elektronik Hizmetler	7	-
	7	**6.105**

Benefits provided to board members and key management personnel:

Group determined member of the board of the directors, consultant of the board, group presidents and vice presidents, chief legal counsel, and directors key management personnel. The compensation of key management personnel includes salaries, bonus, health insurance, communication and transportation and total amount of compensation is explained below:

	2011	**2010**
Salaries and other short term benefits	13.683	8.092
Post-employment benefits	-	-
Other long term benefits	-	-
Termination benefits	-	-
Share based payments	-	-
Total	**13.683**	**8.092**

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NOTE 38 - FINANCIAL RISK MANAGEMENT

Financial instruments and financial risk management

The Group's activities expose it to a variety of financial risks. These risks are interest rate risk, funding risk, credit risk, liquidity risk, foreign currency exchange rates and price risk. The Group's overall risk management programme focuses on the unpredictability of financial markets and seeks to minimize potential adverse effects on the financial performance of the Group.

Financial risk management is carried out by each segment (Media, Energy and Other) and individual joint ventures, subsidiaries and associates operating in these segments, within the limits of general principles approved by their Board of Directors.

a) Market Risk

a.1) Foreign currency risk

The Group is exposed to the foreign exchange risk through the impact of rate changes in the translation of foreign currency denominated liabilities to the local currency. These risks are monitored and limited by analyzing foreign currency position.

The Group is exposed to foreign exchange risk arising primarily from the US Dollars and Euros.

	31 December 2011	31 December 2010
Foreign currency assets	3.448.658	2.980.760
Foreign currency liabilities	(4.593.043)	(2.033.596)
Net asset position of off-balance sheet derivatives	72.460	12.424
Net foreign currency position	**(1.071.925)**	**959.588**

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NOTE 38 - FINANCIAL RISK MANAGEMENT (Continued)

Net foreign currency position

Below table summarizes the Group's foreign currency position risk as of 31 December 2011 and 2010. The carrying amount of foreign currency denominated assets and liabilities are as follows:

31 December 2011

	TRY Equivalent	US Dollar	Euro	Other
1. Trade Receivables	127.559	80.740	34.386	12.433
2a. Monetary Financial Assets Cash, Banks included	3.102.051	2.181.226	883.935	36.890
2b. Non-Monetary Financial Assets	-	-	-	-
3. Other	6.660	72	6.588	-
4. Current Assets (1+2+3)	**3.236.270**	**2.262.038**	**924.909**	**49.323**
5. Trade Receivables	3.702	3.702	-	-
6a. Monetary Financial Assets	199.463	199.391	15	57
6b. Non-Monetary Financial Assets	-	-	-	-
7. Other	9.223	339	8.884	-
8. Non-Current Assets (5+6+7)	**212.388**	**203.432**	**8.899**	**57**
9. Total Assets (4+8)	**3.448.658**	**2.465.470**	**933.808**	**49.380**
10. Trade Payables	205.828	67.051	127.531	11.246
11. Financial Liabilities	761.143	612.494	128.176	20.473
12a. Other Monetary Financial Liabilities	1.641.655	454.328	324.144	863.183
12b. Other Non-Monetary Financial Liabilities	7.931	6.576	1.355	-
13. Current Liabilities (10+11+12)	**2.616.557**	**1.140.449**	**581.206**	**894.902**
14. Trade Payables	-	-	-	-
15. Financial Liabilities	1.905.858	1.593.891	294.646	17.321
16a. Other Monetary Financial Liabilities	70.628	63.772	6.809	47
16b. Other Non-Monetary Financial Liabilities	-	-	-	-
17. Non-Current Liabilities (14+15+16)	**1.976.486**	**1.657.663**	**301.455**	**17.368**
18. Total Liabilities (13+17)	**4.593.043**	**2.798.112**	**882.661**	**912.270**
19. Net asset / (liability) position of Off-balance sheet derivatives (19a-19b)	**72.460**	**59.290**	**13.212**	**(42)**
19.a Off-balance sheet foreign currency derivative assets	**90.943**	**63.068**	**27.875**	**-**
19b. Off-balance sheet foreign currency derivative liabilities	**18.483**	**3.778**	**14.663**	**42**
20. Net foreign currencyasset liability position (9-18+19)	**(1.071.925)**	**(273.352)**	**64.359**	**(862.932)**
21. Net foreign currency asset / liability position of monetary items(1+2a+5+6a-10-11-12a-14-15-16a)	**(1.152.337)**	**(326.477)**	**37.030**	**(862.890)**
22. Fair value of foreign currency hedged financial assets				
23. Exports	**53.238**	**2.121**	**51.111**	**6**
24. Imports	**148.797**	**3.576**	**144.954**	**267**

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NOTE 38 - FINANCIAL RISK MANAGEMENT (Continued)

31 December 2010

	TRY Equivalent	US Dollar	Euro	Other
1. Trade Receivables	92.666	47.579	37.732	7.355
2a. Monetary Financial Assets Cash, Banks included)	2.846.543	1.710.066	1.112.143	24.334
2b. Non-Monetary Financial Assets	-	-	-	
3. Other	14.618	8.624	2.446	3.548
4. Current Assets (1+2+3)	**2.953.827**	**1.766.269**	**1.152.321**	**35.237**
5. Trade Receivables	245	9	236	-
6a. Monetary Financial Assets	15.693	15.475	70	148
6b. Non-Monetary Financial Assets	-	-	-	
7. Other	10.995	473	10.522	-
8. Non-Current Assets (5+6+7)	**26.933**	**15.957**	**10.828**	**148**
9. Total Assets (4+8)	**2.980.760**	**1.782.226**	**1.163.149**	**35.385**
10. Trade Payables	139.211	32.359	97.342	9.510
11. Financial Liabilities	738.076	490.978	230.587	16.511
12a. Other Monetary Financial Liabilities	77.912	41.342	3.566	33.004
12b. Other Non-Monetary Financial Liabilities	391	205	186	-
13. Current Liabilities (10+11+12)	**955.590**	**564.884**	**331.681**	**59.025**
14. Trade Payables	-	-	-	-
15. Financial Liabilities	1.037.480	946.550	62.546	28.384
16a. Other Monetary Financial Liabilities	38.695	38.650	-	45
16b. Other Non-Monetary Financial Liabilities	1.831	1.388	443	-
17. Non-Current Liabilities (14+15+16)	**1.078.006**	**986.588**	**62.989**	**28.429**
18. Total Liabilities (13+17)	**2.033.596**	**1.551.472**	**394.670**	**87.454**
19. Net asset / (liability) position of Off-balance sheet derivatives (19a-19b)	**12.424**	**70.351**	**(54.413)**	**(3.514)**
19.a Off-balance sheet foreign currency derivative assets	**81.021**	**70.351**	**10.284**	**386**
19b. Off-balance sheet foreign currency derivative liabilities	**68.597**	**-**	**64.697**	**3.900**
20. Net foreign currencyasset liability position (9-18+19)	**959.588**	**301.105**	**714.066**	**(55.583)**
21. Net foreign currency asset / liability position of monetary items(1+2a+5+6a-10-11-12a-14-15-16a)	**923.773**	**223.250**	**756.140**	**(55.617)**
22. Fair value of foreign currency hedged financial assets	**-**	**-**	**-**	
23. Exports	**339.318**	**117.639**	**191.717**	**29.962**
24. Imports	**211.285**	**122.557**	**88.514**	**214**

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NOTE 38 - FINANCIAL RISK MANAGEMENT (Continued)

As of 31 December 2011 and 2010 foreign currency denominated asset and liability balances were converted with the following exchange rates; TRY 1,8889 = USD 1 and TRY 2,4438 = EUR 1 (2010: TRY 1,5460 = USD 1 and TRY 2,0491 = EUR 1)

31 December 2011	Income/Loss	
	Appreciation of foreign currency	Depreciation of foreign currency
	If USD appreciated against TRT by 10%	
1- US Dollar net asset/(liability)	(27.335)	27.335
2- Part of hedged from US Dollar risk (-)	-	-
3- US Dollar net effect income/(expense) (1+2)	**(27.335)**	**27.335**
	If Euro appreciated against TRY by 10%	
4- Euro net asset/(liability)	6.436	(6.436)
5- Part of hedged from Euro risk (-)	-	-
6- Euro net effect income/(expense) (4+5)	**6.436**	**(6.436)**
	If other foreign currency appreciated against TRY by 10%	
7- Other foreign currency net asset/(liability)	(86.293)	86.293
8- Part of hedged other foreign currency risk (-)	-	-
9- Other foreign currency net effect income/(expense) (7+8)	**(86.293)**	**86.293**
Total(3+6+9)	**(107.192)**	**107.192**

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NOTE 38 - FINANCIAL RISK MANAGEMENT (Continued)

31 December 2010

	Income/Loss	
	Appreciation of foreign currency	**Depreciation of foreign currency**
	If USD appreciated against TRY by 10%	
1- US Dollar net asset/(liability)	30.110	(30.110)
2- Part of hedged from US Dollar risk (-)	-	-
3- US Dollar net effect income/(expense) (1+2)	**30.110**	**(30.110)**
	If Euro appreciated against TRY by %10	
4- Euro net asset/(liability)	71.407	(71.407)
5- Part of hedged from Euro risk (-)	-	-
6- Euro net effect income/(expense) (4+5)	**71.407**	**(71.407)**
	If other foreign currency appreciated against TRY by 10%	
7- Other foreign currency net asset/(liability)	(5.558)	5.558
8- Part of hedged other foreign currency risk (-)	-	-
9- Other foreign currency net effect income/(expense) (7+8)	**(5.558)**	**5.558**
Total (3+6+9)	**95.959**	**(95.959)**

a.2) Interest rate risk

- Media

The Group is exposed to interest rate risk through the impact of rate changes on interest bearing liabilities and assets. These exposures are managed using natural hedges that arise from offsetting interest rate sensitive assets and liabilities and by limited use of derivative instruments.

Borrowings issued at floating rates expose the Group to cash flow interest rate risk. Borrowings issued at fixed rate expose the Group to fair value interest rate risk. As of 31 December 2011 and 2010, the Group's borrowings at floating rates are predominantly denominated in US Dollars and Euros.

At 31 December 2011, if interest rates on US dollar denominated borrowings had been higher/lower by 100 basis points with all other variables held constant, loss before income taxes would have been TRY 14.573 (31 December 2010: TRY 11.652) higher/lower, mainly as a result of high interest expense on floating rate borrowings.

At 31 December 2011, if interest rates on Euro denominated borrowings had been higher/lower 100 basis points with all other variables held constant, loss before income taxes would have been TRY 976 (31 December 2010: TRY 2.201) higher/lower, mainly as a result of high interest expense on floating rate borrowings.

-Other

Other operating segments are exposed to interest rate risk because of financial liabilities of these segments. Financial obligations in this segment are mainly composed of floating rate borrowings.

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NOTE 38 - FINANCIAL RISK MANAGEMENT (Continued)

a.2) Interest rate risk (Continued)

The table presenting Company's fixed and floating rate financial instruments is shown below:

	31 December 2011	31 December 2010
Financial instruments with fixed rate		
Financial assets		
- Banks	3.292.201	3.324.617
- Financial investments	191.672	172.686
Financial liabilities (Note 8)	860.160	570.275
Financial instruments with floating rate		
Financial liabilities (Note 8)	1.697.922	1.539.742

a.3) Price Risk

- Energy

The Group is exposed to price risk due to the differences between petroleum product stocks value and the product prices traded in international commodity market which subsequently affects sales price adversely. In order to avoid the negative price fluctuations on sales price, the Group entered into fair value hedge contracts. Income/expense that is occured from these transactions were inclueded to cost of sales until the operation discontinued date in this sector, 22 December 2010. As of 31 December 2010, TRY 6.791 (31 December 2009: TRY 29.957) loss from these transaction were included to cost of sales of discontinued operations. Group will not be exposed to price risk for future period as a result of exiting energy segment by disposing its joint venture interest in POAŞ in the prospective period.

b) Funding risk

The Group's ability to fund the existing and prospective debt requirements for each segment is managed by maintaining the availability of adequate committed funding lines from high quality lenders.

c) Credit risk

Ownership of financial assets involves the risk that counterparties may be unable to meet the terms of their agreements.

- Media

Credit risk, is the risk of unability to meet the terms of agreements of counterparties of the Group. Risks are monitored by credit ratings and by limiting the aggregate risk to any individual counterparty. As the entities comprising customer base are numerous and spread on different business areas, credit risk is diversified.

- Other

These risks are responded by, mitigating the average risk in each agreement against the counter party (excluding related parties) and obtaining sufficient collateral where appropriate.

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NOTE 38 - FINANCIAL RISK MANAGEMENT (Continued)

	Trade receivables		Other receivables			
	Related Party	Other	Related Party	Other	Cash and cash equivalents	Derivative Instruments
Maximum net credit risk as of balance sheet date	**4.511**	**813.179**	**3.702**	**434.707**	**3.468.287**	**4.640**
- The part of maximum risk under guarantee with colleteral	**-**	***64.135***	**-**	***332.446***	**-**	**-**
A. Net book value of financial assets that are past due /impaired	4.229	613.027	3.702	434.707	3.468.287	4.640
- Guaranteed amount by collateral	-	44.350	-	-	-	-
B. Book value of restructured otherwise accepted as past due and impaired financial assets	-	-	-	-	-	-
C. Net book value of past due but not impaired assets	282	200.152	-	-	-	
- Guaranteed amount by collateral	-	19.785	-	-	-	
D. Impaired asset net book value	-	-	-	-	-	-
- Past due (gross amount)	-	179.159	-	1.505	-	-
- Impairment (-)	-	(179.159)	-	(1.505)	-	-
- Net value collateralized or guaranteed part of net value	-	-				
- Not over due (gross amount)	-	232	-	-	-	-
- Impairment (-)	-	(232)	-	-	-	-
- Net value collateralized or guaranteed part of net value	-	-	-	-	-	-
E. Off-balance sheet items bearing credit risk	-	-	-	-	-	-

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NOTE 38 - FINANCIAL RISK MANAGEMENT (Continued)

The Group's credit risk of financial instruments as of 31 December 2010 is as follows:

	Trade receivables		Other receivables			
	Related Party	Other	Related Party	Other	Cash and cash equivalents	Derivative Instruments
Maximum net credit risk as of balance sheet date	**11.168**	**745.056**	**-**	**16.117**	**3.464.507**	**382**
- The part of maximum risk under guarantee with colleteral	**-**	***67.852***	**-**	***481***	**-**	**-**
A. Net book value of financial assets that are past due /impaired	11.168	558.849	-	16.117	3.464.507	382
- Guaranteed amount by collateral	-	40.182	-	-	-	-
B. Book value of restructured otherwise accepted as past due and impaired financial assets	-	-	-	-	-	-
C. Net book value of past due but not impaired assets	-	186.207	-	-	-	-
- Guaranteed amount by collateral	-	27.670	-	-	-	-
D. Impaired asset net book value	-	-	-	-	-	-
- Past due (gross amount)	-	191.556	-	2.879	-	-
- Impairment (-)	-	(191.556)	-	(2.879)	-	-
- Net value collateralized orguaranteed part of net value	-	-	-	-	-	-
- Not over due (gross amount)	-	2.106	-	-	-	-
- Impairment (-)	-	(2.106)	-	-	-	-
- Net value collateralized orguaranteed part of net value	-	-	-	-	-	-
E. Off-balance sheet items bearing credit risk	-	-	-	-	-	-

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NOTE 38 - FINANCIAL RISK MANAGEMENT (Continued)

The aging of the receivables of the Group that are past due but not impaired including related party balances by taking into consideration past due dates are as follows:

	31 December 2011		31 December 2010	
	Related Party	Other Receivables	Related Party	Other Receivables
1-30 days overdue	-	77.806	-	93.415
1-3 months overdue	282	55.574	-	31.362
3-12 months overdue	-	55.952	-	44.806
1-5 years overdue	-	11.102	-	14.773
More than 5 years	-	-	-	1.851
Total	**282**	**200.434**	**-**	**186.207**
Guaranteed amount by collateral				
Other	-	3.375	-	4.115
Media	-	16.410		23.555

d) Liquidity risk

Prudent liquidity risk management includes maintaining sufficient cash and marketable securities, the availability of funding from an adequate amount of committed credit facilities and the ability to close out market positions.

Due to the dynamic nature of the underlying businesses, the Group aims to maintain flexibility in funding by maintaining availability under committed credit lines for each segment of the Group.

The following table presents the maturity of Group's derivative and non-derivative financial liabilities. The tables have been drawn up based on the undiscounted cash flows of non-derivative financial liabilities based on the earliest date on which the Group can be required to pay. The table includes interest to be paid on stated liabilities. Derivative financial liabilities are presented according to undiscounted net cash inflow and cash outflow. The table has been drawn up based on the undiscounted net cash inflows/outflows on the derivative instrument that settle on a net basis and the undiscounted gross inflows and outflows on those derivatives that require gross settlement. When the amount payable or receivable is not fixed, the amount disclosed has been determined by reference to the projected interest rates as illustrated by the yield curves existing at the reporting date.

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NOTE 38 - FINANCIAL RISK MANAGEMENT (Continued)

31 December 2011	Carrying value	Total cash outflow to contract	Less than 3 months	3-12 months	1-5 years	More than 5 years
Non-derivative financial liabilities						
Bank borrowings (Note 8)	2.558.082	2.742.482	418.002	795.619	1.283.482	245.379
Trade payables (Not 10)	444.997	448.807	426.156	22.651	-	-
Due to related parties (Note 37)	246	246	246	-	-	-
Other financial liabilities	534.691	604.582	8.860	69.311	526.411	-
	3.538.016	**3.796.117**	**853.264**	**887.581**	**1.809.893**	**245.379**
Derivative financial liabilities						
Derivative cash inflow	4.640	168.582	90.602	35.090	42.890	-
Derivative cash outflow	(6.610)	(168.569)	(79.603)	(39.981)	(48.985)	-
Derivative cash inflow/outflow, net (Not 9)	**(1.970)**	**13**	**10.999**	**(4.891)**	**(6.095)**	**-**

31 December 2011	Carrying value	Total cash outflow to contract	Less than 3 months	3-12 months	1-5 years	More than 5 years
Non-derivative financial liabilities						
Bank borrowings (Note 8)	2.110.017	2.595.251	507.257	894.980	1.076.836	116.178
Trade payables (Note 10)	396.262	396.680	389.993	5.573	1.114	-
Due to related parties (Note 37)	1.197	1.197	1.197	-	-	-
Other financial liabilities	305.243	311.370	12.321	54.229	244.820	-
	2.812.719	**3.304.498**	**910.768**	**954.782**	**1.322.770**	**116.178**
Derivative financial liabilities						
Derivative cash inflow	382	64.649	10.352	52.290	2.007	-
Derivative cash outflow	(9.687)	(73.216)	(10.967)	(57.940)	(4.309)	-
Derivative cash inflow/outflow, net	**(9.305)**	**(8.567)**	**(615)**	**(5.650)**	**(2.302)**	**-**

e) Fair value of financial instruments

Fair value is the amount at which a financial instrument could be exchanged in a current transaction between willing parties, other than in a forced sale or liquidation, and is best evidenced by a quoted market price, if one exists.

The estimated fair values of financial instruments are determined by the Group, using available market information and appropriate valuation methodologies for each segment of the Group. However, judgment is necessarily required to interpret market data to estimate the fair value. Accordingly, the estimates presented herein are not necessarily indicative of the amounts the Group could realize in a current market exchange.

The following methods and assumptions are used in the estimation of the fair value of the financial instruments for which it is practicable to estimate fair value:

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NOTE 38 - FINANCIAL RISK MANAGEMENT (Continued)

e) Fair value of financial instruments(Continued)

Monetary assets

The fair values of balances denominated in foreign currencies, which are translated at the period end exchange rates, are considered to approximate carrying value.

The fair values of certain financial assets carried at cost, including fair values of cash and due from banks are considered to approximate their respective carrying values due to their short-term nature.

The carrying values of trade receivables along with the related allowances for uncollectibility are estimated to be at their fair values.

Monetary liabilities

The fair value of bank borrowings and other monetary liabilities are considered to approximate their respective carrying values due to their short-term nature.

Long-term borrowings, which are principally at variable rates, and denominated in foreign currencies, are translated at the period-end exchange rates and accordingly, their fair values approximate their carrying values.

Trade payables are disclosed at their amortised cost using the effective interest rate method and accordingly their carrying amounts approximate their fair values.

f) Capital risk management

The Group's objectives when managing capital are to safeguard the Group's ability to continue as a going concern in order to provide returns for shareholders and benefits for other stakeholders and to maintain an optimal capital structure to reduce the cost of capital.

In order to maintain or adjust the capital structure, the Group may adjust the amount of dividends paid to shareholders, return capital to shareholders, issue new shares or sell assets to reduce debt.

The Group monitors capital on the basis of the net liability/total equity ratio. Net liability is calculated as the total liability less cash and cash equivalents, derivative instruments and tax liabilities. Total equity is calculated as the total of net liability and the equity as shown in the consolidated balance sheet.

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NOTE 38 - FINANCIAL RISK MANAGEMENT (Continued)

f) Capital risk management (Continued)

The net liability/total equity ratio at 31 December 2011 and 2010 is summarized below:

	31 December 2011	31 December 2010
Total liability	4.613.184	3.198.046
Less: Cash and cash equivalents (Note 6)	(3.457.827)	(3.458.829)
Net liability	1.155.357	(260.783)
Equity	3.039.038	3.864.544
Total capital	4.194.395	3.603.761
Gearing ratio	**%28**	**% (7)**

NOTE 39 - FINANCIAL INSTRUMENTS

Fair value of financial instruments

The fair values of financial assets and financial liabilities are determined as follows:

• Level 1: The fair value of financial assets and financial liabilities with standard terms and conditions and traded on active liquid markets are determined with reference to quoted market prices;

• Level 2: The fair value of other financial assets and financial liabilities are determined in accordance with generally accepted pricing models based on discounted cash flow analysis using prices from observable current market transactions;

• Level 3: The fair value of the financial assets and financial liabilities is determined in accordance with the unobservable current market data.

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NOTE 39 - FINANCIAL INSTRUMENTS (Continued)

Based on the fair value hierarchy, the Group's financial assets and liabilities are categorized as follows:

		Fair value at reporting date		
	31 December	Level 1	Level 2	Level 3
Financial assets	**2011**	**TRY**	**TRY**	**TRY**
Financial assets at FVTPL				
Trading securities	-	-	-	-
Trading derivatives	-	-	-	-
Derivative Instruments	4.640	-	4.640	-
Available-for –sale financial assets				
Bonds and bills	88.572	88.572	-	-
Total	**93.212**	**88.572**	**4.640**	**-**
Financial liabilities				
Financial liabilities at FVTPL	-	-	-	-
Trading securities	-	-	-	-
Derivative instruments	6.610	6.610	-	-
Other financial liabilities	-	-	-	-
Total	**6.610**	**6.610**	**-**	**-**

		Fair value at reporting date		
	31 December	Level 1	Level 2	Level 3
Financial assets	**2010**	**TRY**	**TRY**	**TRY**
Financial assets at FVTPL				
Trading securities	-	-	-	-
Trading derivatives	-	-	-	-
Derivative Instruments	382	-	382	-
Available-for –sale financial assets				
Bonds and bills	82.904	82.904	-	-
Total	**83.286**	**82.904**	**382**	**-**
Financial liabilities				
Financial assets at FVTPL				
Trading securities	-	-	-	-
Trading derivatives	-	-	-	-
Derivative Instruments	9.687	9.687	-	-
Other financial liabilities	-	-	-	-
Total	**9.687**	**9.687**	**-**	**-**

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NOTE 40 - SUBSEQUENT EVENTS

Property, Plant and Equipment Sale of Hürriyet

In accordance with the Board's resolution, Hürriyet has signed a sales agreement with Nurol Gayrimenkul Yatırım Ortaklığı A.Ş. at 31 January 2012 before a notary regarding the properties that consist of 58.609,45 m2 land and buildings, including the building that has been used as company headquarters for 28 years (Hürriyet Media Towers) in Bağcılar, Istanbul.

- Property, including the company stone head office registered in A1, A2, A3, A4, A5, A7, A8, A9, A10, A12, A14, B1, B2, B3, C1, C2, C3, D1, D2 blocks of Parcel No:10 and Lot No: 3153 in section 245DS4b, which was built over 31.224 m2,45 dm2 (Hürriyet Medya Towers) in Kirazlı village, Bağcılar district in the province of Istanbul (Hürriyet Medya Towers) in return for USD 92.728.139,

- Stone plant and outhouse registered in Block 14 in Section: 1 which was built over 16.973.00 m2 in Kirazlı village, Bağcılar District in Istanbul is sold in consideration of USD 24.071.704,

- Farm land registered in Block 23 in Section: 1 which was built over 5.197 m2 in Güneşli Çiftliği, in Kirazlı Village, Bağcılar District in Istanbul is sold in consideration of USD 5.915.597,

- Farm land registered in parcel No:7, in Lot No: 3152 in Section No:245DS4B which was built over 5.215 m2 in Bağcılar Village, Bağcılar District in Istanbul is sold in consideration of USD 4.784.560,

Based on the sale agreement, the below properties are sold to Nurol Gayrimenkul Yatırım Ortaklığı A.Ş. in return for USD 127.500.000 in total, excluding late interest, upon a cash payment of USD 17.500.000 (payable on the date of deed transfer, which is 1 February 2012), and the remaining payment is payable in equal installments in 32 months as of 6 March 2012 by applying 3,5% interest rate to the outstanding balance that remains after the installment payments.

Properties mentioned above will be delivered to the buyer by the end of July 1, 2012 and no rent payments or other similar usage charge will be paid to the buyer until the date of the delivery.

As per the meeting no: 2012/07 of the Board of Directors of Hürriyet on 30 January 2012, 4 real estates were sold and their deeds were transferred on February 1, 2012; as a result of the related sale transaction, TRY 137.210.372 is recognized as 'profit on investment property sale' in the statutory records. However, the management decided not to distribute the "profit on investment property sale" portion (75%) of which is subject to tax exemption as prescribed in Article 5-1/e of the Corporate Tax Law in the 1 January 2012 – 31 December 2012 period in accordance with the Tax Legislation, Capital Markets Legislation and any other financial legislations and concluded to recognize the related amount under a special fund account in Liabilities column.

Lawsuit regarding put option of shares of Oglasnik d.o.o

A lawsuit has been filed against the Group by the 30% non-controlling interest shareholders of its subsidiary Oglasnik d.o.o located in Croatia, since non-controlling shareholders are unable to exercise the share put option. Non-controlling shareholders have claimed EUR 3.500.000 compensation for their loss due to not having exercised the put option and the declining share value of shares caused by the poor management. Subpoena related to the lawsuit has been submitted to the Group as at March 5th 2012. The management considered the related event will have no significant effect over the financial statements in the current period as it is occurred after the balance sheet date.

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NOTE 40 - SUBSEQUENT EVENTS (Continued)

Share Purchase Option

Agreement signed on 19 November 2009 was altered with 31 October 2011 and 28 February 2012 dated modification agreements signed by Doğan Holding, Doğan Yayın Holding, Doğan TV Holding, Commerz-Film GmbH and Hauptstadtsee 809. V V GmbH.

Within the scope of "DTV Put Option", Doğan Holding gave an other bank letter amounting to EUR 50.000 to Axel Springer Group with 28 February 2012 dated modification agreement. According to the agreement, first bank letter will guarantee Doğan Holding's payment obligation amounting to EUR 50.000 in return for 33.843.238 shares and request for payment can be done between 10 February 2013 and 11 March 2013. Second bank letter will guarantee Doğan Holding's payment obligation amounting to EUR 50.000 in return for 33.843.238 shares and request for payment can be done between 10 February 2014 and 11 March 2014. Third bank letter will guarantee Doğan Holding's payment obligation amounting to EUR 50.000 in return for 34.183.593 shares and request for payment can be done between 10 February 2015 and 11 March 2015.

Purchasing of Certificate of TME shares by Hurriyet Invest B.V.

The Group (Hurriyet Invest BV) has purchased 6,98% shares corresponding to number of 3.490.691 share certificates of Trader Media East Ltd from the legal person apart from the Group over the amount USD 26.250.000 in accordance with the valuation report issued by the independents valuation company. The effect of the event has not been reflected to the balance sheet since it took place after the balance sheet date.

Sale and Transfer of Shares of Doğan Müzik Kitap Mağazacılık ve Pazarlama A.Ş.

49.999.996 shares of Doğan Müzik Kitap Mağazacılık ve Pazarlama A.Ş., a subsidiary of the Group, with a nominal value of TRY 1 (exact) each, in which it holds 99,99% participation amounting to TRY 39.891 of paid capital from TRY 50.000 capital has been sold to Doğan Şirketler Grubu Holding A.Ş. in consideration of TRY 139.404 which is determined by two different valuation reports prepared by independent valuation firms.

Evaluation Works about FULL Group

Works between Group's subsidiary Doğan Enerji and Asya Akaryakıt Ticaret ve Sanayi A.Ş. (on behalf of FULL Group) about purchasing FULL Group's fuel oil companies and/or all of its asset or part of it or participating in by means of obtaining control share are in progress.

Milta – Rönesans Gayrimenkul Joint Venture and Capital Increase

"Shareholding Contract" was signed between the Group's subsidiary Milta Turizm and Rönesans Gayrimenkul Yatırım A.Ş. on the purpose of establishing a joint venture on March 6, 2012.

At Board of Directors dated April 11, 2011 it is decided to increase the capital of Milta Turizm, a subsidiary of the Doğan Holding, from TRY 100.000.000 (exact) to TRY 156.000.000 (exact) from which TRY 10.408.714,61 (exact) domestic reserves and TRY 45.591.285,39 (exact) in cash, and to use the new share purchase right amounting to nominal TRY 44.991.304,07 (exact) .

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NOTE 40 - SUBSEQUENT EVENTS (Continued)

Milta – Rönesans Gayrimenkul Joint Venture and Capital Increase (Continued)

Milta will use the fund (TRY 45.591.285,39 (exact)) obtained from the capital increase in order to participate in the capital increase of Nakkaştepe Gayrimenkul Yatırımları İnşaat Yönetim ve Ticaret A.Ş., the joint venture (50-50%) established with Rönesans Gayrimenkul Yatırım A.Ş. with the aim of realizing domestic real estate projects.

Approval of Financial Statements

The consolidated financial statements for the period ended 31 December 2011 were approved by the Board of Directors on 11 April 2012. Other than Board of Directors has no authority to change financial statements.

NOT 41 - NOTE 41 - DISCLOSURE OF OTHER MATTERS

None.

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