Doğan Şirketler Grubu Holding A.Ş.

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2009 Annual Report Doğan Şirketler Grubu Holding A.Ş.

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Doğan Şirketler Grubu Holding A.Ş.

2009 Annual Report

Doğan

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VISION

Target and effectively realize investments that contribute to transparency in society and welfare and stability of the individual in relevant commercial and industrial platforms in economic life.

MISSION

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; develop and maintain the necessary corporate assets to ensure proper execution of these objectives.

Corporate Profile

Chairman Aydın Doğan registered with the Mecidiyeköy Tax Office in 1959 and officially commenced business. He founded his first company, within the automotive industry, in 1961. This venture marked the very beginning of Doğan Şirketler Grubu Holding A.Ş. Today, Doğan Group is a key component and driving force of the Turkish economy.

Having established strategic alliances with 11 international business concerns, Doğan Group has operations in 18 countries. A model for Turkey, the Group's first enterprise founded in the 1960s eventually became the country's largest national oil distribution company and its leader in media. Doğan Group provides consumers an extensive range of products and services with almost 25,000 employees and stakeholders at its direct participations, strategic alliances and commercial representative offices.

Doğan Holding employs advanced technology and modern management practices in all facets of its operations. Committed to providing added value to its stakeholders, Doğan Holding adopts best practices in its corporate governance and adheres to ethical values in all its operations.

The core values of innovation, consistency, flexibility, transparency, quality, social responsibility, customer-focus and teamwork together form the basis of Doğan Holding's corporate strategy.

With its outstanding reputation and corporate power, Doğan Holding is a major, and growing, business presence, particularly in its core sectors of energy and media, as well as in its other fields of activity. Doğan Holding also strives to make a real difference in the lives of its customers.

Nine members of the Doğan Group of Companies are listed on the ISE (Istanbul Stock Exchange) National Market. Key information on these quoted companies, their shares and respective performance as of 31 December 2009 are presented below.

Doğan Şirketler Grubu Holding A.Ş.
Share price on 31 December 2009 1.03 TL
Number of Shares 2,450 Million
Market Cap 1,689 Million USD
ISE Ticker Symbol DOHOL

Doğan Yayın Holding A.Ş.
Share price on 31 December 2009 1.39 TL
Number of Shares 802 Million
Market Cap 746 Million USD
ISE Ticker Symbol DYHOL

Hürriyet Gazetecilik A.Ş.
Share price on 31 December 2009 1.87 TL
Number of Shares 552 Million
Market Cap 691 Million USD
ISE Ticker Symbol HURGZ

Doğan Gazetecilik A.Ş.
Share price on 31 December 2009 3.76 TL
Number of Shares 105 Million
Market Cap 264 Million USD
ISE Ticker Symbol DGZTE

Doğan Burda A.Ş.
Share price on 31 December 2009 2.50 TL
Number of Shares 18.3 Million
Market Cap 33 Million USD
ISE Ticker Symbol DOBUR

Petrol Ofisi A.Ş.
Share price on 31 December 2009 5.75 TL
Number of Shares 557.5 Million
Market Cap 2,222 Million USD
ISE Ticker Symbol PTOFS

Ditaş Doğan Yedek Parça ve İmalat A.Ş.
Share price on 31 December 2009 2.48 TL
Number of Shares 10 Million
Market Cap 17 Million USD
ISE Ticker Symbol DITAS

Çelik Halat ve Tel Sanayi A.Ş.
Share price on 31 December 2009 2.60 TL
Number of Shares 16.5 Million
Market Cap 29 Million USD
ISE Ticker Symbol CELHA

Milpa Ticari ve Sınai Ürünler Pazarlama Sanayi Ticaret A.Ş.
Share price on 31 December 2009 1.12 TL
Number of Shares 36.1 Million
Market Cap 24 Million USD
ISE Ticker Symbol MIPAZ

MANAGEMENT

Message from the Chairman

Dear Shareholders,

In 2009, the current global economic crisis significantly affected our country and impacted the national economy negatively. A sharp drop in Turkish foreign trade and export volumes, in particular, was a direct result of contracted demand in world markets during the year, while a considerable decline in domestic manufacturing adversely affected new investment and employment levels.

In this period characterized by uncertainty and contraction, Doğan Group focused on responsive initiatives and proactive measures to build its business activities in a sustainable manner and to minimize the impact of the economic crisis on its operations. In 2009, we maintained our existing investments and evaluated our performance based on market share, high liquidity and operational efficiency. As a result of this strategy, we remained the leader in our fields of activity, especially in energy and media, and continued apace with new investment initiatives.

In keeping with our approach to return value to our stockholders in line with their expectations and to ensure a healthy capital markets environment, we distributed TL 245 million in cash dividends to Doğan Holding shareholders in 2009, from the prior year profits on the financial statements for the fiscal year ended 31 December 2008.

Earlier efforts to upgrade the corporate governance principles and structures at the Holding were taken to a whole new level during the year. A rating initiative was undertaken to measure the level of compliance with the Corporate Governance Principles published by the Capital Markets Board of Turkey. Earning a score of 8.26 out of 10.00, Doğan Şirketler Grubu Holding A.Ş. shares have also been included in the ISE Corporate Governance Index.

While striving to cope with the impact of the global economic crisis, we were also compelled, unfortunately, to engage in very intense legal activity due to tax penalties imposed on our companies during this reporting period. A large number of cases have been filed against our companies with courts of law; these cases incorporate fines in amounts that are unprecedented in both the Turkish economy and in international markets.

I would like to unequivocally state with utmost sincerity that our Group has always upheld tax ethics as a top priority and fundamental corporate value; we have also had a long-standing, distinguished position as a corporation that pays the highest amount of taxes in Turkey. We remain convinced and confident that we will prevail with respect to the latest tax fine charges, and expect the independent judiciary will ultimately reach the correct decision.

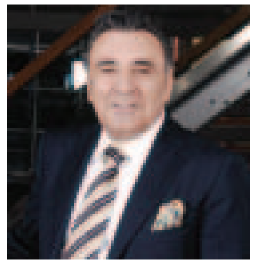
In 2010, institutionalization efforts will gain additional momentum. Through the reorganization process initiated, we aim to increase the efficiency of the operational management of the Holding and its subsidiaries, while enhancing consolidated profitability and overall business performance.

I would like to extend my heartfelt gratitude to all our employees, business partners, customers, and domestic and international shareholders for lending their support to our efforts.

I wish a healthier and more successful year in 2010 for both the global economy, and the Turkish economy.

Aydın Doğan
Chairman

Board of Directors (*);

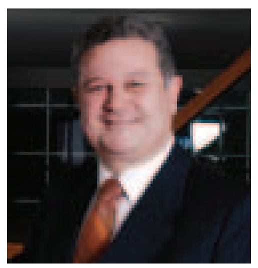


Aydın DOĞAN Chairman

Born in 1936 as a member of a well-known family in Kelkit, Aydin Dogan got his elementary and secondary school education in Kelkit and finished high-school in Erzincan. Between1956-60, he attended Istanbul Economy and Commerce Academy. In 1959, he got registered in Mecidiyekoy Tax Office and started his professional life trading construction equipment, as well as passenger and commercial vehicles. Mr. Dogan founded his first industrial company in 1974 and joined both the Assembly and the Administrative Board of Istanbul Chamber of Commerce. In the years that followed, he served as a board member in the Union of Chambers and Commodity Exchanges of Turkey. Mr. Dogan became a publisher with the acquisition of the daily newspaper Milliyet in 1979. Between 1986 and 1996, he served as the head of the Association of Turkish Newspaper Publishers. In 1998, Mr. Doğan became the first elected Turkish Deputy Chairperson of WAN - World Association of Newspapers. In 1999, 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, Eagean University, Baku State University and Marmara University. He established Aydın Doğan Foundation in 1996, bringing the social, cultural, educational activities of the Doğan Group under the same umbrella. Out of this company founded with three employees in 1961, he created one of Turkey's top three largest conglomerates with nearly 25,000 employees and stakeholders at its direct participations, strategic alliances and commercial representative offices. Mr. Doğan is married and has four children and six grandchildren.

İmre BARMANBEK Deputy Chairperson

Born in 1942, İmre Barmanbek graduated from Ankara University, School of Political Sciences with a BSc. degree in Economics and Finance. Her career began in 1963 at the Ministry of Finance, as an assistant tax auditor in the Board of Accountancy Specialists, followed by a promotion in 1966 to Accountancy Specialist. She accepted a position with the State Planning Organization as a State Planning Specialist. After a successful year at SPO, Barmanbek resumed the position of Accountancy Specialist within the Ministry of Finance until 1975. She also acted as a member for the Tax Appeals Commission. In 1977, Mrs. Barmanbek resigned from her post in Ankara and started her private sector career. İmre Barmanbek assumed the position of Financial Director, for the joint venture company between Koç & Doğan Group's, Doğus Akü Industry Inc. She soon became General Manager of the company. İmre Barmanbek assumed the position of Financial Coordinator for Doğan Holding and became CFO in 1988. Successful in finance and organization and exerting influence as a professional leader within the corporation, propelled Mrs. Barmanbek to becoming the CEO and Executive Member of the Board in 1999. Due to her dynamic management style and her focus on value added enhancements to Doğan Holding, she was acclaimed by the "Best Woman Manager of the Year" award in Turkey. In 2002 Fortune Magazine International Edition recognized her as the 33rd "Most Powerful Women in Business". In 2003 and 2004, she was recognized the 21st and 22nd most powerful woman by the same magazine, respectively. She is a member of Turkish Industrialists' and Businessmen's Association. Since 2003, she has been Deputy Chairperson to the Board of Directors and Member of the Executive Board for Doğan Holding; she also serves on the boards of several group.



Dr. R. Nebil İLSEVEN Deputy Chairperson and CEO

After graduating from Robert College, Mr. Ilseven received his undergraduate degree in Political Science and Economics in USA and worked as a research assistant at the Center for Strategic and International Studies at Georgetown University. In 1982, he completed his graduate studies in International Affairs at Patterson School of Diplomacy and International Commerce, University of Kentucky. In 2006, he finished his doctoral program in Banking at Institute of Banking and Insurance at Marmara University in Istanbul. Dr. Ilseven taught at Istanbul Bilgi University, specifically addressing topics in MBA and MA programs of the school in Turkish Business Environment, Financial Analysis and Reporting, Investment Banking. He also served as a Board Member in this university in 2000-2005. Starting his professional career in finance in 1985 as a staff member at Chemical Mitsui Bank in Istanbul, Mr. Ilseven took a number of positions on international trade, corporate finance and corporate investments in his career; mainly focusing on media, financial services, energy and real estate related businesses both in public and private corporations. He was involved in the banking restructuring process in 2001-2004 periods in Turkey as the SVP of Banking Supervision Board responsible for the asset management and asset resolution activities of the Agency during that period. Mr. İlseven joined Doğan Group in September 2006 and has been serving as the General Coordinator of the Group since January-2007.

Arzuhan DOĞAN YALÇINDAĞ Member

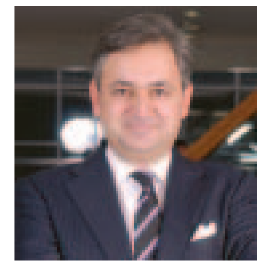
Ms. Yalçındağ started her professional life in 1990 at Milpa. There, she initiated a mail order business in cooperation with the German firm Quelle. Between 1993 and 1995, she took part in the establishment of Alternatifbank and served on its Board. Ms. Yalçındağ managed the Finance Department at the Milliyet Magazine Group from 1995 to 1996. In 1996 she started working at Kanal D and was appointed the CEO of Doğan TV & Radio in 2005. In 1999, Ms. Yalçındağ started efforts to establish a joint news channel between CNN International and Doğan Yayın Holding, which produced CNN TÜRK in 2000. Elected as the first female Chairperson of the Turkish Industrialists and Businessmen's Association (TÜSİAD) in January 2007, Ms. Yalçındağ was re-elected in January 2009 for the second term and assumed the position one more year. As of January 2010, Ms. Yalçındağ is the Chairperson of Doğan Holding. As one of the founders, Ms. Yalçındağ serves on the Board of Aydın Doğan Foundation. In addition, she serves as a Board Member at the following organizations: The Turkish Education Volunteers Foundation (TEGV), the Turkish-American Businessmen's Association (TABA), the Turkish Female Entrepreneurs Association (KAGİDER) and the Third Sector Foundation of Turkey (TÜSEV). She founded "Women's Initiative for Turkey in the EU", an effective platform that brings together the leading women of Turkey to establish a dialogue with their European counterparts. Also, she was selected as a Young Global Leader by World Economic Forum.

Vuslat DOĞAN SABANCI Member

Born in 1971, Ms. Dogan Sabanci graduated from Bilkent University with a degree in Economics. She continued her education at Columbia University in New York, where she received an MA in International Media and Communications. Before joining Hürriyet, Ms. Dogan Sabanci worked in the editorial management department of The New York Times for a year, followed by employment at The Wall Street Journal, where she helped in the formation of the Asian Business World News Channel and the Latin American Edition of the Journal. Ms. Dogan Sabanci, joined Hürriyet in 1996 as the Vice President in charge of advertising. Three years later she rose to the rank of Group President for Marketing Operations, where her responsibilities included marketing, sales, human resources and IT operations. Over the last 4 years, since she became the Chief Executive Officer she steered the company in line with a global business perspective, emphasizing strong presence in developing media markets through acquisitions. Besides this initiative, she led the company in its efforts to compete in the new media business by launching succesful online endeavours. During her tenure, Hürriyet's social presence was strengthened thanks to social responsibility campaigns. She is married and has two sons.

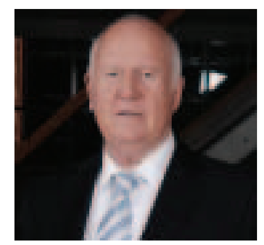
Hanzade DOĞAN BOYNER Member

Ms. Hanzade Doğan Boyner is a graduate of London School of Economics. Immediately after getting her BSc on Economics in 1995, Ms. Doğan Boyner joined Goldman Sachs London to work in the as a financial analyst. There, she was involved in large merger and acquisition deals. She got her MBA on Finance and Marketing from Columbia University in 1999 and the same year she moved to Turkey. Ms. Doğan Boyner launched Doğan On-Line as an ISP and developed Doğan On-Line to be Turkey's leading Internet Company with various portals and commerce sites. Currently, she serves as a Board Member at Doğan Holding and as the Chairperson of Petrol Ofisi, the leading oil distribution company of Turkey. Also, she is the Deputy Chairperson of Doğan Gazetecilik. She serves as a Vice President at World Association of Newspapers; is a member of Brookings Institute International Advisory Council, Association of Turkish Businessmen and Industrialists, Foreign Economic Relations Board, Young Presidents Organization and Association of Woman Entrepreneurs. A part from her business initiatives she is also the founder and the leader of the most successful 'social mobilization' project called 'Dad, Send Me To School'. As the chairwomen of the jury committee to choose the most successful entrepreneur in Turkey under the umbrella of Earnst and Young, Ms. Doğan Boyner was also one of the seven jury members in Monte Carlo chosing the "World Enterpreuener of The Year" where 32 companies from 32 different countries has competed. Ms. Doğan Boyner has been published by Fortune magazine in 2007 as one of the two women in Turkey who has a prominent position in the world. Ms. Doğan Boyner is married and has one child.



Mehmet Ali YALÇINDAĞ 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 Vice-President of DYH's Executive Committee. Mr. Yalçındağ has contributed to the generation of synergies for all publishers who are part of DYH including 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 DHA, 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. 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 has been President of the Executive Committee of DYH since 1999. At the same time, he has been Turkish Chairman of the IAA (International Advertising Association), Chairman of the Turkish Advertising Council, a member of TÜSİAD, the Galatasaray Sports Club, and WEF Media Managers. Mr. Yalçındağ is married and has two children.



Taylan BİLGEL Member

Born in Ankara in 1942, Mr. Bilgel graduated from Ankara College in 1963 and went on to complete his education at the Academy of Economics and Commercial Sciences in Ankara.

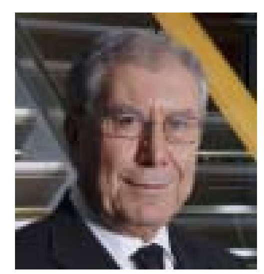
Graduating in 1971, he began his professional career as the owner and manager of the Gül Palas Hotel in Ankara.

Since 1983, he has been the Chairman of the Board of Directors of Anadolu Otomotiv, of which he is the founder.

Mr. Bilgel also serves as Board Member at Doğan Holding.

Ali İhsan KARACAN Member

Born in Adana in 1951, Mr. Karacan graduated from Ceyhan High School and continued his education on economics and finance at the Faculty of Political Sciences, Ankara University. Later, he received his Master's degree at the Faculty of Law, Istanbul University in 1984. Mr. Karacan started his professional life in 1973 as an Assistant Examiner at the Ministry of Finance Bank Examiners' Board and became Chief Examiner. In 1981, he joined Yapı Kredi Bank as the Vice President and took responsibilities in the boards of Bank's various subsidiaries. In 1986-1989, Mr. Karacan worked for Garanti Bank as Vice President. He then joined Doğuş Holding as CFO and assumed positions in the Boards of severeal group companies. While he was instructing at Faculty of Political Sciences of Istanbul University in 1993-1998, he was also the president of Capital Markets Board of Turkey from 1994 until 1997. In 1998-2005, he served as Board Member on various Çukurova Group companies. As a former columnist of Dünya gazetesi and writer and/or translator of more than 20 essays on economics and finance, Mr. Karacan is presently on the board of Doğan Holding. Ali İhsan Karacan is married and has one child



Zekeriya YILDIRIM Member

Mr. Zekeriya Yıldırım is a graduate of Darüşşafaka High School (1962) and holds a BA degree in Economics from the Istanbul University (1966) and an MA degree from Vanderbilt University, Nashville, USA (1976). He started his career at the Ministry of Finance as an inspector. In 1977, he moved to the Central Bank, where he specialised in international finance. He headed the International Department and later was made Vice Governor in 1984. He took an active role in the restructuring of the external debt of the country and also in the liberalisation drive of the economy. He was the Acting Governor when he left the Central Bank in 1987. Between 1987 and 1999 he served as a board member and advisor in a number of local and foreign companies. Among them was Doğuş Holding, where he assumed the position of Vice Chairman and Head of the Executive Committee, and Group companies. Mr. Yıldırım is the President and Managing Partner of Yıldırım Consulting Services Inc. providing services in the fields of corporate finance, management and strategy, which is a partner with FU Real Estate Investment Advisory Services Inc. Also, he is the Manager Yıldırım Fidancılık Ltd. and the Chairman of Ada Plant Fidanlık Inc. In May 2008, he assumed the position of Board Member at Doğan Holding. Until 2005, he had served for 13 years as the Co-Chairman of the Turkish-Dutch Business Council under Foreign Economic Relations Board and is currently a member of TUSIAD, member of the Board of Trustees of Ayhan Sahenk Foundation and of Education Volunteers Foundation, and Chairman of Darüşşafaka Association.

Dr. Vural AKIŞIK Deputy Chairperson (1)

(1) Mr. A. Vural Akışık, the Company's Deputy Chairperson, announced his resignation from his seat on the Board of Directors for personal reasons effective as of 28 February 2009. It was decided to appoint Mr. R. Nebil İlseven as Deputy Chairperson to serve until the Company's next General Assembly Meeting.

(*) At the Ordinary General Assembly Meeting convened on 09 July 2009, the following individuals were elected to the seats on the Board of Directors of Doğan Şirketler Grubu Holding A.Ş.: Aydın Doğan, İmre Barmanbek, Ragıp Nebil İlseven, Arzuhan Doğan Yalçındağ, Vuslat Doğan Sabancı, Hanzade Doğan Boyner, Mehmet Ali Yalçındağ, Taylan Bilgel, and Ali İhsan Karacan. Taylan Bilgel and Ali İhsan Karacan were appointed to serve as members on the Board of Directors Audit Committee, and Memduh Coşkuner and Cem Soylu on the Board of Auditors. At its meeting held on 31 July 2009, the Board of Directors passed a decision to designate Aydın Doğan as the Chairman, and İmre Barmanbek and R. Nebil İlseven as Deputy Chairpersons

ACTIVITIES IN 2009

- Management Discussion and Analysis
- Productivity and Operational Efficiency
- New Investments and Projects
- Risk Management
- Human Resources

Management Discussion and Analysis

The global economic crisis, which started to affect Turkey in the last quarter of 2008, forced executive management teams to closely reassess their functional areas, business targets and corporate strategies such as risk exposure, productivity and profitability. In this challenging environment, risk management mechanisms and operational profitability analysis became especially important. Doğan Holding focused its own efforts on raising productivity and market share, as well as on maintaining operating profit margins in its priority fields of activity. In addition, the Company kept a watchful eye for investment opportunities in other target industries. The Group's key initiatives in 2009 include:

• DHI Investment BV, a wholly owned subsidiary of the Holding, was incorporated in the Netherlands. This international investment company will consolidate Doğan Holding's existing and new investments abroad and ensure efficient coordination thereof.

• Petrol Ofisi A.Ş., a joint venture of the Group, resolved to acquire a 26.75% stake in a project consisting of eight sub-basin exploration licenses and natural gas production sites offshore of Akçakoca. The stake was acquired from Toreador Türkiye Ltd. Şti. (Toreador) which held a 36.75% share in the project. The deal was concluded in March 2009 and the acquisition price was USD 55 million excluding VAT.

• The Holding resolved to fully exercise its pre-emptive rights in the capital increase of DHI Investment BV, a wholly-owned subsidiary based in the Netherlands. The capital increase, from EUR 18,000 to EUR 65,000,000 will be covered in full in cash.

• Doğan Holding resolved to fully exercise its pre-emptive rights to increase the issued capital of Ray Sigorta A.Ş., in which it holds a 20% stake. The capital increase from TL 77,000,000 to TL 97,020,000 was made in full in cash. The Company also decided to exercise its option to sell 10% of its shareholding in Ray Sigorta A.Ş. (The option was stipulated to be exercised in 2010 per the Shareholding and Share Purchase Agreement of 19 March 2007.) The transfer of 970,199,999 shares (taking into consideration the capital increase which has yet to be registered) to TBIH Financial Services Group N.V., Ray Sigorta's majority shareholder, closed on 01 September 2009 with a sale price of USD 19,766,236.

• Based on a Board of Directors resolution dated 29 May 2009 of Doğan Yayın Holding A.Ş., a subsidiary in which the Company controls a 74.53% stake, Doğan Holding decided to fully exercise its pre-emptive rights in a cash increase of issued capital from TL 618,500,000 to TL 802,000,000. The Holding's pre-emptive rights have been fully exercised as a result of the transaction consummated in August 2009.

• The paid-in capital of D-Yapı Real Estate, Investment and Construction S.A. (D-Yapı S.A.), a subsidiary in which the Company holds a 99% interest, has been increased in cash by RON 113,497,140.00 (EUR 27,023,128.57), from RON 115,813,400.00 (EUR 30,004,000.00) to RON 229,310,540.00 (EUR 57,027,128.57) with the participation of DHI Investment BVI, a wholly-owned subsidiary. After the capital increase, 50% of the capital of D-Yapı S.A. is held directly by our Company, and the remaining 50% by DHI Investment BV. D-Yapı S.A. used the funds raised through the cash capital increase to repay an existing bank loan in full.

• During the first nine months of 2009, Doğan Holding continued to increase its shareholding in some of its publicly traded companies through purchases on the Istanbul Stock Exchange (ISE). Direct ownership as of 31 December 2008 and 31 December 2009 in those companies in which Doğan Holding purchased new shares are as follows:

	31.12.2008	31.12.2009
Petrol Ofisi	54.17%	54.17%
Doğan Yayın Holding	72.76%	74.53%
Hürriyet Gazetecilik	5.20%	11.09%
Çelik Halat	78.46%	78.69%
Ditaş	66.67%	73.59%

• In 2008, the Company increased its capital by TL 950,000,000 (63.33%) from TL 1,500,000,000 to TL 2,450,000,000, fully funded from retained earnings. The Company's authorized capital has now been raised from TL 2,000,000,000 to TL 4,000,000,000.

• Dogan Holding decided to start negotiations with OMV Aktiengesellschaft (OMV), its joint venture partner, for the sale of whole or part of its shareholding in Petrol Ofisi. On the basis of discussions held, the shareholders decided to continue operations within the existing shareholding structure. Currently, Doğan Holding and OMV hold respective shares of 54.17% and 41.58% in POAŞ.

• The Ministry of Energy and Natural Resources banned POAŞ, all subsidiaries of POAŞ, and Doğan Holding, which is the majority shareholder in the POAŞ joint venture, from participating in public procurement tenders for a period of one year. POAŞ brought suit against the Ministry of Energy and Natural Resources, requesting a stay of execution and revocation of the decision. On 17 July 2009, the court adjudicated for a stay of execution in relation to the banning decision. As promulgated in the Official Gazette dated 26 August 2009 by the Ministry of Energy and Natural Resources, the said ban has been lifted.

• The Council of State Plenary Session of the Administrative Law Divisions had granted stay of execution in relation to EMRA (Energy Market Regulatory Authority) decisions regarding administrative fines imposed on POAŞ, a joint venture of the Group, and its subsidiary Erk Petrol. The Council of State 13th Division considered the cases on their merits and adjudicated to revoke these decisions.

• Our pre-emptive rights were exercised in full in the cash increase of the issued capital of Hürriyet Gazetecilik ve Matbaacılık A.Ş., in which the Company holds an 11.09% direct stake, from TL 460,000,000 to TL 552,000,000.

• Some of our direct and indirect participations have been imposed to pay approximately TL 5 Billion in the form of income taxes and tax penalties (without interest) in December 2008 and during 2009. Lawsuits for the tax notifications and other legal proceedings are currently in progress. Detailed information on the principal amounts of taxes and tax penalties thereon are presented in Note 22 of the Summary Consolidated Financial Statements for the fiscal period of 01 January-31 December 2009.

• At the Company's Extraordinary General Assembly Meeting convened on 30 September 2009, a decision was passed to distribute cash dividends in the amount of TL 245,000,000, corresponding to 10% of the Company's issued capital, to our shareholders. The distribution amount would be covered from prior year profits as shown in the financial statements for the fiscal year ended 31 December 2008, and from extraordinary reserves based on legal records kept in line with the Turkish Commercial Code and Tax Procedural Law. Dividend payments commenced on 02 October 2009.

• Doğan Holding decided to start exploring various options to proceed with the reorganization of its participation Doğan Yayın Holding A.Ş. (DYH). The options include obtaining new shareholders for DYH and/or disposing of the shareholding in its subsidiaries in part or in whole, affecting a share exchange or establishing strategic alliances. The identification process of potential consultant firms that might be involved in the reorganization will also begin.

• To establish the extent of compliance of the Company's practices with the Corporate Governance Principles of the Capital Markets Board of Turkey (CMB), the Company engaged the services of SAHA Kurumsal Yönetim ve Kredi Derecelendirme Hizmetleri A.Ş. (Saha), a company licensed to issue ratings in accordance with the CMB Corporate Governance Principles in Turkey pursuant to the CMB Communiqué on Rating Activities in the Capital Markets and Principles Applicable for Rating Agencies. As a result of this evaluation, Saha assigned a rating score of 8.26 (82.64%) out of 10 to the Company in respect to its compliance with CMB Corporate Governance Principles. As of 04 November 2009, the Company's shares have been included in the ISE Corporate Governance Index.

Management Discussion and Analysis

• The Board of Directors of Doğan Şirketler Grubu Holding A.Ş ("Doğan Holding") has resolved to implement a restructuring plan in order to maintain steady growth, maintain/enhance the Group's current economic strength and position, and to establish robust international partnerships in its investments progressed abroad.

The new structure aimed at strengthening the corporate structure, improving the effectiveness of the management of the holding company and its participations and enhancement of the consolidated profitability and performance will be including the following principal changes:

1. The management structures of Doğan Holding and Doğan Yayın Holding A.Ş. will be simplified and the two holding companies will be managed by a shared –other than in those areas where required by regulation- professional team.

2. Our participations shall report to Doğan Holding with respect to their fields of operations.

3. The Family members will leave their current executive positions to professional CEOs within the next six months and continue as the Chairperson of the respective companies. Further, in the new structure, in addition to their non-executive positions as above, the Family members shall participate in the Doğan Holding Board of Directors and will together be responsible for the Group's strategic development, future plans and consolidated performance.

4. In the new structure, Aydın Doğan will be the Honorary President and Arzuhan Doğan Yalçındağ will be the Chairperson of both Doğan Şirketler Grubu Holding A.Ş. and Doğan Yayın Holding A.Ş.

The restructuring is targeted to be completed within the first six months of the year 2010 following the general assemblies of Doğan Holding and its participations.

The activities related to strategic alliance and business development that took place from 31 December 2009 until 09 April 2010 are presented below.

• Boyabat Elektrik Üretim ve Ticaret Limited Şirketi (Boyabat Elektrik), an electric power generation company, 33% of which is held by Doğan Enerji Yatırımları Sanayi ve Ticaret A.Ş. (Doğan Enerji), a subsidiary of our Company, secured USD 750 million in long-term project financing for its 513 MW hydroelectric power plant project in progress. The project involves the construction of a dam and power plant, which are slated for completion by year-end 2012. As power generation represents a strategic investment area of Doğan Holding, the Company and other shareholders, has provided a joint and several guarantee for the loan to Boyabat Elektrik that is limited in duration to the construction period. The interest on the loan shall be paid on a semi-annual basis while principal payments will start after the commissioning of the plant and will be completed in 2020 with 15 equal semi-annual installments.

• The Company and a subsidiary of Axel Springer AG reached entered into an agreement regarding to sell some of our stake in our subsidiary Doğan Yayın Holding A.Ş. on 19 November 2009. As per the agreement the closing of the sale was dependent on the completion of certain preconditions to the satisfaction of both parties. However, the sale and transfer of Doğan Yayın Holding A.Ş.'s 29% stake was not realized due to non-satisfaction of the conditions precedent to the closing, and the process was terminated on 19 February 2010 pursuant to a memorandum of understanding.

Financial position

The global economic crisis increased in intensity in the third quarter of 2008 and was ultimately of a magnitude unparalleled for many years. The severe downturn had a deeply negative impact on Turkey and on other countries where Doğan Holding and its subsidiaries operate, leading to widespread decelerated growth and economic contraction. The crisis deepened in the last quarter of 2008, and its effects on Turkey in subsequent periods became more pronounced. Thus, the impact on the results for 2009 is strikingly evident. 2009 GDP declined by 4.7% year on year in Turkey. Closely following the country's sharp economic contraction, Doğan Holding's net sales revenues for 2009 fell 17% year-on-year to TL 10.3 billion.

Doğan Holding's total assets amounted to TL 9.5 billion, while the current ratio stood at 1.35 and the liquidity ratio was 1.15 at year-end 2009. As in prior periods, the Holding's balance sheet maintained its high liquidity position. Liquid assets plus short-term financial investments, which totaled TL 2.3 billion at end-of-year, comprised one-fourth of the Company's total assets.

Total shareholders' equity including minority interests was TL 4.2 billion at year-end, while the ratio of total debts to shareholders' equity stood at 1.3.

Financial results

Doğan Holding posted TL 10.3 billion in total revenues in 2009. Media investments generated 24% of total revenues, while energy accounted for 74% and other investments contributed 2%. A breakdown of total sales revenues by sector in 2008 and 2009 follows:

TL Million	2009	2008	% Change
Media	**2,432**	**2,874**	-15%
Share in total	*24%*	*23%*	
Energy	**7,631**	**9,308**	-18%
Share in total	*74%*	*74%*	
Other	**253**	**319**	-21%
Share in total	*2%*	*3%*	
Total Sales Revenues	**10,317**	**12,500**	**-17%**

A 15% decline in sales revenues in the media sector, from TL 2.9 billion to TL 2.4 billion year-on-year, stems primarily from the downturn in 2009 advertising revenues across all media, except for cinema and the Internet. In the reporting period, total ad spend in Turkey is estimated to have decreased by 14% year-on-year, to approximately TL 3.0 billion.

In 2009, sales revenues in the energy sector totaled TL 7.6 billion, a decrease of 18% from the previous year. This result parallels the lower oil prices and decreased demand compared to the 2008. Even when faced with this challenging market environment, Petrol Ofis completed 2009 with a 24% market share in gasoline, 28% in diesel fuel, 18% in auto gas and 46% in black products.

The decline in reported sales revenues of the sectors combined under the other category arises mainly because a significant proportion of these revenues are generated by Group companies involved in the automotive industry, which suffered a sharp contraction nationwide.

Despite the widespread and deep economic contraction, Doğan Holding aimed to maintain its operating profit margins during 2009. Although the Company's sales revenues declined by TL 2.1 billion year-on-year, gross profit and EBITDA margins decreased only by 1 basis point on average, thanks to productivity and cost control initiatives introduced in the final quarter of 2008. In 2009, the Holding's gross profit margin stood at 9.4%, down from 10.5% in 2008. EBITDA decreased only TL 254 million for the year despite the fall in sales revenues. The EBITDA margin was 4.4% in 2009, compared to 5.7% for the previous year. Doğan Holding's total EBITDA amounted to TL 456 million for the year.

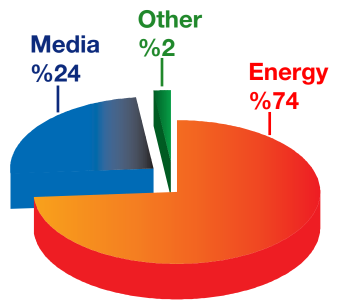
The loss for the period, before financing costs, was TL 44 million. This result was driven by the fixed depreciation costs and redemption values, as well as decreased sales revenues. Another major contributor to the loss was TL 106 million posted in the net other expenses category in 2009, while TL 10 million had been recorded in net other income in 2008. The reversal in net other income/expense is mainly due to the decline in profits on the purchase and sale of shares in subsidiaries, combined with an increase in provisions.

Doğan Holding reported TL 148 million in net interest expenses, TL 6 million in net loss on foreign exchange differences, and TL 156 million in total net financial expenses after other items in 2009.

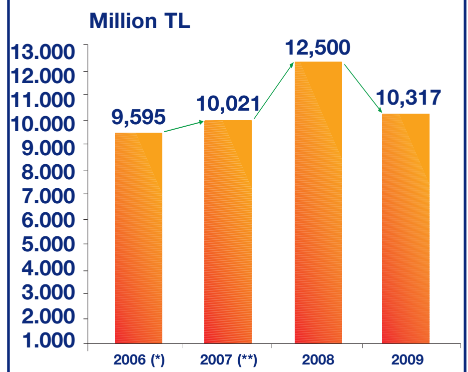
The loss before tax was TL 200.5 million for the year, while the loss for the period after minority interests stood at TL 114.1 million.

Management Discussion and Analysis

Doğan Holding – 2009 Consolidated Sales Revenue Breakdown

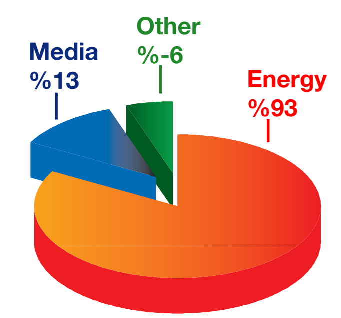


Doğan Holding-Consolidated Sales Revenue

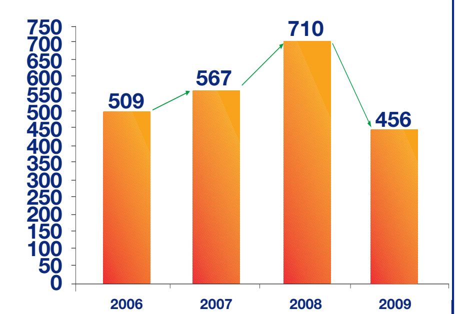


(*) Ray Sigorta A.Ş. sales revenue of TL 389 Million and to eliminate consolidation basis changes TL 2 Billion of Petrol Ofisi sales revenue excluded.
(**) Ray Sigorta A.Ş. sales revenue of TL 241 Million excluded.

Doğan Holding – 2009 Consolidated EBITDA Breakdowm



Doğan Holding-Consolidated EBITDA



Key financial indicators for the period from 01 January to 31 December 2009 are presented below:

BALANCE SHEET SUMMARY (TL million)	31.12.2008	31.12.2009	% Change vs. 2008
Current Assets	5,619	4,295	-24%
Non-current Assets	4,989	5,250	5%
Total Assets	10,608	9,545	-10%
Current Liabilities	2,973	3,177	7%
Non-current Liabilities	2,932	2,126	-27%
Minority Interests	852	767	-10%
Majority Shareholders' Equity	3,851	3,474	-10%

INCOME STATEMENT SUMMARY (TL million)	2008	2009
Net Sales	12,500	10,317
Gross Profit	1,308	966
EBITDA	710	456
Net Profit / (Loss) After Tax and Minority Interests	68	(114)

EBITDA: Earnings before Interest, Taxes, Depreciation and Amortization

KEY RATIOS	2008	2009
Gross Profit Margin (%)	10%	9%
EBITDA Margin (%)	6%	4%
Net Profit Margin (%)	1%	-1%
	2008	**2009**
Current Ratio	1.89	1.35
Liquidity Ratio	1.68	1.15
Total Liabilities/ Total Assets	0.56	0.56
Total Liabilities/Shareholders' Equity and Minority Interests	1.25	1.25
Liquid Assets and Marketable Securities/Current Liabilities	1.18	0.71
Earnings / (Loss) per Share	0.03	(0.05)

Productivity and Operational Efficiency

The entire Doğan Group has always prioritized the efficient use of resources, effective cost control and streamlined business processes as important components of its overall operations. However, productivity and operational efficiency have become even more vital for all companies of the Group to combat the effects of the global crisis.

At Petrol Ofisi, a joint venture of the Holding operating in the energy sector, a number of steps were taken to lower production costs in its motor oil business. It was decided to close down the Aliağa Lubricant Plant at the end of January 2009 and to consolidate production at the Derince Lubricant Plant. Synthetic motor oils, historically imported as finished products, are now manufactured domestically at the Petrol Ofisi lubricant plant, resulting in significant cost savings. During 2009, the company continued to invest in automation and electronic tracking systems, and achieved faster supply procurement, and increased effectiveness both in the measurement of vehicle performance as well as in instantaneous monitoring of customer risks. At the end of 2009, an agreement was made with Ak Enerji to fulfill the power consumption needs of the Head Office building and terminals other than Derince, resulting in an 8% cost savings compared with rates quoted by transmission companies.

Doğan Yayın Holding (DYH), the media subsidiary, implemented additional cost-saving measures to reduce fixed costs incurred in relation to all of its activities and alleviate the adverse effects of the sharp contraction sustained by the advertising sector. In addition to cost-reduction initiatives for newspapers and magazines, the DYH magazine portfolio was optimized, the total number of published pages was slashed, supplements were downsized in magazines, and the prices of DYH publications were increased at different rates. In this reporting period, the focus was on decreasing the rate of returns and increasing sales. On the TV broadcasting front, budget rationalization resulted in reduced production costs and communications expenses. Lower-cost shows produced by D Productions, a Group company, were developed resulting in additional cost-savings for DYH channels. On the digital platform side, the number of free-to-air channels offered without any time restrictions in 2008 was reduced this year, and the transition to Pay-TV was accelerated.

At the Group's industrial companies, labor productivity was enhanced in the production function, and new investments were made to raise operational efficiency. While the production capacity at Çelik Halat increased due to a pre stressed wire strands investment that was completed in August, the total annual average consumption level of power and gas decreased. Çelik Halat also increased its elevator rope production capacity by 25% through modifications made to two drawing machines and one rope weaving machine.

Ditaş restructured its OEM and IAM business lines to better serve these segments. Given that the two units have different characteristics in terms of production, marketing and sales, the company set up two production parks that will separately undertake OEM and IAM manufacturing within the existing production facility. In addition, a project was initiated in 2009 to attain a 20% rise in production efficiency at the assembly facility.

At Milpa and Hürriyet Pazarlama, the Group's trade companies, the current real estate development projects were divided into phases spread out over multiple years, marketing budgets were put under strict control, and financing needs were minimized throughout the crisis period. The CRM computer system introduced during the year raised productivity by saving time in reporting and recording customer information by personnel.

DD Konut Finansmanı (DD Mortgage), a Doğan Holding company engaged in financial services, launched its online branch in September 2009 in an effort to increase productivity. With the online branch, the operational workload on the sales team was lessened, while overall performance rose by enabling transactions via this alternative distribution channel.

Initiatives to increase productivity and operational efficiency in the Group's tourism related operations were also implemented in 2009. Milta Bodrum Marina lowered its power and water usage and introduced a pre-paid system to enhance service quality and realize savings in time and labor. Işıl Club continued to run its automated system and "system 4444", i.e. the operation tracking system, resulting in significant savings in energy use and personnel time expended.

New Investments and Projects

During the year, Doğan Group companies implemented process improvements that will increase productivity, and made new investments that will further enhance service quality. Doğan Holding also pursued investment and trading opportunities in new geographic regions.

In 2009, Petrol Ofisi based its service station investment strategy on rolling out stations at locations in large city centers and main thoroughfares where it had no prior presence. The company added 41 new-built or transfer stations to its network, renewed contracts with 365 stations, and undertook infrastructure and superstructure improvements at more than 200 stations. Petrol Ofisi also began construction of the first LPG storage and filling terminals in Yarımca and Aliağa. In addition, six additional tanks were built for the Aliağa terminal and Derince Lubricant Plant to increase capacity at these facilities. Petrol Ofisi continued its investments within the aviation arena: the company was instrumental in the establishment of airport supply units in Denizli and Urfa. Additionally, two on-site stations at marinas were completed in Didim and Kemer during the year, and construction is underway for a marina station in Sığacık. The company also revamped the industrial treatment systems at the Haramidere and İskenderun terminals with an investment of USD 1 million.

A subsidiary of Petrol Ofisi, Petrol Ofisi Arama Üretim Sanayi ve Ticaret A.Ş. assumed control of 26.75% of the shares held by Toreador in a project consisting of exploration licenses and natural gas production sites offshore of Akçakoca in March, and became the second largest shareholder after TPAO. Established in 2009 to fulfill the storage and operations requirements of its shareholders active in the oil market, Marmara Depoculuk Hizmetleri A.Ş. purchased an existing storage facility during the year.

Doğan Enerji, a participation of Doğan Holding, is principally involved in excavation and exploitation of all types of underground assets pursuant to oil and mineral rights and other applicable legislation. The company is engaged in exploration and development projects in the northern Iraq regions of Arbil and Khalakan. While both projects have concession rights for 20 years in the production phase, oil field discovery was made at the Arbil site and production is expected to commence in 2011.

Doğan Yayın Holding (DYH) focused its investments on technology and the Internet in 2009. Initiatives to increase the user traffic to the Group's websites continued along with investments to launch new sites. The company also invested in equipment to improve the printing quality, speed and technology in its presses. High Definition (HD) channels of Kanal D and Star were launched to capitalize on the growing popularity of HD-television ownership and served to further enhance the quality reputation of these important DYH brands. New investments were also made in visual media to expand the technical infrastructure network and strengthen the transmitter system.

Çelik Halat made new investments during the year in response to demand from its target industries for higher quality steel wires. The company undertook pre stressed wire and strand investments, which consisted of a new patent galvanized product line, two drawing machines and one rope weaving machine to increase productivity and raise the quality of its production. The investment on pre stressed wire production is resulted with 35% of increase in production and improved competitive position both in Turkey and international markets.

Ditaş, in its initial capital investment in 2009, targeted the assembly line for automatic stabilizer tie rods, which is used for joining the stab product used in light commercial vehicles by Tofaş-Fiat and Ford. The company's other investment projects for the year included the introduction of Program Logistic Control (PLC) systems in the normalization furnace and the CNC pipe-bending machine. Both projects served to upgrade product quality and increase the company's competitive standing in the marketplace.

New Products and Services, Marketing Channels, Markets

During 2009, Doğan Holding penetrated new markets and expanded the borders of the geographic region it services; employed new marketing channels and succeeded in reaching its customers by using different outlets; and closely monitored trends and developed new products and services.

Petrol Ofisi is a standout for the new products it launched during the year. Formulated for diesel vehicles with Euro 4 or Euro 5 engine and Selective Catalytic Reduction (SCR) system, AdBlue® was introduced on the market in May. Petrol Ofisi also expanded its lubricants portfolio for passenger cars with Maxima Auto LPG 10W-40, produced specifically for preventing engine overheating for vehicles using auto gas. The company also launched its credit card service, Positive Card, in 2009. Positive Card aims to make life easier for consumers who make purchases at Petrol Ofisi, and offers additional cardholder benefits to foster brand loyalty. Petrol Ofisi also prioritized the development of diverse marketing channels: General Motors (GM) started to recommend the fuels in the Petrol Ofisi V/Max Performans line to drivers of Opel, Saab and Chevrolet in Turkey. The Producer's Card was launched in 2006 for use by farmers to make fuel purchases from PO service stations. Offered in cooperation with DenizBank, the Producer's Card program was expanded in 2009 and now includes the purchase of lubricant products sold at PO stations. The company also offered Maxima Lubricants produced with the state-of-the-art smart oil technology to consumers in the Turkish Republic of Northern Cyprus via Kıbrıs Türk Petrolleri this year.

Doğan Yayın Holding (DYH) rolled out new offerings in TV broadcasting in 2009. DYH created new revenue generation models by making content from its TV channels available on mobile and online platforms. D-Smart, the company's digital offering, launched a Pay-TV product based on a month-to-month subscription, and merged Internet and TV services in a single invoice for the first time in Turkey with Smart internet. New websites (tipeez.com, hurriyetkiyasla.com) went live, while the websites of existing brands (Ekonomist, Hey Girl, Level) were refreshed.

D&R, one of Doğan Holding's media retailing assets, opened nine new stores in 2009, increasing its total network to 90 stores. The chain's total retail sales area grew 15% to 36,100 square meters during the year. While the effects of the global crisis led to a decline in consumer spending and drove many companies out of business, D&R increased its revenues and profitability in this period due to payment advantages and affordable prices offered to its customers.

Among our industrial assets, Çelik Halat began to work with new firms in the Turkic Republics, Middle East, South Africa and the US to broaden the sales channels, counteracting the contracted domestic market. Ditaş created a new brand and sales channel in the spare parts (IAM) segment and offered Dipar independent spare parts for sale within its Turkish distribution network.

Risk Management

Doğan Holding conducts risk management in accordance with the business strategies determined by the Board of Directors to realize sustainable growth and to enhance the corporate structure. Crucial for sustainable management and healthy growth, risk management incorporates identification of probable and existing risks, and mitigation and elimination thereof through prescriptive measures. To minimize the impact of the global economic crisis, Doğan Holding and its subsidiaries placed risk management activities at the heart of their businesses during 2009. The executive committees of the subsidiaries make comprehensive risk assessments regularly.

Doğan Holding subsidiaries and its participations closely monitored their operational and financial risks in 2009, and developed significant countermeasures in working capital and liquidity management. The Group's companies also provided an operational hedging mechanism in finished product prices, and entered into forward transactions against possible fluctuations in exchange rate parities. In addition, processes were undertaken to measure the sensitivity of balance sheet items to market interest rate, duration, foreign currency position and liquidity risk; these factors are monitored on a daily basis to manage market risk.

During the reporting period, Doğan Holding verified that Risk Management Departments have been established at the Group's companies, and that the companies have fully transitioned to the corporate risk management program. Risk assessments are an indispensable part of the decision-making process of each company, aiming to ensure risk awareness across the entire organization and the effective management of risk exposure.

Corporate risk management activities at Petrol Ofisi are coordinated by the Risk Committee, which is composed of the company's senior management, and the Risk Department under the Compliance and Audit Department.

Financial risk management is practiced by all participations and joint ventures within the framework of general principles set by DYH and policies approved by their respective boards of directors.

Credit risk is the risk of default by the other parties to agreements, to which the media group (DYH Group) is a party, in fulfilling their obligations. The DYH Group controls credit risk by conducting credit evaluations and setting credit lines for contracting parties, which together limit the total risk a single party is exposed to. DYH Group's credit risk is widely distributed due to the high number of entities in the customer base and the wide range of business lines they are engaged in. The DYH Group is also exposed to interest rate risk from the effect of changes in interest rates applied on assets and liabilities. DYH Group manages this risk through countermeasures to balance assets and liabilities sensitive to interest rate movement, and the limited use of derivative instruments. As of end-of-year 2009 and 2008, DYH Group's variable rate financial obligations were composed more heavily of debts in US Dollars.

On the basis of the Environmental Impact Assessment Procedure and the Risk Assessment Procedure devised in 2009, Çelik Halat evaluated all risks in connection with the environment and occupational health and safety. As a result of risk and impact assessment activities conducted, a 37% decrease was achieved in the number of occupational accidents and total workdays lost declined 31% on a year-on-year basis.

DD Konut Finansmanı (DD Mortgage) adheres to the policies and guidelines it has established for market, credit and operational risk management. In evaluation of creditworthiness, a credit scoring module is employed in a manner consistent with mortgage provision; the module is integrated with the databases of the Credit Bureau of Turkey, the Central Bank of the Republic of Turkey (CBRT) and the Identity Sharing System (in Turkish: KPS). Workflows and control mechanisms have been developed for identification and assessment of operational risks. Potential operational losses that can be addressed under this heading are determined and monitored by the Operational Risk Committee, which takes necessary actions to minimize the risk.

Human Resources

Doğan Holding's human resources talent is its key to attaining its strategic goals. Recognizing the vital importance of this asset, Doğan Holding aims to create a fast-moving, agile, youthful and well-educated human resource pool that has a global perspective. Doğan Holding also offers fair and equal opportunities to all of its employees without any discrimination.

Doğan Holding aims to maximize the loyalty of and added value creation by its workforce by through prioritizing employee satisfaction.

Human Resources Policy

Doğan Holding sees as its responsibility the provision of a safe and comfortable working environment built on mutual trust and communication, and strives to exercise due respect and care toward its employees regardless of race, nationality, religion, gender, or faith.

Doğan Holding makes it a priority to establish and implement individual-based, performance evaluation systems and provide an appropriate environment for personal and professional development and continued life-long training of its employees. The human resources processes adopted incorporate the shared values and strategies of Doğan Group's companies while recognizing industrial and region specific requirements, and include:

- Human Resources Planning
- Job Descriptions and Job Assessments
- Training
- Performance Appraisal and Compensation Management

Attracting and Recruiting Talent

Doğan Holding emphasizes personal objectives and the professional experience of personnel who are joining the Group. The goal is to match individual competence with the occupational requirements of the position. The Holding gives priority to candidates who are global-minded team players and who are also open to change and professional development.

Training and Development

Doğan Holding aims to ensure that its employees are provided the opportunity to continuously improve their professional competence, knowledge base and interpersonal skills both for their career within the Group and for their personal development.

Performance Development

Doğan Holding's human resources policy is based on the objective of contributing to the professional and personal development of its employees. All employees are assessed via an objective Performance Evaluation System and appropriate training is provided for areas identified for further development.

Compensation Management

Through the use of a flexible system suitable for an ever-changing business and employment environment, the compensation structure of Doğan Holding is closely aligned with the market so that an appropriate wage is paid for each position.

INVESTMENTS

- Energy
- Media
- Industry
- Trade
- Financial Services
- Tourism

Energy - Petrol Ofisi / Electricity JV Companies

Energy investments constitute an important strategic business unit for Doğan Holding. Doğan Holding has focused on two specific areas in the energy sector: oil & gas and electricity. The goal is to become a regional power in these areas, and to further advance through energy investments while enhancing Turkey's position as an international platform within the sector.

Doğan Holding manages its oil and gas distribution and production activities jointly with its shareholder OMV under Petrol Ofisi. The Group's first energy investment, Petrol Ofisi is an oil distribution company with the most extensive nationwide network in Turkey.

Doğan Holding also invests in the electricity distribution and generation sectors. A participation of Doğan Holding, Doğan Enerji was incorporated to engage in the generation, transmission, distribution, domestic and foreign trading of energy supplied from any source on a wholesale or retail basis.

Petrol Ofisi

Turkey's leading institution in the fuel oil sector, Petrol Ofisi A.Ş. was founded in 1941 and became a joint stock company in 1983. The company is engaged in the local and international procurement, distribution, storage and sale of oil; sale of refinery by-products; production and blending of all types of lubricants and greases and their by-products; establishment of facilities for production and blending; and retailing, wholesaling, importing and exporting these products.

As of year-end 2009, Petrol Ofisi conducts its operations through 3,008 fuel stations (Petrol Ofisi: 2,811; Erk: 197), one lubricant plant, ten fuel and two LPG terminals, one liaison office and 35 airport supply units.

Controlling Turkey's largest storage capacity in fuel oil distribution, Petrol Ofisi had at its disposal nearly 1 million cubic meters of storage capacity at ten fuel oil terminals as of end-2009. The locations of these terminals give the company a countrywide presence, provide faster and more efficient distribution of products, and result in a significant competitive advantage for Petrol Ofisi.

As of 30 September 2009, Petrol Ofisi had terminals in Haramidere, Derince, Kırıkkale, Aliağa, Antalya, Mersin, İskenderun, Trabzon, Samsun, Batman, and Aksaray, with a total capacity of 989,279 cubic meters as registered with the Energy Market Regulatory Authority (EMRA).

The year 2009 was difficult for the oil industry, which fulfills one-third of Turkey's energy needs. Petrol Ofisi sold a total of 5.14 million cubic meters of white products, 875,000 tons of black products and 570,000 cubic meters (equivalent) of auto gas during the year. The company's sales volume declined by 5.3% in white products and 46.8% in black products year-on-year, while auto gas sales increased 3%. Petrol Ofisi completed 2009 with a 24% market share in gasoline, 28% in diesel fuel, 18% in auto gas, and 46% in black products.

In 2009, the fuel oil sector was impacted by a price ceiling imposed by EMRA on diesel fuel and gasoline for a period of two months. The Ministry of Finance increased the fixed special consumption tax imposed on certain types of fuel oil in July while the price ceiling was in effect; this brought the price of fuel oil charged to consumers back to their level prior to the price ceiling implementation. On 29 December 2009, the fixed special consumption tax rate was increased again.

Despite the highly unfavorable market conditions in 2009, Petrol Ofisi continued to lead in the Turkish fuel-distribution and lubricants industry, further strengthening its bond with consumers with innovative products and high quality, customer-focused services. During this period, the company's main priority was to maintain its market position through consumer oriented activities and invest in operations that increase customer satisfaction. As a result of its consumer-focused strategy and supporting initiatives in 2009, Petrol Ofisi raised customer loyalty, which has become increasingly important due to the ever more competitive market environment.

Petrol Ofisi uses technology to make a difference in all aspects of its operations. The management team closely tracks new technological developments and adopts the latest innovations to provide the highest quality services to its customers. In fact, Petrol Ofisi is one of the few fuel distribution companies that widely deploy technology in its fuel stations.

Perhaps the most significant technology application Petrol Ofisi uses is the Satellite Monitored Fuels Quality System, which enables the inspection of tanks and pumping stations via satellite 24 hours a day, 365 days per year.

The system monitors tank levels and fuel pumps online at all stations

Enerji - Petrol Ofisi / Electricity JV Companies

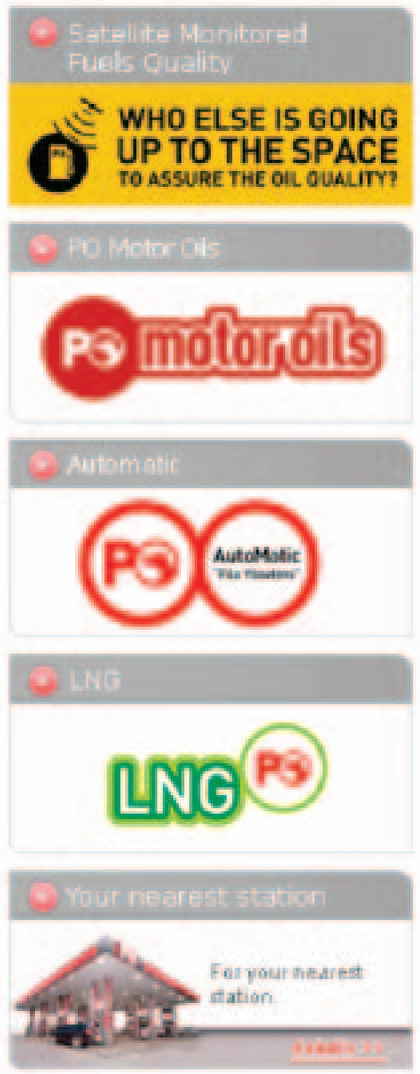
on the main distribution route. The system is currently active at 1,600 Petrol Ofisi dealers, accounting for 75% of sales volume that can be tracked by the company.

Additionally, Petrol Ofisi's automated systems support its customer loyalty program which provides extra benefits to both consumers and corporate clients. The company's real-time, online system processes these pioneering and innovative cards that include Positive Card, Automatic, Automatic Card, Prepaid Card, Dealer Card, Logistic Card and Local Card.

Petrol Ofisi is the clear market leader in the wholesale segment as well; the company services a wide range of corporate clients, public corporations and distributors. Petrol Ofisi's long-standing, strong customer relations and accumulated know-how help make the company the preferred supplier to large-scale corporate clients in the manufacturing, mining, agricultural, logistics and construction industries as well as to smaller commercial customers.

The most important sector development for 2010 is the Turkish Competition Authority's decision to restrict the duration of land use agreements extended by fuel oil distribution companies to dealers to five years. The decision is retroactive and applies to previously-concluded land use agreements that are still in effect. The retroactive shortening of the duration of these contracts gives rise to questions about the investment and financial support agreements extended by fuel oil distribution companies to dealers, which are often longer than five years to record a return.

In 2010, Petro Ofisi's primary objective is to further minimize both the negative effects of the economic crisis and also the adverse industry developments on its operations, business partners and employees, and all other stakeholders. The company will strive to focus on its customer-focused initiatives and investments. In the coming year, Petrol Ofisi will continue to perform comprehensive feasibility studies for its investments, develop audit mechanisms in the management of its nationwide dealer network, and build loyalty and competence among its employees.



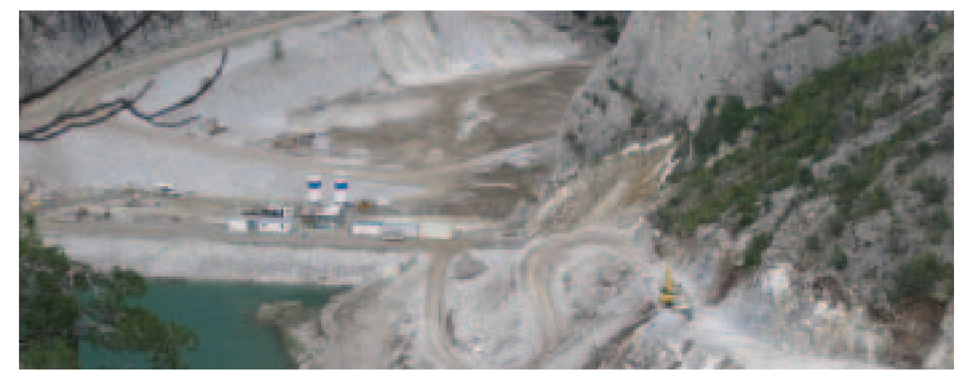
PETROL OFİSİ A.Ş.	2009	2008
Shareholding Structure	54,17% Doğan Holding 41,58% OMV Aktiengeselschaft 4,25% Other	54,17% Doğan Holding 41,58% OMV Aktiengeselschaft 4,25% Other
Total Assets	TL 6,933.1 Million	TL 6,935.1 Million
Shareholders' Equity	TL 3,014.8 Million	TL 2,753.4 Million
Total Sales	TL 14,094.9 Million	TL 17,194.4 Million
Net Profit / (Loss)	TL 287.4 Million	TL 100.9 Million

Electricity Distribution and Generation

Doğan Holding has identified electricity, a vital need for fast-growing Turkey, as a key investment area. Closely monitoring the electricity supply issue Turkey faces and the investment environment provided by the government, Doğan Holding continues to pursue a range of electricity generation projects. These include hydroelectric power plants, nuclear power plants, and utilization of local lignite sites for electricity generation purposes, thermal power plants fueled by imported coal, green field and existing natural gas power plants, wind power plants, and geothermal power plants.

Doğan Enerji Yatırımları Sanayi ve Ticaret A.Ş. (Doğan Enerji), a participation of Doğan Holding, was incorporated to engage in the generation, transmission, distribution, domestic and foreign trading of energy supplied from any source on a wholesale or retail basis.

Doğan Enerji acquired a 33% stake in Boyabat Elektrik Üretim ve Ticaret Limited Şirketi. Construction is currently underway for the Boyabat Dam and HEPP Project, for which an electricity generation license was obtained from EMRA on 13 November 2007. Initially, a turnkey construction agreement was made with Doğuş Construction on 28 November 2008 for the project. With the mobilization and excavation phases now completed, the dam body concrete casting is now in progress. The Boyabat Dam and HEPP Project will be commissioned and begin electricity generation operations in November 2012.



With an installed capacity of 513 MW, the Boyabat Dam and HEPP Project is one of Turkey's largest private power plants constructed by the private sector. The approximately 1.5 billion kWh that will be generated annually under the project is expected to play a significant role in reducing Turkey's dependence on foreign energy. The project is fully financed and the loan agreement has been executed.

The Boyabat Dam and HEPP Project is also a significant contributor to the national economy. Almost 1,200 people have been employed in the ongoing construction work as of this year, and that number is expected to increase to 2,000 in the coming years.

Media

Strategic focuses of Doğan Holding's investment portfolio and the Group's traditional core business, media assets have been organized under the Doğan Yayın Holding A.Ş. (DYH) umbrella since 1997.

DYH is active in newspaper, magazine and book publishing radio and television broadcasting and production, Internet, digital media, printing, distribution, retailing and new media businesses.

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

Operating under the principles of resource pooling and optimal integration, all DYH companies benefit from strong synergy generated from a robust integrated structure. Majority of DYH companies are the industry leaders in their field of operation. Doğan Yayın Holding, Hürriyet, Doğan Gazetecilik and Doğan Burda are publicly traded companies.

Doğan Holding's target for its media assets is to maintain their leading position and compete in global markets. The unwavering approach adopted in this line of business is true, unbiased and quality news reporting.

DYH's main fields of activity are grouped under three segments.

Publishing and Distribution

- Newspaper Publishing
- Magazine and Book Publishing
- Print and Distribution

DYH publishes eight dailies (Hürriyet, Milliyet, Radikal, Posta, Vatan, Fanatik, Referans and Hürriyet Daily News), 25 periodicals, children and teen magazines, and books. Doğan Ofset and Doğan Printing Center form the printing business with seven printing facilities, six of which are in Turkey and one in Germany. Doğan Dağıtım handles the distribution of 63% of newspapers and 71% of magazines sold in Turkey. The Hürriyet structure includes Trader Media East (TME), the leading classified advertising company in Russia. DMI is engaged in newspaper publishing in Europe.

Broadcasting

- Television and Radio Broadcasting and Production
- Digital TV Platform

Kanal D, Star TV, and CNN Türk, are TV channels that are the driving forces of the sector. DYH's radio properties include Radyo D, Slow Türk Radyo and Radyo Moda. D-Smart is the Group's digital platform, which provides access to all existing channels broadcasted via the Turksat satellite, and numerous thematic and Pay-TV channels. D Productions undertakes the Group's TV, movie and commercial production activities. Kanal D Romania is a top five TV channel in Romania.

Retailing and Others

- D&R
- Doğan Distribution Non-Media Products

D&R music and book store chain offers a wide variety of books, music, films, magazines, electronics, hobby related items, accessories and stationery products via its 90 store network located in 18 cities, at end-2009. Doğan Distribution handles the distribution of non-media products.

Newspapers
Doğan Publishing Group commanded a 35% market share in 2009 with a daily circulation of 1,676 newspapers. With a portfolio that includes Turkey's best-selling newspaper Posta, as well as Hürriyet and Milliyet, two of the country's most powerful news brands, DYH maintained its lead in the sector with 35% share in total newspaper circulation in 2009.

Hürriyet: The symbol of free and independent journalism in the national press since its debut in 1948, Hürriyet is the pioneer of serious and popular journalism in Turkey. Hürriyet has a professional approach to news reporting and its columnists represent a diverse range of opinions.
Referans: With its finger on the pulse of the business world and targeting the young, open-minded business people of a rapidly evolving Turkey who are fully integrated with the world, Referans fills a significant niche in the market.
Hürriyet Daily News: Published continuously for 47 years as Turkey's earliest English language newspaper, Hürriyet Daily News is the primary source of local news for foreigners living in Turkey.

Media

Milliyet: As the icon of Trust in the Press since its inception in 1950, Milliyet pioneered the concept of ethical values in journalism in Turkey. Milliyet is a newspaper of undisputed credibility and a source of choice for opinion leaders from all fields with its highly respected reporters and columnists.
Radikal: Since its launch in 1996, Radikal has become essential reading for progressive urbanites. It is known for its independent, in-depth content and the radical innovations it has introduced to the Turkish press.
Posta: Owing to its innovative and original approach to journalism since its inception in 1995, Posta has the highest circulation and widest readership of any newspaper in Turkey.
Vatan: Founded on the principle that Turkey needs a newspaper which publishes every news story that is true, Vatan quickly became one of the top four newspapers in the country.
Fanatik: Launched in 1995 as Turkey's first daily all-sports newspaper, Fanatik appeals to sports fans of all ages.

TME Newspapers

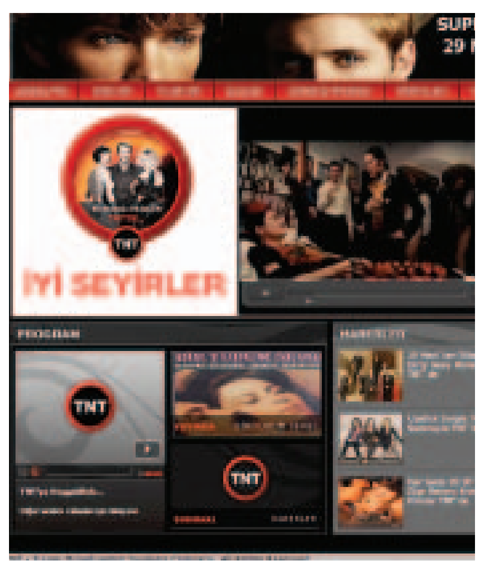
Iz Ruk v Ruki: Literally meaning From Hand to Hand, Iz Ruk v Ruki is a daily classified ads paper for real estate, vehicles, career and other service segments. It is the leader in its category in Russia and Eastern Europe, and is also one of the strongest brands in the region. Having an extensive distribution network covering 100 cities in Russia, Iz Ruk v Ruki is also published in Ukraine and Kazakhstan. At end-of-year 2009, the total printed media monthly circulation topped 7.2 million.
Expressz: The leading publisher in Hungary in the classified ads market, the Expressz portfolio includes four weekly titles and a daily ads paper. Expressz publications are sold across the country and reach national advertisers.
Oglasnik: The leading classified ads publisher in Croatia with a 60% market share. It offers four weekly editions featuring over 160,000 ads per month.

Magazines and Book Publishing

DYH continues to lead the market in magazine publishing. Publishing four weekly, 22 monthly magazines and 27 other varied frequency periodicals, Doğan Burda captured an estimated market share of 34% in a total market of 6.97 million copies sold in 2009. Combined with other participations engaged in magazine publishing, DYH has a total market share of approximately 36%.
Doğan Burda Dergi: Operating as Doğan Burda Dergi Yayıncılık ve Pazarlama A.Ş. since July 2005, this leading magazine publisher has 25 titles in its portfolio.
Doğan Egmont Kitap: Doğan Egmont Yayıncılık is one of the most popular publishing houses with publications targeting children and youth in the 0-14 age group. One of the key players in book publishing, Doğan Kitap repeated its success in 2009 by featuring books on the top bestsellers lists.

Television and Radio Channels

DYH is also the leader in TV audience share. Following the acquisition of Star TV, DYH channels achieved an overall TV viewership share of 22.7%, and 28.4% in primetime, in 2009, up from 15% in 2005.



National TV Channels

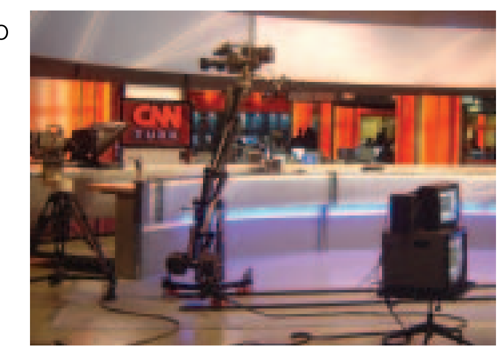
Kanal D: With its modern, creative, innovative and unique approach to TV broadcasting, Kanal D represents Turkey's vision. In 2009, Kanal D was the market leader with a 20% audience share in prime time.
Star TV: Star TV is a strong national channel with quality TV series, feature films and special events programming; Star News and Champions League football matches help Star TV lead the competition.
CNN Türk: Established in 1999 as a joint venture between DYH and Time Warner , CNN Türk is the first TV channel co-founded with a foreign media company in Turkey; it is also the first CNN-branded TV channel not managed from Atlanta. CNN Türk broadcasts news 24 hours a day in Turkish.
TNT: Broadcast nationwide since 03 March 2008, TNT expanded the cooperation DYH and Time Warner initiated with CNN Türk. With a programming schedule consisting mostly of TV series and movies, TNT also features occasional concerts.
Cartoon Network: As a further extension of the DYH and Time Warner partnership, Cartoon Network has emerged as one of the most popular channels for children.

Interactive TV

FIX TV: Featuring an interactive TV format, FIX TV broadcasts entertainment and music programming including Turkish and foreign music and videos, and offers chat applications with DYH content.

Digital Services

Doğan Platform: DYH's representative in the information technology sector, Doğan Platform provides corporate and individual Internet access, telecom services, customer care services (call center) and mobile technology solutions. Doğan Platform and D-Smart combined their management teams in 2009 to generate synergy and improve efficiency in the two companies.
Digital TV Platform - D-Smart: DYH initiated its D-Smart investment in the second half of 2006 and launched the digital TV platform in February 2007. D-Smart provides access to TV and radio channels broadcast via Turksat, in addition to a wide range of thematic and Pay Per View (PPV) channels. D-Smart's thematic channel offering includes Turkish and international TV and radio channels. Interactive features provide viewers with breaking news, stock market updates, weather forecasts and more via a single button. At end of year 2009, D-Smart's viewer base totaled 1.1 million, of which 285,000 were Pay-TV subscribers. In January 2010, D-Smart and Smile ADSL, a provider of Internet and value-added services and the leader among alternative telecom operators, merged into a single entity in response to changing market dynamics and customer needs.
Doğan Teleshopping: Launched in January 2007, Doğan Teleshopping provides TV and internet shopping. Her Eve Lazım (Essential for Every Home), a telemarketing program which promotes the products for sale



Media

and delivers to the client's door reached to 380,000 customers in 2009. Doğan Teleshopping merged with D-smart operations as of 2010.

Radio Broadcasting

Radyo D: Broadcasting Turkish pop music via world-class, all-digital systems, Radyo D was among the first private radio stations in Turkey with nationwide coverage.
CNN Türk Radyo: Established as a joint venture of DYH and Time Warner, CNN Türk Radyo broadcasts news around the clock. The audio broadcasts adhere to the same accurate, impartial, reliable and objective news reporting principles as CNN Türk.
Slow Türk: With a playlist featuring the best love songs 24 hours a day, Slow Türk has emerged as one of the most listened to radio stations.
Radyo Moda: Predominantly broadcasting Turkish pop music around the clock, Radyo Moda also features the hottest songs from all musical genres.

TV and Music Production

D Productions: With its creative and dynamic perspective, cutting-edge technology equipped facilities and innovative team, D Productions is Turkey's leader in TV, movie, commercial and video clip production, programming and film distribution.
Kanal D Home Video: Expanding into the home theatre segment, D Productions brings the quality and variety of its entertainment content to a wider audience with its Kanal D Home Video brand. Its low-price strategy has proved popular with consumers.
Doğan Music Company (DMC): Established in 2000, DMC ranks among the top players in the Turkish music industry with its 19% market share.

Internet

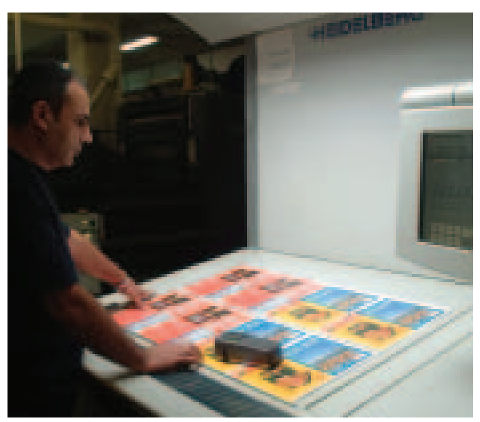
DYH web properties www.hurriyet.com.tr and www.milliyet.com.tr are among the top ten most visited websites in Turkey. A leader in the online advertising market, DYH provides Internet users a broad range of content with its news websites and thematic portals. According to Alexa data, hurriyet.com.tr completed 2009 ranked number one among Turkish language websites in Turkey. The hurriyet.com.tr website was also the 350th most visited worldwide, with 1.37 million registered users at the end of the year.

News Agency

Doğan Haber Ajansı (Doğan News Agency-DHA): Taking on the duties of Mil-ha agency and Hürriyet Haber Agency established under Doğan Group in 1999, DHA is a specialist organization with expertise in audio and video news provided by experienced correspondents and photo journalists.

Distribution and retailing

Yaysat: DYH's print media distribution division, Yaysat oversees the nationwide distribution of 23 national and 19 regional dailies; 19 weekly, two biweekly and 145 monthly domestic magazines; 179 seasonal magazines; and 265 international publications.
DPP: As the unrivalled leader in magazine marketing and planning, DPP has a strong reputation in the industry due to its foreign partnership and highly efficient operations.
D&R: DYH's retail enterprise, D&R offers books, music, movies, magazines and games as well as hobby, multimedia and electronic products, accessories and stationery at its 90 stores in 18 provinces in Turkey. At present, D&R is the segment leader with its 100,000 product lines, high volume of transactions and innovative retail concepts.



International Operations

Doğan Media International (DMI): Founded in 1999, Doğan Medya International serves as DYH's window into Europe. The company coordinates DYH's operations in Germany and across Europe. In addition to publishing, DMI prints 21 publications in seven languages from four continents at its printing house, Hürriyet Zweigniederlassung Deutschland. Besides DYH's Hürriyet, Milliyet and Fanatik newspapers, these publications include the international daily financial newspapers The Wall Street Journal Europe and The Financial Times, American newspaper Stars & Stripes, German sports newspaper Sportwelt, Egyptian newspaper Al-Ahram and Saudi Asharq Al-Awsat. Among the publications with varied publishing frequency are the Polish newspaper Info & Tips, Rhein Hunsrück from the KRV region and The German Times, The Asia Pacific Times and New Europe, important sources for opinion leaders. Combined with these publications, the printing house prints a total of 300,000 newspapers daily.

Trader Media East Limited (TME): Operating under Hürriyet, TME engages in sectoral classified ads publication primarily in the real estate, automotive and career categories via its daily and weekly newspapers, magazines and websites. The company is active in Russia and East European countries. As of year-end 2009, TME's portfolio included 28 online products (six in Russia, three in Ukraine, four in Belarus, five in Hungary, five in Croatia, two in Slovenia, one in Bosnia, one in Serbia) and 191 in printed media (145 in Russia, 19 in Belarus, 13 in Kazakhstan, six in Ukraine, four in Hungary, and four in Croatia).

Kanal D Romanya: After going on air in February 2007, Kanal D Romania quickly climbed to the number five position among the 40 TV channels that broadcast nationally in that country. Kanal D Romania ranked fifth with a 4.4% audience share in all-day viewing in 2009. Although TV ad spend sharply contracted by 25% in the country, Kanal D Romania increased its share of advertising revenue 5.6% during the reporting period.

Other Operations

Doğan Foreign Trade: Doğan Dış Ticaret Müm. and Işıl İthalat İhracat Müm. A.Ş. handles the importation of raw materials and promotional merchandise used by the Doğan Group.
Doğan Factoring: Undertaking extensive risk analysis of trade receivables, Doğan Factoring plays an important role in eliminating the potential payment issues of its customers, and contributing added value to the Group.

DOĞAN YAYIN HOLDİNG A.Ş.	2009	2008
Shareholding Structure	74,53% Doğan Holding 22,50% Other 2,30% Doğan Family 0,67% Aydın Doğan Foundation	72,76% Doğan Holding 24,27% Other 2,30% Doğan Family 0,67% Aydın Doğan Foundation
Total Assets	TL 4,198.8 Million	TL 4,658.8 Million
Shareholders' Equity	TL 1,388.8 Million	TL 1,524.0 Million
Total Sales	TL 2,435.2 Million	TL 2,879.9 Million
Net Profit/(Loss)	TL -343.0 Million	TL -323.9 Million

Industry - Çelik Halat / Ditaş / Doğan Organik Ürünler

One of the longest-standing investment areas of Doğan Holding, the Industry Group includes Çelik Halat ve Tel Sanayi A.Ş, Ditaş Doğan Yedek Parça ve İmalat A.Ş. and Doğan Organic Ürünler Sanayi ve Ticaret A.Ş. Active in the manufacturing sector, these companies add to the strength of Doğan Holding with their combined positive performance and growth.

Çelik Halat

Setting up operations 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 longest-established industrial investments. Today, the company produces steel ropes, industrial high carbon galvanized wires, finishing galvanized wires, monotones, industrial spring wires, mattress spring wires, bead wires, and pre stressed wires and strands. Çelik Halat services a wide range of sectors from automotive suppliers to white goods manufacturers, and from telecommunications to energy.

ÇELİK HALAT A.Ş.	2009	2008
Shareholding Structure	78.69% Doğan Holding 21.31% Other	78.46% Doğan Holding 21.54% Other
Total Assets	TL 71.9 Million	TL 70.9 Million
Shareholders' Equity	TL 30.9 Million	TL 34.2 Million
Total Sales	TL 75.9 Million	TL 101.1 Million
Net Profit/(Loss)	TL -3.3 Million	TL 5.4 Million

In response to the negative impact of the global economic crisis on its business in 2009, Çelik Halat began to deplete its expensive raw material stock and increase its capacity utilization in the second half of the year, and brought its gross profit margin to double digits. Although it has made some new investments, the company closed 2009 with a positive EBITDA. To counteract the effects of contraction in the Turkish market, Çelik Halat pursued an active sales policy in overseas markets during the year. Thanks to this policy, export turnover in 2009 remained at its level for the prior year while the share of exports in total sales rose from 24% to 31%. In the reporting period, the company realized a production capacity increase, marketed existing products in lieu of new product introductions, and finalized its investment in pre stressed strands, tripling its production capacity. Çelik Halat targets to sustain its growth with new investments planned for the coming years.

Ditaş

Ditaş Doğan Yedek Parça ve İmalat A.Ş. (Ditaş) was founded in 1972 for manufacturing elements such as rod ends, ball joints, tie rods, track control arms, torque rods, stabilizer links, and V Torque rods; the company commenced operations in 1978. Turkey's largest rod manufacturer at present, Ditaş joined Doğan Holding in 1990.

Ditaş designs, produces and sells rods and parts to the vehicle manufacturers (OEM) and spare parts (IAM) markets within the automotive supplier industry. The greatest strengths of Ditaş include its know-how, engineering systems, skilled workforce, integrated facility and its brand awareness among customers.

Due to its long-standing business partnership with Tofaş, Ditaş became the co-designer with Fiat for stab rods that will be used in the Giulietta model, and started to ship its production directly to Fiat in Italy. Ditaş is a designated supplier for the Daimler SFTP (Strategic Future Truck Project) and serial production will start in 2011. In addition, Ditaş was also a co-designer in the new Doblo project of Tofaş and commenced serial production as a 100% supplier.

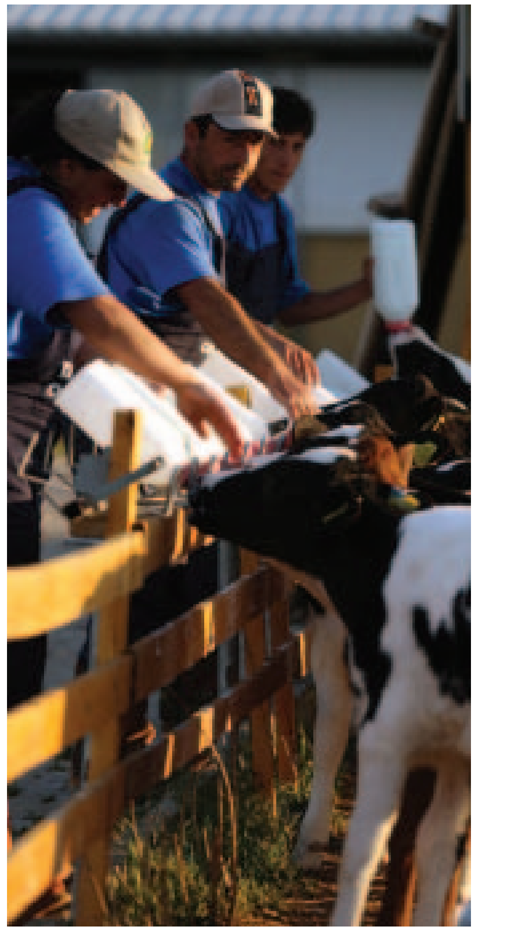
During 2009, the company used campaigns to further strengthen relationships on the original spare parts (OEM) line, and acquired new customers. The company also developed 162 new products under the brand name Ditaş. In Dipar branded products, the front suspension group was expanded with 309 new products. A new category that includes 41 brake discs was added to the brake group product portfolio, which now consists of 499 products. The company's existing dealer network was maintained in 2009 despite the downturn, while new sales outlets were created for its Dipar brand.

DİTAŞ A.Ş.	2009	2008
Shareholding Structure	73.59% Doğan Holding 26.41% Other	66.67% Doğan Holding 33.33% Other
Total Assets	TL 35.8 Million	TL 40.0 Million
Shareholders' Equity	TL 22.2 Million	TL 26.1 Million
Total Sales	TL 28.9 Million	TL 33.9 Million
Net Profit/(Loss)	TL -4.0 Million	TL -1.0 Million

Doğan Organik Ürünler

Doğan Organik Ürünler Sanayi ve Ticaret A.Ş. (Doğan Organik) was established in Kelkit in 2002. A research study conducted by Doğan Holding, which sought to invest in the area, concluded that milk production and livestock-breeding was the best fit for the region and its people. With designation of the region as a pilot area for organic agriculture by the Ministry of Agriculture and Rural Affairs, the organic livestock-breeding project was launched. In 2005, Doğan Organik was named one of the top ten socially responsible investments in Europe by the European Union Directorate of Business Concerns. The company also holds an organic product and farming certification granted by a control and certification firm accredited by the European Union.

Doğan Organik is Turkey's one and only organic raw milk producer, the only raw material supplier of organic drinking milk sold in the domestic market and one of Europe's largest organic livestock farms. 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, and also undertakes training activities to educate local farmers about organic agriculture and livestock-breeding.



Trade - Doğan Otomobilcilik / Milpa / Hürriyet Pazarlama

As one of the first business areas that Doğan Group entered, the Trade Group includes Doğan Oto, Milpa and Hürriyet Pazarlama. The operations of these three companies are built on the sales and marketing of products that are procured domestically or imported.

Generating cash resources for Doğan Holding while further enhancing its reputation, the Trade Group companies align their operations with the current consumer environment in Turkey and the world.

Doğan Oto

Offering sales and after-sales services for Ford vehicles as a 3S distributor of the sector leader Ford Otosan, Doğan Oto was founded as a general partnership company in 1963, and reorganized as a joint stock company in 1974. Acting as the dealer of Ford Otosan, which maintains its strong position in the Turkish market as in other markets around the world, Doğan Oto's product portfolio includes Ford passenger cars and light, medium and commercial vehicles.

Serving a buyer profile consisting of economic classes A, B and C, Doğan Oto's customer portfolio includes nearly 30,000 loyal customers.

Doğan Oto ranked fifth among Ford dealers with 1.4% of Ford's market share in Turkey, selling 1,189 vehicles for the sector leader in 2009.

Milpa

Milpa Ticari ve Sınai Ürünler Paz. San. ve Tic. A.Ş. (Milpa) was established in 1980 to engage in the marketing of products demanded by Turkish consumers with affordable payment terms. Over the years, the company has earned a well-deserved reputation of reliability in the sector built on the marketing of passenger cars, electronic equipment and other durable consumer goods to hundreds of thousands of families. Over its 30-year history, the company has built a trust-based relationship with its customers. Backed by the deeply-rooted and strong presence of Doğan Holding, Milpa has focused its business activities in property development for the past four years. The company put on the market the Milpark Houses Project in early 2009, which consists of 993 individual units. The project's construction and sales are planned in phases to be completed over a five year period.

Hürriyet Pazarlama

Hürriyet Ticari ve Sınai Ürünler Pazarlama Sanayi ve Ticaret A.Ş. (Hürriyet Pazarlama) was founded in 1995 and engaged only in marketing activities until it entered the real estate development sector in 2007. The company has since developed the Automall project that consists of 662 individual units. The company completed the project and delivered the units to their owners in 2009. Hürriyet Pazarlama has reached 50,000 families to date through its various activities.

MİLPA	2009	2008
Shareholding Structure	65.00% Doğan Holding 35.00% Other	65.00% Doğan Holding 35.00% Other
Total Assets	TL 88.6 Million	TL 87.8 Million
Shareholders' Equity	TL 22.8 Million	TL 32.2 Million
Total Sales	TL 0.1 Million	-
Net Profit/(Loss)	TL -9.4 Million	TL -4.9 Million

Financial Services - DD Konut Finansmanı

DD Konut Finansmanı A.Ş.

DD Konut Finansmanı A.Ş. (DD Mortgage) was established in April 2006 as a joint venture of Doğan Yayın Holding and Doğan Holding. In July 2007, 49% of the shares in the company were sold to Deutsche Bank A.G. Upon enactment of the Mortgage Law No. 5582 in March 2007, the company filed a license application with the Banking Regulation and Supervision Agency (BRSA); DD Mortgage commenced its mortgage related business upon obtaining the operating license from the BRSA in June 2008.

DD Mortgage is the first mortgage company operating under the Mortgage Law in Turkey. The company strives to become the leading mortgage company in the country by offering products suitable for every aspiring homeowner. DD Mortgage's competitive advantages include its expert staff, speed in service delivery, technological infrastructure and quality service orientation. As a joint venture, DD Mortgage benefits from the media and retail power of Doğan Holding, and capitalizes on Deutsche Bank's experience in international financial markets.

Based in Istanbul, DD Mortgage conducts sales through branches, the Internet, a call center and with the assistance of a direct sales team. The company markets its product offerings via property development projects, real estate agencies and the Internet.

In addition to the Maçka office that opened in July 2008, the central sales team at the Head Office also started sales efforts in April 2009. Targeting to reach a broader customer base, DD Mortgage launched its website in September 2009. Now, customers can use the company's website to obtain details about products and services, track the status of their applications, make payments, and purchase insurance in connection with their mortgage loans.

DD Mortgage offers quality mortgage products that respond to customer needs. The company repositioned its products in line with the needs of its customers, and recent developments in the economy and the market. After obtaining approval of the BRSA to serve as an insurance agent, DD Mortgage started to sell insurance policies in July 2009; the company is now able to meet insurance needs of customers in conjunction with their mortgage loans.

DD Mortgage is a member of GYODER (Association of Real Estate Investment Companies) in Turkey, MBA (Mortgage Bankers Association) in the US and EMF (European Mortgage Federation) in Europe.

Tourism - Milta

Milta Turizm İşletmeleri A.Ş.

Doğan Holding's tourism industry investments and operations are grouped under Milta Turizm İşletmeleri A.Ş. (Milta). Founded in 1982, Milta provides hotel management services with Işıl Club, marina operations with Milta Bodrum Marina, and travel agency operations with Işıl Tur.

Empowered by the group's robust structure and dynamic staff, Milta aims to contribute to the development of the tourism industry in Turkey and to support the national economy by being instrumental in attracting foreign currency to the country. The company also works to win competitive advantage by rapidly producing responses to meet customer expectations, offering quality service, and adapting to sectoral trends especially in marina operations. Doğan Holding's strategy within the sector is to align its investments with the changes in the tourism market.

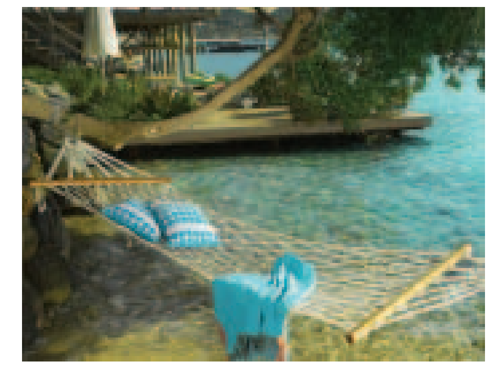
Milta Bodrum Marina

Milta Bodrum Marina is frequently included among the top ten marinas along the Mediterranean coastline for its high quality services. Handling the heaviest traffic volume among all marinas in Turkey, Milta Bodrum Marina's customer portfolio consists of sailing boat and motor-yacht owners, charter companies and boat agencies. The Marina's key competitive advantages include its broad range of services, town center location, and close proximity to the airport.

One of the top 50 marinas in terms of provision of highest quality services among 345 marinas in 25 countries, Milta Bodrum Marina earned the 5 Golden Anchors award that represents the highest level of excellence and entitles the facility to be recommended to yacht-owners around the world. The Marina has won the National Blue Flag award from 1997 through 2009, which is an internationally recognized symbol of quality and excellence.

Işıl Club

Operated by Milta Turizm İşletmeleri A.Ş. and among the best facilities in the Bodrum region, Işıl Club provides a wide range of services to its guests. The Club has a restaurant with a seating capacity of 600 offering exquisite culinary treats from Turkish and international cuisines; there is also a conference room for 170 and a multipurpose hall for 40 on premises. Other club amenities include a hair salon, stores, swimming pool, kids' swimming pool, gym, Turkish bath, sauna, massage chambers, mini club for kids, archery range, three tennis courts, volleyball and multi-purpose sports court, water sports, outdoor shooting range and paintball field.

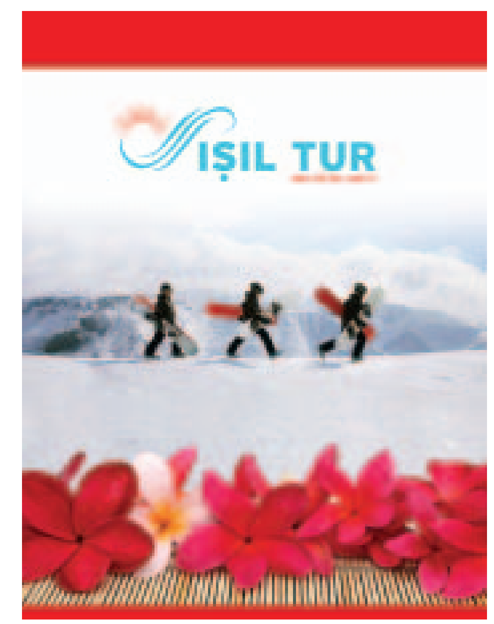


Işıl Tur

Doğan Holding'in aracılık hizmetleri alanındaki yatırımı olan Işıl Tur, 1997 yılından bu yana müşterilerine yurtdışı turlar, yurtiçi oteller, iç ve dış hat bilet satışı ve TCDD bilet satışı konularında hizmet sunmaktadır.

IATA, THY, Pegasus, Onur Air, Atlas Jet, Sun Express, TCDD ve Deniz Line'ın yetkili bilet satış acentesi olan Işıl Tur, filo ve günlük araç kiralaması da yapmaktadır.

Işıl Tur'un TÜRSAB, TÜRSAB Rent a Car ve IATA belgeleri bulunmaktadır.



SOCIAL RESPONSIBILITY

- Doğan Group and Corporate Social Responsibility
- Aydın Doğan Foundation

Corporate Social Responsibility

Doğan Holding firmly believes that a strong, modern society can be created through efforts of new generations that honor universal values and who can contribute to the solution of social and economic issues. Through its corporate social responsibility activities, Doğan Holding aims to help develop Turkey's youth to play such a role in the advancement of the country.
With its large youth population and its growing economy, Turkey is an emerging market country. In its modernization process, significant responsibility falls upon the private sector, which serves as the engine of economic development in Turkey.
Striving to fulfill its responsibilities, the private sector has expended considerable resources and efforts in recent years to contribute to the social development of the country.
Recognizing its responsibility in creating a modern Turkey, Doğan Holding continues to work for the country and its youth. While Doğan Holding shares its benefits with the society through the Aydın Doğan Foundation, Doğan Group companies create value for their stakeholders through their own social responsibility projects. Companies under the Media Group especially undertake numerous activities to support, sustain and create awareness of, social responsibility.
Selected examples from these projects that are implemented nationwide are summarized below.

End Domestic Violence! Campaign

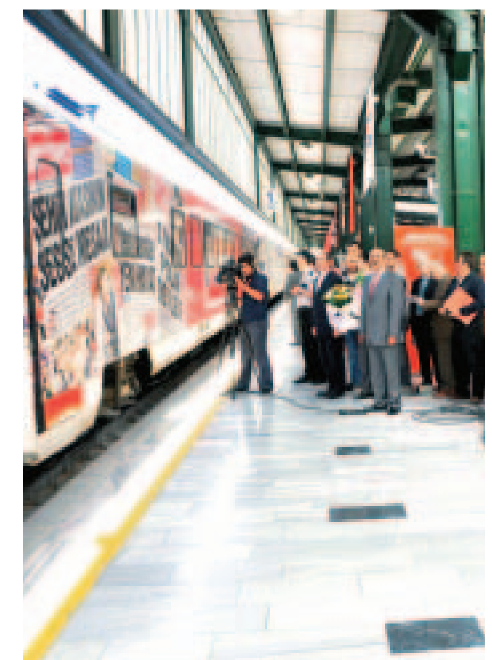
End Domestic Violence! Campaign enters its 6th year. The End Domestic Violence! Campaign, which is conducted by the Hürriyet Newspaper Corporate Communications Department, entered its 6th year in 2009. The campaign is based on an NGO approach that combines good corporate citizenship principles with scientific facts and legal values.
The first major activity of the campaign in 2009 was the Güldünya Songs concert held 9 March, in conjunction with the commemoration of International Women's Day. During the previous year, on 25 November on the International Day for Elimination of Violence against Women, Hürriyet's End Domestic Violence! Campaign released the album Güldünya Songs, named after a victim of domestic violence who has since become the symbol of the movement. The album brought 13 of Turkey's most famous women singers together for the first time, and the proceeds from sales of album were donated to the End Domestic Violence Emergency Helpline. The concert performance this year was a follow-up to the album's release. The End Domestic Violence! Campaign also organized a meeting on International Women's Day, 08 March 2009, to bolster morale and hope among both inmates and prison staff at the Bakırköy Women's Penitentiary. Famed Turkish pop singers Ajda Pekkan and Aylin Aslım attended the event and participated in a discussion session with hundreds of women prisoners and the Campaign organizers. The key messages during the session focused on women's rights and the fight against domestic violence. In the aftermath of the engagement ceremony massacre of May 2009 in Bilge village near Mardin, Hürriyet's End Domestic Violence! Campaign was among those organizations that quickly sent experts to the location to help heal the wounds. The Campaign set up a team

of specialists it regularly collaborates with to provide psychological support. One of the most important aspects of Hürriyet's End Domestic Violence! Campaign, Turkey's first and only Emergency Helpline that offers assistance 24/7 was established on 15 October 2007 with the support of Istanbul's Governorship. Expanding its scope and handling an increased number of callers in 2009, the Helpline has received more than 18,000 inbound calls at the end of its two years of existence. The Helpline provided information, legal and psychological support to 8,573 people and helped approximately 500 victims of violence in cases of emergency in cooperation with the police or gendarmerie. Accessible by dialing a number in Istanbul and initially launched to help victims of violence in that city, the Helpline has received calls from 78 of the 81 cities in Turkey and 12 foreign countries during 2009, a clear indication of the widespread awareness of the service. The End Domestic Violence! Campaign continued with its nationwide training efforts in order to meet the increased demand for its assistance.

Liberty is Our Right/Train is Freedom

Founded in 1948, Hürriyet's 60th anniversary coincided with the 60th anniversary of the Universal Declaration of Human Rights by the United Nations. Hürriyet took this opportunity to focus on Human Rights as the main theme of its anniversary celebrations. To make the concept of human rights a part of everyday life for people across the country while informing them about their own rights, Hürriyet formed a partnership with Turkish State Railways, to implement the Liberty is Our Right/Train is Freedom project. The Hürriyet-Liberty Train prepared under this partnership was to initially visit 45 cities and towns of Turkey along the railways. Composed of 13 cars, the 340-meter Hürriyet-Liberty Train began its journey on 01 July 2008 from Kars in eastern Turkey and ended in Edirne in the west 45 days later. With the Turkish State Railways as Hürriyet's main partner; the project was also supported by Amnesty International, and other parties from the public sector, private sector and civil society. The Hürriyet-Liberty Train team discussed the concept of human rights to people in the cities visited and they also informed them about their own rights as individuals; in turn, the people's views on their human rights priorities and demands were heard through newspaper coverage of the unique project. After its great success in 2008, the Hürriyet-Liberty Train made a second trip from 09 September until 29 November 2009, this time visiting

38 cities and eight provinces.
Hürriyet's End Domestic Violence! Campaign team joined the 2009 journey of Hürriyet's Human Rights Train in a complementary activity to the previous year's awareness raising efforts about domestic violence on board the train. The team held a two-hour interactive session with the representatives of organizations working one-on-one with cases in each city. The topics discussed included the manner of cooperation and communication to be established among these organizations and the Campaign in combating the domestic violence issue, sharing of the tasks involved, identifying strengths and weaknesses, and adopting a shared perspective for the solution of the problem.



Corporate Social Responsibility

Dad, Send Me to School Campaign

Launched on 23 April 2005, the Dad, Send Me to School campaign represents the pinnacle and latest step of Milliyet's social responsibility projects. Under the campaign, the problems in relation to sending girls to school have been identified, a series of activities have been conducted to address these issues, and fund-raising initiatives have been held to further support these efforts. Starting from an idea originally conceived by Hanzade Doğan Boyner, the Deputy Chairperson of Doğan Gazetecilik, this comprehensive and effective campaign identified 15 priority provinces to focus its activities in. Milliyet, the campaign's leader, contributed TL 1 million to the initiative, while numerous establishments extended support for dormitories, classrooms and scholarships. Working toward its primary objective of spreading education mobilization across the country and making sure that every girl in the country receives a proper education, the Daddy, Send Me to School campaign is designed and implemented as a three-faceted project incorporating financial support, raising social awareness, and elimination of structural problems. In the four and a half years since its introduction, the construction of 29 dormitories has been funded by Milliyet and various other entities; 7,156 girls were given educational grants and the construction of 11 elementary has been completed. In addition, training seminars entitled My Child and I were given to 500 parents in five provinces in conjunction with AÇEV (The Mother Child Education Foundation). A special two-day training program was provided to administrators of elementary schools offering boarding facilities in rural and urban areas. Kamil Koç Otobüsleri, an intercity coach company, furnished and equipped the common rooms in the dormitories. Further, girl students residing in the dormitories received music lessons. In an expansion of the program, the foundation has been laid for a versatile cooperation with Turkish universities. Within the scope of its course on Social Sensitivity, Sabancı University organized visits to Kars Merkez Vaksa Dormitory for Girls and Sarıkamış Milliyet Dormitory for Girls. Işık University added a Social Responsibility course to its curriculum, under which it has carried out various activities at Mardin Milliyet Dormitory for Girls. In collaboration with TAPV (Turkish Family Health & Planning Foundation), seminars on Hygiene and Health were conducted for girl students living in dormitories. Annual one-week training programs for dormitory managers and teachers are held in Istanbul, and focus on the issues of puberty, dormitory management, communication skills, budget management and other

relevant topics. Milliyet newspaper used its media power to create public awareness and enhance social sensitivity about the issue. Giving special coverage to the problems involved in the education of girls, Milliyet has been highly instrumental in the resolution of some structural issues such as the assignment of female administrators for girls' dorms and amendment of scholarship regulations. Standing for trust in the press, Milliyet's appeal to the entire country for backing the campaign has returned great support from the daily's readers. The Dad, Send Me to School campaign also received heartfelt support from a vast number of individuals as well as companies, ranging from students who donated their pocket money to Limak Holding which built a dormitory, Hacı Ömer Sabancı Foundation to various Governor's offices, and the Union of Chambers and Commodity Exchanges of Turkey to Petrol Ofisi, which provided scholarships to girls. Turkish Economy Bank, Metro Group, Garanti Bank, Enka Foundation, Oriflame and Siemens were also among the many other supporters of the campaign. The Association in Support of Contemporary Living (ÇYDD) has been among the most active and important partners for Milliyet in this campaign. Other active contributors included organizations such as TÜKD (Turkish Association of University Women), TAPV and AÇEV, the Ministry of National Education and public administrations. The campaign has witnessed a large-scale mobilization, and facilitated raising donations in excess of TL 32 million. Individual donors that number nearly 300,000 serve as a clear indication of how deeply the Turkish people have been moved by this initiative. As a result of Milliyet's coverage of the issue, parents started sending their daughters to schools, and school administrators began visiting villages to get girls enrolled in their schools. Based on these facts, the added value of the campaign was immense and the number of girls impacted across the country is surely much higher than can be documented.

AYDIN DOĞAN FOUNDATION

The Aydın Doğan Foundation was established on 15 April 1996 to pursue all types of initiatives that will contribute to the development of the society and the country in every respect. Engaged in a wide range of social welfare activities, the Foundation contributes to the fields of education, health, scientific research, sports, culture, and the arts. Since its debut, the Foundation has extended support for provision of high-quality education and training at institutions by organizing national and international competitions, granting awards, and building sports facilities and educational institutions. The Foundation's priorities are to maintain a robust administrative and financial structure, implement activities in line with its causes, and strengthen relationships at the international level.

The Aydın Doğan International Cartoon Competition

Open to professional and amateur cartoonists from all countries, the Aydın Doğan International Cartoon Competition is widely recognized as Turkey's long-established contest of worldwide renown. Organized for the 26th time in 2009, the Competition attracted 3,127 entries of cartoons from 1,116 artists in 85 countries. The jury, composed of Turkish and foreign experts, honored Alessandro Gatto from Italy with the first prize, while Kürşat Zaman from Turkey received the second prize and Pol Leurs of Luxembourg, Cetin Cerchez-Abdula of Romania and Yuriy Kosobukin of the Russian Federation shared third place.

Exhibitions

Cartoons deemed worthy of exhibition at the Aydın Doğan International Cartoon Competition are presented to the public all around Turkey, and in particular to students at universities every year. Exhibitions were organized displaying the award-winning cartoons in various cities across Turkey during 2009.

Competition for Young Communications Majors

To contribute to the training of media employees and to encourage ongoing improvement in the field of communications, the Aydın Doğan

Corporate Social Responsibility

Foundation organizes an annual Competition for Young Communications Majors. The 21st Competition for Young Communications Majors had 796 student participants from 23 universities, presenting 738 projects. The award ceremony was held on 08 December 2009 for this year's competition.

The Aydın Doğan Award

Organized for the 13th time in 2009, the Aydın Doğan Award set its theme for the year as Theater. Given to individuals who have contributed both to their professions and also to Turkey, the Aydın Doğan Award was presented to Genco Erkal, actor, director, playwright, and script-adapter. The jury honored Mr. Erkal in recognition of his outstanding achievements. He was cited as remaining fiercely loyal to his ways and ideas for five decades, keeping Dostlar Tiyatrosu along the same line for 40 years, while also serving as an important witness of his era.

Education projects

Since its establishment, the Aydın Doğan Foundation has underwritten numerous educational projects to help create a modern and respected society in Turkey. Educational building projects carried out to date by the Foundation include:

- Sema Işıl Doğan Elementary School / Gümüşhane
- Atatürk University Aydın Doğan Private Elementary School / Erzurum
- Aydın Doğan Elementary School / Göztepe-İstanbul
- Yaşar-İrfani Doğan Industrial Vocational High School / Kelkit-Gümüşhane
- Milliyet Anatolia Teachers High School / Erzincan
- Hürriyet Anatolia Vocational High School for Hoteliers / Erzincan
- Aydın Doğan Trade Vocational High School / İstanbul
- Gümüşhane University Kelkit Aydın Doğan Vocational High School / Gümüşhane
- Galatasaray University Aydın Doğan Auditorium / İstanbul
- TEGV Sema and Aydın Doğan Education Park / İstanbul
- Sema Doğan Park / Kelkit-Gümüşhane
- Aydın Doğan Science and Arts Center / Afyon

Kelkit Aydın Doğan Vocational High School

With its foundation laid on 27 July 2002, Kelkit Aydın Doğan Vocational High School, affiliated with Gümüşhane University, opened its doors with an enrollment of 90 students on 28 September 2003. In the 2008-2009 academic year, there were 526 students enrolled in the school. In addition to the regular curriculum, the school offers intensive education in English with the support of the Foundation. The Organic Agriculture Program offered at the Kelkit Aydın Doğan Vocational High School, coupled with the large number of enrolled students, is of utmost importance in securing the permanence and sustainability of agriculture in the Kelkit region.

Aydın Doğan Trade Vocational High School

Built by the Aydın Doğan Foundation in 1998 and donated to the Ministry of National Education, the Aydın Doğan Anatolian Communications Vocational High School has been renamed the Aydın Doğan Trade Vocational High School based on the decision of the Ministry. The school continues to provide education in the field of media and communications.

Dormitories for girls

Built by the Aydın Doğan Foundation within the scope of the Daddy, Send Me to School campaign and donated to the Ministry of National Education, dormitories for girls continue to serve young female students with generous support from the Aydın Doğan Foundation. The dormitories include 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).

TEGV Sema and Aydın Doğan Education Park

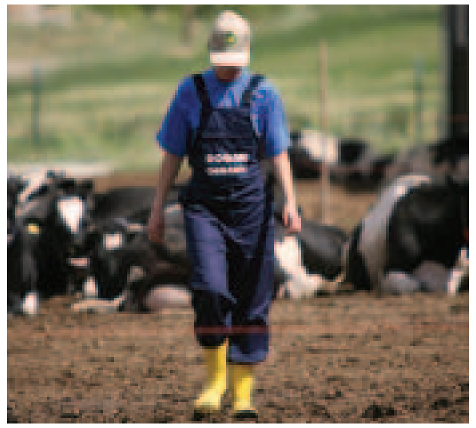
Affiliated with TEGV (Educational Volunteers of Turkey), the Fındıkzade Sema and Aydın Doğan Education Park opened in 1996. All educational areas in this park were renovated with contributions from the Aydın Doğan Foundation, which also assumed responsibility for the park's annual operating expenses. Having offered educational support to nearly 36,000 children since it first opened, the Sema and Aydın Doğan Education Park consists of five structures that include an administrative building, education building, guesthouse, volunteers' academy and a gymnasium in an open area of 27,000 square meters.

Sema Doğan Park in Gümüşhane

Designed to contribute to the cultural and social life in Gümüşhane, the Sema Doğan Park opened on 24 July 2008. The enclosed areas inside Sema Doğan Park include a multi-use hall for events such as conferences, wedding ceremonies and concerts. Workshops are also housed in this enclosed section and serve a range of purposes that include improving local handicraft skills and increasing the commercial viability of women-produced handicrafts. In addition, a restaurant helps preserve the local cuisine for the future and further improves upon it. An outdoor amphitheater laid out in harmony with the natural slope of the land as in ancient times serves to hold movie screenings, theatrical plays, concerts, folklore performances and conferences; there are also play areas for children, as well as sports and picnic facilities.

London School of Economics

The Aydın Doğan Foundation is one of the supporters of the Chair in Contemporary Turkish Studies based in the European Institute at the London School of Economics (LSE), one of the most respected educational institutions in the world. The Chair is expected to contribute significantly to the promotion of Turkey. The Aydın Doğan Foundation served as the president of the Advisory Board to the Chair in 2009.



Education Reform Initiative (ERI)

The Aydın Doğan Foundation works toward the goal of achieving Quality Education for All. In collaboration with Turkey's leading foundations, the Foundation extends support to realize education reform that will further Turkey's social and economic development. Its activities serve to support this goal by conducting research, performing advocacy and monitoring developments. The Foundation serves as an active member on the Board of Directors of this platform called the Education Reform Initiative (ERI).

CORPORATE GOVERNANCE

- Corporate Governance Principles Compliance Report
- Dividend Policy
- Board of Directors' Resolution on the Profit Distribution
- Profit Distribution Statement
- Board of Directors' Resolution on the Approval of Financial Statements, Corporate Governance Principles Compliance Report and the Annual Report
- Board of Directors' Resolution on the Approval of Financial Statements
- Board of Auditors' Report

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STATEMENT OF COMPLIANCE WITH CORPORATE GOVERNANCE PRINCIPLES

Doğan Şirketler Grubu Holding A.Ş. ("Doğan Holding" or "Company") has adopted the equatible treatment, transparency, accountability and responsibility principles of the Corporate Governance Principles ("Principles") published by the Capital Market Board (CMB) and aims for full compliance with these principles in its activities.

In this perspective the for determination of its rating score and for being listed in ISE Corporate Governance Index, a rating agreement was executed with the company, SAHA Kurumsal Yönetim ve Kredi Derecelendirme Hizmetleri A.Ş. ("Saha"), a rating agency licensed to perform rating activities in Turkey with respect to compliance with CMB Corporate Governance Principles pursuant to the CMB Communiqué on Principles regarding Rating Activities in Capital Market and the Rating Agencies on the date of March 9, 2009. As a result of the rating analyses performed by Saha in accordance with the CMB Principles, our Company is awarded with a rating score of **8,26** (82,64%) over 10 and listed among the companies in ISE Corporate Governance Index since the date of November 4, 2009.

The distribution of the final rating score determined as 8,26 by the subcategories through weighting of four subcategories in different rates in accordance with the related CMB Board resolution issued is shown below:

Shareholders	8,55
Disclosure and Transparency	9,21
Stakeholders	8,90
Board of Directors	6,28

This rating is considered as a clear indication of the fact that our Company is bound and determined to identify and manage the corporate governance risks though there are some points still need to be improved for full compliance with the Principles; and that our Company has covered a long distance in respect of application of the required internal control and management systems.

The activities carried out in our Company for increasing the compliance level with the Principles are being continued by the date of December 31, 2009. So far, the principles that we failed to fully comply with do not give rise to a major conflict of interest among the stakeholders.

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

Yours sincerely,

Nebil İlseven
Deputy Chairperson
General Coordinator

İmre Barmanbek
Deputy Chairperson

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 to monitor relations between shareholders and the Company and to ensure that the requirements pertaining to shareholders' rights concerning access to information 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 shareholders' written requests for information about the Company except those that constitute a trade secret or privileged information;
c) To ensure that the General Assembly meetings are held in accordance with relevant legislation, Company's Articles of Association and other inter-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 all reports related to the resolutions of General Assembly meeting to be 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 Company's Public Disclosure Policy;
g) To ensure capital markets financial activities are carried out;
h) To ensure that investor relations activities are conducted.

Administratively this unit carries out its operations under the coordination of the CFO and the Shareholder Relations Unit will be linked functionally to the Corporate Governance Committee to be formed in 2010.

2.3. Representatives from the Investor Relations and Corporate Affairs, Financial Affairs and Legal departments operate under the CFO's oversight within the Shareholder Relations Unit.

2.4. The requests for information and inquiries received directly or indirectly from shareholders or institutional investors were responded in 2009. While meeting shareholders' demands, maximum care is exerted to ensure compliance with the applicable legislation and the Company's Articles of Association.

Adopting a proactive approach in its communication with shareholders, the Investor Relations and Corporate Affairs Department issues, in addition to public announcements and material disclosures, messages from management and information about the Company's corporate strategies to shareholders at regular meetings organized by institutional investors.

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In order to provide information to foreign institutional investors, visits were organized in 2009 to London and New York. At the same time, in September and October investor meetings were organized in Turkey which provides foreign institutional investors to meet company management.
The contact details of the Investor Relations Department operating under CFO are as follows:

Name	Title	Tel	E-mail
Serdar Kırmaz	Financial Affairs Group President (CFO)	(+90 216) 556 93 44	serdark@doganholding.com.tr
Yener Şenok	Head of Fiscal Affairs	(+90 216) 556 93 44	yeners@doganholding.com.tr
Özge Bulut Maraşlı	Head of Investor Relations and Corporate Communications Division	(+90 216) 556 93 44	ozgem@doganholding.com.tr
Selma Uyguç	Head of Legal Department	(+90 216) 556 93 44	selmau@doganholding.com.tr

In addition, the CEO informs the public about the Company's operational results through a yearly message published in the newspapers and presented on the Company's website.

The Investors Relations Department, wherever possible, uses electronic means of communication and the Company's website (www.doganholding.com.tr) in all its endeavors.

2.5. Utmost care is taken to meet requests and comply with the law and the Articles of Association. No written or verbal complaint reached the Company in 2009 concerning the exercise of shareholders rights, nor is the Company aware of any legal proceedings initiated against in this regards.

3. Shareholder's 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 request received from shareholders in 2009 primarily concerning financial and strategic developments announced by the Company were responded without delay under the supervision of 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 to conduct audits only upon the request of shareholders holding more than a 5% stake in the Company. Meanwhile, no request for a special auditor has been submitted to the Company.

4. Information on General Assembly Meeting

4.1. The Company's Ordinary General Assembly Meeting for 2008 was held on July 9, 2009 and Extraordinary General Assembly was held on September 30, 2009.. Invitations to the meetings were published, as stipulated in the Company's Articles of Association, in Milliyet newspaper and in the Turkish Trade Registry Gazette.

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

4.3. The method of holding General Assembly meetings ensures attendance of 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 Ordinary General Assembly Meeting, financial statements and reports including the 2008 Annual Report, internal audits and the Board of Directors' actions for the period 01.01.2008 – 31.12.2008 , were available to shareholders 3 weeks prior to the meeting, for Extraordinary General Assembly Meeting, general meeting agenda, participation procedure and proxy voting form were available for shareholders 15 days 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 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 2008 was presented at General Assembly meeting and this note was included in the minutes of the General Assembly meeting in accordance with applicable legislation.

4.11. Voting at General Assembly meetings was conducted through open ballot. Voting procedure was informed to shareholders in the General Assembly Meeting kit declared 3 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. 61,89% of the capital was present at the Ordinary General Assembly meeting and 52,46% of the capital was present at the Extraordinary General Assembly..

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 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 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 time of period 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 cumulative voting.

5.9. The share capital of the Company does not involve any cross-shareholdings.

5.10. Although the Article of Association permits dividend shares trade, 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. The Doğan Group of Companies Inc. makes its dividend payment determinations taking into account the Turkish Commercial Law and rates determined by the Capital Markets Board (CMB) and the General Meeting within the specified time period.

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 Law and other relevant regulations and the principle revenue share 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 Law.

According to the law, 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.

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6.3. The Company's dividend policy for 2009 and subsequent years has been defined as follows:

"The attributable profit shall 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. It is also explained in independent auditor's reports and financial statements sent to the Istanbul Stock Exchange (ISE) that the distribution of dividends is carried out in accordance with the Turkish Trade Law and Capital Markets Board legislation.

6.5. As per the ordinary General Assembly decision of year 2008, no dividends to be distributed to our shareholders in conformity with Capital Market Board regulations. At the Company's Extraordinary General Assembly Meeting convened on 30 September 2009, in line with the expectations of the shareholders, a decision was passed to distribute cash dividends in the amount of TL 245,000,000 corresponding 10% of the Company's issued capital to our shareholders, which would be covered from prior year profits as shown in the financial statements for the fiscal year ended on 31 December 2008, and from extraordinary reserves based on our legal records kept in line with the Turkish Commercial Code and Tax Procedural Law. Dividend payments were commenced on 02 October 2009.

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, the CEO and members of the Board of Directors and executive committee attend these meetings to make presentations; and Company presentations, annual reports, financial statements, press release, public announcements are available on the Company's Web site.

8.3. The Financial Affairs Group is responsible from material disclosures and monitoring all related issues associated with the disclosures. Those authorized to disseminate the Company's Public Disclosure Policy are:

Name	Title	Tel	E-mail
Serdar Kırmaz	Financial Affairs Group President (CFO)	(216) 556 93 44	serdark@doganholding.com.tr
Yener Şenok	Head of Fiscal Division	(216) 556 93 44	yeners@doganholding.com.tr
Özge Bulut Maraşlı	Head of Investor Relations and Corporate Affairs Division	(216) 556 93 44	ozgem@doganholding.com.tr
Alper Altıok	Accounting and Administrative Affairs Manager	(216) 556 92 46	alpera@doganholding.com.tr
Hande Özer	Financial Control Manager	(216) 556 92 59	handeo@doganholding.com.tr
Cengaver Yıldızgöz	Investor Relations, Senior Associate	(216) 556 92 73	cengavery@doganholding.com.tr

All shareholders, including minority shareholders and foreign shareholders are treated equally.

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 Borad of Directors is responsible from 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 for fiscal year 2009 have been prepared in consolidated basis and in accordance with the regulations issued on weekly Bulletin of CMB, No. 2009/2 dated January5-January 9, 2009, and the announcement of CMB issued on April 28,2009 with No: 5368 as well as International Financial Reporting Standards (IFRS) and reported publicly.

8.7. The 2009 Annual Report and quarterly annual reports was 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 50 material disclosures in 2009.

One request for additional material disclosures were received from 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 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

- Chairman's Message
- Vision and Mission
- Milestones
- Shareholder Structure
- Board of Directors (Directors, Audit Committee and Audit Committee Members)
- Management Team
- Corporate Profile
- Corporate Video

b) Investments
a. Energy (Petrol Ofisi and Electricity Investments)
b. Media (Newspaper Publishing, TV Broadcasting, Digital TV Platform, Radio Broadcasting, TV & Music Production, News Agency, Magazine and Book Publishing, Internet, Digital Services, Distribution and Retailing, Printing and other activities)
c. Industry (Çelik Halat, Ditaş, Doğan Organik Ürünler)
d. Trade (Doğan Otomobilcilik, Milpa, Hürriyet Pazarlama)
e. Financial Services (Ray Sigorta, DD Konut Finansmanı, Marbleton Property Funds)
f. Tourism (Milta)

c) Corporate Governance
a. Shareholder Structure
b. Articles of Association
c. Statement of Prefered Shares
d. Board of Directors
e. Corporate Governance Compliance Report
f. Corporate Governance Rating Report
g. Code of Ethics
h. Disclosure Policy
i. Dividend Policy

d) Investor Relations
a. Corporate Info (Trade Registry, Listing, share capital, contact information)
b. Stock Profile (Interactive Share Charts, Analyst Reports)
c. Financial Statements and Independent Audit Report
d. Annual Reports
e General Assembly (General Assembly and Proceedings ,Proxy Voting Form, Annual Reports , Shareholders' Meeting Minutes)
f. Latest IR News
g. Investor Presentations
h Analyst Coverage
i. Frequently Asked Questions
j. Investor Contacts
k Investor Relations Site Map

e) Press Room
a. News
b. Press Releases
c. Executive Interviews
d. Visual Gallery
e. Press Contact

f) Corporate Social Responsibility
a. Doğan Group and CSR
b. Aydın Doğan Foundation
c. Dad, Send Me To School
d. End Domestic Violence
e. Liberty Is Our Right

g) Human Resources
a. Human Resources Policy
b. Human Resources Profile
c. Job Application

10.5. Statements reflecting the Company's capital increases, and dividend statements are to be available on the Company website once preliminary works completed.

10.6. The Company letterhead clearly indicates the address of its website.

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, 2009 was as follows:

SHAREHOLDERS	SHARE CAPITAL (TL)	SHARE (%)
Adilbey Holding A.Ş. *	1.274.000.000	52,00
Publicly-held	840.109.933	34,29
Aydın Doğan	188.907.064	7,72
Işıl Doğan	40.291.777	1,64
Aydın Doğan Vakfı	4.679.046	0,19
Arzuhan Doğan Yalçındağ	25.503.045	1,04
Vuslat Doğan Sabancı	25.503.045	1,04
Hanzade V. Doğan Boyner	25.503.045	1,04
Y. Begümhan Doğan Faralyalı	25.503.045	1,04
TOTAL SHARE CAPITAL	**2.450.000.000**	**100**

The shareholder structure of the Company's ultimate controlling shareholder, Adilbey Holding A.Ş., as of December 31, 2009 was as follows:

SHAREHOLDERS	SHARE CAPITAL (TL)	SHARE (%)
Aydın Doğan	72.800.000	26,0
Işıl Doğan	41.440.000	14,8
Arzuhan Doğan Yalçındağ	41.440.000	14,8
Vuslat Doğan Sabancı	41.440.000	14,8
Hanzade V. Doğan Boyner	41.440.000	14,8
Y. Begümhan Doğan Faralyalı	41.440.000	14,8
Total Share Capital	**280.000.000**	**100**

11.3. To best of our knowledge, there were no voting agreements among shareholders in 2009 that aimed at increasing control over the management of the Company.

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12. Individuals with Access to Inside Information

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

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

Aydın Doğan	Chairman of the Board of Directors
İmre Barmanbek	Deputy Chairperson of the Board of Directors
Vural Akışık *	Deputy Chairman of the Board of Directors
Ragıp Nebil İlseven **	Deputy Chairman of the Board of Directors and CEO
Arzuhan Doğan Yalçındağ	Board Member
Vuslat Doğan Sabancı	Board Member
Hanzade Doğan Boyner	Board Member
Mehmet Ali Yalçındağ	Board Member
Zekeriya Yıldırım	Board Member
Taylan Bilgel	Board Member
Ali İhsan Karacan	Board Member
Yahya Üzdiyen	Strategy Group President
Reha Müstecaplıoğlu	Audit Group President
Serdar Kırmaz	Financial Affairs Group President (CFO)
Yener Şenok	Head of Fiscal Division
Cem Kölemenoğlu	Head of Budgeting and Finance Division
Selma Uyguç	Head of Legal Division
Özge Bulut Maraşlı	Head of Investor Relations and Corporate Affairs Division
Melih Özaydın	Head of Strategic Planning and Business Development Division
Alper Altıok	Accounting and Administrative Affairs Manager
Ali Rıza Karakullukçu	Subsidiaries Manager
Hande Özer	Financial Control Manager
Oktay Hatırnaz	Risk Management Manager

Related employees of Independent audit firms and Certified Public Accountants and Company Auditors within their responsibility areas.

(*) Mr. A. Vural Akışık, the Company's Deputy Chairperson, announced his resignation from his seat on the Board of Directors for personal reasons as of 24 February 2009.

(**) Mr. Nebil İlseven, has been serving as the Company's Deputy Chairman effective from 28 February 2009.

PART III - STAKEHOLDERS

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 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 a continuous communication with its stakeholders. All feedback received from the 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 the stakeholders 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

15.1. The basic principles of the Company's human resources policy can be summarized as follows:
a) The Company does not discriminate between its employees regarding race, ethnic origin, nationality or sex and treats all employees equally. The Company offers equal opportunity to people with the same working conditions. Remuneration is based on performance evaluation and an open door policy is employed at all times.
b) Company executives and managers are selected from among candidates proven to possess the necessary professional qualifications.
c) The Company's work environment is designed to maximize safety and efficiency.

15.2. The human resources department of the Company has been carrying out its work in accordance with the principles mentioned above.

15.3. Relations with employees are carried out by Human Resources Department. There are no unionized employees in the Company

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15.4. No complaints of discrimination have been received from any employee.

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 (related companies) in its main areas of involvement of media, energy, telecommunications, tourism, insurance, industry and trade. The Group also provides finance, project development, organization, marketing, administrative consulting and internal auditing services to its subsidiaries. Since the Company is a holding, its customers and suppliers generally consist of business partners.

16.2. In addition to meeting the needs of our 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

17.1. The Company is determined to protect natural resources and prevent pollution of the environment while carrying out its various activities.

17.2. 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.

17.3. Doğan Holding, cognizant of its social responsibilities, participates in joint projects with nongovernmental organizations either through its subsidiaries or under the aegis of Doğan Holding. The Company encourages and promotes volunteerism and social responsibility.

In addition, the activities of the Aydın Doğan Foundation support the development of Turkey in several areas:

a) The Aydın Doğan Foundation was established in 1996 to undertake investments, engage in activities and support work conducive to the creation of a strong, modern and respected society in Turkey, to help people administer to their needs and solve their own problems, to provide the basic tools and give them the opportunity to access impartial and accurate information, and to develop the country's educational and cultural level. In order to achieve these aims, the Foundation contributes to development and improvement of education, culture, art, health, sports, science and the economy, supports and invests in projects in these fields.

b) Aware that eliminating the problems of education in Turkey is crucial to the achievement of the above goals, the Aydın Doğan Foundation engages in several educational investments in various regions of the country.

Some of the education projects of the Aydın Doğan Foundation were the Sema Işıl Doğan Elementary School in Gümüşhane, the Atatürk University Elementary School in Erzurum, the Aydın Doğan Elementary School in Istanbul, The İrfani and Yaşar Doğan Industrial Vocational High School in Kelkit, the Milliyet Anatolian Teacher's High School in Erzincan, the Hürriyet Anatolian Hotel Administration Vocational School in Erzincan, the Aydın Doğan Trading High School in Istanbul and the Gümüşhane University Kelkit Aydın Doğan Vocational School in Kelkit. The Gümüşhane University Kelkit Aydın Doğan Vocational School, besides offering courses in accounting, electricity, electronics, computer programming and civil aviation, is Turkey's first and only school providing education in organic agriculture. The school's educational program cooperates with the Doğan Organic Facilities which engages in production in the same region.

The foundation spends 80% of its core budget on education. In this context, as part of "Daddy Send Me to School" project, in Erzurum, Aydın Doğan Dormitory for Girls of Nene Hatun High School for Girls; in Erzincan, Aydın Doğan Dormitory for Girls; in Kelkit, Hacı Hüsrev Doğan Dormitory for Girls; in Kürtün, Aydın Doğan Dormitory for Girls; and in Köse, Aydın Doğan Dormitory for Girls were built; and construction works of Aydın Doğan Dormitory for Girls in Şiran is going on.
Aydın Doğan Foundation is contributing to Afyon Aydın Doğan Science and Culture Center for educating superior intelligent children.

In 2009 Aydın Doğan Foundation contributed financial donations for renovating Afyon Aydın Doğan Science and Culture Centers' facilities. In addition the foundation renovated computers and the facilities in the girl dormitories.

c) Aydın Doğan Foundation financially supporting construction of sports centers. The foundation constructed a brand new sports complex in Gümüşhane (Gümüşhane Aydın Doğan Spoe Salonu) and donated it to Youth and Sports General Management. In addition prefabricated sports centers were constructed and donated for Milliyet Anatolian Teacher's High School in Erzincan and The İrfani and Yaşar Doğan Industrial Vocational High School in Kelkit.

d) Aydın Doğan Foundation donated to Galatasaray Üniversitesi Aydın Doğan Oditoryumu (İstanbul), Türkiye Spor Yazarları Derneği Aydın Doğan Eğitim Merkezi (İstanbul), Gazeteciler Cemiyeti Aydın Doğan Kültür ve Sanat Galerisi (Ankara), Ankara Üniversitesi Tıp Fakültesi Aydın Doğan Geriatri Kliniği (Ankara) and Kalender Metin Doğan Aşevi (Kelkit).

e) As part of its social and cultural activities, the Aydın Doğan Foundation organizes national and international competitions such as the "Young Communications Experts Competition", the "Aydın Doğan Award," and the "Aydın Doğan International Cartoon Contest", which reaches 6500 artists from 130 countries and facilitates both Dogan Group's and Turkey's promotion in the world. To contribute to the training of media employees and to encourage ongoing improvement in the field of communications, the Aydın Doğan Foundation organizes an annual Competition for Young Communications Majors. The 21st Competition for Young Communications Majors had 796 student participants from 23 universities, presenting 738 projects. The award ceremony was held on 08 December 2009 for this year's competition.

f) Affiliated to TEGV (Educational Volunteers of Turkey), the Fındıkzade Sema and Aydın Doğan Education Park opened in 1996. All educational areas in this park were renovated with contributions from the Aydın Doğan Foundation, which also assumed responsibility for the park's annual operating expenses. Having offered educational support to nearly 36,000 children since it first opened, the Sema and Aydın Doğan Education Park consists of five structures that include an administrative building, education building, guesthouse, volunteers' academy and a gymnasium in an open area of 27,000 square meters.

g) The Aydın Doğan Foundation is one of the supporters of the Chair in Contemporary Turkish Studies based in the European Institute at the School of Economics (LSE), one of the most respected educational institutions in the world. The Chair is expected to contribute significantly to the promotion of Turkey. The Aydın Doğan Foundation served as the president of the Advisory Board to the Chair in 2009.

h) Aydın Doğan Foundation is to chair the Turkish Foundation Organizations Committee at the European Foundation Week on May 31-June 4 2010, in Brussel.

i) The Aydın Doğan Foundation works towards the goal of achieving "quality education for all". In collaboration with Turkey's leading foundations, the Foundation extends support to realize the education reform that will enable social and economic development in Turkey and to conduct research, advocacy and monitoring activities necessary therefore. Along this line, the Foundation serves as an active member on the Board of Directors of the platform that operates under the name Education Reform Initiative.

17.4. Doğan Holding Management is one of the founders of the Corporate Governance Association of Turkey (TKYD), an organization that works to create high-performance, competitive, well-managed corporations that generate maximum shareholder value. Closely interested in designing small-scale projects focusing on "people" and creating repeatable models, the foundation is also a member of the World Business Council for Sustainable Development, an organization that aims to contribute to growth in the least-developed regions of Turkey.

PART IV - BOARD OF DIRECTORS

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

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

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

	Position	Executive/Non-executive
Aydın Doğan	Chairman	Executive
İmre Barmanbek	Deputy Chairperson	Executive
Vural Akışık (*)	Deputy Chairperson	Executive
Ragıp Nebil Ilseven (**)	Deputy Chairperson, CEO	Executive
Arzuhan Doğan Yalçındağ	Member	Non-executive
Vuslat Doğan Sabancı	Member	Non-executive
Hanzade Doğan Boyner	Member	Executive
Mehmet Ali Yalçındağ	Member	Non-Executive
Zekeriya Yıldırım	Member	Non-Executive
Taylan Bilgel	Member	Non-Executive
Ali İhsan Karacan	Member	Non-Executive

(*) Mr. A. Vural Akışık, the Company's Deputy Chairperson, announced his resignation from his seat on the Board of Directors for personal reasons as of 24 February 2009.

(**) Mr. Nebil İlseven, has been serving as the Company's Deputy Chairman effective from 28 February 2009.

The independent member is not existing in the current Board of Directors. The appointment of 3 independent members is to be revisited at the next Ordinary General Assembly.

18.3. The duties of Chairman of the Board of Directors and CEO are executed by two separate persons in this Company.

18.4. 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.

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

18.6. Brief personal and professional background of the Board members is available on the Company's website.

19. Qualification of Board Members

19.1. The qualifications of Board Members are in compliance with the Capital Market Board's Principles of Corporate Governance as enumerated in Articles 3.1.1., 3.1.2. and 3.1.5. of Chapter IV.

19.2. Although there are no articles specifying qualifications for the members, the Company ensure 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;

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d) are sufficiently competent to interpret the financial statements and reports;
e) possesses basic knowledge of 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 features given for the Board members defined on 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 welfare and stability of the individual in relevant commercial and industrial platforms in economic life. 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; 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 on its website and in its 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 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. Board of Directors meeting held monthly to review the performance analysis of the company and its subsidiaries.

21. Risk Management and the Internal Control Mechanism

21.1. The internal control task is monitored under the responsibility of Auditing Group Presidency reporting to the Board of Directors.

The main duty of the Auditing Group Presidency is to protect the rights and interests of Doğan Şirketler Grubu Holding A.Ş., its subsidiaries and shareholders, by developing mechanisms to reduce internal and external administrative risks, to inspect and audit operations and procedures to ensure compliance with Board decisions, plans, budgets, regulations, procedures, instructions, legislation and generally-accepted accounting principles. The Auditing Group Presidency performs its auditing duties in accordance with the "International Auditing Standards" and the Internal Control Framework published by the Committee of Sponsoring Organizations (COSO).

The Information Technology department performs its auditing in accordance with the COBIT (Control Objectives for Information and Related Technology). Additionally, risk controls of the companies under the audit have been evaluated by a special software program.

21.2. The Audit Group identifies risks inherent in the activities of the Holding and its subsidiaries in an effort to contribute to the development of risk management and control systems and monitors the efficiency of the organizations' risk management. The Audit Group submits reports on financial and operational risks to the Board of Directors from data gathered through its audits. The Board of Directors also assesses risk and takes appropriate measures.

21.3. Since the Company is a holding company, the Company's primary focus is on the financial performance and financial risks of its affiliated companies. The management of financial risk is monitored under the responsibility of the Financial Affairs Group Presidency. Starting from 2009, Risk Management Department has been established under Financial Affairs Group in order to evaluate the financial risks from the standpoint of the company. The operational risks are monitored under the responsibility of the group presidents and the CEO.

21.4. The Risk Management Procedure preparation is in progress through the "COSO(Committee of Sponsoring Organizations) Corpoarete Risk Management Framework".

21.5 The subsidiaries risks including liquidity, receivables and inventory management are reported to Board of Directors with the purpose of close follow up of the financial risks.

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 partially 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 can appoint a CEO to carry out the management of the Company whose duration on the job may exceed theirs.

22.4. The main responsibilities of Board of Directors are presented below:
a) To determine the Company's corporate mission;
b) To approve the Company's vision, targets and strategies;
c) To approve strategies on exit and penetration to a certain sector;
d) To approve establishment of companies as well as their purchase, sale, merging or closing down; participation in and withdrawal from partnerships;
e) To buy and sell of real estate;
f) To approve salary and bonus policies;
g) To approve dividend distribution policies and dividend distribution;
h) To allocate to increase or to decrease the Company's capital;
i) To approve borrowing policy;
j) To approve ethics code governing companies and employees;
k) To approve public disclosure policies;
l) To establish and to abolish administrative units ;
m) To ensure the performance of administrative and financial auditing;
n) To approve administrative activity procedures;
o) To approve consolidated budget;
p) To approve subsidiaries' budgets and the monitoring and assessment of their performance;
q) To define authority and delegation;
r) To elect the CEO and to make the assessment of his or her performance;
s) To determine the Company's annual business plan and to approve organizational structure and budget and all other kinds of decisions impacting those;
t) To monitor the Company's past performance, activities and goal appraisals , accordingly to prevent a reoccurrence of past problems;
u) To ensure that all activities of the Company are in compliance with Company's Articles of Association, internal rules and policies implemented;
v) To ensure that financial statements comply with relevant legislation and international accounting standards; as well as ensuring and approving their accuracy.
w) To determine of the Company's approach to Shareholders and to public relations; to play a leadership role for the resolution of potential problems among Shareholders;
x) To invite the General Assembly for an ordinary/unordinary meeting and to ensure those meetings are held in accordance with the law and the Articles of Association;
y) To determine the annual and quarterly reports that are submitted to the General Assembly;
z) To monitor and audit implementation of General Assembly meeting decisions;
ab) To establish committees within the Company structure.

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 must be present in-person at the meetings where important matters concerning the operations of the Company are going to be discussed. The following agenda items can only be approved by the Board members who attend the Board meeting in person :
a) Determination of fields of activity and approval of business and financial plans;
b) Decision to invite the General Assembly to an ordinary/unordinary meeting
c) Determination of the annual report that is to be submitted to General Assembly;
d) Election of the Chairman and Deputy Chairperson of the Board of Directors and the appointment of new members;
e) Establishment and abolishment of administrative units;
f) Appointing or removing a CEO;
g) Establishment of committees;
h) Merging, divesting and restructuring of the Company;
i) Determination of dividend policy and determination of dividends to be paid; and
j) Increasing and decreasing the Company's capital.

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. The ordinary agenda of the Board of Directors includes items below, and more:
a) Reading of the minutes of the previous meeting;
b) Information on actions taken at the previous meeting;
c) Economic developments;
d) Legal developments;
e) Company performance;
f) Financial condition of the Company; and
g) General assessment.

Moreover, in the presence of the circumstances described below, such issues will also be on the Board's agenda:
a) Developments in investment projects;
b) Approval or rejection of investments;
c) Changes in the market value of assets;
d) Personnel salary policy;
e) Evaluation of audits;
f) Discussions of the annual budget and business plan;
g) Determination of fiscal policy; and
h) Determination of dividend distribution policy.

23.7. The Legal Affairs Division serves as Secretariat to the Board of Directors.

23.8. Since all decisions made by the Board of Directors have been the result of an 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 note in the registry.

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

23.10. 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 Law is granted through the resolution of the General Assembly. As per the Company information, none of the Board of Directors have any business activity conflicting with the Company's field of activity.

25. Code of Ethics

The Company's code of ethics has been available on its website.

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. Members of the Audit Committee:
Taylan Bilgel: Member of the Board of Directors, non-executive member
Ali İhsan Karacan: Member of the Board of Directors, non-executive member

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 Market Board's Corporate Governance Principles. In conjunction with this, in 2009:
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 is acting 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. Work is underway for the establishment of a Corporate Governance Committee in 2010.

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.

27.2. The performance of the Company is in the main criteria to determine the remuneration of Board of Directors.

27.3. The members of the Board of Directors do not receive loans from the Company either in cash or in any other form. They are also not authorized to offer any guarantee in favor of or co-sign along with any member.

DIVIDEND POLICY

Dividends will be distributed in the form of cash and/or bonus shares, with due consideration to the prevailing legislation, the Company's strategy for growth, performance, financial and investment requirements, as well as sector based, national and international conditions, and in a manner to allow the optimization of its financial structure.

Resolution of the Board of Directors

Doğan Şirketler Grubu Holding A.Ş.
BOARD OF DIRECTORS RESOLUTION

Meeting Date : 28.04.2010
Resolution No. : 6

The Board of Directors of the Company met at the Headquarters of the Company with the participation of the undersigned members for resolution of the issues on the agenda.

Agenda : Profit Distribution
Resolution :

As a result of the discussions made, it was resolved unanimously:

- The shareholders be advised that, according to the consolidated financial statements for the fiscal period of 01.01.2009-31.12.2009, prepared and audited by the independent auditors pursuant to the provisions of the CMB Communiqué Series:XI, No.29 and in accordance with the International Accounting Standards and International Financial Reporting Standards and presented in compliance with the related resolutions of the Capital Market Board (CMB) when "income tax for the period", "deferred tax expense" and the shares of minority interest are considered together, there is an amount of 114.112.532 TL constituting the "Consolidated Net Loss for the Period" and therefore; no dividend can be distributed for the fiscal period of 01.01.2009-31.12.2009 in accordance with the related regulations of CMB; and that the related issue be presented for approval to the General Assembly; and

- The profit for the period be determined as 38.204.673 TL according to our financial records kept in accordance with Turkish Commercial Code and the Tax Procedure Law; and following the deduction of the payable corporate tax from the said profit amount and the subsequent deduction of the first legal reserve of 1.515.341 TL from the remaining amount of 30.306.817 TL, the resulting balance of 28.791.476 TL be transferred to the extraordinary reserves and that the related issue be presented for the approval to the General Assembly.

Profit Distribution Statement

DOĞAN ŞİRKETLER GRUBU HOLDİNG A.Ş.			
PROFIT DISTRIBUTION STATEMENT FOR 2009 (TL)			
1.	Issued Capital		2,450,000,000
2.	Total Legal Reserves (according to Statutory Records)		37,451,538
Information about (if any) the privileges in profit distribution granted pursuant to the Articles of Association			-
		CMB	**Statutory Records (SR)**
3.	Profit for the Period	1,710,181	38,204,673
4-	Taxes Payable (-)	(115,822,713)	(7,897,856)
5.	Net Profit for the Period (=)	(114,112,532)	30,306,817
6.	Accumulated Losses (-)	-	-
7.	First Legal Reserves (-)	(1,515,341)	(1,515,341)
8.	**NET DISTRIBUTABLE PROFIT FOR THE PERIOD (=)**	**(115,627,873)**	**28,791,476**
9.	Donations over the year (+)	876,665	
10.	Net distributable period profit as basis for the calculation of the First Dividend, including the donations	(114,751,207)	
11.	Primary Dividend for Shareholders	-	
	-Cash	-	
	-Bonus issue	-	
	-Total	-	
12.	Dividend to Privilaged Shares	-	
13.	Dividend for Board members, employees, etc.	-	
14.	Dividend distributed to preferred shares	-	
15.	Second Dividend for Shareholders	-	
16.	Second Legal Reserves	-	
17.	Status Reserves	-	-
18.	Special Reserves	-	-
19.	**EXTRAORDINARY RESERVES**	**-**	**28,791,476**
20.	**Other Distributable Reserves**	**-**	**-**
	- Accumulated Profit	-	-
	- Extraordinary Reserves	-	-
	- Other Distributable Reserves pursuant to the Law and the Articles of Association	-	-

DOĞAN ŞİRKETLER GRUBU HOLDİNG A.Ş.				
INFORMATION ABOUT THE RATIO OF THE DISTRIBUTED DIVIDENDS (1)				
DIVIDEND PER SHARE INFORMATION				
	GROUP	**TOTAL DIVIDEND AMOUNT (TL)**	**DIVIDEND PER SHARE WITH A NOMINAL VALUE OF 1 TL**	
			AMOUNT (TL)	**RATIO(%)**
GROSS	A	-	0	0
	B	-	0	0
	TOTAL		0	0%
NET	A	-	0	0
	B	-	0	0
	TOTAL	-	0	0%

RATIO OF THE DIVIDEND DISTRIBUTED TO THE NET DISTRIBUTABLE PROFIT OF THE PERIOD INCLUDING DONATIONS	
AMOUNT OF DIVIDEND DISTRIBUTED TO SHAREHOLDERS (TL)	**RATIO OF THE DIVIDEND DISTRIBUTED FOR SHAREHOLDERS TO THE NET DISTRIBUTABLE PROFIT OF THE PERIOD INCLUDING DONATIONS (%)**
-	-

(1) Groups shall be presented if there are any privileged group in profit sharing.

Doğan Şirketler Grubu Holding A.Ş.
BOARD OF DIRECTORS RESOLUTION

Meeting Date : 09.04.2010
Resolution No. : 4

The Board of Directors of the Company met at the Headquarters of the Company 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 discussions made, it was resolved unanimously that our Company's:

- consolidated financial statements, the independent auditor's report and the annual report (reports) prepared for the fiscal period of 01.01.2009 – 31.12.2009 in compliance with IAS/IFRS pursuant to the Communiqué of the CMB (Capital Market Board) Series: XI, No:29 and presented as specified by the CMB's regulations on financial reporting, all of which were examined taking into account the decision of the Audit Committee truly reflect the current situation about the consolidated activity results; and that they are complete and accurate and in compliance with the accounting principles followed by the Company as well as the CMB Standards; and that the required notifications be made to ISE (Istanbul Stock Exchange);

- the Corporate Governance Principles Compliance Report issued as an attachment to the annual report for 2009 in accordance with the CMB's Resolution no. 48/158 dated 10.12.2004 and the CMB Corporate Governance Principles be approved duly; and

- the said reports be presented for approval at the Ordinary Meeting of the General Assembly for 2009.

Doğan Şirketler Grubu Holding A.Ş.
Altunizade, Oymacı Sk. No:15/1
Üsküdar 34662 İSTANBUL
Phone No.: (0216) 556 90 00
Fax No. : (0216) 556 93 98
Web site : www.doganholding.com.tr

RESOLUTION OF THE BOARD OF DIRECTORS
ON APPROVAL OF THE FINANCIAL STATEMENTS
RESOLUTION DATE: 09.04.2010
RESOLUTION NO.: 4

09.04.2010
Ref: 586

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

Istanbul Stock Exchange
İstinye / Istanbul

Subject: Declaration of the financial statements of Doğan Şirketler Grubu Holding A.Ş. prepared for the accounting period ended by the date of 31.12.2009.

a. Having examined the consolidated financial statements, independent auditor's report and the annual report of our Company for the fiscal period of 01.01.2009 – 31.12.2009 prepared pursuant to the CMB Communiqué Series:XI, No:29 and in compliance with IFRS and presented as specified by the CMB's regulations on financial reporting;

b. To the best of our knowledge with respect to our duties and areas of responsibility in the business, the said consolidated financial statements and the annual report do not contain any misrepresentation of the facts on any major issues or any omissions that may be construed as misleading by the date of the related disclosure; and

c. To the best of our knowledge with respect to our duties and areas of responsibility in the business, the said consolidated financial statements truly reflect the facts about the assets, liabilities, financial condition and profit and losses of our Company and the annual report fairly reflects the progress of the operations and the performance of the Company, the financial condition of the Company together with our consolidated subsidiaries along with the major risks and uncertainties faced.

You are kindly requested to be informed of the above.

Yours sincerely,

DOĞAN ŞİRKETLER GRUBU HOLDİNG A.Ş.

Nebil İlseven	**İmre Barmanbek**
General Coordinator	**Deputy Chairperson of the Board of Directors**

TO THE GENERAL ASSEMBLY of DOĞAN ŞİRKETLER GRUBU HOLDING A.Ş.

Company Name	: Doğan Şirketler Grubu Holding A.Ş.
Main Office	: Altunizade, Oymacı Sokak No:15/1 Üsküdar 34662 İstanbul
Issued Capital	: TL 4.000.000.000
Registered Capital	: TL 2.450.000.000
Scope of The Company	: Investment and execution of the local and multinational companies in the field of Trading, industry, agriculture, mining, energy, construction, transportation, financial services, banking, insurance, services, media and advertising
Name of the Auditors	: 1. Memduh Coşkuner, 01.01.2009-31.12.2009. He is not a shareholder or a Company personnel. 2. Cem Soylu, 01.01.2009-31.12.2009. He is not a shareholder or a Company personnel.
Number of Board of Auditors Meetings	: 4 Board of Auditors Meetings were held in 2009
Scope of the inspections regarding the company accounts and books, investigation dates and results	: Cash, cheques, deeds and receipts have been counted and records and documents were controlled at the end of each quarter. No inconsistency was found within the established rules and regulations.
The Number and results of enumerations regarding Article 353/1-3 of Turkish Commercial Code	: Cash register was controlled four time in a year. No inconsistency was found within the established rules and regulations.
The Number and results of enumerations regarding Article 353/1-4 of Turkish Commercial Code	: No inconsistency with the established rules and regulations was observed in the inspections carried out at the end of each month.
Complaints and notifications on malpractice which have been received and transactions conducted in relation to above	: No complaints or notifications have been received by our Board for malpractice.

We have audited all records and transactions of Doğan Şirketler Grubu Holding A.Ş. related to 01.01.2009 - 31.12.2009 period according to Turkish Commercial Code, Articles of Association, and other related rules and regulations and generally accepted accounting principles.

In our opinion, the accompanying Balance Sheet and Income Statement represent a true and fair view of the financial position and operational results of Doğan Şirketler Grubu Holding A.Ş. as of 31 December 2009 is in compliance with the related laws and Articles of Association.

Hereby, we request the approval of the Balance Sheet and Income Statement and the clearance of Board of Directors.

Memduh Coşkuner Member of the Board of Auditors	Cem Soylu Member of the Board of Auditors

DOĞAN ŞİRKETLER GRUBU HOLDİNG A.Ş.

CONVENIENCE TRANSLATION INTO ENGLISH OF CONSOLIDATED FINANCIAL STATEMENTS FOR THE PERIOD 1 JANUARY - 31 DECEMBER 2009 TOGETHER WITH INDEPENDENT AUDITOR'S REPORT

PRICEWATERHOUSECOOPERS

Başaran Nas Bağımsız Denetim ve
Serbest Muhasebeci Mali Müşavirlik A.Ş.
a member of
PricewaterhouseCoopers
BJK Plaza, Süleyman Seba Caddesi
No: 48 B Blok Kat 9 Akaretler
Beşiktaş 34357 İstanbul-Turkey
www.pwc.com/tr
Telephone +90 (212) 326 6060
Facsimile +90 (212) 326 6050

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

1. We have audited the accompanying consolidated financial statements of Doğan Şirketler Grubu Holding A.Ş. (the "Company"), its subsidiaries and joint ventures (collectively referred as, the "Group") which comprise the consolidated balance sheet as of 31 December 2009 and the 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 then ended 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 the Capital Markets Board of Turkey (the "CMB"). 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 consolidated financial statements based on our audit. We conducted our audit in accordance with auditing standards issued by the CMB. 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 consolidated financial statements.

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

PRICEWATERHOUSECOOPERS

Opinion

4. In our opinion, the accompanying consolidated financial statements present fairly, in all material respects, the consolidated financial position of Doğan Şirketler Grubu Holding A.Ş. as of 31 December 2009, and of its consolidated financial performance and its consolidated cash flows for the year then ended in accordance with the financial reporting standards endorsed by the CMB (Note 2).

Emphasis of Matter

   Without qualifying our opinion we draw attention to the following matter:

5. As discussed in Note 22 in detail, the prior financial periods of Doğan Yayın Holding A.Ş. and some of its subsidiaries in the Media Segment of the Group were subject to tax inspections. According to the tax inspection reports, such companies have been imposed to pay 4.996 million Turkish lira ("TL") in the form of income taxes and tax penalties. The Group has initiated legal proceedings and settlement negotiations to cancel the tax notifications and has filed lawsuits against the Tax Administration for tax notifications over which agreements have not been reached during the settlement negotiations phase. As also discussed in detail in Note 22, in accordance with the opinion of the Group's legal advisors and tax specialists, no provision has been made by the Group in the consolidated financial statements for the year ended 31 December 2009 for income taxes and tax penalties amounting to TL 4.037 million, as agreement has not been reached during the settlement negotiations and the outcome of the tax court of first instance is not certain. As of the date of this report, the legal proceedings initiated by the Group continue at several stages, and there is significant uncertainty as to the outcome of the legal proceedings for income taxes and tax penalties for which agreement has not been reached during the settlement negotiations and regarding which the outcome of the tax court of first instance is not certain.

Additional paragraph for convenience translation into English

6. The accounting principles described in Note 2 to the consolidated financial statements (defined as the "CMB Financial Reporting Standards") differ from International Financial Reporting Standards ("IFRS") issued by the International Accounting Standards Board with respect to the application of inflation accounting for the period between 1 January - 31 December 2005 and presentation of basic financial statements and the notes to them. Accordingly, the accompanying consolidated financial statements are not intended to present the financial position and results of operations in accordance with IFRS.

Başaran Nas Bağımsız Denetim ve
Serbest Muhasebeci Mali Müşavirlik A.Ş.
a member of
PricewaterhouseCoopers

Haluk Yalçın, SMMM
Partner

Istanbul, 9 April 2010

CONTENTS **PAGE**

CONSOLIDATED BALANCE SHEETS AT 31 DECEMBER

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

	Notes	USD (*) 2009	2009	*Restated* 2008
ASSETS				
Current assets		**2.852.797**	**4.295.457**	**5.619.622**
Cash and cash equivalents	6	1.365.238	2.055.639	3.397.154
Financial investments	7	143.388	215.899	99.193
Trade receivables				
- Due from related parties	37	8.909	13.415	18.007
- Other trade receivables	10	720.882	1.085.432	1.133.200
Other receivables	11	10.847	16.332	35.990
Inventories	13	423.157	637.148	628.097
Biological assets	14	27	40	123
Other current assets	26	180.349	271.552	307.858
Non-current assets		**3.486.332**	**5.249.370**	**4.988.845**
Trade receivables	10	45.390	68.343	7.629
Other receivables	11	1.691	2.546	2.111
Inventories	13	73.529	110.713	121.341
Financial investments	7	18.308	27.567	1.264
Investments accounted for by the equity method	16	-	-	12.449
Investment properties	17	61.488	92.583	78.383
Property, plant and equipment	18	1.069.872	1.610.907	1.544.739
Intangible assets	19	870.992	1.311.453	1.317.761
Goodwill	20	1.139.384	1.715.569	1.612.165
Deferred income tax assets	35	47.319	71.248	118.561
Other non-current assets	26	158.359	238.441	172.442
TOTAL ASSETS		**6.339.129**	**9.544.827**	**10.608.467**

The consolidated financial statements for the year ended 31 December 2009 have been approved by the Board of Directors at 9 April 2010. These consolidated financial statements will be definitive following their approval in the General Assembly.

(*) As explained in the Note 2.1.3 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 Capital Market Board ("CMB") as at 31 December 2009.

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

DOĞAN ŞİRKETLER GRUBU HOLDİNG A.Ş.

CONSOLIDATED BALANCE SHEETS AT 31 DECEMBER

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

	Notes	USD (*) 2009	2009	*Restated* 2008
LIABILITIES				
Current liabilities		**2.110.284**	**3.177.455**	**2.972.713**
Borrowings and financial liabilities	8	899.637	1.354.585	1.098.211
Other financial liabilities	9	11.835	17.820	23.895
Trade payables				
- Due to related parties	37	294	442	1.616
- Other trade payables	10	834.806	1.256.967	1.313.609
Other payables	11	173.261	260.879	274.198
Current income tax liabilities	35	7.106	10.699	71.142
Provisions	22	89.500	134.760	83.659
Other current liabilities	26	93.845	141.303	106.383
Non-current liabilities		**1.412.048**	**2.126.120**	**2.932.400**
Borrowings and financial liabilities	8	978.497	1.473.323	2.035.388
Other financial liabilities	9	493	742	6.410
Trade payables	10	210.430	316.844	524.114
Other payables	11	47.404	71.376	77.939
Provisions	22	934	1.406	1.111
Provisions for employment benefits	24	24.174	36.399	30.308
Deferred income tax liabilities	35	150.116	226.030	257.130
SHAREHOLDERS'EQUITY		**2.816.797**	**4.241.252**	**4.703.354**
Equity attributable to equity holders of the company	**27**	**2.307.302**	**3.474.105**	**3.851.032**
Share capital	27	1.627.150	2.450.000	2.450.000
Adjustment to share capital	27	95.322	143.526	143.526
Share premium	27	418	630	630
Revaluation fund	27	83.946	126.398	146.218
Translation reserve	27	(4.691)	(7.063)	3.807
Restricted reserves	27	24.873	37.451	15.762
Retained earnings	27	556.071	837.276	1.022.944
Profit for the period		(75.787)	(114.113)	68.145
Minority interests		**509.495**	**767.147**	**852.322**
TOTAL LIABILITIES		**6.339.129**	**9.544.827**	**10.608.467**
Commitments	23			

(*) As explained in the Note 2.1.3 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 2009.

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

DOĞAN ŞİRKETLER GRUBU HOLDİNG A.Ş.

CONSOLIDATED STATEMENTS OF INCOME FOR THE YEARS ENDED 31 DECEMBER

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

	Notes	USD (*) 2009	2009	Restated 2008
Sales	28	6.851.632	10.316.502	12.500.316
Cost of sales (-)	28,30	(6.210.383)	(9.350.973)	(11.192.678)
Gross profit	**28**	**641.249**	**965.529**	**1.307.638**
Marketing, selling and distribution expenses (-)	29,30	(313.927)	(472.680)	(525.879)
General and administrative expenses (-)	29,30	(286.400)	(431.232)	(447.921)
Research and development expenses (-)	29,30	(595)	(896)	-
Other income	31	77.699	116.992	199.715
Other expenses (-)	31	(147.843)	(222.607)	(189.255)
Operating profit		**(29.817)**	**(44.894)**	**344.298**
Share of profit/(loss) investments accounted for by the equity method	16	(1.464)	(2.205)	1.623
Financial income	32	597.215	899.227	1.289.534
Financial expenses (-)	33	(699.091)	(1.052.621)	(1.658.657)
Loss before income taxes		**(133.157)**	**(200.493)**	**(23.202)**
Taxation on income	**35**	**(76.923)**	**(115.823)**	**(57.102)**
- Current income tax for the period		(62.791)	(94.545)	(126.396)
- Deferred tax (expenses)/income		(14.132)	(21.278)	69.294
Loss for the period		**(210.080)**	**(316.316)**	**(80.304)**
Allocation of loss for the period				
Attributable to minority interests		(134.293)	(202.203)	(148.449)
Attributable to equity holders of the company		(75.787)	(114.113)	68.145
(Loss)/Earnings per share for profit attributable to equity holders of the company	36	(0,03)	(0,05)	(0,03)

(*) As explained in the Note 2.1.3 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 2009.

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

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

	USD (*) 2009	2009	Restated 2008
Loss for the Period	**(210.079)**	**(316.316)**	**(80.304)**
Other Comprehensive Expense/Income:			
Change in Financial Assets Fair Value Reserve	8.272	12.456	-
Change in Translation Reserves	(11.569)	(17.420)	61.107
Other Comprehensive (Expense)/Income (after Income Tax)	**(3.297)**	**(4.964)**	**61.107**
Total Comprehensive Expense	**(213.376)**	**(321.280)**	**(19.197)**
Allocation of Total Comprehensive Expense			
Attributable to Minority Interests	(138.642)	(208.753)	(112.654)
Attributable to Equity Holders of the Company	(74.734)	(112.527)	93.457

(*) As explained in the Note 2.1.3 to the condensed 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 2009.

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 CHANGES IN SHAREHOLDERS' EQUITY FOR THE YEARS ENDED 31 DECEMBER

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

	Note references	Share capital	Adjustment to share capital	Share premium	Financial assets fair value reserve	Non-current assets revaluation fund	Translation reserve	Restricted reserves	Retained earnings	Net profit for the period	Equity attributable to equity holders of the company	Minority interests	Total shareholders' equity
Balances at 1 January 2008		**1.500.000**	**331.903**	**630**	**-**	**185.652**	**(21.505)**	**777.385**	**588.266**	**395.244**	**3.757.575**	**1.205.781**	**4.963.356**
Transfers		-	-	-	-	(39.434)	-		434.678	(395.244)	-	-	-
Business													combinations
and consolidation rate change effect		-	-	-	-	-	-	-	-	-	-	(238.822)	(238.822)
Capital increase	27	950.000	(188.377)	-	-	-	-	(761.623)	-			5.298	5.298
Dividend payment of subsidiaries		-	-	-	-	-	-	-	-	-	-	(7.281)	(7.281)
Total comprehensive income		-	-	-	-	-	25.312	-	-	70.615	95.927	(112.654)	(16.727)
Currency translation differences		-	-	-	-	-	*25.312*	-	-	-	*25.312*	*35.795*	*61.107*
Net profit /(loss) for the period		-	-	-	-	-	-	-	-	*70.615*	*70.615*	*(148.449)*	*(77.834)*
Balances at 31 December 2008 (as previously reported)	**27**	**2.450.000**	**143.526**	**630**	**-**	**146.218**	**3.807**	**15.762**	**1.022.944**	**70.615**	**3.853.502**	**852.322**	**4.705.824**
IFRIC 13 restatement effect	2.1.5	-	-	-	-	-	-	-	-	(2.470)	(2.470)	-	(2.470)
Balances at 31 December 2008 (restated)		**2.450.000**	**143.526**	**630**	**-**	**146.218**	**3.807**	**15.762**	**1.022.944**	**68.145**	**3.851.032**	**852.322**	**4.703.354**
Balances at 1 January 2009 (as previously reported)		**2.450.000**	**143.526**	**630**	**-**	**146.218**	**3.807**	**15.762**	**1.022.944**	**70.615**	**3.853.502**	**852.322**	**4.705.824**
Restatement effect of Joint Venture	2.1.5	-	-	-	-	-	-	-	(19.400)	(2.470)	(21.870)	-	(21.870)
Balances at 1 January 2009 (restated)		**2.450.000**	**143.526**	**630**	**-**	**146.218**	**3.807**	**15.762**	**1.003.544**	**68.145**	**3.831.632**	**852.322**	**4.683.954**
Transfers		-	-	-	-	(32.276)	-	21.689	78.732	(68.145)	-	-	-
Increase in fair value of available-for-sale financial asset, net		-	-	-	12.456	-	-	-	-	-	12.456	-	12.456
Capital increase		-	-	-	-	-	-	-	-	-	-	72.396	72.396
Consolidation rate change effect		-	-	-	-	-	-	-	-	-	-	55.932	55.932
Dividend payment		-	-	-	-	-	-	-	(245.000)	-	(245.000)	(4.750)	(249.750)
Total comprehensive (expense)/income		-	-	-	-	-	(10.870)	-	-	(114.113)	(124.983)	(208.753)	(333.736)
Currency translation differences		-	-	-	-	-	*(10.870)*	-	-	-	*(10.870)*	*(6.550)*	*(17.420)*
Net profit/(loss) for the period		-	-	-	-	-	-	-	-	*(114.113)*	*(114.113)*	*(202.203)*	*(316.316)*
Balances at 31 December 2009	**27**	**2.450.000**	**143.526**	**630**	**12.456**	**113.942**	**(7.063)**	**37.451**	**837.276**	**(114.113)**	**3.474.105**	**767.147**	**4.241.252**

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

DOĞAN ŞİRKETLER GRUBU HOLDİNG A.Ş.

CONSOLIDATED STATEMENTS OF CASH FLOW FOR THE YEARS ENDED 31 DECEMBER

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

	Notes	USD (*) 2009	2009	2008
Operating activities:				
Cash provided in operations	42	305.307	459.700	1.490.229
Taxes paid		(107.779)	(162.283)	(84.282)
Employment termination benefit paid	24	(7.266)	(10.940)	(10.258)
Net cash provided by/(used in) operating activities		**190.262**	**286.477**	**1.395.689**
Investing activities:				
Purchase of investment property	17	(24.512)	(36.907)	(25.409)
Purchase of property, plant and equipment	18	(207.282)	(312.105)	(326.708)
Purchase of intangibles	19	(139.870)	(210.603)	(174.050)
Proceeds from sale of property, plan and equipment, intangibles and investment property		43.827	65.990	47.020
Cash out flow for acquisition of subsidiaries		(14.877)	(22.400)	(234.351)
Proceeds from disposal of subsidiary and joint venture shares		19.702	29.666	66.508
Change in other non-current assets and long-term liabilities		(43.816)	(65.974)	(83.787)
Net cash used in investing activities		**(366.828)**	**(552.333)**	**(730.777)**
Financing activities:				
Proceeds of issuance of share capital to minority interests		48.081	72.396	5.298
Dividends paid to minority interests		(3.155)	(4.750)	(7.281)
Change in financial liabilities, net		(325.877)	(490.672)	498.032
Letter of credits paid in trade payables		(43.582)	(65.622)	(133.202)
Change in long term trade payables, net		(137.657)	(207.270)	44.808
Interest paid		(180.505)	(271.787)	(282.331)
Interest received		86.718	130.571	250.005
Dividends paid		(162.715)	(245.000)	-
Net cash provided by financing activities		**(718.692)**	**(1.082.134)**	**375.329**
Net increase in cash and cash equivalents		**(895.258)**	**(1.347.990)**	**1.040.241**
Cash and cash equivalents at the beginning of the period	6	2.246.600	3.382.706	2.342.465
Cash and cash equivalents at the end of the period	**6**	**1.351.342**	**2.034.716**	**3.382.706**

(*) As explained in the Note 2.1.3 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 2009.

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

DOĞAN ŞİRKETLER GRUBU HOLDİNG A.Ş.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE PERIOD 1 JANUARY - 31 DECEMBER 2009

(Amounts expressed in thousands of Turkish lira ("TL") unless otherwise indicated. Currencies other than TL 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. At 31 December 2009, the shares quoted on the ISE represent 34,29% of the total shares (31 December 2008: 34,29%). At 31 December 2009, the principal shareholders and their respective shareholdings in Doğan Holding are as follows (Note 27):

	%
Doğan family and companies owned by Doğan family	65,52
Listed on ISE	34,29
Aydın Doğan Vakfı	0,19
	100,00

The address of the registered office is as follows:

Altunizade, Oymacı Sokak No: 15/1
Üsküdar 34662 İstanbul

The majority of Doğan Holding is organized in Turkey, and its continuing operations are in three main business segments:

- Media
- Energy
- Other

Other operations mainly comprise of trade, tourism, telecommunications, manufacturing and construction, none of which is of a sufficient size to be reported separately.

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:

Company Name	Country	Nature of business	Segment
Hürriyet Gazetecilik ve Matbaacılık A.Ş. ("Hürriyet")	Turkey	Newspaper publishing	Media
Doğan Daily News Gazetecilik ve Matbaacılık A.Ş. ("Doğan Daily News")	Turkey	Newspaper publishing	Media
Doğan Gazetecilik A.Ş. ("Doğan Gazetecilik")	Turkey	Newspaper publishing	Media
Bağımsız Gazeteciler Yayıncılık A.Ş. ("Bağımsız Gazeteciler")	Turkey	Newspaper publishing	Media
Kemer Yayıncılık ve Gazetecilik A.Ş. ("Kemer Yayıncılık")	Turkey	Newspaper publishing	Media
Milliyet Verlags und Handels GmbH ("Milliyet Verlags")	Germany	Newspaper publishing	Media
Doğan Media International GmbH ("DMI")	Germany	Newspaper publishing	Media
Hürriyet Medya Basım Hizmetleri ve Ticaret A.Ş. ("Hürriyet Medya Basım")	Turkey	Publishing and administrative services	Media
Oglasnik Nekretnine d.o.o.	Crotia	Newspaper publishing	Media
Doğan Ofset Yayıncılık ve Matbaacılık A.Ş. ("Doğan Ofset")	Turkey	Printing services	Media
DYG İlan ve Reklam Hizmetleri A.Ş. ("DYG İlan")	Turkey	Advertising	Media
Mozaik İletişim Hizmetleri A.Ş. ("Mozaik")	Turkey	Advertising	Media
Milliyet Haber Ajansı A.Ş. ("Milha")	Turkey	News agency	Media
Doğan Haber Ajansı A.Ş. ("DHA")	Turkey	News agency	Media
Yaysat Yayın Satış Pazarlama ve Dağıtım A.Ş. ("Yaysat")	Turkey	Distribution	Media
Doğan Dağıtım Satış, Pazarlama Matbaacılık Ödeme Araclık ve Tahsilat Sistemleri A.Ş. ("Doğan Dağıtım") (1)	Turkey	Distribution	Media
Doğan Dış Ticaret ve Mümessillik A.Ş. ("Doğan Dış Ticaret")	Turkey	Import and export	Media
Işıl İthalat İhracat Mümessillik A.Ş. ("Işıl İthalat İhracat")	Turkey	Import and export	Media
Referans Yayın Dağıtım ve Kurye Hizmetleri A.Ş. ("Refeks")	Turkey	Distribution and courier services	Media
Emlaksimum Elektronik Yayıncılık ve Ticaret A.Ş. ("Emlaksimum")	Turkey	Internet services	Media
Milliyet İnternet Hizmet ve Ticaret A.Ş. ("Milliyet İnternet")	Turkey	Internet services	Media
Yenibiriş İnsan Kaynakları Hizmetleri Danışmanlık ve Yayıncılık A.Ş. ("Yenibir")	Turkey	Internet services	Media
Kemer Yayıncılık Pazarlama, Sanayi ve Ticaret A.Ş. ("Kemer Pazarlama")	Turkey	Internet services	Media
TME Teknoloji Proje Geliştirme Planlama ve Yazılım A.Ş. ("TME Teknoloji")	Turkey	Software services	Media
Hürriyet Zweigniederlassung GmbH ("Hürriyet Zweigniederlassung")	Germany	Newspaper printing	Media
Hürriyet Invest BV ("Hürriyet Invest")	The Netherlands	Investment	Media
Trader Media East Ltd. ("TME")	Jersey	Investment	Media
International Ssuarts Holding B.V.	The Netherlands	Investment	Media
Mirabridge International B.V.	The Netherlands	Investment	Media
Trader Classified Media Croatia Holdings B.V.	The Netherlands	Investment	Media
Trader East Holdings B.V.	The Netherlands	Investment	Media
Pronto Invest B.V	The Netherlands	Investment	Media
TCM Adria d.o.o.	Croatia	Investment	Media
Ssuarts Holding GmbH	Austria	Investment	Media
OOO Rektcentr	Russia	Investment	Media
Ssuarts Trading Ltd	Ukraine	Investment	Media
Publishing House Pennsylvania Inc	United States of America	Investment	Media
Doğan Platform Yatırımları A.Ş. ("Doğan Platform")	Turkey	Investment	Media
Doğan Yayın Holding A.Ş. ("Doğan Yayın")	Turkey	Investment	Media
Fairworld International Limited ("Fairworld")	England	Foreign trade	Media
Falcon Purchasing Services Ltd. ("Falcon")	England	Foreign trade	Media
Marchant Resources ("Marchant")	British Virgin Islands	Charity	Media
Oglasnik d.o.o.	Croatia	Newspaper and internet publishing	Media
Expressz Magyarorszag Rt ("Expressz Magyarorszag")	Hungary	Newspaper and internet publishing	Media
Szuperinfo Magyarorszag Kft	Hungary	Newspaper and internet publishing	Media
Siodemka Sp. Z.o.o.	Poland	Newspaper and internet publishing	Media
SP Belpronto OOO	Belarus	Newspaper and internet publishing	Media
OOO Pronto Rostov	Belarus	Newspaper and internet publishing	Media

NOTE 1 - ORGANIZATION AND NATURE OF OPERATIONS (Continued)

Company Name	Country	Nature of business	Segment
SP Bel Pronto OOO BYR	Russia	Newspaper and internet publishing	Media
OOO Pronto Aktobe	Russia	Newspaper and internet publishing	Media
ZAO Avtotehsnab	Russia	Newspaper and internet publishing	Media
OOO Novoprint	Russia	Newspaper and internet publishing	Media
OOO Balt-Pronto Kaliningrad	Russia	Newspaper and internet publishing	Media
OOO Delta-M	Russia	Newspaper and internet publishing	Media
OOO Gratis	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
OOO Pronto Krasnodar	Russia	Newspaper and internet publishing	Media
OOO Pronto Krasnojarsk	Russia	Newspaper and internet publishing	Media
OOO Pronto Nizhnij 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 Petersburg	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 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 Sever	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 Pronto Komi	Russia	Newspaper and internet publishing	Media
Informatsia Vilniusa	Lithuania	Newspaper and internet publishing	Media
ZAO Pronto Akzhol	Kazakhstan	Newspaper and internet publishing	Media
OOO 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
Internet Posao d.o.o.	Croatia	Internet Publishing	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
RU.com OOO	Russia	Internet Publishing	Media
OOO Partner-Soft	Russia	Internet Publishing	Media
Pronto Soft	Russia	Internet Publishing	Media
E-Prostir	Ukraine	Internet Publishing	Media
Prime Türk Europer GmbH ("Prime Türk")	Germany	Marketing	Media
Osmose Media S.A ("Osmose Media")	Luxembourg	Marketing	Media
OOO Optoprint	Russia	Publishing services	Media
OOO Pronto Print	Russia	Publishing services	Media
OOO Rosprint	Russia	Publishing services	Media
OOO Rosprint Samara	Russia	Publishing services	Media
Impress Media Marketing BVI	Russia	Publishing	Media
Impress Media Marketing LLC	Russia	Publishing	Media

NOTE 1 - ORGANIZATION AND NATURE OF OPERATIONS (Continued)

Company Name	Country	Nature of business	Segment
OOO Pronto TV	Russia	TV broadcasting	Media
Doğan TV Holding A.Ş. ("Doğan TV")	Turkey	TV broadcasting	Media
DTV Haber ve Görsel Yayıncılık A.Ş. ("Kanal D")	Turkey	TV broadcasting	Media
Işıl Televizyon Yayıncılık A.Ş. ("Işıl TV" or "Star TV")	Turkey	TV broadcasting	Media
Alp Görsel İletişim Hizmetleri A.Ş. ("Alp Görsel" or "D Smart")	Turkey	TV broadcasting	Media
Fun Televizyon Yayıncılık Yapımcılık Sanayi ve Ticaret A.Ş. ("Fun TV")	Turkey	TV broadcasting	Media
Tempo Televizyon Yayıncılık Yapımcılık Sanayi ve Ticaret A.Ş. ("Tempo TV")	Turkey	TV broadcasting	Media
Kanalspor Televizyon ve Radyo Yayıncılık A.Ş. ("Kanalspor")	Turkey	TV broadcasting	Media
Milenyum Televizyon Yayıncılık ve Yapımcılık A.Ş. ("Milenyum TV")	Turkey	TV broadcasting	Media
TV 2000 Televizyon Yayıncılık Yapımcılık Sanayi ve Ticaret A.Ş. ("TV 2000")	Turkey	TV broadcasting	Media
Moda Radyo ve Televizyon Yayıncılık Ticaret A.Ş. ("Moda Radyo")	Turkey	TV broadcasting	Media
Popüler Televizyon ve Radyo Yayıncılık A.Ş. ("Popüler TV")	Turkey	TV broadcasting	Media
D Yapım Reklamcılık ve Dağıtım A.Ş. ("D Yapım Reklamcılık")	Turkey	TV broadcasting	Media
Bravo Televizyon Yayıncılık Yapımcılık Sanayi ve Ticaret A.Ş. ("Bravo TV")	Turkey	TV broadcasting	Media
Doğa Televizyon ve Radyo Yayıncılık A.Ş. ("Doğa TV")	Turkey	TV broadcasting	Media
Altın Kanal Televizyon ve Radyo Yayıncılık A.Ş. ("Altın Kanal")	Turkey	TV broadcasting	Media
Stil Televizyon ve Radyo Yayıncılık A.Ş. ("Stil TV")	Turkey	TV broadcasting	Media
Selenit Televizyon ve Radyo Yayıncılık A.Ş. ("Selenit TV")	Turkey	TV broadcasting	Media
Elit Televizyon ve Radyo Yayıncılık A.Ş. ("Elit TV")	Turkey	TV broadcasting	Media
Trend Televizyon ve Radyo Yayıncılık A.Ş. ("D Çocuk")	Turkey	TV broadcasting	Media
Ekinoks Televizyon ve Radyo Yayıncılık A.Ş. ("Ekinoks TV")	Turkey	TV broadcasting	Media
Dönence Televizyon ve Radyo Yayıncılık A.Ş. ("Dönence TV")	Turkey	TV broadcasting	Media
Fleks Televizyon ve Radyo Yayıncılık A.Ş. ("Fleks TV")	Turkey	TV broadcasting	Media
Meridyen Televizyon ve Radyo Yayıncılık A.Ş. ("Meridyen TV")	Turkey	TV broadcasting	Media
Planet Televizyon ve Radyo Yayıncılık A.Ş. ("Planet TV")	Turkey	TV broadcasting	Media
Deniz Televizyon ve Radyo Yayıncılık A.Ş. ("HD TV")	Turkey	TV broadcasting	Media
Doğan Prodüksiyon Hizmetleri A.Ş. ("Doğan Prodüksiyon")	Turkey	TV broadcasting	Media
Doğan TV Digital Platform İşletmeciliği A.Ş. ("Doğan TV Dijital")	Turkey	TV broadcasting	Media
Kutup Televizyon ve Radyo Yayıncılık A.Ş. ("Kutup TV")	Turkey	TV broadcasting	Media
Galaksi Radyo Televizyon Yayıncılık Yapımcılık Sanayi ve Ticaret A.Ş. ("Galaksi TV")	Turkey	TV broadcasting	Media
Opal İletişim Hizmetleri A.Ş. ("Opal İletişim")	Turkey	TV broadcasting	Media
Koloni Televizyon ve Radyo Yayıncılık A.Ş. ("Koloni TV")	Turkey	TV broadcasting	Media
Atılgan Televizyon ve Radyo Yayıncılık A.Ş. ("Atılgan TV")	Turkey	TV broadcasting	Media
Atmosfer Televizyon ve Radyo Yayıncılık A.Ş. ("Atmosfer TV")	Turkey	TV broadcasting	Media
Gümüş Televizyon ve Radyo Yayıncılık A.Ş. ("Gümüş TV")	Turkey	TV broadcasting	Media
Platin Televizyon ve Radyo Yayıncılık A.Ş. ("Platin TV")	Turkey	TV broadcasting	Media
Yörünge Televizyon ve Radyo Yayıncılık A.Ş. ("Yörünge TV")	Turkey	TV broadcasting	Media
Lapis Televizyon ve Radyo Yayıncılık A.Ş ("Lapis Televizyon" or "CNN Türk")	Turkey	TV broadcasting	Media
Safir Televizyon ve Radyo Yayıncılık A.Ş ("Safir Televizyon")	Turkey	TV broadcasting	Media
Tematik Televizyon ve Radyo Yayıncılık A.Ş ("Tematik TV")	Turkey	TV broadcasting	Media
Akustik Televizyon ve Radyo Yayıncılık A.Ş. ("Akustik TV")	Turkey	TV broadcasting	Media
Ametist Televizyon ve Radyo Yayıncılık A.Ş. ("Ametist TV")	Turkey	TV broadcasting	Media
Süper Kanal TV Video Radyo Basın Yapım Yayın Tanıtım ve Haber Hizmetleri A.Ş. ("Süperkanal")	Turkey	TV broadcasting	Media
Uydu İletişim Basın Yayın A.Ş. ("Uydu")	Turkey	TV broadcasting	Media
Mobil Teknolojileri Araştırma Geliştirme A.Ş. ("Mobil")	Turkey	TV broadcasting	Media
Matis Reklam ve Pazarlama A.Ş ("Matis TV")	Turkey	TV broadcasting	Media
Yonca Reklam ve Pazarlama A.Ş. ("Yonca TV")	Turkey	TV broadcasting	Media
İnci Televizyon ve Radyo Yayıncılık A.Ş. ("İnci TV")	Turkey	TV broadcasting	Media
Kuvars Televizyon ve Radyo Yayıncılık A.Ş. ("Kuvars TV")	Turkey	TV broadcasting	Media
Lal Televizyon ve Radyo Yayıncılık A.Ş. ("Lal TV")	Turkey	TV broadcasting	Media
Truva Televizyon ve Radyo Yayıncılık A.Ş. ("Truva TV")	Turkey	TV broadcasting	Media
Kayra Televizyon ve Radyo Yayıncılık A.Ş. ("Kayra TV")	Turkey	TV broadcasting	Media
Milas Televizyon ve Radyo Yayıncılık A.Ş. ("Milas TV")	Turkey	TV broadcasting	Media

NOTE 1 - ORGANIZATION AND NATURE OF OPERATIONS (Continued)

Company Name	Country	Nature of business	Segment
Doğan Media International S.A. ("Kanal D Romanya")	Romania	TV broadcasting	Media
Anemon İletişim Hizmetleri A.Ş. ("Anemon")	Turkey	TV broadcasting	Media
Yosun İletişim Hizmetleri A.Ş. ("Yosun")	Turkey	TV broadcasting	Media
Denizatı İletişim Hizmetleri A.Ş.	Turkey	TV broadcasting	Media
Protema Yapım Reklam ve Dağıtım A.Ş.	Turkey	TV broadcasting	Media
Doğan Teleshopping Pazarlama ve Ticaret A.Ş. ("Doğan Teleshopping") (2)	Turkey	TV broadcasting	Media
ZAO NPK	Russia	Call center	Media
Radyo Kulübü Uluslararası Programlar A.Ş. ("D Radyo")	Turkey	Radio broadcasting	Media
Rapsodi Radyo ve Televizyon Yayınclık A.Ş. ("Rapsodi Radyo")	Turkey	Radio broadcasting	Media
Foreks Yayıncılık ve Reklamcılık A.Ş. ("CNN Türk Radyo")	Turkey	Radio broadcasting	Media
Doğan Müzik Yapım ve Ticaret A.Ş. ("DMC")	Turkey	Music and entertainment	Media
İnteraktif Medya Hizmetleri Geliştirme Paz. ve Tic. A.Ş. ("İnteraktif Medya")	Turkey	Interactive services	Media
Doğan Müzik Kitap Mağazacılık Pazarlama A.Ş. ("DMK")	Turkey	Retail	Media
Hür Servis Sosyal Hizmetler ve Ticaret A.Ş. ("Hürservis")	Turkey	Retail	Media
Pratik Ödeme Sistemleri A.Ş. ("Pratik Ödeme")	Turkey	Distribution	Media
Birpa Müşteri Hizmetleri ve Pazarlama A.Ş. ("Birpa")	Turkey	Customer services	Media
Doğan İletişim Elektronik Servis Hizmetleri ve Yayıncılık A.Ş. ("Doğan Online")	Turkey	Internet service provider	Media
Doğan Factoring Hizmetleri A.Ş. ("Doğan Factoring")	Turkey	Factoring	Media
Milpa Ticari ve Sınai Ürünler Pazarlama Sanayi ve Ticaret A.Ş. ("Milpa")	Turkey	Trading	Other
Hürriyet Ticari ve Sınai Ürünler Pazarlama Sanayi ve Ticaret A.Ş. ("Hürriyet Pazarlama")	Turkey	Marketing	Other
Milanur İnşaat Pazarlama Turizm Sanayi ve Ticaret Limited Şirketi ("Milanur")	Turkey	Construction	Other
Doğan Otomobilcilik Ticaret ve Sanayi A.Ş. ("Doğan Oto")	Turkey	Trading	Other
Enteralle Handels GmbH ("Enteralle Handels")	Germany	Trading	Other
Orta Anadolu Otomotiv Ticaret ve Sanayi A.Ş. ("Orta Anadolu Otomotiv")	Turkey	Trading	Other
Doğan Havacılık Sanayi ve Ticaret A.Ş. ("Doğan Havacılık")	Turkey	Aviation	Other
Çelik Halat ve Tel Sanayi 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
Çelik Enerji Üretim A.Ş. ("Çelik Enerji")	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
TOV D-Yapı Real Estate Investment and Construction ("TOV D-Yapı")	Ukraine	Real estate	Other
D Stroy Limited Şirketi ("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	Invesment	Other

(1) Legal merger of Smile Dağıtım A.Ş. ("Smile Dağıtım"), Pratik Ödeme Sistemleri A.Ş. ("Pratik Ödeme"), Smile Holding A.Ş. ("Smile Holding"), Smile Tedarik ve Ticaret A.Ş. ("Smile Tedarik") and Smile Sigorta Aracılık Hizmetleri A.Ş. ("Smile Sigorta") with Doğan Dağıtım has been realised in accordance with Turkish Commercial Code's dictums as of 31 July 2009 and the articles of association and Company name of Doğan Dağıtım is amended and registered. As published in Turkey Trade Registry Gazette on 6 August 2009, the name of the Company is revised as Doğan Dağıtım Satış Pazarlama Matbaacılık Ödeme Aracılık ve Tahsilat Sistemleri A.Ş.

(2) 45% shares of Doğan Teleshopping, joint venture of Group as of 31 December 2008,has been acquired by Opal İletişim. As of October 2009, Doğan Teleshopping is accounted as a subsidiary of the Group following this acquisition.

For the purposes of the segmental information in these 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.

NOTE 2 - BASIS OF PRESENTATION OF FINANCIAL STATEMENTS

1.1 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 1 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. In this regard, necessary reclassifications have been made in the consolidated financial statements of previous periods (Note 2.1.5).

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 TL 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.

CONVENIENCE TRANSLATION OF CONSOLIDATED FINANCIAL STATEMENTS ORIGINALLY ISSUED IN TURKISH
DOĞAN ŞİRKETLER GRUBU HOLDİNG A.Ş.
NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE PERIOD 1 JANUARY - 31 DECEMBER 2009
(Amounts expressed in thousands of Turkish lira ("TL") unless otherwise indicated. Currencies other than TL are expressed in thousands unless otherwise indicated.)

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

2.1.2 Financial statements of subsidiaries 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 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 ("TL"), as a matter of arithmetic computation only, at the Central Bank of the Republic of Turkey official TL exchange rate of TL 1,5057 = USD 1,00 on 31 December 2009. Thus, US dollar amounts do not form a part of the consolidated financial statements prepared in accordance with generally accepted accounting standards issued by the CMB as 31 December 2008. Such translations should not be construed as a representation that the TL amounts have been or could be converted into USD at this or any other rate.

2.1.4 Consolidation principles

(a) These consolidated financial statements include the accounts of the parent company, Doğan Holding, its Subsidiaries and its Joint Ventures. The financial statements of the companies included in the consolidation are based on the accounting principles and presentation basis applied by the Group in accordance with CMB Accounting Standards. The result of operations of Subsidiaries and Joint Ventures are included or excluded in these consolidated financial statements subsequent to the date of acquisition or date of sale respectively. Where necessary, accounting policies for Subsidiaries and Joint Ventures have been changed to ensure consistency with the policies adopted by the Group.

(b) Subsidiaries are companies in which Doğan Holding has the power to control the financial and operating policies for the benefit of Doğan Holding either (1) through the power to exercise more than 50% of voting rights related to shares in the companies as a result of shares owned directly and indirectly by itself and/or by certain Doğan family members and companies whereby Doğan Holding exercises control over the voting rights of (but does not have the economic benefit of) the shares held by them; or (2) 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 directly by Doğan Holding and indirectly by its Subsidiaries.

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

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

2.1.4 Consolidation principles (Continued)

The table below sets out all Subsidiaries included in the scope of consolidation and shows their shareholding structure at 31 December 2009 and 2008 is as follows:

Subsidiaries	Proportion of voting power held by Doğan Holding and its Subsidiaries (%) 2009	2008	Proportion of voting power held by Doğan family members (%) 2009	2008	Total proportion of voting power held (%) 2009	2008	Total proportion of ownership interest (%) 2009	2008
Hürriyet (1)	77,65	71,64	-	-	77,65	71,64	60,70	53,54
Doğan Daily News	94,25	94,25	-	-	94,25	94,25	57,20	50,46
Doğan Gazetecilik (1)	70,76	70,62	0,52	0,52	71,28	71,14	52,74	51,38
Bağımsız Gazeteciler	100,00	100,00	-	-	100,00	100,00	52,74	51,38
Kemer Yayıncılık	99,98	99,98	-	-	99,98	99,98	52,73	51,37
Milliyet Verlags	99,77	99,77	0,23	0,23	100,00	100,00	73,57	71,01
DMI	100,00	100,00	-	-	100,00	100,00	68,66	64,61
Hürriyet Medya Basım	100,00	100,00	-	-	100,00	100,00	60,69	53,54
Oglasnik Nekretnine d.o.o.	100,00	100,00	-	-	100,00	100,00	40,85	36,03
Doğan Ofset	99,93	99,93	-	-	99,93	99,93	60,65	53,50
DYG İlan	100,00	100,00	-	-	100,00	100,00	60,86	58,22
Mozaik	100,00	100,00	-	-	100,00	100,00	55,54	54,22
Milha	100,00	100,00	-	-	100,00	100,00	61,39	59,73
DHA	99,69	99,61	-	-	99,69	99,61	66,69	62,06
Yaysat	100,00	75,00	-	-	100,00	75,00	71,07	49,77
Doğan Dağıtım	100,00	100,00	-	-	100,00	100,00	74,53	72,74
Doğan Dış Ticaret	100,00	100,00	-	-	100,00	100,00	74,29	72,42
Işıl İthalat İhracat	96,70	96,70	-	-	96,70	96,70	71,84	70,03
Refeks	100,00	100,00	-	-	100,00	100,00	60,70	53,54
Emlaksimum	99,80	99,80	0,10	0,10	99,90	99,90	60,53	53,44
Milliyet İnternet	100,00	100,00	-	-	100,00	100,00	52,76	51,40
Yenibir	100,00	100,00	-	-	100,00	100,00	60,70	53,54
Kemer Pazarlama	99,96	99,96	-	-	99,96	99,96	52,72	51,36
TME Teknoloji	100,00	100,00	-	-	100,00	100,00	60,69	53,54
Hürriyet Zweigniederlassung	100,00	100,00	-	-	100,00	100,00	60,70	53,54
Hürriyet Invest	100,00	100,00	-	-	100,00	100,00	60,70	53,54
TME	67,30	67,30	-	-	67,30	67,30	40,85	36,03
International Ssuarts Holding B.V.	100,00	100,00	-	-	100,00	100,00	40,85	36,03
Mirabridge International B.V.	100,00	100,00	-	-	100,00	100,00	40,85	36,03
Trader Classified Media Croatia Holdings B.V.	100,00	100,00	-	-	100,00	100,00	40,85	36,03
Trader East Holdings B.V.	100,00	100,00	-	-	100,00	100,00	40,85	36,03
Pronto Invest B.V.	100,00	100,00	-	-	100,00	100,00	40,85	36,03
TCM Adria d.o.o.	100,00	100,00	-	-	100,00	100,00	40,85	36,03
Ssuarts Holding GmbH (2)	-	100,00	-	-	-	100,00	-	36,03
OOO Rektcentr	100,00	100,00	-	-	100,00	100,00	40,85	36,03
Ssuarts Trading Ltd. (2)	-	55,00	-	-	-	55,00	-	19,82
Publishing House Pennsylvania Inc.	100,00	100,00	-	-	100,00	100,00	40,85	36,03
Doğan Platform	100,00	100,00	-	-	100,00	100,00	74,53	72,76
Doğan Yayın (1)	74,53	72,76	2,97	2,97	77,50	75,73	74,53	72,76
Fairworld	100,00	100,00	-	-	100,00	100,00	74,29	72,42
Falcon	100,00	100,00	-	-	100,00	100,00	74,29	72,42
Marchant	100,00	100,00	-	-	100,00	100,00	71,84	70,03
Oglasnik d.o.o.	100,00	100,00	-	-	100,00	100,00	40,85	36,03

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

2.1.4 Consolidation principles (Continued)

Subsidiaries	Proportion of voting power held by Doğan Holding and its Subsidiaries (%) 2009	2008	Proportion of voting power held by Doğan family members (%) 2009	2008	Total proportion of voting power held (%) 2009	2008	Total proportion of ownership interest (%) 2009	2008
Expressz Magyarorszag	100,00	100,00	-	-	100,00	100,00	40,85	36,03
Szuperinfo Magyarorszag Kft (2)	-	100,00	-	-	-	100,00	-	36,03
Siodemka Sp. Z.o.o. (2)	-	100,00	-	-	-	100,00	-	36,03
SP Belpronto OOO	60,00	60,00	-	-	60,00	60,00	24,51	21,62
OOO Pronto Rostov	100,00	100,00	-	-	100,00	100,00	40,85	36,03
SP Belpronto OOO BYR	60,00	60,00	-	-	60,00	60,00	24,51	21,62
OOO Pronto Aktobe	80,00	80,00	-	-	80,00	80,00	26,14	23,06
ZAO Avtotehsnab	85,00	85,00	-	-	85,00	85,00	34,72	30,63
OOO Novoprint	100,00	100,00	-	-	100,00	100,00	40,85	36,03
OOO Balt-Pronto Kaliningrad	100,00	100,00	-	-	100,00	100,00	40,85	36,03
OOO Delta-M	55,00	55,00	-	-	55,00	55,00	22,47	19,82
OOO Gratis (2)	-	90,00	-	-	-	90,00	-	32,43
OOO Pronto Baikal	100,00	100,00	-	-	100,00	100,00	40,85	36,03
OOO Pronto DV	100,00	100,00	-	-	100,00	100,00	40,85	36,03
OOO Pronto Ivanovo	86,00	86,00	-	-	86,00	86,00	35,13	30,99
OOO Pronto Kaliningrad	95,00	95,00	-	-	95,00	95,00	38,81	34,23
OOO Pronto Kazan	72,00	72,00	-	-	72,00	72,00	29,41	25,95
OOO Pronto Krasnodar	80,00	80,00	-	-	80,00	80,00	32,68	28,83
OOO Pronto Krasnojarsk	100,00	100,00	-	-	100,00	100,00	40,85	36,03
OOO Pronto Nizhnij Novgorod	90,00	90,00	-	-	90,00	90,00	36,76	32,43
OOO Pronto Novosibirsk	100,00	100,00	-	-	100,00	100,00	40,85	36,03
OOO Pronto Oka	100,00	100,00	-	-	100,00	100,00	40,85	36,03
OOO Pronto Petersburg	51,00	51,00	-	-	51,00	51,00	20,83	18,37
OOO Pronto Samara	89,90	89,90	-	-	89,90	89,90	36,72	32,39
OOO Pronto Stavropol	100,00	100,00	-	-	100,00	100,00	40,85	36,03
OOO Pronto UlanUde	90,00	90,00	-	-	90,00	90,00	36,76	32,43
OOO Pronto Vladivostok	90,00	90,00	-	-	90,00	90,00	36,76	32,43
OOO Pronto Volgograd	100,00	100,00	-	-	100,00	100,00	40,85	36,03
OOO Pronto-Moscow	100,00	100,00	-	-	100,00	100,00	40,85	36,03
OOO Tambukan	85,00	85,00	-	-	85,00	85,00	34,72	30,63
OOO Utro Peterburga	55,00	55,00	-	-	55,00	55,00	22,47	19,82
OOO Pronto Astrakhan	100,00	100,00	-	-	100,00	100,00	40,85	36,03
OOO Pronto Kemerovo	100,00	100,00	-	-	100,00	100,00	40,85	36,03
OOO Pronto Sever	90,00	90,00	-	-	90,00	90,00	36,76	32,43
OOO Pronto Smolensk	100,00	100,00	-	-	100,00	100,00	40,85	36,03
OOO Pronto Tula	100,00	100,00	-	-	100,00	100,00	40,85	36,03
OOO Pronto Voronezh	100,00	100,00	-	-	100,00	100,00	40,85	36,03
OOO Tambov-Info	100,00	100,00	-	-	100,00	100,00	40,85	36,03
OOO Pronto Obninsk	100,00	100,00	-	-	100,00	100,00	40,85	36,03
OOO Pronto Komi	70,00	70,00	-	-	70,00	70,00	28,59	25,22
Informatsia Vilniusa	100,00	100,00	-	-	100,00	100,00	40,85	36,03
ZAO Pronto Akzhol	80,00	80,00	-	-	80,00	80,00	32,68	28,83
OOO Pronto-Akmola	100,00	100,00	-	-	100,00	100,00	40,85	36,03
OOO Pronto Atyrau	100,00	100,00	-	-	100,00	100,00	32,68	28,83
OOO Pronto Aktau	100,00	100,00	-	-	100,00	100,00	32,68	28,83
SP Pronto Kiev	50,00	50,00	-	-	50,00	50,00	20,42	18,02
Internet Posao d.o.o.	100,00	100,00	-	-	100,00	100,00	28,59	25,22
Moje Delo spletni Marketing d.o.o.	100,00	100,00	-	-	100,00	100,00	40,85	36,03
Bolji Posao d.o.o. Serbia	100,00	100,00	-	-	100,00	100,00	22,47	19,82
Bolji Posao d.o.o. Bosnia	100,00	100,00	-	-	100,00	100,00	22,47	19,82

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

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

2.1.4 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 (%)		Total proportion of ownership interest (%)	
Subsidiaries	2009	2008	2009	2008	2009	2008	2009	2008
RU.com OOO	100,00	100,00	-	-	100,00	100,00	40,85	36,03
OOO Partner-Soft	100,00	100,00	-	-	100,00	100,00	40,85	36,03
Pronto soft	90,00	90,00	-	-	90,00	90,00	36,76	32,43
E-Prostir	50,00	50,00	-	-	50,00	50,00	20,42	18,02
Prime Türk	100,00	100,00	-	-	100,00	100,00	57,73	54,22
Osmose Media	100,00	100,00	-	-	100,00	100,00	57,73	54,22
OOO Optoprint	100,00	100,00	-	-	100,00	100,00	40,85	36,03
OOO Pronto Print	54,00	54,00	-	-	54,00	54,00	22,06	19,46
OOO Rosprint	100,00	70,00	-	-	100,00	70,00	40,85	25,22
OOO Rosprint Samara	99,50	59,50	-	-	99,50	59,50	40,85	21,44
Impress Media Marketing BVI	100,00	100,00	-	-	100,00	100,00	40,85	36,03
Impress Media Marketing LLC	100,00	100,00	-	-	100,00	100,00	40,85	36,03
OOO Pronto TV	70,00	70,00	-	-	70,00	70,00	28,59	25,22
Doğan TV	74,51	74,51	-	-	74,51	74,51	55,54	54,22
Kanal D	94,81	94,81	-	-	94,81	94,81	52,65	51,40
Işıl TV	100,00	100,00	-	-	100,00	100,00	55,53	54,22
Alp Görsel	100,00	100,00	-	-	100,00	100,00	55,54	54,22
Fun TV	95,25	95,25	-	-	95,25	95,25	52,90	51,64
Tempo TV	95,25	95,25	-	-	95,25	95,25	52,85	51,59
Kanalspor	99,63	99,63	0,12	0,12	99,75	99,75	55,28	53,96
Milenyum TV	99,94	99,94	-	-	99,94	99,94	55,50	54,18
TV 2000	98,61	98,61	0,46	0,46	99,07	99,07	54,71	53,41
Moda Radyo	99,56	99,56	0,22	0,22	99,78	99,78	55,29	53,97
Popüler TV	96,00	96,00	1,33	1,33	97,33	97,33	53,26	52,00
D Yapım Reklamcılık	100,00	100,00	-	-	100,00	100,00	55,54	54,22
Bravo TV	99,60	99,60	-	-	99,60	99,60	55,26	53,95
Doğa TV	98,12	98,12	0,63	0,63	98,75	98,75	54,45	53,20
Altın Kanal	99,35	99,35	0,22	0,22	99,57	99,57	55,12	53,81
Stil TV	99,08	99,08	0,61	0,61	99,69	99,69	54,97	53,67
Selenit TV	99,74	99,74	0,13	0,13	99,87	99,87	55,34	54,02
Elit TV	98,73	98,73	0,64	0,64	99,37	99,37	54,78	53,47
D Çocuk	99,12	99,12	0,59	0,59	99,71	99,71	54,99	53,68
Ekinoks TV	99,80	99,80	0,13	0,13	99,93	99,93	55,37	54,06
Dönence TV	96,80	96,80	2,13	2,13	98,93	98,93	53,71	52,43
Fleks TV	98,18	98,18	1,21	1,21	99,39	99,39	54,47	53,18
Meridyen TV	99,98	99,98	0,01	0,01	99,99	99,99	55,48	54,16
Planet TV	99,47	99,47	0,35	0,35	99,82	99,82	55,19	53,88
HD TV	99,72	99,72	0,19	0,19	99,91	99,91	55,32	54,01
Doğan Prodüksiyon	100,00	100,00	-	-	100,00	100,00	55,54	54,22
Doğan TV Dijital	99,70	99,70	0,20	0,20	99,90	99,90	55,32	54,00
Kutup TV	99,69	99,69	0,21	0,21	99,90	99,90	55,31	53,99
Galaksi TV	99,07	99,07	-	-	99,07	99,07	54,97	53,66
Opal İletişim	99,92	99,92	-	-	99,92	99,92	55,49	54,17
Koloni TV	86,67	86,67	6,67	6,67	93,34	93,34	48,13	46,99
Atılgan TV	86,67	86,67	6,67	6,67	93,34	93,34	48,13	46,99
Atmosfer TV	86,67	86,67	3,33	3,33	90,00	90,00	48,08	46,94
Gümüş TV	92,86	92,86	1,79	1,79	94,65	94,65	51,52	50,29
Platin TV	91,30	91,30	2,17	2,17	93,47	93,47	50,66	49,45
Yörünge TV	98,39	98,39	0,40	0,40	98,79	98,79	54,59	53,29
Lapis Televizyon	99,65	99,65	0,12	0,12	99,77	99,77	55,34	54,02
Safir Televizyon	90,00	90,00	3,33	3,33	93,33	93,33	49,93	48,75
Tematik TV	90,00	90,00	3,33	3,33	93,33	93,33	49,98	48,79

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

2.1.4 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 (%)		Total proportion of ownership interest (%)	
Subsidiaries	2009	2008	2009	2008	2009	2008	2009	2008
Akustik TV	99,96	99,96	0,01	0,01	99,97	99,97	55,49	54,17
Ametist TV	99,96	99,96	0,01	0,01	99,97	99,97	55,51	54,19
Süper Kanal	99,53	99,53	0,23	0,23	99,76	99,76	55,22	53,91
Uydu	52,00	52,00	38,67	38,67	90,67	90,67	28,85	28,19
Mobil	75,00	75,00	-	-	75,00	75,00	41,65	40,66
Matis TV	100,00	100,00	-	-	100,00	100,00	55,53	54,22
Yonca TV	100,00	100,00	-	-	100,00	100,00	55,53	54,22
İnci TV	86,67	86,67	3,33	3,33	90,00	90,00	48,08	46,94
Kuvars TV	86,67	86,67	3,33	3,33	90,00	90,00	49,99	46,94
Lal TV	86,67	86,67	3,33	3,33	90,00	90,00	49,99	46,94
Truva TV	86,67	86,67	3,33	3,33	90,00	90,00	49,99	46,94
Kayra TV	86,67	86,67	3,33	3,33	90,00	90,00	49,99	46,94
Milas TV	86,67	86,67	3,33	3,33	90,00	90,00	49,99	46,94
Kanal D Romanya	74,90	74,90	-	-	74,90	74,90	51,43	48,39
Anemon (3)	99,99	-	-	-	99,99	-	55,53	-
Yosun (3)	99,99	-	-	-	99,99	-	55,53	-
Denizatı (3)	99,99	-	-	-	99,99	-	55,52	-
Protema Yapım (3)	99,99	-	0,01	-	100,00	-	55,53	-
Doğan Teleshopping	99,99	50,00	-	-	99,99	50,00	55,49	25,25
ZAO NPK	100,00	100,00	-	-	100,00	100,00	40,85	36,03
D Radyo	98,18	98,18	-	-	98,18	98,18	54,53	53,23
Rapsodi Radyo TV	97,22	97,22	-	-	97,22	97,22	53,99	52,71
CNN Türk Radyo	95,60	95,60	-	-	95,60	95,60	53,09	51,83
DMC	99,96	99,94	0,01	0,02	99,97	99,96	61,60	54,18
İnteraktif Medya	75,00	75,00	-	-	75,00	75,00	41,65	40,66
DMK	100,00	100,00	-	-	100,00	100,00	74,53	72,76
Hürservis	100,00	100,00	-	-	100,00	100,00	72,95	69,11
Birpa	99,98	99,95	0,01	0,02	99,99	99,97	74,52	72,72
Doğan Online	100,00	100,00	-	-	100,00	100,00	74,53	72,76
Doğan Factoring	100,00	100,00	-	-	100,00	100,00	74,08	72,05
Milpa	65,00	65,00	0,50	0,50	65,50	65,50	65,00	65,00
Hürriyet Pazarlama	99,94	99,94	0,05	0,05	99,99	99,99	99,94	99,94
Milanur	100,00	100,00	-	-	100,00	100,00	99,76	65,01
Doğan Oto	99,76	99,76	0,24	0,24	100,00	100,00	99,76	99,76
Enteralle Handels	95,48	95,48	4,52	4,52	100,00	100,00	62,06	62,06
Orta Anadolu Otomotiv	85,00	85,00	-	-	85,00	85,00	84,80	84,95
Doğan Havacılık	100,00	100,00	-	-	100,00	100,00	91,34	90,33
Çelik Halat (1)	78,69	78,46	-	-	78,69	78,46	78,69	78,46
Ditaş Doğan (1)	73,59	66,67	-	-	73,59	66,67	73,59	66,67
Milta Turizm	98,68	98,57	1,32	1,32	100,00	99,89	98,68	98,68
Doğan Organik	100,00	100,00	-	-	100,00	100,00	98,57	98,22
Zigana	84,91	84,91	-	-	84,91	84,91	84,91	84,91
Çelik Enerji	100,00	100,00	-	-	100,00	100,00	99,88	99,85
Doğan Enerji	100,00	99,99	-	-	100,00	99,99	100,00	99,99
D-Yapı Romanya	100,00	100,00	-	-	100,00	100,00	100,00	100,00
TOV D-Yapı	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
DHI Investment (3)	100,00	-	-	-	100,00	-	100,00	-

(1)The acquisition of a certain portion of this subsidiary's shares during the period led to an increase in Group's voting rights.
(2)These subsidiaries were disposed or liquidated in 2009.
(3)These subsidiaries were established in 2009.

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

2.1.4 Consolidation principles (Continued)

The balance sheets and the statements of income of the Subsidiaries are consolidated on a line-by-line basis and the carrying value of the investment held by Doğan Holding and its Subsidiaries is eliminated against the related shareholders' equity. Intercompany transactions and balances between Doğan Holding and its Subsidiaries are eliminated on consolidation. The cost of, and the dividends arising from, shares held by Doğan Holding in its Subsidiaries are eliminated from shareholders' equity and income for the year, respectively.

(c) 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. Doğan Holding exercises such joint control through the power to exercise voting rights relating to shares in the companies as a result of shares owned directly and indirectly by itself or by certain Doğan family members and companies whereby Doğan Holding exercises control over the voting rights of (but does not have the economic benefit of) the shares held by them. The Group's interest in Joint Ventures is accounted for by the way of proportionate consolidation. Through this method, the Group includes its share of assets, liabilities, shareholders' equity, income and expenditure of each Joint Venture in the relevant components of the financial statements.

(d) Investments in associated undertakings are accounted for by the equity method of accounting. These are undertakings over which the Group generally has between 20% and 50% of the voting rights; which Doğan Holding, its Subsidiaries and its Joint Ventures own by means of the voting rights they have along with the voting rights arising from the shares Doğan family holds; or over which the Group has significant influence, but no controlling power. Unrealised gains on transactions between the Group and its associated undertakings are eliminated to the extent of the Group's interest in the associated undertakings; unrealised losses are also eliminated unless the transaction provides evidence of an impairment of the asset transferred. Equity accounting is discontinued when the carrying amount of the investment in an associated undertaking reaches zero, unless the Doğan Holding has incurred obligations or guaranteed obligations in respect of the associated undertaking or significant influence of the Company ceases. The carrying amount of the investment at the date when significant influence ceases is regarded as cost thereafter (Note 16).

The table below sets out the associates accounted for using the equity method of accounting, the proportion of voting power held by Doğan Holding and its subsidiaries and effective ownership interests at 31 December 2009 and 2008:

	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 ownership interest (%)	
Company name	**2009**	**2008**	**2009**	**2008**	**2009**	**2008**	**2009**	**2008**
Ray Sigorta A.Ş. ("Ray Sigorta") (*)		20,00		-		20,00		20,00

(*) 10% of shares in Ray Sigorta were sold to TBIH Financial Services Group N.V. on 1 September 2009. The remaining 10% shares of Ray Sigorta are carried at fair value in Available – for – Sale Financial Investments subsequent to this date (Note 7).

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

2.1.4 Consolidation principles (Continued)

(e) Available-for-sale equity investments in which the Group, together with Doğan family members, has an interest below 20%, or above 20% over which the Group does not exercise a significant influence, or which are immaterial and that do not have quoted market price in active markets and whose fair values cannot be measured reliably, are carried at cost less any provision for diminution in value (Note 7).

Available-for-sale equity investments in which the Group, together with Doğan Family members, has an interest below 20% or over which the Holding does not exercise a significant influence and that have quoted market prices in active markets and whose fair values can be measured reliably are carried at fair value.

(f) The minority shareholders' share in the net assets and results for the period for Subsidiaries are separately classified in the consolidated balance sheets and statements of income as "minority interest".

Certain Doğan family members and companies controlled by them who are shareholders of Doğan Holding have interests in the share capital of certain Subsidiaries. In the consolidated financial statements, their interests are treated as minority interest and are not included in the Group's net assets and profits attributable to shareholders of Doğan Holding.

2.1.5 Comparative information, changes in accounting policies and restatement of prior period financial statements

Where necessary, comparative figures have been reclassified to conform to the changes in presentation in the current period.

The consolidated financial statements of the Group are prepared comparatively to enable the determination of the trends of the financial position and performance. The Group presented the balance sheet at 31 December 2009 comparatively with the balance sheet at 31 December 2008, the consolidated statement of income for the year ended 31 December 2009 comparatively with the consolidated statement of income for the year ended 31 December 2008, consolidated statement of cash flow and consolidated statement of changes in shareholders' equity for the period 1 January - 31 December 2009 comparatively with the related financial statements for the period 1 January – 31 December 2008.

- Further to the issuance of the consolidated financial statements of POAŞ, joint venture of the Group, adjustments according to 41-48th paragraphs of IAS 8 "Accounting Policies, Changes in Accounting Estimates and Errors" standard have been recorded due to a cross over of balance sheet items due to system implementation. Restatement has been made in the opening balances of 2009; consequence of this restatement "Inventory", "Other Payables" and "Retained Earnings" have been decreased by TL 27.064, TL 7.664 and TL 19.400 respectively.

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

2.1.5 Comparative information, changes in accounting policies and restatement of prior period financial statements (Continued)

- As explained in Note 2.3.b, beginning from 1 January 2009, the Group has adopted IFRIC 13 "Customer Loyalty Programs" interpretation, that is effective from 1 July 2008 and the consolidated financial statements as of 31 December 2008 have been restated to conform to the changes in presentation in the current period. Consequently, "Other Current Liabilities" at 31 December 2008 has increased by TL 3.088, "Deferred Income Tax Liabilities" and "Net Profit for the Period" have decreased by TL 618 and TL 2.470, respectively. "Sales", "Other expenses", "Deferred Tax Expense" at 31 December 2008 have decreased by TL 4.184, TL 1.096 and TL 618, respectively.

- Due date difference on credit purchases amounting to TL 26.851 which was presented as "Financial Income" by offsetting in due date difference on term sales in the the consolidated statement of income for the year ended 31 December 2008, has been reclassified to "Financial Expenses" and presented comparative with the consolidated financial statement for the year ended 31 December 2009.

- Goodwill impairment amounting to TL 20.425 which were presented as "General Administration Expenses" in the consolidated statement of income for the year ended 31 December 2008, have been reclassified to "Other Operating Expenses" in the consolidated statement of income for the year ended 31 December 2009.

- Due date difference on credit purchases amounting to TL 1.591 which was presented as "Financial Income" by offsetting in due date difference on term sales in the consolidated statement of income for the year ended 31 December 2008, has been reclassified to "Financial Expenses" and presented comparative with the consolidated financial statement for the year ended 31 December 2009.

- Impairment in property, plant and equipments amounting to TL 12.370 which was presented in "General administration expenses" in consolidated statement of income for the year ended 31 December 2008, have been reclassified to "Other operating expenses" in consolidated statement of income for the year ended 31 December 2009.

- Credit card slip receivables amounting to TL 34.072 which were presented in "Current trade receivables" at the consolidated balance sheet as of 31 December 2008, have been reclassified to "Cash and cash equivalents" at the consolidated balance sheet as of 31 December 2009.

- Land amounting to TL 97.762 which were presented as "Inventory" under "Current assets" within the scope of D Yapı Romanya shopping center project, subsidiary of Group, has been reclassified to "Inventory" under "Non-current assets" at the consolidated balance sheet at 31 December 2008.

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

2.1.5 Comparative information, changes in accounting policies and restatement of prior period financial statements (Continued)

Turkish Lira

In accordance with the Article 1 of the Law numbered 5083 concerning the "Currency of the Republic of Turkey" and according to the Decision of the Council of Ministers dated 4 April 2007 and No: 2007/11963, the prefix "New" used in the "New Turkish Lira" and the "New Kuruş" will be removed as of 1 January 2009. When the prior currency, New Turkish Lira, values are converted into Turkish Lira ("TL") and Kuruş ("Kr"), 1 New Turkish Lira and New Kuruş shall be equivalent to TL 1 and Kr 1.

All references made to New Turkish Lira in laws, other legislation, administrative transactions, court decisions, legal transactions, negotiable instrument and other documents that produce legal effect as well as payment and exchange instruments shall be considered to have been made to TL at the conversion rate indicated as above. Consequently, effective from 1 January 2009, the TL replaces New Turkish Lira as a unit of account in keeping and presenting of the books, accounts and financial statements.

2.1.6 Significant accounting estimates and decisions

The preparation of the consolidated financial statements requires the use of judgments and estimates which might affect the amounts of assets and liabilities, explanation of commitments and contingent liabilities which were reported as of the balance sheet date and the revenues and expenses which were reported throughout the period. Even though, these judgments and estimates are based on the best estimates of the Company's management, the actual results might differ from them.

2.1.7 Offsetting

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

2.2 Summary of significant accounting policies

Accounting policies for Subsidiaries and Joint Ventures have been changed to ensure consistency with the policies adopted by the Group, where necessary. The significant accounting policies, other than Group accounting which is described in Note 2.1.4, followed in the preparation of these consolidated financial statements are summarized below:

2.2.1 Related parties

For the purpose of these consolidated financial statements, shareholders, 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).

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

2.2.2 Marketable securities and financial investments

Group classifies its marketable securities and financial investments as "financial assets at fair value through profit or loss" and "available-for-sale investments".

"*Financial assets at fair value through profit or loss*" are either acquired for generating a profit from short-term fluctuations in price or dealer's margin, or are securities included in a portfolio in which a pattern of short-term profit making exists, independent from acquisition reason. Trading securities are initially recognized at cost of purchase including the transaction costs. Trading securities are subsequently re-measured at fair value. All related realized and unrealized gains and losses are included in the "financial income". Dividends received are recognized as dividend income in the consolidated statement of income.

"Available-for-sale investments" are included in non-current assets unless Group management has the intention of holding these investments for less than 12 months from the balance sheet date, or unless they will need to be sold to raise operating capital, in which case they are included in current assets. The appropriate classification of investments is determined at the time of the purchase and re-evaluated by management on a regular basis. Available-for-sale investments are initially recognized at cost. Available-for-sale investments are subsequently re-measured at fair value. Unrealized gains and losses arising from the changes in the fair values of available-for-sale investments are accounted directly in shareholders' equity rather than consolidated statement of income.

Available-for-sale equity investments in which the Group, together with Doğan family members, has an interest below 20%, or above 20% over which the Holding does not exercise a significant influence, or which are immaterial and that do not have quoted market price in active markets and whose fair values cannot be measured reliably, are carried at cost, which includes the restatement of this cost before 1 January 2005 to the equivalent purchasing power at balance sheet day, less any provision for diminution in value.

2.2.3 Sale and repurchase agreements

Securities purchased under agreements to resell ("reverse repo") are recorded as reverse repurchase agreements (Note 6). The difference between sales and repurchase prices is treated as interest and amortized over the life of reverse repo agreements using the effective yield method.

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

2.2.4 Trade receivables and provision for doubtful receivables

Trade receivables that are created by the Group by way of providing goods or services directly to a debtor are carried at amortized cost. Trade receivables that deferred financial income is netted-off and calculated by discounting amounts that will be collected of trade receivables recorded in the original invoice value in the subsequent periods using the effective yield method. Short duration receivables with no stated interest rate are measured at original invoice amount unless the effect of imputing interest is significant (Note 10).

A credit risk provision for trade receivables is established if there is objective evidence that the Group will not be able to collect all amounts due. The amount of the provision is the difference between the carrying amount and the recoverable amount, being the present value of all cash flows, including amounts recoverable from guarantees and collateral, discounted based on the original effective interest rate of the originated receivables at inception.

If the amount of the impairment subsequently decreases due to an event occurring after the write-down, the release of the provision is credited to other income.

2.2.5 Inventories

Inventories are valued at the lower of cost or net realizable value. Cost elements included in inventory are purchase costs and other costs necessary to prepare the asset for its intended use. Cost of inventories is determined on the moving weighted average basis and weighted average basis. Net realizable value is the estimate of the selling price in the ordinary course of business, less the costs of completion and selling expenses (Note 13).

Inventories related to Energy operating segment are valued at the lower of cost or net realisable value. Group management has identified that cost of inventories related to Energy operating segment is higher than their net realisable value as of 31 December 2009. The impairment calculation requires management to estimate the future cash flows expected to arise from sale of inventories and the estimated selling price less all estimated costs of completion and costs necessary to make the sale. Based on the estimation made by Group management,no impairment provision has been identified on the cost of inventories related to Energy segment as of 31 December 2009 (2008:TL 37.256). Impairment related to inventories is recorded in cost of sales in consolidated statement of income.

2.2.6 Investment properties

Buildings and land held to earn rentals 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. Investment properties (except land) are depreciated on a straight-line basis. Depreciation is calculated on the values of investment properties (Note 17). The depreciation periods for investment property, which approximate the economic useful lives of such assets, are between 5 and 50 years.

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

2.2.6 Investment properties (Continued)

Investment properties are reviewed for impairment losses whenever events or changes in circumstances indicate that the carrying amount may not be recoverable. An impairment loss is recognized 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.

2.2.7 Property, plant and equipment

Property, plant and equipment is carried at cost less accumulated depreciation. Property, plant and equipment are depreciated on a straight-line basis (Note 18).

The depreciation periods for property, plant and equipment, which approximate the economic useful lives of such assets, are as follows:

Land improvements	2 - 50 years
Buildings	2 - 50 years
Machinery and equipment	2 - 28 years
Motor vehicles	2 - 17 years
Furniture and fixtures	2 - 50 years
Leasehold improvements	2 - 39 years
Other fixed assets	1 - 50 years

Property, plant and equipment is reviewed for impairment losses whenever events or changes in circumstances indicate that the carrying amount may not be recoverable. An impairment loss is recognized 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.

Costs to property plant and equipment are included in the asset's carrying amount or recognized as a separate asset as appropriate, only when it is probable that future economic benefits associated with the item will flow to the Group and the cost of the item can be measured reliably. All other repairs and maintenance are charged to the income statements during the financial period in which they were incurred.

Gains or losses on disposals of property, plant and equipment with respect to their restated amounts are included in the other income and expense accounts, as appropriate.

Other tangible assets mainly consist of tanks, stations and station equipments.

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

2.2.8 Leases

Financial Lease

Tangible asset gained through financial leasing is capitalized at the lower of cost of the tax advantage of the asset at the beginning of the leasing period or the fair value after deducting incentives or the reduced minimum leasing payments on the date of the leasing. The capital element is treated as a reduction to the capitalized obligation under the lease and the interest element is charged to the statement of income. The property, plant and equipment acquired under finance leases are depreciated over the useful life of the asset.

Operational lease

Leases where a significant portion of the risks and rewards of ownership are retained by the lessor are classified as operating leases. Payments made under operating leases (net of any incentives received from the lessor) are charged to the income statement on a straight-line basis over the period of the lease.

2.2.9 Goodwill

Goodwill and negative goodwill arising on consolidation, indicating the difference between the purchase price and the attributable share of the Group in the fair value of the underlying net assets of the company acquired, are capitalized and amortized using the straight-line method over the useful life until 31 December 2004, if the acquisition is before 31 March 2004. Within framework of IFRS 3 "Business Combinations", amortization accounting is not applied for goodwill related to the acquisitions after 31 March 2004, and the carrying value of goodwill is reviewed and adjusted for permanent impairment where it is considered necessary (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 recognized for goodwill is not reversed in a subsequent period.

Any negative goodwill arising from the acquisitions after 31 March 2004 is recorded as income in the related period. According to IFRS 3, goodwill associated with the transactions before 31 March 2004 will not be amortized starting from the beginning of the first annual period beginning on or after 1 January 2005 and it will be reviewed annually for impairment. The carrying amount of negative goodwill arising from prior periods, which was presented in the consolidated financial statements, is adjusted to retained earnings as of 1 January 2005, in accordance with IFRS 3.

Gain and loss related with the sales of a subsidiary includes associated carrying value of the goodwill.

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

2.2.10 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. The right of marina usage held by the Subsidiary, Milta Turizm, is amortized in 49 years in accordance with the agreement signed with Privatization Administration (Note 19).

Useful lives of certain brand names of the media segment are determined to be infinite (Note 19). Infinite lived intangible assets are not amortized and tested annually for impairment.

The terrestrial frequencies are limited in Turkey, accordingly, since 1994 no new national broadcasting company is allowed to operate. However, in the current practice, national broadcasting companies started broadcasting prior to 1994 continue to operate. The Turkish Radio and Television Supreme Council ("RTÜK") has not yet conducted a tender for terrestrial broadcasting permissions and licences (frequency rights). The subsidiaries of the Group operating in media segment currently do not have any conflicts or disagreements with RTÜK. Therefore, it has been concluded that terrestrial broadcasting permissions and licenses (frequency rights) have an infinite useful life. Infinite lived intangible assets are not amortized and tested annually for impairment.

Estimated useful lives of the finited lived intangible assets for the media segment are as follows:

Trademark	20 - 25 years
Customer lists	9 - 18 years
Other intangible rights	5 - 20 years

Useful lives of intangible assets in the consolidated financial statements, acquired through the purchase of POAŞ shares, which is a joint venture of the Group under the energy segment, have been ascertained as 15 years. The valuation method used to determine the fair value has been taken into consideration while applying the declining balance method of depreciation on the intangible assets. As the brand equity of POAŞ, which is similarly included on the consolidated financial statements through the stated purchases, has an indefinite useful life, it is not subject to amortisation and has been examined for any loss in value in the value assessment.

Television programme rights are carried at cost less accumulated amortization (Note 19).

Programme rights include Group's in-house productions and acquired broadcasting rights. These rights are amortized as discussed below:

- Soaps, in-house productions, domestic serials, game shows, music shows, child programmes, sport programmes and other events and documentaries are fully amortized upon the first transmission and are associated with cost of sales.

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

2.2.10 Intangible assets (Continued)

- Domestic and foreign movies and foreign series are amortized by taking into consideration the number of broadcast runs acquired.

Intangible assets are disclosed with their net value which is acquisition cost less accumulated amortization.

Intangible assets are reviewed for impairment losses whenever events or changes in circumstances indicate that the carrying amount may not be recoverable. An impairment loss is recognized 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.

2.2.11 Programme stocks

Programme stocks comprise internal and external productions that have been produced but not yet broadcasted. These programmes are charged to income statement upon the first transmission and included as cost of sales in the consolidated statement of income.

2.2.12 Taxes

Tax provision for the period consists of current year tax and deferred tax. Current year tax liability consists of tax liability which is calculated through the tax rates enacted by the balance sheet date of taxable profit of the profit and adjustment records related to previous year tax liabilities.

Deferred income tax is provided in full, using the liability method, on temporary differences arising between the tax bases of assets and liabilities and their carrying amounts in the consolidated financial statements. Deferred income tax is determined using tax rates (and laws) that have been enacted or substantially enacted by the balance sheet date.

Significant temporary differences arise from the financial losses to be deducted, the provision of doubtful receivables, the provision of employment termination benefits, the restatement of property, plant and equipment and inventory over their historical cost, and from the differences of tax bases.

Deferred tax liabilities are recognized for all taxable temporary differences, whereas deferred tax assets resulting from deductible temporary differences are recognized to the extent that it is probable that future taxable profit will be available against which the deductible temporary difference can be utilized.

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

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

2.2.13 Provisions, contingent assets and liabilities

If the Group has liabilities from previous events, will probably sells its economically beneficial assets to pay these liabilities and estimates the cost of the liabilities and if this estimation is reliable; a provision is provided for the related liabilities and the provision is displayed on the financial statements. Contingent liabilities are revaluated continuously to determine the sales probability of the economically beneficial assets. If economically beneficial assets are going to be sold for certain in the future for the payment of the items displayed as contingent liabilities, a provision is provided and displayed in the financial statements for the related contingent liabilities except for the reliable value estimation of the economically beneficial assets which cannot be performed at the time when the sales probability of the economically beneficial assets is made.

Although the payment of the contingent liabilities is certain and the value estimation of the economically beneficial assets is not reliable, the Group displays related liabilities in the footnotes.

Assets resulted from previous events and existence of these assets confirmed with realization of one or more uncertain events which are not wholly controlled by the Group are assessed as contingent assets. If the probability of economical beneficial assets introduction to the entity is assessed as high, contingent assets are displayed in the notes.

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.

2.2.14 Financial liabilities

Financial liabilities are recognised initially at proceeds received, net of transaction costs incurred. Financial liabilities are subsequently stated at amortised cost using the effective yield method. Any difference between the proceeds and redemption value is recognised in the consolidated statements of income over the period of the borrowings.

2.2.15 Eurobonds

Eurobonds are recognized initially at their fair value, being their issue proceeds net of transaction costs incurred. Eurobonds 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 Eurobonds. As of 31 December 2009, there are no issued Eurobonds by the Group.

2.2.16 Accounting of share sales purchases from minority interest

The Group applies "Parent Company Model" (for purchase and sale transactions of subsidiary's shares) for transactions when the control is not lost. Disposals to minority interests that are resulted in gains and losses, are recorded in the income statement (Note 31). Purchases from minority interests result in goodwill, being the difference between any consideration paid and the relevant share acquired of the carrying value of net assets of the subsidiary (Note 3 and Note 20).

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

2.2.17 Employment termination benefits

Employment termination benefits represent the present value of the estimated total reserve of the future probable obligation that arises on the retirement of the employees, employees who achieve the retirement age and employees whose employment is terminated without due cause, who are called up for military service or who die, calculated in accordance with the Turkish Labour Law and Press Labour Laws for companies in the media segment (Note 24).

2.2.18 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.

2.2.19 Foreign currency transactions

Functional currency

Items included in the financial statements of each entity in the Group 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 reporting currency of the Group.

Foreign currency transactions and balances

Income and expenses arising in foreign currencies have been translated into TL at the exchange rates prevailing at the dates of the transactions. Monetary assets and liabilities denominated in foreign currencies have been translated into TL 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 income.

Foreign Group companies

The results of Group undertakings using a measurement currency other than TL are first translated into Turkish lira by using the average exchange rate for the period. The assets and liabilities of such Group undertakings are translated into TL 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.

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

2.2.19 Foreign currency transactions (Continued)

A significant portion of the Group's foreign operations are performed in Russia, Europe and Eastern Europe countries. Foreign currencies and exchange rates at 31 December 2009 and 2008 are summarized below:

Country	Currency unit	2009	2008
Euro zone	Euro	2,1603	2,1408
Russia	Ruble	0,0493	0,0516
Hungary	Forint	0,0080	0,0080
Croatia	Kuna	0,2960	0,2927
Ukraine	Grivna	0,1853	0,2011
Romania	New Ley	0,5161	0,5346
England	Pound	2,3892	2,1924
Georgia	Lari	0,8975	0,9091

2.2.20 Revenue recognition

a) Media segment

Revenues include the invoiced value of sales of goods and services. Revenues are recognized on an accrual basis at the time deliveries and risk and benefits are transferred, the amount of the revenue can be measured reliably and it is probable that the economic benefits associated with the transaction will flow to the Group, at the fair value of the consideration received or receivable. Net sales represent the invoiced value of goods shipped less sales returns and commission.

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 difference between the fair value and the nominal amount of the consideration is recognized as interest income on a time proportion basis that takes into account the effective yield on the asset (Note 28).

Revenues from television, newspaper, magazine and other advertisements

Revenue from advertisement is recognized on an accrual basis at the time of broadcasting or printing the advertisement in the related media at the invoiced values.

Revenues from newspaper and magazine sales

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

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

2.2.20 Revenue recognition (Continued)

Revenues from printing services

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

b) Energy segment

Revenue is recognized on accrual basis at the fair value of the amount obtained or to be obtained based on the assumptions that delivery is realized, the income can be reliably determined and the inflow of the economic benefits related with the transaction to the Group is probable. Net sales are calculated after the sales returns and sales discounts are deducted.

Revenue from sale of goods is recognized when all the following conditions are satisfied:

- The Group transfers the significant risks and rewards of ownership of the goods to the buyer,
- The Group retains neither continuing managerial involvement to the degree usually associated with ownership nor effective control over the goods sold,
- The amount of revenue can be measured reliably,
- It is probable that the economic benefits associated with the transaction will flow to the entity,
- The costs incurred or to be incurred in respect of the transaction can be measured reliably.

Accounting policy regarding the accounting of Special Consumption Tax ("SCT") which is required to be paid upon declaration to Republic of Turkey Ministry of Finance as an outcome of the sale of imported goods is through adding SCT amounts on sales and cost of sales respectively, this has not effect on gross and net profit.

c) Other segment

Revenue is recognized on the invoiced amount on an accrual basis at the time of deliveries or acceptances are made. Net sales represent the invoiced value of goods shipped less sales returns and commission. When the arrangement effectively constitutes a financing transaction, the fair value of the consideration is determined by discounting all future receipts using the effective yield method. The difference between the fair value and the nominal amount of the consideration is recognized as "financial income" on a time proportion basis that takes into account the effective yield on the asset.

Service and other revenues are recognized on accrual basis at the fair value of the amount obtained or to be obtained based on the assumptions that delivery is realized, the income can be reliably determined and the inflow of the economic benefits related with the transaction to the Group is probable.

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

2.2.20 Revenue recognition (Continued)

Other revenues

Interest income is recognized on a time proportion basis and income accrual is ascertained by taking effective and remaining maturity interest rates into account.

Dividend income from investments is recognized when the shareholders' rights to receive payment have arisen.

2.2.21 Research and development costs

Research and development costs are recognized as an expense in the consolidated statement of income in the period in which they are incurred.

2.2.22 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 transaction which generates revenue. When goods are sold or services are rendered in exchange for dissimilar goods or services, the exchange is regarded as a transaction which generates revenue. The 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 are 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.

2.2.23 Liquid Assets

Cash and cash equivalents include cash and amounts due from banks, and short-term, highly liquid investments, which have insignificant risk of value in exchange with maturity periods of less than 12 months.

2.2.24 Cash and cash equivalents

Cash flow statements as integral part of financial statements are prepared so as to inform users of financial statements regarding the change in Group's net assets, financial structure and the ability to guide cash flow amounts and timing according to the changing conditions.

Cash and cash equivalents includes cash in hand, deposits held at call with banks, other short-term highly liquid investments with insignificant risk of value in exchange and original maturities of 3 months or less and marketable securities with original maturities of less than 3 months.

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

2.2.25 Earnings / loss per share

Earnings/loss per share disclosed in the consolidated statements of income/(expense) are determined by dividing net profit/(loss) by the weighted average number of shares that have been outstanding during the period concerned.

In Turkey, companies can increase their share 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. Accordingly the weighted average number of shares used in earnings per share computations is derived by giving retroactive effect to the issuances of the shares without consideration (Note 36).

In case of dividend payment, earning per share is determined on existing number of shares (2.450.000.000) rather than the weighted average numbers of shares.

2.2.26 Segment reporting

As of 31 December 2008, Group has early adopted IFRS 8 "Operating Segments" standard that is effective for the periods beginning on or after 1 January 2009. Industrial segment is an operational group that provides products and services which are exposed to different risks and benefits other than other industrial segments and for management reporting purposes, is composed of three main groups, namely "Media", "Energy" and "Other".

2.2.27 Accounting of derivative financial instruments and hedging transactions

2.2.27.a) Derivative financial instruments

Fair value is used when derivative financial instruments are recorded for the first time and valued at fair value in the following periods. The gain/loss on the hedging transactions calculation method depends on the properties of the hedged transaction. On the date the derivative agreement is done, the Group determines the derivative instrument at fair value hedges when hedging the exposure to changes in the fair value of a recognized asset or liability, or cash flow hedges when hedging the exposure to the variability in cash flows either attributable to a particular risk associated with a recognized asset or liability or a highly probable forecast transaction. The Group uses various hedging instruments to preserve the value of its petroleum inventories and cargo imports, to ensure a constant flow of income, and to minimize adverse price movements (Note 7).

2.2.27.b) Accounting for put-options

Under the terms of certain share purchase agreements, the Group may commit to acquire the interests owned by minority shareholders in subsidiaries, if these minority interests wish to sell their share of interests.

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

2.2.27 Accounting of derivative financial instruments and hedging transactions (Continued)

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, not withstanding the ability of the Company to settle part of these obligations with its own shares and not cash. In addition, the share of minority shareholders in the net asset of the company subject to the put option is presented in "other financial liabilities" instead of "minority interests" in the consolidated balance sheet. The Group presents, on initial recognition, the difference between the exercise price of the option and the carrying value of the minority interests first as a reduction of minority interest and then as additional goodwill. The discount amount is recognized in financial expense in the subsequent period whereas any subsequent change in the fair value of the commitment is accounted for as goodwill (Note 20).

2.2.28 Minority interests

Minority interests present the shares of minority shareholders in the net assets and the results of the period for the Subsidiaries and are separately disclosed in the consolidated balance sheets and statements of income. When the losses applicable to the minority exceed the minority interest in the equity of the subsidiary, the excess loss and the further losses applicable to the minority are charged against the majority interest except to the extent that the minority has a binding obligation to, and is able to make good the losses.

2.2.29 Business combinations

The purchase method of accounting is used to account for the acquisition of subsidiaries. If the acquisition cost is higher than the fair value of the identifiable assets, liabilities and contingent liabilities acquired, the difference is accounted for as goodwill. Goodwill recognised in a business combination is not amortised, 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.

The Group applies "Parent Company Model" for purchase and sale transactions of a part or entire subsidiary's shares (Note 2.2.16).

2.2.30 Impairment of assets

The Group reviews all assets except goodwill and intangible assets with indefinite useful lives at each balance sheet date in order to see if there is a sign of impairment on the stated asset. If there is such a sign, carrying amount of the stated asset will be compared with the net realizable value which is the higher of value in use and fair value less cost to sell. Impairment exists if the carrying value of an asset or a cash generating unit including the asset is greater than its net realizable value. Impairment losses are recognized in the consolidated income statement.

The Group reviews goodwill and intangible assets that have indefinite useful life for Media and Energy segments at 31 December 2009 in order to see if there is an impairment on the stated assets and assumptions and models of impairment test are explained at Note 20. Impairment test evaluates if there is a sign of impairment for assets related to abovementioned segments.

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

2.2.31 Change in accounting policies, accounting estimates and errors

Changes in accounting policies or determined accounting errors are applied retrospectively and the financial statements of the previous year are adjusted. If estimated changes in accounting policies are for only one period, changes are applied to the current year but if the estimated changes are for the following periods, changes are applied both to the current and following periods prospectively. Consolidated financial statements of the Group for the year ended 31 December 2008 are rearranged due to the adjustment of POAŞ; joint venture of the Group, as its details are explained in Note 2.1.5.

2.2.32 Deferred financial income/expenses

Deferred financial income/expenses represent financial income and expenses on futures sales and purchases. Throughout the sales and purchases in the credit and purchases period, income and expenses are computed using an effective interest rate method and disclosed under financial income and expenses (Note 32 and 33).

2.2.33 Critical Accounting Estimates, Assumptions and Judgements

2.2.33.a) Critical accounting estimates and assumptions

Media segment:

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

The Group sold 90.854.185 shares, 25% of the share capital of Doğan TV Holding A.Ş., to Commerz-Film GmbH (formerly registered as Dreiundvierzigste Media Vermögensverwaltungsgesellschaft mbH), a 100% subsidiary of Axel Springer A.Ş., for EUR 375.000 (TL 694.312) (this amount is defined as "initial sales price") on 2 January 2007. According to the agreement the initial sales price will be revised according to the "initial public offering" ("IPO") of the shares of Doğan TV Holding A.Ş. or "not".

With the agreement signed on 19 November 2009 between Doğan Şirketler Grubu Holding A.Ş., Doğan Yayın Holding A.Ş., Doğan TV Holding A.Ş. and Commerz-Film GmbH; the dates that the recalculation of the initial sales prices will be based on are postponed for a four-year period without reservations.

Certain conditions at the agreement dated 19 November 2009 mentioned below will be effective after 19 February 2010.

- Axel Springer Group has the sales options for 3,3% of its shares in Doğan TV Holding A.Ş. amounting to EUR 50.000 after January 2013 and the other 3,3% of its shares amounting to EUR 50.000 after January 2014 to Doğan Şirketler Grubu Holding A.Ş. and Doğan Şirketler Grubu Holding A.Ş. has the commitment to purchase these shares. Axel Springer Group may exercise the sales options fully or partially.

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

2.2.33 Critical Accounting Estimates, Assumptions and Judgements (Continued)

- Axel Springer Group has option to sell some or all of its shares in Doğan TV Holding A.Ş. with the higher of EUR 4,1275 per share or a fair value to be determined by specific valuation techniques and Doğan Şirketler Grubu Holding A.Ş. has a commitment to purchase these shares. In order to exercise this option the following conditions must be met.

  - Doğan TV Holding A.Ş. shares are not offered to the public by 30 June 2017,
  - Change of direct or indirect control over Doğan Şirketler Grubu Holding A.Ş., Doğan Yayın Holding A.Ş. or Doğan TV Holding A.Ş.,
  - Additions to the existing guarantees on Doğan Yayın Holding's assets or sequestration to the relevant assets that have significant unfavourable effects on the operations of Doğan Yayın Holding A.Ş.

In the agreement signed on 19 November 2009, it was also decided that there will be a cash capital increase in Doğan TV Holding A.Ş. TL equivalent to EUR 385.000, the increase will be performed by Doğan Yayın Holding and as a result of this Doğan TV Holding A.Ş. shares owned by Commerz-Film GmbH will be diluted to 19,9% from 25%. In January 2010 the capital increase of Doğan TV Holding A.Ş., amounting to TL 432.079 completed. As a result of the capital increase, the shares of Doğan Yayın Holding and Commerz-Film GmbH at Doğan TV Holding A.Ş were 77,5% and 22,1% respectively.

The Board of Directors of Doğan TV Holding A.Ş. made the above-mentioned capital increase decision in December 2009. The required applications were made and permission was obtained from Republic of Turkey Ministry of Industry and Trade at December 2009. Taking into account the principle of substance over form, Doğan Yayın Holding assessed capital advances, that would not be planned to payback as a part of the net investment at Doğan TV Holding A.Ş as of 31 December 2009.

The sales or purchase transactions (transaction with minorities) of a part of shares of subsidiaries that are under the control of Doğan Yayın Holding are accounted by using the "Parent Company Model". According to this, goodwill is calculated in share purchase transactions. As a result of the purchase of 2,9% of shares in Doğan TV Holding A.Ş. through premium capital increase explained above, goodwill amounting to TL 117.517 arose (Note 3).

EUR 375.000, which is defined above as the initial sales price, is subject to change based on to the circumstances explained below. As per the agreement, the initial sales price will be revised depending on the "initial public offering" of the shares of Doğan TV Holding A.Ş. as follows:.

In the event that shares of Doğan TV Holding A.Ş. are offered to public by 30 June 2017, if the fair value of 25% (currently 22.1%) of shares held by Axel Springer Group determined by the public offering price (which will be determined using the three-month average share price after the offering) is higher than the initial sales price including interest calculated from this difference (it will be calculated using 12 months Euro Libor rates on annual compound basis effective from 2 January 2007), the difference will be equally shared between Doğan Yayın Holding and Axel Springer. If the fair value is lower, the difference will be paid to Axel Springer Group by Doğan Yayın Holding.

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

2.2.33 Critical Accounting Estimates, Assumptions and Judgements (Continued)

In the event that shares of Doğan TV Holding A.Ş. are not offered to the public by 30 June 2017, if the fair value of Doğan TV Holding A.Ş., as determined by specific valuation techniques as of 31 December 2015, is less than the initial sales price including interest calculated from this difference (it will be calculated using 12 months Euro Libor rates on annual compound basis effective from 2 January 2007), the difference will be paid to Axel Springer Group by Doğan Yayın Holding.

In the event that Doğan TV Holding A.Ş. 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 a 12 months Euro Libor rates on annual compound basis starting from 2 January 2007) including interest calculated from the difference (it will be calculated using 12 months Euro Libor rates on annual compound basis effective from 1 July 2017) will be shared equally, whereas no transaction will take place for any negative difference.

Doğan Yayın Holding has determined the current fair value of Doğan TV Holding A.Ş. as of the balance sheet date in order to identify whether it has any future financial liability or not regarding the above-mentioned issue.

Cash flow projections for Doğan TV Holding A.Ş. for the years 2010 to 2019 for the purpose of determination of fair value have been prepared, and the fair value of Doğan TV Holding A.Ş. has been calculated by discounting the above-mentioned cash flows. The CMB Financial Reporting Standards suggest that projections on the basis of valuations shall be made covering a budget period of 5 years. The Company management believes that 10 year projections will provide a better result, considering the current fluctuations in market conditions and those entities for which significant investments have been made within the Company are at the starting period of their operations.

The critical estimates and assumptions related to cash flow projections prepared in TL within the scope of fair value determinations of Doğan TV Holding A.Ş. are explained below:

	2009 - 2014	2014 - 2019
Revenue increase in the budgeted period (1)	%23,9	%12,5

The EBITDA margin for the year ended 31 December 2009 is negative 14% and the EBITDA margin assumptions for the budgeted period are as follows

	2009	2010	2012	2014	2016	2018
EBITDA margin (2)	–14%	4%	24%	36%	37%	36%

(1) Compound annual growth rate (CAGR)
(2) Earnings before interest, taxes, depreciation, and amortisation (EBITDA)

Cash flow projections are discounted with 13,5% as the rate of weighted average cost of capital, 13,5%.

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

2.2.33 Critical Accounting Estimates, Assumptions and Judgements (Continued)

The fair value calculated through the discount rates and cash flow projections with significant assumptions mentioned above, there is no financial liability over the sale of 25% shares in Doğan TV Holding A.Ş. to Axel Springer Group.

(i) Useful Lives of Intangible Assets

Group estimates that the useful lives of brand names and territorial broadcasting permissions and licences (frequency rights) in Media Segment amounting to TL 286.386 (2008: TL 292.613) are infinite. If these intangible assets' useful lives had been finite (in case of useful lives of 20 years) the amortisation charge would have increased by TL 18.365 (2008: TL 17.501) and loss before income taxes from continuing operations would have increased by TL 18.365 (2008: TL 17.501).

a) Tax penalties and notices and ongoing tax cases

As explained in detail in Note 22, the Group has booked provision for tax penalties amounting to TL 58.480 in consolidated financial statements as of 31 December 2009 based on best estimate in accordance with the opinions of its legal advisors and tax specialists and settlement negotiations (Note 22 and Note 26).

b) Probable goodwill impairment

In accordance with the accounting policy mentioned in Note 2.2.9, the Group performs the goodwill impairment test every year. Recoverable amount of cash generating units is determined by using the calculation of value in use. Assumptions explained in Note 20 are made with regard to these calculations.

Energy segment:

(ii) Intangible assets with indefinite useful lives

Group estimates the useful lives of trademarks of energy segment are infinite as further discussed in Note 2.2.10. If these intangible assets' useful lives had been finite (in case of useful lives of 20 years), amortization charge would have increased by TL 3.780 (2008: TL 3.780) and loss before taxes from continuing operations would have increased by TL 3.780 (2008: TL 3.780).

2.2.33.b) Critical accounting judgements

Group presents sales of prepaid phone cards (prepaid minutes) related with mobile telecommunication services and newspaper and magazine sales (excluding transactions with related parties and newspapers distributed through subscription system) as gross.

Management believes that the decision to record revenue gross versus net is a matter of professional judgement that is dependent upon the relevant facts and circumstances. Management evaluated the following factors and indicators in coming to the conclusion:

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

2.2.33 Critical Accounting Estimates, Assumptions and Judgements (Continued)

- The Group has latitude, within economic constraints, to set the selling price with the customer,
- The Group has general inventory risk. The Group purchases the newspapers and magazines from suppliers and sells them to its dealers through its distribution network. The Group returns the newspapers and magazines returned by its dealers to the original supplier. The general inventory risk is carried approximately for a week for newspaper and magazine sales,
- The Group has the credit risk associated with the transaction.

2.2.34 Amendments in International Financial Reporting Standards

a) Standards, amendments and interpretations to existing standards that are in effective in beginning on and after 1 January 2009 and are relevant to the Group's operations

IAS 1 (Amendment), "Presentation of financial statements" (effective from 1 January 2009). The revised standard will prohibit the presentation of items of income and expenses (that is, "non-owner changes in equity") in the statement of changes in equity, requiring 'non-owner changes in equity' to be presented separately from owner changes in equity. All non-owner changes in equity will be required to be shown in a performance statement, but entities can choose whether to present one performance statement (the statement of comprehensive income) or two statements (the income statement and statement of comprehensive income). Where entities restate or reclassify comparative information, they will be required to present a restated balance sheet as at the beginning comparative period in addition to the current requirement to present balance sheets at the end of the current period and comparative period. In this regard, the Group has prepared and presented the comprehensive income statements for the period ended 31 December 2009 and 31 December 2008.

IAS 23 (Amendment), "Borrowing Costs" (effective from 1 January 2009). The amendment requires an entity to capitalize borrowing cost directly attributable to the acquisition, construction or production of a qualifying asset as part of the cost of that asset. The option of immediately expensing those borrowing costs is removed. The Group applies the IAS 23 (Amendment) from 1 January 2009.

IAS 36 (Amendment), "Impairment of assets" (effective from 1 January 2009). The amendment is part of the IASB's annual improvements project published in May 2008. Where fair value less costs to sell is calculated on the basis of discounted cash flows, disclosures equivalent to those for value-in-use calculation should be made. The Group applies the IAS 36 (Amendment) and provide the required disclosure where applicable for impairment tests from 1 January 2009.

IAS 38 (Amendment), "Intangible assets" (effective from 1 January 2009). The amendment is part of the IASB's annual improvements project published in May 2008. A prepayment may only be recognised in the event that payment has been made in advance of obtaining right of access to goods or receipt of services. The Group applies the IAS 38 (Amendment) from 1 January 2009.

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

2.2.34 Amendments in International Financial Reporting Standards (Continued)

IAS 39 (Amendment), "Financial instruments: Recognition and measurement" (effective from 1 January 2009). The amendment is part of the IASB's annual improvements project published in May 2008. This amendment clarifies that it is possible for there to be movements into and out of the fair value through profit or loss category where a derivative commences or ceases to qualify as a hedging instrument in cash flow or net investment hedge. The definition of financial asset or financial liability at fair value through profit or loss as it relates to items that are held for trading is also amended. This clarifies that a financial asset or liability that is part of a portfolio of financial instruments managed together with evidence of an actual recent pattern of short-term profit taking is included in such a portfolio on initial recognition. The Group applies the IAS 39 (Amendment) from 1 January 2009.

IAS 32 (Amendment), "Financial instruments: Presentation" and IAS 1 (Amendment), "Presentation of Financial Statements" - "Optional sales financial instruments and the liabilities that occurred in the process of the liquidation" (effective from 1 January 2009). The amended standards require entities to classify puttable financial instruments or instruments that impose on the entity an obligation to deliver to another party a pro rata share of the net assets of the entity only on liquidation as equity, provided the financial instruments have particular features and meet specific conditions. The Group applies IAS 32 (Amendment) and IAS 1 (Amendment) from 1 January 2009.

IFRIC 13, "Customer Loyalty Programs" (effective from 1 July 2008). In accordance with IFRIC 13, goods and services, sold in customer loyalty programs frame (such as shopping points or free products right), are accepted as multiple arrangement and consideration from sale transaction is recognized based on the fair value of the arrangement components. In 2008, POAŞ, Joint Venture of the Group, has introduced the customer loyalty program, PO Card. Until 31 December 2008, the Group accounted for the obligation by providing for the estimated future costs of supplying the awards. Award credits are accounted for as a separately identifiable component of the sales transactions in which they are granted (the initial sale) from 1 January 2009. The fair value of the consideration received or receivable in respect of the initial sale are allocated between the award credits and the other components of the sale. Granted award credits are accounted as deferred revenue and awards are recognized as revenue when they are delivered to customers.

(b) Standards, amendments and interpretations to existing standards that are effective as at 1 January 2009, are not relevant to the Group's operations:

- IAS 19 (Amendment), "Employee Benefits"
- IFRS 1 (Amendment) "First time Adoption of IFRS", and IAS 27 "Consolidated and separate financial statements"
- IFRS 2 (Amendment), "Share-based Payment"
- IFRIC 15, "Agreements for the Construction of Real Estates"
- IFRIC 16, "Hedges of a Net Investment in a Foreign Operation"

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

2.2.34 Amendments in International Financial Reporting Standards (Continued)

(c) Standards, amendments and interpretations to existing that are effective as at 1 July 2009:

- IAS 27 (Amendment), "Consolidated and Separate Financial Statements"
- IAS 28 (Amendment), "Investments in Associates" (and consequential amendments to IAS 32, "Financial Instruments: Presentation", and IFRS 7, "Financial instruments: Disclosures")
- IAS 31 (Amendment), "Interests in Joint Ventures"
- IFRS 3 (Amendment), "Business Combinations"
- IFRS 5 (Amendment) "Non Current Assets Held for sale and Discontinued Operations"
- IFRIC 17, "Distributions of Non-cash Assets to Owners"
- IFRIC 18, "Transfers of Assets from Customers"

NOTE 3 - BUSINESS COMBINATIONS

The details of the business combinations during the years ended 31 December 2009 and 2008 are as follows:

1 Ocak - 31 Aralık 2009

Doğan TV Holding A.Ş.

In the agreement signed on 19 November 2009, it was also decided that there will be a cash capital increase in Doğan TV Holding A.Ş. TL equivalent to EUR 385.000, the increase will be performed by Doğan Yayın Holding and as a result of this Doğan TV Holding A.Ş. shares owned by Commerz-Film GmbH will be diluted to 19,9% from 25%. In January 2010 the capital increase of Doğan TV Holding A.Ş., amounting to TL 432.079 completed. As a result of the capital increase, the shares of Doğan Yayın Holding and Commerz-Film GmbH at Doğan TV Holding A.Ş were 77,5% and 22,1% respectively.

The Board of Directors of Doğan TV Holding A.Ş. made the above-mentioned capital increase decision in December 2009. The required applications were made and permission was obtained from Republic of Turkey Ministry of Industry and Trade at December 2009. Taking into account the principle of substance over form, Doğan Yayın Holding assessed capital advances, that would not be planned to payback as a part of the net investment at Doğan TV Holding A.Ş as of 31 December 2009.

NOTE 3 - BUSINESS COMBINATIONS (Continued)

The sales or purchase transactions (transaction with minorities) of a part of shares of subsidiaries that are under the control of Doğan Yayın Holding are accounted by using the "Parent Company Model". Accordingly, goodwill is calculated in share purchase transactions. As a result of the purchase of 2,9% of shares in Doğan TV Holding A.Ş. through premium capital increase explained above, goodwill amounting to TL 117.517 arose. The book values and the cost of acquisition of the acquired identifiable assets, liabilities and contingent liabilities which is accounted with the book value are as follows:

	Book Value
Net assets/(liabilities) owned by Doğan TV Holding A.Ş	(760.206)
Net assets/(liabilities) with regard to %2,9 purchased shares	(22.003)
Less: cost of acquisition	95.514
Goodwill	**117.517**

Doğan Teleshopping Pazarlama ve Ticaret A.Ş. ("Doğan Teleshopping")

45% shares of Doğan Teleshopping, joint venture of Group as of 31 December 2008, are acquired by Opal İletişim with an amount of TL 409. Following the acquisition, Doğan Teleshopping is accounted as a subsidiary of the Group.

The goodwill resulted amounting to TL 2.262 from the purchase transaction, is impaired and accounted as expense at 31 December 2009.

Hürriyet Gazetecilik ve Matbaacılık A.Ş. ve Doğan Gazetecilik A.Ş.

Doğan Yayın Holding has acquired 0,12% and 0,14% publicly traded shares of Hürriyet and Doğan Gazetecilik, subsidiaries of Group, in consideration of TL 567 in 2009. Doğan Yayın Holding has chosen "Parent Company Model" as accounting policy for business combinations. According to this, profit amounting to TL 670 has been arose since net assets purchased are higher than the cost of acquisition (Note 31).

Other

Group purchased and consolidated 5,89%, 1,77%, 0,23% and 6,92% of the shares of Hürriyet, Doğan Yayın, Çelik Halat and Ditaş Doğan respectively during the period ended 31 December 2009. Since the Group has chosen "Parent Company Model" accounting policy for business combinations, negative goodwill amount of TL 38.283 as a result of these transactions. This negative goodwill amount was accounted in "Other income" (Note 31).

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NOTE 3 - BUSINESS COMBINATIONS (Continued)

1 January - 31 December 2008

Vatan Newspaper

Doğan Gazetecilik, a subsidiary of the Group, acquired 40,16% shares of Bağımsız Gazeteciler, which owns Vatan Gazetesi brand and its franchise right, in consideration of TL 8.534 (USD 7.200) and 100% shares representing the capital of Kemer Yayıncılık ve Gazetecilik A.Ş., which has a 59,84% shareholding in the share capital of Bağımsız Gazeteciler, taking into account the fact that almost all of Kemer Yayıncılık ve Gazetecilik A.Ş.'s assets are composed of its participation in Bağımsız Gazeteciler, in consideration of TL 12.719 (USD 10.800) on 13 March 2008. The provisional purchase price allocation as at 31 March 2008 was subsequently completed at 30 June 2008. The acquisition resulted in goodwill amounting to TL 62.865.

The statement of income of Bağımsız Gazeteciler has been included in the consolidated statement of income after 31 March 2008.

The fair values of acquired identifiable assets, liabilities, contingent liabilities and cost of acquisition which were accounted permanently as of 30 June 2008 are as follows:

	Net book value	Fair value
Trade receivables (net)	15.371	15.371
Due from related parties (net)	3.558	3.558
Other receivables	103	103
Inventories (net)	1.511	1.511
Non-current assets held for sale	1.086	1.086
Other current assets	1.672	1.672
Property, plant and equipment	2.193	2.193
Intangible assets	230	1.929
Deferred income tax asset	1.690	1.690
Trademark	-	57.782
Borrowings	(20.645)	(20.645)
Trade payables (net) (*)	(3.590)	(3.590)
Other payables	(633)	(633)
Provisions	(2.082)	(2.082)
Other liabilities	(56)	(56)
Provision for employment termination benefits	(1.179)	(1.179)
Deferred income tax liabilities	(120)	(12.016)
Fair value of net assets	**(891)**	**46.694**
Less: cost of acquisition (*)		109.559
Goodwill		**62.865**

(*) Cost of acquisition includes trade payables to Group amounting to TL 88.306 in Bağımsız Gazeteciler solo financial statements as of the acquisition date, in addition to cash payment, details are explained above, amounting to TL 21.253.

If the acquisition transaction had taken place on 1 January 2008, revenue would have increased by TL 16.454 and profit attributable to equity holders of the Group would have decreased by TL 10.532.

NOTE 3 - BUSINESS COMBINATIONS (Continued)

Other

As of 6 June 2008 Group acquired 100% of Oglasnik Nekretnine d.o.o ("Nekretnine") shares in cash consideration of TL 609. The Group recognised TL 626 positive goodwill for the assets acquired (Note 20).

Group acquired and consolidated 11,43%, 2,47%, 0,67%, 0,85%, 2,31%, 9,74%, 12,18% and 13,34% of the shares of Hürriyet, Hürriyet Pazarlama, POAŞ, Doğan Gazetecilik, DB, Doğan Yayın, Çelik Halat and Ditaş Doğan respectively during the year ended 31 December 2008. Since the Group has chosen "Parent Company Model" (Note 2.2.16) as accounting policy for business combinations, a goodwill amount of TL 15.495 (Note 20) arose at Hürriyet Pazarlama, POAŞ and Çelik Halat share acquisition and negative goodwill amount of TL 76.104 at Hürriyet, Doğan Gazetecilik, DB, Doğan Yayın and Ditaş Doğan share acquisition as a result of these transactions. This negative goodwill amount was accounted in "Other income" (Note 31).

Disposals:

As of 31 December 2008, the Group had sold the shares of Trader.com (Polska) Sp. Z.o.o, a subsidiary of the Group, located in Poland, sales gain amount was accounted in "Other income" item (Note 31).

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NOTE 4 - JOINT VENTURES

Doğan Holding has the following joint ventures (the "Joint Ventures"). The countries the Joint Ventures are registered in, the nature of their businesses and the respective business segments of the Joint Ventures and Joint Venture Partners are as follows:

Joint Ventures	Country	Nature of business	Segment	Joint venture partner
Petrol Ofisi A.Ş. ("POAŞ")	Turkey	Distribution of petroleum products	Energy	OMV Aktiengesellschaft ("OMV")
Kıbrıs Türk Petrolleri Ltd. ("KIPET")	Turkish Republic of Northern Cyprus	Distribution of petroleum products	Energy	OMV
PO Petrofinance N.V. ("Petrofinance")	The Netherlands	Finance	Energy	OMV
PO Oil Financing Ltd. ("PO Oil Financing")	Cayman Islands	Finance	Energy	OMV
Erk Petrol Yatırımları A.Ş. ("Erk Petrol")	Turkey	Distribution of petroleum products	Energy	OMV
Petrol Ofisi Alternatif Yakıtlar Toptan Satış A.Ş	Turkey	Distribution of petroleum products	Energy	OMV
PO Georgia LLC ("PO Georgia")	Georgia	Distribution of petroleum products	Energy	OMV
Petrol Ofisi Akdeniz Rafinerisi Sanayi ve Ticaret A.Ş.	Turkey	Petroleum products	Energy	OMV
Petrol Ofisi Gaz İletim A.Ş. ("PO Gaz İletim")	Turkey	Distribution of natural gas	Energy	OMV
Petrol Ofisi Arama Üretim Sanayi ve Ticaret A.Ş. (PO Arama Üretim)	Turkey	Establishing and operating refinery	Energy	OMV
Marmara Depoculuk Hizmetleri Sanayi ve Ticaret A.Ş. ("Marmara Depoculuk")	Turkey	Warehousing	Energy	OMV
Doğan Burda Dergi Yayıncılık ve Pazarlama A.Ş. ("DB")	Turkey	Magazine publishing	Media	Burda GmbH
DB Popüler Dergiler Yayıncılık A.Ş. ("DB Popüler")	Turkey	Magazine publishing	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 RCS Int. 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 broadcasting	Media	Turner Broadcasting Inc.
Birey Seçme ve Değerlendirme Danışmanlık Ltd. Şti ("Birey İK")	Turkey	Internet services	Media	Doğan Portal Elektronik Ticaret A.Ş.
Katalog Yayın ve Tanıtım Hizmetleri A.Ş. ("Katalog") (2)	Turkey	Guide publishing	Media	Seat Pagine Gialle SPA
Turner Doğan Prodüksiyon ve Satış A.Ş. ("Turner Doğan")	Turkey	Radio broadcasting	Media	Turner Broadcasting Inc.
DD Konut Finansman A.Ş. ("DD Konut Finansman")	Turkey	Housing finance	Other	Deutsche Bank AG
Aslancık Elektrik Üretim ve Ticaret Ltd. Şti. ("Aslancık Elektrik")	Turkey	Energy	Other	Doğuş Holding A.Ş. Doka Elektrik Üretim A.Ş.
D-Tes Elektrik Enerjisi Toptan Satış A.Ş. ("D Tes")	Turkey	Energy	Other	Doğuş Holding A.Ş. Doka Elektrik Üretim A.Ş. Anadolu Endüstri Holding A.Ş.
Boyabat Elektrik Üretim ve Ticaret Ltd. Şti. ("Boyabat Elektrik")	Turkey	Energy	Other	Doğuş Holding A.Ş. Unit Investment N.V.
İsedaş İstanbul Elektrik Dağıtım Sanayi ve Ticaret A.Ş. ("İsedaş")	Turkey	Energy	Other	Tekfen İnşaat A.Ş. Çukurova Holding A.Ş.
Gas Plus Khalakan Ltd. ("Gas Plus Khalakan")	Turkey	Energy	Other	Newage Alzarooni Limited
Gas Plus Erbil Ltd.("Gas Plus Erbil")	Turkey	Energy	Other	Newage Alzarooni Limited

(*) Since the existing economic overview is not supporting the original business expectations of Katalog, it is decided to close down the operations of the Company as of September 2009.

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NOTE 4 - JOINT VENTURES (Continued)

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 December 2009 and 2008:

	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 ownership interest (%)	
Company name	**2009**	**2008**	**2009**	**2008**	**2009**	**2008**	**2009**	**2008**
POAŞ	54,17	54,17	-	-	54,17	54,17	54,17	54,17
KIPET	28,17	28,17	-	-	28,17	28,17	28,17	28,17
Petrofinance	54,17	54,17	-	-	54,17	54,17	54,17	54,17
PO Oil Financing	54,17	54,17	-	-	54,17	54,17	54,17	54,17
Erk Petrol	54,15	54,15	-	-	54,15	54,15	54,15	54,15
PO Alternatif Yakıt	54,12	54,15	-	-	54,15	54,15	54,12	54,12
PO Georgia	54,17	54,17	-	-	54,17	54,17	54,17	54,17
Akdeniz Rafinerisi	54,17	54,17	-	-	54,17	54,17	54,17	54,17
PO Gaz İletim	54,04	54,04	-	-	54,04	54,04	54,04	54,04
PO Arama Üretim	54,15	-	-	-	54,15	-	54,15	-
Marmara Depoculuk (1)	48,74	-	-	-	48,74	-	48,74	-
DB	44,89	44,89	-	-	44,89	44,89	33,46	30,31
DB Popüler	44,87	44,87	-	-	44,87	44,87	33,44	30,30
Doğan Egmont	50,00	50,00	-	-	50,00	50,00	37,27	33,76
DPP	46,00	46,00	10,00	10,00	56,00	56,00	34,28	22,43
Ultra Kablolu	50,00	50,00	-	-	50,00	50,00	37,27	33,76
TNT	75,04	75,04	-	-	75,04	75,04	41,68	37,76
Birey İK	50,00	50,00	50,00	50,00	100,00	100,00	34,57	31,46
Katalog	50,00	50,00	-	-	50,00	50,00	37,27	33,76
Turner Doğan	49,99	49,99	-	-	49,99	49,99	27,76	25,15
DD Konut Finansman	47,00	47,00	4,00	4,00	51,00	51,00	47,00	39,37
Aslancık Elektrik	25,00	25,00	-	-	25,00	25,00	25,00	25,00
D Tes	25,00	25,00	-	-	25,00	25,00	25,00	25,00
Boyabat Elektrik	33,12	33,00	-	-	33,12	33,00	33,12	33,00
İsedaş	40,00	40,00	-	-	40,00	40,00	40,00	40,00
Gas Plus Khalakan (1)	50,00	-	-	-	50,00	-	50,00	-
Gas Plus Erbil (1)	50,00	-	-	-	50,00	-	50,00	-

(1) These joint ventures were established in 2009.

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:

	2009	2008
Current assets	1.903.123	1.925.967
Non-current assets	2.402.102	2.029.999
Total assets	**4.305.225**	**3.955.966**
Current liabilities	1.637.417	1.280.279
Non-current liabilities	867.605	1.093.503
Equity	1.800.203	1.582.184
Total liabilities and equity	**4.305.225**	**3.955.966**

NOTE 4 - JOINT VENTURES (Continued)

	2009	2008
Revenues	7.873.671	9.402.882
Gross profit	600.575	682.697
Net profit for the period	94.098	46.729

NOTE 5 - SEGMENT REPORTING

a) External Revenues

	2009	2008
Media	2.432.465	2.873.647
Energy	7.630.669	9.307.914
Other	253.368	318.755
	10.316.502	**12.500.316**

b) (Loss)/Profit before income taxes

	2009	2008
Media	(368.264)	(428.435)
Energy	139.505	397
Other	28.266	404.836
	(200.493)	**(23.202)**

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NOTE 5 - SEGMENT REPORTING (Continued)

c) Segmental analysis for the year ended 31 December 2009;

	Media (*)	Energy	Other (*)	Inter segment elimination	Total
External revenues	2.432.465	7.630.669	253.368	-	10.316.502
Intra segment revenues	2.044.332	-	4.148	-	2.048.480
Inter segment revenues	2.686	5.195	20.618	-	28.499
Total revenues	**4.479.483**	**7.635.864**	**278.134**	**-**	**12.393.481**
Total cost of sales	**(3.806.341)**	**(7.085.438)**	**(260.560)**	**-**	**(11.152.339)**
Revenues	2.435.151	7.635.864	273.986	(28.499)	10.316.502
Cost of sales	(2.009.681)	(7.085.438)	(260.555)	4.701	(9.350.973)
Gross profit	**425.470**	**550.426**	**13.431**	**(23.798)**	**965.529**
Research and development expenses	-	(896)	-	-	(896)
Marketing, selling and distribution expenses	(300.212)	(164.029)	(9.969)	1.530	(472.680)
General administrative expenses	(295.658)	(102.865)	(55.066)	22.357	(431.232)
Other income/(expenses), net	(126.726)	(9.122)	30.289	(56)	(105.615)
Share of profit of investments accounted for by the equity method	-	-	(2.205)	-	(2.205)
Financial income	101.742	504.011	293.682	(208)	899.227
Financial expenses	(172.880)	(638.020)	(241.896)	175	(1.052.621)
(Loss)/profit before income taxes -before inter segment elimination	**(368.264)**	**139.505**	**28.266**	-	**(200.493)**

(*) Doğan Havacılık, which is accounted for using the equity method by Doğan Yayın, parent company of Media Segment, is consolidated on a 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) Segmental analysis for the year ended 31 December 2008;

	Media (*)	Energy	Other (*)	Inter segment elimination	Total
External revenues	2.873.647	9.307.914	318.755	-	12.500.316
Intra segment revenues	2.362.359	-	3.358	-	2.365.717
Inter segment revenues	6.286	7.109	40.668	-	54.063
Total revenues	**5.242.292**	**9.315.023**	**362.781**	**-**	**14.920.096**
Total cost of sales	**(4.298.252)**	**(8.662.615)**	**(317.193)**	**-**	**(13.278.060)**
Revenues	2.879.933	9.315.023	359.423	(54.063)	12.500.316
Cost of sales	(2.213.128)	(8.662.615)	(317.194)	259	(11.192.678)
Gross profit	**666.805**	**652.408**	**42.229**	**(53.804)**	**1.307.638**
Marketing, selling and distribution expenses	(343.627)	(170.583)	(11.802)	133	(525.879)
General administrative expenses	(330.537)	(113.315)	(60.573)	56.504	(447.921)
Other income/(expenses), net	(26.873)	(15.593)	52.953	(27)	10.460
Share of profit of investments accounted for by the equity method	-	-	1.623	-	1.623
Financial income	204.750	429.913	666.128	(11.257)	1.289.534
Financial expenses	(598.953)	(782.433)	(285.722)	8.451	(1.658.657)
(Loss)/profit before income taxes -before inter segment elimination	**(428.435)**	**397**	**404.836**	**-**	**(23.202)**

(*) Doğan Havacılık, which is accounted for using the equity method by Doğan Yayın, parent company of Media Segment, is consolidated on a a line-by-line basis by the Group since it is controlled by the Group and it is reported in "Other" segment.

NOTE 5 - SEGMENT REPORTING (Continued)

e) Segment assets

	2009	2008
Total assets		
Media	4.188.931	4.648.064
Energy	3.698.331	3.736.637
Other	1.673.395	2.230.076
Total	**9.560.657**	**10.614.777**
Less: segment elimination	(15.830)	(6.310)
Total assets per consolidated financial statements	**9.544.827**	**10.608.467**
Net assets		
Media	1.378.965	1.513.279
Energy	1.575.562	1.395.705
Other	1.343.354	1.891.624
Total	**4.297.881**	**4.800.608**
Less: segment elimination	(823.776)	(949.576)
Shareholders' equity	**3.474.105**	**3.851.032**
Minority interests	767.147	852.322
Total net assets per consolidated financial statements	**4.241.252**	**4.703.354**

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NOTE 5 - SEGMENT REPORTING (Continued)

f) Capital expenditures for property, plant and equipment, intangible assets and investment properties with depreciation and amortization charge

	2009	2008
Capital Expenditures		
Media	256.436	343.069
Energy	178.974	161.562
Other	124.205	83.814
Total	**559.615**	**588.445**
Depreciation and amortization charge		
Media	230.304	214.349
Energy	141.191	137.115
Other	24.112	25.170
Total	**395.607**	**376.634**

g) Minority interests

	2009			2008		
	Doğan Family	**Other**	**Total**	**Doğan Family**	**Other**	**Total**
Media	93.377	607.690	701.067	93.377	733.014	826.391
Energy	-	6.545	6.545	-	1.245	1.245
Other	6.900	52.636	59.536	6.900	17.786	24.686
	100.277	**666.871**	**767.148**	**100.277**	**752.045**	**852.322**

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NOTE 5 - SEGMENT REPORTING (Continued)

Significant non-cash expenses included in segment results are as follows:

h) Non-cash expenses

	2009			
	Media	**Energy**	**Other**	**Total**
Provision for tax penalties	55.824	-	-	55.824
Provision for doubtful receivables	44.464	7.329	2.523	54.316
Provision for employment termination benefits	13.046	1.491	2.494	17.031
Impairment of goodwill	8.953	-	-	8.953
Provision for unused vacation	8.769	-	181	8.950
Interest accrual	8.521	-	-	8.521
Provision for lawsuits	8.158	-	259	8.417
Impairment of tangible assets	6.118	-	-	6.118
Impairment of inventories	3.544	-	262	3.806
Impairment of investment property	3.405	-	-	3.405
Interest expense accrual	-	1.220	-	1.220
Provision for impairment of programme stocks	1.185	-	153	1.338
	161.987	**10.040**	**5.872**	**177.899**

	2008			
	Media	**Energy**	**Other**	**Total**
Provision for doubtful receivables	49.824	9.003	2.651	61.478
Interest expense accrual	20.027	23.840	10	43.877
Impairment of inventories	3.672	37.256	-	40.928
Impairment of goodwill	29.861	-	-	29.861
Provision for lawsuits	16.666	3.542	325	20.533
Impairment of intangible assets	12.370	-	-	12.370
Provision for employment termination benefits	8.714	1.671	1.835	12.220
Provision for unused vacation	5.026	347	322	5.695
Impairment of investment property	5.197	-	-	5.197
Provision for impairment of programme stocks	3.214	-	-	3.214
	154.571	**75.659**	**5.143**	**235.373**

NOTE 6 - CASH AND CASH EQUIVALENTS

The breakdown of cash and cash equivalents at 31 December are as follows:

	2009	**2008**
Cash	1.997	2.181
Banks		
- demand deposits	85.475	50.074
- time deposits	1.825.772	3.295.566
Blocked bank deposits	56.452	46.716
Reverse repurchase agreements	685	2.010
Liquid funds	84.804	570
Government bonds and treasury bills	454	37
	2.055.639	**3.397.154**

At 31 December 2009, interest rates for TL time deposits are between 0,50% and 12% (2008: 2%-22%) and interest rates for foreign currency time deposits are between 0,11% and 5,25% (2008: up to 8%). As of 31 December 2009, reverse repurchase agreements are all short-term with periods of less than three months with an interest rate between 9% and 9,50% (2008: 14%-22%).

All of the blocked bank deposits (2008: TL 46.629) at 31 December 2009 consists of credit card slip receivables. The average maturity of the related credit card slip receivables is less than one month.

Cash and cash equivalents included in the consolidated statements of cash flows at 31 December are disclosed below.

	2009	**2008**	**2007**
Cash and cash equivalents	2.055.639	3.397.154	2.351.161
Accrued interest (-)	(20.923)	(14.448)	(8.696)
Cash and cash equivalents	**2.034.716**	**3.382.706**	**2.342.465**

NOTE 7 - FINANCIAL INVESTMENTS

a) Current financial investments

	2009	2008
Time deposits	113.963	-
Eurobond	37.651	-
Valuation of swap transactions (*)	22.346	22.953
Government bonds and treasury bills	18.363	18.918
Corporate bonds	15.098	15.219
Guarantee deposits for derivative transactions	8.456	-
Hedge foreign currency derivative instruments	22	8.194
Fair value of inventory future contracts (**)	-	33.896
Other	-	13
	215.899	**99.193**

(*) The Group has entered into swap contracts for USD 165.000 borrowing to hedge exchange rate (TL/USD) fluctuations and for USD 165.000 and Euro 955 borrowings to hedge interest rate changes.

(**) The Group has used derivative instruments for the purpose of regular gross profit margin and avoiding loss in value inventories. Financial instruments whose maturities are 1 or 2 months are used for the import cargos, for oil inventories contracts with longer maturities are used. The maturities of all contracts are less than 1 year. Any gains or losses arising from these transactions, are included in cost of goods sold.

	2009		2008	
	Nominal	Change in fair Value	Nominal	Change in fair value
Inventory	113.243	(2.631)	139.850	33.896
	113.243	**(2.631)**	**139.850**	**33.896**

Government bonds and treasury bills dominated in US Dollar and effective interest rate of government bonds and treasury bills is 3,80% . Average annual effective interest rate of US Dollar denominated time deposits ranged from 1% to 5,35% (2008: None). As of 31 December 2009 average annual effective interest rate of TL denominated time deposits is 7% (2008: None).

b) Non-current financial investments

	2009	2008
Available-for-sale financial assets	27.567	1.264
	27.567	**1.264**

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NOTE 7 - FINANCIAL INVESTMENTS (Continued)

Available-for-sale financial investments

	2009		2008	
	TL	%	TL	%
Ray Sigorta (*)	20.083	10	-	-
Marbleton Property Fund L.P ("Marbleton")	14.908	9	5.406	9
Aks Televizyon Reklamcılık ve Filmcilik Sanayi ve Ticaret A.Ş. ("Show TV")	2.923	9	2.923	9
Other	669		1.264	-
Less: provision for impairment (**)	(11.016)		(8.329)	
	27.567		**1.264**	

(*) 10% of shares in Ray Sigorta were sold to TBIH Financial Services Group N.V. on 1 September 2009. The remaining 10% shares of Ray Sigorta are carried at Istanbul Stock Exchange appreciation value over the sale price.

(**) Available for sale financial assets other than Ray Sigorta as of 31 December 2009 are initially recognized at cost and there is impairment on Marbleton amounted to TL 8.093 and on Aks TV amounted to TL 2.923 (31 December 2008: TL 5.406 and TL 2.923).

NOTE 8 – BORROWINGS

Short term financial liabilities:	**2009**	**2008**
Short-term bank borrowings	395.178	699.026
Short-term portion of long-term borrowings	921.184	342.987
Interest bearing payables to suppliers	25.787	28.530
Financial lease liabilities	12.436	27.668
	1.354.585	**1.098.211**

Long term financial liabilities:	**2009**	**2008**
Long-term bank borrowings	1.230.967	1.786.323
Financial liabilities related with options	151.300	139.350
Interest bearing payables to suppliers	77.615	86.095
Financial lease liabilities	13.441	23.620
	1.473.323	**2.035.388**

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NOTE 8 - BORROWINGS (Continued)

i) Borrowings

Breakdown of borrowings at 31 December are as follows:

	2009			2008		
	TL	Foreign currency	Total	TL	Foreign currency	Total
Short-term borrowings						
Short-term borrowings	231.105	164.073	395.178	345.851	353.175	699.026
Short-term portion of long-term borrowings	69.002	852.182	921.184	24.724	318.263	342.987
Total short-term borrowings	**300.107**	**1.016.255**	**1.316.362**	**370.575**	**671.438**	**1.042.013**

	2009			2008		
	TL	Foreign currency	Total	TL	Foreign currency	Total
Long-term borrowings						
Long-term borrowings	231.654	999.313	1.230.967	272.887	1.513.436	1.786.323
Total long-term borrowings	**231.654**	**999.313**	**1.230.967**	**272.887**	**1.513.436**	**1.786.323**

The redemption schedules of long-term borrowings at 31 December are summarized below:

Years	2009	2008
2010	-	673.247
2011	513.664	559.333
2012	515.936	302.624
2013	152.420	197.912
2014 and over	48.947	53.207
	1.230.967	**1.786.323**

Weighted average of effective interest rates for TL, USD and EURO short-term borrowings are 13%, 5% and 4%, respectively (31 December 2008: 22%, 6% and 6%).

Weighted average of effective interest rates for TL,USD and EUR long-term borrowings are 13%,5% and 3%, respectively (31 December 2008: 19%, 7% and 6%).

At 31 December 2009, the amount of borrowings with floating interest rates is TL 1.543.285 (31 December 2008: TL 1.679.289)

NOTE 8 - BORROWINGS (Continued)

The floating rate bank borrowings denominated in USD which represents a significant portion of total bank borrowings of the Group, have interest rates fluctuating between Libor + 3,5% and Libor + 7,5% (London Interbank Offered Rate).

Hürriyet, a subsidiary of Group, obtained a long-term bank borrowing amounting to USD 240.900 in order to partially finance the acquisition of TME shares in 2007. The payable related with the borrowing is USD 187.300 as of 31 December 2009. Hürriyet has to meet general commitments and financial covenants with respect to these long-term borrowings (financial covenants mainly related to ratio of earnings before interest, taxes and depreciation and amortization ("EBITDA") to net debt amount). Unless these covenants are met, the financial institution may immediately demand the repayment of the borrowings totally or partially with accumulated interest.

All of the TME shares held by Hürriyet (67,3% shares of the TME) were pledged to financial institutions in respect of the financial borrowings. Hürriyet committed not to enter any merger, split, restructuring process to change the partnership structure and activity of the TME. New mergers and the purchase of new shares, making new joint ventures contract of Hürriyet except permissible mergers and transactions have been restricted. Hürriyet meets these covenants as of 31 December 2009.

Furthermore, TME has signed a senior credit agreement which amounts to a total facility of USD 200.000. The Group has drawn USD 144.800 of the credit facility in 2007, the remaining part of the credit facility amounted USD 55.200 has been drawn in October 2008. The amount of bank borrowing liability is USD 88.900 as of 31 December 2009. Furthermore, if there are disposals or sells in aggregate in excess of the amount of 10% of the TME's consolidated net assets or if there is an equity movement resulting in 10% change in TME's consolidated net assets, TME shall repay and cancel the credit facility. TME has to abide the general commitments and financial conditions regarding to this credit. Otherwise, total or partial of the financial borrowing with its accumulated interest may be demanded by the financial institution. Since TME can not get the requirements for the credit agreement, it has classified the related bank credits amounting to USD 53.300 as short-term in the consolidated financial statements. However TME has made a preliminary long-term borrowing agreement with a different financial institution in order to pay the related bank borrowing (Note 40).

Share pledges:

11,3% shares of Doğan Yayın Holding (90.767.987 shares), 13,3% shares of Hürriyet (73.200.000 shares), 49% shares of Kanal D (24.500.000 shares) and 67,3% shares of TME (33.649.091 shares) were pledged to financial institutions in respect of the long-term borrowings of the Group.

ii) Financial liabilities related with options:

At 19 November 2007 during the capital increase of Doğan Gazetecilik A.Ş.("Doğan Gazetecilik") to TL 100.000, the Group sold 22.000.000 shares each having face value of TL 1 and corresponding to 28% of Doğan Gazetecilik's share capital amounting to TL 78.000, to Deutsche Bank AG in ISE Wholesale Market in consideration of USD 4 per share (initial price) (TL 4,73), by limiting the existing shareholders' share purchase rights.

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NOTE 8 - BORROWINGS (Continued)

ii) Financial liabilities related with options (Continued):

There are put and call option agreements between Doğan Yayın Holding and Deutsche Bank AG upon the shares of Doğan Gazetecilik. According to call option agreement; Doğan Yayın Holding A.Ş. has call option of 21.945.000 shares of Doğan Gazetecilik from Deutsche Bank AG; according to put option agreement, Deutsche Bank AG has put option of 23.100.000 shares of Doğan Gazetecilik A.Ş. to Doğan Yayın Holding. Maturities of both agreements are 5 years 3 months and end at 19 February 2013. "Call" option can be exercised on any day after the date 19 November 2010. In this case, the values of shares that are subject to the call option at the exercise date will be determined according to calculations.

According to the put option agreement mentioned above, 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), USD 88.000 is presented as a financial liability in the consolidated financial statements. According to put option contract, put option price will be calculated by taking into consideration of initial price and 6,46% interest rate.

iii) Financial leasing payables

The Group acquired property, plant and equipment through finance leases.

The redemption schedules of long-term leasing payables at 31 December 2009 and 2008 are summarized below:

	2009	2008
2010	-	12.200
2011	7.060	6.143
2012	3.359	2.906
2013	1.923	1.550
2014 and over	1.099	821
	13.441	**23.620**

iv) Interest bearing payables to suppliers:

Interest bearing payables to suppliers are related to the machinery and equipment purchases of Hürriyet, a subsidiary of the Group. Effective interest rates of short and long-term trade payables in USD, EURO, CHF are 1,3%, 1,5% and 1,4%, respectively (2008: USD 3,4%, EURO 4,5%, CHF 3,0%).The maturity analysis of long-term interest bearing payables to suppliers at 31 December 2009 and 2008 is as follows:

	2009	2008
2010	-	21.889
2011	24.973	21.985
2012	24.650	21.665
2013	21.626	18.634
2014 and over	6.366	1.922
	77.615	**86.095**

NOTE 8 - BORROWINGS (Continued)

Interest bearing payables to suppliers have floating interest rates. Changes in interest rate risk of financial obligations to suppliers and contractual repricing dates are as follows:

	2009	2008
Up to 6 months	103.121	113.654
6-12 months	281	971
Total	**103.402**	**114.625**

NOTE 9 - OTHER FINANCIAL LIABILITIES

The details of other financial liabilities at 31 December 2009 and 2008 is as follows:

Other short-term financial liabilities:	2009	2008
Financial liabilities due to put options (Note 22 b.i)	17.810	13.686
Fair value hedge transaction accruals (Note 7)	10	-
Guarantee deposit payables for derivative transactions	-	10.209
	17.820	**23.895**

Other long-term financial liabilities:	2009	2008
Financial liabilities due to put optionsg (Note 22 b.i)	742	6.043
Interest rate swap contracts	-	367
	742	**6.410**

NOTE 10 - TRADE RECEIVABLES AND PAYABLES

Short-term trade receivables	2009	2008
Trade receivables, net of unearned finance income	1.033.948	1.014.828
Notes receivables and cheques, net of unearned finance income	273.603	295.251
	1.307.551	**1.310.079**
Less: provision for doubtful receivables (-)	(222.119)	(176.879)
	1.085.432	**1.133.200**

NOTE 10 - TRADE RECEIVABLES AND PAYABLES (Continued)

Long-term trade receivables	**2009**	**2008**
Trade receivables, net of unearned finance income	66.353	7.349
Notes receivables and cheques, net of unearned finance income	1.990	280
	68.343	**7.629**

Movement of the provisions for doubtful receivables for the years ended as of 31 December is as follows:

	2009	**2008**
1 January	176.879	122.683
Increase in provision	54.316	61.478
Collections and cancelled provision	(8.559)	(17.849)
Business combinations	(265)	9.860
Currency translation differences	(252)	84
Change in consolidation scope	-	623
31 December	**222.119**	**176.879**

Short-term trade payables:

	2009	**2008**
Trade payables, net of unincurred credit finance charges (*)	1.251.302	1.297.491
Notes payable, net of unincurred credit finance charges	4.921	15.485
Other	744	633
	1.256.967	**1.313.609**

Long-term trade payables

	2009	**2008**
Trade payables, net of unincurred credit finance charges (*)	316.844	524.114
	316.844	**524.114**

(*) There are letter of credits, purchased from several banks, of POAŞ, joint venture of the Group, in short and long-term trade payables due to fuel purchases.

The non-interest bearing letters of credit amounts to TL 593.982 (USD 394.489) (31 December 2008: TL 677.864 (USD 448.234). There are no interests bearing long-term letters of credits as of 31 December 2009 (31 December 2008: TL 93.151 (USD 61.596) and interest rate 6,31%).

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NOTE 10 - TRADE RECEIVABLES AND PAYABLES (Continued)

The long-term USD letters of credit (non-interest bearing) amounts to 316.562 TL (USD 210.242) (31 December 2008: 523.773 TL (USD 346.342)). There are no interests bearing long-term letters of credits as of 31 December 2009 and 31 December 2008.

Non-interest bearing letter of credits are recognized at fair value at initial recognition. In subsequent periods these letter of credits are measured at amortized cost, using the effective interest rate method. Effective interest rates used for long-term and short-term non-interest bearing letters of credit are 2,97%and 3,87% respectively (31 December 2008: 4,02% and 4,70%)

At 31 December 2009, the payment terms of TL 316.562 part of long term trade payables are in the second year. (31 December 2008: TL 501.325 in the second year, TL 22.789 in the third year).

The redemption schedules of long-term trade payables are summarized below:

	2009	**2008**
2010	-	501.325
2011	316.562	22.789
2012 and over	282	-
	316.844	**524.114**

NOTE 11 - OTHER RECEIVABLES AND PAYABLES

Other short-term receivables	**2009**	**2008**
Special Consumption Tax ("SCT") Exemption (*)	7.231	30.339
Deposits and guarantees given	3.426	1.531
Other miscellaneous receivables	5.675	4.120
	16.332	**35.990**

Other long-term receivables		
Deposits and guarantees given	1.784	1.557
Other miscellaneous receivables	762	554
	2.546	**2.111**

(*) On deliveries made to certain military institutions, embassies and petroleum searching companies by POAŞ, joint venture of the Group, obtains Special Consumption Tax exemption to be used through the purchases from Tüpraş. The amount reflected in the consolidated financial statements corresponds to the exemption certificates sent to Tüpraş but not used as of the date of the consolidated financial statements.

NOTE 11 - OTHER RECEIVABLES AND PAYABLES (Continued)

	2009	2008
Other short-term liabilities		
Taxes and withholding payables	220.372	222.995
Order advances received	18.387	20.371
Payables to personnel	8.772	8.659
Deposits and guarantees received	1.113	1.084
Fuel purchase certificates (*)	-	3.661
Other	12.235	17.428
	260.879	**274.198**

	2009	2008
Other long-term liabilities		
Advances received	39.122	49.351
Payables to Public Waterworks Administration (DSİ) (**)	18.934	15.137
Deposits and guarantees received	12.131	11.404
Other long-term liabilities	1.189	2.047
	71.376	**77.939**

(*) At 31 December 2009 and 2008, the fuel purchase certificates shown in current liabilities are the certificates issued for future consumption to customers but not used by the customers as of balance sheet date.

(**) Payables to DSİ are related with transfer of construction investment and water using right of Boyabat Hydroelectric Power Plant from DSİ to Boyabat Elektrik, the joint venture of the Group.

NOTE 12 - RECEIVABLES AND PAYABLES FROM FINANCIAL SECTOR OPERATIONS

None (2008: None).

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NOTE 13 - INVENTORIES

	2009	2008
Short-term inventories		
Finished goods and merchandise	477.765	493.959
Raw materials and supplies	73.460	104.406
Semi-finished goods	41.354	9.049
Promotion stocks	16.959	13.175
Other inventories	36.975	49.709
	646.513	**670.298**
Less: provision for impairment on inventories	(9.365)	(42.201)
	637.148	**628.097**

Other inventories mainly consist of fuels and lubricants in transit.

Movement of impairment of inventories as of 31 December is as follows:

	2009	2008
1 January	42.201	2.028
Current year charge	3.806	40.928
Provision released	(36.642)	(755)
31 December	**9.365**	**42.201**

	2009	2008
Long-term inventories		
Finished goods and merchandise	110.713	121.341
	110.713	**121.341**

NOTE 14 - BIOLOGICAL ASSETS

As of 31 December 2009, biological assets amount to TL 40 (2008: TL 123).

NOTE 15 - CONSTRUCTION CONTRACT RECEIVABLES AND PROGRESS BILLING

Group has no construction contract receivables and construction progress billings (2008: None).

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NOTE 16 - INVESTMENTS ACCOUNTED FOR BY THE EQUITY METHOD

Associates

	2009		2008	
	TL	**%**	**TL**	**%**
Ray Sigorta (*)	-	10	12.449	20
	-		**12.449**	

(*) 10% of shares in Ray Sigorta, investment with controlling rate of 20%, were sold to TBIH Financial Services Group N.V. on 1 September 2009. The remaining 10% shares of Ray Sigorta are carried at fair value in Available – for – sale Financial Investments (Note 7) subsequent to this date.

2008	Assets	Liabilities	Net Sales	Profit
Ray Sigorta	270.943	208.698	151.460	644

The movements in associates during the years ended as of 31 December are as follows:

	2009	2008
1 January	12.449	21.842
Reclassification in consolidation scope	(7.124)	(13.416)
Capital increase in associates	4.004	2.400
Share of gains/(losses) of associates	(2.205)	1.623
Share of associates	(7.124)	-
31 December	**-**	**12.449**

NOTE 17 - INVESTMENT PROPERTY

	1 January 2009	Additions	Disposals	Transfer (1)	Provision for impairment	31 December 2009
Cost:						
Land and land improvements	30.972	-	-	-	-	30.972
Buildings	63.414	36.907	(19.643)	1.111	(3.166)	78.623
	94.386	**36.907**	**(19.643)**	**1.111**	**(3.166)**	**109.595**
Accumulated Depreciation:						
Land and land improvements	159	2	-	-	-	161
Buildings	15.844	1.420	(413)	-	-	16.851
	16.003	**1.422**	**(413)**	**-**	**-**	**17.012**
Net book value	**78.383**					**92.583**

	1 January 2008	Additions	Disposals	Transfer (1)	Change in consolidation scope	Provision for impairment	31 December 2008
Cost:							
Land and land improvements	32.629	679	(3.298)	953	9	-	30.972
Buildings	31.339	24.730	(9.641)	21.393	790	(5.197)	63.414
	63.968	**25.409**	**(12.939)**	**22.346**	**799**	**(5.197)**	**94.386**
Accumulated Depreciation:							
Land and land improvements	148	3	-	-	8	-	159
Buildings	15.257	753	(905)	378	361	-	15.844
	15.405	**756**	**(905)**	**378**	**369**	**-**	**16.003**
Net book value	**48.563**						**78.383**

(1) Transfers amounting to TL 6.179 are related with tangible assets (Note 18).
(2) Transfers amounting to TL 21.968 are related with tangible assets (Note 18).

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NOTE 18 - PROPERTY, PLANT AND EQUIPMENT

Movement for property, plant and equipment and related depreciation for the year ended 31 December 2009 is as follows:

	1 January 2009	Additions	Disposals	Transfers (1)	Currency translation differences	Provision for impairment	31 December 2009
Cost:							
Land and land improvements	253.197	33.360	(1.225)	5.110	27	-	290.469
Buildings	413.778	20.974	(20.333)	130	(281)	-	414.268
Machinery and equipment	1.381.658	21.514	(10.490)	33.854	250	-	1.426.786
Motor vehicles	109.309	5.212	(6.316)	258	(16)	-	108.447
Furniture and fixtures	258.206	50.334	(6.292)	6.267	(1)	(6.273)	302.241
Leasehold improvements	376.416	4.138	(20.916)	31.620	1	(435)	390.824
Other fixed assets	351.987	4.971	(2.082)	45.379	-	-	400.255
Construction in progress	67.823	171.602	(12.443)	(125.922)	(17)	(862)	100.181
	3.212.374	**312.105**	**(80.097)**	**(3.304)**	**(37)**	**(7.570)**	**3.433.471**
Accumulated depreciation:							
Land and land improvements	41.559	11.429	(415)	-	-	-	52.573
Buildings	107.431	10.737	(11.751)	-	(145)	-	106.272
Machinery and equipment	998.337	75.449	(8.997)	-	(157)	-	1.064.632
Motor vehicles	50.064	15.123	(4.611)	-	(140)	-	60.436
Furniture and fixtures	185.647	25.511	(2.604)	-	(341)	(634)	207.579
Leasehold improvements	133.442	38.429	(17.229)	-	10	(75)	154.577
Other fixed assets	151.155	25.612	(272)	-	-	-	176.495
	1.667.635	**202.290**	**(45.879)**	**-**	**(773)**	**(709)**	**1.822.564**
Net bookvalue	**1.544.739**						**1.610.907**

(1)Transfers amounting to TL 1.111 are related to investment property (Note 17) and transfers amounting to TL 2.194 are related to intangible assets (Note 19).

Machinery and equipment, furniture and fixtures, motor vehicles and leasehold improvements include finance leased assets amounting to TL 7.963, TL 579, TL 429 and TL 28.726 respectively, at 31 December 2009. The accumulated depreciation related to finance leased assets amounts to TL 19.776 at 31 December 2009.

At 31 December 2009, mortgages on property, plant and equipment amounts to TL 20.661 (Note 23).

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NOTE 18 - PROPERTY, PLANT AND EQUIPMENT (Continued)

Movement for property, plant and equipment and related depreciation for the year ended 31 December 2008 is as follows:

	1 January 2008	Additions	Disposals	Transfers (1)	Business combinations	Disposal of subsidiary(2)	Change in consolidation scope	Currency translation differences	Provision for Impairment	31 December 2008
Cost:										
Land and land improvements	245.008	4.905	(8.565)	8.343	-	-	1.195	2.311	-	253.197
Buildings	418.767	6.463	(1.050)	(17.593)	10	-	1.738	5.443	-	413.778
Machinery and equipment	1.313.329	47.106	(12.670)	20.429	1	-	4.116	9.347	-	1.381.658
Motor vehicles	100.737	10.110	(3.901)	1.069	518	-	102	674	-	109.309
Furniture and fixtures	244.135	29.754	(12.413)	912	1.185	(2.750)	439	1.280	(4.336)	258.206
Leasehold improvements	287.415	8.220	(3.648)	81.305	830	(66)	2.288	72	-	376.416
Other fixed assets	292.975	3.981	(1.458)	52.911	-	-	3.578	-	-	351.987
Construction in progress	26.260	216.169	(2.023)	(172.538)	(5)	(85)	157	(112)	-	67.823
	2.928.626	**326.708**	**(45.728)**	**(25.162)**	**2.539**	**(2.901)**	**13.613**	**19.015**	**(4.336)**	**3.212.374**
Accumulated depreciation:										
Land and land improvements	36.870	5.488	(1.216)	-	-	-	417	-	-	41.559
Buildings	96.321	11.014	(323)	(378)	-	-	132	665	-	107.431
Machinery and equipment	927.117	71.675	(7.274)	-	-	-	3.489	3.330	-	998.337
Motor vehicles	34.934	17.583	(2.742)	-	-	-	59	230	-	50.064
Furniture and fixtures	174.700	21.182	(9.370)	-	-	(1.751)	341	979	(434)	185.647
Leasehold improvements	101.338	33.513	(1.890)	-	-	(28)	482	27	-	133.442
Other fixed assets	125.256	24.456	(130)	-	-	-	1.573	-	-	151.155
	1.496.536	**184.911**	**(22.945)**	**(378)**	**-**	**(1.779)**	**6.493**	**5.231**	**(434)**	**1.667.635**
Net book value	**1.432.090**									**1.544.739**

(1) Transfers amounting to TL 21.968 are related to investment property (Note 17) and transfers amounting to TL2.816 are related to intangible assets (Note 19).

(2) The Group sold all the shares held in Trader.com (Polska) Sp. Z.o.o, an indirect subsidiary with a controlling rate of 100%, to the media group Agora SA resident in Poland on 25 June 2008 (Note 31).

Machinery and equipment, furniture and fixtures, motor vehicles and leasehold improvements include finance leased assets amounting to TL 51.036 TL 669 TL 848 and TL 29.749 respectively, at 31 December 2008. The accumulated depreciation related to finance leased assets amounts to TL 59.693 at 31 December 2008.

At 31 December 2008, mortgages on property, plant and equipment amounts to TL 15.364 (Note 23).

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

NOTE 19 - INTANGIBLE ASSETS

Movement for intangible assets and related amortization for the years ended at 31 December 2009 and 2008 are as follows:

	1 January 2009	Additions(**)	Dispoal	Transfers (*)	Currency translation differences	31 December 2009
Cost:						
Dealer contracts	499.191	-	-	-	-	499.191
Brand names of energy segment	139.557	-	-	-	-	139.557
Customer contracts	40.844	-	-	-	-	40.844
Customers list	274.414	-	-	-	(7.112)	267.302
Brand names of media segment	440.239	-	-	-	(7.098)	433.141
Tenestrial broadcasting permission and license	57.406	23.500	-	-	-	80.906
Other	321.950	102.755	(19.551)	2.193	873	408.220
	1.773.601	**126.255**	**(19.551)**	**2.193**	**(13.337)**	**1.869.161**
Accumulated amortization:						
Dealer contracts	258.058	53.226	-	-	-	311.284
Customer contracts	30.010	4.449	-	-	-	34.459
Customers lisst	29.422	16.053	-	-	(334)	45.141
Brand names of media segment	10.672	3.565	-	-	(44)	14.193
Other	208.672	46.143	(6.551)	-	123	248.387
	536.834	**123.436**	**(6.551)**	**-**	**(255)**	**653.464**
Programme rights	80.994					95.756
Net book value	**1.317.761**					**1.311.453**

Movement for programme rights in 2009:

	1 January 2009	Additions	Disposals	Amortisation	Currency translation differences	Programme rights and provisions for impairment	31 December 2009
Programme rights	80.994	84.348	(59)	(68.459)	117	(1.185)	95.756

(*) Transfer amounting to TL 2.193 is related to tangible assets (Note 18)
(**) The amounts of Gas Plus Khalakan and Gas Plus Erbil oil research licences are TL 15.301 and TL 45.482 respectively.

NOTE 19 - INTANGIBLE ASSETS (Continued)

	1 January 2008	Additions	Business combinations	Disposal of subsidiaries (**)	Disposals	Transfers (*)	Impairment (***)	Change in consolidation scope	Currency translation differences	31 December 2008
Cost:										
Dealer contracts	492.981	-	-	-	-	-	-	6.210	-	499.191
Brand names of energy segment	137.821	-	-	-	-	-	-	1.736	-	139.557
Customer contracts	40.336	-	-	-	-	-	-	508	-	40.844
Customer list	252.682	-	-	(310)	-	-	-	-	22.042	274.414
Brand names of media segment	368.752	553	57.782	(1.964)	-	-	(12.370)	-	27.486	440.239
Terrestrial broadcasting permission and license	57.406	-	-	-	-	-	-	-	-	57.406
Other	240.395	90.396	1.957	(5.862)	(16.745)	2.816	-	217	8.776	321.950
	1.590.373	**90.949**	**59.739**	**(8.136)**	**(16.745)**	**2.816**	**(12.370)**	**8.671**	**58.304**	**1.773.601**
Accumulated amortization:										
Dealer contracts	190.626	65.031	-	-	-	-	-	2.401	-	258.058
Customer contracts	23.338	6.378	-	-	-	-	-	294	-	30.010
Customer list	11.834	17.584	-	(216)	-	-	-	-	220	29.422
Brand names of media segment	9.346	1.294	-	-	-	-	-	-	32	10.672
Other	167.001	40.620	-	(1.463)	(2.645)	-	-	151	5.008	208.672
	402.145	**130.907**	**-**	**(1.679)**	**(2.645)**	**-**	**-**	**2.846**	**5.260**	**536.834**
Programme rights	59.033									80.994
Net book value	**1.247.261**									**1.317.761**

Movement for programme rights in 2008 is as follows:

	1 January2008	Additions	Disposals	Amortisation	Currency translation differences	Programme rights and provision for impairment	31 December 2008
Programme rights	59.033	83.101	-	(60.060)	2.134	(3.214)	80.994

(*) Transfer amounting to TL 2.816 is related to tangible assets (Note 18)
(**) The Group sold all the shares held in Trader.com (Polska) Sp. Z.o.o, an indirect subsidiary with a controlling rate of 100%, to the media group Agora SA resident in Poland on 25 June 2008 (Note 31).
(**) Impairment is related with trademarks with indefinite useful lives and licenses of the Group's subsidiary Expressz Magyarorszag Rt, which is located in Hungary.

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NOTE 19 - INTANGIBLE ASSETS (Continued)

Intangible assets with infinite useful lives

As at 31 December 2009, it is determined that brand names for media segment with carrying value of TL 286.386 (2008: TL 292.613) and brand name of the energy segment amounting to TL 139.557 (2008: TL 139.557) have infinite useful lives. The utilization period of brand names with infinite useful life, 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.

The terrestrial frequencies are limited in Turkey; accordingly, since 1994 no new national broadcasting company is allowed to operate, and in the current practice, national broadcasting companies started broadcasting prior to 1994 continue to operate. RTÜK has not yet conducted a tender for terrestrial broadcasting permissions and licenses (frequency rights). The subsidiaries of the Group operating in media segment currently do not have any conflicts or disagreements with RTÜK or any other governmental authority regarding frequency usage. Therefore, it has been concluded that terrestrial broadcasting permissions and licenses (frequency rights) amounting to TL 80.906 (2008: TL 57.406) have an infinite useful life.

NOTE 20 - GOODWILL

The movements in goodwill as of 31 December 2009 are as follows:

	2009	2008
1 January	1.612.165	1.542.921
Business combinations (Note 3)	119.779	78.986
Currency translation differences	(5.757)	24.552
Disposals	-	(192)
Goodwill impairment	(8.953)	(29.861)
Other	(1.665)	(4.241)
31 December	**1.715.569**	**1.612.165**

The changes in fair value of put options are shown as other (Note 2.2.27).

As a result of the premium capital increase amounting to a total of TL 432.079, Doğan Yayın Holding has acquired 2,9% of shares of Doğan TV Holding A.Ş. The acquisition resulted in goodwill amounting to TL 117.517.

45% shares of Doğan Teleshopping, joint venture of Group as of 31 December 2008, are acquired by Opal İletişim with an amount of TL 409 in October 2009. The goodwill amounting to TL 2.262 arose as a result of acquisition, is impaired and accounted as expense at 31 December 2009.

NOTE 20 - GOODWILL

31 December 2008

Doğan Gazetecilik, a subsidiary of the Group, acquired 40,16% shares of Bağımsız Gazeteciler, which owns Vatan Gazetesi brand and its franchise right, in consideration of TL 8.534 (USD 7.200) on 13 March 2008; and 100% shares representing the capital of Kemer Yayıncılık ve Gazetecilik A.Ş., which has a 59,84% shareholding in the share capital of Bağımsız Gazeteciler, in consideration of TL 12.719 (USD 10.800). As explained in details in Note 3, the acquisition resulted in a goodwill amounting to TL 62.865.

Group acquired 11,43%, 2,48%, 0,67%, 0,85%, 2,31%, 9,74%, 12,18% and 13,34% of the shares of Hürriyet, Hürriyet Pazarlama, POAŞ, Doğan Gazetecilik, DB, Doğan Yayın, Çelik Halat and Ditaş Doğan shares during the year ended at 31 December 2008. Since the Group applies the "Parent Company Model" for business combinations, Hürriyet Pazarlama, POAŞ and Çelik Halat share purchases resulted in goodwill amounting to TL 15.495 recorded to consolidated financials.

TME, a subsidiary of Group, acquired all the shares of Oglasnik Nekretnine d.o.o ("Nekretnine") in consideration of TL 609 on 6 June 2008. The acquisition resulted in goodwill amounting to TL 626.

Goodwill impairment test

Energy Segment

The Group is preparing its cash flow projections in USD based on the latest financial budget which is approved by the management. In preparing cash flows, for the next five years 5% per annum and for subsequent years zero percent per annum estimated growth rate was used as of 31 December 2009. The Company used a rate of 10,36% in order to discount cash flow projections. As a result of assessment, the recoverable amount of goodwill exceeded its carrying amount and there is no impairment as of 31 December 2009.

Media Segment

The Group is making the goodwill impairment test of media segment at the cash flow projections of visual and audio broadcastings which produce the lowest value of cash flow. As of 31 December 2009, cash flow projections of media segment have been prepared as covering the years 2010-2014 by using the EBITDA average of 21,8 %, the cash flows are brought to the present value by taking on discount with an interest rate of 13,5%.

NOTE 21 - GOVERNMENT GRANTS

None (2008: None).

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NOTE 22 - PROVISIONS, CONTINGENT ASSETS AND LIABILITIES

	2009	2008
Short-term provisions		
Provision for lawsuits	45.260	31.573
Provision for tax penalty	32.447	2.656
Provision for withholding tax	24.995	20.905
Provision for unused vacations	24.389	16.997
Advertisement expense accruals	7.669	11.528
	134.760	**83.659**

	2009	2008
Long-term Provisions		
Other provisions	1.406	1.111
	1.406	**1.111**

a. Court cases:

Law cases against the Group amounting to TL 72.292 at 31 December 2009 (2008: TL 120.217).

Provision in the amount of TL 45.260 (2008: TL 34.229) was recorded after consideration of the legal consultations and post experiences regarding the legal, labour, trade and administrative lawsuits against the Group.

b. Derivatives, future contracts, and options of share purchases

i) Options of Share Purchases

Subsidiaries of the Group, which were acquired majority shares, are committed to purchase (if minority shareholders prefer to exercise their put option) minority's shares of 20,7% in Impress Media Marketing LLC without a time constraint and 30% in Oglasnik d.o.o until July 2009. The amount of the commitments calculated using valuation methods is TL 15.145 as of 31 December 2009 (31 December 2008: TL 18.089).

The Subsidiary of the Group has acquired 55% of the shares of Moje Delo d.o.o ("Moje Delo") which operates in Slovenia and offered to minority shareholders right to sell valid between January 2009 and January 2012 and right to buy valid between January 2011 and January 2014. Fair value of the put option determined by valuation methods is TL 719 as of 31 December 2009 (31 December 2008: TL 1.637).

Put options have been disclosed as "Other current and non-current financial liabilities" in the consolidated balance sheets and changes in the fair value of the put options are associated with goodwill.

NOTE 22 - PROVISIONS, CONTINGENT ASSETS AND LIABILITIES (Continued)

i) Options of Share Purchases (Continued)

Pricing of the put options will be performed over the revenues or EBITDA amounts of the related companies.

Put options have been disclosed as "Other short and long-term financial liabilities" in the consolidated balance sheet as of 31 December 2009 and 2008.

ii) Derivative instruments

1) Derivative instruments against interest rate risk

As of 31 December 2009, TME, a subsidiary of the Group, entered into Collar and CAP agreements to hedge the interest rate risk amounted to USD 46.000 and USD 37.000, respectively (31 December 2008: Collar USD 83.000 and CAP USD 37.000). Accordingly, at the value and due dates defined in the agreements, if the LIBOR rate is below the floor rate, the Group compensates for the difference between floor rate and the actual rate to the counter bank. Similarly, if the LIBOR rate is above the ceiling rate, the counter bank compensates for the difference to the Group.

As of 31 December 2009 fixed floor and ceiling interest rates are between 3,0% and 5,6% (31 December 2008: 2,8% and 5,6%) and primarily floating interest rates are Libor.

2) Foreign currency swap agreements

The Group established a Euro swap transaction regarding to a bank loan amounting to USD 80.283 of long term bank borrowing amounting to USD 240.850 of which include three payments in 2012 and 2013 as of 31 December 2009. Profit amounting to TL 11.717 is recognized from foreign currency swap agreements as of 31 December 2009.

c. Other:

i) Contingent liabilities regarding the sale of Türk Dış Ticaret Bankası A.Ş.:

Doğan Holding entered into share sell-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.

The responsibilities of Holding have ended as of 30 September 2007 except for the issues related with tax, and its responsibilities related with tax will come to an end as of 1 January 2011.

Fortis Bank does not accept any responsibility due to grounds of materiality for tax lawsuits some of which are previously announced to public and for amounts related to loans under legal follow-up amounted USD 6.000 and TL 4.178 at the closing date of Agreement. The tax penalty amounts which are in the responsibility of the Group are recorded at fines and penalties paid (Note 31).

NOTE 22 - PROVISIONS, CONTINGENT ASSETS AND LIABILITIES (Continued)

c. Other (Continued):

ii) Penalty Imposed by the Energy Market Regulatory Authority:

With its Notifications No: 25049 and 25057, both dated 31 August 2006, the Energy Market Regulatory Authority (EMRA) imposed administrative fines on POAŞ. and ERK, Joint Ventures of the Group, amounting to TL 498.693 and TL 100.739 (with Doğan Holding's ownership interest TL 270.165 and TL 54.775) respectively for deliveries made to unlicensed dealers. POAŞ and Erk have taken judicial actions in order to exercise their legal rights for the cancellation of the fines and removal of payment orders.

13th Division of Council, 7th and 8th Tax Courts denied the motion of the POAŞ and Erk for cancellation of the stay of execution of the fines. POAŞ and Erk appealed the ruling of the 13th Division of Council of State to the Plenary Session of Administrative Divisions of Council of State, denying motion for stay of execution for administrative fines imposed on POAŞ and Erk. Plenary Session of Administrative Divisions of Council of State suspended the execution of all of the fines imposed against POAŞ and Erk.

Following the desicion for stay of execution the cancellation of the fines and removal of payment orders have been decided. EMRA and Tax Court appealed the desicion. POAŞ waits for the final desicion of Council of State. Following the cancellation of the fines, the judicial process continues regarding the return of the guarantees given and the installments paid.

iii) Commitments and contingent liabilities related to the Doğan TV shares sales agreement:

The Group sold 90.854.185 shares, 25% of the share capital of Doğan TV Holding A.Ş., to Commerz-Film GmbH (formerly registered as Dreiundvierzigste Media Vermögensverwaltungsgesellschaft mbH), a 100% subsidiary of Axel Springer A.Ş., for EUR 375.000 (TL 694.312) (this amount is defined as "initial sales price") on 2 January 2007. According to the agreement the initial sales price will be revised according to the "initial public offering" ("IPO") of tWith the agreement signed on 19 November 2009 between Doğan Şirketler Grubu Holding A.Ş., Doğan Yayın Holding A.Ş., Doğan TV Holding A.Ş. and Commerz-Film GmbH; the dates that the recalculation of the initial sales prices will be based on are postponed for a four-year period without reservations.

Certain conditions at the agreement dated 19 November 2009 mentioned below will be effective after 19 February 2010.

- Axel Springer Group has the sales options for 3,3% of its shares in Doğan TV Holding A.Ş. amounting to EUR 50.000 after January 2013 and the other 3,3% of its shares amounting to EUR 50.000 after January 2014 to Doğan Şirketler Grubu Holding A.Ş. and Doğan Şirketler Grubu Holding A.Ş. has the commitment to purchase these shares. Axel Springer Group may exercise the sales options fully or partially.

CONVENIENCE TRANSLATION OF CONSOLIDATED FINANCIAL STATEMENTS ORIGINALLY ISSUED IN TURKISH
DOĞAN ŞİRKETLER GRUBU HOLDİNG A.Ş.
NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE PERIOD 1 JANUARY - 31 DECEMBER 2009
(Amounts expressed in thousands of Turkish lira ("TL") unless otherwise indicated. Currencies other than TL are expressed in thousands unless otherwise indicated.)

NOTE 22 - PROVISIONS, CONTINGENT ASSETS AND LIABILITIES (Continued)

c. Other (Continued):

iii) Commitments and contingent liabilities related to the Doğan TV shares sales agreement (Continued):

- Axel Springer Group has option to sell some or all of its shares in Doğan TV Holding A.Ş with the higher of EUR 4,1275 per share or a fair value to be determined by specific valuation techniques and Doğan Şirketler Grubu Holding A.Ş. has a commitment to purchase these shares. In order to exercise this option the following conditions must be met.
    - Doğan TV Holding A.Ş. shares are not offered to the public by 30 June 2017,
    - Change of direct or indirect control over Doğan Şirketler Grubu Holding A.Ş, Doğan Yayın Holding A.Ş. or Doğan TV Holding A.Ş.,
    - Additions to the existing guarantees on Doğan Yayın Holding's assets or sequestration to the relevant assets that have significant unfavourable effects on the operations of Doğan Yayın Holding A.Ş.

The initial price of EUR 375.000 defined in the agreement mentioned above will be revised depending on the "initial public offering" of the shares of Doğan TV Holding A.Ş. as follows:

In the event that shares of Doğan TV Holding A.Ş. are offered to public by 30 June 2017, if the fair value of 25% (currently 22.1%) of shares held by Axel Springer Group determined by the public offering price (which will be determined using the three-month average share price after the offering) is higher than the initial sales price including interest calculated from this difference (it will be calculated using 12 month Euro Libor rates on annual compound basis effective from 2 January 2007), the difference will be equally shared between Doğan Yayın Holding and Axel Springer. If the fair value is lower, the difference will be paid to Axel Springer Group by Doğan Yayın Holding.

In the event that shares of Doğan TV Holding A.Ş. are not offered to the public by 30 June 2017, if the fair value of Doğan TV Holding A.Ş., as determined by specific valuation techniques as of 31 December 2015, is less than the initial sales price including interest calculated from this difference (it will be calculated using 12 month Euro Libor rates on annual compound basis effective from 2 January 2007), the difference will be paid to Axel Springer Group by Doğan Yayın Holding.

In the event that Doğan TV Holding A.Ş. 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 a 12 month Euro Libor rates on annual compound basis effective from 2 January 2007) including interest calculated from the difference (it will be calculated using 12 month Euro Libor rates on annual compound basis effective from 1 July 2017) will be shared equally, whereas no transaction will take place for any negative difference.

The Group has determined the current fair value of Doğan TV Holding A.Ş. as of the balance sheet date in order to identify whether it has any future financial liability. As further discussed in Note 2.2.33, no financial liability over the sale of 25% of shares in Doğan TV Holding A.Ş. to Axel Springer AG has been identified.

NOTE 22 - PROVISIONS, CONTINGENT ASSETS AND LIABILITIES (Continued)

c. Other (Continued):

iv) Vatan Newspaper

Doğan Gazetecilik, a subsidiary of Doğan Holding, acquired 40,16% shares of Bağımsız Gazeteciler, which owns Vatan Gazetesi brand and its franchise right, in consideration of TL 8.534 (USD 7.200) on 13 March 2008; and 100% shares representing the capital of Kemer Yayıncılık ve Gazetecilik A.Ş., which has a 59,84% shareholding in the share capital of Bağımsız Gazeteciler, taking into account the fact that almost all of Kemer Yayıncılık ve Gazetecilik A.Ş.'s assets are composed of its participation in Bağımsız Gazeteciler, in consideration of TL 12.719 (USD 10.800) (Note 3). The Competition Authority permitted the transaction via its decision taken on 10 March 2008 following the application made to the Competition Board regarding the above mentioned transactions, provided that:

- following two years after obtainment of permission, brand name Vatan Gazetesi and franchise rights will be transferred by releasing them of any obligations and debts, to persons or entities excluding Doğan Group, or an enterprise Doğan Group directly or indirectly controls (which has already been established, or which is to be established), and the relevant transfer is subject to approval of Competition Authority regardless of the deficiencies in the Communiqué No.1997/1.

- if the brand Vatan Gazetesi and its franchise right cannot be sold under the above-mentioned conditions within two years from the date on which the permission is given, the brand and franchise right will be sold via tender under the supervision of Competition Authority within two months from the end of the second year.

- if the brand and franchise right cannot be sold during this tender process, Doğan Group continues to own the brand Vatan Gazetesi and its franchise right for three years following the tender; Doğan Group meets the liabilities necessary for the brand's legal existence; Doğan Group does not use the mentioned brand name and franchise on any periodicals; Doğan Group evaluates any demands or requests as being subject to the approval of Competition Board pursuant to article 4.1 in the case of any demand towards the said brand and franchise right during the relevant period; and Doğan Group possesses all kinds of usage rights on the brand, if the brand and franchise right cannot be still sold after this period expires.

Subsequent to the decision of the Competition Authority dated 26 September 2008 a lawsuit has been filed with the Council of State for the cancellation of the conditions of the decision applied to the Company and a stay of execution. In its decision dated 13 February 2009, the Council of State ruled for a stay of execution of the conditions in the decision of the Competition Authority dated 10 March 2008. Accordingly, the decision of the Competition Authority related to the share purchase of Bağımsız Gazeteciler and Kemer Yayıncılık by Doğan Gazetecilik A.Ş. is valid however the execution of case-related conditions in the decision has been stopped. On 16 September 2009, the objection of Competition Authority to the mentioned stay of execution decision has been declined by Administrative Divisions of Council of State.

In addition, the request for merger through the acquisition of Bağımsız Gazeteciler by Doğan Gazetecilik A.Ş. was disapproved at this stage by CMB due to the uncertainties in the legal action.

NOTE 22 - PROVISIONS, CONTINGENT ASSETS AND LIABILITIES (Continued)

c. Other (Continued):

v) Tax penalty and law suits

Media segment:

Regarding the tax inspection of the 2004, 2005 and 2006 fiscal years, tax inspection reports served to Hürriyet, one of the subsidiaries of the Group, by the Revenue Controllers of the Revenue Administration Department of the Ministry of Finance, as of 7 August 2009, these comprise TL 12.292 tax base and TL 18.438 tax penalty.

Request for negotiation was raised for tax penalty and notification served to Hürriyet, subsidiary of the Group after tax assessment. Settlement negotiations about tax penalty and notification of Hürriyet realised in November 2009 concluded in disagreement.

Regarding the tax inspections related to the same periods, the revenue controllers of the Revenue Administration Department of the Ministry of Finance issued an additional tax inspection report on 15 March 2010 in which Hürriyet is imposed to pay income taxes amounting to TL 12.200 and temporary income tax amounting to TL 10.400 temporary tax (in total TL 22.600) and tax loss penalty amounting to TL 22.600. The Company has made a settlement with the Tax Office. According to the settlement, the income tax base and tax loss penalty was determined as TL 8.000. The related amount and the interest calculated from this amount will be paid in one month. The amount to the paid, with interest, is estimated to be TL 17.200, and a provision has been accounted for accordingly in the consolidated financial statements of Hürriyet for the year ended 31 December 2009 (Note 26).

Hürriyet, subsidiary of the Group believes that the practices subject to criticism in the tax inspection reports were in fact in conformity with legal requirements and the communiqués, circulars and tax rulings of Republic of Turkey Ministry of Finance, and all kind of legal rights, including settlement negotiations, shall be utilised against the claims contained in the mentioned reports.

As regards the tax base, tax penalty and estimated default interest included in the tax inspection reports, on the basis of the prudence principle, the management of Hürriyet, subsidiary of the Group, has made a provision of TL 15.600 in the financial statements as of 31 December 2009. The management of Hürriyet made the provision taking into account the views of tax experts and lawyers. There is always the probability of a discrepancy between the actual amounts and the provisions, depending on the latest developments.

The financial periods of 2003, 2004, 2005 and 2006 for Doğan Yayın, a subsidiary of the Group, have been inspected. According to the tax inspection reports, a tax penalty was calculated as TL 861.500 in total, of which TL 148.700 was the tax base and TL 712.800 the tax penalty; this was levied against Doğan Yayın in December 2008 and February 2009.

NOTE 22 - PROVISIONS, CONTINGENT ASSETS AND LIABILITIES (Continued)

c. Other (Continued):

v) Tax penalty and law suits (Continued)

Media segment (Continued):

In the tax inspection reports, the following subjects were criticised according to corporate tax, value added tax and stamp tax.

- Although Doğan TV Holding A.Ş., a subsidiary of Doğan Yayın, sold shares representing 25% of its capital to Dreiundvierzigste Media Vermögensverwaltungsgesellschaft mbH (new name Commerz-Film GmbH), a 100% subsidiary of Axel Springer AG, and the transfer of the shares was completed on 02 January 2007 and accounted for accordingly, it was argued that the "exemption on the sales revenue of participation shares", as specified by Article 5/1-e of the Corporate Tax Law, could not be benefited from, based on the argument that the sales transaction was performed in the year 2006 and should have been accounted in the records at the year 2006. The levied tax penalty charges are TL 772.500 in total, of which TL 115.300 is tax charges, TL 345.900 is tax penalty charges calculated as triple the corporate tax, and TL 311.300 is tax penalty charges calculated as triple the temporary tax, due to the deduction period being overdue.

- Furthermore, in the period subject to tax inspection, total of TL 89.600 in total base tax and tax penalty has been requested, representing: TL 30.900, related to the rejection of the deduction from the corporate income of interest and foreign exchange expenses (financial expenses) related to loans used for the purchase of subsidiary shares, all of which, it is claimed, should be added to the corporate income in accordance with the last paragraph of Article 8 of Corporate Tax Law No. 5422; TL 13.700, related to the loss resulting from the sale of shares of Doğan Raks Satış Pazarlama ve Dağıtım A.Ş., which it is claimed should not have been deducted from corporate income; TL 28.300, related to the rejection of the application of value added tax exemption for subsidiary shares sale; and TL 16.100, related to other miscellaneous corporate, value added and stamp tax issues.

The Tax Administration has asked for collateral in the amount of TL 914.800 against the significant portion of the tax charges and their default interest. Accordingly, the Group gave 53,93% shares in one of its subsidiaries, Doğan TV Holding A.Ş., to the Tax Administration as collateral.

Furthermore, in addition to the bank accounts of Doğan Yayın, the Tax Administration has put shares of the Group's subsidiaries representing 66,56% of capital in Hürriyet Gazetecilik ve Matbaacılık A.Ş., 70,76% in Doğan Gazetecilik A.Ş and the Group's joint venture representing 44,89% of the capital of Doğan Burda Dergi Yayıncılık ve Pazarlama A.Ş. and 45,40% of the capital of Doğan TV Holding A.Ş. under sequestration.

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NOTE 22 - PROVISIONS, CONTINGENT ASSETS AND LIABILITIES (Continued)

c. Other (Continued):

v) Tax penalty and law suits (Continued)

Media segment (Continued):

The legal cases opened by Doğan Yayın Holding A.Ş. ("Doğan Yayın") against the request of collateral and the sequestrations of the Tax Administration at the first tax court concluded against Doğan Yayın (the stay of execution for the request of collateral does not produce legal effect as a result of sequestration applications). The objections are made to the Council of State in January 2010 by Doğan Yayın and the legal case closed in favour of Doğan Yayın and the execution of the sequestration was suspended.

The court trial in connection with the lawsuit brought against the Tax Administration in an attempt to cancel the income tax and tax penalty declarations regarding 2003, 2004, 2005 and 2006 financial periods submitted to Doğan Yayın Holding A.Ş. (TL 826.200 without interest as of declaration date) was made on 22 January 2010 whereas it was originally scheduled on 10 November 2009 however could not be made due to rejection of the judge by the Tax Administration.

The significant amount of the related lawsuits was concluded in favour of Doğan Yayın Holding A.Ş..

Accordingly, the legal case related to the cancellation of the tax assessments comprising the income tax amounting to TL 115.300 and tax penalty amounting to TL 657.200 in connection with the sale of Doğan TV Holding A.Ş. shares to a subsidiary of Axel Springer AG (Commerz-Film GmbH) concluded in favour of Doğan Yayın Holding A.Ş.

The Tax Administrative concluded against Doğan Yayın or in favour of Doğan Yayın for some legal cases whereas some other cases were suspended. Doğan Yayın has appealed the cases concluded unfavourably.

Doğan Yayın Holding has initiated legal proceedings and filed lawsuits for the cancellation of the tax assessments in connection with 2003 financial period (TL 15.700 income tax and TL 19.500 tax penalty).

Meanwhile, Doğan Yayın accounted for a provision amounting to TL 16.900 in the consolidated financial statements as of 31 December 2009 for cases concluded at the first tax court taking into account the opinions of its tax experts and lawyers and the prudency principle of accounting.

As an outcome of tax inspections held in the Group's subsidiaries Doğan TV Holding A.Ş., D Yapım Reklamcılık ve Dağıtım A.Ş., Doğan Prodüksiyon Hizmetleri A.Ş. and Alp Görsel İletişim Hizmetleri A.Ş. for 2005, 2006 and 2007 financial periods, tax penalty notification by TL 3.980.026 where TL 1.878.439 is considered as the tax base and TL 2.101.586 is considered as the tax penalty, has been calculated and declared to the related subsidiaries in September 2009.

NOTE 22 - PROVISIONS, CONTINGENT ASSETS AND LIABILITIES (Continued)

c. Other (Continued):

v) Tax penalty and law suits (Continued)

Media segment (Continued):

Dogan TV Holding A.Ş.

In brief, the following subjects were criticised on the basis of corporate income taxes and value added taxes ("VAT") in tax assessments:

i) Claiming that the management control did not change with the share transfers among Doğan TV Holding A.Ş, D Yapım Reklamcılık ve Dağıtım A.Ş., Doğan Prodüksiyon Hizmetleri A.Ş. and Alp Görsel İletişim Hizmetleri A.Ş.; it has been argued that such share transfers were not in accordance with the 19th and 20th amendments to the Corporate Tax Law; and accordingly such share transfers are regular share sales. In this context, it is claimed that the transfers should have been made using the fair value rather than the book value, and as a matter of fact, an income tax for the difference between the fair value determined in the tax assessment report and the book value is calculated. Income taxes amounting to TL 705.000 and tax penalties amounting to TL 705.000 (TL 1.410.000 in aggregate) have been claimed as a result of this assessment.

ii) Claiming that the share transfers should be treated as regular share sales,w a VAT penalty in accordance with the fair value determined in the tax assessment report has been calculated. According to this claim, TL 1.174.000 VAT and TL 1.396.000 tax loss are due: in total TL 2.570.000.

Inconnection with the income tax and tax loss penalties mentioned above, the tax authorities have requested TL 4.824.000 collateral; considering the interest for delay of TL 1.174.000.

Doğan TV Holding A.Ş., D Yapım Reklamcılık ve Dağıtım A.Ş., Doğan Prodüksiyon Hizmetleri A.Ş., subsidiaries of the Group, have filed the demand for collaterals by the Tax Administration with a stay of execution request. Within this period, D Yapım Reklamcılık ve Dağıtım A.Ş., Doğan Prodüksiyon Hizmetleri A.Ş. and Alp Görsel İletisim Hizmetleri A.Ş. shares and 44 properties belonging to third parties had been given as collateral.

Meanwhile the Tax Administration put sequestration on all of the shares of D Yapım Reklamcılık ve Dağıtım A.Ş., Doğan Prodüksiyon Hizmetleri A.Ş. and Alp Görsel İletisim Hizmetleri A.Ş..

Doğan TV Holding A.Ş., D Yapım Reklamcılık ve Dağıtım A.Ş. and Doğan Prodüksiyon Hizmetleri A.Ş., subsidiaries of the Group, filed court cases for annulments of the Tax Administration sequestrations.

Doğan TV Holding A.Ş., D Yapım Reklamcılık ve Dağıtım A.Ş. and Doğan Prodüksiyon Hizmetleri A.Ş. and Alp Görsel İletişim Hizmetleri A.Ş. subsidiaries of the Group, requested settlement negotiations after tax assessment for the declared tax assessments. Settlement negotiations made in November 2009 concluded with disagreement.

NOTE 22 - PROVISIONS, CONTINGENT ASSETS AND LIABILITIES (Continued)

c. Other (Continued):

v) Tax penalty and law suits (Continued)

Media segment (Continued):

Dogan TV Holding A.Ş. (Continued)

Doğan TV Holding A.Ş., D Yapım Reklamcılık ve Dağıtım A.Ş., Doğan Prodüksiyon Hizmetleri A.Ş. and Alp Görsel İletişim Hizmetleri A.Ş. have initiated legal proceedings with the purpose of cancellation of the income taxes and penalties notifications and have filed lawsuits for 2005, 2006 and 2007 financial periods.

The cases opened against the requests of collateral and the sequestrations of the Tax Administration by the related companies at the first tax court concluded against Doğan TV Holding A.Ş., D Yapım Reklamcılık ve Dağıtım A.Ş., Doğan Prodüksiyon Hizmetleri A.Ş. and Alp Görsel İletişim A.Ş.. The related companies made objections to the Council of State about decisions of the first tax courts.

In accordance with the opinions of legal advisors and tax specialists, the Group management did not account for any provision for these lawsuits in the consolidated financial statements as of 31 December 2009.

Doğan TV Digital Platform İşletmeciliği A.Ş.- tax penalty and lawsuits

Doğan TV Digital Platform İşletmeciliği A.Ş., a subsidiary of the Group, was declared with a TL 4.700 income tax and tax penalty with respect to the 2007 Special Communication Tax Investigation Report.

In accordance with the opinions of legal advisors and tax specialists, the Group management did not account for any provision for this tax penalty in the consolidated financial statements as of 31 December 2009.

Doğan Dış Ticaret ve Mümessillik A.Ş. and Işıl İthalat İhracat Mümessillik A.Ş.

Doğan Dış Ticaret ve Mümessillik A.Ş. and Işıl İthalat İhracat Mümessillik A.Ş. a subsidiary of the Group, have been inspected for the 2004, 2005, 2006 and 2007 financial periods by the Revenue Controllers of the Ministry of Finance

According to the tax inspection reports, TL 14.200 tax base and TL 42.600 tax loss fines, triple the tax base, were declared to Doğan Dış Ticaret ve Mümessillik A.Ş. and Işıl İthalat İhracat Mümessillik A.Ş..

Doğan Dış Ticaret ve Mümessillik A.Ş. and Işıl İthalat İhracat Mümessillik A.Ş. have initiated legal proceedings with the purpose of cancellation of the income taxes and penalties notifications and have filed lawsuits.

In accordance with the views of legal advisors and tax specialists, the Group management did not set aside provision in the consolidated financial statements for the year ended 31 December 2009.

Doğan Gazetecilik A.Ş.

As a result of the tax inspection of Doğan Gazetecilik A.Ş., a subsidiary of the Group, related to fiscal year 2004, 2005, 2006 and 2007, the revenue controllers of the Revenue Administration Department of the Ministry of Finance issued a tax inspection report amounting to TL 10.100 income tax and TL 11.200 tax penalty. Settlement negotiation about related tax inspection report has been concluded with agreement with the tax authority.

NOTE 22 - PROVISIONS, CONTINGENT ASSETS AND LIABILITIES (Continued)

c. Other (Continued):

v) Tax penalty and law suits (Continued)

Media segment (Continued):

Doğan Gazetecilik A.Ş.(Continued)

According to this settlement at 11 December 2009, TL 4.400 income tax and tax penalty and TL 4.400 interest for delay has been determined. Provision of TL 8.800 was accounted for in the consolidated financial statements of Doğan Gazetecilik as of 31 December 2009 (Note 26). Such amount was paid on 11 January 2010.

(f) 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 in the Group. Accordingly, RTSC has decided to notify:

• The provision of three months to companies that have already acquired a licence from the Radio and Television Supreme Council, in accordance with Act No. 3984, 29th clause, article (j), for them to adjust their capital structure consistent with "Law on the Establishment of Radio and Television Enterprises and Their Broadcasts" Law No.3984, 29th clause, articles (h) and (ı), otherwise the cancellation of their broadcast licences,

• Notification that companies which have already applied to the Radio and Television Supreme Council for permission and for licence, where the related procedures have not yet been concluded, are to make their capital structure consistent with Act No. 3984, 29th clause, articles (h) and (ı), and renew their application to the Radio and Television Supreme Council; otherwise their previous applications will become invalid.

Based on written objection of the Group to the decision and by taking into account of the assessments of the Group as well, RTSC has declared a new written decision as of 10 February 2010 about delaying the enforcement of the above mentioned decision until a revized decision will be declared.

Energy segment:

As a result of the tax inspection conducted on the accounts of POAŞ, a joint venture of the Group, for the year 2003, tax/penalty notifications including TL 12.828 (with Doğan Holding's ownership interest TL 6.949) of original tax liability and a TL 30.093 (with Doğan Holding's ownership interest TL 16.303)of tax penalty have been communicated to the Group on 25 December 2008 by the Bogaziçi Corporate Tax Office. On 20 January 2009, POAŞ has filed for arbitration. Settlement negotiations about related income tax and tax penalty with Ministry of Finance Revenue Administration realised on 24 November 2009 based on Tax Procedure Law and concluded in disagreement, therefore lawsuit has been filed as of 9 December 2009. Legal proceeding about income tax and penalty continues.

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NOTE 22 - PROVISIONS, CONTINGENT ASSETS AND LIABILITIES (Continued)

c. Other (Continued):

v) Tax penalty and law suits (Continued)

Energy segment: (Continued)

Tax/penalty notifications for the years 2003-2007 including a TL 9.917 (with Doğan Holding's ownership interest TL 5.372) of original tax liability and TL 13.810 of tax penalty (with Doğan Holding's ownership interest TL 7.482), which are sent out by Bogaziçi Corporate Tax Office and Large Taxpayers Tax Office with respect to the inspection reports prepared in relation to the investigation carried out by the tax inspectors of the Ministry of Finance, have been communicated to POAŞ on 22-23 July 2008.A lawsuit was filed at the Istanbul Tax Court with respect to the mentioned inspection reports and tax/penalty notifications on 11 September 2008. The tax court ruled in favour of POAŞ in all cases, assessed tax and penalty were annulled by Tax Court. Related rules appealed by Boğaziçi Corporate Tax Office and Large Taxpayers Tax Office.

Tax/penalty notifications for the year 2004 including a TL 6.353 (with Doğan Holding ownership interest TL 3.442) of original tax liability and a TL 13.940 (with Doğan Holding ownership interest TL 7.552) of tax penalty, which are sent out by Bogaziçi Corporate Tax Office have been communicated to POAŞ on 21 December 2009. On 18 January 2010, POAŞ has filed for arbitration in accordance with tax laws, however, no arbitration date has been communicated to POAŞ as of the issuance date of the consolidated financial statements as of 31 December 2009. For tax liabilities and tax penalties, the right of appeal in court stays until the resolution of the arbitration process and POAŞ will appeal at court if no settlement is reached in arbitration.

The Group forecasts no cash outflow regarding the legal matters about the energy segment tax penalties as of the announcement date of the consolidated financial statements for the period ended 31 December 2009. Accordingly, no provision has been provided for the above matters in the accompanying consolidated financial statements.

vi) Other

Other

The land with carrying amount of 17.498 located in Kurtdoğmuş village, Pendik district, İstanbul province, classified as investment property in the consolidated financial statements of Milpa, a subsidiary of the Group, 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 decision of the Court is still pending.

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 Istanbul Metropolitan Municipality within the legal deadline and is awaiting for related responses. In case of an adverse decision taken by the Istanbul Metropolitan Municipality against Milpa, legal proceedings will be taken contrary to decision.

NOTE 22 - PROVISIONS, CONTINGENT ASSETS AND LIABILITIES (Continued)

vi) Other (Continued)

Other (Continued)

According to the expert report, made in compliance with the Communiqué No IV-1 of Capital Market Board, by Taksim Kurumsal Değerleme ve Danışmanlık A.Ş. as of 3 February 2010, taking into account that the land was classified in the habitat and recreation area, the sales price of the related property was determined by TL 44.765 (16 January 2009: TL 59.310). This amount has been determined for the entire land and the share of Milpa is 54,79% in the land.

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.

NOTE 23 - COMMITMENTS

Commitments and contingencies, from which the management does not anticipate any significant losses or liabilities, are summarized below.

Commitments given

	2009	2008
Letters of guarantee (*)	547.246	564.198
Subsidiary shares given as a guarantee	103.649	103.649
Guarantee notes	479	498
	651.374	668.345

(*) Doğan TV, a subsidiary of Group, has given letter of guarantee amounting to EUR 116.000 to Union Européenne de Football Association or Union of European Football Associations ("UEFA") for broadcasting rights of UEFA Champions League, UEFA Super Cup and UEFA Cup matches for the years between 2009 and 2012.

The Group provided bail and mortgages to third parties for financial liabilities and trade payables of its Subsidiaries, Joint Ventures and related parties in the amounts of TL 388.485 (2008: TL 336.997) and TL 20.661 (2008: TL 15.364) respectively.

POAŞ, a joint venture of the Group, signed an agreement with Gümrük ve Turizm İşletmeleri ("GTI") in May 2008 to make sales of fuel and lubricants at border gates for 20 years. As part of this agreement, the Group committed to pay commissions to GTI over sales revenue, after thecommencement of sales at assigned areas.

Barter agreements:

The Group, as a common practice in the media sector, entered into Barter agreements which involve the exchange of goods or services without cash collections or payments. As of 31 December 2009, the Group has an advertisement commitment of TL 13.382 (2008: TL 8.410), and a right to obtain service and goods in the amount of TL 12.119 (2008: TL 11.693).

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NOTE 23 - COMMITMENTS (Continued):

Collateral, pledge and mortgages given:

Collateral, pledges and mortgages "CPM" given by Parent Company, Doğan Holding, as of 31 December 2009 and 2008 are as follows:

	2009	2008
A. CPM's given in the name of its own legal personality	24	22
B. CPM's given on behalf of the fully consolidated Companies (*)	364.114	300.753
C. CPM's given on behalf of third parties for ordinary course of business	-	-
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 to on behalf of other Group companies which are not in scope of B and C	-	-
iii) Total amount of CPM's given to on behalf of third parties which are not in scope of C	-	-
Total	**364.138**	**300.775**

NOTE 24 - PROVISION FOR EMPLOYMENT TERMINATION BENEFITS

Long Term Provisions	2009	2008
Provision for employment termination benefits	36.399	30.308
	36.399	**30.308**

Termination benefits provision

Under the Turkish Labour Law, the Holding is required to pay termination benefits to each employee who has completed one year of service and who achieves the retirement age (58 for women and 60 for men), whose employment is terminated without due cause, is called up for military service or who dies. Since the legislation was changed on 23 May 2002 there are certain transitional provisions relating to length of service prior to retirement. The amount as of 31 December 2009 payable consists of one month's salary limited to a maximum of TL 2,37 (2008: TL 2,17) for each year of service.

In addition, according to the Press sector regulations, companies should make payments to personnel who work for a minimum of 5 years and whose employment is terminated without due cause. The maximum payable amount is a 30 day salary for each year.

NOTE 24 - PROVISION FOR EMPLOYMENT TERMINATION BENEFITS (Continued)

Employment termination benefit is not funded, as there is no funding requirement.

The provision has been calculated by estimating the present value of the future probable obligation of the Holding arising from the retirement of the employees.

IAS 19 "Employee Benefits" requires that actuarial valuation methods be developed to estimate the employee termination benefit provision. The following actuarial assumptions have been used in the calculation of the total provision.

	2009	2008
Discount rate (%)	5,92	6,26
Turnover rate to estimate the probability of retirement (%)	88	87

The principal assumption is that the maximum liability 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 TL 2,42 at 1 January 2010 will be taken into consideration in calculating the reserve for employment termination benefit (1 January 2009: TL 2,26).

Movements in the reserve for employment termination benefits during the years ended as of 31 December 2009 and 2008 are as follows:

	2009	2008
1 January	**30.308**	**26.726**
Interest cost	1.795	1.673
Change in scope of consolidation	-	84
Disposals	(10.940)	(10.258)
Current year charge	6.063	10.547
Actuarial loss	9.173	356
Business combinations	-	1.180
31 December	**36.399**	**30.308**

NOTE 25 - RETIREMENT PLANS

None (2008: None).

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NOTE 26 - OTHER ASSETS AND LIABILITIES

	2009	2008
Other current assets		
Value Added Tax ("VAT") receivable	81.643	73.697
Programme stocks	55.437	36.629
Advances given	42.920	62.690
Prepaid expenses	33.038	40.622
Prepaid taxes and funds	31.963	52.993
Income accruals	15.312	8.764
SCT to be offset	3.708	3.719
Tax receivables	2.240	15.975
Other current assets	7.791	15.269
	274.052	**310.358**
Impairment for programme stocks	(2.500)	(2.500)
	271.552	**307.858**

	2009	2008
Other non-current assets		
Advances given and prepayments (1)	122.005	120.663
Value Added Tax ("VAT") receivables	65.860	3.681
Prepaid expenses (2)	47.763	47.423
Other non-current assets	2.813	675
	238.441	**172.442**

(1) Advances given and prepayments amounting to TL 32.865 consists of the prepayments made by Doğan TV Holding A.Ş., a subsidiary of the Group, for UEFA Championship qualifying matches, UEFA Cup qualifying matches and UEFA Cup home matches of certain Turkcell Super League teams between 2008 and 2020. According to the agreements, unless the mentioned games are played, the prepayments will be paid back to Doğan TV Holding A.Ş..

Advances given and prepayments amounting to TL 14.564 consists of the prepayments made by Doğan TV to certain Turkcell Super League teams' for multiple media broadcasting rights (internet,IPTV (internet protocol TV), etc), between 2008-2013, broadcasting rights of amateur branches between 2008 and 2013, and preferential right of sales of season tickets between 2010 and 2012 and payments made to a Turkcell Super League team with respect to the agreement on TV advertisement revenue sharing between 2008 and 2011.

(2) POAŞ, a Joint Venture of the Group, signed an agreement with Gümrük ve Turizm İşletmeleri ("GTI") in May 2008 to make sales of fuel and lubricants at border gates for 20 years. The payment of TL 55.000 (TL 29.796 with Doğan Holding's ownership interest) which was made as part of this agreement is presented as prepaid expenses.

NOTE 26 - OTHER ASSETS AND LIABILITIES (Continued)

	2009	2008
Other current liabilities		
Deferred income	51.502	53.903
Expense accruals	35.586	32.145
Provision for tax penalties	26.033	-
Provision for broadcasted programs	17.379	7.911
Expense Accruals	10.803	12.424
	141.303	**106.383**

NOTE 27 - EQUITY

Doğan Holding adopted the registered share capital system available to companies registered with the CMB and set a limit on its registered share capital representing registered type shares with a nominal value of TL 1 Doğan Holding's authorized, historical and paid-in share capitals at 31 December are as follows:

	2009	2008
Limit on registered share capital (historical)	4.000.000	2.000.000
Issued share capital	2.450.000	2.450.000

The main shareholder of Doğan Holding is Doğan Family. The shareholder structures of the Holding at 31 December are summarized as follows:

	Share %	2009	Share %	2008
Adilbey Holding	52,00	1.274.000	52,00	1.274.000
Aydın Doğan	7,72	188.907	7,72	188.907
Işıl Doğan	1,64	40.292	1,64	40.292
Arzuhan Doğan Yalçındağ	1,04	25.503	1,04	25.503
Vuslat Doğan Sabancı	1,04	25.503	1,04	25.503
Hanzade V. Doğan Boyner	1,04	25.503	1,04	25.503
Y. Begümhan Doğan Faralyalı	1,04	25.503	1,04	25.503
Total Doğan family and companies owned by Doğan family	**65,52**	**1.605.211**	**65,52**	**1.605.211**
Istanbul Stock Exchange	34,29	840.110	34,29	840.110
Aydın Doğan Vakfı	0,19	4.679	0,19	4.679
	100	**2.450.000**	**100**	**2.450.000**
Adjustment to share capital		143.526		143.526
Total share capital		**2.593.526**		**2.593.526**

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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.

The issued share capital of Doğan Holding was increased by TL 950.000 to TL 2.450.000 through TL 761.623 from investment and property sales income to be added to the capital and TL 188.377 from adjustment to share capital as of 19 December 2008.

There are no privileged shares.

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.

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 "Retained Earnings".

Other equity items shall be carried at the amounts calculated based on CMB Financial Reporting Standards.

Following the capital increase, the Company's restricted reserves amount to TL 37.451 (2008: TL 15.762) and is composed of first legal reserves in total as of 31 December 2009.

NOTE 27 - EQUITY (Continued)

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

Quoted companies are subject to dividend requirements regulated by the CMB as follows: Based on CMB Decree No. 02/51, dated 27 January 2010, there is no mandatory minimum profit distribution requirement for the quoted entities at the stock exchange for profits arising from operations in 2009. In this contexte, the entities are to distribute their profits under the scope of CMB Communiqué No. IV-27, their articles of association and their previously publicly declared profit distribution policies (2008: minimum profit distribution 20%)

In case of deciding distribute dividens from the profit, regarding allocation basis of profit of publicly owned companies, the distribution of the relevant amount may be realised 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 from the profit are required to distribute the initial amount in cash.

At the Extraordinary General Assembly Meeting of Doğan Holding taken place at 30 September 2009, cash dividend payment with an amount of TL 245.000, 10% of issued capital and financed from retained earnings for the period ended as of 31 December 2008, was decided. Dividend payment has been started as of 2 October 2009.

As of 31 December 2009, Doğan Holding has no accumulated losses; besides Doğan Holding has net loss for the period at the consolidated financial statements which are prepared according to financial reporting standarts of CMB as of 31 December 2009.

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NOTE 27 - EQUITY (Continued)

In accordance with the abovementioned factors, the shareholders equity of the Group is as below:

	2009	2008
Share capital	2.450.000	2.450.000
Adjustment to share capital	143.526	143.526
Share premium	630	630
Revaluation fund	113.942	146.218
Increase in fair value of available for sale financial assets, net	12.456	-
Translation reserve	(7.063)	3.807
Restricted reserves assorted from profit	37.451	15.762
- Legal reserves	37.451	15.762
Retained earnings	837.276	1.022.944
- Extraordinary reserves	11.748	11.748
- Other reserves	2.361	2.361
- Inflation adjustment differences to legal, extraordinary and other reserves, share premiums	323.465	323.465
- Retained earnings	499.702	685.370
Net income for the period	(114.113)	68.145
Total shareholders' equity	**3.474.105**	**3.851.032**

NOTE 28 - SALES AND COST OF SALES

	2009	2008
Domestic Sales	10.018.894	11.429.014
Foreign Sales	1.122.467	2.068.043
Sales Returns	(424.710)	(391.546)
Sales Discount	(400.149)	(605.195)
Net sales	**10.316.502**	**12.500.316**
Cost of sales (-)	**(9.350.973)**	**(11.192.678)**
Gross profit	**965.529**	**1.307.638**

Revenue and cost of sales

The segment details of revenue and cost of sales for the years ended as of 31 December 2009 and 2008 is disclosed in Note 5 - "Segment Reporting".

NOTE 29 - RESEARCH AND DEVELOPMENT EXPENSES, MARKETING, SALES AND DISTRIBUTION EXPENSES, GENERAL ADMINISTRATIVE EXPENSES

	2009	2008
Selling, marketing and distribution expenses	472.680	525.879
General administrative expenses	431.232	447.921
Research and development expenses	896	-
Operating expenses	**904.808**	**973.800**

NOTE 30 - EXPENSES BY NATURE

Cost of sales, marketing, selling and distribution expenses and general administrative expenses by nature for the years ended at 31 December 2009 and 2008 are as follows:

	2009	2008
Cost of trade goods sold	7.592.791	9.294.247
Personnel expenses	578.914	642.343
General production overhead	555.586	518.978
Depreciation expense	395.607	376.634
Raw material and supplies	389.217	533.959
Advertising expenses	70.819	102.807
Other	672.847	697.510
	10.255.781	**12.166.478**

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NOTE 31 - OTHER INCOME/EXPENSES

	2009	2008
Other income:		
Profit from purchase of subsidiary and joint venture share (*)	38.953	76.104
Profit from sale of investment (***)	22.542	-
Terminated provisions	17.449	6.762
Profit from sale of subsidiary share (**)	7.365	58.676
Gain on sales of property, plant and equipment and intangible assets	3.738	4.619
Tax agreement income	-	14.146
Other income	26.945	39.408
	116.992	**199.715**

(*) Increase in Hürriyet, Doğan Gazetecilik, Doğan Yayın, Çelik Halat and Ditaş Doğan shares of the Group resulted negative goodwill amounting to TL 38.953 for the year ended with 31 December 2009 (31 December 2008: Increase in Hürriyet, Doğan Gazetecilik, DB, Doğan Yayın and Ditaş Doğan shares resulted negative goodwill amounting to TL 76.104) (Note 3).

(**) The Group sold all the shares geld in Trader.com (Polska) Sp. Z.o.o., subsidiary with a controlling rate of 100%, to Agora SA, a media group incorporated in Poland, in consideration of USD 54.300 (TL 66.141) on 25 September 2008 and the transaction resulted in gain on sale of subsidiary shares amounting to TL 58.676.

(***) The profit from sale of investment is composed of the sale of 10% shares of Ray Sigorta, investment of the Group (Note 7).

	2009	2008
Other expenses:		
Provision for tax penalties	(55.824)	(2.656)
Provision for doubtful receivables (Note 10)	(54.316)	(61.478)
Fines and penalties paid	(37.851)	(6.088)
Provision for lawsuits	(8.417)	(20.533)
Fixed asset selling loss	(4.196)	(8.528)
Union Indemnity Expenses	(861)	-
Commission expenses	(850)	(2.467)
Other expenses	(60.292)	(87.505)
	(222.607)	**(189.255)**

NOTE 32 - FINANCIAL INCOME

Financial income for the years ended at 31 December 2009 and 2008 are as follows:

Financial income:

	2009	2008
Foreign exchange gain	703.899	962.122
Interest income on bank deposits	137.048	255.756
Due date difference on credit sales	39.928	54.969
Amortized cost valuation income	11.536	14.517
Other interest and commissions	6.816	2.170
	899.227	**1.289.534**

NOTE 33 - FINANCIAL EXPENSE

Financial expense for the years ended at 31 December 2009 and 2008 is as follows:

Financial expense:	**2009**	**2008**
Foreign exchange loss	(709.232)	(1.289.493)
Interest expense on short-term and long-term borrowings	(284.726)	(303.295)
Due date difference on credit purchases	(22.780)	(35.650)
Other	(35.883)	(30.219)
	(1.052.621)	**(1.658.657)**

NOTE 34 - NON-CURRENT ASSETS HELD FOR SALE AND DISCONTINUED OPERATIONS

None. (2008: None)

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NOTE 35 - TAX ASSETS AND LIABILITIES

	2009	2008
Corporate and income taxes payable	10.699	71.142
Deferred tax liabilities, net	154.782	138.569
Total	**165.481**	**209.711**

Doğan Holding, Subsidiaries and Joint Ventures recognize deferred income tax assets and liabilities based upon temporary differences arising between their financial statements as reported under CMB 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 CMB Financial Reporting Standards and tax purposes.

The composition of cumulative temporary differences and the related deferred income tax assets and liabilities in respect of items for which deferred tax has been provided at 31 December 2009 and 2008 using the enacted tax rates, is as follows:

	Cumulative temporary differences		Deferred Tax assets/(liabilities)	
	2009	2008	2009	2008
Differences between the tax base and carrying value of property, plant and equipment and intangible assets	1.294.052	1.373.998	(248.763)	(259.670)
Other	40.760	46.896	(997)	(10.217)
Deferred tax liabilities			**(249.760)**	**(269.887)**
Carry forward tax losses	294.213	493.152	58.842	102.235
Provision for doubtful receivables	91.936	79.809	18.319	15.662
Provision for employment termination benefits	36.399	30.308	7.099	6.197
Deferred financial income of trade receivables	7.178	7.990	1.474	1.651
Lease payables	4.306	6.977	1.206	1.953
Other	81.738	20.269	8.038	3.620
Deferred tax assets			**94.978**	**131.318**
Deferred tax liabilities, net			**(154.782)**	**(138.569)**

Due to the fact that Doğan Holding, subsidiaries and joint ventures, which are independent taxpayers, have represented the net amount of deferred tax assets and liabilities in their financial statements in accordance with CMB Accounting Standards; the effects of the mentioned net-offs have been reflected to the consolidated financial statements of the Group. Temporary differences and deferred tax assets and liabilities mentioned above have been prepared according to their gross amounts.

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NOTE 35 - TAX ASSETS AND LIABILITIES (Continued)

The Group recognized deferred income tax assets of TL 294.213 for the year ended 31 December 2009 (2008: TL 493.152) over carry forward tax losses in the consolidated financial statements prepared in accordance with CMB Financial Reporting Standards. The maturities of these losses at 31 December are as follows:

	2009	2008
2010	-	40.184
2011	28.498	61.575
2012	46.456	22.433
2013	209.493	357.823
2014 and over	9.766	11.137
	294.213	**493.152**

As of 31 December 2009, deferred tax rate is 20% for corporations operating in Turkey (2008: 20%).

Deferred tax assets are reflected into records for all deductible temporary differences to the extent of possibility of tax profit to be formed at profitable level. As of 31 December 2009, carry forward tax losses for which no deferred tax asset is recognized are with an amount of TL 1.279.598 (2008: TL 650.187).

As of 31 December 2009, tax rates (%) used on tax computations regarding the tax regulations per countries are as follows:

Country	Tax rates (%)	Country	Tax rates (%)
Germany	28	Ukraine	25
Romania	16	Hungary	16
England	30	Russia	20
Croatia	20		

Movements for net deferred taxes for the years ended at 31 December 2009 and 2008 are as follows:

	2009	2008
1 January	(138.569)	(188.507)
Business combinations	-	(10.327)
Income for the period	(21.278)	69.294
Currency translation differences	4.431	(10.266)
Change in the scope of consolidation	1.137	440
Deffered tax effect of financial assets fair value increase	(503)	-
Disposal of subsidiaries	-	797
31 December	**(154.782)**	**(138.569)**

NOTE 35 - TAX ASSETS AND LIABILITIES (Continued)

Turkey

Turkish tax legislation does not permit a parent company, its subsidiaries and joint ventures to file a consolidated tax return. Therefore, provisions for taxes, as reflected in the consolidated financial statements, have been calculated on a separate-entity basis.

Turkish Corporate Tax Law has been amended by Law No.5520 dated 13 June 2006. Most of the articles of this new Law No.5520 have come into force effective from 1 January 2006. Accordingly, the corporation tax rate of the fiscal year 2009 is 20% (2008: 20%). Corporation tax is payable at a rate of 20% on the total income of the companies after adjusting for certain disallowable expenses, corporate income tax exemptions (participation exemption) and corporate income tax deductions (like research and development expenses deduction). (Except for withholding tax at the rate of 19,8% on the investment incentive allowance utilized within the scope of the Income Tax Law transitional article 61).

The Group classified the statutory goodwill arising from the legal mergers in POAŞ and Doğan Gazetecilik as a balancing account, which is neither an asset nor liability in nature and did not apply inflation accounting in accordance with Circular No.17 of Tax Procedural Law dated 24 March 2005, related to the inflation adjustment application.

Dividends paid to non-resident corporations, which have a place of business in Turkey, or resident corporations are not subject to withholding tax. Otherwise, dividends paid are subject to withholding tax at the rate of 15%. An increase in capital via issuing bonus shares is not considered as a profit distribution and thus does not incur withholding tax.

Corporations are required to pay advance corporation tax quarterly at the rate of 20% on their corporate income. Advance tax is to be declared by the 14th day of the second month following each calendar quarter end and is payable by the 17th of the second month following each calendar quarter end. Advance tax paid by corporations is credited against the annual corporation tax liability. The balance of the advance tax paid may be refunded or used to set off against other liabilities to the government.

In accordance with Tax Law No.5024 "Law Related to Changes in Tax Procedural Law, Income Tax Law and Corporate Tax Law" that was published in the Official Gazette on 30 December 2003 to amend the tax base for non-monetary assets and liabilities, effective from 1 January 2004, income and corporate taxpayers will prepare the statutory financial statements by adjusting the non-monetary assets and liabilities for the changes in the general purchasing power of the Turkish Lira. In accordance with the aforementioned law's provisions, in order to apply inflation adjustment, the cumulative inflation rate (SIS-WPI) over the last 36 months and 12 months must exceed 100% and 10%, respectively. Inflation adjustment has not been applied as these conditions were not fulfilled after 2005.

In Turkey, there is no procedure for a final and definitive agreement on tax assessments. Companies file their tax returns within the 25th of the fourth month following the close of the financial year to which they relate.

NOTE 35 - TAX ASSETS AND LIABILITIES (Continued)

Tax returns are open for five years from the beginning of the year that follows the date of filing during which time the tax authorities have the right to audit tax returns, and the related accounting records on which they are based, and may issue re-assessments based on their findings.

Under the Turkish taxation system, 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 periods.

There are numerous exemptions in the Corporate Tax Law concerning the corporations. Those related to the Company are as follows:

Exemption for participation in subsidiaries

Dividend income from participation in the shares of capital of another full fledged taxpayer corporation (except for dividends from investment funds participation certificates and investment partnerships shares) are exempt from corporate tax.

Exemption for participation into foreign subsidiaries

The participation income of corporations participating in 10% or more of the capital of a limited liability or joint stock company which does not have its legal or business centre in Turkey (except for corporations whose principal activity is financial leasing or investment of marketable securities) 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 or business centre at the rate of at least 15% (at the corporate income tax rate applicable in Turkey for those companies whose principal activity is financial assurance or insurance).

Exemption for sale of participation shares and property

A 75% portion of the gains derived from the sale of preferential rights, usufruct shares and founding shares from investment equity and real property which has remained in assets for more than two full years is exempt from corporate tax. To be entitled to the exemption, the relevant gain is required to be held in a fund account in the liabilities and it must not be withdrawn from the entity for a period of five years. The sales consideration has to be collected up until the end of the second calendar year following the year the sale was realized.

Brokerage houses and real estate companies who are dealing with the trading and leasing of real estate cannot benefit from this exemption.

Exemption for investment allowance

The investment allowance application which is calculated as 40% for excess of certain amounts of fixed asset purchases and had been in force for a significant period of time was abolished by Law No.5479 dated 30 March 2006. However, in accordance with temporary article 69 of the Income Tax Law, income and corporate taxpayers can deduct the following amounts from their income related to the years 2006, 2007 and 2008 as well as the investment allowance amounts they could not offset against 2005 gains which were present as of 31 December 2005, in accordance with the legislation (including the provisions related to tax rates) in force as of 31 December 2005:

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NOTE 35 - TAX ASSETS AND LIABILITIES (Continued)

a) In the scope of the investment incentive certificates prepared related to the applications before 24 April 2003, investments to be made after 1 January 2006 in the scope of the certificate for the investments started in accordance with the additional 1st, 2nd, 3rd, 4th, 5th and 6th articles prior to the abrogation of Income Tax Law No.193, with Law No. 4842.

b) In the scope of the abolished 19th article of Income Tax Law No.193, the investment allowance amounts to be calculated in accordance with the legislation in force at 31 December 2005 for investments which were started before 1 January 2006 and which display an economic and technical integrity. The effective tax rate will be 30% in the case of applying the investment allowance exemption. The Group calculated the tax provision using the rate 30% for its Subsidiaries and Joint Ventures that applied this exemption.

Accordingly, the abovementioned profits within trade income/loss are considered in the calculation of corporate income tax.

In additions to the exemptions explained above, tax deductions specified in Corporation Tax Law articles 8, 9, 10, and Income Tax Law article 40, are also considered in the assessment of the corporation tax base.

Russian Federation

The effective corporate tax rate effective in Russian Federation is 20% (2008: 24%).

Russian tax legislation is subject to different interpretations and changed over frequently. The interpretation of tax legislation by tax authorities with regard to operations of TME may not be similar with management.

Russian tax year is legal year and fiscal year ends other than the legal year end are not permitted. The income taxes over gains are calculated annually. Tax payments are made monthly or depending on tax payer's choice, 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 closing.

According to Russian Federation's tax system, financial losses can be carried forward for 10 years to be deducted from future taxable income. After the year 2007, restriction related with deductable financial tax losses are removed. Maximum amount that can be deducted in any year is limited to 30% of the taxable income (2008: 30%). Rights related to tax losses that have not been utilized in the related periods will be lost.

Technically, tax refund is applicable; however a refund is generally obtained following a legal procedure result. Consolidated tax reporting or tax payment of parent companies or subsidiaries is not allowed.

Generally, dividend payments that are paid to foreign shareholders are subject to 15% withholding tax. Based on bilateral tax agreements, this rate can be decreased.

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NOTE 35 - TAX ASSETS AND LIABILITIES (Continued)

The taxes on income reflected to the consolidated income statement for the years ended at 31 December 2009 and 2008 are summarized below:

	2009	2008
Current	(94.545)	(126.396)
Deferred	(21.278)	69.294
Taxes on income	**(115.823)**	**(57.102)**

The reconciliation of the taxation on income in the consolidated income statement for years ended 31 December and the tax calculated at the corporate tax rate based on the income before minority interests and taxation are as follows:

	2009	2008
Profit before taxation from continued operations	(200.493)	(23.202)
Tax calculated at 20% tax rate	40.099	4.641
Difference due to the different tax rates applicable in different countries	(1.075)	18.231
Expenses not deductible for tax purposes	(48.245)	(30.688)
Income not subject to tax	25.208	29.975
Utilization of previously unrecognized tax losses	3.051	1.712
Tax losses for which no deferred income tax asset was recognized	(132.553)	(59.105)
Adjustment effects	(353)	(14.809)
Withholding tax related to the dividend payment in Russia	(1.606)	(6.876)
Other	(349)	(183)
Current year tax	**(115.823)**	**(57.102)**

NOTE 36 – EARNINGS/LOSS PER SHARE

(Losses)/earnings per share based on share groups are as follows:

	2009	2008
(Losses)/profit attributable to equity holders of the Group	(114.113)	68.145
Weighted average number of shares with face value of TL 1 each	2.450.000	2.450.000
(Loss)/earnings per share (TL)	**(0,05)**	**0,03**

NOTE 37 - RELATED PARTY DISCLOSURES

i) Amounts due from and due to related parties:

Current trade receivables - Due from related parties:	**2009**	**2008**
Medyanet İletişim Reklam Pazarlama ve Turizm A.Ş. ("Medyanet")	8.232	9.302
D Market Elektronik Hizmetler ve Ticaret A.Ş. ("D Market")	1.016	723
Çankaya Bel Pet Limited Şirketi	914	884
D Elektronik Şans Oyunları ve Yayıncılık A.Ş. ("D Elektronik Şans Oyunları")	788	840
Doğan Portal ve Elektronik Ticaret A.Ş.	753	1.930
Yeni Ortadoğu Otomotiv	577	25
Alo Teledünya	345	345
Doğan Elektronik Turizm Satış Pazarlama Hizmetleri	113	125
D Yapı ve İnşaat Sanayi ve Ticaret A.Ş. ("D Yapı")	110	2.939
Ray Sigorta	70	334
Other	497	560
	13.415	**18.007**

Current trade payables - Due to related parties:		
Yeni Ortadoğu Otomotiv Ticaret A.Ş. ("Ortadoğu Otomotiv")	219	236
Ray Sigorta	106	448
Other	117	932
	442	**1.616**

ii) Transactions with related parties:

Service and product purchases:	**2009**	**2008**
Raw materials purchases	-	-
Other product and service purchases	8.991	10.897
	8.991	**10.897**

Service and product sales:		
Service and product sales	35.036	27.934

Financial income and expenses:		
Financial income	7	772
Financial expense	(6)	(327)
	1	**445**

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NOTE 37 - RELATED PARTY DISCLOSURES (Continued)

Purchases of property, plant and equipment and intangible assets:

	2009	2008
D Market	1.781	655
Medyanet A.Ş.	774	1.728
Ortadoğu Otomotiv	556	464
Doğan Portal Elektronik Ticaret A.Ş.	-	17.400
D Yapı	-	228
Yeni Ortadoğu Otomotiv	-	237
Other	-	103
	3.111	**20.815**

Benefits provided to board members and key management personnel

Group determined member of the board of the directors and member of the executive council as board members and key management personnel. Benefits provided to board members and key management personnel are wage, premium, health insurance and transportation. Total of the benefits provided to board members and key management personnel as below;

	2009	2008
To the Board members and key management personnel	34.342	17.452

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.

NOTE 38 - FINANCIAL RISK MANAGEMENT (Continued)

The Group is mainly exposed to foreign currency risk in USD and EUR, and the effect of other currencies is not material.

	2009	2008
Foreign currency assets	2.093.995	2.874.167
Foreign currency liabilities	(3.509.234)	(4.055.121)
Net asset position of off-balance sheet derivatives	133.804	138.510
Net foreign currency position	**(1.281.435)**	**(1.042.444)**

Net foreign currency position

Below table summarizes the Group's foreign currency risk as of 31 December 2009 and 2008. The carrying amount of foreign currency denominated assets and liabilities are as follows.

2009	TL Equivalent	US Dollar	Euro	Other
1. Trade Receivables	249.063	188.509	39.196	21.358
2a. Monetary Financial Assets Cash, Banks included)	1.741.240	1.619.976	90.289	30.975
2b. Non-Monetary Financial Assets	-	-	-	-
3. Other	3.278	91	2.849	338
4. Current Assets (1+2+3)	**1.993.581**	**1.808.576**	**132.334**	**52.671**
5. Trade Receivables	13.520	7.041	1.439	5.040
6a. Monetary Financial Assets	76.748	908	75.730	110
6b. Non-Monetary Financial Assets	-	-	-	-
7. Other	10.146	10.146	-	-
8. Non-Current Assets (5+6+7)	**100.414**	**18.095**	**77.169**	**5.150**
9. Total Assets (4+8)	**2.093.995**	**1.826.671**	**209.503**	**57.821**
10. Trade Payables	821.885	707.838	100.195	13.852
11. Financial Liabilities	1.049.870	919.996	112.697	17.177
12a. Other Monetary Financial Liabilities	4.311	3.856	258	197
12b. Other Non-Monetary Financial Liabilities	373	140	233	-
13. Current Liabilities (10+11+12)	**1.876.439**	**1.631.830**	**213.383**	**31.226**
14. Trade Payables	316.744	316.744	-	-
15. Financial Liabilities	1.233.008	1.012.047	181.505	39.456
16a. Other Monetary Financial Liabilities	38.542	38.315	227	-
16b. Other Non-Monetary Financial Liabilities	44.501	43.716	-	785
17. Non-Current Liabilities (14+15+16)	**1.632.795**	**1.410.822**	**181.732**	**40.241**
18. Total Liabilities (13+17)	**3.509.234**	**3.042.652**	**395.115**	**71.467**
19. Net asset / liability position of **Off-balance sheet derivatives (19a-19b)**	**133.804**	**134.001**	**3.601**	**(3.798)**
19a. Off-balance sheet foreign currency derivative assets	**149.129**	**140.173**	**6.637**	**2.319**
19b. Off-balance sheet foreign currency derivative liabilities	**15.325**	**6.172**	**3.036**	**6.117**
20. Net foreign currency asset liability position (9-18+19)	**(1.281.435)**	**(1.081.980)**	**(182.011)**	**(17.444)**
21. Net foreign currency asset / liability position of monetary items (1+2a+5+6a-10-11-12a-14-15-16a)	**(1.383.789)**	**(1.182.362)**	**(188.228)**	**(13.199)**
22. Fair value of foreign currency hedged financial assets	**22.335**	**22.335**	-	-
23. Exports	**821.368**	**768.703**	**-**	**-**
24. Imports	**1.311.181**	**1.019.468**	**10.866**	**-**

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

NOTE 38 - FINANCIAL RISK MANAGEMENT (Continued)

2008	TL Equivalent	US Dollar	Euro	Other
1. Trade Receivables	173.693	120.305	25.706	27.682
2a. Monetary Financial Assets Cash, Banks included)	2.556.908	2.387.346	146.097	23.465
2b. Non-Monetary Financial Assets	7	7	-	-
3. Other	62.053	21.624	12.409	28.020
4. Current Assets (1+2+3)	**2.792.661**	**2.529.282**	**184.212**	**79.167**
5. Trade Receivables	9.738	5.272	2.028	2.438
6a. Monetary Financial Assets	-	-	-	-
6b. Non-Monetary Financial Assets	233	-	233	-
7. Other	71.535	12	71.462	61
8. Non-Current Assets (5+6+7)	**81.506**	**5.284**	**73.723**	**2.499**
9. Total Assets (4+8)	**2.874.167**	**2.534.566**	**257.935**	**81.666**
10. Trade Payables	979.190	906.174	56.483	16.533
11. Financial Liabilities	733.287	531.438	184.276	17.573
12a. Other Monetary Financial Liabilities	57.533	23.505	1.111	32.917
12b. Other Non-Monetary Financial Liabilities	230	68	162	-
13. Current Liabilities (10+11+12)	**1.770.240**	**1.461.185**	**242.032**	**67.023**
14. Trade Payables	523.743	523.728	-	15
15. Financial Liabilities	1.754.114	1.455.006	244.135	54.973
16a. Other Monetary Financial Liabilities	7.024	2.107	196	4.721
16b. Other Non-Monetary Financial Liabilities	-	-	-	-
17. Non-Current Liabilities (14+15+16)	**2.284.881**	**1.980.841**	**244.331**	**59.709**
18. Total Liabilities (13+17)	**4.055.121**	**3.442.026**	**486.363**	**126.732**
19. Net asset / liability position of Off-balance sheet derivatives (19a-19b)	138.510	135.170	3.340	-
19a. Off-balance sheet foreign **currency derivative assets**	**138.641**	**135.170**	**3.471**	**-**
19b. Off-balance sheet foreign currency derivative liabilities	**131**	**-**	**131**	**-**
20. Net foreign currency asset liability position (9-18+19)	**(1.042.444)**	**(772.290)**	**(225.088)**	**(45.066)**
21. Net foreign currency asset / liability position of monetary items (1+2a+5+6a-10-11-12a-14-15-16a)	**(1.314.552)**	**(929.035)**	**(312.370)**	**(73.147)**
22. Fair value of foreign currency hedged financial assets	**22.951**	**22.951**	**-**	**-**
23. Exports	**1.324.354**	**-**	**-**	**-**
24. Imports	**1.909.180**	**-**	**-**	**-**

NOTE 38 - FINANCIAL RISK MANAGEMENT (Continued)

As of 31 December 2009 and 2008 foreign currency denominated asset and liability balances were converted with the following exchange rates; TL 1,5057 = USD 1 and TL 2,1603 = EURO 1 (2008: TL 1,5123 = USD 1 and TL 2,1408 = EURO 1)

2009	Profit/Loss	
	Appreciation of foreign currency	**Depreciation of foreign currency**
	If USD appreciated against TL by 10%	
1- US Dollar net asset/(liability)	(108.198)	108.198
2- Part of hedged from US Dollar risk (-)	-	-
3- US Dollar net effect-gain/(loss) (1+2)	**(108.198)**	**108.198**
	If Euro appreciated against TL by 10%	
4- Euro net asset/(liability)	(18.201)	18.201
5- Part of hedged from Euro risk (-)	-	-
6- Euro net effect-gain/(loss) (4+5)	**(18.201)**	**18.201**
	If other foreign currency appreciated against TL by 10%	
7- Other foreign currency net asset/(liability)	(1.744)	1.744
8- Part of hedged other foreign currency risk (-)	-	-
9- Other foreign currency net effect-gain/(loss) (7+8)	**(1.744)**	**1.744**
Total (3+ 6+9)	**(128.143)**	**128.143**

NOTE 38 - FINANCIAL RISK MANAGEMENT (Continued)

2008	**Profit/Loss**	
	Appreciation of foreign currency	**Depreciation of foreign currency**
	If USD appreciated against TL by 10%	
1- US Dollar net asset/(liability)	(77.229)	77.229
2- Part of hedged from US Dollar risk (-)	-	-
3- US Dollar net effect-gain/(loss) (1+2)	**(77.229)**	**77.229**
	If Euro appreciated against TL by 10%	
4- Euro net asset/(liability)	(22.509)	22.509
5- Part of hedged from Euro risk (-)	-	-
6- Euro net effect-gain/(loss) (4+5)	**(22.509)**	**22.509**
	If other foreign currency appreciated against TL by 10%	
7- Other foreign currency net asset/(liability)	(4.507)	4.507
8- Part of hedged other foreign currency risk (-)	-	-
9- Other foreign currency net effect-gain/(loss) (7+8)	**(4.507)**	**4.507**
Total (3+ 6+9)	**(104.245)**	**104.245**

a.2) Interest Rate risk

- Media

The Group is exposed to interest rate risk through the impact of rate changes on interest bearing financial liabilities and long term trade payables. These exposures are managed using natural hedges that arise from offsetting interest rate sensitive assets and liabilities and by limited use of derivative instruments.

- Energy and Other

Financial liabilities of energy and other segments expose them into interest rate risk. Financial liabilities on these segments are mainly borrowings at fixed rates.

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NOTE 38 - FINANCIAL RISK MANAGEMENT (Continued)

The Group's financial instruments, that are sensitive to interest rate, are as follows:

	2009	**2008**
Financial instruments with fixed interest rate		
Assets which difference between fair value less cost to sell with book value booked at statements of income	2.652.503	3.297.576
Financial liabilities	916.846	1.120.641
Financial instruments with floating interest rate		
Financial liabilities	1.736.425	1.941.427

Based on the current balance sheet as of 31 December 2009, if there is 1% decrease/ increase in the floating interest rates of financial liabilities for the Media, Energy and other segments of the Group and if the other variables are kept constant; the net loss before minority and taxation of the Group is going to increase/decrease by TL 17.364 (2008: the net loss before minority and taxation of the Group is going to decrease/increase by TL 10.494).

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. Gain/loss arising from fair value hedging transactions is added to cost of goods sold. TL 29.957 of loss on these transactions is included in cost of goods sold in 2009 (2008: TL 140.309 gain).

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

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.

NOTE 38 - FINANCIAL RISK MANAGEMENT (Continued)

a.3) Price Risk (Continued)

- Energy

The Group has adopted a policy of only dealing with creditworthy counterparties and obtaining sufficient collateral where appropriate, as a means of mitigating the risk of financial loss from defaults. Collection risk mainly arises from trade receivables. The risk is managed through the credit limits up to the guarantees received from the dealers. The Group monitors the usage of the credit limits and evaluates customer credibility continuously through taking financial position of the customers with their past experiences and other aspects into consideration. Trade receivables are evaluated based on the Energy segment policies and procedures and presented net-off of provision for doubtful receivables accordingly.

Credit valuation is continuously performed from trade receivable account of the customers; receivables are insured if necessary.

- Other

The Group has adopted a policy of only dealing with creditworthy counterparties (excluding related parties) and obtaining sufficient collateral where appropriate, as a means of mitigating the risk of financial loss from defaults.

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NOTE 38 - FINANCIAL RISK MANAGEMENT (Continued)

The Group's credit risk of financial instruments as of 31 December 2009 is as follows:

	Trade Receivables		Other Receivables		Cash and	Derivative
31 December 2009	**Related Party**	**Other**	**Related Party**	**Other**	**cash equivalents**	**Instruments**
Maximum net credit risk as of balance sheet date	**13.415**	**1.153.775**	**-**	**-**	**1.968.384**	**30.802**
- The part of maximum risk under guarantee with collateral	***13.415***	***230.965***	**-**	**-**	**-**	**-**
A. Net book value of financial assets that are not past due/impaired	13.415	905.774	-	-	1.968.384	30.802
B. Net book value of financial assets that are renegotiated, if not that will be accepted as past due or impaired	-	9.947	-	-	-	-
	-	-	-	-		
C. Carrying value of financial assets that are past due but not impaired	-	211.239				
- The part under guarantee with collateral etc.	-	65.190	-	-	-	-
D. Net book value of impaired assets	-	26.815	-	-	-	-
- Past due (gross carrying amount)	-	248.934	-	-	-	-
- Impairment (-)	-	(222.119)	-	-	-	-
- The part of net value under guarantee with collateral	-	31.287				
- Not over due (gross carrying amount)	-	(380)	-	-	-	-
- Impairment (-)	-	(380)				
- The part of net value under guarantee with collateral	-	(760)	-	-	-	-
E. Off-balance sheet items with credit risk	-	-	-	-	-	-

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NOTE 38 - FINANCIAL RISK MANAGEMENT (Continued)

The Group's credit risk of financial instruments as of 31 December 2008 is as follows:

	Trade Receivables		Other Receivables		Cash and	Derivative
31 December 2008	**Related Party**	**Other**	**Related Party**	**Other**	**cash equivalents**	**Instruments**
Maximum net credit risk as of balance sheet date	**18.007**	**1.174.901**	**-**	**-**	**3.360.294**	**56.849**
- The part of maximum risk under guarantee with collateral	***-***	***190.511***	***-***	***-***	***601***	***-***
A. Net book value of financial assets that are not past due/impaired	18.007	913.762	-	-	3.360.294	56.849
B. Net book value of financial assets that are renegotiated, if not that will be accepted as past due or impaired	-	39.226	-	-	-	-
C. Carrying value of financial assets that are past due but not impaired	-	204.001	-	-	-	-
- The part under guarantee with collateral etc.	-	74.953	-	-	-	-
D. Net book value of impaired assets	-	17.912	-	-	-	-
- Past due (gross carrying amount)	-	194.791	-	-	-	-
- Impairment (-)	-	(176.879)	-	-	-	-
- The part of net value under guarantee with collateral	-	17.511	-	-	-	-
- Not over due (gross carrying amount)	-	-	-	-	-	-
- Impairment (-)	-	-	-	-	-	-
- The part of net value under guarantee with collateral	-	-	-	-	-	-
E. Off-balance sheet items with credit risk	-	-	-	-	-	-

NOTE 38 - FINANCIAL RISK MANAGEMENT (Continued)

Based on industry dynamics and characteristics, the Group does not foresee any collection risk for overdue amounts up to 30 days. Interest is charged for trade receivables which are overdue more than 1 month for media and other segments and 90 days for Energy segment and these receivables are restructured and considered recoverable because there are letter of guarantees, mortgages and other guarantees obtained. Overdue trade receivables is a result of the industry characteristic as mentioned above and is not significantly different from previous periods.

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:

	2009		2008	
	Trade Receivables	**Other Receivables**	**Trade Receivables**	**Other Receivables**
From due date				
Past due 1-30 days	93.233	-	84.197	-
Past due 1-3 months	52.243	-	60.255	-
Past due 3-12 months	49.106	-	46.472	-
Past due 1-5 years	16.247	-	13.077	-
Past due more than 5 years	410	-	-	-
The part under guarantee with collateral	65.190	-	74.953	-

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.

NOTE 38 - FINANCIAL RISK MANAGEMENT (Continued)

d) Liquidity risk (Continued)

2009	Carrying value	Total cash outflow according to contract	Less than 3 Months	3-12 Months	1-5 Years	More than 5 years
Non-derivative financial liabilities						
Bank borrowings (Note 8)	2.827.908	2.998.519	460.406	852.863	1.682.455	2.795
Trade payables (Note 10)	1.573.811	1.598.232	523.685	740.803	333.744	-
Other financial liabilities (Note 9)	18.562	19.790	3.708	15.340	742	-
	4.420.281	**4.616.541**	**987.799**	**1.609.006**	**2.016.941**	**2.795**
Derivative financial liabilities						
Derivative cash inflow	22.337	253.142	115.943	137.199	-	-
Derivative cash outflow	(2.631)	(248.577)	(124.663)	(123.914)	-	-
Derivative cash inflow/outflow, net	**19.706**	**4.565**	**(8.720)**	**13.285**	**-**	**-**

2008	Carrying value	Total cash outflow according to contract	Less than 3 Months	3-12 Months	1-5 Years	More than 5 years
Non-derivative financial liabilities						
Bank borrowings (Note 8)	2.828.336	3.196.050	528.450	657.366	1.889.971	120.263
Finance lease liabilities (Note 8)	51.288	55.517	25.444	4.094	25.979	-
Trade payables (Note 10)	1.837.723	1.891.937	492.102	843.896	555.939	-
Other financial liabilities (Note 9)	30.305	33.334	12.669	12.122	8.543	-
	4.747.652	**5.176.838**	**1.058.665**	**1.517.478**	**2.480.432**	**120.263**
Derivative financial liabilities						
Derivative cash inflow	57.401	356.499	206.608	5.318	144.573	-
Derivative cash outflow	-	(314.966)	(178.507)	(11.343)	(125.116)	-
Derivative cash inflow/outflow, net	**57.401**	**41.533**	**28.101**	**(6.025)**	**19.457**	**-**

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NOTE 38 - FINANCIAL RISK MANAGEMENT (Continued)

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:

Monetary assets

The fair values of balances denominated in foreign currencies, which are translated at the period index change rates, are considered to approximate carrying value.

The fair values of certain financial assets carried at cost, including cash and cash equivalents 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 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 gearing ratio. This ratio is calculated as net debt divided by total capital. On the calculation of the total debt, the Group management takes short and long-term borrowings and trade payables into consideration. Cash and cash equivalents are calculated as liquid assets less than 3 months and marketable securities less interest rediscount (Note 6).

NOTE 38 - FINANCIAL RISK MANAGEMENT (Continued)

	2009	2008
Total debts	4.402.161	4.972.938
Less: Cash and cash equivalents (Note 6)	(2.034.716)	(3.382.706)
Net debt	2.367.445	1.590.232
Equity	3.474.105	3.851.032
Total equity	5.841.550	5.441.264
Gearing ratio	**41%**	**29%**

NOTE 39 - 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 have been determined by the Group and its subsidiaries and joint ventures, using available market information and appropriate valuation methodologies. 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 were used to estimate the fair value of the financial instruments for which it is practicable to estimate fair value:

Financial assets

The fair value of the foreign currency denominated amounts, which are translated by using the Exchange rates prevailing at period-end, is considered to approximate their fair value.

The fair values of certain financial assets carried at cost including cash and due from banks, deposits with banks and other financial assets are considered to approximate their respective carrying values due to their short-term nature. The fair value of investment securities has been estimated based on the market prices at balance sheet dates.

The trade receivables are carried at amortized cost using the effective yield method less provision for doubtful receivables, and hence are considered to approximate their fair values.

Financial liabilities

The fair value of short-term funds borrowed 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 period-end exchange rates and accordingly their carrying amounts approximate their fair values.

Trade payables are stated at their fair values and accordingly their carrying amounts approximate their fair values.

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NOTE 40 - SUBSEQUENT EVENTS

1. The Group's joint venture of POAŞ's subsidiaries PO Oil Financing and Petro Finance, established for the purpose of raising funds in the international markets, ceased operations in January 2010. Following the liquidation process, the mentioned companies will be taken out of consolidation scope.

2. As detailed in Note 22, the tax cases which were filed for the cancellation of fine notifications regarding the tax penalty amounting to TL 772.500 in total, composed of TL 115.300 tax base and TL 657.200 tax penalty with regard to sales of Doğan TV Holding A.Ş. shares to a subsidiary of Axel Springer AG (Commerz-Film GmbH) is resulted in favor of Group in February 2010.

3. The Group's subsidiary of Doğan Yayın Holding's capital increase by 198.000 nominal amounts shares to TL 1.000.000 from 802.000 of the issued capital, all in cash, within TL 2.000.000 registered capital ceiling; is taken to CMB record with the number 18/266 on 7 April 2010. Dogan Holding has the right to purchase new shares from shares representing TL 198.000 capital increase with proportion of 24,69% of currently owned shares.The share purchase right, will be in progress for 15 days, between the dates of 12 and 26 April 2010, in application locations mentioned in share purchase circular.In using share purchase rights, share with TL 1 nominal value will be exposed for sale by TL 1.

4. As explained in Note 22, until a new decision is taken, the execution of decisions which were noticed to Doğan Yayın Holding, subsidiary of Group, at 13 October 2009 are postponed upon the written objection of Doğan Yayın by Radio and Television Supreme Council ("RTUK"). The mentioned decision of RTUK is noticed to Group at 10 February 2010.

5. As explained in Note 8, since TME, subsidiary of Group, could not get the requirements for the loan agreements as of 31 December 2009, related bank loans are classified as short-term in the consolidated financial statements. Nonetheless, after balance sheet date, TME has signed a preliminary loan agreement with a different financial institution in order to pay the bank loan.

6. As explained in Note 22, Hurriyet, subsidiary of Group, has settled a negotiation regarding to TL 22.600 tax base and TL 22.600 tax penalty in total before tax assessment. According to this, the tax base and penalty is defined as TL 8.000. The mentioned amount will be paid with the calculated overdue interest within a month. It is estimated that the amount to be paid with overdue interest will be TL 17.200 and provision amounting to TL 17.200 is booked in the consolidated financial statements of Hurriyet for the period 31 December 2009 (Note 26).

7. Consolidated financial statements for the year ended 31 December 2009 have been approved by the Board of Directors on 9 April 2010. These consolidated financial statements will be definitive following the approval in the General Assembly.

NOT 41 - DISCLOSURE OF OTHER MATTERS

None (2008: None).

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NOTE 42 - CONSOLIDATED CASH FLOW STATEMENTS - CASH USED IN OPERATIONS

	Notes	2009	2008
(Loss)/Profit before income taxes from continuing operations		(200.493)	(23.202)
Adjustments:			
Depreciation and amortization	17,18,19	395.607	376.634
Provision for employment termination benefits	24	17.031	12.576
Interest expenses, net	32,33	147.678	47.539
Currency translation differences		(4.461)	16.842
Loss on sale of property, plant and equipment		458	3.909
Profit from purchase of subsidiary share	31	(38.953)	(76.104)
Impairment of investment property, tangible and intangible assets	17,18,19	11.212	24.683
(Reversal)/provision for net realised values		(32.836)	40.173
Provision for doubtful receivables	31	54.316	61.478
Foreign exchange loss from loans and letter of credits		172.383	688.473
Other provisions		59.007	19.381
Profit arising from the sale of Subsidiaries and Joint Ventures	31	(22.542)	(58.676)
		558.407	**1.133.706**
Changes in working capital (excluding the effects of acquisitions and disposals):			
Change in financial investments and investments accounted for by the equity method		(137.683)	31.073
Change in trade receivables and due from related parties, net		(62.670)	189.695
Change in inventories, net		34.495	(211.502)
Change in trade payables and due to related parties, net		7.806	482.797
Change in other payables/receivables, net		59.345	(135.540)
		(98.707)	**356.523**
Net cash (used)/provided by operating activities		**459.700**	**1.490.229**

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