

**DOĞAN YAYIN HOLDİNG A.Ş.**  
**EXTRAORDINARY GENERAL SHAREHOLDER MEETING DATED NOVEMBER 5<sup>TH</sup>, 2009**

**FORM OF POWER OF ATTORNEY**

**POWER OF ATTORNEY**

**TO : DOĞAN YAYIN HOLDİNG A.Ş.**  
**CHAIR OF BOARD OF DIRECTORS**

I, the undersigned, hereby appoint, empower and delegate ..... as my proxy fully authorized to represent me, and to vote and file motions in my name, and to sign the required documents in the name of me, all in line with my opinions marked below, in the Extraordinary Meeting of the General Assembly of Shareholders of Doğan Yayın Holding A.Ş., where I hold and own capital shares, to be held at the address of Evren Mahallesi, Gülbahar Caddesi, Hürriyet Medya Towers, Güneşli / İstanbul at 10:30 hrs on 05/11/2009.

**(A) SCOPE OF THE POWERS GRANTED TO PROXY:**

- a) The proxy is authorized to vote on all agenda items and topics in line with his own opinions.
- b) The proxy is authorized to vote on agenda items and topics in line with the following instructions:  
**Instructions:** (Please insert your special instructions.)
- c) The proxy is authorized to vote on agenda items and topics in line with the motions and proposals of the Company management.
- d) On other issues or motions that may be put on agenda of the meeting, the proxy is authorized to vote in line with the following instructions:  
**Instructions:** (Please insert your special instructions.)

**(B) SHARE CERTIFICATES OWNED AND HELD BY THE SHAREHOLDER:**

- a) Class and Rank
- b) Number
- c) Quantity & Nominal Value
- d) Whether privileged in voting or not
- e) Registered or Bearer Shares

**NAME & SURNAME AND POSITION OF THE SHAREHOLDER**

**SIGNATURE**

**ADDRESS**

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