



KAMUYU AYDINLATMA PLATFORMU

HACI ÖMER SABANCI HOLDİNG A.Ş. Notification Regarding Merger

Notification Regarding Merger

Summary Info	Regulatory Approval for Merger through Acquisition of Exsa by Sabancı Holding
Update Notification Flag	Yes
Correction Notification Flag	No
Postponed Notification Flag	No
Related Companies	CIMSA

Board Decision Date	24.05.2023
Merger Model	Merger Through Acquisition
Date Of Financial Statements Base To Merger	30.06.2023
Currency Unit	TRY

Acquired Company	Trading On The Stock Exchange/Not Trading On The Stock Exchange	Share Exchange Rate	Group of Share To Be Distributed To Acquired Company Shareholders	Form of Share To Be Distributed To Acquired Company Shareholders
EXSA EXPORT SANAYİ MAMULLERİ SATIŞ VE ARAŞTIRMA A.Ş.	Not Trading On The Stock Exchange	0,35995893	-	Registered

Share Group Info	Paid In Capital	Amount Of Capital To Be Increased Due To The Acquisition (TL)	Capital To Be Decreased (TL)	Target Capital	New Shares To Be Given Due To Merger
SAHOL, TRASAOL91Q5	2.040.403.931	59.972.038,18	0	2.100.375.969,18	SAHOL, TRASAOL91Q5

	Paid In Capital	Amount Of Capital To Be Increased Due To The Acquisition (TL)	Capital To Be Decreased (TL)	Target Capital
TOTAL	2.040.403.931 TL	59.972.038,18 TL	0 TL	2.100.375.969,18 TL

Capital Market Board Application Date Regarding Merger	21.06.2023
Capital Market Board Application Result Regarding Merger	APPROVAL
Capital Market Board Approval Date Regarding Merger	22.11.2023
Capital Market Board Application Date	21.06.2023

Additional Explanations

In line with the resolution of the Board of Directors of Sabancı Holding dated May 24, 2023, the application before the Capital Markets Board (CMB) regarding the proposed merger, where all of the assets and liabilities of Exsa Export Sanayi Mamulleri Satış ve Araştırma A.Ş. (Exsa), a subsidiary of Sabancı Holding, be acquired as a whole by Sabancı Holding, has been approved by the CMB on November 22, 2023.

Pursuant to the Article 8 of the CMB's Merger and Demerger Communiqué No. II-23.2, Turkish versions of the Regulatory Filing as approved by the CMB, the Merger Agreement, the Merger Report, the Independent Valuation Report, Financial Statements of both Sabancı Holding and Exsa for the interim period ended 30.06.2023 with Special Independent Audit Reports, and Real Estate Appraisal Reports are attached to this statement.

For ease of perusal for our stakeholders, execution copies of the relevant documents that are identical to the signed originals have been disclosed in the attachment.

Lastly, please refer to [Updated Q&A regarding Sabancı Holding and Exsa Merger](#) on Investor Relations website.

In case of a discrepancy between the Turkish and English versions of this public disclosure statement, Turkish version shall prevail.

Documents Regarding Merger

Appendix: 1	Birlesme Raporu.pdf - Merger Report
Appendix: 2	Birlesme Sozlesmesi.pdf - Merger Contract
Appendix: 3	Duyuru Metni.pdf - Announcement Text
Appendix: 4	Uzman Kurulus Raporu.pdf - Expert Institution Report

We proclaim that our above disclosure is in conformity with the principles set down in "Material Events Communiqué" of Capital Markets Board, and it fully reflects all information coming to our knowledge on the subject matter thereof, and it is in conformity with our books, records and documents, and all reasonable efforts have been shown by our Company in order to obtain all information fully and accurately about the subject matter thereof, and we're personally liable for the disclosures.