



KAMUYU AYDINLATMA PLATFORMU

ÇİMSA ÇİMENTO SANAYİ VE TİCARET A.Ş. Non-current Financial Asset Acquisition

Summary

Completion of the Partial Purchase of the Shares of Sabanci Building Solutions BV

Noncurrent Financial Asset Acquisition

Related Companies [SAHOL]

Related Funds []

Noncurrent Financial Asset Acquisition	
Update Notification Flag	Evet (Yes)
Correction Notification Flag	Hayır (No)
Date Of The Previous Notification About The Same Subject	23.10.2023
Postponed Notification Flag	Hayır (No)
Announcement Content	
Board Decision Date for Acquisition	23/10/2023
Were Majority of Independent Board Members' Approved the Board Decision for Acquisition	YES
Title of Non-current Financial Asset Acquired	Sabancı Building Solutions BV
Field of Activity of Non-current Financial Asset whose Shares were being Acquired	Global investments in building materials
Capital of Noncurrent Financial Asset	EUR 187,000,000
Acquirement Way	Satın Alma (Purchase)
Date on which the Transaction was/will be Completed	December 08, 2023
Acquisition Conditions	Peşin (Cash)
Detailed Conditions if it is a Timed Payment	-
Nominal Value of Shares Acquired	EUR 18,887,000
Purchase Price Per Share	EUR 1.34
Total Purchasing Value	EUR 25,280,098
Ratio of New Shares Acquired to Capital of Non-current Financial Asset (%)	10,10%
Total Ratio of Shares Owned in Capital of Non-current Financial Asset After Transaction (%)	50,10%
Total Voting Right Ratio Owned in Non-current Financial Asset After Transaction (%)	50,10%
Ratio of Non-current Financial Asset Acquired to Total Assets in Latest Disclosed Financial Statements of Company (%)	5,32%
Ratio of Transaction Value to Sales in Latest Annual Financial Statements of Company (%)	8,76%
Effects on Company Operations	Financial assets will increase and SBS, which is now directly consolidated in the financial statements of Sabancı Holding, will be consolidated in Çimsa after the transfer.
Did Takeover Bid Obligation Arised?	Hayır (No)

Will Exemption Application be Made, if Takeover Bid Obligation Arised?	Hayır (No)
Title/ Name-Surname of Counter Party	Hacı Ömer Sabancı Holding A.Ş.
Is Counter Party a Related Party According to CMB Regulations?	Evet (Yes)
Relation with Counter Party if any	Parent company
Agreement Signing Date if Exists	23/10/2023
Value Determination Method of Non-current Financial Asset	Based on an independent valuation report.
Did Valuation Report be Prepared?	Düzenlendi (Prepared)
Reason for not Preparing Valuation Report if it was not Prepared	-
Date and Number of Valuation Report	October 23, 2023
Title of Valuation Company Prepared Report	Ernst Young Kurumsal Finansman Danışmanlık A.Ş.
Value Determined in Valuation Report if Exists	EUR 25,280,098
Reasons if Transaction wasn't/will not be performed in Accordance with Valuation Report	The transaction value is determined in line with the independent valuation report.
Explanations	

The closing procedures regarding the transfer of 18,887,000 shares representing 10.1% of the share capital of Sabancı Building Solutions BV (SBS) from our parent company Hacı Ömer Sabancı Holding A.Ş., in consideration of EUR 25,280,098 have been completed as of December 8, 2023. The transfer of such shares has been completed as of the same date and the transfer price has been paid.

The organisation chart showing the shareholder structure of SBS before and after the share transfer is attached.

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

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.