



## KAMUYU AYDINLATMA PLATFORMU

# HACI ÖMER SABANCI HOLDİNG A.Ş. Non-current Financial Asset Sale

### Summary

Partial Sale of the Shares of Sabanci Building Solutions BV

## Non-Current Financial Asset Sale

**Related Companies** [CİMSA]

**Related Funds** []

<b>Non-Current Financial Asset Sale</b>	
Update Notification Flag	Hayır (No)
Correction Notification Flag	Hayır (No)
Date Of The Previous Notification About The Same Subject	-
Postponed Notification Flag	Hayır (No)
<b>Announcement Content</b>	
Board Decision Date for Sale	23/10/2023
Were Majority of Independent Board Members' Approved the Board Decision for Sale?	Yes
Title of Non-current Financial Asset Sold	Sabancı Building Solutions BV
Field of Activity of Non-current Financial Asset Sold	Global investments in building materials
Capital of Non-current Financial Asset Sold	EUR 187,000,000
Date on which the Transaction was/will be Completed	Following the completion of necessary legal procedures
Sales Conditions	Peşin (Cash)
Nominal Value of Shares Sold	EUR 18,887,000
Sales Price Per Share	EUR 1.34
Total Sales Value	EUR 25,280,098
Ratio of Shares Sold to Capital of Non-current Financial Asset (%)	10.1%
Total Ratio of Shares Owned in Capital of Non-current Financial Asset After Sales Transaction (%)	49.9%
Total Voting Right Ratio Owned in Non-current Financial Asset After Sales Transaction (%)	49.9%
Ratio of Non-current Financial Asset Sold to Total Assets in Latest Disclosed Financial Statements of Company (%)	0.016%
Ratio of Transaction Value to Sales in Latest Annual Financial Statements of Company (%)	0.19%
Effects on Company Operations	Holding-only cash will increase and SBS, which is now directly consolidated in the financial statements of Sabancı Holding, will continue to be consolidated indirectly through Çimsa after the transfer.
Profit / Loss Arised After Transaction	There will be no consolidated profit/loss effect since it is an under common control (intra-Group) transaction.
How will Sales Profit be Used if Exists?	-
Board Decision Date for Use of Sales Profit if Exists	-

Title/ Name-Surname of Counter Party Bought	Çimsa Çimento Sanayi ve Ticaret A.Ş.
Is Counter Party a Related Party According to CMB Regulations?	Evet (Yes)
Relation with Counter Party if any	Subsidiary
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.
<b>Explanations</b>	

By taking into account the reduced need of Sabancı Holding's financial support for the existing and ongoing investments of Sabancı Building Solutions BV (SBS) as well as the strengthened financial position of Çimsa Çimento Sanayi ve Ticaret A.Ş. (Çimsa), for the purposes of having global building materials investments concentrated under the roof of SBS consolidated and managed by Çimsa with an increased operational efficiency, the Board of Directors of Sabancı Holding has resolved the followings in its meeting held today:

- 18,887,000 shares representing 10.1% of the share capital of SBS, in which Sabancı Holding currently holds 60% whereas the remaining 40% is being held by Çimsa, shall be transferred to Çimsa, a subsidiary of Sabancı Holding;
- The transfer price shall be determined as EUR 25,280,098 based on an independent valuation report dated October 23, 2023 prepared by Ernst Young Kurumsal Finansman Danışmanlık A.Ş. within the framework of capital markets regulations;
- Çimsa shall be entitled to right to offer/purchase the remaining 93,313,000 shares representing 49.9% of the share capital of SBS that will be held by Sabancı Holding post the transfer;
- The management of Sabancı Holding shall be authorized to carry out all necessary works and transactions related to the share transfers and to sign the Share Purchase Agreement that will be executed between Sabancı Holding and Çimsa.

Further developments will be made available to public.

*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.