



KAMUYU AYDINLATMA PLATFORMU

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

Summary

Incorporation of Cimsa Sabanci Cement BV



Noncurrent Financial Asset Acquisition

Related Companies [CIMSABANK]

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	01.10.2020
Postponed Notification Flag	Hayır (No)
Announcement Content	
Board Decision Date for Acquisition	14/10/2020
Were Majority of Independent Board Members' Approved the Board Decision for Acquisition	Yes
Title of Non-current Financial Asset Acquired	Cimsa Sabanci Cement BV
Field of Activity of Non-current Financial Asset whose Shares were being Acquired	Investing, trading, and distributing cement and construction materials
Capital of Noncurrent Financial Asset	87,000,000 EUR
Acquirement Way	Kuruluştta Edinim (Establishment)
Date on which the Transaction was/will be Completed	Upon the completion of registration procedures in the Netherlands
Acquisition Conditions	Peşin (Cash)
Detailed Conditions if it is a Timed Payment	-
Nominal Value of Shares Acquired	52,200,000 EUR
Purchase Price Per Share	1 EUR
Total Purchasing Value	52,200,000 EUR
Ratio of New Shares Acquired to Capital of Non-current Financial Asset (%)	60
Total Ratio of Shares Owned in Capital of Non-current Financial Asset After Transaction (%)	60
Total Voting Right Ratio Owned in Non-current Financial Asset After Transaction (%)	60
Ratio of Non-current Financial Asset Acquired to Total Assets in Latest Disclosed Financial Statements of Company (%)	0.10
Ratio of Transaction Value to Sales in Latest Annual Financial Statements of Company (%)	0.81
Effects on Company Operations	It is expected to have a positive effect on consolidated financial statements once the incorporation and restructuring is completed
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	-
Is Counter Party a Related Party According to CMB Regulations?	Hayır (No)
Relation with Counter Party if any	-
Agreement Signing Date if Exists	-
Value Determination Method of Non-current Financial Asset	Based on nominal value
Did Valuation Report be Prepared?	Düzenlenmedi (Not Prepared)
Reason for not Preparing Valuation Report if it was not Prepared	Initial capital of CSC BV is determined based on nominal value of shares
Date and Number of Valuation Report	-
Title of Valuation Company Prepared Report	-
Value Determined in Valuation Report if Exists	-
Reasons if Transaction wasn't/will not be performed in Accordance with Valuation Report	-
Explanations	

As a part of Sabancı Group's long-term strategy to become the leading player in global white cement trade, a decision has been made to merge the financial power of our Company and the operational capability of our subsidiary Çimsa Çimento Sanayi ve Ticaret A.Ş. (Çimsa) under one roof abroad, to create a more efficient and financially strong platform.

Within the context of abovementioned purpose, our Board of Directors have resolved the followings in today's meeting:

- To incorporate a company in the Netherlands under the trade name of Cimsa Sabanci Cement BV (CSC BV) with 87,000,000 EUR equity capital, in which our Company will be holding 60% of the total equity shares while the remaining 40% to be held by Çimsa,
- To participate in CSC BV as incorporator and to inject 52,200,000 EUR amount of capital in consideration for 52,200,000 shares of CSC BV.

Further developments will be made available to public.

In contradiction between the Turkish and English versions of this public disclosure, the 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.