



KAMUYU AYDINLATMA PLATFORMU

HACI ÖMER SABANCI HOLDİNG A.Ş. Material Event Disclosure (General)

Summary

Restructuring of White Cement Business Unit





Material Event Disclosure General

Related Companies [CİMSA]

Related Funds []

Material Event Disclosure General	
Update Notification Flag	Hayır (No)
Correction Notification Flag	Hayır (No)
Date Of The Previous Notification About The Same Subject	-
Postponed Notification Flag	Evet (Yes)
Announcement Content	
Explanations	

It is contemplated to create a more efficient and strong platform through merging 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 in order to reach to the target of Sabancı Group to become the leader in the global white cement trade.

Within the scope of mentioned planning, the followings have been resolved:

- To incorporate a company in the Netherlands with a trade name of Cimsa Sabancı Cement BV (CSC BV), in which our Company will be holding 60% of the total equity shares while the remaining 40% to be held by Çimsa,
- To sell the shares of Çimsa's subsidiaries that undertake white cement business abroad, whereas 100% equity shares of Cimsa Americas Cement Manufacturing and Sales Corporation, Cimsa Cement Sales North GmbH and Cimsa Cementos Espana S.A.U., and corresponding to 70% of the total equity shares in Cimsa Adriatico S.R.L, all of which are being held by Çimsa, to the CSC BV, which is to be incorporated in the Netherlands,
- To have the said share transfers be completed over the value that is going to be determined as a result of independent valuation studies to be carried out in line with the capital markets regulation,
- To have the amount of equity capital of CSC BV be determined based on capital needs during incorporation stage by considering the values to be occurred as a result of above-mentioned independent valuation studies,
- To have the acquisition of Buñol Plant, which was mentioned in the public disclosures of Çimsa dated 20.03.2019, 29.09.2019 and 30.09.2020, be completed by Cimsa Cementos Espana S.A.U, which will finally become a wholly owned affiliate of CSC BV as a result of the above mentioned share transfers and to have the closing procedures be accomplished accordingly.

Together with this new structure, the shares of Çimsa's subsidiaries that undertake white cement business abroad are contemplated to be transferred to CSC BV, and thereby white cement investments of Sabancı Group are aimed to be concentrated under the roof of CSC BV.

The studies for incorporation of a company abroad by our Company and Çimsa have been started on 23.10.2019; however, announcement relating to these studies was deferred considering the legitimate interests of our Company and our investors.

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.