

MİGROS TİCARET A.Ş. Notification Regarding Merger

Notification Regarding Merger

Summary Info	Announcement text approved by CMB for the merger of Migros and Kipa under Migros by way of "simplified merger process"
Update Notification Flag	No
Correction Notification Flag	Yes
Postponed Notification Flag	No
Related Companies	KIPA
Reason of Correction	The Announcement Text approved by CMB

Board Decision Date	18.04.2018
Merger Model	Merger Through Acquisition
Date Of Financial Statements Base To Merger	31.12.2017
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
KİPA TİCARET A.Ş.	Trading On The Stock Exchange	0,06045385		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
MGROS, TREMGTI00012	178.030.000	3.024.233		181.054.233	MGROS, TREMGTI00012

	Paid In Capital	Amount Of Capital To Be Increased Due To The Acquisition (TL)	Capital To Be Decreased (TL)	Target Capital
TOTAL	178.030.000 TL	3.024.233 TL	0 TL	181.054.233 TL

Capital Market Board Application Date Regarding Merger	25.04.2018
Capital Market Board Application Result Regarding Merger	APPROVAL
Capital Market Board Approval Date Regarding Merger	19.07.2018

Additional Explanations

The approval letter of CMB together with the approved "Announcement Text", regarding the simplified merger of Migros Ticaret A.Ş. ("Migros") and Kipa Ticaret A.Ş. ("Kipa") under Migros , have been received on July 20, 2018.

The aforementioned Announcement Text and its annexes are in the attachment.

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

Documents Regarding Merger

Appendix: 1	Duyuru Metni.pdf - Announcement Text
Appendix: 2	Birlesme Sozlesmesi.pdf - Merger Contract
Appendix: 3	Birlesme Raporu.pdf - Merger Report
Appendix: 4	Migros Tahmini Acilis Bilancosu.pdf - Estimated Opening Balance Sheet
Appendix: 5	Migros Finansal Tablolar 31.12.2017.pdf - Other
Appendix: 6	Kipa Finansal Tablolar 31.12.2017.pdf - Other
Appendix: 7	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.