

KORDSA TEKNİK TEKSTİL A.Ş. Non-current Financial Asset Acquisition

Summary Info

About the acquisition of Composite Companies

Noncurrent Financial Asset Acquisition

Related Companies []

Related Funds []

Noncurrent Financial Asset Acquisition	
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	
Board Decision Date for Acquisition	30/01/2019
Were Majority of Independent Board Members' Approved the Board Decision for Acquisition	2
Title of Non-current Financial Asset Acquired	Axiom Materials Acquisition LLC
Field of Activity of Non-current Financial Asset whose Shares were being Acquired	Composite Prepreg
Capital of Noncurrent Financial Asset	65,441,543 USD
Acquirement Way	Satın Alma (Purchase)
Date on which the Transaction was/will be Completed	After all required legal permits in Turkey and the USA are granted
Acquisition Conditions	Peşin (Cash)
Detailed Conditions if it is a Timed Payment	-
Nominal Value of Shares Acquired	74,166,742 USD
Purchase Price Per Share	2.44 USD
Total Purchasing Value	174,830,000 USD
Ratio of New Shares Acquired to Capital of Non-current Financial Asset (%)	Indirectly 95.83%
Total Ratio of Shares Owned in Capital of Non-current Financial Asset After Transaction (%)	Indirectly 95.83%
Total Voting Right Ratio Owned in Non-current Financial Asset After Transaction (%)	After the transfer of shares, Kordsa Inc has 95.83% direct voting right in Axiom. Our Company has 95.83% voting right in this company indirectly
Ratio of Non-current Financial Asset Acquired to Total Assets in Latest Disclosed Financial Statements of Company (%)	17.57% (30.09.2018)
Ratio of Transaction Value to Sales in Latest Annual Financial Statements of Company (%)	37.03% (31.12.2017)
Effects on Company Operations	Its estimated to have positive effects
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	Axiom Materials Holdings LLC
Is Counter Party a Related Party According to CMB Regulations?	Hayır (No)
Relation with Counter Party if any	-
Agreement Signing Date if Exists	16/02/2019
Value Determination Method of Non-current Financial Asset	Negotiation Method
Did Valuation Report be Prepared?	Düzenlenmedi (Not Prepared)
Reason for not Preparing Valuation Report if it was not Prepared	Negotiation Method
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	

Our affiliated company Kordsa Inc has decided to purchase 95.83% shares of Axiom Materials Acquisition LLC which provides advanced composite materials to the aerospace industry as well as the next generation transportation vehicles and owned by Axiom Materials Holdings LLC in exchange of a total purchase price of USD 174,830,000 excluding closing adjustments (onehundredseventy-fourmilliononeighthundredthirtythousand) for %95.83 of total outstanding shares after all required legal permits in Turkey and the USA are granted. Final purchasing price will be determined in the closing process after approvals of Bureau of Competition and the Committee on Foreign Investment in the USA (CFIUS).

The Material Event Disclosure regarding this purchasing process has been decided to delay to prevent our share performance and protect our investors against the possible fluctuations and speculative movements in our shares if the purchasing transaction would fail in the end of process.

This statement has been translated into English for informational purposes. In case of a discrepancy between the Turkish and the English versions of this disclosure statement, 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.