

# TÜRKİYE ŞİŞE VE CAM FABRİKALARI A.Ş. Notification Regarding Merger



# Notification Regarding Merger

|                              |   |
|------------------------------|---|
| Summary Info                 | CMB approval on capital increase and issuance certificate |
| Update Notification Flag     | Yes   |
| Correction Notification Flag | No  |
| Postponed Notification Flag  | No  |
| Related Companies            | ANACM, DENCM, TRKCM, SODA                                 |

|   |                            |
|---|----------------------------|
| Board Decision Date                         | 27.04.2020                 |
| Merger Model                                | Merger Through Acquisition |
| Date Of Financial Statements Base To Merger | 31.12.2019                 |
| 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 |
|---------------------------------------|---|---------------------|---|--|
| ANADOLU CAM SANAYİİ A.Ş.              | Trading On The Stock Exchange                                   | 0,88239             |   |  |
| DENİZLİ CAM SANAYİİ VE TİCARET A.Ş.   | Trading On The Stock Exchange                                   | 0,33089             |   |  |
| TRAKYA CAM SANAYİİ A.Ş.               | Trading On The Stock Exchange                                   | 0,67615             |   |  |
| SODA SANAYİİ A.Ş.                     | Trading On The Stock Exchange                                   | 1,15997             |   |  |
| PAŞABAĞCI CAM SANAYİİ VE TİCARET A.Ş. | Not Trading On The Stock Exchange                               | 0,53423             |   |  |

| 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 |
|--------------------|-----------------|---|--------------------------------|------------------|--------------------------------------|
| SISE, TRASISEW91Q3 | 2.250.000.000   | 813.214.056,17  |                                | 3.063.214.056,17 | SISE, TRASISEW91Q3                   |

|       | Paid In Capital  | Amount Of Capital To Be Increased Due To The Acquisition (TL) | Capital To Be Decreased (TL) | Target Capital      |
|-------|------------------|---|------------------------------|---------------------|
| TOTAL | 2.250.000.000 TL | 813.214.056,17 TL   | 0 TL                         | 3.063.214.056,17 TL |

|  |            |
|--|------------|
| Capital Market Board Application Date Regarding Merger   | 27.04.2020 |
| Capital Market Board Application Result Regarding Merger | APPROVAL   |
| Capital Market Board Approval Date Regarding Merger      | 23.07.2020 |
| Date of Related General Assembly                         | 28.08.2020 |
| Was The Issue Of Merger Negotiated? Was It Accepted?     | Accepted   |

**Capital Market Board Application Date** 24.09.2020

|  |          |
|--|----------|
| <b>Capital Market Board Application Result</b> | APPROVAL |
|--|----------|

**Capital Market Board Approval Date** 24.09.2020

### Additional Explanations

Our Company's application to the Capital Markets Board (CMB) to approve the capital amendment text and issue the issue certificate regarding the increased capital amount was approved on 24.09.2020.

An application is made to the Istanbul Trade Registry Office for the registration of the new version of the capital clause of our Articles of Association.

The exchange rate for the share of Türkiye Şişe ve Cam Fabrikaları A.Ş. is 1,00000; the exchange rate for shares of Anadolu Cam Sanayii A.Ş. is 0.88239416067364; the exchange rate for the shares of Denizli Cam Sanayii ve Ticaret A.Ş. is 0.330892930860249; the exchange rate for the shares of Paşabahçe Cam Sanayii ve Ticaret A.Ş. is 0.534232542849721; the exchange rate for the shares of Soda Sanayii A.Ş. is 1.15997100790987; the exchange rate for the shares of Trakya Cam Sanayii A.Ş. is 0.676152150432087.

We hereby present for the information of the public.

### Documents Regarding Merger

|                    |  |
|--------------------|--|
| <b>Appendix: 1</b> | İhraç Belgesi.pdf - Other                            |
| <b>Appendix: 2</b> | Esas Sözleşme Tadil Metni.pdf - Other                |
| <b>Appendix: 3</b> | Değişim Oranları ve Sermaye Artırımı MKK.pdf - Other |

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.