

KAFEİN YAZILIM HİZMETLERİ TİCARET A.Ş. Non-current Financial Asset Acquisition

Summary

Acquisition of %11 Shares in Papilon Savunma Guvenlik Sistemleri Bilisim Muh. Hiz. İth. İhr. San. ve Tic. A.Ş.

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	Hayır (No)
Announcement Content	
Board Decision Date for Acquisition	24/11/2020
Were Majority of Independent Board Members' Approved the Board Decision for Acquisition	Yes
Title of Non-current Financial Asset Acquired	Papilon Savunma Guvenlik Sistemleri Bilisim Muhendislik Hizmetleri İthalat İhracat Sanayi ve Ticaret A.S.
Field of Activity of Non-current Financial Asset whose Shares were being Acquired	Security Systems
Capital of Noncurrent Financial Asset	34.375.000
Acquirement Way	Satın Alma (Purchase)
Date on which the Transaction was/will be Completed	24.11.2020
Acquisition Conditions	Diğer (Other)
Detailed Conditions if it is a Timed Payment	40.000.000 TL is paid in cash, the remaining 31.465.625 TL will be paid on 31.08.2021.
Nominal Value of Shares Acquired	3.781.250 TL
Purchase Price Per Share	18,90
Total Purchasing Value	71.465.625 TL
Ratio of New Shares Acquired to Capital of Non-current Financial Asset (%)	11
Total Ratio of Shares Owned in Capital of Non-current Financial Asset After Transaction (%)	11
Total Voting Right Ratio Owned in Non-current Financial Asset After Transaction (%)	11
Ratio of Non-current Financial Asset Acquired to Total Assets in Latest Disclosed Financial Statements of Company (%)	30
Ratio of Transaction Value to Sales in Latest Annual Financial Statements of Company (%)	57,74
Effects on Company Operations	Positive
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	Omer Ozbay
Is Counter Party a Related Party According to CMB Regulations?	Hayır (No)
Relation with Counter Party if any	-
Agreement Signing Date if Exists	24/11/2020
Value Determination Method of Non-current Financial Asset	Negotiation
Did Valuation Report be Prepared?	Düzenlenmedi (Not Prepared)
Reason for not Preparing Valuation Report if it was not Prepared	Not required
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	

With the resolution of the Board of Directors dated 24.11.2020,

Representing %11 of its capital, 3.781.250 non-public share with nominal value of 18,90 TL of Papilon Savunma Guvenlik Sistemleri Bilisim Mühendislik Hizmetleri İthalat İhracat Sanayi ve Ticaret A.S. has been purchased off market, with an amount of 71.465.625 TL (40.000.000 TL is paid in cash, the remaining 31.465.625 TL will be paid on 31.08.2021).

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.