

ŞOK MARKETLER TİCARET A.Ş. Non-current Financial Asset Acquisition

Summary Info

Purchase of the remainder of 55% of Teközel A.Ş. shares , within the scope of the option agreement dated 31.12.2017
announced in the prospectus that was used in the public offering.

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	16/07/2018
Were Majority of Independent Board Members' Approved the Board Decision for Acquisition	-
Title of Non-current Financial Asset Acquired	Teközel Gıda Temizlik Sağlık Marka Hiz.San.Ve Tic.A.Ş.
Field of Activity of Non-current Financial Asset whose Shares were being Acquired	Supply, sales and marketing of exclusive brand products
Capital of Noncurrent Financial Asset	1.000.000
Acquirement Way	Satın Alma (Purchase)
Date on which the Transaction was/will be Completed	16.07.2018
Acquisition Conditions	Peşin (Cash)
Detailed Conditions if it is a Timed Payment	-
Nominal Value of Shares Acquired	450.000
Purchase Price Per Share	56,8
Total Purchasing Value	25.560.000
Ratio of New Shares Acquired to Capital of Non-current Financial Asset (%)	%45
Total Ratio of Shares Owned in Capital of Non-current Financial Asset After Transaction (%)	%100
Total Voting Right Ratio Owned in Non-current Financial Asset After Transaction (%)	%100
Ratio of Non-current Financial Asset Acquired to Total Assets in Latest Disclosed Financial Statements of Company (%)	%0,99
Ratio of Transaction Value to Sales in Latest Annual Financial Statements of Company (%)	%0,27
Effects on Company Operations	Positive impact expected to our operations
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	Hüner Pazarlama Ve Ticaret A.Ş
Is Counter Party a Related Party According to CMB Regulations?	Evet (Yes)
Relation with Counter Party if any	Related party
Agreement Signing Date if Exists	
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 due to regulation.
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	

According to our Board of Directors' resolution no.38 dated 16.07.2018, and within the scope of the option agreement dated 31.12.2017 announced in the prospectus that was approved by the Capital Markets Board for the public offering of our shares, the remainder of Teközel Gıda Temizlik Sağlık Marka Hiz.San.Ve Tic.A.Ş. that our Company owned 55% of previously, amounting to 45% of shares (450.000 shares) are purchased with the rights, benefits, liabilities and debts, for the price of 25.560.000 TL in cash from Hüner Pazarlama ve Ticaret A.Ş, which is a fully owned subsidiary of Yıldız Holding A.Ş., and the shares transfer is completed. The amount of 25.560.000 TL that is the price of the shares purchased this time, is determined as 45% of the total shares amounting to 56.800.000 TL, of which 55% of shares were previously purchased. The purchasing transaction is not considered a Significant Transaction within the scope of Capital Markets Board's II-23.1 numbered Communiqué on Common Principles Regarding Significant Transactions and the Retirement Right:

a) The ratio of the transaction to the total assets announced in the latest financial report (consolidated financial report ending in the period of 31.03.2018) is 0,99%. Transaction amount is 25.560.000TL, assets total is 2.572.191.456 TL.

b) The ratio of the transaction to the weighted average of market value calculated from the corrected share price from the date of the transaction to the date of the first day that shares started to trade in the stock exchange (18.05.2018) is 0,46%.: Market value of the Company from 18.05.2018 to the Board resolution date 16.07.2018 is 5.617.504.282 TL and transaction amount is 25.560.000 TL.

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.