

# BİM BİRLEŞİK MAĞAZALAR A.Ş. Non-current Financial Asset Sale

## Summary

About the sale of shares representing 35% of the capital of Bim Stores SARLAU (BİM Morocco)

## Non-Current Financial Asset Sale

Related Companies ☐

Related Funds ☐

Non-Current Financial Asset Sale	
Update Notification Flag	Evet (Yes)
Correction Notification Flag	Hayır (No)
Date Of The Previous Notification About The Same Subject	27.10.2020
Postponed Notification Flag	Hayır (No)
Announcement Content	
Board Decision Date for Sale	08/12/2020
Were Majority of Independent Board Members' Approved the Board Decision for Sale?	Yes
Title of Non-current Financial Asset Sold	BİM Stores SARL AU
Field of Activity of Non-current Financial Asset Sold	Food retail in the Kingdom of Morocco
Capital of Non-current Financial Asset Sold	MAD 246.824.000
Date on which the Transaction was/will be Completed	-
Sales Conditions	Peşin (Cash)
Nominal Value of Shares Sold	MAD 86.388.000
Sales Price Per Share	USD 810.30 + closing adjustments (estimated to be between USD 81.03 and USD 138.91 (1 share = 1,000 MAD nominal)
Total Sales Value	USD 70,000,000 + closing adjustments (estimated to be between USD 7,000,000 and USD 12,000,000)
Ratio of Shares Sold to Capital of Non-current Financial Asset (%)	35%
Total Ratio of Shares Owned in Capital of Non-current Financial Asset After Sales Transaction (%)	65%
Total Voting Right Ratio Owned in Non-current Financial Asset After Sales Transaction (%)	65%
Ratio of Non-current Financial Asset Sold to Total Assets in Latest Disclosed Financial Statements of Company (%)	2.6% (excluding closing adjustments)
Ratio of Transaction Value to Sales in Latest Annual Financial Statements of Company (%)	1.4% (excluding closing adjustments)
Effects on Company Operations	To maintain and develop the Company's current growth trend in the Kingdom of Morocco and support localization in that region with investors specialized in the region
Profit / Loss Arised After Transaction	TRY 455.000.000 per IFRS records (will be accounted in equity per IFRS financials. Excludes closing adjustments)

How will Sales Profit be Used if Exists?	-
Board Decision Date for Use of Sales Profit if Exists	-
Title/ Name-Surname of Counter Party Bought	Blue Investment Holding (a special purpose vehicle established by the Helios Investment Partners LLP)
Is Counter Party a Related Party According to CMB Regulations?	Hayır (No)
Relation with Counter Party if any	N/A
Agreement Signing Date if Exists	09/12/2020
Value Determination Method of Non-current Financial Asset	Per negotiations with the buyer
Did Valuation Report be Prepared?	Düzenlenmedi (Not Prepared)
Reason for not Preparing Valuation Report if it was not Prepared	Not required under the law
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	-
<b>Explanations</b>	

On 09.12.2020, we, BİM Birleşik Mağazalar A.Ş., entered into a share sale and purchase agreement with Blue Investment Holding , a special purpose vehicle established by the funds advised by Helios Investment Partners LLP, a leading private equity fund manager operating in the Africa region, in relation to sale of the shares representing 35% of the share capital of BİM Stores SARLAU (BIM Morocco) to them.

The sale is expected to be completed following the satisfaction of certain conditions precedent including but not limited to the approval of Conseil de la Concurrence, the competition authority of the Kingdom of Morocco. With the proposed sale, we aim to maintain and develop BİM Stores SARLAU's current growth trend in the Kingdom of Morocco and achieve localization in that region with investors specialized in the Africa region to create further value.

*In the event of a contradiction between the Turkish and English versions of this public disclosure, 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.