

EREĞLİ DEMİR VE ÇELİK FABRİKALARI T.A.Ş. Non-current Financial Asset Acquisition

Summary

Approval of General Directorate of Mining and Petroleum Affairs

Noncurrent Financial Asset Acquisition

Related Companies [GOZDE]

Related Funds []

Noncurrent Financial Asset Acquisition	
Update Notification Flag	Evet (Yes)
Correction Notification Flag	Hayır (No)
Date Of The Previous Notification About The Same Subject	09.11.2020, 04.01.2021, 15.01.2021
Postponed Notification Flag	Hayır (No)
Announcement Content	
Board Decision Date for Acquisition	04/01/2021
Were Majority of Independent Board Members' Approved the Board Decision for Acquisition	Yes
Title of Non-current Financial Asset Acquired	Kümaş Manyezit Sanayi A.Ş.
Field of Activity of Non-current Financial Asset whose Shares were being Acquired	Industrial Products
Capital of Noncurrent Financial Asset	550,000,000 TL
Acquirement Way	Satın Alma (Purchase)
Date on which the Transaction was/will be Completed	Completion of the transaction depends on the fulfillment of the closing conditions, including obtaining the necessary legal and administrative approvals.
Acquisition Conditions	Peşin (Cash)
Detailed Conditions if it is a Timed Payment	-
Nominal Value of Shares Acquired	550,000,000 TL
Purchase Price Per Share	It will be determined on the date of share transfer.
Total Purchasing Value	It will be determined on the date of share transfer.
Ratio of New Shares Acquired to Capital of Non-current Financial Asset (%)	100%
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 (%)	It will be determined on the date of share transfer.
Ratio of Transaction Value to Sales in Latest Annual Financial Statements of Company (%)	It will be determined on the date of share transfer.

Effects on Company Operations	Meeting the industrial products needed in production processes within the framework of back integration strategies and making a strategic contribution to our sustainable growth targets.
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	Gözde Girişim Sermayesi Yatırım Ortaklığı A.Ş. will sell 51% and Yıldız Holding A.Ş. will sell 49% shares.
Is Counter Party a Related Party According to CMB Regulations?	Hayır (No)
Relation with Counter Party if any	-
Agreement Signing Date if Exists	04/01/2021
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	Preparation of a valuation report is not mandatory.
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	

It was announced in KAP material event disclosures by our Company on 09.11.2020, 04.01.2021 and 15.01.2021 that according to the decision of our Company's Board of Directors, Share Transfer Agreement was signed between our Company and Yıldız Holding A.Ş. and Gözde Girişim Sermayesi Yatırım Ortaklığı A.Ş. to purchase (transaction) of all shares of Kümaş Manyezit Sanayi A.Ş. (and its subsidiaries), and the Competition Board decided to allow the transaction. The approval of the General Directorate of Mining and Petroleum Affairs has been completed, and the developments regarding the process will be announced separately via KAP.

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.