



## KAMUYU AYDINLATMA PLATFORMU

# TEKFEN HOLDİNG A.Ş. Non-current Financial Asset Acquisition

### Summary

About the purchase of shares of Toros Gönen Yenilenebilir Enerji Üretim A.Ş.

## Noncurrent Financial Asset Acquisition

Related Companies

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	14.05.2019
Postponed Notification Flag	Hayır (No)
Announcement Content	
Board Decision Date for Acquisition	22/12/2023
Were Majority of Independent Board Members' Approved the Board Decision for Acquisition	Yes
Title of Non-current Financial Asset Acquired	Toros Gönen Yenilenebilir Enerji Üretim A.Ş.
Field of Activity of Non-current Financial Asset whose Shares were being Acquired	Production and sale of biogas and organic/ organomineral fertilizers
Capital of Noncurrent Financial Asset	110.000.000 TL
Acquirement Way	Satın Alma (Purchase)
Date on which the Transaction was/will be Completed	01.03.2024
Acquisition Conditions	Peşin (Cash)
Detailed Conditions if it is a Timed Payment	-
Nominal Value of Shares Acquired	33.000.000 TL
Purchase Price Per Share	3,000 USD (share price equivalent to 100 TL nominal)
Total Purchasing Value	1,000,000 USD
Ratio of New Shares Acquired to Capital of Non-current Financial Asset (%)	30%
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 (%)	0.08%
Ratio of Transaction Value to Sales in Latest Annual Financial Statements of Company (%)	0.10%
Effects on Company Operations	Increase the market share of Toros Agri's product portfolio in the production and sale of organic and organomineral fertilizers, allowing the transformed biological waste outputs to be used as inputs for the green economy.
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	Hasan Alper Önoğlu, Ahmet Taner Önoğlu
Is Counter Party a Related Party According to CMB Regulations?	Evet (Yes)
Relation with Counter Party if any	Shareholders in Toros Gönen Yenilenebilir Enerji A.Ş. with a stake of 15% and 15% respectively.
Agreement Signing Date if Exists	01/03/2024
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	Transaction amount is below the treshold values of Communique on Corporate Governance and due to insignificant share in Tekfen Holding's current financials
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>	

According to our disclosure dated 14.05.2019, it was announced that our subsidiary Toros Tarım Sanayi ve Ticaret A.Ş. (Toros Agri) has purchased 70% of the shares of Gönen Yenilenebilir Enerji Üretim A.Ş.

On 01.03.2024, a share purchase agreement has been signed for the acquisition of the remaining 30% shares of Toros Gönen Yenilenebilir Enerji Üretim A.Ş. by our subsidiary Toros Tarım Sanayi ve Ticaret A.Ş. for a price of 1,000,000 USD.

Toros Gönen Yenilenebilir Enerji operates a licensed biogas plant with an installed capacity of 3.62 MW for electricity production and has a production capacity of 35,000 tons of organomineral fertilizer in Balıkesir. Our subsidiary Toros Meram Yenilenebilir Enerji owned by Toros Gönen Yenilenebilir Enerji, located in Konya, operates a licensed biogas plant with an installed capacity of 6 MW for electricity production and has a production capacity of 75,000 tons of organomineral fertilizer.

In total, Toros Gönen Yenilenebilir Enerji has a capacity of 9.62 MW for electricity production and 110,000 tons for organomineral fertilizer production.

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.