



KAMUYU AYDINLATMA PLATFORMU

TÜRKİYE ŞİŞE VE CAM FABRİKALARI A.Ş. Non-current Financial Asset Acquisition

Summary

Acquisition of ICRON Shares

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	25.12.2023, 21.10.2023, 06.06.2023
Postponed Notification Flag	Hayır (No)
Announcement Content	
Board Decision Date for Acquisition	23/10/2023
Were Majority of Independent Board Members' Approved the Board Decision for Acquisition	Since Sisecam Investment B.V. is a non-public company, there are no independent board members on its board of directors.
Title of Non-current Financial Asset Acquired	ICRON Teknoloji Bilişim Anonim Şirketi
Field of Activity of Non-current Financial Asset whose Shares were being Acquired	Computer programming activities
Capital of Noncurrent Financial Asset	1.000.000 TRY
Acquirement Way	Satın Alma (Purchase)
Date on which the Transaction was/will be Completed	15.01.2024
Acquisition Conditions	Peşin (Cash)
Detailed Conditions if it is a Timed Payment	-
Nominal Value of Shares Acquired	30.000 TRY
Purchase Price Per Share	3.011,55 TRY
Total Purchasing Value	90.346.500 TRY
Ratio of New Shares Acquired to Capital of Non-current Financial Asset (%)	%3
Total Ratio of Shares Owned in Capital of Non-current Financial Asset After Transaction (%)	%3
Total Voting Right Ratio Owned in Non-current Financial Asset After Transaction (%)	%3
Ratio of Non-current Financial Asset Acquired to Total Assets in Latest Disclosed Financial Statements of Company (%)	%0,04
Ratio of Transaction Value to Sales in Latest Annual Financial Statements of Company (%)	%0,09
Effects on Company Operations	It is expected to be 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	Ali Tamer Ünal, Gürer Ünal ve Ahmet İhsan Ertuğrul
Is Counter Party a Related Party According to CMB Regulations?	Hayır (No)
Relation with Counter Party if any	-
Agreement Signing Date if Exists	23/10/2023
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	In the negotiation process, valuation studies conducted with combining the market multiplier and DCF method were used.
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	

In accordance with the Share Purchase Agreement through Capital Increase, dated October 23, 2023 and signed by Sisecam Investment B.V., a 100% subsidiary of our Company, and Icron Teknoloji Bilişim A.Ş., and Competition Board approval dated December 21, 2023, Sisecam Investment B.V. acquired 3% stake in ICRON for a cash payment of 3 million USD on January 15, 2024 in proportion to the shares of its existing partners.

Simultaneously with the said share purchase and in line with the decision taken at the Closing General Assembly meeting held on January 15, 2024, ICRON's capital will be increased for 5 million USD by the sole participation of Sisecam Investment B.V., and following the capital increase Sisecam Investment B.V.'s stake in ICRON will rise to 15.66%. Completion of the trade registry processes for the capital increase and the articles of association amendments will be disclosed to the public in due course within the framework of the relevant legislation.

As stated in the initial public disclosure regarding ICRON investment made on October 23, 2023, the Share Purchase Agreement, concluded with Icron Teknoloji Bilişim A.Ş., includes a share purchase option right allowing Sisecam Investment B.V. to gradually increase its stake up to 49% in ICRON in future.

The relevant press release can be found attached.

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.