



## KAMUYU AYDINLATMA PLATFORMU

# AKFEN GAYRİMENKUL YATIRIM ORTAKLIĞI A.Ş. Notification Regarding Merger



**MERKEZİ KAYIT  
İSTANBUL**  
Türkiye Sermaye Piyasaları - Merkezi  
Saklama ve Veri Depolama Kuruluşu

# Notification Regarding Merger

|                              |                                                                                                                                                            |
|------------------------------|------------------------------------------------------------------------------------------------------------------------------------------------------------|
| Summary Info                 | Approval by the Capital Markets Board regarding the simplified merger of Fıratcan İnşaat Turizm ve Ticaret A.Ş., a wholly owned subsidiary of our company. |
| Update Notification Flag     | Yes                                                                                                                                                        |
| Correction Notification Flag | No                                                                                                                                                         |
| Postponed Notification Flag  | No                                                                                                                                                         |

|                                             |                            |
|---------------------------------------------|----------------------------|
| Board Decision Date                         | 28.03.2025                 |
| Merger Model                                | Merger Through Acquisition |
| Date Of Financial Statements Base To Merger | 31.12.2024                 |
| Currency Unit                               | TRY                        |

| Acquired Company                       | Trading On The Stock Exchange/Not Trading On The Stock Exchange | Share Exchange Rate | Group of Share To Be Distributed To Acquired Company Shareholders | Form of Share To Be Distributed To Acquired Company Shareholders |
|----------------------------------------|-----------------------------------------------------------------|---------------------|-------------------------------------------------------------------|------------------------------------------------------------------|
| Fıratcan İnşaat Turizm ve Ticaret A.Ş. | Not Trading On The Stock Exchange                               |                     |                                                                   |                                                                  |

| Share Group Info                      | Paid In Capital   | Amount Of Capital To Be Increased Due To The Acquisition (TL) | Capital To Be Decreased (TL) | Target Capital    | New Shares To Be Given Due To Merger |
|---------------------------------------|-------------------|---------------------------------------------------------------|------------------------------|-------------------|--------------------------------------|
| A Grubu, İşlem Görmüyor, TREAKFG00020 | 11.315,949        |                                                               |                              | 11.315,949        |                                      |
| B Grubu, AKFGY, TREAKFG00012          | 3.899.966.052,156 |                                                               |                              | 3.899.966.052,156 |                                      |
| C Grubu, İşlem Görmüyor, TREAKFG00038 | 11.315,949        |                                                               |                              | 11.315,949        |                                      |
| D Grubu, İşlem Görmüyor, TREAKFG00046 | 11.315,949        |                                                               |                              | 11.315,949        |                                      |

|       | Paid In Capital      | Amount Of Capital To Be Increased Due To The Acquisition (TL) | Capital To Be Decreased (TL) | Target Capital       |
|-------|----------------------|---------------------------------------------------------------|------------------------------|----------------------|
| TOTAL | 3.900.000.000,003 TL | 0 TL                                                          | 0 TL                         | 3.900.000.000,003 TL |

|                                                          |            |
|----------------------------------------------------------|------------|
| Capital Market Board Application Date Regarding Merger   | 28.03.2025 |
| Capital Market Board Application Result Regarding Merger | APPROVAL   |
| Capital Market Board Approval Date Regarding Merger      | 31.07.2025 |
| Capital Market Board Application Date                    | 28.03.2025 |
| Capital Market Board Application Result                  | APPROVAL   |

## Additional Explanations

Our company, in accordance with the relevant provisions of Turkish Commercial Code No. 6102, Articles 19 and 20 of Corporate Tax Law No. 5520, Capital Markets Law No. 6362, and the provisions of the Capital Markets Board's (SPK) II-23.2 numbered "Merger and Division Circular," to acquire Fıratcan Construction Tourism and Trade Inc., in which it holds 100% of the capital and voting rights, through a merger under simplified procedures, has been approved by the CMB Decision-Making Body in its decision dated July 31, 2025, and this approval has been communicated to our company in the SPK's letter dated August 1, 2025. has been positively received by the CMB Decision-Making Body's decision dated July 31, 2025, as notified to our Company by the CMB's letter dated August 1, 2025.

This is respectfully announced to the public and our investors.

## Documents Regarding Merger

|                    |                                                                              |
|--------------------|------------------------------------------------------------------------------|
| <b>Appendix: 1</b> | Ek-1 BirleşmeSözleşmesi_AKFGY-Fıratcan.pdf - Merger Contract                 |
| <b>Appendix: 2</b> | Ek-2 Duyuru Metni_Birleşme_AKFGY-Fıratcan_SPK Onaylı.pdf - Announcement Text |
| <b>Appendix: 3</b> | Ek-3 YK Kararları_Birleşme_AkfenGYO_Fıratcan.pdf - Other                     |
| <b>Appendix: 4</b> | Ek-4 AKFGY_FinTab_konsolide_31122024.pdf - Other                             |
| <b>Appendix: 5</b> | Ek-5 FIRATCAN İNŞ.TU.TİC.A.Ş. -31.12.2024 Finansal Tablo.pdf - Other         |
| <b>Appendix: 6</b> | Ek-6 Terminal Kadıkoy Degerleme Raporu.pdf - Appraisal Reports               |

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.