KAMUYU AYDINLATMA PLATFORMU

ÇELEBİ HAVA SERVİSİ A.Ş.
Material Event Disclosure (General)

Summary

Execution of a Share Purchase Agreement by our Subsidiary

Material Event Disclosure General

Related Companies []

Related Funds []

Material Event Disclosure General	
Update Notification Flag	Hayır (No)
Correction Notification Flag	Hayır (No)
Date Of The Previous Notification About The Same Subject	-
Postponed Notification Flag	Evet (Yes)
Announcement Content	
Explanations	

Pursuant to the decision of our Board of Directors dated 26 September 2025, and within the framework of Capital Markets Law No. 6362 and the Capital Markets Board Communiqué No. II-15.1 on "Material Events Disclosure," the Board resolved to postpone the public disclosure of inside information.

The postponement decision was taken considering that the disclosure of information relating to a potential share acquisition process conducted by one of our subsidiaries could mislead investors due to confidentiality obligations and existing uncertainties in the negotiations and that premature disclosure could adversely affect the Company's bargaining position and competitiveness.

At the current stage, since the developments requiring the disclosure of the postponed information have been finalized and confidentiality obligations have ceased to exist, it has been resolved to make the following announcement.

Our subsidiary Çelebi Kargo Depolama ve Dağıtım Hizmetleri A.Ş., of which Çelebi Hava Servisi A.Ş. holds 99.97% of the shares, through its Frankfurt-based subsidiary Çelebi Cargo GmbH, has, in line with our Company's international growth strategy and with the aim of enhancing the synergy among group companies, executed a binding Share Purchase Agreement on 25 October 2025 to acquire 100% of the shares owned by the principal shareholder of Transglobal Cargo Centre Ltd. ("TCC"), a company headquartered in Nairobi, Republic of Kenya, providing ground handling, air cargo and warehouse services at Jomo Kenyatta International Airport, for a total consideration of USD 40.1 Million (34.5 Million Euro).
The transaction will be completed following the fulfilment of the conditions precedent and obligations set forth in the agreement and upon obtaining the required legal permissions and approvals. The completion of the transaction is expected by 31 January 2026.

TCC is a leading ground handling, air cargo and warehouse services company at Jomo Kenyatta International Airport in Nairobi. The Kenyan aviation market is expected to grow at an average annual rate of 5% over the next five years.

TCC's annual revenue is projected to reach EUR 15.9 Million by the end of the fifth year, with a total equipment investment of approximately EUR 6.5 Million over the same period.

In the event of any further material developments that may affect our Company's shares, our investors will continue to be informed through additional public disclosures.

This Material Disclosure Announcement is prepared in Turkish and in English. In case of any discrepancy between the two versions, Turkish disclosure will prevail.