



KAMUYU AYDINLATMA PLATFORMU

ANADOLU ISUZU OTOMOTİV SANAYİ VE TİCARET A.Ş. Non-current Financial Asset Acquisition

Summary

Regarding the Acquisition Process of Shares in JV SamAuto LLC Operating in Uzbekistan



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

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	30.09.2025
Postponed Notification Flag	Hayır (No)
Announcement Content	
Board Decision Date for Acquisition	22/05/2025
Were Majority of Independent Board Members' Approved the Board Decision for Acquisition	Yes
Title of Non-current Financial Asset Acquired	Samarqand Avtomobil Zavodi LLC (JV SamAuto LLC.)
Field of Activity of Non-current Financial Asset whose Shares were being Acquired	Commercial vehicle manufacturing, distribution, and sales
Capital of Noncurrent Financial Asset	484,000,000,000 Uzbekistan Som
Acquirement Way	Satın Alma (Purchase)
Date on which the Transaction was/will be Completed	Expected to be closed within 2025
Acquisition Conditions	Peşin (Cash)
Detailed Conditions if it is a Timed Payment	-
Nominal Value of Shares Acquired	363,968,000,000 Uzbekistan Som
Purchase Price Per Share	\$ 2.83
Total Purchasing Value	\$ 80,000,000
Ratio of New Shares Acquired to Capital of Non-current Financial Asset (%)	75.20%
Total Ratio of Shares Owned in Capital of Non-current Financial Asset After Transaction (%)	75.20%
Total Voting Right Ratio Owned in Non-current Financial Asset After Transaction (%)	75.20%
Ratio of Non-current Financial Asset Acquired to Total Assets in Latest Disclosed Financial Statements of Company (%)	10.42%
Ratio of Transaction Value to Sales in Latest Annual Financial Statements of Company (%)	16.40%
Effects on Company Operations	Our Company is significantly advancing its expansion strategy through this acquisition. With this step, our production capacity and product diversity will increase, creating direct access to new geographic markets. In addition, we expect efficiency gains arising from integration processes supported by our

	strong R&D infrastructure; thus, our joint operations will be strengthened in terms of both scale and competitiveness.
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	The State Assets Management Agency of the Republic of Uzbekistan (UzSAMA)
Is Counter Party a Related Party According to CMB Regulations?	Hayır (No)
Relation with Counter Party if any	-
Agreement Signing Date if Exists	19/11/2025
Value Determination Method of Non-current Financial Asset	Discounted Cash Flow and Peer Multiples
Did Valuation Report be Prepared?	Düzenlendi (Prepared)
Reason for not Preparing Valuation Report if it was not Prepared	-
Date and Number of Valuation Report	10.06.2025
Title of Valuation Company Prepared Report	Ernst Young Kurumsal Finansman Danışmanlık A.Ş.
Value Determined in Valuation Report if Exists	\$ 65-85 Million
Reasons if Transaction wasn't/will not be performed in Accordance with Valuation Report	-
Explanations	

In the material event disclosure made by our Company on 05.06.2024, it was announced to the public that a Memorandum of Understanding had been signed with the State Assets Management Agency of the Republic of Uzbekistan ("Agency") regarding the acquisition of the majority of the shares of the vehicle manufacturer JV SamAuto LLC ("Company"), headquartered in Tashkent, with a production facility in Samarkand, Uzbekistan.

In our announcement dated 01.11.2024, it was disclosed that the negotiations were progressing positively and that it was decided to initiate detailed financial, legal, and tax review of the Company in order to make a binding offer .

In our announcement dated 30.09.2025, it was communicated that our offer submitted to the Agency for the purchase of the shares representing up to 75.2% of the Company's share capital was accepted by the Agency.

At the current stage, on 19.11.2025, a share purchase agreement has been signed between our Company and the Agency. Accordingly, in consideration for the acquisition of the shares representing %75.2 of the Company's share capital, Anadolu Isuzu is anticipated to pay 80 million USD base price and according to the share purchase agreement, the consideration amount shall become definite subject to adjustments to be made as per the terms of the share purchase agreement regarding the changes in net financial debt .

Completion of the share acquisition transaction is subject to fulfillment of the conditions determined under the share purchase agreement and the share acquisition transaction is expected to be completed within 2025.

Material developments regarding this process will be disclosed to the public and our investors in due course.

Yours faithfully,

This statement has been translated into English for informational purposes. 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.