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KAMUYU AYDINLATMA PLATFORMU

PEGASUS HAVA TAŞIMACILIĞI A.Ş.
Material Event Disclosure (General)

Summary

Agreement for Acquisition of Shares and Incorporation of a New 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	Hayır (No)
Announcement Content	
Explanations	

We have concluded a Share Purchase Agreement with Prague City Air s.r.o. (*Seller*) and a Receivables Assignment Agreement with Unimex Group, a.s. (*Assignor*) for the acquisition of the entire equity stake in Czech companies České aerolinie a.s., Smartwings a.s., and its subsidiaries (together the *Smartwings Group*) by our Company, and for the assignment of the outstanding debts of the target companies to the current shareholders to our Company.

The total consideration to be paid as part of the said agreements, including the receivables subject to assignment, is determined as EUR 154 million; which may be subject to closing adjustment as per the terms of the Share Purchase Agreement.

The completion of the said transaction is conditional upon obtaining the necessary administrative approvals in the Czech Republic and other countries where Smartwings Group operates, and standard share transfer conditions. We expect completion to take place in 2026 following the receipt of the necessary approvals.

Simultaneously with the approval of the agreements, our Board of Directors resolved on the incorporation of a new subsidiary in the Netherlands through which the share acquisition in the Smartwings Group will be implemented.

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