



## KAMUYU AYDINLATMA PLATFORMU

# TERA YATIRIM TEKNOLOJİ HOLDİNG A.Ş. Non-current Financial Asset Acquisition

### Summary

Acquisition of Shares of Best Grup Savunma Sanayi Ticaret A.Ş.



**MERKEZİ KAYIT  
İSTANBUL**  
Türkiye Sermaye Piyasası - Merkezi  
Saklama ve Vadi 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	19.12.2025, 02.01.2026, 02.03.2026
Postponed Notification Flag	Hayır (No)
Announcement Content	
Board Decision Date for Acquisition	19/12/2025
Were Majority of Independent Board Members' Approved the Board Decision for Acquisition	Yes
Title of Non-current Financial Asset Acquired	Best Grup Savunma Sanayi Ticaret Anonim Şirketi
Field of Activity of Non-current Financial Asset whose Shares were being Acquired	Defense Industry ? Armored Vehicles and Vehicle Armoring Systems
Capital of Noncurrent Financial Asset	TLY 100.000.000
Acquirement Way	Satın Alma (Purchase)
Date on which the Transaction was/will be Completed	03.04.2026
Acquisition Conditions	Vadeli (Timed)
Detailed Conditions if it is a Timed Payment	Payments are made in five installments, with the final payment to be made on 29 May 2026.
Nominal Value of Shares Acquired	TLY 70.000.000
Purchase Price Per Share	USD 6,25
Total Purchasing Value	USD 17.500.000
Ratio of New Shares Acquired to Capital of Non-current Financial Asset (%)	%70
Total Ratio of Shares Owned in Capital of Non-current Financial Asset After Transaction (%)	%70
Total Voting Right Ratio Owned in Non-current Financial Asset After Transaction (%)	%70
Ratio of Non-current Financial Asset Acquired to Total Assets in Latest Disclosed Financial Statements of Company (%)	%6.81
Ratio of Transaction Value to Sales in Latest Annual Financial Statements of Company (%)	%19.5
Effects on Company Operations	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	Natural Person
Is Counter Party a Related Party According to CMB Regulations?	Hayır (No)
Relation with Counter Party if any	-
Agreement Signing Date if Exists	19/12/2025
Value Determination Method of Non-current Financial Asset	Negotiated Procedure
Did Valuation Report be Prepared?	Düzenlenmedi (Not Prepared)
Reason for not Preparing Valuation Report if it was not Prepared	Not Mandatory.
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	-
<b>Explanations</b>	

In our material disclosure dated 19 December 2025, it was announced that a Share Purchase Agreement dated 19 December 2025 had been executed between our Company and Best Grup Savunma Sanayi Ticaret Anonim Şirketi ("Best Grup") for the transfer to our Company of 2,800,000 shares representing 70% of the total paid-in capital of Best Grup amounting to TRY 100,000,000, and that the completion of the share transfer was targeted following the receipt of the required approvals and permits.

In our material disclosure dated 2 January 2026, it was further announced that an application had been made to the Competition Authority in accordance with the Law on the Protection of Competition and the relevant legislation regarding the transfer of shares representing 70% of the total paid-in capital of Best Grup to our Company. In our material disclosure dated 2 March 2026, it was stated that the Communiqué Amending the Communiqué on Mergers and Acquisitions Requiring the Approval of the Competition Board (Communiqué No. 2026/2) was published in the Official Gazette dated 11 February 2026 and numbered 33165, whereby the turnover thresholds for notifiable transactions were increased, and accordingly, pursuant to the letter of the Competition Authority notified to our Company on 2 March 2026, the relevant transaction was deemed not subject to approval as the turnover thresholds set forth under Article 7 of the said Communiqué were not exceeded.

Within this framework, pursuant to the Share Purchase Agreement executed on 19 December 2025, the transfer of shares representing 70% of the share capital of Best Grup Savunma Sanayi Ticaret Anonim Şirketi has been completed as of today (3 April 2026), following the receipt of the required approvals and permits.

Best Grup has been operating in the defense and security industry since 2010, developing engineering-focused solutions. The Company provides a wide range of products and services including armored vehicles, weapon systems, remotely controlled construction equipment, unmanned ground vehicles, covert armoring solutions and integrated facility security systems, addressing end-user needs. Leveraging its R&D capabilities and expertise in project and process management, Best Grup offers cost-effective and competitive solutions to the defense industry and operates in both domestic and international markets through export activities and joint production models.

Following the completion of the share transfer, it is aimed to further strengthen Best Grup's fields of activity and collaborations within the consolidated structure of our Company.

Respectfully submitted for the information of investors and the public.

*In case of any discrepancy between the Turkish and English versions, 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.