



KAMUYU AYDINLATMA PLATFORMU

HACI ÖMER SABANCI HOLDİNG A.Ş. Material Event Disclosure (General)

Summary

Execution of a Share Purchase Agreement Regarding the Transfer of Carrefoursa Shares



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

Material Event Disclosure General

Related Companies [CRFSA]

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	

An agreement has been reached between the parties regarding the sale and transfer to the purchaser, Yeni Mağazacılık A.Ş., of all of our shares corresponding to 57.12% of the share capital of Carrefoursa Carrefour Sabancı Ticaret Merkezi A.Ş. (Carrefoursa), with a nominal value of TRY 72,988,465.33, which we control as the controlling shareholder, together with the shares held by the other major shareholder, Carrefour Nederland B.V., corresponding to 32.16% of the share capital of Carrefoursa, with a nominal value of TRY 41,098,010.02 (in aggregate, shares representing 89.28% of the share capital of Carrefoursa). In this context, a Share Purchase Agreement was executed on 17 April 2026.

Pursuant to the Share Purchase Agreement, the final equity value to be calculated based on a total Enterprise Value of USD 325,000,000 for Carrefoursa shall be subject to closing net debt and working capital adjustments. In the event that the final equity value calculated as a result of such closing adjustments is negative, an additional financial obligation may arise for Hacı Ömer Sabancı Holding A.Ş. with respect to the total portion of such negative difference attributable to the main shareholders.

Share purchase transactions shall be completed following the fulfilment of all closing conditions stipulated in the Share Purchase Agreement including the required approval from the Competition Authority.

Upon completion of the share transfer transaction, our Company will no longer hold any shares in Carrefoursa.

While discussions with potential buyer regarding the sale of the shares were ongoing, the disclosure of this information was postponed by a resolution dated 30 May 2025, in order not to adversely affect the healthy conduct of the negotiations and mislead our investors.

Any further developments regarding the matter will be disclosed to the public accordingly.

Respectfully announced to the public.

In case of a discrepancy between the Turkish and English versions of this public disclosure statement, 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.