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KAMUYU AYDINLATMA PLATFORMU

GRAINTURK HOLDİNG A.Ş.
Non-current Financial Asset Acquisition

Summary

Regarding the Acquisition of Pastanza Gıda Anonim Şirketi

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	13.03.2025 - 19.03.2025
Postponed Notification Flag	Hayır (No)
Announcement Content	
Board Decision Date for Acquisition	15/09/2026
Were Majority of Independent Board Members' Approved the Board Decision for Acquisition	Yes
Title of Non-current Financial Asset Acquired	Pastanza Gıda Anonim Şirketi
Field of Activity of Non-current Financial Asset whose Shares were being Acquired	Production and trade in the food and agricultural sectors, primarily pasta production.
Capital of Noncurrent Financial Asset	150.000.000 TL
Acquirement Way	Satın Alma (Purchase)
Date on which the Transaction was/will be Completed	15.09.2026
Acquisition Conditions	Peşin (Cash)
Detailed Conditions if it is a Timed Payment	-
Nominal Value of Shares Acquired	75.000.000 TL (12.500.000 adet A Grubu, 62.500.000 adet B Grubu)
Purchase Price Per Share	0,391377 TL
Total Purchasing Value	29.353.239,13 TL
Ratio of New Shares Acquired to Capital of Non-current Financial Asset (%)	%50,00
Total Ratio of Shares Owned in Capital of Non-current Financial Asset After Transaction (%)	Özova Tarım A.Ş.: %95,00 — Graintürk Holding A.Ş. (doğrudan): %5,00 — Graintürk Holding A.Ş. (doğrudan ve dolaylı toplam): %97,625
Total Voting Right Ratio Owned in Non-current Financial Asset After Transaction (%)	Özova Tarım A.Ş.: %98,50 — Graintürk Holding A.Ş. (doğrudan): %1,50
Ratio of Non-current Financial Asset Acquired to Total Assets in Latest Disclosed Financial Statements of Company (%)	0,22846
Ratio of Transaction Value to Sales in Latest Annual Financial Statements of Company (%)	0,40363
	Prior to the transaction, Pastanza Gıda A.Ş. has been accounted for as an investment using the equity method due to joint control. Following the transaction, it will become a subsidiary and be

Effects on Company Operations	included in the full consolidation. The share acquisition is expected to strengthen our Company's value chain, extending from the procurement and processing of agricultural products to their transformation into value-added food products. The transaction aims to enable more effective management of intra-group synergies and support our growth strategy in the agriculture and food sectors.
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	Lydia Holding A.Ş. ve Enver Çevik
Is Counter Party a Related Party According to CMB Regulations?	Hayır (No)
Relation with Counter Party if any	The relationship between the parties is limited to their shareholding in Pastanza Gıda A.Ş. and the sharing of joint control over this company. Pursuant to paragraph 11 of IAS 24, two joint venturers that share joint control over a joint venture are not deemed to be related parties solely for this reason.
Agreement Signing Date if Exists	15/09/2026
Value Determination Method of Non-current Financial Asset	According to the valuation report
Did Valuation Report be Prepared?	Düzenlendi (Prepared)
Reason for not Preparing Valuation Report if it was not Prepared	-
Date and Number of Valuation Report	14.09.2026 - 2026-026
Title of Valuation Company Prepared Report	PKF Aday Bağımsız Denetim Anonim Şirketi
Value Determined in Valuation Report if Exists	29.353.239,13 TL
Reasons if Transaction wasn't/will not be performed in Accordance with Valuation Report	-

Explanations

On 15 September 2026, an agreement was reached between Özova Tarım Anonim Şirketi, our Company's 97.50%-owned subsidiary, and the sellers regarding the acquisition by Özova Tarım Anonim Şirketi of shares representing 50% of the share capital of Pastanza Gıda Anonim Şirketi. In this context, our Company's Board of Directors adopted Resolution No. 020 dated 15 September 2026.

Upon completion of the transaction, Özova Tarım Anonim Şirketi's shareholding in Pastanza Gıda Anonim Şirketi will increase from 45% to 95%, while our Company's aggregate direct and indirect shareholding will increase from 48.875% to 97.625%. All Group A shares, which carry the privilege to nominate candidates for membership of the board of directors and fifteen voting rights per share pursuant to the articles of association, will be held by Özova Tarım Anonim Şirketi.

Prior to the transaction, Pastanza Gıda Anonim Şirketi was accounted for as an investment using the equity method due to joint control. Following the transaction, it will become a subsidiary and be included in our consolidated financial statements using the full consolidation method. The share acquisition is expected to strengthen our Company's value chain, extending from the procurement and processing of agricultural products to their transformation into value-added food products. The transaction aims to enable more effective management of intra-group synergies and support our growth strategy in the agriculture and food sectors.

The transaction consideration will be paid upfront and financed from the internal resources of Özova Tarım A.Ş.

The counterparties to the transaction are not related parties of our Company within the scope of the regulations of the Capital Markets Board. The valuation report dated 14 September 2026, prepared by PKF Aday Bağımsız Denetim A.Ş., was taken as the basis for the transaction.

Developments regarding the matter will be disclosed to the public in accordance with the provisions of the Communiqué on Material Events Disclosure (II-15.1).

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.