



KAMUYU AYDINLATMA PLATFORMU

PEGASUS HAVA TAŞIMACILIĞI A.Ş. Non-current Financial Asset Acquisition

Summary

Completion of the Acquisition of Smartwings Group Companies



**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	08.12.2025
Postponed Notification Flag	Hayır (No)
Announcement Content	
Board Decision Date for Acquisition	07/12/2025
Were Majority of Independent Board Members' Approved the Board Decision for Acquisition	Yes
Title of Non-current Financial Asset Acquired	Ceské aerolinie a.s. (which is the parent company of Smartwings a.s. and Smartwings Group Subsidiaries)
Field of Activity of Non-current Financial Asset whose Shares were being Acquired	Air Transportation
Capital of Noncurrent Financial Asset	CZK 2,000,000
Acquirement Way	Satın Alma (Purchase)
Date on which the Transaction was/will be Completed	01.10.2026
Acquisition Conditions	Peşin (Cash)
Detailed Conditions if it is a Timed Payment	-
Nominal Value of Shares Acquired	CZK 1,400,000 directly through sale and CZK 600,000 indirectly through Smartwings a.s.
Purchase Price Per Share	EUR 71.15
Total Purchasing Value	EUR 142.291.526 (indicates the total transaction value including the receivables assigned for the group's debt owed to previous shareholders)
Ratio of New Shares Acquired to Capital of Non-current Financial Asset (%)	100% (70% direct and 30% indirect)
Total Ratio of Shares Owned in Capital of Non-current Financial Asset After Transaction (%)	100% (70% direct and 30% indirect)
Total Voting Right Ratio Owned in Non-current Financial Asset After Transaction (%)	100% (70% direct and 30% indirect)
Ratio of Non-current Financial Asset Acquired to Total Assets in Latest Disclosed Financial Statements of Company (%)	1.7%
Ratio of Transaction Value to Sales in Latest Annual Financial Statements of Company (%)	4.2%
Effects on Company Operations	Positive impact on consolidated balance sheet and operational growth is expected.

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	Prague City Air s.r.o.
Is Counter Party a Related Party According to CMB Regulations?	Hayır (No)
Relation with Counter Party if any	Independently Acting Third Party
Agreement Signing Date if Exists	07/12/2025
Value Determination Method of Non-current Financial Asset	Determined through bilateral negotiations within the framework of target financial performance and comparable market indicators.
Did Valuation Report be Prepared?	Düzenlenmedi (Not Prepared)
Reason for not Preparing Valuation Report if it was not Prepared	No valuation required for the transaction.
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	-
Explanations	

Execution of 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, through our fully-owned subsidiary Pegasus Europe B.V., and for the assignment of the outstanding debts of the target companies to the current shareholders to our Company and Pegasus Europe B.V. was disclosed on 08.12.2025. Following the receipt of the necessary administrative approvals in the Czech Republic, in Türkiye, and other countries where Smartwings Group operates, and the fulfillment of standard share transfer conditions, the acquisition was completed on 01.10.2026. 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.