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KAMUYU AYDINLATMA PLATFORMU

BORUSAN BİRLEŞİK BORU FABRİKALARI SANAYİ VE TİCARET A.Ş.
Material Event Disclosure (General)

Summary

Launch of the Accelerated Bookbuilding Transaction in Relation to Borusan Birleşik Boru Fabrikaları Sanayi ve Ticaret A.Ş. Shares

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	

You may find below the disclosure communicated to us by our shareholder Borusan Holding A.Ş.

"Borusan Holding A.Ş. ("Borusan Holding") announces the launch of the sale of 7,100,000 Class B shares in Borusan Birleşik Boru Fabrikaları Sanayi ve Ticaret A.Ş. ("Borusan Boru") (the "Shares") representing approximately 5.01% of the issued share capital of Borusan Boru (the "Transaction").

The sale (by way of an accelerated bookbuilding transaction) will be made to institutional investors residing in and outside of Türkiye, with the final terms including the number of shares to be sold and the sale price to be determined through the accelerated bookbuilding process. The completion of the accelerated bookbuild process and the results of the Transaction will be announced as soon as practicable thereafter. Borusan Holding reserves the right to change the terms and timing of the Transaction at any time. Borusan Boru will not receive any proceeds from the sale of the Shares.

The Transaction is expected to settle through an off-exchange settlement.

Citigroup Global Markets Limited ("Citi") and HSBC Bank plc ("HSBC") will act as Joint Global Coordinators and Bookrunners to Borusan Holding (the "Global Coordinators") in relation to the Transaction.

Borusan Holding currently holds directly approximately 74.85% of the issued share capital of Borusan Boru and following the successful completion of the Transaction, its expected direct shareholding interest in Borusan Boru shall be approximately 69.84%.

Following the completion of the Transaction, Borusan Holding shall remain the majority shareholder of Borusan Boru. Borusan Holding remains fully committed to and supportive of Borusan Boru.

Borusan Holding has agreed to a customary 90-day lock-up period with the Global Coordinators, subject to customary exceptions and any waiver granted by the Global Coordinators, with respect to any remaining Borusan Boru shares held by Borusan Holding, including any shares held through entities controlled by Borusan Holding."

Legal Disclaimer

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In connection with the Transaction, Citi, HSBC and any of their affiliates may take up a portion of the securities as a principal position and in that capacity may retain, purchase, sell, offer to sell or otherwise deal for their own accounts in such securities and other securities of Borusan Boru or related investments in connection with the Transaction or otherwise.

Accordingly, references in this announcement to the securities being offered, sold, acquired, placed or otherwise dealt in should be read as including any offer, sale, acquisition, placing or dealing by Citi, HSBC and any of their affiliates acting in such capacity. In addition, Citi, HSBC and any of their affiliates may enter into financing arrangements (including swaps, warrants or contracts for difference) with investors in connection with which Citi, HSBC and any of their affiliates may from time to time acquire, hold or dispose of securities. None of Citi, HSBC or any of their affiliates intends to disclose the extent of any such investment or transactions otherwise than in accordance with any legal or regulatory obligation to do so.

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There is also a Turkish version of this disclosure and in case of any discrepancy between two versions; the Turkish version 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 in order to obtain all information fully and accurately about the subject matter thereof, and we are personally liable for the disclosures.