



KAMUYU AYDINLATMA PLATFORMU

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

Summary

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



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

Material Event Disclosure General

Related Companies []

Related Funds []

Material Event Disclosure General	
Update Notification Flag	Evet (Yes)
Correction Notification Flag	Hayır (No)
Date Of The Previous Notification About The Same Subject	11.05.2026
Postponed Notification Flag	Hayır (No)
Announcement Content	
Explanations	

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

"Further to our previous disclosure on 11 May 2026, Borusan Holding A.Ş. ("Borusan Holding") announces the upsize, driven by strong investor demand, and pricing of the sale (by way of an accelerated bookbuilding transaction) to institutional investors residing in and outside of Türkiye of 8,500,000 shares held in Borusan Birleşik Boru Fabrikaları Sanayi ve Ticaret A.Ş. ("Borusan Boru") (the "Shares") corresponding to approximately 6.00% of the issued share capital of Borusan Boru (the "Transaction").

The Transaction was priced at TL540 per share, raising gross proceeds of approximately TL4.59 billion. Borusan Boru will not receive any proceeds from the sale of the Shares.

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

Following the completion of the Transaction, the direct shareholding interest of Borusan Holding in Borusan Boru shall be approximately 68.85% and 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 or 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.

The Transaction is expected to settle through an off-exchange settlement on 14 May 2026 (subject to customary closing conditions) and further disclosure will be made following the completion of such settlement.

Further material developments in respect of the Transaction will continue to be disclosed in accordance with applicable law."

Legal Disclaimer

Citi is authorised by the Prudential Regulation Authority ("PRA") and regulated by the PRA and the Financial Conduct Authority ("FCA"). HSBC is authorised by the PRA and regulated in the United Kingdom by the FCA and the PRA. Citi and HSBC are acting for Borusan Holding only in connection with the Transaction and no one else, and will not be responsible to anyone other than Borusan Holding for providing the protections offered to clients nor for providing advice in relation to the Shares subject to the Transaction or the Transaction, the contents of this announcement or any transaction, arrangement or other matter referred to in this announcement.

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.

Neither Citi, HSBC nor any of their affiliates, directors officers, employees advisers or agents owes or accepts any duty, liability or responsibility whatsoever (whether direct or indirect, consequential, whether in contract, in tort, in delict, under statute or otherwise) to any person who is not a client of Citi or HSBC in connection with this announcement, any statement contained herein, the Transaction or otherwise. An investor must seek its own advice from its accountant, broker, custodian, legal counsel or other professional adviser as it deems necessary.

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.

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