

DISCLOSURE

Date: 14.02.2024

Subject: The preliminary protocol signed by our subsidiary Alarko Gübre Fabrikaları Sanayi ve Ticaret A.Ş. for the acquisition of a company

On February 14, 2024, a preliminary protocol was signed between our subsidiary Alarko Gübre Fabrikaları Sanayi ve Ticaret A.Ş., Ahmet Koç, Sefa Koç, and Gimak Denizcilik Limited Company, under the guarantee of Negmar Denizcilik Yatırım A.Ş., with the aim of potentially acquiring all shares of Verim Gübre Anonim Şirketi ("Verim Gübre") upon fulfillment of specified conditions. According to the preliminary protocol, it is envisaged that upon obtaining necessary approvals from the Competition Authority and regulatory authorities regarding the transaction, a share transfer agreement reflecting the key terms of the preliminary protocol will be signed between the parties, contingent upon the acquisition of 100% of the shares of Sulfert Kimya Sanayi Ticaret Anonim Şirketi ("Sulfert Kimya") and Ege Antrepo Lojistik Limited Şirketi ("Ege Antrepo") by Verim Gübre. Among the companies subject to the preliminary protocol, Sulfert Kimya owns approximately 30,000 square meters of immovable property, including fertilizer production facilities and warehouses, located in Menemen district of Izmir province. It also includes a licensed solar power plant with an installed capacity of 2.1 MW, an operating permit for the warehouse issued to Ege Antrepo, and product registration certificates for 25 different fertilizers in chemical, organic, organomineral, liquid, and powder product categories held by Verim Gübre. It is anticipated that the share transfer price specified in the share transfer agreement in the preliminary protocol will be updated subject to certain adjustments to be 38,200,000.00 USD (thirty-eight million two hundred thousand United States Dollars) equivalent in Turkish Lira.

Further developments on the matter will be disclosed as they occur.

Announced to the public.



Note: As per the Guidelines issued by the Capital Markets Board on Communiqué II-15.1 governing Public Disclosure of Material Events, the disclosure made in Turkish is official and supersedes the translation to English.

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.