



## KAMUYU AYDINLATMA PLATFORMU

# BORUSAN BİRLEŞİK BORU FABRİKALARI SANAYİ VE TİCARET A.Ş. Notification Regarding Merger

# Notification Regarding Merger

<b>Summary Info</b>	The Result of the Extraordinary General Assembly Meeting Regarding the Merger of Our Company with BMB Holding A.Ş. and the Application for the Issuance Certificate
<b>Update Notification Flag</b>	Yes
<b>Correction Notification Flag</b>	No
<b>Postponed Notification Flag</b>	No

<b>Board Decision Date</b>	06.09.2024
<b>Merger Model</b>	Merger Through Acquisition
<b>Date Of Financial Statements Base To Merger</b>	30.06.2024
<b>Currency Unit</b>	TRY

Acquired Company	Trading On The Stock Exchange/Not Trading On The Stock Exchange	Share Exchange Rate	Group of Share To Be Distributed To Acquired Company Shareholders	Form of Share To Be Distributed To Acquired Company Shareholders
BMB Holding A.Ş.	Not Trading On The Stock Exchange	0,0008	B	Bearer

Share Group Info	Paid In Capital	Amount Of Capital To Be Increased Due To The Acquisition (TL)	Capital To Be Decreased (TL)	Target Capital	New Shares To Be Given Due To Merger
A Grubu, İşlem Görmüyor, TREBRSN00014	14.175.000	0	0	14.175.000	
<b>B Grubu, BRSAN, TRABRSAN91G8</b>	<b>127.575.000</b>	<b>21.582,28</b>	<b>0</b>	<b>127.596.582,28</b>	<b>B Grubu, BRSAN, TRABRSAN91G8</b>

	Paid In Capital	Amount Of Capital To Be Increased Due To The Acquisition (TL)	Capital To Be Decreased (TL)	Target Capital
<b>TOTAL</b>	141.750.000 TL	21.582,28 TL	0 TL	141.771.582,28 TL

<b>Capital Market Board Application Date Regarding Merger</b>	06.09.2024
<b>Capital Market Board Application Result Regarding Merger</b>	APPROVAL
<b>Capital Market Board Approval Date Regarding Merger</b>	21.11.2024
<b>Date of Related General Assembly</b>	31.12.2024
<b>Was The Issue Of Merger Negotiated? Was It Accepted?</b>	Accepted
<b>Capital Market Board Application Date</b>	02.01.2025

Additional Explanations

Within the scope of the merger process in which all assets and liabilities of BMB Holding A.Ş. are transferred as a whole to our Company and dissolved without liquidation, and with the approval of the Capital Markets Board (CMB), the 'Merger Agreement' prepared by our Company's Board of Directors was approved at the general assembly on December 31,2024. Accordingly, the capital of our Company, amounting to 141,750,000.00 Turkish Liras, has been increased by 21,582.28 Turkish Liras to a total of 141,771,582.28 Turkish Liras, and the amendment to Article 6, titled 'Capital,' of our Company's Articles of Association was also approved at the general assembly on the same date, in line with the approvals of the Capital Markets Board and the Ministry of Trade of the Republic of Turkiye.

The application was submitted to the CMB on January 2, 2025, along with the relevant documents, to obtain the approved issuance certificate in accordance with Article 20 of the Communiqué on Mergers and Demergers (II-23.2).

The Turkish translation of this disclosure is also available and in case of any discrepancy, the Turkish version shall 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.