



KAMUYU AYDINLATMA PLATFORMU

BORUSAN BİRLEŞİK BORU FABRİKALARI SANAYİ VE TİCARET A.Ş. Non-current Asset Sale

Summary

About Gemlik Large Diameter Pipe Production Facility

Non-Current Asset Sale

Related Companies

Related Funds

Non-Current Asset Sale	
Update Notification Flag	Evet (Yes)
Correction Notification Flag	Hayır (No)
Date Of The Previous Notification About The Same Subject	18/12/2023
Postponed Notification Flag	Hayır (No)
Announcement Content	
Nature of Non Current Asset Sold	Sale of land and buildings on it
Location and Area of Non-current Asset Sold	Bursa İli, Gemlik İlçesi, Hisar Mahallesi, 953 Ada, 52 nolu Parsel
Board Decision Date for Sale	22/02/2024
Were Majority of Independent Board Members' Approved the Board Decision for Sale?	Yes
Total Sales Value	USD 66,000,000 (approximately TL 2,043,703,200)
Ratio of Transaction Amount to Value of Company Based on the Mathematical Weighted Average on a Daily Basis, Six Months Prior to Date of Board Decision (%)	2,03%
Ratio of Sales Price to Paid-in Capital of Company (%)	1441,77%
Ratio of Sales Value to Total Assets in Latest Disclosed Financial Statements of Company (%)	4,03%
Ratio of Sales Value to Total Net Non-current Assets in Latest Disclosed Financial Statements of Company (%)	9,59%
Ratio of Value of Non-current Asset to Total Assets in Latest Disclosed Financial Statements of Company (%)	3,71%
Ratio of Transaction Value to Sales in Latest Annual Financial Statements of Company (%)	9,20%
Sales Conditions	Vadeli (Timed)
Date on which the Transaction was/will be Completed	22/02/2024
Aim of Sale and Effects on Company Operations	The decision has been made to sell the relevant land and buildings in order to position the production facilities in line with the company's strategic objectives and optimize the production of large-diameter pipes. It is expected that this sale will contribute to the efficient utilization of sources and will have a positive impact on company's performance.

Profit / Loss Arised After Sale of Non-Current Asset	The profit impact of approximately TL 65,000,000 is expected in our company's consolidated financial statements.
How will Sales Profit be Used if Exists?	-
Board Decision Date for Use of Sales Profit if Exists	-
Counter Party	Borçelik Çelik Sanayii Ticaret A.Ş
Is Counter Party a Related Party According to CMB Regulations?	Evet (Yes)
Nature of Relation with Counter Party	The company is a subsidiary of our main shareholder , Borusan Holding
Agreement Signing Date if Exists	-
Exercise Price of Retirement Right Relating to Significant Transaction	-
Value Determination Method of Non-Current Asset	It was determined by negotiation between the parties.
Did Valuation Report be Prepared?	Düzenlendi (Prepared)
Reason for not Preparing Valuation Report if it was not Prepared	-
Date and Number of Valuation Report	19.02.2024/ 24_400_53
Title of Valuation Company Prepared Report	Harmoni Gayrimenkul Değerleme ve Danışmanlık A.Ş
Value Determined in Valuation Report if Exists	USD 63,133,617 (approximately TL 1,938,000,000)
Reasons if Transaction wasn't/will not be performed in Accordance with Valuation Report	-
Explanations	

In our company's material disclosure dated December 18, 2023, it was announced that studies had commenced only for the sale of land and buildings associated with the production of large-diameter pipes used in the infrastructure and project business segment at our Gemlik Facilities, where we currently operate with 3 factories.

As part of the aforementioned proceedings, the sale of the land and buildings associated with the large-diameter pipe production facility located in Gemlik District of Bursa Province to Borçelik Çelik Sanayii Ticaret A.Ş., a company within the Borusan Group, for a total of USD 66,000,000 (approximately TL 2,043,703,200), has been completed on February 22, 2024. A payment, totaling USD 32,500,000 (approximately TL 1,006,369,000), was received on the day the transaction completed, while the remaining portion of USD 33,500,000 (approximately TL 1,037,334,200) is scheduled to be collected by December 15, 2024, which is the projected date for the vacant delivery of the real estate. The relevant amount has been secured through a letter of guarantee.

We continue to evaluate the options regarding the sale or relocation of machinery and equipment associated with the production of large-diameter pipes located on the land sold at the Gemlik Facility. Concrete developments will be shared additionally as they arise.

The machinery, equipment, land, and buildings used in the production of pipes, which have been manufactured in Turkey for many years and are currently located at our Gemlik Facilities, and offered to customers in the industrial, construction, and automotive segments, are not included in the scope of the relevant sales transaction. Our company will continue its production activities at Gemlik, Halkalı and Bursa facilities in Turkey.

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.