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KAMUYU AYDINLATMA PLATFORMU

TÜRKİYE SİGORTA A.Ş.
Material Event Disclosure (General)

Summary

Authorization regarding share sale and transaction launch

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	

The statement submitted to our Company by TVF Finansal Yatırımlar A.Ş., majority shareholder of our Company, is shared below.

TVF Finansal Yatırımlar A.Ş., which is a fully owned portfolio company of Turkish Wealth Fund, has authorized Citigroup Global Markets Limited ("**Citi**") and JP Morgan Securities plc ("**JP Morgan**") to act as Joint Global Coordinators and Bookrunners (the "**Global Coordinators**") for the off-exchange sale to non-Turkish resident institutional investors by way of accelerated bookbuilding process to (the "**Transaction**") of shares with a total nominal value of up to TRY 450,000,000.00 in Türkiye Sigorta A.Ş. (the "**Türkiye Sigorta**") corresponding to 4.50% of Türkiye Sigorta's issued share capital (the "**Shares**"), out of our current holding of shares with a total nominal value of TRY 8,110,171,892.96 and representing 81.1% of the issued share capital of Türkiye Sigorta, which has launched as of this disclosure.

The final terms and conditions of the Transaction, such as the number of shares to be sold and the sale price will be determined in accordance with the accelerated bookbuilding process. The close of the accelerated bookbuild process and the results of the Transaction will be separately announced. The settlement of the Transaction is expected to be completed as an off-exchange trade.

Following the Transaction, if all of the Shares are sold the direct shareholding interest of TVF Finansal Yatırımlar A.Ş. in Türkiye Sigorta and the Türkiye Sigorta's free float are expected to be 76.60% and 23.40%, respectively.

TVF Finansal Yatırımlar A.Ş. agreed not to transfer or dispose of any of their respective remaining shares in Türkiye Sigorta for 90 days following the settlement date of the Transaction, subject to customary exceptions or waiver by each of the Global Coordinators.

Important Notice

This announcement is for information purposes only and does not constitute or form part of an offer to sell or the solicitation of an offer to buy any securities of Türkiye Sigorta A.Ş. (the "**Company**") in the United States, Canada, Australia, Japan, or South Africa, or in any other jurisdiction in which such offer or sale would be unlawful.

The securities referred to herein (the "**Shares**") have not been and will not be registered under the U.S. Securities Act of 1933, as amended (the "**Securities Act**"), or with any securities regulatory authority of any state or other jurisdiction of the United States. The Shares may not be offered or sold in the United States except to "qualified institutional buyers" (QIBs) as defined in, and in reliance on, Rule 144A under the Securities Act, or outside the United States in offshore transactions in reliance on Regulation S under the Securities Act in any member state of the European Economic Area, this announcement is only addressed to and is only directed at "qualified investors" in that member state within the meaning of the Prospectus Regulation (EU) 2017/1129.

In the United Kingdom, this announcement is only addressed to and is only directed at "qualified investors" within the meaning of the Public Offers and Admissions to Trading Regulations 2024. In addition, this announcement is being distributed only to, and is directed only at, "investment professionals" falling within Article 19(5) of the Financial Services and Markets Act 2000 (Financial Promotion) Order 2005 (the "**Order**") or who are high net worth persons or entities falling within Article 49(2)(a) to (d) of the Order, or other persons to whom it may otherwise lawfully be communicated (all such persons together being referred to as "relevant persons").

This announcement must not be acted on or relied on (i) in the United Kingdom, by persons who are not relevant persons, and (ii) in any member state of the European Economic Area, by persons who are not qualified investors. Any investment or investment activity to which this announcement relates is available only to and will be engaged in only with (i) in the United Kingdom, relevant persons, and (ii) in any member state of the European Economic Area, qualified investors.

The publication, distribution or release of this announcement and the placing of the Shares in certain jurisdictions may be restricted by law and persons into whose possession this document or other information referred to herein comes are required to inform themselves about and observe any such restriction. Any failure to comply with these restrictions may constitute a violation of the securities laws of any such jurisdiction.

In connection with the sale of the Shares, Citi, J.P. Morgan or any of their respective affiliates may take up a portion of the Shares as a principal position and in that capacity may retain, purchase, sell or offer to sell for its or their own accounts such Shares or other securities of the Company or related investments in connection with the Transaction or otherwise. Accordingly, references in this announcement to the Shares being sold, offered, subscribed, acquired, placed or otherwise dealt in should be read as including any issue or offer to, or subscription, acquisition, placing or dealing by, Citi, J.P. Morgan or any of their respective affiliates acting in such capacity. In addition, Citi, J.P. Morgan or any of their respective affiliates may enter into financing arrangements (including swaps or contracts for differences) with investors in connection with which Citi, J.P. Morgan or any of their respective affiliates may from time to time acquire, hold or dispose of ordinary shares of the Company. Each of Citi and J.P. Morgan does not intend to disclose the extent of any such investment or transactions otherwise than in accordance with any legal or regulatory obligations to do so.

Any communication that a transaction is or that the book is "covered" (i.e. indicated demand from investors in the book equals or exceeds the amount of the securities being offered) is not an indication or assurance that the book will remain covered or that the transaction and securities will be fully distributed.

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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.