Date and time of publication on KAP: 13.11.2026 22:01:38
https://www.kap.org.tr/en/Bildirim/1698205

KAMUYU AYDINLATMA PLATFORMU

ALARKO HOLDİNG A.Ş.
Non-current Financial Asset Acquisition

Summary

Acquisition of Alarko Carrier Sanayi ve Ticaret A.Ş. shares

Noncurrent Financial Asset Acquisition

Related Companies [ALCAR]

Related Funds []

Noncurrent Financial Asset Acquisition	
Update Notification Flag	Evet (Yes)
Correction Notification Flag	Hayır (No)
Date Of The Previous Notification About The Same Subject	22.04.2025, 07.08.2026
Postponed Notification Flag	Hayır (No)
Announcement Content	
Board Decision Date for Acquisition	07/08/2026
Were Majority of Independent Board Members' Approved the Board Decision for Acquisition	Yes
Title of Non-current Financial Asset Acquired	Alarko Carrier Sanayi ve Ticaret A.Ş.
Field of Activity of Non-current Financial Asset whose Shares were being Acquired	As of the date hereof, Alarko Carrier Sanayi ve Ticaret A.Ş.'s actual business activity consists of the manufacturing and wholesale of heating, cooling, and air-conditioning equipment.
Capital of Noncurrent Financial Asset	TRY 10,800,000
Acquirement Way	Satın Alma (Purchase)
Date on which the Transaction was/will be Completed	The long-stop date for the transaction has been set as six months from the date of 7 August 2026, subject to the satisfaction of the closing conditions, including the approval of the Turkish Competition Authority. If the closing conditions have not been satisfied by such date, the long-stop date may be automatically extended once for a period of three months, unless the parties agree in writing to a longer extension period.
Acquisition Conditions	Peşin (Cash)
Detailed Conditions if it is a Timed Payment	The payment shall be made on the closing date.
Nominal Value of Shares Acquired	TRY 4,539,130.25
Purchase Price Per Share	The purchase price for shares with a nominal value of TRY 1 has been determined as USD 3.70, subject to any adjustment that may be required based on the price to be determined under the mandatory tender offer to be made to the other shareholders of Alarko Carrier.
Total Purchasing Value	The aggregate purchase price has been determined as USD 16,811,593.52, subject to any adjustment that may be required based on the price determined under the mandatory tender offer.

Ratio of New Shares Acquired to Capital of Non-current Financial Asset (%)	42,03
Total Ratio of Shares Owned in Capital of Non-current Financial Asset After Transaction (%)	84,06
Total Voting Right Ratio Owned in Non-current Financial Asset After Transaction (%)	84,06
Ratio of Non-current Financial Asset Acquired to Total Assets in Latest Disclosed Financial Statements of Company (%)	0,58
Ratio of Transaction Value to Sales in Latest Annual Financial Statements of Company (%)	9,21
Effects on Company Operations	The impact on the Company operations is expected to be limited
Did Takeover Bid Obligation Arised?	Evet (Yes)
Will Exemption Application be Made, if Takeover Bid Obligation Arised?	Hayır (No)
Title/ Name-Surname of Counter Party	Carrier HVACR Investment B.V.
Is Counter Party a Related Party According to CMB Regulations?	Hayır (No)
Relation with Counter Party if any	-
Agreement Signing Date if Exists	07/08/2026
Value Determination Method of Non-current Financial Asset	The consideration was determined through negotiations between the parties.
Did Valuation Report be Prepared?	Düzenlenmedi (Not Prepared)
Reason for not Preparing Valuation Report if it was not Prepared	The valuation report is not mandatory.
Date and Number of Valuation Report	-
Title of Valuation Company Prepared Report	-
Value Determined in Valuation Report if Exists	-
Reasons if Transaction wasn't/will not be performed in Accordance with Valuation Report	-
Explanations	

We disclosed in our announcement dated 7 August 2026 that a binding share purchase agreement was executed between us and Carrier HVACR Investment B.V. ("**Carrier**") on 7 August 2026 in relation to the acquisition from Carrier of the shares representing 42.03% of the share capital of Alarko Carrier Sanayi ve Ticaret A.Ş. ("**Alarko Carrier**") (the "**Transaction**"), and the closing of the Transaction is subject to the satisfaction of the closing conditions, including the approval of the Turkish Competition Authority.

At this stage, the approval of the Turkish Competition Authority in respect of the Transaction was obtained.

Material developments regarding the matter will be disclosed to the public.

A Turkish version of this announcement has been disclosed simultaneously. In the event of any discrepancy between the Turkish and English versions of this announcement, 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.