

OTOKAR OTOMOTİV VE SAVUNMA SANAYİ A.Ş.

Non-current Financial Asset Acquisition

Summary

Completion of the acquisition of Automecanica S.A. shares



Noncurrent Financial Asset Acquisition

Related Companies

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	27.01.2026, 29.04.2026, 21.05.2026, 02.06.2026
Postponed Notification Flag	Hayır (No)
Announcement Content	
Board Decision Date for Acquisition	27/01/2026
Were Majority of Independent Board Members' Approved the Board Decision for Acquisition	Yes
Title of Non-current Financial Asset Acquired	Automecanica S.A. ("Automecanica")
Field of Activity of Non-current Financial Asset whose Shares were being Acquired	Defense Industry
Capital of Noncurrent Financial Asset	11,256,415 RON (Romanian Lei)
Acquirement Way	Devralma (Takeover)
Date on which the Transaction was/will be Completed	03.06.2026
Acquisition Conditions	Diğer (Other)
Detailed Conditions if it is a Timed Payment	On the closing date, in addition to the total amount of 10,000,000 EUR paid up to this date, an amount of 46,744,143 EUR was paid to the Sellers, subject to post-closing net debt and net working capital adjustments, and the remaining portion of the share purchase price amounting to 25,000,000 EUR will be retained as cash collateral and paid in installments within three years following the closing. In the event that the Sellers submit a letter of guarantee corresponding to the relevant amount, this sum shall be paid and released to the Sellers.
Nominal Value of Shares Acquired	10,892,627.5 RON (Romanian Lei)
Purchase Price Per Share	The price is calculated at 18.76 EUR per share, with a nominal value of 2.50 RON each, subject to post-closing net debt and net working capital adjustment.
Total Purchasing Value	A total of 81,744,143 EUR, subject to post-closing net debt and net working capital adjustment.
Ratio of New Shares Acquired to Capital of Non-current Financial Asset (%)	96,77%
Total Ratio of Shares Owned in Capital of Non-current Financial Asset After Transaction (%)	96,77%

Total Voting Right Ratio Owned in Non-current Financial Asset After Transaction (%)	96,77%
Ratio of Non-current Financial Asset Acquired to Total Assets in Latest Disclosed Financial Statements of Company (%)	6.2% over the total amount
Ratio of Transaction Value to Sales in Latest Annual Financial Statements of Company (%)	8.4% over the total amount
Effects on Company Operations	Through the acquisition of the shares of Automecanica, which currently possesses the necessary infrastructure, production facilities, and licenses in Romania, it is aimed that the activities within the scope of the Romanian 4x4 Tactical Wheeled Light Armored vehicle procurement tender be carried out through Automecanica, which has directly become a subsidiary of Otokar.
Did Takeover Bid Obligation Arised?	Hayır (No)
Will Exemption Application be Made, if Takeover Bid Obligation Arised?	Hayır (No)
Title/ Name-Surname of Counter Party	Automecanica SKB Property SRL and Andrei Scobioala
Is Counter Party a Related Party According to CMB Regulations?	Hayır (No)
Relation with Counter Party if any	Automecanica owns half of the shares representing the capital of Sisteme Aparare Romania (SAROM) S.R.L, which is our Company's joint venture in Romania.
Agreement Signing Date if Exists	
Value Determination Method of Non-current Financial Asset	Mutually agreed upon through negotiations between the parties.
Did Valuation Report be Prepared?	Düzenlenmedi (Not Prepared)
Reason for not Preparing Valuation Report if it was not Prepared	Not mandatory
Date and Number of Valuation Report	-
Title of Valuation Company Prepared Report	-
Value Determined in Valuation Report if Exists	No valuation report has been prepared.
Reasons if Transaction wasn't/will not be performed in Accordance with Valuation Report	No valuation report has been prepared.
Explanations	

It was announced to the public with our material event disclosure dated 29.04.2026 that a Share Purchase Agreement had been signed between our Company and the relevant shareholders of Automecanica regarding the acquisition by our Company of the shares representing 96.77% of the capital of Automecanica S.A. ("Automecanica"), which is established in Romania and operates in the defense industry.

Following the fulfillment of the closing conditions provided in the agreement, the transactions regarding the share transfer have been completed, and the shares representing 96.77% of the capital of Automecanica have been acquired by our Company.

In addition to the 5,000,000 EUR paid to the Sellers by our Company on the signature date of the memorandum of understanding as the share purchase price, and the 5,000,000 EUR paid on the signature date of the Share Purchase Agreement, a payment amounting to 46,744,143 EUR has been made in line with the calculations made by taking into account the net debt and net working capital amounts in the financial statements dated December 31, 2025, which became final after the adjustments made during Automecanica's technical evaluation process. The balance of 25,000,000 EUR will be retained as cash collateral and paid in installments within three years following the closing. In the event that the Sellers submit a letter of guarantee, this sum shall be paid and released to the Sellers. The share purchase price will be subject to a post-closing adjustment based on the net debt and net working capital amounts of Automecanica as of May 31, 2026.

As a result of the transaction, Automecanica, which currently possesses the necessary infrastructure, production facilities, and licenses in Romania, has become a subsidiary of our Company, and the activities within the scope of the Romanian 4x4 Tactical Wheeled Light Armored Vehicle Project will be carried out directly through Automecanica.

This statement has been translated into English for informational purposes. In case of any discrepancy between the Turkish and the English versions of this disclosure statement, 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.