

Official Announcement: <https://www.kap.org.tr/en/Bildirim/781239>



From: DenizBank Investor Relations and Financial Communication Department

Subject: CMB Application of Emirates NBD regarding Takeover Bids

Date: 08.08.2019

Ref: Our disclosures dated 01 August 2019, 31 July 2019, 05 July 2019, 30 June 2019, 03 April 2019, 8 November 2018, 18 September 2018, 20 July 2018, 22 May 2018, 30 March 2018 and 30 January 2018

This disclosure is for the purposes of providing information as required by Article 23 sub-paragraph 7 of CMB's Communiqué on Material Events Disclosures (II-15.1)

Further to our referenced disclosures, it was announced that the share transfer transaction regarding 99,85% of the shares of our bank held by Sberbank of Russia (Sberbank) directly to Emirates NBD Bank PJSC (Emirates NBD) was completed as of 31 July 2019 and the shareholding percentage of Sberbank in Denizbank fell from 99.85% to 0%; and the shareholding percentage of ENBD in the Company increased from 0% to 99.85% and considering the said share transfer, the processes regarding transactions to be realized as per the capital market legislation before Company investors would be announced to the public with material disclosures.

Within this scope, the disclosure made by Emirates NBD submitted to us to be announced to public is provided below:

As a result of direct purchase of Denizbank shares and indirect acquisition of Deniz Real Estate Investment Trust (Deniz GYO) shares, as per the provision of article 26 of Capital Markets Board and provisions of Communiqué on Takeover Bids (II-26.1), an obligation has arisen to make a takeover bid for Denizbank and Deniz GYO. Within the scope of the said takeover bid obligation, an application has been made today to Capital Markets Board by Emirates NBD through Deniz Yatırım Menkul Kıymetler A.Ş. to make a takeover bid for Denizbank with the request to approve the takeover bid information form prepared for this purpose and approve the exemption for Deniz GYO.

Emirates NBD shall continue informing our investors about the share purchase proposal process and other related aspects.

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.

Sincerely yours,
Denizbank A.Ş.