



TAB Gıda Sanayi ve Ticaret Anonim Şirketi

01.01.2024 - 30.09.2024

**REALIZATION AND EVALUATION REPORT PREPARED BY THE
AUDIT COMMITTEE ON THE ASSUMPTIONS USED IN
DETERMINING THE PUBLIC OFFERING PRICE**

By TAB Gıda Sanayi ve Ticaret Anonim Şirketi

Prepared in accordance with Article 29/5 of the Capital Markets Board's Equity Communiqué No.

VII-128.1.

15.11.2024

1. Purpose of the Report

Pursuant to paragraph 5 of Article 29 of the Capital Markets Board's Communiqué on Equity Shares numbered VII-128.1, it is obligatory for the corporation, whose shares are offered to public for the first time, to prepare a report for two years following the commencement of trading of its shares on the Stock Exchange, which includes evaluations on whether the assumptions taken as basis in determining the public offering price have been realized or not, and if not, the reason thereof, and to publish the said report on the corporation's website and Public Disclosure Platform ("PDP").

TAB Gıda Sanayi ve Ticaret A.Ş. ("TAB Gıda" or the "Company") shares were offered to the public on 18-19-20 October 2023, and the shares of our Company started trading on Borsa Istanbul on 26 October 2023.

We hereby declare that it has been prepared within the framework of the following ethical principles by taking into consideration the CMB Communiqué No. III-62.1 "Communiqué on Valuation Standards in Capital Markets" and International Valuation Standards.

Valuation Methods and Calculations in the Price Determination Report

In the Price Determination Report prepared by İş Yatırım Menkul Değerler A.Ş. ("İş Yatırım"), which acted as an intermediary for the public offering of the Company's shares, on 04.09.2023 and published on the Public Disclosure Platform on 13.10.2023, the Company value and the public offering price were determined as follows.

a. Discounted Cash Flow Method (DCF):

The assumptions used in the Discounted Cash Flow ("DCF") analysis are based on estimates that reflect the Company management's expectations for the coming years and according to these estimates, the cash flows to be generated in the future period are discounted to present value.

In the DCF analysis, projections were prepared based on the Company's past realizations and the Company's business plan. Equity value is calculated by deducting the Company's net financial debt amount from the discounted value of the Company.

DCD Valuation Summary	Million TL
DCD Enterprise Value	43,076
Total Adjusted Net Financial Debt	951
Equity Value	42,125

b. Market Multiples Analysis:

The Company's equity value was calculated by İş Yatırım based on the Market Multiples analysis by giving equal weight to the values calculated as a result of EV/EBITDA and P/E analysis of both domestic and foreign companies.

(Million TL)	Calculated Equity Value	Weight
Domestic EV/EBITDA and P/E Weighted Equity Value	24,715.1	%50
Foreign EV/EBITDA and P/E Weighted Equity Value	42,679.7	%50
Equity Value	33,697.4	%100

2. Valuation Result

The weighted equity value found as a result of the valuation study conducted by İř Yatırım is given in the table below.

Million TL	Calculated Equity Value	Weight	Equity Value
Market Multiples Analysis	33,697	50%	16,849
Discounted Cash Flow Analysis	42,125	50%	21,062
Equity Value		100%	37,911

According to the calculation based on the weighted equity value obtained as a result of the valuation methods, the Company's share value before the public offering discount is calculated as 163.12 TL. Applying a public offering discount of approximately 20.3% to this value, the Company's public offering price per share was determined as 130.00 TL.

IPO Price Account	Value (TL)
Weighted Equity Value	37,911,179,232
Nominal Capital Amount	232,417,000
Share Value Before IPO Discount	163.12
Public Offering Discount	20.3%
Share Price After IPO Discount	130.00

3. Forecast and Realization

Since the Price Determination Report dated 04.09.2023 prepared prior to the IPO does not include the effects of inflation accounting, the comparison of the related assumptions is made by excluding the effects of "IAS 29 Financial Reporting in Hyperinflationary Economies" standard.

(Million TL)	Reported	Reported	Excluding IAS29 impact	Excluding IAS29 impact	Realization	Excluding IAS29 impact	Excluding IAS29 impact	Realization
	9M 2023	9M 2024	2023	9M 2023	Rate (%)	2024 Expectation	9M 2024 realization	Rate (%)
Revenue	22,488	22,912	16,887	12,158	72.0%	30,481	20,311	66.6%
Gross Profit	4,013	3,978	3,622	2,602	71.8%	7,728	4,288	55.5%
Pross Profit Margin	17.8%	17.4%	21.4%	21.4%		25.4%	21.1%	
EBITDA	4,739	4,905	3,606	2,516	69.8%	6,437	4,261	66.2%
EBITDA Margin	21.1%	21.4%	21.4%	20.7%		21.1%	21.0%	

According to the price determination report published during the IPO, 66.6% of the annual revenue and 66.2% of EBITDA, which were estimated to be realized in 2024, were realized in the first 9 months of the year. According to 2023 year-end realizations, 72% of revenue and 69.8% of EBITDA were realized in the first 9 months of 2023.

For 2024, according to the estimates in the price determination report, excluding the impact of IAS 29 inflation accounting, EBITDA of TL 6.4 billion with a margin of 21.1% and turnover of TL 30 billion with 80% growth.

In 2024, there was no interim minimum wage increase and the level of inflation remained high although there were steps to lower the inflation. This continued to have a negative impact on consumers' purchasing power. In line with our FY2024 expectations, we are focusing on maintaining our profitable growth momentum despite challenging macroeconomic conditions. Despite the slowdown in the economy and

declining consumer purchasing power, we successfully implemented our strategies to increase growth and profitability in the first 9 months of 2024.

As we assess the challenges in the third quarter and early fourth quarter, we observe that our flexible business model, strong market position and effective management capabilities minimised the impact of these challenges. In this context, we believe that we will be able to maintain our projected EBITDA margin and sustain our long-term sustainable growth targets.

We believe that our revenue will remain strong thanks to the effective measures we have implemented and we expect our year-end turnover to be in the range of 27.5 billion to 28 billion TL before applying inflation accounting. We also expect our annualized adjusted EBITDA margin to be above 21%, better than our previous expectations.

We would like to extend our gratitude to our investors and all our stakeholders for their trust and support for us and our vision.

Sincerely,

TAB Gıda Sanayi ve Ticaret A.Ş.

Audit Committee Chairman

Halil Dođan BOLAK

Audit Committee Member

Ayşe Aysin IŞIKGECE