ŞOK MARKETLER TİCARET A.Ş.

CONSOLIDATED FINANCIAL STATEMENTS
AND INDEPENDENT AUDITOR'S REPORT
FOR THE YEAR ENDED 31 DECEMBER 2021

pwc

CONVENIENCE TRANSLATION INTO ENGLISH OF INDEPENDENT AUDITOR'S REPORT ORIGINALLY ISSUED IN TURKISH

INDEPENDENT AUDITOR'S REPORT

To the General Assembly of Şok Marketler Ticaret A.Ş.

A. Audit of the Consolidated Financial Statements

1. Opinion

We have audited the accompanying consolidated financial statements of Şok Marketler Ticaret A.Ş. (the "Company") and its subsidiaries (collectively referred to as the "Group"), which comprise the consolidated statement of financial position as at 31 December 2021 and the consolidated statement of profit or loss and other comprehensive income, consolidated statement of changes in equity and consolidated statement of cash flows for the year then ended and the notes to the consolidated financial statements including a summary of significant accounting policies (Notes 1 to 31).

In our opinion, the consolidated financial statements present fairly, in all material respects, the financial position of the Group as at 31 December 2021, and its financial performance and its cash flows for the year then ended in accordance with Turkish Financial Reporting Standards ("TFRS").

2. Basis for Opinion

Our audit was conducted in accordance with the Standards on Independent Auditing (the "SIA") that are part of Turkish Standards on Auditing issued by the Public Oversight Accounting and Auditing Standards Authority (the "POA"). Our responsibilities under these standards are further described in the "Auditor's Responsibilities for the Audit of the Consolidated Financial Statements" section of our report. We hereby declare that we are independent of the Group in accordance with the Ethical Rules for Independent Auditors (including Standards on Independence) (the "Ethical Rules") and the ethical requirements regarding independent audit in regulations issued by POA that are relevant to our audit of the financial statements. We have also fulfilled our other ethical responsibilities in accordance with the Ethical Rules and regulations. We believe that the audit evidence we have obtained during the independent audit provides a sufficient and appropriate basis for our opinion.

3. Other information

The Group Management is responsible for the other information. The other information comprises the Appendix "Other information" and does not constitute a part of the consolidated financial statements and our auditor's report thereon.

Our opinion on the consolidated financial statements does not cover the other information and we do not express any form of assurance thereon.

In connection with our audit of the consolidated financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the consolidated financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated. If, based on the work we have performed, we conclude that there is a material misstatement within this other information, we are required to report that fact. We have nothing to report in this regard.

4. Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the consolidated financial statements of the current period. Key audit matters were addressed in the context of our independent audit of the consolidated financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

Key audit matters	*How our audit addressed the key audit matter*
Goodwill and related impairment test As disclosed in Notes 2.8, 2.9 and 14 to the accompanying consolidated financial statements, goodwill amounting to TRY 579 million was recognised in the Group consolidated financial statements as of 31 December 2021. These assets have indefinite useful life and are subject to impairment tests on an annual basis in accordance with TAS 36 unless there is indication of impairment. The reasons as to why we considered the goodwill and related impairment test as a key audit matter are as follows: • the quantitative significance of the amounts in the consolidated financial statements; • the importance of assumptions such as enterprise value/earnings before interest tax and amortisation and enterprise value/sales multipliers, which were used for purposes of the impairment test and their sensitivities, along with the possible impairment impact on consolidated financial statements.	We examined the plausibility of the assumptions used for purposes of impairment testing with our experts. Models that were designed based on these assumptions were assessed from technical and theoretical points of view and compared with industry practices. Reasonableness of cash generating unit consideration of management was considered based on a comparison with industry practices. We checked if enterprise value/earnings before interest tax and amortisation and enterprise value/sales multipliers are within acceptable ranges by comparing them with other retail companies. We examined the feasibility of the projections with Group management by comparing the projections with previous financial performance and current period evaluations. We assessed the quantitative sensitivity of impairment tests by way of sensitivity analysis. We checked the mathematical accuracy of related calculations. We also considered the sufficiency of the related disclosures included in the accompanying consolidated financial statements.

Key audit matters	*How our audit addressed the key audit matter*
Revenue recognition (Notes 2.8 and 21) The Group operates in hard discount retail market in Turkey. In addition to being the most important financial statement line item for the retail industry, revenue is one of the most important criteria for evaluating the performance including those of stores and the results of strategies applied by management. The audit of revenue is a key audit matter since revenue amounting to TRY 28,412 million for the year ending 31 December 2021 as stated in the accompanying consolidated financial statements is material to the financial statements, and the completeness and accuracy of revenue transactions are difficult to audit due to the high volume of transactions resulting from the large number of stores and sales points.	The audit procedures performed include a combination of validation of key controls in the revenue recognition process, substantive tests and analytical procedures. The revenue recognition process was understood by way of inquiries with the process owners, and design effectiveness, implementation and the operating effectiveness of key controls were evaluated with the support of our experts in Information Technology ("IT"). Access to programs, program changes and program development controls were tested by our IT experts. To make sure that pricing and invoicing of revenue are complete and accurate, we tested the controls of accounting entry of sales data to ensure entry can only be performed with the approval of the accounting department, automatic transfer of sales data to the accounting system and automatic transfer of sales prices to cashboxes. Testing on a sample basis was performed for the recognition of daily transfers to the cash boxes. Substantive analytical procedures were performed to assess revenue variance. Product and category based sales and gross margins were compared to prior periods and their consistency was evaluated. In addition to these, measurement of revenue and adequacy and compliance of related disclosures included in the accompanying consolidated financial statements were evaluated from TFRS standpoint.

5. Responsibilities of Management and Those Charged with Governance for the Consolidated Financial Statements

The Group management is responsible for the preparation and fair presentation of the consolidated financial statements in accordance with TFRS, and for such internal control as management determines is necessary to enable the preparation of consolidated financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the consolidated financial statements, management is responsible for assessing the Group's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Group or to cease operations, or has no realistic alternative but to do so.

Those charged with governance are responsible for overseeing the Group's financial reporting process.

6. Auditor's Responsibilities for the Audit of the Consolidated Financial Statements

Responsibilities of independent auditors in an independent audit are as follows:

Our aim is to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an independent auditor's report that includes our opinion. Reasonable assurance expressed as a result of an independent audit conducted in accordance with SIA is a high level of assurance but does not guarantee that a material misstatement will always be detected. Misstatements can arise from fraud or error. Misstatements are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these consolidated financial statements.

As part of an independent audit conducted in accordance with SIA, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement in the consolidated financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.

- Assess the internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Group's internal control.

- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.

- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Group's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the consolidated financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our independent auditor's report. However, future events or conditions may cause the Group to cease to continue as a going concern.

- Evaluate the overall presentation, structure and content of the consolidated financial statements, including the disclosures, and whether the consolidated financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

- Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the Group to express an opinion on the consolidated financial statements. We are responsible for the direction, supervision and performance of the Group audit. We remain solely responsible for our audit opinion.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence. We also communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards actions taken to eliminate threats or safeguards applied.

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the consolidated financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

B. Other Responsibilities Arising From Regulatory Requirements

1. No matter has come to our attention that is significant according to subparagraph 4 of Article 402 of Turkish Commercial Code ("TCC") No. 6102 and that causes us to believe that the Company's bookkeeping activities concerning the period from 1 January to 31 December 2021 period are not in compliance with the TCC and provisions of the Company's articles of association related to financial reporting.

2. In accordance with subparagraph 4 of Article 402 of the TCC, the Board of Directors submitted the necessary explanations to us and provided the documents required within the context of our audit.

3. In accordance with subparagraph 4 of Article 398 of the TCC, the auditor's report on the early risk identification system and committee was submitted to the Company's Board of Directors on 17 February 2022.

PwC Bağımsız Denetim ve
Serbest Muhasebeci Mali Müşavirlik A.Ş.

Adnan Akan, SMMM
Partner

Istanbul, 17 February 2022

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ŞOK MARKETLER TİCARET A.Ş.

CONSOLIDATED BALANCE SHEET AS AT 1 JANUARY - 31 DECEMBER 2021 AND 2020

(Amounts are expressed in Turkish Lira ("TL") unless otherwise stated.)

ASSETS

		Audited	Audited
		31 December	31 December
Current Assets	**Note**	**2021**	**2020**
Cash and cash equivalents	5	1.343.778.022	1.149.089.432
Trade receivables	7	99.962.387	106.183.646
Trade receivables from related parties	27	57.553.754	39.412.698
Trade receivables from third parties		42.408.633	66.770.948
Other receivables	8	10.822.198	10.534.661
Inventories	9	2.849.358.576	2.090.253.657
Prepaid expenses	10	15.797.639	11.680.334
Other current assets	19	50.036.159	9.303.474
Total Current Assets		**4.369.754.981**	**3.377.045.204**
Non Current Assets			
Other receivables	8	34.667.958	27.579.832
Property, plant and equipment	12	1.828.765.126	1.352.693.035
Right of use assets	11	2.565.326.249	2.114.935.110
Intangible assets		703.674.386	691.955.585
Goodwill	14	579.092.596	579.092.596
Other intangible assets	13	124.581.790	112.862.989
Deferred tax assets	26	232.641.139	197.621.010
Total Non-Current Assets		**5.365.074.858**	**4.384.784.572**
TOTAL ASSETS		**9.734.829.839**	**7.761.829.776**

Accompanying notes form an integral part of these consolidated financial statements.

ŞOK MARKETLER TİCARET A.Ş.

CONSOLIDATED BALANCE SHEET AS AT 1 JANUARY - 31 DECEMBER 2021 AND 2020

(Amounts are expressed in Turkish Lira ("TL") unless otherwise stated.)

LIABILITIES AND EQUITY

	Note	Audited 31 December 2021	Audited 31 December 2020
Current Liabilities			
Short-term lease liabilities	6	958.494.362	745.332.925
Short-term portion of long term borrowings	6	711.932	32.724.317
Trade payables	7	5.321.360.305	4.600.841.407
Trade payables due to related parties	27	558.094.914	426.479.568
Trade payables due to third parties		4.763.265.391	4.174.361.839
Payables related to employee benefits	17	202.283.910	155.845.749
Other payables	8	9.131.172	3.277.382
Deferred income	10	38.749.807	31.574.336
Other short-term provisions		412.816.552	93.381.568
Provision for short-term employee benefits	17	49.094.657	39.664.863
Other provisions	15	363.721.895	53.716.705
Other current liabilities	19	122.233.241	83.252.925
Total Current Liabilities		**7.065.781.281**	**5.746.230.609**
Non current liabilities			
Liabilities under finance leases	6	-	711.972
Long-term lease liabilities	6	2.050.915.733	1.658.989.836
Provision for long-term employee benefits	17	100.705.867	62.208.236
Other payables	8	575.099	1.409.261
Deferred income	10	20.962.021	38.381.984
Total Non-Current Liabilities		**2.173.158.720**	**1.761.701.289**
EQUITY			
Share capital	20	611.928.571	611.928.571
Treasury shares	20	(180.724.551)	(180.724.551)
Effect of transactions under common control	20	(567.113.629)	(567.113.629)
Accumulated other comprehensive income or expense			
Defined benefit plans reameasurement losses	20	(13.050.781)	(13.263.816)
Legal reserves	20	5.156.924	260.000
Retained earnings		319.995.612	129.419.773
Net profit for the period		324.323.116	272.612.688
Shareholder's equity		**500.515.262**	**253.119.036**
Non-controlling interest		**(4.625.424)**	**778.842**
Total Equity		**495.889.838**	**253.897.878**
TOTAL LIABILITIES AND EQUITY		**9.734.829.839**	**7.761.829.776**

Accompanying notes form an integral part of these consolidated financial statements.

ŞOK MARKETLER TİCARET A.Ş.

CONSOLIDATED STATEMENT OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME
FOR THE YEAR ENDED 1 JANUARY - 31 DECEMBER 2021 AND 2020

(Amounts are expressed in Turkish Lira ("TL") unless otherwise stated.)

	Note	Audited 1 January- 31 December 2021	Audited 1 January- 31 December 2020
Revenue	21	28.411.812.112	21.353.835.397
Cost of sales (-)	21	(21.767.673.133)	(16.318.273.326)
Gross profit		**6.644.138.979**	**5.035.562.071**
Marketing and sales expenses (-)	22	(4.682.929.637)	(3.473.128.697)
General administrative expenses (-)	22	(172.889.056)	(160.669.722)
Other income from operating activities	23	19.077.199	39.022.960
Other expenses from operating activities (-)	23	(839.555.800)	(591.826.668)
Operating profit		**967.841.685**	**848.959.944**
Income from investing activities	24	135.337.174	28.431.682
Expenses from investing activities	24	(3.638.871)	(6.560.978)
Profit before finance expenses		**1.099.539.988**	**870.830.648**
Finance expenses (-)	25	(798.638.967)	(576.970.639)
Profit from continuing operations before taxation		**300.901.021**	**293.860.009**
Current tax expense	26	(17.047.518)	(778.968)
Deferred tax income / (expense)	26	35.070.172	(21.169.415)
PROFIT FOR THE PERIOD		**318.923.675**	**271.911.626**
Attributable to:			
Equity holders of the parent		324.323.116	272.612.688
Non-controlling interests		(5.399.441)	(701.062)
Profit per share	30	**0,5467**	**0,4598**
Earnings per share from continuing operations		0,5467	0,4598
OTHER COMPREHENSIVE INCOME /(LOSS)			
Items that will not be reclassed to profit or loss		**208.210**	**(655.701)**
Define benefit plans remeasurement gains / (losses)	17	258.253	(819.400)
Deferred tax income / (expense)	26	(50.043)	163.699
OTHER COMPREHENSIVE (LOSS) / INCOME		**208.210**	**(655.701)**
TOTAL OTHER COMPREHENSIVE INCOME		**319.131.885**	**271.255.925**
Allocation of Total Comprehensive Income / (Loss)			
Non-controlling interests		(5.404.266)	(699.653)
Equity holders of the parent		324.536.151	271.955.578
TOTAL COMPREHENSIVE INCOME		**319.131.885**	**271.255.925**

The accompanying notes form an integral part of these financial statements.

ŞOK MARKETLER TİCARET A.Ş.

CONSOLIDATED STATEMENT OF CHANGES IN EQUITY

FOR THE YEAR ENDED 1 JANUARY - 31 DECEMBER 2021 AND 2020

(Amounts are expressed in Turkish Lira ("TL") unless otherwise stated.)

			Accumulated other comprehensive income or expense that will not be reclassified to profit or loss			Retained earnings / accumulated losses				
	Share capital	Treasury shares	Defined benefit plans reameasurement losses	Legal reserves	Effect of transactions under common control(*)	Profit / (loss) for the period	Retained earnings / accumulated Losses	Shareholder's equity	Non-controlling interest	Equity
Reported as of 1 January 2020	**611.928.571**	**(190.231.327)**	**(12.606.706)**	**260.000**	**(567.113.629)**	**(298.637.678)**	**428.057.451**	**(28.343.318)**	**1.478.495**	**(26.864.823)**
Transfer to retained earnings	-	-	-	-	-	298.637.678	(298.637.678)	-	-	-
Repurchase of shares	-	9.506.776	-	-	-	-	-	9.506.776	-	9.506.776
Total comprehensive income/(loss)	-	-	(657.110)	-	-	272.612.688	-	271.955.578	(699.653)	271.255.925
Balance as of 31 December 2020	**611.928.571**	**(180.724.551)**	**(13.263.816)**	**260.000**	**(567.113.629)**	**272.612.688**	**129.419.773**	**253.119.036**	**778.842**	**253.897.878**
Balance as of 1 January 2021	**611.928.571**	**(180.724.551)**	**(13.263.816)**	**260.000**	**(567.113.629)**	**272.612.688**	**129.419.773**	**253.119.036**	**778.842**	**253.897.878**
Transfer to retained earnings	-	-	-	4.896.924	-	(272.612.688)	267.715.764	-	-	-
Total comprehensive income/(loss)	-	-	213.035	-	-	324.323.116	-	324.536.151	(5.404.266)	319.131.885
Dividend paid (**)	-	-	-	-	-	-	(77.139.925)	(77.139.925)	-	(77.139.925)
Balance as of 31 December 2021	**611.928.571**	**(180.724.551)**	**(13.050.781)**	**5.156.924**	**(567.113.629)**	**324.323.116**	**319.995.612**	**500.515.262**	**(4.625.424)**	**495.889.838**

(*) The effect of business combinations under common control is disclosed in Note 3.

(**) As a result of the decision taken at the Group's General Assembly Meeting held on May 26, 2021, a dividend payment of TL 79.565.667 was made between 1 and 5 July 2021. Total dividend amount includes TL 2.425.742 corresponding to the Group's own shares.

ŞOK MARKETLER TİCARET A.Ş.

CONSOLIDATED STATEMENT OF CASH FLOWS
FOR THE YEAR ENDED 1 JANUARY - 31 DECEMBER 2021 AND 2020

(Amounts are expressed as Turkish Lira ("TL") unless otherwise stated.)

	Note	1 January- 31 December 2021	1 January- 31 December 2020
A. OPERATING ACTIVITIES			
Profit for the period		318.923.675	271.911.626
Adjustments related to reconciliation of net profit / (loss) for the period			
-Depreciation and amortisation expenses	11-12-13	833.823.468	697.508.002
-Provision for employee benefits	17	103.255.796	68.491.939
-Provision for impairment on receivables	7	80.289	238.457
-Provision for litigation	15	318.541.867	17.010.170
-Deferred financial expense arising from forward purchases		50.515.025	(21.714.918)
-Allowance for / reversal of impairment on inventories, net		22.387.709	33.078.822
-Loss on sale of property, plant and equipment	24	80.206	2.934.504
-Tax expenses	26	(18.022.654)	21.948.383
-Interest income	24	(132.637.928)	(24.805.208)
-Interest expenses	25	798.638.967	576.970.639
Cash generated by / (used in) operations before changes in working capital:		**2.295.586.420**	**1.643.572.416**
Changes in trade receivables		5.805.552	(32.229.361)
Changes in inventories		(781.492.628)	(793.599.682)
Changes in other receivables and current assets		(44.531.090)	(13.407.258)
Changes in trade payables		670.096.252	1.227.566.920
Changes in other payables and expense accruals		43.999.944	48.983.866
Changes in employee benefits		46.438.161	44.237.984
Changes in prepaid expenses		(14.361.797)	62.847.360
Cash used in operations		**2.221.540.814**	**2.187.972.245**
Income taxes paid		(20.624.776)	(2.815.384)
Other cash inflow	7	243.039	152.521
Other provision paid	15	(8.536.677)	(4.505.257)
Employee benefits paid	17	(55.070.118)	(31.929.781)
Net cash generated by operating activities:		**2.137.552.282**	**2.148.874.344**
B.INVESTING ACTIVITIES			
Interest received	24	132.637.928	24.805.208
Purchases of property, plant and equipment	12	(777.008.730)	(506.150.301)
Purchases of intangible assets	13	(19.870.899)	(14.075.110)
Cash inflows from the sale of property, plant and equipment	12-13	3.097.410	2.861.991
Net cash used in investing activities		**(661.144.291)**	**(492.558.212)**
C.FINANCING ACTIVITIES			
Cash outflows from finance leases	6	(32.724.357)	(75.063.012)
Interest paid		(173.487.749)	(66.962.468)
Cash paid for repurchase of company shares under price	20	-	9.506.776
Cash outflows from interest payments of lease liabilities	25	(625.151.218)	(510.008.171)
Cash outflows lease payments related to debt payments	6	(373.216.152)	(295.985.991)
Dividend paid (*)		(77.139.925)	-
Net cash (used in) / generated from financing activities		**(1.281.719.401)**	**(938.512.866)**
NET CHANGE IN CASH AND CASH EQUIVALENTS (A+B+C)		**194.688.590**	**717.803.266**
D.CASH AND CASH EQUIVALENTS AT THE BEGINNING OF THE PERIOD	**5**	**1.149.089.432**	**431.286.166**
E.CASH AND CASH EQUIVALENTS AT THE END OF THE PERIOD (A+B+C+D)	**5**	**1.343.778.022**	**1.149.089.432**

(*) As a result of the decision taken at the Group's General Assembly Meeting held on May 26, 2021, a dividend payment of TL 79.565.667 was made between 1 and 5 July 2021. Total dividend amount includes TL 2.425.742 corresponding to the Group's own shares.

(**) The Group revalued its tangible and intangible assets and their depreciation as of 31 December 2021, within the scope of the Tax Procedure Law General Communique (Sequence No: 530) published by the Ministry of Treasury and Finance. The tax payment was made amounting to TL 17.047.518.

GROUP'S ORGANISATION AND NATURE OF OPERATIONS

Şok Marketler Ticaret Anonim Şirketi ("Şok" or the "Company") was established in 1995 to operate in the retail sector, selling fast moving consuming products in Turkey. The registered address of the Company is Kısıklı mah. Hanımseti sok No:35 B/1 Üsküdar and continues its activities in 81 provinces of Turkey. The number of personnel is 39.659 as of 31 December 2021 (31 December 2020: 35.665).

Şok and its subsidiaries (together the "Group"), are comprised of the parent, Şok and two subsidiaries in which the Company owns the majority share of the capital or which are controlled by the Company.

On 25 August 2011, Şok 's shares were transferred from Migros Ticaret A.Ş..

The Group acquired 18 stores of Dim Devamlı İndirim Mağazacılık A.Ş between February 21, 2013 and March 28, 2013. The purchase was not made through the purchase of shares but through the purchase of the assets in stores.

On 19 April 2013, the Group signed share transfer agreement for the purpose of purchasing 100% of the DiaSA Dia Sabancı Süpermarketleri Tic. A.Ş ("DiaSA"). All of DiaSA's shares were transferred to Şok Marketler A.Ş. on 1 July 2013.

On 8 July 2013, 100% of the shares of Onur Ekspres Marketçilik A.Ş. was purchased by Şok. DiaSA and OnurEx merged with Şok on 1 November 2013 and 19 December 2013, respectively.

On 29 May 2015, the Group acquired 80% share of Mevsim Taze Sebze Meyve San. ve Tic. A.Ş. ("Mevsim").

On 26 December 2017, the Group acquired 55% shares of Teközel Gıda Temizlik Sağlık Marka Hizmetleri Sanayi ve Ticaret A.Ş. ("Teközel") and 45% shares on 2 July 2018, respectively. The Company merged with Teközel on 10 May 2019 with CMB approval dated 28 March 2019 and Trade Registry approval dated 10 May 2019. After the merger Şok acquired %100 shares of Teközel's subsidiary UCZ Mağazacılık Tic. A.Ş ("UCZ").

The Group's public shares are traded on Borsa İstanbul (BIST) as of 18 May 2018. Within the framework of the registered capital system,with the completion of the public offering with restricting the rights of the existing shareholders to purchase new shares, total capital of the Company increased by TL 33.428.571 to TL 611.928.571.

The Group's shareholding structure is presented in Note 20.

As of 31 December 2021 the Group has a total of 9.247 stores (31 December 2020: 8.145); 8.852 units ("Şok" sales store), 395 units ("Şok Mini" sales store) (31 December 2020: "Şok" sales store: 7.803, "Şok Mini" sales store: 342)

The Group's internet address is www.sokmarket.com.tr.

Approval of consolidated financial statements:

The Board of Directors has approved the consolidated financial statements and given authorization for the issuance on 17 February 2022.

2. BASIS OF PRESENTATION OF THE CONSOLIDATED FINANCIAL STATEMENTS

2.1 Basis of the presentation

Statement of Compliance

The Consolidated financial statements are prepared on the historical cost basis, except for accounts specifically stated to be carried at fair value.

Historical cost is generally based on the fair value of the consideration given in exchange for assets.

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date.

2. BASIS OF PRESENTATION OF THE CONSOLIDATED FINANCIAL STATEMENTS (Continued)

2.1 Basis of the presentation (Continued)

In addition, for financial reporting purposes, fair value measurements are categorised into Level 1, 2 or 3 based on the degree to which the inputs to the fair value measurements are observable and the significance of the inputs to the fair value measurement in its entirety, which are described as follows:

- Level 1: Quoted prices in active markets for identical assets or liabilities
- Level 2: Inputs other than quoted prices included within level 1 that are observable for the asset or liability, either directly (that is, as prices) or indirectly (that is, derived from prices).
- Level 3: Inputs for the asset or liability that are not based on observable market data (that is, unobservable inputs)

Statement of Compliance

The Company and its subsidiaries keep and prepare their legal books and statutory financial statements in accordance with the accounting principles determined by the Turkish Commercial Code ("TTK") and tax legislation.

The accompanying consolidated financial statements are prepared in accordance with Turkish Financial Reporting Standards ("TFRS") published by Public Oversight Accounting and Auditing Standards Authority ("POA") as set out in the Communiqué numbered II-14.1 "Communiqué on Principles of Financial Reporting in Capital Markets" published in the Official Gazette numbered 28676 on 13 June 2013. TFRSs consist of standards and interpretations which are published as Turkish Accounting Standards ("TAS"), Turkish Financial Reporting Standards, interpretations of TAS and interpretations of TFRS.

The consolidated financial statements are presented in accordance with the TFRS Taxonomy developed based on the Illustrative Financial Statements and User Guide published in the Official Gazette numbered 30794 on 7 June 2019.

2.2 Functional Currency

The consolidated financial statements of the Group are presented in the currency of the primary economic environment in which the Group operates. The results and financial position of the entity are expressed in TL, which is the functional currency of the Group, and the presentation currency for the Group's consolidated financial statements.

2.3 Going Concern

The consolidated financial statements of the Group have been prepared on the basis of the going concern.

2. BASIS OF PRESENTATION OF THE CONSOLIDATED FINANCIAL STATEMENTS (Continued)

2.4 Basis of Consolidation

The details of the Group's subsidiaries at 31 December 2021 and 31 December 2020 are as follows:

	31 December 2021	31 December 2020	31 December 2021	31 December 2020
Subsidiaries	Direct Ownership Rate %		Group Effiency Rate %	
Mevsim Taze Sebze Meyve San. ve Tic. A.Ş.	80%	80%	80%	80%
UCZ Mağazacılık Tic. A.Ş.	100%	100%	100%	100%

Consolidated financial statements include financial statements of entities controlled by the Group and its subsidiaries.

Control is obtained by the Group, when the following terms are met;

- Having power over the invested company/assets
- Is exposed, or has rights, to variable returns from its involvement with the investee; and
- Has the ability to use its power to affect its returns.

The Group reassesses whether or not it controls an investee if facts and circumstances indicate that there are changes to one or more of the three elements of control listed above.

Profit or loss and other comprehensive income are attributable to the equity holders of both the parent company and non-controlling interests. Total comprehensive income of subsidiaries is attributed to the owners of the Company and to the non-controlling interests even if this results in the non-controlling interests having a deficit balance.

When necessary, adjustments are made to the financial statements of the subsidiaries in relation to accounting policies so that they conform to the accounting policies followed by the Group. All cash flows from in-group assets and liabilities, equity, income and expenses, and transactions between Group companies are eliminated in consolidation.

2.5 Changes in Accounting Policies

Significant changes in the accounting policies are accounted retrospectively and prior period's financial statements are restated. The Group has not made any changes in accounting policies in the reporting period.

2.6 Changes in Accounting Estimates and Errors

<u>Following changes in key estimates:</u>

Changes in accounting policies or accounting errors are applied retrospectively and the consolidated financial statements of the previous periods are restated. If estimated changes in accounting policies are for only one period, changes are applied on the current period but if the estimated changes effect the following periods, changes are applied both on the current and following years prospectively. There is no material change in accounting estimates of the Group in the current period.

2. BASIS OF PRESENTATION OF THE CONSOLIDATED FINANCIAL STATEMENTS (Continued)

2.7 Application of new and revised TFRSs

a) Standards, amendments and interpretations applicable as at 31 December 2021:

- **Amendments to TFRS 7, TFRS 4 and TFRS 16 Interest Rate Benchmark Reform Phase 2;** effective from annual periods beginning on or after 1 January 2021. The Phase 2 amendments address issues that arise from the implementation of the reforms, including the replacement of one benchmark with an alternative one. The Phase 2 amendments provide additional temporary reliefs from applying specific TAS 39 and TFRS 9 hedge accounting requirements to hedging relationships directly affected by IBOR reform. These amendments have no material impact on the Group’s consolidated financial statements.

b) Standards, amendments and interpretations that are issued but not effective as at 31 December 2021:

- **Amendment to TFRS 16, ‘Leases’ – Covid-19 related rent concessions Extension of the Practical expedient;** as of March 2021, this amendment extended till June 2022 and effective from 1 April 2021.As a result of the coronavirus (COVID-19) pandemic, rent concessions have been granted to lessees. Such concessions might take a variety of forms, including payment holidays and deferral of lease payments. On 28 May 2020, the TASB published an amendment to TFRS 16 that provides an optional practical expedient for lessees from assessing whether a rent concession related to COVID-19 is a lease modification. Lessees can elect to account for such rent concessions in the same way as they would if they were not lease modifications. In many cases, this will result in accounting for the concession as variable lease payments in the period(s) in which the event or condition that triggers the reduced payment occurs. These amendments have no material impact on the Group’s consolidated financial statements.

- **Amendments to TAS 1, Presentation of financial statements’ on classification of liabilities;** effective date deferred until accounting periods starting not earlier than 1 January 2024. These narrow-scope amendments to TAS 1, ‘Presentation of financial statements’, clarify that liabilities are classified as either current or non-current, depending on the rights that exist at the end of the reporting period. Classification is unaffected by the expectations of the entity or events after the reporting date (for example, the receipt of a waiver or a breach of covenant). The amendment also clarifies what TAS 1 means when it refers to the ‘settlement’ of a liability. These amendments have no material impact on the Group’s consolidated financial statements.

- **A number of narrow-scope amendments to TFRS 3, TAS 16, TAS 37 and some annual improvements on TFRS 1, TFRS 9, TAS 41 and TFRS 16;** effective from Annual periods beginning on or after 1 January 2022.

  - **Amendments to TFRS 3**, ‘Business combinations’ update a reference in TFRS 3 to the Conceptual Framework for Financial Reporting without changing the accounting requirements for business combinations.

  - **Amendments to TAS 16**, ‘Property, plant and equipment’ prohibit a company from deducting from the cost of property, plant and equipment amounts received from selling items produced while the company is preparing the asset for its intended use. Instead, a company will recognise such sales proceeds and related cost in profit or loss.

  - **Amendments to TAS 37**, ‘Provisions, contingent liabilities and contingent assets’ specify which costs a company includes when assessing whether a contract will be loss-making.

    Annual improvements make minor amendments to TFRS 1, ‘First-time Adoption of TFRS’, TFRS 9, ‘Financial instruments’, TAS 41, ‘Agriculture’ and the Illustrative Examples accompanying TFRS 16, ‘Leases’.

2. BASIS OF PRESENTATION OF THE CONSOLIDATED FINANCIAL STATEMENTS (Continued)

2.7 Application of new and revised TFRSs (Continued)

b) Standards, amendments and interpretations that are issued but not effective as at 31 December 2021:(Continued)

- **Narrow scope amendments to TAS 1, Practice statement 2 and TAS 8;** effective from annual periods beginning on or after 1 January 2023. The amendments aim to improve accounting policy disclosures and to help users of the financial statements to distinguish between changes in accounting estimates and changes in accounting policies.
- **Amendment to TAS 12 – Deferred tax related to assets and liabilities arising from a single transaction;** from annual periods beginning on or after 1 January 2023. These amendments require companies to recognise deferred tax on transactions that, on initial recognition give rise to equal amounts of taxable and deductible temporary differences.

These amendments are not expected to have a material impact on the financial statements of the Group and its performance.

2.8 Summary of Significant Accounting Policies

Revenue

Revenue is recognized in the consolidated financial statements at the transaction price. The transaction fee is the amount that the entity expects to receive in return for transferring the goods or services that it has committed to the customer, except for the amounts collected on behalf of third parties (Şok İşlem, Money Transfer). When the control of the goods or services is transferred to the customers, the related amount is reflected to the consolidated financial statements as revenue. Net sales are presented by deducting returns and discounts from sales of goods.

The Group recognizes revenue from the following main sources:

i) Retail revenues

The Group sells food and non-food fast-moving consumer goods through cash, credit card or customer cards (Istanbul Metropolitan Municipality (IBB) Social Card, Şok Card, Paye Card) and sells it to retail customers in retail stores and revenue is recognised when the ownership of the goods is transferred to the customer.

ii) Turnover premiums and discounts from sellers

The Group recognizes turnover premiums and discounts received from sellers on an accrual basis over the period in which the sellers benefit from the services.

iii) Wholesale revenues

The Group sells its food and non-food fast-moving consumer goods directly to its commercial customers directly from its own warehouse or to the customer. When the shipment is completed and the goods are delivered to the customer they are recognised as revenue.

Financing component of revenue

Approximately 50% - 60% of total revenue was made in cash and 40% - 50% in credit card in the financial reporting period ending on 31 December 2021 (2020: %55 - %60 in cash and %40 - %45 in credit card).

The Group management has concluded that there is no significant financing component for transactions identified as credit card and sales contracts. There is no difference between the promised consideration and the cash sale price of the goods or services promised and as a result it is concluded that discounted credit sales pursuant to TAS 18 will not be discounted by the application of TFRS 15.

Revenue recognition

Revenue Recognition Group recognises revenue based on the following five principles in accordance with the TFRS 15 - “Revenue from Contracts with Customers” standard:

- Identification of customer contracts
- Identification of performance obligations
- Determination of the transaction price in the contracts
- Allocation of transaction price to the performance obligations
- Recognition of revenue when the performance obligations are satisfied

2. BASIS OF PRESENTATION OF THE CONSOLIDATED FINANCIAL STATEMENTS (Continued)

2.8 Summary of Significant Accounting Policies (Continued)

Revenue recognition (Continued)

According to this model, goods or services promised in each contract with customers are evaluated. Each commitment made to transfer goods or services is determined as a separate performance obligation. Afterwards, it is determined whether the performance obligations will be fulfilled over time or at a certain time. If the Group transfers control of a good or service over time and therefore fulfills the performance obligations related to the related sales over time, it measures the progress towards the full fulfillment of the said performance obligations and recognizes the revenue in the consolidated financial statements over time.

Revenue related to performance obligations in the form of goods or services transfer commitments are recognized when control of the goods or services is taken over by customers.

The Group evaluates the following when evaluating the transfer of control of the goods or services sold to the customer:

a) Ownership of the Group's right to collect on goods or services,
b) Customer's legal ownership of the goods or services,
c) Transfer of possession of goods or services,
d) Customer's possession of significant risks and rewards arising from owning the property or service,
e) Customer's acceptance of the goods or services.

Other income gained by the Group is reflected by the basis mentioned below:

- Interest income – accrued on a time basis, by reference to the principal outstanding and at the effective interest rate applicable, which is the rate that exactly discounts estimated future cash receipts through the expected life of the financial asset to that asset's net carrying amount.

Inventories

Inventories are stated at the lower of cost and net realizable value as of balance sheet date. Cost is calculated as the average cost over the month. Net realizable value represents the estimated selling price less all estimated costs incurred in marketing and selling.

Property and Equipment

Property and equipment are carried at cost less accumulated depreciation and any accumulated impairment losses. Cost includes professional fees and, for qualifying assets, borrowing costs capitalized in accordance with the Group's accounting policy. Such properties are classified to the appropriate categories of property and equipment when completed and ready for intended use. Depreciation of these assets, on the same basis as other property assets, commences when the assets are ready for their intended use. Other expenses are accounted under expense items in consolidated income statement in the period in which they are incurred.

Depreciation is charged on a straight-line basis over the assets' estimated useful lives. Based on the average useful lives of property and equipment, the following depreciation rates are determined as stated below:

Machinery and equipment	4-50 years
Vehicles	5 years
Fixtures and Furniture	4-15 years
Leasehold improvements	5-20 years

Assets held under finance leases are depreciated over their expected useful lives on the same basis as owned assets. However, when there is no reasonable certainty that ownership will be obtained by the end of the lease term, assets are depreciated over the shorter of the lease term and their useful lives. An item of property and equipment is derecognized upon disposal or when no future economic benefits are expected to arise from the continued use of the asset. Any gain or loss arising on the disposal or retirement of an item of property and equipment is determined as the difference between the sales proceeds and the carrying amount of the asset and is recognized in consolidated profit or loss.

2. BASIS OF PRESENTATION OF THE CONSOLIDATED FINANCIAL STATEMENTS (Continued)

2.8 Summary of Significant Accounting Policies (Continued)

Intangible assets

Intangible assets acquired separately

Intangible assets with finite useful lives that are acquired separately are carried at cost less accumulated amortization and accumulated impairment losses. Amortization is recognized on a straight-line basis over their estimated useful lives. The estimated useful life and amortization method are reviewed at the end of each reporting period, with the effect of any changes in estimate being accounted for on a prospective basis. Intangible assets with indefinite useful lives that are acquired separately are carried at cost less accumulated impairment losses.

Intangible assets acquired in a business combination

Intangible assets acquired in a business combination and recognized separately from goodwill are initially recognized at their fair value at the acquisition date (which is regarded as their cost).

Subsequent to initial recognition, intangible assets acquired in a business combination are reported at cost less accumulated amortization and accumulated impairment losses, on the same basis as intangible assets that are acquired separately. Intangible assets with indefinite useful lives that are acquired separately are carried at cost less accumulated impairment losses.

Business combinations

The acquisition of subsidiaries and businesses are accounted for using the acquisition method. The consideration transferred in a business combination is measured at fair value, which is calculated as the sum of the acquisition-date fair values of the assets transferred by the Group, liabilities incurred by the Group to the former owners of the acquiree and the equity interests issued by the Group in exchange for control of the acquiree. Acquisition-related costs are generally recognized in profit or loss as incurred.

At the acquisition date, the identifiable assets acquired and the liabilities assumed are recognized at their fair value at the acquisition date, except that:

Deferred tax assets or liabilities and liabilities or assets related to employee benefit arrangements are recognized and measured in accordance with TAS 12 Income Taxes and TAS 19 Employee Benefits respectively;

Goodwill is measured as the excess of the sum of the consideration transferred, the amount of any non-controlling interests in the acquiree, and the fair value of the acquirer's previously held equity interest in the acquiree (if any) over the net of the acquisition-date amounts of the identifiable assets acquired and the liabilities assumed. If, after reassessment, the net of the acquisition-date amounts of the identifiable assets acquired and liabilities assumed exceeds the sum of the consideration transferred, the amount of any non-controlling interests in the acquiree and the fair value of the acquirer's previously held interest in the acquiree (if any), the excess is recognized immediately in profit or loss as a bargain purchase gain.

Non-controlling interests that are present ownership interests and entitle their holders to a proportionate share of the entity's net assets in the event of liquidation may be initially measured either at fair value or at the non-controlling interests' proportionate share of the recognized amounts of the acquiree's identifiable net assets. The choice of measurement basis is made on a transaction-by-transaction basis. Other types of non-controlling interests are measured at fair value or, when applicable, on the basis specified in another TFRS.

If the initial accounting for a business combination is incomplete by the end of the reporting period in which the combination occurs, the Group reports provisional amounts for the items for which the accounting is incomplete. Those provisional amounts are adjusted during the measurement period, or additional assets or liabilities are recognized, to reflect new information obtained about facts and circumstances that existed at the acquisition date that, if known, would have affected the amounts recognized at that date.

2. BASIS OF PRESENTATION OF THE CONSOLIDATED FINANCIAL STATEMENTS (Continued)

2.8 Summary of Significant Accounting Policies (Continued)

Shares in Other Entities

For each subsidiary that the Group has a non-controlling interest in accordance with TFRS 12 the Group discloses (a) for each subsidiary that has a non-controlling interest, (a) the name of the subsidiary, (b) the place where the subsidiary operates mainly (and the country where the company is located, c) the share of ownership held by non-controlling interests, and (d) the share of the voting rights held by non-controlling interests in the event of a change from the ownership interest rate; (f) Disclose non-controlling interest in the subsidiary as of the end of the reporting period; and (g) financial information related to the subsidiary.

Goodwill

Goodwill arising on an acquisition of a business is carried at cost as established at the date of acquisition of the business less accumulated impairment losses, if any.

For the purposes of impairment testing, goodwill is allocated to each of the Group's cash-generating units (or groups of cash-generating units) that are expected to benefit from the synergies of the combination.

A cash-generating unit to which goodwill has been allocated is tested for impairment annually, or more frequently when there is indication that the unit may be impaired. If the recoverable amount of the cash-generating unit is less than its carrying amount, the impairment loss is allocated first to reduce the carrying amount of any goodwill allocated to the unit and then to the other assets of the unit pro rata based on the carrying amount of each asset in the unit. Any impairment loss for goodwill is recognized directly in profit or loss in the statement of income. An impairment loss recognized for goodwill is not reversed in subsequent periods. On disposal of the relevant cash-generating unit, the attributable amount of goodwill is included in the determination of the profit or loss on disposal.

Leasing

The Group – as a lessee

At inception of a contract, the Group assesses whether a contract is, or contains a lease. A contract is, or contains, a lease if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration. To assess whether a contract conveys the right to control the use of an identified asset, The Group assess whether:

a) The contract involved the use of an identified asset – this may be specified explicitly or implicitly.
b) The asset should be physically distinct or represent substantially all of the capacity of a physically distinct asset. If the supplier has a substantive substitution right, the asset is not identified.
c) The Group has the right to obtain substantially all of the economic benefits from the use of an asset throughout the period of use; and
d) The Group has the right to direct use of the asset. The Group concludes to have the right of use, when it is predetermined how and for what purpose the Group will use the asset. The Group has the right to direct use of asset if either:
    i. the Group has the right to operate (or to have the right to direct others to operate) the asset over its useful life and the lessor does not have the rights to change the terms to operate or;
    ii. the Group designed the asset (or the specific features) in a way that predetermines how and for what purpose it is used.

At inception or on reassessment of a contract that contains a lease component, the Group allocates the consideration in the contract to each lease component on the basis of their relative stand-alone prices.

2. BASIS OF PRESENTATION OF THE CONSOLIDATED FINANCIAL STATEMENTS (Continued)

2.8 Summary of Significant Accounting Policies (Continued)

Leasing (Continued)

The Group – as a lessee (Continued)

Right of use asset

The right of use asset is initially recognized at cost comprising of:

a) Amount of the initial measurement of the lease liability;
b) Any lease payments made at or before the commencement date, less any lease incentives received;
c) Any initial direct costs incurred by the Group; and

The Group re-measure the right of use asset:

a) After netting-off depreciation and reducing impairment losses from right of use asset,
b) Adjusted for certain re-measurements of the lease liability recognized at the present value

The Group applies TAS 16 "Property, Plant and Equipment" to amortize the right of use asset and to asses for any impairment. If the lease transfers ownership of the underlying asset to the lessee by the end of the lease term or if the cost of the right-of-use asset reflects that the lessee will exercise a purchase option, the Group depreciate the right-of-use asset from the commencement date to the end of the useful life of the underlying asset. Otherwise, The Group depreciate the right-of-use asset from the commencement date to the earlier of the end of the useful life of the right-of-use asset or the end of the lease term.

The Group apply TAS 36 Impairment of Assets to determine whether the right-of-use asset is impaired and to account for any impairment loss identified.

Lease Liability

The lease liability is initially measured at the present value of the lease payments that are not paid at the commencement date. Lease liabilities are discounted to present value by using the annual interest rate implicit in the lease if readily determined or with the Group's annual borrowing rate.
Lease payments included in the measurement of the lease liability comprise the following:

a) Fixed payments, including in-substance fixed payments;
b) Variable lease payments that depend on an index or a rate, initially measured using the index or rate as the commencement date,
c) The exercise price of a purchase option if the Group is reasonably certain to exercise that option; and
d) Payments of penalties for terminating the lease, if the lease term reflects the Group exercising an option to terminate the lease.

After initial recognition, the lease liability is measured:

a) Increasing the carrying amount to reflect interest on lease liability
b) Reducing the carrying amount to reflect the lease payments made and
c) Remeasuring the carrying amount to reflect any reassessment or lease modifications or to reflect revised in-substance fixed lease payments.

2. BASIS OF PRESENTATION OF THE CONSOLIDATED FINANCIAL STATEMENTS (Continued)

2.8 Summary of Significant Accounting Policies (Continued)

The Group – as a lessee (Continued)

Interest on the lease liability in each period during the lease term is the amount that produces a constant periodic rate of interest on the remaining balance of the lease liability. The Group determine the revised discount rate as the interest rate implicit in the lease for the remainder of the lease term, if that rate can be readily determined, or the lessee's incremental borrowing rate at the date of reassessment, if the interest rate implicit in the lease cannot be readily determined. After the commencement date, The Group remeasure the lease liability to reflect changes to the lease payments. The Group recognise the amount of the remeasurement of the lease liability as an adjustment to the right-of-use asset.

The Group shall remeasure the lease liability by discounting the revised lease payments using a revised discount rate, if either:

a) There is a change in the lease term. The Group determine the revised lease payments on the basis of the revised lease term; or
b) There is a change in the assessment of an option to purchase the underlying asset. The Group determine the revised lease payments to reflect the change in amounts payable under the purchase option.

The Group determine the revised discount rate as the interest rate implicit in the lease for the remainder of the lease term, if that rate can be readily determined, or the lessee's incremental borrowing rate at the date of reassessment, if the interest rate implicit in the lease cannot be readily determined.

The Group remeasure the lease liability by discounting the revised lease payments, if either:

a) There is a change in the amounts expected to be payable under a residual value guarantee. The Group determine the revised lease payments to reflect the change in amounts expected to be payable under the residual value guarantee.
b) There is a change in future lease payments resulting from a change in an index or a rate used to determine those payments. The Group remeasure the lease liability to reflect those revised lease payments only when there is a change in the cash flows.

The Group determine the revised lease payments for the remainder of the lease term based on the revised contractual payments. In that case, the Group use an unchanged discount rate.

The Group recognises the restructuring of the lease as a separate leasing if both of the following are met:

a) The restructuring extends the scope of the leasing by including the right of use of one or more underlying assets, and
b) The lease payment amount increases as much as the appropriate adjustments to the price mentioned individually so that the increase in scope reflects the individual price and the terms of the relevant agreement.

The Group management used the alternative borrowing rate as the discount rate during the acquisition of the lease obligation. The alternative borrowing rate consists of the estimated interest rate that the Group management will incur for a loan in the amount of its gross lease liabilities.

2. BASIS OF PRESENTATION OF THE CONSOLIDATED FINANCIAL STATEMENTS (Continued)

2.8 Summary of Significant Accounting Policies (Continued)

Impairment of tangible and intangible assets other than goodwill

At the end of each reporting period, the Group reviews the carrying amounts of its tangible and intangible assets to determine whether there is any indication that those assets have suffered an impairment loss. If any such indication exists, the recoverable amount of the asset is estimated in order to determine the extent of the impairment loss (if any). When it is not possible to estimate the recoverable amount of an individual asset, the Group estimates the recoverable amount of the cash-generating unit to which the asset belongs. When a reasonable and consistent basis of allocation can be identified, corporate assets are also allocated to individual cash-generating units, or otherwise they are allocated to the smallest Group of cash-generating units for which a reasonable and consistent allocation basis can be identified.

Intangible assets with indefinite useful lives and intangible assets not yet available for use are tested for impairment at least annually, and whenever there is an indication that the asset may be impaired. Recoverable amount is the higher of fair value less costs to sell and value in use. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax annual discount rate that reflects current market assessments of the time value of money and the risks specific to the asset for which the estimates of future cash flows have not been adjusted.

If the recoverable amount of an asset (or cash-generating unit) is estimated to be less than its carrying amount, the carrying amount of the asset (or cash-generating unit) is reduced to its recoverable amount. An impairment loss is recognized immediately in profit or loss.

When an impairment loss subsequently reverses, the carrying amount of the asset (or a cash-generating unit) is increased to the revised estimate of its recoverable amount, but so that the increased carrying amount does not exceed the carrying amount that would have been determined had no impairment loss been recognized for the asset (or cash-generating unit) in prior years. A reversal of an impairment loss is recognized immediately in profit or loss.

Financial Instruments

Financial assets and financial liabilities are recognised in the Group's statement of financial position when the Group becomes a party to the contractual provisions of the instrument. Financial assets and financial liabilities are initially measured at fair value. Transaction costs that are directly attributable to the acquisition or issue of financial assets and financial liabilities (other than financial assets and financial liabilities at fair value through profit or loss) are added to or deducted from the fair value of the financial assets or financial liabilities, as appropriate, on initial recognition. Transaction costs directly attributable to the acquisition of financial assets or financial liabilities at fair value through profit or loss are recognised immediately in profit or loss.

Financial assets

All regular way purchases or sales of financial assets are recognised and derecognised on a trade date basis.

The Group classifies its financial assets as (a) Business model used for managing financial assets, (b) financial assets subsequently measured at amortised cost, at fair value through other comprehensive income or at fair value through profit or loss based on the characteristics of contractual cash flows. The Group reclassifies all financial assets effected from the change in the business model it uses for the management of financial assets. The reclassification of financial assets is applied prospectively from the reclassification date. In such cases, no adjustment is made to gains, losses (including any gains or losses of impairment) or interest previously recognized in the financial statements.

2. BASIS OF PRESENTATION OF THE CONSOLIDATED FINANCIAL STATEMENTS (Continued)

2.8 Summary of Significant Accounting Policies (Continued)

Financial assets (Continued)

Classification of financial assets

Debt instruments that meet the following conditions are measured subsequently at amortised cost:

- The financial asset is held within a business model whose objective is to hold financial assets in order to collect contractual cash flows; and
- The contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

Debt instruments that meet the following conditions are measured subsequently at fair value through other comprehensive income ("FVTOCI"):

- The financial asset is held within a business model whose objective is achieved by both collecting contractual cash flows and selling the financial assets; and
- The contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

By default, all other financial assets are measured subsequently at fair value through profit or loss ("FVTPL").

Despite the foregoing, the Group may make the following irrevocable election/designation at initial recognition of a financial asset; the Group may irrevocably elect to present subsequent changes in fair value of an equity investment in other comprehensive income if certain criteria are met.

(i) Amortised cost and effective interest method

Interest income on financial assets carried at amortized cost is calculated using the effective interest method. The effective interest method is a method of calculating the amortised cost of a debt instrument and of allocating interest income over the relevant period. This income is calculated by applying the effective interest rate to the gross carrying amount of the financial asset:

(a) Credit-impaired financial assets when purchased or generated. For such financial assets, the Group applies the effective interest rate on the amortized cost of a financial asset based on the loan from the date of the recognition in the financial statements.

(b) Non-financial assets that are impaired at the time of acquisition or generation but subsequently become a financial asset that has been impaired. For such financial assets, the Group applies the effective interest rate to the amortized cost of the asset in the subsequent reporting periods.

Interest income is recognised using the effective interest method for debt instruments measured subsequently at amortised cost and at FVTOCI.

Interest income is recognised in profit or loss and is included in the "finance income – interest income" line item (Note 24).

(ii) Financial assets at FVTPL

Financial assets that do not meet the criteria for being measured at amortised cost or FVTOCI (see (i) to (ii) above) are measured at FVTPL.

Financial assets at FVTPL are measured at fair value at the end of each reporting period, with any fair value gains or losses recognised in profit or loss to the extent they are not part of a designated hedging relationship.

2. BASIS OF PRESENTATION OF THE CONSOLIDATED FINANCIAL STATEMENTS (Continued)

2.8 Summary of Significant Accounting Policies (Continued)

Financial assets (Continued)

Foreign exchange gains and losses

The carrying amount of financial assets that are denominated in a foreign currency is determined in that foreign currency and translated at the spot rate at the end of each reporting period. In particular, foreign exchange differences are recognized in profit or loss for financial assets that are shown at amortized cost and are not part of a defined hedge.

Impairment of financial assets

The Group recognises a loss allowance for expected credit losses on investments in debt instruments that are measured at amortised cost or at FVTOCI, lease receivables, trade receivables and contract assets, as well as financial guarantee contracts. No impairment loss is recognised for investments in equity instruments. The amount of expected credit losses is updated at each reporting date to reflect changes in credit risk since initial recognition of the respective financial instrument.

The Group utilizes a simplified approach for trade receivables, contract assets and lease receivables that does not have significant financing component and calculates the allowance for impairment against the lifetime ECL of the related financial assets.

For all other financial instruments, the Group recognises lifetime ECL when there has been a significant increase in credit risk since initial recognition. However, if on the other hand, the credit risk on the financial instrument has not increased significantly since initial recognition, the Group measures the loss allowance for that financial instrument at an amount equal to 12-month ECL.

Measurement and recognition of expected credit losses

The measurement of expected credit losses is a function of the probability of default, loss given default (i.e. the magnitude of the loss if there is a default) and the exposure at default. The assessment of the probability of default and loss given default is based on historical data adjusted by forward-looking information as described above. As for the exposure at default, for financial assets, this is represented by the assets' gross carrying amount at the reporting date.

For financial assets, the expected credit loss is estimated as the difference between all contractual cash flows that are due to the Group in accordance with the contract and all the cash flows that the Group expects to receive, discounted at the original effective interest rate.

Derecognition of financial assets

The Group derecognises a financial asset only when the contractual rights to the cash flows from the asset expire, or when it transfers the financial asset and substantially all the risks and rewards of ownership of the asset to another entity.

On derecognition of a financial asset measured at amortised cost, the difference between the asset's carrying amount and the sum of the consideration received and receivable is recognised in profit or loss. In addition, on derecognition of an investment in a debt instrument classified as at FVTOCI, the cumulative gain or loss previously accumulated in the investments revaluation reserve is reclassified to profit or loss. In contrast, on derecognition of an investment in equity instrument which the Group has elected on initial recognition to measure at FVTOCI, the cumulative gain or loss previously accumulated in the investments revaluation reserve is not reclassified to profit or loss, but is transferred to retained earnings.

2. BASIS OF PRESENTATION OF THE CONSOLIDATED FINANCIAL STATEMENTS (Continued)

2.8 Summary of Significant Accounting Policies (Continued)

Financial liabilities

Financial liabilities are classified as at FVTPL on initial recognition. On initial recognition of liabilities other than those that are recognised at FVTPL, transaction costs directly attributable to the acquisition or issuance thereof are also recognised in the fair value.

A financial liability is subsequently classified at amortized cost except:

(a) Financial liabilities at FVTPL: These liabilities including derivative instruments are subsequently measured at fair value.

(b) Financial liabilities arising if the transfer of the financial asset does not meet the conditions of derecognition from the financial statements or if the ongoing relationship approach is applied: When the Group continues to present an asset based on the ongoing relationship approach, a liability in relation to this is also recognised in the financial statements. The transferred asset and the related liability are measured to reflect the rights and liabilities that the Group continues to hold. The transferred liability is measured in the same manner as the net book value of the transferred asset.

(c) A contingent consideration recognized in the financial statements by the entity acquired in a business combination where TFRS 3 is applied: After initial recognition, the related contingent consideration is measured as at FVTPL.

A financial liability is measured at fair value during its initial recognition. During the initial recognition of financial liabilities whose fair value difference is not reflected in profit or loss, transaction costs that can be directly associated with the undertaking of the relevant financial liability are added to the fair value in question. Financial liabilities are accounted over the amortized cost value by using the effective interest method together with the interest expense calculated over the effective interest rate in the following periods.

Derecognition of financial liabilities

The Group derecognises financial liabilities when, and only when, the Group's obligations are discharged, cancelled or have expired. The difference between the carrying amount of the financial liability derecognised and the consideration paid and payable, including any non-cash assets transferred or liabilities assumed, is recognised in profit or loss.

2. BASIS OF PRESENTATION OF THE CONSOLIDATED FINANCIAL STATEMENTS (Continued)

2.8 Summary of Significant Accounting Policies (Continued)

Earnings per share

Earnings per share disclosed in the consolidated income statement are determined by dividing net income attributable to equity holders of the parent by the weighted average number of shares outstanding during the period concerned.

Foreign Currency Transactions

Transactions in foreign currencies (currencies other than Turkish Lira) in the legal books of the Group are translated into Turkish Lira at the rates of exchange prevailing at the transaction dates. Assets and liabilities in balance sheet denominated in foreign currencies are translated at the rates prevailing at the balance sheet date. Gains and losses arising on settlement and translation of foreign currency items are included in the consolidated statements of profit or loss.

Events After the Reporting Period

Events after the reporting period cover the events which arise between the balance sheet date and the date when the consolidated financial statements are authorized for issue, even if they occur after an announcement related with the profit for the year or disclosure of other selected financial information.

The Group restates its consolidated financial statements if such subsequent events arise which require to adjust consolidated financial statements.

Provisions, Contingent Assets and Liabilities

Provisions are recognized when there is a present obligation (legal or constructive) as a result of a past event, it is probable that the Group will be required to settle the obligation, and a reliable estimate can be made of the amount of the obligation.

The amount recognized as a provision is the best estimate of the consideration required to settle the present obligation at the balance sheet date, taking into account the risks and uncertainties surrounding the obligation.

Where a provision is measured using the cash flows estimated to settle the present obligation, its carrying amount is the present value of those cash flows.

When some or all of the economic benefits required to settle a provision are expected to be recovered from a third party, receivable is recognized as an asset if it is virtually certain that reimbursement will be received and the amount of receivable can be measured reliably.

2. BASIS OF PRESENTATION OF THE CONSOLIDATED FINANCIAL STATEMENTS (Continued)

2.8 Summary of Significant Accounting Policies (Continued)

Related Parties

A related party is a person or entity that is related to the entity that is preparing its financial statements (in this standard referred to as the 'reporting entity'

(a) A person or a close member of that person's family is related to a reporting entity if that person:

(i) Has control or joint control over the reporting entity;
(ii) Has significant influence over the reporting entity; or
(iii) Is a member of the key management personnel of the reporting entity or of a parent of the reporting entity.

(b) An entity is related to a reporting entity if any of the following conditions applies:

(i) The entity and the reporting entity are members of the same group (which means that each parent, subsidiary and fellow subsidiary is related to the others).
(ii) One entity is an associate or joint venture of the other entity (or an associate or joint venture of a member of a group of which the other entity is a member).
(iii) Both entities are joint ventures of the same third party.
(iv) One entity is a joint venture of a third entity and the other entity is an associate of the third entity.
(v) The entity is a post-employment benefit plan for the benefit of employees of either the reporting entity or an entity related to the reporting entity. If the reporting entity is itself such a plan, the sponsoring employers are also related to the reporting entity.
(vi) The entity is controlled or jointly controlled by a person identified in (a).
(vii) A person identified in (a) (i) has significant influence over the entity or is a member of the key management personnel of the entity (or of a parent of the entity) Transactions with the related parties: Relationships between a parent and its subsidiaries shall be disclosed irrespective of whether there have been transactions between them.

The transactions of resources, services or obligations between reporting entity and related party are transfers whether there is consideration of price or not.

Business combinations under common control

The Group recognizes business combinations under common control by using pooling of interest method in the consolidated financial statements. Accordingly:

- No goodwill is recognized in the financial statements
- Goodwill recognized from the acquisition of an acquiree has not been reflected in the consolidated financial statements.
- While application of the pooling of interest method financial statements are restated as if the business combination was effected and presented comparatively as of the beginning of the reporting period when the common control existed;
- As it would be appropriate for parent company to consider the inclusion of business combinations under common control to consolidated financial statements, for consolidation purposes, financial statements including combination accounting are restated in accordance with IAS as if the consolidated financial statements are prepared in accordance with IAS prior and subsequent to the date that Group's controlling party has common control over entities.
- In order to eliminate potential assets-liabilities difference arising from business combinations within the scope of under common control transactions, "Effect of transactions under common control" account has been used as an offset account.

Current tax

Taxable profit/loss differs from 'profit/loss before tax' as reported in the consolidated statement of profit or loss and other comprehensive income because of items of income or expense that are taxable or deductible in other years and it excludes items that are never taxable or deductible. The Group's current tax is calculated using tax rates that have been enacted or substantively enacted by the end of the reporting period.

2. BASIS OF PRESENTATION OF THE CONSOLIDATED FINANCIAL STATEMENTS (Continued)

2.8 Summary of Significant Accounting Policies (Continued)

Deferred tax

Turkish tax legislation does not allow the parent company to file its subsidiaries and affiliates tax returns based on its condensed consolidated financial statements.Therefore, provisions for taxes reflected in these condensed consolidated financial statements have been calculated separately for all companies included in the full consolidation.

Deferred tax liability or assets are determined by calculating the tax effects of temporary differences between the amounts of assets and liabilities shown in the individual financial statements of the businesses within the scope of consolidation and the amounts taken into account in the legal tax base calculation according to the balance sheet method, taking into account the enacted tax rates. While deferred tax liabilities are calculated for all taxable temporary differences, deferred tax assets consisting of deductible temporary differences are calculated on the condition that it is highly probable to benefit from these differences by generating taxable profit in the future. The mentioned assets and liabilities are not recognized if they arise from the initial recognition of the temporary difference, goodwill or other assets and liabilities (other than business combinations) related to the transaction that does not affect the commercial or financial profit/loss.

Deferred tax liabilities are recognized for taxable temporary differences associated with investments in subsidiaries and associates, and interests in joint ventures, except where the Group is able to control the reversal of the temporary difference and it is probable that the temporary difference will not reverse in the foreseeable future. Deferred tax assets arising from deductible temporary differences associated with such investments and interests are only recognized to the extent that it is probable that there will be sufficient taxable profits against which to utilize the benefits of the temporary differences and they are expected to reverse in the foreseeable future.

The carrying amount of the deferred tax asset is reviewed at each balance sheet date. The carrying value of the deferred tax asset is reduced to the extent that it is not probable that a financial profit will be obtained to allow some or all of the benefits to be obtained.

Deferred tax assets and liabilities are calculated over tax rates (tax regulations) that are expected to be valid in the period when the assets will be realized or the liabilities will be fulfilled and that have been enacted or substantially enacted as of the balance sheet date. During the calculation of deferred tax assets and liabilities, the tax results of the methods estimated by the Group to recover the book value of its assets or fulfill its liabilities as of the balance sheet date are taken into account.

Deferred tax assets and liabilities are offset when there is a legally enforceable right to set off current tax assets against current tax liabilities and when they relate to income taxes levied by the same taxation authority and the Group intends to settle its current tax assets and liabilities on a net basis.

Current and deferred tax for the period

Current and deferred tax are recognized as in profit or loss, except when they relate to items that are recognized in other comprehensive income or directly in equity, in which case, the current and deferred tax are also recognized in other comprehensive income or directly in equity respectively. Where current tax or deferred tax arises from the initial accounting for a business combination, the tax effect is included in the accounting for the business combination.

On January 20, 2022, the Public Oversight Authority made a statement on the Implementation of Financial Reporting in High Inflation Economies within the Scope of Turkish Financial Reporting Standards, Financial Reporting Standard for Large and Medium Sized Enterprises. Accordingly, it has been stated that businesses applying TFRS do not need to make any adjustments in their financial statements for 2021 within the scope of TAS 29 Financial Reporting in High Inflation Economies.

Employee Benefits

Termination and retirement benefits

Under Turkish law and union agreements, lump sum payments are made to employees retiring or involuntarily leaving the Group. Such payments are considered as being part of defined retirement benefit plan as per International Accounting Standard No. 19 (revised) "Employee Benefits" ("IAS 19").

2. BASIS OF PRESENTATION OF THE CONSOLIDATED FINANCIAL STATEMENTS (Continued)

2.8 Summary of Significant Accounting Policies (Continued)

Employee Benefits (Continued)

The retirement benefit obligation recognized in the consolidated balance sheet represents the present value of the defined benefit obligation. The actuarial gains and losses are recognized in consolidated other comprehensive income.

Statement of Cash Flows

In statement of cash flows, cash flows are classified according to operating, investment and finance activities.

Share capital and dividends

Common shares are classified as equity. Dividends on common shares are recognized in equity in the period in which they are approved and declared.

2.9 Critical Accounting Judgments and Key Sources of Estimation Uncertainty

In the process of applying the Group's accounting policies, which are described in Note 2.8, management has made the following judgments that have significant effect on the amounts recognized in the financial statements (apart from those involving estimations), which are dealt with below:

Critical judgments in applying the entity's accounting policies

Deferred tax asset

The Group recognizes deferred tax asset and liability on the differences between the carrying amounts of assets and liabilities in the financial statements prepared in accordance with IFRS and the corresponding tax bases which are used in the computation of taxable profit. Under current circumstances, the partial or complete annual recoverable amounts of deferred tax assets are predicted. During the evaluation, future profit projections, current year's losses, unused losses and the expiration dates of other tax assets, and if necessary tax planning strategies are considered. In accordance with the data obtained, if the Group's taxable profit, which will be obtained in the future, is not sufficient to utilize the deferred tax assets, an allowance is recognized either for the whole or for a portion of the deferred tax assets.

The Group realized net profit in 2021 and 2020 and Group's expects following years after its public offering in 2018 with the improvement in equity structure. It is predicted that the company will make a profit in 2022 and the following years. Accordingly, the Group recorded deferred tax assets due to its losses in previous years and current period amounting TL 260.572.490 (31 December 2020: TL 835.189.191).

TL 53.774.395 (31 December 2020 Şok tax loss: TL 169.769.638) are related to the tax loss of Şok, TL 6.311.161 are related to the tax loss of Mevsim of the deferred tax assets amounting to TL 60.085.556. The group concluded that the assets will be available in the future using estimated taxable income, based on approved business plans, estimates such as the increase in the number of stores and profitability. Losses can be carried for a maximum of 5 years to be deducted from the taxable profit that will occur in the coming years.

Allowance of inventory

The Group has recognized an allowance for net realizable value of non-food inventory that is not expected to be used and/or slow moving over 90 days. The Group has identified inventories for which the net realizable value is less than carrying value. Based on the management analysis, an allowance amounting to TL 65.038.970 is recognized for net realizable value of inventories (31 December 2020: TL 42.651.261).

2. BASIS OF PRESENTATION OF THE CONSOLIDATED FINANCIAL STATEMENTS (Continued)

2.9 Critical Accounting Judgments and Key Sources of Estimation Uncertainty (Continued)

Critical judgments in applying the entity's accounting policies (Continued)

Impairment of goodwill

In accordance with the accounting policy stated in Note 2.8, goodwill is annually tested by the Group for impairment. The recoverable value of cash generating units is determined on the basis of fair value.

As a result of internal management purposes, goodwill is allocated to groups of cash-generating units that have similar neighborhoods and similar customer basis. Group of cash generating units are that allocated to districts by post codes.

Recoverable amount of each cash generating unit is determined based on fair value ("FV") less cost to sell of each cash generating unit that is determined according to relative valuation techniques by applying combination of multiples FV/EBITDA and FV/Sales by 40% and 60% respectively. Group management has applied 14.0X multiple for FV/EBITDA and 0.75X multiple for FV/Sales in the impairment model which is consistent with benchmarks and market conditions. As a result of the impairment tests conducted and detailed as of 31 December 2021 no impairment was detected in the goodwill amount associated with the cash-generating units.

Provisions

In accordance with the accounting policy in Note 2.8, provisions are recognized when the Group has a present obligation as a result of a past event, and it is probable that the Group will be required to settle that obligation and a reliable estimate can be made of the amount of the obligation. Accordingly as of 31 December 2021 and 31 December 2020 the Group evaluated the current risks and booked the required provisions (Note 15).

Useful life of property and equipment and intangible assets

The Group calculates depreciation for its tangible and intangible fixed assets over their expected useful lives.

Şok brand value is determined by independent valuation specialists during the purchase of Şok which is mentioned in Note 1. Because the useful life of brand value is not limited by any special agreement or regulation and it keeps generating cash flows; it is assumed that the brand value has an indefinite useful life. The brand which is considered as indefinite useful life is annually reviewed by the Group for impairment.

The brand value is determined by the calculation amount generated from the operations. These calculations are based on estimates of cash flows after tax based on the financial budget covering five-year period. Estimates of EBITDA (earnings before interest, tax, depreciation and amortization) are an important part of these calculations. As a result of estimations and calculations made by the Group management, Group management concluded that there is no impairment on brand value as of 31 December 2021.

Extension and termination options

In determining the lease liability, the Group considers the extension and termination options. The majority of extension and termination options held are exercisable both by the group and by the respective lessor. Extension options are included in the lease term if the lease is reasonably certain to be extended. The group remeasures the lease term, if a significant event or a significant change in circumstances occurs which affects the initial assessment.

3. TRANSACTIONS UNDER COMMON CONTROL

After the merger with Teközel, the amount of Transactions Under Common Control account shareholder's equity is TL 567.113.629 (31 December 2020: TL 567.113.629).

4. SEGMENT REPORTING

The Group's operating segments are identified based on the information provided to and analyzed by the CEO, which represents the chief operating decision maker (CODM), making decisions regarding the allocation of resources and assessing performance.

For the purposes of TFRS 8, the activities performed by the Group are identified as belonging to a single operating segment, given that the Group's business consists of retail stores selling fast moving consumer products in Turkey and that the CODM reviews the Group's stores as a whole.

5. DISCLOSURES RELATED TO STATEMENT OF CASH FLOWS

	31 December 2021	31 December 2020
Cash on hand	196.941.526	168.580.056
Cash at banks	1.077.377.664	695.748.620
Time deposits	1.072.211.021	686.222.000
Demand deposits	5.166.643	9.526.620
Credit cart deposits	69.458.832	284.760.756
Cash and cash equivalents	1.343.778.022	1.149.089.432

There are no restrictions on bank deposits of the Group as at 31 December 2021 (31 December 2020: None). As of 31 December 2021 the Group's average interest rate on TL time deposits is 26,24% (31 December 2020: 19,17%). Explanations about the nature and level of risks related to cash and cash equivalents are provided in Note 28.

The maturity of credit card receivables is less than 30 days.

6. FINANCIAL BORROWINGS

Financial Borrowings	31 December 2021	31 December 2020
a) Financial leasing liabilities	711.932	33.436.289
b) Other lease liabilities	3.009.410.095	2.404.322.761
	3.010.122.027	2.437.759.050

Group management believes that the fair value of the Group's debts approximate to the carrying value of such debts due to their short term nature.

a) Financial Leasing Payables

	Minimum Leasing Payable		Minimum Leasing Payable Net Present Value	
Leasing Payables	31 December 2021	31 December 2020	31 December 2021	31 December 2020
Within 1 year	719.491	34.917.172	711.932	32.724.317
Between 1-5 years	-	721.469	-	711.972
Less: future financial expense	(7.559)	(2.202.352)	-	-
Leasing obligation net present value	711.932	33.436.289	711.932	33.436.289
Less : liabilities to paid within 12 months (presented in short term liabilities)			(711.932)	(32.724.317)
Liabilities to paid after 12 months			-	711.972

As of 31 December 2021 net book value of property and equipment acquired by financial lease is TL 40.253.252 (31 December 2020: TL 81.761.293). The interest rate is between 13% and 14%. Ownership of such property and equipment will be transferred to Şok if payments are made regularly throughout the contract period. The Group's liabilities under finance leases are secured by the lessors' title to the leased assets.

6. FINANCIAL BORROWINGS (Continued)

b) Lease Liabilities

Lease liabilities	31 December 2021	31 December 2020
Short-term lease liabilities	958.494.362	745.332.925
Long-term lease liabilities	2.050.915.733	1.658.989.836
	3.009.410.095	2.404.322.761

As of 31 December 2021, the net book value of the right of use assets arising from lease liabilities is TL 2.565.326.249 (31 December 2020: TL 2.114.935.110) (Note 11). The discount rate is used between 15% and 38%.

Reconciliation of liabilties arising from financing activities:

The table below details changes in the Group's liabilities arising from financing activities, including both cash and non–cash changes. Liabilities arising from financing activities are those for which cash flows were, or future cash flows will be classified in the Group's consolidated statement of cash flows as cash flows from financing activities.

			Non cash changes	
	1 January 2021	Financing cash flow	Other	31 December 2021
Financial leasing payables	33.436.289	(32.724.357)	-	711.932
Lease liabilities	2.404.322.761	(373.216.152)	978.303.486	3.009.410.095
	2.437.759.050	(405.940.509)	978.303.486	3.010.122.027

			Non cash changes	
	1 January 2020	Financing cash flow	Other	31 December 2020
Financial leasing payables	108.499.301	(75.063.012)	-	33.436.289
Lease liabilities	1.966.652.722	(295.985.991)	733.656.030	2.404.322.761
	2.075.152.023	(371.049.003)	733.656.030	2.437.759.050

7. TRADE RECEIVABLES AND PAYABLES

Current trade receivables	31 December 2021	31 December 2020
Trade receivables from third parties	51.316.439	75.841.504
Trade receivables from related parties (Note 27)	57.553.754	39.412.698
Allowance for doubtful receivables (-) (Note 28)	(8.907.806)	(9.070.556)
	99.962.387	106.183.646

The Group's average period for collection of receivables is 1 days when wholesale revenue is taken into consideration (31 December 2020: 2 days).

There are no guarantee letters obtained for trade receivables as of 31 December 2021 and 31 December 2020. As of 31 December 2021 the Group provided allowance for doubtful receivables amounting to TL 8.907.806 based on reference to past default experience (31 December 2020: TL 9.070.556).

As of 31 December 2021 and 2020 the movements of allowance for doubtful receivables are as follows:

Movement of Allowance for Doubtful Receivables	1 January- 31 December 2021	1 January- 31 December 2020
Balance at beginning of the period	(9.070.556)	(8.877.791)
Charge for the period (Not 23)	(80.289)	(238.457)
Collections	243.039	152.521
Other	-	(106.829)
Closing balance	(8.907.806)	(9.070.556)

A simplified approach is applied for the impairment of trade receivables that are accounted at amortized cost in the consolidated financial statements and do not include a significant financing component (less than 1 year). In cases where the trade receivables are not impaired due to certain reasons (except for the realized impairment losses), the provisions for losses related to trade receivables are measured by an amount equal to life long expected credit losses.

Allowance matrix is used to measure expected credit losses for trade receivables. Provision rates are calculated based on the number of days that maturities of trade receivables are exceeded and in each reporting period such rates are reviewed and revised whenever necessary. The change in expected credit losses provisions is accounted under other operating income/ expenses.

The Group collects almost all of its sales by cash or credit cards in store registers. The Group has concluded that, there is no need to make an additional provision in accordance with TFRS 9 due to fact nearly all of the group sales are collected by cash or credit card in store cash registers.

Short term trade payables	31 December 2021	31 December 2020
Trade payables due to third parties	4.763.265.391	4.174.361.839
Trade payables due to related parties (Note 27)	558.094.914	426.479.568
	5.321.360.305	4.600.841.407

The average maturity of the Group's trade payables is 89 days (31 December 2020: 105 days).

As of 31 December 2021 and 31 December 2020, the Group does not have any long term trade payables.

Explanations about the nature and level of risks related to trade receivables are provided in Note 28.

8. OTHER RECEIVABLES AND PAYABLES

Short-term other receivables	31 December 2021	31 December 2020
Insurance receivables	7.776.532	8.044.160
VAT receivables	2.396.536	1.969.726
Other receivables	649.130	520.775
	10.822.198	10.534.661

Other short-term payables	31 December 2021	31 December 2020
Deposits and guarantees	500.000	500.000
Other	8.631.172	2.777.382
	9.131.172	3.277.382

Other long-term receivables	31 December 2021	31 December 2020
Guarantee and deposits given	34.667.958	27.579.832
	34.667.958	27.579.832

Other long-term payables	31 December 2021	31 December 2020
Deposits and guarantees	575.099	1.409.261
	575.099	1.409.261

9. INVENTORIES

	31 December 2021	31 December 2020
Trade goods	2.873.975.908	2.096.440.345
Other inventory	40.421.638	36.464.573
Allowance for impairment on inventory (-)	(65.038.970)	(42.651.261)
	2.849.358.576	2.090.253.657

Allowance for net realizable value of inventories is allocated for inventories and recognized in the cost of goods sold.

The Group has identified inventories that net realizable value lower than cost as of the balance sheet date. Accordingly allowance for net realizable value of inventories amounting to TL 65.038.970 has been booked as of 31 December 2021 (31 December 2020: TL 42.651.261).

10. PREPAID EXPENSES AND DEFERRED INCOME

Short-term prepaid expenses	31 December 2021	31 December 2020
Prepaid expenses	15.797.639	11.662.369
Work advances given	-	17.965
	15.797.639	11.680.334

Short-term deferred income	31 December 2021	31 December 2020
Advances received	21.865.198	7.711.422
Deferred income	16.884.609	23.862.914
	38.749.807	31.574.336

Long-term deferred income	31 December 2021	31 December 2020
Deferred income	20.962.021	38.381.984
	20.962.021	38.381.984

11. RIGHT OF USE ASSETS

Cost	Stores	Warehouses and other	Total
Opening balance as of 1 January 2021	2.773.083.847	131.245.817	2.904.329.664
Additions	954.575.469	35.008.487	989.583.956
Disposals	(22.194.965)	-	(22.194.965)
Closing balance as of 31 December 2021	3.705.464.351	166.254.304	3.871.718.655
Accumulated Amortization			
Opening balance as of 1 January 2021	748.688.798	40.705.756	789.394.554
Charge for the period	500.230.587	27.681.760	527.912.347
Disposals	(10.914.495)	-	(10.914.495)
Closing balance as of 31 December 2021	1.238.004.890	68.387.516	1.306.392.406
Carrying value as of 31 December 2021	2.467.459.461	97.866.788	2.565.326.249

Cost	Stores	Warehouses and other	Total
Opening balance as of 1 January 2020	2.040.132.307	151.852.244	2.191.984.551
Additions	756.628.241	10.690.063	767.318.304
Disposals	(23.676.701)	(31.296.490)	(54.973.191)
Closing balance as of 31 Decembe 2020	2.773.083.847	131.245.817	2.904.329.664
Accumulated Amortization			
Opening balance as of 1 January 2020	342.254.672	26.714.869	368.969.541
Charge for the period	416.179.843	25.556.087	441.735.930
Disposals	(9.745.717)	(11.565.200)	(21.310.917)
Closing balance as of 31 December 2020	748.688.798	40.705.756	789.394.554
Carrying value as of 31 December 2020	2.024.395.049	90.540.061	2.114.935.110

Depreciation expenses related to right of use assets amounting to TL 527.912.347 booked in marketing and selling expenses (2020: TL 441.735.930) (Note 22).

12. PROPERTY, PLANT AND EQUIPMENT

	Machinery and Equipment	Vehicles	Furniture and Fixture	Leasehold Improvements	Total
Cost					
Opening balance as of 1 January 2021	-	11.000	1.977.509.022	611.201.451	2.588.721.473
Additions	-	4.293.665	619.069.345	153.645.720	777.008.730
Disposals	-	-	(5.047.940)	(5.642.519)	(10.690.459)
Closing balance as of 31 December 2021	-	4.304.665	2.591.530.427	759.204.652	3.355.039.744
Accumulated Depreciation					
Opening balance as of 1 January 2021	-	1.146	960.854.318	275.172.974	1.236.028.438
Charge for the period	-	405.288	232.407.219	65.017.523	297.830.030
Disposals	-	-	(4.652.656)	(2.931.194)	(7.583.850)
Closing balance as of 31 December 2021	-	406.434	1.188.608.881	337.259.303	1.526.274.618
Carrying value as of 31 December 2021	-	3.898.231	1.402.921.546	421.945.349	1.828.765.126

	Machinery and Equipment	Vehicles	Furniture and Fixture	Leasehold Improvements	Total
Cost					
Opening balance as of 1 January 2020	87.734.556	-	1.482.982.854	523.540.705	2.094.258.115
Transfer	(87.611.325)	-	87.611.325	-	-
Additions	-	11.000	411.340.718	94.798.583	506.150.301
Disposals	(123.231)	-	(4.425.875)	(7.137.837)	(11.686.943)
Closing balance as of 31 December 2020	-	11.000	1.977.509.022	611.201.451	2.588.721.473
Accumulated Depreciation					
Opening balance as of 1 January 2020	84.544.449	-	684.513.525	224.497.738	993.555.712
Transfer	(85.278.664)	-	85.278.664	-	-
Charge for the period	857.446	1.146	193.825.608	53.843.526	248.527.726
Disposals	(123.231)	-	(2.763.479)	(3.168.290)	(6.055.000)
Closing balance as of 31 December 2020	-	1.146	960.854.318	275.172.974	1.236.028.438
Carrying value as of 31 December 2020	-	9.854	1.016.654.704	336.028.477	1.352.693.035

There is insurance coverage amounting to TL 4.508.346.743 on the furniture and fixtures and machinery. (31 December 2020: TL 2.939.100.076). Net book value of leased property and equipment is TL 40.253.252 (31 December 2020: TL 81.761.293).

Current depreciation expense related to fixed assets amounting to TL 294.730.667 (2020: TL 245.938.492) booked in marketing and selling expenses and TL 3.099.363 booked in general administrative expenses (2020: TL 2.589.234) (Note 22).

13. OTHER INTANGIBLE ASSETS

Cost	Trademarks	Rights	Total
Opening balance as of 1 January 2021	85.675.510	60.101.010	145.776.520
Additions	-	19.870.899	19.870.899
Disposals	-	(141.499)	(141.499)
Closing balance as of 31 December 2021	85.675.510	79.830.410	165.505.920
Accumulated Amortization			
Opening balance as of 1 January 2021	-	32.913.531	32.913.531
Charge for the period	-	8.081.091	8.081.091
Disposals	-	(70.492)	(70.492)
Closing balance as of 31 December 2021	-	40.924.130	40.924.130
Carrying value as of 31 December 2021	85.675.510	38.906.280	124.581.790

Cost	Trademarks	Rights	Total
Opening balance as of 1 January 2020	85.675.510	46.373.815	132.049.325
Additions	-	14.075.110	14.075.110
Disposals	-	(347.915)	(347.915)
Closing balance as of 31 December 2020	85.675.510	60.101.010	145.776.520
Accumulated Amortization			
Opening balance as of 1 January 2020	-	25.852.548	25.852.548
Charge for the period	-	7.244.346	7.244.346
Disposals	-	(183.363)	(183.363)
Closing balance as of 31 December 2020	-	32.913.531	32.913.531
Carrying value as of 31 December 2020	85.675.510	27.187.479	112.862.989

The amortization expense of intangible assets amounting to TL 8.081.091 is presented in marketing and selling expenses (2020: TL 7.244.346) (Note 22).

Assumptions used for brand impairment are explained in Note 2.9.

14. GOODWILL

Detail of goodwill for the periods ended 31 December 2021 and 2020 is as follows:

Company	Acquisition Date	31 December 2021	31 December 2020
Şok Marketler Ticaret A.Ş.	August 2011	245.485.151	245.485.151
Dia Sabancı Süpermarketleri Tic. A.Ş.	July 2013	301.974.645	301.974.645
Onur Ekspres Marketçilik A.Ş.	July 2013	27.524.000	27.524.000
Other	-	4.108.800	4.108.800
		579.092.596	579.092.596

	1 January- 31 December 2021	1 January- 31 December 2020
Goodwill	579.092.596	579.092.596
	579.092.596	579.092.596

14. GOODWILL (Continued)

As a result of internal management purposes, goodwill is allocated to groups of cash-generating units that have similar neighborhoods and similar customer basis. Group of cash generating units are that allocated to districts by post codes.

Recoverable amount of each cash generating unit is determined based on fair value ("FV") less cost to sell of each cash generating unit that is determined according to relative valuation techniques by applying combination of multiples FV/EBITDA and FV/Sales by 40% and 60% respectively. Group management has applied 14.0X multiple for FV/EBITDA and 0.75X multiple for FV/Sales in the impairment model which is consistent with benchmarks and market conditions. Based on calculations above there is no impairment of goodwill associated with cash-generating units.

No impairment of goodwill associated with cash-generating units would have been determined, even if the estimated multiples for FV/EBITDA and FV/Sales used in the calculation of the recoverable amount of the cash-generating units had been decreased or increased by 5% as part of the sensitivity analysis.

15. PROVISIONS, CONTINGENT ASSETS AND LIABILITIES

Other short-term provisions

Provisions for short term liabilities as of 31 December 2021 and 2020 are as follows:

	31 December 2021	31 December 2020
Provision of competition authority fine (*)	288.276.778	-
Lawsuits	75.445.117	53.716.705
	363.721.895	53.716.705

(*) According to the letter of Competition Authority declared on October 28, 2021, with regard to investigation carried out by the Turkish Competition Authority on chain markets and their suppliers with File No. 2020-3-019 along with other companies. It has been notified that an administrative fine of TL 384.369.037,15 has been imposed on our Group on the grounds that Article 4 of the Law No. 4054 has been violated. On January 18, 2021, following the official notice of the reasoned decision at the payment of the administrative fine within 30 days was decided by taking into account the legal discount at the rate of 25 percent. According to this decision taken in connection with the competition authority fine, the provision amount of 288.276.778 was reflected in the consolidated financial statements.

Provisions for lawsuits as of 31 December 2021 and 2020 are as follows:

	1 January- 31 December 2021	1 January- 31 December 2020
Balance at 1 January	53.716.705	41.211.792
Additional provisions recognized (Note 23)	30.265.089	17.010.170
Payments	(8.536.677)	(4.505.257)
Balance at 31 December	75.445.117	53.716.705

Group management evaluates the possible results and financial impact of these lawsuits at each reporting period and provides the necessary provisions for possible liabilities as a result of this assessment. As of 31 December 2021, the provision amount related with the lawsuits is amounting to TL 75.445.117 (31 December 2020: TL 53.716.705).

16. COMMITMENTS

	31 December 2021	31 December 2020
A. CPM's given in the name of its own legal personality (*)		
-Guarantees	26.692.294	26.899.604
-Mortgages	-	-
-Pledges	-	-
B. CPM's given on behalf of the fully consolidated companies	-	4.300.740
C. CPM's given on behalf of third parties for ordinary course of business	-	-
D. Total amount of other CPM's given	-	-
i) Total amount of CPM's given on behalf of the majority shareholder	-	-
ii) Total amount of CPM's given on behalf of third parties which are not in scope of B and C	-	-
iii) Total amount of CPM's given on behalf of third parties which are not in scope C	-	-
	26.692.294	31.200.344

(*) Relevant amounts are generally related to non-cash risks given to suppliers.

As of 31 December 2021, the portion of other guarantees given by the Group to shareholders' equity is 0% (31 December 2020: 0%).

17. EMPLOYEE BENEFITS

Liabilities within the scope of employee benefits:

Short-term benefits	31 December 2021	31 December 2020
Due to personnel	155.327.456	126.217.847
Social security premiums payable	46.956.454	29.627.902
	202.283.910	155.845.749

Provisions for short-term employee benefits

Provisions for employee benefits	31 December 2021	31 December 2020
Short-term unused vacation liabilities	49.094.657	39.664.863
	49.094.657	39.664.863

The movement of for unused vacation liability for the periods ended 31 December 2021 and 2020 is as follows:

	1 January- 31 December 2021	1 January- 31 December 2020
Opening balance at 1 January	73.884.654	46.018.489
Charge for the period	53.608.979	37.345.413
Payments (-)	(17.666.637)	(9.479.248)
Closing balance at 31 December	109.826.996	73.884.654

17. EMPLOYEE BENEFITS

Provisions for long-term employee benefits

	31 December 2021	31 December 2020
Long term unused vacation liability	60.732.339	34.219.791
Retirement pay provision	39.973.528	27.988.445
	100.705.867	62.208.236

Under Turkish Labor Law, the Group is required to pay termination benefits to each employee who has completed certain years of service and whose employment is terminated without due cause, who is called up for military service, dies or retires after completing 25 years of service and reaches the retirement age (58 for women and 60 for men).

The amount payable consists of one month's salary limited to a maximum of TL 8.284,51 for each period of service at 31 December 2021 (31 December 2020: TL 7.117,17).

The liability is not funded, as there is no funding requirement. The provision is calculated by estimating the present value of the future probable obligation of the Group arising from the retirement of employees. TAS 19 ("Employee Benefits") requires actuarial valuation methods to be developed to estimate the enterprise's obligation under defined benefit plans. Accordingly, the following actuarial assumptions are used in the calculation of the total liability:

The principal assumption is that the maximum liability for each year of service will increase in line with inflation. Thus, the discount rate applied represents the expected real rate after adjusting for the anticipated effects of future inflation. Consequently, in the accompanying financial statements as at 31 December 2021, the provision has been calculated by estimating the present value of the future probable obligation of the Group arising from the retirement of the employees. The provisions at the respective balance sheet dates have been calculated assuming an annual inflation rate of 16,90% and a discount rate of 21,25%, resulting in a real discount rate of approximately 3,72% (31 December 2020: 3,85%). Ceiling amount of TL 10.848,59 which is in effect since 1 January 2022 is used in the calculation of Groups' provision for retirement pay liability (1 January 2021: TL 7.638,96). The probability of retirement is considered as 93,95% and 48,99% for white collar and blue collar personnel, respectively.

Movement for retirement pay provision for the periods ended 31 December 2021 and 2020 is as follows:

	1 January- 31 December 2021	1 January- 31 December 2020
Provision at 1 January	27.988.445	18.473.052
Service cost	48.608.059	30.434.294
Interest cost	1.038.758	712.232
Termination benefits paid	(37.403.481)	(22.450.533)
Actuarial gains / (loss)	(258.253)	819.400
Provision at 31 December	39.973.528	27.988.445

18. EXPENSE BY NATURE

Expenses by nature	1 January - 31 December 2021	1 Ocak - 31 December 2020
Cost of sales	(21.767.673.133)	(16.318.273.326)
Personnel expenses	(2.517.756.293)	(1.821.907.713)
Depreciation and amortization expenses (Note:11, 12, 13) (*)	(833.823.468)	(697.508.002)
Utility expenses	(506.281.870)	(343.489.406)
Transportation expenses	(410.621.036)	(278.571.539)
Advertising expenses	(123.515.153)	(91.782.957)
Tax expenses and duties	(86.838.962)	(65.353.159)
Vehicle expenses	(55.701.395)	(36.465.334)
Provisions for severance pay and vacation liabilities	(46.285.626)	(67.779.707)
Maintenance expenses	(41.699.737)	(38.235.067)
Outsourced expenses	(29.389.718)	(19.492.938)
Cash collection expenses	(22.627.784)	(17.629.772)
Packaging expenses	(18.816.591)	(16.384.643)
Rent expenses (*)	(15.671.301)	(24.307.561)
Information tecnology expenses	(7.044.369)	(9.076.208)
Other expenses	(139.745.390)	(105.814.413)
	(26.623.491.826)	(19.952.071.745)

(*) TFRS 16 standard started to be implemented as of 1 January 2019. Excluding the related standard effect for the period from 1 January to 31 December 2021, depreciation and amortization expenses are TL 305.911.121, and rental expenses are TL 1.009.965.033 (2020: Depreciation and amortization expense: TL 255.772.072, rental expenses: TL 827.655.658).

Fees for Services Received from Independent Auditor / Independent Audit Firms

The Group's explanation regarding the fees for the services received from the independent audit firms, which is based on the letter of POA dated August 19, 2021, the preparation principles of which are based on the Board Decision published in the Official Gazette dated March 30, 2021, are as follows:

	1 January - 31 December 2021	1 Ocak - 31 December 2020
Independent audit fee for the reporting period	297.900	259.185
	297.900	259.185

19. OTHER ASSETS AND LIABILITIES

Other current assets	31 December 2021	31 December 2020
VAT deductible	42.846.501	6.406.249
Prepaid taxes and funds	6.683.224	2.753.458
Other assets	506.434	143.767
	50.036.159	9.303.474

Other current liabilities	31 December 2021	31 December 2020
Taxes and funds payables	98.797.709	45.648.861
Other liabilities (*)	23.435.532	37.604.064
	122.233.241	83.252.925

(*) TL 20.290.223 of the amount is related to Recovery Participation Share ("GEKAP") liabilities (31 December 2020: TL 35.202.356).

20. CAPITAL, RESERVES AND OTHER EQUITY ITEMS

Shareholder structure as of 31 December 2021 and 2020 is stated below:

Shareholders	%	31 Aralık 2021	%	31 Aralık 2020
Turkish Retail Investments B.V.	24	144.000.000	24	144.000.000
Gözde Girişim Sermayesi Yat.Ort. A.Ş.	23	140.400.327	23	140.400.327
Templeton Strategic Emerging Markets Fund IV.LDC	6	36.000.000	6	36.000.000
European Bank For Reconsrtruction and Development	6	33.950.000	6	33.950.000
Yıldız Holding A.Ş.	-	3.000.000	5	33.428.571
Free Float and other	41	254.578.244	36	224.149.673
Nominal Capital	100	611.928.571	100	611.928.571
Capital Commitments		-		-
Paid Capital		611.928.571		611.928.571

The Group's nominal capital has been divided into 611.928.571 registered shares with a par value of TL 1 per share (31 December 2020: 611.928.571 shares).

In accordance with the decision of Yıldız Holding A.Ş. Board of Directors dated April 5, 2021, Yıldız Holding A.Ş. transferred its Şok shares, amounting to 30.428.571 shares to Istanbul Portfolio Yıldız Private Fund within the scope of the protocol signed with Istanbul Portfolio Management Inc., in return for the Fund Participation Certificate.

Legal Reserves

The legal reserves consist of first and second legal reserves, appropriated in accordance with the Turkish Commercial Code. The first legal reserve is appropriated out of historical statutory profits at the rate of 5% per annum, until the total reserve reaches 20% of the historical paid-in share capital. The second legal reserve is appropriated after the first legal reserve and dividends, at the rate of 10% per annum of all cash dividend distributions.

As of 31 December 2021 restricted reserves is TL 5.156.924 (31 December 2020: TL 260.000).

Actuarial Loss / Gain

As of 31 December 2021, actuarial loss / gain is negative TL 13.050.781 (31 December 2020: negative TL 13.263.816).

Effect of transactions under common control

As of 31 December 2021, effect of mergers involving undertakings or businesses subject to common control is negative TL 567.113.629 (31 December 2020: negative TL 567.113.629) (Note 3).

Premium on Issued Shares

The Group has deducted the emission premium on issued shares amounting to TL 2.326.055.790 which it had acquired from the public offering in 2018 from the accumulated losses according to decision taken on General Assembly.

Repurchased Shares

According to Capital Markets Board (CMB) Communiqué Serial VII-128.1 ("CMB Communiqué on Shares") and Borsa İstanbul A.Ş.("BİAŞ") Procedures and Principles of Operation of Share Market was given to the senior management as performance premium. The amount of TL 180.724.551 resulting from this transaction is shown under "Repurchased Shares" in the consolidated financial statements (31 December 2020: TL 180.724.551).

21. REVENUE AND COST OF SALES

As of 31 December 2021 and 2020 the sales of Group are as follows:

a) Revenue

	1 January-31 December 2021	1 January-31 December 2020
Revenue from merchandises sold	28.755.534.114	21.571.725.120
Sales returns (-)	(343.722.002)	(217.889.723)
Net sales	28.411.812.112	21.353.835.397

b) Cost of Sales

	1 January-31 December 2021	1 January-31 December 2020
Cost of sales	(21.767.673.133)	(16.318.273.326)
	(21.767.673.133)	(16.318.273.326)

22. MARKETING, SELLING AND GENERAL ADMINISTRATIVE EXPENSES

Marketing and sales expenses	1 January-31 December 2021	1 January-31 December 2020
Personnel expenses	(2.464.312.359)	(1.790.848.877)
Depreciation and amortization expenses (Note:11, 12, 13) (*)	(830.724.105)	(694.918.768)
Utility expenses	(506.281.870)	(343.489.406)
Transportation expenses	(410.621.036)	(278.571.539)
Advertising expenses	(123.515.153)	(91.782.957)
Tax expenses and duties	(85.373.598)	(60.001.972)
Vehicle expenses	(52.551.784)	(34.800.745)
Maintenance expenses	(41.699.737)	(38.235.067)
Packaging expenses	(18.816.591)	(16.384.643)
Rent expenses (*)	(14.310.048)	(22.414.665)
Other marketing and sales expenses	(134.723.356)	(101.680.058)
	(4.682.929.637)	(3.473.128.697)

(*) TFRS 16 standard started to be implemented as of 1 January 2019. Excluding the related standard effect for the period from 1 January to 31 December 2021, depreciation and amortization expenses are TL 302.811.758 and rental expenses are TL 1.008.603.780 (2020: Depreciation and amortization expense: TL 253.182.838, rental expenses: TL 825.762.762).

General administrative expenses	1 January-31 December 2021	1 January-31 December 2020
Personnel expenses	(53.443.934)	(31.058.836)
Provisions for severance pay and vacation liaiblities	(46.285.626)	(67.779.707)
Outsourced expenses	(29.389.718)	(19.492.938)
Cash collection expenses	(22.627.784)	(17.629.772)
Information technology expenses	(7.044.369)	(9.076.208)
Vehicle expenses	(3.149.611)	(1.664.589)
Amortization expenses (Note 12)	(3.099.363)	(2.589.234)
Tax expenses and duties	(1.465.364)	(5.351.187)
Rent expenses	(1.361.253)	(1.892.896)
Other administrative expenses	(5.022.034)	(4.134.355)
	(172.889.056)	(160.669.722)

23. OTHER INCOME AND EXPENSES FROM OPERATING ACTIVITIES

For the periods ended on 31 December 2021 and 2020, other income from operating activities is as follows:

Other operating income	1 January-31 December 2021	1 January-31 December 2020
Foreign exchange gain from operating activities	18.834.160	1.822.772
Unused provision	243.039	152.521
Interest income on term sales and trade payables	-	22.189.178
Other income	-	14.858.489
	19.077.199	39.022.960

For the periods ended on 31 December 2021 and 2020, other expenses from operating activities is as follows:

Other operating expenses	1 January-31 December 2021	1 January-31 December 2020
Interest expenses on term purchases and trade receivables	(470.353.418)	(519.339.476)
Provision expense of competition authority fine	(288.276.778)	-
Provision expenses (Note 15)	(30.265.089)	(17.010.170)
Foreign exchange loss from operating activities	(16.083.841)	(5.880.415)
Allowance for doubtful receivables (Note 7)	(80.289)	(238.457)
Other expenses (-)	(34.496.385)	(49.358.150)
	(839.555.800)	(591.826.668)

(*) According to the letter of Competition Authority declared on October 28, 2021, with regard to investigation carried out by the Turkish Competition Authority on chain markets and their suppliers with File No. 2020-3-019 along with other companies. It has been notified that an administrative fine of TL 384.369.037,15 has been imposed on our Group on the grounds that Article 4 of the Law No. 4054 has been violated. On January 18, 2021, following the official notice of the reasoned decision at the payment of the administrative fine within 30 days was decided by taking into account the legal discount at the rate of 25 percent. According to this decision taken in connection with the competition authority fine, the provision amount of 288.276.778 was reflected in the consolidated financial statements.

24. INCOME AND EXPENSES FROM INVESTMENT ACTIVITIES

For periods ended on 31 December 2021 and 2020, income from investment activities is as follows:

Income from investing activities	1 January-31 December 2021	1 January-31 December 2020
Interest income	132.637.928	24.805.208
Gain on sale of property, plant and equipment	2.699.246	3.626.474
	135.337.174	28.431.682

For the periods ended on 31 December 2021 and 2020, expenses from investment activities are as follows:

Expenses from investing activities	1 January-31 December 2021	1 January-31 December 2020
Loss on sale of property, plant and equipment	(2.779.452)	(6.560.978)
Foreign exchange loss from purchase of property, plant and equipment	(859.419)	-
	(3.638.871)	(6.560.978)

25. FINANCIAL EXPENSES AND INCOME

For the periods ended 31 December 2021 and 2020 financial expenses are as follows:

Financial Expenses	1 January- 31 December 2021	1 January- 31 December 2020
Financial expenses arises from lease liabilities (*)	(625.151.218)	(510.008.171)
POS collection expenses	(159.268.081)	(46.609.091)
Interest expense from related parties (Note 27)	(5.756.038)	(3.440.914)
Interest on finance lease liabilities	(2.188.405)	(10.679.720)
Other	(6.275.225)	(6.232.743)
	(798.638.967)	(576.970.639)

(*) Lease liabilities interest expense is the interest calculated on lease liabilities within the scope of TFRS 16.

26. TAX ASSETS AND LIABILITIES (INCLUDING DEFERRED TAX ASSETS AND LIABILITIES)

	31 December 2021	31 December 2020
Current corporate tax provision	(17.047.518)	(778.968)
Less: Prepaid taxes and funds	6.683.224	2.753.458
	(10.364.294)	1.974.490

The Group is subject to Turkish corporate taxes. Provision is made in the accompanying financial statements for the estimated charge based on the Group's results for the years and periods.

Corporate tax is applied on taxable corporate income, which is calculated from the statutory accounting profit by adding back non-deductible expenses, and by deducting dividends received from resident companies, other exempt income and investment incentives utilized.

The effective tax rate in 2021 is 25% (2020: 22%) for the Group.

In Turkey, advance tax returns are filed on a quarterly basis. Advance corporate income tax rate applied in 2021 is 25%. (2020: 22%) Losses can be carried forward for offset against future taxable income for up to 5 years. However, losses cannot be carried back for offset against profits from previous periods.

According to Article 14 of the Law on the Procedure for Collection of Public Claims and the Law on Amendment to Certain Laws published in the Official Gazette on April 22, 2021, with the provisional article 13 added to the Corporate Tax Law No. 5520, the corporate tax rate which is %20, will be applied as %25 for 2021 and %23 for 2022. The law is applicable into force on April 22, 2021, starting from the declarations that must be submitted as of July 1, 2021, and to be applicable for the corporate earnings for the taxation period starting from January 1, 2021. Corporate tax returns are required to be filed by the twenty-fifth day of the fourth month following the balance sheet date and taxes must be paid in one instalment by the end of the fourth month. The tax legislation provides for a temporary tax of 20% to be calculated and paid based on earnings generated for each quarter. The amounts thus calculated and paid are offset against the final corporate tax liability for the year.

Furthermore, there is no procedure for a final and definitive agreement on tax assessments in Turkey. Companies file their tax returns between 1-30 April following the close of the accounting year to which they relate. Tax authorities may, however, examine such returns and the underlying accounting records and may revise assessments within five years.

26. TAX ASSETS AND LIABILITIES (INCLUDING DEFERRED TAX ASSETS AND LIABILITIES (Continued)

Deferred tax:

The Group recognizes deferred tax assets and liabilities based upon temporary differences arising between the financial statements as reported for TFRS purposes and financial statements prepared in accordance with the tax legislation. These differences arise from the differences in accounting periods for the recognition of income and expenses in accordance with TFRS and tax legislation.

In Turkey, the companies cannot declare a consolidated tax return, therefore subsidiaries that have deferred tax assets position were not netted off against subsidiaries that have deferred tax liabilities position and disclosed separately.

	Temporary Differences		Deferred Tax	
	31 December 2021	31 December 2020	31 December 2021	31 December 2020
Deferred tax assets / (liabilities) :				
Carryforward tax losses	260.572.490	835.189.191	60.085.556	169.769.638
The effect of amortization of property and equipment and intangible assets	(66.772.635)	(468.325.875)	(13.354.527)	(93.665.175)
The effect of lease liability and and right of use asset:	447.354.250	289.387.651	89.470.850	58.198.284
Inventory	328.266.850	280.724.175	65.653.370	56.144.835
Provision for retirement payments	39.973.528	27.988.445	8.022.796	5.603.143
Unused vacation liability	109.826.996	73.884.654	21.982.742	14.780.739
Effect of amortized cost method on receivables and payables	(93.735.070)	(144.143.140)	(18.747.014)	(28.828.628)
Provision for lawsuits	75.445.117	53.716.705	15.419.565	10.766.678
Other	20.539.005	24.257.480	4.107.801	4.851.496
	1.121.470.531	972.679.286	232.641.139	197.621.010

The Group did not calculate deferred tax assets for the UCZ's carryforward tax losses since there is uncertainty that these losses will be deducted from its taxable income in the foreseeable future. As of 31 December 2021, the deferred tax asset that amounting to TL 28.753.188 is not calculated (31 December 2020: TL 33.515.714).

Expiration schedule of carryforward tax losses is as follows :

	31 December 2021	31 December 2020
Expiring in 2020	-	27.062.051
Expiring in 2021	20.453.443	20.453.443
Expiring in 2022	84.848.730	84.848.730
Expiring in 2023	31.916.053	31.916.053
Expiring in 2024	3.298.292	3.298.292
Expiring in 2025	3.249.422	-
	143.765.940	167.578.569

26. TAX ASSETS AND LIABILITIES (INCLUDING DEFERRED TAX ASSETS AND LIABILITIES (Continued)

The movement of deferred tax liability for the periods ended as of 31 December 2021 and 2020 is as follows:

Movement of deferred tax asset:	1 January- 31 December 2021	1 January- 31 December 2020
Opening balance at 1 January	197.621.010	218.626.726
Deferred tax expense recognised in statement of profit or loss	35.070.172	(21.169.415)
Recognised in other compherensive income	(50.043)	163.699
Closing balance at 31 December	232.641.139	197.621.010

The amounts reflected in compherensive statement of profit or loss of the periods ended at 31 December 2021 and 2020 are as follows:

	1 January- 31 December 2021	1 January- 31 December 2020
Current period legal tax	(17.047.518)	(778.968)
Deferred tax (expense) / income	35.070.172	(21.169.415)
Total tax (expense) / income	18.022.654	(21.948.383)

Tax reconciliation:	1 January- 31 December 2021	1 January- 31 December 2020
Profit / (loss) before taxation	300.901.021	293.860.009
	25,00%	22,00%
Tax at the domestic income tax rate of 25% (2020: 22%)	(75.225.255)	(64.649.202)
Tax effects of:		
- Carryforward tax losses not recognized as deferred tax assets	(649.884)	(737.674)
- Expenses that are not deductible	21.538.898	(16.019.931)
- Increase in tax base under tax amnesty	(36.387.881)	65.695.769
- The effect of the revaluation of tangible and intangible assets (*)	132.257.995	-
- Other	(23.511.219)	(6.237.345)
Income tax income / (expense) recognised in profit or loss	18.022.654	(21.948.383)

(*) The Group revalued its tangible and intangible assets and their depreciation as of 31 December 2021, within the scope of the Tax Procedure Law General Communique (Sequence No: 530) published by the Ministry of Treasury and Finance. Due to IFRS, related assets are continued to be accounted under cost method. It has calculated the deferred tax asset/liability, which is currently calculated over the temporary difference between IFRS and TPL, over the current TPL values that will occur with the effect of revaluation, and the deferred tax income that will arise due to this application, to the extent that the recovery of the said tax advantage is deemed possible, is calculated as a single income tax accounted for in the table. As of 31 December 2021, the effect of deferred tax assets is TL 132.257.995.

27. RELATED PARTY BALANCES AND TRANSACTIONS

	31 December 2021			
	Receivables		Payables	
	Current		Current	
Balances with related parties	Trading	Non-trading	Trading	Non-trading
Shareholders				
Yıldız Holding A.Ş.	-	-	4.635.286	-
Related parties				
Pasifik Tüketim Ürünleri Satış ve Tic. A.Ş.	-	-	352.614.759	-
Yeni Teközel Markalı Ürünler Dağıtım Hizmetleri A.Ş	-	-	139.050.646	-
Bizim Toptan Satış Magazaları A.Ş.	56.657.929	-	4.642	-
Aytaç Gıda Yatırım San. Tic. A.Ş.	-	-	26.591.550	-
Kerevitaş Gıda San. ve Tic. A.Ş.	-	-	19.992.839	-
Azmüsebat Çelik San. Tic. A.Ş.	-	-	8.398.294	-
Most Bilgi Sistemleri Tic. A.Ş.	-	-	4.074.512	-
Sun Doğal Gıda ve Ambalaj Sanayi A.Ş.	-	-	853.012	-
Biskot Bisküvi Gıda San. Ve Tic. A.Ş.	188.096	-	523.000	-
İzsal Gayrimenkul Geliştirme A.Ş.	-	-	459.987	-
Sağlam İnşaat Taahhüt Tic. A.Ş.	-	-	452.680	-
Ülker Çikolata Sanayi A.Ş.	251.050	-	-	-
Other	456.679	-	443.707	-
	57.553.754	-	558.094.914	-

	31 December 2020			
	Receivables		Payables	
	Current		Current	
Balances with related parties	Trading	Non-trading	Trading	Non-trading
Shareholders				
Yıldız Holding A.Ş.	-	-	5.077.416	-
Related parties				
Pasifik Tüketim Ürünleri Satış ve Tic. A.Ş.	-	-	273.676.310	-
Yeni Teközel Markalı Ürünler Dağıtım Hizmetleri A.Ş	-	-	96.514.298	-
Bizim Toptan Satış Magazaları A.Ş.	38.042.578	-	49.534	-
Aytaç Gıda Yatırım San. Tic. A.Ş.	-	-	21.504.240	-
Kerevitaş Gıda San. ve Tic. A.Ş.	-	-	22.137.829	-
Azmüsebat Çelik San. Tic. A.Ş.	-	-	4.689.735	-
Other	1.370.120	-	2.830.206	-
	39.412.698	-	426.479.568	-

Receivables from related parties result from sales. Major portion of the Group's liabilities to related parties comprise of the liabilities from merchandise purchases.

27. RELATED PARTY BALANCES AND TRANSACTIONS (Continued)

	1 January - 31 December 2021			
Transactions with related parties	Purchases	Finance expenses paid	Other income	Other expense
Shareholders				
Yıldız Holding A.Ş.	-	(5.756.038)	-	(13.520.171)
Related parties				
Pasifik Tüketim Ürünleri Satış ve Tic. A.Ş.	844.779.916	-	9.448	-
Yeni Teközel Markalı Ürünler Dağıtım Hizmetleri A.Ş.	412.482.137	-	6.594	-
Bizim Toptan Satış Magazaları A.Ş.	2.573.578	-	260.113.982	-
Aytaç Gıda Yatırım San. Tic. A.Ş.	86.762.081	-	5.331	-
Kerevitaş Gıda San. ve Tic. A.Ş.	50.529.937	-	870.007	-
Azmüsebat Çelik San. Tic. A.Ş.	11.998.913	-	-	-
Most Bilgi Sistemleri Tic. A.Ş.	486.387	-	17.924	(14.843.351)
Other	60.213	-	998.556	(6.196.679)
	1.409.673.162	(5.756.038)	262.021.842	(34.560.201)

	1 January - 31 December 2020			
Transactions with related parties	Purchases	Finance expenses paid	Other income	Other expense
Shareholders				
Yıldız Holding A.Ş.	-	(3.440.914)	33.653	(9.119.015)
Related parties				
Pasifik Tüketim Ürünleri Satış ve Tic. A.Ş.	662.043.832	-	22.848	-
Yeni Teközel Markalı Ürünler Dağıtım Hizmetleri A.Ş.	292.296.736	-	4.656	-
Aytaç Gıda Yatırım San. Tic. A.Ş.	63.307.802	-	153.552	-
Unmaş Unlu Mamuller San. ve Tic. A.Ş.	39.756.129	-	113.000	-
Özen Kişisel Bakım Ürünleri Üretim A.Ş.	22.026.637	-	4.284	(340)
Kerevitaş Gıda San. ve Tic. A.Ş.	32.754.106	-	9.070.340	(4.054)
Asil Hamur Undan Mamüller Gıda San. ve Tic. A.Ş.	11.813.860	-	9.025	-
Azmüsebat Çelik San. Tic. A.Ş.	8.288.615	-	353.920	-
Bizim Toptan Satış Magazaları A.Ş.	1.560.486	-	181.249.634	-
Biskot Bisküvi Gıda San. Ve Tic. A.Ş.	101.635	-	1.782.430	-
Most Teknoloji Çözümleri A.Ş.	400	-	9.566	(5.383.186)
Sağlam İnşaat Taahhüt Tic. A.Ş.	174	-	41.903	(2.907.183)
Ülker Bisküvi San A.Ş.	-	-	1.041.011	-
Other	856.147	-	5.991.455	(7.954.482)
	1.134.806.559	(3.440.914)	199.881.277	(25.368.260)

The total amount of benefits for the key management personnel in the current period is as follows:

	1 January- 31 December 2021	1 January- 31 December 2020
Salaries and other short-term benefits	15.195.752	28.228.380
	15.195.752	28.228.380

28. NATURE AND LEVEL OF RISK RESULTED FROM FINANCIAL INSTRUMENTS

(a) Capital Risk Management

The Group manages its capital to ensure that entities in the Group will be able to continue as a going concern while maximizing the return to shareholders through the optimization of the debt and equity balance.

The capital structure of the Group consists of debt, which includes the borrowings disclosed in Note 6, other receivables from related parties and other payables to related parties disclosed in Note 27, cash and cash equivalents disclosed in Note 5 and equity attributable to equity holders of the parent, comprising issued capital, reserves and retained earnings as disclosed in Note 20.

Group management reviews capital based on the leverage ratio to be consistent with other companies in industry. This ratio is calculated as net debt divided by the total capital amount. Net debt is calculated as total liability amount (comprises of borrowings, other receivables from related parties and other payables to related parties and interest bearing other payables to non-related parties) less cash and cash equivalents. Total capital is calculated as shareholders' equity plus the net debt amount as presented in the consolidated balance sheet.

As of 31 December 2021 and 31 December 2020 net debt / total capital ratio is as follows:

	31 December 2021	31 December 2020
Total liabilities (*) (Note 6)	711.932	33.436.289
Less: Cash and cash equivalents (Note 5)	(1.343.778.022)	(1.149.089.432)
Net debt	(1.343.066.090)	(1.115.653.143)
Total equity	495.889.838	253.897.878
Total capital	(847.176.252)	(861.755.265)
Gearing ratio	-0%	-0%

(*) Effect of TFRS 16 and trade payables are not included.

(b) Financial Risk Factors:

The Group's corporate treasury function provides services to the business, coordinates access to domestic markets, monitors and manages the financial risks relating to the operations of the Group through internal risk reports which analyses exposures by degree and magnitude of risk. These risks include market risk (including currency risk, fair value interest rate risk and price risk) credit risk, liquidity risk and cash flow interest rate risk.

The treasury department presents the financial and risk positions of the Group and how to reduce financial risks of the Group to the Board of Directors three times a year and sends monthly reports of its financial position to the main shareholders.

(c) Credit Risk Management

Credit risk refer to the risk that a counterparty will default on its contractual obligations resulting in financial loss to the Group. Receivables arising from sales consists of credit card slips. Since the customers are final consumers, the Group has no risk for credit card slip receivables.

The risk arised from the advances and deposits given in order to make investments by the Group, is under control by obtaining letter of guarantees from various banks. Based on the Group policy, the Group does not pay any advance or deposits without obtaining a letter of guarantee from banks.

28. NATURE AND LEVEL OF RISK RESULTED FROM FINANCIAL INSTRUMENTS (Continued)

(c) Credit Risk Management (Continued)

The credit risks exposured because of financial instrument types	**Receivables**				
	Trade receivables		**Other Receivables**		
31 December 2021	**Related Party**	**Other**	**Related Party**	**Other**	**Deposits in banks**
Maximum net credit risk as of balance sheet date (i)	57.553.754	42.408.633	-	45.490.156	1.146.836.496
The part of maximum risk under guarantee with colleteral (ii)	-	-	-	-	-
A. Net book value of neither past due nor impaired financial assets	57.553.754	1.742.548	-	45.490.156	1.146.836.496
B. Book value of restructured otherwise accepted as past due and impaired financial assets	-	-	-	-	-
C. Net book value of past due but not impaired assets	-	40.666.085	-	-	-
- Guaranteed amount by colleteral	-	-	-	-	-
D. Impaired asset net book value	-	-	-	-	-
- Past due (gross amount)	-	8.907.806	-	-	-
- Impairment (-)	-	(8.907.806)	-	-	-
- Net value collateralized or guaranteed part of net value	-	-	-	-	-
- Not over due (gross amount)	-	-	-	-	-
- Impairment (-)	-	-	-	-	-
- Net value collateralized or guaranteed part of net value	-	-	-	-	-
E. Off-balance sheet items bearing credit risk	-	-	-	-	-

(i) The factors that increase the credit reliability such as guarantees received are not considered in the balance.
(ii) Except for, there is a credit card receivable amounting to TL 69.458.832 which holds no credit risk.

28. NATURE AND LEVEL OF RISK RESULTED FROM FINANCIAL INSTRUMENTS (Continued)

(c) Credit Risk Management (Continued)

The credit risks exposured because of financial instrument types	Receivables				
	Trade receivables		Other Receivables		
31 December 2020	Related Party	Other	Related Party	Other	Deposits in banks
Maximum net credit risk as of balance sheet date (i)	39.412.698	66.770.948	-	38.114.493	980.509.376
The part of maximum risk under guarantee with colleteral (ii)	-	-	-	-	-
A. Net book value of neither past due nor impaired financial assets	39.412.698	6.709.984	-	38.114.493	980.509.376
B. Book value of restructured otherwise accepted as past due and impaired financial assets	-	-	-	-	-
C. Net book value of past due but not impaired assets	-	60.060.964	-	-	-
- Guaranteed amount by colleteral					
D. Impaired asset net book value	-	-	-	-	-
- Past due (gross amount)	-	9.070.556	-	-	-
- Impairment (-)	-	(9.070.556)	-	-	-
- Net value collateralized or guaranteed part of net value	-	-	-	-	-
- Not over due (gross amount)	-	-	-	-	-
- Impairment (-)	-	-	-	-	-
- Net value collateralized or guaranteed part of net value	-	-	-	-	-
E. Off-balance sheet items bearing credit risk	-	-	-	-	-

(i) The factors that increase the credit reliability such as guarantees received are not considered in the balance.
(ii) Except for, there is a credit card receivable amounting to TL 284.760.756 which holds no credit risk.

28. NATURE AND LEVEL OF RISK RESULTED FROM FINANCIAL INSTRUMENTS (Continued)

(c) Credit Risk Management (Continued)

Aging of overdue receivables as 31 December 2021 and 2020 is as follows:

	Trade Receivables	
	31 December 2021	31 December 2020
Overdue between 1-30 days	10.021.243	51.078.236
Overdue between 1-3 Months	183.850	196.385
Overdue between 3-12 Months	30.460.992	8.786.343
Total overdue receivables	**40.666.085**	**60.060.964**
Guaranteed amount by collateral	-	-

(d) Liquidity risk management:

Group manages liquidity risk by maintaining adequate reserves, banking facilities and reserve borrowing facilities by continuously monitoring forecast and actual cash flows and matching the maturity profiles of financial assets and liabilities.

<u>Liquidity Risk Tables</u>

The following table details the Group's expected maturity for its non-derivative financial liabilities and prepared with the assumption that the liabilities will be paid as soon as they mature. The tables below have been drawn up based on the undiscounted contractual maturities of the financial assets.

The maturities estimated by the Group are same as the maturities on agreements

28. NATURE AND LEVEL OF RISK RESULTED FROM FINANCIAL INSTRUMENTS (Continued)

31 December 2021

	Book value	Contractual undiscounted cash flow (I+II+III+IV)	Up to 3 months (I)	3-12 months (II)	1-5 years (III)	Over 5 years (IV)
Financial liabilities						
Financial leasing liabilities	711.932	719.491	719.491	-	-	-
Lease liabilities	3.009.410.095	5.504.354.183	253.772.359	713.062.354	3.043.273.357	1.494.246.113
Trade payables	5.321.360.305	5.414.640.829	5.414.640.829	-	-	-
Other payables	9.706.271	9.706.271	-	9.131.172	575.099	-
Total liability	8.341.188.603	10.929.420.774	5.669.132.679	722.193.526	3.043.848.456	1.494.246.113

31 December 2020

	Book value	Contractual undiscounted cash flow (I+II+III+IV)	Up to 3 months (I)	3-12 months (II)	1-5 years (III)	Over 5 years (IV)
Financial liabilities						
Finance leasing payables	33.436.289	35.638.641	8.729.293	26.187.879	721.469	-
Leasing liabilities	2.404.322.761	4.608.477.856	212.963.511	593.380.725	2.568.850.872	1.233.282.748
Trade payables	4.600.841.407	4.743.128.697	4.743.128.697	-	-	-
Other payables	4.686.643	4.686.643	-	3.277.382	1.409.261	-
Total liability	7.043.287.100	9.391.931.837	4.964.821.501	622.845.986	2.570.981.602	1.233.282.748

28. NATURE AND LEVEL OF RISK RESULTED FROM FINANCIAL INSTRUMENTS (Continued)

(e) Market Risk Management

The Group's activity is subject to very limited financial risks of changes in foreign currency exchange rates.

Market risk exposures of the Group are measured using sensitivity analysis.

In the current period there has been no significant change to the Group's exposure to market risks or the manner in which it manages and measures the risk.

Foreign currency risk management

Transactions in foreign currencies expose the Group to foreign currency risk. The Group does not use any derivative instruments to preserve its foreign currency risk as a result of its major transactions and cash flows.

The detail by foreign currency of the Group's monetary assets and liabilities with foreign currencies as below:

31 December 2021	TL Equivalent (Functional Currency)	US Dollar	Euro	Other
Monetary financial assets	104.290.773	5.517.206	2.225.999	484
CURRENT ASSETS	104.290.773	5.517.206	2.225.999	484
Monetary financial assets	513.909	39.600	-	-
NON CURRENT ASSETS	513.909	39.600	-	-
TOTAL ASSETS	104.804.682	5.556.806	2.225.999	484
Trade Payables	(24.113.435)	(4.764.408)	2.568.853	-
CURRENT LIABILITIES	(24.113.435)	(4.764.408)	2.568.853	-
Monetary other liabilities	(264.281)	-	(18.000)	-
NON CURRENT LIABILITIES	(264.281)	-	(18.000)	-
TOTAL LIABILITIES	(24.377.716)	(4.764.408)	2.550.853	-
Net foreign currency position	129.182.398	10.321.214	(324.854)	484
Monetary items net foreign currency asset / liability position	129.182.398	10.321.214	(324.854)	484

28. NATURE AND LEVEL OF RISK RESULTED FROM FINANCIAL INSTRUMENTS (Continued)

(e) Market Risk Management (Continued)

Foreign currency risk management (Continued)

31 December 2020	TL Equivalent (Functional Currency)	US Dollar	Euro	Other
Monetary financial assets	90.740	4.770	5.854	301
CURRENT ASSETS	90.740	4.770	5.854	301
Monetary financial assets	290.684	39.600	-	-
NON CURRENT ASSETS	290.684	39.600	-	-
TOTAL ASSETS	381.424	44.370	5.854	301
Trade Payables	14.582.462	763.081	997.021	-
CURRENT LIABILITIES	14.582.462	763.081	997.021	-
Monetary other liabilities	1.373.552	-	152.483	-
NON CURRENT LIABILITIES	1.373.552	-	152.483	-
TOTAL LIABILITIES	15.956.014	763.081	1.149.504	-
Net foreign currency position	(15.574.590)	(718.711)	(1.143.650)	301
Monetary items net foreign currency asset / liability	(15.574.590)	(718.711)	(1.143.650)	301

Foreign currency sensitivity

The Group undertakes certain transactions denominated in US Dollar hence exposures to certain exchange rate fluctuations arise. As of 31 December 2021, a 20% strengthening of US Dollar against the TL, on the basis that all other variables remain constant, would have decreased profit before taxation by TL 26.788.711 (31 December 2020: TL 1.055.140).

The Group undertakes certain transactions denominated in Euro hence exposures to certain exchange rate fluctuations arise. As of 31 December 2021, a 20% strengthening of Euro against the TL, on the basis that all other variables remain constant, would have would have decreased profit before taxation by TL 953.921 (31 December 2020: TL 2.060.377).

Interest rate sensitivity

The Group is not subject to interest rate risk, as the Group does not have any floating rate liability.

Other price risks

The Group does not hold equity investments or liability like bond / stocks etc. which can be exposed to price changes.

29. FINANCIAL INSTRUMENTS

Categories of financial instruments:

Categories of financial instruments and fair values

31 December 2021	Amortized Amortized cost	Carrying value	Note
Financial assets			
Cash and cash equivalents	1.343.778.022	1.343.778.022	5
Trade receivables (including related parties)	99.962.387	99.962.387	7
Other receivables (including related parties)	45.490.156	45.490.156	8
Financial liabilities			
Borrowings and finance leases	711.932	711.932	6
Lease liabilities	3.009.410.095	3.009.410.095	6
Trade payables (including related parties)	5.321.360.305	5.321.360.305	7
Other payables (including related parties)	9.131.172	9.131.172	8

31 December 2020	Amortized cost	Carrying value	Note
Financial assets			
Cash and cash equivalents	1.149.089.432	1.149.089.432	5
Trade receivables (including related parties)	106.183.646	106.183.646	7
Other receivables (including related parties)	38.114.493	38.114.493	8
Financial liabilities			
Borrowings and finance leases	33.436.289	33.436.289	6
Lease liabilities	2.404.322.761	2.404.322.761	6
Trade payables (including related parties)	4.600.841.407	4.600.841.407	7
Other liabilities (including related parties)	3.277.382	3.277.382	8

The Group management considers that the carrying values of financial instruments reflect their fair value.

30. EARNINGS PER SHARE

As of 31 December 2021 and 2020 earnings per share calculation is as follows:

Earnings per share	1 January- 31 December 2021	1 January- 31 December 2020
Average number of shares during the period (full value)	593.290.008	592.954.244
Net Profit for the period attributable to equity holder of the parents	324.323.116	272.612.688
Earnings per share	**0,5467**	**0,4598**

31. EVENTS AFTER THE REPORTING PERIOD

(i) Within the scope of the Competition Authority's investigation with file number 2020-3-019 on chain markets and suppliers On the grounds of violation of Article 4 of Law No. 4054. On October 28 2021, it was reported that an administrative fine of 384.369.037,15 TL was imposed on the group. The notification of the reasoned decision was priced at the rate of 25 percent of the money received from January 18 2022, for 30 days. According to this decision taken based on the penalty of the competition authority, the provision amount of TL 288.276.778 was reflected in the consolidated financial statements, and the payment of the relevant amount was made on February 14, 2022 with an objection.

(ii) The law on amending the Tax Procedure Law and the Corporate Tax Law was enacted on January 20, 2022, Law No. It has been enacted with the number 7352 and it has been decided that the financial statements will not be subject to inflation adjustment in the 2021 and 2022 accounting periods, including the temporary accounting periods, and in the provisional tax periods of the 2023 accounting period, regardless of whether the conditions for the inflation adjustment within the scope of the Repeated Article 298 are met. In line with the Law No. 7352, inflation adjustment will be applied to the financial statements dated 31 December 2023, and the profit/loss difference arising from the inflation adjustment will be shown in the previous years' profit/loss account and will not be taxed.

(iii) At the Board of Directors decision dated February 10, 2022, in order to eliminate the impact of the uncertainty on the price of our Company's shares, the uncertainty regarding how our Company will evaluate 18.638.563 shares with a nominal value of TL 18.638.563, which corresponds to 3.05% of our company's issued capital and was repurchased within the scope of price stability transactions at the public offering stage, it has been decided to reduce the issued capital of our Company, which is TL 611.928.571, to TL 593.290.008 by being redeemed in accordance with the capital reduction procedures that do not require a fund outflow pursuant to the 9th paragraph of the 19th article of the Capital Markets Board ("CMB") Communique on Repurchased Shares No. II-22.1 and to accept the "Capital Decrease Report" to be submitted to the approval of the shareholders at the General Assembly Meeting to be held.

SUPPLEMENTARY INFORMATION

APPENDIX-1 - EBITDA

The supporting information not required by IFRS is considered important for the Group's financial performance by the Group management and the calculation of EBITDA (earnings before interest, tax, depreciation and amortization) is presented below. The Group calculates the adjusted EBITDA (earnings before interest, tax, depreciation and amortization, other income) for the better understanding of investors and other interested parties about Group operations.

	1 January- 31 December 2021	1 January- 31 December 2020
Profit for the period	**318.923.675**	**271.911.626**
Tax income / (expense)	18.022.654	(21.948.383)
Profit before taxation	**300.901.021**	**293.860.009**
Financial expense	(798.638.967)	(576.970.639)
Income / (expense) from investment activities, net	131.698.303	21.870.704
Amortization and depreciation	(833.823.468)	(697.508.002)
Other income / (loss) and expense, net	(820.478.601)	(552.803.708)
EBITDA	**2.622.143.754**	**2.099.271.654**
IFRS 16 Effect	994.293.732	803.348.097
EBITDA excluding IFRS 16	**1.627.850.022**	**1.295.923.557**

Such financial information are presented for informational purposes and are not an integral part of the consolidated financial statements.

APPENDIX-2 – CONSOLIDATED FINANCIAL STATEMENTS BEFORE TFRS 16

IFRS 16 Leases

The effects of IFRS 16 lease standard on the Group's consolidated financial statements are presented below:

ASSETS			
Current Assets	**31 December 2021**	**IFRS 16 Effect**	**Before IFRS 16**
Prepaid expenses	15.797.639	(4.712.649)	20.510.288
Total Current Assets	**4.369.754.981**	**(4.712.649)**	**4.374.467.630**
Non Current Assets			
Right of use assets	2.565.326.249	2.565.326.249	-
Deferred tax assets	232.641.139	89.470.850	143.170.289
Total Non-Current Assets	**5.365.074.858**	**2.654.797.099**	**2.710.277.759**
TOTAL ASSETS	**9.734.829.839**	**2.650.084.450**	**7.084.745.389**

LIABILITIES AND EQUITY			
Current Liabilities	**31 December 2021**	**IFRS 16 Effect**	**Before IFRS 16**
Lease liabilities	958.494.362	958.494.362	-
Total Current Liabilities	**7.065.781.281**	**958.494.362**	**6.107.286.919**
Non current liabilities			
Lease liabilities	2.050.915.733	2.050.915.733	-
Total Non-Current Liabilities	**2.173.158.720**	**2.050.915.733**	**122.242.987**
EQUITY			
Retained earnings	319.995.612	(233.259.162)	553.254.774
Net profit for the period	324.323.116	(125.739.919)	450.063.035
Shareholder's equity	**500.515.262**	**(358.999.081)**	**859.514.343**
Non-controlling interest	**(4.625.424)**	**(326.564)**	**(4.298.860)**
Total Equity	**495.889.838**	**(359.325.645)**	**855.215.483**
TOTAL LIABILITIES AND EQUITY	**9.734.829.839**	**2.650.084.450**	**7.084.745.389**

APPENDIX-2 – CONSOLIDATED FINANCIAL STATEMENTS BEFORE TFRS 16

IFRS 16 Leases

The effects of IFRS 16 lease standard on the Group's consolidated financial statements are presented below:

	1 January- 31 December 2021	**IFRS 16 Effect**	**Before IFRS 16**
Revenue	28.411.812.112	-	28.411.812.112
Cost of sales (-)	(21.767.673.133)	-	(21.767.673.133)
Gross profit	**6.644.138.979**	**-**	**6.644.138.979**
Marketing and selling expenses (-)	(4.682.929.637)	466.381.385	(5.149.311.022)
General administrative expenses (-)	(172.889.056)	-	(172.889.056)
Other income from operating activities	19.077.199	-	19.077.199
Other expenses from operating activities (-)	(839.555.800)	-	(839.555.800)
Operating profit	**967.841.685**	**466.381.385**	**501.460.300**
Income from investing activities	135.337.174	1.676.734	133.660.440
Expense from investing activities (-)	(3.638.871)	-	(3.638.871)
Profit before finance expense	**1.099.539.988**	**468.058.119**	**631.481.869**
Financial expenses (-)	(798.638.967)	(625.151.218)	(173.487.749)
Profit from continuing operations before taxation	**300.901.021**	**(157.093.099)**	**457.994.120**
Period tax expense	(17.047.518)	-	(17.047.518)
Deferred tax income	35.070.172	31.272.566	3.797.606
PROFIT FOR THE PERIOD	**318.923.675**	**(125.820.533)**	**444.744.208**

APPENDIX-2 – CONSOLIDATED FINANCIAL STATEMENTS BEFORE TFRS 16

IFRS 16 Leases

The effects of IFRS 16 lease standard on the Group's consolidated financial statements are presented below:

	1 January- 31 December 2021	IFRS 16 Effect	Before IFRS 16
A. OPERATING ACTIVITIES			
Profit for the period	318.923.675	(125.820.533)	444.744.208
Adjustments related to reconciliation of net profit / (loss) for the period			
-Depreciation of property, plant and equipment	833.823.468	527.912.347	305.911.121
-Disposal of property, plant and equipment	80.206	(1.676.734)	1.756.940
-Tax income / (expenses)	(18.022.654)	(31.272.566)	13.249.912
-Interest expenses	798.638.967	625.151.218	173.487.749
Cash generated by / (used in) operations before changes in working capital	**2.295.586.420**	**994.293.732**	**1.301.292.688**
Changes in working capital :			
Changes in prepaid expenses	(14.361.797)	2.396.904	(16.758.701)
Cash used in operations	**2.221.540.814**	**996.690.636**	**1.224.850.178**
Net cash generated by operating activities:	**2.137.552.282**	**996.690.636**	**1.140.861.646**
B.INVESTING ACTIVITIES			
Inflows from the sale of property, plant and equipment	3.097.410	1.676.734	1.420.676
Net cash used in investing activities	**(661.144.291)**	**1.676.734**	**(662.821.025)**
C.FINANCING ACTIVITIES			
Interest payments of lease liabilities	(625.151.218)	(625.151.218)	-
Payments of lease liabilities	(373.216.152)	(373.216.152)	-
Dividend paid	(77.139.925)	-	(77.139.925)
Net cash (used in) / generated from financing activities	**(1.281.719.401)**	**(998.367.370)**	**(283.352.031)**
NET CHANGE IN CASH AND CASH EQUIVALENTS (A+B+C)	**194.688.590**	**-**	**194.688.590**
D.CASH AND CASH EQUIVALENTS AT THE BEGINNING OF THE PERIOD	**1.149.089.432**	**-**	**1.149.089.432**
E.CASH AND CASH EQUIVALENTS AT THE END OF THE PERIOD (A+B+C+D)	**1.343.778.022**	**-**	**1.343.778.022**