



ENERJİSA ENERJİ ANONİM ŞİRKETİ

ACTIVITY REPORT
FOR THE PERIOD OF
01.01.2025 – 31.03.2025

CONTENTS

1- GENERAL INFORMATION.....	1
2- FINANCIAL RIGHTS GRANTED TO THE MEMBERS OF THE MANAGEMENT BODY AND THE SENIOR-LEVEL EXECUTIVE OFFICERS	2
3- RESEARCH AND DEVELOPMENT ACTIVITIES	2
4- COMPANY’S OPERATIONS AND RELATED MAJOR DEVELOPMENTS	3
5- FINANCIAL SITUATION	22
6- AMENDMENTS TO ARTICLES OF ASSOCIATION MADE IN THE PERIOD AND THE RELATED REASONS	24
7- RISKS AND THE EVALUATION OF THE MANAGEMENT BODY	24
8- DUTIES OF THE MEMBERS OF THE BOARD OF DIRECTORS AND EXECUTIVES CONDUCTED OUT OF THE COMPANY	31
9- APPENDICES.....	31

1- GENERAL INFORMATION

- a) Accounting period that the report relates to : 01.01.2025 – 31.03.2025
- b) Trade-name of the Company : ENERJISA ENERJİ ANONİM ŞİRKETİ
- Trade registration number : 800865-0
- Head office contact details and website address : Barbaros Mah. Begonya Sok. Nida Kule
Ataşehir Batı Sitesi No: 1 / 1
Ataşehir-İSTANBUL
Phone : 0216 579 05 79
Fax : 0216 579 05 30
e-mail : enerjisa-info@enerjisa.com
website : www.enerjisa.com.tr

c) The organization, capital and shareholding structures of the Company and related changes in the fiscal period

Shareholding Structure of the Company:

Shareholder Name	Share / Voting Right			
	31.03.2024		31.03.2025	
	(TL)	(%)	(TL)	(%)
Hacı Ömer Sabancı Holding A.Ş.	472,427,587.56	40.0	472,427,587.56	40.0
E. ON International Participations N.V.	472,427,587.56	40.0	472,427,587.56	40.0
Other (Public)	236,213,792.00	20.0	236,213,792.00	20.0
TOTAL	1,181,068,967.12	100.0	1,181,068,967.12	100.0

Changes that occurred in the Company capital during the Period: None

d) Remarks on privileged shares and voting rights of such shares, if any: Not available.

e) Information on the management body, senior officers and number of employees:

Members of the Board of Directors:

The members of the Company's Board of Directors (also including independent board members) are as follows:

Member of Board of Directors	Duty	Date of Appointment	End of Duty
Kıvanç Zaimler	Chairman	04.04.2024	04.04.2027
Attila Kiss	Vice Chairman	04.04.2024	04.04.2027
Nusret Orhun Köstem	Member	04.04.2024	04.04.2027
Thorsten Lott	Member	04.04.2024	04.04.2027
Yeşim Özlale Önen	Member	04.04.2024	04.04.2027
Guntram Würzburg	Member	04.04.2024	04.04.2027
Mehtap Anık Zorbozan	Independent Member	04.04.2024	04.04.2027
Kamuran Uçar	Independent Member	04.04.2024	04.04.2027

As of March 31, 2025, the organization of senior management is as below:

- Murat Pinar, CEO
- Dr. Philipp Ralph Ulbrich, CFO

The Group has 9,957 employees as of 31.03.2025

f) Rights and benefits granted to employees:

The rights and benefits provided by the Company to the personnel are specified in the Human Resources Policy published on the website.

<https://www.enerjisainvestorrelations.com/medium/ReportAndPresentation/File/402/humanresourcespolicy.pdf>

g) Information on the transactions executed by the members of the management body with the company on their own behalf or on behalf of others within the framework of the permission granted by the general assembly of the company as well as their activities under the scope of prohibition of competition, if any:

The Chairman and the members of the Board of Directors may not execute any transaction with the Company on their own behalf or for or on account of others, personally or indirectly, without the prior permission of the General Assembly. During the period of 01.01.2025 – 31.03.2025, the members of the Board of Directors neither executed any transaction with the Company, nor have been involved in any attempts that can compete with the Company in its fields of operation.

2- FINANCIAL RIGHTS GRANTED TO THE MEMBERS OF THE MANAGEMENT BODY AND THE SENIOR-LEVEL EXECUTIVE OFFICERS

Key management includes Chairman and members of the Board of Directors, Senior Management, Heads of Units and Directors. The compensation paid or payable to key management for employee services is shown below in thousands of Turkish Lira:

	1 January - 31 March 2025	1 January - 31 March 2024
Short-term key management benefits	152,919	138,263
Long-term key management benefits	4,090	3,809
	<u>157,009</u>	<u>142,072</u>

3- RESEARCH AND DEVELOPMENT ACTIVITIES

During the period of 01.01.2025- 31.03.2025, TL 21.001.849,61 was spent on the projects supported by EU Framework Programs, TÜBİTAK and EMRA R&D funds

4- COMPANY'S OPERATIONS AND RELATED MAJOR DEVELOPMENTS

a) Information on the main developments during the related fiscal period:

Dividend Distribution

Pursuant to the review of the Consolidated Financial Statements for the year 2024, prepared in accordance with the Turkish Accounting Standards/Turkish Financial Reporting Standards, it was resolved to propose to the General Assembly to distribute the profit as follows: Distribution of a cash dividend in an amount of TL 2.87 per 1 TL nominal share, with a payout ratio of 80.21% based on an underlying net income (net income excluding any exceptional items) of TL 4,225,991,691.35 Distribution of total TL 3,389,667,935.63 dividend (Gross 287%, Net %243.95) between 01.01.2024 - 31.12.2024 in cash to the shareholders who are representing the TL 1,181,068,967.12 capital and Distribution of the cash dividend to be determined and approved by the general assembly, provided that the payment is completed within eight weeks from the date of the General Assembly Meeting.

Dividend Policy Revision

With the revision of the dividend policy, our Company targets "distributing cash dividends of at least 80% of the net profit recorded under the consolidated and audited annual financial statements which are prepared in accordance with Turkish Accounting Standards/Turkish Financial Reporting Standards ("TAS/IFRS"), excluding any exceptional and one-off earnings and losses", instead of "cash dividend distribution in an amount between 60% and 70% of the net profit, recorded under the consolidated and audited annual financial statements which are prepared in accordance with Turkish Accounting Standards/Turkish Financial Reporting Standards ("TAS/IFRS"), excluding any exceptional items".

Energy Storage Facility Pre-License Approval Withdrawal Lawsuit

Energy Market Regulatory Authority to withdraw the pre-license approval and reject the pre-license application for the solar energy-based storage power plant facility, which was planned to be installed by our subsidiary, Enerjisa Müşteri Çözümleri A.Ş., with a total capacity of 21MWm/15MWe in the Eldivan District of Çankırı Province, a lawsuit has been filed by our subsidiary Enerjisa Müşteri Çözümleri A.Ş., on March 11, 2025, before the Ankara Administrative Courts, requesting the annulment of the administrative decision.

Aggregation License

Enerjisa Müşteri Çözümleri A.Ş., has been granted an aggregation license for a period of 20 years, starting from March 27, 2025, under license number ETF/13403-14/06424, pursuant to Board Decision No. 13403-14 issued by the Energy Market Regulatory Authority, for the purpose of carrying out aggregation activities in the electricity market in accordance with the Electricity Market Law and the Regulation on the Aggregation Activities in the Electricity Market published in the Official Gazette dated on December 17, 2024 with the number 32755.

Determination of Independent Audit Company

Deloitte- DRT Bağımsız Denetim ve Serbest Muhasebeci Mali Müşavirlik A.Ş. has been appointed as the Auditor for 1 (One) year period to audit the financial statements for 2025 accounting period and perform the sustainability audit for the years 2024 and 2025, within the framework of sustainability legislation and to carry out other activities within the scope of relevant regulations has been registered on March 27, 2025 and announced in Issue No. 11302 dated March 28, 2025 of the Turkish Trade Registry Gazette.

Bond Issuance

Enerjisa Enerji has issued a TL bond on 10.02.2025, amounting to TL 4,800,000,000 with 730 days term, interest with TLREF+1.00% rate, redemption date of 10.02.2027, and with TRSENSA22711 code.

Enerjisa Enerji has issued a TL bond on 11.02.2025, amounting to TL 700,000,000 with 729 days term, interest with TLREF+1.00% rate, redemption date of 10.02.2027, and with TRSENSA22729 code.

Enerjisa Enerji has issued a TL bond on 05.03.2025, amounting to TL 4,200,000,000 with 728 days term, interest with TLREF+1.00% rate, redemption date of 03.03.2027, and with TRSENSA32710 code.

MAJOR LEGISLATIVE CHANGES IN THE DISTRIBUTION BUSINESS SEGMENT:

Eligible Consumer Limit: With the Energy Market Regulatory Board (hereinafter also referred to as “EMRA” or “Board”) or decision dated 12.12.2024 and numbered 13064 published in the Official Gazette dated December 17, 2024 and numbered 32755, it was decided to apply the eligible consumer limit as 950 kWh for 2024 (The eligible consumer limit was set as 950 kWh in 2024).

Elektrik Üretim A.Ş. Tariffs: The active electricity energy wholesale tariff applied to the sales made by EÜAŞ to distribution companies within the scope of technical and non-technical lost energy is determined by EMRA Board decisions in quarterly periods within the scope of Article 17 of the Electricity Market Law No. 6446, and with the EMRA Board Decision dated 26.12.2024 and numbered 13149 published in the Official Gazette dated 28.12.2024 and numbered 32766, it was decided to apply 175.0000 kr/kWh. The active electricity energy wholesale tariff to be applied in the sales made by distribution companies within the scope of general lighting has been determined as 380,0000 kr/kWh as it has not been changed. With the EMRA Board Decision dated 27.03.2025 and numbered 13422 published in the Official Gazette dated 29.03.2025 and numbered 32856; the Energy Market Regulatory Authority has determined the active electricity energy wholesale tariff applied by Elektrik Üretim AŞ as 225,0000 kr/kWh for the sales made to distribution companies within the scope of technical and non-technical lost energy, effective from April 01, 2025.

Electricity Tariffs: The Energy Market Regulatory Authority publishes the Final Tariff Table and the general lighting unit cost tariffs for consumers receiving energy (low voltage - single term) by the incumbent supply companies in quarterly periods, and the electricity tariff tables to be valid as of 01.07.2024 were determined by the EMRA Board Decision dated 27.06.2024 and numbered 12719 published in the Official Gazette dated June 29, 2024. From 01.07.2024 until 05.04.2025, the General Lighting Unit Price was applied as 522,7352 kr/kWh. With the EMRA decision dated 27.03.2025 and numbered 13426 published in the Official Gazette dated 05.04.2025 and numbered 32861, the General Lighting Unit Price started to be applied as 568,8587 kr/kWh as of 05.04.2025.

Board Decision of the Electricity Market Regulatory Authority dated 27.03.2025 and numbered 13426: Pursuant to the Decision dated 05.04.2025 and published in the Official Gazette dated 05.04.2025 and numbered 32861, the tariff tables to be applied to the distribution system users by the distribution companies and to the low consumption consumers defined within the scope of the Communiqué on the Regulation of the Last Source Supply Tariff published in the Official Gazette dated 20/1/2018 and numbered 30307, to be effective as of 05.04.2025, have been approved.

As of 05.04.2025, the single term general lighting tariff increased from 522.7352 kr/kWh to 568.8587 kr/kWh, representing an increase of approximately 11%. In the Activity-Based Consumer Tariffs, the distribution fee for the Industrial, Public and Private Services Sector and Other, Residential, Agricultural Activities subscriber groups increased by approximately 35%.

Project Approval and Acceptance Fees for Unlicensed Electricity Generation Facilities Based on Solar Energy for the year 2025: With the Board Decision dated 26.12.2024 and numbered 13156-12 published in the 2nd Repeated Official Gazette dated 31 December 2024 and numbered 32769, it has been decided that the fees for project approval and acceptance procedures to be carried out by electricity distribution companies for unlicensed solar energy-based electricity generation facilities will be applied as follows as of 01.01.2025:

Project Approval and Acceptance Fees for Unlicensed Electricity Generation (“GES”) Facilities Based on Solar Energy			
Project Approval Fee of GES Facilities within the Scope of Unlicensed Electricity Generation Regulation (“LÜY”)	Fee TL (Excluding VAT)	Acceptance Fees of GES Facilities within the Scope of Unlicensed Electricity Generation Regulation	Fee TL (Excluding VAT)
50 kWe and below Electrical Project Approval of GES Production Facilities within the scope of LÜY	0	Acceptance of 50 kWe and below GES Production Facilities within the scope of LÜY	0
50 kWe - 100 kWe (including 100 kWe) Electrical Project Approval of GES Production Facilities within the scope of LÜY	1.648,80	50 kWe - 100 kWe (including 100 kWe) Acceptance Fee for GES Generation Facilities within the scope of LÜY	3.137,60
100 kWe - 300 kWe (including 300 kWe) Electrical Project Approval of GES Generation Facilities within the Scope of LÜY	5.279,30	100 kWe - 300 kWe (including 300 kWe) Acceptance Fee for GES Generation Facilities within the Scope of LÜY	9.249,60
300 kWe - 500 kWe (including 500 kWe) Electrical Project Approval of GES Production Facilities within the Scope of LÜY	14.314,80	300 kWe - 500 kWe (including 500 kWe) Acceptance Fee for GES Generation Facilities within the Scope of LÜY	19.986,30
500 kWe - 700 kWe (including 700 kWe) Electrical Project Approval of GES Production Facilities within the Scope of LÜY	22.785,20	500 kWe - 700 kWe (including 700 kWe) Acceptance Fee for GES Generation Facilities within the Scope of LÜY	23.194,50
700 kWe - 1 MWe (excluding 1 MWe) Electrical Project Approval of GES Production Facilities within the Scope of LÜY	35.117,10	700 kWe - 1 MWe (except 1 MWe) Acceptance Fee for GES Generation Facilities within the Scope of LÜY	38.111,70
1 MWe Electricity Project Approval of SPP Generation Plants within the Scope of LÜY.	(Installed Capacity in kWe - 1000) *44.8410,489.7	Acceptance of SPP Production Facilities over 1 MWe within the Scope of LÜY	(Installed Capacity in kWe -1000) *44.8410,489.7

Determination of Interest Rates to be Applied in Rediscount and Advance Transactions: The Central Bank of the Republic of Turkey has changed the discount interest rates to be applied in rediscount transactions and the interest rates to be applied in advance transactions against bills with a maximum of 3 months to maturity on the dates and at the rates indicated below. The amendments entered into force on the date of publication.

Communiqué	Rediscount Rate (Annual - %)	Advance Rate (Annual - %)
Central Bank of the Republic of Turkey Communiqué published in the Official Gazette dated March 8, 2025 and numbered 32386	%43,25	%44,25

Consumption amounts specified in Articles 5 and 6 of the Communiqué on the Regulation of the Last Source Supply Tariff and the coefficient rate determined by the Board: With the Board Decision published in the Official Gazette dated October 28, 2023 and numbered 32353, the consumption amounts in Articles 5 and 6 of the Communiqué on the Regulation of the Last Source Supply Tariff and the coefficient determined by the Board were determined for 2024.

- The consumption amount specified in the third paragraph* of Article 5 of the Communiqué on the Regulation of the End-Source Supply Tariff is applied as 100 million kWh/year for residential and agricultural activities consumer groups and 1 million kWh/year for other consumer groups for 2024.

Consumer Group	Consumption Amount (kWh/year)	
	2023	2024
Household	100 million	100 million
Agricultural Activities	100 million	100 million
Public and Private Sector Services Sector and Other	1 million	1 million
Industry	1 million	1 million
Lighting	1 million	1 million

As of 01.02.2025, the following consumption amounts will be applied for the year 2025:

Consumer Group		Consumption Amount (kWh/year)
Residential	Dwelling Public institutions and organizations, local administrations and detached buildings used as dwellings, apartment buildings and independent sections within apartment buildings, housing cooperatives and housing estates and common areas of these places such as heating, elevator, hydrophore, staircase automatics, caretaker's apartment, etc., which are measured with separate meters, and other	5 thousand
	Temporary accommodation centers established by the Republic of Turkey Ministry of Interior AFAD, facilities used for the supply and distribution of drinking water belonging to village legal entities	100 million
Agricultural Activities		100 million
Public and Private Services Sector and Other		15 thousand
Industry		15 thousand
Lighting		15 thousand

- The KBK in the fifth paragraph of Article 6 of the Communiqué on the Regulation of the End-Source Supply Tariff continued to be applied as 1.0938, as of January 1, 2025 (it was also applied as 1.0938 in 2024). 1.05 for the residential consumer group.

Communiqué on Administrative Fines to be Imposed in 2025 Pursuant to Article 16 of the Electricity Market Law: With the Communiqué published in the Official Gazette dated December 27, 2023 and numbered 32412, the administrative fines regulated in Article 16 of the Electricity Market Law (“Law”) were increased by 43.93%, which was determined as the revaluation rate for 2024, and redetermined as follows. The Communiqué entered into force on 01/01/2025.

	ADMINISTRATIVE FINES ANTICIPATED IN LAW	ADMINISTRATIVE FINES IMPLEMENTED IN 2024	ADMINISTRATIVE FINES TO BE IMPLEMENTED IN 2025
RELEVANT ARTICLE	(TL)	(TL)	(TL)
In cases of request for information or on-site inspection by the Board; if it is determined that the requested information is provided inaccurately, incompletely or misleadingly, or if no information is provided at all, or if the opportunity for on-site inspection is not provided, it shall be warned to provide accurate information or to provide the opportunity for inspection within fifteen days. The administrative fine to be imposed on those who continue to violate despite the written warning Paragraph (a) of the First Paragraph of Article 16	500,000	5.716.839	8.228,246
In the event that it is determined that there is a violation of the Law, secondary legislation or license provisions, Board decisions and instructions, it shall be warned to eliminate the violation within thirty days or not to repeat it, depending on the nature of the violation, and the administrative fine to be imposed on those who continue or repeat the violations despite the written warning Paragraph (b) of the First Paragraph of Article 16	500,000	5.716.839	8.228,246
Administrative fine to be imposed without the need for warning in case of violation of the provisions of the Law, secondary legislation or license in a way that cannot be corrected after the violation has been made Paragraph (c) of the First Paragraph of Article 16	500,000	5.716.839	8.228,246
Administrative fine to be imposed in case of submitting untrue documents or misleading information about the conditions required for the issuance of a license, or failing to notify the	800,000	9.146.965	13.165,226

Board of changes in license conditions that will affect the issuance of a license during the license application or license execution Paragraph (ç) of the First Paragraph of Article 16			
In case of violation of the prohibition of affiliate relationship during the license period, the affiliate relationship shall be warned to be corrected within thirty days. Administrative fine to be imposed on those who continue to violate despite the written warning Paragraph (d) of the First Paragraph of Article 16	900,000	10.290.327	14.810,867
In the event that it is determined that there is activity outside the scope of the license in the market, it shall be warned to stop the out-of-scope activity or adverse activity within fifteen days. Administrative fines to be imposed on those who continue their violations despite the written warning Paragraph (e) of the First Paragraph of Article 16	1,000,000	11.433.719	14.456,551
Except for the inspections of electricity distribution companies, a period of time is given for the elimination of deficiencies related to unlit, out-of-place luminaires and/or poles detected within the scope of general lighting. An administrative fine of five hundred Turkish liras shall be imposed by the Board for each pole or luminaire determined by the determination that the deficiencies are not eliminated within the specified periods, following the notification of the Ministry to the Board. The periods to be given for the elimination of the identified deficiencies and the principles of determining the deficiencies shall be determined by regulation. Administrative fines imposed pursuant to this Law shall be paid within one month following the notification. Eighth Paragraph of Article 16	500	4.538	6.531

Law No. 7539 on the Amendment of Certain Laws: With the Law published in the Official Gazette dated 04.02.2025 and numbered 32803 and entered into force after being published in the Official Gazette dated 7.12.2023 and numbered 2018/117 Esas and 2023/212 Decision numbered and canceled by the Constitutional Court

- EÜAŞ sells electrical energy to authorized supply companies at the wholesale tariff for consumers whose tariffs are subject to regulation.
- Distribution companies procure their energy needs for general lighting and technical and non-technical losses from EÜAŞ.

reorganized.

Regulation on Aggregation in the Electricity Market: The Regulation aims to determine the activities that aggregators may carry out in the electricity market and the transactions to be carried out within the scope of the aggregation activity, and will enter into force on January 1, 2025.

The Regulation includes definitions of “aggregator” and “aggregation”. Aggregation may be carried out by obtaining a separate license or by the supply license holder, provided that it is included in the supply license. In the ancillary services and balancing power market, the “balancing zone” will be announced by TEİAŞ until January 1, 2025. The balancing zone may be changed by TEİAŞ with 2 months prior notice. Aggregators will be able to enter into “aggregation service agreements” with licensed producers, eligible consumers, legal entities with storage facilities and unlicensed producers who have completed their ten-year purchase guarantee, which are not subject to Board approval, in order to participate in the processes related to electricity / capacity purchase and ancillary services.

The aggregator will enter into “aggregation agreements” with grid users; “market participation agreements” with EPİAŞ for organized electricity market activities; and “ancillary service agreements” with the grid operator.

The aggregator shall not enter into aggregation service agreements with the grid users included in its portfolio to supply electricity and shall not engage in wholesale activities within the scope of aggregation activities. The aggregator may supply electricity to eligible consumers in its portfolio; it is essential that the aggregator supplies electricity for the consumers, but otherwise the consumers' existing agreements will continue. The aggregator will be responsible for conducting market transactions, including collateral and imbalance within its portfolio.

The aggregator will be able to monitor the instantaneous generation / consumption data of the grid users in its portfolio by contacting the grid operator.

The aggregator will inform the consumers in its portfolio via the PMS whether it will supply electricity or not. Disputes regarding imbalance costs between the aggregator and the supplier and the consumer will be resolved in accordance with the provisions of private law.

The aggregator will be able to include storage facilities, licensed generation facilities with an installed capacity below 100 MW, and unlicensed generation facilities that have completed their 10-year purchase guarantee. Balancing units and/or ancillary service units will be determined according to the aggregator's request and Teiaş's criteria.

The total electrical installed capacity of the licensed and unlicensed electricity generation facilities in the aggregator's portfolio can be maximum 2000 MW, of which a maximum of 500 MW can be unlicensed generators. If the 2000 MW limit (licensed and unlicensed together or licensed generation alone) is exceeded, an exit from the portfolio will be required to be valid in the next billing period. In case no exit from the portfolio is made, EPİAŞ will perform the exit process starting from the last licensed generator included in the portfolio. For unlicensed producers, the relevant aggregator will perform portfolio exit transactions based on the notification of EPİAŞ. Unless otherwise determined by the Board, there is no maximum limit for the aggregator portfolio in terms of consumption and storage facilities.

The aggregator may enter into bilateral agreements to balance its portfolio and may conduct transactions in organized electricity markets. The aggregator is responsible for balancing and settlement. The aggregator may participate in the ancillary services market. The aggregator is obliged to provide communication and control infrastructure (meters) for remote monitoring. The aggregator applies to the relevant grid operator for such investments to be made in generation and consumption facilities. Within 10 business days following the application, the necessary actions are taken under the supervision of the relevant grid operator. The costs to be incurred within this scope shall be borne by the aggregator. Preparations for remote monitoring control or communication infrastructure will be completed by TEİAŞ until May 1, 2025.

Personal Data Protection Authority - Guide on Transferring Personal Data Abroad: The Guide on Transferring Personal Data Abroad has been prepared to provide guidance to data controllers regarding the implementation of personal data transfers under Article 9, titled "Transfer of Personal Data Abroad", of the Personal Data Protection Law No. 6698.

TEDAŞ-MLZ/2024-081 Marked Communication (Head-End) Software Technical Specification: The TEDAŞ-MLZ/2024-081 marked Communication (Head-End) Software Technical Specification has come into force, and its use will be mandatory as of 01/01/2026. The mentioned technical specification has been made available for the stakeholders of the electricity distribution sector in the Information Center/Specifications/Strategy Development Department section at www.tedas.gov.tr.

Regulation Amending the Regulation on Certification and Support of Renewable Energy Sources: With the Amendment Regulation published in the Official Gazette on January 21, 2025;

- In the event that the conditions regarding the operability and availability of electricity generation facilities with storage are not met for more than 10 days, the electricity generated will be deemed to be produced by the authorized supply company and will be taken into account as a free contribution to YEKDEM.
- No YEK fee will be applied to the producers whose storage units and/or facilities are included as of 21.01.2025

Communiqué (Communiqué No: 2025-32/71) Amending the Communiqué (Communiqué No: 2008-32/34) Regarding the Decree No: 32 on the Protection of the Value of Turkish Currency: Within the scope of the amendment to the Communiqué No. 2008-32/34 on the Decree No. 32 on the Protection of the Value of Turkish Currency, which was published in the Official Gazette dated March 6, 2025 and entered into force on the same date, the obligation to fulfill and accept payment obligations in Turkish currency in securities sales contracts, other than vehicle sales contracts, to be concluded between Turkish residents, has been abolished, and it has been regulated that the contract price and other payment obligations arising from these contracts may be determined in foreign currency or indexed to foreign currency

Presidential Decree No. 9500 on the Extension of the Installment Period of the Debts Structured with Force Majeure in the Earthquake Region: With the Presidential Decree dated 01.02.2025 and numbered 32800 published in the Official Gazette dated 01.02.2025 and numbered 32800, the state of force majeure declared in the provinces of Adıyaman, Hatay, Kahramanmaraş and Malatya and in the districts of İslahiye and Nurdağı of Gaziantep Province, effective from 6/2/2023, has been extended until 31/5/2025 (including these dates) for some debtors in these places.

The payment period of the first of the installments (including those whose last day of the payment period coincides with the date of the end of the state of force majeure) that these previously structured debtors must pay to the offices in Adıyaman, Hatay, Kahramanmaraş and Malatya provinces and İslahiye and Nurdağı districts of Gaziantep province between 6/2/2023 and 31/5/2025 (including those whose last day of the payment period coincides with the date of the end of the state of force majeure) has been extended in the month following the date of the end of the state of force majeure, and the payment periods of the following installments have been extended to be paid in monthly periods (maximum twelve months) following this month. This decision entered into force as of 01.02.2025.

Principles and Procedures for Meeting Electricity Connection Requests in Disaster Areas: Pursuant to the decision numbered 13250 taken by EMRA and adopted at the board meeting dated January 30, 2025, the Procedures and Principles on Meeting Electricity Connection Requests in Disaster Areas (“Procedural Principles”), which entered into force after being published in the Official Gazette dated February 6, 2025 and numbered 32805, aims to prevent victimization by urgently meeting the temporary electricity connection requests of the users in the regions where the state of emergency has been declared or which are accepted as disaster areas affecting general life. The arrangements made with the Procedural Principles are summarized below;

- In cases where the connection request can be met at LV level without the establishment of a new distribution network and in cases where the connection requests can be met by establishing capacity increase/expansion in the existing network, distribution assets will be established immediately with the user declaration that the connection fee will be paid within 1 year from the end date of the disaster, limited to a maximum of half of the connection line distance responsibility defined in the Regulation, together with other conditions,
- In cases where the connection request is outside the areas opened to temporary settlement and residential areas and can be established with capacity increase or expansion investment in the existing network, distribution assets will be established immediately with the declaration that the 100 meter LV connection line fee for the place of use for which connection is requested, together with other conditions for the connection of the relevant places of use to the network at the LV level, will be paid within 1 year from the expiry date of the period specified in the disaster decisions,
- In order to meet the electricity connection demands of the temporary settlements established by public institutions and organizations for those affected by the disaster, the distribution assets up to the temporary settlement will be established by the distribution company and no connection fee will be charged in this context,

and the obligation of users in the provinces included in the State of Emergency Decree declared due to the earthquakes centered in Kahramanmaraş on February 6, 2023 to submit the underlying documents related to the connection has been extended until 31.12.2026.

Energy Market Regulatory Authority Decision No: 32849 Dated 20.03.2025: Pursuant to EMRA Board Decision No. 13385 dated 20.03.2025 and numbered 20.03.2025 published in the Official Gazette dated 22.03.2025 and numbered 32849, due to the ongoing effects of the earthquake centered in Kahramanmaraş on February 6, 2023, pursuant to Article 140 of the Electricity Market Balancing and Settlement Regulation, until December 31, 2025, Akedaş Electricity Distribution Co., Dicle Electricity Distribution Co.,, Fırat Electricity Distribution Co.,, Toroslar Electricity Distribution Co., Fırat Elektrik Dağıtım A.Ş. and Toroslar Elektrik Dağıtım A.Ş. and the categories of the incumbent supply companies operating in the aforementioned distribution regions under Article 17/2-a-b-c-ç of the DUY and the supply companies in which the Organized Industrial Zones operating in the relevant distribution regions are direct or indirect shareholders, until 31 December 2025. It has been decided that the amounts included in the advance payment notifications specified in paragraph 132/Ç/1 shall be postponed until the invoice due date for the relevant invoice period, and no default interest shall be applied to the market operator and market participant during the period of postponement of advance payments. The decision will enter into force on April 1, 2025

Backup of Bid Transaction History Data in Intraday Market: On 18.03.2025, it was announced on the official website of EPIAŞ that with the work to be carried out on Thursday, April 17, 2025, the bid transaction history data of the market participants who traded in the intraday market software between January 1, 2024 and December 31, 2024 will be backed up, and after this date, access to the said data through the software will not be possible. Since it will not be possible to view the bid history for the specified dates, market participants are expected to back up their own bid transaction history data.

Regulation Amending the Electricity Market Consumer Services Regulation: Published in the Official Gazette dated January 14, 2025 and entered into force on the same day, the Regulation made the following amendments.

- The provision regulating the use of illegal electricity in the opening of the interrupted electricity has been amended and the report to be issued within this scope has been made subject to the prerequisite of the existence of a retail sales contract or bilateral agreement.
- If the intervention made in the presence of a retail sales contract or bilateral agreement affects one or more devices, action will be taken according to paragraph (b) of Article 42; if it affects the consumption of the installation connected to the meter, action will be taken according to paragraph (c).
- In case of application to law enforcement officers, the condition of cutting off the electricity will not be required for illegal electricity use.
- It is now obligatory to take video recordings of illegal electricity use (Art. 42 a, b, c).
- Information can be obtained from other infrastructure organizations in leak detection and accrual transactions.
- In order to prevent duplicate illegal use based on the opening of the cut off electricity, meter replacement or technological methods that can prevent intervention can be used.
- In cases where illegal electricity use is prevented, a remote reading and monitoring system may be used for detection and accrual transactions.
- Except for those issued in two consecutive billing periods, a copy of the illegal electricity minutes will be left at the place of use, if this is not possible, the minutes will be sent by registered mail with return receipt requested, and if contact information is available, information will be provided via SMS.
- If there is no correctly determined consumption value in the use of illegal electricity, it will be taken into account as 0.60 times the installed power, except for agricultural irrigation, and this power will not be less than 5 kW in any case.
- In case of illegal use of electricity from a separate line, the installed power of the device, if there is more than one device, 0.60 times their installed power will be taken into consideration.
- In cases where the interrupted electricity is turned on, accrual can be made for a maximum of 180 days, taking into account the average daily consumption, and a maximum of 360 days for agricultural irrigation.
- The maximum period for illegal electricity use shall not exceed 360 days for subparagraph (a) of Article 42, 370 days for subparagraph (b), 240 days for calculations made using the undisputed period for subparagraph (c), and 60 days for calculations made on power.
- The amount of illegal electricity consumption shall be used in the determination of consumer groups within the scope of the last source supply tariff.
- The working hours for additional accruals for illegal electricity are determined as 8 hours for agricultural irrigation; 7 hours for single-shift workers, 14 hours for two-shift workers, 21 hours for three-shift workers, 12 hours for consumers whose shift cannot be determined; 10 hours for touristic facilities, fuel stations and hospitals; 12 hours for shopping centers, cold storages and vehicle charging stations.
- In the billing of illegal electricity, the unit prices in the invoices of high-consumption consumers determined within the scope of the Communiqué on the Regulation of the Last Source Supply Tariff will be applied for each month on the dates of illegal electricity consumption. For residential consumers, it will be calculated according to the last source supply tariff in the month prior to the date of the illegal electricity report.
- The coefficient for illegal electricity billing has been increased from 1.5 to 2. At the same time, this coefficient will be considered as 2.5 for repeated illegal use within 3 years.
- Late fees will be applied to illegal electricity debts that are not paid on time.
- Before legal proceedings are initiated for the collection of the illegal electricity invoice, it has been made obligatory to notify the consumer that the debt must be paid within 15 days, and in case the debt is not paid, the debt that has become due will be collected by legal means, both in writing and by using a permanent data

storage device if contact information is available. If legal remedies are taken in violation of this provision, the transactions will be terminated and the costs and expenses incurred will not be claimed from the consumer. Otherwise, the sanctions in the law will be applied.

- For those who use illegal electricity 3 times in a year, if 6 months pass after the first use, the connection will be disconnected to prevent illegal use.
- If access to the meter is blocked, the distribution company will be able to replace the meter.

Cyber Security Law: The purpose of the Cyber Security Law No. 7545, which entered into force after being published in the Official Gazette on March 19, 2025, is to increase Turkey's cyber security, ensure the protection of critical infrastructures, prevent cyber threats and enable the fight against cyber attacks. Distribution companies are considered as critical infrastructure organizations and the Obligations of Critical Infrastructure Organizations are determined as follows

- Critical infrastructure organizations must undergo an independent audit at least once a year and the results of the audit will be reported to the Cyber Security Presidency. Critical infrastructure organizations must obtain a “cyber security compliance certificate”.
- Critical infrastructure companies must establish a Cyber Incident Response Team (CERT) and work in integration with the National Cyber Incident Response Center (USOM). The use of outsourced software will be limited and local software will be preferred.
- Organizations that are subjected to a cyber attack must notify the Cyber Security Presidency within 24 hours at the latest, and heavy administrative fines will be imposed on organizations that fail to notify.
- Critical infrastructure organizations are obliged to take the highest security measures to protect personal data and trade secrets, and heavy penalties will be imposed if personal data is leaked due to cyber-attacks.

The law provides for severe penalties for those who carry out cyber-attacks and damage critical infrastructures. The penalties are as follows:

- Imprisonment from 8 to 12 years for cyber-attacks on critical infrastructures.
- Imprisonment from 10 to 15 years for those who sell or disseminate leaked or stolen data.
- High fines and suspension of activities for critical infrastructure organisations that do not fulfil their cyber security obligations.
- Heavy penalties will be imposed on individuals and organisations that encourage, support or provide infrastructure for cyber attacks.
- It has been made mandatory for the software and hardware used in critical infrastructures to be domestic and national, and state support will be provided to encourage domestic solutions in the field of cyber security in order to reduce foreign dependency. In addition, a national cyber security shield will be established against cyber threats from foreign countries.

The Law provides various supports to encourage private sector investments in cyber security:

- R&D support for companies operating in the field of cyber security.
- Tax exemptions for domestic companies developing cyber security systems in critical infrastructures.
- Cyber security expert training programmes in cooperation with universities.

MAJOR LEGISLATIVE CHANGES IN THE RETAIL BUSINESS SEGMENT

Communiqué on the Default Interest Rate Applicable to Late Payments in the Supply of Goods and Services and the Minimum Expense Amount to be Claimed for the Collection Costs of Receivables: With the Communiqué published by the CBRT in the Official Gazette dated 02.01.2025 and numbered 32770, effective from 01.01. 2025, the default interest rate for late payments made to the creditor in the supply of goods and services in accordance with the seventh paragraph of Article 1530 of the Turkish Commercial Code No. 6102, in cases where the default interest rate for late payments made to the creditor in the supply of goods and services is not stipulated in the contract or the relevant provisions are invalid, the interest rate to be applied is determined as 53.25 percent per annum; and the minimum amount of expenses that can be claimed for the collection of receivables is determined as TL 1,475.00.

2025 Energy Efficiency Support Fees: The energy efficiency support fees regulated under Article 8 of the Energy Efficiency Law No. 5627 dated 18/4/2007 shall be increased by 43.93%, which is the revaluation rate of 2024, and shall be applied as follows.

Supports	Support Fee foreseen in the Law (TL)	Support Fee to be implemented in 2025 (TL)
Efficiency Enhancing Project	15,000,000	21,589,500
Energy Expense Support under the Energy and Carbon Reduction Support Program	10,000,000	14,393,000

Regulation on Amendment the Electricity Market Consumer Services Regulation: With the Regulation Amending the Electricity Market Consumer Services Regulation (“Amendment Regulation”) published by EMRA in the Official Gazette dated 14/1/2025 and numbered 32782, certain amendments have been made to the Electricity Market Consumer Services Regulation. The definition of a “low consumption” eligible consumer has been changed to “eligible consumer whose annual consumption is below 100,000 kWh.” It has been regulated that the platform allowing consumers to examine and compare bilateral agreement offers presented by suppliers and to enter into bilateral agreements with suppliers shall be established and operated by EPIAŞ. The number of formats for the Price Comparison Table provided to consumers has been increased. Within this scope, separate comparison tables have been arranged for offers to be presented to Fixed, Cost-Based, Tariff-Indexed and Low Consumption Consumers. Fundamental changes have been made to the provisions regarding the establishment of the retail sales agreement. Within this scope, it has been regulated that the retail sales agreement intended to be concluded in writing shall be established by signing the “Agreement Formation Form” attached to the agreement either by handwriting or with a secure electronic signature. Certain changes have also been made regarding the termination of the retail sales agreement. Accordingly, in the case that the consumer whose retail sales agreement has been terminated documents that the right of use of the relevant place of consumption continues, a new retail sales agreement shall be terminated, the termination process of the former retail sales agreement shall be cancelled, and if an application for a new retail sales agreement is made by the same person for the same place of consumption, the agreement shall be established provided that the applicant proves that the previous consumer left the location without terminating the retail sales agreement. Within the scope of the amendment, it has been regulated that if the consumer is a high consumption consumer under the last source supply tariff, the relevant unit prices in the month in which the retail sales agreement is established shall be taken as basis. Regarding the security deposit, regulations have been made to allow its collection in two equal monthly installments for residential consumers and for universities, municipalities, and irrigation cooperatives engaged in agricultural activities within the public and private services consumer group; and for other consumer groups, the first installment shall be collected in advance and the second installment not earlier than 30 days later. Moreover, various regulations have been introduced regarding the refunds of the security deposit. It has been regulated that the payment notice/invoice may be delivered in written form or electronically via SMS, e-mail, e-invoice or e-archive channel, provided that the clear preference of eligible consumers whose annual consumption is below 100,000 kWh, non-eligible consumers, and

consumers under last resort supply is obtained; and for places of consumption outside the residential consumer group which are read remotely, unless there is a separate request from the consumer, the payment notice/invoice shall be delivered electronically. Additionally, if the consumer's contact information is available, it has been made mandatory to notify the invoice amount and due date via SMS. With the amendment, suppliers have been obliged to provide consumers with their current and past consumption invoices and consumption comparison data with similar consumers on their websites and mobile applications.

Regulation on Amendment the Electricity Market Balancing and Settlement Regulation: With the Regulation published by EMRA in the Official Gazette dated 21.01.2025 and numbered 32789, certain amendments have been made to the Electricity Market Balancing and Settlement Regulation. A regulation has been introduced regarding the association of storage units related to generation facilities with delivery and withdrawal units used for settlement purposes. It has been regulated that stand-alone electricity storage units or facilities with an installed electrical capacity of at least 10 MW and whose participation is deemed appropriate by the System Operator shall be registered as balancing units. With this regulation, the conditions regarding the operational availability and dispatchability of electricity generation facilities with storage have been enacted. Within this scope, if these conditions are not met more than 10 times, the electricity produced shall be deemed to have been generated by the incumbent supplier and shall be considered a free-of-charge contribution to YEKDEM (Renewable Energy Support Mechanism). The settlement period in the balancing power market has been determined as 15 minutes. It has been regulated that the necessary infrastructure preparations for the 15-minute settlement period in the balancing power market shall be completed by the system operator and the market operator by 01.01.2027 at the latest, and that the relevant implementations shall not be initiated before 01.01.2027. Due to the withdrawals made by eligible consumers within the portfolio of the incumbent supply company or to be supplied with energy within the organized industrial zone (OIZ) holding a distribution license, it has been regulated that the amount of energy received by the relevant supplier company as imbalance shall be evaluated at the market clearing price by the Market Operator, including the second business day following the date of notification made to the relevant distribution company or TEİAŞ from the date of entry into the portfolio.

Regulation on Amendment the Electricity Market Licensing Regulation: With the Regulation published by EMRA in the Official Gazette dated 21.01.2025 and numbered 32789, certain amendments have been made to the Electricity Market Licensing Regulation. With the amendment, various regulations have been introduced, particularly regarding the minimum capital adequacy amounts and minimum guarantee amounts for supply and aggregator licenses issued for stand-alone electricity storage facilities, as well as the conditions for converting the letters of guarantee into revenue.

Regulation on Amendment the Electricity Market Ancillary Services Regulation: With the Regulation published by EMRA in the Official Gazette dated 21.01.2025 and numbered 32789, certain amendments have been made to the Electricity Market Ancillary Services Regulation. According to the amendment, hourly and/or block bids may be submitted in the ancillary services market. Additionally, with the amendment, the rules for invoicing ancillary services to be carried out by EPİAŞ have been determined, and a method has been regulated regarding the participation of unlicensed producers connected at transmission level in ancillary services.

Regulation on Amendment the Electricity Market Storage Activities Regulation: With the Regulation published by EMRA in the Official Gazette dated 21/1/2025 and numbered 32789, certain amendments have been made to the Electricity Market Storage Activities Regulation. With the amendment, it has been regulated that the dispatchability status ("emre amade olma") of electricity storage units within electricity generation facilities shall be shown in the diagram numbered Annex-1, and a 10% tolerance shall be applied during the acceptance of the storage unit or facilities.

Regulation on Amendment the Electricity Grid Regulation: With the Regulation published by EMRA in the Official Gazette dated 21.01.2025 and numbered 32789, certain amendments have been made to the Electricity Grid Regulation. With the amendment, the definition of the Capacity Data Monitoring Certificate has been revised as follows: "The certificate issued upon confirmation by the relevant system operator that the capacity data of electricity storage unit(s) within electricity generation facilities with storage can be transmitted accurately and continuously to the SCADA system of the relevant grid operator, and which is required to be submitted during the acceptance phase of the generation facility with storage." It has been regulated that the electricity storage unit(s)

within the electricity generation facilities with storage that are obliged to submit the Capacity Data Monitoring Certificate shall transmit the total energy storage capacity and available energy amount in MWh, the dispatchability of the active delivery and withdrawal power of the relevant units and the status of active power delivery/withdrawal in MW, as well as the charge/discharge status and breaker positions of the storage units, to the SCADA system of the relevant grid operator in real time.

Regulation Amending the Regulation on the Certification and Support of Renewable Energy Resources:

With the Regulation published by EMRA in the Official Gazette dated 21.01.2025 and numbered 32789, certain amendments have been made to the Regulation on the Certification and Support of Renewable Energy Resources. With the amendment, it has been regulated that if the conditions regarding the operational capability and dispatchability of electricity generation facilities with storage are not met more than 10 times, the electricity generated shall be deemed to have been produced by the incumbent supplier and shall be considered a free-of-charge contribution to YEKDEM (Renewable Energy Support Mechanism). In addition, it has been regulated that no YEK fee shall be applied to producers incorporating storage units and/or facilities as of 21.01.2025.

Energy Market Regulatory Board Decision dated 23.01.2025 and numbered 13242: With the Board Decision dated 23/1/2025 and numbered 13242, published in the Official Gazette dated 24.01.2025 and numbered 32792 by EMRA, it has been decided to amend the phrase “facilities used for the supply and distribution of drinking water belonging to village legal entities” in Article 1 of the Board Decision dated 7/11/2024 and numbered 12989, which sets out the consumption amount and the coefficient determined by the Board in Articles 5 and 6 of the Communiqué on the Regulation of the Last Resort Supply Tariff, to read as “facilities used for the supply and distribution of drinking water in villages.”

Amendment to the Energy Market Regulatory Board Decision dated 9/3/2017 and numbered 6960-2: With the Board Decision dated 23/1/2025 and numbered 13236, published in the Official Gazette dated 24/1/2025 and numbered 32792 by EMRA, it has been decided to amend items (a) and (b) of the Board Decision dated 9/3/2017 and numbered 6960-2 as follows:

Old Text:	New Text:
a) To continue applying the single-term distribution fees determined by the national tariff board decisions and the Procedures and Principles Regarding Tariff Applications of Legal Entities Holding a Distribution License and Incumbent Supply Companies for unlicensed producers operating within the approved boundaries of organized industrial zones, within the scope of subparagraph (b) of the first paragraph of Article 14 of the Electricity Market Law, and to continue applying the producer distribution fees determined by the board decisions regarding OIZ distribution fees for other producers,	a) To continue applying the single-term distribution fees determined by the national tariff board decisions and the Procedures and Principles Regarding Tariff Applications of Legal Entities Holding a Distribution License and Incumbent Supply Companies for unlicensed producers operating within the approved boundaries of organized industrial zones (OIZ) or within industrial zones/special industrial zones (IZ), within the scope of the first paragraph of Article 14 of Electricity Market Law No. 6446, and to continue applying the producer distribution fees included among the charges for the use of the distribution system determined by board decisions for OIZs and IZs for other producers,
b) For organized industrial zones for which a dispatchable capacity fee has been determined, in case the relevant users subject to the said fee exceed their contract power, a dispatchable capacity overrun fee shall be applied over the exceeded amount at twice the amount of the dispatchable capacity fee,	b) For OIZs or IZs for which a dispatchable capacity fee has been determined, in case the relevant users subject to the said fee exceed their contract power, a dispatchable capacity overrun fee shall be applied over the exceeded amount at twice the amount of the dispatchable capacity fee,

Decision Regarding Withholding Rates in Provisional Article 67 of Income Tax Law No. 193: With Presidential Decree No. 9487 published in the Official Gazette dated 1 February 2025, the withholding rates specified in Provisional Article 67 of Income Tax Law No. 193 have been amended. The applicable withholding rates have been set as follows: 15% for demand deposit accounts, notice accounts, and special current accounts, as well as time deposit accounts up to 6 months (including 6 months); 12% for time deposit accounts up to 1 year (including 1 year); 10% for time deposit accounts with terms longer than 1 year. The 0% withholding rate applied to earnings from participation shares of equity-intensive funds and to earnings from venture capital investment fund and real estate investment fund participation shares held for more than two years has not been changed. The withholding rate to be applied to earnings from other types of investment fund participation shares has been set at 15%.

Amendment to the Electricity Market Law: The Law No. 7539 on Amendments to Certain Laws was published in the Official Gazette dated 04.02.2025 and numbered 32803. In this context, the phrase “each year” in paragraph 11 of Article 26 of the Electricity Market Law No. 6446 has been removed. As a result, the requirement for the Energy Market Regulatory Board to determine annually the rate of energy to be procured from the Electricity Generation Corporation has been eliminated.

Data Sharing Regulation of the Ministry of Family and Social Services: A Regulation has been issued to regulate the procedures and principles regarding the sharing of personal data held in the Central Database related to the service provision of the Ministry of Family and Social Services with public institutions and organizations, international institutions and organizations, local administrations, private legal entities providing public services, and individuals involved in scientific studies requesting data sharing, by anonymizing such data. The Regulation also determines the scope, method, and security of online or offline personal data sharing, the establishment and operation of the Data Sharing Board within the Ministry.

The term “Central Database” in the Regulation refers to the database system where information regarding social services and assistance activities and their beneficiaries is stored electronically in a centralized manner.

Accordingly, a Data Sharing Board shall be established within the Ministry with the approval of the Minister, in order to evaluate requests for sharing the information contained in the Central Database and to determine the beneficiaries of such sharing, and to decide on the scope and method of the data sharing. The Regulation sets out the duties of the Board. In addition, it determines the principles of both online and offline data sharing.

Communiqué from the Central Bank of the Republic of Türkiye: The discount interest rate applicable to rediscount transactions based on promissory notes with a maturity of 3 months has been set at 43.25%, and the interest rate for advance transactions has been set at 44.25%.

Energy Market Regulatory Board Decisions dated 13.03.2025 and numbered 13364-1, 13364-2 and 13364-3: With the Energy Market Regulatory Board Decisions published in the Official Gazette dated 18 March 2025 and numbered 32845, it has been decided to repeal the “Retail Sales Agreement” adopted by the Board Decision dated 22.11.2018 and numbered 8192, to adopt the “Retail Sales Agreement” included in the annex of the Decision as the new standard agreement, and to continue implementing previously signed retail sales agreements without the need to conclude a new agreement.

Cybersecurity Law: The Cybersecurity Law, published in the Official Gazette dated 19.03.2025 and numbered 32846, aims to strengthen the institutional and legal infrastructure in the field of cybersecurity. The Law covers public institutions, the private sector, professional organizations, and individuals, and will be implemented under the coordination of the Cybersecurity Authority. The Authority will be responsible for areas such as the protection of critical infrastructures, the establishment of Cyber Incident Response Teams (SOME), penetration testing, and risk analysis. The Law prescribes imprisonment and administrative fines for violations such as failure to comply with obligations related to information/data sharing, obstruction of audit processes, and data breaches. With the law, the Cybersecurity Directorate and the Cybersecurity Council were established.

Energy Market Regulatory Board Decision dated 20.03.2025 and numbered 13385: With the Board Decision published by EMRA in the Official Gazette dated 22/3/2024 and numbered 32849, due to the continuing effects of the earthquakes centered in Kahramanmaraş on 6 February 2023, and pursuant to Article 140 of the Electricity Market Balancing and Settlement Regulation (“Regulation”), it has been decided to postpone, until 31 December 2025, the payment of the amounts indicated in the advance payment notices specified in paragraph 1 of Article 132/Ç of the Regulation, for the following entities: Akedaş Elektrik Dağıtım A.Ş., Dicle Elektrik Dağıtım A.Ş., Fırat Elektrik Dağıtım A.Ş., Toroslar Elektrik Dağıtım A.Ş., and the incumbent supply companies operating in the relevant distribution regions, as well as supply companies directly or indirectly owned by Organized Industrial Zones (OIZs), for the categories specified in subparagraphs (a), (b), (c), and (ç) of the second paragraph of Article 17 of the Regulation. It has also been decided that no default interest shall be applied by the market operator and market participants during the postponement period, and that the Decision shall enter into force on 1 April 2025.

Energy Market Regulatory Board Decision dated 20.03.2025 and numbered 13400: With the Board Decision published by EMRA in the Official Gazette dated 22/3/2024 and numbered 32849, and pursuant to paragraph 11 of Article 26 of the Electricity Market Law No. 6446, it has been decided that incumbent supply companies shall procure no less than 50% of the electricity to be supplied to last resort consumers until 31/12/2029 from the Electricity Generation Corporation (EÜAŞ) on a calendar year basis.

MAJOR LEGISLATIVE CHANGES IN THE ELECTRIC VEHICLE CHARGING SEGMENT

Amendment to the Regulation on Planned Areas Zoning: With the Regulation Amending the Regulation on Planned Areas Zoning, published in the Official Gazette dated 11 March 2025 and numbered 32838, Article 59, paragraph 2 of the Regulation on Planned Areas Zoning has been amended. Under the amendment, it has been stipulated that the electrical installations required for the installation of electric vehicle charging units in the shared parking areas of residential complexes and apartment buildings shall not be subject to a building permit. However, within the scope of the same regulation, it is also mandated that the implementation projects of the said electrical installation must be prepared and submitted to the relevant authority together with a commitment to assume technical responsibility (fenni mesuliyet), while adhering to the architectural appearance of the original building plans and obtaining approval from the relevant authority.

b) Information on the investments made by the Company during the related fiscal period:

Within the period between 01.01.2025 and 31.03.2025, the Company made investment expenditures related to the concession agreement amounting to TL 735,306,000 (TL 717,959,000 of this investment amount consists of the main balance arising from the presentation before TAS 29 and TL 17,347,000 consists of the monetary loss gain arising from the 31.03.2025 purchasing power indexation presentation after TAS 29) and TL 444,985,000 of tangible and intangible assets.

c) Information on the internal control system and internal audit activities of the Company and the related opinion of the management body:

Internal audit activities related with the efficiency of the internal control system of the Company are planned and conducted by the Internal Audit Department. The audit results are shared with Enerjisa Enerji A.Ş. Audit Committee composed of independent BoD members only and the Company management and the planned actions are monitored.

Enerjisa Enerji Internal Audit Department directly reports to the Audit Committee, which is a sub-committee of the Enerjisa Board of Directors per the necessity of independence and objectivity principles. The purpose of internal audit is to provide an opinion to the Board of Directors about the compliance of the Company and its subsidiaries’ activities with laws, other applicable legislation, internal strategies, policies and procedures and the effectiveness and adequacy of internal controls. With these efforts and structuring, it is aimed to take preventive measures, protect the Company assets, improve business processes and provide added value for the entity by way

of giving opinions and suggestions to increase operational efficiency. In accordance with this objective, internal audit activities are conducted in the frame defined through approved audit committee and internal audit charters. The risk assessment results of the Company are updated every year and the risk-based annual internal audit plan is submitted to the approval of the Audit Committee and the Board of Directors after obtaining the comments of the management. Each year, the audits within the scope of the approved audit plan are performed in accordance with international audit standards and COSO (Committee of Sponsoring Organizations of the Treadway Commission) requirements. Full compliance to the International Audit Standards was certified again in 2023, with the independent quality assurance audit conducted by KPMG.

Internal Audit is responsible from the evaluation and examination processes of ethics notifications related to the employees and other stakeholders (shareholders, customers, suppliers, public institutions). In addition to its auditing function, internal audit also provides consultancy services in line with its vision and mission, as required by its principle of being a “reliable business partner” and upon the requests of the executive management.

d) Information on the Company’s direct or indirect participations/subsidiaries and the share ratios:

The direct participation shares held by the Company are as follows:

	Place of incorporation and operation	Proportion of ownership interest and voting power held by the Group (%)		Principal activity
		31 March 2025	31 December 2024	
Başkent Elektrik Dağıtım A.Ş.	Ankara	100	100	Electricity Distribution Services
Enerjisa Başkent Elektrik Perakende Satış A.Ş.	Ankara	100	100	Electricity Retail Services
İstanbul Anadolu Yakası Elektrik Dağıtım A.Ş.	İstanbul	100	100	Electricity Distribution Services
Enerjisa İstanbul Anadolu Yakası Elektrik Perakende Satış A.Ş.	İstanbul	100	100	Electricity Retail Services
Toroslar Elektrik Dağıtım A.Ş.	Adana	100	100	Electricity Distribution Services
Enerjisa Toroslar Elektrik Perakende Satış A.Ş.	Adana	100	100	Electricity Retail Services
Enerjisa Müşteri Çözümleri A.Ş.	İstanbul	100	100	Renewable Energy and Energy Efficiency Solutions
E-şarj Elektrikli Araçlar Şarj Sistemleri A.Ş.	İstanbul	100	100	Electric Vehicles and Charging Stations Services
Enerjisa Araç Filo Hizmetleri A.Ş.	Ankara	100	100	Operational Car Rental and Fleet Services

e) Information on the own shares of the company acquired:

The company does not own any shares in the related period.

f) Information on private audit conducted in the fiscal period:

None.

g) Information on legal actions filed against the Company which might adversely affect the financial situation and operations of the Company and their possible consequences:

There are no cases filed against the Company within the period of 01.01.2025 – 31.03.2025, which may adversely affect the financial situation and operations of the Company.

h) Information on the administrative or judicial sanctions imposed on the Company and the members of its management body for practices in breach of the provisions of applicable legislation:

There is no judicial or administrative sanction imposed on the Company and the members of the Board of Directors for practices contrary to applicable laws and regulations.

i) Information and evaluation on whether the goals set in the previous periods were achieved, and whether the decisions of the general assembly were implemented, and if not, the related reasons for failure to achieve such goals or to implement such decisions:

The Company has achieved its budgetary targets for the period of 01.01.2024 – 31.12.2024. Details are specified in the section of “Financial Situation” in the activity report as of 31.12.2024. The 1Q2025 performance of the Company is explained in the section of “Financial Situation” in this activity report for the period of 01.01.2025 – 31.03.2025.

j) If any extraordinary general assembly meeting has been held during the year, information on such extraordinary general assembly meeting including the date of the meeting, the decisions taken in such meeting and the related activities:

No such meeting has been held.

k) Information on the Company’s donations and aids and its expenditures made on social responsibility projects during the year:

The Company has made donations and aids at the amount of TL 9,247,805 within the period of 01.01.2025 – 31.03.2025.

l) If a company operating under a group of companies; legal actions taken with the parent company, or any subsidiary of the parent company in favor of the parent company or any subsidiary thereof upon the instructions of the parent company and all the other measures taken or avoided in favor of the parent company or any subsidiary thereof in the previous fiscal year:

There are no legal actions that we have taken with Hacı Ömer Sabancı Holding A.Ş., E.ON International Participations N.V. or any subsidiary thereof or in favor of them or any of their subsidiaries upon their instructions; and there are no actions taken or avoided in favor of Hacı Ömer Sabancı Holding A.Ş. and E.ON International Participations N.V. or any of their subsidiaries.

m) The company’s sources of finance and the nature and value of the capital markets instruments issued, if any:

Enerjisa Enerji A.Ş. creates new financing sources through loans and bonds in Turkish Lira.

The Group has a total of TL 38,618,450,000 bonds (issued amount) in circulation as of March 31, 2025.

Issuer	Notional (million TL)	Interest / Return Rate (%)	Issue Date	Maturity Date
Enerjisa Enerji A.Ş.	950	35,00%	6.04.2023	4.04.2025
Enerjisa Enerji A.Ş.	1,183	42,50%	21.06.2023	4.07.2025
Enerjisa Enerji A.Ş.	3,100	42,50%	17.07.2023	17.07.2025
Enerjisa Enerji A.Ş.	2,260	39,00%	9.08.2023	8.08.2025
Enerjisa Enerji A.Ş.	1,000	48,00%	20.09.2023	25.09.2025
Enerjisa Enerji A.Ş.	2,600	49,50%	2.10.2023	8.10.2025
Enerjisa Enerji A.Ş.	2,000	TLREF + 4,75%	3.01.2024	2.01.2026
Enerjisa Enerji A.Ş.	3,500	TLREF + 4,25%	8.02.2024	5.02.2026
Enerjisa Enerji A.Ş.	1,100	52,50%	8.04.2024	7.04.2025
Enerjisa Enerji A.Ş.	1,600	52,00%	6.05.2024	5.05.2025
Enerjisa Enerji A.Ş.	1,000	50,20%	14.05.2024	13.05.2025
Enerjisa Enerji A.Ş.	3,255	TLREF + 1%	26.07.2024	24.07.2026
Enerjisa Enerji A.Ş.	1,000	TLREF + 1%	30.07.2024	24.07.2026
Enerjisa Enerji A.Ş.	2,200	TLREF + 1%	21.10.2024	19.10.2026
Enerjisa Enerji A.Ş.	1,500	TLREF + 1%	14.11.2024	12.11.2026
Enerjisa Enerji A.Ş.	670	TLREF + 1%	14.11.2024	12.11.2026
Enerjisa Enerji A.Ş.	4,800	TLREF + 1%	10.02.2025	10.02.2027
Enerjisa Enerji A.Ş.	700	TLREF + 1%	11.02.2025	10.02.2027
Enerjisa Enerji A.Ş.	4,200	TLREF + 1%	5.03.2025	3.03.2027
Total	38,618			

n) Information on potential conflict of interests with consultancy and rating services obtained by the Company and preventive actions:

Our Company acts in accordance with Code of Ethics, Third Party Relations Policy and Conflict of Interest Policy which can be found in the below links.

<https://www.enerjisainvestorrelations.com/en/corporate-governance/code-of-ethics/>

<https://www.enerjisainvestorrelations.com/medium/ReportAndPresentation/File/3087/thirdpartyrelationspolicy.pdf>

<https://www.enerjisainvestorrelations.com/medium/ReportAndPresentation/File/3021/conflictinterestpolicy.pdf>

o) Events that occurred after the Balance Sheet Date:

The Group has obtained a loan on 11 April 2025, amounting to TL 2,000,000,000 (full digit) with interest payments every 6 months and redemption date of 9 April 2032.

p) Other issues not included in the financial statements, but useful to know for interested parties:

None.

q) If a company operating under a group of companies; information about whether a counter action was provided appropriate for each legal action and whether the measure taken or avoided caused the company to suffer a loss; and if the company suffered a loss, whether it was compensated or not according to the situation and conditions known by them at the time when the legal action or the measure mentioned in the subparagraph (l) was performed or taken or avoided:

To the best of the Company's knowledge of current conditions, the legal actions taken by the Company with the controlling companies or any of their subsidiaries or in favor of the controlling companies or any of their subsidiaries upon the instructions of the controlling companies and all the other measures taken or avoided in favor of the controlling companies or any of their subsidiaries in the fiscal period of 01.01.2025 - 31.03.2025 were evaluated in the form of a report under the scope of all transactions performed between the Company and the controlling company and its affiliated companies during the Fiscal Period of 01.01.2025 - 31.03.2025 , which were conducted in full conformity with the honest and fair accounting principles according to the conditions well known to us. The Company did not suffer any loss resulting from any transaction executed under known conditions in connection with the Fiscal Period of 01.01.2025 - 31.03.2025.

r) Information on cross shareholding of subsidiaries with above 5% ownership:

There is no cross shareholding.

s) Information on Corporate Social Responsibility activities of the company related to social rights of employees, vocational trainings and other social and environmental aspects:

This related information can be accessed from the link below.

<https://www.enerjisa.com.tr/en/sustainability>

5- FINANCIAL SITUATION

a) Management body's analysis and assessment of the financial position and operational results, the extent of realization of planned activities, and the company's position against defined strategic goals:

The figures provided in this section have been adjusted for inflation accounting and the Q1 2024 figures have also been restated to reflect the purchasing power parity of Q1 2025, unless stated otherwise.

Operational Earnings (EBITDA + Capex reimbursements excluding exceptional items) of Enerjisa Enerji A.Ş. was flat from TL 13,014 million in Q1 2024 to TL 13,044 million in Q1 2025.

Distribution business unit's operational earnings of TL 10,554 million accounted for 81% of Enerjisa Enerji's operational earnings in Q1 2025. The main differences in the operational earnings of the Distribution business unit in Q1 2025 compared to Q1 2024 are mainly due to:

- **Financial Income:** Financial income decreased by 18% annually reaching TL 4,745 million driven by the result of our conservative accounting policy approach and the decline in medium- to long-term inflation index expectations and lower investments year over year due to ongoing tender processes and sector seasonality.
- **CAPEX Reimbursements:** Year-over-year CAPEX reimbursements decreased by 4%, amounting to TL 3,972 million in Q1 2025, mainly due to the high inflation in Q1 2024, which increased the CAPEX reimbursement base as a result of 2023 investments.

- **Efficiency & Quality Earnings:** Total efficiency & quality earnings item increased by 59%, from TL -1,094 million in Q1 2024 to TL 1,735 million in Q1 2025 mainly due to the TL 709 million increase in Opex outperformance additional Opex ceiling increase and implementation of organization efficiency project for cost management, TL 227 million increase in theft and loss outperformance and TL 2 million increase in quality bonus. These increases are partially off set by TL -297 million decrease in theft accrual and collection.
- **Other Items:** Other items were realized as TL 102 million mainly due to negative Mark to Market effect from FX hedging activities of CAPEX and OPEX purchases (Q1 2024: TL 356million).

The contribution of the Retail business units in operational earnings was 13% in Q1 2025. The gross profit of the regulated market has increased by 71% on an annual basis from TL 1,155 million in Q1 2024 to TL 1,979 million in Q1 2025, mainly due to Opex ceiling increase and better energy procurement performance via flexible contracts resulting in higher Gross Profit. Meanwhile, liberalized gross profit increased in real terms from TL 328 million to TL 449 million in Q1 2025, driven by improved contract profitability and an increase in sales volumes at 4%.

Regulated segment sales remained at 8.5 TWh in Q1 2025 year over year. Meanwhile, liberalized segment's sales increased from 3.9 TWh in Q1 2024 compared to 4.0 TWh in Q1 2025 (4% yoy growth).

The gross profit of emerging Customer Solutions business decreased in real terms by TL 1,177 million to TL 1,549, since existing projects continued in Q1 2025. due to . Operational earnings of the Customer Solutions business increased by TL 200 million in real terms and is realized as TL 820 million mainly stemming from the finalization of Brisa Heat Pump Project. In Q1 2025 Enerjisa Enerji's solar PV capacity reached 124 MWp.

Enerjisa Enerji A.Ş. **Underlying Net Income** increased by 169% in real terms from TL 493 million in Q1 2024 with 2025 prices to TL 1,328 million in Q1 2025. Below operational earnings line, the main effects in real terms were as follows:

- TL 478 million higher financing net interest expenses, including net loan and bond interest expenses and operational FX gains/losses, driven by higher average financial net debt position and stable average financing rates,
- TL 648 million lower other financial expenses mainly due to interest income accrued due to uncollected tariff receivables,
- 546 billion TL lower monetary loss due to decrease in average inflation applied for the indexation of profit and loss statement items and back-loaded earnings throughout Q1.

The average financing rate increased from 44.4% in Q1 2024 to 45.4% in Q1 2025. Economic Net debt (financial net debt in addition to lease liabilities and customer deposits) of TL 55.8 billion (with December 2024 purchasing power) at year end 2024 is realized as TL 60.3 billion at Q1 2025.

Net Financial Debt of TL 44.8 billion (with FY 2024 purchasing power) at year end 2024 is realized as TL 48.9 billion in Q1 2025.

b) Company's sales, productivity, income generation capacity, profitability and debt to equity ratio within the year in comparison with the previous years, and information on any other issues that might suggest the company's operational results and future expectations:

The figures provided in this section have been adjusted for inflation accounting and the 2024 figures have also been restated to reflect the purchasing power parity of 2025, unless stated otherwise.

The Company's gross profit in Q1 2025 is TL 12,431 million (Q1 2024: TL 13,250 million). The Company's net debt / (net debt + equity) ratio as of 31 March 2025 has been recorded as 39.0% (31 December 2024: 38.0%)

No going concern risk is predicted for the Company.

c) Determination about whether the Company's capital has remained without reserve or whether it has run into debt and the management body's evaluations related thereof:

The Company is not in a deep-in-debt (technical bankruptcy) situation according to the evaluations made pursuant to Article 376 of the Turkish Commercial Code.

d) Measures planned to improve the financial structure of the Company, if any:

Since the Company's financial and capital structures are strong, there are no measures planned to be taken to improve the financial structure of the Company.

e) Information on the dividend distribution policy and, if there will be no dividend distribution, a proposal on how to allocate retaining earnings with its justification:

Information on the dividend distribution policy can be found in the link below.

<https://www.enerjisainvestorrelations.com/medium/ReportAndPresentation/File/2633/dividendpolicy2023.pdf>

Distribution of cash dividend of TL 3,389,667,935.63 in total was resolved at the Ordinary General Assembly Meeting dated March 24, 2025 to be distributed as of April 24, 2025.

6- AMENDMENTS TO ARTICLES OF ASSOCIATION MADE IN THE PERIOD AND THE RELATED REASONS

No changes were made to the Articles of Association during the period.

7- RISKS AND THE EVALUATION OF THE MANAGEMENT BODY

a) Board of Directors Meetings

As of March 31, 2025, the Company's Board of Directors convened 1 time in total to evaluate strategic matters concerning the Company. The attendance rate of Board meetings was 100%.

b) Committees

i. Corporate Governance Committee

Following the IPO in February 2018, the Corporate Governance Committee has been enacted at the General Assembly Meeting held on March 29, 2018. According to the Committee Charter effective as of April 1, 2022, members of the Committee are selected from Board members and Investor Relations Manager. The Committee is chaired by an independent Board Member.

The purpose of Corporate Governance Committee is to make suggestions to the Board of Directors of the Company in order:

- To ensure the compliance of the corporate governance principles of the Company with the Corporate Governance Principles as determined by the Board and other internationally accepted corporate governance principles and best practices,
- To make advices in order for implementation of such principles,
- To follow-up compliance of the Company with such principles.

This Committee also performs the governance related duties of the Nomination Committee and the Remuneration Committee within the Company.

Corporate Governance Committee Charter can be viewed from the below link.

<https://www.enerjisainvestorrelations.com/en/corporate-governance/committee-charters/corporate-governance-committee-charter>

The Corporate Governance Committee had 1 meeting during Q1 2025.

Corporate Governance Committee members are as follows:

Name Surname	Duty	Duty in the Board
Kamuran Uçar	Corporate Governance Committee Chairperson	Independent Board Member
Guntram Würzburg	Corporate Governance Committee Member	Board member
Yeşim Özlale Önen	Corporate Governance Committee Member	Board member
Harun Turan	Corporate Governance Committee Member	Investor Relations Leader

ii. Early Risk Detection Committee

The Board delegates the monitoring of risks to the Early Risk Detection Committee (ERDC). Members to the Committee are selected Board Members (including two independent members) and the Committee is chaired by an independent Board member. Aside from receiving regular Risks and Opportunities Report, each meeting agenda includes an in-depth review of a prioritized topic. The ERDC reports directly to the Enerjisa Enerji Board.

ERDC is responsible to advise Board regarding risk and opportunity definitions which threat Company's existence and strategies, relevant mitigation actions, early detections and precautions. Following Board review, agreed actions are monitored by the Enerjisa Enerji CFO and ERDC.

ERDC Charter can be viewed from the below link.

<https://www.enerjisainvestorrelations.com/en/corporate-governance/committee-charters/early-risk-detection-committee-charter>

The ERDC meetings and report circulations to the committee are organized at least 6 times per year.

In this scope, it was held 3 times as of the end of March 2025, in form of 1 physical meetings and 2 e-mail circulation.

ERDC members are as follows:

Name Surname	Duty	Duty in the Board
Mehtap Anık Zorbozan	Chairperson	Independent Board Member
Kamuran Uçar	Committee Member	Independent Board Member
Nusret Orhun Köstem	Committee Member	Board Member
Thorsten Lott	Committee Member	Board Member

iii. Audit Committee:

Activities of the Internal Audit Department are regularly reported to the Audit Committee. In this scope, 2 Audit Committee meetings were held during in first quarter of 2025. Through these meetings, the Audit Committee was informed on topics including, but not limited to, improvement areas identified in audit/consultancy activities and relevant action plans, results of follow-up activities, information about performed ethics investigation activities and significant considerations about other activities.

Audit Committee Charter can be viewed from the below link.

<https://www.enerjisainvestorrelations.com/medium/ReportAndPresentation/File/920/accharter.pdf>

Audit Committee members are as follows;

Name Surname	Duty	Duty in the Board
Mehtap Anık Zorbozan	Chairperson	Independent Board Member
Kamuran Uçar	Committee Member	Independent Board Member

7.2. Risk Assessment

a) Risk Management Approach

Enerjisa Enerji aims to ensure sustainable and predictable profitability by effectively managing the risks in the energy markets and to protect the value created as a result of sales and distribution activities with its risk management policies.

Setting risk management as an integral part of strong management, Enerjisa Enerji's Risk Management Framework aims to identify risks and opportunities which may impact the Company's financial, operational and strategic plans. The framework enables assessment, classification, and mitigation of these risks through various methodologies. The ultimate aim of this framework is to provide transparency to management functions and to support decision making processes through regular reporting.

Enerjisa Enerji acts in accordance with the principle of assigning responsibility to the business units in risk identification and risk management as recommended by quality standards in this field such as COSO and ISO 31000. In this context, risk coordinators were appointed in the business units to act as a bridge between the departments and the central risk management function.

Risk management workshops are held annually with the risk coordinators and process owners of the business units in order to raise awareness for risk management. In these workshops, the important topics of the previous year, the annual risk management calendar and risk analysis, consolidation and reporting methodology are discussed.

b) Risk Governance Structure

Enerjisa Enerji utilizes both mandatory committees in accordance with legislation and non-mandatory committees in order to ensure an effective and functional risk management. Established under the CFO organization, the Central Group Risk Management function is responsible for scoring risks, monitoring and improving risk management processes, and periodically reporting risks along with their impacts and improvement actions. The findings and risk management objectives, compiled by the central risk management function, are first presented to the Risk Management Committee, formed of the senior executives of all business units and chaired by the CFO.

At the next stage, these findings are presented to the Early Detection of Risk Committee, which is formed of the members of the Board of Directors. The Early Detection of Risk Committee is responsible for advising the Board of Directors of risks and opportunities, which may affect the existence and strategies of the Company, related mitigation actions, early detection processes and measures, as well as monitoring the effectiveness of the risk management processes. The Early Detection of Risk Committee is chaired by an independent board member. Following the Board review, agreed actions are monitored by the CFO and the Early Detection of Risk Committee.

c) Risk Management Procedure

The risks and opportunities which Enerjisa Enerji is exposed to, are identified with a detailed assessment study. This study is elaborated with two different approaches, i.e., qualitative and quantitative risk reporting methodology.

- 1. Quantitative risk and opportunity methodology:** For each risk and opportunity, the best-case, base case and worst-case scenarios are collected from the business units. The probabilities of realization of these risks and opportunities are determined, simulated by using numerical analysis methodologies and grouped according to their expected values. During the consolidation of the impacts of risks and opportunities, correlations are taken into account and any fluctuation which may affect the Company's net profit are reported.
- 2. Qualitative risk reporting methodology:** Risks whose direct financial impacts cannot be quantified but which have the potential to have a negative impact on the Company's strategic and operational activities are prioritized through the scales, which are defined according to their impact levels and probabilities, and reported with risk heat-maps. These studies form the basis of the Risks and Opportunities Report submitted to the senior management and the Early Detection of Risk Committee.

d) Basic Categories of Risk and Opportunity

Enerjisa Enerji establishes risk management systems and prepares action plans in order to minimize the occurrence of financial and non-financial risks and their effects in order to maximize the value it creates for its stakeholders.

Financial and non-financial risks are mapped by identifying their effects on the sector and operations. The risk mapping process consists of three stages - identification, assessment and classification - covering the regular reporting and decision-making processes and enabling transparency.

Financial Risks and Opportunities

The nature of electricity distribution and retail sales activities exposes the sector players to various risks and opportunities in the value chain. At Enerjisa Enerji, risks and opportunities are categorized and monitored according to their sources. These risks are followed up and prioritized depending on their possible impact levels and recorded with risk mitigating practices. Following the sensitivity analysis, quantifiable risks and their financial implications are reported.

i. Regulatory Risks and Opportunities

Electricity distribution and retail sales activities are regulated businesses which are carried out under the supervision of EMRA and are governed according to the principles determined by the Electricity Market Law and secondary legislation. Enerjisa Enerji applies the National Tariff determined by EMRA to its regulated customers. The National Tariff consists of the tariffs to be applied to the transmission and distribution system users. EMRA determines the items of the National Tariff for each tariff period.

Revenue requirement and/or price ceilings for regulated activities is determined by EMRA and reflected to the end consumer through the National Tariff mechanism by taking into account all costs and services for the execution of the relevant activity in the fourth regulatory period, which will apply between 1 January 2021 - 31 December 2025, as in the previous regulatory periods.

Since the majority of the Company's revenues are derived from electricity distribution activities and retail sales to regulated customers at a tariff set by EMRA, changes in any component of this tariff may lead to a significant deviation in Enerjisa Enerji's plans.

In addition, regulations issued by EMRA include organizational and operational requirements and limitations regarding retail sales and distribution activities. These requirements and limitations are audited by regulatory authorities (primarily EMRA) and findings of any non-compliance may adversely affect Enerjisa Enerji's financial and operational plans.

Enerjisa Enerji conducts regular and constructive reviews with industry participants and regulatory bodies in order to manage regulatory risks and opportunities. The Company also engages in rational and fact-based negotiations with other market participants and regulatory bodies as the market leader through systematic projects and transparent reporting. As a result of the meetings conducted and in-house activities, work and initiatives are carried out which will positively contribute to all sector stakeholders, including consumers, and legislative measures in order to support the sustainability of the sector.

ii. Market Risks and Opportunities

Enerjisa Enerji is exposed to interest rate fluctuations in financial markets as a result of its financial debt, and to exchange rate fluctuations due to the Renewable Energy Resources Support Mechanism (FIT).

Enerjisa Enerji is also affected by volatility in over-the-counter market pricing and trading volumes in the commodity markets due to retail sales activities, as well as volatility in prices of other products due to material procurement in distribution activities (procurement is conducted in TL terms, but prices are correlated with prices in commodity markets).

Enerjisa Enerji uses systematic approaches in order to estimate market parameters such as price, inflation, interest rates, exchange rates and demand in the most realistic way. Existing and expected exposures are checked on a regular basis and maintained at an optimum level with hedging transactions. Derivative transactions and the effectiveness of these transactions are periodically discussed within the Finance Committee and the Commodity Risk Committee.

iii. Credit Risks and Opportunities

Enerjisa retail companies are exposed to credit risk due to sales in the regulated and liberalized markets.

Enerjisa distribution companies, on the other hand, are exposed to credit risk due to the system usage receivables to be collected from retail companies that provide retail sales services using the distribution network. In addition, invoicing for theft/illegal electricity use also poses credit risk in collection processes.

Enerjisa Enerji manages its credit risk by obtaining security deposits from regulated customers, letters of guarantee or other types of guarantees from liberalized customers. Timely invoicing, efficient receivables management and monitoring the credit ratings of large customers enables Enerjisa Enerji reduce its credit risk as much as possible.

In addition to carrying out reporting and follow-up activities aimed at reducing the credit risk arising from financial transactions, the Company works only with the counterparties having credit rating of maximum of two notches below the sovereign rating. In addition, steps are also taken to ensure the diversification of banks in the portfolio of financial derivative instruments and deposits.

iv. Liquidity Risk

Enerjisa Enerji is exposed to liquidity risk due to network investments in the distribution business or temporary funding needs driven by collection performance in the retail business. Although the Company believes this funding need can be covered by external debt capital providers, there is a risk that market conditions could limit conventional liquidity sources.

In periodically performed budget simulations where Risk Management Department highlights the levels of potential deviations from “Best Estimate” of given Net Income of the year, the most vulnerable month in regards to cash need and the level of cash volume exposed via market, operational, regulatory and credit related uncertainties is also highlighted. Additionally, this stress test is modelled in monthly intervals unlike routine budget estimates (the company were using mostly yearly aggregate cash scenarios).

Enerjisa Enerji manages liquidity risk by extending the average tenor of its debt portfolio and developing alternative debt capital sources such as corporate bonds, etc. In addition, the Company regularly forecasts its short and medium-term cash needs in order to anticipate the liquidity need in a timely manner and to take action accordingly.

v. Operational Risks

All processes in Enerjisa Enerji’s value chain are exposed to operational risks arising from internal and external factors. Relevant procedures and policies are established for all operational risks and published in Enerjisa Enerji’s quality management systems. Committees are appointed to review realizations and manage risk mitigation activities.

Non-Financial Risks and Opportunities

The risks and opportunities which financial impact cannot be measured are grouped under 5 headings as Occupational Health and Safety (which mostly pertains to the distribution business), Environment, Information Technologies, Economic (without material impact) and Reputation and are examined with mitigation plans.

The following 3 risks and opportunities are prioritized.

i. Occupational Health and Safety Risks and Opportunities

Enerjisa Enerji conducts with its Occupational Health and Safety (OHS) activities in line with the “Vision Zero” approach. OHS risks and opportunities are managed within the scope of the ISO 45001:2018 Health and Safety Management System Standard. As stated in the OHS policy committed by the senior management, Enerjisa Enerji considers that occupational accidents are preventable and takes measurable and proactive actions accordingly.

ii. Environment Risks and Opportunities Related to Climate Crisis and the Environment

Enerjisa Enerji attaches great importance to the protection of biodiversity to minimize the potential negative impacts of its activities on natural life. As our objective is to minimize the environmental impact of our activities

and contribute to sustainability goals, we consider biodiversity a strategic priority both in our day-to-day and business decisions. In 2020, Enerjisa Enerji prepared a "Biodiversity Conservation Action Plan" for three distribution regions within the scope of the loan study carried out with the European Bank for Reconstruction and Development (EBRD). It is aim to comply with the legal requirements arising from national legislation as well as international obligations with this valid plan. The projects carried out by the Company for the protection of biodiversity are as follows: The High Voltage Aerial Line Insulator Project, Bird Spikes Project. We reviewed our biodiversity risks, including risk management, within the scope of TNFD (Task Force on Nature-related Financial Disclosures). We announced the Strategy and Ambition Statement for Biodiversity for the first time in the 2023 Sustainability Report. We aim to implement our all actions based on this strategy in cooperation with shareholders, industry partners, NGOs and all our other stakeholders.

We focus on sustainable use of resources across all operations in collaboration with our value chain partners together with the Circular Economy Ambition Statement that we announced in the 2023 Sustainability Report. To improve our circularity performance, we will act in line with circular pillars to minimize waste, maximizing the lifespan of goods through promoting reusing, refurbishing and recycling. Our goal is to provide electricity efficiently while also contributing to a more sustainable and circular future.

The issues of climate change and water security are evaluated within the scope of the CDP Climate Change and Water Security from the perspective of risks and opportunities. In the CDP process, under heading of Risk and Opportunities, the definitions of risk and opportunity, the financial effects of risk and opportunity, methods of combating risk and the costs of these methods studies were reported. In addition, the study to quantify climate change risks was jointly completed by the OHS, Environment and Group Risk Management units. The study uses climate change related acute inventory losses and damages, disruptions to service and penalties for quality standard violations stipulated by the legislation as inputs. In this context, Enerjisa Enerji scored with a global leadership score of A, the highest score in both CDP Climate Change and Water Security programs in 2024 and took its place in the global A list.

We evaluate our climate risks and opportunities in accordance with the TCFD (The Task Force on Climate-related Financial Disclosures) framework and requirements. In this context, primarily two climate scenarios are taken into account. In this way, possible physical and transition risks and opportunities are determined by taking into account the priorities of all our business units and by discussing with the relevant responsible people in the business units. Taking into account all impacts related to these risks and opportunities, they are ranked according to their degree of impact. Mitigation actions and measures regarding risks and opportunities are determined. Precautions and actions are followed and current risk and opportunity scores are periodically reviewed.

Until 2030 we commit to reduce our Scope 1 and 2 emissions by 30% and our emission intensity of sold electricity related to our scope 3 emissions by 40% compared to the baseline year of 2021 together with our updated climate strategy which also disclosed in our 2023 sustainability report. We are committed to align our business with the Net Zero journey by 2050.

Enerjisa Enerji regularly monitors and reports its environmental performance, water consumption and carbon emissions. The Company takes part in various initiatives on climate change and energy efficiency, meets with the NGOs and regulatory authorities and develops R&D projects. Enerjisa Enerji offers solutions to customers to help them reduce their carbon emissions.

iii. Information Technologies Risks and Opportunities Related to Digitalization and Customer Privacy

Enerjisa Enerji takes all necessary precautions in order to ensure confidentiality and security of customer information and personal data at the highest level within the framework of the legislation in force. Within that scope, rules and actions determined in accordance with corporate policies are implemented within the Company.

A holder of the ISO 27001 Information Security Management System certificate, Enerjisa Enerji fully complies with the Law on the Protection of Personal Data and provides trainings to its employees and suppliers on PDPL and information security, under the supervision of the Personal Data Protection Committee. There is a Cyber

Incident Response Team under the Cyber Security Group Management to manage cyber-attack risks. In addition, the Company also has cyber risk insurance.

8- DUTIES OF THE MEMBERS OF THE BOARD OF DIRECTORS AND EXECUTIVES CONDUCTED OUT OF THE COMPANY

Duties of the members of the Board of Directors and Executives conducted out of the Company is reported at the Public Disclosure Platform under the “Company Management” section.

<https://www.kap.org.tr/en/sirket-bilgileri/genel/3494-enerjisa-enerji-a-s>

9- APPENDICES

Consolidated Financial Statements
Operational Earnings and Underlying Net Income Calculations

Best regards,

Report date: 05.05.2025

Murat Pinar
CEO

Dr. Philipp Ralph Ulbrich
CFO

ENERJİSA ENERJİ A.Ş. AND ITS SUBSIDIARIES

INTERIM CONDENSED CONSOLIDATED STATEMENT OF FINANCIAL POSITION AS AT 31 MARCH 2025

(Amounts expressed in thousands of Turkish Lira ("TL") in terms of purchasing power of the TL at 31 March 2025 unless otherwise indicated. Currencies other than TL are also expressed in thousands unless otherwise indicated.)

	Unaudited / current period 31 March 2025	Audited / prior period 31 December 2024
ASSETS		
Current Assets	62,295,772	56,560,831
Cash and Cash Equivalents	11,181,192	10,442,631
Financial Assets from Service Concession Arrangements	11,311,433	9,543,472
Trade Receivables	25,067,388	22,510,391
<i>Due from Related Parties</i>	379,923	174,225
<i>Due from Third Parties</i>	24,687,465	22,336,166
Other Receivables	8,469,511	6,848,472
<i>Due from Third Parties</i>	8,469,511	6,848,472
Derivative Financial Instruments	308,796	10,561
Inventory	3,611,348	4,241,589
Prepaid Expenses	1,220,627	1,321,304
Assets Related with Current Taxes	23,741	35,489
Other Current Assets	1,101,736	1,606,922
Non-Current Assets	129,738,159	141,280,029
Trade Receivables	6,097,920	6,188,465
<i>Due from Related parties</i>	66,595	73,296
<i>Due from Third parties</i>	6,031,325	6,115,169
Other Receivables	5,163,327	6,890,878
<i>Due from Third Parties</i>	5,163,327	6,890,878
Financial Assets from Service Concession Arrangements	31,145,434	37,991,719
Right of Use Assets	1,324,293	1,255,287
Property, Plant and Equipment	11,027,716	10,956,648
Intangible Assets	50,207,690	50,986,778
<i>Goodwill</i>	3,144,588	3,144,588
<i>Other Intangible Assets</i>	47,063,102	47,842,190
Prepaid Expenses	95,159	172,316
Deferred Tax Assets	24,652,114	26,814,674
Other Non-Current Assets	24,506	23,264
TOTAL ASSETS	192,033,931	197,840,860

ENERJİSA ENERJİ A.Ş. AND ITS SUBSIDIARIES

INTERIM CONDENSED CONSOLIDATED STATEMENT OF FINANCIAL POSITION AS AT 31 MARCH 2025

(Amounts expressed in thousands of Turkish Lira ("TL") in terms of purchasing power of the TL at 31 March 2025 unless otherwise indicated. Currencies other than TL are also expressed in thousands unless otherwise indicated.)

	Unaudited / current period 31 March 2025	Audited / prior period 31 December 2024
LIABILITIES		
Current Liabilities	70,052,635	74,379,358
Short-Term Financial Liabilities	4,384,094	6,691,823
Short-Term Portion of Long Term Financial Liabilities	26,958,334	26,235,046
Other Financial Liabilities	157,737	182,033
Trade Payables	16,126,634	21,847,105
<i>Due to Related Parties</i>	495,348	321,955
<i>Due to Third Parties</i>	15,631,286	21,525,150
Payables for Employee Benefits	1,145,493	1,367,306
Other Payables	16,976,265	14,433,816
<i>Due to Related Parties</i>	3,391,977	-
<i>Due to Third Parties</i>	13,584,288	14,433,816
Derivative Financial Instruments	23,916	401,124
Deferred Income	91,820	59,105
Income Tax Liability	643,740	293,697
Short-Term Provisions	1,133,138	1,731,772
<i>Provisions for Employment Benefits</i>	187,542	734,316
<i>Other Short-Term Provisions</i>	945,596	997,456
Other Short-Term Liabilities	2,411,464	1,136,531
Non-Current Liabilities	44,010,024	41,512,963
Long-Term Financial Liabilities	29,112,998	26,453,295
Other Financial Liabilities	739,151	766,293
Deferred Income	27,022	10,292
Long-Term Provisions	2,189,119	2,179,769
<i>Provisions for Employment Benefits</i>	2,189,119	2,179,769
Deferred Tax Liabilities	11,941,734	12,103,314
TOTAL LIABILITIES	114,062,659	115,892,321

ENERJİSA ENERJİ A.Ş. AND ITS SUBSIDIARIES

INTERIM CONDENSED CONSOLIDATED STATEMENT OF FINANCIAL POSITION AS AT 31 MARCH 2025

(Amounts expressed in thousands of Turkish Lira ("TL") in terms of purchasing power of the TL at 31 March 2025 unless otherwise indicated. Currencies other than TL are also expressed in thousands unless otherwise indicated.)

	Unaudited / current period 31 March 2025	Audited / prior period 31 December 2024
LIABILITIES		
Equity	77,971,272	81,948,539
Registered Share Capital	1,181,069	1,181,069
Adjustments to Share Capital	14,964,437	14,964,437
Share Premium	32,667,871	32,667,871
Total Share Capital	48,813,377	48,813,377
Other Funds	25,403	25,403
Accumulated Other Comprehensive Income / (Expense) to be Reclassified to Profit or Loss in Subsequent Periods	120,855	(32,559)
<i>Hedge Reserves</i>	<i>120,855</i>	<i>(32,559)</i>
Restricted Profit Reserves	3,949,288	3,793,920
Retained Earnings	25,803,362	34,689,517
Profit / (Loss) for the Period	(741,013)	(5,341,119)
TOTAL LIABILITIES AND EQUITY	192,033,931	197,840,860

ENERJİSA ENERJİ A.Ş. AND ITS SUBSIDIARIES

INTERIM CONDENSED CONSOLIDATED STATEMENT OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME FOR THE PERIOD ENDED 31 MARCH 2025

(Amounts expressed in thousands of Turkish Lira ("TL") in terms of purchasing power of the TL at 31 March 2025 unless otherwise indicated. Currencies other than TL are also expressed in thousands unless otherwise indicated.)

	Unaudited / current period 1 January - 31 March 2025	Unaudited/ prior period 1 January - 31 March 2024
Revenue	45,626,250	47,649,356
Cost of Sales (-)	(33,195,447)	(34,400,121)
GROSS PROFIT	12,430,803	13,249,235
General Administrative Expenses (-)	(4,683,668)	(4,526,324)
Other Income from Operating Activities	2,089,609	1,923,576
Other Expenses from Operating Activities (-)	(1,010,171)	(2,772,269)
OPERATING PROFIT BEFORE FINANCE INCOME / (EXPENSE)	8,826,573	7,874,218
Finance Income	915,099	432,213
Finance Expense (-)	(6,634,975)	(5,600,759)
Monetary Gain / (Loss)	(1,183,732)	(1,728,448)
PROFIT BEFORE TAX	1,922,965	977,224
Tax Income / (Expense)	(2,663,978)	(4,786,602)
Current Tax Income / (Expense)	(714,133)	(255,798)
Deferred Tax Income / (Expense)	(1,949,845)	(4,530,804)
PROFIT / (LOSS) FOR THE PERIOD	(741,013)	(3,809,378)
OTHER COMPREHENSIVE INCOME AND EXPENSE		
Other Comprehensive Income / (Expense) to be Reclassified to Profit or Loss in Subsequent Periods	153,414	35,675
<i>Gains / (Losses) on Hedges</i>	<i>204,549</i>	<i>45,900</i>
<i>Income Tax Relating to Other Comprehensive Income</i>	<i>(51,135)</i>	<i>(10,225)</i>
TOTAL COMPREHENSIVE INCOME / LOSS	(587,599)	(3,773,703)
Gain / (Loss) Per Share (kr)	(0.63)	(3.23)

OPERATIONAL EARNINGS AND UNDERLYING NET INCOME CALCULATION

(TL million)	1 January 31 March 2025	1 January 31 March 2024
Operating profit before financial income / (expense)	8,827	7,875
Adjustment of depreciation and amortization	1,434	1,399
Adjustments related to operational fx losses	15	137
Adjustments related to interest income related to tariff receivables	-1,229	-628
EBITDA	9,047	8,783
Capex reimbursements	3,972	4,143
EBITDA + Capex reimbursements	13,019	12,926
Non-recurring (income) / expense	25	88
Operational Earnings	13,044	13,014
 Reported Net Income	 -741	 -3,809
Non-recurring (income) / expense	19	64
Impact of asset revaluation	2,050	4,238
Underlying Net Income	1,328	493

Operational Earnings refers to EBITDA plus CAPEX reimbursements excluding exceptional items. Enerjisa Enerji distribution companies are subject to the application of TFRIC12 (a TFRS standard that governs accounting for service concession arrangements). Accordingly, the Company accounts its license to operate and invest in the networks as a financial asset. This asset is not depreciated. Accordingly, P&L does not include depreciation expenses of networks. Similarly, P&L also excludes the reimbursement of CAPEX (i.e., the depreciation allowance) as a revenue item. This means that the Company's EBITDA figure is not comparable to international peers that do not apply TFRIC12 accounting and the management uses Operational Earnings as a KPI for comparability.

Underlying Net Income refers to Net Income excluding exceptional items. Exceptional items mostly refer to the non-recurring items. The resulting KPI sets the basis on which the Company's dividend pay-out policy is applied.