

**INFORMATION DOCUMENT REGARDING THE 2025 ORDINARY
GENERAL ASSEMBLY MEETING OF
AYDEM YENİLENEBİLİR ENERJİ ANONİM ŞİRKETİ TO BE
HELD ON MARCH 27, 2026**

**ADDITIONAL EXPLANATIONS WITHIN THE SCOPE OF THE CAPITAL MARKETS
BOARD REGULATIONS**

General explanations regarding the agenda items, which are required as per the Corporate Governance Communiqué No. II-17.1 (the “**Communiqué**”) of the Capital Markets Board (“**CMB**”), are submitted for your information below.

1. Shareholding Structure and Voting Rights

As of the date of publication of this Information Document, information regarding the total number of shares and voting rights reflecting the company’s shareholding structure, and if there are privileged shares in the company capital, the number of shares and voting rights representing each privileged share group, as well as the nature of such privileges, is presented below:

1.1. Within the registered capital ceiling of TRY 2,000,000,000 (two billion Turkish Liras), the issued capital of Company, amounting to TRY 705,000,000.00 (sevenhundredandfivemillionTurkishLiras), is divided into 705,000,000.00 (seven hundred and five million) registered shares, each with a nominal value of TRY 1.00 (one).

The entire capital has been fully paid in cash, free of any collusion. The Company’s issued capital of TRY 705,000,000 is divided into 420,000,000 (four hundred and twenty million) Group A registered shares, each with a nominal value of TRY 1.00 (one), and 285,000,000 (two hundred and eighty-five million) Group B registered shares, each with a nominal value of TRY 1.00 (one).

Real and Legal Persons Directly Holding Shares as of the Latest Status

Shareholder’s Name and - Surname/Trade Name	Share in Capital (TL)	Share in Capital (%)
Aydem Enerji Yatırımları A.Ş.	574.975.680	81.5568
¹ Other	24,320	0.0034
Publicly Traded	130,000,000	18.4397
Total Paid-in Capital	705,000,000	100.00
Capital Adjustment Differences	8,805,594,296	
Total Capital	9,510,594,296	

¹ It consists of shares representing Kocaer Demir San. Tic. Ltd. Şti. (0,00164%), Mopak Kağıt Karton San. Tic. A.Ş. (0,00164%), Aciselsan Acıpayam Sel. San. Tic. A.Ş. (0,00010%).

Information Regarding Shares Representing Capital

Pay Group	Registered/Bearer	Nominal Value Per Share (TRY)	Currency	Nominal Value of Shares	Ratio to Capital	Traded on the Stock Exchange
A	Registered	1	TRY	420,000,000	59.57	Not Traded
B	Registered	1	TRY	285,000,000	40.43	Not Traded

1.2. According to Company's Articles of Association;

- Provided that the capital represented by Group A shares continues to represent at least 30% of the Company's issued capital, half of the members of the Company's Board of Directors shall be elected from among candidates nominated by shareholders holding the majority of the capital represented by Group A shares;
- The approval of the annual report, budget, and financial statements, as well as the release of the members of the Board of Directors from liability;
- Amendments to the Articles of Association, excluding capital increases to be carried out under the registered capital system;
- Changing the Company's business objects, entering new lines of business, or abandoning existing lines of business;
- Capital increases excluding those under the registered capital system, liquidation, termination, capital reduction, or change of legal entity type (conversion) of the Company;
- Filing for bankruptcy, concordat, or financial restructuring within the scope of Article 309/m of the Execution and Bankruptcy Law No. 2004;
- The transfer of the whole or a part of the Company's commercial enterprise;
- Regarding the sale of Group A shares on the stock exchange, the approval of shareholders holding the majority of the capital represented by Group A shares is required for such a sale;

Resolutions regarding these matters may only be adopted with the approval of shareholders holding the majority of the capital represented by Group A shares. Any contrary situation shall render the adopted resolutions invalid.

2. Information Regarding Changes in the Management and Activities of Our Company and Its Subsidiaries that Realized in the Previous Accounting Period or Planned for Future Accounting Periods, which May Significantly Affect the Company's Activities, and the Reasons for Such Changes:

There are no management or operational changes that occurred in the past accounting period or are planned for future accounting periods that would significantly affect the activities of the Company and its subsidiaries. Such matters are disclosed to the public via material event disclosures, and these disclosures can be accessed at <https://www.aydemrenewablesinvestorrelations.com.tr/ozel-durum-aciklamalari> and/or through the Company's page on the Public Disclosure Platform (KAP).

3. If the general assembly meeting agenda includes the dismissal, replacement, or election of board members; information regarding the reasons for dismissal and replacement, and for persons whose candidacy for board membership has been submitted to the partnership: their resumes, positions held in the last ten years and reasons for leaving, the nature and significance level of their relationship with the partnership and its related parties, whether they have independent status, and similar matters that may affect the partnership's activities if these persons are elected as board members:

In accordance with CMB regulations, the TCC (Turkish Commercial Code), and the Regulation, and considering the principles regarding the election of Board Members set forth in Articles of Association; as the term of office of the Board Members will expire on March 29, 2026, new Board Members shall be elected.

In Article 8 of Articles of Association;

“The business and administration of the Company shall be conducted by a Board of Directors consisting of 8 (eight) members to be elected by the General Assembly in accordance with the provisions of the Turkish Commercial Code and the Capital Markets Law, satisfying the requirements specified in the Turkish Commercial Code and the capital markets legislation. It is not mandatory for the members of the board of directors to be shareholders. Legal entities may be elected to the board of directors. In the event that a legal entity is elected as a member of the board of directors, only one real person, determined by the legal entity on its behalf, shall be registered and announced together with the legal entity; furthermore, the fact that the registration and announcement have been made shall be disclosed on the company's website. Only this registered person may attend meetings and vote on behalf of the legal entity.

Provided that the capital represented by Group A shares continues to represent at least 30% of the Company's issued capital, half of the members of the Company's Board of Directors shall be elected from among candidates nominated by shareholders holding the majority of the capital represented by Group A shares. The members of the Board of Directors to be elected from among the candidates nominated by the shareholders holding the majority of the capital represented by Group A shares shall be among the members other than the independent members specified in the Corporate Governance Principles of the Capital Markets Board”

In Article 9;

“The members of the Board of Directors may be elected for a maximum term of three years. Board members whose terms of office have expired are eligible for re-election.

Regarding the terms of office of the independent board members, the regulations of the Capital Markets Board on corporate governance and the provisions of these articles of association shall be complied with.”

These matters have been regulated accordingly.

Within this scope, upon the recommendation of our Corporate Governance Committee, which evaluated the candidates submitted to it, Serpil Demirel and Fatma Dilek Bil, who are currently serving as Independent Board Members, have been proposed as Independent Board Member candidates by the resolution of Board of Directors. Furthermore, as the independent term of office of Independent Board Member Mehmet Hayati Öztürk is set to expire, Betül Sarıkaya has been proposed by our Corporate Governance Committee.

The resumes of Independent Board Member candidates are available at the link <https://www.aydemyenilenebilir.com.tr/yatirimciiliskileri/yonetim-kurulu-uye-bilgileri>, and the independence statements of the independent member candidates are presented in **Annex-1**.

The resume of Betül Sarıkaya, who has been proposed as an Independent Board Member, prepared in accordance with the Corporate Governance Principle No. 1.3.1 of the CMB, is accessible at the corporate website address <https://www.aydemyenilenebilir.com.tr/yonetim-kurulu>

4. Information Regarding the Demands of Shareholders, CMB, and Other Public Authorities for Placing Items on the Agenda:

No such demand has been submitted for the Ordinary General Assembly meeting where the activities of the year 2025 will be discussed.

EXPLANATIONS REGARDING THE AGENDA ITEMS OF THE ORDINARY GENERAL ASSEMBLY MEETING FOR THE YEAR 2025 TO BE HELD ON MARCH 27, 2026

1. Opening and Election of the Meeting Chairmanship, and authorizing the Meeting Chairmanship to sign the minutes of the meeting.

In accordance with the Turkish Commercial Code No. 6102 ("TCC"), the "Regulation on the Procedures and Principles of General Assembly Meetings of Joint Stock Companies and the Representatives of the Ministry of Customs and Trade to be Present at These Meetings" ("Regulation"), and pursuant to the provisions of Article 7 of the Internal Directive on the General Assembly, the Meeting Chairperson who will preside over the General Assembly meeting shall be elected. The Meeting Chairperson shall appoint at least one Secretary of the Minutes and, if deemed necessary, a sufficient number of Ballot Collectors in accordance with the Internal Directive on the General Assembly. The Meeting Chairmanship is authorized to sign the minutes of the meeting and all other documents forming the basis of such minutes.

2. Reading, discussion, and approval of the 2025 Annual Integrated Report prepared by the Company's Board of Directors.

In accordance with the provisions of the TCC, the Regulation, the Capital Markets Law, and Internal Directive on the General Assembly, Board of Directors' Integrated Annual Report which has been made available for the examination of shareholders for three weeks prior to the General Assembly meeting at the Company's Headquarters, on the Electronic General Assembly portal of the Central Securities Depository ("MKK"), and at the website address <https://www.aydemrenewablesinvestorrelations.com.tr/raporlar/faaliyet-raporlari/yillik-faaliyet-raporlari> shall be read at the General Assembly and presented for the opinion and discussion of the shareholders.

3. Reading, discussion, and approval of the 2025 Affiliation Report prepared by the Company's Board of Directors.

In accordance with the TCC, the Regulation, the relevant legislation of the Capital Markets Law, and the provisions of our Internal Directive on the General Assembly; Board of Directors' Affiliation Report which has been made available for the examination of shareholders for three weeks prior to the General

Assembly meeting at the Company's Headquarters, on the Electronic General Assembly portal of the MKK, and at the corporate website address <https://yatirimciiliskileri.aydemyenilenebilir.com.tr/raporlar/faaliyet-raporlari> shall be read at the General Assembly and presented for the opinion and discussion of the shareholders.

4. Reading of the Independent Audit Report for the 2025 fiscal period.

The Independent Audit Reports prepared by PWC Bağımsız Denetim ve Serbest Muhasebeci Mali Müşavirlik A.Ş., which was elected to audit the consolidated financial statements and reports for the 2025 fiscal period and to conduct other activities within the scope of relevant regulations in accordance with the principles set forth in TCC No. 6102 and Capital Markets Law No. 6362 shall be read at the General Assembly and presented for the opinion of shareholders, having been made available for their examination for three weeks prior to the meeting at the Company's Headquarters, on the Electronic General Assembly portal of the MKK, and at the corporate website address <https://www.aydemrenewablesinvestorrelations.com.tr/finansal-sonuclar> .

5. Reading, discussion, and approval of the Financial Statements for the 2025 fiscal period.

Within the framework of the TCC, the Regulation, and the relevant legislation of the Capital Markets Law, information regarding our financial statements which have been made available for the examination of shareholders for three weeks prior to the General Assembly meeting at our Company's headquarters, on the Electronic General Assembly portal of the MKK, and at the corporate website address <https://www.aydemrenewablesinvestorrelations.com.tr/finansal-sonuclar> shall be provided and presented for the opinion and approval of the shareholders

6. Resolving the proposal of the Company's Board of Directors regarding the profit/loss for the 2025 fiscal period.

In line with the Board of Directors' resolution dated 03.03.2026 and numbered 2026/10, the situation of not being able to distribute profits shall be presented for the approval of the shareholders at the Ordinary General Assembly meeting.

7. Providing information regarding the transactions conducted with related parties during the year 2025.

In accordance with the Corporate Governance Communiqué No. II-17.1 and within the scope of our Company's Principles Regarding Related Party Transactions, the shareholders shall be informed about the Continuous Related Party Transactions included in the financial statements of the previous fiscal year that exceed 3% of the net sales.

8. Discussion and resolution on the individual discharge of the members of the Board of Directors regarding the 2025 fiscal period.

Within the framework of the TCC, the Regulation, and the provisions of Internal Directive on the General Assembly, the individual discharge of the members of our Board of Directors from their activities, transactions, and accounts for the year 2025 shall be presented for the approval of the shareholders.

9. Approval of the selection of the sustainability auditor for the 2025 fiscal year, in line with the Company's Board of Directors' Resolution dated December 19, 2025, and numbered 2025/38.

In accordance with the TCC regulations and pursuant to the Board of Directors' resolution dated December 19, 2025, and numbered 2025/38, the selection of PWC Bağımsız Denetim ve Serbest Muhasebeci Mali Müşavirlik Anonim Şirketi to conduct the limited assurance audit of the Company's

2025 sustainability reports in compliance with the TSRS (Turkish Sustainability Reporting Standards) shall be presented for the approval of the shareholders.

10. Selection of the Independent Auditor for the 2026 Fiscal Year;

In accordance with the Board of Directors' resolution dated 03.03.2026, and numbered 2026/11, and pursuant to the principles set forth in the Turkish Commercial Code No. 6102 and the Capital Markets Law No. 6362; following the recommendation of the Company's Audit Committee at its meeting held on 03.02.2026, the selection of PWC Bağımsız Denetim ve Serbest Muhasebeci Mali Müşavirlik Anonim Şirketi as the Independent Auditor to audit the Company's financial statements and reports for the 01.01.2026–31.12.2026 fiscal period and to carry out other activities within the scope of the relevant regulations in these laws shall be presented for the approval of the shareholders.

11. Approval of the appointment of the members of the Board of Directors to serve for a term of 3 years.

In accordance with CMB regulations, the TCC, and the Regulation, and taking into consideration the principles regarding the election of the Board of Directors as stipulated in our Articles of Association; as the terms of office of the Board Members are set to expire on March 29, 2026, the election of the members of the Board of Directors shall be conducted.

12. Providing information and seeking approval regarding the payments made within the scope of the Remuneration Policy for the Members of the Board of Directors and Senior Executives.

Information shall be provided to the shareholders regarding the benefits provided by our Company to the members of the board of directors and senior executives, as specified in the "Transactions with Related Parties" section of our financial reports for the 2025 fiscal year.

13. Determining the remuneration and rights such as attendance fees, bonuses, and premiums for the members of the Board of Directors;

The attendance fees to be paid to the members of the board of directors during the year 2026 shall be presented for the approval of the shareholders.

14. Providing information regarding the transactions conducted in 2025 by the persons mentioned in Article 1.3.6 of the Corporate Governance Principles, which is an annex to the Capital Markets Board's Corporate Governance Communiqué No. II-17.1;

In accordance with the mandatory Corporate Governance Principle No. 1.3.6 of the CMB, in the event that shareholders who hold management control, members of the board of directors, executives with administrative responsibility, and their spouses and relatives by blood or marriage up to the second degree, engage in a significant transaction that may cause a conflict of interest with the corporation or its subsidiaries and/or perform a commercial transaction of the type that falls within the field of operation of the corporation or its subsidiaries on their own behalf or on behalf of someone else, or become an unlimited partner in another corporation engaged in the same type of commercial business; the aforementioned transactions shall be included in the general assembly agenda as a separate item to provide detailed information on the matter, and such information shall be recorded in the minutes of the general assembly.

Shareholders shall be informed regarding the transactions of this nature conducted within the 2025 fiscal period; in this regard, certain shareholders holding management control, members of the board of directors, executives with administrative responsibility, and their spouses and relatives by blood or marriage up to the second degree, serve as members of the board of directors in some other Aydem Group companies, including those with similar fields of activity as Company.

During the year 2025, there have been no significant transactions requiring disclosure within the scope of Principle No. 1.3.6 of the Corporate Governance Communiqué.

15. Authorizing the members of the Board of Directors to engage in transactions as stipulated in Articles 395 and 396 of the Turkish Commercial Code No. 6102;

The performance of transactions by the members of our Board of Directors within the framework of the first paragraph of Article 395 titled “Prohibition of Transactions with the Company and Borrowing from the Company” and Article 396 titled “Prohibition of Competition” of the TCC is only possible with the approval of the General Assembly.

In order to fulfill the requirements of these regulations, the granting of such permission shall be presented for the approval of the shareholders at the General Assembly.

16. Providing information regarding the donations and grants made during the 2025 fiscal year.

The total amount of donations and grants made during the year 2025 shall be presented for the information of the shareholders at the General Assembly.

17. Discussion and resolution on determining the upper limit for donations and grants to be made in 2026;

The upper limit for donations and grants to be made during the year 2026 shall be determined and resolved at the General Assembly.

18. Providing information regarding the collaterals, pledges, mortgages, and sureties granted by the Company in favor of third parties during the 2025 fiscal period, as well as the income or benefits derived therefrom, in accordance with CMB regulations.

Pursuant to Article 12 of the Capital Markets Board’s Corporate Governance Communiqué No. II-17.1, it is required that the collaterals, pledges, mortgages, and sureties (CPMS) granted by Company and its subsidiaries in favor of third parties, as well as the income or benefits derived therefrom, be included as a separate item on the agenda of the ordinary general assembly meeting; and these matters have been detailed in the Consolidated Financial Statements.

19. Providing information regarding Eurobond transactions.

Information regarding the Eurobond refinancing shall be presented to the shareholders at the General Assembly.

20. Reading, discussion, and approval of the Disclosure Policy accepted by the Board of Directors' Resolution dated 20.01.2023, and numbered 2023/02;

The Disclosure Policy shall be presented for the information and approval of the shareholders at the General Assembly.

21. Approval of the selection of the Sustainability Auditor for the 2026 Fiscal Year, in line with the Company’s Board of Directors' Resolution dated March 5, 2026, and numbered 2026/09;

In accordance with the provisions of the Turkish Commercial Code No. 6102 and the Decree-Law No. 660 on the Organization and Duties of the Public Oversight, Accounting and Auditing Standards Authority; pursuant to the Board Decision regarding the “Scope of Application of the Turkish Sustainability Reporting Standards (TSRS)” and the relevant legislation, the selection of PWC Bağımsız Denetim ve Serbest Muhasebeci Mali Müşavirlik Anonim Şirketi as the Sustainability Auditor to conduct the limited assurance audit of the TSRS-compliant sustainability reports for the year 2026 shall be presented for the approval of the shareholders at the general assembly meeting

22. Wishes, recommendations and closing.