



AKSA ENERJİ ÜRETİM A.Ş.

2025 ANNUAL GENERAL MEETING

9 JUNE 2026

INFORMATION DOCUMENT

INVITATION TO THE 2025 ANNUAL GENERAL MEETING ON 9 JUNE 2026

BY BOARD OF DIRECTORS OF AKSA ENERJİ ÜRETİM A.Ş.

2025 Annual General Meeting of our Company shall be held at the address of **Limak Eurasia Luxury Hotel Rüzgarlıbahçe Mahallesi Şehit Sinan Eroğlu Caddesi No:5 Kavacık, Beykoz, İstanbul, at 10.30 a.m. on 9 June 2026, Tuesday** to discuss and conclude the agenda stated in this letter.

The Annual General Meeting of our Company may be attended by shareholders in physical environment or electronic media and they may also attend through their representatives. Attendance in the General Assembly is possible with secure electronic signatures of shareholders or their representatives. Therefore, it is necessary for shareholders to take action at Electronic General Assembly System (EGAS) to register in Central Registry Agency A.Ş. (CRA) e-CRA Information Portal and record their contact details and to have secure e-signatures. Shareholders or their representatives who are not registered in e-CRA Information Portal or do not have secure electronic signatures can not attend the General Assembly electronically.

In addition, shareholders or their representatives who want to attend to the meeting on electronic media are required to fulfill their obligations in accordance with provisions of "Regulation on General Assemblies to be Held Electronically in Joint Stock Companies" issued at Official Gazette no. 28395 and dated 28 August 2012 and "Communiqué on Electronic General Assembly System to be Applied in General Assemblies of Joint Stock Companies" issued at Official Gazette no. 28396 and dated 29 August 2012.

In accordance with subparagraph 4 of article 415 of Turkish Commercial Code no. 6102 and subparagraph 1 of article 30 of Capital Markets Law, right to attend to general assembly and voting shall not be affiliated to term of storing share certificates. Within this framework, there is no need for our shareholders to block their shares in case they want to attend to Annual General Meeting.

Our shareholders who want to attend Annual General Meeting in physical environment can use their rights as to their shares registered in "Shareholders List" stated in CRA system by submitting their identity. However, our shareholders who do not want their identities and information as to shares in their accounts to be communicated to our Company and therefore information of whom can not be seen by our Company are required to apply to intermediary agencies where their accounts are available and to remove "limitation" that block their identities and information as to shares in their accounts to be informed to our Company until 16.30 one day before the Annual General Meeting at the latest in case they want to attend to Annual General Meeting.

Open ballot system shall be used by the procedure of raising hand provided that voting provisions for electronic media are reserved as to approval of Agenda items at Annual General Meeting.

It is required for shareholders who can not participate in the meeting personally in physical or electronic media to arrange their powers of attorney in compliance with the sample of the power of attorney form from our Company's Headquarters or our Company's Investor Relations web site at <https://www.aksaenerji.com.tr/investor-relations/corporate-governance/general-assembly> and to fulfill matters foreseen in "Voting by Proxy and Proxy Solicitation" Communiqué II-30-1of Capital Markets Board published in the Official Gazette dated 24 December 2013, no.28861 and to submit their notarized power of attorney forms bearing their own signatures. Proxy holders who have been electronically appointed via Electronic General Assembly System don't have to submit a notarized power of attorney. **Power of attorney forms which do not comply with the sample of power of attorney forms stipulated in the aforementioned Communiqué and attached to the Annual General Meeting Invitation Announcement will not be accepted due to our legal responsibility.**

In accordance with related legislation of Turkish Commercial Code, Capital Markets Board and Ministry of Trade, 2025 Annual Report, Financial Statements, Independent Audit Report, Turkish Sustainability Reporting Standards (TSRS) compliant Sustainability Reports for 2024 and 2025, Dividend Distribution Proposal and detailed Information Document including requirements of Corporate Governance Principles will be readily available for review of shareholders 21 days prior to the Annual General Meeting at the Company's corporate web-site, <https://www.aksaenerji.com.tr/investor-relations/corporate-governance/general-assembly>, Public Disclosure Platform and Electronic General Assembly System.

It is noticed to our shareholders respectfully.

Aksa Enerji Üretim A.Ş. Board of Directors

Further Explanation On Agenda Items of 2025 Annual General Meeting Dated 9 June 2026

1. Opening and Election of the Chairperson for Annual General Meeting,

Pursuant to the provisions of “Turkish Commercial Code” (TCC) No. 6102, “Regulation on the Procedures and Principles of the General Meetings of Joint Stock Companies and Representatives of the Ministry of Customs and Trade to Attend These Meetings” (“Regulation”) and Article 6 and 7 of Internal Directive on Working Principles of General Assembly of the Company, Meeting Chairman and the Presidency Council to direct the Annual General Meeting shall be formed.

2. Authorizing Meeting Council to sign the Annual General Meeting Minutes,

This authorization is stipulated in Article 7 of the Internal Directive and will be submitted for the approval of our shareholders.

3. Review, discussion and approval of 2025 Annual Report,

Pursuant to the provisions of TCC, Regulation, Capital Markets Law No.6362 (“Capital Markets Law) and other applicable legislation; information shall be given about 2025 Annual Report which was available to our shareholders for examination purposes at our Investor Relations web site (<https://www.aksaenerji.com.tr/investor-relations>), Electronic General Assembly portal of the Central Registry Agency, Public Disclosure Platform (“PDP”) and our headquarters three weeks prior to the date of the meeting, within statutory period. The mentioned financial statements shall be submitted to the approval of our shareholders.

4. Review of 2025 Independent Audit Report Summary,

Pursuant to the provisions of TCC, Regulation, Capital Markets Law and other applicable legislation; information shall be given about 2025 Independent Audit Report which was available to our shareholders for examination purposes at the Head Office of our Company, three weeks prior to the date of the meeting, within statutory period, as well as at our Investor Relations web site (<https://www.aksaenerji.com.tr/investor-relations>), Electronic General Assembly portal of the Central Registry Agency, Public Disclosure Platform (“PDP”).

5. Review, discussion and approval of the consolidated financial statements for the fiscal year of 2025

Pursuant to the provisions of TCC, Regulation, Capital Markets Law and other applicable legislation; information shall be given about Financial Statements for the January 1st 2025 – December 31st 2025 period which was available to our shareholders for examination purposes at the Head Office of our Company, three weeks prior to the date of the meeting, within statutory period, as well as at our Investor Relations web site (<https://www.aksaenerji.com.tr/investor-relations>), Electronic General Assembly portal of the Central Registry Agency, Public Disclosure Platform (“PDP”) . The mentioned report shall be submitted to the approval of our shareholders.

6. Review, discussion and approval of the Sustainability Reports for the fiscal years of 2024 and 2025, in accordance with the Turkish Sustainability Reporting Standards (TSRS),

Pursuant to the provisions of TCC and Regulation; information shall be given about TSRS compliant Sustainability Reports for the years 2024 and 2025 which was available to our shareholders for examination purposes at the Head Office of our Company, three weeks prior to the date of the meeting, within statutory period, as well as at our Investor Relations web site (<https://www.aksaenerji.com.tr/investor-relations>), Public Disclosure Platform (“PDP”) and Electronic General Assembly portal of the Central Registry Agency. The mentioned reports shall be submitted to the approval of our shareholders.

7. Submission of the Independent Board Member appointed to the vacant Independent Board Membership to the approval of the General Assembly,

Pursuant to the Board of Directors’ resolution dated July 28, 2025, it was decided to appoint Özlem Seçil Baykara to the vacant Independent Board Membership until June 13, 2028, in accordance with the Corporate Governance Communiqué No. II-17.1 of the Capital Markets Board and based on the report of the Corporate Governance Committee, which has assumed the role of the Nomination Committee, and to submit the relevant appointment to the approval of our shareholders at the upcoming Annual General Meeting.

The resume and independence declaration of the Independent Board Member nominee, Özlem Seçil Baykara, are presented in **Annex 1**.

8. Release of each member of the Board of Directors of liability related to activities of the Company during the fiscal year of 2025,

Pursuant to the provisions of TCC and Regulation, release of each member of the Board of Directors separately for activities, transactions and accounts for the year 2025 shall be submitted to the approval of our shareholders.

9. Discussion and approval of the rights of the members of the Board of Directors regarding remuneration, bonus, premium,

In parallel with the Corporate Governance Principles of the Capital Markets Board, the proposal for paying each Independent Member of the Board of Directors in 2026, a remuneration in the monthly net amount of 30,000 TL and, paying other Members of the Board of Directors an attendance fee and/or remuneration in the net amount of 3,000 TL shall be submitted to approval of the General Assembly.

10. Approval of the Independent Audit Company recommended by the Board of Directors pursuant to the Turkish Commercial Code, Capital Markets Board and Public Oversight Accounting and Auditing Standards Authority regulations,

In accordance with TCC, Capital Markets Board and Public Oversight Accounting and Auditing Standards Authority regulations, Board of Directors' proposal for appointment of DRT Bağımsız Denetim ve Serbest Muhasebeci Mali Müşavirlik A.Ş. (a member firm of Deloitte Touche Tohmatsu Limited) for the independent audit of financial statements during the fiscal year 2026 and also for 2025 and 2026 independent sustainability audit service in line with Turkish Sustainability Reporting Standards as published by Public Oversight Accounting shall be submitted to the approval of shareholders.

11. Discussion and approval of dividend distribution proposal by the Board of Directors for the fiscal year 2025,

According to our Company's financial statements prepared in accordance with the provisions of the Capital Markets Board's Communiqué No. II-14.1, although the Company's activities for the year 2025 resulted in a profit, no dividend distribution is proposed in order to further strengthen the Company's existing balance sheet structure and to ensure a better management of cash flow for the upcoming period. The profit for the period is planned to be used to meet the Company's working capital requirements for the upcoming period and to finance the investment activities to be carried out.

Our dividend distribution proposal prepared in accordance with the Dividend Distribution Table format in the Dividend Distribution Communiqué numbered II-19.1 and the CMB Dividend Guideline announced in accordance with this communiqué is presented in **Annex 2**.

12. Informing General Assembly about the donations granted during the fiscal year of 2025,

As per Article 6 of Dividend Distribution Communiqué No. II-19.1 and Capital Markets Board's Corporate Governance Communiqué numbered II-17.1, shareholders must be informed about the donations granted during the fiscal year. In this respect, total amount of donations granted in 2025 was 75,775,079 TL, of which 377,409 TL to sport clubs, 4,861,733 TL to educational institutions, 70,535,937 TL to various associations and foundations.

13. Determination of the upper limit for donations and grants to be made in 2026,

Pursuant to Article 6 of the Capital Markets Board's Dividend Communiqué No. II-19.1, the upper limit of donations to be made must be determined by the General Assembly in cases not specified in the articles of association. In 2026, the upper limit of donations to be made will be submitted to the approval of the General Assembly as TL 150,000,000.

14. Granting permission to the Members of the Board of Directors for the activities under the Articles 395 and 396 of the Turkish Commercial Code,

The ability of the members of our Board of Directors to carry out transactions with our Company within the scope of Article 395 of the Turkish Commercial Code and to carry out commercial transactions within the scope of our Company's field of activity in accordance with the provisions of Article 396 of the Turkish Commercial Code is subject to the authorization to be granted by our shareholders at the General Assembly. Accordingly, the authorization and permission granted to the members of the Board of Directors with respect to the matters specified in the aforementioned articles are submitted for the opinion and approval of our shareholders.

15. Informing General Assembly about transactions stated in principles 1.3.6 and 1.3.7 of Capital Markets Board's Corporate Governance Communiqué during the fiscal year of 2025,

Since it is only possible with the approval of the General Assembly for the Shareholders, Members of the Board of Directors, Senior Executives and their spouses and relatives by blood or marriage up to second degree to carry out transactions and compete with the Company or its Subsidiaries that may cause conflict of interest, within the framework of Articles 395 titled 'Prohibition of Transactions with the Company and Borrowing Money from the Company' and 396 titled 'Prohibition of Competition' of the Turkish Commercial Code and in accordance with the Corporate Governance Communiqué of the Capital Markets Board No. II.17.1 numbered Corporate Governance Communiqué of the Capital Markets Board, the granting of the mentioned permission will be submitted to the approval of our shareholders at the General Assembly (Article 15) and information will be given on whether there are any transactions made within the scope of the permission granted at the Ordinary General Assembly held on 13 June 2025 in accordance with the relevant article of the Turkish Commercial Code.

Note 4 of our Independent Audit Report dated 31.12.2025 contains information on related party transactions.

16. Informing General Assembly about securities-pledges, mortgages and acquired incomes and benefits given in favor of third parties during the fiscal year of 2025

Pursuant to the Article 12 of the Capital Markets Board Corporate Governance Communiqué No. II-17.1, securities-pledges, mortgages and acquired incomes and benefits given in favor of third parties must be stipulated in a separate article of the agenda of the Annual General Meeting. These details can be found in note 16 of our audit report dated 31 December 2025.

17. Responses to questions asked by shareholders,

Necessary explanations shall be made by the authorities if there are questions asked by the Shareholders.

ADDITIONAL DISCLOSURES PURSUANT TO THE REGULATIONS OF THE CAPITAL MARKETS BOARD

General disclosures pursuant to the Capital Markets Board's Communiqué on Corporate Governance No. II-17.1 and Corporate Governance Principles are provided in this section.

1. Information Regarding Shareholding Structure and Voting Rights

The shares of the company are divided into two groups as A and B. Group A shares are privileged in nominating nominees for the election of members of the board of directors in accordance with Article 9 of the Articles of Association, and there is no privilege regarding voting rights.

As of the date of the announcement of this Information Document, the issued capital of the Company has been divided into 1,226,338,236 shares, 587,792,440 of which are Group A registered shares, 638,545,796 Group B bearer shares, each with a nominal value of 1 TL.

Share Group	Registered or Bearer	Nominal Value (TRY)
A	Registered	587,792,440
B	Bearer	638,545,796
Total		1,226,338,236

Information about the total number of shares and voting rights reflecting the shareholding structure of our company, the number of shares representing each privileged share group and voting rights are presented below:

	Share Amount (TRY)	Share Group	Share (%)	Voting Share (%)
Kazancı Holding A.Ş.	587,753,940	A	47.928%	47.928%
Kazancı Holding A.Ş.	376,229,796	B	30.679%	30.679%
Kazancı Holding A.Ş. (Publicly Traded)	18,667,924	B	1.522%	1.522%
Total- Kazancı Holding A.Ş.	982,651,660		80.129%	80.129%
Ali Metin Kazancı	9,628	A	0.0008%	0.0008%
Mehmet Kazancı	9,624	A	0.0008%	0.0008%
Ş.Cemil Kazancı	9,624	A	0.0008%	0.0008%
Necati Baykal	9,622	A	0.0008%	0.0008%
Tülay Kazancı	2	A	0.0000%	0.0000%
Other (Publicly Traded)	243,648,076	B	19.87%	19.87%
Total	1,226,338,236		100.00%	100.00%

Kazancı Holding A.Ş. acquired 18,667,924 shares in 2012, 2013, 2014, 2018 and 2024 through purchases of shares under 'Other (Publicly Traded)' portion and these shares are shown in Kazancı Holding A.Ş. shares in the table above.

It is required to obtain the approval of Energy Market Regulation Authority before specific transactions resulting in a change in shareholding structure due to an acquisition/transfer/sale of at least 5% shares by a real or legal person directly or indirectly.

2. Requests of shareholders, Capital Markets Board and other public authorities to add items to the agenda

Pursuant to the provisions of "Turkish Commercial Code" (TCC) No. 6102, Article 411, there has not been any request for placing an agenda item to be discussed on the 2025 Annual General Meeting.

3. Changes in management and operations which have significant impact on activities of the Company and its Subsidiaries

There has not been any material change that took place in 2025 impacting operations of our Company.

4. If the dismissal, replacement or election of the members of the Board of Directors is on the agenda of the general assembly meeting; reasons for dismissal and replacement, CVs of persons whose candidacy for Board Membership was submitted to the partnership, duties held in the last ten years and reasons for leaving, the nature and significance level of the partnership and its relationship with its related parties, whether they have the qualifications for independence, and in case these persons are elected as members of the board of directors, the partnership information on similar matters that may affect its operations:

Agenda item number 7 of the Annual General Meeting for the year 2025 includes an item regarding the election of Independent Board Member. The resume of the candidate is given in Annex 1. The duties undertaken by the candidate in the last 10 years have been explained in the resume, and there are no issues that may adversely affect the Company's activities in accordance with the CMB Corporate Governance Principles in case she is elected as Board Member. As per Capital Markets Board (SPK) letter dated August 15, 2025, no negative opinion was expressed regarding the Independent Board Member Candidate.

Declaration of independence of the Independent Board Member candidate has been received.

Annex 1: Resume and Declaration of Independence of Independent Board Member Candidate

Özlem Seçil Baykara (Independent Board Member Candidate)

Seçil Baykara is a graduate of Üsküdar American Academy and holds a degree in Sociology from Boğaziçi University. She has over 30 years of experience in corporate communications and social impact communication. She began her career in the media industry in 1992 and held senior communications roles at İktisat Bank, Global Investment Holdings, and Doğuş Group between 1998 and 2008.

In 2010, she founded 360 İletişim, where she is currently the Agency President. Through 360 İletişim, she leads strategic communication and stakeholder engagement projects with a strong focus on social impact, both nationally and internationally.

In addition to her work in the private sector, she worked with global institutions including UN Women, the Food and Agriculture Organization (FAO), and the Delegation of the European Union to Turkey on social impact initiatives. As of 2025, she is a Consultant on Women's Economic Empowerment for the UN Women Regional Office for the Middle East and North Africa (MENA).

A firm believer in the transformative power of civil society, Seçil Baykara is also founding board member of the Sustainable Mobility Initiative (SMI) and a member of the High Advisory Board of Darüşşafaka Society. She continues to be actively involved in civil society, having served on the boards of KAGİDER (Women Entrepreneurs Association of Turkey), Special Olympics Turkey (TÖSSED), and FODER (Financial Literacy and Inclusion Association).

In 2017, she was named one of the world's 30 leading figures in social benefit communication by the Women Influence Forum.

Independence Declaration of Independent Board Member Candidate

I declare myself as a candidate to serve as an "Independent Board Member" as per the criteria set forth in the Corporate Governance

Principles announced by the Capital Markets Board and thereby state that:

a) Between the company, partnerships where the company has managerial control or significant influence, partners or legal entities that hold managerial control or significant influence over the company; and myself, my spouse, and blood or in-law relatives to the second degree, there was no relationship of employment as a manager with major duties and responsibilities;

I did not hold 5% or above of their shares, voting rights or preferred shares either singlehandedly or collectively; I did not establish significant commercial relations with them,

b) In the last five years, I did not serve as a partner (with a stake of 5% and above), a manager with major duties and responsibilities, or a Board Member, particularly in the audit (including tax audit, statutory audit, internal audit), rating and consultancy functions, at any company with which the Company has traded significant amounts of products or services, in periods when such products and services were sold or purchased in line with business agreements,

c) I have the vocational training, knowledge and experience to duly fulfill my tasks as an Independent Board Member,

d) I will not be a full time employee of public authorities and institutions after being elected, except being an academic member at university provided that is in compliance with the relevant legislation

e) I am a resident of Turkey, in accordance with Income Tax Act No. 193, dated 31.12.1960,

f) As can be seen in my CV, I have strong ethical standards, professional reputation and experience to contribute positively to the Company's activities, to maintain my objectivity on conflicts of interest between the company and shareholders, to make decisions freely in due consideration of stakeholders' rights,

g) I will make sufficient time for keeping track of the Company's activities and for fully performing my duties on behalf of the company,

h) Over the last ten years, I did not serve as a member of the Board of Directors of the Company for more than six years,

i) I did not serve as an independent board member in more than three of the companies where the Company or its ultimate controlling partners have managerial control nor in more than five companies traded in the stock Exchange

j) I have not been registered and announced on behalf of the legal entity elected as a member of the board of directors.

Best Regards,

Özlem Seçil Baykara

ANNEX 2: DIVIDEND DISTRIBUTION TABLE

AKSA ENERJİ ÜRETİM A.Ş.			
2025 DIVIDEND DISTRIBUTION TABLE (TL)			
1. Paid-in Capital		1,226,338,236	
2. Legal Reserves (According to Statutory Books)		796,813,593	
Info on privileges regarding dividends, if there is any per Articles of Association			None
		According to CMB Financials	According to Statutory Financials
3.	Profit Before Tax	7,516,272,469	3,602,650,343
4.	Tax Expense (-)	3,165,732,682	730,910,399
5.	Net Profit (=)	3,652,368,390	2,871,739,943
6.	Prior Years' Losses (-)	-	
7.	1st Legal Reserves	143,586,997	143,586,997
8.	NET DISTRIBUTABLE PROFIT (=)	3,508,781,393	2,728,152,946
9.	Donations made during the year (+)	75,775,079	
10.	Net Distributable Profit including donations to be used in the calculation of first dividend	3,584,556,472	
11.	First Dividend to Shareholders	-	
	- Cash	-	
	- Bonus Shares	-	
	- Total	-	
12.	Dividends Distributed to Owners of Privileged Shares	-	
13.	Dividends to Board Members, Employees, etc	-	
14.	Dividends Distributed to Redeemed Shareholders	-	
15.	Second Dividend to Shareholders	-	
16.	Second Legal Reserves	-	
17.	Statutory Reserves	-	
18.	Special Reserves	-	
19.	EXTRAORDINARY RESERVES	3,508,781,393	2,728,152,946
20.	Other sources provided for distribution	-	-

Aksa Enerji Üretim A.Ş.					
2025 DIVIDEND PAY OUT RATIO					
	TOTAL DIVIDEND AMOUNT		THE RATIO OF DIVIDEND DISTRIBUTED TO SHAREHOLDERS TO NET DISTRIBUTABLE INCOME	DIVIDEND PER SHARE WITH 1 TL NOMINAL VALUE	
				AMOUNT (TL)	RATIO (%)
	CASH (TL)	BONUS SHARES (TL)	RATIO (%)		
GROSS	-	-	-	-	-
NET (*)	-	-	-	-	-

(*) Net calculation is made according to the assumption of 10% withholding tax.

