

**INVITATION BY THE CHAIRMANSHIP OF THE BOARD OF DIRECTORS TO THE ORDINARY GENERAL ASSEMBLY
MEETING FOR 2025 OF AKENERJİ ELEKTRİK ÜRETİM ANONİM ŞİRKETİ**

(Istanbul Trade Registry Office/Registration Number: 255005)

Our Company shall hold the Ordinary General Assembly Meeting for 2025 on 05.05.2026 at 11:00 at the Grand Ball Room of The Marmara Hotels located at the address of Tak-ı Zafer Cad. Osmanlı Sok No:1/B Taksim, İstanbul in order to discuss and resolve on the agenda items provided below.

Our shareholders who shall not be able to attend the meeting in person are required to issue a power of attorney in conformity with sample power of attorney available in the annex hereto, or obtain it from the corporate head office in Gümüşsuyu, Miralay Şefik Bey Sokak, Akhan, No: 15, K: 3-4, Beyoğlu, İstanbul or corporate website at www.akenerji.com and also to fulfil such requirements that are listed in the Communiqué on Voting by Attorneys and Calls for Gathering of Proxies (the “Communiqué”) No. (II-30.1) of the Capital Market Board, published in the Official Gazette No. 28862 dated 24.12.2013. The representation by a proxy at the General Assembly Meeting shall only be possible through the utilization of the sample power of attorney available in the annex hereto. In case of appointment of an attorney via the Electronic General Assembly System (“EGAS”) in accordance with applicable regulations of the Central Registry Agency (“CRA”), then the utilization of the power of attorney available in the annex shall not be required provided that it must conform to the principles determined in the Communiqué. Shareholders having the right to vote may appoint their attorneys by having approval for the signature available on the power of attorney issued physically or via EGAS, or by attaching a signature declaration issued before a notary public to the signed power of attorney form.

Pursuant to Article 1527 of the Turkish Commercial Code No. 6102, our shareholders may attend the General Assembly Meetings in person, or may also attend through electronic media and cast their votes as such. Attendance through electronic media shall only be possible with the use of secured electronic signatures of the shareholders or representatives. The shareholders casting votes through the EGAS must thus first obtain a secured electronic signature and be registered in the e-INVESTOR investor information center. The shareholders or representatives who are not registered in e-INVESTOR investor information center, or who do not have any secured electronic signatures cannot attend General Assembly Meetings through electronic media via EGAS.

The shareholders or their attorneys intending to attend the General Assembly Meeting through electronic media shall be required to complete necessary formalities laid down in the “Regulation on General Assembly Meetings of Joint Stock Companies to be held via Electronic Means” as published in the Official Gazette No. 28395 dated 28.08.2012 as well as in the “Communique on Electronic General Assembly System to be applied to General Assembly Meetings of Joint Stock Companies” as published in the Official Gazette No. 28396 dated 29.08.2012. Otherwise they will not be able to attend the meeting.

Since the general assembly meeting shall be held in electronic media, it is kindly requested that our shareholders to be ready at the venue before the meeting time, so that the meeting can start in time.

The Integrated Annual Report of the Board of Directors for 2025 which has been prepared in line with the provisions of the applicable regulations of the Capital Market Board and Turkish Ministry of Trade as well as the Independent Audit Report, Financial Statements, the Turkish Sustainability Reporting Standards (TSRS) Compliant Sustainability Report for the year of 2024 and the Independent Auditor's Limited Assurance Report on the Information Presented within the Scope of TSRS, Proposal on Distribution of Dividends, the Internal Regulation on the Procedures and Principles of General Assembly, the Amendment of the Articles of Association and Information Document comprised of the necessary remarks and documents related to the agenda items within the framework of mandatory Corporate Governance Principles shall be made available to our Shareholders for their review in our corporate head office, Uluabat Branch Office located at Akçalar Fadıllı Köyü Yolu, 5. Km, Nilüfer, Bursa, Bandırma

Branch Office located at Edincik Beldesi, Aldede-Deliklitaş Mevkii, Bandırma, Balıkesir, Burç Branch Office located at Besni İlçesi, Aşağı Ağı Köyü, Burç Mahallesi, Adıyaman, Feke-I Branch Office located at Sülemişli Mah., Sülemişli Küme Evler, No: 33, Feke, Adana, Feke-II Branch Office located at Kısacıklı Mah., Alıçlı Küme Evler No: 14 Feke, Adana, Gökkaya Branch Office located at Himmetli Mah. Kazaklı Küme Evler No: 73, Saimbeyli, Adana, Himmetli Branch Office located at Kovuk Çınar Mahallesi Kiraz Küme Evler No:73, Feke, Adana, Bulam Branch Office located at Doğanlı Köyü Mevkii, Merkez, Adıyaman and Erzin Branch Office located at Aşağıburnaz Mah. 2202 Sok. No:7/20 İc Kapı No:1, Erzin, Hatay, on the electronic general assembly portal of CRA, on the corporate website (www.akenerji.com) of our Company and on the Public Disclosure Platform (“PDP”) (www.kap.gov.tr) 3 weeks prior to the meeting date excluding the announcement and meeting days, within the legally required period.

Kindly announced to our Shareholders.

Sincerely yours,

AKENERJİ ELEKTRİK ÜRETİM ANONİM ŞİRKETİ

**AGENDA FOR THE 2025 ORDINARY GENERAL ASSEMBLY MEETING OF
AKENERJİ ELEKTRİK ÜRETİM ANONİM ŞİRKETİ**

1. Opening of the meeting and forming of the chairmanship of the meeting,
2. Presenting and discussing the Annual Report of the Board of Directors for the year of 2025,
3. Presenting the Independent Auditor Report for the year of 2025,
4. Presenting, discussing and approving of the Financial Statements of 2025,
5. Presenting the Turkish Sustainability Reporting Standards (TSRS) Compliant Sustainability Report for the year of 2024 and the Independent Auditor's Limited Assurance Report on the Information Presented within the Scope of TSRS, discussing and approving of the TSRS Compliant Sustainability Report for the year of 2024,
6. Releasing the members of the Board of Directors for their activities within 2025,
7. Determining the usage of profit and the dividend rate to be distributed,
8. Determining the remuneration of members of the Board of Directors and Independent Members of the Board of Directors,
9. Election of an Independent Member of the Board of Directors to fill the vacancy created following the resignation of Ms. Demet Özdemir, the Company's Independent Member of the Board of Directors, effective as of 04.05.2026, to serve for the remaining term of the other members of the Board of Directors,
10. Approving the election of the Independent Audit Firm pursuant to related resolution of the Board of Directors, in accordance with the relevant provisions of Turkish Commercial Code, “Communique on Independent Auditing

Standards in Capital Markets” Serial: X, No:28 of Capital Markets Board and “Decision of Energy Market Regulatory Authority on Auditing of Real Persons and Legal Entities Displaying Activity in Energy Market” dated 03.03.2015 and numbered 5507 and the Sustainability Audit Regulation issued by the Public Oversight, Accounting and Auditing Standards Authority,

11. Presenting and approving the new Internal Regulation on the Procedures and Principles of General Assembly, prepared following the amendments made to the Internal Regulation, which was approved at the Company's general assembly meeting dated 27.06.2013 and is currently in force,
12. Giving information to the General Assembly within the concept of the Corporate Governance Principles of Capital Markets Board, in case that the shareholders holding management power, the members of the Board of Directors, executive managers and blood and marital relatives up to second degree made transactions, which may result in conflict of interest among the Company or its subsidiaries; did business which falls into the scope of the Company or its subsidiaries in its name or other's name, and had shareholding with unlimited responsibility,
13. Giving authorization to the members of the Board of Directors under the provisions of Articles 395 and 396 of the Turkish Commercial Code,
14. Approval of increasing limit of donations and aids indicated in the Company's Policy on Donations and Aids and amendmend of the Policy on Donations and Aids of our Company, as per the Capital Market Law and the Communiqué on Dividends (II-19.1) of the Capital Market Board,
15. Informing the General Assembly in accordance with the Capital Markets legislation about the donations and aids made by our Company within the year of 2025,
16. Informing the General Assembly under Article 12 of Corporate Governance Principles of Capital Markets Board, about the securities, pledges, mortgages and sureties provided for the benefit of the third parties and the income or benefits that the Company retained as a result within the year of 2025,
17. Approving the amendment of the Article 7 titled “Capital of the Company” of Articles of Association of the Company as approved by Energy Market Regulatory Authority, Capital Markets Board and Ministry of Trade and provided that the required permissions have been acquired from Energy Market Regulatory Authority, Capital Markets Board and Ministry of Trade.
18. Wishes and Requests.

AKENERJİ ELEKTRİK ÜRETİM ANONİM ŞİRKETİ
AMENDMENTS OF THE ARTICLES OF ASSOCIATION

Old Version	New Version
<p>ARTICLE 7 – CAPITAL OF THE COMPANY</p> <p>The company accepted and started registered capital system in accordance with the provisions of the Capital Market Law and with the permission dated 31.5.2000 and numbered 61/922 of the Capital Market Board.</p> <p>The maximum registered capital of the company is 1.500.000.000.-TL (One billion five hundred million) Turkish Liras divided into 150.000.000.000 (one hundred fifty billion) shares with a nominal value of 1 Kr (one) Kurus each.</p> <p>The share capital ceiling approved by the Capital Markets Board is valid for the years 2021 to 2025 (5 years). Following the year 2025, even if the capital is not reached to the capital ceiling 1.500.000.000.-TL, the Board of Directors will be required to obtain the approval of the Capital Markets Board and authorization at the next general assembly meeting again for the same capital ceiling or a different capital ceiling amount, in order to increase the share capital. Term of this authorization may be extended by a decision of the general assembly for five years at each time. Unless such authorization is received, the Company cannot make a capital increase by a decision of the board of directors.</p> <p>The issued capital of the company is totally paid-up 729.164.000 (seven hundred twenty nine million one hundred sixty four thousand) Turkish Liras. 667.124.000 Turkish Liras of such capital was paid in cash. 9.915.567,36 Turkish Lira of the same was met from the Value Increase Fund, 284.432,64 Turkish Lira from Participations Value Increase Fund, 25.054.049,22 Turkish Lira from Profit Shares, 20.678.403.- Turkish Lira from Emission Premium, 515.499,10 Turkish Lira from Real Estate Sale Profit, and 5.592.048,68 Turkish</p>	<p>ARTICLE 7 – CAPITAL OF THE COMPANY</p> <p>The issued capital of the company is totally paid-up 729.164.000 (seven hundred twenty nine million one hundred sixty four thousand) Turkish Liras. 667.124.000 Turkish Liras of such capital was paid in cash. 9.915.567,36 Turkish Lira of the same was met from the Value Increase Fund, 284.432,64 Turkish Lira from Participations Value Increase Fund, 25.054.049,22 Turkish Lira from Profit Shares, 20.678.403.- Turkish Lira from Emission Premium, 515.499,10 Turkish Lira from Real Estate Sale Profit, and 5.592.048,68 Turkish Lira from inclusion of Extraordinary Reserves in the capital. The shares issued against such Value Increase Fund, Participations Value Increase Fund, Profit Shares, Emission Premium, Extraordinary Reserves and Real Estate Sale Profit added to the capital were distributed to the company shareholders pro rata their shares free of charge.</p> <p>All shares are issued in registered form, other than the shares that are listed in the stock exchange pursuant to the capital market legislation. All shares listed in the stock exchange issued and will be issued by the Company are also registered shares.</p> <p>Shares remaining after exercising of the pre-emptive right or where exercising of the pre-emptive right is restricted, all newly issued shares shall be offered to the public in accordance with the Communiqués of the Capital Market Board over their market values provided no less than the nominal value.</p> <p>The shares representing the share capital shall be monitored in book entry form under the principles of dematerialization.</p>

Lira from inclusion of Extraordinary Reserves in the capital. The shares issued against such Value Increase Fund, Participations Value Increase Fund, Profit Shares, Emission Premium, Extraordinary Reserves and Real Estate Sale Profit added to the capital were distributed to the company shareholders pro rata their shares free of charge.

All shares are issued in registered form, other than the shares that are listed in the stock exchange pursuant to the capital market legislation. All shares listed in the stock exchange issued and will be issued by the Company are also registered shares.

The Board of Directors may, between the years 2021-2025, issue registered shares and increase the issued capital in accordance with the provisions of Turkish Commercial Code and Capital Market Law whenever it may deem necessary. The Board of Directors is authorized to decide on issuance of shares over nominal value, restriction of the right to purchase new shares of the shareholders, and issuance of premium stocks.

Shares remaining after exercising of the pre-emptive right or where exercising of the pre-emptive right is restricted, all newly issued shares shall be offered to the public in accordance with the Communiqués of the Capital Market Board over their market values provided no less than the nominal value.

The shares representing the share capital shall be monitored in book entry form under the principles of dematerialization.

Authorization of restriction of the right to purchase new shares cannot be used in such manner to cause inequality among the shareholders.

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POWER OF ATTORNEY

I/We hereby appoint described in detail herein as my/our proxy authorized to represent me/our Company, to cast vote, to make proposal and to sign the necessary documents in the direction of the opinions I/we specify herein at the Ordinary General Assembly Meeting of AKENERJİ ELEKTRİK ÜRETİM ANONİM ŞİRKETİ for the year 2025 to be held on 05.05.2026 at 11:00 at the Grand Ball Room of The Marmara Hotels located at the address of Tak-ı Zafer Cad. Osmanlı Sok No:1/B Taksim, İstanbul.

Of the Proxy (*):

Name-Surname / Trade Name:

TR Identification No./ Tax No., Trade Registry and Number and Central Registration System Number: (*)Equivalent of the said information, if any, should be presented for the foreign national proxies.

A) SCOPE OF THE POWER OF ATTORNEY

The scope of the power of attorney should be determined by selecting one of the alternatives (a), (b) or (c) for the sections 1 and 2 herein.

1. Regarding The Issues Included in the Agenda of the General Assembly;

- a) The Proxy is authorized to cast vote in the direction of his/her opinion;
- b) The Proxy is authorized to cast vote in the direction of the proposals of the partnership management;
- c) The Proxy is authorized to cast vote in the direction of the instruction specified in the Table herein.

Instructions:

In the case where the alternative (c) is selected by the shareholder, the instructions regarding the agenda item shall be given by making one of the alternatives given opposite to the agenda item (yes or no) and in the case where the alternative of “no” is selected, by specifying the dissenting opinion in the minutes of the general assembly.

Agenda Items (*)	Yes	No	Dissenting Opinion
1. Opening of the meeting and forming of the chairmanship of the meeting.			
2. Presenting and discussing the Annual Report of the Board of Directors for the year of 2025.			
3. Presenting the Independent Auditor Report for the year of 2025.			
4. Presenting, discussing and approving of the Financial Statements of 2025.			
5. Presenting the Turkish Sustainability Reporting Standards (TSRS) Compliant Sustainability Report for the year of 2024 and the Independent Auditor's Limited Assurance Report on the Information Presented within the Scope of TSRS,			

discussing and approving of the TSRS Compliant Sustainability Report for the year of 2024.			
6. Releasing the members of the Board of Directors for their activities within 2025.			
7. Determining the usage of profit and the dividend rate to be distributed.			
8. Determining the remuneration of members of the Board of Directors and Independent Members of the Board of Directors.			
9. Election of an Independent Member of the Board of Directors to fill the vacancy created following the resignation of Ms. Demet Özdemir, the Company's Independent Member of the Board of Directors, effective as of 04.05.2026, to serve for the remaining term of the other members of the Board of Directors.			
10. Approving the election of the Independent Audit Firm pursuant to related resolution of the Board of Directors, in accordance with the relevant provisions of Turkish Commercial Code, "Communique on Independent Auditing Standards in Capital Markets" Serial: X, No:28 of Capital Markets Board and "Decision of Energy Market Regulatory Authority on Auditing of Real Persons and Legal Entities Displaying Activity in Energy Market" dated 03.03.2015 and numbered 5507 and the Sustainability Audit Regulation issued by the Public Oversight, Accounting and Auditing Standards Authority.			
11. Presenting and approving the new Internal Regulation on the Procedures and Principles of General Assembly, prepared following the amendments made to the Internal Regulation, which was approved at the Company's general assembly meeting dated 27.06.2013 and is currently in force.			
12. Giving information to the General Assembly within the concept of the Corporate Governance Principles of Capital Markets Board, in case that the shareholders holding management power, the members of the Board of Directors, executive managers and blood and marital relatives up to second degree made transactions, which may result in conflict of interest among the Company or its subsidiaries; did business which falls into the scope of the Company or its subsidiaries in its name or other's name, and had shareholding with unlimited responsibility.			

13. Giving authorization to the members of the Board of Directors under the provisions of Articles 395 and 396 of the Turkish Commercial Code.			
14. Approval of increasing limit of donations and aids indicated in the Company's Policy on Donations and Aids and amendmend of the Policy on Donations and Aids of our Company, as per the Capital Market Law and the Communiqué on Dividends (II-19.1) of the Capital Market Board.			
15. Informing the General Assembly in accordance with the Capital Markets legislation about the donations and aids made by our Company within the year of 2025.			
16. Informing the General Assembly under Article 12 of Corporate Governance Principles of Capital Markets Board, about the securities, pledges, mortgages and sureties provided for the benefit of the third parties and the income or benefits that the Company retained as a result within the year of 2025.			
17. Approving the amendment of the Article 7 titled "Capital of the Company" of Articles of Association of the Company as approved by Energy Market Regulatory Authority, Capital Markets Board and Ministry of Trade and provided that the required permissions have been acquired from Energy Market Regulatory Authority, Capital Markets Board and Ministry of Trade.			
18. Wishes and Requests.			

(*)The agenda items of the General Assembly shall be enumerated one by one. If there is a draft resolution of the minority, this shall also be specified in order to ensure voting by proxy.

2. Special instruction regarding the other issues which may arise at the General Assembly meeting and especially exercising of the minority rights:

- a) The Proxy is authorized to cast vote in the direction of his/her opinion;
- b) The Proxy is not authorized to represent in these issues;
- c) The Proxy is authorized to cast vote in the direction of the special instructions herein.

SPECIAL INSTRUCTIONS: The special instructions to be given by the shareholder to the proxy, if any, shall be specified herein.

B) The shareholder shall select one of the alternatives herein and specify the shares he/she wishes to be represented by the proxy.

1. I approve the representation of my shares specified in detail herein by the proxy.

- a) Serial and series:*
- b) Number/Group.**

c) Piece – nominal value:

ç) Whether it has privilege in voting:

d) Whether Bearer or Registered:*

e) Ratio to the total shares / voting rights owned by the shareholder:

* This information is not requested for the shares monitored through registration.

** An information shall be given regarding the group, if any, instead of number for the shares monitored through registration.

- 2. I approve the representation of all the shares I have as included in the list prepared by the Central Registry Agency regarding the shareholders who may participate in the General Assembly by the proxy one day prior to the date of the General Assembly.**

NAME-SURNAME or TITLE OF THE SHAREHOLDER (*)

TR Identification No./ Tax No., Trade Registry and Number and Central Registration System Number:

Address:

SIGNATURE

(*)Equivalent of the said information, if any, should be presented for the foreign national proxies.