

**MINUTES OF THE ORDINARY GENERAL ASSEMBLY MEETING OF
TATLIPINAR ENERJİ ÜRETİM A.Ş. MEETING RELATED TO 2025
HELD ON 15/05/2026**

The Ordinary General Assembly meeting of Tatlıpınar Enerji Üretim A.Ş. regarding the 2025 fiscal year was held on May 15, 2026, at 11:00 AM at the address Çakmak Mh. Tavukçuyolu Cd. No:22, 34770 Ümraniye/İstanbul, under the supervision of the Ministry Representative Ms. Ayten Güneş, appointed by the letter of the Istanbul Provincial Directorate of Trade of the Ministry of Trade dated 13/05/2026 and numbered 122182650.

The meeting notice was made by publishing the notice, including the agenda as stipulated by the Law and the Company's Articles of Association, in the Turkish Trade Registry Gazette dated 02/04/2026 and numbered 11555, on the Public Disclosure Platform (KAP) on 02/04/2026, on the Merkezi Kayıt Kuruluşu A.Ş.'s Electronic General Assembly System (E-GKS), and on the Company's official website (<http://www.tatlipinarenerji.com.tr>). Pursuant to Article 29 of the Capital Markets Law, no separate registered letter was sent to shareholders for the invitation to the General Assembly meeting.

Upon review of the list of attendees, it was determined that out of the total 1,122,000,000 shares with a nominal value of 1,122,000,000 TL representing the Company's capital, all 294,480,000 Group A shares with a nominal value of 294,480,000 TL were represented by proxy, and out of the 827,520,000 Group B shares with a nominal value of 827,520,000 TL, 448,429,162 shares were represented by proxy and 12,720 shares were represented in person. Consequently, a total of 294,480,000 Group A shares and 448,441,882 Group B shares were represented at the meeting, achieving a participation rate of 66.21%, thus meeting the minimum attendance quorum required by both the Law and the Articles of Association.

It was determined that the following members of the Board of Directors were present at the meeting: Mr. Mehmet Burak KUTLUĞ, Ms. Halise Gökçe OKUR, Mr. Bekir Murat ÖGEL, and Mr. Erman ÇETE, and representing the Company's independent audit firm for the 2025 fiscal year, Reform Bağımsız Denetim A.Ş., Mr. Mustafa Topçu was present.

The Ministry Representative determined that the matters stipulated by the Company's Articles of Association, the Internal Directive regulating the working procedures of the General Assembly, the Turkish Commercial Code, and other relevant legislation were fulfilled both physically and electronically, and the necessary quorum was achieved, stating that there was no obstacle to commencing the meeting.

Following a minute of silence in memory of the founder of our Republic, Mustafa Kemal Atatürk, and all our revered martyrs, the meeting commenced. Attorney Bakıcan GENÇTÜRK informed shareholders about the voting procedures at the meeting; stating that, without prejudice to electronic voting arrangements, shareholders physically present in the meeting hall would vote by open hand-raising, and shareholders wishing to cast a negative vote should express their negative vote verbally. Subsequently, the agenda was discussed.

1. Formation of the Council of the Ordinary General Assembly and authorization of the Council to sign the minutes,

Agenda item 1 was discussed. In accordance with the relevant provisions of the Law and the Internal Directive regulating the working principles and procedures of our Company's General Assembly, Mehmet Burak KUTLUĐ was nominated as Chairman of the Meeting.

The proposal was put to a vote. As a result of the vote, the election of Mehmet Burak KUTLUĐ as Chairman of the Meeting was unanimously accepted by the participants.

As a result of the vote, Mehmet Burak KUTLUĐ was elected as Chairman of the Meeting; the Chairman appointed Sezer EMRE as the Minutes Taker and Damla KUTAY as the Vote Collector. Bakican GENÇTÜRK, who holds a Central Registry Agency Inc. and Capital Markets Licensing, Registry and Education Institution Inc. Electronic General Assembly System Certificate, was appointed to use the electronic general assembly system. It was determined that the Company has fulfilled its electronic general assembly preparations in accordance with legal regulations. Pursuant to the relevant provisions of the Law and the Internal Directive regulating the working principles and procedures of the General Assembly, the Council was authorized to sign the meeting minutes and other documents forming the basis of these minutes.

2. Discussion and approval of the 2025 Activity Report of the Board of Directors,

Agenda item 2 was discussed. Due to the fact that the 2025 Board of Directors' Activity Report was made available for review by shareholders on the Public Disclosure Platform (KAP), on our Company's website (<https://tatlipinarenerji.com.tr/>), on the Electronic General Assembly System (E-GKS), and at the company headquarters as of the date of the general assembly call announcement, a written motion submitted to the Council by Attorney Halise Gökçe OKUR, proxy of shareholder Ali İBRAHİMAĐAOĐLU, proposing that the report not be read separately but be deemed as read, was put to the shareholders' approval. The proposal to deem the 2025 Board of Directors' Activity Report as read was unanimously accepted by the participants as a result of the vote.

Discussion on the activity report commenced. Regarding this agenda item, shareholder Murat AKBULUT took the floor electronically. He asked whether the Company has any investments regarding offshore wind power plants (RES) and at what stage they are. The Chairman of the Meeting, Mehmet Burak KUTLUĐ, stated that the relevant matter is being followed up by the Company.

The 2025 Board of Directors' Activity Report was submitted for the approval of the general assembly. As a result of the vote, it was unanimously accepted by the participants.

3. Discussion of the 2025 Independent Audit Report prepared by the Independent Audit Firm,

Agenda item 3 was discussed. Due to the fact that the Independent Audit Report for the year 2025 was made available for review by shareholders on the Public Disclosure Platform (KAP), on our Company's website (<https://tatlipinarenerji.com.tr/>), on the Electronic General Assembly System (E-GKS), and at the company headquarters as of the date of the general assembly call announcement, a written motion submitted to the Council by Attorney Halise Gökçe OKUR, proxy of shareholder Ali İbrahimağaoğlu, proposing that only the opinion section of the Independent Audit Report be read, was put to the shareholders' approval. The proposal to read only the opinion section of the 2025 Independent Audit Report was accepted by majority vote, with 1,918,632,720 votes in favor against 2,209,162 votes against, as a result of the vote.

The floor was given to Mustafa Topçu, representative of the 2025 Independent Audit Firm Reform Bağımsız Denetim A.Ş., to read the opinion section of the 2025 Independent Audit Report.

Discussion on the Independent Audit Report commenced. No shareholder took the floor regarding this agenda item.

4. Discussion and approval of the financial statements for the fiscal year 2025,

Agenda item 4 was discussed. Due to the fact that the consolidated financial statements for the 2025 fiscal year were made available for review by shareholders on the Public Disclosure Platform (KAP), on our Company's website (<https://tatlipinarenerji.com.tr/>), on the Electronic General Assembly System (E-GKS), and at the company headquarters as of the date of the general assembly call announcement, a written motion submitted to the Council by Attorney Halise Gökçe OKUR, proxy of shareholder Ali İbrahimağaoğlu, proposing that only the main items of the financial statements be read and the entirety be deemed as read, was put to the shareholders' approval. The proposal regarding the reading of main items of the financial statements for the 2025 fiscal year and deeming the entirety as read was accepted by majority vote, with 1,920,841,762 votes in favor against 120 votes against, as a result of the vote.

The floor was given to Derya Deniz Yılmaz Adaloğlu, Deputy General Manager responsible for Financial Affairs, to read the main items of the balance sheet and income statement for the 2025 fiscal year.

Discussion on the financial statements for the 2025 fiscal year commenced. No shareholder took the floor regarding this agenda item.

The financial statements for the 2025 fiscal year were unanimously accepted by the participants.

5. Discussion of the release of the members of the Board of Directors individually for the activities of the Company in 2025,

Agenda item 5 was discussed. The discharge of the Board of Directors members who served during the period for their 2025 activities, transactions, and accounts was submitted for the approval of the shareholders.

No shareholder took the floor regarding this agenda item.

A vote was held regarding the separate discharge of the Board of Directors members who served during the period for their 2025 activities, transactions, and accounts. Among the Board of Directors members;

1. The release of Ali İBRAHİMAĞAOĞLU for his 2025 activities was unanimously approved by the participants.
2. The release of Ali Can İBRAHİMAĞAOĞLU for his 2025 activities was unanimously approved by the participants.
3. The release of Hakkı İBRAHİMAĞAOĞLU for his 2025 activities was unanimously approved by the participants.
4. The release of Mehmet Burak KUTLUĞ for his 2025 activities was unanimously approved by the participants.
5. The release of Halise Gökçe OKUR for her 2025 activities was unanimously approved by the participants.
6. The release of Yusuf GÜNAY for his 2025 activities was unanimously approved by the participants.
7. The release of Bekir Murat ÖGEL for his 2025 activities was unanimously approved by the participants.
8. The release of Erman ÇETE for his 2025 activities was unanimously approved by the participants.

Pursuant to Article 436 of the Turkish Commercial Code, board members who are shareholders did not exercise their voting rights arising from their own shares during the vote on their own discharge.

6. Determining and resolving all kinds of financial rights such as remuneration and attendance fees of the members of the Board of Directors within the framework of the Company's Remuneration Policy,

Agenda item 6 was discussed. In accordance with the mandatory Corporate Governance Principle No. 4.6.2 of the Capital Markets Board regarding the Company's Remuneration Policy for Board Members and Senior Management, the proposal to pay a monthly net fee of 80,000.00 TL to each Board Member for the year 2026 was submitted for the approval of the shareholders.

No shareholder took the floor regarding this agenda item.

The proposal to pay a monthly net fee of 80,000.00 TL to each Board Member until the end of their term as of the general assembly date was accepted by majority vote, with 1,918,632,720 votes in favor against 2,209,162 votes against.

7. Discussion and resolving on the Board of Directors' proposal for the selection of an Independent Audit Firm for the audit of the accounts and transactions for the year 2026 in accordance with the Turkish Commercial Code and the Capital Markets Law,

Agenda item 7 was discussed. The selection of the independent audit firm to serve in the 2026 Fiscal Year within the framework of Capital Markets Board regulations and relevant legislation commenced. Based on the proposal in the Audit Committee Report dated March 27, 2026, by the Audit Committee, in compliance with the regulations of the Turkish Commercial Code, the Capital Markets Board, and the Public Oversight, Accounting and Auditing Standards Authority, it was decided at our Board of Directors' meeting dated March 27, 2026, to propose Reform Bağımsız Denetim A.Ş., located at Kavacık Mahallesi Fatih Sultan Mehmet Cad. No: 10/3 Beykoz/İstanbul, as the independent auditor at our Company's 2025 Ordinary General Assembly for the audit of our Company's 2026 financial statements and reports pursuant to the Turkish Commercial Code No. 6102 and the Capital Markets Law No. 6362, and for carrying out other activities within the scope of relevant regulations. The relevant decision was submitted to the vote of the shareholders.

No shareholder took the floor regarding this agenda item.

The proposal for the election of Reform Bağımsız Denetim A.Ş. as the independent auditor for the audit of the 2026 financial statements and reports and for carrying out other activities within the scope of relevant regulations was unanimously decided by the participants.

8. Discussion and resolving on the Board of Directors' proposal for the appointment of a Sustainability Auditor in accordance with the Turkish Commercial Code, the Sustainability Audit Regulation, and relevant legal provisions,

Within the scope of the Turkish Sustainability Reporting Standards ("TSRS") published by the Public Oversight Accounting and Auditing Standards Authority, based on the proposal in the Audit Committee Report dated March 24, 2026, by the Audit Committee, it was decided at our Board of Directors' meeting dated March 24, 2026, to submit to the approval of the shareholders at the ordinary general assembly meeting for the 2025 fiscal year the appointment of Med Bağımsız Denetim ve Danışmanlık Anonim Şirketi as the sustainability auditor to perform the assurance audit of our Company's sustainability reports for the years 2025 and 2026 and to carry out other activities within the framework of relevant regulations. The relevant decision was submitted to the vote of the shareholders.

No shareholder took the floor regarding this agenda item.

The proposal for the selection of Med Bağımsız Denetim ve Danışmanlık Anonim Şirketi as the sustainability auditor for the audit of the 2025 and 2026 sustainability reports and for carrying out other activities within the scope of relevant regulations was unanimously decided by the participants.

9. Determining the utilization of 2025 profit and the rates of profit and dividends to be distributed,

According to the financial statements prepared for the Company's 2025 fiscal year activities in accordance with Turkish Financial Reporting Standards (TFRS) and adjusted for inflation considering the Capital Markets Board's announcement dated December 28, 2023, regarding inflation accounting application, it is understood that the Company resulted in a net period loss of 80,289,793 TL, while according to the Tax Procedure Law (VUK) records, it resulted in a current year loss of 1,061,612,798.98 TL. In this context, due to the loss resulting from the Company's activities for the 2025 fiscal year, the proposal regarding the non-distribution of profit according to the Board of Directors' resolution dated 30.03.2026 and numbered 2026/6 was put to a vote. As a result of the vote, the said proposal was unanimously accepted by the participants.

10. Pursuant to the Turkish Commercial Code and Capital Markets Board regulations; informing the shareholders about the guarantees, pledges, mortgages, and sureties given by the Company and its subsidiaries in favor of third parties in 2025 and the income or benefits obtained,

Agenda item 10 was discussed. The floor was given to Derya Deniz YILMAZ ADALIOĞLU, Deputy General Manager responsible for Financial Affairs, to make explanations regarding the relevant item.

Information was provided to shareholders regarding the guarantees, pledges, mortgages, and sureties given by our Company in favor of third parties as included in footnote number 21 of our Financial Statements dated 31.12.2025, as well as the income or benefits obtained. The Chairman of the Meeting, Mr. Mehmet Burak Kutluğ, stated that this agenda item was not subject to a vote and aimed to inform shareholders, and moved on to the next agenda item.

11. Providing information about the donations and grants made by the Company in 2025 in accordance with the Corporate Governance Principles and determining the upper limit for donations and grants to be made in 2026,

Agenda item 11 was discussed. The floor was given to Derya Deniz YILMAZ ADALIOĞLU, Deputy General Manager responsible for Financial Affairs, to provide information on the donations and aid made by our Company in 2025. Shareholders were informed that a total of 2,212,000.00 TL in donations and aid was made during the 2026 fiscal year.

In accordance with the Capital Markets Board's Corporate Governance Communiqué No. II-17.1, the discussion on determining the upper limit for donations within the framework of Capital Markets Board regulations until the Ordinary General Assembly Meeting for the Company's 2026 fiscal year commenced.

No shareholder took the floor regarding this agenda item.

Within the framework of capital markets legislation, the Company's Articles of Association, and the Company's Donation and Aid Policy; for donations to be made in the accounting/operating period 01.01.2026 - 31.12.2026, a written motion submitted to the council

by Attorney Halise Gökçe OKUR, proxy of shareholder Ali İBRAHİMAĞAOĞLU, proposing that the upper limit be set at 10,000,000.00 TL in accordance with Capital Markets Board regulations, was submitted for the approval of the shareholders.

The motion regarding the determination of the upper limit for donations and aid to be made in 2026 was put to a vote. As a result of the vote, the said upper limit for donations was accepted by majority vote, with 1,918,632,720 votes in favor against 2,209,162 votes against.

12. In line with the Corporate Governance Principles, Principle No. 1.3.6, informing the shareholders about the significant transactions realized in 2025 that may cause conflict of interest,

Agenda item 12 was discussed. Information was provided that details regarding whether shareholders holding management control, members of the board of directors, executives with administrative responsibility, and their spouses and blood relatives up to the second degree have entered into a significant transaction with the Company or its subsidiaries that may cause a conflict of interest, and/or carried out a commercial transaction falling within the Company's or its subsidiaries' line of business on their own or another's behalf, or entered another partnership engaged in similar commercial activities as an unlimited partner, are disclosed in detail in footnote number 4 titled "Related Party Disclosures" of the financial statements for the 2025 fiscal year, and that no other transactions occurred besides those disclosed.

No shareholder took the floor regarding this agenda item.

Since this item was an informational agenda item, no vote was held, and the meeting proceeded to the next agenda item.

13. Granting the Board of Directors, the permission and authorities set forth under Articles 395 and 396 of the Turkish Commercial Code

Agenda item 13 was discussed. Granting permission to our Board of Directors members to carry out transactions within the framework of Article 395 (Prohibition to Transact with the Company and Borrow from the Company) and Article 396 (Non-competition Obligation) of the TCC was submitted for the approval of the shareholders.

The proposal to grant permission to the Board of Directors members to carry out the transactions written in Articles 395 and 396 of the Turkish Commercial Code was accepted by majority vote, with 1,920,841,762 votes in favor against 120 votes against.

No shareholder took the floor regarding this agenda item.

14. Wishes and comments.

Agenda item 14 was discussed. Shareholders were given the floor to convey their wishes and opinions.

Shareholder Mustafa CAN stated that the company's market value is high and there are fluctuations in prices. Questions were asked regarding the sale of shares by shareholders and

portfolio companies. The Chairman of the Meeting, Mehmet Burak KUTLUĞ, answered the relevant questions.

As there were no further items on the agenda to discuss, the Chairman of the Meeting closed the meeting at 11:57 AM.

Meeting Chairman
Mehmet Burak
KUTLUĞ

Ministry Representative
Ayten GÜNEŞ

Minute Clerk
Sezer EMRE

Vote Collector
Damla KUTAY