



**Margün Enerji Üretim Sanayi Ve Ticaret A.Ş.**

**01.01.2024 – 31.03.2024 Period Term Report**

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01

# Information About the Company



## > Information About the Company

Corporate Name	MARGÜN ENERJİ ÜRETİM SANAYİ VE TİCARET ANONİM ŞİRKETİ
Central Address	Kızılırmak Mahallesi 1450 Sokak ATM Plaza (B) Blok 1/67 Çankaya-Ankara
Phone and Fax Numbers	0312 4671836 (PBX) 0312 440 7202
Date of Establishment	25.11.2014
Principal Business Activity	Generation of Energy From Renewable Sources
Industry	Energy
Affiliated Group	Naturel Holding
Office of Trade Register and Number	Ankara, 420206
Website Address	<a href="http://www.margunenerji.com.tr">www.margunenerji.com.tr</a>
E-mail Address	<a href="mailto:info@margunenerji.com.tr">info@margunenerji.com.tr</a>
The upper limit of Registered Paid in Capital	TRY 1.500.000.000
Paid in Capital as of 31.03.2024	TRY 1.180.000.000

## > Information About Company's Capital Share and Right to Vote

	31.03.2024		
Partner	TRY	Share of Capital %	Right to Vote %
Esenboğa Elektrik Üretim A.Ş.	892.195.097	75,61	87,65
Yusuf ŞENEL (Board Chairman)	66.674.806,64	5,65	2,86
Other (Public Part)	161.130.096,36	13,66	6,92
<b>TOTAL</b>	<b>1.180.000.000</b>	<b>100</b>	<b>100</b>

Within our company's registered capital ceiling of TL 1,500,000,000, an application has been submitted to the Capital Markets Board of Turkey in 03.04.2023, to obtain the necessary permission for the approval of the Issuance Certificate regarding the shares with a nominal value of TRY 770,000,000 to be issued, due to the increase in the capital of our company to TRY 1,180,000,000 ,fully covered by TRY 226,859,194.12 profit shares and TRY 543,140,805.88 internal resources of its issued capital of TRY 410,000,000 and to obtain the appropriate opinion regarding the amendment of the 6th article of the Articles of Association titled "Capital".

The CMB's approval was published in the CMB bulletin on 22.11.2023, under the number 2023/74.

Our company's bonus issue procedures were registered on 30.11.2023 and announced in the Trade Registry Gazette with issue number 10969, dated 30.11.2023

## ➤ Information About Shareholders

Of the Company's issued capital amounts to 1,180,000,000 (One Billion One Hundred Eighty Million) Turkish Lira. This capital is divided into 1,180,000,000 shares, each with a nominal value of 1.00 (One) Turkish Lira. The entire capital has been fully paid in without any collusion. This capital is divided into 1,180,000,000 shares, each with a nominal value of 1 (one) Turkish Lira, of which 287,804,878 are registered (A) Group shares and 892,195,122 are bearer (B) Group shares. (A) Group shares have privileges regarding the nomination and election of board members and voting rights at the general assembly. (B) Group shares do not have any privileges. The privileges associated with the privileged shares are specified in Articles 7 and 10 of the Articles of Association.

## About the Decision of Initiation of share > buy-back programme

Our Board of Directors decided as of 15.02.2023,

1. In accordance with Capital Market Board's Communique II-22.1 on Share Buybacks with the resolution numbered 9/177 and dated 14.02.2023, due to the current market price of Margün Enerji Üretim Sanayi ve Ticaret A.Ş.'s shares traded at Borsa İstanbul is deemed ineffective in reflecting the true value and fundamentals of Margün Enerji Üretim Sanayi ve Ticaret A.Ş., in order to protect our shareholders, to contribute to the fair valuation of our shares and in order to maintain the trust of our investors, our Board of Directors resolved to initiate a share buyback program from the market,
2. Determine the maximum number of shares that may be subject to buy-back be 10.000.000 with a total nominal value of TRY 10.000.000,
3. Determine the maximum amount of funds to be allocated for share buybacks to be TRY 250.000.000, which will be sourced from the current Company sources,
4. Present the buyback program to the information and approval of the first upcoming general assembly of shareholders and also to make necessary announcement on PDP.

In accordance with the board of directors' decision dated 15.02.2023, numbered 2023/12, and revised by the board of directors' decision dated 21.02.2024 numbered 2024/04 and dated 23.02.2024 numbered 2024/05, our company has repurchased its shares within the share buyback program. The repurchased shares of MAGEN with a nominal value of TRY 8,625,193,36 was sold to the related party, our company's Chairman of the Board, Yusuf ŞENEL, in compliance with Rule 7.1 of the Istanbul Stock Exchange (Borsa İstanbul A.Ş.) Wholesale Trading Procedures for Trading Companies' Shares, at a price of TRY 16,00 per share, without any change in control power. After the sale, our company has realized a profit of TRY 4,391,153.15.

As a result of this transaction, the share of Yusuf ŞENEL in our company's capital has risen to 6,38%. With the transfer of the sold shares, the total repurchased shares of our company have decreased from 8,629,999,61 to 4.806,25, and the share of these repurchased shares within our company's capital has decreased from 0,7314% to 0,0004%.

With the wholesale trade transaction realized on 29.03.2024, our Company's total gain from these transactions is TRY 42,261,109.15.



# Board of Directors and Jurisdiction Limits



Board of Directors as of 31.03.2024.

Name and Surname	Position	Date of First Assignment
Yusuf ŞENEL	Chairman of the Board	04.06.2021
Ebru ŞENEL	Deputy Chairman of the Board	04.06.2021
Sami Özgür BOSTAN	Member	04.06.2021
Gökhan KILIÇ	Member	04.06.2021
Uğur YİĞİT	Independent Member	04.06.2021
Ziya AKBAŞ	Independent Member	04.06.2021

With the decision of 2023 Ordinary General Assembly held on 03.06.2024, the following individuals were elected as members of the Board of Directors for a term of 3 years: Yusuf ŞENEL, Selma DİKMEN, Hilal ASLAN, Gökhan KILIÇ, Ziya AKBAŞ, and Çiğdem DİLEK.

**Yusuf ŞENEL****Chairman of the Board**

Yusuf Şenel, born in Kahramanmaraş in 1979, has carried out his education and business life together since his early ages. He graduated from Bolu Mimar İzzet Baysal Technical and Industrial Vocational High School and although he started his university education in Kahramanmaraş Sütçü İmam University's Textile Engineering Department, he saw the opportunities in business life and quit university and started working. After managerial experiences in various sectors, he established his own business. He has served since the establishment of Esenboğa Elektrik Üretim A.Ş. as Chairman of the board, which started its operations in 2015. He is currently the Chairman of the Board of Directors of Naturel Holding Group companies operating in various sectors such as Defense Industry, Informatics, Energy, Mining.

**Ebru ŞENEL****Deputy Chairman of the Board**

Ebru Şenel, born in 1981 in Kahramanmaraş, graduated from Kahramanmaraş Girls' Vocational High School in 2000. In 2004, Mrs. Ebru Şenel completed her undergraduate education in the field of child development and education. She started her career as a teacher and continued to teach until 2009. In 2009, she started to work at Naturel Yenilenebilir Enerji Ticaret A.Ş. and Esenboğa Elektrik Üretim A.Ş. Mrs. Şenel is currently a member of the Board of Directors of both Naturel Yenilenebilir Enerji Tic. A.Ş. and Esenboğa Elektrik Üretim A.Ş.

**Sami Özgür BOSTAN****Member / General Manager**

Born in Mersin in 1986, Sami Özgür Bostan graduated from the Milli Piyango High School, completed his undergraduate education at Anadolu University, Faculty of Economics and Administrative Sciences, Department of Economics, and then started his master's degree in Accounting and Finance at Gazi University. From 2011 to 2016, he started as an assistant in the audit departments of global auditing companies such as PwC and E&Y and rose to the level of experienced senior associate, specializing in auditing and IFRS reporting; he later served as audit manager; In 2016, he transferred to Aydiner Group of Companies as Internal Audit and Control Manager. He carried out the processes such as internal audit, budgeting and control, tax risk examinations, M&A and IFRS reporting of all of the group companies operating in domestic and international sectors such as energy, production, construction, tourism and agriculture and also listed on the Stock Exchange. He also provided management consultancy services to the Board of Directors. He has been the CFO of Naturel Renewable Energy Group since November 2020. He is CPA.

## **Gökhan KILIÇ**

### **Member/ Deputy of General Manager**

Born in 1990 in Kahramanmaraş, Gökhan KILIÇ graduated from Kahramanmaraş Atatürk Anatolian High School in 2007. In 2013, he completed his undergraduate education in the Department of Business Administration, Faculty of Economics and Administrative Sciences, İnönü University. He started his career in the accounting and finance sector, and in late 2013, he joined Naturel Yenilenen Enerji Ticaret A.Ş. He still continues his duty as Accounting and Finance Manager.

## **Prof. Dr. Uğur YİĞİT**

### **Board Member (Independent Member)**

Uğur Yiğit graduated from Ankara University, Faculty of Law in 1989. In 1996, Mr. Yiğit studied his Master's Degree in "European Communities Law" at Ankara University Faculty of Law and completed his PhD in Financial Law in 2003 and in Banking in 2008 at Marmara University.

During his career, Assoc. Dr. Uğur Yiğit has books published in various fields such as Tax Law, Tax Evasion and Crimes, European Community Common Agricultural Policy. Mr. Yiğit is still a (Independent) Member of the Board of Directors of Naturel Yenilenebilir Enerji A.Ş. and Esenboğa Elektrik Üretim A.Ş.


## **Ziya AKBAŞ**

### **Board Member (Independent Member)**

Ziya Akbaş born in 1962 in Kahramanmaraş, completed and his education in Erciyes University Faculty of Economics and Administrative Sciences, Department of Business Administration. Mr. Akbaş completed his master's degree in Business Management (MBA) at Piri Reis University Institute of Social Sciences. Ziya Akbaş worked as Accounting Officer, Regional Accounting Chief and Regional Manager in various private sector companies between 1987-1997. Ziya Akbaş, who became an Independent Accountant and Financial Advisor in 1997, is also worked as Trademark Attorney at the Turkish Patent Institute and Independent Auditor at Public Oversight Authority. Mr. Akbaş worked as a Board Member in Aselsan between 2014-2017. Ziya Akbaş is an Independent Member of the Board of Directors at both Naturel Yenilenebilir Enerji Ticaret A.Ş. and Esenboğa Elektrik Üretim A.Ş.

## > Authority Limits of the Members of Managing Body and Their Company Related Transactions:

Name and Surname	Position
Sami Özgür BOSTAN	General Manager
Gökhan KILIÇ	Deputy General Manager
Bayram KUL	Project Manager
Hilal ASLAN	Accounting Manager
Yasin OĞUZ	Manager of Investor Relations



As of 31.03.2024, the number of employees working in the company is 101.

# Organization Chart and Management Staff



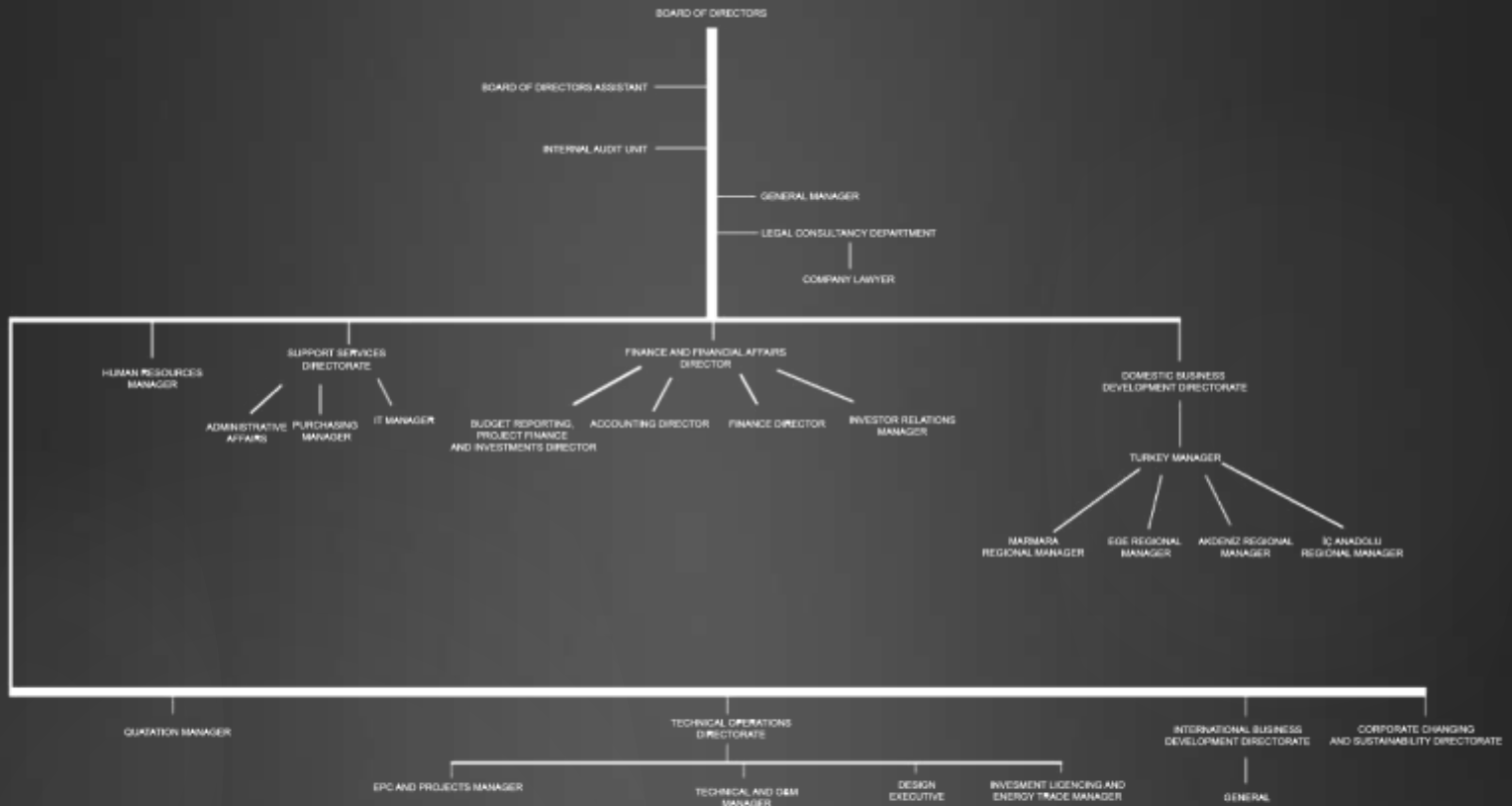
## > Investor Relations Department

The establishment of the Investor Relations Department and the duties of the Investor Relations Department are specified in the Corporate Governance Communiqué (II-17.1). The contact information of our employees working in this unit is presented below:

Investor relations department works under the General Manager and simultaneously in harmony with the Corporate Governance Committee. Material event disclosures are made for important developments during the period. During this period, 57 Special Event Disclosures were made.

Name and Surname	Position and Date of Assignment	Phone Number and E-mail	Type of Certificate
Yasin OĞUZ	Manager of Investor Relations 14.01.2022	0312 467 18 36 <a href="mailto:yasin.oguz@naturelenerji.com.tr">yasin.oguz@naturelenerji.com.tr</a>	Capital Markets Operations Degree 3 License and Corporate Governance Rating License
Merve İMİRĞİ	Investor Relations Executive 22.08.2022	0312 467 18 36 <a href="mailto:merve.imirgi@naturelenerji.com.tr">merve.imirgi@naturelenerji.com.tr</a>	Capital Markets Operations Degree 3 License and Corporate Governance Rating License

## > Organization Chart





02

Company Operations



**MARGÜN**  
ENERJİ ÜRETİM SANAYİ VE TİCARET ANONİM ŞİRKETİ



Margun Enerji, which is operating in the renewable energy sector, develops projects from start to finish and builds solar power plants on a turnkey basis, on its own behalf in the country and abroad on behalf of its customers and itself. In the 3rd article of the company's main contract of activity, "The company is responsible for the establishment, commissioning, leasing, electrical energy production, production of electricity engages in the sale of electrical energy and/or capacity to customers." is indicated as. The company actually establishes turnkey electric power generation facilities for its customers and itself. In this context, the activities of the company are explained under two main headings after the introduction below

## > Renewable Energy Contracting - EPC

The services offered by the company abroad and domestic to its customers in this context are as follows

**1**

Power Plant Site  
Location Services,  
Licensing Services

**5**

Developing projects from the  
beginning for itself domestically and  
for its customers both domestically  
and abroad, and also installing solar  
power plants on a turnkey basis.

**2**

Project development  
and Engineering  
Services

**6**

Transmission and  
Distribution Grid  
Engineering and  
Contracting Services

**3**

Financial and Technical  
Data Analysis Services

**7**

Network Connection  
Services

**4**

Supply of Power Plant  
Components

**8**

Management of the  
electricity generation



## > Electricity Generation from Renewable Energy Sources

### Margün Enerji Solar Power Plant Investments;

Considering that Renewable Energy, especially Solar energy, can replace most traditional energy sources over time, Margün Enerji invests in solar energy for a livable environment. The company produced electricity through the solar powerplants it owned in 2018 and 2019. In addition, the company purchased a total of 44,07 MWp solar powerplants from Yozgat, Afyon, Nevşehir and Eskişehir in the last quarter of 2019 and In the last quarter of 2020, it purchased 12.28 MWp solar power plants in the Afyon region. Finally, on 12.03.2021, it purchased 39 power plants operating in Konya, Antalya, Ankara, Eskişehir, Adana and Muğla provinces and increase its current capacity to 118.03 MWp and continued to grow in the sector.

The company generates and sells electricity with a total licensed and unlicensed generation capacity of 118,03 MWp. These powerplants joined the Company in 2018, 2019, 2020 and 2021 and among them are the power plants that started electricity generation in 2015, 2016, 2017, 2018 and 2020. The company still carries out all these activities with 101 personnel. The head office of the company is located in Ankara. Power plants are located in Yozgat, Eskişehir, Afyon, Nevşehir, Ankara, Konya, Antalya, Adana and Muğla.

The company manufactures unlicensed based on the invitation letters of its subsidiaries, of which all capital belongs to itself. Within the framework of the Licensed and Unlicensed Electricity Generation Regulation, which entered into force on October 2, 2013, natural or legal persons are able to apply for to build an Unlicensed Electricity Generation Facility with an upper limit of 1 MW in condition of owning an electricity consumption facility as house, workplace, business, manufacturing facility, etc

## > Electricity Generation from Renewable Energy Sources

Law No. 5346 on the Use of Renewable Energy Resources for the Purpose of Generating Electrical Energy has granted the state the right to sell the Electric Energy produced by the generation facilities based on solar energy within the scope of the Renewable Energy Resources Support Mechanism (RERSM) for 10 years at a price of kWh / 13.3 USD cent / kWh. With this regulation, as of September 2021, approximately 7.390 MW Solar Power Plant in Turkey has been commissioned for 10 years and all along the 13.3 USDcent / kWh feed electricity purchases are benefiting from the guarantee.

The installed power concept for SPPs is expressed in terms of DC (Direct Current), and the installed power of the our company's SPP is 118,03 MWp. However, direct current cannot be used in electricity consumption and must be converted into AC (Alternating Current) form, which is the type of electricity to be supplied to the network through transformers. The total transformed usable electricity AC outputpower of our company SPPs is 100,480 MWac.

Within the scope of the Balancing and Settlement Regulation, The electrical energy commercial operations of the Özmen 1 GES Production Licensed energy plant with license capacity and a plant current capacity of 14 Mwe which is established and in operation in the Milas district of Muğla province are carried out by our company. Within the scope of the Board Decision dated 12/05/2022 and numbered 10971, the increase of the electrical capacity from 14 MWe to 16 MWe has been approved by relevant distribution institution and Turkish Electricity Transmission Corporation and with this increase of the capacity, it has been observed that 606.17 MWe capacity has been produced more during June to September 2022 periods. With the support of the YEKDEM and using of equipment which is produced in Turkey, hourly operational transactions are carried out in the day-ahead and intraday markets over total unit price at 13.74 \$cent/kWh. As a result of hourly buying- selling transactions in the intraday market, our weighted average selling price rise up to 13,90 \$cent/kWh



## > Foreign Power Plants Investments

It is currently developing SPP projects with a total contract value of EUR 55.5 mn and an installed power of 64 MWp in Italy on behalf of its customers, and after the permits are completed, EPC service will be provided and the sites will be installed.

In accordance with the 11 MWp GES Project Development and Turnkey EPC contract signed with Berkteks Tekstil, one of the mentioned projects, the land development, technical inspection and project studies of the 11 MWp San Guiseppa Jato SPP Project in Palermo, Italy, Sicily Region, have been completed. On 06.08.2021, the official application for licensing to Italian Network Operator Enel was made on behalf of Margün Enerji's Italy Branch.

In accordance with the 53 MWp SPP Project Development and Turnkey EPC contract signed with Hacı İsmail KURTUL and Kurteks Tekstil, the land development, technical inspection and project studies of the 53.1 MWp Castello SPP Project located in Agrigento, Sicily, Italy have been completed. On 07.07.2021, the official application for licensing to the Italian Network Operator Terna was made on behalf of the Italian branch of Margün Enerji. Our application has been approved by Terna, Italian High Voltage Network Operator. As per the applicable regulation, 30% of the connection fee has been paid to Terna and our Solar Power Plant with an installed power of 53.1 MWp has obtained STMG approval (the network connection right). The project pre-license has been obtained. Thus, our project has reached to 30% completion level and moved to the next stages including EIA (Environmental Impact Assessment), zoning and construction permits. After the completion of these processes, the installation of the power plant will begin. The Project is expected to generate EUR 8 million of EBITDA, annually.

Our company has signed a project development and turnkey EPC contract with MTG Enerji İnşaat Sanayi ve Ticaret A.Ş., a company headquartered in Ankara, for an 11 MWp Solar Power Plant project to be built in Italy. The total value of the contract is Eur 11,000,000, excluding 18% VAT (TRY 165.953.700) and as of today, Eur 1,000.000 advance was received.

Our company will carry out the project development, EPC, PPA and project finance facilities of the power plant on turnkey basis.

Within the scope of the Project, it is expected to generate EUR 1.600.000 (TRY 24.138.720) EBITDA per year.

An office was opened in February 2021 in Palermo, Italy, to carry out its overseas activities. In addition to our ongoing EPC contracts, our Italy Office continues our project development studies for our potential new customers and our own investments. In Italy, it received the Investor of the Year award in 2020 by the Italian Chamber of Commerce and Industry.

Margün Enerji develops projects from beginning and turns-key solar power plants in the USA, Canada and Australia, especially in Western European countries such as Italy, Spain, Germany, England, Netherlands and France, on its own behalf in the country and on behalf of its customers abroad.

The turnkey contract for the development and installation of a 53.1 MWp Solar Power Plant in Italy has been unilaterally terminated by our company.

Under this contract, processes have been initiated for the transfer of all rights of the project to a new customer. In order to maintain bargaining power and prevent adverse effects on investors until the transfer processes are completed, it has been decided to postpone the disclosure of internal information to the public for investors in accordance with the provisions of the Capital Markets Board's Communiqué II-15.1 on "Postponement of Disclosure of Internal Information to the Public" under the 6th article of the Special Situations Communiqué.

The relevant Project which identify The turnkey contract for the development and installation of a 53.1 MWp Solar Power Plant in Italy has been transferred to MTG Enerji İnşaat Sanayi ve Ticaret A.Ş and signed a new contract on 26.12.2023

## BATTERY SOLAR POWER PLANT INVESTMENTS:

Anatolia Yenilenebilir Enerji A.Ş. which is a 100% subsidiary of Margün Enerji has applied to EMRA (Energy Market Regulatory Authority) for 4 separate Battery Operated Solar Power Plant to establish a Solar Power Generation Plant with a total power of 252 MWm /170 MWe and to establish battery electric storage facility with a capacity of 170 MWh integrated into these power plants.

As of 2022, the total installed power of our company's SPP portfolio was 118.03 MWp. With the YEKA tenders which has 157,50 MWe capacity in total, our solar power plant capacity was expected to reach 275,53 MWe. With these investments made by Margün Enerji, through to 8 separate Battery Operated Solar Power Plant Projects, our total installed power of SPP is expected to reach 1,052.53 MWp with an additional investment of 777 MWp.

## CAPACITY INCREASE WITH STORAGE INVESTMENTS:

		SOLAR POWER PLANT	SPP	STORAGE
			MWm	MWh
1	ANATOLİA YENİLENEBİLİR ENERJİ ANONİM ŞİRKETİ (MARGÜN ENERJİ)	SOLAR POWER PLANT WITH BATTERY	75	50
2		SOLAR POWER PLANT WITH BATTERY	150	100
3		SOLAR POWER PLANT WITH BATTERY	75	50
4		SOLAR POWER PLANT WITH BATTERY	225	150
5		SOLAR POWER PLANT WITH BATTERY	20	13
6		SOLAR POWER PLANT WITH BATTERY	20	13
7		SOLAR POWER PLANT WITH BATTERY	167	114
8		SOLAR POWER PLANT WITH BATTERY	45	30
TOTAL			777	520

## Developments in Battery-Integrated Solar Energy Power Plant Investments:

Within the scope of the application submitted, the Energy Market Regulatory Authority (EPDK) was unable to provide a positive response to our pre-license application for storage SPP capacity due to the capacity constraints of Turkish Electricity Transmission Corporation (TEİAŞ) and distribution companies. Land development activities are currently in progress for new energy storage solar power plant projects in various regions.



### BATTERY SOLAR POWER PLANT INVESTMENTS:

Soleil Yenilenebilir Enerji A.Ş which is 100% subsidiary of Margün Enerji Üretim Sanayi ve Ticaret A.Ş has been granted a production license by the Energy Market Regulatory Authority (EPDK) on 30.07.2020 in accordance with Law No. 6446 on the Electricity Market and relevant regulations, to carry out production activities for 49 years, starting from 30.07.2020, for the Özmen-1 Solar Power Plant project based on solar energy in Muğla province. With this license, it sells the electricity it produces at a price of 13.3 USD cents per kWh for a period of 10 years starting from the temporary acceptance date of 23.10.2020, under the state purchase guarantee in accordance with Laws No. 5346 and No. 6094

In accordance with the "Regulation on Storage Activities in the Electricity Market" published on 19.11.2022 the provision has been added that "Legal entities holding a production license can establish an integrated storage unit within a licensed production facility." In accordance with this, an application has been submitted on 08.11.2023 to the Energy Market Regulatory Authority (EPDK) to install an integrated storage unit with a capacity of 2.064 MWp for our Özmen-1 GES project with an installed capacity of 20.17 MWp.

### Electricity Market Supply License Application:

Anatolia Yenilenebilir Enerji A.Ş which is a 100% subsidiary of Margün Enerji has applied to to the Energy Market Regulatory Authority (EPDK) as of today to obtain a supply license in the electricity market.

With the acquisition of the relevant license, our company will operate as a licensed firm for wholesale and/or retail purchase and sale of electricity, trade, import, export, and other commercial activities. In addition to that, in the field of renewable energy, also focusing on the buy and sale, import, and export of green energy, the company aims to reduce fossil fuel dependency and contribute to the reduction of carbon footprint, taking steps towards a sustainable future. We will keep the public informed about any updates in this regard.

Information on 89 power plants with an installed power of 118.03 MWp in total, which are under our company and its subsidiaries, are given below.

Power Plant Information Underneath Margün Enerji Üretim Sanayi ve Ticaret A.Ş.			
Plant Name	Address	Installed Power MWp	Generation Power MWe
YSF-1	Ankara İli Akyurt İlçesi Yassıardıç Mahallesi	1,19	1,00
YSF-2	Ankara İli Akyurt İlçesi Karacalar Köyü	1,19	1,00
YSF-3	Ankara İli Akyurt İlçesi Teberik Köyü	1,19	1,00
SNL-1	Ankara İli Akyurt İlçesi (Karacalar Köyü-Teberik Köyü-Kapaklı Köyü)	1,19	1,00
SNL-2	Ankara İli Akyurt İlçesi (Karacalar Köyü-Teberik Köyü-Kapaklı Köyü)	1,19	1,00
SNL-3	Ankara İli Akyurt İlçesi Teberik Köyü	1,19	1,00
KAZAN-1	Ankara İli Kazan İlçesi (Çalta Mah.)	1,04	0,99
KAZAN-2	Ankara İli Kazan İlçesi (Çalta Mah.)	1,04	0,99
KAZAN-3	Ankara İli Kazan İlçesi (Çalta Mah.)	1,04	0,99
Margün 13	Ankara İli Kızılcahamam İlçesi, Pazar Mahallesi	1,17	1,00
Aslan -1 GES	Yozgat A.madeni Aslanlıkarabuğra köyü 119 Ada 1parcel	1,17	1,00
Aslan - 2 GES	Yozgat A.madeni Aslanlıkarabuğra köyü 119 Ada 2 parsel	1,11	1,00
Aslan - 3 GES	Yozgat A.madeni Aslanlıkarabuğra köyü 117 Ada 18 parsel	1,14	1,00
Karakaya - 4 GES	Yozgat Sorgun A.Karakaya köyü 136Ada 45 parsel	1,07	1,00
Karakaya - 5 GES	Yozgat Sorgun A.Karakaya köyü 136Ada 45 parsel	1,06	1,00
RamGES	Yozgat Sorgun A.Karakaya köyü 136Ada 44 parsel	1,12	1,00
Gül - 1 GES	Nevşehir Merkez Çayırılık köyü 220 Ada 2-3 parsel	1,18	0,98
Gül - 2 GES	Nevşehir Merkez Çayırılık köyü 220 Ada 2-3 parsel	1,18	0,98
Gül - 3 GES	Nevşehir Merkez Çayırılık köyü 220 Ada 2-3 parsel	1,18	0,98
Gül - 5 GES	Nevşehir Merkez Çayırılık köyü 220 Ada 2-3 parsel	1,18	0,98
Gül - 6 GES	Nevşehir Merkez Çayırılık köyü 220 Ada 2-3 parsel	1,10	0,98
Gül - 7 GES	Nevşehir Merkez Çayırılık köyü 220 Ada 2-3 parsel	1,05	0,98
Gül - 8 GES	Nevşehir Merkez Çayırılık köyü 140 Ada 24-25 parsel	1,11	0,98
Mavi GES	Nevşehir Merkez Çayırılık köyü 140 Ada 24-25 parsel	1,18	0,98
Sarı GES	Nevşehir Merkez Çayırılık köyü 140 Ada 24-25 parsel	1,18	0,98

## Power Plant Information Underneath Margün Enerji Üretim Sanayi ve Ticaret A.Ş.

Plant Name	Address	Installed Power MWp	Generation Power MWe
Ased - 1 GES	Afyon Dazkırı Yüreğil köyü 2979-2980 parsel	1,12	0,98
Ased - 2 GES	Afyon Dazkırı Yüreğil köyü 2979-2980 parsel	1,02	0,98
Ased - 3 GES	Afyon Dazkırı Yüreğil köyü 2979-2980 parsel	1,07	1,00
Zemzemiye 2 GES	Bilecik Söğüt Zemzemiye mah.0 Ada 2648 parsel	1,10	1,00
Zemzemiye 3 GES	Bilecik Söğüt Zemzemiye mah.0 Ada 2650 parsel	1,05	1,00
Kural 1 GES	Afyon Sinanpaşa İlçesi Bulca Köyü Şeytanlık Mevkii	1,17	1,00
Kural 2 GES	Afyon Sinanpaşa İlçesi Bulca Köyü Şeytanlık Mevkii	1,17	1,00
Kural 3 GES	Afyon Sinanpaşa İlçesi Bulca Köyü Şeytanlık Mevkii	1,07	1,00
Kural 4 GES	Afyon Sinanpaşa İlçesi Bulca Köyü Gedikaltı Mevki 423 Parsel	1,05	0,98
Kural 5 GES	Afyon Sinanpaşa İlçesi Bulca Köyü Gedikaltı Mevki 405 Parsel	1,17	0,98
Maral 1 GES	Afyon Sinanpaşa İlçesi Bulca Köyü Şeytanlık Mevkii	1,12	0,98
Maral 2 GES	Afyon Sinanpaşa İlçesi Bulca Köyü Şeytanlık Mevkii	1,17	0,90
Maral 3 GES	Afyon Sinanpaşa İlçesi Bulca Köyü Şeytanlık Mevkii	1,07	0,90
Maral 4 GES	Afyon Sinanpaşa İlçesi Bulca Köyü Şeytanlık Mevkii	1,07	0,95
Maral 5 GES	Afyon Sinanpaşa İlçesi Bulca Köyü Şeytanlık Mevkii	1,15	1,00
Soral GES	Afyon Sinanpaşa İlçesi Bulca Köyü Şeytanlık Mevkii	1,05	1,00
Agah 1 GES	Ankara İli Akyurt İlçesi (Karacalar Köyü-Teberik Köyü-Kapaklı Köyü)	1,19	1,00
Agah 2 GES	Ankara İli Akyurt İlçesi (Karacalar Köyü-Teberik Köyü-Kapaklı Köyü)	1,19	1,00
Agah 3 GES	Ankara İli Akyurt İlçesi (Karacalar Köyü-Teberik Köyü-Kapaklı Köyü)	0,75	0,67
Saf Akçe 1 GES	Ankara İli Akyurt İlçesi (Karacalar Köyü-Teberik Köyü-Kapaklı Köyü)	1,19	1,00
Saf Akçe 2 GES	Ankara İli Akyurt İlçesi (Karacalar Köyü-Teberik Köyü-Kapaklı Köyü)	1,19	1,00
Saf Akçe 3 GES	Ankara İli Akyurt İlçesi (Karacalar Köyü-Teberik Köyü-Kapaklı Köyü)	1,19	1,00
Ulus 1 GES	Ankara İli Akyurt İlçesi (Karacalar Köyü-Teberik Köyü-Kapaklı Köyü)	1,19	1,00
Ulus 2 GES	Ankara İli Akyurt İlçesi (Karacalar Köyü-Teberik Köyü-Kapaklı Köyü)	1,19	1,00
Ulus 3 GES	Ankara İli Akyurt İlçesi (Karacalar Köyü-Teberik Köyü-Kapaklı Köyü)	1,19	1,00
TYT	Konya, Selçuklu İlçesi Yazıbelen Köyü 117 ve 282 Parseller	1,15	1,00
HKN	Konya, Selçuklu İlçesi Yazıbelen Köyü 117 ve 282 Parseller	1,15	1,00

## Power Plant Information Underneath Margün Enerji Üretim Sanayi ve Ticaret A.Ş.

Plant Name	Address	Installed Power MWp	Generation Power MWe
MBE	Konya, Selçuklu İlçesi Yazıbelen Köyü 117 ve 282 Parseller	1,15	1,00
NBD	Konya, Selçuklu İlçesi Yazıbelen Köyü 117 ve 282 Parseller	1,15	1,00
SFS	Konya, Selçuklu İlçesi Yazıbelen Köyü 117 ve 282 Parseller	1,15	1,00
ATS	Konya, Selçuklu İlçesi Yazıbelen Köyü 117 ve 282 Parseller	1,15	1,00
EDS	Konya, Selçuklu İlçesi Yazıbelen Köyü 117 ve 282 Parseller	1,15	1,00
Laurus	Konya, Tuzlukçu İlçesi Tursunlu Köyü 873 ve 874 Parseller	1,15	1,00
Ulmus	Konya, Tuzlukçu İlçesi Tursunlu Köyü 873 ve 874 Parseller	1,15	1,00
Tilia	Konya, Tuzlukçu İlçesi Tursunlu Köyü 873 ve 874 Parseller	1,15	1,00
Nerium	Konya, Tuzlukçu İlçesi Tursunlu Köyü 873 ve 874 Parseller	1,13	1,00
Malus	Konya, Tuzlukçu İlçesi Tursunlu Köyü 873 ve 874 Parseller	1,14	1,00
Kalmia	Konya, Tuzlukçu İlçesi Tursunlu Köyü 873 ve 874 Parseller	1,15	1,00
Hedera	Konya, Tuzlukçu İlçesi Tursunlu Köyü 873 ve 874 Parseller	1,11	1,00
Sorbus	Konya, Tuzlukçu İlçesi Tursunlu Köyü 873 ve 874 Parseller	1,12	1,00
Zelkova	Konya, Tuzlukçu İlçesi Tursunlu Köyü 873 ve 874 Parseller	1,15	1,00
Betula	Konya, Tuzlukçu İlçesi Tursunlu Köyü 873 ve 874 Parseller	1,06	1,00
Kinesis A.Ş	Antalya, Elmalı İlçesi, Akbağlar Mevkii	0,62	1,00
Kinesis Ltd	Antalya, Elmalı İlçesi, Akbağlar Mevkii	0,91	1,00
Kinesis Des	Antalya, Elmalı İlçesi, Akbağlar Mevkii	1,01	0,54
Çayören	Antalya, Elmalı İlçesi, Akbağlar Mevkii	0,98	1,00
Ekonova GES	Ankara, Polatlı İlçesi Kıranharmanı Köyü	1,03	0,99
Ekofoton GES	Ankara, Polatlı İlçesi Kıranharmanı Köyü	1,01	0,99
Ekosun GES	Ankara, Polatlı İlçesi Kıranharmanı Köyü	1,08	0,99
Artan GES	Ankara, Polatlı İlçesi Kıranharmanı Köyü	1,01	0,99
Kinesis GES	Eskişehir,Sivrihisar İlçesi Paşakadın Köyü Söğütözü Mevkii 1087 parsel	1,08	0,99
Çayören GES	Eskişehir,Sivrihisar İlçesi Paşakadın Köyü Söğütözü Mevkii 1087 parsel	1,15	0,99
Kinesis DES GES	Eskişehir,Sivrihisar İlçesi Paşakadın Köyü Söğütözü Mevkii 1087 parsel	1,15	0,99
Göksu 7 - GES 2	Adana ili Çukurova bölgesi Memişli köyü ak bağlar mevkii	1,12	0,99

Power Plant Information Underneath Margün Enerji Üretim Sanayi ve Ticaret A.Ş.			
Plant Name	Address	Installed Power MWp	Generation Power MWe
Göksu 7- GES 3	Adana ili Çukurova bölgesi Memişli köyü ak bağlar mevki	1,12	0,99
Göksu 8- GES 2	Adana ili Çukurova bölgesi Memişli köyü ak bağlar mevki	1.12	0,99
Göksu 8- GES 3	Adana ili Çukurova bölgesi Memişli köyü ak bağlar mevki	1.12	0,99
Göksu 9	Adana ili Çukurova bölgesi Memişli köyü ak bağlar mevki	1.12	0,99
Göksu 10	Adana ili Çukurova bölgesi Memişli köyü ak bağlar mevki	1,12	0,99
Göksu 11	Adana ili Çukurova bölgesi Memişli köyü ak bağlar mevki	1,12	0,99
Göksu 12	Adana ili Çukurova bölgesi Memişli köyü ak bağlar mevki	1,12	1,00
Göksu 13	Adana ili Çukurova bölgesi Memişli köyü ak bağlar mevki	1,12	1,00
Göksu 14	Adana ili Çukurova bölgesi Memişli köyü ak bağlar mevki	1,12	1,00
ÖZMEN-1 GES	Muğla İli, Milas İlçesi, Avşar Mahallesi, 109 Ada ve 504-506-507-508-509-510-511-512-514-516-531 ve 532 parsel sınırları	20,17	14
Total		118,03	100,48

88 of 89 power plants were designed, constructed, accepted and operating within the framework of the RES Law No. 5346, the Amendment Law No. 6094, the Decree of the Council of Ministers dated 18 November 2013 and the Unlicensed Electricity Generation Regulation, and 1 of them was designed, constructed, accepted and operating within the framework of the Licensed Electricity Generation Regulation.

# Information about the Investments Made by the Company in Current Period



## Solar Power Plant Tender (RERA-3)

According to Republic of Turkey Ministry of Energy and Natural Resources-General Directorate of Energy Affairs published in the Official Gazette dated 03.07.2020 and numbered 31174, Renewable Energy Resource Areas (RERA) GES-3 tender for the allocation of renewable energy resource areas based on solar energy and connection capacities is announced in 36 provinces in 74 competitions on different dates happened between 8-12 March 2021. Margün Enerji Üretim Sanayi Ve Ticaret A.Ş., made an application for Ankara - 1(20MW), Elazığ - 1(10 MW), Ankara - 2 (20MW), Batman - 2 (15 MW), Burdur - 2 (15 MW), Kilis - 2 (10 MW), Osmaniye - 2 ( 15 MW), Aksaray - 2 (10 MW), Antalya - 3 (10 MW), Kahramanmaraş - 1(10 MW), Uşak - 2 (15 MW) and Gaziantep - 3 (10 MW) between 8-12 March 2021.

The competitions held in the YEKA GES-3 tender were completed on 27.05.2021 and were entitled to receive 105 MW in the competitions for which the application was made. YEKA Usage Rights Agreement ("Agreement") for total 157,5 MWm/ 105 MWe capacity allocation (Osmaniye-2 22,5 MWm/ 15 MWe, Burdur-2 22,5 MWm/15 MWe, Batman-2 22,5 MWm/15 MWe, Antalya-3 20 MWm/10 MWe, Ankara-2 30 MWm/20 MWe, Aksaray-2 15 MWm/10 MWe, Ankara-1 30 MWm/20 MWe) won by Margün Enerji Üretim Sanayi ve Ticaret A.Ş.("Margün"),It was executed between the Administration and Margün on 1 July 2021 and process has been started. As of 31.08.2021, all applications have been completed and the licensing process continues. Renewable Energy Resource Areas have been proposed to the Administration for each connection region by our Company within the scope of the agreements.After all the evaluations, it has been notified to our Company with official letters explain that Burdur-2 (22,5 MWm/15 MWe) and Osmaniye-2 (22,5 MWm/15 MWe), Aksaray-2 (15 MWm/10 MWe) and Antalya-3 (15 MWm/10 MWe) and Batman-2 (22,5 MWm/15 MWe) has found suitable by Administration, dated on 10.01.2022, 31.05.2022 and 04.07.2022.

Evaluations are ongoing for other winning YEKA SPP-3 Ankara-1 (30 MWm/20 MWe) and Ankara-2 (30 MWm/20 MWe) regions and public will be informed about the process.



## > Solar Power Plant Tender (RERA-3)

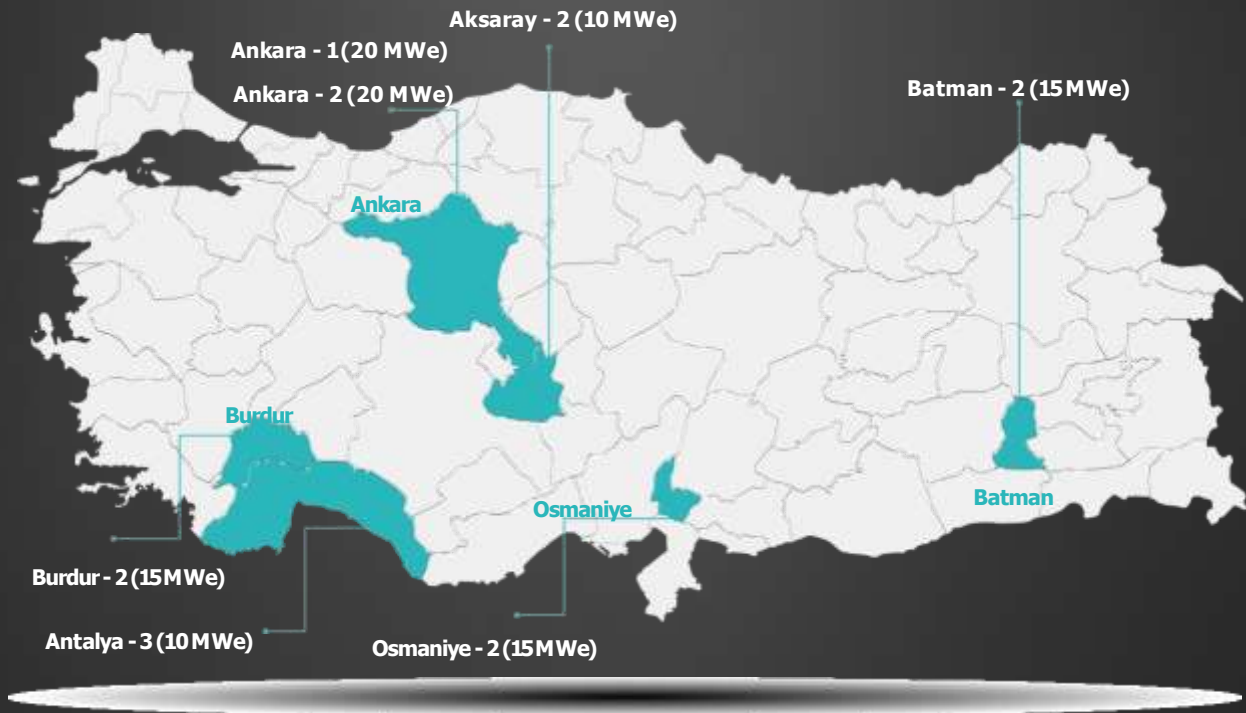
On 15.08.2022, the official letter stating that the pre-license applications for Burdur-2 (15 MWe) and Osmaniye-2 (15 MWe) YEKA SPP-3 projects was approved by the "Energy Market Regulatory Authority" Board was notified to our company

The license period to be granted for each SPP to be installed under the Agreement is 30 (thirty) years. Payments for each Solar Power Plant to be established under the Agreement will be made within the scope of YEKDEM (Renewable Energy Resources Support Mechanism) over the "current unit electrical energy purchase prices" to be determined in 3-month periods from the date of the tender for the first 15 years from the Agreement signing date.

After the official notification that was approved by the "Energy Market Regulatory Authority" Board dated 15.08.2022, pre-licenses with the EMRA board date of 11.08.2022 were received by our company from EMRA for the G3-BURDUR-2-1 (22,5 MWm/15 MWe) and G3-OSMANİYE-2-4 (22,5 MWm/15 MWe) YEKA projects, and our process of reconstructure and Environmental Impact Assessment have started for both projects.

On 15.08.2022, the official letter stating that the pre-license applications for Burdur-2 (15 MWe) and Osmaniye-2 (15 MWe) YEKA SPP-3 projects was approved by the "Energy Market Regulatory Authority" Board has been notified to our company. Pre-licence of YEKA Antalya-3 SPP (10 MWe) project was approved by 'Energy Market Regulatory Authority' with decision number 11285-17 dated on 13.10.2022 and the original of the pre-licence was delivered also to our company dated on 19.10.2022.

Pre-licence of YEKA SPP-3 Batman-2(15 MWe) project was approved by 'Energy Market Regulatory Authority' with decision number 11372-19 dated on 10.11.2022 and the original of the pre-licence has been delivered to our company dated on 15.11.2022



## > Solar Power Plant Tender (RERA-3)

The Energy Market Regulatory Authority (EPDK) has initiated the Environmental Impact Assessment (EIA) processes for the pre-licensed projects of Burdur-2-1 (15 MWe), Osmaniye-2-4 (15 MWe), Antalya-3-19 (10 MWe), and Batman-2-6 (15 MWe). The Environmental Impact Assessment (EIA) has been approved by the Ministry of Environment, Urbanization, and Climate Change for our Burdur-2-1 (15 MWe) and Osmaniye-2-4 (15 MWe) projects.

The "Positive Environmental Impact Assessment" decision has been issued by the Ministry of Environment, Urbanization, and Climate Change of the Republic of Turkey for our Antalya-3-19 (15 MWm/10 MWe) Project.



# Subsidiaries, Tangible Assets and Financial Investments

## ➤ Margün Enerji Üretim Sanayi ve Ticaret A.Ş.' s Subsidiaries

Margün Enerji Üretim Sanayi Ticaret A.Ş.	
Company Adress	Capital Share (%)
Bosphorus Yenilenebilir Enerji A.Ş.	%100
Agah Enerji Üretim Sanayi ve Ticaret A.Ş.	%100
Angora Elektrik Üretim A.Ş.	%100
Anatolia Yenilenebilir Enerji A.Ş.	%100
Soleil Yenilenebilir Enerji Tic.A.Ş.	%100
Enerji Teknolojileri Yazılım A.Ş.	%100
Troya Yenilenebilir Enerji Tic. A.Ş.	%100
Margün Enerji Üretim Sanayi Ticaret A.Ş.	
Company Adress	Capital Share (%)
Enda Enerji Holding A.Ş.	%30,39

### ENDAS tatus of IPO:

On 02.04.2024, the required application documents for the public offering of TRY 100,000,000 nominal value shares to be issued by increasing the issued capital of Enda Enerji Holding A.Ş., of which we became the largest shareholder by acquiring 30.39% on 20.01.2023, from TRY 345,477,486 to TRY 445,477,486 within the registered capital ceiling of TRY 600,000,000 were submitted to the Capital Markets Board.

Energy Generated in SPP's and Revenue Distribution by Company Activities								
Net Sales (TRY)	31.03.2024	%	31.12.2023	%	31.12.2022	%	31.12.2021	%
Electric Generation	158,856,067	%100,00	739,089,028	97,43	427.547.110	65,35	225.644.272	44
Energy Construction	0	%0	19,463,961	2.570	226.669.068	34,65	283.182.141	56
Total	158,856,067	%100	758,552,989	100	654.216.178	100	508.826.413	100

The subsidiaries of Margün Enerji Üretim Sanayi Ticaret A.Ş. that provide electricity generation are shown above. All of the capitals of these subsidiaries belong to Margün Enerji Üretim Sanayi Ticaret A.Ş. All companies are active in the field of energy production and are established in Turkey.



**Direct and Indirect Subsidiaries;**

The company has 8 subsidiaries.

The physical images of the solar power plants owned by the company and the companies given in the table above are shown below.

**ANKARA / AKYURT / UZUNLAR KÖYÜ****ANKARA / KIZILCAHAMAM / PAZAR KÖYÜ**



**\*NEVŞEHİR SANTRAL GÖRÜNTÜSÜ****KONYA SELÇUKLU**



**ESKİŞEHİR, SIVRIHISAR**



**MUĞLA, MİLAS**





03

**General Information About  
Solar Energy Sector**



## Overview of World Energy Markets

- Electric energy is a type of secondary energy produced from primary energy sources such as hydro, coal, natural gas, other petroleum products, nuclearfission, solar, wind, geothermal, biomass.

Although electricity generation was theoretically developed in the years 1820-1830, practical wide- ranging production started in 1880. Although the first power plants were Hydroelectric and Coal power plants, later Natural Gas powerplants also played a major role in electricity generation. In addition to these three technologies, together with the Nuclear Power Plants, which started to be established increasingly after the 1970s, these four technologies traditionally constituted almost all of the world's electricity production.

Electrical energy is a product that must be consumed when it is produced due to storage difficulties, in other words, the supply must be ready when the demand occurs, and it also has a high strategic importance for the states. For this reason, the electricity sector has developed under the state monopoly in most of the countries around the world until the 1990s. In the 1990s, this sector started to be privatized in the world and the open market of the sector began to form.

Loan financing has always been difficult due to the huge size of conventional power plants, large investment amounts and problems such as price stability and demand stability in electricity sales. In order to overcome these difficulties, countries have provided long-term price and purchase guarantees to companies that will invest in power plants. This is also the case for Turkey. In the 2000s, the free market of the electricity sector has settled in developed countries or has become close to settlement. Important steps have been taken in the free market in developing countries. Incentives and guarantees given for Hydro, Coal and Natural Gas power plants, which are traditional technologies, have decreased in the free market process and in some countries this has completely disappeared. Price guarantees and purchase guarantees have also decreased for another traditional technology, Nuclear Power Plants.

In the mid-1990s, wind power plants, which are clean and renewable energy sources, started to enter the system in very small amounts. In the 2000s, Solar Power Plants were also started to be established, within small quantities. However, at that time, due to the high installation costs of both wind power plants and solar power plants, it could not compete with traditional technologies in free market conditions. Wind and Solar power plants have been subsidized within the framework of the goals of developed countries, especially Germany, for a sustainable, cleaner world. High priced government procurement guarantees were given for these facilities and their establishment was ensured. Thanks to these incentives, large R&D investments have been made in renewable technologies, their efficiency has been increased, innovations have accelerated and costs have decreased significantly.

In the intervening 20 years, especially Solar Energy has become the cheapest energy source in many parts of the world. In the last few years, Solar Energy has risen to the first place among the most established power plants in the world. For example, in 2017, the share of solar energy in newly established power plants increased to 38%, wind energy to 20%, and solar energy ranked first and wind second.<sup>1</sup> In Turkey, as will be described in detail below, it has been promoting renewable energy sources and has paved the way for these investments. According to the report prepared by Energywatch Group, it is expected that the share of energy produced by solar energy in all primary energy sources in the world will be 69% in 2050.<sup>2</sup>



# Legislation of Solar Electricity Generation and Margün Enerji Üretim Sanayi Ticaret A.Ş.

**MARGÜN**  
ENERJİ ÜRETİM SANAYİ VE TİCARET ANONİM ŞİRKETİ

The YEK law numbered 5346, dated 10.5.2005, aims to expand the use of renewable energy sources for electrical energy production, to bring these resources to the economy in a reliable, economic and quality manner, to increase resource diversity, to reduce greenhouse gas emissions, to utilize waste, to protect the environment and to achieve these objectives. It is a law that includes the procedures and principles regarding the development of the manufacturing sector and the protection of renewable energy resource areas and the use of electrical energy obtained from these sources.

In the YEK Law No. 5346, a purchase guarantee for all renewable resources at a price of 5.5 Euro cent / kWh has been introduced. Despite the increase in the use of wind and hydraulic resources, since the determined incentive price was not sufficient for other renewable resources, especially solar energy, the expected developments in these areas could not be achieved. For this reason, by making amendments to the Law in question, an incentive mechanism on source basis was introduced with the “Law on the Amendment of the Law on the Use of Renewable Energy Resources for the Purpose of Generating Electrical Energy” dated 29.12.2010 and numbered 6094, published in the Official Gazette dated 08.01.2011. In the Law No. 6094, price tables were updated and entered into force for supporting the use of renewable energy sources.

Accordingly, the incentives given to electrical energy to be obtained from solar energy and additional incentives to be given in the case of domestic production of solar energy systems are shown in the tables I and II below. Article 6 -(1): The prices in the Table I attached to this law are applied for ten years for generation license holders subject to the YEK Support Mechanism that have entered or will enter the operation from 18.5.2005 to 31.12.2015. According to the decision of the Council of Ministers published in the Official Gazette dated 5.12.2013 and numbered 28842 and taken on 18.11.2013. The final commissioning dates of the generation plants subject to the YEK Support Mechanism have been extended from 31.12.2015 to 01.07.2021.



Electricity generation plants based on Renewable Resources, which have been provisionally accepted before July 1, 2021, will be able to eligible for the following incentives for 10 years.

Type of Renewable Energy Sources	Supported Price (USD cent/kWh)
Hydroelectrical	7,3
Wind	7,3
Geothermal	10,5
Biomass	13,3
Solar	13,3

#### Unlicensed Electricity Generation Regulation

Within the framework of the Unlicensed Electricity Generation Regulation, which entered into force on October 2, 2013, natural or legal persons are able to apply for to build an Unlicensed Electricity Generation Facility with an upper limit of 1 MW in condition of owning an electricity consumption facility as house, workplace, business, manufacturing facility, etc

With this regulation, 7482,62 MW Solar Power Plant in Turkey has been activated as of August 2022. All of them benefit from 13.3 USDcent / kWh electricity purchase guarantee for 10 years.

88 power plants belonging to Margün Enerji have been designed, built, accepted and operated within the framework of the above-mentioned YEK law no 5346, the law on the amendment number 6094, the decision of the Council of Ministers dated 18 November 2013 and the Unlicensed Electricity Generation Regulation. The electricity generated by these power plants for 10 years from the date of provisional acceptance will be sold to the system at a price of 13.3 dollar cent / kWh. The useful life of the plant is at least 50 years and the electricity produced after the first 10 years will be sold in the free market.

#### Licensed Electricity Generation Regulation

Licensed Electricity Generation Regulation dated November 2, 2013 regulates the establishment and operation of Licensed Solar Power Plants.

According to this regulation, TEİAŞ will announce capacity on MW basis for Solar Power Plants to be connected to the system in certain periods and in certain provinces. It is projected that the developed projects will compete in order to gain these capacities.



This contest is shaped on the basis of proposing a contribution amount to be paid to TEİAŞ in Turkish Lira per MW from the project owner companies in case of multiple applications for a region and submitting it in a closed envelope and giving the capacity in the relevant region to the bidder.

TEİAŞ first announced a total of 600 MW Solar capacity in 29 regions and the projects were entered into the competition in 2014 and 2015, and as a result, the 582 MW project was awarded pre-license. Approximately 160 MW of these projects are currently in operation and approximately 200 MW are under construction. TEİAŞ has not announced a capacity for the second time after the capacity determined as 600 MW.

### **Renewable Energy Resource Area (YEKA)**

In accordance with the YEKA regulation published in the official gazette dated October 9, 2016, dated 29852, with the decision of the Council of Ministers dated July 16, 2012, a competition was launched to establish a 1000 MW Solar Power Plant in the Energy Specialized Zone in Konya Karapınar region. The competition was held on the principle of a downward auction from the ceiling price of 8 dolarcent / kWh and the competition was concluded with a price of 6.99 dolarcent / kWh. This price is valid for 15 years following the connection agreement. The second YEKA applications and competition were planned and announced for January 2019, but were canceled.

For the third RERA competitions, applications were received between 8-12 March 2021 for the allocation of a total of 1000 MWe connection capacities, each between 10 and 20 MW, in 74 competitions in 36 provinces. The competitions were completed between 27.04.2021 and RERA Usage Rights Agreement ("Agreement") for total 105 MWe capacity allocation (Osmaniye-2 15 MWe, Burdur-2 15 MWe, Batman-2 15 MWe, Antalya-3 10 MWe, Ankara-2 20 MWe, Aksaray-2 10 MWe, Ankara-1 20 MWe), won by our company's 100% Subsidiary Margün Enerji Üretim Sanayi ve Ticaret A.Ş. ("Margün"), was executed between the Administration and Margün on 1 July 2021 and process has been started.

### **New Unlicensed Electricity Generation Regulation dated May 12th, 2019**

With this regulation, it has been paved the way for self-consumption roof solar projects to give the electricity that they produce but cannot consume to the grid with the offsetting method and get it back when they need it. This will lead to an increase in Roof Solar project installations in the coming years, and concrete signs of this have been observed since May 2019.

### **Green Deal Action Plan in Turkey**

The "Green Reconciliation Action Plan", which aims to ensure our country's adaptation to the policies to combat climate change, which has gained momentum in the international trade order in recent years, and which is a roadmap that will strengthen our competitiveness in exports, was published in the Official Gazette dated 16 July 2021. The most important topics can be shown as border carbon regulation, green finance and clean, economical and secure energy supply. In parallel with our National Energy and Mining Policy, an annual installed capacity of 1000 MW of wind energy and solar energy will be developed until the end of 2027.





## Revenues and Performance >

## > Financial Statements

The balance sheet and income statement of the company for the interim period 01.01.2024 - 31.03.2024 are presented below. The company's balance sheet and income statement are prepared on a consolidated basis.

Condensed Balance Sheet (TRY)	
(TRY)	31.03.2024
Current Assets	1.012.729.108
Non-current Assets	15.448.362.544
Total Assets	16.461.091.652
Current Liabilities	1.364.159.386
Non-Current Liabilities	4.053.499.582
Equity	11.043.432.684
Total Liabilities	16.461.091.652

Condensed Income Statement (TRY)	
(TRY)	31.03.2024
Revenue	158.856.067
Operating Profit/Loss	-61.901.575
Operating Profit/Loss Before Tax	1.227.269.655
Net Profit/Loss	1.171.282.854

Company's financial ratios are presented below:

Financial Ratios	31.03.2024
EBITDA Margin	21,44
Total Debts / Total Assets	32,91
Total Equity / Total Assets	67,09
Gross Profit Margin (Gross Sales Profit / Net Sales)	7,06



## > Generation

MARGÜN ENERJİ ÜRETİM SANAYİ VE TİCARET A.Ş.	
Plant Names	Total Generation kWh in between January--March
Aslan -1 GES (Bozok Güneş Enerjisi)	307,585
Aslan - 2 GES (Sorgun Güneş Enerjisi)	292,939
Aslan - 3 GES (Yozgat Güneş Enerjisi)	305,470
Karakaya - 4 GES (Desti Güneş Enerjisi)	295,788
Karakaya - 5 GES (Çapanoğlu Güneş Enerjisi)	289,964
RamGes	313,686
Gül - 1 GES	336,263
Gül - 2 GES	327,307
Gül - 3 GES	345,461
Gül - 5 GES	332,411
Gül - 6 GES	302,848
Gül - 7 GES	303,046
Gül - 8 GES	318,238
MAVİGES	336,634
SARİGES	305,149
ATSGES ELEKTRİK (TYT ELEKTRİK)	320,868
ATSGES ELEKTRİK (HKNELEKTRİK)	352,882
ATSGES ELEKTRİK (EDSGES)	349,288
ATSGES ELEKTRİK (NBDELEKTRİK)	351,156
ATSGES ELEKTRİK (SFSELEKTRİK)	359,046
ATSGES ELEKTRİK (ATSGES)	348,466
ATSGES ELEKTRİK (MBEELERTRİK)	357,249
ZELKOVA ELEKTRİK (LAURUS)	339,693
ZELKOVA ELEKTRİK (ULMUS)	336,431
ZELKOVA ELEKTRİK (TİLİA)	351,028
ZELKOVA ELEKTRİK (NERİUM)	346,645

MARGÜN ENERJİ ÜRETİM SANAYİ VE TİCARET A.Ş.	
Plant Names	Total Generation kWh in between January–March
ZELKOVA ELEKTRİK (MALUS)	346,713
ZELKOVA ELEKTRİK (KALMIA)	341,285
ZELKOVA ELEKTRİK (HEDERA)	341,504
ZELKOVA ELEKTRİK (SORBUS)	343,906
ZELKOVA ELEKTRİK (ZELKOVA)	317,627
ZELKOVA ELEKTRİK (BETULA)	319,178
ASED - 1 GES	370,577
ASED - 2 GES	327,467
ASED - 3 GES	354,370
SERRA	268,015
ŞEVVAL	293,812
ELMALI DES ENERJİ	356,565
ELMALI DES ENERJİ	324,216
ELMALI DES ENERJİ	215,822
ELMALI DES ENERJİ	352,335
SORAL GÜNEŞ	306,876
KURAL ENERJİ - 1	338,416
KURAL ENERJİ - 2	335,775
KURAL ENERJİ - 3	313,970
KURAL ENERJİ - 4	308,745
KURAL ENERJİ - 5	343,285
MARAL ENERJİ A.Ş. - 1	314,619
MARAL ENERJİ A.Ş. - 2	342,141
MARAL ENERJİ A.Ş. - 3	315,211
MARAL ENERJİ A.Ş. - 4	308,501
MARAL ENERJİ A.Ş. - 5	337,447
MARGÜN 13 ENERJİ ÜRT. SAN. TİC. A.Ş.	335,322
Ulus Enerji Ürt. San. ve Tic. A.Ş.(1)	327,502
Ulus Enerji Ürt. San. ve Tic. A.Ş.(2)	323,317
Ulus Enerji Ürt. San. ve Tic. A.Ş.(3)	323,258
Saf Akçe Enerji Üretim Sanayi ve Ticaret A.Ş. (1)	271,811
Saf Akçe Enerji Üretim Sanayi ve Ticaret A.Ş. (2)	331,261



MARGÜN ENERJİ ÜRETİM SANAYİ VE TİCARET A.Ş.	
Plant Names	Total Generation kWh in between January–March
Saf Akçe Enerji Üretim Sanayi ve Ticaret A.Ş. (3)	310,951
YSF Enerji Üretim Sanayi ve Ticaret A.Ş.(1)	307,871
YSF Enerji Üretim Sanayi ve Ticaret A.Ş.(2)	285,069
YSF Enerji Üretim Sanayi ve Ticaret A.Ş.(3)	304,507
SNL Enerji Üretim Sanayi ve Ticaret A.Ş. (1)	327,240
SNL Enerji Üretim Sanayi ve Ticaret A.Ş. (3)	330,094
SNL Enerji Üretim Sanayi ve Ticaret A.Ş. (2)	291,380
Agah Enerji Üretim Sanayi ve Ticaret A.Ş. (2)	334,724
Agah Enerji Üretim Sanayi ve Ticaret A.Ş. (3)	198,486
Agah Enerji Üretim Sanayi ve Ticaret A.Ş. (1)	319,945
Energes 1 Elektrik Ürt. Dan. San. ve Tic. A.Ş. (Kazan 1 GES)	282,298
Energes 9 Elektrik Ürt. Dan. San. ve Tic. A.Ş. (Kazan 2 GES)	294,768
Berrak 1 Ges Elektrik Üretim Danışmanlık San. Ve Tic. A.Ş. (Energes Kazan 3 GES)	303,117
ÇAYÖREN ENERJİ	357,430
ÇAYÖREN ENERJİ	337,460
ÇAYÖREN ENERJİ	365,993
EKONOVA ENERJİ ÜRETİM	232,455
EKONOVA ENERJİ ÜRETİM	-
EKONOVA ENERJİ ÜRETİM	317,784
EKONOVA ENERJİ ÜRETİM	328,326
GÖKSU 7 ENERJİ	343,304
GÖKSU 7 ENERJİ	336,850
GÖKSU 7 ENERJİ	356,432
GÖKSU 7 ENERJİ	350,984
GÖKSU 7 ENERJİ	360,688
GÖKSU 7 ENERJİ	361,497
GÖKSU 7 ENERJİ	336,692
GÖKSU 7 ENERJİ	355,734
GÖKSU 7 ENERJİ	337,678
GÖKSU 7 ENERJİ	347,205
ÖZMEN-1 GES	6,912,656
<b>Margün Enerji Toplam Üretim Miktarı</b>	<b>35,106,010</b>

Plants	Start Date Of Production	State Purchase Guarantee Expiration Date	Government Purchase Guarantee Price	Generation Power MWe	Installed Power MWp
SNL-1 GES (AKYURT-UZUNLAR)	17.05.2018	17.05.2028	13,3 USD	1,00	1,19
YSF-1 GES (AKYURT-UZUNLAR)	17.05.2018	17.05.2028	13,3 USD	1,00	1,19
SAF AKÇE-3 GES (ÇUBUK-KAPAKLI)	17.05.2018	17.05.2028	13,3 USD	1,00	1,19
ULUS-3 GES (ÇUBUK-KAPAKLI)	17.05.2018	17.05.2028	13,3 USD	1,00	1,19
AGAH-1 GES (AKYURT-KARACALAR)	18.05.2018	18.05.2028	13,3 USD	1,00	1,19
AGAH-3 GES (AKYURT-KARACALAR)	18.05.2018	18.05.2028	13,3 USD	0,67	0,75
ULUS-1 GES (AKYURT-KARACALAR)	18.05.2018	18.05.2028	13,3 USD	1,00	1,19
SAF AKÇE-1 GES (AKYURT-KARACALAR)	18.05.2018	18.05.2028	13,3 USD	1,00	1,19
YSF-2 GES (AKYURT-KARACALAR)	18.05.2018	18.05.2028	13,3 USD	1,00	1,19
SNL-2 GES (AKYURT-KARACALAR)	18.05.2018	18.05.2028	13,3 USD	1,00	1,19
AGAH-2 GES (AKYURT-TEBERİK)	22.05.2018	22.05.2028	13,3 USD	1,00	1,19
ULUS-2 GES (AKYURT-TEBERİK)	22.05.2018	22.05.2028	13,3 USD	1,00	1,19
SAF AKÇE-2 GES (AKYURT-TEBERİK)	22.05.2018	22.05.2028	13,3 USD	1,00	1,19
YSF-3 GES (AKYURT-TEBERİK )	22.05.2018	22.05.2028	13,3 USD	1,00	1,19
SNL-3 GES (AKYURT-TEBERİK)	22.05.2018	22.05.2028	13,3 USD	1,00	1,19
KAZAN-1 GES	21.05.2018	21.05.2028	13,3 USD	0,99	1,04
KAZAN-2 GES	21.05.2018	21.05.2028	13,3 USD	0,99	1,04
KAZAN-3 GES	21.05.2018	21.05.2028	13,3 USD	0,99	1,04
MARGÜN 13 GES	23.06.2017	23.06.2027	13,3 USD	1,00	1,17
Aslan -1 GES (Bozok Güneş Enerjisi)	02.02.2018	02.02.2028	13,3 USD	1,00	1,17
Aslan - 2 GES (Sorgun Güneş Enerjisi)	02.02.2018	02.02.2028	13,3 USD	1,00	1,11
Aslan - 3 GES (Yozgat Güneş Enerjisi)	02.02.2018	02.02.2028	13,3 USD	1,00	1,14
Karakaya - 4 GES (Desti Güneş Enerjisi)	07.02.2018	07.02.2028	13,3 USD	1,00	1,07
Karakaya - 5 GES (Çapanoğlu Güneş Enerjisi)	07.02.2018	07.02.2028	13,3 USD	1,00	1,06
RamGES	07.02.2018	07.02.2028	13,3 USD	1,00	1,12



Plants	Start Date Of Production	State Purchase Guarantee Expiration Date	Government Purchase Guarantee Price	Generation Power MWe	Installed Power MWp
Gül - 1 GES	24.10.2017	24.10.2027	13,3 USD	0,98	1,18
Gül - 2 GES	24.10.2017	24.10.2027	13,3 USD	0,98	1,18
Gül - 3 GES	24.10.2017	24.10.2027	13,3 USD	0,98	1,18
Gül - 5 GES	24.10.2017	24.10.2027	13,3 USD	0,98	1,18
Gül - 6 GES	24.10.2017	24.10.2027	13,3 USD	0,98	1,10
Gül - 7 GES	24.10.2017	24.10.2027	13,3 USD	0,98	1,05
Gül - 8 GES	24.10.2017	24.10.2027	13,3 USD	0,98	1,11
Mavi GES	24.10.2017	24.10.2027	13,3 USD	0,98	1,18
Sarı GES	24.10.2017	24.10.2027	13,3 USD	0,98	1,18
Ased - 1 GES	15.08.2017	15.08.2027	13,3 USD	0,98	1,12
Ased - 2 GES	15.08.2017	15.08.2027	13,3 USD	0,98	1,02
Ased - 3 GES	15.08.2017	15.08.2027	13,3 USD	1,00	1,07
Şevval/Zemzemiye 2 GES	28.12.2018	28.12.2028	13,3 USD	1,00	1,10
Serra/Zemzemiye 3 GES	28.12.2018	28.12.2028	13,3 USD	1,00	1,05
Kural Enerji 1 GES	14.12.2017	14.12.2027	13,3 USD	1,00	1,17
Kural Enerji 2 GES	14.12.2017	14.12.2027	13,3 USD	1,00	1,17
Kural Enerji 3 GES	14.12.2017	14.12.2027	13,3 USD	1,00	1,07
Kural Enerji 4 GES	14.12.2017	14.12.2027	13,3 USD	0,98	1,05
Kural Enerji 5 GES	14.12.2017	14.12.2027	13,3 USD	0,98	1,17
Maral Enerji 1 GES	14.12.2017	14.12.2027	13,3 USD	0,98	1,12
Maral Enerji 2 GES	14.12.2017	14.12.2027	13,3 USD	0,90	1,17
Maral Enerji 3 GES	14.12.2017	14.12.2027	13,3 USD	0,90	1,07
Maral Enerji 4 GES	14.12.2017	14.12.2027	13,3 USD	0,95	1,07
Maral Enerji 5 GES	14.12.2017	14.12.2027	13,3 USD	1,00	1,15
Soral Enerji GES	14.12.2017	14.12.2027	13,3 USD	1,00	1,05
TYT	7 09 2016	7 09 2026	13,3 USD	1,00	1,15
HKN	7 09 2016	7 09 2026	13,3 USD	1,00	1,15
MBE	7 09 2016	7 09 2026	13,3 USD	1,00	1,15
NBD	7 09 2016	7 09 2026	13,3 USD	1,00	1,15
SFS	7 09 2016	7 09 2026	13,3 USD	1,00	1,15
ATS	7 09 2016	7 09 2026	13,3 USD	1,00	1,15
EDS	7 09 2016	7 09 2026	13,3 USD	1,00	1,15
Laurus	24.10.2017	24.10.2027	13,3 USD	1,00	1,15

Plants	Start Date Of Production	State Purchase Guarantee Expiration Date	Government Purchase Guarantee Price	Generation Power MWe	Installed Power MWp
Ulmus	19 04 2017	19 04 2027	13,3 USD	1,00	1,15
Tilia	19 04 2017	19 04 2027	13,3 USD	1,00	1,15
Nerium	19 04 2017	19 04 2027	13,3 USD	1,00	1,13
Malus	19 04 2017	19 04 2027	13,3 USD	1,00	1,14
Kalmia	19 04 2017	19 04 2027	13,3 USD	1,00	1,15
Hedera	19 04 2017	19 04 2027	13,3 USD	1,00	1,11
Sorbus	19 04 2017	19 04 2027	13,3 USD	1,00	1,12
Zelkova	19 04 2017	19 04 2027	13,3 USD	1,00	1,15
Betula	19 04 2017	19 04 2027	13,3 USD	1,00	1,06
Kinesis A.ş	14 06 2017	14 06 2027	13,3 USD	1,00	0,62
Kinesis Ltd	14 06 2017	14 06 2027	13,3 USD	1,00	0,91
Kinesis Des	14 06 2017	14 06 2027	13,3 USD	0,54	1,01
Çayören	14 06 2017	14 06 2027	13,3 USD	1,00	0,98
Ekonova GES	16 01 2016	16 01 2026	13,3 USD	0,99	1,03
Ekofoton GES	16 01 2016	16 01 2026	13,3 USD	0,99	1,01
Ekosun GES	16 01 2016	16 01 2026	13,3 USD	0,99	1,08
Artan GES	16 01 2016	16 01 2026	13,3 USD	0,99	1,01
Kinesis GES	17 09 2015	17 09 2025	13,3 USD	0,99	1,08
Çayören GES	17 09 2015	17 09 2025	13,3 USD	0,99	1,15
Kinesis DES GES	28 08 2015	28 08 2025	13,3 USD	0,99	1,15
Göksu 7- GES 2	28 12 2017	28 12 2027	13,3 USD	0,99	1,12
Göksu 7- GES 3	28 12 2017	28 12 2027	13,3 USD	0,99	1,12
Göksu 8- GES 2	28 12 2017	28 12 2027	13,3 USD	0,99	1,12
Göksu 8- GES 3	28 12 2017	28 12 2027	13,3 USD	0,99	1,12
Göksu 9	28 12 2017	28 12 2027	13,3 USD	0,99	1,12
Göksu 10	28 12 2017	28 12 2027	13,3 USD	0,99	1,12
Göksu 11	28 12 2017	28 12 2027	13,3 USD	0,99	1,12
Göksu 12	28 12 2017	28 12 2027	13,3 USD	1,00	1,12
Göksu 13	28 12 2017	28 12 2027	13,3 USD	1,00	1,12
Göksu 14	28 12 2017	28 12 2027	13,3 USD	1,00	1,12
ÖZMEN-1 GES	23 10 2020	23 10 2030	13,74 USD	14,00	20,17
Total				100,48	118,03

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# RISK MANAGEMENT



## Risks



## > Risk Management Policy and Risk Management Committee

The company manages its risks through the Audit Committee and the Risk Management Committee.

### **Audit Committee:**

Ziya AKBAŞ	-	Independent Board Member (Chairman)
Gökhan KILIÇ	-	Board Member (Member)

The duties of the Audit Committee are determined as follows:

To oversee the company's accounting system, disclosure of financial information to the public, independent audit and the functioning and efficiency of the internal control and internal audit system of the Company;

- 1)The selection of the independent audit firm, preparation of independent audit contracts and initiation of the independent audit process, and monitoring the quality of the work of the firm at every stage.
- 2)Selecting the independent audit firm, determining the services to be provided from these firms and submitting them to the approval of the board of directors
- 3)Examining the complaints about the company's financial, internal control and independent audit system, and resolving these complaints. Determining the methods and criteria to be applied to employees within the framework of the confidentiality principle in the Company's accounting and independent audit operations;
- 4)Evaluating the compliance and accuracy of the annual and interim financial statements to be disclosed to the public of the company's accounting principles considering the opinions of the company's responsible managers and independent auditors and notifying them in written to the board of directors, together with their own evaluations;
- 5)To convene at least once every three months, at least four times a year, to record the results of the meeting and to present the decisions taken to the board of directors;
- 6)Announcing the activities and results of meetings in the annual report, indicating the number of written notices made to the board of directors during the accounting period in the annual report;
- 7)Informing the board of directors in writing of its determinations, evaluations and suggestions related to its field of duty and responsibility.

(\*) Independent Board Member Mr. Ziya AKBAŞ was elected as the chairman of the Audit Committee and Independent Board Member Ms. Çiğdem DİLEK was elected as a member of the committee to carry out the activities of the Audit Committee.

**Corporate Governance Committee:**

Prof. Dr. Uğur YİĞİT	-	Independent Board Member (Chairman)
Ziya AKBAŞ	-	Independent Board Member(Member)
Merve İMİRĞİ	-	Manager of Investor Relations (Member)

The duties of the Corporate Governance Committee are determined as follows.

- 1)Determining whether the corporate governance principles are applied in the company, if not, its justification, and the conflicts of interest arising due to non-compliance with these principles, and making recommendations to the board of directors to improve corporate governance practices;
- 2) Observing the operations of the investor relations department;
- 3)To act as the Nomination Committee, until the incorporation of a Nomination Committee within the Company, (a) Establishing a transparent system for the determination, evaluation and training of candidates suitable for the board of directors and managerial positions with administrative responsibility, and work on determining policies and strategies in this regard (b) Making regular evaluations about the structure and efficiency of the board of directors and submitting their recommendations on changes in these matters to the board of directors
- 4)To act as the Remuneration Committee, until the incorporation of a Remuneration Committee within the Company; (a) Determining the principles, criteria and practices to be used in the remuneration of the members of the board of directors and managers with administrative responsibility, taking into account the long-term goals of the Company and monitoring them; and (b) Submitting suggestions to the board of directors regarding the remuneration to be paid to the members of the board of directors and managers with administrative responsibility, taking into account the degree to which they have achieved the criteria used in remuneration.

(\*) In the Board of Directors meeting held on 10.06.2024, Independent Board Member Ms. Çiğdem DİLEK was elected as the chairman of the Corporate Governance Committee, and Independent Board Member Mr. Ziya AKBAŞ, Board Member Hilal ASLAN, and Head of Investor Relations Merve İMİRĞİ were elected as members of the committee

**Early Risk Detection Committee:**

Ziya AKBAŞ	-	Independent Board Member (Chairman)
Gökhan KILIÇ	-	Board Member (Member)

Duties of Early Risk Detection Committee:

- 1)Early detection of risks that may endanger the existence, development and continuity of the company, to take necessary precautions regarding identified risks and to carry out studies in order to manage the risk.
- 2) To review the risk management systems at least once a year.

(\*)In the Board of Directors meeting held on 10.06.2024, Independent Board Member Mr. Ziya AKBAŞ was elected as the chairman of the Early Detection of Risk Committee and Board Member Ms. Gökhan KILIÇ was elected as a member of the committee.



**Sustainability Committee:**

Pınar Karaman KAAN	-	Sustainability Committee (Chairman)
Doğukan ŞİMŞEK	-	Sustainability Committee (Member)
Taylan GÖK	-	Sustainability Committee (Member)
Gökhan BAFRA	-	Sustainability Committee (Member)

The Sustainability Committee ("Committee") was established to determine the sustainability strategy, policy and goals of Naturel Yenilenen Enerji Ticaret A.Ş., to carry out the relevant organizational and financial planning, to monitor and audit the sustainability performance, to carry out improvement and development tasks and to report to the Board of Directors. Our company aims to support sustainability studies from the perspective of Human Resources management and to manage our sustainability studies in a participatory and inclusive manner by our company and its subsidiaries.

**Duties and Responsibilities of the Committee:**

- 1)The Committee determines whether the Capital Markets Board Sustainability Principles are applied in the Company, the justification if not applied and the conflicts of interest arising from not fully complying with these principles and makes suggestions to the Board of Directors to improve sustainability practices.
- 2)It determines the priority issues, risks and opportunities of the ESF and establishes the appropriate ESF policies. In terms of the effective implementation of these policies, it prepares internal instructions, business procedures, etc., presents these policies to the Board of Directors and makes them public.
- 3)It ensures that its activities in the field of sustainability are carried out by taking into account the needs and priorities of all stakeholders (employees, customers, suppliers and service providers, public institutions, shareholders, non-governmental and non-governmental organizations etc.



# Financial Benefits Provided to Board of Directors and Senior Executives



## › Attendance Fee, Salary, Premiums, Bonuses and Dividends Provided to Senior Managers

Apart from the monthly paid attendance fees determined by the resolutions of the General Assembly, No other rights or benefits are granted to the Board Members and Auditors. No payments in the nature of performance-based reward have been made to the members of the Board of Directors. The aim is to ensure that the pricing principles applied by the Company are determined in line with the relevant legislation, activities, and strategies of the Company, in accordance with the Compensation Policy. Our company aims to adopt a fair compensation policy that supports the retention of competent managers in their field, their high performance, commitment, motivation to achieve long-term goals, and sustainability strategies.

During the period, none of the members of the board of directors have been granted any loans under the name of personal loans through a third party or given any guarantees such as surety in their

favor. The total compensation amount approved by the Board of Directors is paid to senior executives. Total compensation packages will include bonus payments based on operational and strategic performance targets, and will be linked to share price performance and dividend payout ratio.

During the period, no member of the board of directors has been provided with personal loans under the name of personal credit through a third party or provided with guarantees such as suretyship in favor of them.

The total amount of wages and similar benefits paid to Senior Managers is TRY 205,036,58

Information on the Total Amount of Allowances, Travel, Accommodation and Representation Expenses, Real and Cash Facilities, Insurance and Similar Coverage:

The transportation, communication, accommodation and representation expenses incurred by the members of the board of directors for their contributions to the company are covered by the company.



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# Notabilia



### **A.Special circumstances that occur after the end of the operating period and may affect the rights of partners, creditors and other related persons and organizations:**

#### **Liquidity Providing:**

Based on the board of directors' resolution dated 07.05.2024, a liquidity providing agreement was signed between Margün Enerji Üretim Sanayi ve Ticaret A.Ş. (MAGEN) and İfo Yatırım on 07.05.2024 to commence liquidity providing activities in MAGEN shares.

#### **ABOUT YEKA SPP-3 :**

It was announced in KAP (Public Disclosure Platform) statement dated on 01/07/2021, that the YEKA-G3 Utilization Rights Agreements ("Agreement") were signed between the Republic of Turkey Ministry of Energy and Natural Resources - General Directorate of Energy Affairs ("Administration") and Margün Enerji Üretim Sanayi ve Ticaret A.Ş. ("Company") for the allocation of a total capacity of 157.50 MWm/105 MWe for the following projects: Osmaniye-2 (22.5 MWm/15 MWe), Burdur-2 (22.5 MWm/15 MWe), Batman-2 (22.5 MWm/15 MWe), Antalya-3 (15 MWm/10 MWe), Ankara-2 (30 MWm/20 MWe), Aksaray-2 (15 MWm/10 MWe), and Ankara-1 (30 MWm/20 MWe).

Pursuant to the second paragraph of the Provisional Article 32 of the "Law on the Amendment of the Mining Law and Some Other Laws," which was published in the Official Gazette dated May 11, 2024, regarding the "Right to Terminate and Amend Licenses and Preliminary Licenses" specified in Article 13.

Based on the second paragraph of the Provisional Article 32 of the "Law on the Amendment of the Mining Law and Some Other Laws," which was published in the Official Gazette dated 11/05/2024, regarding the "Right to Terminate and Amend Licenses and Preliminary Licenses" specified in Article 13;

Within the scope of our international investments (in Europe, the USA, Canada, Australia, and the UK), in accordance with Sustainability principles and ESG criteria, and aligned with our innovation-driven growth objectives.

The aim is to make investments in the field of climate technologies through greenfield and/or brownfield projects, acquisitions and mergers (M&A), as well as strategic partnerships with globally specialized companies in their respective fields, financial partnerships, and commercial collaborations.

In line with our growth targets both domestically and internationally, we have planned to transfer resources to climate technology investments. Considering that the returns from the studies we have initiated within the scope of climate technologies and our growth targets are deemed more profitable than our YEKA-G3 investments, it has been decided to use the funds planned for YEKA-G3 investments for overseas and domestic investments. Accordingly, we have decided to cancel the contracts made with the Ministry of Energy for YEKA-G3 and to exercise the right to return the pre-licenses obtained from the Energy Market Regulatory Authority, and the necessary applications have been made as of today.

## B. Legislative Changes That May Significantly Affect Company Activities:

Date	Number	O.J Date	O.J Number	Electricity market procedures and principles
1.02.2024	12404	2.02.2024	32448	Electricity market procedures and principles
22.02.2024	12445	24.02.2024	32470	Electricity market procedures and principles
22.02.2024	12444	24.02.2024	32470	Electricity market procedures and principles
14.03.2024	12495	16.03.2024	32491	Electricity market procedures and principles
25.01.2024	12456/1-2			Organized Industrial Zone Distribution Fee
22.02.2024	12395/1-4			Organized Industrial Zone Distribution Fee
18.01.2024	12357	24.01.2024	32439	Electricity Market Regulatory Tariff Board Decisions
28.03.2024	12532	29.03.2024	32504	Electricity Market Regulatory Tariff Board Decisions



**C.Information on Conflicts of Interest Between the Company and the Institutions providing services such as Investment Consultancy and Rating, and the Measures Taken to Prevent Them:**

There is no conflict of interest between the companies from which the company receives services in matters such as investment consultancy and rating.

**D.Information on Social Rights of Employees, Vocational Training and Other Company Activities That Cause Social and Environmental Consequences:**

Our company attaches the necessary importance to our human resources with the belief that the investment made in human factor and people will be the biggest investment. The company determines a transparent, honest and fair human resources policy that is open to technological innovations by mutually balancing the expectations of its employees and the company itself. Employees of our company benefit from the rights granted to them by law and the rights determined by the company management, if any. In addition, the personal development needs of the company employees are determined in line with Margün Enerji's short and long term goals. The determined individual development.

The company takes the necessary environmental precautions by evaluating the potential negative effects and environmental aspects of the investments in progress at the project stage. In addition, EIA reports are received in cases required by the Environmental Impact Assessment Regulation.

**E. Mandatory Information to be Submitted to Partners on Related Party Transactions and Balances:**

None.

**F. Financial Power**

According to Article 376 of the TTK, the capital of the Company is not unpaid.

**G. Significant Lawsuits Filed Against the Company and Their Possible Consequences**

There were no lawsuits filed against our company during the period.





08

Sustainability and ESG





## SUSTAINABILITY:

Our company operates with corporate goals and strategies integrated with sustainability objectives in the fields of renewable energy and climate technologies. In 2023, a prioritization analysis was conducted to determine key objectives and strategies. This analysis was conducted by evaluating our commitments to UNGC, UN SDGs, UN WEPs, WEF Global Risk Report, principles, practices, and stakeholders, in line with the 2050 net zero goals set by the Paris Agreement and the goal of doubling energy efficiency and tripling renewable energy capacity by 2030, as measured by the IAE and accepted at COP 28.

In this context, integrated goals and strategies crucial for our company are addressed under the following main headings:

### Environmental:

We are combating climate change by increasing renewable energy capacity through project development, EPC services, and production in the renewable energy sector. We are working to enhance energy efficiency. To increase the use of renewable energy, we are engaging in extensive collaborations focused on climate technologies and innovative solutions, supporting projects with innovative ideas through our Innovation Subcommittee. We are undertaking efforts to improve the sustainability of our supply chain. We are increasing the procurement of sustainable materials, making supply logistics more sustainable, and working to reduce the carbon footprint in the supply chain. We plan to invest in local production of climate technologies for a more sustainable supply.

We are conducting initiatives to enhance biodiversity. In solar energy projects on various types of land, we are implementing measures to improve biodiversity. We are striving to develop agro-solar farming domestically and internationally, and we continue our project development efforts in this regard.



**Social:**

We invest in Corporate Social Responsibility (CSR) and Sustainability projects that have a positive impact on society. In these projects, we collaborate extensively with our stakeholders, inviting them to take action and increasing awareness of sustainability. The main focus of our CSR and sustainability projects is to increase the use of renewable energy, support access to quality education, promote gender equality, and support STEM education to enhance innovation.

We work with the values of diversity, inclusivity, and equality. We collaborate with our stakeholders to ensure gender balance at every level of management, equalize salaries, provide equal opportunities for personal development and promotion, support female leadership in society, and empower women entrepreneurs in all aspects of life.

We collaborate with our stakeholders to support women entrepreneurs in all fields. We undertake numerous projects to improve the quality of life and well-being of our internal stakeholders. We develop sustainability projects to enhance the health, work-life balance, and happiness of our internal stakeholders in the workplace.

**Governance:**

We are working to improve governance systems. By establishing subcommittees focused on goal-oriented operations and adopting international best practices, we are enhancing our sustainability management systems for more effective governance.

We are enhancing risk management and compliance. Within the framework of corporate sustainability goals, we measure and evaluate all processes through international audit standards (IAA) and risk management to ensure measurability and transparency. Since 2022, we have been executing the activities and strategies of the Internal Audit Department within the company, consulting with leading global audit firms.

We are increasing transparency and accountability. We continuously improve all our reporting to stakeholders, elevate our reporting standards, and seek corporate consultancy services in these areas. We share measurements, actions taken, and improvement goals with our stakeholders under the metrics of our ESG reporting on the LSEG platform.

Our company reports its ESG (Environmental, Social, and Governance) efforts transparently and accountably in collaboration with LSEG (London Stock Exchange Group), as part of the sustainability initiatives it initiated in 2019. Demonstrating significant progress in its ESG endeavors, our company improved its ESG score from B in the 2021 assessment to A in the 2022 evaluation, subsequently entering the BIST Sustainability Index in the second quarter of 2023.

In 2024, our company aims to achieve an ESG score of A+ and continues its efforts toward this goal.

## ESG

### ENVIRONMENTAL:

#### **Energy Management:**

We commit to reducing our total energy consumption, developing projects that increase energy efficiency, and sourcing our consumption from renewable energy sources through our energy management policies. Battery and energy storage units will be key drivers as climate technology solutions to increase energy efficiency and renewable energy consumption. In this regard, we are developing energy storage solutions both in our own production plants and in plants we establish for our customers.

Together with our subsidiaries, we aim to participate in tenders for solar energy plants with storage.

#### **Waste Management:**

Within the scope of our waste management policies, we aim to prevent and reduce the waste of materials used in our main activities and offices. To focus on achieving our waste management goals, we have established a Waste Management Subcommittee. The subcommittee contributes to recycling and recovery efforts by segregating our waste to increase recycling, in line with the first article of our Environmental and Energy policy and the protocol we have with the municipality.

Under our Green Office Project, glass, metal, plastic, and paper waste accumulated in our offices are segregated and periodically collected by the municipality's contracted firms, thus aiding in reducing environmental pollution.

Before any waste is sold as scrap or sent for recycling, we measure and document them. Although the average lifespan of photovoltaic panels used in solar power plants is 25 years, advancements in technology may alter this. The Waste Management Subcommittee plans for the reuse of panels whose lifespan has expired in necessary areas initially, and if reuse is not feasible, they plan for recycling.

Additionally, as part of our E-Waste policy, all electronic devices used by our internal stakeholders are either donated or recycled at the end of their useful life.

### **Emission Management:**

Our organization calculates its carbon footprint within the framework of the ISO 14064 quality management system in collaboration with Ekonorm Çevre İş Sağlığı ve Güvenliği Olc. Sız. Mut. Taah. San. Tic. Ltd. Sti. We report Scope I, II, III, and IV emissions to our stakeholders.

To minimize carbon emissions resulting from our consumption, we take several actions. One of our primary actions is converting the corporate vehicles used by internal stakeholders and the vehicle fleet used in work areas to hybrid and electric vehicles, thereby reducing our fossil fuel consumption.

We will continue to develop advanced technology and cost-effective storage solutions to reduce emissions resulting from electricity consumption during nighttime operations of our solar energy production activities.

In line with our 2050 net zero goals, we plan to offset our carbon emissions through ongoing afforestation and reforestation projects and the purchase of carbon certificates from the market.

To reduce and prevent nitrogen oxide (NOx) emissions, we are replacing our company vehicles that run on fossil fuels with electric or hybrid vehicles. While there is no sulfur oxide (SOx) formation from our activities, we encourage all our suppliers in the value chain to reduce their NOx and SOx emissions. We include SOx and NOx emissions in our carbon footprint calculations and transparently report them publicly.

As part of our company's sustainability policies and strategies for the 2022-2026 period, we have initiated the certification process and taken international accreditation steps in the field of carbon trading to contribute to reducing the carbon footprint worldwide. To achieve this goal, we signed a service contract with Profed Enerji Çevre Danışmanlık A.S. on November 10, 2021.

Within the scope of the services to be provided, carbon calculations for the past five years of operation of our solar power plants, which have been in operation since January 1, 2016, will be conducted. After the completion of the international accreditation process for the accumulated rights, carbon sales will be carried out to generate income.

### **Water Management:**

Our water management policy commits to taking necessary measures and conducting activities for the sustainable use of water resources in our main activities and offices, ensuring the preservation and management of water in a manner that can meet the needs of future generations.

Within the scope of our water management policy, our subsidiary, Angora Elektrik, which undertakes maintenance and repair activities, performs panel cleaning in solar power plants as part of its services. In line with our water management policy, panel cleanings are not conducted more than once a year, and when they are performed, they use minimal water and do not use chemical products, employing fully automated robots.

As part of our Green Office Project, investments have been made in faucet sensors and water purification facilities to increase efficient water consumption in our offices.





Within the scope of the services to be provided, carbon calculations for the past five years of operation of our solar power plants, which have been in operation since January 1, 2016, will be conducted. After the completion of the international accreditation process for the accumulated rights, carbon sales will be carried out to generate income.

### **Biodiversity Management:**

At Margün Enerji, we actively monitor the environmental impacts of our activities and take care to preserve natural habitats and ecosystems in the areas where we operate, ensuring that vegetation is not harmed. We conduct renewable energy production activities in 10 provinces within Turkey. Before establishing our plants, we ensure that no harm is done to biodiversity through the Environmental Impact Assessment (EIA) Report. In this context, we take necessary actions to protect the biodiversity and ecosystem when required by the project.

Under our environmental policy, we commit to working towards increasing biodiversity, which is crucial for the sustainability of the planet, during project development. We strive to develop agro-solar energy plant projects wherever possible to conserve and enhance biodiversity. Currently, we are actively exploring projects in this regard in Italy in collaboration with our subsidiary, Margün Enerji.

### **Supply Chain Environmental Policies:**

One of the environmental objectives of our integrated strategy is to increase sustainability in the supply chain through the Environmental Impact Reduction Supplier Policy. In this context, we aim to provide our customers with more sustainable solutions for EPC services provided for power plant installations.

**Selection of sustainable supply products:** When selecting the products we procure, we inquire about our suppliers' sustainability policies, product lifecycle studies, R&D and innovation plans and investments, carbon footprint measurements, and reduction goals. We prefer suppliers who are more sustainable. In this regard, we prefer suppliers who have quality management certificates such as ISO 14001 - ISO 50001.

Within the scope of the Environmental Impact Reduction Supplier Policy, suppliers who work on making the packaging of products purchased for EPC projects and maintenance services environmentally friendly/sustainable are evaluated. If the evaluation results in the packaging being environmentally friendly, it becomes one of the preferred options.

## SOCIAL:

### **Human Rights:**

Our company closely monitors global developments in Human Resources Management and continuously improves and enhances the work environment to increase the commitment of our employees with dynamism tailored to the different needs of sectors and functions.

We consider our employees as one of our most valuable resources. In this regard, in all human resources processes from recruitment to salary management, we assess the competence of candidates and existing employees for open positions, promotions, and similar conditions within our company without any discrimination based on reasons such as religion, language, race, ethnicity, gender, and sexual orientation.

In employee selection, we primarily use internal resources for promotion, internal transfers, and internal job postings. Vacant or newly opened positions are filled with suitable candidates from internal resources within the framework of the promotion policy or previously made promotion planning.

We believe and respect our employees' freedom of association, union membership, and collective bargaining rights. We do not have any colleague who is a member of any union within our company based on the desires of our employees. However, some of our colleagues in group companies are members of professional chambers, and their activities are supported by our company.

As a signatory to the UN Global Compact (UNGC), we obtain commitments from our suppliers to protect and implement human rights principles. To date, no supplier has been penalized for not complying with human rights. Supplier contracts or orders have not been canceled due to a supplier violating these principles

### **Equality and Diversity:**

Ensuring equality and diversity by bringing together skills and competencies across all our companies within the group, and managing human resources based on contemporary criteria and equal opportunities for everyone is one of our top priorities.

We adopt an approach that focuses on knowledge, skills, experience, competencies, and performance regardless of gender. Recognizing that internal diversity is an asset, we strive to create a fair environment within the company and promote equal opportunities and equitable practices.

For sustainable growth, we advocate for equal representation of women and men among internal stakeholders, committing to maintaining a minimum female employment rate of at least 30% at all levels and aiming to increase this rate to 50%. In line with this, creating and maintaining an environment where diversity and equal opportunities prevail is one of our top priorities.

Similarly, there is no disparity in salaries between male and female employees who possess equal experience and competence.

As signatories of the UN Women's Empowerment Principles (WEPs), we are committed to supporting women in all aspects of life, particularly in leadership roles within the corporate sphere.

### **Stakeholder Happiness and Development;**

In order to enhance the skills and contributions of our employees, internal and external training activities are supported and conducted by our company. New employees are provided with internal technical training upon joining the company. The durations of technical training vary depending on the department. The aim of training and development activities is to assist employees in their professional and personal development. Unit managers submit to the Human Resources Unit, each October-November, a list of professional training recommendations for department employees for the following year. Personal development training is planned and conducted by the Human Resources and Organizational Development Unit in collaboration with unit managers for all employees. Sustainability webinars, attended by all employees, continue to be held on a monthly basis.

Our company values the health and happiness of internal stakeholders. Through stakeholder surveys, they are encouraged to participate in decision-making. To maintain work-life balance, internal stakeholders are granted one day of remote work every two weeks. Our company supports internal stakeholders in improving their health and contributing to projects they are passionate about through the walking club and volunteers club it has established.

### **CSR and Sustainability Projects:**

Our organization develops projects in collaboration with internal and external stakeholders to create positive societal impact in line with our sustainability goals.

Under the motto "Renew Your Energy, Solve by Walking," our organization has established the Nature Walk Club. For every 50 km walked, a sustainable education donation is made to a child by the Aegean Forest Foundation.

Additionally, the Nature Volunteers Club has been established to support CSR and leadership projects. Recently, our internal stakeholders contributed to KEDV (Community Volunteers Foundation) by participating in the Runtalya running event.

Our organization is also developing the Sustainable Schools Project in collaboration with the Ministry of National Education (MEB) and TWIN Science. Through this initiative, we aim to enhance energy efficiency in schools with rooftop solar energy systems and establish sustainability workshops to raise awareness among students and guide them towards innovative STEM-focused projects.

### **Occupational Health and Safety:**

We operate in compliance with all applicable laws and regulations to protect the occupational health and safety of all our employees, minimize potential work-related accidents, and their impacts, and ensure productivity and quality in our operations and services. Through our training programs, we ensure that our employees understand their roles and responsibilities within this system, contributing to the development of their sense of responsibility. We work towards our goal of "zero accidents" by eliminating potential risks with the participation of our employees.

We commit to creating a healthy and safe work environment for all our employees, setting new objectives and goals each year to ensure the continuous improvement of our Occupational Health and Safety (OHS) System, and prioritizing the OHS factor accordingly.

When evaluating suppliers in our supply chain, we obtain information about their OHS policies and practices and encourage them to work in line with international quality standards in this regard. As a signatory of the United Nations Global Compact (UNGC), we obtain commitments from our suppliers to implement principles for the protection of human rights.

We have not encountered any punitive situations related to the mentioned issues. Supplier contracts or orders have not been canceled due to violations of these principles.



## GOVERNANCE:

### Governance Structure:

In our company's governance structure, there are five committees under the Board of Directors, namely the Corporate Governance Committee, Audit Committee, Early Detection of Risk Committee, Sustainability Committee, and Discipline Committee.

Under these committees, there are goal-oriented sub-committees, including the Waste Management Sub-Committee, Supply Chain Sub-Committee, Data Management Sub-Committee, Reporting Sub-Committee, Environmental Sub-Committee, Innovation Sub-Committee, and Stakeholder Relations Sub-Committee, thus strengthening the governance structure.

These sub-committees report to the General Manager and Executive Board, who in turn report to the Board of Directors.

### Ethnic Policy:

Our organization conducts its ethical activities within the framework of an Ethics Policy. We have established clear rules and standards for ethical behavior in our interactions with both our organization and our stakeholders. With this policy, we commit to engaging and making decisions transparently and fairly. Any behavior contrary to our ethical policy is evaluated by the Ethics Committee and, if necessary, referred to the Discipline Committee. To enhance and improve business ethics and protect whistleblowers, our organization has implemented an ethics hotline program.

### Risk Management:

As an organization, we work to identify, assess, and mitigate potential threats that could hinder our activities and objectives. We regularly present analyses of areas posing risks to the Executive Board and the Board of Directors

Our institution evaluates areas of corporate development through internal audit studies conducted by our Internal Audit Unit, as well as by external audit firms and corporate consultancy companies, in order to identify risk areas and take necessary actions for more effective risk management.

### **Transparency and Accountability;**

As a publicly traded institution, we continuously share information about our activities with stakeholders based on our values of transparency and accountability. In 2022, we released our first sustainability report and are constantly working with our Reporting Subcommittee to improve our reporting standards. As part of ESG reporting, we periodically report to our stakeholders on the LSEG platform. Under the guidance of the Data Management Subcommittee, we continuously enhance our ERP system to integrate sustainable management systems and reporting.

### **Knowledge Management;**

As an organization, we establish information security rules and ensure necessary measures are taken to protect the confidentiality, integrity, and accessibility of information in a sustainable manner. Within the framework of the Personal Data Protection Law (KVKK), we take necessary actions and continuously improve processes to ensure that personal data is managed, processed, and protected in compliance with the law.

## ACCEPTANCE OF UN GLOBAL COMPACT

Within the scope of our company's sustainability goals and strategies for the 2022-2026 periods, we became signatories of the UN Global Compact and we operate in alignment with their principles.



## JCR-ER Credit Rating:

JCR Eurasia Rating has assigned 'A (tr)' "stabil" long term national rating and 'J1+ (tr)' short term national rating category with "Stable" Outlook for our company. The Long Term International Foreign and Local Currency Issuer Credit Ratings and outlooks were assigned as 'BB'.

09

# Corporate Governance Compliance Report





## Corporate Governance Compliance Report

### DECLARATION OF COMPLIANCE WITH CORPORATE GOVERNANCE PRINCIPLES

In order for the companies to be permanent and their activities to be continuous, they should have a strong corporate identity as well as a sound financial structure. Margün Enerji Term Report. is aware that it has passed from having a good corporate identity in order to ensure permanence and create value, and places great importance on this structure within and outside the company. For the continuation of the corporate culture created in this direction, the Capital Markets Board (“CMB”) is published in the Official Gazette No. 28871 dated January 3, 2014 (“Communiqué”) and its annex “Corporate Governance Principles” shows maximum care to comply with its regulations. All activities of our Company are carried out in compliance with the said Principles as well as all relevant legal regulations.

Our company during the 01.01.2024 - 31.03.2024 operating period; it complies with the “Corporate Governance Principles” published by the Capital Markets Board, excluding some of the principles outlined below and which we are obliged to abide by.

# MARGÜN

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