

ZORLU ENERJİ ELEKTRİK ÜRETİM AŞ AND ITS SUBSIDIARIES

CONSOLIDATED STATEMENT OF FINANCIAL POSITION AS AT 31 DECEMBER 2022

Convenience Translation of Consolidated Financial Statements Originally Issued in Turkish

(Amounts expressed in thousands of Turkish Lira ("TL") unless otherwise indicated.)

| ASSETS | Audited 31 December 2022 | Audited 31 December 2021 |
|--|--------------------------------|--------------------------------|
| Current assets: | | |
| Cash and cash equivalents | 2.305.560 | 1.171.070 |
| Financial investments | 658.342 | 298.976 |
| Trade receivables | 7.041.880 | 2.846.527 |
| - <i>Trade receivables from related parties</i> | 1.076.819 | 182.302 |
| - <i>Trade receivables from third parties</i> | 5.965.061 | 2.664.225 |
| Other receivables | 1.478.472 | 944.050 |
| - <i>Other receivables from related parties</i> | 1.241.213 | 911.429 |
| - <i>Other receivables from third parties</i> | 237.259 | 32.621 |
| Receivables from service concession arrangements | 1.041.484 | 694.125 |
| Derivative financial assets | - | 57.115 |
| Inventories | 510.310 | 239.030 |
| Prepaid expenses | 70.950 | 46.319 |
| - <i>Prepaid expenses to third parties</i> | 70.950 | 46.319 |
| Current tax assets | 21.307 | 9.532 |
| Other current assets | 433.252 | 164.562 |
| - <i>Other current assets from third parties</i> | 433.252 | 164.562 |
| Total current assets | 13.561.557 | 6.471.306 |
| Non-current assets: | | |
| Financial investments | 246 | 246 |
| - <i>Other financial investments</i> | 246 | 246 |
| Trade receivables | 91.621 | 51.481 |
| - <i>Trade receivables from third parties</i> | 91.621 | 51.481 |
| Other receivables | 7.446.857 | 3.227.990 |
| - <i>Other receivables from related parties</i> | 7.287.208 | 3.074.954 |
| - <i>Other receivables from third parties</i> | 159.649 | 153.036 |
| Contract assets | 8.531 | 19.377 |
| - <i>Other contract assets</i> | 8.531 | 19.377 |
| Receivables from service concession arrangements | 6.766.842 | 3.331.766 |
| Equity accounted investees | 1.614.022 | 1.181.148 |
| Tangible assets | 34.644.864 | 18.787.818 |
| Right of use assets | 263.484 | 162.309 |
| Intangible assets | 1.444.595 | 1.501.186 |
| Derivative financial assets | 459.185 | - |
| Prepaid expenses | 8.370 | 8.975 |
| - <i>Prepaid expenses to third parties</i> | 8.370 | 8.975 |
| Deferred tax assets | 1.101.734 | 671.747 |
| Other non-current assets | 15.777 | 11.069 |
| - <i>Other non-current assets to third parties</i> | 15.777 | 11.069 |
| Total non-current assets | 53.866.128 | 28.955.112 |
| Total assets | 67.427.685 | 35.426.418 |

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(Amounts expressed in thousands of Turkish Lira ("TL") unless otherwise indicated.)

| LIABILITIES | Audited 31 December 2022 | Audited 31 December 2021 |
|---|--------------------------------|--------------------------------|
| Current liabilities: | | |
| Short-term borrowings | 2.720.679 | 1.270.673 |
| Short-term borrowings from related parties | - | 35.551 |
| - <i>Other short-term borrowings</i> | - | 35.551 |
| Short-term borrowings from third parties | 2.720.679 | 1.235.122 |
| - <i>Bank borrowings</i> | 2.157.412 | 905.107 |
| - <i>Issued debt instruments</i> | 563.267 | 164.037 |
| - <i>Other short-term borrowings</i> | - | 165.978 |
| Short-term portion of long-term borrowings | 8.986.822 | 4.334.885 |
| Short-term portion of long-term borrowings from third parties | 8.986.822 | 4.334.885 |
| - <i>Bank borrowings</i> | 7.585.455 | 3.277.643 |
| - <i>Issued debt instruments</i> | 1.291.899 | 1.006.354 |
| - <i>Lease liabilities</i> | 109.468 | 50.888 |
| Trade payables | 5.994.384 | 2.189.914 |
| - <i>Trade payables to related parties</i> | 290.139 | 80.775 |
| - <i>Trade payables to third parties</i> | 5.704.245 | 2.109.139 |
| Payables related to employee benefits | 22.026 | 18.272 |
| Other payables | 3.607.928 | 1.235.798 |
| - <i>Other payables to related parties</i> | 1.214.723 | 7.769 |
| - <i>Other payables to third parties</i> | 2.393.205 | 1.228.029 |
| Derivative financial liabilities | 17.905 | 109.531 |
| Deferred income | 923.557 | 144.220 |
| - <i>Deferred income from third parties</i> | 923.557 | 144.220 |
| Current tax liabilities | 134.280 | 5.758 |
| Short-term provisions | 21.511 | 15.540 |
| - <i>Other short-term provisions</i> | 21.511 | 15.540 |
| Other current liabilities | 225.467 | 177.170 |
| - <i>Other current liabilities to third parties</i> | 225.467 | 177.170 |
| Total current liabilities | 22.654.559 | 9.501.761 |
| Long-term borrowings | 22.708.925 | 18.174.197 |
| Long-term borrowings from third parties | 22.708.925 | 18.174.197 |
| - <i>Bank borrowings</i> | 17.393.418 | 14.337.735 |
| - <i>Lease liabilities</i> | 277.265 | 155.841 |
| - <i>Issued debt instruments</i> | 5.038.242 | 3.680.621 |
| Other payables | 7.916 | 6.365 |
| - <i>Other payables to related parties</i> | 7.916 | 6.365 |
| Derivative financial liabilities | - | 162.574 |
| Long-term provisions | 175.209 | 68.296 |
| - <i>Long-term provisions for employee benefits</i> | 175.209 | 68.296 |
| Deferred tax liabilities | 4.272.438 | 1.331.332 |
| Total non-current liabilities | 27.164.488 | 19.742.764 |
| Total liabilities | 49.819.047 | 29.244.525 |

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(Amounts expressed in thousands of Turkish Lira ("TL") unless otherwise indicated.)

| | Audited 31 December 2022 | Audited 31 December 2021 |
|---|--------------------------------|--------------------------------|
| EQUITY | | |
| Equity attributable to owners of the Company | 17.700.261 | 6.310.459 |
| Paid-in capital | 2.500.000 | 2.500.000 |
| Adjustments to share capital | 102.575 | 102.575 |
| Share premium | 1.448 | 1.448 |
| Other comprehensive income not to be reclassified in profit or loss | 22.959.860 | 10.976.242 |
| - Gains/ (losses) on revaluation and remeasurement | 22.959.860 | 10.976.242 |
| Increases on revaluation of property, plant and equipment | 23.039.988 | 10.994.165 |
| Actuarial gains/ (losses) | (80.128) | (17.923) |
| Other comprehensive income to be reclassified in profit or loss | (7.743.708) | (6.176.094) |
| - Currency translation adjustment | 1.680.772 | 1.374.130 |
| - Losses on hedging transactions | | |
| Losses on cash flow hedges | (9.424.480) | (7.550.224) |
| Restricted reserves appropriated from profits | 7.931 | 7.931 |
| - Legal reserves | 7.931 | 7.931 |
| Accumulated losses | (239.208) | (1.015.196) |
| Current year profit/ (loss) | 111.363 | (86.447) |
| Non-controlling interests | (91.623) | (128.566) |
| Total equity | 17.608.638 | 6.181.893 |
| Total liabilities and equity | 67.427.685 | 35.426.418 |

ZORLU ENERJİ ELEKTRİK ÜRETİM AŞ AND ITS SUBSIDIARIES

CONSOLIDATED STATEMENT OF PROFIT OR LOSS FOR THE YEAR ENDED 31 DECEMBER 2022

Convenience Translation of Consolidated Financial Statements Originally Issued in Turkish

(Amounts expressed in thousands of Turkish Lira ("TL") unless otherwise indicated.)

| | Audited 1 January- 31 December 2022 | Audited 1 January- 31 December 2021 |
|---|---|---|
| PROFIT/ (LOSS) | | |
| Revenue | 30.067.398 | 11.634.808 |
| Cost of sales (-) | (26.171.178) | (9.771.696) |
| Gross profit/ (loss) from commercial operations | 3.896.220 | 1.863.112 |
| GROSS PROFIT | 3.896.220 | 1.863.112 |
| General administrative expenses (-) | (689.170) | (365.287) |
| Marketing expenses (-) | (77.351) | (34.654) |
| Other income from operating activities | 3.899.287 | 1.836.121 |
| Other expenses from operating activities (-) | (1.637.358) | (578.029) |
| Profit from operating activities | 5.391.628 | 2.721.263 |
| Income from investment activities | 3.870 | 2.098 |
| Share of gain/ (loss) on equity accounted investees | 93.177 | 29.491 |
| PROFIT BEFORE | | |
| FINANCE INCOME/ (EXPENSE) | 5.488.675 | 2.752.852 |
| Finance income | 4.284.422 | 2.516.698 |
| Finance expense (-) | (9.652.712) | (5.464.622) |
| PROFIT (LOSS) FROM CONTINUING OPERATIONS, BEFORE TAX | | |
| | 120.385 | (195.072) |
| Tax (expense)/ income from continuing operations | (80.386) | 35.638 |
| - <i>Current year tax expense</i> | (284.699) | (93.751) |
| - <i>Deferred tax (expense)/ income</i> | 204.313 | 129.389 |
| PROFIT/ (LOSS) FROM CONTINUING OPERATIONS | | |
| | 39.999 | (159.434) |
| PROFIT/ (LOSS) FOR THE YEAR | | |
| | 39.999 | (159.434) |
| Profit/ (loss) attributable to: | | |
| Non-controlling interests | (71.364) | (72.987) |
| Equity holders of the Parent | 111.363 | (86.447) |
| Income/ (loss) per share (TL) | | |
| - Income/ (loss) per share from continuing operations | 0,04 | (0,04) |

ZORLU ENERJİ ELEKTRİK ÜRETİM AŞ AND ITS SUBSIDIARIES

CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME FOR THE YEAR ENDED 31 DECEMBER 2022

Convenience Translation of Consolidated Financial Statements Originally Issued in Turkish

(Amounts expressed in thousands of Turkish Lira ("TL") unless otherwise indicated.)

| | Audited 1 January - 31 December 2022 | Audited 1 January - 31 December 2021 |
|--|--|--|
| OTHER COMPREHENSIVE INCOME (LOSS) | | |
| CURRENT PERIOD NET PROFIT/ (LOSS) | 39.999 | (159.434) |
| Other comprehensive income not to be reclassified to profit or loss | 12.854.360 | 6.338.966 |
| - <i>Gains on revaluation of property, plant and equipment</i> | 16.116.112 | 7.805.116 |
| - <i>Actuarial losses</i> | (77.756) | (7.399) |
| Taxes relating to components of other comprehensive income not to be reclassified to profit or loss | (3.183.996) | (1.458.751) |
| - <i>Taxes relating to gains on revaluation of property, plant and equipment</i> | (3.199.547) | (1.460.231) |
| - <i>Taxes relating to actuarial losses</i> | 15.551 | 1.480 |
| Other comprehensive income to be reclassified to profit or loss | (1.567.614) | (2.887.741) |
| - <i>Exchange differences on translation of foreign operations, net of tax</i> | 306.642 | 783.761 |
| <i>Gains/ (losses) on exchange differences on translation of foreign operations, net of tax</i> | 306.642 | 783.761 |
| - <i>Other comprehensive loss relating to cash flow hedges</i> | (2.342.820) | (4.589.377) |
| Taxes relating to components of other comprehensive income to be reclassified to profit or loss | 468.564 | 917.875 |
| - <i>Taxes relating to cash flow hedges</i> | 468.564 | 917.875 |
| OTHER COMPREHENSIVE INCOME | 11.286.746 | 3.451.225 |
| TOTAL COMPREHENSIVE INCOME | 11.326.745 | 3.291.791 |
| Total comprehensive income/ (expense) attributable to | | |
| Non-controlling interests | (71.364) | (72.987) |
| Equity holders of the Parent | 11.398.109 | 3.364.778 |

ZORLU ENERJİ ELEKTRİK ÜRETİM AŞ AND ITS SUBSIDIARIES

CONSOLIDATED STATEMENT OF CHANGES IN EQUITY FOR THE YEAR ENDED 31 DECEMBER 2022

Convenience Translation of Consolidated Financial Statements Originally Issued in Turkish

(Amounts expressed in thousands of Turkish Lira (“TL”) unless otherwise indicated.)

| | | | | | Items not to be reclassified to profit or loss | | | | Items to be reclassified to profit or loss | | | | |
|--|--------------------|-----------------------------------|------------------|--|---|---------------------------------------|--------------------|-------------------|---|-----------------------|------------------------------------|---------------------------------|-------------------|
| | Paid-in Capital | Adjustment to Share Capital | Share Premium | Revaluation of Property, Plant and Equipment | Actuarial Gains/ (Losses) | Currency Translation Adjustment | Hedge Reserves | Legal Reserves | Accumulated Losses | Net Profit or Loss | Equity Holders of the Parent | Non- Controlling Interest | Equity |
| Previous year | | | | | | | | | | | | | |
| 1 January-31 December 2021 | | | | | | | | | | | | | |
| Opening balances | 2,000,000 | 102,575 | 916 | 4,900,479 | (11,534) | 590,369 | (3,858,376) | 7,931 | (1,361,062) | 73,851 | 2,445,149 | (147,929) | 2,297,220 |
| Share capital increase | 500,000 | - | 532 | - | - | - | - | - | - | - | 500,532 | - | 500,532 |
| Transactions with non-controlling shareholders | - | - | - | - | - | - | - | - | - | - | - | 92,350 | 92,350 |
| Transfers | - | - | - | (251,199) | (470) | - | (20,346) | - | 345,866 | (73,851) | - | - | - |
| Total comprehensive income | - | - | - | 6,344,885 | (5,919) | 783,761 | (3,671,502) | - | - | (86,447) | 3,364,778 | (72,987) | 3,291,791 |
| - Profit/ (loss) of the year | - | - | - | - | - | - | - | - | - | (86,447) | (86,447) | (72,987) | (159,434) |
| - Other comprehensive income | - | - | - | 6,344,885 | (5,919) | 783,761 | (3,671,502) | - | - | 3,451,225 | - | - | 3,451,225 |
| Ending balances | 2,500,000 | 102,575 | 1,448 | 10,994,165 | (17,923) | 1,374,130 | (7,550,224) | 7,931 | (1,015,196) | (86,447) | 6,310,459 | (128,566) | 6,181,893 |
| Current year | | | | | | | | | | | | | |
| 1 January - 31 December 2022 | | | | | | | | | | | | | |
| Opening balances | 2,500,000 | 102,575 | 1,448 | 10,994,165 | (17,923) | 1,374,130 | (7,550,224) | 7,931 | (1,015,196) | (86,447) | 6,310,459 | (128,566) | 6,181,893 |
| Transactions with non-controlling shareholders | - | - | - | - | - | - | - | - | - | - | 100,000 | 100,000 | 100,000 |
| Transfers | - | - | - | (870,742) | - | - | - | - | 775,988 | 86,447 | (8,307) | 8,307 | - |
| Total comprehensive income | - | - | - | 12,916,565 | (62,205) | 306,642 | (1,874,256) | - | - | 111,363 | 11,398,109 | (71,364) | 11,326,745 |
| - Profit/ (loss) of the year | - | - | - | - | - | - | - | - | - | 111,363 | 111,363 | (71,364) | 39,999 |
| - Other comprehensive income | - | - | - | 12,916,565 | (62,205) | 306,642 | (1,874,256) | - | - | 11,286,746 | - | - | 11,286,746 |
| Ending balances | 2,500,000 | 102,575 | 1,448 | 23,039,988 | (80,128) | 1,680,772 | (9,424,480) | 7,931 | (239,208) | 111,363 | 17,700,261 | (91,623) | 17,608,638 |

ZORLU ENERJİ ELEKTRİK ÜRETİM AŞ AND ITS SUBSIDIARIES

CONSOLIDATED STATEMENT OF CASH FLOWS FOR THE YEAR ENDED 31 DECEMBER 2022

Convenience Translation of Consolidated Financial Statements Originally Issued in Turkish

(Amounts expressed in thousands of Turkish Lira ("TL") unless otherwise indicated.)

| | Audited 1 January- 31 December 2022 | Audited 1 January- 31 December 2021 |
|---|---|---|
| CASH FLOWS FROM OPERATING ACTIVITIES | 2,657,450 | 2,001,211 |
| Profit/ (loss) | 39,999 | (159,434) |
| - <i>Profit/ (loss) from continuing operations</i> | 39,999 | (159,434) |
| Adjustments for profit/ (loss) for the period | 4,744,290 | 2,968,941 |
| Adjustments for depreciation and amortisation expense | 1,482,003 | 690,598 |
| Adjustments for provisions | 20,957 | 14,861 |
| - <i>Adjustments for provisions relating with employee benefits</i> | 14,986 | 13,138 |
| - <i>Adjustments for (reversal) of other provisions</i> | 5,971 | 1,723 |
| Adjustments for interest (income)/ expenses | 2,776,277 | 1,679,446 |
| - <i>Adjustments for interest income</i> | (893,671) | (349,141) |
| - <i>Adjustments for interest expense</i> | 3,669,948 | 2,028,587 |
| Adjustments for unrealised foreign exchange losses | 3,426,857 | 1,769,459 |
| Adjustments for fair value losses/ (gains) | (482,071) | (43,555) |
| - <i>Adjustments for fair value losses/ (gains) on derivative financial instruments</i> | (482,071) | (43,555) |
| Adjustments for undistributed profits of investments accounted for using equity method | (93,177) | (29,491) |
| - <i>Adjustments for undistributed profits of associates</i> | (93,177) | (29,491) |
| Adjustments for tax (income)/ expenses | 80,386 | (35,638) |
| Adjustments for gains/ (losses) on disposal of non-current assets | (3,870) | (2,098) |
| - <i>Adjustments for gains/ (losses) on disposal of tangible assets</i> | (3,870) | (2,098) |
| Other adjustments to reconcile profit/ (loss) | (2,463,072) | (1,074,641) |
| Changes in working capital | (1,938,046) | (651,346) |
| Adjustments for decrease/ (increase) in trade receivables | (4,054,798) | (1,319,463) |
| - <i>Increase in trade receivables from related parties</i> | (852,129) | (104,272) |
| - <i>Increase in trade receivables from third parties</i> | (3,202,669) | (1,215,191) |
| Adjustments for decrease/ (increase) in other receivables related with operations | (1,631,181) | 152,118 |
| - <i>Decrease/ (increase) in other related party receivables relating with operations</i> | (1,495,090) | 117,118 |
| - <i>Decrease/ (increase) in other third party receivables relating with operations</i> | (136,091) | 35,000 |
| Decrease/ (increase) in receivable from service concession agreements | (282,159) | 169,122 |
| Adjustments for decrease/ (increase) in inventories | (271,280) | (96,733) |
| Adjustments for increase/ (decrease) in trade payables | 3,535,958 | 220,506 |
| - <i>Increase/ (decrease) in trade payables to related parties</i> | 195,034 | 26,386 |
| - <i>Increase/ (decrease) in trade payables to third parties</i> | 3,340,924 | 194,120 |
| Adjustments for increase/ (decrease) in other payables | 204,296 | 106,151 |
| - <i>Increase/ (decrease) in other payables to third parties</i> | 204,296 | 106,151 |
| Other adjustments for other increase/ (decrease) in working capital | (229,065) | 4,019 |
| - <i>Increase in other assets relating with operations</i> | (281,116) | (48,351) |
| - <i>Increase in other liabilities relating with operations</i> | 52,051 | 52,370 |
| Adjustments for decrease/ (increase) in contract assets | 10,846 | 60,262 |
| - <i>Decrease in other contract assets</i> | 10,846 | 60,262 |
| Increase in deferred income | 779,337 | 52,672 |

ZORLU ENERJİ ELEKTRİK ÜRETİM AŞ AND ITS SUBSIDIARIES

CONSOLIDATED STATEMENT OF CASH FLOWS FOR THE YEAR ENDED 31 DECEMBER 2022

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(Amounts expressed in thousands of Turkish Lira ("TL") unless otherwise indicated.)

| | Audited 1 January- 31 December 2022 | Audited 1 January- 31 December 2021 |
|--|---|---|
| Cash flows from operations | 2.846.243 | 2.158.161 |
| Payments relating with provisions for employee benefits | (4.533) | (2.973) |
| Taxes paid | (184.260) | (153.977) |
| CASH FLOWS FROM INVESTING ACTIVITIES | (527.233) | (269.582) |
| Proceeds from sales of property, plant, equipment and intangible assets | 9.427 | 4.795 |
| - <i>Proceeds from sale of property, plant and equipment</i> | 9.427 | 4.795 |
| Purchase of property, plant, equipment and intangible assets | (522.009) | (340.157) |
| - <i>Purchase of property, plant and equipment</i> | (508.352) | (327.213) |
| - <i>Purchase of intangible assets</i> | (13.657) | (12.944) |
| Cash outflows related to purchases for obtaining control of subsidiaries | (14.651) | - |
| Dividends received | - | 65.780 |
| CASH FLOWS FROM FINANCING ACTIVITIES | (953.720) | (1.162.564) |
| Proceeds from issuing shares or other equity instruments | - | 194.096 |
| - <i>Proceeds from capital increase</i> | - | 194.096 |
| Proceeds from capital advances | 1.187.036 | - |
| Proceeds from borrowings | 7.045.923 | 5.548.136 |
| - <i>Proceeds from borrowings</i> | 5.195.160 | 1.729.274 |
| - <i>Proceeds from issuance of debt instruments</i> | 1.850.763 | 3.818.862 |
| Repayments of borrowings | (5.813.068) | (5.000.287) |
| - <i>Borrowing repayments</i> | (4.363.328) | (4.118.492) |
| - <i>Payments of issued debt instruments</i> | (1.449.740) | (881.795) |
| Increase in other payables to related parties | 21.469 | - |
| Increase/ (decrease) in other payables to related parties | - | (72.468) |
| Payments of lease liabilities | (70.208) | (40.027) |
| Interest paid | (2.932.342) | (1.795.838) |
| Interest received | 360.735 | 183.984 |
| Other cash outflows | (753.265) | (180.160) |
| NET INCREASE IN CASH AND CASH EQUIVALENTS | 1.176.497 | 569.065 |
| BEFORE EFFECT OF EXCHANGE RATE CHANGES | 1.176.497 | 569.065 |
| Effect of exchange rate changes on cash and cash equivalents | (44.495) | (117.330) |
| Net increase in cash and cash equivalents | 1.132.002 | 451.735 |
| CASH AND CASH EQUIVALENTS AT THE BEGINNING OF THE YEAR | 1.161.644 | 709.909 |
| CASH AND CASH EQUIVALENTS AT THE END OF THE YEAR | 2.293.646 | 1.161.644 |