

ZORLU ENERJİ ELEKTRİK ÜRETİM AŞ AND ITS SUBSIDIARIES

CONSOLIDATED STATEMENT OF FINANCIAL POSITION AS AT 31 DECEMBER 2024

Convenience Translation of Consolidated Financial Statements Originally Issued in Turkish

(Amounts expressed in thousands of Turkish Lira ("TL") as adjusted for the effects of inflation in TL units current at 31 December 2024 pursuant to IAS 29.)

	Audited 31 December 2024	Audited 31 December 2023
ASSETS		
Current assets:		
Cash and cash equivalents	1.541.918	2.791.942
Financial investments	-	576.172
Trade receivables	6.439.443	8.644.313
- Trade receivables from related parties	1.915.407	1.782.069
- Trade receivables from third parties	4.524.036	6.862.244
Other receivables	1.096.199	1.866.862
- Other receivables from related parties	1.045.942	1.656.005
- Other receivables from third parties	50.257	210.857
Receivables from service concession arrangements	2.827.315	2.501.954
Inventories	467.769	767.176
Prepaid expenses	199.712	151.413
-Prepaid expenses to third parties	199.712	151.413
Current tax assets	59.124	-
Other current assets	778.571	1.234.204
- Other current assets from third parties	778.571	1.234.204
Sub-total	13.410.051	18.534.036
Assets held for sale	-	10.092.151
Total current assets	13.410.051	28.626.187
Non-current assets:		
Financial investments	2.820	2.820
- Other financial investments	2.820	2.820
Trade receivables	581.994	538.692
- Trade receivables from third parties	581.994	538.692
Other receivables	12.422.579	17.838.610
- Other receivables from related parties	12.393.118	17.382.082
- Other receivables from third parties	29.461	456.528
Contract assets	239.887	434.205
- Other contract assets	239.887	434.205
Receivables from service concession arrangements	9.426.971	10.666.064
Equity accounted investees	5.748.923	6.448.743
Tangible assets	54.966.237	58.368.006
Right of use assets	905.792	872.396
Intangible assets	10.487.578	11.061.118
Derivative financial assets	-	496.169
Prepaid expenses	14.230	15.991
- Prepaid expenses to third parties	14.230	15.991
Deferred tax assets	10.576.533	6.855.687
Other non-current assets	1.130	4.469
- Other non-current assets to third parties	1.130	4.469
Total non-current assets	105.374.674	113.602.970
Total assets	118.784.725	142.229.157

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LIABILITIES		
Current liabilities:		
Short-term borrowings	1.479.026	2.392.597
Short-term borrowings from third parties	1.479.026	2.392.597
- Bank borrowings	597.856	1.769.791
- Issued debt instruments	881.170	622.806
Short-term portion of long-term borrowings	9.716.387	22.012.854
Short-term portion of long-term borrowings from third parties	9.716.387	22.012.854
- Bank borrowings	1.824.359	16.534.861
- Issued debt instruments	7.812.273	5.297.541
- Lease liabilities	79.755	180.452
Trade payables	5.077.060	5.602.363
- Trade payables to related parties	291.430	337.874
- Trade payables to third parties	4.785.630	5.264.489
Payables related to employee benefits	143.467	70.646
Other payables	2.259.321	1.769.217
- Other payables to related parties	44.671	52.529
- Other payables to third parties	2.214.650	1.716.688
Deferred income	948.351	2.716.823
- Deferred income from third parties	50.890	-
- Deferred income from related parties	897.461	2.716.823
Current tax liabilities	15.176	153.303
Short-term provisions	127.918	106.508
- Short-term provisions for employee benefits	97.563	75.676
- Other short-term provisions	30.355	30.832
Other current liabilities	370.915	615.618
- Other current liabilities to third parties	370.915	615.618
Sub-total	20.137.621	35.439.929
Liabilities related to assets held for sale	-	10.124.746
Total current liabilities	20.137.621	45.564.675
Non-current liabilities		
Long-term borrowings	34.533.664	36.947.343
Long-term borrowings from third parties	34.533.664	36.947.343
- Bank borrowings	3.695.406	26.157.035
- Lease liabilities	265.174	428.344
- Issued debt instruments	30.573.084	10.361.964
Other payables	15.832	16.123
- Other payables to related parties	15.832	16.123
Deferred income	742.614	-
- Deferred income from related parties	742.614	-
Long-term provisions	444.141	413.527
- Long-term provisions for employee benefits	444.141	413.527
Deferred tax liabilities	4.263.290	3.741.901
Total non-current liabilities	39.999.541	41.118.894
Total liabilities	60.137.162	86.683.569

ZORLU ENERJİ ELEKTRİK ÜRETİM AŞ AND ITS SUBSIDIARIES

CONSOLIDATED STATEMENT OF PROFIT OR LOSS FOR THE PERIOD ENDED

31 DECEMBER 2024

Convenience Translation of Consolidated Financial Statements Originally Issued in Turkish

(Amounts expressed in thousands of Turkish Lira ("TL") as adjusted for the effects of inflation in TL units current at 31 December 2024 pursuant to IAS 29.)

	Audited 31 September 2024	Audited 31 December 2023
EQUITY		
Equity attributable to owners of the Company	58.647.103	55.444.006
Paid-in capital	5.000.000	5.000.000
Adjustments to share capital	25.262.214	25.262.214
Share premium	46.984	46.984
Other comprehensive income not to be reclassified in profit or loss	8.473.148	9.060.348
Gains on revaluation and remeasurement	8.473.148	9.060.348
- <i>Increases on revaluation of property, plant and equipment</i>	<i>8.844.903</i>	<i>9.432.586</i>
- <i>Actuarial losses</i>	<i>(371.755)</i>	<i>(372.238)</i>
Other comprehensive expense to be reclassified in profit or loss	(30.155.317)	(35.623.933)
- <i>Currency translation difference</i>	<i>2.935.302</i>	<i>2.781.147</i>
- <i>Losses on hedging transactions</i>		
<i>Losses on cash flow hedges</i>	<i>(33.090.619)</i>	<i>(38.405.080)</i>
Restricted reserves appropriated from profits	145.280	145.280
- <i>Legal reserves</i>	<i>145.280</i>	<i>145.280</i>
Retained earnings	52.238.638	35.785.006
Current period profit/(loss)	(2.363.844)	15.768.107
Non-controlling interests	460	101.582
Total equity	58.647.563	55.545.588
Total liabilities and equity	118.784.725	142.229.157

ZORLU ENERJİ ELEKTRİK ÜRETİM AŞ AND ITS SUBSIDIARIES

CONSOLIDATED STATEMENT OF PROFIT OR LOSS FOR THE PERIOD ENDED

31 DECEMBER 2024

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(Amounts expressed in thousands of Turkish Lira ("TL") as adjusted for the effects of inflation in TL units current at 31 December 2024 pursuant to IAS 29.)

	Audited 1 January- 31 December 2024	Audited 1 January- 31 December 2023
PROFIT/(LOSS)		
Revenue	29.657.596	39.389.311
Cost of sales (-)	(25.947.551)	(33.957.316)
GROSS PROFIT	3.710.045	5.431.995
General administrative expenses (-)	(1.703.544)	(2.036.018)
Marketing expenses (-)	(237.029)	(236.760)
Other income from operating activities	2.921.533	4.250.788
Other expenses from operating activities (-)	(2.756.109)	(2.683.707)
Profit from operating activities	1.934.896	4.726.298
Income from investment activities	4.825.556	5.993.617
Loss from investment activities	-	(4.125)
Share of gain on equity accounted investees	800.581	196.693
PROFIT BEFORE FINANCE INCOME/(EXPENSE)	7.561.033	10.912.483
Net monetary gain	840.052	12.716.229
Finance income	4.910.232	13.283.568
Finance expense (-)	(22.282.467)	(30.154.247)
PROFIT (LOSS) FROM CONTINUING OPERATIONS, BEFORE TAX	(8.971.150)	6.758.033
Tax income from continuing operations	4.511.967	8.809.465
- Current period tax expense	(393.455)	(700.134)
- Deferred tax income	4.905.422	9.509.599
PROFIT (LOSS) FROM CONTINUING OPERATIONS	(4.459.183)	15.567.498
PROFIT FROM DISCONTINUED OPERATIONS FOR THE PERIOD	2.094.623	293.943
PROFIT (LOSS) FOR THE PERIOD	(2.364.560)	15.861.441
Profit attributable to:		
Non-controlling interests	(716)	93.334
Equity holders of the Parent	(2.363.844)	15.768.107
Income per share (TL)		
- Income/(loss) per share from continuing operations	(0,89)	4,67
- Income per share from discontinuing operations	0,42	0,09

ZORLU ENERJİ ELEKTRİK ÜRETİM AŞ AND ITS SUBSIDIARIES

CONSOLIDATED STATEMENT OF PROFIT OR LOSS FOR THE PERIOD ENDED

31 DECEMBER 2024

Convenience Translation of Consolidated Financial Statements Originally Issued in Turkish

(Amounts expressed in thousands of Turkish Lira ("TL") as adjusted for the effects of inflation in TL units current at 31 December 2024 pursuant to IAS 29.)

	Audited 1 January - 31 December 2024	Audited 1 January - 31 December 2023
OTHER COMPREHENSIVE INCOME/(LOSS)		
CURRENT PERIOD NET PROFIT/(LOSS)	(2.364.560)	15.861.441
Other comprehensive income/(loss) not to be reclassified to profit or loss	(2.081)	(14.805.558)
-Gains on revaluation of property, plant and equipment	8.006	(18.294.579)
-Actuarial losses	(75.609)	(226.527)
Taxes relating to components of other comprehensive income/(loss) not to be reclassified to profit or loss	65.522	3.715.548
- Taxes relating to gains on revaluation of property, plant and equipment	46.620	3.658.916
- Taxes relating to actuarial losses	18.902	56.632
Other comprehensive loss to be reclassified to profit or loss	5.468.616	343.767
- Exchange differences on translation of foreign operations, net of tax	154.155	(384.049)
Gains/(losses) on exchange differences on translation of foreign operations, net of tax	154.155	(384.049)
- Other comprehensive income (loss) relating to cash flow hedges	7.085.948	970.421
Taxes relating to components of other comprehensive loss to be reclassified to profit or loss	(1.771.487)	(242.605)
-Taxes relating to cash flow hedges	(1.771.487)	(242.605)
OTHER COMPREHENSIVE INCOME/(LOSS)	5.466.535	(14.461.791)
TOTAL COMPREHENSIVE INCOME	3.101.975	1.399.650
Total comprehensive income/(loss) attributable to		
Non-controlling interests	(716)	93.334
Equity holders of the parent	3.102.691	1.306.316

ZORLU ENERJİ ELEKTRİK ÜRETİM AŞ AND ITS SUBSIDIARIES

CONSOLIDATED STATEMENT OF CHANGES IN EQUITY FOR THE PERIOD ENDED 31 DECEMBER 2024

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(Amounts expressed in thousands of Turkish Lira ("TL") as adjusted for the effects of inflation in TL units current at 31 December 2024 pursuant to IAS 29.)

	Items that will not be reclassified to profit or loss					Items that are or may be reclassified to profit or loss					Equity of the parent company	Non-controlling interests	Total equity
	Share capital	Adjustments to share capital	Share premium	Revaluation of property plant and equipment	Actuarial losses	Foreign currency translation differences	Hedge reserves	Legal reserves	Retained earnings	Net profit for the period			
Balance at 1 January 2023	2.500.000	23.604.780	14.382	26.390.353	(202.967)	3.149.593	(39.132.896)	145.280	19.772.516	13.706.613	49.947.654	(107.256)	49.840.398
Shareholders' additional capital contributions	2.500.000	1.657.434	32.602	-	-	-	-	-	-	-	4.190.036	-	4.190.036
Acquisition or disposal of subsidiary	-	-	-	-	624	15.603	-	-	(16.227)	-	-	-	-
Transactions with the non-controlling parties	-	-	-	-	-	-	-	-	-	-	-	115.504	115.504
Transfers	-	-	-	(2.322.104)	-	-	-	-	16.028.717	(13.706.613)	-	-	-
Total comprehensive income/(loss)	-	-	-	(14.635.663)	(169.895)	(384.049)	727.816	-	-	15.768.107	1.306.316	93.334	1.399.650
-Net profit for the period	-	-	-	-	-	-	-	-	-	15.768.107	15.768.107	93.334	15.861.441
-Total comprehensive income/(loss)	-	-	-	(14.635.663)	(169.895)	(384.049)	727.816	-	-	-	(14.461.791)	-	(14.461.791)
31 December 2023	5.000.000	25.262.214	46.984	9.432.586	(372.238)	2.781.147	(38.405.080)	145.280	35.785.006	15.768.107	55.444.006	101.582	55.545.588
Balance at 1 January 2024	5.000.000	25.262.214	46.984	9.432.586	(372.238)	2.781.147	(38.405.080)	145.280	35.785.006	15.768.107	55.444.006	101.582	55.545.588
Acquisition or disposal of subsidiary	-	-	-	-	57.190	-	-	-	43.216	-	100.406	(100.406)	-
Transfers	-	-	-	(642.309)	-	-	-	-	16.410.416	(15.768.107)	-	-	-
Total comprehensive income/(loss)	-	-	-	54.626	(56.707)	154.155	5.314.461	-	-	(2.363.844)	3.102.691	(716)	3.101.975
-Net profit for the period	-	-	-	-	-	-	-	-	-	(2.363.844)	(2.363.844)	(716)	(2.364.560)
-Total comprehensive income/(loss)	-	-	-	54.626	(56.707)	154.155	5.314.461	-	-	-	5.466.535	-	5.466.535
31 December 2024	5.000.000	25.262.214	46.984	8.844.903	(371.755)	2.935.302	(33.090.619)	145.280	52.238.638	(2.363.844)	58.647.103	460	58.647.563

ZORLU ENERJİ ELEKTRİK ÜRETİM AŞ AND ITS SUBSIDIARIES

CONSOLIDATED STATEMENT OF CASH FLOWS FOR THE PERIOD ENDED

31 DECEMBER 2024

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	Audited	Audited
Notes	1 January- 31 December 2024	1 January- 31 December 2023
CASH FLOWS FROM OPERATING ACTIVITIES:	6.550.147	16.990.011
Net profit (loss) for the period	(2.364.560)	15.861.441
- Net profit (loss) for the period from continued operations	(4.459.183)	15.567.498
- Net profit for the period from discontinued operations	2.094.623	293.943
Adjustments related to period net profit/(loss) reconciliation	(793.612)	(12.098.977)
Adjustments related to depreciation and amortization	4.827.761	6.194.368
Adjustments for provisions	72.620	120.561
- Adjustments for provisions related with employee benefits	51.210	46.915
- Adjustments for (reversal of) other provisions	21.410	73.646
Adjustments related to interest (income) and expense	8.580.408	7.082.503
- Adjustments related to interest (income)	(3.403.769)	(3.858.494)
- Adjustments related to interest expense	11.984.177	10.940.997
Adjustments related to unrealized foreign exchange losses/(gains)	5.631.376	14.830.605
Adjustments related to fair value losses/(gains)	288.716	(1.745.470)
- Adjustments related to fair value losses/(gains) on derivative financial instruments	288.716	(16.335)
- Other adjustments related to fair value losses/(gains)	-	(1.729.135)
Adjustments for undistributed profits of investments	(800.581)	(196.693)
Accounted for using equity method	(800.581)	(196.693)
- Adjustments for undistributed profits of joint ventures	(800.581)	(196.693)
Adjustments related to tax (income) expense	(4.511.967)	(8.307.716)
Adjustments related to gains from disposals of fixed assets	(809)	(8.905)
- Adjustments related to gains resulting from disposal of tangible assets	(809)	(8.905)
Adjustments related to monetary gains and losses	(10.438.912)	(25.992.964)
Adjustments related to gains from disposals of subsidiaries or joint operations	(4.824.747)	(4.251.452)
Other adjustment to reconcile profit (loss)	382.523	176.186
Net cash generated from operating activities before changes in working capital	10.388.866	13.750.679
Changes in trade receivables	3.005.669	6.781.109
- Changes in trade receivables from related parties	121.052	2.123.754
- Changes in trade receivables from third parties	2.884.617	4.657.355
Changes in other receivables	9.311.611	12.421.204
- Changes in other receivables from related parties	8.723.944	12.417.495
- Changes in other receivables from third parties	587.667	3.709
Changes in receivables from service concession arrangement	913.732	1.078.204
Changes in inventories	299.407	478.433
Changes in trade payables	(2.464.557)	(4.642.839)
- Changes in trade payables to related parties	(46.444)	(615.615)
- Changes in trade payables to third parties	(2.418.113)	(4.027.224)
Changes in other payables	(91.793)	(290.079)
- Changes in other payables to third parties	(91.793)	(290.079)
Changes in other liabilities	246.337	(1.367.376)
- Changes in other assets	418.219	(1.512.667)
- Changes in other liabilities	(171.882)	145.291
Changes in assets arising from customer contracts	194.318	(418.233)
- Changes in other contract assets	194.318	(418.233)
Changes in deferred income	(1.025.858)	(289.744)
Net cash generated from operating activities	7.230.694	17.513.143
Payments related with provisions for employee benefits	(84.056)	(66.468)
Income taxes paid	(596.491)	(456.664)

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	Audited	Audited
	1 January-	1 January-
Notes	31 December 2024	31 December 2023
CASH FLOWS FROM INVESTING ACTIVITIES	3.623.192	(114.165)
Cash inflows from losing control of subsidiaries	4.808.664	3.039.266
Cash outflows related to capital advance payments of subsidiaries and/or joint ventures	(378.080)	(1.974.778)
Cash inflows from the sale of tangible and intangible assets	8.393	267.173
- <i>Cash inflows from the sale of property, plant and equipment</i>	<i>8.393</i>	<i>267.173</i>
Cash outflows from purchases of property, plant and equipment and intangible assets	(1.210.612)	(1.486.255)
- <i>Cash outflows from the sale of property, plant and equipment</i>	<i>(1.190.124)</i>	<i>(1.404.197)</i>
- <i>Cash outflows from the sale of intangible assets</i>	<i>(20.488)</i>	<i>(82.058)</i>
Other inflows (outflows) of cash	-	(120.006)
Dividend received	394.827	160.435
CASH FLOW FROM FINANCING ACTIVITIES	(10.795.778)	(17.196.679)
Cash Inflows from Issuance of Shares and Other Equity Instruments	-	1.928.247
- <i>Cash Inflows from Share Issuance</i>	<i>-</i>	<i>1.928.247</i>
Cash inflows from borrowing	43.832.750	6.570.376
- <i>Cash inflows from bank loans</i>	<i>2.573.908</i>	<i>377.314</i>
- <i>Cash inflows from issued debt instruments</i>	<i>41.258.842</i>	<i>6.193.062</i>
Cash outflows related to debt payments	(46.027.674)	(17.503.790)
- <i>Cash outflows related to loan repayments</i>	<i>(32.715.192)</i>	<i>(12.962.201)</i>
- <i>Cash outflows from repayments of issued debt instruments</i>	<i>(13.312.482)</i>	<i>(4.541.589)</i>
Decrease in other payables to related parties	(71.960)	(1.122.044)
Payment of lease liabilities	(107.837)	(213.834)
Interest paid	(9.537.181)	(8.714.016)
Interest received	491.848	1.123.121
Cash inflows from derivative instruments	1.026.849	388.775
Other cash inflows	(402.573)	346.486
NET INCREASE/(DECREASE) IN CASH AND CASH EQUIVALENTS BEFORE EFFECT OF CURRENCY TRANSLATION DIFFERENCES	(622.439)	(320.833)
Effect of currency translation differences in cash and cash equivalents	(83.485)	(211.657)
NET INCREASE/(DECREASE) IN CASH AND CASH EQUIVALENTS	(705.924)	(532.490)
CASH AND CASH EQUIVALENTS AT THE BEGINNING OF THE PERIOD	2.779.085	5.456.515
INFLATION EFFECT ON CASH AND CASH EQUIVALENTS	(629.197)	(2.144.940)
CASH AND CASH EQUIVALENTS AT THE END OF THE PERIOD	1.443.964	2.779.085