



## KAMUYU AYDINLATMA PLATFORMU

# ZORLU ENERJİ ELEKTRİK ÜRETİM A.Ş. Non-current Financial Asset Sale

### Summary

Regarding the sale of shares of our subsidiary Zorlu Enerji Dağıtım AŞ

## Non-Current Financial Asset Sale

Related Companies []

Related Funds []

| Non-Current Financial Asset Sale  |  |
|---|--|
| Update Notification Flag  | Evet (Yes)   |
| Correction Notification Flag  | Hayır (No)   |
| Date Of The Previous Notification About The Same Subject  | 13.02.2024   |
| Postponed Notification Flag   | Hayır (No)   |
| Announcement Content  |  |
| Board Decision Date for Sale  | 13/02/2024   |
| Were Majority of Independent Board Members' Approved the Board Decision for Sale?                                 | Yes  |
| Title of Non-current Financial Asset Sold   | Zorlu Enerji Dağıtım AŞ  |
| Field of Activity of Non-current Financial Asset Sold   | Distribution of gaseous fuels through the main grid and other            |
| Capital of Non-current Financial Asset Sold   | TL 895.150.000,00  |
| Date on which the Transaction was/will be Completed   | Transaction is planned to be completed upon obtaining necessary permits. |
| Sales Conditions  | Henüz Belli Değil (Not Determined Yet)                                   |
| Nominal Value of Shares Sold  | TL 895,150,000.00  |
| Sales Price Per Share   | To be decided at closing.  |
| Total Sales Value   | To be decided at closing.  |
| Ratio of Shares Sold to Capital of Non-current Financial Asset (%)  | 100  |
| Total Ratio of Shares Owned in Capital of Non-current Financial Asset After Sales Transaction (%)                 | 0  |
| Total Voting Right Ratio Owned in Non-current Financial Asset After Sales Transaction (%)                         | 0  |
| Ratio of Non-current Financial Asset Sold to Total Assets in Latest Disclosed Financial Statements of Company (%) | To be decided at closing.  |
| Ratio of Transaction Value to Sales in Latest Annual Financial Statements of Company (%)                          | To be decided at closing.  |
| Effects on Company Operations   | Termination of affiliate relationship                                    |
| Profit / Loss Arised After Transaction  | To be decided at closing.  |
| How will Sales Profit be Used if Exists?  | -  |
| Board Decision Date for Use of Sales Profit if Exists   | -  |
| Title/ Name-Surname of Counter Party Bought   | Palmet Enerji AŞ   |
| Is Counter Party a Related Party According to CMB Regulations?  | Hayır (No)   |

|   |   |
|---|---|
| Relation with Counter Party if any  | No  |
| Agreement Signing Date if Exists  | 13/02/2024  |
| Value Determination Method of Non-current Financial Asset                               | Negotiated procedure                              |
| Did Valuation Report be Prepared?   | Düzenlenmedi (Not Prepared)                       |
| Reason for not Preparing Valuation Report if it was not Prepared                        | It is not obligatory to prepare valuation report. |
| Date and Number of Valuation Report   | -   |
| Title of Valuation Company Prepared Report  | -   |
| Value Determined in Valuation Report if Exists  | -   |
| Reasons if Transaction wasn't/will not be performed in Accordance with Valuation Report | -   |
| <b>Explanations</b>   |   |

Pursuant to material event disclosure dated 13.02.2024, the approvals of the Competition Board and Energy Market Regulatory Authority have been obtained as of 05.03.2024 (today) within the framework of the "Share Purchase Agreement" signed for the sale of all shares representing the capital of our subsidiary "Zorlu Enerji Dağıtım AŞ", in which our Company participates 100% in its capital, together with all rights and debts to Palmet Enerji AŞ. Share transfer transactions will be disclosed to the public in a complete and timely manner.

This statement has been translated into English for informational purposes. In case of a discrepancy between the Turkish and the English versions of this disclosure statement, the Turkish version shall prevail.

We proclaim that our above disclosure is in conformity with the principles set down in “Material Events Communiqué” of Capital Markets Board, and it fully reflects all information coming to our knowledge on the subject matter thereof, and it is in conformity with our books, records and documents, and all reasonable efforts have been shown by our Company in order to obtain all information fully and accurately about the subject matter thereof, and we’re personally liable for the disclosures.