

Growing sustainably,
*acting
responsibly*



Annual Report **2025**

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13.04.2026
FISCAL YEAR, 2025
ORDINARY GENERAL MEETING OF SHAREHOLDERS

REGISTERED CAPITAL
TL 2,000,000,000

ISSUED CAPITAL
TL 435,000,000

As Alarko Holding, we have been on a long-standing journey of success since 1954, contributing meaningfully to the growth of our country with our strong corporate philosophy. Today, with operations across seven different sectors, our international partnerships, 49 companies, and approximately 6,000 employees, we take pride in being one of Türkiye's most established industrial groups.

While creating value through our high-tech R&D investments, production strength, and international projects, we take every step with a focus on a sustainable future. Without compromising our ethical principles and quality standards, we will continue to create a positive impact for all our stakeholders through our people-oriented approach.



In every investment, the foremost element is people. Without human ingenuity, design, thought, and effort, success is simply unimaginable.

Dr. Üzeyir Garih



The trajectory of a long-term venture is shaped foremost at the planning stage. Planning is the primary driver of success.

İshak Alaton

We will always remember with love and respect...

Alarko Group of Companies

A diverse sectoral portfolio for a stronger future



Contracting Group

ALSİM ALARKO SANAYİ TESİSLERİ VE TİCARET A.Ş.

- KABATAŞ-MECİDİYEKÖY-MAHMUTBEY METRO PROJECT
- ANKARA METRO ELECTRO-MECHANICAL WORKS AND SIGNALIZATION SYSTEMS CONSTRUCTION PROJECT
- ANKARA METRO ADDITIONAL ELECTRO-MECHANICAL WORKS AND SIGNALIZATION SYSTEMS CONSTRUCTION PROJECT
- ALARKO-CENGİZ METRO JOINT VENTURE KAYNARCA-PENDİK-TUZLA METRO CONSTRUCTION AND ELECTRO-MECHANICAL SYSTEMS SUPPLY, INSTALLATION AND COMMISSIONING PROJECT
- BAKAD GREAT ALMATY RING ROAD PROJECT
- BUCHAREST SOUTH RING ROAD PROJECT LOT-1
- BUCHAREST SOUTH RING ROAD PROJECT LOT-2
- ALARKO-MAKYOL JOINT VENTURE-BUCHAREST INTERNATIONAL AIRPORT METRO CONNECTION 6TH METRO SECTION LOT 1.1
- KAZAKHSTAN SHYMKENT GREENHOUSE PROJECTS PROJECT MANAGEMENT AND TECHNICAL CONSULTING SERVICES



Energy Group

ALTEK ALARKO ELEKTRİK SANTRALLERİ TES. İŞL. VE TİC. A.Ş.

- KARAKUZ DAM AND HYDROELECTRIC POWER PLANT
- GÖNEN HYDROELECTRIC POWER PLANT
- KIRKLARELİ COMBINED CYCLE NATURAL GAS POWER PLANT

MERAM ELEKTRİK DAĞITIM A.Ş.

ALCEN ENERJİ DAĞITIM VE PERAKENDE SATIŞ HİZM. A.Ş.

CENAL ELEKTRİK ÜRETİM A.Ş.

MERAM ELEKTRİK ENERJİSİ TOPTAN SATIŞ A.Ş.

MERAM ELEKTRİK PERAKENDE SATIŞ A.Ş.

ALEN ALARKO ENERJİ TİCARET A.Ş.

ALARKO ENERJİ A.Ş.

ALARKO GÖTOLAN GREEN ENERGY ENERJİ DEPOLAMA SİSTEMLERİ ÜRETİM A.Ş.

UTILITEK BİLGİ TEKNOLOJİLERİ A.Ş.



Industry and Trade Group

ALARKO CARRIER SANAYİ VE TİCARET A.Ş.

- MAIN PRODUCTION PLANT
- HEATING EQUIPMENT PRODUCTION PLANT
- DEALERSHIP SALES ENTITY
- SYSTEM SALES ENTITY
- AFTER-SALES SERVICES ENTITY
- TOTALINE

ALARKO FENNİ MALZEME SATIŞ VE İMALAT A.Ş.

ALARKO HAVACILIK ENDÜSTRİ YATIRIMLARI A.Ş.

ALFOR HAVACILIK VE TEKNİK HİZMETLERİ A.Ş.

ALFOR AVIATION AND TECHNICAL SERVICES LIMITED

ALARKO DİJİTAL TEKNOLOJİ ÇÖZÜMLERİ A.Ş.



Tourism Group

ATTAŞ ALARKO TURİSTİK TESİSLER A.Ş.

- HILLSIDE BEACH CLUB
- HILLSIDE CITY CLUB - ETİLER
- CINECITY - ETİLER
- SANDA SPA (HBC, HCC-ETİLER)



Land Development Group

ALARKO GAYRİMENKUL YATIRIM ORTAKLIĞI A.Ş.

ALDEM ALARKO KONUT İNŞAAT VE TİCARET A.Ş.

AL-RİVA PROJESİ ARAZİ DEĞER. KONUT İNŞ. VE TİC. A.Ş.

AL-RİVA ARAZİ DEĞER. KONUT İNŞ. VE TİC. A.Ş.

AL-RİVA ARAZİ DEĞER. KONUT İNŞ. TURİSTİK TES. GOLF İŞL. VE TİC. A.Ş.

ALARKO KONUT PROJELERİ GELİŞTİRME A.Ş.

AO MOSALARKO



Agriculture Group

ALARKO TARIM SANAYİ VE TİCARET A.Ş.

ALSER JEOTERMAL TARIM GIDA SANAYİ VE TİC. A.Ş.

PALMİRA AGRO GÜBRE SANAYİ VE TİC.A.Ş.

ALARKO GIDA SANAYİ VE TİCARET A.Ş.

GENSEED TOHUM ISLAH VE ÜRETİM A.Ş.

ALBİ BİTKİSEL İLAÇ HAM MADDELERİ ÜRETİM SAN.VE TİC. A.Ş.

SANROSE TARIM SANAYİ VE TİCARET A.Ş.

BEYBUR TARIM VE HAYVANCILIK A.Ş.

NATA TARIM ÜRETİM VE TİCARET A.Ş.

İPEKS JEOTERMAL ENERJİ SANAYİ VE TİCARET A.Ş.

CAMSER TARIM GIDA A.Ş.

SERAF TARIM VE HAYVANCILIK A.Ş.

SEREVERDE JEOTERMAL TARIM GIDA SANAYİ VE TİCARET A.Ş.

TOO ALSERA KZ



Investment Group

ALYAT TEKNOLOJİ YATIRIMLARI HOLDİNG A.Ş.

ALSER ALARKO SERMAYE YATIRIMLARI HOLDİNG A.Ş.

Message from the Chairman of the Board of Directors

Redefining value for a sustainable future

As we complete 71 years in Türkiye's economic development journey, we continue to carry our legacy, strengthened by change, into the future under our motto, "Value Redefined."



Distinguished Stakeholders,

The year 2025 was marked by continued global economic volatility, persistent inflationary pressures, and geopolitical uncertainties that directly shaped decision-making processes. As central banks' monetary policy actions influenced market dynamics worldwide, agility and rationality became more critical than ever across all sectors. In this dynamic process, companies capable of responding swiftly to macroeconomic shifts and managing their operations and investments with a rational perspective stood out for their resilience.

In Türkiye, 2025 remained a year where high inflation, elevated interest rates, and cost management continued to demand close attention. While the focus has been supporting financial stability with firm steps toward disinflation and the continuation of tight monetary policy, the gradual improvement in economic predictability provided a stronger strategic foundation for the business community. Against this backdrop, our priority as a Group was to safeguard cash flow and manage risks effectively, without compromising on new investments or cost discipline.

For Alarko Group of Companies, 2025 represented a pivotal year in which our long-term transformation vision became clearly visible and our international portfolio company model evolved into a tangible value creation platform. As we complete 71 years in Türkiye's economic development journey, we continue to carry our legacy, strengthened by change, into the future under our motto, "Value Redefined." We make all our decisions with a commitment to sustainability, responsible investment, and innovation, managing our growth not merely through volume but through a balanced portfolio composition, technology-driven business models, global expansion, and the creation of qualified impact across environmental and social dimensions.

Thanks to our disciplined management approach focused on preserving financial resilience, we are pleased to have closed 2025 largely in line with our budget targets. Even during a period of intensive strategic investments, particularly in energy, agriculture, aviation, and tourism, we further strengthened our cash generation capacity compared to the previous year, reinforcing the strength of our balance sheet and financial position.

In our Energy Group, we are extending our contribution to Türkiye's energy supply security, supported by our installed capacity and production strength, into a new dimension through clean energy solutions. As the most critical step of this strategic transformation, we are launching an investment program through a joint venture partnership to produce fourth-generation battery and energy storage technologies. On the other hand, in line with our Net Zero Emissions commitment for 2050, we aim to increase our renewable installed capacity nearly fivefold by 2030.

MEDAŞ, which ranks among Türkiye's distribution companies with the lowest loss-leakage rates, continues to support the growing share of renewable energy supply each year through its investments across six provinces and the dedicated efforts of our teams. Our electricity retail company, MEPAŞ, continues to serve 2.5 million subscribers with a strong focus on customer satisfaction, sustainability, and digitalization. At Alarko, we will continue to position our energy business as a strategic pillar that develops technology, enhances regional competitiveness, and contributes to climate goals.

Message from the Chairman of the Board of Directors

With our Hillside brand, our Tourism Group, known for its high customer loyalty, continues to redefine luxury through an environmentally conscious approach at our Fethiye resort. With our new investment in Bodrum-Gündoğan, designed in line with green building principles, we will double our bed capacity while further strengthening Hillside's role as a model for sustainable tourism.

In our Agriculture Group, we have taken significant steps toward becoming a regional leader in smart agriculture through our modern greenhouse investments in Türkiye and Kazakhstan. Leveraging geothermal energy and AI-supported systems, we are setting new standards in zero-residue and water-efficient production. Across our value chain, from seed to table, we are actively engaged in climate-resilient seed breeding, specialty fertilizers, and dried food production. The financial support we have secured from national and international development finance institutions for this business, stands as a strong validation of the global credibility of Alarko's sustainable agriculture model.

In our Industry and Trade Group, Alarko Carrier maintained its export leadership while we restructured our operations through green energy and digital infrastructure. As part of our sustainability-driven production approach, we demonstrated a

In our Agriculture Group, we have taken significant steps toward becoming a regional leader in smart agriculture through our modern greenhouse investments in Türkiye and Kazakhstan.

strong example of transformation by sourcing 100% of our electricity consumption at our Eskişehir facility through our rooftop solar power plant. By feeding excess green energy into the grid, we contribute to the broader ecosystem, while our R&D and AI-supported energy management initiatives position us at the forefront of low-carbon industrial models.

In our Contracting Group, we focus on high value-added projects with well-managed risk profiles over volume-driven growth. We position this business line as a driving force that supports our Group's investment capabilities and lays the groundwork for our strategic assets. Through our intra-Group synergy model, we have successfully delivered infrastructure and facility construction for our new agriculture investments, continuing to leverage our operational expertise in line with Alarko's transformation vision.

In aviation business line, we are introducing an innovative, circular-economy-driven business model through our "P2F" conversions, transforming end-of-life passenger aircraft into cargo aircraft and laying the foundations of a new business line.

Through Alarko Capital, we are building a flexible, return-oriented portfolio across public equities, private equity, and venture capital. With our international

Diverse contributions *under our "Joint Impact" principle*

Guided by our "Joint Impact" principle across all Group companies, we place the creation of lasting positive economic, social, and environmental impact at the heart of our business models and investments.

investments, which account for 47% of our portfolio, where we focus on technology startups that are transforming the world, we particularly support B2B software and AI-focused startups. We will continue to closely monitor global trends and opportunities to create long-term sustainable value in this business segment, where we have built a dynamic and high-yield structure.

In our sustainability journey, 2025 was marked by achievements that reflect the maturity of our Group's progress. Alongside our inclusion in the Borsa Istanbul Sustainability Index, the upgrade of our ESG rating to "A" stands as a tangible reflection of our identity as a "Responsible Investor." In line with our Net Zero 2050 commitment, we continue to expand sustainability awareness across all levels of our organization through

our "Positive Impact – Green Collar" program. We continue to raise the bar for transparency and accountability, through our pioneering "Responsible Communication Policy," which marks a first in Türkiye. With our sustainability reporting aligned with TSRS and GRI standards, we highlight our performance in environmental, social, and governance, and place stakeholder dialogue, global priorities, and climate-related risks and opportunities at the core of our approach.

In line with our vision of becoming an international portfolio company and our 2030 outlook, we aim to shape half of our portfolio through efficiency gains in our existing sectors, and the other half through high-growth new business areas such as agriculture, energy storage, aviation, and investments. Guided by our "Joint Impact" principle across

all Group companies, we place the creation of lasting positive economic, social, and environmental impact at the heart of our business models and investments.

I would like to extend my sincere thanks to our employees, who have been the driving force in this transformation that will position Alarko's deep-rooted legacy as a visible player in global markets and in all our achievements, as well as to our strategic partners, customers, and valued shareholders who place their trust in us. I am hoping that 2026 will bring health, peace, prosperity, and success to our country, our world, and all our stakeholders.

Yours sincerely,

İzzet Garih
Chairman of the Board

Message from the CEO

Tangible outcomes *through responsible investments*

In 2025, we began to see clear results from our investments in responsible, sustainable, and climate-resilient businesses.



Distinguished Stakeholders,

We are living through a period in which economic dynamics, societal expectations, climate-related risks, and breakthroughs in science, technology, and artificial intelligence are fundamentally reshaping how value is created. This period is also a true test of resilience for companies. As a well-established company that began its journey during Türkiye's era of planned economic development and has successfully navigated many different cycles since then, we see this profound shift as a significant opportunity for our continued evolution.

As you may recall, we entered the 2020s with a renewed growth vision, and in 2024, as we celebrated our 70th anniversary, we reinforced that vision with our new logo. We also redefined our corporate identity around the motto "Value Redefined." In 2025, staying true to this motto, we continued to rethink our business models end-to-end in light of both today's realities and tomorrow's expectations. We are now beginning to see tangible outcomes from our investments in responsible, sustainable, and climate-resilient businesses, while further strengthening our position as an international portfolio company.

The past year was shaped by a global environment where macroeconomic uncertainty

made decision-making more complex, inflationary pressures and geopolitical risks persisted, and rising protectionism directly affected global trade flows. In Türkiye, we saw the continued implementation of tight monetary policy and fiscal discipline, with a strong emphasis on disinflation. While high interest rates and rising input costs placed considerable pressure on the real sector, the increased predictability of the economic environment marked an important turning point for the business community.

Against this backdrop, our top priority at Alarko has been to make our operations more resilient to short-term volatility while allocating capital in a disciplined way toward areas that generate long-term value. We maintained our real growth targets, particularly in businesses that directly engage with consumers, and continued to maintain a strong appetite for investments. Our credibility and environmentally responsible operations enabled us to access favorable financing conditions and sustain our growth. However, we do not define success solely by scale. What matters most to us is the strength of our cash generation and our financial resilience. In our new investments, we have remained focused on building long-term, sustainable, and responsible revenue streams. Positioning ourselves in sustainable and climate-focused sectors, and becoming an early-

stage solution partner in a rapidly transforming world, continued to be a key source of motivation for us.

With this perspective, in 2025 we made significant progress in the new sectors we have entered, including modern agriculture, energy storage, and aviation. While diversifying our portfolio to avoid dependence on a single line of business and balancing it with value-generating components across different risk profiles, we remained committed to creating a sustainable and positive impact in every sector we operate in.

Our Energy Group continued to make a strong contribution to our profitability and the quality of our revenues in 2025, supported by its broad range of operations. We met approximately 2.7% of Türkiye's annual electricity demand. Operating in the country's largest distribution region, MEDAŞ reduced its loss-leakage rate to around 5% through sustained investments. With our infrastructure reaching 1,700 SCADA stations, we reduced outage durations to less than three minutes, elevating our operational responsiveness to a new level. MEPAŞ, which delivers uninterrupted energy to approximately 2.5 million people, continued to achieve strong results with its focus on operational efficiency and high customer satisfaction.

Message from the CEO

A 360-degree agriculture *from seed to food*

In agriculture, we differentiated ourselves through our fully integrated, 360-degree structure spanning seed breeding, micro-granular fertilizers, and dried food production.

In power generation, we continued our investments in technology, maintenance, and efficiency. Despite severe drought conditions, we generated additional value through operational optimization at our hydroelectric power plants and the sale of I-REC certificates. While maintaining our target of increasing our renewable installed capacity from 136 MW to approximately 650 MW by 2030, which represents nearly a fivefold increase, we also took concrete steps in our energy storage investment plans. We completed registration procedures and incorporated Alarko Gotion Green Energy. As part of this project, for which we foresee a total investment of USD 485 million, we plan to commission our energy storage systems facility with an annual capacity of 3 GWh by the end of 2026.

Our agriculture business has become one of the most strategic pillars of our vision for

food security and sustainable production. In 2025, we continued active production across 1,062 decare of modern greenhouse area in Türkiye, while commissioning the first 400-decare phase of our investment in Kazakhstan. With our "Alsera 15" investment in Afyonkarahisar, the largest single-roof geothermal greenhouse in Türkiye, we further strengthened our production capacity. In line with our target of reaching a total greenhouse area of 10,000 decare by the end of 2028, our total investments in the Agriculture Group over the past three years have exceeded USD 450 million.

In agriculture, we differentiated ourselves not only through scale but also through our fully integrated, 360-degree structure spanning seed breeding, micro-granular fertilizers, and dried food production. Thanks to the recirculation irrigation systems used in our greenhouses, we

achieved a 72% reduction in water consumption, and delivered our "zero-residue" certified products to 32 countries. The fact that more than 70% of our employees in the Agriculture Group are women stands out as one of the most meaningful outcomes of our social impact focus. Through Palmira Agro, we initiated exports of micro-granular fertilizers, while meeting 35% of our facility's energy needs through our solar power system. With our new production plant in Konya Ereğli, we tripled our dried food processing capacity.

With our Hillside brand, we once again validated our distinctive, loyalty-driven business model by achieving a 72% repeat visit rate in 2025. We have also reached the final stage in the construction of our new 800-bed facility in Bodrum-Gündoğan, which will double the brand's accommodation capacity.

Within our Contracting Group, we have adopted a more selective approach, focusing on directing capital toward strategic assets that offer higher returns. While progressing in line with schedule in our existing projects through our strong technical capabilities, we are also positioning this business line as a source of synergy, particularly in the installation and technical consulting processes of our greenhouse investments in Kazakhstan and Türkiye.

In our Industry and Trade Group, Alarko Carrier reinforced its leadership in the air-conditioning sector by becoming the export champion for 13 consecutive years in the air handling unit, fan coil, and rooftop air conditioner categories. We produced Türkiye's first IECEx-certified air handling units and introduced our next-generation, environmentally friendly refrigerant systems to the market. At our Eskişehir plant, we demonstrated a strong example of transformation by sourcing all of our electricity from renewable energy.

In the aviation sector, we are bringing an innovative, upcycling-focused model to the industry by converting end-of-life wide-body passenger aircraft into cargo aircraft without altering the structural integrity of the fuselage. In this niche, high value-added field, where we aim to set an example in our country, we have completed the necessary technical preparations to scale our operations starting from 2026.

Through Alarko Capital, which we see as a key pillar of our vision to become an international portfolio company, we continued to invest in innovative, technology-focused companies with strong global competitiveness. Meanwhile, our real estate portfolio, managed by our Land Development Group, reached a value of approximately USD 1 billion as of the end of 2025.

In 2025, we also continued to see advancing our sustainability performance across the Group as a key measure of success. We expanded our sustainability governance structure to encompass all Group companies under a shared "Joint Impact" perspective. Through our "Positive Impact – Green Collar" training program, we continued to invest in building technical capabilities in sustainability. In line with our Net Zero 2050 commitment, we increased the use of green energy in our facilities, accelerated clean energy transition through I-REC mechanisms, and expanded our carbon-neutral office practices.

While taking an active role in Türkiye's green transformation, we also focused on increasing our positive social impact. Through our "First Step into Art" project, implemented under our sponsorship of the IKSVM Festivals' Youth and Children's workshops, we introduced hundreds of children to the transformative power of art. Through the Pioneers of Entrepreneurship Program, which we carry out in collaboration with Habitat Association, we have supported

more than 4,000 women through training programs and provided grant funding to 40 initiatives to date. Within this ecosystem, where we offer a holistic support model, we continue to contribute to the branding and growth journeys of women entrepreneurs through opportunities for learning, collaboration, and visibility. This year, our Agriculture Group also joined our grant program under the "Women's Power in Agriculture" initiative. We plan to expand this synergy, which we initiated with our Agriculture Group, across other Group companies in the coming years.

We view 2026 as a year in which we will see even clearer outcomes from the transformation program we have been implementing with determination in recent years, and in which the qualitative shift in our portfolio structure will become more visible. I would like to extend my sincere thanks to my valued colleagues who have made this transformation possible, as well as to our Board of Directors and all our strategic stakeholders who have consistently supported us on this journey.

Together, in 2026, we will continue to redefine value and create lasting positive impact for our country.

Yours sincerely,

Ümit N. Yıldız
CEO of Alarko Group of Companies

Alarko Holding A.Ş. Board of Directors



İzzet GARIH Chairman of the Board

Born in 1961 in Istanbul, Mr. Garih graduated from the Department of Industrial Engineering of Michigan University, Ann Arbor, USA in 1983. He completed his Master's Degree in the field of Construction Engineering and Management at the same university in 1984.

He worked as an engineer and manager in various projects at Alarko Land Development and Construction Group in 1987-2002. From 2002 to 2007, he was the Chairman of the Board at Alarko Gayrimenkul Yatırım Ortaklığı A.Ş. and Vice Chairman of the Board at Alarko Holding A.Ş. in 2004-2015. He has been the Chairman of the Board at Alarko Holding A.Ş. since 2015. Married with three children, Mr. Garih speaks English.

İzzet Garih does not have eligibility for independence as of the Capital Markets Board Communiqué Numbered II-17.1.



Vedat Aksel ALATON Vice Chairman of the Board

Vedat Aksel Alaton was born in 1963, in Istanbul. He graduated from the Industrial Engineering Faculty of Northeastern University, USA in 1987.

After working in Project Planning for one year in Hawker Siddeley he returned to Türkiye and worked in Project Planning in Alamsaş (1988-1989), Alsım Alarko Contracting Group's various projects as Project Planning Engineer, Field Control Engineer and Site Engineer (1989-1990) and as General Manager for Alnor Seafood Products Company (1990-1991). He became Deputy Executive Vice President of Alarko Contracting Group in 1991 and Managing Director of Alarko Holding A.Ş. in 1995. He became a Member of the Board of Alarko Holding A.Ş. in 2000 and has been Vice Chairman of the Board of Alarko Holding A.Ş. since 2004. He speaks English and has three sons.

Vedat Aksel Alaton does not have eligibility for independence as of the Capital Markets Board Communiqué Numbered II-17.1.



Ümit N. YILDIZ Member of the Board, CEO

Ümit N. Yıldız was born in Erzurum in 1966. He graduated from the Department of Business Administration, Faculty of Political Sciences of Ankara University in 1986. He obtained his MSc degree from University of Illinois.

In 1987, he started working as Assistant Auditor at Board of Auditors of the Ministry of Finance. Yıldız continued to work in the Ministry as Auditor and Chief Auditor until 1997. He was appointed Deputy General Manager of the Turkish Employment Organization in 1997. He resigned from his position and joined the Alarko Group of Companies in 1998. Yıldız who is presently working as the CEO of Alarko Holding A.Ş. is also a member of the Board of various companies within the group. Yıldız speaks English and is married with two children.

Ümit N. Yıldız does not qualify as independent director according to the Capital Markets Board Communiqué Numbered II-17.1.



Leyla ALATON Member of the Board

Leyla Alaton was born in Istanbul in 1961. She graduated from the Business Administration and Management Faculty of Fairleigh Dickinson University, New Jersey, USA. She completed her Masters Degree in Social Sciences at the University of New York.

Upon returning to Türkiye in 1986 she first worked as assistant to Dr. Üzeyir Garih. Later, she conducted the Publicity and Marketing of the Alkent - Etiler Uyduşehir and the Alsit Villakent projects. In 1992, she was elected "Businesswoman of the Year" by the National Productivity Center. In 1993, she was among the Leaders of the Future selected for the first time at the Davos World Economic Forum. In 1993, she founded her own company, Megatrend Public Relations Consultancy Company and gave consultancy to global giants such as Aerospatiale and Alcatel. Leyla Alaton is currently Board Member of Alarko Holding A.Ş. and board member of various non-governmental organizations and has the French Order of Legion d'Honneur. She has two children and speaks English and French.

Leyla Alaton does not have eligibility for independence as of the Capital Markets Board Communiqué Numbered II-17.1.



Niv GARIH Member of the Board

Born in 1981, Niv Garih graduated from New York University, Stern School of Business, Department of Finance and International Business Administration with honors in 2006.

Mr. Garih worked in JP Morgan's Asset Management division in New York from 2006 to 2008. He later returned to Türkiye in 2009 and started working at Alarko Holding A.Ş.'s Business Development, Feasibility and Valuation departments. He directed Investor Relations department of Alarko Holding A.Ş. and its subsidiaries between 2014-2018. He has been a member of the Board of Alarko Holding A.Ş. since 2014. He was also elected as the Chairman of the Board of Alarko Carrier San. ve Tic. A.Ş. in April 2017. Niv Garih is married, has three children and speaks English and French.

Niv Garih does not have eligibility for independence as of the Capital Markets Board's Communiqué II-17.1.



Ayhan YAVRUCU Member of the Board

Ayhan Yavrucu was born in 1948, in the Develi district of Kayseri, Mr. Yavrucu graduated from the Faculty of Political Sciences of Ankara University in 1972.

He started to work at the Ministry of Finance, Tax Inspectors Board as Deputy Tax Inspector the same year and worked as a Tax Inspector until 1977. Mr. Yavrucu joined Alarko Group of Companies on 1 March 1977 and has served in various levels in the Group. Between 1994 and 2018 he was the CEO of Alarko Group of Companies. Mr. Yavrucu is currently a Board Member of Alarko Holding A.Ş. and he is the Chairman of the Board of various companies of the Group. He speaks English, is married and has two children.

Ayhan Yavrucu does not have eligibility for independence as of the Capital Markets Board Communiqué Numbered II-17.1.

Alarko Holding A.Ş. Board of Directors



Lale ERGİN Independent Board Member

Lale Ergin holds a degree in Business Administration from Middle East Technical University and completed her Executive MBA at Koç University.

Ergin began her professional career at Borusan Group, where over a period of more than 20 years she led the establishment and structuring of the Group's Strategy, Business Development, Mergers & Acquisitions (M&A), and Innovation functions from the ground up. During this time, she assumed a broad range of responsibilities, from shaping the Group's growth- and value-oriented portfolio strategy to launching new business lines and managing critical acquisition processes end-to-end. She also led key strategic initiatives such as the implementation of corporate entrepreneurship models and co-led the Group's digital transformation journey.

In 2018, Ergin joined the Executive Committee of Borusan Holding, where she served as an Executive Board Member responsible for energy, logistics, and industrial companies including Borusan Lojistik, Borusan EnBW Enerji, Supsan, and Borusan Mannheim. In this role, she provided strategic direction and led operational efficiency efforts both at the executive level and as a board member across Group subsidiaries.

In 2020, she became the Co-Founder and CEO of ESA Esports & Media, where she structured Turkey's leading esports organization, launched the country's only private esports arena, and established major league operations. She also led the development of Ready4.gg, a competitive gaming platform that brings communities together and offers sustainable revenue models, building an end-to-end business model spanning physical operations and digital technologies.

Currently, Lale Ergin serves as an Independent Board Member at Alarko Holding, Turcas Holding, Logo Yazılım, and Mondi Turkey Corrugated Paper and Packaging.

Ms. Ergin meets the independence criteria specified in Communiqué No. II-17.1 of the Turkish Capital Markets Board.



Att. Med. Nihal MASHAKI Independent Board Member

Born in Amman/Jordan in 1980. She holds an undergraduate degree in law from Galatasaray University.

She started her career in 2005 as a lawyer and moved in 2008 to the financial services sector where she established and ran the Board General Secretariat and various committees under the Board of Directors in Türkiye Finans Bank as the Director of Corporate Governance and Company Secretary and later headed the legal advisory and litigation as the Chief Legal Officer. She was nominated for "the Best Company Secretary of The Year" award by the Institute of Chartered Secretaries and Administrators (ICSA), London UK in 2016 with her corporate governance transformation project. In 2018, Ms. Mashaki moved to Şişecam as an Advisor to the Group CEO. She managed both local and the global projects on corporate governance and compliance. Subsequently in 2021 she advised the Group CEO of Karadeniz Holding with designing the governance framework for energy group Karpowership. Mashaki is actively advising global listed companies with focus on operational excellence of the board and committees, streamlining decision-making processes and controls within intracompany and translating corporate governance and sustainability ambitions into concrete plans to meet goals within group companies.

Since 2012, she is a member of Corporate Governance Association of Türkiye (TKYD). She obtained professional certificates from London Business School, ICSA, EM and IFC on leadership, corporate governance, company secretary and sustainability. She has been part of the IFC sustainability and corporate governance trainer to trainer (ToT) program since 2019. She has been supporting the project re promotion of gender diversity on corporate boards in Türkiye that was led by European Bank for Reconstruction and Development (EBRD) since 2020, as a member and co-chairwoman of the committees. She is a Board member and a professional trainer in Corporate Governance Association of Türkiye. She is also a founding executive member of CGAT International Corporate Governance Institute. Mashaki speaks English, French, Turkish and Arabic. She is registered to Istanbul Bar and certified mediator.

Ms. Mashaki meets the independence criteria specified in Communiqué No. II-17.1 of the Turkish Capital Markets Board.



İzzet Cemal KİŞMİR Independent Board Member

Cemal Kışmir, who has more than 30 years of experience in the financial services sector, has held senior executive positions at Mobil Oil, Garanti Bank, and Turkish Economy Bank (TEB) throughout his career. Since 2011, he has been serving as CEO and Board Member of BNP Paribas Cardif Turkey Insurance Group and TEB Portfolio Management.

In addition to his roles within BNP Paribas Turkey, Cemal Kışmir leads Turkey IPS (Investment & Protection Services) and also serves on the Boards of the Insurance Association of Turkey, the Turkish Pension Monitoring Center, and Alarko Holding.

Cemal Kışmir holds a Bachelor's degree in Business Administration from Marmara University. He completed his MBA at the Barney School of Business and also attended the Executive Education Program at Harvard Business School (HBS) in the United States.

Mr. Kışmir meets the independence criteria specified in Communiqué No. II-17.1 of the Turkish Capital Markets Board.

AUDITOR

BDO Denet Bağımsız Denetim ve Danışmanlık A.Ş.
(Member, BDO International Network)

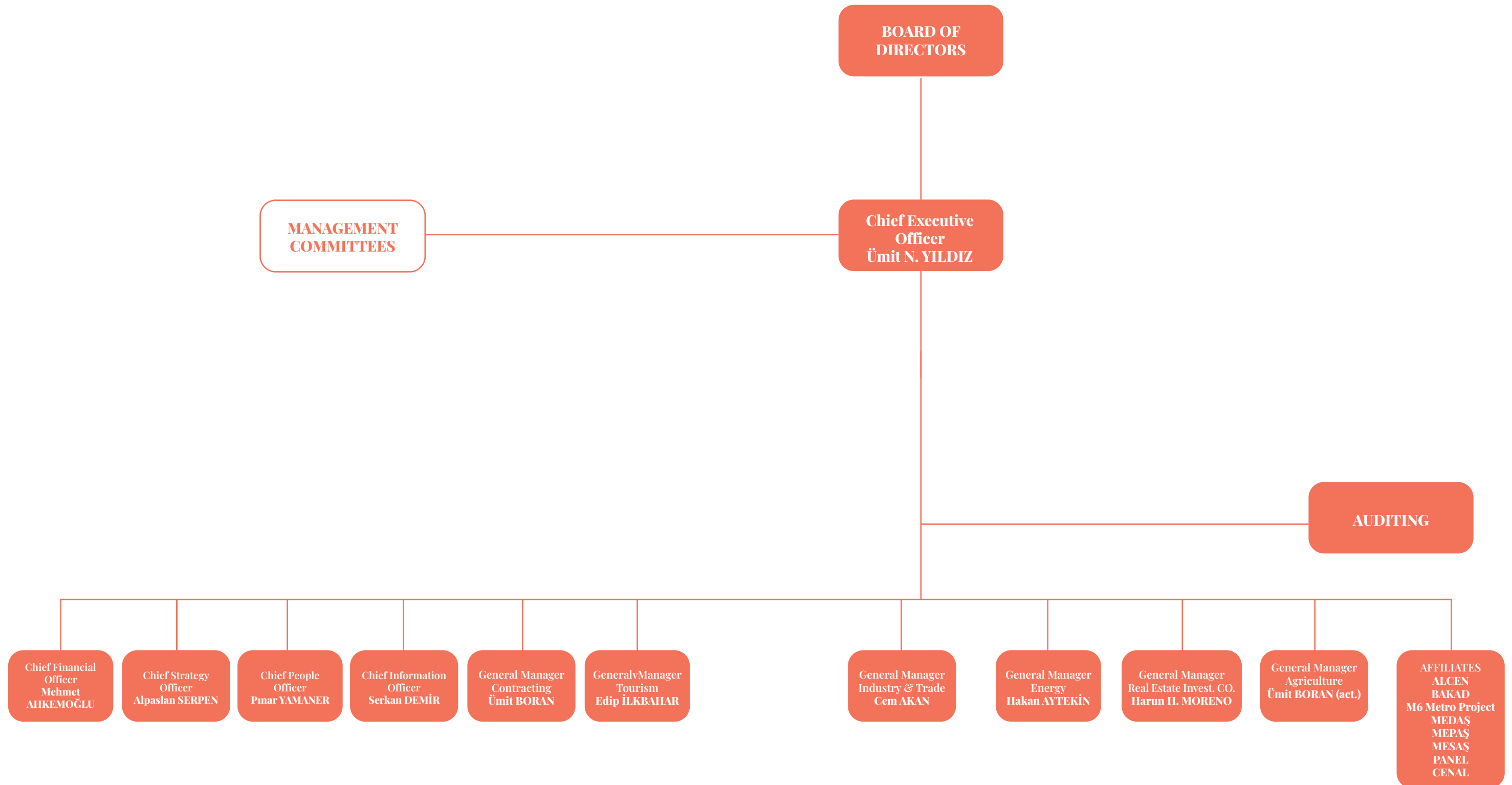
INDEPENDENT AUDITOR

BDO Denet Bağımsız Denetim ve Danışmanlık A.Ş.
(Member, BDO International Network)

* The audit covers the accounting period 01.01.2025-31.12.2025.

The term of office for the Board Members is between 14.04.2025-14.04.2026.

Alarko Group of Companies - General Organization



*Organizational level is limited to the "General Manager" level in this chart.

Management Team

CHAIRMAN OF THE BOARD	
İZZET GARİH	
VICE CHAIRMAN OF THE BOARD	
VEDAT AKSEL ALATON	
CHIEF EXECUTIVE OFFICER	
ÜMİT N. YILDIZ	
GROUP LEADERS	
MEHMET AHKEMOĞLU	CHIEF FINANCIAL OFFICER
ALPASLAN SERPEN	CHIEF STRATEGY OFFICER
PINAR YAMANER	CHIEF PEOPLE OFFICER
SERKAN DEMİR	CHIEF INFORMATION OFFICER
GENERAL MANAGERS	
EDİP İLKBAHAR	TOURISM
EROL UÇMAZBAŞ	MERAM ELECTRICITY DISTRIBUTION INC.
İLKER ARSLANARGUN	MERAM ELECTRICITY RETAIL SALES INC.
ÜMİT BORAN	CONTRACTING
CEM AKAN	INDUSTRY&TRADE
HAKAN AYTEKİN	ALTEK
HARUN H. MORENO	ALARKO REAL ESTATE INVEST
ÜMİT BORAN	AGRICULTURE (act.)
COMPANY GENERAL MANAGER	
ÖMER BİLGİN	PALMİRA AGRO
BUSINESS MANAGER	
İHSAN ACAR	CENAL
PROJECT COORDINATOR	
H. LÜTFÜ ŞATVAN	AGRICULTURE-ALARKO GIDA
DEPUTY GENERAL MANAGERS	
GÖKMEN ÜLGEN	CONTRACTING - AGRICULTURAL INVESTMENT CONSTRUCTION
SERKAN YUNUSOĞLU	CONTRACTING - HEAD OFFICE
MURAT ÇOPUR	INDUSTRY&TRADE-FACTORIES
ÖZGÜR UĞRAŞ GÜRER	INDUSTRY&TRADE- COMMERCIAL
K. HAYATİ ÇATBAŞ	ALTEK TRADE
HALİL COŞKUN TUNCEZ	MEDAŞ - REGULATION AND CONSUMER SERVICES
ETHEM KONAR	MEDAŞ - INVESTMENTS
SÜLEYMAN KIRIŞIKOĞLU	MEDAŞ - INFORMATION TECHNOLOGIES AND PLANNING
YAKUP AKALP	MEDAŞ -FINANCIAL AND LEGAL AFFAIRS
ÖZKAN ECEVİT	CENAL - FINANCIAL AND ADMINISTRATIVE AFFAIRS
AYHAN ARI	TOURISM - FINANCE AND ADMINISTRATION
ÖZGÜR ÇAÇAN ŞİMŞEK	TOURISM - OPERATIONS AND ORGANIZATION
SERKAN MEKİKOĞLU	TOURISM - BUSINESS DEVELOPMENT AND MARKETING
ÖZER AYHAN	AGRICULTURE-ALSERA-TECHNICAL OPERATIONS
MURAT YILMAZ	AGRICULTURE-ALSERA-SALES
NECATİ AKGÜN	AGRICULTURE- FINANCIAL AND ADMINISTRATIVE AFFAIRS
BELGİN ÇELİK IŞIK	AGRICULTURE- SUPPLY CHAIN & OPERATIONAL EXCELLENCE
KORAY FEDAR	AGRICULTURE- PALMİRA AGRO

DIRECTORS	
BEYTULLAH DEMİR	HOLDING - BUDGET & FINANCIAL ANALYSIS
MELİS AYLIKÇI BERBER	HOLDING - CONSOLIDATION AND REPORTING
ÖZGÜR KALYONCU	HOLDING - INVESTOR RELATIONS
SÜLEYMAN SAMİ İNAL	HOLDING - FINANCIAL AFFAIRS
TUĞBA DEMİREL	HOLDING - STRATEGY AND BUSINESS DEVELOPMENT
CANAN COŞKUN	HOLDING - CORPORATE COMMUNICATIONS AND SUSTAINABILITY
AYMAN ZHANUZAKOVA	CONTRACTING – BAKAD SPV
ERTUĞRUL AYDIN	CONTRACTING – RAIL SYSTEMS
ERTUĞRUL IRMAK	CONTRACTING – ACCOUNTING AND FINANCE
İSMAİL EROĞLU	CONTRACTING - KABATAŞ – MAHMUTBEY METRO PROJECT
CEVDET SUNAY BİNGÖL	INDUSTRY&TRADE – SYSTEM SALES
BEGÜM ÖĞÜT	INDUSTRY&TRADE - R&D
ÇAĞLAYAN SARAYOĞLU	INDUSTRY&TRADE – PEOPLE AND ORGANIZATION
ERKAN TUNCAY	INDUSTRY&TRADE - AFTER SALES SERVICES AND SPARE PARTS
YÜKSEL PINAR	INDUSTRY&TRADE – DEALERSHIP SALES
GÖKHAN ALDINÇ	INDUSTRY&TRADE - SUPPLY CHAIN
VOLKAN ARSLAN	INDUSTRY&TRADE - MARKETING
CEM ÇELİKÖRSLÜ	INDUSTRY&TRADE – QUALITY AND PROJECT MANAGEMENT
İBRAHİM ETHEM TOPGÜL	INDUSTRY&TRADE - INFORMATION TECHNOLOGIES
NIHAT AKSÜT	ALTEK-ELECTRICITY STORAGE SYSTEMS
HASAN ONGUN	MEPAŞ - INFORMATION TECHNOLOGIES AND BUSINESS DEVELOPMENT
ÇAĞRI AKA	MEPAŞ-ENERGY SALES
SAMİ ACET	MEDAŞ- FINANCIAL AFFAIRS
ASLI ORHON	TOURISM – PUBLIC RELATIONS
CEYDA ABİK	TOURISM – MARKETING
CÜNEYT ÇAKALEL	TOURISM – HOTELS OPERATION
HANDE ARSLAN	TOURISM – PEOPLE AND ORGANIZATION
ÖMER DEMİR	TOURISM – INFORMATION TECHNOLOGIES AND SYSTEMS
ÖZGÜR TÜRKMEN BİLİR	TOURISM – PROJECT COORDINATION
SUZAN BİNBİRDİREK	TOURISM – FINANCIAL AFFAIRS
ALİ MURAT KUTBAY	AGRICULTURE- INFORMATION TECHNOLOGIES
SELÇUK PARALI	AGRICULTURE – FINANCIAL AFFAIRS
TUĞÇE YILMAZ	AGRICULTURE – PEOPLE AND ORGANIZATION

PROJECT MANAGERS, ASS. PROJECT MANAGERS, CLUP MANAGERS, FACTORY MANAGERS	
GÜNAY GÖKALP	CONTRACTING-PROJECT MANAGER SHYMKENT GREENHOUSE PROJECT
MIHAI ANDRONIE	CONTRACTING – PROJECT MANAGER – ROMANIA METRO PROJECT
ÖZAY GÜLYAR	CONTRACTING – ASS. PROJECT MANAGER - BUCHAREST SOUTH RING ROAD PROJECT
SALİH MURAT KARAOSMANOĞLU	CONTRACTING – ASS. PROJECT MANAGER – SHYMKENT GREENHOUSE PROJECT
AHMET ÖZGÜN ÇOLAK	INDUSTRY&TRADE - FACTORY MANAGER - ESKİŞEHİR
Ş. BORA NALBANTOĞLU	INDUSTRY&TRADE - FACTORY MANAGER – GEBZE
AYHAN KALAYCI	ALARKO REAL ESTATE INVEST – PROJECT MANAGER
YUNUS EMRE SEVİMAZ	AGRICULTURE-PALMİRA AGRO- FACTORY MANAGER

Financial Indicators

A well-balanced portfolio *powered by sustainable investments*

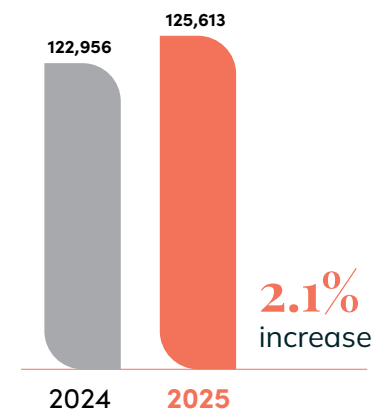
Alarko Holding, with its ongoing investments pursued with determination and its sustainability-focused transformation program, focused on building a balanced portfolio structure and maintaining financial resilience in 2025, increasing its total assets to TL 125.6 billion.

Summary Statement of Financial Standing (TL Million)	Independently Audited, 31.12.2025	Independently Audited, 31.12.2024
Total Assets	125,613	122,956
Current Assets	21,834	25,445
Fixed Assets	103,779	97,511
Total Liabilities	125,613	122,956
Short-Term Liabilities	26,537	24,913
Long-Term Liabilities	18,671	13,352
Shareholders' Equity	80,405	84,691

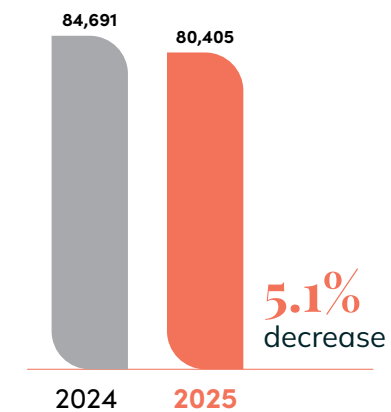
Summarized Profit or Loss Statement (TL Million)	31.12.2025	31.12.2024
Revenues	8,669	9,946
Gross Profit	175	425
Operating Profit/(Loss)	1,130	495
Profit/(Loss) for the Period	1,569	3,233
Profit/(Loss) for the Period - Parent Company Shares	1,223	2,794

Ratios	31.12.2025	31.12.2024
Current Ratio	0.82	1.02
Liquidity Ratio	0.55	0.81
Cash Ratio	0.29	0.46
Debt-to-Total Assets Ratio	0.36	0.31

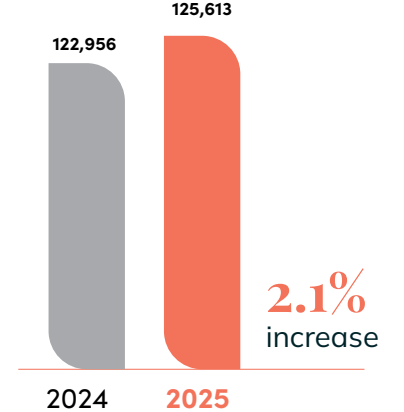
Total Assets
(TL Million)



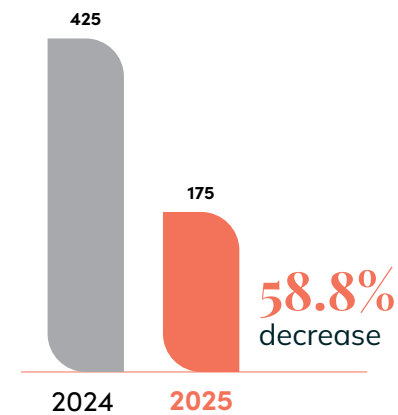
Shareholders' Equity
(TL Million)



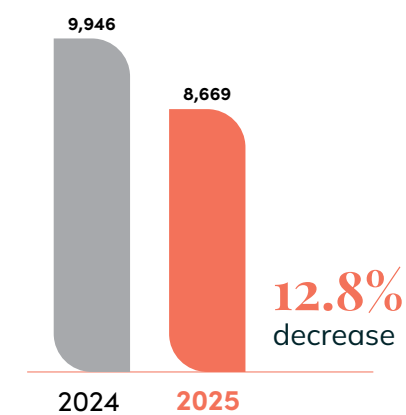
Total Liabilities
(TL Million)



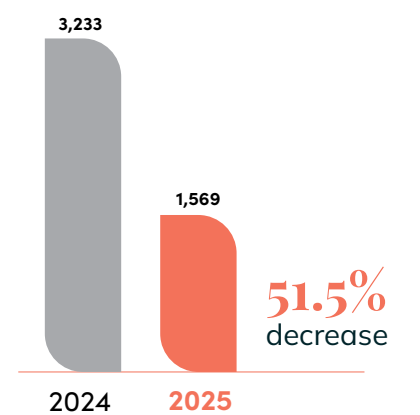
Gross Profit
(TL Million)



Revenues
(TL Million)



Profit/(Loss) for the Period
(TL Million)



Agenda for the Ordinary General Meeting of Shareholders

1. Opening and observing a moment of silence.
2. Discussing and deciding on the election of the Meeting Chairperson.
3. Discussing and deciding on authorizing the Meeting Chairperson to sign the minutes of the General Meeting of Shareholders.
4. Reading and discussing the Annual Report of the Board of Directors, Auditor's Report, and Independent Auditor's Report for 2025.
5. Reading, discussing, and approving the Statement of Financial Position and Comprehensive Income Statement for 2025.
6. Presentation of the Sustainability Report for the year 2024, prepared in accordance with the Türkiye Sustainability Reporting Standards pursuant to the regulations of the Public Oversight, Accounting and Auditing Standards Authority, and subjected to mandatory sustainability assurance audit, for the information and approval of the shareholders.
7. Deciding on the release of the members of the Board of Directors for their activities in 2025.
8. Discussion and resolution on determining the number of Board members, their election, term of office, and remuneration.
9. Discussing and deciding on the Board of Directors' proposal for dividend distribution
10. Discussing and deciding on the approval of the authorization of the Board of Directors to decide on the distribution of advance dividends for the 2026 financial year in compliance with the Company's Articles of Association and the Capital Markets Board's Dividend Communiqué No. II-19.1
11. Discussing and deciding on offsetting the advance dividend to be distributed from the resources that can be subject to dividend distribution in the annual financial statement for the 2026 accounting period in the event of an insufficient profit or loss at the end of the 2026 accounting period.
12. Discussion and resolution on the approval of the "Board of Directors' Report on the Share Capital Reduction of Alarko Holding Joint Stock Company," prepared by the Board of Directors regarding the reduction of the Company's issued share capital from TRY 435,000,000 to TRY 417,000,000 through the cancellation of treasury shares.
13. Discussion and resolution on the reduction of the Company's issued share capital from TRY 435,000,000 to TRY 417,000,000 through the cancellation of treasury shares, and, within this scope, the amendment of Article 8 ("Share Capital") of the Company's Articles of Association in line with the proposed amendment text.
14. Informing the General Meeting of Shareholders on the shares acquired under the Share Buyback Program.
15. Discussing and deciding on the approval of the Independent Audit Company selected by the Board of Directors for the audit of the accounts and transactions for the year 2026 in accordance with the Turkish Commercial Code and the regulations of the Capital Markets Board.
16. Discussing and deciding on the approval of the Independent Audit Firm selected by the Board of Directors for the assurance audit of our Company's sustainability reports for the year 2026, as well as for the execution of other activities in accordance with the applicable regulations.
17. Briefing on the donations made by our Company in 2025.
18. Discussing and deciding on the cap of donations to be made in 2026.
19. Briefing on the guarantees, pledges, mortgages, and sureties given by the Company in favor of third parties.
20. Discussing and deciding on the authorization of the members of the Board of Directors as set forth in Articles 395 and 396 of the Turkish Commercial Code.
21. Briefing the General Meeting of Shareholders on the transactions specified in Article (1.3.6) of the "Corporate Governance Principles" annexed to the Capital Markets Board Communiqué No. II-17.1.
22. Wishes and requests.

BOARD OF DIRECTORS

Board of Directors' Annual Report

Distinguished Shareholders,

We submit the Statement of Financial Position, Statement of Comprehensive Income, and other financial statements that reflect our Company's operating results for the year 2025, for the esteemed Meeting's review and evaluation.

1. The Annual Report covers the period between 01.01.2025 and 31.12.2025.
2. The terms of office of the directors and auditors who served in 2025 on the Board of Directors are given on page 17.
3. The financial statements of Alarko Holding A.Ş. for 2025 have been independently audited by BDO Denet Bağımsız Denetim ve Danışmanlık A.Ş. (Member, BDO International Network).
4. In the 2025 fiscal year, the authorized capital of our company is TL 2,000,000,000.
5. Our issued capital is TL 435,000,000 and our consolidated loss for 2025 is TL 1,569,016,205.
6. 133 shareholders participated physically and electronically in our Ordinary General Meeting of Shareholders on 14.04.2025. Shareholders holding more than 10% of our capital include İzzet Garih with 17.68%, Leyla Alaton with 14.77%, Vedat Aksel Alaton with 14.27% and Dalia Garih with 13.04%. In 2022, 2023 and 2024, net dividends of 2,608.56%, 17,937.30% and 19,767.62, respectively, were paid on the capital paid in cash, and 29.7%, 204.23%, and %225.07 respectively, on the total capital. The Board of Directors dividend distribution proposal for 2025, submitted for the approval of the General Meeting of Shareholders, is presented on page 116 of the report. The value of our share, which is traded on the Borsa Istanbul, is TL 102 at the date of this report.
7. In 2025, the amount donated and granted by the Company amounted to TL 5,831,234.
8. Information on guarantees, pledges, mortgages, and sureties issued by the Company in favor of third parties as of 31.12.2025, is disclosed in Note 22 to the financial statements.
9. The Board of Directors held 39 meetings during the reporting period. One member had an excuse for absence at 3 of the meetings and all other members were present. Board decisions were taken unanimously. Therefore, there is no dissenting opinion recorded.
10. As of 31.12.2025, there are no material lawsuits filed against the Company that could impact its financial position or operations.
11. In 2025, there were no related party transactions or significant transactions requiring the approval of the Independent Directors.
12. There are no transactions involving the controlling shareholders, members of the Board of Directors, senior executives, or their spouses and relatives by blood or marriage up to the second degree that could create a conflict of interest with the Company or its subsidiaries. The members of the Board of Directors have no transactions with the Company on their behalf or behalf of others, nor do they engage in any activities subject to the prohibition of competition.
13. The table of our affiliates as of 31.12.2025 indicating their fields of activity, capital and direct and indirect shareholding ratios is available on page 92 of the report.

Companies of the Alarko Group

Strong impact *in key sectors*

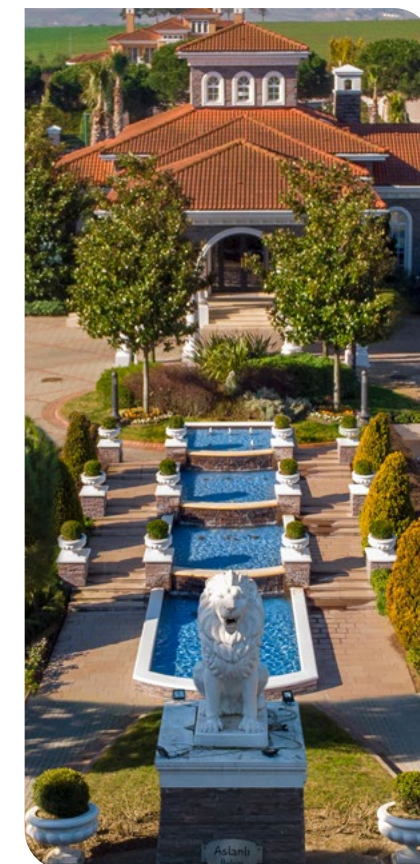
Operating across seven core sectors under the principles of autonomous management and centralized oversight, our Group combines its well-established corporate structure with sustainable investments and the projects of the future.

Alarko Group of Companies, operating under the umbrella of Alarko Holding A.Ş., encompasses a diverse range of companies and establishments across various sectors. Although the companies within the Group operate autonomously in terms of management, they are directed and overseen from a single center in areas such as finance, financial coordination, auditing, legal transactions, management information systems, human resources, training, organization, corporate communication, and sustainability, in line with the principle of central coordination and oversight.

Companies of Alarko Group are categorized under the following 7 core business groups:

- Contracting Group
- Energy Group
- Industry and Trade Group
- Tourism Group
- Land Development Group
- Agriculture Group
- Investment Group

Below is a detailed description of the new projects, investments, and future goals of these business groups.

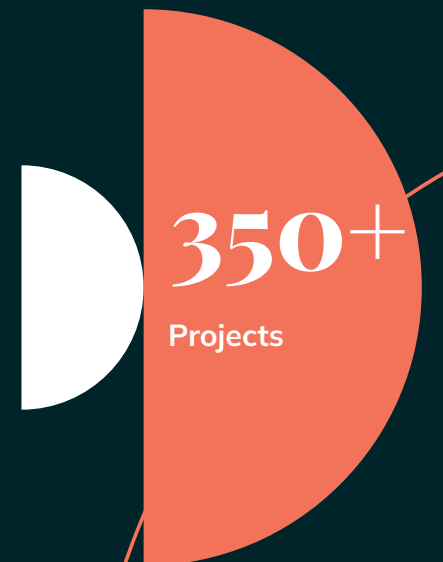


Contracting Group

Recognizing our responsibility *in every project we undertake*



Alongside the execution of our ongoing contracting activities, we also provided Project Management and Technical Consulting services for greenhouse, facility, and industrial plant investments of the Alarko Group. In the upcoming period, while focusing on Project Management and Technical Consulting services both domestically and internationally, we will continue to set an example for the industry through sustainability practices aligned with our Group's Net Zero targets.



Contracting Group

From concept to execution: *turnkey delivery projects*

The Alarko Contracting Group successfully delivers turnkey projects across Türkiye and international markets, through public-private partnership (PPP) models and build-operate-transfer (BOT) schemes.

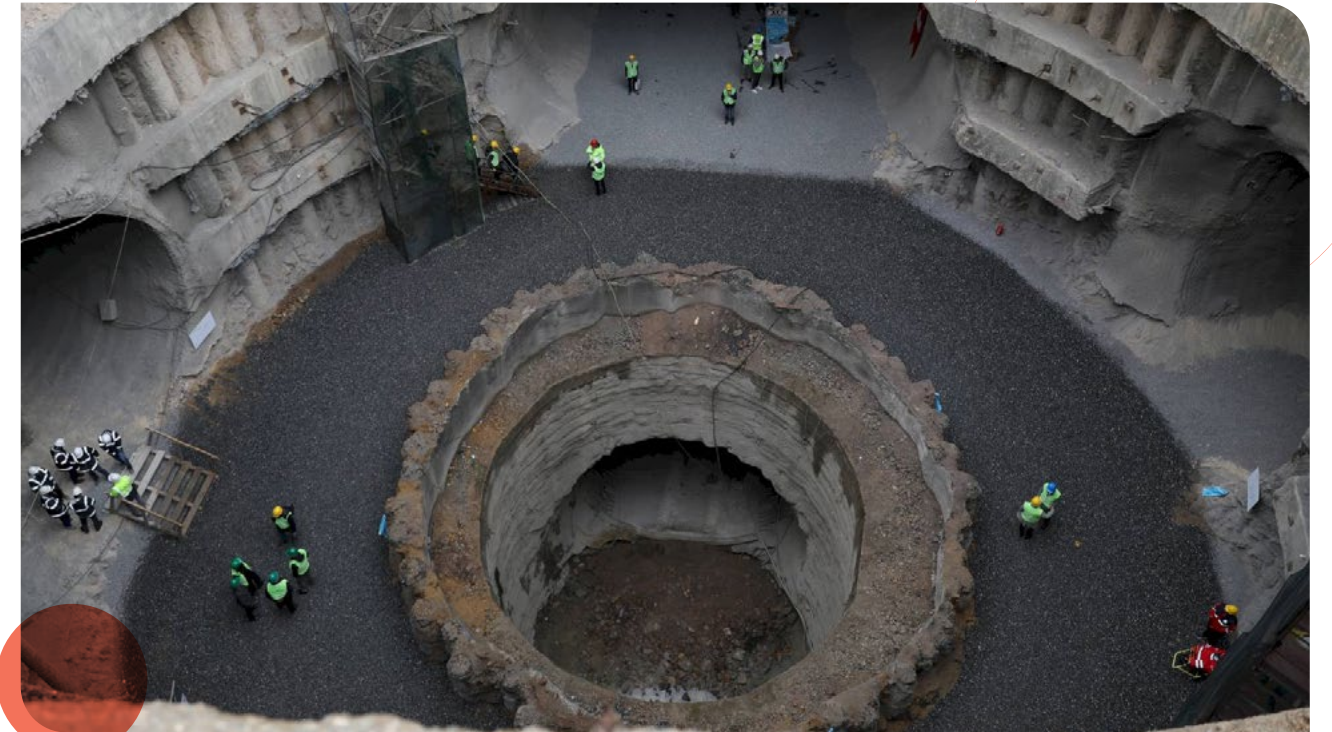
Operating as a symbol of reliability and quality, the Alarko Contracting Group has built its business philosophy on the principle of "Quality in Service and Production," with customer satisfaction at its core. The Alarko Contracting Group successfully delivers turnkey projects across Türkiye and international markets, through public-private partnership (PPP) models and build-operate-transfer (BOT) schemes.

As a well-established international contracting company, Alarko Contracting Group's activities include the construction of refineries, petrochemical and chemical processing plants, tank farms, factory buildings, and equipment installation, mineral processing and enrichment facilities, metallurgy and electrometallurgy facilities, iron and steel production facilities, cement and lime plants, as well as energy projects such as hydroelectric, thermal, and combined-cycle power plants. In addition, the Group undertakes major infrastructure projects such

Guided by its mission "to become an international contracting company of first choice for customers, employees, shareholders, and society in the reconstruction of the globalizing world," the Alarko Contracting Group maintains a strong reputation as a trusted and respected corporate both in Türkiye and abroad.

as oil, natural gas, and water pipelines, urban natural gas distribution networks, compressor and pumping stations, drinking water and wastewater treatment plants, industrial water treatment systems, marine outfall systems, water supply and irrigation systems. In the urban development and building sector, the Group delivers satellite cities, residential developments (mass housing and luxury projects), commercial and business centers, hospitals and hotels. Its transportation and infrastructure portfolio includes airports, railways and metro systems, light rail systems and signaling, highways, motorways, tunnels, and bridges.

Guided by its mission "to become an international contracting company of first choice for customers, employees, shareholders, and society in the reconstruction of the globalizing world," the Alarko Contracting Group maintains a strong reputation as a trusted and respected corporate both in Türkiye and abroad.



The Group adopts advanced technologies as a core principle in achieving its strategic objectives. Transparency, accountability, and strong corporate discipline are embedded across all operations. Fostering effective teamwork at all levels, built on mutual trust and respect among employees, and prioritizing collective success lie at the heart of the Company's policies.

Beyond technical excellence, the Alarko Contracting Group places strong emphasis on occupational health and safety, as well as environmental sustainability. With a proactive environmental approach, measures are rigorously implemented to prevent air, water, soil, and noise pollution. The Group holds internationally recognized certifications, including ISO 9001:2015 – Quality Management System, ISO

14001:2015 – Environmental Management System, and ISO 45001:2018 – Occupational Health and Safety Management System. These management systems are regularly reviewed and continuously improved.

Throughout 2025, the Company and its projects were regularly audited through both internal audits and internationally accredited external audit firms. Environmental impacts arising from operations were effectively minimized through structured environmental management processes.

Alarko Contracting Group considers occupational health and safety both a corporate value and a fundamental human right, and gives priority to occupational safety in all its activities. Throughout 2025, significant progress was made toward the "zero accident"

target through Occupational Safety Process Management. Through social process management, meaningful contributions were made to local communities in areas where projects are conducted. Quality process management ensured production that maximizes customer satisfaction while minimizing the cost of poor quality.

Alarko Contracting Group considers the protection of individuals' fundamental rights and freedoms, particularly the right to privacy, in the processing of personal data to be a core responsibility.

Sustainable competitiveness is possible by continuous development of employee capabilities in line with technological advancements.

Contracting Group

Modern engineering competencies and *effective management*

The Group's project management approach is based on "decentralized execution with centralized control," where each project is managed as an independent profit center.

Accordingly, knowledge and training serve as key strategic tools for maintaining a competitive edge. With a highly qualified workforce proficient in modern engineering practices and advanced technologies, the Group continues to deliver projects with a strong focus on customer satisfaction. Ensuring both internal and external customer satisfaction remains a primary objective. Accordingly, project planning and execution are driven by time, quality, and cost efficiency. The Group's project management approach is based on "decentralized execution with centralized control," where each project is managed as an independent profit center.

Organizational structures and management systems are continuously updated to enhance strategic thinking, improve decision-making processes,

Project planning and execution are driven by time, quality, and cost efficiency for Alarko Contracting Group.

shorten project delivery timelines, optimize costs, sustain high quality standards.

The company's management is based on the principle of "Management by Objectives," and in the performance management system, employees' performance is continuously monitored not only in terms of their achievement of targets but also in terms of their general and managerial competencies. Through this system, employees are continuously supported in developing results orientation, efficient resource utilization, representation skills, alignment with corporate values, accountability, visionary leadership, delegation capabilities, team development, strategic thinking, motivation.

Up-to-date information on projects carried out during the year is summarized below, including completed works, ongoing projects,

maintenance and operation responsibilities, and newly awarded contracts:

Istanbul Metropolitan Municipality Kabataş-Mecidiyeköy- Mahmutbey Metro Project

The Kabataş-Mecidiyeköy-Mahmutbey Metro Line (M7) is located along one of the most important east-west transportation corridors on the European side of Istanbul, connecting eight districts. The line consists of 19 stations and has a total length of 22.5 km. It is the first fully automated, driverless metro line on the European side.

With a capacity of 70,000 passengers per hour in one direction and 1.6 million passengers daily, the Yıldız-Mahmutbey section (17 stations, 19.9 km) has been completed, while construction continues on the Kabataş-Yıldız section (2 stations, 2.6 km).

Under Phase 1 of the project, the Mecidiyeköy-Mahmutbey section, covering 15 stations and 18 km, was commissioned on 28 October 2020, and opened for commercial operation. The two-year Operation and Supervision services provided during this phase were successfully completed with an average monthly availability rate of 99.95%.

Within Phase 2, the Fulya and Yıldız stations, located along the 1.9 km Mecidiyeköy-Yıldız section, were put into



passenger service at the end of 2022 following the successful completion of performance tests.

In the project, a high-tech signaling system was designed and implemented for driverless operation. Depending on passenger demand, the system allows operation with 4-car and 8-car train sets. All stations on the M7 line have been designed with accessibility in mind, featuring tactile paving, elevators, audio announcement systems, and turnpikes. Stations are continuously monitored via camera systems to ensure passenger safety.

One of the key benefits of the Kabataş-Mahmutbey metro line is the connection of Kabataş and Beşiktaş, which are major

hubs of Istanbul's maritime transportation, to the metro network.

The project serves as a key hub connecting public transportation systems by integrating with the Kabataş and Beşiktaş districts, which are major hubs for maritime transportation in Istanbul.

Yıldız-Mahmutbey Metro Line Connection Points:

- S05 – Mecidiyeköy Station: The M2 Yenikapı-Hacıosman Metro Line, the Metrobus line, and the İETT Transfer Center,
- S07 – Kağıthane Station: The M11 Gayrettepe-Istanbul Airport-Arnavutköy Metro Line and the İETT Transfer Center,
- S09 – Alibeyköy Station: The T5 Eminönü-Alibeyköy Tram Line and the İETT Transfer Center,

Contracting Group

Smart and precision transformation *in transportation*

The Alarko Contracting Group meticulously manages integrated transportation projects that bring together archaeological sensitivity with advanced engineering.

- S14 – Yenimahalle Station: İETT Transfer Center,
 - S15 – Karadeniz Neighborhood Station: The T4 Topkapı–Mescid-i Selam Tram Line,
 - S19 – Mahmutbey Station: The M3 Bakırköy–Kayaşehir Metro Line and İETT Transfer Center.
- With the commissioning of the Kabataş and Beşiktaş stations, the following connections will also be established:
- Kabataş Station: The F1 (Taksim–Kabataş) Funicular Line, the T1 (Bağcılar–Kabataş) Tram Line, and the İDO/City Lines piers,
 - Beşiktaş Station: İDO/City Lines piers and the İETT Transfer Center.

These connected transit lines are expected to significantly ease traffic congestion in Istanbul, reduce carbon emissions, and promote environmentally friendly transportation.

The connected transit lines constructed by the Contracting Group are expected to significantly ease traffic congestion in Istanbul, reduce carbon emissions, and promote environmentally friendly transportation.

Archaeological excavations carried out at the Beşiktaş Station site between 2016 and 2025 uncovered 148 graves dating back to the Bronze Age (4000–5000 BC), including kurgan and cremation burials. These remains were carefully relocated using specialized techniques and delivered to the Istanbul Archaeology Museums Directorate. This important discovery delayed the commencement of construction works at Beşiktaş Station. Due to the fact that excavations could only be completed in approximately half of the station footprint over a nine-year period, the station design was revised. Without compromising essential requirements such as fire safety, ventilation, and accessibility, the station footprint was reduced by half and redesigned to fit within the excavated area.



As per the administrative decision dated 25 December 2024, works with quantity increases exceeding 20% were excluded from the project scope. A separate Completion Tender is expected to be issued by the Contracting Entity for these works.

Bucharest International Airport Metro Connection 6th Metro Section Lot 1.1

The Bucharest Metro Line M6 Lot 1.1 covers the route from the existing 1 Mai Station on Line M4 to Tokyo Station. Construction works commenced following the construction permit obtained on 13 December 2023, and the project is scheduled for completion in the first half of 2027. Bucharest M6 Line is of strategic importance for strengthening urban transport infrastructure, supporting environmental sustainability, and contributing to economic

development. Upon completion, it will provide a direct metro connection between the city center and Henri Coandă (Otopeni) International Airport, significantly reducing travel time. Integration with existing metro lines will improve the efficiency of the overall public transportation network. Improved access to the airport is expected to contribute positively to tourism and international investment. The project also aims to reduce carbon emissions and improve air quality by encouraging the use of public transport, and is fully aligned with the European Union's green mobility policies.

The project includes a 6.4 km twin-tube metro tunnel and six underground stations. The project includes approximately 326,000 m³ of concrete, 34,000 tons of reinforcing steel, 567,000 m³ of excavation, 93,000 m² of

diaphragm walls, and 141,000 meters of piles, design of concept and implementation projects, obtaining construction permits, relocation of existing electricity, telecom, natural gas, oil, water and sewage infrastructure lines, construction of 5,234 mt double tube metro main line tunnel, ground improvement works, construction of diaphragm walls, excavation support systems and reinforced concrete works for 6 stations (Tokyo, Aeroport Baneasa, Gara Baneasa, Piata Montreal, Expozitiei, Pajura), construction of diaphragm walls, excavation support systems and reinforced concrete works for 3 switching zones (Tokyo, Expozitiei, Pajura), and construction of 8 ventilation and drainage shafts (Tokyo, Aeroport Baneasa (2), Gara Baneasa, Piata Montreal, Expozitiei, Pajura, 1 Mai), and construction of 2 connection structures (1 Mai North, 1 Mai South).

Contracting Group

Seamless service from infrastructure to superstructure

Operations, built on advanced technology and robust foundations, progress steadily toward their targets through uninterrupted field execution.

Construction activities are ongoing intensively at all 13 work sites. Construction methods, materials, and expert team approval processes for the main construction work have been completed. Precast tunnel segment production has reached 71% completion. Infrastructure work at the stations, including guide walls, diaphragm walls, bored piles, ground improvement, excavation, and reinforced concrete work, is ongoing. Progress levels include: diaphragm walls: 85%, bored piles: 60%, ground improvement: 80%, reinforced concrete works: 50%. Both TBMs have completed tunneling between Tokyo and Aeroport Băneasa stations and are currently advancing toward Gara Băneasa.

The Great Almaty Ring Road (BAKAD) Project is Kazakhstan's and Central Asia's first Public-Private Partnership project.

In 2026, works are planned to continue with relocation of utility lines, completion of excavation and shoring work at all stations, transition to reinforced concrete construction, and the tunnel excavation between the Aeroport Băneasa – Pajura stations, the completion of ground improvement works (plastic piles and grouting), and the completion of tunnel segment production.

Kazakhstan Great Almaty Ring Road Project

The Great Almaty Ring Road (BAKAD) Project is Kazakhstan's and Central Asia's first Public-Private Partnership project. The Great Almaty Ring Road Project is also the first major privately funded project in Kazakhstan outside the oil and gas sector. It is a part of the 66-kilometer-long West China-West Europe international highway project that will pass through the Almaty Region's Karasai, Ili, and Talgar districts.

The BAKAD Project was opened on 16 June 2023, and the commercial operation period, which will last 15 years and 10 months, commenced on 26 June 2023. The BAKAD Project's operation phase, which includes road operation and maintenance, is carried out by BARR Operation and Maintenance LLP, a joint venture between Alsim Alarko Sanayi Tesisleri ve Ticaret A.Ş. (Alsim Alarko), SK ecoplant Co. Ltd. (SK), Makyol İnşaat Sanayi Turizm ve Ticaret A.Ş. (Makyol), and Korea Expressway Corporation (KEC), and the second year of operations has been completed successfully.

Romania Bucharest Southern Ring Road Lot1 and Lot2 Projects

The Bucharest South Ring Road Project connects the A2 Motorway (toward Constanța) in the east with the A1 Motorway (toward Pitești) in the west via the southern part of Bucharest. The Project awarded to us, consists of two separate sections: Lot 1 and Lot 2 of the Bucharest Southern Ring Road. The Bucharest Southern Ring Road Lot 2 Project was opened to traffic as of 30 December 2023, while the Lot 1 Project was opened in two separate sections on 15 April 2024, and 30 July 2024. The warranty period for the projects is ongoing.

Ankara Metro Project

The Ankara Metro Project includes the renovation of the electromechanical works and signaling system on the existing Kızılay-Batıkent line, the construction of the electromechanical works and signaling system on the Batıkent-OSB metro line, the construction of the signaling system on the Kızılay-Çayyolu 2 line, and the construction of the signaling system on Tandoğan-Keçiören, the renovation or modification of the warehouse, workshop, and control center in Macunköy, in accordance with the system requirements. The project also entails upgrading the signaling, announcement, and radio systems of 108 existing vehicles to align with the new systems, as well as the supply, installation, and commissioning of on-vehicle equipment for signaling of 324 vehicles to be purchased in the future.

Following the 2016 contract, the Additional Electromechanical Works for the Ankara Metro were undertaken as a new package.

In 2021, the AKM (Atatürk Cultural Center)-Kızılay line signalization works were added to the scope of the Ankara Metro Additional Electromechanical Works contract. These works were completed and put into operation at the end of 2022.

In 2023, all works under both contracts were provisionally accepted. Final acceptance of the Additional Electromechanical Works Contract was completed in 2024, and guarantees were released. In the Ankara Metro Project, where we are a consortium partner with Hitachi, it is anticipated that the outstanding items for final acceptance will be resolved by the end of the year, leading to the release of the performance bonds.

Istanbul Metropolitan Municipality Kaynarca-Pendik-Tuzla Metro Project

The Joint Venture, in which Alsim Alarko Sanayi Tesisleri ve Ticaret A.Ş. holds 50% of the shares, undertook the "Kaynarca - Pendik - Tuzla Metro Construction and Electromechanical Systems Supply, Installation and Commissioning Works" project with the contract signed on 14.04.2017, and this contract was terminated in accordance with the termination right granted to the contractors in the Provisional Article 6 of the Public Procurement Contracts Law No. 4735.

Following the completion of the liquidation process, a final acceptance certificate was issued and approved on 24 March 2025, by the Istanbul Metropolitan Municipality Rail Systems Directorate, Anatolian Side Rail Systems Department. The final progress payment procedure is still ongoing.

Contracting Group

Investments in modern greenhouses *in Kazakhstan*

The Kazakhstan phase of the greenhouse investment projects, which are part of the Alarko Agriculture Group and for which we provide project management and consulting services, has begun in Shymkent.

Kazakhstan Shymkent Greenhouse Projects Project Management and Technical Consulting Services

The Kazakhstan phase of the greenhouse investment projects, which are part of the Alarko Agriculture Group and for which we provide project management and consulting services, has begun in Shymkent. The project is planned in two phases; the first phase will be carried out on 2,080 decares, and the second phase on 4,450 decares. As part of the project, which covers a total of 6,530 decares, the goal is to establish approximately 5,000 decares of enclosed greenhouse space.

In the first phase, grading and site preparation work began in August 2024. Work on the steel structure and greenhouse installation began in December 2024. As of December 2025, construction on

6,530
decares

Land used for
the project

As part of the project, which covers a total of 6,530 decares in Kazakhstan, the goal is to establish approximately 5,000 decares of enclosed greenhouse space.

400 decares has been completed and the site has been put into operation.

Other Project Management and Technical Consulting Services Provided to the Alarko Agriculture Group

Alarko Contracting Group has established an Agricultural Investment Implementation unit, which provides Project Management and Technical Consulting Services for the projects planned by Alarko Agriculture Group, as well as for the development of greenhouses already acquired. Accordingly, as part of the Eskişehir Greenhouse Project;

- Project management and technical consulting services are provided for earthworks carried out on a 960-decare site, drilling of geothermal wells, and the renovation and reinforcement of existing greenhouses that have been acquired.



- Project management and technical consulting services are also delivered for geothermal wells, hot water pipelines, and irrigation systems supporting Alarko Agriculture Group's ongoing greenhouse operations across Türkiye.

- In addition, project management and technical consulting services are provided for the maintenance and operation processes of geothermal wells and hot water pipelines in greenhouses operated by Alarko Agriculture Group throughout Türkiye.

Energy Group

Recognizing our responsibility *in the transition to a low-carbon economy*



We have accelerated our investments in clean energy and energy storage in line with our Net Zero commitment. While reinforcing our strong position in the electricity distribution and retail sectors, we have stepped up our efforts toward low-carbon and innovative energy solutions.

12,800
GWh
Electricity
Distribution

Energy Group

A leading role at every stage of the *energy sector*

Alarko Energy Group holds a strategic position across the entire energy value chain, with operations spanning power generation, distribution, wholesale and retail sales, as well as the development of energy storage systems.

Global and Domestic Energy Outlook

Ongoing trade tensions worldwide and the resulting mutual sanctions continue to create uncertainty across global economies. In particular, restrictions on rare earth elements and related production technologies, followed by postponements of these restrictions and reciprocal tariff increases, have led to sharp fluctuations in the global economic landscape. Advancements in artificial intelligence and the expansion of data center investments are emerging as key drivers of energy demand, particularly in developed economies. While investments in renewable energy continue at pace globally, nuclear energy projects have regained momentum, alongside ongoing developments in small modular reactors (SMRs).

61%

Target share of renewable energy in Türkiye's total installed electricity capacity by 2035

Advancements in artificial intelligence and the expansion of data center investments are emerging as key drivers of energy demand, particularly in developed economies.

According to reports by the International Energy Agency, renewable sources are expected to account for approximately 65% of global electricity generation by 2050. However, the widespread and reliable use of renewables will depend significantly on the integration of battery storage systems. Investments in renewable energy, energy efficiency, and grid and storage infrastructure are expected to constitute the majority of clean energy investments in the coming period.

In Türkiye, the Ministry of Energy and Natural Resources aims to reach 120 GW of installed wind and solar capacity by 2035, increasing the share of renewables in total installed capacity to 61%.

As of the end of September 2025, Türkiye's total installed capacity reached 121,418 MW. The distribution of installed capacity by resources is as follows: 26.6% hydroelectric, 20.2% natural gas, 18.1% coal, 11.7% wind, 19.9% solar, 1.5% geothermal and 2.1% other resources.

Electricity demand in Türkiye is projected to reach 358.8 billion kWh by the end of 2025, reflecting a 3.1% increase year-on-year, and approximately 366 billion kWh by the end of 2026, with a further 2% growth.

Electricity prices averaged TL 2,235.52/MWh (USD 68.10/MWh) in 2024. As of the end of October 2025, the average Market Clearing Price stands at TL 2,566/MWh (USD 66.10/MWh), with year-end levels expected to be around TL 2,600/

MWh. While this represents an approximately 16% increase in Turkish lira terms, prices have declined by around 3.5% in USD terms. Following record highs of around EUR 500/MWh in Europe in 2022, prices declined to the EUR 80–100/MWh range in markets such as Germany and Hungary in 2024. As of 2025, electricity prices have stabilized at levels of 90–110 EUR/MWh in the German and Hungarian markets following an upward trend. A similar trend has been observed in Türkiye, where prices have stabilized at USD 65–70/MWh in 2024–2025, compared to USD 146.73/MWh in 2022. With the increasing share of renewable energy, particularly solar, daily price curves in European markets are increasingly shaped by the so-called "duck curve." This reflects downward pressure on prices during midday hours when solar

generation peaks independently of demand. In periods such as spring, when demand is relatively low and solar output is high, midday prices can even turn negative across Europe. With the increase in solar power generation in Türkiye, the formation of a duck curve has begun to be observed, albeit at a lower intensity for now. As solar capacity continues to expand, prices are expected to approach zero during peak renewable generation hours, with the duck curve effect becoming more prominent. In parallel, discussions have begun among public and private stakeholders regarding the introduction of negative pricing mechanisms and higher price caps, similar to those in mature liberalized markets.



Energy Group

Targeting global growth *in renewable energy*

The Energy Group continues to conduct strategic negotiations focused on sustainable growth by closely monitoring renewable energy opportunities in Türkiye and Europe.

Altek Alarko

In line with prevailing market conditions, our primary objective in power generation is to diversify our portfolio by resource type and expand our total installed capacity. We prioritize investing in renewable energy sources when increasing our generation capacity. Opportunities offering high returns linked to foreign currency are pursued not only in Türkiye but also abroad in order to achieve market diversification in the medium and long term.

With the ISO 9001 Quality Management System established at Altek Alarko in 2025, we aim to ensure continuity, efficiency, and operational excellence across all business processes. Altek Alarko is committed not only to meeting today's energy needs but also to leaving a "zero-carbon" legacy for future generations.

Established in 2025 within Altek Alarko, the ISO 9001 Quality Management System aims to ensure continuity, efficiency, and organizational excellence across all business processes.

Accordingly, the implementation of the ISO 14001 Environmental Management System is targeted for 2026, with the aim of managing environmental responsibilities systematically and contributing to the conservation of natural resources. This transformation, driven by technology, digitalization, and sustainability, continues to strengthen our innovative, environmentally responsible, and future-oriented approach to energy production.

Under the pillars of "planet, people and culture, digital transformation, and innovation," which form the foundation of Alarko Group of Companies' sustainability goals, all our projects and activities are monitored with an unwavering commitment to respecting the environment and nature. We continuously carry out activities focused on nature conservation, biodiversity enhancement, and environmental improvement in the power plants that we operate and the projects that we develop.

At Altek Alarko, our goal is to establish and maintain a perfect occupational health and safety environment, underpinned by a "zero-accident culture," where every employee can return home safely from work. Occupational health and safety remain a top priority across all processes, guided by the principle that "No task is more important than human life and safety." To further institutionalize this approach, the implementation of the ISO 45001 Occupational Health and Safety Management System is targeted for 2026, to make safe working culture sustainable.

Within our human resources policies, promoting gender equality, increasing female employment, and supporting continuous professional and personal development through training remain key priorities.

In the regions where we operate, we implement social responsibility projects, with a particular focus on education, to address the needs and expectations of local communities. We continue to integrate digitalization into our business processes, expanding the use of remote monitoring, SCADA/automation, and advanced technologies to enhance cost efficiency and operational effectiveness. Mutual respect and a spirit of



cooperation are fundamental to our relationships with all stakeholders, both internal and external.

As part of business development activities, we have submitted pre-license applications for a total of 550 MW in renewable energy projects with storage, including 470 MW of solar power and 80 MW of wind power. These applications are still under review and awaiting approval by the relevant institutions. Due to pending institutional approvals, no significant progress was achieved in 2025. Subject to obtaining pre-licenses from the Energy Market Regulatory Authority (EMRA) in 2026, these projects will be incorporated into our investment plans.

Following feasibility and investment evaluations of the 2025 Renewable Energy Resources Areas (YEKA) tenders, it was concluded that the projects did not meet Alarko's investment criteria, and therefore no bids were submitted. The YEKA tenders, which are expected to be announced by Ministry of Energy and Natural Resources in 2026, will be reviewed, and the evaluation process for submitting bids will be conducted again.

On the other hand, the technical and financial analysis for the tender to transfer the operating rights of the Kesikköprü and Kapulukaya Hydroelectric Power Plants, for which the Privatization Administration issued a tender notice, has been completed; however, no bid was submitted because the projects did not meet Alarko's investment criteria.

Energy Group

Renewable energy projects expected to be tendered by the Privatization Administration will continue to be monitored.

In the 2024–2025 period, purchase offers were submitted for projects with a total installed capacity of 749 MW, including 1 solar and 2 wind energy projects in Türkiye. During the same period, a total of 4 wind projects in Europe were evaluated, and purchase offers were submitted for projects with a combined installed capacity of 773 MW. Due to high competition and pricing expectations in renewable markets, these processes did not result in successful acquisitions. Currently, we have submitted purchase offers for four wind energy projects in Europe, and negotiations with the sellers are ongoing.

In 2026, we will continue to pursue wind and solar projects with a minimum installed capacity of 100 MW, whether under development, ready-to-build, or operational, both in Türkiye and Europe. Priority will be given to projects with long-term power purchase agreements, foreign currency-linked revenues, or guaranteed offtake, particularly those eligible for financing by international financial institutions.

Preparations for offshore wind YEKA tenders by the Ministry of Energy and Natural Resources are being closely monitored, and

In the 2024–2025 period, purchase offers were submitted for projects with a total installed capacity of 749 MW, including 1 solar and 2 wind energy projects in Türkiye.

efforts to establish partnerships with domestic and international companies for participation in these projects are ongoing.

On 7 January 2025, a preliminary application was submitted under the HIT-30 High Technology Investment Program for our energy storage systems and lithium-ion prismatic battery production investment. Discussions with the Ministry of Industry and Technology are ongoing. On 23 May 2025, Alarko Gotion Green Energy Energy Storage Systems Production Inc. was registered and formally incorporated. During this period, the Company's website and social media channels were launched.

Subject to a positive outcome of HIT-30 incentive negotiations with the Ministry of Industry and Technology, it is planned to initiate investment in an LFP prismatic battery production facility with an annual capacity of 5 GWh, including an R&D center, with trial production targeted by the end of 2028. In parallel, a separate production facility for grid-scale Battery Energy Storage Systems (BESS), with individual unit capacities of 5 MWh and an annual production capacity of 3 GWh, is planned to be completed and commissioned by the end of 2026.

POWER GENERATION IN 2025

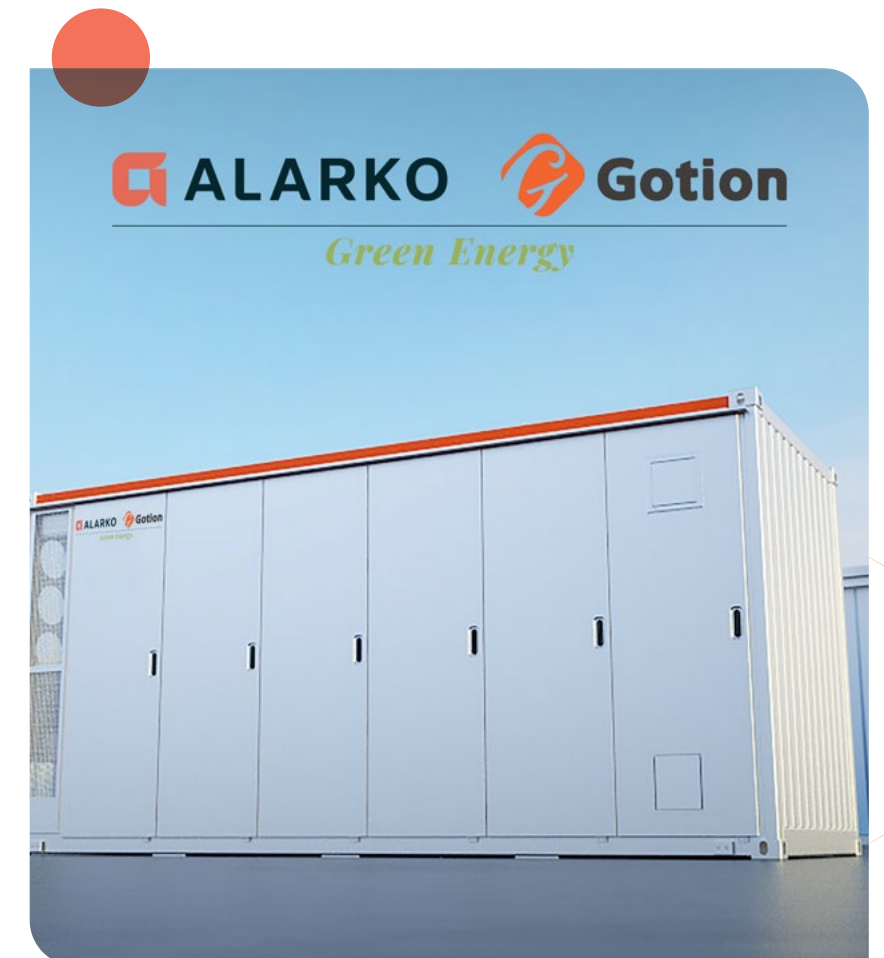
Renewable Energy Power Plants

As part of the ISO 9001 certification obtained by Altek Alarko in 2025, all activities at our power plants have begun to be managed within an integrated quality management system.

At Karakuz Hydroelectric Power Plant (HPP), 2025 marks the final year of benefiting from the Renewable Energy Resources Support Mechanism (YEKDEM), and as of 2026, all electricity generated will be sold under market conditions. Due to severe drought conditions in the region, the plant is expected to close 2025 with approximately 77,500 MWh of generation. In 2026, production is projected to recover toward long-term averages, reaching approximately 190,000 MWh. Karakuz HPP will continue to participate in the Ancillary Services Market, contributing additional value to total revenues through ancillary service income. As part of its transition into a multi-source (hybrid) generation plant, the existing 1.5 MW solar power unit of Karakuz plant will be expanded by an additional 0.5 MW. All required approvals have been obtained, and applications for zoning amendments and construction permits have been submitted. In 2026, an additional 2,600 MWh of generation is expected from the auxiliary solar source, and the construction of the additional 0.5 MW capacity is planned to be completed.

In 2025, comprehensive 10-year periodic maintenance for Unit 1 and Unit 2 at Karakuz HPP was successfully completed. As the plant reached its 10th year of operation, all major equipment, including turbines, generators, transformers, penstocks, and the switchyard, were included in the maintenance program. The works were completed within 42 days during the dry season, without any loss of generation.

In line with our social responsibility approach, we supported road construction works to improve access to Çukur Village, where the plant is located, for the benefit of the local community. As part of our efforts to preserve ecosystem balance and biodiversity in our areas of operation, monitoring, protection, and control activities continue in the Karanfıldağı Wildlife Development Area, with a focus on safeguarding wildlife, particularly the wild goat, our target species.



Energy Group

In line with our environmental sustainability principles, beehives were placed at our power plant site to support the pollination of surrounding vegetation and contribute to the protection of biodiversity. The maintenance of these beehives is being carried out by our volunteer employees.

The power plant, which has been registered in the I-REC system based on renewable energy sources since 2021, continues to create added value by generating renewable energy certificates in return for its production. In 2025, a total of 116,402 certificates were sold, including 5,110 to Alarko Group companies.

Gönen Hydroelectric Power Plant, which was added to our portfolio in 2019, is expected to complete 2025 with approximately 20,000 MWh of generation due to drought conditions. Gönen Hydroelectric Power Plant, which is planned to generate approximately 35,500 MWh in 2026, will sell electricity in the free market.

In 2025, annual planned maintenance works for Unit 1 and Unit 2 at Gönen HPP were successfully completed during

the low-water period. During maintenance, comprehensive testing and inspections of mechanical and electrical systems were carried out, and necessary improvements were implemented. Concrete repair works in the spillway discharge channel, including slope stabilization and concreting, are ongoing and are targeted for completion by year-end. In 2026, repair works on the bottom outlet tunnel bypass line will be completed by a contractor designated by the State Hydraulic Works (DSİ).

As part of our social responsibility initiatives, it is planned to support sports and social activities of secondary school students in 2026 within the Gönen HPP impact area. In addition, various fruit trees have been planted in the garden of our plant, to enhance environmental sustainability and biodiversity and to strengthen the natural ecosystem.

In 2026, optimization of operations at Gönen HPP will continue with the aim of generating revenues above average Market Clearing Prices (MCP). The plant has been registered under the I-REC system since 2021, and in 2025,

a total of 35,931 renewable energy certificates were sold.

The 52 MW unlicensed Solar Power Plant facilities located in the Central Anatolia Region generated 99,000 MWh in 2025 in line with the budget. A similar level of generation, approximately 99,000 MWh, is expected in 2026.

Due to natural gas and electricity prices not supporting economically viable operations since 2018, electricity generation at the Kırklareli Combined Cycle Natural Gas Power Plant had been suspended. An application was submitted to the Energy Market Regulatory Authority (EMRA) for the termination of the plant's license, which was officially revoked as of 11.12.2025. A sales agreement has been signed for the turbines and other equipment at the plant, and liquidation of the facility is expected to be completed in 2026. Proceeds from the sale of equipment are planned to be reinvested in renewable energy projects.

Contributing to Türkiye's energy supply *with high efficiency*

The Karabiga Thermal Power Plant, Türkiye's first ultra-supercritical power plant, contributes to the efficiency of the energy supply through its environmentally friendly technology and domestic engineering expertise.

Karabiga Thermal Power Plant

The imported coal-fired Karabiga Thermal Power Plant, owned by Cenal Elektrik Üretim A.Ş., with a total installed capacity of 1,320 MW and 2 units of 660 MW each, has successfully completed the assembly and testing of both units as well as all auxiliary facilities. The first unit of this power plant started commercial production on 7 November 2017 and the second unit on 28 December 2017.

Karabiga Thermal Power Plant, the first "ultra-supercritical" thermal power plant in Türkiye and in our region, was built with an investment of approximately USD 1.2 billion under the coordination of Cenal Elektrik Üretim A.Ş. without using any EPC contractor. The boiler, turbine, generator, electro filters, desulfurization system and mills used in this power plant were manufactured with the latest technology. The majority of other auxiliary systems used are also

of European origin or European design. ASME was used for critical manufacturing. In this power plant, both power units and all auxiliary systems are CE certified.

During the power plant's design and construction phases, special attention was paid to making it an environmentally friendly power plant. The flue gas emissions were designed to remain well below EU thresholds and state-of-the-art equipment was used. To maximize the added value of the power plant, the principles of flexibility and efficiency have also been emphasized. The Karabiga Thermal Power Plant is currently the most efficient coal-fired power plant in our nation and region.

All power plant commissioning work was performed by Turkish engineers, and operation and maintenance functions are also performed by its own expert

staff. Approximately 500 people work at the power plant. During the construction, approximately 3,500 people were employed and a significant added value and employment opportunity was created for the regional economy. In addition to the environmental and technological advantages of this power plant, both theoretical and practical training activities are organized in order to set an example in terms of occupational safety, and our policy of prioritizing occupational safety is effectively implemented in all our activities.

In 2025, major maintenance works of Unit No. 2 were successfully completed. Critical systems such as turbines, generators, boilers, boiler fans, and pumps were overhauled as part of major maintenance activities, resulting in an increase in plant performance compared to the pre-maintenance period.

Energy Group

Thanks to the technological investments made, the auxiliary service capacity of our power plant has been enhanced, thus significant contributions to grid security have been made by providing greater support to the ancillary service needs of the Turkish Electricity Transmission Network in 2025.

In 2025, we continued to apply our hedging policy by selling a portion of our production in the over-the-counter electricity market through bilateral agreements. In 2026, we will continue to hedge our energy sales by closely monitoring market conditions, the national economy, and developments in international energy markets.

1,320

MW

Installed capacity of the Karabiga Thermal Power Plant

The Karabiga Thermal Power Plant is currently the most efficient coal-fired power plant in our nation and region.

The feasibility and application process for the construction of an auxiliary power plant have been initiated in accordance with the right to establish a Combined Electricity Generation Facility (Hybrid Generation Facility) granted by the Electricity Market License Regulation. The capacity allocation process will be pursued in 2026. The annual production of the Karabiga power plant for 2025 is expected to be 9.2 billion kilowatt-hours, and the production for 2026 is planned to be 9.4 billion kilowatt-hours.



Uninterrupted energy *with a team of experts*

To ensure energy continuity, 850 maintenance personnel and 35 network engineers working in 67 service offices of MEDAŞ provide uninterrupted support in the field.

MEDAŞ - ELECTRICITY DISTRIBUTION ACTIVITIES

Meram Elektrik Dağıtım A.Ş. MEDAŞ is Türkiye's largest electricity distribution company, operating within an 80,000-kilometer-square geographical area that encompasses the provinces of Konya, Karaman, Aksaray, Nevşehir, Niğde, and Kırşehir. Approximately 2,500 employees work in 35 facilities to provide uninterrupted service to our 2.5 million consumers.

Our top priority is to ensure life safety. Our guiding principle, "No work is more important than life safety," continues to be applied with meticulousness. Continuous inspections and awareness-raising activities are conducted with expert teams to ensure occupational health and safety (OHS).

Approximately 38.33 % of the energy distributed, is generated from renewable sources. The installed capacity of the power

plants in our distribution region is 2,891 MW, and an active role is played in the integration of renewable energy sources and the development of sustainable energy solutions.

More than TL 8 billion was invested in 2025 for the renewal and expansion of the electricity distribution network. Investment activities will continue to grow in the coming years.

To ensure energy continuity, 855 maintenance personnel and 35 network engineers working in 67 service offices provide uninterrupted support in the field, while 18 engineers and 18 data operators in the SCADA control center manage remote interventions.

The number of SCADA stations reached 1,721 in 2025. Thanks to this infrastructure, outage durations have been reduced from 40–45 minutes to less than 3 minutes, ensuring uninterrupted power service

for customers. In addition, there are 35 pole-mounted automatic reclosers that can be monitored and controlled remotely. Consumption is monitored remotely with OSOS (Automatic Meter Reading System) allowing for rapid intervention; and service quality is enhanced with technological investments such as remote control of lighting, SCADA/DMS/OMS software updates and video communication with field teams.

Thanks to investments and the dedicated efforts of our teams, the Company ranks among the distribution companies with the lowest loss-leakage rates.

There are 59 R&D projects, 19 of which are ongoing. Customer Information System (CIS), Enterprise Resource Planning (ERP) and Workforce Management System (WFM) are among important projects. This year, a total of TL 1 million in funding was provided to the three startups that qualified for awards under the Entrepreneurship Program.

Energy Group



As part of the Hackathon program organized to encourage university students, TL 150,000 in funding was provided. New projects that will add value to the industry and the Company will be developed in the upcoming period.

Alcen Enerji Toplayıcılık A.Ş. was established to enhance demand-side participation and contribute to meeting the flexibility requirements of the electricity grid. This initiative will be an important step towards increasing the resilience of electricity grids and improving demand response.

Alcen Enerji Toplayıcılık A.Ş. was established to enhance demand-side participation and contribute to meeting the flexibility requirements of the electricity grid.

Aligned with the Alarko Group of Companies' core principle of "respecting the environment and nature," sustainability projects are prioritized across the processes. Through the Repair, Maintenance, and Recycling Workshop established in 2024, 120 transformers, 59 current transformers, 25 voltage transformers, 36 medium-voltage switchgear units, 41 circuit breakers, and 124 rectifiers were recycled in 2025.

Social responsibility initiatives continue to be implemented across the six provinces in the license area, with careful consideration given to the unique socio-cultural dynamics of each. In 2025, four projects were successfully delivered, and the target for 2026 is to introduce at least five new projects to the region.

The MEDAŞ Art Gallery hosted a total of 16 exhibitions in 2025. Serving as a platform that enhances the visibility of regional artists, the gallery will remain active in 2026, with plans to further strengthen support for the arts. In addition, as part of the naming rights sponsorship for the Konyaspor Büyükşehir Stadium, support for Konyaspor will continue during the 2025–2026 season.

To ensure accurate public communication, regular engagement is maintained with both print and broadcast media, while social media channels are used effectively to share updates on investments, technological advancements, R&D activities, services, and social responsibility efforts. Through innovative solutions and investments focused on sustainability, service quality will be improved to continue responding to the needs of the society.

The Call Center, a key pillar of the Company's customer-centric service approach, continued to deliver fast, accurate, and uninterrupted solutions to subscribers throughout 2025. Thanks to an integrated structure managing all communication channels, customer touchpoints have been strengthened and overall service quality has significantly improved.

The Call Center handled over one million calls during the year, responding to customer requests efficiently and effectively. Based on these performance indicators, it demonstrated a level of service that qualifies for full compliance with EMRA quality standards.

Providing accurate and up-to-date information across all operational services, including fault reporting, street lighting, subscription processes, and connection/disconnection procedures, the Call Center maintained a high standard of service. In addition, outbound call activities, including verification and satisfaction surveys, enabled continuous analysis of customer expectations, and processes were continuously improved based on the feedback received. This approach has reinforced a customer-focused mindset and ensured the sustainability of service quality.

In 2025, significant technological upgrades were also made to strengthen call center operations. With the development of the Smart IVR feature, customers are now able to log fault reports without needing to connect to a customer representative and receive instant digital feedback in the event of planned or unplanned outages. Furthermore, during peak periods, customers who are unable to reach a customer representative are sent an SMS containing a link to an alternative communication channel, ensuring uninterrupted information flow.

As part of the Virtual Agent Project, an AI-based customer service solution is planned to go live in the first quarter of 2026. Once implemented, the Virtual Agent system is expected to significantly reduce the call load of the 186 Call Center and further improve accessibility levels.

All of these achievements are the result of a highly efficient team. Continuous training programs aimed at improving both personal and professional competencies of employees remain in place. MEDAŞ's management system framework is structured in line with ISO and TSE standards, covering key areas such as corporate governance, sustainability, quality, information security, process management, and risk management.

Energy Group

Digital services, *a sustainable future*

Our projects, shaped by an inclusive service philosophy and digital transformation, contribute strategically to environmental sustainability through our award-winning “Audible Bill” and “Digital Billing” applications.

MEPAŞ - ELECTRICITY TRADING ACTIVITIES

Meram Elektrik Perakende Satış A.Ş. (MEPAŞ), established in 2013, provides retail electricity sales services to approximately 2.5 million customers across six provinces (Konya, Aksaray, Niğde, Kırşehir, Nevşehir, and Karaman) covering 66 districts, 128 municipalities, 232 towns/hamlets, and 3,130 villages/neighborhoods.

Meram Elektrik Perakende Satış A.Ş. (MEPAŞ) continues to offer subscription, billing, and collection services through 19 Customer Service Centers (CSCs), 53 Alternative Transaction Centers (ATCs) across 50 districts with populations under 50,000, and 11 concept stores in districts with populations exceeding 50,000. As of 2025, the number of bill payment points was 389.

**2.5
million**

**The number
of retail
electricity
customers
served**

**MEPAŞ received
the “Good Idea”
award in the
Sustainability
Category at the
7th CX Awards
Türkiye Customer
Experience
Awards with
its Audible Bill
project.**

Committed to maximizing customer satisfaction, MEPAŞ introduced the Online Transaction Center, Mobile Application, E-Government, and Call Center services, allowing customers to complete transactions remotely without visiting Customer Service Centers. Accordingly, subscription transactions, subscription cancellation, debt inquiry and payments, billing objections, information update transactions and assurance fee inquiries are carried out online.

Major Activities, Completed and Contracted Works in 2025.

- Launched in December 2024, the Audible Bill Project introduced an accessible billing experience for visually impaired customers, replacing paper bills with an IVR (Interactive Voice Response) system. This initiative has strengthened both our sustainability approach and our commitment to inclusive service. The Company received the “Good Idea” award in the Sustainability Category at the 7th CX Awards Türkiye Customer Experience Awards with its Audible Bill project.

- MEPAŞ Enerji was also recognized in the Sustainability Category and received the Green Steps Award for its Digital Billing Project at the 9th CX Awards Türkiye. In line with efforts focused on sustainability, the Company remained committed throughout 2025 to creating value for a cleaner, more efficient, and responsible energy future. While 17,812 customers used digital billing in 2024, this number increased significantly to 235,652 in 2025, driven by awareness and incentive initiatives. As a result, the use of 2,614,080 paper bills was avoided within a year, preventing approximately 17 tons of CO₂ equivalent emissions and making a substantial contribution to environmental sustainability. Customers continue to be supported in their transition to digital billing through call center, SMS, and Customer Service Center channels.
- In 2025, 100% of the electricity consumed by the Company was certified with I-REC (International Renewable Energy Certificate). This officially documents that all of our energy consumption is sourced from clean and renewable energy, making a strong contribution to our sustainability and environmental responsibility targets. Furthermore, customers using clean and

renewable energy were provided with I-REC and YEK-G (Renewable Energy Source Guarantee) certificates, certifying their environmental responsibility and contribution to sustainable energy use.

- During 2025, the integration of unlicensed generation facilities into the NAR SYSTEM TECHNOLOGIES (ARİL) platform enabled a systematic structure for tracking receivables and payables of both unlicensed energy generator and their suppliers.
- In operations carried out via call center and SMS channels, digital contract management was adopted, significantly reducing paper-based processes and delivering time and operational cost savings.

- Our prepaid and postpaid eligible consumer portfolio reached a total volume of 3.2 billion kWh. For customers exceeding the End-Source Supply Tariff (SKTT) limits, sales indexed to MCP + YEKDEM continued throughout 2025.
- Integration between the Customer Information System and request channels was completed, ensuring that all requests submitted via the Request Form are automatically recorded in the system.
- In 2025, ALCEN Enerji Toplayıcılık A.Ş. was established, and an aggregation license was obtained on 23.10.2025.



Energy Group

Increase in portfolio volume, *sustainable growth target*

MEPAŞ aims to increase its eligible consumer portfolio volume to over 3.8 billion kWh in 2026.

Investments in 2025

The change in the reporting platform implemented in 2025 is intended to enable more effective monitoring, analysis, and reporting of business processes across the Company. Accordingly, a central data warehouse investment was made, and all process-related reports were migrated to this infrastructure. By making them accessible via Power BI, report management was centralized and streamlined.

New Projects and New Products

A WhatsApp support line powered by AI will be established to provide customers with instant responses to their inquiries, as part of the artificial intelligence project to be launched in 2026.

In 2026, a customer credit classification project based on payment behavior will be introduced to further strengthen the Company's customer-centric approach.

To further enhance digitalization in customer service processes by 2026, the goal is to develop tablet-based self-service kiosks that will allow consumers to initiate and terminate electricity subscriptions without the need for counter staff. Plans are underway to develop a service model that enables consumers to complete their transactions independently thereby reducing counter congestion and shortening processing times.

Projects are also planned to digitize contract annexes (such as explicit consent declarations and data protection notices) through electronic approval processes, contributing to paper savings and reduced carbon emissions.

A project will be carried out involving an AI-supported help desk application, training of employees and developing a Q&A platform.

Retail Tariff Price reports, which are submitted monthly to the Energy Market Regulatory Authority (EMRA) and used in the Support Mechanism calculations, are planned to be integrated into the Power BI (Atlas) system and fully digitalized in 2026.

In 2026, a customer credit classification project based on payment behavior will be introduced to further strengthen the Company's customer-centric approach. This initiative aims to improve the analysis of payment profiles, optimize collection processes, and enable the development of more personalized communication strategies. An application is also planned for 2026 to enable the bulk and automated retrieval of meter data via the EPIAŞ web service, reducing reliance on manual processes.

MEPAŞ's Targets

For 2026, the Company aims to increase its eligible consumer portfolio volume to over 3.8 billion kWh. Key priorities include expanding the portfolio without losing customers to competitors within the region, strengthening sustainable growth strategies, and continuing I-REC/YEK-G sales.

As part of 2026 operations, all contracts within the existing portfolio across the region will be renewed. It is also targeted to onboard all residential subscribers who meet the criteria for eligible consumer status into the portfolio.

The establishment of a dealership network and expansion of B2B sales are planned to increase sales volume outside the region.

Aggregation Activities: Following the Aggregation Regulation published at the end of 2024 and the aggregation license obtained in 2025, aggregation services are planned to commence in 2026, alongside portfolio development efforts.

In line with the goal of increasing digital billing adoption among residential subscribers, efforts will continue to reduce paper use and support sustainability targets. As part of the transition to digital billing, the goal is to capture requests via an IVR call process using a keypad and integrate them with the request channel and the customer information system.

Customer loyalty is expected to be further strengthened through coordinated efforts of the call center and field teams.

Operating under Alarko Energy Group, the Energy Trading Group manages the trading and risk management of the power plants owned by Altek Alarko, a wholly owned subsidiary of Alarko, while also conducting market transactions, such as bilateral agreements and physical and financial futures, through Alen Alarko Enerji Ticareti A.Ş., which holds a supply license.



Industry and Trade Group

Recognizing our responsibility *in value-added production*

At Alarko Carrier, we have continued our investments aimed at expanding our product development and production capacity. We effectively use solar energy at our facilities, while expanding the range of our eco-friendly HVAC solutions. We increased the capacity of our combi-boiler lines and solidified our competitive edge by bringing highly energy-efficient products to market through R&D and digital applications.

550+

Dealers and
Authorized
Service Points

Industry and Trade Group

Advanced technology, *global standards*

Our Group, which has been the export champion in the HVAC industry for thirteen years, continues to offer sustainable solutions through certified domestic production and its global technology partner.

The core business of the Industry and Trade Group is manufacturing and importing heating, cooling, ventilation, and water pressurization products, and providing sales and after-sales service.

We continued to sell air handling units, fan coils, and rooftop air conditioners in domestic and international markets in 2025, using the technology and brand of our company's partner Carrier, which is widely regarded as the inventor of modern air conditioning.

In 2025, we were awarded by ISIB as the top exporter of air handling units, fan coils and rooftop air conditioners for the 13th consecutive year.

13 years

**Top exporter
based on ISIB
data**

**Alarko Industry
and Trade Group
has been awarded
the title of "Top
Exporter" for
13 consecutive
years, based on
data from the
Istanbul Exporters'
Association (ISIB).**

In 2024, air handling units certified to IECEX standards and suitable for use in explosive atmospheres were manufactured in Türkiye for the first time, and production of ATEX- and IECEX-certified air handling units continued in 2025 to meet new customer demand. The environmentally friendly R454B refrigerant version of the eco-designed NXG series air handling units were launched, and projects to develop a new control platform and a modular rooftop air conditioning system are currently underway.

In the cooling group, where competition is fierce, we will continue to deliver products under the Carrier brand from Carrier plants in France, Spain, America, and China to the upscale market. We started the mass production of the EC motor the ceiling mounted fan coil unit, under the Carrier brand. The high-pressure fan coil project was completed by the end of 2025 to expand the concealed

ceiling-mounted fan coil series and enable a single series to meet the needs of projects with varying pressure requirements.

In addition to the Super Fit, Smart Fit, Seradens Super, and Seradens Super Plus boilers, our new competitive boiler in the 5th series will be launched in 2026. Three new room thermostats, available in wired, wireless, and wireless weekly programmable versions, have been developed to meet a variety of user needs and added to the product range. The distribution across Alarko and Toshiba channels has been reassessed, and an agreement has been reached with a local supplier to create an alternative for PEX-A and PE-RT pipe products. To consolidate all components required for underfloor heating systems under a single umbrella, the product portfolio has been expanded to include brass and steel manifolds, actuators,

terminal units, and control equipment. As a result of these actions, Alarko Underfloor Heating Systems have been transformed into a complete, end-to-end solution offering.

The ECO series and a comprehensive cost optimization project have been initiated for Optima circulation pumps. Small-type circulation pump models are planned to be imported and launched for sale in early 2026 under the Alarko NPVO brand.

The product range of Alarko-branded wall-mounted split air conditioners for residential and light commercial use will be expanded; a campaign-driven sales strategy will be maintained for multi-split systems; in VRF systems, a shift to a non-installation sales model will be implemented to increase market share; and sales of high-capacity heat pump models will be launched.

Sales of Carrier-branded residential and light commercial products will be further strengthened and sustained through the wholesale channel. The product range for wall-mounted split air conditioners will be expanded; the strong market position in commercial air conditioners will be maintained; project-based sales in VRF systems will continue to be supported; and heat pumps will be supported through training programs for the wholesale channel.

The product range of Toshiba-branded wall-mounted split air conditioners for residential and light commercial use will be expanded with competitive models; a campaign-driven sales strategy will be maintained for multi-split systems; in VRF systems, a transition to a non-installation sales model will be implemented to increase market share; and monoblock-type heat pumps will be added to the product portfolio.



Industry and Trade Group

Digital data *regular operations*

Our digitized after-sales services, powered by end-to-end product tracking systems and real-time data analytics, are taking the customer experience to new heights with our revamped corporate identity.

The Notification Management Project is ongoing in order to collect customers' malfunction notifications and installation requests, direct them to the relevant services, track, manage, measure the performance of the process and make the necessary improvements using a single software application, and efforts have been initiated for the Product Tracking System Project, which will take the project to a more advanced stage. The Product Tracking System Project will ensure that products can be tracked until the end of their life cycle. In 2024, with the inclusion of condensing boilers, Optima pumps and booster pumps, the after-sales service processes of all products sold by the dealership unit were managed digitally. Carrier Excellence quality management system activities are carried out in every designated business unit, both in offices and factories. All performance indicators are reported monthly to the Middle East and Türkiye Quality Director.

Carrier Excellence quality management system activities are carried out in every designated business unit, both in offices and factories.

New corporate identity studies were carried out for both the new Alarko logo and the in-store product display areas of our dealers with the previous design, and the renovation of the stores of our Alarko Carrier, Toshiba, and Alarko Water Group dealers has started. In 2026, the renewal of dealer store interiors and signage will continue according to a schedule.

Through the efforts of the CRM Data Specialist under the Customer Experience Department, call center reports, e-commerce sales, customer surveys, additional warranty sales, inventory reports, sales statistics, and Notification Management System installations have begun to be displayed live on a graphical interface using the Power BI program.

Our Company's first sustainability report, covering the activities carried out, performance results achieved, and progress made in environmental, social, and governance (ESG) in 2024, has been published.

Compliance activities according to the amended 2015 version of ISO 9001 quality management standard have been completed across all the departments with necessary risk analyses and process flows being defined, and six recertification were made by both TSE and BSI. Our Company plays a leading role in the air conditioning sector by holding quality certificates such as ISO 14001, ISO 27001, ISO 50001 and ISO 45001.

E-commerce and digital marketing channels on our corporate website, will continue to be used as a tool to retain existing customers and attract and acquire new ones with its mobile-friendly interface, in addition to our traditional points of contact consisting of our sales offices and authorized sellers. As part of the Digital Marketing Project, the purchasing process, which starts online, is integrated with the Alvima Accounting System and the After Sales Services Notification Management System and is designed to include all steps from the assignment of the authorized service to the completion of the assembly and the measurement of satisfaction with the service, and improvements are continuing. The B2B application, through which dealer processes will be managed, was launched



in 2025. As part of the digital transformation initiatives, the Company initiated in 2024 the restructuring of all production processes on a new platform, and decided to continue this work using the IFS application. The transition to the new system and the restructuring of processes are planned for 2026.

PRODUCTION ACTIVITIES

Main Production Plant

Our main plant, which is located on a total of 60,000 square meters in the Gebze Organized Industrial Zone, consists of a modern complex that includes an indoor production area of 17,000 square meters, plant offices of 3,000 square meters, a testing and R&D building of 2,000 square meters, as well as

social and training facilities and management offices, totaling an indoor area of 36,000 square meters. In this plant, central air conditioning products such as air handling units, rooftop units, and fan coil devices are manufactured under the Carrier brand.

Heating Equipment Production Plant

Our heating equipment production facility, located in the Eskişehir Organized Industrial Zone on a 22,500 m² site with a 13,000 m² closed area, manufactures combi boilers, condensing boilers, and circulation pumps.

Industry and Trade Group

Service network *across Türkiye*

Our wide product portfolio, shaped by an extensive dealer network and global partnerships, provides our customers with end-to-end energy efficiency through smart building automation solutions.

TRADING AND MARKETING ACTIVITIES

We have an extensive and strong sales and service network across Türkiye, serving with offices in Gebze, Ankara, Izmir, Antalya and Adana and 117 Alarko Carrier, 59 Toshiba, 99 water group Alarko, 3 specialized Carrier dealers and 310 after-sales service units throughout the country.

In response to market trends and expectations, we also offer import products in our product range in addition to what we manufacture at our plants, by acting as a distributor for leading foreign companies. Our Company is customer-oriented and offers a variety of products to dealers and produce complete solutions for customers.

In addition to our existing sales channels, our momentum in e-commerce sales through our corporate website continues at full speed.

310

**After-sales
service unit**

**Alarko Carrier is
customer-oriented
and offers a
variety of products
to dealers and
produces complete
solutions for
customers.**

We offer our customers complete system solutions, as well as a very extensive product portfolio in air-conditioning sector by complementing our portfolio with products that we procure from our partners, including chiller units, cooling towers, dry coolers, condenser units, automatic control devices, humidifiers, cold rooms, air conditioners for operating rooms, boilers for central heating systems and auxiliary equipment for installations. We create a significant difference in customer experience by offering complete building automation solutions that convert complex commercial facilities such as shopping malls, hotels and hospitals into “smart buildings” with our expert teams, using products of U.S. Automated Logic company, for which we are acting as a distributor. Pilot projects have been launched for some franchise stores under the Carrier Abound brand, which focuses on reducing electricity costs through monitoring energy consumption in buildings.

In addition to the products we supply in the air-conditioning sector, we are also specialized in special projects such as hygienic premises, data centers, and processing premises, taking strength from our experience gathered over long years and the engineering solutions we offer. We appeal to all customer profiles with our heating products, which include boilers for central heating systems and combi boilers, and underfloor heating for residential heating. As regards individual air conditioners, we are offering high efficiency air conditioners that can be used for heating and cooling depending on the season, under the brands Toshiba, Carrier, and Alarko in compliance with the recent regulations.

Totaline spare-parts markets have been offering spare parts and technical services equipment for the air-conditioning and water pressurization markets since 2002. Headquartered in Kartal, Istanbul, Totaline has five stores in İkitelli, Ankara, İzmir and Antalya. In addition to its 5 stores, Totaline started supplying products to its customers over the internet at isk-market.com in 2020, and e-commerce sales are expected to generate as much turnover as a brick and mortar Totaline stores in 2026.

We will continue to ensure that the appearance and functions of the corporate website match e-commerce requirements, increase the number of visitors, and the website is displayed in the top ranks by search engines.

In 2025, we continued to provide our customers with promotion and discovery service via remote video conference to help them choose the most suitable combi boiler, air-conditioning and air-purifying devices for their houses and to provide them with information on our products.

Online training and orientation of our dealers, services and employees through Alarko Carrier ACademi will continue. We will also continue to offer personal development training courses as well as legally required training courses conducted jointly by HR, OHS, and health departments. We will be offering more video training materials with strong visual components.

We were selected to perform various prestigious air-conditioning and water pressurization projects in Türkiye and abroad in 2025 as in the previous years, and will continue to undertake significant projects in line with our principle of “quality in service and production” also in future.



Tourism Group

Recognizing our responsibility *in providing a sustainable guest experience*



We aim to further strengthen the strong brand value we have created with Hillside Beach Club in Fethiye through our new investment in Bodrum. With our ongoing Hillside Bodrum project in Gündoğın, we are adding approximately 800 additional beds while enhancing our impact in sustainable tourism.

99%

Guest
Satisfaction

Tourism Group

Boutique expansion, *unique experience*

Leading the sector with its principle of “Feeling Good” the Tourism Group is taking a major step toward boutique expansion with its LEED Gold-certified Bodrum project.

Alarko Tourism Group introduced the concept of “**leisure**” to Türkiye, pioneering the sector with its offerings, including **Hillside Beach Club, Hillside City Club, Cinecity Cinemas, and Sanda Spa**, all of which provide services aligned with its “**Feeling Good**” approach. The Group accurately interprets global trends, combining knowledge, experience, and insight with market dynamics, and manages its brands through unique solutions tailored to each location, context, and moment.

The ongoing hotel and resort project in Gündoğan, Bodrum, with a capacity of 800 beds, represents a strategic milestone for Alarko Tourism Group in its transition to a multi-property structure and its vision of becoming a chain of boutique hotels. Developed in line with the principle of environmental sustainability, this project is

800

bed capacity

New hotel and resort project

The Tourism Group accurately interprets global trends, combining knowledge, experience, and insight with market dynamics, and manages its brands through unique solutions tailored to each location, context, and moment.

poised to become one of the sector's exemplary practices with its eco-friendly approach, while also accelerating Alarko Tourism Group's growth objectives. The project is planned according to LEED Gold certification criteria. In 2025, the opening operations and organizational preparations for the Bodrum facility were among the Group's top priorities. While the central organization was restructured to support multi-property management, visual renewal investments targeting aging elements in existing facilities also accelerated. In 2026, the goals include bringing Hillside Resort Bodrum into full operation, actively exploring new facility opportunities both domestically and internationally, and implementing additional investments to support Alarko Tourism Group's growth as a chain of boutique hotels.

Alarko Tourism Group, a long-established leader in the tourism sector, continued to meet its guests' needs at the highest level by focusing on sustainability and maintaining high-quality standards. In line with its commitment to excellence in service, the Group upheld its leadership in the sector in 2025. In 2025, the Group continued to focus on projects that enhance employee well-being, leadership development, and training programs under the Hillside Academy. For 2026, the human resources strategy is centered on growth through themed programs such as 'New Era, Shared Future,' 'Employee Well-being: The Key to Sustainable Success,' and 'A Culture That Evolves Through Change.'

Alarko Tourism Group, taking a holistic approach to service, guest experience, human resources, technology, and sustainability, aims to sustain its growth momentum in the coming period through optimized market diversification, high repeat visit rates, digitalized business processes, AI-supported analytics, and service quality that exceeds the competition.

In 2026, geopolitical, economic, and political uncertainties, as well as exchange rate fluctuations, are expected to be critical for the sector. Therefore, Alarko Tourism Group aims to demonstrate

strong management in cash and cost control, optimized market diversification, highly qualified human resources, AI-supported decision-making, and environmental sustainability. In line with its vision to grow through new hotels, the key objectives for the coming period include successfully bringing Hillside Resort Bodrum to full fruition, investing in the right projects domestically and internationally, strengthening PR and brand management across multiple locations, and reinforcing the Hillside brand's identity as a 'boutique hotel group that makes guests feel good' on an international scale.

HILLSIDE BEACH CLUB

Hillside Beach Club, renowned as “paradise on earth” and a benchmark in its sector, provides

guests with an unforgettable vacation experience through its friendly staff and a service approach that goes above and beyond expectations. The 5-Star Holiday Resort, consistently elevating its service quality each season and standing out with innovative applications, successfully meets the needs of its guests at the highest level. Aligned with its philosophy of continuous improvement, Hillside Beach Club continued in the 2025 season to offer activities catering to all ages and interests while keeping guest satisfaction at the center. The Club welcomed over 25,000 guests and maintained its position above the competition with a 72% repeat visit rate.



Tourism Group

The award-winning address *of guest happiness*

Hillside, which has received extensive coverage in the international press, continues to set standards in guest satisfaction through its international awards and environmentally friendly service approach.

In 2025, Hillside Beach Club further contributed to the promotion of our country by being featured in prestigious international publications such as Forbes, The Times, Condé Nast Traveller, The Telegraph, Daily Mail, and The Sun. Hillside Beach Club was recognized as one of the 'Best Beach Hotels in Türkiye' by The Telegraph, one of the UK's most widely read publications, and was also ranked among Europe's top hotels in Condé Nast Traveller's prestigious 'Readers' Choice 2025' awards, while being further highlighted by Forbes under the headline 'This Resort Has Cracked the Code of Guest Happiness and Loyalty.'

Hillside Beach Club was honored with the "Best Family Resort" award at the prestigious Haute

25,000+

**Guests staying
at Hillside Beach
Club**

**Hillside Beach
Club has been
awarded the
"Excellence
in Guest
Satisfaction"
award by British
Airways, the UK's
largest airline, for
nine consecutive
years.**

Grandeur Awards, where renowned brands from around the world compete. Additionally, Hillside Beach Club has been awarded the "Excellence in Guest Satisfaction" award by British Airways, the UK's largest airline, for nine consecutive years. Ensuring the continuity of these international achievements in 2026, maintaining service standards, and strengthening the innovation-focused approach have been set as key objectives.

In 2025, Hillside Beach Club was honored with the "Best Eco-Friendly Resort in Europe" award at the Haute Grandeur Awards and the "Best Luxury Sustainable Resort in Eastern Europe" award at the World Luxury Awards, in recognition of its sustainability initiatives, which have been in



place since the early 2000s and continue to evolve through new projects each year. Building on the Hillside Green initiative, Hillside Beach Club continued in 2025 to develop projects including waste management, reduction of single-use materials, energy efficiency, water management, protection of local flora and fauna, local sourcing, and the Mini Farm. In 2026, these efforts are planned to be further supported through data-driven monitoring, enhanced certification coverage, and new communication strategies designed to increase guest engagement.

Alarko Tourism Group, which excels in tourism with its trendsetting practices and high guest satisfaction rates, also

stands out for its sustainable tourism efforts. Alarko Tourism Group continues to make major investments each year, adhering to the principles of environmentally friendly and sustainable tourism. Since 2024, investments in this area have focused on energy and water efficiency, waste management, and carbon emission reduction projects.

Hillside Beach Club holds 11 international certifications, each of which requires working, improving, and auditing in different areas, and has recently received the highest level of "Sustainable Tourism Certification." Hillside Beach Club considers the concept of sustainability as part of its mission to make people feel

good, and focuses on activities that support the environment, people and local communities.

Hillside Beach Club is one of the few hotels worldwide to continue holding the Travelife Gold certification, which is awarded following an audit by the UK travel trade association ABTA based on 160 criteria. In addition, a tree seed is planted for each new guest at forests in different areas around Fethiye. More than 305,000 tree seeds were planted through this project, which started in 2003. In 2026, processes are planned to be digitally monitored and reported to enhance water efficiency, reduce food waste, increase local sourcing rates, and maintain carbon-neutral status.

Tourism Group

Prestigious events, *refined experience*

Our service approach, enriched with international festivals and unique events, strengthens Türkiye's service exports by offering exclusive experiences that combine exercise and lifestyle.

In the 2025 season, in addition to the events eagerly anticipated by its guests, like Concert on a Boat, Feel Good Week, Father&Son Camp, and Tennis Cup, it has also organized various special weeks that have generated a buzz. Hillside Beach Club, where guests can enjoy a quiet or active holiday based on their preferences with events and activities that appeal to all ages and interests, hosted the "London Jazz in the Sun" event with specially selected artists and program as part of the EFG London Jazz Festival, one of the most popular festivals in Europe, and the "BFI Summer Screenings" festival with the British Film Institute, the UK's most prestigious institution for art and film. In 2026 and beyond, the aim is to further diversify such themed weeks and partnerships to boost domestic demand during the low season, while enriching entertainment and activity offerings targeting the younger audience to elevate the overall leisure experience to a more refined level.

Hillside City Club, located in Etiler, Istanbul, within the Alarko Tourism Group, stands out in the fitness world with its pioneering practices and has become a symbol of conscious exercise.

Furthermore, Alarko Tourism Group ranked 5th in Türkiye in the Tourism and Accommodation Services category at this year's "Service Export Champions" awards organized by the Service Exporters Assembly (HİB), which assesses service companies in 20 different sectors. This success supports the Group's goal of maintaining profitability in the coming years by focusing on high-value guest profiles, implementing strong pricing strategies, and achieving high occupancy.

HILLSIDE CITY CLUB

Hillside City Club, located in Etiler, Istanbul, within the Alarko Tourism Group, stands out in the fitness world with its pioneering practices and has become a symbol of conscious exercise. Guided by the philosophy of "much more than a sports club," Hillside City Club continued to offer its members a privileged experience in 2025, blending sports and lifestyle through various activities.

For more than 30 years, Hillside City Club has evolved into a real-life center, offering activities that combine art, music, movies, sports and entertainment to enhance the social lives of its members. Hillside Outdoor Club, which provides outdoor fitness opportunities in the city, attracts strong interest with its up-to-date program of open-air Gym, Studio, and Cycle classes. The "Personal Training" service, which supports a personalized approach to fitness, is available both indoors and outdoors. In 2025, the Outdoor Club concept was strengthened, reinforcing the club's position as a leisure hub through new class formats aimed at increasing the young member base, events combining music and fitness, and social gathering spaces.

Hillside City Club continuously updates the classes it offers, with an innovative approach, staying in line with the latest global trends. As part of this initiative, two new courts for the sport of padel, which has become a global trend in recent years, were opened, tournaments were organized, and a strong community has been built around this sport. In 2026, the club aims to further strengthen its position in padel through tournaments, collaborations with international clubs, and partnerships with high-profile sports influencers.



"Hillside LIVE," a part of Hillside City Club, is known for its meticulously designed décor, and presents a comprehensive program that includes live music performances, stand-up shows, special events, and movie screenings with unique concepts. In 2025, the Hillside LIVE program was strengthened with content centered on a young and dynamic audience, and in 2026, the aim is to further expand strong partnerships and themed series in this area.

Promising more than just sports with its "Feeling Good" mission, Hillside City Club organized the "Hillside Club Market" event in May and October in 2025, a design market where the city's most exclusive brands participated in activities full of music, sports and entertainment. This year, more than 4000

people visited the "Hillside Club Market" activities that brought the festival spirit to Etiler. Concepts such as Club Market and Club Night will be further developed and continued in 2026, while the experience offered to members will be further enriched through the 'Target by Hillside' program, designed to promote a more conscious approach to fitness, as well as new content tailored to a younger audience.

In addition to its indoor theaters, ING Cinecity Cinemas, which runs within the facility, provides moviegoers with the opportunity to enjoy "Başka Sinema" and a selection of vision films every Tuesday and Thursday at its Outdoor Cinema. In 2026, thematic film nights and special screenings are planned as part of the Club's cinema and entertainment offerings.

Tourism Group

Personalized *new experiences*

Our services, shaped by strong synergies with prestigious brands and twenty years of spa expertise, offer personalized new experiences in our renovated facilities.

The Hillside City Club has become a popular meeting point in the city, offering a diverse range of brands including Live, Minoa Village, Itsumi So, Shake Up, Palms Café, Starbucks Coffee and Sanda Spa. The club's strong synergy ensures customer satisfaction and offers a wide range of experiences beyond sports.

Hillside City Club is also the first choice of brands for prestigious positioning and has long-term sponsorship agreements with leading companies such as ING Bank, Zurich Insurance, Under Armour, Volvo, Philips, Efes, and Coca-Cola. In 2026, the aim is to deepen relationships with existing sponsors and to increase revenue diversification through new partnerships in the fields of sports, technology, and wellness.

60+

**Relaxing
therapies
offered at
Sanda Spa**

**Hillside City Club
has become a
popular meeting
point in the city
by boosting
customer
satisfaction
through strong
synergy and
offering visitors
a wide range
of experiences
beyond sports.**

While enhancing the membership experience remains a core priority for Hillside City Club, the key investment areas for 2026 have been identified as developing new sports and entertainment content tailored to a younger member profile, efficiently managing guest density, implementing personalized services to strengthen high-value membership, and undertaking physical upgrades and capacity expansion within the facility.

SANDA SPA

Sanda Spa, a pioneer in promoting natural spa culture and renowned for its innovative service approach in the industry, has been operating at Hillside Beach Club Fethiye for over 20 years. Having played a key role in advancing the sector, the spa offers a unique experience to its guests with over 60 relaxing therapy options. Upholding the



"Feeling Good" mission, Sanda Spa continues to provide these services at Hillside Beach Club and Hillside City Club in Etiler, Istanbul. In 2025, projects were initiated for the architectural renovation of Sanda Spa and the enhancement of service quality. In 2026, the aim is to further integrate the spa experience with the Group's wellness strategy, particularly through updates to the design, flow, and product offering at the Etiler facility.

HILLSIDER MAGAZINE AND HILLSIDE NOW

For 30 years, Hillside Magazine which has captivated its readers with inspiring content across art, music, travel, and gastronomy. As the flagship publication of Alarko Tourism Group, it takes pride in bringing the brand's cultural and lifestyle perspective to a wide audience. Recognized for its high-quality publishing standards, the magazine stands out with exclusive interviews, creative photography, refined editorial content, and a distinctive voice. With its award-winning design

and pioneering role in corporate publishing, Hillside Magazine is also regarded by its followers as a collectible.

In addition to Hillside Magazine, HillsideNOW, a channel with nearly 140,000 followers, made a pioneering move in the magazine and broadcasting industry by using Instagram stories for the first time in Türkiye, gaining significant attention in digital publishing by reaching over 2.5 million people per month in 2025. HillsideNOW is also recognized for its original, inspiring, and intriguing content, as well as interviews with influential people.

Land Development Group

Recognizing our responsibility *in adding value to the future of cities*

With our deep-rooted expertise in real estate development, we have delivered reliable and high-quality projects to date. Guided by an environmentally conscious approach, we have developed fully serviced communities supported by strong infrastructure and social amenities, responding to the needs of modern living. Our diversified portfolio, ranging from residential developments to business centers, hotels, and resorts, stands as a tangible reflection of our commitment to quality and engineering excellence. In the period ahead, we will continue to create lasting value through environmentally friendly projects.

5 thousand
Apartments
and Villas

Land Development Group

Environmentally responsible transformation, *sustainable portfolio*

While prioritizing environmentally friendly structures in our new investments, we are firmly implementing transformation strategies aimed at minimizing the carbon footprint of our existing portfolio.

As the Land Development Group, we position Alarko Holding's sustainability ecosystem at the core of all our projects. Accordingly, we prioritize delivering new investments in line with international green building standards, while meticulously advancing a transformation strategy across our existing portfolio that aligns with our carbon-neutral targets, emphasizes energy efficiency, and minimizes environmental impact.

Based on valuations performed at the end of 2025, the real estate portfolio managed by the Land Development Group has reached approximately USD 1 billion. To maximize the value of our existing assets, "Highest and Best Use" analyses are regularly updated in line with evolving market dynamics, ensuring that our projects are realized at the most optimal time. In alignment with Alarko Holding's sustainability vision, we prioritize environmentally friendly structures

Based on valuations performed at the end of 2025, the real estate portfolio managed by the Land Development Group has reached approximately USD 1 billion.

in our new investments, and implement transformation strategies aimed at minimizing the carbon footprint of our existing portfolio.

Immovable Properties of Konut İnşaat A.Ş. :

Following the merger completed in 2025 with Konut İnşaat A.Ş., ownership and management responsibility of the assets were transferred to Alsim Alarko. Development and value creation activities for these assets are being actively and consistently pursued by our Land Development Group to maximize their potential.

Immovable Property of Alarko Holding

Archaeological processes related to the remains of the registered cultural asset, Ragıp Paşa Waterfront Mansion, located on our land in the Büyükdere area, are progressing in line with the planned schedule. The ongoing second phase of excavations is expected to be completed in 2026, after which our strategic development plans for the site will be further clarified.

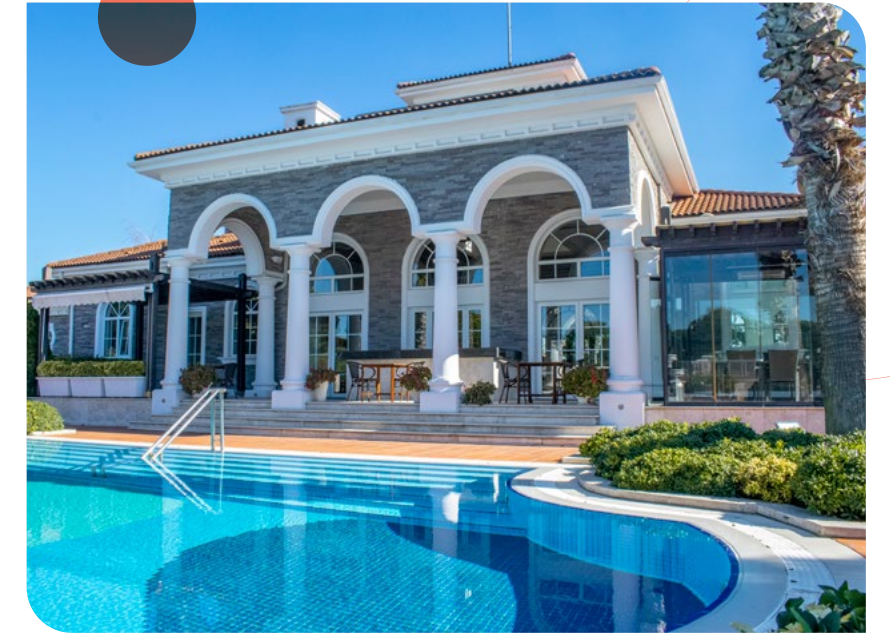
Immovable Properties of Alarko GYO

Tourism Investments and Financial Optimization

Construction activities at our tourism facility in Bodrum, owned by Alarko Real Estate Investment Company, have reached the final stage. Due to construction cost indices exceeding initial projections both globally and locally, revisions to the project budget have been necessary. To effectively manage this dynamic environment, we aim to maximize the investment's profitability by diversifying financing sources and leveraging new liquidity opportunities. At our tourism facility in Fethiye, the first phase of modernization and renovation works aimed at improving operational efficiency has been successfully completed.

Cultural Heritage and Restoration Projects

Significant progress has been made in the conservation and restoration of our historic building in Karaköy. In 2025, restitution projects were approved, and restoration implementation projects have been carefully completed and submitted for approval by the competent boards. Restoring this iconic structure in full respect of its historical character remains one of our key priorities.



Development and strategic evaluation activities for our properties in the Maslak and Büyüçekmece regions will continue in 2026, supported by our ongoing "Highest and Best Use" analyses.

The zoning plan revision process for our factory land in Eyüp is being closely monitored in coordination with the relevant municipality. Once improvements in zoning conditions are finalized, alternatives such as establishing strategic partnerships with regionally specialized developers or optimizing the portfolio through asset disposal will be evaluated to maximize the value of the property.

Immovable Property of Alarko Energy

The parcel located at Tuzla Piyade School Junction, previously used as an open storage area and transferred to Alarko Energy in 2025, is planned to be developed in line with modern urban planning principles. Technical analyses to determine the most suitable use scenarios will continue into 2026.

Alriva Companies

A medium-term strategic roadmap is being developed to ensure the rational utilization of these land assets in our portfolio. In line with market dynamics and our Group's investment vision, processes aimed at generating liquidity and value appreciation, through either the sale or development of these properties, are being actively managed.

Agriculture Group

Recognizing our responsibility *in shaping the future of healthy food*



At Alarko Agriculture Group, we operate across greenhouse cultivation, fertilizer production, seed breeding, and the food industry, supported by thousands of decares of production land, high-tech facilities, and global standards. We aim to become a regional leader in modern and sustainable agricultural practices, by combining Türkiye's agricultural potential with advanced technologies.

450

USD
Million

Total
Investments

Agriculture Group

The year of future-oriented *investments* *in agriculture*

Having identified agriculture as a strategic investment area, Alarko has rapidly evolved into a significant regional player.

Designated as a strategic focus by Alarko Holding in 2023, Alarko Agriculture Group has, in a short period, become a key player in the modern agricultural ecosystem across Türkiye and neighboring regions. The Group's operating model is built on advanced technology, sustainability, operational excellence, food safety, and traceability.

As of 2025, the Group operates across modern greenhouse cultivation, fertilizer production, seed breeding, and the food industry, supported by thousands of decares of production land, high-tech facilities, and a quality management system aligned with global standards.

The primary objective of the Agriculture Group is to combine Türkiye's agricultural potential with advanced technologies, become a regional leader in modern farming practices, and contribute to a sustainable food supply chain.

The primary objective of the Agriculture Group is to combine Türkiye's agricultural potential with advanced technologies, become a regional leader in modern farming practices, and contribute to a sustainable food supply chain.

Throughout 2025, investments and initiatives for capacity expansion, energy efficiency, R&D, export network development, new service models, and digital transformation; delivering tangible outcomes across all fronts.

2025 ACTIVITIES

The year 2025 marked a "transformation year" across all business units, both operationally and strategically. Strong investment discipline, expansion of international sales channels, data-driven production, technological modernization, and sustainability have been the key drivers shaping all activities.

Alsera - Modern Greenhouse Farming

In 2025, Alsera took significant steps toward becoming one of the region's largest integrated producers in modern greenhouse farming by scaling up its investments in Türkiye and Kazakhstan.



- 1,062 decares of modern greenhouse area are actively in production in Türkiye.
- The first phase of 400 decares in Kazakhstan has been commissioned.
- Water consumption across all facilities has been maintained well below global benchmarks, achieving up to 72% savings through closed-loop irrigation systems.
- Greenhouse climate control has been enhanced through AI-supported algorithms, resulting in significant energy optimization.
- The product portfolio has been diversified, with increased sales volumes of export-quality truss tomatoes, California peppers, and capia peppers.
- Investment in a robotic packaging line has been initiated, targeting a 20% reduction in labor costs.
- A dual weighing system has been implemented to detect yield losses in greenhouses.
- The main implementation project for a centralized maintenance management system across all greenhouses has been launched.

- A master implementation plan for agricultural technologies has been developed, with scaled deployment scheduled to begin in 2026.

Palmira Agro - Fertilizer Production

- Palmira Agro experienced 2025 as a period marked by strengthened production technologies, the commissioning of sustainability-focused investments, and the opening of export channels.
- With its production of micro-granular plant nutrition products, it has increased its sales as an innovative fertilizer solution in the sector.
 - Thanks to its solar power plant (SPP) investment, 35% of the production plant's energy consumption has been supplied from renewable sources.
 - Throughout 2025, market analyses were conducted, and the Company's first export to Europe was made to Bulgaria.
 - Palmira Agro has enabled farmers to use fertilizers more efficiently through applicator support.
 - In addition, in 2025, Palmira Agro established a carbon footprint monitoring system as part of its preparation for CBAM compliance.

Genseed - Seed Breeding and Scientific R&D

- In 2025, Genseed strengthened its R&D profile by investing in advanced breeding technologies. Genseed's long-term objective is to become one of Türkiye's leading domestic hybrid seed brands and to build regional export capacity.
- The R&D laboratory has been fully equipped and put into operation.
 - Trial fields have been established across various regions for breeding purposes, and a step has been taken toward building a bioinformatics database in the medium term.
 - The breeding cycle has been accelerated through the use of the speed breeding method, enabling two growth cycles within a single season.
 - In 2025, registration applications were submitted for two truss tomato seed varieties, and the registration process is ongoing.

Agriculture Group

High quality *in new markets*

2025 marked a significant milestone for Alarko Food in achieving global quality standards and building the infrastructure necessary to enter new markets.

Alarko Food – Food Industry

In 2025, Alarko Food made significant progress in modernization and towards its goal of becoming a global supplier in the dried food sector. The year marked a milestone in achieving global quality standards and building the infrastructure necessary to enter new markets.

- At its new production plant in Konya Ereğli Organized Industrial Zone, a final product capacity of 400 tons per year has been achieved.
- Products tailored for industrial customers have been developed, with various cutting sizes and drying techniques implemented.
- Brand visibility has been enhanced by participating in international trade fairs.
- Key certification processes have been successfully completed (BRCGS, SEDEX, Kosher, Halal, Non-GMO, Organic, FDA, and ISO certifications).

**400
tons/year**

**Production
capacity of the
new production
plant in Konya
Ereğli Organized
Industrial Zone**

Alarko Agriculture's Investments in 2025

- Approximately 1,500 decares of modern greenhouse production area have been completed.
- Carbon emissions have been reduced through SPP investments.
- New robotic systems, climate control equipment, weighing systems, and sensor technologies have been integrated.
- Molecular testing capacity has been enhanced in the seed R&D laboratory.
- Digital traceability and quality control infrastructure at the food facility have been upgraded.
- International certification initiatives for export markets have been implemented.
- Technical support and investment efforts for Alarko Agriculture's quality assurance systems have been initiated.
- The ERP implementation project across all business units has continued.

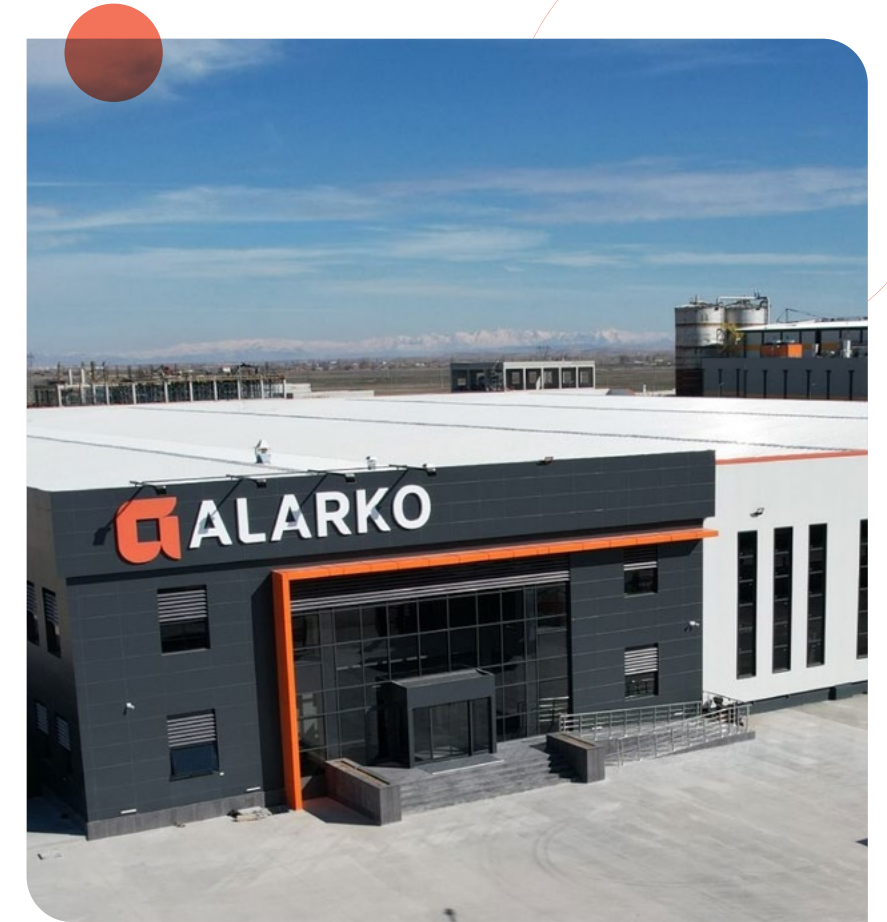
Alarko Agriculture – Plans for 2026

The investment agenda for 2026 is centered on capacity expansion, technology, sustainability, and the vision of becoming a global brand.

- The total greenhouse area is planned to reach 1,900 decares.
- AI-supported plant monitoring systems are targeted to be piloted in selected greenhouses.
- Agricultural technologies aimed at improving water and fertilizer efficiency will be implemented across all greenhouses.
- In fertilizers, it is planned to expand the dealership network nationwide.
- In seeds, commercial production of registered seed varieties is set to commence in 2026.
- Our food facility aims to establish a pesticide-free and fully traceable raw material supply chain through a contract farming model.
- It is planned to launch Alarko Agriculture Academy and start training programs.
- Key processes such as Quality Assurance, Occupational Health and Safety, and Maintenance will be systematically managed through an integrated management software.

New Products and Projects

In addition to the new products listed below, feasibility and project studies for new products across all business units, as outlined in our 2026–2031 strategic plans, will be completed and implemented in the second half of 2026 and throughout 2027.



- At Alsera Türkiye, the planting and production of California peppers, capia peppers, premium tomato varieties, and other crops will be carried out in line with decision-support plans.
- At Alsera Kazakhstan, short-, medium-, and long-term product portfolio planning will be conducted.
- At Alarko Agriculture, new projects focused on organic products will be developed.
- At Palmira Agro, the micro-granular applicator system will be further expanded.
- At Palmira Agro there will be a transition to direct dealership in selected regions and the new payment systems will be launched.
- At Alsera Türkiye, the planting and production of California peppers, capia peppers, premium tomato varieties, and other crops will be carried out in line with decision-support plans.
- At Alsera Kazakhstan, short-, medium-, and long-term product portfolio planning will be conducted.
- At Palmira Agro, the micro-granular applicator system will be further expanded.
- At Palmira Agro there will be a transition to direct dealership in selected regions and the new payment systems will be launched.
- At Palmira Agro, customer loyalty programs will be launched to enhance engagement among farmers.
- At Genseed, new hybrid seed varieties will be developed and the domestic hybrid breeding program will be expanded.
- ERP and additional modules will be fully implemented across all business units.
- The master plan for agricultural technologies focusing on efficiency and sustainability will be executed across all units.

Agriculture Group

Cutting-edge sustainability investments *for secure food supply*

Alarko Agriculture Group will continue to invest in high technology and sustainability across all areas, from greenhouse farming and seed breeding to specialty fertilizers and dried food.

Strategic Targets for 2026

1. Achieving commercial growth objectives:

- Activating the 2026–2031 strategic commercial plans across all business units.
- Giving priority to branding efforts (UVP – Unique Value Proposition): establishing a strong brand in greenhouse farming, securing a lasting position in the fertilizer market under the Alarko brand, and becoming a leading industrial supplier in dried food.

In 2026, the master plan for agricultural technologies focusing on efficiency and sustainability will be executed across all units.

- Commencing commercial operations at Alsera Kazakhstan, and becoming a key regional player.
- Adding new premium segment products to the greenhouse portfolio.
- Increasing exports across all business units.
- Beginning commercial activities for registered seed varieties.
- Taking cash flow and cost optimization actions defined in the master plan alongside commercial operations.



2. Implementation of technologies supporting sustainability and cost efficiency:

- Reducing labor and production costs through high-tech investments and business management models, improving competitiveness, and leveraging sustainability priorities as a catalyst.

- Increasing productivity through smart agriculture technologies, and integrating artificial intelligence and automation.
- Investing in SPPs, building water recovery infrastructure, implementing waste management, and recyclable packaging.
- Completing ERP with all additional modules.

3. Continuation of ESG-based ecosystem management:

- Developing the ecosystem across Environmental, Social, and Governance dimensions.
- Launching Alarko Agriculture Academy and starting internal training programs.
- Giving priority to gender equality, employee health and safety, risk management, and regulatory compliance across all business processes.

Investment Group

Recognizing our responsibility *in pursuit of new opportunities*



In 2025, under the umbrella of Alarko Capital, we continued our investments in public equities, private equity, and venture capital. While evaluating opportunities with long-term value creation potential through a disciplined approach, we maintained a diversified portfolio structure across different sectors and geographies.

102.7

*USD
Million*

Total
Investments

Investment Group

Investment focused on *long-term value creation*

Alarko Capital evaluates all investments primarily on financial merit rather than strategic integration considerations.

In 2025, Alarko's Investment Group, operating under the Alarko Capital brand, continued to build a diversified and flexible, return-oriented portfolio through investments across public equity, private equity, and venture capital. Guided by a medium- to long-term investment horizon, the group focused on identifying opportunities with sustainable value creation potential while maintaining a disciplined approach to risk and capital allocation.

As of 31 December 2025, Alarko Capital's investments reached a total of USD 102.7 million in invested capital, reflecting the continued execution of its diversified investment strategy. The group views these investments as minority ownership positions in businesses with attractive fundamentals and long-term growth potential. While

102.7

USD million

**Alarko Capital's
total investment**

Alarko Holding has positioned itself as an international portfolio company and established Alarko Capital as a core business unit to execute its financial investment strategy.

Alarko Holding typically maintains controlling stakes in its operating subsidiaries, Alarko Capital invests through a combination of direct minority positions and indirect exposures via fund investments with a focus on portfolio diversification and disciplined risk-return profiles.

Alarko Capital evaluates all investments primarily on financial merit rather than strategic integration considerations. Capital allocation is supported by structured underwriting processes and portfolio construction discipline designed to balance risk and return across asset classes and geographies.

Alarko Holding has positioned itself as an international portfolio company and established Alarko Capital as a core business unit to execute its financial investment

strategy. The group began its venture capital activities in 2020 with the launch of Alarko Ventures and expanded into private equity and public equity investments in 2023 under the unified Alarko Capital platform.

Alarko Capital follows a sector-agnostic approach with diversification at the core of its portfolio construction framework. The portfolio is diversified across a wide range of industries, balancing exposure across sectors to manage risk while capturing growth opportunities. As of year-end 2025, financial services represent the largest allocation at 29% followed by B2B software & AI at 27%. Retail & e-commerce accounts for 15% while healthcare for 8%, and B2C software for 8%. Telecommunications, Media, and Technology ("TMT") represent 7% with the remaining 6% allocated across other sectors.

The portfolio has a broad geographic allocation. International investments account for 59% of total invested capital, of which 42% is allocated to the United States, followed by Europe at 7%, South America at 6% and the remaining 4% to other international regions. This structure enables Alarko Capital to maintain meaningful exposure to its domestic market while participating in global growth opportunities.

In Public Equity, Alarko Capital primarily invests in companies listed on Türkiye's Borsa Istanbul ("BIST"). Established in 2023, ALSER implements this strategy through a long-term, fundamentals-driven approach consistent with institutional investment practices and manages a portfolio of BIST-listed equities. The approach emphasizes sustainable value creation rather than short-term trading activity.

The Private Equity strategy is designed to build a balanced and diversified portfolio through direct investments, fund commitments, and co-investment opportunities. Alarko Capital targets resilient businesses with strong long-term value creation potential and robust risk-adjusted return profiles. In addition to direct investments, the group commits capital to established primary growth funds and diversified secondary funds, leveraging the expertise of experienced managers. Co-investment opportunities allow Alarko Capital to participate in larger transactions alongside leading fund managers, providing efficient access to high-quality assets while maintaining diversification and cost discipline.

In Venture Capital, Alarko Capital supports innovation and emerging technologies through a combination of direct early- and late-stage investments and commitments to venture capital funds. The strategy focuses on scalable business models with recurring revenue characteristics and long-term growth potential. While the US remains a key market, Alarko Capital continues to evaluate global opportunities consistent with its financial return objectives.

Alarko Capital remains committed to strengthening the resilience, flexibility and long-term return potential of its portfolio. The investment group is well-positioned to pursue sustainable value creation through disciplined capital allocation across public equity, private equity, and venture capital.

Capital and Share Ratios of Subsidiaries and Affiliates

The titles, fields of activity, direct and indirect ownership interests of the Company's subsidiaries, affiliates and joint ventures are listed below.

Title of the Subsidiaries and Affiliates	Field of Activity	Share Capital (TL)	Direct Participation Share (%)	Direct and Indirect Participation Share (%)
Alarko Carrier Sanayi ve Ticaret A.Ş.	Heating, Cooling, Air Conditioning Equipment Manufacturing, Contracting, Tourism	10,800,000	42.03	42.03
Alsim Alarko Sanayi Tesisleri ve Ticaret A.Ş.	Complete Plant Contracting, Construction, and Tourism	3,988,750,235.22	99.91	99.99
Alarko Fenni Malzeme Satış ve İmalat A.Ş.	Marketing of Industrial Products and After-Sales Services	230,000	88.68	100.00
Attaş Alarko Turistik Tesisler A.Ş.	Tourism Facility Management	21,500,000	0.46	99.99
Alarko Gayrimenkul Yatırım Ortaklığı A.Ş.	Purchase and Sale of Immovable Property and Market Instruments Based on Immovable Property	289,800,000	16.41	51.23
Alen Alarko Enerji Ticaret A.Ş.	Trading, Import and Export of Electricity	870,000,000	-	100.00
Altek Alarko Elektrik Sant. Tes. İşl. ve Tic. A.Ş.	Electric Energy Generation	350,000,000	10.60	100.00
Alarko Enerji A.Ş.	Energy Generation	226,975,276.31	89.24	100.00
Aldem Alarko Konut İnşaat ve Ticaret A.Ş.	Housing, Construction	5,348,776.48	100.00	100.00
Al-Riva Projesi Arazi Değerlendirme Konut İnşaat ve Tic. A.Ş.	Housing, Construction	6,839,063.84	11.55	12.14
Al-Riva Arazi Değerlendirme Konut İnşaat ve Tic. A.Ş.	Housing, Construction	3,308,555.70	2.49	2.63

Title of the Subsidiaries and Affiliates	Field of Activity	Share Capital (TL)	Direct Participation Share (%)	Direct and Indirect Participation Share (%)
Al-Riva Arazi Değerlendirme Konut İnşaat Turistik Tesis. Golf İşl. ve Tic. A.Ş.	Housing, Construction, and Tourism Facility Management	10,489,764.84	2.16	2.28
AO Mosalarko	Design, Construction and Use of Immovable Properties	Rubles 30,000,000	-	51.23
Alarko Tarım Sanayi ve Ticaret A.Ş.	Agriculture, Food & Food Business and Technologies	2,850,000,000	100.00	100.00
Alyat Teknoloji Yatırımları Holding A.Ş.	Activities of Holding Companies	2,007,000,000	99.95	99.95
Alsera Jeotermal Tarım Gıda San. ve Tic. A.Ş.	Greenhouse Farming Using Geothermal Energy	4,500,000,000	-	100.00
Alser Alarko Sermaye Yatırımları Holding A.Ş.	Activities of Holding Companies	1,428,000,000	58.18	100.00
Palmira Agro Gübre Sanayi ve Tic. A.Ş.	Microgranular Fertilizer Production	7,500,000	-	80.00
Alarko Dijital Teknoloji Çözümleri A.Ş.	Information Technology	10,000,000	100.00	100.00
Alcen Enerji Dağıtım ve Perakende Satış Hizmetleri A.Ş.	Building, Transferring or Operating an Electricity Distribution Facility	214,560,000	0.0006	50.00
Meram Elektrik Dağıtım A.Ş.	Electricity Distribution	496,032,904.58	0.0000	50.00
Meram Elektrik Enerjisi Toptan Satış A.Ş.	Electric Energy Trading	4,050,000	0.1	50.00
Meram Elektrik Perakende Satış A.Ş.	Electric Energy Trading	13,545,520.42	0.0001	50.00
Cenal Elektrik Üretim A.Ş.	Establishment and Operation of Power Plants	1,854,012,350	-	50.00
Alcen Enerji Toplayıcılık A.Ş.	Aggregation in the Electricity Market	50,000,000	-	50.00

Capital and Share Ratios of Subsidiaries and Affiliates

Title of the Subsidiaries and Affiliates	Field of Activity	Share Capital (TL)	Direct Participation Share (%)	Direct and Indirect Participation Share (%)
Alarko Gotion Green Enerji Depolama Sistemleri Üretim A.Ş.	Energy Storage Systems Manufacturing	250,000	-	60.00
Utilitek Bilgi Teknolojileri A.Ş.	Computer Programming Activities	10,000,000	-	50.00
Alarko Havacılık Endüstri Yatırımları A.Ş.	Aviation and Aircraft Technical Maintenance	350,000,000	100.00	100.00
Alarko Gıda Sanayi ve Ticaret A.Ş.	Food, Food Operations	582,500,000	-	100.00
Genseed Tohum Islah ve Üretim A.Ş.	Seed Breeding and Production	100,000	-	80.00
Albi Bitkisel İlaç Ham Maddeleri Üretim San.ve Tic. A.Ş.	Herbal Medicine Raw Materials	155,000,000	-	100.00
Sanrose Tarım Sanayi ve Ticaret A.Ş.	Greenhouse Production, Trading and Marketing of Flowers	60,000	-	100.00
Beybur Tarım ve Hayvancılık A.Ş.	Agriculture	300,000,000	-	100.00
Nata Tarım Üretim ve Ticaret A.Ş.	Greenhouse Farming Using Geothermal Energy	1,000,000.000	-	100.00
İpeks Jeotermal Enerji Sanayi ve Ticaret A.Ş.	Greenhouse Farming Using Geothermal Energy	6,120,000	-	75.00
TOO Alsera KZ	Agriculture	KZT 6,377,509,999.06	-	100.00
Camser Tarım Gıda A.Ş.	Agriculture, Greenhouse Farming	7,000,000	-	51.00
Seraf Tarım ve Hayvancılık A.Ş.	Agriculture	16,500,000	-	100.00
Seraverde Jeotermal Tarım Gıda Sanayi ve Ticaret A.Ş.	Agriculture	250,000.00	-	100.00
Alfor Aviation And Technical Services Ltd.	Aviation and Aircraft Technical Maintenance	GBP 10,000	-	51.00
Alfor Havacılık ve Teknik Hizmetleri A.Ş.	Aviation and Aircraft Technical Maintenance	18,000,000.00	-	51.00
Saret KZ	Construction Works	KZT 600,000	-	100
Bakad Investment & Operation LLP	Construction Works	KZT 65,759,065	-	33.30
Bakad International B.V.	Holding	USD 154,211,309	-	33.30
Alsim Alarko SRL	Construction	RON 240,000	-	99.99
BARR Operation and Maintenance LLP	Motorway Maintenance and Operation	KZT 23,000,000	-	25.00

Earnings from Subsidiaries and Affiliates

a) Below is a detailed breakdown of the Holding's share of the dividends distributed by our subsidiaries and affiliates over the past three years.

	(TL)		
Title of the Subsidiaries and Affiliates	2023	2024	2025
Alarko Carrier Sanayi ve Ticaret A.Ş.	37,826,085	-	573,905,282
Alarko Gayrimenkul Yatırım Ortaklığı A.Ş.	31,712,528	24,973,615	-
Attaş Alarko Turistik Tesisler A.Ş.	328,216	670,344	462,306
Alarko Enerji A.Ş.	788,198,379	1,187,245,891	4,104,576,747
Altek Alarko Elektrik Sant. Tes. İşl. ve Tic. A.Ş.	81,614,585	10,604,506	-
Alcen Enerji ve Perakende Satış Hizmetleri A.Ş.	4,550	51,994	35,481
Meram Elektrik Perakende Satış A.Ş.	456	-	-
Meram Elektrik Dağıtım A.Ş.	-	-	5
Meram Elektrik Enerjisi Toptan Satış A.Ş.	-	-	97,745
Alarko Fenni Malzeme Satış ve İmalat A.Ş.	-	44,337,902.18	-
TOTAL	939,684,799	1,267,884,252	4,679,077,566

b) The 2024 profits of our subsidiaries and affiliates under the management of Alarko Group, from which we derive affiliate and subsidiary income, and the dividend amounts approved for distribution from the distributable profit, after deducting legal reserves and taxes, are as follows:

Alarko Group Subsidiaries and Affiliates	Profit for 2024	Distributable Profit (A)	Distributed Dividends (B)	(B/A) %
Alarko Carrier Sanayi ve Ticaret A.Ş.	635,899,375	505,974,374	682,749,000	107
Attaş Alarko Turistik Tesisler A.Ş.	214,411,884	170,377,167	100,000,000	59
Alarko Enerji A.Ş.	5,144,897,874	5,058,233,945	4,599,426,201	91
Alcen Enerji ve Perakende Satış Hizmetleri A.Ş.	5,379,314,317	4,647,754,691	4,226,206,810	91
Meram Elektrik Dağıtım A.Ş.	2,763,879,069	2,070,203,729	1,884,258,085	91
Merak Elektrik Enerjisi Toptan Satış A.Ş.	26,991,598	20,359,266	18,526,832	91

Business Volume and 2026 Perspectives

BUSINESS VOLUME

The table below presents to our esteemed shareholders the turnover achieved over the past five years, reflecting the outcomes of the activities disclosed in the previous sections of this report.

Companies and Entities by Field of Activity Turnover (TL million)					
	2021*	2022*	2023**	2024**	2025**
Contracting and Land Development	4,258	10,831	9,157	4,669	4,148
Energy	19,802	60,123	45,680	33,356	39,947
Industry and Trade	1,265	2,210	3,827	2,957	6,731
Tourism	300	600	1,958	1,924	2,677
Agriculture	-	-	331	1,010	1,877
TOTAL	25,672	73,764	60,953	43,916	55,379

(*) The turnover figures include our subsidiaries, affiliates and joint ventures, representing total amounts before elimination.

(**) Amounts expressed in terms of the purchasing power at the reporting date, adjusted in proportion to the group's share after elimination.

2026 PERSPECTIVES

Our company is committed to planning and has a tradition of reflecting this in its annual reports. By presenting the 2025 results along with our 2026 projections, we hope to contribute to the comparison and evaluation.

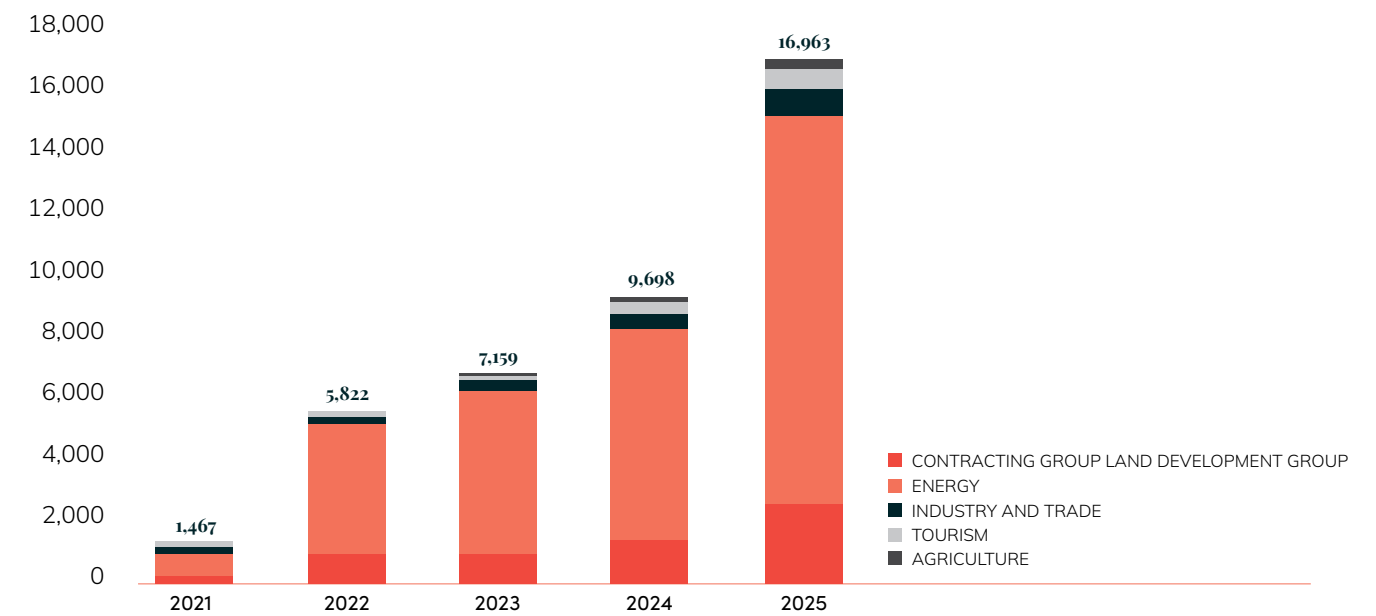
Accordingly, the turnovers planned for 2026 are as follows by activity groups:

Companies and Entities by Field of Activity	2025 Turnover Target (*) (TL million)
Contracting and Land Development	6,309
Energy	53,832
Industry and Trade	4,361
Tourism	5,258
Agriculture	5,508
TOTAL	75,268

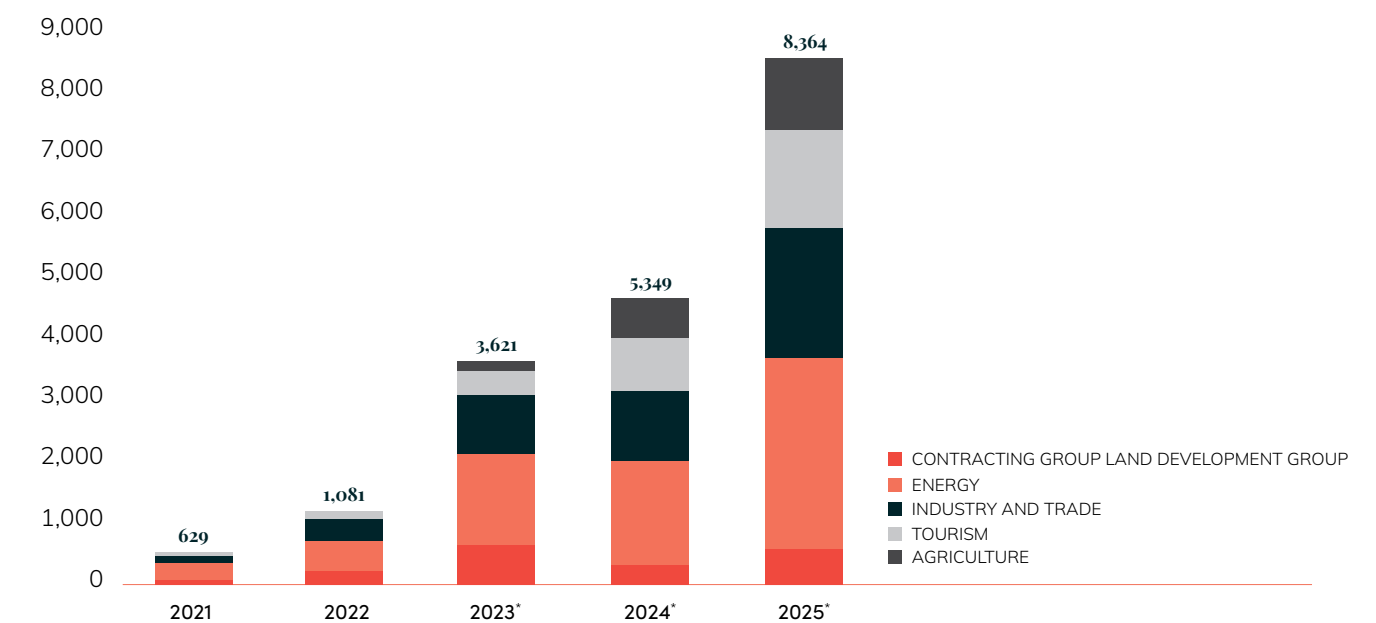
(*) The turnover of our subsidiaries, affiliates, and joint ventures is included in these amounts. The turnover in question shows the amounts adjusted in proportion to the group's share elimination.

Taxes Paid and Personnel Costs

Taxes Paid (TL Million)



Personnel Expenses (TL Million)



(*) Expressed in purchasing power at the reporting date.

Developments in the Last Five Years

The following is a summary of the development trend of our Holding's comparative balance sheet items, profit/loss for the period, affiliates, and dividends distributed over the last five years:

	2021	2022	2023**	2024**	2025**
Profit/Loss before Tax (TL)	1,531,958,979*	16,433,699,676*	9,845,324,262*	2,720,785,443*	(1,030,703,902)*
Capital (TL)					
Issued Capital					
- Bonus share provision	430,047,284	430,047,284	430,047,284	430,047,284	430,047,284
- in Cash:	4,952,716	4,952,716	4,952,716	4,952,716	4,952,716
Total	435,000,000	435,000,000	435,000,000	435,000,000	435,000,000
Registered	500,000,000	500,000,000	500,000,000	500,000,000	2,000,000,000
Dividends					
Net dividend amount (TL per each share of TL 1)					
- Based on capital paid in cash	18,181	26,085	179,373	197,676	230,356
- Based on issued capital including bonus shares	0.207	0.297	2.042261	2.250654	2.622735
Net dividend ratio					
- Based on capital paid in cash	1,818.09%	2,608.56%	17,937.30%	19,767.62%	23,035.64%
- Based on issued capital including bonus shares	20.70%	29.70%	204.2261%	225.0654%	262.27351

* Consolidated amounts.

** Expressed in purchasing power at the reporting date.

Other Information on Our Activities

- The Company and the Directors have not engaged in any practices in violation of the legislation, and no administrative or judicial sanctions have been imposed on the Company or the Directors.
- No extraordinary general meeting of shareholders was held during the period.
- During the period, there were no legislative amendments that could have a significant impact on the Company's activities.
- There are no issues requiring disclosure that may affect the rights of shareholders, creditors, and other related persons and organizations after the end of the activity year until the date of this report.
- The share buyback transactions started with the decision of the Board of Directors dated 20.03.2025 and were completed on 30.05.2025. As part of the buyback program, TL 1,231,345,841.35 was used to acquire 13,050,000 nominal shares, representing 3% of the Company's capital. The acquisition was financed with Company funds. Purchases were made at a maximum unit price of TL 101.70 and an average unit price of TL 94.36 per share. Following these transactions, the total nominal amount of the Company's shares reached TL 23,000,000 and the ratio of these shares to the share capital is 5.287%.
- No capital market instruments were issued during the period.
- There is no conflict of interest between the Company and the organizations that offer services like investment consulting and credit rating.
- The targets set in the previous periods have been achieved and the decisions made at the General Meeting of Shareholders have been implemented.
- During the accounting period, 2 internal audits and 2 independent audits were conducted, and no issues were identified. No public and private audits were conducted.
- The total amount of investments made in 2025 is TL 22,710,266,029.
- Our company is a controlling company as defined in Article 195/1 of the Turkish Commercial Code. No legal action has been initiated by any subsidiary for the benefit of our Company or its subsidiaries under the direction of our Company. Accordingly, no measures were taken or avoided by any subsidiary for the benefit of our Company or its subsidiaries in the previous fiscal year. All transactions conducted between our Company and its subsidiaries adhere strictly to prevailing market conditions and applicable legal regulations. Consequently, there are no transactions necessitating equalization in accordance with Article 199 of the Turkish Commercial Code.

POWERS AND LIMITATIONS OF THE BOARD OF DIRECTORS

The Chair and members of the Board of Directors represent the Company under the applicable articles of the Turkish Commercial Code and the Company's Articles of Association.

FINANCIAL RIGHTS PROVIDED TO THE BOARD MEMBERS AND TOP EXECUTIVES

Except for the independent directors, no financial benefits such as attendance fees or dividends were granted to other directors. In 2025, the total gross amount of salaries and similar benefits provided to the Independent Directors and officers amounted to TL 765,088,415. No allowances, travel, accommodation, representation expenses, in-kind or cash benefits, insurance, or similar guarantees were provided to the Directors.

SHARE OF CONSOLIDATED ENTITIES IN THE PARENT COMPANY'S CAPITAL

Among the consolidated companies, Alarko Gayrimenkul Yatırım Ortaklığı A.Ş. holds the parent company's shares in the amount of TL 1,183,962, Alsım Alarko Sanayi Tesisleri ve Ticaret A.Ş. TL 348,778, and Aldem Alarko Konut İnşaat ve Ticaret A.Ş. TL 3,143. These shares represent 0.35% of the Parent Company's nominal capital.

Other Information on Our Activities

AMENDMENTS TO THE ARTICLES OF ASSOCIATION MADE DURING THE PERIOD

a) Alarko Holding A.Ş. Board of Directors decided as follows on 25.09.2024;

1. The text of the amendment to the Articles of Association, adopted under the decision of the Board of Directors of our Company dated 14.03.2024 and numbered 929, will be revised,
2. Since the five-year registered capital ceiling authorized by the Capital Markets Board expired in 2024, an extension will be sought, increasing our company's registered capital ceiling from TL 500,000,000.00 to TL 2,000,000,000.00. Accordingly, authorization will be obtained once again from the Capital Markets Board in compliance with the "Registered Capital System Communiqué" (II-18.1).
3. In accordance with the Capital Markets Board regulations on the registered capital system, Article 8 of the Company's Articles of Association will be amended as outlined in the Amendment Text. Following the necessary approvals, the revised registered capital ceiling will be submitted for approval at the next General Meeting of Shareholders,
4. In accordance with the Amendment Text attached to this Board of Directors' decision, Articles 7, 8, 9, 17, 18, 24, 26, 27, 28, and 30 of the Articles of Association will be amended,
 - Articles 10, 11, 12, 13, 14, 15, 16, 19, 20, 21, 22, 23, 25, 29 which were previously repealed, will be amended,
 - Articles 32, 33, 34, 35, 36, 37, 38, 39, 40, 41, 42, 43, 44, 48, 49, 50, 51., 52, 53, 54, 55, 56, 57, 58, 59, 60, 61, 62, 63, 64, 66, and 67 as well as previously repealed Articles 31, 45, 46, 47, and 65 will be removed from the Articles of Association,
5. Necessary permissions will be obtained from the Capital Markets Board for the amendment of the Articles of Association,
6. Following the resolution to apply to the Ministry of Trade upon receiving the authorization of the Capital Markets Board, and to submit the amendment of the Articles of Association for the approval of the next General Meeting of Shareholders, an application was filed with the Capital Markets Board on 25.09.2024. Our application was approved by the Capital Markets Board with the letter dated 29.11.2024 and numbered E-29833736-110.03-63592, and the amendment to the Articles of Association, together with the annexed text, was authorized by the Ministry of Trade, General Directorate of Domestic Trade, with the letter dated 23.12.2024 and numbered E-50035491-431.02-00104290944. The adoption of the amended Articles of Association in its new form was approved by a majority vote at the General Assembly held on 14.04.2025.

b) Alarko Holding A.Ş. Board of Directors decided on 27.06.2025;

to reduce the Company's issued capital from TL 435,000,000 to TL 417,000,000 by redeeming 1,800,000,000 shares with a nominal value of TL 18,000,000 out of a total of 2,300,000,000 shares with a nominal value of TL 23,000,000 repurchased by the Company under share buyback programs in accordance with the Capital Markets Board's Communiqué on Repurchased Shares (II-22.1), through a capital reduction procedure not requiring any cash outflow pursuant to Article 19, paragraph 9 of the said Communiqué; to amend Article 8 ("Share Capital") of the Company's Articles of Association accordingly; and to apply to the Capital Markets Board for its approval of the amendment. The application was submitted to the Capital Markets Board on 8 July 2025.

Our application was approved by the Capital Markets Board Presidency with the letter dated 26.11.2025 and numbered E-29833736-110.01-81797, and the amendment to our Articles of Association was authorized by the Ministry of Trade, General Directorate of Domestic Trade, with the letter dated 20.01.2026 and numbered E-50035491-431.02- 00117971197.

The amendment text will be submitted to approval at the Ordinary General Meeting of Shareholders for 2025.

CAPITAL AND SHAREHOLDING STRUCTURE

Shareholders	Share Amount (TL)	Number of Shares and Votes	Ratio (%)
İzzet Garih	76,921,245.42	7,692,124,542	17.68
Leyla Alaton	64,251,560.42	6,425,156,042	14.77
Vedat Aksel Alaton	62,076,560.51	6,207,656,051	14.27
Dalia Garih	56,728,008.65	5,672,800,865	13.04
Alhan Holding A.Ş.	8,699,999.81	869,999,981	2.00
Destek Foundation	3,195,807.87	319,580,787	0.74
Other Shareholders	163,126,817.32	16,312,681,732	37.50
Total	435,000,000.00	43,500,000,000	100.00

In the 2025 fiscal year, there were no changes in the Company's capital or shareholding structure. The Company's capital does not include any privileged shares.

RELATED PARTY TRANSACTIONS

Information on the Company's transactions with its related parties is provided in detail in Note 35 to the financial statements.

SUBSTANTIAL ASSET PURCHASES OR SALES

Information on the Company's substantial purchases or sales of assets is provided in detail in Notes 3, 17, and 18 to the financial statements.

DIVIDEND DISTRIBUTION POLICY

Our Company distributes dividends in accordance with the Turkish Commercial Code, Capital Market Law, Tax Law, and other applicable laws, as well as the Article on Dividend Distribution in our Articles of Association.

The dividend policy and the Board's annual dividend proposal, including the matters set out in the CMB Corporate Governance Principles, are included in the annual report.

In accordance with the dividend distribution policy, the Board of Directors makes an annual decision on its proposal for dividend distribution and presents it to the General Meeting of Shareholders for approval.

If the dividend distribution proposal of the Board of Directors is approved by the General Meeting of Shareholders, dividend distribution has to start in one month at the latest.

Our Company has established its dividend distribution policy in compliance with the Capital Markets Legislation and our Articles of Association while taking into account the Company's operational performance, investment policy, cash requirements, financial status, and market developments. The Board of Directors reviews this policy annually in light of any adverse developments in national and global economic conditions, the projects on the agenda, and the state of the Company's financial resources.

Other Information on Our Activities

In principle, the Company aims to distribute at least 25% of its distributable profit each year to its shareholders as dividends in cash or as bonus shares by adding to the capital.

Dividends are distributed equally to all existing shares as of the relevant accounting period in accordance with the dividend distribution policy, and no privileges are applied.

The Board of Directors may pay advance dividends, subject to the approval of the General Meeting of Shareholders and in compliance with Capital Markets Legislation.

In 2025, our Company distributed a total gross dividend of TL 1,131,000,000.

INTERNAL AUDIT AND RISK MANAGEMENT SYSTEMS IN CONNECTION WITH THE PREPARATION OF CONSOLIDATED FINANCIAL STATEMENTS

Internal control activities are conducted in a timely manner and in accordance with procedures, both for preparing the individual financial statements that form the basis for consolidation and for mitigating risks that may arise during the consolidation process. These activities include preventive, detective, manual, or automated controls. This process is continuously monitored and audited by both management and the internal audit unit. Additionally, the consolidation process and consolidated financial statements are audited by an independent audit firm.

RISK MANAGEMENT AND INTERNAL CONTROL MECHANISM

The Board of Directors has established a risk management and internal control mechanism. Managerial risks are periodically reviewed by the Audit Advisory and Approval Board and the Committee for Early Identification of Risks, which are composed of members of the Holding's Board of Directors. The Board decided to establish, enhance and update the internal control mechanism throughout the Group. In accordance with this decision, the Audit Group of the Holding has been assigned the responsibility of overseeing the establishment of the internal control mechanism and monitoring its functionality. The Audit Group periodically audits the internal control mechanism as per the approved annual audit plans and reports its findings and recommendations to senior management.

The Audit Committee reviews these matters and makes recommendations to the Audit Advisory and Approval Board. The Audit Advisory and Approval Board, Committee for Early Identification of Risks, and the Audit Committee identify the necessary measures and provide instructions to the Company managers through the Holding CEO.

A Committee for Early Identification of Risks comprising three members was established to advise the Board of Directors on the early identification of potential risks facing the Company and the implementation of an effective risk management system, with its working principles approved by the Board of Directors. The Committee for Early Identification of Risks convened once in 2025, and six reports prepared by the committee were submitted to the Board of Directors.

RISK MANAGEMENT POLICY, PRACTICES AND EVALUATION

To control potential risks and ensure sustainable growth, it is crucial that our company implements an effective risk management strategy.

The objective is to minimize risks arising from fluctuations in the prices of raw materials used by the companies operating under the Holding, including coal and steel prices, as well as fluctuations in interest rates, cash flows, foreign exchange rates, and counterparty risks, while providing a reasonable degree of assurance against potential shocks.

Key risk parameters that are monitored include the following:

- Market Risk: Volatility in prices of key inputs
- Credit Risk: Maintaining the loan-to-equity ratio
- Currency Risk: Exchange rate volatility in principal and interest rates
- Liquidity risk: Keeping the current ratio within acceptable limits

The entire risk hedging policy is available for the information of all stakeholders on the corporate website at <https://www.alarko.com.tr/en/investor-relations/corporate-governance/policies/hedging-policy/>

The Board of Directors monitors Hedging Transactions and the periodical work of the Committee for Early Identification of Risks.

BOARD OF DIRECTORS

Composition of the Board of Directors

		Starting Date	End Date
İzzet Garih	Chair	14.04.2025	14.04.2026
Vedat Aksel Alaton	Deputy Chair	14.04.2025	14.04.2026
Ümit N. Yıldız	Director, Group CEO	14.04.2025	14.04.2026
Leyla Alaton	Director	14.04.2025	14.04.2026
Niv Garih	Director	14.04.2025	14.04.2026
Ayhan Yavrucu	Director	14.04.2025	14.04.2026
Lale Ergin	Independent Director	14.04.2025	14.04.2026
Nihak Mashaki Seçkin	Independent Director	14.04.2025	14.04.2026
İzzet Cemal Kışmır	Independent Director	14.04.2025	14.04.2026

There are 3 independent members on the Board of Directors. Directors are not restricted or bound by specific rules regarding performing other duties outside the Company. Except for Mr. Ümit N. Yıldız, the Group's CEO, the other Directors have no executive duties in the management of the Company.

The Corporate Governance Committee nominated three candidates for independent membership, assessed their compliance with the independence criteria, and submitted the evaluation results to the Board of Directors for approval on 17 January 2025.

The independence statements of the Independent Directors have been obtained, and as of the relevant reporting period, there have been no situations that would impair their independence.

Other Information on Our Activities

Independence statements are given below.

Independence Statement

I kindly would like to inform the board of directors, shareholders, and all relevant parties; that I hereby accept and declare that I bear all of the independence criteria stated under Articles 4.3.6 and 4.37 of the Corporate Governance Principles which is the attachment of "Communique on Corporate Governance" No. II-17.1 published by Capital Markets Board, and I am independent in accordance with the relevant legislation and articles of association, and if there will be any change in the matters affecting my independence, I will immediately notify the Board of Directors of Alarko Holding A.Ş. Within this scope; I hereby declare;

- a) Neither I, nor my spouse, nor my relatives by blood or marriage up to the second degree have held any employment at an administrative level involving significant duties and responsibilities within the past five years with the Company, its subsidiaries, or entities under its management control or significant influence, additionally, within the same period, neither I nor the aforementioned parties have owned more than 5% of the capital, voting rights, or privileged shares—either individually or jointly—nor have we established any significant commercial relationship with the Company or its controlling shareholders, or with any legal entities in which these shareholders hold management control.
- b) Not to have been a shareholder (5% and more), an employee at an administrative level to take upon significant duty and responsibilities or member of the board of directors within the last five years in companies that the Company purchases or sells goods or service at a significant level within the framework of the contracts executed, especially on audit (including tax audit, statutory audit, internal audit), rating and consulting of the Company, at the period when the Company purchases or sells services or goods.
- c) I have the professional education, knowledge, and experience required to duly fulfill the duties assigned for being an independent board member,
- d) I am not a full-time employee at public authorities and institutions after being elected, except being an academic member at the university provided that complies with the applicable legislation,
- e) I am considered as residing in Türkiye in accordance with the Income Tax Law (I.T.L) dated 31 December 1960 and numbered 193,
- f) I am capable of making a positive contribution to the operations of the Company, maintaining objectivity in conflicts of interest between the Company and its shareholders, and upholding strong ethical standards, professional reputation, and experience that enable me to make independent decisions while considering the rights of the shareholders.
- g) I am able to allocate time for the Company's business in order to follow up the activities of the Company and duly fulfill the allocated duties,
- h) I have not served as a member of the board of directors of the Company for more than a term of six years in the last ten years,
- i) I have not been an independent board member in more than three of the companies that are controlled by the Company or its controlling shareholders and in more than five companies listed on the stock exchange,
- j) I have not been registered and announced as a representative of a legal entity board member of the Company.

Name and Surname: LALE ERGİN

Date: 17.01.2025

Independence Statement

I kindly would like to inform the board of directors, shareholders, and all relevant parties; that I hereby accept and declare that I bear all of the independence criteria stated under Articles 4.3.6 and 4.37 of the Corporate Governance Principles which is the attachment of "Communique on Corporate Governance" No. II-17.1 published by Capital Markets Board, and I am independent in accordance with the relevant legislation and articles of association, and if there will be any change in the matters affecting my independence, I will immediately notify the Board of Directors of Alarko Holding A.Ş. Within this scope; I hereby declare;

- a) Neither I, nor my spouse, nor my relatives by blood or marriage up to the second degree have held any employment at an administrative level involving significant duties and responsibilities within the past five years with the Company, its subsidiaries, or entities under its management control or significant influence, additionally, within the same period, neither I nor the aforementioned parties have owned more than 5% of the capital, voting rights, or privileged shares—either individually or jointly—nor have we established any significant commercial relationship with the Company or its controlling shareholders, or with any legal entities in which these shareholders hold management control.
- b) Not to have been a shareholder (5% and more), an employee at an administrative level to take upon significant duty and responsibilities or member of the board of directors within the last five years in companies that the Company purchases or sells goods or service at a significant level within the framework of the contracts executed, especially on audit (including tax audit, statutory audit, internal audit), rating and consulting of the Company, at the period when the Company purchases or sells services or goods.
- c) I have the professional education, knowledge, and experience required to duly fulfill the duties assigned for being an independent board member,
- d) I am not a full-time employee at public authorities and institutions after being elected, except being an academic member at the university provided that complies with the applicable legislation,
- e) I am considered as residing in Türkiye in accordance with the Income Tax Law (I.T.L) dated 31 December 1960 and numbered 193,
- f) I am capable of making a positive contribution to the operations of the Company, maintaining objectivity in conflicts of interest between the Company and its shareholders, and upholding strong ethical standards, professional reputation, and experience that enable me to make independent decisions while considering the rights of the shareholders.
- g) I am able to allocate time for the Company's business in order to follow up the activities of the Company and duly fulfill the allocated duties,
- h) I have not served as a member of the board of directors of the Company for more than a term of six years in the last ten years,
- i) I have not been an independent board member in more than three of the companies that are controlled by the Company or its controlling shareholders and in more than five companies listed on the stock exchange,
- j) I have not been registered and announced as a representative of a legal entity board member of the Company.

Name and Surname: İZZET CEMAL KİŞMİR

Date: 17.01.2025

Other Information on Our Activities

Independence Statement

I kindly would like to inform the board of directors, shareholders, and all relevant parties; that I hereby accept and declare that I bear all of the independence criteria stated under Articles 4.3.6 and 4.37 of the Corporate Governance Principles which is the attachment of "Communiqué on Corporate Governance" No. II-17.1 published by Capital Markets Board, and I am independent in accordance with the relevant legislation and articles of association, and if there will be any change in the matters affecting my independence, I will immediately notify the Board of Directors of Alarko Holding A.Ş. Within this scope; I hereby declare;

- Neither I, nor my spouse, nor my relatives by blood or marriage up to the second degree have held any employment at an administrative level involving significant duties and responsibilities within the past five years with the Company, its subsidiaries, or entities under its management control or significant influence, additionally, within the same period, neither I nor the aforementioned parties have owned more than 5% of the capital, voting rights, or privileged shares—either individually or jointly—nor have we established any significant commercial relationship with the Company or its controlling shareholders, or with any legal entities in which these shareholders hold management control.
- Not to have been a shareholder (5% and more), an employee at an administrative level to take upon significant duty and responsibilities or member of the board of directors within the last five years in companies that the Company purchases or sells goods or service at a significant level within the framework of the contracts executed, especially on audit (including tax audit, statutory audit, internal audit), rating and consulting of the Company, at the period when the Company purchases or sells services or goods.
- I have the professional education, knowledge, and experience required to duly fulfill the duties assigned for being an independent board member,
- I am not a full-time employee at public authorities and institutions after being elected, except being an academic member at the university provided that complies with the applicable legislation,
- I am considered as residing in Türkiye in accordance with the Income Tax Law (I.T.L) dated 31 December 1960 and numbered 193,
- I am capable of making a positive contribution to the operations of the Company, maintaining objectivity in conflicts of interest between the Company and its shareholders, and upholding strong ethical standards, professional reputation, and experience that enable me to make independent decisions while considering the rights of the shareholders.
- I am able to allocate time for the Company's business in order to follow up the activities of the Company and duly fulfill the allocated duties,
- I have not served as a member of the board of directors of the Company for more than a term of six years in the last ten years,
- I have not been an independent board member in more than three of the companies that are controlled by the Company or its controlling shareholders and in more than five companies listed on the stock exchange,
- I have not been registered and announced as a representative of a legal entity board member of the Company.

Name and Surname: NİHAL MASHAKI SEÇKİN

Date: 17.01.2025

The resumes of the Directors, their terms of office, and their duties outside the Company have been disclosed in the previous sections of the Annual Report, and they are also available on the Company's website. In order to avoid duplication, this information is not included again here.

Working Principles of the Board of Directors

The Board of Directors convenes quarterly, within thirty (30) days following the close of each quarter, and whenever the Company's business requires. The Chair of the Board, in consultation with the other members and the CEO, determines the agenda of the Board meetings and sends it to all members three days before the meeting. Directors take care to attend every meeting and express their opinions. The Board of Directors meetings may be attended using any technological method that enables remote access.

The opinions of a director who cannot attend the meeting but submits them in writing to the Board of Directors are shared with the other directors. Each Director has one vote. The relevant member of the Board of Directors does not vote in Board meetings concerning related party transactions. The meeting and decision quorum of the Board of Directors is stipulated in the Articles of Association.

The Board of Directors held 39 meetings during the reporting period. One member had an excuse for absence at 3 of the meetings and all other members were present.

Board decisions were taken unanimously. Therefore, there is no dissenting opinion recorded.

Directors do not have weighted voting rights or negative veto rights.

In 2025, there were no related party transactions or significant transactions requiring the approval of the Independent Directors.

The Company does not have insurance coverage for any damages resulting from the faults of Board members in the execution of their duties.

EVALUATION OF THE WORKING PRINCIPLES AND EFFECTIVENESS OF THE BOARD COMMITTEES

New committees were established, and their working principles were determined by the Board of Directors of our Company in accordance with the Capital Markets Board's Corporate Governance Communiqué II-17.1 and the provisions of the Turkish Commercial Code.

All committees are composed of non-executive directors.

Accordingly,

- To enhance corporate governance practices, a Corporate Governance Committee comprising four members was established. Independent Director Nihal Mashaki SEÇKİN was appointed as the Chair of the Committee, while Director İzzet GARIH, Director Vedat Aksel ALATON, and Investor Relations Department Manager Özgür KALYONCU were elected as Committee Members. The Corporate Governance Committee held three meetings in 2025 with full membership and provided a report to the Board of Directors on its activities.

Other Information on Our Activities

The Corporate Governance Committee

- Reviewed the working principles of the Committee.
- Oversaw the work of the Investor Relations unit.
- Reviewed the Company's performance assessment system.
- Reviewed the working principles of the Board of Directors and presented its recommendations to the Board of Directors.
- Evaluated the implementation of corporate governance principles. During the evaluation, information was received regarding the Corporate Governance Principles Compliance Report prepared in accordance with the Capital Markets Board's Corporate Governance Communiqué No. II-17.1.
- A Committee for Early Identification of Risks comprising three members was established to advise the Board of Directors on the early identification of potential risks facing the Company and the implementation of an effective risk management system, and Independent Director Lale ERGİN was elected as the Chair of the Committee, and Director İzzet GARIH and Director Vedat Aksel ALATON were elected as Committee Members. The Committee for Early Identification of Risks convened once in 2025 with all members present, and six reports prepared by the committee were submitted to the Board of Directors.
 - The Committee for Early Identification of Risks has focused on the early identification of risks that could threaten the existence, development, and continuity of the Company, the implementation of necessary measures, and the management of risks in compliance with applicable regulations and laws.
- Independent Director İzzet Cemal KİŞMİR was elected as the Chair, and Independent Director Nihal Mashaki SEÇKİN was elected as a Member of the Audit Committee within the Board of Directors. The Audit Committee met four times with full membership, prepared 6 reports in 2025 and submitted them to the Board of Directors.

Audit Committee;

- Supervised the functioning and effectiveness of the internal control system by evaluating reports issued by Company management, the independent audit firm, and internal auditors.
- Submitted its independent audit firm proposal to the Board of Directors. This proposal follows the selection of the independent audit firm and approval of the services to be provided by the firm by the Committee.
- Presented the annual and interim financial statements to be disclosed to the public to the Board of Directors for approval, along with the opinions of the Company's officers and independent auditors regarding the accuracy and fairness of the financial statements and the accounting principles followed by the Company.
- Reviewed the activities of the independent audit firm.

The Nomination Committee and the Remuneration Committee were not formed among the members of the Board of Directors, and the Corporate Governance Committee carried out the responsibilities of both the Nomination and Remuneration Committees in accordance with the provisions of the Capital Markets Board's Corporate Governance Communiqué.

The duties, working principles, and information on the members of the Committees are disclosed to the public on the Public Disclosure Platform (KAP) and are also made available to investors on the corporate website. The decisions made as a result of the independent work carried out by the Committees are submitted to the Board of Directors as recommendations, with the final decision being made by the Board of Directors.

Due to the structure of the Board of Directors, there are 3 Independent Directors. Since the chairpersons of the committees and the entire Audit Committee must consist of independent members, some independent members serve on multiple committees.

INVESTOR RELATIONS DEPARTMENT

Shareholder relations activities are managed by the Investor Relations Directorate, which is directly overseen by Alpaslan Serpen, the Group Head of Strategy and Business Development.

Özgür KALYONCU assumed the role of Investor Relations Director on 12.06.2019 and was appointed as a member of the Corporate Governance Committee in accordance with the Corporate Governance Communiqué No. II-17.1 issued by the Capital Markets Board. This development was publicly disclosed through the Material Event Disclosure dated the same day. Özgür KALYONCU holds both the Capital Market Activities Advanced Level and Corporate Governance Rating Specialist Licenses.

The Investor Relations Department actively works to protect and facilitate the exercise of shareholders' rights, including the right to obtain and review information. Periodically updated informational materials and presentations are made available to all stakeholders.

The Investor Relations Department regularly reports to the Board of Directors and makes presentations on its activities. The Investor Relations Department made two presentations together with the Corporate Governance Committee.

Contact Information

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ozgur.kalyoncu@alarko.com.tr

DUTIES OF THE DIRECTORS OUTSIDE THE COMPANY

Name and Surname	Positions Assumed Outside the Group
İzzet Garih	Board Member in Alarko Group Companies
Vedat Aksel Alaton	-
Ümit N. Yıldız	Board Member in Alarko Group Companies
Leyla Alaton	Board Member at Alvimedica Board Member and Attaş Alarko Turistik Tesisler A.Ş.
Niv Garih	Chair at Alarko Carrier Sanayi ve Tic. A.Ş.
Ayhan Yavrucu	-
Lale Ergin	Board Member at Turcas Petrol, Mondi Corrugated Türkiye, and Logo Software
Nihal Mashaki Seçkin	Board Member at Türkiye Corporate Governance Association
İzzet Cemal Kişmir	Board Member at Insurance Association of Turkey; Board Member at Pension Monitoring Center; CEO and Board Member at BNP Paribas Cardif Turkey Insurance Group and TEB Asset Management.

Other Information on Our Activities

HUMAN RESOURCES POLICY

The human resources policy prepared by our Company is disclosed in Our Policy Leaflet published every year, and is announced to the employees during annual meetings.

Our Fundamental PEOPLE and ORGANIZATION Policy is;

“To make the most efficient use of our human resources who share our corporate culture and who have a high level of engagement and competence, and provide guidance to them in line with our company’s visionary and strategic objectives, continuously improve individual and corporate performance making use of HR processes and systems meeting global standards, and reveal our potential with our experience.”

Our Human Resources Values:

Respect for Human: We consider every human as an asset, and believe that the principle of “Respect for Human” is at the core of all our values.

We know that organizations which have “Respect for Human” at the core of their business will always succeed.

Happiness of People: We believe that “Happiness of People” lies at the core of success, and that organizations can manage every process when their people are happy.

A Passion for Success: Drawing inspiration and strength from our roots and history, we pursue our targets every day, driven by our passion for success.

Change: We believe that change is a continuous journey rather than a phenomenon, and we are motivated by our mission to improve our business, competency, ourselves and teams every day throughout this journey.

Management Guided by Ethical Principles: We are aware of the importance of having a fair, transparent and accountable human and organization management. We believe that the “Management Guided by Ethical Principles” approach is of vital importance for all our processes, and conduct our processes in line with the local and international laws and values.

Personnel recruitment criteria are established in writing and adhered to. In the recruitment process, physiological, psychological, and intellectual characteristics required by the position are taken into account. A written test is always administered to measure and evaluate these traits. Following the initial assessment by the human resources department, the manager of the department responsible for hiring also conducts an interview.

Equal treatment is provided to all employees in terms of education and promotion. Training plans and policies are developed to enhance employees’ knowledge, skills, and experiences. Regular training is provided to all employees every year.

A job description is provided for all employees. Performance and reward criteria are established annually, and after reaching consensus with employees, they are implemented. The existing performance evaluation system is used for necessary measurement and evaluation, which is taken into account during compensation and career planning. Moreover, a “Gold Badge” is awarded annually to a certain number of employees for their high performance, and prizes are given to winners of the “Innovation Award” competition. This encourages high-performing employees and boosts motivation.

A safe working environment is provided for employees, and continuous improvement of this environment is ensured.

RULES OF ETHIC AND SOCIAL ACCOUNTABILITY

The rules of ethic which are also set forth in the Philosophy of Alarko Group of Companies approved by the Board of Directors and Audit Advisory and Approval Board (AAAB) and adopted by all Employees and Management of Alarko Holding A.Ş. are outlined below in summary form. These rules of ethic comply with Alarko’s policies, objectives, targets and core principles and form an integral part of these policies, objectives, targets, and core principles.

- Acting honestly in all business activities towards the Government, Clients, Stakeholders, Personnel, Partners, and Sub- and By-Industries.
- Protecting the environment and maintaining the inter-company social balance in all its activities.
- Orienting the customers without forcing and giving priority to their needs.
- Maintaining high quality at all times, trying to supply the best at the lowest price even when the customers are satisfied and contented with what is already given.
- Achieving the profits deserved by the shareholders under the current conditions.
- Give priority to teamwork as a corporation performing systematically on the basis of pre-defined procedures, share profit, loss, success and failure.

We design, develop and formulate our policies based on this philosophy. This philosophy statement is framed and posted prominently in all premises and offices owned or occupied by the Alarko Group of Companies. Furthermore, all employees are informed about these rules through the Policy Meeting, which is held regularly on an annual basis, and Our Policy Manual which is published regularly on an annual basis. In addition to all the foregoing, both our existing and newly recruited employees are provided with detailed information about this philosophy through regular training.

This philosophy statement containing the rules of ethic is also posted both on the intercompany intranet and on the Company’s website at www.alarko.com.tr. All employees of Alarko Holding are obliged to strictly adhere to and comply with these rules. Compliance with rules of ethics by employees is followed-up and monitored by immediate superiors in the hierarchical structure. All employees of Alarko Holding are responsible for immediately notifying the management of any act or behavior contrary to the rules of ethics.

Any contrary act or behavior noticed, notified or suspected by the Board of Auditors, the President of the Executive Board or other managers are reviewed by the Board of Directors or instructed to be reviewed by the Auditing Committee to ensure compliance therewith. Appropriate disciplinary actions are imposed against employees found to violate any of these rules.

Alarko Holding A.Ş. has always been highly sensitive and proactive towards its social responsibilities and always acts in compliance with regulations and ethical rules regarding public health and safety, and protection of consumers and environment.

Both Alarko Holding A.Ş. and its affiliates, subsidiaries and other group of companies and their respective employees, expert teams and related industries have adopted and committed to implement the following rules in all of their activities and business operations for the purpose of protecting the environment and nature.

- To become thoroughly familiar with all applicable laws, regulations, policies, procedures, requirements and standards regarding the protection of the environment and to fulfill and comply with all criteria, requirements and provisions introduced by these laws, regulations, policies, procedures, requirements and standards,
- To take all measures necessary to protect pollution of air, water, soil and noise in all activities and business operations,
- To protect animal and plant life and to ensure recycling of waste,
- To make cooperation with governmental organizations, institutions, public agencies, private sector companies, and organizations and all other non-governmental organizations for the purpose of developing policies and systems aimed at protection of the environment,
- To continue to carry out research and development activities aimed at developing environment friendly production systems and products,
- To optimize the consumption of natural resources and energy,
- To carry out continuous training activities in order to make a valuable contribution to raise awareness for the protection of the environment and nature, to increase awareness of our employees on environmental issues, and to employ state-of-the-art technology to achieve these goals.

No litigation or warnings regarding environmental damages have been filed against our Company, either in the current year or in the past.

Other Information on Our Activities

FINANCIAL INDICATORS

Financial indicators according to the audited financial statements as of 31 December 2025 are as follows.

Financial Indicators	31.12.2025	31.12.2024
Current Ratio	0.82	1.02
Liquidity Ratio	0.55	0.81
Cash Ratio	0.29	0.46
Debt-to-Total Assets Ratio	0.36	0.31
Total Assets (TL)	125,613,520,786	122,954,401,103

An analysis of the basic ratios for the 2025 operating period reveals that our Company's net working capital is adequate, enabling it to meet all of its short-term liabilities with cash or economic assets that can be quickly converted into cash. The Company's shareholders' equity is TL 80,404,830,189, which is sufficient to cover its debts. The Company's financial structure is sufficient for the continuation of its activities, and no further measures are required in this regard.

RESEARCH AND DEVELOPMENT ACTIVITIES

In the production facilities of our Industry and Trade Group, Carrier continues to implement the Carrier Excellence Program, which is applied across all Carrier-affiliated companies. To continuously improve our products, joint studies are conducted with universities and TÜBİTAK in our Test and R&D facilities. Moreover, we improve our products significantly by transferring technology from Carrier.

Our R&D Center application, made to benefit from the incentives and exemptions provided under Law No. 5746 on Supporting Research and Development Activities, published in the Official Gazette on 12 March 2008, was reviewed by the Evaluation and Audit Commission established under Article 14 of the 'Implementation and Audit Regulation on Supporting Research and Development Activities,' published in the Official Gazette on 31 July 2008, and numbered 26953. The commission approved the granting of the R&D Center Certificate to our Company in its meeting on 27 April 2012.

SOCIAL AND INDUSTRIAL ACTIVITIES

Employment

In 2025, a total of 5,983 people were employed across Alarko Holding A.Ş.'s companies and entities, including 1,900 white-collar workers, who are primarily engineers and architects, and 4,083 technicians and workers.

In addition, an average of 1,043 employees were engaged as subcontractors and external workshop personnel. As of 31 December 2025, the consolidated severance pay liability of Alarko Holding Inc. amounts to TL 145,047,828.

A job description is provided for all employees. Performance and reward criteria are set annually and implemented following agreement with employees. The performance assessment system is used to conduct the necessary measurements and assessments, which are then considered in remuneration and career planning.

Training

In 2025, a total of 239,571 person-hours of training was delivered to our employees, with an average of 46 training hours per employee. In line with the training needs of our employees, technical, financial, administrative, and computer training seminars were organized within the Company, and our personnel also participated in seminars hosted by renowned external training institutions.

Additionally, on-the-job training in areas such as welding, assembly, manufacturing processes, construction, ISO 9000 standards, and Occupational Safety were provided at our plants. The training activities for the dealers and service providers of Alarko Carrier Sanayi ve Ticaret A.Ş. also continued throughout this year.

All employees are treated equally regarding training and promotion opportunities. Training plans and policies are developed to enhance employees' knowledge, skills, and competencies. Employees are regularly trained every year.

Employee -Employer Relations and Rights Granted

Considering the economic balances of our country, efforts have been made to establish a realistic balance between employers and employees and to bring solutions that do not oppress workers under economic conditions, within the means available.

The collective bargaining agreement covering the period from 1 September 2025, to 31 August 2027, between the Türkiye Metal Industrialists' Union (MESS), of which our group company Alarko Carrier Industry and Trade Inc. is a member, and the Turkish Metal Union, was signed on 21 January 2026.

Alarko Education - Culture Foundation

Established in 1986, the Alarko Education and Culture Foundation provided scholarships for the academic year 2025-2026 to a total of 40 students studying in the final year of various engineering, construction, economics, finance, and business departments at different universities. Additionally, scholarships were granted to 25 students from technical and vocational high schools and 65 children of our members who demonstrated academic success and financial need. Thus far, the Foundation has provided scholarships to approximately 2,100 higher education students and around 1,550 secondary education students, totaling 3,650 scholarships, all of which are provided without any obligation for repayment.

Furthermore, our Foundation continued its support this year for social responsibility projects in the fields of arts and culture and women's entrepreneurship. It also maintained its collaborations with leading associations and foundations in these areas.

Other Information on Our Activities

MATERIAL EVENTS AFTER THE CLOSING OF THE ACCOUNTING PERIOD

a) An application was filed with the Capital Markets Board (“CMB”) on 26 January 2026 for receiving authorization to increase the registered capital ceiling of our subsidiary Alarko Gayrimenkul Yatırım Ort. A.Ş. from TL 500,000,000 to TL 10,000,000,000 and the amendment of Article 6 of the Company’s Articles of Association, in compliance with the CMB Communiqué No. II-18.1 on the Registered Capital System.

b) It was previously disclosed to the public that our subsidiary, Alarko Gayrimenkul Yatırım Ort. A.Ş., with a registered capital ceiling of TL 500,000,000 and an issued capital of TL 289,800,000, filed an application with the Capital Markets Board on 29 August 2025 to increase its issued capital to TL 2,028,600,000 through a capital increase of TL 1,738,800,000, represented by 173,880,000,000 bearer shares of Class C, each with a nominal value of 1 Kr., and to amend Articles 6 and 7 of its Articles of Association accordingly, and that such application was approved as announced in the CMB Bulletin dated 23 December 2025 and numbered 2025/65. The bonus capitalization issue was registered with the Istanbul Trade Registry Office on 13 January 2026. The commencement date for the exercise of bonus share rights is 15 January 2026.

c) It was disclosed to the public on 19 December 2025 that our subsidiary Alarko Enerji A.Ş. (“Alarko Enerji”) and Cengiz Enerji Sanayii ve Ticaret A.Ş. (“Cengiz Enerji”) had initiated discussions to establish a new structure regarding their jointly controlled entity, Alcen Enerji Dağıtım ve Perakende Satış Hizmetleri A.Ş. (“Alcen”). Under the proposed structure, the Cenal Karabiga Thermal Power Plant, which is under Alcen’s control, is envisaged to be held by Cengiz Enerji. It is further envisaged that all shares of companies operating in electricity distribution (MEDAŞ), electricity sales (MEPAŞ and MESAŞ), and other related fields under Alcen’s control will be held by Alarko Enerji. Accordingly, an agreement was reached, and a memorandum of understanding was executed between Alarko Enerji and Cengiz Enerji as of 7 January 2026. An application for authorization was filed with the Competition Authority pursuant to Communiqué No. 2010/4 on Mergers and Acquisitions Requiring the Approval of the Competition Board to complete the transactions contemplated under the said memorandum of understanding.

d) It was previously disclosed to the public that our Subsidiary Altek Alarko Elektrik Santralleri Tesis İşletme ve Ticaret A.Ş. (“Altek”) had applied for preliminary licenses for storage-integrated wind power plant (WPP) and storage-integrated solar power plant (SPP) projects under the Regulation Amending the Electricity Market Storage Activities Regulation published on 19 November 2022. With respect to these applications, Altek has been notified of the Board decisions issued by the Energy Market Regulatory Authority of the Republic of Türkiye (“EMRA”), stating that the applications were rejected pursuant to Article 16, paragraph 4, subparagraph (a) of the Electricity Market Licensing Regulation, due to the inability of Turkish Electricity Transmission Corporation to provide a favorable grid connection opinion. All legal remedies, including recourse to administrative jurisdiction, will be evaluated with respect to the rejected applications.

STATEMENT OF RESPONSIBILITY FOR FINANCIAL STATEMENTS AND ANNUAL REPORT

THE BOARD OF DIRECTORS’ APPROVAL OF THE FINANCIAL STATEMENTS

DATE OF DECISION: 10.03.2026

DECISION NO: 1001

STATEMENT OF RESPONSIBILITY ISSUED PURSUANT TO ARTICLE 9 IN THE SECOND PART OF THE COMMUNIQUÉ NUMBERED II-14.1 OF THE CAPITAL MARKETS BOARD.

1 – We have examined the consolidated financial statements of the Company for the year ending on 31.12.2025, prepared in accordance with the Capital Markets Board’s Communiqué II-14.1 “Communiqué on Principles of Financial Reporting in Capital Markets.”

2 – To the best of our knowledge and information available to us as part of our duties and responsibilities at the Company, the consolidated financial statements do not contain any misstatements in material matters or any omissions that may be construed as misleading as of the date of the disclosure.

3 – To the best of our knowledge and information available to us as part of our duties and responsibilities at the Company, the financial statements, prepared in accordance with the applicable financial reporting standards give a true and fair view of the assets, liabilities, financial standing, and profit and loss of the Company and the consolidated entities.

Yours sincerely,

İzzet Cemal KİŞMİR
Chair of the
Audit Committee

Nihal MASHAKİ SEÇKİN
Member of the
Audit Committee

Ümit N. YILDIZ
CEO

DECISION OF THE BOARD OF DIRECTORS ON THE APPROVAL OF THE ANNUAL REPORT

DATE OF DECISION: 10.03.2026

DECISION NO: 1002

STATEMENT OF RESPONSIBILITY ISSUED PURSUANT TO ARTICLE 9 IN THE SECOND PART OF THE COMMUNIQUÉ NUMBERED II-14.1 OF THE CAPITAL MARKETS BOARD.

1 – We have reviewed the consolidated annual report for the year 2025, prepared by our company in compliance with the Turkish Commercial Code and the Capital Markets Board’s Communiqué II-14.1, “Principles of Financial Reporting in Capital Markets,” and independently audited by BDO Denet Bağımsız Denetim ve Danışmanlık A.Ş.

2 – To the best of our knowledge and information available to us as part of our duties and responsibilities at the Company, the annual report does not contain any misstatements in material matters or any omissions that may be construed as misleading as of the date of the disclosure.

3 – The annual report fairly presents the development and performance of the business and the financial position of the Company, together with the significant risks and uncertainties it faces.

Yours sincerely,

İzzet Cemal KİŞMİR
Chair of the
Audit Committee

Nihal MASHAKİ SEÇKİN
Member of the
Audit Committee

Ümit N. YILDIZ
CEO

Dividend Distribution Proposal

We propose that the following matters be submitted for the approval of the General Meeting of Shareholders:

- Shareholders be informed that, based on the consolidated financial statements prepared in accordance with Turkish Financial Reporting Standards (TFRS) for the fiscal year 2025, the Company recorded a net loss of TL 1,223,148,311, including non-controlling interests;
- The net loss of TL 1,223,148,311 reflected in the consolidated financial statements prepared in accordance with TFRS for the fiscal year 2025 be offset against prior years' profits, and that an amount of TL 1,328,145,000 (gross) from prior years' profits be distributed to shareholders as a cash dividend;
- According to the statutory records maintained under the Uniform Chart of Accounts published by the Ministry of Treasury and Finance and applicable tax legislation for the fiscal year 2025, a net profit of TL 3,629,409,213.23 has been generated; and that, given that the first-tier statutory legal reserve has reached the statutory ceiling and therefore no first-tier statutory legal reserve is to be set aside, an amount of TL 1,328,145,000 (gross) from the net profit of TL 3,629,409,213.23 be distributed to shareholders as a cash dividend, with the remaining balance to be transferred to extraordinary reserves;
- The required withholding tax be applied to the portion of the dividend subject to withholding tax;
- Dividend distribution commence on 4 May 2026.

Board of Directors

Statement of Compliance with Corporate Governance Principles

Our company has taken due care in the observation of Corporate Governance Principles published by the Capital Markets Board. All of the obligatory principles defined in the Communiqué on Corporate Governance have been observed by our Company. Most of the non-obligatory Corporate Governance Principles have also been complied with, while those that could not be complied with have been explained in the annual report in Corporate Governance Compliance Report (CRF), Corporate Governance Information Form ("CGIF") and other relevant sections. Please find the details on the issue in the following sections. The Corporate Governance Committee continues to perform its activities.

Corporate Governance Compliance Report

	Company Compliance Status					Explanation
Corporate Governance Compliance Report	Yes	Partial	No	Exempted	Not Applicable	
1.1. FACILITATING THE EXERCISE OF SHAREHOLDER RIGHTS						
1.1.2 - Up-to-date information and disclosures which may affect the exercise of shareholder rights are available to investors at the corporate website	X					
1.2. RIGHT TO OBTAIN AND REVIEW INFORMATION						
1.2.1 - Management did not enter into any transaction that would complicate the conduct of special audit.	X					
1.3. GENERAL ASSEMBLY						
1.3.2 - The company ensures the clarity of the General Assembly agenda, and that an item on the agenda does not cover multiple topics.	X					
1.3.7 - Insiders with privileged information have informed the board of directors about transactions conducted on their behalf within the scope of the company's activities in order for these transactions to be presented at the General Shareholders' Meeting					X	There is no action within the scope of this article.

Corporate Governance Compliance Report

Corporate Governance Compliance Report	Company Compliance Status					Explanation
	Yes	Partial	No	Exempted	Not Applicable	
1.3.8 - Members of the board of directors who are concerned with specific agenda items, auditors, and other related persons, as well as the officers who are responsible for the preparation of the financial statements were present at the General Shareholders' Meeting.	X					
1.3.10 - The agenda of the General Shareholders' Meeting included a separate item detailing the amounts and beneficiaries of all donations and contributions.	X					
1.3.11 - The General Shareholders' Meeting was held open to the public, including the stakeholders, without having the right to speak.	X					
1.4. VOTING RIGHTS						
1.4.1 - There is no restriction preventing shareholders from exercising their shareholder rights.	X					
1.4.2 - The company does not have shares that carry privileged voting rights.	X					
1.4.3 - The company withholds from exercising its voting rights at the General Shareholders' Meeting of any company with which it has cross-ownership, in case such cross-ownership provides management control.	X					
1.5. MINORITY RIGHTS						
1.5.1 - The company pays maximum diligence to the exercise of minority rights.	X					
1.5.2 - The Articles of Association extend the use of minority rights to those who own less than one twentieth of the outstanding shares and expand the scope of the minority rights.			X			The articles of association stipulate that minority rights are not less than one-twentieth of the capital.

Corporate Governance Compliance Report	Company Compliance Status					Explanation
	Yes	Partial	No	Exempted	Not Applicable	
1.6. DIVIDEND RIGHT						
1.6.1 - The dividend policy approved by the General Shareholders' Meeting is posted on the company website.	X					
1.6.2 - The dividend distribution policy comprises the minimum information to ensure that the shareholders can have an opinion on the procedure and principles of dividend distributions in the future.	X					
1.6.3 - The reasons for retaining earnings, and their allocations, are stated in the relevant agenda item.					X	Dividend distribution was made.
1.6.4 - The board reviewed whether the dividend policy balances the benefits of the shareholders and those of the company.	X					
1.7. TRANSFER OF SHARES						
1.7.1 - There are no restrictions preventing shares from being transferred.	X					
2.1. CORPORATE WEBSITE						
2.1.1 - The company website includes all elements listed in Corporate Governance Principle 2.1.1	X					
2.1.2 - The shareholding structure (names, privileges, number and ratio of shares, and beneficial owners of more than 5% of the issued share capital) is updated on the website at least every 6 months.	X					
2.1.4 - The company website is prepared in other selected foreign languages, in a way to present exactly the same information with the Turkish content.	X					
2.2. ANNUAL REPORT						
2.2.1 - The board of directors ensures that the annual report represents a true and complete view of the company's activities.	X					
2.2.2 - The annual report includes all elements listed in Corporate Governance Principle 2.2.2.	X					

Corporate Governance Compliance Report

Corporate Governance Compliance Report	Company Compliance Status					Explanation
	Yes	Partial	No	Exempted	Not Applicable	
3.1. CORPORATION'S POLICY ON STAKEHOLDERS						
3.1.1 - The rights of the stakeholders are protected pursuant to the relevant regulations, contracts and within the framework of bona fides principles.	X					
3.1.3 - Policies or procedures addressing stakeholders' rights are published on the company's website.	X					The stakeholder's policy is explained in PDP and presented to the shareholders on the Alarko Holding corporate website.
3.1.4 - A whistleblowing programme is in place for reporting legal and ethical issues.	X					
3.1.5 - The company addresses conflicts of interest among stakeholders in a balanced manner.	X					
3.2. SUPPORTING THE PARTICIPATION OF THE STAKEHOLDERS IN THE CORPORATION'S MANAGEMENT						
3.2.1 - The Articles of Association, or the internal regulations (terms of reference/ manuals), regulate the participation of employees in management.		X				Alarko İstikbal Club stands as an embodiment of employee participation in governance. Regular survey initiatives are employed to solicit and implement employee feedback effectively. Furthermore, initiatives such as Leadership Academy are in place to equip employees with the necessary skills for managerial roles.
3.2.2 - Surveys/other research techniques, consultation, interviews, observation method etc. were conducted to obtain opinions from stakeholders on decisions that significantly affect them.	X					
3.3. HUMAN RESOURCES POLICY						
3.3.1 - The company has adopted an employment policy ensuring equal opportunities, and a succession plan for all key managerial positions.	X					
3.3.2 - Recruitment criteria are documented.	X					

Corporate Governance Compliance Report	Company Compliance Status					Explanation
	Yes	Partial	No	Exempted	Not Applicable	
3.3.3 - The company has a policy on human resources development and organises trainings for employees.	X					
3.3.4 - Meetings have been organised to inform employees on the financial status of the company, remuneration, career planning, education and health.	X					
3.3.5 - Employees, or their representatives, were notified of decisions impacting them. The opinion of the related trade unions was also taken.	X					
3.3.6 - Job descriptions and performance criteria have been prepared for all employees, announced to them and taken into account to determine employee remuneration.	X					
3.3.7 - Measures (procedures, trainings, raising awareness, goals, monitoring, complaint mechanisms) have been taken to prevent discrimination, and to protect employees against any physical, mental, and emotional mistreatment.	X					
3.3.8 - The company ensures freedom of association and supports the right for collective bargaining.	X					
3.3.9 - A safe working environment for employees is maintained.	X					
3.4. RELATIONS WITH CUSTOMERS AND SUPPLIERS						
3.4.1 - The company measured its customer satisfaction, and operated to ensure full customer satisfaction.	X					
3.4.2 - Customers are notified of any delays in handling their requests.	X					
3.4.3 - The company complied with the quality standards with respect to its products and services.	X					
3.4.4 - The company has in place adequate controls to protect the confidentiality of sensitive information and business secrets of its customers and suppliers.	X					

Corporate Governance Compliance Report

Corporate Governance Compliance Report	Company Compliance Status					Explanation
	Yes	Partial	No	Exempted	Not Applicable	
3.5. ETHICAL RULES AND SOCIAL RESPONSIBILITY						
3.5.1 - The board of the corporation has adopted a code of ethics, disclosed on the corporate website	X					
3.5.2 - The company has been mindful of its social responsibility and has adopted measures to prevent corruption and bribery.	X					
4.1. ROLE OF THE BOARD OF DIRECTORS						
4.1.1 - The board of directors has ensured strategy and risks do not threaten the long-term interests of the company, and that effective risk management is in place.	X					
4.1.2 - The agenda and minutes of board meetings indicate that the board of directors discussed and approved strategy, ensured resources were adequately allocated, and monitored company and management performance.	X					
4.2. ACTIVITIES OF THE BOARD OF DIRECTORS						
4.2.1 - The board of directors documented its meetings and reported its activities to the shareholders.	X					
4.2.2 - Duties and authorities of the members of the board of directors are disclosed in the annual report.	X					
4.2.3 - The board has ensured the company has an internal control framework adequate for its activities, size, and complexity	X					
4.2.4 - Information on the functioning and effectiveness of the internal control system is provided in the annual report.	X					

Corporate Governance Compliance Report	Company Compliance Status					Explanation
	Yes	Partial	No	Exempted	Not Applicable	
4.2.5 - The roles of the Chairman and Chief Executive Officer are separated and defined.	X					
4.2.7 - The board of directors ensures that the Investor Relations Department and the Corporate Governance Committee work effectively. The board works closely with them when communicating and settling disputes with shareholders.	X					
4.2.8 - The company has subscribed to a Directors and Officers liability insurance covering more than 25% of the capital.			X			The insurance to cover the potential damages resulted from the actions of the members of the BoD was not covered.
4.3. STRUCTURE OF THE BOARD OF DIRECTORS						
4.3.9 - The board of directors has approved the policy on its own composition, setting a minimal target of 25% for female directors. The board annually evaluates its composition and nominates directors so as to be compliant with the policy.	X					In our board of directors, there are 3 female members, and the candidate selection process is meticulously guided by principles of inclusivity and competence. Looking forward, endeavors are underway to formulate a policy aimed at augmenting adherence to this principle, emphasizing diversity and inclusivity while considering the competencies of prospective members. The Gender Policy for the Board of Directors at Alarko Holding has been disseminated for the perusal of all stakeholders via the Corporate Website.
4.3.10 - At least one member of the audit committee has 5 years of experience in audit/ accounting and finance.	X					

Corporate Governance Compliance Report

Corporate Governance Compliance Report	Company Compliance Status					Explanation
	Yes	Partial	No	Exempted	Not Applicable	
4.4. BOARD MEETING PROCEDURES						
4.4.1 - Each board member attended the majority of the board meetings in person.	X					In accordance with our Board of Directors' working principles, it is essential for each board member to attend meetings either physically or through electronic means.
4.4.2 - The board has formally approved a minimum time by which information and documents relevant to the agenda items should be supplied to all board members.	X					
4.4.3 - The opinions of board members that could not attend the meeting, but did submit their opinion in written format, were presented to other members.	X					
4.4.4 - Each member of the board has one vote.	X					
4.4.5 - The board has a charter/written internal rules defining the meeting procedures of the board.	X					
4.4.6 - Board minutes document that all items on the agenda are discussed, and board resolutions include director's dissenting opinions if any.	X					
4.4.7 - There are limits to external commitments of board members. Shareholders are informed of board members' external commitments at the General Shareholders' Meeting			X			No rules or restrictions have been laid down for preventing members of the board of directors from serving outside the company, and their services in this scope were not presented to the shareholders in the general assembly meeting for information.

Corporate Governance Compliance Report	Company Compliance Status					Explanation
	Yes	Partial	No	Exempted	Not Applicable	
4.5. BOARD COMMITTEES						
4.5.5 - Board members serve in only one of the Board's committees.			X			The chairmen of the Committees and all members of the Audit Committee must be independent members. Some independent members serve in several committees.
4.5.6 - Committees have invited persons to the meetings as deemed necessary to obtain their views.	X					
4.5.7 - If external consultancy services are used, the independence of the provider is stated in the annual report.					X	The committees have not procured consulting services.
4.5.8 - Minutes of all committee meetings are kept and reported to board members.	X					
4.6. FINANCIAL RIGHTS						
4.6.1 - The board of directors has conducted a board performance evaluation to review whether it has discharged all its responsibilities effectively.	X					
4.6.4 - The company did not extend any loans to its board directors or executives, nor extended their lending period or enhanced the amount of those loans, or improve conditions thereon, and did not extend loans under a personal credit title by third parties or provided guarantees such as surety in favour of them.	X					
4.6.5 - The individual remuneration of board members and executives is disclosed in the annual report.		X				The remuneration paid to members of the board of directors and managers with administrative responsibilities are explained in the annual report; however, no explanation has been provided on an individual basis.

Corporate Governance Information Form

1.1 SHAREHOLDERS	
1.1. Facilitating the Exercise of Shareholders Rights	
The number of investor meetings (conference, seminar/etc.) organized by the company during the year	49 physical, 72 virtual meetings
1.2. Right to Obtain and Examine Information	
The number of special audit request(s)	Request for appointment of special auditor is not governed by our Articles of Association separately, and pursuant to Article 438 of the Turkish Commercial Code, even if it is not included in the agenda, any shareholder may request the general assembly to clarify certain events with a special audit, if it is necessary for the exercise of shareholder rights and the right to receive information or review has already been exercised. No such request has been received in 2025.
The number of special audit requests that were accepted at the General Shareholders' Meeting.	Shareholders have not had a request to this effect.
1.3. General Assembly	
Link to the PDP announcement that demonstrates the information requested by Principle 1.3.1. (a-d)	https://www.kap.org.tr/tr/Bildirim/1407068
Whether the company provides materials for the General Shareholders' Meeting in English and Turkish at the same time	Yes
The links to the PDP announcements associated with the transactions that are not approved by the majority of independent directors or by unanimous votes of present board members in the context of Principle 1.3.9	-
The links to the PDP announcements associated with related party transactions in the context of Article 9 of the Communiqué on Corporate Governance (II-17.1)	-
The links to the PDP announcements associated with common and continuous transactions in the context of Article 10 of the Communiqué on Corporate Governance (II-17.1)	-
The name of the section on the corporate website that demonstrates the donation policy of the company	https://www.alarko.com.tr/en/investor-relations/corporate-governance/policies/donations-and-aids-policy/

The relevant link to the PDP with minute of the General Shareholders' Meeting where the donation policy has been approved	https://www.kap.org.tr/tr/Bildirim/1291421
The number of the provisions of the articles of association that discuss the participation of stakeholders to the General Shareholders' Meeting	Articles No: 19 - 20
Identified stakeholder groups that participated in the General Shareholders' Meeting, if any	-
1.4. Voting Rights	
Whether the shares of the company have differential voting rights	No
In case that there are voting privileges, indicate the owner and percentage of the voting majority of shares.	-
The percentage of ownership of the largest shareholder	17.68%
1.5. Minority Rights	
Whether the scope of minority rights enlarged (in terms of content or the ratio) in the articles of the association	No
If yes, specify the relevant provision of the articles of association.	-
1.6. Dividend Right	
The name of the section on the corporate website that describes the dividend distribution policy	https://www.alarko.com.tr/en/investor-relations/corporate-governance/policies/dividend-distribution-policy/
Minutes of the relevant agenda item in case the board of directors proposed to the general assembly not to distribute dividends, the reason for such proposal and information as to use of the dividend.	Dividend distribution was made.
PDP link to the related general shareholder meeting minutes in case the board of directors proposed to the general assembly not to distribute dividends	Dividend distribution was made.

Corporate Governance Information Form

General Assembly Meetings

General Meeting Date	The number of information requests received by the company regarding the clarification of the agenda of the General Shareholders' Meeting	Shareholder participation rate to the General Shareholders' Meeting	Percentage of shares directly present at the GSM	Percentage of shares represented by proxy	Specify the name of the page of the corporate website that contains the General Shareholders' Meeting minutes, and also indicates for each resolution the voting levels for or against	Specify the name of the page of the corporate website that contains all questions asked in the general assembly meeting and all responses to them	The number of the relevant item or paragraph of General Shareholders' Meeting minutes in relation to related party transactions	The number of declarations by insiders received by the board of directors	The link to the related PDP general shareholder meeting notification
14.04.2025	0	64.92%	46.83%	18.09%	https://www.alarko.com.tr/en/investor-relations/corporategovernance/general-assembly-participation-and-minutes	https://www.alarko.com.tr/en/investor-relations/corporate-governance/general-assembly-participation-and-minutes	-	0	https://www.kap.org.tr/tr/Bildirim/1407068

2. DISCLOSURE AND TRANSPARENCY	
2.1. Corporate Website	
Specify the name of the sections of the website providing the information requested by the Principle 2.1.1.	https://www.alarko.com.tr/en/investor-relations/corporate-governance/
If applicable, specify the name of the sections of the website providing the list of shareholders (ultimate beneficiaries) who directly or indirectly own more than 5% of the shares.	https://www.alarko.com.tr/en/investor-relations/corporate-governance/shareholder-structure/
List of languages for which the website is available	Turkish, English
2.2. Annual Report	
The page numbers and/or name of the sections in the Annual Report that demonstrate the information requested by principle 2.2.2.	
a) The page numbers and/or name of the sections in the Annual Report that demonstrate the information on the duties of the members of the board of directors and executives conducted out of the company and declarations on independence of board members	Board of Directors/Additional Information Regarding Our Activities/ The Structure and Composition of the Board of Directors
b) The page numbers and/or name of the sections in the Annual Report that demonstrate the information on committees formed within the board structure	Additional Information Regarding Our Activities/ Assessment on the Operating Principles of the Board of Directors' Committees and their Effectiveness
c) The page numbers and/or name of the sections in the Annual Report that demonstrate the information on the number of board meetings in a year and the attendance of the members to these meetings	Additional Information Regarding Our Activities/Board of Directors/Principles of Conduct of the Board of Directors
d) The page numbers and/or name of the sections in the Annual Report that demonstrate the information on amendments in the legislation which may significantly affect the activities of the corporation	Additional Information Regarding Our Activities - Page no: 99 Article no: 3

2. DISCLOSURE AND TRANSPARENCY	
e) The page numbers and/or name of the sections in the Annual Report that demonstrate the information on significant lawsuits filed against the corporation and the possible results thereof	Annual Report of the Board of Directors - Page no: 25 Article no: 10
f) The page numbers and/or name of the sections in the Annual Report that demonstrate the information on the conflicts of interest of the corporation among the institutions that it purchases services on matters such as investment consulting and rating and the measures taken by the corporation in order to avoid from these conflicts of interest	Additional Information Regarding Our Activities - Page no: 99 Article no: 7
g) The page numbers and/or name of the sections in the Annual Report that demonstrate the information on the cross-ownership subsidiaries that the direct contribution to the capital exceeds 5%	Additional Information Regarding Our Activities/ Shares of Entities Subject to Consolidation in the Parent Capital
h) The page numbers and/or name of the sections in the Annual Report that demonstrate the information on social rights and professional training of the employees and activities of corporate social responsibility in respect of the corporate activities that arises social and environmental results	Additional Information Regarding Our Activities/ Social and Industrial Activities

3. STAKEHOLDERS	
3.1. Corporation's Policy on Stakeholders	
The name of the section on the corporate website that demonstrates the employee remedy or severance policy	https://www.alarko.com.tr/en/investor-relations/corporate-governance/policies/compensation-policy/
The number of definitive convictions the company was subject to in relation to breach of employee rights	-
The position of the person responsible for the alert mechanism (i.e. whistleblowing mechanism)	Investor Relations Director
The contact detail of the company alert mechanism	Özgür Kalyoncu - 0212 310 33 00 - ozgur.kalyoncu@alarko.com.tr
3.2. Supporting the Participation of the Stakeholders in the Corporation's Management	
Name of the section on the corporate website that demonstrates the internal regulation addressing the participation of employees on management bodies	-
Corporate bodies where employees are actually represented	-
3. Human Resources Policy	
The role of the board on developing and ensuring that the company has a succession plan for the key management positions.	Succession plan is being conducted by the Board of Directors.
The name of the section on the corporate website that demonstrates the human resource policy covering equal opportunities and hiring principles. Also provide a summary of relevant parts of the human resource policy.	Annual Report/Additional Information Regarding Our Activities/ Human Resources Policy

Corporate Governance Information Form

3. STAKEHOLDERS	
Whether the company provides an employee stock ownership programme	There is no plan for stock ownership.
The name of the section on the corporate website that demonstrates the human resource policy covering discrimination and mistreatments and the measures to prevent them. Also provide a summary of relevant parts of the human resource policy.	Annual Report/Additional Information Regarding Our Activities/ Human Resources Policy
The number of definitive convictions the company is subject to in relation to health and safety measures	-
3.5. Ethical Rules and Social Responsibility	
The name of the section on the corporate website that demonstrates the code of ethics	https://www.alarko.com.tr/en/investor-relations/corporate-governance/code-of-ethics-and-standards-of-professional-conduct/
The name of the section on the company website that demonstrates the corporate social responsibility report. If such a report does not exist, provide the information about any measures taken on environmental, social and corporate governance issues	https://www.alarko.com.tr/en/sustainability/
Any measures combating any kind of corruption including embezzlement and bribery	Annual Report /Corporate Governance / Code of Ethics and Standards of Professional Conduct

4. BOARD OF DIRECTORS-I	
4.2. Activity of the Board of Directors	
Date of the last board evaluation conducted	31.12.2025
Whether the board evaluation was externally facilitated	No
Whether all board members released from their duties at the GSM	Yes
Name(s) of the board member(s) with specific delegated duties and authorities, and descriptions of such duties	-
Number of reports presented by internal auditors to the audit committee or any relevant committee to the board	2
Specify the name of the section or page number of the annual report that provides the summary of the review of the effectiveness of internal controls	Additional Information Regarding Our Activities / Risk Management and Internal Control Mechanism
Name of the Chairman	İzzet GARIH
Name of the CEO/General Manager	President of the Executive Board - Ümit N. YILDIZ
If the CEO and Chair functions are combined: provide the link to the relevant PDP announcement providing the rationale for such combined roles	-
Link to the PDP notification stating that any damage that may be caused by the members of the board of directors during the discharge of their duties is insured for an amount exceeding 25% of the company's capital	-

4. BOARD OF DIRECTORS-I	
The name of the section on the corporate website that demonstrates current diversity policy targeting women directors	https://www.alarko.com.tr/en/investor-relations/corporate-governance/policies/policy-on-female-members-of-the-board-of-directors/
The number and ratio of female directors within the Board of Directors	3 – 33.3%

Board Members

Name-Surname	Whether Executive Director or Not	Independent Board Member or Not	The First Election Date to Board	Link to PDP Notification That Includes the Independency Declaration	Whether the Independent Director Considered by the Nomination Committee	Whether She/He Is the Director Who Ceased to Satisfy the Independence or Not	Whether the Director Has at Least 5 Years' Experience in Audit, Accounting, and/or Finance or Not
İzzet GARIH	Non-executive	Not independent	07.04.2000	-	-	-	-
Vedat Aksel ALATON	Non-executive	Not independent	07.04.2000	-	-	-	-
Ayhan YAVRUCU	Non-Executive	Not independent	31.03.1986	-	-	-	-
Leyla ALATON	Non-executive	Not independent	29.03.2002	-	-	-	-
Niv GARIH	Non-executive	Not independent	30.04.2014	-	-	-	-
Ümit N. YILDIZ	Executive	Not independent	14.07.2020	-	-	-	-
İzzet Cemal KIŞMIR	Non-executive	Independent	27.05.2024	https://www.kap.org.tr/tr/Bildirim/1251201	Considered	No	Yes
Nihal MASHAKI SEÇKİN	Non-executive	Independent	09.01.2023	https://www.kap.org.tr/tr/Bildirim/1251201	Considered	No	No
Lale ERGIN	Non-executive	Independent	16.05.2023	https://www.kap.org.tr/tr/Bildirim/1251201	Considered	No	Yes

4. BOARD OF DIRECTORS – II	
4.4. Meeting Procedures of the Board of Directors	
Number of physical board meetings in the reporting period (meetings in person)	39
Director average attendance rate at board meetings	99%
Whether the board uses an electronic portal to support its work or not	No
Number of minimum days ahead of the board meeting to provide information to directors, as per the board charter	3
The name of the section on the corporate website that demonstrates information about the board charter	Annual Report/Additional Information Regarding Our Activities/ Board of Directors/ Principals of Conduct of the Board of Directors
Number of maximum external commitments for board members as per the policy covering the number of external duties held by directors	-
4.5. Board Committees	
Page numbers or section names of the annual report where information about the board committees are presented	Additional Information Regarding Our Activities/ Assessment on the Operating Principles and Effectiveness of the Committees of the Board of Directors
Link(s) to the PDP announcement(s) with the board committee charters	https://www.kap.org.tr/tr/Bildirim/198410 , https://www.kap.org.tr/tr/Bildirim/229346 , https://www.kap.org.tr/tr/Bildirim/890305

Corporate Governance Information Form

Composition of Board Committees – I				
Names of the Board Committees	Name of Committees Defined as “Other” in the First Column	Name-Surname of Committee Members	Whether Committee Chair or Not	Whether Board Member or Not
Corporate Governance Committee	-	Nihal Mashaki Seçkin	Yes	Board Member
Corporate Governance Committee	-	İzzet Garih	No	Board Member
Corporate Governance Committee	-	Vedat Aksel Alaton	No	Board Member
Corporate Governance Committee	-	Özgür Kalyoncu	No	Not Board Member
Audit Committee	-	İzzet Cemal Kişmir	Yes	Board Member
Audit Committee	-	Nihal Mashaki Seçkin	No	Board Member
Early Detection of Risk Committee	-	Lale Ergin	Yes	Board Member
Early Detection of Risk Committee	-	İzzet Garih	No	Board Member
Early Detection of Risk Committee	-	Vedat Aksel Alaton	No	Board Member

4. BOARD OF DIRECTORS - III	
4.5. Board Committees-II	
Specify where the activities of the audit committee are presented in your annual report or website (Page number or section name in the annual report/website)	Additional Information Regarding Our Activities/ Assessment on the Operating Principles and Effectiveness of the Committees of the Board of Directors
Specify where the activities of the corporate governance committee are presented in your annual report or website (Page number or section name in the annual report/website)	Additional Information Regarding Our Activities/ Assessment on the Operating Principles and Effectiveness of the Committees of the Board of Directors
Specify where the activities of the nomination committee are presented in your annual report or website (Page number or section name in the annual report/website)	Corporate Governance Committee carries out the duties of the Nomination Committee.
Specify where the activities of the early detection of risk committee are presented in your annual report or website (Page number or section name in the annual report/ website)	Additional Information Regarding Our Activities/ Assessment on the Operating Principles and Effectiveness of the Committees of the Board of Directors

4. BOARD OF DIRECTORS - III	
Specify where the activities of the remuneration committee are presented in your annual report or website (Page number or section name in the annual report/website)	Corporate Governance Committee carries out the duties of the Remuneration Committee.
4.6. Financial Rights	
Specify where the operational and financial targets and their achievement are presented in your annual report (Page number or section name in the annual report)	Annual Report / Board of Directors' Annual Report
Specify the section of website where remuneration policy for executive and non-executive directors are presented.	https://www.alarko.com.tr/en/investor-relations/corporate-governance/policies/remuneration-policy/
Specify where the individual remuneration for board members and senior executives are presented in your annual report (Page number or section name in the annual report)	Additional Information Regarding Our Activities / Remuneration of Board Members and Top Executives

Composition of Board Committees – II					
Names of the Board Committees	Name of Committees Defined as “Other” in the First Column	The Percentage of Non-Executive Directors	The Percentage of Independent Directors in the Committee	The Number of Meetings Held in Person	The Number of Reports on Its Activities Submitted to the Board
Audit Committee	-	100%	100%	6	6
Corporate Governance Committee	-	75%	25%	2	2
Early Detection of Risk Committee	-	100%	33%	1	6

Statement of Compliance with Sustainability Principles

Alarko Holding A.Ş. and the Group companies closely follow good practices in the field of sustainability, including those set out within the framework of the Capital Markets Board of Türkiye (CMB) Sustainability Principles Compliance Framework, and carry out their activities with the objective of aligning with internationally accepted best practices in this area.

Practices regarding the principles within the scope of the CMB Sustainability Principles Compliance Framework are presented in the “Sustainability” section of the Annual Report. In addition, information is made available for the evaluation of relevant stakeholders in the Sustainability section on Alarko Holding’s corporate website. Explanations regarding the principles that will be further improved within the scope of the disclosed information are as follows:

A. General Principles

Alarko Holding A.Ş. initiated its policy development processes within the scope of the Sustainability Principles Compliance Framework as of the end of 2020. In this context, through an analysis covering both the Holding and the Group companies, an inventory was prepared of relevant practices, policies, procedures, and the initiatives to which the Group is a member. GRI-compliant sustainability reporting was launched. In order to further improve sustainability performance across the Group, the company’s short-, medium-, and long-term sustainability roadmap was updated as of 2024 within the scope of the Sustainability Transformation Strategy project. Accordingly, the key themes highlighted in the sustainability activities carried out include climate change and the environment, corporate governance, human resources and talent management, innovation and digitalization, and creating value for society through social projects.

In order to effectively manage sustainability- and climate-focused risks and opportunities, integrate environmental, social, and governance (ESG) parameters into its business model, rapidly comply with relevant local/global regulations, and achieve strong performance in sustainability indices, Alarko has established an effective governance structure. Within this structure:

- A Sustainability Committee has been established under the Board of Directors of Alarko Holding. Composed of three members—an Independent Board Member, the CEO, and the Corporate Communications & Sustainability Director—this Committee informs the Board Members once a year about sustainability initiatives implemented across the Group.
- Within the established Shared Impact Board, the Sustainability Leaders of the Group Companies, Alarko Holding Group Presidents, relevant Directors, and the Committee Facilitator serve as principal members.
- The CEO of the Alarko Group Companies chairs the Shared Impact Board.
- A “Sustainability Ambassadors” group has been formed to follow the meetings of the Shared Impact Board and steer work accordingly. This group includes managers from various departments of the Holding and sustainability teams working in the Group Companies.
- The Shared Impact Board convenes twice per reporting year. The first meeting held during the year is conducted online. At year-end, in the in-person meeting referred to as “Shared Impact Day,” all Group Companies with sustainability targets present their annual performance. Participation of the General Managers of the companies is also expected.
- Working Groups operating with the aim of making tangible contributions to the Group’s strategic objectives provide quarterly updates to the Holding’s Corporate Communications and Sustainability Directorate. The Directorate is responsible for the central management of the Group’s sustainability agenda, while the Working Group structure is implemented within the Group Companies. Each Group Company has the flexibility to tailor its Working Groups in line with its own strategic priorities and operational needs. The Working Groups recommended to the companies by the central sustainability management are as follows:
- Energy and Emissions Management Working Group: Reducing emissions and energy consumption in line with the Group’s 2050 Net Zero Emissions target

- Circular Economy and Natural Resource Efficiency Working Group: Managing waste across the Group, increasing circular use opportunities, and ensuring resource efficiency
- Gender Equality Working Group: Expanding gender equality practices across the Group, increasing the share of women employees, and broadening the impact area through social projects
- Corporate Culture and Employee Experience Working Group: Strengthening employee engagement and a strong employer brand identity across the Group
- Responsible Communication and Social Responsibility Working Group: Increasing positive shared impact through responsible communication of the Group’s sustainability activities and corporate social responsibility projects
- Regulation, Reporting and Indices Working Group: Monitoring sustainability-focused trends and ensuring compliance with regulation and reporting requirements as a Group
- Green Technologies Working Group: Building internal capacity on environmentally friendly and innovative green technologies applicable across business lines and developing innovative opportunities

Standards and certifications obtained and renewed by the Group companies within the scope of environmental, social, and corporate governance are monitored regularly. Environmental management systems in the Group companies are periodically reported within the scope of “Management Review Meetings.” Once a year, a quality management system report is prepared and shared with the Board of Directors.

With regard to principle A2; Alarko Holding A.Ş. has established a systematic approach to periodic meetings and reporting through the Shared Impact Board implemented within the scope of its sustainability efforts. Sustainability-focused key performance indicators included in corporate scorecards are presented to Holding management during Shared Impact meetings.

With regard to principles A3.1, A3.2, A3.3, A3.4 and A3.5; as of 1 January 2024, the Türkiye Sustainability Reporting Standards (TSRS), fully aligned with the International Sustainability Standards Board’s (ISSB) global S1 and S2 Sustainability Reporting Standards, entered into force. Within this scope, Alarko Holding prepared its first TSRS-compliant report as a separate report in line with the expectations of the Public Oversight Accounting and Auditing Standards Authority (KGK). In addition, Alarko Holding A.Ş. provided detailed information on its sustainability activities in its GRI-Compliant Sustainability Report and shared its long-term targets. Information was provided on the alignment of activities and prioritized topics with the United Nations (UN) 2030 Sustainable Development Goals.

In the 3rd Sustainability Report prepared (Alarko Holding 2024 Sustainability Report), the scope of the previous sustainability report was enriched in alignment with international sustainability frameworks and standards. In this Report, the “Stakeholder Capitalism” metrics determined by the International Business Council (IBC) within the World Economic Forum (WEF) were taken into consideration. Prepared with due regard to the United Nations Global Compact (UNGC), Women’s Empowerment Principles (WEPs), the Task Force on Climate-related Financial Disclosures (TCFD), and the United Nations Sustainable Development Goals (UN SDGs), this report was created in line with the environmental, social and governance (ESG) metrics of Borsa Istanbul’s (BIST) sustainability index. The report also details sustainability practices implemented, including risk and opportunity analyses focused on climate change and sustainability. In addition, the Alarko Group’s Value Chain and Value Creation Model was prepared and transparently presented to stakeholders clearly demonstrating the value creation logic and impact pathways.

With regard to principle A4; the full mandatory TSRS Report and the indicators included on pages 57, 97, and 163 of the GRI-Compliant Sustainability Report were subject to a Limited Assurance Statement and were audited by independent third parties.

Statement of Compliance with Sustainability Principles

B. Environmental Principles

Alarko Holding views its 71-year legacy as an established brand in Türkiye's development journey as an important responsibility. It defines sustainability as a long-term tool for creating positive value for all stakeholders, society, and the planet. With this perspective, it regards sustainability not as a destination but as the journey itself, and assumes responsibility toward nature and people at every step. In order to further advance its sustainability outcomes, Alarko Holding reassessed its materiality determination process and expanded its strategic focus areas. The Sustainability Approach of the Alarko Group has been updated and positioned across five strategic focus areas:

- Sustainable business models and responsible investment
- Investment in renewable energy generation and technologies
- Use of green energy
- Carbon management
- Energy and resource efficiency
- Circular economy practices
- Efforts are ongoing in the area of green-collar investments.

Within this scope, Alarko Holding develops nature-friendly products, services, and practices in the sectors in which it operates, and continues to invest toward its 2050 carbon-neutral target.

Alarko Holding published the targets it set based on its material topics in its 2024 GRI-Compliant Sustainability Report. In this framework, as a Group it includes in its business plan the following targets:

- Making investments focused on renewable energy and clean energy storage
- Scaling the sustainable agriculture model
- Expanding the impact area of resource efficiency projects
- Mapping waste management processes and developing recycling projects
- Implementing projects focused on identifying and strengthening the biodiversity impact map of business activities

Alarko Holding A.Ş. adopts and implements, together with all its employees and suppliers, the fundamental principles it has defined to protect nature and the environment in all its activities. These fundamental principles are included in the "Ethical Principles and Social Responsibility" section of the Annual Report.

Alarko Holding A.Ş. encourages all Group companies to comply with environment- and sustainability-focused standards.

All certificates and documents, including the ISO standards held by the companies, are included in the Alarko Holding 2024 Sustainability Report.

With regard to principle B3; Alarko Holding's sustainability performance throughout 2024 is addressed in detail in the 2024 GRI-Compliant Sustainability Report. Prioritizing the creation of sustainable value for all stakeholders, the Holding presents in this report its sustainability activities across the energy, contracting, industry and trade, tourism, agriculture, land development and investment business groups, as well as its digital solutions. This report covers operations carried out in Türkiye and abroad between 1 January and 31 December 2024; unless otherwise stated, data relating to other fields of activity and sectors are not included.

With regard to principle B4; in order to effectively manage sustainability- and climate-focused risks and opportunities, integrate environmental, social, and governance (ESG) parameters into its business model, rapidly comply with relevant local/global regulations, and achieve strong performance in sustainability indices, Alarko has established an effective governance structure. Within this structure detailed above, a Sustainability Committee has been established under the Board of Directors of Alarko Holding. Within the Shared Impact Board, the Sustainability Leaders of the Group Companies, Alarko Holding Group Presidents, relevant Directors, and the Committee Facilitator serve as principal members. Through the "Sustainability Ambassadors" group and Working Groups in focus areas, representation from all departments is targeted.

With regard to principle B5; sustainability-focused metrics across the Group have a weight of between 5% and 10% in performance evaluations.

With regard to principles B6, B7, and B8; projects and practices carried out in line with Alarko Holding's sustainability strategies make significant contributions to fulfilling the company's environmental and social responsibilities. Various projects have been implemented in areas such as energy efficiency projects, waste management practices, biodiversity, and the use of renewable energy sources. These projects aim to minimize the company's environmental impacts and establish a sustainable business model.

With regard to principle B9; memberships and organizations to which the Group is a signatory are included in the most recently published sustainability report.

With regard to principles B10, B11, and B12, the latest-year data have been disclosed, as improvements were made in the scope and quality of the data in the calculations for 2024.

C. Social Principles

In the employment contracts concluded with all employees to be employed at Alarko Holding A.Ş., and in its human resources procedures, full compliance with the legal framework and applicable legislation is ensured. Equal opportunity in recruitment is implemented through policies within the scope of the legislation to which the Company is subject. Appropriate conditions are ensured, as set out in labour and social security legislation and the Labour Law, to prevent discrimination, inequality, human rights violations, and the employment of child labour. The Alarko Holding People and Organization Policy aims to steer human capital that is aligned with the corporate culture and has high commitment and competence toward the Company's visionary and strategic goals. This policy enables continuous improvement of individual and corporate performance through internationally standardized HR processes and systems. Alarko Holding's people-focused policies serve as an important guide in strengthening employee satisfaction and engagement, developing talent, and continuously improving corporate performance. Alarko Holding's Human Resources Policy focuses on providing equal opportunities regardless of gender, sexual orientation, religion, language, race, ethnic origin, disability status, and other personal characteristics. Accordingly, it adopts fair and transparent practices across all talent management processes starting from the recruitment stages. In recruitment processes, the focus is solely on candidates' qualifications and competencies, using approaches that prevent discrimination while encouraging diversity. Details of Alarko Holding's recruitment processes are included under the "Recruitment and Onboarding Processes" section in the 2024 GRI-Compliant Sustainability Report.

Statement of Compliance with Sustainability Principles

Alarko Holding's Gender Equality approach focuses on increasing diversity and inclusion in working life, supporting greater participation of women in the workforce, and promoting gender equality. Within the Leadership School Program, various trainings are offered to employees—also taking into account gender equality criteria—to develop strategic thinking, decision-making, effective communication, and leadership skills. Workshops, seminars, and mentoring programs organized within the training program support the professional development of all participants within the framework of the equality principle and enable them to be more effective in leadership positions. Gender Equality is also an important topic included in the content of the Positive Impact – Green Collar Program. Support programs and projects are developed to reduce the challenges faced by women employees in working life. At Alarko Holding, the women-to-men pay ratio is 100%, reflecting equal pay for equal work among all employees. In order to raise awareness of gender equality among Alarko Holding employees, training is delivered across the Group as part of Orientation Trainings. In this mandatory training for all employees, the purpose and scope of gender equality are explained; the principle of equality is introduced from the perspective of gender perception; and the impacts of equality and gender concepts in the workplace are addressed.

As a signatory to the WEPs (Women's Empowerment Principles) implemented by UN Women, the Holding also supports gender equality, equal opportunity in education, and women's entrepreneurship through social responsibility projects and scholarship programs.

Alarko Holding's multifaceted and broad-based investments in its human capital not only enhance employee capabilities but also support the creation of an inclusive, participatory, and values-driven working environment. This approach reinforces sustainable success within the company while creating long-term value in the sectors in which it operates. The strategic people management approach, designed with the goal of shaping the future beyond today's needs, supports employees in discovering and developing their talents and advancing their career journeys with a high level of awareness. In this context, a wide range of initiatives are carried out in areas such as career architecture, talent management, leadership development, reward and recognition, and performance systems. In this way, individual potential is aligned with corporate objectives, helping to sustain a culture of lasting success.

Protecting the health and safety of employees (OHS) is among the priority issues across the Alarko Group. Within the scope of occupational health and safety, importance is placed on creating and maintaining a working environment that minimizes risks and embeds a safety mindset as part of the culture in each Group company. All activities and projects carried out in this context are designed to prevent occupational accidents and diseases, protect employees' health and safety, and increase employee satisfaction and well-being. When an occupational accident or near-miss occurs, the relevant department manager immediately informs the OHS team. The team consisting of the OHS specialist, the manager of the department where the incident occurred, the workplace physician, and the employee representative jointly analyzes the incident.

In order to effectively manage cybersecurity and information security, a strong and inclusive organizational structure has been established within the Company. Cybersecurity management is structured around two main units: the Network and Systems Department and the Information Security and Project Management Department. Through this structure, the effective implementation of Alarko Holding's cybersecurity strategies is ensured.

Alarko Holding's high standards in business ethics, transparency, and corporate compliance form the cornerstone of its sustainable way of doing business. In this context, the Code of Ethical Conduct and Working Principles Handbook—prepared to regulate employees' conduct, business relationships, and overall business ethics—has been updated and made accessible to all employees. This handbook brings together the ethical principles shaped in line with Alarko Holding's corporate values. It also serves as a comprehensive guide on critical topics such as employee relations, external relations, asset and information management, combating discrimination, harassment, and workplace violence. This structure, established to ensure that employees act in accordance with ethical rules within the company, forms the foundation of the corporate culture.

With its umbrella policies and central projects, Alarko Holding provides direction and guidance to all Group Companies. To expand its shared positive impact together with stakeholders in its sphere of influence, it has identified its main focus areas as "equal opportunity in education," "women's power in the economy," and "social development." Aiming to create long-term and lasting impact through social projects, the Holding shapes its social investments based on the principles of sustainability, diversity, inclusion, and strategic partnerships, and broadens the impact area of its projects through collaborations with local stakeholders. Brand and sustainability communication, as well as social projects, are carried out in accordance with Alarko's Responsible Communication Policy, for which it is a pioneer among holdings. Social projects carried out by the Group Companies in 2024 are included on page 151 of the 2024 GRI-Compliant Sustainability Report.

Within the framework of the Group's sustainability strategy and approach, comprehensive training programs are organized to increase employees' knowledge and awareness on sustainability. Designed for this purpose, the Positive Impact – Green Collar Training Program is one of Alarko's important steps aimed at fully integrating its sustainability strategy with both ways of working and corporate culture. The intensive training process and workshops of the Positive Impact Program support participants in developing business and producing solutions with a sustainability focus. In 2025, more than 60 people benefited from the program, which aims to ensure that sustainability concepts are understood and internalized and that positive impact is created across all business lines. The training process, exceeding 50 hours per participant, covered comprehensive content ranging from carbon management to international regulations, sustainability reporting to circular economy, and from gender equality to social impact assessment.

In terms of compliance with principle C2, the Alarko Group prioritizes building meaningful relationships with society, the business world, and stakeholders, and continuously redefining the value it creates with a focus on a sustainable future. While offering high-quality products and services through its strong brands, it inspires its stakeholders and the sectors in which it operates to continuously strive for better. The most fundamental priority in Alarko Holding's sustainability approach is to adopt open, transparent, and effective communication methods with stakeholders. This approach is critical for improving business processes, maintaining trust by evaluating diverse stakeholder expectations and feedback, creating shared value, and achieving sustainable growth. The Stakeholder Communication Table on page 86 of the 2024 GRI-Compliant Sustainability Report provides a summary of key stakeholder groups, communication channels, and engagement frequencies.

Information on the organizations and memberships to which the Alarko Group is a signatory is included on page 178 of the 2024 GRI-Compliant Sustainability Report. The Sustainability Report prepared constitutes an entry of Borsa Istanbul's Sustainability Index.

Statement of Compliance with Sustainability Principles

D. Corporate Governance Principles

With the motto “The New Definition of Value,” Alarko Holding adopts an understanding of value creation that encompasses not only financial success but also social and environmental impact. While fulfilling its responsibilities toward society, stakeholders, the planet, and the future through its sustainability strategy, it advances in line with corporate governance principles through tangible and measurable steps. Alarko has identified Corporate Governance as one of its strategic focus areas. An ethical, transparent, and accountable management approach, the effective functioning of the Board of Directors and its committees, risk management, protection of the rights of shareholders and stakeholders, and compliance with regulations are among the fundamental principles of Corporate Governance.

Focusing on the bigger picture in all of its activities, the Group acts with a strong sense of responsibility while creating value for its customers, employees, shareholders, suppliers and business partners, competitors, society, humanity, and our world. Considering its responsibilities in the areas of brand, marketing, corporate social responsibility, and sustainability communication as an integral part of this bigger picture, Alarko is aware that each step it takes affects the whole. Supporting its investment approach—which places at its core the goal of minimizing its footprint in nature and producing solutions to the impacts of climate change—through its communication and social responsibility approach, Alarko published its Responsible Communication Policy in 2024 and became the first holding company in Türkiye in this field. The Responsible Communication Policy, which sets out sustainability principles and an approach to creating meaningful impact in brand management, communication, and social responsibility projects, is implemented across the Alarko Group and embraced as a core value.

Ensuring that the name “Alarko” continues to be associated with professionalism, integrity, and trust—and taking it even further—is the primary responsibility of all employees of Alarko Holding A.Ş. and the Group Companies. Within this framework, the rules that employees of Alarko Holding A.Ş. and the Group Companies must comply with are detailed in the Code of Ethical Conduct and Working Principles document. All employees and all third parties acting on behalf of Alarko Holding A.Ş. and the Group Companies are obliged to comply with anti-bribery and anti-corruption rules and the relevant legislation.

Sustainability Principles Compliance Framework

PRINCIPLE		COMPANY COMPLIANCE STATUS				EXPLANATION	REPORT INFORMATION ON PUBLICLY DISCLOSED INFORMATION (PAGE NUMBER, MENU NAME ON THE WEBSITE)
		YES	PARTIAL	NO	NOT APPLICABLE		
A. General Principles							
A1. Strategy, Policy and Goals							
A1.1	The prioritised environmental, social and corporate governance (ESG) issues, risks and opportunities have been determined by the Company's Board of Directors.	X				Within the company's risk management strategy, the effective management of environmental, social and governance risks is considered a critical component, alongside financial risks such as market risk, credit risk, currency risk and liquidity risk.	alarko-holding-2024-sustainability-report_04112025.pdf page 61-63
	The ESG policies (Environmental Policy, Energy Policy, Human Rights and Employee Policy etc.) have been created and disclosed to the public by the Company's Board of Directors.	X				Policies have been arranged in compliance with Corporate Governance requirements. Additionally, a Responsible Communications Policy has been prepared. Other policies developed in the future will be shared publicly.	Alarko Corporate Website/Investor Relations/Corporate Governance/Policies Policies/Alarko Holding
A1.2	The short and long-term targets set within the scope of ESG policies have been disclosed to the public.	X				Within the framework of the Holding's overarching targets, subsidiary-specific subtargets are being established to further embed and reinforce the sustainability approach across the entire Group, ensuring ownership and enabling each company to develop actions aligned with its own dynamics.	alarko-holding-2024-sustainability-report_04112025.pdf page 93

Sustainability Principles Compliance Framework

PRINCIPLE		COMPANY COMPLIANCE STATUS				EXPLANATION	REPORT INFORMATION ON PUBLICLY DISCLOSED INFORMATION (PAGE NUMBER, MENU NAME ON THE WEBSITE)
		YES	PARTIAL	NO	NOT APPLICABLE		
A2. Implementation/ Monitoring							
A2.1	The responsible committees and/or business units for the implementation of ESG policies and the senior officials related to ESG issues in the Company and their duties have been identified and disclosed to the public.	X				Alarko has established an effective governance structure to manage sustainability and climaterelated risks and opportunities efficiently, integrate environmental, social and governance (ESG) parameters into its business model, ensure rapid compliance with relevant local and global regulations, and achieve high performance in sustainability indices.	alarko-şirketler-topluluğu_2025-suerdueruelebirlilik-yoenetişim-yapısı.pdf
	The activities carried out within the scope of policies by the responsible committee and/or unit have been reported to the Board of Directors at least once a year.	X				The practices and actions are reported and shared on an annual basis within the scope of the report.	alarko-şirketler-topluluğu_2025-suerdueruelebirlilik-yoenetişim-yapısı.pdf
A2.2	In line with the ESG targets, the implementation and action plans have been formed and disclosed to the public.	X				Within the framework of the Holding’s overarching targets, subsidiaryspecific subtargets are being established to further embed, broaden and internalise the sustainability approach across the entire Group, enabling each company to develop actions aligned with its own dynamics. In this context, Alarko Holding adopts as a core mission the achievement of holistic and coordinated progress throughout its sustainability impact journey.	alarko-holding-2024-sustainability-report_04112025.pdf page 93

PRINCIPLE		COMPANY COMPLIANCE STATUS				EXPLANATION	REPORT INFORMATION ON PUBLICLY DISCLOSED INFORMATION (PAGE NUMBER, MENU NAME ON THE WEBSITE)
		YES	PARTIAL	NO	NOT APPLICABLE		
A2.3	The Key ESG Performance Indicators (KPI) and the level of reaching these indicators have been disclosed to the public on yearly basis.		X			Due to improvements in data scope and quality in the calculations for 2024, the latest year's data has been shared.	alarko-holding-2024-sustainability-report_04112025.pdf page 156-164
A2.4	The activities for improving the sustainability performance of the business processes or products and services have been disclosed to the public.	X				Practices and actions are shared within the scope of the report on an annual basis.	alarko-holding-2024-sustainability-report_04112025.pdf page 78-79
A3. Reporting							
A3.1	The information about the sustainability performance, targets and actions have been given in annual reports of the Company an understandable, accurate and sufficient manner.	X					Alarko Corporate website/Investor Relations/Annual Report
A3.2	The information about activities which are related to the United Nations (UN) 2030 Sustainable Development Goals have been disclosed to the public.		X			In line with Alarko Holding's sustainability strategy, the positive impact generated in 2024 and the areas in which contributions were made to the United Nations Sustainable Development Goals (SDGs) are detailed within the Value Creation Model.	alarko-holding-2024-sustainability-report_04112025.pdf page 92
A3.3	The lawsuits filed and/ or concluded against the Company about ESG issues which are material in terms of ESG policies and/or will significantly affect the Company's activities, have been disclosed to the public.				X	There is no lawsuits filed in the reporting period.	alarko-holding-2024-sustainability-report_04112025.pdf page 192

Sustainability Principles Compliance Framework

PRINCIPLE		COMPANY COMPLIANCE STATUS				EXPLANATION	REPORT INFORMATION ON PUBLICLY DISCLOSED INFORMATION (PAGE NUMBER, MENU NAME ON THE WEBSITE)
		YES	PARTIAL	NO	NOT APPLICABLE		
A4. Verification							
A4.1	The Company's Key ESG Performance metrics have been verified by an independent third party and publicly disclosed.		X			The entirety of the mandatory TSRS Report, as well as the indicators presented on pages 57, 97 and 163 of the GRI Aligned Sustainability Report, were subject to Limited Assurance and have been verified by independent third parties.	alarko-holding-2024-sustainability-report_04112025.pdf page 177-178
B. Environmental Principles							
B1	The policies and practices, action plans, environmental management systems (known by the ISO 14001 standard) and programs have been disclosed.	X				ISO 14001 certification has been taken.	Alarko Corporate Website/Investor Relations/Annual Report alarko-holding-2024-sustainability-report_04112025.pdf page 183-184
B2	The environmental reports prepared to provide information on environmental management have been disclosed to the public which is including the scope, reporting period, reporting date and limitations about the reporting conditions.	X				Placing the creation of sustainable value for all its stakeholders at the forefront, the Holding presents in this report the sustainability initiatives carried out across its energy, contracting, industry and trade, tourism, agriculture, land development and investment business groups, as well as its digital solutions. Unless otherwise stated, the report covers the operations conducted in Türkiye and abroad between 1 January and 31 December 2024, and does not include data related to other business areas or sectors.	alarko-holding-2024-sustainability-report_04112025.pdf page 4
B3	It is provided in A2.1.	X					

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		YES	PARTIAL	NO	NOT APPLICABLE		
B4	The environmental targets within the scope of performance incentive systems which included in the rewarding criteria have been disclosed to the public on the basis of stakeholders (such as members of the Board of Directors, managers and employees).	X				Across the Group, sustainability focused metrics carry a weighting of 5–10% within performance evaluations.	alarko-holding-2024-sustainability-report_04112025.pdf page 115
B5	How the prioritised environmental issues have been integrated into business objectives and strategies has been disclosed.	X				Across the Group, sustainability focused metrics carry a weighting of 5–10% within performance evaluations.	alarko-holding-2024-sustainability-report_04112025.pdf page 115
B6	It is provided in A2.4.	X					
B7	The way of how environmental issues has been managed and integrated into business objectives and strategies throughout the Company's value chain, including the operational process, suppliers and customers has been disclosed.	X				Alarko Holding conducts its operations by periodically reviewing not only its direct activities but also the entirety of the value chain encompassing the broader Group.	alarko-holding-2024-sustainability-report_04112025.pdf page 57-60
B8	Whether the Company have been involved to environmental related organizations and non-governmental organizations' policy making processes and collaboration with these organizations has been disclosed.	X				Memberships and signatories to organizations are included in the latest sustainability report.	alarko-holding-2024-sustainability-report_04112025.pdf page 179-180

Sustainability Principles Compliance Framework

PRINCIPLE		COMPANY COMPLIANCE STATUS				EXPLANATION	REPORT INFORMATION ON PUBLICLY DISCLOSED INFORMATION (PAGE NUMBER, MENU NAME ON THE WEBSITE)
		YES	PARTIAL	NO	NOT APPLICABLE		
B9	In the light of environmental indicators (Greenhouse gas emissions (Scope-1 (Direct), Scope-2 (Energy indirect), Scope-3 (Other indirect), air quality, energy management, water and wastewater management, waste management, biodiversity impacts)), information on environmental impacts is periodically disclosed to the public in a comparable manner.		X			Due to improvements in data scope and quality in the calculations for 2024, the latest year's data has been shared.	alarko-holding-2024-sustainability-report_04112025.pdf page 165
B10	Details of the standard, protocol, methodology, and baseline year used to collect and calculate data has been disclosed.	X				An emissions report covering the financial year from 1 January to 31 December 2024 has been prepared.	alarko-holding-2024-sustainability-report_04112025.pdf page 166-176
B11	The increase or decrease in Company's environmental indicators as of the reporting year has been comparatively disclosed with previous years.			X		Due to improvements in data scope and quality in the calculations for 2024, the latest year's data has been shared.	alarko-holding-2024-sustainability-report_04112025.pdf page 165
B12	The short and long-term targets for reducing the environmental impacts have been determined and the progress compared to previous years' targets has been disclosed.		X			Targets have been set. Practices have been shared.	alarko-holding-2024-sustainability-report_04112025.pdf page 93

PRINCIPLE		COMPANY COMPLIANCE STATUS				EXPLANATION	REPORT INFORMATION ON PUBLICLY DISCLOSED INFORMATION (PAGE NUMBER, MENU NAME ON THE WEBSITE)
		YES	PARTIAL	NO	NOT APPLICABLE		
B13	A strategy to combat the climate crisis has been created and the planned actions have been publicly disclosed.		X			This has been examined under the topic of Climate Change and Carbon Management.	alarko-holding-2024-sustainability-report_04112025.pdf page 97-98
B14	The programs/ procedures to prevent or minimize the potential negative impact of products and/or services on the environment have been established and disclosed.		X			Targets have been set. Practices have been shared.	alarko-holding-2024-sustainability-report_04112025.pdf page 93
	The actions to reduce greenhouse gas emissions of third parties (suppliers, subcontractors, dealers, etc.) have been carried out and disclosed.			X		Work on the subject is ongoing.	
B15	The environmental benefits/gains and cost savings of initiatives/ projects that aims reducing environmental impacts have been disclosed.	X				Practices have been shared.	alarko-holding-2024-sustainability-report_04112025.pdf page 94-109
B16	The data related to energy consumption (natural gas, diesel, gasoline, LPG, coal, electricity, heating, cooling, etc.) has been disclosed as Scope-1 and Scope-2.	X				The indicator has been comprehensively shared.	alarko-holding-2024-sustainability-report_04112025.pdf page 159-163
B17	The information related to production of electricity, heat, steam and cooling as of the reporting year has been disclosed.	X				The indicator has been comprehensively shared.	alarko-holding-2024-sustainability-report_04112025.pdf page 159-163

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PRINCIPLE		COMPANY COMPLIANCE STATUS				EXPLANATION	REPORT INFORMATION ON PUBLICLY DISCLOSED INFORMATION (PAGE NUMBER, MENU NAME ON THE WEBSITE)
		YES	PARTIAL	NO	NOT APPLICABLE		
B18	The studies related to increase the use of renewable energy and transition to zero/low carbon electricity have been conducted and disclosed.	X				Practices have been shared.	alarko-holding-2024-sustainability-report_04112025.pdf page 94-109
B19	The renewable energy production and usage data has been publicly disclosed.	X				Practices have been shared.	alarko-holding-2024-sustainability-report_04112025.pdf page 94-109
B20	The Company conducted projects about energy efficiency and the amount of reduction on energy consumption and emission achieved through these projects have been disclosed.	X				Practices have been shared.	alarko-holding-2024-sustainability-report_04112025.pdf page 94-109
B21	The water consumption, the amount, procedures and sources of recycled and discharged water from underground or above ground (if any), have been disclosed.		X			Practices have been shared.	alarko-holding-2024-sustainability-report_04112025.pdf page 102
B22	The information related to whether Company's operations or activities are included in any carbon pricing system (Emissions Trading System, Cap & Trade or Carbon Tax).	X				Although the legal framework regarding carbon pricing in Türkiye has not yet been fully clarified, it is expected that carbon allowances will be priced in TL per tonne under the Emissions Trading System (ETS) planned to be established through EPIAŞ.	alarko-holding-2024-tsrs-compliant-sustainability-report-1.pdf page 21
B23	The information related to accumulated or purchased carbon credits within the reporting period has been disclosed.	X				Practices have been shared.	alarko-holding-2024-sustainability-report_04112025.pdf page 42, 66

PRINCIPLE		COMPANY COMPLIANCE STATUS				EXPLANATION	REPORT INFORMATION ON PUBLICLY DISCLOSED INFORMATION (PAGE NUMBER, MENU NAME ON THE WEBSITE)
		YES	PARTIAL	NO	NOT APPLICABLE		
B24	If carbon pricing is applied within the Company, the details have been disclosed.			X		Work on the subject is ongoing.	
B25	The platforms where the Company discloses its environmental information have been disclosed.			X		Work on the subject is ongoing.	
C. Social Principles							
C1. Human Rights and Employee Rights							
C1.1	The Institutional Human Rights and Employee Rights Policy has been established in the light of the Universal Declaration of Human Rights, ILO Conventions ratified by Turkey and other relevant legislation. The policy and the officials that responsible for the implementation of it have been determined and disclosed.	X				It has been included in the Human and Organizational Policy and Stakeholder Policy.	Alarko Corporate Website/Investor Relations/Corporate Governance
C1.2	Considering the effects of supply and value chain, fair workforce, improvement of labor standards, women's employment and inclusion issues (gender, race, religion, language, marital status, ethnic identity, sexual orientation, gender identity, family responsibilities, union activities, political opinion, disability, social and cultural differences, etc., such as non-discrimination) are included in its policy on employee rights.	X				It has been included in the Human and Organizational Policy and Stakeholder Policy.	Alarko Corporate Website/Investor Relations/Corporate Governance

Sustainability Principles Compliance Framework

PRINCIPLE		COMPANY COMPLIANCE STATUS				EXPLANATION	REPORT INFORMATION ON PUBLICLY DISCLOSED INFORMATION (PAGE NUMBER, MENU NAME ON THE WEBSITE)
		YES	PARTIAL	NO	NOT APPLICABLE		
C1.3	The measures taken for the minority rights/ equality of opportunity or the ones who are sensitive about certain economic, environmental, social factors (low-income groups, women, etc.) along the supply chain have been disclosed.	X				In order to amplify its collective positive impact together with the stakeholders within its sphere of influence, the Holding has identified its primary focus areas as 'equal opportunities in education', 'women's empowerment in the economy' and 'social development'. Aiming to create longterm and lasting impact through its social initiatives, the Holding shapes its social investments in line with the principles of sustainability, diversity, inclusion and strategic partnerships, and expands the reach of its projects through collaborations established with local stakeholders.	alarko-holding-2024-sustainability-report_04112025.pdf page 149-154
C1.4	Investments in employees (education, development policies), compensation, fringe benefits, right to unionize, work/life balance solutions and talent management are included in the employee rights policy.	X				It has been included in the Code of Ethics and Working Principles.	Alarko Corporate Website/Investor Relations/Corporate Governance

PRINCIPLE		COMPANY COMPLIANCE STATUS				EXPLANATION	REPORT INFORMATION ON PUBLICLY DISCLOSED INFORMATION (PAGE NUMBER, MENU NAME ON THE WEBSITE)
		YES	PARTIAL	NO	NOT APPLICABLE		
C1.5	Investments in employees (education, development policies), compensation, fringe benefits, right to unionize, work/life balance solutions and talent management are included in the employee rights policy.		X			Ethical Behavior Rules and Working Principles have been included. In the sustainability report, information has been provided regarding training durations and improvement programs.	Alarko Corporate Website/Investor Relations/Corporate Governance alarko-holding-2024-sustainability-report_04112025.pdf page 111
	The mechanism for employee complaints and resolution of disputes have been established and related solution processes have been determined.	X				A knowledge portal has been provided to enable all employees to submit complaints, feedback, and comments within the company. The intranet has been aligned with these issues.	Alarko Corporate Website / Career and Life
	The activities carried out within the reporting period which related to ensure employee satisfaction have been disclosed.	X				Satisfaction surveys are conducted every two years. Relevant data and studies are included in the report.	Alarko Corporate Website / Career and Life alarko-holding-2024-sustainability-report_04112025.pdf page 110-127
C1.6	The occupational health and safety policies have been established and disclosed.	X				The information has been presented to the public's attention.	alarko-holding-2024-sustainability-report_04112025.pdf page 128-130
	The measures taken for protecting health, preventing occupational accidents and related statistics have been disclosed.	X				The information has been presented to the public's attention.	alarko-holding-2024-sustainability-report_04112025.pdf page 128-130, 157
C1.7	The personal data protection and data security policies have been established and disclosed.	X				A Data Protection Policy has been established.	Alarko Corporate Website /About Us/ GDPR

Sustainability Principles Compliance Framework

PRINCIPLE		COMPANY COMPLIANCE STATUS				EXPLANATION	REPORT INFORMATION ON PUBLICLY DISCLOSED INFORMATION (PAGE NUMBER, MENU NAME ON THE WEBSITE)
		YES	PARTIAL	NO	NOT APPLICABLE		
C1.8	The ethics policy have been established and disclosed.	X				Ethical Behavior Rules and Working Principles have been included.	Alarko Corporate Website /Investor Relations/Corporate Governance
C1.9	The studies related to social investment, social responsibility, financial inclusivity and access to finance have been explained.	X				The activities carried out within the scope of social responsibility are presented to stakeholders' awareness every year.	alarko-holding-2024-sustainability-report_04112025.pdf page 149-154
C1.10	The informative meetings and training programs related to ESG policies and practices have been organized for employees.	X				Comprehensive training programmes are organised to enhance employees' knowledge and awareness of sustainability in line with the Group's sustainability strategy and approach.	alarko-holding-2024-sustainability-report_04112025.pdf page 118
C2. Stakeholders, International Standards and Initiatives							
C2.1	The customer satisfaction policy regarding the management and resolution of customer complaints has been prepared and disclosed.			X			
C2.2	The information about the communication with stakeholders (which stakeholder, subject and frequency) have been disclosed.	X				The information has been presented to the public's attention.	alarko-holding-2024-sustainability-report_04112025.pdf page 86-91
C2.3	The international reporting standards that adopted in reporting have been explained.	X				The information has been presented to the public's attention.	alarko-holding-2024-sustainability-report_04112025.pdf page 4

PRINCIPLE		COMPANY COMPLIANCE STATUS				EXPLANATION	REPORT INFORMATION ON PUBLICLY DISCLOSED INFORMATION (PAGE NUMBER, MENU NAME ON THE WEBSITE)
		YES	PARTIAL	NO	NOT APPLICABLE		
C2.4	The principles adopted regarding sustainability, the signatory or member international organizations, committees and principles have been disclosed.	X				The information has been presented to the public's attention.	alarko-holding-2024-sustainability-report_04112025.pdf page 179-180
C2.5	The improvements have been made and studies have been carried out in order to be included in the Borsa Istanbul sustainability indices and/or international index providers.	X				The information has been presented to the public's attention.	Data were submitted through the Borsa Istanbul Index data provider platform, and activities to broaden the scope of the index were carried out.
D. Corporate Governance Principles							
D1	The opinions of stakeholders have been sought in the determination of measures and strategies related to sustainability field.	X				The opinions and ideas of internal and external stakeholders have been solicited in prioritization analyses and incorporated into the strategic objectives.	alarko-holding-2024-sustainability-report_04112025.pdf page 83-86
D2	The social responsibility projects, awareness activities and trainings have been carried out to raise awareness about sustainability and its importance.	X				The information has been presented to the public's attention.	alarko-holding-2024-sustainability-report_04112025.pdf page 149-154

Auditor's Report on the Early Detection of Risk System and Committee



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To the Board of Directors of Alarko Holding A.Ş.

We have audited the early risk detection system and committee established by Alarko Holding Anonim Şirketi ("Company").

Responsibility of the Board of Directors

Pursuant to the first paragraph of Article 378 of the Turkish Commercial Code No. 6102 ("TCC"), the board of directors is obliged to establish an expert committee, operate and develop the system for the early diagnosis of the reasons that endanger the existence, development and continuity of the company, to implement the necessary measures and remedies and to manage the risk.

Responsibility of the Auditor

Our responsibility is to reach a conclusion regarding the early detection of risk system and committee based on our audit. Our audit was conducted in accordance with the TCC, the "Principles Regarding the Auditor's Report on the Early Detection of Risk System and Committee" published by the Public Oversight, Accounting and Auditing Standards Authority, and ethical rules. These Principles require us to determine whether the company has established an early detection of risk system and committee, and if so, to assess whether the system and committee operate within the framework of Article 378 of the TCC. The appropriateness of the remedies indicated by the early detection of risk committee against risks and the practices implemented by the management against risks are not within the scope of our audit.

Information on the Early Detection of Risk System and Committee

The Company established the committee in 2012 and it consists of 3 members. Since its establishment, the Committee has convened 6 times in total, once every two months, for the purpose of early diagnosis of the reasons that endanger the existence and development of the Company, implementation of necessary measures and solutions and management of risk, and has presented its reports to the Board of Directors.

Conclusion

As a result of the audit we conducted, it was concluded that the early risk detection system and committee of Alarko Holding Anonim Şirketi were sufficient in all their important aspects within the framework of Article 378 of the TCC.

BDO Denet Bağımsız Denetim
ve Danışmanlık A.Ş.
Member, BDO International Network

Erdogan Saglam, YMM
Partner

10 March 2026
İstanbul, Turkey

Independent Auditor's Report on the Board of Directors' Annual Report



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34398 Sarıyer / İstanbul

(Convenience translation of a report originally issued in Turkish)

INDEPENDENT AUDITOR'S REPORT ON THE ANNUAL REPORT OF THE BOARD OF DIRECTORS

To the Shareholders of Alarko Holding Anonim Şirketi

1. Opinion

We have audited the annual report of Alarko Holding Anonim Şirketi ("the Company") and its subsidiaries ("the Group") for the period of 01/01/2025 - 31/12/2025.

In our opinion, the consolidated financial information provided in the annual report of the Board of Directors and the discussions made by the Board of Directors on the situation of the Group are presented fairly and consistent, in all material respects, with the audited full set consolidated financial statements and the information we obtained during the audit.

2. Basis for Opinion

We conducted our audit in accordance with the Independent Auditing Standards, which are part of the Turkish Auditing Standards adopted within the framework of the regulations of the Capital Markets Board ("CMB") and issued by the Public Oversight Accounting and Auditing Standards Authority ("POA"). Our responsibilities under those standards are further described in the "Auditor's Responsibilities for the Audit of the Annual Report" section of our report. We are independent of the Group in accordance with the Code of Ethics for Independent Auditors (including Independence Standards) (Code of Ethics) issued by the POA, as applicable to audits of consolidated financial statements of public interest entities, and other ethical requirements included in CMB legislation, together with the ethical requirements that are relevant to the audits of the consolidated financial statements of public interest entities. We have also fulfilled our other ethical responsibilities in accordance with the Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

3. Our Auditor's Opinion on the Full Set Consolidated Financial Statements

We have expressed an unqualified opinion in our auditor's report dated 10 March 2026 on the full set consolidated financial statements of the Group for the period of 1/1/2025-31/12/2025.

4. Emphasis Of Matter

Without modifying our opinion, we draw attention to the following matter.

We have audited the adjustments made to the consolidated financial statements for the period ended 31 December 2024, as disclosed in Note 2.i to the consolidated financial statements and described in detail in our independent auditor's report dated 10 March 2026. Nothing has come to our attention indicating that such adjustments are not in compliance with Turkish Financial Reporting Standards ("TFRSs").

Independent Auditor's Report on the Board of Directors' Annual Report



5. The Responsibility of the Board of Directors on the Annual Report

In accordance with Articles 514 and 516 of the Turkish Commercial Code 6102 ("TCC") and the provisions of the Communiqué II-14.1 on the Principles of Financial Reporting In Capital Markets" ("the Communiqué") of the Capital Market Board ("CMB"), the management of the Group is responsible for the following items:

- a) Preparation of the annual report within the first three months following the balance sheet date and submission of the annual report to the general assembly.
- b) Preparation and fair presentation of the annual report; reflecting the operations of the Group for the year, along with its financial position in a correct, complete, straightforward, true and honest manner. In this report, the financial position is assessed according to the consolidated financial statements. The development of the Group and the potential risks to be encountered are also noted in the report. The evaluation of the board of directors is also included in this report.
- c) The annual report also includes the matters below:
 - Subsequent events occurred after the end of the fiscal year which have significance,
 - The research and development activities of the Group,
 - Financial benefits such as salaries and bonuses paid to the board members and to those charged governance, allowances, travel, accommodation and representation expenses, financial aids and aids in kind, insurances and similar deposits.

When preparing the annual report, the board of directors takes into account the secondary legislative arrangements published by the Ministry of Trade and related institutions.

6. Auditor's Responsibilities for the Audit of the Annual Report

Our aim is to express an opinion, based on the independent audit we have performed on the annual report in accordance with provisions of the Turkish Commercial Code and the Communiqué, on whether the consolidated financial information provided in this annual report and the discussions of the Board of Directors are presented fairly and consistent with the Group's audited consolidated financial statements and to prepare a report including our opinion.

We conducted our audit in accordance with the regulations of the Capital Markets Board and the Independent Auditing Standards. These standards require compliance with ethical provisions and the independent audit to be planned and performed to obtain reasonable assurance on whether the consolidated financial information provided in the annual report and the discussions of the Board of Directors are free from material misstatement and consistent with the consolidated financial statements.

The name of the engagement partner who supervised and concluded this audit is Erdoğan Sağlam.

**BDO Denet Bağımsız Denetim
ve Danışmanlık A.Ş.**
Member, BDO International Network


Erdoğan Sağlam, YMM
Partner

11 March 2026
Istanbul, Turkey

**ALARKO HOLDİNG A.Ş.
AND ITS SUBSIDIARIES**

***Consolidated Financial Statements
for the Year Ended
31 December 2025 with Independent
Auditors' Report***



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CONVENIENCE TRANSLATION INTO ENGLISH OF INDEPENDENT AUDITOR'S REPORT ORIGINALLY ISSUED IN TURKISH

To the General Assembly of Alarko Holding A.Ş.

A. Report To The Consolidated Financial Statements

1. Opinion

We have audited the accompanying consolidated financial statements of Alarko Holding Anonim Şirketi ("the Company") and its subsidiaries ("the Group"), which comprise the consolidated statement of financial position as of 31 December 2025, and the consolidated statement of profit or loss and other comprehensive income, consolidated statement of changes in equity and consolidated statement of cash flows for the year then ended and a summary of significant accounting policies and consolidated financial statement notes.

In our opinion, the accompanying consolidated financial statements present fairly, in all material respects, the consolidated financial position of the Group as of 31 December 2025, and its consolidated financial performance and its consolidated cash flows for the year then ended in accordance with the Turkish Financial Reporting Standards ("TFRS").

2. Basis For Opinion

Our audit was conducted in accordance with the Standards on Independent Auditing (the "ISA") that are part of Turkish Standards on Auditing adopted within the framework of the regulations of the Capital Markets Board and issued by the Public Oversight Accounting and Auditing Standards Authority (the "POA"). Our responsibilities under these standards are further described in the "Auditor's Responsibilities for the Audit of the Consolidated Financial Statements" section of our report. We hereby declare that we are independent of the Group in accordance with the Ethical Rules for Independent Auditors (included Independent Standards) (the "Ethical Rules") and the ethical requirements regarding independent audit in regulations issued by POA that are relevant to our audit of the financial statements. We have also fulfilled our other ethical responsibilities in accordance with the Ethical Rules and regulations. We believe that the audit evidence we have obtained during the independent audit provides a sufficient and appropriate basis for our opinion.

3. Key Audit Matters

Key audit matters are those matters that, in our professional judgement, were of most significance in our audit of the consolidated financial statements of the current period. Key audit matters were addressed in the context of our independent audit of the consolidated financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.



Key Audit Matters	How The Matter was Handled During the Audit
Revenue Recognition	
The Group generates its revenues from its operations in construction and contracting with industry, trade, energy, tourism and agriculture sectors. Revenue is recognized in accordance with TFRS 15 “Revenue from Customer Contracts” as a result of the realization of the Group’s performance obligations and accordingly the transfer of control over products and services to the buyer in consolidated financial statements. The Group applies the percentage of completion method in determining revenue and cost in relation to ongoing construction and contracting contracts. Significant assumptions are used to determine the percentage of completion and total project cost. Recognition of revenue has been determined as a key audit matter due to the importance of revenue in the consolidated financial statements; its increase compared to the prior year and due to the fact that completion of percentage method contains important estimates and assumptions. Accounting policies and important accounting evaluations, estimates and assumptions used in accounting of the Group’s revenue are presented in Notes 2 and 26.	Our audit procedures performed with regard to recognition of revenue are as follows: - In order to test whether the management recognize the revenue in the consolidated financial statements in complete and in the correct period, the internal controls regarding the revenue recognition process have been evaluated. - The revenue was analytically tested. - Revenue was tested on a sample basis on invoices. - In the substantive testing, it has been evaluated whether the control of the invoiced products was transferred to the customer and whether it was recognized in the financial statements completely and accurately. - In construction projects, estimated completion cost and reasonableness of the Group Management’s assumptions, expectations and judgements affecting the revenue recognized by percentage of completion method have been evaluated. - It were tested by sending related parties and third parties confirmation letters through sampling. - Post-balance sheet period collections were inspected to measure reliably that receivables are collectible. - The disclosures in the consolidated financial statement notes regarding the recognition of revenue have been examined and the adequacy of the information contained in these notes has been evaluated in terms of TFRS.



Key Audit Matters	How The Matter was Handled During the Audit
Determination of Fair Value of Investment Properties	
The Group presents its investment properties by the fair value method after the initial recognition. The fair values of investment properties are determined by real estate appraisal firms which are authorized by the CMB using their market value. Since these investment properties constitute a significant part of the Group’s total assets and the valuation methods used contain important estimates and assumptions, the valuation of investment properties has been considered as a key audit matter. Accounting policies and important accounting evaluations, estimates and assumptions used in the valuation and recognition of investment properties are presented in Notes 2 and 15.	During our audit, the following audit procedures regarding the fair value of these investment properties were applied: - The licenses, competencies and independence of the appraisers appointed by the Group Management have been evaluated. - Appraiser expert has evaluated whether the valuation methods, estimations and assumptions used by the valuation companies in the valuation reports are reasonable. - Discussions were held with the Group Management and department manager. - The disclosures in the consolidated financial statements with regard to the investment properties have been examined and the adequacy of the information contained in these notes has been evaluated in terms of TFRS.

4. Emphasis of Matters

While this does not affect our opinion, we would like to draw your attention to the following point

We have audited the adjustments to the consolidated financial statements for the period ended December 31, 2024, the details of which are provided in footnote 2.i to the accompanying consolidated financial statements. We have not been aware of any discrepancies in these adjustments that are not in compliance with IFRS.

5. Responsibilities of Management and Those Charged with Governance for the Consolidated Financial Statements

The Group management is responsible for the preparation and fair presentation of the consolidated financial statements in accordance with TFRS, and for such internal control as management determines is necessary to enable the preparation of consolidated financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the consolidated financial statements, management is responsible for assessing the Group’s ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Group or to cease operations, or has no realistic alternative but to do so.

Those charged with governance are responsible for overseeing the Group’s financial reporting process.



6. Auditor's Responsibilities for the Audit of the Consolidated Financial Statements

Responsibilities of independent auditors in an independent audit are as follows:

Our aim is to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an independent auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with the Auditing Standards will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these consolidated financial statements.

As part of an audit in accordance with ISAs that are adopted within the framework of Capital Markets Board regulations, we exercise professional judgment and maintain professional skepticism throughout the audit. We are also:

- Identify and assess the risks of material misstatement in the consolidated financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. (The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.)
- Assess the internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Group's internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Group's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the consolidated financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our independent auditor's report. However, future events or conditions may cause the Group to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the consolidated financial statements, including the disclosures, and whether the consolidated financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
- Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the Group to express an opinion on the consolidated financial statements. We are responsible for the direction, supervision and performance of the Group audit. We remain solely responsible for our audit opinion.



We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence. We also communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the consolidated financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be declared in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

B. Other Responsibilities Arising From Regulatory Requirements

- 1) No matter has come to our attention that is significant according to subparagraph 4 of Article 402 of Turkish Commercial Code ("TCC") No. 6102 and that causes us to believe that the Company's bookkeeping activities concerning from 1 January to 31 December 2025 period are not in compliance with the TCC and provisions of the Company's articles of association related to financial reporting.
- 2) In accordance with subparagraph 4 of Article 402 of the TCC, the Board of Directors submitted the necessary explanations to us and provided the documents required within the context of our audit.
- 3) In accordance with subparagraph 4 of Article 398 of the TCC, the auditor's report on the early risk identification system and committee was submitted to the Company's Board of Directors on 10 March 2026.

The name of the engagement partner who supervised and concluded this audit is Erdoğan Sağlam.

**BDO Denet Bağımsız Denetim
ve Danışmanlık A.Ş.**

Member, BDO International Network

**Erdoğan Sağlam, YMM
Partner In Charge**

Istanbul,
10 March 2026

ALARKO HOLDİNG A.Ş. AND ITS SUBSIDIARIES

*Audited Consolidated Statements of Financial Position
as of 31 December 2025*

(Amounts are expressed in thousands of TL, based on the purchasing power of one thousand Turkish Lira ("TL") as of December 31, 2025, unless otherwise stated. Currencies other than TL are expressed in thousands unless otherwise stated.)

ASSETS

		Restated	Restated
		Prior period	Prior period
		Audited	Audited
	Notes	31 December 2025	31 December 2024
Current assets		21.834.225	25.445.225
Cash and cash equivalents	5	7.648.788	11.435.375
Financial investments	6	5.696.685	6.256.496
Trade receivables		1.198.910	2.458.592
- Trade receivables from related parties	8, 35	123.758	520.636
-Trade receivables from other parties	8	1.075.152	1.937.956
Other receivables		92.564	93.782
-Other receivables from related parties	9,35	643	41.493
-Other receivables from other parties	9	91.921	52.289
Assets arising from customer contracts		-	32.262
-Contract assets from ongoing construction and contracting works and commitments	12	-	32.262
-Contract assets arising from sales of goods and services		-	-
Inventories	10	3.145.919	1.850.610
Prepaid expenses	11	908.316	1.522.117
Current income tax assets		258.333	139.431
Other current assets	24	2.695.807	1.644.473
Sub total		21.645.322	25.433.138
Non-current assets held for sale	16	188.903	12.087
Non-current assets		103.779.296	97.511.176
Financial investments	6	2.985.741	5.273.254
Trade receivables		226	216
-Trade receivables from other parties	8	226	216
Other receivables		351.007	251.414
-Other receivables from related parties	9,35	334.928	245.252
-Other receivables from other parties	9	16.079	6.162
Investments accounted by equity method	14	53.926.717	56.352.710
Investment properties	15	8.078.633	7.948.886
Property, plant and equipment	17	29.668.916	19.433.611
Right of use assets	19	1.372.617	1.123.683
Intangible assets		2.353.331	1.933.870
-Goodwill	20	824.592	795.857
-Other intangible assets	18	1.528.739	1.138.013
Prepaid expenses	11	1.283.643	1.992.161
Deferred tax asset	33	3.634.295	3.042.331
Other non-current assets	24	124.170	159.040
Total assets		125.613.521	122.956.401

The accompanying notes form an integral part of these consolidated financial statements.

ALARKO HOLDİNG A.Ş. AND ITS SUBSIDIARIES

*Audited Consolidated Statements of Financial Position
as of 31 December 2025*

(Amounts are expressed in thousands of TL, based on the purchasing power of one thousand Turkish Lira ("TL") as of December 31, 2025, unless otherwise stated. Currencies other than TL are expressed in thousands unless otherwise stated.)

LIABILITIES

		Restated	Restated
		Prior period	Prior period
		Audited	Audited
	Notes	31 December 2025	31 December 2024
Short term liabilities		26.537.228	24.913.215
Short term financial liabilities	7	14.176.229	9.732.668
Short term portion of long term financial liabilities	7	787.468	615.516
Trade payables		2.005.632	3.332.238
- Trade payables to related parties	8, 35	1.644	1.198.604
- Trade payables to third parties	8	2.003.988	2.133.634
Payables related to employee benefits	23	180.666	134.315
Other payables		7.820.550	9.375.680
- Other payables to related parties	9,35	7.395.000	8.829.590
- Other payables to third parties	9	425.550	546.090
Liabilities arising from customer contracts		889.921	585.631
- Contract liabilities arising from ongoing construction and commitments	12	865.154	577.968
- Contract liabilities arising from sales of goods and services	12	24.767	7.663
Derivative financial instruments		-	-
Deferred income (Except for obligations arising from customer contracts)	13	392.368	522.075
Current income tax liabilities	33	202.135	494.503
Short-term provisions		70.971	108.155
- Other short term provisions	21	70.971	108.155
Other current liabilities	24	11.288	12.434
Long term liabilities		18.671.457	13.352.467
Long-term financial liabilities	7	12.870.411	10.108.690
Other payables		3.023.735	948.006
- Other payables to related parties	9,35	2.133.871	-
- Other payables to third parties	9	889.864	948.006
Liabilities arising from customer contracts		1.389	762
- Contract liabilities arising from ongoing construction and commitments		-	-
- Contract liabilities arising from sales of goods and services	12	1.389	762
Investments accounted by equity method liabilities	14	25.794	37.828
Deferred income (Except for obligations arising from customer contracts)	13	22.108	410.140
Long-term provisions		205.609	186.277
- Long-term provisions related to employee benefit obligations	23	205.609	186.277
Deferred tax liabilities	33	2.522.411	1.660.764
Equity		80.404.836	84.690.719
Attributable to equity holders of the parent		74.362.584	78.619.876
Paid-in share capital	25	435.000	435.000
Inflation adjustment on capital	25	7.643.119	7.643.119
Repurchased shares (-)	25	(3.018.051)	(1.494.044)
Cross shareholding adjustment (-)	25	(1.536)	(1.536)
The effect of mergers involving enterprises or businesses under common control		(446.022)	(557.528)
Share-based payments (-)	25	(114.714)	(69.889)
Accumulated other comprehensive income / (expenses) not to be reclassified to profit or loss		(82.762)	(122.972)
- Remeasurement gains / (losses) on defined benefit plans		(82.762)	(122.972)
Accumulated other comprehensive income / (expenses) to be reclassified to profit or loss		1.868.453	2.072.673
- Foreign currency translation differences		1.868.453	2.072.673
- Gains / (losses) on financial assets at fair value through other comprehensive income		-	-
Restricted reserves appropriated from profit	25	3.564.245	1.995.413
Dividend advances paid (net) (-)		-	-
Retained earnings or accumulated losses	25	65.738.001	65.925.190
Net profit or loss for the period		(1.223.149)	2.794.450
Non-controlling interests	25	6.042.252	6.070.843
Total liabilities		125.613.521	122.956.401

The accompanying notes form an integral part of these consolidated financial statements.

ALARKO HOLDING A.Ş. AND ITS SUBSIDIARIES

Audited Consolidated Statement of Profit or Loss and Other Comprehensive Income
for the Period 1 January – 31 December 2025

(Amounts are expressed in thousands of TL, based on the purchasing power of one thousand Turkish Lira ("TL") as of December 31, 2025, unless otherwise stated. Currencies other than TL are expressed in thousands unless otherwise stated.)

		Current period	Restated
		Audited	Prior period
		Audited	Audited
Notes	1 January 2025- 31 December 2025	1 January 2024- 31 December 2024	
PROFIT OR LOSS			
Revenue	26	8.669.090	9.945.559
Cost of sales (-)	26	(8.494.161)	(9.521.005)
Gross profit		174.929	424.554
General administrative expenses (-)	27	(2.382.372)	(2.434.101)
Marketing expenses (-)	27	(378.454)	(271.790)
Research and development expenses (-)		(4.372)	(32.372)
Other income from operating activities	29	2.661.058	3.182.515
Other expenses from operating activities (-)	29	(1.201.162)	(1.363.394)
Operating profit / (loss)		(1.130.373)	(494.588)
Income from investing activities	30	783.491	4.994.822
Expenses from investing activities (-)	30	(406.115)	(60.199)
Share of profits / (losses) of investments accounted by equity method	14	3.577.047	3.781.267
Operating profit / (loss) before financial income / (expense)		2.824.050	8.221.302
Financial income	31	1.683.614	1.540.377
Financial expenses (-)	31	(7.846.842)	(4.610.199)
Monetary (loss) / gain (Net)	32	2.308.473	(1.095.865)
Profit / (loss) before tax from continued operations		(1.030.705)	4.055.615
Tax (expense) / income of continued operations	33	(538.312)	(822.344)
- Tax (expense) / income for the period	33	(423.206)	(634.120)
- Deferred tax (expense) / income	33	(115.106)	(188.224)
Net profit / (loss) from continued operations		(1.569.017)	3.233.271
Profit / (loss) for the period		(1.569.017)	3.233.271
Distribution of profit / (loss) for the period:			
- Non-controlling interest	25	(345.868)	438.821
- Parent company shares	34	(1.223.149)	2.794.450
Earnings per share / (loss)		(2.941)	6.524
- Earnings per share / (loss)	34	(2.941)	6.524
OTHER COMPREHENSIVE INCOME			
Items not reclassified to profit or loss		39.968	20.426
- Remeasurement gains / (losses) on defined benefit plans	23	15.991	27.292
- Share of other comprehensive income of investments accounted by equity method not to be reclassified to profit or loss		36.662	(1.240)
- Tax relating to other comprehensive income not to be reclassified to profit or loss		(12.685)	(5.626)
- Deferred tax (expense) / income		(12.685)	(5.626)
Items to be reclassified to profit or loss		4.521	74.260
- Currency translation differences relate to translation of businesses abroad		(235.850)	1.079.868
- Other comprehensive income / (expense) related to financial assets whose fair value difference is reflected in other comprehensive income		-	7.791
- Share of other comprehensive income of investments accounted by equity method to be reclassified to profit or loss		240.371	(1.013.399)
Other comprehensive income / (expense)		44.489	94.686
Total comprehensive income / (expense)		(1.524.528)	3.327.957
Distribution of total comprehensive income / (expense):			
- Non-controlling interest		(137.369)	446.510
- Parent company shares		(1.387.159)	2.881.447

The accompanying notes form an integral part of these consolidated financial statements.

ALARKO HOLDING A.Ş. AND ITS SUBSIDIARIES
Audited Consolidated Statement of Changes in Equity
for the Period 1 January – 31 December 2025

(Amounts are expressed in thousands of TL, based on the purchasing power of one thousand Turkish Lira ("TL") as of December 31, 2025, unless otherwise stated. Currencies other than TL are expressed in thousands unless otherwise stated.)

	Notes	Accumulated other comprehensive income / (expenses) not to be reclassified to profit or loss		Accumulated other comprehensive income / (expenses) to be reclassified to profit or loss		Retained earnings		Net profit / (loss) for the equity holders of the parent	Non-controlling interest	Equity
		Effect of mergers and acquisitions on enterprises	Effect of mergers and acquisitions on enterprises	Gain / (loss) on defined benefit plans	Gain / (loss) on defined benefit plans	Currency translation differences	Gain / (loss) from financial assets at fair value through comprehensive income	Restricted dividend advances allocated from profit	Retained earnings (accumulated losses)	
Balance as of 1 January 2024	25	435.000	7.643.119	(1.137.468)	(1.536)	3.768.832	(7.797)	1.496.694	54.204.293	125.201.581
Other adjustments										
Balance after adjustments	2i	435.000	7.643.119	(1.137.468)	(1.536)	(1.758.376)	(7.797)	1.496.694	805.380	952.996
Transfers						2.010.456			55.009.673	13.473.577
Total comprehensive income / (expense)									12.103.856	(13.473.577)
Net profit / (loss) for the period						58.311	7.797	72.027	2.794.450	2.881.447
Other comprehensive income / (expense)									-	2.794.450
Effect of mergers involving enterprises or businesses under common control									-	2.794.450
Dividends									86.997	94.686
Increase / (decrease) due to share repurchase transactions	34								(643.514)	(657.528)
Increase / (decrease) due to share-based transactions									(426.692)	(648.426)
Acquisition or disposal of subsidiaries									-	-
Changes in ownership interests in subsidiaries that do not result in loss of control									-	-
Transactions with non-controlling interests									51.808	236.227
Increase / (decrease) due to other changes									(169.941)	(17.802)
Balance as of 31 December 2024	25	435.000	7.643.119	(1.494.044)	(1.536)	2.072.673	-	1.995.413	65.925.190	78.619.876
Balance as of 1 January 2025	25	435.000	7.643.119	(1.494.044)	(1.536)	2.072.673	-	1.995.413	65.925.190	78.619.876
Transfers									2.794.450	2.794.450
Total comprehensive income / (expense)									2.794.450	(2.794.450)
Net profit / (loss) for the period						(204.220)			(1.223.149)	(1.223.149)
Other comprehensive income / (expense)									-	(1.223.149)
Effect of mergers involving enterprises or businesses under common control									-	(1.223.149)
Dividends	34								(111.506)	208.499
Increase / (decrease) due to share repurchase transactions									(1.301.301)	(137.369)
Increase / (decrease) due to share-based transactions									(1.568.832)	(1.568.832)
Acquisition or disposal of subsidiaries									-	-
Changes in ownership interests in subsidiaries that do not result in loss of control									-	-
Transactions with non-controlling interests									-	-
Balance as of 31 December 2025	25	435.000	7.643.119	(3.018.051)	(1.536)	1.868.453	-	3.564.245	65.738.001	6.042.252

The accompanying notes form an integral part of these consolidated financial statements.

ALARKO HOLDİNG A.Ş. AND ITS SUBSIDIARIES

Audited Consolidated Statement of Cash Flows
for the Period 1 January – 31 December 2025

(Amounts are expressed in thousands of TL, based on the purchasing power of one thousand Turkish Lira ("TL") as of December 31, 2025, unless otherwise stated. Currencies other than TL are expressed in thousands unless otherwise stated.)

		Audited	Restated
		Current Period	Prior period
	Notes	1 January 2025 31 December 2025	1 January 2024 31 December 2024
A. Cash flows arising from principal activities		(1.159.807)	1.654.057
Profit / (loss) for the period		(1.569.017)	3.233.271
Adjustments related to reconciliation of profit / (loss) for the period		570.281	(2.039.861)
- Adjustments related to depreciation and amortization	17,18,19	1.415.703	978.297
- Adjustments related to provisions		48.570	61.712
- Adjustments related to interest (income) / expense		(533.358)	(476.636)
- Adjustments related to unrealized foreign exchange differences		4.252.157	2.080.437
- Adjustments related to share-based payments		44.825	69.889
- Adjustments on losses / (gains) of fair value	15	(31.672)	(1.557.831)
- Adjustments related to undistributed profits of investments accounted for using the equity method	14	(3.577.047)	(3.781.267)
- Adjustments related to tax expense / (income)	33	538.312	822.344
- Adjustments for losses / (gains) on disposal of non-current assets		86.782	(1.177.649)
- Adjustments related to losses / (gains) on disposal of non-current assets held for sale or to be distributed to shareholders		(6.512)	(6.929)
- Other adjustments related to cash flows arising from investment and financing activities		(335.592)	(531.032)
- Adjustments related to monetary gain / (loss)		(1.386.325)	1.442.742
- Other adjustments for reconciliation of profit / (loss)		54.438	36.062
Net working capital changes		(242.035)	(264.095)
- Adjustments in decrease / (increase) in trade receivables	8	1.208.314	3.018.097
- Adjustments in decrease / (increase) in other receivables related to operations	9	(98.375)	(124.323)
- Adjustments in decrease / (increase) in assets arising from customer contract	12	32.262	661.190
- Adjustments in decrease / (increase) in inventories	10	(1.295.309)	235.851
- Adjustments in decrease / (increase) in prepaid expense	11	1.322.319	(896.108)
- Adjustments in increase / (decrease) in trade payables	8	(1.330.897)	(320.359)
- Adjustments in increase / (decrease) in employee benefit payables	23	46.351	(25.105)
- Adjustments in increase / (decrease) in liabilities arising from customer contracts	12	304.917	(1.156.750)
- Adjustments in increase / (decrease) in other payables related to operations	9	475.775	729.063
- Adjustments in increase / (decrease) in deferred income (except for obligations arising from customer contracts	13	(517.739)	(838.682)
- Adjustments in other increase / (decrease) in working capital		(389.653)	(1.546.969)
Cash flows from operating activities		(1.240.771)	929.315
Interest received	29	845.757	1.179.769
Payments related to employee benefit obligations	23	(36.530)	(38.350)
Payments for other provisions	21	(12.690)	(9.654)
Tax returns		(715.573)	(407.023)
B. Cash flows from investing activities		(3.397.260)	(1.681.241)
Cash outflows related to acquisitions to obtain control of subsidiaries		(424.535)	(1.535.655)
Cash outflows due to share purchase or capital increase of subsidiaries and/or joint ventures		-	(699.590)
Cash inflows from the sale of shares or debt instruments of other businesses or funds	6	3.943.301	6.549.958
Cash disbursements for acquisition of other enterprises or funds' shares or debt instruments	6	(760.385)	(1.954.850)
Cash inflows from the sales of property, plant and equipment and intangible assets		268.358	1.265.187
Cash disbursements for purchase of property, plant and equipment and intangible assets	17,18	(13.835.729)	(8.258.156)
Cash proceeds from sale of non-current assets held for sale		24.524	11.563
Dividends received		7.387.206	2.940.302
C. Cash flows from financing activities		3.705.230	6.097.450
Cash outflows related to the acquisition of the entity's own interests and other equity instruments		(1.568.832)	(426.692)
Cash inflows arising from borrowing	7	11.287.395	13.033.480
Cash outflows related to debt payments	7	(4.292.032)	(5.101.784)
Cash outflows from debt payments arising from rental contracts	7	(107.493)	(40.802)
Dividend paid		(1.301.410)	(648.426)
Interest paid	7	(312.398)	(718.326)
Net increase / (decrease) on cash and cash equivalents before the currency translation differences		(851.837)	6.070.266
D. Effect of currency translation differences on cash and cash equivalents		(235.850)	1.079.868
Increase / (decrease) in cash and cash equivalents		(1.087.687)	7.150.134
Cash and cash equivalents at the beginning of the period	5	11.435.375	6.186.978
Monetary gain (loss) on cash and cash equivalents		(2.698.900)	(1.901.737)
Cash and cash equivalents at the end of the period		7.648.788	11.435.375

The accompanying notes form an integral part of these consolidated financial statements.

ALARKO HOLDİNG A.Ş. AND ITS SUBSIDIARIES

Notes to the Audited Consolidated Financial Statements
as of 31 December 2025

(Amounts are expressed in thousands of TL, based on the purchasing power of one thousand Turkish Lira ("TL") as of December 31, 2025, unless otherwise stated. Currencies other than TL are expressed in thousands unless otherwise stated.)

1. ORGANIZATION AND PRINCIPLE ACTIVITIES

Alarko Holding A.Ş. (the “Company” or the “Parent Company”) was established in 1972. The Company's subsidiaries, associates and joint ventures operate in various sectors including contracting, construction, land development, industry, trade, tourism, agriculture, energy, aviation and information technologies. In the following sections, Alarko Holding A.Ş. together with its subsidiaries, associates and joint ventures, whose financial statements are consolidated, will be referred to as the “Alarko Group” or the “Group”.

Business activities, and in which country they operate, direct and indirect shareholdings of the subsidiaries, affiliates and jointly controlled entities included in the consolidation consist of the following:

		Shareholding of the Group (%)	
		31 December 2025	31 December 2024
Company Name		Principle Activities	
Subsidiaries ^(*) :			
Alsim Alarko San. Tes. ve Tic. A.Ş. (Turkey)		Contracting and Construction	99,99
Aldem Alarko Konut İnşaat ve Tic. A.Ş. (Turkey)		Residence, Construction	100,00
Attaş Alarko Turistik Tesisler A.Ş. (Turkey)		Tourism Facility Management	99,99
Alarko Fenni Malzeme Satış ve İmalat A.Ş. (Turkey)		Marketing of Industrial Products and After Sales Services	100,00
Alen Alarko Enerji Tic. A.Ş. (Turkey)		Electrical Power Purchase and Sale Marketing of Industrial Products	100,00
Alarko Gayrimenkul Yatırım Ort. A.Ş. (Turkey) ^(**)		Purchase and Sales of Real Estates and Market Tools Related to Real Estates	51,23
Alsim – TCDD (Turkey)		TCDD Ankara- Eskişehir High Speed Railway Project	99,99
Astana Su- Taldykol Göl Arıtma Projesi (Kazakhstan)		Supply of Water and Cleaning of Lake Projects	99,99
Alarko Tarım Sanayi ve Ticaret A.Ş. (Turkey)		Agriculture and Food Production Processing and Trading Service	100,00
Alarko Enerji A.Ş. (Turkey)		Power Generation	100,00
Garanti Koza – Alsim Ortak Girişimi (Turkey) ^(***)		Subway Construction Project	-
Altek Alarko Elektrik Sant. Tes. İşl. ve Tic. A.Ş. (Turkey)		Production of Electrical Energy	100,00
Bozshakol Bakır Tesisi Projesi (Kazakhstan)		Road Construction Project	99,99
AO Mosalarko (Russia)		Russia-Real Estate Project, Construction and Utilization	51,23
Aktogay Bakır Konsantre Tesisi Projesi (Kazakhstan)		Copper Processing Plant Project	99,99
Alarko Konut Projeleri Geliştirme A.Ş. (Turkey) ^(****)		Purchase and Sales of Real Estates and Market Tools Related to Real Estates	-
Alsim Alarko Sanayi Tes. ve Tic. A.Ş. Astana No: 2 Şubesi (Kazakhstan)		Construction and Montage Work	99,99
Alsim Alarko S.R.L. (Romania)		Construction	99,99
Saret KZ (Kazakhstan)		Construction Works	100,00
Alsim Alarko San. Tes. ve Ticaret Bükreş Şubesi (Romania)		Highway Construction Project	99,99
Alyat Teknoloji Yatırımları Holding A.Ş. (Turkey)		Financial Holding	99,95

^(*) Included in the consolidation using the full consolidation method.

^(**) Listed on Borsa İstanbul A.Ş. and publicly traded.

^(***) Transferred to Alsim Alarko San. Tes. ve Tic. A.Ş. as of 30 September 2025.

^(****) Transferred to Alsim Alarko San. Tes. ve Tic. A.Ş. as of 31 December 2025.

ALARKO HOLDİNG A.Ş. AND ITS SUBSIDIARIES

Notes to the Audited Consolidated Financial Statements
as of 31 December 2025

(Amounts are expressed in thousands of TL, based on the purchasing power of one thousand Turkish Lira ("TL") as of December 31, 2025, unless otherwise stated. Currencies other than TL are expressed in thousands unless otherwise stated.)

1. ORGANIZATION AND PRINCIPLE ACTIVITIES (CONTINUED)

Business activities, and in which country they operate, direct and indirect shareholdings of the subsidiaries, affiliates and jointly controlled entities included in the consolidation consist of the following (continued):

		Shareholding of the Group (%)	
		31 December 2025	31 December 2024
Company Name	Principle Activities		
Subsidiaries ^(*):			
Alsera Jeotermal Tarım Gıda San.ve Tic. A.Ş. (Turkey)	Greenhouse Based on Geothermal Energy	100,00	100,00
Alser Alarko Sermaye Yatırımları Holding A.Ş . (Turkey)	Financial Holding	100,00	100,00
Palmira Agro Gübre Sanayi ve Ticaret A.Ş. (Turkey)	Micro Granular Fertilizer Production	80,00	80,00
Alarko Gübre Fabrikaları Sanayi ve Ticaret A.Ş. (Turkey) ^(*****)	Manure Production and Marketing	-	100,00
Alarko Gıda Sanayi ve Ticaret A.Ş. (Turkey)	Food, Food Management	100,00	100,00
Alarko Havacılık Endüstri Yatırımları A.Ş. (Turkey)	Aviation and Aircraft Technical Maintenance	100,00	100,00
Albi Bitkisel İlaç Ham Maddeleri Üretim Sanayi ve Ticaret A.Ş. (Turkey)	Herbal Pharmaceutical Raw Materials	100,00	100,00
Genseed Tohum Islah ve Üretim A.Ş. (Turkey)	Seed Breeding and Production	80,00	80,00
Alarko Dijital Teknoloji Çözümleri A.Ş. (Turkey)	Information Technologies	100,00	100,00
Beybur Tarım ve Hayvancılık A.Ş. (Turkey)	Agriculture	100,00	100,00
Nata Tarım Üretim ve Ticaret A.Ş. (Turkey)	Greenhouse Farming Based on Geothermal Energy	100,00	100,00
	Greenhouse Farming Based on Geothermal Energy	-	100,00
Samdi Tarım Üretim ve Ticaret A.Ş. (Turkey) ^(***)	Greenhouse Farming Based on Geothermal Energy	-	100,00
Jedi Tarım Üretim ve Ticaret A.Ş. (Turkey) ^(****)	Greenhouse Farming Based on Geothermal Energy	-	100,00
Mekredi Tarım Üretim ve Ticaret A.Ş. (Turkey) ^(****)	Greenhouse Farming Based on Geothermal Energy	-	100,00
Camser Tarım Gıda A.Ş. (Turkey)	Agriculture and Greenhouse Cultivation	51,00	51,00
Seraf Tarım ve Hayvancılık A.Ş. (Turkey)	Agriculture	100,00	100,00
Too Alsera KZ (Kazakhstan)	Agriculture and Greenhouse Cultivation	100,00	100,00
Alfor Aviation and Technical Services Ltd. (United Kingdom, Wales)	Aviation and Aircraft Maintenance Services	51,00	51,00
Seraverde Jeotermal Tarım Gıda Sanayi ve Ticaret A.Ş. (Turkey) ^(***)	Agriculture and Greenhouse Cultivation	100,00	-
Alfor Havacılık ve Teknik Hizmetler A.Ş. (Turkey) ^(***)	Aviation and Aircraft Maintenance Services	51,00	-
Alarko Gotion Green Energy Enerji Depolama Sistemleri Üretim A.Ş. (Turkey) ^(****)	Manufacturing of Energy Storage Systems	60,00	-
Sanrose Tarım Sanayi ve Ticaret A.Ş. (Turkey) ^(*****)	Production, Trading and Marketing of Floriculture Greenhouse Products	100,00	-
	Geothermal-Based Greenhouse Cultivation	75,00	-

(*) Included in the consolidation using the full consolidation method.
(**) Listed on Borsa İstanbul A.Ş. and publicly traded.
(***) Included in the consolidation as of 31 March 2025.
(****) Transferred to Nata Tarım Üretim ve Ticaret A.Ş. as of 30 June 2025.
(*****) Included in the consolidation as of 30 June 2025.
(*****) Included in the consolidation as of 30 September 2025.
(*****) Transferred to Alarko Tarım Sanayi ve Ticaret A.Ş. as of 30 September 2025.

ALARKO HOLDİNG A.Ş. AND ITS SUBSIDIARIES

Notes to the Audited Consolidated Financial Statements
as of 31 December 2025

(Amounts are expressed in thousands of TL, based on the purchasing power of one thousand Turkish Lira ("TL") as of December 31, 2025, unless otherwise stated. Currencies other than TL are expressed in thousands unless otherwise stated.)

1. ORGANIZATION AND PRINCIPLE ACTIVITIES (CONTINUED)

Business activities, and in which country they operate, direct and indirect shareholdings of the subsidiaries, affiliates and jointly controlled entities included in the consolidation consist of the following (continued):

		Shareholding of the Group (%)	
		31 December 2025	31 December 2024
Company Name	Principle Activities		
Joint Controlled Entities ^(*) :			
Alarko Carrier Sanayi ve Ticaret A.Ş. (Turkey) ^(**)	Heating, Cooling , Air Conditioning Equipment Manufacturing	42,03	42,03
Obrascon Huarte Lain SA – Alsim Alarko San.Tes.ve Ticaret A.Ş. (Spain)	TCDD Ankara – Eskişehir High Speed Railway Project	45,00	45,00
Alarko – Makyol Adi Ortaklığı (Turkey) ^(****)	Subway Construction Project	-	49,99
Alcen Enerji Dağıtım ve Perakende Satış Hiz.A.Ş.(Turkey)	Establishing, Transferring or Operating Electrical Power Distribution Facility	50,00	50,00
Meram Elektrik Dağıtım A.Ş. (Turkey)	Electrical Power Distribution	50,00	50,00
Meram Elektrik Enerjisi Toptan Satış A.Ş. (Turkey)	Electrical Power Sale	50,00	50,00
Cenal Elektrik Üretim A.Ş. (Turkey)	Constructing and Administrating	50,00	50,00
Meram Elektrik Perakende Satış A.Ş.(Turkey)	Electrical Power Sale	50,00	50,00
Utilitek Bilgi Teknolojileri A.Ş.(Turkey)	Computer Programming Activities	50,00	50,00
Alcen Enerji Toplayıcılık A.Ş. (Turkey) ^(*****)	Elektrik Piyasasında Toplayıcılık	50,00	-
Obrascon Huarte Lain SA – Alsim Alarko San.Tes.ve Ticaret A.Ş. (Turkey)	TCDD Ankara-Eskişehir High Speed Train Project	45,00	45,00
Bakad Investment & Operation LLP (Kazakhstan)	Construction Works	33,30	33,30
Bakad International B.V. (Holland)	Non-Financial Holding	33,30	33,30
Barr Operation and Maintenance LLP (Kazakhstan)	Highway Maintenance and Operation	25,00	25,00
Sanrose Tarım Sanayi ve Ticaret A.Ş. (Turkey) ^(*****)	Flower Horticulture Production, Purchase and Sale, and Marketing	-	25,00
İpeks Jeotermal Enerji Tarım Sanayi Ticaret A.Ş. (Turkey) ^(*****)	Greenhouse Farming Based on Geothermal Energy	-	49,00
Joint Activities ^(*) :			
Alarko Cengiz Metro Ortak Girişimi (Turkey)	Subway Construction Project	49,99	49,99
Bükreş Uluslararası Havalimanı Demiryolu Bağlantısı 6. Metro Kesimi (Romania)	Subway Construction Project	49,99	49,99

(*) Included in the consolidation using the equity method.
(**) Included in the consolidation using the proportional consolidation method.
(***) Listed on Borsa İstanbul A.Ş. and publicly traded.
(****) Transferred to Alsim Alarko San. Tes. ve Tic. A.Ş. as of 31 March 2025.
(*****) Included in the consolidation as of 30 June 2025. As of 8 October 2025, the trade name of Meram Enerji Toplayıcı A.Ş. was changed to Alcen Enerji Toplayıcılık A.Ş.
(*****) Included in the consolidation using the full consolidation method as of 30 September 2025.

		Shareholding of the Group (%)	
		31 December 2025	31 December 2024
Company Name	Principle Activities		
Subsidiaries ^(*):			
Al-Riva Projesi Arazi Değ. Konut İnş. ve Tic. A.Ş (Turkey) ^(**)	Residence, Construction	12,14	12,14
Al-Riva Arazi Değ. Konut İnş. ve Tic. A.Ş. (Turkey) ^(**)	Residence, Construction	2,63	2,63
Al-Riva Arazi Değ. Konut İnş., Tur. Tes. Golf İşl. ve Tic. A.Ş. (Turkey) ^(**)	Residence, Construction and Tourism Facility Management	2,28	2,28

(*) Included in the consolidation by equity method.
(**) The Parent Company has a ratio of 40% control and profit owning from affiliates.

ALARKO HOLDİNG A.Ş. AND ITS SUBSIDIARIES

*Notes to the Audited Consolidated Financial Statements
as of 31 December 2025*

(Amounts are expressed in thousands of TL, based on the purchasing power of one thousand Turkish Lira ("TL") as of December 31, 2025, unless otherwise stated. Currencies other than TL are expressed in thousands unless otherwise stated.)

1. ORGANIZATION AND PRINCIPLE ACTIVITIES (CONTINUED)

The address of the Parent Company's head office is as follows:

Muallim Naci Cad. No : 69 Ortaköy / İSTANBUL

As of 31 December 2025, and 2024, the shareholding structure is as follows:

	31 December 2025	31 December 2024
Name	Shareholding	Shareholding
Alaton Family	29,04%	29,04%
Garih Family	30,72%	30,72%
Other ^(*)	40,24%	40,24%
Total	100,00%	100,00%

(*) It shows the total of shareholdings which is share is less than 10%.

The shares of Alarko Holding A.Ş. are traded in the Borsa Istanbul A.Ş. (BIST) since May 24, 1989, and as of 31 December 2025, 37,08 % of the Company shares are offered to public.

Alarko Carrier Sanayi ve Ticaret A.Ş., a jointly controlled entity, is registered at the Capital Markets Board (CMB) and 15,94% of its shares are offered to public. The shares are traded at the BIST since January 27, 1992.

Alarko Gayrimenkul Yatırım Ortaklığı A.Ş. (subsidiary) is registered at the Capital Markets Board (CMB) and 48,77% of its shares are offered to public. The shares are traded at the BIST since 1996.

The average number of employees during the period with respect to categories is as follows:

	31 December 2025	31 December 2024
Salary earners	1.900	1.862
Wage earners	4.083	3.944
Total	5.983	5.806

2. BASIS OF PRESENTATION OF THE CONSOLIDATED FINANCIAL STATEMENTS

i. Basis of presentation

Statement of compliance to TFRS

The accompanying consolidated financial statements have been prepared based on Turkish Accounting Standards/Turkish Financial Reporting Standards ("TAS/TFRS") and attachments and interpretations of the aforementioned standards in line with international standards published by POA in accordance with "Communique on Principles regarding Financial Reporting in Capital Markets" ("the Communiqué") numbered Seri II, 14,1 of CMB published in Official Gazette dated June 13, 2013 and numbered 28676, TAS consists of Turkish Accounting Standards and attachments and interpretations of aforementioned standards.

The accompanying consolidated financial statements and footnotes have been presented in accordance with the formats determined in the Financial Statement Examples and User Guide published by the CMB and in accordance with the 2024 TFRS taxonomy published by the POA on April 15, 2019 and updated on July 3, 2024.

ALARKO HOLDİNG A.Ş. AND ITS SUBSIDIARIES

*Notes to the Audited Consolidated Financial Statements
as of 31 December 2025*

(Amounts are expressed in thousands of TL, based on the purchasing power of one thousand Turkish Lira ("TL") as of December 31, 2025, unless otherwise stated. Currencies other than TL are expressed in thousands unless otherwise stated.)

2. BASIS OF PRESENTATION OF THE CONSOLIDATED FINANCIAL STATEMENTS (CONTINUED)

i. Basis of presentation (continued)

Statement of compliance to TFRS (continued)

The consolidated financial statements are based on the statutory records, with adjustments and reclassifications for the purpose of fair presentation in accordance with the Turkish Accounting Standards published by the POA. Alarko Holding A.Ş. and its subsidiaries, joint operations, jointly controlled entities and affiliates registered in Turkey maintain their books of account and prepare their statutory financial statements ("Statutory Financial Statements") in accordance with the Turkish Commercial Code ("TCC"), tax legislation and the Uniform Chart of Accounts ("UCA"), issued by the Ministry of Finance. Foreign subsidiaries, joint ventures and associates maintain their books of account in accordance with the laws and regulations in force in the countries in which they are registered. These consolidated financial statements have been prepared under the historical cost and fair value conversion.

Restatement Of Financial Statements During The Hyperinflationary Periods

With the statement made by the Public Oversight Accounting and Auditing Standards Authority (POA) on November 23, 2023, businesses applying TFRS have started to apply inflation accounting in accordance with TAS 29 Financial Reporting Standard in Hyperinflationary Economies as of their financial statements for the annual reporting period ending on or after December 31, 2023. TAS 29 is applied to the financial statements of businesses whose functional currency is the currency of a hyperinflationary economy.

The accompanying financial statements are prepared according to the historical cost principle, except for those measured at fair value. All comparative amounts of the financial statements and previous periods have been adjusted according to the changes in the general purchasing power of the Turkish Lira in accordance with TAS 29 and finally expressed in terms of the purchasing power of the Turkish Lira on December 31, 2025.

In the application of TAS 29, the company used the correction coefficients obtained according to the Consumer Price Indexes (CPI) published by the Turkish Statistical Institute in accordance with the guidance of the POA. The indexes and correction coefficients used in the correction of the financial statements as of December 31, 2025 are as follows:

Date	Index	Correction Coefficient
31 December 2025	3.513,87	1,00000
31 December 2024	2.684,55	1,30892
31 December 2023	1.859,38	1,88981

ALARKO HOLDİNG A.Ş. AND ITS SUBSIDIARIES

Notes to the Audited Consolidated Financial Statements
as of 31 December 2025

(Amounts are expressed in thousands of TL, based on the purchasing power of one thousand Turkish Lira ("TL") as of December 31, 2025, unless otherwise stated. Currencies other than TL are expressed in thousands unless otherwise stated.)

2. BASIS OF PRESENTATION OF THE CONSOLIDATED FINANCIAL STATEMENTS (CONTINUED)

i. Basis of presentation (continued)

Restatement Of Financial Statements During The Hyperinflationary Periods (continued)

In order to make the necessary adjustments to the financial statements in accordance with IAS 29, assets and liabilities were first separated as monetary and non-monetary, and non-monetary assets and liabilities were subjected to an additional separation as those measured at current value and those measured at cost value.

Monetary items (except those linked to an index) and non-monetary items measured at their current value at the end of the reporting period have not been subject to inflation adjustment since they are currently expressed in the current measurement unit as of December 31, 2025. Non-monetary items not expressed in the measurement unit as of December 31, 2025 have been subject to inflation adjustment using the relevant coefficient. In cases where the inflation-adjusted value of non-monetary items exceeds the recoverable amount or net realizable value, the carrying value has been reduced by applying the relevant TFRS. In addition, inflation adjustments have been made to all items in the statement of equity items and profit or loss and other comprehensive income. Non-monetary items acquired or assumed before January 1, 2005, when the Turkish Lira ceased to be defined as the currency of a hyperinflationary economy, and equity items established or put into operation before this date have been adjusted according to the changes in the CPI from January 1, 2005 to December 31, 2025.

Currency used

The functional currency of the Parent Company is Turkish Lira (TL) and the accompanying consolidated financial statements and related notes are presented in Turkish Lira(TL). The functional currencies of the subsidiaries, joint operations and jointly controlled entities of the Parent Company located in Spain, Russia, Ukraine, Kazakhstan, Romania, Holland and United Kingdom are Euro, Ruble, Hryvnia, Tenge, Ron USD and British Pound respectively. The items of statements of financial position are translated into TL at the foreign exchange rate at the reporting date, and income and expenses are translated at the yearly average rate. Profits or losses arising from translation are stated in the "foreign currency translation differences" in the statement of profit or loss and other comprehensive income.

Approval of consolidated financial statements

Consolidated financial statements as of 31 December 2025 are approved at 10 March 2026 by the Company's Board of Directors. General Assembly and other regulatory organs reserve their right to modify and change these consolidated financial statements.

ALARKO HOLDİNG A.Ş. AND ITS SUBSIDIARIES

Notes to the Audited Consolidated Financial Statements
as of 31 December 2025

(Amounts are expressed in thousands of TL, based on the purchasing power of one thousand Turkish Lira ("TL") as of December 31, 2025, unless otherwise stated. Currencies other than TL are expressed in thousands unless otherwise stated.)

2. BASIS OF PRESENTATION OF THE CONSOLIDATED FINANCIAL STATEMENTS (CONTINUED)

i. Basis of presentation (continued)

Comparative information and restatement of prior period financial statements

Consolidated financial statements of the Group have been prepared comparatively with the prior period in order to give information about financial position and performance trends. In order to maintain consistency with current year consolidated financial statements, comparative information is reclassified and significant changes are disclosed if necessary.

In the consolidated profit/loss and other comprehensive income statement dated December 31, 2024, income from money market funds included in the other income from operating activities, TL 333.228, has been classified as financial income.

While preparing the consolidated financial statements as at 31 December 2025, due to the fact that the effect of restating the investment amount related to the foreign subsidiary included in the consolidated financial statements as at 31 December 2024 to the current purchasing power in accordance with TAS 29 "Financial Reporting in Hyperinflationary Economies" was not recognized under the monetary loss or gain line item in the statement of profit or loss, in accordance with TAS 8 "Accounting Policies, Changes in Accounting Estimates and Errors", it has been accounted for retrospectively on a line-by-line basis for each financial statement item, and the consolidated statements of financial position as at 31 December 2024 and 31 December 2023 (from which the consolidated statement of financial position as at 1 January 2024 is derived) as well as the consolidated statement of changes in equity, the consolidated statement of profit or loss and other comprehensive income and the consolidated statement of cash flows for the year ended 31 December 2024 have been restated. The amounts of these adjustments on each financial statement item basis are presented in the tables below.

Statement of Financial Position				
	Previously Reported 31 December 2023	Restated for the Purchasing Power as at 31 December 2025 31 December 2023	Adjustments	Restated 31 December 2023
Items to be reclassified to profit or loss				
Accumulated other comprehensive income / (expenses) – Foreign currency translation differences	1.994.294	3.768.832	(1.758.376)	2.010.456
Retained earnings	28.683.159	54.204.293	805.380	55.009.673
Net profit / (loss) for the period	6.625.321	12.520.581	952.996	13.473.577
Statement of Financial Position				
	Previously Reported 31 December 2024	Restated for the Purchasing Power as at 31 December 2025 31 December 2024	Adjustments	Restated 31 December 2024
Items to be reclassified to profit or loss				
Accumulated other comprehensive income / (expenses) – Foreign currency translation differences	3.304.520	4.325.365	(2.252.692)	2.072.673
Retained earnings	49.022.950	64.166.814	1.758.376	65.925.190
Net profit / (loss) for the period	1.757.270	2.300.134	494.316	2.794.450
Statement of Profit or Loss and Other Comprehensive Income				
	Previously Reported 2024	Restated for the Purchasing Power as at 31 December 2025 2024	Adjustments	Restated 2024
Profit or Loss Section :				
Net monetary position gains / (losses)				
Other Comprehensive Income Section:	(1.214.879)	(1.590.181)	494.316	(1.095.865)
- Share of other comprehensive income of investments accounted for using the equity method				
Items to be reclassified to profit or loss	(396.573)	(519.083)	(494.316)	(1.013.399)

ALARKO HOLDİNG A.Ş. AND ITS SUBSIDIARIES

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2. BASIS OF PRESENTATION OF THE CONSOLIDATED FINANCIAL STATEMENTS (CONTINUED)

i. Basis of presentation (continued)

Going concern

The consolidated financial statements including the accounts of the Parent Company, its associates, joint ventures and subsidiaries have been prepared assuming that the Group will continue as a going concern on the basis that the entity will be able to realize its assets and discharge of liabilities in the normal course of business.

ii. Consolidation principles:

- (a) The consolidated financial statements include the accounts of the parent company, Alarko Holding A.Ş. its Subsidiaries and its Associates on the basis set out in sections (b) to (f) below. The financial statements of the companies included in the scope of consolidation have been prepared as of the date of the consolidated financial statements with adjustments and reclassifications for the purpose of fair presentation in accordance with Turkish Accounting Standards published by the Public Oversight Accounting and Auditing Standards Authority of Turkey and the application of uniform accounting policies and presentation.
- (b) Subsidiaries are companies over which Alarko Holding A.Ş. has the power to control directly and indirectly by themselves. Control is normally evidenced when the Company controls an investee if and only if the company has all the following; a) power over the investee b) exposure, or rights, to variable returns from its involvement with the investee and c) the ability to use its power over the investee to affect the amount of company's returns.

The statements of financial position and statements of profit or loss and other comprehensive income of the Subsidiaries are consolidated on a line-by-line basis and the carrying value of the investment held by Alarko Holding A.Ş. and its Subsidiaries is eliminated against the related equity. Intercompany transactions and balances between Alarko Holding A.Ş. and its Subsidiaries are eliminated during the consolidation. The nominal amount of the shares held by Alarko Holding A.Ş. in its Subsidiaries and the associated dividends are eliminated from equity and income for the period, respectively.

Subsidiaries are consolidated from the date on which the control is transferred to the Group and are no longer consolidated from the date that the control ceases.

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2. BASIS OF PRESENTATION OF THE CONSOLIDATED FINANCIAL STATEMENTS (CONTINUED)

ii. Consolidation principles (continued)

- (c) Jointly controlled entities are companies in respect of which there are contractual arrangements through which an economic activity is undertaken subject to joint control by Alarko Holding A.Ş. and one or more other parties. Alarko Holding A.Ş. exercises such joint control through the power to exercise the voting rights relating to shares in the companies as a result of ownership interest directly and indirectly by itself. The Group's interest in jointly controlled entities is investments accounted by equity method, the Group's interest in joint operations is accounted by proportional consolidation method.
- (d) Associates are accounted for using the equity method, The Group has power to participate in the financial and operating policy decisions but not control them. Unrealised gains or losses arising from transactions between the Group and its associates are eliminated to the extent of the Group's interest in the associates.
- (e) Available-for-sale financial assets in which the Group does not exercise a significant influence or which are immaterial and do not have quoted market prices in active markets and whose fair values can not be reliably measured, are carried at cost, less any accumulated impairment loss.
- (f) Shares of uncontrollable companies on all balances and transactions of/with the Subsidiaries in the notes to the consolidated financial statements are presented with the Total ownership interest of the Group in the non-controlling interest.
- (g) Business Combinations Under Common Control:

The merger transactions that took place within the Group and the details of which are given in footnote 3 are mergers involving businesses under common control, and the "TFRS 3 Business Combinations" standard has not been applied. Since there is no specific provision in TFRS regarding the accounting of mergers carried out by businesses under common control, a principle decision was published by the POA on October 17, 2018 in order to eliminate the differences in accounting policies that may be seen in practices on this subject.

iii. Changes in accounting estimates and errors

Consolidated statements of financial position as of 31 December 2025 and 2024 and notes selected in relation to these consolidated statements of financial position as well as the consolidated statements of profit or loss and other comprehensive income, consolidated cash flows and consolidated changes in equity for the years ended have been presented comparatively.

The Alarko Group has applied its accounting policies consistently with the prior year. Significant changes in accounting policies and identified material accounting errors are applied retrospectively, and prior period financial statements are restated accordingly. Changes in accounting estimates are applied prospectively and are recognized in the period in which the change is made and, where applicable, in future periods.

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2. BASIS OF PRESENTATION OF THE CONSOLIDATED FINANCIAL STATEMENTS (CONTINUED)

iv. Summary of significant accounting policies

The accounting policies used in preparing the consolidated financial statements for the accounting period ended 31 December 2025 have been applied consistently with those used in the previous year, except for the new and amended Turkish Accounting Standards ("TAS")/Turkish Financial Reporting Standards ("TFRS") and TAS/ TFRS interpretations effective as of 1 January 2025, as summarized below. The impact of these standards and interpretations on the Community's financial position and performance is explained in the relevant paragraphs.

a) Standards, amendments, and interpretations applicable as at 1 January 2025:

Amendments to IAS 21 - Lack of exchangeability;

IAS 21 was issued in May 2024. The amendments specify how an entity should assess whether a currency is exchangeable and how it should determine a spot exchange rate when exchangeability is lacking. When an entity estimates a spot exchange rate because a currency is not exchangeable into another currency, it discloses information that enables users of its financial statements to understand how the currency not being exchangeable into the other currency affects, or is expected to affect, the entity's financial performance, financial position and cash flows. When applying the amendments, an entity cannot restate comparative information. The amendments did not have a significant impact on the consolidated financial position or performance of the Group.

b) Standards, amendments, and interpretations that are issued but not effective as at 31 December 2025:

IFRS 10 and IAS 28 Amendments: Asset Sales or Contributions by an Investor Entity to an Associate or Joint Venture;

The KGK (Turkish Accounting Standards Board) has indefinitely postponed the effective date of the amendments to IFRS 10 and IAS 28 made in December 2017, subject to further changes based on the ongoing research project findings regarding the equity method. However, early application is still permitted.

IFRS 17 – New Insurance Contracts Standard;

In February 2019, the KGK published IFRS 17, a comprehensive new accounting standard covering accounting and measurement, presentation, and disclosure for insurance contracts. IFRS 17 introduces a model that enables both the measurement of liabilities arising from insurance contracts at their current balance sheet values and the recognition of profit over the period in which services are provided. The KGK announced that the mandatory effective date of the Standard has been postponed to accounting periods beginning on or after January 1, 2027

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2. BASIS OF PRESENTATION OF THE CONSOLIDATED FINANCIAL STATEMENTS (CONTINUED)

iv. Summary of significant accounting policies (continued)

b) Standards, amendments, and interpretations that are issued but not effective as at 31 December 2025 (continued)

IFRS 9 and IFRS 7 Amendments – Classification and Measurement of Financial Instruments;

In August 2025, the Public Oversight Board (KGK) published amendments to the classification and measurement of financial instruments (relating to IFRS 9 and IFRS 7). The amendment clarified that financial liabilities will be derecognized from the financial statements on their maturity date.

However, the amendment also introduced an accounting policy preference for derecognizing financial liabilities fulfilled through electronic payment systems before their maturity date, provided certain conditions are met. Furthermore, the amendment provides clarifying provisions on how to assess the contractual cash flow characteristics of financial assets with Environmental, Social Governance (ESG) related or similar conditional characteristics, as well as on applications for assets that do not give rise to unlimited liability and financial instruments linked by contracts. In addition, this amendment adds further disclosures to IFRS 7 for financial assets and liabilities containing contractual provisions referencing a contingent event (including those related to ESG), and for equity-based financial instruments measured at fair value in other comprehensive income. This amendment will take effect for the annual reporting period beginning on or after January 1, 2026. Entities may apply the changes to the classification of financial assets and related disclosures earlier and later. The new provisions will be applied retrospectively by making an adjustment to the opening balance of retained earnings (losses) from previous years.

IFRS 9 and IFRS 7 Amendments – Contracts Based on Naturally Affordable Electricity;

The KGK (Turkish Accounting Standards Board) published the amendment to "Contracts Based on Naturally Affordable Electricity" (relating to IFRS 9 and IFRS 7) in August 2025. The amendment clarifies the application of the self-use exception and allows for hedge accounting when such contracts are used as a hedge. The amendment also introduces new disclosure requirements to enable investors to understand the impact of these contracts on the entity's financial performance and cash flows. The amendment takes effect for annual reporting periods beginning on or after January 1, 2026. Early application is permitted and, in case of early application, this fact will be disclosed in the notes. The clarifications regarding the self-use exception apply retrospectively, but the provisions allowing for hedge accounting apply prospectively to new hedging relationships defined on or after the initial application date.

Annual Improvements to IFRS – Volume 11;

The Public Oversight Board (KGK) published "Annual Improvements to IFRS – Volume 11" in September 2025, including the following changes:

- *IFRS 1 First Application of Turkish Financial Reporting Standards* - Hedging accounting performed by an entity applying IFRS for the first time: The change was made to eliminate potential confusion arising from inconsistencies between the statements in IFRS 1 and the provisions regarding hedging accounting in IFRS 9.
- *IFRS 7 Financial Instruments: Disclosures - Gains or losses related to exclusion from financial statements:* In IFRS 7, the expression of unobservable inputs has been changed and a reference to IFRS 13 has been added.
- *IFRS 9 Financial Instruments* - Deregistration of Lease Liability by Lessee and Transaction Price: IFRS 9 has been amended to clarify that when a lease liability is eliminated for the lessee, the gain or loss arising from the lessee's application of the deregistration provisions in IFRS 9 will be recognized in profit or loss. Additionally, the reference to the transaction price has been removed from IFRS 9

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2. BASIS OF PRESENTATION OF THE CONSOLIDATED FINANCIAL STATEMENTS (CONTINUED)

iv. Summary of significant accounting policies (continued)

b) Standards published but not yet in effect and not implemented early as of December 31, 2025 (continued):

Annual Improvements to IFRS – Volume 11 (continued)

- *IFRS 10 Consolidated Financial Statements - Determination of the “actual agent”*: The Standard has been amended to address inconsistencies in the IFRS 10 paragraphs.
- *IAS 7 Cash Flow Statement - Cost method*: Following previous amendments that removed the term “cost method,” this expression has been deleted from the Standard.

The amendments will take effect for annual reporting periods beginning on or after January 1, 2026, and early application is possible for all amendments.

IFRS 18 – The new Standard for Presentation and Disclosure in Financial Statements; In May 2025, the KGK (Turkish Accounting Standards Board) published IFRS 18, which replaces IAS 1. IFRS 18 introduces new provisions regarding the presentation of the income statement, including the provision of specific totals and subtotals. IFRS 18 requires entities to present all income and expenses included in the income statement within one of five categories: operating activities, investing activities, financing activities, income taxes, and discontinued operations. The standard also requires the disclosure of performance metrics determined by management and introduces new provisions for the aggregation or disaggregation of financial information in accordance with the roles defined for the primary financial statements and notes. The publication of IFRS 18 also resulted in certain changes to other financial reporting standards such as IAS 7, IAS 8, and IAS 34. IFRS 18 and related amendments will take effect for reporting periods beginning on or after January 1, 2027. However, early implementation is permitted. IFRS 18 will be applied retroactively.

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2. BASIS OF PRESENTATION OF THE CONSOLIDATED FINANCIAL STATEMENTS (CONTINUED)

iv. Summary of significant accounting policies (continued)

b) Standards published but not yet in effect and not implemented early as of December 31, 2025 (continued):

IFRS 19 Subsidiaries without Public Accountability: Disclosures;

In August 2025, the KGK (Turkish Accounting Standards Board) published IFRS 19, offering certain entities the option of providing reduced disclosures when applying the recognition, measurement, and presentation requirements of IFRS financial statements. Unless otherwise specified, entities within the scope that choose to apply IFRS 19 will not be required to apply the disclosure requirements of other IFRS standards. An entity with a parent company (intermediate or ultimate) that is a subsidiary, not publicly accountable, and prepares consolidated financial statements compliant with IFRS and available to the public may choose to apply IFRS 19. IFRS 19 enters into force on or after January 1, 2027, but early application is permitted. If early application of this Standard is preferred, this fact shall be disclosed in the notes. In the first reporting period (annual or interim) in which this Standard is applied for the first time, the disclosures presented for the comparison period must be aligned with the disclosures presented in the current period in accordance with IFRS 19.

c) Amendments published by the International Accounting Standards Board (IASB) but not yet published by the Turkish Accounting Standards Board (KGK)

The following amendments to IAS 21 have been published by the IASB but have not yet been incorporated into/ published by the KGK as part of IFRS. Therefore, they do not form part of IFRS. The Community will make the necessary changes to the consolidated financial statements and footnotes after these amendments enter into force in IFRS.

Amendments to IAS 21 – Translation to a Hyperinflationary Presentation Currency;

The amendments published by the IASB effective November 2025 mandate the use of the closing exchange rate when translating from a functional currency of a non-high-inflation economy to a presentation currency of a high-inflation economy. Accordingly, an entity whose functional currency is the currency of a non-high-inflation economy but whose presentation currency is the currency of a high-inflation economy shall use the closing exchange rate at the end of the current period for all relevant amounts (i.e., assets, liabilities, equity items, income and expenses), including comparative amounts, when translating its operating results and financial position. However, an entity whose functional currency and presentation currency are the currency of a high-inflation economy shall express comparative amounts relating to a foreign entity whose functional currency is the currency of a non-high-inflation economy in its current unit of measurement by applying the general price index in accordance with IAS 29. These amendments also introduce certain additional disclosure obligations.

The impact of these amendments on the Group's financial position and performance is being assessed.

2. BASIS FOR PRESENTATION OF CONSOLIDATED FINANCIAL STATEMENTS (CONTINUED)

v. Summary of Significant Accounting Policies and Evaluation Methods

Financial instruments

Financial assets

Financial assets that are bought and sold in the regular way are recorded or removed at the transaction date.

The Group classifies its financial assets as (a) The business model used by the entity to manage the financial assets, (b) Measured at amortized cost, at fair value through other comprehensive income or at fair value through profit or loss, based on the characteristics of the contractual cash flows of the financial asset. When the entity changes only the business model used to manage the financial assets, it reclassifies all financial assets affected by this change. The reclassification of financial assets is applied prospectively from the reclassification date. In such cases, no adjustments are made for the gains, losses (including impairment gains or losses) or interests previously recognized in the financial statements.

Classification of financial assets

Financial assets that meet the following conditions are subsequently measured at amortized cost:

- the financial asset is held under a business model that aims to collect contractual cash flows; and
- the contractual terms of the financial asset give rise to cash flows that consist solely of payments of principal and interest on the principal amount outstanding on specified dates.

Financial assets that meet the following conditions are measured by reflecting the change in fair value through other comprehensive income:

- the financial asset is held under a business model that aims to collect the contractual cash flows and sell the financial asset; and
- the contractual terms of the financial asset give rise to cash flows that consist solely of payments of principal and interest on the principal amount outstanding on specified dates.

If a financial asset is not measured at amortised cost or FVOCI, it is measured at FVOCI.

At initial recognition, the Group may make an irrevocable choice to present subsequent changes in the fair value of an investment in an equity instrument not held for trading purposes in other comprehensive income.

2. BASIS FOR PRESENTATION OF CONSOLIDATED FINANCIAL STATEMENTS (CONTINUED)

v. Summary of Significant Accounting Policies and Evaluation Methods (continued)

Financial instruments (continued)

Financial assets (continued)

(i) Amortised cost and effective interest method

Interest income on financial assets carried at amortized cost is calculated using the effective interest method. The effective interest method is a method of calculating the amortised cost of a debt instrument and of allocating interest income over the relevant period. This income is calculated by applying the effective interest rate to the gross carrying amount of the financial asset:

- (a) Credit-impaired financial assets when purchased or generated. For such financial assets, the Company applies the effective interest rate on the amortized cost of a financial asset based on the loan from the date of the recognition in the financial statements.
- (b) Non-financial assets that are impaired at the time of acquisition or generation but subsequently become a financial asset that has been impaired. For such financial assets, the Company applies the effective interest rate to the amortized cost of the asset in the subsequent reporting periods.

Interest income is recognised using the effective interest method for debt instruments measured subsequently at amortised cost. Interest income is recognized in profit or loss and shown under "finance income - interest income".

(ii) Financial assets classified as at FVTOCI

The fair value change of the bonds held by the Group is reflected in other comprehensive income. The fair value is determined as described in Note 2 (v). Bonds are first measured by adding transaction costs to their fair value. Then, in these private sector bonds, changes arising from exchange rate gains and losses, impairment gains or losses and interest income calculated using the effective interest method are recognized in profit or loss. The amounts recognized in profit or loss are the same as those that would be recognized in profit or loss if these bonds are measured at amortized cost.

All other changes in the carrying amount of these corporate bonds are recognised in other comprehensive income and accumulated under the heading of investments revaluation reserve. When these corporate bonds are derecognised, the cumulative gains or losses previously recognised in other comprehensive income are reclassified to profit or loss.

(iii) Equity instruments designated as at FVTOCI

At initial recognition, the Group may make an irrevocable choice to present subsequent changes in the fair value of an investment in an equity instrument not held for trading purposes in other comprehensive income.

2. BASIS OF PRESENTATION OF THE CONSOLIDATED FINANCIAL STATEMENTS (CONTINUED)

v. Summary of Significant Accounting Policies and Evaluation Methods (continued)

Financial instruments (continued)

Financial assets (continued)

(iii) Equity instruments designated as at FVTOCI (continued)

A financial asset is held for trading if:

- it has been acquired principally for the purpose of selling it in the near term; or
- on initial recognition it is part of a portfolio of identified financial instruments that the Group manages together and has evidence of a recent actual pattern of short-term profit-taking; or
- it is a derivative (except for a derivative that is a financial guarantee contract or a designated and effective hedging instrument)

Investments in equity instruments at FVTOCI are initially measured at fair value plus transaction costs. Subsequently, they are measured at fair value with gains and losses arising from changes in fair value recognised in other comprehensive income and accumulated in the investments revaluation reserve. The cumulative gain or loss is not to be reclassified to profit or loss on disposal of the equity investments, instead, it is transferred to retained earnings.

Dividends on these investments in equity instruments are recognised in profit or loss in accordance with TFRS 9, unless the dividends clearly represent a recovery of part of the cost of the investment. Dividends are included in the 'income from investing activities' line item (Note 30) in profit or loss.

(iv) Financial assets at FVTPL

Financial assets that do not meet the criteria for measurement over amortized costs or by reflecting fair value change to other comprehensive income are measured by reflecting fair value change to profit or loss.

Financial assets whose fair value change is reflected in profit or loss are measured at their fair values at the end of each period and all fair value changes are accounted in profit or loss unless the relevant financial assets are part of hedging transactions.

2. BASIS OF PRESENTATION OF THE CONSOLIDATED FINANCIAL STATEMENTS (CONTINUED)

v. Summary of Significant Accounting Policies and Evaluation Methods (continued)

Financial instruments (continued)

Financial assets (continued)

Foreign exchange gains and losses

The carrying amount of financial assets that are denominated in a foreign currency is determined in that foreign currency and translated at the spot rate at the end of each reporting period. Specifically,

- for financial assets measured at amortised cost that are not part of a designated hedging relationship, exchange differences are recognised in profit or loss;
- for debt instruments measured that are not part of a designated hedging relationship, exchange differences on the amortised cost of the debt instrument are recognised in profit or loss;. Other exchange differences are recognised in other comprehensive income;
- for financial assets measured that are not part of a designated hedging relationship, exchange differences are recognised in profit or loss; and
- for equity instruments measured, exchange differences are recognised in other comprehensive income.

Impairment of financial assets

The Group recognises a loss allowance for expected credit losses on investments in debt instruments that are measured at amortised cost or at FVTOCI lease receivables, trade receivables and contract assets, as well as financial guarantee contracts. The amount of expected credit losses is updated at each reporting date to reflect changes in credit risk since initial recognition of the respective financial instrument.

The Group utilizes a simplified approach for trade receivables, contract assets and lease receivables that does not have significant financing component and calculates the allowance for impairment against the lifetime ECL of the related financial assets.

For all other financial instruments, the Group recognises lifetime ECL when there has been a significant increase in credit risk since initial recognition. However, if on the other hand, the credit risk on the financial instrument has not increased significantly since initial recognition, the Group measures the loss allowance for that financial instrument at an amount equal to 12-month ECL.

Measurement and recognition of expected credit losses

The measurement of expected credit losses is a function of the probability of default, loss given default (i.e. the magnitude of the loss if there is a default) and the exposure at default. The assessment of the probability of default and loss given default is based on historical data adjusted by forward-looking information as described above. As for the exposure at default, for financial assets, this is represented by the assets' gross carrying amount at the reporting date.

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2. BASIS OF PRESENTATION OF THE CONSOLIDATED FINANCIAL STATEMENTS (CONTINUED)

v. Summary of Significant Accounting Policies and Evaluation Methods (continued)

Financial instruments (continued)

Financial assets (continued)

Measurement and recognition of expected credit losses (continued)

For financial assets, the expected credit loss is estimated as the difference between all contractual cash flows that are due to the Group in accordance with the contract and all the cash flows that the Group expects to receive, discounted at the original effective interest rate (or credit based adjusted effective interest rate for financial assets with credit-value impairment when purchased or incurred).

Derecognition of financial assets

The Group derecognises a financial asset only when the contractual rights to the cash flows from the asset expire, or when it transfers the financial asset and substantially all the risks and rewards of ownership of the asset to another entity.

On derecognition of a financial asset measured at amortised cost, the difference between the asset's carrying amount and the sum of the consideration received and receivable is recognised in profit or loss. In addition, on derecognition of an investment in a debt instrument classified as at FVTOCI, the cumulative gain or loss previously accumulated in the investments revaluation reserve is reclassified to profit or loss. In contrast, on derecognition of an investment in equity instrument which the Group has elected on initial recognition to measure, the cumulative gain or loss previously accumulated in the investments revaluation reserve is not reclassified to profit or loss, but is transferred to retained earnings.

Financial liabilities

Financial liabilities are classified as at FVTPL on initial recognition. On initial recognition of liabilities other than those that are recognised at FVPTL, transaction costs directly attributable to the acquisition or issuance thereof are also recognised in the fair value.

The entity classifies all of its financial liabilities, except for the liabilities below, at amortized cost in subsequent recognition.

- (a) Financial liabilities at FVTPL: These liabilities including derivative instruments are subsequently measured at fair value.
- (b) Financial liabilities arising if the transfer of the financial asset does not meet the conditions of derecognition from the financial statements or if the ongoing relationship approach is applied: When the Group continues to present an asset based on the ongoing relationship approach, a liability in relation to this is also recognised in the financial statements. The transferred asset and the related liability are measured to reflect the rights and liabilities that the Group continues to hold. The transferred liability is measured in the same manner as the net book value of the transferred asset.

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2. BASIS OF PRESENTATION OF THE CONSOLIDATED FINANCIAL STATEMENTS (CONTINUED)

v. Summary of significant accounting policies and assesment methods (continued)

Financial instruments (continued)

Financial liabilities (continued)

- (c) A contingent consideration recognized in the financial statements by the entity acquired in a business combination where TFRS 3 is applied: After initial recognition, the related contingent consideration is measured as at FVTPL.

The entity does not reclassify any financial liability.

Derecognition of financial liabilities

The Group derecognises financial liabilities when, and only when, the Group's obligations are discharged, cancelled or have expired. The difference between the carrying amount of the financial liability derecognised and the consideration paid and payable, including any noncash assets transferred or liabilities assumed, is recognised in profit or loss.

Derivative financial instruments

The Group enters into a variety of derivative financial instruments to manage its exposure to interest rate and foreign exchange rate risks, including foreign exchange forward contracts, options and interest rate swaps. Detailed information on derivative financial instruments is given in Note 13.

Derivatives are recognised initially at fair value at the date a derivative contract is entered into and are subsequently remeasured to their fair value at each reporting date. The resulting gain or loss is recognised in profit or loss immediately unless the derivative is designated and effective as a hedging instrument, in which event the timing of the recognition in profit or loss depends on the nature of the hedge relationship

A derivative with a positive fair value is recognised as a financial asset whereas a derivative with a negative fair value is recognised as a financial liability. Derivatives are not offset in the financial statements unless the Group has both legal right and intention to offset. A derivative is presented as a non-current asset or a non-current liability if the remaining maturity of the instrument is more than 12 months and it is not expected to be realised or settled within 12 months. Other derivatives are presented as current assets or current liabilities.

Borrowing costs

Borrowing costs are recognized as expense. Borrowing costs related to qualifying assets are directly added to the cost of the asset directly associated.

The borrowing costs are no longer capitalized when all activities required to make the qualifying asset ready to use or sale in accordance with the purposes.

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02. BASIS OF PRESENTATION OF THE CONSOLIDATED FINANCIAL STATEMENTS (CONTINUED)

v. Summary of significant accounting policies and assesment methods (continued)

Inventories

Inventories are stated at the lower of cost and net realizable value. The cost of inventories comprises all costs incurred in bringing the inventories to their present location and condition. The components of the cost included in inventories are material, labor and overhead cost. Cost is determined by using the weighted moving average cost method for the raw material, supplies, semi finished products, finished products, merchandise and other inventories.

Real estates in inventories are held for getting sale revenue instead of getting rent or shareholding revenue. In addition to the aforementioned costs that are related to inventory, borrowing costs are included in inventory costs.

Real estates stated within the inventories are recognized at the lower of cost and net realizable value. However, the expertise value which constitutes the basis of fair value of real estates in inventories is compared with the adjusted acquisition costs, and in the case that the expertise value is lower than the adjusted value, provision is made for value decrease as per the conditions stated in the "Impairment of non- financial assets" section. Such impairment is determined and applied separately for each real estates.

Property, plant and equipment

Property, plant and equipment are carried at cost less accumulated depreciation. Depreciation is provided for property, plant and equipment on a straight-line basis over their estimated useful lives, Land is not depreciated as it is deemed to have an indefinite useful life.

The depreciation periods for property, plant and equipment, which approximate the economic useful lives of such assets, are as follows:

Buildings	10-50 years
Land improvements	4-50 years
Machinery, plant and equipment	2-40 years
Motor vehicles	3-25 years
Furniture and fixtures	2-25 years
Leasehold improvements	2-19 years
Other property, plant and equipment	5 years

Useful life and the depreciation method are constantly reviewed, and accordingly, parallels are sought between the depreciation method and the period and the useful life to be derived from the related asset.

Repairs and maintenance are charged to the income statements during the period in which they are incurred. The cost of major renovations is included in the carrying amount of the asset when it is probable that future economic benefits in excess of the originally assessed standard of performance of the existing asset will flow to the Group. Major renovations are depreciated over the remaining useful life of the related asset.

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2. BASIS OF PRESENTATION OF THE CONSOLIDATED FINANCIAL STATEMENTS (CONTINUED)

v. Summary of significant accounting policies and assesment methods (continued)

Property, plant and equipment (continued)

Machinery and equipment are capitalized and depreciated when their full capacity is available and their physical condition meets the specified production capacity. The profit or loss resulting from the disposal of tangible fixed assets is determined by comparing the net value in the financial statement with the amounts received, and is reflected in the income and expenses from related investment activities accounts in the current period.

Intangible assets

Intangible assets acquired separately

Intangible assets with finite useful lives that are acquired separately are carried at cost less accumulated amortization and accumulated impairment losses. Amortization is recognized on a straight-line basis over their estimated useful lives. The estimated useful life and amortization method are reviewed at the end of each reporting period, with the effect of any changes in estimate being accounted for on a prospective basis. Intangible assets with indefinite useful lives that are acquired seperately are carried at cost less accumulated impairment losses.

Computer software

Acquired computer software licenses are capitalized on the basis of the costs incurred to acquire and bring to use the specific software. These costs are amortized over their estimated useful lives.

The amortisation periods for intangible assets, which approximate the economic useful lives of such assets, are as follows:

Rights	2-32 years
Leasehold improvements	5-19 years
Other intangible assets	5 years

Intangible assets are initially recognised at acquisition cost and amortised on a straight-line basis over their estimated useful lives. Intangible assets with indefinite useful lives are not amortised, however are tested for impairment annually. Whenever there is an indication that the intangible is impaired, the carrying amount of the intangible asset is reduced to its recoverable amount and the impairment loss is recognised as an expense.

Derecognition of intangible assets

An intangible asset is derecognized on disposal, or when no future economic benefits are expected from use or disposal. Gains or losses arising from derecognition of an intangible asset, measured as the difference between the net disposal proceeds and the carrying amount of the asset, are recognized in profit or loss when the asset is derecognized.

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2. BASIS OF PRESENTATION OF THE CONSOLIDATED FINANCIAL STATEMENTS (CONTINUED)

v. Summary of significant accounting policies and assesment methods (continued)

Impairment of property, plant and equipment and intangible assets other than goodwill

At the end of each reporting period, the Group reviews the carrying amounts of its tangible and intangible assets to determine whether there is any indication that those assets have suffered an impairment loss. If any such indication exists, the recoverable amount of the asset is estimated in order to determine the extent of the impairment loss (if any). When it is not possible to estimate the recoverable amount of an individual asset, the Group estimates the recoverable amount of the cash-generating unit to which the asset belongs. When a reasonable and consistent basis of allocation can be identified, corporate assets are also allocated to individual cash-generating units, or otherwise they are allocated to the smallest group of cash-generating units for which a reasonable and consistent allocation basis can be identified.

Intangible assets with indefinite useful lives and intangible assets not yet available for use are tested for impairment at least annually, and whenever there is an indication that the asset may be impaired. Recoverable amount is the higher of fair value less costs to sell and value in use. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset for which the estimates of future cash flows have not been adjusted.

If the recoverable amount of an asset (or cash-generating unit) is estimated to be less than its carrying amount, the carrying amount of the asset (or cash-generating unit) is reduced to its recoverable amount. An impairment loss is recognized immediately in profit or loss, unless the relevant asset is carried at a revalued amount, in which case the impairment loss is treated as a revaluation decrease.

When an impairment loss subsequently reverses, the carrying amount of the asset (or a cash-generating unit) is increased to the revised estimate of its recoverable amount, but so that the increased carrying amount does not exceed the carrying amount that would have been determined had no impairment loss been recognized for the asset (or cash-generating unit) in prior years. A reversal of an impairment loss is recognized immediately in profit or loss, unless the relevant asset is carried at a revalued amount, in which case the reversal of the impairment loss is treated as a revaluation increase.

Investment properties

Investment properties are properties held to earn rentals and/or for capital appreciation, including property under construction for such purposes. Investment properties are measured initially at cost, including transaction costs. Subsequent to initial recognition, investment properties are stated at fair value reflecting the market conditions. Gains or losses arising from changes in the fair values of investment properties are included in the profit or loss in the year in which they arise.

An investment property is derecognized upon disposal or when the investment property is permanently withdrawn from use and no future economic benefits are expected from disposal. Any gain or loss arising on derecognition of the property due to expiration of useful life or disposal is included in profit or loss in the period in which the property is derecognized.

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2. BASIS OF PRESENTATION OF THE CONSOLIDATED FINANCIAL STATEMENTS (CONTINUED)

v. Summary of significant accounting policies and assessment methods (continued)

Investment properties (continued)

Transfers are made when there is a change in the use of investment properties. In a transfer from an investment property held at fair value to an owner-occupied property, the estimated cost at the time of accounting for the transfer is the fair value of the property at the date of the change in use. If an owner-occupied property is converted into an investment property held at fair value, the entity applies the accounting policy applicable to "Property, Plant and Equipment" up to the date of the change in use. Transfers of properties held in inventory are also only made when there is a change in their use, and in a transfer from inventory to investment properties held at fair value, the difference between the fair value of the property at the transfer date and its previous carrying amount is recognized as profit or loss in the financial statements.

Leased assets and leasing liabilities

Right of use assets

The Group recognises right-of-use assets at the commencement date of the lease. Right-of-use assets are measured through deduction of accumulated depreciations and impairment losses from their cost values. In case of the financial lease payables are revalued, this figure is corrected as well.

The cost of the right-of-use asset includes:
(a) initial measurement of lease liability,
(b) lease payments made at or before the commencement date less any lease incentives received, and
(c) all initial direct costs incurred by the Group.

At the end of the lease term of the underlying asset's service, the transfer of the Group is reasonably finalized, and the Group depreciates the asset until the end of the life of the underlying asset on which the lease actually began.

Right-of-use assets are subject to impairment.

Lease liabilities

At the commencement date of the lease, the Group recognises lease liabilities measured at the present value of unpaid lease payments to be made over the lease term.

Lease payments included in the measurement of the lease obligation on the date that the lease actually commences, consists of the following payments to be made for the right of use of the underlying asset during the lease period and not paid on the date the lease actually starts:

- (a) Fixed payments,
- (b) Variable lease payments that depend on an index or a rate,
- (c) Amounts expected to be paid under residual value guarantees
- (d) The exercise price of a purchase option reasonably certain to be exercised by the Group and
- (e) Payments of penalties for terminating a lease, if the lease term reflects the Group exercising the option to terminate.

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2. BASIS OF PRESENTATION OF THE CONSOLIDATED FINANCIAL STATEMENTS (CONTINUED)

v. Summary of significant accounting policies and assessment methods (continued)

Leased assets and leasing liabilities (continued)

Lease liabilities (continued)

The variable lease payments that do not depend on an index or a rate are recognised as expense in the period on which the event or condition that triggers the payment occurs.

In calculating the present value of lease payments, the Group uses the incremental borrowing rate at the lease commencement date if the interest rate implicit in the lease is not readily determinable, the Group determines the alternative borrowing interest rate at the date of the revaluation.

After the effective date of the lease, the Group measures the lease obligation as follows:

- (a) Increase the carrying amount to reflect the interest on the lease obligation, and
- (b) Decreases book value to reflect rental payments.

In addition, in the situation of a change in the lease term, in essence a change in fixed lease payments or a change in the assessment of the option to buy the underlying asset, the value of the lease obligations is remeasured.

Short-term leases and leases of low-value assets

The Group applies the short-term lease recognition exemption to its short-term leases of low value assets. The lease contracts within this scope are accounted for in the profit or loss statement as expense according to the linear method during the lease period.

Effects of changes in exchange rates

Foreign exchange transactions and balances

The individual financial statements of each Group entity are presented in TL which is the currency of the primary economic environment in which the entity operates (its functional currency). The results and financial position of each entity are expressed in TL, which is the functional currency of Alarko Holding A.Ş., and the presentation currency for the consolidated financial statements.

In preparing the financial statements of the individual entities, transactions in currencies other than TL (foreign currencies) are recorded at the rates of exchange prevailing on the dates of the transactions. At the end of each reporting period, monetary items denominated in foreign currencies are retranslated at the rates prevailing at that date. Non-monetary items carried at fair value that are denominated in foreign currencies are retranslated at the rates prevailing at the date when the fair value was determined. Non-monetary items that are measured in terms of historical cost in a foreign currency are not retranslated.

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2. BASIS OF PRESENTATION OF THE CONSOLIDATED FINANCIAL STATEMENTS (CONTINUED)

v. Summary of significant accounting policies and assessment methods (continued)

Effects of changes in exchange rates (continued)

Foreign exchange transactions and balances (continued)

Exchange differences are recognized in profit or loss in the period in which they arise except for:

- Exchange differences on foreign currency borrowings relating to assets under construction for future productive use, which are included in the cost of those assets where they are regarded as an adjustment to interest costs on those foreign currency borrowings,
- Exchange differences on transactions entered into in order to hedge certain foreign currency risks (see below for hedging accounting policies); and
- Exchange differences on monetary items receivable from or payable to a foreign operation for which settlement is neither planned nor likely to occur, which form part of the net investment in a foreign operation, and which are recognized in the foreign currency translation reserve and recognized in profit or loss on disposal of the net investment.

Financial statements of subsidiaries, joint ventures and associates operated in foreign countries

For the purpose of presenting consolidated financial statements, the assets and liabilities of the Group's foreign operations are translated into TL using exchange rates prevailing at the end of each reporting period. Income and expense items are translated at the average exchange rates for the period, unless exchange rates fluctuated significantly during that period, in which case the exchange rates at the dates of the transactions are used. Exchange differences arising, if any, are recognized in other comprehensive income and accumulated in equity.

Business combinations and goodwill

A business combination is evaluated as the bringing together of separate entities or businesses into one reporting entity.

Business combinations realised before 1 January 2011 have been accounted for by using the purchase method in the scope of TFRS 3 "Business combinations" prior to the amendment. Under this method, the cost of a business combination is the fair value, at the date of exchange, of assets given, liabilities incurred or assumed, and equity instruments issued by the acquirer, in exchange for control of the acquiree and in addition, any costs directly attributable to the business combination. If a business combination contract includes clauses that enable adjustments in the cost of business combination depending on events after the acquisition date; in case the adjustment is measurable and more probable than not, than cost of business combination at acquisition date is adjusted.

Any excess of the cost of acquisition over the acquirer's interest in the net fair value of the acquiree's identifiable assets, liabilities and contingent liabilities is accounted for as goodwill in the consolidated financial statements.

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2. BASIS OF PRESENTATION OF THE CONSOLIDATED FINANCIAL STATEMENTS (CONTINUED)

v. Summary of significant accounting policies and assessment methods (continued)

Business combinations and goodwill (continued)

Goodwill recognised in business combinations is tested for impairment annually (as of 31 December) or more frequently if events or changes in circumstances indicate impairment, instead of amortisation. Impairment losses on goodwill are not reversed. Goodwill is allocated to cash-generating units for the purpose of impairment testing.

Any excess of the Group's share in the net fair value of the identifiable assets, liabilities and contingent liabilities over the cost of the business combination is accounted for as income in the related period.

Related parties

Parties are considered related to the company (will be used as reporting entity in this standard) if;

(a) A person or a close member of that person's family is related to a reporting entity if that person:

- (i) has control or joint control over the reporting entity;
- (ii) has significant influence over the reporting entity; or
- (iii) is a member of the key management personnel of the reporting entity or of a parent of the reporting entity.

(b) An entity is related to a reporting entity if any of the following conditions applies:

- (i) The entity and the reporting entity are members of the same group (which means that each parent, subsidiary and fellow subsidiary is related to the others).
- (ii) One entity is an associate or joint venture of the other entity (or an associate or joint venture of a member of a group of which the other entity is a member).
- (iii) Both entities are joint ventures of the same third party.
- (iv) One entity is a joint venture of a third entity and the other entity is an associate of the third entity.
- (v) The entity is a post-employment benefit plan for the benefit of employees of either the reporting entity or an entity related to the reporting entity. If the reporting entity is itself such a plan, the sponsoring employers are also related to the reporting entity.
- (vi) The entity is controlled or jointly controlled by a person identified in (a).
- (vii) A person identified in (a)(i) has significant influence over the entity or is a member of the key management personnel of the entity (or of a parent of the entity).

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2. BASIS OF PRESENTATION OF THE CONSOLIDATED FINANCIAL STATEMENTS (CONTINUED)

v. Summary of significant accounting policies and assessment methods (continued)

Related parties (continued)

A related party transaction is a transfer of resources, services or obligations between related parties, regardless of whether a price is charged.

Board Members, General Manager and Assistant General Managers are stated as executive managers by the Group.

Income taxes

Turkish tax legislation does not permit a parent Group and its subsidiary to file a consolidated tax return. Therefore, provisions for taxes, as reflected in the accompanying consolidated financial statements, have been calculated on a separate-entity basis.

Income tax expense represents the sum of the tax currently payable and deferred tax.

Current tax

The tax currently payable is based on taxable profit for the year. Taxable profit differs from 'profit before tax' as reported in the consolidated statement of profit or loss because of items of income or expense that are taxable or deductible in other years and it excludes items that are never taxable or deductible. The Group's current tax is calculated using tax rates that have been enacted or substantively enacted by the end of the reporting period.

Deferred tax

Deferred tax liability or asset is determined by calculating the tax effects of temporary differences between the amounts of assets and liabilities shown in the financial statements and the amounts taken into account in the calculation of the legal tax base according to the balance sheet method, taking into account the enacted tax rates. While deferred tax liabilities are calculated for all taxable temporary differences, deferred tax assets consisting of deductible temporary differences are calculated on the condition that it is highly probable to benefit from the said differences by earning taxable profit in the future. The assets and liabilities in question are not recognized if they arise from the initial recognition of temporary differences, goodwill or other assets and liabilities related to transactions that do not affect commercial or financial profit/loss (other than business combinations). In accordance with the letter titled "Reporting Tax Amounts in Real Estate Investment Partnerships and Real Estate Investment Funds" sent to real estate investment trusts by the POA on February 12, 2025, the deferred tax liability arising from the legislative change in the financial statements dated December 31, 2025, the effect of 2024 and before is reflected in the profits or losses of previous years under equity, and the effect of 2025 is reflected in the profit or loss statement.

Deferred tax liabilities are recognized for taxable temporary differences associated with investments in subsidiaries and associates, and interests in joint ventures, except where the Group is able to control the reversal of the temporary difference and it is probable that the temporary difference will not reverse in the foreseeable future. Deferred tax assets arising from deductible temporary differences associated with such investments and interests are only recognized to the extent that it is probable that there will be sufficient taxable profits against which to utilize the benefits of the temporary differences and they are expected to reverse in the foreseeable future.

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2. BASIS OF PRESENTATION OF THE CONSOLIDATED FINANCIAL STATEMENTS (CONTINUED)

v. Summary of significant accounting policies and assessment methods (continued)

Income taxes (continued)

Deferred tax (continued)

Deferred tax assets and liabilities are measured at the tax rates that are expected to apply in the period in which the liability is settled or the asset realized, based on tax rates (and tax laws) that have been enacted or substantively enacted by the end of the reporting period. The measurement of deferred tax liabilities and assets reflects the tax consequences that would follow from the manner in which the Group expects, at the reporting date, to recover or settle the carrying amount of its assets and liabilities.

Deferred tax assets and liabilities are offset when there is a legally enforceable right to set off current tax assets against current tax liabilities and when they relate to income taxes levied by the same taxation authority and the Group intends to settle its current tax assets and liabilities on a net basis.

Current and deferred tax for the period

Current and deferred tax are recognized as in profit or loss, except when they relate to items that are recognized in other comprehensive income or directly in equity.

Employee benefits

Defined contribution plan

The Group has to compensate the Social Security Contribution of the employees. As long as this is compensated, there is no any other obligation for the Group. Social Security Contributions are classified as personnel expenses as of the accrual date.

Defined benefit plan

Under Turkish Labour Law Article 25/II, the Group is required to pay termination indemnities to each employee who completes one year of service and whose employment is terminated upon causes that qualify the employee to receive retirement pay liability is called up for military service, leaves within one year after marriage (women only), and to those employees who retire or die. The amount payable consists of one month's salary limited to a maximum of TL 53.919,68 for each period of service at 31 December 2025 (31 December 2024: TL 41.828,42 (Full TL)).

Ceiling amount of TL 64.948,17(Full TL) which is in effect since 1 January 2026 is used in the calculation of retirement pay liability.

The Group has determined the retirement pay liability stated in the accompanying financial statements as per the recognition and valuation principles stated in TAS 19 "Employee Benefits". As the characteristics of the retirement pay liabilities are similar to the "Post Employment Benefit Plans" stated in this standard, these liabilities are calculated and stated in the financial statements on the basis of below mentioned "Proposed Unit Loan Method" and other various assumptions.

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2. BASIS OF PRESENTATION OF THE CONSOLIDATED FINANCIAL STATEMENTS (CONTINUED)

v. Summary of significant accounting policies and assessment methods (continued)

Employee benefits (continued)

The dates that the employees will gain their pension rights are determined with respect to the prevailing social security laws with consideration to their past employment durations.

In calculating the current value of future liabilities that may arise due to the retirement or contract termination of an employee, it is assumed that the current salaries and wages or, if higher than the value of the retirement pay liability upper limit determined by the Labour Law for 31 December 2025, the retirement pay liability upper limit, to remain constant for restatement purposes and this value is reduced by the actual discount rate of %28,88 (31 December 2024 - %28,57)calculated based upon the assumption that the expected annual interest rate will %23,49 (31 December 2024 - %%25,00) and the expected inflation rate will be %4,36 (31 December 2024 - %%2,85) which represents the proposed average interest rate per annum of the government bonds, in order to determine the current net value of the retirement pay liability at the balance sheet date.

Revenue

When the Group fulfills or fulfills its performance obligation by transferring a promised good or service to its customer, the revenue is recognized in the financial statements. An asset is transferred when (or when) control of an asset is transferred to the customer. The Group records the revenue in the financial statements in line with the following five basic principles:

- Determination of customer contracts,
- Determination of performance obligations in contracts,
- Determining the transaction price in the contracts,
- Allocating the transaction price to the performance obligations in the contracts,
- Recognition of revenue when each performance obligation is satisfied.

The Group recognizes a contract with a customer as revenue if all of the following conditions are met:

- The parties to the contract have approved the contract (written, verbal or in accordance with other commercial practices) and have committed to fulfill their own obligations,
- The Community can define the rights of each party regarding the goods or services to be transferred,
- The Group can define the payment terms for the goods or services to be transferred,
- The contract is commercial in nature,
- It is possible that the Group will collect a price for the goods or services to be transferred to the customer.

At the beginning of the contract, the Group evaluates the goods or services it has committed in the contract with the customer and defines each commitment given to the customer as a performance obligation. The Group takes into account the contractual provisions and commercial practices in order to determine the transaction price. The transaction price is the price that the Group expects to be entitled to in return for the transfer of the promised goods or services to the customer, excluding the amounts collected on behalf of third parties (for example, some sales taxes). The promised consideration in a contract with a customer can include fixed amounts, variable amounts, or both.

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2. BASIS OF PRESENTATION OF THE CONSOLIDATED FINANCIAL STATEMENTS (CONTINUED)

v. Summary of significant accounting policies and assessment methods (continued)

Revenue (continued)

In case the price promised in the contract is a variable amount, the Group determines the amount that it will be entitled to collect in return for the transfer of the promised goods or services to the customer, by estimating. In order for the Group to include some or all of the estimated variable price in the transaction price, it must be highly probable that there will not be a significant cancellation in the amount of the cumulative revenue taken into the financial statements when the uncertainty regarding the variable price is eliminated later. While assessing whether it is highly probable that there will not be a significant reversal in the amount of the cumulative revenue recognized when the uncertainty regarding the variable price subsequently disappears, the Group considers both the probability and size of the said revenue reversal. The Group includes the revenue obtained from the following sources in its financial statements:

Service sales

When revenue from services can be measured reliably, it is recognized based on the degree of completion of the service. Where the result cannot be measured reliably, revenue is recognized by the recoverable amount of incurred expenses attributable to that revenue. The revenue arising from the sale and delivery of electricity is measured over the fair value of the amount of receivables delivered or to be delivered. The estimated value of the electricity supplied to all subscriber groups but not billed is taken into account in the measurement of revenue. Revenues are recorded on an accrual basis at the invoiced amounts at the time of electricity delivery.

Interest income

Interest income is accrued in the relevant period at the rate of the effective interest rate that reduces the remaining principal balance and the estimated cash inflows to be obtained from the related financial asset during its expected life to the book value of the said asset.

Dividend income

Dividend income from equity investments is recognized when the shareholders' right to receive dividends arises.

Construction contracts revenues

Because the outcome of construction contracts cannot be estimated reliably, contract costs are recognized in full in the period incurred, and contract revenue is recognized only to the extent that the incurred contract costs can be recovered. If there is an important financing element in the sales, the reasonable price is determined by discounting the future cash flows with the hidden interest rate included in the financing element. The difference is recognized in the consolidated financial statements on an accrual basis.

Earnings / (loss) per share

Earnings / (loss) per share is calculated by dividing the net profit or loss for the period attributable to ordinary shareholders by the weighted average number of ordinary shares outstanding during the period. Companies in Turkey can increase their share capital through distributing shares (bonus shares) from Prior years' income and differences arising from inflation adjustment in changes in equity to their current shareholders on a pro rata basis. When calculating profit/(loss) per share, these bonus shares are recognized as issued shares. Therefore, the weighted average of shares used in the calculation of profit / (loss) per share is derived through retroactive application with respect to bonus shares.

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2. BASIS OF PRESENTATION OF THE CONSOLIDATED FINANCIAL STATEMENTS (CONTINUED)

v. Summary of significant accounting policies and assessment methods (continued)

Events after the reporting period

The Group updates disclosures that relate to conditions that existed at the end of the reporting period to reflect any new information that is received after the reporting period about those conditions. Non-adjusting events should be disclosed if they are of material importance.

Non-current assets held for sale

The Group classifies a non-current asset as held for sale if its carrying amount will be recovered principally through a sale transaction rather than through continuing use and does not depreciate a non-current asset while it is classified as held for sale. The Group measures assets held for sale at the lower of its carrying amount and fair value less costs to sell.

Provisions, contingent assets and liabilities

Provisions are recognized when the Group has a present obligation as a result of a past event, it is probable that the Group will be required to settle the obligation, and a reliable estimate can be made of the amount of the obligation.

The amount recognized as a provision is the best estimate of the consideration required to settle the present obligation at the end of the reporting period, taking into account the risks and uncertainties surrounding the obligation. When a provision is measured using the cash flows estimated to settle the present obligation, its carrying amount is the present value of those cash flows.

When some or all of the economic benefits required to settle a provision are expected to be recovered from a third party, the receivable is recognized as an asset if it is virtually certain that reimbursement will be received and the amount of the receivable can be measured reliably.

Segment reportings

For the years ended 31 December 2025 and 2024, the principle activities of Alarko Group is classified in six sectors, namely, holding, tourism, industry and merchandising, energy, contracting/land development, agriculture.

Service concession agreements

TFRS Comment 12 addresses how the infrastructural investments made and services provided by the entities (operators) who have gained operating right for a defined period of time by signing public service concession agreements should be accounted for. TFRS Comment 12 expresses that the investments realized by operators related to projects deemed within the scope of the Comment are required to be accounted for as financial assets and/or intangible assets as per the terms of agreement and not as buildings, fixed assets, or properties.

Cash flow statement

Cash flows during the period are classified and reported by operating, investing and financing activities in the cash flow statements.

ALARKO HOLDİNG A.Ş. AND ITS SUBSIDIARIES

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2. BASIS OF PRESENTATION OF THE CONSOLIDATED FINANCIAL STATEMENTS (CONTINUED)

v. Summary of significant accounting policies and assessment methods (continued)

Capital and dividends

Ordinary shares are classified as equity. Dividends on ordinary shares are recognized in equity in the period in which they are declared.

Significant accounting estimates, assumptions and decisions

Preparation of consolidated financial statements requires the usage of estimations and assumptions which may affect the reported amounts of assets and liabilities as of the balance sheet date, disclosure of contingent assets and liabilities and reported amounts of income and expenses during the financial period. The estimations and assumptions may differ from the actual results. Estimations and assumptions are reviewed periodically, adjusted if deemed necessary and reflected to the consolidated statement of profit or loss and other comprehensive income in the period they occurred.

Assumptions which might have a material effect on the amounts reflected in statement of financial position or might have a material effect in the future are summarized below:

- a) The Group's contracts related to contracting works are subject to assessment under Revenue from Contracts with Customers (TFRS 15). The revenue from the construction contracts is recognized in the consolidated financial statements as extended over time if the control of the asset is held by the customer over the construction process after the assessment performed. The Management considers that the method currently used in order to measure prospective development in terms of the complete fulfillment of its performance obligations is in accordance with TFRS 15.
- b) Group management have made significant assumptions on determining useful lives of tangible and intangible assets based on the experiences of the technical employees.
- c) Debtors credibilities, historical payment performances and restructuring conditions if there is debt restructuring is considered to determine the impairment of trade receivables factors.
- d) In order to measure expected loss provisions, the Group uses reasonable and confirmable prospective information based on assumptions on different economic conditions in the future and the possible effects of these conditions to each other. Probability of default is a significant input in the measurement of expected credit losses. Probability of default is an estimate of default in a fixed time; and its calculation includes prior data, assumptions and expectations of future conditions.
- e) The possibilities of losing the case and the liabilities that will arise if the case is lost is evaluated by the Group's legal counselor and by the management team taking into account expert opinions. The management determines the amount of the provisions based on the best estimate to calculate the legal case provisions.
- f) Discounted inventory price list is used to calculate inventory impairment. Where the sales price cannot be predicted, technical personnel's opinion and inventory waiting time is considered. If expected net realizable value is less than cost, the Company should allocate provisions for inventory impairment.

ALARKO HOLDİNG A.Ş. AND ITS SUBSIDIARIES

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2. BASIS OF PRESENTATION OF THE CONSOLIDATED FINANCIAL STATEMENTS (CONTINUED)

v. Summary of significant accounting policies and assessment methods (continued)

Significant accounting estimates, assumptions and decisions (continued)

g) Group performs impairment test for goodwill annually or if there is an indication of impairment often. Goodwill has been tested for impairment as of 31 December 2025 by comparing book value of the goodwill with recoverable amount. Recoverable amount has been determined by value in use method. Before tax free cash flows which is based on financial budgets approved by the board of directors has been used in the calculation of recoverable amount. Estimated cash flow growth after the five-year period is not provided. Data such as growth rate of the market, gross domestic income per capita and price index has been obtained from external sources. Assumptions regarding sales prices, operating capital necessities and property, plant and equipment investments has been determined using the Group's expectations and actual figures of prior periods.

- h) The Group's derivative financial instruments, comprise forward, options trading and interest rate swaps. Derivative financial instruments are initially recognized at fair value and subsequently fair value is calculated separately for each derivative financial instrument.
- i) The Group uses fair value method as an accounting policy in the recognition of investment properties. The fair values of investment properties are determined by independent valuation firms authorized by CMB. These firms and/or appraisers uses assumptions (such as real discount rates, market rents, market values, etc.) in the works they perform.
- i) The Group's property, plant and equipment and intangible assets are subject to impairment test when there are signs of impairment, in accordance with the accounting policies applied. There is an impairment risk on the assets of the Group's operating natural gas conversion plant due to the increase in natural gas costs, variable market conditions and falling profitability. Accordingly, an impairment analysis has been performed in relation with these assets in the consolidated financial statements as of the end of each year and machinery and plant valuations are made. In the scope of this analysis, the difference between estimated recoverable amount and the value of assets relative to records is considered as impairment when it is negative. If the difference is positive, the previously recorded impairment loss is canceled at this difference amount. The increased book value of an asset due to the cancellation of the impairment loss cannot exceed the book value it would have reached if the impairment loss had not been accounted for the asset in previous periods. The estimated recoverable amount calculation includes basic assumptions such as future production levels and commodity prices, and economic assumptions such as discount rate, inflation rate and exchange rate in the estimation and discounting of future cash flows. In addition, the reports of Independent Valuation Firms contain estimates and assumptions.
- j) The Group only takes into account the previous year losses that can be deducted in determining the tax base within the 5-year legal period in the calculation of deferred tax. In this context, whether the losses can be used or not is evaluated within the framework of the prepared budget and projections. The preparation of the budget and projections is based on many assumptions regarding the future, such as market conditions, weather conditions, inflation rates and foreign currency changes.

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3. BUSINESS COMBINATIONS

The business combinations realized within the accounting period of 1 January – 31 December 2025 are as follows;

Among the subsidiaries, Alarko Tarım Sanayi ve Ticaret A.Ş. ("Alarko Tarım"), pursuant to the decision of its Board of Directors dated 19 August 2025, has participated in cash in the capital increase of İpeks Jeotermal Enerji Tarım Sanayi Ticaret Anonim Şirketi, from TL 3.000 to TL 6.120, and resolved to increase its ownership interest in Alarko Tarım from 49% to 75%.

Due to the fact that the studies aimed at determining the fair values of the identifiable assets acquired and liabilities assumed in relation to this acquisition have not yet been completed, the acquisition has been accounted for on a provisional basis as at 31 December 2025. In accordance with IFRS 3 "Business Combinations", the provisional accounting of the acquisition is required to be finalized within 12 months following the acquisition date.

Upon finalization of the purchase price allocation, adjustments may arise in the recognized fair values of the identifiable assets acquired and liabilities assumed and, accordingly, in the carrying amount of goodwill.

	Fair value (TL)
Cash and cash equivalents	66
Trade receivables	63
Other receivables	7.172
Inventories	94.901
Prepaid expenses	5.505
Current tax assets	97
Other current assets	118.944
Property, plant and equipment	1.248.186
Short-term borrowings	(222)
Trade payables	(527.404)
Other payables	(29.611)
Employee benefit payables	(5.165)
Long-term borrowings	(289.362)
Long-term provisions	(116)
Deferred tax liability	(50.584)
Fair value of net assets	572.470
Purchase Price	191.921
Monetary gain/(loss)	14.837
Ownership rate	26%
Less : Fair value of net assets acquired	(148.842)
Goodwill, 31 December 2025	57.916

ALARKO HOLDİNG A.Ş. AND ITS SUBSIDIARIES

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3. BUSINESS COMBINATIONS (CONTINUED)

Among the subsidiaries, Alarko Tarım Sanayi ve Ticaret Anonim Şirketi ("Alarko Tarım") has acquired shares of Sanrose Tarım Sanayi ve Ticaret Anonim Şirketi ("Sanrose"), whose principal activities are agriculture and greenhouse cultivation. As publicly disclosed, Alarko Tarım acquired 600 shares with a nominal value of TL 15 each, corresponding to 25% of Sanrose's total share capital, on 15 January 2024. Subsequently, Alarko Tarım acquired an additional 1.800 shares with a nominal value of TL 45 each, corresponding to 75% of Sanrose's share capital, for a consideration of USD 4.977 (equivalent in Turkish Lira), as of 3 July 2025.

Due to the fact that the studies aimed at determining the fair values of the identifiable assets acquired and liabilities assumed in relation to this acquisition have not yet been completed, the acquisition has been accounted for on a provisional basis as at 31 December 2025. In accordance with TFRS 3 "Business Combinations", the provisional accounting of the acquisition is required to be finalized within 12 months following the acquisition date.

Upon finalization of the purchase price allocation, adjustments may arise in the recognized fair values of the identifiable assets acquired and liabilities assumed and, accordingly, in the carrying amount of goodwill.

	Fair value (TL)
Cash and cash equivalents	264
Trade receivables	735
Other receivables	8.812
Inventories	19.788
Prepaid expenses	545
Current tax assets	38
Other current assets	18.308
Property, plant and equipment	426.065
Intangible assets	302
Short-term borrowings	(11.902)
Trade payables	(119.023)
Other payables	(16.168)
Employee benefit payables	(2.149)
Deferred income	(2)
Long-term borrowings	(2.019)
Long-term provisions	(2.099)
Deferred tax liability	(48.491)
Fair value of net assets	273.004
Purchase price	198.118
Monetary gain/(loss)	19.660
Ownership rate	75%
Less : Fair value of net assets acquired	(204.754)
Goodwill, 31 December 2025	13.024

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3. BUSINESS COMBINATIONS (CONTINUED)

The business combinations realized within the accounting period of 1 January – 31 December 2024 are as follows;

Alarko Tarım Sanayi ve Ticaret Anonim Şirketi, one of the subsidiaries; acquired all 1,650 shares (100%) of Seraf Tarım ve Hayvancılık Anonim Şirketi, which operates in the agricultural sector, with a nominal value of TL 16.500 for a price of USD 500 Turkish Lira as of August 6, 2024.

Since the studies to determine the fair values of the identifiable assets and acquired liabilities related to this acquisition are ongoing, the acquisition transaction was temporarily accounted for as of December 31, 2024. According to TFRS 3 "Business Combinations", the acquisition transaction, which is temporarily accounted for, must be corrected within 12 months following the merger date. As a result of the final accounting of the acquisition transaction, it is possible that there will be adjustments in the recorded fair values of the identifiable assets acquired and the liabilities acquired, and accordingly, in the recorded amount of goodwill.

	Fair value (TL)
Cash and cash equivalents	64
Trade receivables	40
Other current assets	124
Property, plant and equipments	19.669
Deferred taxes	816
Trade payables	(198)
Other payables	(14)
Fair value of net assets	20.501
Purchase price	16.699
Monetary gain/(loss)	7.221
Less : Fair value of net assets acquired	(20.501)
Goodwill, 31 December 2024	3.419

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3. BUSINESS COMBINATIONS (CONTINUED)

In accordance with the decision of the Board of Directors of Alsera Jeotermal Tarım Gıda Sanayi ve Ticaret A.Ş., one of the Subsidiaries, dated September 24, 2024; it was decided to participate in the capital increase with emission premium, which will increase the capital of Camser Tarım Gıda Anonim Şirketi, which operates in the field of agriculture and greenhouse farming, from TL 3.416 to TL 7.000, to acquire 3.570 shares with a nominal value of TL 3.570, corresponding to 51% of the company's total capital, to be issued with the capital increase, for a total price of TL 30.000, including an emission premium of TL 26.430, and to sign a participation agreement and shareholders' agreement in this regard.

Since the studies to determine the fair values of the identifiable assets and acquired liabilities related to this acquisition are ongoing, the acquisition transaction was temporarily accounted for as of December 31, 2024. According to TFRS 3 "Business Combinations", the acquisition transaction, which is temporarily accounted for, must be corrected within 12 months following the merger date. As a result of the final accounting of the acquisition transaction, it is possible that there will be adjustments in the recorded fair values of the identifiable assets acquired and the liabilities acquired, and accordingly, in the recorded amount of goodwill.

	Fair value (TL)
Cash and cash equivalents	38.461
Trade receivables	6.113
Other receivables	8.939
Inventories	5.839
Prepaid expenses	1.204
Other current assets	2.954
Property, plant and equipments	74.347
Intangible assets	15
Short term liabilities	(15.327)
Trade payables	(1.528)
Other payables	(23.458)
Long-term liabilities	(7.397)
Deferred tax asset	(12.327)
Fair value of net assets	77.835
Purchase price	30.000
Monetary gain/(loss)	11.730
Ownership rate	51%
Less : Fair value of net assets acquired	(39.696)
Goodwill, 31 December 2024	2.034

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3. BUSINESS COMBINATIONS (CONTINUED)

It was announced to the public on March 26, 2024 by Alarko Tarım Sanayi ve Ticaret Anonim Şirketi, one of the subsidiaries; that Beybur Tarım ve Hayvancılık Anonim Şirketi ("Beybur Tarım"), operating in the field of agriculture, has decided to increase its capital from TL 50 to TL 300.000 and that it has decided to participate in the said capital increase, to cover the capital amount of TL 299.950 committed within this scope from Alarko Tarım's cash receivables from Beybur Tarım and to acquire 299.950.000 shares with a nominal value of TL 299.950, which will be issued with the capital increase and correspond to 99.98% of the company's total capital, by Alarko Tarım. In accordance with the new decision of Alarko Tarım Board of Directors dated April 8, 2024 regarding the acquisition of the financial fixed assets in question, it has been decided that before participating in the capital increase, 50.000 shares corresponding to 100% of Beybur Tarım's current capital of TL 50 will be acquired for TL 50; after the share transfer, Beybur Tarım will participate in the capital increase planned to increase its capital from TL 50 to TL 300.000; within this scope, the committed capital of TL 299.950 will be covered from Alarko Tarım's cash receivables from Beybur Tarım; and 299.950.000 shares with a nominal value of TL 299.950 to be issued with the capital increase will be acquired by Alarko Tarım.

Since the studies to determine the fair values of the identifiable assets and liabilities acquired in relation to this acquisition are ongoing, the acquisition transaction has been provisionally accounted for as of December 31, 2024. In accordance with TFRS 3 "Business Combinations", the acquisition transaction, which is provisionally accounted for, must be corrected within 12 months following the merger date. As a result of the final accounting of the acquisition transaction, it is possible that there will be adjustments in the recorded fair values of the identifiable assets acquired and the liabilities acquired, and accordingly, in the recorded amount of goodwill

	Fair value (TL)
Cash and cash equivalents	7.998
Other current assets	2.003
Property, plant and equipments	488.070
Trade payables	(27.419)
Other payables	(19.941)
Deferred tax liabilities	(1.431)
Fair value of net assets	449.280
Purchase price	300.000
Monetary gain/ (loss)	161.980
Less : Fair value of net assets acquired	(449.280)
Goodwill, 31 December 2024	12.700

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3. BUSINESS COMBINATIONS (CONTINUED)

It was announced to the public on December 14, 2023, that a preliminary protocol was signed by Alarko Tarım Sanayi ve Ticaret Anonim Şirketi, one of the subsidiaries, for the acquisition of a company operating in the agriculture and greenhouse farming sectors. Considering the financing need of İpeks Jeotermal Enerji Tarım Sanayi Ticaret Anonim Şirketi ("İpeks Jeotermal"), which is the subject of the preliminary protocol, due to its planned greenhouse construction investment of approximately 182.000 m2; It was decided on May 27, 2024 to participate in the capital increase with emission premium, in which İpeks Jeotermal plans to increase its capital from TL 1.500 to TL 3.000, to acquire 1.470 shares with a nominal value of TL 1.470, corresponding to 49% of İpeks Jeotermal's total capital, for a total price of TL 298.470, including an emission premium of TL 297.000, to terminate the preliminary protocol and to sign a participation agreement and shareholders' agreement in this regard between Alarko Tarım Sanayi ve Ticaret A.Ş. and the current shareholder Lokman Aydemir.

Since the studies to determine the fair values of the identifiable assets and liabilities acquired in relation to this acquisition are ongoing, the acquisition transaction has been provisionally accounted for as of December 31, 2024. In accordance with TFRS 3 "Business Combinations", the acquisition transaction, which is provisionally accounted for, must be corrected within 12 months following the merger date. As a result of the final accounting of the acquisition transaction, it is possible that there will be adjustments in the recorded fair values of the identifiable assets acquired and the liabilities acquired, and accordingly, in the recorded amount of goodwill.

	Fair value (TL)
Cash and cash equivalents	462.576
Other receivables	488
Prepaid expenses	646
Other current assets	260
Property, plant and equipments	780.925
Intangible assets	158
Trade payables	(948)
Other payables	(155.771)
Deferred tax liabilities	(189.197)
Fair value of net assets	899.137
Purchase price	298.470
Monetary gain/ (loss)	153.731
Ownership rate	49%
Less : Fair value of net assets acquired	(440.576)
Goodwill, 31 December 2024	11.625

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3. BUSINESS COMBINATIONS (CONTINUED)

Alarko Tarım Sanayi ve Ticaret Anonim Şirketi, one of the subsidiaries, has taken over all (100%) of the 15.050.000 shares with a nominal value of TL 15.050 of Nata Tarım Üretim ve Ticaret Anonim Şirketi, whose main activity is greenhouse farming based on geothermal energy, for the Turkish Lira equivalent of USD 20.285 as of May 7, 2024.

Since the studies to determine the fair values of the identifiable assets and liabilities acquired in relation to this acquisition are ongoing, the acquisition transaction has been provisionally accounted for as of December 31, 2024. In accordance with TFRS 3 "Business Combinations", the acquisition transaction, which is provisionally accounted for, must be corrected within 12 months following the merger date. As a result of the final accounting of the acquisition transaction, it is possible that there will be adjustments in the recorded fair values of the identifiable assets acquired and the liabilities acquired, and accordingly, in the recorded amount of goodwill.

	Fair value (TL)
Cash and cash equivalents	9.185
Trade receivables	9.569
Other receivables	151
Inventories	36.268
Prepaid expenses	44.428
Other current assets	18.835
Property, plant and equipments	765.326
Intangible fixed assets	254.636
Short term liabilities	(273)
Trade payables	(197.883)
Other payables	(3.226)
Long term liabilities	(140.079)
Deferred tax liabilities	(57.496)
Fair value of net assets	739.441
Purchase price	654.597
Monetary gain/ (loss)	353.428
Less : Fair value of net assets acquired	(739.441)
Goodwill, 31 December 2024	268.584

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3. BUSINESS COMBINATIONS (CONTINUED)

It was announced to the public on January 8, 2024 that the share transfer agreement was signed by Alarko Tarım Sanayi ve Ticaret Anonim Şirketi, one of the subsidiaries, for the purchase of 600 shares with a nominal value of TL 15, corresponding to 25% of the total capital of Sanrose Tarım Sanayi Ticaret Anonim Şirketi, whose main activity is agriculture and greenhouse farming, for a price equivalent to USD 5.000 in TL, provided that the specified closing conditions are met, and that in accordance with the share transfer agreement, the share transfer price will be subject to certain adjustments on the closing date and the final transfer price will be announced when it is finalized. As a result of the adjustments made in accordance with the share transfer agreement, it was decided that the final transfer price would be determined as TL equivalent to USD 4.645, and that the TL equivalent of USD 1.500 paid as advance payment would be deducted from the final transfer price. In this regard, 600 shares with a nominal value of 15 TL, corresponding to 25% of the total capital of Sanrose Tarım Sanayi Ticaret Anonim Şirketi, were taken over as of January 15, 2024.

Since the studies to determine the fair values of the identifiable assets and liabilities acquired in relation to this acquisition are ongoing, the acquisition transaction has been provisionally accounted for as of December 31, 2024. In accordance with TFRS 3 "Business Combinations", the acquisition transaction, which is provisionally accounted for, must be corrected within 12 months following the merger date. As a result of the final accounting of the acquisition transaction, it is possible that there will be adjustments in the recorded fair values of the identifiable assets acquired and the liabilities acquired, and accordingly, in the recorded amount of goodwill.

	Fair value (TL)
Cash and cash equivalents	1.823
Trade receivables	4.160
Other receivables	13.352
Inventories	8.709
Prepaid expenses	269
Other current assets	3.161
Property, plant and equipments	188.145
Intangible assets	16
Short term liabilities	(2.727)
Trade payables	(6.005)
Other payables	(18.802)
Long-term liabilities	(5.720)
Deferred tax asset	(17.254)
Fair value of net assets	169.127
Purchase price	139.682
Monetary gain/ (loss)	107.706
Ownership rate	25%
Less : Fair value of net assets acquired	(42.281)
Goodwill, 31 December 2024	205.107

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4. SEGMENT REPORTING

The Group comprises companies operating in the fields of contracting, construction, land development, industry, trade, agriculture, tourism, energy, aviation and information technologies through its subsidiaries, joint ventures and associates. These fields of activity form the basis for segment reporting.

As of 31 December 2025, segment reporting is as follows (TL):

Assets	Holding	Tourism	Industry and merchandising	Energy	Contracting and land development	Agriculture	Elimination and classification	Total
Current assets								
Cash and cash equivalents	208.491	66.869	290.799	2.138.927	3.609.394	1.334.308	-	7.648.788
Financial investments	3.122.337	-	-	2.574.348	-	-	-	5.696.685
Trade receivables	269.548	236.028	14.292	10.685	7.003.472	5.528.854	(11.863.969)	1.198.910
Other receivables	877	16	23.532	12.244.276	201.420	1.115.822	(13.493.379)	92.564
Inventories	5.531	30.716	740.212	51.294	313.745	2.024.168	(19.747)	3.145.919
Prepaid expenses	2.684	42.584	11.358	3.835	650.902	196.953	-	908.316
Current tax assets	722	41.246	2.057	40.682	158.535	15.091	-	258.333
Other current assets	362.843	66.519	13.269	365.304	257.151	1.630.721	-	2.695.807
Non-current assets held for sale	-	231	-	187.357	1.531	-	(216)	188.903
Non-current assets								
Financial investments	20.437.223	661	505.178	3.827.335	4.240.306	12.794.683	(38.819.645)	2.985.741
Trade receivables	-	-	-	-	226	-	-	226
Other receivables	717	2.041	-	5	335.578	12.666	-	351.007
Investments accounted for using the equity method	3.980.357	-	796.682	52.868.971	5.368.428	-	(9.087.721)	53.926.717
Investment properties	1.046.760	-	12.636	1.588.050	23.600.005	-	(18.168.818)	8.078.633
Property, plant and equipment	20.824	1.217.328	8.423	2.127.761	983.086	14.179.176	11.132.318	29.668.916
Right-of-use assets	21.198	3.045.433	-	94.105	98.102	16.224	(1.902.445)	1.372.617
Intangible assets	22.588	7.156	416.945	687.369	57.608	192.729	968.936	2.353.331
Prepaid expenses	428	75.428	25.220	312	417.526	764.729	-	1.283.643
Deferred tax assets	49.324	-	4.604	365.084	2.712.324	702.885	(199.926)	3.634.295
Other non-current assets	-	605	-	-	123.565	-	-	124.170
Total assets	29.552.452	4.832.861	2.865.207	79.175.700	50.132.904	40.509.009	(81.454.612)	125.613.521

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4. SEGMENT REPORTING (CONTINUED)

As of 31 December 2025, segment reporting is as follows (TL) :

Liabilities	Holding	Tourism	Industry and merchandising	Energy	Contracting and land development	Agriculture	Elimination and classification	Total
Short-term borrowings								
Short-term financial liabilities	13.777	20.882	-	493.502	5.678.554	7.969.514	-	14.176.229
Short-term portion of long-term financial liabilities	-	-	88.445	-	699.023	-	-	787.468
Trade payables	73.371	115.932	43.683	15.138	7.399.332	12.621.858	(18.263.682)	2.005.632
Payables related to employee benefits	17.378	43.476	742	3.939	44.566	70.565	-	180.666
Other payables	5.227.756	24.337	85	7.395.139	270.998	1.995.901	(7.093.666)	7.820.550
Liabilities arising from customer contracts	-	24.767	-	-	865.154	-	-	889.921
Deferred income (Except for obligations arising from customer contracts)	4.856	136.845	1.261	-	241.034	8.372	-	392.368
Current income tax liabilities	4.928	-	-	35.482	161.725	-	-	202.135
Short-term provisions	-	-	-	75	66.164	4.732	-	70.971
Other current liabilities	1.171.381	-	-	4.785.915	-	141.222	(6.087.230)	11.288
Non-current liabilities								
Long-term financial liabilities	7.258	2.849.704	909.221	37.225	5.190.748	6.634.588	(2.758.333)	12.870.411
Other payables	-	-	-	2.133.871	729.264	-	160.600	3.023.735
Liabilities arising from customer contracts	-	1.389	-	-	-	-	-	1.389
Investments accounted for by equity method liabilities	-	-	-	-	25.794	-	-	25.794
Deferred income (excluding obligations arising from customer contracts)	-	-	21.608	-	-	500	-	22.108
Long-term provisions	35.459	78.996	123	11.346	50.713	28.972	-	205.609
Deferred tax liabilities	191.723	94.340	2.035	156.052	3.901.343	145.929	(1.969.011)	2.522.411
Equity								
Paid-in share capital	3.880.000	21.500	368.646	796.225	4.285.910	9.854.300	(18.771.581)	435.000
Inflation adjustment on capital	9.495.485	356.348	240.663	3.908.925	3.845.160	2.607.624	(12.811.086)	7.643.119
Capital advance	-	-	-	-	-	293	(293)	-
Repurchased shares (-)	(3.022.471)	-	-	-	(215.311)	-	219.731	(3.018.051)
Gross shareholding adjustment	-	-	-	-	-	-	(1.536)	(1.536)
Premiums/discounts on shares	-	-	347.186	-	-	632.631	(979.817)	-
The effect of mergers involving undertakings or businesses under common control	-	-	-	-	-	-	-	-
Share-based payment (-)	-	-	-	-	-	-	(446.022)	(446.022)
Actuarial gain / (loss) from defined benefit plans	(4.254)	(22.160)	(36.160)	(4.647)	(10.167)	(7.358)	1.984	(114.714)
Foreign currency translation differences	-	-	114.740	-	4.297.953	56.883	(2.601.123)	1.868.453
Gains / (losses) from financial assets at fair value through other comprehensive income	4.314.317	-	2.020	-	2.409.631	-	(6.725.968)	-
Restricted reserves	2.083.392	36.737	5.012	773.256	111.279	6.502	548.067	3.564.245
Dividend advances paid (-)	-	-	-	(1.312.604)	-	-	-	-
Retained earnings or accumulated losses	1.231.621	823.442	1.097.522	50.442.959	11.675.991	754.793	(288.327)	65.738.001
Net profit or loss for the period	4.826.475	226.326	(341.625)	9.503.902	(1.591.954)	(3.018.812)	(10.827.461)	(1.223.149)
Non-controlling interest	-	-	-	-	-	-	6.042.252	6.042.252
Total liabilities	29.552.452	4.832.861	2.865.207	79.175.700	50.132.904	40.509.009	(81.454.612)	125.613.521

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4. SEGMENT REPORTING (CONTINUED)

As of 31 December 2025, segment reporting is as follows (TL) :

	Holding	Tourism	Industry and merchandising	Energy	Contracting and land development	Agriculture	Elimination and classification	Total
Revenue (Outside the Group) (net)	352.241	2.676.660	35.312	354.773	3.373.192	1.923.370	(46.458)	8.669.090
Revenue (Within the Group)	590.666	-	34.461	4.599	928.756	483.971	(2.042.453)	-
Cost of sales (Outside the Group) (-)	(229.083)	(1.787.352)	(4.128)	(427.151)	(3.724.722)	(2.293.914)	(27.811)	(8.494.161)
Cost of sales (Within the Group) (-)	(607.850)	(75.474)	(2.721)	(6.372)	(579.113)	(483.971)	1.755.501	-
Gross profit / (loss)	105.974	813.834	62.924	(74.151)	(1.887)	(370.544)	(361.221)	174.929
General administrative expenses (-)	(185.299)	(516.993)	(96.624)	(156.863)	(545.084)	(837.983)	(43.526)	(2.382.372)
Marketing expenses (-)	-	(166.095)	(11.896)	-	-	(201.865)	1.402	(378.454)
Research and development expenses (-)	-	-	-	-	-	(4.372)	-	(4.372)
Other income from operating activities	252.265	159.708	23.496	380.951	872.965	1.094.231	(122.558)	2.661.058
Other expense from operating activities (-)	(9.091)	(142.419)	(12.801)	(101.038)	(2.965.033)	(697.313)	2.776.533	(1.201.162)
Operating profit / (loss)	163.849	148.035	(34.901)	48.899	(2.639.039)	(1.017.846)	2.200.630	(1.130.373)
Income from investing activities	5.707.299	3.201	2.699	3.579.955	1.277.971	589.661	(10.377.295)	783.491
Expenses from investing activities (-)	(124.438)	(293)	(485)	(140.262)	(155.789)	(31.048)	46.200	(406.115)
Share of profits/ (losses) of investments accounted by equity method	-	-	(288.423)	6.032.203	78.382	-	(2.245.115)	3.577.047
Operating profit/ (loss) before financial income / (expense)	5.746.710	150.943	(321.110)	9.520.795	(1.438.475)	(459.233)	(10.375.580)	2.874.050
Financial income	239.714	126.372	32.443	4.829.973	522.237	2.360.820	(6.427.945)	1.683.614
Financial expenses (-)	(1.569.853)	(586.604)	(10.610)	(4.633.114)	(1.715.098)	(8.476.250)	9.144.687	(7.846.842)
Monetary loss/gain (Net)	400.734	649.519	(22.753)	(71.242)	991.525	3.199.389	(2.838.699)	2.308.473
Profit / (loss) before tax from continued operations	4.817.305	340.230	(322.030)	9.646.412	(1.639.811)	(3.375.274)	(10.497.537)	(1.030.705)
- Tax (expense) / income for the period	(4.928)	(44.051)	(6.397)	(59.123)	(308.707)	-	-	(423.206)
- Deferred tax (expenses) / income	14.098	(69.853)	(13.198)	(83.387)	356.564	356.462	(675.792)	(115.106)
Tax (expense) / income from continued operations	9.170	(113.904)	(19.595)	(142.510)	47.857	356.462	(675.792)	(538.312)
Net profit / (loss) from continued operations	4.826.475	226.326	(341.625)	9.503.902	(1.591.954)	(3.018.812)	(11.173.329)	(1.569.017)
Net income / (loss) for the period	4.826.475	226.326	(341.625)	9.503.902	(1.591.954)	(3.018.812)	(11.173.329)	(1.569.017)
Other comprehensive income not to be reclassified to profit or loss	-	-	-	-	-	-	-	-
- Gain / (loss) on remeasurement of defined benefit plans	3.332	7.702	-	935	6.794	(2.772)	-	15.991
- Share of other comprehensive income of investments accounted by equity method not to be reclassified to profit or loss	-	-	3.468	33.194	-	-	-	36.662
- Deferred tax income for other comprehensive income not to be reclassified to profit or loss	(788)	(1.771)	(866)	(8.503)	(1.450)	693	-	(12.685)
Other comprehensive income to be reclassified to profit or loss	-	-	-	-	-	-	-	-
- Foreign currency translation differences	-	-	47.976	-	(340.611)	56.785	-	(235.850)
Share of other comprehensive income of investments accounted by equity method to be reclassified to profit or loss	-	-	-	-	240.371	-	-	240.371
Total comprehensive income/ (expense)	4.829.019	232.257	(291.047)	9.529.528	(1.686.850)	(2.964.106)	(11.173.329)	(1.524.528)
Distribution of profit / (loss) for the period	-	-	-	-	-	-	-	-
- Non-controlling interest	-	-	-	-	-	-	-	-
- Parent company shares	4.826.475	226.326	(341.625)	9.503.902	(1.591.954)	(3.018.812)	(345.868)	(1.223.149)
- Distribution of total comprehensive income/ (expense)	-	-	-	-	-	-	-	-
- Non-controlling interest	-	-	-	-	-	-	-	-
- Parent company shares	4.829.019	232.257	(291.047)	9.529.528	(1.686.850)	(2.964.106)	(137.369)	(137.369)
-	-	-	-	-	-	-	(11.035.960)	(1.387.159)

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4. SEGMENT REPORTING (CONTINUED)

As of 31 December 2024, segment reporting is as follows (TL) :

Assets	Holding	Tourism	Industry and merchandising	Energy	Contracting and land development	Agriculture	Elimination and classification	Total
Current assets								
Cash and cash equivalents	64.120	555.100	270.049	2.604.761	3.748.040	4.193.305	-	11.435.375
Financial investments	2.385.119	278.370	-	2.470.351	1.122.656	-	-	6.256.496
Trade receivables	162.564	18.593	5.240	14.694	7.417.804	4.426.688	(9.586.991)	2.458.592
Other receivables	33.224	16	8	5.526.944	322.268	74.785	(5.863.463)	93.782
Assets arising from customer contracts	-	-	-	-	32.262	-	-	32.262
Inventories	21.629	28.593	12.034	51.079	577.765	1.180.471	(20.961)	1.850.610
Prepaid expenses	2.524	66.680	2.653	6.483	664.708	779.069	-	1.522.117
Current income tax assets	1.185	10.738	3.089	28.521	88.760	7.138	-	139.431
Other current assets	218.817	55.407	11.649	341.061	306.846	710.693	-	1.644.473
Non-current assets held for sale	-	230	-	-	11.604	469	(216)	12.087
Non-current assets								
Financial investments	16.552.084	661	484.727	5.860.892	4.964.748	6.358.529	(28.948.387)	5.273.254
Trade receivables	-	-	-	-	216	-	-	216
Other receivables	717	1.291	-	30	246.064	3.312	-	251.414
Investments accounted for by equity method	6.484.467	-	1.413.864	53.866.444	5.535.781	699.591	(11.647.437)	56.352.710
Investment properties	1.103.985	-	12.765	1.600.134	21.377.671	-	(16.145.669)	7.948.886
Property, plant and equipment	26.486	1.045.478	251.540	2.618.949	1.041.995	7.966.607	6.482.556	19.433.611
Right of use assets	12.376	3.023.618	5.577	89.435	111.873	17.041	(2.136.237)	1.123.683
Intangible assets	3.745	7.876	-	705.641	89.064	138.938	988.606	1.933.870
Prepaid expenses	126	2.887	-	131	235.484	1.753.533	-	1.992.161
Deferred tax asset	58.680	-	15.767	462.139	2.399.042	224.318	(117.615)	3.042.331
Other non-current assets	-	753	-	-	158.287	-	-	159.040
Total assets	27.131.848	5.096.291	2.488.962	76.247.689	50.452.938	28.534.487	(66.995.814)	122.956.401

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4. SEGMENT REPORTING (CONTINUED)

As of 31 December 2024, segment reporting is as follows (TL) :

Liabilities	Holding	Tourism	Industry and merchandising	Energy	Contracting and land development	Agriculture	Elimination and classification	Total
Current liabilities								
Short-term financial liabilities	8.292	2.978	2.512	13.242	4.860.744	4.844.900	-	9.732.668
Short-term portion of long-term financial liabilities	-	-	-	-	615.516	-	-	615.516
Trade payables	32.118	448.825	19.555	1.188.443	6.551.169	9.613.793	(14.521.665)	3.332.238
Payables related to employee benefits	14.292	20.873	632	3.127	40.750	54.641	-	134.315
Other payables	768.327	6.224	39	8.830.583	470.736	229.699	(929.928)	9.375.680
Liabilities arising from customer contracts	-	7.664	-	-	577.967	-	-	585.631
Deferred income (Except for obligations arising from customer contracts)	-	105.282	592	-	410.560	5.641	-	522.075
Current income tax liabilities	-	-	47	30.055	441.136	23.265	-	494.503
Short-term provisions	-	-	-	49.345	58.483	327	-	108.155
Other current liabilities	4.101.454	-	1.135	1.128.088	-	491.159	(5.709.402)	12.434
Non-current liabilities								
Long-term financial liabilities	2.850	3.068.119	2.779	39.599	2.475.784	7.529.814	(3.010.255)	10.108.690
Other payables	-	-	-	-	850.161	-	97.845	948.006
Liabilities arising from customer contracts	-	762	-	-	-	-	-	762
Investments accounted for by equity method liabilities	-	-	-	-	37.828	-	-	37.828
Deferred income (Except for obligations arising from customer contracts)	-	-	-	-	410.140	-	-	410.140
Long-term provisions	30.503	81.988	62	10.365	47.846	15.513	-	186.277
Deferred tax liabilities	214.862	24.719	-	169.749	3.898.657	38.794	(2.686.017)	1.660.764
Equity								
Paid-in share capital	2.595.000	21.500	683.061	578.975	4.341.070	2.383.568	(10.168.174)	435.000
Inflation adjustment on capital	9.495.490	356.348	340.844	3.744.620	5.306.305	2.783.260	(14.383.748)	7.643.119
Capital advance	-	-	-	-	-	293	(293)	-
Repurchased shares (-)	(1.453.639)	-	-	-	(215.310)	-	174.905	(1.494.044)
Gross shareholding adjustment	-	-	-	-	-	-	(1.536)	(1.536)
Premiums / discounts on shares	-	-	-	-	-	105.277	-	-
Effect of mergers involving entities or businesses under common control	-	-	-	-	-	-	-	-
Share-based payments (-)	-	-	-	-	-	-	(557.528)	(557.528)
Actual gain / (loss) from defined benefit plans	(6.797)	(28.091)	(38.761)	(30.277)	(15.511)	(4.528)	993	(69.889)
Foreign currency translation differences	-	-	27.055	-	4.481.026	128	(2.435.536)	2.072.673
Gains / (losses) from financial assets at fair value through other comprehensive income	6.708.168	-	1.802	-	2.204.490	-	(8.914.460)	-
Restricted reserves	1.997.698	90.448	8.295	777.281	682.790	11.093	(1.572.192)	1.995.413
Dividend advances paid (net) (-)	-	-	-	(4.592.599)	-	-	4.592.599	-
Retained earnings (accumulated losses)	722.825	271.927	1.280.881	51.546.344	11.819.241	702.296	(418.324)	65.925.190
Net profit / (loss) for the period	1.900.405	616.725	158.432	12.760.749	101.360	(294.446)	(12.448.775)	2.794.450
Non-controlling interests	-	-	-	-	-	-	6.070.843	6.070.843
Total liabilities	27.131.848	5.096.291	2.488.962	76.247.689	50.452.938	28.534.487	(66.995.814)	122.956.401

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4. SEGMENT REPORTING (CONTINUED)

As of 31 December 2024, segment reporting is as follows (TL) :

	Holding	Tourism	Industry and merchandising	Energy	Contracting and land development	Agriculture	Elimination and Classification	Total
Revenue (Outside the Group) (net)	282.157	2.518.469	13.538	563.621	5.288.741	1.326.680	(17.647)	9.945.559
Revenue (Within the Group)	463.346	-	-	8.905	696.917	63.728	(1.232.896)	-
Cost of sales (Outside the Group) (-)	(238.039)	(1.461.042)	(13.368)	(469.966)	(5.925.141)	(1.317.647)	(95.802)	(9.521.005)
Cost of sales (Within the Group) (-)	(487.294)	(310.265)	(9)	(101.000)	(122.030)	(62.091)	991.789	-
Gross profit / (loss)	20.170	747.162	161	92.460	(91.513)	10.670	(354.556)	424.554
General administrative expenses (-)	(358.116)	(435.239)	(36.135)	(138.700)	(853.792)	(510.820)	(101.299)	(2.434.101)
Marketing expenses (-)	-	(172.771)	(6.554)	-	-	(99.647)	7.182	(271.790)
Research and development expenses (-)	-	-	-	-	-	(62.372)	-	(62.372)
Other income from operating activities	260.202	145.980	23.945	1.093.555	1.216.171	557.320	(114.658)	3.182.515
Other expenses from operating activities (-)	(328.446)	(66.229)	(4.530)	(157.784)	(784.540)	(697.776)	270.311	(1.363.394)
Operating profit / (loss)	(110.590)	218.903	(23.113)	889.531	(513.674)	(662.625)	(293.020)	(494.588)
Income from investing activities	2.930.035	8.101	4.611	8.072.206	2.592.700	219.704	(8.832.535)	4.994.822
Expenses from investing activities (-)	-	(5.754)	(163)	(163)	(63.547)	(870)	155	(60.199)
Share of profits/ (losses) of investments accounted by equity method	-	-	-	227.162	5.629.111	312.894	(36.333)	3.781.267
Operating profit/ (loss) before financial income / (expense)	2.819.445	221.250	208.660	14.590.665	2.338.373	480.124	(11.476.967)	8.221.302
Financial incomes	112.671	236.766	11.702	3570.550	287.021	1.455.926	(4.134.259)	1.540.377
Financial expenses (-)	(1.455.184)	(594.533)	(13.206)	(4.095.405)	(1.116.951)	(38.159.959)	6.482.019	(4.610.199)
Monetary (loss)/gain (net)	297.889	1.005.404	(60.315)	(769.414)	(1.071.757)	2.512.601	(3.010.273)	(1.095.865)
Profit / (loss) before tax from continued operations	1.773.841	868.887	146.841	13.296.396	436.686	(327.556)	(12.139.480)	4.055.615
- Tax (expense) / income for the period	-	(75.406)	-	(11.3437)	(441.502)	(23.716)	19.941	(634.120)
- Deferred tax (expense) / income	126.564	(176.756)	11.591	(422.210)	106.176	56.826	109.585	(188.224)
Tax (expense) / income from continued operations	126.564	(252.162)	11.591	(635.647)	33.110	129.526	(622.344)	-
Net profit / (loss) from continued operations	1.900.405	616.725	158.432	12.760.749	101.360	(294.446)	(12.009.954)	3.233.271
Net income / (loss) for the period	1.900.405	616.725	158.432	12.760.749	101.360	(294.446)	(12.009.954)	3.233.271
Other comprehensive income not to be reclassified to profit or loss								
Gain/ (loss) on remeasurement of defined benefit plans	(1.162)	23.973	-	(1.113)	11.631	(6.037)	-	27.292
Share of other comprehensive income of investments accounted by equity method not to be reclassified to profit or loss	-	-	3.017	(4.008)	(14)	(235)	-	(1.240)
Deferred tax income for other comprehensive income not to be reclassified to profit or loss	374	(6.702)	(754)	1.336	(2.449)	1.569	-	(5.626)
Other comprehensive income to be reclassified to profit or loss	-	-	-	-	1.079.740	128	-	1.079.868
Foreign currency translation differences	-	-	-	-	-	-	-	7.791
Other comprehensive income/(expense) for financial assets at fair value difference is through other comprehensive income	-	-	-	-	-	-	-	-
Share of other comprehensive income of investments accounted by equity method to be reclassified to profit or loss	-	-	-	-	(1.013.399)	-	-	(1.013.399)
Total comprehensive income/ (expense)	1.899.617	634.996	160.695	12.756.964	184.660	(299.021)	(12.009.954)	3.327.957
Distribution of profit/ (loss) for the period	-	-	-	-	-	-	438.821	438.821
Non-controlling interest	1.900.405	616.725	158.432	12.760.749	101.360	(294.446)	(12.448.775)	2.794.450
Parent company shares	-	-	-	-	-	-	-	-
Distribution of total comprehensive income/ (expense)	-	-	-	-	-	-	446.510	446.510
Non-controlling interest	1.899.617	634.996	160.695	12.756.964	184.660	(299.021)	(12.456.464)	2.881.447
Parent company shares	-	-	-	-	-	-	-	-

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4. SEGMENT REPORTING (CONTINUED)

Distribution of depreciation and retirement pay liability expenses stated by segment in the consolidated statement of profit or loss and other comprehensive income for the year ended 31 December 2025 is as follows (TL) :

	Holding	Tourism	Industry and merchandising	Energy	Contracting and land development	Agriculture	Elimination	Total
Right of use asset	13.219	80.079	256	7.783	63.663	4.452	(68.150)	101.302
Property, plant and equipment	9.849	118.724	774	300.386	156.329	621.560	-	1.207.622
Intangible assets	2.884	2.985	114	18.627	29.686	52.483	-	106.779
Current period depreciation expenses	25.952	201.788	1.144	326.796	249.678	678.495	(68.150)	1.415.703
Provision no longer required for termination indemnity	(1.438)	(14.285)	(52)	(504)	(3.758)	(1.306)	-	(21.343)
Current period termination indemnity expense	9.300	33.080	129	5.063	14.257	12.534	-	74.363
Total termination indemnity expense for the period	7.862	18.795	77	4.559	10.499	11.228	-	53.020

Distribution of depreciation and retirement pay liability expenses stated by segment in the consolidated statement of profit or loss and other comprehensive income for the year ended 31 December 2024 is as follows (TL) :

	Holding	Tourism	Industry and merchandising	Energy	Contracting and land development	Agriculture	Elimination	Total
Right of use assets	13.767	74.351	857	6.308	61.746	3.048	(68.150)	91.927
Property, plant and equipment	8.817	98.549	805	316.612	165.164	207.378	-	797.325
Intangible assets	529	2.453	-	18.619	30.494	36.950	-	89.045
Current period depreciation expenses	23.113	175.353	1.662	341.539	257.404	247.376	(68.150)	978.297
Provision no longer required for termination indemnity	(522)	(13.745)	-	(1.034)	(27.874)	-	-	(43.175)
Current period termination indemnity expense	9.693	49.159	62	4.130	34.611	8.712	-	106.367
Total termination indemnity expense for the period	9.171	35.414	62	3.096	6.737	8.712	-	63.192

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5. CASH AND CASH EQUIVALENTS

Cash and cash equivalents consist of the following (TL) :

	31 December 2025	31 December 2024
Cash	1.171	1.733
Checks Received	680.973	139.021
Banks	3.951.020	6.550.452
- TL demand deposits	341.664	12.003
- foreign currency demand deposits	691.567	3.863.888
- TL time deposit	705.000	1.918.993
- foreign currency time deposit	2.212.789	755.568
Other cash equivalents	10.852	-
Liquid assets	3.004.772	4.744.169
Total	7.648.788	11.435.375

As of 31 December 2025, the interest rates applied to time deposits are 35,00%–40,00% for TL deposits (31 December 2024 – 29,00%–50,25%); 0,25%–1,25% for Euro deposits (31 December 2024 – 1,00%); 0,50%–2,00% for deposits denominated in US dollars (31 December 2024 – 1,12%–1,50%); 0,10%–0,70% for GBP deposits; 13,50% for Ruble deposits; and 5,25% for RON deposits (31 December 2024 – 18,50%).

TL 1.423 consists of blocked deposit loans and has been classified as demand deposits since it is shorter than 3 months (31 December 2024: TL 1.623).

6. FINANCIAL INVESTMENTS

Short term financial investments consist of the following (TL) :

	31 December 2025	31 December 2024
Financial assets at fair value through profit / (loss)		
- Investment funds	2.674.648	2.149.303
Value increase in marketable securities (Note 30)	335.592	1.118.618
- Public sector notes, promissory notes and bonds ^(*)	2.686.445	2.068.364
- Currency protected deposit account	-	563.779
- Foreign currency government debt securities ^(**)	-	278.370
-Investment debt securities ^(***)	-	78.062
Total	5.696.685	6.256.496

^(*) As of 31 December 2025, the interest rates on public sector bonds, notes and bills range between 8,10%–9,97% (31 December 2024: 4,81%–9,97%).

^(**) As of 31 December 2025, there are no foreign currency debt securities (31 December 2024: 4,48%–4,92%).

^(***) It is a repo in foreign currency.

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6. FINANCIAL INVESTMENTS (CONTUNUED)

Long term financial assets consist of the following (TL):

	31 December 2025		31 December 2024	
	Participaton rate %	Participation amount	Participation rate %	Participation amount
Financial assets at fair value through other comprehensive income				
- Public sector notes, promissory notes and bonds ^(*)		-		3.435.776
- Investments in foreign companies		2.985.741		1.837.478
Total		2.985.741		5.273.254

^(*) As of 31 December 2025, there are no public sector notes, promissory notes and bonds (31 December 2024: 4,81%–9,97%).

7. FINANCIAL LIABILITIES

Short-term financial liabilities consist of the following (TL) :

	31 December 2025	31 December 2024
Short term financial liabilities	14.114.176	9.692.798
Shot term lease obligations	62.053	39.870
Short term parts of long term borrowings	787.468	615.516
Total	14.963.697	10.348.184

Long-term financial liabilities are as follows (TL) :

	31 December 2025	31 December 2024
Long-term borrowings	12.728.067	9.992.466
Long-term lease obligations	142.344	116.224
Total	12.870.411	10.108.690

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7. FINANCIAL LIABILITIES (CONTINUED)

As of 31 December 2025 and 2024, the maturities and interest rates of short term bank loans are as follows:

31 December 2025						
	Maturity date	Effective interest rate	Currency	Original amount of foreign currency	Foreign exchange rate	TL Amount
Bank loans	20.01.2026-24.12.2026	2,85%-44%	TL	953.016	-	953.016
Bank loans	01.01.2026-17.12.2026	6,15%-7,91%	USD	6.001	42,9229	257.563
Bank loans	04.02.2026-28.12.2026	4,60%-8,50%	Euro	258.854	50,3765	13.040.162
Bank loans	18.03.2026	19,50%	KZT	7.644.194	0,0851	650.903
Leases	1.01.2026-31.12.2026	14,81%-61,57%	TL	57.639	-	57.639
Leases	1.06.2026	4,00%	Ron	444	9,9407	4.414
Total						14.963.697

31 December 2024						
	Maturity date	Effective interest rate	Currency	Original amount of foreign currency	Foreign exchange rate	TL Amount
Bank loans	1.01.2025-31.12.2025	2,25%-36%	TL	299.650	-	392.219
Bank loans	17.03.2025-29.09.2025	6,50%	USD	24.777	35,3438	1.146.241
Bank loans	10.01.2025-31.12.2025	4,97%-7,85%	Euro	182.055	36,8024	8.769.854
Leases	1.01.2025-31.12.2025	14,59%-63,10%	TL	26.997	-	35.337
Leases	1.01.2025-31.12.2025	4,00%	Ron	466	7,4389	4.533
Total						10.348.184

As of 31 December 2025 and 2024, the maturities and interest rates of long term bank loans are as follows:

31 December 2025						
	Maturity date	Effective interest rate	Currency	Original amount of foreign currency	Foreign exchange rate	TL Amount
Bank loans	25.01.2027-18.11.2032	2,85%-39,00%	TL	518.320	-	518.320
Bank loans	17.03.2027-26.11.2032	6,15%-7,97%	USD	79.408	42,9229	3.408.443
Bank loans	11.01.2027-22.06.2037	4,60%-7,75%	Euro	174.711	50,3765	8.801.304
Leases	1.01.2027-28.02.2062	14,81%-63,58%	TL	142.015	-	142.015
Leases	28.02.2027	4,00%	Ron	33	9,9407	329
Total						12.870.411

31 December 2024						
	Maturity date	Effective interest rate	Currency	Original amount of foreign currency	Foreign exchange rate	TL Amount
Bank loans	20.01.2026-15.12.2032	4,75%-36,00%	TL	513.171	-	671.701
Bank loans	1.01.2026-24.09.2029	5,20%	Euro	193.491	36,8024	9.320.765
Leases	1.01.2026-28.02.2062	14,81%-66,00%	TL	85.506	-	111.921
Leases	1.01.2026-31.12.2026	4,00%	Ron	442	7,4389	4.303
Total						10.108.690

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7. FINANCIAL LIABILITIES (CONTINUED)

As of 31 December 2025 and 2024, the distribution of short and long term financial liabilities according to their maturities are as follows (TL):

	Bank loans 31 December 2025 (TL)	Leases 31 December 2025 (TL)	Bank loans 31 December 2024 (TL)	Leases 31 December 2024 (TL)
Within 1 year	14.901.644	62.053	10.308.314	39.870
Within 1 – 2 years	6.282.741	37.722	4.592.309	29.052
Within 2 – 3 years	4.151.908	23.233	2.402.743	18.265
Within 3 – 4 years	1.306.893	15.349	1.521.163	13.538
4 years and longer	986.525	66.040	1.476.251	55.369
Total	27.629.711	204.397	20.300.780	156.094

As of 31 December 2025, the movement schedule of financial liabilities is as follows (TL) :

	Bank loans	Leases
Opening balance, 1 January 2025	20.300.780	156.094
Uses	10.928.910	121.816
Business combinations effect	236.669	-
Interest accruals	1.024.468	54.916
Principal payments	(4.292.032)	(107.493)
Interest payments	(312.398)	-
Effective interest rate effect	(3.933)	-
Adjustments related to unrealized exchange rate differences	4.538.501	2.271
Monetary gain/(loss)	(4.791.254)	(23.207)
Closing balance, 31 December 2025	27.629.711	204.397

As of 31 December 2024, the movement schedule of financial liabilities is as follows (TL) :

	Bank loans	Leases
Opening balance, 1 January 2024	10.606.294	142.522
Uses	16.138.473	71.599
Business combinations effect	126.630	-
Interest accruals	827.082	24.638
Principal payments	(5.101.785)	(40.802)
Interest payments	(718.327)	-
Effective interest rate effect	1.867	-
Adjutments related to unrealized exchange rate differences	1.680.681	1.225
Rate change	-	8
Monetary gain/(loss)	(3.260.135)	(43.096)
Closing balance, 31 December 2024	20.300.780	156.094

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8. TRADE RECEIVABLES AND PAYABLES

Short term trade receivables consist of the following (TL) :

	31 December 2025	31 December 2024
Customers	1.096.873	1.388.822
Rediscount on receivables (-)	(98.722)	(63.581)
Other short term receivables	77.001	612.715
Doubtful trade receivables	20.698	25.698
Provision for doubtful trade receivables (-)	(20.698)	(25.698)
Total	1.075.152	1.937.956
Trade receivables from related parties	123.758	520.636
Total trade receivables from related parties (Note 35)	123.758	520.636
Grand Total (Note 36(ii))	1.198.910	2.458.592

Long term trade receivables consist of the following (TL) :

	31 December 2025	31 December 2024
Customers	226	216
Total	226	216

Changes in provision for doubtful trade receivables are set out in the table below (TL) :

	31 December 2025	31 December 2024
Opening balance	25.698	35.862
Expense for the current period (Note 27)	1.210	911
Collections / provisions no longer required (Note 29)	(122)	(565)
Currency translation difference	(23)	-
Monetary gain/(loss)	(6.065)	(10.510)
Closing balance	20.698	25.698

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8. TRADE RECEIVABLES AND PAYABLES (CONTINUED)

Short term trade payables consist of the following (TL) :

	31 December 2025	31 December 2024
Suppliers	1.985.905	2.130.739
Rediscount for payables (-)	(18.375)	(29.668)
Other trade payables	36.458	32.563
Total	2.003.988	2.133.634
Trade payables to related parties	1.644	1.198.604
Total trade payables to related parties (Note 35)	1.644	1.198.604
Grand Total (Note 36(ii))	2.005.632	3.332.238

9. OTHER RECEIVABLES AND PAYABLES

Short term other receivables consist of the following (TL) :

	31 December 2025	31 December 2024
Deposits and guarantees given	15.171	16.743
Other miscellaneous receivables	76.750	35.546
Total	91.921	52.289
Other receivables from related parties	643	41.493
Total other receivables from related parties (Note 35)	643	41.493
Grand Total (Note 36(i))	92.564	93.782

Long term other receivables consist of the following (TL):

	31 December 2025	31 December 2024
Deposits and guarantees given	16.079	6.162
Total	16.079	6.162
Other receivables from related parties	334.928	245.252
Total other receivables from related parties (Note 35)	334.928	245.252
Grand Total (Note 36(ii))	351.007	251.414

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9. OTHER RECEIVABLES AND PAYABLES (CONTINUED)

Short term other payables consist of the following (TL) :

	31 December 2025	31 December 2024
Taxes, duties, and other withholdings payable	180.411	374.690
Deposits and guarantees received	225.838	161.830
Other miscellaneous payables	19.301	9.570
Total	425.550	546.090
Other payables to related parties	7.395.000	8.829.590
Total other receivables from related parties (Note 35)	7.395.000	8.829.590
Grand Total (Note 36(iii))	7.820.550	9.375.680

Long term other receivables consist of the following (TL):

	31 December 2025	31 December 2024
Deposits and guarantees given	729.264	850.161
Other miscellaneous payables	160.600	97.845
Total (Note 36(ii))	889.864	948.006
Other payables to related parties	2.133.871	-
Total other payables to related parties (Note 35)	2.133.871	-
Grand Total (Note 36(ii))	3.023.735	948.006

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10. INVENTORIES

Inventories consist of the following (TL) :

	31 December 2025	31 December 2024
Raw materials and supplies	1.468.576	800.621
Semi-finished Goods in Production	417.109	181.973
Finished Goods	276.307	192.575
Merchandise ^(*)	967.890	643.982
Other inventories	30.457	31.541
Inventory impairment provision (-)	(14.420)	(82)
Total	3.145.919	1.850.610

^(*) As of 31 December 2025, TL 193.102 of the total merchandise balance of TL 967.890 (31 December 2024: TL 643.982) consists of real estate (31 December 2024: TL 193.102).

As of 31 December 2025 and 2024, details of real estates consist of the following (TL) :

	31 December 2025				31 December 2024			
	Adjusted book value (TL)	Sales value (TL)	Expertise value (TL)	Expertise date	Adjusted book value (TL)	Sales value (TL)	Expertise value (TL)	Expertise date
Land in Kocataş								
Land cost of Kocataş	193.102	-	2.744.700	31.12.2025	193.102	-	2.712.613	31.12.2024
Total	193.102	-	2.744.700		193.102	-	2.712.613	

Lands in Kocataş: There is a land of 369.411 m² located in Kocataş Village of Maden District in Sarıyer. In accordance with the appraisal report dated 31 December 2024, cost approach method is used in the determination of appraiser valueequal comparison method is used in the determination of appraiser value

As of 31 December 2025 the real estates in the inventories have been valued by Reel Gayrimenkul Değerleme A.Ş. (31 December 2024 Reel Gayrimenkul Değerleme A.Ş.).

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11. PREPAID EXPENSES

Short-term prepaid expenses consist of the following (TL):

	31 December 2025	31 December 2024
Advances given	236.101	762.372
Advances given to sub-contractors	539.299	586.385
Prepaid expenses	132.916	173.360
Total	908.316	1.522.117

Long-term prepaid expenses consist of the following (TL):

	31 December 2025	31 December 2024
Advances given	1.038.074	1.939.263
Prepaid expenses	245.569	52.898
Total	1.283.643	1.992.161

12. ASSETS AND LIABILITIES ARISING FROM CUSTOMER CONTRACTS

Costs and estimated earnings related to on-going constructions and commitments are as follows (TL) :

	31 December 2025	31 December 2024
Costs related to on-going constructions	9.423.281	30.729.208
Estimated earnings	(1.087.814)	(61.767)
Less: Total invoiced progress payment for the end of period	(8.585.530)	(30.875.539)
Total	(250.063)	(208.098)

Net balance reclassified enclosed in the accompanying consolidated statements statements of financial position is as follows (TL):

	31 December 2025	31 December 2024
Receivables from on-going constructions	-	32.262
Progress payments from on-going constructions contracts	(250.063)	(240.360)
Total	(250.063)	(208.098)

Total amount of short and long term advances received by the subsidiaries and joint operations of the Group related to ongoing construction contracts is TL 241.033 as of 31 December 2025 (31 December 2024: TL 820.280) and aforementioned amounts are recognized under deferred income.

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12. ASSETS AND LIABILITIES ARISING FROM CUSTOMER CONTRACTS (CONTINUED)

Assets arising from short-term customer contracts are as follows (TL):

	31 December 2025	31 December 2024
Contractual assets arising from ongoing construction and contracting works	-	32.262
Total	-	32.262

Liabilities arising from short-term customer contracts are as follows (TL):

	31 December 2025	31 December 2024
Progress payments for ongoing construction contracts	250.063	240.360
Payables arising from ongoing construction and contracting works	615.091	337.608
Contract liabilities arising from sales of goods and services	24.767	7.663
Total	889.921	585.631

Liabilities arising from long-term customer contracts are as follows (TL):

	31 December 2025	31 December 2024
Contract liabilities arising from sales of goods and services	1.389	762
Total	1.389	762

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13. DEFERRED INCOME (EXCLUDING LIABILITIES FROM CUSTOMER CONTRACTS)

Short-term deferred income consist of the following (TL):

	31 December 2025	31 December 2024
Advances received from commitment works	241.033	410.140
Advances received	146.478	111.515
Deferred income related to following months	4.857	420
Total	392.368	522.075

Long-term deferred income consist of the following (TL):

	31 December 2025	31 December 2024
Advances received from commitment works	-	410.140
Related to followed years	22.108	-
Total	22.108	410.140

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14. INVESTMENTS ACCOUNTED BY USING EQUITY METHOD

Investments accounted by equity method assets consist of the following (TL):

	31 December 2025		31 December 2024	
	Partnership rate%	Partnership amount	Partnership rate%	Partnership amount
Alarko Carrier Sanayi ve Ticaret A.Ş.	42,03	58.909	42,03	1.007.392
Obrascon Huarte Lain SA – Alsim Alarko San. Tes.ve Ticaret A.Ş. (Spain)	45,00	80.901	45,00	84.771
Alcen Enerji Dağıtım ve Perakende Satış Hiz.A.Ş. (**)	50,00	50.653.935	50,00	51.652.697
Al-Riva Projesi Ar. Değ.Konut İnş. ve Tic. A.Ş. (***)	12,14	63.221	12,14	135.383
Al-Riva Arazi Değ. Konut İnş. Turistik Tes.Golf İşl. ve Tic. A.Ş. (***)	2,28	44.260	2,28	8.413
Al-Riva Arazi Ar. Değ. Konut İnş. ve Tic. A.Ş. (***)	2,63	4.717	2,63	49.203
Bakad International B.V. (¹)	33,30	2.993.250	33,30	2.958.770
Sanrose Tarım Sanayi ve Ticaret A.Ş. (****)	-	-	25,00	32.584
İpeks Jeotermal Enerji Tarım Sanayi Ticaret A.Ş. (****)	-	-	49,00	413.766
Barr Operation and Maintenance LLP	25,00	27.524	25,00	9.731
Total		53.926.717		56.352.710

Investments accounted by equity method liabilities consist of the following (TL):

	31 December 2025		31 December 2024	
	Partnership rate%	Partnership amount	Partnership rate%	Partnership amount
Alarko – Makyol Adi Ortaklığı	-	-	49,99	4.111
Obrascon Huarte Lain SA – Alsim Alarko San.Tes.ve Ticaret A.Ş. (Turkey)	45,00	25.794	45,00	33.717
Total		25.794		37.828
Net		53.900.923		56.314.882

(¹) Since Bakad International B.V. owns the %100 shares of Bakad Investment & Operation LLP these entities are included in the carried investment amount in consolidated financial statements

(**) Since Alcen Enerji Dağıtım ve Perakende Satış Hiz. A.Ş., owns the 100% shares of Meram Elektrik Dağıtım A.Ş., Cenal Elektrik Üretim A.Ş., Utilitek Bilgi Teknolojileri A.Ş, Meram Enerji Toplayıcı A.Ş. and 99,99% shares of Meram Elektrik Perakende Satış A.Ş., and 99,60% of Meram Elektrik Enerjisi Toptan Satış A.Ş., these entities are included in the carried investment amount in consolidated financial statements.

(***) The shareholding and controlling rate of the Parent Company in these affiliates is 40%.

(****) Included in the consolidation using the full consolidation method as of 30 September 2025.

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14. INVESTMENTS ACCOUNTED BY USING EQUITY METHOD (CONTINUED)

Changes in investments accounted by using the equity method are as follows (TL) :

	31 December 2025	31 December 2024
Opening balance	56.314.882	54.019.495
Net profit / (loss) for the period	5.822.162	6.132.834
Dividends received	(7.387.206)	(2.940.302)
Other comprehensive income	267.867	(405.626)
The impact of companies undergoing consolidation	-	482.858
Investment valued according to the equity method exiting the consolidation	(442.239)	-
Effects of rate changes	-	37.617
Monetary gain/(loss)	(674.543)	(1.011.994)
Closing Balance	53.900.923	56.314.882

Shares of profit/loss of investments accounted by using equity method are as follows (TL) :

	31 December 2025 before elimination	Elimination	31 December 2025	31 December 2024 before elimination	Elimination	31 December 2024
Alarko Carrier Sanayi ve Ticaret A.Ş.	(288.423)	(3.320)	(291.743)	227.162	(407.283)	(180.121)
Obrascon Huarte Lain SA – Alsim Alarko San. Tes.ve Ticaret A.Ş. (Turkey)	7.923	-	7.923	14.232	-	14.232
Bakad International B.V. (¹)	135.044	-	135.044	471.540	-	471.540
Barr Operation and Maintenance LLP	16.218	-	16.218	11.211	-	11.211
Alarko – Makyol Adi Ortaklığı	-	-	-	(1.268)	-	(1.268)
Alcen Enerji Dağıtım ve Perakende Satış Hiz.A.Ş. (**)	6.032.203	(2.295.244)	3.736.959	5.629.111	(2.055.061)	3.574.050
Al-Riva Projesi Ar. Değ.Konut İnş. ve Tic. A.Ş. (***)	(72.161)	47.213	(24.948)	(44.155)	39.158	(4.997)
Al-Riva Arazi Değ. Konut İnş.Turistik Tes.Golf İşl. ve Tic. A.Ş. (***)	(3.696)	5.006	1.310	(104.553)	1.043	(103.510)
Al-Riva Arazi Ar. Değ. Konut İnş. ve Tic. A.Ş. (***)	(4.946)	1.230	(3.716)	(34.113)	4.340	(29.773)
Sanrose Tarım Sanayi ve Ticaret A.Ş. (****)	-	-	-	(9.522)	2.617	(6.905)
İpeks Jeotermal Enerji Tarım Sanayi Ticaret A.Ş. (****)	-	-	-	(26.811)	63.619	36.808
Total	5.822.162	(2.245.115)	3.577.047	6.132.834	(2.351.567)	3.781.267

(¹) Since Bakad International B.V. owns the %100 shares of Bakad Investment & Operation LLP these entities are included in the carried investment amount in consolidated financial statements

(**) Since Alcen Enerji Dağıtım ve Perakende Satış Hiz. A.Ş., owns the 100% shares of Meram Elektrik Dağıtım A.Ş., Cenal Elektrik Üretim A.Ş., Utilitek Bilgi Teknolojileri A.Ş, Meram Enerji Toplayıcı A.Ş. and 99,99% shares of Meram Elektrik Perakende Satış A.Ş., and 99,60% of Meram Elektrik Enerjisi Toptan Satış A.Ş., these entities are included in the carried investment amount in consolidated financial statements.

(***) The shareholding and controlling rate of the Parent Company in these affiliates is 40%.

(****) Included in the consolidation using the full consolidation method as of 30 September 2025.

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15. INVESTMENT PROPERTIES

As of 31 December 2025 and 2024, investment properties are as follows (TL):

Fair value	Investment properties
As of 1 January 2024	5.476.925
Additions	1.116.381
Increase / (decrease) arising from changes in fair value (Note 30)	1.547.810
Transfers	100.966
Foreign currency translation difference	(293.196)
As of 31 December 2024	7.948.886
Foreign currency translation differences	211.427
Disposals	(113.352)
Increase / (decrease) arising from changes in fair value (Note 30)	31.672
As of 31 December 2025	8.078.633

As of 31 December 2025 and 2024, fair values of investment properties are as follows:

Name of Property	31 December 2025		31 December 2024	
	Expertise report date	Fair Value (TL)	Expertise report date	Fair Value (TL)
Maslak Arsası	31.12.2025	1.122.930	31.12.2024	1.107.218
Eyüp Topçular - Fabrika	31.12.2025	822.000	31.12.2024	785.354
Ankara Çankaya İş Merkezi	31.12.2025	91.280	31.12.2024	88.954
İstanbul Karaköy İş Merkezi	31.12.2025	224.270	31.12.2024	223.721
Büyüçekmece Alkent 2000-Dükkanlar	31.12.2025	135.840	31.12.2024	135.741
Antalya Arsası	31.12.2025	431.790	31.12.2024	448.281
İstanbul Sarıyer Arsası	31.12.2025	1.046.760	31.12.2024	1.103.985
Etiler Alkent Sitesi Dükkanlar	31.12.2025	708.233	31.12.2024	669.970
İstanbul Büyüçekmece Arsası	31.12.2025	11.620	31.12.2024	12.168
Sanayi Mah. Dükkan	31.12.2025	34.300	31.12.2024	35.472
Adana Büro Binası	31.12.2025	12.636	31.12.2024	12.765
Mosalarko Ofis Binası	26.12.2025	1.048.924	25.12.2024	855.219
Tuzla Arsası ^(*)	-	-	31.12.2024	113.352
Büyüçekmece Arsası	31.12.2025	1.266.090	31.12.2024	1.240.306
Tuzla Arsası	31.12.2025	1.121.960	23.12.2024	1.116.380
Total		8.078.633		7.948.886

^(*) The Tuzla land was donated to Tuzla Municipality on 4 December 2025 within the scope of zoning plan studies.

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15. INVESTMENT PROPERTIES (CONTINUED)

As of 31 December 2025, the methods of the fair value of the investment properties calculation as follows:

Name of Property	Valuation Methods Applied	Basis of Valuation Method
Maslak Land	Equal Comparison	Equal Comparison
Eyüp Topçular – Factory	Equal Comparison , Cost Analysis	Cost Approach
Ankara Çankaya Business Center	Equal Comparison, Income Reduction	Equal Comparison
İstanbul Karaköy Business Center	Equal Comparison	Equal Comparison
Büyüçekmece Alkent 2000-Stores	Equal Comparison, Income Reduction	Income Reduction
Antalya Land	Equal Comparison	Equal Comparison
İstanbul Sarıyer Land	Equal Comparison	Equal Comparison
Etiler Alkent Site Stores	Equal Comparison, Income Reduction	Income Reduction
İstanbul Büyüçekmece Land	Equal Comparison	Equal Comparison
Sanayi Mah Store	Equal Comparison, Income Reduction	Equal Comparison
Adana Office Building	Equal Comparison	Equal Comparison
Mosalarko Office Building	Equal Comparison, Income Reduction	Average
Büyüçekmece Land	Equal Comparison, Income Reduction	Equal Comparison
Tuzla Land	Equal Comparison, Income Reduction	Equal Comparison

As of 31 December 2024, the methods of the fair value of the investment properties calculation as follows:

Name of Property	Valuation Methods Applied	Basis of Valuation Method
Maslak Land	Equal Comparison	Equal Comparison
Eyüp Topçular – Factory	Equal Comparison , Cost Analysis	Cost Approach
Ankara Çankaya Business Center	Equal Comparison, Income Reduction	Equal Comparison
İstanbul Karaköy Business Center	Equal Comparison	Equal Comparison
Büyüçekmece Alkent 2000-Stores	Equal Comparison, Income Reduction	Income Reduction
Antalya Land	Equal Comparison	Equal Comparison
İstanbul Sarıyer Land	Equal Comparison	Equal Comparison
Etiler Alkent Site Stores	Equal Comparison, Income Reduction	Income Reduction
İstanbul Büyüçekmece Land	Equal Comparison	Equal Comparison
Sanayi Mah Store	Equal Comparison, Income Reduction	Equal Comparison
Adana Office Building	Equal Comparison	Equal Comparison
Mosalarko Office Building	Equal Comparison, Income Reduction	Average
Tuzla Land	Equal Comparison	Equal Comparison
Büyüçekmece Land	Equal Comparison, Income Reduction	Equal Comparison
Tuzla Land	Equal Comparison, Income Reduction	Equal Comparison

In years 2025 and 2024 Mosalarko Office Building that is an investment property has been valued by Nexia Pacioli Consulting LLC. In years 2024 other investment properties have been valued by Reel Gayrimenkul Değerleme A.Ş.

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15. INVESTMENT PROPERTIES (CONTINUED)

As of 31 December 2025, the Group's investment properties and fair value hierarchy of the related assets are as follows (TL):

Name of Property	Fair Value	Level 1	Level 2	Level 3
Maslak Land	1.122.930	-	1.122.930	-
Eyüp Topçular – Factory	822.000	-	822.000	-
Ankara Çankaya Business Center	91.280	-	91.280	-
İstanbul Karaköy Business Center	224.270	-	224.270	-
Büyüçekmece Alkent 2000-Stores	135.840	-	-	135.840
Antalya Land	431.790	-	431.790	-
İstanbul Sarıyer Land	1.046.760	-	1.046.760	-
Etiler Alkent Site Stores	708.233	-	-	708.233
İstanbul Büyüçekmece Land	11.620	-	11.620	-
Sanayi Mah. Store	34.300	-	34.300	-
Adana Office Building	12.636	-	12.636	-
Mosalarko Office Building	1.048.924	-	-	1.048.924
Büyüçekmece Land	1.266.090	-	1.266.090	-
Tuzla Land	1.121.960	-	1.121.960	-
Total	8.078.633	-	6.185.636	1.892.997

As of 31 December 2024, the Group's investment properties and fair value hierarchy of the related assets are as follows (TL):

Name of Property	Fair Value	Level 1	Level 2	Level 3
Maslak Land	1.107.218	-	1.107.218	-
Eyüp Topçular – Factory	785.354	-	785.354	-
Ankara Çankaya Business Center	88.954	-	88.954	-
İstanbul Karaköy Business Center	223.721	-	223.721	-
Büyüçekmece Alkent 2000-Stores	135.741	-	-	135.741
Antalya Land	448.281	-	448.281	-
İstanbul Sarıyer Land	1.103.985	-	1.103.985	-
Etiler Alkent Site Stores	669.970	-	-	669.970
İstanbul Büyüçekmece Land	12.168	-	12.168	-
Sanayi Mah. Store	35.472	-	35.472	-
Adana Office Building	12.765	-	12.765	-
Mosalarko Office Building	855.219	-	-	855.219
Tuzla Land	113.352	-	113.352	-
Büyüçekmece Land	1.240.306	-	1.240.306	-
Tuzla Land	1.116.380	-	1.116.380	-
Total	7.948.886	-	6.287.956	1.660.930

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16. NON-CURRENT ASSETS HELD FOR SALE

Non-current assets held for sale are as follows (TL) :

	31 December 2025	31 December 2024
Property, plant and equipment	188.903	12.087
Total	188.903	12.087

Property, plant and equipment with a net carrying value of TL 188.903 is classified as non-current assets held for sale as of 31 December 2025 (31 December 2024: TL 12.087).

The amount of TL 187.357 included in property, plant and equipment represents the net carrying value of the Natural Gas Combined Cycle Power Plant located in Kırklareli, which is recorded in the balance sheet of the subsidiary Altek Alarko Elektrik Santralları Tesis İşletme ve Ticaret A.Ş.

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17. PROPERTY, PLANT AND EQUIPMENT

Movements of cost and accumulated depreciation of property, plant and equipment for the years ended 31 December 2025 and 2024 are as follows (TL):

As of 31 December 2025;



Cost	Opening 1 January 2025	Additions	Currency translation difference	Disposals and transfers	Business combinations effect	Total 31 December 2025
Land	2.023.570	160.661	(597)	(33.487)	355.845	2.505.992
Land improvements	328.125	7.262	-	499.809	-	835.196
Buildings	6.456.400	102.637	(324)	(628.300)	267	5.930.680
Plant, machinery and equipment	9.006.145	452.703	(17.501)	(3.103.804)	524.796	6.862.339
Motor vehicles	65.898	1.969	(1.171)	(8.289)	3.630	62.037
Furniture and fixtures	1.548.519	316.286	3.555	(85.246)	41.058	1.824.172
Leasehold improvements	674.417	52.846	-	(24.089)	-	703.174
Other tangible assets	101.318	4.352	606	(50.299)	-	55.977
Construction in progress	7.091.115	10.012.039	-	(2.408.870)	1.009.791	15.704.075
Total	27.295.507	11.110.755	(15.432)	(5.842.575)	1.935.387	34.483.642

Accumulated Depreciation	Opening 1 January 2025	Depreciation expense for the period	Currency translation difference	Depreciation of sales and transfers	Business combinations effect	Total 31 December 2025
Land improvements	95.751	45.295	-	-	-	141.046
Buildings	880.789	267.814	3.036	(184.620)	87	967.106
Plant, machinery, and equipment	5.206.509	723.851	(39.472)	(3.940.456)	39.485	1.989.917
Motor vehicles	28.964	10.734	(1.173)	(8.931)	525	30.119
Furniture and fixtures	963.756	165.246	(9.583)	(93.527)	1.209	1.027.101
Leasehold improvements	610.316	25.373	-	(21.267)	-	614.422
Other tangible assets	75.811	(30.691)	113	(218)	-	45.015
Total accumulated depreciation (Note 28)	7.861.896	1.207.622	(47.079)	(4.249.019)	41.306	4.814.726
Property, plant, and equipment, (net)	19.433.611					29.668.916

As of 31 December 2025, the capitalized borrowing costs amount to TL 643.584.

As of 31 December 2025, the total insurance coverage of the assets amounts to TL 25.827.757.

ALARKO HOLDING A.Ş. AND ITS SUBSIDIARIES

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17. PROPERTY, PLANT AND EQUIPMENT (CONTINUED)

As of 31 December 2024;

Cost	Opening 1 January 2024	Additions	Currency translation difference	Disposals and transfers	Business combinations effect	Total 31 December 2024
Land	1.066.827	638.119	(4.992)	-	323.616	2.023.570
Land improvements	117.471	15.400	-	1.292	193.962	328.125
Buildings	4.844.239	310.693	(33.006)	(56.540)	1.391.014	6.456.400
Plant, machinery and equipment	8.313.800	(48.761)	(184.385)	499.616	425.875	9.006.145
Motor vehicles	60.308	20.784	(4.609)	(10.955)	369	65.898
Furniture and fixtures	1.198.949	343.413	(19.397)	(77.105)	102.659	1.548.519
Leasehold improvements	638.789	31.512	-	(1.755)	5871	674.417
Other tangible assets	134.381	-	(10.881)	(22.210)	28	101.318
Construction in progress	3.577.603	5.418.826	-	(1.957.082)	51.768	7.091.115
Total	19.952.367	6.729.986	(257.270)	(1.624.739)	2.495.162	27.295.507

Accumulated Depreciation	Opening 1 January 2024	Depreciation expense for the period	Currency translation difference	Depreciation of sales and transfers	Business combinations effect	Total 31 December 2024
Land improvements	83.754	11.997	-	-	-	95.751
Buildings	739.875	174.860	(21.820)	(28.496)	16.370	880.789
Plant, machinery, and equipment	5.063.647	450.820	(91.460)	(262.038)	45.539	5.206.508
Motor vehicles	30.563	8.430	(4.387)	(5.896)	255	28.965
Furniture and fixtures	941.603	112.635	(10.837)	(80.433)	788	963.756
Leasehold improvements	591.133	19.893	-	(711)	-	610.315
Other tangible assets	64.469	18.692	-	(7.350)	-	75.811
Total accumulated depreciation (Note 28)	7.515.044	797.327	(128.504)	(384.924)	62.952	7.861.895
Property, plant, and equipment, (net)	12.437.323					19.433.612

As of 31 December 2024, the capitalized borrowing costs amount to TL 93.734.

As of 31 December 2024, the total insurance coverage of the assets amounts to TL 28.541.696.

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18. INTANGIBLE ASSETS

Movements of the cost and accumulated amortization of Group's intangible assets for the year ended 31 December 2025 (TL):

Cost	Rights	Other intangible assets	Total
As of 1 January 2025	1.479.485	5.021	1.484.506
Additions	379.155	69.494	448.649
Disposals	(23.106)	(4.157)	(27.263)
Currency translation difference	8.606	-	8.606
Business combinations effect	45.390	-	45.390
Additions	1.140	-	1.140
As of 31 December 2025	1.890.670	70.358	1.961.028
Accumulated amortization	Rights	Other intangible assets	Total
As of 1 January 2025	341.782	4.711	346.493
Charge for the current period (Note 28)	101.432	5.347	106.779
Disposal	(16.302)	(4.075)	(20.377)
Currency translation difference	(633)	-	(633)
Business combinations effect	29	-	29
As of 31 December 2025	426.308	5.983	432.291
Intangible assets (net)	1.464.362		1.528.737

Movements of the cost and accumulated amortization of Group's intangible assets for the year ended 31 December 2024 (TL):

Cost	Rights	Other intangible assets	Total
As of 1 January 2024	1.193.921	4.949	1.198.870
Additions	318.386	72	318.458
Disposals	(3.697)	-	(3.697)
Currency translation difference	(33.874)	-	(33.874)
Business combinations effect	4.749	-	4.749
As of 31 December 2024	1.479.485	5.021	1.484.506
Accumulated amortization	Rights	Other intangible assets	Total
As of 1 January 2024	256.591	4.494	261.085
Charge for the current period (Note 28)	88.828	217	89.045
Disposal	(3.063)	-	(3.063)
Currency translation difference	(582)	-	(582)
Business combinations effect	8	-	8
As of 31 December 2024	341.782	4.711	346.493
Intangible assets (net)	1.137.703		1.138.013

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19. RIGHT OF USE ASSETS

As of 31 December 2025 and 2024, Right of use assets are as follows (TL):

	1 January 2025 Opening balance	Additions	Disposals	Currency translation difference	31 December 2025 Closing balance
Cost value					
Right of use assets	2.432.850	381.133	(65.590)	324	2.748.717
Accumulated depreciation (-)	(1.309.167)	(104.102)	37.982	(813)	(1.376.100)
Net book value	1.123.683	277.031	(27.608)	(489)	1.372.617
	1 January 2024 Opening balance	Additions	Disposals	Currency translation difference	31 December 2024 Closing balance
Cost value					
Right of use assets	2.338.648	115.543	(18.545)	(2.796)	2.432.850
Accumulated depreciation (-)	(1.224.262)	(94.005)	8.168	932	(1.309.167)
Net book value	1.114.386	21.538	(10.377)	(1.864)	1.123.683

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20. GOODWILL

As of 31 December 2025 and 2024, goodwill consists of the following (TL) :

	31 December 2025	31 December 2024
Opening balance	795.857	850.802
Additions (*) (Note 3)	70.940	503.469
Transfer to the effect of mergers involving undertakings or businesses under common control (**)	-	(557.528)
Adjustments (***)	-	(886)
Additions (****)	(42.205)	-
Closing Balance	824.592	795.857

(*) Goodwill amounting to TL 57.916 was recognized on the acquisition of 26% shares of İpeks Jeotermal Enerji Tarım Sanayi Ticaret A.Ş. on 19 August 2025; and TL 13.024 on the acquisition of 75% shares of Sanrose Tarım Sanayi Ticaret A.Ş. on 3 July 2025. (31 December 2024 – TL 205.107 on the acquisition of 25% shares of Sanrose Tarım Sanayi Ticaret A.Ş. on 15 January 2024; TL 12.700 on the acquisition of 100% shares of Beybur Tarım ve Hayvancılık A.Ş. on 8 April 2024; TL 268.584 on the acquisition of 100% shares of Nata Tarım Üretim ve Ticaret A.Ş. on 7 May 2024; TL 11.625 on the acquisition of 49% shares of İpeks Jeotermal Enerji Tarım Sanayi Ticaret A.Ş. on 27 May 2024; TL 3.419 on the acquisition of 100% shares of Seraf Tarım ve Hayvancılık A.Ş. on 6 August 2024; and TL 2.034 on the acquisition of 51% shares of Camser Tarım Gıda A.Ş. on 24 September 2024.)

(**)Antsan Tarım Sanayi ve Ticaret Anonim Şirketi, Gürlük Jeotermal Enerji Tarım Seracılık Gıda Sanayi ve Ticaret Anonim Şirketi, Hak Gayrimenkul Tarım Sanayi ve Ticaret Anonim Şirketi, Alurla Jeotermal Sağlık ve Turizm Anonim Şirketi, Alpark Jeotermal Sağlık Turizm ve Depoculuk Anonim Şirketi, Altes Seracılık Tarım Gıda Sanayi ve Ticaret Anonim Şirketi, Alziraat Jeotermal Tarım Gıda Sanayi ve Ticaret Anonim Şirketi and Alden Jeotermal Tarım Gıda Sanayi ve Ticaret Anonim Şirket have been transferred to the subsidiary Alsera Jeotermal Tarım Gıda Sanayi ve Ticaret Anonim Şirket with all their assets and liabilities, and the said merger transaction was announced in the Turkish Trade Registry Gazette dated 17 April 2024 and numbered 11064. As a result of the merger transaction, the control of Alarko Holding A.Ş. over the merging companies has not changed and has been evaluated within the scope of the principle decision titled "Accounting for business combinations subject to joint control" published by the POA. The mergers of companies under common control should be accounted for using the merger of rights method and goodwill should not be included in the financial statements. For this reason, the goodwill of TL 425.944 calculated from the acquisitions of these companies has been transferred to the effect of the mergers involving enterprises or businesses under common control.

(***) An adjustment has been made to goodwill for Alarko Gıda Sanayi ve Ticaret A.Ş.

(****) As of 31 December 2025, goodwill has been derecognized due to the transfer of Alarko Konut Projeleri Geliştirme A.Ş. to Alsim Alarko San. Tes. ve Tic. A.Ş.

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21. PROVISIONS, CONDITIONAL ASSETS AND LIABILITIES

Short term debt provisions consist of the following (TL):

	31 December 2025	31 December 2024
Provisions for litigation	70.971	108.155
Total	70.971	108.155

Changes in provisions for litigation as of 31 December 2025 and 2024 are set out below (TL):

	31 December 2025	31 December 2024
Opening balance	108.155	85.597
Charge for the current period (Note 27)	26.217	57.469
Payments during the year	(12.690)	(9.654)
Provisions no longer required	(37.625)	(8.601)
Monetary gain/(loss)	(13.086)	(16.656)
Provision for litigation at the end of the period	70.971	108.155

Contingent assets and liabilities are as follows (TL):

a) Amount of mortgage on asset values:

As of December 31, 2025 in relation to the shops located in Etiler Alkent Site, Beşiktaş District, which are shown in the investment property account of the subsidiary Alarko Gayrimenkul Yatırım Ortaklığı A.Ş. (Alarko Gayrimenkul), there is a right of easement established in favor of the 1411 island 1 parcel and against the 1408 island 1 parcel in order to benefit from the central heating facilities with the journal number 6430 dated October 14, 1987 and a right of easement established for a period of 49 years for a price of 7,72 (Full TL) in order to pass a 1,5 m wide channel for the heating facilities in some parts. In addition, in relation to the same parcel, there is a personal right of easement established in favor of the owners of 1410 island and 1 parcel against this parcel with the journal number 784 dated February 26, 1992 in order to benefit from the excess parking lot specified in the project.

- b) As of 31 December 2025, the amount of collateral received for short-term trade receivables is TL 10.302 (31 December 2024: TL 3). The amount of collateral received other than those obtained for short-term trade receivables is TL 26.432.760 (31 December 2024: TL 18.890.451).
- c) As of 31 December 2025, the allowance for doubtful receivables recognized for overdue receivables that could not be collected amounts to TL 20.698 (31 December 2024: TL 25.698).
- d) As of 31 December 2025, mortgages on the Group's assets amount to TL 5.392.510 (31 December 2024: TL 5.118.556).

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22. COMMITMENTS

As of 31 December 2025 and 2024, the Group’s guarantees-sureties-mortgage (“GSM”) position is as follows (TL):

	31 December 2025		31 December 2024	
Guarantee letters given	9.593.789		7.472.829	
Mortgages given	5.392.510		5.118.556	
Sureties given	25.919.443		22.607.453	
Notes given as collateral	1.537.879		2.012.966	
Total	42.443.621		37.211.804	
Sureties received	23.831.931		16.026.595	
Guarantee letters received	2.597.373		2.849.852	
Mortgages received	13		17	
Cheques received	-		-	
Notes received	13.745		13.990	
Total	26.443.062		18.890.454	
	31 December 2025		31 December 2024	
Guarantees, sureties, mortgages given by the Company				
A. Total guarantees, sureties, mortgages given in the name of its own corporate body	Foreign Currency	TL Equivalent	Foreign Currency	TL Equivalent
	-	-	-	-
B. Total guarantees, sureties, mortgages given in the name of entities included in the consolidation by full consolidation method				
	Foreign Currency	TL Equivalent	Foreign Currency	TL Equivalent
TL	1.874.417	1.874.417	2.384.417	3.121.019
USD	240.500	10.304.391	120.000	5.541.504
EURO	232.958	11.714.507	154.958	7.451.139
		23.893.315		16.113.662
C. Total guarantees, sureties, mortgages given as collateral for other third parties' liabilities to ensure continuity of ordinary trade operations				
	Foreign Currency	TL Equivalent	Foreign Currency	TL Equivalent
TL	7.088.789	7.088.789	5.565.645	7.285.002
USD	33.766	1.446.744	74.413	3.436.332
EURO	150.586	7.572.335	142.724	6.862.875
RON	248.916	2.442.438	365.605	3.513.933
		18.550.306		21.098.142
D. Total other guarantees, sureties, mortgages given				
	Foreign Currency	TL Equivalent	Foreign Currency	TL Equivalent
i. in the name of the Parent Company	-	-	-	-
ii. in the name of other group companies that are not included in the scope of items B and C	-	-	-	-
iii. in the name of third parties that are not included in the scope of item C	-	-	-	-
Grand Total		42.443.621		37.211.804

The rate of other guarantees, sureties and mortgages given by the Group to the equity of the Group is 0% as of 31 December 2025 (31 December 2024: 0%).

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23. EMPLOYEE BENEFITS

Long term debt provisions consist of the following (TL):

	31 December 2025	31 December 2024
Provision for unused vacation	60.561	44.888
Provision for termination indemnity	145.048	141.389
Total	205.609	186.277

i) Provision for termination indemnity

Movements of provision for termination indemnity during the year are as follows (TL):

	31 December 2025	31 December 2024
Opening balance	141.389	152.307
Interest cost	31.520	30.138
Current service cost	38.779	40.782
Payments during the year	(36.530)	(38.350)
Gain / (loss) on remeasurement of defined benefit plans	(15.991)	(27.292)
Monetary gain/(loss)	(14.119)	(16.196)
Provision for termination indemnity at the end of the period	145.048	141.389

ii) Provision for unused vacation

Movements of provision for unused vacation during the year are as follows (TL):

	31 December 2025	31 December 2024
Unused vacation allowance at the beginning of the period	44.888	71.022
Increase / (decrease) during the period	26.609	16.593
Monetary gain/(loss)	(10.936)	(42.727)
Provision for unused vacation at the end of the period	60.561	44.888

Payables related to employee benefits are as follows (TL):

	31 December 2025	31 December 2024
Social security withholding payable	34.927	32.145
Reverse charge taxes and funds withheld	105.931	79.211
Payables related to other employee benefits	39.808	22.959
Total	180.666	134.315

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24. OTHER ASSETS AND LIABILITIES

Other current assets consist of the following (TL):

	31 December 2025	31 December 2024
Deferred VAT	2.646.305	1.629.938
Other current assets	49.502	14.535
Total	2.695.807	1.644.473

Other non-current assets consist of the following (TL):

	31 December 2025	31 December 2024
Prepaid taxes and funds	123.564	158.287
Other miscellaneous non-current assets	606	753
Total	124.170	159.040

Other short term liabilities consist of the following (TL):

	31 December 2025	31 December 2024
Provisions for other liabilities and expenses	11.288	12.434
Total	11.288	12.434

25. EQUITY

(a) Share capital :

As of 31 December 2025 and 2024, the Parent Company's shareholding structure is as follows (TL):

	31 December 2025		31 December 2024	
Name	Shareholding	Nominal value	Shareholding	Nominal value
Alaton Family	%29,04	126.328	%29,04	126.328
Garih Family	%30,72	133.649	%30,72	133.649
Other	%40,24	175.023	%40,24	175.023
Total	%100,00	435.000	%100,00	435.000

As of 31 December 2025 and 2024, the difference arising from the inflation adjustment of nominal share capital amounts to TL 7.643.119.

The registered share capital ceiling of the Parent Company is TL 2.000.000 (31 December 2024: TL 500.000). As of 31 December 2025, its paid-in share capital amounts to TL 435.000 (31 December 2024: TL 435.000) and consists of 43.500.000.000 shares with a nominal value of Kr 1 each (31 December 2024: 43.500.000.000 shares).

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25. EQUITY (CONTINUED)

(a) Share capital (Continued)

Alarko Holding A.Ş. Board of Directors; in accordance with the resolution dated 14 March 2024 and numbered 929, it has been resolved to revise the Amendment Text regarding the amendment to the Articles of Association; to obtain an extension of the authorization granted by the Capital Markets Board due to the expiration of the five-year validity period of the registered capital ceiling in 2024; to increase the Company's registered capital ceiling from TL 500.000 to TL 2.000.000; therefore, to obtain approval again from the Capital Markets Board in accordance with the "Communiqué on the Registered Capital System" numbered II-18.1 of the Capital Markets Board; to amend Article 8 of the Company's Articles of Association within the framework of the regulations regarding the registered capital system as specified in the Amendment Text; and to submit the registered capital ceiling to the approval of the first General Assembly to be held following the receipt of the necessary approvals regarding the amendment to the Articles of Association, and it has been unanimously resolved by the participants.

The Company applied to the Capital Markets Board on 25 September 2024 regarding the increase of the registered capital ceiling and the extension of its validity period, and this application was approved by the Capital Markets Board with its letter dated 29 November 2024 and numbered E-29833736-110.03-63592. It was notified that the amendment to Article 8 of the Articles of Association was approved by the General Directorate of Domestic Trade of the Ministry of Trade of the Republic of Turkey with its letter dated 23 December 2024 and numbered E-50035491-431.02-00104290944. At the Ordinary General Assembly meeting for 2024 held on 14 April 2025, the new validity period and the registered capital ceiling were approved. The amendment text approved at the General Assembly was registered by the Istanbul Trade Registry Office on 5 May 2025.

(b) Cross shareholding adjustment (-):

Capital adjustment made upon participation of subsidiaries having interest in the Parent Company capital is as follows (TL):

	31 December 2025	31 December 2024
Parent Company capital	435.000	435.000
Parent Company shares acquired by the Subsidiary at nominal value (-)	(1.536)	(1.536)
Total share capital	433.464	433.464

There are shares amounting to TL 1.184 acquired by Alarko Gayrimenkul Yatırım Ortaklığı A.Ş. in 2003 and belonging to the Parent Company as of December 31, 2025, shares amounting to TL 349 acquired by Alsim Alarko San. Tes. ve Tic. A.Ş. and belonging to the Parent Company as of December 31, 2025, and shares amounting to TL 3 acquired by Tüm Tesisat ve İnşaat A.Ş. (transferred to Aldem Alarko Konut İnşaat ve Tic. A.Ş. as of December 31, 2024) and belonging to the Parent Company as of December 31, 2025.

(c) Restricted reserves:

As of 31 December 2025 and 2024, restricted reserves consist of legal reserves.

Restricted reserves are as follows (TL) :

	31 December 2025	31 December 2024
Legal reserves	2.081.901	732.847
Legal reserves inflation difference	1.482.344	1.262.566
Total	3.564.245	1.995.413

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25. EQUITY (CONTINUED)

(c) Restricted reserves (Continued):

Legal reserves, which are divided as First Legal Reserve and Second Legal Reserve as per the Turkish Commercial Code, are appropriated as below :

- a) First Legal Reserve: Appropriated out of net profit at the rate of 5% until such reserve is equal to 20% of issued and fully paid capital.
- b) Second Legal Reserve: Appropriated out of net profit at the rate of 10% of distributions after providing for First Legal Reserve and an amount equal to 5% of capital as dividends.

Legal reserves which do not exceed one half of share capital may only be used to absorb losses or for purposes of continuity of the business in times of business difficulties and to prevent unemployment or lessen its effects.

(d) Repurchased shares (-)

On 29 May 2024, the Board of Directors of Alarko Holding A.Ş. resolved to initiate a share buyback program in order to protect the interests of stakeholders and support a healthy share price formation, within the framework of the Communiqué on Repurchased Shares (II-22.1) and the principle decision dated 14 February 2023. The maximum fund amount was set at TL 550.000, the maximum nominal value of shares subject to buyback at TL 4.350.000 and the duration of the program at one year. Within the scope of the program, between 5 June 2024 and 8 January 2025, 4.350.000 shares were repurchased for a total consideration of TL 573.381, representing 2.287% of the Company's share capital. The buyback process was completed on 8 January 2025.

On 14 March 2025, the Board of Directors resolved to initiate a new share buyback program within the framework of the Communiqué on Repurchased Shares (II-22.1) and the principle decision numbered i-SPK.22.9. Within this program, between 25 March 2025 and 30 May 2025, 13.050.000 shares were repurchased for a total consideration of TL 1,422,144, representing 5.287% of the Company's share capital. The buyback process was completed on 30 May 2025.

Purchases made by the subsidiary Alarko Gayrimenkul Yatırım Ortaklığı A.Ş. amounting to TL 287.818 (14.539.680 shares) are presented under "Treasury shares (-)".

As of 31 December 2025, treasury shares amount to TL 3.018.051 (31 December 2024: TL 1.494.044). An amount equal to the cost of repurchased shares has been classified as restricted reserves appropriated from profits under equity.

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25. EQUITY (CONTINUED)

(c) Retained earnings or accumulated losses :

Distribution of retained earnings or accumulated losses is as follows (TL):

	31 December 2025	31 December 2024
Retained earnings or accumulated losses	56.747.048	57.319.136
Extraordinary reserves inflation differences	6.867.184	6.862.200
Extraordinary reserves	2.123.769	1.743.854
Total	65.738.001	65.925.190

Due to the use of different indexes in the Tax Procedure Law and TAS 29 inflation accounting application and the adjustment of amounts from previous reporting periods in the TAS 29 application and bringing them to the purchasing power of December 31, 2024; There have been differences between the amounts in the balance sheet prepared in accordance with the Tax Procedure Law regarding the items "Capital Adjustment Differences", "Premiums (Discounts) Related to Shares", "Restricted Reserves Separated from Profit" and "Other Reserves" and the amounts in the financial statements prepared in accordance with TAS/IFRS. The said differences are reflected in the "Previous Years' Profits or Losses" item in the TAS/IFRS financial statements, and these differences are detailed below:

	31 December 2025						
	Capital adjustment differences	Premiums Related to Shares	Legal reserves	Reserves for repurchased shares	Extraordinary reserves	Special spares	Capital Advances
According to TAS/IFRS Financial Statements	7.643.119	-	1.482.344	1.121.829	6.867.184	-	-
According to Tax Procedural Law	8.318.776	38.845	362.495	518.508	3.086.257	252.247	43

	31 December 2024						
	Capital adjustment differences	Premiums Related to Shares	Legal reserves	Reserves for repurchased shares	Extraordinary reserves	Special spares	Capital Advances
According to TAS/IFRS Financial Statements	7.643.119	-	1.262.566	885.556	6.862.200	-	-
According to Tax Procedural Law	8.318.776	38.845	362.495	518.508	3.086.257	252.247	43

Within the scope of the initial application of inflation accounting in accordance with TAS 29, retained earnings arising in the balance sheet prepared after inflation adjustment amounted to TL 4.802.013 as of 1 January 2022 and TL 24.563.141 as of 31 December 2025, calculated based on purchasing power.

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25. EQUITY (CONTINUED)

(f) Non-controlling interest:

Non-controlling interest consists of the following (TL):

	31 December 2025	31 December 2024
Share capital	149.221	310.474
Adjustment to share capital	1.050.041	1.094.577
Repurchased shares (-)	(105.016)	(105.016)
Premiums/discounts for shares	322.570	46.130
Legal reserves	296.096	292.827
Other comprehensive income	347.533	182.189
Retained earnings or (accumulated losses)	4.327.675	3.810.841
Profit / (loss) for the period	(345.868)	438.821
Total	6.042.252	6.070.843

As of 31 December 2025, the amount of TL (345.868) (31 December 2024: TL 438.821) presented in the consolidated statement of profit or loss and other comprehensive income as profit/(loss) attributable to non-controlling interests includes TL (99.848) (31 December 2024: TL 404.507) representing the 48.77% share (31 December 2024: 48.77%) of Alarko Gayrimenkul Yatırım Ortaklığı A.Ş. not owned by the Parent Company.

As of 31 December 2025, of the total non-controlling interests amounting to TL 6.042.252 (31 December 2024: TL 6.070.843) presented in the consolidated statement of financial position, TL 5,234,548 (31 December 2024: TL 5.270.487) represents the 48.77% share (31 December 2024: 48.77%) of Alarko Gayrimenkul Yatırım Ortaklığı A.Ş. not owned by the Parent Company.

As of December 31, 2025 and 2024, the total assets, liabilities and equity of Alarko Gayrimenkul Yatırım Ortaklığı A.Ş. and the summary profit or loss statements for the years ending on the same dates are as follows:

	31 December 2025	31 December 2024
Current assets	705.056	2.394.777
Non-current assets	16.349.226	8.411.115
Total assets	17.054.282	10.805.892
Short term liabilities	2.118.855	707.197
Long term liabilities	4.203.214	2.400.873
Equity	10.732.213	7.697.823
Total liabilities	17.054.282	10.805.893

	31 December 2025	31 December 2024
Gross profit / (loss)	298.451	276.080
Operating income / (expenses)	(503.165)	553.268
Net income / (loss)	(204.714)	829.348

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25. EQUITY (CONTINUED)

(g) Share-based payments (-):

The Company has put into effect the "Limited Share Acquisition Bonus Plan" ("Plan") with the Board of Directors' Resolution dated April 26, 2023 and numbered 894. The purpose of the Plan is to establish a system whereby certain employees within the ("Company") (i) are given additional bonuses by giving Shares in return for their performance, subject to certain limits and restrictions, if they meet the performance criteria to be determined for them, and (ii) are given the right to choose to pay a portion of the bonuses they are entitled to within the scope of their employment by giving Shares instead of cash

The Company has allocated performance-based restricted shares to certain executives and key employees ("Participants"). Participants' definitive entitlement to the allocated shares is dependent on the achievement of certain market conditions and the fulfillment of specified service periods. In case of definitive entitlement, the vested shares are delivered to the Participants free of charge. 51.250 restricted shares were allocated during the period. There are no restricted shares whose allocations were cancelled/invalidated or for which definitive entitlement was acquired during the period. There are 1.723.550 restricted shares available as of the end of the period. The fair values (option prices) of the restricted shares were calculated as a weighted average of TL 106.86 per share as a result of valuations performed using the Black-Scholes-Merton pricing model and market data at the dates the shares were allocated.

The amount of share-based payments as of 31 December 2025 is TL 114.714 (31 December 2024: TL 69.889). The TL 69.456 that has not yet been expensed under the plan will be expensed over the 1,91-year weighted average amortization period.

26. REVENUE AND COST OF SALES

Revenues consist of the following (TL):

	31 December 2025	31 December 2024
Domestic sales	4.700.144	4.630.736
Exports sales	4.332.437	5.661.906
Other sales	155.683	71.120
Sales returns (-)	(78.688)	(21.990)
Sales discounts (-)	(440.291)	(396.078)
Other discounts (-)	(195)	(135)
Total	8.669.090	9.945.559

Cost of sales consists of the following (TL):

	31 December 2025	31 December 2024
Cost of goods solds	1.553.190	1.002.987
Cost of trade goods sold	892.696	356.628
Cost of services sold	6.048.275	8.161.390
Total	8.494.161	9.521.005

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27. MARKETING EXPENSES, GENERAL ADMINISTRATION EXPENSES

Marketing expenses and general administrative expenses are as follows (TL) :

Marketing expenses consist of the following (TL):

	31 December 2025	31 December 2024
Personnel expenses (Note 28)	111.764	80.135
Outsourced benefits and services	48.792	54.191
Exhibition, advertisement, presentation expenses	41.384	18.085
Transportation and travelling expenses	10.257	12.225
Material expenses	11.687	13.282
Transportation expenses	69.585	26.901
Miscellaneous expenses	84.985	66.971
Total	378.454	271.790

General administration expenses consist of the following (TL):

	31 December 2025	31 December 2024
Personnel expenses (Note 28)	1.148.263	1.141.847
Outsourced benefits and services	220.086	343.441
Depreciation and amortisation (Note 28)	109.925	118.988
Rental expenses	128.315	55.922
Provision for termination indemnity (Note 28)	92.878	67.073
Taxes, duties, and fees	35.200	85.947
Provision for litigation (Note 21)	26.217	57.469
Doubtful receivables expense (Note 8)	1.210	911
Communication expenses	5.979	5.233
Bank expenses	30.480	53.163
Provision for unused vacation (Note 28)	26.609	16.593
Miscellaneous expenses	557.210	487.514
Total	2.382.372	2.434.101

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28. EXPENSES BY NATURE

Depreciation and amortisation expenses consist of the following (TL):

	31 December 2025	31 December 2024
General production expenses	544.840	360.713
Cost expenses	760.938	498.596
General administrative expenses (Note 27)	109.925	118.988
Total	1.415.703	978.297

	31 December 2025	31 December 2024
Right of use assets (Note 19)	101.302	91.927
Depreciation of plant, property and equipment (Note 17)	1.207.622	797.325
Amortisation of intangible assets (Note 18)	106.779	89.045
Total	1.415.703	978.297

Benefits provided to employees are as follows (TL):

	31 December 2025	31 December 2024
General production expenses	284.053	173.613
Cost of production of services	710.893	530.888
Research and Development Expenses	-	15.600
General administration expenses (Note 27)	1.267.750	1.225.513
Marketing, sales, and distribution expenses (Note 27)	111.764	80.135
Total	2.374.460	2.025.749

Wages and salaries	1.771.836	1.444.477
Social security premiums	199.361	182.482
Other personnel expenses	310.385	331.717
Provision for termination indemnity (Note 27)	92.878	67.073
Total	2.374.460	2.025.749

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29. OTHER INCOME/EXPENSES FROM OPERATING ACTIVITIES

Other income from operating activities is as follows (TL):

	31 December 2025	31 December 2024
Foreign exchange income	1.975.773	2.446.378
Interest income	14.966	82.292
Rental income	53.015	42.711
Provisions for termination indemnity no longer required	21.343	43.175
Rediscounted interest income	64.811	33.357
Provisions for doubtful trade receivables no longer required (Note 8)	122	565
Maturity differences received	-	79.974
Compensation received	2.014	11.162
Other income and profit	529.014	442.901
Total	2.661.058	3.182.515

Other expense from operating activities is as follows (TL):

	31 December 2025	31 December 2024
Foreign exchange losses	604.703	683.458
Expenses before the commitment	-	55.629
Commercial cost	238.095	71.182
Rediscounted interest expense	117.506	70.669
Commitment costs for completed projects	49.530	190.840
Other expenses and losses	191.328	291.616
Total	1.201.162	1.363.394

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30. INCOME / EXPENSE FROM INVESTING ACTIVITIES

Income from investing activities are as follows (TL):

	31 December 2025	31 December 2024
Fair value increase (Note 16)	124.959	1.552.094
Value increase in marketable securities (Note 6)	335.592	1.118.618
Gain on sale of marketable securities	83.101	264.294
Investment property sales profit	116.901	1.225.054
Gain on sale of fixed assets	27.414	-
Exchange rate protected deposits fair value difference	16.455	677.699
Income from public sector bonds, notes and shares	79.069	157.063
Total	783.491	4.994.822

Expenses from investing activities are as follows (TL):

	31 December 2025	31 December 2024
Investment property sales loss	197.171	40.479
Loss on sale of fixed assets	115.657	10.844
Fair value decrease (Note 16)	93.287	4.284
Exchange rate protected deposits fair value difference	-	4.592
Total	406.115	60.199

31. FINANCIAL EXPENSES

Financial income is as follows (TL):

	31 December 2025	31 December 2024
Derivative instrument income	-	9.810
Income from money market funds	808.363	333.228
Interest income	790.397	1.112.671
Received maturity differences	80.414	71.369
Other financial income	4.440	13.299
Total	1.683.614	1.540.377

Financial expenses consist of the following (TL):

	31 December 2025	31 December 2024
Borrowing expenses	5.237.362	2.246.311
Given maturity differences	2.275.796	2.040.237
Interest expenses related to leases	333.677	322.604
Expenses related to money market funds	7	-
Derivative instrument expenses	-	1.047
Total	7.846.842	4.610.199

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32. NET MONETARY POSITION GAINS / (LOSSES)

The Net Monetary Position Gains/(Losses) item reported in the statement of profit or loss results from the following monetary/non-monetary financial statement items:

	1 January – 31 December 2025	1 January – 31 December 2024
NON-MONETARY ITEMS		
Financial Position Statement Items	1.109.321	(5.108.173)
Other receivables	2.687	1.958
Inventories	207.096	191.719
Prepaid expenses	(94.926)	79.000
Other current assets	(41.937)	(152.747)
Long term financial investments	393.046	(1.389.079)
Non-Current Assets Classified for Sale	113	165
Investments accounted for using the equity method	214.854	-
Investment Properties	5.800.131	548.731
Tangible Fixed Assets	2.856.706	3.125.672
Right-of-Use Assets	48.921	(139.809)
Intangible Fixed Assets	256.151	302.404
Deferred Tax Asset/Liability	395.238	1.007.946
Deferred Income	(4.420)	(28.007)
Other Current Liabilities	(29.584)	717.735
Other Liabilities	(42.997)	(36.329)
Paid-in share capital	82	-
Capital Adjustment Differences	(7.630.319)	(8.617.455)
Repurchased Shares (-)	2.500.020	694.072
Effect of Combinations Involving Enterprises or Businesses Under Common Control (-)	23.217	30.237
Other Accumulated Comprehensive Income or Expense Not to be Reclassified to Profit/Loss		
- Gains (Losses) on Investments in Equity-Based Financial Instruments	8.785	283.356
- Defined Benefit Plans Remeasurement Gains/(Losses)	7.203	12.483
- Foreign currency translation differences	(106.067)	494.318
Restricted reserves appropriated from profit	(1.941.309)	(1.605.900)
Retained earnings or accumulated losses	(1.713.370)	(628.643)
Profit or Loss Statement Items	1.199.152	4.012.308
Revenue	(719.496)	(763.291)
Cost of Sales	875.386	1.357.614
General Administrative Expenses	270.850	427.797
Marketing, Sales and Distribution Expenses (-)	37.976	34.828
Research and Development Expenses	(3.686)	4.975
Other Income from Main Activities	(895.481)	3.486.821
Other Expenses from Main Activities	1.328.147	360.602
Income from Investment Activities	(27.073)	680.526
Expenses from Investment Activities (-)	2.669	254
Shares of Profits (Losses) of Investments Valued by Equity Method	(132.958)	(2.434.804)
Financing Income	(160.501)	(2.869)
Financing Expenses	623.319	859.855
Net monetary position gains / (losses)	2.308.473	(1.095.865)

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33. TAX ASSETS AND LIABILITIES**a) Corporate tax;**

The effective tax rate applied in 2025 is 25% (2024: 25%).

The corporate tax rate to be accrued on taxable corporate income is calculated on the remaining tax base after adding expenses that are not deductible for tax purposes to the commercial income and deducting tax-exempt income, non-taxable income and other deductions (including prior year losses and investment incentives, if preferred).

In Turkey, provisional tax is calculated and accrued on a quarterly basis. With the Law on the Amendment of Certain Laws and Legislative Decree No. 375 and the Establishment of Additional Motor Vehicle Tax for the Compensation of Economic Losses Caused by the Earthquakes Occurring on February 6, 2023, published in the Official Gazette dated July 15, 2023, the corporate tax rate was increased from 20% to 25%. Accordingly, corporate tax and deferred tax calculations have been made by taking into account the applicable corporate tax rate. Losses can be carried forward for a maximum of five years to be offset against future taxable profits; however, losses cannot be carried back to prior periods.

Law No. 7061 on the Amendment of Certain Tax Laws and Other Laws, published in the Official Gazette dated December 5, 2017 and numbered 30261, amended Article 5 of the Corporate Tax Law titled "Exemptions". Accordingly, the 75% exemption applied to gains arising from the sale of real estate held for at least two full years was reduced to 50%. This amendment entered into force as of December 5, 2017.

There is no definitive and final reconciliation procedure regarding tax assessments in Turkey. Companies file their tax returns between 1–30 April of the year following the accounting period. These returns and the accounting records forming their basis may be reviewed and amended by the tax authorities within five years. As of January 1, 2025, certain conditions have been introduced under Law No. 7524 for the corporate tax exemption applicable to real estate investment trusts. Accordingly, if at least 50% of the earnings derived from real estate are distributed as dividends, the applicable corporate tax rate will be 10%. Otherwise, a 30% corporate tax rate applicable to undistributed profits is used in the calculation of current and deferred tax. Corporate tax is calculated on the tax base determined by adding non-deductible expenses to commercial income and deducting exemptions and allowances provided under tax legislation.

As of 2025, the application of inflation accounting under the Tax Procedure Law has been postponed for the 2025, 2026 and 2027 accounting periods pursuant to Law No. 7571. Within this scope, the Company has performed revaluation for depreciable assets in accordance with Article 298/Ç of the Tax Procedure Law and the resulting increase has been recognized in a special reserve account in statutory records. This application is solely for tax purposes and has no impact on the carrying amounts in the TFRS financial statements.

Income Tax Withholding

In addition to corporate tax, income tax withholding must also be calculated on dividends, except for those distributed to full-fledged taxpayers who receive dividends and declare them by including them in corporate income, and to branches of foreign companies in Turkey. Income tax withholding was applied as 10% for all companies between April 24, 2003 and July 22, 2006. This rate has been applied as 15% since July 22, 2006, with the Council of Ministers Decision numbered 2006/10731. Dividends that are not distributed but added to the capital are not subject to income tax withholding.

A 19.8% withholding tax must be made on the investment discount amount used based on investment incentive certificates received before April 24, 2003. No withholding tax is made on investment expenditures without incentive certificates after this date.

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33. TAX ASSETS AND LIABILITIES (CONTINUED)

a) Corporate tax (continued)

Taxation of Activities of Foreign Subsidiaries

In the accompanying consolidated financial statements, corporate tax and deferred tax calculations of the subsidiaries, associates and joint operations located abroad and consolidated using the equity method and full consolidation method have been performed using the applicable tax rates as of 31 December 2025. Accordingly, tax rates of 25%, 16%, 18% and 25% have been applied for entities in Italy, Russia, Romania, Ukraine and Spain, respectively, and 28% for entities in Kazakhstan.

The tax liability for the period profit is as follows (TL):

	31 December 2025	31 December 2024
Current period corporation tax ^(*)	425.139	653.742
Prepaid taxes and funds	(223.004)	(159.239)
Total	202.135	494.503

Tax income and expenses recognized in the consolidated statement of profit or loss and other comprehensive income are summarized in the following (TL):

	31 December 2025	31 December 2024
Current period corporation tax (*)	(423.206)	(634.120)
Deferred tax income / (expense) (Note 33(b))	(115.106)	(188.224)
Total tax expense	(538.312)	(822.344)

^(*) The difference between foreign subsidiaries' current tax provision and current period corporate tax is the effect of currency translation differences.

As of 31 December 2025 and 2024, the reconciliation between the tax expense calculated by applying the legal tax rate on the profit before tax and the total tax provision stated in the consolidated statement of profit or loss and other comprehensive income is as follows (TL):

	31 December 2025	31 December 2024
Profit/ (loss) before tax	(1.030.705)	4.055.615
Share of profits / (losses) of investments accounted by equity method	3.577.047	3.781.267
Profit /(loss) before tax (share of profits / (losses) of investments accounted by equity method excluded)	(4.607.752)	274.348
Local tax rate	%25	%25
Tax expense calculated by using the tax rate	(1.151.938)	68.587
Disallowable expenses and other additions	4.153.480	923.777
Tax-exempt earnings and other deductions	(2.369.151)	(198.251)
The effect of changes in tax rates	(94.079)	28.231
Total tax expense	538.312	822.344

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33. TAX ASSETS AND LIABILITIES (CONTINUED)

b) Deferred tax assets and liabilities;

The Group recognizes deferred tax assets and liabilities for temporary timing differences arising from differences between its tax-based financial statements and its financial statements prepared in accordance with TFRS. These differences generally arise from the fact that some income and expense items are included in different periods in the tax-based financial statements and the financial statements prepared in accordance with TFRS, and these differences are specified below. The tax rate used in the calculation of deferred tax assets and liabilities was 25% based on temporary timing differences expected to reverse. The tax exemption granted to real estate investment trusts by Article 5, subparagraph d-4 of the Corporate Tax Law was made conditional on the distribution of at least 50% of the profits obtained from real estate through dividends as of January 1, 2025, by Law No. 7524 dated 2/8/2024. Since the profit distribution decision is under the authority of the general assembly, the tax rate used in the calculation of 2024 deferred tax assets and liabilities is 30%.

Temporary differences creating a basis for deferred tax calculations and deferred tax assets/liabilities and deferred tax income/expenses are as follows (TL):

Temporary income / (expense) differences

	Accumulated temporary differences		Deferred tax assets / liabilities	
	31 December 2025	31 December 2024	31 December 2025	31 December 2024
Tax assets				
Tax losses of carry forward ^(*)	6.550.267	2.375.794	1.637.567	590.480
Cost of long term construction	26.479.066	32.898.164	6.620.120	8.210.170
Temporary differences on inventories	242.508	570.999	81.032	169.427
Provision for litigation expenses	70.970	108.155	17.743	27.038
Unused vacation provision	100.693	44.888	25.279	11.355
Termination indemnity	60.562	99.771	15.317	25.072
The net difference between the book values and tax bases of tangible and intangible fixed assets.	14.932.868	17.361.590	4.569.557	5.158.237
Leases	199.654	147.258	49.914	36.815
Other	196.271	326.427	48.988	91.256
Total			13.065.517	14.319.850

	Accumulated temporary differences		Deferred tax assets / liabilities	
	31 December 2025	31 December 2024	31 December 2025	31 December 2024
Tax liabilities				
Right-of-use assets	(420.344)	(332.884)	(109.628)	(87.763)
Cost of long term construction	(16.959.161)	(23.838.288)	(4.262.005)	(5.956.630)
Investment properties	(25.891.332)	(23.738.438)	(7.582.000)	(6.893.890)
Total			(11.953.633)	(12.938.283)
Net deferred tax liability			1.111.884	1.381.567
Deferred tax asset on financial position			3.634.295	3.042.331
Deferred tax liability on financial position			(2.522.411)	(1.660.764)
Net effect of deferred tax			1.111.884	1.381.567

^(*) As of 31 December 2025, of the tax losses carried forward and current period losses subject to deferred tax calculation, TL 8.261 relates to energy group companies, TL 44.638 to construction group companies, TL 1.399.969 to holding group companies, TL 5.078.988 to agriculture group companies and TL 18.411 to industry and trade group companies. (As of 31 December 2024, of the tax losses carried forward and current period losses subject to deferred tax calculation, TL 88.930 relates to energy group companies, TL 69.902 to construction group companies, TL 550.508 to holding group companies, TL 71.543 to industry and trade group companies and TL 1.594.911 to agriculture group companies.)

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33. TAX ASSETS AND LIABILITIES (CONTINUED)

b) Deferred tax assets and liabilities (continued);

Deferred tax income / (expense) (TL):

	31 December 2025	31 December 2024
Prior period deferred tax liability	1.381.567	1.933.164
Deferred tax (expense) / income (Note 34(a))	(115.106)	(188.224)
Business combinations effect	(109.677)	(68.078)
Deferred tax expense accounted for in prior years' profit/ (loss)	-	(331.749)
Foreign currency translation differences	(41.631)	42.374
Actuarial deferred tax income / (expense)	(3.269)	(5.936)
Impact of tax rate change	-	16
Current period deferred tax liability (-)	1.111.884	1.381.567

34. EARNINGS / (LOSS) PER SHARE

Earnings / (loss) per share is calculated as follows:

	31 December 2025	31 December 2024
Parent company profit / (loss) for the period (TL)	(1.223.149)	2.794.450
Weighted average number of ordinary shares at the beginning of the period *	415.927	428.365
Earnings / (loss) per share		
Earnings / (loss) per parent company share (TL)	(2,941)	6,524

(*) Per share of TL 1 nominal.

At the ordinary general assembly meeting of Alarko Holding A.Ş. held on April 14, 2025; from the period profit of TL 2.092.525 included in the consolidated financial statements for 2024, after deducting TL 335.253.540 corresponding to non-controlling interests in accordance with the Capital Markets Legislation, the Company's Articles of Association and other relevant legislation, the remaining net period profit amounts to TL 1.757.272.090; in accordance with the legal limits, it has been resolved not to allocate the first legal reserve, which had reached the legal limit in prior years; to add donations amounting to TL 3.206.885 to the net period profit, resulting in TL 1.760.478.975; to distribute TL 1.131.000.000 (Gross), corresponding to 64,24% thereof, to the shareholders as cash dividends; to apply the necessary tax withholding on the dividend portion subject to withholding tax; to transfer the remaining amount to extraordinary reserves; and to commence dividend distribution on April 17, 2025, by majority vote.

According to the attached consolidated financial statements of Alarko Group as of December 31, 2025, the Parent Company has a net loss for the period amounting to TL 1.223.149 and the total amount of other resources that may be subject to profit distribution is TL 67.220.345 (Note 25). According to the Parent Company's statutory records as of December 31, 2025, the net profit for the period amounts to TL 3.629.409 and the total amount of other resources that may be subject to profit distribution is TL 563.753.

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35. RELATED PARTY DISCLOSURES

Trade receivables from related parties consist of the following (TL):

	31 December 2025	31 December 2024
Meram Elektrik Perakende Satış A.Ş. (1)	72.265	34.929
Alarko Carrier San. ve Tic. A.Ş. (1)	22.316	19.979
Cenal Elektrik Üretim A.Ş. (1)	22.822	10.994
Alcen Enerji Dağ.ve Perak.Sat. Hizm.A.Ş. (1)	48	1.279
Alarko Cengiz Metro Ortak Girişimi (2)	4.289	5.382
Utilitek Bilgi Teknolojileri A.Ş. (1)	2.018	-
Meram Elektrik Enerjisi Toptan Satış A.Ş. (1)	-	6.423
İpeks Jeotermal Enerji Tarım Sanayi Ticaret A.Ş. (1)	-	374.970
Sanrose Tarım Sanayi ve Ticaret A.Ş. (1)	-	66.680
Total (Note 8)	123.758	520.636

Trade payables to related parties consist of the following (TL):

	31 December 2025	31 December 2024
Alarko Carrier San. ve Tic. A.Ş. (1)	150	1.181.880
Meram Elektrik Dağıtım A.Ş. (1)	-	85
Meram Elektrik Perakende Satış A.Ş. (1)	1.466	-
Meram Elektrik Enerjisi Toptan Satış A.Ş. (1)	28	931
İpeks Jeotermal Enerji Tarım Sanayi Ticaret A.Ş. (1)	-	15.708
Total (Note 8)	1.644	1.198.604

Other short-term receivables from related parties consist of the following (TL):

	31 December 2025	31 December 2024
Alarko-Makyol Adi Ortaklığı (1)	-	2.416
Al-Riva Projesi Ar.Değ.Konut İnş. Tic. A.Ş. (3)	206	93
Al-Riva Arazi Değer.Konut İnş.ve Tic. A.Ş. (3)	105	47
Al-Riva Ar.Değ.Kon. İnş. Tur. Tes. Golf A.Ş. (3)	332	149
İpeks Jeotermal Enerji Tarım Sanayi Ticaret A.Ş. (1)	-	80
Sanrose Tarım Sanayi ve Ticaret A.Ş. (1)	-	38.708
Total (Note 9)	643	41.493

Non-trade long term receivables from related parties is as follows (TL):

	31 December 2025	31 December 2024
Al-Riva Projesi Ar.Değ.Konut İnş. Tic. A.Ş. (3)	292.065	211.475
Al-Riva Arazi Değer.Konut İnş.ve Tic. A.Ş. (3)	34.337	27.178
Al-Riva Ar.Değ.Kon. İnş. Tur. Tes. Golf A.Ş. (3)	8.526	6.599
Total (Note 9)	334.928	245.252

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35. RELATED PARTY DISCLOSURES (CONTINUED)

Short term non-trade payables to related parties are as follows (TL):

	31 December 2025	31 December 2024
Alcen Enerji Dağ.ve Perak.Sat. Hizm.A.Ş. (1)	7.395.000	8.829.590
Total (Note 9)	7.395.000	8.829.590

Non-current non-trade payables to related parties are as follows (TL):

	31 December 2025	31 December 2024
Alcen Enerji Dağ.ve Perak.Sat. Hizm.A.Ş. (1)	2.133.871	-
Total (Note 9)	2.133.871	-

Sales to related parties consist of the following (TL) :

As of 31 December 2025	Rent	Service	Trade good	Maturity difference	Other	Total
Al-Riva Projesi Ar.Değ. Konut Ins.Tic.A.Ş (3)	-	166	-	70.851	-	71.017
Al-Riva Arazi Değ. Konut Ins.ve Tic.A.Ş. (3)	-	52	-	7.509	-	7.561
Al-Riva Ar.Değ.Kon.Inş.Tur.Tes.Golf A.Ş. (3)	-	103	-	1.842	-	1.945
Alarko Carrier San. ve Tic. A.Ş. (1)	4.149	43.075	4.054	-	-	51.278
Alcen Enerji Dağıtım ve Perakende Satış Hiz. A.Ş. (1)	-	1.024	-	-	-	1.024
Meram Elektrik Enerjisi Toptan Satış A.Ş. (1)	-	31.586	4.600	-	-	36.186
Cenal Elektrik Üretim A.Ş. (1)	-	64.960	-	-	-	64.960
Meram Elektrik Perakende Satış A.Ş. (1)	-	208.354	-	-	-	208.354
Alarko Cengiz Metro Ortak Girişimi (2)	-	202	-	-	-	202
Utilitek Bilgi Teknolojileri A.Ş. (1)	-	4.159	-	-	-	4.159
Total	4.149	353.681	8.654	80.202	-	446.686

As of 31 December 2024	Rent	Service	Trade good	Maturity difference	Other	Total
Al-Riva Projesi Ar.Değ. Konut Ins.Tic.A.Ş (3)	97	51	-	60.500	-	60.648
Al-Riva Arazi Değ. Konut Ins.ve Tic.A.Ş. (3)	7	24	-	6.511	-	6.542
Al-Riva Ar.Değ.Kon.Inş.Tur.Tes.Golf A.Ş. (3)	7	75	-	1.564	-	1.646
Alarko Carrier San. ve Tic. A.Ş. (1)	3.503	34.223	-	-	-	37.726
Alcen Enerji Dağıtım ve Perakende Satış Hiz. A.Ş. (1)	5	736	-	-	-	741
Meram Elektrik Enerjisi Toptan Satış A.Ş. (1)	5	30.714	8.906	-	-	39.625
Cenal Elektrik Üretim A.Ş. (1)	5	46.914	-	-	-	46.919
Meram Elektrik Perakende Satış A.Ş. (1)	-	156.384	-	-	-	156.384
Sanrose Tarım Sanayi ve Ticaret A.Ş. (1)	8	1.122	3.109	3.172	-	7.411
İpeks Jeotermal Enerji Tarım Sanayi Ticaret A.Ş. (1)	-	88	128.039	713	-	128.840
Alarko Cengiz Metro Ortak Girişimi (2)	-	401	-	-	-	401
Total	3.637	270.732	140.054	72.460	-	486.883

(1) Jointly controlled entity
(2) Joint operation
(3) Affiliate
(4) Parent company's shareholder

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35. RELATED PARTY DISCLOSURES (CONTINUED)

Purchases from related parties consist of the following (TL):

As of 31 December 2025	Rent	Service	Trade good	Maturity difference	Other	Total
Alarko Carrier San. ve Tic. A.Ş. (1)	330	26.319	1.648	-	95	28.392
Meram Elektrik Enerjisi Toptan Satış A.Ş. (1)	-	2.155	7.309	-	-	9.464
Alcen Enerji Dağıtım ve Perakende Satış Hiz. A.Ş. (1)	-	-	-	2.275.950	-	2.275.950
Meram Elektrik Dağıtım A.Ş. (1)	-	-	-	-	25	25
Meram Elektrik Perakende Satış A.Ş. (1)	-	14.808	117	-	-	14.925

Total	330	43.282	9.074	2.275.950	120	2.328.756
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As of 31 December 2024	Rent	Service	Trade good	Maturity difference	Other	Total
Alarko Carrier San. ve Tic. A.Ş. (1)	458	661	11.555	-	679.276	691.950
Meram Elektrik Dağıtım A.Ş. (1)	-	-	-	-	246	246
Meram Elektrik Enerjisi Toptan Satış A.Ş. (1)	-	12.375	13.797	-	-	26.172
Alcen Enerji Dağıtım ve Perakende Satış Hiz. A.Ş. (1)	-	-	-	2.040.237	-	2.040.237
Sanrose Tarım Sanayi ve Ticaret A.Ş. (1)	-	-	30.688	-	-	30.688
Total	458	13.036	56.040	2.040.237	679.522	2.789.293

(1) Jointly controlled entity
(2) Joint operation
(3) Affiliate
(4) Parent company's shareholder

As of 31 December 2025, the total amount of wages and similar benefits provided to key management personnel, including the Chairman and members of the Board of Directors, the General Manager and assistant general managers, amounts to TL 765.088 (31 December 2024: TL 736.774). This amount consists entirely of short-term benefits.

As of 31 December 2025, guarantees, mortgages and sureties received from group companies amount to TL 23.831.931 (31 December 2024: TL 16.026.595). Guarantees, mortgages and sureties given to group companies amount to TL 27.952.251 (31 December 2024: TL 25.887.559).

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36. NATURE AND EXTENT OF RISK ARISING FROM FINANCIAL INSTRUMENTS

i. Credit risk

Credit risks incurred by type of financial instruments are as follows (TL):

	Trade receivables		Other receivables			
	Related party	Third party	Related party	Third party	Banks	Other (*)
31 December 2025						
Maximum credit risk incurred as of the reporting date (A+B+C+D+E)(**) (Note 5, 8 and 9)	123.758	1.075.378	335.571	108.000	3.951.020	9.382.430
- Part of the maximum risk covered by collaterals	-	-	-	-	-	-
A. Net book value of financial assets that are neither overdue nor impaired (Note 5, 8 and 9)	123.758	1.068.285	643	105.293	3.951.020	9.382.430
B. Book value of financial assets with conditions revised which otherwise would be considered as overdue or impaired	-	-	-	-	-	-
C. Net book value of overdue assets that are not impaired (Note 8)	-	7.093	334.928	2.707	-	-
-Portion covered by collaterals	-	10	-	-	-	-
D. Net book value of impaired assets	-	-	-	-	-	-
- Overdue (gross book value)	-	20.698	-	-	-	-
- Impairment (-) (Note 8)	-	(20.698)	-	-	-	-
- Part of net value covered by collaterals	-	-	-	-	-	-
- Not overdue (gross book value)	-	-	-	-	-	-
- Impairment (-) (Note 8)	-	-	-	-	-	-
- Part of net value covered by collaterals	-	-	-	-	-	-
E. Derecognized elements involving credit risk (***)	-	-	-	-	-	-

(*) Consists of the sum of cheques received, other liquid assets, financial assets held for trading in cash and cash equivalents, short term financial assets, long-term public sector notes, promissory notes and bonds.

(**) In determining the amount of credit risk to be incurred, factors that increase credit reliability, i.e. the guarantees received, are not taken into consideration.

(***) The related amounts consist of guarantees and sureties given.

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36. NATURE AND EXTENT OF RISK ARISING FROM FINANCIAL INSTRUMENTS (CONTINUED)

i. Credit Risk (continued)

Credit risks incurred by type of financial instruments are as follows (TL):

	Trade receivables		Other receivables			
	Related party	Third party	Related party	Third party	Banks	Other (*)
31 December 2024						
Maximum credit risk incurred as of the reporting date (A+B+C+D+E)(**) (Note 5, 8 and 9)	520.636	1.938.172	286.745	58.451	6.550.452	14.575.462
- Part of the maximum risk covered by collaterals	-	-	-	-	-	-
A. Net book value of financial assets that are neither overdue nor impaired (Note 5, 8 and 9)	520.636	1.933.868	41.493	57.145	6.550.452	14.575.462
B. Book value of financial assets with conditions revised which otherwise would be considered as overdue or impaired	-	-	-	-	-	-
C. Net book value of overdue assets that are not impaired (Note 8)	-	4.304	245.252	1.306	-	-
- Portion covered by collaterals	-	-	-	-	-	-
D. Net book value of impaired assets	-	-	-	-	-	-
- Overdue (gross book value)	-	25.698	-	-	-	-
- Impairment (-) (Note 8)	-	(25.698)	-	-	-	-
- Part of net value covered by collaterals	-	-	-	-	-	-
- Not overdue (gross book value)	-	-	-	-	-	-
- Impairment (-) (Note 8)	-	-	-	-	-	-
- Part of net value covered by collaterals	-	-	-	-	-	-
E. Derecognized elements involving credit risk (***)	-	-	-	-	-	-

(*) Consists of the sum of cheques received, other liquid assets, financial assets held for trading in cash and cash equivalents, short term financial assets, long-term public sector notes, promissory notes and bonds.

(**) In determining the amount of credit risk to be incurred, factors that increase credit reliability, i.e. the guarantees received, are not taken into consideration.

(***) The related amounts consist of guarantees and sureties given.

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36. NATURE AND EXTENT OF RISK ARISING FROM FINANCIAL INSTRUMENTS (CONTINUED)

i. Credit Risk (continued)

Distribution of net book values by maturity of the overdue assets that are not impaired is as follows (TL):

31 December 2025	Trade receivables		Other receivables	
	Related party	Third party	Related party	Third party
1-30 days past due	-	1.584	-	-
1-3 months past due	-	5.343	-	269
3-12 months past due	-	166	-	-
1-5 years past due	-	-	-	720
More than 5 years past due ^(*)	-	-	334.928	1.718
Total	-	7.093	334.928	2.707
Portion covered by collaterals	-	-	-	-

31 December 2024	Trade receivables		Other receivables	
	Related party	Third party	Related party	Third party
1-30 days past due	-	4.018	-	-
1-3 months past due	-	241	-	-
3-12 months past due	-	45	-	-
1-5 years past due	-	-	-	476
More than 5 years past due ^(*)	-	-	245.252	830
Total	-	4.304	245.252	1.306
Portion covered by collaterals	-	-	-	-

^(*) Other receivables that are more than 5 years past due consist of Al-Riva Project, Land Value Housing Construction and Trade Inc., Al-Riva Land Value Housing Construction and Trade Inc., Al-Riva Land Value Housing Construction, Tour. Facilities Golf Business and Trade Inc. receivables.

The credit risk of Alarko Group may arise basically from its trade receivables. The Group management evaluates trade receivables taking into consideration the collaterals received, past experience, and current economic outlook; and states them as net in the statement of financial position after making provisions for doubtful receivables when deemed necessary. The Group has made provisions for doubtful receivables formed until the reporting date.

ii. Liquidity risk

Holding financial instruments may lead to failure of the counterparty to fulfill the terms and conditions of the agreement. The Group management takes measures to prevent such risks through limiting the average risk for the counterparty (except for the related parties) at each agreement, and receiving collaterals if necessary.

The Group generates funds by converting its short-term financial instruments, such as trade receivables, into cash. As of 31 December 2025, the Group's liquid assets (current assets excluding inventories) exceed its short-term liabilities by TL 7.848.922 (31 December 2024: TL 1.318.600).

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36. NATURE AND EXTENT OF RISK ARISING FROM FINANCIAL INSTRUMENTS (CONTINUED)

ii. Liquidity risk (continued)

31 December 2025							
Maturities per contract	Book value	Total cash outflows per contract (I+II+III+IV+V)	Less than 3 months (I)	3-12 months (II)	1-5 years (III)	More than 5 years (IV)	Eliminations and adjustments (V)
Non-derivative financial liabilities							
Lease liabilities (Note 7)	204.397	748.521	37.431	68.449	188.503	454.138	-
Bank loans (Note 7)	27.629.711	30.960.483	1.885.461	14.410.441	13.963.752	700.829	-
Trade payables (Note 8)	184.388	186.077	1.499.764	517.913	-	-	(1.831.600)
Other payables (Note 9)	10.406.623	10.406.623	12.647.546	201.495	912.948	-	(3.355.366)
Expected maturities	Book value	Expeced cash outflows (I+II+III+IV+V)	Less than 3 months (I)	3-12 months (II)	1-5 years (III)	More than 5 years (IV)	Eliminations and adjustments (V)
Non-derivative financial liabilities							
Trade payables (Note 8)	1.821.244	1.837.930	311.492	19.617.699	-	-	(18.091.261)
Other payables (Note 9)	437.662	437.662	170.534	23.258	2.110.787	-	(1.866.917)

31 December 2024							
Maturities per contract	Book value	Total cash outflows per contract (I+II+III+IV+V)	Less than 3 months (I)	3-12 months (II)	1-5 years (III)	More than 5 years (IV)	Eliminations and adjustments (V)
Non-derivative financial liabilities							
Lease liabilities (Note 7)	156.094	602.945	36.484	31.223	116.171	419.067	-
Bank loans (Note 7)	20.300.780	22.530.520	3.084.507	7.849.261	11.139.289	457.463	-
Trade payables (Note 8)	682.159	688.231	2.283.406	1.364.344	-	-	(2.959.519)
Other payables (Note 9)	9.936.720	9.936.720	9.625.896	165.545	950.159	864	(805.744)
Expected maturities	Book value	Total cash outflows per contract (I+II+III+IV+V)	Less than 3 months (I)	3-12 months (II)	1-5 years (III)	More than 5 years (IV)	Eliminations and adjustments (V)
Non-derivative financial liabilities							
Trade payables (Note 8)	2.650.079	2.673.676	1.314.086	12.856.885	-	-	(11.497.295)
Other payables (Note 9)	386.966	386.966	513.065	62.877	59	-	(189.035)

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36. NATURE AND EXTENT OF RISK ARISING FROM FINANCIAL INSTRUMENTS (CONTINUED)

ii. Interest risk

Interest risk arises from the probability of interest rate changes to affect financial statements. The loan agreements made by the Group are denominated in USD, TL and Euro with fixed interest rates, and their average maturities vary between 1 months and 10 years. As the payments are denominated in foreign currency, it is assumed that the interest rate will not be subject to material changes during the maturity period; hence, the interest rate risk is regarded immaterial.

	31 December 2025	31 December 2024
Financial instruments with fixed interest		
Financial assets		
Time deposits (Note 5)	2.917.789	2.674.561
Currency protected deposit account (Note 6)	-	563.779
Assets of which the fair value differences are reflected to profit/loss (Note 6)	2.686.445	5.860.572
Assets Measured at Amortized Cost	-	-
Financial liabilities (Note 7) ^(*)	19.480.608	16.695.263
	31 December 2025	31 December 2024
Financial instruments with variable interest		
Financial liabilities (Note 7)	8.353.500	3.761.611
Investment funds (Note 5)	3.004.772	4.744.169

^(*) Financial liabilities stated under financial instruments with fixed interests consist of short and long term bank loans, other financial liabilities and lease obligations.

As of 31 December 2025, if interest rates on variable interest-bearing foreign currency loans had increased/decreased by 0,5% and interest rates on TL-denominated loans had increased/decreased by 1%, with all other variables held constant, profit/(loss) before tax would have decreased/increased by TL 1.623 (31 December 2024: TL 1.097).

iv. Foreign currency risk

Balances of foreign currency transactions of Alarko Group originating from operating, investing, and financing activities as of the reporting date are stated below. In relation to the foreign currency receivables and payables, the Group may be exposed to foreign currency risk in parallel with the exchange rate fluctuations. The foreign currency risk is controlled through continuous analysis and monitoring of the foreign exchange position.

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36. NATURE AND EXTENT OF RISK ARISING FROM FINANCIAL INSTRUMENTS (CONTINUED)

iv. Foreign currency risk (continued)

As of 31 December 2025, the foreign currency assets and liabilities of the Group consist of the following (TL):

	Foreign currency position table 31 December 2025				
	TL Equivalent (Functional currency)	USD	EURO	GBP	Other
1. Trade receivables	2.371.737	52.764	2.206	2	-
2a. Monetary financial assets (Incl. Cash and Banks)	5.278.118	102.644	10.250	369	35.017
2b. Non-monetary financial assets	94.235	-	1.873	-	-
3.Other	46.813	1.093	-	-	-
4. Current assets (1+2+3)	7.790.903	156.501	14.329	371	35.017
5. Trade receivables	226	-	5	-	-
6a. Monetary financial assets	-	-	-	-	-
6b. Non-monetary financial assets	-	-	-	-	-
7.Other	89.673	2.093	-	-	-
8. Non-current assets (5+6+7)	89.899	2.093	5	-	-
9. Total assets (4+8)	7.880.802	158.594	14.334	371	35.017
10. Trade payables	387.979	1.554	6.374	2	-
11. Financial liabilities	13.297.760	6.001	258.854	-	-
12.a Other monetary liabilities	35	-	1	-	-
12.b Other non-monetary liabilities	413.154	534	6.763	858	-
13. Short term liabilities (10+11+12)	14.098.928	8.089	271.992	860	-
14. Trade payables	-	-	-	-	-
15. Financial liabilities	12.209.725	79.408	174.711	-	-
16a. Other monetary liabilities	-	-	-	-	-
16b. Other non-monetary liabilities	-	-	-	-	-
17. Long term liabilities (14+15+16)	12.209.725	79.408	174.711	-	-
18. Total liabilities (13+17)	26.308.653	87.497	446.703	860	-
19. Net foreign currency asset / (liability) position (9-18)	(18.427.851)	71.097	(432.369)	(489)	35.017
20. Monetary items net foreign currency asset / (liability) position (1+2a+5+6a-10-11-12a-14-15-16a)	(18.245.418)	68.445	(427.479)	369	35.017
21. Exports ^(*)	448.014	-	8.629	-	-
22. Imports ^(*)	851.556	5.953	70.700	218	11.474

^(*) Average exchange rate is used and represents pre-elimination balances.

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36. NATURE AND EXTENT OF RISK ARISING FROM FINANCIAL INSTRUMENTS (CONTINUED)

iv. Foreign currency risk (continued)

As of 31 December 2024, the foreign currency assets and liabilities of the Group consist of the following (TL):

Foreign currency position table					
31 December 2024					
	TL Equivalent (Functional currency)	USD	EURO	GBP	Other
1. Trade receivables	2.795.754	13.468	38.502	-	33.551
2a. Monetary financial assets (Incl. Cash and Banks)	6.284.015	80.097	53.735	20	18
2b. Non-monetary financial assets	158.780	3.381	55	-	-
3.Other	403	-	8	-	-
4. Current assets (1+2+3)	9.238.953	96.946	92.300	20	33.569
5. Trade receivables	216	-	5	-	-
6a. Monetary financial assets	3.435.776	74.401	-	-	-
6b. Non-monetary financial assets	-	-	-	-	-
7.Other	-	-	-	-	-
8. Non-current assets (5+6+7)	3.435.992	74.401	5	-	-
9. Total assets (4+8)	12.674.944	171.347	92.305	20	33.569
10. Trade payables	3.038.215	8.858	52.501	14	10.119
11. Financial liabilities	9.916.095	24.777	182.055	-	-
12.a Other monetary liabilities	8.378	-	174	-	-
12.b Other non-monetary liabilities	332.188	506	5.899	422	-
13. Short term liabilities (10+11+12)	13.294.876	34.141	240.629	436	10.119
14. Trade payables	-	-	-	-	-
15. Financial liabilities	9.320.764	-	193.491	-	-
16a. Other monetary liabilities	-	-	-	-	-
16b. Other non-monetary liabilities	-	-	-	-	-
17. Long term liabilities (14+15+16)	9.320.764	-	193.491	-	-
18. Total liabilities (13+17)	22.615.641	34.141	434.120	436	10.119
19. Net foreign currency asset / (liability) position (9-18)	(9.940.696)	137.206	(341.815)	(416)	23.450
20. Monetary items net foreign currency asset / (liability) position (1+2a+5+6a-10-11-12a-14-15-16a)	(9.767.692)	134.331	(335.979)	6	23.450
21. Exports (*)	218.643	1	3.868	-	-
22. Imports (*)	922.138	8.618	10.389	176	38.500

(*) Average exchange rate is used and represents pre-elimination balances.

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36. NATURE AND EXTENT OF RISK ARISING FROM FINANCIAL INSTRUMENTS (CONTINUED)

iv. Foreign currency risk (continued)

The following table details the Group's sensitivity to a 10% appreciation in the exchange rate of foreign currency against TL. 10% is the sensitivity rate used when reporting foreign currency risk interrialy to key management personnal and represent management's assesment of the possible change in the foreign exchange rates.

As of 31 December 2025 and 2024, the currency risk analysis of Alarko Group is as follows (TL):

Foreign currency sensitivity analysis chart				
31 December 2025				
	Value increase in foreign currency	Profit / Loss Value decrease in foreign currency	Value increase in foreign currency	Equity Value decrease in foreign currency
When USD changes by 10% against TL				
1- Net Assets/ Liabilities in USD	303.945	(303.945)	-	-
2- Hedged from USD risk (-)	-	-	-	-
3- USD Net Effect (1+2)	303.945	(303.945)	-	-
When Euro changes by 10% against TL				
4- Net Assets/ Liabilities in Euro	(2.178.254)	2.178.254	-	-
5- Hedged from Euro risk(-)	-	-	-	-
6- Euro Net Effect (4+5)	(2.178.254)	2.178.254	-	-
When GBP changes by 10% against TL				
7- Net Assets/ Liabilities in GBP	(2.836)	2.836	-	-
8- Hedged from GBP risk (-)	-	-	-	-
9- GBP Net Effect (7+8)	(2.836)	2.836	-	-
When other foreign currencies changes by 10% against TL				
10- Net Assets/ Liabilities in other currencies	34.360	(34.360)	-	-
11- Hedged from other currency risks(-)	-	-	-	-
12- Net Effect of Other Currencies (10+11)	34.360	(34.360)	-	-
Total (3+6+9+12)	(1.842.785)	1.842.785		

Foreign currency sensitivity analysis chart				
31 December 2024				
	Value increase in foreign currency	Profit / Loss Value decrease in foreign currency	Value increase in foreign currency	Equity Value decrease in foreign currency
When USD changes by 10% against TL				
1- Net Assets/ Liabilities in USD	633.321	(633.321)	-	-
2- Hedged from USD risk (-)	-	-	-	-
3- USD Net Effect (1+2)	633.321	(633.321)	-	-
When Euro changes by 10% against TL				
4- Net Assets/ Liabilities in Euro	(1.647.381)	1.647.381	-	-
5- Hedged from Euro risk(-)	-	-	-	-
6- Euro Net Effect (4+5)	(1.647.381)	1.647.381	-	-
When GBP changes by 10% against TL				
7- Net Assets/ Liabilities in GBP	(2.423)	2.423	-	-
8- Hedged from GBP risk (-)	-	-	-	-
9- GBP Net Effect (7+8)	(2.423)	2.423	-	-
When other foreign currencies changes by 10% against TL				
10- Net Assets/ Liabilities in other currencies	22.413	(22.413)	-	-
11- Hedged from other currency risks(-)	-	-	-	-
12- Net Effect of Other Currencies (10+11)	22.413	(22.413)	-	-
Total (3+6+9+12)	(994.070)	994.070		

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36. NATURE AND EXTENT OF RISK ARISING FROM FINANCIAL INSTRUMENTS (CONTINUED)

v. Capital risk management

For proper management of capital risk, the Group aims;

- To maintain continuity of operations so as to provide earnings to partners and benefits to other shareholders.
- To increase profitability through determining a service pricing policy that is commensurate with the level of risks inherent in the market.

The Group determines the amount of share capital in proportion to the risk level. The equity structure of the Group is arranged in accordance with the economic outlook and the risk attributes of assets.

The Group monitors capital management by using the debt/equity ratio. This ratio is calculated by dividing the debt, net, by the total share capital. The net debt is calculated by deducting the value of cash and cash equivalents from the total debt (the sum of short and long term liabilities stated in the statement of financial position). The total share capital is the sum of all equity items stated in the statement of financial position.

The Group's general strategy has not changed with respect to last year. As of 31 December 2025 and 2024, the ratios of the total share capital to total net liabilities are as follows (TL):

	31 December 2025	31 December 2024
Total debt	45.208.685	38.265.682
Less: cash and cash equivalents	(7.648.788)	(11.435.375)
Net debt	37.559.897	26.830.307
Total capital	80.404.836	84.690.719
Debt / equity ratio	47%	32%

37. AUDIT FEES

As of December 31, 2025 and 2024, the services and related fees received by the Company from the independent audit firm are as follows:

	31 December 2025	31 December 2024
Independent audit fee for the reporting period ^(*)	27.782	23.681
Fee for other assurance services	1.432	114
Fee for tax consultancy servicesn	-	-
Fees for other non-audit services	-	-
Total	29.214	23.795

^(*) Foreign currency fees of foreign subsidiaries have been converted into TL using the annual average rates of the relevant years.

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38. SUBSEQUENT EVENTS

- a) An application was made to the Capital Markets Board ("CMB") on 26 January 2026 in order to obtain approval for the amendment of Article 6 of the Company's Articles of Association within the framework of the Communiqué on the Registered Capital System numbered II-18.1, due to the increase of the registered share capital ceiling of Alarko Gayrimenkul Yatırım Ortaklığı A.Ş., a subsidiary, from TL 500.000.000 to TL 10.000.000.000.
- b) The Company, Alarko Gayrimenkul Yatırım Ortaklığı A.Ş., a subsidiary, with a registered share capital ceiling of TL 500.000.000 and issued share capital of TL 289.800.000, applied to the Capital Markets Board on 29 August 2025 for the increase of its issued share capital from TL 289.800.000 to TL 2.028.600.000 through a bonus issue of TL 1.738.800.000, corresponding to 173.880.000.000 registered Class C shares with a nominal value of Kr 1 each, and for the amendment of Articles 6 and 7 of its Articles of Association. This application was approved as previously announced in the Capital Markets Board's bulletin dated 23 December 2025 and numbered 2025/65. The capital increase was registered with the Istanbul Trade Registry Office on 13 January 2026. The start date for the exercise of bonus share rights is 15 January 2026.
- c) It was publicly announced on 19 December 2025 that Alarko Enerji A.Ş. ("Alarko Enerji"), a subsidiary, and Cengiz Enerji Sanayii ve Ticaret Anonim Şirketi ("Cengiz Enerji") had initiated negotiations with the joint venture partner with the aim of restructuring their jointly controlled entities, including Alcen Enerji Dağıtım ve Perakende Satış Hizmetleri Anonim Şirketi ("Alcen"), which operates the Cenal Karabiga Thermal Power Plant under the ownership of Cengiz Enerji, as well as electricity distribution (MEDAŞ), electricity sales (MEPAŞ and MESAŞ) and other related operations under the control of Alcen, into a new structure under the umbrella of Alarko Enerji.
- Within this scope, an agreement was reached and a preliminary protocol was signed between Alarko Enerji and Cengiz Enerji on 7 January 2026. In order to complete the transactions contemplated under the said protocol, an application has been made to the Turkish Competition Authority in accordance with the Communiqué No. 2010/4 on Mergers and Acquisitions Requiring the Approval of the Competition Board.
- d) It was previously announced to the public that our subsidiary, Altek Alarko Elektrik Santralları Tesis İşletme ve Ticaret A.Ş. ("Altek"), had filed pre-license applications for wind power plant (WPP) and solar power plant (SPP) projects with integrated storage systems, within the scope of the 'Regulation Amending the Regulation on Storage Activities in the Electricity Market' published on November 19, 2022. Regarding these applications, Board decisions established by the Republic of Türkiye Energy Market Regulatory Authority ("EMRA") have been notified to Altek, stating that our applications were rejected pursuant to Article 16, Paragraph 4, Subparagraph (a) of the Electricity Market Licensing Regulation, due to the inability of the Turkish Electricity Transmission Corporation (TEİAŞ) to provide an affirmative grid connection opinion. Regarding the rejected applications, all legal remedies, including the right to apply for administrative jurisdiction, will be evaluated.

Conclusion

In our 2025 Annual Report, we present a transparent and comprehensive overview of the activities we carried out throughout the year, along with our strategic priorities for the period ahead. The past year has been one in which we continued to create value for our country through our investments, transformation initiatives, and the dedicated contributions of our employees. Guided by our strong corporate philosophy and responsible investment principles, we will continue to pursue our sustainable growth objectives with determination in 2026. We wish the new year to bring health, happiness, and success to all our stakeholders.

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